

BlackRock Inc.
Form 4
May 11, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BANK OF AMERICA CORP /DE/

(Last) (First) (Middle)

BANK OF AMERICA
CORPORATE CENTER, 100 N
TRYON ST

(Street)

CHARLOTTE, NC 28255

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BlackRock Inc. [BLK]

3. Date of Earliest Transaction
(Month/Day/Year)
04/07/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	04/07/2010		P	96 (2)	A	\$ 200.2913	2,330,772 (3) I	By Subsidiary (1) (7) (8) (9)
Common Stock	04/16/2010		P	100 (2)	A	\$ 200.0899	2,330,872 (3) I	By Subsidiary (1) (7) (8) (9)
Common Stock	04/20/2010		S	100 (2)	D	\$ 202.873	2,330,772 (3) I	By Subsidiary (1) (7) (8) (9)
Common Stock	04/23/2010		P	500 (2)	A	\$	2,331,272 I	By

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Stock					210.8146	⁽³⁾		Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/23/2010	P	100 ⁽²⁾	A	\$ 210.91	2,331,372 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	5 ⁽²⁾	A	\$ 194.42	2,331,377 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	27 ⁽²⁾	A	\$ 194.88	2,331,404 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	30 ⁽²⁾	A	\$ 194.46	2,331,434 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	50 ⁽²⁾	A	\$ 194.9299	2,331,484 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	56 ⁽²⁾	A	\$ 195.2279	2,331,540 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	100 ⁽²⁾	A	\$ 195.73	2,331,640 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	144 ⁽²⁾	A	\$ 195.27	2,331,784 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	25 ⁽²⁾	A	\$ 195.48	2,331,809 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	10 ⁽²⁾	A	\$ 194	2,331,819 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	100 ⁽²⁾	A	\$ 194.9	2,331,919 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	S	100 ⁽²⁾	D	\$ 194.27	2,331,819 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	S	100 ⁽²⁾	D	\$ 202.3835	2,331,719 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	S	100 ⁽²⁾	D	\$ 201.53	2,331,619 ⁽³⁾	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>

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Common Stock	04/26/2010	P	100 ⁽²⁾	A	\$ 201.53	2,331,719 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	S	100 ⁽²⁾	D	\$ 195.632	2,331,619 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/26/2010	P	100 ⁽²⁾	A	\$ 200.3299	2,331,719 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	5 ⁽²⁾	D	\$ 188.29	2,331,714 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	5 ⁽²⁾	D	\$ 185.3	2,331,709 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	27 ⁽²⁾	D	\$ 185.17	2,331,682 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	30 ⁽²⁾	D	\$ 185.36	2,331,652 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	45 ⁽²⁾	D	\$ 185.3	2,331,607 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	100 ⁽²⁾	D	\$ 185.4098	2,331,507 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	200 ⁽²⁾	D	\$ 190.9772	2,331,307 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	S	500 ⁽²⁾	D	\$ 190.0408	2,331,807 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>
Common Stock	04/27/2010	P	250 ⁽²⁾	A	\$ 185.47	2,331,057 ₍₃₎	I	By Subsidiary <u>(1)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Title	Amount or Number of Shares		
Call Option (right to buy)	\$ 220	04/21/2010		P		<u>3</u> (2)		04/21/2010 05/22/2010	Common Stock	300	\$
Call Option (right to buy)	\$ 220	04/22/2010		S			<u>3</u> (2)	04/22/2010 05/22/2010	Common Stock	300	\$
Call Option (right to buy)	\$ 220	04/23/2010		P		<u>10</u> (2)		04/23/2010 06/19/2010	Common Stock	1,000	\$
Call Option (right to buy)	\$ 220	04/23/2010		P		<u>2</u> (2)		04/23/2010 05/22/2010	Common Stock	200	\$
Call Option (right to buy)	\$ 240	04/23/2010		P		<u>3</u> (2)		04/23/2010 07/17/2010	Common Stock	300	\$ 2
Put Option (right to sell)	\$ 175	04/26/2010		S			<u>5</u> (2)	04/26/2010 07/17/2010	Common Stock	500	\$
Put Option (right to sell)	\$ 190	04/26/2010		S			<u>10</u> (2)	04/26/2010 07/17/2010	Common Stock	1,000	\$
Call Option (right to buy)	\$ 220	04/26/2010		S			<u>2</u> (2)	04/26/2010 05/22/2010	Common Stock	200	\$

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Call Option (right to buy)	\$ 195	04/26/2010	P	<u>1</u> (2)	04/26/2010	05/22/2010	Common Stock	100	\$
Put Option (right to sell)	\$ 175	04/27/2010	P	<u>5</u> (2)	04/27/2010	07/17/2010	Common Stock	500	\$
Put Option (right to sell)	\$ 190	04/27/2010	P	<u>10</u> (2)	04/27/2010	07/17/2010	Common Stock	1,000	\$
Call Option (right to buy)	\$ 220	04/27/2010	S	<u>10</u> (2)	04/27/2010	06/19/2010	Common Stock	1,000	\$
Put Option (right to sell)	\$ 190	04/27/2010	S	<u>10</u> (2)	04/27/2010	05/22/2010	Common Stock	1,000	\$
Call Option (right to buy)	\$ 195	04/27/2010	S	<u>1</u> (2)	04/27/2010	05/22/2010	Common Stock	100	\$
Call Option (right to buy)	\$ 210	04/28/2010	P	<u>2</u> (2)	04/28/2010	07/17/2010	Common Stock	200	\$
Call Option (right to buy)	\$ 210	04/28/2010	S	<u>2</u> (2)	04/28/2010	07/17/2010	Common Stock	200	\$
Call Option (right to buy)	\$ 240	04/29/2010	S	<u>3</u> (2)	04/29/2010	07/17/2010	Common Stock	300	\$
Put Option (right to sell)	\$ 190	04/29/2010	P	<u>10</u> (2)	04/29/2010	05/22/2010	Common Stock	1,000	\$

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BANK OF AMERICA CORP /DE/
BANK OF AMERICA CORPORATE CENTER X
100 N TRYON ST
CHARLOTTE, NC 28255

Signatures

/s/ Joanne P. 05/11/2010
Tsung

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This Form 4 is being filed by Bank of America Corporation ("BAC"), a Delaware corporation and bank holding company registered under the Bank Holding Company Act of 1956, on behalf of its subsidiaries.
- (2) Transaction executed by the error correction section of Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPFS"), a broker-dealer and subsidiary of BAC, to correct errors made in connection with trades made on behalf of clients of MLPFS.
In connection with this transaction, BAC has agreed to voluntarily remit appropriate profits, if any, to BlackRock, Inc. BAC disclaims
- (3) that such transaction is subject to reporting under Section 16(a) or disgorgement under Section 16(b), and this report shall not be deemed an admission that those sections apply to such transaction.
- (4) BAC is short 5 put option with an exercise price of \$175.00.
- (5) BAC is short 10 put options with an exercise price of \$190.00.
- (6) BAC is short 10 put options with an exercise price of \$190.00.
- (7) Each of BAC, Merrill Lynch & Co., Inc. ("ML&Co."), MLPFS and Merrill Lynch Group, Inc. ("ML Group", and collectively the "Reporting Persons") disclaims beneficial ownership of these securities, except to the extent of its pecuniary interest therein.
- (8) BAC owns the Common Stock indirectly through its wholly owned subsidiaries ML Group and MLPFS.
Pursuant to the Second Amended and Restated Stockholder Agreement dated as of February 27, 2009, as may be amended from time to
- (9) time, between ML&Co., ML Group and the Issuer, ML&Co. has the right to designate two members to the board of directors of the Issuer. Each of the Reporting Persons other than ML&Co. disclaims its possible status as director of the Issuer.

Remarks:

This is the first of two filings on Form 4 by the Reporting Persons.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.