

BlackRock Inc.  
Form SC 13G/A  
February 12, 2009

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**SCHEDULE 13G**

**(RULE 13D-102)**

**INFORMATION STATEMENT PURSUANT TO RULE 13D-1**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**(AMENDMENT NO. 11)**

**BlackRock, Inc.**

**(Name of Issuer)**

Common Stock

**(Title of Class of Securities)**

09247X101

**(CUSIP Number)**

December 31, 2008

Edgar Filing: BlackRock Inc. - Form SC 13G/A

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

The PNC Financial Services Group, Inc.

25-1435979

2) Check the Appropriate Box if a Member of a Group (See Instructions)

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

Pennsylvania

5) Sole Voting Power

Number of

Shares 43,348,287  
6) Shared Voting Power

Beneficially

Owned By

Each -0-  
7) Sole Dispositive Power

Reporting

Person 43,358,078  
8) Shared Dispositive Power

With

5,828

9) Aggregate Amount Beneficially Owned by Each Reporting Person

43,371,198

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions

..

11) Percent of Class Represented by Amount in Row (9)

36.70

12) Type of Reporting Person (See Instructions)

HC

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

National City Bank

34-0420310

2) Check the Appropriate Box if a Member of a Group (See Instructions)

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

United States

5) Sole Voting Power

Number of

682

Shares

6) Shared Voting Power

Beneficially

Owned By

-0-

Each

7) Sole Dispositive Power

Reporting

Person

1,539

With

8) Shared Dispositive Power

-0-

9) Aggregate Amount Beneficially Owned by Each Reporting Person

1,539

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions

..

11) Percent of Class Represented by Amount in Row (9)

Less than 0.01

12) Type of Reporting Person (See Instructions)

BK

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

Allegiant Asset Management Company

38-2636152

2) Check the Appropriate Box if a Member of a Group (See Instructions)

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

Michigan

5) Sole Voting Power

Number of

-0-

Shares

6) Shared Voting Power

Beneficially

Owned By

-0-

Each

7) Sole Dispositive Power

Reporting

Person

857

8) Shared Dispositive Power

With

-0-

9) Aggregate Amount Beneficially Owned by Each Reporting Person

857

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions

..

11) Percent of Class Represented by Amount in Row (9)

Less than 0.01

12) Type of Reporting Person (See Instructions)

IA

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

PNC Bancorp, Inc.

51-0326854

2) Check the Appropriate Box if a Member of a Group (See Instructions)

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

Delaware

5) Sole Voting Power

Number of

Shares 43,347,605  
6) Shared Voting Power

Beneficially

Owned By

Each -0-  
7) Sole Dispositive Power

Reporting

Person 43,356,539  
8) Shared Dispositive Power

With

5,828

9) Aggregate Amount Beneficially Owned by Each Reporting Person

43,369,659

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions

..

11) Percent of Class Represented by Amount in Row (9)

36.70

12) Type of Reporting Person (See Instructions)

HC

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

PNC Bank, National Association

22-1146430

2) Check the Appropriate Box if a Member of a Group (See Instructions)

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

United States

5) Sole Voting Power

Number of

Shares 226,239  
6) Shared Voting Power

Beneficially

Owned By -0-  
Each 7) Sole Dispositive Power

Reporting

Person 235,173  
8) Shared Dispositive Power

With

5,828

9) Aggregate Amount Beneficially Owned by Each Reporting Person

248,293

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions ..

11) Percent of Class Represented by Amount in Row (9)

0.21

12) Type of Reporting Person (See Instructions)

BK

- ITEM 2 (a) - NAME OF PERSON FILING:  
 The PNC Financial Services Group, Inc.; National City Bank; Allegiant Asset Management Company;  
 PNC Bancorp, Inc.; and PNC Bank, National Association
- ITEM 2 (b) - ADDRESS OF PRINCIPAL BUSINESS OFFICE:  
 The PNC Financial Services Group, Inc. - One PNC Plaza, 249 Fifth Avenue, Pittsburgh, PA 15222-2707  
 National City Bank 1900 East Ninth Street, Cleveland, OH 44114  
 Allegiant Asset Management Company 1900 East Ninth Street, Cleveland, OH 44114  
 PNC Bancorp, Inc. - 300 Delaware Avenue, Suite 304, Wilmington, DE 19801  
 PNC Bank, National Association - One PNC Plaza, 249 Fifth Avenue, Pittsburgh, PA 15222-2707
- ITEM 2 (c) - CITIZENSHIP:  
 The PNC Financial Services Group, Inc. Pennsylvania  
 National City Bank United States  
 Allegiant Asset Management Company - Michigan  
 PNC Bancorp, Inc. - Delaware  
 PNC Bank, National Association - United States
- ITEM 3 - IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:
- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
  - (b)  Bank as defined in Section 3(a)(6) of the Exchange Act;
  - (c)  Insurance Company as defined in Section 3(a)(19) of the Exchange Act;
  - (d)  Investment Company registered under Section 8 of the Investment Company Act;
  - (e)  An Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
  - (f)  An Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F);
  - (g)  A Parent Holding Company or Control Person in accordance with Rule 13d-1(b)(1)(ii)(G);
  - (h)  A Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act;
  - (i)  A Church Plan that is excluded from the definition of an Investment Company under Section 3(c)(14) of the Investment Company Act;
  - (j)  Group, in accordance with Rule 13d(b)(1)(ii)(J).
- If this statement is filed pursuant to Rule 13d-1(c), check this box.

ITEM 4 - OWNERSHIP:

The following information is as of December 31, 2008:

- (a) Amount Beneficially Owned: 43,371,198 shares
- (b) Percent of Class: 36.70
- (c) Number of shares to which such person has:
  - (i) sole power to vote or to direct the vote 43,348,287
  - (ii) shared power to vote or to direct the vote -0-
  - (iii) sole power to dispose or to direct the disposition of 43,358,078
  - (iv) shared power to dispose or to direct the disposition of 5,828

ITEM 6 - OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Of the total shares of Common Stock reported herein, 248,293 shares are held in accounts at PNC Bank, National Association in a fiduciary capacity.

Of the total shares of Common Stock reported herein, 682 shares are held in accounts at National City Bank in a fiduciary capacity.

ITEM 7 - IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Included are the following subsidiaries of The PNC Financial Services Group, Inc. - HC:

National City Bank BK (wholly owned subsidiary of The PNC Financial Services Group, Inc.)

Allegiant Asset Management Company IA (wholly owned subsidiary of National City Bank)

PNC Bancorp, Inc. - HC (wholly owned subsidiary of The PNC Financial Services Group, Inc.)

PNC Bank, National Association - BK (wholly owned subsidiary of PNC Bancorp, Inc.)

ITEM 10 - CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2009  
Date

By: /s/ Joseph C. Guyaux  
Signature - The PNC Financial Services Group, Inc.  
Joseph C. Guyaux, President  
Name & Title

February 12, 2009  
Date

By: /s/ Joseph C. Guyaux  
Signature - PNC Bank, National Association  
Joseph C. Guyaux, President  
Name & Title

February 12, 2009  
Date

By: /s/ Maria C. Schaffer  
Signature - PNC Bancorp, Inc.  
Maria C. Schaffer, Executive Vice President  
Name & Title

February 12, 2009  
Date

By: /s/ Janice K. Henderson  
Signature - National City Bank  
Janice K. Henderson, Officer  
Name & Title

February 12, 2009  
Date

By: /s/ Janice K. Henderson  
Signature - Allegiant Asset Management Company  
Janice K. Henderson, Director  
Name & Title

AN AGREEMENT TO FILE A JOINT STATEMENT WAS PREVIOUSLY FILED

BY THE PNC FINANCIAL SERVICES GROUP, INC., PNC BANCORP, INC. AND

PNC BANK, NATIONAL ASSOCIATION

EXHIBIT A

AGREEMENT

February 12, 2009

The undersigned hereby agree to file a joint statement on Schedule 13G under the Securities and Exchange Act of 1934, as amended (the Act ) in connection with their beneficial ownership of common stock issued by BlackRock, Inc.

Each of the undersigned states that it is entitled to individually use Schedule 13G pursuant to Rule 13d-1(b) of the Act.

Each of the undersigned is responsible for the timely filing of the statement and any amendments thereto, and for the completeness and accuracy of the information concerning each of them contained therein but none is responsible for the completeness or accuracy of the information concerning the others.

This Agreement applies to any amendments to Schedule 13G.

NATIONAL CITY BANK

BY: /s/ Janice K. Henderson  
Janice K. Henderson, Officer

ALLEGIANT ASSET MANAGEMENT COMPANY

BY: /s/ Janice K. Henderson  
Janice K. Henderson, Director