

BLACKROCK MUNIHOLDINGS FUND II , INC
Form N-CSRS
December 28, 2010
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-CSRS

CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number 811-08215

Name of Fund: BlackRock MuniHoldings Fund II, Inc. (MUH)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: Anne F. Ackerley, Chief Executive Officer, BlackRock MuniHoldings Fund II, Inc., 55 East 52nd Street,
New York, NY 10055

Registrant's telephone number, including area code: (800) 882-0052, Option 4

Date of fiscal year end: 04/30/2011

Date of reporting period: 10/31/2010

Item 1 – Report to Stockholders

October 31, 2010

Semi-Annual Report (Unaudited)

BlackRock Apex Municipal Fund, Inc. (APX)

BlackRock MuniAssets Fund, Inc. (MUA)

BlackRock MuniEnhanced Fund, Inc. (MEN)

BlackRock MuniHoldings Fund, Inc. (MHD)

BlackRock MuniHoldings Fund II, Inc. (MUH)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

BlackRock MuniVest Fund II, Inc. (MVT)

Not FDIC Insured No Bank Guarantee May Lose Value

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Dear Shareholder

The global economic recovery that began in 2009 has continued on its choppy course this year, delivering mixed but slowly improving economic data and gradual if uneven improvement of investor sentiment. The risks of a double-dip recession continue to recede, but the economy remains mired in a slow-growth environment. In the United States, the National Bureau of Economic Research declared that the Great Recession ended in June 2009. Spanning December 2007 to June 2009, this marked the longest reported recession since the Great Depression. Structural problems of ongoing deleveraging and weak spending among businesses and households weigh heavily on the pace of economic growth. The unemployment rate remains stubbornly high in the face of sluggish job gains in the private sector. The US dollar, along with other developed market currencies, has experienced devaluation resulting from aggressively easy monetary and fiscal policies. Given these long-standing conditions, the Federal Reserve Board has announced that additional policy action will be taken to combat deflation and unemployment and promote economic growth.

The high levels of volatility experienced in global equity markets throughout 2009 continued into 2010 as mixed economic data and lingering credit issues caused stocks to trade in both directions, but by the end of the first quarter, most markets had managed to post gains. The second quarter, in contrast, brought higher levels of volatility and a flight to quality as investor sentiment was dominated by fears of a double-dip recession. Global equity markets saw negative quarterly returns and for many markets, the first significant downturn since the bull market began in March 2009. In the third quarter, economic data turned less negative and strong corporate earnings reports became increasingly consistent. These factors, along with attractive valuations and expectations for additional quantitative easing, drove equity markets higher, with most markets recapturing their second quarter losses. Stocks continued their rally into the beginning of the fourth quarter, closing out the 12-month period in positive territory. International equities posted gains on both a six- and 12-month basis. In the United States, both large and small cap equities posted robust gains for the 12-month period, while on a six-month basis, large cap stocks remained relatively flat and small caps turned slightly negative.

In fixed income markets, yields fluctuated but declined significantly over the past 12 months amid heightened uncertainty. Weak economic data, lingering credit problems and, near the end of the period, the expectation of additional quantitative easing drove interest rates lower and bond prices higher. Treasuries rallied over the period, modestly outperforming the credit spread sectors of the market. Corporate credit spreads benefited from the low interest rate environment and high yield fixed income became increasingly attractive due to declining default rates and better-than-expected results on European bank stress tests. Tax-exempt municipal bonds performed well over the 12-month period, driven primarily by technical factors including favorable supply-and-demand dynamics.

Cash investments, as represented by the 3-month Treasury bill, returned only a fraction over 0% for the 12-month period as short-term interest rates remained low. Yields on money market securities remain near all-time lows.

Against this backdrop, the major market averages posted the following returns:

| Total Returns as of October 31, 2010 | 6-month | 12-month |
|---|----------------|-----------------|
| US large cap equities (S&P 500 Index) | 0.74% | 16.52% |
| US small cap equities (Russell 2000 Index) | (1.24) | 26.58 |
| International equities (MSCI Europe, Australasia, Far East Index) | 5.74 | 8.36 |
| 3-month Treasury bill (BofA Merrill Lynch 3-Month Treasury Bill Index) | 0.08 | 0.12 |
| US Treasury securities (BofA Merrill Lynch 10-Year US Treasury Index) | 10.63 | 10.03 |
| US investment grade bonds (Barclays Capital US Aggregate Bond Index) | 5.33 | 8.01 |
| Tax-exempt municipal bonds (Barclays Capital Municipal Bond Index) | 3.95 | 7.78 |
| US high yield bonds (Barclays Capital US Corporate High Yield 2% Issuer Capped Index) | 6.73 | 19.10 |

Past performance is no guarantee of future results. Index performance shown for illustrative purposes only. You cannot invest directly in an index.

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As global economic conditions continue to improve, investors across the world continue to face uncertainty about the future of economic growth. Through periods of uncertainty, as ever, BlackRock's full resources are dedicated to the management of our clients' assets. For additional market perspective and investment insight, visit www.blackrock.com/shareholdermagazine, where you'll find the most recent issue of our award-winning *Shareholder*® magazine, as well as its quarterly companion newsletter, *Shareholder Perspectives*. As always, we thank you for entrusting BlackRock with your investments, and we look forward to your continued partnership in the months and years ahead.

Sincerely,

Rob Kapito

President, BlackRock Advisors, LLC

THIS PAGE NOT PART OF YOUR FUND REPORT

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Fund Summary as of October 31, 2010

BlackRock Apex Municipal Fund, Inc.

Fund Overview

BlackRock Apex Municipal Fund, Inc. s (APX) (the Fund) investment objective is to provide high current income exempt from federal income taxes by investing primarily in a portfolio of medium- to lower-grade or unrated municipal obligations, the interest on which is exempt from federal income taxes in the opinion of bond counsel to the issuer. The Fund seeks to achieve its investment objective by investing, under normal market conditions, at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). The Fund invests at least 75% of its assets in municipal bonds that are rated in the medium to lower categories by nationally recognized rating services (Baa or lower by Moody s Investors Service, Inc. or BBB or lower by Standard & Poor s Corporation) or non-rated securities which are of comparable quality. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 7.99% based on market price and 6.36% based on net asset value (NAV). For the same period, the closed-end Lipper High Yield Municipal Debt Funds category posted an average return of 7.20% based on market price and 6.92% based on NAV. All returns reflect reinvestment of dividends. The Fund s discount to NAV, which narrowed during the period, accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund s low concentrations in tax-backed (state, county, city and school district) and development district (special district) issues detracted from performance as these sectors continued to strengthen during the period. The Fund s portfolio duration remained relatively lower than its Lipper category average, which has proven detrimental in the declining interest rate environment. In addition, a majority of peers within the Lipper category employ a higher degree of leverage, which can enhance both returns and distribution yields. Contributing positively to performance was sector allocation, particularly with respect to concentrations in health, transportation, and corporate-related debt, all of which performed well during the period. Also beneficial was the Fund s positioning in the intermediate range of the yield curve, which outperformed the longer end of the curve for the period.

The views expressed reflect the opinions of BlackRock as of the date of this report and are subject to change based on changes in market, economic or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

Fund Information

| | |
|--|---------------|
| Symbol on New York Stock Exchange (NYSE) | APX |
| Initial Offering Date | July 25, 1989 |
| Yield on Closing Market Price as of October 31, 2010 (\$9.31) ¹ | 5.67% |
| Tax Equivalent Yield ² | 8.72% |
| Current Monthly Distribution per Common Share ³ | \$0.044 |
| Current Annualized Distribution per Common Share ³ | \$0.528 |
| Leverage as of October 31, 2010 ⁴ | 4% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

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- ² Tax equivalent yield assumes the maximum federal tax rate of 35%.
- ³ The distribution is not constant and is subject to change.
- ⁴ Represents tender option bond trusts (TOBs) as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques utilized by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|--------|--------|
| Market Price | \$9.31 | \$8.87 | 4.96% | \$9.61 | \$8.75 |
| Net Asset Value | \$9.50 | \$9.19 | 3.37% | \$9.54 | \$9.16 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| Health | 29% | 29% |
| Corporate | 21 | 20 |
| County/City/Special District/School District | 16 | 16 |
| Transportation | 12 | 11 |
| Education | 7 | 7 |
| Utilities | 6 | 4 |
| Tobacco | 3 | 5 |
| Housing | 3 | 4 |
| State | 3 | 4 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 3% | 7% |
| AA/Aa | 6 | 2 |
| A | 10 | 11 |
| BBB/Baa | 27 | 26 |
| BB/Ba | 8 | 8 |
| B | 6 | 7 |
| CCC/Caa | 5 | 4 |
| Not Rated ⁶ | 35 | 35 |

⁵ Using the higher of Standard & Poor's (S&P's) or Moody's Investors Service (Moody's) ratings.

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The investment advisor has deemed certain of these securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$14,880,896 representing 8% and \$14,523,630 representing 8%, respectively, of the Fund's long-term investments.

Fund Summary as of October 31, 2010

BlackRock MuniAssets Fund, Inc.

Fund Overview

BlackRock MuniAssets Fund, Inc. s (MUA) (the Fund) investment objective is to provide high current income exempt from federal income taxes by investing primarily in a portfolio of medium- to lower-grade or unrated municipal obligations, the interest on which, in the opinion of bond counsel, is exempt from federal income taxes. The Fund seeks to achieve its investment objective by investing, under normal market conditions, at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). The Fund invests at least 65% of its assets in municipal bonds that are rated in the medium to lower categories by nationally recognized rating services (for example, Baa or lower by Moody s Investors Service, Inc. or BBB or lower by Standard & Poor s Corporation) or non-rated securities which are of comparable quality. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 5.72% based on market price and 6.54% based on NAV. For the same period, the closed-end Lipper High Yield Municipal Debt Funds category posted an average return of 7.20% based on market price and 6.92% based on NAV. All returns reflect reinvestment of dividends. The Fund moved from a premium to NAV to a discount by period end, which accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund s low concentrations in tax-backed (state, county, city and school district) and development district (special district) issues detracted from performance as these sectors continued to strengthen during the period. The Fund s portfolio duration remained relatively lower than its Lipper category average, which has proven detrimental in the declining interest rate environment. In addition, a majority of peers within the Lipper category employ a higher degree of leverage, which can enhance both returns and distribution yields. Contributing positively to performance was sector allocation, particularly with respect to concentrations in health, transportation, and corporate-related debt, all of which performed well during the period. Also beneficial was the Fund s positioning in the intermediate range of the yield curve, which outperformed the longer end of the curve for the period.

The views expressed reflect the opinions of BlackRock as of the date of this report and are subject to change based on changes in market, economic or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

Fund Information

| | |
|---|---------------|
| Symbol on NYSE | MUA |
| Initial Offering Date | June 25, 1993 |
| Yield on Closing Market Price as of October 31, 2010 (\$12.99) ¹ | 5.77% |
| Tax Equivalent Yield ² | 8.88% |
| Current Monthly Distribution per Common Share ³ | \$0.0625 |
| Current Annualized Distribution per Common Share ³ | \$0.7500 |
| Leverage as of October 31, 2010 ⁴ | 4% |

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Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

- ² Tax equivalent yield assumes the maximum federal tax rate of 35%.
- ³ The distribution is not constant and is subject to change.
- ⁴ Represents TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$12.99 | \$12.65 | 2.69% | \$13.21 | \$12.26 |
| Net Asset Value | \$13.07 | \$12.63 | 3.48% | \$13.12 | \$12.57 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| Health | 26% | 29% |
| Corporate | 25 | 24 |
| County/City/Special District/School District | 13 | 13 |
| Transportation | 12 | 11 |
| Utilities | 7 | 4 |
| Education | 6 | 6 |
| Tobacco | 4 | 5 |
| Housing | 4 | 4 |
| State | 3 | 4 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 3% | 6% |
| AA/Aa | 6 | 3 |
| A | 11 | 14 |
| BBB/Baa | 29 | 26 |
| BB/Ba | 8 | 8 |
| B | 7 | 7 |
| CCC/Caa | 5 | 4 |
| Not Rated ⁶ | 31 | 32 |

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- ⁵ Using the higher of S&P's or Moody's ratings.
- ⁶ The investment advisor has deemed certain of these securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$13,096,178 representing 5% and \$15,867,930, representing 6%, respectively, of the Fund's long-term investments.

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Fund Summary as of October 31, 2010

BlackRock MuniEnhanced Fund, Inc.

Fund Overview

BlackRock MuniEnhanced Fund, Inc. s (MEN) (the Fund) investment objective is to provide shareholders with as high a level of current income exempt from federal income taxes as is consistent with its investment policies and prudent investment management. The Fund seeks to achieve its investment objective by investing at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). Under normal market conditions, the Fund invests primarily in long-term municipal bonds rated investment grade quality at the time of investment and invests primarily in long-term municipal bonds with maturities of more than ten years at the time of investment. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 7.41% based on market price and 6.81% based on NAV. For the same period, the closed-end Lipper Insured Municipal Debt Funds (Leveraged) category posted an average return of 7.94% based on market price and 5.84% based on NAV. All returns reflect reinvestment of dividends. The Fund s discount to NAV, which narrowed during the period, accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund benefited from its modestly long duration relative to the Lipper category average as bond prices rallied in the declining interest rate environment. The tax-exempt municipal market in general benefited from the Build America Bond Program, which alleviated supply pressure in the tax-exempt space, especially on the long end of the yield curve. The Fund s holdings of insured bonds with lower quality underlying credits contributed positively to performance as did exposure to traditionally higher yielding sectors, including transportation, health and corporate-related debt, as credit quality spreads generally tightened during the period. Conversely, the Fund s holdings of zero-coupon bonds detracted from performance as these securities generally underperformed coupon bonds due to widening spreads in the sector. In addition, the Fund s low exposure to education hindered performance as the sector performed well during the period.

The views expressed reflect the opinions of BlackRock as of the date of this report and are subject to change based on changes in market, economic or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

Fund Information

| | |
|---|---------------|
| Symbol on NYSE | MEN |
| Initial Offering Date | March 2, 1989 |
| Yield on Closing Market Price as of October 31, 2010 (\$11.26) ¹ | 6.07% |
| Tax Equivalent Yield ² | 9.34% |
| Current Monthly Distribution per Common Share ³ | \$0.057 |
| Current Annualized Distribution per Common Share ³ | \$0.684 |
| Leverage as of October 31, 2010 ⁴ | 38% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

² Tax equivalent yield assumes the maximum federal tax rate of 35%.

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- ³ The distribution is not constant and is subject to change.
- ⁴ Represents Auction Market Preferred Shares (Preferred Shares) and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to Preferred Shares and TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$11.26 | \$10.81 | 4.16% | \$11.70 | \$10.38 |
| Net Asset Value | \$11.29 | \$10.90 | 3.58% | \$11.47 | \$10.85 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| County/City/Special District/School District | 29% | 28% |
| Transportation | 22 | 24 |
| State | 18 | 19 |
| Utilities | 14 | 14 |
| Health | 6 | 7 |
| Education | 5 | 3 |
| Corporate | 3 | 2 |
| Housing | 3 | 3 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|---------|----------|---------|
| AAA/Aaa | 12% | 46% |
| AA/Aa | 59 | 23 |
| A | 25 | 26 |
| BBB/Baa | 4 | 5 |

⁵ Using the higher of S&P's or Moody's ratings.

Fund Summary as of October 31, 2010

BlackRock MuniHoldings Fund, Inc.

Fund Overview

BlackRock MuniHoldings Fund, Inc. s (MHD) (the Fund) investment objective is to provide shareholders with current income exempt from federal income taxes. The Fund seeks to achieve its investment objective by investing at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). The Fund invests, under normal market conditions, at least 75% of its assets in municipal bonds rated investment grade and invests primarily in long-term municipal bonds with a maturity of more than ten years at the time of investment. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 9.74% based on market price and 7.36% based on NAV. For the same period, the closed-end Lipper General Municipal Debt Funds (Leveraged) category posted an average return of 7.68% based on market price and 6.42% based on NAV. All returns reflect reinvestment of dividends. The Fund moved from a discount to NAV to a premium by period end, which accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund s outperformance relative to its Lipper category was driven by sector allocation, particularly with respect to concentrations in health and corporate-related debt, both of which continued to perform well during the period. The Fund s focus on lower quality credits had a positive impact due to the ongoing contraction of credit quality spreads. In addition, the Fund s modestly long portfolio duration (sensitivity to interest rates) relative to the Lipper category average proved beneficial in the declining interest rate environment. Conversely, a concentration of holdings in longer dated issues detracted from performance as the intermediate range of the yield curve outperformed the longer end of the curve.

The views expressed reflect the opinions of BlackRock as of the date of this report and are subject to change based on changes in market, economic or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

Fund Information

| | |
|---|-------------|
| Symbol on NYSE | MHD |
| Initial Offering Date | May 2, 1997 |
| Yield on Closing Market Price as of October 31, 2010 (\$16.68) ¹ | 6.40% |
| Tax Equivalent Yield ² | 9.85% |
| Current Monthly Distribution per Common Share ³ | \$0.089 |
| Current Annualized Distribution per Common Share ³ | \$1.068 |
| Leverage as of October 31, 2010 ⁴ | 36% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

² Tax equivalent yield assumes the maximum federal tax rate of 35%.

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- ³ A change in the distribution rate was declared on December 6, 2010. The Monthly Distribution per Common Share was increased to \$0.0905. The Yield on Closing Market Price, Current Monthly Distribution per Common Share and Current Annualized Distribution per Common Share do not reflect the new distribution rate. The new distribution rate is not constant is subject to further change in the future.
- ⁴ Represents Preferred Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to Preferred Shares and TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$16.68 | \$15.70 | 6.24% | \$17.05 | \$14.85 |
| Net Asset Value | \$16.37 | \$15.75 | 3.94% | \$16.55 | \$15.61 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| Health | 23% | 23% |
| Corporate | 14 | 14 |
| State | 12 | 12 |
| Transportation | 12 | 11 |
| Utilities | 12 | 11 |
| County/City/Special District/School District | 10 | 11 |
| Education | 8 | 9 |
| Housing | 7 | 7 |
| Tobacco | 2 | 2 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 12% | 19% |
| AA/Aa | 39 | 32 |
| A | 22 | 23 |
| BBB/Baa | 12 | 11 |
| BB/Ba | 2 | 2 |
| B | 2 | 2 |
| CCC/Caa | 2 | 2 |
| Not Rated ⁶ | 9 | 9 |

⁵ Using the higher of S&P's or Moody's ratings.

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⁶ The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$2,891,783 representing 1% and \$2,973,600 representing 1%, respectively, of the Fund's long-term investments.

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OCTOBER 31, 2010

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Fund Summary as of October 31, 2010

BlackRock MuniHoldings Fund II, Inc.

Fund Overview

BlackRock MuniHoldings Fund II, Inc. s (MUH) (the Fund) investment objective is to provide shareholders with current income exempt from federal income taxes. The Fund seeks to achieve its investment objective by investing, under normal market conditions, at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). The Fund invests, under normal market conditions, at least 75% of its assets in municipal bonds rated investment grade and invests primarily in long-term municipal bonds with a maturity of more than ten years at the time of investment. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 7.64% based on market price and 7.30% based on NAV. For the same period, the closed-end Lipper General Municipal Debt Funds (Leveraged) category posted an average return of 7.68% based on market price and 6.42% based on NAV. All returns reflect reinvestment of dividends. The Fund s premium to NAV, which widened during the period, accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund s outperformance relative to its Lipper category was driven by sector allocation, particularly with respect to concentrations in health and corporate-related debt, both of which continued to perform well during the period. The Fund s focus on lower quality credits had a positive impact due to the ongoing contraction of credit quality spreads. In addition, the Fund s modestly long portfolio duration (sensitivity to interest rates) relative to the Lipper category average proved beneficial in the declining interest rate environment. Conversely, a concentration of holdings in longer dated issues detracted from performance as the intermediate range of the yield curve outperformed the longer end of the curve.

The views expressed reflect the opinions of BlackRock as of the date of this report and are subject to change based on changes in market, economic or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

Fund Information

| | |
|---|-------------------|
| Symbol on NYSE | MUH |
| Initial Offering Date | February 27, 1998 |
| Yield on Closing Market Price as of October 31, 2010 (\$15.30) ¹ | 6.31% |
| Tax Equivalent Yield ² | 9.71% |
| Current Monthly Distribution per Common Share ³ | \$0.0805 |
| Current Annualized Distribution per Common Share ³ | \$0.9660 |
| Leverage as of October 31, 2010 ⁴ | 34% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

² Tax equivalent yield assumes the maximum federal tax rate of 35%.

³ The distribution is not constant and is subject to change.

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- ⁴ Represents Preferred Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to Preferred Shares and TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$15.30 | \$14.68 | 4.22% | \$16.48 | \$13.99 |
| Net Asset Value | \$15.22 | \$14.65 | 3.89% | \$15.39 | \$14.53 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| Health | 22% | 21% |
| City/County/Special District/School District | 15 | 15 |
| Corporate | 15 | 15 |
| State | 12 | 12 |
| Transportation | 11 | 10 |
| Education | 9 | 10 |
| Utilities | 9 | 8 |
| Housing | 5 | 7 |
| Tobacco | 2 | 2 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 12 | 18% |
| AA/Aa | 42 | 37 |
| A | 20 | 20 |
| BBB/Baa | 12 | 12 |
| BB/Ba | 2 | 2 |
| B | 1 | 1 |
| CCC/Caa | 2 | 2 |
| Not Rated ⁶ | 9 | 8 |

⁵ Using the higher of S&P's or Moody's ratings.

⁶ The investment advisor has deemed certain of these securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$5,831,267 representing 2% and \$4,406,945 representing 2%, respectively, of the Fund's long-term investments.

Fund Summary as of October 31, 2010

BlackRock MuniHoldings Quality Fund, Inc.

Fund Overview

Effective November 9, 2010, BlackRock MuniHoldings Insured Fund, Inc. changed its name to BlackRock MuniHoldings Quality Fund, Inc.

BlackRock MuniHoldings Quality Fund, Inc. s (MUS) (the Fund) investment objective is to provide shareholders with current income exempt from federal income taxes. The Fund seeks to achieve its investment objective by investing primarily in long-term, investment grade municipal obligations exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). The Fund invests primarily in long-term municipal bonds with a maturity of more than ten years at the time of investment. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 8.62% based on market price and 6.32% based on NAV. For the same period, the closed-end Lipper Insured Municipal Debt Funds (Leveraged) category posted an average return of 7.94% based on market price and 5.84% based on NAV. All returns reflect reinvestment of dividends. The Fund s premium to NAV, which widened during the period, accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund s exposure to health, housing and transportation contributed positively to performance as credit quality spreads generally tightened, causing these sectors to outperform other municipal market sectors, particularly among bonds with longer maturities. The tax-exempt municipal market in general benefited from the Build America Bond Program, which alleviated supply pressure in the tax-exempt space, especially on the long end of the yield curve. As such, the Fund s slightly long duration stance enhanced performance for the period. Detracting from performance was the Fund s exposure to bonds with short call features, which did not fully benefit from the price appreciation that occurred among bonds with longer call dates and non-callable bonds.

The views expressed reflect the opinions of BlackRock as of the date of this report and are subject to change based on changes in market, economic or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

Fund Information

| | |
|---|-------------|
| Symbol on NYSE | MUS |
| Initial Offering Date | May 1, 1998 |
| Yield on Closing Market Price as of October 31, 2010 (\$14.09) ¹ | 6.30% |
| Tax Equivalent Yield ² | 9.69% |
| Current Monthly Distribution per Common Share ³ | \$0.074 |
| Current Annualized Distribution per Common Share ³ | \$0.888 |
| Leverage as of October 31, 2010 ⁴ | 40% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

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- ² Tax equivalent yield assumes the maximum federal tax rate of 35%.
- ³ The distribution is not constant and is subject to change.
- ⁴ Represents Preferred Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to Preferred Shares and TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$14.09 | \$13.40 | 5.15% | \$14.73 | \$13.10 |
| Net Asset Value | \$13.73 | \$13.34 | 2.92% | \$13.94 | \$13.24 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| City/County/Special District/School District | 29% | 33% |
| Utilities | 22 | 22 |
| Transportation | 21 | 16 |
| State | 11 | 13 |
| Health | 9 | 9 |
| Housing | 5 | 5 |
| Corporate | 3 | 2 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 10% | 58% |
| AA/Aa | 57 | 16 |
| A | 21 | 24 |
| BBB/Baa | 1 | 1 |
| Not Rated ⁶ | 11 | 1 |

⁵ Using the higher of S&P's or Moody's ratings.

⁶ The investment advisor has deemed certain of these securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$2,426,336 representing 1% and \$2,342,435 representing 1%, respectively, of the Fund's long-term investments.

Fund Summary as of October 31, 2010

BlackRock Muni Intermediate Duration Fund, Inc.

Fund Overview

BlackRock Muni Intermediate Duration Fund, Inc. s (MUI) (the Fund) investment objective is to provide Common Shareholders with high current income exempt from federal income taxes. The Fund seeks to achieve its investment objective by investing at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). Under normal market conditions, the Fund invests at least 75% of its assets in municipal bonds rated investment grade and invests at least 80% of its assets in municipal bonds with a duration of three to ten years at the time of investment. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 11.45% based on market price and 7.11% based on NAV. For the same period, the closed-end Lipper Intermediate Municipal Debt Funds category posted an average return of 8.07% based on market price and 6.02% based on NAV. All returns reflect reinvestment of dividends. The Fund s discount to NAV, which narrowed during the period, accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. While the Fund maintained its neutral duration (sensitivity to interest rates) relative to the Lipper category average during most of the period, we increased its exposure to interest rate-sensitive bonds, including new issues, which delivered strong performance as bond prices rallied in the declining interest rate environment. Increased exposure to high yield and economically sensitive corporate-related municipal debt also contributed positively, as did exposure to traditionally higher yielding sectors, including health and housing, all of which performed well as credit quality spreads tightened during the period. Conversely, the Fund s short maturity and low duration holdings hindered relative performance due to their limited upward price movement in the declining interest rate environment. In addition, the Fund s exposure to traditionally higher quality sectors, including utilities and essential services, detracted from performance as these sectors experienced weak demand while investors sought yield.

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Fund Information

| | |
|---|----------------|
| Symbol on NYSE | MUI |
| Initial Offering Date | August 1, 2003 |
| Yield on Closing Market Price as of October 31, 2010 (\$15.32) ¹ | 5.60% |
| Tax Equivalent Yield ² | 8.62% |
| Current Monthly Distribution per Common Share ³ | \$0.0715 |
| Current Annualized Distribution per Common Share ³ | \$0.8580 |
| Leverage as of October 31, 2010 ⁴ | 38% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

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- ² Tax equivalent yield assumes the maximum federal tax rate of 35%.
- ³ The distribution is not constant and is subject to change.
- ⁴ Represents Preferred Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to Preferred Shares and TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$15.32 | \$14.13 | 8.42% | \$16.17 | \$13.41 |
| Net Asset Value | \$15.37 | \$14.75 | 4.20% | \$15.59 | \$14.70 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| State | 24% | 23% |
| City/County/Special District/School District | 21 | 21 |
| Health | 15 | 12 |
| Corporate | 11 | 12 |
| Transportation | 8 | 8 |
| Education | 7 | 6 |
| Utilities | 6 | 8 |
| Tobacco | 4 | 6 |
| Housing | 4 | 4 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 14% | 28% |
| AA/Aa | 41 | 25 |
| A | 23 | 23 |
| BBB/Baa | 10 | 11 |
| BB/Ba | 1 | 1 |
| B | 1 | 2 |
| CCC/Caa | 2 | 3 |
| Not Rated ⁶ | 8 | 7 |

⁵ Using the higher of S&P's or Moody's ratings.

⁶

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The investment advisor has deemed certain of these securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$21,435,534 representing 2% and \$11,900,188 representing 1%, respectively, of the Fund's long-term investments.

Fund Summary as of October 31, 2010

BlackRock MuniVest Fund II, Inc.

Fund Overview

BlackRock MuniVest Fund II, Inc. s (MVT) (the Fund) investment objective is to provide shareholders with as high a level of current income exempt from federal income taxes as is consistent with its investment policies and prudent investment management. The Fund seeks to achieve its investment objective by investing at least 80% of its assets in municipal bonds exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax). The Fund invests, under normal market conditions, at least 75% of its assets in municipal bonds rated investment grade and invests primarily in long-term municipal bonds with a maturity of more than ten years at the time of investment. The Fund may invest directly in such securities or synthetically through the use of derivatives.

No assurance can be given that the Fund s investment objective will be achieved.

Performance

For the six months ended October 31, 2010, the Fund returned 6.64% based on market price and 7.40% based on NAV. For the same period, the closed-end Lipper General Municipal Debt Funds (Leveraged) category posted an average return of 7.68% based on market price and 6.42% based on NAV. All returns reflect reinvestment of dividends. The Fund s premium to NAV, which narrowed during the period, accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV. The Fund s outperformance relative to its Lipper category was driven by sector allocation, particularly with respect to concentrations in health, transportation, and corporate-related debt, all of which continued to perform well during the period. The Fund s focus on lower quality credits had a positive impact due to the ongoing contraction of credit quality spreads. In addition, the Fund s modestly long portfolio duration (sensitivity to interest rates) relative to the Lipper category average proved beneficial in the declining interest rate environment. Conversely, a concentration of holdings in longer dated issues detracted from performance as the intermediate range of the yield curve outperformed the longer end of the curve.

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Fund Information

| | |
|---|----------------|
| Symbol on NYSE | MVT |
| Initial Offering Date | March 29, 1993 |
| Yield on Closing Market Price as of October 31, 2010 (\$15.38) ¹ | 6.91% |
| Tax Equivalent Yield ² | 10.63% |
| Current Monthly Distribution per Common Share ³ | \$0.0885 |
| Current Annualized Distribution per Common Share ³ | \$1.0620 |
| Leverage as of October 31, 2010 ⁴ | 40% |

¹ Yield on closing market price is calculated by dividing the current annualized distribution per share by the closing market price. Past performance does not guarantee future results.

² Tax equivalent yield assumes the maximum federal tax rate of 35%.

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- ³ The distribution is not constant and is subject to change.
- ⁴ Represents Preferred Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to Preferred Shares and TOBs, minus the sum of accrued liabilities. For a discussion of leveraging techniques used by the Fund, please see The Benefits and Risks of Leveraging on page 12.

The table below summarizes the changes in the Fund's market price and NAV per share:

| | 10/31/10 | 4/30/10 | Change | High | Low |
|-----------------|----------|---------|--------|---------|---------|
| Market Price | \$15.38 | \$14.94 | 2.95% | \$15.84 | \$14.02 |
| Net Asset Value | \$14.94 | \$14.41 | 3.68% | \$15.12 | \$14.29 |

The following charts show the sector and credit quality allocations of the Fund's long-term investments:

Sector Allocations

| | 10/31/10 | 4/30/10 |
|--|----------|---------|
| Health | 25% | 22% |
| State | 15 | 14 |
| Corporate | 15 | 18 |
| Transportation | 12 | 12 |
| County/City/Special District/School District | 11 | 10 |
| Utilities | 11 | 10 |
| Education | 6 | 6 |
| Housing | 4 | 5 |
| Tobacco | 1 | 3 |

Credit Quality Allocations⁵

| | 10/31/10 | 4/30/10 |
|------------------------|----------|---------|
| AAA/Aaa | 11% | 18% |
| AA/Aa | 46 | 39 |
| A | 18 | 18 |
| BBB/Baa | 11 | 11 |
| BB/Ba | 1 | |
| B | 3 | 3 |
| CCC/Caa | | 1 |
| Not Rated ⁶ | 10 | 10 |

⁵ Using the higher of S&P's or Moody's ratings.

⁶ The investment advisor has deemed certain of these securities to be of investment grade quality. As of October 31, 2010 and April 30, 2010, the market value of these securities was \$6,274,996 representing 1% and \$5,505,082 representing 1%, respectively, of the Fund's long-term investments.

The Benefits and Risks of Leveraging

The Funds may utilize leverage to seek to enhance the yield and NAV of their Common Shares. However, these objectives cannot be achieved in all interest rate environments.

To leverage, all of the Funds, except APX and MUA, issue Preferred Shares, which pay dividends at prevailing short-term interest rates, and invest the proceeds in long-term municipal bonds. In general, the concept of leveraging is based on the premise that the cost of assets to be obtained from leverage will be based on short-term interest rates, which normally will be lower than the income earned by each Fund on its longer-term portfolio investments. To the extent that the total assets of each Fund (including the assets obtained from leverage) are invested in higher-yielding portfolio investments, each Fund's Common Shareholders will benefit from the incremental net income.

To illustrate these concepts, assume a Fund's Common Shares capitalization is \$100 million and it issues Preferred Shares for an additional \$50 million, creating a total value of \$150 million available for investment in long-term municipal bonds. If prevailing short-term interest rates are 3% and long-term interest rates are 6%, the yield curve has a strongly positive slope. In this case, the Fund pays dividends on the \$50 million of Preferred Shares based on the lower short-term interest rates. At the same time, the securities purchased by the Fund with assets received from the Preferred Shares issuance earn the income based on long-term interest rates. In this case, the dividends paid to Preferred Shareholders are significantly lower than the income earned on the Fund's long-term investments, and therefore the Common Shareholders are the beneficiaries of the incremental net income.

If short-term interest rates rise, narrowing the differential between short-term and long-term interest rates, the incremental net income pickup on the Common Shares will be reduced or eliminated completely. Furthermore, if prevailing short-term interest rates rise above long-term interest rates of 6%, the yield curve has a negative slope. In this case, the Fund pays dividends on the higher short-term interest rates whereas the Fund's total portfolio earns income based on lower long-term interest rates.

Furthermore, the value of a Fund's portfolio investments generally varies inversely with the direction of long-term interest rates, although other factors can influence the value of portfolio investments. In contrast, the redemption value of the Funds' Preferred Shares does not fluctuate in relation to interest rates. As a result, changes in interest rates can influence the Funds' NAV positively or negatively in addition to the impact on Fund performance from leverage from Preferred Shares discussed above.

The Funds may also leverage their assets through the use of tender option bond (TOB) programs, as described in Note 1 of the Notes to Financial Statements. TOB investments generally will provide the Funds with economic benefits in periods of declining short-term interest rates, but expose the Funds to risks during periods of rising short-term interest rates similar to those associated with Preferred Shares issued by the Funds, as described above. Additionally, fluctuations in the market value of municipal bonds deposited into the TOB trust may adversely affect each Fund's NAV per share.

The use of leverage may enhance opportunities for increased income to the Funds and Common Shareholders, but as described above, it also creates risks as short- or long-term interest rates fluctuate. Leverage also will generally cause greater changes in the Funds' NAV, market price and dividend rate than a comparable portfolio without leverage. If the income derived from securities purchased with assets received from leverage exceeds the cost of leverage, the Funds' net income will be greater than if leverage had not been used. Conversely, if the income from the securities purchased is not sufficient to cover the cost of leverage, each Fund's net income will be less than if leverage had not been used, and therefore the amount available for distribution to Common Shareholders will be reduced. Each Fund may be required to sell portfolio securities at inopportune times or at distressed values in order to comply with regulatory requirements applicable to the use of leverage or as required by the terms of leverage instruments, which may cause a Fund to incur losses. The use of leverage may limit each Fund's ability to invest in certain types of securities or use certain types of hedging strategies, such as in the case of certain restrictions imposed by ratings agencies that rate Preferred Shares issued by the Funds. Each Fund will incur expenses in connection with the use of leverage, all of which are borne by Common Shareholders and may reduce income to the Common Shares.

Under the Investment Company Act of 1940, the Funds are permitted to issue Preferred Shares in an amount up to 50% of their total managed assets at the time of issuance. Under normal circumstances, each Fund anticipates that the total economic leverage from Preferred Shares and/or TOBs will not exceed 50% of its total managed assets at the time such leverage is incurred. As of October 31, 2010, the Funds had economic leverage from Preferred Shares and/or TOBs as a percentage of their total managed assets as follows:

| | Percent of Leverage |
|-----|--------------------------------|
| APX | 4% |
| MUA | 4% |
| MEN | 38% |
| MHD | 36% |
| MUH | 34% |
| MUS | 40% |
| MUI | 38% |
| MVT | 40% |

Derivative Financial Instruments

The Funds may invest in various derivative instruments, including financial futures contracts, as specified in Note 2 of the Notes to Financial Statements, which may constitute forms of economic leverage. Such instruments are used to obtain exposure to a market without owning or taking physical custody of securities or to hedge market and/or interest rate risks. Such derivative instruments involve risks, including the imperfect correlation between the value of a derivative instrument and the underlying asset or illiquidity of the derivative instrument. The Funds ability to successfully use a derivative instrument depends on the investment advisor's ability to accurately predict pertinent market movements, which cannot be assured. The use of derivative instruments may result in losses greater than if they had not been used, may require the Funds to sell or purchase portfolio investments at inopportune times or for distressed values, may limit the amount of appreciation a Fund can realize on an investment, may result in lower dividends paid to shareholders or may cause the Funds to hold an investment that they might otherwise sell. The Funds' investments in these instruments are discussed in detail in the Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock Apex Municipal Fund, Inc. (APX)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------|
| Alabama 0.2% | | |
| County of Jefferson Alabama, RB, Series A, 5.25%, 1/01/17 | \$ 365 | \$ 345,615 |
| Alaska 1.0% | | |
| Alaska Industrial Development & Export Authority, RB, Williams Lynxs, Alaska Cargoport, AMT, 8.00%, 5/01/23 | 2,000 | 1,969,820 |
| Arizona 3.9% | | |
| Maricopa County IDA Arizona, RB, Series A: | | |
| Arizona Charter Schools Project, 6.63%, 7/01/20 | 900 | 703,512 |
| Sun King Apartments Project, 6.00%, 11/01/10 | 5 | 5,000 |
| Phoenix IDA Arizona, Refunding RB, America West Airlines Inc. Project, AMT, 6.30%, 4/01/23 | 2,950 | 2,591,103 |
| Pima County IDA, RB: | | |
| Arizona Charter Schools Project, Series E, 7.25%, 7/01/31 | 935 | 951,073 |
| Tucson Electric Power Co., Series A, 5.25%, 10/01/40 | 1,635 | 1,627,593 |
| Pima County IDA, Refunding IDR, Tucson Electric Power, 5.75%, 9/01/29 | 460 | 475,355 |
| University Medical Center Corp. Arizona, RB, 6.25%, 7/01/29 | 540 | 586,985 |
| Yavapai County IDA Arizona, RB, Yavapai Regional Medical Center, Series A, 6.00%, 8/01/33 | 500 | 506,260 |
| | | 7,446,881 |
| California 3.4% | | |
| California Statewide Communities Development Authority, Refunding RB: | | |
| American Baptist Homes of the West, 6.25%, 10/01/39 | 885 | 898,231 |
| Senior Living, Southern California, 7.00%, 11/15/29 | 400 | 437,224 |
| Senior Living, Southern California, 7.25%, 11/15/41 | 1,440 | 1,584,230 |
| City of Fontana California, Special Tax Bonds, Refunding, Community Facilities District No. 22-Sierra, Series H, 6.00%, 9/01/34 | 1,000 | 1,000,240 |
| State of California, GO, Various Purpose, 6.00%, 3/01/33 | 2,120 | 2,435,117 |
| | | 6,355,042 |

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| Municipal Bonds | Par (000) | Value |
|--|--------------|------------|
| Colorado 3.0% | | |
| E-470 Public Highway Authority, Refunding RB, CAB, 7.08%, 9/01/35 (a) | \$ 1,505 | \$ 274,452 |
| Elk Valley Public Improvement Corp., RB, Public Improvement Fee, Series A, 7.30%, 9/01/22 | 2,800 | 2,803,976 |
| Plaza Metropolitan District No. 1 Colorado, Tax Allocation Bonds, Tax Increment: | | |
| Public Improvement Fee, 8.00%, 12/01/25 | 2,000 | 2,089,540 |
| Subordinate Public Improvement Fee, 8.13%, 12/01/25 | 500 | 464,940 |
| | | 5,632,908 |
| Connecticut 2.3% | | |
| Harbor Point Infrastructure Improvement District, Tax Allocation Bonds, Harbor Point Project, Series A, 7.88%, 4/01/39 | 1,610 | 1,730,347 |
| Mohegan Tribe of Indians of Connecticut, RB, Public Improvement, Priority Distribution: | | |
| 6.25%, 1/01/31 | 1,785 | 1,478,391 |
| 5.25%, 1/01/33 (b) | 1,500 | 1,082,055 |
| | | 4,290,793 |
| Delaware 0.9% | | |
| Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45 | 1,720 | 1,713,189 |
| District of Columbia 2.2% | | |
| District of Columbia, RB, Methodist Home District of Columbia, Series A: | | |
| 7.38%, 1/01/30 | 680 | 695,144 |
| 7.50%, 1/01/39 | 1,110 | 1,135,663 |
| District of Columbia Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, 6.50%, 5/15/33 | 730 | 721,466 |
| Metropolitan Washington Airports Authority, RB, CAB, 2nd Senior Lien, Series B (AGC), 6.76%, 10/01/39 (a) | 9,770 | 1,680,342 |
| | | 4,232,615 |

Portfolio Abbreviations

To simplify the listings of portfolio holdings in the Schedules of Investments, the names and descriptions of many of the securities have been abbreviated according to the following list:

| | |
|--------------|---|
| ACA | American Capital Access Corp. |
| AGC | Assured Guaranty Corp. |
| AGM | Assured Guaranty Municipal Corp. |
| AMBAC | American Municipal Bond Assurance Corp. |
| AMT | Alternative Minimum Tax (subject to) |
| ARB | Airport Revenue Bonds |
| BHAC | Berkshire Hathaway Assurance Corp. |

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| | |
|----------------|--|
| CAB | Capital Appreciation Bonds |
| COP | Certificates of Participation |
| EDA | Economic Development Authority |
| EDC | Economic Development Corp. |
| ERB | Education Revenue Bonds |
| FGIC | Financial Guaranty Insurance Co. |
| FHA | Federal Housing Administration |
| GARB | General Airport Revenue Bond |
| GO | General Obligation Bonds |
| HDA | Housing Development Authority |
| HFA | Housing Finance Agency |
| HRB | Housing Revenue Bonds |
| HUD | US Department of Housing and Urban Development |
| IDA | Industrial Development Authority |
| IDB | Industrial Development Board |
| IDRB | Industrial Development Revenue Bonds |
| ISD | Independent School District |
| LRB | Lease Revenue Bonds |
| M/F | Multi-Family |
| MRB | Mortgage Revenue Bonds |
| NPFGC | National Public Finance Guarantee Corp. |
| PSF-GTD | Permanent School Fund Guaranteed |
| RB | Revenue Bonds |
| S/F | Single Family |
| TE | Tax-Exempt |
| TIF | Tax Increment Financing |

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock Apex Municipal Fund, Inc. (APX)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------|
| Florida 8.7% | | |
| County of Miami-Dade Florida, Refunding RB, Miami International Airport, Series A-1, 5.38%, 10/01/41 | \$ 360 | \$ 371,581 |
| Hillsborough County IDA, RB, AMT, National Gypsum Co.: Series A, 7.13%, 4/01/30 | 2,500 | 2,437,050 |
| Series B, 7.13%, 4/01/30 | 1,560 | 1,520,719 |
| Jacksonville Economic Development Commission, RB, Gerdau Ameristeel US Inc., AMT, 5.30%, 5/01/37 | 900 | 791,649 |
| Jacksonville Economic Development Commission, Refunding RB, Florida Proton Therapy Institute, Series A, 6.00%, 9/01/17 | 750 | 787,620 |
| Lee County IDA Florida, RB, Series A, Lee Charter Foundation, 5.38%, 6/15/37 | 1,810 | 1,559,731 |
| Midtown Miami Community Development District, Special Assessment Bonds, Series A: 6.00%, 5/01/24 | 1,370 | 1,357,506 |
| 6.25%, 5/01/37 | 1,350 | 1,327,685 |
| Santa Rosa Bay Bridge Authority, RB, 6.25%, 7/01/28 | 2,140 | 993,409 |
| Sarasota County Health Facilities Authority, Refunding RB, Village on the Isle Project: 5.50%, 1/01/27 | 370 | 354,305 |
| 5.50%, 1/01/32 | 550 | 517,853 |
| Sumter Landing Community Development District Florida, RB, Sub-Series B, 5.70%, 10/01/38 | 1,585 | 1,318,577 |
| Tampa Palms Open Space & Transportation Community Development District, RB, Capital Improvement, Richmond Place Project, 7.50%, 5/01/18 | 1,905 | 1,905,838 |
| Tolomato Community Development District, Special Assessment Bonds, Special Assessment, 6.65%, 5/01/40 | 1,850 | 1,360,323 |
| | | 16,603,846 |
| Georgia 4.0% | | |
| City of Atlanta Georgia, Tax Allocation Bonds, Princeton Lakes Project, 5.50%, 1/01/31 | 395 | 361,682 |
| Clayton County Development Authority, RB, Delta Air Lines Inc. Project, Series A, 8.75%, 6/01/29 | 1,375 | 1,589,885 |
| County of Clayton Georgia, Tax Allocation Bonds, Ellenwood Project, 7.50%, 7/01/33 | 1,335 | 1,319,047 |
| DeKalb County Hospital Authority Georgia, RB, DeKalb Medical Center Inc. Project, 6.13%, 9/01/40 | 1,805 | 1,866,117 |
| Gainesville & Hall County Development Authority, Refunding RB, Acts Retirement Life Community, Series A-2, 6.63%, 11/15/39 | 645 | 681,552 |
| Rockdale County Development Authority, RB, Visy Paper Project, Series A, AMT, 6.13%, 1/01/34 | 1,680 | 1,688,215 |

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| | | |
|--|-------|-----------|
| | | 7,506,498 |
| Guam 1.5% | | |
| Guam Government Waterworks Authority, Refunding RB, Water, 6.00%, 7/01/25 | 515 | 527,885 |
| Territory of Guam, GO, Series A: 6.00%, 11/15/19 | 250 | 267,255 |
| 6.75%, 11/15/29 | 440 | 487,362 |
| 7.00%, 11/15/39 | 455 | 509,786 |
| Territory of Guam, RB, Section 30, Series A, 5.63%, 12/01/29 | 1,000 | 1,046,640 |
| | | 2,838,928 |

| | | |
|--|-------|-----------|
| Illinois 6.4% | | |
| City of Chicago Illinois, Refunding RB, American Airlines Inc. Project, 5.50%, 12/01/30 | 2,860 | 2,395,393 |
| Illinois Finance Authority, RB: Navistar International, Recovery Zone, 6.50%, 10/15/40 | 650 | 674,381 |
| Roosevelt University Project, 6.50%, 4/01/44 | 1,700 | 1,818,507 |
| Rush University Medical Center Obligation Group, Series A, 7.25%, 11/01/30 | 2,000 | 2,309,580 |

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------|
| Illinois (concluded) | | |
| Illinois Finance Authority, Refunding RB: CAB, Clare Water Tower, Series B, 0.04%, 5/15/50 (a) | \$ 615 | \$ 7,755 |
| Clare Water Tower, Series A-7, 6.13%, 5/15/41 | 1,435 | 947,875 |
| Friendship Village of Schaumburg, 7.25%, 2/15/45 | 1,630 | 1,686,496 |
| Primary Health Care Centers Program, 6.60%, 7/01/24 | 490 | 446,155 |
| Metropolitan Pier & Exposition Authority, Refunding RB, CAB, McCormick Place Expansion Project, Series B (AGM), 6.25%, 6/15/46 (a) | 4,015 | 452,812 |
| Village of Lincolnshire Illinois, Special Tax Bonds, Sedgebrook Project, 6.25%, 3/01/34 | 755 | 683,849 |
| Village of Wheeling Illinois, Tax Allocation Bonds, North Milwaukee/Lake-Cook TIF Project, 6.00%, 1/01/25 | 750 | 708,900 |
| | | 12,131,703 |

| | | |
|--|-----|-----------|
| Indiana 0.8% | | |
| Indiana Finance Authority, Refunding RB, Improvement, U.S. Steel Corp., 6.00%, 12/01/26 | 620 | 659,934 |
| Vigo County Hospital Authority Indiana, RB, Union Hospital Inc. (b): 5.70%, 9/01/37 | 440 | 411,911 |
| 5.75%, 9/01/42 | 545 | 510,338 |
| | | 1,582,183 |

| | | |
|--|-----|---------|
| Kentucky 0.4% | | |
| Kentucky Economic Development Finance Authority, Refunding RB, Owensboro Medical Health System, Series A, 6.38%, 6/01/40 | 645 | 683,623 |

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Louisiana 1.1%

| | | |
|--|-------|-----------|
| Louisiana Local Government Environmental Facilities & Community Development Authority, RB, Westlake Chemical Corp. Projects, 6.75%, 11/01/32 | 2,000 | 2,121,920 |
|--|-------|-----------|

Maryland 2.7%

| | | |
|--|-------|------------------|
| Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35 | 420 | 437,569 |
| Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25 | 1,675 | 1,710,175 |
| Maryland Health & Higher Educational Facilities Authority, RB, Washington Christian Academy, 5.50%, 7/01/38 | 410 | 176,288 |
| Maryland Health & Higher Educational Facilities Authority, Refunding RB, Doctor s Community Hospital, 5.75%, 7/01/38 | 1,265 | 1,245,936 |
| Maryland State Energy Financing Administration, RB, Cogeneration, AES Warrior Run, AMT, 7.40%, 9/01/19 | 1,500 | 1,500,795 |
| | | <u>5,070,763</u> |

Massachusetts 1.3%

| | | |
|--|-------|------------------|
| Massachusetts Development Finance Agency, RB, First Mortgage, Overlook Communities, Series A, 6.25%, 7/01/34 | 1,845 | 1,638,379 |
| Massachusetts Development Finance Agency, Refunding RB, Eastern Nazarene College, 5.63%, 4/01/19 | 40 | 39,773 |
| Massachusetts Health & Educational Facilities Authority, RB, Jordan Hospital, Series E, 6.75%, 10/01/33 | 850 | 852,278 |
| | | <u>2,530,430</u> |

Michigan 2.8%

| | | |
|--|-------|------------------|
| Advanced Technology Academy, RB, 6.00%, 11/01/37 | 625 | 604,744 |
| County of Wayne Michigan, GO, Building Improvement, Series A, 6.75%, 11/01/39 | 375 | 401,509 |
| Monroe County Hospital Finance Authority, Refunding RB, Mercy Memorial Hospital Corp. Obligation, 5.50%, 6/01/35 | 1,260 | 1,111,887 |
| Royal Oak Hospital Finance Authority Michigan, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39 | 2,575 | 3,095,304 |
| | | <u>5,213,444</u> |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock Apex Municipal Fund, Inc. (APX)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------|
| Missouri 0.5% | | |
| Kirkwood IDA Missouri, RB, Aberdeen Heights, Series A, 8.25%, 5/15/39 | \$ 945 | \$ 999,895 |
| Multi-State 0.3% | | |
| MuniMae TE Bond Subsidiary LLC, 7.50%, 6/30/49 (b)(c)(d) | 653 | 600,682 |
| Nevada 0.2% | | |
| County of Clark Nevada, Special Assessment Bonds, Special Improvement District No. 142, Local Improvement, 6.38%, 8/01/23 | 370 | 360,983 |
| New Hampshire 0.4% | | |
| New Hampshire Health & Education Facilities Authority, RB, Catholic Medical Center, 5.00%, 7/01/36 | 835 | 738,190 |
| New Jersey 5.9% | | |
| New Jersey EDA, RB, Continental Airlines Inc. Project, AMT: 6.63%, 9/15/12 | 3,050 | 3,091,205 |
| 6.25%, 9/15/29 | 1,000 | 979,960 |
| New Jersey EDA, Refunding RB, Newark Airport Marriott Hotel, 7.00%, 10/01/14 | 1,500 | 1,505,580 |
| New Jersey Educational Facilities Authority, Refunding RB, University of Medicine & Dentistry, Series B: 7.13%, 12/01/23 | 670 | 792,168 |
| 7.50%, 12/01/32 | 1,065 | 1,236,081 |
| New Jersey Health Care Facilities Financing Authority, RB, Pascack Valley Hospital Association, 6.63%, 7/01/36 (e)(f) | 1,870 | 19 |
| New Jersey Health Care Facilities Financing Authority, Refunding RB, St. Joseph's Healthcare System, 6.63%, 7/01/38 | 1,680 | 1,761,497 |
| New Jersey Transportation Trust Fund Authority, RB, CAB, Transportation System, Series C (AMBAC), 5.05%, 12/15/35 (a) | 2,760 | 645,923 |
| Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.50%, 6/01/23 | 1,190 | 1,113,697 |
| | | 11,126,130 |
| New York 6.4% | | |
| Brooklyn Arena Local Development Corp., RB, Barclays Center Project, 6.38%, 7/15/43 | 685 | 743,985 |
| Chautauqua County Industrial Development Agency, RB, NRG Dunkirk Power Project, 5.88%, 4/01/42 | 1,710 | 1,788,421 |

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| | | |
|---|-------|------------|
| Dutchess County Industrial Development Agency New York, RB, St. Francis Hospital, Series B, 7.50%, 3/01/29 | 1,000 | 1,004,890 |
| Metropolitan Transportation Authority, RB, Series 2008C, 6.50%, 11/15/28 | 2,000 | 2,362,100 |
| New York City Industrial Development Agency, RB: American Airlines Inc., JFK International Airport, AMT, 8.00%, 8/01/28 | 720 | 772,466 |
| British Airways Plc Project, AMT, 7.63%, 12/01/32 | 1,730 | 1,772,385 |
| Series C, 6.80%, 6/01/28 | 350 | 367,549 |
| Special Needs Facilities Pooled Program, Series C-1, 6.50%, 7/01/24 | 830 | 804,660 |
| New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, 6.38%, 7/15/49 | 520 | 557,144 |
| New York State Dormitory Authority, RB, North Shore-Long Island Jewish Health System, Series A, 5.50%, 5/01/37 | 1,000 | 1,044,860 |
| Yonkers Industrial Development Agency New York, RB, Sarah Lawrence College Project, Series A, 6.00%, 6/01/41 | 850 | 904,451 |
| | | 12,122,911 |

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------|
| North Carolina 2.4% | | |
| North Carolina Capital Facilities Finance Agency, RB, Duke Energy Carolinas, Series B, 4.38%, 10/01/31 | \$ 680 | \$ 666,726 |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Duke Energy Carolinas, Series B, 4.63%, 11/01/40 | 680 | 661,708 |
| North Carolina Medical Care Commission, Refunding RB, First Mortgage, Deerfield, Series A, 6.13%, 11/01/38 | 3,230 | 3,277,869 |
| | | 4,606,303 |

| | | |
|---|-------|-----------|
| Ohio 1.4% | | |
| Buckeye Tobacco Settlement Financing Authority, RB, Asset-Backed, Senior Series A-2: 5.13%, 6/01/24 | 1,110 | 966,322 |
| 6.50%, 6/01/47 | 2,000 | 1,672,320 |
| | | 2,638,642 |

| | | |
|--|-------|-----------|
| Pennsylvania 6.6% | | |
| Allegheny County Hospital Development Authority, Refunding RB, Health System, West Penn, Series A, 5.38%, 11/15/40 | 1,885 | 1,451,073 |
| Bucks County IDA, RB, Ann s Choice Inc. Facility, Series A, 6.13%, 1/01/25 | 1,160 | 1,170,997 |
| Cumberland County Municipal Authority, RB, Diakon Lutheran, 6.38%, 1/01/39 | 2,510 | 2,652,769 |
| Lancaster County Hospital Authority, RB, Brethren Village Project, Series A: 6.25%, 7/01/26 | 475 | 481,659 |
| 6.50%, 7/01/40 | 675 | 671,402 |
| Montgomery County IDA Pennsylvania, MRB, Whitemarsh Continuing Care, 6.25%, 2/01/35 | 1,700 | 1,537,344 |

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| | | |
|--|-------|------------|
| Philadelphia Authority for Industrial Development, RB, AMT: | | |
| Commercial Development, 7.75%, 12/01/17 | 3,000 | 3,003,840 |
| Subordinate, Air Cargo, Series A, 7.50%, 1/01/25 | 1,600 | 1,581,776 |
| | | 12,550,860 |

| | | |
|--|-------|-----------|
| Puerto Rico 0.8% | | |
| Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 6.50%, 8/01/44 | | |
| | 1,000 | 1,151,140 |
| Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 6.52%, 8/01/38 (a) | | |
| | 1,815 | 324,486 |
| | | 1,475,626 |

| | | |
|--|-------|-----------|
| Rhode Island 0.8% | | |
| Central Falls Detention Facility Corp., Refunding RB, 7.25%, 7/15/35 | | |
| | 1,750 | 1,525,230 |

| | | |
|--|-------|---------|
| South Carolina 0.4% | | |
| Connector 2000 Association Inc., RB, CAB, Senior Series B, 11.47%, 1/01/14 (a)(e)(f) | | |
| | 1,075 | 141,308 |
| South Carolina Jobs, EDA, Refunding RB, Palmetto Health, 5.50%, 8/01/26 | | |
| | 670 | 687,916 |
| | | 829,224 |

| | | |
|---|-----|---------|
| Tennessee 0.1% | | |
| Shelby County Health Educational & Housing Facilities Board, RB, Village at Germantown, 6.25%, 12/01/34 | | |
| | 245 | 216,132 |

| | | |
|---|-------|-----------|
| Texas 10.9% | | |
| Bexar County Health Facilities Development Corp., RB, Army Retirement Residence Project, 6.20%, 7/01/45 | | |
| | 2,055 | 2,115,006 |
| Brazos River Authority, Refunding RB, Texas Utility Co., Series, AMT, 7.70%, 4/01/33 | | |
| | 2,530 | 936,100 |
| Central Texas Regional Mobility Authority, RB: | | |
| CAB, 7.48%, 1/01/28 (a) | | |
| | 1,000 | 348,130 |
| CAB, 7.78%, 1/01/33 (a) | | |
| | 2,150 | 507,336 |
| CAB, 7.79%, 1/01/34 (a) | | |
| | 4,000 | 849,400 |
| Senior Lien, 5.75%, 1/01/25 | | |
| | 450 | 475,569 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock Apex Municipal Fund, Inc. (APX)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| Texas (concluded) | | |
| City of Houston Texas, RB, Special Facilities, Continental Airlines, Series E, AMT, 6.75%, 7/01/21 | \$ 1,865 | \$ 1,872,628 |
| Danbury Higher Education Authority Inc., RB, A.W. Brown Fellowship Charter, Series A (ACA), 5.13%, 8/15/36 | 1,000 | 1,168,240 |
| Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/35 | 1,110 | 1,274,424 |
| Matagorda County Navigation District No. 1 Texas, Refunding RB, Central Power & Light Co. Project, Series A, 6.30%, 11/01/29 | 850 | 939,259 |
| North Texas Tollway Authority, RB, Toll, 2nd Tier, Series F, 6.13%, 1/01/31 | 1,650 | 1,780,267 |
| Tarrant County Cultural Education Facilities Finance Corp., RB, Series A: | | |
| CC Young Memorial Home, 8.00%, 2/15/38 | 710 | 749,859 |
| Senior Living Center Project, 8.25%, 11/15/44 | 1,710 | 1,729,374 |
| Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien: | | |
| LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40 | 1,815 | 1,972,869 |
| NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39 | 1,605 | 1,741,650 |
| Texas State Public Finance Authority, Refunding ERB, KIPP Inc., Series A (ACA), 5.00%, 2/15/28 | 2,250 | 2,173,995 |
| | | 20,634,106 |
| U.S. Virgin Islands 1.1% | | |
| United States Virgin Islands, Refunding RB, Senior Secured, Hovensa Coker Project, AMT, 6.50%, 7/01/21 | 2,100 | 2,136,435 |
| Utah 1.2% | | |
| County of Carbon Utah, Refunding RB, Laidlaw Environmental, Series A, AMT, 7.45%, 7/01/17 | 2,240 | 2,245,331 |
| Vermont 0.3% | | |
| Vermont Economic Development Authority, Refunding MRB, Wake Robin Corp. Project, Series A (ACA), 6.30%, 3/01/33 | 650 | 632,482 |
| Virginia 2.2% | | |
| Dulles Town Center Community Development Authority, Special Assessment Bonds, Dulles Town Center Project, 6.25%, 3/01/26 | 2,330 | 2,284,775 |
| Tobacco Settlement Financing Corp. Virginia, Refunding RB, Senior Series B1, 5.00%, 6/01/47 | 2,790 | 1,958,747 |

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| | | |
|--|----------------------|--------------|
| | | 4,243,522 |
| Wisconsin 2.2% | | |
| Wisconsin Health & Educational Facilities Authority, RB: | | |
| New Castle Place Project, Series A, 7.00%, 12/01/31 | 1,320 | 1,322,416 |
| Wheaton Franciscan Healthcare, 5.25%, 8/15/34 | 2,540 | 2,385,619 |
| Wisconsin Health & Educational Facilities Authority, Refunding RB, St. John's Communities Inc., Series A: | | |
| 7.25%, 9/15/29 | 175 | 181,055 |
| 7.63%, 9/15/39 | 350 | 368,777 |
| | | 4,257,867 |
| Wyoming 1.3% | | |
| County of Sweetwater Wyoming, Refunding RB, FMC Corp. Project, AMT, 5.60%, 12/01/35 | | |
| | 2,500 | 2,522,950 |
| Total Municipal Bonds | 92.0% | 174,733,702 |
| Municipal Bonds Transferred to Tender Option Bond Trusts (g) | | |
| | Par (000) | Value |
| District of Columbia 1.6% | | |
| District of Columbia Water & Sewer Authority, RB, Series A, 6.00%, 10/01/35 | | |
| | \$ 2,730 | \$ 3,107,869 |
| Florida 3.3% | | |
| County of Miami-Dade Florida, RB, Miami International Airport, Series A, AMT (AGC), 5.25%, 10/01/33 | | |
| | 6,130 | 6,232,984 |
| Virginia 3.1% | | |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.38%, 7/01/36 | | |
| | 5,710 | 5,816,548 |
| Total Municipal Bonds Transferred to Tender Option Bond Trusts | 8.0% | 15,157,401 |
| Total Long-Term Investments (Cost \$186,374,178) | 100.0% | 189,891,103 |
| Short-Term Securities | | |
| | Shares | |
| FII Institutional Tax-Exempt Fund, 0.14% (h)(i) | 998,663 | 998,663 |
| Total Short-Term Securities (Cost \$998,663) | 0.5% | 998,663 |
| Total Investments (Cost \$187,372,841*) | 100.5% | 190,889,766 |
| Other Assets Less Liabilities | 3.3% | 6,330,193 |
| Liability for Trust Certificates, Including Interest Expense and Fees Payable | (3.8)% | (7,289,948) |

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Net Assets 100.0%

\$ 189,930,011

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 179,453,252 |
| Gross unrealized appreciation | \$ 12,728,160 |
| Gross unrealized depreciation | (8,577,092) |
| Net unrealized appreciation | \$ 4,151,068 |

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration to qualified institutional investors.
- (c) Security represents a beneficial interest in a trust. The collateral deposited into the trust is federally tax-exempt revenue bonds issued by various state or local governments, or their respective agencies or authorities. The security is subject to remarketing prior to its stated maturity.
- (d) Variable rate security. Rate shown is as of report date.
- (e) Issuer filed for bankruptcy and/or is in default of interest payments.
- (f) Non-income producing security.
- (g) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (h) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------------------------------|-------------------------------|--------------|---------------------------------|--------|
| FFI Institutional Tax-Exempt Fund | 648,958 | 349,705 | 998,663 | \$993 |

- (i) Represents the current yield as of report date.

See Notes to Financial Statements.

Schedule of Investments (concluded)

BlackRock Apex Municipal Fund, Inc. (APX)

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments)

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|------------|----------------|---------|----------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 189,891,103 | | \$ 189,891,103 |
| Short-Term Securities | \$ 998,663 | | | 998,663 |
| Total | \$ 998,663 | \$ 189,891,103 | | \$ 190,889,766 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock MuniAssets Fund, Inc. (MUA)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------|
| Alabama 0.2% | | |
| County of Jefferson Alabama, RB, Series A, 5.25%, 1/01/17 | \$ 530 | \$ 501,852 |
| Alaska 0.1% | | |
| Alaska Industrial Development & Export Authority, RB, Williams Lynxs, Alaska Cargoport, AMT, 7.80%, 5/01/14 | 395 | 393,416 |
| Arizona 6.7% | | |
| Coconino County Pollution Control Corp. Arizona, Refunding RB, Tucson Electric Power-Navajo, Series A, AMT, 7.13%, 10/01/32 | 3,000 | 3,004,530 |
| Maricopa County IDA Arizona, RB, Arizona Charter Schools Project, Series A, 6.63%, 7/01/20 | 1,520 | 1,188,154 |
| Phoenix IDA Arizona, Refunding RB, America West Airlines Inc. Project, AMT, 6.30%, 4/01/23 | 4,800 | 4,216,032 |
| Pima County IDA, RB: Arizona Charter Schools Project, Series E, 7.25%, 7/01/31 | 1,365 | 1,388,464 |
| Tucson Electric Power Co., Series A, 5.25%, 10/01/40 | 2,380 | 2,369,218 |
| Pima County IDA, Refunding IDR, Tucson Electric Power, 5.75%, 9/01/29 | 670 | 692,365 |
| Pima County IDA, Refunding RB: Arizona Charter Schools Project, Series O, 5.25%, 7/01/31 | 450 | 400,522 |
| Charter Schools II, Series A, 6.75%, 7/01/31 | 670 | 672,466 |
| Salt Verde Financial Corp., RB, Senior: 5.00%, 12/01/32 | 1,840 | 1,777,845 |
| 5.00%, 12/01/37 | 1,350 | 1,269,891 |
| Show Low Improvement District, Special Assessment Bonds, District No. 5, 6.38%, 1/01/15 | 745 | 746,043 |
| University Medical Center Corp., Arizona, RB: 6.25%, 7/01/29 | 280 | 304,363 |
| 6.50%, 7/01/39 | 500 | 543,775 |
| | | 18,573,668 |
| California 3.3% | | |
| California Statewide Communities Development Authority, Refunding RB: American Baptist Homes of the West, 6.25%, 10/01/39 | 1,290 | 1,309,285 |
| Senior Living, Southern California, 7.00%, 11/15/29 | 600 | 655,836 |
| Senior Living, Southern California, 7.25%, 11/15/41 | 2,060 | 2,266,330 |
| City of Fontana California, Special Tax Bonds, Refunding, Community Facilities District No. 22-Sierra, Series H, | 1,320 | 1,320,317 |

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| | | |
|---|-------|------------------|
| 6.00%, 9/01/34 | | |
| State of California, GO, Various Purpose, 6.00%, 3/01/33 | 3,075 | 3,532,068 |
| | | <u>9,083,836</u> |

Colorado 2.9%

| | | |
|---|-------|------------------|
| Colorado Health Facilities Authority, Refunding RB, Total Longterm Care National Obligated Group Project, Series A, 6.00%, 11/15/30 | 610 | 618,241 |
| E-470 Public Highway Authority, Refunding RB, CAB, 7.08%, 9/01/35 (a) | 2,190 | 399,368 |
| Elk Valley Public Improvement Corp., RB, Public Improvement Fee: Series A, 7.10%, 9/01/14 | 1,220 | 1,245,144 |
| Series A, 7.30%, 9/01/22 | 2,095 | 2,097,975 |
| Series B, 7.45%, 9/01/31 | 200 | 193,474 |
| Plaza Metropolitan District No. 1 Colorado, Tax Allocation Bonds, Tax Increment: Public Improvement Fee, 8.00%, 12/01/25 | 2,850 | 2,977,595 |
| Subordinate Public Improvement Fee, 8.13%, 12/01/25 | 525 | 488,187 |
| | | <u>8,019,984</u> |

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------------|
| Connecticut 2.9% | | |
| Connecticut State Development Authority, RB, AFCO Cargo BDL LLC Project, AMT, 8.00%, 4/01/30 | \$ 3,490 | \$ 3,391,129 |
| Harbor Point Infrastructure Improvement District, Tax Allocation Bonds, Harbor Point Project, Series A, 7.88%, 4/01/39 | 2,340 | 2,514,915 |
| Mohegan Tribe of Indians of Connecticut, RB, Public Improvement, Priority Distribution, 6.25%, 1/01/31 | 2,610 | 2,161,680 |
| | | <u>8,067,724</u> |

Delaware 0.9%

| | | |
|---|-------|-----------|
| Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45 | 2,505 | 2,495,080 |
|---|-------|-----------|

District of Columbia 2.1%

| | | |
|--|-------|------------------|
| District of Columbia, RB, Methodist Home District of Columbia, Series A: 7.38%, 1/01/30 | 985 | 1,006,936 |
| 7.50%, 1/01/39 | 1,615 | 1,652,339 |
| District of Columbia Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, 6.50%, 5/15/33 | 1,055 | 1,042,667 |
| Metropolitan Washington Airports Authority, RB, CAB, 2nd Senior Lien, Series B (AGC), 6.54%, 10/01/30 (a) | 7,000 | 2,147,460 |
| | | <u>5,849,402</u> |

Florida 7.4%

| | | |
|---|-------|-----------|
| County of Miami-Dade Florida, Refunding RB, Miami International Airport, Series A-1, 5.38%, 10/01/41 | 705 | 727,680 |
| | 1,180 | 1,151,645 |

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| | | |
|--|-------|------------|
| Greater Orlando Aviation Authority Florida, RB, Special Purpose, JetBlue Airways Corp., AMT, 6.38%, 11/15/26 | | |
| Harbor Bay Community Development District Florida, Special Assessment Bonds, Series A, 7.00%, 5/01/33 | 455 | 456,024 |
| Hillsborough County IDA, RB, AMT, National Gypsum Co.: Series A, 7.13%, 4/01/30 | 2,000 | 1,949,640 |
| Series B, 7.13%, 4/01/30 | 1,540 | 1,501,223 |
| Jacksonville Economic Development Commission, RB, Gerdau Ameristeel US Inc., AMT, 5.30%, 5/01/37 | 1,300 | 1,143,493 |
| Jacksonville Economic Development Commission, Refunding RB, Florida Proton Therapy Institute, Series A, 6.00%, 9/01/17 | 765 | 803,372 |
| Lee County IDA Florida, RB, Series A, Lee Charter Foundation, 5.38%, 6/15/37 | 2,620 | 2,257,733 |
| Midtown Miami Community Development District, Special Assessment Bonds, Series A, 6.25%, 5/01/37 | 3,255 | 3,201,195 |
| Santa Rosa Bay Bridge Authority, RB, 6.25%, 7/01/28 | 3,040 | 1,411,198 |
| Sarasota County Health Facilities Authority, Refunding RB, Village on the Isle Project: 5.50%, 1/01/27 | 585 | 560,184 |
| 5.50%, 1/01/32 | 795 | 748,532 |
| Sarasota County Public Hospital District, RB, Sarasota Memorial Hospital Project, Series A, 5.63%, 7/01/39 | 615 | 647,035 |
| Sumter Landing Community Development District Florida, RB, Sub-Series B, 5.70%, 10/01/38 | 2,350 | 1,954,988 |
| Tolomato Community Development District, Special Assessment Bonds, Special Assessment, 6.65%, 5/01/40 | 2,680 | 1,970,631 |
| | | 20,484,573 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniAssets Fund, Inc. (MUA)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------|
| Georgia 3.3% | | |
| City of Atlanta Georgia, Tax Allocation Bonds, Princeton Lakes Project, 5.50%, 1/01/31 | \$ 640 | \$ 586,016 |
| Clayton County Development Authority, RB, Delta Air Lines Inc. Project, Series A, 8.75%, 6/01/29 | 1,990 | 2,300,997 |
| County of Clayton Georgia, Tax Allocation Bonds, Ellenwood Project, 7.50%, 7/01/33 | 1,775 | 1,753,789 |
| DeKalb County Hospital Authority Georgia, RB, DeKalb Medical Center Inc. Project, 6.13%, 9/01/40 | 1,100 | 1,137,246 |
| Gainesville & Hall County Development Authority, Refunding RB, Acts Retirement Life Community, Series A-2: 6.38%, 11/15/29 | 700 | 740,607 |
| 6.63%, 11/15/39 | 235 | 248,318 |
| Rockdale County Development Authority, RB, Visy Paper Project, Series A, AMT, 6.13%, 1/01/34 | 2,435 | 2,446,907 |
| | | 9,213,880 |
| Guam 1.5% | | |
| Guam Government Waterworks Authority, Refunding RB, Water, 6.00%, 7/01/25 | 750 | 768,765 |
| Territory of Guam, GO, Series A: 6.00%, 11/15/19 | 365 | 390,192 |
| 6.75%, 11/15/29 | 635 | 703,351 |
| 7.00%, 11/15/39 | 660 | 739,471 |
| Territory of Guam, RB, Section 30, Series A, 5.63%, 12/01/29 | 1,460 | 1,528,094 |
| | | 4,129,873 |
| Illinois 5.6% | | |
| City of Chicago Illinois, Refunding RB, American Airlines Inc. Project, 5.50%, 12/01/30 | 4,140 | 3,467,457 |
| Illinois Finance Authority, RB: Navistar International, Recovery Zone, 6.50%, 10/15/40 | 950 | 985,635 |
| Roosevelt University Project, 6.50%, 4/01/44 | 2,470 | 2,642,184 |
| Rush University Medical Center Obligation Group, Series B, 7.25%, 11/01/30 | 1,170 | 1,351,104 |
| Illinois Finance Authority, Refunding RB: CAB, Clare Water Tower, Series B, 0.04%, 5/15/50 (a) | 885 | 11,160 |
| Clare Water Tower, Series A-7, 6.13%, 5/15/41 | 2,065 | 1,364,015 |
| Friendship Village of Schaumburg, 7.25%, 2/15/45 | 2,370 | 2,452,144 |
| Primary Health Care Centers Program, 6.60%, 7/01/24 | 685 | 623,706 |

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| | | |
|--|-------|---------|
| Metropolitan Pier & Exposition Authority, Refunding RB, CAB, McCormick Place Expansion Project, Series B (AGM), 6.25%, 6/15/46 (a) | 5,845 | 659,199 |
| Village of Lincolnshire Illinois, Special Tax Bonds, Sedgebrook Project, 6.25%, 3/01/34 | 1,070 | 969,163 |
| Village of Wheeling Illinois, Tax Allocation Bonds, North Milwaukee/Lake-Cook TIF Project, 6.00%, 1/01/25 | 825 | 779,790 |

15,305,557

Indiana 0.8%

| | | |
|--|-----|---------|
| Indiana Finance Authority, Refunding RB, Improvement, U.S. Steel Corp., 6.00%, 12/01/26 | 900 | 957,969 |
| Vigo County Hospital Authority Indiana, RB, Union Hospital Inc. (b): 5.70%, 9/01/37 | 615 | 575,738 |
| 5.75%, 9/01/42 | 765 | 716,346 |

2,250,053

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Kentucky 0.4%

| | | |
|--|--------|------------|
| Kentucky Economic Development Finance Authority, Refunding RB, Owensboro Medical Health System, Series A, 6.38%, 6/01/40 | \$ 935 | \$ 990,988 |
|--|--------|------------|

Louisiana 1.1%

| | | |
|--|-------|-----------|
| Louisiana Local Government Environmental Facilities & Community Development Authority, RB, Westlake Chemical Corp. Projects, 6.75%, 11/01/32 | 3,000 | 3,182,880 |
|--|-------|-----------|

Maryland 2.3%

| | | |
|--|-------|-----------|
| Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35 | 615 | 640,726 |
| Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25 | 2,435 | 2,486,135 |
| Maryland Health & Higher Educational Facilities Authority, RB, Washington Christian Academy, 5.50%, 7/01/38 | 590 | 253,682 |
| Maryland Health & Higher Educational Facilities Authority, Refunding RB, Doctor s Community Hospital, 5.75%, 7/01/38 | 1,845 | 1,817,196 |
| Maryland State Energy Financing Administration, RB, Cogeneration, AES Warrior Run, AMT, 7.40%, 9/01/19 | 1,080 | 1,080,572 |

6,278,311

Massachusetts 0.4%

| | | |
|--|-------|-----------|
| Massachusetts Development Finance Agency, Refunding RB, Eastern Nazarene College, 5.63%, 4/01/29 | 80 | 74,818 |
| Massachusetts Health & Educational Facilities Authority, RB, Jordan Hospital, Series E, 6.75%, 10/01/33 | 1,150 | 1,153,082 |

1,227,900

Michigan 2.7%

| | | |
|--|-----|---------|
| Advanced Technology Academy, RB, 6.00%, 11/01/37 | 900 | 870,831 |
|--|-----|---------|

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| | | |
|---|-------|------------------|
| County of Wayne Michigan, GO, Building Improvement, Series A, 6.75%, 11/01/39 | 545 | 583,526 |
| Monroe County Hospital Finance Authority, Refunding RB, Mercy Memorial Hospital Corp. Obligation, 5.50%, 6/01/35 | 1,740 | 1,535,463 |
| Royal Oak Hospital Finance Authority Michigan, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39 | 3,735 | 4,489,694 |
| | | <u>7,479,514</u> |
| Minnesota 0.7% | | |
| City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series A, 6.75%, 11/15/32 | 1,785 | 2,035,418 |
| Missouri 0.5% | | |
| Kirkwood IDA Missouri, RB, Aberdeen Heights, Series A, 8.25%, 5/15/39 | 1,370 | 1,449,583 |
| Multi-State 0.3% | | |
| MuniMae TE Bond Subsidiary LLC, 7.50%, 6/30/49 (b)(c)(d) | 933 | 858,116 |
| Nevada 0.2% | | |
| County of Clark Nevada, Special Assessment Bonds, Special Improvement District No. 142, Local Improvement, 6.38%, 8/01/23 | 605 | 590,256 |
| New Hampshire 0.4% | | |
| New Hampshire Health & Education Facilities Authority, RB, Catholic Medical Center, 5.00%, 7/01/36 | 1,165 | 1,029,930 |

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniAssets Fund, Inc. (MUA)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| New Jersey 7.0% | | |
| New Jersey EDA, RB, Continental Airlines Inc. Project, AMT: 6.63%, 9/15/12 | \$ 1,000 | \$ 1,013,510 |
| 6.25%, 9/15/19 | 2,000 | 1,986,400 |
| 6.40%, 9/15/23 | 1,000 | 999,910 |
| 6.25%, 9/15/29 | 3,330 | 3,263,267 |
| 9.00%, 6/01/33 (d) | 1,250 | 1,329,237 |
| New Jersey EDA, Refunding RB, Newark Airport Marriott Hotel, 7.00%, 10/01/14 | 2,500 | 2,509,300 |
| New Jersey Educational Facilities Authority, Refunding RB, University of Medicine & Dentistry, Series B, 7.50%, 12/01/32 | 2,510 | 2,913,206 |
| New Jersey Health Care Facilities Financing Authority, RB, Pascack Valley Hospital Association, 6.63%, 7/01/36 (e)(f) | 2,000 | 20 |
| New Jersey Health Care Facilities Financing Authority, Refunding RB, St. Joseph's Healthcare System, 6.63%, 7/01/38 | 2,410 | 2,526,909 |
| New Jersey Transportation Trust Fund Authority, RB, CAB, Transportation System, Series C (AMBAC), 5.05%, 12/15/35 (a) | 3,450 | 807,404 |
| Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.50%, 6/01/23 | 2,310 | 2,161,883 |
| | | 19,511,046 |
| New York 6.2% | | |
| Brooklyn Arena Local Development Corp., RB, Barclays Center Project, 6.38%, 7/15/43 | 1,000 | 1,086,110 |
| Chautauqua County Industrial Development Agency, RB, NRG Dunkirk Power Project, 5.88%, 4/01/42 | 2,485 | 2,598,962 |
| Dutchess County Industrial Development Agency New York, Refunding RB, St. Francis Hospital, Series A, 7.50%, 3/01/29 | 1,400 | 1,406,846 |
| Metropolitan Transportation Authority, RB, Series 2008C, 6.50%, 11/15/28 | 3,685 | 4,352,169 |
| New York City Industrial Development Agency, RB: American Airlines Inc., JFK International Airport, AMT, 8.00%, 8/01/28 (d) | 1,045 | 1,121,149 |
| British Airways Plc Project, AMT, 7.63%, 12/01/32 | 2,400 | 2,458,800 |
| Series C, 6.80%, 6/01/28 | 510 | 535,571 |
| Special Needs Facilities Pooled Program, Series C-1, 6.63%, 7/01/29 | 1,515 | 1,424,479 |
| New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, 6.38%, 7/15/49 | 750 | 803,573 |
| Yonkers Industrial Development Agency New York, RB, Sarah Lawrence College Project, Series A, 6.00%, | 1,240 | 1,319,435 |

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6/01/41

| | |
|--|------------|
| | 17,107,094 |
|--|------------|

North Carolina 1.6%

| | | |
|--|-------|-----------|
| North Carolina Capital Facilities Finance Agency, RB, Duke Energy Carolinas, Series B, 4.38%, 10/01/31 | 985 | 965,773 |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Duke Energy Carolinas, Series B, 4.63%, 11/01/40 | 985 | 958,503 |
| North Carolina Medical Care Commission, Refunding RB, First Mortgage, Deerfield, Series A, 6.13%, 11/01/38 | 2,335 | 2,369,605 |
| | | 4,293,881 |

Ohio 1.6%

| | | |
|---|-------|-----------|
| Buckeye Tobacco Settlement Financing Authority, RB, Asset-Backed, Senior Series A-2: 5.13%, 6/01/24 | 2,250 | 1,958,760 |
| 6.50%, 6/01/47 | 3,935 | 2,508,481 |
| | | 4,467,241 |

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Pennsylvania 8.5%

| | | |
|--|----------|--------------|
| Allegheny County Hospital Development Authority, Refunding RB, Health System, West Penn, Series A, 5.38%, 11/15/40 | \$ 2,460 | \$ 1,893,708 |
| Bucks County IDA, RB, Ann s Choice Inc. Facility, Series A: 6.13%, 1/01/25 | 200 | 201,896 |
| 6.25%, 1/01/35 | 1,550 | 1,523,480 |
| Cumberland County Municipal Authority, RB, Diakon Lutheran, 6.38%, 1/01/39 | 3,655 | 3,862,896 |
| Lancaster County Hospital Authority, RB, Brethren Village Project, Series A: 6.25%, 7/01/26 | 685 | 694,604 |
| 6.50%, 7/01/40 | 990 | 984,723 |
| Montgomery County IDA Pennsylvania, MRB, Whitmarsh Continuing Care, 6.13%, 2/01/28 | 2,330 | 2,146,979 |
| Pennsylvania Economic Development Financing Authority, RB, AMT: National Gypsum Co., Series A, 6.25%, 11/01/27 | 3,250 | 2,900,332 |
| Reliant Energy, Series B, 6.75%, 12/01/36 | 2,040 | 2,101,118 |
| Philadelphia Authority for Industrial Development, RB, AMT: Commercial Development, 7.75%, 12/01/17 | 5,000 | 5,006,400 |
| Subordinate, Air Cargo, Series A, 7.50%, 1/01/25 | 2,270 | 2,244,145 |
| | | 23,560,281 |

Puerto Rico 0.9%

| | | |
|---|-------|-----------|
| Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 6.50%, 8/01/44 | 1,650 | 1,899,381 |
| Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 6.52%, 8/01/38 (a) | 2,630 | 470,191 |

| | | |
|---|-------|-----------|
| | | 2,369,572 |
| Rhode Island 0.8% | | |
| Central Falls Detention Facility Corp., Refunding RB, 7.25%, 7/15/35 | 2,495 | 2,174,542 |
| South Carolina 0.4% | | |
| Connector 2000 Association Inc., RB, CAB, Senior Series B, 11.47%, 1/01/14 (a)(e)(f) | 1,485 | 195,203 |
| South Carolina Jobs, EDA, Refunding RB, Palmetto Health, 5.50%, 8/01/26 | 975 | 1,001,072 |
| | | 1,196,275 |
| Tennessee 0.6% | | |
| Knox County Health Educational & Housing Facilities Board Tennessee, Refunding RB, Covenant, Series A (AGM), 4.69%, 1/01/40 (a) | 5,820 | 1,212,190 |
| Shelby County Health Educational & Housing Facilities Board, RB, Village at Germantown, 6.25%, 12/01/34 | 355 | 313,170 |
| | | 1,525,360 |
| Texas 9.7% | | |
| Bexar County Health Facilities Development Corp., RB, Army Retirement Residence Project, 6.20%, 7/01/45 | 2,985 | 3,072,162 |
| Brazos River Authority, Refunding RB, Texas Utility Co., Series, AMT, 7.70%, 4/01/33 | 2,550 | 943,500 |
| Central Texas Regional Mobility Authority, RB: CAB, 7.56%, 1/01/29 (a) | 2,000 | 643,340 |
| CAB, 7.65%, 1/01/30 (a) | 1,170 | 341,324 |
| CAB, 7.71%, 1/01/31 (a) | 2,000 | 542,880 |
| CAB, 7.77%, 1/01/32 (a) | 3,500 | 886,935 |
| CAB, 7.78%, 1/01/33 (a) | 1,540 | 363,394 |
| Senior Lien, 5.75%, 1/01/25 | 650 | 686,933 |
| City of Houston Texas, RB, Special Facilities, Continental Airlines, Series E, AMT, 6.75%, 7/01/21 | 2,685 | 2,695,982 |
| Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.13%, 12/01/31 | 1,500 | 1,724,925 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniAssets Fund, Inc. (MUA)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|-------------------|
| Texas (concluded) | | |
| La Vernia Higher Education Finance Corp., RB, KIPP Inc., 6.38%, 8/15/44 | \$ 860 | \$ 909,063 |
| Matagorda County Navigation District No. 1 Texas, Refunding RB, Central Power & Light Co. Project, Series A, 6.30%, 11/01/29 | 1,240 | 1,370,212 |
| North Texas Tollway Authority, RB, Toll, 2nd Tier, Series F, 6.13%, 1/01/31 | 2,775 | 2,994,086 |
| Tarrant County Cultural Education Facilities Finance Corp., RB, Series A: | | |
| CC Young Memorial Home, 8.00%, 2/15/38 | 1,035 | 1,093,105 |
| Senior Living Center Project, 8.25%, 11/15/44 | 2,490 | 2,518,212 |
| Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien: | | |
| LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40 | 2,640 | 2,869,627 |
| NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39 | 2,330 | 2,528,376 |
| Texas State Public Finance Authority, Refunding ERB, KIPP Inc., Series A (ACA), 5.00%, 2/15/28 | 575 | 555,577 |
| | | <u>26,739,633</u> |
| U.S. Virgin Islands 1.1% | | |
| United States Virgin Islands, Refunding RB, Senior Secured, Hovensa Coker Project, AMT, 6.50%, 7/01/21 | 3,000 | 3,052,050 |
| Utah 0.6% | | |
| County of Carbon Utah, Refunding RB, Laidlaw Environmental, Series A, AMT, 7.45%, 7/01/17 | 1,660 | 1,663,951 |
| Vermont 0.3% | | |
| Vermont Economic Development Authority, Refunding MRB, Wake Robin Corp. Project, Series A (ACA), 6.30%, 3/01/33 | 950 | 924,397 |
| Virginia 2.0% | | |
| Dulles Town Center Community Development Authority, Special Assessment Bonds, Dulles Town Center Project, 6.25%, 3/01/26 | 1,410 | 1,382,632 |
| Fairfax County EDA, Refunding RB, Goodwin House Inc.: 5.13%, 10/01/37 | 585 | 583,701 |
| 5.13%, 10/01/42 | 450 | 444,060 |
| Lexington IDA, Refunding MRB, Kendal at Lexington, Series A, 5.38%, 1/01/28 | 40 | 36,382 |
| Tobacco Settlement Financing Corp. Virginia, Refunding RB, Senior Series B1, 5.00%, 6/01/47 | 4,350 | 3,053,961 |

| | | |
|--|----------------------|--------------|
| | | 5,500,736 |
| Wisconsin 2.2% | | |
| Wisconsin Health & Educational Facilities Authority, RB: | | |
| New Castle Place Project, Series A, 7.00%, 12/01/31 | 1,855 | 1,858,395 |
| Wheaton Franciscan Healthcare, 5.25%, 8/15/34 | 3,695 | 3,470,418 |
| Wisconsin Health & Educational Facilities Authority, Refunding RB, St. John's Communities Inc., Series A: | | |
| 7.25%, 9/15/29 | 250 | 258,650 |
| 7.63%, 9/15/39 | 505 | 532,093 |
| | | 6,119,556 |
| Wyoming 1.3% | | |
| County of Sweetwater Wyoming, Refunding RB, FMC Corp. Project, AMT, 5.60%, 12/01/35 | | |
| | 3,600 | 3,633,048 |
| Total Municipal Bonds | 91.5% | 253,330,457 |
| Municipal Bonds Transferred to Tender Option Bond Trusts (g) | | |
| | Par (000) | Value |
| District of Columbia 1.6% | | |
| District of Columbia Water & Sewer Authority, RB, Series A, 6.00%, 10/01/35 | \$ 3,951 | \$ 4,496,733 |
| Florida 3.3% | | |
| County of Miami-Dade Florida, RB, Miami International Airport, Series A, AMT (AGC), 5.25%, 10/01/33 | 8,870 | 9,019,016 |
| Virginia 3.2% | | |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.38%, 7/01/36 | 8,690 | 8,852,156 |
| Total Municipal Bonds Transferred to Tender Option Bond Trusts | 8.1% | 22,367,905 |
| Total Long-Term Investments (Cost \$270,850,753) | 99.6% | 275,698,362 |
| Short-Term Securities | | |
| | Shares | |
| FII Institutional Tax-Exempt Fund, 0.12% (h)(i) | 2,949,596 | 2,949,596 |
| Total Short-Term Securities (Cost \$2,949,596) | 1.1% | 2,949,596 |
| Total Investments (Cost \$273,800,349*) | 100.7% | 278,647,958 |
| Other Assets Less Liabilities | 3.2% | 8,909,854 |

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| | | |
|--|---------------|-----------------------|
| Liability for Trust Certificates, Including Interest Expense and Fees Payable | (3.9)% | (10,762,397) |
| Net Assets | 100.0% | \$ 276,795,415 |

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 262,507,383 |
| Gross unrealized appreciation | \$ 17,379,332 |
| Gross unrealized depreciation | (11,994,403) |
| Net unrealized appreciation | \$ 5,384,929 |

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration to qualified institutional investors.
- (c) Security represents a beneficial interest in a trust. The collateral deposited into the trust is federally tax-exempt revenue bonds issued by various state or local governments, or their respective agencies or authorities. The security is subject to remarketing prior to its stated maturity.
- (d) Variable rate security. Rate shown is as of report date.
- (e) Issuer filed for bankruptcy and/or is in default of interest payments.
- (f) Non-income producing security.
- (g) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (h) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------------------------------|-------------------------------|--------------|---------------------------------|---------|
| FFI Institutional Tax-Exempt Fund | 149,925 | 2,799,671 | 2,949,596 | \$1,248 |

- (i) Represents the current yield as of report date.

See Notes to Financial Statements.

Schedule of Investments (concluded)

BlackRock MuniAssets Fund, Inc. (MUA)

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments)

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|--------------|----------------|---------|----------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 275,698,362 | | \$ 275,698,362 |
| Short-Term Securities | \$ 2,949,596 | | | 2,949,596 |
| Total | \$ 2,949,596 | \$ 275,698,362 | | \$ 278,647,958 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock MuniEnhanced Fund, Inc. (MEN)
 (Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| Alabama 1.3% | | |
| County of Jefferson Alabama, RB, Series A: | | |
| 5.50%, 1/01/22 | \$ 2,750 | \$ 2,554,310 |
| 4.75%, 1/01/25 | 2,200 | 1,802,372 |
| | | 4,356,682 |
| Alaska 0.4% | | |
| Borough of Matanuska-Susitna Alaska, RB, Goose Creek Correctional Center (AGC), 6.00%, 9/01/28 | | |
| | 1,200 | 1,404,420 |
| Arizona 1.5% | | |
| State of Arizona, COP, Department of Administration, Series A (AGM): | | |
| 5.00%, 10/01/27 | 3,250 | 3,402,263 |
| 5.25%, 10/01/28 | 1,000 | 1,058,350 |
| 5.00%, 10/01/29 | 400 | 413,360 |
| | | 4,873,973 |
| California 21.1% | | |
| Alameda Corridor Transportation Authority, Refunding RB, CAB, Subordinate Lien, Series A (AMBAC) (a): | | |
| 5.65%, 10/01/24 | 10,185 | 8,579,538 |
| 5.57%, 10/01/25 | 6,000 | 5,025,720 |
| Anaheim Public Financing Authority California, RB, Senior, Public Improvements Project, Series A (AGM), 6.00%, 9/01/24 | | |
| | 5,000 | 5,861,250 |
| Antelope Valley Community College District, GO, Election of 2004, Series B (NPFGC), 5.25%, 8/01/39 | | |
| | 600 | 624,150 |
| Arcadia Unified School District California, GO, CAB, Election of 2006, Series A (AGM), 4.96%, 8/01/39 (b) | | |
| | 1,600 | 262,176 |
| Cabrillo Community College District California, GO, CAB, Election of 2004, Series B (NPFGC), 5.18%, 8/01/37 (b) | | |
| | 2,400 | 457,224 |
| California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.75%, 7/01/39 | | |
| | 550 | 584,661 |
| California State University, RB, Systemwide, Series A (NPFGC), 5.00%, 11/01/35 | | |
| | 1,405 | 1,420,146 |
| California State University, Refunding RB, Systemwide, Series A (AGM), 5.00%, 11/01/37 | | |
| | 2,000 | 2,055,860 |
| Chino Valley Unified School District, GO, Election of 2002, Series C (NPFGC), 5.25%, 8/01/30 | | |
| | 850 | 876,588 |
| City of Redding California, COP, Refunding, Series A (AGM), 5.00%, 6/01/30 | | |
| | 1,420 | 1,483,730 |
| | 900 | 935,487 |

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| | | |
|--|--------|-----------|
| Fresno Unified School District California, GO, Election of 2001, Series E (AGM), 5.00%, 8/01/30 | | |
| Los Angeles Department of Water & Power, RB, Series C (NPFGC), 5.00%, 7/01/29 | 5,160 | 5,350,662 |
| Metropolitan Water District of Southern California, RB, Series B-1 (NPFGC): | | |
| 5.00%, 10/01/29 | 2,965 | 3,075,565 |
| 5.00%, 10/01/36 | 1,655 | 1,703,392 |
| Norco Redevelopment Agency California, Tax Allocation Bonds, Refunding, Project Area No. 1 (NPFGC), 5.13%, 3/01/30 | 5,000 | 4,783,850 |
| Orange County Sanitation District, COP, Series B (AGM): | | |
| 5.00%, 2/01/30 | 1,500 | 1,599,300 |
| 5.00%, 2/01/31 | 900 | 955,458 |
| Poway Redevelopment Agency California, Tax Allocation Bonds, Refunding, Paguay Redevelopment Project (AMBAC), 5.13%, 6/15/33 | 1,750 | 1,629,145 |
| Sacramento Unified School District California, GO, Election of 2002 (NPFGC), 5.00%, 7/01/30 | 4,150 | 4,285,705 |
| San Mateo County Community College District, GO, CAB, Election of 2001, Series C (NPFGC), 5.54%, 9/01/30 (b) | 12,740 | 4,431,864 |

| | Par (000) | Value |
|--|--------------|-------|
|--|--------------|-------|

California (concluded)

| | | |
|--|-------|------------|
| State of California, GO: | | |
| 5.13%, 6/01/27 | \$ 20 | \$ 20,296 |
| 5.13%, 6/01/31 | 60 | 60,137 |
| Stockton Public Financing Authority California, RB, Parking & Capital Projects (NPFGC), 5.13%, 9/01/30 | 6,145 | 6,228,879 |
| Ventura County Community College District, GO, Election of 2002, Series B (NPFGC), 5.00%, 8/01/30 | 2,325 | 2,418,511 |
| West Basin Municipal Water District California, COP, Refunding, Series B (AGC), 5.00%, 8/01/30 | 5,035 | 5,264,999 |
| | | 69,974,293 |

Colorado 0.6%

| | | |
|---|-------|-----------|
| Colorado Health Facilities Authority, RB, Covenant Retirement Communities, Series A (Radian): | | |
| 5.50%, 12/01/27 | 1,200 | 1,147,452 |
| 5.50%, 12/01/33 | 675 | 631,476 |
| Colorado Housing & Finance Authority, Refunding RB, S/F Program, Senior Series A-2, AMT, 7.50%, 4/01/31 | 335 | 353,144 |
| | | 2,132,072 |

District of Columbia 1.7%

| | | |
|--|-------|-----------|
| District of Columbia, RB, Series B-1 (NPFGC), 5.00%, 2/01/31 | 5,530 | 5,572,747 |
|--|-------|-----------|

Florida 12.7%

| | | |
|--|-------|-----------|
| Broward County School Board Florida, COP, Series A (AGM), 5.25%, 7/01/33 | 1,600 | 1,664,384 |
| City of Tallahassee Florida, RB (NPFGC), 5.00%, 10/01/32 | 4,000 | 4,139,320 |
| Collier County School Board, COP (AGM), 5.00%, 2/15/23 | 3,000 | 3,202,890 |

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| | | |
|---|-------|------------|
| County of Broward Florida, RB, Series A, 5.25%, 10/01/34 | 850 | 910,180 |
| County of Duval Florida, COP, Master Lease Program (AGM), 5.00%, 7/01/33 | 3,000 | 3,050,850 |
| County of Miami-Dade Florida, GO, Building Better Communities Program, Series B-1, 5.75%, 7/01/33 | 1,400 | 1,528,506 |
| County of Miami-Dade Florida, RB, Water & Sewer System (AGM), 5.00%, 10/01/39 | 4,950 | 5,199,975 |
| County of Miami-Dade Florida, Refunding RB, Miami International Airport, AMT (AGC), 5.00%, 10/01/40 | 9,900 | 9,853,866 |
| County of Orange Florida, Refunding RB, Series B (NPFGC), 5.13%, 1/01/32 | 4,200 | 4,323,354 |
| Hillsborough County Aviation Authority Florida, RB, Series A, AMT (AGC), 5.38%, 10/01/33 | 1,750 | 1,793,575 |
| Miami-Dade County School Board, COP, Refunding, Series B (AGC): | | |
| 5.25%, 5/01/31 | 100 | 105,907 |
| 5.00%, 5/01/33 | 2,000 | 2,028,740 |
| Orange County School Board, COP, Series A (NPFGC), 5.00%, 8/01/31 | 2,000 | 2,056,200 |
| Sarasota County Public Hospital District, RB, Sarasota Memorial Hospital Project, Series A, 5.63%, 7/01/39 | 275 | 289,325 |
| South Florida Water Management District, COP (AGC), 5.00%, 10/01/22 | 2,000 | 2,138,740 |
| | | 42,285,812 |

Georgia 4.0%

| | | |
|--|-------|------------|
| Augusta-Richmond County Georgia, RB (AGM), 5.25%, 10/01/39 | 2,300 | 2,402,488 |
| Gwinnett County Hospital Authority, Refunding RB, Gwinnett Hospital System, Series D (AGM), 5.50%, 7/01/41 | 825 | 857,794 |
| Municipal Electric Authority of Georgia, Refunding RB, Series EE (AMBAC), 7.00%, 1/01/25 | 7,475 | 9,969,407 |
| | | 13,229,689 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Illinois 21.5% | | |
| Chicago Board of Education Illinois, GO, Refunding, Series A: (AGM), 5.50%, 12/01/31 | \$ 3,000 | \$ 3,495,750 |
| Chicago School Reform Board, (NPFGC), 5.50%, 12/01/26 | 1,000 | 1,156,590 |
| City of Chicago Illinois, ARB, General, Third Lien, Series B-2, AMT: (AGM), 5.75%, 1/01/23 | 5,670 | 5,950,438 |
| (Syncora), 6.00%, 1/01/29 | 2,500 | 2,612,525 |
| City of Chicago Illinois, RB, Series A (AGC), 5.00%, 1/01/38 | 2,000 | 2,059,360 |
| City of Chicago Illinois, Refunding RB, General Airport, Third Lien, Series A, AMT (NPFGC), 5.75%, 1/01/21 | 9,000 | 9,219,690 |
| County of Cook Illinois, GO, Capital Improvement, Series C (AMBAC), 5.50%, 11/15/12 (c) | 2,460 | 2,710,133 |
| County of Cook Illinois, GO, Refunding, Series A, 5.25%, 11/15/33 | 1,350 | 1,443,460 |
| Illinois Municipal Electric Agency, RB, Series A (NPFGC), 5.25%, 2/01/35 | 1,000 | 1,036,010 |
| Illinois Sports Facilities Authority, RB, State Tax Supported (AMBAC), 5.50%, 6/15/30 | 20,120 | 21,313,720 |
| Metropolitan Pier & Exposition Authority, RB, CAB, McCormick Place Expansion Project, Series A (NPFGC), 5.96%, 12/15/33 (b) | 9,950 | 2,529,588 |
| Metropolitan Pier & Exposition Authority, Refunding RB, CAB, McCormick Place Expansion Project, Series B (AGM) (b): 5.82%, 6/15/27 | 1,300 | 521,456 |
| 6.25%, 6/15/44 | 3,450 | 441,255 |
| Regional Transportation Authority, RB, Series A (AMBAC), 7.20%, 11/01/20 | 10,115 | 12,524,393 |
| State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34 | 4,275 | 4,473,916 |
| | | 71,488,284 |
| Indiana 0.7% | | |
| Indiana Municipal Power Agency, RB, Series B, 5.75%, 1/01/34 | 400 | 432,780 |
| Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project, Series A (AGC), 5.50%, 1/01/38 | 1,825 | 2,004,781 |
| | | 2,437,561 |
| Iowa 1.9% | | |

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| | | |
|---|-------|-----------|
| Iowa Finance Authority, RB, Series A (AGC), 5.63%, 8/15/37 | 5,725 | 6,248,895 |
|---|-------|-----------|

Louisiana 1.2%

| | | |
|---|-------|-----------|
| Louisiana Public Facilities Authority, Refunding RB, Christus Health, Series B (AGC), 6.50%, 7/01/30 | 1,250 | 1,431,225 |
| Rapides Finance Authority Louisiana, RB, Cleco Power LLC Project, AMT (AMBAC), 4.70%, 11/01/36 (d) | 900 | 817,767 |
| State of Louisiana, RB, Series A (NPFGC), 5.00%, 5/01/35 | 1,740 | 1,788,685 |
| | | 4,037,677 |

Maryland 0.4%

| | | |
|---|-------|-----------|
| Maryland Community Development Administration, Refunding RB, Residential, Series A, AMT, 5.75%, 9/01/39 | 1,200 | 1,268,484 |
|---|-------|-----------|

| | | |
|------------------------|----------------------|--------------|
| Municipal Bonds | Par (000) | Value |
|------------------------|----------------------|--------------|

Massachusetts 3.1%

| | | |
|---|----------|--------------|
| Massachusetts HFA, RB, AMT (AGM): Rental Mortgage, Series F, 5.25%, 1/01/46 | \$ 2,700 | \$ 2,719,116 |
| S/F Housing, Series 128, 4.80%, 12/01/27 (d) | 1,600 | 1,609,168 |
| Massachusetts HFA, Refunding RB, Rental Housing, Series A, AMT (AGM), 5.15%, 7/01/26 | 2,870 | 2,928,232 |
| Massachusetts Water Resources Authority, Refunding RB, General, Series A (NPFGC), 5.00%, 8/01/34 | 2,700 | 2,859,921 |
| | | 10,116,437 |

Michigan 5.0%

| | | |
|--|-------|------------|
| City of Detroit Michigan, RB, Series B: Second Lien, (AGM), 6.25%, 7/01/36 | 400 | 444,916 |
| Second Lien, (AGM), 7.00%, 7/01/36 | 200 | 234,146 |
| Senior Lien, (AGM), 7.50%, 7/01/33 | 700 | 853,006 |
| System, Second Lien, (NPFGC), 5.00%, 7/01/36 | 3,600 | 3,518,280 |
| City of Detroit Michigan, Refunding RB, Second Lien, Series E (BHAC), 5.75%, 7/01/31 | 2,500 | 2,704,050 |
| Kalamazoo Hospital Finance Authority, RB, Bronson Methodist Hospital (AGM), 5.25%, 5/15/36 | 425 | 438,511 |
| Michigan Higher Education Student Loan Authority, Refunding RB, Student Loan, Series XVII-G, AMT (AMBAC), 5.20%, 9/01/20 | 1,500 | 1,520,625 |
| Michigan Strategic Fund, RB, Detroit Edison Co. Project, Series C, AMT (Syncora), 5.45%, 12/15/32 | 4,300 | 4,245,304 |
| Michigan Strategic Fund, Refunding RB, AMT (Syncora), Detroit Edison Co.: | | |
| Pollution, Series C, 5.65%, 9/01/29 | 1,410 | 1,414,230 |
| Project, Series A, 5.50%, 6/01/30 | 1,300 | 1,300,299 |
| | | 16,673,367 |

Minnesota 0.9%

| | | |
|---|-------|-----------|
| City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series B (AGC), 6.50%, 11/15/38 | 2,500 | 2,848,750 |
|---|-------|-----------|

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Mississippi 0.9%

| | | |
|---|-------|-----------|
| Mississippi Development Bank Special Obligation, Refunding RB, Jackson Mississippi Water and Sewer System (AGM), 5.00%, 9/01/34 | 2,800 | 2,862,552 |
|---|-------|-----------|

Nevada 5.2%

| | | |
|---|-------|-------------------|
| City of Carson City Nevada, RB, Carson-Tahoe Hospital Project, Series A (Radian), 5.50%, 9/01/33 | 3,100 | 3,052,229 |
| City of Las Vegas Nevada, GO, Limited Tax, Performing Arts Center, 6.00%, 4/01/34 | 850 | 950,529 |
| County of Clark Nevada, RB: Las Vegas-McCarran International Airport, Series A (AGC), 5.25%, 7/01/39 | 3,800 | 3,936,838 |
| Southwest Gas Corp. Project, Series A, AMT (FGIC), 4.75%, 9/01/36 | 75 | 67,285 |
| Southwest Gas Corp. Project, Series D, AMT (NPFGC), 5.25%, 3/01/38 | 1,200 | 1,182,432 |
| Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/30 | 1,500 | 1,521,990 |
| Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/36 | 3,200 | 3,209,344 |
| System, Subordinate Lien, Series C (AGM), 5.00%, 7/01/26 | 1,475 | 1,556,656 |
| Las Vegas Valley Water District, GO, Refunding, Series A (NPFGC), 5.00%, 6/01/24 | 1,600 | 1,693,984 |
| | | <u>17,171,287</u> |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------|
| New Jersey 9.0% | | |
| New Jersey EDA, RB: | | |
| Cigarette Tax (Radian), 5.50%, 6/15/31 | \$ 600 | \$ 584,940 |
| Cigarette Tax (Radian), 5.75%, 6/15/34 | 305 | 296,911 |
| Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/31 | 9,325 | 9,651,188 |
| Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/33 | 7,800 | 8,038,056 |
| School Facilities Construction, Series O, 5.13%, 3/01/28 | 2,250 | 2,406,668 |
| School Facilities Construction, Series Z (AGC), 6.00%, 12/15/34 | 2,000 | 2,291,840 |
| New Jersey EDA, Refunding RB, School Facilities Construction, Series N-1: | | |
| (AGM), 5.50%, 9/01/25 | 5,000 | 5,814,600 |
| (NPFGC), 5.50%, 9/01/28 | 815 | 929,320 |
| | | 30,013,523 |
| New York 3.3% | | |
| Erie County Industrial Development Agency, RB, City School District of Buffalo Project, Series A (AGM), 5.75%, 5/01/28 | | |
| | 1,500 | 1,696,710 |
| Metropolitan Transportation Authority, RB, Series 2008C, 6.50%, 11/15/28 | 4,000 | 4,724,200 |
| New York City Transitional Finance Authority, RB, Fiscal 2009, Series S-4, 5.50%, 1/15/34 | 2,750 | 3,072,822 |
| New York State Dormitory Authority, ERB, Series B, 5.75%, 3/15/36 | 1,200 | 1,385,112 |
| | | 10,878,844 |
| North Carolina 0.5% | | |
| North Carolina Medical Care Commission, RB, Novant Health Obligation, Series A, 4.75%, 11/01/43 (e) | | |
| | 1,700 | 1,634,295 |
| Ohio 0.3% | | |
| Ohio Higher Educational Facility Commission, Refunding RB, Summa Health System, 2010 Project (AGC), 5.25%, 11/15/40 | | |
| | 1,025 | 1,050,728 |
| Pennsylvania 1.2% | | |
| Pennsylvania HFA, Refunding RB, Series 99A, AMT, 5.25%, 10/01/32 | | |
| | 1,500 | 1,536,705 |
| Pennsylvania Turnpike Commission, RB, CAB, Sub-Series E, 6.48%, 12/01/38 (a) | 2,750 | 2,057,715 |

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| | | |
|---|-----|-----------|
| Philadelphia School District, GO, Series E, 6.00%, 9/01/38 | 400 | 436,204 |
| | | 4,030,624 |

Puerto Rico 1.9%

| | | |
|---|-------|-----------|
| Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 6.38%, 8/01/39 | 3,200 | 3,657,376 |
| Puerto Rico Sales Tax Financing Corp., Refunding RB: CAB, Series A (NPFGC), 5.70%, 8/01/41 (b) | 8,500 | 1,365,355 |
| First Sub-Series C, 6.00%, 8/01/39 | 1,180 | 1,328,350 |
| | | 6,351,081 |

Rhode Island 2.1%

| | | |
|--|-------|-----------|
| Providence Public Building Authority Rhode Island, RB, Series A (AGM), 6.25%, 12/15/10 (c) | 4,345 | 4,421,690 |
| Rhode Island Health & Educational Building Corp., Refunding RB, Public Schools Financing Program, Series E (AGC), 6.00%, 5/15/29 | 2,375 | 2,668,336 |
| | | 7,090,026 |

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------|
| Tennessee 1.8% | | |
| Knox County Health Educational & Housing Facilities Board Tennessee, Refunding RB, Covenant Health, Series A, 5.04%, 1/01/38 (b) | \$ 600 | \$ 123,684 |
| Metropolitan Government of Nashville & Davidson County Health & Educational Facilities Board, Refunding RB, Vanderbilt University, Series B, 5.50%, 10/01/29 | 5,000 | 5,789,600 |
| | | 5,913,284 |

Texas 12.8%

| | | |
|--|--------|------------|
| City of Houston Texas, Refunding RB, Combined, First Lien, Series A (AGC): | | |
| 6.00%, 11/15/35 | 2,100 | 2,432,682 |
| 5.38%, 11/15/38 | 1,350 | 1,482,179 |
| Dallas-Fort Worth International Airport Facilities Improvement Corp., RB, Series A, AMT (NPFGC), 5.50%, 11/01/33 | 13,000 | 13,171,990 |
| Lewisville ISD Texas, GO, Refunding, CAB, School Building (NPFGC), 4.67%, 8/15/24 (b) | 4,475 | 2,396,228 |
| Mansfield ISD Texas, GO, School Building (PSF-GTD), 5.00%, 2/15/33 | 1,725 | 1,840,816 |
| Matagorda County Navigation District No. 1 Texas, Refunding RB, Central Power & Light Co. Project, AMT (NPFGC), 5.20%, 5/01/30 (d) | 2,400 | 2,437,104 |
| North Texas Tollway Authority, RB (AGC), System, First Tier: | | |
| Series K-1, 5.75%, 1/01/38 | 3,800 | 4,206,410 |
| Series K-2, 6.00%, 1/01/38 | 4,015 | 4,536,950 |
| North Texas Tollway Authority, Refunding RB First Tier: | | |
| Series A, 6.00%, 1/01/28 | 2,795 | 3,123,385 |
| System, (NPFGC), 5.75%, 1/01/40 | 1,600 | 1,697,168 |

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| | | |
|--|-------|-------------|
| Texas State Turnpike Authority, RB, First Tier, Series A (AMBAC), 5.50%, 8/15/39 | 5,150 | 5,224,520 |
| | | 42,549,432 |
| Utah 1.6% | | |
| Utah Transit Authority, RB, Series A (AGM), 5.00%, 6/15/36 | 5,000 | 5,332,450 |
| Virginia 0.6% | | |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.35%, 7/01/31 | 1,955 | 1,969,506 |
| Washington 1.4% | | |
| Washington Health Care Facilities Authority, RB, Providence Health & Services, Series A: | | |
| 5.00%, 10/01/39 | 900 | 930,726 |
| 5.25%, 10/01/39 | 625 | 658,200 |
| Washington Health Care Facilities Authority, Refunding RB, Providence Health, Series D (AGM), 5.25%, 10/01/33 | 2,800 | 2,990,820 |
| | | 4,579,746 |
| Wisconsin 1.0% | | |
| Wisconsin Health & Educational Facilities Authority, RB, Ascension Health Senior Credit Group, 5.00%, 11/15/33 | 1,375 | 1,432,956 |
| Wisconsin Housing & EDA, Refunding RB, Series E, AMT, 5.50%, 9/01/38 | 1,800 | 1,937,268 |
| | | 3,370,224 |
| Total Municipal Bonds 121.6% | | 403,746,745 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)
(Percentages shown are based on Net Assets)

| Municipal Bonds Transferred to Tender Option Bond Trusts (f) | Par (000) | Value |
|---|--------------|--------------|
| Arizona 0.4% | | |
| Phoenix Civic Improvement Corp., RB, Junior Lien, Series A, 5.00%, 7/01/34 | \$ 1,200 | \$ 1,282,608 |
| California 5.2% | | |
| Anaheim Public Financing Authority California, RB, Electric System Distribution Facilities, Series A (AGM), 5.00%, 10/01/31 | 959 | 966,449 |
| Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32 | 2,500 | 2,622,425 |
| Orange County Sanitation District, COP (NPFGC), 5.00%, 2/01/33 | 7,458 | 7,625,172 |
| San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33 | 404 | 437,973 |
| San Diego County Water Authority, COP, Refunding, Series 2008-A (AGM), 5.00%, 5/01/33 | 2,810 | 2,962,695 |
| Tamalpais Union High School District California, GO, Election of 2001 (AGM), 5.00%, 8/01/28 | 1,605 | 1,688,412 |
| University of California, RB, Series O, 5.75%, 5/15/34 | 840 | 957,886 |
| | | 17,261,012 |
| Colorado 0.3% | | |
| Colorado Health Facilities Authority, Refunding RB, Catholic Healthcare, Series A, 5.50%, 7/01/34 | 900 | 969,088 |
| District of Columbia 1.0% | | |
| District of Columbia, RB, Series A, 5.50%, 12/01/30 | 1,005 | 1,151,026 |
| District of Columbia Water & Sewer Authority, RB, Series A, 6.00%, 10/01/35 | 1,770 | 2,014,992 |
| | | 3,166,018 |
| Florida 5.8% | | |
| City of Tallahassee Florida, RB (NPFGC), 5.00%, 10/01/37 | 7,500 | 7,711,650 |
| Florida State Board of Education, GO, Series D, 5.00%, 6/01/37 | 1,349 | 1,414,672 |
| Miami-Dade County School Board, COP, Refunding, Series B (AGC), 5.00%, 5/01/33 | 10,000 | 10,143,700 |
| | | 19,270,022 |
| Georgia 5.4% | | |
| City of Atlanta Georgia, RB, General, Series B (AGM), 5.25%, 1/01/33 | 17,356 | 17,921,700 |

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| | | |
|---|----------------------|--------------|
| Illinois 0.6% | | |
| Illinois State Toll Highway Authority, RB, Series B, 5.50%, 1/01/33 | 1,880 | 2,031,973 |
| Louisiana 1.7% | | |
| State of Louisiana, RB, Series A (AGM), 5.00%, 5/01/36 | 5,400 | 5,629,230 |
| Massachusetts 3.4% | | |
| Massachusetts School Building Authority, RB, Series A (AGM), 5.00%, 8/15/30 | 10,600 | 11,216,981 |
| Nevada 3.4% | | |
| City of Las Vegas Nevada, GO, Limited Tax, Performing Arts Center, 6.00%, 4/01/39 | 3,778 | 4,201,606 |
| Clark County Water Reclamation District, GO, Series B: 5.50%, 7/01/29 | 4,499 | 5,030,795 |
| 5.75%, 7/01/34 | 1,829 | 2,061,968 |
| | | 11,294,369 |
| New Hampshire 2.3% | | |
| New Hampshire Health & Education Facilities Authority, RB, Dartmouth-Hitchcock Obligation (AGM), 5.50%, 8/01/27 | 7,390 | 7,761,495 |
| Municipal Bonds Transferred to Tender Option Bond Trusts (f) | | |
| | Par (000) | Value |
| New York 1.8% | | |
| New York City Municipal Water Finance Authority, RB, Fiscal 2009, Series A, 5.75%, 6/15/40 | \$ 1,260 | \$ 1,438,918 |
| New York State Thruway Authority, RB, Series G (AGM), 5.00%, 1/01/32 | 3,100 | 3,233,424 |
| Triborough Bridge & Tunnel Authority, RB, General, Series A-2, 5.25%, 11/15/34 | 1,300 | 1,420,159 |
| | | 6,092,501 |
| Ohio 0.2% | | |
| State of Ohio, RB, Cleveland Clinic Health, Series B, 5.50%, 1/01/34 | 580 | 628,326 |
| South Carolina 2.7% | | |
| Charleston Educational Excellence Finance Corp., RB, Charleston County School (AGC): | | |
| 5.25%, 12/01/28 | 3,120 | 3,363,079 |
| 5.25%, 12/01/29 | 2,765 | 2,955,149 |
| 5.25%, 12/01/30 | 1,010 | 1,073,519 |
| South Carolina State Public Service Authority, RB, Santee Cooper, Series A, 5.50%, 1/01/38 | 1,275 | 1,415,569 |
| | | 8,807,316 |
| Texas 0.7% | | |
| Clear Creek ISD Texas, GO, Refunding, School Building (PSF-GTD), 5.00%, 2/15/33 | 2,200 | 2,421,562 |

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| | | |
|--|---------------|----------------|
| Virginia 0.1% | | |
| Fairfax County IDA Virginia, Refunding RB, Health Care, Inova Health System, Series A, 5.50%, 5/15/35 | 350 | 380,818 |
| Washington 1.3% | | |
| Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/32 | 4,004 | 4,224,228 |
| Wisconsin 0.4% | | |
| Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health Inc., 5.25%, 4/01/39 | 1,430 | 1,504,115 |
| Total Municipal Bonds Transferred to Tender Option Bond Trusts 36.7% | | 121,863,362 |
| Total Long-Term Investments (Cost \$505,115,498) 158.3% | | 525,610,107 |
| Short-Term Securities | Shares | |
| FBI Institutional Tax-Exempt Fund, 0.13% (g)(h) | 6,417,821 | 6,417,821 |
| Total Short-Term Securities (Cost \$6,417,821) 2.0% | | 6,417,821 |
| Total Investments (Cost \$511,533,319*) 160.3% | | 532,027,928 |
| Other Assets Less Liabilities 1.3% | | 4,159,303 |
| Liability for Trust Certificates, Including Interest Expense and Fees Payable (18.6)% | | (61,643,192) |
| Preferred Shares, at Redemption Value (43.0)% | | (142,601,192) |
| Net Assets Applicable to Common Shares 100.0% | | \$ 331,942,847 |

See Notes to Financial Statements.

Schedule of Investments (concluded)

BlackRock MuniEnhanced Fund, Inc. (MEN)

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 450,680,035 |
| Gross unrealized appreciation | \$ 23,575,034 |
| Gross unrealized depreciation | (3,810,048) |
| Net unrealized appreciation | \$ 19,764,986 |

- (a) Represents a step-up bond that pays an initial coupon rate for the first period and then a higher coupon rate for the following periods. Rate shown reflects the current yield as of report date.
- (b) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (c) US government securities, held in escrow, are used to pay interest on this security as well as to retire the bond in full at the date indicated, typically at a premium to par.
- (d) Variable rate security. Rate shown is as of report date.
- (e) When-issued security. Unsettled when-issued transactions were as follows:

| Counterparty | Unrealized Value | Appreciation |
|----------------------|------------------|--------------|
| JPMorgan Chase & Co. | \$1,634,295 | \$2,652 |

- (f) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (g) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------|-------------------------------|--------------|---------------------------------|--------|
| | | | | |

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FII Institutional Tax-Exempt Fund 7,207,423 (789,602) 6,417,821 \$5,978

(h) Represents the current yield as of report date.

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments)

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|--------------|----------------|---------|----------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 525,610,107 | | \$ 525,610,107 |
| Short-Term Securities | \$ 6,417,821 | | | 6,417,821 |
| Total | \$ 6,417,821 | \$ 525,610,107 | | \$ 532,027,928 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock MuniHoldings Fund, Inc. (MHD)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Alabama 1.7% | | |
| County of Jefferson Alabama, RB, Series A, 5.00%, 1/01/24 | \$ 4,550 | \$ 3,970,011 |
| Arizona 5.0% | | |
| Maricopa County IDA Arizona, RB, Arizona Charter Schools Project, Series A, 6.75%, 7/01/29 | 2,200 | 1,528,758 |
| Maricopa County Pollution Control Corp., Refunding RB, Southern California Edison Co., Series A, 5.00%, 6/01/35 | 1,185 | 1,211,224 |
| Phoenix IDA Arizona, Refunding RB, America West Airlines Inc. Project, AMT, 6.30%, 4/01/23 | 2,215 | 1,945,523 |
| Pima County IDA, Refunding IDR, Tucson Electric Power, 5.75%, 9/01/29 | 770 | 795,703 |
| Salt River Project Agricultural Improvement & Power District, RB, Series A, 5.00%, 1/01/38 | 1,370 | 1,444,994 |
| Salt Verde Financial Corp., RB, Senior: 5.00%, 12/01/32 | 2,000 | 1,932,440 |
| 5.00%, 12/01/37 | 2,360 | 2,219,957 |
| Show Low Improvement District, Special Assessment Bonds, District No. 5, 6.38%, 1/01/15 | 305 | 305,427 |
| | | 11,384,026 |
| California 14.8% | | |
| Agua Caliente Band of Cahuilla Indians, RB, 5.60%, 7/01/13 (a) | 255 | 252,399 |
| California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.75%, 7/01/39 | 1,530 | 1,626,421 |
| California State Public Works Board, RB, Various Capital Projects, Sub-Series I-1, 6.38%, 11/01/34 | 820 | 898,777 |
| California Statewide Communities Development Authority, RB: | | |
| Health Facility, Memorial Health Services, Series A, 6.00%, 10/01/23 | 3,870 | 4,081,650 |
| John Muir Health, 5.13%, 7/01/39 | 1,510 | 1,516,720 |
| Los Angeles Department of Airports, RB, Series A, 5.25%, 5/15/39 | 555 | 585,292 |
| Los Angeles Department of Airports, Refunding RB, Senior, Los Angeles International Airport, Series A, 5.00%, 5/15/40 | 4,115 | 4,266,679 |
| Montebello Unified School District California, GO, CAB (NPFGC) (b): | | |
| 5.63%, 8/01/22 | 2,405 | 1,258,031 |
| 5.62%, 8/01/23 | 2,455 | 1,202,115 |
| San Diego Unified School District California, GO, CAB, Election of 2008, Series A, 6.06%, 7/01/29 (b) | 3,475 | 1,188,346 |

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| | | |
|---|-------|------------|
| San Francisco City & County Public Utilities Commission, RB, Series B, 5.00%, 11/01/39 | 6,600 | 6,992,502 |
| State of California, GO, Various Purpose, 6.50%, 4/01/33 | 8,370 | 9,840,358 |
| | | 33,709,290 |

Colorado 3.4%

| | | |
|--|-------|-----------|
| Colorado Educational & Cultural Facilities Authority, RB, Charter School, Colorado Springs, 5.50%, 7/01/40 | 1,455 | 1,478,891 |
| Colorado Health Facilities Authority, Refunding RB, Sisters of Leavenworth, Series A, 5.00%, 1/01/40 | 1,525 | 1,554,112 |
| Elk Valley Public Improvement Corp., RB, Public Improvement Fee, Series A, 7.35%, 9/01/31 | 2,645 | 2,533,196 |
| Plaza Metropolitan District No. 1 Colorado, Tax Allocation Bonds, Subordinate Public Improvement Fee, Tax Increment, 8.13%, 12/01/25 | 1,000 | 929,880 |
| University of Colorado, RB, Series A, 5.38%, 6/01/38 | 1,250 | 1,360,575 |
| | | 7,856,654 |

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Connecticut 2.8%

| | | |
|--|----------|--------------|
| Connecticut State Development Authority, RB, AFCO Cargo BDL LLC Project, AMT, 8.00%, 4/01/30 | \$ 2,735 | \$ 2,657,517 |
| Connecticut State Health & Educational Facility Authority, RB: Ascension Health Senior Credit, 5.00%, 11/15/40 | 955 | 1,000,257 |
| Wesleyan University, 5.00%, 7/01/35 | 2,515 | 2,719,143 |
| | | 6,376,917 |

Delaware 1.2%

| | | |
|---|-------|-----------|
| Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45 | 2,830 | 2,818,793 |
|---|-------|-----------|

District of Columbia 2.2%

| | | |
|---|--------|-----------|
| Metropolitan Washington Airports Authority, RB: CAB, 2nd Senior Lien, Series B (AGC), 7.10%, 10/01/35 (b) | 13,485 | 2,987,332 |
| First Senior Lien, Series A, 5.00%, 10/01/39 | 505 | 525,367 |
| First Senior Lien, Series A, 5.25%, 10/01/44 | 1,470 | 1,551,335 |
| | | 5,064,034 |

Florida 7.6%

| | | |
|---|-------|-----------|
| City of Clearwater Florida, RB, Series A, 5.25%, 12/01/39 | 1,195 | 1,271,384 |
| County of Broward Florida, RB, Series A, 5.25%, 10/01/34 | 750 | 803,100 |
| County of Miami-Dade Florida, RB: CAB, Sub-Series A (NPFGC), 5.24%, 10/01/37 (b) | 2,340 | 394,618 |
| Water & Sewer System, 5.00%, 10/01/34 | 3,935 | 4,097,319 |
| County of Miami-Dade Florida, Refunding RB, Miami International Airport, Series A-1, 5.38%, 10/01/41 | 2,620 | 2,704,285 |
| | 2,095 | 2,038,582 |

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Greater Orlando Aviation Authority Florida, RB, Special Purpose, JetBlue Airways Corp., AMT, 6.50%, 11/15/36

| | | |
|---|-------|-----------|
| Hillsborough County IDA, RB, National Gypsum Co., Series B, AMT, 7.13%, 4/01/30 | 1,900 | 1,852,158 |
|---|-------|-----------|

| | | |
|--|-------|-----------|
| Midtown Miami Community Development District, Special Assessment Bonds, Series B, 6.50%, 5/01/37 | 2,450 | 2,459,089 |
|--|-------|-----------|

| | | |
|--|-----|---------|
| Palm Coast Park Community Development District, Special Assessment Bonds, 5.70%, 5/01/37 | 675 | 421,423 |
|--|-----|---------|

| | | |
|--|-------|-----------|
| Preserve at Wilderness Lake Community Development District, Special Assessment Bonds, Series A, 5.90%, 5/01/34 | 1,535 | 1,369,097 |
|--|-------|-----------|

17,411,055

Georgia 1.4%

| | | |
|--|-----|---------|
| De Kalb Private Hospital Authority, Refunding RB, Children s Healthcare, 5.25%, 11/15/39 | 585 | 615,514 |
|--|-----|---------|

| | | |
|--|-------|-----------|
| Metropolitan Atlanta Rapid Transit Authority, RB, Third Series, 5.00%, 7/01/39 | 2,410 | 2,585,014 |
|--|-------|-----------|

3,200,528

Guam 0.7%

| | | |
|----------------------------------|-----|---------|
| Territory of Guam, GO, Series A: | | |
| 6.00%, 11/15/19 | 440 | 470,369 |
| 6.75%, 11/15/29 | 630 | 697,813 |
| 7.00%, 11/15/39 | 430 | 481,776 |

1,649,958

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| Illinois 5.3% | | |
| City of Chicago Illinois, Special Assessment Bonds, Lake Shore East, 6.75%, 12/01/32 | \$ 1,200 | \$ 1,178,304 |
| Illinois Finance Authority, RB, Navistar International, Recovery Zone, 6.50%, 10/15/40 | 1,070 | 1,110,136 |
| Illinois Finance Authority, Refunding RB, Central DuPage Health, Series B, 5.50%, 11/01/39 | 1,115 | 1,184,085 |
| Illinois HDA, RB, Homeowner Mortgage, Sub-Series C2, AMT, 5.35%, 2/01/27 | 2,730 | 2,764,398 |
| Metropolitan Pier & Exposition Authority, Refunding RB, McCormick Place Expansion Project (AGM): CAB, Series B, 6.25%, 6/15/47 (b) | 13,220 | 1,392,462 |
| Series B, 5.00%, 6/15/50 | 2,190 | 2,186,124 |
| Series B-2, 5.00%, 6/15/50 | 1,740 | 1,713,326 |
| State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34 | 440 | 460,473 |
| | | 11,989,308 |
| Indiana 1.7% | | |
| Indiana Finance Authority, RB, Sisters of St. Francis Health, 5.25%, 11/01/39 | 585 | 609,272 |
| Indiana Finance Authority, Refunding RB, Parkview Health System, Series A, 5.75%, 5/01/31 | 2,300 | 2,424,844 |
| Indiana Municipal Power Agency, RB, Series B, 6.00%, 1/01/39 | 775 | 852,035 |
| | | 3,886,151 |
| Kansas 1.7% | | |
| Kansas Development Finance Authority, Refunding RB: Adventist Health, 5.75%, 11/15/38 | 2,465 | 2,724,589 |
| Sisters of Leavenworth, Series A, 5.00%, 1/01/40 | 1,155 | 1,187,444 |
| | | 3,912,033 |
| Kentucky 0.6% | | |
| Kentucky Economic Development Finance Authority, Refunding RB, Owensboro Medical Health System, Series A, 6.38%, 6/01/40 | 700 | 741,916 |
| Louisville & Jefferson County Metropolitan Sewer District Kentucky, RB, Series A (NPFGC), 5.50%, 5/15/34 | 700 | 733,390 |
| | | 1,475,306 |
| Louisiana 2.1% | | |

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| | | |
|--|-------|-----------|
| East Baton Rouge Sewerage Commission, RB, Series A, 5.25%, 2/01/39 | 570 | 608,891 |
| Louisiana Local Government Environmental Facilities & Community Development Authority, RB, Westlake Chemical Corp. Projects, 6.75%, 11/01/32 | 3,500 | 3,713,360 |
| New Orleans Aviation Board, Refunding RB, Passenger Facility Charge, Series A, 5.25%, 1/01/41 | 430 | 435,590 |
| | | 4,757,841 |

Maine 0.1%

| | | |
|--|-----|---------|
| Maine Health & Higher Educational Facilities Authority, RB, Series A, 5.00%, 7/01/39 | 210 | 218,299 |
|--|-----|---------|

Maryland 1.3%

| | | |
|--|-------|-----------|
| Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35 | 300 | 312,549 |
| Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25 | 580 | 592,180 |
| Maryland State Energy Financing Administration, RB, Cogeneration, AES Warrior Run, AMT, 7.40%, 9/01/19 | 1,970 | 1,971,044 |
| | | 2,875,773 |

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Massachusetts 2.4% | | |
| Massachusetts Development Finance Agency, Refunding RB, Boston University, Series P, 5.45%, 5/15/59 | \$ 1,165 | \$ 1,260,390 |
| Massachusetts HFA, RB, M/F Housing, Series A, AMT, 5.25%, 12/01/48 | 2,900 | 2,867,317 |
| Massachusetts Health & Educational Facilities Authority, Refunding RB, Partners Healthcare, Series J1, 5.00%, 7/01/39 | 1,255 | 1,290,492 |
| | | 5,418,199 |

Michigan 3.6%

| | | |
|---|-------|-----------|
| City of Detroit Michigan, RB, Senior Lien, Series B (AGM), 7.50%, 7/01/33 | 635 | 773,798 |
| Flint Hospital Building Authority Michigan, Refunding RB, Hurley Medical Center (ACA), 6.00%, 7/01/20 | 1,245 | 1,242,161 |
| Kalamazoo Hospital Finance Authority, Refunding RB, Bronson Methodist Hospital, 5.50%, 5/15/36 | 955 | 978,484 |
| Michigan State Hospital Finance Authority, Refunding RB, Hospital, Henry Ford Health, 5.75%, 11/15/39 | 2,105 | 2,176,886 |
| Michigan Strategic Fund, Refunding RB, Detroit Edison Co., Pollution, Series B, AMT, 5.65%, 9/01/29 | 3,000 | 3,010,950 |
| | | 8,182,279 |

Minnesota 1.1%

| | | |
|--|-------|-----------|
| City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series A, 6.75%, 11/15/32 | 2,135 | 2,434,519 |
|--|-------|-----------|

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| | | |
|---|-------|------------|
| Mississippi 0.7% | | |
| Mississippi Development Bank Special Obligation, Refunding RB, Gulfport Water & Sewer System Project (AGM): | | |
| 5.25%, 7/01/17 | 395 | 448,700 |
| 5.25%, 7/01/19 | 485 | 538,413 |
| University of Southern Mississippi, RB, Campus Facilities Improvements Project, 5.38%, 9/01/36 | | |
| | 675 | 732,504 |
| | | 1,719,617 |
| Montana 0.7% | | |
| Montana Facility Finance Authority, Refunding RB, Sisters of Leavenworth, Series A, 4.75%, 1/01/40 | | |
| | 1,575 | 1,629,369 |
| New Hampshire 1.4% | | |
| New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth-Hitchcock, 6.00%, 8/01/38 | | |
| | 3,035 | 3,270,121 |
| New Jersey 6.4% | | |
| New Jersey EDA, RB: | | |
| Cigarette Tax, 5.75%, 6/15/29 | | |
| | 5,385 | 5,299,971 |
| Continental Airlines Inc. Project, AMT, 6.63%, 9/15/12 | | |
| | 1,000 | 1,013,510 |
| Continental Airlines Inc. Project, AMT, 6.25%, 9/15/29 | | |
| | 2,950 | 2,890,882 |
| New Jersey State Turnpike Authority, RB, Series C (AGM), 5.00%, 1/01/30 | | |
| | 3,500 | 3,678,395 |
| Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.50%, 6/01/23 | | |
| | 1,770 | 1,656,507 |
| | | 14,539,265 |

See Notes to Financial Statements.

SEMI-ANNUAL REPORT

OCTOBER 31, 2010

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------------|
| New York 3.5% | | |
| City of Troy New York, Refunding RB, Rensselaer Polytechnic, Series A, 5.13%, 9/01/40 | \$ 950 | \$ 982,965 |
| Dutchess County Industrial Development Agency New York, Refunding RB, St. Francis Hospital, Series A, 7.50%, 3/01/29 | 1,100 | 1,105,379 |
| Long Island Power Authority, Refunding RB, Series A, 5.75%, 4/01/39 | 1,450 | 1,608,862 |
| Metropolitan Transportation Authority, Refunding RB, Series B, 5.00%, 11/15/34 | 1,740 | 1,851,899 |
| New York City Industrial Development Agency, RB: Continental Airlines Inc. Project, AMT, 8.00%, 11/01/12 | 300 | 304,962 |
| Continental Airlines Inc. Project, Mandatory Put Bonds, AMT, 8.38%, 11/01/16 | 725 | 735,266 |
| Series C, 6.80%, 6/01/28 | 535 | 561,825 |
| New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, 6.38%, 7/15/49 | 850 | 910,716 |
| | | <u>8,061,874</u> |
| North Carolina 2.1% | | |
| North Carolina Capital Facilities Finance Agency, RB, Duke Energy Carolinas, Series B, 4.38%, 10/01/31 | 1,120 | 1,098,138 |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Duke Energy Carolinas, Series A, 4.63%, 11/01/40 | 1,875 | 1,824,562 |
| North Carolina Medical Care Commission, RB, Duke University Health System, Series A, 5.00%, 6/01/42 | 970 | 1,009,809 |
| North Carolina Municipal Power Agency No. 1 Catawba, Refunding RB, Series A, 5.00%, 1/01/30 | 740 | 778,458 |
| | | <u>4,710,967</u> |
| Ohio 0.8% | | |
| Buckeye Tobacco Settlement Financing Authority, RB, Asset-Backed, Senior Series A-2, 6.50%, 6/01/47 | 2,160 | 1,806,106 |
| Pennsylvania 8.3% | | |
| Allegheny County Hospital Development Authority, Refunding RB, Health System, West Penn, Series A, 5.38%, 11/15/40 | 1,510 | 1,162,398 |
| Bucks County IDA, RB, Ann s Choice Inc. Facility, Series A, 6.25%, 1/01/35 | 1,700 | 1,670,913 |
| Montgomery County Higher Education & Health Authority, Refunding RB, Abington Memorial Hospital, | 795 | 806,822 |

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| | | |
|--|-------|------------|
| Series A, 5.13%, 6/01/33 | | |
| Pennsylvania Economic Development Financing Authority, RB: | | |
| American Water Co. Project, 6.20%, 4/01/39 | 2,520 | 2,772,932 |
| Aqua Pennsylvania Inc. Project, 5.00%, 11/15/40 | 1,315 | 1,355,489 |
| National Gypsum Co., Series B, AMT, 6.13%, 11/01/27 | 3,500 | 3,081,400 |
| Pennsylvania Turnpike Commission, RB, Sub-Series B, 5.25%, 6/01/39 | 4,775 | 4,964,090 |
| Philadelphia Authority for Industrial Development, RB: | | |
| Arbor House Inc. Project, Series E, 6.10%, 7/01/33 | 1,105 | 1,103,541 |
| Commercial Development, AMT, 7.75%, 12/01/17 | 725 | 725,928 |
| Saligman House Project, Series C (HUD), 6.10%, 7/01/33 | 1,245 | 1,243,357 |
| | | 18,886,870 |

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Puerto Rico 3.7% | | |
| Commonwealth of Puerto Rico, GO, Refunding, Public Improvement, Series C, 6.00%, 7/01/39 | \$ 2,070 | \$ 2,275,178 |
| Puerto Rico Industrial Medical & Environmental Pollution Control Facilities Financing Authority, RB, Special Facilities, American Airlines, Series A, 6.45%, 12/01/25 | 1,205 | 1,132,760 |
| Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 6.50%, 8/01/44 | 3,860 | 4,443,401 |
| Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 6.52%, 8/01/38 (b) | 2,975 | 531,871 |
| | | 8,383,210 |
| Tennessee 2.8% | | |
| Educational Funding of the South Inc., RB, Senior, Sub-Series B, AMT, 6.20%, 12/01/21 | 2,685 | 2,688,329 |
| Hardeman County Correctional Facilities Corp. Tennessee, RB, 7.75%, 8/01/17 | 3,025 | 3,011,146 |
| Rutherford County Health & Educational Facilities Board, RB, Ascension Health Senior Credit Group, 5.00%, 11/15/40 | 710 | 746,899 |
| | | 6,446,374 |

| | | |
|--|-------|-----------|
| Texas 12.5% | | |
| Brazos River Authority, Refunding RB, TXU Electric Co. Project, Series C, Mandatory Put Bonds, AMT, 5.75%, 5/01/36 (c) | 2,570 | 2,441,500 |
| Brazos River Harbor Navigation District, Refunding RB, Dow Chemical Co. Project, Series A7, AMT, 6.63%, 5/15/33 | 3,655 | 3,751,309 |
| City of Dallas Texas, Refunding RB, 5.00%, 10/01/35 | 1,050 | 1,129,916 |
| City of Houston Texas, RB, Senior Lien, Series A, 5.50%, 7/01/39 | 1,070 | 1,156,360 |
| Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/35 | 1,910 | 2,192,928 |

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| | | |
|---|-------|------------|
| La Vernia Higher Education Finance Corp., RB, KIPP Inc., 6.38%, 8/15/44 | 820 | 866,781 |
| Matagorda County Hospital District Texas, RB (FHA), 5.00%, 2/15/35 | 3,750 | 3,788,288 |
| North Texas Tollway Authority, RB, Toll, 2nd Tier, Series F, 6.13%, 1/01/31 | 4,190 | 4,520,800 |
| San Antonio Energy Acquisition Public Facility Corp., RB, Gas Supply: 5.50%, 8/01/24 | 1,100 | 1,189,485 |
| 5.50%, 8/01/25 | 1,120 | 1,208,290 |
| Texas Department of Housing & Community Affairs, RB, Series A, AMT (Ginnie Mae), 5.70%, 1/01/33 | 35 | 35,073 |
| Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien: LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40 | 2,990 | 3,250,070 |
| NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39 | 2,695 | 2,924,452 |
| | | 28,455,252 |
| Utah 1.1% | | |
| City of Riverton Utah, RB, IHC Health Services Inc., 5.00%, 8/15/41 | 2,525 | 2,624,990 |
| U.S. Virgin Islands 1.5% | | |
| United States Virgin Islands, Refunding RB, Senior Secured, Hovensa Coker Project, AMT, 6.50%, 7/01/21 | 3,460 | 3,520,031 |
| Vermont 1.1% | | |
| Vermont Educational & Health Buildings Financing Agency, RB, Developmental & Mental Health, Series A, 6.00%, 6/15/17 | 2,370 | 2,410,835 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------------|
| Virginia 2.1% | | |
| Tobacco Settlement Financing Corp. Virginia, Refunding RB, Senior Series B1, 5.00%, 6/01/47 | \$ 3,990 | \$ 2,801,219 |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.35%, 7/01/31 | 2,025 | 2,040,026 |
| | | <u>4,841,245</u> |
| Washington 0.6% | | |
| Seattle Housing Authority Washington, HRB, Replacement Housing Projects, 6.13%, 12/01/32 | 1,305 | 1,270,287 |
| Wisconsin 4.4% | | |
| State of Wisconsin, Refunding RB, Series A, 6.00%, 5/01/36 | 4,980 | 5,665,198 |
| Wisconsin Health & Educational Facilities Authority, RB: Ascension Health Senior Credit Group, 5.00%, 11/15/33 | 1,710 | 1,782,077 |
| New Castle Place Project, Series A, 7.00%, 12/01/31 | 825 | 826,510 |
| SynergyHealth Inc., 6.00%, 11/15/32 | 1,755 | 1,816,845 |
| | | <u>10,090,630</u> |
| Wyoming 0.1% | | |
| Wyoming Municipal Power Agency, RB, Series A, 5.00%, 1/01/42 | 210 | 213,081 |
| Total Municipal Bonds 114.5% | | <u>261,471,098</u> |

**Municipal Bonds Transferred to
Tender Option Bond Trusts (d)**

| | | |
|--|-------|-----------|
| California 4.7% | | |
| Bay Area Toll Authority, Refunding RB, San Francisco Bay Area, Series F-1, 5.63%, 4/01/44 | 2,270 | 2,519,900 |
| California Educational Facilities Authority, RB, University of Southern California, Series A, 5.25%, 10/01/39 | 1,845 | 1,997,600 |
| Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32 | 1,620 | 1,699,331 |
| | 748 | 811,061 |

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| | | |
|--|-------|------------|
| San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33 | | |
| Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35 | 3,494 | 3,699,633 |
| | | <hr/> |
| | | 10,727,525 |

Colorado 2.6%

| | | |
|--|-------|-----------|
| Colorado Health Facilities Authority, RB (AGM), Catholic Health: Series C-3, 5.10%, 10/01/41 | 2,580 | 2,652,808 |
| Series C-7, 5.00%, 9/01/36 | 1,650 | 1,695,705 |
| Colorado Health Facilities Authority, Refunding RB, Catholic Healthcare, Series A, 5.50%, 7/01/34 | 1,490 | 1,604,379 |
| | | <hr/> |
| | | 5,952,892 |

Connecticut 3.0%

| | | |
|--|-------|-----------|
| Connecticut State Health & Educational Facility Authority, RB, Yale University: Series T-1, 4.70%, 7/01/29 | 3,180 | 3,414,175 |
| Series X-3, 4.85%, 7/01/37 | 3,270 | 3,450,799 |
| | | <hr/> |
| | | 6,864,974 |

Georgia 1.1%

| | | |
|--|-------|-----------|
| Private Colleges & Universities Authority, Refunding RB, Emory University, Series C, 5.00%, 9/01/38 | 2,259 | 2,397,420 |
|--|-------|-----------|

**Municipal Bonds Transferred to
Tender Option Bond Trusts (d)**

| | Par (000) | Value |
|---|--------------|--------------|
| Massachusetts 2.3% | | |
| Massachusetts School Building Authority, RB, Series A (AGM), 5.00%, 8/15/30 | \$ 4,994 | \$ 5,284,901 |
| New Hampshire 0.7% | | |
| New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth College, 5.25%, 6/01/39 | 1,409 | 1,549,195 |
| New York 4.4% | | |
| New York City Municipal Water Finance Authority, RB, Series FF-2, 5.50%, 6/15/40 | 1,110 | 1,252,571 |
| New York State Dormitory Authority, ERB, Series F, 5.00%, 3/15/35 | 4,035 | 4,214,809 |
| Sales Tax Asset Receivable Corp., RB, Series A (AMBAC), 5.25%, 10/15/27 | 4,240 | 4,682,364 |
| | | <hr/> |
| | | 10,149,744 |

North Carolina 0.5%

| | | |
|--|-------|-----------|
| North Carolina Capital Facilities Finance Agency, Refunding RB, Wake Forest University, 5.00%, 1/01/38 | 1,080 | 1,143,018 |
|--|-------|-----------|

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Ohio 4.6%

| | | |
|--|-------|------------|
| State of Ohio, Refunding RB, Cleveland Clinic Health, Series A, 5.50%, 1/01/39 | 9,650 | 10,391,989 |
|--|-------|------------|

Tennessee 1.0%

| | | |
|--|-------|-----------|
| Shelby County Health Educational & Housing Facilities Board, Refunding RB, St. Jude's Children's Research Hospital, 5.00%, 7/01/31 | 2,250 | 2,353,748 |
|--|-------|-----------|

Texas 2.1%

| | | |
|--|-------|-----------|
| County of Harris Texas, RB, Senior Lien, Toll Road, Series A, 5.00%, 8/15/38 | 4,620 | 4,851,000 |
|--|-------|-----------|

Virginia 7.6%

| | | |
|--|--------|------------|
| University of Virginia, Refunding RB, General, 5.00%, 6/01/40 | 3,750 | 4,021,125 |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.38%, 7/01/36 | 10,940 | 11,144,140 |
| Virginia Small Business Financing Authority, Refunding RB, Sentara Healthcare, 5.00%, 11/01/40 | 2,094 | 2,206,166 |

17,371,431

Washington 0.9%

| | | |
|---|-------|-----------|
| Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/32 | 1,860 | 1,961,814 |
|---|-------|-----------|

Wisconsin 1.8%

| | | |
|--|-------|-----------|
| Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health Inc., 5.25%, 4/01/39 | 3,959 | 4,165,241 |
|--|-------|-----------|

Total Municipal Bonds Transferred to Tender Option Bond Trusts 37.3%

85,164,892

Total Long-Term Investments (Cost \$332,204,086) 151.8%

346,635,990

Short-Term Securities

Shares

| | | |
|---|---------|---------|
| FFI Institutional Tax-Exempt Fund, 0.13% (e)(f) | 967,139 | 967,139 |
|---|---------|---------|

Total Short-Term Securities (Cost \$967,139) 0.4%

967,139

Total Investments (Cost \$333,171,225*) 152.2%

347,603,129

Other Assets Less Liabilities 3.5%

7,939,169

Liability for Trust Certificates, Including

Interest Expense and Fees Payable (19.0)% (43,519,724)

Preferred Shares, at Redemption Value (36.7)% (83,705,999)

Net Assets Applicable to Common Shares 100.0%

\$ 228,316,575

See Notes to Financial Statements.

SEMI-ANNUAL REPORT

OCTOBER 31, 2010

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Schedule of Investments (concluded)

BlackRock MuniHoldings Fund, Inc. (MHD)

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 288,799,108 |
| Gross unrealized appreciation | \$ 18,117,701 |
| Gross unrealized depreciation | (2,801,302) |
| Net unrealized appreciation | \$ 15,316,399 |

- (a) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration to qualified institutional investors.
- (b) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date. (c) Variable rate security. Rate shown is as of report date.
- (d) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (e) Represents the current yield as of report date.
- (f) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------------------------------|--|-----------------|--|----------|
| FFI Institutional Tax-Exempt Fund | 3,354,654 | (2,387,515) | 967,139 | \$ 2,341 |

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments)

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The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|-------------------|-----------------------|---------|-----------------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 346,635,990 | | \$ 346,635,990 |
| Short-Term Securities | \$ 967,139 | | | 967,139 |
| Total | \$ 967,139 | \$ 346,635,990 | | \$ 347,603,129 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock MuniHoldings Fund II, Inc. (MUH)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Alabama 1.8% | | |
| County of Jefferson Alabama, RB, Series A, 5.00%, 1/01/24 | \$ 3,450 | \$ 3,010,229 |
| Arizona 4.2% | | |
| Maricopa County Pollution Control Corp., Refunding RB, Southern California Edison Co., Series A, 5.00%, 6/01/35 | 855 | 873,921 |
| Phoenix IDA Arizona, Refunding RB, America West Airlines Inc. Project, AMT, 6.30%, 4/01/23 | 2,060 | 1,809,380 |
| Pima County IDA, RB, Arizona Charter Schools Project, Series C, 6.75%, 7/01/31 | 950 | 953,496 |
| Pima County IDA, Refunding IDRIB, Tucson Electric Power, 5.75%, 9/01/29 | 560 | 578,693 |
| Salt River Project Agricultural Improvement & Power District, RB, Series A, 5.00%, 1/01/38 | 990 | 1,044,193 |
| Salt Verde Financial Corp., RB, Senior, 5.00%, 12/01/37 | 1,385 | 1,302,814 |
| Show Low Improvement District, Special Assessment Bonds, District No. 5, 6.38%, 1/01/15 | 605 | 605,847 |
| | | 7,168,344 |
| California 19.5% | | |
| Benicia Unified School District, GO, CAB, Series A (NPFGC), 5.62%, 8/01/20 (a) | 2,000 | 1,224,020 |
| California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.75%, 7/01/39 | 1,110 | 1,179,952 |
| California State Public Works Board, RB, Various Capital Projects, Sub-Series I-1, 6.38%, 11/01/34 | 600 | 657,642 |
| California Statewide Communities Development Authority, RB, John Muir Health, 5.13%, 7/01/39 | 1,090 | 1,094,850 |
| Los Angeles Department of Airports, RB, Series A, 5.25%, 5/15/39 | 400 | 421,832 |
| Los Angeles Department of Airports, Refunding RB, Senior, Los Angeles International Airport, Series A, 5.00%, 5/15/40 | 2,975 | 3,084,658 |
| Poway Unified School District, Special Tax Bonds, Community Facilities District No. 6 Area, Series A, 6.13%, 9/01/33 | 1,750 | 1,767,990 |
| San Diego Unified School District California, GO, CAB, Election of 2008, Series A, 6.06%, 7/01/29 (a) | 2,525 | 863,474 |
| San Francisco City & County Public Utilities Commission, RB, Series B, 5.00%, 11/01/39 | 4,770 | 5,053,672 |
| San Marino Unified School District California, GO, Series A (NPFGC) (a): | | |

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| | | |
|--|-------|-----------|
| 5.51%, 7/01/17 | 1,820 | 1,459,585 |
| 5.56%, 7/01/18 | 1,945 | 1,463,710 |
| 5.60%, 7/01/19 | 2,070 | 1,467,651 |
| State of California, GO, Various Purpose: | | |
| 6.00%, 3/01/33 | 1,265 | 1,453,030 |
| 6.50%, 4/01/33 | 7,325 | 8,611,783 |
| University of California, RB, Limited Project, Series B, | | |
| 4.75%, 5/15/38 | 3,495 | 3,520,968 |

33,324,817

Colorado 2.8%

| | | |
|--|-------|-----------|
| Colorado Educational & Cultural Facilities Authority, RB, | | |
| Charter School, Colorado Springs, 5.50%, 7/01/40 | 1,055 | 1,072,323 |
| Colorado Health Facilities Authority, Refunding RB, | | |
| Sisters of Leavenworth, Series A, 5.00%, 1/01/40 | 1,100 | 1,120,999 |
| Elk Valley Public Improvement Corp., RB, Public | | |
| Improvement Fee, Series A, 7.10%, 9/01/14 | 800 | 816,488 |
| Plaza Metropolitan District No. 1 Colorado, Tax Allocation | | |
| Bonds, Subordinate Public Improvement Fee, Tax | | |
| Increment, 8.13%, 12/01/25 | 860 | 799,697 |
| University of Colorado, RB, Series A, 5.38%, 6/01/38 | 920 | 1,001,383 |

4,810,890

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Connecticut 1.6%

| | | |
|---|--------|------------|
| Connecticut State Health & Educational Facility | | |
| Authority, RB: | | |
| Ascension Health Senior Credit, 5.00%, 11/15/40 | \$ 685 | \$ 717,462 |
| Wesleyan University, 5.00%, 7/01/35 | 1,875 | 2,027,194 |

2,744,656

Delaware 1.2%

| | | |
|---|-------|-----------|
| Delaware State EDA, RB, Exempt Facilities, Indian River | | |
| Power, 5.38%, 10/01/45 | 2,050 | 2,041,882 |

District of Columbia 2.0%

| | | |
|---|--------|-----------|
| Metropolitan Washington Airports Authority, RB: | | |
| CAB, 2nd Senior Lien, Series B (AGC), 7.08%, | | |
| 10/01/34 (a) | 10,170 | 2,404,493 |
| First Senior Lien, Series A, 5.00%, 10/01/39 | 255 | 265,284 |
| First Senior Lien, Series A, 5.25%, 10/01/44 | 745 | 786,221 |

3,455,998

Florida 6.4%

| | | |
|--|-------|-----------|
| Ballantrae Community Development District, Special | | |
| Assessment Bonds, 6.00%, 5/01/35 | 1,570 | 1,546,230 |
| City of Clearwater Florida, RB, Series A, 5.25%, | | |
| 12/01/39 | 870 | 925,610 |
| County of Broward Florida, RB, Series A, 5.25%, | | |
| 10/01/34 | 545 | 583,586 |
| County of Miami-Dade Florida, RB: | | |

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| | | |
|--|-------|------------|
| CAB, Sub-Series A (NPFGC), 5.24%, 10/01/37 (a) | 1,765 | 297,650 |
| Water & Sewer System, 5.00%, 10/01/34 | 2,845 | 2,962,356 |
| County of Miami-Dade Florida, Refunding RB, Miami International Airport, Series A-1, 5.38%, 10/01/41 | 330 | 340,616 |
| Greater Orlando Aviation Authority Florida, RB, Special Purpose, JetBlue Airways Corp., AMT, 6.50%, 11/15/36 | 1,515 | 1,474,201 |
| Hillsborough County IDA, RB, National Gypsum Co., Series B, AMT, 7.13%, 4/01/30 | 1,380 | 1,345,252 |
| Palm Coast Park Community Development District, Special Assessment Bonds, 5.70%, 5/01/37 | 495 | 309,043 |
| Preserve at Wilderness Lake Community Development District, Special Assessment Bonds, Series A, 5.90%, 5/01/34 | 1,195 | 1,065,845 |
| | | 10,850,389 |

Georgia 1.4%

| | | |
|--|-------|-----------|
| De Kalb Private Hospital Authority, Refunding RB, Children s Healthcare, 5.25%, 11/15/39 | 420 | 441,907 |
| Metropolitan Atlanta Rapid Transit Authority, RB, Third Series, 5.00%, 7/01/39 | 1,740 | 1,866,359 |
| | | 2,308,266 |

Guam 0.5%

| | | |
|----------------------------------|-----|---------|
| Territory of Guam, GO, Series A: | | |
| 6.75%, 11/15/29 | 455 | 503,976 |
| 7.00%, 11/15/39 | 275 | 308,113 |
| | | 812,089 |

Idaho 1.2%

| | | |
|---|-------|-----------|
| Power County Industrial Development Corp., RB, FMC Corp. Project, AMT, 6.45%, 8/01/32 | 2,000 | 2,010,640 |
|---|-------|-----------|

Illinois 4.2%

| | | |
|--|-------|---------|
| City of Chicago Illinois, Special Assessment Bonds, Lake Shore East, 6.75%, 12/01/32 | 1,000 | 981,920 |
| Illinois Finance Authority, RB, Navistar International, Recovery Zone, 6.50%, 10/15/40 | 775 | 804,070 |
| Illinois Finance Authority, Refunding RB, Central DuPage Health, Series B, 5.50%, 11/01/39 | 800 | 849,568 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc. (MUH)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| Illinois (concluded) | | |
| Metropolitan Pier & Exposition Authority, Refunding RB (AGM), McCormick Place Expansion Project: CAB, Series B, 6.25%, 6/15/47 (a) | \$ 9,555 | \$ 1,006,428 |
| Series B, 5.00%, 6/15/50 | 1,585 | 1,582,195 |
| Series B-2, 5.00%, 6/15/50 | 1,260 | 1,240,684 |
| State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34 | 315 | 329,657 |
| Territory of Guam, GO, Series A, 6.00%, 11/15/19 | 320 | 342,087 |
| | | 7,136,609 |
| Indiana 1.6% | | |
| Indiana Finance Authority, RB, Sisters of St. Francis Health, 5.25%, 11/01/39 | 420 | 437,426 |
| Indiana Finance Authority, Refunding RB, Parkview Health System, Series A, 5.75%, 5/01/31 | 1,660 | 1,750,105 |
| Indiana Municipal Power Agency, RB, Series B, 6.00%, 1/01/39 | 565 | 621,161 |
| | | 2,808,692 |
| Kansas 1.7% | | |
| Kansas Development Finance Authority, Refunding RB: Adventist Health, 5.75%, 11/15/38 | 1,785 | 1,972,979 |
| Sisters of Leavenworth, Series A, 5.00%, 1/01/40 | 835 | 858,455 |
| | | 2,831,434 |
| Kentucky 0.3% | | |
| Kentucky Economic Development Finance Authority, Refunding RB, Owensboro Medical Health System, Series A, 6.38%, 6/01/40 | 510 | 540,539 |
| Louisiana 2.0% | | |
| East Baton Rouge Sewerage Commission, RB, Series A, 5.25%, 2/01/39 | 420 | 448,657 |
| Louisiana Local Government Environmental Facilities & Community Development Authority, RB, Westlake Chemical Corp. Projects, 6.75%, 11/01/32 | 2,500 | 2,652,400 |
| New Orleans Aviation Board, Refunding RB, Passenger Facility Charge, Series A, 5.25%, 1/01/41 | 310 | 314,030 |
| | | 3,415,087 |
| Maine 0.1% | | |

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| | | |
|---|-----|---------|
| Maine Health & Higher Educational Facilities Authority, RB, Series A, 5.00%, 7/01/39 | 150 | 155,928 |
|---|-----|---------|

Maryland 0.8%

| | | |
|---|-----|-----------|
| Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35 | 220 | 229,203 |
| Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25 | 415 | 423,715 |
| Maryland State Energy Financing Administration, RB, Cogeneration, AES Warrior Run, AMT, 7.40%, 9/01/19 | 750 | 750,397 |
| | | 1,403,315 |

Massachusetts 4.3%

| | | |
|---|-------|-----------|
| Massachusetts Development Finance Agency, RB, Neville Communities, Series A (Ginnie Mae): 5.75%, 6/20/22 | 600 | 660,324 |
| 6.00%, 6/20/44 | 1,500 | 1,639,005 |
| Massachusetts Development Finance Agency, Refunding RB, Boston University, Series P, 5.45%, 5/15/59 | 845 | 914,188 |
| Massachusetts Health & Educational Facilities Authority, Refunding RB, Partners Healthcare, Series J1, 5.00%, 7/01/39 | 910 | 935,735 |
| Massachusetts HFA, RB, M/F Housing, Series A, AMT, 5.25%, 12/01/48 | 2,100 | 2,076,333 |
| Massachusetts HFA, Refunding HRB, Series F, AMT, 5.70%, 6/01/40 | 1,100 | 1,135,156 |
| | | 7,360,741 |

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Michigan 4.0%

| | | |
|---|--------|------------|
| City of Detroit Michigan, RB, Senior Lien, Series B (AGM), 7.50%, 7/01/33 | \$ 460 | \$ 560,547 |
| Flint Hospital Building Authority Michigan, Refunding RB, Hurley Medical Center (ACA), 6.00%, 7/01/20 | 960 | 957,811 |
| Kalamazoo Hospital Finance Authority, Refunding RB, Bronson Methodist Hospital, 5.50%, 5/15/36 | 690 | 706,967 |
| Michigan State Hospital Finance Authority, Refunding RB, Hospital, Henry Ford Health, 5.75%, 11/15/39 | 1,520 | 1,571,908 |
| Michigan Strategic Fund, Refunding RB, Detroit Edison Co., Pollution, Series C, AMT (Syncora), 5.65%, 9/01/29 | 2,935 | 2,943,805 |
| | | 6,741,038 |

Minnesota 1.0%

| | | |
|---|-------|-----------|
| City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series A, 6.75%, 11/15/32 | 1,540 | 1,756,047 |
|---|-------|-----------|

Montana 0.7%

| | | |
|---|-------|-----------|
| Montana Facility Finance Authority, Refunding RB, Sisters of Leavenworth, Series A, 4.75%, 1/01/40 | 1,120 | 1,158,662 |
|---|-------|-----------|

New Hampshire 1.0%

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| | | |
|---|-------|-----------|
| New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth-Hitchcock, 6.00%, 8/01/38 | 1,530 | 1,648,529 |
| <hr/> | | |
| New Jersey 5.0% | | |
| New Jersey EDA, RB: | | |
| Cigarette Tax, 5.75%, 6/15/29 | 3,050 | 3,001,840 |
| Continental Airlines Inc. Project, AMT, 6.63%, 9/15/12 | 2,000 | 2,027,020 |
| New Jersey State Turnpike Authority, RB, Series C (AGM), 5.00%, 1/01/30 | 2,500 | 2,627,425 |
| Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.50%, 6/01/23 | 920 | 861,010 |
| | | <hr/> |
| | | 8,517,295 |
| <hr/> | | |
| New York 5.7% | | |
| City of Troy New York, Refunding RB, Rensselaer Polytechnic, Series A, 5.13%, 9/01/40 | 685 | 708,769 |
| Dutchess County Industrial Development Agency New York, Refunding RB, St. Francis Hospital, Series A, 7.50%, 3/01/29 | 885 | 889,328 |
| Long Island Power Authority, Refunding RB, Series A, 5.75%, 4/01/39 | 1,050 | 1,165,038 |
| Metropolitan Transportation Authority, Refunding RB, Series B, 5.00%, 11/15/34 | 1,270 | 1,351,674 |
| New York City Industrial Development Agency, RB: Continental Airlines Inc. Project, AMT, 8.00%, 11/01/12 | 350 | 355,789 |
| Continental Airlines Inc. Project, Mandatory Put Bonds, AMT, 8.38%, 11/01/16 | 525 | 532,434 |
| Series C, 6.80%, 6/01/28 | 415 | 435,808 |
| New York City Transitional Finance Authority, RB, Fiscal 2009, Series S-3, 5.25%, 1/15/39 | 3,300 | 3,571,689 |
| New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, 6.38%, 7/15/49 | 615 | 658,929 |
| | | <hr/> |
| | | 9,669,458 |
| <hr/> | | |
| North Carolina 1.7% | | |
| North Carolina Capital Facilities Finance Agency, RB, Duke Energy Carolinas, Series B, 4.38%, 10/01/31 | 810 | 794,189 |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Duke Energy Carolinas, Series A, 4.63%, 11/01/40 | 1,355 | 1,318,551 |
| North Carolina Medical Care Commission, RB, Duke University Health System, Series A, 5.00%, 6/01/42 | 705 | 733,933 |
| | | <hr/> |
| | | 2,846,673 |
| <hr/> | | |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc. (MUH)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| Ohio 0.8% | | |
| Buckeye Tobacco Settlement Financing Authority, RB, Asset-Backed, Senior Series A-2, 6.50%, 6/01/47 | \$ 1,565 | \$ 1,308,590 |
| Pennsylvania 6.0% | | |
| Allegheny County Hospital Development Authority, Refunding RB, Health System, West Penn, Series A, 5.38%, 11/15/40 | 1,095 | 842,931 |
| Montgomery County Higher Education & Health Authority, Refunding RB, Abington Memorial Hospital, Series A, 5.13%, 6/01/33 | 325 | 329,833 |
| Pennsylvania Economic Development Financing Authority, RB: | | |
| American Water Co. Project, 6.20%, 4/01/39 | 1,830 | 2,013,677 |
| Aqua Pennsylvania Inc. Project, 5.00%, 11/15/40 | 950 | 979,251 |
| National Gypsum Co., Series A, AMT, 6.25%, 11/01/27 | 2,750 | 2,454,127 |
| Pennsylvania Turnpike Commission, RB, Sub-Series B, 5.25%, 6/01/39 | 2,955 | 3,072,018 |
| Philadelphia Authority for Industrial Development, RB, Commercial Development, AMT, 7.75%, 12/01/17 | 540 | 540,691 |
| | | 10,232,528 |
| Puerto Rico 4.8% | | |
| Commonwealth of Puerto Rico, GO, Refunding, Public Improvement, Series C, 6.00%, 7/01/39 | 1,490 | 1,637,689 |
| Puerto Rico Industrial Medical & Environmental Pollution Control Facilities Financing Authority, RB, Special Facilities, American Airlines, Series A, 6.45%, 12/01/25 | 905 | 850,745 |
| Puerto Rico Sales Tax Financing Corp., RB: | | |
| CAB, Series A, 6.40%, 8/01/35 (a) | 10,000 | 2,163,800 |
| First Sub-Series A, 6.52%, 8/01/44 | 2,790 | 3,211,681 |
| Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 6.30%, 8/01/38 (a) | 2,145 | 383,483 |
| | | 8,247,398 |
| Tennessee 1.6% | | |
| Hardeman County Correctional Facilities Corp. Tennessee, RB, Series B, 7.38%, 8/01/17 | 2,200 | 2,146,188 |
| Rutherford County Health & Educational Facilities Board, RB, Ascension Health Senior Credit Group, 5.00%, 11/15/40 | 510 | 536,505 |
| | | 2,682,693 |

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| | | |
|--|-------|-----------|
| Texas 10.5% | | |
| Brazos River Authority, Refunding RB, TXU Electric Co. Project, Series C, Mandatory Put Bonds, AMT, 5.75%, 5/01/36 (b) | 825 | 783,750 |
| Brazos River Harbor Navigation District, Refunding RB, Dow Chemical Co. Project, Series A7, AMT, 6.63%, 5/15/33 | 2,500 | 2,565,875 |
| City of Dallas Texas, Refunding RB, 5.00%, 10/01/35 | 760 | 817,844 |
| City of Houston Texas, RB, Senior Lien, Series A, 5.50%, 7/01/39 | 535 | 578,180 |
| Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/35 | 1,380 | 1,584,419 |
| La Vernia Higher Education Finance Corp., RB, KIPP Inc., 6.38%, 8/15/44 | 590 | 623,659 |
| Matagorda County Hospital District Texas, RB (FHA), 5.00%, 2/15/35 | 3,265 | 3,298,336 |
| North Texas Tollway Authority, RB, Toll, 2nd Tier, Series F, 6.13%, 1/01/31 | 3,020 | 3,258,429 |

| Municipal Bonds | Par (000) | Value |
|---|------------------|-------------------|
| Texas (concluded) | | |
| Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien: | | |
| LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40 | \$ 2,165 | \$ 2,353,312 |
| NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39 | 1,940 | 2,105,171 |
| | | <u>17,968,975</u> |

| | | |
|--|-------|-----------|
| U.S. Virgin Islands 1.6% | | |
| United States Virgin Islands, Refunding RB, Senior Secured, Hovensa Coker Project, AMT, 6.50%, 7/01/21 | 2,680 | 2,726,498 |

| | | |
|---|-------|-----------|
| Utah 0.8% | | |
| City of Riverton Utah, RB, IHC Health Services Inc., 5.00%, 8/15/41 | 1,400 | 1,455,440 |

| | | |
|--|-------|---------|
| Vermont 0.6% | | |
| Vermont Educational & Health Buildings Financing Agency, RB, Developmental & Mental Health, Series A, 6.50%, 6/15/32 | 1,000 | 972,780 |

| | | |
|---|-------|------------------|
| Virginia 1.9% | | |
| Tobacco Settlement Financing Corp. Virginia, Refunding RB, Senior Series B1, 5.00%, 6/01/47 | 2,505 | 1,758,660 |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.35%, 7/01/31 | 1,500 | 1,511,130 |
| | | <u>3,269,790</u> |

| | | |
|--|-----|---------|
| Washington 0.5% | | |
| Seattle Housing Authority Washington, HRB, Replacement Housing Projects, 6.13%, 12/01/32 | 945 | 919,863 |

Wisconsin 4.0%

| | | |
|--|-------|------------------|
| State of Wisconsin, Refunding RB, Series A, 6.00%, 5/01/36 | 3,620 | 4,118,076 |
| Wisconsin Health & Educational Facilities Authority, RB: Ascension Health Senior Credit Group, 5.00%, 11/15/33 | 1,235 | 1,287,055 |
| SynergyHealth Inc., 6.00%, 11/15/32 | 1,360 | 1,407,926 |
| | | <u>6,813,057</u> |

Total Municipal Bonds 109.8%

187,125,859

**Municipal Bonds Transferred to
Tender Option Bond Trusts (c)****California 6.4%**

| | | |
|--|-------|-------------------|
| Bay Area Toll Authority, Refunding RB, San Francisco Bay Area, Series F-1, 5.63%, 4/01/44 | 1,640 | 1,820,544 |
| California Educational Facilities Authority, RB, University of Southern California, Series A, 5.25%, 10/01/39 | 1,335 | 1,445,418 |
| Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32 | 1,170 | 1,227,295 |
| San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33 | 553 | 600,185 |
| Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35 | 5,519 | 5,843,198 |
| | | <u>10,936,640</u> |

Colorado 2.5%

| | | |
|--|-------|------------------|
| Colorado Health Facilities Authority, RB (AGM): Catholic Health, Series C-3, 5.10%, 10/01/41 | 1,870 | 1,922,771 |
| Catholic Health, Series C-7, 5.00%, 9/01/36 | 1,200 | 1,233,240 |
| Colorado Health Facilities Authority, Refunding RB, Catholic Healthcare, Series A, 5.50%, 7/01/34 | 1,080 | 1,162,906 |
| | | <u>4,318,917</u> |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc. (MUH)
(Percentages shown are based on Net Assets)

| Municipal Bonds Transferred to Tender Option Bond Trusts (c) | Par (000) | Value |
|--|--------------|------------------|
| Connecticut 2.9% | | |
| Connecticut State Health & Educational Facility Authority, RB, Yale University: | | |
| Series T-1, 4.70%, 7/01/29 | \$ 2,300 | \$ 2,469,372 |
| Series X-3, 4.85%, 7/01/37 | 2,370 | 2,501,037 |
| | | <u>4,970,409</u> |
| Georgia 1.0% | | |
| Private Colleges & Universities Authority, Refunding RB, Emory University, Series C, 5.00%, 9/01/38 | | |
| | 1,649 | 1,750,329 |
| Massachusetts 1.9% | | |
| Massachusetts School Building Authority, RB, Series A (AGM), 5.00%, 8/15/30 | | |
| | 2,999 | 3,174,115 |
| New Hampshire 0.7% | | |
| New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth College, 5.25%, 6/01/39 | | |
| | 1,019 | 1,120,694 |
| New York 4.4% | | |
| New York City Municipal Water Finance Authority, RB, Series FF-2, 5.50%, 6/15/40 | | |
| | 810 | 914,039 |
| New York State Dormitory Authority, ERB, Series F, 5.00%, 3/15/35 | | |
| | 2,910 | 3,039,676 |
| Sales Tax Asset Receivable Corp., RB, Series A (AMBAC), 5.25%, 10/15/27 | | |
| | 3,200 | 3,533,859 |
| | | <u>7,487,574</u> |
| North Carolina 0.5% | | |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Wake Forest University, 5.00%, 1/01/38 | | |
| | 800 | 846,680 |
| Ohio 4.4% | | |
| State of Ohio, Refunding RB, Cleveland Clinic Health, Series A, 5.50%, 1/01/39 | | |
| | 6,980 | 7,516,692 |
| Tennessee 1.5% | | |
| Shelby County Health Educational & Housing Facilities Board, Refunding RB, St. Jude s Children s Research Hospital, 5.00%, 7/01/31 | | |
| | 2,500 | 2,615,275 |
| Texas 2.1% | | |

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| | | |
|--|-------|--------------------|
| County of Harris Texas, RB, Senior Lien, Toll Road, Series A, 5.00%, 8/15/38 | 3,360 | 3,528,000 |
| Virginia 7.4% | | |
| University of Virginia, Refunding RB, General, 5.00%, 6/01/40 | 2,730 | 2,927,379 |
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.38%, 7/01/36 | 7,900 | 8,047,414 |
| Virginia Small Business Financing Authority, Refunding RB, Sentara Healthcare, 5.00%, 11/01/40 | 1,553 | 1,635,417 |
| | | <u>12,610,210</u> |
| Washington 0.8% | | |
| Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/32 | 1,365 | 1,439,718 |
| Wisconsin 1.8% | | |
| Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health Inc., 5.25%, 4/01/39 | 2,859 | 3,008,230 |
| Total Municipal Bonds Transferred to Tender Option Bond Trusts 38.3% | | <u>65,323,483</u> |
| Total Long-Term Investments (Cost \$240,530,777) 148.1% | | <u>252,449,342</u> |

| Short-Term Securities | Shares | Value |
|--|-----------|-----------------------|
| FFI Institutional Tax-Exempt Fund, 0.13% (d)(e) | 1,177,035 | \$ 1,177,035 |
| Total Short-Term Securities (Cost \$1,177,035) 0.7% | | <u>1,177,035</u> |
| Total Investments (Cost \$241,707,812*) 148.8% | | <u>253,626,377</u> |
| Other Assets Less Liabilities 3.2% | | <u>5,504,236</u> |
| Liability for Trust Certificates, Including Interest Expense and Fees Payable (19.7)% | | <u>(33,642,528)</u> |
| Preferred Shares, at Redemption Value (32.3)% | | <u>(55,054,000)</u> |
| Net Assets Applicable to Common Shares 100.0% | | <u>\$ 170,434,085</u> |

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 207,383,238 |
| Gross unrealized appreciation | \$ 14,245,185 |
| Gross unrealized depreciation | (1,619,230) |
| Net unrealized appreciation | \$ 12,625,955 |

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) Variable rate security. Rate shown is as of report date.
- (c) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (d) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------------------------------|--|-----------------|--|--------|
| FFI Institutional Tax-Exempt Fund | 607,735 | 569,300 | 1,177,035 | \$ 916 |

- (e) Represents the current yield as of report date.

See Notes to Financial Statements.

Schedule of Investments (concluded)

BlackRock MuniHoldings Fund II, Inc. (MUH)

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments) The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|--------------|----------------|---------|----------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 252,449,342 | | \$ 252,449,342 |
| Short-Term Securities | \$ 1,177,035 | | | 1,177,035 |
| Total | \$ 1,177,035 | \$ 252,449,342 | | \$ 253,626,377 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|------------------|
| Alabama 2.6% | | |
| Birmingham Special Care Facilities Financing Authority, RB, Children s Hospital (AGC), 6.00%, 6/01/39 | \$ 2,330 | \$ 2,558,503 |
| County of Jefferson Alabama, RB, Series A, 5.50%, 1/01/22 | 2,170 | 2,015,583 |
| | | <u>4,574,086</u> |
| Arizona 0.5% | | |
| State of Arizona, COP, Department of Administration, Series A (AGM): | | |
| 5.25%, 10/01/28 | 715 | 756,720 |
| 5.00%, 10/01/29 | 185 | 191,179 |
| | | <u>947,899</u> |
| Arkansas 3.6% | | |
| Arkansas Development Finance Authority, Refunding RB, Series C (NPFGC): | | |
| 5.35%, 12/01/11 (a) | 535 | 568,860 |
| 5.35%, 12/01/35 | 5,685 | 5,763,112 |
| | | <u>6,331,972</u> |
| California 12.0% | | |
| Central Unified School District, GO, Election of 2008, Series A (AGC), 5.63%, 8/01/33 | 1,325 | 1,473,334 |
| City of Vista California, COP, Refunding, Community Projects (NPFGC), 5.00%, 5/01/37 | 2,265 | 2,212,950 |
| County of Sacramento California, RB, Senior Series A (AGC), 5.50%, 7/01/41 | 2,100 | 2,234,841 |
| East Side Union High School District-Santa Clara County California, GO, Election of 2002, Series B (NPFGC), 5.00%, 8/01/11 (a) | 1,800 | 1,899,810 |
| Modesto Schools Infrastructure Financing Agency, Special Tax Bonds (AMBAC), 5.50%, 9/01/36 | 2,565 | 2,426,336 |
| Oceanside Unified School District California, GO, Series A (AGC), 5.25%, 8/01/33 | 1,825 | 1,951,856 |
| Oxnard Union High School District, GO, Refunding, Election of 2004, Series A (AGM), 5.00%, 8/01/40 | 1,885 | 1,948,091 |
| San Pablo Joint Powers Financing Authority California, Tax Allocation Bonds, Refunding, CAB (NPFGC) (b): | | |
| 5.66%, 12/01/24 | 2,635 | 1,114,763 |
| 5.66%, 12/01/25 | 2,355 | 926,386 |
| 5.66%, 12/01/26 | 2,355 | 858,704 |
| Santa Ana Unified School District, GO (NPFGC), 5.00%, 8/01/32 | 790 | 794,550 |

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| | | |
|---|-------|------------|
| West Contra Costa Unified School District California, GO, Election of 2000, Series C (NPFGC), 5.00%, 8/01/21 | 3,480 | 3,534,149 |
| | | 21,375,770 |
| Colorado 1.2% | | |
| Colorado Health Facilities Authority, RB, Hospital, NMC Inc. Project, Series B (AGM), 6.00%, 5/15/26 | 1,900 | 2,159,445 |
| District of Columbia 0.2% | | |
| District of Columbia, RB, Deed Tax, Housing Production Trust Fund, Series A (NPFGC), 5.00%, 6/01/32 | 400 | 407,624 |
| Florida 13.0% | | |
| County of Miami-Dade Florida, RB: CAB, Sub-Series A (NPFGC), 5.24%, 10/01/37 (b) | 1,075 | 181,288 |
| Miami International Airport, Series A, AMT (AGM), 5.50%, 10/01/41 | 3,900 | 4,015,830 |
| Water & Sewer System (AGM), 5.00%, 10/01/39 | 6,640 | 6,975,320 |
| County of Miami-Dade Florida, Refunding RB, Water & Sewer System (AGM), 5.00%, 10/01/29 | 1,565 | 1,700,106 |
| Jacksonville Port Authority, RB, AMT (AGC), 6.00%, 11/01/38 | 2,215 | 2,269,622 |
| Orange County School Board, COP, Series A (AGC), 5.50%, 8/01/34 | 7,395 | 7,997,027 |
| | | 23,139,193 |

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| Georgia 4.8% | | |
| Augusta-Richmond County Georgia, RB (AGM), 5.25%, 10/01/39 | \$ 3,495 | \$ 3,650,737 |
| Georgia Higher Education Facilities Authority, RB, USG Real Estate III, Series A (AGC), 5.00%, 6/15/38 | 1,305 | 1,341,070 |
| Gwinnett County Hospital Authority, Refunding RB, Gwinnett Hospital System, Series D (AGM), 5.50%, 7/01/41 | 2,075 | 2,157,481 |
| Metropolitan Atlanta Rapid Transit Authority, RB, Third Indenture, Series B (AGM), 5.00%, 7/01/34 | 1,260 | 1,337,629 |
| | | 8,486,917 |
| Illinois 12.5% | | |
| Chicago Board of Education Illinois, GO, Refunding, Chicago School Reform Board, Series A (NPFGC), 5.50%, 12/01/26 | 1,200 | 1,387,908 |
| Chicago Transit Authority, RB, Federal Transit Administration Section 5309, Series A (AGC), 6.00%, 6/01/26 | 2,000 | 2,334,180 |
| City of Chicago Illinois, GO, Refunding, Projects, Series A (AGM): 5.00%, 1/01/28 | 1,405 | 1,499,669 |
| 5.00%, 1/01/29 | 2,180 | 2,311,498 |
| 5.00%, 1/01/30 | 870 | 917,728 |
| City of Chicago Illinois, RB (AGM): | | |

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| | | |
|---|-------|------------|
| General, Third Lien, Series C, 5.25%, 1/01/35 | 1,255 | 1,317,311 |
| Series A, 5.00%, 1/01/33 | 8,000 | 8,188,160 |
| City of Chicago Illinois, Refunding RB, Second Lien (NPFGC), 5.50%, 1/01/30 | 1,310 | 1,481,937 |
| State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/28 | 2,500 | 2,699,475 |
| | | 22,137,866 |

Indiana 4.3%

| | | |
|---|-------|-----------|
| Indiana Municipal Power Agency, RB, Series A (NPFGC), 5.00%, 1/01/42 | 6,000 | 6,114,420 |
| Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project, Series A (AGC), 5.50%, 1/01/38 | 1,430 | 1,570,869 |
| | | 7,685,289 |

Iowa 1.1%

| | | |
|--|-------|-----------|
| Iowa Finance Authority, Refunding RB, Iowa Health System (AGC), 5.25%, 2/15/29 | 1,770 | 1,906,626 |
|--|-------|-----------|

Kentucky 0.8%

| | | |
|--|-------|-----------|
| Kentucky Economic Development Finance Authority, RB, Louisville Arena, Sub-Series A-1 (AGC), 6.00%, 12/01/38 | 320 | 345,434 |
| Kentucky State Property & Buildings Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/29 | 1,000 | 1,099,630 |
| | | 1,445,064 |

Louisiana 1.3%

| | | |
|---|-------|-----------|
| Louisiana State Citizens Property Insurance Corp., RB, Series C-3 (AGC), 6.13%, 6/01/25 | 2,055 | 2,313,827 |
|---|-------|-----------|

Maine 1.0%

| | | |
|---|-------|-----------|
| City of Portland Maine, RB, General (AGM), 5.25%, 1/01/35 | 1,680 | 1,768,570 |
|---|-------|-----------|

Massachusetts 1.6%

| | | |
|---|-------|-----------|
| Massachusetts HFA, RB, Rental Mortgage, Series C, AMT (AGM), 5.50%, 7/01/32 | 2,440 | 2,468,133 |
| Massachusetts HFA, Refunding RB, Housing Development, Series A, AMT (NPFGC), 5.15%, 6/01/11 | 315 | 315,684 |
| | | 2,783,817 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Michigan 15.3% | | |
| City of Detroit Michigan, RB: | | |
| Second Lien, Series B (NPFGC), 5.50%, 7/01/29 | \$ 2,410 | \$ 2,515,293 |
| Senior Lien, Series B (AGM), 7.50%, 7/01/33 | 2,000 | 2,437,160 |
| City of Detroit Michigan, Refunding RB: | | |
| Second Lien, Series C (BHAC), 5.75%, 7/01/27 | 1,580 | 1,734,761 |
| Second Lien, Series E (BHAC), 5.75%, 7/01/31 | 3,240 | 3,504,449 |
| Senior Lien, Series C-1 (AGM), 7.00%, 7/01/27 | 4,810 | 5,737,608 |
| Senior Lien, Series C-2 (BHAC), 5.25%, 7/01/29 | 1,910 | 2,008,269 |
| Michigan State Building Authority, Refunding RB, Facilities Program, Series I (AGC): | | |
| 5.25%, 10/15/24 | 875 | 959,858 |
| 5.25%, 10/15/25 | 455 | 495,327 |
| Michigan Strategic Fund, Refunding RB, AMT (Syncora) | | |
| Detroit Edison Co.: | | |
| Pollution, Series B, 5.65%, 9/01/29 | 1,500 | 1,504,500 |
| Pollution, Series C, 5.65%, 9/01/29 | 2,050 | 2,056,150 |
| Project, Series A, 5.50%, 6/01/30 | 2,000 | 2,000,460 |
| Royal Oak Hospital Finance Authority Michigan, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39 | 1,910 | 2,295,935 |
| | | 27,249,770 |
| Minnesota 0.9% | | |
| City of Minneapolis Minnesota, Refunding RB, Fairview | | |
| Health Services, Series B (AGC), 6.50%, 11/15/38 | 1,325 | 1,509,838 |
| Mississippi 1.4% | | |
| Mississippi Development Bank Special Obligation, Refunding RB, Jackson Mississippi Water and Sewer System (AGM), 5.00%, 9/01/34 | | |
| | 2,500 | 2,555,850 |
| Nevada 6.4% | | |
| County of Clark Nevada, RB: | | |
| Las Vegas-McCarran International Airport, Series A (AGC), 5.25%, 7/01/39 | 3,510 | 3,636,395 |
| Las Vegas-McCarran, Series A-1, AMT (AGM), 5.00%, 7/01/23 | 1,750 | 1,796,795 |
| Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/36 | 6,000 | 6,017,520 |
| | | 11,450,710 |
| New Jersey 7.4% | | |
| New Jersey EDA, RB, Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/33 | | |
| | 6,700 | 6,904,484 |

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| | | |
|--|-------|------------|
| New Jersey Health Care Facilities Financing Authority, RB, Virtua Health (AGC), 5.50%, 7/01/38 | 2,100 | 2,277,513 |
| New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series A (AGC), 5.63%, 12/15/28 | 3,500 | 3,971,695 |
| | | 13,153,692 |

New York 3.4%

| | | |
|--|-------|-----------|
| New York City Transitional Finance Authority, RB, Fiscal 2009, Series S-3, 5.25%, 1/15/39 | 1,400 | 1,515,262 |
| Sales Tax Asset Receivable Corp., RB, Series A (AMBAC), 5.25%, 10/15/27 | 4,095 | 4,521,863 |
| | | 6,037,125 |

Pennsylvania 1.0%

| | | |
|--|-------|-----------|
| Delaware River Port Authority, RB, Series D (AGC), 5.00%, 1/01/40 | 1,720 | 1,797,090 |
|--|-------|-----------|

Puerto Rico 1.4%

| | | |
|--|-------|-----------|
| Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 6.38%, 8/01/39 | 2,115 | 2,417,297 |
|--|-------|-----------|

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Texas 21.9%

| | | |
|--|----------|--------------|
| City of Austin Texas, Refunding RB, Series A (AGM): 5.00%, 11/15/28 | \$ 1,080 | \$ 1,169,521 |
| 5.00%, 11/15/29 | 1,365 | 1,467,621 |
| City of Dallas Texas, Refunding RB (AGC), 5.25%, 8/15/38 | 1,250 | 1,309,062 |
| City of Houston Texas, Refunding RB, Combined, First Lien, Series A (AGC), 6.00%, 11/15/35 | 4,000 | 4,633,680 |
| Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/35 | 600 | 688,878 |
| Lower Colorado River Authority, Refunding RB, LCRA Transmission Services Project (AGC), 5.50%, 5/15/36 | 2,610 | 2,801,052 |
| Lubbock Cooper ISD Texas, GO, School Building (AGC), 5.75%, 2/15/42 | 775 | 843,061 |
| North Texas Tollway Authority, Refunding RB (NPFGC) System, First Tier: 5.75%, 1/01/40 | 6,710 | 7,117,498 |
| Series A, 5.13%, 1/01/28 | 5,000 | 5,258,250 |
| Series A, 5.63%, 1/01/33 | 6,585 | 7,017,766 |
| Series B, 5.75%, 1/01/40 | 6,275 | 6,656,081 |
| | | 38,962,470 |

Utah 1.5%

| | | |
|--|-------|-----------|
| City of Riverton Utah, RB, IHC Health Services Inc., 5.00%, 8/15/41 | 2,485 | 2,583,406 |
|--|-------|-----------|

Virginia 1.7%

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| | | |
|--|-------|-----------|
| Virginia HDA, RB, Sub-Series H-1 (NPFGC), 5.35%, 7/01/31 | 1,260 | 1,269,349 |
| Virginia Public School Authority, RB, School Financing, 6.50%, 12/01/35 | 1,500 | 1,751,265 |
| | | 3,020,614 |

Washington 1.3%

| | | |
|--|-------|-----------|
| Chelan County Public Utility District No. 1, RB, Chelan Hydro System, Series A, AMT (AMBAC), 5.45%, 7/01/37 | 2,310 | 2,315,290 |
|--|-------|-----------|

Total Municipal Bonds 124.1%

220,517,117

**Municipal Bonds Transferred to
Tender Option Bond Trusts (c)**

Alabama 1.2%

| | | |
|--|-------|-----------|
| Mobile Board of Water & Sewer Commissioners, RB (NPFGC), 5.00%, 1/01/31 | 2,120 | 2,180,123 |
|--|-------|-----------|

California 2.6%

| | | |
|--|-------|-----------|
| City of San Jose California, GO, Libraries, Parks, and Public Safety Project (NPFGC), 5.00%, 9/01/30 | 1,258 | 1,320,136 |
| Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35 | 3,149 | 3,334,433 |
| | | 4,654,569 |

Colorado 3.3%

| | | |
|---|-------|-----------|
| Colorado Health Facilities Authority, RB, Catholic Health, Series C-3 (AGM), 5.10%, 10/01/41 | 5,610 | 5,768,314 |
|---|-------|-----------|

District of Columbia 0.7%

| | | |
|--|-------|-----------|
| District of Columbia Water & Sewer Authority, RB, Series A, 6.00%, 10/01/35 | 1,040 | 1,183,950 |
|--|-------|-----------|

See Notes to Financial Statements.

Schedule of Investments (concluded)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)
(Percentages shown are based on Net Assets)

| Municipal Bonds Transferred to Tender Option Bond Trusts (c) | Par (000) | Value |
|--|--------------|-------------------|
| Florida 8.0% | | |
| City of St. Petersburg Florida, Refunding RB (NPFGC), 5.00%, 10/01/35 | \$ 4,302 | \$ 4,378,703 |
| County of Miami-Dade Florida, GO, Building Better Communities Program, Series B-1, 6.00%, 7/01/38 | 7,500 | 8,424,150 |
| Lee County Housing Finance Authority, RB, Multi-County Program, Series A-2, AMT (Ginnie Mae), 6.00%, 9/01/40 | 1,290 | 1,450,902 |
| | | <u>14,253,755</u> |
| Georgia 2.4% | | |
| Augusta-Richmond County Georgia, RB (AGM), 5.25%, 10/01/34 | 4,000 | 4,187,120 |
| Illinois 1.5% | | |
| City of Chicago Illinois, Refunding RB, Second Lien (AGM), 5.25%, 11/01/33 | 2,509 | 2,704,499 |
| Kentucky 0.9% | | |
| Kentucky State Property & Building Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/27 | 1,406 | 1,558,538 |
| Massachusetts 4.8% | | |
| Massachusetts School Building Authority, RB, Series A (AGM), 5.00%, 8/15/30 | 8,008 | 8,474,887 |
| Nevada 5.5% | | |
| Clark County Water Reclamation District, GO: Limited Tax, 6.00%, 7/01/38 | 5,000 | 5,647,700 |
| Series B, 5.50%, 7/01/29 | 3,749 | 4,192,329 |
| | | <u>9,840,029</u> |
| New Jersey 1.4% | | |
| New Jersey State Housing & Mortgage Finance Agency, RB, S/F Housing, Series CC, 5.25%, 10/01/29 | 2,401 | 2,535,938 |
| Washington 2.5% | | |
| City of Bellevue Washington, GO, Refunding (NPFGC), 5.50%, 12/01/39 | 4,002 | 4,493,078 |
| Total Municipal Bonds Transferred to Tender Option Bond Trusts 34.8% | | <u>61,834,800</u> |

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Total Long-Term Investments
 (Cost \$270,162,093) 158.9% 282,351,917

| Short-Term Securities | Shares |
|--|--|
| FFI Institutional Tax-Exempt Fund, 0.13% (d)(e) | 10,941,587 10,941,587 |
| Total Short-Term Securities (Cost \$10,941,587) 6.2% | 10,941,587 |
| Total Investments (Cost \$281,103,680*) 165.1% | 293,293,504 |
| Other Assets Less Liabilities 1.8% | 3,163,431 |
| Liability for Trust Certificates, Including Interest Expense and Fees Payable (17.9)% | (31,838,750) |
| Preferred Shares, at Redemption Value (49.0)% | (87,004,682) |
| Net Assets Applicable to Common Shares 100.0% | \$ 177,613,503 |

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 249,235,422 |
| Gross unrealized appreciation | \$ 13,192,266 |
| Gross unrealized depreciation | (949,598) |
| Net unrealized appreciation | \$ 12,242,668 |

- (a) US government securities, held in escrow, are used to pay interest on this security as well as to retire the bond in full at the date indicated, typically at a premium to par.
- (b) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (c) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (d) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------|--|-----------------|--|--------|
|-----------|--|-----------------|--|--------|

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FII Institutional Tax-Exempt Fund

8,653,666 2,287,921 10,941,587 \$ 8,749

(e) Represents the current yield as of report date.

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments) The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|---------------|----------------|---------|----------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 282,351,917 | | \$ 282,351,917 |
| Short-Term Securities | \$ 10,941,587 | | | 10,941,587 |
| Total | \$ 10,941,587 | \$ 282,351,917 | | \$ 293,293,504 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)
 (Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Alabama 2.8% | | |
| Birmingham Special Care Facilities Financing Authority, RB, Children s Hospital (AGC), 6.00%, 6/01/34 | \$ 4,615 | \$ 5,093,068 |
| County of Jefferson Alabama, RB, Series A: 5.50%, 1/01/21 | 5,500 | 5,133,535 |
| 5.25%, 1/01/23 | 6,500 | 5,870,345 |
| | | 16,096,948 |
| Arizona 5.3% | | |
| City of Tucson Arizona, COP (AGC): 4.25%, 7/01/21 | 1,870 | 1,976,908 |
| 4.25%, 7/01/22 | 1,895 | 1,984,539 |
| 4.50%, 7/01/24 | 2,120 | 2,220,679 |
| Refunding, 4.00%, 7/01/20 | 2,325 | 2,468,638 |
| Maricopa County IDA Arizona, RB, Arizona Charter Schools Project, Series A, 6.63%, 7/01/20 | 2,610 | 2,040,185 |
| Pima County IDA, RB: Arizona Charter Schools Project, Series C, 6.70%, 7/01/21 | 970 | 975,655 |
| Charter Schools, Series K, 6.38%, 7/01/13 (a) | 820 | 939,671 |
| Charter Schools, Series K, 6.38%, 7/01/31 | 930 | 934,185 |
| Pima County IDA, Refunding RB, Tucson Electric Power Co., San Juan, Series A, 4.95%, 10/01/20 | 2,325 | 2,459,431 |
| Salt River Project Agricultural Improvement & Power District, RB, Series A, 5.00%, 1/01/25 | 4,000 | 4,436,360 |
| Scottsdale IDA, RB, Scottsdale Healthcare, Series C (AGC), 5.00%, 9/01/35 | 7,710 | 7,835,365 |
| State of Arizona, COP, Department of Administration, Series A (AGM), 4.25%, 10/01/23 | 2,750 | 2,847,047 |
| | | 31,118,663 |
| California 16.7% | | |
| Antelope Valley Healthcare District California, RB, Series A, 5.25%, 9/01/17 | 8,000 | 7,939,600 |
| California HFA, RB, Home Mortgage, Series K, AMT, 4.55%, 8/01/21 | 3,805 | 3,638,874 |
| California HFA, Refunding RB, Home Mortgage, Series M, AMT, 4.55%, 8/01/21 | 7,210 | 6,895,211 |
| California Pollution Control Financing Authority, RB, AMT: Republic Services Inc. Project, Series B, Mandatory Put Bonds, 5.25%, 6/01/23 (b) | 605 | 649,328 |
| Waste Management Inc. Project, Series A-2, 5.40%, 4/01/25 | 1,240 | 1,284,677 |
| | 9,035 | 9,036,175 |

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| | | |
|--|--------|------------|
| California Pollution Control Financing Authority, Refunding RB, Pacific Gas, Series C, AMT (FGIC), 4.75%, 12/01/23 | | |
| California State Public Works Board, RB, Department of Corrections, Series C, 5.50%, 6/01/20 | 10,000 | 10,481,500 |
| California Statewide Communities Development Authority, RB, Health Facility, Memorial Health Services, Series A, 6.00%, 10/01/23 | 2,500 | 2,636,725 |
| City of Sacramento California, Special Tax Bonds, North Natomas Community Facilities, Series 4-C: 5.75%, 9/01/22 | 1,715 | 1,743,143 |
| 6.00%, 9/01/28 | 2,990 | 3,028,481 |
| Golden State Tobacco Securitization Corp. California, Refunding RB, Asset-Backed, Senior Series A-1, 5.00%, 6/01/15 | 5,000 | 5,254,600 |
| Los Angeles Regional Airports Improvement Corp. California, Refunding RB, Facilities, LAXFUEL Corp., LA International, AMT (AMBAC), 5.50%, 1/01/32 | 1,435 | 1,441,501 |
| Rowland Unified School District California, GO, Election of 2000, Series B (AGM), 5.25%, 8/01/27 | 1,515 | 1,569,858 |

| Municipal Bonds | Par (000) | Value |
|---|--------------|---------------|
| California (concluded) | | |
| State of California, GO: 5.50%, 4/01/14 (a) | \$ 14,795 | \$ 17,129,503 |
| 5.50%, 4/01/28 | 15 | 15,883 |
| (NPFGC), 5.25%, 2/01/27 | 5,000 | 5,165,750 |
| Refunding (AMBAC), 4.50%, 8/01/28 | 3,000 | 2,917,530 |
| Various Purpose, 5.25%, 10/01/21 | 2,550 | 2,835,651 |
| Various Purpose, 6.00%, 11/01/39 | 10,000 | 11,202,800 |
| Tustin Unified School District California, Special Tax Bonds, Senior Lien, Community Facilities District 97-1, Series A (AGM), 5.00%, 9/01/32 | 2,610 | 2,639,049 |
| | | 97,505,839 |

| | | |
|--|-------|------------|
| Colorado 2.0% | | |
| Elk Valley Public Improvement Corp., RB, Public Improvement Fee, Series A, 7.10%, 9/01/14 | 600 | 612,366 |
| Montrose Memorial Hospital, RB, 6.38%, 12/01/23 | 2,250 | 2,322,045 |
| Plaza Metropolitan District No. 1 Colorado, Tax Allocation Bonds, Public Improvement Fee, Tax Increment, 7.50%, 12/01/15 | 7,500 | 7,765,875 |
| Southlands Metropolitan District No. 1, GO, 6.75%, 12/01/14 (a) | 930 | 1,068,895 |
| | | 11,769,181 |

| | | |
|---|-------|-----------|
| Connecticut 0.2% | | |
| Connecticut State Development Authority, RB, Learjet Inc. Project, AMT, 7.95%, 4/01/26 | 1,160 | 1,244,065 |

| | | |
|---|-------|-----------|
| Florida 4.3% | | |
| County of Miami-Dade Florida, Refunding RB, Series C (BHAC), 5.00%, 10/01/23 | 8,000 | 8,806,320 |
| | 2,770 | 2,189,491 |

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| | | |
|---|-------|------------|
| Harbor Bay Community Development District Florida, Special Assessment Bonds, 6.75%, 5/01/34 | | |
| Highlands County Health Facilities Authority, Refunding RB, Adventist Health, Series G, 5.13%, 11/15/16 (a) | 35 | 41,976 |
| Midtown Miami Community Development District, Special Assessment Bonds: | | |
| Series A, 6.00%, 5/01/24 | 3,190 | 3,160,907 |
| Series B, 6.50%, 5/01/37 | 1,925 | 1,932,142 |
| Panther Trace II Community Development District, Special Assessment Bonds, Special Assessment, 5.13%, 11/01/13 | 1,960 | 1,733,738 |
| Portofino Shores Community Development District, Special Assessment Bonds, Series A, 6.40%, 5/01/34 | 1,085 | 1,090,045 |
| South Lake County Hospital District, RB, South Lake Hospital Inc., 6.63%, 10/01/23 | 2,390 | 2,478,286 |
| Sterling Hill Community Development District, Special Assessment Bonds, Refunding, Series B, 5.50%, 11/01/10 (c)(d) | 160 | 123,184 |
| University of Florida Research Foundation Inc., RB (AMBAC), 5.13%, 9/01/33 | 4,000 | 3,831,040 |
| | | 25,387,129 |

Georgia 1.3%

| | | |
|---|-------|-----------|
| Fulton County Development Authority, Refunding RB, Robert Woodruff, Series B, 5.25%, 3/15/24 | 4,000 | 4,367,640 |
| Medical Center Hospital Authority, Refunding RB, Columbus Regional Healthcare (AGM): | | |
| 4.00%, 8/01/23 | 1,500 | 1,497,990 |
| 4.13%, 8/01/24 | 2,000 | 1,988,060 |
| | | 7,853,690 |

Guam 0.8%

| | | |
|---|-------|-----------|
| Territory of Guam, GO, Series A, 6.00%, 11/15/19 | 1,530 | 1,635,601 |
| Territory of Guam, RB, Section 30, Series A, 5.38%, 12/01/24 | 2,620 | 2,731,743 |
| | | 4,367,344 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|-------------------|
| Idaho 0.7% | | |
| Idaho Health Facilities Authority, RB, St. Luke's Regional Medical Center (AGM), 4.63%, 7/01/30 | \$ 3,700 | \$ 3,682,277 |
| University of Idaho, RB, General, Series B, 5.00%, 4/01/32 | 400 | 423,716 |
| | | <u>4,105,993</u> |
| Illinois 7.9% | | |
| City of Chicago Illinois, ARB, General, 3rd Lien, Series B-2, AMT: (AGM), 5.75%, 1/01/23 | 8,130 | 8,532,110 |
| (Syncora), 6.00%, 1/01/29 | 7,510 | 7,848,025 |
| City of Chicago Illinois, Refunding ARB, General, 3rd Lien, Series A-2, AMT (AGM), 5.75%, 1/01/19 | 2,550 | 2,729,418 |
| Du Page & Will Counties Community School District No. 204 Indian, GO, School Building, Series A (NPFGC), 5.25%, 12/30/22 | 8,650 | 9,707,030 |
| Du Page County Forest Preservation District Illinois, GO, Refunding, Series A, 3.50%, 11/01/24 | 3,000 | 2,952,600 |
| Illinois Finance Authority, RB, Community Rehabilitation Providers Facilities, Series A, 6.63%, 7/01/12 (a) | 6,930 | 6,792,647 |
| Village of Hodgkins Illinois, RB, MBM Project, AMT, 5.90%, 11/01/17 | 6,000 | 6,004,860 |
| Village of Wheeling Illinois, Tax Allocation Bonds, North Milwaukee/Lake-Cook TIF Project, 6.00%, 1/01/25 | 1,560 | 1,474,512 |
| | | <u>46,041,202</u> |
| Indiana 0.4% | | |
| County of Jasper Indiana, Refunding RB, Northern Indiana Public Service Co., Series C (NPFGC), 5.85%, 4/01/19 | 2,000 | 2,260,920 |
| Iowa 0.6% | | |
| Iowa Higher Education Loan Authority, Refunding RB, Private College Facility: 5.00%, 9/01/20 | 1,000 | 1,038,530 |
| 5.00%, 9/01/22 | 2,315 | 2,352,642 |
| | | <u>3,391,172</u> |
| Kansas 1.5% | | |
| City of Dodge City Kansas, RB (AGC), 4.00%, 6/01/24 | 2,245 | 2,310,442 |
| Kansas Development Finance Authority, Refunding RB: Adventist Health, 5.00%, 11/15/23 | 1,500 | 1,659,645 |

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| | | |
|--|-------|-----------|
| Adventist/Sunbelt, Series D, 5.00%, 11/15/24 | 1,000 | 1,081,240 |
| Sisters of Leavenworth, Series A, 4.00%, 1/01/22 | 3,775 | 3,821,168 |
| | | 8,872,495 |

Kentucky 3.1%

| | | |
|--|-------|------------|
| Kentucky Economic Development Finance Authority, Refunding RB, Owensboro Medical Health System, Series A, 5.25%, 6/01/23 | 8,650 | 8,895,054 |
| Kentucky State Property & Buildings Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/24 | 8,000 | 9,024,560 |
| | | 17,919,614 |

Louisiana 3.2%

| | | |
|---|-------|------------|
| Louisiana Public Facilities Authority, RB (NPFGC): Nineteenth Judicial District Court, 5.50%, 6/01/41 | 2,000 | 2,093,120 |
| University of New Orleans Research & Technology, 5.25%, 3/01/26 | 6,965 | 7,310,394 |
| Louisiana Public Facilities Authority, Refunding RB, Entergy Gulf States Louisiana, LLC Project, Series A, 5.00%, 9/01/28 | 5,000 | 5,059,600 |
| New Orleans Aviation Board Louisiana, Refunding GARB, Restructuring, Series A-2 (AGC), 6.00%, 1/01/23 | 850 | 979,617 |
| Port of New Orleans Louisiana, Refunding RB, Continental Grain Co. Project, 6.50%, 1/01/17 | 3,500 | 3,500,595 |
| | | 18,943,326 |

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

Maine 0.3%

| | | |
|---|----------|--------------|
| Portland New Public Housing Authority Maine, Refunding RB, Senior Living, Series A, 6.00%, 2/01/34 | \$ 1,965 | \$ 1,970,915 |
|---|----------|--------------|

Maryland 0.5%

| | | |
|--|-------|-----------|
| Maryland EDC, RB, Transportation Facilities Project, Series A, 5.13%, 6/01/20 | 1,750 | 1,827,420 |
| Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25 | 790 | 806,590 |
| Maryland Industrial Development Financing Authority, RB, Our Lady of Good Counsel School, Series A, 6.00%, 5/01/35 | 500 | 496,195 |
| | | 3,130,205 |

Massachusetts 0.7%

| | | |
|---|-------|-----------|
| Massachusetts Development Finance Agency, RB, Ogden Haverhill Project, Series B, AMT: 5.35%, 12/01/15 | 1,210 | 1,211,428 |
| 5.50%, 12/01/19 | 2,000 | 2,002,360 |
| Massachusetts Health & Educational Facilities Authority, RB, Winchester Hospital, 5.00%, 7/01/25 | 1,060 | 1,066,392 |
| | | 4,280,180 |

Michigan 4.2%

| | | |
|---|-------|------------|
| City of Detroit Michigan, Refunding RB, Second Lien, Series C (BHAC), 5.75%, 7/01/26 | 4,235 | 4,670,231 |
| Kalamazoo Hospital Finance Authority, Refunding RB, Bronson Methodist Hospital, 4.25%, 5/15/25 | 2,120 | 2,027,377 |
| Michigan State Hospital Finance Authority, Refunding RB: Hospital, Henry Ford Health, 5.25%, 11/15/24 | 4,900 | 5,063,758 |
| Hospital, Oakwood Obligation Group, Series A, 6.00%, 4/01/22 | 4,795 | 4,937,603 |
| Wayne County Airport Authority, RB, Detroit Metropolitan Wayne County Airport, AMT (AGC), 4.75%, 12/01/18 | 7,665 | 7,920,628 |
| | | 24,619,597 |

Minnesota 1.7%

| | | |
|--|-------|------------|
| City of St. Cloud Minnesota, RB, CentraCare Health System, Series A, 4.25%, 5/01/21 | 2,300 | 2,346,920 |
| Minneapolis & St. Paul Housing & Redevelopment Authority, RB, HealthPartners Obligation Group Project: 6.00%, 12/01/19 | 1,000 | 1,050,470 |
| 6.00%, 12/01/21 | 2,545 | 2,652,348 |
| Minnesota Higher Education Facilities Authority, RB, St. Olaf College, Series 7-F, 4.50%, 10/01/30 | 2,000 | 2,048,700 |
| Minnesota State Municipal Power Agency, RB, Series A, 5.25%, 10/01/24 | 2,000 | 2,114,400 |
| | | 10,212,838 |

Mississippi 1.6%

| | | |
|---|-------|-----------|
| Mississippi Business Finance Corp., Refunding RB, System Energy Resource Inc. Project: 5.88%, 4/01/22 | 5,000 | 5,025,000 |
| 5.90%, 5/01/22 | 3,110 | 3,125,550 |
| Mississippi Hospital Equipment & Facilities Authority, Refunding RB, Baptist Memorial Healthcare, Series B2, 4.50%, 9/01/23 | 1,120 | 1,169,784 |
| | | 9,320,334 |

Missouri 1.4%

| | | |
|---|-------|-----------|
| Missouri State Health & Educational Facilities Authority, RB, SSM Health Care, Series B, 4.25%, 6/01/25 | 8,125 | 8,194,875 |
|---|-------|-----------|

Montana 0.5%

| | | |
|--|-------|-----------|
| Montana Facility Finance Authority, Refunding RB, Series B, 5.00%, 1/01/24 | 2,625 | 2,892,540 |
|--|-------|-----------|

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------------|
| Nebraska 1.5% | | |
| Douglas County Hospital Authority No. 2, RB, Health Facilities, Immanuel Obligation Group, 5.50%, 1/01/30 | \$ 500 | \$ 520,415 |
| Douglas County School District No. 17 Nebraska, GO, Refunding: | | |
| 2.00%, 6/15/24 | 4,390 | 3,636,939 |
| 2.00%, 6/15/25 | 4,480 | 3,634,445 |
| Lancaster County Hospital Authority No. 1, RB, Immanuel Obligation Group, 5.50%, 1/01/30 | 1,000 | 1,038,590 |
| | | <u>8,830,389</u> |
| Nevada 1.0% | | |
| County of Clark Nevada, Special Assessment Bonds, Special Improvement District No. 142, Local Improvement, 6.38%, 8/01/23 | 2,110 | 2,058,579 |
| County of Humboldt Nevada, Refunding RB, Idaho Power Co. Project, 5.15%, 12/01/24 | 3,800 | 4,045,974 |
| | | <u>6,104,553</u> |
| New Jersey 11.5% | | |
| Garden State Preservation Trust, RB, Election of 2005, Series A (AGM): | | |
| 5.80%, 11/01/21 | 3,635 | 4,320,706 |
| 5.80%, 11/01/23 | 5,050 | 5,946,526 |
| New Jersey EDA, RB: | | |
| Cigarette Tax, 5.75%, 6/15/29 | 9,810 | 9,655,100 |
| Continental Airlines Inc. Project, AMT, 6.63%, 9/15/12 | 5,540 | 5,614,845 |
| Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/33 | 17,900 | 18,446,308 |
| New Jersey EDA, Refunding RB: | | |
| New Jersey American Water Co., Series E, AMT, 4.70%, 12/01/25 (e) | 3,250 | 3,223,513 |
| School Facilities Construction, Series AA, 4.25%, 12/15/24 | 5,000 | 5,130,650 |
| New Jersey Health Care Facilities Financing Authority, Refunding RB, Hackensack University Medical, Series B (AGM), 4.00%, 1/01/24 | 1,000 | 981,070 |
| New Jersey Higher Education Assistance Authority, Refunding RB, Series 1A, 4.75%, 12/01/21 | 2,400 | 2,503,968 |
| New Jersey State Housing & Mortgage Finance Agency, RB, S/F Housing, Series X, AMT, 5.10%, 10/01/23 | 4,500 | 4,691,520 |
| New Jersey Transportation Trust Fund Authority, RB, CAB, Transportation System, Series C (AMBAC), 5.71%, | 9,450 | 4,437,437 |

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12/15/25 (f)

| | | |
|---|-------|------------|
| South Jersey Port Corp., RB, Marine Terminal, Series O-1 (AGC), 4.63%, 1/01/23 | 1,375 | 1,480,518 |
| University of Medicine & Dentistry of New Jersey, RB, Series A (AMBAC), 5.50%, 12/01/23 | 1,000 | 1,025,100 |
| | | 67,457,261 |

New Mexico 1.9%

| | | |
|---|-------|------------|
| New Mexico Finance Authority, RB, Senior Lien, Series A (NPFGC), 5.13%, 6/15/14 (a) | 9,520 | 10,928,389 |
|---|-------|------------|

New York 24.4%

| | | |
|--|-------|-----------|
| City of New York New York, GO: | | |
| Series D1, 5.13%, 12/01/26 | 4,615 | 5,021,628 |
| Sub-Series I-1, 5.50%, 4/01/21 | 5,000 | 5,865,150 |
| Dutchess County Industrial Development Agency New York, RB, St. Francis Hospital, Series B, 7.25%, 3/01/19 | 895 | 915,272 |
| Long Island Power Authority, Refunding RB, Series A, 5.50%, 4/01/24 | 1,475 | 1,665,570 |
| Metropolitan Transportation Authority, RB, Transportation, Series A, 5.00%, 11/15/25 | 1,980 | 2,118,244 |

| Municipal Bonds | Par (000) | Value |
|-----------------|--------------|-------|
|-----------------|--------------|-------|

New York (concluded)

| | | |
|---|----------|--------------|
| Metropolitan Transportation Authority, Refunding RB: | | |
| Series A, 5.13%, 1/01/29 | \$ 8,000 | \$ 8,253,360 |
| Series B, 5.25%, 11/15/25 | 4,000 | 4,505,560 |
| Monroe County Industrial Development Corp., RB, Unity Hospital of Rochester Project (FHA), 4.20%, 8/15/25 (e) | 1,345 | 1,352,814 |
| New York City Industrial Development Agency, RB: Continental Airlines Inc. Project, Mandatory Put Bonds, AMT, 8.38%, 11/01/16 | 3,500 | 3,549,560 |
| New York City Industrial Development Agency, RB: Special Needs Facilities Pooled Program, Series C-1, 6.80%, 7/01/19 | 2,055 | 2,072,509 |
| New York City Industrial Development Agency, Refunding RB, New York Stock Exchange Project, Series A, 4.25%, 5/01/24 | 2,740 | 2,826,885 |
| New York City Transitional Finance Authority, RB: | | |
| Fiscal 2007, Series S-1 (NPFGC), 5.00%, 7/15/24 | 500 | 539,315 |
| Fiscal 2009, Series S-3, 5.00%, 1/15/23 | 3,560 | 3,871,536 |
| New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, 5.63%, 7/15/47 | 4,000 | 4,167,400 |
| New York State Dormitory Authority, LRB, Municipal Health Facilities, Sub-Series 2-4, 5.00%, 1/15/27 | 6,900 | 7,253,073 |
| New York State Dormitory Authority, RB: Interagency Council Pooled, Series A-1, 4.25%, 7/01/25 | 405 | 411,087 |
| Mental Health Services Facilities Improvement, Series A (AGM), 5.00%, 2/15/22 | 4,000 | 4,412,600 |
| Mount Sinai School of Medicine, Series A (NPFGC), 5.15%, 7/01/24 | 1,000 | 1,063,210 |
| North Shore-Long Island Jewish Health System, Series A, 5.50%, 5/01/30 | 1,495 | 1,581,276 |

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| | | |
|---|--------|-------------|
| University of Rochester, Series A, 4.00%, 7/01/24 | 1,515 | 1,571,752 |
| University of Rochester, Series C, 4.00%, 7/01/24 | 625 | 648,888 |
| New York State Dormitory Authority, Refunding RB: | | |
| Mount Sinai Hospital, Series A, 4.25%, 7/01/23 | 4,575 | 4,601,855 |
| North Shore-Long Island Jewish Health System, Series E, 5.00%, 5/01/22 | 650 | 690,358 |
| North Shore-Long Island Jewish Health System, Series E, 5.00%, 5/01/23 | 2,160 | 2,281,414 |
| Yeshiva University, 4.00%, 9/01/23 | 2,860 | 2,978,862 |
| Yeshiva University, 4.25%, 9/01/24 | 2,750 | 2,882,055 |
| New York State Environmental Facilities Corp., RB, Environment, Series A (FGIC), 5.25%, 12/15/14 (a) | 7,380 | 8,668,031 |
| New York State Urban Development Corp., Refunding RB, Service Contract, Series B, 5.00%, 1/01/21 | 8,000 | 8,932,080 |
| Port Authority of New York & New Jersey, Refunding RB: Consolidated, 152nd Series, AMT, 5.00%, 11/01/23 | 2,500 | 2,634,525 |
| Consolidated, 153rd Series, 5.00%, 7/15/24 | 2,010 | 2,265,511 |
| Sales Tax Asset Receivable Corp., RB, Series A (NPFGC), 5.00%, 10/15/20 | 9,070 | 10,103,164 |
| Tobacco Settlement Financing Corp. New York, RB, Asset-Backed: | | |
| Series A-1 (AMBAC), 5.25%, 6/01/22 | 6,510 | 6,983,407 |
| Series B-1C, 5.50%, 6/01/21 | 7,000 | 7,574,420 |
| Series B-1C, 5.50%, 6/01/22 | 10,000 | 10,797,500 |
| Trust for Cultural Resources, RB, Carnegie Hall, Series A, 5.00%, 12/01/29 | 4,250 | 4,544,312 |
| United Nations Development Corp. New York, Refunding RB, Series A, 4.25%, 7/01/24 | 2,985 | 3,057,804 |
| | | 142,661,987 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|-------------------|
| North Carolina 0.8% | | |
| Gaston County Industrial Facilities & Pollution Control Financing Authority North Carolina, RB, Exempt Facilities, National Gypsum Co. Project, AMT, 5.75%, 8/01/35 | \$ 3,105 | \$ 2,571,157 |
| North Carolina Eastern Municipal Power Agency, Refunding RB, Series B, 5.00%, 1/01/26 | 1,925 | 2,056,574 |
| | | <u>4,627,731</u> |
| Northern Mariana Islands 0.8% | | |
| Commonwealth of the Northern Mariana Islands, GO, Series A: | | |
| 6.75%, 10/01/13 (a) | 3,800 | 4,451,738 |
| 6.75%, 10/01/33 | 250 | 247,453 |
| | | <u>4,699,191</u> |
| Pennsylvania 7.9% | | |
| City of Philadelphia Pennsylvania, RB, Series A, AMT (AGM), 5.00%, 6/15/20 | 2,895 | 3,065,921 |
| City of Philadelphia Pennsylvania, Refunding RB, Series B, AMT (AGM), 5.00%, 6/15/19 | 3,905 | 4,176,163 |
| City of Pittsburgh Pennsylvania, GO, Refunding, Series B (AGM), 5.25%, 9/01/17 | 9,630 | 10,842,609 |
| City of Pittsburgh Pennsylvania, GO, Series C (AGM), 5.25%, 9/01/18 | 6,430 | 7,143,666 |
| Montgomery County IDA Pennsylvania, MRB, Whitemarsh Continuing Care, 6.00%, 2/01/21 | 3,500 | 3,380,195 |
| Montgomery County IDA Pennsylvania, RB, New Regional Medical Center Project (FHA), 5.00%, 8/01/24 | 3,500 | 3,704,750 |
| Pennsylvania Economic Development Financing Authority, RB, National Gypsum Co., Series A, AMT, 6.25%, 11/01/27 | 7,710 | 6,880,481 |
| South Fork Municipal Authority, RB, Conemaugh Valley Memorial, Series A (AGC), 6.00%, 7/01/26 | 6,225 | 6,955,504 |
| | | <u>46,149,289</u> |
| Puerto Rico 12.3% | | |
| Commonwealth of Puerto Rico, GO, Refunding, Public Improvement, Series A (NPFGC), 5.50%, 7/01/21 | 3,290 | 3,579,290 |
| Puerto Rico Aqueduct & Sewer Authority, RB, Senior Lien, Series A (AGC), 5.00%, 7/01/25 | 3,215 | 3,427,608 |
| Puerto Rico Electric Power Authority, RB: Series CCC, 4.25%, 7/01/23 | 2,360 | 2,373,853 |

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| | | |
|--|--------|------------|
| Series NN, 5.50%, 7/01/13 (a) | 5,000 | 5,642,750 |
| Series TT, 5.00%, 7/01/27 | 8,500 | 8,791,635 |
| Series WW, 5.50%, 7/01/38 | 3,000 | 3,152,880 |
| Puerto Rico Highway & Transportation Authority, RB: Series Y (AGM), 6.25%, 7/01/21 | 3,000 | 3,415,950 |
| Subordinate (FGIC), 5.75%, 7/01/21 | 4,375 | 4,512,069 |
| Puerto Rico Housing Finance Authority, Refunding RB, Subordinate, Capital Fund Modernization, 5.13%, 12/01/27 | 13,900 | 14,236,658 |
| Puerto Rico Industrial Medical & Environmental Pollution Control Facilities Financing Authority, RB, Special Facilities, American Airlines, Series A, 6.45%, 12/01/25 | 5,390 | 5,066,869 |
| Puerto Rico Public Buildings Authority, RB, Government Facilities, Series I, 5.50%, 7/01/14 (a) | 8,000 | 9,282,160 |
| Puerto Rico Public Buildings Authority, Refunding RB, Government Facilities: Series D, 5.25%, 7/01/27 | 3,930 | 3,956,567 |
| Series M-3 (NPFGC), 6.00%, 7/01/28 | 1,900 | 2,049,796 |
| Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 5.75%, 8/01/37 | 2,000 | 2,171,580 |
| | | 71,659,665 |

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Rhode Island 0.5% | | |
| Rhode Island Health & Educational Building Corp., RB, University of Rhode Island, Series A (AGC), 4.75%, 9/15/24 | \$ 2,500 | \$ 2,683,300 |
| South Carolina 0.2% | | |
| County of Florence South Carolina, RB, McLeod Regional Medical Center, Series A, 4.50%, 11/01/25 | 1,000 | 1,004,240 |
| South Dakota 0.4% | | |
| Educational Enhancement Funding Corp., RB, Series B, 6.50%, 6/01/32 | 2,200 | 2,253,350 |
| Tennessee 2.1% | | |
| Chattanooga-Hamilton County Hospital Authority Tennessee, Refunding RB, Erlanger Health (AGM), 5.00%, 10/01/22 | 1,620 | 1,726,110 |
| Johnson City Health & Educational Facilities Board, RB, Appalachian Christian Village Project, Series A, 6.00%, 2/15/19 | 1,660 | 1,659,984 |
| Memphis-Shelby County Sports Authority Inc., Refunding RB, Memphis Arena Project: Series A, 5.00%, 11/01/23 | 2,695 | 2,936,903 |
| Series B, 5.00%, 11/01/22 | 1,000 | 1,096,390 |
| Shelby County Health Educational & Housing Facilities Board, RB, Germantown Village, Series A: 6.75%, 12/01/18 | 3,550 | 3,425,679 |
| 7.00%, 12/01/23 | 1,450 | 1,377,355 |
| | | 12,222,421 |

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| Texas 3.4% | | |
|--|-------|------------|
| Brazos River Authority, Refunding RB, TXU Electric Co. Project, Series C, Mandatory Put Bonds, AMT, 5.75%, 5/01/36 (b) | 6,770 | 6,431,500 |
| Dallas-Fort Worth International Airport Facilities Improvement Corp., RB, Series 2001-A-1, AMT, 6.15%, 1/01/16 | 4,000 | 4,001,880 |
| Dallas-Fort Worth International Airport Facilities Improvement Corp., Refunding RB, Series A, Sub-Series 2, Mandatory Put Bonds, AMT, 9.00%, 5/01/29 (b) | 3,000 | 3,154,230 |
| Gulf Coast IDA, RB, Citgo Petroleum Corp. Project, Mandatory Put Bonds, AMT, 7.50%, 5/01/25 (b) | 2,440 | 2,495,144 |
| Gulf Coast Waste Disposal Authority, Refunding RB, Series A, AMT, 6.10%, 8/01/24 | 2,000 | 2,026,960 |
| Houston Health Facilities Development Corp., RB, Buckingham Senior Living Community, Series A, 7.00%, 2/15/14 (a) | 1,500 | 1,791,615 |
| | | 19,901,329 |

| U.S. Virgin Islands 1.5% | | |
|--|-------|-----------|
| United States Virgin Islands, Refunding RB, Senior Secured, Hovensa Coker Project, AMT, 6.50%, 7/01/21 | 1,860 | 1,892,271 |
| Virgin Islands Public Finance Authority, RB, Senior Secured, Hovensa Refinery, AMT, 6.13%, 7/01/22 | 6,750 | 6,837,413 |
| | | 8,729,684 |

| Virginia 3.2% | | |
|--|-------|------------|
| James City County EDA, Refunding RB, First Mortgage, Williamsburg Lodge, Series A: 5.75%, 3/01/17 | 3,285 | 3,352,310 |
| 6.00%, 3/01/23 | 1,150 | 1,164,616 |
| Roanoke Economic Development Authority, Refunding RB, Carilion Health System, Series B (AGM), 5.00%, 7/01/38 | 4,705 | 4,824,413 |
| Tobacco Settlement Financing Corp. Virginia, RB, Asset-Backed, 5.63%, 6/01/15 (a) | 7,800 | 9,294,090 |
| | | 18,635,429 |

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------------|
| West Virginia 0.7% | | |
| West Virginia Hospital Finance Authority, Refunding RB, Charleston, Series A, 5.13%, 9/01/23 | \$ 4,000 | \$ 4,251,480 |
| Wisconsin 0.4% | | |
| Wisconsin Housing & EDA, RB, Series C, AMT, 4.85%, 9/01/26 | 2,000 | 2,026,800 |
| Total Municipal Bonds 136.2% | | 796,325,553 |

Municipal Bonds Transferred to
Tender Option Bond Trusts (g)

| | | |
|--|--------|-------------------|
| California 4.9% | | |
| City of San Jose California, GO, Libraries, Parks, and Public Safety Project (NPFGC), 5.00%, 9/01/30 | 3,101 | 3,253,191 |
| Peralta Community College District, GO, Election of 2000, Series D (AGM), 5.00%, 8/01/30 | 10,140 | 10,570,139 |
| Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35 | 9,028 | 9,558,709 |
| Tamalpais Union High School District California, GO, Election of 2001 (AGM), 5.00%, 8/01/28 | 4,875 | 5,128,354 |
| | | 28,510,393 |
| Illinois 2.3% | | |
| McHenry County Conservation District Illinois, GO (AGM), 5.13%, 2/01/27 | 12,695 | 13,683,827 |
| Massachusetts 1.5% | | |
| Massachusetts School Building Authority, RB, Series A (AGM), 5.00%, 8/15/30 | 8,338 | 8,824,040 |
| Minnesota 1.9% | | |
| State of Minnesota, GO, State Various Purpose, Series A, 4.00%, 8/01/29 | 10,525 | 10,842,004 |
| New Jersey 2.1% | | |
| New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series D (AGM), | 11,120 | 12,227,219 |

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5.00%, 6/15/19

| New York 6.9% | | |
|---|--------|------------|
| City of New York New York, GO, Sub-Series B-1, 5.25%, 9/01/22 | 8,250 | 9,340,650 |
| New York City Municipal Water Finance Authority, Refunding RB, Series A, 4.75%, 6/15/30 | 8,000 | 8,436,480 |
| New York State Urban Development Corp., RB, State Personal Income Tax, State Facilities, Series A-1 (NPFGC), 5.25%, 3/15/34 | 10,000 | 10,461,600 |
| Sales Tax Asset Receivable Corp., RB, Series A (AMBAC), 5.25%, 10/15/27 | 11,101 | 12,258,074 |
| | | 40,496,804 |

| Washington 1.9% | | |
|--|--------|------------|
| Snohomish County School District No. 15-Edmonds Washington, GO (NPFGC), 5.00%, 12/01/19 | 10,000 | 11,308,500 |

| | | |
|---|--|-------------|
| Total Municipal Bonds Transferred to Tender Option Bond Trusts 21.5% | | 125,892,787 |
|---|--|-------------|

| | | |
|--|--|-------------|
| Total Long-Term Investments (Cost \$883,491,937) 157.7% | | 922,218,340 |
|--|--|-------------|

| Short-Term Securities | Shares | Value |
|--|------------|----------------|
| FFI Institutional Tax-Exempt Fund, 0.13% (h)(i) | 10,237,333 | \$ 10,237,333 |
| Total Short-Term Securities (Cost \$10,237,333) 1.7% | | 10,237,333 |
| Total Investments (Cost \$893,729,270*) 159.4% | | 932,455,673 |
| Other Assets Less Liabilities 1.1% | | 6,202,963 |
| Liability for Trust Certificates, Including Interest Expense and Fees Payable (11.4)% | | (66,658,625) |
| Preferred Shares, at Redemption Value (49.1)% | | (287,239,117) |
| Net Assets Applicable to Common Shares 100.0% | | \$ 584,760,894 |

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 826,656,040 |
| Gross unrealized appreciation | \$ 45,339,792 |
| Gross unrealized depreciation | (6,148,971) |
| Net unrealized appreciation | \$ 39,190,821 |

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- (a) US government securities, held in escrow, are used to pay interest on this security as well as to retire the bond in full at the date indicated, typically at a premium to par.
- (b) Variable rate security. Rate shown is as of report date.
- (c) Non-income producing security.
- (d) Issuer filed for bankruptcy and/or is in default of interest payments.
- (e) When-issued security. Unsettled when-issued transactions were as follows:

| Counterparty | Value | Unrealized Appreciation (Depreciation) |
|-------------------------|--------------|--|
| JPMorgan Securities | \$ 1,352,814 | \$ 10,827 |
| Morgan Stanley Co. Inc. | \$ 3,223,513 | \$ (26,487) |

- (f) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (g) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (h) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------------------------------|--|-----------------|--|----------|
| FFI Institutional Tax-Exempt Fund | 17,541,876 | (7,304,543) | 10,237,333 | \$ 7,206 |

- (i) Represents the current yield as of report date.

See Notes to Financial Statements.

Schedule of Investments (concluded)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments) The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|----------------------|-----------------------|---------|-----------------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 922,218,340 | | \$ 922,218,340 |
| Short-Term Securities | \$ 10,237,333 | | | 10,237,333 |
| Total | \$ 10,237,333 | \$ 922,218,340 | | \$ 932,455,673 |

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

Schedule of Investments October 31, 2010 (Unaudited)

BlackRock MuniVest Fund II, Inc. (MVT)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|---|--------------|--------------|
| Alabama 1.0% | | |
| Prattville IDB Alabama, RB, International Paper Co. Project, Series A, AMT, 4.75%, 12/01/30 | \$ 3,500 | \$ 3,151,540 |
| Arizona 2.6% | | |
| Maricopa County IDA Arizona, RB, Arizona Charter Schools Project, Series A, 6.75%, 7/01/29 | 1,000 | 694,890 |
| Maricopa County Pollution Control Corp., Refunding RB, Southern California Edison Co., Series A, 5.00%, 6/01/35 | 1,705 | 1,742,732 |
| Pima County IDA, RB, Arizona Charter Schools Project, Series C, 6.75%, 7/01/31 | 1,920 | 1,927,065 |
| Pima County IDA, Refunding IDRB, Tucson Electric Power, 5.75%, 9/01/29 | 1,110 | 1,147,052 |
| Pima County IDA, Refunding RB, Charter Schools II, Series A, 6.75%, 7/01/21 | 475 | 477,931 |
| Salt River Project Agricultural Improvement & Power District, RB, Series A, 5.00%, 1/01/38 | 1,980 | 2,088,385 |
| | | 8,078,055 |
| California 13.4% | | |
| California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.75%, 7/01/39 | 2,200 | 2,338,644 |
| California State Public Works Board, RB, Various Capital Projects, Sub-Series I-1, 6.38%, 11/01/34 | 1,185 | 1,298,843 |
| Los Angeles Department of Airports, RB, Series A, 5.25%, 5/15/39 | 800 | 843,664 |
| Los Angeles Department of Airports, Refunding RB, Senior, Los Angeles International Airport, Series A, 5.00%, 5/15/40 | 5,930 | 6,148,580 |
| San Francisco City & County Public Utilities Commission, RB, Series B, 5.00%, 11/01/39 | 9,475 | 10,038,478 |
| State of California, GO, Various Purpose: 6.00%, 3/01/33 | 2,525 | 2,900,316 |
| 6.50%, 4/01/33 | 14,925 | 17,546,875 |
| | | 41,115,400 |
| Colorado 3.9% | | |
| Colorado Health Facilities Authority, RB, Catholic Health Initiatives, Series D, 6.25%, 10/01/33 | 1,060 | 1,192,341 |
| Colorado Health Facilities Authority, Refunding RB, Sisters of Leavenworth, Series A, 5.00%, 1/01/40 | 2,190 | 2,231,807 |
| Colorado Housing & Finance Authority, Refunding RB, S/F Program, Senior Series A-2, AMT, 7.50%, 4/01/31 | 95 | 100,145 |

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| | | |
|--|-------|------------|
| Elk Valley Public Improvement Corp., RB, Public Improvement Fee: | | |
| Series A, 7.35%, 9/01/31 | 3,025 | 2,897,133 |
| Series B, 7.45%, 9/01/31 | 400 | 386,948 |
| Plaza Metropolitan District No. 1 Colorado, Tax Allocation Bonds, Public Improvement Fee, Tax Increment: | | |
| 8.00%, 12/01/25 | 3,300 | 3,447,741 |
| Subordinate, 8.13%, 12/01/25 | 820 | 762,502 |
| University of Colorado, RB, Series A, 5.75%, 6/01/28 | 750 | 868,200 |
| | | 11,886,817 |

Connecticut 2.2%

| | | |
|--|-------|-----------|
| Connecticut State Health & Educational Facility Authority, RB: | | |
| Ascension Health Senior Credit, 5.00%, 11/15/40 | 1,375 | 1,440,161 |
| Wesleyan University, 5.00%, 7/01/35 | 3,385 | 3,659,761 |
| Mohegan Tribe of Indians of Connecticut, RB, Public Improvement, Priority Distribution, 6.25%, 1/01/31 | | |
| | 2,000 | 1,656,460 |
| | | 6,756,382 |

Delaware 1.3%

| | | |
|--|-------|-----------|
| Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45 | | |
| | 4,065 | 4,048,903 |

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| District of Columbia 1.9% | | |
| Metropolitan Washington Airports Authority, RB: | | |
| CAB, Second Senior Lien, Series B (AGC), 7.05%, 10/01/33 (a) | \$ 6,590 | \$ 1,662,262 |
| CAB, Second Senior Lien, Series B (AGC), 7.08%, 10/01/34 (a) | 4,830 | 1,141,957 |
| CAB, Second Senior Lien, Series B (AGC), 7.10%, 10/01/35 (a) | 6,515 | 1,443,268 |
| First Senior Lien, Series A, 5.25%, 10/01/44 | 1,500 | 1,582,995 |
| | | 5,830,482 |

Florida 6.4%

| | | |
|---|-------|-----------|
| County of Miami-Dade Florida, RB, Water & Sewer System, 5.00%, 10/01/34 | | |
| | 5,680 | 5,914,300 |
| County of Miami-Dade Florida, Refunding RB, Miami International Airport: | | |
| AMT (AGC), 5.00%, 10/01/40 | 4,975 | 4,951,817 |
| Series A-1, 5.38%, 10/01/41 | 1,165 | 1,202,478 |
| Fiddlers Creek Community Development District No. 2, Special Assessment Bonds (b)(c): | | |
| Series A, 6.38%, 5/01/35 | 2,350 | 752,000 |
| Series B, 5.75%, 5/01/13 | 400 | 128,000 |
| Hillsborough County IDA, RB: | | |
| H. Lee Moffitt Cancer Center Project, Series A, 5.25%, 7/01/37 | 1,400 | 1,389,962 |
| National Gypsum Co., Series B, AMT, 7.13%, 4/01/30 | 2,720 | 2,651,510 |

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| | | |
|--|-------|------------|
| Midtown Miami Community Development District, Special Assessment Bonds, Series A, 6.25%, 5/01/37 | 915 | 899,875 |
| Palm Coast Park Community Development District, Special Assessment Bonds, 5.70%, 5/01/37 | 1,225 | 764,804 |
| Preserve at Wilderness Lake Community Development District, RB, Series A, 7.10%, 5/01/33 | 875 | 882,744 |
| | | 19,537,490 |

Georgia 4.9%

| | | |
|---|-------|------------|
| De Kalb Private Hospital Authority, Refunding RB, Children s Healthcare, 5.25%, 11/15/39 | 845 | 889,075 |
| Fulton County Residential Care Facilities for the Elderly Authority, Refunding RB, Canterbury Court Project, Series A, 6.13%, 2/15/26 | 2,000 | 1,896,620 |
| Metropolitan Atlanta Rapid Transit Authority, RB, Third Series, 5.00%, 7/01/39 | 3,465 | 3,716,628 |
| Municipal Electric Authority of Georgia, RB, Series W: 6.60%, 1/01/18 | 5,560 | 6,536,837 |
| 6.60%, 1/01/18 (d) | 380 | 431,171 |
| Municipal Electric Authority of Georgia, Refunding RB, Series X, 6.50%, 1/01/20 | 1,205 | 1,453,037 |
| | | 14,923,368 |

Guam 0.5%

| | | |
|---|-----|-----------|
| Territory of Guam, GO, Series A: 6.00%, 11/15/19 | 630 | 673,483 |
| 6.75%, 11/15/29 | 895 | 991,338 |
| 7.00%, 11/15/39 | 615 | 689,052 |
| | | 2,353,873 |

Idaho 0.00%

| | | |
|---|----|--------|
| Idaho Housing & Finance Association, Refunding RB, S/F Mortgage, Senior Series E-2, AMT, 6.90%, 1/01/27 | 15 | 15,030 |
|---|----|--------|

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniVest Fund II, Inc. (MVT)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|------------|
| Illinois 12.7% | | |
| City of Chicago Illinois, RB, Series C, AMT (Ginnie Mae), 7.00%, 3/01/32 | \$ 125 | \$ 125,040 |
| City of Chicago Illinois, Special Assessment Bonds, Lake Shore East, 6.75%, 12/01/32 | 800 | 785,536 |
| City of Chicago Illinois, Tax Allocation Bonds, Kingsbury Redevelopment Project, Series A, 6.57%, 2/15/13 | 900 | 900,351 |
| Illinois Finance Authority, RB: Advocate Health Care Network, Series D, 6.50%, 11/01/38 | 5,000 | 5,676,800 |
| Community Rehabilitation Providers Facilities, Series A, 6.50%, 7/01/22 | 1,000 | 999,880 |
| Navistar International, Recovery Zone, 6.50%, 10/15/40 | 1,540 | 1,597,765 |
| Illinois Finance Authority, Refunding RB: Central DuPage Health, Series B, 5.50%, 11/01/39 | 1,610 | 1,709,756 |
| Friendship Village Schaumburg, Series A, 5.63%, 2/15/37 | 250 | 206,250 |
| Metropolitan Pier & Exposition Authority, Refunding RB (AGM), McCormick Place Expansion Project: CAB, Series B, 6.25%, 6/15/45 (a) | 12,580 | 1,513,500 |
| CAB, Series B, 6.25%, 6/15/46 (a) | 6,400 | 721,792 |
| Series B, 5.00%, 6/15/50 | 3,150 | 3,144,424 |
| Series B-2, 5.00%, 6/15/50 | 2,500 | 2,461,675 |
| Regional Transportation Authority, RB: Series A (AMBAC), 7.20%, 11/01/20 | 1,500 | 1,857,300 |
| Series A (NPFGC), 6.70%, 11/01/21 | 7,000 | 8,630,790 |
| Series C (NPFGC), 7.75%, 6/01/20 | 2,500 | 3,253,450 |
| State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34 | 630 | 659,314 |
| Village of Hodgkins Illinois, RB, MBM Project, AMT, 6.00%, 11/01/23 | 2,800 | 2,802,268 |
| Village of Wheeling Illinois, Tax Allocation Bonds, North Milwaukee/Lake-Cook TIF Project, 6.00%, 1/01/25 | 1,550 | 1,465,060 |
| | | 38,510,951 |
| Indiana 6.1% | | |
| Indiana Finance Authority, RB, Sisters of St. Francis Health, 5.25%, 11/01/39 | 840 | 874,852 |
| Indiana Finance Authority, Refunding RB: Ascension Health Senior Credit, Series B-5, 5.00%, 11/15/36 | 1,500 | 1,528,935 |
| Parkview Health System, Series A, 5.75%, 5/01/31 | 3,295 | 3,473,853 |
| Indiana Health & Educational Facilities Financing Authority, RB, Clarian Health Obligation, Series A, 5.25%, 2/15/40 | 500 | 499,215 |

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| | | |
|--|-------|------------|
| Indiana Transportation Finance Authority, RB, Series A: | | |
| 7.25%, 6/01/15 | 160 | 165,955 |
| 6.80%, 12/01/16 | 3,775 | 4,306,595 |
| Indianapolis Local Public Improvement Bond Bank, Refunding RB, Series D, 6.75%, 2/01/14 | | |
| | 7,450 | 8,056,355 |
| | | 18,905,760 |

Kansas 0.6%

| | | |
|---|-------|-----------|
| Kansas Development Finance Authority, Refunding RB, Sisters of Leavenworth, Series A, 5.00%, 1/01/40 | | |
| | 1,660 | 1,706,629 |

Kentucky 0.3%

| | | |
|---|-------|-----------|
| Kentucky Economic Development Finance Authority, Refunding RB, Owensboro Medical Health System, Series A, 6.38%, 6/01/40 | | |
| | 1,010 | 1,070,479 |

Louisiana 3.6%

| | | |
|--|-------|------------|
| Port of New Orleans Louisiana, Refunding RB, Continental Grain Co. Project, 6.50%, 1/01/17 | | |
| | 7,500 | 7,501,275 |
| Sabine River Authority Louisiana, Refunding RB, International Paper Co. Project, 6.20%, 2/01/25 | | |
| | 3,600 | 3,646,404 |
| | | 11,147,679 |

| Municipal Bonds | Par (000) | Value |
|--|----------------------|--------------|
| Maryland 2.0% | | |
| County of Montgomery Maryland, GO, West Germantown Development District, Senior Series A (Radian), 6.70%, 7/01/27 | | |
| | \$ 1,175 | \$ 1,214,363 |
| Maryland Community Development Administration, Refunding RB, Residential, Series D, AMT, 4.90%, 9/01/42 | | |
| | 1,500 | 1,501,515 |
| Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35 | | |
| | 435 | 453,196 |
| Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25 | | |
| | 830 | 847,430 |
| Maryland Health & Higher Educational Facilities Authority, RB: | | |
| King Farm Presbyterian Community, Series B, 5.00%, 1/01/17 | | |
| | 875 | 855,426 |
| University of Maryland Medical System, Series B (NPFGC), 7.00%, 7/01/22 | | |
| | 1,000 | 1,189,640 |
| | | 6,061,570 |

Massachusetts 4.1%

| | | |
|--|-------|-----------|
| Massachusetts HFA, HRB, Series A, AMT, 5.20%, 12/01/37 | | |
| | 3,000 | 3,056,790 |
| Massachusetts HFA, RB, S/F, Series 130, AMT, 5.00%, 12/01/32 | | |
| | 2,720 | 2,738,333 |
| Massachusetts HFA, Refunding HRB, AMT: Series D, 4.85%, 6/01/40 | | |
| | 2,770 | 2,693,963 |
| Series F, 5.70%, 6/01/40 | | |
| | 2,210 | 2,280,632 |
| | 1,805 | 1,856,045 |

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Massachusetts Health & Educational Facilities Authority,
Refunding RB, Partners Healthcare, Series J1,
5.00%, 7/01/39

12,625,763

Michigan 6.9%

| | | |
|--|-------|-----------|
| City of Detroit Michigan, RB, Senior Lien, Series B (AGM), 7.50%, 7/01/33 | 910 | 1,108,908 |
| Flint Hospital Building Authority Michigan, Refunding RB, Hurley Medical Center (ACA), 6.00%, 7/01/20 | 2,695 | 2,688,855 |
| Kalamazoo Hospital Finance Authority, Refunding RB, Bronson Methodist Hospital, 5.50%, 5/15/36 | 1,380 | 1,413,934 |
| Michigan State Hospital Finance Authority, Refunding RB: Henry Ford Health System, Series A, 5.25%, 11/15/46 | 7,050 | 7,036,182 |
| McLaren Health Care, 5.75%, 5/15/38 | 8,560 | 9,008,544 |

21,256,423

Mississippi 3.1%

| | | |
|---|-------|-----------|
| County of Lowndes Mississippi, Refunding RB, Weyerhaeuser Co. Project, Series A, 6.80%, 4/01/22 | 3,000 | 3,387,240 |
| Mississippi Business Finance Corp., Refunding RB, System Energy Resource Inc. Project, 5.90%, 5/01/22 | 5,000 | 5,025,000 |
| University of Southern Mississippi, RB, Campus Facilities Improvements Project, 5.38%, 9/01/36 | 1,065 | 1,155,727 |

9,567,967

Montana 0.8%

| | | |
|--|-------|-----------|
| Montana Facility Finance Authority, Refunding RB, Sisters of Leavenworth, Series A, 4.75%, 1/01/40 | 2,265 | 2,343,188 |
|--|-------|-----------|

Nevada 0.2%

| | | |
|---|-----|---------|
| County of Clark Nevada, Special Assessment Bonds, Special Improvement District No. 142, Local Improvement, 6.38%, 8/01/23 | 570 | 556,109 |
|---|-----|---------|

See Notes to Financial Statements.

Schedule of Investments (continued)

BlackRock MuniVest Fund II, Inc. (MVT)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------|
| New Jersey 2.8% | | |
| New Jersey EDA, RB: Cigarette Tax, 5.50%, 6/15/24 | \$ 2,420 | \$ 2,422,444 |
| Continental Airlines Inc. Project, AMT, 6.25%, 9/15/29 | 3,000 | 2,939,880 |
| New Jersey Health Care Facilities Financing Authority, RB, Pascack Valley Hospital Association, 6.63%, 7/01/36 (b)(c) | 1,680 | 17 |
| New Jersey State Housing & Mortgage Finance Agency, RB, Series AA, 6.38%, 10/01/28 | 1,215 | 1,313,937 |
| Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.50%, 6/01/23 | 2,160 | 2,021,501 |
| | | 8,697,779 |
| New York 7.9% | | |
| Metropolitan Transportation Authority, RB, Series 2008C, 6.50%, 11/15/28 | 9,405 | 11,107,775 |
| New York City Industrial Development Agency, RB: British Airways Plc Project, AMT, 7.63%, 12/01/32 | 1,920 | 1,967,040 |
| Series C, 6.80%, 6/01/28 | 690 | 724,597 |
| Special Needs Facilities Pooled Program, Series C-1, 6.50%, 7/01/17 | 890 | 887,090 |
| New York City Transitional Finance Authority, RB, Fiscal 2009, Series S-3, 5.25%, 1/15/39 | 6,700 | 7,251,611 |
| New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, 6.38%, 7/15/49 | 1,220 | 1,307,144 |
| Westchester County Industrial Development Agency New York, RB, Special Needs Facilities Pooled Program, Series E-1, 6.50%, 7/01/17 | 1,000 | 996,730 |
| | | 24,241,987 |
| North Carolina 2.9% | | |
| Gaston County Industrial Facilities & Pollution Control Financing Authority North Carolina, RB, Exempt Facilities, National Gypsum Co. Project, AMT, 5.75%, 8/01/35 | 1,675 | 1,387,017 |
| North Carolina Capital Facilities Finance Agency, RB, Duke Energy Carolinas, Series B, 4.38%, 10/01/31 | 1,610 | 1,578,573 |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Duke Energy Carolinas, Series A, 4.63%, 11/01/40 | 2,695 | 2,622,505 |
| North Carolina Medical Care Commission, RB, Duke University Health System, Series A, 5.00%, 6/01/42 | 1,400 | 1,457,456 |
| | 2,000 | 1,750,900 |

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North Carolina Medical Care Commission, Refunding
RB, Carolina Village Project, 6.00%, 4/01/38

8,796,451

Ohio 0.9%

Buckeye Tobacco Settlement Financing Authority, RB,
Asset-Backed, Senior Series A-2, 6.50%, 6/01/47

3,250 2,717,520

Pennsylvania 4.3%

Bucks County IDA, RB, Ann s Choice Inc. Facility,
Series A, 6.13%, 1/01/25

880 888,342

Lancaster County Hospital Authority, RB, Brethren
Village Project, Series A, 6.50%, 7/01/40

2,000 1,989,340

Montgomery County IDA Pennsylvania, MRB,
Whitemarsh Continuing Care:
6.13%, 2/01/28

470 433,082

6.25%, 2/01/35

1,090 985,709

Pennsylvania Economic Development Financing
Authority, RB:

Aqua Pennsylvania Inc. Project, 5.00%, 11/15/40

1,890 1,948,193

National Gypsum Co., Series B, AMT, 6.13%,
11/01/27

2,000 1,760,800

Municipal Bonds

**Par
(000)**

Value

Pennsylvania (concluded)

Pennsylvania Turnpike Commission, RB, Sub-Series B,
5.25%, 6/01/39

\$ 3,915 \$ 4,070,034

Philadelphia Authority for Industrial Development, RB,
Commercial Development, AMT, 7.75%, 12/01/17

1,265 1,266,619

13,342,119

Puerto Rico 2.7%

Commonwealth of Puerto Rico, GO, Refunding, Public
Improvement, Series C, 6.00%, 7/01/39

2,990 3,286,369

Puerto Rico Sales Tax Financing Corp., RB, First
Sub-Series A, 6.50%, 8/01/44

4,255 4,898,101

8,184,470

Tennessee 0.7%

Johnson City Health & Educational Facilities Board, RB,
Appalachian Christian Village Project, Series A,
6.00%, 2/15/24

1,000 989,080

Rutherford County Health & Educational Facilities
Board, RB, Ascension Health Senior Credit Group,
5.00%, 11/15/40

1,025 1,078,269

2,067,349

Texas 9.4%

Brazos River Authority, Refunding RB, Texas Utility Co.,
Series, AMT, 7.70%, 4/01/33

1,500 555,000

Brazos River Harbor Navigation District, Refunding RB,
Dow Chemical Co. Project, Series A7, AMT, 6.63%,

3,000 3,079,050

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| | | |
|--|-------|------------|
| 5/15/33 | | |
| City of Dallas Texas, Refunding RB, 5.00%, 10/01/35 | 1,510 | 1,624,926 |
| City of Houston Texas, RB, Special Facilities, Continental Airlines, Series E, AMT, 6.75%, 7/01/21 | 4,820 | 4,839,714 |
| Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/35 | 2,000 | 2,296,260 |
| North Texas Tollway Authority, Refunding RB, First Tier, Series A, 6.25%, 1/01/39 | 7,000 | 7,738,710 |
| Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien: | | |
| LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40 | 4,310 | 4,684,884 |
| NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39 | 3,875 | 4,204,917 |
| | | 29,023,461 |
| U.S. Virgin Islands 2.0% | | |
| United States Virgin Islands, Refunding RB, Senior Secured, Hovensa Coker Project, AMT, 6.50%, 7/01/21 | 6,000 | 6,104,100 |
| Utah 0.9% | | |
| City of Riverton Utah, RB, IHC Health Services Inc., 5.00%, 8/15/41 | 2,780 | 2,890,088 |
| Virginia 1.8% | | |
| Fairfax County EDA, Refunding RB, Goodwin House Inc.: 5.13%, 10/01/37 | 1,000 | 997,780 |
| 5.13%, 10/01/42 | 3,440 | 3,394,592 |
| Tobacco Settlement Financing Corp. Virginia, Refunding RB, Senior Series B1, 5.00%, 6/01/47 | 1,405 | 986,394 |
| | | 5,378,766 |
| Washington 1.4% | | |
| Washington Health Care Facilities Authority, Refunding RB, Catholic Health Initiatives, Series D, 6.38%, 10/01/36 | 3,700 | 4,181,555 |

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniVest Fund II, Inc. (MVT)
(Percentages shown are based on Net Assets)

| Municipal Bonds | Par (000) | Value |
|--|--------------|--------------------|
| Wisconsin 4.4% | | |
| State of Wisconsin, Refunding RB, Series A, 6.00%, 5/01/36 | \$ 7,100 | \$ 8,076,889 |
| Wisconsin Health & Educational Facilities Authority, RB: Ascension Health Senior Credit Group, 5.00%, 11/15/33 | 2,465 | 2,568,900 |
| SynergyHealth Inc., 6.00%, 11/15/32 | 2,215 | 2,293,057 |
| Wisconsin Housing & EDA, Refunding RB, Series A, AMT, 5.63%, 3/01/31 | 695 | 730,104 |
| | | <u>13,668,950</u> |
| Total Municipal Bonds 120.6% | | 370,744,453 |

**Municipal Bonds Transferred to
Tender Option Bond Trusts (e)**

| | | |
|--|-------|-------------------|
| California 3.3% | | |
| Bay Area Toll Authority, Refunding RB, San Francisco Bay Area, Series F-1, 5.63%, 4/01/44 | 3,271 | 3,629,988 |
| California Educational Facilities Authority, RB, University of Southern California, Series A, 5.25%, 10/01/39 | 2,610 | 2,825,873 |
| Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32 | 2,290 | 2,402,141 |
| San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33 | 1,077 | 1,167,928 |
| | | <u>10,025,930</u> |
| Colorado 0.8% | | |
| Colorado Health Facilities Authority, Refunding RB, Catholic Healthcare, Series A, 5.50%, 7/01/34 | 2,129 | 2,293,508 |
| Connecticut 2.1% | | |
| Connecticut State Health & Educational Facility Authority, RB, Yale University, Series Z-3, 5.05%, 7/01/42 | 6,000 | 6,416,160 |
| Illinois 1.5% | | |
| City of Chicago Illinois, Refunding RB, Second Lien (AGM), 5.25%, 11/01/33 | 1,320 | 1,422,286 |
| | 2,999 | 3,242,510 |

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| | | |
|--|----------------------|--------------|
| Illinois State Toll Highway Authority, RB, Series B, 5.50%, 1/01/33 | | 4,664,796 |
| Maryland 0.8% | | |
| Maryland State Transportation Authority, RB, Transportation Facility Project (AGM), 5.00%, 7/01/41 | 2,290 | 2,447,689 |
| Massachusetts 3.4% | | |
| Massachusetts School Building Authority, RB, Series A (AGM), 5.00%, 8/15/30 | 10,000 | 10,582,400 |
| New Hampshire 0.7% | | |
| New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth College, 5.25%, 6/01/39 | 2,009 | 2,208,427 |
| New York 4.7% | | |
| New York City Municipal Water Finance Authority, RB: Series DD, 5.00%, 6/15/37 | 6,299 | 6,679,610 |
| Series FF-2, 5.50%, 6/15/40 | 1,575 | 1,777,297 |
| New York State Dormitory Authority, ERB, Series F, 5.00%, 3/15/35 | 5,790 | 6,048,016 |
| | | 14,504,923 |
| North Carolina 2.1% | | |
| North Carolina Capital Facilities Finance Agency, Refunding RB, Duke University Project, Series A, 5.00%, 10/01/41 | 6,239 | 6,555,042 |
| Municipal Bonds Transferred to Tender Option Bond Trusts (e) | | |
| | Par (000) | Value |
| Ohio 5.7% | | |
| Ohio Higher Educational Facility Commission, Refunding RB, Hospital, Cleveland Clinic Health, Series A, 5.25%, 1/01/33 | \$ 2,400 | \$ 2,536,248 |
| State of Ohio, Refunding RB, Cleveland Clinic Health, Series A, 5.50%, 1/01/39 | 13,840 | 14,904,157 |
| | | 17,440,405 |
| South Carolina 1.8% | | |
| South Carolina State Public Service Authority, RB, Santee Cooper, Series A, 5.50%, 1/01/38 | 4,995 | 5,545,699 |
| Texas 6.3% | | |
| Harris County Health Facilities Development Corp., Refunding RB, School Health Care System, Series B, 5.75%, 7/01/27 (d) | 10,000 | 12,422,100 |
| Texas Department of Housing & Community Affairs, MRB, Series B, AMT (Ginnie Mae), 5.25%, 9/01/32 | 3,901 | 4,002,574 |
| Texas State University Systems, Refunding RB (AGM), 5.00%, 3/15/30 | 2,743 | 2,869,474 |

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| | |
|--|-----------------------|
| | 19,294,148 |
| Washington 5.7% | |
| Central Puget Sound Regional Transit Authority, RB, Series A: | |
| 5.00%, 11/01/36 | 4,000 |
| (AGM), 5.00%, 11/01/32 | 7,693 |
| Central Puget Sound Regional Transportation Authority, Washington, RB, Series A, 5.00%, 11/01/34 | 5,000 |
| | 4,194,940 |
| | 8,116,214 |
| | 5,243,675 |
| | 17,554,829 |
| Wisconsin 0.9% | |
| Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health Inc., 5.25%, 4/01/39 | 2,499 |
| | 2,629,571 |
| Total Municipal Bonds Transferred to Tender Option Bond Trusts 39.8% | 122,163,527 |
| Total Long-Term Investments (Cost \$464,877,306) 160.4% | 492,907,980 |
| Short-Term Securities | |
| | Shares |
| FII Institutional Tax-Exempt Fund, 0.13% (f)(g) | 137,942 |
| | 137,942 |
| Total Short-Term Securities (Cost \$137,942) 0.0% | 137,942 |
| Total Investments (Cost \$465,015,248*) 160.4% | 493,045,922 |
| Other Assets Less Liabilities 5.4% | 16,705,502 |
| Liability for Trust Certificates, Including Interest Expense and Fees Payable (20.3)% | (62,281,805) |
| Preferred Shares, at Redemption Value (45.5)% | (140,016,058) |
| Net Assets Applicable to Common Shares 100.0% | \$ 307,453,561 |

* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2010, as computed for federal income tax purposes, were as follows:

| | |
|-------------------------------|----------------|
| Aggregate cost | \$ 402,599,350 |
| Gross unrealized appreciation | \$ 35,010,761 |
| Gross unrealized depreciation | (6,794,102) |
| Net unrealized appreciation | \$ 28,216,659 |

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) Issuer filed for bankruptcy and/or is in default of interest payments.
- (c) Non-income producing security.
- (d) Security is collateralized by Municipal or US Treasury obligations.

See Notes to Financial Statements.

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Schedule of Investments (concluded)

BlackRock MuniVest Fund II, Inc. (MVT)

- (e) Securities represent bonds transferred to a tender option bond trust in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.
- (f) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares Held at April 30, 2010 | Net Activity | Shares Held at October 31, 2010 | Income |
|-----------------------------------|--|-----------------|---|----------|
| FFI Institutional Tax-Exempt Fund | 552,231 | (414,289) | 137,942 | \$ 2,911 |

- (g) Represents the current yield as of report date.

Fair Value Measurements Various inputs are used in determining the fair value of investments, which are as follows:

Level 1 price quotations in active markets/exchanges for identical assets and liabilities

Level 2 other observable inputs (including, but not limited to: quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market-corroborated inputs)

Level 3 unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including the Fund's own assumptions used in determining the fair value of investments)

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to Note 1 of the Notes to Financial Statements.

The following table summarizes the inputs used as of October 31, 2010 in determining the fair valuation of the Fund's investments:

| Valuation Inputs | Level 1 | Level 2 | Level 3 | Total |
|------------------------------------|------------|----------------|---------|----------------|
| Assets: | | | | |
| Investments in Securities: | | | | |
| Long-Term Investments ¹ | | \$ 492,907,980 | | \$ 492,907,980 |
| Short-Term Securities | \$ 137,942 | | | 137,942 |

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| | | | | | | |
|--------------|----|---------|----|-------------|----|-------------|
| Total | \$ | 137,942 | \$ | 492,907,980 | \$ | 493,045,922 |
|--------------|----|---------|----|-------------|----|-------------|

¹ See above Schedule of Investments for values in each state or political subdivision.

See Notes to Financial Statements.

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Statements of Assets and Liabilities

| October 31, 2010 (Unaudited) | BlackRock Apex Municipal Fund, Inc. (APX) | BlackRock MuniAssets Fund, Inc. (MUA) | BlackRock MuniEnhanced Fund, Inc. (MEN) | BlackRock MuniHoldings Fund, Inc. (MHD) | BlackRock MuniHoldings Fund II, Inc. (MUH) | BlackRock MuniHoldings Quality Fund, Inc. (MUS) | BlackRock Muni Intermediate Duration Fund, Inc. (MUI) | Black Muni Fund (M) |
|--|---|--|--|--|---|---|--|------------------------------|
| Assets | | | | | | | | |
| Investments at value unaffiliated ¹ | \$ 189,891,103 | \$ 275,698,362 | \$ 525,610,107 | \$ 346,635,990 | \$ 252,449,342 | \$ 282,351,917 | \$ 922,218,340 | \$ 492,340,000 |
| Investments at value affiliated ² | 998,663 | 2,949,596 | 6,417,821 | 967,139 | 1,177,035 | 10,941,587 | 10,237,333 | 1,000,000 |
| Investments sold receivable | 3,724,610 | 5,320,066 | | 3,695,387 | 2,579,619 | 147,750 | 755,168 | 10,000,000 |
| Interest receivable | 3,605,313 | 5,051,997 | 7,696,630 | 5,654,413 | 3,947,187 | 4,150,374 | 13,950,360 | 8,000,000 |
| Income receivable affiliated | | | | | | | | 370 |
| Prepaid expenses | 16,684 | 21,259 | 41,393 | 22,162 | 24,559 | 20,167 | 74,081 | |
| Other assets | | | | | | | 101,700 | |
| Total assets | 198,236,373 | 289,041,280 | 539,765,951 | 356,975,091 | 260,177,742 | 297,611,795 | 947,337,352 | 511,340,000 |

Accrued Liabilities

| | | | | | | | | |
|--|---------|-----------|-----------|-----------|---------|---------|-----------|-----------|
| Bank overdraft | | | | | | | 14,590 | |
| Income dividends payable Common Shares | 879,588 | 1,323,533 | 1,677,113 | 1,241,076 | 901,472 | 957,137 | 2,719,498 | 1,000,000 |
| Investment advisory fees payable | 108,974 | 134,400 | 228,723 | 166,590 | 121,455 | 167,230 | 439,869 | |

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| | | | | | | | | |
|-------------------------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|
| Interest expense and fees payable | 4,502 | 6,751 | 60,285 | 32,102 | 25,344 | 23,336 | 49,813 | |
| Other affiliates payable | 1,208 | 1,756 | 3,308 | 2,180 | 1,592 | 1,836 | 5,744 | |
| Officers and Directors fees payable | 352 | 2,937 | 821 | 560 | 402 | 802 | 108,972 | |
| Investments purchased payable | | | 1,631,643 | | | | 5,340,307 | |
| Other accrued expenses payable | 26,292 | 20,842 | 37,112 | 22,387 | 22,208 | 27,855 | 49,736 | |
| Total accrued liabilities | 1,020,916 | 1,490,219 | 3,639,005 | 1,464,895 | 1,072,473 | 1,178,196 | 8,728,529 | 2,000,000 |

Other Liabilities

| | | | | | | | | |
|---------------------------------|------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| Trust certificates ³ | 7,285,446 | 10,755,646 | 61,582,907 | 43,487,622 | 33,617,184 | 31,815,414 | 66,608,812 | 62,000,000 |
| Total Liabilities | 8,306,362 | 12,245,865 | 65,221,912 | 44,952,517 | 34,689,657 | 32,993,610 | 75,337,341 | 64,000,000 |

Preferred Shares at Redemption Value

| | | | | | | | | |
|---|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| \$25,000 per share liquidation preference, plus unpaid dividends ^{4,5} | | | 142,601,192 | 83,705,999 | 55,054,000 | 87,004,682 | 287,239,117 | 140,000,000 |
| Net Assets Applicable to Common Shareholders | \$ 189,930,011 | \$ 276,795,415 | \$ 331,942,847 | \$ 228,316,575 | \$ 170,434,085 | \$ 177,613,503 | \$ 584,760,894 | \$ 307,000,000 |

| | | | | | | | | |
|---|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| ¹ Investments at cost unaffiliated | \$ 186,374,178 | \$ 270,850,753 | \$ 505,115,498 | \$ 332,204,086 | \$ 240,530,777 | \$ 270,162,093 | \$ 883,491,937 | \$ 464,000,000 |
|---|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|

| | | | | | | | | |
|---|------------|--------------|--------------|------------|--------------|---------------|---------------|---------------|
| ² Investments at cost affiliated | \$ 998,663 | \$ 2,949,596 | \$ 6,417,821 | \$ 967,139 | \$ 1,177,035 | \$ 10,941,587 | \$ 10,237,333 | \$ 10,000,000 |
|---|------------|--------------|--------------|------------|--------------|---------------|---------------|---------------|

³ Represents short-term floating rate certificates issued by tender option bond trusts.

⁴ Preferred Shares outstanding:

Par value \$0.025 per share

4,575

Par value \$0.05 per share

Par value \$0.10 per share

1,128

3,348

2,202

3,480

11,487

⁵ Preferred Shares authorized

7,480

5,000

3,480

5,360

12,800

See Notes to Financial Statements.

Statements of Assets and Liabilities (concluded)

| October 31, 2010 (Unaudited) | BlackRock Apex Municipal Fund, Inc. (APX) | BlackRock MuniAssets Fund, Inc. (MUA) | BlackRock MuniEnhanced Fund, Inc. (MEN) | BlackRock MuniHoldings Fund, Inc. (MHD) | BlackRock MuniHoldings Fund II, Inc. (MUH) | BlackRock MuniHoldings Quality Fund, Inc. (MUS) | BlackRock Muni Durat Fund, (MU |
|--|---|--|--|--|---|---|--|
| Net Assets Applicable to Common Shareholders Consist of | | | | | | | |
| Paid-in capital ^{6,7} | \$ 194,551,693 | \$ 296,473,229 | \$ 315,005,419 | \$ 207,692,862 | \$ 153,941,127 | \$ 174,213,484 | \$ 540,500 |
| Undistributed net investment income | 1,676,187 | 1,081,133 | 5,633,582 | 4,159,425 | 3,535,638 | 3,306,259 | 10,010 |
| Accumulated net realized gain (loss) | (9,814,794) | (25,606,556) | (9,190,763) | 2,032,384 | 1,038,755 | (12,096,064) | (4,480) |
| Net unrealized appreciation/depreciation | 3,516,925 | 4,847,609 | 20,494,609 | 14,431,904 | 11,918,565 | 12,189,824 | 38,720 |
| Net Assets Applicable to Common Shareholders | \$ 189,930,011 | \$ 276,795,415 | \$ 331,942,847 | \$ 228,316,575 | \$ 170,434,085 | \$ 177,613,503 | \$ 584,760 |
| Net Asset Value Applicable to Common Shareholders | | | | | | | |
| Net asset value per share | \$ 9.50 | \$ 13.07 | \$ 11.29 | \$ 16.37 | \$ 15.22 | \$ 13.73 | \$ |
| ⁶ Common shares outstanding, \$0.10 par value | 19,990,638 | 21,176,532 | 29,409,600 | 13,944,672 | 11,198,414 | 12,934,276 | 38,030 |
| ⁷ Common Shares authorized | 150 Million | 200 Million | 200 Million | 200 Million | 200 Million | 200 Million | 200 Million |

See Notes to Financial Statements.

Statements of Operations

| Six Months Ended October 31, 2010 (Unaudited) | BlackRock Apex Municipal Fund, Inc. (APX) | BlackRock MuniAssets Fund, Inc. (MUA) | BlackRock MuniEnhance Fund, Inc. (MEN) | BlackRock MuniHoldings Fund, Inc. (MHD) | BlackRock MuniHoldings Fund II, Inc. (MUH) | BlackRock MuniHoldings Quality Fund, Inc. (MUS) | BlackRock Muni Intermediate Duration Fund, Inc. (MUI) |
|---|---|--|---|--|--|---|--|
| Investment Income | | | | | | | |
| Interest | \$ 6,318,030 | \$ 9,143,900 | \$ 12,533,793 | \$ 9,230,707 | \$ 6,725,117 | \$ 6,825,857 | \$ 21,940,486 |
| Income affiliated | 993 | 1,248 | 5,978 | 2,341 | 916 | 8,749 | 10,882 |
| Total income | 6,319,023 | 9,145,148 | 12,539,771 | 9,233,048 | 6,726,033 | 6,834,606 | 21,951,368 |
| Expenses | | | | | | | |
| Investment advisory | 628,621 | 773,922 | 1,325,666 | 961,350 | 700,801 | 806,899 | 2,538,466 |
| Professional | 23,765 | 25,630 | 41,935 | 37,776 | 30,594 | 30,838 | 44,214 |
| Accounting services | 18,217 | 26,767 | 43,503 | 30,300 | 24,435 | 27,119 | 70,189 |
| Transfer agent | 16,504 | 19,156 | 37,013 | 21,063 | 17,705 | 18,023 | 45,823 |
| Officer and Directors | 9,602 | 13,543 | 17,818 | 12,332 | 9,459 | 9,894 | 31,460 |
| Custodian | 9,067 | 9,461 | 13,773 | 10,070 | 7,852 | 8,508 | 22,211 |
| Printing | 5,873 | 9,513 | 14,033 | 9,444 | 7,067 | 8,171 | 26,476 |
| Registration | 4,530 | 4,844 | 4,986 | 4,643 | 4,780 | 4,789 | 6,819 |
| Commissions for Preferred Shares | | | 104,445 | 62,959 | 42,827 | 66,233 | 226,005 |
| Miscellaneous | 22,890 | 27,385 | 42,955 | 34,892 | 33,712 | 36,489 | 63,753 |
| Total expenses excluding interest expense and fees | 739,069 | 910,221 | 1,646,127 | 1,184,829 | 879,232 | 1,016,963 | 3,075,416 |
| Interest expense and fees ¹ | 33,431 | 49,336 | 229,795 | 163,925 | 125,483 | 119,808 | 244,366 |
| Total expenses | 772,500 | 959,557 | 1,875,922 | 1,348,754 | 1,004,715 | 1,136,771 | 3,319,782 |
| Less fees waived by advisor | (238) | (294) | (1,423) | (540) | (200) | (69,119) | (113,923) |
| Total expenses after fees waived | 772,262 | 959,263 | 1,874,499 | 1,348,214 | 1,004,515 | 1,067,652 | 3,205,859 |
| Net investment income | 5,546,761 | 8,185,885 | 10,665,272 | 7,884,834 | 5,721,518 | 5,766,954 | 18,745,509 |

Realized and Unrealized Gain (Loss)

Net realized gain (loss)

from:

| | | | | | | | |
|-----------------------------|-----------|-----------|-----------|---------|-----------|---------|-----------|
| Investments | (355,779) | (441,834) | (92,354) | 847,374 | 1,002,944 | 776,686 | 3,286,442 |
| Financial futures contracts | 4,454 | 6,998 | (170,354) | 5,726 | 4,453 | 8,271 | |
| | (351,325) | (434,836) | (262,708) | 853,100 | 1,007,397 | 784,957 | 3,286,442 |

Net change in unrealized appreciation/depreciation on investments

| | | | | | | |
|-----------|-----------|------------|-----------|-----------|-----------|------------|
| 6,298,829 | 9,463,427 | 11,506,919 | 7,486,514 | 5,125,745 | 4,446,607 | 19,403,375 |
|-----------|-----------|------------|-----------|-----------|-----------|------------|

Total realized and unrealized gain

| | | | | | | |
|-----------|-----------|------------|-----------|-----------|-----------|------------|
| 5,947,504 | 9,028,591 | 11,244,211 | 8,339,614 | 6,133,142 | 5,231,564 | 22,689,817 |
|-----------|-----------|------------|-----------|-----------|-----------|------------|

Dividends to Preferred Shareholders From

| | | | | | | |
|-----------------------|--|-----------|-----------|-----------|-----------|-------------|
| Net investment income | | (449,806) | (229,485) | (116,212) | (182,778) | (2,124,876) |
|-----------------------|--|-----------|-----------|-----------|-----------|-------------|

Net Increase in Net Assets Applicable to Common Shareholders Resulting from Operations

| | | | | | | |
|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| \$ 11,494,265 | \$ 17,214,476 | \$ 21,459,677 | \$ 15,994,963 | \$ 11,738,448 | \$ 10,815,740 | \$ 39,310,450 |
|---------------|---------------|---------------|---------------|---------------|---------------|---------------|

¹ Related to tender option bond trusts.

See Notes to Financial Statements.

Statements of Changes in Net Assets

| | BlackRock Apex Municipal Fund, Inc. (APX) | | BlackRock MuniAssets Fund, Inc. (MUA) | | BlackRock MuniEnhanced Fund, Inc. (MEN) | |
|--|---|---------------------------------|---|---------------------------------|---|---------------------------------|
| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 |
| Increase (Decrease) in Net Assets Applicable to Common Shareholders: | | | | | | |
| Operations | | | | | | |
| Net investment income | \$ 5,546,761 | \$ 11,440,748 | \$ 8,185,885 | \$ 16,818,625 | \$ 10,665,272 | \$ 22,103,824 |
| Net realized loss | (351,325) | (618,845) | (434,836) | (505,303) | (262,708) | (2,514,799) |
| Net change in unrealized appreciation/depreciation | 6,298,829 | 30,737,544 | 9,463,427 | 43,885,403 | 11,506,919 | 33,008,361 |
| Dividends to Preferred Shareholders from net investment income | | | | | (449,806) | (972,174) |
| Net increase in net assets applicable to Common Shareholders resulting from operations | 11,494,265 | 41,559,447 | 17,214,476 | 60,198,725 | 21,459,677 | 51,625,212 |
| Dividends to Shareholders From | | | | | | |
| Net investment income | (5,275,468) | (11,310,084) | (7,930,553) | (17,164,842) | (10,049,090) | (18,620,500) |
| Capital Share Transactions | | | | | | |
| Reinvestment of common dividends | 89,094 | 412,211 | 680,252 | 1,897,902 | 449,066 | |
| Net Assets Applicable to Common Shareholders | | | | | | |
| Total increase in net assets applicable to Common Shareholders | 6,307,891 | 30,661,574 | 9,964,175 | 44,931,785 | 11,859,653 | 33,004,712 |
| Beginning of period | 183,622,120 | 152,960,546 | 266,831,240 | 221,899,455 | 320,083,194 | 287,078,482 |
| End of period | \$ 189,930,011 | \$ 183,622,120 | \$ 276,795,415 | \$ 266,831,240 | \$ 331,942,847 | \$ 320,083,194 |
| Undistributed net investment income | \$ 1,676,187 | \$ 1,404,894 | \$ 1,081,133 | \$ 825,801 | \$ 5,633,582 | \$ 5,467,206 |

See Notes to Financial Statements.

Statements of Changes in Net Assets (continued)

| Increase (Decrease) in Net Assets Applicable to Common Shareholders: | BlackRock MuniHoldings Fund, Inc. (MHD) | | BlackRock MuniHoldings Fund II, Inc. (MUH) | | BlackRock MuniHoldings Quality Fund, Inc. (MUS) | |
|--|---|---------------------------------|--|---------------------------------|--|---------------------------------|
| | Six Months Ended | | Six Months Ended | | Six Months Ended | |
| | October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | October 31, 2010 (Unaudited) | Year Ended April 30, 2010 |
| Operations | | | | | | |
| Net investment income | \$ 7,884,834 | \$ 15,784,697 | \$ 5,721,518 | \$ 11,430,386 | \$ 5,766,954 | \$ 12,056,685 |
| Net realized gain (loss) | 853,100 | 983,601 | 1,007,397 | 848,274 | 784,957 | (267,028) |
| Net change in unrealized appreciation/depreciation | 7,486,514 | 32,294,227 | 5,125,745 | 22,414,189 | 4,446,607 | 12,924,699 |
| Dividends and distributions to Preferred Shareholders from: | | | | | | |
| Net investment income | (229,485) | (478,200) | (116,212) | (252,975) | (182,778) | (395,183) |
| Net realized gain | | (21,023) | | | | |
| Net increase in net assets applicable to Common Shareholders resulting from operations | 15,994,963 | 48,563,302 | 11,738,448 | 34,439,874 | 10,815,740 | 24,319,173 |
| Dividends and Distributions to Common Shareholders From | | | | | | |
| Net investment income | (7,270,591) | (13,840,853) | (5,402,986) | (10,095,056) | (5,735,412) | (10,496,334) |
| Net realized gain | | (323,547) | | | | |
| Decrease in net assets resulting from dividends and distributions to Common Shareholders | (7,270,591) | (14,164,400) | (5,402,986) | (10,095,056) | (5,735,412) | (10,496,334) |
| Capital Share Transactions | | | | | | |
| Reinvestment of common dividends and distributions | 458,801 | 49,523 | 376,800 | | 555,971 | 93,344 |
| Net Assets Applicable to Common Shareholders | | | | | | |
| Total increase in net assets applicable to Common Shareholders | 9,183,173 | 34,448,425 | 6,712,262 | 24,344,818 | 5,636,299 | 13,916,183 |
| Beginning of period | 219,133,402 | 184,684,977 | 163,721,823 | 139,377,005 | 171,977,204 | 158,061,021 |
| End of period | \$ 228,316,575 | \$ 219,133,402 | \$ 170,434,085 | \$ 163,721,823 | \$ 177,613,503 | \$ 171,977,204 |
| Undistributed net investment income | \$ 4,159,425 | \$ 3,774,667 | \$ 3,535,638 | \$ 3,333,318 | \$ 3,306,259 | \$ 3,457,495 |

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See Notes to Financial Statements.

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Statements of Changes in Net Assets (concluded)

| | BlackRock Muni Intermediate Fund, Inc. (MUI) | | BlackRock MuniVest Fund II, Inc. (MVT) | |
|---|---|---------------------------------|---|---------------------------------|
| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 |
| Increase (Decrease) in Net Assets Applicable to Common Shareholders: | | | | |
| Operations | | | | |
| Net investment income | \$ 18,745,509 | \$ 38,883,136 | \$ 11,738,805 | \$ 24,074,947 |
| Net realized gain | 3,286,442 | 735,933 | 269,428 | 1,639,858 |
| Net change in unrealized appreciation/depreciation | 19,403,375 | 59,229,788 | 10,073,981 | 45,862,257 |
| Dividends to Preferred Shareholders from net investment income | (2,124,876) | (4,345,317) | (463,494) | (992,540) |
| Net increase in net assets applicable to Common Shareholders resulting from operations | 39,310,450 | 94,503,540 | 21,618,720 | 70,584,522 |
| Dividends to Common Shareholders From | | | | |
| Net investment income | (15,689,410) | (29,610,196) | (10,706,844) | (20,330,657) |
| Capital Share Transactions | | | | |
| Reinvestment of common dividends | | | 1,076,345 | 1,628,414 |
| Net Assets Applicable to Common Shareholders | | | | |
| Total increase in net assets applicable to Common Shareholders | 23,621,040 | 64,893,344 | 11,988,221 | 51,882,279 |
| Beginning of period | 561,139,854 | 496,246,510 | 295,465,340 | 243,583,061 |
| End of period | \$ 584,760,894 | \$ 561,139,854 | \$ 307,453,561 | \$ 295,465,340 |
| Undistributed net investment income | \$ 10,017,068 | \$ 9,085,845 | \$ 5,667,271 | \$ 5,098,804 |

See Notes to Financial Statements.

Statements of Cash Flows

| Six Months Ended October 31, 2010 (Unaudited) | BlackRock MuniEnhanced Fund, Inc. (MEN) | BlackRock MuniHoldings Fund, Inc. (MHD) | BlackRock MuniHoldings Fund II, Inc. (MUH) | BlackRock MuniHoldings Quality Fund, Inc. (MUS) | BlackRock MuniVest Fund II, Inc. (MVT) |
|---|--|--|---|---|---|
| Cash Provided by Operating Activities | | | | | |
| Net increase in net assets resulting from operations, excluding dividends to Preferred Shareholders | \$ 21,909,483 | \$ 16,224,448 | \$ 11,854,660 | \$ 10,998,518 | \$ 22,082,214 |
| Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by operating activities: | | | | | |
| (Increase) decrease in interest receivable | (300,587) | 199,497 | 118,518 | 75,612 | 292,173 |
| Increase in investment advisory fees payable | 1,480 | 2,218 | 1,618 | 49,730 | 2,495 |
| Increase (decrease) in interest expense and fees payable | (9,643) | (24) | (430) | (2,994) | 1,938 |
| Increase in other affiliates payable | 77 | 74 | 59 | 41 | 95 |
| Decrease in accrued expenses payable | (28,648) | (34,183) | (25,173) | (23,883) | (32,591) |
| Increase in Officers and Directors payable | 88 | 81 | 50 | 207 | 2,479 |
| Net realized and unrealized gain on investments | (11,407,502) | (8,333,756) | (6,131,296) | (5,222,694) | (10,556,473) |
| Amortization of premium and accretion and discount on investments | (79,221) | 71,261 | (159,909) | 298,551 | 55,116 |
| Proceeds from sales of long-term investments | 22,265,952 | 28,689,043 | 23,432,146 | 29,147,224 | 41,131,043 |
| Purchases of long-term investments | (25,292,308) | (34,407,970) | (24,977,608) | (27,532,708) | (46,979,258) |
| Net proceeds from sales (purchases) of short-term securities | 789,602 | 2,387,515 | (569,300) | (2,287,921) | 414,289 |
| Cash provided by operating activities | \$ 7,848,773 | \$ 4,798,204 | \$ 3,543,335 | \$ 5,499,683 | \$ 6,413,520 |
| Cash Used for Financing Activities | | | | | |
| Cash receipts from trust certificates | 3,728,311 | 3,779,156 | 2,747,390 | 1,060,000 | 8,859,565 |
| Cash payments from trust certificates. | (1,540,000) | (1,580,000) | (1,150,000) | (1,200,000) | (5,225,167) |
| Cash dividends paid to Common Shareholders | (9,596,994) | (6,767,508) | (5,024,163) | (5,176,408) | (9,572,729) |
| Cash dividends paid to Preferred Shareholders | (440,090) | (229,852) | (116,562) | (183,275) | (475,189) |
| Cash used for financing activities | (7,848,773) | (4,798,204) | (3,543,335) | (5,499,683) | (6,413,520) |
| Cash | | | | | |
| Net increase in cash | | | | | |
| Cash at beginning of period | | | | | |

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Cash at end of period

Cash Flow Information

| | | | | | | | | | | |
|--|----|---------|----|---------|----|---------|----|---------|----|---------|
| Cash paid during the period for interest | \$ | 239,438 | \$ | 163,949 | \$ | 125,913 | \$ | 122,802 | \$ | 226,436 |
|--|----|---------|----|---------|----|---------|----|---------|----|---------|

Noncash Financing Activities

| | | | | | | | | | | |
|--|----|---------|----|---------|----|---------|----|---------|----|-----------|
| Capital shares issued in reinvestment of dividends paid to Common Shareholders | \$ | 449,066 | \$ | 458,801 | \$ | 376,800 | \$ | 555,971 | \$ | 1,076,345 |
|--|----|---------|----|---------|----|---------|----|---------|----|-----------|

A Statement of Cash Flows is presented when a Fund has a significant amount of borrowing during the period, based on the average borrowing outstanding in relation to average total assets.

See Notes to Financial Statements.

Financial Highlights

BlackRock Apex Municipal Fund, Inc. (APX)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Period July 1, 2008 to April 30, 2009 | Year Ended June 30, | | | |
|--|---|------------------------------------|---|---------------------|----------|----------|---------|
| | | | | 2008 | 2007 | 2006 | 2005 |
| Per Share Operating Performance | | | | | | | |
| Net asset value, beginning of period | \$ 9.19 | \$ 7.67 | \$ 9.14 | \$ 9.95 | \$ 9.90 | \$ 9.82 | \$ 9.13 |
| Net investment income ¹ | 0.28 | 0.57 | 0.48 | 0.54 | 0.58 | 0.58 | 0.58 |
| Net realized and unrealized gain (loss) | 0.29 | 1.51 | (1.48) | (0.77) | 0.06 | 0.08 | 0.69 |
| Net increase (decrease) from investment operations | 0.57 | 2.08 | (1.00) | (0.23) | 0.64 | 0.66 | 1.27 |
| Dividends from net investment income | (0.26) | (0.56) | (0.47) | (0.58) | (0.59) | (0.58) | (0.58) |
| Net asset value, end of period | \$ 9.50 | \$ 9.19 | \$ 7.67 | \$ 9.14 | \$ 9.95 | \$ 9.90 | \$ 9.82 |
| Market price, end of period | \$ 9.31 | \$ 8.87 | \$ 7.72 | \$ 9.28 | \$ 10.23 | \$ 10.25 | \$ 9.48 |

Total Investment Return²

| | | | | | | | |
|--------------------------|--------------------|--------|-----------------------|---------|-------|--------|--------|
| Based on net asset value | 6.36% ³ | 27.99% | (10.81)% ³ | (2.40)% | 6.48% | 7.00% | 14.67% |
| Based on market price | 7.99% ³ | 22.73% | (11.58)% ³ | (3.61)% | 5.73% | 14.76% | 22.36% |

Ratios to Average Net Assets

| | | | | | | | |
|---|--------------------|-------|--------------------|-------|-------|-------|-------|
| Total expenses | 0.83% ⁴ | 0.84% | 0.91% ⁴ | 0.85% | 0.80% | 0.81% | 0.80% |
| Total expenses after fees waived | 0.83% ⁴ | 0.84% | 0.91% ⁴ | 0.84% | 0.80% | 0.80% | 0.80% |
| Total expenses after fees waived and excluding interest expense and fees ⁵ | 0.79% ⁴ | 0.80% | 0.84% ⁴ | 0.80% | 0.80% | 0.80% | 0.80% |
| Net investment income | 5.96% ⁴ | 6.64% | 7.16% ⁴ | 5.64% | 5.75% | 5.83% | 6.11% |

Supplemental Data

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| | | | | | | | |
|---------------------------------|------------|------------|------------|------------|------------|------------|------------|
| Net assets, end of period (000) | \$ 189,930 | \$ 183,622 | \$ 152,961 | \$ 181,656 | \$ 196,826 | \$ 194,646 | \$ 192,475 |
| Portfolio turnover | 9% | 46% | 20% | 25% | 22% | 19% | 22% |

¹ Based on average shares outstanding.

² Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

³ Aggregate total investment return.

⁴ Annualized.

⁵ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

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Financial Highlights

BlackRock MuniAssets Fund, Inc. (MUA)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Period July 1, 2008 to April 30, 2009 | Year Ended May 30, | | | |
|---|---|------------------------------------|---|---------------------|----------|----------|----------|
| | | | | 2008 | 2007 | 2006 | 2005 |
| Per Share Operating Performance | | | | | | | |
| Net asset value, beginning of period | \$ 12.63 | \$ 10.59 | \$ 12.79 | \$ 13.87 | \$ 13.65 | \$ 13.40 | \$ 12.36 |
| Net investment income ¹ | 0.40 | 0.80 | 0.72 | 0.78 | 0.82 | 0.81 | 0.81 |
| Net realized and unrealized gain (loss) | 0.42 | 2.06 | (2.18) | (1.04) | 0.24 | 0.27 | 1.04 |
| Net increase (decrease) from investment operations | 0.82 | 2.86 | (1.46) | (0.26) | 1.06 | 1.08 | 1.85 |
| Dividends and distributions from: | | | | | | | |
| Net investment income | (0.38) | (0.82) | (0.74) | (0.82) | (0.84) | (0.83) | (0.81) |
| Net realized gain | | | | (0.00) ² | | | |
| Total dividends and distributions | (0.38) | (0.82) | (0.74) | (0.82) | (0.84) | (0.83) | (0.81) |
| Net asset value, end of period | \$ 13.07 | \$ 12.63 | \$ 10.59 | \$ 12.79 | \$ 13.87 | \$ 13.65 | \$ 13.40 |
| Market price, end of period | \$ 12.99 | \$ 12.65 | \$ 10.91 | \$ 13.35 | \$ 15.29 | \$ 14.13 | \$ 13.27 |
| Total Investment Return³ | | | | | | | |
| Based on net asset value | 6.54% ⁴ | 27.72% | (11.29)% ⁴ | (1.90)% | 7.72% | 8.31% | 15.65% |
| Based on market price | 5.72% ⁴ | 24.17% | (12.45)% ⁴ | (7.12)% | 14.71% | 13.22% | 24.39% |
| Ratios to Average Net Assets | | | | | | | |
| Total expenses | 0.71% ⁵ | 0.72% | 0.77% ⁵ | 0.70% | 0.68% | 0.68% | 0.67% |
| Total expenses after fees waived and paid indirectly | 0.71% ⁵ | 0.72% | 0.76% ⁵ | 0.69% | 0.68% | 0.68% | 0.67% |
| Total expenses after fees waived and paid indirectly and excluding interest expense and fees ⁶ | 0.67% ⁵ | 0.67% | 0.70% ⁵ | 0.66% | 0.68% | 0.68% | 0.67% |

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| | | | | | | | |
|-----------------------|--------------------|-------|--------------------|-------|-------|-------|-------|
| Net investment income | 6.05% ⁵ | 6.72% | 7.13% ⁵ | 5.81% | 5.91% | 5.97% | 6.30% |
|-----------------------|--------------------|-------|--------------------|-------|-------|-------|-------|

Supplemental Data

| | | | | | | | |
|---------------------------------|------------|------------|------------|------------|------------|------------|------------|
| Net assets, end of period (000) | \$ 276,795 | \$ 266,831 | \$ 221,899 | \$ 266,913 | \$ 287,367 | \$ 280,793 | \$ 273,382 |
| Portfolio turnover | 9% | 44% | 23% | 23% | 25% | 17% | 20% |

¹ Based on average shares outstanding.

² Amount is less than \$(0.01) per share.

³ Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

⁴ Aggregate total investment return.

⁵ Annualized.

⁶ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

Financial Highlights

BlackRock MuniEnhanced Fund, Inc. (MEN)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Period July 1, 2009 to April 30, 2009 | Year Ended January 31, | | | |
|---|---|------------------------------------|---|------------------------|----------|----------|----------|
| | | | | 2009 | 2008 | 2007 | 2006 |
| Per Share Operating Performance | | | | | | | |
| Net asset value, beginning of period | \$ 10.90 | \$ 9.77 | \$ 9.15 | \$ 11.16 | \$ 11.55 | \$ 11.52 | \$ 11.85 |
| Net investment income ¹ | 0.36 | 0.75 | 0.18 | 0.72 | 0.78 | 0.76 | 0.77 |
| Net realized and unrealized gain (loss) | 0.39 | 1.04 | 0.58 | (2.02) | (0.41) | 0.06 | (0.22) |
| Dividends to Preferred Shareholders from net investment income | (0.02) | (0.03) | (0.01) | (0.19) | (0.24) | (0.22) | (0.16) |
| Net increase (decrease) from investment operations | 0.73 | 1.76 | 0.75 | (1.49) | 0.13 | 0.60 | 0.39 |
| Dividends to Common Shareholders from net investment income | (0.34) | (0.63) | (0.13) | (0.52) | (0.52) | (0.57) | (0.72) |
| Net asset value, end of period | \$ 11.29 | \$ 10.90 | \$ 9.77 | \$ 9.15 | \$ 11.16 | \$ 11.55 | \$ 11.52 |
| Market price, end of period | \$ 11.26 | \$ 10.81 | \$ 8.88 | \$ 8.31 | \$ 10.66 | \$ 10.77 | \$ 11.03 |
| Total Investment Return² | | | | | | | |
| Based on net asset value | 6.81% ³ | 18.76% | 8.40% ³ | (13.19)% | 1.44% | 5.66% | 3.63% |
| Based on market price | 7.41% ³ | 29.59% | 8.48% ³ | (17.46)% | 3.92% | 2.90% | 7.58% |
| Ratios to Average Net Assets Applicable to Common Shareholders | | | | | | | |
| Total expenses ⁴ | 1.15% ⁵ | 1.20% | 1.46% ⁵ | 1.77% | 1.72% | 1.69% | 1.51% |
| Total expenses after fees waived and paid indirectly ⁴ | 1.15% ⁵ | 1.20% | 1.45% ⁵ | 1.76% | 1.72% | 1.69% | 1.51% |
| Total expenses after fees waived and paid indirectly and excluding interest expense and fees ^{4,6} | 1.01% ⁵ | 1.04% | 1.22% ⁵ | 1.18% | 1.08% | 1.08% | 1.07% |

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| | | | | | | | |
|--|--------------------|-------|--------------------|-------|-------|-------|-------|
| Net investment income ⁴ | 6.53% ⁵ | 7.17% | 7.72% ⁵ | 7.43% | 6.85% | 6.57% | 6.63% |
| Dividends to Preferred Shareholders | 0.28% ⁵ | 0.32% | 0.56% ⁵ | 1.92% | 2.08% | 1.88% | 1.34% |
| Net investment income to Common Shareholders | 6.25% ⁵ | 6.85% | 7.16% ⁵ | 5.51% | 4.77% | 4.69% | 5.29% |

Supplemental Data

| | | | | | | | |
|--|------------|------------|------------|------------|------------|------------|------------|
| Net assets applicable to Common Shareholders, end of period (000) | \$ 331,943 | \$ 320,083 | \$ 287,078 | \$ 268,689 | \$ 327,711 | \$ 339,237 | \$ 338,450 |
| Preferred Shares outstanding at \$25,000 liquidation preference, end of period (000) | \$ 142,575 | \$ 142,575 | \$ 158,850 | \$ 158,850 | \$ 187,000 | \$ 187,000 | \$ 187,000 |
| Portfolio turnover | 4% | 23% | 6% | 24% | 18% | 31% | 22% |
| Asset coverage per Preferred Share at \$25,000 liquidation preference, end of period | \$ 83,210 | \$ 81,128 | \$ 70,185 | \$ 67,294 | \$ 68,834 | \$ 70,373 | \$ 70,262 |

¹ Based on average shares outstanding.

² Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

³ Aggregate total investment return.

⁴ Do not reflect the effect of dividends to Preferred Shareholders.

⁵ Annualized.

⁶ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

Financial Highlights

BlackRock MuniHoldings Fund, Inc. (MHD)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, | | | | |
|---|---|----------------------|----------|----------|----------|---------------------|
| | | 2010 | 2009 | 2008 | 2007 | 2006 |
| Per Share Operating Performance | | | | | | |
| Net asset value, beginning of period | \$ 15.75 | \$ 13.27 | \$ 15.20 | \$ 16.51 | \$ 16.14 | \$ 16.31 |
| Net investment income ¹ | 0.57 | 1.13 | 1.07 | 1.16 | 1.17 | 1.16 |
| Net realized and unrealized gain (loss) | 0.59 | 2.39 | (1.94) | (1.20) | 0.42 | (0.00) ² |
| Dividends and distributions to Preferred Shareholders from: | | | | | | |
| Net investment income | (0.02) | (0.03) | (0.18) | (0.31) | (0.32) | (0.23) |
| Net realized gain | | (0.00) ² | (0.01) | (0.03) | | |
| Net increase (decrease) from investment operations | 1.14 | 3.49 | (1.06) | (0.38) | 1.27 | 0.93 |
| Dividends and distributions to Common Shareholders from: | | | | | | |
| Net investment income | (0.52) | (0.99) | (0.85) | (0.85) | (0.90) | (1.08) |
| Net realized gain | | (0.02) | (0.02) | (0.08) | | |
| Total dividends and distributions to Common Shareholders | (0.52) | (1.01) | (0.87) | (0.93) | (0.90) | (1.08) |
| Capital charges with respect to issuance of Preferred Shares | | | | | | (0.02) |
| Net asset value, end of period | \$ 16.37 | \$ 15.75 | \$ 13.27 | \$ 15.20 | \$ 16.51 | \$ 16.14 |
| Market price, end of period | \$ 16.68 | \$ 15.70 | \$ 11.97 | \$ 14.77 | \$ 16.49 | \$ 16.20 |
| Total Investment Return³ | | | | | | |
| Based on net asset value | 7.36% ⁴ | 27.31% | (6.24)% | (2.08)% | 8.06% | 5.69% |
| Based on market price | 9.74% ⁴ | 40.68% | (12.97)% | (4.74)% | 7.52% | 7.34% |
| Ratios to Average Net Assets Applicable to Common Shareholders | | | | | | |
| Total expenses ⁵ | 1.21% ⁶ | 1.25% | 1.65% | 1.56% | 1.54% | 1.30% |

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| | | | | | | |
|---|--------------------|-------|-------|-------|-------|-------|
| Total expenses after fees waived and paid indirectly ⁵ | 1.21% ⁶ | 1.25% | 1.64% | 1.56% | 1.54% | 1.30% |
| Total expenses after fees waived and paid indirectly and excluding interest expense and fees ^{5,7} | 1.06% ⁶ | 1.11% | 1.25% | 1.20% | 1.17% | 1.15% |
| Net investment income ⁵ | 7.07% ⁶ | 7.67% | 7.98% | 7.27% | 7.14% | 7.15% |
| Dividends to Preferred Shareholders | 0.20% ⁶ | 0.24% | 1.32% | 1.96% | 1.93% | 1.45% |
| Net investment income to Common Shareholders | 6.87% ⁶ | 7.43% | 6.66% | 5.31% | 5.20% | 5.70% |

Supplemental Data

| | | | | | | |
|--|------------|------------|------------|------------|------------|------------|
| Net assets applicable to Common Shareholders, end of period (000) | \$ 228,317 | \$ 219,133 | \$ 184,685 | \$ 211,429 | \$ 229,376 | \$ 223,658 |
| Preferred Shares outstanding at \$25,000 liquidation preference, end of period (000) | \$ 83,700 | \$ 83,700 | \$ 91,925 | \$ 125,000 | \$ 125,000 | \$ 125,000 |
| Portfolio turnover | 8% | 41% | 19% | 30% | 20% | 45% |
| Asset coverage per Preferred Share at \$25,000 liquidation preference, end of period | \$ 93,197 | \$ 90,454 | \$ 75,230 | \$ 67,294 | \$ 70,889 | \$ 69,742 |

¹ Based on average shares outstanding.

² Amount is less than \$(0.01) per share.

³ Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

⁴ Aggregate total investment return.

⁵ Do not reflect the effect of dividends to Preferred Shareholders.

⁶ Annualized.

⁷ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

Financial Highlights

BlackRock MuniHoldings Fund II, Inc. (MUH)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Period August 1, 2008 to April 30, 2009 | Year Ended July 31, | | | |
|--|---|------------------------------------|---|---------------------|----------|----------|----------|
| | | | | 2008 | 2007 | 2006 | 2005 |
| Per Share Operating Performance | | | | | | | |
| Net asset value, beginning of period | \$ 14.65 | \$ 12.47 | \$ 13.66 | \$ 14.78 | \$ 14.82 | \$ 15.03 | \$ 13.98 |
| Net investment income ¹ | 0.51 | 1.02 | 0.72 | 1.04 | 1.05 | 1.04 | 1.08 |
| Net realized and unrealized gain (loss) | 0.55 | 2.08 | (1.22) | (1.14) | (0.05) | (0.11) | 1.15 |
| Dividends to Preferred Shareholders from net investment income | (0.01) | (0.02) | (0.10) | (0.26) | (0.27) | (0.23) | (0.14) |
| Net increase (decrease) from investment operations | 1.05 | 3.08 | (0.60) | (0.36) | 0.73 | 0.70 | 2.09 |
| Dividends to Common Shareholders from net investment income | (0.48) | (0.90) | (0.59) | (0.76) | (0.77) | (0.91) | (1.04) |
| Net asset value, end of period | \$ 15.22 | \$ 14.65 | \$ 12.47 | \$ 13.66 | \$ 14.78 | \$ 14.82 | \$ 15.03 |
| Market price, end of period | \$ 15.30 | \$ 14.68 | \$ 11.33 | \$ 13.01 | \$ 13.99 | \$ 14.12 | \$ 15.25 |

Total Investment Return²

| | | | | | | | |
|--------------------------|--------------------|--------|----------------------|---------|-------|---------|--------|
| Based on net asset value | 7.30% ³ | 25.71% | (3.55)% ³ | (2.30)% | 5.08% | 4.89% | 15.46% |
| Based on market price | 7.64% ³ | 38.64% | (7.99)% ³ | (1.69)% | 4.39% | (1.50)% | 21.04% |

Ratios to Average Net Assets Applicable to Common Shareholders

| | | | | | | | |
|---|--------------------|-------|--------------------|-------|-------|-------|-------|
| Total expenses ⁴ | 1.21% ⁵ | 1.25% | 1.60% ⁵ | 1.55% | 1.63% | 1.44% | 1.27% |
| Total expenses after fees waived ⁴ | 1.21% ⁵ | 1.25% | 1.60% ⁵ | 1.55% | 1.63% | 1.44% | 1.27% |
| Total expenses after fees waived and excluding interest expense and fees ^{4,6} | 1.06% ⁵ | 1.10% | 1.22% ⁵ | 1.18% | 1.19% | 1.18% | 1.19% |
| Net investment income ⁴ | 6.87% ⁵ | 7.41% | 7.84% ⁵ | 7.07% | 6.97% | 7.04% | 7.38% |

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| | | | | | | | |
|--|--------------------|-------|--------------------|-------|-------|-------|-------|
| Dividends to Preferred Shareholders | 0.14% ⁵ | 0.16% | 1.07% ⁵ | 1.79% | 1.82% | 1.55% | 0.98% |
| Net investment income to Common Shareholders | 6.73% ⁵ | 7.25% | 6.77% ⁵ | 5.28% | 5.15% | 5.49% | 6.41% |

Supplemental Data

| | | | | | | | |
|--|------------|------------|------------|------------|------------|------------|------------|
| Net assets applicable to Common Shareholders, end of period (000) | \$ 170,434 | \$ 163,722 | \$ 139,377 | \$ 152,633 | \$ 165,185 | \$ 165,565 | \$ 167,588 |
| Preferred Shares outstanding at \$25,000 liquidation preference, end of period (000) | \$ 55,050 | \$ 55,050 | \$ 61,000 | \$ 61,000 | \$ 87,000 | \$ 87,000 | \$ 87,000 |
| Portfolio turnover | 8% | 41% | 19% | 28% | 15% | 49% | 38% |
| Asset coverage per Preferred Share at \$25,000 liquidation preference, end of period | \$ 102,401 | \$ 99,353 | \$ 81,123 | \$ 87,562 | \$ 72,478 | \$ 72,555 | \$ 73,163 |

¹ Based on average shares outstanding.

² Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

³ Aggregate total investment return.

⁴ Do not reflect the effect of dividends to Preferred Shareholders.

⁵ Annualized.

⁶ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

Financial Highlights

BlackRock MuniHoldings Quality Fund, Inc. (MUS)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, | | | | |
|---|---|----------------------|----------|----------|----------|----------|
| | | 2010 | 2009 | 2008 | 2007 | 2006 |
| Per Share Operating Performance | | | | | | |
| Net asset value, beginning of period | \$ 13.34 | \$ 12.27 | \$ 13.31 | \$ 14.10 | \$ 13.80 | \$ 14.44 |
| Net investment income ¹ | 0.44 | 0.94 | 0.93 | 1.05 | 0.93 | 0.97 |
| Net realized and unrealized gain (loss) | 0.40 | 0.97 | (1.20) | (0.87) | 0.36 | (0.50) |
| Dividends to Preferred Shareholders from net investment income | (0.01) | (0.03) | (0.19) | (0.38) | (0.36) | (0.28) |
| Net increase (decrease) from investment operations | 0.83 | 1.88 | (0.46) | (0.20) | 0.93 | 0.19 |
| Dividends to Common Shareholders from net investment income | (0.44) | (0.81) | (0.58) | (0.59) | (0.63) | (0.83) |
| Net asset value, end of period | \$ 13.73 | \$ 13.34 | \$ 12.27 | \$ 13.31 | \$ 14.10 | \$ 13.80 |
| Market price, end of period | \$ 14.09 | \$ 13.40 | \$ 10.87 | \$ 11.97 | \$ 13.13 | \$ 13.10 |
| Total Investment Return² | | | | | | |
| Based on net asset value | 6.32% ³ | 16.05% | (2.52)% | (0.95)% | 7.29% | 1.46% |
| Based on market price | 8.62% ³ | 31.59% | (3.97)% | (4.34)% | 5.25% | 1.51% |
| Ratios to Average Net Assets Applicable to Common Shareholders | | | | | | |
| Total expenses ⁴ | 1.30% ⁵ | 1.36% | 1.88% | 1.64% | 1.67% | 1.65% |
| Total expenses after fees waived ⁴ | 1.22% ⁵ | 1.20% | 1.65% | 1.51% | 1.56% | 1.54% |
| Total expenses after fees waived and excluding interest expense and fees ^{4,6} | 1.08% ⁵ | 1.04% | 1.17% | 1.27% | 1.23% | 1.24% |
| Net investment income ⁴ | 6.59% ⁵ | 7.23% | 7.69% | 7.72% | 6.62% | 6.87% |

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| | | | | | | |
|--|--------------------|-------|-------|-------|-------|-------|
| Dividends to Preferred Shareholders | 0.21% ⁵ | 0.24% | 1.61% | 2.80% | 2.59% | 2.00% |
| Net investment income to Common Shareholders | 6.38% ⁵ | 6.99% | 6.08% | 4.92% | 4.03% | 4.87% |

Supplemental Data

| | | | | | | |
|--|------------|------------|------------|------------|------------|------------|
| Net assets applicable to Common Shareholders, end of period (000) | \$ 177,613 | \$ 171,977 | \$ 158,061 | \$ 171,510 | \$ 181,640 | \$ 177,790 |
| Preferred Shares outstanding at \$25,000 liquidation preference, end of period (000) | \$ 87,000 | \$ 87,000 | \$ 94,200 | \$ 134,000 | \$ 134,000 | \$ 134,000 |
| Portfolio turnover | 10% | 22% | 35% | 57% | 29% | 59% |
| Asset coverage per Preferred Share at \$25,000 liquidation preference, end of period | \$ 76,052 | \$ 74,420 | \$ 66,951 | \$ 57,008 | \$ 58,903 | \$ 58,181 |

¹ Based on average shares outstanding.

² Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

³ Aggregate total investment return.

⁴ Do not reflect the effect of dividends to Preferred Shareholders.

⁵ Annualized.

⁶ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

Financial Highlights

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Period June 1, 2008 to April 30, 2009 | Year Ended May 31, | | | |
|--|---|------------------------------------|---|--------------------|----------|----------|----------|
| | | | | 2008 | 2007 | 2006 | 2005 |
| Per Share Operating Performance | | | | | | | |
| Net asset value, beginning of period | \$ 14.75 | \$ 13.05 | \$ 14.45 | \$ 15.10 | \$ 15.07 | \$ 15.51 | \$ 14.52 |
| Net investment income ¹ | 0.49 | 1.02 | 0.89 | 1.04 | 1.03 | 1.04 | 1.02 |
| Net realized and unrealized gain (loss) | 0.60 | 1.57 | (1.42) | (0.63) | 0.18 | (0.15) | 1.15 |
| Dividends and distributions to Preferred Shareholders from: | | | | | | | |
| Net investment income | (0.06) | (0.11) | (0.23) | (0.33) | (0.28) | (0.21) | (0.11) |
| Net realized gain | | | | | (0.04) | (0.04) | (0.02) |
| Net increase (decrease) from investment operations | 1.03 | 2.48 | (0.76) | 0.08 | 0.89 | 0.64 | 2.04 |
| Dividends and distributions to Common Shareholders from: | | | | | | | |
| Net investment income | (0.41) | (0.78) | (0.64) | (0.73) | (0.74) | (0.84) | (0.86) |
| Net realized gain | | | | | (0.12) | (0.23) | (0.19) |
| Total dividends and distributions to Common Shareholders | (0.41) | (0.78) | (0.64) | (0.73) | (0.86) | (1.07) | (1.05) |
| Capital charges with respect to issuance of Preferred Shares | | | | | | (0.01) | |
| Net asset value, end of period | \$ 15.37 | \$ 14.75 | \$ 13.05 | \$ 14.45 | \$ 15.10 | \$ 15.07 | \$ 15.51 |
| Market price, end of period | \$ 15.32 | \$ 14.13 | \$ 11.77 | \$ 13.70 | \$ 14.85 | \$ 14.52 | \$ 13.94 |
| Total Investment Return² | | | | | | | |
| Based on net asset value | 7.11% ³ | 19.85% | (4.56)% ³ | 0.86% | 6.14% | 4.71% | 15.36% |
| Based on market price | 11.45% ³ | 27.29% | (9.21)% ³ | (2.76)% | 8.34% | 12.25% | 14.93% |

**Ratios to Average Net Assets
Applicable to Common
Shareholders**

| | | | | | | | |
|---|--------------------|-------|--------------------|-------|-------|-------|-------|
| Total expenses ⁴ | 1.16% ⁵ | 1.20% | 1.44% ⁵ | 1.30% | 1.31% | 1.24% | 1.07% |
| Total expenses after fees waived and paid indirectly ⁴ | 1.12% ⁵ | 1.10% | 1.25% ⁵ | 1.07% | 1.07% | 1.00% | 0.85% |
| Total expenses after fees waived and paid indirectly and excluding interest expense and fees ^{4,6} | 1.03% ⁵ | 1.01% | 1.02% ⁵ | 0.90% | 0.87% | 0.87% | 0.84% |
| Net investment income ⁴ | 6.53% ⁵ | 7.22% | 7.46% ⁵ | 6.97% | 6.71% | 6.82% | 6.77% |
| Dividends to Preferred Shareholders | 0.74% ⁵ | 0.81% | 1.94% ⁵ | 2.23% | 1.80% | 1.36% | 0.74% |
| Net investment income to Common Shareholders | 5.79% ⁵ | 6.41% | 5.52% ⁵ | 4.74% | 4.91% | 5.46% | 6.03% |

Supplemental Data

| | | | | | | | |
|--|------------|------------|------------|------------|------------|------------|------------|
| Net assets applicable to Common Shareholders, end of period (000) | \$ 584,761 | \$ 561,140 | \$ 496,247 | \$ 549,415 | \$ 574,225 | \$ 573,034 | \$ 589,802 |
| Preferred Shares outstanding at \$25,000 liquidation preference, end of period (000) | \$ 287,175 | \$ 287,175 | \$ 287,175 | \$ 320,000 | \$ 320,000 | \$ 320,000 | \$ 285,000 |
| Portfolio turnover | 10% | 29% | 13% | 14% | 12% | 49% | 54% |
| Asset coverage per Preferred Share at \$25,000 liquidation preference, end of period | \$ 75,912 | \$ 73,857 | \$ 68,207 | \$ 67,941 | \$ 69,875 | \$ 69,781 | \$ 73,743 |

¹ Based on average shares outstanding.

² Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

³ Aggregate total investment return.

⁴ Do not reflect the effect of dividends to Preferred Shareholders.

⁵ Annualized.

⁶ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

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See Notes to Financial Statements.

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Financial Highlights

BlackRock MuniVest Fund II, Inc. (MVT)

| | Six Months Ended October 31, 2010 (Unaudited) | Year Ended April 30, 2010 | Period November 1, 2008 to April 30, 2009 | Year Ended October 31, | | | | |
|--|---|------------------------------------|--|------------------------|----------|----------|----------|--|
| | | | | 2008 | 2007 | 2006 | 2005 | |
| Per Share Operating Performance | | | | | | | | |
| Net asset value, beginning of period | \$ 14.41 | \$ 11.95 | \$ 10.95 | \$ 14.49 | \$ 15.35 | \$ 15.13 | \$ 15.21 | |
| Net investment income ¹ | 0.57 | 1.18 | 0.53 | 1.12 | 1.16 | 1.16 | 1.19 | |
| Net realized and unrealized gain (loss) | 0.50 | 2.32 | 0.95 | (3.49) | (0.84) | 0.35 | 0.04 | |
| Dividends to Preferred Shareholders from net investment income | (0.02) | (0.05) | (0.05) | (0.32) | (0.32) | (0.29) | (0.18) | |
| Net increase (decrease) from investment operations | 1.05 | 3.45 | 1.43 | (2.69) | | 1.22 | 1.05 | |
| Dividends to Common Shareholders from net investment income | (0.52) | (0.99) | (0.43) | (0.85) | (0.86) | (1.00) | (1.10) | |
| Capital charge with respect to issuance of Preferred Shares | | | | | | | (0.03) | |
| Net asset value, end of period | \$ 14.94 | \$ 14.41 | \$ 11.95 | \$ 10.95 | \$ 14.49 | \$ 15.35 | \$ 15.13 | |
| Market price, end of period | \$ 15.38 | \$ 14.94 | \$ 11.65 | \$ 9.75 | \$ 13.91 | \$ 16.29 | \$ 15.40 | |
| Total Investment Return² | | | | | | | | |
| Based on net asset value | 7.40% ³ | 29.75% | 13.71% ³ | (19.33)% | (0.02)% | 8.36% | 6.88% | |
| Based on market price | 6.64% ³ | 37.99% | 24.49% ³ | (25.18)% | (9.56)% | 12.98% | 9.21% | |
| Ratios to Average Net Assets Applicable to Common Shareholders | | | | | | | | |
| Total expenses ⁴ | 1.20% ⁵ | 1.25% | 1.51% ⁵ | 1.67% | 1.67% | 1.61% | 1.35% | |
| Total expenses after fees waived and excluding interest expense and fees ^{4,6} | 1.05% ⁵ | 1.10% | 1.26% ⁵ | 1.16% | 1.12% | 1.11% | 1.07% | |

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| | | | | | | | |
|--|--------------------|-------|--------------------|-------|-------|-------|-------|
| Net investment income ⁴ | 7.80% ⁵ | 8.72% | 9.77% ⁵ | 8.03% | 7.74% | 7.70% | 7.76% |
| Dividends to Preferred Shareholders | 0.31% ⁵ | 0.36% | 0.95% ⁵ | 2.31% | 2.11% | 1.90% | 1.14% |
| Net investment income to Common Shareholders | 7.49% ⁵ | 8.36% | 8.82% ⁵ | 5.72% | 5.63% | 5.80% | 6.62% |

Supplemental Data

| | | | | | | | |
|--|------------|------------|------------|------------|------------|------------|------------|
| Net assets applicable to Common Shareholders, end of period (000) | \$ 307,454 | \$ 295,465 | \$ 243,583 | \$ 223,210 | \$ 293,836 | \$ 309,975 | \$ 303,701 |
| Preferred Shares outstanding at \$25,000 liquidation preference, end of period (000) | \$ 140,000 | \$ 140,000 | \$ 150,800 | \$ 150,800 | \$ 175,000 | \$ 175,000 | \$ 175,000 |
| Portfolio turnover | 8% | 30% | 9% | 49% | 43% | 60% | 64% |
| Asset coverage per Preferred Share at \$25,000 liquidation preference, end of period | \$ 79,905 | \$ 77,767 | \$ 65,388 | \$ 62,019 | \$ 67,004 | \$ 69,307 | \$ 68,389 |

¹ Based on average shares outstanding.

² Total investment returns based on market price, which can be significantly greater or lesser than the net asset value, may result in substantially different returns. Where applicable, total investment returns exclude the effects of any sales charges and include the reinvestment of dividends and distributions.

³ Aggregate total investment return.

⁴ Do not reflect the effect of dividends to Preferred Shareholders.

⁵ Annualized.

⁶ Interest expense and fees relate to tender option bond trusts. See Note 1 of the Notes to Financial Statements for details of municipal bonds transferred to tender option bond trusts.

See Notes to Financial Statements.

Notes to Financial Statements (Unaudited)

1. Organization and Significant Accounting Policies:

BlackRock Apex Municipal Fund, Inc. (APX), BlackRock MuniAssets Fund, Inc. (MUA), BlackRock MuniEnhanced Fund, Inc. (MEN), BlackRock MuniHoldings Fund, Inc. (MHD), BlackRock MuniHoldings Fund II, Inc. (MUH), BlackRock MuniHoldings Quality Fund, Inc. (formerly BlackRock MuniHoldings Insured Fund, Inc.) (MUS), BlackRock Muni Intermediate Duration Fund, Inc. (MUI) and BlackRock MuniVest Fund II, Inc. (MVT) (collectively, the Funds) are registered under the Investment Company Act of 1940, as amended (the 1940 Act), as non-diversified, closed-end management investment companies. The Funds are organized as Maryland corporations. The Funds financial statements are prepared in conformity with accounting principles generally accepted in the United States of America (US GAAP), which may require management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates. The Funds determine and make available for publication the net asset values of their Common Shares on a daily basis.

The following is a summary of significant accounting policies followed by the Funds:

Reorganizations: On September 2, 2010, the Board of Directors (the Board) of APX and MUA approved the reorganization of APX into MUA with MUA being the surviving Fund (the Reorganization) and changes to certain investment guidelines on APX and MUA. On December 17, 2010, shareholders of MUA approved the Reorganization and changes to certain investment policies of the Fund, and shareholders of APX approved changes to certain investment policies. APX s shareholder vote with regard to the Reorganization was adjourned to allow additional time to further solicit votes. Subject to approval from APX shareholders and customary closing conditions being satisfied, it is currently expected the Reorganization would be completed in the first quarter of 2011.

Valuation: The Funds fair value their financial instruments at market value using independent dealers or pricing services under policies approved by the Board. Municipal investments (including commitments to purchase such investments on a when-issued basis) are valued on the basis of prices provided by dealers or pricing services. In determining the value of a particular investment, pricing services may use certain information with respect to transactions in such investments, quotations from dealers, pricing matrixes, market transactions in comparable investments and information with respect to various relationships between investments. Financial futures contracts traded on exchanges are valued at their last sale price. Short-term securities with remaining maturities of 60 days or less may be valued at amortized cost, which approximates fair value. Investments in open-end investment companies are valued at net asset value each business day.

In the event that application of these methods of valuation results in a price for an investment which is deemed not to be representative of the market value of such investment or is not available, the investment will be valued in accordance with a policy approved by the Board as reflecting fair value (Fair Value Assets). When determining the price for Fair Value Assets, the investment advisor and/or the sub-advisor seeks to determine the price that each Fund might reasonably expect to receive from the current sale of that asset in an arm s-length transaction. Fair value determinations shall be based upon all available factors that the investment advisor and/or sub-advisor deems relevant. The pricing of all Fair Value Assets is subsequently reported to the Board or a committee thereof.

Forward Commitments and When-Issued Delayed Delivery Securities: The Funds may purchase securities on a when-issued basis and may purchase or sell securities on a forward commitment basis. Settlement of such transactions normally occurs within a month or more after the purchase or sale commitment is made. The Funds may purchase securities under such conditions with the intention of actually acquiring them, but may enter into a separate agreement to sell the securities before the settlement date. Since the value of securities purchased may fluctuate prior to settlement, the Funds may be required to pay more at settlement than the security is worth. In addition, the purchaser is not entitled to any of the interest earned prior to settlement. When purchasing a security on a delayed delivery basis, the Funds assume the rights and risks of ownership of the security, including the risk of price and yield fluctuations. In the event of default by the counter-party, the Funds maximum amount of loss is the unrealized appreciation of unsettled when-issued transactions, which is shown on the Schedules of Investments, if any.

Municipal Bonds Transferred to Tender Option Bond Trusts: The Funds leverage their assets through the use of tender option bond trusts (TOBs). A TOB is established by a third party sponsor forming a special purpose entity, into which one or more funds, or an agent on behalf of the funds, transfers municipal bonds. Other funds managed by the investment advisor may also contribute municipal bonds to a TOB into which a Fund has contributed bonds. A TOB typically issues two classes of beneficial interests: short-term floating rate certificates, which are sold to third party investors, and residual certificates (TOB Residuals), which are generally issued to the participating funds that made the transfer. The TOB Residuals held by a Fund include the right of a Fund (1) to cause the holders of a proportional share of the short-term floating rate certificates to tender their certificates at par, including during instances of a rise in short-term interest rates, and (2) to transfer, within seven days, a corresponding share of the municipal bonds from the TOB to a Fund. The TOB may also be terminated without the consent of a Fund

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upon the occurrence of certain events as defined in the TOB agreements. Such termination events may include the bankruptcy or default of the municipal bond, a substantial downgrade in credit quality of the municipal bond, the inability of the TOB to obtain quarterly or annual renewal of the liquidity support agreement, a substantial decline in market value of the municipal bond or the inability to remarket the short-term floating rate certificates to third party investors. During the six months ended October 31, 2010, no TOBs have been terminated without the consent of the Funds.

The cash received by the TOB from the sale of the short-term floating rate certificates, less transaction expenses, is paid to a Fund, which typically invests the cash in additional municipal bonds. Each Fund's transfer of the municipal bonds to a TOB is accounted for as a secured borrowing, therefore the municipal bonds deposited into a TOB are presented in the Funds' Schedules of Investments and the proceeds from the issuance of the short-term floating rate certificates are shown as trust certificates in the Statements of Assets and Liabilities.

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Notes to Financial Statements (continued)

Interest income, including amortization and accretion of premiums and discounts, from the underlying municipal bonds is recorded by the Funds on an accrual basis. Interest expense incurred on the secured borrowing and other expenses related to remarketing, administration and trustee services to a TOB are shown as interest expense and fees in the Statements of Operations. The short-term floating rate certificates have interest rates that generally reset weekly and their holders have the option to tender certificates to the TOB for redemption at par at each reset date. At October 31, 2010, the aggregate value of the underlying municipal bonds transferred to TOBs, the related liability for trust certificates and the range of interest rates on the liability for trust certificates were as follows:

| | Underlying Municipal Bonds Transferred to TOBs | Liability for Trust Certificates | Range of Interest Rates | |
|-----|--|--|-------------------------------|-------|
| APX | \$ 15,157,401 | \$ 7,285,446 | 0.28% | 0.40% |
| MUA | \$ 22,367,905 | \$ 10,755,646 | 0.28% | 0.40% |
| MEN | \$ 121,863,362 | \$ 61,582,907 | 0.27% | 0.38% |
| MHD | \$ 85,164,892 | \$ 43,487,622 | 0.27% | 0.33% |
| MUH | \$ 65,323,483 | \$ 33,617,184 | 0.27% | 0.33% |
| MUS | \$ 61,834,800 | \$ 31,815,414 | 0.28% | 0.43% |
| MUI | \$ 125,892,787 | \$ 66,608,812 | 0.28% | 0.38% |
| MVT | \$ 122,163,527 | \$ 62,229,913 | 0.27% | 0.37% |

For the six months ended October 31, 2010, the Funds' average trust certificates outstanding and the daily weighted average interest rate, including fees, were as follows:

| | Average Trust Certificates Outstanding | Daily Weighted Average Interest Rate |
|-----|--|---|
| APX | \$ 7,285,446 | 0.92% |
| MUA | \$ 10,755,646 | 0.92% |
| MEN | \$ 61,445,281 | 0.75% |
| MHD | \$ 43,269,861 | 0.76% |
| MUH | \$ 33,455,917 | 0.75% |
| MUS | \$ 31,820,909 | 0.76% |
| MUI | \$ 62,348,264 | 0.79% |
| MVT | \$ 62,216,318 | 0.74% |

Should short-term interest rates rise, the Funds' investments in TOBs may adversely affect the Funds' net investment income and dividends to Common Shareholders. Also, fluctuations in the market value of municipal bonds deposited into the TOB may adversely affect the Funds' net asset values per share.

Zero-Coupon Bonds: The Funds may invest in zero-coupon bonds, which are normally issued at a significant discount from face value and do not provide for periodic interest payments. Zero-coupon bonds may experience greater volatility in market value than similar maturity debt obligations which provide for regular interest payments.

Segregation and Collateralization: In cases in which the 1940 Act and the interpretive positions of the Securities and Exchange Commission (SEC) require that the Funds either deliver collateral or segregate assets in connection with certain investments (e.g., financial futures contracts) the Funds will, consistent with SEC rules and/or certain interpretive letters issued by the

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SEC, segregate collateral or designate on their books and records cash or other liquid securities having a market value at least equal to the amount that would otherwise be required to be physically segregated. Furthermore, based on requirements and agreements with certain exchanges and third party broker-dealers, each party has requirements to deliver/deposit securities as collateral for certain investments.

Investment Transactions and Investment Income: For financial reporting purposes, investment transactions are recorded on the dates the transactions are entered into (the trade dates). Realized gains and losses on investment transactions are determined on the identified cost basis. Dividend income is recorded on the ex-dividend dates. Interest income, including amortization and accretion of premiums and discounts on debt securities, is recognized on the accrual basis. Consent fees are compensation for agreeing to changes in the terms of debt instruments and are included in interest income in the Statements of Operations.

Dividends and Distributions: Dividends from net investment income are declared and paid monthly. Distributions of capital gains are recorded on the ex-dividend dates. The amount and timing of dividends and distributions are determined in accordance with federal income tax regulations, which may differ from US GAAP. Dividends and distributions to Preferred Shareholders are accrued and determined as described in Note 7.

Income Taxes: It is each Fund's policy to comply with the requirements of the Internal Revenue Code of 1986, as amended, applicable to regulated investment companies and to distribute substantially all of its taxable income to its shareholders. Therefore, no federal income tax provision is required.

Each Fund files US federal and various state and local tax returns. No income tax returns are currently under examination. The statute of limitations on the Funds' US federal tax returns remains open for each of the four periods ended as follows:

| | Year Ended | Period | Year Ended | Year Ended |
|-----|----------------|------------------------------------|------------------|------------------|
| APX | April 30, 2010 | July 1, 2008 to April 30, 2009 | June 30, 2008 | June 30, 2007 |
| MUA | April 30, 2010 | June 1, 2008 to April 30, 2009 | May 31, 2008 | May 31, 2007 |
| MEN | April 30, 2010 | February 1, 2009 to April 30, 2009 | January 31, 2009 | January 31, 2008 |
| MHD | April 30, 2010 | April 30, 2009 | April 30, 2008 | April 30, 2007 |
| MUH | April 30, 2010 | August 1, 2008 to April 30, 2009 | July 31, 2008 | July 31, 2007 |
| MUS | April 30, 2010 | April 30, 2009 | April 30, 2008 | April 30, 2007 |
| MUI | April 30, 2010 | June 1, 2008 to April 30, 2009 | May 31, 2008 | May 31, 2008 |
| MVT | April 30, 2010 | November 1, 2008 to April 30, 2009 | October 31, 2008 | October 31, 2007 |

The statutes of limitations on the Funds' state and local tax returns may remain open for an additional year depending upon the jurisdiction. There are no uncertain tax positions that require recognition of a tax liability.

Notes to Financial Statements (continued)

Deferred Compensation and BlackRock Closed-End Share Equivalent Investment Plan: Under the deferred compensation plan approved by each Fund's Board, non-interested Directors (Independent Directors) may defer a portion of their annual complex-wide compensation. Deferred amounts earn an approximate return as though equivalent dollar amounts had been invested in common shares of certain other BlackRock Closed-End Funds selected by the Independent Directors. This has approximately the same economic effect for the Independent Directors as if the Independent Directors had invested the deferred amounts directly in certain other BlackRock Closed-End Funds.

The deferred compensation plan is not funded and obligations thereunder represent general unsecured claims against the general assets of each Fund. Each Fund may, however, elect to invest in common shares of certain other BlackRock Closed-End Funds selected by the Independent Directors in order to match its deferred compensation obligations. Investments to cover each Fund's deferred compensation liability, if any, are included in other assets in the Statements of Assets and Liabilities. Dividends and distributions from the BlackRock Closed-End Fund investments under the plan are included in income affiliated in the Statements of Operations.

Other: Expenses directly related to a Fund are charged to that Fund. Other operating expenses shared by several funds are pro rated among those funds on the basis of relative net assets or other appropriate methods. The Funds have an arrangement with the custodian whereby fees may be reduced by credits earned on uninvested cash balances, which if applicable are shown as fees paid indirectly in the Statements of Operations. The custodian imposes fees on overdrawn cash balances, which can be offset by accumulated credits earned or may result in additional custody charges.

2. Derivative Financial Instruments:

The Funds engage in various portfolio investment strategies using derivative contracts both to increase the returns of the Funds and to economically hedge, or protect, their exposure to certain risks such as interest rate risk. These contracts may be transacted on an exchange.

Losses may arise if the value of the contract decreases due to an unfavorable change in the market rates or values of the underlying instrument or if the counterparty does not perform under the contract. Counterparty risk related to exchange-traded financial futures contracts is minimal because of the protection against defaults provided by the exchange on which these contracts trade.

Financial Futures Contracts: The Funds purchase or sell financial futures contracts and options on financial futures contracts to gain exposure to, or economically hedge against, changes in interest rates (interest rate risk). Financial futures contracts are contracts for delayed delivery of securities or currencies at a specific future date and at a specific price or yield. Pursuant to the contract, the Funds agree to receive from or pay to the broker an amount of cash equal to the daily fluctuation in value of the contract. Such receipts or payments are known as margin variation and are recognized by the Funds as unrealized gains or losses. When the contract is closed, the Funds record a realized gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed. The use of financial futures transactions involves the risk of an imperfect correlation in the movements in the price of financial futures contracts, interest rates and the underlying assets.

Derivative Instruments Categorized by Risk Exposure:

The Effect of Derivative Instruments on the Statements of Operations
Six Months Ended October 31, 2010*

Net Realized Gain (Loss) from

| | APX | MUA | MEN | MHD | MUH | MUS | MVT |
|-----------------------------|----------|----------|--------------|----------|----------|----------|--------------|
| Interest rate contracts: | | | | | | | |
| Financial futures contracts | \$ 4,454 | \$ 6,998 | \$ (170,354) | \$ 5,726 | \$ 4,453 | \$ 8,271 | \$ (213,064) |

For the six months ended October 31, 2010, the average quarterly balance of outstanding derivative financial instruments was as follows:

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| | APX | MUA | MEN | MHD | MUH | MUS | MVT |
|--|------------|------------|--------------|------------|------------|------------|--------------|
| Financial futures contracts: | | | | | | | |
| Average number of contracts sold | 4 | 6 | 43 | 5 | 4 | 7 | 77 |
| Average notional value of contracts sold | \$ 426,445 | \$ 670,129 | \$ 5,172,172 | \$ 548,287 | \$ 426,445 | \$ 791,970 | \$ 9,220,097 |

* As of October 31, 2010, there were no financial futures contracts outstanding.

Notes to Financial Statements (continued)

3. Investment Advisory Agreement and Other Transactions with Affiliates:

The PNC Financial Services Group, Inc. (PNC), Bank of America Corporation (BAC) and Barclays Bank PLC (Barclays) are the largest stockholders of BlackRock, Inc. (BlackRock). Due to the ownership structure, PNC is an affiliate of the Funds for 1940 Act purposes, but BAC and Barclays are not.

Each Fund entered into an Investment Advisory Agreement with BlackRock Advisors, LLC (the Manager), the Funds investment advisor, an indirect, wholly owned subsidiary of BlackRock, to provide investment advisory and administration services. The Manager is responsible for the management of each Fund s portfolio and provides the necessary personnel, facilities, equipment and certain other services necessary to the operations of each Fund. For such services, each Fund pays the Manager a monthly fee at the following annual rates of each Fund s average daily net assets as follows:

| | |
|-----|-------|
| APX | 0.65% |
| MUA | 0.55% |
| MEN | 0.50% |
| MHD | 0.55% |
| MUH | 0.55% |
| MUS | 0.55% |
| MUI | 0.55% |
| MVT | 0.50% |

Average daily net assets is the average daily value of each Fund s total assets minus the sum of its accrued liabilities.

The Manager contractually agreed to waive a portion of the investment advisory fees or other expenses on MUI as a percentage of its average daily net assets as follows: 0.10% through July 31, 2009, 0.05% through July 31, 2010 and 0.00% thereafter. For the six months ended October 31, 2010, the waiver was \$112,432 which is included in fees waived by advisor in the Statements of Operations.

The Manager voluntarily agreed to waive its investment advisory fees by the amount of investment advisory fees each Fund pays to the Manager indirectly through its investment in affiliated money market funds, however the Manager does not waive its investment advisory fees by the amount of investment advisory fees paid through each Fund s investment in other affiliated investment companies, if any. These amounts are shown as, or included in, fees waived by advisor in the Statements of Operations. For the six months ended October 31, 2010, the amounts waived were as follows:

| | |
|-----|----------|
| APX | \$ 238 |
| MUA | \$ 294 |
| MEN | \$ 1,423 |
| MHD | \$ 540 |
| MUH | \$ 200 |
| MUS | \$ 2,144 |
| MUI | \$ 1,491 |
| MVT | \$ 686 |

The Manager, for MUS, voluntarily agreed to waive its advisory fee on the proceeds of the Preferred Shares and TOBs that exceed 35% of net assets applicable to Common Shareholders. This amount is included in fees waived by advisor in the Statements of Operations. For the six months ended October 31, 2010 the waiver was \$66,975.

The Manager entered into a sub-advisory agreement with BlackRock Investment Management, LLC (BIM), an affiliate of the Manager. The Manager pays BIM for services it provides, a monthly fee that is a percentage of the investment advisory fees paid by each Fund to the Manager.

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For the six months ended October 31, 2010, the Funds reimbursed the manager for certain accounting services, which are included in accounting services in the Statements of Operations. The reimbursements were as follows:

| | |
|-----|----------|
| APX | \$ 1,734 |
| MUA | \$ 2,744 |
| MEN | \$ 4,861 |
| MHD | \$ 3,264 |
| MUH | \$ 2,447 |
| MUS | \$ 2,836 |
| MUI | \$ 8,922 |
| MVT | \$ 4,988 |

Certain officers and/or directors of the Funds are officers and/or directors of BlackRock or its affiliates. The Funds reimburse the Manager for compensation paid to the Funds Chief Compliance Officer.

4. Investments

Purchases and sales of investments, excluding short-term securities, for the six months ended October 31, 2010, were as follows:

| | Purchases | Sales |
|-----|---------------|---------------|
| APX | \$ 17,009,196 | \$ 21,431,635 |
| MUA | \$ 25,253,958 | \$ 32,479,161 |
| MEN | \$ 25,705,501 | \$ 22,265,952 |
| MHD | \$ 27,556,710 | \$ 32,294,430 |
| MUH | \$ 19,968,107 | \$ 25,956,765 |
| MUS | \$ 27,532,708 | \$ 29,094,918 |
| MUI | \$ 93,398,681 | \$ 97,615,384 |
| MVT | \$ 37,377,240 | \$ 51,048,815 |

Notes to Financial Statements (continued)

5. Capital Loss Carryforward:

As of April 30, 2010, the Funds had capital loss carryforwards available to offset future realized capital gains through the indicated expiration dates:

| Expires April 30, | APX | MUA | MEN | MUH | MUS | MUI | MVT |
|-------------------|---------------------|----------------------|---------------------|-------------------|----------------------|---------------------|---------------------|
| 2011 | \$ 2,163,492 | \$ 7,452,325 | | \$ 189,408 | | | |
| 2012 | 1,659,281 | 5,486,273 | \$ 364,714 | | | | |
| 2013 | 35,292 | 3,762,613 | | | | | |
| 2015 | 3,072,949 | 5,065,527 | | | | \$ 334,473 | |
| 2016 | | 527,784 | 2,508,309 | | \$ 623,720 | 611,323 | \$ 4,929,816 |
| 2017 | 373,543 | 1,575,568 | 3,540,378 | | 5,373,343 | 321,623 | |
| 2018 | 2,070,050 | | 1,225,298 | | 6,614,798 | 3,730,704 | |
| Total | \$ 9,374,607 | \$ 23,870,090 | \$ 7,638,699 | \$ 189,408 | \$ 12,611,861 | \$ 4,998,123 | \$ 4,929,816 |

6. Concentration, Market and Credit Risk:

MEN, MUH and MUI invest a substantial amount of their assets in issuers located in a single state or limited number of states. Please see the Schedules of Investments for concentration in specific states.

Many municipalities insure repayment of their bonds, which may reduce the potential for loss due to credit risk. The market value of these bonds may fluctuate for other reasons, including market perception of the value of such insurance, and there is no guarantee that the insurer will meet its obligation.

In the normal course of business, the Funds invest in securities and enter into transactions where risks exist due to fluctuations in the market (market risk) or failure of the issuer of a security to meet all its obligations (issuer credit risk). The value of securities held by the Funds may decline in response to certain events, including those directly involving the issuers whose securities are owned by the Funds; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency and interest rate and price fluctuations. Similar to issuer credit risk, the Funds may be exposed to counterparty credit risk, or the risk that an entity with which the Funds have unsettled or open transactions may fail to or be unable to perform on its commitments. The Funds manage counterparty credit risk by entering into transactions only with counterparties that they believe have the financial resources to honor their obligations and by monitoring the financial stability of those counterparties. Financial assets, which potentially expose the Funds to market, issuer and counterparty credit risks, consist principally of financial instruments and receivables due from counterparties. The extent of the Funds' exposure to market, issuer and counterparty credit risks with respect to these financial assets is generally approximated by their value recorded in the Funds' Statements of Assets and Liabilities, less any collateral held by the Funds.

As of October 31, 2010, APX and MUA invested a significant portion of their assets in the Health and Corporate sectors. MEN invested a significant portion of its assets in the County/City/Special District/School District and Transportation sectors. MHD, MUH and MVT invested a significant portion of their assets in the Health sector. MUS invested a significant portion of its assets in the County/City/Special District/School District, Utilities and Transportation sectors. MUI invested a significant portion of its assets in the State and County/City/Special District/School District sectors. Changes in economic conditions affecting the County/City/Special District/School District, Health, State, Transportation and Utilities sectors would have a greater impact on the Funds and could affect the value, income and/or liquidity of positions in such securities.

7. Capital Share Transactions:

Each Fund, except APX, is authorized to issue 200 million shares (150 million for APX), all of which were initially classified as Common Shares. The par value for each Fund's Common Shares is \$0.10. The par value for each Fund's Preferred Shares is \$0.10 except MEN Series A, B and C, which is \$0.025, and MVT Series A, B and C, which is \$0.05. The Board is authorized, however, to reclassify any unissued shares

without approval of Common Shareholders.

Common Shares

For the periods shown, shares issued and outstanding increased by the following amounts as a result of dividend and distribution reinvestment:

| | Six Months Ended October 31, 2010 | Year Ended April 30, 2010 |
|-----|--------------------------------------|------------------------------|
| APX | 9,368 | 49,557 |
| MUA | 52,762 | 163,187 |
| MEN | 39,726 | |
| MHD | 28,467 | 3,195 |
| MUH | 25,137 | |
| MUS | 40,983 | 7,093 |
| MVT | 73,485 | 121,196 |

Shares issued and outstanding remained constant for MUI for the six months ended October 31, 2010 and the year ended April 30, 2010 for MEN, MUH and MUI.

Preferred Shares

The Preferred Shares are redeemable at the option of each Fund, in whole or in part, on any dividend payment date at their liquidation preference per share plus any accumulated and unpaid dividends whether or not declared. The Preferred Shares are also subject to mandatory redemption at their liquidation preference plus any accumulated and unpaid dividends, whether or not declared, if certain requirements relating to the composition of the assets and liabilities of a Fund, as set forth in each Fund's Articles of Supplementary (the Governing Instrument) are not satisfied.

Notes to Financial Statements (continued)

From time to time in the future, each Fund may effect repurchases of its Preferred Shares at prices below their liquidation preference as agreed upon by the Fund and seller. Each Fund also may redeem its Preferred Shares from time to time as provided in the applicable Governing Instrument. Each Fund intends to effect such redemptions and/or repurchases to the extent necessary to maintain applicable asset coverage requirements or for such other reasons as the Board may determine.

The holders of Preferred Shares have voting rights equal to the holders of Common Shares (one vote per share) and will vote together with holders of Common Shares (one vote per share) as a single class. However, the holders of Preferred Shares, voting as a separate class, are also entitled to elect two Directors for each Fund. In addition, the 1940 Act requires that along with approval by shareholders that might otherwise be required, the approval of the holders of a majority of any outstanding Preferred Shares, voting separately as a class would be required to (a) adopt any plan of reorganization that would adversely affect the Preferred Shares, (b) change a Fund's sub-classification as a closed-end investment company or change its fundamental investment restrictions or (c) change its business so as to cease to be an investment company.

MEN, MHD, MUH, MUS, MUI, and MVT had the following series of Preferred Shares outstanding, effective yields and reset frequency as of October 31, 2010:

| | Series | Preferred Shares | Effective Yield | Reset Frequency Days |
|-----|-------------------|------------------|-----------------|----------------------|
| MEN | A ¹ | 1,525 | 0.43% | 28 |
| | B ¹ | 1,525 | 0.38% | 28 |
| | C ¹ | 1,525 | 0.44% | 7 |
| | D ² | 1,128 | 1.49% | 7 |
| MHD | A ¹ | 1,473 | 0.44% | 7 |
| | B ¹ | 1,473 | 0.43% | 7 |
| | C ² | 402 | 1.50% | 7 |
| MUH | A ¹ | 1,101 | 0.44% | 7 |
| | B ¹ | 1,101 | 0.44% | 7 |
| MUS | A ¹ | 1,740 | 0.44% | 7 |
| | B ¹ | 1,740 | 0.44% | 7 |
| MUI | M7 ² | 1,795 | 1.50% | 7 |
| | T7 ² | 2,423 | 1.50% | 7 |
| | W7 ² | 1,795 | 1.49% | 7 |
| | TH7 ² | 2,423 | 1.50% | 7 |
| | F7 ² | 1,795 | 1.50% | 7 |
| | TH28 ² | 1,256 | 1.50% | 28 |
| MVT | A ¹ | 1,440 | 0.44% | 28 |
| | B ¹ | 1,440 | 0.43% | 28 |
| | C ¹ | 1,440 | 0.43% | 7 |
| | D ² | 1,280 | 1.50% | 7 |

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The maximum applicable rate on this series of Preferred Shares is the higher of 110% of the AA commercial paper rate or 110% of 90% of the Kenny S&P 30-day High Grade Index rate divided by 1.00 minus the marginal tax rate.

- ² The maximum applicable rate on this series of Preferred Shares is the higher of 110% plus or times (i) the Telerate/BAA LIBOR or (ii) 90% of Kenny S&P 30-day High Grade Index rate divided by 1.00 minus the marginal tax rate.

Dividends on seven-day and 28-day Preferred Shares are cumulative at a rate which is reset every seven or 28 days, respectively, based on the results of an auction. If the Preferred Shares fail to clear the auction on an auction date, each Fund is required to pay the maximum applicable rate on the Preferred Shares to holders of such shares for successive dividend periods until such time as the shares are successfully auctioned. The maximum applicable rate on the Preferred Shares is as footnoted in the preceding table above. The low, high and average dividend rates on the Preferred Shares for each Fund for the period were as follows:

| | Series | Low | High | Average |
|-----|--------|-------|-------|---------|
| MEN | A | 0.37% | 0.50% | 0.41% |
| | B | 0.38% | 0.49% | 0.37% |
| | C | 0.35% | 0.49% | 0.42% |
| | D | 1.43% | 1.53% | 1.48% |
| MHD | A | 0.35% | 0.47% | 0.42% |
| | B | 0.35% | 0.47% | 0.42% |
| | C | 1.43% | 1.54% | 1.48% |
| MUH | A | 0.35% | 0.47% | 0.42% |
| | B | 0.35% | 0.47% | 0.42% |
| MUS | A | 0.35% | 0.47% | 0.42% |
| | B | 0.35% | 0.49% | 0.42% |
| MUI | M7 | 1.43% | 1.53% | 1.48% |
| | T7 | 1.43% | 1.53% | 1.49% |
| | W7 | 1.45% | 1.53% | 1.49% |
| | TH7 | 1.43% | 1.53% | 1.48% |
| | F7 | 1.43% | 1.53% | 1.48% |
| | TH28 | 1.43% | 1.52% | 1.48% |
| MVT | A | 0.38% | 0.46% | 0.43% |
| | B | 0.38% | 0.47% | 0.41% |
| | C | 0.38% | 0.47% | 0.42% |
| | D | 1.43% | 1.53% | 1.45% |

Since February 13, 2008, the Preferred Shares of the Funds failed to clear any of their auctions. As a result, the Preferred Shares dividend rates were reset to the maximum applicable rate, which ranged from 0.35% to 1.54% for the six months ended October 31, 2010. A failed auction is not an event of default for the Funds but it has a negative impact on the liquidity of Preferred Shares. A failed auction occurs when there are more sellers of a Fund's auction rate preferred shares than buyers. A successful auction for the Funds' Preferred Shares may not occur for some time, if ever, and even if liquidity does resume, Preferred Shareholders may not have the ability to sell the Preferred Shares at their liquidation preference.

The Funds may not declare dividends or make other distributions on Common Shares or purchase any such shares if, at the time of the declaration, distribution or purchase, asset coverage with respect to the outstanding Preferred Shares is less than 200%.

The Funds pay commissions of 0.25% on the aggregate principal amount of all shares that successfully clear their auctions and 0.15% on the aggregate principal amount of all shares that fail to clear their auctions. Certain broker dealers have individually agreed to reduce commissions for failed auctions.

Notes to Financial Statements (concluded)

During the year ended April 30, 2010, MEN, MHD, MUH, MUS and MVT announced the following redemptions of Preferred Shares at a price of \$25,000 per share plus any accrued and unpaid dividends through the redemption date:

| | Series | Redemption Date | Shares Redeemed | Aggregate Principal |
|-----|--------|-----------------|-----------------|---------------------|
| MEN | A | 7/14/09 | 174 | \$ 4,350,000 |
| | B | 7/21/09 | 174 | \$ 4,350,000 |
| | C | 6/30/09 | 174 | \$ 4,350,000 |
| | D | 7/06/09 | 129 | \$ 3,225,000 |
| MHD | A | 7/08/09 | 145 | \$ 3,625,000 |
| | B | 7/06/09 | 145 | \$ 3,625,000 |
| | C | 7/07/09 | 39 | \$ 975,000 |
| MUH | A | 7/08/09 | 119 | \$ 2,975,000 |
| | B | 7/06/09 | 119 | \$ 2,975,000 |
| MUS | A | 7/06/09 | 144 | \$ 3,600,000 |
| | B | 7/07/09 | 144 | \$ 3,600,000 |
| MVT | A | 7/30/09 | 111 | \$ 2,775,000 |
| | B | 7/09/09 | 111 | \$ 2,775,000 |
| | C | 7/09/09 | 111 | \$ 2,775,000 |
| | D | 7/07/09 | 99 | \$ 2,475,000 |

The Funds financed the Preferred Share redemptions with cash received from TOB transactions.

Preferred Shares issued and outstanding remained constant for the six months ended October 31, 2010 for all funds and the year ended April 30, 2010 for MUI.

8. Restatement Information:

Subsequent to the initial issuance of the May 31, 2006 financial statements for MUI and July 31, 2006 for MUH, the Funds determined that the criteria for sale accounting in FAS 140 had not been met for certain transfers of municipal bonds related to investments in TOB Residuals, and that these transfers should have been accounted for as secured borrowings rather than as sales. As a result, certain financial highlights for the year ended May 31, 2005 for MUI and July 31, 2005 for MUH have been restated to give effect to recording the transfers of the municipal bonds as secured borrowings, including recording interest on the bonds as interest income and interest on the secured borrowings as interest expense.

| MUH Financial Highlights For the Year Ended July 31, 2005 | Previously Reported | Restated |
|--|---------------------|----------|
| Total expenses, net of reimbursement* | 1.19% | 1.27% |
| Total expenses* | 1.19% | 1.27% |
| Portfolio turnover | 45.11% | 38% |

| MUI Financial Highlights For the Year Ended May 31, 2005 | Previously Reported | Restated |
|---|------------------------|----------|
| Total expenses, net of waiver* | 0.84% | 0.85% |
| Portfolio turnover | 54.55% | 54% |

* Do not reflect the effect of dividends to Preferred Shareholders.

9. Subsequent Events:

Management's evaluation of the impact of all subsequent events on the Funds' financial statements was completed through the date the financial statements were issued and the following items were noted:

Each Fund paid a net investment income dividend on December 1, 2010 to Common Shareholders of record on November 15, 2010 as follows:

| | Common Dividend Per Share |
|-----|---------------------------------|
| APX | \$ 0.0440 |
| MUA | \$ 0.0625 |
| MEN | \$ 0.0570 |
| MHD | \$ 0.0890 |
| MUH | \$ 0.0805 |
| MUS | \$ 0.0740 |
| MUI | \$ 0.0715 |
| MVT | \$ 0.0885 |

Each Fund paid a net investment income dividend on December 31, 2010 to Common Shareholders of record on December 15, 2010 as follows:

| | Common Dividend Per Share |
|-----|---------------------------------|
| APX | \$ 0.0440 |
| MUA | \$ 0.0625 |
| MEN | \$ 0.0570 |
| MHD | \$ 0.0905 |
| MUH | \$ 0.0805 |
| MUS | \$ 0.0740 |
| MUI | \$ 0.0715 |
| MVT | \$ 0.0885 |

The dividends declared on Preferred Shares for the period November 1, 2010 to November 30, 2010 were as follows:

| Series | Dividends Declared |
|--------|-----------------------|
|--------|-----------------------|

| | | |
|-----|------|-----------|
| MEN | A | \$ 13,366 |
| | B | \$ 11,944 |
| | C | \$ 12,942 |
| | D | \$ 34,298 |
| MHD | A | \$ 6,715 |
| | B | \$ 6,647 |
| | C | \$ 3,695 |
| MUH | A | \$ 9,431 |
| | B | \$ 7,100 |
| MUS | A | \$ 14,945 |
| | B | \$ 14,770 |
| MUI | M7 | \$ 54,238 |
| | T7 | \$ 73,387 |
| | W7 | \$ 54,365 |
| | TH7 | \$ 73,432 |
| | TH28 | \$ 38,625 |
| | F7 | \$ 54,238 |
| MVT | A | \$ 12,878 |
| | B | \$ 12,682 |
| | C | \$ 12,250 |
| | D | \$ 38,593 |

Disclosure of Investment Advisory Agreements and Sub-Advisory Agreements

The Board of Directors (each, a Board, and, collectively, the Boards, and the members of which are referred to as Board Members) of each of BlackRock Apex Municipal Fund, Inc. (APX), BlackRock Muni Intermediate Duration Fund, Inc. (MUI), BlackRock MuniAssets Fund, Inc. (MUA), BlackRock MuniEnhanced Fund, Inc. (MEN), BlackRock MuniHoldings Fund, Inc. (MHD), BlackRock MuniHoldings Fund II, Inc. (MUH), BlackRock MuniHoldings Quality Fund, Inc. (MUS) and BlackRock MuniVest Fund II, Inc. (MVT, and together with APX, MUI, MUA, MEN, MHD, MUH, and MUS, each a Fund and, collectively, the Funds) met on April 8, 2010 and May 13 14, 2010 to consider the approval of each Fund's investment advisory agreement (collectively, the Advisory Agreements) with BlackRock Advisors, LLC (the Manager), each Fund's investment advisor. The Boards also considered the approval of the sub-advisory agreement (collectively, the Sub-Advisory Agreements) between the Manager and BlackRock Investment Management, LLC (the Sub-Advisor), with respect to each Fund. The Manager and the Sub-Advisor are referred to herein as BlackRock. The Advisory Agreements and the Sub-Advisory Agreements are referred to herein as the Agreements.

Activities and Composition of the Board

The Board of each Fund consists of ten individuals, eight of whom are not interested persons of the Funds as defined in the Investment Company Act of 1940 (the 1940 Act) (the Independent Board Members). The Board Members are responsible for the oversight of the operations of each Fund and perform the various duties imposed on the directors of investment companies by the 1940 Act. The Independent Board Members have retained independent legal counsel to assist them in connection with their duties. The Chairman of each Board is an Independent Board Member. Each Board has established five standing committees: an Audit Committee, a Governance and Nominating Committee, a Compliance Committee, a Performance Oversight Committee and an Executive Committee, each of which is composed of Independent Board Members (except for the Executive Committee, which also has one interested Board Member) and is chaired by an Independent Board Member. The Board of each of MVT, MUI, MEN, MHD, MUH, and MUS also has two *ad hoc* committees, the Joint Product Pricing Committee, which consists of Independent Board Members and the directors/trustees of the boards of certain other BlackRock-managed funds, who are not interested persons of their respective funds, and the Ad Hoc Committee on Auction Market Preferred Shares. The Board of each of APX and MUA has one *ad hoc* committee, the Joint Product Pricing Committee.

The Agreements

Pursuant to the 1940 Act, the Boards are required to consider the continuation of the Agreements on an annual basis. In connection with this process, the Boards assessed, among other things, the nature, scope and quality of the services provided to the Funds by the personnel of BlackRock and its affiliates, including investment management, administrative and shareholder services, oversight of fund accounting and custody, marketing services and assistance in meeting applicable legal and regulatory requirements.

From time to time throughout the year, the Boards, acting directly and through their committees, considered at each of their meetings factors that are relevant to their annual consideration of the renewal of the Agreements, including the services and support provided by BlackRock to the Funds and their shareholders. Among the matters the Boards considered were: (a) investment performance for one-, three- and five-year periods, as applicable, against peer funds, and applicable benchmarks, if any, as well as senior management's and portfolio managers' analysis of the reasons for any over performance or underperformance against a Fund's peers and/or benchmark, as applicable; (b) fees, including advisory and other amounts paid to BlackRock and its affiliates by each Fund for services such as call center and fund accounting; (c) each Fund's operating expenses; (d) the resources devoted to and compliance reports relating to each Fund's investment objective, policies and restrictions; (e) each Fund's compliance with its Code of Ethics and compliance policies and procedures; (f) the nature, cost and character of non-investment management services provided by BlackRock and its affiliates; (g) BlackRock's and other service providers' internal controls; (h) BlackRock's implementation of the proxy voting policies approved by the Boards; (i) execution quality of portfolio transactions; (j) BlackRock's implementation of each Fund's valuation and liquidity procedures; (k) an analysis of contractual and actual management fees for products with similar investment objectives across the open-end fund, closed-end fund and institutional account product channels, as applicable; and; (l) periodic updates on BlackRock's business.

Disclosure of Investment Advisory Agreements and Sub-Advisory Agreements (continued)
Board Considerations in Approving the Agreements

The Approval Process: Prior to the April 8, 2010 meeting, the Boards requested and each received materials specifically relating to the Agreements. The Boards are engaged in a process with BlackRock to periodically review the nature and scope of the information provided to better assist their deliberations. The materials provided in connection with the April meeting included: (a) information independently compiled and prepared by Lipper, Inc. (Lipper) on Fund fees and expenses, and the investment performance of each Fund as compared with a peer group of funds as determined by Lipper, and in the case of APX, MUI, MUA, MHD, MUH and MVT, a customized peer group selected by BlackRock (collectively, Peers); (b) information on the profitability of the Agreements to BlackRock and a discussion of fall-out benefits to BlackRock and its affiliates and significant shareholders; (c) a general analysis provided by BlackRock concerning investment advisory fees charged to other clients, such as institutional clients and open-end funds, under similar investment mandates; (d) the impact of economies of scale; (e) a summary of aggregate amounts paid by each Fund to BlackRock; and (f) if applicable, a comparison of management fees to similar BlackRock closed-end funds, as classified by Lipper.

At an in-person meeting held on April 8, 2010, the Boards reviewed materials relating to their consideration of the Agreements. As a result of the discussions that occurred during the April 8, 2010 meeting, the Boards presented BlackRock with questions and requests for additional information and BlackRock responded to these requests with additional written information in advance of the May 13 14, 2010 Board meeting.

At an in-person meeting held on May 13 14, 2010, each Board, including its Independent Board Members, unanimously approved the continuation of the Advisory Agreement between the Manager and its respective Fund and the Sub-Advisory Agreement between the Manager and the Sub-Advisor with respect to its respective Fund, each for a one-year term ending June 30, 2011. In approving the continuation of the Agreements, the Boards considered: (a) the nature, extent and quality of the services provided by BlackRock; (b) the investment performance of each Fund and BlackRock; (c) the advisory fee and the cost of the services and profits to be realized by BlackRock and its affiliates from their relationship with each Fund; (d) economies of scale; and (e) other factors deemed relevant by the Board Members.

The Boards also considered other matters they deemed important to the approval process, such as services related to the valuation and pricing of each Fund s portfolio holdings, direct and indirect benefits to BlackRock and its affiliates and significant shareholders from their relationship with each Fund and advice from independent legal counsel with respect to the review process and materials submitted for the Boards review. The Boards noted the willingness of BlackRock personnel to engage in open, candid discussions with the Boards. The Boards did not identify any particular information as controlling, and each Board Member may have attributed different weights to the various items considered.

A. Nature, Extent and Quality of the Services Provided by BlackRock: The Boards, including the Independent Board Members, reviewed the nature, extent and quality of services provided by BlackRock, including the investment advisory services and the resulting performance of each Fund. Throughout the year, the Boards compared each Fund s performance to the performance of a comparable group of closed-end funds, and the performance of a relevant benchmark, if any. The Boards met with BlackRock s senior management personnel responsible for investment operations, including the senior investment officers. The Boards also reviewed the materials provided by each Fund s portfolio management team discussing each Fund s performance and each Fund s investment objective, strategies and outlook.

The Boards considered, among other factors, the number, education and experience of BlackRock s investment personnel generally and each Fund s portfolio management team, investments by portfolio managers in the funds they manage, BlackRock s portfolio trading capabilities, BlackRock s use of technology, BlackRock s commitment to compliance, BlackRock s credit analysis capabilities, BlackRock s risk analysis capabilities and BlackRock s approach to training and retaining portfolio managers and other research, advisory and management personnel. The Boards also reviewed a general description of BlackRock s compensation structure with respect to each Fund s portfolio management team and BlackRock s ability to attract and retain high-quality talent.

In addition to advisory services, the Boards considered the quality of the administrative and non-investment advisory services provided to each Fund. BlackRock and its affiliates and significant shareholders provide each Fund with certain administrative and other services (in addition to any such services provided to each Fund by third parties) and officers and other personnel as are necessary for the operations of each Fund. In addition to investment advisory services, BlackRock and its affiliates provide each Fund with other services, including: (i) preparing disclosure documents, such as the prospectus and the statement of additional information in connection with the initial public offering and periodic shareholder reports; (ii) preparing communications with analysts to support secondary market trading of each Fund; (iii) assisting with daily accounting and pricing; (iv) preparing periodic filings with regulators and stock exchanges; (v) overseeing and coordinating the activities of other service providers; (vi) organizing Board meetings and preparing the materials for such Board meetings; (vii) providing legal and compliance support; and (viii) performing other administrative functions necessary for the operation of each Fund, such as tax reporting,

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fulfilling regulatory filing requirements, and call center services. The Boards reviewed the structure and duties of BlackRock's fund administration, accounting, legal and compliance departments and considered BlackRock's policies and procedures for assuring compliance with applicable laws and regulations.

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Disclosure of Investment Advisory Agreements and Sub-Advisory Agreements (continued)

B. The Investment Performance of the Funds and BlackRock: The Boards, including the Independent Board Members, also reviewed and considered the performance history of each Fund. In preparation for the April 8, 2010 meeting, the Boards were provided with reports, independently prepared by Lipper, which included a comprehensive analysis of each Fund's performance. The Boards also reviewed a narrative and statistical analysis of the Lipper data that was prepared by BlackRock, which analyzed various factors that affect Lipper's rankings. In connection with their reviews, the Boards received and reviewed information regarding the investment performance of each Fund as compared to a representative group of similar funds as determined by Lipper and to all funds in each Fund's applicable Lipper category, and in the case of APX, MUI, MUA, MHD, MUH and MVT, a customized peer group selected by BlackRock. The Boards were provided with a description of the methodology used by Lipper to select peer funds. The Boards regularly review the performance of each Fund throughout the year.

The Boards of APX, MUI, MUA, MHD, MUH and MVT noted that, in general, each of their respective Funds performed better than their respective Peers in that each Fund's performance was at or above the median of its Customized Lipper Peer Group Composite in each of the one-, three- and five-year periods reported.

The Board of MEN noted that, in general, MEN performed better than its Peers in that MEN's performance was at or above the median of its Lipper Performance Composite in each of the one-, three- and five-year periods reported.

The Board of MUS noted that MUS performed below the median of its Lipper Performance Composite in the three- and five-year periods reported, but that MUS performed better than or equal to the median of its Lipper Performance Composite in the one-year period reported. The Board of MUS and BlackRock reviewed the reasons for MUS's underperformance during the three- and five-year periods compared with its Peers. The Board of MUS was informed that, among other things, MUS's performance was hindered by its short duration posture during a period when interest rates were decreasing.

The Board of MUS and BlackRock discussed BlackRock's strategy for improving MUS's performance and BlackRock's commitment to providing the resources necessary to assist MUS's portfolio managers and to improve MUS's performance.

The Boards noted that BlackRock has made changes to the organization of the overall fixed income group management structure designed to result in a strengthened leadership team with clearer accountability.

C. Consideration of the Advisory Fees and the Cost of the Services and Profits to be Realized by BlackRock and its Affiliates from their Relationship with the Funds: The Boards, including the Independent Board Members, reviewed each Fund's contractual advisory fee rate compared with the other funds in its Lipper category. The Boards also compared each Fund's total expenses, as well as actual management fees, to those of other funds in its Lipper category. The Boards considered the services provided and the fees charged by BlackRock to other types of clients with similar investment mandates, including separately managed institutional accounts.

The Boards received and reviewed statements relating to BlackRock's financial condition and profitability with respect to the services it provided each Fund. The Boards were also provided with a profitability analysis that detailed the revenues earned and the expenses incurred by BlackRock for services provided to each Fund. The Boards reviewed BlackRock's profitability with respect to each Fund and other funds the Boards currently oversee for the year ended December 31, 2009 compared to available aggregate profitability data provided for the year ended December 31, 2008. The Boards reviewed BlackRock's profitability with respect to other fund complexes managed by the Manager and/or its affiliates. The Boards reviewed BlackRock's assumptions and methodology of allocating expenses in the profitability analysis, noting the inherent limitations in allocating costs among various advisory products. The Boards recognized that profitability may be affected by numerous factors including, among other things, fee waivers and expense reimbursements by the Manager, the types of funds managed, expense allocations and business mix, and the difficulty of comparing profitability as a result of those factors.

The Boards noted that, in general, individual fund or product line profitability of other advisors is not publicly available. Nevertheless, to the extent such information was available, the Boards considered BlackRock's overall operating margin, in general, compared to the operating margin for leading investment management firms whose operations include advising closed-end funds, among other product types. That data indicates that operating margins for BlackRock with respect to its registered funds are generally consistent with margins earned by similarly situated publicly traded competitors. In addition, the Boards considered, among other things, certain third party data comparing BlackRock's operating margin with that of other publicly traded asset management firms. That third party data indicates that larger asset bases do not, in themselves, translate to higher profit margins.

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In addition, the Boards considered the cost of the services provided to each Fund by BlackRock, and BlackRock's and its affiliates' profits relating to the management and distribution of each Fund and the other funds advised by BlackRock and its affiliates. As part of their analysis, the Boards reviewed BlackRock's methodology in allocating its costs to the management of each Fund. The Boards also considered whether BlackRock has the financial resources necessary to attract and retain high-quality investment management personnel to perform its obligations under the Agreements and to continue to provide the high quality of services that is expected by the Boards.

Disclosure of Investment Advisory Agreements and Sub-Advisory Agreements (concluded)

Each Board noted that its respective Fund's contractual management fee rate was lower than or equal to the median contractual management fee rate paid by the Fund's Peers, in each case, before taking into account any expense reimbursements or fee waivers.

D. Economies of Scale: The Boards, including the Independent Board Members, considered the extent to which economies of scale might be realized as the assets of each Fund increase. The Boards also considered the extent to which each Fund benefits from such economies and whether there should be changes in the advisory fee rate or structure in order to enable each Fund to participate in these economies of scale, for example through the use of breakpoints in the advisory fee based upon the asset level of each Fund.

The Boards noted that most closed-end fund complexes do not have fund level breakpoints because closed-end funds generally do not experience substantial growth after the initial public offering and each fund is managed independently consistent with its own investment objectives. The Boards noted that only one closed-end fund in the Fund Complex has breakpoints in its fee structure. Information provided by Lipper also revealed that only one closed-end fund complex with total closed-end fund nets assets exceeding \$10 billion, as of December 31, 2009, used a complex level breakpoint structure.

E. Other Factors Deemed Relevant by the Board Members: The Boards, including the Independent Board Members, also took into account other ancillary or fall-out benefits that BlackRock or its affiliates and significant shareholders may derive from their respective relationships with the Funds, both tangible and intangible, such as BlackRock's ability to leverage its investment professionals who manage other portfolios, an increase in BlackRock's profile in the investment advisory community, and the engagement of BlackRock's affiliates and significant shareholders as service providers to the Funds, including for administrative and distribution services. The Boards also considered BlackRock's overall operations and its efforts to expand the scale of, and improve the quality of, its operations. The Boards also noted that BlackRock may use and benefit from third party research obtained by soft dollars generated by certain mutual fund transactions to assist in managing all or a number of its other client accounts. The Boards further noted that BlackRock completed the acquisition of a complex of exchange-traded funds (ETFs) on December 1, 2009, and that BlackRock's funds may invest in such ETFs without any offset against the management fees payable by the funds to BlackRock.

In connection with its consideration of the Agreements, the Boards also received information regarding BlackRock's brokerage and soft dollar practices. The Boards received reports from BlackRock which included information on brokerage commissions and trade execution practices throughout the year.

The Boards noted the competitive nature of the closed-end fund marketplace, and that shareholders are able to sell their respective Fund shares in the secondary market if they believe that the Fund's fees and expenses are too high or if they are dissatisfied with the performance of the Fund.

Conclusion

Each Board, including its Independent Board Members, unanimously approved the continuation of the Advisory Agreement between the Manager and its respective Fund for a one-year term ending June 30, 2011 and the Sub-Advisory Agreement between the Manager and the Sub-Advisor, with respect to its respective Fund, for a one-year term ending June 30, 2011. As part of its approval, each Board considered the discussions of BlackRock's fee structure, as it applies to its respective Fund, being conducted by the *ad hoc* Joint Product Pricing Committee. Based upon its evaluation of all of the aforementioned factors in their totality, each Board, including its Independent Board Members, was satisfied that the terms of the Agreements were fair and reasonable and in the best interest of its respective Fund and its shareholders. In arriving at a decision to approve the Agreements, none of the Boards identified any single factor or group of factors as all-important or controlling, but considered all factors together, and different Board Members may have attributed different weights to the various factors considered. The Independent Board Members were also assisted by the advice of independent legal counsel in making this determination. The contractual fee arrangements for each Fund reflect the results of several years of review by the Board Members and predecessor Board Members, and discussions between such Board Members (and predecessor Board Members) and BlackRock. Certain aspects of the arrangements may be the subject of more attention in some years than in others, and the Board Members' conclusions may be based in part on their consideration of these arrangements in prior years.

Officers and Directors

Richard E. Cavanagh, Chairman of the Board and Director
Karen P. Robards, Vice Chair of the Board, Chair of the Audit Committee and Director
Richard S. Davis, Director
Frank J. Fabozzi, Director and Member of the Audit Committee
Kathleen F. Feldstein, Director
James T. Flynn, Director and Member of the Audit Committee
Henry Gabbay, Director
Jerold B. Harris, Director
R. Glenn Hubbard, Director
W. Carl Kester, Director and Member of the Audit Committee
Anne Ackerley, President and Chief Executive Officer
Brendan Kyne, Vice President
Neal Andrews, Chief Financial Officer
Jay Fife, Treasurer
Brian Kindelan, Chief Compliance Officer
Howard Surloff, Secretary

Investment Advisor

BlackRock Advisors, LLC
Wilmington, DE 19809

Sub-Advisor

BlackRock Investment Management, LLC
Plainsboro, NJ 08536

Custodians

The Bank of New York Mellon¹
New York, NY 10286

State Street Bank and Trust Company²
Boston, MA 02101

Transfer Agents

Common Shares:

BNY Mellon Shareowner Services¹
Jersey City, NJ 07310

Computershare Trust Company, N.A.²
Providence, RI 02940

Auction Agent

Preferred Shares:

The Bank of New York Mellon
New York, NY 10286

Accounting Agent

State Street Bank and Trust Company
Princeton, NJ 08540

Independent Registered Public Accounting Firm

Deloitte & Touche LLP
Princeton, NJ 08540

Legal Counsel

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Skadden, Arps, Slate, Meagher & Flom LLP
New York, NY 10036

Address of the Funds
100 Bellevue Parkway
Wilmington, DE 19809

¹ For APX, MUA, MHD, MUH, MUS and MVT.

² For MEN and MUI.

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Additional Information

Proxy Results

The Annual Meeting of Shareholders was held on September 2, 2010 for shareholders of record on July 6, 2010, to elect director nominees for each Fund. There were no broker non-votes with regard to any non-routine matters for any of the Funds. Due to a lack of quorum of Preferred Shares, action on the proposal regarding the Preferred Shares nominees election for MUH, MUS, MUI and MVT was subsequently adjourned to October 5, 2010; and action on the proposal regarding Preferred Shares nominees election for MUI was additionally adjourned to November 2, 2010.

Below are the results with respect to each nominee, who will continue to serve as Director for each of the Funds:

| | Richard E. Cavanagh | | | Kathleen F. Feldstein | | | Henry Gabbay | | |
|-----|---------------------|----------------|---------|-----------------------|----------------|---------|--------------|----------------|---------|
| | Votes For | Votes Withheld | Abstain | Votes For | Votes Withheld | Abstain | Votes For | Votes Withheld | Abstain |
| APX | 17,389,641 | 579,660 | 0 | 17,402,626 | 566,675 | 0 | 17,403,092 | 566,209 | 0 |
| MUA | 19,110,585 | 605,168 | 0 | 19,104,810 | 610,943 | 0 | 19,112,279 | 603,474 | 0 |

| | Jerrold B. Harris | | |
|-----|-------------------|----------------|---------|
| | Votes For | Votes Withheld | Abstain |
| APX | 17,393,820 | 575,481 | 0 |
| MUA | 19,126,404 | 589,349 | 0 |

For the Funds listed above, Directors whose term of office continued after the Annual Meeting of Shareholders because they were not up for election are Richard S. Davis, Frank J. Fabozzi, James T. Flynn, R. Glenn Hubbard, W. Carl Kester and Karen P. Robards.

Below are the results with respect to each nominee, who will continue to serve as Director for each of the Funds:

| | Richard E. Cavanagh | | | Richard S. Davis | | | Frank J. Fabozzi ² | | |
|------------------|---------------------|----------------|---------|------------------|----------------|---------|-------------------------------|----------------|---------|
| | Votes For | Votes Withheld | Abstain | Votes For | Votes Withheld | Abstain | Votes For | Votes Withheld | Abstain |
| MEN | 24,985,842 | 864,768 | 0 | 24,851,085 | 999,525 | 0 | 1,558 | 437 | 0 |
| MHD | 11,955,268 | 270,563 | 0 | 11,870,890 | 354,941 | 0 | 969 | 479 | 0 |
| MUH | 9,619,191 | 152,566 | 0 | 9,538,255 | 233,502 | 0 | 600 | 15 | 354 |
| MUS | 9,765,954 | 490,683 | 0 | 9,749,677 | 506,960 | 0 | 903 | 67 | 403 |
| MUI ¹ | 35,413,968 | 754,469 | 0 | 35,375,112 | 793,325 | 0 | 1,983 | 330 | 0 |
| MVT | 17,486,254 | 793,261 | 0 | 17,516,541 | 762,974 | 0 | 1,190 | 249 | 454 |

| | Kathleen F. Feldstein | James T. Flynn | Henry Gabbay |
|--|-----------------------|----------------|--------------|
| | Votes | Votes | Votes |

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| | Votes For | Withheld | Abstain | Votes For | Withheld | Abstain | Votes For | Withheld | Abstain |
|-----|------------|----------|---------|------------|----------|---------|------------|----------|---------|
| MEN | 24,921,133 | 929,477 | 0 | 24,910,803 | 939,807 | 0 | 24,980,584 | 870,026 | 0 |
| MHD | 11,944,853 | 280,978 | 0 | 11,929,071 | 296,760 | 0 | 11,955,268 | 270,563 | 0 |
| MUH | 9,630,665 | 141,092 | 0 | 9,619,591 | 152,166 | 0 | 9,619,591 | 152,166 | 0 |
| MUS | 9,725,140 | 531,497 | 0 | 9,708,149 | 548,488 | 0 | 9,761,342 | 495,295 | 0 |
| MUI | 35,349,200 | 819,237 | 0 | 35,333,587 | 834,850 | 0 | 35,406,447 | 761,990 | 0 |
| MVT | 17,546,291 | 733,224 | 0 | 17,492,008 | 787,507 | 0 | 17,456,527 | 822,988 | 0 |

| | Jerrold B. Harris | | | R. Glenn Hubbard | | | W. Carl Kester ² | | |
|------------------|-------------------|----------------|---------|------------------|----------------|---------|-----------------------------|----------------|---------|
| | Votes For | Votes Withheld | Abstain | Votes For | Votes Withheld | Abstain | Votes For | Votes Withheld | Abstain |
| MEN | 24,928,511 | 922,099 | 0 | 24,978,023 | 872,587 | 0 | 1,558 | 437 | 0 |
| MHD | 11,932,978 | 292,853 | 0 | 11,933,612 | 292,219 | 0 | 969 | 479 | 0 |
| MUH | 9,619,591 | 152,166 | 0 | 9,618,106 | 153,651 | 0 | 600 | 15 | 354 |
| MUS | 9,711,365 | 545,272 | 0 | 9,758,033 | 498,604 | 0 | 903 | 67 | 403 |
| MUI ¹ | 35,384,449 | 783,988 | 0 | 35,322,859 | 845,578 | 0 | 1,983 | 330 | 0 |
| MVT | 17,515,731 | 763,784 | 0 | 17,475,859 | 803,656 | 0 | 1,190 | 249 | 454 |

| | Karen P. Robards | | |
|-----|------------------|----------------|---------|
| | Votes For | Votes Withheld | Abstain |
| MEN | 24,992,578 | 858,032 | 0 |
| MHD | 11,958,406 | 267,425 | 0 |
| MUH | 9,629,515 | 142,242 | 0 |
| MUS | 9,741,203 | 515,434 | 0 |
| MUI | 35,414,253 | 754,184 | 0 |
| MVT | 17,573,472 | 706,043 | 0 |

¹ Due to the lack of a quorum of Preferred Shares, MUI was unable to act on the election of the two directors reserved for election solely by the Preferred Shareholders for the Fund. Accordingly, Frank J. Fabozzi and W. Carl Kester will remain in office and continue to serve as directors for the Fund.

² Voted on by the holders of Preferred Shares only.

Additional Information (continued)

Dividend Policy

The Funds' dividend policy is to distribute all or a portion of their net investment income to their shareholders on a monthly basis. In order to provide shareholders with a more stable level of dividend distributions, the Funds may at times pay out less than the entire amount of net investment income earned in any particular month and may at times, in any particular month, pay out such accumulated but undistributed income in addition to net investment income earned in that month. As a result, the dividends paid by the Funds for any particular month may be more or less than the amount of net investment income earned by the Funds during such month. The Funds' current accumulated but undistributed net investment income, if any, is disclosed in the Statements of Assets and Liabilities, which comprises part of the financial information included in this report.

General Information

On June 10, 2010, the Manager announced that the directors of MUI had received a demand letter sent on behalf of certain of MUI Common Shareholders. The demand letter alleged that the Manager and MUI's officers and Board of Directors (the "Board") breached their fiduciary duties owed to MUI and its Common Shareholders by redeeming at par certain of MUI's Preferred Shares, and demanded that the Board take action to remedy those alleged breaches. In response to the demand letter, the Board established a Demand Review Committee (the "Committee") of the independent Directors to investigate the claims made in the demand letter with the assistance of independent counsel. Based upon its investigation, the Committee recommended that the Board reject the demand specified in the letter. After reviewing the findings of the Committee, the Board unanimously adopted the Committee's recommendation and unanimously voted to reject the demand.

Electronic Delivery

Electronic copies of most financial reports are available on the Funds' web-sites or shareholders can sign up for e-mail notifications of quarterly statements, annual and semi-annual reports by enrolling in the Funds' electronic delivery program.

Shareholders Who Hold Accounts with Investment Advisors, Banks or Brokerages:

Please contact your financial advisor to enroll. Please note that not all investment advisors, banks or brokerages may offer this service.

Householding

The Funds will mail only one copy of shareholder documents, including annual and semi-annual reports and proxy statements, to shareholders with multiple accounts at the same address. This practice is commonly called "householding" and is intended to reduce expenses and eliminate duplicate mailings of shareholder documents. Mailings of your shareholder documents may be householded indefinitely unless you instruct us otherwise. If you do not want the mailing of these documents to be combined with those for other members of your household, please call (800) 441-7762.

Availability of Quarterly Portfolio Schedule of Investments

The Funds file their complete schedule of portfolio holdings with the Securities and Exchange Commission ("SEC") for the first and third quarters of each fiscal year on Form N-Q. The Funds' Forms N-Q are available on the SEC's website at <http://www.sec.gov> and may also be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling (800) SEC-0330. Each Fund's Forms N-Q may also be obtained upon request and without charge by calling (800) 441-7762.

Availability of Proxy Voting Policies and Procedures

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A description of the policies and procedures that the Funds use to determine how to vote proxies relating to portfolio securities is available (1) without charge, upon request, by calling (800) 441-7762; (2) at <http://www.blackrock.com>; and (3) on the SEC's website at <http://www.sec.gov>.

Availability of Proxy Voting Record

Information about how the Funds voted proxies relating to securities held in the Funds' portfolios during the most recent 12-month period ended June 30 is available upon request and without charge (1) at <http://www.blackrock.com> or by calling (800) 441-7762 and (2) on the SEC's website at <http://www.sec.gov>.

Availability of Fund Updates

BlackRock will update performance and certain other data for the Funds on a monthly basis on its website in the Closed-end Funds' section of <http://www.blackrock.com>. Investors and others are advised to periodically check the website for updated performance information and the release of other material information about the Funds.

Additional Information (continued)

BlackRock Privacy Principles

BlackRock is committed to maintaining the privacy of its current and former fund investors and individual clients (collectively, Clients) and to safeguarding their non-public personal information. The following information is provided to help you understand what personal information BlackRock collects, how we protect that information and why in certain cases we share such information with select parties.

If you are located in a jurisdiction where specific laws, rules or regulations require BlackRock to provide you with additional or different privacy-related rights beyond what is set forth below, then BlackRock will comply with those specific laws, rules or regulations.

BlackRock obtains or verifies personal non-public information from and about you from different sources, including the following: (i) information we receive from you or, if applicable, your financial intermediary, on applications, forms or other documents; (ii) information about your transactions with us, our affiliates, or others; (iii) information we receive from a consumer reporting agency; and (iv) from visits to our websites.

BlackRock does not sell or disclose to non-affiliated third parties any non-public personal information about its Clients, except as permitted by law or as is necessary to respond to regulatory requests or to service Client accounts. These non-affiliated third parties are required to protect the confidentiality and security of this information and to use it only for its intended purpose.

We may share information with our affiliates to service your account or to provide you with information about other BlackRock products or services that may be of interest to you. In addition, BlackRock restricts access to non-public personal information about its Clients to those BlackRock employees with a legitimate business need for the information. BlackRock maintains physical, electronic and procedural safeguards that are designed to protect the non-public personal information of its Clients, including procedures relating to the proper storage and disposal of such information.

Additional Information (concluded)

Board Approval

On September 1, 2010, the Board of Directors (the **Boards**) of MEN and MUS (the **Funds**) approved changes to certain investment policies of the Funds.

Historically, under normal market conditions, each Fund has been required to invest at least 80% of its assets in municipal bonds either (i) insured under an insurance policy purchased by the Fund or (ii) insured under an insurance policy obtained by the issuer of the municipal bond or any other party. In September 2008, the Funds adopted an amended investment policy of purchasing only municipal bonds insured by insurance providers with claims-paying abilities rated investment grade at the time of investment (the **Insurance Investment Policy**).

Following the onset of the credit and liquidity crises, the claims-paying ability rating of most of the municipal bond insurance providers has been lowered by the rating agencies. These downgrades have called into question the long-term viability of the municipal bond insurance market, which has the potential to severely limit the ability of BlackRock Advisors, LLC, the Funds' investment advisor (the **Manager**), to manage the Funds under the Insurance Investment Policy.

As a result, on September 1, 2010, the Manager recommended, and the Board approved, the removal of the Insurance Investment Policy. As a result of this investment policy change, the Funds will not be required to dispose of assets currently held within the Funds. The Funds will maintain, and have no current intention to amend, their investment policy of, under normal market conditions, generally investing in municipal obligations rated investment grade at the time of investment.

As each Fund increases the amount of its assets that are invested in municipal obligations that are not insured, each Fund's shareholders will be exposed to the risk of the failure of such securities' issuers to pay interest and repay principal and will not have the benefit of protection provided under municipal bond insurance policies. As a result, shareholders will be more dependent on the analytical ability of the Manager to evaluate the credit quality of issuers of municipal obligations in which each Fund invests. The Board believes that the amended investment policy is in the best interests of each Fund and its shareholders because it believes that the potential benefits from increased flexibility outweigh the potential increase in risk from the lack of insurance policies provided by weakened insurance providers. Of course, the new investment policy cannot assure that each Fund will achieve its investment objective.

As disclosed in each Fund's prospectus, each Fund is required to provide shareholders 60 days notice of a change to the Insurance Investment Policy. Accordingly, a notice describing the changes discussed above was mailed to shareholders of record as of September 1, 2010. The new investment policy took effect on November 9, 2010.

After the amended policy takes effect, the Manager anticipates that it will gradually reposition each Fund's portfolio over time, and that during such period, each Fund may continue to hold a substantial portion of its assets in insured municipal bonds. At this time, it is uncertain how long it may take to reposition each Fund's portfolio once the amended policy takes effect, and the Funds may continue to be subject to risks associated with investing a substantial portion of their assets in insured municipal bonds until the repositioning is complete. No action is required by shareholders of the Funds in connection with this change.

On November 9, 2010, in connection with this change in non-fundamental policy, MUS changed its name from BlackRock MuniHoldings Insured Fund, Inc. to BlackRock MuniHoldings Quality Fund, Inc. The Fund will continue to trade on the New York Stock Exchange under its current ticker symbol.

The approved changes will not alter any Fund's investment objective.

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This report is transmitted to shareholders only. It is not a prospectus. Past performance results shown in this report should not be considered a representation of future performance. Certain of the Funds have leveraged their Common Shares, which creates risks for Common Shareholders, including the likelihood of greater volatility of net asset value and market price of the Common Shares, and the risk that fluctuations in the short-term dividend rates of the Preferred Shares, currently set at the maximum reset rate as a result of failed auctions, may affect the yield to Common Shareholders. Statements and other information herein are as dated and are subject to change.

#CEMUN18-10/10

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- Item 2 – Code of Ethics – Not Applicable to this semi-annual report
- Item 3 – Audit Committee Financial Expert – Not Applicable to this semi-annual report
- Item 4 – Principal Accountant Fees and Services – Not Applicable to this semi-annual report
- Item 5 – Audit Committee of Listed Registrants – Not Applicable to this semi-annual report
- Item 6 – Investments
(a) The registrant’s Schedule of Investments is included as part of the Report to Stockholders filed under Item 1 of this form.
(b) Not Applicable due to no such divestments during the semi-annual period covered since the previous Form N-CSR filing.
- Item 7 – Disclosure of Proxy Voting Policies and Procedures for Closed-End Management Investment Companies – Not Applicable to this semi-annual report
- Item 8 – Portfolio Managers of Closed-End Management Investment Companies – Not Applicable to this semi-annual report
- Item 9 – Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers – Not Applicable
- Item 10 – Submission of Matters to a Vote of Security Holders – On September 17, 2010, the Board of Directors of the Fund amended and restated in its entirety the bylaws of the Fund (the "Amended and Restated Bylaws"). The Amended and Restated Bylaws were deemed effective as of September 17, 2010 and set forth, among other things, the processes and procedures that shareholders of the Fund must follow, and specifies additional information that shareholders of the Fund must provide, when proposing director nominations at any annual meeting or special meeting in lieu of an annual meeting or other business to be considered at an annual meeting or special meeting.
- Item 11 – Controls and Procedures
- 11(a) – The registrant’s principal executive and principal financial officers or persons performing similar functions have concluded that the registrant’s disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the “1940 Act”)) are effective as of a date within 90 days of the filing of this report based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act and Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended.
- 11(b) – There were no changes in the registrant’s internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the registrant’s internal control over financial reporting.
- Item 12 – Exhibits attached hereto
- 12(a)(1) – Code of Ethics – Not Applicable to this semi-annual report
- 12(a)(2) – Certifications – Attached hereto
- 12(a)(3) – Not Applicable
- 12(b) – Certifications – Attached hereto
-

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Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BlackRock MuniHoldings Fund II, Inc.

By: /s/ Anne F. Ackerley
Anne F. Ackerley
Chief Executive Officer (principal executive officer) of
BlackRock MuniHoldings Fund II, Inc.

Date: December 22, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Anne F. Ackerley
Anne F. Ackerley
Chief Executive Officer (principal executive officer) of
BlackRock MuniHoldings Fund II, Inc.

Date: December 22, 2010

By: /s/ Neal J. Andrews
Neal J. Andrews
Chief Financial Officer (principal financial officer) of
BlackRock MuniHoldings Fund II, Inc.

Date: December 22, 2010
