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MUNIHOLDINGS FUND II INC /NJ/

Form NSAR-A

March 28, 2006

PAGE 1  
000 A000000 01/31/2006  
000 C000000 0001038190  
000 D000000 N  
000 E000000 NF  
000 F000000 Y  
000 G000000 N  
000 H000000 N  
000 I000000 6.1  
000 J000000 A  
001 A000000 MUNIHOLDINGS FUND II, INC.  
001 B000000 811-8215  
001 C000000 6092822800  
002 A000000 P.O. BOX 9011  
002 B000000 PRINCETON  
002 C000000 NJ  
002 D010000 08543  
002 D020000 9011  
003 000000 N  
004 000000 N  
005 000000 N  
006 000000 N  
007 A000000 N  
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007 C010200 2  
007 C010300 3  
007 C010400 4  
007 C010500 5  
007 C010600 6  
007 C010700 7  
007 C010800 8  
007 C010900 9  
007 C011000 10  
008 A000001 FUND ASSET MANAGEMENT, L.P.  
008 B000001 A  
008 C000001 801-12485  
008 D010001 PLAINSBORO  
008 D020001 NJ  
008 D030001 08536  
011 A000001 MERRILL LYNCH, PIERCE, FENNER & SMITH INC.  
011 B000001 8-7221  
011 C010001 NEW YORK  
011 C020001 NY  
011 C030001 10281  
011 C040001 1201  
012 A000001 THE BANK OF NEW YORK (COMMON)  
012 B000001 85-05006  
012 C010001 NEW YORK  
012 C020001 NY  
012 C030001 10286  
012 A000002 THE BANK OF NEW YORK (PREFERRED)  
PAGE 2  
012 B000002 85-05006  
012 C010002 NEW YORK  
012 C020002 NY  
012 C030002 10286  
013 A000001 ERNST & YOUNG LLP  
013 B010001 PHILADELPHIA

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013 B020001 PA  
013 B030001 19103  
013 B040001 7096  
014 A000001 MLPF&S AND OTHER ML BROKER/DEALER AFFILIATES  
014 B000001 8-7221  
015 A000001 THE BANK OF NEW YORK  
015 B000001 C  
015 C010001 NEW YORK  
015 C020001 NY  
015 C030001 10286  
015 E010001 X  
015 A000002 BANKERS TRUST COMPANY  
015 B000002 S  
015 C010002 NEW YORK  
015 C020002 NY  
015 C030002 10006  
015 E010002 X  
015 A000003 J.P. MORGAN CHASE BANK  
015 B000003 S  
015 C010003 NEW YORK  
015 C020003 NY  
015 C030003 10017  
015 E010003 X  
015 A000004 CUSTODIAL TRUST CO.  
015 B000004 S  
015 C010004 NEW YORK  
015 C020004 NY  
015 C030004 10167  
015 E010004 X  
015 A000005 MORGAN GUARANTY TRUST CO. OF NEW YORK  
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015 C010005 NEW YORK  
015 C020005 NY  
015 C030005 10260  
015 E010005 X  
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020 C000007 0  
020 C000008 0  
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022 A000001 J.P. MORGAN SECURITIES INC.  
022 B000001 13-3224016  
022 C000001 26200  
022 D000001 22547  
022 A000002 MORGAN STANLEY  
022 B000002 13-2655998  
022 C000002 19587  
022 D000002 19623  
022 A000003 GOLDMAN SACHS & CO.  
022 B000003 13-5108880  
022 C000003 17280

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022 D000003 14734  
022 A000004 UBS FINANCIAL SERVICES, INC.  
022 B000004 13-2638166  
022 C000004 8265  
022 D000004 6257  
022 A000005 PIPER JAFFRAY & CO.  
022 B000005 41-0953246  
022 C000005 6843  
022 D000005 6285  
022 A000006 MURIEL SIEBERT & CO., INC.  
022 C000006 7355  
022 D000006 2133  
022 A000007 SUN TRUST CAPITAL MARKETS, INC.  
022 B000007 62-0871146  
022 C000007 4500  
022 D000007 4500  
022 A000008 RBC DAIN RAUSCHER INC.  
022 B000008 41-0212020  
022 C000008 5472  
022 D000008 3325  
022 A000009 BEAR STEARNS & CO., INC.  
022 B000009 13-3299429  
022 C000009 3527  
022 D000009 4763  
022 A000010 MORGAN KEEGAN & COMPANY, INC.  
022 B000010 64-0474907  
022 C000010 3950  
022 D000010 3950  
023 C000000 117095  
023 D000000 101790  
024 000000 N  
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026 E000000 N  
026 F000000 N  
026 G010000 N  
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026 H000000 N  
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046 000000 N  
047 000000 Y  
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072	O000000		0
072	P000000		0
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072	S000000		7
072	T000000		0
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072 V000000 0  
 072 W000000 151  
 072 X000000 989  
 072 Y000000 0  
 072 Z000000 5827

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072AA000000 863  
 072BB000000 273  
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 072CC020000 1947  
 072DD010000 5433  
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 073 A010000 0.4870  
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 074 A000000 14  
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 074 V020000 0.00  
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 075 B000000 252710  
 076 000000 14.80

077 A000000 Y  
 077 O000000 Y  
 078 000000 N

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 086 A020000 323  
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086 C010000 0  
 086 C020000 0  
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 086 D020000 0

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086	E010000	0
086	E020000	0
086	F010000	0
086	F020000	0
087	A010000	COMMON STOCK
087	A020000	625935101
087	A030000	MUH
087	B010000	PREFERRED STOCK
088	A000000	N
088	B000000	N
088	C000000	N
088	D000000	Y
SIGNATURE	DONALD C. BURKE	
TITLE	TREASURER	