

BLACKROCK MUNIENHANCED FUND, INC.

Form N-CSRS

January 02, 2014

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-CSR

**CERTIFIED SHAREHOLDER REPORT OF REGISTERED MANAGEMENT INVESTMENT
COMPANIES**

Investment Company Act file number: 811-05739

Name of Fund: BlackRock MuniEnhanced Fund, Inc. (MEN)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: John M. Perlowski, Chief Executive Officer, BlackRock MuniEnhanced Fund, 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: 04/30/2014

Date of reporting period: 10/31/2013

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Item 1 Report to Stockholders

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OCTOBER 31, 2013

SEMI-ANNUAL REPORT (UNAUDITED)

BlackRock MuniAssets Fund, Inc. (MUA)

BlackRock MuniEnhanced Fund, Inc. (MEN)

BlackRock MuniHoldings Fund, Inc. (MHD)

BlackRock MuniHoldings Fund II, Inc. (MUH)

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Not FDIC Insured May Lose Value No Bank Guarantee

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Dear Shareholder

Financial markets were volatile as 2012 drew to a close, with investors growing increasingly concerned over the possible implementation of pre-mandated tax increases and spending cuts known as the fiscal cliff. However, a last-minute tax deal averted the potential crisis and allowed markets to get off to a strong start in 2013. Money that had been pulled to the sidelines amid year-end tax-rate uncertainty poured back into the markets in January. Key indicators signaling modest but broad-based improvements in the world's major economies, coupled with the absence of negative headlines from Europe, fostered an aura of comfort for investors. Global equities surged, while rising US Treasury yields pressured high quality fixed income assets. (Bond prices fall when yields rise.)

Global economic momentum slowed in February, however, and the pace of the rally moderated. In the months that followed, US stocks outperformed international stocks, as America showed greater stability compared to most other regions. Slow, but positive, growth was sufficient to support corporate earnings, while uncomfortably high unemployment reinforced expectations that the Federal Reserve would keep its asset purchase program intact and interest rates low. International markets experienced higher levels of volatility given a resurgence of political instability in Italy, a severe banking crisis in Cyprus and a generally poor outlook for European economies, many of which were mired in recession. Emerging markets significantly lagged the rest of the world as growth in these economies, particularly in China and Brazil, fell short of expectations.

In May, the Fed Chairman commented on the possibility of beginning to gradually reduce or taper the central bank's asset purchase program before the end of 2013. Investors around the world retreated from higher risk assets in response. Markets rebounded in late June when the tone of the US central bank turned more dovish, and improving economic indicators and better corporate earnings helped extend gains through July.

Markets slumped again in August as investors became wary of looming macro risks. Mixed economic data stirred worries about global growth and uncertainty about when and how much the Fed would scale back on stimulus. Also weighing on investors' minds was the escalation of the revolution in Egypt and the civil war in Syria, both of which fueled higher oil prices, an additional headwind for global economic growth.

September was surprisingly positive for investors, thanks to the easing of several key risks. Most important, the Fed defied market expectations with its decision to delay tapering. Additionally, the more hawkish candidate to become the next Fed Chairman, Larry Summers, withdrew from the race. On the geopolitical front, turmoil in Egypt and Syria subsided. In Europe, the re-election of Angela Merkel as Chancellor of Germany was welcomed as a continuation of the status quo. High levels of volatility returned in late September when the Treasury Department warned that the US national debt would breach its statutory maximum soon after Oct. 17. Political brinkmanship led to a partial government shutdown, roiling global financial markets through the first half of October, but the rally quickly resumed with a last-minute compromise to reopen the government and extend the debt ceiling until early 2014.

Though periods of heightened uncertainty drove high levels of market volatility over the past year, riskier asset classes generally outperformed lower-risk investments. Developed market equities generated the highest returns for the 6- and 12-month periods ended Oct. 31, with particular strength coming from US small-cap stocks. Emerging markets posted smaller, albeit positive returns after struggling with slowing growth and weakening currencies in the first half of 2013. Rising interest rates resulted in poor performance for US Treasury bonds and other higher-quality sectors such as tax-exempt municipals and investment grade corporate bonds. High yield bonds, on the other hand, moved higher as income-oriented investors sought meaningful returns in the low-rate environment. Short-term interest rates remained near zero, keeping yields on money market securities near historical lows.

At BlackRock, we believe investors need to think globally and extend their scope across a broader array of asset classes and be prepared to move freely as market conditions change over time. We encourage you to talk with your financial advisor and visit www.blackrock.com for further insight about investing in today's world.

Sincerely,

Rob Kapito

President, BlackRock Advisors, LLC

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Though periods of heightened uncertainty drove high levels of market volatility over the past year, riskier asset classes generally outperformed lower-risk investments.

Rob Kapito

President, BlackRock Advisors, LLC

Total Returns as of October 31, 2013

	6-month	12-month
US large cap equities (S&P 500® Index)	11.14%	27.18%
US small cap equities (Russell 2000® Index)	16.90	36.28
International equities (MSCI Europe, Australasia, Far East Index)	8.53	26.88
Emerging market equities (MSCI Emerging Markets Index)	1.18	6.53
3-month Treasury bill (BofA Merrill Lynch 3-Month US Treasury Bill Index)	0.03	0.09
US Treasury securities (BofA Merrill Lynch 10-Year US Treasury Index)	(6.07)	(4.64)
US investment grade bonds (Barclays US Aggregate Bond Index)	(1.97)	(1.08)
Tax-exempt municipal bonds (S&P Municipal Bond Index)	(3.63)	(1.69)
US high yield bonds (Barclays US Corporate High Yield 2% Issuer Capped Index)	1.50	8.86

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

THIS PAGE NOT PART OF YOUR FUND REPORT

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Table of Contents**Municipal Market Overview**

For the Reporting Period Ended October 31, 2013

Municipal Market Conditions

Toward the end of 2012, municipal bond supply was met with robust demand as investors were starved for yield in the low-rate, low-return environment and uncertainty around the Presidential election and fiscal policy decisions highlighted the appeal of the relatively stable asset class. Investors poured into municipal bond mutual funds, favoring long-duration and high-yield funds as they tend to provide higher levels of income.

However, market conditions turned less favorable in May when the US Federal Reserve alluded to the possible scaling back of its bond-buying stimulus program. Municipal bond funds saw strong outflows in the last six months of the period, resulting in net outflows of approximately \$38 billion for the 12-month period as a whole (based on data from the Investment Company Institute). Further signals from the Fed suggesting a retrenchment

of asset purchases led to rising interest rates and waning demand in June. (Bond prices fall as rates rise.) High levels

of interest rate volatility resulted in a sharp curtailment of tax-exempt issuance in May through period end. However, from a historical perspective, total new issuance for the 12 months ended October 31, 2013 remained relatively strong at \$345 billion (down modestly from the \$378 billion issued in the prior 12-month period). A significant portion of new supply during this period (roughly 50%) was attributable to refinancing activity as issuers took advantage of lower interest rates to reduce their borrowing costs. Total new supply was also supported by recent activity in the taxable market, where taxable-municipal issuance was up 19% year-over-year.

S&P Municipal Bond Index	
Total Returns as of October 31, 2013	
6 months:	(3.63)%
12 months:	(1.69)%

A Closer Look at Yields

From October 31, 2012 to October 31, 2013, muni yields increased by 122 basis points (bps) from 2.82% to 4.04% on AAA-rated 30-year municipal bonds, while increasing 72 bps from 1.72% to 2.44% on 10-year bonds and rising another 39 bps from 0.67% to 1.06% on 5-year issues (as measured by Thomson Municipal Market Data). Overall, the municipal yield curve remained relatively steep over the 12-month period as the spread between 2- and 30-year maturities widened by 118 bps and the spread between 2- and 10-year maturities widened by 68 bps.

During the same time period, US Treasury rates rose by 78 bps on 30-year and 87 bps on 10-year bonds, while moving up 61 bps in 5-years. Accordingly, tax-exempt municipal bonds underperformed Treasuries on the long end of the yield curve as investors sought to reduce risk later in the period. On the short end of the curve, moderate outperformance versus Treasuries was driven largely by a supply/demand imbalance within the municipal market and a rotation from long-duration assets into short- and intermediate-duration investments. As higher US tax rates began to appear imminent late in 2012, municipal bonds benefited from the increased appeal of tax-exempt investing. The municipal asset class is known for its lower relative volatility and preservation of principal with an emphasis on income as tax rates rise. The municipal market continues to be an attractive avenue for investors seeking yield in today's environment, particularly as the recent correction has restored value in the market and placed yields at levels not obtainable since early 2011. However, opportunities are not as broad-based as in 2011 and 2012, warranting a more tactical approach going forward.

Financial Conditions of Municipal Issuers Continue to Improve

Following an extended period of nation-wide austerity and de-leveraging as states sought to balance their budgets, 14 consecutive quarters of positive revenue growth coupled with the elimination of more than 750,000 jobs in recent years have put state and local governments in a better financial position. Many local municipalities, however, continue to face increased health care and pension costs passed down from the state level. BlackRock maintains the view that municipal bond defaults will be minimal and remain in the periphery, and that the overall market is fundamentally sound. We continue to recognize that careful credit research, appropriate structure and security selection remain imperative amid uncertainty in this fragile economic environment.

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The Benefits and Risks of Leveraging

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

To obtain leverage, the Funds, except MUA, issue Variable Rate Demand Preferred Shares (VRDP Shares) or Variable Rate Muni Term Preferred Shares (VMTP Shares) (collectively, Preferred Shares). Preferred Shares pay dividends at prevailing short-term interest rates, and the Funds invest the proceeds in long-term municipal bonds. In general, the concept of leveraging is based on the premise that the financing cost of assets to be obtained from leverage, which will be based on short-term interest rates, will normally 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 shareholders will benefit from the incremental net income.

The interest earned on securities purchased with the proceeds from leverage is paid to shareholders in the form of dividends, and the value of these portfolio holdings is reflected in the per share NAV. However, in order to benefit shareholders, the yield curve must be positively sloped; that is, short-term interest rates must be lower than long-term interest rates. If the yield curve becomes negatively sloped, meaning short-term interest rates exceed long-term interest rates, income to shareholders will be lower than if the Funds had not used leverage.

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 Preferred Shares issuance earn income based on long-term interest rates. In this case, the dividends paid to holders of Preferred Shares (Preferred Shareholders) are significantly lower than the income earned on the Fund's long-term investments, and therefore the holders of Common Shares (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 will be reduced or eliminated completely. Furthermore, if prevailing short-term interest rates rise above long-term interest rates, the yield curve has a negative slope. In this case, the Fund pays higher short-term interest rates whereas the Fund's total portfolio earns income based on lower long-term interest rates.

Furthermore, the value of the Funds' 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 and/or debt securities does not fluctuate in relation to interest rates. As a result, changes in interest rates can influence the Funds' NAVs 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 trusts (TOBs), as described in Note 3 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' NAVs, market prices and dividend rates than comparable portfolios 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 rating agencies that rate the 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, as amended (the 1940 Act), the Funds are permitted to issue senior securities in the form of equity securities (e.g., Preferred Shares) up to 50% of their total managed assets (each Fund's total assets less its total accrued liabilities). In addition,

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each Fund voluntarily limits its economic leverage to 50% of its total managed assets, while each Fund with VRDP Shares or VMTP Shares outstanding limits its economic leverage to 45% of its total managed assets. As of October 31, 2013, the Funds had economic leverage from Preferred Shares and/or TOBs as a percentage of their total managed assets as follows:

	Percent of Economic Leverage
MUA	13%
MEN	40%
MHD	39%
MUH	38%
MUS	40%
MUI	39%
MVT	41%

Derivative Financial Instruments

The Funds may invest in various derivative financial instruments, including financial futures contracts, as specified in Note 4 of the Notes to Financial Statements, which may constitute forms of economic leverage. Such derivative financial instruments are used to obtain exposure to a market without owning or taking physical custody of securities or to hedge market, interest rate and/or other risks. Derivative financial instruments involve risks, including the imperfect correlation between the value of a derivative financial instrument and the underlying asset, possible default of the counterparty to the transaction or illiquidity of the derivative financial instrument. The Funds' ability to use a derivative financial instrument successfully depends on the investment advisor's ability to predict pertinent market movements accurately, which cannot be assured. The use of derivative financial instruments may result in losses greater than if they had not been used, may require a Fund 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 a Fund to hold an investment that it might otherwise sell. The Funds' investments in these instruments are discussed in detail in the Notes to Financial Statements.

Table of Contents**Fund Summary** as of October 31, 2013**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 to the issuer, 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-month period ended October 31, 2013, the Fund returned (10.75)% based on market price and (6.99)% based on NAV. For the same period, the closed-end Lipper High Yield Municipal Debt Funds category posted an average return of (12.55)% based on market price and (7.12)% based on NAV. All returns reflect reinvestment of dividends. The Fund's discount 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.

As rising interest rates caused municipal bond prices to fall, leverage on the Fund's assets amplified the negative performance of the Fund during the period. Holdings of bonds rated low-quality investment grade and non-investment grade posted significant losses. The Fund's modest exposure to Puerto Rico, including Puerto Rico Sales Tax Revenue Bonds, also detracted from results as credit spreads on most of Puerto Rico's debt widened materially during the period due to investors' lack of confidence and a weak local economy. Modest exposure to tobacco bonds was another notable source of negative performance.

The Fund held unrated and pre-refunded bonds, which experienced less price depreciation than most other sectors of the municipal market. Maintaining a low portfolio duration (sensitivity to interest rate movements) throughout the period also helped to mute the negative impact of heightened interest rate volatility.

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)	MUA
Initial Offering Date	June 25, 1993
Yield on Closing Market Price as of October 31, 2013 (\$12.08) ¹	6.21%
Tax Equivalent Yield ²	10.97%
Current Monthly Distribution per Common Share ³	\$0.0625
Current Annualized Distribution per Common Share ³	\$0.7500
Economic Leverage as of October 31, 2013 ⁴	13%

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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

³ The distribution rate 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 5.

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BlackRock MuniAssets Fund, Inc.

Market Price and Net Asset Value Per Share Summary

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 12.08	\$ 13.96	(13.47)%	\$ 14.00	\$ 11.24
Net Asset Value	\$ 12.95	\$ 14.36	(9.82)%	\$ 14.39	\$ 12.53

Market Price and Net Asset Value History For the Past Five Years**Overview of the Fund's Long-Term Investments**

Sector Allocation	10/31/13	4/30/13
Health	24%	25%
Transportation	19	21
County/City/Special District/School District	16	15
Corporate	13	14
Utilities	12	12
Education	7	5
Tobacco	5	4
State	3	4
Housing	1	
Credit Quality Allocation ¹	10/31/13	4/30/13
AAA/Aaa	4%	1%
AA/Aa	16	20
A	7	11
BBB/Baa	25	28
BB/Ba	7	4
B	7	7
CCC/Caa	1	1
Not Rated ²	33	28

¹ Using the higher of Standard & Poor's (S&P's) or Moody's Investors Service (Moody's) ratings.

² The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2013 and April 30, 2013, the market value of these securities was \$31,231,049, representing 6%, and \$22,305,427, representing 4%, respectively, of the Fund's long-term investments.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	10%
2014	7
2015	4
2016	1
2017	4

³ Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

Table of Contents**Fund Summary** as of October 31, 2013**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-month period ended October 31, 2013, the Fund returned (14.53)% based on market price and (7.93)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (13.60)% based on market price and (9.18)% 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.

As tax-exempt municipal rates increased over the six-month period, the Fund s duration exposure (sensitivity to interest rate movements) had a negative impact on performance. (Bond prices fall when rates rise.) Exposure to the long-end of the yield curve was detrimental as rates increased more in the long-end than in the short-end of the curve. The Fund s exposure to Puerto Rico Sales Tax Revenue Bonds also detracted from results as credit spreads on most of Puerto Rico s debt widened materially during the period due to investors lack of confidence and a weak local economy. Leverage on the Fund s assets amplified the negative effect of rising rates on the Fund s performance.

Short positions in US Treasury futures contracts, as a hedge against rising interest rates, had a positive impact on the Fund s performance 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	MEN
Initial Offering Date	March 2, 1989
Yield on Closing Market Price as of October 31, 2013 (\$10.46) ¹	6.94%
Tax Equivalent Yield ²	12.26%
Current Monthly Distribution per Common Share ³	\$0.0605
Current Annualized Distribution per Common Share ³	\$0.7260
Economic Leverage as of October 31, 2013 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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

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

⁴ Represents VRDP Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to VRDP 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 5.

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BlackRock MuniEnhanced Fund, Inc.

Market Price and Net Asset Value Per Share Summary

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 10.46	\$ 12.65	(17.31)%	\$ 13.25	\$ 10.01
Net Asset Value	\$ 11.25	\$ 12.63	(10.93)%	\$ 12.67	\$ 10.68

Market Price and Net Asset Value History For the Past Five Years**Overview of the Fund's Long-Term Investments**

Sector Allocation	10/31/13	4/30/13
Transportation	24%	24%
County/City/Special District/School District	23	22
State	20	20
Utilities	14	14
Health	8	9
Education	7	7
Housing	2	2
Corporate	2	2
Credit Quality Allocation ¹	10/31/13	4/30/13
AAA/Aaa	9%	14%
AA/Aa	55	57
A	28	25
BBB/Baa	3	3
B	1	1
Not Rated ²	4	

¹ Using the higher of S&P's or Moody's ratings.

² The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2013, the market value of these securities was \$16,899,176, representing 3% of the Fund's long-term investments.

Call/Maturity Schedule²

Calendar Year Ended December 31,

2013	1%
2014	8
2015	6
2016	3
2017	9

² Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

Table of Contents**Fund Summary** as of October 31, 2013**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-month period ended October 31, 2013, the Fund returned (13.08)% based on market price and (10.06)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (13.60)% based on market price and (9.18)% 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.

As tax-exempt municipal rates increased over the six-month period, the Fund s duration exposure (sensitivity to interest rate movements) had a negative impact on performance. (Bond prices fall when rates rise.) Exposure to bonds with long maturities was detrimental as rates increased more in the long-end than in the short-end of the curve. Leverage on the Fund s assets amplified the negative effect of rising rates on the Fund s performance. Holdings of bonds rated low-quality investment grade and non-investment grade posted significant losses. The Fund s modest exposure to Puerto Rico Sales Tax Revenue Bonds also detracted from results as credit spreads on most of Puerto Rico s debt widened materially during the period due to investors lack of confidence and a weak local economy. Modest exposure to tobacco bonds was another notable source of negative performance.

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, 2013 (\$15.27) ¹	7.19%
Tax Equivalent Yield ²	12.70%
Current Monthly Distribution per Common Share ³	\$0.0915
Current Annualized Distribution per Common Share ³	\$1.0980
Economic Leverage as of October 31, 2013 ⁴	39%

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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

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- ³ The monthly distribution per common share, declared on December 2, 2013, was decreased to \$0.0885 per share. 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 and is subject to change in the future.
- ⁴ Represents VMTP Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to VMTP 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 5.

Table of Contents**BlackRock MuniHoldings Fund, Inc.****Market Price and Net Asset Value Per Share Summary**

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 15.27	\$ 18.20	(16.10)%	\$ 18.21	\$ 14.26
Net Asset Value	\$ 15.73	\$ 18.12	(13.19)%	\$ 18.17	\$ 14.84

Market Price and Net Asset Value History For the Past Five Years**Overview of the Fund's Long-Term Investments**

Sector Allocation	10/31/13	4/30/13
Transportation	23%	22%
Health	21	21
County/City/Special District/School District	13	13
State	12	13
Utilities.	12	12
Education	9	9
Corporate.	7	7
Tobacco.	2	1
Housing	1	2
Credit Quality Allocation¹	10/31/13	4/30/13
AAA/Aaa	8%	9%
AA/Aa	42	42
A	28	29
BBB/Baa	9	9
BB/Ba	3	1
B	3	3
CCC/Caa	1	
Not Rated ²	6	7

¹ Using the higher of S&P's or Moody's ratings.

² The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2013 and April 30, 2013, the market value of these securities was \$4,040,441, representing 1%, and \$7,320,539, representing 2%, respectively, of the Fund's long-term investments.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	3%
2014	5
2015	3
2016	3
2017	5

³ Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

Table of Contents**Fund Summary** as of October 31, 2013**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-month period ended October 31, 2013, the Fund returned (13.43)% based on market price and (9.76)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (13.60)% based on market price and (9.18)% based on NAV. All returns reflect reinvestment of dividends. The Fund s discount 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.

As tax-exempt municipal rates increased over the six-month period, the Fund s duration exposure (sensitivity to interest rate movements) had a negative impact on performance. (Bond prices fall when rates rise.) Exposure to bonds with long maturities was detrimental as rates increased more in the long-end than in the short-end of the curve. Leverage on the Fund s assets amplified the negative effect of rising rates on the Fund s performance. Holdings of bonds rated low-quality investment grade and non-investment grade posted significant losses. The Fund s modest exposure to Puerto Rico Sales Tax Revenue Bonds also detracted from results as credit spreads on most of Puerto Rico s debt widened materially during the period due to investors lack of confidence and a weak local economy. Modest exposure to tobacco bonds was another notable source of negative performance.

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, 2013 (\$14.00) ¹	7.11%
Tax Equivalent Yield ²	12.56%
Current Monthly Distribution per Common Share ³	\$0.083
Current Annualized Distribution per Common Share ³	\$0.996
Economic Leverage as of October 31, 2013 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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

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

⁴ Represents VMTP Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to VMTP 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 5.

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BlackRock MuniHoldings Fund II, Inc.

Market Price and Net Asset Value Per Share Summary

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 14.00	\$ 16.75	(16.42)%	\$ 16.87	\$ 13.08
Net Asset Value	\$ 14.75	\$ 16.93	(12.88)%	\$ 16.98	\$ 13.93

Market Price and Net Asset Value History For the Past Five Years**Overview of the Fund's Long-Term Investments**

Sector Allocation	10/31/13	4/30/13
Health	21%	20%
Transportation	20	21
County/City/Special District/School District	17	17
State	14	15
Utilities	10	10
Education	9	8
Corporate	6	7
Tobacco	2	1
Housing	1	1
Credit Quality Allocation ¹	10/31/13	4/30/13
AAA/Aaa	8%	9%
AA/Aa	48	48
A	25	26
BBB/Baa	8	8
BB/Ba	2	
B	2	2
CCC/Caa	1	1
Not Rated ²	6	6

¹ Using the higher of S&P's or Moody's ratings.

² The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2013 and April 30, 2013, the market value of these securities was \$6,279,308, and \$7,446,854, each representing 2%, respectively, of the Fund's long-term investments.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	3%
2014	5
2015	2
2016	4
2017	6

³ Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

Table of Contents**Fund Summary** as of October 31, 2013**BlackRock MuniHoldings Quality Fund, Inc.****Fund Overview**

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). Under normal market conditions, the Fund invests at least 80% of its assets in investment grade municipal obligations with remaining maturities of one year or more 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-month period ended October 31, 2013, the Fund returned (15.66)% based on market price and (9.91)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (13.60)% based on market price and (9.18)% based on NAV. All returns reflect reinvestment of dividends. The Fund s discount 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 longer duration holdings (those with greater sensitivity to interest rate movements) had a negative impact on performance as the municipal yield curve began to steepen in 2013 (i.e., rates on longer-dated bonds rose more than rates on shorter-dated securities). This especially impacted the Fund s holdings in the water and sewer, utilities, transportation and education sectors. The Fund s exposure to Puerto Rico Sales Tax Revenue Bonds also detracted from results as credit spreads on most of Puerto Rico s debt widened materially during the period due to investors lack of confidence and a weak local economy. Leverage on the Fund s assets amplified the negative effect of rising rates on the Fund s performance for the period.

The Fund benefited from its use of derivatives to hedge against interest rate risk. Specifically, short positions in US Treasury futures contracts enhanced results as interest rates increased during the period. Additionally, the Fund s holdings in pre-refunded bonds with terms of up to five years added to returns as investors seeking protection amid interest rate volatility moved down the yield 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	MUS
Initial Offering Date	May 1, 1998
Yield on Closing Market Price as of October 31, 2013 (\$12.17) ¹	6.66%
Tax Equivalent Yield ²	11.77%
Current Monthly Distribution per Common Share ³	\$0.0675
Current Annualized Distribution per Common Share ³	\$0.8100
Economic Leverage as of October 31, 2013 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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

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

⁴ Represents VMTP Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to VMTP 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 5.

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Table of Contents**BlackRock MuniHoldings Quality Fund, Inc.****Market Price and Net Asset Value Per Share Summary**

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 12.17	\$ 14.92	(18.43)%	\$ 15.08	\$ 11.33
Net Asset Value	\$ 13.34	\$ 15.31	(12.87)%	\$ 15.37	\$ 12.67

Market Price and Net Asset Value History For the Past Five Years**Overview of the Fund's Long-Term Investments**

Sector Allocation	10/31/13	4/30/13
Transportation	32%	26%
County/City/Special District/School District	24	27
Utilities	20	17
State	8	13
Health	8	9
Education	5	6
Tobacco	2	1
Housing	1	1
Credit Quality Allocation¹	10/31/13	4/30/13
AAA/Aaa	5%	11%
AA/Aa	59	55
A	36	32
BBB/Baa		2

¹ Using the higher of S&P's or Moody's ratings.

Call/Maturity Schedule²

Calendar Year Ended December 31,

2013	
2014	3%
2015	5
2016	3
2017	

² Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

Table of Contents**Fund Summary** as of October 31, 2013**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-month period ended October 31, 2013, the Fund returned (11.06)% based on market price and (6.18)% based on NAV. For the same period, the closed-end Lipper Intermediate Municipal Debt Funds category posted an average return of (8.41)% based on market price and (5.21)% based on NAV. All returns reflect reinvestment of dividends. The Fund's discount 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.

As tax-exempt municipal rates increased over the six-month period, the Fund's duration exposure (sensitivity to interest rate movements) had a negative impact on performance. (Bond prices fall when rates rise.) Concentrated exposure on the long-end of the yield curve within the Fund's intermediate duration mandate was detrimental as rates increased more in the long-end than in the short-end of the curve. Leverage on the Fund's assets amplified the negative effect of rising rates on the Fund's performance. The Fund's limited exposure to Puerto Rico Sales Tax Revenue Bonds also detracted from results as credit spreads on most of Puerto Rico's debt widened materially during the period due to their deteriorating quality amid a weak local economy. The Fund's fully invested posture contributed to its longer duration and consequently, had a negative impact on returns 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	MUI
Initial Offering Date	August 1, 2003
Yield on Closing Market Price as of October 31, 2013 (\$13.91) ¹	6.17%
Tax Equivalent Yield ²	10.90%
Current Monthly Distribution per Common Share ³	\$0.0715
Current Annualized Distribution per Common Share ³	\$0.8580
Economic Leverage as of October 31, 2013 ⁴	39%

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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

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

⁴ Represents VMTP Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to VMTP 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 5.

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BlackRock Muni Intermediate Duration Fund, Inc.

Market Price and Net Asset Value Per Share Summary

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 13.91	\$ 16.12	(13.71)%	\$ 16.20	\$ 13.36
Net Asset Value	\$ 15.11	\$ 16.60	(8.98)%	\$ 16.64	\$ 14.33

Market Price and Net Asset Value History For the Past Five Years

Overview of the Fund's Long-Term Investments

Sector Allocation	10/31/13	4/30/13
County/City/Special District/School District	21%	26%
Transportation	19	13
State	17	18
Health	13	12
Education	11	10
Corporate	8	8
Utilities	7	8
Housing	2	2
Tobacco	2	3
Credit Quality Allocation¹	10/31/13	4/30/13
AAA/Aaa	5%	4%
AA/Aa	52	53
A	31	29
BBB/Baa	6	6
BB/Ba	1	1
B	2	2
Not Rated ²	3	5

¹ Using the higher of S&P's or Moody's ratings.

² The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2013 and April 30, 2013, the market value of these securities was \$4,611,604, representing less than 1%, and \$8,944,363, representing 1%, respectively, of the Fund's long-term investment.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	3%
2014	4
2015	3
2016	5
2017	5

³ Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

Table of Contents**Fund Summary** as of October 31, 2013**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-month period ended October 31, 2013, the Fund returned (10.31)% based on market price and (9.90)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (13.60)% based on market price and (9.18)% 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.

As tax-exempt municipal rates increased over the six-month period, the Fund's duration exposure (sensitivity to interest rate movements) had a negative impact on performance. (Bond prices fall when rates rise.) Exposure to bonds with long maturities was detrimental as rates increased more in the long-end than in the short-end of the curve. Leverage on the Fund's assets amplified the negative effect of rising rates on the Fund's performance. Holdings of bonds rated low-quality investment grade and non-investment grade posted significant losses. The Fund's modest exposure to Puerto Rico Sales Tax Revenue Bonds also detracted from results as credit spreads on most of Puerto Rico's debt widened materially during the period due to investors' lack of confidence and a weak local economy. Modest exposure to tobacco bonds was another notable source of negative performance.

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	MVT
Initial Offering Date	March 29, 1993
Yield on Closing Market Price as of October 31, 2013 (\$14.96) ¹	7.30%
Tax Equivalent Yield ²	12.90%
Current Monthly Distribution per Common Share ³	\$0.091
Current Annualized Distribution per Common Share ³	\$1.092
Economic Leverage as of October 31, 2013 ⁴	41%

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 marginal federal tax rate of 43.4%, which includes the 3.8% Medicare tax. Actual tax rates will vary based on income, exemptions and deductions. Lower taxes will result in lower tax equivalent yields.

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- ³ The monthly distribution per common share, declared on December 2, 2013, was decreased to \$0.0885 per share. 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 and is subject to change in the future.
- ⁴ Represents VMTP Shares and TOBs as a percentage of total managed assets, which is the total assets of the Fund, including any assets attributable to VMTP 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 5.

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BlackRock MuniVest Fund II, Inc.

Market Price and Net Asset Value Per Share Summary

	10/31/13	4/30/13	Change	High	Low
Market Price	\$ 14.96	\$ 17.31	(13.58)%	\$ 17.34	\$ 13.53
Net Asset Value	\$ 14.49	\$ 16.69	(13.18)%	\$ 16.74	\$ 13.70

Market Price and Net Asset Value History For the Past Five Years**Overview of the Fund's Long-Term Investments**

Sector Allocation	10/31/13	4/30/13
Transportation	21%	22%
Health	20	20
County/City/Special District/School District	16	11
State	13	15
Utilities	12	11
Education	7	7
Corporate	7	10
Housing	2	2
Tobacco	2	2
Credit Quality Allocation ¹	10/31/13	4/30/13
AAA/Aaa	8%	9%
AA/Aa	45	46
A	27	25
BBB/Baa	9	10
BB/Ba	3	1
B	3	2
Not Rated ²	5	7

¹ Using the higher of S&P's or Moody's ratings.

² The investment advisor has deemed certain of these non-rated securities to be of investment grade quality. As of October 31, 2013 and April 30, 2013 the market value of these securities was \$3,949,356 and \$6,940,695, each representing 1%, respectively, of the Fund's long-term investments.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	5%
2014	3
2015	1
2016	3
2017	8

³ Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

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Schedule of Investments October 31, 2013 (Unaudited)

BlackRock MuniAssets Fund, Inc. (MUA)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Alabama 1.4%		
Alabama State Docks Department, Refunding RB, 6.00%, 10/01/40	\$ 2,165	\$ 2,410,468
County of Jefferson Alabama, RB, Limited Obligation School, Series A:		
5.25%, 1/01/17	895	892,252
5.25%, 1/01/19	2,000	1,985,760
5.50%, 1/01/21	1,215	1,209,083
		6,497,563
Alaska 1.2%		
Northern Tobacco Securitization Corp., Refunding RB, Tobacco Settlement, Asset-Backed, Series A:		
4.63%, 6/01/23	1,610	1,512,933
5.00%, 6/01/32	1,500	1,139,490
5.00%, 6/01/46	4,000	2,751,720
		5,404,143
Arizona 1.9%		
Maricopa County IDA, RB, Arizona Charter School Project, Series A, 6.63%, 7/01/20	865	781,156
Phoenix IDA Arizona, ERB, Great Hearts Academies Veritas Project:		
6.30%, 7/01/42	500	475,580
6.40%, 7/01/47	425	404,082
Phoenix IDA Arizona, Refunding RB, America West Airlines, Inc. Project, AMT,		
6.30%, 4/01/23	5,750	5,661,622
Show Low Improvement District, Special Assessment Bonds, District No. 5, 6.38%, 1/01/15	235	236,015
University Medical Center Corp. Arizona, RB:		
6.25%, 7/01/29	820	885,485
6.50%, 7/01/39	500	538,100
		8,982,040
California 5.0%		
California Pollution Control Financing Authority, RB:		
Poseidon Resources (Channel Side) LP Desalination Project, AMT, 5.00%, 7/01/37 (a)	1,065	939,777
San Diego County Water Authority Desalination Project Pipeline, 5.00%, 11/21/45	1,270	1,127,836
California School Finance Authority, RB:		
6.65%, 7/01/33	435	434,522
6.90%, 7/01/43	975	970,115
Alliance for College Ready Public School 2023 Union LLC Project, Series A, 6.40%, 7/01/48	1,570	1,572,967
Municipal Bonds		
California (concluded)		
California Statewide Communities Development Authority, Refunding RB:		
American Baptist Homes of the West, 6.25%, 10/01/39	\$ 2,175	\$ 2,245,252
Eskaton Properties, Inc., 5.25%, 11/15/34	1,595	1,522,667
City of Fontana California, Refunding RB, Special Tax Bonds, Community Facilities District No. 22-Sierra, Series H, 6.00%, 9/01/34	2,320	2,329,860
City of San Jose California, RB, Convention Center Expansion & Renovation Project:		
6.50%, 5/01/36	900	1,023,939
6.50%, 5/01/42	2,220	2,516,592
Riverside County Transportation Commission, RB, Senior Lien, Series A, 5.75%, 6/01/48	2,885	2,862,526
San Marcos County Unified School District, GO, CAB, Election of 2010, Series B (b):		
5.64%, 8/01/40	5,000	1,129,300
5.78%, 8/01/51	12,050	1,402,620
State of California, GO, Refunding, 5.00%, 11/01/43 (c)	3,080	3,155,522
		23,233,495
Colorado 1.8%		

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Central Platte Valley Metropolitan District, GO, Series A, 5.63%, 12/01/38	1,225	1,242,346
Plaza Metropolitan District No. 1 Colorado, Tax Allocation Bonds, Public Improvement Fee, Tax Increment, 8.00%, 6/01/14 (d)	4,850	5,117,720
Plaza Metropolitan District No. 1 Colorado, Refunding, Tax Allocation Bonds, Public Improvement Fee, Tax Increment, 5.00%, 12/01/40	575	529,270
Regional Transportation District, RB, 6.00%, 1/15/34	1,500	1,558,470
		8,447,806
Connecticut 0.3%		
Mohegan Tribe of Indians of Connecticut, Refunding RB, Public Improvement, Priority Distribution, 6.25%, 1/01/31	1,370	1,369,918
Delaware 1.0%		
County of Sussex Delaware, RB, NRG Energy, Inc., Indian River Project, 6.00%, 10/01/40	1,000	1,028,430
Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45	3,625	3,437,225
		4,465,655

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:

AGC	Assured Guaranty Corp.	HRB	Housing Revenue Bonds
AGM	Assured Guaranty Municipal Corp.	HUD	Department of Housing and Urban Development
AMBAC	American Municipal Bond Assurance Corp.	IDA	Industrial Development Authority
AMT	Alternative Minimum Tax (subject to)	IDB	Industrial Development Board
ARB	Airport Revenue Bonds	ISD	Independent School District
BARB	Building Aid Revenue Bonds	LRB	Lease Revenue Bonds
BHAC	Berkshire Hathaway Assurance Corp.	M/F	Multi-Family
CAB	Capital Appreciation Bonds	MRB	Mortgage Revenue Bonds
COP	Certificates of Participation	NPFGC	National Public Finance Guarantee Corp.
EDA	Economic Development Authority	PSF-GTD	Permanent School Fund Guaranteed
EDC	Economic Development Corp.	Q-SBLF	Qualified School Bond Loan Fund
ERB	Education Revenue Bonds	Radian	Radian Financial Guaranty
GARB	General Airport Revenue Bonds	RB	Revenue Bonds
GO	General Obligation Bonds	SBPA	Stand-by Bond Purchase Agreements
HDA	Housing Development Authority	S/F	Single-Family
HFA	Housing Finance Agency	Syncora	Syncora Guarantee
		VRDN	Variable Rate Demand Notes

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)

	Par (000)	Value
Municipal Bonds		
District of Columbia 0.9%		
District of Columbia, RB, Methodist Home District of Columbia, Series A:		
7.38%, 1/01/30	\$ 1,665	\$ 1,633,248
7.50%, 1/01/39	1,615	1,563,401
District of Columbia Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, 6.50%, 5/15/33	1,055	1,092,347
		4,288,996
Florida 10.8%		
Boggy Creek Improvement District, Refunding RB, Special Assessment Bonds, 5.13%, 5/01/43	4,165	3,517,717
County of Hillsborough Florida IDA, RB, National Gypsum Co., AMT:		
Series A, 7.13%, 4/01/30	3,000	3,008,490
Series B, 7.13%, 4/01/30	1,560	1,560,702
Greenway Improvement District, RB, Special Assessment Bonds, 5.13%, 5/01/43	4,165	3,552,120
Harbor Bay Community Development District Florida, Special Assessment Bonds, Series A, 7.00%, 5/01/33	455	456,087
Jacksonville Economic Development Commission, RB, Gerdau Ameristeel US, Inc., AMT, 5.30%, 5/01/37	4,500	4,074,390
Jacksonville Economic Development Commission, Refunding RB, Florida Proton Therapy Institute, Series A, 6.00%, 9/01/17	905	970,504
Lakewood Ranch Stewardship District, Refunding, Special Assessment Bonds, Lakewood Center & New Sector Projects, 8.00%, 5/01/40	1,485	1,704,765
Mid-Bay Bridge Authority, RB, Springing Lien, Series A, 7.25%, 10/01/40	4,550	5,003,134
Midtown Miami Community Development District, Special Assessment Bonds, Series A:		
6.00%, 5/01/24	1,165	1,168,402
6.25%, 5/01/37	4,605	4,605,875
Palm Beach County Health Facilities Authority, RB, Acts Retirement Life Community, 5.50%, 11/15/33	3,500	3,538,535
Santa Rosa Bay Bridge Authority, RB, 6.25%, 7/01/28 (e)(f)	4,832	1,980,768
Sarasota County Health Facilities Authority, Refunding RB, Village On The Isle Project, 5.50%, 1/01/27	955	978,092
Sumter Landing Community Development District Florida, RB, Sub-Series B, 5.70%, 10/01/38	3,770	3,096,678
Tampa Palms Open Space and Transportation Community Development District, RB, Capital Improvement, Richmond Place Project, 7.50%, 5/01/18	1,300	1,300,468
Tolomato Community Development District, Refunding, Special Assessment Bonds:		
CAB, Series A-2, 0.00%, 5/01/39 (g)	250	184,108
CAB, Series A-3, 0.00%, 5/01/40 (g)	585	351,222
CAB, Series A-4, 0.00%, 5/01/40 (g)	305	135,603
Series A-1, 6.65%, 5/01/40	910	890,717
Tolomato Community Development District (e)(f):		
Series 1, 6.65%, 5/01/40	50	48,678
Series 2, 6.65%, 5/01/40	2,110	1,167,463
Series 3, 6.65%, 5/01/40	710	7
Village Community Development District No. 9, Special Assessment Bonds:		
6.75%, 5/01/31	1,810	1,991,833
7.00%, 5/01/41	2,950	3,253,231
5.50%, 5/01/42	1,330	1,327,912
		49,867,501
Municipal Bonds	Par (000)	Value
Georgia 2.2%		
City of Atlanta Georgia, Tax Allocation Bonds, Princeton Lakes Project, 5.50%, 1/01/31	\$ 1,035	\$ 1,035,124
County of Clayton Georgia, Tax Allocation Bonds, Ellenwood Project, 7.50%, 7/01/33	2,755	2,755,551
County of Clayton Georgia Development Authority, Refunding RB, Delta Air Lines, Inc. Project, Series A, 8.75%, 6/01/29	3,365	3,919,552
	1,000	1,008,220

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County of DeKalb Georgia Hospital Authority, Refunding RB, DeKalb Medical Center, Inc.		
Project, 6.13%, 9/01/40		
Gainesville & Hall County Development Authority, Refunding RB, Acts Retirement Life Community, Series A-2:		
6.38%, 11/15/29	700	751,128
6.63%, 11/15/39	880	938,159
		10,407,734
Guam 0.7%		
Guam Government Waterworks Authority, Refunding RB, Water & Wastewater System,		
6.00%, 7/01/25		
	1,265	1,278,232
Territory of Guam, GO, Series A:		
6.00%, 11/15/19	615	637,306
7.00%, 11/15/39	1,115	1,174,206
		3,089,744
Illinois 5.7%		
City of Chicago Illinois, Refunding RB, American Airlines, Inc. Project, 5.50%, 12/01/30 (e)(f)		
	7,000	7,909,930
Illinois Finance Authority, Refunding RB:		
CAB, Clare Water Tower, Series B, 0.00%, 5/15/50 (b)(e)(f)		
	1,214	12
Clare Water Tower, Series A-7, 6.13%, 5/15/41 (e)(f)		
	3,129	31
Friendship Village of Schaumburg, 7.25%, 2/15/45		
	4,000	4,036,440
Lutheran Home & Services Obligated Group, 5.63%, 5/15/42		
	2,395	2,151,501
Primary Health Care Centers Program, 6.60%, 7/01/24		
	1,175	1,120,797
Roosevelt University Project, 6.50%, 4/01/44		
	4,170	4,309,945
Metropolitan Pier & Exposition Authority, Refunding RB, CAB, McCormick Place Expansion Project, Series B (AGM), 6.10%, 6/15/46 (b)		
	9,860	1,388,584
Railsplitter Tobacco Settlement Authority, RB:		
5.50%, 6/01/23		
	1,400	1,539,454
6.00%, 6/01/28		
	710	761,262
Village of Lincolnshire Illinois, Special Tax Bonds, Sedgebrook Project, 6.25%, 3/01/34		
	1,800	1,816,038
Village of Wheeling Illinois, Tax Allocation Bonds, North Milwaukee/Lake-Cook TIF Project, 6.00%, 1/01/25		
	1,465	1,408,436
		26,442,430
Indiana 0.4%		
Indiana Finance Authority, RB, Private Activity Bond, Ohio River Bridges East End Crossing Project, Series A, AMT:		
5.00%, 7/01/44		
	470	419,437
5.00%, 7/01/48		
	1,555	1,369,940
		1,789,377
Iowa 3.1%		
Iowa Finance Authority, Refunding RB:		
Midwestern Disaster Area, Iowa Fertilizer Co. Project, 5.00%, 12/01/19		
	1,675	1,623,711

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)

	Par (000)	Value
Municipal Bonds		
Iowa (concluded)		
Iowa Finance Authority, Refunding RB (concluded):		
Midwestern Disaster Area, Iowa Fertilizer Co. Project, 5.50%, 12/01/22	\$ 4,090	\$ 3,909,590
Midwestern Disaster Area, Iowa Fertilizer Co. Project, 5.25%, 12/01/25	2,190	1,999,098
Sunrise Retirement Community Project, 5.50%, 9/01/37	1,355	1,148,444
Sunrise Retirement Community Project, 5.75%, 9/01/43	2,115	1,794,831
Iowa Tobacco Settlement Authority, Refunding RB, Series C, 5.38%, 6/01/38	4,900	3,760,897
		14,236,571
Louisiana 2.8%		
Louisiana Local Government Environmental Facilities & Community Development Authority, RB, Westlake Chemical Corp. Projects, 6.75%, 11/01/32		
	5,000	5,326,750
Louisiana Public Facilities Authority, RB, Belle Chasse Educational Foundation Project, 6.75%, 5/01/41	1,855	1,987,707
Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, Series A, 5.25%, 5/15/35	5,570	5,464,225
		12,778,682
Maine 0.7%		
Maine Health & Higher Educational Facilities Authority, RB, Maine General Medical Center, 6.75%, 7/01/41		
	2,955	3,109,665
Maryland 2.5%		
County of Frederick Maryland, RB, Jefferson Technology Park Project, Series B, 7.13%, 7/01/43		
	2,840	2,852,865
Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35	3,615	3,660,766
Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25	4,785	4,978,984
Maryland Health & Higher Educational Facilities Authority, RB, Washington Christian Academy, 5.50%, 7/01/38 (e)(f)	1,000	300,010
		11,792,625
Massachusetts 1.0%		
Massachusetts Development Finance Agency, RB, Series A:		
Foxborough Regional Charter School, 7.00%, 7/01/42	1,025	1,111,520
North Hill Communities Issue, 6.50%, 11/15/43	2,020	1,915,647
Massachusetts Development Finance Agency, Refunding RB:		
Eastern Nazarene College, 5.63%, 4/01/19	30	30,005
Eastern Nazarene College, 5.63%, 4/01/29	80	80,003
Tufts Medical Center, Series I, 6.75%, 1/01/36	1,490	1,665,269
		4,802,444
Michigan 2.8%		
City of Detroit Michigan, GO, Taxable Capital Improvement Limited Tax (e)(f):		
Series A-1, 5.00%, 4/01/16	650	207,987
Series A-2, 8.00%, 4/01/14	3,185	1,019,136
City of Detroit Michigan Sewage Disposal System, Refunding RB, Senior Lien, Series A:		
5.00%, 7/01/32	1,610	1,459,063
5.25%, 7/01/39	2,785	2,560,696
	Par	
	(000)	Value
Municipal Bonds		
Michigan (concluded)		
Royal Oak Hospital Finance Authority, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39		
	\$ 6,310	\$ 7,590,173
		12,837,055
Minnesota 0.4%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series A, 6.75%, 11/15/32		
	1,785	2,059,408

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Missouri 0.6%		
Kirkwood IDA Missouri, RB, Aberdeen Heights, Series A, 8.25%, 5/15/39	2,315	2,570,136
New Jersey 4.9%		
New Jersey EDA, RB:		
Kapkowski Road Landfill Project, Series B, AMT, 6.50%, 4/01/31	2,250	2,382,930
Patterson Charter School for Science and Technology, Inc. Project, Series A, 6.10%, 7/01/44	1,085	1,092,139
New Jersey EDA, Refunding RB, Newark Airport Marriott Hotel, 7.00%, 10/01/14	4,000	4,034,800
New Jersey Educational Facilities Authority, Refunding RB, University of Medicine & Dentistry, Series B, 7.50%, 6/01/19 (d)	3,575	4,726,507
New Jersey Health Care Facilities Financing Authority, Refunding RB:		
Barnabas Health, Series A, 5.63%, 7/01/37	2,650	2,727,009
St. Joseph's Healthcare System, 6.63%, 7/01/38	4,090	4,127,792
New Jersey Transportation Trust Fund Authority, RB, CAB, Transportation System, Series C (AMBAC), 5.81%, 12/15/35 (b)	6,210	1,749,233
Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.63%, 6/01/26	2,000	1,719,600
		22,560,010
New Mexico 0.5%		
New Mexico Hospital Equipment Loan Council, Refunding RB, Gerald Champion Regional Medical Center Project, 5.50%, 7/01/42	2,970	2,531,480
New York 4.9%		
Chautauqua County Industrial Development Agency, RB, NRG Dunkirk Power Project, 5.88%, 4/01/42	3,695	3,749,538
City of New York New York IDA, RB, British Airways PLC Project, AMT, 7.63%, 12/01/32	4,130	4,149,411
City of Yonkers New York Industrial Development Agency, RB, Sarah Lawrence College Project, Series A, 6.00%, 6/01/41	2,090	2,209,360
County of Dutchess New York IDA, Refunding RB, St. Francis Hospital, Series A, 7.50%, 3/01/29	1,400	1,416,520
County of Dutchess New York IDA, RB, St. Francis Hospital, Series B, 7.50%, 3/01/29	1,000	1,011,800
Metropolitan Transportation Authority, RB, Series C, 6.50%, 11/15/28	2,000	2,346,520
New York City IDA, RB:		
American Airlines, Inc., JFK International Airport, AMT, 8.00%, 8/01/28 (h)	1,765	1,928,951
Special Needs Facilities Pooled Program, Series C-1, 6.50%, 7/01/24	610	585,021
Special Needs Facilities Pooled Program, Series C-1, 6.63%, 7/01/29	1,100	1,020,019
New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, Class 3, 6.38%, 7/15/49	1,270	1,345,400

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)

	Par (000)	Value
Municipal Bonds		
New York (concluded)		
Niagara Area Development Corp., Refunding RB, Solid Waste Disposal Facility, Covanta Energy Project, Series A, AMT, 5.25%, 11/01/42	\$ 1,835	\$ 1,617,314
Port Authority of New York & New Jersey, ARB, Special Project, JFK International Air Terminal LLC Project, Series 8, 6.00%, 12/01/36	1,340	1,445,538
		22,825,392
North Carolina 1.6%		
North Carolina Medical Care Commission, Refunding RB, First Mortgage, Series A:		
Deerfield Project, 6.13%, 11/01/38	4,565	4,694,281
Whitestone Project, 7.75%, 3/01/31	1,000	1,067,370
Retirement Facilities, Whitestone Project, 7.75%, 3/01/41	1,420	1,498,370
		7,260,021
North Dakota 0.5%		
City of Williston North Dakota, RB, 7.75%, 9/01/38	2,155	2,105,974
Ohio 2.7%		
Buckeye Tobacco Settlement Financing Authority, RB, Asset-Backed Bonds, Series A-2:		
5.75%, 6/01/34	6,745	5,253,006
6.00%, 6/01/42	3,040	2,374,392
State of Ohio, RB, Ford Motor Co. Project, AMT, 5.75%, 4/01/35	4,880	4,925,238
		12,552,636
Oklahoma 0.3%		
Oklahoma Development Finance Authority, Refunding RB, Inverness Village Community, 6.00%, 1/01/32	1,305	1,269,726
Pennsylvania 5.3%		
Allentown Neighborhood Improvement Zone Development Authority, Refunding RB, Series A:		
5.00%, 5/01/35	1,815	1,677,713
5.00%, 5/01/42	4,170	3,728,856
County of Cumberland Pennsylvania Municipal Authority, Refunding RB, Diakon Lutheran, 6.38%, 1/01/39	6,165	6,503,274
Lancaster County Hospital Authority, Refunding RB, Brethren Village Project, Series A, 6.25%, 7/01/26	1,160	1,173,862
Lehigh County General Purpose Authority, Refunding RB, Bible Fellowship Church Homes, 5.13%, 7/01/32	2,805	2,420,406
Pennsylvania Economic Development Financing Authority, RB, National Gypsum Co., Series A, AMT, 6.25%, 11/01/27	1,250	1,227,175
Philadelphia IDA, RB, Commercial Development, AMT, 7.75%, 12/01/17	8,000	8,004,560
		24,735,846
Puerto Rico 0.1%		
Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 7.85%, 8/01/38 (b)	4,445	661,060
Rhode Island 0.7%		
Central Falls Detention Facility Corp., Refunding RB, 7.25%, 7/15/35	4,225	3,179,101
Texas 14.4%		
Bexar County Health Facilities Development Corp., RB, Army Retirement Residence Project, 6.20%, 7/01/45	5,040	5,276,527
Brazos River Authority, Refunding RB, Texas Utility Co., Series A, AMT, 7.70%, 4/01/33 (e)(f)	5,080	76,149
	Par (000)	Value
Municipal Bonds		
Texas (continued)		
Central Texas Regional Mobility Authority, Refunding RB:		
CAB, 5.79%, 1/01/28 (b)	\$ 1,000	\$ 445,780

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CAB, 5.86%, 1/01/29 (b)	2,000	832,360
CAB, 5.95%, 1/01/30 (b)	1,170	453,200
CAB, 6.04%, 1/01/31 (b)	2,000	719,740
CAB, 6.11%, 1/01/32 (b)	3,500	1,172,325
CAB, 6.18%, 1/01/33 (b)	3,690	1,149,177
CAB, 6.23%, 1/01/34 (b)	4,000	1,160,760
Senior Lien, 5.75%, 1/01/25	675	716,965
Senior Lien, 6.25%, 1/01/46	2,210	2,259,637
Senior Lien, Series A, 5.00%, 1/01/33	105	101,845
Sub-Lien, 5.00%, 1/01/33	375	340,133
Sub-Lien, 5.00%, 1/01/42	330	284,978
City of Houston Texas, RB, Special Facilities Continental Airlines Inc., AMT:		
Series A, 6.63%, 7/15/38	2,890	2,892,196
Series E, 6.75%, 7/01/21	4,550	4,549,408
City of Houston Texas Higher Education Finance Corp., RB, Cosmos Foundation, Inc., Series A, 6.88%, 5/15/41	595	661,110
Clifton Higher Education Finance Corp., ERB, Idea Public Schools:		
5.50%, 8/15/31	955	966,976
5.75%, 8/15/41	720	728,935
Clifton Higher Education Finance Corp., Refunding RB, Uplift Education, Series A, 4.40%, 12/01/47	810	613,340
County of Matagorda Texas Navigation District No. 1, Refunding RB, Central Power & Light Co. Project, Series A, 6.30%, 11/01/29	2,090	2,323,119
Harris County Cultural Education Facilities Finance Corp., RB, Series A, 6.00%, 10/01/43 (c)	1,540	1,506,413
Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B (d):		
7.13%, 12/01/18	1,500	1,941,975
7.25%, 12/01/18	1,110	1,443,899
Harris County-Houston Sports Authority, Refunding RB, CAB, Senior Lien, Series A (NPFGC), 6.46%, 11/15/38 (b)	10,000	2,035,300
La Vernia Higher Education Finance Corp., RB, Kipp, Inc., Series A, 6.38%, 8/15/44	860	916,055
New Hope Cultural Education Facilities Corp., RB:		
5.88%, 4/01/36	1,210	1,178,346
6.00%, 4/01/45	1,845	1,781,753
North Texas Education Finance Corp., ERB, Uplift Education, Series A:		
5.13%, 12/01/42	745	689,430
5.25%, 12/01/47	1,600	1,492,208
North Texas Tollway Authority, RB, CAB, Special Project System, Series B, 6.04%, 9/01/37 (b)	2,110	510,915
North Texas Tollway Authority, Refunding RB, Second Tier System, Series F, 6.13%, 1/01/31	4,425	4,730,104
Red River Health Facilities Development Corp., First MRB Project:		
Eden Home, Inc., 7.25%, 12/15/42	2,895	2,781,400
Wichita Falls Retirement Foundation, 5.13%, 1/01/41	900	755,784
Tarrant County Cultural Education Facilities Finance Corp., RB, Series A:		
CC Young Memorial Home, 8.00%, 2/15/38	1,745	1,860,519
Senior Living Center Project, 8.25%, 11/15/44	4,200	4,229,358

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)

	Par (000)	Value
Municipal Bonds		
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	\$ 4,455	\$ 4,862,187
NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39	3,000	3,237,330
Travis County Health Facilities Development Corp., Refunding RB, 7.13%, 1/01/46	3,080	2,984,397
		66,662,033
Utah 0.6%		
Utah State Charter School Finance Authority, Refunding RB, 6.75%, 10/15/43	2,950	3,011,272
Vermont 0.2%		
Vermont EDA, Refunding, MRB, Wake Robin Corp. Project, 5.40%, 5/01/33	770	716,808
Virginia 3.3%		
County of Fairfax Virginia EDA, Refunding RB:		
Goodwin House, Inc., 5.13%, 10/01/42	2,500	2,505,600
Vinson Hall LLC, Series A, 5.00%, 12/01/42	1,330	1,149,612
Vinson Hall LLC, Series A, 5.00%, 12/01/47	1,735	1,478,827
Mosaic District Community Development Authority, Special Assessment Bonds, Series A:		
6.63%, 3/01/26	1,485	1,626,729
6.88%, 3/01/36	1,300	1,435,408
Virginia Small Business Financing Authority, RB, Senior Lien, Elizabeth River Crossings LLC Project, AMT, 6.00%, 1/01/37	6,805	7,045,965
		15,242,141
Washington 0.6%		
Greater Wenatchee Regional Events Center Public Facilities District, Refunding RB, Series A, 5.50%, 9/01/42		
	1,495	1,391,008
King County Washington Public Hospital District No. 4, GO, Refunding, Snoqualmie Valley Hospital, 7.00%, 12/01/40		
	1,455	1,464,676
		2,855,684
Wisconsin 0.3%		
Wisconsin Health & Educational Facilities Authority, Refunding RB, St. Johns Communities, Inc., Series A:		
7.25%, 9/15/29	425	453,717
7.63%, 9/15/39	855	917,373
		1,371,090
Total Municipal Bonds 88.1%		408,013,262
Municipal Bonds Transferred to Tender Option Bond Trusts (i)		
Colorado 2.5%		
Colorado Health Facilities Authority, Refunding RB, Sisters of Leavenworth Health System, Series A, 5.00%, 1/01/40		
	11,475	11,522,506
Municipal Bonds Transferred to Tender Option Bond Trusts (i)		
District of Columbia 1.6%		
District of Columbia Water & Sewer Authority, Refunding RB, Senior Lien, Series A, 6.00%, 10/01/35 (j)		
	\$ 6,679	\$ 7,472,074
Florida 3.4%		
County of Miami-Dade Florida, Refunding RB, Miami International Airport, Series A, AMT (AGC), 5.25%, 10/01/33		
	15,000	15,701,250
Illinois 3.1%		
	6,510	6,524,127

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City of Chicago Illinois, GARB, O Hare International Airport, 3rd Lien, Series A (NPFGC),
5.00%, 1/01/33 (j)

Illinois Finance Authority, RB, The Carle Foundation, Series A (AGM), 6.00%, 8/15/41	7,180	7,690,498
		14,214,625
New York 13.5%		
Hudson Yards Infrastructure Corp., RB, Senior, Series A, 5.75%, 2/15/47 (j)	4,520	4,787,609
New York City Municipal Water Finance Authority, Refunding RB, Water & Sewer System, Second General Resolution:		
Fiscal 2011, Series HH, 5.00%, 6/15/31 (j)	8,609	9,227,811
Fiscal 2013, Series CC, 5.00%, 6/15/47	14,180	14,724,654
Series EE, 5.50%, 6/15/43	7,605	8,159,404
New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Construction, Series 1, 5.25%, 12/15/43	18,105	18,894,197
New York Liberty Development Corp., Refunding RB, 4 World Trade Center Project, 5.75%, 11/15/51 (j)	6,600	7,045,698
		62,839,373
Washington 1.8%		
City of Bellingham Washington, RB, Water & Sewer, 5.00%, 8/01/40	7,966	8,324,737
Total Municipal Bonds Transferred to Tender Option Bond Trusts 25.9%		120,074,565
Total Long-Term Investments (Cost \$531,784,907) 114.0%		528,087,827

Short-Term Securities	Shares	
FFI Institutional Tax-Exempt Fund, 0.03% (k)(l)	1,850,232	1,850,232
Total Short-Term Securities (Cost \$1,850,232) 0.4%		1,850,232
Total Investments (Cost \$533,635,139) 114.4%		529,938,059
Other Assets Less Liabilities 1.0%		4,471,566
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (15.4)%		(71,156,429)
Net Assets 100.0%		\$ 463,253,196

Notes to Schedule of Investments

(a) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933, as amended. 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.

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Schedule of Investments (continued)

BlackRock MuniAssets Fund, Inc. (MUA)

(c) When-issued security. Unsettled when-issued transactions were as follows:

Counterparty	Value	Unrealized Appreciation
Branch Banking & Trust Corp.	\$ 1,506,413	\$ 10,256
J.P. Morgan Securities LLC	\$ 3,155,522	\$ 49,034

(d) 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.

(e) Issuer filed for bankruptcy and/or is in default of principal and/or interest payments.

(f) Non-income producing security.

(g) 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 is as of report date.

(h) Variable rate security. Rate shown is as of report date.

(i) Represent bonds transferred to a TOB. In exchange the Fund acquired residual interest certificates. These bonds serve as collateral in a financing transaction. See Note 3 of the Notes to Financial Statements for details of municipal bonds transferred to TOBs.

(j) All or a portion of security is subject to a recourse agreement, which may require the Fund to pay the liquidity provider in the event there is a shortfall between the TOB trust certificates and proceeds received from the sale of the security contributed to the TOB trust. In the case of a shortfall, the aggregate maximum potential amount the Fund could ultimately be required to pay under the agreements, which expire from January 1, 2015 to November 15, 2019 is \$21,570,046.

(k) Investments in issuers considered to be an affiliate of the Fund during the six months ended October 31, 2013, for purposes of Section 2(a)(3) of the 1940 Act, were as follows:

Affiliate	Shares Held at April 30, 2013	Net Activity	Shares Held at October 31, 2013	Income
FFI Institutional Tax-Exempt Fund	9,209,652	(7,359,420)	1,850,232	\$ 590

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

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Financial futures contracts as of October 31, 2013 were as follows:

Contracts Sold	Issue	Exchange	Expiration	Notional	
				Value	Unrealized Depreciation
(142)	10-Year US Treasury Note	Chicago Board of Trade	December 2013	\$ 18,085,031	\$ (11,249)

Fair Value Measurements Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs to valuation techniques are categorized into a disclosure hierarchy consisting of three broad levels for financial statement purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets or liabilities that the Fund has the ability to access

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 and derivative financial instruments)

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the fair value hierarchy classification is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. In accordance with the Fund's policy, transfers between different levels of the fair value disclosure hierarchy are deemed to have occurred as of the beginning of the reporting period. The categorization of a value determined for investments and derivative financial instruments is based on the pricing transparency of the investment and derivative financial instrument and is not necessarily an indication of the risks associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, please refer to Note 2 of the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy as of October 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 528,087,827		\$ 528,087,827
Short-Term Securities	\$ 1,850,232			1,850,232
Total	\$ 1,850,232	\$ 528,087,827		\$ 529,938,059

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

See Notes to Financial Statements.

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Schedule of Investments (concluded)

BlackRock MuniAssets Fund, Inc. (MUA)

	Level 1	Level 2	Level 3	Total
Derivative Financial Instruments ¹				
Liabilities:				
Interest rate contracts	\$ (11,249)			\$ (11,249)

¹ Derivative financial instruments are financial futures contracts, which are valued at the unrealized appreciation/depreciation on the instrument.

Certain of the Fund's assets and liabilities are held at carrying amount, which approximates fair value for financial statement purposes. As of October 31, 2013, such assets and liabilities are categorized within the disclosure hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Assets:				
Cash pledged for financial futures contracts	\$ 252,000			\$ 252,000
Liabilities:				
TOB trust certificates		\$ (71,143,448)		(71,143,448)
Total	\$ 252,000	\$ (71,143,448)		\$ (70,891,448)

There were no transfers between levels during the six months ended October 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments October 31, 2013 (Unaudited)

BlackRock MuniEnhanced Fund, Inc. (MEN)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Alabama 1.7%		
Birmingham Water Works Board, RB, Series B, 5.00%, 1/01/38	\$ 1,000	\$ 1,015,371
County of Jefferson Alabama, RB, Series A: 5.50%, 1/01/22	2,750	2,736,195
4.75%, 1/01/25	2,200	2,045,956
		5,797,522
Alaska 1.2%		
Alaska Housing Finance Corp., RB, General Housing, Series B (NPFGC), 5.25%, 12/01/30	400	426,236
Alaska Housing Finance Corp., Refunding RB, Series A, 4.13%, 12/01/37	1,065	1,001,377
Alaska Industrial Development & Export Authority, RB, Providence Health Services, Series A, 5.50%, 10/01/41	990	1,041,817
Borough of Matanuska-Susitna Alaska, RB, Goose Creek Correctional Center (AGC), 6.00%, 9/01/28	1,200	1,397,568
		3,866,998
Arizona 1.6%		
Greater Arizona Development Authority, RB, Series B (NPFGC), 5.00%, 8/01/35	1,300	1,325,935
State of Arizona, COP, Department of Administration, Series A (AGM): 5.00%, 10/01/27	3,250	3,461,023
5.00%, 10/01/29	400	420,016
		5,206,974
California 19.2%		
Alameda Corridor Transportation Authority, Refunding RB, CAB, Subordinate Lien, Series A (AMBAC):		
5.40%, 10/01/24	10,185	10,912,209
5.45%, 10/01/25	3,700	3,947,160
Anaheim Public Financing Authority California, RB, Senior, Public Improvements Project, Series A (AGM), 6.00%, 9/01/24	5,000	5,865,850
Cabrillo Community College District, GO, CAB, Election of 2004, Series B (NPFGC), 5.90%, 8/01/37 (a)	2,400	603,912
California Health Facilities Financing Authority, RB: St. Joseph Health System, Series A, 5.75%, 7/01/39	550	611,441
Sutter Health, Series A, 5.00%, 8/15/52	1,420	1,370,442
Sutter Health, Series B, 5.88%, 8/15/31	1,200	1,365,480
California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.00%, 7/01/37	1,090	1,102,426
California State Public Works Board, LRB, Various Judicial Council Projects, Series A, 5.00%, 3/01/38	710	716,276
California Statewide Communities Development Authority, RB, Kaiser Permanente, Series A, 5.00%, 4/01/42	1,480	1,491,056
City of Redding California, COP, Refunding, Series A (AGM), 5.00%, 6/01/30	1,420	1,502,289
City of San Jose California, Refunding ARB, Series A-1, AMT, 5.75%, 3/01/34	850	900,975
County of Orange California Sanitation District, COP, Series B (AGM): 5.00%, 2/01/30	1,500	1,595,670
5.00%, 2/01/31	900	955,755
Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32	1,300	1,371,487
	Par (000)	Value
Municipal Bonds		
California (concluded)		

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Mount San Antonio Community College District, GO, Refunding, CAB, Election of 2008, Series A, 0.00%, 8/01/43 (b)	\$ 2,500	\$ 1,190,275
Poway Unified School District, GO, Refunding, CAB, School Facilities Improvement, Election of 2007, Series B, 5.76%, 8/01/36 (a)	3,750	1,030,312
Rio Hondo Community College District California, GO, CAB, Election of 2004, Series C, 5.59%, 8/01/38 (a)	5,000	1,277,500
San Diego Community College District California, GO, CAB, Election of 2006 (a):		
5.69%, 8/01/31	2,145	792,127
5.79%, 8/01/32	2,680	918,945
San Diego Unified School District California, GO, CAB, Election of 2008, Series C, 5.66%, 7/01/38 (a)	1,600	403,840
San Diego Unified School District California, GO, Refunding, CAB, Series R-1 (a):		
4.92%, 7/01/30	5,000	2,224,100
5.08%, 7/01/31	1,280	527,616
San Joaquin County Transportation Authority, Refunding RB, Limited Tax, Measure K, Series A, 6.00%, 3/01/36	2,175	2,497,465
San Marcos Unified School District, GO, Election of 2010, Series A:		
5.00%, 8/01/34	700	737,618
5.00%, 8/01/38	600	623,382
San Mateo County Community College District, GO, CAB, Election of 2001, Series C (NPFGC), 4.51%, 9/01/30 (a)	12,740	6,013,407
State of California, GO, Refunding, Various Purpose:		
5.00%, 2/01/38	2,500	2,569,550
5.00%, 10/01/41	1,000	1,022,260
State of California, GO, Various Purposes,		
5.00%, 4/01/42	1,000	1,022,710
Walnut Valley Unified School District, GO, CAB, Election of 2007, Series B, 5.76%, 8/01/36 (a)	5,500	1,511,455
West Basin Municipal Water District California, COP, Refunding, Series B (AGC), 5.00%, 8/01/30	5,035	5,328,591
		64,003,581
Colorado 0.6%		
Regional Transportation District, COP, Refunding, Series A, 5.38%, 6/01/31	2,000	2,123,820
District of Columbia 1.7%		
District of Columbia, RB, Series B-1 (NPFGC), 5.00%, 2/01/31	5,480	5,506,194
Florida 10.6%		
City of Jacksonville Florida Transportation, Refunding RB, Series A, 5.00%, 10/01/30	280	297,578
Collier County School Board, COP (AGM), 5.00%, 2/15/23	3,000	3,248,760
County of Broward Florida Water & Sewer Utility, Refunding RB, Series A, 5.25%, 10/01/34	850	918,901
County of Duval Florida School Board, COP, Master Lease Program (AGM), 5.00%, 7/01/33	2,625	2,714,932
County of Lee Florida, Refunding ARB, Series A, AMT:		
5.63%, 10/01/26	960	1,047,514
5.38%, 10/01/32	3,160	3,240,548
County of Miami-Dade Florida, GO, Building Better Communities Program, Series B-1, 5.75%, 7/01/33	1,400	1,550,038
County of Miami-Dade Florida, RB, Seaport:		
Series A, 6.00%, 10/01/38	2,025	2,216,545
Series B, AMT, 6.00%, 10/01/30	640	684,877

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Florida (concluded)		
County of Miami-Dade Florida, RB, Seaport (concluded):		
Series B, AMT, 6.25%, 10/01/38	\$ 415	\$ 443,432
Series B, AMT, 6.00%, 10/01/42	660	689,033
County of Miami-Dade Florida, Refunding RB, Subordinate Special Obligation, Series B, 5.00%, 10/01/37	710	725,861
County of Miami-Dade Florida Aviation, Refunding ARB, Miami International Airport, Series A, AMT (AGC), 5.00%, 10/01/40	4,900	4,878,244
County of Palm Beach Florida Solid Waste Authority, Refunding RB, 5.00%, 10/01/31	2,000	2,084,840
County of Sarasota Florida Public Hospital District, RB, Sarasota Memorial Hospital Project, Series A, AMT, 5.63%, 7/01/39	275	281,600
Florida Ports Financing Commission, Refunding RB, State Transportation Trust Fund, Series B, AMT:		
5.13%, 6/01/27	2,000	2,175,520
5.38%, 10/01/29	1,050	1,153,803
Highlands County Health Facilities Authority, RB, Adventist Health System/Sunbelt, Series B, 6.00%, 11/15/37	1,450	1,635,354
Hillsborough County Aviation Authority Florida, RB, Series A, AMT (AGC), 5.38%, 10/01/33	4,050	4,303,368
South Florida Water Management District, COP (AGC), 5.00%, 10/01/22	1,000	1,114,000
		35,404,748
Georgia 8.7%		
City of Atlanta Georgia Department of Aviation, Refunding GARB, Series B (AGM), 5.25%, 1/01/33	17,355	17,741,496
County of Burke Georgia Development Authority, Refunding RB, Oglethorpe Power-Vogle Project, Series C, 5.70%, 1/01/43	1,150	1,203,866
Municipal Electric Authority of Georgia, Refunding RB, Series EE (AMBAC), 7.00%, 1/01/25	7,475	10,015,453
		28,960,815
Illinois 22.4%		
Chicago Transit Authority, RB, Sales Tax Receipts, 5.25%, 12/01/36	595	610,333
City of Chicago Illinois, GARB, O Hare International Airport, Third Lien:		
Series A, 5.75%, 1/01/39	5,110	5,322,474
Series B-2, AMT (AGM), 5.75%, 1/01/14 (c)	5,670	5,721,597
Series B-2, AMT (Syncora), 6.00%, 1/01/29	2,500	2,516,025
City of Chicago Illinois Board of Education, GO, Refunding, Series A:		
Chicago School Reform Board (NPFGC), 5.50%, 12/01/26	725	750,476
(AGM), 5.50%, 12/01/31	2,875	2,971,744
City of Chicago Illinois Board of Education, GO, 5.50%, 12/01/39	2,375	2,342,510
City of Chicago Illinois Park District, GO, Harbor Facilities, Series C, 5.25%, 1/01/40	550	558,486
County of Cook Illinois Forest Preserve District, GO, Series C, 5.00%, 12/15/37	330	340,478
County of Cook Illinois Forest Preserve District, GO, Refunding, Limited Tax Project, Series B, 5.00%, 12/15/37	285	293,228
Illinois Finance Authority, RB, Carle Foundation, Series A:		
5.75%, 8/15/34	650	693,160
6.00%, 8/15/41	1,000	1,081,180
Illinois HDA, RB, Liberty Arms Senior Apartments, Series D, AMT (AMBAC), 4.88%, 7/01/47	2,170	2,046,831
	Par (000)	Value
Municipal Bonds		
Illinois (concluded)		
Illinois Municipal Electric Agency, RB, Series A (NPFGC), 5.25%, 2/01/35	\$ 1,000	\$ 1,032,410
Illinois Sports Facilities Authority, RB, State Tax Supported (AMBAC), 5.50%, 6/15/30	17,620	18,596,853
	9,145	9,351,311

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Kane, McHenry, Cook & De Kalb Counties Unified School District No. 300, GO, Refunding, 5.25%, 1/01/33 (d)		
Metropolitan Pier & Exposition Authority, RB, CAB, McCormick Place Explosion Project, Series A (NPFGC) (a):		
5.11%, 12/15/26	5,000	2,579,950
5.94%, 12/15/33	9,950	3,064,003
Metropolitan Pier & Exposition Authority, Refunding RB, McCormick Place Expansion Project, Series B:		
4.25%, 6/15/42	4,000	3,549,560
CAB (AGM), 6.05%, 6/15/44 (a)	3,450	556,106
Railsplitter Tobacco Settlement Authority, RB, 6.00%, 6/01/28	675	723,735
Regional Transportation Authority, RB, Series A (AMBAC), 7.20%, 11/01/20	7,290	8,546,869
State of Illinois, GO, Various Purposes:		
5.50%, 7/01/33	820	837,195
5.50%, 7/01/38	445	446,620
		74,533,134
Indiana 1.6%		
Indiana Finance Authority, RB, Series A:		
Ohio River Bridges East End Crossing Project, AMT, 5.00%, 7/01/40	890	810,719
Private Activity Bond, Ohio River Bridges East End Crossing Project, AMT, 5.00%, 7/01/44	515	459,596
Wastewater Utility (CWA Authority Project), First Lien, 5.25%, 10/01/38	1,100	1,138,830
Indiana Municipal Power Agency, RB, Series B, 5.75%, 1/01/34	400	403,704
Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project, Series A (AGC):		
5.25%, 1/01/29	600	638,118
5.50%, 1/01/38	1,825	1,924,517
		5,375,484
Iowa 4.0%		
Iowa Finance Authority, RB, Series A (AGC), 5.63%, 8/15/37		
	5,725	6,103,193
Iowa Student Loan Liquidity Corp., RB, Senior Series A-2, AMT:		
5.60%, 12/01/26	3,320	3,422,024
5.70%, 12/01/27	1,510	1,547,221
5.80%, 12/01/29	1,020	1,041,757
5.85%, 12/01/30	1,060	1,081,815
		13,196,010
Louisiana 1.2%		
Louisiana Local Government Environmental Facilities & Community Development Authority, RB, East Baton Rouge Sewerage Commission Projects, Sub-Lien, Series A:		
5.00%, 2/01/43	1,420	1,435,620
4.00%, 2/01/48	1,420	1,201,320
Louisiana Public Facilities Authority, Refunding RB, Christus Health, Series B (AGC), 6.50%, 7/01/30		
	1,250	1,382,200
		4,019,140

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Massachusetts 4.0%		
Massachusetts HFA, Refunding HRB, Series C, AMT, 5.35%, 12/01/42	\$ 1,150	\$ 1,149,379
Massachusetts School Building Authority, RB, Series A: Dedicated Sales Tax Revenue, Senior, 5.00%, 5/15/43		
(AGM), 5.00%, 8/15/15 (c)	1,280	1,346,406
Massachusetts Water Resources Authority, Refunding RB, General, Series A (NPFGC), 5.00%, 8/01/34	7,370	7,987,164
	2,700	2,917,296
		13,400,245
Michigan 3.0%		
City of Detroit Michigan, RB, Water Supply System, Second Lien, Series B (AGM): 6.25%, 7/01/36		
7.00%, 7/01/36	400	405,584
City of Detroit Michigan, Refunding RB, Sewage Disposal System: Second Lien, Series E (BHAC), 5.75%, 7/01/31	200	209,670
Series B (AGM), 7.50%, 7/01/33	2,500	2,559,250
City of Lansing Michigan, RB, Board of Water & Light, Series A, 5.50%, 7/01/41	500	536,760
Michigan State Building Authority, Refunding RB, Facilities Program: Series I-A, 5.38%, 10/15/36	1,700	1,822,757
Series I-A, 5.38%, 10/15/41	145	151,089
Series II-A (AGM), 5.25%, 10/15/36	700	714,049
Michigan State HDA, RB, Series C, AMT, 5.50%, 12/01/28	900	929,502
Michigan Strategic Fund, Refunding RB, Detroit Edison Co. Project, Series A, AMT, 5.50%, 6/01/30	965	994,461
Western Michigan University, Refunding RB, 5.00%, 11/15/39	1,300	1,300,156
	380	383,876
		10,007,154
Minnesota 0.9%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series B (AGC), 6.50%, 11/15/38	2,500	2,865,575
Nebraska 1.8%		
Central Plains Energy Project, RB, Gas Project No. 3: 5.00%, 9/01/32		
5.25%, 9/01/37	5,000	5,125,350
	750	771,308
		5,896,658
Nevada 2.4%		
City of Las Vegas Nevada, GO, Limited Tax, Performing Arts Center, 6.00%, 4/01/34	850	929,424
County of Clark Nevada, ARB: Las Vegas-McCarran International Airport, Series A (AGM), 5.25%, 7/01/39		
Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/36	3,800	3,929,010
County of Clark Nevada, RB, Southwest Gas Corp. Project, Series A, AMT (NPFGC), 4.75%, 9/01/36	3,200	3,204,992
	75	71,380
		8,134,806
New Jersey 7.4%		
New Jersey EDA, RB: Cigarette Tax (Radian), 5.50%, 6/15/14 (c)		
Cigarette Tax (Radian), 5.75%, 6/15/14 (c)	600	619,920
	305	315,599
	Par (000)	Value

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New Jersey (concluded)		
New Jersey EDA, RB (concluded):		
Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/31	\$ 3,125	\$ 3,190,594
Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/33	7,800	7,955,298
School Facilities Construction (AGC), 6.00%, 12/15/18 (c)	655	812,927
School Facilities Construction (AGC), 6.00%, 12/15/34	1,345	1,514,268
New Jersey Higher Education Student Assistance Authority, Refunding RB, Series 1, AMT:		
5.50%, 12/01/26	600	626,952
5.75%, 12/01/27	3,870	4,148,988
New Jersey Housing & Mortgage Finance Agency, Refunding RB, M/F Housing, Series 2, AMT,		
4.35%, 11/01/33	1,230	1,119,497
New Jersey Transportation Trust Fund Authority, RB:		
Transportation Program, Series AA, 5.25%, 6/15/33	1,460	1,554,068
Transportation System, Series A, 5.50%, 6/15/41	2,000	2,105,320
Rutgers The State University of New Jersey, Refunding RB, Series L, 5.00%, 5/01/43	475	499,196
		24,462,627
New York 5.2%		
Erie County Industrial Development Agency, RB, City School District of Buffalo, Series A (AGM),		
5.75%, 5/01/28	1,500	1,661,370
Hudson Yards Infrastructure Corp., RB, Series A, 5.75%, 2/15/47	700	741,510
Metropolitan Transportation Authority, RB, Series C, 6.50%, 11/15/28	4,000	4,693,040
New York City Municipal Water Finance Authority, Refunding RB, Second General Resolution, Fiscal 2012, Series BB, 5.25%, 6/15/44		
	1,425	1,503,917
New York City Transitional Finance Authority, RB, Fiscal 2009, Series S-4, 5.50%, 1/15/34	2,750	3,054,837
New York City Transitional Finance Authority Building Aid, BARB, Fiscal 2009, Series S-4, 5.50%, 1/15/33		
	1,600	1,771,696
New York State Dormitory Authority, ERB, Series B, 5.75%, 3/15/36		
	1,200	1,344,852
New York State HFA, RB, Affordable Housing, Series B, 5.30%, 11/01/37	2,500	2,533,200
		17,304,422
North Carolina 0.2%		
North Carolina Medical Care Commission, RB, Health Care Facilities, Novant Health Obligated Group, Series A, 4.75%, 11/01/43		
	750	721,020
Ohio 1.1%		
County of Lucas Ohio, Refunding RB, Promedica Healthcare, Series A, 6.50%, 11/15/37		
	530	600,447
Ohio Higher Educational Facility Commission, Refunding RB, Kenyon College Project, 5.00%, 7/01/37		
	360	367,168
State of Ohio Turnpike Commission, RB, CAB, Junior Lien, Infrastructure Projects, Series A-2, 5.85%, 2/15/37 (a)		
	10,000	2,611,000
		3,578,615
Pennsylvania 1.8%		
Commonwealth Financing Authority, RB, Series B, 5.00%, 6/01/42		
	2,000	2,017,980

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Pennsylvania (concluded)		
Pennsylvania Turnpike Commission, RB:		
Series C, 5.50%, 12/01/33	\$ 555	\$ 605,211
Sub-Series A, 5.00%, 12/01/43	2,270	2,313,062
Subordinate, Special Motor License Fund, 6.00%, 12/01/36	575	646,811
Philadelphia School District, GO, Series E, 6.00%, 9/01/38	400	429,364
		6,012,428
South Carolina 2.0%		
South Carolina Jobs-EDA, Refunding RB, Palmetto Health, Series A (AGM), 6.50%, 8/01/39	115	127,440
South Carolina State Public Service Authority, Refunding RB, Santee Cooper: Series A, 5.50%, 12/01/33	1,000	1,082,880
Series B, 5.00%, 12/01/38	2,080	2,131,251
South Carolina Transportation Infrastructure Bank, RB, Series A, 5.25%, 10/01/40	3,000	3,165,210
		6,506,781
Tennessee 2.4%		
Memphis Center City Revenue Finance Corp., RB, Pyramid & Pinch District, Series B (AGM), 5.25%, 11/01/30	2,205	2,367,134
Metropolitan Government of Nashville & Davidson County Health & Educational Facilities Board, Refunding RB, Vanerbilt University, Series B, 5.50%, 10/01/29	5,000	5,606,700
		7,973,834
Texas 15.9%		
City of Houston Texas Utility System, Refunding RB, Combined First Lien, Series A (AGC):		
6.00%, 11/15/35	2,100	2,387,301
5.38%, 11/15/38	1,350	1,440,693
City of San Antonio Texas Public Service Board, RB, Junior Lien, 5.00%, 2/01/38	575	602,284
Dallas-Fort Worth International Airport, ARB, Joint Improvement, Series D, AMT: 5.00%, 11/01/38	1,975	1,893,432
5.00%, 11/01/42	1,500	1,416,780
Dallas-Fort Worth International Airport, RB:		
Series A (NPFGC), 5.50%, 11/01/33	13,000	13,000,000
Series H, 5.00%, 11/01/32	3,000	3,015,720
Dallas-Fort Worth International Airport, Refunding RB, Series F, 5.25%, 11/01/33	975	1,024,550
Mansfield Texas ISD, GO, School Building (PSF-GTD), 5.00%, 2/15/33	1,725	1,852,943
Midland County Fresh Water Supply District No. 1, RB, CAB, City of Midland Project, Series A, 5.01%, 9/15/36 (a)	2,130	686,158
North Texas Tollway Authority, Refunding RB, First Tier: System, Series K-2 (AGC), 6.00%, 1/01/38	4,015	4,421,639
Series A, 6.00%, 1/01/28	2,795	3,159,133
Series A (NPFGC), 5.75%, 1/01/40	1,600	1,729,744
Series K-1 (AGC), 5.75%, 1/01/38	3,800	4,157,390
San Antonio Public Facilities Corp., Refunding RB, Convention Center Refinancing and Expansion Project, CAB (a): 4.93%, 9/15/35	6,765	2,329,460
4.99%, 9/15/36	11,525	3,735,137
5.04%, 9/15/37	8,245	2,512,334
Tarrant County Cultural Education Facilities Finance Corp., Refunding RB, 5.25%, 12/01/39	750	774,878
	Par (000)	Value
Municipal Bonds		
Texas (concluded)		
Texas Municipal Gas Acquisition & Supply Corp. III, RB, 5.00%, 12/15/31	\$ 1,190	\$ 1,158,132
Texas Transportation Commission, Refunding RB, Central Texas Turnpike System, First Tier, Series A, 5.00%, 8/15/41	1,500	1,488,750

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		52,786,458
Washington 0.9%		
Central Puget Sound Regional Transit Authority, RB, Series A, 5.00%, 11/01/36	1,600	1,680,912
Washington Health Care Facilities Authority, RB, Providence Health & Services, Series A: 5.00%, 10/01/39	525	531,006
5.25%, 10/01/39	625	642,431
Washington Health Care Facilities Authority, Refunding RB, Providence Health & Services, Series A, 5.00%, 10/01/42	200	198,780
		3,053,129
Wisconsin 0.4%		
Wisconsin Health & Educational Facilities Authority, RB, Ascension Health Senior Care Group, 5.00%, 11/15/33	1,375	1,436,848
Total Municipal Bonds 123.9%		412,135,020

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

Arizona 0.9%		
Phoenix Arizona Civic Improvement Corp., Refunding RB, Water System, Junior Lien, Series A, 5.00%, 7/01/34	1,200	1,276,764
Salt River Project Agricultural Improvement & Power District, RB, Electric System, Series A, 5.00%, 1/01/38	1,500	1,571,160
		2,847,924
California 2.7%		
California State University, Refunding RB, Systemwide, Series A (AGM), 5.00%, 11/01/37	1,999	2,055,806
Los Angeles Community College District California, GO, Election of 2001, Series A (NPFGC), 5.00%, 8/01/32	2,500	2,637,475
San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33	404	450,352
San Diego County Water Authority, COP, Refunding, Series A (AGM), 5.00%, 5/01/33	2,810	2,987,339
University of California, RB, Series O, 5.75%, 5/15/34	840	948,475
		9,079,447
Colorado 2.4%		
Colorado Health Facilities Authority, Refunding RB, Catholic Health Initiatives, Series A: 5.50%, 7/01/34 (f)	900	985,441
5.00%, 2/01/41	7,001	6,827,984
		7,813,425
District of Columbia 1.7%		
District of Columbia, RB, Series A, 5.50%, 12/01/30 (f)	1,005	1,126,712
District of Columbia Water & Sewer Authority, Refunding RB, Senior Lien, Series A, 6.00%, 10/01/35 (f)	1,780	1,991,062

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)

(Percentages shown are based on Net Assets)

Municipal Bonds Transferred to Tender Option Bond Trusts (e)	Par (000)	Value
District of Columbia (concluded)		
Metropolitan Washington Airports Authority, Refunding ARB, Series A, AMT, 5.00%, 10/01/30	\$ 2,530	\$ 2,640,865
		5,758,639
Florida 11.6%		
City of Tallahassee Florida, RB, Energy System (NPFGC):		
5.00%, 10/01/32 (f)	4,000	4,159,360
5.00%, 10/01/37	7,500	7,647,225
County of Miami-Dade Florida, Refunding RB, Transit System Sales Surtax, 5.00%, 7/01/42	4,480	4,548,992
County of Miami-Dade Florida Water & Sewer System, RB, (AGM), 5.00%, 10/01/39	4,621	4,745,416
County of Orange Florida School Board, COP, Series A:		
(AGC), 5.50%, 8/01/34	3,544	3,797,312
(NPFGC), 5.00%, 8/01/31	2,000	2,081,360
Miami-Dade County School Board, COP, Refunding, Series B (AGC), 5.00%, 5/01/33	10,000	10,238,700
State of Florida, GO, Board of Education, Refunding, Series D, 5.00%, 6/01/37 (f)	1,349	1,422,569
		38,640,934
Illinois 4.3%		
City of Chicago Illinois, RB, Motor Fuel Tax Project, Series A (AGC), 5.00%, 1/01/38		
	2,000	1,921,260
City of Chicago Illinois, Refunding RB, Sales Tax, Series A, 5.00%, 1/01/41		
	3,430	3,503,573
Illinois State Toll Highway Authority, RB:		
Senior Priority, Series B, 5.50%, 1/01/33	1,880	2,033,270
Series A, 5.00%, 1/01/38	2,138	2,142,966
Metropolitan Pier & Exposition Authority, RB, McCormick Place Expansion Project, Series A, 5.00%, 6/15/42		
	270	270,923
State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34 (f)		
	4,399	4,551,862
		14,423,854
Louisiana 1.7%		
State of Louisiana Gas & Fuels, RB, Series A (AGM), 5.00%, 5/01/36		
	5,400	5,654,232
Massachusetts 0.6%		
Massachusetts School Building Authority, RB, Dedicated Sales Tax, Series A (AGM):		
5.00%, 8/15/15 (c)	232	243,424
5.00%, 8/15/30	1,568	1,645,535
		1,888,959
Michigan 2.3%		
Michigan Finance Authority, RB, Hospital, Trinity Health Credit Group, 5.00%, 12/01/39		
	7,550	7,516,931
Nevada 3.4%		
City of Las Vegas Nevada, GO, Limited Tax, Performing Arts Center, 6.00%, 4/01/39 (f)		
	3,778	4,077,509
County of Clark Nevada Water Reclamation District, GO, Series B:		
Limited Tax, 5.75%, 7/01/34	1,829	2,079,024
5.50%, 7/01/29	4,499	5,157,649
		11,314,182
New Jersey 0.6%		
New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series B, 5.25%, 6/15/36 (f)		
	1,840	1,934,596
Municipal Bonds Transferred to Tender Option Bond Trusts (e)		
New York 3.4%		
New York City Municipal Water Finance Authority, RB, Water & Sewer System, Fiscal 2009, Series A, 5.75%, 6/15/40		
	\$ 1,260	\$ 1,401,093

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New York City Municipal Water Finance Authority, Refunding RB, Water & Sewer System, Second General Resolution, Fiscal 2013, Series CC, 5.00%, 6/15/47	5,680	5,898,169
Port Authority of New York & New Jersey, Refunding RB, Construction, 143rd Series, AMT, 5.00%, 10/01/30	2,500	2,566,250
Triborough Bridge & Tunnel Authority, RB, General, Series A-2, 5.25%, 11/15/34 (f)	1,300	1,409,434
		11,274,946
Ohio 0.2%		
State of Ohio, RB, Cleveland Clinic Health Obligated Group, Series B, 5.50%, 1/01/34	580	617,149
South Carolina 2.7%		
Charleston Educational Excellence Finance Corp., RB, Charleston County School (AGC) (c):		
5.25%, 12/01/28	3,120	3,435,089
5.25%, 12/01/29	2,765	3,044,237
5.25%, 12/01/30	1,010	1,112,000
South Carolina State Public Service Authority, Refunding RB, Santee Cooper, Series A, 5.50%, 1/01/38 (f)	1,275	1,380,672
		8,971,998
Texas 1.2%		
Clear Creek ISD Texas, GO, Refunding, School Building (PSF-GTD), 5.00%, 2/15/33	2,200	2,346,564
North East Texas ISD, GO, School Building, Series A (PSF-GTD), 5.00%, 8/01/37 (f)	1,600	1,715,888
		4,062,452
Utah 1.6%		
Utah Transit Authority, RB, Series A, 5.00%, 6/15/36	5,000	5,315,550
Virginia 0.1%		
County of Fairfax Virginia IDA, Refunding RB, Health Care, Inova Health System, Series A, 5.50%, 5/15/35	350	371,835
Washington 1.3%		
Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/32	4,004	4,216,098
Wisconsin 1.0%		
Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health, Inc.:		
Series A, 5.00%, 4/01/42	1,980	1,965,071
Series C, 5.25%, 4/01/39 (f)	1,430	1,467,384
		3,432,455
Total Municipal Bonds Transferred to Tender Option Bond Trusts 43.7%		145,135,606
Total Long-Term Investments (Cost \$535,496,923) 167.6%		557,270,626

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniEnhanced Fund, Inc. (MEN)

(Percentages shown are based on Net Assets)

Short-Term Securities	Shares	Value
FBI Institutional Tax-Exempt Fund, 0.03% (g)(h)	2,076,220	\$ 2,076,220
Total Short-Term Securities		2,076,220
(Cost \$2,076,220) 0.6%		559,346,846
Total Investments (Cost \$537,573,143) 168.2%		(5,590,563)
Liabilities in Excess of Other Assets (1.7)%		(78,652,267)
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (23.7%)		(142,500,000)
VRDP Shares, at Liquidation Value (42.8%)		
Net Assets Applicable to Common Shares 100.0%		\$ 332,604,016

Notes to Schedule of Investments

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) 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 is 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) When-issued security. Unsettled when-issued transactions were as follows:

Counterparty	Value	Unrealized Appreciation
William Blair & Co.	\$ 9,351,311	\$ 114,312

- (e) Represent bonds transferred to a TOB. In exchange the Fund acquired residual interest certificates. These bonds serve as collateral in a financing transaction. See Note 3 of the Notes to Financial Statements for details of municipal bonds transferred to TOBs.
- (f) All or a portion of security is subject to a recourse agreement, which may require the Fund to pay the liquidity provider in the event there is a shortfall between the TOB trust certificates and proceeds received from the sale of the security contributed to the TOB trust. In the case of a shortfall, the aggregate maximum potential amount the Fund could ultimately be required to pay under the agreements, which expire from February 1, 2016 to December 1, 2029 is \$13,491,769.
- (g) Investments in issuers considered to be an affiliate of the Fund during the six months ended October 31, 2013, for purposes of Section 2(a)(3) of the 1940 Act, were as follows:

Affiliate	Shares Held at April 30,	Net Activity	Shares Held at October 31,	Income
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	2013		2013	
FFI Institutional Tax-Exempt Fund	545,905	1,530,315	2,076,220	\$ 449

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

Financial futures contracts as of October 31, 2013 were as follows:

Contracts

Sold	Issue	Exchange	Expiration	Notional Value	Unrealized Depreciation
(60)	10-Year US Treasury Notes	Chicago Board of Trade	December 2013	\$ 7,641,563	\$ (20,690)

Fair Value Measurements Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs to valuation techniques are categorized into a disclosure hierarchy consisting of three broad levels for financial statement purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets or liabilities that the Fund has the ability to access

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 and derivative financial instruments)

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the fair value hierarchy classification is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. In accordance with the Fund's policy, transfers between different levels of the fair value disclosure hierarchy are deemed to have occurred as of the beginning of the reporting period. The categorization of a value determined for investments and derivative financial instruments is based on the pricing transparency of the investment and derivative financial instrument and is not necessarily an indication of the risks associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, please refer to Note 2 of the Notes to Financial Statements.

See Notes to Financial Statements.

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Schedule of Investments (concluded)

BlackRock MuniEnhanced Fund, Inc. (MEN)

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy as of October 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 557,270,626		\$ 557,270,626
Short-Term Securities	\$ 2,076,220			2,076,220
Total	\$ 2,076,220	\$ 557,270,626		\$ 559,346,846

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

	Level 1	Level 2	Level 3	Total
Derivative Financial Instruments²				
Liabilities:				
Interest rate contracts	\$ (20,690)			\$ (20,690)

² Derivative financial instruments are financial futures contracts, which are valued at the unrealized appreciation/depreciation on the instrument. Certain of the Fund's assets and liabilities are held at carrying amount, which approximates fair value for financial statement purposes. As of October 31, 2013, such assets and liabilities are categorized within the disclosure hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Assets:				
Cash	\$ 124,580			\$ 124,580
Cash pledged for financial futures contracts	107,000			107,000
Liabilities:				
TOB trust certificates		\$ (78,630,712)		(78,630,712)
VRDP Shares		(142,500,000)		(142,500,000)
Total	\$ 231,580	\$ (221,130,712)		\$ (220,899,132)

There were no transfers between levels during the six months ended October 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments October 31, 2013 (Unaudited)

BlackRock MuniHoldings Fund, Inc. (MHD)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Alabama 2.0%		
County of Jefferson Alabama, Limited Obligation School, RB, Series A, 5.00%, 1/01/24	\$ 4,550	\$ 4,526,067
Alaska 0.5%		
Northern Tobacco Securitization Corp., Refunding RB, Tobacco Settlement, Asset-Backed, Series A, 5.00%, 6/01/46	1,660	1,141,964
Arizona 3.7%		
County of Maricopa Arizona IDA, RB, Arizona Charter Schools Project, Series A, 6.75%, 7/01/29	1,900	1,590,262
Phoenix Arizona IDA, Refunding RB, America West Airlines, Inc. Project, AMT, 6.30%, 4/01/23	2,215	2,180,956
Salt Verde Financial Corp., RB, Senior: 5.00%, 12/01/32	2,000	2,019,580
5.00%, 12/01/37	2,360	2,369,770
Show Low Improvement District, Special Assessment Bonds, District No. 5, 6.38%, 1/01/15	85	85,367
		8,245,935
California 14.5%		
California Health Facilities Financing Authority, RB:		
St. Joseph Health System, Series A, 5.75%, 7/01/39	1,530	1,700,916
Sutter Health, Series B, 6.00%, 8/15/42	2,200	2,537,348
California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.00%, 7/01/33	875	901,320
California Pollution Control Financing Authority, RB:		
Poseidon Resources (Channel Side) LP Desalination Project, AMT, 5.00%, 7/01/37 (a)	710	626,518
Poseidon Resources (Channel Side) LP Desalination Project, AMT, 5.00%, 11/21/45 (a)	1,790	1,501,058
San Diego County Water Authority Desalination Project Pipeline, 5.00%, 11/21/45	865	768,172
California State Public Works Board, RB, Various Capital Projects, Sub-Series I-1, 6.38%, 11/01/34	820	944,115
California Statewide Communities Development Authority, RB, John Muir Health, Series A, 5.13%, 7/01/39	1,510	1,558,169
California Statewide Communities Development Authority, Refunding RB, Episcopal Communities & Services:		
5.00%, 5/15/42	325	292,263
5.00%, 5/15/47	250	220,465
City of Los Angeles California Department of Airports, Refunding ARB, Los Angeles International Airport, Series A:		
Senior, 5.00%, 5/15/40	4,115	4,195,325
5.25%, 5/15/39	555	592,374
Montebello Unified School District, GO, CAB (NPFGC) (b):		
3.89%, 8/01/22	2,405	1,716,785
4.26%, 8/01/23	2,455	1,627,272
San Diego Community College District, GO, Election of 2006, 5.00%, 8/01/43	750	792,015
San Diego Unified School District, GO, CAB, Series A, Election of 2008, 4.64%, 7/01/29 (b)	3,475	1,693,785
State of California, GO, Various Purpose, 6.50%, 4/01/33	8,370	9,967,163
	Par (000)	Value
Municipal Bonds		
California (concluded)		
Tobacco Securitization Authority of Southern California, Refunding RB, Tobacco Settlement Revenue, Asset-Backed, Senior Series A-1, 4.75%, 6/01/25	\$ 745	\$ 695,808
		32,330,871
Colorado 3.1%		
Colorado Educational & Cultural Facilities Authority, RB, Charter School, Colorado Springs, 5.50%, 7/01/40	1,455	1,377,158
Colorado Health Facilities Authority, Refunding RB, Evangelical Lutheran Good Samaritan Society Project, 5.00%, 12/01/42	1,230	1,144,564
	820	864,288

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Colorado State Board of Governors, Refunding RB, State University System Enterprise, Series A, 5.00%, 3/01/43		
Regional Transportation District, COP, Refunding, Series A, 5.38%, 6/01/31	710	753,956
Regional Transportation District, RB, Denver Transit Partners Eagle P3 Project, 6.00%, 1/15/34	1,425	1,480,546
University of Colorado, RB, Series A, 5.38%, 6/01/38	1,250	1,385,800
		7,006,312
Connecticut 1.6%		
Connecticut State Health & Educational Facility Authority, RB, Ascension Health Senior Credit, Series A, 5.00%, 11/15/40		
	955	979,983
Connecticut State Health & Educational Facility Authority, Refunding RB, Wesleyan University, 5.00%, 7/01/35		
	2,515	2,638,260
		3,618,243
Delaware 1.4%		
County of Sussex Delaware, RB, NRG Energy, Inc., Indian River Project, 6.00%, 10/01/40		
	790	812,460
Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45		
	2,430	2,304,126
		3,116,586
District of Columbia 3.2%		
District of Columbia, Tax Allocation Bonds, City Market at O Street Project, 5.13%, 6/01/41		
	1,520	1,522,295
Metropolitan Washington Airports Authority, Refunding RB:		
CAB, Second Senior Lien, Series B (AGC), 6.00%, 10/01/35 (b)		
	13,485	3,691,114
First Senior Lien, Series A, 5.00%, 10/01/39		
	505	505,747
First Senior Lien, Series A, 5.25%, 10/01/44		
	1,470	1,488,552
		7,207,708
Florida 8.9%		
City of Clearwater Florida Water & Sewer Revenue, RB, Series A, 5.25%, 12/01/39		
	2,375	2,494,557
County of Broward Florida Water & Sewer Utility, Refunding RB, Series A, 5.25%, 10/01/34		
	750	810,795
County of Hillsborough Florida IDA, RB, National Gypsum Co., Series B, AMT, 7.13%, 4/01/30		
	1,900	1,900,855
County of Miami-Dade Florida, RB, CAB, Series A (NPFGC), 5.71%, 10/01/37 (b)		
	2,340	608,751
County of Miami-Dade Florida Aviation, Refunding ARB, Miami International Airport, Series A-1, 5.38%, 10/01/41		
	2,620	2,707,665
County of Tampa-Hillsborough Florida Expressway Authority, Refunding RB:		
Series A, 5.00%, 7/01/37		
	1,410	1,439,737
Series B, 5.00%, 7/01/42		
	1,755	1,774,568

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Florida (concluded)		
Mid-Bay Bridge Authority, RB, Springing Lien, Series A, 7.25%, 10/01/40	\$ 2,095	\$ 2,303,641
Midtown Miami Community Development District, Special Assessment Bonds, Series B, 6.50%, 5/01/37	2,300	2,308,280
Palm Coast Park Community Development District, Special Assessment Bonds, 5.70%, 5/01/37	640	399,706
Preserve at Wilderness Lake Community Development District, Special Assessment Bonds, Series A, 5.90%, 5/01/14 (c)	1,390	1,441,472
Village Community Development District No. 10, Special Assessment Bonds, 5.13%, 5/01/43	1,740	1,581,817
		19,771,844
Georgia 1.4%		
DeKalb Private Hospital Authority, Refunding RB, Children s Healthcare, 5.25%, 11/15/39	585	598,034
Metropolitan Atlanta Rapid Transit Authority, RB, Sale Tax, Third Indenture, Series A, 5.00%, 7/01/39	2,410	2,491,385
		3,089,419
Hawaii 0.5%		
State of Hawaii Harbor System, RB, Series A, 5.25%, 7/01/30	945	1,016,338
Illinois 11.0%		
Chicago Illinois Transit Authority, RB, Sales Tax Receipts, 5.25%, 12/01/40	730	741,979
City of Chicago Illinois, GARB, O Hare International Airport, Third Lien: Series A, 5.75%, 1/01/39	2,000	2,083,160
Series C, 6.50%, 1/01/41	4,055	4,560,010
City of Chicago Illinois, GO, Project, Series A, 5.00%, 1/01/34	3,160	2,968,662
City of Chicago Illinois, Refunding RB, Sales Tax, Series A, 5.25%, 1/01/38	570	594,949
City of Chicago Illinois, Special Assessment Bonds, Lake Shore East, 6.75%, 12/01/32	900	921,159
County of Cook Illinois Community College District No. 508, GO, City College of Chicago, 5.50%, 12/01/38	560	587,821
Illinois Finance Authority, Refunding RB: Ascension Health, Series A, 5.00%, 11/15/37	675	678,537
Ascension Health, Series A, 5.00%, 11/15/42	1,230	1,228,106
Central Dupage Health, Series B, 5.50%, 11/01/39	1,115	1,177,183
Illinois State Toll Highway Authority, RB, Series A, 5.00%, 1/01/38	1,610	1,613,413
Metropolitan Pier & Exposition Authority, Refunding RB, McCormick Place Expansion Project: CAB, Series B (AGM), 6.11%, 6/15/47 (b)	13,220	1,747,420
Series B (AGM), 5.00%, 6/15/50	2,190	2,151,763
Series B-2, 5.00%, 6/15/50	1,740	1,672,192
Railsplitter Tobacco Settlement Authority, RB: 5.50%, 6/01/23	315	346,377
6.00%, 6/01/28	800	857,760
State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34	440	455,325
		24,385,816
Indiana 4.3%		
Carmel Redevelopment Authority, Refunding RB, Multipurpose, Series A: 4.00%, 8/01/35	790	738,650
4.00%, 2/01/38	1,265	1,149,531
Municipal Bonds		
Indiana (concluded)		
Indiana Finance Authority, RB, Series A: Private Activity Bond, Ohio River Bridges East End Crossing Project, AMT, 5.00%, 7/01/44	\$ 310	\$ 276,650
Private Activity Bond, Ohio River Bridges East End Crossing Project, AMT, 5.00%, 7/01/48	1,030	907,420
Sisters of St. Francis Health, 5.25%, 11/01/39	585	597,057
Wastewater Utility (CWA Authority Project), First Lien, 5.25%, 10/01/38	2,275	2,355,307

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Indiana Finance Authority, Refunding RB, Parkview Health System, Series A, 5.75%, 5/01/31	1,300	1,377,103
Indiana Municipal Power Agency, RB, Series B, 6.00%, 1/01/39	775	860,777
Indianapolis Local Public Improvement Bond Bank, RB, Series A: 5.00%, 1/15/36	275	287,149
5.00%, 1/15/40	880	909,454
		9,459,098
Iowa 1.7%		
Iowa Finance Authority, Refunding RB, Midwestern Disaster Area, Iowa Fertilizer Co. Project: 5.00%, 12/01/19	665	644,638
5.50%, 12/01/22	1,630	1,558,101
5.25%, 12/01/25	320	292,106
Iowa Student Loan Liquidity Corp., Refunding RB, Student Loan, Senior Series A-1, AMT, 5.15%, 12/01/22	1,240	1,285,557
		3,780,402
Kansas 0.7%		
Kansas Development Finance Authority, Refunding RB, Adventist Health, 5.75%, 11/15/38	1,520	1,638,606
Kentucky 0.3%		
Kentucky Economic Development Finance Authority, RB, Catholic Health Initiatives, Series A, 5.25%, 1/01/45 (d)	705	701,729
Louisiana 4.2%		
East Baton Rouge Sewerage Commission, RB, Series A, 5.25%, 2/01/39	570	603,955
Louisiana Local Government Environmental Facilities & Community Development Authority, RB, Westlake Chemical Corp. Projects, 6.75%, 11/01/32	3,500	3,728,725
New Orleans Aviation Board, RB, Passenger Facility Charge, Series A, 5.25%, 1/01/41	430	435,839
State of Louisiana Gasoline & Fuels Tax Revenue, RB, Second Lien, Series B, 5.00%, 5/01/45	1,270	1,311,948
Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, Series A: 5.50%, 5/15/30	700	713,440
5.25%, 5/15/31	600	596,586
5.25%, 5/15/32	765	756,945
5.25%, 5/15/33	830	818,015
5.25%, 5/15/35	350	343,353
		9,308,806
Maine 0.4%		
Maine Health & Higher Educational Facilities Authority, RB, Series A, 5.00%, 7/01/39	210	214,135
Maine Turnpike Authority, RB, Series A, 5.00%, 7/01/42	615	641,765
		855,900

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Maryland 2.5%		
Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35	\$ 300	\$ 303,798
Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25	820	853,243
Maryland Health & Higher Educational Facilities Authority, RB, Ascension Health Alliance, Series B, 5.00%, 11/15/51	2,910	2,911,833
Maryland Health & Higher Educational Facilities Authority, Refunding RB, Charlestown Community Project, 6.25%, 1/01/41	1,520	1,596,730
		5,665,604
Massachusetts 3.0%		
Massachusetts Development Finance Agency, RB, Wellesley College, Series J, 5.00%, 7/01/42	1,260	1,325,974
Massachusetts Development Finance Agency, Refunding RB, Boston University, Series P, 5.45%, 5/15/59	1,165	1,217,134
Massachusetts Health & Educational Facilities Authority, Refunding RB, Partners Healthcare System, Series J1, 5.00%, 7/01/39	255	259,131
Massachusetts HFA, RB, M/F Housing, Series A, AMT, 5.25%, 12/01/48	2,900	2,849,772
Massachusetts School Building Authority, RB, Dedicated Sales Tax, Senior Series A, 5.00%, 5/15/43	980	1,030,842
		6,682,853
Michigan 3.4%		
City of Detroit Michigan Sewage Disposal System, Refunding RB:		
Second Lien, Series B (AGM), 7.50%, 7/01/33	635	681,685
Senior Lien, Series A, 5.00%, 7/01/32	1,090	987,813
Senior Lien, Series A, 5.25%, 7/01/39	3,085	2,836,534
Kalamazoo Hospital Finance Authority, Refunding RB, Bronson Methodist Hospital, 5.50%, 5/15/36	955	974,931
Michigan State Hospital Finance Authority, Refunding RB, Henry Ford Health, 5.75%, 11/15/39	2,105	2,152,257
		7,633,220
Minnesota 1.1%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series A, 6.75%, 11/15/32	2,135	2,463,214
Mississippi 0.3%		
University of Southern Mississippi, RB, Campus Facilities Improvements Project, 5.38%, 9/01/36	675	711,335
Missouri 0.1%		
Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Refunding RB, Combined Lien, Series A, 5.00%, 10/01/44	175	180,973
Nebraska 0.3%		
Central Plains Energy Project Nebraska, RB, Gas Project No. 3, 5.25%, 9/01/37	575	591,336
New Hampshire 1.5%		
New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth-Hitchcock, 6.00%, 8/01/38	3,035	3,275,888
New Jersey 5.6%		
New Jersey EDA, RB, Continental Airlines, Inc. Project, AMT: 5.13%, 9/15/23	1,410	1,344,223
Municipal Bonds		
New Jersey (concluded)		
New Jersey EDA, RB, Continental Airlines, Inc. Project, AMT (concluded): 5.25%, 9/15/29	\$ 1,365	\$ 1,254,490
New Jersey EDA, Refunding, Special Assessment Kapkowski Road Landfill Project, 5.75%, 4/01/31	1,550	1,524,812
New Jersey State Turnpike Authority, RB, Series A:		

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5.00%, 1/01/38	895	928,724
5.00%, 1/01/43	1,925	1,969,737
New Jersey Transportation Trust Fund Authority, RB, Transportation System:		
Series A, 5.50%, 6/15/41	1,575	1,657,939
Series B, 5.25%, 6/15/36	1,705	1,792,262
Rutgers The State University of New Jersey, Refunding RB, Series L:		
5.00%, 5/01/38	350	371,466
5.00%, 5/01/43	365	383,593
Tobacco Settlement Financing Corp. New Jersey, Refunding RB, Series 1A, 4.50%, 6/01/23	1,215	1,123,924
		12,351,170
New York 7.7%		
County of Dutchess New York IDA, Refunding RB, St. Francis Hospital, Series A, 7.50%, 3/01/29		
	790	799,322
Long Island Power Authority, Refunding RB, Electric System, Series A, 5.75%, 4/01/39		
	1,450	1,568,146
Metropolitan Transportation Authority, Refunding RB, Dedicated Tax Fund, Series B, 5.00%, 11/15/34		
	1,740	1,816,369
New York City IDA, RB, British Airways PLC Project, AMT, 7.63%, 12/01/32		
	1,500	1,507,050
New York City Transitional Finance Authority, Future Tax Secured Bonds, RB, Fiscal 2012, Sub-Series E-1, 5.00%, 2/01/42		
	1,560	1,635,067
New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, Class 3, 6.38%, 7/15/49		
	850	900,464
New York State Dormitory Authority, Refunding RB, General Purpose, Series A, 5.00%, 6/15/31		
	1,235	1,338,382
New York State Thruway Authority, Refunding RB, General, Series I, 5.00%, 1/01/42		
	1,235	1,264,010
Port Authority of New York & New Jersey, ARB, Special Project, JFK International Air Terminal LLC Project, Series 8:		
6.00%, 12/01/36	900	970,884
6.00%, 12/01/42	875	938,464
Sales Tax Asset Receivable Corp., Refunding RB, Series A (AMBAC), 5.25%, 10/15/27	4,240	4,416,002
		17,154,160
North Carolina 0.6%		
North Carolina Medical Care Commission, RB, Health Care Facilities, Duke University Health System, Series A, 5.00%, 6/01/42		
	970	984,104
North Carolina Medical Care Commission, Refunding RB, Retirement Facilities, First Mortgage, Whitestone Project, Series A, 7.75%, 3/01/41		
	415	437,904
		1,422,008
Oklahoma 0.4%		
Oklahoma County Finance Authority, Refunding RB, Epworth Villa Project, Series A, 5.13%, 4/01/42		
	975	879,830
Oregon 0.1%		
City of Tigard Oregon, Refunding RB, Water System, 5.00%, 8/01/37		
	175	183,584

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Pennsylvania 3.7%		
Pennsylvania Economic Development Financing Authority, RB:		
American Water Co. Project, 6.20%, 4/01/39	\$ 2,520	\$ 2,743,221
National Gypsum Co., AMT, Series B, 6.13%, 11/01/27	2,500	2,425,825
Philadelphia Authority for Industrial Development, RB:		
Arbor House, Inc. Project, Retirement Facilities, Series E, 6.10%, 7/01/33	1,105	1,105,409
Commercial Development, AMT, 7.75%, 12/01/17	725	725,413
Saligman House Project, Section 8 Retirement Facilities, Series C (HUD), 6.10%, 7/01/33	1,245	1,245,461
		8,245,329
Puerto Rico 0.2%		
Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 7.85%, 8/01/38 (b)	2,975	442,442
South Carolina 1.1%		
South Carolina State Ports Authority, RB, 5.25%, 7/01/40	2,285	2,373,292
Tennessee 1.4%		
City of Chattanooga Tennessee Health Educational & Housing Facility Board, RB, Catholic Health Initiatives, Series A, 5.25%, 1/01/45 (d)		
	980	975,453
County of Hardeman Tennessee Correctional Facilities Corp., RB, 7.75%, 8/01/17	1,940	1,910,395
County of Rutherford Tennessee Health & Educational Facilities Board, RB, Ascension Health, Series C, 5.00%, 11/15/47	150	152,379
		3,038,227
Texas 11.5%		
Central Texas Regional Mobility Authority, Refunding RB:		
Senior Lien, 6.25%, 1/01/46	1,480	1,513,241
Senior Lien, Series A, 5.00%, 1/01/33	70	67,897
Sub-Lien, 5.00%, 1/01/33	250	226,755
Sub-Lien, 5.00%, 1/01/42	220	189,985
City of Austin Texas Electric Utility Revenue, Refunding RB, Series A, 5.00%, 11/15/37	1,500	1,561,950
City of Dallas Texas Waterworks & Sewer System, Refunding RB, 5.00%, 10/01/35	1,050	1,108,317
City of Houston Texas Airport System, Refunding ARB, Senior Lien, Series A, 5.50%, 7/01/39	1,070	1,174,635
City of San Antonio Texas Public Service Board, RB, Electric & Gas Systems, Junior Lien, 5.00%, 2/01/43	1,730	1,805,393
County of Tarrant Texas Cultural Education Facilities Finance Corp., Refunding RB, Scott & White Healthcare, Series A, 5.00%, 8/15/43	250	250,365
Dallas-Fort Worth International Airport, Refunding ARB, Joint Improvement, Series E, AMT, 5.00%, 11/01/35	1,255	1,228,771
Fort Bend County Industrial Development Corp., RB, NRG Energy Project, Series B, 4.75%, 11/01/42	295	255,095
Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/18 (c)	1,910	2,484,547
La Vernia Higher Education Finance Corp., RB, Kipp, Inc., Series A, 6.38%, 8/15/44	450	479,331
	Par (000)	Value
Municipal Bonds		
Texas (concluded)		
Matagorda County Navigation District No. 1, Refunding RB, AEP Texas Central Co. Project, Series 1, 4.00%, 6/01/30	\$ 750	\$ 672,368
North Texas Tollway Authority, RB, CAB, Special Project System, Series B, 6.04%, 9/01/37 (b)	1,400	338,996
North Texas Tollway Authority, Refunding RB, Second Tier System, Series F, 6.13%, 1/01/31	4,190	4,478,900
San Antonio Energy Acquisition Public Facility Corp., RB, Gas Supply: 5.50%, 8/01/24	1,100	1,232,759
5.50%, 8/01/25	1,120	1,242,898
Texas Municipal Gas Acquisition & Supply Corp. III, RB, 5.00%, 12/15/29	1,320	1,299,830
Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien: LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40	2,000	2,182,800

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NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39	1,700	1,834,487
		25,629,320
Utah 0.2%		
University of Utah, RB, General, Series A, 5.00%, 8/01/43	435	455,484
Vermont 0.2%		
Vermont Educational & Health Buildings Financing Agency, RB, Developmental & Mental Health, Series A, 6.00%, 6/15/17	460	465,299
Virginia 2.8%		
County of Fairfax Virginia EDA, Refunding RB, Goodwin House, Inc., 5.13%, 10/01/42	1,000	1,002,240
County of Hanover Virginia EDA, Refunding RB, Covenant Woods Series A: 5.00%, 7/01/42	625	507,906
Residential Care Facility, 5.00%, 7/01/47	970	774,943
Virginia Small Business Financing Authority, RB, Senior Lien, Elizabeth River Crossings OpCo LLC Project, AMT: 5.25%, 1/01/32	550	544,247
6.00%, 1/01/37	3,180	3,292,604
		6,121,940
Washington 0.8%		
Washington Health Care Facilities Authority, RB, Catholic Health Initiatives, Series A, 5.75%, 1/01/45 (d)	1,625	1,700,237
Wisconsin 4.3%		
State of Wisconsin, Refunding RB, Series A, 6.00%, 5/01/36	4,980	5,564,602
Wisconsin Health & Educational Facilities Authority, RB, Ascension Health Senior Care Group, 5.00%, 11/15/33	1,710	1,786,916
WPPI Energy Wisconsin, Refunding RB, Power Supply System, Series A: 5.00%, 7/01/29	260	279,365
5.00%, 7/01/30	330	351,318
5.00%, 7/01/31	720	762,401
5.00%, 7/01/37	870	892,759
		9,637,361
Wyoming 0.1%		
Wyoming Municipal Power Agency, Inc., RB, Series A, 5.00%, 1/01/42	210	211,220
Total Municipal Bonds 116.3%		258,716,970

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)

(Percentages shown are based on Net Assets)

Municipal Bonds Transferred to Tender Option Bond Trusts (e)	Par (000)	Value
California 7.9%		
Bay Area Toll Authority, Refunding RB, San Francisco Bay Area, Series F-1, 5.63%, 4/01/44	\$ 2,270	\$ 2,440,359
California Educational Facilities Authority, RB, University of Southern California, Series B, 5.25%, 10/01/39 (f)	1,845	1,975,866
City & County of San Francisco California Public Utilities Commission, RB, Water Revenue, Series B, 5.00%, 11/01/39	6,600	6,895,416
Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32	1,620	1,709,084
San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33	748	833,986
Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35	3,494	3,756,077
		17,610,788
Colorado 2.6%		
Colorado Health Facilities Authority, RB, Catholic Health (AGM):		
Series C-3, 5.10%, 10/01/41	2,580	2,593,365
Series C-7, 5.00%, 9/01/36	1,650	1,660,560
Colorado Health Facilities Authority, Refunding RB, Catholic Health Initiatives, Series A, 5.50%, 7/01/34 (f)	1,490	1,631,452
		5,885,377
Connecticut 3.0%		
Connecticut State Health & Educational Facility Authority, RB, Yale University:		
Series T-1, 4.70%, 7/01/29	3,179	3,316,893
Series X-3, 4.85%, 7/01/37	3,262	3,415,426
		6,732,319
Florida 1.8%		
County of Miami-Dade Florida, RB, Water & Sewer System, 5.00%, 10/01/34	3,939	4,086,060
Georgia 1.1%		
Private Colleges & Universities Authority, Refunding RB, Emory University, Series C, 5.00%, 9/01/38	2,259	2,351,068
Massachusetts 3.1%		
Massachusetts School Building Authority, RB, Dedicated Sales Tax:		
Series A (AGM), 5.00%, 8/15/15 (c)	644	675,500
Series A (AGM), 5.00%, 8/15/30	4,350	4,566,361
Senior Series B, 5.00%, 10/15/41	1,575	1,645,731
		6,887,592
New Hampshire 0.7%		
New Hampshire Health & Education Facilities Authority, RB, Dartmouth College, 5.25%, 6/01/39 (f)	1,409	1,532,778
New York 6.7%		
Hudson Yards Infrastructure Corp., RB, Senior, Series A, 5.75%, 2/15/47 (f)	1,110	1,175,718
New York City Municipal Water Finance Authority, Refunding RB, Water & Sewer System, Second General Resolution, Series FF-2, 5.50%, 6/15/40	1,110	1,188,247
New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Construction, 5.25%, 12/15/43	7,440	7,764,310
Municipal Bonds Transferred to Tender Option Bond Trusts (e)	Par (000)	Value
New York (concluded)		
New York Liberty Development Corp., Refunding RB, 4 World Trade Center Project, 5.75%, 11/15/51 (f)	\$ 4,460	\$ 4,761,184
		14,889,459
North Carolina 0.5%		

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North Carolina Capital Facilities Finance Agency, Refunding RB, Wake Forest University, 5.00%, 1/01/38	1,080	1,127,336
Ohio 4.7%		
State of Ohio, Refunding RB, Cleveland Clinic Health System Obligated Group, Series A, 5.50%, 1/01/39	9,644	10,533,491
Tennessee 1.1%		
County of Shelby Tennessee Health Educational & Housing Facilities Board, Refunding RB, St. Jude's Children's Research Hospital, 5.00%, 7/01/31	2,250	2,386,102
Texas 4.3%		
County of Harris Texas, RB, Senior Lien, Toll Road, Series A, 5.00%, 8/15/38 (f)	4,624	4,966,716
County of Harris Texas Metropolitan Transit Authority, Refunding RB, Series A, 5.00%, 11/01/41	2,350	2,431,404
University of Texas System, Refunding RB, Financing System, Series B, 5.00%, 8/15/43	2,040	2,160,757
		9,558,877
Utah 1.2%		
City of Riverton Utah, RB, IHC Health Services, Inc., 5.00%, 8/15/41	2,519	2,553,298
Virginia 2.8%		
University of Virginia, Refunding RB, General, 5.00%, 6/01/40	3,749	4,019,717
Virginia Small Business Financing Authority, Refunding RB, Sentara Healthcare, 5.00%, 11/01/40	2,094	2,118,741
		6,138,458
Washington 0.9%		
Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/32	1,860	1,958,038
Wisconsin 1.8%		
Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health, Inc., Series C, 5.25%, 4/01/39 (f)	3,959	4,063,526
Total Municipal Bonds Transferred to Tender Option Bond Trusts 44.2%		98,294,567
Total Long-Term Investments (Cost \$347,233,696) 160.5%		357,011,537
Short-Term Securities	Shares	
FFI Institutional Tax-Exempt Fund, 0.03% (g)(h)	9,986,495	9,986,495
Total Short-Term Securities (Cost \$9,986,495) 4.5%		9,986,495
Total Investments (Cost \$357,220,191) 165.0%		366,998,032
Liabilities in Excess of Other Assets (1.5%)		(3,329,738)
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (25.9%)		(57,592,649)
VMTP Shares, at Liquidation Value (37.6%)		(83,700,000)
Net Assets Applicable to Common Shares 100.0%		\$ 222,375,645

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund, Inc. (MHD)

Notes to Schedule of Investments

- (a) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933, as amended. 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) 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) When-issued security. Unsettled when-issued transactions were as follows:

Counterparty	Value	Unrealized Appreciation
Morgan Stanley & Co. LLC	\$ 3,377,419	\$ 67,732

- (e) Represent bonds transferred to a TOB. In exchange the Fund acquired residual interest certificates. These bonds serve as collateral in a financing transaction. See Note 3 of the Notes to Financial Statements for details of municipal bonds transferred to TOBs.
- (f) All or a portion of security is subject to a recourse agreement, which may require the Fund to pay the liquidity provider in the event there is a shortfall between the TOB trust certificates and proceeds received from the sale of the security contributed to the TOB trust. In the case of a shortfall, the aggregate maximum potential amount the Fund could ultimately be required to pay under the agreements, which expire from October 1, 2016 to February 15, 2031 is \$11,666,416.
- (g) Investments in issuers considered to be an affiliate of the Fund during the six months ended October 31, 2013, for purposes of Section 2(a)(3) of the 1940 Act, were as follows:

Affiliate	Shares Held at April 30, 2013	Net Activity	Shares Held at October 31, 2013	Income
FPI Institutional Tax-Exempt Fund	1,244,129	8,742,366	9,986,495	\$ 622

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

Financial futures contracts as of October 31, 2013 were as follows:

Contracts Sold	Issue	Exchange	Expiration	Notional Value	Unrealized Depreciation
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(68)	10-Year US Treasury Note	Chicago Board of Trade	December 2013	\$ 8,660,438	\$ (5,387)
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Fair Value Measurements Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs to valuation techniques are categorized into a disclosure hierarchy consisting of three broad levels for financial statement purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets or liabilities that the Fund has the ability to access

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 and derivative financial instruments)

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the fair value hierarchy classification is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. In accordance with the Fund's policy, transfers between different levels of the fair value disclosure hierarchy are deemed to have occurred as of the beginning of the reporting period. The categorization of a value determined for investments and derivative financial instruments is based on the pricing transparency of the investment and derivative financial instrument and is not necessarily an indication of the risks associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, please refer to Note 2 of the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy as of October 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 357,011,537		\$ 357,011,537
Short-Term Securities	\$ 9,986,495			9,986,495
Total	\$ 9,986,495	\$ 357,011,537		\$ 366,998,032

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

	Level 1	Level 2	Level 3	Total
Derivative Financial Instruments²				
Liabilities:				
Interest rate contracts	\$ (5,387)			\$ (5,387)

² Derivative financial instruments are financial futures contracts, which are valued at the unrealized appreciation/depreciation on the instrument.

See Notes to Financial Statements.

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Schedule of Investments (concluded)

BlackRock MuniHoldings Fund, Inc. (MHD)

Certain of the Fund's assets and liabilities are held at carrying amount, which approximates fair value for financial statement purposes. As of October 31, 2013, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Assets:				
Cash pledged for financial futures contracts	\$ 121,000			\$ 121,000
Liabilities:				
TOB trust certificates		\$ (57,579,446)		(57,579,446)
VMTP Shares		(83,700,000)		(83,700,000)
Total	\$ 121,000	\$ (141,279,446)		\$ (141,158,446)

There were no transfers between levels during the six months ended October 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments October 31, 2013 (Unaudited)

BlackRock MuniHoldings Fund II, Inc.
(MUH)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Alabama 2.1%		
County of Jefferson Alabama, Limited Obligation School, RB, Series A, 5.00%, 1/01/24	\$ 3,450	\$ 3,431,853
Alaska 0.7%		
Northern Tobacco Securitization Corp., Refunding RB, Tobacco Settlement, Asset-Backed, Series A, 5.00%, 6/01/46	1,660	1,141,964
Arizona 1.3%		
Phoenix IDA Arizona, Refunding RB, America West Airlines, Inc. Project, AMT, 6.30%, 4/01/23	2,060	2,028,338
Show Low Improvement District, Special Assessment Bonds, District No. 5, 6.38%, 1/01/15	210	210,907
		2,239,245
California 18.6%		
Benicia Unified School District, GO, CAB, Series A (NPFGC), 2.85%, 8/01/20 (a)	2,000	1,652,140
California Health Facilities Financing Authority, RB: St. Joseph Health System, Series A, 5.75%, 7/01/39	1,110	1,233,998
Sutter Health, Series B, 6.00%, 8/15/42	1,585	1,828,044
California Health Facilities Financing Authority, Refunding RB, St. Joseph Health System, Series A, 5.00%, 7/01/33	635	654,101
California Pollution Control Financing Authority, RB: Poseidon Resources (Channel Side) LP Desalination Project, AMT, 5.00%, 7/01/37 (b)	515	454,446
Poseidon Resources (Channel Side) LP Desalination Project, AMT, 5.00%, 11/21/45 (b)	1,295	1,085,961
San Diego County Water Authority Desalination Project Pipeline, 5.00%, 11/21/45	620	550,597
California State Public Works Board, RB, Various Capital Projects, Sub-Series I-1, 6.38%, 11/01/34	600	690,816
California Statewide Communities Development Authority, RB, John Muir Health, Series A, 5.13%, 7/01/39	1,090	1,124,771
California Statewide Communities Development Authority, Refunding RB, Episcopal Communities & Services: 5.00%, 5/15/42	250	224,818
5.00%, 5/15/47	185	163,144
City of Los Angeles California Department of Airports, Refunding ARB, Los Angeles International Airport, Series A: 5.25%, 5/15/39	400	426,936
Senior, 5.00%, 5/15/40	2,975	3,033,072
San Diego Community College District, GO, Election of 2006, 5.00%, 8/01/43	545	575,531
San Diego Unified School District, GO, CAB, Series A, Election of 2008, 4.64%, 7/01/29 (a)	2,525	1,230,736
San Marino Unified School District, GO, Series A (NPFGC) (a): 1.59%, 7/01/17	1,820	1,717,370
1.93%, 7/01/18	1,945	1,778,313
2.11%, 7/01/19	2,070	1,837,415
State of California, GO, Various Purpose: 6.00%, 3/01/33	1,265	1,479,177
6.50%, 4/01/33	7,325	8,722,756
Tobacco Securitization Authority of Southern California, Refunding RB, Tobacco Settlement Revenue, Asset-Backed, Senior Series A-1, 4.75%, 6/01/25	535	499,674
		30,963,816
Municipal Bonds		Value

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	Par (000)	
Colorado 1.9%		
Colorado Educational & Cultural Facilities Authority, RB, Charter School, Colorado Springs, 5.50%, 7/01/40	\$ 1,055	\$ 998,557
Colorado State Board of Governors, Refunding RB, State University System Enterprise, Series A, 5.00%, 3/01/43	595	627,136
Regional Transportation District, COP, Refunding, Series A, 5.38%, 6/01/31	510	541,574
University of Colorado, RB, Series A, 5.38%, 6/01/38	920	1,019,949
		3,187,216
Connecticut 1.6%		
Connecticut State Health & Educational Facility Authority, RB, Ascension Health Senior Credit, Series A, 5.00%, 11/15/40	685	702,919
Connecticut State Health & Educational Facility Authority, Refunding RB, Wesleyan University, 5.00%, 7/01/35	1,875	1,966,894
		2,669,813
Delaware 1.5%		
County of Sussex Delaware, RB, NRG Energy, Inc., Indian River Project, 6.00%, 10/01/40	570	586,205
Delaware State EDA, RB, Exempt Facilities, Indian River Power, 5.38%, 10/01/45	2,050	1,943,810
		2,530,015
District of Columbia 2.6%		
Metropolitan Washington Airports Authority, Refunding RB: CAB, Second Senior Lien, Series B (AGC), 5.89%, 10/01/34 (a)	10,170	3,019,982
First Senior Lien, Series A, 5.00%, 10/01/39	255	255,377
First Senior Lien, Series A, 5.25%, 10/01/44	1,000	1,012,620
		4,287,979
Florida 7.4%		
Ballantrae Community Development District, Special Assessment Bonds, 6.00%, 5/01/35	1,465	1,415,293
City of Clearwater Florida Water & Sewer Revenue, RB, Series A, 5.25%, 12/01/39	1,725	1,811,836
County of Broward Florida Water & Sewer Utility, Refunding RB, Series A, 5.25%, 10/01/34	545	589,178
County of Hillsborough Florida IDA, RB, National Gypsum Co., Series B, AMT, 7.13%, 4/01/30	1,380	1,380,621
County of Miami-Dade Florida, RB, CAB, Series A (NPFGC), 5.71%, 10/01/37 (a)	1,765	459,165
County of Tampa-Hillsborough Florida Expressway Authority, Refunding RB: Series A, 5.00%, 7/01/37	1,025	1,046,617
Series B, 5.00%, 7/01/42	1,275	1,289,216
Mid-Bay Bridge Authority, RB, Springing Lien, Series A, 7.25%, 10/01/40	1,525	1,676,875
Palm Coast Park Community Development District, Special Assessment Bonds, 5.70%, 5/01/37	475	296,657
Preserve at Wilderness Lake Community Development District, Special Assessment Bonds, Series A, 5.90%, 5/01/14 (c)	1,165	1,208,140
Village Community Development District No. 10, Special Assessment Bonds, 5.13%, 5/01/43	1,260	1,145,453
		12,319,051
Georgia 1.3%		
DeKalb Private Hospital Authority, Refunding RB, Children's Healthcare, 5.25%, 11/15/39	420	429,357

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc.
(MUH)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Georgia (concluded)		
Metropolitan Atlanta Rapid Transit Authority, RB, Sales Tax, Third Indenture, Series A, 5.00%, 7/01/39	\$ 1,740	\$ 1,798,760
		2,228,117
Hawaii 0.4%		
State of Hawaii Harbor System, RB, Series A, 5.25%, 7/01/30	680	731,333
Idaho 1.2%		
Power County Industrial Development Corp., RB, FMC Corp. Project, AMT, 6.45%, 8/01/32	2,000	2,001,620
Illinois 13.5%		
Chicago Illinois Transit Authority, RB, Sales Tax Receipts, 5.25%, 12/01/40	530	538,697
City of Chicago Illinois, GARB, O Hare International Airport, Third Lien: Series A, 5.75%, 1/01/39	2,500	2,603,950
Series C, 6.50%, 1/01/41	2,935	3,300,525
City of Chicago Illinois, GO, Project, Series A, 5.00%, 1/01/34	2,290	2,151,341
City of Chicago Illinois, Refunding RB, Sales Tax, Series A, 5.25%, 1/01/38	410	427,946
City of Chicago Illinois, Special Assessment Bonds, Lake Shore East, 6.75%, 12/01/32	900	921,159
City of Chicago Illinois Waterworks Revenue, Refunding RB, Second Lien Project, 5.00%, 11/01/42	3,645	3,606,472
County of Cook Illinois Community College District No. 508, GO, City College of Chicago, 5.50%, 12/01/38	410	430,369
Illinois Finance Authority, Refunding RB: Ascension Health, Series A, 5.00%, 11/15/37	490	492,568
Ascension Health, Series A, 5.00%, 11/15/42	890	888,629
Central Dupage Health, Series B, 5.50%, 11/01/39	800	844,616
Illinois State Toll Highway Authority, RB, Series A, 5.00%, 1/01/38	1,165	1,167,470
Metropolitan Pier & Exposition Authority, Refunding RB, McCormick Place Expansion Project: CAB, Series B (AGM), 6.11%, 6/15/47 (a)	9,555	1,262,980
Series B (AGM), 5.00%, 6/15/50	1,585	1,557,326
Series B-2, 5.00%, 6/15/50	1,260	1,210,898
Railsplitter Tobacco Settlement Authority, RB: 5.50%, 6/01/23	230	252,910
6.00%, 6/01/28	500	536,100
State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34	315	325,971
		22,519,927
Indiana 4.6%		
Carmel Redevelopment Authority, Refunding RB, Multipurpose, Series A: 4.00%, 8/01/35	575	537,625
4.00%, 2/01/38	920	836,022
Indiana Finance Authority, RB, Series A: Private Activity Bond, Ohio River Bridges East End Crossing Project, AMT, 5.00%, 7/01/44	225	200,794
Private Activity Bond, Ohio River Bridges East End Crossing Project, AMT, 5.00%, 7/01/48	740	651,933
Sisters of St. Francis Health, 5.25%, 11/01/39	420	428,656
	Par (000)	Value
Municipal Bonds		
Indiana (concluded)		
Indiana Finance Authority, RB, Series A (concluded):		

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Wastewater Utility, CWA Authority Project, First Lien, 5.25%, 10/01/38	\$ 1,660	\$ 1,718,598
Indiana Finance Authority, Refunding RB, Parkview Health System, Series A, 5.75%, 5/01/31	1,660	1,758,455
Indiana Municipal Power Agency, RB, Series B, 6.00%, 1/01/39	565	627,534
Indianapolis Local Public Improvement Bond Bank, RB, Series A:		
5.00%, 1/15/36	200	208,836
5.00%, 1/15/40	640	661,421
		7,629,874
Iowa 1.7%		
Iowa Finance Authority, Refunding RB, Midwestern Disaster Area, Iowa Fertilizer Co. Project:		
5.00%, 12/01/19	485	470,149
5.50%, 12/01/22	1,175	1,123,171
5.25%, 12/01/25	230	209,951
Iowa Student Loan Liquidity Corp., Refunding RB, Student Loan, Senior Series A-1, AMT,		
5.15%, 12/01/22	1,015	1,052,291
		2,855,562
Kansas 0.7%		
Kansas Development Finance Authority, Refunding RB, Adventist Health, 5.75%, 11/15/38	1,105	1,191,223
Kentucky 0.5%		
Kentucky Economic Development Finance Authority, RB, Series A:		
Catholic Health Initiatives,		
5.25%, 1/01/45 (d)	520	517,587
Owensboro Medical Health System,		
6.38%, 6/01/40	315	332,092
		849,679
Louisiana 4.0%		
East Baton Rouge Sewerage Commission, RB, Series A, 5.25%, 2/01/39	420	445,019
Louisiana Local Government Environmental Facilities & Community Development Authority,		
RB, Westlake Chemical Corp. Projects,		
6.75%, 11/01/32	2,500	2,663,375
New Orleans Aviation Board, RB, Passenger Facility Charge, Series A, 5.25%, 1/01/41	310	314,210
State of Louisiana Gasoline & Fuels Tax Revenue, RB, Second Lien, Series B, 5.00%, 5/01/45	915	945,222
Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, Series A:		
5.50%, 5/15/30	510	519,792
5.25%, 5/15/31	435	432,525
5.25%, 5/15/32	555	549,156
5.25%, 5/15/33	600	591,336
5.25%, 5/15/35	255	250,158
		6,710,793
Maine 0.4%		
Maine Health & Higher Educational Facilities Authority, RB, Series A, 5.00%, 7/01/39	150	152,954
Maine Turnpike Authority, RB, Series A,		
5.00%, 7/01/42	450	469,584
		622,538
Maryland 2.5%		
Maryland EDC, RB, Transportation Facilities Project, Series A, 5.75%, 6/01/35	220	222,785

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc.
(MUH)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Maryland (concluded)		
Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25	\$ 605	\$ 629,527
Maryland Health & Higher Educational Facilities Authority, RB, Ascension Health Alliance, Series B, 5.00%, 11/15/51	2,105	2,106,326
Maryland Health & Higher Educational Facilities Authority, Refunding RB, Charlestown Community Project, 6.25%, 1/01/41	1,095	1,150,276
		4,108,914
Massachusetts 3.6%		
Massachusetts Development Finance Agency, RB, Wellesley College, Series J, 5.00%, 7/01/42	915	962,909
Massachusetts Development Finance Agency, Refunding RB, Boston University, Series P, 5.45%, 5/15/59	845	882,814
Massachusetts Health & Educational Facilities Authority, Refunding RB, Partners Healthcare System, Series J1, 5.00%, 7/01/39	360	365,832
Massachusetts HFA, RB, M/F Housing, Series A, AMT, 5.25%, 12/01/48	2,100	2,063,628
Massachusetts HFA, Refunding HRB, Series F, AMT, 5.70%, 6/01/40	1,020	1,043,848
Massachusetts School Building Authority, RB, Dedicated Sales Tax, Senior Series A, 5.00%, 5/15/43	710	746,835
		6,065,866
Michigan 3.3%		
City of Detroit Michigan Sewage Disposal System, Refunding RB:		
Second Lien, Series B (AGM), 7.50%, 7/01/33	460	493,819
Senior Lien, Series A, 5.00%, 7/01/32	790	715,938
Senior Lien, Series A, 5.25%, 7/01/39	2,235	2,054,993
Kalamazoo Hospital Finance Authority, Refunding RB, Bronson Methodist Hospital, 5.50%, 5/15/36	690	704,400
Michigan State Hospital Finance Authority, Refunding RB, Henry Ford Health, 5.75%, 11/15/39	1,520	1,554,124
		5,523,274
Minnesota 1.1%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series A, 6.75%, 11/15/32	1,540	1,776,744
Missouri 0.1%		
Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Refunding RB, Combined Lien, Series A, 5.00%, 10/01/44	125	129,266
New Hampshire 1.0%		
New Hampshire Health & Education Facilities Authority, Refunding RB, Dartmouth-Hitchcock, 6.00%, 8/01/38	1,530	1,651,436
New Jersey 4.0%		
New Jersey EDA, RB, Continental Airlines, Inc. Project, AMT:		
5.13%, 9/15/23	1,040	991,484
5.25%, 9/15/29	990	909,850
New Jersey EDA, Refunding, Special Assessment Kapkowski Road Landfill Project, 5.75%, 4/01/31	1,125	1,106,719
New Jersey State Turnpike Authority, RB, Series A, 5.00%, 1/01/38	650	674,492
	Par (000)	Value
Municipal Bonds		
New Jersey (concluded)		
New Jersey Transportation Trust Fund Authority, RB, Transportation System:		
Series A, 5.50%, 6/15/41	\$ 1,025	\$ 1,078,976
Series B, 5.25%, 6/15/36	1,235	1,298,207

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Rutgers The State University of New Jersey, Refunding RB, Series L:		
5.00%, 5/01/38	255	270,639
5.00%, 5/01/43	265	278,499
		6,608,866
New York 6.5%		
County of Dutchess New York IDA, Refunding RB, St. Francis Hospital, Series A, 7.50%, 3/01/29		
	800	809,440
Long Island Power Authority, Refunding RB, Electric System, Series A, 5.75%, 4/01/39		
	1,050	1,135,554
Metropolitan Transportation Authority, Refunding RB, Dedicated Tax Fund, Series B, 5.00%, 11/15/34		
	1,270	1,325,740
New York City Transitional Finance Authority, Future Tax Secured Bonds, RB, Fiscal 2012, Sub-Series E-1, 5.00%, 2/01/42		
	1,240	1,299,669
New York Liberty Development Corp., Refunding RB, Second Priority, Bank of America Tower at One Bryant Park Project, Class 3, 6.38%, 7/15/49		
	615	651,513
New York State Dormitory Authority, Refunding RB, General Purpose, Series A, 5.00%, 6/15/31		
	895	969,920
Port Authority of New York & New Jersey, ARB, Special Project, JFK International Air Terminal LLC Project, Series 8:		
6.00%, 12/01/36	650	701,194
6.00%, 12/01/42	630	675,694
Sales Tax Asset Receivable Corp., Refunding RB, Series A (AMBAC), 5.25%, 10/15/27	3,200	3,332,832
		10,901,556
North Carolina 0.6%		
North Carolina Medical Care Commission, RB, Health Care Facilities, Duke University Health System, Series A, 5.00%, 6/01/42		
	705	715,251
North Carolina Medical Care Commission, Refunding RB, Retirement Facilities, First Mortgage, Whitestone Project, Series A, 7.75%, 3/01/41		
	305	321,833
		1,037,084
Oregon 0.1%		
City of Tigard Oregon, Refunding RB, Water System, 5.00%, 8/01/37		
	125	131,131
Pennsylvania 2.4%		
Pennsylvania Economic Development Financing Authority, RB:		
American Water Co. Project, 6.20%, 4/01/39		
	1,830	1,992,101
National Gypsum Co., Series A, AMT, 6.25%, 11/01/27		
	1,500	1,472,610
Philadelphia Authority for Industrial Development, RB, Commercial Development, AMT, 7.75%, 12/01/17		
	540	540,308
		4,005,019
Puerto Rico 0.2%		
Puerto Rico Sales Tax Financing Corp., Refunding RB, CAB, First Sub-Series C, 7.85%, 8/01/38 (a)		
	2,145	319,004
South Carolina 1.0%		
South Carolina State Ports Authority, RB, 5.25%, 7/01/40		
	1,650	1,713,756

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc.
(MUH)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Tennessee 1.4%		
City of Chattanooga Tennessee Health Educational & Housing Facility Board, RB, Catholic Health Initiatives, Series A, 5.25%, 1/01/45 (d)	\$ 720	\$ 716,659
County of Hardeman Tennessee Correctional Facilities Corp., RB, Series B, 7.38%, 8/01/17	1,575	1,577,993
County of Rutherford Tennessee Health & Educational Facilities Board, RB, Ascension Health, Series C, 5.00%, 11/15/47	105	106,665
		2,401,317
Texas 8.6%		
Central Texas Regional Mobility Authority, Refunding RB:		
Senior Lien, 6.25%, 1/01/46	1,070	1,094,032
Senior Lien, Series A, 5.00%, 1/01/33	50	48,497
Sub-Lien, 5.00%, 1/01/33	180	163,264
Sub-Lien, 5.00%, 1/01/42	160	138,171
City of Dallas Texas Waterworks & Sewer System, Refunding RB, 5.00%, 10/01/35	260	274,440
City of Houston Texas Airport System, Refunding ARB, Senior Lien, Series A, 5.50%, 7/01/39	535	587,318
City of San Antonio Texas Public Service Board, RB, Electric & Gas Systems, Junior Lien, 5.00%, 2/01/43	1,255	1,309,693
County of Tarrant Texas Cultural Education Facilities Finance Corp., Refunding RB, Scott & White Healthcare, Series A, 5.00%, 8/15/43	180	180,263
Dallas-Fort Worth International Airport, Refunding ARB, Joint Improvement, Series E, AMT, 5.00%, 11/01/35	910	890,981
Harris County Health Facilities Development Corp., Refunding RB, Memorial Hermann Healthcare System, Series B, 7.25%, 12/01/18 (c)	1,380	1,795,118
La Vernia Higher Education Finance Corp., RB, Kipp, Inc., Series A, 6.38%, 8/15/44	320	340,858
Matagorda County Navigation District No. 1, Refunding RB, AEP Texas Central Co. Project, Series 1, 4.00%, 6/01/30	540	484,105
Midland County Fresh Water Supply District No. 1, RB, CAB, City of Midland Project, Series A (a):		
5.27%, 9/15/40	2,525	623,422
5.38%, 9/15/41	1,395	317,823
North Texas Tollway Authority, RB, CAB, Special Project System, Series B, 6.04%, 9/01/37 (a)	1,015	245,772
North Texas Tollway Authority, Refunding RB, Second Tier System, Series F, 6.13%, 1/01/31	3,020	3,228,229
Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien:		
LBJ Infrastructure Group LLC, LBJ Freeway Managed Lanes Project, 7.00%, 6/30/40	1,165	1,271,481
NTE Mobility Partners LLC, North Tarrant Express Managed Lanes Project, 6.88%, 12/31/39	1,300	1,402,843
		14,396,310
Utah 0.8%		
County of Utah Utah, RB, IHC Health Services, Inc., 5.00%, 5/15/43	1,020	1,045,072
University of Utah, RB, General, Series A, 5.00%, 8/01/43	315	329,833
		1,374,905
Vermont 0.1%		
Vermont Educational & Health Buildings Financing Agency, RB, 6.50%, 6/15/32	80	80,798
	Par (000)	Value
Municipal Bonds		
Virginia 3.2%		
County of Fairfax Virginia EDA, Refunding RB, Goodwin House, Inc., 5.13%, 10/01/42	\$ 2,500	\$ 2,505,600

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Virginia Small Business Financing Authority, RB, Senior Lien, Elizabeth River Crossings OpCo LLC Project, AMT:		
5.25%, 1/01/32	400	395,816
6.00%, 1/01/37	2,325	2,407,328
		5,308,744
Washington 0.8%		
Washington Health Care Facilities Authority, RB, Catholic Health Initiatives, Series A, 5.75%, 1/01/45 (d)		
	1,195	1,250,329
Wisconsin 4.2%		
State of Wisconsin, Refunding RB, Series A, 6.00%, 5/01/36		
	3,620	4,044,952
Wisconsin Health & Educational Facilities Authority, RB, Ascension Health Senior Care Group, 5.00%, 11/15/33		
	1,235	1,290,550
WPPI Energy Wisconsin, Refunding RB, Power Supply System, Series A:		
5.00%, 7/01/29	190	204,151
5.00%, 7/01/30	240	255,504
5.00%, 7/01/31	520	550,623
5.00%, 7/01/37	635	651,612
		6,997,392
Total Municipal Bonds 111.5%		185,893,329

Municipal Bonds Transferred to Tender Option Bond Trusts (e)

California 9.6%		
Bay Area Toll Authority, Refunding RB, San Francisco Bay Area, Series F-1, 5.63%, 4/01/44		
	1,640	1,763,079
California Educational Facilities Authority, RB, University of Southern California, Series B, 5.25%, 10/01/39 (f)		
	1,335	1,429,692
City & County of San Francisco California Public Utilities Commission, RB, Water Revenue, Series B, 5.00%, 11/01/39		
	4,770	4,983,505
Los Angeles Community College District California, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32		
	1,170	1,234,338
San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33		
	553	617,149
Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35		
	5,519	5,932,346
		15,960,109
Colorado 2.5%		
Colorado Health Facilities Authority, RB, Catholic Health (AGM):		
Series C-3, 5.10%, 10/01/41		
	1,870	1,879,687
Series C-7, 5.00%, 9/01/36		
	1,200	1,207,680
Colorado Health Facilities Authority, Refunding RB, Catholic Health Initiatives, Series A, 5.50%, 7/01/34 (f)		
	1,080	1,182,529
		4,269,896

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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 (e)	Par (000)	Value
Connecticut 2.9%		
Connecticut State Health & Educational Facility Authority, RB, Yale University:		
Series T-1, 4.70%, 7/01/29	\$ 2,299	\$ 2,399,011
Series X-3, 4.85%, 7/01/37	2,362	2,472,517
		4,871,528
Florida 1.8%		
County of Miami-Dade Florida, RB, Water & Sewer System, 5.00%, 10/01/34	2,840	2,945,282
Georgia 1.0%		
Private Colleges & Universities Authority, Refunding RB, Emory University, Series C, 5.00%, 9/01/38	1,649	1,716,488
Massachusetts 2.6%		
Massachusetts School Building Authority, RB, Dedicated Sales Tax:		
Series A (AGM), 5.00%, 8/15/15 (c)	387	405,706
Series A (AGM), 5.00%, 8/15/30	2,613	2,742,559
Senior Series B, 5.00%, 10/15/41	1,140	1,191,195
		4,339,460
New Hampshire 0.7%		
New Hampshire Health & Education Facilities Authority, RB, Dartmouth College, 5.25%, 6/01/39 (f)	1,019	1,108,818
New York 8.7%		
Hudson Yards Infrastructure Corp., RB, Senior, Series A, 5.75%, 2/15/47 (f)	810	857,957
New York City Municipal Water Finance Authority, Refunding RB, Water & Sewer System, Second General Resolution, Series FF-2, 5.50%, 6/15/40	810	867,099
New York City Transitional Finance Authority, BARB, Series S-3, 5.25%, 1/15/39	3,299	3,617,129
New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Construction, 5.25%, 12/15/43	5,400	5,635,386
New York Liberty Development Corp., Refunding RB, 4 World Trade Center Project, 5.75%, 11/15/51 (f)	3,250	3,469,473
		14,447,044
North Carolina 0.5%		
North Carolina Capital Facilities Finance Agency, Refunding RB, Wake Forest University, 5.00%, 1/01/38	800	835,064
Ohio 4.6%		
State of Ohio, Refunding RB, Cleveland Clinic Health System Obligated Group, Series A, 5.50%, 1/01/39	6,974	7,617,532
Tennessee 1.6%		
County of Shelby Tennessee Health Educational & Housing Facilities Board, Refunding RB, St. Jude's Children's Research Hospital, 5.00%, 7/01/31	2,500	2,651,225
Municipal Bonds Transferred to Tender Option Bond Trusts (e)		
Texas 4.4%		
County of Harris Texas, RB, Senior Lien, Toll Road, Series A, 5.00%, 8/15/38 (f)	\$ 3,363	\$ 3,612,157
County of Harris Texas Metropolitan Transit Authority, Refunding RB, Series A, 5.00%, 11/01/41	1,710	1,769,234
University of Texas System, Refunding RB, Financing System, Series B, 5.00%, 8/15/43	1,800	1,906,551
		7,287,942
Utah 0.8%		
City of Riverton Utah, RB, IHC Health Services, Inc., 5.00%, 8/15/41	1,394	1,413,432

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Virginia 2.7%		
University of Virginia, Refunding RB, General, 5.00%, 6/01/40	2,729	2,926,354
Virginia Small Business Financing Authority, Refunding RB, Sentara Healthcare, 5.00%, 11/01/40	1,553	1,570,609
		4,496,963
Washington 0.9%		
Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/32	1,365	1,436,947
Wisconsin 1.7%		
Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health, Inc., Series C, 5.25%, 4/01/39 (f)	2,859	2,934,769
Total Municipal Bonds Transferred to Tender Option Bond Trusts 47.0%		78,332,499
Total Long-Term Investments		
(Cost \$255,495,829) 158.5%		264,225,828

Short-Term Securities	Shares	
FFI Institutional Tax-Exempt Fund, 0.03% (g)(h)	4,929,995	4,929,995
Total Short-Term Securities		
(Cost \$4,929,995) 3.0%		4,929,995
Total Investments (Cost \$260,425,824) 161.5%		269,155,823
Liabilities in Excess of Other Assets (0.8)%		(1,297,463)
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (27.7)%		(46,204,334)
VMTP Shares, at Liquidation Value (33.0)%		(55,000,000)
Net Assets Applicable to Common Shares 100.0%		\$ 166,654,026

Notes to Schedule of investments

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) Security exempt from registration pursuant to Rule 144A under the Securities Act of 1933, as amended. These securities may be resold in transactions exempt from registration to qualified institutional investors.
- (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.

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Fund II, Inc.
(MUH)

(d) When-issued security. Unsettled when-issued transactions were as follows:

Counterparty	Value	Unrealized Appreciation
Morgan Stanley & Co. LLC	\$ 2,484,575	\$ 49,834

(e) Represent bonds transferred to a TOB. In exchange the Fund acquired residual interest certificates. These bonds serve as collateral in a financing transaction. See Note 3 of the Notes to Financial Statements for details of municipal bonds transferred to TOBs.

(f) All or a portion of security is subject to a recourse agreement, which may require the Fund to pay the liquidity provider in the event there is a shortfall between the TOB trust certificates and proceeds received from the sale of the security contributed to the TOB trust. In the case of a shortfall, the aggregate maximum potential amount the Fund could ultimately be required to pay under the agreements, which expire from October 1, 2016 to February 15, 2031 is \$8,468,517.

(g) Investments in issuers considered to be an affiliate of the Fund during the six months ended October 31, 2013, for purposes of Section 2(a)(3) of the 1940 Act, were as follows:

Affiliate	Shares Held at April 30, 2013	Net Activity	Shares Held at October 31, 2013	Income
FFI Institutional Tax-Exempt Fund	1,169,756	3,760,239	4,929,995	\$ 286

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

Financial futures contracts as of October 31, 2013 were as follows:

Contracts

Sold	Issue	Exchange	Expiration	Notional Value	Unrealized Depreciation
(51)	10-Year US Treasury Note	Chicago Board of Trade	December 2013	\$ 6,495,328	\$ (4,040)

Fair Value Measurements Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs to valuation techniques are categorized into a disclosure hierarchy consisting of three broad levels for financial statement purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets or liabilities that the Fund has the ability to access

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)

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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 and derivative financial instruments). The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the fair value hierarchy classification is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. In accordance with the Fund's policy, transfers between different levels of the fair value disclosure hierarchy are deemed to have occurred as of the beginning of the reporting period. The categorization of a value determined for investments and derivative financial instruments is based on the pricing transparency of the investment and derivative financial instrument and is not necessarily an indication of the risks associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, please refer to Note 2 of the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy as of October 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 264,225,828		\$ 264,225,828
Short-Term Securities	\$ 4,929,995			4,929,995
Total	\$ 4,929,995	\$ 264,225,828		\$ 269,155,823

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

	Level 1	Level 2	Level 3	Total
Derivative Financial Instruments ²				
Liabilities:				
Interest rate contracts	\$ (4,040)			\$ (4,040)

² Derivative financial instruments are financial futures contracts, which are valued at the unrealized appreciation/depreciation on the instrument.

See Notes to Financial Statements.

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Schedule of Investments (concluded)

**BlackRock MuniHoldings Fund II, Inc.
(MUH)**

Certain of the Fund's assets and liabilities are held at carrying amount, which approximates fair value for financial statement purposes. As of October 31, 2013, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Assets:				
Cash pledged for financial futures contracts	\$ 91,000			\$ 91,000
Liabilities:				
TOB trust certificates		\$ (46,192,990)		(46,192,990)
VMTP Shares		(55,000,000)		(55,000,000)
Total	\$ 91,000	\$ (101,192,990)		\$ (101,101,990)

There were no transfers between levels during the six months ended October 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments October 31, 2013 (Unaudited)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Alabama 1.8%		
City of Birmingham Alabama Special Care Facilities Financing Authority, RB, Children s Hospital (AGC), 6.00%, 6/01/39	\$ 2,330	\$ 2,615,402
City of Selma Alabama IDB, RB, Gulf Opportunity Zone, International Paper Co. Project, Series A, 5.38%, 12/01/35	565	552,265
		3,167,667
California 20.8%		
California Educational Facilities Authority, RB, University of Southern California, Series A, 5.25%, 10/01/38	2,895	3,100,603
California Health Facilities Financing Authority, RB, Sutter Health, Series B, 6.00%, 8/15/42	1,730	1,995,278
California State Public Works Board, RB, Department of Corrections and Rehabilitation, Series F, 5.25%, 9/01/33	725	767,775
Central Unified School District, GO, Election of 2008, Series A (AGC), 5.63%, 8/01/33	1,325	1,423,275
City of San Jose California, Refunding ARB, Series A-1, AMT: 5.50%, 3/01/30	2,400	2,548,344
5.75%, 3/01/34	2,180	2,310,735
City of Sunnyvale California, Refunding RB, 5.25%, 4/01/40	1,605	1,706,292
County of Sacramento California, ARB, Senior Series A (AGC), 5.50%, 7/01/41	2,100	2,312,058
Kern Community College District, GO, Safety, Repair & Improvement, Election of 2002, Series C, 5.50%, 11/01/33	1,420	1,594,149
Los Angeles Community College District California, GO, Election of 2008, Series C, 5.25%, 8/01/39	1,000	1,078,430
Los Angeles Department of Water & Power, RB, Power System, Sub-Series A-1, 5.25%, 7/01/38	1,575	1,672,004
Oceanside Unified School District, GO, Series A (AGC), 5.25%, 8/01/33	1,825	1,918,659
Redondo Beach Unified School District, GO, Election of 2008, Series E, 5.50%, 8/01/34	1,335	1,424,138
Sacramento California Municipal Utility District, RB, Series A, 5.00%, 8/15/37	1,000	1,044,000
San Francisco City & County Airports Commission, Refunding ARB, Second Series A, AMT: 5.50%, 5/01/28	1,085	1,186,556
5.25%, 5/01/33	850	884,833
San Pablo Joint Powers Financing Authority, Refunding, Tax Allocation Bonds, CAB (NPFGC) (a): 5.90%, 12/01/24	2,635	1,383,981
6.12%, 12/01/25	2,355	1,137,253
6.28%, 12/01/26	2,355	1,048,234
University of California Medical Center, Refunding RB, Series J, 5.25%, 5/15/38	3,270	3,430,001
Ventura County Community College District, GO, Election of 2002, Series C, 5.50%, 8/01/33	1,850	2,058,513
		36,025,111
Colorado 4.1%		
City & County of Denver Colorado Airport System, ARB, Subordinate System, Series A, AMT: 5.50%, 11/15/25	2,845	3,168,221
5.50%, 11/15/28	1,000	1,075,020
5.50%, 11/15/30	340	359,611
5.50%, 11/15/31	405	425,392
Colorado Health Facilities Authority, RB, Hospital, NCMC, Inc. Project, Series B (AGM), 6.00%, 5/15/26	1,900	2,128,171
		7,156,415
Municipal Bonds		
District of Columbia 1.3%		
District of Columbia Water & Sewer Authority, Refunding RB, Series A, 5.50%, 10/01/39	\$ 2,000	\$ 2,150,380
Florida 14.1%		
City of Jacksonville Florida, Refunding RB, Series A, 5.25%, 10/01/33	400	427,404
County of Lee Florida, Refunding ARB, Series A, AMT, 5.38%, 10/01/32	1,500	1,538,235
County of Miami-Dade Florida, Seaport, RB: Series A, 5.38%, 10/01/33	1,015	1,060,990

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Series A, 6.00%, 10/01/38	1,000	1,094,590
Series B, AMT, 6.25%, 10/01/38	460	491,514
Series B, AMT, 6.00%, 10/01/42	615	642,054
County of Miami-Dade Florida Aviation, Refunding ARB, Series A, AMT, 5.00%, 10/01/31	2,900	2,937,352
County of Miami-Dade Florida Transit System Sales Surtax, Refunding RB, 5.00%, 7/01/42	995	1,010,323
County of Miami-Dade Florida Water & Sewer System, Refunding RB, Series B, 5.25%, 10/01/29	2,855	3,108,096
Hillsborough County Aviation Authority, Refunding RB, Series A, 5.50%, 10/01/29	1,735	1,834,068
Orange County School Board, COP, Series A (AGC), 5.50%, 8/01/34	4,645	4,977,257
Reedy Creek Improvement District, GO, Series A, 5.25%, 6/01/32	1,040	1,116,045
Tohopekaliga Water Authority, Refunding RB, Series A, 5.25%, 10/01/36	3,995	4,255,514
		24,493,442
Georgia 2.1%		
Augusta Georgia Water & Sewerage, RB (AGM), 5.25%, 10/01/34	3,500	3,601,780
Illinois 13.5%		
City of Chicago Illinois, GARB, O Hare International Airport, Third Lien:		
Series A, 5.75%, 1/01/39	1,145	1,192,609
Series C, 6.50%, 1/01/41	5,225	5,875,721
City of Chicago Illinois, Refunding RB, Sales Tax, Series A, 5.25%, 1/01/38	1,795	1,873,567
City of Chicago Illinois Transit Authority, RB:		
Federal Transit Administration Section 5309, Series A (AGC), 6.00%, 6/01/26	2,000	2,178,680
Sales Tax Receipts, 5.25%, 12/01/36	635	651,364
Sales Tax Receipts, 5.25%, 12/01/40	1,810	1,839,702
City of Chicago Illinois Wastewater Transmission Revenue, RB, Wastewater Transmission, Second Lien, 5.00%, 1/01/42	2,050	1,986,635
County of Cook Illinois Community College District No. 508, GO:		
5.25%, 12/01/43	1,490	1,501,533
City College of Chicago, 5.50%, 12/01/38	695	729,528
Illinois Finance Authority, RB, University of Chicago, Series B, 5.50%, 7/01/37	1,000	1,087,870
Railsplitter Tobacco Settlement Authority, RB:		
5.50%, 6/01/23	1,405	1,544,952
6.00%, 6/01/28	400	428,880
State of Illinois, GO, Various Purposes:		
5.50%, 7/01/33	2,000	2,041,940
5.50%, 7/01/38	425	426,547
		23,359,528
Indiana 3.9%		
Indiana Finance Authority, RB, Private Activity Bond, Ohio River Bridges East End Crossing Project, Series A, AMT, 5.00%, 7/01/40	565	514,670
Indianapolis Local Public Improvement Bond Bank, RB, Series F, 5.25%, 2/01/36	3,055	3,237,842

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Indiana (concluded)		
Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project, Series A (AGC), 5.50%, 1/01/38	\$ 2,780	\$ 2,931,593
		6,684,105
Louisiana 1.4%		
Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, Series A:		
5.50%, 5/15/28	1,140	1,187,492
5.50%, 5/15/29	1,215	1,254,415
		2,441,907
Massachusetts 6.8%		
Massachusetts School Building Authority, RB:		
(AGM), 5.00%, 8/15/15 (b)	1,030	1,116,252
(AGM), 5.00%, 8/15/30	370	386,498
Senior Series B, 5.00%, 10/15/41	3,065	3,201,914
Series A (AGM), 5.00%, 8/15/15 (b)	6,600	7,152,684
		11,857,348
Michigan 4.7%		
City of Detroit Michigan Sewage Disposal System, Refunding RB (AGM):		
Second Lien, Series B, 7.50%, 7/01/33	750	805,140
Senior Lien, Series C-1, 7.00%, 7/01/27	4,810	5,079,408
Royal Oak Hospital Finance Authority, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39	1,910	2,297,501
		8,182,049
Minnesota 0.9%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series B (AGC), 6.50%, 11/15/38		
	1,325	1,518,755
Mississippi 2.4%		
Mississippi Development Bank, RB, Special Obligation, Jackson Water & Sewer System Project (AGM), 6.88%, 12/01/40		
	2,595	3,103,438
Mississippi State University Educational Building Corp., Refunding RB, 5.25%, 8/01/38	1,000	1,074,120
		4,177,558
Nevada 2.6%		
County of Clark Nevada, ARB:		
Las Vegas-McCarran International Airport, Series A (AGM), 5.25%, 7/01/39	1,410	1,457,869
Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/36	1,360	1,362,122
County of Clark Nevada Water Reclamation District, GO, Series A, 5.25%, 7/01/34	1,500	1,668,420
		4,488,411
New Jersey 11.4%		
New Jersey EDA, RB, Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/33		
	3,575	3,646,178
New Jersey Health Care Facilities Financing Authority, RB, Virtua Health, Series A (AGC), 5.50%, 7/01/38	2,100	2,167,830
New Jersey Transportation Trust Fund Authority, RB, Transportation System:		
Series A, 5.50%, 6/15/41	1,780	1,873,735
Series A (AGC), 5.63%, 12/15/28	3,170	3,607,428
Series AA, 5.50%, 6/15/39	1,890	2,022,470
Series B, 5.25%, 6/15/36	1,000	1,051,180
Rutgers The State University of New Jersey, Refunding RB:		
Series J, 5.00%, 5/01/32	1,270	1,377,925
Series L, 5.00%, 5/01/32	785	851,709
South Jersey Transportation Authority LLC, Refunding RB, Transportation System, Series A:		

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5.00%, 11/01/27	2,000	2,163,000
	Par	
	(000)	Value
Municipal Bonds		
New Jersey (concluded)		
South Jersey Transportation Authority LLC, Refunding RB, Transportation System, Series A (concluded):		
5.00%, 11/01/28	\$ 1,000	\$ 1,067,170
		19,828,625
New York 5.6%		
Hudson Yards Infrastructure Corp., RB, Series A, 5.75%, 2/15/47		
	2,510	2,658,843
New York City Municipal Water Finance Authority, RB, Water & Sewer System, 2nd General Resolution, Fiscal 2009, Series EE, 5.25%, 6/15/40		
	3,410	3,594,481
New York City Municipal Water Finance Authority, Refunding RB, Water & Sewer System, 2nd General Resolution, Fiscal 2011, Series EE, 5.38%, 6/15/43		
	1,305	1,389,394
Port Authority of New York & New Jersey, Refunding ARB, Consolidated, 166th Series, 5.25%, 7/15/36		
	2,000	2,143,400
		9,786,118
Ohio 2.0%		
Ohio Higher Educational Facility Commission, Refunding RB, Kenyon College Project, 5.00%, 7/01/37		
	285	290,674
Ohio State Turnpike Commission, RB, Junior Lien, Infrastructure Projects, Series A-1: 5.25%, 2/15/30		
	1,000	1,079,210
5.25%, 2/15/31		
	2,000	2,148,860
		3,518,744
South Carolina 1.6%		
Charleston County Airport District, ARB, Series A, AMT:		
6.00%, 7/01/38	1,695	1,812,820
5.50%, 7/01/41	1,000	1,030,920
		2,843,740
Texas 26.0%		
Austin Community College District Public Facility Corp., RB, Educational Facilities Project, Round Rock Campus, 5.25%, 8/01/33		
	2,500	2,672,150
City of Beaumont Texas, GO, Certificates of Obligation, 5.25%, 3/01/37		
	1,360	1,472,526
City of Houston Texas Utility System, Refunding RB, Combined First Lien, Series A (AGC), 6.00%, 11/15/35		
	4,000	4,547,240
Dallas Area Rapid Transit, Refunding RB, Senior Lien, 5.25%, 12/01/38		
	2,600	2,765,542
Dallas-Fort Worth International Airport, ARB, Joint Improvement AMT:		
Series A, 5.00%, 11/01/38		
	1,965	1,870,798
Series D, 5.00%, 11/01/38		
	700	671,090
Series H, 5.00%, 11/01/37		
	2,200	2,110,966
Lower Colorado River Authority, Refunding RB:		
5.50%, 5/15/33	1,240	1,330,309
North Texas Tollway Authority, RB, Special Projects, Series A, 5.50%, 9/01/41		
	4,250	4,588,810
North Texas Tollway Authority, Refunding RB, First Tier (NPFGC):		
Series A, 5.63%, 1/01/33		
	6,585	7,004,135
Series A, 5.75%, 1/01/40		
	4,885	5,281,125
Series B, 5.75%, 1/01/40		
	6,275	6,783,840
Red River Education Financing Corp., RB, Texas Christian University Project, 5.25%, 3/15/38		
	620	670,976
Waco Educational Finance Corp., Refunding RB, Baylor University, 5.00%, 3/01/43		
	3,250	3,314,123
		45,083,630

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Quality Fund, Inc. (MUS)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Virginia 1.3%		
City of Lexington Virginia IDA, RB, Washington & Lee University, 5.00%, 1/01/43	\$ 570	\$ 597,599
Virginia Public School Authority, RB, School Financing, 6.50%, 12/01/18 (b)	1,300	1,646,710
		2,244,309
Washington 1.5%		
City of Seattle Washington Municipal Light & Power, Refunding RB, Series A, 5.25%, 2/01/36	1,375	1,475,004
State of Washington, GO, Various Purposes, Series B, 5.25%, 2/01/36	1,075	1,156,678
		2,631,682
Total Municipal Bonds 129.8%		225,241,304
Municipal Bonds Transferred to Tender Option Bond Trusts (c)		
Alabama 1.3%		
City of Mobile Alabama Board of Water & Sewer Commissioners, RB (NPFGC), 5.00%, 1/01/31	2,120	2,219,767
California 2.6%		
Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35	3,149	3,385,306
University of California, Refunding RB, Limited Project, Series G, 5.00%, 5/15/37	1,000	1,048,939
		4,434,245
Colorado 3.2%		
Colorado Health Facilities Authority, RB, Catholic Health, Series C-3 (AGM), 5.10%, 10/01/41	5,610	5,639,060
District of Columbia 0.7%		
District of Columbia Water & Sewer Authority, Refunding RB, Senior Lien, Series A, 6.00%, 10/01/35 (d)	1,040	1,163,317
Florida 7.7%		
City of St. Petersburg Florida, Refunding RB (NPFGC), 5.00%, 10/01/35	4,302	4,447,245
County of Lee Florida Housing Finance Authority, RB, Multi-County Program, Series A-2, AMT (Ginnie Mae), 6.00%, 9/01/40	525	549,454
County of Miami-Dade Florida, GO, Building Better Communities Program, Series B-1, 6.00%, 7/01/38	7,500	8,387,775
		13,384,474
Illinois 1.5%		
City of Chicago Illinois, Refunding RB, Waterworks, Second Lien (AGM), 5.25%, 11/01/33	2,508	2,589,236
Kentucky 0.9%		
Kentucky State Property & Building Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/27	1,406	1,560,216
Municipal Bonds Transferred to Tender Option Bond Trusts (c)		
Nevada 5.7%		
County of Clark Nevada Water Reclamation District, GO: Limited Tax, 6.00%, 7/01/38	\$ 5,000	\$ 5,670,600
Series B, 5.50%, 7/01/29	3,749	4,298,041
		9,968,641
New Jersey 1.4%		
New Jersey Housing & Mortgage Finance State Agency, RB, S/F Housing, Series CC, 5.25%, 10/01/29	2,291	2,389,068
New York 5.2%		
New York City Transitional Finance Authority, BARB, Series S-3, 5.25%, 1/15/39 \$	1,400	1,534,539

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New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Construction, 5.25%, 12/15/43	4,530	4,727,463
New York Liberty Development Corp., Refunding RB, 4 World Trade Center Project, 5.75%, 11/15/51 (d)	2,660	2,839,630
		9,101,632
Utah 0.6%		
City of Riverton Utah, RB, IHC Health Services, Inc., 5.00%, 8/15/41	1,005	1,018,279
Total Municipal Bonds Transferred to Tender Option Bond Trusts 30.8%		53,467,935
Total Long-Term Investments (Cost \$267,642,157) 160.6%		278,709,239
Short-Term Securities		
Pennsylvania 1.7%		
Philadelphia Hospitals & Higher Education Facilities Authority, Refunding RB, VRDN, Children s Hospital of Philadelphia, Series A (Wells Fargo NA SBPA), 0.08%, 11/01/13 (e)	2,900	2,900,000
		Shares
Money Market Funds 0.0%		
FBI Institutional Tax-Exempt Fund, 0.03% (f)(g)	34,803	34,803
Total Short-Term Securities (Cost \$2,934,803) 1.7%		2,934,803
Total Investments (Cost \$270,576,960) 162.3%		281,644,042
Other Assets Less Liabilities 3.9%		6,825,614
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (16.1)%		(27,908,127)
VMTP Shares, at Liquidation Value (50.1)%		(87,000,000)
Net Assets Applicable to Common Shares 100.0%		\$ 173,561,529

Notes to Schedule of Investments

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) 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.
- (c) Represent bonds transferred to a TOB. In exchange the Fund acquired residual interest certificates. These bonds serve as collateral in a financing transaction. See Note 3 of the Notes to Financial Statements for details of municipal bonds transferred to TOBs.

See Notes to Financial Statements.

Table of Contents**Schedule of Investments (concluded)****BlackRock MuniHoldings Quality Fund, Inc.
(MUS)**

- (d) All or a portion of security is subject to a recourse agreement, which may require the Fund to pay the liquidity provider in the event there is a shortfall between the TOB trust certificates and proceeds received from the sale of the security contributed to the TOB trust. In the case of a shortfall, the aggregate maximum potential amount the Fund could ultimately be required to pay under the agreements, which expire from October 1, 2016 to July 1, 2017 is \$2,220,432.
- (e) Variable rate security. Rate shown is as of report date and maturity shown is the date the principal owed can be recovered through demand.
- (f) Investments in issuers considered to be an affiliate of the Fund during the six months, for purposes of Section 2(a)(3) of the 1940 Act, were as follows:

Affiliate	Shares Held at April 30, 2013	Net Activity	Shares Held at October 31, 2013	Income
FFI Institutional Tax-Exempt Fund	3,309,474	(3,274,671)	34,803	\$ 687

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

Financial futures contracts as of October 31, 2013 were as follows:

Contracts

Sold	Issue	Exchange	Expiration	Notional Value	Unrealized Depreciation
(107)	10-Year US Treasury Note	Chicago Board of Trade	December 2013	\$ 13,627,453	\$ (8,476)

Fair Value Measurements Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs to valuation techniques are categorized into a disclosure hierarchy consisting of three broad levels for financial statement purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets or liabilities that the Fund has the ability to access

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 and derivative financial instruments)

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the fair value hierarchy classification is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

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Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. In accordance with the Fund's policy, transfers between different levels of the fair value disclosure hierarchy are deemed to have occurred as of the beginning of the reporting period. The categorization of a value determined for investments and derivative financial instruments is based on the pricing transparency of the investment and derivative financial instrument and is not necessarily an indication of the risks associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, please refer to Note 2 of the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy as of October 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 278,709,239		\$ 278,709,239
Short-Term Securities	\$ 34,803	2,900,000		2,934,803
Total	\$ 34,803	\$ 281,609,239		\$ 281,644,042

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

	Level 1	Level 2	Level 3	Total
Derivative Financial Instruments²				
Liabilities:				
Interest rate contracts	\$ (8,476)			\$ (8,476)

² Derivative financial instruments are financial futures contracts, which are valued at the unrealized appreciation/depreciation on the instrument.

Certain of the Fund's assets and liabilities are held at carrying amount, which approximates fair value for financial statement purposes. As of October 31, 2013, such assets and liabilities are categorized within the disclosure hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Assets:				
Cash pledged for financial futures contracts	\$ 190,000			\$ 190,000
Liabilities:				
TOB trust certificates		\$ (27,899,735)		(27,899,735)
VMTP Shares		(87,000,000)		(87,000,000)
Total	\$ 190,000	\$ (114,899,735)		\$ (114,709,735)

There were no transfers between levels during the six months ended October 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments October 31, 2013 (Unaudited)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Alabama 3.0%		
City of Birmingham Alabama Special Care Facilities Financing Authority, RB, Children s Hospital (AGC), 6.00%, 6/01/34	\$ 4,615	\$ 5,180,291
County of Jefferson Alabama, RB, Limited Obligation School, Series A: 5.50%, 1/01/21	5,500	5,473,215
5.25%, 1/01/23	6,500	6,466,395
		17,119,901
Arizona 5.2%		
Arizona Board of Regents, University of Arizona, RB, 5.00%, 8/01/28	2,000	2,190,620
Arizona Health Facilities Authority, Refunding RB, Phoenix Children s Hospital, Series A, 5.00%, 2/01/30	2,685	2,614,868
City of Tucson Arizona, COP (AGC): 4.25%, 7/01/21	1,870	2,001,031
4.25%, 7/01/22	1,895	2,014,006
City of Tucson Arizona, COP, Refunding (AGC), 4.00%, 7/01/20	2,325	2,534,924
County of Pima Arizona IDA, Refunding RB, Tucson Electric Power Co. Project, San Juan Project, Series A, 4.95%, 10/01/20	2,325	2,471,684
Glendale Union School District No. 205, GO, Series C: 5.00%, 7/01/24	1,945	2,192,657
5.00%, 7/01/27	500	541,405
Maricopa County IDA, RB, Arizona Charter School Project, Series A, 6.63%, 7/01/20	1,100	993,377
Phoenix-Mesa Gateway Airport Authority, RB, Mesa Project, AMT: 5.00%, 7/01/27	700	724,339
5.00%, 7/01/32	1,925	1,917,935
Pima County IDA, RB, Arizona Charter Schools Project: Series C, 6.70%, 7/01/21	20	20,018
Series K, 6.38%, 7/01/31	895	846,903
Pinal County Electric District No. 3, Refunding RB, 5.00%, 7/01/25	1,600	1,736,576
Salt River Project Agricultural Improvement & Power District, RB, Series A, 5.00%, 1/01/25	4,000	4,437,120
Scottsdale IDA, Refunding RB, Scottsdale Healthcare, Series C (AGM), 5.00%, 9/01/35	2,050	2,091,472
State of Arizona, COP, Department of Administration, Series A (AGM), 4.25%, 10/01/23	1,000	1,064,910
		30,393,845
California 3.5%		
California Health Facilities Financing Authority, RB, Sutter Health, Series B, 5.00%, 8/15/22	2,135	2,412,251
California HFA, RB, S/F, Home Mortgage, Series K, AMT, 4.55%, 8/01/21	185	185,631
California Pollution Control Financing Authority, RB, Mandatory Put Bonds, Republic Services, Inc. Project, Series B, AMT, 5.25%, 6/01/23 (a)	605	648,034
California Pollution Control Financing Authority, Refunding RB, Pacific Gas, Series C, AMT (NPFGC), 4.75%, 12/01/23	5,000	5,222,250
City of San Jose California, Refunding ARB, Series A-1, AMT, 5.00%, 3/01/25	2,000	2,142,180
State of California, GO: 5.50%, 4/01/28	15	15,247
5.00%, 11/01/32	2,000	2,090,560
Various Purposes, 5.75%, 4/01/31	7,000	7,822,010
		20,538,163
Municipal Bonds		
Colorado 0.5%		
Plaza Metropolitan District No. 1, Tax Allocation Bonds, Public Improvement Fee, Tax Increment, 7.50%, 6/01/14 (b)	\$ 2,570	\$ 2,704,385

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Connecticut 2.4%		
Connecticut State Development Authority, RB, Learjet, Inc. Project, AMT, 7.95%, 4/01/26	1,160	1,224,334
Connecticut State Health & Educational Facility Authority, Refunding RB:		
Connecticut College, Series I, 5.00%, 7/01/29	1,075	1,152,206
Connecticut College, Series I, 5.00%, 7/01/31	1,320	1,398,936
Connecticut College, Series I, 5.00%, 7/01/32	500	527,290
Lawrence & Memorial Hospital, Series F, 5.00%, 7/01/31	1,780	1,837,067
State of Connecticut, GO, Series B, 5.00%, 4/15/31	6,990	7,518,304
		13,658,137
Florida 8.6%		
Broward County Florida Airport System, ARB, Series Q-2, AMT, 5.00%, 10/01/32	1,250	1,257,100
County of Broward Florida School Board, COP, Refunding, Series A (AGM), 5.00%, 7/01/24	10,000	11,121,500
County of Lee Florida, Refunding ARB, AMT, Series A: 5.50%, 10/01/23	1,000	1,117,380
(AGM), 5.00%, 10/01/27	1,635	1,694,351
County of Miami-Dade Florida, RB, AMT, Series B: 6.00%, 10/01/28	3,470	3,789,622
6.00%, 10/01/29	3,480	3,757,808
County of Miami-Dade Florida Transit System, Sales Surtax Revenue, Refunding RB: 5.00%, 7/01/32	1,500	1,558,695
5.00%, 7/01/33	3,000	3,102,120
County of Miami-Dade Florida Water & Sewer System Revenue, Refunding RB, Series C (BHAC), 5.00%, 10/01/23	8,000	9,098,720
Greater Orlando Aviation Authority Airport Facilities, Refunding RB, Series B, AMT: 5.00%, 10/01/25	1,000	1,069,700
5.00%, 10/01/26	2,935	3,106,844
Highlands County Health Facilities Authority, Refunding RB, Adventis Health, Series G, 5.13%, 11/15/16 (b)	35	39,771
Miami-Dade County Expressway Authority, Refunding RB, Series A, 5.00%, 7/01/26	4,000	4,370,040
Midtown Miami Community Development District, Special Assessment Bonds: Series A, 6.00%, 5/01/24	2,710	2,717,913
Series B, 6.50%, 5/01/37	1,840	1,846,624
Sterling Hill Community Development District, Refunding RB, Special Assessment Bonds, Series B, 5.50%, 11/01/10 (c)(d)	155	99,862
		49,748,050
Georgia 1.2%		
Fulton County Development Authority, Refunding RB, Robert Woodruff, Series B, 5.25%, 3/15/24	3,000	3,265,950
Medical Center Hospital Authority, Refunding RB, Columbus Regional Healthcare (AGM): 4.00%, 8/01/23	1,500	1,563,405
4.13%, 8/01/24	2,000	2,070,320
		6,899,675

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Guam 0.4%		
Territory of Guam, RB, Section 30, Series A, 5.38%, 12/01/24	\$ 2,100	\$ 2,228,667
Hawaii 0.9%		
State of Hawaii Airports System, Refunding ARB, Series A, 5.25%, 7/01/29	5,000	5,326,150
Idaho 0.6%		
Idaho Health Facilities Authority, Refunding RB, St. Luke's Regional Medical Center (AGM), 4.63%, 7/01/30	3,700	3,745,325
Illinois 12.1%		
Chicago Illinois Transit Authority, RB, 5.25%, 12/01/31	3,700	3,858,138
City of Chicago Illinois, GARB, O'Hare International Airport, Third Lien, Series B-2 (AGM), 5.75%, 1/01/14 (b)	8,130	8,203,983
City of Chicago Illinois, Refunding GARB, O'Hare International Airport, AMT: Series A, 5.00%, 1/01/23	13,000	14,165,840
Series C, 5.25%, 1/01/28	1,350	1,398,586
Series C, 5.25%, 1/01/29	3,020	3,101,570
Illinois State Toll Highway Authority, RB, Series A, 5.00%, 1/01/34	9,140	9,341,720
Madison-Macoupin Etc. Counties Community College District No. 536, GO, Refunding, Lewis & Clark Community College: 5.00%, 5/01/29	350	365,176
5.00%, 5/01/30	475	491,502
5.00%, 5/01/31	500	515,660
5.00%, 5/01/32	500	513,105
Railsplitter Tobacco Settlement Authority, RB: 5.50%, 6/01/23	3,500	3,848,635
6.25%, 6/01/24	12,750	13,837,957
State of Illinois, GO, Refunding, 5.00%, 8/01/21	3,000	3,251,790
Village of Hodgkins Illinois, RB, MBM Project, AMT, 5.90%, 11/01/17	6,000	6,003,900
Village of Wheeling Illinois, Tax Allocation Bonds, North Milwaukee/Lake-Cook TIF Project, 6.00%, 1/01/25	1,425	1,369,981
		70,267,543
Indiana 4.1%		
City of Whiting Indiana, RB, BP Products North America, Remarketed, Pollution Control, 5.25%, 1/01/21	4,800	5,609,568
County of Jasper Indiana, Refunding RB, Northern Indiana Public Service Co., Series C (NPFGC), 5.85%, 4/01/19	2,000	2,298,320
Indiana Finance Authority, RB, Wastewater, First Lien, Series A, 5.25%, 10/01/31	10,000	10,784,400
Indiana Finance Authority, Refunding RB, U.S. Steel Corp. Project, 6.00%, 12/01/19	5,000	5,114,550
		23,806,838
Iowa 1.1%		
Iowa Higher Education Loan Authority, RB, Private College Facility: 5.25%, 4/01/23	695	787,539
5.25%, 4/01/24	730	817,096
5.25%, 4/01/25	520	574,517
5.25%, 4/01/26	360	393,822
Iowa Higher Education Loan Authority, Refunding RB, Private College Facility: 5.00%, 9/01/22	2,315	2,463,484
Upper Iowa University Project, 5.00%, 9/01/20	1,000	1,103,620
		6,140,078
Municipal Bonds	Par (000)	Value

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Kansas 1.5%		
Kansas Development Finance Authority, RB, KU Health System, Series H, 5.00%, 3/01/26	\$ 3,220	\$ 3,425,307
Kansas Development Finance Authority, Refunding RB:		
Adventist Health System/Sunbelt Obligated Group, Series C, 5.00%, 11/15/23	1,500	1,679,460
Sisters of Charity of Leavenworth Health System, Series A, 4.00%, 1/01/22	3,425	3,592,791
		8,697,558
Kentucky 3.2%		
Kentucky Economic Development Finance Authority, RB, Owensboro Medical Health System, Series A, 5.25%, 6/01/23	8,650	9,310,341
Kentucky State Property & Building Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/24	8,000	9,132,960
		18,443,301
Louisiana 4.1%		
Jefferson Parish Hospital Service District No. 1, Refunding RB, West Jefferson Medical Center, Series A (AGM), 5.50%, 1/01/26	3,000	3,193,170
Louisiana Local Government Environmental Facilities & Community Development Authority, Refunding RB, BRCC Facilities Corp. Project:		
5.00%, 12/01/27	3,445	3,745,714
5.00%, 12/01/28	3,715	4,003,878
Louisiana Public Facilities Authority, Refunding RB, Entergy Gulf States Louisiana LLC Project, Series A, 5.00%, 9/01/28	2,000	2,087,400
New Orleans Aviation Board Louisiana, Refunding GARB, Restructuring, Series A-2 (AGC),		
6.00%, 1/01/23	850	970,726
State of Louisiana Gasoline & Fuels Tax Revenue, Refunding RB, 4.00%, 5/01/34	6,000	5,844,180
Terrebonne Levee & Conservation District, RB, Sales Tax, 5.00%, 7/01/28	3,660	3,854,749
		23,699,817
Maine 0.3%		
Portland Housing Development Corp., Refunding RB, Senior Living, Retirement Facilities, Series A, 6.00%, 2/01/34	1,965	1,970,915
Maryland 0.7%		
Maryland EDC, RB, Transportation Facilities Project, Series A, 5.13%, 6/01/20	1,750	1,839,127
Maryland EDC, Refunding RB, CNX Marine Terminals, Inc., 5.75%, 9/01/25	790	822,027
Maryland Health & Higher Educational Facilities Authority, RB, Johns Hopkins Health System, Series B, 5.00%, 7/01/33	1,140	1,196,316
		3,857,470
Massachusetts 1.2%		
Massachusetts Health & Educational Facilities Authority, Refunding RB, Winchester Hospital, 5.00%, 7/01/25	1,060	1,118,268
Massachusetts School Building Authority, Refunding RB, Senior Series A, 5.00%, 8/15/25	5,000	5,785,800
		6,904,068
Michigan 2.7%		
City of Detroit Michigan Water Supply System, Refunding RB, Second Lien, Series C (BHAC), 5.75%, 7/01/26	4,235	4,408,296

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Michigan (concluded)		
Manistee Area Public Schools, GO, Refunding (Q-SBLF), 5.00%, 5/01/25	\$ 1,000	\$ 1,089,040
Michigan State Building Authority, Refunding RB, Facilities Program, Series II-A, 5.00%, 10/15/24	2,500	2,726,450
Michigan State Hospital Finance Authority, Refunding RB, Henry Ford Health System, 5.25%, 11/15/24	4,900	5,149,851
State of Michigan Trunk Line Revenue, RB, 5.00%, 11/15/31	2,000	2,129,220
		15,502,857
Minnesota 1.6%		
City of St. Cloud Minnesota, Refunding RB, Centracare Health System, Series A, 4.25%, 5/01/21	2,300	2,508,909
University of Minnesota, RB, Biomedical Science Research Facilities Funding Program: Series B, 5.00%, 8/01/36	1,000	1,061,220
Series C, 5.00%, 8/01/27	1,390	1,568,559
Series C, 5.00%, 8/01/28	740	825,803
Series C, 5.00%, 8/01/29	1,555	1,717,778
Series C, 5.00%, 8/01/30	1,635	1,787,938
		9,470,207
Mississippi 0.9%		
Mississippi Business Finance Corp., Refunding RB, System Energy Resource, Inc. Project, 5.88%, 4/01/22	5,000	4,999,050
Missouri 2.7%		
Missouri Development Finance Board, RB, St. Joseph Sewage System Improvements, Series E, 4.75%, 5/01/26	750	752,640
Missouri Joint Municipal Electric Utility Commission Power, RB, Prairie State Project, Series A (BHAC), 5.00%, 1/01/32	5,000	5,327,800
Missouri State Environmental Improvement & Energy Resource Authority, Refunding RB, Revolving Funds Program, Series A, 5.00%, 1/01/25	3,150	3,675,168
Missouri State Health & Educational Facilities Authority, Refunding RB, SSM Health Care, Series B, 4.25%, 6/01/25	5,975	6,144,750
		15,900,358
Montana 0.5%		
Montana Facility Finance Authority, Refunding RB, Sisters of Charity of Leavenworth Health System, Series B, 5.00%, 1/01/24	2,625	2,861,329
Nebraska 1.0%		
Douglas County School District No. 17 Nebraska, GO, Refunding, 2.00%, 6/15/25	4,380	3,936,437
Lancaster County Hospital Authority No. 1, Refunding RB, Immanuel Obligation Group, 5.50%, 1/01/30	1,000	1,044,500
Nebraska Public Power District, RB, Series A, 5.00%, 1/01/30 (e)	1,000	1,062,580
		6,043,517
Nevada 0.7%		
County of Humboldt Nevada, Refunding RB, Idaho Power Co. Project, 5.15%, 12/01/24	3,800	4,056,044
New Jersey 15.9%		
Essex County Improvement Authority, LRB, Newark Project, Series A (AGM), 5.00%, 11/01/20	2,000	2,243,200
	Par (000)	Value
Municipal Bonds		
New Jersey (concluded)	\$ 5,050	\$ 5,589,087

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Garden State Preservation Trust, RB, Election of 2005, Series A (AGM), 5.80%, 11/01/15

(b)

New Jersey EDA, RB, Continental Airlines, Inc. Project, AMT, 5.13%, 9/15/23	6,040	5,758,234
New Jersey EDA, Refunding RB:		
New Jersey American Water Co., Series E, AMT, 4.70%, 12/01/25	3,000	3,151,800
School Facilities Construction, Series AA, 4.25%, 12/15/24	3,850	4,043,116
School Facilities Construction, Series EE, 5.00%, 9/01/23	3,465	3,901,798
School Facilities Construction, Series NN, 5.00%, 3/01/29	6,500	6,954,740
New Jersey Health Care Facilities Financing Authority, Refunding RB, Hackensack University Medical, Series B (AGM), 4.00%, 1/01/24		
	635	659,238
New Jersey Higher Education Student Assistance Authority, Refunding RB:		
Series 1, AMT, 5.50%, 12/01/26	1,665	1,739,792
Series 1, AMT, 5.00%, 12/01/27	9,330	9,682,767
Student Loan, Series 1A, 4.75%, 12/01/21	2,240	2,425,002
New Jersey Housing & Mortgage Finance Agency, RB, S/F Housing, Series X, AMT, 5.10%, 10/01/23		
	2,195	2,265,394
New Jersey State Turnpike Authority, Refunding RB, Series B, 5.00%, 1/01/29	10,000	10,752,600
New Jersey Transportation Trust Fund Authority, RB:		
Transportation Program, Series AA, 5.25%, 6/15/31		
	12,000	12,890,040
Transportation System, Series A, 5.25%, 6/15/24		
	3,185	3,603,732
Transportation System, Series B, 5.50%, 6/15/31		
	12,190	13,246,995
South Jersey Port Corp., RB, Marine Terminal, Series O-1 (AGC), 4.63%, 1/01/23	1,375	1,485,605
State of New Jersey, GO, Refunding, Series O, 5.25%, 8/01/21	1,355	1,647,517
		92,040,657
New Mexico 0.2%		
New Mexico State University, Refunding RB, Series B, 5.00%, 4/01/25	850	989,128
New York 21.2%		
City of New York New York, GO, Refunding:		
Fiscal 2013, Series E, 5.00%, 8/01/30	5,000	5,423,350
Series B, 5.00%, 8/01/30	2,210	2,388,634
Series E, 5.00%, 8/01/27	3,500	3,894,695
City of New York New York, GO, Series D1, 5.13%, 12/01/26	4,615	5,285,006
County of Suffolk New York Water Authority, Refunding RB, 3.00%, 6/01/25	2,000	1,950,820
Essex County Industrial Development Agency, Refunding RB, International Paper Co. Project, Series A, AMT, 5.20%, 12/01/23		
	5,000	5,075,600
Long Island Power Authority, Refunding RB, Electric System, Series A, 5.50%, 4/01/24		
	1,000	1,105,620
Metropolitan Transportation Authority, RB:		
Series A, 5.00%, 11/15/25	1,980	2,183,683
Sub-Series B-1, Remarketed, 5.00%, 11/15/24	2,300	2,628,601
Sub-Series B-4, Remarketed, 5.00%, 11/15/24	1,500	1,714,305
Metropolitan Transportation Authority, Refunding RB:		
Dedicated Tax Fund, Series B, 5.25%, 11/15/25	4,000	4,621,600

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock Muni Intermediate Duration Fund, Inc. (MUI)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
New York (concluded)		
Metropolitan Transportation Authority, Refunding RB (concluded):		
Series F, 5.00%, 11/15/30	\$ 1,460	\$ 1,542,563
Monroe County Industrial Development Corp., Refunding RB, Series A, 5.00%, 7/01/29	5,695	6,180,840
New York City Industrial Development Agency, Refunding RB, New York Stock Exchange Project, Series A, 4.25%, 5/01/24	1,740	1,826,704
New York City Transitional Finance Authority, BARB, Fiscal 2009, Series S-3, 5.00%, 1/15/23	3,560	4,095,531
New York City Trust for Cultural Resources, Refunding RB, Carnegie Hall, Series A, 5.00%, 12/01/29	2,750	2,971,732
New York State Dormitory Authority, RB:		
Education, Series D, 5.00%, 9/15/16 (b)	5	5,639
Education, Series D, 5.00%, 3/15/31	4,495	4,741,416
Fordham University, Series A, 5.25%, 7/01/25	900	1,013,454
Mental Health Services (AGM), 5.00%, 8/15/18 (b)	10	11,847
Mental Health Services (AGM), 5.00%, 2/15/22	3,990	4,542,735
Mount Sinai School of Medicine, Series A (NPFGC), 5.15%, 7/01/24	1,000	