

BlackRock Inc.  
Form SC 13G/A  
March 13, 2009

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**SCHEDULE 13G**

**(RULE 13D-102)**

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

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**(AMENDMENT NO. 12)**

**BlackRock, Inc.**

**(Name of Issuer)**

**Common Stock**

**(Title of Class of Securities)**

**09247X101**

**(CUSIP Number)**

**February 27, 2009**

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(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

The PNC Financial Services Group, Inc.

25-1435979

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

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

Pennsylvania

5) Sole Voting Power

Number of

Shares 22,435,585  
6) Shared Voting Power

Beneficially

Owned By

-0-  
Each 7) Sole Dispositive Power

Reporting

Person 22,445,664  
8) Shared Dispositive Power

With

5,828

9) Aggregate Amount Beneficially Owned by Each Reporting Person

22,458,784

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

..

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

47.24<sup>1</sup>

12) Type of Reporting Person (See Instructions)

HC

<sup>1</sup> Percentage based on outstanding shares noted in Issuer's 2008 Form 10-K together with share exchange noted in Issuer's Form 8-K filed 2/27/09.

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

National City Bank

34-0420310

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

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

United States

5) Sole Voting Power

Number of

518

Shares

6) Shared Voting Power

Beneficially

Owned By

-0-

Each

7) Sole Dispositive Power

Reporting

Person

518

8) Shared Dispositive Power

With

-0-

9) Aggregate Amount Beneficially Owned by Each Reporting Person

518

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

..

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

Less than 0.01

12) Type of Reporting Person (See Instructions)

BK

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

Allegiant Asset Management Company

38-2636152

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

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

Michigan

5) Sole Voting Power

Number of

Shares 334  
6) Shared Voting Power

Beneficially

Owned By -0-  
Each 7) Sole Dispositive Power

Reporting

Person 1,206  
8) Shared Dispositive Power

With

-0-

9) Aggregate Amount Beneficially Owned by Each Reporting Person

1,206

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

..

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

Less than 0.01

12) Type of Reporting Person (See Instructions)

IA



1) Names of Reporting Persons

IRS Identification No. Of Above Persons

PNC Bancorp, Inc.

51-0326854

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

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

Delaware

5) Sole Voting Power

Number of

Shares 22,434,733  
6) Shared Voting Power

Beneficially

Owned By

-0-  
Each 7) Sole Dispositive Power

Reporting

Person 22,443,940  
8) Shared Dispositive Power

With

5,828

9) Aggregate Amount Beneficially Owned by Each Reporting Person

22,457,060

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

..

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

47.23

12) Type of Reporting Person (See Instructions)

HC

1) Names of Reporting Persons

IRS Identification No. Of Above Persons

PNC Bank, National Association

22-1146430

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

a) ..

b) ..

3) SEC USE ONLY

4) Citizenship or Place of Organization

United States

5) Sole Voting Power

Number of

Shares 126,233  
6) Shared Voting Power

Beneficially

Owned By -0-  
Each 7) Sole Dispositive Power

Reporting

Person 135,440  
8) Shared Dispositive Power

With

5,828

9) Aggregate Amount Beneficially Owned by Each Reporting Person

148,560

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

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

0.31

12) Type of Reporting Person (See Instructions)

BK

ITEM 2 (a) - NAME OF PERSON FILING:

The PNC Financial Services Group, Inc.; National City Bank; Allegiant Asset Management Company; PNC Bancorp, Inc.; and PNC Bank, National Association

ITEM 2 (b) - ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The PNC Financial Services Group, Inc. - One PNC Plaza, 249 Fifth Avenue, Pittsburgh, PA 15222-2707

National City Bank 1900 East Ninth Street, Cleveland, OH 44114

Allegiant Asset Management Company 1900 East Ninth Street, Cleveland, OH 44114

PNC Bancorp, Inc. - 300 Delaware Avenue, Suite 304, Wilmington, DE 19801

PNC Bank, National Association - One PNC Plaza, 249 Fifth Avenue, Pittsburgh, PA 15222-2707

ITEM 2 (c) - CITIZENSHIP:

The PNC Financial Services Group, Inc. Pennsylvania

National City Bank United States

Allegiant Asset Management Company - Michigan

PNC Bancorp, Inc. - Delaware

PNC Bank, National Association - United States

ITEM 3 - IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c)  Insurance Company as defined in Section 3(a)(19) of the Exchange Act;
- (d)  Investment Company registered under Section 8 of the Investment Company Act;
- (e)  An Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A Parent Holding Company or Control Person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  A Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  A Church Plan that is excluded from the definition of an Investment Company under Section 3(c)(14) of the Investment Company Act;
- (j)  Group, in accordance with Rule 13d(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

ITEM 4 - OWNERSHIP:

The following information is as of February 27, 2009:

- (a) Amount Beneficially Owned: 22,458,784 shares
- (b) Percent of Class: 47.24<sup>1</sup>
- (c) Number of shares to which such person has:
  - (i) sole power to vote or to direct the vote 22,435,585
  - (ii) shared power to vote or to direct the vote -0-
  - (iii) sole power to dispose or to direct the disposition of 22,445,664
  - (iv) shared power to dispose or to direct the disposition of 5,828

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

Of the total shares of Common Stock reported herein, 148,560 shares are held in accounts at PNC Bank, National Association in a fiduciary capacity.

Of the total shares of Common Stock reported herein, 518 shares are held in accounts at National City Bank in a fiduciary capacity.

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

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

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

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

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

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

ITEM 10 - CERTIFICATION:

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

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Percentage based on outstanding shares noted in Issuer's 2008 Form 10-K together with share exchange noted in Issuer's Form 8-K filed 2/27/09.

SIGNATURE

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

March 13, 2009  
Date

By: /s/ James E. Rohr  
Signature - The PNC Financial Services Group, Inc.

James E. Rohr, Chairman & CEO  
Name & Title

March 13, 2009  
Date

By: /s/ Maria C. Schaffer  
Signature - PNC Bancorp, Inc.

Maria C. Schaffer, Executive Vice President  
Name & Title

March 13, 2009  
Date

By: /s/ Janice K. Henderson  
Signature National City Bank

Janice K. Henderson, Officer  
Name & Title

March 13, 2009  
Date

By: /s/ James E. Rohr  
Signature - PNC Bank, National Association

James E. Rohr, Chairman & CEO  
Name & Title

March 13, 2009  
Date

By: /s/ Janice K. Henderson  
Signature Allegiant Asset Management Company

Janice K. Henderson, Director  
Name & Title

AN AGREEMENT TO FILE A JOINT STATEMENT WAS PREVIOUSLY FILED