

BLACKROCK MUNIYIELD NEW YORK QUALITY FUND, INC.

Form N-CSR

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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 811-06500

Name of Fund: BlackRock MuniYield New York Quality Fund, Inc. (MYN)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: John M. Perlowski, Chief Executive Officer, BlackRock MuniYield

New York Quality 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: 07/31/2013

Date of reporting period: 07/31/2013

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Item 1 Report to Stockholders

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JULY 31, 2013

ANNUAL REPORT

BlackRock MuniHoldings Quality Fund II, Inc. (MUE)

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BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)

BlackRock MuniYield New York Quality Fund, Inc. (MYN)

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Not FDIC Insured May Lose Value No Bank Guarantee

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Dear Shareholder

One year ago, risk assets (such as equities) were on the rise as weakening global economic data spurred increasing optimism that the world's largest central banks would intervene to stimulate growth. This much-anticipated monetary policy easing ultimately came in September when the European Central Bank (ECB) and the US Federal Reserve announced their plans for increasing global liquidity. Although financial markets worldwide were buoyed by these aggressive policy actions, risk assets weakened later in the fall of 2012. Global trade slowed as many European countries fell into recession and growth continued to decelerate in China. In the United States, investors became increasingly concerned about the fiscal cliff of tax increases and spending cuts that had been scheduled to take effect at the beginning of 2013. High levels of global market volatility persisted through year-end due to fears that bipartisan gridlock would preclude a timely resolution, putting the US economy at high risk for recession. As 2013 began, the worst of the fiscal cliff was averted with a last-minute tax deal.

Investors shook off the nerve-racking finale to 2012 and the New Year started with a powerful relief rally. 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 helped propel the rally. Underlying this aura of comfort was the absence of negative headlines from Europe. Global equities surged, while rising US Treasury yields pressured high quality fixed income assets. (Bond prices move in the opposite direction of yields.)

However, February brought a slowdown in global economic momentum and the pace of the rally moderated. In the months that followed, US equities outperformed international markets, as the US economic recovery showed greater stability compared to most other regions. Slow, but positive, growth in the United States was sufficient to support corporate earnings, while uncomfortably high unemployment reinforced investors' expectations that the US Federal Reserve would keep interest rates low. International markets experienced higher levels of volatility as political instability in Italy and a severe banking crisis in Cyprus reminded investors that the eurozone was still vulnerable to a number of macro risks, while a poor outlook for European economies also dampened sentiment. Emerging markets significantly lagged the rest of the world as growth in these economies (particularly China and Brazil) fell short of expectations.

After peaking in late May, financial markets broadly sold off due to concerns about the US Federal Reserve reducing monetary stimulus. Volatility picked up considerably as investors abruptly retreated from risk assets and a sharp and dramatic rise in US Treasury yields resulted in tumbling prices for higher-quality fixed income investments. The downswing bottomed out in late June as a more dovish tone from the US central bank served to quell the volatility in interest rates, while improving economic data and a positive outlook for corporate earnings helped the markets regain strength in July, with major US equity indices regularly hitting new record highs.

Despite the swings in the markets in the second quarter, most risk asset classes generated positive returns for the 6- and 12-month periods ended July 31, 2013. US equities were particularly strong. International equities also performed well, although political and economic uncertainty in Europe resulted in less impressive gains for the last six months. Emerging markets suffered the impact of slowing growth and concerns about a shrinking global money supply. Extreme levels of interest rate volatility in the final months of the period resulted in poor performance for fixed income markets, especially US Treasury bonds and other higher quality sectors such as tax-exempt municipals and investment grade corporate bonds. The high yield sector performed relatively better as demand continued to be supported by investors' ongoing search for income in the low-rate environment. Short-term interest rates remained near zero, keeping yields on money market securities near historical lows.

Market conditions remain volatile, and investors still face a number of uncertainties in the current environment. 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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Despite the swings in the markets in the second quarter, most risk asset classes generated positive returns for the 6- and 12-month periods ended July 31, 2013.

Rob Kapito

President, BlackRock Advisors, LLC

Total Returns as of July 31, 2013

	6-month	12-month
US large cap equities (S&P 500® Index)	13.73%	25.00%
US small cap equities (Russell 2000® Index)	16.66	34.76
International equities (MSCI Europe, Australasia, Far East Index)	4.11	23.48
Emerging market equities (MSCI Emerging Markets Index)	(9.87)	1.95
3-month Treasury bill (BofA Merrill Lynch 3-Month US Treasury Bill Index)	0.05	0.11
US Treasury securities (BofA Merrill Lynch 10-Year US Treasury Index)	(3.71)	(6.50)
US investment grade bonds (Barclays US Aggregate Bond Index)	(1.62)	(1.91)
Tax-exempt municipal bonds (S&P Municipal Bond Index)	(4.11)	(1.99)
US high yield bonds (Barclays US Corporate High Yield 2% Issuer Capped Index)	1.97	9.49

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 July 31, 2013****Municipal Market Conditions**

During the majority of the period, municipal bond supply was met with strong demand as investors were starved for yield in the low-rate, low-return environment. Investors poured into municipal bond mutual funds, favoring long-duration and high-yield funds as they tend to provide higher levels of income.

However, municipal bond funds saw robust outflows in the last three months of the period, leaving net flows essentially flat for the 12-month period as a whole (based on data from the Investment Company Institute). Market conditions turned less favorable in May when signals from the US Federal Reserve suggesting a retrenchment of its bond-buying stimulus program led to rising interest rates and waning demand. (Bond prices fall as rates rise.) High levels of interest rate volatility resulted in a sharp curtailment of tax-exempt issuance in May, June and July. However, from a historical perspective, total new issuance for the 12 months ended July 31, 2013 remained relatively strong at \$358 billion (down modestly from the \$369 billion issued in the prior 12-month period). A significant portion of new supply during this period (roughly 60%) 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 58% year-over-year.

S&P Municipal Bond Index	
Total Returns as of July 31, 2013	
6 months:	(4.11)%
12 months:	(1.99)%

A Closer Look at Yields

From July 31, 2012 to July 31, 2013, municipal yields increased by 136 basis points (bps) from 2.84% to 4.20% on AAA-rated 30-year municipal bonds, while increasing 101 bps from 1.66% to 2.67% on 10-year bonds and rising another 62 bps from 0.65% to 1.27% 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 122 bps and the spread between 2- and 10-year maturities widened by 87 bps.

During the same time period, US Treasury rates rose by 109 bps on 30-year and 111 bps on 10-year bonds, while moving up 80 bps in 5-years. Accordingly, tax-exempt municipal bonds moderately outperformed Treasuries in the short and intermediate portion of the yield curve. This outperformance was driven largely by a supply/demand imbalance within the municipal market while evidence of a recovering domestic economy coupled with the removal of certain political and tax policy uncertainties pushed interest rates higher. Additionally, 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 market continues to be an attractive avenue for investors seeking yield in today's environment of low absolute rates as the asset class is known for its lower volatility and preservation of principal with an emphasis on income as tax rates rise.

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, 13 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 issue Variable Rate Demand Preferred Shares (VRDP Shares) or Variable Rate Muni Term Preferred Shares (VMTP Shares) (VRDP Shares and VMTP Shares are collectively referred to as 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 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.

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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 the sum of its accrued liabilities). In addition, each Fund voluntarily limits its economic leverage to 45% of its total managed assets. As of July 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
MUE	42%
MCA	41%
MYM	40%
MYN	41%
MYI	41%

Derivative Financial Instruments

The Funds may invest in various derivative financial instruments, including financial futures contracts and options, 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 security, index and/or market without owning or taking physical custody of securities or to hedge market and/or interest rate 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 July 31, 2013**BlackRock MuniHoldings Quality Fund II,
Inc.****Fund Overview**

BlackRock MuniHoldings Quality Fund II, Inc.'s (MUE) (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 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 12-month period ended July 31, 2013, the Fund returned (16.08)% based on market price and (7.41)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (14.54)% based on market price and (5.78)% 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 Fund's longer duration holdings (those with greater sensitivity to interest rate movements) hindered results as the yield curve began to steepen in 2013 (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. Leverage on the Fund's assets achieved through the use of tender option bonds amplified the negative effect of rising rates on the Fund's holdings. The Fund's holdings of Puerto Rico Sales Tax Revenue Bonds had a negative impact on performance as the continued decline of Puerto Rico's economy and concerns about credit rating agency downgrades resulted in falling prices across Puerto Rico securities.

Contributing positively to the Fund's performance was its use of derivatives to hedge against interest rate risk. Specifically, short positions in US Treasury financial futures 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 New York Stock Exchange (NYSE)	MUE
Initial Offering Date	February 26, 1999
Yield on Closing Market Price as of July 31, 2013 (\$12.32) ¹	6.87%
Tax Equivalent Yield ²	12.14%
Current Monthly Distribution per Common Share ³	\$0.0705
Current Annualized Distribution per Common Share ³	\$0.8460
Economic Leverage as of July 31, 2013 ⁴	42%

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 utilized by the Fund, please see The Benefits and Risks of Leveraging on page 5.

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ANNUAL REPORT

JULY 31, 2013

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BlackRock MuniHoldings Quality Fund II, Inc.

Market Price and Net Asset Value Per Share Summary

	7/31/13	7/31/12	Change	High	Low
Market Price	\$ 12.32	\$ 15.55	(20.77)%	\$ 16.22	\$ 12.13
Net Asset Value	\$ 13.27	\$ 15.18	(12.58)%	\$ 15.89	\$ 13.11

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

Sector Allocation	7/31/13	7/31/12
Transportation	28%	21%
County/City/Special District/School District	25	28
Utilities	21	17
State	9	15
Health	8	10
Education	6	6
Tobacco	2	1
Housing	1	2
Credit Quality Allocation ¹	7/31/13	7/31/12
AAA/Aaa	7%	16%
AA/Aa	65	63
A	28	20
BBB/Baa		1

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

Call/Maturity Schedule²

Calendar Year Ended December 31,

2013	
2014	4%
2015	2
2016	2
2017	3

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 July 31, 2013**BlackRock MuniYield California Quality Fund, Inc.****Fund Overview**

BlackRock MuniYield California Quality Fund, Inc.'s (MCA) (the Fund) investment objective is to provide shareholders with as high a level of current income exempt from federal and California 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 obligations exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax) and California income taxes. Under normal market conditions, the Fund invests primarily in long-term municipal obligations that are investment grade quality 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 12-month period ended July 31, 2013, the Fund returned (12.83)% based on market price and (5.41)% based on NAV. For the same period, the closed-end Lipper California Municipal Debt Funds category posted an average return of (12.17)% based on market price and (4.63)% 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 posted a negative return as bond prices broadly declined in the rising interest rate environment. The Fund's exposure to bonds with longer maturities, which tend to have higher durations (greater sensitivity to interest rate movements), particularly hurt performance during the period. Additionally, leverage on the Fund's assets achieved through the use of tender option bonds amplified the negative effect of rising rates on the Fund's holdings. As rates rose rather significantly in the latter part of the period, pushing bond prices down indiscriminately, California school districts and the education and utilities sectors were especially exposed to price depreciation. To a degree, this represented an unwinding of the positive performance in these segments when rates fell in prior periods.

While the Fund's cash reserves were generally maintained at a minimal level, to the extent reserves were held, these holdings were low-yielding products that provided liquidity to the Fund although they offered no return potential. The Fund's use of derivatives to hedge against interest rate risk helped performance. Specifically, short positions in US Treasury financial futures enhanced results as rates increased during the period.

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

Fund Information

Symbol on NYSE	MCA
Initial Offering Date	October 30, 1992
Yield on Closing Market Price as of July 31, 2013 (\$13.66) ¹	6.68%
Tax Equivalent Yield ²	13.61%
Current Monthly Distribution per Common Share ³	\$0.076
Current Annualized Distribution per Common Share ³	\$0.912
Economic Leverage as of July 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.

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- ² Tax equivalent yield assumes the maximum marginal federal and state tax rate of 50.93%, 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 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 utilized by the Fund, please see The Benefits and Risks of Leveraging on page 5.

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BlackRock MuniYield California Quality Fund, Inc.

Market Price and Net Asset Value Per Share Summary

	7/31/13	7/31/12	Change	High	Low
Market Price	\$ 13.66	\$ 16.59	(17.66)%	\$ 17.19	\$ 13.48
Net Asset Value	\$ 14.83	\$ 16.60	(10.66)%	\$ 17.18	\$ 14.65

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

Overview of the Fund's Long-Term Investments

Sector Allocation	7/31/13	7/31/12
County/City/Special District/School District	39%	42%
Utilities	26	26
Education	12	10
Health	9	10
Transportation	9	8
State	5	4
Credit Quality Allocation¹	7/31/13	7/31/12
AAA/Aaa	10%	11%
AA/Aa	76	76
A	14	13

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

Call/Maturity Schedule²

Calendar Year Ended December 31,

2013	
2014	1%
2015	12
2016	9
2017	16

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 July 31, 2013**BlackRock MuniYield Michigan Quality
Fund II, Inc.****Fund Overview**

BlackRock MuniYield Michigan Quality Fund II, Inc.'s (MYM) (the Fund) investment objective is to provide shareholders with as high a level of current income exempt from federal and Michigan 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 obligations exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax) and Michigan income taxes. Under normal market conditions, the Fund invests primarily in long-term municipal obligations that are investment grade quality 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 12-month period ended July 31, 2013, the Fund returned (14.99)% based on market price and (6.99)% based on NAV. For the same period, the closed-end Lipper Michigan Municipal Debt Funds category posted an average return of (15.45)% based on market price and (7.40)% 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 duration exposure (sensitivity to interest rate movements) detracted from performance as tax-exempt municipal rates increased significantly during the period. (Bond prices fall when yields rise.) Exposure to the long end of the yield curve hurt returns as rates increased more in the long end than in the short end of the curve. The Fund's credit exposure had a net negative impact on results as spreads generally widened during the period. Specifically, spreads widened on the Fund's holdings of Puerto Rico Sales Tax Revenue Bonds. (Interest rates on lower quality bonds increased more than on higher quality municipal bonds.) Additionally, the Fund's fundamental exposure to Michigan-based municipal issuers detracted from performance as the city of Detroit's bankruptcy filing toward the end of the reporting period led to a widening of credit spreads on most Michigan municipal bonds. Leverage on the Fund's assets achieved through the use of tender option bonds amplified the negative effect of rising rates on the Fund's holdings.

Contributing positively to performance was the Fund's income generated from coupon payments on its fully invested portfolio of tax-exempt municipal bonds. The Fund's short position in US Treasury futures as a strategy for hedging interest rate risk enhanced results. 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	MYM
Initial Offering Date	February 28, 1992
Yield on Closing Market Price as of July 31, 2013 (\$11.64) ¹	7.11%
Tax Equivalent Yield ²	13.12%
Current Monthly Distribution per Common Share ³	\$0.069
Current Annualized Distribution per Common Share ³	\$0.828
Economic Leverage as of July 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.

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- ² Tax equivalent yield assumes the maximum marginal federal and state tax rate of 45.81%, 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 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 utilized by the Fund, please see The Benefits and Risks of Leveraging on page 5.

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

	7/31/13	7/31/12	Change	High	Low
Market Price	\$ 11.64	\$ 14.52	(19.83)%	\$ 15.74	\$ 11.52
Net Asset Value	\$ 13.28	\$ 15.14	(12.29)%	\$ 15.63	\$ 13.17

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

Sector Allocation	7/31/13	7/31/12
County/City/Special District/School District	25%	27%
Education	16	12
Health	15	18
Utilities	15	14
State	14	14
Transportation	9	8
Housing	4	4
Corporate	2	3
Credit Quality Allocation¹	7/31/13	7/31/12
AAA/Aaa	1%	1%
AA/Aa	76	74
A	22	20
BBB/Baa	1	4
Not Rated	2	1

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 July 31, 2013, the market value of these securities was \$164,281, representing less than 1% of the Fund's long-term investments.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	2%
2014	10
2015	11
2016	5
2017	8

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 July 31, 2013**BlackRock MuniYield New York Quality Fund, Inc.****Fund Overview**

BlackRock MuniYield New York Quality Fund, Inc. s (MYN) (the Fund) investment objective is to provide shareholders with as high a level of current income exempt from federal income taxes and New York State and New York City personal 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 obligations exempt from federal income taxes (except that the interest may be subject to the federal alternative minimum tax) and New York State and New York City personal income taxes. Under normal market conditions, the Fund invests primarily in long-term municipal obligations that are investment grade quality 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 12-month period ended July 31, 2013, the Fund returned (13.40)% based on market price and (7.33)% based on NAV. For the same period, the closed-end Lipper New York Municipal Debt Funds category posted an average return of (14.17)% based on market price and (6.42)% based on NAV. All returns reflect reinvestment of dividends. The Fund moved from a premium to NAV to a discount by period end, which accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV.

The Fund s long duration posture (sensitivity to interest rate movements) was detrimental to performance as rates increased over the period. (Bond prices fall when yields rise.) The Fund s holdings were more concentrated on the long end of the yield curve which hurt returns as the yield curve steepened (rates on longer-dated bonds rose more than rates on shorter-dated bonds). The Fund s exposure to Puerto Rico credits hurt performance as the credit quality of the island s municipal issuers has deteriorated and the bonds have underperformed. The Fund s zero-coupon holdings, which have longer durations for their respective maturities, also negatively impacted performance. Additionally, leverage on the Fund s assets achieved through the use of tender option bonds amplified the negative effect of rising rates on the Fund s holdings.

Contributing positively to performance was the Fund s income generated from coupon payments on its fully invested portfolio of tax-exempt municipal bonds.

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

Fund Information

Symbol on NYSE	MYN
Initial Offering Date	February 28, 1992
Yield on Closing Market Price as of July 31, 2013 (\$12.34) ¹	6.90%
Tax Equivalent Yield ²	13.99%
Current Monthly Distribution per Common Share ³	\$0.071
Current Annualized Distribution per Common Share ³	\$0.852
Economic Leverage as of July 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.

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- ² Tax equivalent yield assumes the maximum marginal federal and state tax rate of 50.67%, 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 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 utilized by the Fund, please see The Benefits and Risks of Leveraging on page 5.

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

	7/31/13	7/31/12	Change	High	Low
Market Price	\$12.34	\$15.11	(18.33)%	\$16.30	\$12.18
Net Asset Value	\$13.17	\$15.07	(12.61)%	\$15.50	\$13.03

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

Sector Allocation	7/31/13	7/31/12
County/City/Special District/School District	28%	30%
Transportation	26	26
Education	14	13
State	11	10
Utilities	9	9
Health	6	6
Housing	4	3
Corporate	2	2
Tobacco		1
Credit Quality Allocation¹	7/31/13	7/31/12
AAA/Aaa	15%	13%
AA/Aa	49	48
A	33	29
BBB/Baa	2	9
BB/Ba	1	1
Not Rated ²		

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 July 31, 2013 and July 31, 2012, the market value of these securities was \$2,889,618 and \$3,070,810, respectively, each representing less than 1% of the Fund's long-term investments.

Call/Maturity Schedule³

Calendar Year Ended December 31,

2013	6%
2014	10
2015	14
2016	5
2017	10

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 July 31, 2013**BlackRock MuniYield Quality Fund III, Inc.****Fund Overview**

BlackRock MuniYield Quality Fund III, Inc.'s (MYI) (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 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 primarily in long-term municipal obligations that are investment grade quality 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 12-month period ended July 31, 2013, the Fund returned (14.21)% based on market price and (5.66)% based on NAV. For the same period, the closed-end Lipper General & Insured Municipal Debt Funds (Leveraged) category posted an average return of (14.54)% based on market price and (5.78)% based on NAV. All returns reflect reinvestment of dividends. The Fund moved from a premium to NAV to a discount by period end, which accounts for the difference between performance based on price and performance based on NAV. The following discussion relates to performance based on NAV.

The Fund's duration exposure (sensitivity to interest rate movements) detracted from performance as tax-exempt municipal rates increased significantly during the period. (Bond prices fall when yields rise.) Exposure to the long end of the yield curve hurt returns as rates increased more in the long end than in the short end of the curve. The Fund's credit exposure had a net negative impact on results as spreads generally widened during the period. Specifically, spreads widened on the Fund's holdings of Puerto Rico Sales Tax Revenue Bonds. (Interest rates on lower quality bonds increased more than on higher quality municipal bonds.) Leverage on the Fund's assets achieved through the use of tender option bonds amplified the negative effect of rising rates on the Fund's holdings.

Contributing positively to performance was the Fund's income generated from coupon payments on its fully invested portfolio of tax-exempt municipal bonds. The Fund's short position in US Treasury futures as a strategy for hedging interest rate risk enhanced results.

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	MYI
Initial Offering Date	March 27, 1992
Yield on Closing Market Price as of July 31, 2013 (\$12.80) ¹	6.75%
Tax Equivalent Yield ²	11.93%
Current Monthly Distribution per Common Share ³	\$0.072
Current Annualized Distribution per Common Share ³	\$0.864
Economic Leverage as of July 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.

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 utilized by the Fund, please see The Benefits and Risks of Leveraging on page 5.

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

	7/31/13	7/31/12	Change	High	Low
Market Price	\$12.80	\$15.81	(19.04)%	\$16.54	\$12.66
Net Asset Value	\$13.64	\$15.32	(10.97)%	\$15.89	\$13.53

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

Sector Allocation	7/31/13	7/31/12
Transportation	27%	27%
State	18	23
County/City/Special District/School District	17	12
Utilities	17	16
Health	9	9
Education	9	8
Housing	2	4
Corporate	1	1
Credit Quality Allocation¹	7/31/13	7/31/12
AAA/Aaa	10%	11%
AA/Aa	62	64
A	26	22
BBB/Baa	1	3
Not Rated	1	

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

Call/Maturity Schedule²

Calendar Year Ended December 31,

2013	2%
2014	11
2015	1
2016	5
2017	17

² 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 July 31, 2013

BlackRock MuniHoldings Quality Fund II, Inc. (MUE)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
Alabama 3.2%		
Alabama Incentives Financing Authority, RB, Series A, 5.00%, 9/01/42	\$ 1,710	\$ 1,717,370
Birmingham Special Care Facilities Financing Authority, RB, Children s Hospital (AGC), 6.00%, 6/01/39	5,225	5,890,717
Birmingham Water Works Board, RB, Series B, 5.00%, 1/01/38	895	902,321
Selma IDB, RB, International Paper Co. Project, Series A, 5.38%, 12/01/35	940	940,865
		9,451,273
Arizona 1.5%		
Arizona Board of Regents, COP, Refunding, University of Arizona, Series C, 5.00%, 6/01/28	4,180	4,380,389
California 14.8%		
California Educational Facilities Authority, RB, University of Southern California, Series A, 5.25%, 10/01/38	5,050	5,371,937
California Health Facilities Financing Authority, RB, Sutter Health, Series B, 6.00%, 8/15/42	2,865	3,215,733
City of San Jose California, Refunding ARB, Series A-1, AMT, 5.50%, 3/01/30	4,045	4,238,756
City of Sunnyvale California, Refunding RB, 5.25%, 4/01/40	2,800	2,962,568
County of Sacramento California, ARB, Senior Series A (AGC), 5.50%, 7/01/41	3,500	3,806,215
Emery Unified School District, GO, Election of 2010, Series A (AGM), 5.50%, 8/01/35	1,875	1,985,606
Los Angeles Community College District California, GO: Election of 2001, Series A (NPFGC), 5.00%, 8/01/32	5,000	5,206,350
Election of 2008, Series C, 5.25%, 8/01/39	2,000	2,120,560
Oceanside Unified School District, GO, Series A (AGC), 5.25%, 8/01/33	1,675	1,745,903
Redondo Beach Unified School District, GO, Election of 2008, Series E, 5.50%, 8/01/34	2,670	2,814,714
Sacramento Municipal Utility District, RB, Series A, 5.00%, 8/15/37	2,665	2,721,924
San Francisco City & County Airports Commission, RB, Special Facility Lease, SFO Fuel, Series A, AMT (AGM), 6.10%, 1/01/20	1,250	1,255,288
	Par	
Municipal Bonds		
California (concluded)		
San Francisco City & County Airports Commission, Refunding RB, Second Series A, AMT: 5.50%, 5/01/28	\$ 1,800	\$ 1,918,710
5.25%, 5/01/33	1,410	1,447,774
Ventura County Community College District, GO, Election of 2002, Series C, 5.50%, 8/01/33	3,175	3,522,472
		44,334,510
Colorado 2.9%		
City & County of Denver Colorado, ARB, Airport System, Series A, AMT: 5.50%, 11/15/28	1,500	1,569,465
5.50%, 11/15/30	565	583,786
5.50%, 11/15/31	675	694,717
Colorado Health Facilities Authority, RB, Hospital, NCMC, Inc. Project, Series B (AGM), 6.00%, 5/15/26	3,300	3,655,608
Regional Transportation District, RB, Fastracks Project, Series A, 5.00%, 11/01/37	2,145	2,225,266
		8,728,842
Florida 17.4%		
City of Jacksonville Florida, RB, Series A, 5.25%, 10/01/26	2,000	2,207,400

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County of Lee Florida, Refunding RB, Series A, AMT, 5.38%, 10/01/32	2,500	2,530,850
County of Miami-Dade Florida, Refunding RB, Water & Sewer System, Series B, 5.25%, 10/01/29 (a)	4,730	5,040,430
County of Miami-Dade Florida Aviation, Refunding ARB, Miami International Airport, Series A, AMT (AGM):		
5.25%, 10/01/41	4,610	4,576,116
5.50%, 10/01/41	4,180	4,351,380
County of Miami-Dade Florida Aviation, Refunding RB, Series A, AMT:		
5.00%, 10/01/31	5,155	5,058,138
5.00%, 10/01/32	5,000	4,879,250
County of Osceola Florida School Board, COP, Refunding, Series A, 5.00%, 6/01/28	1,130	1,170,793
Jacksonville Florida Port Authority, Refunding RB, AMT, 5.00%, 11/01/38	2,215	2,155,970
JEA Florida Electric System, Refunding RB, Sub-Series C, 5.00%, 10/01/37	3,180	3,243,059
Orange County School Board, COP, Series A (AGC), 5.50%, 8/01/34	7,600	8,057,216

Portfolio Abbreviations

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

ACA	American Capital Access Holding Ltd.	GARB	General Airport Revenue Bonds
AGC	Assured Guarantee Corp.	GO	General Obligation Bonds
AGM	Assured Guaranty Municipal Corp.	HDA	Housing Development Authority
AMBAC	American Municipal Bond Assurance Corp.	HFA	Housing Finance Agency
AMT	Alternative Minimum Tax (subject to)	IDA	Industrial Development Authority
ARB	Airport Revenue Bonds	IDB	Industrial Development Board
BARB	Building Aid Revenue Bonds	IDRB	Industrial Development Revenue Bonds
BHAC	Berkshire Hathaway Assurance Corp.	LRB	Lease Revenue Bonds
BOCES	Board of Cooperative Educational Services	NPFGC	National Public Finance Guarantee Corp.
CAB	Capital Appreciation Bonds	PILOT	Payment in Lieu of Taxes
COP	Certificates of Participation	Q-SBLF	Qualified School Bond Loan Fund
EDA	Economic Development Authority	RB	Revenue Bonds
EDC	Economic Development Corp.	S/F	Single-Family
ERB	Education Revenue Bonds	SONYMA	State of New York Mortgage Agency
FHA	Federal Housing Administration	Syncora	Syncora Guarantee
GAB	Grant Anticipation Bonds		

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Quality Fund II, Inc. (MUE)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
Florida (concluded)		
Tampa-Hillsborough County Expressway Authority, Refunding RB, Series A, 5.00%, 7/01/37	\$ 1,500	\$ 1,503,150
Tohopekaliga Water Authority, Refunding RB, Series A, 5.25%, 10/01/36	6,965	7,347,518
		52,121,270
Georgia 2.7%		
Augusta Georgia Water & Sewerage Revenue, RB, (AGM), 5.25%, 10/01/34	6,290	6,524,366
City of Atlanta Georgia Department of Aviation, Refunding GARB, Series C, AMT: 5.00%, 1/01/37	1,500	1,477,545
5.00%, 1/01/42	220	212,863
		8,214,774
Idaho 0.1%		
Idaho Housing & Finance Association, RB, S/F Mortgage, Series E, AMT, 6.00%, 1/01/32	225	225,230
Illinois 13.6%		
Chicago Illinois Board of Education, GO, Series A, 5.50%, 12/01/39	3,405	3,512,598
Chicago Illinois Board of Education, GO, Refunding, Chicago School Reform Board Series A (NPFGC), 5.50%, 12/01/26	895	963,969
Chicago Illinois Transit Authority, RB: Federal Transit Administration Section 5309, Series A (AGC), 6.00%, 6/01/26	3,400	3,679,514
Sales Tax Receipts Revenue, 5.25%, 12/01/36	1,060	1,085,058
Sales Tax Receipts Revenue, 5.25%, 12/01/40	5,235	5,333,628
City of Chicago Illinois, GARB O Hare International Airport Third Lien: Series A, 5.75%, 1/01/39	2,000	2,080,600
Series C, 6.50%, 1/01/41	9,085	10,695,498
City of Chicago Illinois, Refunding RB: Sales Tax Revenue, Series A, 5.25%, 1/01/38	1,310	1,365,099
Second Lien, Water Project, 5.00%, 11/01/42	2,440	2,402,936
Illinois Finance Authority, RB, University of Chicago, Series B, 5.50%, 7/01/37	1,000	1,072,170
Illinois Finance Authority, Refunding RB, North Western Memorial Healthcare, 5.00%, 8/15/37	755	768,167
Railsplitter Tobacco Settlement Authority, RB: 5.50%, 6/01/23	2,350	2,612,354
6.00%, 6/01/28	670	731,064
State of Illinois, GO: 5.50%, 7/01/33	1,000	1,012,910
5.50%, 7/01/38	700	705,817
State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/28	2,500	2,704,400
		40,725,782
Indiana 1.1%		
Indiana Finance Authority, RB, Private Activity Bonds (Ohio River Bridges), AMT: 5.00%, 7/01/40	460	432,165
5.00%, 7/01/44	475	425,016
Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project, Series A (AGC), 5.50%, 1/01/38	2,370	2,482,717
		3,339,898
Municipal Bonds	Par	Value

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	(000)	
Louisiana 1.8%		
Terrebonne Levee & Conservation District, RB, Sales Tax, 5.00%, 7/01/38	\$ 1,230	\$ 1,216,126
Tobacco Settlement Financing Corp., Refunding RB, Series A: 5.50%, 5/15/28	1,890	1,998,807
5.50%, 5/15/29	2,020	2,120,737
		5,335,670
Massachusetts 0.6%		
Massachusetts School Building Authority, RB, Senior Series A, 5.00%, 5/15/43	1,600	1,662,672
Michigan 4.4%		
City of Detroit Michigan, Refunding RB, Sewage Disposal System Senior Lien (AGM): Series B, 7.50%, 7/01/33	1,330	1,428,314
Series C-1, 7.00%, 7/01/27	4,180	4,409,983
Hudsonville Public Schools, GO, School Building & Site (Q-SBLF), 5.25%, 5/01/41	3,420	3,513,913
Royal Oak Hospital Finance Authority Michigan, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39	3,115	3,760,802
		13,113,012
Minnesota 0.8%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series B (AGC), 6.50%, 11/15/38	1,975	2,274,766
Mississippi 3.7%		
Mississippi Development Bank, RB, Jackson Water & Sewer System Project (AGM), 6.88%, 12/01/40	1,920	2,236,301
Mississippi Development Bank, Refunding RB, Series A: Jackson Mississippi Water & Sewer System (AGM), 5.00%, 9/01/30	4,930	5,145,589
Jackson Public School District Project, 5.00%, 4/01/28	2,000	2,044,500
University of Southern Mississippi, Refunding RB, S.M. Educational Building Corp., Residence Hall Construction Project: 5.00%, 3/01/33	690	716,047
5.00%, 3/01/38	940	960,793
		11,103,230
Missouri 0.3%		
The Bi-State Development Agency of the Missouri-Illinois Metropolitan District, Refunding RB, Combined Lien, Series A, 5.00%, 10/01/28 (a)	755	797,831
Nevada 1.5%		
County of Clark Nevada, ARB: Las Vegas-McCarran International Airport, Series A (AGC), 5.25%, 7/01/39	3,210	3,324,661
Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/36	1,300	1,301,703
		4,626,364
New Jersey 6.8%		
New Jersey EDA, RB, Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 7/01/33	6,625	6,814,607
New Jersey Health Care Facilities Financing Authority, RB, Virtua Health (AGC), 5.50%, 7/01/38	3,400	3,485,986
New Jersey Transportation Trust Fund Authority, RB, Transportation System Series A: 5.50%, 6/15/41	3,030	3,185,742

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Quality Fund II, Inc. (MUE)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
New Jersey (concluded)		
New Jersey Transportation Trust Fund Authority, RB, Transportation System Series A (concluded):		
(AGC), 5.63%, 12/15/28	\$ 2,930	\$ 3,316,643
Rutgers State University of New Jersey, Refunding RB:		
Series J, 5.00%, 5/01/32	2,100	2,224,509
Series L, 5.00%, 5/01/32	1,300	1,377,077
		20,404,564
New York 7.2%		
Hudson New York Yards Infrastructure Corp., RB, Series A, 5.75%, 2/15/47	940	998,007
New York City Municipal Water Finance Authority, Refunding RB, Series EE:		
Fiscal 2009, 5.25%, 6/15/40	6,930	7,242,474
Second General Resolution, 5.38%, 6/15/43	2,220	2,349,160
New York City Transitional Finance Authority, BARB, Sub-Series S-2A, 5.00%, 7/15/30	4,045	4,270,266
Sales Tax Asset Receivable Corp., Refunding RB, Series A (AMBAC), 5.25%, 10/15/27	6,250	6,535,187
		21,395,094
Ohio 1.0%		
Ohio Higher Educational Facility Commission, Refunding RB, Kenyon College Project, 5.00%, 7/01/37	475	476,454
Ohio State Turnpike Commission, RB, Junior Lien Infrastructure Projects, Series A-1 (a):		
5.25%, 2/15/30	1,125	1,188,045
5.25%, 2/15/31	1,125	1,182,701
		2,847,200
Pennsylvania 1.2%		
Pennsylvania Turnpike Commission, RB, Motor License Fund, Enhanced Turnpike Subordinate Special, Series A, 5.00%, 12/01/31	3,360	3,489,293
Puerto Rico 2.1%		
Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A, 6.38%, 8/01/39	3,210	3,269,899
Puerto Rico Sales Tax Financing Corp., Refunding RB, Senior Series C, 5.25%, 8/01/40	3,015	2,889,184
		6,159,083
South Carolina 5.4%		
Charleston Educational Excellence Finance Corp., Refunding RB, Charleston County School, 5.00%, 12/01/29	2,615	2,755,112
City of North Charleston South Carolina, RB, Public Facilities Corp. Installment Purchase, 5.00%, 6/01/35	3,380	3,464,703
South Carolina State Public Service Authority, RB, Series A (AMBAC), 5.00%, 1/01/42	7,000	7,182,630
South Carolina State Public Service Authority, Refunding RB, Santee Cooper, Series A, 5.50%, 1/01/38	2,500	2,682,375
		16,084,820
Texas 21.2%		
City of Beaumont Texas, GO, Certificates of Obligation, 5.25%, 3/01/37 (a)	2,345	2,469,402
City of Brownsville Texas Utilities System, Refunding RB, Series A, 5.00%, 9/01/29	2,060	2,155,337
City of Houston Texas Utility System, Refunding RB, First Lien, Series A (AGC), 6.00%, 11/15/35	6,700	7,616,158
	Par	
Municipal Bonds	(000)	Value
Texas (concluded)		

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Dallas Area Rapid Transit, Refunding RB, Senior Lien, 5.25%, 12/01/38	\$ 4,555	\$ 4,805,069
Dallas-Fort Worth International Airport, ARB, Series H, AMT, 5.00%, 11/01/42	3,425	3,233,988
Dallas-Fort Worth International Airport, RB, Joint Improvement, Series D, AMT, 5.00%, 11/01/38	2,200	2,090,924
Lower Colorado River Authority, Refunding RB:		
Series A, 5.00%, 5/15/29	1,500	1,566,030
Series B, 5.00%, 5/15/37	2,600	2,657,330
North Texas Tollway Authority, RB, Special Projects System, Series A, 5.50%, 9/01/41	7,000	7,494,130
North Texas Tollway Authority, Refunding RB, First Tier System:		
(NPFGC), 5.75%, 1/01/40	11,575	12,327,491
Series A (NPFGC), 5.63%, 1/01/33	10,975	11,637,341
Series B (NPFGC), 5.75%, 1/01/40	1,000	1,065,010
Series K-2 (AGC), 6.00%, 1/01/38	1,000	1,076,830
Tarrant County Cultural Education Facilities Finance Corp., Refunding RB, Christus Health, Series A (AGC), 6.50%, 7/01/37	3,000	3,273,420
		63,468,460
Virginia 1.3%		
Lexington IDA, RB, Washington & Lee University, 5.00%, 1/01/43	945	979,105
Virginia Public School Authority, RB, School Financing, 6.50%, 12/01/18 (b)	2,195	2,763,878
		3,742,983
Washington 2.5%		
City of Seattle Washington, Refunding RB, Series A, 5.25%, 2/01/36	2,400	2,544,840
Spokane Public Facilities District, RB, Hotel/Motel & Sales/Use Tax, Series A, 5.00%, 12/01/38	3,065	3,043,024
State of Washington, GO, Various Purpose, Series B, 5.25%, 2/01/36	1,865	1,988,631
		7,576,495
Total Municipal Bonds 119.1%		355,603,505
Municipal Bonds Transferred to Tender Option Bond Trusts (c)		
Alabama 1.3%		
Mobile Board of Water & Sewer Commissioners, RB, (NPFGC), 5.00%, 1/01/31	3,750	3,873,600
California 2.4%		
Sequoia Union High School District California, GO, Refunding, Election of 2004, Series B (AGM), 5.50%, 7/01/35	5,189	5,561,398
University of California, Refunding RB, Limited Project, Series G, 5.00%, 5/15/37	1,500	1,550,611
		7,112,009
Colorado 3.1%		
Colorado Health Facilities Authority, RB, Catholic Health, Series C-3 (AGM), 5.10%, 10/01/41	9,410	9,367,467
District of Columbia 0.6%		
District of Columbia Water & Sewer Authority, Refunding RB, Series A, 6.00%, 10/01/35 (d)	1,700	1,904,109

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniHoldings Quality Fund II, Inc. (MUE)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds Transferred to Tender Option Bond Trusts (c)		
Florida 8.5%		
City of St. Petersburg Florida, Refunding RB, (NPFGC), 5.00%, 10/01/35	\$ 6,493	\$ 6,579,711
County of Miami-Dade Florida, GO, Building Better Communities Program, Series B-1, 6.00%, 7/01/38	12,500	13,944,750
County of Miami-Dade Florida, Refunding RB, Transit System, Sales Surtax, 5.00%, 7/01/42	3,400	3,438,896
Lee County Housing Finance Authority, RB, Multi-County Program, Series A-2, AMT (Ginnie Mae), 6.00%, 9/01/40	1,215	1,271,109
		25,234,466
Illinois 7.2%		
City of Chicago Illinois, ARB, O Hare International Airport, Series A (AGM), 5.00%, 1/01/38	15,000	15,052,350
City of Chicago Illinois Refunding RB, Water System, Second Lien (AGM), 5.25%, 11/01/33	3,969	4,050,470
Illinois State Toll Highway Authority, RB, Series A, 5.00%, 1/01/38	2,478	2,507,765
		21,610,585
Kentucky 0.9%		
Kentucky State Property & Building Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/27	2,304	2,514,842
Massachusetts 3.5%		
Massachusetts School Building Authority, RB:		
Dedicated Sales Tax, Senior Series B, 5.00%, 10/15/41	5,080	5,259,375
Series A (AGM), 5.00%, 8/15/15 (b)	644	678,092
Series A (AGM), 5.00%, 8/15/30	4,350	4,583,882
		10,521,349
Nevada 6.9%		
Clark County Water Reclamation District, GO:		
Limited Tax, 6.00%, 7/01/38	10,000	11,320,100
Series B, 5.50%, 7/01/29	8,247	9,359,166
		20,679,266
New Jersey 1.9%		
New Jersey State Housing & Mortgage Finance Agency, RB, S/F Housing, Series CC, 5.25%, 10/01/29	3,861	4,025,791
New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series B, 5.25%, 6/15/36 (d)	1,500	1,558,021
		5,583,812
Municipal Bonds Transferred to Tender Option Bond Trusts (c)		
New York 7.1%		
New York City Municipal Water Finance Authority, Refunding RB, Series FF, 5.00%, 6/15/45	\$ 5,958	\$ 6,112,379
New York City Transitional Finance Authority, BARB, Fiscal 2009, Series S-3, 5.25%, 1/15/39	2,300	2,393,362
New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Construction, 5.25%, 12/15/43	7,515	7,808,268
New York Liberty Development Corp., Refunding RB, 4 World Trade Center Project, 5.75%, 11/15/51	4,400	4,764,012

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		21,078,021
Texas 3.1%		
Tarrant County Cultural Education Facilities Finance Corp., RB, Baylor Health Care System Project, Series A, 5.00%, 11/15/38	4,296	4,271,695
Waco Educational Finance Corp., Refunding RB, Baylor University, 5.00%, 3/01/43	4,995	5,053,891
		9,325,586
Utah 0.8%		
City of Riverton Utah Hospital, RB, IHC Health Services, Inc., 5.00%, 8/15/41	2,504	2,504,340
Washington 1.6%		
University of Washington, Refunding RB, Series A, 5.00%, 7/01/41	4,694	4,861,203
Total Municipal Bonds Transferred to Tender Option Bond Trusts 48.9%		146,170,655
Total Long-Term Investments (Cost \$493,964,228) 168.0%		501,774,160
Short-Term Securities	Shares	
FFI Institutional Tax-Exempt Fund, 0.03% (e)(f)	16,070,448	16,070,448
Total Short-Term Securities (Cost \$16,070,448) 5.4%		16,070,448
Total Investments (Cost \$510,034,676) 173.4%		517,844,608
Liabilities in Excess of Other Assets (2.3%)		(6,984,661)
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (27.2%)		(81,152,802)
VMTP Shares, at Liquidation Value (43.9%)		(131,000,000)
Net Assets Applicable to Common Shares 100.0%		\$ 298,707,145

Notes to Schedule of Investments

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

Counterparty	Value	Unrealized Appreciation (Depreciation)
Citigroup Global Markets, Inc.	\$ 2,370,746	\$ 3,015
Morgan Stanley & Co. LLC	\$ 5,040,430	\$ (60,165)
Royal Bank of Canada	\$ 797,831	\$ (9,128)
Wells Fargo Securities, LLC	\$ 2,469,402	\$ 9,919

(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) Securities represent bonds transferred to a TOB in exchange for which the Fund acquired residual interest certificates. These securities 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 II, Inc. (MUE)**

(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 November 15, 2019 is \$4,822,872.

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

Affiliate	Shares Held at July 31, 2012	Net Activity	Shares Held at July 31, 2013	Income
FFI Institutional Tax-Exempt Fund		16,070,448	16,070,448	\$ 1,345

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

Fair Value Measurements Various inputs are used in determining the fair value of investments. 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)

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 is based on the pricing transparency of the investment 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, please refer to Note 2 of the Notes to Financial Statements.

The following table summarizes the Fund's investments categorized in the disclosure hierarchy as of July 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				

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Investments:

Long-Term Investments ¹	\$ 501,774,160	\$ 501,774,160
Short-Term Securities	\$ 16,070,448	16,070,448
Total	\$ 16,070,448	\$ 517,844,608

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

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

	Level 1	Level 2	Level 3	Total
Liabilities:				
Bank overdraft		\$ (8,272)		\$ (8,272)
TOB trust certificates		(81,123,028)		(81,123,028)
VMTP Shares		(131,000,000)		(131,000,000)
Total		\$ (212,131,300)		\$ (212,131,300)

There were no transfers between levels during the year ended July 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments July 31, 2013

BlackRock MuniYield California Quality Fund, Inc. (MCA)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
California 92.3%		
Corporate 0.5%		
City of Chula Vista California, Refunding RB, San Diego Gas & Electric, Series A, 5.88%, 2/15/34	\$ 2,435	\$ 2,703,191
County/City/Special District/School District 33.7%		
Bay Area Governments Association, Refunding RB, California Redevelopment Agency Pool, Series A (AGM), 6.00%, 12/15/24	255	259,972
California State Public Works Board, RB, Various Capital Projects, Sub-Series I-1, 6.13%, 11/01/29	3,360	3,882,917
Chabot-Las Positas Community College District, GO, CAB, Series C (AMBAC), 5.99%, 8/01/37 (a)	10,000	2,425,600
Coast Community College District, GO, Refunding, Election of 2012, Series A, 5.00%, 8/01/38	9,540	9,944,114
County of Kern California, COP, Capital Improvements Projects, Series A (AGC), 6.00%, 8/01/35	2,000	2,251,020
Grossmont Healthcare District, GO, Election of 2006, Series B, 6.13%, 7/15/40	2,500	2,812,225
Grossmont Union High School District, GO, Election of 2008, Series C, 5.50%, 8/01/33	1,880	2,035,326
Los Angeles Community Redevelopment Agency California, RB, Bunker Hill Project, Series A (AGM), 5.00%, 12/01/27	7,000	7,266,770
Los Angeles County Metropolitan Transportation Authority, Refunding RB, Proposition A, First Tier, Senior Series A (AMBAC), 5.00%, 7/01/27	4,000	4,203,240
Los Angeles Municipal Improvement Corp., Refunding RB, Real Property, Series B (AGC), 5.50%, 4/01/39	2,045	2,213,549
Los Rios Community College District, GO, Election of 2008, Series B:		
5.00%, 8/01/30	1,905	2,004,555
5.00%, 8/01/31	3,200	3,353,984
Mount San Antonio Community College District, GO, Refunding, Election of 2008, Series 2013A, 5.00%, 8/01/34 (b)	4,500	4,628,430
Ohlone Community College District, GO, Election of 2010, Series A, 5.25%, 8/01/41	8,140	8,613,585
Orange County Sanitation District, COP, Series A, 5.00%, 2/01/35	2,500	2,632,100
Orange County Water District, COP, Refunding, 5.25%, 8/15/34	9,045	9,679,868
Orchard School District, GO, Election of 2001, Series A (AGC), 5.00%, 8/01/34	7,490	7,845,326
Oxnard Union High School District California, GO, Refunding, Series A (NPFGC), 6.20%, 8/01/30	9,645	10,393,259
Pittsburg Unified School District, GO, Election of 2006, Series B (AGM):		
5.50%, 8/01/34	2,000	2,156,280
5.63%, 8/01/39	4,500	4,865,445
Redlands Unified School District California, GO, Election of 2008 (AGM), 5.25%, 7/01/33	5,000	5,306,150
San Diego Community College District California, GO, Election of 2006, 5.00%, 8/01/43	2,145	2,227,111
San Jose Financing Authority, LRB Series A:		
Convention Center Expansion & Renovation Project, 5.75%, 5/01/36	2,570	2,760,257
Convention Center Expansion & Renovation Project, 5.75%, 5/01/42	4,500	4,773,600
San Jose Financing Authority, Refunding LRB, Civic Center Project, Series A, 5.00%, 6/01/39	21,325	21,372,768
San Juan Unified School District, GO, Election of 2002 (AGM), 5.00%, 8/01/34	6,475	6,734,583
	Par	
	(000)	Value
Municipal Bonds		
California (continued)		
County/City/Special District/School District (concluded)		
San Leandro Unified School District California, GO, Election 2010, Series A, 5.75%, 8/01/41	\$ 3,000	\$ 3,241,260
Santa Maria Joint Union High School District, GO, Election of 2004, 5.00%, 8/01/33	3,710	3,867,156
Snowline Joint Unified School District, COP, Refunding, Refining Project (AGC), 5.75%, 9/01/38	5,600	6,204,912
Southwestern Community College District, GO, Election of 2008, Series C, 5.25%, 8/01/36	2,625	2,750,659
Walnut Valley Unified School District, GO, Election of 2007, Series B, 5.75%, 8/01/41	7,680	8,313,677
West Contra Costa Unified School District California, GO, Election of 2010, Series A (AGM), 5.25%, 8/01/41	6,140	6,288,956

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Westminster Redevelopment Agency California, Tax Allocation Bonds, Subordinate, Commercial Redevelopment Project No. 1 (AGC), 6.25%, 11/01/39	4,300	4,716,670
		172,025,324
Education 4.0%		
California Municipal Finance Authority, RB, Emerson College, 6.00%, 1/01/42	2,500	2,725,475
Gavilan Joint Community College District, GO, Election of 2004, Series D: 5.50%, 8/01/31	2,165	2,376,152
5.75%, 8/01/35	8,400	9,343,236
University of California, Refunding RB, Limited Project, Series G, 5.00%, 5/15/37	5,450	5,633,665
		20,078,528
Health 15.7%		
ABAG Finance Authority for Nonprofit Corps, Refunding RB, Sharp Healthcare, Series A, 6.00%, 8/01/30	2,345	2,595,728
California Health Facilities Financing Authority, RB: Children s Hospital, Series A, 5.25%, 11/01/41	8,500	8,544,455
Providence Health Services, Series B, 5.50%, 10/01/39	4,105	4,415,010
Sutter Health, Series A, 5.25%, 11/15/46	9,470	9,403,805
Sutter Health, Series B, 6.00%, 8/15/42	7,715	8,659,470
California Health Facilities Financing Authority, Refunding RB: Catholic Healthcare West, Series A, 6.00%, 7/01/34	2,220	2,514,860
Catholic Healthcare West, Series A, 6.00%, 7/01/39	5,500	6,230,510
Stanford Hospital, Series A-3, 5.50%, 11/15/40	3,000	3,165,060
California Statewide Communities Development Authority, RB: Kaiser Permanente, Series A, 5.00%, 4/01/42	21,000	20,746,320
Kaiser Permanente, Series B, 5.25%, 3/01/45	6,000	6,001,140
Sutter Health, Series A, 6.00%, 8/15/42	4,460	5,005,993
California Statewide Communities Development Authority, Refunding RB: Catholic Healthcare West, Series D (BHAC), 5.50%, 7/01/31	865	943,663
Trinity Health Credit Group Composite Issue, 5.00%, 12/01/41	2,000	1,975,960
		80,201,974

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield California Quality Fund, Inc. (MCA)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
California (continued)		
Housing 0.0%		
California Rural Home Mortgage Finance Authority, Mortgage-Backed Securities Program, RB, Series A, AMT (Ginnie Mae), 6.35%, 12/01/29	\$ 40	\$ 40,529
County of San Bernardino California, Refunding RB, Home Mortgage-Backed Securities, Series A-1, AMT (Ginnie Mae), 6.25%, 12/01/31	80	84,694
		125,223
State 7.9%		
California State Public Works Board, RB, Department of Education, Riverside Campus Project, Series B, 6.50%, 4/01/34	3,670	4,247,621
State of California, GO, Various Purpose:		
6.00%, 3/01/33	7,000	7,985,460
5.00%, 9/01/36	4,075	4,170,436
6.00%, 4/01/38	17,615	19,706,253
6.00%, 11/01/39	3,455	3,902,803
		40,012,573
Transportation 13.6%		
Bay Area Toll Authority, RB, San Francisco Bay Area Toll Bridge, 0.96%, 4/01/45 (c)	2,600	2,578,446
City of San Jose California, Refunding ARB, Series A-1, AMT, 6.25%, 3/01/34	1,400	1,532,356
County of Orange California, ARB, Series B, 5.75%, 7/01/34	5,000	5,490,850
County of Sacramento California, ARB, Senior Series B, AMT (AGM), 5.25%, 7/01/33	7,555	7,771,904
County of Sacramento California, ARB, Airport System, Subordinated and Passenger Facility Charges/Grant, Series C (AGC), 5.75%, 7/01/39	5,505	6,108,403
Los Angeles Department of Airports, Refunding RB, Los Angeles International Airport, Senior Series A, 5.25%, 5/15/29	3,760	4,080,465
Los Angeles Harbor Department, RB, Series B:		
5.25%, 8/01/34	5,530	5,964,050
5.25%, 8/01/39	2,490	2,647,741
San Diego County Regional Airport Authority, Refunding RB, Series B, 5.00%, 7/01/40	6,350	6,397,752
San Francisco City & County Airports Commission, RB:		
Series E, 6.00%, 5/01/39	9,650	10,978,708
Special Facility Lease, SFO Fuel, Series A, AMT (AGM), 6.10%, 1/01/20	1,000	1,004,230
Special Facility Lease, SFO Fuel, Series A, AMT (AGM), 6.13%, 1/01/27	985	988,241
San Francisco City & County Airports Commission, Refunding RB, AMT, Second:		
Series 34E (AGM), 5.75%, 5/01/24	5,000	5,620,050
Series A, 5.25%, 5/01/33	1,435	1,473,444
Series 34E (AGM), 5.75%, 5/01/25	3,500	3,881,010
San Joaquin County Transportation Authority, Refunding RB, Limited Tax, Measure K, Series A, 6.00%, 3/01/36	2,415	2,699,704
		69,217,354
Utilities 16.9%		
Anaheim Public Financing Authority, RB, Electric System Distribution Facilities, Series A,		
5.38%, 10/01/36	5,000	5,391,700
City of Los Angeles California Wastewater System, Refunding RB, Sub-Series A:		
5.00%, 6/01/28	2,000	2,138,620
5.00%, 6/01/32	3,000	3,119,100
	Par	
	(000)	Value
Municipal Bonds		
California (concluded)		

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Utilities (concluded)

City of Los Angeles California Wastewater System, Refunding RB, Sub-Series A (concluded):		
5.00%, 6/01/34	\$ 4,000	\$ 4,212,520
5.00%, 6/01/35	8,000	8,385,840
City of Manteca California, Refunding RB, Water, 5.00%, 7/01/33		
	2,985	3,056,043
City of Sacramento California, RB:		
Wastewater System, 5.00%, 9/01/42		
	2,085	2,121,279
Water, 5.00%, 9/01/42		
	2,000	2,039,620
City of San Francisco California, Refunding RB, Public Utilities Water Commission, Series A, 5.25%, 11/01/31		
	6,280	6,681,355
Dublin-San Ramon Services District, Refunding RB, 6.00%, 8/01/41		
	4,000	4,494,800
East Bay Municipal Utility District, Refunding RB:		
Series A (NPFGC), 5.00%, 6/01/37		
	4,000	4,158,960
Sub-Series A, 5.00%, 6/01/30		
	5,000	5,353,800
Sub-Series A (AGM), 5.00%, 6/01/37		
	10,000	10,397,400
Sub-Series A (AMBAC), 5.00%, 6/01/33		
	3,000	3,211,620
Imperial Irrigation District, Refunding RB, Electric System, 5.13%, 11/01/38		
	5,745	5,888,568
Los Angeles Department of Water & Power, Refunding RB, Series A, 5.25%, 7/01/39		
	8,000	8,457,120
San Diego County Water Authority, COP, Refunding, Series (AGM), 5.00%, 5/01/38		
	4,895	4,964,362
San Diego Public Facilities Financing Authority, Refunding RB, Senior Series A, 5.25%, 5/15/34		
	2,000	2,114,700
		86,187,407
Total Municipal Bonds	92.3%	470,551,574

Municipal Bonds Transferred to Tender Option Bond Trusts (d)

California 75.0%

County/City/Special District/School District 31.2%

Arcadia Unified School District California, GO, Election of 2006, Series A (AGM), 5.00%, 8/01/37		
	7,925	8,047,356
Desert Community College District California, GO, Series C (AGM), 5.00%, 8/01/37		
	12,150	12,354,849
Los Angeles Community College District California, GO:		
Election of 2001, Series A (NPFGC), 5.00%, 8/01/32		
	26,438	27,528,590
Election of 2001, Series A (AGM), 5.00%, 8/01/32		
	12,000	12,495,240
Election of 2003, Series E (AGM), 5.00%, 8/01/31		
	7,497	7,928,113
Election of 2003, Series F-1, 5.00%, 8/01/33		
	12,000	12,447,600
Los Angeles Community College District California, GO, Refunding, Election of 2008, Series A, 6.00%, 8/01/33		
	9,596	11,109,134
Los Angeles County Metropolitan Transportation Authority, Refunding RB, Proposition A, First Tier, Senior Series A (AMBAC), 5.00%, 7/01/35		
	6,828	7,077,376
Los Angeles County Sanitation Districts Financing Authority, Refunding RB, Capital Project 14 (BHAC), 5.00%, 10/01/34		
	4,998	5,102,915
Los Angeles Unified School District California, GO, Series I, 5.00%, 1/01/34		
	5,000	5,089,800

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield California Quality Fund, Inc. (MCA)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds Transferred to Tender Option Bond Trusts (d)		
California (continued)		
County/City/Special District/School District (concluded)		
Poway Unified School District, GO, Election of 2002, Improvement District 02, Series 1-B (AGM), 5.00%, 8/01/30	\$ 10,000	\$ 10,565,200
San Bernardino Community College District California, GO, Election of 2002, Series C (AGM), 5.00%, 8/01/31	7,550	7,804,511
San Francisco Bay Area Rapid Transit District, Refunding RB, Series A (NPFGC):		
5.00%, 7/01/30	19,630	20,561,443
5.00%, 7/01/34	10,497	10,870,529
		158,982,656
Education 16.2%		
California State University, Refunding RB, Systemwide, Series C (NPFGC), 5.00%, 11/01/35	20,000	20,267,600
Los Rios Community College District, GO, Election of 2008, Series A, 5.00%, 8/01/35	11,000	11,604,010
University of California, RB:		
Limited Project, Series D (AGM), 5.00%, 5/15/41	8,000	8,071,520
Series L, 5.00%, 5/15/40	7,398	7,540,648
Series O, 5.75%, 5/15/34	11,190	12,662,455
University of California, Refunding RB, Limited Project, Series G, 5.00%, 5/15/37	21,781	22,514,868
		82,661,101
Transportation 1.0%		
City of Los Angeles California Department of Airports, Refunding RB, Los Angeles International Airport, Senior Series A, 5.00%, 5/15/40	4,999	5,073,535
Utilities 26.6%		
City of Napa California Water System, RB, (AMBAC), 5.00%, 5/01/35	9,070	9,290,310
East Bay Municipal Utility District, RB, Sub-Series A (NPFGC), 5.00%, 6/01/35	15,000	15,484,500
East Bay Municipal Utility District, Refunding RB, Sub-Series A (AMBAC), 5.00%, 6/01/37	7,990	8,449,265
Los Angeles Department of Water & Power, RB, Power System:		
Sub-Series A-1 (AGM), 5.00%, 7/01/37	13,525	13,867,844
	Par	
Municipal Bonds Transferred to Tender Option Bond Trusts (d)		
California (concluded)		
Utilities (concluded)		
Los Angeles Department of Water & Power, RB, Power System (concluded):		
Sub-Series A-1 (AMBAC), 5.00%, 7/01/37	\$ 5,029	\$ 5,200,348
Sub-Series A-2 (AGM), 5.00%, 7/01/35	7,500	7,847,550
Metropolitan Water District of Southern California, RB, Series A, 5.00%, 7/01/37	15,000	15,663,750
Rancho Water District Financing Authority, Refunding RB, Series A (AGM), 5.00%, 8/01/34	9,277	9,570,464
San Diego County Water Authority, COP, Refunding, Series 2008-A (AGM), 5.00%, 5/01/33	8,510	8,835,593
San Diego County Water Authority, COP:		
Series A (AGM), 5.00%, 5/01/30	7,350	7,650,101
Series A (AGM), 5.00%, 5/01/31	10,000	10,333,300
San Francisco City & County Public Utilities Commission, RB, Water System Improvement Project, Sub-Series A, 5.00%, 11/01/37	22,997	23,780,263
		135,973,288
Total Municipal Bonds Transferred to Tender Option Bond Trusts 75.0%		382,690,580
Total Long-Term Investments (Cost \$838,623,354) 167.3%		853,242,154

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Short-Term Securities	Shares	
BIF California Municipal Money Fund, 0.00% (e)(f)	2,379,292	2,379,292
Total Short-Term Securities		2,379,292
(Cost \$2,379,292) 0.5%		2,379,292
Total Investments (Cost \$841,002,646) 167.8%		855,621,446
Other Assets Less Liabilities 1.7%		9,165,892
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (36.9%)		(188,269,612)
VRDP Shares, at Liquidation Value (32.6%)		(166,500,000)
Net Assets Applicable to Common Shares 100.0%		\$ 510,017,726

Notes to Schedule of investments

(a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.

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

Counterparty	Value	Unrealized Depreciation
Royal Bank of Canada	\$ 4,628,430	\$ (54,810)

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

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

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

Affiliate	Shares Held at July 31, 2012	Net Activity	Shares Held at July 31, 2013	Income
BIF California Municipal Money Fund	4,870,908	(2,491,616)	2,379,292	\$ 24

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

See Notes to Financial Statements.

Table of Contents**Schedule of Investments (concluded)****BlackRock MuniYield California Quality Fund, Inc. (MCA)**

For Fund compliance purposes, the Fund's sector classifications refer to any one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by Fund's management. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Fair Value Measurements Various inputs are used in determining the fair value of investments. 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)

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 is based on the pricing transparency of the investment 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, please refer to Note 2 of the Notes to Financial Statements.

The following table summarizes the Fund's investments categorized in the disclosure hierarchy as of July 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 853,242,154		\$ 853,242,154
Short-Term Securities	\$ 2,379,292			2,379,292
Total	\$ 2,379,292	\$ 853,242,154		\$ 855,621,446

¹ See above Schedule of Investments for values in each sector.

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

	Level 1	Level 2	Level 3	Total
Liabilities:				
Bank overdraft		\$ (11,227)		\$ (11,227)
TOB trust certificates		(188,184,586)		(188,184,586)
VRDP Shares		(166,500,000)		(166,500,000)
Total		\$ (354,695,813)		\$ (354,695,813)

There were no transfers between levels during the year ended July 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments July 31, 2013

BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Michigan 133.7%		
Corporate 3.0%		
Monroe County EDC, Michigan, Refunding RB, Detroit Edison Co. Project, Series AA (NPFGC), 6.95%, 9/01/22	\$ 3,805	\$ 4,766,447
County/City/Special District/School District 36.4%		
Adrian City School District, GO, (AGM), 5.00%, 5/01/14 (a)	2,400	2,485,536
Anchor Bay School District, GO, Refunding (Q-SBLF):		
4.13%, 5/01/25	2,000	2,039,620
4.25%, 5/01/26	1,145	1,161,568
4.38%, 5/01/27	640	647,168
4.38%, 5/01/28	400	397,184
4.50%, 5/01/29	605	606,531
Bay City School District Michigan, GO, School Building & Site (AGM), 5.00%, 5/01/36	200	200,698
Brighton Area School District Michigan, GO, School Building & Site, Series I (Q-SBLF), 4.25%, 5/01/37	1,180	1,056,183
Charter Township of Canton Michigan, GO, Capital Improvement (AGM):		
5.00%, 4/01/25	1,250	1,366,800
5.00%, 4/01/26	1,250	1,315,338
5.00%, 4/01/27	500	530,540
Chippewa Valley Schools, GO, Refunding, Unlimited Tax (Q-SBLF), 5.00%, 5/01/32	1,220	1,275,473
City of Jackson, GO, CAB, Downtown Development (AGM), 5.53%, 6/01/26 (b)	2,710	1,346,545
City of Oak Park Michigan, GO, Street Improvement (NPFGC), 5.00%, 5/01/30	600	621,372
Comstock Park Public Schools, GO, School Building & Site, Series B (Q-SBLF):		
5.50%, 5/01/36	450	473,121
5.50%, 5/01/41	830	867,167
County of Genesee Michigan, GO, Refunding, Series A (NPFGC), 5.00%, 5/01/19	400	422,088
County of St Clair, GO, Limited Tax, Refunding, 5.00%, 4/01/28	915	962,232
Dearborn Brownfield Redevelopment Authority, GO, Limited Tax, Redevelopment, Series A (AGC), 5.50%, 5/01/39	2,000	2,081,680
Eaton Rapids Public Schools Michigan, GO, School Building & Site (AGM), 5.25%, 5/01/14 (a)	2,000	2,075,500
Flint EDC, RB, Michigan Department of Human Services Office Building Project, 5.25%, 10/01/41	1,880	1,820,780
Fraser Public School District Michigan, GO, School Building & Site (AGM), 5.00%, 5/01/25	1,255	1,333,939
Gibraltar School District Michigan, GO, School Building & Site Improvement (NPFGC) (a):		
5.00%, 5/01/14	585	605,984
5.00%, 5/01/14	3,065	3,174,237
Goodrich Area School District Michigan, GO, School Building & Site (Q-SBLF):		
5.50%, 5/01/32	400	424,556
5.50%, 5/01/36	800	842,168
5.50%, 5/01/41	1,000	1,045,440
Harper Creek Community School District Michigan, GO, Refunding (AGM), 5.00%, 5/01/22	1,000	1,068,310
Harper Woods School District Michigan, GO, Refunding, School Building & Site (NPFGC), 5.00%, 5/01/14 (a)	10	10,359
Hudsonville Public Schools, GO, School Building & Site, 5.25%, 5/01/41	2,650	2,722,769
Jonesville Community Schools Michigan, GO, Refunding (NPFGC), 5.00%, 5/01/29	1,085	1,100,309
	Par (000)	Value
Municipal Bonds		
Michigan (continued)		
County/City/Special District/School District (concluded)		
L Anse Creuse Public Schools Michigan, GO, School Building & Site (AGM):		
5.00%, 5/01/25	\$ 1,000	\$ 1,068,310
5.00%, 5/01/26	1,050	1,116,045
5.00%, 5/01/35	2,000	2,007,760
Lincoln Consolidated School District Michigan, GO, Refunding (NPFGC) (Q-SBLF), 4.63%, 5/01/28	2,325	2,335,276
Livonia Public Schools School District Michigan, GO, Refunding, Series A (NPFGC), 5.00%, 5/01/24	500	514,735
Livonia Public Schools School District Michigan, GO, Series I (AGM), 5.00%, 5/01/43	1,910	1,883,642

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New Lothrop Area Public Schools Michigan, GO, School Building & Site (AGM) (Q-SBLF), 5.00%, 5/01/35	1,200	1,204,656
Parchment School District, County of Kalamazoo, State of Michigan, GO, School Building and Site (NPFGC) (Q-SBLF), 5.00%, 5/01/25	590	634,085
Plymouth-Canton Community School District, GO, School Building & Site, Series A: 4.00%, 5/01/32	1,050	954,902
4.00%, 5/01/33	760	686,348
Reed City Public Schools Michigan, GO, School Building & Site (AGM) (Q-SBLF), 5.00%, 5/01/14 (a)	1,000	1,036,030
Romulus Community Schools, GO, Unlimited Tax, Refunding (AGM) (Q-SBLF): 4.00%, 5/01/24	500	505,635
4.13%, 5/01/25	715	720,413
4.25%, 5/01/26	740	741,746
4.25%, 5/01/27	725	715,553
4.50%, 5/01/29	630	619,492
Southfield Public Schools Michigan, GO, School Building & Site, Series B (AGM) (Q-SBLF), 5.00%, 5/01/14 (a)	1,000	1,035,870
Sparta Area Schools Michigan, GO, School Building & Site (NPFGC) (Q-SBLF), 5.00%, 5/01/14 (a)	1,000	1,035,410
Thornapple Kellogg School District Michigan, GO, Refunding, School Building & Site (NPFGC) (Q-SBLF), 5.00%, 5/01/32	1,500	1,536,705
Van Dyke Public Schools Michigan, GO, School Building & Site (AGM) (Q-SBLF), 5.00%, 5/01/28	750	788,400
Zeeland Public Schools Michigan, GO, School Building & Site (NPFGC), 5.00%, 5/01/14 (a)	1,230	1,274,120
		58,496,328
Education 14.9%		
Ferris State University, Refunding RB, General (AGM): 4.50%, 10/01/23	1,360	1,425,022
4.50%, 10/01/24	1,595	1,655,961
4.50%, 10/01/25	1,405	1,447,515
Lake Superior State University, Refunding RB, (AGM): 4.00%, 11/15/26	475	459,676
4.00%, 11/15/27	285	270,736
4.00%, 11/15/28	190	179,370
4.00%, 11/15/29	250	231,838
4.00%, 11/15/30	190	173,523
Michigan Higher Education Facilities Authority, RB, Limited Obligation, Hillsdale College Project, 5.00%, 3/01/35	1,030	1,016,569
Michigan State University, Refunding RB, General: Series A, 5.00%, 8/15/41	3,035	3,107,142
Series C, 5.00%, 2/15/40	3,770	3,847,850
Series C, 5.00%, 2/15/44	1,000	1,015,010
Michigan Technological University, Refunding RB, Series A, 5.00%, 10/01/34	1,000	1,022,130

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Michigan (continued)		
Education (concluded)		
Oakland University, RB, General, Series A:		
5.00%, 3/01/38	\$ 1,820	\$ 1,837,872
5.00%, 3/01/43	2,980	2,991,145
Saginaw Valley State University Michigan, Refunding RB, General (NPFGC):		
5.00%, 7/01/14 (a)	1,285	1,340,602
5.00%, 7/01/24	165	171,440
Wayne State University, RB, Series A, 4.00%, 11/15/44	380	323,483
Western Michigan University, Refunding RB, General, 5.25%, 11/15/40	1,400	1,441,594
		23,958,478
Health 24.4%		
Flint Hospital Building Authority Michigan, Refunding RB, Hurley Medical Center (ACA), 6.00%, 7/01/20	180	180,171
Kalamazoo Hospital Finance Authority, RB, Bronson Methodist Hospital (AGM), 5.25%, 5/15/36	2,750	2,811,187
Kent Hospital Finance Authority Michigan, Refunding RB, Spectrum Health, Series A, 5.00%, 11/15/29	3,000	3,040,410
Michigan Finance Authority, RB, Sparrow Obligated Group, 5.00%, 11/15/36	950	921,947
Michigan Finance Authority, Refunding RB:		
Hospital, Oakwood Obligated Group, 5.00%, 8/15/31	1,065	1,056,235
Trinity Health Credit Group, 5.00%, 12/01/31	1,900	1,930,951
Trinity Health Credit Group, 5.00%, 12/01/35	1,900	1,905,016
Michigan State Hospital Finance Authority, RB:		
Ascension Health Senior Credit Group, 5.00%, 11/15/25	2,300	2,460,264
McLaren Health Care, Series C, 5.00%, 8/01/35	1,585	1,587,393
MidMichigan Obligated Group, Series A, 5.00%, 4/15/26	380	384,845
MidMichigan Obligated Group, Series A (AMBAC), 5.50%, 4/15/18	1,000	1,002,770
Trinity Health Credit, 5.00%, 12/01/16 (a)	145	164,281
Trinity Health Credit, Series A, 5.00%, 12/01/26	855	884,574
Michigan State Hospital Finance Authority, Refunding RB:		
Hospital, Oakwood Obligated Group, Series A, 5.00%, 7/15/21	400	435,824
Hospital, Oakwood Obligated Group, Series A, 5.00%, 7/15/25	2,470	2,526,761
Hospital, Oakwood Obligated Group, Series A, 5.00%, 7/15/37	3,340	3,183,087
Hospital, Sparrow Obligated Group, 5.00%, 11/15/31	1,595	1,570,469
McLaren Health Care, Series A, 5.00%, 6/01/35	860	838,741
McLaren Health Care, Series A, 5.75%, 5/15/38	1,500	1,645,140
Trinity Health Credit Group, Series C, 4.00%, 12/01/32	3,040	2,641,942
Trinity Health Credit, Series A, 6.13%, 12/01/23	940	1,101,426
Trinity Health Credit, Series A, 6.25%, 12/01/28	570	652,183
Trinity Health Credit, Series A, 6.50%, 12/01/33	1,400	1,602,944
Royal Oak Hospital Finance Authority Michigan, Refunding RB, William Beaumont Hospital, 8.25%, 9/01/39	1,000	1,207,320
	Par (000)	Value
Municipal Bonds		
Michigan (continued)		
Health (concluded)		
Sturgis Building Authority, RB, Sturgis Hospital Project (NPFGC), 4.75%, 10/01/34	\$ 3,525	\$ 3,388,230
		39,124,111
Housing 6.8%		
Michigan State HDA, RB:		
Deaconess Tower, AMT (Ginnie Mae), 5.25%, 2/20/48	1,000	1,009,180
Series A, 4.75%, 12/01/25	2,605	2,699,249
Series A (NPFGC), 5.30%, 10/01/37	20	20,006
Michigan State HDA, Refunding RB:		
Rental Housing, Series D, 4.50%, 10/01/48	5,880	5,163,169

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Series A, 6.05%, 10/01/41	2,000	2,031,140
		10,922,744
State 13.9%		
Michigan Municipal Bond Authority, Refunding RB, Local Government, Charter County Wayne, Series B (AGC), 5.38%, 11/01/24	125	136,324
Michigan State Building Authority, Refunding RB, Facilities Program:		
Series I, 6.25%, 10/15/38	2,350	2,676,603
Series I (AGC), 5.25%, 10/15/24	2,000	2,235,500
Series I (AGC), 5.25%, 10/15/25	1,500	1,665,555
Series I (AGC), 5.25%, 10/15/26	400	438,136
Series I-A, 5.50%, 10/15/45	750	784,687
Series II (AGM), 5.00%, 10/15/26	3,000	3,179,280
Series II (NPFGC), 5.00%, 10/15/13 (a)	1,090	1,100,791
Series II-A, 5.38%, 10/15/41	2,175	2,261,826
Michigan State Finance Authority, RB, Local Government Loan Program, Series F, 5.25%, 10/01/41	2,510	2,509,799
Michigan Strategic Fund, Refunding RB, Cadillac Place Office Building Project, 5.25%, 10/15/31	1,000	1,013,220
State of Michigan Trunk Line Fund, RB:		
5.00%, 11/15/29	750	796,440
5.00%, 11/15/33	1,150	1,204,740
5.00%, 11/15/36	2,220	2,311,531
		22,314,432
Transportation 14.6%		
State of Michigan, RB, GAB (AGM), 5.25%, 9/15/27	3,250	3,548,870
Wayne County Airport Authority, RB, Detroit Metropolitan Wayne County Airport, AMT (NPFGC):		
5.25%, 12/01/25	4,475	4,743,276
5.25%, 12/01/26	3,700	3,885,296
5.00%, 12/01/34	3,550	3,397,137
Wayne County Airport Authority, Refunding RB, AMT (AGC):		
5.75%, 12/01/26	3,060	3,398,436
5.38%, 12/01/32	4,300	4,547,508
		23,520,523
Utilities 19.7%		
City of Detroit Michigan Sewage Disposal System, Refunding RB, Senior Lien, Series A, 5.25%, 7/01/39	1,010	922,080
City of Detroit Michigan Water Supply System, RB:		
Second Lien, Series B (AGM), 7.00%, 7/01/36	2,000	2,096,120
Senior Lien, Series A (NPFGC), 5.00%, 7/01/34	4,000	3,628,440
City of Detroit Michigan Water Supply System, Refunding RB, Second Lien, Series C (AGM), 5.00%, 7/01/29	6,275	5,912,368
City of Grand Rapids Michigan, Refunding RB, Series A (NPFGC), 5.50%, 1/01/22	1,500	1,812,915

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Michigan (concluded)		
Utilities (concluded)		
City of Grand Rapids Michigan Sanitary Sewer System, RB:		
5.00%, 1/01/37	\$ 570	\$ 590,332
4.00%, 1/01/42	1,050	920,430
City of Port Huron Michigan, RB, Water Supply System:		
5.25%, 10/01/31	190	192,504
5.63%, 10/01/40	500	513,285
City of Wyoming Michigan, RB, Sewer System (NPFGC), 5.00%, 6/01/30	5,300	5,516,134
County of Genesee Michigan, GO, Water Supply System (NPFGC), 5.13%, 11/01/33	500	503,935
Lansing Board of Water & Light Utilities System, RB, Series A:		
5.00%, 7/01/27	1,210	1,280,434
5.00%, 7/01/31	2,600	2,690,922
5.00%, 7/01/37	1,270	1,311,846
5.50%, 7/01/41	2,000	2,134,620
Michigan Municipal Bond Authority, RB, State Clean Water Revolving Fund:		
5.00%, 10/01/27	750	810,945
Pooled Project, 5.00%, 10/01/27	760	829,479
		31,666,789
Total Municipal Bonds in Michigan		214,769,852
Guam 2.3%		
State 2.1%		
Territory of Guam, RB, Business Privilege Tax Bonds:		
Series A, 5.13%, 1/01/42	1,800	1,821,384
Series B-1, 5.00%, 1/01/37	715	712,040
Territory of Guam, RB, Limited Obligation Bonds, Section 30, Series A, 5.63%, 12/01/29	850	879,869
		3,413,293
Utilities 0.2%		
Guam Power Authority, Refunding RB, Series A, 5.00%, 10/01/34	335	323,104
Total Municipal Bonds in Guam		3,736,397
Puerto Rico 6.9%		
State 6.5%		
Puerto Rico Highway & Transportation Authority, Refunding RB, Series CC (AGC), 5.50%, 7/01/31		
	1,885	1,828,525
Puerto Rico Sales Tax Financing Corp., Refunding RB:		
CAB, Series A (NPFGC), 6.65%, 8/01/43 (b)	12,500	1,756,625
CAB, Series A (NPFGC), 6.71%, 8/01/45 (b)	7,500	906,450
CAB, Series A (NPFGC), 6.72%, 8/01/46 (b)	28,750	3,244,150
First Sub-Series C (AGM), 5.13%, 8/01/42	2,980	2,734,359
		10,470,109
Municipal Bonds		
Puerto Rico (concluded)		
Utilities 0.4%		
Puerto Rico Electric Power Authority, RB, Series WW, 5.50%, 7/01/38	\$ 680	\$ 581,012
Total Municipal Bonds in Puerto Rico		11,051,121
Total Municipal Bonds 142.9%		229,557,370

Municipal Bonds Transferred to
Tender Option Bond Trusts (c)

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Michigan 21.3%		
County/City/Special District/School District 4.4%		
Lakewood Public Schools Michigan, GO, School Building & Site (AGM) (Q-SBLF), 5.00%, 5/01/37	3,970	4,171,001
Portage Public Schools Michigan, GO, School Building & Site (AGM), 5.00%, 5/01/31	2,850	2,924,243
		7,095,244
Education 11.4%		
Michigan State University, Refunding RB, General, Series A, 5.00%, 8/15/38	3,780	3,894,269
Saginaw Valley State University, Refunding RB, General (AGM), 5.00%, 7/01/31	2,500	2,586,975
Wayne State University, RB, General, Series A, 5.00%, 11/15/40	3,808	3,847,503
Wayne State University, Refunding RB, General (AGM), 5.00%, 11/15/35	7,793	7,897,411
		18,226,158
Health 1.0%		
Michigan Finance Authority, Refunding RB, Trinity Health, 5.00%, 12/01/39	1,650	1,633,203
Utilities 4.5%		
City of Grand Rapids Michigan, RB, Sanitary Sewer System (NPFGC), 5.00%, 1/01/34	6,898	7,200,505
Total Municipal Bonds Transferred to Tender Option Bond Trusts 21.3%		34,155,110
Total Long-Term Investments		
(Cost \$265,971,414) 164.2%		263,712,480
Short-Term Securities	Shares	
BIF Michigan Municipal Money Fund, 0.00% (d)(e)	639,757	639,757
Total Short-Term Securities		
(Cost \$639,757) 0.4%		639,757
Total Investments (Cost \$266,611,171) 164.6%		264,352,237
Other Assets Less Liabilities 1.8%		2,930,864
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (12.1%)		(19,349,041)
VRDP Shares, at Liquidation Value (54.3%)		(87,300,000)
Net Assets Applicable to Common Shares 100.0%		\$ 160,634,060

Notes to Schedule of investments

- (a) US government securities, held in escrow, are used to pay interest on this security, as well as to retire the bond in full at the date indicated, typically at a premium to par.
- (b) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (c) Securities represent bonds transferred to a TOB in exchange for which the Fund acquired residual interest certificates. These securities 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.

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Schedule of Investments (concluded)

BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)

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

Affiliate	Shares Held at July 31, 2012	Net Activity	Shares Held at July 31, 2013	Income
BIF Michigan Municipal Money Fund	6,554,292	(5,914,535)	639,757	

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

For Fund's compliance purposes, the Fund's sector classifications refer to any one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by Fund's management. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Fair Value Measurements Various inputs are used in determining the fair value of investments. 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)

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 is based on the pricing transparency of the investment 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, please refer to Note 2 of the Notes to Financial Statements.

The following table summarizes the Fund's investments categorized in the disclosure hierarchy as of July 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 263,712,480		\$ 263,712,480

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Short-Term Securities	\$ 639,757	639,757
Total	\$ 639,757	\$ 263,712,480

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

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

	Level 1	Level 2	Level 3	Total
Liabilities:				
Bank overdraft		\$ (5,388)		\$ (5,388)
TOB trust certificates		(19,344,205)		(19,344,205)
VRDP Shares		(87,300,000)		(87,300,000)
Total		\$ (106,649,593)		\$ (106,649,593)

There were no transfers between levels during the year ended July 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments July 31, 2013

BlackRock MuniYield New York Quality Fund, Inc. (MYN)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
New York 115.4%		
Corporate 3.0%		
New York City Industrial Development Agency, Refunding RB, AMT:		
Senior TRIPS, Series A, 5.00%, 7/01/28	\$ 930	\$ 904,239
Terminal One Group Association Project, 5.50%, 1/01/24 (a)	1,500	1,616,220
New York Liberty Development Corp., RB, Goldman Sachs Headquarters, 5.25%, 10/01/35	4,000	4,143,680
New York State Energy Research & Development Authority, Refunding RB, Brooklyn Union Gas/Keyspan, Series A, AMT (NPFGC), 4.70%, 2/01/24	4,750	4,838,255
Suffolk County Industrial Development Agency New York, RB, KeySpan, Port Jefferson, AMT, 5.25%, 6/01/27	4,000	4,030,960
		15,533,354
County/City/Special District/School District 34.2%		
Buffalo & Erie County Industrial Land Development Corp., Refunding RB, Buffalo State College Foundation Housing Corp. Project, 5.38%, 10/01/41	1,040	1,083,326
City of New York, New York, GO:		
Series A-1, 5.00%, 8/01/35	1,950	2,008,286
Sub-Series A-1, 5.00%, 8/01/33 (b)	2,100	2,187,255
Sub-Series A-1, 4.00%, 10/01/34	990	930,570
Sub-Series A-1, 5.00%, 10/01/34	1,845	1,912,158
Sub-Series D-1, 5.00%, 10/01/33	8,350	8,643,753
City of New York, New York, GO, Refunding:		
Series E, 5.00%, 8/01/27	1,070	1,154,027
Series I, 5.00%, 8/01/32	490	510,913
Series J, 5.00%, 8/01/25	1,000	1,122,510
Erie County Industrial Development Agency, RB, City School District of Buffalo Project, Series A:		
5.25%, 5/01/31	2,305	2,427,672
5.25%, 5/01/32	1,000	1,049,210
Hudson New York Yards Infrastructure Corp., RB, Series A:		
(AGC), 5.00%, 2/15/47	4,300	4,300,516
(AGM), 5.00%, 2/15/47	4,580	4,580,550
(NPFGC), 4.50%, 2/15/47	17,525	15,814,560
(NPFGC), 5.00%, 2/15/47	4,665	4,621,102
(NPFGC), 5.00%, 2/15/47	550	550,066
Madison County Industrial Development Agency, RB, Colgate University Project, Series A (AMBAC), 5.00%, 7/01/35	2,675	2,721,812
New York City Industrial Development Agency, RB, PILOT:		
CAB, Yankee Stadium Project (AGC), 5.82%, 3/01/39 (c)	5,000	1,151,150
CAB, Yankee Stadium Project (AGC), 5.92%, 3/01/43 (c)	4,330	769,874
Queens Baseball Stadium (AGC), 6.38%, 1/01/39	1,000	1,085,080
Queens Baseball Stadium (AMBAC), 5.00%, 1/01/36	6,910	6,126,199
Queens Baseball Stadium (AMBAC), 5.00%, 1/01/39	1,750	1,525,213
Yankee Stadium (NPFGC), 5.00%, 3/01/36	2,250	2,231,843
Yankee Stadium (NPFGC), 5.00%, 3/01/46	9,650	9,376,422
New York City Transitional Finance Authority Future Tax Secured Revenue, RB (NPFGC):		
Series C, 5.00%, 2/01/14 (d)	2,375	2,431,311
Series C, 5.00%, 2/01/33	10,020	10,180,120
Series E, 5.25%, 2/01/22	55	55,225
	Par	
Municipal Bonds	(000)	Value

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New York (continued)

County/City/Special District/School District (concluded)

New York City Transitional Finance Authority Future Tax Secured Revenue, Refunding RB, Series A (NPFGC), 5.00%, 11/15/26	\$ 260	\$ 260,946
New York Convention Center Development Corp., RB, Hotel Unit Fee Secured (AMBAC):		
5.00%, 11/15/30	1,500	1,533,090
5.00%, 11/15/35	11,600	11,609,048
5.00%, 11/15/44	14,470	14,378,260
New York Liberty Development Corp., Refunding RB:		
4 World Trade Center Project, 5.00%, 11/15/31	2,570	2,631,115
4 World Trade Center Project, 5.75%, 11/15/51	3,460	3,746,246
7 World Trade Center Project, Class 1, 4.00%, 9/15/35	2,490	2,245,382
7 World Trade Center Project, Class 2, 5.00%, 9/15/43	3,900	3,905,187
New York State Dormitory Authority, RB:		
4.00%, 7/01/30	610	581,086
Series B, 5.00%, 3/15/37	1,000	1,037,530
North Country Development Authority, Refunding RB, (AGM), 6.00%, 5/15/15	400	421,076
Onondaga County, RB, Syracuse University Project:		
5.00%, 12/01/30	1,190	1,252,868
5.00%, 12/01/36	1,150	1,196,012
Sales Tax Asset Receivable Corp., Refunding RB, Series A, (AMBAC):		
5.25%, 10/15/27	9,500	9,933,485
5.00%, 10/15/32	27,200	28,252,640
Syracuse Industrial Development Agency New York, RB, PILOT, Carousel Center Project, Series A (Syncora), 5.00%, 1/01/36	3,400	3,203,208
Tompkins County Industrial Development Agency, RB, Civic Facility Cornell University Project, Series A, 5.00%, 7/01/37	675	709,580
Town of North Hempstead New York, GO, Refunding, Series B (NPFGC), 6.40%, 4/01/17	555	657,675
		178,105,157

Education 17.8%

Amherst Development Corp., Refunding RB, University at Buffalo Foundation Faculty-Student Housing Corp., Series A (AGM), 4.63%, 10/01/40	2,000	1,972,460
City of Troy Capital Resource Corp., Refunding RB, Rensselaer Polytechnic Institute Project, Series A, 5.13%, 9/01/40	5,725	5,818,203
Dutchess County Local Development Corp., RB, Vassar College, Series A, 5.00%, 1/01/49	2,000	2,012,240
Madison County Industrial Development Agency New York, RB, Colgate University Project, Series A (AMBAC), 5.00%, 7/01/30	5,410	5,532,753
Monroe County Industrial Development Corp., RB, University of Rochester Project, Series B, 4.50%, 7/01/35	3,885	3,774,083
New York City Industrial Development Agency, Refunding RB, Nightingale-Bamford School (AMBAC), 5.25%, 1/15/18	1,275	1,279,654
New York City Trust for Cultural Resources, Refunding RB:		
American Museum of Natural History, Series A (NPFGC), 5.00%, 7/01/36	4,750	4,751,900
American Museum of Natural History, Series A (NPFGC), 5.00%, 7/01/44	500	496,085

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield New York Quality Fund, Inc. (MYN)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
New York (continued)		
Education (continued)		
New York City Trust for Cultural Resources, Refunding RB (concluded):		
Carnegie Hall, Series A, 4.75%, 12/01/39	\$ 3,550	\$ 3,571,016
Carnegie Hall, Series A, 5.00%, 12/01/39	2,150	2,200,202
Museum of Modern Art, Series 1A, 5.00%, 4/01/31	1,000	1,080,790
New York State Dormitory Authority, RB:		
Convent of the Sacred Heart (AGM), 5.75%, 11/01/40	2,075	2,220,540
Fordham University, Series A, 5.00%, 7/01/28	325	343,242
Fordham University, Series A, 5.50%, 7/01/36	1,550	1,639,513
General Purpose, Series A, 4.50%, 3/15/35	2,000	2,005,020
Haverstraw King s Daughters Public Library, 4.00%, 7/01/28	565	552,553
Haverstraw King s Daughters Public Library, 4.00%, 7/01/29	585	562,946
Mount Sinai School of Medicine, 5.13%, 7/01/39	665	681,838
New York University, Series 1 (AMBAC), 5.50%, 7/01/40	4,580	5,032,870
New York University, Series B, 5.00%, 7/01/34	1,000	1,039,630
New York University, Series B, 5.00%, 7/01/37	600	630,816
New York University, Series B, 5.00%, 7/01/42	3,240	3,345,754
New York University, Series C, 5.00%, 7/01/38	2,000	2,040,120
State University Dormitory Facilities, Series A, 5.00%, 7/01/35	800	823,040
State University Dormitory Facilities, Series A, 5.00%, 7/01/40	2,035	2,074,235
The New School (AGM), 5.50%, 7/01/43	4,050	4,227,106
New York State Dormitory Authority, Refunding RB:		
Cornell University, Series A, 5.00%, 7/01/40	1,000	1,046,330
Mount Sinai School of Medicine at NYU (NPFGC), 5.00%, 7/01/35	7,100	7,127,264
New York University, Series A, 5.00%, 7/01/31	3,955	4,191,193
New York University, Series A, 5.00%, 7/01/37	4,775	5,020,244
Rochester Institute of Technology, 4.00%, 7/01/32	2,355	2,186,146
Rochester Institute of Technology, 5.00%, 7/01/38	500	513,005
Rochester Institute of Technology, 5.00%, 7/01/42	750	770,055
Rockefeller University, Series B, 4.00%, 7/01/38	3,085	2,877,133
St. John s University, Series A, 5.00%, 7/01/27	430	459,309
Third Generation Resolution, State University Educational Facilities, Series A, 5.00%, 5/15/29	1,000	1,058,980
Oneida County Local Development Corp., RB, Hamilton College Project, 4.00%, 7/01/33	1,560	1,438,726
Rensselaer County Industrial Development Agency New York, RB, Polytechnic Institute, Series B (AMBAC), 5.50%, 8/01/22	1,255	1,259,995
	Par	
	(000)	Value
Municipal Bonds		
New York (continued)		
Education (concluded)		
Schenectady County Capital Resource Corp., Refunding RB, Union College, 5.00%, 7/01/32	\$ 1,120	\$ 1,169,918
St. Lawrence County Industrial Development Agency, RB, Clarkson University Project, 5.38%, 9/01/41	500	519,730
Tompkins County Development Corp., RB, Ithaca College Project, (AGM):		
5.50%, 7/01/33	500	530,245
5.25%, 7/01/36	860	890,934
Troy Industrial Development Authority, RB, Rensselaer Polytechnic Institute Project, Series E, 5.20%, 4/01/37	2,280	2,325,098
		93,092,914
Health 10.4%		
Dutchess County Industrial Development Agency, RB, Vassar Brothers Medical Center, (AGC):		

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5.50%, 4/01/30	250	261,105
5.50%, 4/01/34	490	505,460
Monroe County Industrial Development Corp., RB, Rochester General Hospital Project, Series A:		
5.00%, 12/01/32	830	831,170
5.00%, 12/01/37	350	341,317
Monroe County Industrial Development Corp., Refunding RB:		
Rochester General Hospital Project, Series B, 3.60%, 12/01/32	1,000	789,680
Unity Hospital of Rochester Project (FHA), 5.50%, 8/15/40	5,650	5,890,351
New York City Health & Hospital Corp., Refunding RB, Health System, Series A, 5.00%, 2/15/30		
	2,200	2,235,508
New York State Dormitory Authority, RB:		
Healthcare, Series A, 5.00%, 3/15/38	2,000	2,062,120
Hudson Valley Hospital (BHAC) (FHA), 5.00%, 8/15/36	6,500	6,532,890
Montefiore Hospital (NPFGC) (FHA), 5.00%, 8/01/33	1,500	1,488,765
New York & Presbyterian Hospital (AGM), 5.00%, 8/15/14 (d)	4,925	5,169,181
New York University Hospital Center, Series A, 6.00%, 7/01/40	1,100	1,177,528
New York University Hospitals Center, Series A, 5.75%, 7/01/31	3,450	3,699,504
North Shore-Long Island Jewish Health System, Series A, 5.50%, 5/01/37	2,075	2,160,801
North Shore-Long Island Jewish Health System, Series C, 4.25%, 5/01/39	1,500	1,297,020
North Shore-Long Island Jewish Health System, Series D, 4.25%, 5/01/39	1,750	1,560,983
North Shore-Long Island Jewish Health System, Series D, 5.00%, 5/01/39	640	644,915
New York State Dormitory Authority, Refunding RB:		
New York University Hospital Center, Series A, 5.00%, 7/01/36	1,500	1,502,580
North Shore-Long Island Jewish Obligated Group, Series A, 5.00%, 5/01/32	4,000	4,040,640
North Shore-Long Island Jewish Obligated Group, Series A, 5.25%, 5/01/34	9,220	9,449,209
St. Luke s Roosevelt Hospital (FHA), 4.90%, 8/15/31	2,900	2,889,618
		54,530,345

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield New York Quality Fund, Inc. (MYN)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
New York (continued)		
Housing 5.7%		
Monroe County Industrial Development Agency, IDRB, Southview Towers Project, AMT, (SONYMA):		
6.13%, 2/01/20	\$ 705	\$ 706,565
6.25%, 2/01/31	1,125	1,125,855
New York City Housing Development Corp., RB, AMT:		
Series A-1-A, 5.00%, 11/01/30	750	755,295
Series A-1-A, 5.45%, 11/01/46	1,335	1,331,142
Series C, 5.00%, 11/01/26	1,500	1,527,345
Series C, 5.05%, 11/01/36	2,000	2,002,360
Series H-1, 4.70%, 11/01/40	1,340	1,302,185
Series H-2-A, 5.20%, 11/01/35	840	844,301
Series H-2-A, 5.35%, 5/01/41	600	610,914
New York City Housing Development Corp., Refunding RB, M/F Housing, Series L-2-A, 4.00%, 5/01/44		
	3,250	2,751,157
New York Mortgage Agency, RB, 49th Series, 4.00%, 10/01/43		
	5,500	4,693,260
New York Mortgage Agency, Refunding RB:		
48th Series, 3.70%, 10/01/38		
	4,285	3,465,794
Homeowner Mortgage, Series 97, AMT, 5.50%, 4/01/31		
	520	522,174
Series 133, AMT, 4.95%, 10/01/21		
	520	529,714
Series 143, AMT, 4.85%, 10/01/27		
	1,100	1,113,255
Series 143, AMT (NPFGC), 4.85%, 10/01/27		
	2,485	2,533,457
New York State HFA, RB, St. Philip s Housing, Series A, AMT (Fannie Mae), 4.65%, 11/15/38		
	1,500	1,489,470
Yonkers New York Industrial Development Agency, RB, Monastery Manor Associates LP Project, AMT (SONYMA), 5.25%, 4/01/37		
	2,445	2,412,212
		29,716,455
State 11.2%		
New York City Transitional Finance Authority, BARB:		
Fiscal 2008, Series S-1, 4.50%, 1/15/38		
	1,700	1,675,163
Fiscal 2009, Series S-1 (AGC), 5.50%, 7/15/38		
	6,000	6,524,160
Fiscal 2009, Series S-4 (AGC), 5.50%, 1/15/33		
	5,500	6,034,655
Fiscal 2009, Series S-4 (AGC), 5.50%, 1/15/39		
	1,500	1,616,340
Series S-1, 4.00%, 7/15/42		
	735	617,238
Series S-2 (AGM) (NPFGC), 5.00%, 1/15/37		
	5,000	5,042,450
Series S-2 (NPFGC), 4.25%, 1/15/34		
	5,980	5,742,654
New York State Dormitory Authority, ERB, Series C, 5.00%, 12/15/31		
	6,230	6,481,381
New York State Dormitory Authority, RB:		
Master BOCES Program Lease (AGC), 5.00%, 8/15/28		
	1,750	1,843,030
Mental Health Facilities, Series B, 5.25%, 2/15/14 (d)		
	1,570	1,612,594
School Districts Financing Program, Series C (AGM), 5.00%, 10/01/37		
	4,050	4,067,861
Series B, 5.00%, 3/15/42		
	600	619,482
New York State Dormitory Authority, Refunding RB, School Districts Financing Program, Series A (AGM), 5.00%, 10/01/35		
	550	553,641
New York (continued)		
State (concluded)		
New York State Thruway Authority, RB:		
Second General Highway and Bridge Trust Fund, Series A (AMBAC), 5.00%, 4/01/26		
	\$ 4,380	\$ 4,773,017
Second General Highway and Bridge Trust Fund, Series B, 5.00%, 4/01/27		
	1,500	1,607,580
Transportation, Series A, 5.00%, 3/15/32		
	1,130	1,189,924
New York State Urban Development Corp., RB, State Personal Income Tax:		
Series A, 3.50%, 3/15/28		
	1,500	1,400,130
State Facilities, Series A-1 (NPFGC), 5.00%, 3/15/14 (d)		
	5,000	5,149,800
Tobacco Settlement Financing Corp. New York, RB, Series B-1C, 5.50%, 6/01/22		
	1,900	1,908,094

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		58,459,194
Transportation 23.7%		
Metropolitan Transportation Authority, RB:		
Series 2008C, 6.50%, 11/15/28	3,200	3,754,048
Series D, 5.25%, 11/15/41	3,000	3,062,400
Series H, 5.00%, 11/15/25	1,000	1,090,780
Transportation, Series A, 5.00%, 11/15/27	1,000	1,059,220
Transportation, Series A, 5.00%, 11/15/30	1,935	2,017,025
Transportation, Series C, 5.00%, 11/15/42	1,875	1,882,069
Transportation, Series C, 4.00%, 11/15/43	635	549,561
Metropolitan Transportation Authority, Refunding RB:		
Series B, 5.00%, 11/15/34	1,500	1,524,960
Series D, 4.00%, 11/15/32	1,000	928,940
Series F, 5.00%, 11/15/30	1,580	1,644,211
Transportation, Series D, 5.25%, 11/15/29	1,000	1,053,080
New York Liberty Development Corp., RB:		
1 World Trade Center Port Authority Consolidated, 5.25%, 12/15/43	3,500	3,636,675
1 World Trade Center Port Authority Construction, 5.00%, 12/15/41	6,000	6,106,440
New York State Thruway Authority, Refunding RB:		
General, Series I, 5.00%, 1/01/24	1,505	1,699,912
General, Series I, 5.00%, 1/01/42	2,250	2,286,990
Series F (AMBAC), 5.00%, 1/01/30	6,000	6,228,660
Series G (AGM), 5.00%, 1/01/30	2,000	2,098,740
Series G (AGM), 4.75%, 1/01/29	7,250	7,344,830
Series G (AGM), 4.75%, 1/01/30	9,000	9,174,870
Series G (AGM), 5.00%, 1/01/32	1,030	1,069,047
Series I, 5.00%, 1/01/37	3,500	3,569,720
Niagara Falls Bridge Commission, Refunding RB, Bridge System, Series A (AGC), 4.00%, 10/01/19	1,900	2,049,910
Niagara Frontier Transportation Authority New York, RB, Buffalo Niagara International Airport, Series B (NPFGC), 5.50%, 4/01/19		
	2,705	2,736,703
Port Authority of New York & New Jersey, RB:		
163rd Series, 5.00%, 7/15/35	2,500	2,602,675
Consolidated, 37th Series, AMT (AGM), 5.13%, 7/15/30	2,500	2,532,375
JFK International Air Terminal, Special Project, Series 6, AMT (NPFGC), 6.25%, 12/01/13	4,425	4,460,710
JFK International Air Terminal, Special Project, Series 6, AMT (NPFGC), 6.25%, 12/01/14	7,380	7,594,979
JFK International Air Terminal, Special Project, Series 6, AMT (NPFGC), 5.75%, 12/01/22	8,160	8,352,250

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield New York Quality Fund, Inc. (MYN)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
New York (concluded)		
Transportation (concluded)		
Port Authority of New York & New Jersey, RB (concluded):		
JFK International Air Terminal, Special Project, Series 6, AMT (NPFGC), 5.75%, 12/01/25	\$ 3,500	\$ 3,569,475
Port Authority of New York & New Jersey, Refunding RB, 177th Series AMT:		
4.00%, 1/15/43	2,475	2,045,884
Consolidated, 3.50%, 7/15/35	2,120	1,645,820
Triborough Bridge & Tunnel Authority, RB (d):		
Sub-Series A (NPFGC), 5.25%, 11/15/13	6,000	6,086,400
Subordinate Bonds (AMBAC), 5.00%, 11/15/13	1,965	1,991,881
Triborough Bridge & Tunnel Authority, Refunding RB:		
General, Series A, 5.00%, 11/15/38	1,000	1,029,130
Series B, 5.00%, 11/15/31	495	523,606
Series C, 5.00%, 11/15/38	2,000	2,036,100
Series E (NPFGC), 5.25%, 11/15/23	630	632,589
Series E (NPFGC), 5.00%, 11/15/32	8,115	8,137,235
Sub-Series A, 5.00%, 11/15/28	2,500	2,677,675
Sub-Series A, 5.00%, 11/15/29	875	929,215
		123,416,790
Utilities 9.4%		
Long Island Power Authority, RB, Series A:		
(AGM), 5.00%, 5/01/36	3,775	3,820,678
(AMBAC), 5.00%, 9/01/29	7,000	7,147,490
Long Island Power Authority, Refunding RB:		
General, Series A (AGC), 6.00%, 5/01/33	1,500	1,692,585
General, Series B (AGM), 5.00%, 12/01/35	4,000	4,021,200
Series A (AGC), 5.75%, 4/01/39	1,015	1,128,660
New York City Municipal Water Finance Authority, RB, Series B, 5.00%, 6/15/36	2,000	2,052,260
New York City Municipal Water Finance Authority, Refunding RB:		
Second General Resolution, Series BB, 5.00%, 6/15/31	1,000	1,044,850
Second Generation Resolution, Series FF, 5.00%, 6/15/31	1,500	1,567,275
Series D (AGM), 5.00%, 6/15/37	9,000	9,163,530
Series DD, 5.00%, 6/15/32	6,750	7,012,507
Series FF, 4.00%, 6/15/45	1,975	1,706,795
New York State Environmental Facilities Corp., Refunding RB, Revolving Funds, New York City Municipal Water:		
5.00%, 6/15/36	2,100	2,215,836
Series B, 5.00%, 6/15/33	1,040	1,078,584
New York State Power Authority, Refunding RB, Series A, 5.00%, 11/15/38	4,920	5,154,192
		48,806,442
Total Municipal Bonds in New York		601,660,651
Guam 1.1%		
Transportation 0.8%		
Guam International Airport Authority, Refunding RB, General, Series C, AMT (NPFGC):		
5.25%, 10/01/21	2,240	2,247,571
5.25%, 10/01/22	2,050	2,056,929
		4,304,500
Utilities 0.3%		
Guam Power Authority, RB, Series A (AGM), 5.00%, 10/01/37	1,380	1,362,750

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Total Municipal Bonds in Guam		5,667,250
Puerto Rico 7.9%		
Housing 0.7%		
Puerto Rico Housing Finance Authority, Refunding RB, Subordinate, Capital Fund Modernization, 5.13%, 12/01/27	\$ 3,500	\$ 3,606,120
State 4.8%		
Commonwealth of Puerto Rico, GO, Refunding, Public Improvement, Series A (NPFGC), 5.50%, 7/01/20	1,015	1,006,332
Puerto Rico Infrastructure Financing Authority, RB, CAB, Series A (c):		
(AMBAC), 7.70%, 7/01/35	3,900	745,290
(AMBAC), 7.96%, 7/01/43	8,000	773,920
(NPFGC), 7.42%, 7/01/31	19,030	5,157,511
Puerto Rico Public Buildings Authority, Refunding RB, Government Facilities, Series M-3 (NPFGC), 6.00%, 7/01/28	2,850	2,770,570
Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A:		
5.63%, 8/01/30	2,000	2,001,840
5.75%, 8/01/37	7,150	6,995,274
(AGM), 5.00%, 8/01/40	1,905	1,724,768
Puerto Rico Sales Tax Financing Corp., Refunding RB:		
CAB, Series A (NPFGC), 6.60%, 8/01/41 (c)	12,800	2,076,160
CAB, Series A (NPFGC), 6.65%, 8/01/43 (c)	4,000	562,120
Senior Series C, 5.25%, 8/01/40	1,145	1,097,219
		24,911,004
Transportation 2.0%		
Puerto Rico Highway & Transportation Authority, RB, Series Y (AGM), 6.25%, 7/01/21	6,275	7,225,035
Puerto Rico Highway & Transportation Authority, Refunding RB, Series CC (AGM):		
5.50%, 7/01/29	1,450	1,425,799
5.50%, 7/01/31	1,750	1,697,570
		10,348,404
Utilities 0.4%		
Puerto Rico Electric Power Authority, Refunding RB, Series VV (NPFGC), 5.25%, 7/01/30	2,245	2,049,663
Total Municipal Bonds in Puerto Rico		40,915,191
Total Municipal Bonds 124.4%		648,243,092

Municipal Bonds Transferred to Tender Option Bond Trusts (e)

New York 37.6%		
County/City/Special District/School District 11.5%		
City of New York, New York, GO:		
Series J, 5.00%, 5/15/23	6,750	6,991,313
Sub-Series C-3 (AGC), 5.75%, 8/15/28 (f)	14,400	16,406,784
New York City Transitional Finance Authority, RB, Future Tax Secured, Sub-Series D-1, 5.00%, 11/01/38	4,125	4,277,048
New York Convention Center Development Corp., RB, Hotel Unit Fee Secured (AMBAC), 5.00%, 11/15/35 (f)	20,000	20,015,600
New York Liberty Development Corp., Refunding RB:		
4 World Trade Center Project, 5.00%, 11/15/44 (f)	2,000	1,981,100

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield New York Quality Fund, Inc. (MYN)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds Transferred to Tender Option Bond Trusts (e)		
New York (continued)		
County/City/Special District/School District (concluded)		
New York Liberty Development Corp., Refunding RB (concluded):		
7 World Trade Center Project, Class 1, 5.00%, 9/15/40	\$ 3,645	\$ 3,734,594
New York State Dormitory Authority, RB, State University Dormitory Facilities, Series A, 5.25%, 7/01/29	6,000	6,365,520
		59,771,959
Education 5.4%		
New York State Dormitory Authority, ERB, Series B, 5.75%, 3/15/36	7,850	8,782,187
New York State Dormitory Authority, LRB, State University Dormitory Facilities, Series A, 5.00%, 7/01/35	5,198	5,365,545
New York State Dormitory Authority, RB, New York University, Series A: 5.00%, 7/01/38	6,498	6,628,537
(AMBAC), 5.00%, 7/01/37	5,707	5,787,048
New York State Dormitory Authority, Refunding LRB, State University Dormitory Facilities, Series A, 5.00%, 7/01/42	1,480	1,509,822
		28,073,139
State 1.3%		
New York State Dormitory Authority, RB, Mental Health Services Facilities, Series C, AMT (AGM), 5.40%, 2/15/33	6,297	6,646,172
Transportation 15.2%		
Hudson New York Yards Infrastructure Corp., RB, Senior Series A, 5.75%, 2/15/47 (f)	9,739	10,340,135
Metropolitan Transportation Authority, RB, Series A (NPFGC), 5.00%, 11/15/31	3,901	4,152,170
New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Construction, 5.25%, 12/15/43	18,000	18,702,438
New York State Thruway Authority, Refunding RB: Series A, 5.00%, 3/15/31	3,940	4,171,515
Series G (AGM), 5.00%, 1/01/32	16,000	16,606,560
Series H (AGM), 5.00%, 1/01/37	10,000	10,138,000
Port Authority of New York & New Jersey, RB, Consolidated, 169th Series, AMT: 5.00%, 10/15/25	7,990	8,618,250
New York (concluded)		
Transportation (concluded)		
Port Authority of New York & New Jersey, RB, Consolidated, 169th Series, AMT (concluded): 5.00%, 10/15/26	\$ 6,000	\$ 6,446,220
		79,175,288
Utilities 4.2%		
New York City Municipal Water Finance Authority, RB, Fiscal 2009, Series A, 5.75%, 6/15/40	4,094	4,547,246
New York City Municipal Water Finance Authority, Refunding RB, Second General Resolution: Series BB, 5.00%, 6/15/44	3,991	4,084,219
Series HH, 5.00%, 6/15/32	9,900	10,412,226
Water & Sewer System, Series FF-2, 5.50%, 6/15/40	2,759	3,004,985
		22,048,676
Total Municipal Bonds Transferred to Tender Option Bond Trusts in New York		195,715,234
Puerto Rico 1.4%		
State 1.4%		

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Puerto Rico Sales Tax Financing Corp., Refunding RB, Series C, 5.00%, 8/01/40	8,000	7,388,000
Total Municipal Bonds Transferred to		
Tender Option Bond Trusts 39.0%		203,103,234
Total Long-Term Investments		
(Cost \$853,058,864) 163.4%		851,346,326
Short-Term Securities	Shares	
BIF New York Municipal Money Fund, 0.00% (g)(h)	20,993,749	20,993,749
Total Short-Term Securities		
(Cost \$20,993,749) 4.0%		20,993,749
Total Investments (Cost \$874,052,613) 167.4%		872,340,075
Other Assets Less Liabilities 0.9%		5,279,632
Liability for TOB Trust Certificates, Including Interest		
Expense and Fees Payable (20.8%)		(108,656,960)
VRDP Shares, at Liquidation Value (47.5%)		(247,700,000)
Net Assets Applicable to Common Shares 100.0%		\$ 521,262,747

Notes to Schedule of Investments

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

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

Counterparty	Value	Unrealized Appreciation
J.P. Morgan Securities LLC	\$ 2,187,255	\$ 25,872

(c) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.

(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) Securities represent bonds transferred to a TOB in exchange for which the Fund acquired residual interest certificates. These securities 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 November 15, 2014 to November 15, 2019 is \$24,347,734.

See Notes to Financial Statements.

Table of Contents**Schedule of Investments (concluded)****BlackRock MuniYield New York Quality Fund, Inc. (MYN)**

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

Affiliate	Shares Held at July 31, 2012	Net Activity	Shares Held at July 31, 2013	Income
BIF New York Municipal Money Fund	10,257,884	10,735,865	20,993,749	\$ 141

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

For Fund's compliance purposes, the Fund's sector classifications refer to any one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by Fund's management. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Fair Value Measurements Various inputs are used in determining the fair value of investments. 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)

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 is based on the pricing transparency of the investment 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, please refer to Note 2 of the Notes to Financial Statements.

The following table summarizes the Fund's investments categorized in the disclosure hierarchy as of July 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 851,346,326		\$ 851,346,326
Short-Term Securities	\$ 20,993,749			20,993,749

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Total	\$ 20,993,749	\$ 851,346,326	\$ 872,340,075
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¹ See above Schedule of Investments for values in each sector.

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

	Level 1	Level 2	Level 3	Total
Liabilities:				
Bank overdraft		\$ (12,526)		\$ (12,526)
TOB trust certificates		(108,614,961)		(108,614,961)
VRDP Shares		(247,700,000)		(247,700,000)
Total		\$ (356,327,487)		\$ (356,327,487)

There were no transfers between levels during the year ended July 31, 2013.

See Notes to Financial Statements.

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Schedule of Investments July 31, 2013

BlackRock MuniYield Quality Fund III, Inc. (MYI)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
Alabama 0.6%		
Birmingham Special Care Facilities Financing Authority, RB, Children s Hospital (AGC), 6.00%, 6/01/39	\$ 3,605	\$ 4,064,313
City of Birmingham Alabama, GO, CAB, Series A, 5.26%, 3/01/43 (a)	1,940	1,570,294
		5,634,607
Alaska 2.0%		
Alaska Housing Finance Corp., RB, General Housing, Series B (NPFGC), 5.25%, 12/01/30	2,000	2,135,120
Alaska Housing Finance Corp., Refunding RB, Series A, 4.13%, 12/01/37	1,845	1,659,910
Alaska Industrial Development & Export Authority, RB, Providence Health Services, Series A, 5.50%, 10/01/41	2,690	2,810,243
Borough of Matanuska-Susitna Alaska, RB, Goose Creek Correctional Center (AGC), 6.00%, 9/01/28	10,150	11,788,514
		18,393,787
Arizona 0.5%		
Maricopa County & Phoenix IDA, Refunding RB, S/F, AMT (Fannie Mae), Series A-2, 5.80%, 7/01/40	440	453,319
State of Arizona, COP, Department of Administration, Series A (AGM), 5.00%, 10/01/27	3,725	3,933,898
		4,387,217
California 14.6%		
Alameda Corridor Transportation Authority, Refunding RB, CAB, Subordinate Lien, Series A (AMBAC), 5.47%, 10/01/24 (b)	10,000	10,687,100
California Health Facilities Financing Authority, RB: Saint Joseph Health System, Series A, 5.75%, 7/01/39	1,550	1,705,775
Sutter Health, Series A, 5.00%, 8/15/52	3,885	3,699,685
Sutter Health, Series B, 5.88%, 8/15/31	3,200	3,510,080
California Health Facilities Financing Authority, Refunding RB, Saint Joseph s Health System, Series A, 5.00%, 7/01/37	2,965	2,956,668
California HFA, RB, Home Mortgage, Series K, AMT, 5.50%, 2/01/42	2,250	2,326,950
California State Public Works Board, LRB, Judicial Council Projects, Series A, 5.00%, 3/01/38	1,940	1,920,949
California State University, RB, Systemwide, Series A, 5.50%, 11/01/39	1,525	1,640,336
California Statewide Communities Development Authority, RB: Kaiser Permanente, Series A, 5.00%, 4/01/42	4,030	3,981,317
Saint Joseph Health System, Series E (AGM), 5.25%, 7/01/47	4,000	4,038,160
City of Redding California, COP, Refunding, Series A (AGM), 5.00%, 6/01/30	1,900	1,981,453
City of San Jose California, Refunding ARB, AMT: Series A (AMBAC), 5.50%, 3/01/32	11,965	12,742,964
Series A-1, 5.75%, 3/01/34	2,300	2,394,415
Coast Community College District, GO, Election of 2002, Series C (AGM), 5.40%, 8/01/33 (c)	8,100	2,793,123
Dublin Unified School District California, GO, CAB, Election of 2004, Series D, 5.97%, 8/01/34 (c)	5,000	1,454,350
	Par	
	(000)	Value
Municipal Bonds		
California (concluded)		
Fairfield-Suisun Unified School District California, GO, Election of 2002 (NPFGC), 5.50%, 8/01/14 (d)	\$ 5,800	\$ 6,104,326
Grossmont Union High School District, GO, CAB, Election of 2004, 5.47%, 8/01/31 (c)	5,110	1,934,442
Long Beach Unified School District, GO, Election of 2008, Series B, 9.66%, 8/01/34 (c)	5,000	1,555,750
	1,200	1,249,524

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Los Angeles Community College District, GO, Election of 2001, Series A (AGM), 5.00%, 8/01/32		
Mount San Antonio Community College District, Refunding, GO, 6.31%, 8/01/43 (a)(e)	3,975	1,743,236
Norwalk-La Mirada Unified School District California, GO, Refunding, CAB, Election of 2002, Series E (AGC), 5.92%, 8/01/38 (c)	7,620	1,772,260
Oceanside Unified School District, GO, Series A (AGC), 5.25%, 8/01/33	2,500	2,605,825
Poway Unified School District, GO, Refunding, CAB, School Facilities Improvement, Election of 2008, Series B (c):		
5.71%, 8/01/35	7,820	2,266,158
5.74%, 8/01/36	10,000	2,720,900
Rio Hondo Community College District California, GO, CAB, Election of 2004, Series C (c):		
5.70%, 8/01/37	8,000	2,075,520
5.73%, 8/01/38	12,940	3,151,149
Sacramento County California Airport System Revenue, RB, Series A, 5.00%, 7/01/41	12,500	12,531,875
San Bernardino Community College District, GO, Election of 2002, Series C (AGM), 5.00%, 8/01/31	2,165	2,237,982
San Diego Unified School District, GO, Refunding, CAB, Series R-1, 5.41%, 7/01/31 (c)	3,485	1,339,181
San Francisco Bay Area Rapid Transit District, RB, Sales Tax Revenue (AGM), 5.00%, 7/01/14 (d)	10,000	10,435,600
San Joaquin County Transportation Authority, Refunding RB, Limited Tax, Measure K, Series A, 6.00%, 3/01/36	1,830	2,045,739
San Marcos Unified School District, GO, Election of 2010, Series A:		
5.00%, 8/01/34	1,800	1,846,530
5.00%, 8/01/38	1,600	1,632,768
State of California, GO:		
Refunding, 5.00%, 2/01/38	4,000	4,074,880
Refunding, Various Purpose, 5.00%, 9/01/41	2,700	2,735,721
Refunding, Various Purpose, 5.00%, 10/01/41	2,555	2,589,033
Series 2007-2 (NPFGC), 5.50%, 4/01/30	10	10,230
Various Purpose, 5.50%, 3/01/40	1,020	1,078,109
Various Purpose, 5.00%, 4/01/42	2,000	2,025,120
Walnut Valley Unified School District, GO, CAB, Election of 2007, Series B, 5.67%, 8/01/36 (c)	6,545	1,809,758
West Valley-Mission Community College District, GO, Refunding, Election of 2004, Series A (AGM), 5.00%, 8/01/30	3,600	3,799,080
		135,204,021
Florida 11.5%		
Broward County School Board of Florida, COP, Series A (AGM), 5.25%, 7/01/33	13,100	13,781,069
Broward County Water & Sewer Utility, Refunding RB, Series A, 5.25%, 10/01/34	2,250	2,398,995

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield Quality Fund III, Inc. (MYI)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
Florida (concluded)		
City of Jacksonville Florida, Refunding RB, Series A, 5.00%, 10/01/30	\$ 770	\$ 804,496
Collier County School Board, COP (AGM), 5.00%, 2/15/23	5,000	5,434,150
County of Lee Florida, Refunding RB, AMT: Series A, 5.38%, 10/01/32	3,440	3,482,450
Refunding RB, Series A, 5.63%, 10/01/26	2,600	2,777,346
County of Miami-Dade Florida, GO: Series B, 6.38%, 7/01/28	6,000	6,913,200
Series B-1, 5.75%, 7/01/33	3,700	4,086,132
County of Miami-Dade Florida, RB, Transit System Sales Surtax (AGM), 5.00%, 7/01/35	2,800	2,819,292
County of Miami-Dade Florida, Refunding RB: Miami International Airport, AMT (AGC), 5.00%, 10/01/40	11,000	10,542,180
Series C, 6.00%, 10/01/23	20,095	23,842,717
Special Obligation, Series B, 5.00%, 10/01/37	2,940	2,879,230
County of Miami-Dade Florida Aviation, Refunding RB, Miami International Airport, Series A, AMT (AGM), 5.50%, 10/01/41	19,020	19,799,820
Highlands County Health Facilities Authority, RB, Adventist Health System/Sunbelt, Series B, 6.00%, 11/15/37	1,750	1,975,697
Sarasota County Public Hospital District, RB, Sarasota Memorial Hospital Project, Series A, 5.63%, 7/01/39	5,135	5,278,883
		106,815,657
Georgia 1.8%		
Burke County Development Authority, Refunding RB, Oglethorpe Power Corp., Vogtle Project, Series C, 5.70%, 1/01/43	6,450	6,729,350
City of Atlanta Georgia Department of Aviation, Refunding ARB, General, Series B (AGM), 5.25%, 1/01/33	10,000	10,284,400
		17,013,750
Illinois 18.8%		
Chicago Illinois Board of Education, GO, Series A, 5.50%, 12/01/39	6,470	6,674,452
Chicago Illinois Transit Authority, RB, Sales Tax Receipts Revenue, 5.25%, 12/01/36	1,620	1,658,297
Chicago Park District, GO, Harbor Facilities, Series C: 5.25%, 1/01/37	4,000	4,159,120
5.25%, 1/01/40	1,505	1,558,172
City of Chicago Illinois: GARB, O Hare International Airport, Third Lien, AMT (NPFGC), Series B-2, 5.25%, 1/01/27	10,000	10,112,500
GARB, O Hare International Airport, Third Lien, AMT (NPFGC), Series B-2, 6.00%, 1/01/27	26,230	26,662,533
GARB, O Hare International Airport, Third Lien, Series A, 5.75%, 1/01/39	9,000	9,362,700
City of Chicago Illinois, GO, CAB, City Colleges (NPFGC) (c): 5.32%, 1/01/29	4,000	1,780,400
5.57%, 1/01/33	7,950	2,735,833
City of Chicago Illinois, Refunding GARB, O Hare International Airport, General, Third Lien, Series C-2, AMT (AGM), 5.25%, 1/01/30	16,400	16,417,220
City of Chicago Illinois, Refunding RB, Water System, Second Lien, Series A (AMBAC), 5.00%, 11/01/36	3,500	3,485,440
	Par	
	(000)	Value
Municipal Bonds		
Illinois (concluded)		

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Cook County Forest Preserve District, GO:

Refunding, Limited Tax Project, Series B, 5.00%, 12/15/37	\$ 775	\$ 792,228
Series C, 5.00%, 12/15/37	890	913,042
Illinois Finance Authority, RB, Carle Foundation, Series A, 5.75%, 8/15/34	8,700	9,299,517
Illinois Finance Authority, Refunding RB, Northwestern Memorial Hospital, Series A, 6.00%, 8/15/39	5,250	5,877,690
Illinois Municipal Electric Agency, RB, Series A (NPFGC):		
5.00%, 2/01/35	17,935	17,888,190
5.25%, 2/01/35	15,000	15,252,450
Illinois State Toll Highway Authority, RB, Series B:		
5.50%, 1/01/33	4,000	4,308,720
(BHAC), 5.50%, 1/01/33	2,000	2,170,840
Kane Kendall Etc. Counties Community College District No. 516 Illinois, GO, CAB, Series E (NPFGC), 4.96%, 12/15/25 (c)	5,000	2,726,300
Metropolitan Pier & Exposition Authority, RB, CAB, McCormick Place Explosion Project, Series A (NPFGC) (c):		
4.77%, 12/15/26	9,600	5,112,768
5.61%, 6/15/32	14,000	4,927,860
5.75%, 12/15/34	41,880	12,468,932
Metropolitan Pier & Exposition Authority, Refunding RB, CAB, McCormick Place Expansion Project, Series B (AGM), 6.15%, 6/15/44 (c)	9,430	1,453,351
Railsplitter Tobacco Settlement Authority, RB, 6.00%, 6/01/28	1,700	1,854,938
Regional Transportation Authority, RB, Series C (NPFGC), 7.75%, 6/01/20	1,000	1,215,680
State of Illinois, GO:		
5.50%, 7/01/33	2,235	2,263,854
5.50%, 7/01/38	1,200	1,209,972
		174,342,999

Indiana 3.4%

City of Indianapolis Indiana, Refunding RB, Series B (AGC), 5.25%, 8/15/27	5,000	5,216,200
Indiana Finance Authority, RB:		
Private Activity Bonds (Ohio River Bridges), AMT, 5.00%, 7/01/40	2,425	2,278,263
Private Activity Bonds (Ohio River Bridges), AMT, 5.00%, 7/01/44	1,400	1,252,678
Wastewater Utility, 5.25%, 10/01/38	2,900	2,973,312
Indiana Municipal Power Agency, RB:		
Series A (NPFGC), 5.00%, 1/01/37	3,850	3,861,819
Series B, 5.75%, 1/01/34	1,050	1,066,181
Series B, 6.00%, 1/01/39	5,000	5,617,000
Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project Series A:		
5.75%, 1/01/38	2,900	3,062,429
(AGC), 5.25%, 1/01/29	1,350	1,413,990
(AGC), 5.50%, 1/01/38	4,250	4,452,130
		31,194,002

Iowa 3.3%

Iowa Finance Authority, RB, Series A (AGC), 5.63%, 8/15/37	12,650	13,299,451
Iowa Student Loan Liquidity Corp., RB, Senior Series A-2, AMT:		
5.60%, 12/01/26	4,100	4,386,713
5.70%, 12/01/27	4,100	4,359,366

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield Quality Fund III, Inc. (MYI)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
Iowa (concluded)		
Iowa Student Loan Liquidity Corp., RB, Senior Series A-2, AMT (concluded):		
5.75%, 12/01/28	\$ 2,170	\$ 2,294,796
5.80%, 12/01/29	2,520	2,664,623
5.85%, 12/01/30	3,010	3,180,306
		30,185,255
Kentucky 1.0%		
Kentucky State Property & Buildings Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/28	4,000	4,325,880
Louisville & Jefferson County Metropolitan Sewer District Kentucky, RB, Series A (NPFGC), 5.25%, 5/15/14 (d)	5,000	5,249,250
		9,575,130
Louisiana 1.5%		
Louisiana Local Gov t Environmental Facilities & Community Development Authority, RB, East Baton Rouge Sewerage Commission Projects, Series A:		
5.00%, 2/01/43	3,885	3,826,064
4.00%, 2/01/48	3,885	3,202,095
New Orleans Aviation Board Louisiana, RB, New Orleans Aviation, Series A, AMT (AGM), 5.25%, 1/01/32	6,405	6,412,174
Terrebonne Levee & Conservation District, RB, Sales Tax, 5.00%, 7/01/38	960	949,171
		14,389,504
Maine 0.1%		
Maine State Housing Authority, Refunding RB, Series B-1, AMT, 4.25%, 11/15/27	920	899,696
Massachusetts 2.0%		
Massachusetts HFA, RB, Series B, 7.00%, 12/01/38	3,150	3,436,839
Massachusetts HFA, Refunding HRB, Series C, AMT, 5.35%, 12/01/42	3,100	3,166,712
Massachusetts Port Authority, Refunding RB, BOSFUEL Project, AMT (NPFGC), 5.00%, 7/01/38	8,275	7,922,402
Massachusetts School Building Authority, RB, Senior Series A, 5.00%, 5/15/43	3,495	3,631,899
		18,157,852
Michigan 7.8%		
City of Detroit Michigan, RB, Water Supply System, Second Lien, Series B (AGM), 6.25%, 7/01/36	1,075	1,091,136
City of Detroit Michigan, Refunding RB:		
Sewage Disposal System, Senior Lien (AGM), Series B, 7.50%, 7/01/33	1,000	1,073,920
Sewage Disposal System, Senior Lien (AGM), Series C-1, 7.00%, 7/01/27	1,500	1,582,530
Water Supply System, Series D (NPFGC), 5.00%, 7/01/33	5,000	4,547,400
Water Supply System, Series D, Senior Lien (AGM), 5.00%, 7/01/23	5,000	4,867,550
City of Detroit Michigan Water Supply System, RB, Second Lien, Series B (AGM), 7.00%, 7/01/36	500	524,030
Lansing Board of Water & Light Utilities System, RB, Series A, 5.50%, 7/01/41	3,185	3,399,382
Michigan Finance Authority, Refunding RB, Trinity Health Credit Group, 5.00%, 12/01/39	4,500	4,454,190
	Par	
	(000)	Value
Municipal Bonds		
Michigan (concluded)		
Michigan State Building Authority, Refunding RB, Facilities Program:		
Series I, 6.25%, 10/15/38	\$ 3,125	\$ 3,559,313
Series I (AGC), 5.25%, 10/15/24	1,750	1,956,063

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Series I (AGC), 5.25%, 10/15/25	3,250	3,608,702
Series I-A, 5.38%, 10/15/36	2,075	2,172,172
Series II-A, 5.38%, 10/15/41	1,900	1,975,848
Series II-A (AGM), 5.25%, 10/15/36	8,040	8,370,926
Michigan State HDA, RB, Series C, AMT, 5.50%, 12/01/28	2,530	2,612,630
Michigan Strategic Fund, Refunding RB, Detroit Edison Co. Project, Series A (Syncora), 5.50%, 6/01/30	2,500	2,500,075
State of Michigan, RB, GAB (AGM):		
5.25%, 9/15/22	10,000	11,266,600
5.25%, 9/15/26	6,650	7,226,555
Wayne County Airport Authority, Refunding RB, AMT (AGC), 5.38%, 12/01/32	5,000	5,287,800
		72,076,822
Minnesota 0.7%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series B (AGC), 6.50%, 11/15/38	5,500	6,334,790
Nebraska 0.3%		
Central Plains Energy Project Nebraska, RB, Gas Project No. 3, 5.25%, 9/01/37	2,825	2,828,899
Nevada 3.0%		
City of Las Vegas Nevada, GO, Limited Tax, Performing Arts Center, 6.00%, 4/01/34	2,250	2,443,928
County of Clark Nevada, ARB:		
Las Vegas-McCarran International Airport, Series A (AGC), 5.25%, 7/01/39	5,170	5,354,672
Subordinate Lien, Series A-2 (NPFGC), 5.00%, 7/01/30	19,250	19,714,117
		27,512,717
New Jersey 5.3%		
New Jersey EDA, RB, Cigarette Tax, 5.75%, 6/15/14 (d)	4,000	4,191,960
New Jersey EDA, Refunding RB, School Facilities Construction:		
Series N-1 (AMBAC), 5.50%, 9/01/24	6,500	7,536,295
Series N-1 (NPFGC), 5.50%, 9/01/28	1,685	1,885,700
New Jersey Higher Education Student Assistance Authority, Refunding RB, Series I, AMT:		
5.50%, 12/01/25	1,250	1,325,050
5.50%, 12/01/26	1,800	1,891,350
5.75%, 12/01/28	200	209,966
5.88%, 12/01/33	6,895	7,123,569
New Jersey Housing & Mortgage Finance Agency, Refunding RB, M/F Housing, Series 2, AMT, 4.35%, 11/01/33	3,360	3,091,704
New Jersey State Turnpike Authority, RB, Series A, 5.00%, 1/01/43	2,750	2,793,395
New Jersey Transportation Trust Fund Authority, RB, Transportation:		
System, CAB, Series A, 5.76%, 12/15/35 (c)	18,525	5,200,153
System, CAB, Series C (AGC) (AMBAC), 4.98%, 12/15/25 (c)	10,000	5,442,600
System, Series A, 5.00%, 6/15/42	2,000	2,025,620
Series A (NPFGC), 5.75%, 6/15/25	4,000	4,718,240
Rutgers The State University of New Jersey, Refunding RB, Series L, 5.00%, 5/01/43	1,300	1,339,364
		48,774,966

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Schedule of Investments (continued)

BlackRock MuniYield Quality Fund III, Inc. (MYI)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds		
New York 5.4%		
City of New York, New York, GO, Series J, 5.25%, 5/15/14 (d)	\$ 10,000	\$ 10,395,600
Hudson New York Yards Infrastructure Corp., RB, Series A, 5.75%, 2/15/47	1,920	2,038,483
New York City Transitional Finance Authority, RB, Fiscal 2009, Series S-4, 5.50%, 1/15/34	7,250	7,926,353
New York State Dormitory Authority, ERB, Series B, 5.25%, 3/15/38	3,250	3,397,615
New York State Thruway Authority, Refunding RB, Series I, 5.00%, 1/01/37	3,210	3,273,943
Port Authority of New York & New Jersey, RB, Consolidated, 37th Series, AMT (AGM), 5.13%, 7/15/30	19,500	19,752,525
Port Authority of New York & New Jersey, Refunding RB, Consolidated, 172nd Series, AMT, 4.50%, 4/01/37	3,970	3,706,551
		50,491,070
North Carolina 0.2%		
North Carolina Medical Care Commission, RB, Novant Health Obligation, Series A, 4.75%, 11/01/43	2,075	1,954,339
Ohio 1.2%		
County of Allen Ohio, Refunding RB, Catholic Healthcare Partners, Series A, 5.00%, 5/01/42	2,030	1,981,442
County of Lucas Ohio, Refunding RB, Promedica Healthcare, Series A, 6.50%, 11/15/37	3,000	3,424,410
Ohio Higher Educational Facility Commission, Refunding RB, Kenyon College Project, 5.00%, 7/01/37	970	972,968
Ohio State Turnpike Commission, RB, Junior Lien Infrastructure Project (e): 5.25%, 2/15/32	1,950	2,037,750
5.25%, 2/15/33	2,730	2,842,176
		11,258,746
Pennsylvania 3.1%		
Commonwealth Financing Authority, RB, Series B, 5.00%, 6/01/42	2,815	2,826,795
Pennsylvania Turnpike Commission, RB: Series A (AMBAC), 5.50%, 12/01/31	15,600	16,291,236
Sub-Series C (AGC), 6.25%, 6/01/38	5,695	6,450,271
Subordinate, Special Motor License Fund, 6.00%, 12/01/36	2,575	2,869,940
		28,438,242
Puerto Rico 2.9%		
Puerto Rico Sales Tax Financing Corp., RB, First Sub-Series A: 5.75%, 8/01/37	2,000	1,956,720
6.38%, 8/01/39	9,350	9,524,471
5.50%, 8/01/42	5,155	4,796,109
Puerto Rico Sales Tax Financing Corp., Refunding RB: CAB, Series A (NPFGC), 6.60%, 8/01/41 (c)	15,000	2,433,000
CAB, Series A (NPFGC), 6.62%, 8/01/42 (c)	3,190	483,030
CAB, Series C, 6.50%, 8/01/38 (c)	9,400	1,899,458
CAB, Series C, 6.54%, 8/01/39 (c)	24,000	4,503,600
First Sub-Series C, 6.00%, 8/01/39	1,180	1,178,454
		26,774,842
South Carolina 0.4%		
South Carolina Jobs-EDA, Refunding RB, Palmetto Health, Series A (AGM), 6.50%, 8/01/39	3,600	3,992,508
	Par	
Municipal Bonds	(000)	Value

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Tennessee 0.1%		
Memphis Center City Revenue Finance Corp., RB, Pyramid & Pinch District, Series B (AGM), 5.25%, 11/01/30	\$ 485	\$ 512,888
Texas 13.7%		
Bexar County Texas, Refunding RB, Combined Venue Project, 5.00%, 8/15/39	1,500	1,522,860
City of Houston Texas, Refunding RB, Series A (AGM), 5.00%, 11/15/36	10,000	10,263,700
City of Houston Texas Utility System, Refunding RB, First Lien, Series A (AGC):		
6.00%, 11/15/35	5,700	6,479,418
5.38%, 11/15/38	3,650	3,902,945
City Public Service Board of San Antonio, RB, 5.00%, 2/01/38	1,550	1,605,738
Dallas ISD, GO, School Building (PSF-GTD), 6.38%, 2/15/34	10,000	11,645,300
Dallas-Fort Worth International Airport, RB, Joint Improvement, Series D, AMT, 5.00%, 11/01/38	5,500	5,227,310
Grand Prairie ISD, GO, Refunding, 5.77%, 8/15/28 (c)	10,000	4,252,900
Harris County Hospital District, Refunding RB, Senior Lien, Series A (NPFGC), 5.25%, 2/15/37	4,055	4,140,074
Judson ISD Texas, GO, School Building (AGC), 5.00%, 2/01/37	10,000	10,038,200
Midland County Fresh Water Supply District No. 1, RB, CAB, City of Midland Project, Series A, 5.12%, 9/15/36 (c)	5,810	1,805,283
North Texas Tollway Authority, Refunding RB (NPFGC) System:		
First Tier Series A, 6.00%, 1/01/28	6,275	7,075,753
First Tier Series B, 5.75%, 1/01/40	10,000	10,650,100
Series A, 5.13%, 1/01/28	20,000	20,839,400
San Antonio Public Facilities Corp., Refunding RB, Convention Center Refinancing and Expansion Project:		
4.00%, 9/15/42	4,400	3,677,256
CAB, 5.00%, 9/15/35 (c)	7,160	2,399,602
CAB, 5.04%, 9/15/36 (c)	12,195	3,857,888
CAB, 5.07%, 9/15/37 (c)	8,730	2,606,953
Texas Municipal Gas Acquisition & Supply Corp. III, RB, Natural Gas Utility Improvements:		
5.00%, 12/15/28	400	390,340
5.00%, 12/15/31	1,665	1,587,894
5.00%, 12/15/32	2,165	2,049,173
Texas State Turnpike Authority, RB, CAB (AMBAC), 6.03%, 8/15/31 (c)	20,265	6,935,696
Texas Transportation Commission, Refunding RB, Central Texas Turnpike System, First Tier, Series A, 5.00%, 8/15/41	3,750	3,591,900
		126,545,683
Utah 1.8%		
Utah Transit Authority, Refunding RB, CAB (c):		
Sub-Series A (AGC), 3.67%, 6/15/20	10,000	7,791,300
Sub-Series A (NPFGC), 4.50%, 6/15/24	13,930	8,587,427
		16,378,727
Vermont 0.1%		
Vermont HFA, Refunding RB, Multiple Purpose, Series C, AMT (AGM), 5.50%, 11/01/38 (f)	1,410	1,449,240
Washington 3.4%		
Port of Seattle, Refunding RB, Series B (NPFGC), 5.20%, 7/01/29	20,565	20,573,637

See Notes to Financial Statements.

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Schedule of Investments (continued)

BlackRock MuniYield Quality Fund III, Inc. (MYI)

(Percentages shown are based on Net Assets)

	Par (000)	Value
Municipal Bonds		
Washington (concluded)		
Washington Health Care Facilities Authority, RB, Series A:		
5.00%, 10/01/39	\$ 1,125	\$ 1,105,583
5.25%, 10/01/39	2,725	2,761,488
5.00%, 8/15/44	1,000	979,900
Washington Health Care Facilities Authority, Refunding RB, Catholic Health Initiatives, Series D, 6.38%, 10/01/36	5,400	6,155,730
		31,576,338
Wisconsin 0.4%		
Wisconsin Health & Educational Facilities Authority, RB, Ascension Health Senior Credit Group, 5.00%, 11/15/33	3,745	3,805,295
Total Municipal Bonds 110.9%		1,026,899,589
Municipal Bonds Transferred to Tender Option Bond Trusts (g)		
Arizona 1.6%		
Arizona School Facilities Board, COP (AGC), 5.13%, 9/01/21 (h)	10,000	11,104,200
Salt River Project Agricultural Improvement & Power District, RB, Series A, 5.00%, 1/01/38	3,500	3,594,780
		14,698,980
California 11.6%		
Alameda County Joint Powers Authority, Refunding LRB (AGM), 5.00%, 12/01/34	6,990	7,090,656
California State University, RB, Systemwide, Series A, (AGM):		
5.00%, 11/01/33 (h)	7,996	8,191,084
5.00%, 11/01/37	21,981	22,257,904
City of Riverside California, RB, Issue D (AGM), 5.00%, 10/01/38	20,000	20,622,600
Foothill-De Anza Community College District, GO, Election of 1999, Series C (NPFGC), 5.00%, 8/01/36	7,500	7,675,875
Las Virgenes Unified School District California, GO, Series A (AGM), 5.00%, 8/01/31	10,000	10,473,734
Los Angeles Community College District California, GO, Refunding, Election of 2008, Series A, 6.00%, 8/01/33	5,248	6,075,308
Orange County Sanitation District, COP, Series B (AGM), 5.00%, 2/01/37	10,780	11,143,609
San Diego Community College District California, GO, Election of 2002, 5.25%, 8/01/33	1,047	1,158,575
San Diego County Water Authority, COP, Refunding, Series 2008-A (AGM), 5.00%, 5/01/33	9,370	9,728,496
University of California, RB, Series O, 5.75%, 5/15/34	2,205	2,495,149
		106,912,990
Colorado 0.3%		
Colorado Health Facilities Authority, Refunding RB, Catholic Healthcare, Series A, 5.50%, 7/01/34 (h)	2,469	2,661,807
Connecticut 0.6%		
Connecticut State Health & Educational Facility Authority, RB, Yale University, Series T-1, 4.70%, 7/01/29	5,019	5,159,257
District of Columbia 2.7%		
District of Columbia, RB, Series A, 5.50%, 12/01/30 (h)	2,595	2,908,260
	Par	
Municipal Bonds Transferred to Tender Option Bond Trusts (g)		
District of Columbia (concluded)	(000)	Value
	\$ 4,279	\$ 4,793,874

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District of Columbia Water & Sewer Authority, Refunding RB, Series A, 6.00%, 10/01/35 (h)		
Metropolitan Washington Airports Authority, RB, Series B, AMT, 5.00%, 10/01/32	10,000	10,040,300
Metropolitan Washington Airports Authority, Refunding ARB, Series B, AMT, 5.00%, 10/01/30	6,880	7,021,590
		24,764,024
Florida 6.7%		
City of Tallahassee Florida, RB, Energy System (NPFGC), 5.00%, 10/01/32 (h)	3,300	3,390,255
County of Miami-Dade Florida, RB, Water & Sewer System (AGM), 5.00%, 10/01/39	11,701	11,855,236
County of Miami-Dade Florida Transit System, RB, (Syncora), 5.00%, 7/01/31	19,800	20,464,686
County of Miami-Dade Florida Transit System, Refunding RB, 5.00%, 7/01/42	4,840	4,895,370
Florida State Board of Education, GO, Series D, 5.00%, 6/01/37 (h)	3,299	3,415,252
Highlands County Health Facilities Authority, RB, Adventist, Series C, 5.25%, 11/15/36 (f)	5,400	5,652,666
Orange County School Board, COP, Series A (AGC), 5.50%, 8/01/34	12,013	12,735,604
		62,409,069
Georgia 1.1%		
Metropolitan Atlanta Rapid Transit Authority, Refunding RB, Third Indenture, Series B (AGM), 5.00%, 7/01/37	10,000	10,325,760
Hawaii 1.1%		
Honolulu City & County Board of Water Supply, RB, Series A (NPFGC), 5.00%, 7/01/33 (d)	9,830	10,258,195
Illinois 4.2%		
City of Chicago Illinois, GO, Refunding, Series A (AGC), 5.25%, 1/01/24 (h)	11,000	11,415,910
City of Chicago Illinois, RB, Motor Fuel Tax, Series A (AGC), 5.00%, 1/01/38	4,000	4,006,120
City of Chicago Illinois, Refunding RB, Sales Tax Revenue, Series A, 5.00%, 1/01/41	2,190	2,213,893
Illinois Finance Authority, RB, University of Chicago, Series B, 6.25%, 7/01/38	10,000	11,096,100
Illinois State Toll Highway Authority, RB, Series A, 5.00%, 1/01/38	5,836	5,905,383
Metropolitan Pier & Exposition Authority, RB, McCormick Place Project, Series A, 5.00%, 6/15/42	720	725,810
State of Illinois, RB, Build Illinois, Series B, 5.25%, 6/15/34 (h)	3,499	3,657,654
		39,020,870
Kentucky 0.7%		
Kentucky State Property & Building Commission, Refunding RB, Project No. 93 (AGC), 5.25%, 2/01/27	5,985	6,532,056
Louisiana 1.1%		
State of Louisiana Gas & Fuels, RB, Series (AGM), 5.00%, 5/01/36	10,000	10,487,500
Michigan 1.2%		
Michigan Finance Authority, Refunding RB, Trinity Health, 5.00%, 12/01/39	11,600	11,481,912

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Schedule of Investments (continued)

BlackRock MuniYield Quality Fund III, Inc. (MYI)

(Percentages shown are based on Net Assets)

	Par	
	(000)	Value
Municipal Bonds Transferred to Tender Option Bond Trusts (g)		
Nevada 0.7%		
Clark County Water Reclamation District, GO, Series B:		
5.50%, 7/01/29	\$ 510	\$ 578,567
5.75%, 7/01/34	4,813	5,468,870
		6,047,437
New Jersey 1.8%		
Garden State Preservation Trust, RB, Election of 2005, Series A (AGM),		
5.75%, 11/01/28	10,000	11,924,800
New Jersey Transportation Trust Fund Authority, RB, Transportation System,		
Series B, 5.25%, 6/15/36 (h)	4,961	5,151,857
		17,076,657
New York 6.4%		
New York City Municipal Water Finance Authority, Refunding RB, Water &		
Sewer System:		
Second General Resolution, Series CC, 5.00%, 6/15/47	15,520	15,920,571
Series DD, 5.00%, 6/15/37	17,567	18,125,309
New York State Urban Development Corp., RB, State Personal Income Tax,		
Series A-1, 5.00%, 3/15/43	14,280	14,775,516
Port Authority of New York & New Jersey, Refunding RB, Consolidated, 143rd		
Series, AMT, 5.00%, 10/01/30	5,180	5,224,651
Triborough Bridge & Tunnel Authority, RB, General, Series A-2, 5.25%, 11/15/34		
(h)	4,500	4,868,460
		58,914,507
North Carolina 1.0%		
North Carolina HFA, RB, Series 31-A, AMT, 5.25%, 7/01/38	8,976	9,112,239
Ohio 0.7%		
County of Montgomery Ohio, RB, Catholic Health, Series C-1 (AGM),		
5.00%, 10/01/41	4,990	4,937,555
State of Ohio, RB, Cleveland Clinic Health, Series B, 5.50%, 1/01/34	1,520	1,607,993
		6,545,548
Puerto Rico 0.7%		
Puerto Rico Sales Tax Financing Corp., Refunding RB, Senior Series C,		
5.25%, 8/01/40	6,540	6,267,086
South Carolina 0.4%		
South Carolina State Housing Finance & Development Authority, Refunding RB,		
Series B-1, 5.55%, 7/01/39	3,779	3,887,023
Texas 5.3%		
Dallas Fort Worth International Airport, RB, Series H, AMT, 5.00%, 11/01/37 (h)	8,871	8,451,536
Friendswood ISD Texas, GO, Schoolhouse (PSF-GTD), 5.00%, 2/15/37	12,955	13,373,605
	Par	
	(000)	Value
Municipal Bonds Transferred to Tender Option Bond Trusts (g)		
Texas (concluded)		
Houston ISD, GO, Schoolhouse (PSF-GTD), 5.00%, 2/15/33	\$ 10,000	\$ 10,511,800
North East ISD Texas, GO, School Building, Series A (PSF-GTD), 5.00%, 8/01/37		
(h)	3,500	3,676,015
Tarrant County Cultural Education Facilities Finance Corp., RB, Baylor Health		
Care System Project, Series A, 5.00%, 11/15/38	1,799	1,788,152
Texas State University Systems, Refunding RB, 5.25%, 3/15/26	10,000	11,224,700

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		49,025,808
Virginia 0.4%		
University of Virginia, Refunding RB, General, 5.00%, 6/01/40	3,944	4,148,002
Washington 3.7%		
Central Puget Sound Regional Transit Authority, RB, Series A (AGM), 5.00%, 11/01/34	16,770	17,679,437
County of King Washington, RB (AGM), 5.00%, 1/01/37	15,785	16,338,592
		34,018,029
Wisconsin 2.9%		
State of Wisconsin, Refunding RB, Series A, 6.00%, 5/01/36	14,780	16,815,058
Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert & Community Health Inc.:		
5.25%, 4/01/39 (h)	7,459	7,619,717
5.00%, 4/01/42	2,490	2,452,526
		26,887,301
Total Municipal Bonds Transferred to Tender Option Bond Trusts 56.9%		526,642,057
Total Long-Term Investments		
(Cost \$1,510,132,812) 167.8%		1,553,541,646
Short-Term Securities	Shares	
FPI Institutional Tax-Exempt Fund, 0.03% (i)(j)	9,261,003	9,261,003
Total Short-Term Securities		
(Cost \$9,261,003) 1.0%		9,261,003
Total Investments (Cost \$1,519,393,815) 168.8%		1,562,802,649
Other Assets Less Liabilities 0.7%		6,950,919
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (31.0%)		(287,541,370)
VRDP Shares, at Liquidation Value (38.5%)		(356,400,000)
Net Assets Applicable to Common Shares 100.0%		\$ 925,812,198

Notes to Schedule of Investments

- (a) Represents a step-up bond that pays an initial coupon rate for the first period and then a higher coupon rate for the following periods. Rate shown reflects the current yield as of report date.
- (b) Represents a 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) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (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.

See Notes to Financial Statements.

Table of Contents**Schedule of Investments (concluded)****BlackRock MuniYield Quality Fund III, Inc. (MYI)**

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

Counterparty	Value	Unrealized Appreciation
Citigroup Global Markets, Inc.	\$ 4,879,926	\$ 2,102
Royal Bank of Canada	\$ 1,743,236	\$ 92,498

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

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

(h) 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 01, 2016 to December 01, 2029 is \$44,163,198.

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

Affiliate	Shares Held at July 31, 2012	Net Activity	Shares Held at July 31, 2013	Income
FFI Institutional Tax-Exempt Fund	21,624,366	(12,363,363)	9,261,003	\$ 2,167

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

Fair Value Measurements Various inputs are used in determining the fair value of investments. 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)

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 is based on the pricing transparency of the investment 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, please refer to Note 2 of the Notes to Financial Statements.

The following table summarizes the Fund's investments categorized in the disclosure hierarchy as of July 31, 2013:

	Level 1	Level 2	Level 3	Total
Assets:				
Investments:				
Long-Term Investments ¹		\$ 1,553,541,646		\$ 1,553,541,646
Short-Term Securities	\$ 9,261,003			9,261,003
Total	\$ 9,261,003	\$ 1,553,541,646		\$ 1,562,802,649

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

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

	Level 1	Level 2	Level 3	Total
Liabilities:				
Bank overdraft		\$ (17,395)		\$ (17,395)
TOB trust certificates		(287,425,797)		(287,425,797)
VRDP Shares		(356,400,000)		(356,400,000)
Total		\$ (643,843,192)		\$ (643,843,192)

There were no transfers between levels during the year ended July 31, 2013.

See Notes to Financial Statements.

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Statements of Assets and Liabilities

	BlackRock MuniHoldings Quality Fund II, Inc. (MUE)	BlackRock MuniYield California Quality Fund, Inc. (MCA)	BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)	BlackRock MuniYield New York Quality Fund, Inc. (MYN)	BlackRock MuniYield Quality Fund III, Inc. (MYI)
July 31, 2013					
Assets					
Investments at value unaffiliated	\$ 501,774,160	\$ 853,242,154	\$ 263,712,480	\$ 851,346,326	\$ 1,553,541,646
Investments at value affiliated	16,070,448	2,379,292	639,757	20,993,749	9,261,003
Interest receivable	5,338,275	11,921,718	2,815,531	9,697,842	17,558,766
Investments sold receivable	5,767,037	4,907,768	932,324	3,308,084	1,439,262
Deferred offering costs	109,078	314,610	221,384	418,167	550,707
Prepaid expenses	5,684	9,274	2,947	9,630	16,940
Total assets	529,064,682	872,774,816	268,324,423	885,773,798	1,582,368,324
Accrued Liabilities					
Bank overdraft	8,272	11,227	5,388	12,526	17,395
Investments purchased payable	12,934,181	4,683,240		2,959,161	6,528,562
Income dividends payable Common Shares	1,587,323	2,614,145	834,791	2,810,647	4,886,089
TOB trust payable	3,335,000			1,660,000	
Investment advisory fees payable	218,352	373,983	115,144	377,134	672,631
Officers and Directors fees payable	8,431	174,270	4,523	186,567	314,987
Interest expense and fees payable	29,774	85,026	4,836	41,999	115,573
Other accrued expenses payable	113,176	130,613	81,476	148,056	195,092
Total accrued liabilities	18,234,509	8,072,504	1,046,158	8,196,090	12,730,329
Other Liabilities					
TOB trust certificates	81,123,028	188,184,586	19,344,205	108,614,961	287,425,797
VMTP Shares, at liquidation value of \$100,000 per share ^{3,4}	131,000,000				
VRDP Shares, at liquidation value of \$100,000 per share ^{3,4}		166,500,000	87,300,000	247,700,000	356,400,000
Total other liabilities	212,123,028	354,684,586	106,644,205	356,314,961	643,825,797
Total liabilities	230,357,537	362,757,090	107,690,363	364,511,051	656,556,126
Net Assets Applicable to Common Shareholders	\$ 298,707,145	\$ 510,017,726	\$ 160,634,060	\$ 521,262,747	\$ 925,812,198
Net Assets Applicable to Common Shareholders Consist of					
Paid-in capital ⁵	\$ 300,155,118	\$ 492,932,229	\$ 162,591,736	\$ 535,644,034	\$ 954,293,291
Undistributed net investment income	3,768,779	7,101,335	1,677,994	7,511,311	16,278,334
Accumulated net realized loss	(13,026,684)	(4,634,638)	(1,376,736)	(20,180,060)	(88,168,261)
Net unrealized appreciation/depreciation	7,809,932	14,618,800	(2,258,934)	(1,712,538)	43,408,834
Net Assets Applicable to Common Shareholders	\$ 298,707,145	\$ 510,017,726	\$ 160,634,060	\$ 521,262,747	\$ 925,812,198
Net asset value per Common Share	\$ 13.27	\$ 14.83	\$ 13.28	\$ 13.17	\$ 13.64
¹ Investments at cost unaffiliated	\$ 493,964,228	\$ 838,623,354	\$ 265,971,414	\$ 853,058,864	\$ 1,510,132,812
² Investments at cost affiliated	\$ 16,070,448	\$ 2,379,292	\$ 639,757	\$ 20,993,749	\$ 9,261,003
³ Preferred Shares outstanding, par value \$0.10 per share	1,310	1,665	873	2,477	3,564
	9,490	12,665	4,833	14,637	26,364

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⁴ Preferred Shares authorized, including Auction Market

Preferred Shares (AMPS)

⁵ Common Shares outstanding, 200 million shares authorized,
\$0.10 par value

22,515,224

34,396,651

12,098,420

39,586,584

67,862,354

See Notes to Financial Statements.

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Statements of Operations

	BlackRock MuniHoldings Quality Fund II, Inc. (MUE)	BlackRock MuniYield California Quality Fund, Inc. (MCA)	BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)	BlackRock MuniYield New York Quality Fund, Inc. (MYN)	BlackRock MuniYield Quality Fund III, Inc. (MYI)
Year Ended July 31, 2013					
Investment Income					
Interest	\$ 23,579,270	\$ 38,780,200	\$ 12,581,296	\$ 41,596,790	\$ 74,877,082
Income affiliated	1,345	24		141	2,167
Total income	23,580,615	38,780,224	12,581,296	41,596,931	74,879,249
Expenses					
Investment advisory	3,062,461	4,671,640	1,426,385	4,729,085	8,252,977
Professional	112,762	171,496	98,587	169,086	244,487
Accounting services	85,712	123,179	51,507	129,013	182,676
Officer and Directors	40,392	81,724	21,575	85,045	148,504
Transfer agent	49,867	39,953	20,006	60,182	117,126
Custodian	27,851	37,920	17,629	44,323	65,111
Printing	10,734	9,618	6,514	15,347	14,368
Registration	5,621	7,098	5,538	8,116	14,467
Miscellaneous	73,335	96,987	80,642	90,007	141,361
Total expenses excluding interest expense, fees and amortization of offering costs	3,468,735	5,239,615	1,728,383	5,330,204	9,181,077
Interest expense, fees and amortization of offering costs ¹	2,166,073	3,149,764	1,061,974	3,602,084	5,596,392
Total expenses	5,634,808	8,389,379	2,790,357	8,932,288	14,777,469
Less fees waived by Manager	(200,895)	(9,840)	(997)	(9,190)	(6,693)
Total expenses after fees waived	5,433,913	8,379,539	2,789,360	8,923,098	14,770,776
Net investment income	18,146,702	30,400,685	9,791,936	32,673,833	60,108,473
Realized and Unrealized Gain (Loss)					
Net realized gain from:					
Investments	203,440	4,216,920	317,262	290,057	1,337,698
Financial futures contracts	1,182,538	906,969	100,309	376,545	670,353
	1,385,978	5,123,889	417,571	666,602	2,008,051
Net change in unrealized appreciation/depreciation on investments	(43,518,366)	(65,356,173)	(22,715,634)	(75,102,847)	(116,972,196)
Total realized and unrealized loss	(42,132,388)	(60,232,284)	(22,298,063)	(74,436,245)	(114,964,145)
Net Decrease in Net Assets Applicable to Common Shareholders Resulting from Operations	\$ (23,985,686)	\$ (29,831,599)	\$ (12,506,127)	\$ (41,762,412)	\$ (54,855,672)

¹ Related to TOBs, VMTP Shares and/or VRDP Shares.

See Notes to Financial Statements.

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Statements of Changes in Net Assets

Increase (Decrease) in Net Assets Applicable to Common Shareholders:	BlackRock MuniHoldings Quality Fund II, Inc. (MUE) Year Ended July 31,		BlackRock MuniYield California Quality Fund, Inc. (MCA) Year Ended July 31,	
	2013	2012	2013	2012
Operations				
Net investment income	\$ 18,146,702	\$ 19,274,032	\$ 30,400,685	\$ 30,950,945
Net realized gain	1,385,978	6,203,078	5,123,889	7,279,735
Net change in unrealized appreciation/depreciation	(43,518,366)	41,808,358	(65,356,173)	71,266,940
Dividends to AMPS shareholders from net investment income		(130,644)		
Net increase (decrease) in net assets applicable to Common Shareholders resulting from operations	(23,985,686)	67,154,824	(29,831,599)	109,497,620
Dividends to Common Shareholders From¹				
Net investment income	(19,181,097)	(19,801,506)	(31,360,905)	(30,736,093)
Capital Share Transactions				
Reinvestment of common dividends	729,526	434,788	651,009	
Net Assets Applicable to Common Shareholders				
Total increase (decrease) in net assets applicable to Common Shareholders	(42,437,257)	47,788,106	(60,541,495)	78,761,527
Beginning of year	341,144,402	293,356,296	570,559,221	491,797,694
End of year	\$ 298,707,145	\$ 341,144,402	\$ 510,017,726	\$ 570,559,221
Undistributed net investment income	\$ 3,768,779	\$ 4,768,337	\$ 7,101,335	\$ 8,249,950

Increase (Decrease) in Net Assets Applicable to Common Shareholders:	BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM) Year Ended July 31,		BlackRock MuniYield New York Quality Fund, Inc. (MYN) Year Ended July 31,	
	2013	2012	2013	2012
Operations				
Net investment income	\$ 9,791,936	\$ 9,682,216	\$ 32,673,833	\$ 32,644,363
Net realized gain (loss)	417,571	642,666	666,602	(1,622,452)
Net change in unrealized appreciation/depreciation	(22,715,634)	19,657,656	(75,102,847)	67,246,756
Net increase (decrease) in net assets applicable to Common Shareholders resulting from operations	(12,506,127)	29,982,538	(41,762,412)	98,268,667
Dividends to Common Shareholders From¹				
Net investment income	(10,016,396)	(10,519,402)	(33,685,995)	(33,617,202)
Capital Share Transactions				
Reinvestment of common dividends	80,916	336,204	1,903,864	97,586

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Net Assets Applicable to Common Shareholders

Total increase (decrease) in net assets applicable to Common Shareholders	(22,441,607)	19,799,340	(73,544,543)	64,749,051
Beginning of year	183,075,667	163,276,327	594,807,290	530,058,239
End of year	\$ 160,634,060	\$ 183,075,667	\$ 521,262,747	\$ 594,807,290
Undistributed net investment income	\$ 1,677,994	\$ 1,900,424	\$ 7,511,311	\$ 8,756,672

¹ Dividends are determined in accordance with federal income tax regulations.

See Notes to Financial Statements.

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Statements of Changes in Net Assets

	BlackRock MuniYield Quality Fund III, Inc. (MYI) Year Ended July 31,	
	2013	2012
Increase (Decrease) in Net Assets Applicable to Common Shareholders:		
Operations		
Net investment income	\$ 60,108,473	\$ 58,623,097
Net realized gain	2,008,051	2,233,203
Net change in unrealized appreciation/depreciation	(116,972,196)	141,075,518
Net increase (decrease) in net assets applicable to Common Shareholders resulting from operations	(54,855,672)	201,931,818
Dividends to Common Shareholders From¹		
Net investment income	(58,782,268)	(58,495,073)
Capital Share Transactions		
Reinvestment of common dividends	3,428,470	1,599,734
Net Assets Applicable to Common Shareholders		
Total increase (decrease) in net assets applicable to Common Shareholders	(110,209,470)	145,036,479
Beginning of year	1,036,021,668	890,985,189
End of year	\$ 925,812,198	\$ 1,036,021,668
Undistributed net investment income	\$ 16,278,334	\$ 15,519,850

¹ Dividends are determined in accordance with federal income tax regulations.

See Notes to Financial Statements.

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Statements of Cash Flows

	BlackRock MuniHoldings Quality Fund II, Inc. (MUE)	BlackRock MuniYield California Quality Fund, Inc. (MCA)	BlackRock MuniYield Michigan Quality Fund II, Inc. (MYM)	BlackRock MuniYield New York Quality Fund, Inc. (MYN)	BlackRock MuniYield Quality Fund III, Inc. (MYI)
Year Ended July 31, 2013					
Cash Provided by Operating Activities					
Net decrease in net assets resulting from operations	\$ (23,985,903)	\$ (29,831,599)	\$ (12,506,127)	\$ (41,762,412)	\$ (54,855,672)
Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by (used for) operating activities:					
(Increase) decrease in interest receivable	84,903	802,525	124,424	162,749	(493,530)
Decrease in prepaid expenses	2,136	3,673	1,191	3,815	6,785
Decrease in investment advisory fees payable	(23,094)	(18,819)	(5,404)	(26,510)	(15,045)
Increase (decrease) in interest expense and fees payable	(6,537)	(26,783)	(1,748)	(12,721)	6,779
Increase in other accrued expenses payable	49,919	66,177	44,252	59,999	83,038
Increase in Officer s and Directors fees payable	7,805	50,819	4,168	53,213	92,413
Net realized and unrealized loss on investments	43,314,926	61,139,253	22,398,372	74,812,790	115,634,498
Amortization of premium and accretion of discount on investments	2,202,630	3,671,895	92,284	1,219,914	(3,206,281)
Amortization of deferred offering costs	76,409	9,040	7,256	12,707	15,800
Proceeds from sales of long-term investments	238,001,961	241,830,883	39,002,415	112,411,994	144,391,552
Purchases of long-term investments	(219,649,298)	(237,803,628)	(47,771,914)	(96,753,641)	(199,400,890)
Net proceeds from sales (purchases) of short-term securities	(16,070,448)	2,491,616	5,914,535	(10,735,865)	12,363,363
Cash provided by operating activities	24,005,409	42,385,052	7,303,704	39,446,032	14,622,810
Cash Used for Financing Activities					
Cash receipts from TOB trust certificates	9,080,163	19,560,882	5,373,095	11,275,000	69,083,506
Cash payments for TOB trust certificates	(12,717,991)	(31,249,959)	(2,747,074)	(18,960,405)	(28,385,867)
Cash dividends paid to Common Shareholders	(18,515,584)	(30,707,202)	(9,935,113)	(31,773,153)	(55,337,844)
Increase (decrease) in bank overdraft	(1,851,997)	11,227	5,388	12,526	17,395
Cash used for financing activities	(24,005,409)	(42,385,052)	(7,303,704)	(39,446,032)	(14,622,810)
Cash					
Net increase (decrease) in cash					
Cash at beginning of year					
Cash at end of year					
Cash Flow Information					
Cash paid during the year for interest expense and fees	\$ 2,096,201	\$ 3,167,507	\$ 1,056,466	\$ 3,602,098	\$ 5,573,813
Non-cash Financing Activities					
Capital shares issued in reinvestment of dividends paid to Common Shareholders	\$ 729,526	\$ 651,009	\$ 80,916	\$ 1,903,864	\$ 3,428,470

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See Notes to Financial Statements.

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Table of Contents**Financial Highlights****BlackRock MuniHoldings Quality Fund II, Inc. (MUE)**

	Year Ended July 31,				
	2013	2012	2011	2010	2009
Per Share Operating Performance					
Net asset value, beginning of year	\$ 15.18	\$ 13.07	\$ 13.57	\$ 12.27	\$ 12.84
Net investment income ¹	0.81	0.86	0.89	0.92	0.90
Net realized and unrealized gain (loss)	(1.87)	2.14	(0.49)	1.26	(0.71)
Dividends to AMPS shareholders from net investment income		(0.01)	(0.02)	(0.02)	(0.12)
Net increase (decrease) from investment operations	(1.06)	2.99	0.38	2.16	0.07
Dividends to Common Shareholders from net investment income ²	(0.85)	(0.88)	(0.88)	(0.86)	(0.64)
Net asset value, end of year	\$ 13.27	\$ 15.18	\$ 13.07	\$ 13.57	\$ 12.27
Market price, end of year	\$ 12.32	\$ 15.55	\$ 12.46	\$ 14.26	\$ 11.40
Total Investment Return Applicable to Common Shareholders³					
Based on net asset value	(7.41)%	23.64%	3.19%	18.04%	1.58%
Based on market price	(16.08)%	32.85%	(6.38)%	33.51%	7.24%
Ratio to Average Net Assets Applicable to Common Shareholders					
Total expenses	1.66%	1.52% ⁴	1.30% ⁴	1.28% ⁴	1.66% ⁴
Total expenses after fees waived	1.60%	1.46% ⁴	1.23% ⁴	1.15% ⁴	1.45% ⁴
Total expenses after fees waived and excluding interest expense, fees and amortization of offering costs ⁵	0.97%	1.00% ^{4,6}	1.07% ⁴	0.99% ⁴	1.04% ⁴
Net investment income	5.36%	6.05% ⁴	6.93% ⁴	6.92% ⁴	7.61% ⁴
Dividends to AMPS shareholders		0.04%	0.17%	0.18%	1.03%
Net investment income to Common Shareholders	5.36%	6.01%	6.76%	6.74%	6.58%
Supplemental Data					
Net assets applicable to Common Shareholders, end of year (000)	\$ 298,707	\$ 341,144	\$ 293,356	\$ 303,667	\$ 274,342
AMPS outstanding at \$25,000 liquidation preference, end of year (000)			\$ 131,000		