

Edgar Filing: BLUE CHIP VALUE FUND INC - Form SC 13D/A

BLUE CHIP VALUE FUND INC

Form SC 13D/A

September 27, 2010

SCHEDULE 13D

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT

9/21/2010

1. NAME OF REPORTING PERSON

Bulldog Investors, Brooklyn Capital Management,
Phillip Goldstein and Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP

a[X]

b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) AND 2(e)

[]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

7. SOLE VOTING POWER

2,523,608

8. SHARED VOTING POWER

672,038

9. SOLE DISPOSITIVE POWER

3,195,646

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

3,195,646

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

[]

13. PERCENT OF CLASS REPRESENTED BY ROW 11

11.23%

14. TYPE OF REPORTING PERSON

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IA

Item 1. SECURITY AND ISSUER

This statement constitutes Amendment #2 to the schedule 13d filed August 27, 2010. Except as specifically set forth herein, the Schedule 13d remains unmodified.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As per the N-CSR filed on March 5, 2010 there were 28,463,912 shares of common stock outstanding as of 12/31/2009 The percentage set forth in item 5 was derived using such number. Bulldog Investors, Brooklyn Capital Management, Phillip Goldstein and Andrew Dakos beneficially own an aggregate of 3,195,646 shares of BLU or 11.23% of the outstanding shares. Power to dispose of and vote securities resides either with Mr. Goldstein, Mr. Dakos or with clients.

c) Since the last filing on 8/30/10 the following shares of BLU were purchased:

Date:	Shares:	Price:
09/03/10	200	3.0800
09/07/10	7,500	3.0583
09/08/10	21,665	3.0697
09/09/10	9,085	3.0800
09/10/10	24,704	3.0870
09/13/10	16,084	3.0994
09/14/10	20,400	3.1247
09/15/10	41,875	3.1384
09/17/10	45,050	3.1589
09/20/10	91,631	3.1958
09/21/10	23,127	3.1924
09/22/10	50,000	3.1900
09/22/10	30,200	3.1879
09/23/10	25,957	3.1937
09/23/10	50,000	3.1900
09/24/10	67,250	3.2379

d) Beneficiaries of managed accounts are entitled to receive any dividends or sales proceeds.

e) NA

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.
None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS
None

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

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Dated: 09/27/2010

By: /s/ Phillip Goldstein

Name: Phillip Goldstein

By: /S/ Andrew Dakos

Name: Andrew Dakos