

Moss Sylvania F
Form 4
February 11, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Moss Sylvania F

(Last) (First) (Middle)

C/O THE BLACKSTONE GROUP, 345 PARK AVENUE

(Street)

NEW YORK, NY 10154

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Blackstone Group L.P. [BX]

3. Date of Earliest Transaction (Month/Day/Year)
08/13/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Managing Director-Admin

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common units representing limited partnership interests	08/13/2009		C		50,000	A	\$ 0
Common units representing limited partnership interests	08/13/2009		S		806	D	\$ 14.47
					50,000	(1)	D
					49,194		D

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Common units representing limited partnership interests	08/14/2009	S	806	D	\$ 14.06	48,388	D
Common units representing limited partnership interests	08/17/2009	S	628	D	\$ 13.13	47,760	D
Common units representing limited partnership interests	08/19/2009	S	651	D	\$ 13.34	47,109	D
Common units representing limited partnership interests	08/19/2009	S	661	D	\$ 13.18	46,448	D
Common units representing limited partnership interests	08/20/2009	S	1,047	D	\$ 13.41	45,401	D
Common units representing limited partnership interests	08/21/2009	S	1,105	D	\$ 13.59	44,296	D
Common units representing limited partnership interests	08/24/2009	S	849	D	\$ 13.45	43,447	D
Common units representing limited partnership	08/25/2009	S	784	D	\$ 13	42,663	D

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interests							
Common units representing limited partnership interests	08/26/2009	S	794	D	\$ 13.02	41,869	D
Common units representing limited partnership interests	08/27/2009	S	806	D	\$ 12.96	41,063	D
Common units representing limited partnership interests	08/28/2009	S	806	D	\$ 13.03	40,257	D
Common units representing limited partnership interests	08/31/2009	S	806	D	\$ 12.81	39,451	D
Common units representing limited partnership interests	09/01/2009	S	331	D	\$ 12.75	39,120	D
Common units representing limited partnership interests	09/08/2009	S	806	D	\$ 12.66	38,314	D
Common units representing limited partnership interests	09/09/2009	S	966	D	\$ 13.03	37,348	D
Common units representing limited partnership interests	09/10/2009	S	1,135	D	\$ 13.57	36,213	D

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partnership interests							
Common units representing limited partnership interests	09/11/2009	S	849	D	\$ 13.64	35,364	D
Common units representing limited partnership interests	09/14/2009	S	1,189	D	\$ 13.76	34,175	D
Common units representing limited partnership interests	09/15/2009	S	1,274	D	\$ 13.95	32,901	D
Common units representing limited partnership interests	09/16/2009	S	2,406	D	\$ 14.58	30,495	D
Common units representing limited partnership interests	09/17/2009	S	2,830	D	\$ 15.01	27,665	D
Common units representing limited partnership interests	09/21/2009	S	1,246	D	\$ 15.06	26,419	D
Common units representing limited partnership interests	09/21/2009	S	907	D	\$ 14.5	25,512	D
Common units representing	09/22/2009	S	1,019	D	\$ 14.71	24,493	D

limited partnership interests

Common units representing limited partnership interests

09/23/2009

S

937

D

\$ 14.73

23,556

D

Common units representing limited partnership interests

09/25/2009

S

991

D

\$ 14.03

22,565

D

Common units representing limited partnership interests

09/28/2009

S

651

D

\$ 13.91

21,914

D

Common units representing limited partnership interests

09/28/2009

S

937

D

\$ 14.06

20,977

D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

Blackstone Holdings Partnership units	<u>(2)</u>	08/13/2009	<u>C</u> ⁽¹⁾	50,000	<u>(2)</u>	<u>(2)</u>	Common units representing limited partnership interests	50,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moss Sylvia F C/O THE BLACKSTONE GROUP 345 PARK AVENUE NEW YORK, NY 10154			Senior Managing Director-Admin	

Signatures

/s/ Robert L. Friedman as Attorney-In-Fact 02/11/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Pursuant to an exchange agreement, the Reporting Person exchanged 50,000 Blackstone Holdings partnership units for an equal number of common units of The Blackstone Group L.P. and thereafter sold such common units pursuant to a sales plan that was effectuated on each of 45 consecutive trading days.
- (2) A "Blackstone Holdings Partnership unit" collectively refers to one limited partner interest in each of Blackstone Holdings I L.P., Blackstone Holdings II L.P., Blackstone Holdings III L.P., and Blackstone Holdings IV L.P. Subject to the minimum retained ownership requirements and transfer restrictions set forth in the partnership agreements of the Blackstone partnerships, the Reporting Person has the right, exercisable from time to time, to exchange each Blackstone Holding partnership unit for one common unit of The Blackstone Group L.P. The Blackstone Holdings partnership units have no expiration date and may not be exchanged at any time prior to December 31, 2009 other than pursuant to transactions or programs approved by Blackstone.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.