

BLACKROCK MUNIHOLDINGS CALIFORNIA QUALITY FUND, INC.

Form N-Q

December 22, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-08573

Name of Fund: BlackRock MuniHoldings California Quality Fund, Inc. (MUC)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: John M. Perlowski, Chief Executive Officer, BlackRock MuniHoldings California Quality Fund, Inc., 55 East 52<sup>nd</sup> Street, New York, NY 10055

Registrant's telephone number, including area code: (800) 882-0052, Option 4

Date of fiscal year end: 07/31/2012

Date of reporting period: 10/31/2011

Item 1 – Schedule of Investments

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Schedule of Investments October 31, 2011 (Unaudited)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
(Percentages shown are based on Net Assets)

|   | Par<br>(000)         | Value         |
|---|----------------------|---------------|
| <b>Municipal Bonds</b>  |                      |               |
| <b>California 110.5%</b>  |                      |               |
| <b>Corporate 0.4%</b>   |                      |               |
| City of Chula Vista California, Refunding<br>RB, San Diego Gas & Electric, Series<br>A, 5.88%, 2/15/34                            | \$ 2,435             | \$ 2,687,461  |
| <b>County/City/Special District/School District 32.3%</b>   |                      |               |
| Alameda County Joint Powers Authority,<br>Refunding RB, Lease (AGM), 5.00%,<br>12/01/34   | 13,180               | 13,690,198    |
| Bonita Unified School District California,<br>GO, Election of 2004, Series B<br>(NPFGC), 5.00%, 8/01/29                           | 3,950                | 4,101,798     |
| Centinela Valley Union High School<br>District, GO, Election of 2010, Series<br>A, 5.75%, 8/01/41                                 | 9,000                | 9,812,520     |
| Central Unified School District, GO,<br>Election of 2008, Series A (AGC),<br>5.63%, 8/01/33                                       | 2,600                | 2,823,054     |
| City of Garden Grove California, COP,<br>Series A, Financing Project (AMBAC),<br>5.50%, 3/01/26                                   | 4,040                | 4,127,022     |
| City of Redding California, COP,<br>Refunding, Series A (AGM), 5.00%,<br>6/01/30  | 5,735                | 5,996,286     |
| Colton Joint Unified School District, GO,<br>Series A (NPFGC), 5.38%, 8/01/26   | 2,500                | 2,573,325     |
| County of Kern California, COP, Capital<br>Improvements Projects, Series A<br>(AGC), 6.00%, 8/01/35                               | 3,500                | 3,892,315     |
| Covina-Valley Unified School District<br>California, GO, Refunding, Series A<br>(AGM), 5.50%, 8/01/26                             | 2,395                | 2,481,843     |
| Culver City Redevelopment Finance<br>Authority California, Tax Allocation<br>Bonds, Refunding, Series A (AGM),<br>5.60%, 11/01/25 | 3,750                | 3,761,325     |
| Grossmont Healthcare District, GO,<br>Election of 2006, Series B, 6.13%,<br>7/15/40   | 2,000                | 2,255,660     |
| Los Angeles Community College District<br>California, GO, Election of 2001,<br>Series E-1, 5.00%, 8/01/33                         | 11,770               | 12,409,699    |
|   | <b>Par<br/>(000)</b> | <b>Value</b>  |
| <b>Municipal Bonds</b>  |                      |               |
| <b>California (continued)</b>   |                      |               |
| <b>County/City/Special District/School District<br/>(continued)</b>   |                      |               |
| Los Angeles Community Redevelopment<br>Agency California, RB, Bunker Hill<br>Project, Series A (AGM), 5.00%,<br>12/01/27          | \$ 10,000            | \$ 10,339,800 |
| Los Angeles County Metropolitan<br>Transportation Authority, Refunding  | 9,000                | 9,278,820     |

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|   |        |            |
|---|--------|------------|
| RB, Proposition A, First Tier, Senior,<br>Series A (AMBAC), 5.00%, 7/01/35<br>Orange County Sanitation District, COP,<br>Series A, 5.00%, 2/01/35 | 2,500  | 2,649,375  |
| Oxnard Union High School District, GO,<br>Refunding, Election of 2004, Series A<br>(AGM), 5.00%, 8/01/35  | 10,000 | 10,431,200 |
| Port of Oakland, Refunding RB, Series M<br>(FGIC), 5.38%, 11/01/27  | 18,000 | 18,073,800 |
| Redlands Unified School District<br>California, GO, Election of 2008<br>(AGM), 5.25%, 7/01/33   | 5,000  | 5,287,350  |
| Redwoods Community College District,<br>GO, Election of 2004 (NPFGC), 5.00%,<br>8/01/31   | 4,630  | 4,776,910  |
| San Bernardino Community College<br>District, GO, Election of 2002, Series<br>A, 6.25%, 8/01/33   | 310    | 355,220    |
| San Diego Regional Building Authority,<br>RB, County Operations Center &<br>Annex, Series A, 5.50%, 2/01/29                                       | 900    | 970,668    |
| San Jose Financing Authority, RB,<br>Convention Center Expansion &<br>Renovation Project, 5.75%, 5/01/42  | 4,500  | 4,840,875  |
| San Jose Financing Authority, RB,<br>Convention Center Expansion &<br>Renovation Project, 5.75%, 5/01/36  | 2,560  | 2,668,954  |
| Santa Clara Redevelopment Agency<br>California, Tax Allocation Bonds,<br>Bayshore North Project, Series A<br>(AMBAC), 5.50%, 6/01/23              | 10,000 | 10,009,000 |

**Portfolio Abbreviations**

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

|       |   |
|-------|---|
| AGC   | Assured Guaranty Corp.                  |
| AGM   | Assured Guaranty Municipal Corp.        |
| AMBAC | American Municipal Bond Assurance Corp. |
| AMT   | Alternative Minimum Tax (subject to)    |
| BHAC  | Berkshire Hathaway Assurance Corp.      |
| COP   | Certificates of Participation           |
| FGIC  | Financial Guaranty Insurance Co.        |
| GO    | General Obligation Bonds                |
| NPFGC | National Public Finance Guarantee Corp. |
| RB    | Revenue Bonds                           |

## Schedule of Investments (continued)

BlackRock MuniHoldings California Quality Fund, Inc. (MUC)  
(Percentages shown are based on Net Assets)

|   | Par<br>(000) | Value        |
|---|--------------|--------------|
| <b>Municipal Bonds</b>  |              |              |
| <b>California (continued)</b>   |              |              |
| <b>County/City/Special District/School District<br/>(concluded)</b>   |              |              |
| Snowline Joint Unified School District<br>California, COP, Refunding, Refining<br>Project (AGC), 5.75%, 9/01/38   | \$ 5,635     | \$ 6,130,204 |
| Vista Unified School District California,<br>GO, Series A (AGM), 5.25%, 8/01/25   | 10,000       | 10,231,100   |
| Walnut Valley Unified School District<br>California, GO, Election of 2007,<br>Measure S, Series A (AGM), 5.00%,<br>2/01/33                                | 2,000        | 2,078,760    |
| West Contra Costa Unified School<br>District California, GO (AGM):<br>5.25%, 8/01/23  | 4,500        | 4,974,300    |
| Election of 2002, Series B,<br>5.00%, 8/01/32   | 6,690        | 6,723,249    |
| Election of 2005, Series A,<br>5.00%, 8/01/35   | 12,000       | 12,249,720   |
| Westminster Redevelopment Agency<br>California, Tax Allocation Bonds,<br>Subordinate, Commercial<br>Redevelopment Project No. 1 (AGC),<br>6.25%, 11/01/39 | 4,300        | 4,946,333    |
|   |              | 194,940,683  |
| <b>Education 8.7%</b>   |              |              |
| Anaheim City School District<br>California, GO, Election of 2010<br>(AGM), 6.25%, 8/01/40   | 3,750        | 4,291,725    |
| California Educational Facilities<br>Authority, RB, University of Southern<br>California, Series A, 5.25%,<br>10/01/38                                    | 8,000        | 8,643,920    |
| Gavilan Joint Community College<br>District, GO, Election of 2004,<br>Series D:<br>5.50%, 8/01/31   | 2,170        | 2,430,530    |
| 5.75%, 8/01/35  | 8,400        | 9,460,920    |
| Riverside Community College District,<br>GO, Election of 2004, Series C<br>(AGM), 5.00%, 8/01/32  | 8,750        | 9,081,100    |
| San Diego Community College District,<br>GO, Election of 2006 (AGM), 5.00%,<br>8/01/30  | 9,555        | 10,111,292   |
| University of California, RB, Series L,<br>5.00%, 5/15/36   | 2,995        | 3,095,812    |
| University of California, Refunding RB,<br>General, Series A (AMBAC), 5.00%,<br>5/15/27   | 5,000        | 5,194,800    |
|   |              | 52,310,099   |
| <b>Health 9.9%</b>  |              |              |

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ABAG Finance Authority for Nonprofit  
Corps, Sharp Healthcare, Refunding  
RB:

|                          |       |           |
|--------------------------|-------|-----------|
| 6.25%, 8/01/39           | 5,000 | 5,357,250 |
| Series A, 6.00%, 8/01/30 | 2,250 | 2,438,010 |

|   | Par<br>(000) | Value        |
|---|--------------|--------------|
| <b>Municipal Bonds</b>  |              |              |
| <b>California (continued)</b>   |              |              |
| <b>Health (concluded)</b>   |              |              |
| California Health Facilities Financing<br>Authority, RB:  |              |              |
| Kaiser Permanente, Series A<br>5.25%, 4/01/39   | \$ 6,500     | \$ 6,509,815 |
| Providence Health Services,<br>Series B, 5.50%, 10/01/39  | 3,970        | 4,164,411    |
| California Health Facilities Financing<br>Authority, Refunding RB:  |              |              |
| Catholic Healthcare West, Series A,<br>6.00%, 7/01/34   | 3,700        | 3,981,718    |
| Sutter Health, Series A, 5.25%,<br>11/15/46   | 3,500        | 3,493,210    |
| Sutter Health, Series B,<br>6.00%, 8/15/42  | 9,655        | 10,527,619   |
| California Statewide Communities<br>Development Authority, Kaiser<br>Permanente, Series B, 5.25%,<br>3/01/45                  |              |              |
|   | 3,500        | 3,506,440    |
| California Statewide Communities<br>Development Authority, RB:  |              |              |
| Health Facility Memorial<br>Health Services, Series A,<br>6.00%, 10/01/23   | 4,915        | 5,126,935    |
| Kaiser Permanente, Series B,<br>5.00%, 3/01/41  | 8,710        | 8,423,267    |
| Trinity Health, 5.00%, 12/01/41   | 4,000        | 3,975,200    |
| City of Newport Beach California, RB,<br>Hoag Memorial Hospital<br>Presbyterian, 6.00%, 12/01/40                              | 1,820        | 2,039,255    |
|   |              | 59,543,130   |
| <b>State 5.4%</b>   |              |              |
| California Municipal Finance Authority,<br>RB, University of San Diego, Series B,<br>5.00%, 10/01/41                          |              |              |
|   | 6,560        | 6,641,607    |
| California State Public Works Board, RB,<br>California State Prisons, Series C,<br>5.75%, 10/01/31                            |              |              |
|   | 1,205        | 1,273,962    |
| California State Public Works Board,<br>RB, Department of Education,<br>Riverside Campus Project, Series B,<br>6.50%, 4/01/34 |              |              |
|   | 3,670        | 4,045,661    |
| State of California, GO:  |              |              |
| 6.00%, 3/01/33  | 5,000        | 5,627,000    |
| 6.00%, 4/01/38  | 4,210        | 4,660,217    |
| University of California, RB, Limited<br>Project, Series D (NPFGC), 5.00%,<br>5/15/41   |              |              |
|   | 10,000       | 10,311,700   |
|   |              | 32,560,147   |
| <b>Transportation 15.4%</b>   |              |              |
| City of Fresno California, RB, Series B,<br>AMT (AGM), 5.50%, 7/01/20   |              |              |
|   | 4,455        | 4,559,024    |
|   | 2,985        | 3,128,399    |

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City of San Jose California, RB:  
Series A1, AMT, 5.25%, 3/01/23

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## Schedule of Investments (continued)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
 (Percentages shown are based on Net Assets)

|  | Par<br>(000) | Value        |
|--|--------------|--------------|
| <b>Municipal Bonds</b>   |              |              |
| <b>California (continued)</b>  |              |              |
| <b>Transportation (concluded)</b>  |              |              |
| Series A1, AMT, 6.25%, 3/01/34   | \$ 1,400     | \$ 1,512,868 |
| Series D (NPFGC), 5.00%,<br>3/01/28  | 5,000        | 5,020,400    |
| County of Orange California, RB, Series<br>B, 5.75%, 7/01/34   | 6,345        | 6,885,911    |
| County of Sacramento California, RB:   |              |              |
| Senior Series A (AGC), 5.50%   | 7,270        | 7,603,330    |
| Senior Series B AMT (AGM),<br>5.75%, 7/01/28   | 13,170       | 14,092,559   |
| Senior Series B AMT (AGM),<br>5.25%, 7/01/33   | 19,525       | 19,897,146   |
| Senior Series B, 5.75%,<br>7/01/39   | 2,650        | 2,805,926    |
| Los Angeles Department of Airports,<br>RB, Los Angeles Intl Airport, Senior<br>Series D, 5.25%, 5/15/29              | 2,590        | 2,810,487    |
| Los Angeles Harbor Department, RB,<br>Series B, 5.25%, 8/01/34   | 5,530        | 5,982,575    |
| San Francisco City & County Airports<br>Commission, RB, Series E, 6.00%,<br>5/01/39                                  | 9,650        | 10,731,379   |
| San Francisco City & County Airports<br>Commission, Refunding RB, Second<br>Series 34E, AMT (AGM), 5.75%,<br>5/01/24 | 5,000        | 5,479,700    |
| San Joaquin County Transportation<br>Authority, RB, Limited Tax, Measure<br>K, Series A, 6.00%, 3/01/36              | 2,400        | 2,740,536    |
|  |              | 93,250,240   |
| <b>Utilities 38.4%</b>   |              |              |
| Anaheim Public Financing Authority,<br>RB, Electric System Distribution<br>Facilities, Series A, 5.38%,<br>10/01/36  | 2,200        | 2,385,020    |
| City of Escondido California, COP,<br>Refunding, Series A (NPFGC), 5.75%,<br>9/01/24                                 | 465          | 466,693      |
| City of Los Angeles California,<br>Refunding RB, Sub, Series A:<br>5.00%, 6/01/28                                    | 2,000        | 2,163,660    |
| 5.00%, 6/01/32   | 3,000        | 3,209,280    |
| Cucamonga Valley Water District,<br>Refunding RB, 5.25%, 9/01/31   | 3,675        | 3,986,089    |
| Dublin-San Ramon Services District,<br>Refunding RB, 6.00%, 8/01/41  | 4,000        | 4,417,720    |
| East Bay Municipal Utility District,<br>Refunding RB, Sub-Series A<br>(AMBAC), 5.00%, 6/01/33                        | 6,545        | 6,896,139    |
|  | 2,500        | 2,597,425    |

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Eastern Municipal Water District, COP,  
Series H, 5.00%, 7/01/33  
Imperial Irrigation District, Refunding  
RB, System, 5.13%, 11/01/38

9,500 9,801,340

|  | Par<br>(000) | Value              |
|--|--------------|--------------------|
| <b>Municipal Bonds</b>   |              |                    |
| <b>California (concluded)</b>  |              |                    |
| <b>Utilities (concluded)</b>   |              |                    |
| Los Angeles County Sanitation Districts<br>Financing Authority, Refunding RB,<br>Capital Project 14 (BHAC), 5.00%,<br>10/01/34 | \$ 7,915     | \$ 8,152,767       |
| Los Angeles Department of Water &<br>Power, RB:  |              |                    |
| Series A, 5.38%, 7/01/38   | 10,500       | 11,425,365         |
| Series A, 5.25%, 7/01/39   | 16,000       | 17,431,520         |
| 5.00%, 7/01/41   | 5,000        | 5,254,800          |
| Metropolitan Water District of Southern<br>California, RB, Series B-1 (FGIC),<br>5.00%, 10/01/33                               | 8,605        | 8,850,070          |
| Metropolitan Water District of Southern<br>California, RB, Series C, 5.00%,<br>10/01/27  | 4,085        | 4,888,765          |
| Oxnard Financing Authority, RB,<br>(NPFGC):  |              |                    |
| Project, 5.00%, 6/01/31  | 10,000       | 10,254,600         |
| Redwood Trunk Sewer &<br>Headworks, Series A, 5.25%,<br>6/01/34  | 13,000       | 13,454,220         |
| Sacramento City Financing Authority<br>California, Refunding RB (NPFGC),<br>5.00%, 12/01/29                                    | 8,775        | 8,881,177          |
| Sacramento Municipal Utility District,<br>RB (NPFGC):  |              |                    |
| Cosumnes Project, 5.13%,<br>7/01/29  | 36,760       | 37,068,416         |
| Series R, 5.00%, 8/15/33   | 22,150       | 22,359,539         |
| San Diego Public Facilities Financing<br>Authority, Refunding RB, Senior,<br>Series A:   |              |                    |
| 5.25%, 5/15/39   | 3,165        | 3,350,532          |
| 5.25%, 5/15/34   | 1,000        | 1,064,570          |
| San Francisco City & County Public<br>Utilities Commission, RB:  |              |                    |
| Local Water Main Sub, Series<br>C, 5.00%, 11/01/41   | 5,000        | 5,257,150          |
| Series A (NPFGC), 5.00%,<br>11/01/32   | 15,000       | 15,119,250         |
| Series B, 5.00%, 11/01/30  | 14,000       | 14,999,880         |
| Southern California Public Power<br>Authority, Milford Wind Corridor<br>Phase II, 5.25%, 7/01/28                               | 6,980        | 7,696,986          |
|  |              | 231,432,973        |
| <b>Total Municipal Bonds 110.5%</b>  |              | <b>666,724,733</b> |



## Schedule of Investments (continued)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
 (Percentages shown are based on Net Assets)

| Municipal Bonds Transferred to Tender<br>Option Bond (TOB) Trusts (a)   | Par<br>(000) | Value         |
|---|--------------|---------------|
| <b>California 58.9%</b>   |              |               |
| <b>Corporate 7.0%</b>   |              |               |
| San Francisco Bay Area Rapid Transit<br>District, Refunding RB, Series A<br>(NPFGC), 5.00%, 7/01/30                     | \$ 23,100    | \$ 24,366,804 |
| University of California, RB, Limited<br>Project, Series B (AGM), 5.00%,<br>5/15/33                                     | 17,397       | 17,808,230    |
|   |              | 42,175,034    |
| <b>County/City/Special District/School District 23.5%</b>   |              |               |
| Contra Costa Community College<br>District California, GO, Election of<br>2002 (NPFGC), 5.00%, 8/01/28                  | 7,800        | 8,008,962     |
| Desert Community College District<br>California, GO, Series C (AGM), 5.00%,<br>8/01/37                                  | 16,530       | 17,011,023    |
| Foothill-De Anza Community College<br>District, GO, Series C, 5.00%,<br>8/01/40   | 10,000       | 10,617,600    |
| Los Angeles Community College District<br>California, GO:<br>Election of 2001, Series A (NPFGC),<br>5.00%, 8/01/32      | 6,647        | 6,975,039     |
| Election of 2003, Series E (AGM),<br>5.00%, 8/01/31   | 11,216       | 11,696,420    |
| Election of 2008, Series A,<br>6.00%, 8/01/33   | 9,596        | 10,938,542    |
| Ohlone Community College District, GO,<br>Ohlone, Series B (AGM), 5.00%,<br>8/01/30                                     | 16,518       | 16,971,376    |
| Poway Unified School District, GO,<br>Election of 2002, Improvement<br>District 02, Series 1-B (AGM), 5.00%,<br>8/01/30 | 10,000       | 10,331,900    |
| San Bernardino Community College<br>District California, GO, Election of<br>2002, Series C (AGM), 5.00%,<br>8/01/31     | 17,770       | 18,275,023    |
| San Diego Community College District<br>California, GO, Election of 2002<br>(AGM), 5.00%, 5/01/30                       | 12,549       | 13,314,383    |
| San Francisco Bay Area Transit<br>Financing Authority, Refunding RB,<br>Series A (NPFGC), 5.00%, 7/01/34                | 2,499        | 2,588,846     |
| San Jose Financing Authority, Refunding<br>RB, Civic Center Project, Series B<br>(AMBAC), 5.00%, 6/01/32                | 14,800       | 14,832,264    |
|   |              | 141,561,378   |
| <b>Education 9.2%</b>   |              |               |
| Chaffey Community College District, GO,<br>Election of 2002, Series B (NPFGC),  | 9,905        | 10,179,248    |

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|   |              |              |
|---|--------------|--------------|
| 5.00%, 6/01/30<br>Los Rios Community College District,<br>GO, Election of 2008, Series A,<br>5.00%, 8/01/35                 | 11,000       | 11,490,600   |
| Mount Diablo California Uniform School<br>District, GO, 5.00%, 6/01/31  | 4,000        | 4,078,600    |
| <b>Municipal Bonds Transferred to Tender</b>  | <b>Par</b>   | <b>Value</b> |
| <b>Option Bond (TOB) Trusts (a)</b>   | <b>(000)</b> |              |
| <b>California (continued)</b>   |              |              |
| <b>Education (concluded)</b>  |              |              |
| Riverside Community College District,<br>GO, Election of 2004, Series C<br>(NPFGC), 5.00%, 8/01/32                          | \$ 8,910     | \$ 9,219,533 |
| University of California, RB:<br>Limited Project, Series D (AGM),<br>5.00%, 5/15/41   | 8,000        | 8,249,360    |
| Series O, 5.75%, 5/15/34  | 11,190       | 12,522,953   |
|   |              | 55,740,294   |
| <b>Transportation 1.7%</b>  |              |              |
| San Mateo County Transportation<br>Authority, Refunding RB, Series A<br>(NPFGC), 5.00%, 6/01/32                             | 10,000       | 10,256,500   |
| <b>Utilities 17.5%</b>  |              |              |
| City of Napa California, RB, (AMBAC),<br>5.00%, 5/01/35   | 9,100        | 9,458,722    |
| East Bay Municipal Utility District, RB,<br>Sub-Series A (NPFGC), 5.00%,<br>6/01/35   | 12,070       | 12,959,438   |
| East Bay Municipal Utility District,<br>Refunding RB, Sub-Series A (AMBAC),<br>5.00%, 6/01/37                               | 14,510       | 15,206,915   |
| Los Angeles Department of Water &<br>Power System, RB, (AGM):<br>Sub-Series A-1, 5.00%,<br>7/01/31                          | 4,993        | 5,128,417    |
| Sub-Series A-2, 5.00%,<br>7/01/35   | 7,500        | 7,738,650    |
| Metropolitan Water District of Southern<br>California, RB, Series A (AGM), 5.00%,<br>7/01/35                                | 12,870       | 13,286,473   |
| Rancho Water District Financing<br>Authority, Refunding RB, Series A<br>(AGM), 5.00%, 8/01/34                               | 5,008        | 5,244,368    |
| Sacramento Regional County Sanitation<br>District, RB, Sacramento Regional<br>County Sanitation (NPFGC), 5.00%,<br>12/01/36 | 4,500        | 4,669,425    |
| San Diego County Water Authority, COP,<br>Series A (AGM), 5.00%, 5/01/31  | 4,000        | 4,118,920    |
| San Diego County Water Authority, COP,<br>Refunding:<br>Series 2002-A (NPFGC), 5.00%,<br>5/01/32                            | 10,000       | 10,128,200   |

Schedule of Investments (concluded)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
(Percentages shown are based on Net Assets)

| Municipal Bonds Transferred to Tender<br>Option Bond (TOB) Trusts (a)<br>California (concluded)            | Par<br>(000) | Value          |
|--|--------------|----------------|
| <b>Utilities (concluded)</b>   |              |                |
| San Diego County Water Authority, COP,<br>Refunding (concluded):<br>Series 2008-A (AGM), 5.00%,<br>5/01/33 | \$ 16,740    | \$ 17,553,062  |
|  |              | 105,492,590    |
| <b>Total Municipal Bonds Transferred to<br/>Tender Option Bond (TOB) Trusts 58.9%</b>                      |              | 355,225,796    |
| <b>Total Long-Term Investments<br/>(Cost \$994,211,351) 169.4%</b>   |              | 1,021,950,529  |
| <b>Short-Term Securities</b>   |              |                |
|  | Shares       |                |
| BIF California Municipal Money<br>Fund, 0.10% (b)(c)   | 4,515,253    | 4,515,253      |
| <b>Total Short-Term Securities<br/>(Cost \$4,515,253) 0.8%</b>   |              | 4,515,253      |
| <b>Total Investments<br/>(Cost - \$998,726,604*) 170.2%</b>  |              | 1,026,465,782  |
| <b>Other Assets Less Liabilities 2.0%</b>  |              | 12,215,047     |
| <b>Liability for TOB Trust Certificates, Including Interest<br/>Expense and Fees Payable (30.1)%</b>       |              | (181,443,156)  |
| <b>AMPS, at Redemption Value (42.1)%</b>   |              | (254,000,000)  |
| <b>Net Assets Applicable to Common Shares 100.0%</b>   |              | \$ 603,237,673 |

\* The cost and unrealized appreciation (depreciation) of investments as of October 31, 2011, as computed for federal income tax purposes, were as follows:

|                               |                |
|-------------------------------|----------------|
| Aggregate cost                | \$ 816,854,927 |
| Gross unrealized appreciation | \$ 29,629,697  |
| Gross unrealized depreciation | (1,461,998)    |
| Net unrealized appreciation   | \$ 28,167,699  |

- (a) 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.
- (b) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate | Shares<br>Held at<br>July 31, 2011 | Net<br>Activity | Shares<br>Held at<br>October 31,<br>2011 | Income |
|-----------|------------------------------------|-----------------|--|--------|
|           | 7,347,551                          | (2,832,298)     | 4,515,253                                | \$ 262 |

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BIF California  
Municipal  
Money Fund

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

Fair Value Measurements - Various inputs are used in determining the fair value of investments. These inputs are categorized into a disclosure hierarchy consisting of three broad levels for financial reporting purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets and liabilities

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)

Changes in valuation techniques may result in transfers in or out of an assigned level within the disclosure hierarchy. The categorization of a value determined for investments is based on the pricing transparency of the investment and does not necessarily correspond to the Fund's perceived risk of investing in those securities. For information about the Fund's policy regarding valuation of investments and other significant accounting policies, please refer to the Fund's most recent financial statements as contained in its annual report.

The following table summarizes the inputs used as of October 31, 2011 in determining the fair valuation of the Fund's investments:

| Valuation Inputs                   | Level 1      | Level 2          | Level 3 | Total            |
|------------------------------------|--------------|------------------|---------|------------------|
| <b>Assets:</b>                     |              |                  |         |                  |
| Investments:                       |              |                  |         |                  |
| Long-Term Investments <sup>1</sup> |              | \$ 1,021,950,529 |         | \$ 1,021,950,529 |
| Short-Term Securities              | \$ 4,515,253 |                  |         | 4,515,253        |
| <b>Total</b>                       | \$ 4,515,253 | \$ 1,021,950,529 |         | \$ 1,026,465,782 |

<sup>1</sup> See above Schedule of Investments for values in each sector.

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Item 2 – Controls and Procedures

- 2(a) – The registrant’s principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant’s disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the 1940 Act )) are effective as of a date within 90 days of the filing of this report based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act and Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended.
- 2(b) – There were no changes in the registrant’s internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the registrant’s last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant’s internal control over financial reporting.

Item 3 – Exhibits

Certifications – Attached hereto

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BlackRock MuniHoldings California Quality Fund, Inc.

By: /s/ John M. Perlowski  
John M. Perlowski  
Chief Executive Officer (principal executive officer) of  
BlackRock MuniHoldings California Quality Fund, Inc.

Date: December 21, 2011

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ John M. Perlowski  
John M. Perlowski  
Chief Executive Officer (principal executive officer) of  
BlackRock MuniHoldings California Quality Fund, Inc.

Date: December 21, 2011

By: /s/ Neal J. Andrews  
Neal J. Andrews  
Chief Financial Officer (principal financial officer) of  
BlackRock MuniHoldings California Quality Fund, Inc.

Date: December 21, 2011

