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Blackstone Group L.P.
Form 13F-HR
August 14, 2009

OMB APPROVAL

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2009

Check here if Amendment [] ; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: The Blackstone Group L.P.
Address: 345 Park Avenue
New York, NY 10154

Form 13F File Number: 28-13114

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert L. Friedman
Title: Authorized Person
Phone: (212) 583-5000

Signature, Place, and Date of Signing:

/s/ Robert L. Friedman New York, NY August 14, 2009

[Signature] [City, State] [Date]

Report Type (Check only one):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

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13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 3
 Form 13F Information Table Entry Total: 27
 Form 13F Information Table Value Total: \$1,592,727 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

| Number | Form 13F File Number | Name |
|--------|----------------------|------------------------------------|
| ----- | ----- | ----- |
| 1 | 28-13113 | Blackstone Capital Partners V L.P. |
| 2 | 28-12319 | Blackstone Kailix Advisors L.L.C. |
| 3 | 28-12332 | GSO Capital Partners LP |

Explanatory Notes:

(1) The Blackstone Group L.P. is managed and operated by its general partner, Blackstone Group Management L.L.C., which is in turn wholly-owned by Blackstone's senior managing directors and controlled by Mr. Stephen A. Schwarzman, one of its founders.

(2) Blackstone Kailix Advisors L.L.C. had no reportable positions in Section 13(f) securities as of June 30, 2009.

FORM 13F INFORMATION TABLE THE BLACKSTONE GROUP L.P. FOR QUARTER ENDED JUNE 30, 2009

| Name of Issuer | Title of Class | CUSIP | Value (x \$1000) | Shrs or prn amt | SH/ PRN Put/Call | Investment Discretion | Other Managers | --- |
|-------------------------------------|-------------------|-----------|---------------------|--------------------|---------------------|--------------------------|-------------------|-------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| ALLIANCE DATA SYSTEMS CORP | COM | 018581108 | \$118,125 | 2,867,800 | SH | SOLE | 1 | 2 |
| BARCLAYS BK PLC | IPMS INDIA ETN | 06739F291 | \$ 1,738 | 35,500 | SH | SOLE | | |
| CALPINE CORP | COM NEW | 131347304 | \$ 4,383 | 393,102 | SH | SOLE | 3 | |
| CENTENNIAL COMMUNCTNS CORP N | CL A NEW | 15133V208 | \$ 13,428 | 1,602,432 | SH | SOLE | (a) | 1 |

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| | | | | | | | |
|--------------------------------|------------------|-----------|-----------|------------|-----|------|------|
| CHINA PETE & CHEM CORP | SPON ADR H SHS | 16941R108 | \$ 575 | 7,579 | SH | SOLE | |
| CHUNGHWA TELECOM CO LTD | SPONS ADR NEW 09 | 17133Q403 | \$ 102 | 5,150 | SH | SOLE | |
| CLEAR CHANNEL OUTDOOR HLDGS | CL A | 18451C109 | \$ 3,853 | 726,900 | SH | SOLE | 3 |
| COGNIZANT TECHNOLOGY SOLUTIONS | CL A | 192446102 | \$ 2,000 | 74,900 | SH | SOLE | |
| DIGITALGLOBE INC | COM NEW NOTE | 25389M877 | \$ 3,840 | 200,000 | SH | SOLE | 3 |
| EASTMAN KODAK CO | 3.375%10/1 | 277461BE8 | \$ 21,735 | 27,000,000 | PRN | SOLE | 3 27 |
| FREEMORAN COPPER & GO | COM | 35671D857 | \$ 300 | 5,990 | SH | SOLE | |
| HOSPITALITY PPTYS TR | NOTE 3.800% 3/1 | 44106MAK8 | \$ 4,586 | 5,500,000 | PRN | SOLE | 5 |
| HSBC HLDGS PLC | SPON ADR NEW | 404280406 | \$ 405 | 9,690 | SH | SOLE | |
| ICICI BK LTD | ADR | 45104G104 | \$ 2,440 | 82,700 | SH | SOLE | |
| ISHARES INC | MSCI TAIWAN | 464286731 | \$ 149 | 14,775 | SH | SOLE | |

| Name of Issuer | Title of Class | CUSIP | Value (x \$1000) | Shrs or prn amt | SH/ PRN | Put/Call | Investment Discretion | Other Manage |
|------------------------------|------------------|-----------|---------------------|--------------------|------------|----------|--------------------------|-----------------|
| LODGIAN INC | COM PAR \$.01 | 54021P403 | \$ 1,725 | 1,326,909 | SH | | SOLE | |
| NETEASE COM INC | SPONSORED ADR | 64110W102 | \$ 1,158 | 32,910 | SH | | SOLE | |
| NEW ORIENTAL ED & TECH GRP I | SPON ADR | 647581107 | \$ 480 | 7,129 | SH | | SOLE | |
| ORBITZ WORLDWIDE INC | COM | 68557K109 | \$ 87,441 | 46,021,327 | SH | | SOLE | 1 (b) |
| REPUBLIC SVCS INC | COM | 760759100 | \$526,665 | 21,575,772 | SH | | SOLE | (c) |
| SANDRIDGE ENERGY INC | COM | 80007P307 | \$ 9,467 | 1,111,111 | SH | | SOLE | 3 |
| SATYAM COMPUTER SERVICES LTD | ADR | 804098101 | \$ 177 | 57,069 | SH | | SOLE | |
| SOHU COM INC | COM | 83408W103 | \$ 497 | 7,905 | SH | | SOLE | |
| SPDR TR STANDARD | UNIT SER 1 | 78462F103 | \$137,925 | 1,500,000 | SH | PUT | SOLE | 3 |

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|------------------------------------|-----|-----------|---------------|---------------|----|------|---|
| PAC CORP NEW | COM | 85375C101 | \$ 5,544 | 2,731,255 | SH | SOLE | 3 |
| STANDARD PARKING CORP | COM | 853790103 | \$123,508 (d) | 7,581,842 (d) | SH | SOLE | 3 |
| TRW AUTOMOTIVE HLDGS CORP | COM | 87264S106 | \$520,481 | 46,060,285 | SH | SOLE | |

(a) The Centennial Communications Corp. shares reported herein are not under the investment discretion of The Blackstone Group L.P. but are under the investment discretion of Mr. Stephen A. Schwarzman.

(b) The Orbitz Worldwide, Inc. shares reported herein are not under the investment discretion of The Blackstone Group L.P. but are under the investment discretion of Blackstone LR Associates (Cayman) V Ltd., of which Mr. Stephen A. Schwarzman is a controlling person.

(c) The Republic Services, Inc. shares reported herein are not under the investment discretion of The Blackstone Group L.P. but are under the investment discretion of Mr. Stephen A. Schwarzman.

(d) As described in a Statement on Schedule 13D filed with the Securities and Exchange Commission on May 26, 2009 (the "Standard Parking Schedule 13D"), the Standard Parking Corporation shares reported herein were obtained by the Lenders (as defined in the Standard Parking Schedule 13D) in satisfaction of certain loan obligations, and the Lenders are required to dispose of such shares and any cash proceeds received upon disposition of such shares as set forth in the Standard Parking Schedule 13D.