

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of
the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * MERRILL LYNCH & CO INC (Last) (First) (Middle) 4 WORLD FINANCIAL CENTER (Street) NEW YORK, NY 10080 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/29/2008	3. Issuer Name and Ticker or Trading Symbol HCA INC/TN [HCA INC.]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____X____ 10% Owner ____ Officer (give title below) ____ Other (specify below) 5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) ____ Form filed by One Reporting Person ____X____ Form filed by More than One Reporting Person
Table I - Non-Derivative Securities Beneficially Owned			

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock, par value \$0.01 per share	21,145,716	I	Held through Hercules Holding II, LLC and ML Global Private Equity Fund, L.P. (1) (2) (3) (6)
Common stock, par value \$0.01 per share	1,247,225	I	Held through Hercules Holding II, LLC and ML HCA Co-Invest, LP (1) (2) (4) (6)
Common stock, par value \$0.01 per share	980,392	I	Held through Hercules Holding II, LLC and Merrill Lynch Ventures, L.P. 2001 (1) (2) (5) (6)

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

SEC 1473 (7-02)

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unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MERRILL LYNCH & CO INC 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		
ML Global Private Equity Fund, L.P. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080	X	X		
ML Hca Co-Invest LP 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080	X	X		
ML HCA Co-Invest Ltd 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		
Merrill Lynch Ventures LP 2001 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080	X	X		

MERRILL LYNCH VENTURES LLC 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		
MLGPE Ltd. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		
ML Global Private Equity Partners, L.P. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		
Merrill Lynch GP, Inc. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		
Merrill Lynch Group, Inc. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080		X		

Signatures

/s/ Frank J. Marinaro by Power of Attorney for Reporting Person		04/29/2008
		Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

Hercules Holding II, LLC holds 91,845,692 shares, or 97.5%, of the common stock of HCA Inc. Hercules Holding II, LLC is held by a private investor group, including affiliates of Bain Capital Investors, LLC, Kohlberg Kravis Roberts & Co. L.P. and Merrill Lynch Global Private Equity, and affiliates of HCA, Inc. founder Dr. Thomas F. Frist, Jr. Each of the Reporting Persons may be deemed to be a member of a group exercising voting and investment control over the shares of common stock held by HCA Inc. (continued in footnote (2))

However, each Reporting Person disclaims membership in any such group and disclaims beneficial ownership of these securities, except to the extent of its or his pecuniary liability company agreement to nominate up to three directors of HCA Inc. Each of Global Private Equity Fund and its affiliates disclaims that it is a director of HCA Inc.

Global Private Equity Fund directly owns 21,145,716 units of Hercules Holding II, LLC and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Inc. by virtue of its membership in Hercules Holding II, LLC. As the sole general partner of Global Private Equity Fund, MLGPE Ltd. may be deemed to share voting and dispositive power with respect to the shares of common stock of HCA Inc. held by Global Private Equity Fund. MLGPE Ltd. is a wholly-owned subsidiary of ML Global Private Equity Partners, L.P., the general partner of which is Merrill Lynch GP Inc., which is a wholly-owned subsidiary of Merrill Lynch Group, Inc., which is a wholly-owned subsidiary of Merrill Lynch & Co., Inc. Each such person disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

ML HCA Co-Invest, LP directly owns 1,247,225 units of Hercules Holding II, LLC and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Inc. by virtue of its membership in Hercules Holding II, LLC. The general partner of ML HCA Co-Invest, LP is ML HCA Co-Invest, Ltd. ML HCA Co-Invest, Ltd. is a wholly-owned subsidiary of ML Global Private Equity Fund, L.P. The sole general partner of Global Private Equity Fund is MLGPE Ltd, a wholly-owned subsidiary of ML Global Private Equity Partners, L.P., the general partner of which is Merrill Lynch GP Inc., which is a wholly-owned subsidiary of Merrill Lynch Group, Inc., which is a wholly-owned subsidiary of Merrill Lynch & Co., Inc. Each such person disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

Merrill Lynch Ventures L.P. 2001 ("Ventures") directly owns 980,392 units of Hercules Holding II, LLC and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Inc. by virtue of its membership in Hercules Holding II, LLC. As the sole general partner of Ventures, Merrill Lynch Ventures, LLC may be deemed to share voting and dispositive power with respect to the shares of common stock of HCA Inc. held by Ventures. Merrill Lynch Ventures is a wholly-owned subsidiary of Merrill Lynch Group, Inc., which is a wholly-owned subsidiary of Merrill Lynch & Co., Inc. Each such person disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, any of the Reporting Persons is the beneficial owner of all such equity securities covered by this statement.

Remarks:
Exhibit 24 - Powers of Attorney.

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.

Date: April 25, 2008

POWER OF ATTORNEY

Know all men by these presents that each of the undersigned do hereby make, constitute and appoint Frank J. Marinaro as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a member of any limited liability company or as a partner of any partnership for which the undersigned are otherwise authorized to sign), to execute and deliver such forms as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), including without limitation, Schedule 13D, Schedule 13G, statements on Form 3, Form 4 and Form 5 and (ii) in connection with any application for EDGAR access codes, including without limitation the Form ID.

ML GLOBAL PRIVATE EQUITY FUND, L.P.

By: MLGPE LTD.,
its general partner

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Vice President and Secretary

MLGPE LTD.

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Vice President and Secretary

ML HCA CO-INVEST, L.P.

By: ML HCA CO-INVEST, LTD.,
its general partner

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Attorney-in-Fact

ML HCA CO-INVEST LTD.

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Attorney-in-Fact

ML GLOBAL PRIVATE EQUITY PARTNERS, L.P.

By: MERRILL LYNCH GP INC.,
its general partner

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Vice President and Secretary

MERRILL LYNCH & CO., INC.

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Assistant Secretary

MERRILL LYNCH GROUP, INC.

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Attorney-in-Fact

MERRILL LYNCH VENTURES L.P. 2001

By: MERRILL LYNCH VENTURES, LLC,
its general partner

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro
Title: Vice President and Secretary

MERRILL LYNCH VENTURES, LLC

By: /s/ Frank J. Marinaro
Name: Frank J. Marinaro

POWER OF ATTORNEY
To Prepare and Execute Documents Pursuant to Sections 13 and 16
of the Securities Exchange Act of 1934, as Amended,
and Rules Thereunder, by and on Behalf of

MERRILL LYNCH GROUP, INC.

Know all by these presents, that the undersigned hereby constitutes and appoints **Frank J. Marinaro** and **Katherine Hudson Zrike** each individually its true and lawfully attorney-in-fact to:

(1) prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to Merrill Lynch Group, Inc.'s direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of each such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by each such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as each such attorney-in-fact may approve in his or her discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as each such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that each such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 7th day of February 2001.

MERRILL LYNCH GROUP, INC.

By: /s/ Stanley Schaefer
Stanley Schaefer
Vice President

POWER OF ATTORNEY
To Prepare and Execute Documents Pursuant to Sections 13 and 16
of the Securities Exchange Act of 1934, as Amended,
and Rules Thereunder, by and on Behalf of

ML HCA CO-INVEST LTD

Know all by these presents, that the undersigned hereby constitutes and appoints **Frank J. Marinaro** and **Jonathan N. Santelli** each individually its true and lawfully attorney-in-fact to:

(1) prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to ML HCA Co-Invest Ltd's direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of each such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by each such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as each such attorney-in-fact may approve in his or her discretion,

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as each such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that each such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act.

IN WITNESS HEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of April 2008.

ML HCA CO-INVEST LTD

By: /s/ Mandakini Puri
Mandakini Puri
Director
