EATON VANCE MASSACHUSETTS MUNICIPAL INCOME TRUST
Form 3
December 02, 2014

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, 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 *
Â UBS Group AG

(Last) (First) (Middle)

BAHNHOFSTRASSE 45,Â PO BOX CH-8098

(Street)

ZURICH,Â V8Â

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
11/28/2014

3. Issuer Name **and** Ticker or Trading Symbol
EATON VANCE MASSACHUSETTS MUNICIPAL INCOME TRUST [MMV]

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)
_X_ Form filed by One Reporting Person
___ 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)
Auction Preferred Stock (2)	419 (3)	I	By subsidiary - see footnote (1)

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

SEC 1473 (7-02)

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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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

Date Exercisable	Expiration Date	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
UBS Group AG BAHNHOFSTRASSE 45 PO BOX CH-8098 ZURICH,Â V8Â	Â	Â X	Â	Â

Signatures

/s/ Anthony DeFilippis	12/02/2014
**Signature of Reporting Person	Date
/s/ William Chandler	12/02/2014
**Signature of Reporting Person	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).
(1)	This Statement is filed jointly by UBS Group AG for the benefit and on behalf of UBS Securities LLC and UBS Financial Services Inc., two-wholly owned subsidiaries of UBS AG to which UBS AG has delegated portions of its performance obligations with respect to the Auction Rate Securities Rights issued by UBS AG to certain clients and pursuant to which the securities reported herein have been purchased from such clients.
(2)	Cusip No 27826E203
(3)	Pursuant to the Global Relief Letter referred to below, this filing reports holdings of the Series of Auction Preferred Stock identified in Item 1 of this Table I on an aggregated basis.

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Remarks:

TheÂ SharesÂ reportedÂ hereinÂ representÂ UBSÂ GroupÂ AG'sÂ combinedÂ holdingsÂ inÂ multipleÂ seriesÂ ofÂ auctio

TheÂ eventÂ triggeringÂ notificationÂ isÂ theÂ acquisitionÂ ofÂ UBSÂ AGÂ byÂ UBSÂ GroupÂ AGÂ throughÂ theÂ co

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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