

Eaton Vance Floating-Rate Income Trust  
 Form 3/A  
 March 12, 2010

**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 * |         |          | 2. Date of Event Requiring Statement             |  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â BANK OF AMERICA CORP                    |         |          | (Month/Day/Year)                                 |  | Eaton Vance Floating-Rate Income Trust [EFT]       |  |
| /DE/                                      |         |          | 12/31/2009                                       |  |  |  |
| (Last)                                    | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer |  |  | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| BANK OF AMERICA                           |         |          | (Check all applicable)                           |  |  | 01/15/2010   |
| CORPORATE CENTER,Â 100                    |         |          | _____ Director                                   |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| N TRYON STREET                            |         |          | _____ Officer                                    |  |  |  |
| (Street)                                  |         |          | (give title below)                               |  |  | _____ Form filed by One Reporting Person                   |
| CHARLOTTE,Â NCÂ 28255                     |         |          | _____ 10% Owner                                  |  |  | _____ Form filed by More than One Reporting Person         |
| (City)                                    | (State) | (Zip)    |  |  |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Auction Rate Preferred             | 252 <u>(1)</u> <u>(2)</u>                                | I   | By Subsidiary  |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond 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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

