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EATON VANCE MASSACHUSETTS MUNICIPAL INCOME TRUST

Form N-Q

April 28, 2009

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

Form N-Q

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

811-09147

Investment Company Act File Number

Eaton Vance Massachusetts Municipal Income Trust

(Exact Name of Registrant as Specified in Charter)

Two International Place, Boston, Massachusetts 02110

(Address of Principal Executive Offices)

Maureen A. Gemma

Two International Place, Boston, Massachusetts 02110

(Name and Address of Agent for Services)

(617) 482-8260

(Registrant's Telephone Number, Including Area Code)

November 30

Date of Fiscal Year End

February 28, 2009

Date of Reporting Period

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Item 1. Schedule of Investments

Table of Contents**Eaton Vance Massachusetts Municipal Income Trust****as of February 28, 2009****PORTFOLIO OF INVESTMENTS (Unaudited)****Tax-Exempt Investments 171.8%****Principal****Amount****(000 s****omitted)****Education****Security****Value****35.5%**

| | | |
|----------|--|----------------------|
| \$ 2,440 | Massachusetts Development Finance Agency, (Boston University), 5.45%, 5/15/59 | \$ 2,439,780 |
| 600 | Massachusetts Development Finance Agency, (Middlesex School), 5.00%, 9/1/33 | 553,062 |
| 1,000 | Massachusetts Development Finance Agency, (New England Conservatory of Music), 5.25%, 7/1/38 | 749,970 |
| 1,500 | Massachusetts Development Finance Agency, (Wheeler School), 6.50%, 12/1/29 | 1,392,855 |
| 1,000 | Massachusetts Development Finance Agency, (Xaverian Brothers High School), 5.65%, 7/1/29 | 797,380 |
| 1,500 | Massachusetts Health and Educational Facilities Authority, (Berklee College of Music), 5.00%, 10/1/32 | 1,310,175 |
| 1,250 | Massachusetts Health and Educational Facilities Authority, (Boston College), 5.50%, 6/1/35 | 1,350,325 |
| 1,500 | Massachusetts Health and Educational Facilities Authority, (Harvard University), 5.00%, 10/1/38 ⁽¹⁾ | 1,524,030 |
| 1,000 | Massachusetts Health and Educational Facilities Authority, (Tufts University), 5.375%, 8/15/38 | 1,025,710 |
| | | \$ 11,143,287 |

Electric Utilities 9.2%

| | | |
|----------|---|---------------------|
| \$ 1,000 | Massachusetts Development Finance Agency, (Devens Electric System), 6.00%, 12/1/30 | \$ 995,680 |
| 1,870 | Massachusetts Development Finance Agency, (Dominion Energy Brayton Point), (AMT), 5.00%, 2/1/36 | 1,363,604 |
| 570 | Puerto Rico Electric Power Authority, 5.00%, 7/1/25 | 516,619 |
| | | \$ 2,875,903 |

Escrowed/Prerefunded 7.2%

| | | |
|--------|--|------------|
| \$ 400 | Massachusetts Development Finance Agency, (Western New England College), Prerefunded to 12/1/12, 6.125%, 12/1/32 | \$ 467,612 |
| 235 | Massachusetts Health and Educational Facilities Authority, (Healthcare System-Covenant Health), Prerefunded to 1/1/12, 6.00%, 7/1/31 | 264,932 |
| 960 | Massachusetts Health and Educational Facilities Authority, (Winchester Hospital), Prerefunded to 7/1/10, 6.75%, 7/1/30 | 1,034,314 |
| 1,000 | Rail Connections, Inc., (Route 128 Parking), (ACA), Prerefunded to 7/1/09, 0.00%, 7/1/20 | 501,290 |

\$ 2,268,148**Health Care-Miscellaneous 3.0%**

| | | | |
|----|-----|--|-------------------|
| \$ | 510 | Massachusetts Development Finance Agency, (MCHSP Human Services), 6.60%, 8/15/29 | \$ 356,934 |
| | 700 | Massachusetts Health and Educational Facilities Authority, (Learning Center for Deaf Children), 6.125%, 7/1/29 | 497,294 |
| | 100 | Puerto Rico Infrastructure Financing Authority, (Mepsi Campus Project), 6.50%, 10/1/37 | 72,690 |
| | | | \$ 926,918 |

Hospital 25.5%

| | | | |
|----|-------|---|--------------|
| \$ | 1,000 | Massachusetts Development Finance Agency, (Biomedical Research Corp.), 6.25%, 8/1/20 | \$ 1,025,390 |
| | 1,000 | Massachusetts Health and Educational Facilities Authority, (Baystate Medical Center), 5.75%, 7/1/33 | 906,010 |
| | 400 | Massachusetts Health and Educational Facilities Authority, (Berkshire Health System), 6.25%, 10/1/31 | 330,024 |
| | 1,370 | Massachusetts Health and Educational Facilities Authority, (Beth Israel Deaconess Medical Center, Inc.), 5.125%, 7/1/38 | 1,012,115 |
| | 105 | Massachusetts Health and Educational Facilities Authority, (Central New England Health Systems), 6.30%, 8/1/18 | 103,061 |
| | 1,495 | Massachusetts Health and Educational Facilities Authority, (Dana-Farber Cancer Institute), 5.00%, 12/1/37 | 1,345,784 |
| | 865 | Massachusetts Health and Educational Facilities Authority, (Healthcare System-Covenant Health), 6.00%, 7/1/31 | 821,620 |

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Amount
(000 s
omitted)**

| | Security | Value |
|----------|---|---------------------|
| \$ 2,000 | Massachusetts Health and Educational Facilities Authority, (Partners Healthcare System), 5.00%, 7/1/32 ⁽¹⁾ | \$ 1,907,210 |
| 675 | Massachusetts Health and Educational Facilities Authority, (South Shore Hospital), 5.75%, 7/1/29 | 560,277 |
| | | \$ 8,011,491 |

Housing 15.5%

| | | |
|----------|--|---------------------|
| \$ 2,100 | Massachusetts Housing Finance Agency, (AMT), 4.75%, 12/1/48 | \$ 1,688,127 |
| 1,000 | Massachusetts Housing Finance Agency, (AMT), 4.85%, 6/1/40 | 824,150 |
| 650 | Massachusetts Housing Finance Agency, (AMT), 5.00%, 12/1/28 ⁽²⁾ | 591,389 |
| 2,000 | Massachusetts Housing Finance Agency, (AMT), 5.10%, 12/1/37 | 1,757,080 |
| | | \$ 4,860,746 |

Industrial Development Revenue 2.2%

| | | |
|--------|--|-------------------|
| \$ 695 | Massachusetts Industrial Finance Agency, (American Hingham Water Co.), (AMT), 6.60%, 12/1/15 | \$ 695,056 |
| | | \$ 695,056 |

Insured-Education 12.8%

| | | |
|----------|--|---------------------|
| \$ 1,000 | Massachusetts College Building Authority, Dedicated Sales Tax Revenue, (XLCA), 5.50%, 5/1/39 | \$ 1,022,260 |
| 1,365 | Massachusetts Development Finance Agency, (College of the Holy Cross), (AMBAC), 5.25%, 9/1/32 ⁽¹⁾ | 1,419,595 |
| 1,600 | Massachusetts Development Finance Agency, (Franklin W. Olin College), (XLCA), 5.25%, 7/1/33 | 1,573,968 |
| | | \$ 4,015,823 |

Insured-General Obligations 12.9%

| | | |
|----------|--|---------------------|
| \$ 1,000 | Massachusetts, (AMBAC), 5.50%, 8/1/30 | \$ 1,098,690 |
| 1,000 | Massachusetts Special Obligation, Dedicated Tax Revenue, (FGIC), (MBIA), 5.50%, 1/1/29 | 1,025,540 |
| 2,255 | Milford, (FSA), 4.25%, 12/15/46 | 1,921,734 |
| | | \$ 4,045,964 |

Insured-Other Revenue 3.9%

| | | |
|----------|---|---------------------|
| \$ 1,225 | Massachusetts Development Finance Agency, (WGBH Educational Foundation), (AMBAC), 5.75%, 1/1/42 | \$ 1,230,316 |
| | | \$ 1,230,316 |

Insured-Special Tax Revenue 11.3%

| | | | | |
|----|-------|--|-----------|------------------|
| \$ | 1,450 | Martha s Vineyard Land Bank, (AMBAC), 5.00%, 5/1/32 | \$ | 1,426,437 |
| | 1,250 | Massachusetts College Building Authority, Dedicated Sales Tax Revenue, (AMBAC), 5.00%, 8/15/37 | | 1,227,625 |
| | 8,945 | Puerto Rico Sales Tax Financing, (AMBAC), 0.00%, 8/1/54 | | 355,117 |
| | 1,520 | Puerto Rico Sales Tax Financing, (MBIA), 0.00%, 8/1/44 | | 136,830 |
| | 3,015 | Puerto Rico Sales Tax Financing, (MBIA), 0.00%, 8/1/45 | | 252,597 |
| | 1,905 | Puerto Rico Sales Tax Financing, (MBIA), 0.00%, 8/1/46 | | 148,019 |
| | | | \$ | 3,546,625 |

Insured-Student Loan 6.6%

| | | | | |
|----|-------|---|-----------|------------------|
| \$ | 600 | Massachusetts Educational Financing Authority, (AGC), (AMT), 6.35%, 1/1/30 ⁽²⁾ | \$ | 595,146 |
| | 1,985 | Massachusetts Educational Financing Authority, (AMBAC), (AMT), 4.70%, 1/1/33 | | 1,460,881 |
| | | | \$ | 2,056,027 |

Insured-Transportation 5.6%

| | | | | |
|----|-------|---|-----------|------------------|
| \$ | 435 | Massachusetts Port Authority, (Bosfuel Project), (FGIC), (MBIA), (AMT), 5.00%, 7/1/32 | \$ | 349,157 |
| | 1,820 | Massachusetts Port Authority, (Bosfuel Project), (FGIC), (MBIA), (AMT), 5.00%, 7/1/38 | | 1,409,554 |
| | | | \$ | 1,758,711 |

Nursing Home 3.0%

| | | | | |
|----|-----|--|-----------|----------------|
| \$ | 500 | Boston Industrial Development Authority, (Alzheimer s Center), (FHA), 6.00%, 2/1/37 | \$ | 499,975 |
| | 565 | Massachusetts Health and Educational Facilities Authority, (Christopher House), 6.875%, 1/1/29 | | 442,468 |
| | | | \$ | 942,443 |

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| Principal Amount (000 s omitted) | Security | Value |
|---|---|------------------------|
| Senior Living/Life Care 6.7% | | |
| \$ 250 | Massachusetts Development Finance Agency, (Berkshire Retirement), 5.15%, 7/1/31 | \$ 167,978 |
| 1,500 | Massachusetts Development Finance Agency, (Berkshire Retirement), 5.625%, 7/1/29 | 1,100,070 |
| 140 | Massachusetts Development Finance Agency, (First Mortgage VOA Concord), 5.125%, 11/1/27 | 89,215 |
| 425 | Massachusetts Development Finance Agency, (First Mortgage VOA Concord), 5.20%, 11/1/41 | 231,438 |
| 910 | Massachusetts Development Finance Agency, (Linden Ponds, Inc.), 5.75%, 11/15/42 | 499,690 |
| | | \$ 2,088,391 |
| Special Tax Revenue 5.2% | | |
| \$ 1,665 | Massachusetts Bay Transportation Authority, Sales Tax Revenue, 0.00%, 7/1/31 | \$ 458,058 |
| 5,195 | Massachusetts Bay Transportation Authority, Sales Tax Revenue, 0.00%, 7/1/34 | 1,170,901 |
| | | \$ 1,628,959 |
| Water and Sewer 5.7% | | |
| \$ 215 | Massachusetts Water Pollution Abatement Trust, 5.375%, 8/1/27 | \$ 217,328 |
| 2,000 | Massachusetts Water Resources Authority, 4.00%, 8/1/46 | 1,576,460 |
| | | \$ 1,793,788 |
| Total Tax-Exempt Investments 171.8% (identified cost \$60,550,338) | | \$ 53,888,596 |
| Auction Preferred Shares Plus Cumulative Unpaid Dividends (63.9)% | | \$ (20,052,636) |
| Other Assets, Less Liabilities (7.9)% | | \$ (2,470,239) |
| Net Assets Applicable to Common Shares 100.0% | | \$ 31,365,721 |

ACA - ACA Financial Guaranty Corporation

- AGC - Assured Guaranty Corp.
- AMBAC - AMBAC Financial Group, Inc.
- AMT - Interest earned from these securities may be considered a tax preference item for purposes of the Federal Alternative Minimum Tax.
- FGIC - Financial Guaranty Insurance Company
- FHA - Federal Housing Administration
- FSA - Financial Security Assurance, Inc.
- MBIA - MBIA Insurance Corp. of Illinois
- XLCA - XL Capital Assurance, Inc.

The Trust invests primarily in debt securities issued by Massachusetts municipalities. The ability of the issuers of the debt securities to meet their obligations may be affected by economic developments in a specific industry or municipality. In order to reduce the risk associated with such economic developments, at February 28, 2009, 30.9% of total investments are backed by bond insurance of various financial institutions and financial guaranty assurance agencies. The aggregate percentage insured by an individual financial institution ranged from 1.1% to 15.3% of total investments.

- (1) Security represents the underlying municipal bond of a tender option bond trust.
- (2) Security (or a portion thereof) has been pledged as collateral for open swap contracts.

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A summary of financial instruments outstanding at February 28, 2009 is as follows:

Interest Rate Swaps

| | | Annual | Floating | Effective Date/ | |
|--------------------------------------|-----------------|-------------------|---------------------------|----------------------------------|---------------------|
| | Notional | Fixed Rate | Rate | Termination | Net |
| Counterparty | Amount | Paid By | Paid To Trust | Date | Unrealized |
| | | | 3-month USD- | September 14, 2009 / | |
| JPMorgan Chase Co. | \$ 787,500 | 4.743% | LIBOR-BBA | September 14, 2039 | \$ (174,778) |
| Merrill Lynch Capital Services, Inc. | 1,250,000 | 4.682 | 3-month USD- LIBOR-BBA | April 1, 2009 / April 1, 2039 | (279,508) |
| | | | | | \$ (454,286) |

The effective date represents the date on which the Trust and the counterparty to the interest rate swap contract begin interest payment accruals.

At February 28, 2009, the Trust had sufficient cash and/or securities to cover commitments under these contracts.

The Trust is subject to interest rate risk in the normal course of pursuing its investment objectives. Because the Trust holds fixed-rate bonds, the value of these bonds may decrease if interest rates rise. To hedge against this risk, the Trust may enter into interest rate swap contracts. The Trust may also purchase and sell U.S. Treasury futures contracts to hedge against changes in interest rates.

At February 28, 2009, the aggregate fair value of derivative instruments in an asset position and in a liability position and whose primary underlying risk exposure is interest rate risk was none and \$454,286, respectively.

The cost and unrealized appreciation (depreciation) of investments of the Trust at February 28, 2009, as determined on a federal income tax basis, were as follows:

| | |
|------------------------------------|-----------------------|
| Aggregate cost | \$ 56,530,167 |
| Gross unrealized appreciation | \$ 523,268 |
| Gross unrealized depreciation | (7,044,839) |
| Net unrealized depreciation | \$ (6,521,571) |

Financial Accounting Standards Board Statement of Financial Accounting Standards No. 157 (FAS 157), Fair Value Measurements, established a three-tier hierarchy to prioritize the assumptions, referred to as inputs, used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels listed below.

Level 1 quoted prices in active markets for identical investments

Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 significant unobservable inputs (including a fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

At February 28, 2009, the inputs used in valuing the Trust's investments, which are carried at value, were as follows:

| | Valuation Inputs | Investments in Securities | Other Financial Instruments* |
|--------------|---------------------------------|----------------------------------|-------------------------------------|
| Level 1 | Quoted Prices | \$ | \$ |
| | Other Significant Observable | | |
| Level 2 | Inputs | 53,888,596 | (454,286) |
| Level 3 | Significant Unobservable Inputs | | |
| Total | | \$ 53,888,596 | \$ (454,286) |

* Other financial instruments are swap contracts not reflected in the Portfolio of Investments, which are valued at the unrealized appreciation (depreciation) on the instrument.

The Trust held no investments or other financial instruments as of November 30, 2008 whose fair value was determined using Level 3 inputs.

For information on the Trust's policy regarding valuation of investments and other significant accounting policies, please refer to the Trust's most recent financial statements included in its semiannual or annual report to shareholders.

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Item 2. Controls and Procedures

(a) It is the conclusion of the registrant's principal executive officer and principal financial officer that the effectiveness of the registrant's current disclosure controls and procedures (such disclosure controls and procedures having been evaluated within 90 days of the date of this filing) provide reasonable assurance that the information required to be disclosed by the registrant has been recorded, processed, summarized and reported within the time period specified in the Commission's rules and forms and that the information required to be disclosed by the registrant has been accumulated and communicated to the registrant's principal executive officer and principal financial officer in order to allow timely decisions regarding required disclosure.

(b) There have been no changes in the registrant's internal controls over financial reporting during the fiscal quarter for which the report is being filed that have materially affected, or are reasonably likely to materially affect the registrant's internal control over financial reporting.

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Signatures

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.

Eaton Vance Massachusetts Municipal Income Trust

By: /s/ Robert B. MacIntosh

Robert B. MacIntosh
President

Date: April 24, 2009

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/ Robert B. MacIntosh

Robert B. MacIntosh
President

Date: April 24, 2009

By: /s/ Barbara E. Campbell

Barbara E. Campbell
Treasurer

Date: April 24, 2009