

## 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 <sup>*</sup><br>BANK OF AMERICA CORP /DE/<br>(Last) (First) (Middle)<br>BANK OF AMERICA CORPORATE<br>CENTER, 100 N TRYON STREET<br>(Street)<br>CHARLOTTE, NC 28255<br>(City) (State) (Zip) | 2. Date of Event Requiring<br>Statement (Month/Day/Year)<br>12/31/2009 | 3. Issuer Name and Ticker or Trading Symbol<br>Eaton Vance Floating-Rate Income Trust [EFT] | 4. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)<br>____ Director ____X____ 10% Owner<br>____ Officer (give title below) ____ Other (specify below) | 5. If Amendment, Date Original<br>Filed(Month/Day/Year)<br>01/15/2010 | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>____ Form filed by One Reporting Person<br>____X____ Form filed by More than One Reporting Person |
| <b>Table I - Non-Derivative Securities Beneficially Owned</b>                                                                                                                                                                      |                                                                        |                                                                                             |                                                                                                                                                                                  |                                                                       |                                                                                                                                                                    |
| 1. Title of Security<br>(Instr. 4)                                                                                                                                                                                                 | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4)            | 3. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 5)                        | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5)                                                                                                                         |                                                                       |                                                                                                                                                                    |
| Auction Rate Preferred                                                                                                                                                                                                             | 252 (1) (2)                                                            | I                                                                                           | By Subsidiary                                                                                                                                                                    |                                                                       |                                                                                                                                                                    |

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

## Reporting Owners

| Reporting Owner Name / Address                                                                             | Relationships |              |         |       |
|------------------------------------------------------------------------------------------------------------|---------------|--------------|---------|-------|
|                                                                                                            | Director      | 10%<br>Owner | Officer | Other |
| BANK OF AMERICA CORP /DE/<br>BANK OF AMERICA CORPORATE CENTER<br>100 N TRYON STREET<br>CHARLOTTE, NC 28255 |               | X            |         |       |
| BANK OF AMERICA NA<br>100 N. TRYON STREET<br>CHARLOTTE, NC 28255                                           |               | X            |         |       |
| Blue Ridge Investments, L.L.C.<br>214 NORTH TRYON STREET<br>CHARLOTTE, NC 28255                            |               | X            |         |       |

## Signatures

|                                                                                                   |            |
|---------------------------------------------------------------------------------------------------|------------|
| Bank of America Corporation and Bank of America, N.A. By: /s/ Debra I. Cho, Senior Vice President | 03/12/2010 |
| <sup>**</sup> Signature of Reporting Person                                                       | Date       |
| Blue Ridge Investments, L.L.C. By: /s/ John Hiebendahl, Vice President and Controller             | 03/12/2010 |
| <sup>**</sup> 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).

The Auction Rate Preferred Shares ("Shares") reported in Table 1 represent 33 Shares beneficially owned by Bank of America, N.A. ("BANA") and 219 Shares beneficially owned by Blue Ridge Investments, L.L.C. ("Blue Ridge"). BANA and Blue Ridge are each indirect, wholly owned subsidiaries of Bank of America Corporation ("Bank of America").

The Reporting Persons are filing this Form 3/A to indicate that the Form 3 previously filed on January 15, 2010 (the "Original Form 3") was filed in error. The Original Form 3 was not required to be filed because the Reporting Persons were not as of the event date of the Original Form 3, and currently are not, beneficial owners of more than 10% of a class of equity securities of the Issuer.

**Remarks:**

The Shares reported herein represent Bank of America's combined holdings in multiple series of auction rate preferred securities of the issuer, which are treated herein as one class of securities in accordance with the Auction Rate Securities--Global Exemptive Relief no-action letter issued by the Securities and Exchange Commission ("SEC") on September 22, 2008.

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.