Edgar Filing: ALLIANCEBERNSTEIN NATIONAL MUNICIPAL INCOME FUND - Form 4

ALLIANCEBERNSTEIN NATIONAL MUNICIPAL INCOME FUND

Form 4

September 03, 2015

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Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

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Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * BANK OF AMERICA CORP /DE/

2. Issuer Name and Ticker or Trading

Symbol

ALLIANCEBERNSTEIN NATIONAL MUNICIPAL INCOME FUND [AFB]

(Check all applicable) Director

Issuer

X__ 10% Owner Other (specify

Officer (give title below)

(Last)

(City)

Shares Auction

Preferred

Shares

(First)

(Middle)

(Zin)

3. Date of Earliest Transaction (Month/Day/Year)

09/01/2015

BANK OF AMERICA CORPORATE CENTER, 100 N **TRYON ST**

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

 $1,770^{(2)}$

I

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

CHARLOTTE, NC 28255

(City)	(State)	Table Table	e I - Non-D	Perivative Sec	urities Acqu	ired, Disposed of	f, or Beneficia	illy Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities on(A) or Dispo (Instr. 3, 4 ar (A	sed of (D) and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Variable Rate MuniFund Term Preferred	09/01/2015		P <u>(1)</u>	5,644 A	\$ 25,000	5,644	I	By Subsidiary

By

(3)

Subsidiary

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

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title an	nd	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration D	ate	Amount o	of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyin	ng	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	Derivativ	ve .		Securities	3	(Instr. 5)
	Derivative				Securitie	s		(Instr. 3 a	nd 4)	
	Security				Acquired	1				
	•				(A) or					
					Disposed	[
					of (D)					
					(Instr. 3,					
					4, and 5)					
								An	nount	
						Date	Expiration	or		
						Exercisable	Date	Title Nu	ımber	
							24.0	of		
				Code	V (A) (D)			Sha	ares	

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting owner runter runters	Director	10% Owner	Officer	Other		
BANK OF AMERICA CORP /DE/ BANK OF AMERICA CORPORATE CENTER 100 N TRYON ST CHARLOTTE, NC 28255		X				
Banc of America Preferred Funding Corp 214 NORTH TRYON STREET CHARLOTTE, NC 28255		X				

Signatures

/s/Sun Kyung Bae (BANK OF AMERICA CORPORATION)	09/03/2015
**Signature of Reporting Person	Date
/s/Edward Curland (BANC OF AMERICA PREFERRED FUNDING CORP)	09/03/2015
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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)

Reporting Owners 2

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This statement is jointly filed by Bank of America Corporation ("BAC") and Banc of America Preferred Funding Corporation ("BAPFC"). BAC holds an indirect interest in the securities listed in Table I (the "Securities") by virtue of its 100% ownership of its subsidiary BAPFC.

- (2) The Auction Preferred Shares ("APS") reported in Table I represent 1,548 APS beneficially owned by Blue Ridge Investments, L.L.C. and 222 APS beneficially owned by Bank of America, N.A.
 - Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) of the US Securities Exchange Act of 1934 or any other purpose, (i) acting (or has agreed or is
- (3) agreeing to act together with any other person) as a partnership, limited partnership, syndicate or other group for the purpose of acquiring, holding or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or any securities of the Issuer or any securities of the Issuer.

Remarks:

Exhibits Index Exhibit 99.1 - Joint Filing Agreement Exhibit 99.2 - Joint Filer Information

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.