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ALLIANCEBERNSTEIN NATIONAL MUNICIPAL INCOME FUND

Form 4

November 28, 2011

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

may continue. See Instruction

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)

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

2. Issuer Name and Ticker or Trading

Symbol

ALLIANCEBERNSTEIN NATIONAL MUNICIPAL 5. Relationship of Reporting Person(s) to

Issuer

below)

INCOME FUND [AFB] (Last) (First) (Middle)

3. Date of Earliest Transaction

Director X__ 10% Owner Officer (give title _ Other (specify

(Check all applicable)

(Month/Day/Year) 11/17/2011

BANK OF AMERICA CORPORATE CENTER, 100 N. TRYON STREET

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

CHARLOTTE, NC 28255

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acq	quired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired r(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	11/17/2011		P	7,391	A	\$ 13.82	7,391	I	By Subsidiary
Common Stock	11/17/2011		S	1,591	D	\$ 13.8	5,800	I	By Subsidiary
Common Stock	11/17/2011		S	1,900	D	\$ 13.81	3,900	I	By Subsidiary
Common Stock	11/17/2011		S	1,200	D	\$ 13.82	2,700	I	By Subsidiary

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Common Stock	11/17/2011	S	400	D	\$ 13.83	2,300	I	By Subsidiary
Common Stock	11/17/2011	S	500	D	\$ 13.84	1,800	I	By Subsidiary
Common Stock	11/17/2011	S	1,000	D	\$ 13.85	800	I	By Subsidiary
Common Stock	11/17/2011	S	600	D	\$ 13.86	200	I	By Subsidiary
Common Stock	11/17/2011	S	200	D	\$ 13.88	0	I	By Subsidiary

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transa Code (Instr. 3	ON S S A (A D ON (I	Number		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BANK OF AMERICA CORP /DE/ BANK OF AMERICA CORPORATE CENTER 100 N. TRYON STREET CHARLOTTE, NC 28255		X				
MERRILL LYNCH, PIERCE, FENNER & SMITH INC. 4 WORLD FINANCIAL CENTER NORTH TOWER NEW YORK, NY 10080		X				

Reporting Owners 2

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Signatures

Bank of America Corporation, By: /s/ Gary Whitman, Authorized Signatory 11/28/2011

**Signature of Reporting Person Date

Merrill Lynch, Pierce, Fenner & Smith Incorporated, By: /s/ Lawrence Emerson, Title:

Attorney-In-Fact

11/28/2011

**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).

Remarks:

The transactions reported on this Form 4 were effected by Merrill Lynch, Pierce, Fenner & Smith Incorporated, an indirect, when the same of the same o

Disgorgement of profits, if applicable, based on transactions reported above is being made by the Reporting Persons to the Issu 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.

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