

NUVEEN MASSACHUSETTS PREMIUM INCOME MUNICIPAL FUND  
 Form 4  
 March 18, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
 BANK OF AMERICA CORP /DE/

2. Issuer Name and Ticker or Trading Symbol  
 NUVEEN MASSACHUSETTS PREMIUM INCOME MUNICIPAL FUND [NMT]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/22/2010

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

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)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/22/2010		P		380	A	\$ 14.35
					380		
Common Stock	02/22/2010		S		380	D	\$ 14.34
					0		
Common Stock	06/21/2010		P		300	A	\$ 14.76
					300		
Common Stock	06/21/2010		P		900	A	\$ 14.77
					1,200		

Edgar Filing: NUVEEN MASSACHUSETTS PREMIUM INCOME MUNICIPAL FUND - Form 4

Common Stock	06/21/2010		P	500	A	\$ 14.8	1,700	I	By Subsidiary
Common Stock	06/21/2010		P	1,800	A	\$ 14.85	3,500	I	By Subsidiary
Common Stock	06/21/2010		S	100	D	\$ 14.58	3,400	I	By Subsidiary
Common Stock	06/21/2010		S	200	D	\$ 14.61	3,200	I	By Subsidiary
Common Stock	06/21/2010		S	300	D	\$ 14.62	2,900	I	By Subsidiary
Common Stock	06/21/2010		S	100	D	\$ 14.64	2,800	I	By Subsidiary
Common Stock	06/21/2010		S	600	D	\$ 14.65	2,200	I	By Subsidiary
Common Stock	06/21/2010		S	300	D	\$ 14.66	1,900	I	By Subsidiary
Common Stock	06/21/2010		S	300	D	\$ 14.69	1,600	I	By Subsidiary
Common Stock	06/21/2010		S	500	D	\$ 14.7	1,100	I	By Subsidiary
Common Stock	06/21/2010		S	900	D	\$ 14.71	200	I	By Subsidiary
Common Stock	06/21/2010		S	200	D	\$ 14.77	0	I	By Subsidiary
Common Stock	08/23/2010		P	100	A	\$ 15.17	100	I	By Subsidiary
Common Stock	08/23/2010		P	200	A	\$ 15.18	300	I	By Subsidiary
Common Stock	08/23/2010		S	300	D	\$ 15.14	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)

**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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
--	------------------------------------	--------------------------------------	--	--------------------------------	-------------------------	--	--	--	------------------------

Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 3 and 4)
										Owned

## 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		

## Signatures

Bank of America Corporation, By: /s/ Beth Dorfman, Authorized Signatory	03/18/2011
**Signature of Reporting Person	Date
Merrill Lynch, Pierce, Fenner & Smith Incorporated, By: /s/ Lawrence Emerson, Title: Attorney-In-Fact	03/18/2011
**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, wh

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.