

MFS GOVERNMENT MARKETS INCOME TRUST  
Form SC 13D  
May 01, 2007

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT  
4/24/07

1. NAME OF REPORTING PERSON

Bulldog Investors General Partnership, Phillip Goldstein and Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP

a[X]

b[ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED

PURSUANT TO ITEMS 2(d) AND 2(e) [ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

7. SOLE VOTING POWER

4,584,725

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

4,584,725

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

4,584,725

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES [ ]

13. PERCENT OF CLASS REPRESENTED BY ROW 11

8.93%

14. TYPE OF REPORTING PERSON

IA

This filing supersedes the schedule 13D filing dated March 15, 2007 by Bulldog Investors, Phillip Goldstein and Andrew Dakos. Certain shares previously owned by affiliates of Bulldog Investors, Phillip Goldstein and Andrew Dakos have been contributed to Bulldog Investors General Partnership (?BIGP?), a New York State general partnership in order to more effectively plan and implement strategies to eliminate the Fund's discount. The group therefore now includes BIGP and affiliates of Mr. Dakos and Mr. Goldstein.

Item 1. SECURITY AND ISSUER

This Schedule 13D relates to the shares of Common Stock of MFS Government Markets Income Trust ("MGF"). The principal executive offices of MGF are located at 500 Boylston Street, 15th Floor, Boston, MA 02116.

Item 2. IDENTITY AND BACKGROUND

This statement is filed on behalf of Bulldog Investors General Partnership (?BIGP?), Phillip Goldstein, 60 Heritage Drive, Pleasantville, NY 10570 and Andrew Dakos, Park 80 West, Plaza Two, Saddle Brook, NJ 07663. Mr. Goldstein and Mr. Dakos are self-employed investment advisors. During the past 5 years none of the above has been convicted in a criminal proceeding, nor been party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which they were or

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are subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.  
Each of the above are United States citizens.

ITEM 3. SOURCE AND AMOUNT OF FUNDS AND OTHER CONSIDERATIONS  
Shares of the issuer have been accumulated with funds from accounts managed by the reporting persons.

ITEM 4. PURPOSE OF TRANSACTION  
On April 30, 2007, the issuer announced that its Board of Trustees approved a change in investment strategy and a proposal to seek shareholder approval to allow the trust to use leverage to potentially narrow the discount of the trust's share market price to net asset value. BIGP believes the discount should be eliminated now and that the board's approach is insufficient to achieve that goal. In order to encourage the board to take more meaningful measures to eliminate the discount, the group intends to consider other options including acquiring additional shares and seeking representation on the board of trustees.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER  
a) b) As per the N-CSR filed on 2/2/2007 there were 51,332,555 shares of MGF outstanding as of 11/30/06. The percentage set forth in item 5 was derived using such number. BIGP, Phillip Goldstein, Andrew Dakos and accounts managed by the reporting persons beneficially own an aggregate of 4,584,725 shares of MGF or 8.93% of the outstanding shares.  
Power to dispose and vote securities lie solely with Phillip Goldstein and Andrew Dakos.  
c) During the past 60 days the following shares of MGF were purchased (there were no sales) unless previously reported:

| Date      | # of shares | Price  |
|-----------|-------------|--------|
| 3/14/2007 | 90000       | 6.6357 |
| 3/14/2007 | 10000       | 6.6357 |
| 3/14/2007 | 30000       | 6.6357 |
| 3/14/2007 | 10000       | 6.6357 |
| 3/14/2007 | 11000       | 6.6357 |
| 3/14/2007 | 36000       | 6.6357 |
| 3/15/2007 | 65000       | 6.6465 |
| 3/15/2007 | 6000        | 6.6465 |
| 3/15/2007 | 20000       | 6.6465 |
| 3/15/2007 | 10000       | 6.6465 |
| 3/15/2007 | 7000        | 6.6465 |
| 3/15/2007 | 22000       | 6.6465 |
| 3/22/2007 | 2000        | 6.66   |
| 3/23/2007 | 10000       | 6.65   |
| 3/27/2007 | 100000      | 6.6898 |
| 3/27/2007 | 17500       | 6.6898 |
| 3/27/2007 | 35000       | 6.6898 |
| 3/27/2007 | 10000       | 6.6898 |
| 3/27/2007 | 19500       | 6.6898 |
| 3/27/2007 | 63000       | 6.6898 |
| 3/28/2007 | 60800       | 6.6834 |
| 3/28/2007 | 12600       | 6.6834 |
| 3/28/2007 | 14000       | 6.6834 |
| 3/28/2007 | 6000        | 6.6834 |
| 3/28/2007 | 15000       | 6.6834 |
| 3/28/2007 | 48600       | 6.6834 |
| 3/29/2007 | 129000      | 6.69   |

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|           |       |        |       |
|-----------|-------|--------|-------|
| 3/29/2007 | 18000 | 6.69   |       |
| 3/29/2007 | 22000 | 6.69   |       |
| 3/29/2007 | 10000 | 6.69   |       |
| 3/29/2007 | 21000 | 6.69   |       |
| 3/29/2007 | 69000 | 6.69   |       |
| 3/30/2007 | 58300 | 6.672  |       |
| 4/3/2007  |       | 8000   | 6.69  |
| 4/4/2007  |       | 2800   | 6.68  |
| 4/9/2007  |       | 40000  | 6.665 |
| 4/9/2007  |       | 5000   | 6.665 |
| 4/9/2007  |       | 5000   | 6.665 |
| 4/10/2007 | 15000 | 6.62   |       |
| 4/10/2007 | 3600  | 6.62   |       |
| 4/11/2007 | 14100 | 6.62   |       |
| 4/18/2007 | 4900  | 6.66   |       |
| 4/19/2007 | 2300  | 6.66   |       |
| 4/25/2007 | 15000 | 6.6983 |       |
| 4/25/2007 | 10000 | 6.6983 |       |
| 4/25/2007 | 20000 | 6.6983 |       |
| 4/25/2007 | 80900 | 6.6983 |       |
| 4/26/2007 | 9800  | 6.7    |       |

d) Beneficial Owners of the accounts managed by the reporting persons are entitled to receive any dividends or salesproceeds.

e) NA

ITEM 6. CONTRACTS,ARRANGEMENTS,UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit 1. Joint Filing Agreement

Dated: 4/30/07

By: /s/ Phillip Goldstein

Name: Phillip Goldstein

By: /s/ Andrew Dakos

Name:: Andrew Dakos

Exhibit 1. Joint Filing Agreement

In accordance with Rule 13d-1 (k) (1) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of the Schedule 13D (and all further amendments filed by them) with respect to the shares of MGF.

Dated: 4/30/07

By: /s/ Phillip Goldstein

Name: Phillip Goldstein

By: /s/ Andrew Dakos

Name: Andrew Dakos