

WESTERN ASSET MUNICIPAL PARTNERS FUND INC.  
 Form 3/A  
 March 12, 2010

**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,  
 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 *              |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol      |  |
| Â BANK OF AMERICA CORP /DE/                            |         | (Month/Day/Year)                     | WESTERN ASSET MUNICIPAL PARTNERS FUND INC. [MNP] |  |
| (Last)   | (First) | 12/31/2009                           |  |  |
| BANK OF AMERICA CORPORATE CENTER, Â 100 N TRYON STREET |         |                                      | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| (Street)   |         |                                      | (Check all applicable)                           | 01/15/2010   |
|  |         |                                      | ___ Director ___X___ 10% Owner                   | 6. Individual or Joint/Group Filing(Check Applicable Line) |
|  |         |                                      | ___ Officer ___ Other (specify below)            | ___ Form filed by One Reporting Person                     |
|  |         |                                      |  | ___X___ Form filed by More than One Reporting Person       |
| CHARLOTTE, Â NC Â 28255                                |         |                                      |  |  |
| (City)   | (State) | (Zip)                                |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Auction Rate Preferred          | 145 <sup>(1)</sup> <sup>(2)</sup>                     | 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 (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

| Date Exercisable | Expiration Date | Title (Instr. 4) | Amount or Number of Shares | Price of Derivative Security | Derivative Security:                  |
|------------------|-----------------|------------------|----------------------------|------------------------------|---------------------------------------|
|                  |                 |                  |                            |                              | Direct (D) or Indirect (I) (Instr. 5) |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BANK OF AMERICA CORP /DE/<br>BANK OF AMERICA CORPORATE CENTER<br>100 N TRYON STREET<br>CHARLOTTE, NC 28255  | ^             | ^ X       | ^       | ^     |
| MERRILL LYNCH, PIERCE, FENNER & SMITH INC.<br>4 WORLD FINANCIAL CENTER<br>NORTH TOWER<br>NEW YORK, NY 10080 | ^             | ^ 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 |
| __Signature of Reporting Person   | Date       |
| Merrill Lynch, Pierce, Fenner & Smith, Inc. By: /s/ Lawrence Emerson, Attorney-In-Fact            | 03/12/2010 |
| __Signature of Reporting Person   | Date       |
| Blue Ridge Investments, L.L.C. By: /s/ John Hiebendahl, Vice President and Controller             | 03/12/2010 |
| __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).
- (1) The Auction Rate Preferred Shares ("Shares") reported in Table 1 represent 1 Share beneficially owned by Merrill Lynch, Pierce, Fenner & Smith, Inc. ("MLPFS"), 11 Shares beneficially owned by Bank of America, N.A. ("BANA"), and 133 Shares beneficially owned by Blue Ridge Investments, L.L.C. ("Blue Ridge"). MLPFS, BANA, and Blue Ridge are each indirect, wholly owned subsidiaries of Bank of America Corporation ("Bank of America").
- (2) 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 securities of the issuer, which are treated herein as one class of securities in accordance with the Securities--Global Exemptive Relief no-action letter issued by the Securities and Exchange Commission on August 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.

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