

MFS INTERMEDIATE INCOME TRUST

Form N-23C-1

February 10, 2004

To: Securities and Exchange Commission, Washington, D.C.

Statement of registered closed-end investment company with respect to purchases of its own securities pursuant to Rule N23C-1 during the last calendar month.

MFS Intermediate Income Trust - MIN

Report of the calendar month ending **January 31, 2004**:

Date	Identification of Security	Shares Repurchased	Repurchase Price	NAV	Broker
		No repurchases			

Total Shares Repurchased: **(none)**

Remarks? *(none)*

Stephanie DeSisto, Assistant Treasurer

MFS Investment Management