SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Washington, D.C. 20549
SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 2)*
ARLINGTON TANKERS LTD
(Name of Issuer)
COMMON STOCK
(Title of Class of Securities)
G04899103
(CUSIP Number)
December 31, 2007
(Date of Event Which Requires Filing of this Statement)
(Date of Event which requires filling of this Statement)
Check the appropriate box to designate the Rule pursuant to which this Schedule is filed:
[X] Rule 13d - 1(b) [] Rule 13d - 1(c) [] Rule 13d - 1(d)
* The remainder of this cover page shall be filled out for reporting person's initial filing on this form with respect to th subject class of securities, and for any subsequent amendmen containing information which would alter disclosures provided in prior cover page.
The information required on the remainder of this page shal not be deemed to be "filed" for the purpose of Section 18 of th Securities Exchange Act of 1934 ("Act") or otherwise subject to th liabilities of that section of the Act but shall be subject to al other provisions of the Act (however, see the Notes.)
CUSIP No 13G Page 9 of 16 G04899103 Pages
1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):
Bank of America Corporation 56-0906609
<pre>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []</pre>

(b) []

4	CITIZENSHIP OR PLACE OF ORGANIZATION	
		Delaware
		0
	5 SOLE VOTING POWER	Ŭ
NUMBE SHA	CR OF ARES	
	CIALLY	
REPOR	BY EACH RTING	
PERSON	WITH	
		1,434,663
	6 SHARED VOTING POWER	
	7 SOLE DISPOSITIVE	0
	POWER	
	8 SHARED DISPOSITIVE	1 500 162
	8 SHARED DISPOSITIVE POWER	1,509,163
9	AGGREGATE AMOUNT BENEFICIALLY OWNED REPORTING PERSON	BY EACH
	REFORITING FERSON	1,509,163
10	CHECK IF THE AGGREGATE AMOUNT IN EXCLUDES CERTAIN SHARES (See Instruction	, ,
	EXCLUDES CERTAIN SHARES (See INSTRUCTION	
		[]
11	PERCENT OF CLASS REPRESENTED BY AMOUNT I	 IN ROW (9)
		9.7%
		9.75
12	TYPE OF REPORTING PERSON (See Instruction	ns)
		HC
1	NAMES OF REPORTING PERSONS	
	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY):	PERSONS
	NB Holdings Corporation	
	56-1857749	
2	CHECK THE APPROPRIATE BOX IF A MEMBER O	
4	(See Instructions)	,, 11 GIVOUP
	(a) [] (b)	[]
3	SEC USE ONLY	
3	SEC USE ONLY	

4 CITIZENSHIP OR PLACE OF ORGANIZATION

3 SEC USE ONLY

	Delaware	
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OV	5 SOLE VOTING POWER NUMBER OF SHARES ENEFICIALLY INED BY EACH REPORTING ERSON WITH	
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-	1,434,663 6 SHARED VOTING POWER	
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	7 SOLE DISPOSITIVE 0 POWER	
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-	8 SHARED DISPOSITIVE 1,509,163 POWER	
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_	9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,509,163	
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	10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)	
	[]	
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-	11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	•	
	9.7%	
_		
	12 TYPE OF REPORTING PERSON (See Instructions)	
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	<pre>NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY): Bank of America, NA</pre>	
	94-1687665	
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	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []	
	(b) []	
_		
_	3 SEC USE ONLY	
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-	4 CITIZENSHIP OR PLACE OF ORGANIZATION	
_	United States	
_		
	6,948	
	5 SOLE VOTING POWER NUMBER OF	

PERSO		
	6 SHARED VOTING POWER	320,50
	7 SOLE DISPOSITIVE POWER	6,94
	8 SHARED DISPOSITIVE POWER	395,00
9	AGGREGATE AMOUNT BENEFICIALLY OWNED REPORTING PERSON	
10	CHECK IF THE AGGREGATE AMOUNT IN EXCLUDES CERTAIN SHARES (See Instruction	
		[
11	PERCENT OF CLASS REPRESENTED BY AMOUNT I	IN ROW (9
12	TYPE OF REPORTING PERSON (See Instruction	
		В
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE	
1		B
1	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA	PERSON
	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA 13-3818954	PERSON
2	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA 13-3818954 CHECK THE APPROPRIATE BOX IF A MEMBER OF (See Instructions) (a) []	PERSON OF A GROU
2	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA 13-3818954 CHECK THE APPROPRIATE BOX IF A MEMBER COMPANY (See Instructions) (a) [] (b) SEC USE ONLY	PERSON The property of the pr
2	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA 13-3818954 CHECK THE APPROPRIATE BOX IF A MEMBER COMPANY (See Instructions) (a) []	PERSON F A GROU
2	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA 13-3818954 CHECK THE APPROPRIATE BOX IF A MEMBER OF (See Instructions) (a) [] (b) SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Unit	PERSON OF A GROU []
2 3 4	I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY): United States Trust Company, NA 13-3818954 CHECK THE APPROPRIATE BOX IF A MEMBER OF (See Instructions) (a) [] (b) SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Unit	PERSON []

BENEFICIALLY OWNED BY EACH

		6 SHARED VOTING POWER	
_			
		7 SOLE DISPOSITIVE POWER	1,105,087
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_		8 SHARED DISPOSITIVE POWER	20
-	9 AGGREGA	TE AMOUNT BENEFICIALLY OWNER	BY EACH
		NG PERSON	1,105,107
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		IF THE AGGREGATE AMOUNT IN S CERTAIN SHARES (See Instruction	ons)
			[]
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		OF CLASS REPRESENTED BY AMOUNT	IN ROW (9)
_			7.1%
-			
	12 TYPE OF	REPORTING PERSON (See Instructi	ions) BK
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_	I.R.S.	F REPORTING PERSONS	/E PERSONS
	Banc of 56-2103	America Securities Holdings Cor 478	poration
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-		HE APPROPRIATE BOX IF A MEMBER structions)	OF A GROUP
	(a) []	(b)	[]
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-	3 SEC USE	ONLY	
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-		SHIP OR PLACE OF ORGANIZATION	
_			Delaware
_			
	NUMBER OF SHARES	5 SOLE VOTING POWER	0
OV	BENEFICIALLY WIED BY EACH REPORTING PERSON WITH		
_			
_		6 SHARED VOTING POWER	2,108
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-		8 SHARED DISPOSITIVE 2,108 POWER
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	9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,108
-		
-	10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)
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-	11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.01%
-		
_	12	TYPE OF REPORTING PERSON (See Instructions)
_		
	1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY): Banc of America Securities LLC 56-2058405
_		
-	2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
_		(b) []
-	3	SEC USE ONLY
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	4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
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VС	SH. BENEF INED I REPO	2,108 5 SOLE VOTING POWER ER OF ARES ICIALLY BY EACH RTING N WITH
-		0
-		6 SHARED VOTING POWER
_		7 SOLE DISPOSITIVE 2,108 POWER
-		8 SHARED DISPOSITIVE 0 POWER

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9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH	
	REPORTING PERSON 2,108	
10	EXCLUDES CERTAIN SHARES (See Instructions)	
	[]	
	DEPOSITE OF GLACE PERPENDED BY MOUNT IN DOLL (A)	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.01%	
12	TYPE OF REPORTING PERSON (See Instructions)	
	BD	
1		
	94-1687665	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) []	
	(1) []	
3	SEC USE ONLY	
	SEC USE ONLY	
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION	
·	SEC USE ONLY	
4	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 0 5 SOLE VOTING POWER	
NUI BENI	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
A 4 NUI BEN:	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER MBER OF SHARES EFICIALLY D BY EACH PORTING	
NUI BENI	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 0 5 SOLE VOTING POWER MBER OF SHARES EFICIALLY D BY EACH PORTING SON WITH	
NUI BENI	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER MBER OF SHARES EFICIALLY D BY EACH PORTING SON WITH 320,500	
NUI BENI	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER MBER OF SHARES EFICIALLY D BY EACH PORTING SON WITH 320,500	
NUI BENI	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER SHARES EFICIALLY D BY EACH PORTING SON WITH 6 SHARED VOTING POWER 320,500 7 SOLE DISPOSITIVE 0 POWER	
NUI BENI	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 0 5 SOLE VOTING POWER MBER OF SHARES EFICIALLY D BY EACH PORTING SON WITH 7 SOLE DISPOSITIVE POWER 8 SHARED DISPOSITIVE 9 POWER 8 SHARED DISPOSITIVE 395,000 POWER AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
A NUI	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER MBER OF SHARES EFICIALLY D BY EACH PORTING SON WITH 7 SOLE DISPOSITIVE POWER 8 SHARED DISPOSITIVE 9 POWER 8 SHARED DISPOSITIVE 395,000 POWER AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH	

		[]
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN	N ROW (9)
		2.5%
12	TYPE OF REPORTING PERSON (See Instruction	ns)
		PN
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE (ENTITIES ONLY):	PERSONS
	Columbia Management Advisors, LLC 94-1687665	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF	A GROUP
	(a) [] (b)	[]
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
		Delaware
SH BENEF INED I REPO	5 SOLE VOTING POWER ER OF ARES ICIALLY BY EACH RTING N WITH	320,500
	6 SHARED VOTING POWER	0
	7 SOLE DISPOSITIVE POWER	395,000
	8 SHARED DISPOSITIVE POWER	0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED REPORTING PERSON	BY EACH 395,000
	CHECK IF THE AGGREGATE AMOUNT IN	ROW (9)
10	EXCLUDES CERTAIN SHARES (See Instructions	3)
10	EXCLUDES CERTAIN SHARES (See Instructions	[]

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12 TYPE OF REPORTING PERSON (See Instructions)

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Explanatory Note:

This Amendment No. 1 amends the statement on Schedule 13G filed by United States Trust Company, N.A. with the Securities and Exchange Commission on February 14, 2007. United States Trust Company, N.A. merged into Bank of America Corporation on July 1, 2007.

Item 1(a). Name of Issuer:

Arlington Tankers Ltd

Item 1(b). Address of Issuer's Principal Executive Offices:

First Floor, The Hayward Building 22 Bermudiana Road Hamilton DO HM11

Item 2(a). Name of Person Filing:

Bank of America Corporation
NB Holdings Corporation
Bank of America N.A.
United States Trust Company, N.A.
Banc of America Securities Holdings Corporation
Banc of America Securities LLC
Columbia Management Group, LLC
Columbia Management Advisors, LLC

Each Reporting Person has its or his principal business office at 100 North Tryon Street, Floor 25, Bank of America Corporate Center, Charlotte, NC 28255.

Item 2(c). Citizenship:

Bank of America Corporation Delaware
NB Holdings Corporation Delaware
Bank of America N.A. United States
United States Trust Company, N.A. United States
Banc of America Securities Holdings Corporation Delaware
Banc of America Securities LLC Delaware
Columbia Management Group, LLC Delaware
Columbia Management Advisors, LLC Delaware

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

G04899103

- Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:
 - (a) [] Broker or dealer registered under Section 15 of the Exchange Act.
 - (b) [] Bank as defined in Section 3(a)(6) of the Exchange Act.
 - (c) [] Insurance company as defined in Section 3(a)(19) of the Exchange Act.
 - (d) [] Investment company registered under Section 8 of the Investment Company Act.
 - (e) [] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
 - (f) [] An employee benefit plan or endowment fund in accordance with Rule 13d-1 (b) (1) (ii) (F).
 - (g) [X] A parent holding company or control person in

- accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) [] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) [] A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act.
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).
- If this statement is filed pursuant to Rule 13d-1(c), check this box. [$\,$]

Item 4. Ownership:

With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

With respect to Subsidiary Identification and Classification, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certification:

By signing below each of the undersigned certifies that, to the best of such undersigned's knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 5, 2008

Bank of America Corporation NB Holdings Corporation Bank of America, N.A.

By: /s/ Lucille E. Reymann

Lucille E. Reymann Senior Vice President Columbia Management Advisors, LLC

By: /s/ Michael A. Jones

Michael A. Jones
President

Banc of America Securities Holdings Corporation

By: /s/ Robert Qutub

Robert Qutub
President

Banc of America Securities LLC

By: /s/ Matthew Smith

Matthew Smith Principal

United States Trust Company, N.A.

By: /s/ Michael Murphy

Michael Murphy Senior Vice President

Exhibit 99.1

EXHIBIT 99.1 - JOINT FILING AGREEMENT

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule $13d-1(k)\,(1)$. Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule $13d-1(k)\,(1)$ promulgated under the Securities and Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of to such a statement on Schedule 13G with respect to the common stock of beneficially owned by each of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13G.

Dated: February 5, 2008

Bank of America Corporation NB Holdings Corporation Bank of America, N.A.

By: /s/ Lucille E. Reymann

Lucille E. Reymann Senior Vice President

Columbia Management Group, LLC Columbia Management Advisors LLC

By: /s/ Michael A. Jones

Michael A. Jones
President

Banc of America Securities Holdings Corporation

By: /s/ Robert Qutub

Robert Qutub President

Banc of America Securities LLC

By: /s/ Matthew Smith

Matthew Smith Principal

United States Trust Company, N.A.

By: /s/ Michael Murphy

Michael Murphy Senior Vice President