

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

FORM 10-D

ASSET-BACKED ISSUER  
Distribution Report Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

For the monthly distribution period from May 1, 2012 to May 31, 2012

Commission File Number of issuing entity:  
333-166895-01  
**BA CREDIT CARD TRUST \***  
(Exact name of issuing entity as specified in its charter)  
(Issuer of the Notes)

Commission File Number of issuing entity:  
333-166895-02  
**BA MASTER CREDIT CARD TRUST II**  
(Exact name of issuing entity as specified in its charter)  
(Issuer of the Collateral Certificate)

Commission File Number of depositor: 333-166895  
**BA CREDIT CARD FUNDING, LLC**  
(Exact name of depositor as specified in its charter)

**FIA CARD SERVICES, NATIONAL ASSOCIATION**  
(Exact name of sponsor as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization of the issuing entity)

c/o BA Credit Card Funding, LLC  
214 North Tryon Street  
Charlotte, NC 28255

(Address of principal executive offices of issuing entity)

(980) 683-4915

(Telephone number, including area code)

N/A

(I.R.S. Employer Identification No.)

N/A

(Former name, former address, if changed since last report)

Delaware

(State or other jurisdiction of incorporation or organization of the issuing entity)

c/o BA Credit Card Funding, LLC  
214 North Tryon Street  
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(Telephone number, including area code)

N/A

(I.R.S. Employer Identification No.)

N/A

(Former name, former address, if changed since last report)

Each class of Notes to which this report on Form 10-D relates is reporting in accordance with Section 15(d) of the Securities Exchange Act of 1934. The title of each class of Notes to which this report on Form 10-D relates is set forth in Exhibit 99.2 hereto.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

\* In accordance with relevant regulations of the Securities and Exchange Commission, the depositor files annual and other reports with the Commission on behalf of the BA Credit Card Trust and the BA Master Credit Card Trust II under the Central Index Key (CIK) number (0001128250) for the BA Credit Card Trust.

**PART I – DISTRIBUTION INFORMATION**

**ITEM 1 – Distribution and Pool Performance Information.**

Response to Item 1 is set forth in Exhibits 99.1 and 99.2.

**PART II – OTHER INFORMATION**

**ITEM 3 – Sales of Securities and Use of Proceeds.**

The following table provides information about sales of securities by BA Credit Card Trust during the period covered by this report that have not been previously reported. For purpose of this report, sales of securities are treated as having been previously reported if such sales have been previously reported in another report or registration statement, including a prospectus forming a part of a registration statement filed by BA Credit Card Funding, LLC on behalf of BA Credit Card Trust.

<u>Date of Sale</u>	<u>Size (millions) / Title</u>	<u>Purchasers</u>	<u>Exemption from Securities Act Registration</u>
NOTHING TO REPORT			

Any sale of securities by the BA Credit Card Trust during the period covered by this report that is not included in the preceding table has been previously reported in a prospectus filed by the depositor on behalf of the BA Credit Card Trust under the Central Index Key (CIK) number (0001128250) for the BA Credit Card Trust on the filing date, and under the Commission file number, indicated below:

<u>Prospectus Filing Date</u>	<u>Commission File Number</u>
NOTHING TO REPORT	

NOTHING TO REPORT

A class designation of notes determines the relative seniority for receipt of cash flows and funding of uncovered defaults on principal receivables allocated to the related series of notes. The Class B notes are subordinate to the Class A notes and the Class C notes are subordinate to the Class A and Class B notes. With respect to the tranches in each class of notes, the cash flows and funding of uncovered defaults will be allocated to the tranches on a pro rata basis.

Without noteholder consent, BA Credit Card Trust may issue a new series, class or tranche of notes at any time upon the satisfaction of certain conditions described in the underlying transaction agreements, including confirmation that (i) the issuer reasonably believes that the new issuance will not adversely affect the amount of funds available to be distributed to the holders of any outstanding notes or the timing of such distributions, and (ii) the new issuance will not cause a reduction, qualification or withdrawal of the ratings of any outstanding notes.

In addition, without noteholder consent and without the consent of any holders of certificates issued by BA Master Credit Card Trust II, BA Credit Card Funding, LLC has the right to designate, from time to time, additional eligible credit card accounts to BA Master Credit Card Trust II. In connection with any such designation, BA Credit Card Funding, LLC will transfer the related receivables, whether then existing or thereafter created, to BA Master Credit Card Trust II.

**ITEM 9 – Exhibits.**

Exhibit 99.1	Monthly Series Certificateholders' Statement.
Exhibit 99.2	Schedule to Monthly Noteholders' Statement.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: June 15, 2012

**BA CREDIT CARD TRUST**  
(Issuing Entity)  
**BA MASTER CREDIT CARD TRUST II**  
(Issuing Entity)  
**FIA CARD SERVICES, NATIONAL ASSOCIATION**  
(Servicer)  
**By: /s/ Michelle D. Dumont**  
**Name: Michelle D. Dumont**  
**Title: Senior Vice President**

## FORM OF MONTHLY CERTIFICATEHOLDERS' STATEMENT

## SERIES 2001-D

## BA CREDIT CARD FUNDING, LLC

## BA MASTER CREDIT CARD TRUST II

## MONTHLY PERIOD ENDING MAY 31, 2012

The information which is required to be prepared with respect to the Transfer Date of June 14, 2012 and with respect to the performance of the Trust during the related Monthly Period.

Capitalized terms used in this Statement have their respective meaning set forth in the Second Amended and Restated Pooling and Servicing Agreement.

Terms and abbreviations used in this report and not otherwise defined herein have the meanings set forth in the certain program documents for the BA Master Credit Card Trust II and the BA Credit Card Trust. Each of these agreements has been included as an exhibit to a report on Form 8-K filed by BA Credit Card Funding, LLC, the BA Master Credit Card Trust II and the BA Credit Card Trust, with the Securities and Exchange Commission ("SEC") under File Nos. 0001370238, 0000936988 and 0001128250, respectively, on October 20, 2006 or March 2, 2009.

## A. Information Regarding the Current Monthly Distribution

1.	The amount of the current monthly distribution which constitutes Available Funds	\$ 508,830,387.72
2.	The amount of the current monthly distribution which constitutes Available Investor Principal Collections	\$ 4,311,925,768.77
	Total	\$ 4,820,756,156.49

## B. Information Regarding the Trust Assets

1.	Collection of Principal Receivables	
(a)	The aggregate amount of Collections of Principal Receivables processed during the related Monthly Period and allocated to Series 2001-D	\$ 5,564,413,282.88
2.	Collection of Finance Charge Receivables	
(a)	The aggregate amount of Collections of Finance Charge Receivables (excluding Interchange) processed during the related Monthly Period and allocated to Series 2001-D	\$ 433,890,193.28
3.	Principal Receivables in the Trust	
(a)	The aggregate amount of Principal Receivables in the Trust as of the end of the day on the last day of the related Monthly Period	\$ 63,283,874,466.75
(b)	The amount of Principal Receivables in the Trust represented by the Investor Interest of Series 2001-D as of the end of the day on the last day of the related Monthly Period	\$ 35,473,409,517.00
(c)	The Floating Allocation Investor Interest as of the end of the day on the last day of the related Monthly Period	\$ 35,577,549,517.00
(d)	The Principal Allocation Investor Interest as of the end of the day on the last day of the related Monthly Period	\$ 35,577,549,517.00
(e)	The Floating Investor Percentage with respect to the related Monthly Period May 1, 2012 through May 31, 2012	55.89%
(f)	The Principal Investor Percentage with respect to the Monthly Period May 1, 2012 through May 31, 2012	55.89%
(g)	The Class D Investor Interest as of the end of the day on the last day of the related Monthly Period	\$ 4,643,550,000.00
(h)	The Class D Required Investor Interest as of the end of the day on the last day of the related Monthly Period	\$ 4,643,550,000.00
(i)	The Class D Investor Interest, determined as of the close of business on the Transfer Date relating to the Monthly Period to which this Monthly Certificateholders' Statement relates, following the application of all payments and deposits to be made on such date	\$ 4,344,450,000.00

(j)	The Class D Required Investor Interest, determined as of the close of business on the Transfer Date relating to the Monthly Period to which this Monthly Certificateholders' Statement relates, following the application of all payments and deposits to be made on such date	\$	4,344,450,000.00
4.	Shared Principal Collections		
	The aggregate amount of Shared Principal Collections Applied as Available Investor Principal Collections	\$	0.00
5.	The aggregate amount of Available Principal Collections for all series in Group One	\$	4,311,925,768.77
6.	Delinquent Balances		
	The aggregate amount of outstanding balances in the Accounts which were delinquent as of the end of the day on the last day of the related Monthly Period:		
		Aggregate Account Balance	Percentage of Total Receivables
(a)	30 - 59 days:	\$ 542,933,889.86	0.84%
(b)	60 - 89 days:	\$ 411,803,117.42	0.64%
(c)	90 - 119 days:	\$ 391,425,944.86	0.61%
(d)	120 - 149 days	\$ 378,514,198.03	0.59%
(e)	150 - 179 days:	\$ 411,643,128.90	0.64%
(f)	180 – or more days:	\$ 198,047.35	0.00%
	Total:	\$ 2,136,518,326.42	3.32%
7.	Investor Default Amount		
(a)	The Aggregate Class D Investor Default Amount for the related Monthly Period	\$	187,411,902.65
(b)	The Aggregate Investor Default Amount for the related Monthly Period	\$	0.00
8.	Investor Servicing Fee		
(a)	The amount of the Investor Servicing Fee payable by the Trust to the Servicer for the related Monthly Period	\$	59,295,915.86
(b)	The amount of the Net Servicing Fee payable by the Trust to the Servicer for the related Monthly Period	\$	37,059,947.41
(c)	The amount of the Servicer Interchange payable by the Trust to the Servicer for the related Monthly Period	\$	22,235,968.45
9.	Portfolio Yield		
(a)	The Portfolio Yield for the related Monthly Period		11.59%

C. Supplemental Information

1.	Collections of Trust Receivables and Payment Rates		
(a)	The aggregate amount of Collections processed during the related Monthly Period (excluding Interchange)	\$	10,731,304,762.36
(b)	The aggregate amount of Principal Collections processed during the related Monthly Period	\$	9,955,268,158.28
(c)	Collections of Discount Option Receivables for the related Monthly Period	\$	77,297,922.30
(d)	The aggregate amount of Finance Charge Collections processed during the related Monthly Period (excluding Interchange and Collections of Discount Option Receivables)	\$	698,738,681.78
(e)	Collections as a percentage of prior month Principal Receivables and Finance Charge Receivables		16.56%
(f)	Collections of Principal Receivables as a percentage of prior month Principal Receivables		15.64%
2.	Receivables in the Trust		

BA Master Credit Card Trust II

(a)	The aggregate amount of Receivables in the Trust as of the beginning of the related Monthly Period	\$	64,795,487,549.68
(b)	The aggregate amount of Principal Receivables in the Trust as of the beginning of the related Monthly Period	\$	63,651,642,640.37
(c)	Discount Option Receivables as of the beginning of the related Monthly Period	\$	497,413,071.83
(d)	The aggregate amount of Finance Charge Receivables in the Trust as of the beginning of the related Monthly Period (excluding Discount Option Receivables)	\$	646,431,837.48
(e)	The aggregate amount of Receivables removed from the Trust during the related Monthly Period	\$	126,084,364.52
(f)	The aggregate amount of Principal Receivables removed from the Trust during the related Monthly Period	\$	124,131,808.28
(g)	The aggregate amount of Finance Charge Receivables removed from the Trust during the related Monthly Period	\$	1,952,556.24
(h)	The aggregate amount of Receivables added to the Trust during the related Monthly Period	\$	0.00
(i)	The aggregate amount of Principal Receivables added to the Trust during the related Monthly Period	\$	0.00
(j)	The aggregate amount of Finance Charge Receivables added to the Trust during the related Monthly Period	\$	0.00
(k)	The aggregate amount of Receivables in the Trust as of the end of the day on the last day of the related Monthly Period	\$	64,333,355,149.33
(l)	The aggregate amount of Principal Receivables in the Trust as of the end of the day on the last day of the related Monthly Period	\$	63,283,874,466.75
(m)	Discount Option Receivables as of the end of the day on the last day of the related Monthly Period	\$	416,975,868.77
(n)	The aggregate amount of Finance Charge Receivables in the Trust as of the end of the day on the last day of the related Monthly Period (excluding Discount Option Receivables)	\$	632,504,813.81
(o)	Discounted Percentage for the related Monthly Period		0.00%

Transferor's Interest

(p)	Aggregate Investor Interest for all outstanding Series of the Trust as of the end of the day on the last day of the related Monthly Period	\$	35,473,409,517.00
(q)	Transferor Interest as of the end of the day on the last day of the related Monthly Period	\$	27,810,464,949.75

Series 2001-D

(r)	The amount of Principal Receivables in the Trust represented by the Investor Interest of Series 2001-D as of the end of the day on the last day of the related Monthly Period	\$	35,473,409,517.00
(s)	Weighted Average Floating Allocation Investor Interest	\$	35,577,549,517.00

## 3. Trust Yields

Series 2001-D

(a)	Collections of Finance Charge Receivables (other than Interchange, Recoveries and Collections of Discount Option Receivables but including Interest Funding Account, Principal Account, and Finance Charge Account Investment Proceeds) allocated to Series 2001-D for the related Monthly Period	\$	366,900,523.37
(b)	Collections of Discount Option Receivables allocated to Series 2001-D	\$	43,205,022.70
(c)	Interchange allocated to Series 2001-D	\$	97,176,162.89
(d)	Recoveries allocated to Series 2001-D	\$	23,784,827.49
(e)	Total Collections of Finance Charge Receivables, Discount Option Receivables, Interchange and Recoveries (collectively, "Cash Yield") allocated to Series 2001-D for the related Monthly Period	\$	531,066,536.45
(f)	Aggregate Class D Investor Default Amount allocated to Series 2001-D for the related Monthly Period	\$	187,411,902.65
(g)	Aggregate Investor Default Amount allocated to Series 2001-D for the related Monthly Period	\$	0.00
(h)	Cash Yield net of the Aggregate Class D Investor Default Amount and Aggregate Investor Default Amount (collectively, "Portfolio Yield") for Series 2001-D, each for the related Monthly Period	\$	343,654,633.80
(i)	Total Cash Yield for the related Monthly Period as a percentage of Series 2001-D Weighted Average Floating Allocation Investor Interest		17.91%

(j)	Total Cash Yield excluding Recoveries, each for the related Monthly Period, as a percentage of Series 2001-D Weighted Average Floating Allocation Investor Interest	17.11%
(k)	Aggregate Class D Investor Default Amount for the related Monthly Period as a percentage of Series 2001-D Weighted Average Floating Allocation Investor Interest	6.32%
(l)	Aggregate Class D Investor Default Amount net of Recoveries, each for the related Monthly Period, as a percentage of Series 2001-D Weighted Average Floating Allocation Investor Interest	5.52%
(m)	The Portfolio Yield for the related Monthly Period as a percentage of Series 2001-D Weighted Average Floating Allocation Investor Interest	11.59%
(n)	Base Rate for the related Monthly Period	2.52%
(o)	Excess Available Funds Percentage for the related Monthly Period	9.07%
(p)	Three Month Average Excess Available Funds Percentage for the related Monthly Period	9.25%

4. Repurchase Demand Activity (Rule 15Ga-1)

No Activity to Report  
**Most Recent Form ABS – 15G**  
 Filed by: BA Credit Card Funding, LLC  
 CIK#: 0001370238  
 Filing Date: February 10, 2012

IN WITNESS WHEREOF, the undersigned has duly executed this certificate this 8th day of June, 2012.

**FIA CARD SERVICES, NATIONAL ASSOCIATION,  
 Servicer**

**By: /s/Michelle D. Dumont  
 Name: Michelle D. Dumont  
 Title: Senior Vice President**

**SCHEDULE TO MONTHLY NOTEHOLDERS' STATEMENT**

**BAseries**

**BA CREDIT CARD TRUST**

**MONTHLY PERIOD ENDING MAY 31, 2012**

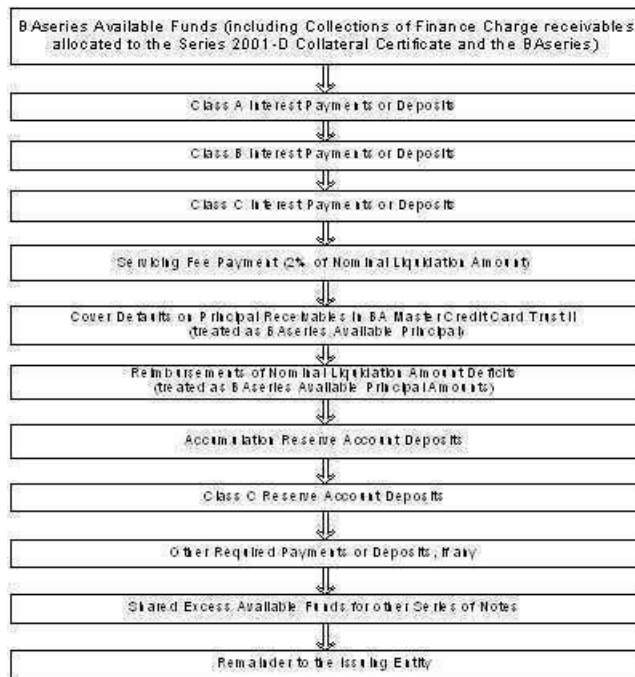
Reference is made to the Third Amended and Restated Series 2001-D Supplement (the "Series 2001-D Supplement"), dated as of March 2, 2009, among BA Credit Card Funding, LLC as Transferor, FIA Card Services, National Association as Servicer, and The Bank of New York Mellon, as Trustee, the Second Amended and Restated Indenture (the "Indenture"), dated as of October 20, 2006 and the Amended and Restated BAseries Indenture Supplement (the "Indenture Supplement"), dated as of June 10, 2006, each between BA Credit Card Trust, as Issuer, and The Bank of New York Mellon, as Indenture Trustee. Terms used herein and not defined herein have the meanings ascribed to them in the Third Amended and Restated 2001-D Supplement, the Second Amended and Restated Indenture and the Amended and Restated BAseries Indenture Supplement, as applicable.

The following computations are prepared with respect to the Transfer Date of June 14, 2012 and with respect to the performance of the Trust during the related Monthly Period.

Terms and abbreviations used in this report and not otherwise defined herein have the meanings set forth in the certain program documents for the BA Master Credit Card Trust II and the BA Credit Card Trust. Each of these agreements has been included as an exhibit to a report on Form 8-K filed by BA Credit Card Funding, LLC, the BA Master Credit Card Trust II and the BA Credit Card Trust, with the Securities and Exchange Commission ("SEC") under File Nos. 0001370238, 0000936988 and 0001128250, respectively, on October 20, 2006 or March 2, 2009, or included as an exhibit to a report on Form 8-K filed by FIA Card Services, National Association, the BA Master Credit Card Trust II and the BA Credit Card Trust, with the SEC under File Nos. 0000838440, 0000936988 and 0001128250, respectively, on June 13, 2006.

- A. In accordance with Section 3.01 of the Amended and Restated BAseries Indenture Supplement dated as of June 10, 2006, between BA Credit Card Trust and The Bank of New York Mellon, BAseries Available Funds shall be applied in the priority described in the chart below. This chart is only an overview of the application and priority of payments of BAseries Available Funds. For a more detailed description, please see the Amended and Restated BAseries Indenture Supplement as included in Exhibit 4.5 to Registrant's Form 8-K filed with SEC on June 13, 2006.

**Priority of Payments  
BAseries Available Funds**



- B. Targeted deposits to Interest Funding sub-Accounts:

Targeted Deposit to Interest Funding sub-Account for applicable Monthly Period	Actual Deposit to Interest Funding sub-Account for applicable Monthly Period	Shortfall from earlier Monthly Periods	Interest Funding sub-account Balance prior to Withdrawals*	Interest Funding sub-Account Earnings
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<b>Class A:</b>					
Class A(2001-Emerald)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Class A(2003-10)	\$214,739.58	\$214,739.58	\$0.00	\$214,739.58	\$0.00
Class A(2004-1)	\$468,702.88	\$468,702.88	\$0.00	\$880,593.29	\$32.00
Class A(2004-3)	\$300,635.42	\$300,635.42	\$0.00	\$300,635.42	\$0.00
Class A(2005-10)	\$102,902.78	\$102,902.78	\$0.00	\$102,902.78	\$0.00
Class A(2006-2)	\$141,491.32	\$141,491.32	\$0.00	\$141,491.32	\$0.00
Class A(2006-5)	\$180,079.86	\$180,079.86	\$0.00	\$180,079.86	\$0.00
Class A(2006-7)	\$90,013.02	\$90,013.02	\$0.00	\$90,013.02	\$0.00
Class A(2006-8)	\$167,782.12	\$167,782.12	\$0.00	\$167,782.12	\$0.00
Class A(2006-11)	\$120,340.28	\$120,340.28	\$0.00	\$120,340.28	\$0.00
Class A(2006-13)	\$61,273.44	\$61,273.44	\$0.00	\$61,273.44	\$0.00
Class A(2006-14)	\$347,296.88	\$347,296.88	\$0.00	\$347,296.88	\$0.00
Class A(2007-1)	\$2,154,166.67	\$2,154,166.67	\$0.00	\$2,154,166.67	\$0.00
Class A(2007-3)	\$114,748.44	\$114,748.44	\$0.00	\$114,748.44	\$0.00
Class A(2007-4)	\$72,010.42	\$72,010.42	\$0.00	\$72,010.42	\$0.00
Class A(2007-5)	\$80,720.07	\$80,720.07	\$0.00	\$80,720.07	\$0.00
Class A(2007-6)	\$192,942.71	\$192,942.71	\$0.00	\$192,942.71	\$0.00
Class A(2007-8)	\$2,329,166.67	\$2,329,166.67	\$0.00	\$2,329,166.67	\$0.00
Class A(2007-9)	\$300,043.40	\$300,043.40	\$0.00	\$300,043.40	\$0.00
Class A(2007-10)	\$199,401.04	\$199,401.04	\$0.00	\$199,401.04	\$0.00
Class A(2007-11)	\$106,347.22	\$106,347.22	\$0.00	\$106,347.22	\$0.00
Class A(2007-14)	\$788,670.14	\$788,670.14	\$0.00	\$788,670.14	\$0.00
Class A(2007-15)	\$735,119.79	\$735,119.79	\$0.00	\$735,119.79	\$0.00
Class A(2008-2)	\$1,656,293.40	\$1,656,293.40	\$0.00	\$1,656,293.40	\$0.00
Class A(2008-4)	\$719,684.38	\$719,684.38	\$0.00	\$719,684.38	\$0.00
Class A(2008-6)	\$619,461.81	\$619,461.81	\$0.00	\$619,461.81	\$0.00
Class A(2008-7)	\$949,832.47	\$949,832.47	\$0.00	\$949,832.47	\$0.00
Class A(2008-8)	\$1,195,868.06	\$1,195,868.06	\$0.00	\$1,195,868.06	\$0.00
Class A(2008-10)	\$662,517.36	\$662,517.36	\$0.00	\$662,517.36	\$0.00
Class A(2010-1)	\$417,531.25	\$417,531.25	\$0.00	\$417,531.25	\$0.00
<b>Class A Total:</b>	\$15,489,782.88	\$15,489,782.88	\$0.00	\$15,901,673.29	\$32.00
<b>Class B:</b>					
Class B(2003-4)	\$361,182.05	\$361,182.05	\$0.00	\$1,006,931.78	\$69.66
Class B(2004-1)	\$1,297,916.67	\$1,297,916.67	\$0.00	\$1,297,916.67	\$0.00
Class B(2005-1)	\$56,914.06	\$56,914.06	\$0.00	\$56,914.06	\$0.00
Class B(2005-3)	\$83,548.31	\$83,548.31	\$0.00	\$83,548.31	\$0.00
Class B(2006-1)	\$98,758.68	\$98,758.68	\$0.00	\$98,758.68	\$0.00
Class B(2006-2)	\$184,600.69	\$184,600.69	\$0.00	\$184,600.69	\$0.00
Class B(2007-2)	\$94,453.13	\$94,453.13	\$0.00	\$94,453.13	\$0.00
Class B(2007-3)	\$66,117.19	\$66,117.19	\$0.00	\$66,117.19	\$0.00
Class B(2008-1)	\$299,451.39	\$299,451.39	\$0.00	\$299,451.39	\$0.00
Class B(2010-1)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Class B Total:</b>	\$2,542,942.17	\$2,542,942.17	\$0.00	\$3,188,691.90	\$69.66
<b>Class C:</b>					
Class C(2002-6)	\$96,390.63	\$96,390.63	\$0.00	\$96,390.63	\$0.00
Class C(2002-7)	\$279,166.67	\$279,166.67	\$0.00	\$279,166.67	\$0.00
Class C(2003-4)	\$707,405.40	\$707,405.40	\$0.00	\$707,405.40	\$78.62
Class C(2003-7)	\$136,809.03	\$136,809.03	\$0.00	\$136,809.03	\$0.00
Class C(2004-2)	\$269,662.33	\$269,662.33	\$0.00	\$269,662.33	\$0.00
Class C(2006-1)	\$198,539.93	\$198,539.93	\$0.00	\$198,539.93	\$0.00
Class C(2006-5)	\$165,010.42	\$165,010.42	\$0.00	\$165,010.42	\$0.00
Class C(2006-6)	\$128,897.57	\$128,897.57	\$0.00	\$128,897.57	\$0.00
Class C(2008-5)	\$1,181,363.72	\$1,181,363.72	\$0.00	\$1,181,363.72	\$0.00
Class C(2010-1)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Class C Total:</b>	\$3,163,245.70	\$3,163,245.70	\$0.00	\$3,163,245.70	\$78.62
<b>Total:</b>	\$21,195,970.75	\$21,195,970.75	\$0.00	\$22,253,610.89	\$180.28

\* The Interest Funding Account Balance for Class A (2001-Emerald) reflects activity as of the end of the Monthly Period.

C. Interest to be paid on the corresponding Payment Date:\*

<b>Class A:</b>	CUSIP Number	Interest Payment Date	Interest Rate	Amount of interest to be paid on corresponding Interest Payment Date
Class A(2003-10)	55264TCF6	June 15, 2012	0.4987500%	\$214,739.58
Class A(2004-3)	55264TCL3	June 15, 2012	0.4987500%	\$300,635.42
Class A(2005-10)	55264TDM0	June 15, 2012	0.2987500%	\$102,902.78
Class A(2006-2)	55264TDS7	June 15, 2012	0.2987500%	\$141,491.32
Class A(2006-5)	55264TDX6	June 15, 2012	0.2987500%	\$180,079.86
Class A(2006-7)	05522RAB4	June 15, 2012	0.2787500%	\$90,013.02
Class A(2006-8)	05522RAC2	June 15, 2012	0.2687500%	\$167,782.12
Class A(2006-11)	05522AAB1	June 15, 2012	0.2687500%	\$120,340.28
Class A(2006-13)	05522RAN8	June 15, 2012	0.2587500%	\$61,273.44
Class A(2006-14)	05522RAP3	June 15, 2012	0.2987500%	\$347,296.88
Class A(2007-1)	05522RAS7	June 15, 2012	5.1700000%	\$2,154,166.67
Class A(2007-3)	05522AAC9	June 15, 2012	0.2587500%	\$114,748.44
Class A(2007-4)	05522AAD7	June 15, 2012	0.2787500%	\$72,010.42
Class A(2007-5)	05522RAX6	June 15, 2012	0.2218500%	\$80,720.07
Class A(2007-6)	05522RAZ1	June 15, 2012	0.2987500%	\$192,942.71
Class A(2007-8)	05522RBD9	June 15, 2012	5.5900000%	\$2,329,166.67



Class A(2007-9)	05522RBE7	June 15, 2012	0.2787500%	\$300,043.40
Class A(2007-10)	05522RBF4	June 15, 2012	0.3087500%	\$199,401.04
Class A(2007-11)	05522RBG2	June 15, 2012	0.3087500%	\$106,347.22
Class A(2007-14)	05522RBP2	June 15, 2012	0.5387500%	\$788,670.14
Class A(2007-15)	05522RBQ0	June 15, 2012	0.5887500%	\$735,119.79
Class A(2008-2)	05522RBW7	June 15, 2012	1.5387500%	\$1,656,293.40
Class A(2008-4)	05522RBY3	June 15, 2012	1.6387500%	\$719,684.38
Class A(2008-6)	05522RCC0	June 15, 2012	1.4387500%	\$619,461.81
Class A(2008-7)	05522RCD8	June 15, 2012	0.9387500%	\$949,832.47
Class A(2008-8)	05522RCF3	June 15, 2012	1.3887500%	\$1,195,868.06
Class A(2008-10)	05522RCJ5	June 15, 2012	1.5387500%	\$662,517.36
Class A(2010-1)	05522RCP1	June 15, 2012	0.5387500%	\$417,531.25
<b>Class A Total:</b>				<b>\$15,021,080.00</b>

<b>Class B:</b>				
Class B(2003-4)	017754718	June 15, 2012	1.1880500%	\$1,006,931.78
Class B(2004-1)	55264TCN9	June 15, 2012	4.4500000%	\$1,297,916.67
Class B(2005-1)	55264TDA6	June 15, 2012	0.5287500%	\$56,914.06
Class B(2005-3)	023409135	June 15, 2012	0.6037500%	\$83,548.31
Class B(2006-1)	55264TDR9	June 15, 2012	0.4587500%	\$98,758.68
Class B(2006-2)		June 15, 2012	0.4287500%	\$184,600.69
Class B(2007-2)	05522RAV0	June 15, 2012	0.4387500%	\$94,453.13
Class B(2007-3)	05522RAY4	June 15, 2012	0.4387500%	\$66,117.19
Class B(2008-1)	05522RBR8	June 15, 2012	1.7387500%	\$299,451.39
<b>Class B Total:</b>				<b>\$3,188,691.90</b>

<b>Class C:</b>				
Class C(2002-6)	55264TBH3	June 15, 2012	2.2387500%	\$96,390.63
Class C(2002-7)	55264TBJ9	June 15, 2012	6.7000000%	\$279,166.67
Class C(2003-7)	55264TCG4	June 15, 2012	1.5887500%	\$136,809.03
Class C(2004-2)	55264TCR0	June 15, 2012	1.1387500%	\$269,662.33
Class C(2006-1)	55264TDQ1	June 15, 2012	0.6587500%	\$198,539.93
Class C(2006-5)	05522RAD0	June 15, 2012	0.6387500%	\$165,010.42
Class C(2006-6)	05522RAJ7	June 15, 2012	0.5987500%	\$128,897.57
Class C(2008-5)	05522RCH9	June 15, 2012	4.9887500%	\$1,181,363.72
<b>Class C Total:</b>				<b>\$2,455,840.30</b>

**Total:** \$20,665,612.20

\* For Interest Payment information on the Emerald Note program, refer to Exhibit B to the Class A(2001-Emerald) Terms Document.

D. Targeted deposits to Class C Reserve sub-Accounts:

<u>Targeted Deposit to Class C Reserve sub-Account for applicable Monthly Period</u>	<u>Actual Deposit to Class C Reserve sub-Account for applicable Monthly Period</u>	<u>Class C Reserve sub-Account Balance on Transfer Date prior to withdrawals</u>	<u>Class C Reserve sub-Account Earnings</u>	<u>Amount of interest to be paid on corresponding Interest Payment Date</u>
NOTHING TO REPORT				

E. Withdrawals to be made from the Class C Reserve sub-Accounts on the corresponding Transfer Date

<u>Targeted Deposit to Withdrawals for Interest</u>	<u>Actual Deposit to Withdrawals for Principal</u>	<u>Class C Reserve sub-Account Balance on Transfer Date after withdrawals</u>
NOTHING TO REPORT		

F. Targeted deposits to Principal Funding sub-Accounts:

<u>Targeted Deposit to Principal Funding sub-Account for applicable Monthly Period</u>	<u>Actual Deposit to Principal Funding sub-Account for applicable Monthly Period</u>	<u>Shortfall from earlier Monthly Periods</u>	<u>Principal Funding sub-Account Balance on Transfer Date</u>	<u>Principal Funding sub-Account Earnings</u>
Class A(2007-8)	\$500,000,000.00	\$500,000,000.00	\$0.00	\$500,000,000.00
Class A(2007-9)	\$1,250,000,000.00	\$1,250,000,000.00	\$0.00	\$1,250,000,000.00
Class B(2005-1)	\$125,000,000.00	\$125,000,000.00	\$0.00	\$125,000,000.00

G. Principal to be paid on the corresponding Principal Payment Date:

	<u>CUSIP Number</u>	<u>Principal Payment Date</u>	<u>Amount of principal to be paid on corresponding Principal Payment Date</u>
<b>Class A:</b>			
Class A(2007-8)	05522RBD9	June 15, 2012	\$500,000,000.00
Class A(2007-9)	05522RBE7	June 15, 2012	\$1,250,000,000.00
<b>Class A Total:</b>			\$1,750,000,000.00
<b>Class B:</b>			
Class B(2005-1)	55264TDA6	June 15, 2012	\$125,000,000.00
<b>Class B Total:</b>			\$125,000,000.00
<b>Total:</b>			\$1,875,000,000.00

H. Stated Principal Amount, Outstanding Dollar Principal Amount and Nominal Liquidation Amount for the related Monthly Period:

	<u>Initial Dollar Principal Amount</u>	<u>Outstanding Principal Amount</u>	<u>Adjusted Outstanding Principal Amount</u>	<u>Nominal Liquidation Amount</u>
<b>Class A:</b>				
Class A(2001-Emerald)	\$0.00	\$0.00	\$0.00	\$0.00
Class A(2003-10)	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00
Class A(2004-1)	\$752,760,000.00	\$752,760,000.00	\$752,760,000.00	\$752,760,000.00
Class A(2004-3)	\$700,000,000.00	\$700,000,000.00	\$700,000,000.00	\$700,000,000.00
Class A(2005-10)	\$400,000,000.00	\$400,000,000.00	\$400,000,000.00	\$400,000,000.00
Class A(2006-2)	\$550,000,000.00	\$550,000,000.00	\$550,000,000.00	\$550,000,000.00
Class A(2006-5)	\$700,000,000.00	\$700,000,000.00	\$700,000,000.00	\$700,000,000.00
Class A(2006-7)	\$375,000,000.00	\$375,000,000.00	\$375,000,000.00	\$375,000,000.00
Class A(2006-8)	\$725,000,000.00	\$725,000,000.00	\$725,000,000.00	\$725,000,000.00
Class A(2006-11)	\$520,000,000.00	\$520,000,000.00	\$520,000,000.00	\$520,000,000.00
Class A(2006-13)	\$275,000,000.00	\$275,000,000.00	\$275,000,000.00	\$275,000,000.00
Class A(2006-14)	\$1,350,000,000.00	\$1,350,000,000.00	\$1,350,000,000.00	\$1,350,000,000.00
Class A(2007-1)	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00
Class A(2007-3)	\$515,000,000.00	\$515,000,000.00	\$515,000,000.00	\$515,000,000.00
Class A(2007-4)	\$300,000,000.00	\$300,000,000.00	\$300,000,000.00	\$300,000,000.00
Class A(2007-5)	\$396,927,017.00	\$396,927,017.00	\$396,927,017.00	\$396,927,017.00
Class A(2007-6)	\$750,000,000.00	\$750,000,000.00	\$750,000,000.00	\$750,000,000.00
Class A(2007-8)	\$500,000,000.00	\$0.00	\$0.00	\$0.00
Class A(2007-9)	\$1,250,000,000.00	\$0.00	\$0.00	\$0.00
Class A(2007-10)	\$750,000,000.00	\$750,000,000.00	\$750,000,000.00	\$750,000,000.00
Class A(2007-11)	\$400,000,000.00	\$400,000,000.00	\$400,000,000.00	\$400,000,000.00
Class A(2007-14)	\$1,700,000,000.00	\$1,700,000,000.00	\$1,700,000,000.00	\$1,700,000,000.00
Class A(2007-15)	\$1,450,000,000.00	\$1,450,000,000.00	\$1,450,000,000.00	\$1,450,000,000.00
Class A(2008-2)	\$1,250,000,000.00	\$1,250,000,000.00	\$1,250,000,000.00	\$1,250,000,000.00
Class A(2008-4)	\$510,000,000.00	\$510,000,000.00	\$510,000,000.00	\$510,000,000.00
Class A(2008-6)	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00
Class A(2008-7)	\$1,175,000,000.00	\$1,175,000,000.00	\$1,175,000,000.00	\$1,175,000,000.00
Class A(2008-8)	\$1,000,000,000.00	\$1,000,000,000.00	\$1,000,000,000.00	\$1,000,000,000.00
Class A(2008-10)	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00
Class A(2010-1)	\$900,000,000.00	\$900,000,000.00	\$900,000,000.00	\$900,000,000.00
<b>Class A Total:</b>	\$21,194,687,017.00	\$19,444,687,017.00	\$19,444,687,017.00	\$19,444,687,017.00
<b>Class B:</b>				
Class B(2003-4)	\$331,650,000.00	\$331,650,000.00	\$331,650,000.00	\$331,650,000.00
Class B(2004-1)	\$350,000,000.00	\$350,000,000.00	\$350,000,000.00	\$350,000,000.00
Class B(2005-1)	\$125,000,000.00	\$0.00	\$0.00	\$0.00
Class B(2005-3)	\$150,962,500.00	\$150,962,500.00	\$150,962,500.00	\$150,962,500.00
Class B(2006-1)	\$250,000,000.00	\$250,000,000.00	\$250,000,000.00	\$250,000,000.00
Class B(2006-2)	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00	\$500,000,000.00
Class B(2007-2)	\$250,000,000.00	\$250,000,000.00	\$250,000,000.00	\$250,000,000.00
Class B(2007-3)	\$175,000,000.00	\$175,000,000.00	\$175,000,000.00	\$175,000,000.00
Class B(2008-1)	\$200,000,000.00	\$200,000,000.00	\$200,000,000.00	\$200,000,000.00
Class B(2010-1)	\$3,350,000,000.00	\$3,350,000,000.00	\$3,350,000,000.00	\$3,350,000,000.00
<b>Class B Total:</b>	\$5,682,612,500.00	\$5,557,612,500.00	\$5,557,612,500.00	\$5,557,612,500.00
<b>Class C:</b>				
Class C(2002-6)	\$50,000,000.00	\$50,000,000.00	\$50,000,000.00	\$50,000,000.00
Class C(2002-7)	\$50,000,000.00	\$50,000,000.00	\$50,000,000.00	\$50,000,000.00
Class C(2003-4)	\$327,560,000.00	\$327,560,000.00	\$327,560,000.00	\$327,560,000.00
Class C(2003-7)	\$100,000,000.00	\$100,000,000.00	\$100,000,000.00	\$100,000,000.00
Class C(2004-2)	\$275,000,000.00	\$275,000,000.00	\$275,000,000.00	\$275,000,000.00
Class C(2006-1)	\$350,000,000.00	\$350,000,000.00	\$350,000,000.00	\$350,000,000.00
Class C(2006-5)	\$300,000,000.00	\$300,000,000.00	\$300,000,000.00	\$300,000,000.00
Class C(2006-6)	\$250,000,000.00	\$250,000,000.00	\$250,000,000.00	\$250,000,000.00
Class C(2008-5)	\$275,000,000.00	\$275,000,000.00	\$275,000,000.00	\$275,000,000.00
Class C(2010-1)	\$1,975,000,000.00	\$1,975,000,000.00	\$1,975,000,000.00	\$1,975,000,000.00
<b>Class C Total:</b>	\$3,952,560,000.00	\$3,952,560,000.00	\$3,952,560,000.00	\$3,952,560,000.00
<b>Total:</b>	\$30,829,859,517.00	\$28,954,859,517.00	\$28,954,859,517.00	\$28,954,859,517.00

<u>Class A Usage of Class B Subordinated Amount for this Monthly Period</u>	<u>Class A Usage of Class C Subordinated Amount for this Monthly Period</u>	<u>Cumulative Class A Usage of Class B Subordinated Amount</u>	<u>Cumulative Class A Usage of Class C Subordinated Amount</u>
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NOTHING TO REPORT

J. Class B Usage of Class C Subordinated Amounts:

<u>Class B Usage of Class C Subordinated Amount for this Monthly Period</u>	<u>Cumulative Class B Usage of Class C Subordinated Amount</u>
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NOTHING TO REPORT

K. Nominal Liquidation Amount for Tranches of Notes Outstanding:

	Beginning Nominal	Liquidation Amount	Increases from accretions on Principal Discount	Increases from Principal Excess	Increases from Principal Funding sub-account in respect of Prefunding Excess	Reimbursements from Available Funds	Reductions due to Principal of Available Amounts	Reductions due to Investor Charge-Offs	Reductions due to the Principal Funding sub-Account	Ending Nominal Amount	Liquidation
<b>Class A:</b>											
Class A(2001-Emerald)		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Class A(2003-10)		\$500,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$500,000,000.00	
Class A(2004-1)		\$752,760,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$752,760,000.00	
Class A(2004-3)		\$700,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$700,000,000.00	
Class A(2005-10)		\$400,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$400,000,000.00	
Class A(2006-2)		\$550,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$550,000,000.00	
Class A(2006-5)		\$700,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$700,000,000.00	
Class A(2006-7)		\$375,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$375,000,000.00	
Class A(2006-8)		\$725,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$725,000,000.00	
Class A(2006-11)		\$520,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$520,000,000.00	
Class A(2006-13)		\$275,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$275,000,000.00	
Class A(2006-14)		\$1,350,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,350,000,000.00	
Class A(2007-1)		\$500,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$500,000,000.00	
Class A(2007-3)		\$515,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$515,000,000.00	
Class A(2007-4)		\$300,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$300,000,000.00	
Class A(2007-5)		\$396,927,017.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$396,927,017.00	
Class A(2007-6)		\$750,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$750,000,000.00	
Class A(2007-8)		\$500,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$500,000,000.00	\$0.00	\$0.00	
Class A(2007-9)		\$1,250,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,250,000,000.00	\$0.00	\$0.00	
Class A(2007-10)		\$750,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$750,000,000.00	
Class A(2007-11)		\$400,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$400,000,000.00	
Class A(2007-14)		\$1,700,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,700,000,000.00	
Class A(2007-15)		\$1,450,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,450,000,000.00	
Class A(2008-2)		\$1,250,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,250,000,000.00	
Class A(2008-4)		\$510,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$510,000,000.00	
Class A(2008-6)		\$500,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$500,000,000.00	
Class A(2008-7)		\$1,175,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,175,000,000.00	
Class A(2008-8)		\$1,000,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,000,000,000.00	
Class A(2008-10)		\$500,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$500,000,000.00	
Class A(2010-1)		\$900,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$900,000,000.00	
<b>Class A Total:</b>		\$21,194,687,017.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,750,000,000.00	\$19,444,687,017.00		
<b>Class B:</b>											
Class B(2003-4)		\$331,650,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$331,650,000.00	
Class B(2004-1)		\$350,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$350,000,000.00	
Class B(2005-1)		\$125,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$125,000,000.00	\$0.00	\$0.00	
Class B(2005-3)		\$150,962,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$150,962,500.00	
Class B(2006-1)		\$250,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$250,000,000.00	
Class B(2006-2)		\$500,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$500,000,000.00	
Class B(2007-2)		\$250,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$250,000,000.00	
Class B(2007-3)		\$175,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$175,000,000.00	
Class B(2008-1)		\$200,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$200,000,000.00	
Class B(2010-1)		\$3,350,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$3,350,000,000.00	
<b>Class B Total:</b>		\$5,682,612,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$125,000,000.00	\$5,557,612,500.00		
<b>Class C:</b>											
Class C(2002-6)		\$50,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$50,000,000.00	
Class C(2002-7)		\$50,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$50,000,000.00	
Class C(2003-4)		\$327,560,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$327,560,000.00	
Class C(2003-7)		\$100,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$100,000,000.00	

Class C(2004-2)	\$275,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$275,000,000.00
Class C(2006-1)	\$350,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$350,000,000.00
Class C(2006-5)	\$300,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$300,000,000.00
Class C(2006-6)	\$250,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$250,000,000.00
Class C(2008-5)	\$275,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$275,000,000.00
Class C(2010-1)	\$1,975,000,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,975,000,000.00
<b>Class C Total:</b>	<b>\$3,952,560,000.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$3,952,560,000.00</b>
<b>Total:</b>	<b>\$30,829,859,517.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$1,875,000,000.00</b>	<b>\$28,954,859,517.00</b>

\* The Beginning Nominal Liquidation Amount for Class A(2001-Emerald) is reported as of the end of the Monthly Period.

L. Excess Available Funds and 3 Month Excess Available Funds:

Excess Available Funds	<u>\$455,911,383.54</u>
Is 3 Month Excess Available Funds < 0 ? (Yes/No)	<u>No</u>

M. Other Performance Triggers

Has a Class C Reserve sub-Account funding trigger occurred? (Yes/No)	<u>No</u>
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N. Repurchase Demand Activity (Rule 15Ga-1)

No Activity to Report  
**Most Recent Form ABS – 15G**  
 Filed by: BA Credit Card Funding, LLC  
 CIK#: 0001370238  
 Filing Date: February 10, 2012

IN WITNESS WHEREOF, the undersigned has duly executed and delivered this Monthly Noteholders' Statement this 8th day of June, 2012.

**FIA CARD SERVICES, NATIONAL ASSOCIATION,  
 Servicer**

**By: /s/Michelle D. Dumont  
 Name: Michelle D. Dumont  
 Title: Senior Vice President**

C-  
**BAseries**