FORM 5

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

| OMB APPRO | VAL |
|------------------------|-----------|
| OMB Number: | 3235-0362 |
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| ner response | 1.0 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported

Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of BANK OF AMERIC | | | 2. Issuer Name and T Uni-Pixel [UNXI | _ | ymbol | | | 5. Relationship of Reporting Person(s) to l (Check all applicab Director X 10 | le) | | |
|---------------------------------------|----------|---|---|----------------------|---|--------|---|--|--|-------------------------|--|
| BANK OF AMERIC N. TRYON ST. | (First) | | 3. Statement for Issue 11/04/2009 | er's Fiscal Year En | ded (Month/D | ay/Yea | r) | Officer (give title below) Oth | er (specify belo | w) | |
| CHARLOTTE, NC 2 | (Street) | | 4. If Amendment, Da | tte Original Filed(M | Ionth/Day/Year) | | | 6. Individual or Joint/Group Reporting (check applicable line) Form Filed by One Reporting Person X_Form Filed by More than One Reporting Person |) | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Dispose | | | | uired, Disposed of, or Beneficially Owned | Disposed of, or Beneficially Owned | | | |
| 1.Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year | 2A. Deemed Execution Date, if any (Month/Day/Year) | (Instr. 8) | 4. Securities or Disposed (Instr. 3, 4 an | of (D) | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership | |
| Common Stock | | 11/04/2009 | | C4 ⁽¹⁾ | 8,340,225 (1) | A (1) | \$ (1) (2) | 12,389,590 (1) | I (3) | By Subsidiary | |
| Common Stock | | 11/04/2009 | | J4 ⁽¹⁾ | 377,594 (1) | A (1) | \$ (1) (2) | 12,389,590 (1) | I (3) | By Subsidiary | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| | | | | (e.g., | puts, calls, w | arrants, opti | ons, convert | ible securities) | | | | | | |
|--|---------------------------|-------------------|--------------------|-------------------|------------------|------------------|----------------------------|--------------------|--------------------------|----------------------------------|------------------------|--|----------------------|------------------|
| | 2. | 3. Transaction | | 4. | 5. Number of | | 6. Date Exer | | 7. Title and | | 8. Price of | | 10. | 11. Nature |
| Derivative Security | Conversion or Exercise | (Month/Day/Year) | Execution Date, if | | or Disposed | | Expiration I (Month/Day | | Underlying (Instr. 3 and | | Derivative Security | | Ownership Form of | Beneficial |
| (Instr. 3) | Price of | (Wollan Bay Tear) | (Month/Day/Year) | | (Instr. 3, 4, a | | (Wonth Day | , 1 car) | (mstr. 5 und | '') | _ | | | Ownership |
| | Derivative Security | | | | (A) | , | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Beneficially Owned at End of Issuer's | | (Instr. 4) |
| Series C Preferred Stock | \$ 1.4 (1) (2) | 11/04/2009 | | J4 (1) | | 892,858 (1) | <u>(4)</u> | <u>(4)</u> | Common Stock | 8,717,819 (1) | \$ 0 (1) | 0 (1) | I (3) | By Subsidiary |
| Warrant to Purchase Common Stock | | 11/04/2009 | | J4 ⁽⁵⁾ | | 3,214,289 (5) | <u>(6)</u> | (6) | Common Stock | 3,214,289 (5) | \$ 0 (1) | 0 (1) | I (3) | By Subsidiary |
| Warrant to Purchase Common Stock | | 11/04/2009 | | J4 ⁽⁵⁾ | 3,671,771 (5) | | <u>(7)</u> | 10/31/2019 | Common Stock | 3,671,771 (5) | \$ 0 (1) | 3,671,771 (5) | I (3) | By Subsidiary |

Reporting Owners

| | | Relationsl | nips | |
|--|----------|--------------|---------|-------|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
| BANK OF AMERICA CORP /DE/ BANK OF AMERICA CORPORATE CENTER 100 N. TRYON ST. CHARLOTTE, NC 28255 | | X | | |
| MERRILL LYNCH, PIERCE, FENNER & SMITH INC. ONE BRYANT PARK NEW YORK, NY 10036 | | X | | |

Signatures

| /s/ Debra Cho | 02/04/2010 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date |
| | |
| /s/ Robert Shine | 02/04/2010 |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- Pursuant to an Amended and Restated Conversion Agreement dated November 4, 2009 (the "Conversion Agreement"), Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPFS") surrendered and (1) exchanged 892,858 shares of Uni-Pixel, Inc. Series C Preferred Stock ("Preferred Stock") for 8,717,819 shares of Uni-Pixel common Stock ("Common Stock"), which included 377,594 shares relating to additionally awarded dividended.
- (2) Each share of Preferred Stock was convertible into a number of shares of Common Stock equal to the quotient obtained by dividing \$11.20, plus accrued and unpaid dividends, and any other declared and unpaid dividends, by \$1.40.
- (3) The transactions reported on this Form 5 were effected by MLPFS, an indirect, wholly owned subsidiary of Bank of America Corporation.
- (4) The Preferred Stock was convertible at any time and had no expiration date.
- (5) Pursuant to the Conversion Agreement, a warrant to purchase 3,214,289 shares of Common Stock for a purchase price of \$1.40 per share was cancelled, and a new warrant to purchase 3,671,771 shares of Common Stock for a purchase price of \$0.50 was issued to MLPFS.
- (6) The original warrant was exercisable until it was forfeited and exchanged pursuant to the Conversion Agreement.
- (7) The new warrant is currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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