



Director Stock Unit Plan	\$ 0	03/28/2008		A	V	2,073.99 (2)	(3)	(3)	Common Stock	2,073.99	\$ 0	65,606.37	D
Phantom Stock	\$ 0	03/28/2008		A	V	358.59 (4)	(5)	(5)	Common Stock	358.59	\$ 0	11,343.13	D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARNET WILLIAM III 100 NORTH TRYON STREET CHARLOTTE, NC 28255	X			

## Signatures

William Barnet, III/Roger C. McClary POA		04/24/2008
<small>Signature of Reporting Person</small>		<small>Date</small>

## 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).

- (1) Shares represent payment of a portion of the annual retainer as restricted shares under the Bank of America Corporation Directors' Stock Plan in transactions exempt under Rule 16b-3.
- (2) Phantom stock dividends, which are exempt under Rule 16b-3, were reinvested between December 28, 2007 and March 28, 2008. Phantom stock units may be settled in stock upon death or termination of service as a director.
- (3) Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled in stock on death or termination of service as a director.
- (4) Phantom stock units acquired between December 28, 2007 and March 28, 2008 with reinvested dividend equivalents under the Bank of America Director Stock Plan.
- (5) Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled in cash on death or termination of service as a director.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.