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

(Drint or Type D

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### 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 Reporting Person BARNET WILLIAM III	2. Issuer Name and BANK OF AME					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) XDirector10% Owner				
(Last) (First) 100 NORTH TRYON STREET	3. Date of Earliest T 01/01/2009	ransaction (	Mont	h/Day/Ye	ar)	Officer (give title below)O	Other (specify be	ow)		
(Street) CHARLOTTE, NC 28255	4. If Amendment, D	ate Original	Filed	d(Month/Day	/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)		Table I - N	on-D	erivative	Securiti	ies Acqu	uired, Disposed of, or Beneficially Ov	vned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			) Owned Following Reported Transaction(s)	6. Ownership Form:	Beneficial
		(Month/Day/Tear)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	01/01/2009		А		378	А	\$ 0 (1)	49,633.71	D	
Common Stock								5,724	I	As Co- Trustee for Mary G Barnet Rev Trust
Common Stock								488	Ι	Barnet Company
Common Stock								22,519	Ι	Barnet Dev Corp
Common Stock								4,680	Ι	Barnet Rev Trust
Common Stock								565	Ι	By Daughter Mary
Common Stock								547	Ι	By Son John
Common Stock								600	Ι	By Son William
Common Stock								122	Ι	Spouse Valerie

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

ctly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	
(e.g., puts, calls, warrants, options, convertible securities)	

				( 8)1											
1. Title of			3A. Deemed	4. T		5. Number		6. Date Exer					9. Number of		11. Nature
	Conversion		Execution Date, if		tion			and Expirati				Derivative		Ownership	
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day	/Year)	(Instr. 3 and	14)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	)	Acquired (A	A)					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					or Disposed	l of						Owned	Security:	(Instr. 4)
	Security					(D)							Following	Direct (D)	Ì.
	-					(Instr. 3, 4,	and						Reported	or Indirect	
						5)							Transaction(s)	(I)	
						-					A	1	(Instr. 4)	(Instr. 4)	
								_			Amount		l` í	Ì Í	
									Expiration	Title	or				
								Exercisable	Date		Number				
				Code	V	(A)	(D)				of Shares				
						•			•	•					

Director Stock Unit Plan	\$ 0	06/27/2008	А	v	1,707.53	(2)	<u>(2)</u>	Common Stock	1,707.53	\$ 0	67,313.90	D	
Phantom Stock	\$ 0	06/27/2008	А	V	295.22	<u>(3)</u>	<u>(3)</u>	Common Stock	295.22	\$ 0	11,638.35	D	
Director Stock Unit Plan	\$ 0	09/26/2008	A	v	1,173.87	(2)	<u>(2)</u>	Common Stock	1,173.87	\$ 0	68,487.77	D	
Phantom Stock	\$ 0	09/26/2008	А	V	202.96	<u>(3)</u>	<u>(3)</u>	Common Stock	202.96	\$ 0	11,841.31	D	
Director Stock Unit Plan	\$ 0	12/26/2008	А	v	1,640.42	(2)	<u>(2)</u>	Common Stock	1,640.42	\$ 0	70,128.19	D	
Phantom Stock	\$ 0	12/26/2008	А	v	283.62	<u>(3)</u>	<u>(3)</u>	Common Stock	283.62	\$ 0	12,124.93	D	

# **Reporting Owners**

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

## **Signatures**

William Barnet, III/Roger C. McClary POA	01/02/2009
Signature of Reporting Person	Date

## **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).
- Received in exchange for common stock of Merrill Lynch & Co., Inc. (Merrill) at an exchange ratio of .8595 of a share of Bank of America common stock for each share of Merrill (1) common stock in connection with the merger of Merrill into Bank of America on January 1, 2009. The closing price of Merrill common stock on the last day prior to the effective time of the merger was \$11.64 per share.
- (2) 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.
- (3) 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.

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