

# FORM 4

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

OMB APPROVAL	
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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).

## 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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>LEWIS KENNETH D</b>			2. Issuer Name and Ticker or Trading Symbol <b>BANK OF AMERICA CORP /DE/ [BAC]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chairman CEO and Pres</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/04/2008</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
100 NORTH TRYON STREET  (Street)  CHARLOTTE, NC 28255  (City) (State) (Zip)			4. If Amendment, Date Original Filed (Month/Day/Year)					

**Table I - Non-Derivative Securities Acquired, 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series H Non-Cumulative Preferred Stock	11/04/2008		P		44,250	A	\$ 23.15	44,250	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		18,710	A	\$ 23.10	62,960	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		6,600	A	\$ 23.12	69,560	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		6,050	A	\$ 23.13	75,610	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		3,590	A	\$ 23.09	79,200	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		2,100	A	\$ 23.14	81,300	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		1,900	A	\$ 23.07	83,200	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		1,000	A	\$ 23.11	84,200	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		1,000	A	\$ 23.08	85,200	D	
Series H Non-Cumulative Preferred Stock	11/04/2008		P		800	A	\$ 23.06	86,000	D	
Common Stock	01/20/2009		P		112,062	A	\$ 5.98	1,373,059	D	
Common Stock	01/20/2009		P		48,252	A	\$ 5.99	1,421,311	D	
Common Stock	01/20/2009		P		23,050	A	\$ 6.03	1,444,361	D	
Common Stock	01/20/2009		P		16,636	A	\$ 6.06	1,460,997 (1)	D	
Common Stock	12/31/2008		A	V	2,055.47 (2)	A	\$ 0	22,701.46	I	Thrift Trust
Common Stock								259,767 (1)	I	GRAT I
Common Stock								259,767 (1)	I	GRAT II

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, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS KENNETH D 100 NORTH TRYON STREET CHARLOTTE, NC 28255	X		Chairman CEO and Pres	

## Signatures

Kenneth D. Lewis/Roger C. McClary POA		01/21/2009
<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).

On May 27, 2008, 293,900 shares previously owned by the reporting person were transferred to the reporting person's GRAT I, and 293,900 shares were transferred to the (1) reporting person's GRAT II. On August 28, 2008, 21,366 shares were distributed to the reporting person, 10,683 each from GRAT I and GRAT II. On December 3, 2008, 46,900 shares were distributed to the reporting person, 23,450 each from GRAT I and GRAT II.

(2) Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under the Bank of America Corporation 401(k) Plan.

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.