

FORM 4

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

OMB APPROVAL	
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Montag Thomas K.		2. Issuer Name and Ticker or Trading Symbol BANK OF AMERICA CORP /DE/ [BAC]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Pres, Gbl Bkg & Markets	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/04/2009		
100 NORTH TRYON STREET					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		
CHARLOTTE, NC 28255			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		
(City)	(State)	(Zip)			

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)			
Common Stock							179,383	I	GRAT

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Contingent Warrants (right to buy)	\$ 0.01	12/04/2009		P		325,000 (1)		(1)	(1)	Common Stock (2)	15,177.50	\$ 0 (3)	325,000 (1)	D	
Depository Shares Representing Interests in Series S Pfd Stk	\$ 0 (1)	12/04/2009		P		325,000 (2)		(1)	(1)	Common Stock (2)	325,000	\$ 0 (3)	325,000 (2)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Montag Thomas K. 100 NORTH TRYON STREET CHARLOTTE, NC 28255			Pres, Gbl Bkg & Markets	

Signatures

Thomas K. Montag/Roger C. McClary POA	12/08/2009
**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).

(1) See Exhibits EX99.1 and EX99.2.

(2) See Exhibit EX99.2

(3) See Exhibit EX99.1

Remarks:

ex99-1.TXT, ex99-2.TXT

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.

(2) If the Company's stockholders approve the Amendment, the Series S Preferred Stock will automatically convert in full into shares of the Company's Common Stock at a rate of 1,000 shares of Common Stock for each share of Series S Preferred Stock, subject to certain adjustments, and the Contingent Warrants will expire without becoming exercisable. If the Company's stockholders reject the Amendment, the Contingent Warrants and the depositary shares will separate and begin to trade separately, the Series S Preferred Stock will automatically partially convert into the Company's Common Stock and upon such partial conversion, the conversion rate for the Series S Preferred Stock will be proportionately reduced, and thereafter upon subsequent stockholder approval of the Amendment, the Series S Preferred Stock automatically will convert in full at the reduced conversion rate. If the Company's stockholders have not acted upon the Amendment on or before March 23, 2010, the Contingent Warrants and the depositary shares will separate and begin to trade separately (however the Contingent Warrants will not become exercisable unless and until the stockholders reject the Amendment), the Series S Preferred Stock will automatically partially convert into Common Stock and upon such partial conversion, the conversion rate for the Series S Preferred Stock will be proportionately reduced, and thereafter upon subsequent stockholder approval of the Amendment, the Series S Preferred Stock automatically will convert in full at the reduced conversion rate.

(1) The reported securities are included within 325,000 Bank of America Corporation the "Company") Common Equivalent Securities the "Common Equivalent Securities") purchased by the reporting person for \$15.00 per Common Equivalent Security. Each Common Equivalent Security consists of (i) one depositary share, representing a 1/1,000th interest in a share of the Company's Common Equivalent Junior Preferred Stock, Series S (the "Series S Preferred Stock"), each share of which, upon the approval of the Company's stockholders of an amendment to the Amended and Restated Certificate of Incorporation of the Company (the "Amendment") to increase the number of authorized shares of the Company's common stock (the "Common Stock"), will automatically convert in full into shares of Common Stock, at a conversion rate of 1,000 shares of Common Stock for each share of Series S Preferred Stock; and (ii) a contingent warrant (the "Contingent Warrants") to purchase 0.0467 of a share of Common Stock at an exercise price of \$0.01 per share with cash being paid for fractional shares that will become exercisable for a 30-day period if the Company's stockholders reject the Amendment.