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

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

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

e Responses)																	
Name and Address of Reporting Person * O'Keefe Edward P.			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							
(Last) (First) (Middle) 100 NORTH TRYON STREET			3. Date of Earliest Transaction (Month/Day/Year) 02/12/2010														
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line)							
CHARLOTTE, NC 28255											X_Form filed by One Reporting Person Form filed by More than One Reporting Person						
)	(State)	(Zip)	Table I - Non-Derivative Securities Acqui							uired, Di	ired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	r) any		Date, if	(Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s)			Form:	7. Nature of Indirect Beneficial Ownership		
					Code	V	Amou	(A) or (D)	Price		(max. 5 and 1)			or Indirect (I) (Instr. 4)	(Instr. 4)		
Stock		02/12/2010	.010			A <sup>(1)</sup>		25,50	)4 A	\$ 0	40,90	5			D		
Common Stock		02/12/2010			F		8,277	7 D	\$ 14.45	32,62	8			D			
Stock		02/13/2010				M		11,12	29 A	\$ 0	43,75	7			D		
Stock		02/13/2010				F		3,612	2 D	\$ 14.45	40,14	5			D		
Stock		02/15/2010				F		660	D	\$ 14.45	39,48	5			D		
Stock											5,946	5.33			I	Thrift Trust	
eport on a sep	parate line for each c		- Deriva	ative	Securiti	es Acquire	Perso this f curre	form and entity values	re not requalid OMB of, or Bene	uired to contro	o respo I numbe	nd unles				1474 (9-02)	
12	2 Transaction	2 A. Doomad		uts,							Title and	Amount	9 Price of	0 Number	of 10	11. Natu	
Conversion or Exercise Price of Derivative Security	Date	Execution Date, if any	Transaction D Code So (Instr. 8) A		Derivati Securiti Acquire Dispose	ve es d (A) or d of (D)	Expiration 1 (Month/Day		Date		Underlyii curities	ng		Derivative Securities Beneficially Owned Following	Owners Form o Derivat Securit Direct (	ship of Indire f Benefici ive Ownersh y: (Instr. 4	
			Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Titl	le	Amount or Number of Shares					
\$ 0	02/12/2010		A		76,511			(2)	02/12/20	141		76,511	\$ 0	76,511	D		
ı			М			11,129		<u>(3)</u>	02/13/20	Co	ommon	11,129	\$ 0	22,260	D		
	Address of Fedward P. Control of The Try Of The Try Of The Try Of The Try Of Tr	Address of Reporting Person Edward P.  (First) TH TRYON STREET (Street)  OTTE, NC 28255 (State)  Stock  Stock	Address of Reporting Person Edward P.  (First) (Middle) TH TRYON STREET (Street)  OTTE, NC 28255 (State) (Zip)  Edward P.  (Street)  OTTE, NC 28255 (State) (Zip)  Edward P.  (Street)  OTTE, NC 28255 (Month/Day/Year)  Stock 02/12/2010  Stock 02/13/2010  Stock 02/13/2010  Stock 02/13/2010  Stock 02/15/2010  Stock 02/15/2010  Stock 02/15/2010  Table II  2. Conversion Or Exercise Price of Derivative Security  Security 03. Transaction Date (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)	Address of Reporting Person 2. Issu BANK  (a) (First) (Middle) (D2/12/2)  (Street) (Street) (A. If Am. D2/12/2)  (Street) (State) (Zip)  (Struity (Month/Day/Year) (Month/Day/Year)  Stock (D2/12/2010 (Stock) (D2/13/2010 (Stock)	Address of Reporting Person BANK OF BA	Address of Reporting Person Bank OF AMEL Color (First) (Middle) 3. Date of Earliest Tro 02/12/2010  4. If Amendment, Date OTTE, NC 28255 (State) (Zip)  Currity 2. Transaction Date (Month/Day/Year)  Stock 02/12/2010  Stock 02/12/2010  Stock 02/13/2010  Stock 02/13/2010  Stock 02/13/2010  Stock 02/13/2010  Stock 02/15/2010  Stock 02/15/2010	Address of Reporting Person BANK OF AMERICA CC TH TRYON STREET  (Street)  (Aliddle)  (Street)  (Aliddle)  (Ali	2. Issuer Name and Ticker or Tradin BANK OF AMERICA CORP / BANK OF AMERICA CORP / O2/12/2010  3. Date of Earliest Transaction (Month O2/12/2010  4. If Amendment, Date Original Filed (Month/Day/Year)  Stock (Month/Day/Year)  Stock (O2/12/2010	Address of Reporting Person ** Edward P.  O (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Y 02/12/2010  **TTH TRYON STREET**  O (Street) 4. If Amendment, Date Original Filed(Month/Day/Y 02/12/2010  **Table I - Non-Derivation Date (Month/Day/Year)*  O (State) (Zip) Table I - Non-Derivation Date (Month/Day/Year)  O (Code V Amount Month/Day/Year)  Stock 02/12/2010 F (State) 02/12/2010 F (Instr. 8)  Stock 02/13/2010 F (Stock) 02/15/2010	Address of Reporting Person   Character   Character	Address of Reporting Person   Civist   Civist	Address of Reporting Person   Chidward P.	Address of Reporting Person	Address of Reporting Person	Address of Reporting Persons   2   Losuer Name and Ticker or Trading Symbol (Check all applicable (Check all	Address of Reporting Person	

	Relationships							
Reporting Owner Name / Address	Director 10% Owner		Officer	Other				
O'Keefe Edward P. 100 NORTH TRYON STREET CHARLOTTE, NC 28255			General Counsel					

## **Signatures**

Signature of Reporting Person	Date	
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# **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) This restricted stock grant is exempt under Rule 16b-3(d). These restricted shares vest upon grant and are payable as follows: 50% six months after the grant date and the remaining 50% eighteen months after the grant date.
- (2) These restricted stock units, which are exempt under Rule 16b-3(d), vest on the third anniversary of the grant date.
- (3) These restricted stock units, which are exempt under Rule 16b-3(d), vest in three equal installments commencing on the first anniversary of the grant date.

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.