

# FORM 4

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

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| 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*<br>Montag Thomas K. |         | 2. Issuer Name and Ticker or Trading Symbol<br>BANK OF AMERICA CORP /DE/ [BAC] |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____<br>Pres, Gbl Bkg & Markets |  |
| (Last)   | (First) | (Middle)   | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/24/2010 |   |  |
| 100 NORTH TRYON STREET                                       |         |  | 4. If Amendment, Date Original Filed(Month/Day/Year)           |   | 6. Individual or Joint/Group Filing Check Applicable Line<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| (Street)   |         |  |  |   |  |
| CHARLOTTE, NC 28255  |         |  |  |   |  |
| (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) | Price    |   |  |   |
| Common Stock                    | 02/24/2010                           |  | C                              |   | 335,000   | A          | \$ 0 (1) | 335,000 (1)   | I  | GRAT II   |
| Common Stock                    |                                      |  |                                |   |   |            |          | 179,383   | I  | GRAT  |
| Common Stock                    |                                      |  |                                |   |   |            |          | 386,041 (2)   | I  | GRAT III  |

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 |  |  |  |  |
| Depository Shares Representing Interests in Series S Pfd Stk | \$ 0 (1)   | 02/24/2010                           |  | C                              |   | 335,000   | (1)  | (1)             | Common Stock  | 335,000                    | \$ 0                                       | 0  | D  |  |

## Reporting Owners

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

## Signatures

|                                       |            |
|---------------------------------------|------------|
| Thomas K. Montag/Roger C. McClary POA | 02/26/2010 |
| **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).

On February 19, 2010, the reporting person transferred 335,000 Common Equivalent Securities (each consisting of a depositary share representing a 1/1000th interest in the issuer's Common Equivalent Junior Preferred Stock, Series S (the "Series Preferred Stock") and a contingent warrant to purchase a fraction of a share of the issuer's common stock) to the reporting person's

(1) GRAT II. On February 24, 2010, following stockholder approval of an amendment to increase the number of authorized shares of the issuer's common stock, all outstanding shares of the Series S Preferred Stock automatically converted into common stock at a conversion rate of 1,000 shares of common stock for each share of Series S Preferred Stock, the related contingent warrants expired without becoming exercisable, and the Common Equivalent Securities ceased to exist.

(2) On February 19, 2010, 386,041 shares previously owned by the reporting person were transferred to the reporting person's GRAT III.

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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