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

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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

. Name and Address of Reporting Person * Thompson Bruce R.			2. Issuer Name and Ticker or Trading Symbol BANK OF AMERICA CORP /DE/ [BAC]						5.	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X Officer (give title below) Other (specify below) Chief Financial Officer				
(Last) (First) (Middle) 00 N. TRYON ST.			3. Date of Earliest Transaction (Month/Day/Year)											
	(Street)		4. If Amer	ndment,	Date Orig	ginal File	(Month/Da	ıy/Year)					Applicable Li	ine)
TTE. NC 2	28255								_X					
, , , , ,	(State)	(Zip)			Table I	- Non-D	erivative	Securitie	s Acquire	d. Disposed	of, or Bene	ficially Owne	d	
curity		2. Transaction	2A. Deer	ned			1							7. Nature
(Instr. 3)		Date	Execution Date, if					(A) or Disposed of (D)		Owned Following Reported		ed (of Indirect Beneficial
		(Wolldin Day Tear)						(()	,		Direct (D)	Ownership
					Coc	le V	Amour	(A) or	Price			((I)	(Instr. 4)
Stock		09/15/2012						A	0.2	83,491				
Stock		09/15/2012			D		8,491	D	\$ 9.55 27	75,000		1)	
Stock									69	9.07]		401(k) Plan
			<u>senemenan</u>	y owned	directly	Pers in th	ons wh	are not r	equired to	o respond	unless the	tion contain e form	ed SEC	1474 (9-02)
			Derivativ	,		Pers in th disp	ons whos form ays a c	are not reuring	equired to valid OMI	o respond B control r	unless the		ed SEC	1474 (9-02)
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	Stock Stock Stock	Stock Stock Stock Stock	Bruce R.	Bruce R. BANK (BANK OF AM A Bruce R. (First) (Middle) 3. Date of Earliest 09/15/2012 4. If Amendment, I TTE, NC 28255 (State) (Zip) curity 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 09/15/2012 Stock 09/15/2012	BANK OF AMERICA (First) (Middle) 3. Date of Earliest Transaction 199/15/2012 4. If Amendment, Date Originate (Month/Day/Year) (Street) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. (Month	BANK OF AMERICA CORP (First) (Middle) 3. Date of Earliest Transaction (Mont 09/15/2012 (Street) 4. If Amendment, Date Original Filed TTE, NC 28255 (State) (Zip) Table I - Non-Decurity 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Stock 09/15/2012 M Stock 09/15/2012 D Stock O9/15/2012 D	BANK OF AMERICA CORP /DE/ [1] (Street) (Zip) (Zip) (Zip) (Zip) (Zip) (Zip) (A) Deemed Execution Date, if (A) or (Instr. 3) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Stock) (Month/Day/2ear) (A) Or (Instr. 3) (Code (A) or (Instr. 3) (Instr. 3) (Stock) (Stock) (Deemed Execution Date, if (Instr. 3) (A) Or (Instr. 3) (A) Or (Instr. 3) (Deemed Execution Date, if (Instr. 3) (A) Or (Instr. 3) (Deemed Execution Date, if (Instr. 3) (A) Or (Instr. 3) (Deemed Execution Date, if (Instr. 3) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 3) (Instr. 4) (Instr. 5) (Instr. 5) (Instr. 6) (Instr. 6) (Instr. 6) (Instr. 6) (Instr. 7) (Instr. 6) (Instr. 7) (Instr. 6) (Instr. 8) (Instr. 6) (Instr. 8) (Instr. 6) (Instr. 6) (Instr. 8) (Instr. 6) (Instr. 8) (Instr. 6) (Instr. 6) (Instr. 8) (Instr. 6) (Instr. 8) (Instr. 6) (Instr. 8) (Ins	BANK OF AMERICA CORP /DE/ [BAC] (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) TTE, NC 28255 (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock 09/15/2012 BANK OF AMERICA CORP /DE/ [BAC] 3. Date of Earliest Transaction (Month/Day/Year) Table I - Non-Derivative Securities Code (Instr. 8) (A) or Disposed of (Instr. 8) (A) or Original Filed(Month/Day/Year) Code (Instr. 3, 4 and 5) (A) or Original Filed(Month/Day/Year) A Securities Acq (A) or Disposed of (Instr. 8) Code (Instr. 8) (A) or Original Filed(Month/Day/Year) A Securities Acq (A) or Disposed of (Instr. 8) Code (Instr. 8) Code (Instr. 3, 4 and 5) A Stock 09/15/2012 D 8,491 D Stock	BANK OF AMERICA CORP /DE/ [BAC] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (09/15/2012 4. If Amendment, Date Original Filed(Month/Day/Year) 6. TTE, NC 28255 (State) (Zip) Table I - Non-Derivative Securities Acquired Execution Date (Month/Day/Year) (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr.	Bank Bank	BANK OF AMERICA CORP /DE / [BAC] (Check Director 2x Officer (give title below) (Poly 15/2012) (Street) (Street) (A. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip)	BANK OF AMERICA CORP /DE/ [BAC] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (O9/15/2012 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner Code (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner Code (Month/Day/Year) (Month/Day/Year)	BBRUCE R. BANK OF AMERICA CORP / DE / [BAC] (Check all applicable) Director (Check all applicable) 10% Owner Other (specify bel Chief Financial Officer Other (specify bel Other

Reporting Owner Name /

Address

	Birector	Owner	omeer	Other
Thompson Bruce R. 100 N. TRYON ST. CHARLOTTE, NC 28255			Chief Financial Officer	
Signatures				

Director 10%

Relationships

**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) Each Stock Unit is the economic equivalent of one share of Bank of America common stock.
 - These restricted stock units were awarded on February 15, 2012 pursuant to the terms of a Restricted Stock Unit Award Agreement which is exempt under Rule 16b-3(d). These units vest
- (2) and are payable solely in cash as follows: 1/12th of the stock units will vest and become payable on the 15th day of each month during the twelve month period beginning in March 2012 and ending in February 2013.

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.