

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 MAY THOMAS J			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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/07/2014					
100 NORTH TRYON STREET			4. If Amendment, Date Original Filed (Month/Day/Year)			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		
(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							2,142		I	By Revocable Trust

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)		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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Fleet BKB Director Retirement Ben Ex Program	\$ 0 (1)	03/28/2013		A	V	8.4923		(2)	(2)	Common Stock	8.4923	\$ 0 (1)	3,110.9023	D	
Director Stock Unit Plan	\$ 0 (1)	03/28/2014		A	V	61.1636		(3)	(3)	Common Stock	61.1636	\$ 0 (1)	22,405.4036	D	
Fleet BKB Director Stock Award Unit Plan	\$ 0 (4)	03/28/2014		A	V	14.9187		(5)	(5)	Common Stock	14.9187	\$ 0 (4)	5,465.0087	D	
Phantom Stock	\$ 0 (1)	03/28/2014		A	V	424.0131		(6)	(6)	Common Stock	424.0131	\$ 0 (1)	155,324.2431	D	
Phantom Stock	\$ 0 (1)	05/07/2014		A		17,567.57		(7)	(7)	Common Stock	17,567.57	\$ 0 (1)	172,891.8131	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAY THOMAS J 100 NORTH TRYON STREET CHARLOTTE, NC 28255	X			

Signatures

Thomas J. May/Evelyn King POA

05/09/2014

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 phantom stock unit is the economic equivalent of one share of common stock. Phantom stock units may be settled in cash upon death or termination of service as a director.
- (2) Represents phantom stock units acquired in dividend reinvestment transactions under the Fleet BKB Director Retirement Benefit Exchange Program.
- (3) Represents phantom stock units acquired in dividend reinvestment transactions under the Fleet Director Stock Unit Plan.
- (4) Each phantom stock unit is the economic equivalent of one share of common stock. Phantom stock units may be settled in stock upon death or termination of service as a director.
- (5) Represents phantom stock units acquired in dividend reinvestment transactions under the Fleet BKB Director Stock Award Unit Plan.
- (6) Represents phantom stock units acquired in dividend reinvestment transactions under the Bank of America Corporation Director Deferral Plan.
- (7) Phantom stock units acquired represent payment of the Annual Cash Award, Committee Chairperson Retainer Fee and the Annual Stock Award portions of the annual Directors' compensation under the Bank of America Corporation Director Deferral Plan in transactions exempt under Rule 16b-3.

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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