FORM	4
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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).

(Print or Type Respon

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

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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

(Print or Type Responses)	. *									. T	
1. Name and Address of Reporting Person <sup>*</sup> - Nguyen Thong M			2. Issuer Name <b>and</b> BANK OF AME			<b>·</b> ·		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner			
(Last) 100 N. TRYON STRE	(First) EET		3. Date of Earliest Transaction (Month/Day/Year) 02/14/2015					X_Officer (give title below) Other (specify below)   Pres, Ret. Bnkg & Co-Hd CB			
CHARLOTTE, NC 28	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		Table I - N	on-D	erivative	Securiti	es Acqu	ired, Disposed of, or Beneficially Own	ned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Owned Following Reported Transaction(s)	6. Ownership Form:	Beneficial
		(Month/Day/Year) Code V Amount (A) or (D) Price		(instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)						
Common Stock		02/14/2015		М		27,043	А	\$ 0 (1)	34,563	D	
Common Stock		02/14/2015		D		27,043	D	\$ 16.61	7,520	D	
Common Stock		02/15/2015		М		33,529	А	\$ 0 (1)	41,049	D	
Common Stock		02/15/2015		М		24,424	А	\$ 0 (1)	65,473	D	
Common Stock		02/15/2015		D		24,424	D	\$ 16.61	41,049	D	
Common Stock		02/15/2015		D		33,529	D	\$ 16.61	7,520	D	
Common Stock									276.045 (2)	Ι	401(k) Plan

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

or indirectly.

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

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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)	Conversion		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion )	of D Secu Acq or D of (I	urities uired (A) Disposed D) tr. 3, 4,	6. Date Exercisable and 7. Title and Amount		Security Securities (Instr. 5) Beneficially Owned Following Reported Transaction(s)		Ownership Form of Derivative Security: Direct (D) or Indirect (I)	Beneficial		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
2014 Restricted Stock Units	\$ 0 <u>(1)</u>	02/14/2015		М			27,043	(3)	02/14/2017	Common Stock	27,043	\$ 0 <u>(1)</u>	54,087	D	
2012 Restricted Stock Units	\$ 0 <u>(1)</u>	02/15/2015		М			24,424	<u>(4)</u>	02/15/2015	Common Stock	24,424	\$ 0 <u>(1)</u>	0	D	
2013 Restricted Stock Units	\$ 0 <u>(1)</u>	02/15/2015		М			33,529	(5)	02/15/2016	Common Stock	33,529	\$ 0 <u>(1)</u>	33,529	D	

# **Reporting Owners**

Γ		Relationships								
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
	Nguyen Thong M 100 N. TRYON STREET CHARLOTTE, NC 28255			Pres, Ret. Bnkg & Co-Hd CB						

### Signatures

Thong M. Nguyen/Evelyn D. King POA	02/18/2015
**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 unit is the economic equivalent of one share of Bank of America Corporation common stock.
- (2) The share equivalents attributed to the reporting person's 401(k) balances increased 1.265 shares in 2014 due to changes in the Net Asset Value (NAV) of the issuer's stock fund.
- (3) On February 14, 2014, the reporting person was granted units, vesting and payable in cash in three equal annual installments commencing with the first anniversary of the grant date.
- (4) On February 15, 2012, the reporting person was granted units, vesting and payable in cash in three equal annual installments commencing with the first anniversary of the grant date.
- (5) On February 15, 2013, the reporting person was granted units, vesting and payable in cash in three equal annual installments commencing with 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.

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