

## INITIAL STATEMENT OF 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 * <b>STRUTHERS RICHARD K</b> (Last) (First) (Middle) <b>100 NORTH TRYON STREET</b> (Street) <b>CHARLOTTE, NC 28255</b> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <b>01/01/2009</b>	3. Issuer Name and Ticker or Trading Symbol <b>BANK OF AMERICA CORP /DE/ [BAC]</b>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/> Pres BAC Gbl Card Svcs		5. 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		

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	31,938	D	

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

SEC 1473 (7-02)

**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.**

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option, Right to Buy	(1)	03/08/2010	Common Stock	349,643	\$ 23.6	D	
Option, Right to Buy	(1)	05/18/2009	Common Stock	306,330	\$ 30.17	D	
Option, Right to Buy	(1)	01/07/2013	Common Stock	176,940	\$ 34.9	D	
Option, Right to Buy	(1)	10/12/2011	Common Stock	265,410	\$ 35.05	D	
Option, Right to Buy	(1)	03/01/2011	Common Stock	439,633	\$ 36.8	D	
Option, Right to Buy	(1)	05/29/2012	Common Stock	176,940	\$ 40.76	D	
Option, Right to Buy	(2)	02/15/2018	Common Stock	75,600	\$ 42.7	D	
Option, Right to Buy	(3)	02/15/2017	Common Stock	105,000	\$ 53.85	D	
Restricted Stock Units	(4)	(4)	Common Stock	39,456	\$ (4)	D	
Restricted Stock Units	(5)	02/16/2009	Common Stock	24,941	\$ 0	D	
Restricted Stock Units	(5)	02/15/2010	Common Stock	13,549	\$ 0	D	
Restricted Stock Units	(5)	02/15/2011	Common Stock	15,600	\$ 0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STRUTHERS RICHARD K 100 NORTH TRYON STREET CHARLOTTE, NC 28255			Pres BAC Gbl Card Svcs	

## Signatures

Richard K. Struthers/Roger C. McClary POA		01/02/2009
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) These options fully vested on the effective date of the merger of MBNA Corporation into Bank of America Corporation.
  - (2) These options, which are exempt under Rule 16b3-(d), vest in three equal installments commencing on February 15, 2009. The proceeds must be held for one year following exercise.
  - (3) These options, which are exempt under Rule 16b-3(d), vest in three equal installments commencing on February 15, 2008. The proceeds must be held for one year following exercise.
  - (4) This is a non-compete award. The award vests 18 months after termination if the associate does not compete for all term reasons excluding death/disability. For death/disability the award vests at termination.
  - (5) 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.

### Remarks:

struthers.TXT

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby Constitutes and appoints each of Roger C. McClary, Jane R. Smith, Linda M. Sinkevitch and Kenneth N. Caesar as the undersigned's true and lawful attorneys-in-fact to:

1. execute for and on behalf of the undersigned, in the undersigned's capacity as a reporting person pursuant to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder of Bank of America Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Exchange Act;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and the New York Stock Exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of any of such attorneys-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by any of such attorneys-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as any of such attorneys-in-fact may approve in the discretion of any of such attorneys-in-fact.

The undersigned hereby grants to each such attorney-in-fact Full Power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that any of such attorneys-in-fact, or the substitute or substitutes of any of such attorneys in-fact, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act. This Power of Attorney shall remain in full force and effect Until The undersigned is no longer required to file Forms 3, 4 and 5 with Respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of December, 2008.

Signature: /S/ Richard K. Struthers

Name: Richard K. Struthers