

(Print or Type Responses)

1. Name and Address of Reporting Person * COUNTRYMAN GARY L			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) ☒ Director ☐ Officer (give title below) ☐ 10% Owner ☐ Other (specify below)		
(Last) (First) (Middle) 100 NORTH TRYON STREET			3. Date of Earliest Transaction (Month/Day/Year) 04/23/2008					
(Street) CHARLOTTE, NC 28255			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person		
(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)	
Common Stock			Code V	Amount (A) or (D) Price	12,890.41	D		
Common Stock					236	I	Spouse Sally	

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
Director Stock Unit Plan	\$ 0	03/28/2008		A	V	640.30 (1)		(2)	(2)	Common Stock	640.30	\$ 0	11,726.55	D	
Fleet BKB Director Retirement Ben Ex Program	\$ 0	03/28/2008		A	V	850.41 (3)		(2)	(2)	Common Stock	850.41	\$ 0	15,581.53	D	
Fleet BKB Director Stock Award Unit Plan	\$ 0	03/28/2008		A	V	25.06 (4)		(5)	(2)	Common Stock	25.06	\$ 0	452.32	D	
Phantom Stock	\$ 0	03/28/2008		A	V	1,111.25 (6)		(7)	(7)	Common Stock	1,111.25	\$ 0	20,351.87	D	
Phantom Stock	\$ 0	04/23/2008		A		6,511.12 (8)		(7)	(7)	Common Stock	6,511.12	\$ 0	26,862.99	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COUNTRYMAN GARY L 100 NORTH TRYON STREET CHARLOTTE, NC 28255	X			

Signatures

Gary L. Countryman/Roger C. McClary POA		04/24/2008
**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) Units acquired between June 22, 2007 and March 28, 2008 with reinvested dividend equivalents in the Fleet Directors Deferred Compensation and Stock Unit Plan, which may be settled in stock upon death or termination of service as a director.
- (2) Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled in stock on death or termination of service as a director.
- (3) Units acquired between June 22, 2007 and March 28, 2008 in the Fleet BKB Retirement Benefit Exchange Program, which may be settled in stock upon death or termination of service as a director.
- (4) Units acquired between June 22, 2007 and March 28, 2008 with reinvested dividend equivalents in the Fleet Phantom BKB Directors Stock Award Unit Plan, which may be settled in stock upon death or termination of service as a director.
- (5) Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled in cash on death or termination of service as a director.
- (6) Phantom stock dividends, which are exempt under Rule 16b-3, were reinvested between June 22, 2007 and March 28, 2008. Phantom stock units may be settled in stock upon death or termination of service as a director.
- (7) Phantom stock units may be settled in cash upon death or termination of service as a director.
- (8) Shares represent payment of the annual Directors' compensation under the Bank of America Corporation Directors' Stock 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.

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.