

(Print or Type Responses)

|                                                              |  |                                         |                                                                                  |                                   |   |                                                                                                                                                                                                                                                                     |            |       |                                                                                                  |  |                                                             |                                                          |
|--------------------------------------------------------------|--|-----------------------------------------|----------------------------------------------------------------------------------|-----------------------------------|---|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------|--------------------------------------------------------------------------------------------------|--|-------------------------------------------------------------|----------------------------------------------------------|
| 1. Name and Address of Reporting Person *<br>LOZANO MONICA C |  |                                         | 2. Issuer Name and Ticker or Trading Symbol<br>BANK OF AMERICA CORP /DE/ [BAC]   |                                   |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |            |       |                                                                                                  |  |                                                             |                                                          |
| (Last) (First) (Middle)<br>100 NORTH TRYON STREET            |  |                                         | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/09/2012                   |                                   |   |                                                                                                                                                                                                                                                                     |            |       |                                                                                                  |  |                                                             |                                                          |
| (Street)<br>CHARLOTTE, NC 28255                              |  |                                         | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |                                   |   | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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<br>(Instr. 3)                            |  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year)                            | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)                                                                                                                                                                                                |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) |  | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|                                                              |  |                                         |                                                                                  | Code                              | V | Amount                                                                                                                                                                                                                                                              | (A) or (D) | Price |                                                                                                  |  |                                                             |                                                          |
| Common Stock                                                 |  |                                         |                                                                                  |                                   |   |                                                                                                                                                                                                                                                                     |            |       | 3,000                                                                                            |  | D                                                           |                                                          |

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

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.

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| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(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) |  |
|                                                                                                                                                 |                                                        |                                      |                                                    |                                |   |                                                                                         |                                                          |     |                                                               |              |                                            |                                                                                                    |                                                                                  |                                                        |  |
| Phantom Stock                                                                                                                                   | \$ 0 (1)                                               | 03/23/2012                           |                                                    | A                              | V | 285.44                                                                                  |                                                          | (2) | (2)                                                           | Common Stock | 285.44                                     | \$ 0 (1)                                                                                           | 53,668.65                                                                        | D                                                      |  |
| Phantom Stock                                                                                                                                   | \$ 0 (1)                                               | 05/09/2012                           |                                                    | A                              |   | 20,698.58 (3)                                                                           |                                                          | (1) | (1)                                                           | Common Stock | 20,698.58                                  | \$ 0 (1)                                                                                           | 74,367.23                                                                        | D                                                      |  |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                  | Director      | 10% Owner | Officer | Other |
| LOZANO MONICA C<br>100 NORTH TRYON STREET<br>CHARLOTTE, NC 28255 | X             |           |         |       |

## Signatures

|                                       |  |            |
|---------------------------------------|--|------------|
| Monica C. Lozano/Roger C. McClary POA |  | 05/11/2012 |
| 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) Phantom stock units may be settled in cash upon death or termination of service as a director.
- (2) Phantom stock units acquired between June 24, 2011 and March 23, 2012 with reinvested dividend equivalents under the Bank of America Director Deferral Plan which is exempt under Rule 16b-3. These phantom stock units may be settled in cash upon death or termination of service as a director.
- (3) Phantom stock units represent payment of the restricted stock portion 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.

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