FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person*
MOYNIHAN BRIAN T
(Last) (First) (Middle)
100 NORTH TRYON STREET
(Street)
CHARLOTTE, NC 28255
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BANK OF AMERICA CORP /DE/ [BAC]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CEO and President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	03/01/2014		M		130,350	A	$ 0 (1)	648,253	D	
Common Stock	03/01/2014		M		18,621	A	$ 0 (1)	666,874	D	
Common Stock	03/01/2014		M		12,415	A	$ 0 (2)	679,289	D	
Common Stock	03/01/2014		D		12,415	D	$ 16.53	666,874	D	
Common Stock	03/01/2014		F		71,134	D	$ 16.53 (3)	595,740	D	
Common Stock								2,861.64	I	401(k) Plan
Common Stock								1,276	I	Family Trust

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. SEC 1474 (9-02)

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				
Performance Restricted Stock Units	$ 0 (2)	03/01/2014		M			12,415	(4)	(4)	Common Stock	12,415	$ 0 (2)	521,400	D	
Performance Restricted Stock Units	$ 0 (1)	03/01/2014		M			18,621	(5)	(5)	Common Stock	18,621	$ 0 (1)	502,779	D	
Performance Restricted Stock Units	$ 0 (1)	03/01/2014		M			130,350	(6)	(6)	Common Stock	130,350	$ 0 (1)	372,429	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

MOYNIHAN BRIAN T 100 NORTH TRYON STREET CHARLOTTE, NC 28255	X		CEO and President	

Signatures

Brian T. Moynihan/Evelyn King POA		03/04/2014
**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 restricted stock unit represents a contingent right to receive one share of Bank of America Corporation common stock.

(2) Each restricted stock unit is the economic equivalent of one share of Bank of America Corporation common stock.

(3) Disposition of shares to the issuer to satisfy the tax withholding obligation associated with the vesting of restricted stock units, which is exempt under Rule 16b-3(e).

(4) On February 15, 2011, the reporting person was granted performance restricted stock units (PRSUs), vesting and payable 40% in cash and 60% in shares of Bank of America Corporation common stock subject to the Company's attainment of return on asset performance goals measured each quarter based on a twelve-month rolling period. Represents vesting and settlement on March 1, 2014 of cash portion of PRSUs based on the attainment of goals for the four quarters ending December 31, 2013.

(5) On February 15, 2011, the reporting person was granted performance restricted stock units (PRSUs), vesting and payable 40% in cash and 60% in shares of Bank of America Corporation common stock subject to the Company's attainment of return on asset performance goals measured each quarter based on a twelve-month rolling period. Represents vesting and settlement on March 1, 2014 of stock portion of PRSUs based on the attainment of goals for the four quarters ending December 31, 2013.

(6) On February 15, 2011, the reporting person was granted performance restricted stock units (PRSUs), vesting and payable 40% in cash and 60% in shares of Bank of America Corporation common stock subject to the Company's attainment of return on asset performance goals measured each quarter based on a twelve-month rolling period. Represents vesting and settlement of stock portion of PRSUs based on the attainment of goals for the four quarters ending June 30, 2012, with a settlement date of March 1, 2014. The cash portion of the PRSUs for that performance period was previously paid on March 1, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.