

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 29, 2012

BA CREDIT CARD TRUST*
(Exact name of issuing entity as specified in its charter)
(Issuing Entity of the Notes)

BA MASTER CREDIT CARD TRUST II
(Exact name of issuing entity as specified in its charter)
(Issuing Entity of the Collateral Certificate)

Commission File Number of depositor: 333-166895

BA CREDIT CARD FUNDING, LLC
(Exact name of depositor as specified in its charter)

FIA CARD SERVICES, NATIONAL ASSOCIATION
(Exact name of sponsor as specified in its charter)

Delaware _____ (State or Other Jurisdiction of Incorporation)	Delaware _____ (State or Other Jurisdiction of Incorporation)
c/o BA Credit Card Funding, LLC 214 North Tryon Street Suite #21-39, NC1-027-21-04 Charlotte, North Carolina 28255 _____ (Address of Principal Executive Office)	c/o BA Credit Card Funding, LLC 214 North Tryon Street Suite #21-39, NC1-027-21-04 Charlotte, North Carolina 28255 _____ (Address of Principal Executive Office)
(980) 683-4915 _____ (Telephone Number, including area code)	(980) 683-4915 _____ (Telephone Number, including area code)
333-166895-01 _____ (Commission File Number)	333-166895-02 _____ (Commission File Number)
01-0864848 _____ (I.R.S. Employer Identification No.)	01-0864848 _____ (I.R.S. Employer Identification No.)
N/A _____ (Former name or address, if changed since last report)	N/A _____ (Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

* In accordance with relevant regulations of the Securities and Exchange Commission, the depositor files annual and other reports with the Commission on behalf of the BA Credit Card Trust and the BA Master Credit Card Trust II under the Central Index Key (CIK) number (0001128250) for the BA Credit Card Trust.

Section 9 - Financial Statements and Exhibits

Item 9.01(d) Exhibits.

The following are filed as Exhibits to this Report.

Exhibit 8.1 Opinion of Chapman and Cutler LLP with respect to tax matters.

Exhibit 23.1 Consent of Chapman and Cutler LLP (included in its opinion filed as Exhibit 8.1).

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BA Credit Card Funding, LLC
Acting solely in its capacity as depositor
of BA Master Credit Card Trust II and
BA Credit Card Trust

By: /s/ Keith W. Landis
Name: Keith W. Landis
Title: V.P.

March 29, 2012

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
8.1	Opinion of Chapman and Cutler LLP with respect to tax matters.
23.1	Consent of Chapman and Cutler LLP (included in its opinion filed as Exhibit 8.1).

[Letterhead of Chapman and Cutler LLP]

March 29, 2012

BA Credit Card Funding, LLC
 214 North Tryon Street
 Suite #21-39
 NC1-027-21-04
 Charlotte, North Carolina 28255

Re: BA Credit Card Funding, LLC
 BA Master Credit Card Trust II
 BA Credit Card Trust
Registration Statement on Form S-
3

Ladies and Gentlemen:

We have acted as counsel for BA Credit Card Funding, LLC, a Delaware limited liability company ("*Funding*"), in connection with the Registration Statement on Form S-3 (the "*Registration Statement*"), initially filed on June 25, 2010 with the Securities and Exchange Commission under the Securities Act of 1933, as amended (the "*Act*"), for the registration under the Act of the offering of series (each, a "*Series*") of notes (collectively, the "*Notes*"), each such Series of Notes representing obligations of BA Credit Card Trust (the "*Trust*") and for the registration under the Act of the deemed offering of the Series 2001-D certificate (the "*Collateral Certificate*") representing an interest in BA Master Credit Card Trust II (the "*Master Trust*"). Each Series of Notes will be issued pursuant to the Master Indenture (as defined below), and is comprised of a number of classes of Notes (each, a "*Class*"). Each Class of Notes is comprised of a number of tranches of Notes (each, a "*Tranche*"). Each Tranche of Notes will be issued pursuant to the Second Amended and Restated Indenture, dated as of October 20, 2006 (the "*Master Indenture*"), as supplemented by the Amended and Restated Indenture Supplement, dated as of June 10, 2006 (the "*Indenture Supplement*"), and as further supplemented by a terms document relating to each such Tranche (each, a "*Terms Document*" and, in each such case, together with the Master Indenture and the Indenture Supplement, the "*Indenture*"), in each case between the Trust and The Bank of New York Mellon, as Indenture Trustee. The Collateral Certificate has been issued pursuant to the Second Amended and Restated Pooling and Servicing Agreement by and among Funding, as Transferor, FIA Card Services, National Association (the "*Bank*"), as Servicer, and The Bank of New York Mellon, as trustee of the Master Trust (the "*Trustee*"), dated as of October 20, 2006, as amended by the First Amendment thereto, dated as of June 3, 2011, and the Third Amended and Restated Series 2001-D Supplement thereto, dated as of March 2, 2009, as supplemented by the Addendum,

dated as of March 31, 2010, each among Funding, the Bank and the Trustee (collectively referred to herein as the “*Pooling and Servicing Agreement*”).

Scope of Review; Assumptions

Our opinion is based on the Internal Revenue Code of 1986, as amended, administrative rulings, judicial decisions, Treasury regulations and other applicable authorities, all as in effect and available on the date hereof. The statutory provisions, regulations and interpretations on which our opinion is based are subject to change, possibly retroactively. As more fully described in the prospectus relating to the Notes forming a part of the Registration Statement (the “*Prospectus*”) under the headings “*Prospectus Summary—Tax Status*” and “*Federal Income Tax Consequences*” and the immediately succeeding paragraph, there can be no assurance that contrary positions will not be taken by the Internal Revenue Service.

In formulating our opinions, we have reviewed (i) the Prospectus, (ii) the Indenture, (iii) the Pooling and Servicing Agreement, (iv) the Amended and Restated Limited Liability Company Agreement of Funding, dated October 20, 2006 and (v) other documents provided to us that we have deemed necessary or appropriate to review as a basis for this opinion. Additionally, this opinion letter is based on the facts and circumstances set forth in the Prospectus and in the other documents reviewed by us. Our opinion as to the matters set forth herein could change with respect to particular Notes as a result of changes in facts and circumstances, changes in the terms of the documents reviewed by us or changes in the law subsequent to the date hereof. Because the Prospectus contemplates Notes with numerous different characteristics, the particular characteristics of such Notes and any more specific tax discussion set forth in the prospectus supplement pursuant to which a particular series, class, or tranche of Notes is offered must be considered in determining the applicability of this opinion to any such series, class, or tranche of Notes.

In our examination, we have assumed the legal capacity of all natural persons, the genuineness of all signatures, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as certified, conformed or other copies, and the authenticity of the originals of such copies.

In rendering our opinions, we have also assumed that the transactions described in or contemplated by the foregoing documents have been or will be consummated in accordance with such operative documents, and that such documents accurately reflect the material facts of such transactions.

Opinion

Based on the foregoing, we hereby confirm that the statements set forth in the Prospectus under the headings *Prospectus Summary—Tax Status*” and *“Federal Income Tax Consequences,”* which statements have been prepared by us, to the extent that they constitute matters of law or legal conclusions with respect thereto, are correct in all material respects, and we hereby adopt and confirm the opinions set forth therein.

We impose no limit on your disclosure of this opinion or the tax treatment or tax structure of the transactions described in the Prospectus. However, we are furnishing this opinion to you solely in connection with the Registration Statement and it cannot be relied upon by any other person or for any other purpose without our express written permission.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement. We also consent to the reference to Chapman and Cutler LLP under the captions *“Legal Matters,” “Prospectus Summary—Tax Status”* and *“Federal Income Tax Consequences,”* in the Prospectus. In giving such consent, we do not admit that we are “experts,” within the meaning of the term used in the Act or the rules and regulations of the Securities and Exchange Commission issued thereunder, with respect to any part of the Registration Statement, including this opinion as an exhibit or otherwise.

Very truly yours,

/s/ Chapman and Cutler LLP
Chapman and Cutler LLP
