

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2010-06-01** | Period of Report: **2010-05-28**

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REPORTING OWNER

Price Joe L

CIK: **1384216**

Type: **4** | Act: **34** | File No.: **001-06523** | Film No.: **10869843**

Mailing Address

100 NORTH TRYON STREET

NC1-007-58-17

CHARLOTTE NC 28255

ISSUER

BANK OF AMERICA CORP /DE/

CIK: **70858** | IRS No.: **560906609** | State of Incorporation: **DE** | Fiscal Year End: **1231**

SIC: **6021** National commercial banks

Mailing Address

BANK OF AMERICA

CORPORATE CENTER

100 N TRYON ST

CHARLOTTE NC 28255

Business Address

BANK OF AMERICA

CORPORATE CENTER

100 N TRYON ST

CHARLOTTE NC 28255

7043868486

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <u>Price Joe L</u>			2. Issuer Name and Ticker or Trading Symbol <u>BANK OF AMERICA CORP /DE/ [BAC]</u>			5. 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) <u>Pres, Cnsmr& Sml Bus Bkg</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/28/2010</u>			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		
<u>100 NORTH TRYON STREET</u>			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <u>CHARLOTTE, NC 28255</u>								
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/28/2010		<u>M</u>		9,387	A	\$ 0 ⁽¹⁾	83,782	D	
Common Stock	05/28/2010		<u>D</u>		9,387	D	\$15.74	74,395	D	
Common Stock								17,756	I	By Spouse
Common Stock								5,132.13	I	Thrift Trust

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 Securities Underlying Derivative Security (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
Stock Units	\$ 0 ⁽¹⁾	05/28/2010		<u>M</u>			9,387	⁽²⁾	⁽²⁾	Common Stock	9,387	\$ 0 ⁽¹⁾	291,001	D	

Explanation of Responses:

1. Each Stock Unit is the economic equivalent of one share of Bank of America common stock.

2. The Stock Units were awarded on November 30, 2009 and December 31, 2009 pursuant to a Stock Unit Award Agreement which is exempt under Rule 16b-3(d). These units vested upon grant and are payable solely in cash as follows: in 36 monthly installments beginning January 2011, provided that payments would be accelerated by twelve months upon repayment of our TARP financing. As a result of our repayment of all TARP financing in December 2009, the payment schedule was accelerated to 36 monthly installments beginning January 2010.

Signatures

/s/ Joe L Price

** Signature of Reporting Person

06/01/2010

Date

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

* 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).

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

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 Number.