

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

Filing Date: **2010-06-01**
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FILER

BANK OF AMERICA CORP /DE/

CIK:**70858** | IRS No.: **560906609** | State of Incorp.:**DE** | Fiscal Year End: **1231**
Type: **424B3** | Act: **33** | File No.: **333-152418** | Film No.: **10870510**
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*

Filed Under Rule 424(b)(3), Registration Statement No. 333-152418
Pricing Supplement No. 256 - dated Tuesday, June 1, 2010 (To: Prospectus Dated July 21, 2008)

CUSIP Number	Aggregate Principal Amount	Price to Public	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor's Option	Product Ranking
06050WCZ6	[\$]	100.000%	1.250%	[\$]	FIXED	4.400%	SEMI-ANNUAL	06/15/2015	12/15/2010	\$22.61	YES	Senior Unsecured Notes

Redemption Information: Non-Callable

Joint Lead Managers and Lead Agents: BofA Merrill Lynch, Incapital LLC **Agents:** Charles Schwab & Co., Inc., Citi, Morgan Stanley, UBS Investment Bank, Wells Fargo Advisors

Bank of America	<p>Offering Dates: Tuesday, June 1, 2010 through Monday, June 07, 2010 Trade Date: Monday, June 07, 2010 @ 12:00 PM ET</p> <p>Settlement Date: Thursday, June 10, 2010 Minimum Denomination/Increments: \$1,000.00/\$1,000.00 Moody's Investor Services Rating: Senior: A2 S & P Ratings Services Rating: Senior: A Fitch Inc. Rating: Senior: A+ Initial trades settle flat and clear SDFS: DTC Book Entry only DTC Number 0235 via RBC Dain Rauscher Inc.</p> <p>If the maturity date or an interest payment date for any note is not a business day (as that term is defined in the prospectus), principal, premium, if any, and interest for that note is paid on the next business day, and no interest will accrue from, and after, the maturity date or interest payment date.</p> <p>InterNotes® is a registered trademark of Incapital Holdings LLC. All Rights Reserved.</p>	<p>Bank of America InterNotes Prospectus dated 21-Jul-08</p>
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