

NEIL COTTY  
Form 3  
August 04, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
NEIL COTTY		(Month/Day/Year)	BANK OF AMERICA CORP /DE/ [BAC]	
(Last)	(First)	(Middle)	07/27/2009	
100 N TRYON			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
ST, NC1-007-19-12				
(Street)			(Check all applicable)	
CHARLOTTE, NC 28255			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Chief Accounting Officer	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	10,564	D	
Common Stock	3,056.81	I	Thrift Trust
Common Stock	13,402	I	Revocable Trust

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Restricted Stock Units	Â <u>(1)</u>	02/15/2010	Common Stock	15,434	\$ 0 <u>(3)</u>	D	Â
Restricted Stock Units	Â <u>(1)</u>	02/15/2011	Common Stock	13,387	\$ 0 <u>(3)</u>	D	Â
Restricted Stock Units	Â <u>(2)</u>	02/13/2012	Common Stock	141,904	\$ 0 <u>(3)</u>	D	Â
Option, Right to Buy	Â <u>(4)</u>	02/01/2012	Common Stock	20,000	\$ 30.68	D	Â
Option, Right to Buy	Â <u>(4)</u>	02/03/2013	Common Stock	40,000	\$ 35.02	D	Â
Option, Right to Buy	Â <u>(4)</u>	02/02/2014	Common Stock	80,000	\$ 40.78	D	Â
Option, Right to Buy	Â <u>(4)</u>	02/01/2015	Common Stock	84,000	\$ 46.68	D	Â
Option, Right to Buy	Â <u>(5)</u>	02/15/2016	Common Stock	84,000	\$ 44.36	D	Â
Option, Right to Buy	Â <u>(5)</u>	02/15/2017	Common Stock	84,000	\$ 53.85	D	Â
Option, Right to Buy	Â <u>(5)</u>	02/15/2018	Common Stock	63,000	\$ 42.7	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NEIL COTTY 100 N TRYON ST NC1-007-19-12 CHARLOTTE, NC 28255	Â	Â	Â Chief Accounting Officer	Â

## Signatures

Neil Cotty/Roger C. McClary POA  
08/04/2009

          Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) These restricted stock units, which are exempt under Rule 16b-3(d), vest on the third anniversary of the grant date.
- (2) These restricted stock units, which are exempt under Rule 16b-3(d), vest in three equal installments commencing on the first anniversary of the grant date.
- (3) Each restricted stock unit represents a contingent right to receive one share of Bank of America common stock
- (4) These options, which are exempt under Rule 16b-3(d), vest in three equal installments commencing on the first anniversary of the grant date.
- (5) These options, which are exempt under Rule 16b-3(d), fully vest on the third anniversary of the grant date. The proceeds must be held for three years following exercise.

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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