

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)<br>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<br>100 N TRYON ST<br>NC1-007-19-12<br>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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.