

Final Terms dated July 20, 2010

BANK OF AMERICA CORPORATION

**Issue of MXN 200,000,000 Fixed-Rate Senior Notes, due July 2020 under the
U.S. \$65,000,000,000 Bank of America Corporation Euro Medium-Term Note Program**

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions as set forth in the Offering Circular dated July 22, 2009 (the “**Offering Circular**”) and the supplements to the Offering Circular dated August 11, 2009, October 2, 2009, October 20, 2009, November 12, 2009, December 8, 2009, December 15, 2009, January 21, 2010, March 2, 2010, April 20, 2010 and May 10, 2010 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Offering Circular as supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular, as so supplemented. The Offering Circular, as supplemented is available for viewing during normal business hours at Bank of America, N.A., London Branch, 5 Canada Square, London E14 5AQ, United Kingdom and at http://www.rns-pdf.londonstockexchange.com/rns/0932W_1-2009-7-22.pdf and copies may be obtained from Bank of America Corporation, Bank of America Corporate Center, NC1-007-07-13, 100 North Tryon Street, Charlotte, North Carolina 28255-0065, U.S.A, Attention: Corporate Treasury – Governance and Control.

1.	Issuer:	Bank of America Corporation
2.	(i) Series Number:	368
	(ii) Tranche Number:	One
3.	Specified Currency:	Mexican Pesos (“MXN”)
4.	Aggregate Nominal Amount of Notes:	
	(i) Series:	MXN 200,000,000
	(ii) Tranche:	MXN 200,000,000
5.	Issue Price:	100% of the Aggregate Nominal Amount
6.	Specified Denominations:	MXN 1,000,000
7.	(i) Issue Date:	July 20, 2010
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	July 20, 2020
9.	Interest Basis:	9.00% Fixed-Rate
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status of the Notes:	Senior

14. Method of Distribution: Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed-Rate Note Provisions: Applicable
- (i) Rate(s) of Interest: 9.00% *per annum*, payable semi-annually in arrear.
 - (ii) Fixed Interest Payment Date(s): The Fixed Interest Payment Dates shall be each of:
 - (i) the 20th day of January and July in each year from, and including, January 20, 2011 to, and including, July 20, 2019; and
 - (ii) the Maturity Date
 - (iii) Fixed Coupon Amount(s): MXN 45,000 per MXN 1,000,000 in nominal amount
 - (iv) Broken Amount(s): Not Applicable
 - (v) Fixed Day Count Fraction: 30/360, provided that each Accrual Period shall be deemed to be each Fixed Interest Period and the Accrual periods will not be adjusted in accordance with a business day convention
 - (vi) Determination Date(s): Not Applicable
 - (vii) Other terms relating to the method of calculating interest for Fixed-Rate Notes: Not Applicable
16. Floating-Rate Note Provisions: Not Applicable
17. Zero Coupon Note Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

18. Issuer Call Option: Not Applicable
19. Investor Put Option: Not Applicable
20. Final Redemption Amount of each Note: MXN 1,000,000 per Note of MXN 1,000,000 Specified Denomination
21. Early Redemption Amount:
Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Condition 6(f)): Condition 6(f) applies

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 22. | Form of Notes: | Bearer Temporary Global Note exchangeable for a Bearer Permanent Global Note which is exchangeable for Bearer Definitive Notes in the circumstances specified in the Bearer Permanent Global Note |
| 23. | New Global Note: | No |
| 24. | Additional Financial Center(s) or other special provisions relating to Payment Business Days for the purposes of Condition 5(e): | London and New York City.

Condition 5(e) (Payment Business Day) shall be amended by deleting the first sentence thereof and replacing it with the following:

"If the due date for payment of any amount in respect of any Note, Receipt or Coupon is not a Payment Business Day, the holder of the Notes shall not be entitled to payment of the amount due until the next following Payment Business Day, unless that Payment Business Day falls in the next calendar month, in which case payment of the amount due shall be made on the immediately preceding Payment Business Day." |
| 25. | Talons for future Coupons or Receipts to be attached to Bearer Definitive Notes (and dates on which such Talons mature): | Not Applicable |
| 26. | Details relating to Partly Paid Notes (amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences, if any, of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment): | Not Applicable |
| 27. | Details relating to Installment Notes: | Not Applicable |
| 28. | Redenomination provisions: | Not Applicable |
| 29. | Consolidation provisions: | Not Applicable |
| 30. | Other final terms: | If, on or prior to the time that any payment of Interest Amounts or the Final Redemption Amount or other amounts, if any, in respect of the Notes is due (each a " Required Payment "), the Calculation Agent determines that the Specified Currency is no longer (i) used by the federal government of the United Mexican States for the payment of public and private debts, or (ii) used for settlement of transactions by public institutions in the United Mexican States or within the international banking community, or (iii) expected to be available, |

when any Required Payment is due as a result of circumstances beyond the control of the Issuer, then the Issuer shall be entitled to satisfy its obligations in respect of such Required Payment by making such Required Payment in USD (the "**Alternative Payment Amount**"), based on the USD/MXN Exchange Rate on the second Business Day (the "**Relevant Day**") prior to the relevant date of payment, or, if the USD/MXN Exchange Rate is not available on the Relevant Day, based on the USD/MXN Exchange Rate most recently available prior to the Relevant Day. Any payment made under such circumstances in USD will constitute valid payment, and will not constitute a default in respect of these Notes. The Issuer's communications, opinions, determinations, calculations, quotations and decisions given, expressed, made or obtained by the Issuer hereunder shall be at its sole discretion and shall (in the absence of manifest error, wilful default or bad faith) be conclusive for all purposes and binding on the Issuer, the Paying Agents, and the holders of the Notes or Coupons. By acceptance thereof, purchasers of the Notes will be deemed to have acknowledged and agreed and to have waived any and all actual or potential conflicts of interest that may arise as a result of the calculation of the Alternative Payment Amount by the Issuer.

Where:

"USD" means United States dollars, the lawful currency of the United States of America; and

"USD/MXN Exchange Rate" means, in respect of any day, the USD/MXN bid-spot foreign exchange rate for MXN, expressed as the amount of USD (or fractional amounts thereof) per MXN 1.00, as quoted on Reuters screen <MXN=D2> (or its successor page for the purpose of displaying such rates) at approximately 12.30 p.m. (New York City time) on such day, as determined by the Calculation Agent.

DISTRIBUTION

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| 31. | (i) | If syndicated, names of Managers: | Not Applicable |
| | (ii) | Stabilizing Manager (if any): | Not Applicable |
| 32. | | If non-syndicated, name and address of Dealer: | Merrill Lynch International
2 King Edward Street
London
EC1A 1HQ |

33. Total commission and concession: Not Applicable
34. U.S. Selling Restrictions: Regulation S Compliance Category 2; TEFRA D
35. Non-exempt Offer: Not Applicable
36. Additional selling restrictions: **Mexico**

The Notes have not been registered in the Mexican National Securities Registry (*Registro Nacional de Valores*), and therefore they are not the subject of a public offer in Mexico. Intermediation of the Notes in Mexico is subject to the restrictions of the Mexican Securities Market Law (*Ley del Mercado de Valores*). Any investor of Mexican nationality that purchases these Notes will do so under its own responsibility.

If located in Mexico, the purchaser of the Notes hereby represents and warrants that it is an institutional investor (*inversionista institucional*) as provided by the Mexican Securities Market Law and the regulations in effect as of the date hereof.

THE INFORMATION CONTAINED IN THESE FINAL TERMS IS THE EXCLUSIVE RESPONSIBILITY OF THE ISSUER AND HAS NOT BEEN REVIEWED BY THE NATIONAL BANKING AND SECURITIES COMMISSION OF MEXICO (*COMISIÓN NACIONAL BANCARIA Y DE VALORES*)

ISSUE AND LISTING AND ADMISSION TO TRADING

These Final Terms comprise the final terms required for issue and admission to trading on the London Stock Exchange of the Notes described herein pursuant to the U.S. \$65,000,000,000 Euro Medium-Term Note Program of Bank of America Corporation.

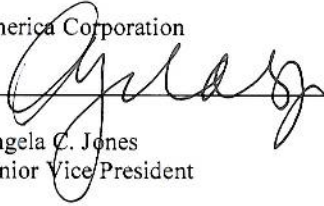
RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Acknowledged and accepted by

Bank of America Corporation

By: _____

A handwritten signature in black ink, appearing to read 'Angela C. Jones', is written over a horizontal line. The signature is cursive and stylized.

Name: Angela C. Jones
Title: Senior Vice President

PART B – OTHER INFORMATION

- 1. LISTING**
- (i) Listing: London and Mexico City.
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on, the regulated market of, and listed on the Official List of, the London Stock Exchange with effect on or about the Issue Date.
- Application will be also made on behalf of the Issuer for the Notes to be admitted to trading on, and listed on the Sistema Internacional de Cotizaciones (SIC) maintained by the Bolsa Mexicana de Valores, S.A.B. de C.V. with effect on or about the Issue Date.
- No assurance may be provided that such listings will be obtained or maintained.
- (iii) Estimate of total expenses relating to admission on trading: Pound Sterling 300, in respect of London listing
- 2. RATINGS**
- Ratings: The Notes have not been rated
- The long-term debt of the Issuer has been rated:
- Senior Long-Term Debt
- S&P: A (Negative Outlook)
Moody's: A2 (Stable)
Fitch: A+ (Stable)
- 3. INTEREST OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE** Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.
- 4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
- (i) Reason for the offer: See "Use of Proceeds" in Offering Circular
- (ii) Estimated net proceeds: Not Applicable
- (iii) Estimated total expenses: Not Applicable
- 5. YIELD**
Indication of yield: Not Applicable
- 6. OPERATIONAL INFORMATION**
- (i) ISIN Code: XS0522586188
- (ii) Common Code: 052258618

- (iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* and the relevant identification number(s): Not Applicable
- (iv) Intended to be held in a manner which would allow Eurosystem eligibility: No
- (v) Delivery: Delivery against payment
- (vi) Names and addresses of additional Paying Agent(s) if any): Not Applicable