



EDGA & EDGX STOCK EXCHANGES			
Regulatory Information Circular			
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Subject: Bear Market Strategic Accelerated Redemption Securities Linked to the iShares Dow Jones U.S. Real Estate Index Fund

Information on the Notes

Bank of America Corporation (the "Issuer") has issued Bear Market Strategic Accelerated Redemption Securities ("STARS") linked to the iShares Dow Jones U.S. Real Estate Index Fund (the "Index"). The Notes were priced at \$10 each and mature on August 30, 2010.

The STARS are senior unsecured debt securities and are not guaranteed or insured by the Federal Deposit Insurance Corporation ("FDIC") or secured by collateral. The STARS will rank equally with all of the Issuer's other unsecured and unsubordinated debt, and any payments due on the STARS, including any repayment of principal, will be subject to the credit risk of the Issuer.

The STARS provide for an automatic call if the Observation Level of the Index on any Observation Date is equal to or less than the Call Level. If the STARS are called on any Observation Date, investors will receive on the Call Settlement Date an amount per unit (the "Call Amount") equal to the \$10 Original Offering Price of the notes plus the applicable Call Premium. If the STARS are not called, the amount investors receive on the maturity date (the "Redemption Amount") will not be greater than the Original Offering Price per unit and will be based on the direction of and percentage change in the value of the Index from the Starting Value, as determined on January 29, 2009, the pricing date, to the Ending Value, as determined on the final Observation Date.

Investors must be willing to forgo interest payments on the STARS and be willing to accept a repayment that may be less, and potentially significantly less, than the Original Offering Price of the notes. Investors also must be prepared to have the STARS called by the Issuer on any Observation Date.

The call amounts and Observation Dates:

- 1) \$10.945 if called on July 27, 2009;
- 2) \$11.890 if called on February 1, 2010; or
- 3) \$12.835 if called on July 27, 2010.

If held to maturity, investors will receive:

If the Ending Value of the Index is equal to or less than the Threshold Value:

\$10

If the Ending Value of the Index is greater than the Threshold Value:

$$\$10 + [\$10 \times ((\text{Ending Value} - \text{Threshold Value}) / \text{Starting Value})]$$

The Starting Value for the Index is 33.40. The Threshold Value is 36.74. The Ending Value will be determined on the final Observation Date.

Please see the prospectus for the Notes for more details regarding the calculations and details regarding the Index.

It is expected that the market value of the Notes will depend substantially on the value of the Index and may be affected by a number of other interrelated factors including, among other things: the general level of interest rates, the volatility of the Index, the time remaining to maturity, the dividend yield of the stocks comprising the Index, and the credit ratings of the Issuer.

Exchange Rules Applicable to Trading in the Notes

The Notes are considered equity securities, thus rendering trading in the Notes subject to the Exchange's existing rules governing the trading of equity securities.

Trading Hours

Trading in the shares on EDGA and EDGX Exchanges (the "Exchanges") is on a UTP basis and is subject to the Exchanges equity trading rules. The shares will trade from 8:00 a.m. until 8:00 p.m. Eastern Time. Members trading the shares during the Extended Market Sessions (Pre-opening and Post-closing sessions) are exposed to the risk of the lack of the calculation or dissemination of underlying index value or intraday indicative value ("IIV"). For certain derivative securities products, an updated underlying index value or IIV may not be calculated or publicly disseminated in the Extended Market hours. Since the underlying index value and IIV are not calculated or widely disseminated during Extended Market hours, an investor who is unable to calculate implied values for certain derivative securities products during Extended Market hours may be at a disadvantage to market professionals.

Trading Halts

The Exchanges will halt trading in the Shares of a Trust in accordance with Exchange Rules 14.1(c)(4). The grounds for a halt under this Rule include a halt by the primary market because it stops trading the Shares and/or a halt because dissemination of the IIV or applicable currency spot price has ceased, or a halt for other regulatory reasons. In addition, the Exchanges will stop trading the Shares of a Trust if the primary market de-lists the Shares.

Delivery of a Prospectus

Pursuant to federal securities laws, investors purchasing Shares must receive a prospectus prior to or concurrently with the confirmation of a transaction. Investors purchasing Shares directly from the Fund (by delivery of the Deposit Amount) must also receive a prospectus.

Prospectuses may be obtained through the Distributor or on the Fund's website. The Prospectus does not contain all of the information set forth in the registration statement (including the exhibits to the registration statement), parts of which have been omitted in accordance with the rules and regulations of the SEC. For further information about the Fund, please refer to the Trust's registration statement.

This Regulatory Information Circular is not a statutory Prospectus. Members should consult the Trust's Registration Statement, SAI, Prospectus and the Fund's website for relevant information.

Appendix A

Ticker	Fund Name	Cusip
DMH	Bank of America Corporation Bear Market Strategic Accelerated Redemption Securities Linked to the iShares Dow Jones U.S. Real Estate Index Fund	060900149