

BANK OF AMERICA CORP /DE/  
 Form FWP  
 December 24, 2014

Filed Pursuant to Rule 433

Registration Statement No. 333-180488

<b>Issuer</b>	<b>MITTS® Linked to the Dow Jones Industrial Average<sup>SM</sup></b>
<b>Principal Amount</b>	Bank of America Corporation ( BAC ) \$10.00 per unit
<b>Term</b>	Approximately seven years
<b>Market Measure</b>	Dow Jones Industrial Average <sup>SM</sup> (Bloomberg symbol: INDU )
<b>Payoff Profile at Maturity</b>	100% participation in increases in the Market Measure, subject to the Capped Value
<b>Capped Value</b>	If the Market Measure decreases, payment at maturity will be the principal amount [\$14.50 - \$15.50], a [45% - 55%] return over the principal amount, to be determined on the pricing date
<b>Participation Rate</b>	100%
<b>Minimum Redemption Amount</b>	\$10.00 per unit
<b>Interest Payments</b>	None
<b>Preliminary Offering Documents</b>	<a href="http://www.sec.gov/Archives/edgar/data/70858/000119312514453426/d842609d424b2.htm">http://www.sec.gov/Archives/edgar/data/70858/000119312514453426/d842609d424b2.htm</a>
<b>Exchange Listing</b>	No

*This graph reflects the hypothetical return on the notes, based on the mid-point of the range(s) set forth in the table to the left. This graph has been prepared for purposes of illustration only.*

*You should read the relevant Preliminary Offering Documents before you invest.*

*Click on the Preliminary Offering Documents hyperlink above or call your Financial Advisor for a hard copy.*

**Risk Factors**

Please see the Preliminary Offering Documents for a description of certain risks related to this investment, including, but not limited to, the following:

- Depending on the performance of the Market Measure as measured shortly before the maturity date, you may not earn a return on your investment.
- Payments on the notes are subject to the credit risk of BAC, and actual or perceived changes in the creditworthiness of BAC are expected to affect the value of the notes. If BAC becomes insolvent or is unable to pay its obligations, you may lose your entire investment.
- Your investment return, if any, is limited to the return represented by the Capped Value and may be less than a comparable investment directly in the stocks included in the Market Measure.

The initial estimated value of the notes on the pricing date will be less than their public offering price.

If you attempt to sell the notes prior to maturity, their market value may be lower than both the public offering price and the initial estimated value of the notes on the pricing date.

You will have no rights of a holder of the securities represented by the Market Measure, and you will not be entitled to receive securities or dividends or other distributions by the issuers of those securities.

*Final terms will be set on the pricing date within the given range for the specified Market-Linked Investment. Please see the Preliminary Offering Documents for complete product disclosure, including related risks and tax disclosure.*