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April 3, 2006

Office of the Comptroller of the Currency  
250 E Street, SW  
Public Information Room, Mailstop 1-5  
Washington, DC 20219  
Attention: Docket No. 06-01  
Via E-mail: [regs.comments@occ.treas.gov](mailto:regs.comments@occ.treas.gov)

Ms. Jennifer J. Johnson  
Secretary  
Board of Governors of the  
Federal Reserve System  
20<sup>th</sup> Street & Constitution Avenue  
Washington, DC 20551  
Attention: Docket No. OP-1248  
Via E-mail:  
[regs.comments@federalreserve.gov](mailto:regs.comments@federalreserve.gov)

Robert E. Feldman  
Executive Secretary  
Federal Deposit Insurance Corporation  
550 17th Street, NW  
Washington, DC 20429  
Attention: Comments  
Via E-mail: [comments@fdic.gov](mailto:comments@fdic.gov)

Regulation Comments  
Chief Counsel's Office  
Office of Thrift Supervision  
1700 G Street, NW  
Washington, DC 20552  
Attention: No. 2006-01  
Via E-mail:  
[Regs.comments@ots.treas.gov](mailto:Regs.comments@ots.treas.gov)

**Re: Proposed Guidance on Commercial Real Estate Lending**

Ladies and Gentlemen:

Bank of America Corporation (“BAC”) appreciates the opportunity to comment on the Federal Banking Agencies’ (the “Agencies”) proposed changes to the classification system for commercial credit exposures (the “Framework”). BAC is one of the world's largest financial institutions, serving individual consumers, small and middle market businesses, and large corporations with a full range of banking, investing, asset management and other financial and risk-management products and services. The company provides unmatched convenience in the United States, serving 33 million consumer relationships with more than 5,800 retail banking offices, more than 16,700 ATMs and award-winning online banking with more than twelve million active users. Bank of America is the No. 1 overall Small Business Administration (SBA) lender in the United States and the No. 1 SBA lender to minority-owned small businesses. The company serves clients in 150 countries and has relationships with 98 percent of the U.S. Fortune 500 companies and 85 percent of the Global Fortune 500. Bank of America Corporation stock (NYSE: BAC) is listed on the New York Stock Exchange.

Bank of America has reviewed the proposed guidance on Commercial Real Estate Lending from the Federal Bank and Thrift Agencies. We are very supportive of the concepts and direction proposed, as we, like the Agencies, have some concern over the lending trends that have emerged in the market in recent months. Guidance such as this, which will assist in further assuring a safe and sound market over the long term, will be beneficial both to issuers and investors in the real estate market.

The two proposed guidelines will not have an impact on Bank of America as we are well under both thresholds. In addition to these guidelines, Bank of America also manages to an in-house, non-owner occupied real estate limit, which is set well below 100% of Tier I capital. Despite the fact that we're under both guidance thresholds, we are substantially in compliance with all the recommended risk management practices included in the guidance.

We thank you for the opportunity to comment on this proposed guidance.

Sincerely,

*/s/ Eugene J. Godbold, Jr.*

**Eugene J. Godbold, Jr.**

President, Commercial Real Estate Banking

*/s/ Doug I. Robinson*

**Doug I. Robinson**

Senior Vice President

Commercial Risk Management