#### SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# **SCHEDULE 13G**

#### UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 4)\*

#### UAL CORPORATION

(Name of Issuer)

#### **COMMON STOCK**

(Title of Class of Securities)

902549807

(CUSIP Number)

May 31, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the Rule pursuant to which this Schedule is filed:

- [X] Rule 13d 1(b)
- [] Rule 13d 1(c)
- [] Rule 13d 1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*.)

CUSIP No 902549807         13G         Page 2 of 18 Page	CUSIP No 902549807	13G	Page 2 of 18 Pages
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1       NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY): Bank of America Corporation 56-0906609         2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []         3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION Delaware         5       SOLE VOTING POWER 0         6       SHARES BENEFICIALLY 0 WNED BY EACH REPORTING PERSON WITH       5         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       0         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%				
Bank of America Corporation       56-0906609         2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)         (a) []       (b) []         3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION         0       Delaware         5       SOLE VOTING POWER         0       6         SHARES       6         BENEFICIALLY       0         6       SHARED VOTING POWER         18,607,769       0         VWNED BY       7         EACH       REPORTING         PERSON WITH       8         8       SHARED DISPOSITIVE POWER         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)	1			
2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []         3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION         4       CITIZENSHIP OR PLACE OF ORGANIZATION         5       SOLE VOTING POWER         0       6         SHARES       6         BENEFICIALLY       6         OWNED BY       7         EACH       REPORTING         PERSON WITH       8         8       SHARED DISPOSITIVE POWER         0       8         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)		I.R.S. II	DENTIFICATION NO. OF ABOVE PERSONS	(ENTITIES ONLY):
2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []         3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION         4       CITIZENSHIP OR PLACE OF ORGANIZATION         5       SOLE VOTING POWER         0       6         SHARES       6         BENEFICIALLY       6         OWNED BY       7         EACH       REPORTING         PERSON WITH       8         8       SHARED DISPOSITIVE POWER         0       8         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)				
Instructions)       (a) []         3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION         4       CITIZENSHIP OR PLACE OF ORGANIZATION         belaware       Delaware         6       SHARES         BENEFICIALLY       6         OWNED BY       EACH         REPORTING       7         SOLE DISPOSITIVE POWER       0         8       SHARED DISPOSITIVE POWER         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)		Bank of	America Corporation 56-090660	
(b) []         3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION         0       Delaware         0       SSOLE VOTING POWER         0       6 SHARES         BENEFICIALLY       6 SHARED VOTING POWER         0WNED BY       6 SHARED VOTING POWER         EACH       7 SOLE DISPOSITIVE POWER         0       8 SHARED DISPOSITIVE POWER         0       8 SHARED DISPOSITIVE POWER         18,607,769       0         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)	2	CHECK	K THE APPROPRIATE BOX IF A MEM	ABER OF A GROUP (See
3       SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION         0       Delaware         1       Person WITH         5       SOLE VOTING POWER         0       6         6       SHARES         BENEFICIALLY       0         6       SHARED VOTING POWER         18,607,769         7       SOLE DISPOSITIVE POWER         0       8         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)		Instruct	ions) (a) [ ]	
4       CITIZENSHIP OR PLACE OF ORGANIZATION       Delaware         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5 SOLE VOTING POWER       0         6       SHARED VOTING POWER       18,607,769         7       SOLE DISPOSITIVE POWER       0         8       SHARED DISPOSITIVE POWER       0         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%			(b) [ ]	
Delaware       Delaware         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5 SOLE VOTING POWER       0         6 SHARED VOTING POWER       18,607,769         7 SOLE DISPOSITIVE POWER       0         8 SHARED DISPOSITIVE POWER       0         9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       1         11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12 TYPE OF REPORTING PERSON (See Instructions)       14.79%	3	SEC US	SE ONLY	
Delaware       Delaware         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5 SOLE VOTING POWER       0         6 SHARED VOTING POWER       18,607,769         7 SOLE DISPOSITIVE POWER       0         8 SHARED DISPOSITIVE POWER       0         9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       1         11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12 TYPE OF REPORTING PERSON (See Instructions)       14.79%				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5 SOLE VOTING POWER       0 <b>6</b> SHARED VOTING POWER       18,607,769 <b>7</b> SOLE DISPOSITIVE POWER       0 <b>8</b> SHARED DISPOSITIVE POWER       0 <b>9</b> AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,604,169 <b>9</b> AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769 <b>10</b> CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       [] <b>11</b> PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79% <b>12</b> TYPE OF REPORTING PERSON (See Instructions)       14.79%	4	CITIZE	NSHIP OR PLACE OF ORGANIZATION	
NUMBER OF SHARES     5 SOLE VOTING POWER     0       BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH     6 SHARED VOTING POWER     18,607,769       7 SOLE DISPOSITIVE POWER     0       8 SHARED DISPOSITIVE POWER     0       9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON     18,604,169       10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)     1       11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)     14.79%       12 TYPE OF REPORTING PERSON (See Instructions)				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       6 SHARED VOTING POWER       0         7 SOLE DISPOSITIVE POWER       0         8 SHARED DISPOSITIVE POWER       0         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%				Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       6 SHARED VOTING POWER       18,607,769         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       8 SHARED DISPOSITIVE POWER       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       []         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%			5 SOLE VOTING POWER	
SHARES BENEFICIALLY OWNED BY EACH 				0
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       18,607,769         9       AGGREGATE DISPOSITIVE POWER       0         8       SHARED DISPOSITIVE POWER       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%				
OWNED BY EACH REPORTING       7 SOLE DISPOSITIVE POWER       0         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%			6 SHARED VOTING POWER	19 607 760
EACH REPORTING PERSON WITH       7 SOLE DISPOSITIVE POWER       0         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,604,169         10       CHECK IF THE AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%				10,007,709
EACH       0         REPORTING       8 SHARED DISPOSITIVE POWER       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.79%         12       TYPE OF REPORTING PERSON (See Instructions)       14.79%	- • •		7 SOLE DISPOSITIVE POWER	
PERSON WITH       8 SHARED DISPOSITIVE POWER       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)			7 SOLE DISPOSITIVE FOWER	0
8 SHARED DISPOSITIVE POWER       18,604,169         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)				
9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)	PERSON	WITH		
PERSON 18,607,769 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) [] 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.79% 12 TYPE OF REPORTING PERSON (See Instructions)			8 SHARED DISPOSITIVE POWER	18,604,169
PERSON 18,607,769 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) [] 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.79% 12 TYPE OF REPORTING PERSON (See Instructions)	0	ACCDI	CATE AMOUNT DENEELOLALLY OWNE	D DV FACIL DEDODTING
18,607,769         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)	9			LD DI EACH REPORTING
10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)         []       11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)		PERSO	1N	10 007 700
SHARES (See Instructions)       []         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)	10			
11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)	10			W (9) EXCLUDES CERTAIN
11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (See Instructions)		SHARE	LS (See Instructions)	
12     TYPE OF REPORTING PERSON (See Instructions)				L J
12 TYPE OF REPORTING PERSON (See Instructions)	11	PERCE	NT OF CLASS REPRESENTED BY AMOUN	T IN ROW (9)
12 TYPE OF REPORTING PERSON (See Instructions)				
				14.79%
НС	12	TYPE C	OF REPORTING PERSON (See Instructions)	
НС				
				HC

1	NAMES OF REPORTING PERSONS			
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):			
	NB Hol	dings Corporation 56-185774	9	
2	CHECK	THE APPROPRIATE BOX IF A MEM	IBER OF A GROUP (See	
	Instruct	ions) (a) [ ] (b) [ ]		
3	SEC US	E ONLY		
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION		
			Delaware	
		5 SOLE VOTING POWER	0	
NUMBE	ER OF		0	
SHAF	-	6 SHARED VOTING POWER	17,233,522	
BENEFIC OWNE			17,200,022	
EAC		7 SOLE DISPOSITIVE POWER	0	
REPOR			-	
PERSON	WIIH	8 SHARED DISPOSITIVE POWER	17,229,922	
9	ACCRE	GATE AMOUNT BENEFICIALLY OWNE	D BV FACH REDORTING	
5	PERSO		D DI EACH REFORTING	
			17,233,522	
10		C IF THE AGGREGATE AMOUNT IN ROV (S (See Instructions)	V (9) EXCLUDES CERTAIN	
	5111111		[]	
11	PERCE	NT OF CLASS REPRESENTED BY AMOUN	T IN ROW (9)	
			13.70%	
12	TYPE C	OF REPORTING PERSON (See Instructions)	13.7070	
		<pre></pre>	_	
			HC	
	1			

1	NAMES OF REPORTING PERSONS				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
2		America, NA 94-1687665 THE APPROPRIATE BOX IF A MEM	ADED OF A CDOUD (Car		
2	Instruct		IBER OF A GROUP (See		
	msuuct	(b) [ ]			
3	SEC US	GE ONLY			
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION			
		5 SOLE VOTING POWER	United States		
		5 SOLE VOTING POWER	220,803		
NUMBE	-				
SHAF	-	6 SHARED VOTING POWER	8,849,070		
OWNE					
EAC		7 SOLE DISPOSITIVE POWER	221,003		
REPOR	TING		221,005		
PERSON	WITH		0.045.050		
		8 SHARED DISPOSITIVE POWER	8,845,270		
9	AGGRE	EGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING		
	PERSO	N			
			9,069,873		
10		(IF THE AGGREGATE AMOUNT IN ROV	V (9) EXCLUDES CERTAIN		
	SHARE	S (See Instructions)	[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
			7.21%		
12	TYPE C	OF REPORTING PERSON (See Instructions)			
			BK		
	1				

1	NAMES	S OF REPORTING PERSONS			
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
		Columbia Management Group, LLC 94-1687665			
2		ia Management Group, LLC 94-168 C THE APPROPRIATE BOX IF A MEM			
2	Instruct		IDER OF A GROOT (See		
		(b) [ ]			
3	SEC US	SE ONLY			
	OTTIZE				
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION			
			Delaware		
		5 SOLE VOTING POWER			
NUMB			0		
SHAF	-	6 SHARED VOTING POWER			
BENEFIC	CIALLY		49,824		
OWNE		7 SOLE DISPOSITIVE POWER			
EAC		7 SOLE DISPOSITIVE FOWER	0		
REPOR PERSON					
I LIGON	**1111	<b>8</b> SHARED DISPOSITIVE POWER	49,824		
	ACCDI				
9	PERSO	EGATE AMOUNT BENEFICIALLY OWNE N	U BI EACH KEPURIING		
		1 1	49,824		
10	CHECK	K IF THE AGGREGATE AMOUNT IN ROV	· · · · · · · · · · · · · · · · · · ·		
	SHARE	ES (See Instructions)			
11	DEDCE		[]		
11	PERCE	NT OF CLASS REPRESENTED BY AMOUN	1 IN KOW (9)		
			.04%		
12	TYPE C	DF REPORTING PERSON (See Instructions)			
		``````````````````````````````````````			
			PN		

1	NAMES OF REPORTING PERSONS				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):				
	Columb	Columbia Management Advisors, LLC 94-1687665			
2		THE APPROPRIATE BOX IF A MEM			
-	Instruct				
		(b) [ ]			
3	SEC US	SE ONLY			
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION			
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION			
			Delaware		
		5 SOLE VOTING POWER	40.004		
NUMBE	ER OF		49,824		
SHAF	-	6 SHARED VOTING POWER			
BENEFIC			0		
OWNE		7 SOLE DISPOSITIVE POWER			
EAC REPOR			49,824		
PERSON					
		8 SHARED DISPOSITIVE POWER	0		
9	ACCRE	EGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING		
5	PERSO				
			49,824		
10		K IF THE AGGREGATE AMOUNT IN ROV	W (9) EXCLUDES CERTAIN		
	SHARE	S (See Instructions)	гт		
11	DEBCE	NT OF CLASS REPRESENTED BY AMOUN	[]		
11		THE OF CLASS REFRESENTED DT ANOUN	1 11 10 10 (0)		
			.04%		
12	TYPE C	OF REPORTING PERSON (See Instructions)			
			זאז		
			PN		
L	I				

1	NAMES	S OF REPORTING PERSONS		
	I.R.S. II	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):		
	Descel		56 2102470	
2		America Securities Holdings Corporation THE APPROPRIATE BOX IF A MEM	56-2103478 IBER OF A GROUP (See	
2	Instruct		IDER OF A GROOT (See	
		(b) [ ]		
3	SEC US	SE ONLY		
	0.000			
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION		
			Delaware	
		<b>5</b> SOLE VOTING POWER		
NUMBE			0	
SHAF	-	6 SHARED VOTING POWER		
BENEFIC	-		8,163,649	
OWNE		7 SOLE DISPOSITIVE POWER		
EAC		7 SOLE DISPOSITIVE POWER	0	
REPOR PERSON				
I LIGON	**1111	<b>8</b> SHARED DISPOSITIVE POWER	8,163,649	
	LACOD			
9	PERSO	EGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING	
	r EK30	1	8,163,649	
10	CHECK	K IF THE AGGREGATE AMOUNT IN ROV		
		S (See Instructions)		
			[]	
11	PERCE	NT OF CLASS REPRESENTED BY AMOUN	I'IN ROW (9)	
			6.49%	
12	TYPE (	DF REPORTING PERSON (See Instructions)	0.1370	
			HC	

1	NAME	S OF REPORTING PERSONS	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):		
	Banc of	America Securities LLC 56-205840	15
2		THE APPROPRIATE BOX IF A MEM	
	Instruct		
		(b) [ ]	
3	SEC US	SE ONLY	
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION	
			Delaware
		5 SOLE VOTING POWER	8,163,649
NUMBE	ER OF		
SHAF	-	6 SHARED VOTING POWER	0
BENEFIC			0
EAC		7 SOLE DISPOSITIVE POWER	8,163,649
REPOR			0,105,045
PERSON	WITH	8 SHARED DISPOSITIVE POWER	0
		6 SHARED DISPOSITIVE FOWER	0
9		EGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING
	PERSO	Ν	8 163 640
10	CHECK	K IF THE AGGREGATE AMOUNT IN ROW	8,163,649 V (9) EXCLUDES CERTAIN
10		CS (See Instructions)	
		· · ·	[]
11	PERCE	NT OF CLASS REPRESENTED BY AMOUNT	Г IN ROW (9)
			6.49%
12	TYPE C	DF REPORTING PERSON (See Instructions)	0.4370
			BD

1	NAMES OF REPORTING PERSONS			
	I.R.S. II	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):		
	Banc of	America Investment Advisors, Inc	06-1143089	
2		THE APPROPRIATE BOX IF A MEM		
	Instruct	, , , , , , , , , , , , , , , , , , , ,		
	0000	(b) [ ]		
3	SEC US	SE ONLY		
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION		
			Delaware	
		5 SOLE VOTING POWER	Delawale	
			0	
NUMBE SHAF	-	6 SHARED VOTING POWER		
BENEFIC		USHINED VOTING FOWER	1,038	
OWNE		7 SOLE DISPOSITIVE POWER		
EAC		7 SOLE DISPOSITIVE FOWER	0	
REPOR PERSON				
I LIKOOI	*****	8 SHARED DISPOSITIVE POWER	0	
9	AGGRI	EGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING	
	PERSO	N		
			1,038	
10		S IF THE AGGREGATE AMOUNT IN ROV S (See Instructions)	W (9) EXCLUDES CERTAIN	
	JIAKE		[]	
11	PERCE	NT OF CLASS REPRESENTED BY AMOUN		
			00000/	
12	TVDE	E DEDODTING DEDSON (See Instructions)	.0008%	
12	ITPEC	OF REPORTING PERSON (See Instructions)		
			HC	

1	NAMES	S OF REPORTING PERSONS	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):		
	NMS S	ervices Inc. 52-2082247	
2		THE APPROPRIATE BOX IF A MEM	IBER OF A GROUP (See
	Instruct	ions) (a) [ ]	
		(b) [ ]	
3	SEC US	SE ONLY	
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION	
			Delaware
		5 SOLE VOTING POWER	Delaware
			0
NUMBE SHAF	-	6 SHARED VOTING POWER	
BENEFIC	-	USHINED VOTING FOWER	1,374,247
OWNE	D BY	7 SOLE DISPOSITIVE POWER	
EAC		7 SOLE DISPOSITIVE POWER	0
REPOR PERSON	-		
I LKSON	**1111	8 SHARED DISPOSITIVE POWER	1,374,247
9	AGGRE	EGATE AMOUNT BENEFICIALLY OWNE	D BY EACH REPORTING
	PERSO	N	
			1,374,247
10		(IF THE AGGREGATE AMOUNT IN ROV	W (9) EXCLUDES CERTAIN
	SHARE	S (See Instructions)	[]
11	PERCE	NT OF CLASS REPRESENTED BY AMOUN	
10			1.09%
12	TYPE C	OF REPORTING PERSON (See Instructions)	
			CO

1	NAMES OF REPORTING PERSONS		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):		
	NIME C.		06450
2		ervices (Cayman) Inc. 98-01	86458 Ember of a group (See
2	Instruct		MIDER OF A GROOT (See
	mourace	(b) [ ]	
3	SEC US	EONLY	
4	CITIZE	NSHIP OR PLACE OF ORGANIZATION	
			Cayman Islands
	l	5 SOLE VOTING POWER	
			1,374,247
NUMBE SHAF		6 SHARED VOTING POWER	
BENEFIC		6 SHARED VOTING POWER	0
OWNE			
EAC		7 SOLE DISPOSITIVE POWER	1,374,247
REPOR			
PERSON	WITH	<b>8</b> SHARED DISPOSITIVE POWER	0
		6 SHARED DISPOSITIVE FOWER	0
9		GATE AMOUNT BENEFICIALLY OWN	ED BY EACH REPORTING
	PERSO	N	1 25 4 2 45
10	CHECK	IF THE AGGREGATE AMOUNT IN RC	1,374,247
10		S (See Instructions)	W (9) EACLODES CERTAIN
		- ()	[]
11	PERCE	NT OF CLASS REPRESENTED BY AMOU	NT IN ROW (9)
40			1.09%
12	TYPE C	OF REPORTING PERSON (See Instructions	)
			СО
	1		

#### **Explanatory Note:**

Shares reported on line nine of page four relating to Bank of America, N.A., includes 4,657,481 shares of common stock held as trustee on behalf of the UAL Ground EE 401K ER Stock Fund, 1,896,694 shares of common stock held as trustee on behalf of the UAL Mgmt and Admin 401K ER Stock Fund and 2,240,971 shares of common stock held as trustee on behalf of the UAL Flight Att 401K ER Stock Plan. Bank of America, N.A. has shared voting and dispositive powers with respect to the shares of UAL Corporation common stock held under the terms of the trusts established to fund the above referenced plans.

#### Item 1(a). Name of Issuer:

UAL Corporation

### Item 1(b). Address of Issuer's Principal Executive Offices:

77 West Wacker Drive Chicago, IL 60601

### Item 2(a). Name of Person Filing:

Bank of America Corporation NB Holdings Corporation Bank of America N.A. Columbia Management Group, LLC Columbia Management Advisors, LLC Banc of America Securities Holdings Corporation Banc of America Securities LLC Banc of America Investment Advisors, Inc NMS Services Inc NMS Services (Cayman) Inc

### Item 2(b). Address of Principal Business Office or, if None, Residence:

Each Reporting Person has its or his principal business office at 100 North Tryon Street, Floor 25, Bank of America Corporate Center, Charlotte, NC 28255.

### Item 2(c). Citizenship:

Bank of America Corporation	Delaware
NB Holdings Corporation	Delaware
Bank of America N.A.	United States
Columbia Management Group, LLC	Delaware
Columbia Management Advisors, LLC	Delaware
Banc of America Securities Holdings Corporation	Delaware
Banc of America Securities LLC	Delaware
Banc of America Investment Advisors, Inc	Delaware
NMS Services Inc	Delaware
NMS Services (Cayman) Inc.	Cayman Islands

### Item 2(d). Title of Class of Securities:

Common Stock

### Item 2(e). CUSIP Number:

902549807

### Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) [] Broker or dealer registered under Section 15 of the Exchange Act.
- (b) [] Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) [] Insurance company as defined in Section 3(a)(19) of the Exchange Act.

- (d) [] Investment company registered under Section 8 of the Investment Company Act.
- (e) [] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) [] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) [X] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) [] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) [] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box. []

### Item 4. Ownership:

With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.

# Item 5. Ownership of 5 Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6.	Ownership or More than Five Percent on Behalf of Another Person:
	Not Applicable.
Item 7.	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:
	With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.
Item 8.	Identification and Classification of Members of the Group:
	Not Applicable.
Item 9.	Notice of Dissolution of Group:
	Not Applicable.

### Item 10. Certification:

By signing below each of the undersigned certifies that, to the best of such undersigned's knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 10, 2008

Bank of America Corporation NB Holdings Corporation Bank of America NA

By: /s/ Charles F Bowman

Charles F. Bowman Senior Vice President

### Columbia Management Group, LLC Columbia Management Advisors, LLC

By: /s/ Michael A. Jones

Michael A. Jones President

### **Bank of America Securities Holdings Corporation**

By: /s/ Laurie Readhead

Laurie Readhead President

# Banc of America Securities LLC NMS Services Inc. NMS Services (Cayman) Inc.

By: /s/ Matthew Smith

Matthew Smith Senior Vice President

# Banc of America Investment Advisors, Inc.

By: /s/ Daniel S. McNamara

Daniel S. McNamara President

# **EXHIBIT 99.1 - JOINT FILING AGREEMENT**

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule 13d-1(k)(1) promulgated under the Securities and Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of to such a statement on Schedule 13G with respect to the common stock of beneficially owned by each of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13G.

Dated: June 10, 2008

Bank of America Corporation NB Holdings Corporation Bank of America NA

By: /s/ Charles F Bowman

Charles F. Bowman Senior Vice President

### Columbia Management Group, LLC Columbia Management Advisors, LLC

By: /s/ Michael A. Jones

Michael A. Jones President

### **Bank of America Securities Holdings Corporation**

By: /s/ Laurie Readhead

Laurie Readhead President

# Banc of America Securities LLC NMS Services Inc. NMS Services (Cayman) Inc.

By: /s/ Matthew Smith

Matthew Smith Senior Vice President

# Banc of America Investment Advisors, Inc.

By: /s/ Daniel S. McNamara

Daniel S. McNamara President