

NationsBank Corporation
Charlotte, NC 28255
Tel 704 386-5000

Amendment 1 to Pricing Supplement No. 0139

Pricing Supplement No. 0139 Dated June 24, 1996 Rule 424(b)(2)
(To Prospectus dated November 24, 1995 and File number: 33-63097
Prospectus Supplement dated January 10, 1996)

Senior Medium-Term Notes, Series E
Due Nine Months or More From Date of Issue

Principal Amount:		\$	25,000,000.00
Issue Price:	100.00000 %		25,000,000.00
Commission or Discount:	0.02100 %		5,250.00
Proceeds to Company:	99.97900%	\$	24,994,750.00

Agent: NationsBanc Capital Markets, Inc., as Agent

Original Issue Date: June 28, 1996
Stated Maturity Date: June 28, 2001

Cusip #: 63858R-DU-2
Form: Book entry only

Interest Rate: Floating

Base rate: LIBOR Telerate Page 3750
Index maturity: 90 Days

Spread: + 12.5 bps

Initial Interest Rate: 5.69531%

Interest Reset Period: Quarterly, commencing on
September 18, 1996

Interest Reset Dates: 3rd Wednesday of March, June,
September and December

Interest Determination Date: Two London Banking Days
preceding the Reset Date

Interest Payment Dates: 3rd Wednesday of March, June,
September and December,
commencing on September 18, 1996.

May the Notes be redeemed by the company prior to maturity? No

May the notes be repaid prior to maturity at the option of the holder? No

Discount Note? No