

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment #1)

VAXGEN, INC.

-----  
(Name of Issuer)

COMMON STOCK, \$0.01 PAR VALUE

-----  
(Title of Class of Securities)

922390208

-----  
(CUSIP Number)

DECEMBER 31, 2000

-----  
(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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CUSIP No. 922390208

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1 NAME OF REPORTING PERSON: Bank of America Corporation

IRS IDENTIFICATION NO. OF ABOVE PERSON: 560906609  
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2 CHECK APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

-----  
3 SEC USE ONLY  
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4 CITIZENSHIP OR PLACE OF ORGANIZATION: United States  
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING  
PERSON WITH:

5 Sole Voting Power:

6 Shared Voting Power:

7 Sole Dispositive Power:

8 Shared Dispositive Power:

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES [ ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9:  
less than 5% (closing filing)  
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12 TYPE OF REPORTING PERSON: HC  
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ITEM 1 (a) NAME OF ISSUER:

Vaxgen, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

1000 Marina Blvd.  
Suite 200  
Brisbane, CA 94005

ITEM 2 (a) NAMES OF PERSONS FILING:

Bank of America Corporation

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICES:

100 North Tryon Street  
Charlotte, NC 28255

(c) CITIZENSHIP:

United States

(d) TITLE OF CLASS OF SECURITIES:

COMMON STOCK, par value \$0.01 per share

(e) CUSIP NUMBER: 922390208

ITEM 3 - IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b)  
OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

(g)  A parent holding company or control person in accordance  
with (S) 240.13d-1(b)(1)(ii)(G)

ITEM 4 - OWNERSHIP

With respect to the beneficial ownership of each reporting person,  
see Items 5 through 8 of the cover pages to this Schedule 13G  
applicable to each such person, which are incorporated  
herein by reference.

ITEM 5 - OWNERSHIP OF FIVE 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 OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not Applicable.

ITEM 7 - IDENTIFICATION OF THE SUBSIDIARIES WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not Applicable.

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 I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held 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.

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

DATED: February 7, 2001

Bank of America Corporation

By: /s/ David J. Walker

David J. Walker  
Senior Vice President  
Corporate Compliance