

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Kenneth D. Lewis  
 Bank of America Corporation

NC1-007-58-08  
 NC, Charlotte 28255

2. Issuer Name and Ticker or Trading Symbol

BANK OF AMERICA CORPORATION (BAC)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

9/30/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)

Chairman, President and Chief Executive Officer

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person  
 ( ) Form filed by More than One Reporting Person

<TABLE>  
 <CAPTION>

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security Indirect Ownership	2. Transaction Date	3. Code Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Director (D) or Indirect (I)	7. Nature of Beneficial Ownership
Common Stock	9/30/2002	F	13780	247008	D	

Common Stock Trust				7296.285	I	Thrift
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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security Dir Indirect Beneficial (D) Ownership or Ind ire ct (I)	2. Con- version or Exer cise Price of Deriva- tive Secu- rity	3. Transaction Date Code Date	4. Amount	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of (D) Amount	6. Date Exer cisable and Expiration Date (Month/ Day/Year) Date Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Deri vative Secu rity	9. Number of Deriva tive Securities Benefi cially Owned at End of Month
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Preferred, Series C									Common Stock			277.16	D
Option, Right to Buy	\$61.36						2/01/		Common Stock			750000	D
							2012						
Option, Right to Buy	\$26.8125						7/01/		Common Stock			400000	D
							2005						
Option, Right to Buy	\$65.375						7/01/		Common Stock			90000	D
							2007						
Option, Right to Buy	\$79.9375						7/01/		Common Stock			300000	D
							2008						
Restricted Stock Units	1 for 1						7/01/		Common Stock			300000	D
							2004						
Option, Right to Buy	\$74.50						7/01/		Common Stock			1000000	D
							2009						

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Explanation of Responses:  
1. Disposition of shares to the issuer to satisfy the tax withholding obligation associated with the vesting of restricted stock which is exempt under Rule 16b-3(e).