

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
 C. Ray Holman
 Mallinckrodt, Inc.
 7733 Forsyth Blvd., Ste 1080
 MO, St. Louis 63105
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
 12/11/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
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	3. Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Month	6. Dir ect (D) or Indir ect (I)	7. Nature of Beneficial
<S> Common Stock		<C>	<C><C> A/	<C> 5294.418	<C> D	<C>

<CAPTION>

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative 10. Nature of Security Dir Indirect ect Beneficial (D) Ownership or Ind ire ct (I)	2. Con- version or Exer cise Price of Deriva- tive Secu- rity	3. Transaction	4. Code	5. Number of De rivative Secu rities Acqui red (A) or Dis posed of (D)	6. Date Exer cisable and Expiration Date (Month/ Day/Year) Date Expir ation	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
<S> <C> <C> Phantom Stock		<C>	<C>	<C><C> A 43.24	<C> <C> <C> <C> A 1 1	<C> Common Stock	<C> 43.24	<C> 7177.5876

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		2										

Option, Right to Buy	\$71.50					04/24	Common Stock		4000	D		
						/2012						

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Explanation of Responses:

1. Phantom stock units may be settled upon death or termination of service as a director.