

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  
 Donald E Guinn  
 130 Kearny Street, Suite 3200  
 CA, San Francisco 94108
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/Day/Year  
 1/23/2003
5. If Amendment, Date of Original (Month/Day/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. Trans- action	2A. Exec- ution	3. Trans- action	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned Following Reported Trans(s)	6. Dir ect (D) or Indir ect (I)	7. Nature of Beneficial
	Date	Date	Code	Amount	Price		
<S> Common Stock	<C>	<C>	<C>	<C><C>	<C>	<C>	<C>
					18990	D	

<CAPTION>

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

1. Title of Security Indirect Ownership (D) or Indir ect	2. Con- version or Exer cise Price of Deriva- tive Secu- rity	3. Trans- action	3A. Deemed Execu- tion	4. Trans- action	5. Number of De rivative Secu rities Acqui red (A) or Dis posed of (D)	6. Date Exer cisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Deri vative Secu rity	9. Number of Deriva tive Securities Benefi cially Owned Trans- action(s)
	Deriva- tive				Amount	Expir- ation Date	Title and Number of Shares		
<S> <C> Phantom Stock	<C>	<C>	<C>	<C><C>	<C>	<C>	<C>	<C>	<C>
		1/22/ 2	A		42.31	A	Common Stock	42.31	22565.5902 D

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

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

SIGNATURE OF REPORTING PERSON

Donald E Guinn  
Donald E. Guinn