

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
 Barbara J Desoer
 Bank of America Corporation
 NC1-007-57-02
 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/Day/Year
 2/4/2003
5. If Amendment, Date of Original (Month/Day/Year)
 2/4/2003
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 President, Consumer Products
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. Date | 2A. Transaction | 3. Code | 4. Securities Acquired (A) or Disposed of (D) | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) | 6. Director (D) or Indirect (I) | 7. Nature of Beneficial |
|--------------------------------------------|------------|-----------------|---------|--------------------------------------------------|------------------------------------------------------------------------------------|------------------------------------------|----------------------------|
| Common Stock | | | | | 10520 | D | |
| Common Stock | | | | | 771 | I | Spouse |
| Common Stock | 12/31/2002 | | J | V 181.98 | 5337.825 | I | Thrift Trust |
| Common Stock Trust-Spouse | 12/31/2002 | | J | V 81.99 | 2720.055 | I | Thrift |

<CAPTION>

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

| 1. Title of Derivative Security (D) Ownership | 2. Con- version or Exer- cise | 3. Trans- action | 3A. Deemed Execu- | 4. Trans- action | 5. Number of De- rivative Secu- rities Acqui- red (A) or Dis- | 6. Date Exer- cisable and Expiration Date (Month/ | 7. Title and Amount of Underlying Securities | 8. Price of Deri- vative Secu- | 9. Number of Deriva- tive Securities |
|--------------------------------------------------------|----------------------------------------|---------------------|----------------------|---------------------|------------------------------------------------------------------------|------------------------------------------------------------|----------------------------------------------------|-----------------------------------------|-----------------------------------------------|
|--------------------------------------------------------|----------------------------------------|---------------------|----------------------|---------------------|------------------------------------------------------------------------|------------------------------------------------------------|----------------------------------------------------|-----------------------------------------|-----------------------------------------------|

