

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
 Edward J. Brown III
 Bank of America Corporation
 NC1-007-58-11
 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
 2/18/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 President Global Corporate & Investment Banking
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 Transaction(s)	6. Director or Officer	7. Nature of Beneficial Ownership
Common Stock	2/14/2003		M	3107	A	D	
Common Stock	2/14/2003		F	1071	D	D	
Common Stock	12/31/2002		J	1199.927	A	I	Thrift Trust

<CAPTION>

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

1. Title of Security Indirect Ownership	2. Contract or Exer- cise Date	3. Transaction	3A. Deemed Action	4. Transaction	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exer- cisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities
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[Ind] Follow Reported (I)	Deriva- tive Secu- rity	(Month/ Day/ Year)	(Month/ Day/ Year)	Code	V	Amount	Date	Expir	Title and Number of Shares	Officially Owned ling Trans- action(s)			
							A/	Exer- Date					
<S> <C> <C> Preferred, Se ries C									Common Stock	285.2			
Option, Right to Buy	\$48.4375							02/01/ /2010	Common Stock	150000			
Option, Right to Buy	\$53.28							01/31/ /2011	Common Stock	300000			
Option, Right to Buy	\$61.36							2/01/ 2012	Common Stock	250000			
Option, Right to buy	\$70.03							02/03/ /2013	Common Stock	100000			
Restricted St ock Units	\$68.87	2/14/ 2		A		41446	A	3	2/14/ 2006	Common Stock	41446	\$68.87	41446
Restricted St ock Units	1 for 1	2/14/ 2		M		3107	D		02/15/ /2004	Common Stock	3107		3106
Restricted St ock Units	1 for 1								2/15/ 2005	Common Stock			25424
Option, Right to Buy	\$26.8125							7/01/ 2005	Common Stock	200000			
Option, Right to Buy	\$65.375							7/01/ 2007	Common Stock	30000			
Option, Right to Buy	\$79.9375							7/01/ 2008	Common Stock	100000			

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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).
2. Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under Bank of America Corporation 401(k) Plan.
3. These restricted stock units, which are exempt under Rule 16b-3(d), vest on the third anniversary of the grant date.

SIGNATURE OF REPORTING PERSON

Edward J. Brown III

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