

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-A/A  
AMENDMENT NO. 1

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

**BANK OF AMERICA CORPORATION**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State of incorporation or organization)

**56-0906609**  
(IRS Employer Identification No.)

**100 North Tryon Street**  
**Charlotte, North Carolina**  
(Address of principal executive offices)

**28255**  
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. /x/

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. / /

Securities Act registration statement file number to which this form relates:  
333-83503

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class  
to be so registered:

Name of each exchange on which  
each class is to be registered:

S&P 500 Index® Linked Notes, due 2007

American Stock Exchange

Securities to be registered pursuant to Section 12 (g) of the Act:

**None**

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This Form 8-A/A amends the Form 8-A filed by Bank of America Corporation on June 27, 2002 to register the S&P 500 Index® Linked Notes, due 2007 (the "Form 8-A"). This amendment deletes the Stated Maturity Date on page 1 of the form of the Registrant's S&P 500 Index® Linked Notes, due 2007, attached to the Form 8-A as Exhibit 1 to Item 2 and replaces it with the following description:

"STATED MATURITY DATE: July 2, 2007."

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this amendment to be signed on its behalf of the undersigned, thereto duly authorized.

BANK OF AMERICA CORPORATION

Date: June 27, 2002

By: /s/ KAREN A. GOSNELL  
KAREN A. GOSNELL  
Senior Vice President