### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses)                                   |  |   |                  |       |   |               |   |   |  |   |
|---|--|---|------------------|-------|---|---------------|---|---|--|---|
| 1. Name and Address of Reporting Person<br>DESOER BARBARA J | 2. Issuer Name and Ticker or Trading Symbol<br>BANK OF AMERICA CORP /DE/ [BAC] |   |                  |       |   |               | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner |   |  |   |
| DANIZ OF AMERICA CORRORATION NOT                            |  | 3. Date of Earliest 01/05/2004                              | t Transaction    | n (Mo | onth/Day/Y  | Year)         | X_Officer (give title below) Other (specify below) President, Consumer Products             |   |  |   |
|   |  | 4. If Amendment, Date Original Filed(Month/Day/Year)        |                  |       |   |               |   | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting Person |  |   |
| (City) (State)  | (Zip)  |   | Table I -        | Non-  | Derivativ   | e Secu        | rities Acqui  | red, Disposed of, or Beneficially Own   | ıed                                    |   |
| 1.Title of Security<br>(Instr. 3)                           | 2. Transaction<br>Date<br>(Month/Day/Year)                                     | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | (Instr. 8)       |       | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |               |   | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | 6.<br>Ownership<br>Form:<br>Direct (D) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|   |  |   | Code             | V     | Amount  | (A) or<br>(D) | Price   | (IIISII. 3 and 4)   | or Indirect (I) (Instr. 4)             | (Instr. 4)  |
| Common Stock  | 01/05/2004   |   | M                |       | -   | A             | \$63.6267   | ,   | D                                      |   |
| Common Stock  | 01/05/2004   |   | M                |       | 4,873   | A             | \$71.5801   |   | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 900   | D             | \$78.79   | 28,694  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 800   | D             | \$78.86   | 27,894  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 100   | D             | \$78.96   | 27,794  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,100   | D             | \$78.97   | 26,694  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,000   | D             | \$78.98   | 25,694  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,200   | D             | \$79.02   | 24,494  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 600   | D             | \$79.03   | 23,894  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 2,100   | D             | \$79.07   | 21,794  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 500   | D             | \$79.08   | 21,294  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,200   | D             | \$79.09   | 20,094  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,100   | D             | \$79.1  | 18,994  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,000   | D             | \$79.12   | 17,994  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,200   | D             | \$79.15   | 16,794  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,374   | D             | \$79.32   | 15,420  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,100   | D             | \$79.35   | 14,320  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 2,200   | D             | \$79.38   | 12,120  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 100   | D             | \$79.45   | 12,020  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 1,400   | D             | \$79.47   | 10,620  | D                                      |   |
| Common Stock  | 01/05/2004   |   | S <sup>(1)</sup> |       | 100   | D             | \$79.55   | 10,520  | D                                      |   |
| Common Stock  |  |   |                  |       |   |               |   | 683   | I                                      | By<br>Spouse  |
| Common Stock  |  |   |                  |       |   |               |   | 6,467.47  | I                                      | Thrift<br>Trust                                     |
| Common Stock  |  |   |                  |       |   |               |   | 2,813.24  | I                                      | Thrift<br>Trust-<br>Spouse                          |

| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly | y. |
|--|----|
|--|----|

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| Security                   | Conversion |            | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code | tion | of D<br>Sect<br>Acq<br>or D<br>of (I | Derivative urities uired (A) Disposed D) tr. 3, 4, | (Month/Day/Year)    |                    | of Underlying<br>Securities |  | Derivative<br>Security<br>(Instr. 5) | Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) | Beneficial |
|----------------------------|------------|------------|---|------|------|--------------------------------------|--|---------------------|--------------------|-----------------------------|--|--------------------------------------|--|---|------------|
|                            |            |            |   | Code | V    | (A)                                  |  | Date<br>Exercisable | Expiration<br>Date | Title                       | Amount<br>or<br>Number<br>of<br>Shares |                                      | (Instr. 4)   | (Instr. 4)  |            |
| Option,<br>Right to<br>Buy | \$71.5801  | 01/05/2004 |   | M    |      |                                      | 4,873  | <u>(2)</u>          | 05/22/2007         | Common<br>Stock             | 4,873                                  | \$71.5801                            | 28,509   | D   |            |
| Option,<br>Right to<br>Buy | \$63.6267  | 01/05/2004 |   | M    |      |                                      | 14,201   | <u>(2)</u>          | 05/22/2007         | Common<br>Stock             | 14,201                                 | \$63.6267                            | 0  | D   |            |

### **Reporting Owners**

|   | Relationships         |  |                              |       |  |  |  |
|---|-----------------------|--|------------------------------|-------|--|--|--|
| Reporting Owner Name / Address  | Director 10%<br>Owner |  | Officer                      | Other |  |  |  |
| DESOER BARBARA J<br>BANK OF AMERICA CORPORATION<br>NC1-007-57-02<br>CHARLOTTE, NC 28255 |                       |  | President, Consumer Products |       |  |  |  |

### **Signatures**

| Barbara J. Desoer/Roger C. McClary POA | 01/06/2004 |  |  |
|--|------------|--|--|
| Signature of Reporting Person          | Date       |  |  |

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Option exercise and sale of shares in accordance with a written plan established July 15, 2003 pursuant to the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) This option fully vested on September 30, 1998, with the merger between BankAmerica Corporation and NationsBank Corporation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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