

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
 Kathleen F. Feldstein
 147 Clinton Street
 MA, Belmont 02478
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
 5/1/2003
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					9377.00	D	

Common Stock Marty Feldstein					2263.00	I	By Husband

<CAPTION>

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

1. Title of 10. Nature of Derivative Security Direct (D) or Indir ect (I)	2. Con- version or Exer- cise Price of Deriva- tive	3. Trans- action (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ Year)	4. Trans- action (Code) (V)	5. Number of De- rivative Secu- rities Acqui- red (A) or Dis- posed of (D) Amount	6. Date Exer- cisable and Expiration Date (Month/ Day/Year) Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Deri- vative Secu- rity	9. Number of Deriva- tive Securities Benefi- cially Owned Trans- action(s)
--	---	---	--	--------------------------------------	--	---	---	---	--

<S>	<C>	<C>	<C>	<C>	<C><C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
Phantom Stock		6/28/ 2	A	V 129.48	A					Common Stock 129.48		D	
		002	1										

Phantom Stock		9/27/ 2	A	V 143.38	A					Common Stock 143.38		D	
		002	1										

Phantom Stock		12/27/	A	V 143.01	A					Common Stock 143.01		D	
		2002	1										

Phantom Stock		3/28/ 2	A	V 145.58	A					Common Stock 145.58		D	
		003	1										

Phantom Stock		4/30/ 2	A	1627.28	A					Common Stock 1627.28	17372.61	D	
		003	2										

Option, Right	to Buy	to Buy								04/24 Common Stock		4000.00	D
										/2012			

</TABLE>

Explanation of Responses:

1. Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled on death or termination of service as a director.
2. Shares represent payment of a portion of the annual retainer fee and an additional award of restricted shares under the Bank of America Corporation Directors' Stock Plan in transactions exempt under Rule 16b-3.

SIGNATURE OF REPORTING PERSON

Kathleen F. Feldstein

Kathleen F. Feldstein