

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  
 O. Temple Sloan, Jr.  
 C/O General Parts, Inc.  
 2635 Millbrook Road  
 NC, Raleigh 27604
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)  
 Director ( ) 10% Owner ( ) Officer (give title below) ( ) Other  
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)  
 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<br>Indirect<br>Ownership | 2. Date   | 3A. Date | 3. Code | 4. Securities Acquired (A)<br>or Disposed of (D) | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported Trans(s) | 6. Dir<br>ect<br>(D) or<br>Indir<br>ect (I) | 7. Nature of<br>Beneficial |
|---|-----------|----------|---------|--|--|---|----------------------------|
| Common Stock                                  | 4/30/2003 |          | A       | 1627.00  | 74.05  | D   |                            |
| Common Stock                                  |           |          |         |  | 22468.00   | D   |                            |
| Common Stock                                  |           |          |         |  | 2460.00  | I   | As Managing<br>Trustee     |
| Common Stock                                  |           |          |         |  | 400.00   | I   | By Spouse                  |
| Common Stock                                  |           |          |         |  | 23823.00   | I   | By Trust                   |
| Common Stock<br>Remainder Trust               |           |          |         |  | 3700.00  | I   | Charitable                 |

<CAPTION>

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

| 1. Title of<br>10. Derivative<br>Dir Indirect<br>Security<br>ect Beneficial | 2. Con-<br> Derivative<br> Security<br>ect Beneficial | 3. Trans-<br> or Exer<br> action | 3A. Deemed<br> action | 4. Trans-<br> action | 5. Number of De<br> rivative Secu<br> rities Acqui | 6. Date Exer<br> cisable and<br> Expiration | 7. Title and Amount<br> of Underlying<br> Securities | 8. Price<br> of Deri | 9. Number<br> of Deriva<br> tive |
|---|---|----------------------------------|-----------------------|----------------------|--|---|--|----------------------|----------------------------------|
|---|---|----------------------------------|-----------------------|----------------------|--|---|--|----------------------|----------------------------------|

| (D) Ownership | Price of | Execution        | red(A) or Dis    | posed of(D) | Date(Month/Day/Year) | Secu   | Securities                 |
|---------------|----------|------------------|------------------|-------------|----------------------|--------|----------------------------|
| or            | Deriva-  |                  |                  |             | Date Expir           | ity    | Benefi                     |
| Ind           | tive     |                  |                  |             | A/Exer-ation         |        | ficially                   |
| Followire     | Secu-    | (Month/Day/Year) | (Month/Day/Year) | Code        | V                    | Amount | Title and Number of Shares |
| Reportedct    | urity    |                  |                  |             |                      |        | ing                        |
| (I)           |          |                  |                  |             |                      |        | Trans-                     |
|               |          |                  |                  |             |                      |        | action(s)                  |

| <S>           | <C>     | <C>     | <C> | <C> | <C><C> | <C>   | <C> | <C> | <C>   | <C>          | <C>   | <C>     |
|---------------|---------|---------|-----|-----|--------|-------|-----|-----|-------|--------------|-------|---------|
| Phantom Stock |         | 6/28/ 2 |     | A   | V      | 10.57 | A   |     |       | Common Stock | 10.57 |         |
|               |         | 002     |     | 2   |        |       |     |     |       |              |       |         |
| Phantom Stock |         | 9/27/ 2 |     | A   | V      | 11.71 | A   |     |       | Common Stock | 11.71 |         |
|               |         | 002     |     | 2   |        |       |     |     |       |              |       |         |
| Phantom Stock |         | 12/27/  |     | A   | V      | 11.68 | A   |     |       | Common Stock | 11.68 |         |
|               |         | 2002    |     | 2   |        |       |     |     |       |              |       |         |
| Phantom Stock |         | 3/28/ 2 |     | A   | V      | 11.89 | A   |     |       | Common Stock | 11.89 | 1285.50 |
|               |         | 003     |     | 2   |        |       |     |     |       |              |       |         |
| Option, Right | \$71.50 |         |     |     |        |       |     |     | 04/24 | Common Stock |       | 4000.00 |
| to Buy        |         |         |     |     |        |       |     |     | /2012 |              |       |         |

</TABLE>  
Explanation of Responses:  
1. 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.  
2. 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.  
SIGNATURE OF REPORTING PERSON  
O. Temple Sloan, Jr.  
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