

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4

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

John R. Belk
2801 West Tyvola Road
NC, Charlotte 28217-4500

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/Year

12/2/2002

5. If Amendment, Date of Original (Month/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. Transaction	3. Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Month	6. Dir (D) or Indir (I)	7. Nature of Beneficial
	Date		Amount	D Price		
<S> Common Stock	<C>	<C>	<C><C>	<C> <C>	<C> 1283	<C> <C>
Common Stock Inc					16588	I By Belk,
Common Stock Foundation	12/2/ 2002	S	600	D \$70.04		I By
Common Stock Foundation	12/2/ 2002	S	600	D \$70.00	5385	I By

<CAPTION>

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

1. Title of Derivative Security Dir Indirect Beneficial Ownership	2. Con- version or Exer cise Price of	3. Transaction	4. or Disposed of (D)	5. Number of De rivative Secu rities Acqui red (A) or Dis posed of (D)	6. Date Exer cisable and Expiration Date (Month/ Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Deri vative Secu rity	9. Number of Deriva tive Securities Benefi
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For	Deriva-					Date	Expir			Officially
Ind	tive					A/Exer-	ation		Title and Number	Owned at
ire	Secu-					D	cisa-	Date	of Shares	End of
ct	rity	Date	Code	V	Amount	ble				Month
(I)										
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C> <C>										
Phantom Stock		6/28/	A	V	11.93	A	1	1	Common Stock	11.93
		2002								

Phantom Stock		9/27/	A	V	13.21	A	1	1	Common Stock	13.21
		2002								1423.7414

Option, Right to Buy	\$71.50							04/24	Common Stock	4000
								/2012		

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Explanation of Responses:

1. Phantom stock units may be settled upon death or termination of service as a director.