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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
   Donald E Guinn
   130 Kearny Street, Suite 3200
   CA, San Francisco 94108
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
   12/11/2002
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
                                  13.
                                         |4.Securities Acquired (A)
                                                                            |5.Amount of
                                                                                                 |6.Dir |7.Nature of
Indirect
              - 1
                           | Transaction | or Disposed of (D)
                                                                             | Securities
                                                                                                 |ect | Beneficial
Ownership
                                                                             | Beneficially
                                                                                                 |(D)or |
                                       1.1
                                  | A/|
                                                                             I Owned at
                                                                                                 |Indir |
                           | Date |Code|V|
                                                            | D |
                                                                     Price | End of Month
                                              Amount
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                                                                             |18990
Common Stock
                                                                                                 ΙD
                                  <CAPTION>
Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned
                                            |5.Number of De |6.Date Exer|7.Title and Amount |8.Price|9.Number
                                   |4.
1. Title of Derivative |2.Con- |3.
|10.|11.Nature of|
                      |version |Transaction | rivative Secu |cisable and | of Underlying
 Security
                                                                                              lof Derilof Deriva
|Dir|Indirect
                                            | rities Acqui | Expiration | Securities
                      lor Exer |
                                                                                              Ivative Itive
|ect|Beneficial |
                      cise
                                            | red(A) or Dis |Date(Month/|
                                                                                              Secu
                                                                                                      |Securities |
(D) | Ownership
                      |Price of|
                                            | posed of (D)
                                                           |Day/Year) |
                                                                                              rity
                                                                                                      |Benefi
lor I
                      |Deriva- |
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|Ind|
                                                                            Title and Number |
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                                                        | A/|Exer-|ation|
lirel
                                                                            of Shares
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                                                        | D |cisa-|Date |
                                                                                                      |End of
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                      Iritv
                               |Date |Code|V| Amount
                                                           |ble |
                                                                                                      Month
(I) |
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Phantom Stock
                                          1 143.24
                                                                         |Common Stock|43.24 |
                               112/10 IA
                                                        IA 11
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                                                                                                      122296.6602 ID
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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	<u> </u>												
	Right to Buy	\$71.50	1	I	1 1	I	I	04/	24 Comm	on Stock	I	4000	D
	1	I	I	I	1 1	l	I	/20	12	1	I	I	
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<td>E></td> <td>505.</td> <td></td>	E>	505.											

Explanation of Responses:

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