```
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
   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/Day/Year
   1/23/2003
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 2.
                                       |4.Securities Acquired (A)
                                                                            |5.Amount of
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Common Stock
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Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned
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           |2.Con- |3.
                             |3A. |4.
1. Title of
|10.|11.Nature of|
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|1/22/ 2|

Phantom Stock

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ΙA

| A |

|Common Stock|42.31 |

|22565.5902 |D

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Explanation of Responses:

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

Donald E Guinn Donald E. Guinn