

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported
() Form 4 Transactions Reported

1. Name and Address of Reporting Person

Amy Woods Brinkley
Bank of America Corporation
NC1-007-58-04

NC, Charlotte 28255

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

12/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)
Chairman, Credit Risk Policy & Deputy Corporate Risk Management Executive

7. Individual or Joint/Group Reporting (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 Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year	6. Dir ect (D) or (I)	7. Nature of Beneficial
<S> Common Stock	<C> 8/19/ 2002	<C> G 	<C> 214 	<C> 	<C> 	<C>
----- Common Stock	8/19/ 2002	G 	214 	 	 	
----- Common Stock	8/21/ 2002	G 	286 	 	 	
----- Common Stock	9/4/ 002	2 G 	714 	 	 	
----- Common Stock Trust	 	 	 	 	 	

<CAPTION>

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

1. Title of Derivative 10. Nature of Security Dir/Indirect Beneficial (D) Ownership or Ind Dire ct (I)	2. Con version or Exer cise Pr ice of Deriva tive Secu rity	3. Date Date	4. Code Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Secu rity	9. Number of Derivative Securities Beneficially Owned at End of Year
--	---	-----------------	-----------------	--	---	---	---	---

<S> <C> <C> Preferred, Series C D	<C>	<C>	<C>	<C>	<C> <C> <C> <C>	<C>	<C>	<C>
Option, Right to buy	\$48.4375				01/03/2010	Common Stock		150000 D
Option, Right to Buy	\$53.28				01/31/2011	Common Stock		210000 D
Option, Right to Buy	\$61.36				2/01/2012	Common Stock		250000 D
Option, Right to Buy	\$26.8125				7/01/2005	Common Stock		190000 D
Option, Right to Buy	\$65.375				7/01/2007	Common Stock		30000 D
Option, Right to Buy	\$79.9375				7/01/2008	Common Stock		100000 D

</TABLE>
Explanation of Responses:
SIGNATURE OF REPORTING PERSON
Amy Woods Brinkley
Amy Woods Brinkley