

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

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(Print or Type Responses)

1. Name and Address of Reporting Person* HANCE JAMES H JR (Last)(First)(Middle)	2. Issuer Name and Ticker or Trading Symbol BANK OF AMERICA CORP /DE/ [BAC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒X Director ☐ 10% Owner ☒X Officer (give title below) ☐ Other (specify below) Vice Chairman and CFO
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| (Street) CHARLOTTE, NC 28255 | 3. Date of Earliest Transaction (Month/Day/Year) 03/10/2004 | 6. Individual or Joint/Group Filing Check Applicable Line ☒X Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person |

| (City)(State)(Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | |

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/02/2004		G		1,375	D	\$ 0	291,513	D	
Common Stock	03/10/2004		S(1)		2,700	D	\$ 81.27	288,813	D	
Common Stock	03/10/2004		S(1)		200	D	\$ 81.28	288,613	D	
Common Stock	03/10/2004		S(1)		3,400	D	\$ 81.29	285,213	D	
Common Stock	03/10/2004		S(1)		3,700	D	\$ 81.3	281,513	D	
Common Stock	03/10/2004		S(1)		1,000	D	\$ 81.32	280,513	D	
Common Stock	03/10/2004		S(1)		1,200	D	\$ 81.33	279,313	D	
Common Stock	03/10/2004		S(1)		2,400	D	\$ 81.36	276,913	D	
Common Stock	03/10/2004		S(1)		100	D	\$ 81.4	276,813	D	
Common Stock	03/10/2004		S(1)		100	D	\$ 81.42	276,713	D	
Common Stock	03/10/2004		S(1)		500	D	\$ 81.47	276,213	D	
Common Stock	03/10/2004		S(1)		600	D	\$ 81.5	275,613	D	
Common Stock	03/10/2004		S(1)		1,100	D	\$ 81.68	274,513	D	
Common Stock	03/10/2004		S(1)		300	D	\$ 81.72	274,213	D	
Common Stock	03/10/2004		S(1)		300	D	\$ 81.75	273,913	D	
Common Stock	03/10/2004		S(1)		2,600	D	\$ 81.78	271,313	D	
Common Stock	03/10/2004		S(1)		1,700	D	\$ 81.25	269,613	D	
Common Stock	03/02/2004		G		100	A	\$ 0	595	I	By Child Blair
Common Stock	03/02/2004		G		100	A	\$ 0	595	I	By Child Meredith
Common Stock	03/02/2004		G		1,000	A	\$ 0	7,000	I	By Spouse Beverly
Common Stock	12/31/2003		A		132.62	A	\$ 0 (2)	3,664.38	I	Thrift Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Preferred, Series C	(3)	02/27/2004		A	V	3.49		(3)	(3)	Common Stock	5.86	(3)	295.44	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANCE JAMES H JR BANK OF AMERICA CORPORATION 100 NORTH TRYON STREET CHARLOTTE, NC 28255	X		Vice Chairman and CFO	

Signatures

James H. Hance, Jr./Roger C. McClary POA	03/11/2004
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Option exercise and sale of shares in accordance with a written plan established July 15, 2003 pursuant to the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under the Bank of America Corporation 401-K Plan.
- (3) Each share of Series C Preferred is convertible into 1.68 shares of common stock of Bank of America Corporation.

Remarks:

This is the second of two filings required to report the transactions associated with an option exercise and sale of shares under Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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