# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

☐ 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

| OMB APPROVAL | |
|---|---|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response... | 0.5 |

(Print or Type Responses)

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* <br> MCGEE LIAM E | 2. Issuer Name **and** Ticker or Trading Symbol <br> BANK OF AMERICA CORP /DE/ [BAC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <br> ____ Director ____ 10% Owner <br> __X__ Officer (give title below) ____ Other (specify below) <br> Pres Glbl Cons and Sml Bus Bkg |
| (Last) (First) (Middle) <br> BANK OF AMERICA CORPORATION, NC1 007 56 18 | 3. Date of Earliest Transaction (Month/Day/Year) <br> 02/01/2005 | |
| (Street) <br> CHARLOTTE, NC 28255 | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <br> _X_ Form filed by One Reporting Person <br> ___ 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 | 02/01/2005 | | M | | 15,428 | A | $ 24.22 | 57,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.45 | 56,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.5 | 55,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 500 | D | $ 46.57 | 55,095.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.581 | 54,095.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.59 | 53,095.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 3,000 | D | $ 46.6 | 50,095.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.61 | 49,095.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 2,000 | D | $ 46.62 | 47,095.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 500 | D | $ 46.64 | 46,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.65 | 45,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.655 | 44,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.71 | 43,595.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 428 | D | $ 46.76 | 43,167.16 | D | |
| Common Stock | 02/01/2005 | | S(1) | | 1,000 | D | $ 46.4 | 42,167.16 | D | |
| Common Stock | 12/31/2004 | | A | V | 33.34 | A | (2) | 929.62 | I | Thrift Trust |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

### 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) |
|---|---|---|---|---|---|---|---|---|---|---|---|

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Option, Right to Buy | $ 24.22 | 02/01/2005 | | M | | | 15,428 | (3) | 01/03/2010 | Common Stock | 15,428 | $ 24.22 | 13,716 | D | |
| Option, Right to Buy | $ 46.68 | 02/01/2005 | | A | | 200,000 | | (4) | 02/01/2015 | Common Stock | 200,000 | $ 46.68 | 200,000 | D | |

## Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| MCGEE LIAM E<br>BANK OF AMERICA CORPORATION<br>NC1 007 56 18<br>CHARLOTTE, NC 28255 | | | Pres Glbl Cons and Sml Bus Bkg | |

## Signatures

| Liam E. McGee/Roger C. McClary POA | | 02/02/2005 |
|---|---|---|
| **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 October 21, 2004 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) This option vested in three equal installments commencing January 3, 2001.

( 4) These options fully vest on February 1, 2008. The proceeds must be held for a three year period after exercise.

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