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OKEN MARC D

Form 4

February 19, 2003

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

Marc Denis Oken

1650 Queens Rd West

NC, Charlotte 28207

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

2/18/2003

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

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

() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Executive Vice President & Principal Financial Executive

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 I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock							83516
Common Stock							460
Common Stock	12/31/ 2002		J 1	V883.666	A		3724.971
Common Stock							1842

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

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva- tive	3. Trans- action	3A. Deemed Execu- tion	4. Trans- action	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of (D)	6. Date Exer- cisable and Expiration Date (Month/ Day/Year) Date Expir- ation	7. Title and Amount of Underlying Securities Title and Number	8. P of of vat Sec rit
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Secu- rity	(Month/ Day/ Year)	(Month/ Day/ Year)	Code	V	Amount	D	cisa- ble	Date	of Shares	
Preferred, Se ries C									Common Stock	
Option, Right to buy	\$48.4375							01/03 /2010	Common Stock	
Option, Right to Buy	\$53.28							01/31 /2011	Common Stock	
Option, Right to Buy	\$61.36							2/01/ 2012	Common Stock	
Option, Right to buy	\$70.03							02/03 /2013	Common Stock	
Restricted St ock Units	\$68.87	2/14/ 2 003	A		26563	A	2	2/14/ 2006 2	Common Stock	26563
Option, Right to Buy	\$65.375							7/01/ 2007	Common Stock	
Option, Right to Buy	\$65.375							7/01/ 2007	Common Stock	
Option, Right to Buy	\$65.375							7/01/ 2007	Common Stock	
Option, Right to Buy	\$79.9375							7/01/ 2008	Common Stock	

Explanation of Responses:

1. Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under Bank of America Corporation 401(k) Plan.
2. These restricted stock units, which are exempt under Rule 16b-3(d), vest on the third anniversary of the grant date.

SIGNATURE OF REPORTING PERSON

Marc Denis Oken
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