

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
 John R. Belk
 2801 West Tyvola Road
 NC, Charlotte 28217-4500
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
 12/2/2002
5. If Amendment, Date of Original (Month/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 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 Month Price	6. Director (D) or Indirect (I)	7. Nature of Beneficial Ownership
Common Stock				1283	D	
Common Stock Inc				16588	I	By Belk,
Common Stock Foundation	12/2/2002	S	600	\$70.04	I	By
Common Stock Foundation	12/2/2002	S	600	\$70.00	I	By

<CAPTION>

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

1. Title of Derivative Security (D) Indirect Ownership	2. Conversion or Exercise Price of	3. Transaction	4. Derivative Securities Acquired (A) or Disposed of (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned
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(I)		Deriva-			Amount	Date	Expir-	ation	Title and Number	Owned at	End of	Month
		tive				A/	cisa-	Date	of Shares			
		Secu-	Date	Code	V		ble					
<S>		<C>	<C>	<C>	<C><C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	<C>											
Phantom Stock			6/28/	A	V	11.93	A	1	1	Common Stock	11.93	
			2002									

Phantom Stock			9/27/	A	V	13.21	A	1	1	Common Stock	13.21	1423.7414
			2002									

Option, Right to Buy	\$71.50							04/24		Common Stock		4000
								/2012				

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Explanation of Responses:

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