

# FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* MCQUADE EUGENE M			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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) BANK OF AMERICA CORPORATIONBANK OF AMERI, 100 FEDERAL STREET100 FEDERAL STREET			3. Date of Earliest Transaction (Month/Day/Year) 04/01/2004			President		
(Street) BOSTON, MA 02110			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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	04/01/2004		A <sup>(1)</sup>		138,526 <sup>(2)</sup>	A	\$ 0 <sup>(1)</sup>	138,526	D	
Common Stock	04/01/2004		M		69,413	A	\$ 81.47	207,939	D	
Common Stock	04/01/2004		F <sup>(3)</sup>		24,239	D	\$ 81.47	183,700	D	
Common Stock	04/01/2004		F <sup>(4)</sup>		1,769	D	\$ 81.47	181,931	D	
Common Stock	04/01/2004		A <sup>(1)</sup>		142	A	\$ 0 <sup>(1)</sup>	142	I	As custodian for daughter
Common Stock	04/01/2004		A <sup>(1)</sup>		142	A	\$ 0 <sup>(1)</sup>	142	I	As custodian for son

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
Restricted Stock Units	\$ 81.47	04/01/2004		A <sup>(5)</sup>		48,178		<sup>(5)</sup>	04/01/2007	Common Stock	48,178	\$ 81.47	48,178	D	
Option, Right to Buy	\$ 41.6	04/01/2004		A <sup>(6)</sup>		55,530		<sup>(7)</sup>	10/15/2006	Common Stock	55,530	\$ 41.6	55,530	D	
Option, Right to Buy	\$ 59.27	04/01/2004		A <sup>(6)</sup>		72,189		<sup>(6)</sup>	10/14/2007	Common Stock	72,189	\$ 59.27	72,189	D	
Option, Right to Buy	\$ 70.34	04/01/2004		A <sup>(6)</sup>		83,295		<sup>(7)</sup>	10/20/2008	Common Stock	83,295	\$ 70.34	83,295	D	
Option, Right to Buy	\$ 66.68	04/01/2004		A <sup>(6)</sup>		83,295		<sup>(7)</sup>	10/18/2009	Common Stock	83,295	\$ 66.68	83,295	D	

Option, Right to Buy	\$ 62.58	04/01/2004		A <sup>(6)</sup>	97,178		(7)	10/16/2010	Common Stock	97,178	\$ 62.58	97,178	D	
Option, Right to Buy	\$ 59.36	04/01/2004		A <sup>(6)</sup>	111,060		(7)	10/15/2011	Common Stock	111,060	\$ 59.36	111,060	D	
Option, Right to Buy	\$ 38.27	04/01/2004		A <sup>(6)</sup>	111,060		(7)	10/14/2012	Common Stock	111,060	\$ 38.27	111,060	D	
Performance Restricted Stock Units	(8)	04/01/2004		A <sup>(8)</sup>	69,413		(9)	(9)	Common Stock	69,413	(8)	69,413	D	
Performance Restricted Stock Units	(8)	04/01/2004		M		69,413	(9)	(9)	Common Stock	69,413	\$ 81.47	0	D	
Restricted Stock Units	(10)	04/01/2004		A <sup>(10)</sup>	64,168		(11)	(11)	Common Stock	64,168	(10)	64,168	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCQUADE EUGENE M BANK OF AMERICA CORPORATION 100 FEDERAL STREET BOSTON, MA 02110	X		President	

## Signatures

Eugene M. McQuade/Roger C. McClary POA	04/02/2004
	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) Received in exchange for common stock of FleetBoston Financial at an exchange ratio of .5553 of a share of Bank of America common stock for each share of FleetBoston Financial common stock in connection with the merger of FleetBoston Financial into Bank of America on April 1, 2004. The closing price of FleetBoston Financial common stock on the last day prior to the effective time of the merger was \$44.90 per share.
- (2) Includes 5,065 shares of restricted stock which vested on the effective date of the merger.
- (3) Disposition of shares to the issuer to satisfy the withholding obligation associated with the vesting of 69,413 restricted shares which is exempt under Rule 16b-3(e).
- (4) Disposition of shares to the issuer to satisfy the withholding obligation associated with the vesting of 5,065 restricted shares which is exempt under Rule 16b-3(e).
- (5) These Restricted Stock Units, which are exempt under Rule 16b-3(d), vest on the third anniversary of the grant date.
- (6) Received in exchange for options to acquire FleetBoston Financial (FleetBoston) at an exchange ratio of .5553 of a share of Bank of America common stock for each share of FleetBoston common stock subject to such option in connection with the merger of FleetBoston into Bank of America on April 1, 2004. The exercise price per share of Bank of America stock issuable upon exercise of these options is equal to the exercise price per share of FleetBoston common stock at which such FleetBoston option was exercisable immediately prior to the effective time of the merger divided by .5553. The closing price of FleetBoston common stock on the last day prior to the effective time of the merger was \$44.90 per share.
- (7) This option fully vested on the effective date of the merger of FleetBoston Financial into Bank of America Corporation.
- (8) Received in exchange for FleetBoston Financial performance based restricted stock units at the rate of .5553 Bank of America units for each FleetBoston unit in connection with the merger of FleetBoston into Bank of America Corporation on April 1, 2004. The closing price of FleetBoston common stock on the last day prior to the effective time of the merger was \$44.90 per share.
- (9) These performance restricted stock units fully vested on the effective date of the merger.
- (10) Received in exchange for FleetBoston Financial restricted stock units at the rate of .5553 Bank of America restricted stock units for each FleetBoston unit held prior to the merger of FleetBoston into Bank of America Corporation on April 1, 2004. The closing price of FleetBoston common stock on the last day prior to the effective time of the merger was \$44.90 per share.
- (11) These restricted stock units vest in three equal installments commencing February 17, 2005.

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

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