

# FORM 4

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

OMB APPROVAL	
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## 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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>SARLES H JAY</b>		2. Issuer Name and Ticker or Trading Symbol <b>BANK OF AMERICA CORP /DE/ [BAC]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Vice Chm and Spl Advsr to CEO</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>07/21/2004</b>		
BANK OF AMERICA CORPORATION, 100 FEDERAL STREET					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		
BOSTON, MA 02110					
(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	05/21/2004		G	V	200	D	(1)	273,746	D	
Common Stock	05/26/2004		G	V	800	D	(1)	272,946	D	
Common Stock	05/27/2004		G	V	300	D	(1)	272,646	D	
Common Stock	06/15/2004		G	V	400	D	(1)	272,246	D	
Common Stock	07/21/2004		M		66,636	A	\$ 37.26	338,882	D	
Common Stock	07/21/2004		M		66,636	A	\$ 41.6	405,518	D	
Common Stock	07/21/2004		S		133,100	D	\$ 85.35	272,418	D	
Common Stock	07/21/2004		S		172	D	\$ 85.48	272,246	D	

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		Date Exercisable	Expiration Date						Title
Option, Right to Buy	\$ 37.26	07/21/2004		M		66,636	(2)	11/29/2005	Common Stock	66,636	\$ 37.26	0	D	
Option, Right to Buy	\$ 41.6	07/21/2004		M		66,636	(2)	10/15/2006	Common Stock	66,636	\$ 41.6	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SARLES H JAY BANK OF AMERICA CORPORATION 100 FEDERAL STREET BOSTON, MA 02110			Vice Chm and Spl Advsr to CEO	
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## Signatures

H. Jay Sarles/Roger C. McClary POA <small>Signature of Reporting Person</small>		07/21/2004 <small>Date</small>
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## 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) These shares were gifted on the indicated date.
- (2) This option fully vested on the effective date of the merger of FleetBoston Financial into Bank of America Corporation.

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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