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**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): August 8, 2002

**BANK OF AMERICA CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation or organization)

**1-6523**  
(Commission File Number)

**56-0906609**  
(IRS Employer  
Identification No.)

**100 North Tryon Street**  
**Charlotte, North Carolina**  
(Address of principal executive offices)

**28255**  
(Zip Code)

**(800) 299-2265**  
(Registrant's telephone number, including area code)

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**Item 7. Financial Statements And Exhibits**

**(c) Exhibits**

The following exhibits are filed herewith:

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
99.1	Statement Under Oath of Principal Executive Officer regarding Facts and Circumstances Relating to Exchange Act Filings dated August 8, 2002
99.2	Statement Under Oath of Principal Financial Officer regarding Facts and Circumstances Relating to Exchange Act Filings dated August 8, 2002

**Item 9. Regulation FD Disclosure.**

Pursuant to the Securities and Exchange Commission's Order No. 4-460 dated June 27, 2002 and related items, Bank of America Corporation (the "Registrant") is furnishing herewith the statements under oath of its Principal Executive Officer, Kenneth D. Lewis, and Principal Financial Officer, James H. Hance, Jr., regarding Facts and Circumstances relating to Exchange Act Filings as Exhibit 99.1 and 99.2, respectively, which are attached hereto. The certificates were signed and submitted to the Securities and Exchange Commission on August 8, 2002.



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**EXHIBIT INDEX**

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STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER  
OF BANK OF AMERICA REGARDING FACTS AND CIRCUMSTANCES RELATING  
TO EXCHANGE ACT FILINGS

I, Kenneth D. Lewis, state and attest that:

1. To the best of my knowledge, based upon a review of the covered reports of Bank of America Corporation, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
2. I have reviewed the contents of this statement with the company's Audit Committee.
3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Annual Report on Form 10-K for the period ended December 31, 2001 of Bank of America Corporation filed on March 27, 2002 with the Commission;
  - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Bank of America Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - Any amendments to any of the foregoing.

Subscribed and sworn to before me this 8<sup>th</sup> day of August, 2002

/s/ KENNETH D. LEWIS

/s/ BRENDA MARESKI

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Kenneth D. Lewis  
August 8, 2002

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Notary Public  
My Commission Expires: March 2, 2006

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER  
OF BANK OF AMERICA REGARDING FACTS AND CIRCUMSTANCES RELATING  
TO EXCHANGE ACT FILINGS

I, James H. Hance, Jr., state and attest that:

1. To the best of my knowledge, based upon a review of the covered reports of Bank of America Corporation, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
2. I have reviewed the contents of this statement with the company's Audit Committee.
3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Annual Report on Form 10-K for the period ended December 31, 2001 of Bank of America Corporation filed on March 27, 2002 with the Commission;
  - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Bank of America Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - Any amendments to any of the foregoing.

Subscribed and sworn to before me this 8th day of August, 2002

/s/ JAMES H. HANCE, JR.

/s/ BRENDA MARESKI

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James H. Hance, Jr.  
August 8, 2002

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Notary Public  
My Commission Expires: March 2, 2006