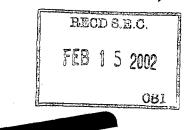
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Richard A. Mikaliunas Senior Vice President Capital Markets

American Stock Exchange 86 Trinity Place New York, NY 10006-1872 T 212 306 1807 F 212 305 2066 richard.mikaiiunas@amex.com

February 15, 2002

Ms. Willie Mae Stroud
Filer Support - 2
Room 1004, Mail Stop 1-4
Office of Filing Information & Consumer Services
Division of Market Regulation
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549

PROCESSED

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THOMSON
FINANCIAL

Dear Ms. Stroud:

This is to certify that the American Stock Exchange LLC (the "Exchange") received from Bank of America Corporation (the "Registrant") a copy of the Company's application on Form 8-A for the registration of the following security:

DJIA Return Linked Notes, due 2005

We further certify that the above security has been approved by the Exchange for listing and registration, upon official notice of issuance, and understand that the 8A will be immediately effective upon your receipt of this letter.

Sincerely,