FELDSTEIN KATHLEEN F
Form 4
May 02, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4
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
   Kathleen F. Feldstein
   147 Clinton Street
   MA, Belmont 02478
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/Day/Year
   5/1/2003
5. If Amendment, Date of Original (Month/Day/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 I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Transaction Date | 2A. Execution Date | 3. Transaction Code | V | 4. Securities Acquired (A) or Disposed of (D) Amount | A/D | Price | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) |
|---|---|---|---|---|---|---|---|---|
| Common Stock | | | | | | | | 9377.00 |
| Common Stock | | | | | | | | 2263.00 |

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

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction (Month/Day/Year) | 3A. Deemed Execution (Month/Day/Year) | 4. Transaction Code | V | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount | A/D | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable | Expiration Date | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. P of vat Sec rit |
|---|---|---|---|---|---|---|---|---|---|---|---|

| | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Phantom Stock | | 6/28/ 2002 | | A 1 | V | 129.48 | A | | | Common Stock | 129.48 |
| Phantom Stock | | 9/27/ 2002 | | A 1 | V | 143.38 | A | | | Common Stock | 143.38 |
| Phantom Stock | | 12/27/ 2002 | | A 1 | V | 143.01 | A | | | Common Stock | 143.01 |
| Phantom Stock | | 3/28/ 2003 | | A 1 | V | 145.58 | A | | | Common Stock | 145.58 |
| Phantom Stock | | 4/30/ 2003 | | A 2 | | 1627.28 | A | | | Common Stock | 1627.28 |
| Option, Right to Buy | $71.50 | | | | | | | | 04/24/2012 | Common Stock | |

Explanation of Responses:
1. Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled on death or termination of service as a director.
2. Shares represent payment of a portion of the annual retainer fee and an additional award of restricted shares under the Bank of America Corporation Directors' Stock Plan in transactions exempt under Rule 16b-3.

SIGNATURE OF REPORTING PERSON
Kathleen F. Feldstein
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