

LEWIS KENNETH D
Form 4
February 05, 2003

() Form filed by More than One Reporting Person

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock					247008
Common Stock	12/31/ 2002		J 1	V 254.6	A 7550.885

1.Title of Derivative Security	2.Con- version or Exer cise Price of Deriva- tive Secu- rity	3. Trans- action (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ Year)	4. Trans- action Code V	5.Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) Amount	6.Date Exer cisable and Expiration Date(Month/ Day/Year) Date Expir ation Date	7.Title and Amount of Underlying Securities Title and Number of Shares	8.P of vat Sec rit
						A/ D ble		

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Preferred, Series C	12/31/2002	J2	V8.04	A			Common Stock	13.5072	
Option, Right to Buy	\$61.36					2/01/2012	Common Stock		
Option, Right to buy	\$70.03	2/3/2003	A		200000	A 3	02/03/2013	Common Stock	200000 \$70
Option, Right to Buy	\$26.8125					7/01/2005	Common Stock		
Option, Right to Buy	\$65.375					7/01/2007	Common Stock		
Option, Right to Buy	\$79.9375					7/01/2008	Common Stock		
Restricted Stock Units	1 for 1					7/01/2004	Common Stock		
Option, Right to Buy	\$74.50					7/01/2009	Common Stock		

Explanation of Responses:

1. Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under Bank of America Corporation 401(k) Plan.
2. Each share of Series C Preferred stock is convertible into 1.68 shares of common stock of Bank of America Corporation.
3. These options fully vest on February 3, 2006.

SIGNATURE OF REPORTING PERSON

Kenneth D. Lewis

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