BANK OF AMERICA CORP /DE/

Form 4

January 13, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

MAY THOMAS J

BANK OF AMERICA CORP /DE/

(Check all applicable)

[BAC]

(Last)

3. Date of Earliest Transaction

X Director Officer (give title

10% Owner Other (specify

NSTAR, 800 BOYLSTON STREET

(First)

(Street)

01/12/2005

(Month/Day/Year)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

BOSTON, MA 02199

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

(Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Following

Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8 TransactionDerivative Derivative Conversion **Expiration Date Underlying Securities** (Month/Day/Year) Execution Date, if or Exercise (Month/Day/Year) (Instr. 3 and 4) Security Code Securities any

Γ

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0	12/22/2004		A	V	47.11		<u>(1)</u>	<u>(1)</u>	Common Stock	47.11
Phantom Stock	\$ 0	01/12/2005		A		33.29		<u>(1)</u>	<u>(1)</u>	Common Stock	33.29
Director Stock Unit Plan	\$ 0	12/22/2004		A	V	168.44		(3)	<u>(3)</u>	Common Stock	168.44
Director Stock Award Unit Plan	\$0	12/22/2004		A	V	40.73		(3)	(3)	Common Stock	40.73
Director Retirement Ben Ex Program	\$ 0	12/22/2004		A	V	22.86		<u>(3)</u>	(3)	Common Stock	22.86

Reporting Owners

Reporting Owner Name / Address	Relationships						
Toporting o where the control of the	Director	10% Owner	Officer	Other			
MAY THOMAS J							
NSTAR	X						
800 BOYLSTON STREET	Λ						
BOSTON, MA 02199							

Signatures

Thomas J. May/Roger C.
McClary POA

01/13/2005

**Signature of Reporting Person

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).

Date

- (1) Phantom stock units may be settled in cash upon death or termination of service as a director.
- (2) 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.
- (3) Director deferral plan units may be settled in stock upon death or termination of service as a director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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