

BANK OF AMERICA CORP /DE/  
 Form 4  
 July 15, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 MAY THOMAS J

2. Issuer Name and Ticker or Trading Symbol  
 BANK OF AMERICA CORP /DE/ [BAC]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 NSTAR, 800 BOYLSTON STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/13/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)

BOSTON, MA 02199  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 2,294   | D  |                                   |

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

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SEC 1474 (9-02)

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

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| 1. Title of Derivative Security (Instr. 3)   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Phantom Stock                                | \$ 0   | 07/13/2005                           |  | A                              | 32.79   | (1) (1)  | Common Stock  | 32.79                         |
| Director Stock Unit Plan                     | \$ 0   | 06/24/2005                           |  | A                              | V 171.92  | (2) (2)  | Common Stock  | 171.92                        |
| Fleet BKB Director Stock Award Unit Plan     | \$ 0   | 06/24/2005                           |  | A                              | V 41.92   | (3) (3)  | Common Stock  | 41.92                         |
| Fleet BKB Director Retirement Ben Ex Program | \$ 0   | 06/24/2005                           |  | A                              | V 23.89   | (4) (4)  | Common Stock  | 23.89                         |
| Stock Unit Plan                              | \$ 0   | 06/24/2005                           |  | A                              | V 12.49   | (5) (5)  | Common Stock  | 12.49                         |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MAY THOMAS J<br>NSTAR<br>800 BOYLSTON STREET<br>BOSTON, MA 02199 | X             |           |         |       |

## Signatures

Thomas J. May/Roger C. McClary POA  
 07/14/2005  
 \*\*Signature of Reporting Person Date

## 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).

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- (1) Phantom stock units may be settled in cash upon death or termination of service as a director.
- (2) Reinvested Director Deferred Compensation and Stock Unit Plan dividend Equivalents. Director Deferred Compensation and Stock Unit Plan units may be settled in stock upon death or termination of service as a director.
- (3) Reinvested Fleet BKB Director Stock Award Unit Plan dividend equivalents. Fleet BKB Director Stock Award Unit Plan units may be settled in stock upon death or termination of service as a director.
- (4) Reinvested Fleet BKB Director Retirement Benefit Exchange Program dividend equivalents. Fleet BKB Director Retirement Benefit Exchange Program units may be settled in stock upon death or termination of service as a director.
- (5) Reinvested Phantom Stock dividends which are exempt under Rule 16b-3. Phantom Stock units may be settled in stock on 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.

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