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FLEETBOSTON FINANCIAL CORP  
Form 8-K  
November 28, 2001

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) November 27, 2001

FLEETBOSTON FINANCIAL CORPORATION

-----  
(Exact name of registrant as specified in its charter)

RHODE ISLAND

-----  
(State or other jurisdiction of incorporation)

1-6366

05-0341324

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(Commission File Number) (IRS Employer Identification No.)

100 Federal Street, Boston, Massachusetts 02110

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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 617-434-2200

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(Former name or former address, if changed since last report)

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Item 5. Other Events and Regulation FD Disclosure.  
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On November 27, 2001, FleetBoston Financial Corporation (the "Corporation") authorized the sale of and established the terms of up to \$4,000,000,000 in aggregate principal amount of its Senior Medium-Term Notes, Series T and Subordinated Medium-Term Notes, Series U (collectively, the "Notes"), under its shelf registration statement on Form S-3 (Registration Statement No. 333-72912) (the "Registration Statement"). The Notes, which may be offered from time to time, will be due nine months or more from the date of issue and will bear interest at fixed or floating rates. The Notes may be offered by one or more of the Corporation's Agents, Bear, Stearns & Co. Inc., Fleet Securities, Inc., Goldman, Sachs & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, Robertson Stephens, Inc. and Salomon Smith Barney Inc. By filing this Current Report on Form 8-K, the Corporation is incorporating by reference into the above-referenced Registration Statement the information contained herein relating to the Notes.

Item 7. Financial Statements and Exhibits.  
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(c) Exhibits

- (1) Selling Agency Agreement, dated November 27, 2001, among the Corporation and Bear, Stearns & Co. Inc., Fleet Securities, Inc., Goldman, Sachs & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, Robertson Stephens, Inc. and Salomon Smith Barney Inc.
- (4) (a) Specimen certificate of the Series T Senior Medium-Term Notes
- (4) (b) Specimen certificate of the Series U Subordinated Medium-Term Notes

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed in its behalf by the undersigned hereunto duly authorized.

FLEETBOSTON FINANCIAL CORPORATION

By /s/ Gary A. Spiess  
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Name: Gary A. Spiess  
Title: Senior Vice President  
Senior Deputy General Counsel and

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Assistant Secretary

Date: November 27, 2001