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STATE STREET CORP

Form 4

May 20, 2002

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

Casner, Truman S.

Ropes & Gray

One International Place

Boston, MA 02110

- Issuer Name and Ticker or Trading Symbol State Street Corporation STT
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 04/30/02
- 5. If Amendment, Date of Original (Month/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-Derivati	ve Securities Acquired, Disposed	d of, or Beneficiall	y Owned
1. Title of Security	2. 3. 4.Securities P Transaction or Disposed	of (D)	5.Amount of Securities Beneficially Owned at End of Month
Common Stock	4/17/0 A(1) V 910 2	A 54.90 	
Common Stock	4/17/0 A(2) V 1,366 2	A 54.90	32,916(3)(4)
	1 1 1		8,000(4)

Table II Derivative Securitites Acquired, Disposed of, or Beneficially Owned								
1.Title of Derivative	2.Con-	3.	4.	5.Number of De	6.Date Exer 7	.Title and Amount	8.P	
Security	version	Transa	uction	rivative Secu	cisable and	of Underlying	of	
	or Exer	1	ı	rities Acqui	Expiration	Securities	vat	
	cise	1	ı	red(A) or Dis	Date(Month/		Sec	
	Price of	1	ı	posed of(D)	Day/Year)		rit	
	Deriva-	1	ı		Date Expir			
	tive	1 1		A	/ Exer- ation	Title and Number		

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	'			Amount		•	•		of Shares	
		ı			1		1	ı		1

Explanation of Responses:

- (1) Payment of director's retainer.
- (2) Payment of Director's Deferred Stock Award exempt under Rule 16b-3 (d).
- (3) Includes DRIP shares acquired through April 2002, and Directors' Deferred Stock Award dividend equivalents.
- (4) Reflects two-for-one stock split distributed May 30, 2001.

SIGNATURE OF REPORTING PERSON /s/Truman S. Casner

DATE

05/07/02