

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
Darehshori, Nader F.
Houghton Mifflin Company
222 Berkeley Street
Boston, MA 02116-3764
2. 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-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month
Common Stock	4/17/02	A(1)V	910	A	54.90	
Common Stock	4/17/02	A(2)V	1,366	A	54.90	21,379(3)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative Security	2.Con- version or Exer- cise Price of Deriva- tive Secu- ritv	3. Transaction Date	4. 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 A/ D cisa- Date ble	7.Title and Amount of Underlying Securities Title and Number of Shares	8.P of vat Sec rit
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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.

SIGNATURE OF REPORTING PERSON

/s/Nader F. Darehshori

DATE

05/06/02