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STATE STREET CORP

Form 3

January 22, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person

Harbert, Timothy B.
State Street Corporation
225 Franklin Street
Boston, MA 02110

2. Date of Event Requiring Statement (Month/Day/Year)
8/9/01

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

State Street Corporation
STT

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Executive Vice President

6. If Amendment, Date of Original (Month/Day/Year)
8/17/01

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 Beneficially Owned

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct (D) or Indirect (I)	4. Nature of Beneficial
Common Stock	156,220	D	
Common Stock	6,284	I	401(k) Plan

Table II -- Derivative Securities Beneficially Owned

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Underlying Securities	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security
Employee Stock Option (right to buy)	2/17/99 2/16/04	Common Stock	6,184 9.3125	D(1)
Employee Stock Option (right to buy)	2/16/00 2/15/05	Common Stock	8,120 8.1250	D(2)

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right to buy)						
Employee Stock Option (right to buy)	6/20/01	6/19/06	Common Stock	8,000	13.20315	D(2)
Employee Stock Option (right to buy)	12/19/97	12/18/06	Common Stock	80,000	15.8750	D(2)
	12/19/99					
Employee Stock Option (right to buy)	12/17/99	12/16/08	Common Stock	27,480	33.71875	D(3)
	12/17/01					
Employee Stock Option (right to buy)	12/16/00	12/15/09	Common Stock	24,920	34.64065	D(3)
	12/16/02					
Employee Stock Option (right to buy)	12/21/01	12/20/10	Common Stock	54,200	60.7375	D(3)
	12/21/03					

Explanation of Responses:

(1) Employee stock option granted pursuant to State Street Corporation 1989 Stock Option Plan in transaction exempt under old Rule 16b-3.

(2) Employee stock option granted pursuant to State Street Corporation 1994 Stock Option and Performance Unit Plan in transaction exempt under old Rule 16b-3.

(3) Employee stock option granted pursuant to State Street Corporation 1997 Equity Incentive Plan exercisable in 33 1/3% installments over a three-year period.

SIGNATURE OF REPORTING PERSON

/s/Timothy B. Harbert

DATE

1/22/02