

Rhein Kevin A  
Form 3  
January 09, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*  
 Â Rhein Kevin A  
 (Last) (First) (Middle)  
 90 SOUTH 7TH STREET, 4TH FLOOR  
 (Street)  
 MINNEAPOLIS, Â MN Â 55402-3903  
 (City) (State) (Zip)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
 01/01/2009

3. Issuer Name and Ticker or Trading Symbol  
 WELLS FARGO & CO/MN [WFC]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$1 2/3 par value	30,128	D	Â
Common Stock, \$1 2/3 par value	16,291.5037 <sup>(1)</sup>	I	Through 401(k) Plan

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Phantom Stock Units	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock, \$1 2/3 par value	11,573.2693	\$ <u>(3)</u>	D	Â
Employee Stock Purchase Option	02/27/2002	02/27/2011	Common Stock, \$1 2/3 par value	14,553	\$ 24.79	D	Â
Employee Stock Purchase Option	02/27/2003	02/27/2011	Common Stock, \$1 2/3 par value	14,553	\$ 24.79	D	Â
Employee Stock Purchase Option	02/27/2004	02/27/2011	Common Stock, \$1 2/3 par value	14,554	\$ 24.79	D	Â
Employee Stock Purchase Option	02/26/2003	02/26/2012	Common Stock, \$1 2/3 par value	18,360	\$ 23.3	D	Â
Employee Stock Purchase Option	02/26/2004	02/26/2012	Common Stock, \$1 2/3 par value	18,360	\$ 23.3	D	Â
Employee Stock Purchase Option	02/26/2005	02/26/2012	Common Stock, \$1 2/3 par value	18,360	\$ 23.3	D	Â
Employee Stock Purchase Option	02/25/2004	02/25/2013	Common Stock, \$1 2/3 par value	18,366	\$ 22.62	D	Â
Employee Stock Purchase Option	02/25/2005	02/25/2013	Common Stock, \$1 2/3 par value	18,367	\$ 22.62	D	Â
Employee Stock Purchase Option	02/25/2006	02/25/2013	Common Stock, \$1 2/3 par value	18,367	\$ 22.62	D	Â
Employee Stock Purchase Option	02/24/2004	02/24/2014	Common Stock, \$1	48,160	\$ 28.43	D	Â

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Employee Stock Purchase Option	02/22/2005	02/22/2015	2/3 par value Common Stock, \$1 2/3 par value	53,080	\$ 29.905	D	Â
Employee Stock Purchase Option	02/28/2007	02/28/2016	2/3 par value Common Stock, \$1 2/3 par value	17,206	\$ 32.245	D	Â
Employee Stock Purchase Option	02/28/2008	02/28/2016	2/3 par value Common Stock, \$1 2/3 par value	17,207	\$ 32.245	D	Â
Employee Stock Purchase Option	02/28/2009	02/28/2016	2/3 par value Common Stock, \$1 2/3 par value	17,207	\$ 32.245	D	Â
Employee Stock Purchase Option	02/27/2008	02/27/2017	2/3 par value Common Stock, \$1 2/3 par value	29,897	\$ 34.39	D	Â
Employee Stock Purchase Option	02/27/2009	02/27/2017	2/3 par value Common Stock, \$1 2/3 par value	29,897	\$ 34.39	D	Â
Employee Stock Purchase Option	02/27/2010	02/27/2017	2/3 par value Common Stock, \$1 2/3 par value	29,896	\$ 34.39	D	Â
Employee Stock Purchase Option	04/05/2007	02/23/2009	2/3 par value Common Stock, \$1 2/3 par value	10,115	\$ 34.44	D	Â
Employee Stock Purchase Option	04/05/2007	07/27/2009	2/3 par value Common Stock, \$1 2/3 par value	7,798	\$ 34.44	D	Â
Employee Stock Purchase Option	02/26/2009	02/26/2018	2/3 par value Common Stock, \$1 2/3 par value	39,527	\$ 31.4	D	Â
Employee Stock Purchase Option	02/26/2010	02/26/2018	2/3 par Common Stock, \$1 2/3 par	39,527	\$ 31.4	D	Â

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			value				
Employee Stock Purchase Option	02/26/2011	02/26/2018	Common Stock, \$1 2/3 par value	39,526	\$ 31.4	D	Â
Employee Stock Purchase Option	09/08/2008	02/22/2010	Common Stock, \$1 2/3 par value	32,695	\$ 33.56	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rhein Kevin A 90 SOUTH 7TH STREET, 4TH FLOOR MINNEAPOLIS, MN 55402-3903	Â	Â	Â Executive Vice President	Â

## Signatures

Kevin Rhein, by Robert S. Singley, as Attorney-in-Fact 01/09/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Reflects share equivalent of units in Wells Fargo Stock Fund and ESOP Fund of 401(k) Plan as of December 31, 2008, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company Common Stock.
- (2) Payable in a lump sum upon termination of employment under Supplemental 401(k) Plan.
- (3) Conversion price is 1-for-1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.