

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)

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)

90 SOUTH 7TH STREET, 4TH FLOOR

(Street)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

MINNEAPOLIS,Â MNÂ 55402-3903

(City) (State) (Zip)

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 ⁽¹⁾ | 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 (2) | Â (2) | Common Stock, \$1 2/3 par value | 11,573.2693 | \$ (3) | 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 |

| | | | 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.

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