

WELLS FARGO & CO/MN
Form 4/A
January 23, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
TOLSTEDT CARRIE L

(Last) (First) (Middle)

420 MONTGOMERY STREET

(Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

WELLS FARGO & CO/MN [WFC]

3. Date of Earliest Transaction (Month/Day/Year)

01/22/2008

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

01/23/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Sr. 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
Common Stock, \$1 2/3 par value	01/22/2008		M		120,920	A	\$ 24.79	317,022.77	I	Through family trust
Common Stock, \$1 2/3 par value	01/22/2008		M		37,406	A	\$ 23.3	354,428.77	I	Through family trust
Common Stock, \$1 2/3 par value	01/22/2008		F		149,000	D	\$ 26.95	205,428.77	I	Through family trust

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Common Stock, \$1 2/3 par value 11,983.7685 (1) I Through 401(k) Plan

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Purchase Option	\$ 24.79	01/22/2008		M	40,308	02/27/2002 02/27/2011	Common Stock, \$1 2/3 par value
Employee Stock Purchase Option	\$ 24.79	01/22/2008		M	40,306	02/27/2003 02/27/2011	Common Stock, \$1 2/3 par value
Employee Stock Purchase Option	\$ 24.79	01/22/2008		M	40,306	02/27/2004 02/27/2011	Common Stock, \$1 2/3 par value
Employee Stock Purchase Option	\$ 23.3	01/22/2008		M	37,406	02/26/2005 02/26/2012	Common Stock, \$1 2/3 par value
Employee Stock Purchase Option	\$ 26.95	01/22/2008		A	114,620	01/22/2008 02/27/2011	Common Stock, \$1 2/3 par value
Employee Stock Purchase Option	\$ 26.95	01/22/2008		A	34,112	01/22/2008 02/26/2012	Common Stock, \$1 2/3 par value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOLSTEDT CARRIE L 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104			Sr. Executive Vice President	

Signatures

Carrie L. Tolstedt, by Robert S. Singley, Attorney-in-Fact	01/23/2008
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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 equivalents of units held in Wells Fargo Stock Fund and ESOP Fund of 401(k) Plan as of December 31, 2007, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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