

CALLAHAN PATRICIA R

Form 4

January 30, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CALLAHAN PATRICIA R

(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)

01/23/2006

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

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. 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 (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 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)
Common Stock, \$1 2/3 par value	01/23/2006		G	V 165 D \$ 0	96,503	I	Through family trust
Common Stock, \$1 2/3 par value	01/27/2006		M	44,630 A \$ 28.78	141,133	I	Through family trust
Common Stock, \$1 2/3 par value	01/27/2006		M	68,214 A \$ 45.24	209,347	I	Through family trust

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Common Stock, \$1 2/3 par value	01/27/2006	M	6,108	A	\$ 46.6	215,455	I	Through family trust
Common Stock, \$1 2/3 par value	01/27/2006	F	93,256	D	\$ 62.57	122,199	I	Through family trust
Common Stock, \$1 2/3 par value						7,428	I	Through children
Common Stock, \$1 2/3 par value						1,493.1076 <u>(1)</u>	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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(9-02)

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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Purchase Option	\$ 28.78	01/27/2006		M	16,040	11/18/1998	11/18/2007	Common Stock, \$1 2/3 par value	16,040
Employee Stock Purchase Option	\$ 28.78	01/27/2006		M	16,030	11/18/1999	11/18/2007	Common Stock, \$1 2/3 par value	16,030
Employee Stock Purchase Option	\$ 28.78	01/27/2006		M	12,560	11/18/2000	11/18/2007	Common Stock, \$1 2/3 par value	12,560

Employee Stock Purchase Option	\$ 45.24	01/27/2006	M	34,107	02/25/2004	02/25/2013	Common Stock, \$1 2/3 par value	34
Employee Stock Purchase Option	\$ 45.24	01/27/2006	M	34,107	02/25/2005	02/25/2013	Common Stock, \$1 2/3 par value	34
Employee Stock Purchase Option	\$ 46.6	01/27/2006	M	6,108	02/26/2005	02/26/2012	Common Stock, \$1 2/3 par value	6
Employee Stock Purchase Option	\$ 62.57	01/27/2006	A	55,932	01/27/2006	02/25/2013	Common Stock, \$1 2/3 par value	55
Employee Stock Purchase Option	\$ 62.57	01/27/2006	A	5,094	01/27/2006	02/26/2012	Common Stock, \$1 2/3 par value	5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CALLAHAN PATRICIA R 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104			Executive Vice President	

Signatures

Patricia R. Callahan, by Robert S. Singley,
Attorney-in-Fact

01/30/2006

____Signature of Reporting Person

Date

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 equivalent of units in Wells Fargo Stock Fund and ESOP Fund of 401(k) Plan as of December 31, 2005, 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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