

Modjtabai Avid  
Form 3  
July 05, 2005

**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Modjtabai Avid		(Month/Day/Year)	WELLS FARGO & CO/MN [WFC]	
(Last)	(First)	(Middle)	06/28/2005	
420 MONTGOMERY STREET		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
SAN FRANCISCO,Â CAÂ 94104		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	
		Executive Vice President		<input type="checkbox"/> 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	17,380.291 <sup>(1)</sup>	D	Â
Common Stock, \$1 2/3 par value	1,398.0021 <sup>(2)</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	03/01/2025	03/01/2025	Common Stock, \$1 2/3 par value	83.7088	\$ <u>(3)</u>	D	Â
Phantom Stock Units	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock, \$1 2/3 par value	2,269.2095	\$ <u>(3)</u>	D	Â
Employee Stock Purchase Option	07/15/1999	07/15/2007	Common Stock, \$1 2/3 par value	987	\$ 26.55	D	Â
Employee Stock Purchase Option	07/15/2000	07/15/2007	Common Stock, \$1 2/3 par value	1,493	\$ 26.55	D	Â
Employee Stock Purchase Option	02/17/1999	02/17/2008	Common Stock, \$1 2/3 par value	2,530	\$ 32.66	D	Â
Employee Stock Purchase Option	02/17/2000	02/17/2008	Common Stock, \$1 2/3 par value	2,530	\$ 32.66	D	Â
Employee Stock Purchase Option	02/17/2001	02/17/2008	Common Stock, \$1 2/3 par value	2,530	\$ 32.66	D	Â
Employee Stock Purchase Option	02/27/2002	02/27/2011	Common Stock, \$1 2/3 par value	5,600	\$ 49.58	D	Â
Employee Stock Purchase Option	02/27/2003	02/27/2011	Common Stock, \$1 2/3 par value	5,600	\$ 49.58	D	Â
Employee Stock Purchase Option	02/27/2004	02/27/2011	Common Stock, \$1 2/3 par value	5,600	\$ 49.58	D	Â
Employee Stock Purchase Option	02/26/2003	02/26/2012	Common Stock, \$1	6,950	\$ 46.6	D	Â

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Employee Stock Purchase Option	02/26/2004	02/26/2012	2/3 par value Common Stock, \$1 2/3 par value	6,950	\$ 46.6	D	Â
Employee Stock Purchase Option	02/26/2005	02/26/2012	2/3 par value Common Stock, \$1 2/3 par value	6,950	\$ 46.6	D	Â
Employee Stock Purchase Option	02/25/2004	02/25/2013	2/3 par value Common Stock, \$1 2/3 par value	10,497	\$ 45.24	D	Â
Employee Stock Purchase Option	02/25/2005	02/25/2013	2/3 par value Common Stock, \$ 1 2/3 par value	10,497	\$ 45.24	D	Â
Employee Stock Purchase Option	02/25/2006	02/25/2013	2/3 par value Common Stock, \$1 2/3 par value	10,496	\$ 45.24	D	Â
Employee Stock Purchase Option	01/12/2004	02/22/2010	2/3 par value Common Stock, \$1 2/3 par value	4,740	\$ 57.38	D	Â
Employee Stock Purchase Option	02/24/2004	02/24/2014	2/3 par value Common Stock, \$1 2/3 par value	34,390	\$ 56.86	D	Â
Employee Stock Purchase Option	08/18/2004	02/22/2010	2/3 par value Common Stock, \$1 2/3 par value	7,015	\$ 57.88	D	Â
Employee Stock Purchase Option	02/22/2005	02/22/2015	2/3 par value Common Stock, \$1 2/3 par value	49,760	\$ 59.81	D	Â
Employee Stock Purchase Option	03/15/2005	02/23/2009	2/3 par value Common Stock, \$1 2/3 par value	9,308	\$ 60.1	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Modjtabai Avid 420 MONTGOMERY STREET SAN FRANCISCO, CA 94104	^	^	^ Executive Vice President	^

## Signatures

Avid Modjtabai, by Robert S. Singley, as  
Attorney-in-Fact

07/05/2005

\_\_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).  
Includes 4,093 shares resulting from vesting of three grants of restricted share rights but whose delivery has been deferred to July 1, 2008, 2009 and 2010, respectively; these shares will be subject to withholding for income taxes on those dates. Also includes 3,493.291 shares in dividend reinvestment plan as of June 6, 2005.
- (1) Reflects share equivalent of units in Wells Fargo Stock Fund and ESOP Fund of 401(k) Plan as of June 30, 2005, as if investable cash equivalents held by Plan were fully invested in Wells Fargo & Company Common Stock.
- (2) Conversion price is 1-for-1
- (3) Payable in a lump sum upon termination of employment

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.