



ANNUAL AUDITED REPORT FORM X-17A-5 PART III

## FACING PAGE Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

SEC FILE NUMBER 8-28721

REPORT FOR THE PERIOD BEGINNING	01/01/11 MM/DD/YY	AND ENDING	12/31/11 MM/DD/YY
	A. REGISTRANT	DENTIFICATION	
NAME OF BROKER-DEALER:			Official Use Only
Wells Fargo Advisors Financial Network	k, LLC		
			FIRM ID. NO.
ADDRESS OF PRINCIPAL PLACE OF BUSINES (Do not use P.O. Box No.)	SS:		
One North Jefferson	: ************************************		
St. Louis		(No. and Street) MO	63103
(City)		(State)	(Zip Code)
NAME AND TELEPHONE NUMBER OF PERSO Philip Lombardo	N TO CONTACT IN R		314-875-2349 a Code – Telephone No.)
INDEPENDENT PUBLIC ACCOUNTANT whose		T IDENTIFICATION his Report*	
(Name – if individual, state last, first, middle name)  KPMG LLP			
10 South Broadway St. I	Louis	MO 63102	
(ADDRESS) Number and Street	City	State	Zip Code
CHECK ONE:  X Certified Public Accountant Public Accountant not resid	ountant lent in United States or any	of its possessions.	
	FOR OFFICIAL USE	ONLY	

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).



#### **OATH OR AFFIRMATION**

I, Philip Lombardo, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement pertaining to the firm of Wells Fargo Advisors Financial Network, LLC, as of December 31, 2011, is true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer except as follows:

None

MICHAEL D. RAMSEY
Notary Public - Notary Seal
State of Missouri
Commissioned for St. Louis City
My Commission Expires: September 08, 2014
Commission Number: 10014631

Name: Philip Lombardo Title: Chief Financial Officer

Mohaef D. Roury 2/22/2012 Notary Public

### This report \*\* contains (check all applicable boxes):

X	(a)	Facing Page
X	(b)	Statement of Financial Condition
	(c)	Statement of Income
	(d)	Statement of Cash Flows
	(e)	Statement of Changes in Stockholder's Equity of Partners' or Sole Proprietor's Capital
	<b>(f)</b>	Statement of Changes in Liabilities Subordinated to Claims of Creditors
	(g)	Computation of Net Capital
	(h)	Computation for Determination of Reserve Requirement Pursuant to Rule 15c3-3
	(i)	Information Relating to the Possession or Control Requirements Under Rule 15c3-3
	(j)	A Reconciliation, including appropriate explanation, of the computation of Net
		Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A Rule 15c3-3
	(k)	A Reconciliation between the audited and unaudited Statements of Financial
		Condition with respect to methods of consolidation
X	<b>(l)</b>	An Oath or Affirmation
	(m)	A Copy of the SIPC Supplemental Report
	(n)	A Report describing any material inadequacies found to exist or found to have existed since the date of the previous audit

Note: The table of contents was incorporated within the audited financial statements.

<sup>\*\*</sup> For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3)



KPMG LLP Suite 900 10 South Broadway St. Louis, MO 63102-1761

#### Report of Independent Registered Public Accounting Firm

The Board of Managers
Wells Fargo Advisors Financial Network, LLC:

We have audited the accompanying statement of financial condition of Wells Fargo Advisors Financial Network, LLC (the Company), a wholly owned limited liability company of Wachovia Securities Financial Holdings, LLC, as of December 31, 2011, that is filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934 and Regulation 1.10 of the Commodity Exchange Act. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of financial condition is free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit of a statement of financial condition also includes examining, on a test basis, evidence supporting the amounts and disclosures in that statement of financial condition, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audit of the statement of financial condition provides a reasonable basis for our opinion.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Wells Fargo Advisors Financial Network, LLC as of December 31, 2011, in conformity with U.S. generally accepted accounting principles.

KPMG LLP

February 23, 2012

(A Wholly Owned Limited Liability Company of Wachovia Securities Financial Holdings, LLC)
Statement of Financial Condition
December 31, 2011
(Dollars in thousands)

#### **Assets**

Cash and cash equivalents		71,956
Receivable from brokers, dealers and clearing organizations		7,363
Loans and notes receivable from independent financial advisors, net		160,807
Other assets		13,794
Total assets	\$	253,920
Liabilities and Member's Equity		
Commissions payable	\$	25,370
Accrued compensation and benefits		17,918
Accrued expenses and other liabilities		4,552
Total liabilities	<u>-</u>	47,840
Member's equity		206,080
Total liabilities and member's equity	\$	253,920

See accompanying notes to Statement of Financial Condition.

(A Wholly Owned Limited Liability Company of Wachovia Securities Financial Holdings, LLC)

Notes to Statement of Financial Condition

December 31, 2011

(Dollars in thousands)

#### (1) Organization and Basis of Presentation

Wells Fargo Advisors Financial Network, LLC (the Company) is a wholly owned limited liability company of Wachovia Securities Financial Holdings, LLC (WSFH), a wholly owned consolidated subsidiary of Wells Fargo & Company (WFC). WSFH serves as the holding company for the retail brokerage and clearing businesses headquartered in St. Louis, Missouri. WSFH's principal operating subsidiaries are the Company and Wells Fargo Advisors, LLC (WFALLC).

The Company is registered as a broker-dealer with the Securities and Exchange Commission (SEC), a futures commission merchant with the Commodity Futures Trading Commission (CFTC), and is a member of the Financial Industry Regulatory Authority (FINRA), the Securities Investors Protection Corporation (SIPC) and the National Futures Association (NFA).

The Company clears substantially all customer security transactions through First Clearing, LLC (FCLLC), a wholly owned subsidiary of WFALLC, on a fully-disclosed basis. The Company clears its commodities transactions through Jefferies Bache on a fully-disclosed basis. Accordingly, the Company does not carry securities accounts for customers or perform custodian functions relating to customer securities. As such, the Company is exempt from the provisions of SEC Rule 15c3-3 (the Customer Protection Rule) under the Securities Exchange Act of 1934. At December 31, 2011, no cash or securities were required to be segregated under the Commodity Exchange Act (CEA) as there were no funds deposited by customers held by the Company or funds accruing to customers owned by the Company as a result of trades or contracts.

The principal business of the Company is to provide brokerage services to independent financial advisors who affect transactions in a wide array of financial instruments.

The preparation of the Statement of Financial Condition in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Statement of Financial Condition and amounts of income and expense during the reporting period. Actual results could differ from those estimates.

#### (2) Summary of Significant Accounting Policies

#### Cash and Cash Equivalents

The Company has defined cash equivalents as highly liquid investments, with original maturities of less than ninety days that are not held for sale in the ordinary course of business.

#### Securities Transactions

Customer securities and commodities positions are not reflected in the Statement of Financial Condition as the Company does not have title to these assets.

Securities owned are carried at fair value on a trade-date basis.

Notes to Statement of Financial Condition

December 31, 2011

(Dollars in thousands)

#### Fair Value

Receivable from brokers, dealers and clearing organizations, loans and notes receivable from independent financial advisors, net, and commissions payable are recorded at amounts that approximate fair value. The fair value of these items is not materially sensitive to shifts in market interest rates because of the limited term to maturity and/or the variable interest rates of many of these instruments.

The Company categorizes its assets and liabilities that are accounted for at fair value in the Statement of Financial Condition into a fair value hierarchy as defined by U.S. generally accepted accounting principles. The fair value hierarchy is directly related to the amount of subjectivity associated with the inputs utilized to determine the fair value of these assets and liabilities.

Fair value of these securities is based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques in which all significant assumptions are observable in the market.

#### **Income Taxes**

The Company is a single member limited liability company and is treated as a disregarded entity pursuant to Treasury Regulation Section 301.7701-3 for federal income tax purposes. Generally, disregarded entities are not subject to entity-level federal or state income taxation and, as such, the Company is not required to provide for income taxes. The Company's taxable income primarily becomes taxable to the respective members of WSFH, Everen Capital Corporation and Wells Fargo Investment Group, Inc. Certain states and foreign jurisdictions may subject the Company to entity-level taxation as a single member limited liability company.

#### Other

Other assets consist primarily of accrued revenue, interest receivable and prepaid and deferred expenses. Accrued expenses and other liabilities consist primarily of vendor payables.

#### (3) Loans and Notes Receivable from Independent Financial Advisors

Loans and notes receivable from independent financial advisors represent amounts provided to independent financial advisors primarily as recruitment incentives and amounts provided for attaining certain production levels, assets under management and current client financial plans. Certain amounts provided to independent financial advisors as loans or notes receivable are forgiven or repaid either as a percentage of the independent financial advisor's gross production or on a fixed repayment schedule.

The Company has established an allowance for doubtful accounts to offset amounts deemed uncollectible. Loans and notes receivable from independent financial advisors are reported net of the allowance for doubtful accounts of \$2,060 at December 31, 2011.

Notes to Statement of Financial Condition

December 31, 2011

(Dollars in thousands)

#### (4) Net Capital

The Company is subject to the SEC's Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital, as defined. The Company has elected to use the aggregate indebtedness method, permitted by Rule 15c3-1, which requires that the Company's ratio of aggregate indebtedness to net capital, as defined, shall not exceed 15 to 1 of net capital. The Company is also subject to the CFTC's minimum financial requirements set forth in Regulation 1.17 of the CEA. At December 31, 2011, the Company had net capital of \$34,948 which was \$31,998 in excess of its required minimum net capital of \$2,950. At December 31, 2011, the Company's ratio of aggregate indebtedness to net capital was 1.27 to 1.

#### (5) Employee Benefits

#### **Defined Contribution Retirement Plans**

WFC sponsors a defined contribution retirement plan (the 401(k) Plan). There is also a frozen defined contribution plan resulting from a company acquired by Wachovia Corporation. This plan was merged into the 401(k) Plan on July 1, 2011. Under the 401(k) Plan, after one month of service, eligible employees may contribute up to 50% of their certified compensation, although there may be a lower limit for certain highly compensated employees in order to maintain the qualified status of the 401(k) Plan. Eligible employees who complete one year of service are eligible for company matching contributions, which are generally dollar for dollar up to 6% of an employee's qualifying compensation. Effective January 1, 2010, previous and future matching contributions are 100% vested for active participants.

#### (6) Transactions with Affiliated Parties

#### Line of Credit with Affiliate

The Company has entered into a variable rate revolving unsecured line of credit agreement (the LOC Agreement) with WFC. Under the terms of the LOC Agreement, the Company may, from time to time, borrow funds for general operating purposes provided that aggregate borrowings under the LOC Agreement do not exceed \$50,000 at any one time. The principal amount of the LOC Agreement is due on demand. The interest rate on borrowings under this line of credit is based on the WFC average cost of funds. At December 31, 2011, the Company had a \$300 balance outstanding on this line of credit which is included in accrued expense and other liabilities on the Statement of Financial Condition.

#### Services Provided by Affiliates

The Company has entered into service agreements with WFC and its affiliates under which the Company receives certain technology and systems, operations and administrative support services from WFC.

#### Notes to Statement of Financial Condition

December 31, 2011

(Dollars in thousands)

#### **Clearing Services**

The Company has entered into a fully-disclosed clearing agreement with FCLLC to clear its securities transactions. The agreement provides for the Company to pay FCLLC on a per trade basis. FCLLC collects revenues from customers on behalf of the Company. At December 31, 2011, the Company has a \$7,363 receivable from FCLLC for these revenues and it is included in receivable from brokers, dealers and clearing organizations on the Statement of Financial Condition.

FCLLC also funds margin loans for customers and rebate the related interest income, net of the interest expense incurred, to finance these margin loans.

#### Money Market Fees

The Company has arrangements with Wells Fargo Funds Distributors, LLC (WF Funds), an affiliated mutual fund company, in which it receives compensation for servicing customers invested in WF Funds money market funds.

#### Other

At December 31, 2011, the Company has other amounts payable to WFC and its affiliates totaling \$1,921, which is included in accrued expenses and other liabilities in the Statement of Financial Condition.

The transactions with affiliates described above and the effect thereof on the accompanying Statement of Financial Condition may not necessarily be indicative of the effect that might have resulted from dealing with non-affiliated parties.

#### (7) Dividends

During 2011, the Company declared and paid \$25,000 in dividends to WSFH. The Company's ability to make capital and certain other distributions is subject to the rules and regulations of the SEC, FINRA and various other regulatory agencies and exchanges.

#### (8) Commitments and Contingent Liabilities

#### Litigation

The Company has been named as a defendant in various legal actions arising from its normal business activities in which damages in various amounts are claimed. Although the amount of any ultimate liability with respect to such matters cannot be determined, in the opinion of management, based on current knowledge and after consultation with counsel, any change in liability will not have a material impact on the Company's financial position.

Notes to Statement of Financial Condition

December 31, 2011

(Dollars in thousands)

#### Other contingencies

In the normal course of business, the Company's customer activities involve the execution and settlement of various securities and commodities transactions. These activities may expose the Company to off-balance-sheet risk in the event the customer is unable to fulfill its contractual obligations.

The Company introduces its customer transactions on a fully disclosed basis to an affiliated clearing broker, FCLLC, with whom it has a correspondent relationship for clearance and depository services in accordance with the terms of the clearance agreement. In connection with this agreement, the Company has agreed to indemnify FCLLC for losses that FCLLC may sustain as a result of the failure of the Company's customers to satisfy their obligations in connection with their securities transactions. At December 31, 2011, substantially all customer obligations were collateralized by securities with a fair value in excess of the obligations.

#### (9) Subsequent Event

The Company has evaluated the effects of events that have occurred subsequent to December 31, 2011 through February 23, 2012, the date the Company issued its Statement of Financial Condition. During this period, there have been no material events that would require disclosure in the Statement of Financial Condition.



KPMG LLP Suite 900 10 South Broadway

St. Louis, MO 63102-1761

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Report of Independent Registered Public Accounting Firm on Applying Agreed-Upon Procedures Pursuant to SEC Rule 17a-5(e)(4)

The Board of Managers
Wells Fargo Advisors Financial Network, LLC:

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying Schedule of Assessment and Payments [General Assessment Reconciliation (Form SIPC-7)] to the Securities Investor Protection Corporation (SIPC) for the year ended December 31, 2011, which were agreed to by Wells Fargo Advisors Financial Network, LLC (the Company), a wholly owned limited liability company of Wachovia Securities Financial Holdings, LLC, and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). The Company's management is responsible for the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries noting no differences;
- 2. Compared the amounts reported on the audited Form X-17A-5 for the year ended December 31, 2011, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2011 noting no differences;
- 3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers noting no differences;
- 4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments noting no differences; and
- 5. Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

KPMG LLP

February 23, 2012

(33-REV 7/10)

# SECURITIES INVESTOR PROTECTION CORPORATION P.O. Box 92185 Washington, D.C. 20090-2185 202-371-8300 General Assessment Reconciliation

(33-REV 7/10)

For the fiscal year ended December 31 , 20 11

Name of Member, address, Designated Examining Authority, 193- rooses of the audit requirement of SEC Rule 17a-5:	34 Act registration no. and month in which fiscal year ends for
028721 FINRA DEC WELLS FARGO ADVISORS FINANCIAL NETWORK LLC 19* H0005-034 ATTN: KEVIN LAWLOR	Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.
1 N JEFFERSON AVE BLDG E-3 SAINT LOUIS MO 63103-2205	Name and telephone number of person to contact respecting this form.
	Scott Seiffert (314)875-87
A. General Assessment (Item 2e from page 2)	\$ <u>626,934</u>
B. Less payment made with SIPC-6 filed (exclude interest)	(_305,263)
July 28, 2011 Date Paid	
C. Less prior overpayment applied	
D. Assessment balance due or (overpayment)	_321,671
E. Interest computed on late payment (see instruction E) for	days at 20% per annum
F. Total assessment balance and interest due (or overpayment	carried forward) \$ 321,671
G. PAID WITH THIS FORM: Check enclosed, payable to SIPC Total (must be same as F above) \$	321,671
H. Overpayment carried forward \$	
Subsidiaries (S) and predecessors (P) included in this form (give	e name and 1934 Act registration number):
e SIPC member submitting this form and the rson by whom it is executed represent thereby at all information contained herein is true, correct d complete.	Wells Fargo Advisors Financial Network (Name of Corporation, Partnership or other organization)
ted the 21 day of February, 20 12	DIRECTOR OF RETURNATORY REPORTING
is form and the assessment payment is due 60 days after the r a period of not less than 6 years, the latest 2 years in an ea	(Title) e end of the fiscal year. Retain the Working Copy of this form
Dates: Postmarked Received Reviewed  Calculations Documentat	

	beginning , 20 and ending , 20
	Eliminate cents
tem No. 2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)	\$ 446,400,401
2b. Additions: (1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.	
(2) Net loss from principal transactions in securities in trading accounts.	
(3) Net loss from principal transactions in commodifies in trading accounts.	
(4) Interest and dividend expense deducted in determining item 2a.	
(5) Net loss from management of or participation in the underwriting or distribution of securities.	
(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.	
(7) Net loss from securities in investment accounts.	**************************************
Total additions	
2c. Deductions:  (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.	148,036,675
(2) Revenues from commodity transactions.	4,305,462
(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.	35,028,854
(4) Reimbursements for postage in connection with proxy solicitation.	
(5) Net gain from securities in investment accounts.	5,057,496
(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.	460,544
(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).	
(8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):	
Total Miscellaneous Non-Securities Realted Rev (Deductions in excess of \$100,000 require documentation)	
(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.  \$ 685,221	
(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960). \$ 2,510,424	
Enter the greater of line (i) or (ii)	<del>-2,510,424</del>
Total deductions	195,626,906
d. SIPC Net Operating Revenues	\$_250,773,495
2e. General Assessment @ .0025	\$_626.934 (to page 1, line 2.A.)

Amounts for the fiscal period