WACHOVIA CORP NEW
Form 424B5
September 04, 2007

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-141071

Calculation of the Registration Fee

Title of Each Class of Securities Offered	**Maximum Aggregate Offering Price**	**Amount of Registration Fee (1)(2)**
Medium-Term Notes	**$9,126,000**	**$280.17**

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933.
(2) Pursuant to Rule 457(p) under the Securities Act of 1933, filing fees of $412,333.38 have already been paid with respect to unsold securities that were previously registered pursuant to a Registration Statement on Form S-3 (No. 333-123311) filed by Wachovia Corporation on March 14, 2005, and have been carried forward, of which $280.17 is offset against the registration fee due for this offering and of which $412,053.21 remains available for future registration fees. No additional registration fee has been paid with respect to this offering.

PRICING SUPPLEMENT
(To Prospectus dated March 5, 2007)

$9,126,000
Wachovia Corporation
Absolute Return Range Notes
Linked to the iShares® MSCI EAFE Index Fund
due March 5, 2009
Offering 100% Principal Protection

Issuer:	Wachovia Corporation
Principal Amount:	Each note will have a principal amount of $1,000. Each note will be offered at an initial public offering price of $1,000.
Market Measure:	The iShares® MSCI EAFE Index Fund, which we refer to as the ETF .
Maturity Date:	March 5, 2009
Interest:	Wachovia will not pay you interest during the term of the notes.
Payment at Maturity:	On the maturity date, for each note you hold, you will receive a payment equal to the principal amount of $1,000 plus the absolute value of the ETF performance amount, if any. The ETF performance amount will equal $1,000 times the percentage change in the closing price of the ETF from the initial ETF price to the final ETF price, *unless* an out-of-range event occurs. *If an out-of-range event occurs, the ETF performance amount will be zero.* An out-of-range event will occur if the price of the ETF at any time on any trading day, from the first trading day following the pricing date to and including the valuation date, is either above the upper barrier of, or below the lower barrier of, the absolute return range. The upper barrier of the absolute return range is $92.48 (120% of the initial ETF closing price), and the lower barrier of the absolute return range is $61.66 (80% of the initial ETF closing price). The valuation date is scheduled to be the fifth trading day prior to the maturity date.
Listing:	The notes will not be listed or displayed on any securities exchange or any electronic communications network.
Pricing Date:	August 30, 2007
Expected Settlement Date:	September 5, 2007
CUSIP Number:	929903DZ2

For a detailed description of the terms of the notes, see Summary Information beginning on page S-1 and Specific Terms of the Notes beginning on page S-14.

Investing in the notes involves risks. See Risk Factors beginning on page S-8.

	Per Note	**Total**
Public Offering Price	100.00%	$ 9,126,000.00
Underwriting Discount and Commission	2.00%	$ 182,520.00
Proceeds to Wachovia Corporation	98.00%	$ 8,943,480.00

The notes solely represent senior, unsecured debt obligations of Wachovia and are not the obligation of, or guaranteed by, any other entity. The notes are not deposits or accounts and are not insured or guaranteed by the Federal Deposit Insurance Corporation or any other governmental agency.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these notes or passed upon the adequacy or accuracy of this pricing supplement or the accompanying prospectus. Any representation to the contrary is a criminal offense.

Wachovia may use this pricing supplement in the initial sale of the notes. In addition, Wachovia Capital Markets, LLC or any other broker-dealer affiliate of Wachovia may use this pricing supplement in a market-making or other transaction in any note after its initial sale. Unless Wachovia or its agent informs the purchaser otherwise in the confirmation of sale, this pricing supplement is being used in a market-making transaction.

Wachovia Securities

The date of this pricing supplement is August 30, 2007.

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Unless otherwise indicated, you may rely on the information contained in this pricing supplement and the accompanying prospectus. Neither we nor the underwriter has authorized anyone to provide information different from that contained in this pricing supplement and the accompanying prospectus. When you make a decision about whether to invest in the notes, you should not rely upon any information other than the information in this pricing supplement and the accompanying prospectus. Neither the delivery of this pricing supplement nor sale of the notes means that information contained in this pricing supplement or the accompanying prospectus is correct after their respective dates. This pricing supplement and the accompanying prospectus are not an offer to sell or solicitation of an offer to buy the notes in any circumstances under which the offer or solicitation is unlawful.

SUMMARY INFORMATION

This summary includes questions and answers that highlight selected information from this pricing supplement and the accompanying prospectus to help you understand the Absolute Return Range Notes Linked to the iShares® MSCI EAFE Index Fund due March 5, 2009, which we refer to as the notes . You should carefully read this pricing supplement and the accompanying prospectus to fully understand the terms of the notes as well as the tax and other considerations that are important to you in making a decision about whether to invest in the notes. You should carefully review the sections entitled Risk Factors in this pricing supplement and the accompanying prospectus, which highlight certain risks associated with an investment in the notes, to determine whether an investment in the notes is appropriate for you.

Unless otherwise mentioned or unless the context requires otherwise, all references in this pricing supplement to Wachovia , we , us and our or similar references mean Wachovia Corporation and its subsidiaries. Wachovia Capital Markets, LLC is an indirect, wholly owned subsidiary of Wachovia Corporation. Wachovia Corporation conducts its investment banking, capital markets and retail brokerage activities through its various broker-dealer, bank and non-bank subsidiaries, including Wachovia Capital Markets, LLC, under the trade name Wachovia Securities . Any reference to Wachovia Securities in this pricing supplement does not, however, refer to Wachovia Securities, LLC, a member of the New York Stock Exchange and the Securities Investor Protection Corporation, to Wachovia Securities Financial Network, LLC, a member of the National Association of Securities Dealers, Inc. and the Securities Investor Protection Corporation, or to broker-dealer affiliates of Wachovia Corporation and Wachovia Capital Markets, LLC.

What are the notes?

The notes offered by this pricing supplement will be issued by Wachovia Corporation and will mature on March 5, 2009. The return on the notes will be linked to the performance of the ETF. The notes will bear no interest and no other payments will be made until maturity.

As discussed in the accompanying prospectus, the notes are debt securities and are part of a series of debt securities entitled Medium-Term Notes, Series G that Wachovia Corporation may issue from time to time. The notes will rank equally with all other unsecured and unsubordinated debt of Wachovia Corporation. For more details, see Specific Terms of the Notes beginning on page S-14.

Each note will have a principal amount of $1,000. Each note will be offered at an initial public offering price of $1,000. You may transfer only whole notes. Wachovia Corporation will issue the notes in the form of a global certificate, which will be held by The Depository Trust Company, also known as DTC, or its nominee. Direct and indirect participants in DTC will record your ownership of the notes.

Are the notes principal protected?

The notes are fully principal protected and will pay 100% of the principal amount of your notes at maturity, subject to our ability to pay our obligations.

Will I receive interest on the notes?

You will not receive any periodic interest payments on the notes or any interest payment at maturity. The return on the notes at maturity, if any, in excess of the principal amount will depend on the performance of the ETF as described in this pricing supplement.

What will I receive upon maturity of the notes?

The notes will mature on March 5, 2009. On the maturity date, for each note you hold, you will receive a payment equal to the principal amount of $1,000 plus the absolute value of the ETF performance amount, if any.

The ETF performance amount will equal $1,000 times the percentage change in the closing price of the ETF from the initial ETF price to the final ETF price, unless an out-of-range event has occurred. *If an out-of-range event has occurred, the ETF performance amount will be zero.*

An out-of-range event will occur if the price of the ETF at any time on any trading day, from the first trading day following the pricing date to and including the valuation date, is either (a) greater than the upper barrier of, or (b) less than the lower barrier of, the absolute return range.

The absolute return range is the range in the price of the ETF bound by an upper barrier and a lower barrier.

The upper barrier of the absolute return range is $92.48 (120% of the initial ETF price).

The lower barrier of the absolute return range is $61.66 (80% of the initial ETF price).

The initial ETF price is $77.07, the closing price of the ETF on August 30, 2007.

The final ETF price will be determined by the calculation agent and will be the closing price of the ETF on the valuation date.

The valuation date is the fifth trading day prior to the maturity date. However, if that day occurs on a day that is a disrupted day, the valuation date will be postponed until the next succeeding trading day that is not a disrupted day; provided that in no event will the valuation date be postponed by more than five trading days. If the valuation date is postponed to the last possible day but that day is a disrupted day, that date will nevertheless be the valuation date. If the valuation date is postponed, then the maturity date of the notes will be postponed by an equal number of trading days.

The closing price on any trading day will equal the official closing price per share of the ETF or any successor fund (as defined under Specific Terms of the Notes Discontinuation of the ETF; Adjustments to the ETF below) at the regular weekday close of trading on that trading day. In certain circumstances, the closing price per share will be based on the alternate calculation of the ETF described under Specific Terms of the Notes Discontinuation of the ETF; Adjustments to the ETF below.

The price of the ETF at any time during any trading day, other than the closing price, will be the latest price of the ETF at that time reported by Bloomberg Financial Markets or a similar or successor source, as determined by the calculation agent.

A trading day means a day, as determined by the calculation agent, on which trading is generally conducted on the New York Stock Exchange, Inc. (NYSE), the American Stock Exchange, the Nasdaq Global Market, the Chicago Mercantile Exchange and the Chicago Board of Options Exchange and in the over-the-counter market for equity securities in the United States.

A disrupted day means any trading day on which a relevant exchange fails to open for trading during its regular trading session or on which a market disruption event has occurred.

The relevant exchange is the primary U.S. securities organized exchange or market of trading for the ETF. If certain events occur as described below under Specific Terms of the Securities Discontinuation of the ETF; Adjustments to the ETF , the relevant exchange will be the exchange or securities market on which the successor fund that is a listed exchange traded fund is principally traded, or the exchanges or securities markets on which the stocks used for the purposes of calculating a substitute price for the ETF are principally traded, as applicable, as determined by the calculation agent.

What does absolute value of the ETF performance amount mean?

The term absolute value is used in mathematics to describe the distance of a number from zero, regardless whether that number is positive or negative. For example, the absolute value of both 3 and 3 is 3, because both are an equal distance from zero. As such, the absolute value of a number is never negative.

In the context of the notes, this means that, so long as an out-of-range event has not occurred, even if the ETF performance amount as determined on the final valuation date is negative (i.e., if the final ETF price is less than the initial ETF price, but at or above the lower barrier of the absolute return range), the absolute value of the ETF performance amount will be a positive amount and you will therefore receive a positive return on the notes. For example, if the final ETF price is 10% lower than the initial ETF price and an out-of-range event has not occurred, the absolute value of the ETF performance amount will be $100 (i.e., the absolute value of $100, or $1,000 times a negative 10%).

However, if an out-of-range event has occurred, the ETF performance amount will be zero even if the final ETF price is within the absolute return range on the final valuation date. In that case, you will only receive the principal amount for each note you hold.

Following are some hypothetical examples of the payout on the notes to illustrate the effect of measuring the absolute value of the ETF performance amount under scenarios in which either an out-of-range event has or has not occurred.

Hypothetical Examples

Set forth below are four hypothetical examples of the calculation of the payment at maturity.

Initial ETF price: $77.07

Barrier range: ±20%

Upper barrier: $92.84

Lower barrier: $61.66

Example 1 The hypothetical final ETF price is $46.24, or 60% of the initial ETF price.

Hypothetical final ETF price: $46.24

Payment at maturity per note =

$1,000 + $0 = $1,000

Because the final ETF price is below the lower barrier of the absolute return range, an out-of-range event has occurred, in which case the ETF performance amount is zero. Consequently, the payment at maturity is equal to the principal amount per note of $1,000. This would also be the ETF performance amount and payment at maturity if an out-of-range event occurred at any time during the term of the notes, regardless of the final ETF price.

Example 2 The hypothetical final ETF price is $88.63, or 115% of the initial ETF price; however, during the term of the notes the price of the ETF exceeded $92.84 (i.e., an out-of-range event has occurred).

Hypothetical final ETF price: $88.63

Payment at maturity per note =

$1,000 + $0 = $1,000

Even though the final ETF price is above the initial ETF price but below the upper barrier of the absolute return range, because the price of the ETF exceeded the upper barrier of $92.84 during the term of the notes, an out-of-range event has occurred, in which case the ETF performance amount is zero. Consequently, the payment at maturity is equal to the principal amount per note of $1,000, regardless of the final ETF price.

Example 3 The hypothetical final ETF price is $65.61, or 85% of the initial ETF price, the lowest price of the ETF during the term of the notes is not less than 80% of the initial ETF price, and the highest price of the ETF during the term of the notes is not greater than 120% of the initial ETF price.

Hypothetical final ETF price: $65.61

Payment at maturity per note =

$$\$1{,}000 + \textbf{absolute value of } \left[\ \$1{,}000 \times \left(\frac{\substack{\$77.07 \\ \$65.61}}{\$77.07} \right)\right] = \$1{,}150$$

In this example, an out-of-range event has not occurred and, although the final ETF price is less than the initial ETF price and the ETF performance amount is therefore negative ($150), the absolute value of the ETF performance amount is positive ($150). Consequently, the payment at maturity is $1,150, representing a 15% return on the principal amount of your note.

Example 4 The hypothetical final ETF price is $90.17, or 117% of the initial ETF price, the highest price of the ETF during the term of the notes is not greater than 120% of the initial ETF price, and the lowest price of the ETF during the term of the notes is not less than 80% of the initial ETF price.

Hypothetical final ETF price: $90.17.

Payment at maturity per note =

$$\$1{,}000 + \textbf{absolute value of } \left[\ \$1{,}000 \times \left(\frac{90.17 \quad \$77.07}{\$90.17} \right)\right] = \$1{,}170$$

In this example, an out-of-range event has not occurred and, because the percentage change of the hypothetical final ETF price from the initial ETF price is 17% (and, by definition, the absolute value of that percentage change is 17%), the ETF performance amount is $170. Consequently, the payment at maturity is $1,170, representing a 17% return on the principal amount of your note.

Hypothetical Returns

The following table illustrates the payment at maturity (including, where relevant, the payment of the ETF performance amount) per note for a range of hypothetical percentage changes in the price of the ETF over the term of the notes from 30% to +30%.

The figures below are for purposes of illustration only. The actual payment at maturity and the resulting return will depend on the actual final ETF price and whether or not an out-of-range event occurs, each determined by the calculation agent as described in this pricing supplement.

	An out-of-range event *has not* occurred		An out-of-range event has occurred	
Change in Final ETF Price	Payment at Maturity	Return at Maturity*	Payment at Maturity	Return at Maturity*
-30.00%			$1,000.00	0.00%
-27.50			1,000.00	0.00
-25.00			1,000.00	0.00
-22.50			1,000.00	0.00
-20.00	$1,200.00	20.00%	1,000.00	0.00
-17.50	1,175.00	17.50	1,000.00	0.00
-15.00	1,150.00	15.00	1,000.00	0.00
-12.50	1,125.00	12.50	1,000.00	0.00
-10.00	1,100.00	10.00	1,000.00	0.00
-7.50	1,075.00	7.50	1,000.00	0.00
-5.00	1,050.00	5.00	1,000.00	0.00
-2.50	1,025.00	2.50	1,000.00	0.00
0.00	1,000.00	0.00	1,000.00	0.00
2.50	1,025.00	2.50	1,000.00	0.00
5.00	1,050.00	5.00	1,000.00	0.00
7.50	1,075.00	7.50	1,000.00	0.00
10.00	1,100.00	10.00	1,000.00	0.00
12.50	1,125.00	12.50	1,000.00	0.00
15.00	1,150.00	15.00	1,000.00	0.00
17.50	1,175.00	17.50	1,000.00	0.00
20.00	1,200.00	20.00	1,000.00	0.00
22.50			1,000.00	0.00
25.00			1,000.00	0.00
27.50			1,000.00	0.00
30.00			1,000.00	0.00

* The returns at maturity specified above are not annualized rates of return but rather simple returns over the term of the notes and, in the case of the ETF, do not take into account dividends, if any, paid on any of the stocks held by the ETF or any transaction fees and expenses.

The following graph sets forth the payment at maturity for a range of final ETF prices if both an out-of-range event has occurred and if an out-of-range event has not occurred.

Return Profile of Absolute Return Range Notes vs. iShares® MSCI EAFE Index Fund performance

Who should or should not consider an investment in the notes?

We have designed the notes for investors who are willing to hold the notes until maturity; who seek to profit from price movements in the iShares® MSCI EAFE Index Fund regardless of direction, so long as the price of the ETF remains within the absolute return range during the term of the notes (i.e., an out-of-range event does not occur); who are willing to forgo any participation in changes in the price of the ETF if an out-of-range event has occurred; who are willing to forgo interest payments during the term of the notes; and who seek to protect their investment by receiving at least 100% of the principal amount of their investment at maturity.

The notes are not designed for, and may not be a suitable investment for, investors who are unable or unwilling to hold the notes to maturity, who seek the full upside appreciation in and downside exposure to the price of the iShares® MSCI EAFE Index Fund, who require an investment that yields regular returns or who believe that the ETF will be sufficiently volatile such that an out-of-range event is likely to occur. The notes also may not be a suitable investment for investors who prefer the lower risk of fixed income investments with comparable maturities issued by companies with comparable credit ratings.

What will I receive if I sell the notes prior to maturity?

The market price of the notes may fluctuate during the term of the notes. Several factors and their interrelationship will influence the market price of the notes, including the price of the ETF, dividend yields of the common stocks held by the ETF, the time remaining to maturity of the notes, interest rates and the volatility of the ETF. The notes are 100% principal protected if held to maturity. If you sell your notes before maturity, you may have to sell them at a discount and you will not have principal protection. Depending on the impact of these factors, you may receive less than $1,000 per note from any sale of your notes before the maturity date of the notes and less than what you might receive if you were to hold the notes until maturity. For more details, see Risk Factors Many factors affect the market price of the notes on page S-9.

Who manages the ETF and what does the ETF generally measure?

The ETF is an investment fund that is part of iShares® Trust (iShares®) and is managed by Barclays Global Fund Advisors. The ETF seeks investment results that correspond generally to the price and yield performance, before fees and expenses, and with certain variations for timing mismatches, of the MSCI EAFE Index (the Index). The Index has been developed by Morgan Stanley Capital International, Inc. (the Index Sponsor) as an equity benchmark for international stock performance.

The ETF is managed by Barclays Global Fund Advisors without regard to the notes. In addition, the Index is determined, calculated and maintained by the Index Sponsor without regard to the notes.

You should be aware that an investment in the notes does not entitle you to any ownership interest in the ETF or the stocks of the companies underlying the Index or held by the ETF. For a detailed discussion of the ETF, see The iShares® MSCI EAFE Index Fund beginning on page S-19.

How has the ETF performed historically?

You can find a table with the high, low and closing prices of the ETF during each calendar quarter from calendar year 2003 to the present in the section entitled The iShares® MSCI EAFE Index Fund Historical Closing Prices of the ETF in this pricing supplement, as well as a graph covering the same period. We obtained the historical information from Bloomberg Financial Markets without independent verification. You should not take the past performance of the ETF as an indication of how the ETF will perform in the future.

What about taxes?

The notes will be treated as debt instruments subject to special rules governing contingent payment debt obligations for United States federal income tax purposes. If you are a U.S. individual or taxable entity, you generally will be required to pay taxes on ordinary income from the notes over their term based on the comparable yield for the notes, even though you will not receive any payments from us until maturity. This comparable yield is determined solely to calculate the amount on which you will be taxed prior to maturity and is neither a prediction nor a guarantee of what the actual yield will be. In addition, any gain you may recognize on the sale or maturity of the notes will be taxed as ordinary income. If you are a secondary purchaser of the notes, the tax consequences to you may be different.

For further discussion, see Supplemental Tax Considerations beginning on page S-22.

Will the notes be listed on a stock exchange?

The notes will not be listed or displayed on any securities exchange or any electronic communications network. There can be no assurance that a liquid trading market will develop for the notes. Accordingly, if you sell your notes prior to maturity, you may have to sell them at a substantial loss. You should review the section entitled Risk Factors There may not be an active trading market for the notes in this pricing supplement.

Are there any risks associated with my investment?

Yes, an investment in the notes is subject to significant risks. We urge you to read the detailed explanation of risks in Risk Factors beginning on page S-8.

How to reach us

You may reach us by calling 1-888-215-4145 or 1-212-214-6282 and asking for the Investment Solutions Group.

RISK FACTORS

An investment in the notes is subject to the risks described below, as well as the risks described under Risk Factors Risks Related to Indexed Securities in the accompanying prospectus. Your notes are a riskier investment than ordinary debt securities. Also, your notes are not equivalent to investing directly in the common stocks held by the ETF to which your notes are linked. You should carefully consider whether the notes are suited to your particular circumstances.

The notes are intended to be held to maturity. Your principal is protected only if you hold your notes to maturity

You will receive at least 100% of the principal amount of your notes if you hold your notes to maturity, subject to our ability to pay our obligations. If you sell your notes in the secondary market before maturity, you will not receive principal protection on the notes you sell. You should be willing to hold your notes to maturity.

You will not receive interest payments on the notes

You will not receive any periodic interest payments on the notes or any interest payment at maturity. Your payment at maturity will depend on the absolute value of the percentage change in the closing price of the ETF based on the final ETF price relative to the initial ETF price, subject to an out-of-range event occurring. At maturity you may not receive any return in excess of the principal amount of your notes.

You may not receive a return on your investment

You may receive a significantly lower payment at maturity than you would have received if you had invested in the ETF, the component stocks held by the ETF or contracts related to the ETF. If an out-of-range event occurs, that is, if the price of the ETF equals or exceeds the upper barrier or equals or falls below the lower barrier at any time on any trading day, from the first trading day following the pricing date to and including the valuation date, the ETF performance amount will be zero and you will receive only the principal amount of $1,000 of your notes at maturity. Because the closing price must not exceed the upper barrier or lower barrier for you to receive a return on your notes, dramatic increases in the value of the ETF will be harmful to your return if they exceed the upper barrier.

The barrier price will limit the return on your notes and may affect the payment at maturity

Your investment in the notes may not perform as well as an investment in a security with a return based solely on the performance of the ETF. You will participate in the performance of the ETF only if the price of the ETF remains within the absolute return range throughout the term of the notes. If an out-of-range event occurs, that is, if the price of the ETF equals or exceeds the upper barrier of, or falls below the lower barrier of, the absolute return range at any time on any trading day, from the first trading day following the pricing date to and including the valuation date, the return on the notes will not be determined by reference to the absolute value of the percentage change in the closing price of the ETF, even though that amount may be substantial. Because the upper barrier is 120% of the initial ETF price and the lower barrier is 80% of the initial ETF price, the maximum return on the notes is limited to 120% of the principal amount.

Your yield may be lower than the yield on a standard debt security of comparable maturity

The yield that you will receive on your notes, which could be zero, may be less than the return you could earn on other investments. Even if your yield is positive, your yield may be less than the yield you would earn if you bought a standard senior non-callable debt security of Wachovia with the same maturity date. Your investment may not reflect the full opportunity cost to you when you take into account factors that affect the time value of money. Unlike conventional senior non-callable debt securities, no interest will be paid during the term of your notes.

Owning the notes is not the same as either owning the common stocks that are held by the ETF or that underlie the Index, or shares of the ETF itself

Your return will not reflect the return you would realize if you actually owned and held the stocks held by the ETF or shares of the ETF itself for a similar period because the payment at maturity per note will be determined without taking into consideration the value of any dividends that may be paid on the stocks held by the ETF or on shares of the ETF itself. The notes represent senior unsecured obligations of ours and do not represent or convey any rights of ownership in the ETF or in stocks held by the ETF. In addition, you will not receive any dividend payments or other distributions on the stocks held by the ETF or the shares of the ETF itself, and as a holder of the notes, you will not have voting rights or any other rights that holders of stocks held by the ETF or the shares of the ETF itself may have. Even if the price of the ETF increases or decreases within the absolute return range during the term of the notes, the market value of the notes may not increase by the same amount. It is also possible for the price of the ETF to increase or decrease within the absolute return range while the market value of the notes declines. In addition, investing in the notes is not equivalent to investing in a mutual fund or other pooled investment that invests in the stocks held by the ETF. The return on your investment in the notes may differ from the return you might earn on a direct investment in a mutual fund or other pooled investment over a similar period.

There may not be an active trading market for the notes

The notes will not be listed or displayed on any securities exchange or any electronic communications network. There can be no assurance that a liquid trading market will develop for the notes. The development of a trading market for the notes will depend on our financial performance and other factors such as the increase or decrease, if any, in the price of the ETF. Even if a secondary market for the notes develops, it may not provide significant liquidity and transaction costs in any secondary market could be high. As a result, the difference between bid and asked prices for the notes in any secondary market could be substantial. If you sell your notes before maturity, you may have to do so at a discount from the initial public offering price, and, as a result, you may suffer substantial losses.

Wachovia Capital Markets, LLC and other broker-dealer affiliates of Wachovia currently intend to make a market for the notes, although they are not required to do so and may stop any such market-making activities at any time. As market makers, trading of the notes may cause Wachovia Capital Markets, LLC or any other broker-dealer affiliates of Wachovia to have long or short positions in the notes. The supply and demand for the notes, including inventory positions of market makers, may affect the secondary market for the notes.

Many factors affect the market value of the notes

The market value of the notes will be affected by factors that interrelate in complex ways. It is important for you to understand that the effect of one factor may offset the increase in the market value of the notes caused by another factor and that the effect of one factor may compound the decrease in the market value of the notes caused by another factor. We expect that the market value of the notes will depend substantially on the price of the ETF at any time during the term of the notes relative to the initial ETF price and the upper and lower barriers. If you choose to sell your notes when the price of the ETF has changed and an out-of-range event has not occurred, you may receive substantially less than the amount that would be payable at maturity based on this price because of the expectation that the price of the ETF will continue to fluctuate until the final ETF price is determined and the risk that an out-of-range event will occur. In addition, we believe that other factors that may influence the value of the notes include:

- the volatility (frequency and magnitude of changes in the price) of the ETF and, in particular, market expectations regarding the volatility of the ETF;
- interest rates in the U.S. markets;
- the dividend yields of the common stocks held by the ETF;
- the dividend yields of the ETF;

our creditworthiness, as represented by our credit ratings or as otherwise perceived in the market;

changes that affect the ETF, such as additions, deletions or substitutions or the policies of Barclays Global Fund Advisors as investment advisor to the ETF;

the volatility of the exchange rate between the U.S. dollar and each of the currencies in which the stocks held by the ETF are denominated;

interest rates in the U.S. market and in each market pertinent to the valuation to the ETF;

the time remaining to maturity; and

geopolitical, economic, financial, political, regulatory or judicial events as well as other conditions may affect the common stocks held by the ETF.

In particular, you should understand that, in general, the more volatile the ETF is expected to be, the more likely that an out-of range event is expected to occur. You should also understand that:

the determination whether an out-of-range event has occurred may be made at any time during the principal trading session on any trading day from the first trading day following the pricing date to and including the valuation date; and

in general, the volatility of the ETF as measured on an intra-day basis is greater than the volatility of the ETF as measured on a day-to-day basis (i.e., from the closing price of the ETF on one trading day to the closing price of the ETF on the next trading day).

Consequently, there is a greater expectation that an out-of-range event will occur in respect of the notes that there would be if an out-of-range event were determined solely based on the closing price of the ETF on any trading day.

An investment in the notes is subject to risks associated with non-U.S. securities markets

The stocks held by the ETF have been issued by non-U.S. companies. An investment in securities linked to the value of non-U.S. equity securities involves particular risks. Non-U.S. securities markets may be more volatile than U.S. securities markets and market developments may affect non-U.S. securities markets differently from U.S. securities markets. Direct or indirect government intervention to stabilize these non-U.S. securities markets, as well as cross shareholdings among non-U.S. companies, may affect trading prices and volumes in those markets. Also, there is generally less publicly available information in the United States about non-U.S. companies than about those U.S. companies that are subject to the reporting requirements of the U.S. Securities and Exchange Commission, and non-U.S. companies are subject to accounting, disclosure, auditing and financial reporting standards and requirements that differ from those applicable to U.S. reporting companies.

Securities prices in non-U.S. countries are subject to political, economic, financial and social factors that may be unique to the particular country. These factors, which could negatively affect the non-U.S. securities markets, include the possibility of recent or future changes in the economic and fiscal policies of non-U.S. governments, the possible imposition of, or changes in, currency exchange laws or other non-U.S. laws or restrictions applicable to non-U.S. companies or investments in non-U.S. equity securities, the possibility of fluctuations in the rate of exchange between currencies, the possibility of outbreaks of hostility and political instability and the possibility of natural disaster or adverse public health developments in the region. Moreover, the economies of certain foreign countries may differ favorably or unfavorably from the U.S. economy in important respects such as growth of gross national product, rate of inflation, trade surpluses or deficits, capital reinvestment, resources and self-sufficiency.

The return for the notes will be exposed to fluctuations in exchange rates that might affect the price of the ETF and, therefore, the payment at maturity

Because all of the stocks held by the ETF are traded in currencies other than U.S. dollars, and the notes are denominated in U.S. dollars, the amount payable on the notes at maturity will be exposed to fluctuations in the

exchange rate between the U.S. dollar and each of the currencies in which stocks held by the ETF are denominated. These changes in exchange rates may reflect changes in various non-U.S. economies that in turn may affect the return for the notes. An investor s net exposure will depend on the extent to which the currencies in which stocks held by the ETF are denominated either strengthen or weaken against the U.S. dollar and the relative weight of each stock held by the ETF. If, taking into account such weighting, the dollar strengthens against the currencies in which stocks held by the ETF are denominated, the value of the stocks held by the ETF will be adversely affected and, therefore, the price of the ETF may be adversely affected as well, which in turn may increase the likelihood of an out-of-range event occurring. In turn, the payment at maturity may be affected as well. The amount we pay in respect of the notes on the maturity date will be based solely upon the performance of the ETF. See Specific Terms of the Notes Payment at Maturity beginning on page S-14.

The value of the stocks held by the ETF may not track the value of the Index

Although the trading characteristics and valuations of the stocks held by the ETF will usually mirror the characteristics and valuations of the Index, the value of the stocks held by the ETF may not completely track the value of the Index. The ETF will reflect transaction costs and fees that are not included in the calculation of the Index. Additionally, because the ETF does not actually hold all of the stocks underlying the Index but invests in a representative sample of securities which have a similar investment profile as the stocks underlying the Index, the ETF will not fully replicate the performance of the Index.

Wachovia and its affiliates have no affiliation with the ETF, iShares®, the Index or the Index Sponsor and are not responsible for their public disclosure of information

Wachovia and its affiliates are affiliated neither with the ETF, iShares®, the Index nor the Index Sponsor in any way and have no ability to control or predict their actions, including any errors in or discontinuation of disclosure regarding their methods or policies relating to the calculation of the Index or the management of the ETF. If the Index Sponsor discontinues or suspends the calculation of the Index, or if iShares® should discontinue or suspend the ETF, it may become difficult to determine the market value of the notes or the maturity payment amount. The calculation agent may designate a successor fund selected in its sole discretion. If the calculation agent determines in its sole discretion that no successor fund comparable to the ETF exists, the amount you receive at maturity will be determined by the calculation agent in its sole discretion. See Specific Terms of the Notes Market Disruption Event on page S-17 and Specific Terms of the Notes Discontinuation of the ETF; Adjustments to the ETF on page S-15. Neither the Index Sponsor nor iShares® is involved in the offer of the notes in any way and has no obligation to consider your interest as an owner of notes in taking any actions that might affect the value of your notes.

Each note is an unsecured debt obligation of Wachovia only and is neither an obligation of the Index Sponsor nor iShares®. None of the money you pay for your notes will go to either the Index Sponsor or to iShares®. Since neither the Index Sponsor nor iShares® is involved in the offering of the notes in any way, it has no obligation to consider your interest as an owner of notes in taking any actions that might affect the value of your notes. Both the Index Sponsor and iShares® may take actions that will adversely affect the market value of the notes.

We have derived the information about the Index Sponsor, the ETF and iShares® in this pricing supplement from publicly available information, without independent verification. Neither we nor any of our affiliates assumes any responsibility for the adequacy or accuracy of the information about the Index Sponsor, the ETF or iShares® contained in this pricing supplement. You, as an investor in the notes, should make your own investigation into iShares®, the ETF and the Index Sponsor.

Historical prices of the ETF should not be taken as an indication of the future prices of the ETF during the term of the notes

The trading prices of the common stocks held by the ETF will determine the ETF price at any given time. As a result, it is impossible to predict whether the price of the ETF will rise or fall and by how much. Trading prices of the common stocks held by the ETF will be influenced by complex and interrelated political, economic, financial and other factors that can affect the issuers of the common stocks held by the ETF.

Purchases and sales by us and our affiliates may affect the return on the notes

As described below under Use of Proceeds and Hedging on page S-27, we or one or more of our affiliates may hedge our obligations under the notes by purchasing the common stocks held by the ETF, shares of the ETF itself, futures or options on the common stocks held by the ETF, futures or options on shares of the ETF itself or other derivative instruments with returns linked or related to changes in the market price of the common stocks held by the ETF or the shares of the ETF itself, and we may adjust these hedges by, among other things, purchasing or selling the common stocks held by the ETF or the shares of the ETF itself, futures, options or other derivative instruments with returns linked to the common stocks held by the ETF or the shares of the ETF itself at any time. Although they are not expected to, any of these hedging activities may adversely affect the market price of the common stocks held by the ETF or the shares of the ETF itself and, therefore, the market value of the notes. It is possible that we or one or more of our affiliates could receive substantial returns from these hedging activities while the market value of the notes declines.

The inclusion of commissions and projected profits from hedging in the initial public offering price is likely to adversely affect secondary market prices

Assuming no change in market conditions or any other relevant factors, the price, if any, at which Wachovia is willing to purchase the notes in secondary market transactions will likely be lower than the initial public offering price, since the initial public offering price included, and secondary market prices are likely to exclude, commissions paid with respect to the notes, as well as the projected profit included in the cost of hedging our obligations under the notes. In addition, any such prices may differ from values determined by pricing models used by Wachovia, as a result of dealer discounts, mark-ups or other transactions.

The calculation agent may postpone the valuation date and, therefore, the determination of the final ETF price and the maturity date if a market disruption event occurs on the valuation date

The valuation date and, therefore, the determination of the final ETF price may be postponed if the calculation agent determines that a market disruption event has occurred or is continuing on the valuation date. If a postponement occurs, the calculation agent will use the closing price of the ETF on the next succeeding trading day on which no market disruption event occurs or is continuing. As a result, the maturity date for the notes would also be postponed. You will not be entitled to any compensation from us or the calculation agent for any loss suffered as a result of the occurrence of a market disruption event, any resulting delay in payment or any change in the price of the ETF resulting from the postponement of the valuation date. See Specific Terms of the Notes Market Disruption Event beginning on page S-17.

Potential conflicts of interest could arise

Our subsidiary, Wachovia Securities, is our agent for the purposes of calculating whether an out-of-range event has occurred, the final ETF price, and the redemption amount. Under certain circumstances, Wachovia Securities role as our subsidiary and its responsibilities as calculation agent for the notes could give rise to conflicts of interest. These conflicts could occur, for instance, in connection with its determination as to whether the final ETF price can be calculated on a particular trading day. See the section entitled Specific Terms of the Notes Market Disruption Event beginning on page S-17. Wachovia Securities is required to carry out its duties as calculation agent in good faith and using its reasonable judgment.

Wachovia or its affiliates may presently or from time to time engage in business with the issuers of the common stocks held by the ETF or with iShares®. This business may include extending loans to, or making equity investments in, the issuers of the common stocks held by the ETF or iShares® itself or providing advisory services to the these issuers, including merger and acquisition advisory services. In the course of business, Wachovia or its affiliates may acquire non-public information relating to the issuers of the common stocks held by the ETF or iShares® itself and, in addition, one or more affiliates of Wachovia may publish research reports about the issuers of the common stocks held by the ETF or iShares® itself. Wachovia does not make any representation to any purchasers of the notes regarding any matters whatsoever relating to the issuers of the common stocks held by the ETF or iShares® itself. Any prospective purchaser of the notes should undertake an independent investigation of the issuers of the common stocks held by the ETF and iShares® itself as in its judgment is appropriate to make an informed decision regarding an investment in the notes.

U.S. taxpayers will be required to pay taxes on the notes each year

The notes will be treated as debt instruments subject to special rules governing contingent payment debt obligations for United States federal income tax purposes. If you are a U.S. individual or taxable entity, you generally will be required to pay taxes on ordinary income over the term of the notes based on the comparable yield for the notes, even though you will not receive any payments from us until maturity. This comparable yield is determined solely to calculate the amounts you will be taxed on prior to maturity and is neither a prediction nor a guarantee of what the actual yield will be. Any gain you may recognize on the sale or maturity of the notes will be ordinary income. Any loss you may recognize upon the sale of the notes will be ordinary loss to the extent of the interest you included as income in the current or previous taxable years in respect of the notes, and thereafter will be capital loss. If you hold your notes until maturity and the maturity payment is less than the projected payment at maturity, the difference will first reduce interest that would otherwise accrue in respect of the notes in such taxable year, and any remainder will be ordinary loss to the extent of the interest you previously accrued as income in respect of the notes, and thereafter will be capital loss. If you are a secondary purchaser of the notes, the tax consequences to you may be different. You should consult your tax advisor about your own tax situation.

For further discussion, see Supplemental Tax Considerations beginning on page S-22.

Certain considerations for insurance companies and employee benefit plans

A fiduciary of a pension plan or other employee benefit plan that is subject to the prohibited transaction rules of the Employee Retirement Income Security Act of 1974, as amended, which we call ERISA , or the Internal Revenue Code of 1986, as amended, and that is considering purchasing the notes with the assets of such a plan, should consult with its counsel regarding whether the purchase or holding of the notes could become a prohibited transaction under ERISA, the Internal Revenue Code or any substantially similar prohibition. These prohibitions are discussed in further detail under Employee Retirement Income Security Act beginning on page S-25.

SPECIFIC TERMS OF THE NOTES

Please note that in this section entitled Specific Terms of the Notes , references to holders mean those who own notes registered in their own names, on the books that we or the trustee maintain for this purpose, and not indirect holders who own beneficial interests in notes registered in street name or in notes issued in book- entry form through The Depository Trust Company. Please review the special considerations that apply to indirect holders in the accompanying prospectus, under Legal Ownership .

The notes are part of a series of debt securities, entitled Medium-Term Notes, Series G , that we may issue under the indenture from time to time as described in the accompanying prospectus. The notes are also Indexed Securities and Senior Notes , each as described in the accompanying prospectus.

This pricing supplement summarizes specific financial and other terms that apply to the notes. Terms that apply generally to all Medium-Term Notes, Series G, are described in Description of the Notes We May Offer in the accompanying prospectus. The terms described here supplement those described in the accompanying prospectus and, if the terms described there are inconsistent with those described here, the terms described here are controlling.

We describe the terms of the notes in more detail below.

No Interest

There will be no interest payments, periodic or otherwise, on the notes.

Denominations

Wachovia will issue the notes in principal amount of $1,000 per note and integral multiples thereof.

Offering Price

Each note will be offered at an initial public offering price equal to $1,000.

Payment at Maturity

On the maturity date, for each note you hold, you will receive a payment equal to the principal amount of $1,000 plus the absolute value of the ETF performance amount, if any.

The ETF performance amount will equal $1,000 times the percentage change in the closing price of the ETF from the initial ETF price to the final ETF price, unless an out-of-range event has occurred. *If an out-of-range event has occurred, the ETF performance amount will be zero.*

An out-of-range event will occur if the price of the ETF at any time on any trading day, from the first trading day following the pricing date to and including the valuation date, is either (a) greater than the upper barrier of, or (b) less than the lower barrier of, the absolute return range.

The absolute return range is the range in the price of the ETF bound by an upper barrier and a lower barrier.

The upper barrier of the absolute return range is $92.48 (120% of the initial ETF price).

The lower barrier of the absolute return range is $61.66 (80% of the initial ETF price).

The initial ETF price is $77.07, the closing price of the ETF on August 30, 2007.

The final ETF price will be determined by the calculation agent and will be the closing price of the ETF on the valuation date.

The valuation date is the fifth trading day prior to the maturity date. However, if that day occurs on a day that is a disrupted day, the valuation date will be postponed until the next succeeding trading day that is not a disrupted day; provided that in no event will the valuation date be postponed by more than five trading days. If the valuation date is postponed to the last possible day but that day is a disrupted day, that date will nevertheless be the valuation date. *If the valuation date is postponed, then the maturity date of the notes will be postponed by an equal number of trading days.*

The closing price on any trading day will equal the official closing price of the ETF or any successor fund (as defined under Specific Terms of the Notes Discontinuation of the ETF; Adjustments to the ETF below) at the regular weekday close of trading on that trading day. In certain circumstances, the closing price will be based on the alternate calculation of the ETF described under Specific Terms of the Notes Discontinuation of the ETF; Adjustments to the ETF below.

The price of the ETF at any time during any trading day, other than the closing price, will be the latest price of the ETF at that time reported by Bloomberg Financial Markets or a similar or successor source, as determined by the calculation agent.

A trading day means a day, as determined by the calculation agent, on which trading is generally conducted on the NYSE, the American Stock Exchange, the Nasdaq Global Market, the Chicago Mercantile Exchange and the Chicago Board of Options Exchange and in the over-the-counter market for equity securities in the United States.

A disrupted day means any trading day on which a relevant exchange fails to open for trading during its regular trading session or on which a market disruption event has occurred.

The relevant exchange is the primary U.S. securities organized exchange or market of trading for the ETF. If certain events occur as described under Specific Terms of the Securities Discontinuation of the ETF; Adjustments to the ETF , the relevant exchange will be the exchange or securities market on which the successor fund that is a listed exchange traded fund is principally traded, or the exchanges or securities markets on which the stocks used for the purposes of calculating a substitute price for the ETF are principally traded, as applicable, as determined by the calculation agent.

If any payment is due on the notes on a day which is not a day on which commercial banks settle payments in New York City, then that payment may be made on the next day that is a day on which commercial banks settle payments in New York City, in the same amount and with the same effect as if paid on the original due date.

Wachovia Securities, our subsidiary, will serve as the calculation agent. All determinations made by the calculation agent will be at the sole discretion of the calculation agent and, absent a determination of a manifest error, will be conclusive for all purposes and binding on Wachovia and the holders and beneficial owners of the notes. Wachovia may at any time change the calculation agent without notice to holders of notes.

U.S. Bank National Association will serve as the U.S. registrar and domestic paying agent.

Discontinuation of the ETF; Adjustments to the ETF

If iShares® discontinues operation of the ETF and iShares® or another entity establishes or designates a successor or substitute fund that the calculation agent determines, in its sole discretion, to be comparable to the ETF (a successor fund), then, upon the calculation agent s notification of any determination to the trustee and Wachovia, the calculation agent will substitute the successor fund as established or designated by iShares® or another entity for the ETF and calculate the final ETF price as described above under Payment at Maturity . Upon any selection by the calculation agent of a successor fund, Wachovia will cause notice to be given to holders of the notes.

If iShares® discontinues operation of the ETF and:

- the calculation agent does not select a successor fund, or

- the successor fund is no longer traded or listed on any of the relevant trading days,

the calculation agent will compute a substitute price for the ETF in accordance with the procedures last used to calculate the price of the ETF before any discontinuation but using only those stocks that were held by the ETF prior to such discontinuation. If a successor fund is selected or the calculation agent calculates a price as a substitute for the ETF as described below, the successor fund or price will be used as a substitute for the ETF for all purposes going forward, including for purposes of determining whether a market disruption event exists, even if iShares® decides to re-establish the ETF, unless the calculation agent in its sole discretion decides to use such re-established fund.

If iShares® discontinues the ETF before the valuation date and the calculation agent determines that no successor fund is available at that time, then on each trading day until the earlier to occur of:

- the determination of the final ETF price, or

- a determination by the calculation agent that a successor fund is available,

the calculation agent will determine the price that would be used in computing the payment at maturity as described in the preceding paragraph as if that day were a trading day. The calculation agent will cause notice of each price to be published not less often than once each month in *The Wall Street Journal* or another newspaper of general circulation, and arrange for information with respect to these prices to be made available by telephone.

Notwithstanding these alternative arrangements, discontinuation of the publication of the ETF would be expected to adversely affect the price and liquidity of and trading in the notes.

If at any time the method of calculating the price of the ETF or the price of the successor fund, changes in any material respect, or if the ETF or successor fund is in any other way modified so that the ETF or successor fund does not, in the opinion of the calculation agent, fairly represent the price of the ETF had those changes or modifications not been made, then, from and after that time, the calculation agent will, at the close of business in New York City, New York, on each date that the closing price of the ETF is to be calculated, make any adjustments as, in the good faith judgment of the calculation agent, may be necessary in order to arrive at a calculation of a price of a fund comparable to the ETF or such successor fund, as the case may be, as if those changes or modifications had not been made, and calculate the closing price with reference to the ETF or such successor fund, as so adjusted. Accordingly, if the method of calculating the ETF or a successor fund is modified and has a dilutive or concentrative effect on the price of such fund e.g., due to a split, then the calculation agent will adjust such fund in order to arrive at a price of such fund as if it had not been modified, e.g., as if a split had not occurred.

Neither the calculation agent nor Wachovia will have any responsibility for good faith errors or omissions in calculating or disseminating information regarding the ETF or any successor fund or as to modifications, adjustments or calculations by iShares® or any successor entity in order to arrive at the price of the ETF or any successor fund.

Closing Price

The closing price for one share of the ETF (or one unit of any other security for which a closing price must be determined) on any trading day means:

- if the ETF (or any such other security) is listed or admitted to trading on a national securities exchange, the last reported sale price, regular way, of the principal trading session on such day on the principal United States securities exchange registered under the Securities Exchange Act of 1933, as amended, on which the ETF (or any such other security) is listed or admitted to trading, or if the ETF (or any such other security) is not listed or admitted to trading on any national securities exchange but is included in the OTC Bulletin Board Service (the OTC Bulletin Board) operated by the National Association of Securities Dealers, Inc. (the NASD), the last reported sale price of the principal trading session on the OTC Bulletin Board on such day.

If the ETF (or any such other security) is listed or admitted to trading on any national securities exchange but the last reported sale price is not available pursuant to the preceding sentence, then the closing price for one share of the ETF (or one unit of any such other security) on any trading day will mean the last reported sale price of the principal trading session on the over-the-counter market or the OTC Bulletin Board on such day.

If the last reported sale price for the ETF (or any such other security) is not available pursuant to either of the two preceding sentences, then the closing price for any trading day will be the mean, as determined by the calculation agent, of the bid prices for the ETF (or any such other security) obtained from as many recognized dealers in such security, but not exceeding three, as will make such bid prices available to the calculation agent. Bids of Wachovia Capital Markets, LLC or any of its affiliates may be included in the calculation of such mean, but only to the extent that any such bid is the highest of the bids obtained. The term OTC Bulletin Board will include any successor service thereto.

Market Disruption Event

A market disruption event means the occurrence or existence of any of the following events:

a suspension, absence or material limitation of trading in the shares of the ETF on its primary market for more than two hours of trading or during the one-half hour before the close of trading in that market, as determined by the calculation agent in its sole discretion;

a suspension, absence or material limitation of trading in option or futures contracts relating to the shares of the ETF, if available, in the primary market for those contracts for more than two hours of trading or during the one-half hour before the close of trading in that market, as determined by the calculation agent in its sole discretion;

the shares of the ETF does not trade on the New York Stock Exchange, the American Stock Exchange, the Nasdaq Global Market or what was the primary market for the shares of the ETF, as determined by the calculation agent in its sole discretion; or

any other event, if the calculation agent determines in its sole discretion that the event materially interferes with our ability or the ability of any of our affiliates to unwind all or a material portion of a hedge with respect to the securities that we or our affiliates have effected or may effect as described below under Use of Proceeds and Hedging .

The following events will not be market disruption events: