WFS FINANCIAL INC Form SC 13D/A April 22, 2002

SCHEDULE 13D/A

(Rule 13d-101)

Information to be Included in Statements Filed Pursuant to Rule 13d-1(a) and Amendments Thereto Filed Pursuant to Rule 13d-2(a)

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Under the Securities Exchange Act of 1934 (Amendment No. 2)\*

WFS FINANCIAL INC

(Name of Issuer)

Common Stock, without par value

(Title of Class of Securities)

92923B

(CUSIP Number)

ERNEST S. RADY
Chairman of the Board
WFS Financial Inc
23 Pasteur Road
Irvine, CA 92718-3804

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

March 4, 2002

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e) (f) or (g), check the following box [].

Check the following box if a fee is being paid with the statement []. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to

be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 92923B 13D Page 2 of 30 Pages NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON WESTCORP IRS ID No. 51-0308535 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) -----SEC USE ONLY SOURCE OF FUNDS (See Instructions) WC \_\_\_\_\_\_ 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) 6) CITIZENSHIP OR PLACE OF ORGANIZATION CALIFORNIA 7) SOLE VOTING POWER SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER NUMBER OF -----SHARES 8) SHARED VOTING POWER BENEFICIALLY OWNED BY \_\_\_\_\_\_ REPORTING 9) SOLE DISPOSITIVE POWER PERSON SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER WITH 10) SHARED DISPOSITIVE POWER

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

	SEE ITE	EM 5 INTER	EST IN SECURITIES OF THE ISSUER			
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)  [					
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	Approxi	mately 84	.06% (based on 40,982,153 shares outstanding)			
14)	.4) TYPE OF REPORTING PERSON*					
======	======		HC			
CUSIP N	o. 92923	3B	13D Page 3 of 30 Pages			
1)		REPORTIN	G PERSON DENTIFICATION NO. OF ABOVE PERSON			
			WESTERN FINANCIAL BANK IRS ID No. 94-2504080			
2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [X]  (b) []					
3)	SEC USE ONLY					
4)	SOURCE OF FUNDS (See Instructions)  WC					
5)			CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED IS 2(d) OR 2(e) [ ]			
6)	CITIZEN	 ISHIP OR P	LACE OF ORGANIZATION			
		PRIN	CIPAL PLACE OF BUSINESS: CALIFORNIA			
		7)	SOLE VOTING POWER			
MIMDE	D 0E		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER			
NUMBER OF SHARES BENEFICIALLY OWNED BY		8)	SHARED VOTING POWER			
REPOR	EACH REPORTING PERSON		SOLE DISPOSITIVE POWER			
WIT	Н		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER			
		10)	SHARED DISPOSITIVE POWER			

11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER						
12)			E AGGREGATE AMOUNT IN ROW (11) N SHARES (See Instructions) [ ]				
13)	PERCENT	OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)				
	Approxi	mately 8	4.06% (based on 40,982,153 shares outstanding)				
14)	TYPE OF	REPORTI	NG PERSON (See Instructions)				
			вк				
CUSIP 1	No. 92923	ВВ	13D Page 4 of 30 Pages				
1)			NG PERSON IDENTIFICATION NO. OF ABOVE PERSON				
		ERN	EST S. RADY AND ERNEST S. RADY TRUST				
			Social Security No. 545-90-0349				
2)	CHECK I	HE APPRO	PRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [X] (b) []				
3)	SEC USE	ONLY					
4)	SOURCE	OF FUNDS	(See Instructions)				
			PF				
5)			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED MS 2(d) OR 2(e) [ ]				
6)	CITIZEN	 ISHIP OR	PLACE OF ORGANIZATION				
			CALIFORNIA				
		7)	SOLE VOTING POWER				
			SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER				
NUMBER OF SHARES BENEFICIALLY OWNED BY		8)	SHARED VOTING POWER				
	RTING	9)	SOLE DISPOSITIVE POWER				
PER: WI			SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER				
		10)	SHARED DISPOSITIVE POWER				

11)	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON
	SEE ITEM	5 INTER	EST IN SECURITIES OF THE ISSUER
12)			AGGREGATE AMOUNT IN ROW (11) SHARES (See Instructions) [ ]
13)	PERCENT	OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)
	Approxim	ately 84	.06% (based on 40,982,153 shares outstanding)
14)	TYPE OF	REPORTIN	G PERSON (See Instructions)
			OO + IN
CUSIP N	o. 92923B		13D Page 5 of 30 Pages
1)	NAME OF S.S. OR		G PERSON DENTIFICATION NO. OF ABOVE PERSON
	E	VELYN SH	IRLEY RADY AND EVELYN SHIRLEY RADY TRUST
			Social Security No. 556-88-8894
2)	CHECK TH	E APPROP	RIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [X] (b) []
3)	SEC USE	ONLY	
4)	SOURCE C	F FUNDS	(See Instructions)
			PF
5)			CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED S 2(d) OR 2(e) [ ]
6)	CITIZENS	HIP OR P	LACE OF ORGANIZATION
			CALIFORNIA
		7)	SOLE VOTING POWER
			SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER
SHAR BENEFIC OWNED	ES HALLY BY		SHARED VOTING POWER
	TING	9)	SOLE DISPOSITIVE POWER
	PERSON WITH		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER

	10)
	10) SHARED DISPOSITIVE POWER
11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER
12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ]
13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	Approximately 84.06% (based on 40,982,153 shares outstanding)
14)	TYPE OF REPORTING PERSON (See Instructions)
	OO + IN
======	
CUSIP N	No. 92923B 13D Page 6 of 30 Pages
1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
	AVRETT ENTERPRISES, LTD.
	I.R.S. ID NO. (No I.R.S. ID No. as it is a Canadian corporation)
2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [X]  (b) []
3)	SEC USE ONLY
4)	SOURCE OF FUNDS (See Instructions)
	WC
 5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
5)	PURSUANT TO ITEMS 2(d) OR 2(e) [ ]
6)	CITIZENSHIP OR PLACE OF ORGANIZATION
	CANADA
	7) SOLE VOTING POWER
NIIMRF	SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER
	RES 8) SHARED VOTING POWER CIALLY

EA	СН								
REPO	RTING	9)	SOLE DISPOSITIVE POWER						
	PERSON WITH		SEE ITEM 5 INTEREST IN SECURITIES OF THE IS	SSUER					
		10)	SHARED DISPOSITIVE POWER						
 11)	AGGREGA	 ATE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
/	SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER								
12)			AGGREGATE AMOUNT IN ROW (11) SHARES (See Instructions)	[ ]					
13)	PERCEN	Γ OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)						
	Approx	imately 84	.06% (based on 40,982,153 shares outstanding)						
14)	TYPE (	TYPE OF REPORTING PERSON (See Instructions)							
			СО						
CUSIP :	No. 92923  NAME OF	3B  F REPORTIN		f 30 Pages					
	S.S. OF	R I.R.S. I	DENTIFICATION NO. OF ABOVE PERSON						
			SILPIT INDUSTRIES CO., LTD.						
	I.R.S.	ID NO. (N	o I.R.S. ID No. as it is a Canadian corporati	.on) 					
2)	CHECK 1	THE APPROP	RIATE BOX IF A MEMBER OF A GROUP (See Instruc (a) (b)						
3)	SEC USI	E ONLY							
4)	SOURCE	OF FUNDS	(See Instructions)						
			WC						
5)			CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED IS 2(d) OR 2(e)	[]					
6)	CITIZE	NSHIP OR P	LACE OF ORGANIZATION						
			CANADA						
		7)	SOLE VOTING POWER						

NUMBER OF			SEE ITEM 5 INTEREST IN SECURITIES OF THE	HE ISSUER
BENEFICIALLY OWNED BY		8)	SHARED VOTING POWER	
EACI REPORT	TING	9)	SOLE DISPOSITIVE POWER	
PERSO WITH			SEE ITEM 5 INTEREST IN SECURITIES OF THE	HE ISSUER
		10)	SHARED DISPOSITIVE POWER	
11)	AGGREGA	TE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PER	RSON
	SEE ITE	M 5 INTERE	EST IN SECURITIES OF THE ISSUER	
12)			AGGREGATE AMOUNT IN ROW (11) SHARES (See Instructions)	[ ]
13)	PERCENT	OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	Approxi	mately 84.	.06% (based on 40,982,153 shares outstand	ding)
14)	TYPE O	F REPORTIN	NG PERSON (See Instructions)	
			СО	
CUSIP No	o. 92923	В	13D Page 8	8 of 30 Pages
1)		REPORTING	G PERSON DENTIFICATION NO. OF ABOVE PERSON	
			MEMRAD HOLDINGS, LTD.	
	I.R.S.	ID NO. (No	o I.R.S. ID No. as it is a Canadian corpo	oration)
2)	CHECK T	HE APPROPF		structions) (a) [X] (b) []
3)	SEC USE	ONLY		
4)	SOURCE	OF FUNDS	(See Instructions)	
			WC	
5)			CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED S 2(d) OR 2(e)	[ ]
6)	CITIZEN	 SHIP OR PI	LACE OF ORGANIZATION	

CANADA

		CANADA
	7)	SOLE VOTING POWER
		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER
NUMBER OF SHARES BENEFICIALLY OWNED BY	8)	SHARED VOTING POWER
-	9)	SOLE DISPOSITIVE POWER
PERSON WITH		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER
	10)	SHARED DISPOSITIVE POWER
11) AGGREG	GATE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON
SEE I	rem 5 inter	EST IN SECURITIES OF THE ISSUER
•		AGGREGATE AMOUNT IN ROW (11) SHARES (See Instructions) [ ]
13) PERCE	NT OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)
Approx	ximately 84	.06% (based on 40,982,153 shares outstanding)
14) TYPE	OF REPORTI	NG PERSON (See Instructions)
		СО
CUSIP No. 9292	23B	13D Page 9 of 30 Page
•	DF REPORTIN	G PERSON DENTIFICATION NO. OF ABOVE PERSON
		AMERICAN ASSETS, INC.
		I.R.S. ID NO. 95-249-3347
2) CHECK	THE APPROP	RIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [X]  (b) []
3) SEC US	SE ONLY	
4) SOURCE	E OF FUNDS	(See Instructions)
		WC
•		CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED S 2(d) OR 2(e) [ ]

6) CITI2	ZENSHIP OR	PLACE OF ORGANIZATION			
		CALIFORNIA			
	7)	SOLE VOTING POWER			
		SEE ITEM 5 INTEREST IN SECU	RITIES OF THE ISSUER		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	•	SHARED VOTING POWER			
REPORTING PERSON WITH	9)	SOLE DISPOSITIVE POWER SEE ITEM 5 INTEREST IN SECU	RITIES OF THE ISSUER		
	10)	SHARED DISPOSITIVE POWER			
 11) AGGRI	 EGATE AMOUN	T BENEFICIALLY OWNED BY EACH R	EPORTING PERSON		
SEE I	ITEM 5 INTE	REST IN SECURITIES OF THE ISSU	ER		
,		E AGGREGATE AMOUNT IN ROW (11) N SHARES (See Instructions)	[ ]		
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  Approximately 84.06% (based on 40,982,153 shares outstanding)				
14) TYPE	 E OF REPORT	ING PERSON (See Instructions)			
		СО			
CUSIP No. 929	923B	13D	Page 10 of 30 Pages		
•	OF REPORTI	NG PERSON IDENTIFICATION NO. OF ABOVE PE	RSON		
		CANPAC ENTERPRISES, LTD.			
I.R.5	S. ID NO. (	No I.R.S. ID No. as it is a Ca	nadian corporation)		
		PRIATE BOX IF A MEMBER OF A GR	(a) [X] (b) [ ]		
3) SEC U					
4) SOURC	CE OF FUNDS	(See Instructions)			
		WC			
5) CHECK	K BOX IF DI	SCLOSURE OF LEGAL PROCEEDINGS	IS REQUIRED		

PURSUANT TO ITEMS 2(d) OR 2(e) [ ] 6) CITIZENSHIP OR PLACE OF ORGANIZATION 7) SOLE VOTING POWER SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER NUMBER OF -----SHARES 8) SHARED VOTING POWER BENEFICIALLY OWNED BY -----EACH REPORTING 9) SOLE DISPOSITIVE POWER PERSON WITH SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER 10) SHARED DISPOSITIVE POWER AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER \_\_\_\_\_\_ CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ] PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Approximately 84.06% (based on 40,982,153 shares outstanding) \_\_\_\_\_ TYPE OF REPORTING PERSON (See Instructions) CO \_\_\_\_\_\_ CUSIP No. 92923B 13D Page 11 of 30 Pages \_\_\_\_\_\_ 1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON WESTERN INSURANCE HOLDINGS, INC. I.R.S. ID NO. 95-2890041 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [X] (b) [ ] \_\_\_\_\_ 3) SEC USE ONLY 4) SOURCE OF FUNDS (See Instructions)

5)			SCLOSURE OF LEGAL PF 4S 2(d) OR 2(e)	ROCEEDINGS IS	REQUIRED	[ ]
 6)	CITIZENSHIP OR PLACE OF ORGANIZATION					
			CALIFORN	IIA		
		7)	SOLE VOTING POWER	 R		
			SEE ITEM 5 INTERE	ST IN SECURIT	IES OF THE ISSUE	ER
SHA BENEFI OWNE	CIALLY D BY	8)	SHARED VOTING POW	JER		
EA REPO PER	RTING	9)	SOLE DISPOSITIVE	POWER		
WI			SEE ITEM 5 INTERE	ST IN SECURIT	IES OF THE ISSUE	ΞR
		10)	SHARED DISPOSITIV	E POWER		
 11)			BENEFICIALLY OWNER		RTING PERSON	
 12)			E AGGREGATE AMOUNT I N SHARES (See Instru			[ ]
 13)	PERCENT	OF CLAS	S REPRESENTED BY AMO	OUNT IN ROW (1	 1)	
	Approxi	mately 8	4.06% (based on 40,9	82,153 shares	outstanding)	
14)	TYPE C	F REPORT	ING PERSON (See Inst	ructions)		
=====		.======	IC		============	=====
CUSIP	No. 92923	B	13D		Page 12 of 30	Pages
===== 1)			NG PERSON	F ABOVE PERSO		=====
			INSURANCE COMPANY	OF THE WEST		
			I.R.S. ID NO. 95	5-2769232		
2)	CHECK I	HE APPRO	PRIATE BOX IF A MEME	BER OF A GROUP	(See Instruction (a) [X]	]
3)	SEC USE	ONLY				
	SOURCE	OF FUNDS	(See Instructions)			

WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ ] -----6) CITIZENSHIP OR PLACE OF ORGANIZATION CALIFORNIA 7) SOLE VOTING POWER SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER NUMBER OF -----SHARES 8) SHARED VOTING POWER BENEFICIALLY OWNED BY EACH REPORTING 9) SOLE DISPOSITIVE POWER PERSON SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER WITH 10) SHARED DISPOSITIVE POWER \_\_\_\_\_ AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) [ ] PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Approximately 84.06% (based on 40,982,153 shares outstanding) \_\_\_\_\_\_ TYPE OF REPORTING PERSON (See Instructions) \_\_\_\_\_\_ CUSIP No. 92923B 13D Page 13 of 30 Pages \_\_\_\_\_\_ NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON EXPLORER INSURANCE COMPANY I.R.S. ID NO. 94-2784519 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [X] (b) [ ] \_\_\_\_\_ 3) SEC USE ONLY

4)	SOURCE OF FUNDS (See Instructions)						
			WC				
5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ ]						
6)	CITIZEN	ISHIP OR I	PLACE OF ORGANIZATION				
			ARIZONA				
		7)	SOLE VOTING POWER				
MIMO	ID 00		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER				
SHAF BENEFIC OWNER	CIALLY BY	8)	SHARED VOTING POWER				
	RTING	9)	SOLE DISPOSITIVE POWER				
PERS WIT			SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER				
		10)	SHARED DISPOSITIVE POWER				
11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  EXCLUDES CERTAIN SHARES (See Instructions)						
13)	PERCENT	OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)				
	Approxi	mately 8	4.06% (based on 40,982,153 shares outstanding)				
14)	TYPE C	F REPORT	ING PERSON (See Instructions)				
			IC				
CUSIP N	No. 92923	ВВ	13D Page 14 of 30 Page	es			
1)			NG PERSON IDENTIFICATION NO. OF ABOVE PERSON				
			DHM Trust				
			I.R.S. ID NO. 33-6003176				
2)	CHECK T	HE APPRO	PRIATE BOX IF A MEMBER OF A GROUP (See Instructions)  (a) [X]  (b) []				
3)	SEC USE	ONLY					

4)	4) SOURCE OF FUNDS (See Instructions)					
			PF			
5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6)	CITIZEN	ISHIP OR I	PLACE OF ORGANIZATION			
			CANADA			
		7)	SOLE VOTING POWER			
NIIMBE	R OF		SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER			
SHAR BENEFIC OWNED	ES IALLY BY	8)	SHARED VOTING POWER			
	TING	9)	SOLE DISPOSITIVE POWER			
PERS WIT			SEE ITEM 5 INTEREST IN SECURITIES OF THE ISSUER			
		10)	SHARED DISPOSITIVE POWER			
11)  12)	SEE ITE	M 5 INTE	T BENEFICIALLY OWNED BY EACH REPORTING PERSON  REST IN SECURITIES OF THE ISSUER  E AGGREGATE AMOUNT IN ROW (11) N SHARES (See Instructions)			
13)	PERCENT	OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)			
	Approxi	mately 8	4.06% (based on 40,982,153 shares outstanding)			
14)	TYPE C	F REPORT	ING PERSON (See Instructions)			
	======		00			
Item 1.		Security	y and Issuer.			
Common	Stock, r	no par va	lue			
23 Past	ANCIAL I eur Roac CA 9271	l				
Item 2.		Identit	y and Background.			
WESTCOR	P					
(a) (b)	Westcor The pri	-	usiness address is:			

23 Pasteur Road
Irvine, CA 92718-3804

- (c) Current conviction during the last five years: None
- (d) Securities Laws proceedings: None
- (e) United States Corporation.

#### WESTERN FINANCIAL BANK

- (a) Western Financial Bank
- (b) The principal business address is: 16485 Laguna Canyon Road Irvine, CA 92618-3820
- (c) Current conviction during the last five years: None
- (d) Securities Laws proceedings: None
- (e) United States Corporation.

### ERNEST S. RADY AND ERNEST S. RADY TRUST

- (a) Ernest S. Rady and Ernest S. Rady, Trustee
  Mr. Rady's address is:
  8144 Prestwick Drive
  La Jolla, CA 92037
- (b) The Trust's principal business address is:
   11455 El Camino Real, Suite 200
   San Diego, CA 92130-2045
   Attn: Ernest S. Rady, Trustee
- (c) Mr. Rady, the Trustee of the above referenced trust is the Chairman, President and Chief Executive Officer of the Issuer and is an executive officer and/or director of many of the reporting parties included in this Schedule 13D.
- (d) Current conviction during the last five years: None
- (e) Securities laws proceedings: None.
- (f) Citizenship: CANADA

## EVELYN SHIRLEY RADY AND EVELYN SHIRLEY RADY TRUST

- (a) Evelyn Shirley Rady and Ernest S. Rady, Trustee Mrs. Rady's address is: 8144 Prestwick Drive La Jolla, CA 92037
- (b) The Trust's principal business address is:
   11455 El Camino Real, Suite 200
   San Diego, CA 92130-2045
   Attn: Ernest S. Rady, Trustee
- (c) Mr. Rady, the Trustee of the above referenced trust is the Chairman, President and Chief Executive Officer of the Issuer and is an executive officer and/or director of many of the reporting parties included in this Schedule 13D.
- (d) Current conviction during the last five years: None
- (e) Securities laws proceedings: None
- (f) Citizenship: CANADA

Page 15 of 30 Pages

#### AVRETT ENTERPRISES, LTD.

(a) Avrett Enterprises, Ltd.

- (b) The principal business address is:
   Avrett Enterprises, Ltd.
   70 Arthur Street
   Winnipeg, Manitoba
   Canada R3B 1G7
- (c) Current conviction during the last five years: None
- (d) Securities laws proceedings: None
- (e) Canadian corporation.

#### SILPIT INDUSTRIES CO., LTD.

- (a) Silpit Industries Co., Ltd.
- (b) The principal business address is:
   Silpit Industries Co., Ltd.
   70 Arthur Street
   Winnipeg, Manitoba
  - Winnipeg, Manitoba Canada R3B 1G7
- (c) Current conviction during the last five years: None
- (d) Securities Laws proceedings: None
- (e) California corporation.

#### MEMRAD HOLDINGS, LTD.

- (a) Memrad Holdings, Ltd.
- (b) The principal business address is: Memrad Holdings, Ltd. 903-213 Notre Dame Avenue Winnipeg, Manitoba Canada R3B 1N3
- (c) Current conviction during the last five years: None
- (d) Securities Laws proceedings: None
- (e) Canadian corporation.

#### AMERICAN ASSETS, INC.

- (a) American Assets, Inc.
- (b) The principal business address is:
   American Assets, Inc.
   11455 El Camino Real
   San Diego, California 92130-2045
- (c) Current conviction during the last five years: None
- (d) Securities Laws proceedings: None
- (e) California corporation.

#### Page 16 of 30 Pages

#### CANPAC ENTERPRISES, LTD.

- (a) Canpac Enterprises, Ltd.
- (b) The principal business address is:

Canpac Enterprises, Ltd.

70 Arthur Street Winnipeg, Manitoba

Canada R3B 1G7

- (c) Current conviction during the last five years: None
- (d) Securities Laws proceedings: None
- (e) Canadian corporation.

#### WESTERN INSURANCE HOLDINGS, INC.

- Western Insurance Holdings, Inc. (a)
- The principal business address is: (b) Western Insurance Holdings, Inc. 11455 El Camino Real San Diego, California 92130-2045
- Current conviction during the last five years: None
- Securities Laws proceedings: None
- California corporation. (e)

#### INSURANCE COMPANY OF THE WEST

- Insurance Company of the West
- The principal business address is: (b) Insurance Company of the West 11455 El Camino Real San Diego, California 92130-2045
- Current conviction during the last five years: None
- Securities Laws proceedings: None
- California corporation.

#### EXPLORER INSURANCE COMPANY

- Explorer Insurance Company (a)
- The principal business address is: (b) Explorer Insurance Company 11455 El Camino Real San Diego, California 92130-2045
- Current conviction during the last five years: None
- Securities Laws proceedings: None
- (e) Arizona corporation.

#### DHM TRUST

- DHM Trust, Ernest S. Rady, Trustee (a) Mr. Rady's address is: 8144 Prestwick Drive La Jolla, CA 92037
- (b) The Trust's principal business address is: 11455 El Camino Real San Diego, CA 92130-2045 Attn: Ernest S. Rady, Trustee
- Mr. Rady, the Trustee of the above referenced trust is the Chairman, (C) President and Chief Executive Officer of the Issuer and is an executive officer and/or director of many of the reporting parties included in Current conviction during last five years: None Securities laws proceedings. None the Schedule 13D.
- (d)
- (e)
- Citizenship: Canada (f)

Identification of Members of the Group

(a) Westcorp

Names and Addresses of Officers and Directors as of March 4, 2002

Ernest S. Rady 11455 El Camino Real Suite 200 Officer and Director San Diego, CA 92130

Chairman of the Board, Chief Executive

Title

Thomas Wolfe President and Director

23 Pasteur

Irvine, CA 92618

Lee A. Whatcott Executive Vice President and 23 Pasteur Chief Financial Officer

Irvine, CA 92618

Donna Lesch Senior Vice President and Director of

23 Pasteur Human Performance

Irvine, CA 92618

Senior Vice President and Chief Dawn Martin

Information Officer 23 Pasteur

Irvine, CA 92618

Vice President and Director of Richard Banes

23 Pasteur Audit Services

Irvine, CA 92618

Guy Du Bose Vice President, Secretary and

23 Pasteur General Counsel

Irvine, CA 9268

Mark Olson Vice President and Controller

23 Pasteur

Irvine, CA 9268

J. Keith Palmer Vice President and Treasurer

23 Pasteur

Irvine, CA 92618

Judith Bardwick Director

23 Pasteur

Irvine, CA 92618

Robert Barnum Director

23 Pasteur

Irvine, CA 92618

James Dowlan Director

23 Pasteur

Irvine, CA 92618

Charles E. Scribner

23 Pasteur

Irvine, CA 92618-3804

Director

Western Financial Bank

(a) Western Financial Bank

> Names and Addresses of Officers and Directors as of March 4, 2002

Title \_\_\_\_\_

Ernest S. Rady Chairman of the Board,

11455 El Camino Real Suite 200 Chief Executive Officer and San Diego, CA 92130 Director

Charles E. Scribner Vice Chairman and Director

23 Pasteur Irvine, CA 92618

James Tecca President

23 Pasteur Irvine, CA 92618

Thomas Wolfe Vice Chairman and Director

23 Pasteur Irvine, CA 92618

Lee A. Whatcott Senior Executive Vice President and

23 Pasteur Chief Financial Officer

Irvine, CA 92618

Donna Lesch Executive Vice President and 23 Pasteur Director of Human Performance

Irvine, CA 92618

Dawn Martin Executive Vice President and 23 Pasteur Chief Information Officer

Irvine, CA 92618

Richard Banes Senior Vice President and 23 Pasteur Director of Audit Services

Irvine, CA 92618

Joy Bagnall Senior Vice President

23 Pasteur

Irvine, CA 92618

John DeCero Senior Vice President

23 Pasteur

Irvine, CA 92618

Guy Du Bose Senior Vice President, Secretary

23 Pasteur and General Counsel

Irvine, CA 92618

Doak Kraus Senior Vice President

23 Pasteur

Irvine, CA 92618

John Lawrence Senior Vice President

23 Pasteur

Irvine, CA 92618

Mark Olson Senior Vice President and Controller

23 Pasteur

Irvine, CA 92618

J. Keith Palmer Senior Vice President and Treasurer

23 Pasteur

Irvine, CA 92618

Shelly Chase Senior Vice President

23 Pasteur

Irvine, CA 92618

Jon Wilcox Senior Vice President

23 Pasteur

Irvine, CA 92618

Judith Bardwick Director

23 Pasteur

Irvine, CA 92618

Robert Barnum Director

23 Pasteur

Irvine, CA 92618

James Dowlan Director

23 Pasteur

Irvine, CA 92618

The Ernest S. Rady Trust

(a) Ernest S. Rady, Trustee

Page 17 of 30 Pages

Evelyn Shirley Rady

(a) Ernest S. Rady, Trustee

Avrett Enterprises, Ltd.

(a) Avrett Enterprises, Ltd.

Names and Addresses of Officers and Directors as of March 4, 2002 Title

Sylvia Silverberg 70 Arthur Street Winnipeg, Manitoba Canada R3B 1G7

Evelyn Rady Vice President, Director

President, Director

8144 Prestwick Drive La Jolla, CA 92037

Ernest S. Rady Vice President

8144 Prestwick Drive La Jolla, CA 92037

Nora Kaufman Secretary, Treasurer, Director

70 Arthur Street Winnipeg, Manitoba

Canada R3B 1G7

Silpit Industries Co., Ltd.

Names and Addresses of Officers and Directors as of March 4, 2002 Title and Directors as of March 4, 2002

Silpit Industries Co., Ltd. (a)

> David S. Kaufman 70 Arthur Street Winnipeg, Manitoba Canada R3B 1G7

President, Director

Vice President

G.L. Stoddart 70 Arthur Street Winnipeg, Manitoba

Canada R3B 1G7

Secretary, Treasurer, Director

Nora Kaufman 70 Arthur Street Winnipeg, Manitoba Canada R3B 1G7

Page 18 of 30 Pages

Director Evelyn Rady

8144 Prestwick Drive La Jolla, CA 92037

Sylvia Silverberg Director

70 Arthur Streer Winnipeg, Manitoba Canada R3B 1G7

Allan Kaufman Director

70 Arthur Street Winnipeg, Manitoba Canada R3B 1G7

Memrad Holdings, Ltd.

Names and Addresses of Officers and Directors as of March 4, 2002 Title

(a) Memrad Holdings, Ltd.

Ernest S. Rady 8144 Prestwick Drive La Jolla, CA 92037

President, Director

Marjorie Blankstein 903-213 Notre Dame Avenue Winnipeg, Manitoba Canada R3B 1N3

Treasurer, Director

Morley Blankstein

903-213 Notre Dame Avenue

Winnipeg, Manitoba Canada R3B 1N3

Vice President

Mindel Olenick

903-213 Notre Dame Avenue

Winnipeg, Manitoba Canada R3B 1N3

Assistant Secretary, Director

Thomas Z. Olenick 903-213 Notre Dame Avenue

Winnipeg, Manitoba Canada R3B 1N3

Vice President

Page 19 of 30 Pages

Brian Hirsch 903-213 Notre Dame Avenue Winnipeg, Manitoba Canada R3B 1N3

Secretary

American Assets, Inc.

American Assets, Inc., a California corporation (a)

> Names and Addresses of Officers and Directors as of March 4, 2002

Title

Ernest S. Rady

8144 Prestwick Drive La Jolla, CA 92037

Chairman of the Board, President

Harry M. Rady

11455 El Camino Real San Diego, CA 92130-2045 Director

Bernard M. Feldman 11455 El Camino Real

San Diego, CA 92130-2045

Director

John J. Chamberlain 11455 El Camino Real

San Diego, CA 92130-2045

Executive Vice President

Allen Garrett

Executive Vice President, Chief

Chief Executive Officer, Senior

11455 El Camino Real San Diego, CA 92130-2045

Operating Officer

Robert F. Barton 11455 El Camino Real San Diego, CA 92130-2045 Vice President, Chief Financial Officer, Secretary

James R. Cronemeyer 11455 El Camino Real San Diego, CA 92130-2045

Executive Vice President, Residential Properties

James Roherty 11455 El Camino Real San Diego, CA 92130-2045 Vice President - Construction

Page 20 of 30 Pages

Canpac Enterprises, Ltd.

(a) Canpac Enterprises, Ltd.

> Names and Addresses of Officers and Directors as of March 4, 2002 \_\_\_\_\_

Title

\_\_\_\_

Ernest S. Rady 8144 Prestwick Drive La Jolla, CA 92037

President, Director

Brian Hirsch 903-213 Notre Dame Avenue Winnipeg, Manitoba Canada R3B 1N3

Secretary, Treasurer, Director

David S. Kaufman 11455 El Camino Real, #200 Director

San Diego, CA 92130-2045

Western Insurance Holdings, Inc.

Names and Addresses of Officers and Directors as of March 4, 2002

Title

(a) Western Insurance Holdings, Inc.

Ernest S. Rady 8144 Prestwick Drive La Jolla, CA 92037

Chairman of the Board, President

Director

Bernard M. Feldman 11455 El Camino Real San Diego, CA 92130-2045

H. Michael Freet

11455 El Camino Real San Diego, CA 92130-2045 Senior Vice President, Treasurer, Director

James W. Austin III 11455 El Camino Real San Diego, CA 92130-2045 Secretary

Mary E. Cannon 11455 El Camino Real San Diego, CA 92130-2045 Assistant Secretary

Page 21 of 30 Pages

Insurance Company of the West

Insurance Company of the West (a)

> Names and Addresses of Officers and Directors as of March 4, 2002

Title

Chairman of the Board, President,

\_\_\_\_

Director

\_\_\_\_\_ Ernest S. Rady

11455 El Camino Real San Diego, CA 92130-2045

Bernard M. Feldman Director

11455 El Camino Real San Diego, CA 92130-2045

Richard S. King Director

11455 El Camino Real San Diego, CA 92130-2045

Arne D. Wagner Director

11455 El Camino Real #200 San Diego, CA 92130-2045

Bruce N. Moore Director

11455 El Camino Real San Diego, CA 92130-2045

James B. Rathbun Director

11455 El Camino Real San Diego, CA 92130-2045

25

Charles E. Scribner Director 11455 El Camino Real #200

San Diego, CA 92130-2045

Fredericka Taubitz Director

11455 El Camino Real #200 San Diego, CA 92130-2045

H. Michael Freet Senior Vice President, Treasurer

11455 El Camino Real San Diego, CA 92130-2045

John L. Hannum Executive Vice President

11455 El Camino Real San Diego, CA 92130-2045

Page 22 of 30 Pages

Senior Vice President

11455 El Camino Real San Diego, CA 92130-2045

Kevin M. Prior Senior Vice President

11455 El Camino Real San Diego, CA 92130-2045

Rory Read Senior Vice President

11455 El Camino Real San Diego, CA 92130-2045

San Diego, CA 92130-2045

James W. Austin III Senior Vice President, Secretary 11455 El Camino Real and General Counsel

San Diego, CA 92130-2045

Gene P. Irizarry Senior Vice President 11455 El Camino Real

Leslie M. Obayashi Senior Vice President

11455 El Camino Real San Diego, CA 92130-2045

Dennis E. Osgood Senior Vice President

11455 El Camino Real San Diego, CA 92130-2045

Page 23 of 30 Pages

Explorer Insurance Company

(a) Explorer Insurance Company

Names and Addresses of Officers and Directors as of March 4, 2002

Title

Ernest S. Rady 11455 El Camino Real San Diego, CA 92130-2045 Chairman of the Board, President,

Director

Bernard M. Feldman 11455 El Camino Real San Diego, CA 92130-2045 Director

Frederick Bernard Tisovic 11455 El Camino Real San Diego, CA 92130-2045

Executive Vice President, Director

James W. Austin III 11455 El Camino Real San Diego, CA 92130-2045 Director

H. Michael Freet 11455 El Camino Real San Diego, CA 92130-2045

Senior Vice President, Treasurer, Director

John L. Hannum 11455 El Camino Real San Diego, CA 92130-2045 Executive Vice President

Page 24 of 30 Pages

DHM Trust

(a) Ernest S. Rady Trustee

DHM TRUST

(a) DHM Trust

Names and Addresses of Officers and Directors as of March 4, 2002

Title

Ernest S. Rady 8144 Prestwick Drive La Jolla, CA 92037 Trustee

Page 25 of 30 Pages

Item 3. Source and Amount of Funds and Other Consideration.

The consideration paid for the securities purchased was cash from working capital.

Item 4. Purpose of Transaction.

Investment.

Item 5. Interest in Securities of the Issuer.

This filing is for the cumulative share holdings of an affiliated group as of the close of business on March 4, 2002. The various entities named in this Schedule 13D directly or indirectly collectively owned, as of such date, 34,447,702 outstanding shares of Common Stock of the Issuer representing 84.06% of the outstanding shares of Common Stock of the Issuer. At this date, there are 21,198 options exercisable by members of the affiliated group within 60 days. Exhibit A attached hereto and incorporated by this reference herein depicts the relationship among the various affiliated companies in the "Rady" group as well as the ownership interests of Westcorp and Western Financial Bank (which entities are controlled by the Rady Group). There is no formal agreement to vote or dispose of the shares of the issuer in a particular manner. The dispositive and voting power of each of the trusts and companies shown on Exhibit A is made independent of each other, except to the extent that Mr. and Mrs. Rady may be shareholders, officers and/or directors of the various companies and in that respect are able to control the disposition and voting of the shares of the Issuer owned by each such company.

The following securities transaction occurred in the sixty (60) day period preceding May 25, 2001:

Date	No. Shares	Purchaser	Price
February 6, 2002	5,500	Western Financial B	ank \$20.35
February 7, 2002	14,000	Western Financial B	ank \$20.16
February 14, 200	2 5,000	Western Financial B	ank \$20.55
February 15, 200	2 29,500	Western Financial B	ank \$20.22
February 19, 200	2 11,000	Western Financial B	ank \$19.82
February 20, 200	2 32,300	Western Financial B	ank \$20.00
February 25, 200	2 29,800	Western Financial B	ank \$19.14
February 26, 200	2 15,300	Western Financial B	ank \$18.67

March 4, 2002 5,2

5,247,008

Western Financial Bank

\$18.00

All shares purchased on March 4, 2002 were acquired upon exercise of subscription rights distributed to all shareholders of WFS Financial Inc on a pro rata basis pursuant to Issuer's registered rights offering as detailed in its prospectus dated February 12, 2002. Due to allocations which had to be made by the transfer and subscription agent as a result of offers to purchase more shares than were available in the offering, the members of the Rady Group were not aware of the actual number of shares that they were permitted to purchase until significantly after the March 4, 2002 effective date of acquisition.

#### Page 26 of 30 Pages

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer. See discussion under item 5, above.

Additionally, pursuant to the provisions of the Ernest S. Rady Trust and the Evelyn S. Rady Trust, Ernest S. Rady, as trustee, has the power to sell, buy, retain, invest and reinvest the trusts' assets, which include the shares of the Issuer's Common Stock.

Item 7. Material to be Filed as Exhibits.

Exhibit A: Organizational Chart of Rady Entities beneficially holding shares in WFS Financial Inc.

Page 27 of 30 Pages

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Westcorp

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

-----

Ernest S. Rady, President

Western Financial Bank

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

\_\_\_\_\_

Ernest S. Rady, Chairman

Ernest S. Rady Trust

Dated: April 22, 2002 /s/ ERNEST S. RADY

\_\_\_\_\_

Ernest S. Rady, Trustee

Evelyn Shirley Rady Trust

Dated: April 22, 2002 /s/ ERNEST S. RADY

-----

Ernest S. Rady, Trustee

American Assets, Inc.

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

-----

Ernest S. Rady, Chairman

Avrett Enterprises, Ltd.

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

\_\_\_\_\_

Ernest S. Rady, Vice President

Canpac Enterprises, Ltd.

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

\_\_\_\_\_

Ernest S. Rady, President

Insurance Company of the West

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

-----

Ernest S. Rady, Chairman

Page 28 of 30 Pages

Memrad Holdings, Ltd.

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

-----

Ernest S. Rady, President

Silpit Industries Co., Ltd.

Dated: April 22, 2002 By: /s/ ERNEST S. RADY

\_\_\_\_\_

Ernest S. Rady, Chairman

	Western Insurance Holdings, Inc.					
Dated: April 22, 2002	By: /s/ ERNEST S. RADY					
	Ernest S. Rady, Chairman					
	Explorer Insurance Inc.					
Dated: April 22, 2002	By: /s/ ERNEST S. RADY					
	Ernest S. Rady, Chairman					
	DHM Trust					
Dated: April 22, 2002	By: /s/ ERNEST S. RADY					
	Ernest S. Rady, Trustee					
Ernest S. Rady						
Dated: April 22, 2002	By: /s/ ERNEST S. RADY					
	Ernest S. Rady					
	Evelyn Shirley Rady					
Dated: April 22, 2002	By: /s/ EVELYN SHIRLEY RADY					
	Evelyn Shirley Rady					
Page 29	of 30 Pages					

Page 29 of 30 Pages

### EXHIBIT A ORGANIZATIONAL CHART OF RADY ENTITIES BENEFICIALLY HOLDING SHARES IN WFS FINANCIAL INC AS OF MARCH 4, 2002

 ERNEST RADY				EVELYN RADY				
								/
/	/		- /	/	/		/	/
/	/	/	/ 62	2.46%	/	/	/	/
/	/	/ 47.00%	/	/	/	/ 50%	/	/
/	/	/	/	/	/	/	/	/

```
/ AVRETT ENTERPRISES----/
  10.58% /
10.57% /
                  83.35% /
             /
                                  0.70%
       /51.36%
     ----- WESTERN INS. HOLDINGS
                       _____
    /.73% /
                          / 100%
             ----- INSURANCE CO. OF THE WEST
 DHM TRUST-- /
                           / 100%
         4.81%
   1.12% /
           ----- EXPLORER INSURANCE CO.
           / 0.07%
        WESTCORP -----
         / 100%
       WESTERN FINANCIAL
        BANK
         / 84.06%
       WFS FINANCIAL
```

Page 30 of 30 Pages