

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person * <b>BORSETH J MARK</b>  (Last) (First) (Middle) <b>3M CENTER BLDG 0220-14W-07</b>  (Street) <b>ST PAUL MN 551441000</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>3M CO [ MMM ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <b>TREASURER</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/12/2004</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/12/2004		M		1,428	A	\$45.85	3,297	D	
Common Stock	02/12/2004		F		806	D	\$81.14	2,491	D	
Common Stock	02/12/2004		F		203	D	\$81.14	2,288	D	
Common Stock	02/12/2004		M		1,334	A	\$43.35	3,622	D	
Common Stock	02/12/2004		F		712	D	\$81.14	2,910	D	
Common Stock <sup>(1)</sup>	02/12/2004		F		229	D	\$81.14	2,681	D	
Common Stock								1,432	I	by 401k/PAESOP Trust

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$43.35	02/12/2004		M			1,334	05/09/2001	05/09/2010	Common Stock	1,334	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$45.85	02/12/2004		M			1,428	05/13/1998	05/13/2007	Common Stock	1,428	\$0	1,672	D	
Non-Qualified Stock Option (right to buy)	\$81.15	02/12/2004		A			1,009	08/12/2004	05/11/2007	Common Stock	1,009	\$0	1,009	D	
Non-Qualified Stock Option (right to buy)	\$81.15	02/12/2004		A			941	08/12/2004	05/07/2010	Common Stock	941	\$0	941	D	

**Explanation of Responses:**

1. The indirectly-held common stock holding (401k/PAESOP) reported in Table I includes shares acquired during the fiscal year pursuant to the 3M Voluntary Investment Plan. The directly-held common stock holding reported in Table I includes shares acquired during the fiscal year pursuant to 3M's General Employee Stock Purchase Plan.

By: George Ann Biros For: J. Mark Borseth 02/12/2004  
 \*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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