

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

**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

|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person *<br><u>MacDonald Robert D III</u><br><br>(Last) (First) (Middle)<br>3M CENTER<br><br>(Street)<br>ST. PAUL MN 55144<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>3M CO [ MMM ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>Officer (give title below) Other (specify below)<br>X VICE PRESIDENT MARKETING |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/16/2005      |  |
| 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                    | 02/16/2005                           |  | M                              |   | 3,490   | A          | \$28.6348 | 16,058  | D  |   |
| Common Stock                    | 02/16/2005                           |  | F                              |   | 1,159   | D          | \$86.175  | 14,899  | D  |   |
| Common Stock                    | 02/16/2005                           |  | M                              |   | 1,318   | A          | \$61.85   | 16,217  | D  |   |
| Common Stock                    | 02/16/2005                           |  | F                              |   | 945   | D          | \$86.175  | 15,272  | D  |   |
| Common Stock                    | 02/16/2005                           |  | F                              |   | 121   | D          | \$86.175  | 15,151  | D  |   |
| Common Stock                    | 02/16/2005                           |  | M                              |   | 1,493   | A          | \$61.85   | 16,644  | D  |   |
| Common Stock                    | 02/16/2005                           |  | F                              |   | 1,071   | D          | \$86.175  | 15,573  | D  |   |
| Common Stock                    | 02/16/2005                           |  | F                              |   | 137   | D          | \$86.175  | 15,436  | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |           | 1,711   | I  | by 401k/PAESOP Trust                                  |
| Common Stock                    |                                      |  |                                |   |   |            |           | 9,614   | I  | by Spouse   |

**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   | Amount or Number of Shares |  |  |   |  |
| Incentive Stock Option (right to buy)      | \$28.6348  | 02/16/2005                           |  | M                              |   | 3,490  |     | 05/09/1996   | 05/09/2005      | Common Stock  | 3,490                      | \$0  | 0  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$61.85  | 02/16/2005                           |  | M                              |   | 1,318  |     | 11/13/2003   | 05/06/2005      | Common Stock  | 1,318                      | \$0  | 2,790  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$61.85  | 02/16/2005                           |  | M                              |   | 1,493  |     | 11/13/2003   | 05/06/2005      | Common Stock  | 1,493                      | \$0  | 1,297  | D   |  |

**Explanation of Responses:**

By: George Ann Biros For: Robert D MacDonald 02/16/2005

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.