

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM T-1

STATEMENT OF ELIGIBILITY  
UNDER THE TRUST INDENTURE ACT OF 1939 OF A  
CORPORATION DESIGNATED TO ACT AS TRUSTEE

Check if an application to determine eligibility of a Trustee  
pursuant to Section 305 (b) (2)  X

CITIBANK, N.A.

(Exact name of trustee as specified in its charter)

13-5266470  
(I.R.S. employer  
identification no.)

399 Park Avenue, New York, New York  
(Address of principal executive office)

10043  
(Zip Code)

MINNESOTA MINING AND MANUFACTURING COMPANY  
(Exact name of obligor as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

41-0417775  
(I.R.S. employer  
identification no.)

3M Center  
St. Paul, Minnesota  
(Address of principal executive offices)

55144  
(Zip Code)

DEBT SECURITIES  
(Title of the indenture securities)

Item 1. General Information.

Furnish the following information as to the trustee:

- (a) Name and address of each examining or supervising authority to  
which it is subject.

Name	Address
----- Comptroller of the Currency	----- Washington, D.C.
Federal Reserve Bank of New York 33 Liberty Street New York, NY	New York, NY
Federal Deposit Insurance Corporation	Washington, D.C.

- (b) Whether it is authorized to exercise corporate trust powers.

Yes.

Item 2. Affiliations with Obligor.

If the obligor is an affiliate of the trustee, describe each  
such affiliation.

None.

Item 16. List of Exhibits.

List below all exhibits filed as a part of this Statement of  
Eligibility.

Exhibits identified in parentheses below, on file with the  
Commission, are incorporated herein by reference as exhibits

hereto.

Exhibit 1 - Copy of Articles of Association of the Trustee, as now in effect. (Exhibit 1 to T-1 to Registration Statement No. 2-79983)

Exhibit 2 - Copy of certificate of authority of the Trustee to commence business. (Exhibit 2 to T-1 to Registration Statement No. 2-29577).

Exhibit 3 - Copy of authorization of the Trustee to exercise corporate trust powers. (Exhibit 3 to T-1 to Registration Statement No. 2-55519)

Exhibit 4 - Copy of existing By-Laws of the Trustee. (Exhibit 4 to T-1 to Registration Statement No. 33-34988)

Exhibit 5 - Not applicable.

Exhibit 6 - The consent of the Trustee required by Section 321(b) of the Trust Indenture Act of 1939. (Exhibit 6 to T-1 to Registration Statement No. 33-19227.)

Exhibit 7 - Copy of the latest Report of Condition of Citibank, N.A. (as of September 30, 2000-attached)

Exhibit 8 - Not applicable.

Exhibit 9 - Not applicable.

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SIGNATURE

Pursuant to the requirements of the Trust Indenture Act of 1939, the Trustee, Citibank, N.A., a national banking association organized and existing under the laws of the United States of America, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in The City of New York and State of New York, on the 9th day of February, 2001.

CITIBANK, N.A.

By /s/Wafaa Orfy

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Wafaa Orfy  
Assistant Vice President

REPORT OF CONDITION  
 CONSOLIDATING  
 DOMESTIC AND FOREIGN  
 SUBSIDIARIES OF

Citibank, N.A. of New York in the State of New York, at the close of business on September 30, 2000, published in response to call made by Comptroller of the Currency, under Title 12, United States Code, Section 161. Charter Number 1461 Comptroller of the Currency Northeastern District.

<TABLE>  
 <CAPTION>

ASSETS

<S>	<C>
Thousands of dollars	
Cash and balances due from depository institutions:	
Noninterest-bearing balances and currency and coin	\$ 8,554,000
Interest-bearing balances	15,678,000
Held-to-maturity securities	0
Available-for-sale securities	38,563,000
Federal funds sold and securities purchased under agreements to resell	5,150,000
Loans and lease financing receivables:	
Loans and Leases, net of unearned income	\$ 244,199,000
LESS: Allowance for loan and lease losses	4,655,000
Loans and leases, net of unearned income, allowance, and reserve	239,544,000
Trading assets	34,918,000
Premises and fixed assets (including capitalized leases)	3,875,000
Other real estate owned	305,000
Investments in unconsolidated subsidiaries and associated companies	1,214,000
Customers' liability to this bank on acceptances outstanding	1,364,000
Intangible assets	5,935,000
Other assets	13,898,000
TOTAL ASSETS	\$ 368,998,000

LIABILITIES

Deposits:	
In domestic offices	\$ 48,906,000
Noninterest bearing \$14,055,000	
Interest bearing	34,851,000
In foreign offices, Edge and Agreement subsidiaries, and IBFs	214,027,000
Noninterest bearing	13,763,000
Interest-bearing	200,264,000
Federal funds purchased and securities sold under agreements to repurchase	11,479,000
Demand notes issued to the U.S. Treasury	0
Trading liabilities	24,753,000
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases):	
With a remaining maturity of one year or less	12,574,000
With a remaining maturity of more than one year through three years	4,281,000
With a remaining maturity of more than three years	2,544,000
Bank's liability on acceptances executed and outstanding	1,404,000
Subordinated notes and debentures	8,200,000
Other liabilities	14,355,000
TOTAL LIABILITIES	\$ 342,523,000

EQUITY CAPITAL

Perpetual preferred stock and related surplus	0
Common stock	\$ 751,000
Surplus	11,254,000
Undivided profits and capital reserves	15,349,000
Net unrealized holding gains (losses) on available-for-sale securities	(8,000)
Accumulated net gains (losses) on cash flow hedges	0
Cumulative foreign currency translation adjustments	(871,000)

TOTAL EQUITY CAPITAL \$ 26,475,000

TOTAL LIABILITIES AND EQUITY CAPITAL \$ 368,998,000

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I, Roger W. Trupin, Controller of the above-named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.

ROGER W. TRUPIN  
CONTROLLER

We, the undersigned directors, attest to the correctness of this Report of Condition. We declare that it has been examined by us, and to the best of our knowledge and belief has been prepared in conformance with the instructions and is true and correct.

ALAN S. MacDonald  
WILLIAM R. RHODES  
VICTOR J. MENEZES  
DIRECTORS