

Lacey Roger HD
Form 4
February 16, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lacey Roger HD

(Last) (First) (Middle)

3M CENTER

(Street)

ST. PAUL, MN 55144-1000

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
3M CO [MMM]

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	02/15/2011		S		200	D	\$ 91.8 25,939
Common Stock	02/15/2011		S		2,621	D	\$ 91.97 23,318
Common Stock	02/15/2011		M		1,704	A	\$ 58.625 25,022
Common Stock	02/15/2011		S		904	D	\$ 91.961 24,118
Common Stock	02/15/2011		S		600	D	\$ 91.962 23,518

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Common Stock	02/15/2011	S	100	D	\$ 91.9608	23,418	D
Common Stock	02/15/2011	S	100	D	\$ 91.9604	23,318	D
Common Stock	02/15/2011	M	1,593	A	\$ 83.95	24,911	D
Common Stock	02/15/2011	S	100	D	\$ 91.9602	24,811	D
Common Stock	02/15/2011	S	1,100	D	\$ 91.961	23,711	D
Common Stock	02/15/2011	S	100	D	\$ 91.9616	23,611	D
Common Stock	02/15/2011	S	100	D	\$ 91.9613	23,511	D
Common Stock	02/15/2011	S	193	D	\$ 91.962	23,318	D
Common Stock	02/15/2011	M	14,329	A	\$ 86.5	37,647	D
Common Stock	02/15/2011	S	990	D	\$ 91.95	36,657	D
Common Stock	02/15/2011	S	1,610	D	\$ 91.96	35,047	D
Common Stock	02/15/2011	S	100	D	\$ 91.9604	34,947	D
Common Stock	02/15/2011	S	400	D	\$ 91.9625	34,547	D
Common Stock	02/15/2011	S	4,300	D	\$ 91.965	30,247	D
Common Stock	02/15/2011	S	600	D	\$ 91.9675	29,647	D
Common Stock	02/15/2011	S	4,929	D	\$ 91.97	24,718	D
Common Stock	02/15/2011	S	300	D	\$ 91.98	24,418	D
Common Stock	02/15/2011	S	100	D	\$ 91.9801	24,318	D
Common Stock	02/15/2011	S	600	D	\$ 91.985	23,718	D
Common Stock	02/15/2011	S	400	D	\$ 91.9875	23,318	D

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of S
Incentive Stock Option (Right to Buy)	\$ 58.625	02/15/2011		M	1,704	05/08/2002 05/06/2011	Common Stock	1,704
Non-qualified Stock Option (Right to Buy)	\$ 83.95	02/15/2011		M	1,593	10/19/2004 05/06/2011	Common Stock	1,593
Non-qualified Stock Option (Right to Buy)	\$ 86.5	02/15/2011		M	14,329	09/08/2005 05/06/2011	Common Stock	14,329

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Lacey Roger HD 3M CENTER ST. PAUL, MN 55144-1000	Senior Vice President

Signatures

George Ann Biros, attorney-in-fact for Roger H.D.
Lacey 02/16/2011

**Signature of Reporting Person

Date

Explanation of Responses:

* 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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