

Woodworth John K
 Form 4/A
 February 23, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

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 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Woodworth John K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 3M CENTER

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2011

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

VICE PRESIDENT CORP SC OPERTNS

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)
 02/09/2011

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

ST. PAUL, MN 55144-1000

(City) (State) (Zip)

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 or Price | | |
| Common Stock | 02/07/2011 | | A | | 2,717.662 (1) | A | \$ 0 17,118.662 D |
| Common Stock | 02/07/2011 | | F | | 914.662 (1) | D | \$ 89.47 16,204 D |
| Common Stock | 02/07/2011 | | A | | 905.888 (2) | A | \$ 0 905.888 I By Corporation |
| Common Stock | 02/07/2011 | | F | | 31.25 (2) | D | \$ 89.47 874.638 I By Corporation |

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

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SEC 1474
(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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-----------------|
| | Director | 10% Owner | Officer | Other |
| Woodworth John K 3M CENTER ST. PAUL, MN 55144-1000 | | | VICE PRESIDENT | CORP SC OPERTNS |

Signatures

George Ann Biros, attorney-in-fact for John K. Woodworth
Date: 02/23/2011

__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).
- (1) On February 9, 2011, the reporting person reported the imminent delivery of a number of shares of 3M Common Stock earned as a result of the 2008 performance shares awarded to such person under the 3M Performance Unit Plan. The number of shares to be withheld from this delivery for the payment of withholding taxes was unknown. This amendment is being filed to update the Form 4 with the number of shares used for tax withholding, in addition to correcting the number of shares to be delivered. The amount reported on February 9, 2011 reflected a rounded whole number of shares, while the amount of shares actually earned includes a fractional share of stock. This updated Form 4 reflects the shares earned without rounding.
 - (2) On February 9, 2011, the reporting person reported the deferred receipt of a number of shares of 3M Common Stock earned as the result of the 2008 performance shares awarded to such person under the 3M Performance Unit Plan. The number of shares to be withheld for payment of FICA withholding taxes was unknown. This amendment is being filed to update the Form 4 with the number of shares used for FICA withholding. The amount reported on February 9, 2011 also reflected a rounded whole number of shares, while the amount actually earned includes a fractional share of stock. This updated Form 4 reflects the shares earned

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without rounding. Under the terms of the 3M Deferred Compensation Plan, the reporting person elected to defer receipt of these shares which become payable one year after the reporting person retires. There are no voting or investment powers with respect to these shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.