

3M CO  
Form 4  
May 11, 2006

**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 \*  
**PALENSKY FRED J**

(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)  
**05/09/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**EXEC VP ENTERPRISE SVCS**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
				(A) or (D)	Price		
Common Stock	05/09/2006		M	2,552 A	\$ 76.45 35,063	D	
Common Stock	05/09/2006		F	2,234 D	\$ 87.31 32,829	D	
Common Stock	05/09/2006		F	103 D	\$ 87.31 32,726	D	
Common Stock	05/09/2006		M	2,255 A	\$ 76.45 34,981	D	
Common Stock	05/09/2006		F	1,974 D	\$ 87.31 33,007	D	

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Common Stock	05/09/2006	F	91	D	\$ 87.31	32,916	D	
Common Stock	05/09/2006	M	6,856	A	\$ 63.525	39,772	D	
Common Stock	05/09/2006	F	4,988	D	\$ 87.31	34,784	D	
Common Stock	05/09/2006	F	664	D	\$ 87.31	34,120	D	
Common Stock						3,393	I	by 401k/PAESOP Trust

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

**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 control number.**

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**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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 63.525	05/09/2006		M		6,856		07/07/2003	05/11/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 76.45	05/09/2006		M		2,552		11/17/2005	05/12/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 76.45	05/09/2006		M		2,255		11/17/2005	05/12/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 87.35	05/09/2006		A		52,000		05/09/2007	05/09/2016	Common Stock

