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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		
1.	Name and Address of Reporting Person*		.S. Identification Number of Reporting son, if an entity (Voluntary)
	Morley, John C.	Cleveland-Cliffs Inc (CLF)	
	(Last) (First) (Middle)		
	31095 Chagrin Blvd. Suite 210N	Statement for Month/Day/Year 5. If A December 30, 2002	Amendment, Date of Original (Month/Day/Year)
	(Street)		
			lividual or Joint/Group Filing neck Applicable Line)
	Pepper Pike, Oh 44124	☑ Director ☐ 10% Owner ☑	Form Filed by One Reporting Person
	(City) (State) (Zip)	Officer (give title below)	Form Filed by More than One Reporting Person
		Other (specify below)	
Rei	minder: Report on a separate line for each class of sec * If the form is filed by more than one reporting		

•	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr. 6		4. Securities Acq Disposed of (I (Instr. 3, 4 and)) or	5. Amount of Securities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	In Be O	ature of adirect eneficial wnershi
					Code	v	Amount	(A) or (D)	Price				
_													
_													

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.	Transacti Code (Instr. 8)	on	5.	Number of Derivati Acquired (A) or Dis (Instr. 3, 4 and 5)	
								Code	V		(A)	(D)
Stock Units		1-for-1		12/30/02				A(1)			60.3	622

(1	of Underly (Instr. 3 and	ng Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Indirect Direct (D) or Beneficis Indirect (I) Ownersh (Instr. 4) (Instr. 4)
piration Date T	Title	Amount or Number of Shares			
	Common Shares	60.3622	\$24.85	19,878.9738	(D)
onses:					
				lited to the account of the Reporting Person in ation Plan. Each Stock Unit is generally distri	
	/s/ Jo	hn E. Lenhard,	Attorney-in-Fact	December 30,	2002
	**	Signature of Re	eporting Person	Date	
misstatements	nts or omis	sions of facts c	onstitute Federal Cri	iminal Violations. See 18 U.S.C. 1001 and 15	U.S.C. 78ff(a).
	. F	of which mus	t he manually signed	I. If space is insufficient, see Instruction 6 for p	procedure.
misstatements					

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints John E. Lenhard, Franklin L. Hartman, Emery Smith, and R. Todd Johnson, and each of them, as the true and lawful attorney or attorneys-in-fact, with full power of substitution and revocation, for the undersigned and in the name, place and stead of the undersigned, in any and all capacities, to execute, on behalf of the undersigned, any and all statements or reports under Section 16 of the Securities Act of 1934, as amended, with respect to the beneficial ownership of shares of Common Stock, par value \$1.00 per share, of Cleveland-Cliffs Inc ('Company"), including, without limitation, all initial statements of beneficial ownership on Form 3, all statements of changes in beneficial ownership on Form 4, all annual statements of changes in beneficial ownership on Form 5, any and all other documents that may be required, to be filed with the Securities and Exchange Commission, to execute any and all amendments or supplements to any such statements or forms, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting to said attorney or attorneys-in-fact, and each of them, full power and authority to do so and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorney or attorneys-in-fact or any of them or their substitutes, may lawfully do or cause to be done by virtue hereof.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3,4, 5 with respect to the undersigned's holdings and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the forgoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 11th day of July, 1995.

/S/ John C. Morley

John C. Morley Director