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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).

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of TRETHEWEY JAN (Last) 1100 SUPERIOR A	Reporting Person MES A (First)	(Middle)	2. Issuer Name and Ticker or Trading Symbol CLEVELAND CLIFFS INC [CLF] 3. Date of Earliest Transaction (Month/Day/Year) 03/08/2005						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X_Officer (give title below) S.V.P Bus. Development		
CLEVELAND, OH	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(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)	(Instr. 8)		4. Securi (A) or D (Instr. 3, Amount	(A) or	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
Common Stock		03/08/2005		A <mark>(1)</mark>		4,867	А	\$0	10,997	D	
Common Stock									4,264	Ι	By VNQDC (2)
Common Stock									14,878	Ι	Wife

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

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form displays a currently valid OMB control number.

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)														
2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exercisable		7. Title and Amount		8. Price of	9. Number of	10.	11. Nature
Conversion	Date	Execution Date, if	Transact	ion	Number		and Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
or Exercise	(Month/Day/Year)				of		(Month/Day/Year)		Securities		Security			Beneficial
Price of		(Month/Day/Year)	(Instr. 8)		Derivative				(Instr. 3 and 4)		· /	-		
														(Instr. 4)
Security					*									
					(A) or									
					<u>^</u>									
												(IIIsu. 4)	(IIIsu. 4)	
					., und			1						
										-				
							Exercisable	Date						
			Code	v	(A)	(D)				-				
					( )	( )								
1									~					
(3)	03/08/2005		А		375		(4)	(4)	Common	375	\$ 0	375	D	
	00,00,000				0,0				Shares	070	ψŪ	270	2	
	Conversion or Exercise	Conversion Date or Exercise (Month/Day/Year) Price of Derivative Security	2.   3. Transaction   3A. Deemed     Conversion   Date   Execution Date, if     or Exercise   (Month/Day/Year)   my     Price of   Derivative   Month/Day/Year)     Security   Image: Construction of the security	2.   3. Transaction   3A. Deemed   4. Transaction     Conversion or Exercise Price of Derivative Security   (Month/Day/Year)   3A. Deemed   4. Transaction Code     M   Image: Conversion of Exercise Price of Derivative Security   (Month/Day/Year)   3A. Deemed   4. Transaction Code     Image: Conversion of Exercise Price of Derivative Security   (Month/Day/Year)   Image: Code   (Instr. 8)     Image: Code Price of Derivative Security   Image: Code Price Pric	2.   3. Transaction   3A. Deemed   4. Transaction     Conversion   Date   Execution Date, if any   Transaction     Or Exercise   (Month/Day/Year)   (Month/Day/Year)   Code     Derivative   Security   (Month/Day/Year)   (Month/Day/Year)     Very Security   Code   Code   Code     1   Code   V   Code   V	2.   3. Transaction   3A. Deemed   4.   5.     Conversion or Exercise Price of Derivative Security   (Month/Day/Year)   Balantic (Month/Day/Year)   (Month/Day/Year)   Image: Conversion of Execution Date, if any (Month/Day/Year)   Transaction Code (Instr. 8)   Numb of Derivative Security     Security   Security   Image: Conversion (Month/Day/Year)   Image: Conversion (Month/Day/Year)   Image: Conversion (Month/Day/Year)   Image: Conversion (Instr. 4, and Code   Image: Conversion (Month/Day/Year)     Image: Conversion Conversion (Month/Day/Year)   Image: Conversion Code   Image: Conversion Code   Image: Conversion Code   Image: Conversion Code     Image: Conversion Code	2.   3. Transaction   3A. Deemed   4.   5.     Conversion   Date   (Month/Day/Year)   Transaction   Number     Price of   Operivative   (Month/Day/Year)   (Month/Day/Year)   Transaction   Code     Security   Security   (Month/Day/Year)   (Month/Day/Year)   Instr. 8)   Securities     Security   Code   Code   (A)   Operivative     Security   Code   V   (A)   (D)     Instr. 1   Code   V   (A)   (D)	2.   3. Transaction   3A. Deemed   4.   5.   6. Date Exer     Conversion   Date   Execution Date, if any   Transaction   Number of   and Expirati     Price of   Derivative   Security   (Month/Day/Year)   (Month/Day/Year)   Derivative   Securities   Acquired     Security   Acquired   Acquired   Acquired   Acquired   Acquired   Acquired     Acquired   Acquired   Acquired   Acquired   Derivative   Becurities   Acquired     Acquired   Acquired   Acquired   Acquired   Disposed   Of (D)   Disposed   Derivative     Code   V   (A) or   Disposed   Of (D)   Disposed   Disposed   Derivative     Code   V   (A) (D)   Date   Exercisable   Date   Exercisable   Date     Acquired   Acquired   Acquired   Acquired   Acquired   Acquired   Date     Acquired   Acquired   Acquired   Acquired   Acquired   Acquired   Acquired   Acquired     Acquired   Acquired   Acquired	2.   3. Transaction   3A. Deemed   4.   5.   6. Date Exercisable and Expiration Date (Month/Day/Year)     Price of Derivative Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   0.     M   Date   Coversion (Month/Day/Year)   (Month/Day/Year)   0.   0.     Derivative Security   Security   (Month/Day/Year)   0.   0.   0.     Derivative Security   Code   (Month/Day/Year)   0.   0.   0.     Derivative Security   Code   (Month/Day/Year)   0.   0.   0.     Derivative Security   Code   (Month/Day/Year)   0.   0.   0.   0.     Derivative Security   Code   Code   0.   0.   0.   0.   0.     Disposed of (D)   (Instr. 3, 4, and 5)   0.   0.   0.   0.   0.   0.     Date   Code   V   (A)   (D)   0.   0.   0.   0.	2.   3. Transaction   3A. Deemed   4.   5.   6. Date Exercisable and Expiration Date of Underlyin Securities (Month/Day/Year)     Price of Derivative Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   7. Title and Expiration Date of Underlyin Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)   7. Title and Securities (Instr. 3 and Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)   7. Title and Securities (Instr. 4, and 5)     (3)   03/08/2005   03/08/2005   A   375   (4)   (4)   Common	2.   3. Transaction   3A. Deemed   4.   5.   6. Date Exercisable and Exercisable and Expiration Date (Month/Day/Year)   7. Title and Amount of Underlying Securities (Month/Day/Year)     0 Exercise Price of Derivative Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   6. Date Exercisable and Expiration Date (Month/Day/Year)   7. Title and Amount of Underlying Securities (Instr. 3 and 4)     Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   6. Date Exercisable and Expiration Date (Month/Day/Year)   7. Title and Amount of Underlying Securities (Instr. 3 and 4)     (A) or Disposed of (D) (Instr. 3, 4, and 5)   (A) or Disposed of (D) (Instr. 3, 4, and 5)   7. Title and Amount of Underlying Securities (Instr. 3 and 4)     (3)   03/08/2005   A   375   (A) (D)   Common 375	2.   3. Transaction   3A. Deemed   4.   5.   6. Date Exercisable   7. Title and Amount   8. Price of     Orversion   Date   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   6. Date Exercisable   7. Title and Amount   8. Price of     Derivative   Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   6. Date Exercisable   7. Title and Amount   8. Price of     Derivative   Security   (Month/Day/Year)   (Mon	2.   3. Transaction Date (Month/Day/Year)   3A. Deemed Execution Date, if any (Month/Day/Year)   4.   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 Securities (Instr. 5)   9. Number of Derivative Securities (Instr. 5)     Security   Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   7. Title and Amount of Underlying Securities (Instr. 3) and 4)   8. Price of Derivative Securities (Instr. 5)   9. Number of Derivative Securities (Instr. 5)     Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   7. Title and Amount of Underlying Securities (Instr. 3) and 4)   8. Price of Derivative Securities (Instr. 5)   9. Number of Derivative Securities (Instr. 4)     Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   7. Title and Amount of Underlying Securities (Instr. 3) and 4)   8. Price of Derivative Securities (Instr. 4)     Month/Day/Year)   (Month/Day/Year)   7. Title and Amount of Underlying (Instr. 3)   8. Price of Derivative Securities (Instr. 4)     Month/Day/Year)   (Month/Day/Year)   7. Title and Amount of Underlying (Instr. 3)   8. Price of Derivative (Instr. 3)   8. Price of Derivative (Instr. 4)     Month/Day/Year)   (Month/Day/Year)   7. Title and Amount of Underlying (Instr. 3)   8. Price of	2.   3. Transaction   3A. Deemed   4.   5.   6. Date Exercisable and Expiration Date   7. Title and Amount of Underlying   8. Price of Derivative   9. Number of Derivative   10.     Security   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Instr. 8)   Securitive   6. Date Exercisable and Expiration Date (Month/Day/Year)   7. Title and Amount of Underlying   8. Price of Derivative   9. Number of Derivative   Ownership     Security   Securities   (Instr. 8)   (Instr. 8)   Derivative   Securities   (Instr. 3) and 4)   9. Number of Underlying   Security   Securi

# **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
TRETHEWEY JAMES A 1100 SUPERIOR AVENUE 15TH FLOOR CLEVELAND, OH 44114			S.V.P Bus. Development						

## Signatures

James A. Trethewey		03/10/2005	
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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) Represents a grant of Restricted Stock to the Reporting Person under the Cleveland-Cliffs Inc 1992 Incentive Equity Plan (as Amended and Restated May 13, 1997).
- (2) Held for the benefit of the Reporting Person by the Cleveland-Cliffs Inc Voluntary Non-Qualified Deferred Compensation Plan (VNQDC).
- (3) Convertible into Common Shares on a 1-for-1 basis.
- Represents a grant of Retention Units to the Reporting Person under the Cleveland-Cliffs Inc Long-Term Incentive Program covering the period January 1, 2005 through December(4) 31, 2007 (Incentive Period). Payment of the Retention Units will be made in cash after the completion of the Incentive Period based upon the employment by the Company of the Reporting Person and the market value of a Common Share of the Company on the last day of the Incentive Period.

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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