
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

FORM 11-K

**FOR ANNUAL REPORTS OF EMPLOYEE STOCK
REPURCHASE SAVINGS AND SIMILAR PLANS
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

X **ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934**

For the filer a l M

**NORTHSHORE MINING COMPANY
AND
SILVER BAY POWER COMPANY
RETIREMENT SAVINGS PLAN ("Plan")**

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Opinion on the Financial Statements

Basis for Opinion

STATEMENT OF NET ASSETS

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HS

Northshore Mining Company and Silver Bay Power Company Retirement Savings Plan

1. Description of Plan

General:

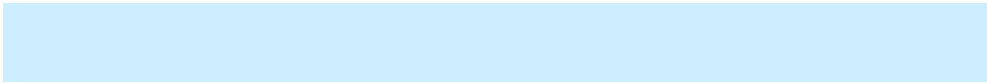
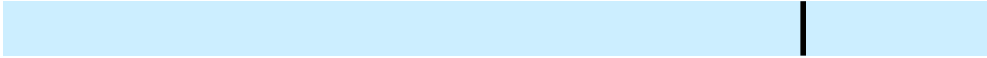
Plan Amendments:

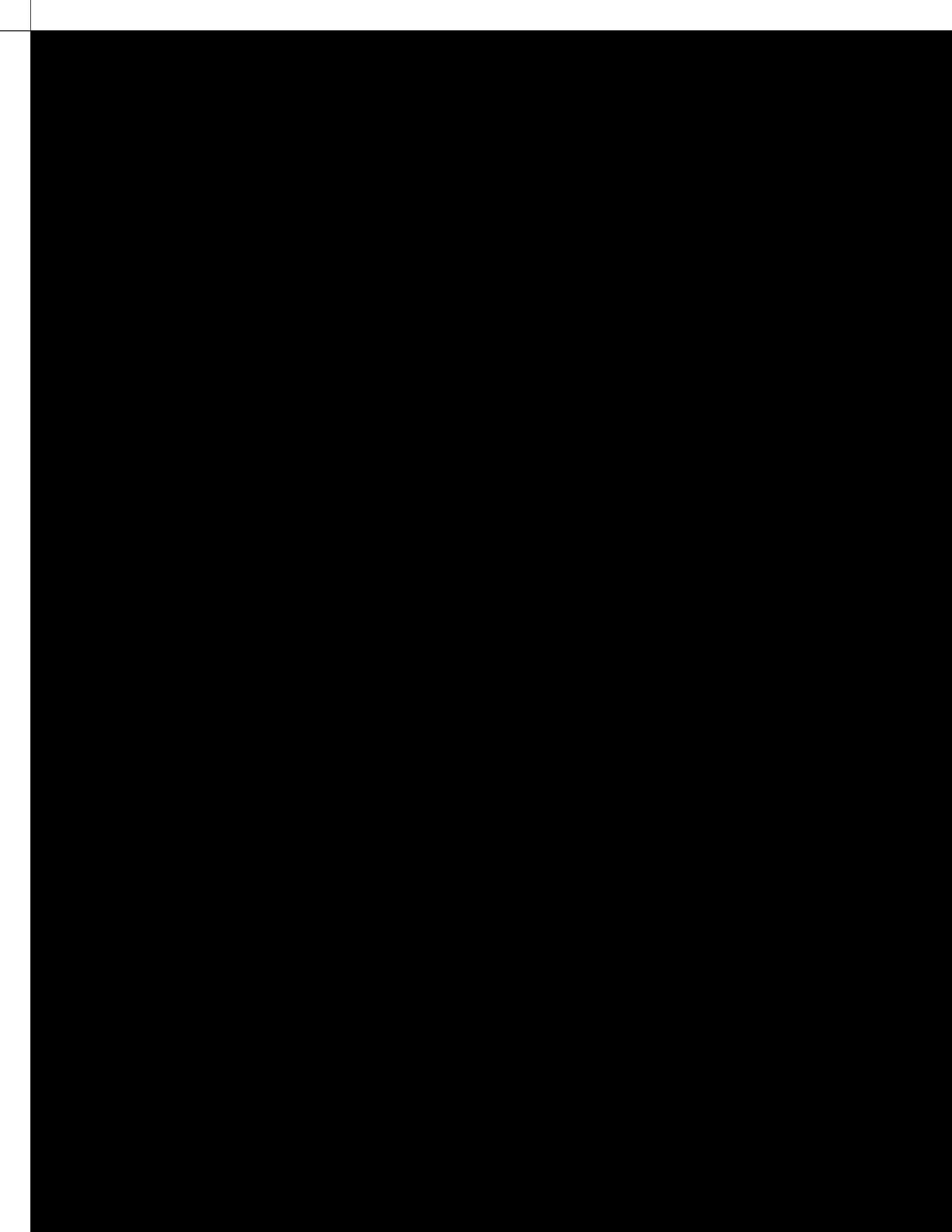
Eligibility:

Contributions:

Participants' Access to Eligibility

Vesting:





Transfers between Levels

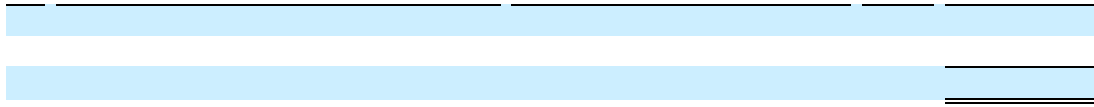


EXHIBIT INDEX

Exhibit Number	Description
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