

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

Name of issuer: Cliffs Natural Resources Inc

Title of Class of Securities: Common S

CUSIP No.: 18683K101

13G

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

The Vanguard Group - 23-1945930

2. CHECK THE APPROPRIATE [LINE] IF A MEMBER OF A GROUP

A.

B. X

3. SEC USE ONLY

4. CITIZENSHIP OF PLACE OF ORGANIZATION

Pennsylvania

(For questions 5-8, report the number of shares beneficially owned by each reporting person with:)

5. SOLE VOTING POWER

99,304

6. SHARED VOTING POWER

7. SOLE DISPOSITIVE POWER

8,780,860

8. SHARED DISPOSITIVE POWER

88,804

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,869,664

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

N/A

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.78%

12. TYPE OF REPORTING PERSON

IA

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SCHEDULE 13G
Under the Securities Act of 1934

Check the following [line] if a fee is being paid with this statement N/A

Item 1(a) - Name of Issuer:

Cliffs Natural Resources Inc

Item 1(b) - Address of Issuer's Principal Executive Offices:

200 Public Square
Suite 3300
Cleveland, Ohio, 44114

Item 2(a) - Name of Person Filing:

The Vanguard Group - 23-1945930

(c) Number of shares as to which such person has:

(i) sole power to vote or direct to vote: 99,304

(ii) shared power to vote or direct to vote:

(iii) sole power to dispose of or to direct the disposition of: 8,780,860

(iv) shared power to dispose of or to direct the disposition of: 88,804

Comments:

Item 5 - Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 - Ownership of More Than Five Percent on Behalf of Another Person:

Not applicable

Item 7 - Identification and Classification of the Subsidiary Wof the di

Appendix A

Vanguard Fiduciary Trust Company ("VFTC"), a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 88,804 shares or .05% of the Common Stock outstanding of the Company as a result of its serving as investment manager of collective trust accounts.

Vanguard Investments Australia, Ltd. ("VIA"), a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 10,500 shares or.00% of the Common Stock outstanding of the Company as a result of its serving as investment manager of Australian investment offerings.

By /s/ F. William McNabb III*

F. William McNabb III

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