





Financial Statements:

[Report of Independent Registered Public Accounting Firm](#)

[Statements of Net Assets Available for Benefits](#)

[Statement of Changes in Net Assets Available for Benefits](#)

[Notes to Financial Statements](#)

Supplemental Schedule:

[Schedule of Assets Held for Investment Purposes at End of Year](#)

All other schedules are omitted as not applicable or not required.

2

3

4 -8

9

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Northshore Mining Company and Silver Bay Power Company
Retirement Savings Plan

0

Additions to Net Assets Attributed to:

Contributions:

Employer	\$ 4,821,784
Employee	2,613,116
Rollover	1,600,000

Interest and dividend income

Net unrealized gain on investments	92,800
------------------------------------	--------

Total Additions	9,127,700
-----------------	-----------

Deductions:



NOTES TO FINANCIAL STATEMENTS

Norfolk Power Company and Silver Bay Power Company
Retirement Savings Plan

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered by the Plan.

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting. All investment securities are stated at fair value as measured by quoted prices in active markets. Shares of mutual funds are valued at the net asset value of shares held by the Plan at year end. Investments include participant loans valued at their outstanding balances, which approximate fair value.

Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

The trust pays the trustee fees, audit fees and other expenses of the Plan, unless the Company elects to pay all or part of these expenses. For the years ended December 31, 2006 and 2005, the Company paid all such expenses. Other administrative expenses of the Plan, such as salaries and use of facilities are paid by the Company.

Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

[Redacted text block]

[Redacted text block]

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
 Form 5500, Schedule H, Part IV, Line 4i

Northshore Mining Company and Silver Bay Power Company
 Retirement Savings Plan

EIN 84-1116857
 Plan Number 001

December 31, 2006

b6

b7c

b

* Cleveland-Cliffs Inc. Common Stock	Stock	N/A	\$ 6,564,974
* T. Rowe Price Equity Index 500 Fund	Mutual Fund	N/A	6,810,027
* T. Rowe Price Equity Spectrum Income Fund	Mutual Fund	N/A	6,611,827
* T. Rowe Price New America Growth Fund	Mutual Fund	N/A	4,927,847
* T. Rowe Price Capital Appreciation Fund	Mutual Fund	N/A	8,261,193
* T. Rowe Price Prime Reserve Fund	Mutual Fund	N/A	3,199,793
* T. Rowe Price International Stock Fund	Mutual Fund	N/A	5,607,910
* T. Rowe Price Stable Value Fund	Mutual Fund	N/A	4,289,166
* T. Rowe Price Mid-Cap Growth Fund	Mutual Fund	N/A	5,786,499
* T. Rowe Price Equity Income Fund	Mutual Fund	N/A	2,880,923
* T. Rowe Price Boston Co Small Cap Value	Mutual Fund	N/A	363,382
* T. Rowe Price Retirement 2005 Fund	Mutual Fund	N/A	8,698
* T. Rowe Price Retirement 2010 Fund	Mutual Fund	N/A	299,799
* T. Rowe Price Retirement 2015 Fund	Mutual Fund	N/A	171,498
* T. Rowe Price Retirement 2020 Fund	Mutual Fund	N/A	231,411
* T. Rowe Price Retirement 2030 Fund	Mutual Fund	N/A	19,411
* T. Rowe Price Retirement 2035 Fund	Mutual Fund	N/A	11,15

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who control the employee benefit plan) have duly caused this annual report to be signed on their behalf by the undersigned hereunto duly authorized.

NORTHSHORE MINING COMPANY and
SILVER BAY POWER COMPANY
RETIREMENT SAVINGS PLAN

By: Pension Committee,
Plan Administrator

Date: June 27, 2007

By: /s/ Robert J. Leroux
Member



Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference to the Registration Statement (Form S-8 No. 033-56661) pertaining to the Northshore Mining Company & Silver Bay Power Company Retirement Savings Plan of our report dated April 13, 2007, with respect to the financial statements of the Northshore Mining Company & Silver Bay Power Company Retirement Savings Plan included in this Annual Report (Form 11-K) for the years ended December 31, 2006 and 2005.

Meaden & Moore, Ltd

Cleveland, Ohio

June 26, 2007