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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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

int or Type Responses)				
Name and Address of Reporting Person [*] ALFEE WILLIAM R	2. Issuer Name and Ticker CLEVELAND CLIFF	S INC [CLF]	Director	all applicable) 10% Owner
(Last) (First) (Middle) 100 SUPERIOR AVENUE, 15TH FLOOR	3. Date of Earliest Transacti 03/08/2005	on (Month/Day/Year)	_X_Officer (give title below)	Other (specify below) E
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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) Heldersbrittunites Deficient Ni Reporting Derson 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). Paymont byge i Restantine celmithav Reporting Pinnetour cell I Tee and an hylm Que (patrs f, omnyment byger i rish and to mit so will iodit ter-ph erio