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LEROUX ROBERT J

Form 4

February 22, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

CLEVELAND CLIFFS INC CLF	1. Name and Address of Reporting Person * LEROUX ROBERT J			2. Issuer Name and Ticker or Trading Symbol				5	5. Relationship of Reporting Person(s) to Issuer				
Clevel Avenue Clevel Avenu				CLEVELAND CLIFFS INC [CLF]					(Check all applicable)				
CLEVELAND, OH 44114 City (State) (Anth/Day/Year) (Month/Day/Year) (Month/Day/	(Last)	(First) (Middle)			ransaction			Director	10%	Owner		
CLEVELAND, OH 44114 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Transaction Date any (Month/Day/	1100 SUPERIOR AVENUE			· · · · · · · · · · · · · · · · · · ·					X Officer (give title below) Other (specify below)				
CLEVELAND, OH 44114			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
CLEVELAND, OH 44114 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Title of Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A) (A) (Month/Day/Year) (Instr. 4) (A) (Instr. 3 and 4) (Instr. 3) (Instr. 3 and 4) (Instr. 4) (Instr. 3) (Instr. 3 and 4) (Instr. 3) (Instr. 3) (Instr. 3 and 4) (Instr. 3) (Instr. 4) (Instr.				Filed(Month/Day/Year)					,				
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Stock $12/31/2007$ $F(1)$ 795 D 98.625 $8,038 (2)$ D 98.625 By 98.625 Stock $12/31/2007$ 1 1 1 1 1 1 1 1 1 1	Security		Execution any	Date, if	Transaction Code (Instr. 8)	or(A) or Di (Instr. 3,	(A) or	d of (D) 5)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership		
Common $5,066 \frac{(2)}{}$ I VNQDC		12/31/2007			F(1)	795	D	\$ 98.625	8,038 (2)	D			
									5,066 (2)	I	VNQDC		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Exercisable	Expiration Date	T:41-	or Namelana		
									Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

LEROUX ROBERT J 1100 SUPERIOR AVENUE CLEVELAND, OH 44114

Vice President-Finance

Signatures

Robert J. Leroux 02/22/2008 **Signature of Date Reporting Person

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).
- Surrender of shares upon distribution from the VNQDC represented in footnote (2) in payment of the related tax liability incurred by the **(1)** reporting person.
- Total adjusted to reflect a distribution of shares from the VNQDC in the amount of 2,791 shares on December 31, 2007 to direct **(2)** ownership.
- Held for the benefit of the Reporting Person by the Cleveland-Cliffs Inc Voluntary Non-Qualified Deferred Compensation Plan

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2