

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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**FORM 8-K**  
**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (date of earliest event reported): January 15, 2004

Commission File  
Number: 1-8944

**CLEVELAND-CLIFFS INC**

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(Exact Name of Registrant as Specified in Charter)

Ohio  
(State or Other Jurisdiction  
of Incorporation)

34-1464672  
(IRS Employer  
Identification No.)

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1100 Superior Avenue, Cleveland, Ohio  
(Address of Principal Executive Offices)

44114-2589  
(Zip Code)

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Registrant's telephone number, including area code: (216) 694-5700

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(Former Name or Former Address, if Changed Since Last Report)

**ITEM 7. Financial Statements, Pro Forma Financial Information and Exhibits**

(c) Exhibits

<u>Exhibit Number</u>	<u>Exhibit Document</u>
99(a)	Cleveland-Cliffs Inc published a News Release on January 15, 2004, "Cleveland-Cliffs Inc Announces the Pricing of Private Offering of Convertible Preferred Stock."

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**CLEVELAND-CLIFFS INC**

By: /s/ George W. Hawk

Name: George W. Hawk  
Title: Assistant Treasurer

Date: January 15, 2004

**EXHIBITS**

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