

Cleveland-Cliffs Inc

**Prospectus Supplement dated December 7, 2004
to the Prospectus dated July 22, 2004**

The selling securityholders table on pages 61-65 of the prospectus, as amended, is hereby further amended to update and/or add, as applicable, the information regarding the following entities in the prospectus and their respective amount of 3.25% Redeemable Cumulative Convertible Perpetual Preferred Stock.

SELLING SECURITYHOLDER	NATURAL PERSON WITH VOTING OR INVESTMENT CONTROL	SHARES OF PREFERRED STOCK	PRINCIPAL AMOUNT OF CONVERTIBLE SUBORDINATED DEBENTURES	COMMON SHARES	COMMON SHARES OWNED PRIOR TO THIS OFFERING
Bear, Stearns & Co. Inc. (1)	Yan Erlikh, David Liebowitz	1,525	1,525,000	24,596	—
White River Securities L.L.C. (1)	Yan Erlikh, David Liebowitz	1,525	1,525,000	24,596	—

(1) The inclusion of this selling securityholder in the prospectus supplement supercedes the information included in the prospectus and represents a new position for this selling securityholder.