

Cleveland-Cliffs Inc

**Prospectus Supplement dated February 15, 2005
 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 add the information regarding the following entities in the prospectus and their respective amount of 3.25% Redeemable Cumulative Convertible Perpetual Preferred Stock.

<u>SELLING SECURITYHOLDER</u>	<u>NATURAL PERSON WITH VOTING OR INVESTMENT CONTROL</u>	<u>SHARES OF PREFERRED STOCK</u>	<u>PRINCIPAL AMOUNT OF CONVERTIBLE SUBORDINATED DEBENTURES</u>	<u>COMMON SHARES</u>	<u>COMMON SHARES OWNED PRIOR TO THIS OFFERING</u>
Barclays Global Investors Equity Hedge Fund II	Andrew Midler	37	37,000	1,196	—
Scorpion Offshore Investment Fund, Ltd.	Andrew Midler	175	175,000	5,658	—
Standard Global Equity Partners, L.P.	Andrew Midler	651	651,000	21,050	—
Standard Global Equity Partners II, L.P.	Andrew Midler	29	29,000	937	—
Standard Global Equity Partners SA, L.P.	Andrew Midler	315	315,000	10,185	—
Standard Pacific Capital Offshore Fund, Ltd.	Andrew Midler	2,671	2,671,000	86,367	—
Standard Pacific MAC 16 Ltd.	Andrew Midler	122	122,000	3,944	—