
OMB APPROVAL

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

CLEVELAND CLIFFS INC.

(Name of Issuer)

Common Stock, par value \$1.00 per share

(Title of Class of Securities)

18589610

(CUSIP Number)

Check the following box if a fee is being paid with this statement / /. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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<TABLE>
<S> CUSIP No. 18589610 13G <C> Page 2 of 6 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

BAT Industries p.l.c

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

England

5	SOLE VOTING POWER	-0-
6	SHARED VOTING POWER	1,154,500
7	SOLE DISPOSITIVE POWER	-0-
8	SHARED DISPOSITIVE POWER	1,154,500
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1,154,500
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	/ /
	N.A.	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	9.70%
12	TYPE OF REPORTING PERSON*	HC

</TABLE>

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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<TABLE>

<S>

CUSIP No. 18589610 13G

<C>

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1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON
Farmers Group, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) / /
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Nevada

5	SOLE VOTING POWER	-0-
6	SHARED VOTING POWER	1,154,500
	SOLE DISPOSITIVE POWER	

SHARED DISPOSITIVE POWER

8

1,154,500

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

1,154,500

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

/ /

N.A.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

9.70%

TYPE OF REPORTING PERSON*

12

IC

</TABLE>

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 4 of the Statement on Schedule 13G, dated February 9, 1995, filed by BAT Industries p.l.c and Farmers Group, Inc., is hereby amended and restated to read in its entirety as follows:

Item 4 Ownership

(a) Amount Beneficially Owned:
1,154,500

(b) Percent of Class:
9.70%

(c) Number of shares as to which person has:

(i) sole voting power:	-0-
(ii) shared voting power:	1,154,500
(iii) sole disposition power:	-0-
(iv) shared disposition power:	1,154,500

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BAT Industries p.l.c

Dated February 6, 1996

By: /s/ ANTHONY ROBERT HOLLIMAN

Name: Anthony Robert Holliman
Title: Assistant Corporate Secretary

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

FARMERS GROUP, INC.

Dated February 6, 1996

By: /s/ MARYANN SELTZER

Name: Maryann Seltzer
Title: Corporate Secretary

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