

# CLIFFS NATURAL RESOURCES INC.

## FORM 424B3

(Prospectus filed pursuant to Rule 424(b)(3))

Filed 09/24/04

Address	200 PUBLIC SQUARE STE. 3300 CLEVELAND, OH 44114-2315
Telephone	216-694-5700
CIK	0000764065
Symbol	CLF
SIC Code	1000 - Metal Mining
Industry	Metal Mining
Sector	Basic Materials
Fiscal Year	12/31

# CLEVELAND-CLIFFS INC

## PROSPECTUS SUPPLEMENT DATED SEPTEMBER 24, 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
Equitec Group, LLC.....	Daniel Katzner	1,500	1,500,000	24,193	--
Morgan Stanley & Co. Incorporated(1).....	--	3,877	3,877,000	62,532	--
Whitebox Diversified Convertible Arbitrage Partners LP(2).....	(3)	3,000	3,000,000	48,387	--

(1) Morgan Stanley & Co. Incorporated and/or its affiliates have performed financial advisory and investment banking services for Cleveland-Cliffs Inc, including acting as the initial purchaser with regard to the 3.25% Redeemable Cumulative Convertible Perpetual Preferred Stock.

(2) The inclusion of this selling securityholder in the prospectus supplement supercedes the information included in the prospectus.

(3) Andrew Redleaf is the managing member of Whitebox Convertible Arbitrage Advisors LLC, which is the general partner of Whitebox Convertible Arbitrage Partners LP.