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

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longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

ype Response	s)														
Name and Address of Reporting Person * DOWLING EDWARD C				2. Issuer Name and Ticker or Trading Symbol CLEVELAND CLIFFS INC [CLF]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) 1100 SUPERIOR AVENUE, 15TH FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 08/18/2004							X Officer (give title below) Other (specify below) Executive VP Oper.				
I AND OF	(Street)		4. If Am	endment,	Date O	riginal File	ed(Mont	h/Day/Year)		_X_ Form filed by	One Reporting	Person		ne)	
ity)	(State)	(Zip)			Table	e I - Non-l	Deriva	tive Securi	ities Acqui	red, Disposed	of, or Bene	ficially Own	ed		
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution any	on Date, it	Code (Instr.	Transaction de		4. Securities Acquired (A) or Disposed of (D)		Owned Following Reported Ownership of I Transaction(s) Form: Ber (Instr. 3 and 4) Ownership Ownership of I Form: Ber Ownership Ownership Form: Ber Ownership Form: Ber Ownership		6. Ownership Form:	7. Nature of Indirect Beneficial Ownership		
			(Wionini/Day/ 1			de V	Amount (A) or (D) Prior		Price			(Instr. 4)			
n Stock		08/18/2004			M	ſ	6,66	6 A	\$ 54.1406	6 14,936		D			
n Stock		08/18/2004			S		6,66	6 D	\$ 66	8,270			D		
		Table II				quired, D	ispose	d of, or Bo	eneficially (number.				
		any	f Transaction of Code Derivative			Expiratio	Expiration Date of Un (Month/Day/Year) Secur			nderlying Derivative Security S. 3 and 4) Derivative Security S. (Instr. 5) R R T		Derivative Securities Beneficially Owned Following Reported	Owners Form of Derivati Security Direct (or Indirect)	Owners (Instr. 4) (D) ect	
						Date Exercisal		Expiration Date	Title	Amount or Number of Shares					
			Code	V (A)	(D)					Shares					
I I	nd Address of NG EDWA st) IPERIOR A LAND, OH ty) Security 2. Conversion or Exercise Price of Derivative	nd Address of Reporting Person-NG EDWARD C st) (First) IPERIOR AVENUE, 15TF (Street) LAND, OH 44114 ty) (State) Security 1 Stock Report on a separate line for each of Exercise of Derivative 2. (Month/Day/Year)	nd Address of Reporting Person NG EDWARD C st) (First) (Middle) IPERIOR AVENUE, 15TH FLOOR (Street) LAND, OH 44114 ty) (State) (Zip) Security 2. Transaction Date (Month/Day/Year) Table II 2. Conversion or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) 3. A. Deemed Execution Date, if any (Month/Day/Year) 3. Conversion or Exercise Price of Derivative	nd Address of Reporting Person* NG EDWARD C St) (First) (PERIOR AVENUE, 15TH FLOOR (Street) LAND, OH 44114 ty) (State) 2. Issue CLEV. 3. Date 0 08/18/2 4. If Am LAND, OH 44114 ty) Security 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) A Stock 08/18/2004 Report on a separate line for each class of securities beneficial any (e.g., pt.) 2. Table II - Derivate (e.g., pt.) (Month/Day/Year) A Transaction Date (Month/Day/Year) A Conversion or Exercise Price of Derivative 1. Issue CLEV. 3. Date 0 08/18/2/ 4. If Am 2. Table II - Derivate (e.g., pt.) (Month/Day/Year) A Transaction Date in Good of the conversion of Execution Date, if any (Month/Day/Year) (Instr. 8)	nd Address of Reporting Person* NG EDWARD C st) (First) (PERIOR AVENUE, 15TH FLOOR (Street) LAND, OH 44114 (ty) (State) 2. Transaction Date (Month/Day/Year) NSecurity 2. Transaction Date (Month/Day/Year) NStock 08/18/2004 Report on a separate line for each class of securities beneficially owned or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. Date of Earliest 08/18/2004 4. If Amendment, 2A. Deemed Execution Date, if any (Month/Day/Year) Execution Date, if any (e.g., puts, calls, value) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Security 2. Transaction Date (e.g., puts, calls, value) (A) Dispoint (Instr. 8) Security (Instr. 8) CLEVELAND 3. Date of Earliest 08/18/2004 4. If Amendment, 2A. Deemed Execution Date, if any (Month/Day/Year) (Instr. 8) Security (Instr. 8)	and Address of Reporting Person. NG EDWARD C st) (First) (Middle) (Street) LAND, OH 44114 ty) (State) (Zip) Table 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) A Stock Neport on a separate line for each class of securities beneficially owned directly any (Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. Transaction Date (E.g., puts, calls, warran 3A. Deemed Execution Date, if (e.g., puts, calls, warran 4. 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Transaction Code (Instr. 8) Table II - Derivative Securities Acquired, Execution Date, if any (Month/Day/Year) 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, option: Ocde (Instr. 8) Conversion Option (Month/Day/Year) (Month/Day/Year) 2. Securities Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, 4)	and Address of Reporting Person* In Address of Reporting Person* In Address of Reporting Person* In GEDWARD C In Stock In	And Address of Reporting Person and Address of Reporting Person a separate line for each class of Securities Beneficially owned directly or indirectly. 2. Issuer Name and Ticker or Trading Symbol CLEVELAND CLIFFS INC [CLF] 3. Date of Earliest Transaction (Month/Day/Year) 08/18/2004 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Table I - Non-Derivative Securities Acquired (Instr. 8) 6. Code V Amount (D) 7. Amount (D) 8. Code V Amount (D) 8. Amount (D) 8. Code V Amount (D) 9. Code V Amount (D) 9. Code V Amount (D) 9. Code V Amount (D) 1. Code V Amount (D)	And Address of Reporting Person And Address of Reporting Person (Middle) REPERIOR AVENUE, 15TH FLOOR (Middle) (Street) LAND, OH 44114 The security (Month/Day/Year) Security (Month/Day/Year) Date (Month/Day/Year) 2. Transaction (Month/Day/Year) Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) And Address of Reporting Person (Middle) Street) (A. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 8) Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 8) And Address of Reporting Person (Month/Day/Year) And Address of Reporting Person (Month/Day/Year) 2. Transaction Date (Instr. 8) And Address of Reporting Person (Month/Day/Year) And Address of Earliest Transaction (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. Securities Acquired (A) or Disposed of (Instr. 8) Persons who respond to the in this form are not required displays a currently valid O Table I - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) Acquired (A) or Disposed of (D) (Instr. 3, 4, Month/Day/Year) And Address of Earliest Transaction (Month/Day/Year) A Securities Acquired (A) or Disposed of (Instr. 8) And A Securities Acquired (A) or Disposed of (Instr. 8) A Deemed Execution Date (Instr. 8) A Dee	Address of Reporting Person Address of Reporting Person Sing EDWARD C as) (First) (Middle) (Street) (Middle) (Street) (Street) (Street) (Street) (Street) (Street) (AnD, OH 44114 (Street) (Street) (Street) (Street) (AnD, OH 44114 (Street) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (AnD, OH 44114 (Street) (Address of Reporting Person* NG EDWARD C Street (First) (PERIOR AVENUE, 15TH FLOOR (Stuee) (Stuee) (Stuee) (Stuee) (Zip) (Stuee) (Zip) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Zip) (Stuee) (Zip) (Stuee) (Zip) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Stuee) (Zip) (Stuee) (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person* Address of Reporting Person* CLEVELAND CLIFFS INC [CLF] (Check all application (Check all application) (Check all appl	Address of Reporting Person CLEVELAND CLIFFS INC (CLF) (Size (Person AVENUE, 15TH FLOOR) (Size	

D. C. N.	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
DOWLING EDWARD C 1100 SUPERIOR AVENUE 15TH FLOOR CLEVELAND, OH 44114			Executive VP Oper.					

Signatures

/s/ John E. Lenhard; by Power of Attorney	08/19/2004
Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

 $Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, {\it see} \ Instruction 6 for procedure. \\$

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.