| FORM 4 | 4 |
|--------|---|
|--------|---|

| Check this box if no  |
|-----------------------|
| longer subject to     |
| Section 16. Form 4 or |
| Form 5 obligations    |
| may continue. See     |
| Instruction 1(b).     |

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### 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

| 1. Name and Address of Report<br>BRINZO JOHN S | 2. Issuer Name<br>CLEVELANI |  |                    | 0,         |  | 5                | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner  |   |        |  |
|--|-----------------------------|--|--------------------|------------|--|------------------|---|---|--------|--|
| (Last) (First)<br>1100 SUPERIOR AVENU          | (Middle)<br>JE, 15TH FLOOR  | 3. Date of Earlies 10/02/2006  | st Transacti       | ion (I     | Month/Day  | y/Year           | Officer (give title below)  | Other (specify l  | below) |  |
| (Street)<br>CLEVELAND, OH 44114                | 4. If Amendment             | , Date Orig  | ginal              | Filed(Mont | h/Day/Y  |                  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |   |        |  |
| (City) (State)                                 | (Zip)                       | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                    |            |  |                  |   |   |        |  |
| 1.Title of Security<br>(Instr. 3)              | Date<br>(Month/Day/Year)    |  | Code<br>(Instr. 8) |            | 4. Securities Acquired (A<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |   | Beneficially Owned Following<br>Reported Transaction(s) | Form:  | 7. Nature<br>of Indirect<br>Beneficial |
|  |                             | (Month/Day/Year)   | Code               | v          | Amount   | (A)<br>or<br>(D) | Price   | (Instr. 3 and 4)  | × /    | Ownershi<br>(Instr. 4)                 |
| Common Stock                                   | 10/02/2006                  |  | F <u>(1)</u>       |            | 18,859   | D                | \$<br>38.345  | 133,993   | D      |  |
| Common Stock                                   | 10/02/2006                  |  | S <mark>(2)</mark> |            | 5,000  | D                | \$<br>38.4672   | 128,993 (3)   | D      |  |
| Common Stock                                   |                             |  |                    |            |  |                  |   | 0   | Ι      | By<br>VNQD(<br>(4)                     |

 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
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 SEC 1474 (9-02)

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|             | (e.g., puts, calls, warrants, options, convertible securities) |                  |                    |            |            |           |       |              |                 |        |         |             |                |             |             |
|-------------|--|------------------|--------------------|------------|------------|-----------|-------|--------------|-----------------|--------|---------|-------------|----------------|-------------|-------------|
| 1. Title of | 2.   | 3. Transaction   | 3A. Deemed         | 4.         | :          | 5.        |       | 6. Date Exer | cisable         | 7. Tit | le and  | 8. Price of | 9. Number of   | 10.         | 11. Nature  |
| Derivative  | Conversion   | Date             | Execution Date, if | Transactio | on ]       | Numb      | er    | and Expirati | on Date         | Amou   | unt of  | Derivative  | Derivative     | Ownership   | of Indirect |
| Security    | or Exercise  | (Month/Day/Year) | any                | Code       | -          | of        |       | (Month/Day   | /Year)          | Unde   | rlying  | Security    | Securities     | Form of     | Beneficial  |
| (Instr. 3)  | Price of   |                  | (Month/Day/Year)   | (Instr. 8) | ]          | Deriv     | ative |              |                 | Secur  | rities  | (Instr. 5)  | Beneficially   | Derivative  | Ownership   |
|             | Derivative   |                  |                    |            |            | Secur     |       |              |                 | (Instr | . 3 and |             | Owned          | Security:   | (Instr. 4)  |
|             | Security   |                  |                    |            |            | Acqui     | red   |              |                 | 4)     |         |             | 0              | Direct (D)  |             |
|             |  |                  |                    |            |            | (A) 01    |       |              |                 |        |         |             | Reported       | or Indirect |             |
|             |  |                  |                    |            |            | Dispo     |       |              |                 |        |         |             | Transaction(s) |             |             |
|             |  |                  |                    |            | of (D)     |           |       |              |                 |        |         |             | (Instr. 4)     | (Instr. 4)  |             |
|             |  |                  |                    |            | (Instr. 3, |           | -     |              |                 |        |         |             |                |             |             |
|             |  |                  |                    |            | 4          | 4, and 5) |       |              |                 |        |         |             |                |             |             |
|             |  |                  |                    |            |            |           |       |              |                 |        | Amount  |             |                |             |             |
|             |  |                  |                    |            |            |           |       | Date         | Expiration      |        | or      |             |                |             |             |
|             |  |                  |                    |            |            |           |       | Exercisable  | Expiration Date | Title  | Number  |             |                |             |             |
|             |  |                  |                    |            |            |           |       | LACICISADIC  | Date            |        | of      |             |                |             |             |
|             |  |                  |                    | Code       | V          | (A)       | (D)   |              |                 |        | Shares  |             |                |             |             |

### **Reporting Owners**

|  |          | Relations    | elationships |       |  |  |  |
|--|----------|--------------|--------------|-------|--|--|--|
| Reporting Owner Name /<br>Address  | Director | 10%<br>Owner | Officer      | Other |  |  |  |
| BRINZO JOHN S<br>1100 SUPERIOR AVENUE<br>15TH FLOOR<br>CLEVELAND, OH 44114 | Х        |              |              |       |  |  |  |

## Signatures

\*\*Signature of Reporting Person

10/03/2006 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).
- (1) Surrender of shares in payment of tax liability incurred on October 2, 2006, the date of a share distribution upon retirement from the Cleveland-Cliffs Inc Voluntary Non-Qualified Deferred Compensation Plan ("VNQDC").
- (2) Common shares sold pursuant to a 10b(5)-1 trading plan entered into August 25, 2005 and amended June 9, 2006.
- (3) The balance reflects the distribution of 44,136 shares from the VNQDC to direct ownership upon retirement pursuant to the VNQDC on October 2, 2006.
- (4) Held for the benefit of the Reporting Person by the VNQDC. The balance reflects the distribution of 44,136 shares from the VNQDC to direct ownership upon retirement of the Reporting Person on October 2, 2006 pursuant to the VNQDC.

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

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