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

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

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#### 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

(Print or Type Response	es)		-								
1. Name and Address of Smith Clifford T	2. Issuer Name a CLIFFS NATU [CLF]			<i>c</i> .			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X_Officer (give tile below) SVP, Global Business Dev.				
200 PUBLIC SQU	3. Date of Earliest 09/01/2011	t Transactio	on (N	1onth/Day	/Year)	SVP, Giobal Bush	less Dev.				
CLEVELAND, O	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person 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 (Instr. 3)		Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership
				Code	V	Amount	(A) or (D)	Price	(IIISU, 5 and 4)	× /	(Instr. 4)
Common Stock		09/01/2011		S		1,100	D	\$ 82.49	9,741	D	
Common Stock		09/01/2011		S		200	D	\$ 82.492	9,541	D	
Common Stock		09/01/2011		S		200	D	\$ 82.5	9,341	D	
Common Stock									12,627 (1)	I	by VNQDO (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

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	Transact	ion	Number		and Expirati	on Date	Amount of		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Underlying		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriv	Derivative			Securities (Instr. 5)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Securities		(Instr. 3 and			Owned	Security:	(Instr. 4)		
	Security					Acquired				4)			Following	Direct (D)	
					(A) or							Reported	or Indirect		
				Disposed							Transaction(s)	(I)			
				of (D)							(Instr. 4)	(Instr. 4)			
					(Instr. 3,										
						4, and 5)		4, and 5)							
											Amount				
								Date	Expiration		or				
								Exercisable		Title	Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				

## **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Smith Clifford T 200 PUBLIC SQUARE SUITE 3300 CLEVELAND, OH 44114			SVP, Global Business Dev.						

## Signatures

/s/ Madeline Costanzo by Power of Attorney

\*\*Signature of Reporting Person

### 09/06/2011 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) Balance shown reflects 18 shares acquired March 1, 2011 and 18 shares acquired June 1, 2011 pursuant to the dividend reinvestment feature of the Issuer's 2005 Voluntary Non-Qualified Deferred Compensation Plan ("VNQDC").
- (2) Held for the benefit of the Reporting Person by 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.

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.