

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Cleveland-Cliffs
(Name of Issuer)

Common Shares
(Title of Class of Securities)

185896107
(CUSIP Number)

December 31, 2007
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*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).

CUSIP: 185896107
<page>

Page 1 of 5

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
FOE Capital Research and Management, Inc. (FOE ONLY)

NUMBER OF SHARES BENEFICIA LLY OWNED BY EACH REPORTING PERSON WITH:	6 SHARED VOTING POWER NONE 7 SOLE DISPOSITIVE POWER NONE 8 SHARED DISPOSITIVE POWER NONE
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9 AGGREGATE AMOUNT BENEFICIA LLY OWNED BY EACH REPORTING PERSON

NONE PLEASE NOTE: Capital Research and Management Company (CRMC) manages assets subject to reporting on Schedule 13G through two investment divisions, Capital Research Global Investors (CRGI) and Capital World Investors (CWI). CRGI and CWI make independent investment and proxy voting decisions, and therefore have begun filing separate ownership reports on Schedule 13G reflecting December 31, 2007 holdings in lieu of CRMC filing. As CRMC is no longer subject to a reporting requirement, it is filing reports indicating 0% ownership to close out its holdings and will cease making future filings as an entity. Note that CRGI and/or CWI may not have made filings for certain securities held as of December 31, 2007 because one or both divisions did not have a reporting obligation with respect to such securities.

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11è CUNTIIFXCEAIF REARECUNNED BY AMOUNT IN ROWS)

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

Schedule 13G
Under the Securities Exchange Act of 1934

Amendment No. 1

Item 1(a) Name of Issuer:
Cleveland-Cliffs

Item 1(b) Address of Issuer's Principal Executive Offices:
1100 Superior Avenue
Cleveland OH 44114-2589

Item 2(a) Name of Person(s) Filing:
Capital Research and Management Company

Item 2(b) Address of Principal Business Office or, if none,
Residence:
333 South Hope Street
Los Angeles, CA 90071

Item 2(c) Citizenship: N/A

Item 2(d) Title of Class of Securities:
Common Shares

Item 2(e) CUSIP Number:
185896107

Item 3 If this statement is filed pursuant to sections 240.13d-1(b)
or 240.13d-2(b) or (c), check whether the person filing is a:
(e) An investment adviser in accordance with
section 240.13d-1(b)(1)(ii)(E).

Item 4 Ownership

Provide the following information regarding the aggregate
number and percentage of the class of securities of the issuer
identified in Item 1.

- (a) Amount beneficially owned:
- (b) Percent of class:
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:
 - (ii) Shared power to vote or to direct the vote:
 - (iii) Sole power to dispose or to direct the disposition of:
 - (iv) Shared power to dispose or to direct the disposition of:

See page 2

Item 5 Ownership of Five Percent or Less of a Class. If this
statement is being filed to report the fact that as of the date
hereof the reporting person has ceased to be the beneficial
owner of more than five percent of the class of securities,
check the following:

