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We note the response to prior comment number four on the initial proxy statement filing. Under the heading “Background of Solicitation” at page 24, please revise the disclosure to state, in full, the following:



control of Cliffs' Board." Aside from the objectionable reference to Casablanca seeking control of Cliffs' Board given that such a characterization omits to advise security holders that Casablanca will possess no such objectively determinable control and that the director nominees, if elected, will be required to discharge fiduciary duties, please supplement this disclosure cited from the press release to indicate the legal impact of such an approval on any potential change of control payments.

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Information Concerning Director Nominees, pa c

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