## SECURITIES & EXCHANGE COMMISSION Washington, D.C. 20549

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SCHEDULE 13G/A\*

(Rule 13d-102)

MêN ) Amendmentnto. 6

> INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b)

>

Cleveland-Cliffs Inc (Name of Issuer)

Common Stock (Title of Class of Securities)

wse

18683K101 (CUSIP Number)

December 31, 2008 nf (Date of event which requires filing of this statement)

1868MMMPPP t

Check the appropriMMMM nfi.tir **M**Msti wse ing of

	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED
		BY EACH REPORTING PERSON -0-
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT
₽₽	(=-)	-EN ROWORDTEXCEUDESTCERTAINTSHARESTTTTTTTTTTTTTTTTTTTTTTTTTTTTTTTTTTTT
	(11)	PERCENT OF CLASS REP EPNT OF CLA REPORTINE

			PLACE OF ORG Delaware			
UMBER OF	(5)	SOLE VC	TING POWER			
SHARES					-0-	
SENEFICIALLS	r (6)	SHARED	VOTING POWER	1		
OWNED BY					-0-	
DMNED RI						
EACH	(7)	SOLE DI	SPOSITIVE PC	WER	-0-	
REPORTING						
PERSON WITH	(8)	SHARED	DISPOSITIVE		-0-	
(9)	AGGREG	ATE AMOUN	T BENEFICIAL	LY OWNED		
	BY EAC	H REPORTI	NG PERSON		-0-	
(10)			IE AGGREGATE			
	IN ROW	(9) EXCL	JUDES CERTAIN	SHARES **		[ ]
			S REPRESENTE			
	BY AMO	UNT IN RC	OW (9)	(	0.00%	
(10)	°					
(12)	I.X.R.E. O	F REPORTI	NG PERSON **		00	
CUSIP No. 18	3683K10	1	13G/	A	Page 5	of 12 Pages
(1)	I.R.S.	IDENTIFI	TING PERSONS CCATION NO. IS (ENTITIES	ONLY)		
				Tontine	Partners, L.P.	
(2)	CHECK	THE APPRC	PRIATE BOX I		Partners, L.P.	
(2)	CHECK			F A MEMBER	OF A GROUP **	(a) [X] (b) []
(2)	SEC US	E ONLY		F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3)	SEC US	E ONLY 		F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3)	SEC US CITIZE	E ONLY NSHIP OR	PLACE OF ORG Delaware	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF	SEC US CITIZE	E ONLY NSHIP OR SOLE VC	PLACE OF ORG Delaware	A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES	SEC US CITIZE (5)	E ONLY NSHIP OR SOLE VC	PLACE OF ORG Delaware TING POWER	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES	SEC US CITIZE (5)	E ONLY NSHIP OR SOLE VC	PLACE OF ORG Delaware DTING POWER	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY	SEC US CITIZE (5)  (6)	E ONLY NSHIP OR SOLE VC	PLACE OF ORG Delaware TING POWER	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY	SEC US CITIZE (5)  X (6)	E ONLY NSHIP OR SOLE VC SHARED	PLACE OF ORG Delaware DTING POWER VOTING POWER	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	SEC US CITIZE (5)  Z (6)  (7)	E ONLY NSHIP OR SOLE VC SHARED SOLE DI	PLACE OF ORG Delaware DTING POWER	F A MEMBER	OF A GROUP ** -0- -0-	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	SEC US CITIZE (5)  (6)  (7) 	E ONLY NSHIP OR SOLE VC SHARED SOLE DI	PLACE OF ORG Delaware DTING POWER VOTING POWER	F A MEMBER	OF A GROUP ** -0- -0-	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	SEC US CITIZE (5)  X (6) (7)  (8)	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED	PLACE OF ORG Delaware DTING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9)	SEC US CITIZE (5) (6) (7) (8) AGGREG	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN	PLACE OF ORG Delaware DTING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE T BENEFICIAL	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9)	SEC US CITIZE (5) (6) (7) (8) AGGREG	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN	PLACE OF ORG Delaware DTING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9) (10)	SEC US CITIZE (5)  (6)  (7)  (8) AGGREG BY EAC CHECK	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN H REPORTI BOX IF TH	PLACE OF ORG Delaware DTING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE T BENEFICIAL	F A MEMBER	OF A GROUP ** -0- -0- -0- -0- -0-	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9) (10)	SEC US CITIZE (5)  (6)  (7)  (8) AGGREG BY EAC CHECK IN ROW	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN H REPORTI BOX IF TH (9) EXCL	PLACE OF ORG Delaware TING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE TI BENEFICIAL NG PERSON HE AGGREGATE JUDES CERTAIN	F A MEMBER	OF A GROUP ** -0- -0- -0- -0- -0-	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9) (10)	SEC US CITIZE (5) (6) (7) (8) AGGREG BY EAC CHECK IN ROW PERCEN	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN H REPORTI BOX IF TH (9) EXCL	PLACE OF ORG Delaware TING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE PC DISPOSITIVE TI BENEFICIAL NG PERSON HE AGGREGATE JUDES CERTAIN	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9) (10)	SEC US CITIZE (5) (6) (7) (7) (8) AGGREG BY EAC CHECK IN ROW PERCEN BY AMO	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN H REPORTI BOX IF TH (9) EXCL T OF CLAS UNT IN RC	PLACE OF ORG Delaware TING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE PC DISPOSITIVE TI BENEFICIAL NG PERSON HE AGGREGATE JUDES CERTAIN	F A MEMBER	OF A GROUP **	(a) [X] (b) []
(3) (4) NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (9) (10) (11)	SEC US CITIZE (5) (6) (7) (7) (8) AGGREG BY EAC CHECK IN ROW PERCEN BY AMO	E ONLY NSHIP OR SOLE VC SHARED SOLE DI SHARED ATE AMOUN H REPORTI BOX IF TH (9) EXCL T OF CLAS UNT IN RC	PLACE OF ORG Delaware DTING POWER VOTING POWER SPOSITIVE PC DISPOSITIVE TI BENEFICIAL NG PERSON HE AGGREGATE JUDES CERTAIN SS REPRESENTE DW (9)	F A MEMBER	OF A GROUP **	(a) [X] (b) []

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(1)	NAMES OF REPORTING PER I.R.S. IDENTIFICATION OF ABOVE PERSONS (ENTI	NO.	ent. I. I.C.	
(2)	CHECK THE APPROPRIATE	BOX IF A MEMBER OF A GR	(a)	[X] []
(3)	SEC USE ONLY			
(4)	CITIZENSHIP OR PL	L	AP <b>P</b>	 <sup>*</sup>

Item 2(d). Title of Class of Securities:

Common Stock, \$0.125 par value (the "Common Stock")

Item 2(e). CUSIP Number:

18683K101

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- (a) [ ] Broker or dealer registered under Section 15 of the Act,
- (b) [ ] Bank as defined in Section 3(a)(6) of the Act,
- (c) [] Insurance Company as defined in Section 3(a)(19) of the Act,
- (d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e) [ ] Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),
- (f) [ ] Employee Benefit Plan or Endowment Fund in accordance with 13d-1 (b)(1)(ii)(F),
- (g) [ ] Parent Holding Company or control person in accordance with Rule 13d-1 (b)(1)(ii)(G),
- (h) [ ] Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i) [ ] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Not applicable.

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Item 4. Ownership.

Α.

TCM, the general partner of TCP, has the power to direct the affairs of TCP, including decisions respecting the disposition of the proceeds from the sale of the shares of the Company. TM, the general partner of TP, has the power to direct the affairs of TP, including decisions respecting the disposition of the proceeds from the sale of the shares of the Company. Mr. Gendell is the managing member of TCM, TM and TOA, and in that capacity directs their operations. Each of the clients of TOA has the power to direct the receipt of dividends from or the proceeds of sale of such shares.

Tontine Overseas Associates, L.L.C.

(a) Amount beneficially owned: -0-

(b) Percent of class: 0.00% The percentages used herein and in the rest of Item 4 are calculated based upon the 113,502,463 shares of Common Stock issued and outstanding as of October 27, 2008 as reflected in the Company's Form 10-Q for the quarterly period ended September 30, 2008.

- (c)(i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: -0-
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: -0-
- B. Tontine Capital Partners, L.P.
  - (a) Amount beneficially owned: -0-
    - (b) Percent of class: 0.00%
    - (c)(i) Sole power to vote or direct the vote: -0-
      - (ii) Shared power to vote or direct the vote: -0-
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: -0-

## C. Tontine Capital Management, L.L.C.

- (a) Amount beneficially owned: -0-
  - (b) Percent of class: 0.00%
  - (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: -0-
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: -0-

(a) Amount beneficially owned: -0-

D. Tontine Partners, L.P.

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- (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: -0-
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: -0-  $% \left( {{\left[ {{{\left[ {{{\left[ {{{\left[ {{{c_{{}}}} \right]}}} \right]}_{\rm{cl}}}}} \right]}_{\rm{cl}}} \right]} \right)$

## E. Tontine Management, L.L.C.

- (a) Amount beneficially owned: -0-
- (b) Percent of class: 0.00%
- (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: -0-
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: -0-
- F. Jeffrey L. Gendell
  - (a) Amount beneficially owned: -0-
  - (b) Percent of class: 0.00%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: -0-
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: -0-

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Itemr5ons ha@wneeshed of MiveiPercent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owner of more than five percent of the class of securiti Nnhip

Tontine Overseas Associates, L.L.C.