

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO §240.13D-1(b), (c)  
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO §240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment to Schedule 13G) of \_\_\_\_\_  
(Name of Issuer)

Cliffs Natural Resources Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

18683K101

(CUSIP Number)

December 31, 2013

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

Rule 13d-1(b) of class of securities of the issuer  
 Rule 13d-1(c) of class of securities of the issuer  
 Rule 13d-1(d) of class of securities of the issuer

## 1. NAME OF REPORTING PERSONS

TIAA-CREF Investment Management, LLC

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) £  
(b) £

## 3. SEC USE ONLY

## 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED  
BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER 5,876,169

6. SHARED VOTING POWER 0

7. SOLE DISPOSITIVE POWER 5,876,169

8. SHARED DISPOSITIVE POWER 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
5,876,169

## 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES£

## 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

3.84%

## 12. TYPE OF REPORTING PERSON

IA

## 1. NAME OF REPORTING PERSONS

Teachers Advisors, Inc.

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) £

(b) £

## 3. SEC USE ONLY

## 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED  
BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER 3,296,436

6. SHARED VOTING POWER 0

7. SOLE DISPOSITIVE POWER 3,296,436

8. SHARED DISPOSITIVE POWER 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,296,436

## 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES£

## 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.15%

## 12. TYPE OF REPORTING PERSON

IA

**Item 1(a). NAME OF ISSUER:**

Cliff's Natural Resources

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**200 Public Square, Suite 3300  
Cleveland, OH 44114**Items 2(a)-2(c). NAME, ADDRESS OF PRINCIPAL BUSINESS OFFICE, AND CITIZENSHIP OF PERSONS FILING:**TIAA-CREF Investment Management, LLC ("Investment Management")  
730 Third Avenue  
New York, NY 10017-3206  
Citizenship: DelawareTeachers Advisors, Inc. ("Advisors")  
730 Third Avenue  
New York, NY 10017-3206  
Citizenship: Delaware**Item 2(d). TITLE OF CLASS OF SECURITIES:**

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:****Investment Management**

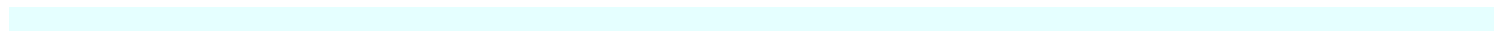
- (a) £ Broker or dealer registered under Section 15 of the Exchange Act.
  - (b) £ Bank as defined in Section 3(a)(6) of the Exchange Act.
  - (c) £ Insurance Company as defined in Section 3(a)(19) of the Exchange Act.
  - (d) £ Investment Company registered under Section 8 of the Investment Company Act of 1940.
  - (e) S An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
  - (f) £ An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
  - (g) £ A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
  - (h) £ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
  - (i) £ A 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)(
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**Advisors**

- (a) £ Broker or dealer registered under Section 15 of the Exchange Act.
- (b) £ Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) £ Insurance Company as defined in Section 3(a)(19) of the Exchange Act.
- (d) £ Investment Company registered under Section 8 of the Investment Company Act of 1940.
- (e) S An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) £ An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) £ A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) £ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act. ii Ç
- (i) £ A 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). ky

If this statement is filed pursuant to Rule 13d-1(c), check this box. £

**Item 4. OWNERSHIP**



**Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.**

See Exhibit A attached

**Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.**

Not Applicable

**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.**

Not Applicable

**Item 9. NOTICE OF DISSOLUTION OF GROUP.**

Not Applicable

**Item 10. CERTIFICATIONS.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with nomination under §240.14a-11

SIGNATURE.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2014

TIAA-CREF INVESTMENT MANAGEMENT, LLC

By: /s/ Richard S. Biegen  
Richard S. Biegen, Chief Compliance Officer

TEACHERS ADVISORS, INC.

By: /s/ Richard S. Biegen  
Richard S. Biegen, Managing Director,  
Senior Compliance Officer

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