

Cleveland - Cliffs Inc.

Common Stock

185896107

December 31, 2006

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 S filed ~ S i n t S I ~ S c n I S s — I I S S — s

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Grisanti Brown & Partners LLC
(formerly Spears Grisanti & Brown LLC)

06-1547047

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

6. Shared Voting Power

3,200

7. Sole Dispositive Power

8. Shared Dispositive Power

3,200

9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,200 Shares of Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

0.01%

12. Type of Reporting Person (See Instructions)

IA

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

William G. Spears

2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

None

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

6. Shared Voting Power

3,200

7. Sole Dispositive Power

None

8. Shared Dispositive Power

Dis

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Vance C. Brown

2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States

Number of
Shares

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Christopher C. G C. G o G

The approximate percentages of shares of common stock reported as beneficially owned by the Reporting Persons are based upon 41,189,924 shares outstanding as of October 20, 2006, as reported by the Issuer in its Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2006.

Please see Items 5, 6, 7, 8, 9 and 11 on each cover sheet for each Reporting Person.

The Reporting Persons are making this single, joint filing because they may be deemed to constitute a "group" within the meaning of Section 13(d)(3) of the Act. Each Reporting Person disclaims the existence of a "group" and disclaims beneficial ownership of all shares of common stock or securities convertible into or exercisable for common stock other than any shares or other securities reported herein as being directly owned by it or him, as the case may be. Each of the Reporting Persons states that it or he, as the case may be, is included in this filing solely for the purpose of presenting information with respect to the beneficial ownership of the shares of common stock and disclaims any knowledge, except as hereinafter expressly set forth, as to any statements made herein on behalf of any other Reporting Person. Each Reporting Person is signing this statement only as to information with respect to, or furnished by, such Reporting Person, and makes no representation as to information furnished by any other Reporting Person.

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:

Not applicable

Not applicable

Not applicable

Not applicable

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.

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.

February 14, 2007

Date

Entities:

Grisanti Brown & Partners LLC
(formerly Spears Grisanti & Brown LLC)

By: /s/ Vance C. Brown

Vance C. Brown,
as Manager for the above-listed entity

Individuals:

William G. Spears
Vance C. Brown
Christopher C. Grisanti

By: /s/ Vance C. Brown

Vance C. Brown,
Individually and as Attorney-in-fact for the above-listed
individuals

INDEX TO EXHIBITS

EXHIBIT A Agreement of Reporting Persons

EXHIBIT B Power of Attorney previously filed with the Commission on June 24, 2005, is incorporated by reference

EXHIBIT A

Each of the undersigned hereby agrees that Amendment No. 2 to Schedule 13G filed on the date hereof with respect to the shares of Common Stock of Cleveland - Cliffs Inc. has been filed on behalf of the undersigned.

Signature:

Dated: February 14, 2007

Entity:

Grisanti Brown & Partners LLC (formerly Spears Grisanti & Brown LLC)

By: /s/ Vance C. Brown
Vance C. Brown,
as Manager for the above-listed entity

Individuals:

Wid
