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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **March 1, 2010**

**CBS CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation)

**001-09553**  
(Commission File Number)

**04-2949533**  
(IRS Employer Identification Number)

**51 West 52<sup>nd</sup> Street, New York, New York**  
(Address of principal executive offices)

**10019**  
(zip code)

Registrant's telephone number, including area code: **(212) 975-4321**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02**            **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(c)     On March 1, 2010, CBS Corporation (the “Company”) announced the appointment of Thomas S. Shilen, Jr. as the Company’s Senior Vice President, Controller and Chief Accounting Officer, effective March 1, 2010.

Prior to joining the Company, Mr. Shilen, age 50, served as Senior Vice President and Corporate Controller (principal accounting officer) of Sara Lee Corporation since November 2008. Prior to that time, Mr. Shilen served as Senior Vice President, Global Reporting and Deputy Controller for American Express from 2007 to 2008, Chief Administrative Officer and Chief Financial Officer for Citi Home Equity from 2005 to 2007, and as Chief Financial Officer with The Citigroup Private Bank from 2003 to 2005. Prior to that, Mr. Shilen served as Chief Financial Officer or Controller for various divisions of General Electric Company from 1998 to 2003, and prior to that, held various finance positions at PepsiCo, Inc.

A copy of the press release announcing the appointment of Mr. Shilen is filed herewith as Exhibit 99.

**Item 9.01**            **Financial Statements and Exhibits.**

(d)     Exhibits. The following Exhibit is filed as part of this Report on Form 8-K:

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
99	Press Release of CBS Corporation, dated March 1, 2010, announcing the appointment of Thomas S. Shilen, Jr. as Senior Vice President, Controller and Chief Accounting Officer

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CBS CORPORATION  
(Registrant)

By: /s/ Louis J. Briskman  
Name: Louis J. Briskman  
Title: Executive Vice President and  
General Counsel

Date: March 1, 2010

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**Exhibit Index**

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March 1, 2010

**THOMAS S. SHILEN, JR. NAMED SENIOR VICE PRESIDENT, CONTROLLER AND CHIEF ACCOUNTING OFFICER, CBS CORPORATION**

Thomas S. Shilen, Jr. has been named Senior Vice President, Controller and Chief Accounting Officer, CBS Corporation (NYSE: CBS.A and CBS), it was announced today by Joseph Ianniello, Executive Vice President and Chief Financial Officer. Shilen reports to Ianniello and begins today.

In this role, Shilen will have overall responsibility for the controllership and financial reporting activities of CBS Corporation. He will also have oversight of the Company's Legacy Operations and Information Systems and Technology Departments.

"I'm very pleased to be bringing someone of Tom's caliber to CBS," said Ianniello. "He comes to us with nearly 30 years' experience in accounting and financial controls, and has spent the last 18 years in senior controllership functions at a variety of Fortune 500 companies. I am confident that Tom's background and skill set will be a benefit to CBS, and look forward to the many contributions he'll make in this key role for years to come."

Shilen joins CBS from Sara Lee Corporation, where he was Senior Vice President and Corporate Controller. Prior to that he was Senior Vice President, Global Reporting and Deputy Controller at American Express Company. Shilen also spent four years at Citigroup, Inc., first as Chief Financial Officer of The Citigroup Private Bank and then as Chief Administrative Officer and CFO of Citi Home Equity. From 1998 to 2003, Shilen held various senior level positions at General Electric Company, including three years as CFO of GE Capital Markets Services, Inc., and two as Vice President, Corporate Finance and Controller of NBC. From 1992 to 1998, he was with PepsiCo, Inc., holding a number of accounting and controllership roles. Shilen began his career as an accountant with Coopers & Lybrand, and also spent seven years with Deloitte & Touche.

A graduate of the University of Notre Dame and a Certified Public Accountant in New York and Florida, Shilen lives with his family in Greenwich, CT, and serves on the boards and committees of several charitable organizations.

**About CBS Corporation**

CBS Corporation (NYSE: CBS.A and CBS) is a mass media company with constituent parts that reach back to the beginnings of the broadcast industry, as well as newer businesses that operate on the leading edge of the media industry. The Company, through its many and varied operations, combines broad reach with well-positioned local businesses, all of which provide it with an extensive distribution network by which it serves audiences and advertisers in all 50 states and key international markets. It has operations in virtually every field of media and entertainment, including broadcast television (CBS and The CW – a joint venture between CBS Corporation and Warner Bros. Entertainment), cable television (Showtime Networks and CBS College Sports Network), local television (CBS Television Stations), television production and syndication (CBS Television Studios, CBS Studios International and CBS Television Distribution), radio (CBS Radio), advertising on out-of-home media (CBS Outdoor), publishing (Simon & Schuster), interactive media (CBS Interactive), music (CBS Records), licensing and merchandising (CBS Consumer Products), video/DVD (CBS Home Entertainment) and motion pictures (CBS Films). For more information, log on to [www.cbscorporation.com](http://www.cbscorporation.com).

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