FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or Se	ction 30(h) of the I	nvestme	nt Coi	mpany Act o	f 1940									
1. Name and Address of Reporting Person* REDSTONE SUMNER M						ier Name COM					(Ched	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner								
(Last) (First) (Middle) 1515 BROADWAY						3. Date of Earliest Transaction (Month/Day/Year) 12/13/2005									X Officer (give title Other (specify below) Chairman & CEO					
(Street) NEW YORK NY 10036						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(City)	(St	ate)	(Zip)										Form filed by More than One Reporting Person							
		Tab	le I - No	n-Deriv	ative S	Securiti	es Acc	uired,	Dis	posed o	f, or B	ene	ficially	Own	ed					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Yea		Execution Date,	3. Transaction Code (Instr. 8)						Secur Benef Owne	. Amount of ecurities eneficially owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
								Code	v	Amount	(A) (D)	or I	Price		ted action(s) 3 and 4)		(Instr. 4)			
Class B co	ommon stoc	ck		12/13	/2005			S ⁽¹⁾		6,100	I	,	\$34.77	3	16,948	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		4,000	1	,	\$34.78	3	12,948	D				
Class B co	ommon stoc	ck		12/13	/2005			S ⁽¹⁾		5,100	1	,	\$34.79	3	07,848	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		5,700	I	,	\$34.8	3	02,148	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		3,500	Γ)	\$34.81	2	98,648	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		4,500	Ι	,	\$34.82	2	94,148	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		5,700	Ι		\$34.83	2	88,448	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		3,800	1	,	\$34.84	2	84,648	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		6,400	1	,	\$34.85	2	78,248	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		11,500	Ι)	\$34.86	2	66,748	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		13,300	Ι)	\$34.87	2	53,448	D				
Class B co	ommon stoo	ck		12/13	/2005			S ⁽¹⁾		5,100	Ι)	\$34.88	2	48,348	D				
Class B common stock			12/13/2005				S ⁽¹⁾		3,100 D			\$34.89		45,248	D					
Class B common stock			12/13/2005				S ⁽¹⁾		4,000			\$34.9	2	41,248	D					
Class B common stock				12/13/2005			S ⁽¹⁾			700	1		\$34.91		40,548	D				
Class B common stock			12/13/2005				S ⁽¹⁾ 1,50		1,500	Ι		\$34.94		39,048	D					
Class B common stock													265	I	By 401(k)					
Class B common stock												80,782,541		I	By NAIRI, Inc. ⁽²⁾					
Class B common stock													200	I	By Spouse					
		Ta								sed of, o				wned			,			
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any	A. Deemed 4 xecution Date, 1		saction of I		6. Date Exercisable at Expiration Date (Month/Day/Year)		sable and	7. Title and Amount of Securities Underlying Derivative Security (Inst and 4)		8. I De Sei (In:	Price of rivative curity str. 5)	e derivative	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code V	(A)	(D)	Date Exercisa		Expiration Date	Title	Amor or Numl of Share	oer							

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 3, 2005. Pursuant to the plan, the reporting person will exercise options that would otherwise expire on 1/29/06 and sell only that number of shares necessary so that the proceeds of the sales will be sufficient to pay the exercise price, income taxes and other fees associated with the exercise of these stock options.
- 2. These securities are owned directly by NAIRI Inc., but may also be deemed to be beneficially owned by (1) NAIRI's parent corporation, National Amusements, Inc. (NAI), and (2) Sumner M. Redstone, who is the controlling stockholder of NAI.

By: /s/ Michael D. Fricklas, Attorney-in-Fact 12/14/2005

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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