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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

	s of Reporting Persor	*)	2. Issuer Name and Ticker or Trading Symbol <u>CBS CORP</u> [CBS, CBS.A]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
REDSTONE SUMNER M				X	Director	Х	10% Owner				
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		Officer (give title below)		Other (specify below)				
51 WEST 52ND	STREET		01/22/2007		Chairman of the Board						
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group F	iling (C	Check Applicable				
NEW YORK	NY	10019		X	Form filed by One R	eporti	ng Person				
(City)	(State)	(Zip)			Form filed by More t Person	han C	ne Reporting				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of	Acquired (D) (Instr	(A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
CBS Class B common stock								100	Ι	By Spouse
CBS Class B common stock	01/22/2007		М		24,434	A	\$13.7424	677,237	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.24	677,137	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.25	677,037	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.26	676,937	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		800	D	\$31.28	676,137	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		1,100	D	\$31.29	675,037	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		2,000	D	\$31.3	673,037	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		600	D	\$31.31	672,437	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		400	D	\$31.32	672,037	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		1,100	D	\$31.33	670,937	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		2,589	D	\$31.34	668,348	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		1,971	D	\$31.35	666,377	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		1,500	D	\$31.36	664,877	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.37	664,777	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		500	D	\$31.4	664,277	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		300	D	\$31.41	663,977	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		400	D	\$31.44	663,577	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		500	D	\$31.45	663,077	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		300	D	\$31.46	662,777	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		400	D	\$31.47	662,377	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		300	D	\$31.48	662,077	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.49	661,977	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		400	D	\$31.5	661,577	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		600	D	\$31.51	660,977	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.53	660,877	D	
CBS Class B common stock	01/22/2007		S ⁽¹⁾		100	D	\$31.55	660,777	D	
CBS Class B common stock								117	Ι	By 401(k)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)			Acquired (A) or f (D) (Instr. 3, 4 and 5)		Benefici Owned	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
CBS Clas	ss B commo									posed of,				09,527	I		By NAIRI, Inc. ⁽²⁾		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deen Execution if any (Month/D	ned n Date,	g., puts, calls, warrants, options, convertible secur e, 4. 5. Number of 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities		nd of s ng e	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y Direc or In (I) (Ir		11. Nature of Indirect Beneficial Ownership (Instr. 4)							
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares						
Employee Stock Option (right to buy) ⁽³⁾	\$13.7424	01/22/2007			М			24,434	(4)		01/30/2007	CBS Class B common stock	24,434	\$0	0		D		

Explanation of Responses:

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 6, 2006. Pursuant to the plan, the reporting person will exercise options that would otherwise expire on 1/30/07 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.

3. Right to buy under Issuer's long term incentive plan.

4. Current.

Remarks:

Form 1 of 2

By: /s/ Angeline C. Straka, Attorney-in-fact

01/23/2007

** 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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