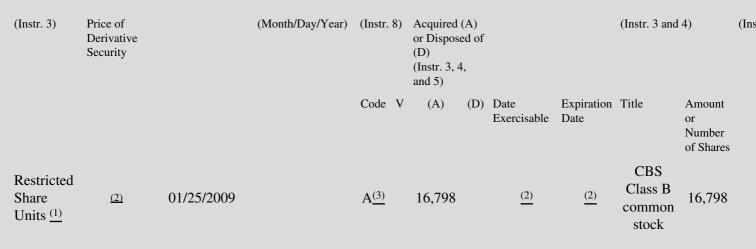
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Straka Angeline Form 4	C								
January 27, 2009									
FORM 4	UNITED	STATES		RITIES A			COMMISSIO		3235-0287
Check this bo	X		,,,,,		, 2101 20	015		Expires:	January 31,
if no longer subject to Section 16. Form 4 or Form 5	16. STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES					Estimated burden hou response	urs per		
obligations may continue <i>See</i> Instructio 1(b).	Section 17(a) of the l	Public U	Jtility Ho	lding Cor		of 1935 or Secti		
(Print or Type Resp	onses)								
1. Name and Address of Reporting Person <u>*</u> Straka Angeline C			2. Issuer Name and Ticker or Trading Symbol CBS CORP [CBS, CBS.A]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (I	Middle)	3. Date of	of Earliest T	ransaction		(Ch	eck all applicabl	.e)
51 WEST 52ND STREET			(Month/Day/Year) 01/25/2009			Director 10% Owner X_ Officer (give title Other (specify below) below) SVP, Deputy GC and Secretary			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
NEW YORK, N	NY 10019						Person	wore than one R	oporting
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/Da		Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5)		(A) or of (D) 4 and 5)	SecuritiesIBeneficially(Owned(6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A)or(D) Price	Transaction(s) (Instr. 3 and 4)		
Reminder: Report o	on a separate line	e for each cl	ass of sec	urities bene	-	-	-		
					inforn requir	nation cont ed to response lys a curre	spond to the collectained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount	8. P
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	of Underlying	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Sec

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Straka Angeline C 51 WEST 52ND STREET NEW YORK, NY 10019			SVP, Deputy GC and Secretary			
Signatures						

/s/ Straka, Angeline C.	01/27/2009		
**Signature of	Date		

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- Granted under the Issuer's long term incentive plan. (1)
- The Restricted Share Units vest in four equal annual installments beginning on February 28, 2009 and are settled by delivery of a (2)corresponding number of the Issuer's shares upon vesting.
- (3) On January 25, 2009, the performance target associated with these RSUs was certified as having been achieved.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.