

SPANISH BROADCASTING SYSTEM INC
Form SC 13D/A
February 14, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Spanish Broadcasting System, Inc.

(Name of Issuer)

Class A Common Stock, Par Value \$.0001 Per Share

(Title of Class of Securities)

846425882

(CUSIP Number)

Sumner M. Redstone
National Amusements, Inc.
200 Elm Street
Dedham, Massachusetts 02026
Telephone: (781) 461-1600

with a copy to:
Louis J. Briskman, Esq.
CBS Corporation
51 West 52nd Street
New York, New York 10019
Telephone: (212) 975-4321

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 31, 2005

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g) check the following box / / .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss. 240.13d-7(b) for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 31 Pages

SCHEDULE 13D

CUSIP No. 846425882

Page 2 of 31 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	SUMNER M. REDSTONE
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) ☐ (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States
7 SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 11,400,000
9 SOLE DISPOSITIVE POWER	
10 SHARED DISPOSITIVE POWER 11,400,000	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%
14	TYPE OF REPORTING PERSON (See Instructions) IN

SCHEDULE 13D

CUSIP No. 846425882

Page 3 of 31 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	NATIONAL AMUSEMENTS, INC. I.R.S. Identification No. 04-2261332
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) ☐ (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION Maryland
7 SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 11,400,000
9 SOLE DISPOSITIVE POWER	
10 SHARED DISPOSITIVE POWER 11,400,000	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%
14	TYPE OF REPORTING PERSON (See Instructions) CO

SCHEDULE 13D

CUSIP No. 846425882

Page 4 of 31 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	NAIRI, INC. I.R.S. Identification No. 04-3446887
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) ☐ (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
7 SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 11,400,000
	9 SOLE DISPOSITIVE POWER
	10 SHARED DISPOSITIVE POWER 11,400,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%
14	TYPE OF REPORTING PERSON (See Instructions) CO

SCHEDULE 13D

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CUSIP No. 846425882

Page 5 of 31 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	CBS CORPORATION I.R.S. Identification No. 04-2949533
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) ☐ (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
7 SOLE VOTING POWER	
NUMBER OF SHARES	8 SHARED VOTING POWER
BENEFICIALLY	11,400,000
OWNED BY	
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	
PERSON	10 SHARED DISPOSITIVE POWER
WITH	11,400,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%
14	TYPE OF REPORTING PERSON (See Instructions) CO

SCHEDULE 13D

CUSIP No. 846425882

Page 6 of 31 Pages

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NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	WESTINGHOUSE CBS HOLDING COMPANY, INC. I.R.S. Identification No. 25-1776511
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) ☐ (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
7 SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 11,400,000
	9 SOLE DISPOSITIVE POWER
	10 SHARED DISPOSITIVE POWER 11,400,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%
14	TYPE OF REPORTING PERSON (See Instructions) CO

SCHEDULE 13D

CUSIP No. 846425882

Page 7 of 31 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	

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CBS BROADCASTING INC.
I.R.S. Identification No. 13-0590730

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) ☐ (b) ☐

3	SEC USE ONLY

4	SOURCE OF FUNDS (See Instructions) OO

5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)

6	CITIZENSHIP OR PLACE OF ORGANIZATION New York

	7 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	-----
	8 SHARED VOTING POWER 11,400,000

	9 SOLE DISPOSITIVE POWER

	10 SHARED DISPOSITIVE POWER 11,400,000

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%

14	TYPE OF REPORTING PERSON (See Instructions) CO

SCHEDULE 13D

CUSIP No. 846425882

Page 8 of 31 Pages

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) CBS RADIO INC. I.R.S. Identification No. 13-4142467

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	

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2	(a) ☐	(b) ☐

3	SEC USE ONLY	

4	SOURCE OF FUNDS (See Instructions) OO	

5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ☐ PURSUANT TO ITEMS 2(d) or 2(e)	

6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	-----	-----
	8	SHARED VOTING POWER 11,400,000
	-----	-----
	9	SOLE DISPOSITIVE POWER
	-----	-----
	10	SHARED DISPOSITIVE POWER 11,400,000

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000	

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) ☐	

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%	

14	TYPE OF REPORTING PERSON (See Instructions) CO	

SCHEDULE 13D

CUSIP No. 846425882

Page 9 of 31 Pages

NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	CBS RADIO MEDIA CORPORATION I.R.S. Identification No. 13-2766282

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) ☐ (b) ☐

3	SEC USE ONLY

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4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED [] PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	7 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 11,400,000
	9 SOLE DISPOSITIVE POWER
	10 SHARED DISPOSITIVE POWER 11,400,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,400,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) []
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.1%
14	TYPE OF REPORTING PERSON (See Instructions) CO

Item 1. Security and Issuer

This Amendment No. 1 (this "Amendment") amends the Statement on Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") on December 27, 2004 (the "Schedule 13D"), with respect to the Class A Common Stock, par value \$.0001 per share (the "Class A Shares"), of Spanish Broadcasting System, Inc., a Delaware corporation (the "Issuer"), with its principal executive office located at 2601 South Bayshore Drive, PH 2, Coconut Grove, Florida 33133, by virtue of the Reporting Persons' (as defined in Item 2 below) ownership of the Issuer's Series C Preferred Stock, par value \$.002 per share (the "Series C Shares"), which are convertible into Class A Shares on a one-for-twenty basis under certain circumstances, and a warrant to purchase additional Series C Shares (the "Warrant"). The Warrant is more fully described in Item 6 of the Schedule 13D. The Class A Shares carry one vote per share and the Series C Shares carry twenty votes per share. Capitalized terms used but not defined herein shall have the meanings attributed to them in the Schedule 13D.

Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended and restated in its entirety to read as follows:

"This Statement is filed by Mr. Sumner M. Redstone, National

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Amusements, Inc. ("NAI"), NAIRI, Inc. ("NAIRI"), CBS Corporation ("CBS"), Westinghouse CBS Holding Company, Inc. ("W/CBS HCI"), CBS Broadcasting Inc. ("CBSBI"), CBS Radio Inc. ("CBS Radio") and CBS Radio Media Corporation ("CRMC") (collectively, the "Reporting Persons").

CRMC, a Delaware corporation, has its principal executive office at 1515 Broadway, New York, New York 10036. CRMC's principal business is radio broadcasting. 100% of the issued and outstanding stock of CRMC is owned by CBS Radio. Effective February 6, 2006, CRMC changed its name from "Infinity Media Corporation" to "CBS Radio Media Corporation." Each reference in the Schedule 13D to "IMC" is hereby deleted and replaced with a reference to "CRMC".

CBS Radio, a Delaware corporation, has its principal executive office at 1515 Broadway, New York, New York 10036. CBS Radio's principal business is radio broadcasting. 100% of the outstanding stock of CBS Radio is owned by CBSBI. Effective December 12, 2005, CBS Radio changed its name from "Infinity Broadcasting Corporation" to "CBS Radio Inc." Each reference in the Schedule 13D to "IBC" is hereby deleted and replaced with a reference to "CBS Radio".

CBSBI, a New York corporation, has its principal executive office at 51 West 52nd Street, New York, New York 10019. CBSBI's principal businesses are the CBS television network and television broadcasting. 100% of the issued and outstanding stock of CBSBI is owned by W/CBS HCI.

W/CBS HCI, a Delaware corporation, has its principal executive office at 51 West 52nd Street, New York, New York 10019. W/CBS HCI's principal business is television broadcasting. 100% of the issued and outstanding stock of W/CBS HCI is owned by CBS.

CBS, a Delaware corporation, has its principal executive office at 51 West 52nd Street, New York, New York 10019 and is a worldwide entertainment company. At January 1, 2006, approximately 71% of CBS's voting Class A Common Stock, par value \$.001 per share, and approximately 12% (on a combined basis) of CBS's Class A Common Stock and non-voting Class B Common Stock, par value \$.001 per share, was owned by NAIRI. Effective December 31, 2005, CBS changed its name from "Viacom Inc." to "CBS Corporation". Each reference in the Schedule 13D to "Viacom" is hereby deleted and replaced with a reference to "CBS".

NAIRI, a Delaware corporation, has its principal office at 200 Elm Street, Dedham, Massachusetts 02026 and is a company owning and operating movie theaters in the United States whose main assets include its shares of CBS Class A Common Stock and Class B Common Stock. 100% of the issued and outstanding stock of NAIRI is owned by NAI.

Page 10 of 31 Pages

NAI, a Maryland corporation, has its principal office at 200 Elm Street, Dedham, Massachusetts 02026. NAI's principal business is owning and operating movie theaters in the United States, the United Kingdom, South America and Russia and holding the common stock of NAIRI. Mr. Redstone is the controlling shareholder of NAI.

Sumner M. Redstone is an individual whose business address is c/o National Amusements, Inc., 200 Elm Street, Dedham, Massachusetts 02026. Mr. Redstone's principal occupation is Chairman of the Board and Chief Executive Officer of NAI, Chairman and President of NAIRI and Chairman of the Board of CBS.

The executive officers and directors of CRMC, CBS Radio, CBSBI,

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W/CBS HCI, CBS, NAIRI and NAI, as of January 1, 2006, are set forth on Schedules I through VII attached hereto, containing the following information with respect to each such person:

- (a) Name;
- (b) Residence or business address; and
- (c) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted.

During the last five years, none of the Reporting Persons or any person named in any of Schedules I through VII attached hereto has been (a) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (b) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Each person identified on Schedules I through VII attached hereto is a citizen of the United States.

Item 7. Material to Be Filed as Exhibits

- 1. Joint Filing Agreement, dated February 14, 2006, among CBS Radio Media Corporation, CBS Radio Inc., CBS Broadcasting Inc., Westinghouse CBS Holding Company, Inc., CBS Corporation, NAIRI, Inc., National Amusements, Inc. and Sumner M. Redstone (filed herewith).

Page 11 of 31 Pages

SIGNATURE

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. Pursuant to Rule 13d-1(k)(1), each of the undersigned agrees that this statement is filed on behalf of each of us.

Dated: February 14, 2006

CBS RADIO MEDIA CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka

Title: Senior Vice President and Secretary

CBS RADIO INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS BROADCASTING INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

WESTINGHOUSE CBS HOLDING COMPANY, INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President, Deputy General
Counsel and Secretary

Page 12 of 31 Pages

NAIRI, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and President

NATIONAL AMUSEMENTS, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and Chief Executive Officer

/s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Individually

Page 13 of 31 Pages

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SCHEDULE I

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Radio Media Corporation

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Joel Hollander Chairman and Chief Executive Officer	CBS Radio Inc. 1515 Broadway New York, NY 10036	Chairman and Chief Executive Officer CBS Radio Inc. 1515 Broadway New York, NY 10036
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human Resources CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation	Senior Vice President, Finance

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Senior Vice President and
Treasurer

1515 Broadway
New York, NY 10036

CBS Corporation
51 West 52nd Street
New York, NY 10019

Page 14 of 31 Pages

SCHEDULE II (Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Radio Media Corporation

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Control CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and General CBS Corporation 51 West 52nd Street New York, NY 10019

Page 15 of 31 Pages

SCHEDULE II

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Radio Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street	Executive Vice President and General CBS Corporation

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	New York, NY 10019	51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Joel Hollander Chairman and Chief Executive Officer	CBS Radio Inc. 1515 Broadway New York, NY 10036	Chairman and Chief Executive Off CBS Radio Inc. 1515 Broadway New York, NY 10036
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Gen CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019

Page 16 of 31 Pages

SCHEDULE II (Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Radio Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co
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Employment is Conducted

Angeline C. Straka
Senior Vice President and
Secretary

CBS Corporation
1515 Broadway
New York, NY 10036

Senior Vice President, Deputy Ge
CBS Corporation
51 West 52nd Street
New York, NY 10019

Susan C. Gordon
Senior Vice President

CBS Corporation
1515 Broadway
New York, NY 10036

Senior Vice President, Controlle
CBS Corporation
51 West 52nd Street
New York, NY 10019

Richard M. Jones
Senior Vice President and
General Tax Counsel

CBS Corporation
1515 Broadway
New York, NY 10036

Senior Vice President and Genera
CBS Corporation
51 West 52nd Street
New York, NY 10019

Page 17 of 31 Pages

SCHEDULE III

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Broadcasting Inc.

DIRECTORS

Name

Business Address

Present Principal Occupation or
Name and Principal Address of Co
Employment is Conducted

Louis J. Briskman

CBS Corporation
51 West 52nd Street
New York, NY 10019

Executive Vice President and Gen
CBS Corporation
51 West 52nd Street
New York, NY 10019

Susan C. Gordon

CBS Corporation
1515 Broadway
New York, NY 10036

Senior Vice President, Controlle
CBS Corporation
51 West 52nd Street
New York, NY 10019

Joseph R. Ianniello

CBS Corporation
1515 Broadway
New York, NY 10036

Senior Vice President, Finance a
CBS Corporation
51 West 52nd Street
New York, NY 10019

Fredric G. Reynolds

CBS Corporation
51 West 52nd Street
New York, NY 10019

Executive Vice President and Chi
CBS Corporation
51 West 52nd Street
New York, NY 10019

EXECUTIVE OFFICERS

Name

Business Address

Present Principal Occupation or
Name and Principal Address of Co
Employment is Conducted

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Leslie Moonves President	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Of CBS Corporation 51 West 52nd Street New York, NY 10019
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Gen CBS Corporation 51 West 52nd Street New York, NY 10019
Harry Isaacs Executive Vice President	CBS Broadcasting Inc. 1800 Beverly Boulevard Los Angeles, CA 90036	Senior Vice President, Industria CBS Broadcasting Inc. 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019

Page 18 of 31 Pages

SCHEDULE III (Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Broadcasting Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Jonathan H. Anshell Executive Vice President, General Counsel and Assistant Secretary	CBS Broadcasting Inc. 1800 Beverly Boulevard Los Angeles, CA 90036	Executive Vice President, Genera CBS Broadcasting Inc. 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controlle CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and Genera CBS Corporation 51 West 52nd Street New York, NY 10019
Angeline C. Straka Senior Vice President and	CBS Corporation 1515 Broadway	Senior Vice President, Deputy Ge CBS Corporation

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Secretary

New York, NY 10036

51 West 52nd Street
New York, NY 10019

Page 19 of 31 Pages

SCHEDULE IV

Name, business address and present principal occupation or
employment of the directors and executive officers of

Westinghouse CBS Holding Company, Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Gen CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controlle CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Leslie Moonves Chairman	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Of CBS Corporation 51 West 52nd Street New York, NY 10019
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human CBS Corporation 51 West 52nd Street New York, NY 10019
Jonathan H. Anschell Executive Vice President, General Counsel and	CBS Broadcasting Inc. 1800 Beverly Boulevard Los Angeles, CA 90036	Executive Vice President, Genera CBS Broadcasting Inc. 51 West 52nd Street

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Assistant Secretary
Louis J. Briskman
Executive Vice President
and Assistant Secretary

CBS Corporation
51 West 52nd Street
New York, NY 10019

New York, NY 10019
Executive Vice President and Gen
CBS Corporation
51 West 52nd Street
New York, NY 10019
Executive Vice President and Chi
CBS Corporation
51 West 52nd Street
New York, NY 10019

Fredric G. Reynolds
President

CBS Corporation
51 West 52nd Street
New York, NY 10019

Page 20 of 31 Pages

SCHEDULE IV (Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

Westinghouse CBS Holding Company, Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and Genera CBS Corporation 51 West 52nd Street New York, NY 10019
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy Ge CBS Corporation 51 West 52nd Street New York, NY 10019

Page 21 of 31 Pages

SCHEDULE V

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Corporation

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DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Sumner M. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Corporation Executive Officer of National Association of Broadcasters President of NAIRI, Inc. 1515 Broadway New York, NY 10036
David R. Andelman	Lourie and Cutler, P.C. 60 State Street Boston, MA 02109	Attorney Lourie and Cutler, P.C. 60 State Street Boston, MA 02109
Joseph A. Califano Jr.	The National Center on Addiction and Substance Abuse at Columbia University 633 Third Avenue, 19th Floor New York, NY 10017	Chairman and President The National Center on Addiction and Substance Abuse at Columbia University 633 Third Avenue, 19th Floor New York, NY 10017
William S. Cohen	The Cohen Group 1200 19th Street, N.W. Suite 400 Washington, D.C. 20036	Chairman and Chief Executive Officer The Cohen Group 1200 19th Street, N.W. Suite 400 Washington, D.C. 20036
Philippe P. Dauman	DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022	Co-Chairman and Chief Executive Officer DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022
Charles K. Gifford	Bank of America 100 Federal Street Boston, MA 02110	Chairman Emeritus Bank of America 100 Federal Street Boston, MA 02110
Bruce S. Gordon	National Association for the Advancement of Colored People 4805 Mt. Hope Drive Baltimore, MD 21215	President and Chief Executive Officer National Association for the Advancement of Colored People 4805 Mt. Hope Drive Baltimore, MD 21215

Page 22 of 31 Pages

SCHEDULE V (Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Corporation

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
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Leslie Moonves	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Of CBS Corporation 51 West 52nd Street New York, NY 10019
Ann N. Reese	Center for Adoption Policy 168A Kirby Lane Rye, NY 10580	Co-founder and Executive Director Center for Adoption Policy 168A Kirby Lane Rye, NY 10580
Shari E. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Judith A. Sprieser	c/o CBS Corporation 51 West 52nd Street New York, NY 10019	Former CEO of Transora Inc. c/o CBS Corporation 51 West 52nd Street New York, NY 10019
Robert D. Walter	Cardinal Health, Inc. 7000 Cardinal Place Dublin, OH 43017	Chairman and Chief Executive Off Cardinal Health, Inc. 7000 Cardinal Place Dublin, OH 43017

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Sumner M. Redstone Chairman of the Board	National Amusements, Inc. 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. 1515 Broadway New York, NY 10036
Leslie Moonves President and Chief Executive Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Of CBS Corporation 51 West 52nd Street New York, NY 10019
Shari E. Redstone Vice Chair of the Board	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026

Page 23 of 31 Pages

SCHEDULE V (Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Corporation

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EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Anthony G. Ambrosio Executive Vice President, Human Resources and Administration	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and General Counsel	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Gen CBS Corporation 51 West 52nd Street New York, NY 10019
Carl D. Folta Executive Vice President, Office of the Chairman	CBS Corporation 1515 Broadway New York, NY 10036	Executive Vice President, Office CBS Corporation 51 West 52nd Street New York, NY 10019
Martin D. Franks Executive Vice President, Planning, Policy and Government Relations	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Planni CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President, Controller and Chief Accounting Officer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controlle CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President, Finance and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and Genera CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019
Gil Schwartz Executive Vice President, Corporate Communications	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Corpor CBS Corporation 51 West 52nd Street New York, NY 10019

Page 24 of 31 Pages

SCHEDULE V (Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Corporation

EXECUTIVE OFFICERS

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Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Martin M. Shea Executive Vice President, Investor Relations	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Invest CBS Corporation 51 West 52nd Street New York, NY 10019
Angeline C. Straka Senior Vice President, Deputy General Counsel and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy Ge CBS Corporation 51 West 52nd Street New York, NY 10019

Page 25 of 31 Pages

SCHEDULE VI

Name, business address and present principal occupation or employment of the directors and executive officers of

NAIRI, Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
George S. Abrams	Winer & Abrams 60 State Street Boston, MA 02109	Attorney Winer & Abrams 60 State Street Boston, MA 02109
David Andelman	Lourie and Cutler, P.C. 60 State Street Boston, MA 02109	Attorney Lourie and Cutler, P.C. 60 State Street Boston, MA 02109
Philippe P. Dauman	DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022	Co-Chairman and Chief Executive DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022
Brent D. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Director National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari E. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice Chair of CBS Corporation, P Amusements, Inc. and Executive V National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Sumner M. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. CBS Corporation 1515 Broadway

Page 26 of 31 Pages

SCHEDULE VI
(Continued)Name, business address and present principal occupation or
employment of the directors and executive officers of

NAIRI, Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Sumner M. Redstone Chairman and President	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036
Shari E. Redstone Executive Vice President	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice Chair of CBS Corporation, P Amusements, Inc. and Executive V National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Jerome Magner Vice President and Treasurer	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President and Treasurer of NAIRI, Inc. 200 Elm Street Dedham, MA 02026
Richard Sherman Vice President and Assistant Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President of National Amuse 200 Elm Street Dedham, MA 02026
Tilly Berman Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Secretary National Amusements, Inc. 200 Elm Street Dedham, MA 02026

Page 27 of 31 Pages

SCHEDULE VII

Name, business address and present principal occupation or
employment of the directors and executive officers of

National Amusements, Inc.

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DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
George S. Abrams	Winer & Abrams 60 State Street Boston, MA 02109	Attorney Winer & Abrams 60 State Street Boston, MA 02109
David Andelman	Lourie and Cutler, P.C. 60 State Street Boston, MA 02109	Attorney Lourie and Cutler, P.C. 60 State Street Boston, MA 02109
Philippe P. Dauman	DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022	Co-Chairman and Chief Executive DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022
Brent D. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Director National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari E. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice Chair of CBS Corporation, P Amusements, Inc. and Executive V National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Sumner M. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036

Page 28 of 31 Pages

SCHEDULE VII (Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

National Amusements, Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Sumner M. Redstone Chairman and Chief Executive Officer	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. CBS Corporation

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Shari E. Redstone President	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	1515 Broadway New York, NY 10036 Vice Chair of CBS Corporation, P Amusements, Inc. and Executive V National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Jerome Magner Vice President and Treasurer	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President and Treasurer of NAIRI, Inc. 200 Elm Street Dedham, MA 02026
Richard Sherman Vice President and Assistant Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President of National Amuse 200 Elm Street Dedham, MA 02026
Tilly Berman Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Secretary National Amusements, Inc. 200 Elm Street Dedham, MA 02026

Page 29 of 31 Pages

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13D, dated February 14, 2006 (the "Schedule 13D"), with respect to the Common Stock, par value \$.0001 per share, of Spanish Broadcasting System, Inc. is, and any amendments executed by us shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, and that this Agreement shall be included as an exhibit to the Schedule 13D and each such amendment. Each of the undersigned agrees to be responsible for the timely filing of the Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning itself contained therein. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 14th day of February 2006.

CBS RADIO MEDIA CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS RADIO INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

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CBS BROADCASTING INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

WESTINGHOUSE CBS HOLDING COMPANY, INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President, Deputy General
Counsel and Secretary

Page 30 of 31 Pages

NAIRI, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and President

NATIONAL AMUSEMENTS, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and Chief Executive Officer

/s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Individually

Page 31 of 31 Pages