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**VIACOM**

Document Control Desk  
U.S. Nuclear Regulatory Commission  
Washington, DC 20555

Re: Applications of CBS Corporation for Transfers and Amendments of Licenses

Gentlemen:

This letter is in furtherance of and a part of the Applications for Transfers and Amendments of Materials Licenses and the TR-2 License of CBS Corporation ("CBS") filed with the NRC on February 14, 2000 (the "Applications"). The need for the requested transfers and amendments arises from the merger of CBS with and into Viacom Inc. ("Viacom"), as more fully described in the Applications (the "Merger").

As provided by NRC regulations and NRC Information Notice 89-25, Revision 1, dated December 7, 1994, to support the transfers of the licenses requested by the Applications, the undersigned hereby makes the following statements and representations:

1. I am Senior Vice President, General Counsel and Secretary of Viacom and I am authorized to file this letter with the NRC on its behalf.
2. On the date of the closing of the Merger (the "Closing Date"), Viacom will become the licensee and holder of the licenses set forth in the Applications.
3. Viacom agrees to the transfers and amendments of the licenses issued by the NRC and currently held by CBS, to the change in ownership and control of the licensed activities and to the conditions of the transfers and those contained in the licenses in accordance with the Applications.
4. Viacom acknowledges that CBS has made or will make it aware of all open inspection items as of the Closing Date of the Merger, and Viacom accepts the responsibility for possible resulting enforcement actions.

5. Viacom agrees to abide by all commitments and representations previously made to the NRC by CBS for the licenses being transferred by the NRC pursuant to the Applications, including: maintaining decommissioning records required by 10 C.F.R. 30.35(g), 40.36(f), 50.75(g) and 70.25(g); implementing decontamination activities and decommissioning of the facilities and sites; and completing corrective actions for open inspection items and enforcement actions.
6. Viacom agrees to accept responsibility and liability for decommissioning and decontamination of the facilities and sites being transferred. As of the Closing Date, Viacom will provide adequate resources to fund the decommissioning for which it is responsible through appropriate mechanisms, as described in the Applications.
7. Viacom agrees to abide by all other constraints, conditions, requirements, representations and commitments identified in the existing licenses issued by the NRC.

We would be pleased to respond to any further questions that the NRC may have with regard to this letter.

Very truly yours.

Viacom Inc.

By: 

Michael D. Fricklas  
Senior Vice President,  
General Counsel and Secretary