WESTWOOD ONE INC /DE/ Form SC 13D/A January 13, 2003

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

SCHEDULE 13D

(Amendment No. 3)

Under the Securities Exchange Act of 1934
WESTWOOD ONE, INC.
(Name of Issuer)

Common Stock, Par Value \$.01 per share
 (Title of Class of Securities)

961-815-10-7 (CUSIP Number)

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

with a copy to:

Michael D. Fricklas, Esq.
Viacom Inc.
1515 Broadway
New York, New York 10036
Telephone: (212) 258-6000

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

January 2, 2003 (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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

Check the following box if a fee is being paid with this statement $\ensuremath{/}$ /.

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CUSIP No. 961-815-10-7

(1) Name of Reporting Person. I.R.S. Identification No. of Above Person (entities only) Infinity Network Inc. I.R.S. Identification No. 52-1859471 (2) Check the Appropriate Box if a Member of Group (See Instructions) / / (a) _____ _____ (3) SEC Use Only (4) Sources of Funds (See Instructions) (5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e). _____ (6) Citizenship or Place of Organization Delaware ______ Number of (7) Sole Voting Power _____ (8) Shared Voting Power 16,000,000 Beneficially Owned by _____ Each (9) Sole Dispositive Power Reporting (10) Shared Dispositive Power 16,000,000 Person With ______ (11) Aggregate Amount Beneficially Owned by Each Reporting Person 16,000,000 (12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) (13) Percent of Class Represented by Amount in Row (11) 15.2% (14) Type of Reporting Person (See Instructions) CO

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CUSIP No. 961-815-10-7

(1) Name of Reporting Person
I.R.S. Identification No. of Above Person (entities only)

Infinity Media Corporation

I.R.S. Identification No. 13-2766282

(2) Check the Appropriate Box if a Member of Group (See

Insti	ructions) (a)			
/ /	(b)			
(3)	SEC Use Only			
(4)	Sources of Fun	 ds (S	ee Instructions)	N/A
	Check if Discl		of Legal Proceedings is Fr 2(e).	Required
(6)	Citizenship or	Plac	e of Organization De	
	er of	(7)	Sole Voting Power	
Benet	ares ficially	(8)	Shared Voting Power	16,000,000
Εá	ed by ach	(9)	Sole Dispositive Power	
-	rting rson ch	(10)	Shared Dispositive Power	16,000,000
(11)		16,0	neficially Owned by Each F	
			ate Amount in Row (11) Exc	
(13)	Percent of Cla	ss Re	presented by Amount in Row	7 (11) 15.2%
(14)	Type of Report	ing P	erson (See Instructions) (0
CUSII	P No. 961-815-1	0-7	Page 4 of	21 Pages
(1)	Name of Report I.R.S. Identif		erson on No. of Above Person (er	ntities only)
		Infi	nity Broadcasting Corporat	ion
		I.R.	S. Identification No. 13-4	1142467
	ructions) (a)		te Box if a Member of Grou	ıp (See
/ /	(b)			
(3)	SEC Use Only			
(4)	Sources of Fun	 ds (S	ee Instructions)	N/A
	Check if Discl		of Legal Proceedings is F r 2(e).	Required

(6) Citizenship	or Plac 	e of Organ:	ization 	Del 	aware	
Number of	(7)	Sole Voti	ng Power			
Shares Beneficially	(8)	Shared Vo	ing Power		18,000,000	· -
Owned by Each	(9)	Sole Disp	ositive Powe	er		-
Reporting Person With	(10)		spositive Po) *
(11) Aggregate Am	18,0	00,000*	Owned by Ea			rs
(12) Check if the Shares (See Inst	Aggreg	ate Amount				ıir
(13) Percent of C	lass Re	presented l	oy Amount ir	n Row	(11) 16.89	;
(14) Type of Repo:	 rting P	erson (See	 Instruction	 ns)	CO	
	rting P				of 21 Pag ities only	
(1) Name of Repo	rting P ificati					
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(1) Name of Report I.R.S. Ident (2) Check the Applinstructions) / / (a) // (b) (3) SEC Use Only (4) Sources of Five Company of the Compa	rting P ificati Viac I.R. propria propria (S closure 2(d) o or Plac	on No. of a om Inc. S Identific te Box if a ee Instruct of Legal 1 r 2(e). e of Organ.	Above Person Cation No. A Member of Cions) Croceedings	n (ent	otties only 049533 O(See	7)

Each	(9)	Sole Dispositive Power					
Reporting Person With	(10)	(10) Shared Dispositive Power 18,000,000*					
(11) Aggregate Amoun		eneficially Owned by Each Reporting Person					
(12) Check if the Ad Shares (See Instruct		gate Amount in Row (11) Excludes Certain					
(13) Percent of Clas	ss Re	epresented by Amount in Row (11) 16.8%					
(14) Type of Report:	ing P	Person (See Instructions) CO					
* Includes 2,000,000 exercisable in the 1		ares underlying warrants that may become 60 days.					
		Page 6 of 21 Pages					
CUSIP No. 961-815-1	0-7						
(1) Name of Report: I.R.S. Identif:	_	Person on No. of Above Person (entities only)					
	NAIR	RI, Inc.					
	I.R.	S Identification No. 04-3446887					
Instructions) / / (a)		te Box if a Member of Group (See					
/ / (b)							
(3) SEC Use Only							
(4) Sources of Fund	 ds (S	See Instructions) N/A					
(5) Check if Disclo		e of Legal Proceedings is Required or 2(e).					
(6) Citizenship or	Plac	e of Organization Delaware					
Number of Shares	(7)	Sole Voting Power					
Beneficially	(8)	Shared Voting Power 18,000,000*					
Owned by Each	(9)	Sole Dispositive Power					
Reporting Person With	(10)	Shared Dispositive Power 18,000,000*					
(11) Aggregate Amoun	 nt Be	eneficially Owned by Each Reporting Person					

5

18,000,000*

(12) Check if the A	Aggregate Amount in Row (11) Excludes Certain ructions)
(13) Percent of Cla	ass Represented by Amount in Row (11) 16.8%
(14) Type of Report	ting Person (See Instructions) CO
* Includes 2,000,00 exercisable in the	00 shares underlying warrants that may become next 60 days.
	Page 7 of 21 Pages
CUSIP No. 961-815-3	10-7
(1) Name of Report I.R.S. Identi:	ting Person fication No. of Above Person (entities only)
	National Amusements, Inc.
	I.R.S Identification No. 04-2261332
(2) Check the App: Instructions) / / (a)	ropriate Box if a Member of Group (See
/ / (b)	
(3) SEC Use Only	
(4) Sources of Fun	nds (See Instructions) N/A
(5) Check if Disc Pursuant to Items 2	losure of Legal Proceedings is Required 2(d) or 2(e).
(6) Citizenship on	r Place of Organization Maryland
Number of Shares	(7) Sole Voting Power
Beneficially Owned by	(8) Shared Voting Power 18,000,000*
Each	(9) Sole Dispositive Power
Reporting Person With	(10) Shared Dispositive Power 18,000,000*
(11) Aggregate Amou	unt Beneficially Owned by Each Reporting Perso
(12) Check if the A	Aggregate Amount in Row (11) Excludes Certain etions)
	ass Represented by Amount in Row (11) 16.8%
	ting Person (See Instructions) CO

 \star Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

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CUSIP No. 961-815-10-7

(1)	Name of Report I.R.S. Identif	icati	on No. of Above Person (e	ntities only)
		Sumn	er M. Redstone	
	ructions)	opria	te Box if a Member of Gro	up (See
/ /				
(3)	SEC Use Only			
(4)	Sources of Fun	ds (S	ee Instructions)	N/A
	Check if Discl		of Legal Proceedings is Ir 2(e).	Required
(6)	Citizenship or	Plac	e of Organization U	nited States
	er of	(7)	Sole Voting Power	
-		(8)	Shared Voting Power	18,000,000*
Εā	Owned by Each		Sole Dispositive Power	
-	rting rson ch	(10)	Shared Dispositive Power	18,000,000*

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

18,000,000*

(12) Check if the Aggregate Amount in Row (11) Excludes Certain

Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) 16.8%

(14) Type of Reporting Person (See Instructions) $\hfill \ensuremath{\,^{\circ}}$ IN

* Includes 2 000 000 charge underlying warrants that may

^{*} Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

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Item 1. Security and Issuer.

This Amendment No. 3 (the "Amendment") is filed by Infinity Network Inc. ("INI"), Infinity Media Corporation ("IMC"), Infinity Broadcasting Corporation ("IBC" or "Infinity"), Viacom Inc. ("Viacom"), NAIRI, Inc. ("NAIRI"), National Amusements, Inc. ("NAI") and Mr. Sumner M. Redstone ("Mr. Redstone") (collectively, the "Reporting Persons") and amends and supplements the Statement on Schedule 13D originally filed with the Securities and Exchange Commission ("SEC") on May 15, 2000, as amended, with respect to the Common Stock, par value \$.01 per share (the "Common Shares"), of Westwood One, Inc., a Delaware corporation ("Westwood" or the "Issuer") with its principal executive office located at 40 West 57th Street, New York, N.Y. 10019.

Item 2. Identity and Background.

Item 2 is amended as follows:

The executive officers and directors of INI, IMC, IBC, Viacom, NAIRI and NAI, as of December 31, 2002, are set forth on Schedules I through VI attached hereto.

Item 5. Interest in Securities of the Issuer.

Item 5 is amended as follows:

(a) and (b) INI is the direct owner, with shared dispositive and voting power, of 16,000,000 Common Shares, or approximately 15.2% of the Issuer's issued and outstanding shares (based on 105,398,318 Common Shares reported by the Issuer to be issued and outstanding as of October 31, 2002).

IMC is the beneficial owner with shared dispositive and voting power, of 16,000,000 Common Shares, or approximately 15.2% of the Issuer's issued and outstanding shares (based on 105,398,318 Common Shares reported by the Issuer to be issued and outstanding as of October 31, 2002).

IBC is (i) the direct owner, with shared dispositive and voting power, of 2,000,000 Common Shares underlying two warrants, each for 1,000,000 Common Shares (the "Warrants"), each of which will become exercisable in the next 60 days only if the Issuer's Common Stock trades, with respect to the first warrant, at or above \$56.235, and with respect to the second warrant, at or above \$59.984, on at least 20 out of 30 consecutive trading days during which the national securities exchanges are open for trading ("Trading Days"), and (ii) the beneficial owner with shared dispositive and voting power, of 16,000,000 Common Shares, for a total interest in 18,000,000 Common Shares or 16.8% of the Issuer's issued and outstanding shares (based on 105,398,318 Common Shares reported by the Issuer to be issued and outstanding as of October 31, 2002 and assuming full exercise of the Warrants).

Viacom, NAIRI and NAI are each a beneficial owner with

shared dispositive and voting power, of 18,000,000 Common Shares, including 2,000,000 Common Shares underlying the Warrants, or approximately 16.8% of the Issuer's issued and outstanding shares (based on 105,398,318 Common Shares reported by the Issuer to be issued and outstanding as of October 31, 2002 and assuming full exercise of the Warrants).

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As a result of his stock ownership in NAI, Mr. Sumner M. Redstone is deemed the beneficial owner, with shared dispositive and voting power of 18,000,000 Common Shares, including 2,000,000 Common Shares underlying the Warrants or approximately 16.8% of the issued and outstanding Common Shares of the Issuer (based on 105,398,318 Common Shares reported by the Issuer to be issued and outstanding as of October 31, 2002 and assuming full exercise of the Warrants).

The Reporting Persons are aware that certain of the executive officers and directors of the Reporting Persons, as applicable, own Common Shares of the Issuer and/or hold options to acquire Common Shares of the Issuer. Mr. Mel Karmazin is the beneficial owner of 2,244,200 Common Shares, including 2,192,000 Common Shares underlying currently exercisable stock options (the "Karmazin Options"), or approximately 2.1% of the Issuer's issued and outstanding Common Shares (based on 105,398,318 Common Shares reported by the Issuer to be issued and outstanding as of October 31, 2002 and assuming full exercise of the Karmazin Options).

- (c) Pursuant to the Management Agreement, dated March 30, 1999, as amended, between IBC and the Issuer, as described in Amendment 2 to this Schedule 13D, on January 2, 2003, IBC received the following two warrants to purchase Common Stock from the Issuer:
 - * A warrant to purchase 1,000,000 shares of the Issuer's Common Stock at an exercise price of \$43.11. This warrant will become exercisable only if the Issuer's Common Stock reaches a price of \$56.235 on at least 20 out of 30 consecutive Trading Days and has an expiration date of January 2, 2013.
 - * A warrant to purchase 1,000,000 shares of the Issuer's Common Stock at an exercise price of \$48.36. This warrant will become exercisable only if the Issuer's Common Stock reaches a price of \$59.984 on at least 20 out of 30 consecutive Trading Days and has an expiration date of January 2, 2013.

Item 7. Material to be Filed as Exhibits.

Joint Filing Agreement among Infinity Network Inc., Infinity Media Corporation, Infinity Broadcasting Corporation, Viacom Inc., NAIRI, Inc., National Amusements, Inc. and Sumner M. Redstone.

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Signatures

After reasonable inquiry and to the best of our knowledge and belief, we 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.

January 13, 2003

Infinity Network, Inc.

By: /s/ Michael D. Fricklas
----Michael D. Fricklas
Executive Vice President

Infinity Media Corporation

By: /s/ Michael D. Fricklas
----Michael D. Fricklas
Executive Vice President

Infinity Broadcasting Corporation

By: /s/ Michael D. Fricklas
----Michael D. Fricklas
Executive Vice President

Viacom Inc.

By: /s/ Michael D. Fricklas
----Michael D. Fricklas
Executive Vice President,
General Counsel and Secretary

NAIRI, Inc.

By: /s/ Sumner M. Redstone
----Sumner M. Redstone
Chairman and President

National Amusements, Inc.

By: /s/ Sumner M. Redstone
----Sumner M. Redstone

Chairman and Chief Executive Officer

/s/ Sumner M. Redstone
-----Sumner M. Redstone
Individually

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SCHEDULE I

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

Infinity Network, Inc.

DIRECTORS Name	Business Address	and Address of Employment
Michael D. Fricklas	Viacom Inc. 1515 Broadway New York, N.Y. 10036	-
Robert G. Freedline	Viacom Inc. 1515 Broadway New York, N.Y. 10036	
Susan C. Gordon	Viacom Inc. 1515 Broadway New York, N.Y. 10036	Vice President, Controller & Chief Accounting Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036
Executive Office	ers	
Name	Business Address	Present Principal Occupation and Address of Employment
John Sykes President & CEO	Infinity Broadcasting Corporation	President and Chief Executive Officer Infinity Radio operations

	40 West 57th Street New York, N.Y. 10019	Infinity Broadcasting Corporation 40 West 57th Street New York, N.Y. 10019
Michael D. Fricklas EVP & Secretary	-	Executive Vice President, Secretary & General Counsel Viacom Inc. 1515 Broadway New York, N.Y. 10036
Richard J. Bressler Senior EVP	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. EVP & Chief Financial Officer Viacom Inc. 1515 Broadway New York, NY 10036

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Schedule II

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

Infinity Media Corporation

DIRECTORS

Name	Business Address	Present Principal Occupation and Address of Employment
Michael D. Fricklas		Executive Vice President, General Counsel & Secretary
Robert G. Freedline	Viacom Inc. 1515 Broadway New York, N.Y. 10036	
Susan C. Gordon	Viacom Inc. 1515 Broadway New York, N.Y. 10036	Vice President, Controller & Chief Accounting Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036

Executive Officers

Name Business Address Present Principal Occupation and Address of Employment

John Sykes President & CEO	-	President and Chief Executive Officer Infinity Radio operations Infinity Broadcasting Corporation 40 West 57th Street New York, N.Y. 10019
Michael D. Fricklas EVP & Secretary	Viacom Inc. 1515 Broadway New York, NY 10036	_
Richard J. Bressler Senior EVP	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. EVP & Chief Financial Officer Viacom Inc. 1515 Broadway New York, NY 10036

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Schedule III

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

Infinity Broadcasting Corporation

DIRECTORS

Name	Business Address	Present Principal Occupation and Address of Employment
Michael D. Fricklas	Viacom Inc. 1515 Broadway New York, N.Y. 10036	Executive Vice President, General Counsel & Secretary Viacom Inc. 1515 Broadway New York, N.Y. 10036
Robert G. Freedline	Viacom Inc. 1515 Broadway New York, N.Y. 10036	Vice President and Treasurer Viacom Inc. 1515 Broadway New York, N.Y. 10036
Susan C. Gordon	Viacom Inc. 1515 Broadway New York, N.Y. 10036	Vice President, Controller & Chief Accounting Officer Viacom Inc. 1515 Broadway

New York, N.Y. 10036

Executive Officers

Name	Business Address	Present Principal Occupation and Address of Employment
Mel Karmazin Chairman	Viacom Inc. 1515 Broadway New York, NY 10036	President & Chief Operating Officer Viacom Inc. 40 West 57th Street New York, N.Y. 10019
John Sykes President & CEO	Infinity Broadcasting Corporation 40 West 57th Street New York, N.Y. 10019	Chairman and Chief Executive Officer Infinity Radio Operations Infinity Broadcasting Corporation 40 West 57th Street New York, N.Y. 10019
Michael D. Fricklas EVP & Secretary	Viacom Inc. 1515 Broadway New York, NY 10036	Executive Vice President, Secretary & General Counsel Viacom Inc. 1515 Broadway New York, N.Y. 10036
Richard J. Bressler Senior EVP	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. EVP & Chief Financial Officer Viacom Inc. 1515 Broadway New York, NY 10036

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SCHEDULE IV

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

VIACOM INC.

D	ĺ	r	e	C	t	0	r	S	

Name	Business Address	Present Principal Occupation and Address of Employment
George S. Abrams	Winer & Abrams	Attorney
	60 State Street	Winer & Abrams
	Boston, MA 02109	60 State Street
		Boston, MA 02109

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David Andelman	Lourie and Cutler 60 State Street Boston, MA 02109	Lourie and Cutler
George H. Conrades	AKAMAI Technologies 500 Technology Square Cambridge, MA 02139	Chairman and Chief Executive Officer AKAMAI Technologies 500 Technology Square Cambridge, MA 02139
Philippe P. Dauman	DND Capital Partners, LLC 9 West 57th St. New York, N.Y. 10019	Co-Chairman and Chief Executive Officer DND Capital Partners, LLC 9 West 57th St. New York, N.Y. 10019
William H. Gray III	Fund/UNCF 8260 Willow Oaks	President and Chief Executive Officer The College Fund/UNCF 8260 Willow Oaks Corporate Drive Fairfax, VA 22031
Mel Karmazin	Viacom Inc. 1515 Broadway New York, NY 10036	President and Chief Operating Officer Viacom Inc. 1515 Broadway New York, NY 10036
Jan Leschly	Care Capital LLC Princeton Overlook 1 100 Overlook Center and Route, Suite 102 Princeton, NJ 08540	Chairman and CEO Care Capital LLC Princeton Overlook 1 100 Overlook Center and Route, Suite 102 Princeton, NJ 08540
David T. McLaughlin	Orion Safety Products 46 Newport road New London, NH 03257	Chairman and Chief Executive Officer Orion Safety Products Orion Safety Products 46 Newport road New London, NH 03257
Ken Miller	Ken Miller Capital, LLC C/o The Associated Group 650 Madison Avenue 25th Floor New York, N.Y.	President and Chief Executive Officer Ken Miller Capital, LLC c/o The Associated Group 650 Madison Avenue 25th Floor New York, N.Y. 10022

10022

SCHEDULE IV (Continued)

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

VIACOM INC.

Directors

Name	Business Address	Present Principal Occupation and Address of Employment
Leslie Moonves	Viacom Inc. 1515 Broadway New York, NY 10036	President and Chief Executive Officer of CBS Television CBS Television 7800 Beverly Blvd. Los Angeles, CA 90036
Brent D. Redstone	c/o Showtime Networks Inc. 1633 Broadway New York, NY 10019	Director, National Amusements, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements, Inc. and Executive Vice President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Sumner M. Redstone	Viacom Inc. 1515 Broadway New York, NY 10036	Chairman of the Board and Chief Executive Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036
Fredric V. Salerno	400 Westchester Avenue 2nd Floor White Plains, N.Y. 10604	Retired Not applicable
William Schwartz	Cadwalader Wickersham & Taft 100 Maiden Lane New York, N.Y. 10038	Counsel Cadwalader Wickersham & Taft 100 Maiden Lane New York, N.Y. 10038
Ivan Seidenberg	Verizon Communications 1095 Avenue of the Americas New York, NY 10036	President & Chief Executive Officer Verizon Communications 1095 Avenue of the Americas New York, NY 10036

Bill and Melinda Co-Chair & President Patty Stonesifer Bill and Melinda Gates Gates

Foundation Foundation

1551 Eastlake Ave. 1551 Eastlake Ave. East

Seattle, WA 98102

Seattle, WA 98102

Robert D. Cardinal Health, Chairman & Chief Executive

Walter Inc. Officer

7000 Cardinal Place Cardinal Health, Inc. Dublin, OH 43017 7000 Cardinal Place Dublin, OH 43017

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SCHEDULE IV _____

(Continued)

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

VIACOM INC.

Executive Officers

Business Address Present Principal

Occupation and Address of Name

Employment

Sumner M. Viacom Inc. Chairman of the Board and Redstone 1515 Broadway Chief Executive Officer

Chairman of the New York, NY 10036 Viacom Inc.

Board and Chief 1515 Broadway

Executive New York, N.Y. 10036 Officer

Mel Karmazin Viacom Inc. President and Chief President and 1515 Broadway Operating Officer

Chief Operating New York, NY 10036 Viacom Inc. Officer 1515 Broadway

New York, NY 10036

Richard J. Viacom Inc. Senior EVP & Chief Bressler 1515 Broadway Financial Officer Senior EVP & New York, NY 10 Viacom Inc. Chief Financial 1515 Broadway

Officer New York, NY 10036

Michael D. Viacom Inc. EVP, General Counsel and Fricklas 1515 Broadway Secretary EVP, General New York, NY 10036 Viacom Inc. Counsel and 1515 Broadway New York, NY 10036 Secretary

Viacom Inc. Senior Vice President, 1515 Broadway Controller, Chief Susan C. Gordon SVP, Controller, New York, NY 10036 Accounting Officer Chief Accounting Viacom Inc.

1515 Broadway New York, NY 10036

Carol Melton Viacom Inc. Senior Vice President,
Senior Vice 1515 Broadway Government Relations
President, New York, NY 10036 Viacom Inc.

Government 1515 Broadway Relations New York, NY 10036

Carl D. Folta Viacom Inc. Senior Vice President,
Viacom Inc. 1515 Broadway Corporate Relations
1515 Broadway New York, NY 10036 Viacom Inc.

New York, NY 1515 Broadway 10036 New York, NY 10036

William A. Viacom Inc. Sr. VP, Human Resources and Roskin 1515 Broadway Administration Sr. VP, Human New York, NY 10036 Viacom Inc. Resources and 1515 Broadway

New York, NY 10036 Administration Viacom Inc

Robert G. Viacom Inc. Vice President and Freedline 1515 Broadway Treasurer Vice President New York, N.Y. Viacom Inc.

and Treasurer 10036 1515 Broadway

New York, N.Y. 10036

Martin M. Shea Viacom Inc. Senior Vice President,

Martin M. Shea Viacom Inc. Senior Vice Senior Vice 1515 Broadway Investor Rel President, New York, NY 10036 Viacom Inc. Investor Relations

1515 Broadway Investor Relations New York, NY 10036

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SCHEDULE V

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

NAIRI, INC.

Directors

Officer

Business Address Present Principal

Name Occupation and Address of

Employment

George S. Abrams Winer & Abrams Attorney
60 State Street Winer & Abrams
Boston, MA 02109 60 State Street

Boston, MA 02109

David Andelman	Lourie and Cutler 60 State Street Boston, MA 02109	Lourie and Cutler
Philippe P. Dauman	DND Capital Partners, LLC 9 West 57th St. New York, N.Y. 10019	Co-Chairman and CEO of DND Capital Partners LLC DND Capital Partners, LLC 9 West 57th St. New York, N.Y. 10019
Brent D. Redstone	c/o Showtime Networks Inc. 1633 Broadway New York, NY 10019	Director of National Amusements, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Executive Vice President
Sumner M. Redstone	Viacom Inc. 1515 Broadway New York, NY 10036	Chairman of the Board and Chief Executive Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036

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SCHEDULE V (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 and Address of Employment	
Sumner M. Redstone Chairman and President	Viacom Inc. 1515 Broadway New York, NY 10036	Chairman of the Board and Chief Executive Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036	

Executive Vice	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements, Inc. and Executive Vice President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Vice President	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President and Treasurer of National Amusements, Inc. and NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Richard Sherman Vice President	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President of National Amusements, Inc. and NAIRI, Inc.National Amusements, Inc. 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

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SCHEDULE VI

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

National Amusements, Inc.

Directors

Name	Business Address	Present Principal Occupation and Address of Employment
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 60 State Street Boston, MA 02109	Attorney Lourie and Cutler 60 State Street Boston, MA 02109
Philippe P.	DND Capital	Co-Chairman and CEO of DND

Dauman	Partners, LLC 9 West 57th St. New York, N.Y. 10019	Capital Partners LLC DND Capital Partners, LLC 9 West 57th St. New York, N.Y. 10019
Brent D. Redstone	c/o Showtime Networks Inc. 1633 Broadway New York, NY 10019	Amusements, Inc. National Amusements, Inc.
Shari Redstone	· ·	President of National Amusements, Inc. and Executive Vice President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Sumner M. Redstone	Viacom Inc. 1515 Broadway New York, NY 10036	Chairman of the Board and Chief Executive Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036

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SCHEDULE VI

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 and Address of Employment
Sumner M. Redstone Chairman and President	_	Chairman of the Board and Chief Executive Officer Viacom Inc. 1515 Broadway New York, N.Y. 10036
	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements, Inc. and Executive Vice President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Jerome Magner	National	Vice President and Treasurer

Vice President Amusements, Inc. of National Amusements, Inc. and Treasurer 200 Elm Street and NAIRI, Inc.

Dedham, MA 02026 National Amusements, Inc.

200 Elm Street Dedham, MA 02026

Richard Sherman National Vice President of National Vice President Amusements, Inc. Amusements, Inc. and NAIRI, 200 Elm Street Inc.National Amusements, Inc.

Dedham, MA 02026 200 Elm Street

Dedham, MA 02026

Tilly Berman National

National Amusements, Inc. Secretary

National
Amusements, Inc.
National Amuse.
200 Elm Street Dedham, MA 02026 Dedham, MA 02026

Exhibit 99.1

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13D, dated May 15, 2000 (the "Schedule 13D"), with respect to the Common Stock, par value \$0.01 per share, of Westwood One, 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 28th day of March, 2002.

> Infinity Network, Inc. By: /s/ Michael D. Fricklas Michael D. Fricklas Executive Vice President

> Infinity Media Corporation By: /s/ Michael D. Fricklas Michael D. Fricklas Executive Vice President

Infinity Broadcasting Corporation By: /s/ Michael D. Fricklas

Michael D. Fricklas Executive Vice President

Viacom Inc.

By: /s/ Michael D. Fricklas

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

NAIRI, Inc.

By: /s/ Sumner M. Redstone

Sumner M. Redstone

Chairman and President

National Amusements, Inc.

By: /s/ Sumner M. Redstone

Sumner M. Redstone Chairman and Chief Executive Officer

/s/ Sumner M. Redstone

Sumner M. Redstone Individually