### SPORTSLINE COM INC Form SC 13D/A April 03, 2003

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

SCHEDULE 13D

(Amendment No. 4)

Under the Securities Exchange Act of 1934

SportsLine.com, Inc.
 (Name of Issuer)

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

848-934-10-5 (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)

April 1, 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(e)(f) or (g), check the following box / /.

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

1

Page 2 of 10 Pages

	P No. 848-934-1	
(1)	Name of Report S.S. or I.R.S.	ing Person Identification No. of Above Person
		SUMNER M. REDSTONE
(2)	Check the Appr Instructions) (a)	opriate Box if a Member of Group (See
′ /	(b)	
(3)	SEC Use Only	
(4)	Sources of Fun	ds (See Instructions) N/A
(5)		osure of Legal Proceedings is Required ems 2(d) or 2(e).
(6)	Citizenship or	Place of Organization United States
	er of	(7) Sole Voting Power
Bene Own	ares ficially ed by ach	<ul><li>(8) Shared Voting Power 17,326,740</li><li>(9) Sole Dispositive Power</li></ul>
Repo	rting rson	(10) Shared Dispositive Power 16,876,740
(11)	Aggregate Amou	ant Beneficially Owned by Each Reporting Perso
(12)	Check if the A Shares (See In	ggregate Amount in Row (11) Excludes Certain structions)
(13)	Percent of Cla	ss Represented by Amount in Row (11) 39.9%
(14)	Type of Report	ing Person (See Instructions) IN
		Page 3 of 10 Pages
CUSI	P No. 848-934-1	0-5
(1)	Name of Report	ing Person Identification No. of Above Person
		NAIRI, Inc. I.R.S Identification No. 04-3446887

\_\_\_\_\_

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

2

/ /	<pre>Instructions) (a)</pre>					
/ /	(b)					
(3)	SEC Use Only					
(4)	Sources of Fun	ds (S	ee Instructions)	N/A		
(5)	Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e).					
(6)	Citizenship or	Place	e of Organization Dela	ware		
	er of	(7)	Sole Voting Power			
Bene	ares ficially	(8)	Shared Voting Power 1	7,326,740		
Ε	ed by ach	(9)	Sole Dispositive Power			
_	rting rson	(10)	Shared Dispositive Power 1	6,876,740		
Wi		( - 7	1,11	.,,		
(11)	Aggregate Amou		neficially Owned by Each Rep 26,740	orting Person		
(12)	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
(13)	Percent of Cla	ss Rej	presented by Amount in Row (	11) 39.9%		
(14)	4) Type of Reporting Person (See Instructions) CO					
			Page 4 of	10 Pages		
CUSI	P No. 848-934-1	0-5 				
(1)	Name of Report S.S. or I.R.S.	_	erson tification No. of Above Pers	on		
			onal Amusements, Inc. S Identification No. 04-226	1332		
(2)	Check the Appropriate Box if a Member of Group (See Instructions) (a)					
/ /	(b)					
(3)	SEC Use Only					
(4)	Sources of Fun	ds (S	ee Instructions)	N/A		
(5)	Check if Discle Pursuant to Ite		of Legal Proceedings is Rec	uired		

 (6)	Citizenship on	r Plac	e of Organizat	ion Ma	aryland
	 er of		Sole Voting P		
_	ares		_		
Own	eficially ned by		Shared Voting		17,326,740
	Each orting	(9)	Sole Disposit	ive Power	
Pe	erson th	(10)	Shared Dispos	sitive Power	16,876,740
(11)	Aggregate Amou		neficially Own 26,740	ned by Each l	Reporting Perso
(12)	Check if the A			Row (11) Ex	cludes Certain
(13)	Percent of Cla	ass Re	presented by A	mount in Ro	w (11) 39.9%
(14)	Type of Report	ing P	erson (See Ins	tructions)	
				Page 5 o	of 10 Pages
				Page 5 (	of 10 Pages
CUSI	P No. 848-934-1	L0-5		Page 5 (	of 10 Pages
	P No. 848-934-1 Name of Report S.S. or I.R.S.	ing P			
	Name of Report	ing P	tification No.		
	Name of Report	ing P		of Above Pe	erson
(1)	Name of Report	viac	tification No. DM INC. S Identificati	of Above Pe	erson 2949533
(1)  (2)	Name of Report S.S. or I.R.S.  Check the Appr Instructions)	viac	tification No. DM INC. S Identificati	of Above Pe	erson 2949533
(1)  (2) / / /	Name of Report S.S. or I.R.S.  Check the Appr Instructions)	viac	tification No. DM INC. S Identificati	of Above Pe	erson 2949533
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(2) (2) (3) (4) (5)	Name of Report S.S. or I.R.S.  Check the Appr Instructions) (a)  (b)  SEC Use Only  Sources of Fur Check if Disc.	VIACLING POLICE CONTROL OF CONTRO	tification No.  OM INC.  S Identificati  te Box if a Me  ee Instruction  of Legal Proc (d) or 2(e).	of Above Person No. 04-2	erson  2949533   up (See   N/A  Required  elaware
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(1)  (2)  (3)  (4)  (5)  Shagenee  Own  E	Name of Report S.S. or I.R.S.  Check the Appr Instructions) (a)  (b)  SEC Use Only  Sources of Fur Check if Discl Pursuant to It  Citizenship or  Der of Lares	viace i.R. copria	tification No.  OM INC.  S Identificati   te Box if a Me  ee Instruction  of Legal Proc (d) or 2(e).  e of Organizat  Sole Voting P	of Above Person No. 04-2	erson  2949533  up (See  N/A  Required  elaware

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

		17,32	26,740				
(12)	Check if the A Shares (See In			in Row	(11) E	xcludes	Certain
(13)	Percent of Cla	_	resented	by Amou	nt in R	low (11)	39.9%
(14)	Type of Report			e Instru	ctions)	CO	
CUSII	P No. 848-934-1	0-5			Page 6	of 10	Pages
		·					
(1)	Name of Report S.S. or I.R.S.			n No. of	Above	Person	
			nghouse ( No. 25-		ing Com	ipany, I	nc.
(2) / /		-	e Box if		r of Gr	oup (Se	e
/ /	(b)						
(3)	SEC Use Only						
(4)	Sources of Fun	ds (Se	e Instruc				N/A
(5)	Check if Discl Pursuant to It		_		ings is	Requir	ed
(6)	Citizenship or	Place	of Organ	nization		Delawar	e
Numbe	er of	(7)	Sole Vot	ing Powe	 r		
Bene	ares ficially	(8)	Shared Vo	oting Po	wer	16,8	76,740
	ed by ach	(9)	Sole Disp	oositive	Power		
Repo	rting rson		Shared D:			r 16,	876 <b>,</b> 740
Wit	th			-			
(11)	Aggregate Amou		76,740				
(12)	Check if the A Shares (See In		ate Amount ions)		(11) E	xcludes	Certain
(13)	Percent of Cla	ss Rep		by Amou			
(14)	Type of Report	ing Pe	erson (See	 e Instru	 ctions)	CO	

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CUSIP No. 848-934-10-5

(1)	Name	of	Report	ing Person
	S.S.	or	I.R.S.	Identification No. of Above Person
				CBS BROADCASTING INC. I.R.S. Identification No. 13-0590730

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

Instructions)
/ / (a)

/ / (b)

/ / (D)

(3) SEC Use Only

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(4) Sources of Funds (See Instructions) N/A

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e).

\_\_\_\_\_

(6) Citizenship or Place of Organization New York

Number of (7) Sole Voting Power
Shares

Beneficially (8) Shared Voting Power 16,876,740
Owned by
Each (9) Sole Dispositive Power

Reporting
Person (10) Shared Dispositive Power 16,876,740
With

-----

(11) Aggregate Amount Beneficially Owned by Each Reporting 16,876,740

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

Shares (See Instructions)

(13) Percent of Class Represented by Amount in Row (11) 38.9%

(14) Type of Reporting Person (See Instructions) CO

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Item 1. Security and Issuer.

This Amendment No. 4 (the "Amendment") hereby

amends and supplements the Statement on Schedule 13D originally filed with the Securities and Exchange Commission on May 15, 2000, as amended (the "Schedule 13D") by CBS Broadcasting Inc. ("CBSBI"), Westinghouse CBS Holding Company, Inc. ("W/CBS HCI"), Viacom Inc. ("Viacom"), NAIRI, Inc. ("NAIRI"), National Amusements, Inc. ("NAI") and Mr. Sumner M. Redstone with respect to the Common Stock, par value \$.01 per share (the "Common Shares"), of SportsLine.com, Inc., a Delaware corporation ("SportsLine" or the "Issuer") with its principal executive office located at 2200 West Cypress Creek Road, Fort Lauderdale, Florida 33309.

# Item 2. Identity and Background.

Item 2 is amended as follows:

The sixth full paragraph of Item 2 (as restated in Amendment No. 1) is deleted and replaced with the following paragraph:

"NAI, a Maryland corporation, has its principal office at 200 Elm Street, Dedham, Massachusetts 02026. NAI's principal businesses are owning and operating movie theaters in the United States, the United Kingdom and South America and holding the common stock of NAIRI. Mr. Redstone holds approximately 83% of the voting securities of NAI as a voting trustee of various trusts."

# Item 5. Interest in Securities of the Issuer.

Item 5 is amended as follows:

"(a) and (b)CBSBI is the beneficial owner, with shared dispositive and voting power, of 16,876,740 shares, or approximately 38.9%, of the Issuer's issued and outstanding Common Shares (based on 43,425,414 Common Shares reported by the Issuer to be issued and outstanding as of April 1, 2003, including the 5,454,428 Common Shares issued to CBSBI as of that date).

W/CBS HCI is the beneficial owner, with shared dispositive and voting power, of 16,876,740 shares, or approximately 38.9%, of the Issuer's issued and outstanding Common Shares (based on 43,425,414 Common Shares reported by the Issuer to be issued and outstanding as of April 1, 2003, including the 5,454,428 Common Shares issued to CBSBI as of that date).

Viacom (i) is the beneficial owner, with shared dispositive and voting power, of 16,876,740 shares, and (ii) may also be deemed the beneficial owner, with shared voting power, of 450,000 shares held by Westwood One, Inc. ("WWO"), as a result of an agreement between WWO and one of Viacom's wholly-owned subsidiaries, for a total beneficial ownership of 17,326,740 shares or approximately 39.9%, of the Issuer's issued and outstanding Common Shares (based on 43,425,414 Common Shares reported by the Issuer to be issued and outstanding as of April 1, 2003, including the 5,454,428 Common Shares issued to CBSBI as of that date).

NAIRI (i) is the beneficial owner, with shared dispositive and voting power, of 16,876,740 shares, and (ii) may also be deemed the beneficial owner, with shared voting power, of 450,000 shares held by WWO, for a total beneficial ownership of 17,326,740 shares or approximately 39.9%, of the Issuer's issued and outstanding Common Shares (based on 43,425,414 Common Shares reported by the Issuer to be issued and outstanding as of April 1, 2003, including the 5,454,428 Common Shares issued to CBSBI as of that date).

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NAI (i) is the beneficial owner, with shared dispositive and voting power, of 16,876,740 shares, and (ii) may also be deemed the beneficial owner, with shared voting power, of 450,000 shares held by WWO, for a total beneficial ownership of 17,326,740 shares or approximately 39.9%, of the Issuer's issued and outstanding Common Shares (based on 43,425,414 Common Shares reported by the Issuer to be issued and outstanding as of April 1, 2003, including the 5,454,428 Common Shares issued to CBSBI as of that date).

As a result of his stock ownership in NAI, Mr. Sumner M. Redstone is deemed (i) the beneficial owner, with shared dispositive and voting power, of 16,876,740 shares, and (ii) may also be deemed the beneficial owner, with shared voting power, of 450,000 shares held by WWO, for a total beneficial ownership of 17,326,740 shares or approximately 39.9%, of the Issuer's issued and outstanding Common Shares (based on 43,425,414 Common Shares reported by the Issuer to be issued and outstanding as of April 1, 2003, including the 5,454,428 Common Shares issued to CBSBI as of that date).

(c) On April 1, 2003, SportsLine issued 5,454,428 Common Shares to CBSBI pursuant to the terms of its contract with CBSBI dated March  $5,\ 1997$ , as amended.

# Item 7. Material to be Filed as Exhibits.

Exhibit 1 Joint Filing Agreement among CBS Broadcasting Inc., Westinghouse CBS Holding Company, Inc., 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.

April 3, 2003

CBS Broadcasting Inc.

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

Westinghouse CBS Holding Company, Inc.

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

Exhibit 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 SportsLine.com, 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  $4\mathrm{TH}$  day of January, 2002.

CBS Broadcasting Inc.

By: /s/ Michael D. Fricklas

----Michael D. Fricklas
Executive Vice President

Westinghouse CBS Holding Company, Inc.

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.

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