

OMB APPROVAL

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FORM 3

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a)
of the Public Utility Holding Company Act of 1935 or Section 30(f)
of the Investment Company Act of 1940

1. Name and Address of Reporting Person: BMG Music, 1540 Broadway, New York, New York 10036-4098
2. Date of Event Requiring Statement: 3/11/98
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Issuer Name and Ticker or Trading Symbol: Take-Two Interactive Software, Inc. -- "TTWO" (NASDAQ)
5. Relationship of Reporting Person to Issuer: Director (checked), 10% Owner
6. If Amendment, Date of Original (Month/Day/Year)
7. Individual or Joint/Group Filing (Check Applicable Line): Form filed by One Reporting Person (checked), Form filed by More than One Reporting Person

See attachment.

TABLE 1 -- NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED

Table with 4 columns: 1. Title of Security (Instr. 4), 2. Amount of Securities Beneficially Owned (Instr. 4), 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5), 4. Nature of Indirect Beneficial Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
(Print or Type Responses)

(Over)
SEC 1473 (8/92)

FORM 3 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES BENEFICIALLY OWNED  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/ Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conver- sion or Exercise Price of Deri- vative Security	5. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercis- able	Expira- tion Date	Title	Amount or Number of Shares	

Series A preferred stock, par value \$.01 per share.	At any time.	None.	Common stock, par value \$.01 per share.	1,850,000	One-for-one (subject to anti-dilution adjustment).	See attachment. See attachment.
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Explanation of Responses:

See attachment.

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal  
Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\*\*Signature of Reporting Person \_\_\_\_\_ Date \_\_\_\_\_

Note. File three copies of this Form, one of which must be manually signed.  
If space provided is insufficient, See Instruction 6 for procedure.

Reporting Person: BMG Music  
1540 Broadway  
New York, New York 10036-4098

Date of Event

Requiring Statement: March 11, 1998

Issuer: Take-Two Interactive Software, Inc.  
"TTWO" (NASDAQ)

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Additional Reporting Persons

The initial statement of beneficial ownership of securities to which this is attached is filed on behalf of: BMG Music, a general partnership organized under the laws of the State of New York; BMG Music's controlling general partner, Bertelsmann Music Group, Inc., a corporation organized under the laws of the State of Delaware; Bertelsmann Music Group, Inc.'s sole stockholder, Bertelsmann, Inc., a corporation organized under the laws of the State of Delaware; Bertelsmann, Inc.'s sole stockholder, Bertelsmann AG, a corporation organized under the laws of the Federal Republic of Germany; Bertelsmann AG's controlling shareholder, Johannes Mohn GmbH, a limited liability company organized under the laws of the Federal Republic of Germany; and Johannes Mohn GmbH's controlling shareholder, Reinhard Mohn, an individual citizen of the Federal Republic of Germany. (Mr. Mohn, Johannes Mohn GmbH, Bertelsmann AG, Bertelsmann, Inc., Bertelsmann Music Group, Inc., and BMG Music are collectively referred to herein as "Reporting Persons").

The principal business offices of BMG Music, Bertelsmann Music Group, Inc., and Bertelsmann, Inc. are located at 1540 Broadway, New York, New York 10036-4098. The principal business offices of Bertelsmann AG, Johannes Mohn GmbH, and Reinhard Mohn, are located at Carl Bertelsmann Strasse 270, 33311 Gutersloh, Federal Republic of Germany.

Table II, Item 5

BMG Music (through its division BMG Entertainment) is the record holder of, and each other Reporting Person may be deemed to be the beneficial owner of, 1,850,000 shares of series A preferred stock (the "Preferred Stock") of Take-Two Interactive Software, Inc. ("Issuer") convertible into 1,850,000 shares of common stock, par value \$.01 per share, of Issuer (the "Common Stock"). As a result of its ownership of 1,850,000 shares of Preferred Stock, BMG Music and each other Reporting Person may be deemed to be the beneficial owner of 1,850,000 shares of Common Stock. The 1,850,000 shares of Common Stock which BMG Music and each other Reporting Person may be deemed to beneficially own represent approximately 15.8 percent of the total number of shares of Common Stock outstanding (after giving effect to the conversion of

Reporting Person: BMG Music  
 1540 Broadway  
 New York, New York 10036-4098

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the 1,850,000 shares of Preferred Stock held by BMG Music, and based upon information contained in Issuer's quarterly report on Form 10-QSB for the quarterly period ended January 31, 1998).

Table II, Item 6

See above under "Additional Reporting Persons".

Signatures

Dated March 23, 1998:               \s\ REINHARD MOHN  
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 REINHARD MOHN

JOHANNES MOHN GMBH

Dated March 23, 1998:               By: \s\ REINHARD MOHN  
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       Reinhard Mohn  
       Chairman

BERTELSMANN AG

Dated March 23, 1998:               By: \s\ MARK WOESSNER  
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       Mark Woessner  
       Chairman and Chief Executive Officer

BERTELSMANN, INC.

Dated March 23, 1998:               By: /s/ JACQUELINE CHASEY  
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       Jacqueline Chasey  
       Vice President and  
       Assistant Secretary

Reporting Person: BMG Music  
1540 Broadway  
New York, New York 10036-4098

Date of Event  
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BERTELSMANN MUSIC GROUP, INC.

Dated March 23, 1998:

By: \s\ THOMAS W. MCINTYRE

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Thomas W. McIntyre  
Senior Vice President and Treasurer

BMG MUSIC

By: BERTELSMANN MUSIC  
GROUP, INC., as general partner

Dated March 23, 1998:

By: \s\ THOMAS W. MCINTYRE

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Thomas W. McIntyre  
Senior Vice President and Treasurer