

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)
(Amendment No. ____)(1)

TAKE-TWO INTERACTIVE SOFTWARE, INC.
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE
(Title of Class of Securities)

874054109
(CUSIP Number)

January 25, 1999
Date of Event Which Requires Filing of this Statement

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

(1) 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.

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 (the "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 7 Pages

CUSIP No. 874054109

13G

Page 2 of 7 Pages

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Bridgehampton Investors, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Connecticut

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH PERSON REPORTING WITH	5	SOLE VOTING POWER
		None
	6	SHARED VOTING POWER
		None
	7	SOLE DISPOSITIVE POWER
		None
	8	SHARED DISPOSITIVE POWER
		None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* |__|

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

12 TYPE OF REPORTING PERSON

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

 1 NAME OF REPORTING PERSON
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

 Ryan A. Brant

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

 (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH PERSON REPORTING WITH	5	SOLE VOTING POWER 266,683
	6	SHARED VOTING POWER None
	7	SOLE DISPOSITIVE POWER 266,683
	8	SHARED DISPOSITIVE POWER None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

 266,683

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

 1.5%

12 TYPE OF REPORTING PERSON

 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Neil S. Hirsch

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER
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OWNED BY		222,276
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EACH

PERSON

REPORTING

WITH

6	SHARED VOTING POWER
---	---------------------

None

7	SOLE DISPOSITIVE POWER
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222,276

8	SHARED DISPOSITIVE POWER
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None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

222,276

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

1.2%

12 TYPE OF REPORTING PERSON

IN

 *SEE INSTRUCTIONS BEFORE FILLING OUT!

- Item 1(a). Name of Issuer:
TAKE-TWO INTERACTIVE SOFTWARE, INC.
- Item 1(b). Address of Issuer's Principal Executive Offices:
575 Broadway
New York, NY 10012
- Item 2(a). Name of Person Filing:
This Schedule 13G is filed on behalf of Bridgehampton Investors, L.P., Ryan A. Brant and Neil S. Hirsch (each a "Reporting Person").
- Item 2(b). Address of Principal Business Office or, if None, Residence:
c/o Take-Two Interactive Software, Inc.
575 Broadway
New York, NY 10012
- Item 2(c). Citizenship:
Mr. Brant and Mr. Hirsch are United States citizens. Bridgehampton Investors, L.P. is a Connecticut limited partnership.
- Item 2(d). Title of Class of Securities:
Common Stock, par value \$.01 per share.
- Item 2(e). CUSIP Number:
874054109
- Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

(a) - (j): Not applicable.

If this statement is filed pursuant to Rule 13d-1(c), check this box.
- Item 4. Ownership:

(a) Amount Beneficially Owned: Upon the dissolution of Bridgehampton Investors, L.P., a limited partnership, Mr. Brant and Bridgehampton Holdings, Inc., an entity controlled by Mr. Hirsch, received 266,683 and 222,276 shares of common stock, respectively, as a pro rata distribution of partnership interests.

(b) Percent of Class: *

(c) Number of shares as to which each person has:

- (i) sole power to vote or to direct the vote: *
- (ii) shared power to vote or to direct the vote: *
- (iii) sole power to dispose or to direct the disposition of: *
- (iv) shared power to dispose or to direct the disposition of: *

* See pages 2, 3 and 4 above.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof, the Reporting Persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following: |X|

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

"By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect."

SIGNATURE

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 8, 1999

Bridgehampton Investors, L.P.

/s/ Ryan A. Brant

By: Ryan A. Brant, General Partner

/s/ Ryan A. Brant

Ryan A. Brant

/s/ Neil S. Hirsch

Neil S. Hirsch