

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b) AND (c) 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)

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(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).

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

Bridgehampton Investors, L.P.  
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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ]  
(b) [ X ]

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Connecticut

-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER
3,948,048
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6. SHARED VOTING POWER
None
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7. SOLE DISPOSITIVE POWER
3,948,048
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8. SHARED DISPOSITIVE POWER
None

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,948,048

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

[ ]

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

39.2%

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12. TYPE OF REPORTING PERSON\*

PN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

Ryan A. Brant

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

(a) [ ]

(b) [ X ]

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER  
493,880

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6. SHARED VOTING POWER  
3,948,048

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7. SOLE DISPOSITIVE POWER  
493,880

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8. SHARED DISPOSITIVE POWER  
3,948,048

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,441,928

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

[ ]

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

42.0%

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12. TYPE OF REPORTING PERSON\*

IN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1. NAME OF REPORTING PERSON

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

Neil S. Hirsch

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

(a) [ ]  
(b) [ X ]

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER	None
6. SHARED VOTING POWER	3,948,048
7. SOLE DISPOSITIVE POWER	None
8. SHARED DISPOSITIVE POWER	3,948,048

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,948,048

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

[ ]

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

39.2%

-----  
12. TYPE OF REPORTING PERSON\*

IN

-----  
\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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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), check whether the person filing is a:

(a) - (h): Not applicable.

Item 4. Ownership:

(a) Amount Beneficially Owned: Includes (i) 3,948,048 shares of Common Stock owned of record by Bridgehampton Investors, L.P., of which Mr. Brant and an entity controlled by Mr. Hirsch are general partners and share voting and investment power with respect to such shares and (ii) 493,880 shares of Common Stock issuable upon the exercise of options owned by Mr. Brant.

(b) Percent of Class: 42.0%

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(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.

Not Applicable.

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.

Not Applicable.

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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 3, 1998

Bridgehampton Investors, L.P.

/s/ Ryan A. Brant

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By: Ryan A. Brant, General Partner

/s/ Ryan A. Brant

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Ryan A. Brant

/s/ Neil S. Hirsch

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Neil S. Hirsch

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