

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---|-------------------|------------------------------------|----------|--|-------------|----------------------------|--|-------------------------------------|-------------|--------------------|-------|--|-------------------------|--------------------------------------|---|---|--|
| SERPE FRANK | | | | | WORLD WRESTLING ENTERTAINMENTINC WWE | | | | | | | | Director 10% Owner | | | | | |
| (Last) | (Firs | it) (N | Middle) | | 3. Г | Date | of Earli | est Transa | ictio | n (MM | /DD/YYYY |) | | X_Officer (g | | ow) | Other (speci | fy below) |
| C/O WORL ENTERTAI | | | | AST | | | | 9/12 | 2/20 | 005 | | | | | | | | |
| MAIN STRI | EET | | | | | | | | | | | | | | | | | |
| | (Str | reet) | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | D/YY | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| STAMFOR | | | Zip) | | | | | | | | | | | X Form filed by | | rting Person One Reporting I | erson | |
| | | | Table 1 | I - Non- | Deri | ivati | ve Seci | ırities Ac | quir | ed, D | isposed o | f, or | · Be | neficially Own | ed | | | |
| 1. Title of Security (Instr. 3) | | | 2. Trans. D | | 2A. Deemed Execution Date, if any | | 3. Trans. Co (Instr. 8) | de 4. Securities A or Disposed of (Instr. 3, 4 and | | posed of (D | D) Fol | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) Instr. 3 and 4) | | Ownership of Indire Form: Benefic | 7. Nature of Indirect Beneficial | | |
| | | | | | | | | Code | v | Amou | (A) or (D) | Pri | rice | | | | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) |
| Class A Common Stock (1) 9/ | | | | 9/12/200 |)5 | | A | | 1500 | 0 A | \$(| 0 | 40406 | | D | | | |
| | Tak | ole II - De | rivative | Securiti | ies B | Bene | ficially | Owned (| e.g. , | , puts | , calls, w | arra | nts | , options, conve | rtible sec | urities) | • | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | 3. Trans. Date | 3A. Deer Executio Date, if a | n (Insti | | Acq Disp | | er of re Securities (A) or of (D) 4 and 5) | 6. Date Exercisa Expiration Date | | | | | | Jnderlying Derivative Security | | Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Security | | | Со | ode | V | (A) | (D) | Date Exer | cisable | Expiration Date | Title | | nount or Number of ares | | Following Reported Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | |

Explanation of Responses:

(1) Consists of Restricted Stock units that vest 1/3 on July 20, 2006, 2007 and 2008.

Reporting Owners

| Reporting Owners | | | | | | | | |
|---|---------------|-----------|--------------------|-------|--|--|--|--|
| Panarting Owner Name / Address | Relationships | | | | | | | |
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| SERPE FRANK | | | | | | | | |
| C/O WORLD WRESTLING ENTERTAINMENT, INC. | | | SVP, Finance & CAO | | | | | |
| 1241 EAST MAIN STREET | | | SVF, Finance & CAO | | | | | |
| STAMFORD, CT 06902 | | | | | | | | |

Signatures

Frank Serpe 9/12/2005

**Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.