

## INITIAL STATEMENT OF 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. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol		
<b>Vincent K. McMahon 2008 Irrevocable Trust</b>			<b>12/30/2008</b>		<b>WORLD WRESTLING ENTERTAINMENT INC [WWE]</b>		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<b>1241 E. MAIN STREET</b>			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>STAMFORD, CT 06902</b>					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

### Table I - Non-Derivative Securities Beneficially Owned

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)

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Class B Common Stock, par value \$.01 per share</b> <a href="#">(1)</a> <a href="#">(2)</a>	<b>12/30/2008</b> <a href="#">(3)</a>	<a href="#">(4)</a>	<b>Class A Common Stock, par value \$.01 per share</b>	<b>15000000</b>	<b>\$0</b>	<b>D</b>	

#### Explanation of Responses:

- Vincent K. McMahon is the trustee of the Vincent K. McMahon 2008 Irrevocable Trust (the "2008 Trust"), established as an estate planning vehicle for his benefit and the benefit of the members of his family to hold a portion of the shares of Class B common stock previously owned directly by him. Mr. McMahon has sole voting and investment power and authority with respect to 15,000,000 shares of Class B common stock held by the 2008 Trust until its termination on December 30, 2011, or his earlier death. During the initial three-year term, an annual annuity amount is payable to Mr. McMahon in trust shares of Class B common stock or other property.
- On the termination of the 2008 Trust, after annuity distributions to Mr. McMahon, any remaining trust shares of Class B common stock or other property will pass to successor trusts for other members of his family. Mr. McMahon will not act as trustee of such successor trusts and will have no voting or investment power with respect to their assets.
- The shares of Class B common stock are convertible at any time into shares of Class A common stock on a one-for-one basis at the option of the holder or upon their sale.
- There is no expiration date.

#### Remarks:

Exhibit List: 24.1 Power of Attorney

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vincent K. McMahon 2008 Irrevocable Trust 1241 E. MAIN STREET STAMFORD, CT 06902		X		

**Signatures**

/s/ Vincent K. McMahon

1/8/2009

\*\*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 5(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.

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that I, Vincent K. McMahon, in my individual capacity and in my capacity as trustee of the Vincent K. McMahon 2008 Irrevocable Trust (the "Trust"), do hereby make, constitute, designate and

appoint each of Michael C. McLean and Paul C. Cancilla as my true and lawful

Attorneys-in-Fact, for me and in my name and on my behalf individually and as trustee of the Trust:

1. To execute and file any and all documents required to be filed by me or the Trust with the Securities and Exchange Commission ("SEC"), including Form ID, Forms 3, 4, 5 and 144 and Schedules 13G and 13D and all amendments thereto;

2. To do and perform any and all acts which may be necessary or desirable (including, without limitation, procuring access codes by among other things filing a Form ID) to prepare, complete and execute such Forms 3, 4, 5 and 144 and Schedules 13G and 13D, complete and execute any amendment or amendments thereto, and timely deliver and file such forms, schedule or amendments with the SEC and any stock exchange or similar authority; and

3. To take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorneys-in-fact, may be of benefit to, in the best interest of, or legally required by, me or the Trust, it being understood that the documents executed by such attorneys-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorneys-in-fact may approve in such attorneys-in-fact's discretion.

I hereby grant to such attorneys-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if I was personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorneys-in-fact, or such attorneys-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

I acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at my request, are not assuming nor relieving any of my responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended ("Exchange Act").

I also acknowledge that the foregoing attorneys-in-fact do not assume (i) any liability for my responsibility to comply with the requirements of the Exchange Act, (ii) any liability for my failure to comply with such requirements, or (iii) any of my obligations or liabilities for profit disgorgement under Section 16(b) of the Exchange Act.

This Power of Attorney shall be effective immediately upon execution and shall be revoked by my giving to such attorneys-in-fact acting hereunder written notification of the revocation, which notice shall not be considered binding unless actually received.

I hereby declare that this Power of Attorney shall not be affected by my disability or incapacity and that as against me and all persons claiming under me, everything which my attorneys-in-fact shall do or cause to be done shall be valid and effectual in favor of any person claiming a benefit thereunder, who, before the doing thereof, shall not have had notice of revocation of this instrument.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be executed this \_\_\_ day of December, 2008.

WITNESS:

-----

GRANTOR:

*/s/ Vincent K. McMahon*

-----  
*Name: Vincent K. McMahon, individually  
and as trustee of the Vincent K.  
McMahon 2008 Irrevocable Trust*