



HAPPY ENDINGS

A Film by
Don Roos

Starring
Tom Arnold
Jesse Bradford
Bobby Cannavale
Sarah Clarke
Steve Coogan
Laura Dern
Lisa Kudrow
Jason Ritter
David Sutcliffe
and
Maggie Gyllenhaal

Production Notes

THE CAST

Frank.....TOM ARNOLD

Nicky.....JESSE BRADFORD

Javier.....BOBBY CANNAVALE

Diane.....SARAH CLARKE

Charley.....STEVE COOGAN

Pam.....LAURA DERN

Jude.....MAGGIE GYLLENHAAL

Mamie.....LISA KUDROW

Otis.....JASON RITTER

Gil.....DAVID SUTCLIFFE

Full cast credits on Page 27

THE FILMMAKERS

Written and Directed by.....DON ROOS
Produced by.....HOLLY WIERSMA
.....MICHAEL PASEORNEK
Executive Producers.....TOM ORTENBERG
.....NICK MEYER
.....MIKE ELLIOTT
Line Producer.....JON KUYPER
Co-Producers.....ALI FORMAN
.....BOBBY COHEN
.....MARC PLATT
Associate Producers.....ROBERT MELNIK
.....DONNA SLOAN
.....LAURA SMITH
Director of Photography.....CLARK MATHIS
Production Designer.....RICHARD SHERMAN
Editor.....DAVID CODRON
Costume Designer.....PEGGY ANITA SCHNITZER
Music Supervisor.....NICOLE TOCANTINS
Casting by.....LINDA LOWY, C.S.A.
.....JOHN BRACE

Filmmaker credits continued on Page 29

SYNOPSIS

Mamie is being blackmailed. This filmmaker named Nicky claims to know Mamie's son – the one she gave up for adoption – but Nicky won't introduce her to him unless he can film their reunion. Enter Javier, Mamie's massage therapist boyfriend, who convinces Nicky to film him instead. Now they're all making a movie about massage. And 'happy endings'...

Charley has a longtime boyfriend named Gil. Their best friends, Pam and Diane, once tried using Gil as a sperm donor. They said his sperm didn't take, but Charley thinks those control-freak lesbians are lying. Pam and Diane's two-year-old son looks exactly like Gil. And it's time to set the record straight...

Jude is pissed. Not at anyone in particular. Just in general. When her cousin kicks her out of the house, Jude shacks up with Otis, who's still trying to convince his father, Frank, that he's straight. Frank's a widower. And he's rich. So Jude decides to sleep with him, too. Really. The last thing she expected was to fall in love...

Just when you thought you knew everything about love and dysfunction, along comes HAPPY ENDINGS, Lions Gate Films' hilarious and heartfelt new comedy by writer/director Don Roos (THE OPPOSITE OF SEX, BOUNCE). Featuring a talented ensemble cast that includes Tom Arnold, Jesse Bradford, Bobby Cannavale, Sarah Clarke, Steve Coogan, Laura Dern, Maggie Gyllenhaal, Lisa Kudrow, Jason Ritter and David Sutcliffe, HAPPY ENDINGS deftly weaves together multiple stories to create a sharp, witty look at love, family and the sheer unpredictability of life itself. A feast of buried secrets, missed opportunities and welcome second chances, this wildly original comedy proves that the happiest ending of all is the one you least expect.

ABOUT THE PRODUCTION

In a Don Roos universe, people often do the wrong thing first. His characters lie, manipulate others and give in to lesser impulses; yet their genuine desire for love and acceptance always makes them appealingly human. It is this idiosyncratic blend of edginess and heart that has won Roos, the writer/director of *THE OPPOSITE OF SEX* and *BOUNCE*, such a fervent following. With *HAPPY ENDINGS*, his latest writing/directing effort, he continues to explore the many guises of dysfunction, spinning a funny, unpredictable ensemble story that examines deceit – and love – at play in a variety of relationships.

“Most of the time people cover up their vulnerabilities and their weaknesses and what they really want out of life,” says Roos. “Nobody wants to look weak. So most of my stories are about people trying not to look weak.”

“What I always respond to with a Don Roos script is his characters are just so damaged,” says Lisa Kudrow, who plays Mamie, an emotionally scarred woman who gave up a child for adoption as a teenager. “They don’t even have the first clue about where the damage is or what to do to heal it or fix it. So they just go out of their way to spin it into something else.”

Indeed, audiences accustomed to the faultless protagonists of typical Hollywood films will no doubt be surprised by Roos’s characters’ behavior. Laura Dern, who is no stranger to portraying challenging heroines in films like *CITIZEN RUTH*, believes Roos’s frankness is precisely what makes *HAPPY ENDINGS* so successful. “The best comedies are the ones that are honest. That’s where the humor comes from,” says the actress, who plays Pam, a lesbian who is raising a two-year-old son with her lover. “Given that the movie does deal with tolerance and broadening our concepts of honesty, family, friendship, it takes irreverence and also pretty brutal honesty to get to what we need to get to within ourselves.”

In her portrayal of Jude, a singer who seduces both a father and his gay son, Maggie Gyllenhaal was careful not to pass judgment on her character. “I think these are situations that all of us have found ourselves in,” she says. “You have to acknowledge the

complicated dark things that exist in your life as an audience member. And I think that's what Don's encouraging people to do."

Bobby Cannavale, who plays Mamie's Mexican boyfriend, Javier, is more blunt: "I think people who are shocked by any of this have their own issues to deal with."

The script for HAPPY ENDINGS was born out of Roos's interest in a simple premise: the relationship between a step-brother and a step-sister. "I thought that relationship was an interesting one. So that's what it started from," says the writer/director. "Then I asked myself a lot of questions and gradually the world started to build, like putting a grain of sand in an oyster."

When Roos had finished his script, his modest concept had developed into three distinct story lines with a cast of ten principal characters, all carefully interwoven. The stories are diverse: a woman blackmailed by an aspiring filmmaker; two gay couples in conflict over patrimony rights to a child; a trio consisting of a father, his gay son, and the free-spirited young woman who seduces them both. As disparate as they may be, these full-bodied characters are all unified by their common need and search for love.

"Love is the prime motivating factor for everyone in the film. They're all seeking love or seeking to love someone," says Roos. "It's true in my life, so I assume it's true in everybody's life. That's the kind of ego I have. If it's true for me, it's true for you."

And where there is love, there is usually sex. While not an overtly sexual film, each of the varied plots in HAPPY ENDINGS deals in some manner with the emotional consequences of sex, as well as the politics of procreation. "To me, sex is a really incredible, big part of a person's life," says Roos. "And I think the creation of a baby, the creation of another consciousness in the universe, is a huge thing. In the movie, Lisa says to Maggie that everything is a much bigger deal than we think. And that's basically my idea about sex. It's bigger than we think it is."

Adds Kudrow, "We think we're handling the important issues around reproduction, like adoption or abortion or surrogacy. But they're extremely personal and tricky to legislate. Nothing's black and white."

David Suttcliffe, whose character, Gil, finds himself in the middle of a patrimony suit with his best friend, appreciates Roos's inherent lack of judgment. "Don's just

throwing it out there. He shows the difficulty of these issues without preaching some kind of message.”

“It’s kind of a relief,” admits Sarah Clarke, who plays Diane, one half of a lesbian couple with Dern’s Pam. “When films show those awkward or ugly moments involving sex, it’s so much more human.”

Roos doesn’t shy away from applying his frank, honest approach to the sex act itself, either. As Otis, Frank’s closeted gay son, Jason Ritter was relieved the sex scenes weren’t “just pure stallion love scenes. There’s always something going on, some kind of emotion to play,” says Ritter. “Sex isn’t the ultimate goal of these characters. They’re all looking for something beyond that.”

Lisa Kudrow was the first cast member in the large ensemble to commit to HAPPY ENDINGS, primarily because Roos wrote the part of Mamie expressly for her. “Mamie is a woman who believes she’s in control of her life and she’s really not,” says Kudrow. “She gets to that point in her life where everything gets stripped away from her and she doesn’t have the choice but to confront her secrets.”

While the part supplies Kudrow with a number of Roos’s trademark one-liners, it also allowed Kudrow to explore her less-exposed dramatic side. “I don’t know that I’ve played anyone that truly damaged,” admits the actress. “I just wasn’t expecting to be crying so much in this script. It’s only specified in one spot. But it turns out there’s a lot more there. There are a lot of things that get to her.”

Roos recognizes that Kudrow’s talents, apart from her impeccable comedic timing, are well suited to conveying Mamie’s deep-rooted sense of alienation. “She’s just really good at playing a person who’s not comfortable in their own skin. She’s very good at showing us what it feels like to not feel a part of the world. And she’s just a great actress.”

For Kudrow, HAPPY ENDINGS is an opportunity to work with a friend and a like mind. “It’s the same great experience as the first time,” she says, recalling her collaboration with Roos on THE OPPOSITE OF SEX. “I trust Don completely. The words he writes always make sense. I have a connection with him and what he writes and the story he wants to tell. It’s very fulfilling.”

As Mamie, Kudrow spends most of her screen time opposite actors Bobby Cannavale and Jesse Bradford. Cannavale reports that he relished the opportunity to take on the unique character of Javier, Mamie's Mexican masseur boyfriend. "I'm always looking to play something completely different from the last time, so people will go, 'Oh, is that the same guy?'" he says. "Those are my favorite kinds of actors. Always have been."

For research, Cannavale scheduled a series of massages with different therapists, yet he admits he had trouble relaxing. "I spent the entire hour asking questions. You know, like, 'What are you doing now?' 'What are you doing to my leg?' 'Let me see your hands.'"

Bradford immediately connected to Nicky, the offbeat, quasi-loser who blackmails Mamie and Javier into helping him make a movie about sex workers in the massage industry. It's a character that Roos affectionately refers to as "everybody's favorite jackass."

"I just feel like I understand why he is the way he is," says Bradford. "Not that I sympathize with it, because it's not exactly right. It's not the way one should be. But I saw what made him, you know, him."

Coming to the project later in the casting process, Maggie Gyllenhaal surprised Roos with a completely different take on the character of Jude, the rebellious singer who uses sex to get what she wants. "Maggie just showed it to me and I totally bought it," remembers Roos. "Without changing a single line, she did something really beautiful that I hadn't expected. I was really, really thrilled with that."

Gyllenhaal was equally thrilled with the freedom Roos afforded her. "Don is so comfortable with himself as a director, as a writer, as a thinker, as an artist. It's fine with him to let someone else have an opinion. I had such a great time."

Since her character sings in the film, Gyllenhaal volunteered to record her own voice for use in certain scenes – something which turned into an unexpected challenge. "It was much harder than I thought," she admits. "I had all these covers and protective things on my voice. It took me about two days of, you know, eight hours a day in the studio before I heard something that I felt was really honest."

Out of Roos's large ensemble, the casting choice that will probably surprise audiences most is Tom Arnold, who plays Frank, a wealthy playboy Dad who falls in love with Gyllenhaal's Jude. "This is not a role that people would normally cast me in, the quasi-romantic quasi-leading guy kind of role," says Arnold. "Don told me that he originally wrote it for me after spending time with me...Uh, I guess in my life, I've probably made some mistakes with women."

"Tom has a huge heart," says Roos. "Frank is this guy that you think is one way, but inside he's very, very vulnerable and very open and a very loving guy. And Tom gave me that dichotomy. He was a surprise to some people, but not to me. Frank is very close to who he is."

Gyllenhaal agrees: "Tom was so open and honest and—not a false thing came out of him. And that is more than I can say about almost any actor. I loved acting with him."

HAPPY ENDINGS was shot in only thirty days, a relatively short shoot; but Roos adopted a fluid, hand-held shooting style that allowed for experimentation and rapid set-ups. There was no rehearsal period, so the cast had to work through creative issues while shooting was under way. "From day one the actors had to be there, in character," says Roos. "There weren't any days when it was like, 'Oh these are unimportant scenes.'"

For Steve Coogan and David Sutcliffe, two straight actors playing a gay couple, there was no time to adjust gradually to their on-screen relationship. "There's something to be said for throwing it all away and saying, 'Let's just do it,'" says Sutcliffe. "If both people are open enough, you just make it happen in a second. It's just like, 'Bang, here he is. This is my guy.'"

"To make something believable, it requires something genuine. You have to have a certain generosity of spirit towards your fellow actors," says Coogan. "This is a stellar cast of highly competent actors who all raise the game. It makes you work that little bit harder."

Coogan also credits Roos's writing for making such a fast shoot possible. "Every word is so well thought out," he says. "Don's very detailed. So, for an actor, it's just a case of doing justice to the script. That's why it's a pleasure and a privilege to be involved in his work."

Ritter agrees wholeheartedly. “He really puts a lot of thought into the past, present and future of these characters and that’s just so liberating,” he says.

Despite the creative constraints of a short production schedule, the cast members unanimously agree it was one of the best shooting experiences they’ve had. “Don is amazing on set,” reports Cannavale. “We’ve had nothing but good times.”

“He’s just very relaxed and very funny,” adds Sutcliffe, “but also very clear about what he wants and what he likes. He’s terrific.”

Says Arnold, “This is a different kind of set. Everybody from top to bottom just wants to be here. Nobody’s making the big bucks. They just believe in Don and what he’s written. I’m so happy to be a part of it. The whole experience is a happy ending.”

Indeed, the title ‘HAPPY ENDINGS’ seems to lend itself to a variety of interpretations, some of which, at least, Roos intended. “Well, in a massage if um, if the masseur drifts into an area and stays there for a while, the massage ends happily,” says the director dryly.

Then he adds, “In the world I’m creating, even people who do really bad things like blackmail and extortion and lying and trickery end up in some way happy. So I did want happy endings. I like happy endings. It’s hard to get an audience to believe in a sincere happy ending. So that was a challenge and I wanted to do that.”

“I think the movie leaves everybody a little bit shifted, a little bit moved. Healthy and happy, but also a lot of other things,” says Gyllenhaal. “Also broken, still. Also sad. Also lost. The way life is.”

“People can achieve a kind of equilibrium rather than a constant state of happiness,” offers Coogan. “That’s what ‘HAPPY ENDINGS’ means.”

For Dern, the title is at once sincere and irreverent, a juxtaposition that seems to encapsulate Roos’s sensibility. “True happiness is about truth. It’s not going to be wrapped up in a perfect bow,” she says. “Being human is more of a happy ending than some Disney-ized version, which frankly terrified us all as children. Real life can be damn fun if you live it from your heart. And it just feels like that’s his point of view and I love him for that.”

“This movie is about the human comedy,” adds Roos. “You get, if you’re lucky, eighty years on a planet, and all the time you’re here you know you’re dying. You have a

mix of these powerful ideals and very animalistic yearnings. You're very, very private and nobody really knows you and you have to get your satisfaction from fellow creatures like yourself. I just think the human story is an interesting one. We're animals who think we're Gods."

Roos hopes that the desires and foibles of his characters will resonate on a personal level with audiences. "Hopefully, they will laugh and they will be moved," says the filmmaker. "They'll see people like themselves in one respect doing extraordinary things but behaving like real people. And I think they'll enjoy the world they're in. I did, you know. I certainly did making it. So I hope they will, too."

ABOUT THE CAST

TOM ARNOLD (Frank)

As a writer, producer, and actor, Tom Arnold has established himself with both television and film audiences worldwide, having won such awards as the Peabody Award for writing, and a Golden Globe for writing and producing.

Tom Arnold can currently be seen hosting “BEST DAMN SPORTS SHOW PERIOD” on Fox Sports Net. Arnold joins former NBA All-Star John Salley, Ex-MLB manager Kevin Kennedy, 14-year NFL veteran Ray Crockett, and host Chris Rose in this one-hour sports/entertainment television show combining the sports and comedy worlds in a unique “guy talk” format. The show airs Monday through Friday at 8:00 PM and 11:00 PM/PST on the Fox Sports Net.

Arnold is currently writing two scripts for MGM, “THERE GOES THE NEIGHBORHOOD” and the newly completed “THE KID AND I.” “THERE GOES THE NEIGHBORHOOD” is about a wealthy woman who gets revenge on her cheating husband with a neighborhood car detailer. “THE KID AND I” is an action comedy that he wrote for a wealthy entrepreneur who was looking to create a starring opportunity for his physically challenged son.

Arnold was last seen in “SOUL PLANE” for MGM as well as the Warner Bros film, “CRADLE TO THE GRAVE,” with DMX and Jet Li. The film re-teamed Arnold with director Andrej Bartkowiak and producer Joel Silver. He was also seen in the Bartkowiak and Silver action film “EXIT WOUNDS,” opposite Steven Seagal and DMX for Warner Bros. In “CRADLE TO THE GRAVE,” Arnold played an arms dealer who helps DMX and Jet Li solve the kidnapping of DMX's daughter.

Arnold began his career in comedy at the University of Iowa before moving to Minneapolis, where he won the Minneapolis Comedy Competition in 1988. He then moved to Los Angeles to write on the highly successful television series, “ROSEANNE,” before eventually serving as executive producer for the sitcom. He went on to star in three installments of his own HBO special entitled “TOM ARNOLD: THE NAKED TRUTH,” and then wrote, produced and starred in three of his own television series “THE JACKIE THOMAS SHOW,” “TOM” and “THE TOM SHOW.”

Arnold's other film credits include “NINE MONTHS” with Hugh Grant, Julianne Moore, and Robin Williams; James Cameron's “TRUE LIES” with Arnold Schwarzenegger; “HERO” with Dustin Hoffman; “AUSTIN POWERS: INTERNATIONAL MAN OF MYSTERY” with Mike Myers and in “ANIMAL FACTORY,” directed by Steve Buscemi, for which he received great critical notice for his portrayal of a convict.

Born in Iowa, he has established a writing scholarship and runs an acting workshop for students at the Indian Hills Community College in Iowa. He is also very active with the

San Diego Center For Children, which cares for abused and neglected children as well as The Race to Erase MS, The Kayne-Eras Center and Hollygrove children's home.

Arnold currently resides in Los Angeles.

JESSE BRADFORD (Nicky)

One of the most gifted actors of his generation, Jesse Bradford is making his mark in Hollywood as he continues to challenge himself with a diversity of roles.

Bradford will next be seen starring in Merchant Ivory's "Heights" opposite Glenn Close, James Marsden and Elizabeth Banks for Sony Classics on May 6, 2005.

Bradford is well known for his roles in Peyton Reed's "Bring It On" opposite Kirsten Dunst and John Polson's thriller "Swimfan" opposite Erika Christensen. Both films debuted at number one in the box office in August 2000 and September 2002 respectively.

Bradford made his breakthrough performance in Steven Soderbergh's acclaimed "King of the Hill." Jesse's role in this film garnered him a Best Actor nomination by the Chicago Film Critics.

Bradford's other film credits include: Michael Clancy's "Eulogy," Jonathon Frakes' "Clockstoppers," Phillip Borsos' "Far From Home: The Adventures of Yellow Dog," Iain Softley's "Hackers," Baz Luhrmann's "Romeo and Juliet," James Ivory's "A Soldier's Daughter Never Cries," Michael Radford's "Dancing at the Blue Iguana," and Nickolas Pailey's "Speedway Junky."

On television, Bradford guest starred on NBC's Emmy winning drama, "The West Wing" as Ryan Pierce, the intern to Joshua Lyman (Bradley Whitford).

Bradford graduated from Columbia University in New York and currently resides in Los Angeles.

BOBBY CANNAVALE (Javier)

Bobby Cannavale recently received a lot of attention as the motor-mouthed hot dog vendor who befriends an outsider in his small New Jersey town in Miramax's THE STATION AGENT, written and directed by Tom McCarthy. Bobby's performance (and those of his co-stars) helped earn a SAG award nomination for Outstanding Performance by a Cast in a Motion Picture and helped win the Audience Award at the 2003 Sundance Film Festival.

Bobby's recent projects include Miramax's SHALL WE DANCE co-starring Richard Gere, Susan Sarandon and Jennifer Lopez. Bobby can next be seen in HAVEN co-starring Orlando Bloom and Bill Paxton, and John Turturro's ROMANCE &

CIGARETTES co-starring Kate Winslet, James Gandolfini and Christopher Walken. Cannavale can currently be seen on television in WILL & GRACE as Will Truman's boyfriend and HBO's SIX FEET UNDER.

Bobby started working on television when he met John Wells and took a recurring role on his NBC series TRINITY. After that, Wells asked Cannavale to star in THIRD WATCH. Since then, he has also appeared in HBO's SEX IN THE CITY and OZ, A&E's 100 CENTRE STREET, ALLY MCBEAL and KINGPIN.

On the big screen, Cannavale has been seen in Spike Lee's 3AM; Kevin Costner's THE POSTMAN; Sidney Lumet's NIGHT FALLS ON MANHATTAN and GLORIA; THE BONE COLLECTOR opposite Angelina Jolie; Alec Baldwin's THE DEVIL AND DANIEL WEBSTER; THE GURU opposite Heather Graham and Marisa Tomei and the critically acclaimed independent WASHINGTON HEIGHTS.

Bobby's career began in the theatre. He has worked at the Lee Strasberg Institute, Naked Angels, Circle Rep, The Public, Williamstown and The Roundabout. Bobby can currently be seen on stage in the 28th anniversary revival of HURLY BURLY opposite Ethan Hawke, Parker Posey and Wallace Shawn.

SARAH CLARKE (Diane)

With a starring role on the critically praised television series, "24," Sarah Clarke has instantly become a household name. Portraying the role of "Nina Myers," Clarke shocked over 10 million viewers when her character was exposed in the first season's finale as "the mole."

Clarke, a St. Louis, Missouri native became interested in the creative arts when she was employed as an architectural photographer in her hometown city. Upon moving to New York City, Clarke immersed herself into acting by enrolling into the Circle in the Square Theater School. Upon graduating, Clarke worked with acclaimed director Robert Wilson, the Axis Theater Company and the Tony-nominated Willow Cabin Theater Company.

In her first on-camera role in the short film, "Pas de Deux," Clarke was recognized with the CiNY Award from CineWomen NY for *Outstanding Performance* at the Brooklyn Film Festival. Shortly thereafter, Clarke made guest appearances on "Sex and the City" and "Ed" before landing a starring role in "24."

On the big screen, Clarke was seen in the Fox Searchlight coming-of-age drama, "Thirteen," which garnered the *Best Director* award for Catherine Hardwicke at the 2003 Sundance Film Festival, and stars Holly Hunter and Evan Rachel Wood. Clarke also appeared the independent feature, "Emmett's Mark" which premiered this year at the inaugural Tribeca Film Festival in 2002. The film also stars Scott Wolf and Tim Roth. She was also seen in the indie film, "Below the Belt," for director Robert M. Young.

Clarke shares her time between Los Angeles and New York.

STEVE COOGAN (Charley)

Steve was born and raised in Manchester where he trained as an actor at the Manchester Polytechnic School of Theatre. While studying he saw stand up as a way of obtaining an equity card. He was soon spotted by a television scout and offered a spot on "First Exposure," which led to many television appearances including "The Prince's Gala Trust" for the Prince and Princess of Wales, "Stand-Up," "Up-Front," "Paramount City," "London Underground" and "Word In Your Ear." He was also a regular voice on "Spitting Image" for several years.

In 1992 he won the Perrier Award for his show "Steve Coogan In Character with John Thomspon," at which he launched his character Paul Calf. Paul Calf became a regular on "Saturday Zoo;" on this show he introduced a new character Paul's sister Pauline Calf.

Whilst working on radio, his character Alan Partridge was created in "On The Hour" which transferred to television and became "The Day Today" and eventually "Knowing Me, Knowing You." The show was also transferred to television and received huge critical acclaim along with numerous awards.

He went on to write and perform in "The Paul Calf Video Diaries" for which he won a BAFTA for his performance in Pauline Calf's video diary "Three Fights, Two Weddings and a Funeral."

In 1994 at the British Comedy Awards he won Top Male Comedy Performer, Top Comedy Personality and "Knowing Me, Knowing You" won Best New Television Comedy.

He went on to do a film "Resurrected," several episodes of "Harry" and "Indian in the Cupboard" for Paramount in which he played a first world war soldier. He then did a series for BBC 2 "Coogan's Run" playing lots of his different characters. Then went on to play Mole in "Wind in the Willows," directed by Terry Jones.

He wrote and starred in a Christmas Special for BBC 2 "Tony Ferrrrino's Phenomenon" for which he received the Silver Rose of Montreux Award.

Steve appeared in a lead role in the film "Revenagers Comedies" and in a screen 1 film entitled "The Fix."

Steve won two BAFTA'S for Best Comedy Series and Best Comedy Performance for his series "I'm Alan Partridge."

He completed a successful sell out tour of the UK with his live show “The Man Who Thinks He’s It,” which won a South Bank Show Award and broke all box office records for a comedy show in London’s West End.

Steve then took a couple of years out to write a film with his business partner Henry Normal. “The Parole Officer” was produced by Duncan Kenworthy and Andrew Macdonald and directed by John Duigan. It was also one of the top grossing British films of the year.

Steve and Henry set up their own production company, Baby Cow Production three years ago and have produced a number of award winning programmes--“Marion and Geoff,” “Human Remains,” “The Sketch Show,” “Dr Terrible’s House of Horrible,” “A Small Summer Party,” “Up in Town’ with Joanna Lumley.” “Marion and Geoff” is currently showing a new series on BBC 2 and receiving critical acclaim. “Cruise of the Gods,” a TV film made for BBC 2, was shown last Christmas.

April 2002 saw the release of “24 Hour Party People,” a Revolution Film directed by Michael Winterbottom about Factory Records and the rise and fall of Tony Wilson, played by Steve.

Autumn 2002 saw the release of a new series of “I’m Alan Partridge,” which again received rave reviews. December 2003 saw the release of “Samuel Pepys,” the BBC 2 historical drama charting the famous diarist. Steve received 2003’s Best Comedy Actor Award for his role as Alan Partridge.

This year has seen the release of two, very different, film projects for Steve: Frank Coraci’s “Around the World in Eighty Day,” in the role of Phileas Fogg, with Jackie Chan as Passepartout, and Jim Jarmusch’s film “Coffee & Cigarettes,” which debuted at the 2003 Venice Film Festival. He also provided the voice of Heston in the film “Ella Enchanted,” and that of Philip the Horse in Pete Baynham’s critically acclaimed “I Am Not An Animal.”

The All Star Sketch Show, a series of star studded comedy specials featuring the best of British comedy talent also saw Steve performing and writing. He has two films in post production, including “The Alibi,” Matt Checkowski and Kurt Mattila’s directorial debut, which has Steve starring as a man who runs an alibi service for adulterous husbands and gets into a jam with a new client. In trying to remedy the situation, he must rely on an alluring woman (Rebecca Romijn Stamos). Other actors involved include Sam Eliot, James Marsden and Selma Blair

Steve has spent recent weeks filming Michael Winterbottom’s latest project, “The Life and Times of Tristram Shandy” in the title role.

LAURA DERN (Pam)

Laura Dern has emerged as one of the great actresses of her generation proving that she is capable of great depth and range, touching audiences and critics alike with her moving and heartfelt performances.

Dern recently starred as the complex and conflicted “Terry Linden” opposite Mark Ruffalo in the feature film “We Don’t Live Here Anymore” for Warner Bros. Independent. Warner Bros. Independent acquired the rights to the film after it received critical acclaim at the 2004 Sundance Film Festival. Directed by John Curran and based on two short stories by Andre Dubus II (“In the Bedroom”), this drama examines the consequences of infidelity which befall two marriages.

Dern appeared in a diverse selection of roles in three very different feature films in 2001. She starred alongside Sean Penn and Michelle Pfeiffer in New Line Cinema’s critically acclaimed “I Am Sam,” as Steve Martin’s suspicious dental hygienist girlfriend in Artisan Entertainment’s dark comedy, “Novocaine,” and opposite William H. Macy in “Focus” for first time director Neil Slavin. “Focus” was screened in competition at the Toronto Film Festival. Dern also had a cameo appearance that year in Universal Pictures’ “Jurassic Park III,” which re-teamed her with director Joe Johnston and actor Sam Neill.

On television in 2001, Dern delivered a captivating performance in Showtime’s “Damaged Care” in which she portrayed the real-life ‘Dr. Linda Peeno,’ an advocate and whistleblower against HMO’s managed care practices. Dern also served as a producer on this project. Earlier that year, Dern appeared in Lifetime Television’s “Within These Walls,” opposite Ellen Burstyn. Dern also starred in Showtime Television’s quirky romantic comedy, “Daddy and Them,” a film written and directed by Billy Bob Thornton.

In January of 1999 the Sundance Institute presented Dern with the Piper Heidseick Award for Independent Vision (recently re-named the Sundance Institute to Independent Vision Award), following in the footsteps of previous honorees such as Nicolas Cage, Tim Robbins, Kevin Spacey, Benecio Del Toro and Julianne Moore. Each year, this award is bestowed by the Sundance Film Festival in recognition of the original voice and vision of an actor whose work reveals commitment to independent spirit and artistic merit.

In 1996, Dern starred in Miramax Films' critically acclaimed black comedy "Citizen Ruth," directed by then-newcomer Alexander Payne (who has since earned an Academy Award for his film, “Election”). Dern portrayed a young, glue-sniffing homeless woman whose pregnancy becomes a lightning rod for both Pro-Life and Abortion Rights groups. She received rave reviews by critics such as David Denby of New York magazine who commented, “Laura Dern’s performance is startlingly vivid and detailed....sheer exuberant comedy. She has the gift of transparency” and The Hollywood Reporter which stated, “Dern distinguishes herself as the frazzled, self-destructive Ruth. Dern’s gangly

exuberance and trashy thrashings are perfect.” “Citizen Ruth” was screened at the Montreal Film Festival where Dern was awarded “Best Actress” for her role.

In 1993, she starred opposite Sam Neill and Jeff Goldblum in Steven Spielberg's worldwide phenomenon and record-breaking box office success, "Jurassic Park," the first of the trilogy about cloned dinosaurs. Later that year, she starred opposite Clint Eastwood and Kevin Costner in the Warner Brother's film "A Perfect World," which Eastwood also directed.

In one of the most critically applauded performances of the year, Laura Dern received both an Academy Award nomination and a Golden Globe nomination in 1992 for her performance as 'Rose' in the acclaimed film "Rambling Rose," directed by Martha Coolidge and co-starring her mother, Diane Ladd. Janet Maslin of The New York Times boldly stated that Dern is weirdly lovable in a “sidesplitting performance proving herself as a terrific physical comedian.” This film upholds its place in history as the first time that a mother/daughter team has earned Academy Award nominations for the same project.

In 1985, Dern won the Los Angeles Film Critics' New Generation Award for her performance in the coming-of-age story "Smooth Talk" and “Mask.” She has starred in two films for director David Lynch: "Blue Velvet" in 1986 and "Wild at Heart," winner of the Palme d' Or at the 1990 Cannes Film Festival, which co-starred Nicolas Cage. Dern's other film credits include Robert Altman's “Dr. T and the Women,” “October Sky,” "Fat Man and Little Boy," "Haunted Summer," "Teachers," “Foxes” and "Ladies and Gentleman, The Fabulous Stains."

Dern made her directorial debut with a short film called "The Gift," which aired as part of Showtime's "Directed By" series in October 1994. The cast included Mary Steenburgen, Bonnie Bedelia, Isabella Rossellini, Mary Kay Place, Peter Horton and her mother, Diane Ladd.

In 1997 Dern was nominated for an Emmy Award and won an American Comedy Award for her guest-starring role in the controversial *Puppy Episode* of the ABC comedy, "Ellen." She received a 1998 Golden Globe nomination for her role in Jane Anderson's "The Baby Dance," produced by Jodie Foster's Egg Productions for Showtime. “The Baby Dance” was also awarded with two 1998 Peabody Awards.

Dern received the Golden Globe Award for Best Actress, as well as Emmy and Cable ACE nominations for her starring role in the 1992 telefilm "Afterburn." Her other work on television includes Showtime's critically acclaimed film noir series, “Fallen Angels,” for which she received an Emmy nomination, and Showtime's original film, "Down Came a Blackbird," which she also produced, opposite Vanessa Redgrave and Raul Julia.

Out of appreciation and respect for the extraordinary gift the Dern family has brought to the big and small screen, The Hollywood Entertainment Museum honored Bruce, Diane and Laura with the Hollywood Legacy Award.

Dern resides in Los Angeles with Ben Harper and their two-year-old son.

MAGGIE GYLLENHAAL (Jude)

Maggie Gyllenhaal is one of the great young actresses of today. After receiving rave reviews out of the 2002 Sundance competition for her starring role opposite James Spader in Lion's Gate's *Secretary*, she went on to get a Golden Globe nomination for "Best Actress in a Comedy or Musical," an Independent Spirit Award nomination for "Best Actress," a Chicago Film Critics' Award for "Most Promising Performer," a Boston Film Critics' Award for "Best Actress," a National Board of Review Award for "Breakthrough Performance" and an IFP/ Gotham "Breakthrough Performance" Award.

Currently, Maggie is filming *Trust the Man* with Julianne Moore and Ellen Barkin. She recently wrapped the independent film *Shall Not Want*, which follows a female convict in her struggle to overcome her drug addiction and regain custody of her daughter as well as the post 9/11 New York ensemble piece, *Great New Wonderful*.

In the past few years, audiences saw Maggie in John Sayles' *Casa De Los Babys* with Daryl Hannah and Lily Taylor and Mike Newell's much-anticipated *Mona Lisa Smile* in which Maggie co-starred with Julia Roberts, Julia Stiles and Kirsten Dunst. She was also in *Criminal* with Diego Luna and John C. Reilly. Maggie also starred in Tony Kushner's play *Homebody/Kabul*, which ran in both Los Angeles and at B.A.M.

In recent years, she has appeared in Spike Jonze's *Adaptation* with Nicolas Cage and Miramax's *Confessions of a Dangerous Mind*. She was also seen in both Penny Marshall's *Riding In Cars With Boys* with Drew Barrymore, and Miramax's *40 Days and 40 Nights* with Josh Hartnett and Shannyn Sossamon, directed by Emmy-nominated Michael Lehmann.

Also accomplished on stage, Gyllenhaal starred as "Alice" in Patrick Mauber's award-winning *Closer* at the Mark Taper Forum in Los Angeles for director Robert Egan, and previously at the Berkeley Repertory Theatre. She has also appeared in *Anthony and Cleopatra* at the Vanborough Theatre in London.

Maggie made her feature film debut in 1992, alongside Jeremy Irons and Ethan Hawke in *Waterland*. This was followed by a memorable performance as "Raven", the Satan-worshipping make-up artist in John Waters' quirky Hollywood satire, *Cecil B. Demented*, which led her to a co-starring role in *Donnie Darko*, a fantasy-thriller about disturbed adolescence.

Gyllenhaal is a 1999 graduate of Columbia University where she studied Literature and Eastern Religion.

LISA KUDROW (Mamie)

Emmy Award-winning actress Lisa Kudrow is distinctively different from Phoebe Buffay, the character she brilliantly portrayed on the NBC hit comedy series “Friends” for ten seasons. Five times nominated (one win) by the Academy of Television Arts and Sciences for the Emmy Award for Outstanding Supporting Actress in a Comedy Series, Lisa has also received a Screen Actors Guild Award for Outstanding Performance by a Female Actor in a Comedy Series, an American Comedy Award for Funniest Supporting Female Performer in a Television Series, and a Golden Globe Award nomination.

In addition to Lisa’s success on television, she has received rave reviews for her feature film roles. She won the Best Supporting Actress Award from the New York Film Critics, an Independent Spirit Award nomination and a Chicago Film Critics Award nomination for her role in the Don Roos scripted and directed film “The Opposite of Sex” (1998). She also won a Blockbuster Award and received a nomination for an American Comedy Award for her starring role opposite Billy Crystal and Robert DeNiro in the Warner Bros. box-office hit “Analyze This” (1999) for director Harold Ramis.

Her recent film credits include starring roles in “Wonderland” with Val Kilmer, in which she portrayed Sharon Holmes, wife of porn star John Holmes, in the film based on the infamous Wonderland Avenue murders; the Warner Bros. film “Analyze That” (2002), the sequel to “Analyze This;” the Columbia Pictures film “Hanging Up” (2000) opposite Meg Ryan and Diane Keaton; in Paramount’s “Lucky Numbers” (2000) with John Travolta; in the critically acclaimed hit comedy “Romy & Michele’s High School Reunion” (1997) with Mira Sorvino; in “Clockwatchers” (1997) in which she starred opposite Toni Collette and Parker Posey and in Albert Brooks’ comedy “Mother” (1996).

Lisa has always been passionate about acting, but never thought of it as a career until after college. While growing up, she performed and reenacted many of her favorite movie scenes for family and friends.

When Lisa returned to California after receiving a degree in biology from Vassar College, her passion to act and perform resurfaced. Her brother’s good friend, actor/comedian Jon Lovitz inspired her to pursue her dream. She began studying with improvisational instructor Cynthia Szigeti and acting teacher Ian Tucker and in 1989, her dream of becoming a performer became a reality when she was accepted as a member of the famed Los Angeles improv group, The Groundlings.

Lisa has the distinction of being in two outstanding television series simultaneously. Along with her role as Phoebe in “Friends,” Lisa portrayed the loveable, but waitressly-challenged Ursula on NBC’s comedy “Mad About You.” The two characters are sisters, which provided opportunities for Lisa to go back and forth between what at the time were two of the most popular series on television.

In the fall of 2003, Lisa and writer/producer Dan Bucatinsky formed Is or Isn't Entertainment which is based at Warner Bros. Studios. For the 2004 pilot season, Is or Isn't had two pilots ordered – "Aisha" for CBS starring Aisha Tyler and "Beck and Call" starring Vanessa Williams for UPN. The first series order from Is or Isn't is "The Comeback" for HBO. Lisa will executive produce and star in the series she created and co-wrote with Michael Patrick King ("Sex in City"). "The Comeback" will begin airing in the Summer of 2005. Additionally, Is or Isn't is developing two projects, a one hour for CBS written by Dan Bucatinsky, and a half hour for NBC, written by Jack Burditt.

JASON RITTER (Otis)

Jason Ritter currently stars in the CBS drama "Joan of Arcadia," as 'Kevin Girardi,' a former star athlete who is adjusting to life as a paraplegic. On the big screen, he was most recently seen in the New Line feature "Raise Your Voice," opposite Hilary Duff.

He recently completed filming the independent feature "Our Very Own," opposite Allison Janney and Keith Carradine. His other feature film credits include "Mumford," directed by Lawrence Kasdan, "Swimfan," and "Freddy vs. Jason." Among Ritter's television credits are guest-starring roles on "Hack," "Law & Order," "Law & Order: SVU," and the movie "The Dreamer of Oz."

His theater credits include the Off-Broadway production of "The Beginning of August," starring Mary Steenburgen, and the role of 'Tim' in the world premiere of Neil LaBute's play "The Distance from Here" at London's Almeida Theatre.

Ritter is a graduate of New York University's Tisch School of the Arts, where he studied at the Atlantic Theatre Company. He also studied at the Royal Academy of Dramatic Arts in London. He is the son of actors John Ritter and Nancy Morgan, and the grandson of famed film cowboy Tex Ritter.

DAVID SUTCLIFFE (Gil)

Born in Saskatoon, Saskatchewan, Canada, David Sutcliffe is quickly making his mark in Hollywood. Sutcliffe is best known for his role on the ABC series *I'm With Her* where he played, Patrick Owen, an English teacher who endured the challenges of dating a movie star, played by Teri Polo.

Growing up in Canada, he attended the University of Toronto to play basketball. But an unexpected back injury in his second season made him unsure about his future. Soon after, he began helping out in the drama department and his friend gave him a small role in a play. He was bit by the acting bug and decided to pursue it professionally shortly after graduation. Sutcliffe worked steadily in Toronto where he performed in local theatre. But it wasn't until age 25 that he made his professional debut in a commercial for Molson beer.

His hard work quickly paid off when he landed a role in a CBS pilot. Following the pilot he decided to move to Los Angeles and landed series regular roles in two television series, *Cold Feet* for NBC and *Grapevine* for CBS. He then got a part on the acclaimed WB series *Gilmore Girls* that would continue to keep his career moving in an upward spiral. Sutcliffe played Christopher, the understanding father of Rory and ex-husband to Lorelai. This role led to guest spots on other shows such as, *Friends*, *Will and Grace*, *CSI* and *The Division*.

Most recently, the talented actor appeared in the Disney film, *Under the Tuscan Sun* opposite the Oscar nominated actress, Diane Lane. He can also be seen in the independent film, *Testosterone* which premiered at the 2003 Toronto Film Festival. Currently, he is filming the romantic comedy, *Cake* in Canada opposite Heather Graham.

Sutcliffe currently lives in Los Angeles. When not acting, he loves to play hockey, basketball and is in training to run his first marathon this spring.

ABOUT THE FILMMAKERS

DON ROOS (Writer / Director)

Don Roos is the screenwriter of LOVE FIELD, SINGLE WHITE FEMALE, BOYS ON THE SIDE, and the 1996 remake of DIABOLIQUE. In 1998 he made his directorial debut with THE OPPOSITE OF SEX, and won two Independent Spirit Awards for best first feature and best screenplay. In 2000 he directed Ben Affleck and Gwyneth Paltrow in his script BOUNCE, and created the NBC series “M.Y.O.B.”

HOLLY WIERSMA (Producer)

Producer Holly Wiersma began her career in 1996 as a casting associate on such films as BLADE, THE RAINMAKER and AMISTAD.

In 1999, Wiersma was co-producer on the Sundance Film Festival-hit SHADOW HOURS directed by Issac Eaton, starring Balthazar Getty and Peter Weller.

Shortly after the release of SHADOW HOURS, Wiersma produced two films back-to-back, the dark comedy RENT CONTROL by first time director David Brenner, starring Melissa Joan Hart and Carmen Electra; and COMIC BOOK VILLIANS, with an outstanding ensemble cast including Natasha Lyonne, Michael Rappaport, DJ Qualls, Cary Elwes, Danny Masterson, Monet Mazur and Donal Logue.

In 2003, Wiersma produced WONDERLAND, directed by James Cox. The true story of the 1981 Wonderland Avenue murders that took place in Los Angeles, WONDERLAND had another fantastic ensemble cast including Val Kilmer, Kate Bosworth, Lisa Kudrow, Dylan McDermott, Josh Lucas and Tim Blake Nelson.

2004 has been the busiest year yet for Wiersma, she wrapped four productions during those twelve months. These films include DOWN IN THE VALLEY, written and directed by David Jacobson (DAHMER), starring Edward Norton, Evan Rachel Wood, David Morse, Rory Culkin and Ellen Burstyn; DOT, the story of an adolescent girl orphaned and sent to live with a foster family, directed by Jamie Babbit (BUT I'M A CHEERLEADER) and starring Elisha Cuthbert and Edie Falco; and THE TENANTS, based on the 1970s socio-political novel of the same name by Pulitzer Prize-Winning author Bernard Malamud, starring Dylan McDermott, Snoop Dogg and Rose Byrne. Wiersma is also in development on numerous other feature films slated for production in 2005.

Wiersma was honored as one of Variety's Ten Producers to Watch at the 2003 Cannes Film Festival and featured in the '100 People You Need To Know' section of the Summer 2004 issue of FADE IN magazine.

MICHAEL PASEORNEK (Producer)

Michael Paseornek, President of Lions Gate Films Productions, started the U.S. operation of predecessor Cinepix Film Properties (CFP) in New York. When the indie producer/distributor was purchased by Lions Gate Entertainment in 1998, he was named President of Lions Gate Films Productions. In that role, he has overseen all of the company's motion picture development and production initiatives for the past six years.

Paseornek has been instrumental recently in ramping up Lions Gate's feature film slate to 15 to 18 releases a year, including at least one major "tentpole" release each quarter. He served as executive producer of many of these films, including: the critically-acclaimed Oscar contender *MONSTER'S BALL*, directed by Marc Forster and starring Halle Berry, Billy Bob Thornton, Heath Ledger, Sean Combs and Peter Boyle; the urban comedy *THE WASH*, directed by DJ Pooh and starring Dr. Dre, Snoop Dogg and Eminem; the thriller *FRAILTY*, starring Matthew McConaughey and Bill Paxton; *THE CAT'S MEOW*, directed by Peter Bogdanovich and starring Kirsten Dunst; *THE RULES OF ATTRACTION*, directed by Roger Avary and starring James Van Der Beek, Shannyn Sossamon, Jessica Biel and Kip Pardue in the adaptation of Bret Easton Ellis' best-selling book; and *HYPERCUBE*, directed by Andrej Sekula. Other recent films include *CONFIDENCE*, starring Edward Burns, Rachel Weisz and Dustin Hoffman, directed by James Foley; *SHATTERED GLASS*, starring Hayden Christiansen, directed by Billy Ray, and *WONDERLAND*, starring Val Kilmer, Kate Bosworth and Lisa Kudrow, directed by James Cox.

Under Paseornek's production leadership, several Lions Gate films have received commercial success, critical recognition and festival acclaim since 1998, including: *AMERICAN PSYCHO*, executive produced by Paseornek, directed by Mary Harron, and starring Christian Bale, Reese Witherspoon, and Willem Dafoe; *SHADOW OF THE VAMPIRE*, starring Academy Award nominee Willem Dafoe and John Malkovich; and *I'M LOSING YOU*, executive produced by Paseornek and starring Rosanna Arquette, Andrew McCarthy and Frank Langella, which were all invited to the Toronto and Telluride Film Festivals.

Paseornek began his career after graduating from New York University in 1974 when he became the writing partner of former National Lampoon editor Michel Choquette. He then became a humorist-speechwriter for some of the nation's leading business executives. He also co-wrote the film *STITCHES*, was a writer on the ABC series *OMNI*, served as script-doctor for a number of film projects and landed development deals with Warner Bros. and Paramount.

In the late 70s, Paseornek met CFP's Canadian co-founders John Dunning and Andre Link and developed the sequel to their comedy hit *MEATBALLS*. He went on to rewrite their Twentieth Century Fox production of *THE VINDICATOR* and adapted several novels they had optioned into screenplays. Dunning and Link financed Paseornek's

award-winning AIDS documentary SAFE in 1987 and his directorial debut, VIBRATIONS, acquired by Miramax for their Dimension label.

Among Paseornek's upcoming projects are DIARY OF A MAD BLACK WOMAN, based upon a play by Tyler Perry and starring Perry, Kimberly Elise, Steve Harris, Shemar Moore, and Cicely Tyson, directed by Darren Grant; FIERCE PEOPLE, from director Griffin Dunne and starring Anton Yelchin, Donald Sutherland and Diane Lane; and DEVIL'S REJECTS, from director Rob Zombie.

CLARK MATHIS (Director of Photography)

Clark Mathis has been a professional cinematographer for ten years. In 2002 he became one of the youngest cinematographers ever nominated for the A.S.C. award for his work on "Birds of Prey". His ability to convey a story visually and emotionally is grounded in his experience working as an editor for ABC News while still in high school. Mathis quickly made the transition to cinematographer and has since photographed both studio and independent features, including "Edge of America" (screened at last year's Sundance Film Festival), "The Perfect Score" for Paramount, and is currently shooting "Dying for Dolly" with director Ron Underwood.

DAVID CODRON (Editor)

David Codron got his big break on Don Roos's THE OPPOSITE OF SEX. His other feature credits include BOUNCE, DROP DEAD GORGEOUS, LOVE DON'T COST A THING, and HOME OF PHOBIA, voted 'Staff Favorite' at Sundance last year. His next project is directing NUDE AND NAKED for producers Roos and Holly Wiersma.

PEGGY ANITA SCHNITZER (Costume Designer)

Peggy Schnitzer was born and raised in Los Angeles, California. After school she traveled for a year around the globe and landed in New York City to continue her education. She lived in NYC for the next 10 years working in the fashion business. She started styling photo shoots, commercials and music videos. Peggy eventually moved back to Los Angeles where she began her career in film. She has recently completed work on THE TENANTS.

LINDA LOWY and JOHN BRACE (Casting)

Most recently cast Jane Anderson's THE PRIZEWINNER OF DEFIANCE OHIO for Dreamworks/Revolution, the Indie movie OUR VERY OWN with Alison Janney and Keith Carradine for GADA films, and currently the pilot/series GREY'S ANATOMY for ABC/Touchstone to air midseason 2005. Linda won the Emmy and Artios award in 1997 for Anjelica Huston's BASTARD OUT OF CAROLINA, and in 2003 the Artios award for the HBO film NORMAL. Other favorite projects include Don Roos' HAPPY

ENDINGS, all 6 films they cast for Michael Apter, GUINEVERE and UNDER THE TUSCAN SUN for Audrey Wells, the pilot QUEER AS FOLK for Showtime and the upcoming miniseries EMPIRE for ABC/Touchstone produced by Craig Zadan and Neil Meron.

COMPLETE CAST CREDITS

Mamie	Lisa Kudrow
Charley	Steve Coogan
Nicky	Jesse Bradford
Javier	Bobby Cannavale
Jude	Maggie Gyllenhaal
Otis	Jason Ritter
Frank	Tom Arnold
Gil	David Sutcliffe
Diane	Sarah Clarke
Pam	Laura Dern
Mamie at 17	Hallee Hirsh
Charley at 16	Eric Jungmann
Connie Peppitone	Kim Morgan Greene
Annette	Rayne Marcus
Lauren	Caker Folley
Lane	Amanda Foreman
Tess	Nicole Tocantins
Tess's Drunk Husband	Mark Fite
Dignora	Soledad St. Hilaire
Alvin	Ramón de Ocampo
Bill	A.J. Trauth
Naked Woman	Carol Androsky
Shauna	Tamara Davies
Rain	Ashleigh Darkbloom
Becca	Emma Hunton
Tom	Eric Jungmann
Chuck Peppitone	T.R. Hopper
Steve the Lawyer	Rob Macie
Woman Driver	Lisa Hoyle
Musician #1	Joe Milton
Musician #2	Dave Beyer
Musician #3	Randy Landas
Karaoke Guy	Scott Sener
Stunt Coordinator	Noon Orsatti

Stunts

Ernie Orsatti	Denny Pierce
Casey Easlick	Scott Waugh
Stanton Barrett	Ronn Surls
Nicole Basanda	Melissa Barker
Lisa Hoyle	

Voice Casting

Barbara Harris

David Arnott
Vicki Davis
Tracy Metro
Vernon Scott

ADR Actors

Doug Burch
Jeffrey Todd Fischer
David J. Randolph
Ruth Zalduondo

FILMMAKER CREDITS

(Continued from Page 3)

Unit Production Manager	Jon Kuyper
First Assistant Director	Eric Tignini
Second Assistant Director	Hope Garrison
Camera Operator	Daniel Turrett
1st Assistant Camera	Brian S. Osmond
2nd Assistant Camera	Steve C. Marshall
Loader	Chris Friebus
Still Photographer	Eric Lee
Sound Mixer	Benjamin Patrick
Boom Operators	David Schneider
	Kenneth Strain
	R. Steven Evans
Utility Sound	Jacqueline Marie McLaughlin
	Preston Conner
Assistant Art Director	Lorin Flemming
Set Decorator	Matthew Flood Ferguson
Property Master	Kathleen Kasinger
Assistant Property Masters	Jim Landis
	Merdyce McClaran
Costume Supervisor	Jacqueline Aronson
Set Costumer	Yulia Gershenzon
Costumers	Alison M. Schmidt
	Natasha Stanton Walsh
Make-up Department Head	Robin Siegel
Key Make-up	Toni Garavaglia
Key Make-up	Sheree Morgan
Hair Department Head	Jonathan Joseph Hanousek
Key Hair	Kay Majerus

Gaffer
Best Boy Electric
Lamp Operators

Kelly Clear
Christopher Culliton
Salim Benshrir
Willie E. Dawkins
David Slodki
David Kagen
Terence R. McNally

Key Grip
Best Boy Grip
Grips

John F. Cassidy
S. Toulouse Holliday
Jason Newton
Tim Day
Joseph A. Presson
Niel E. Williams

Production Supervisor

Karen Gorodetzky

Script Supervisor
Production Coordinator
Production Accountant

Diane Hassinger Newman
Frank E. Errico
Bernadette Tanchauco

Second Second Assistant Director

Steven F. Beaupre

Assistant Production Coordinator
Art Department Coordinators

James Uribe
JoAnn Stevens
Nancy Restuccia
Lisa Gooding
Carrie Mae Jones
Stephanie Wescott

Clearance Supervisor
First Assistant Accountant
Payroll Accountant

Location Manager
Assistant Location Managers

Christopher Miller
Wesley K. Hagan
Ron Shino
Nate Taylor

On Set Dresser
Leadman
Swing Gang

Terry Adams
James S. Motyl
James R. Marchese
Gerard A. Jordan
Tony Maccario

Special Effects Coordinator
Special Effects Technician

J.D. Streett IV
Tom Seymour

Transportation Coordinator

Geno Hart

Transportation Captain
Transportation Co-Captain

Steve Larson
Jody Bingenheimer
John L. Grissom
Carlos M. Serrano
Chris Ervin
Joseph Taggart

Casting Assistants

Extras Casting
Casting Associate

Set Production Assistants

Post Production Supervisor
Assistant Editor

Post Production Coordinator
Post Production Assistant

Music Editor
Music Recordist
Music Recordist/Playback

Assistant to Ms. Wiersma
Assistant to Mr. Paseornek
Assistant to Mr. Elliott
Assistant to Mr. Roos

Office Production Assistants

Mamie Double
Stand-Ins

Kirk Huston
Angel De Santi

Drivers

Curtis Edward Clark
Baz
Mark Garrett
Will Gardner
Keven Hale Simmons
Rick "Easy" Fese

Will Stewart
Michael Betts

Bill Dance Casting
Terence Harris

LouAnn Wu
Brian Yonck
Shawn Williamson
David Ruiz

Carl Pedregal
Colby Enders

Jennifer Hwang
Christi Frank

Michael Baber
Gary Raymond
Mark Agostino

Laura D. Smith
Bree Bailey
Erin M. Royer
Amy Roos

Jordan Otis
Ryan Reasor
Anthony Rinella
Richard J. Day

Anna Shemelkka
Aaron Richmond
Hellena Schmied
Scott Sener

Craft Service
Assistant Craft Service
Medics

Aynna Orona
Oscar Orona
Roy G. Irwin
Joe Rystrom
Susan Bannout

Animal Trainers

Gentle Jungle

Unit Publicist

MPRM
Chris Libby

Song credits

"Dub Latina"
Written by Joey Burns and John Convertino
Performed by Calexico
Courtesy of Quartestick Records
Published by LUNADA BAY (BMI) and
GOOD CLEAN DIRT (BMI)
Administered by Bug

"Glimpse"
Written by Joey Burns and John Convertino
Performed by Calexico
Courtesy of OUR SOUL, OUR STRENGTH
by arrangement with Bug
Published by LUNADA BAY (BMI) and
GOOD CLEAN DIRT (BMI)
Administered by Bug

"Windjammer"
Written by Joey Burns and John Convertino
Performed by Calexico
Courtesy of OUR SOUL, OUR STRENGTH
by arrangement with Bug
Published by LUNADA BAY (BMI) and
GOOD CLEAN DIRT (BMI)
Administered by Bug

"Indian Love Song"
Written by Mick Turner and Warner Ellis
Performed by Dirty Three
Courtesy of Touch And Go Records, Inc.
Published by BUG MUSIC LTD. (PRS)
Administered by Bug

"Happy Birthday to You"
Mildred J. Hill, Patty S. Hill
Summy-Birchard Company (ASCAP)
c/o Warner/Chappell Music, Inc.

"Ain't We Got Fun"
Written by Raymond B. Egan
Performed by Vicki Davis
Arranged by Bobby Tamkin
Recorded At The Sound Ranch

"La Bamba"
Traditional
Performed by Nicole Tocantins
Arranged and produced by Cliff Brodsky

"Honesty"
Written by Billy Joel
Published by Impulsive Music
Performed by Maggie Gyllenhaal
Arranged by Cliff Brodsky
Produced by Rick Parker at Sandbox Studios

"Youpi"
Written by Bernadi, Bonnie and Bonnie
Performed by Kid Loco Featuring Cornu
Published by SEM Music
Courtesy of Yellow/Island France

"Traveller"
Written by Talvin Singh and Cleveland Watkiss
Performed by Kid Loco and Talvin Singh
Published by Chrysalis Music and MCPS
Courtesy of Yellow/Island France

"How Lucky Am I"
Written by Dave Georgeff, Jack Polick

"Hitch"
Written by Joey Burns and John Convertino
Performed by Calexico

and Mark Gracious
Performed by Maggie Gyllenhaal
Published by Everything's Jake (ASCAP),
Bottled Adagio (ASCAP), Clamstrips Music
(ASCAP), and State of Choc (ASCAP)

Courtesy of OUR SOIL, OUR STRENGTH
by arrangement with Bug
Published by LUNADA BAY (BMI)
and GOOD CLEAN DIRT (BMI)
Administered by Bug

"Smokescreen"
Performed by Greyboy
Written by (A. Stevens, M. Andrews, D. Mayer)
Published by B3 Vibes/Samplekings Music ASCAP,
B3 Vibes/Mayerinated Beats ASCAP,
Ubiquitones, Elgonix Music BMI
Administered by Ubiquity Recordings, Inc.
(BMI)
Courtesy of Ubiquity Records
(p) © 2001 Ubiquity Records

"A Cry For Love"
Written by Paul Arthur Jenkins, Toby Christensen
and Joseph Plummer
Performed by Black Heart Procession
Published by Lookin Better Music (ASCAP)
Silver Pagoda Music (SESAC), TreeHOTCH Music
Courtesy of Touch And Go Records

"Over Your Shoulder"
Written by Joey Burns
Performed by Calexico
Courtesy of Quarterstick Records
Published by LUNADA BAY (BMI)
Administered by Bug

"Old Man Waltz"
Written by John Convertino
Performed by Calexico
Courtesy of Quarterstick Records
Published by GOOD CLEAN DIRT (BMI)
Administered by Bug Music, Inc.

"Venus In Denim"
Written by Jeff P. Duncan
Performed by Sugarphonic
Published by Jeff P. Duncan Publishing Company
(BMI)
Fundamental AGS Publishing (BMI)

"Rude (And Then Some Slight Return)"
Written by Mick Turner, Warner Ellis and Jim White
Performed by Dirty Three
Courtesy of Touch And Go Records
Published by BUG MUSIC LTD. (PRS)
Administered by Bug

"Sprawl"
Written by John Convertino
Performed by Calexico
Courtesy of Quarterstick Records
Published by GOOD CLEAN DIRT (BMI)
Administered by Bug

"I Can't Wait"
Written by Garrison Starr
Arranged and Produced by Rick Parker
Performed by Maggie Gyllenhaal
Published by Peermusic III, Ltd./
Superhero Music (BMI)

"Castillo"
Written by Hugh Burns
Performed by Hugh Burns
Published by Extreme Production Music (ASCAP)

"Elegante"
Written by Hugh Burns
Performed by Hugh Burns
Published by Extreme Production Music (ASCAP)

"You Are The Same"
Written by Heidi Shink and Caitlin Stansbury
Arranged and Produced by Rick Parker
Performed by Maggie Gyllenhaal
Published by Izmondo Music (ASCAP)

"Last Night (Doesn't Matter To Me)"
Written by Michael Criddell and Dave Georgeff
Performed by Ashleigh Darkbloom
Published by State of Choc (ASCAP),
Everything's Jake (ASCAP)
Bottled Adagio (ASCAP), and Clamstrips Music
(ASCAP)

"No Stranger Than That"
Written by Mick Turner, Warner Ellis and Jim White
Performed by Dirty Three
Courtesy of Touch And Go Records, Inc.
Published by BUG MUSIC LTD. (PRS)

"Tropics Of Love"
Written by Paul Arthur Jenkins, Toby Christensen
and Joseph Plummer
Performed by Black Heart Procession
Published by Looking Better Music (ASCAP),

Administered by Bug

Silver Pagoda Music (SESAC), TreeHOTCH Music (BMI)
Courtesy of Touch And Go Records, Inc.

"Just The Way You Are"

Written by Billy Joel
Published by Impulsive Music
Performed by Maggie Gyllenhaal
Ltda.

Arranged and Produced by Rick Parker
at Sandbox Studios

"Mas Que Nada"

Written by Jorge Ben
Performed by Astrud Gilberto
Published by Peermusic Do Brasil Edicol's Musicais
Courtesy of Verve

"Baila Tu Conmigo"

Written by D. Indart/J.A. Perez Alvarez (ASCAP)
Performed by Jesus Alejandro "El Nino" w/ Magalis Tars
Courtesy of LMS Records
Publisher Indart Music (ASCAP)

Soundtrack Available on Commotion Records [Logo]

Music Executive for Lions Gate
Music Coordinator
Music Assistant

Joel C. High
Tiffany Ryan
Rebecca Rienks

Special Thanks to:

Dominic Griffin
Cliff Brodsky at Brodsky Music Production
Dave Beyer
Linda Kordek at The Agency Group
Black Market Music
Grant Conway at Sandbox Studios
Josh Schwartz
Brian Lapin
Dave Gibbs

Geoff Siegel
Joe Milton at Jo-Musik
Randy Landis
Sean Mulhern
Rick Parker at Sandbox Studios
John Wilmer
Eva Gardner
Miranda Richards
Sean Frankenheimer

FOR LIONS GATE ENTERTAINMENT

Senior Vice President of Production
Supervisor of Production
Manager of Production
Production Coordinator
Post Production Coordinator

Donna Sloan
Curtis Miller
Rosemary Lara
Daniel MacArthur
Bobby Williams

Senior Vice President, Business Affairs
VP, Business & Legal Affairs
Supervisor, Business & Legal Affairs
Contract Administrator, Business & Legal Affairs
Business & Legal Affairs

Robert Melnik
Charlyn Ware
Jennifer Yee
Catherine Choate
Amanda Shamis

President of World Wide Marketing	John Hegeman
Executive Vice President of Marketing	Tim Palen
Executive Vice President of National Publicity	Sarah Greenberg

Film Processing	Consolidated Film Industries
	Dean Ramser
Telecine	Entertainment Post

Camera Equipment	Panavision Hollywood
Production Equipment Provided by	Leonetti
	Steve Altman
Dolly Provided by	Chapman/Leonard Studio Equipment, Inc.

Security Provided by	Trojan Group, Inc.
Caterer	Deluxe Catering
Chef	Seamus Gibbons

Supervising Sound Editors	Barney Cabral
	Perry Robertson

Sound Editors	Stewart K. Bernstein
	Scott Sanders
	Richard Dawn
Assistant Sound Editor	Kevin A. Zimmerman

Re-Recording Mixers	Patrick Cycone
	Michael Keller
ADR Mixers	Paul Drenning
	Ron Bedrosian
	Bob Deschaine
Foley Mixer	Nick Nuetra
Foley Artists	Patrick Cabral
	Cynthia Merrill

Negative Cutter	Executive Cutting Services
Title Designed by	yU + Co.
Additional Typesetting	Keep Me Posted, LLC
	Chris Hiatt
	Ryanne Higley

	EFILM [Logo]
Digital Intermediate Colorist	Steve Bowen
Digital Intermediate Producer	Bob Fernley
Digital Intermediate Editor	Devon Miller
Digital Opticals	Patrick Clancey

Digital Intermediate Color Assistant	Ben Estrada
Digital Intermediate Production Assistant	Brian Han
Digital Intermediate Assistant Editor	Danita Slaughter
Scanning/Recording Operator	Stanley Miller
Data Management Operator	Steve Danhieux
Digital Quality Operator	Victor Rodriguez
Production Assistant	Esther Lee

Visual Effects and Digital Opticals By CUSTOM FILM EFFECTS

Visual Effects Supervisor	Mark Dornfeld
Visual Effects Producer	Michele Ferrone
Digital Editorial	Adam Gass
Lead Digital Artist	Laurie Powers
Digital Composer/Coordinator	Shaina Holmes
Data Wrangler	David Smithson
Digital Compositors	Steve Caldwell
	RJ Harbour
	Lori Miller
	Mary C. Snyder
	Amani Williams
IO	Ryan Beadle

Final cut technical support provided by Digital Film Tree

Special Thanks To
 Johnny Galecki
 Peter Horton
 Jeremiah Samuels
 Craig Richey
 Michael Morris

DuWop Cosmetics	Clinique
La Mer	Cle de Peau Beaute
Lancome	Enessa
Mac Cosmetics	Spa Products Provided by Kiehl's
Anheuser-Busch	Creative Entertainment Services
Popeyes	Razor Magazine
Primedia Magazine	Graco
Remax	Financial Times
Hollywood International Placements	Kitchen Aid
Diaper Genie	Giaiam
St. Ives	Samsung
Chanel	USA Today
Bosch	Skyy Vodka
Krups	Premier Entertainment Services

Tag Heuer
Set Resources
California Homes Magazine
David Hines
Intervideo
AFI
Apple

LeapFrog
The Life/Well Spa
McKee living room painting by artist
Pinacoteca Picture Props
TiVo Inc.
Woodworkers Journal Magazine

Coffeehouse paintings by Ronny Vardy
Ruth Erlich, Marble Sculpture titled: Blastogenesis

Adult Footage by Chi Chi LaRue, Courtesy of Channel 1 Releasing

Salomon Emquies
Art Pic
REO Speedwagon
Def Leppard
Landerholm & Lund phones
Anto's Custom Shirtmaker
Birkenstock
BCBG
Cosabella
Dickies
Dana Schneider
Hilary Beane Design
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YaYa
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Laura Franklin
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