

Just Like Heaven

From Mark Waters, the director of “Mean Girls” and “Freaky Friday,” comes the new romantic comedy “Just Like Heaven,” starring Reese Witherspoon (“Legally Blonde,” “Sweet Home Alabama”) and Mark Ruffalo (“13 Going on 30,” “Collateral”).

When David (Mark Ruffalo) rented his quaint San Francisco apartment, the last thing he expected—or wanted—was a roommate. He had only begun to make a complete mess of the place when a pretty but decidedly controlling young woman named Elizabeth (Reese Witherspoon) suddenly shows up, adamantly insisting the apartment is hers. David assumes there’s been a giant misunderstanding...until Elizabeth disappears as mysteriously as she appeared. Changing the locks does nothing to deter Elizabeth, who begins to appear and disappear at will—mostly to rebuke David for his personal living habits in *her* apartment.

Convinced she is a ghost, David tries to help Elizabeth cross over to the “other side.” But while Elizabeth has discovered she does have a distinctly ethereal quality—she can walk through walls—she is equally convinced that she is somehow still alive and isn’t crossing over anywhere. As Elizabeth and David search for the truth about who Elizabeth is and how she came to be in her present state, their relationship deepens into love. Unfortunately, they have very little time before their prospects for a future together permanently fade away.

“Just Like Heaven” was produced by Laurie MacDonald (“The Ring,” “The Mask of Zorro”) and Walter F. Parkes (“The Island,” “Gladiator”), with David Householter (“Anchorman: The Legend of Ron Burgundy”) executive producing. Mark Waters directed the film from a screenplay by Peter Tolan (“Analyze This”) and Leslie Dixon (“Freaky Friday”), based upon the novel *If Only It Were True* by Marc Levy, who also served as co-producer.

The main cast also includes Donal Logue (TV’s “ER”), Dina Waters (“Freaky Friday”), Ben Shenkman (HBO’s “Angels in America”), and Jon Heder (“Napoleon Dynamite”).

ABOUT THE PRODUCTION

The story of “Just Like Heaven” began on the pages of a bestselling novel called *If Only It Were True*, which was the debut book from French novelist Marc Levy. The romantic tale of love across the boundaries of our physical and metaphysical worlds first came to the attention of producers Laurie MacDonald and Walter F. Parkes several months before the novel was published in English.

Laurie MacDonald reveals, “Unfortunately, neither one of us reads French, so we could only go by the synopsis at first. Even from that, we thought the setup of the characters and the story would work wonderfully on the screen.”

Eventually, however, the producers received early galleys of the English translation of the book, which only confirmed their initial impressions. Walter Parkes notes, “There was something so charming and touching about the basic premise. It seemed accessible and romantic and potentially very funny, so we bought the rights and began developing the movie.”

While MacDonald and Parkes have produced a number of films that involve both romance and comedy, Parkes acknowledges, “This is, in fact, the first pure romantic comedy that Laurie and I have ever produced. There is something elegant about a great romantic comedy script. It requires no big special effects or huge production values; the delight is in a well-told story about two people you really care about. In its simplicity, it can elicit the same kind of emotional, even visceral, reaction from the audience as those big movies do...sometimes more so. In a good romantic comedy, the audience has to care about these people almost from the first moment you meet them and, hopefully, feel more and more invested in them as the story unfolds.”

“To me the best kind of romantic movies are the ones that catch you off guard,” MacDonald adds. “I think this story does that. It’s very funny, but there are key moments when the characters touch on deeper issues, so it’s very moving, too.”

Even before they had a final screenplay, MacDonald and Parkes approached the director they thought would be perfect to helm the project: Mark Waters. “Mark Waters is someone whose career Laurie and I have been following since his first movie, a small film called ‘The House of Yes,’ which could not have been more stylish or more

intelligent,” Parkes states. Then I saw ‘Freaky Friday,’ which had this modern breezy style that made it much more sophisticated than one might have expected it to be. It completely delivered on a pure comedic fantasy level. And when you see ‘Mean Girls,’ it’s again funny, but not in any kind of forced way...just letting the real comedy of the situation play out. Those two pictures told us that Mark was the right director, and we are very lucky that he decided to come aboard.”

“Mark is a very skilled director,” MacDonald affirms, “and it seemed like a great opportunity to use his comic gifts. He immediately responded to the concept of the movie.”

Mark Waters offers, “What makes a romantic comedy work is a good obstacle, and I thought this story had one of the best obstacles ever—where one person is living in the physical world and the other is apparently dead...or so they think. They cannot even touch, yet they have great chemistry together.”

Screenwriters Peter Tolan and Leslie Dixon, the latter of whom had previously collaborated with Waters on “Freaky Friday,” worked with the director and producers to develop Marc Levy’s novel into the screenplay titled “Just Like Heaven.”

Waters remarks, “Peter Tolan and Leslie Dixon took the juicy concepts and story ideas from the book and fleshed them out into a really funny, compelling, romantic screenplay. During filming, Marc Levy visited the set and was very pleased with the script. In fact, he actually said he wished he had thought of some of the original ideas that we incorporated in the movie when he was writing his novel.”

The director reveals that one of those ideas added a different dimension to the relationship between the main characters of Elizabeth, played by Reese Witherspoon, and David, played by Mark Ruffalo. “One of the most interesting motifs created for the screenplay was that Mark Ruffalo’s character, David, would be a widower and still deeply depressed about the loss of his wife. So even though Elizabeth is the one who appears to be dead, David is the one who needs to come back to life.”

Waters calls the casting of Reese Witherspoon and Mark Ruffalo “one of those serendipitous situations. I was given a list of about 50 names to be considered for the two leads. I picked my top six and numbered them in order, and Reese and Mark were my number ones in each column. Later—it was the first time I sat down to lunch with both

of them—I just had this feeling that it was meant to be, and I ended up being proven right; they worked perfectly together. But from the start, they were our first choice for both roles.”

Witherspoon says there was “a little bit of fate” involved in her being cast as Elizabeth in “Just Like Heaven.” “I had just moved about the same time that I signed on to do the film. I was unpacking and putting books up on the bookshelf and found the book *If Only It Were True*. I’d actually bought it a long time ago and remember thinking when I read it that it would make a good movie, so I guess it was meant to be.”

She adds that one of the things that drew her to the project was the theme of finding balance in your life. “You can be very successful and achieve many things in your chosen profession, but it is equally important to nurture your spirit and have a life. My character, Elizabeth, is a very hardworking, dedicated professional who is completely consumed with her job as an ER doctor. She has no room in her life for any kind of relationship; she just doesn’t make time for one. Through the course of the story, she comes around to the idea that you have to take care of your personal life as well as your professional life. There has to be a balance, and I think that’s a problem to which many people can relate.”

Parkes agrees. “Elizabeth is a doctor in a major San Francisco hospital...brilliant, but a workaholic. I think the character is defined by something we are all probably a little bit guilty of: she has sacrificed everything—relationships, relaxation and the joy of living in the moment—for this idea of what is waiting around the corner. But, as fate would have it, the very evening she achieves the things she’s been so ambitiously working for, her life is virtually taken from her. Reese had a tremendous understanding of the character and she was also extremely cognizant of how her role fit into the story as a whole. She was more of a collaborator than just an actress playing a part.”

“I had a great time finding this character with the producers and Mark Waters,” Witherspoon states. “He is a very detail-oriented director—he knows exactly what he wants and is one of the most prepared people I’ve ever worked with. It was really nice to work with someone who is so professional; it makes you feel really safe and comfortable. He is also very funny and was constantly coming up with fresh ideas.”

Waters had equal praise for his leading lady, noting, “Reese is obviously very pretty, but she is also extremely smart. She is charming and funny and has this crackling wit, so she is able to deliver fast-paced romantic comedy dialogue and make it snap the way it should. She just possesses this naturally endearing quality that makes her seem immediately accessible right through the lens. You look at her and you can’t help but fall in love with her—both men and women—and that’s why she is who she is.”

Mark Ruffalo was cast opposite Witherspoon in the role of David, whose life and home Elizabeth invades, unannounced, uninvited and unexplained. Laurie MacDonald says that the nature of the story of “Just Like Heaven” made the casting of the male lead especially important. “Romantic comedies are usually aimed at young women—they are traditionally the primary audience—so the female lead normally becomes the anchor of the movie. What I really liked about this movie was that the male role was of comparable weight and was just as funny. Having two equal sides to the story makes it more appealing. There is also a kind of mystery to David that makes his character very compelling.”

Mark Ruffalo comments, “David has a little bit of an edge to him, which I think is interesting to see in a romantic comedy. He starts out obviously depressed and anti-social. He sublets this great apartment, and all he wants is to be left alone, but all of a sudden he starts seeing this girl who insists the apartment is hers. He thinks he’s losing his mind, but then it becomes a question of how does he get rid of her. She’s annoying as hell,” he laughs.

Parkes states, “There is such an intensity to Mark. The amazing thing about him is you never feel that he is acting, which, of course, is the hallmark of a great actor. What most people don’t know is he is actually very funny. He has an absolutely fantastic sense of timing, with this deadpan take that is hilarious. He has great comic instincts, and over the weeks of filming, Mark Waters trusted those instincts more and more.”

“He’s going to surprise a lot of people, particularly with his physical comedy,” Waters affirms. “There is a scene where Elizabeth is trying to stop David from having a drink, and it’s all Mark acting like he’s being controlled by someone else. It’s great physical comedy from a guy who is considered a serious dramatic actor.”

Acting opposite a character no one else can see created specific challenges for Ruffalo, just as playing a character who was not of this world produced a different set of challenges for Witherspoon. Scenes involving the two of them—which is almost every scene in the movie—had to be shot twice, once with Witherspoon and once without her, so in editing, Waters could switch back and forth between David’s perspective and the point of view of those unaware of Elizabeth’s presence.

For the takes in which Ruffalo had to act with an absent Witherspoon, he says, “I really had to remember what she was doing in the scene, and where, but after a while, I knew her height and her proximity and where her eyeline was, so I could play to her without her actually being there. Another thing that helped was I had an ‘earwig,’ so when she was offstage, she could say her lines and I could really be responding to her.”

“There was an interesting dynamic to the scenes where I would be talking to Mark Ruffalo, and no one else could hear me,” Witherspoon adds. “Initially, it was confusing, but we got it down to such a rhythm that we could say pages of dialogue with him just repeating verbatim what I was saying. Actually, he cheated,” she teases. “I had to learn all my lines, and he got to just say them after me. Really, we had a good time developing that dynamic.”

Waters allows that having a non-corporeal central character lends itself to certain inconsistencies with regard to her relationship to the physical world. To counter that, he applied specific parameters for Elizabeth’s existence. “I had these rules that had more to do with David’s perspective. Like she could walk on the floor or sit in a car because, in his mind, that’s what human beings do. It’s a theatrical conceit, but we felt if we were internally consistent, the audience could accept that that’s just how things work. So she would never fall through the floor to the center of the Earth, but she couldn’t intentionally touch or pick up anything, which is tough for an actress. People are used to being able to go into a room and put their arm on a table.”

On the contrary, Witherspoon jokes, “It was actually good because I’m terrible with props. I end up with them in the wrong scene and never know what to do with them. So this was a perfect role for me because I could never carry anything, I couldn’t touch anything, and I couldn’t ruin anything,” she laughs.

In some ways, the challenges of playing scenes with an unseen character were harder on the actors who had to remain completely oblivious to Elizabeth's presence even when Witherspoon was acting in plain sight.

Donal Logue, who plays David's best friend, Jack, admits, "There were times I caught myself looking over at her, and I'd have to remind myself that I'm not supposed to hear her or see her. It was more distracting than I thought it would be."

Mark Waters remarks, "Donal is a terrific comic foil in the movie. His character acts as a sounding board for David because he happens to be a psychiatrist, as well as his friend. But with Jack, we didn't want your typical academic psychiatrist. He is a boisterous, larger-than-life character—a hard-drinking, womanizing, funny guy...who also happens to be a psychiatrist."

"Like a lot of psychiatrists, Jack is probably a little 'off' himself," Logue offers. "It's kind of a 'physician heal thyself' situation. He's a bit of a Lothario, always hanging with the younger chicks. Jack wants to help his best friend, David, get over the loss of his wife, so he keeps trying to reintegrate him into the dating scene. But now Jack has started to notice that David's behavior is becoming increasingly more insane."

Waters says, "The great thing about Donal is he is this Harvard-educated, very smart writer, director and actor. At the same time, there is this rowdy, Irish, Hell's Kitchen guy lurking there, too. He has both sides to him, as does his character, so it was a perfect match."

While Jack has been trying to get David out of the house to meet women, Elizabeth's sister, Abby, had been working equally hard to get her sister out of hospital scrubs to meet men—that is, until a terrible accident took her sister out of circulation altogether. Dina Waters, who happens to be Mark Waters' real-life wife, was cast in the role of Abby, although the director says he thought it best to remove himself from that particular casting process. "I felt it would be an obvious conflict of interest, so I let Walter and Laurie decide who was going to be cast as Abby."

Parkes recalls, "Dina read for the role and she was just hilarious. I remember talking with Mark afterwards and saying how good she was and, at the time, I had no idea she was his wife. I think he thought I was being coy or something, but it was true. We

did put several other actresses on tape, but the natural grasp of the character that Dina had from the very first scene she read persuaded Laurie and me that she should play the role.”

Dina Waters notes, “I play Elizabeth’s sister, Abby, who is sort of the yin to Elizabeth’s yang. Elizabeth is a very driven, structured doctor, and Abby is her wild and kooky older sister. Even though Abby is the one with a husband and kids, she is still a bit of a hippie. Still, when David tries to convince Abby that Elizabeth is with him in her house, Abby is very skeptical, to say the least—as I think most people would be—and it manifests in a very funny way.”

Parkes expounds, “David comes to tell Abby that Elizabeth is alive and tries to convince her that her sister is standing right there in the room with them. Normally, that would be a heart-tugging scene and you’re waiting for this melodramatic reaction...before Abby chases him out of the house with a meat cleaver to protect her children from this crazy person. It was great.”

In fact, there is only one person who believes David, and for good reason. Looking for answers, David visits a bookstore that specializes in the supernatural and there he meets Darryl, who, at first glance, would appear to be an unlikely source of help. Blessed with what he calls “the gift,” Darryl can sense Elizabeth’s presence, although he cannot actually see or hear her. Laurie MacDonald observes, “Darryl is a key character in the plot. Obviously, when you are faced with the reality of a spirit living in your apartment, and until then you didn’t believe in such things, but there has been enough evidence that you can’t explain it any other way except that you might be going insane, which you don’t want to admit might be happening... Well, if you lived in San Francisco, you’d go to an occult bookstore, wouldn’t you? This one happens to be run by Darryl, who provides a very important clue about who and what Elizabeth is.”

Following up his film debut in the title role of “Napoleon Dynamite,” Jon Heder appears as Darryl in “Just Like Heaven.” “They sent me the script and I thought it was a really nice romantic comedy with a great spirit about it, no pun intended,” Heder says. “I thought Darryl would be a fun character to play. He is the only one who believes David, because Darryl can sense Elizabeth. He can’t see her or hear her, but he knows what she is feeling. He knows they are stuck in this weird relationship and he helps define it along

the way. He's very cool about it. If he senses a spirit, he treats it naturally, like it's nothing new. It's just routine for him."

"Darryl ends up illuminating things about David and Elizabeth that they couldn't see themselves," Waters states. "Jon has that laid back cadence that was perfect for the part. That's not acting; that's the way he talks. He was great. I think he steals every scene he's in."

Rounding out the main cast are Ben Shenkman as Dr. Brett Rushton, who saw Elizabeth as his competition for the attending physician post at the hospital; and Ivana Milicevic as David's neighbor Katrina, who would see Elizabeth as her competition for David's attention...if she could see Elizabeth at all.

Shenkman says, "I play a doctor who was a professional rival of Elizabeth's. Now Brett has the job that Elizabeth had been given before her accident, and all he can do is revel in the success that should have been hers. Ironically, her fate ends up being in his hands."

Milicevic comments, "Katrina lives in the apartment under David and thinks she might have a chance with him. She hears him walking around upstairs and wonders if he might be lonely, but has no idea that he is not alone."

Behind the cameras, "Just Like Heaven" reunited Mark Waters with several members of his creative teams from past movies, including: director of photography Daryn Okada, who worked with the director on "Mean Girls"; production designer Cary White, who marked his fourth collaboration with Waters following "Freaky Friday," "Mean Girls," and "Warning: Parental Advisory" for VH1; and editor Bruce Green, who edited "Freaky Friday." Costume designer Sophie De Rakoff was working with Waters for the first time on "Just Like Heaven," although she had costumed Reese Witherspoon for both "Legally Blonde" films and "Sweet Home Alabama." In addition, composer Rolfe Kent knew the director and his leading lady well, having composed the scores for Waters' "The House of Yes," "Freaky Friday" and "Mean Girls," as well as the Reese Witherspoon movies "Election," "Legally Blonde" and "Legally Blonde 2."

Both the book *If Only It Were True* and the movie "Just Like Heaven" are set in San Francisco, which is a city known and loved by director Mark Waters. "I lived there for about five years, so I had my own favorite haunts that I was able to incorporate into

the script,” he says. “It ended up being a lot of fun because I was able to revisit some of my old stomping grounds in San Francisco and, at the same time, find beautiful locations for the movie.”

Screenwriter Leslie Dixon, herself a native of San Francisco, also helped with the location scouting in her hometown. Dixon had written a detailed description of Elizabeth’s apartment in the script. When Mark Waters was having trouble finding a locale that matched her specifications, Dixon directed him to the corner of Mason and Green—which just happened to be her old address. Naturally, the building fit the bill and was used for exteriors of the apartment building “shared” by David and Elizabeth.

The connection to San Francisco was also shared by producers Laurie MacDonald and Walter Parkes. MacDonald offers, “Both Walter and I lived in San Francisco at different times long before we were married, so we felt a real connection to the city. It’s visually stunning—the way the fog would roll in and the lights in the mist...there’s an air of mystery to it. There is something about that city that makes you believe that if spirits exist, they would want to live there.”

Waters concludes, “I believe in all sorts of spiritual things. To paraphrase William Shakespeare, ‘There are more things in heaven and earth than are dreamt of in our philosophy.’ That kind of sums it up for me. There are all kinds of phenomena that can’t be explained through science. The only thing they require is a bit of faith.”

ABOUT THE CAST

REESE WITHERSPOON (Elizabeth), known for creating unforgettable characters, has become a favorite of both audiences and film critics alike. She follows “Just Like Heaven” with a starring role opposite Joaquin Phoenix in “Walk the Line,” which depicts the rise to fame of music legends Johnny and June Carter Cash.

For her performance as the relentlessly driven high school senior Tracy Flick in Alexander Payne’s 1999 satire “Election,” Witherspoon received Golden Globe, Independent Spirit Award and American Comedy Award nominations, as well as Best Actress Awards from the National Society of Film Critics and the Online Film Critics. She earned her second Golden Globe nomination for the 2001 comedy smash “Legally Blonde,” in which she starred as the indomitable Gemini vegetarian Elle Woods, who doesn’t compromise her fashion sense on the way to earning a Harvard Law degree.

In 2002, Witherspoon again proved to be a formidable box office draw with the romantic comedy hit “Sweet Home Alabama.” The following year, she stepped back into Elle Woods’ pumps to star in the successful sequel “Legally Blonde 2: Red, White & Blonde,” in which Elle takes on Capitol Hill. Witherspoon also executive produced the film, marking her producing debut. She has since formed her own production company, Type A Films, which has a broad slate of films in development.

Born in Nashville, Tennessee, Witherspoon made an auspicious feature film debut in 1991 in Robert Mulligan’s coming-of-age drama “The Man in the Moon,” garnering acclaim for her performance as a young girl who faces heartbreak and tragedy with her first love. She went on to star in “A Far Off Place”; “Jack the Bear”; “Fear,” opposite Mark Wahlberg; “Cruel Intentions,” with Ryan Phillippe; and Robert Benton’s thriller “Twilight,” with Paul Newman, Susan Sarandon and Gene Hackman. She discovered her gift for comedy with the independent film “Freeway,” for which she won Best Actress Awards at two international film festivals, and explored it further in Gary Ross’ fantasy comedy “Pleasantville,” with Tobey Maguire. Witherspoon has also donned corsets to star in two British period films: the big-screen adaptation of Oscar Wilde’s romantic farce “The Importance of Being Earnest,” and Mira Nair’s voluptuous take on the William Makepeace Thackeray classic “Vanity Fair.”

MARK RUFFALO (David) has a fast-growing list of diverse film credits that have established him as one of Hollywood's most sought-after leading men. He starred in four very different films in 2004, and has three more films upcoming following "Just Like Heaven." He next stars opposite Jennifer Aniston in the comedy-drama "Rumor Has It," under the direction of Rob Reiner, and then joins an ensemble cast in the political drama "All the King's Men," written and directed by Steven Zaillian, based on the novel by Robert Penn Warren. Currently, Ruffalo is in production on "Zodiac," the true-life crime drama about the hunt for the infamous zodiac serial killer, being directed by David Fincher.

Last year, Ruffalo co-starred with Tom Cruise and Jamie Foxx in Michael Mann's dramatic thriller "Collateral," playing an LAPD detective on the trail of a contract killer. Also in 2004, he starred in the romantic comedy hit "13 Going on 30," opposite Jennifer Garner; the Oscar[®]-winning indie film "Eternal Sunshine of the Spotless Mind," with Jim Carrey and Kate Winslet; and the independent feature "We Don't Live Here Anymore," opposite Naomi Watts, which Ruffalo also executive produced.

Ruffalo first came to the attention of critics and audiences in 2000 with his role in the award-winning independent film "You Can Count on Me," in which he starred with Laura Linney under the direction of Kenneth Lonergan. His performance in that film brought Ruffalo the New Generation Award from the Los Angeles Film Critics Association and Best Actor honors at the Montreal Film Festival, as well as an Independent Spirit Award nomination for Best Actor.

His other film credits include Jane Campion's thriller "In the Cut," opposite Meg Ryan; "My Life Without Me," with Sarah Polley, which was featured at several international film festivals; John Woo's World War II drama "Windtalkers"; Austin Chick's "XX/XY," which premiered at the Sundance Film Festival; Rod Lurie's "The Last Castle," with Robert Redford and James Gandolfini; and the cult favorite comedy "Safe Men."

In addition to his work in front of the camera, Ruffalo co-wrote the screenplay for the independent film "The Destiny of Marty Fine," in which he also starred. The film was the first runner-up at the 1995 Slamdance Film Festival.

An accomplished stage actor, Ruffalo has appeared in more than 30 plays on the stages of New York and Los Angeles. He won a Lucille Lortel Award for Best Actor for his performance in the off-Broadway production of “This is Our Youth,” written by Kenneth Lonergan. He more recently appeared off-Broadway in the play “The Moment When,” written by Pulitzer Prize and Tony Award winner James Lapine. Ruffalo also directed Timothy McNeil’s play “Margaret” in Los Angeles.

DONAL LOGUE (Jack) is well known to both film and television audiences for his work in a wide range of projects. He recently completed production on two upcoming film projects: the action thriller “Ghost Rider,” with Nicolas Cage; and Edward Burns’ comedy “The Groomsmen.” Both films are due out in 2006. He is also currently developing “El Centro” for the FX Network, a one-hour series he will write, produce and star in.

In 2000, Logue won a Special Jury Prize at the Sundance Film Festival for his performance in the acclaimed independent film “The Tao of Steve.” In addition, Logue wrote, directed, produced and starred in the film “Tennis, Anyone...,” which debuted at the 2005 U.S. Comedy Arts Festival in Aspen, Colorado.

Logue’s other film credits include “The Patriot,” “Reindeer Games,” “Runaway Bride,” “Blade,” “Jerry Maguire,” “Diabolique,” 1994’s “Little Women,” “Gettysburg,” and “Sneakers,” in which he made his feature film debut.

Logue has recently been seen on television’s hit drama series “ER” in the recurring role of paramedic Chuck Martin, who is married to Sherry Stringfield’s Dr. Susan Lewis. MTV fans recognize him as Jimmy the cab driver, and he also starred in the WB sitcom “Grounded for Life.” Additionally, Logue has been seen in a number of longform projects, including “And the Band Played On” and “Darrow.”

Born in Ottawa, Canada, Logue was raised in El Centro, California, near the border of Mexico. He went on to attend Harvard University, where his interest in theatre and acting was first sparked. He performed in more than 30 plays and worked for two summers with the American Repertory Theatre’s Harvard/Radcliffe Summer Stock Company. He also studied at the British-American Drama Academy in London and

traveled the U.S. with the Cornerstone Theatre Company, developing community theatre in rural parts of the country.

DINA WATERS (Abby) recently starred in the comedy “The Haunted Mansion,” with Eddie Murphy. She also co-starred with Jamie Lee Curtis and Lindsay Lohan in the remake of the comedy “Freaky Friday,” under the direction of her husband, Mark Waters. Her other film credits include “Full Frontal,” “John Q,” “Isn’t She Great,” “SubUrbia,” “The First Wives Club,” “Striptease” and “Big Night.”

On television, Waters had a recurring role as the persistent Tracy Montrose Blair on the award-winning HBO series “Six Feet Under.” She had earlier won a 1993 Daytime Emmy Award in the category of Outstanding Performer in a Children’s Special for her performance as Becky Bell in HBO’s “Lifestories: Families in Crisis.” She later starred in the acclaimed series “Remember WENN,” for which she and the rest of the cast were honored with a Screen Actors Guild Award nomination for Outstanding Performance by an Ensemble in a Comedy Series. She has also had regular roles on the series “Greg the Bunny,” “Cold Feet” and “Men Behaving Badly,” and has guest starred on such shows as “Just Shoot Me!,” “Stark Raving Mad” and, most recently, “Joey.”

Waters earned a B.F.A. in Acting from Ohio State University and an M.F.A. from Rutgers University before beginning her career on the stage. She has appeared in numerous Broadway and off-Broadway plays, including Alan Ball’s “Five Women Wearing the Same Dress,” for which she earned a Theatre World Award; “Blue Light” and “The Shawl,” both directed by Sidney Lumet; “Don Juan in Chicago”; and “The Iceman Cometh,” opposite Kevin Spacey.

BEN SHENKMAN (Brett) starred in HBO’s multiple award-winning miniseries “Angels in America,” joining an ensemble cast that also included Al Pacino, Meryl Streep, Emma Thompson and Jeffrey Wright, under the direction of Mike Nichols. Shenkman garnered both Emmy and Golden Globe Award nominations for his performance as Louis, who is conflicted and fearful when his lover contracts AIDS in the early days of the epidemic.

Shenkman co-stars with Diane Lane and John Cusack in Gary David Goldberg's romantic comedy "Must Love Dogs." He includes among his other film credits the acclaimed independent features "Roger Dodger," "Personal Velocity: Three Portraits," "Requiem for a Dream," "Jesus' Son" and "Pi," as well as Robert Redford's "Quiz Show." He also stars in the upcoming film "Americanese," directed by Independent Spirit Award nominee Eric Byler.

Shenkman's television work includes recurring roles on "Law & Order," "Law & Order: Trial by Jury" and "Ed."

A native New Yorker, Shenkman made his Broadway debut in "The Deep Blue Sea." He was later honored with a Tony Award nomination for his work in the hit Broadway play "Proof," in which he starred opposite Mary-Louise Parker, under the direction of Daniel Sullivan. In summer 2004, Shenkman reunited with Sullivan, returning to Broadway to star with Laura Linney in the limited revival of "Sight Unseen."

JON HEDER (Darryl) became an overnight sensation and gained an instant cult following with his feature film debut in the title role of the offbeat comedy hit "Napoleon Dynamite." Heder's endearing portrayal of the somewhat nerdy high schooler who helps his friend Pedro get elected class president brought him two MTV Movie Awards, one in the category of Breakthrough Male and a second for Best Musical Performance for his crowd-pleasing election night dance. "Just Like Heaven" marks his second feature film.

Heder will soon begin production on "School for Scoundrels," in which he stars opposite Billy Bob Thornton under the direction of Todd Phillips. Next spring, Heder will star in the comedy "The Benchwarmers," directed by Dennis Dugan from a script co-written by Adam Sandler. In addition, he co-stars in the motion-capture animated fantasy "Monster House," joining an ensemble cast that also includes Steve Buscemi, Kathleen Turner, Catherine O'Hara, Fred Willard and Maggie Gyllenhaal. Executive produced by Steven Spielberg and Robert Zemeckis, the film is due out in summer 2006. Heder also stars in the independent feature "Moving McAllister."

Born in Colorado, Heder attended Brigham Young University, where he studied 3-D animation. It was there that he met "Napoleon Dynamite" writer and director Jared

Hess, who first cast him in a short film called “Peluca.” Heder also has an identical twin brother named Daniel.

IVANA MILICEVIC (Katrina) made her film debut in Cameron Crowe’s hit “Jerry Maguire,” starring Tom Cruise and Renée Zellweger. She later reunited with Crowe and Cruise in “Vanilla Sky.” Milicevic previously worked with director Mark Waters when she co-starred in “Head Over Heels.” She has also been seen in such films as “Running Scared,” “Paycheck,” “Love Actually,” “Down With Love” and “Enemy of the State.” Her upcoming films include “The Optimist” and “The Adventures of Beatle Boyin.”

On television, Milicevic starred on the series “The Mind of the Married Man.” She has also had recurring roles on “One on One,” “Nash Bridges” and “Felicity,” and has guest starred on such shows as “CSI: Miami,” “Las Vegas,” “Charmed,” “Yes, Dear,” “Just Shoot Me” and “Buffy the Vampire Slayer.”

Born in Sarajevo in the former Yugoslavia, Milicevic came to the United States when she was five and grew up in Michigan. Graduating high school early, she immediately began pursuing her acting career and even did a stint as a stand-up comedienne.

ABOUT THE FILMMAKERS

MARK WATERS (Director) scored back-to-back hits with the comedies “Freaky Friday” and “Mean Girls.” In 2003, Jamie Lee Curtis and Lindsay Lohan starred in the successful remake of the comedy fantasy “Freaky Friday,” in which an uptight mother and her teenage daughter switch bodies, much to their horror. The film earned a Critics’ Choice Award nomination for Best Family Film and brought a Golden Globe nomination to Jamie Lee Curtis.

The following year, Waters directed “Mean Girls,” written by “Saturday Night Live’s” Tina Fey, based on Rosalind Wiseman’s book *Queen Bees and Wannabes*. The

film became one of the most talked-about hits of the year and won three MTV Movie Awards, including one for Lindsay Lohan as Best Actress.

Waters has three films upcoming, beginning with “The Secret Life of Walter Mitty,” starring Owen Wilson in the title role of an ordinary man who daydreams his way into an extraordinary life. Waters is then set to direct the adventure fantasy “The Spiderwick Chronicles,” as well as the big-screen adaptation of John Scott Shepherd’s dark comedy novel *Henry’s List of Wrongs*.

A graduate of the directing program at the American Film Institute, Waters made his feature film directorial debut on the dark comedy indie hit “The House of Yes.” The film premiered at the 1997 Sundance Film Festival, where Parker Posey won a Special Jury Prize for her performance as a delusional young woman who believes she is the iconic Jackie O. Waters also wrote the screenplay, adapted from the play of the same name by Wendy MacLeod.

Waters’ next film was the romantic comedy “Head Over Heels,” starring Monica Potter and Freddie Prinze, Jr. For the small screen, he also directed the VH1 original movie “Warning: Parental Advisory.”

LAURIE MACDONALD and **WALTER F. PARKES** (Producers) are two of today’s most active motion picture producers. They most recently produced Michael Bay’s action thriller “The Island,” starring Ewan McGregor and Scarlett Johansson. Following “Just Like Heaven,” they have several films upcoming, including “The Legend of Zorro,” the sequel to their earlier hit “The Mask of Zorro,” which reunites stars Antonio Banderas and Catherine Zeta-Jones and director Martin Campbell.

The couple’s recent credits include the fantasy adventure hit “Lemony Snicket’s A Series of Unfortunate Events,” starring Jim Carrey, Meryl Streep and Jude Law under the direction of Brad Silberling, and the horror sequel “The Ring Two,” starring Naomi Watts and directed by Hideo Nakata. They had previously produced the groundbreaking horror film “The Ring,” directed by Gore Verbinski, which became one of 2002’s biggest sleeper hits. That same year, Parkes was a producer on “Minority Report,” starring Tom Cruise, and “Catch Me If You Can,” starring Leonardo DiCaprio and Tom Hanks, both for director Steven Spielberg. MacDonald served as an executive producer on the latter.

Parkes and MacDonald subsequently produced Spielberg's dramatic comedy "The Terminal," starring Tom Hanks and Catherine Zeta-Jones. They also produced the sequel "Men in Black II," which reteamed stars Tommy Lee Jones and Will Smith and director Barry Sonnenfeld. They had earlier produced the 1997 blockbuster "Men in Black," for which they were named ShoWest Producers of the Year.

Parkes' and MacDonald's additional credits as executive producers or producers include the Oscar®- and Golden Globe-winning Best Picture "Gladiator," "Deep Impact," "Amistad" and "The Peacemaker."

In addition to their producing work, Parkes and MacDonald served as the co-heads of DreamWorks Pictures from the inception of the studio until mid-2005. They were responsible for the development and production of the company's diverse slate of films, which achieved both box office success and critical acclaim. There were also numerous award winners, including—for only the second time in the history of the Motion Picture Academy—three consecutive Best Picture Oscar® winners: "American Beauty," "Gladiator" and "A Beautiful Mind," the latter two produced in partnership with Universal. Other critical and commercial successes produced during their tenure include: Cameron Crowe's "Almost Famous," Bob Zemeckis' "What Lies Beneath," Adam McKay's "Anchorman: The Legend of Ron Burgundy," Michael Mann's "Collateral," and Steven Spielberg's Academy Award®- and Golden Globe-winning drama "Saving Private Ryan," which was the top-grossing film domestically of 1998.

MacDonald began her producing career as a documentary and news producer at KRON, the NBC affiliate in San Francisco. She later joined Columbia Pictures, where she served as a Vice President of Production. After four years, she started a production company with Walter Parkes. Immediately prior to joining DreamWorks, MacDonald oversaw development and production at Amblin Entertainment.

Parkes is a three-time Academy Award® nominee, earning his first nomination as the director/producer of the 1978 documentary "California Reich," which exposed neo-Nazi activities in California. He garnered his second Oscar® nomination for writing (with Lawrence Lasker) the original screenplay for "WarGames," and his third nod for his work as a producer on the Best Picture nominee "Awakenings." Parkes also co-wrote and produced the thriller "Sneakers," starring Robert Redford and Sidney Poitier.

PETER TOLAN (Screenwriter) was already a successful and award-winning television writer when he made his feature film writing debut on the 1996 comedy “My Fellow Americans,” starring Jack Lemmon and James Garner. In 1999, he co-wrote the screenplay for Harold Ramis’ mega-hit comedy “Analyze This,” which teamed Robert De Niro and Billy Crystal. The following year, Tolan partnered with Garry Shandling on the screenplay for Mike Nichols’ “What Planet Are You From?” and also co-wrote the comedy “Bedazzled,” for director Harold Ramis.

In 2001, Tolan and Billy Crystal collaborated on the screenplay for the Joe Roth-directed comedy “America’s Sweethearts,” which Tolan also executive produced. He then co-wrote the comedy sequel “Analyze That,” reuniting him with Ramis and stars De Niro and Crystal. He most recently co-wrote “Guess Who,” starring Bernie Mac and Ashton Kutcher.

A two-time Emmy Award winner, Tolan is currently serving as an executive producer on the critically acclaimed series “Rescue Me,” starring Denis Leary. Tolan has also written a dozen episodes of the show, including the pilot episode, which he also directed. He just earned dual Emmy Award nominations for the pilot of “Rescue Me,” one for Best Directing for a Drama Series and a second for Best Writing for a Drama Series.

Tolan won his first Emmy in 1992 in the category of Outstanding Comedy Series for his work as a co-producer on the long-running series “Murphy Brown.” He won another Emmy Award in 1998 for his writing work on “The Larry Sanders Show,” shared with its star, Garry Shandling. From 1993 to 1997, Tolan earned nine more Emmy nominations, including one as a producer on “Murphy Brown,” three as a producer on “The Larry Sanders Show,” and five for his writing work on “The Larry Sanders Show.”

LESLIE DIXON (Screenwriter) previously worked with director Mark Waters when she co-wrote the screenplay for the 2003 comedy hit “Freaky Friday,” starring Jamie Lee Curtis and Lindsay Lohan. Dixon is currently working on the big screen adaptation of the Tony Award-winning musical “Hairspray,” which itself was taken from John Waters’ original 1988 film.

Dixon made her feature film writing debut on the 1987 comedy “Outrageous Fortune,” starring Bette Midler and Shelley Long, under the direction of Arthur Hiller. Also that year, she wrote the romantic comedy “Overboard,” starring Goldie Hawn and Kurt Russell.

Her other film writing credits include the acclaimed remake of the romantic thriller “The Thomas Crown Affair,” pairing Pierce Brosnan and Rene Russo; the hit comedy “Mrs. Doubtfire,” starring Robin Williams and Sally Field; and “Pay It Forward,” based on the book by Catherine Ryan Hyde, and starring Kevin Spacey, Helen Hunt and Haley Joel Osment.

MARC LEVY (Novelist/Co-Producer) has emerged as one of Europe’s best-selling contemporary authors since the publication of his first book, *If Only It Were True*, in 2000. Levy has since written four more novels: *Will You Be There?* (2000), *Seven Days For an Eternity* (2003), *In Another Life* (2004) and, most recently, the sequel to *If Only It Were True*, entitled *Finding You* (2005). Together his books, all of which have been bestsellers, have sold more than six million copies around the world.

Born in France, Levy joined the French Red Cross at the age of 18, and worked for the organization for six years. In 1983, he came to the United States, where he lived and worked until 1991. Moving back to France, Levy partnered with two friends to form an architectural company. Within a few years, the company had grown to oversee the design and construction of hundreds of buildings, including the corporate headquarters of such companies as Coca-Cola, Perrier, Evian and the magazine *L’Express*.

In 1998, Levy began working on his first novel, *If Only It Were True*. Published in France in January 2000, it went on to become the top-selling French novel of the year and has been translated into more than 30 languages. The novel still remains on the bestseller lists in some countries, more than five years after its release.

In addition to his novels, Levy has completed a short film entitled “Letter to Nabila,” which he directed for Amnesty International as part of a new campaign for international communication. He is also working on several screenplays and has plans to direct his first feature film.

DAVID HOUSEHOLTER (Executive Producer) recently served as a co-producer on two hit comedies starring Will Ferrell: “Anchorman: The Legend of Ron Burgundy,” on which he also served as the unit production manager, and the holiday fantasy “Elf.”

Householter previously held the dual posts of co-producer/unit production manager on Jon Amiel’s sci-fi thriller “The Core,” and the teen actioner “Clockstoppers,” for director Jonathan Frakes. His credits as a unit production manager also include “Little Nicky,” “Mystery Men,” “Mercury Rising” and “The Chamber.”

Householter started out as a set production assistant on Wes Craven’s horror film “A Nightmare on Elm Street,” and moved up to second assistant director on Paul Verhoeven’s “Robocop.” He went on to serve as a first assistant director on such films as Gus Van Sant’s “Drugstore Cowboy,” Thomas Carter’s “Swing Kids,” Lasse Hallström’s “What’s Eating Gilbert Grape” and Tom Shadyac’s “The Nutty Professor.”

DARYN OKADA (Director of Photography) previously worked with Mark Waters on the hit comedy “Mean Girls.” He has also been director Steve Miner’s cinematographer of choice on the films “Texas Rangers,” “Lake Placid,” “Halloween H20,” “Big Bully,” “My Father the Hero” and “Wild Hearts Can’t Be Broken,” as well as the pilots for the television series “Dawson’s Creek” and “Wasteland.”

Okada is currently shooting the film “Stick It,” for first-time director Jessica Bendinger. His collaborations with other directors include Andrzej Bartkowiak’s “Cradle 2 the Grave,” John Pasquin’s “Joe Somebody,” Steve Carr’s “Dr. Dolittle 2,” Penelope Spheeris’ “Senseless,” Bernard Rose’s “Anna Karenina” and Thom Eberhardt’s “Captain Ron.”

Born and raised in Los Angeles, Okada began working as a director of photography in the early 1980s, but his career was put on hold for several years when he was injured in a helicopter crash while shooting aerial footage. Coming back, he lensed several independent films during the late 1980s.

In 1991, Okada was honored by his peers with an ASC Award nomination for his work on the miniseries “In a Child’s Name.” His television credits also include the 1990 miniseries “Elvis,” “A Mother’s Instinct” and “Vanishing Point.”

CARY WHITE (Production Designer) counts “Just Like Heaven” as his fourth collaboration with director Mark Waters, having previously served as the production designer on the films “Mean Girls” and “Freaky Friday,” as well as on the VH1 original movie “Warning: Parental Advisory.”

White has also worked with director Robert Rodriguez on the films “Spy Kids” and “The Faculty,” and with Gregory Nava on “Why Do Fools Fall In Love” and “Selena.” White just completed work on the upcoming “Cheaper By the Dozen 2,” for director Adam Shankman. His other film credits include “American Outlaws,” “Gettysburg,” “The Hot Spot” and “The Texas Chainsaw Massacre 2.”

White has been honored for his work on television, earning two Emmy Award nominations for the acclaimed miniseries “Lonesome Dove” and the telefilm “Buffalo Girls.” He also received Cable ACE Award nominations for “Final Verdict” and Tommy Lee Jones’ “The Good Old Boys.” His additional television credits include “Beyond the Prairie, Part 2: The True Story of Laura Ingalls Wilder,” “The Temptations” and “The Siege at Ruby Ridge.”

BRUCE GREEN (Editor) previously edited Mark Waters’ hit comedy “Freaky Friday.” He has also collaborated with Garry Marshall on the director’s five most recent films: “The Other Sister,” “Runaway Bride,” “The Princess Diaries,” “Raising Helen” and “The Princess Diaries 2: Royal Engagement.” Earlier in his career, Green worked with director Jon Turteltaub on the features “Phenomenon,” “While You Were Sleeping” and “Cool Runnings.”

Green has also edited such films as “Big Momma’s House,” “Angels in the Outfield,” “The Vanishing,” “The Doctor,” “Welcome Home, Roxy Carmichael,” “Young Guns II,” “Punchline” and “Square Dance.”

Born and raised in New York City, Green began his editing career as an assistant editor on the first “Star Wars” blockbuster. He later met Steven Spielberg’s longtime editor Michael Kahn, who became his mentor. Green worked as an assistant to Kahn on “Raiders of the Lost Ark,” “Indiana Jones and the Temple of Doom,” “Poltergeist” and “Table for Five.”

SOPHIE de RAKOFF (Costume Designer) has designed the costumes for the Reese Witherspoon starrers “Legally Blonde,” “Legally Blonde 2: Red, White & Blonde” and “Sweet Home Alabama.” She more recently served as the costume designer on Peter Chelsom’s “Shall We Dance,” starring Richard Gere, Jennifer Lopez and Susan Sarandon; and the Farrelly brothers’ comedy “Fever Pitch,” starring Drew Barrymore and Jimmy Fallon. In addition, de Rakoff served as the costume designer on Curtis Hanson’s upcoming comedy-drama “In Her Shoes,” starring Cameron Diaz, Toni Collette and Shirley MacLaine, due out this fall.

Her previous film credits include “All About the Benjamins,” “The Center of the World,” “Crime and Punishment in Suburbia,” “Four Dogs Playing Poker” and “Saturn.”

A former music video stylist, de Rakoff has worked with numerous musical artists, including Depeche Mode, R.E.M., Nelly, Enrique Iglesias, Rod Stewart, Alanis Morissette, and The Wallflowers, to name only a few.

ROLFE KENT (Composer) is the composer of more than 30 film scores, including the current smash hit “Wedding Crashers” and the upcoming release “The Matador,” which premiered at the 2005 Sundance Film Festival. Earlier this year, he received a Golden Globe nomination for his score for Alexander Payne’s award-winning hit “Sideways.”

“Just Like Heaven” marks Kent’s fourth film collaboration with Mark Waters. He scored Waters’ first feature, “The House of Yes,” and more recently composed the score for the successful comedies “Freaky Friday” and “Mean Girls.” Kent has also scored three other films for director Alexander Payne: “About Schmidt,” “Election” and “Citizen Ruth.”

Kent’s film credits also include “Legally Blonde,” “Legally Blonde 2: Red, White & Blonde,” “Nurse Betty” and “Slums of Beverly Hills,” to name only a few.