

THUMBSUCKER

*Winner, Special Jury Prize for Acting (Lou Pucci),
Sundance Film Festival 2005*

*Winner, Silver Bear for Best Actor (Lou Pucci),
Berlin International Film Festival 2005*

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THUMBSUCKER

Synopsis by Mike Mills

It's not easy growing up, no matter what age you are...

Justin Cobb (LOU PUCCI) still sucks his thumb at 17. He wants to stop and knows that his thumbsucking is disrupting his family, his love life and his identity. The only thing that changes his behavior is hypnosis therapy administered by his "guru" orthodontist. But while Justin felt this would solve all his problems and he would finally be "normal," his troubles were really just beginning. Thumbsucking was only a symptom of a deep-seated fear: that he and his father aren't good enough for his mother, and that she would leave them. Thumbsucking was the only way to soothe this fear. Once that is gone Justin spirals into manic behavior, is diagnosed with ADHD and put on Ritalin, which becomes a substitute for his thumb. When the high of the prescription drugs and a newfound success at school crash, Justin turns to pot and sex to replace his thumb.

His father Mike (VINCENT D'ONOFRIO) is himself shadowed by the sad twists of youth: a broken college football career apparently sidelined by a knee injury. In many ways Mike feels like a teenager, yet he finds himself in his early 40s with his eldest son still sucking his thumb as he's heading to college and his wife seeming to drift away. Mike hides his fears and disappointments with tough behavior – but that trick is running dry. He is growing out of the lies and denials that got him from college to the present. Did he ever really want to be a jock? Is that a false self that he has hidden in for all these years and doesn't know how to evolve out of?

His wife Audrey (TILDA SWINTON) wonders how she could possibly be "grown up" with a son going to college. She seems to be asking "How did I get here?" and "Is this all there is?" In her early 40s, she is, like Justin, struggling to find out who she is and to accept her shortcomings. As a mother she knows that she doesn't have all the answers to Justin's troubles, and that she is sometimes too busy dealing with her own doubts to help him. Audrey hides from these realities through an obsession with a TV heartthrob, Matt Schraam (BENJAMIN BRATT), whose TV character seems to have all the neat answers, but his real drug addicted self reveals messier truths to both her and Justin.

Little brother Joel (CHASE OFFERLE) is mostly oblivious to the family's dynamics, and thinks his troubled older brother is embarrassing. Joel provides comic relief with his lack of doubt in a family full of questions, yet his strong-mindedness may be misunderstood.

Justin turns to others outside his family to help. His New Age orthodontist, Perry Lyman (KEANU REEVES), seems to mirror Justin's ups and downs. They both try on different personas that hide their doubts and fears. Perry transforms into an EST/FORUM-style high achiever before winding up a washed-up mess who stops looking for disguises and easy answers, finding a strange kind of happiness in the process.

At school, Mr. Geary (VINCE VAUGHN), Justin's debate coach, initially tries to help. His alternately dominating and cripplingly insecure behavior is revealed as he attempts to live his life through his students. Striving to act as a peer to Justin, Mr. Geary eventually finds that he can no longer control him when Justin reaps great success, and their relationship crumbles. Justin's heart belongs to another pretender, Rebecca (KELLI GARNER) who masks her insecurities about sex and relationships behind a cool demeanor. She seems adult beyond her years, but Justin learns the hard way that she is not able to face her fears.

"Thumbsucker" is an honest and funny look at the struggles of people who feel deeply flawed, both those in youth and middle age. They yearn to be anything but their real selves with their real fears and doubts. Instead, they want to be "normal." They look for magic answers to fix themselves – only to realize that they can't be someone else, that "normal" does not exist, and that their flaws are what make them human and loveable.

The directorial debut of Mike Mills, adapted by Mills from the novel by Walter Kirn, THUMBSUCKER is a This is that, Cinema-go-go and Bull's Eye Entertainment production.

THUMBSUCKER

CAST

Justin Cobb.....	Lou Pucci
Audrey Cobb.....	Tilda Swinton
Mr. Geary.....	Vince Vaughn
Mike Cobb.....	Vincent D’Onofrio
Perry Lyman.....	Keanu Reeves
Matt Schramm.....	Benjamin Bratt
Rebecca.....	Kelli Garner
Joel Cobb.....	Chase Offerle

IN ALPHABETICAL ORDER

Stoner guy.....	Ted Beckman
Perry Lyman’s Assistant.....	Arvin V. Entena
Stoner Chick.....	Tyler Gannon
Biology Teacher.....	Allen Go
Girl on Plane.....	Dakota Goldhor
Debate Judge.....	Walter Kirn
Principal.....	Kit Koenig
English Teacher.....	Sarah Lucht
Hotel Desk Clerk.....	Eric Normington
As Herself.....	Nancy O’Dell
School Nurse.....	Lanette Prazeau
Debate Official.....	Bob Stephenson
Ten Year-Old Justin.....	Colton Tanner

THE DEBATERS

Sasha – “I only drink beer.”.....	Sarah Bing
Elise – “TV violence kills morality.”.....	Echo Brooks
Ashley – The stone-faced killer.....	Olivia Brown
Kevin – “You’re missing my point.”.....	Patrick Chu
“Anybody want any Peach Schnapps.”.....	Sarah Iverson
Countability needs to be enforced.....	Lin Lu
Lisa – “You’re right. TV’s not real.”.....	Maura McNamara
Mark – “Whatever, Speedfreak.”.....	Mahdad Rezaoujan

THUMBSUCKER

CREW

Written and Directed by.....Mike Mills
Based on the Novel by.....Walter Kirn
Producers.....Anthony Bregman, Bob Stephenson
Executive Producers.....Anne Carey, Ted Hope, Bob Yari, Cathy Schulman
Co-Executive Producers.....Tilda Swinton, Jay Shapiro
Line Producer.....Callum Greene
Director of Photography.....Joaquín Baca-Asay
Production Designer.....Judy Becker
Costume Designer.....April Napier
Editors.....Haines Hall, Angus Wall
Music Supervisor.....Brian Reitzell
Original Music Written by.....Tim DeLaughter
Performed by.....The Polyphonic Spree
Additional Songs by.....Elliot Smith

Thumbing a ride – Bringing THUMBSUCKER to the screen

Getting any independent film to the screen is a daunting task, but that proved doubly true for Mike Mills' THUMBSUCKER, based on Walter Kirn's novel of the same name. The film was not only financed independently, but brings a truly independent point of view and creative sensibility to its subject matter. Offering a trenchant critique of some of contemporary America's most sacred cows—the nuclear family, the suburban paradise, the cure-all wonders of modern pharmaceuticals—THUMBSUCKER takes courageous risks to speak the truth about the way we live.

“It was a difficult project to get going,” says producer Anthony Bregman. “It’s a really original book, and Mike’s treatment of it is also really original... The industry in general kind of frowns on projects that aren’t like other projects, and when you get something that’s really original, like THUMBSUCKER, everyone says, ‘Yeah, I think it’ll be really interesting, but I can’t feel safe putting money into it.’”

There’s only one way to get a project like THUMBSUCKER off the ground: tireless, indomitable passion. “I feel it’s incredibly important to just work on the movies that you love,” says Executive Producer Cathy Schulman. “It takes years of your life, a huge amount of time, an amazing amount of perseverance, and frankly, you never want to get bored. You never want to say to yourself, ‘What the heck am I doing here?’”

Schulman’s passion for the material is shared by producer Bob Stephenson, who first brought Kirn’s novel to the attention of Mike Mills. “I was on page 65,” Stephenson recalls, “and I went and immediately optioned the book. Then I told [Mike Mills] he had to read it. For his own part, Mills can only say, ‘I’m lucky that he thought I was the right person for it... we were going to get a writer and were going through that process, and then one day, I said, ‘Bobby, let me try to write it.’ And he supported that, and he convinced the other people to let me do it. He was my main editor for the whole writing process, and made a ton of contributions to the script, and was really the person that made me make sense to the rest of the world.”

Financier Bob Yari put up the money to finance THUMBSUCKER through Bull’s Eye Entertainment, his company with Schulman and third partner Tom Nunan. “Bob looks to Bull’s Eye to identify pictures that would be smart investments for him from an economic standpoint, but also courageous and interesting independent films that can fill the holes that the commercial marketplace has been unable to address,” says Schulman. To Schulman and Bregman, Mills was a perfect fit for the material. “I think that if you look at Mike Mills’ work overall,” says Bregman, “his commercials and music videos, you’ll see that it deals with many of the same issues that he deals with in this film. It really addresses the themes that Mike Mills the director, the graphic artist, is concerned with.”

THUMBSUCKER is Mills' feature debut, taking an acclaimed director of short films, music videos and commercials to the next creative level. While many producers, actors and financiers might have been apprehensive about working with a first-time feature director, Mills demonstrated from the beginning that the faith that others put in him was warranted. "Mike had the meetings," reports Stephenson of the conversations that led to THUMBSUCKER's top-notch cast. "It was always just Mike. I would ask him if he wanted me to be in those meetings, and he always said, 'No, no, I think it's a real creative thing, I think I should do it.' He would sit in those meetings by himself and every time someone came out of those meetings, it was nothing but, 'I think Mike's great!' We had people walk out of meetings and go, 'Boom! I'm in. What do I do?'"

Once the cast found its way to the Oregon-based sets and locations, Mills gave them a free hand to shape their characterizations, encouraging his actors to do extensive background work, and encouraging improvisation both in rehearsals and while shooting. Mike felt the best way to find the emotional truth of the story would be to hew the performances from reality. "The idea," Mills says, "was to have everything in front of the camera be very real, where the actors aren't lit, where they're as 'undirected' as possible." The film's young lead, Lou Pucci (Justin) agrees. "The only thing I can think of to describe how Mike works... it's reality. He tries to put reality into everything that he does. He wanted it to look like it wasn't out of a movie, like there wasn't a 'movie moment'."

Mills achieves that "reality" through extensive improvisation during the rehearsal period. Those improvisations are largely responsible for the harmony of the cast's collective performance, allowing them all to find a common wavelength form from which to work. According to Tilda Swinton, the actors took the challenges of the improvisation period to heart. She says, "We set the goal of knowing that there was going to be a day when other people were going to turn up with cameras and start filming us. But well before that, we were going to start behaving like the Cobb family and just keep that going, and then take it into the house, and then people would shoot us doing it."

The loose, deceptively casual style of THUMBSUCKER's individual scenes and performances is counterbalanced by the technical restrictions imposed by Mills' calculated use of anamorphic lenses. "It's made the shooting more structured," Mills observes. "The actual camera moves and the camera itself are more static and structured than I thought they would be, but that was the basic idea... it's supposed to look a little dogma-ish," he says, invoking the manifesto of naturalistic filmmaking championed by maverick European directors such as Thomas Vinterberg and Lars von Trier.

On the technical side, Mills leaned heavily on the team he has worked closely with in his commercial and music video work. That decision required the director to expend some of his personal capital, since many on that team, like Mills, had no previous feature experience. "We fought for a lot of people who had never

done a film before, says Bob Stephenson. Mike had to pick his fights, but it really paid off. Mike knew that if he had his support team, it would trickle down and make everybody happy.” Mills says, “The majority of the people I worked with on the film are people I’ve been working with for the last seven years. I don’t consider them guns for hire. They’re part of the team.” Like any good team, Mills and his crew have developed a shorthand that proved useful in meeting the challenges of mounting an independent film. Costume designer April Napier, for instance, has worked with Mills long enough that “she kind of gets my idiosyncrasies, like my fetish for corduroys and stuff like that. She knows a lot of the things I’m going to say yes to.”

Casting THUMBSUCKER

The stellar cast, including Keanu Reeves, Tilda Swinton, Vincent D’Onofrio, Benjamin Bratt and Vince Vaughn, that came together for THUMBSUCKER was a coup for a first-time writer-director but, as Mike Mills acknowledges, the biggest piece of good fortune was the appearance of newcomer Lou Taylor Pucci, who inhabits the central role of Justin Cobb.

“Lou Pucci *is* Justin,” says Mills definitively. “That was the biggest piece of luck, or goodwill, or whatever it was that we had... I looked at at least 100 young actors before Lou came in. Then he showed up, and the first [airplane] flight he’d ever taken in his life was to come to the audition. He had done theater for a long time, but he didn’t feel like a lot of the other kids. He didn’t feel like L.A, like someone whose identity was I’m an actor and I’m cool. He felt nervous and anxious and all that stuff which is just so Justin.” The similarities aren’t lost on the young actor. “I am living the life of the person I’m playing right now, sort of”, says Pucci. There are a lot of things that I can completely relate to. I really understand what it’s like to be leaving home, when it’s the only place that you know, and to be looking for answers in all these different places.”

Casting an unknown and largely untested actor in the central role was perhaps the biggest gamble of the production. After all, observes producer Anthony Bregman, “you can’t really cut around Justin in this film. Bregman credits Mills’ intuition in casting Pucci, even as he acknowledges the creative risks involved. “It’s always a risk,” he says, “to have somebody as the central character of the film who really hasn’t been tried before, and he was completely able to pull it off.” That opinion is echoed by producer Cathy Schulman: “Lou brought to it all of the qualities that we liked so much about the screenplay, this sense of truth. He was willing to put it all out there—be insecure, be silly, be sad, be angry. He’s been a special find.”

Pucci wasted no time in impressing his more experienced co-stars. “It’s impossible to imagine anyone else doing it,” says Tilda Swinton, “because what he has and what he brought with him was so far beyond what we could have hoped for. He was so prepared, like the rest of us, which is why I think we were

so well-matched; all of us share a genuine, sort of scientific interest in human machinations, so to get a 17 year-old who was able to be that vulnerable, and watch himself doing that at the same time... it's sort of amazing." But there's no greater Lou Taylor Pucci fan than his director. "He held his own with all these different actors..." Mills explains, "and they're intense people to be around, as the character and as Lou Pucci, and he never let it rattle him. Or if he did let it rattle him, he did it in the right way where he didn't try to hide it, and it became a part of the piece."

The casting of Pucci reflects a philosophy that Mills' acquired through reading the work of renowned director Elia Kazan. "Kazan [says] you have to cast the *person*. You have to see the character... in the person's history, their life, their psychology, not just seeing them as an actor." Mills applied that philosophy to each of his choices, including that of Keanu Reeves, who plays THUMBSUCKER's "holistic orthodontist" Perry Lyman.

"Perry is a total searcher," says Mills, "and I think that Keanu is a total searcher. The difference is that, unlike Keanu, Perry's character comes from a whole lot of insecurity, and that's what made him put on all these masks." For his own part, Reeves relished the chance to step outside the films such as "The Matrix" trilogy and devote himself to the unconventional character-driven drama of THUMBSUCKER. "I had finished working on the last two Matrix films, and then about seven months down the line, this script came my way. I thought it was fantastic. It's really a beautiful script. And I met with Mike and we had a good chat, and we spoke again and I said okay, I'd love to be a part of this. I'd love to play Perry. It's a great role. And it's a great film."

Any worries that Reeves' A-list stardom would unbalance the delicate on-set equilibrium were quickly dissipated. "You would expect Keanu," says Mills, "to be surrounded by an entourage, or really hard to get to, or emotionally inaccessible, or so seasoned he's gotten over it all, but he's one of those people that treats you like it's the first film he's ever done. I was amazed at how humble he was about himself. My biggest job as a director [with Reeves] was just encouraging him that he made the right decision [in a given scene]... It just speaks to how much vulnerability acting requires."

Tilda Swinton's Audrey is another striking figure within THUMBSUCKER's gallery of vulnerability. An admirer of Swinton's for many years, Mills initially harbored little hope that she would agree to take on the role. "When I met Tilda," Mills recalls, "I thought, she's never gonna do this movie but at least I got to meet her and have lunch with her. I had Tilda up on a very high pedestal, and she comes bouncing down and she's the nicest, most grounded person you could ever meet. It's impossible to feel odd around her; she just won't let that happen."

After she joined the project, Swinton proved her dedication far above and beyond the call of simply acting. "You can't imagine THUMBSUCKER without Tilda,"

says producer Bregman. “She was very crucial in terms of putting the film together with us. You’re only [likely] to make a film like this today if you have a certain level of actors’ names in it that allows a financier to feel comfortable putting money into the film. Tilda stuck with this film for over a year and a half before we made it, and called her friends to see if they would be in it, and gave the film a certain credibility because of her attachment, which made other actors feel comfortable coming on board.” Swinton embraced the crucial role she played in bringing THUMBSUCKER to fruition. “If I had to choose,” she says, “If somebody came to me and said, from now on you’re only going to make films where you turn up as an actor, say the lines, don’t bump into furniture and go home; or else, be involved in lengthy fundraisings, script enhancement, holding people’s hands while they write scripts, trying to drum up money from whomever, and then on the first day of shooting, you don’t get to shoot the film at all... If I had to choose between those two experiences for the rest of my life, I would definitely choose the second. Because that’s what I’m in it for.”

Regarding Vincent D’Onofrio, who plays Mike Cobb, Producer Bob Stephenson relates a confidence that Lou Pucci shared with him: “I remember [Lou] telling me, Bob, the only person I’m really nervous about is Vincent D’Onofrio... I just think that guy’s gonna eat me alive.” Stephenson can’t help laughing about it now. “Of course,” he continues, “[Lou] went in there and totally went toe-to-toe with him.” Mills found that despite D’Onofrio’s reputation as an intimidating screen presence, his disposition on-set was gratifyingly generous. “Vincent is one of those people,” he says, “that’s so knowledgeable about filmmaking, acting, directing, that whenever he says something, I’m like, Okay, tell me more! I feel very lucky that I had all these people so willing to be generous with me with their experience.” That feeling of good fortune is mutual. “I’m very lucky,” D’Onofrio says, “to have been on this film. These days, I only have the time to do one film a year, and I’ve just been lucky with this one. Any time you’re working with talented people, that’s always its own reward.”

Kelli Garner was initially attracted to the character of Rebecca “because she was weird, she was different, she’s not the typical girl that a guy should fantasize about... she’s dark.” Garner, who had worked with Mills in his music videos and his short film, “The Architecture of Reassurance,” had her eye on the role well before she even learned of Mills’ involvement with the project. “I had read THUMBSUCKER and loved the book,” she says, “and then I’m thinking, I wonder if anyone’s optioned it? Then I see Mike Mills’ name attached to it.” Mills has nothing but praise for Kelli. “She’s really organic about what she’s doing, and really very surprising as an actress.”

Mills and Garner worked extensively on Rebecca’s back-story, deciding that she was an environmentalist. “Mike made me join the Sierra Club,” Garner relates. “He made me do homework and call [producer] Anthony Bregman I had to talk about deep-sea fishing and the dangers of over-fishing, and convince him to help the environment and join the Sierra Club and donate money.” During an

educational nature walk he took with Garner, Mills noted her disenchantment with their overbearing guide. Upon asking her how she felt, he recalls, “she goes, ‘Stupid...’ I said, ‘Well, let’s use that. Let’s say that Rebecca always feels dumb and her parents make her feel dumb, and does all this stuff begrudgingly.’ That’s her identity, but she’s not happy with it, and that’s why she gets into pot... and then Kelli had something to grab on to. I love that process.”

Working with Vince Vaughn, who plays debate coach Mr. Geary, Mills says, “I didn’t direct Vince Vaughn. I rode the Vince Vaughn wave for a few days.” According to Mills, Vaughn lent a great deal to the role that transcended his adaptation. “Vince definitely had ideas about Geary, about Ritalin, about being a teacher that weren’t in the script before he showed up, and they were all great additions,” Mills says. “I am very into being surprised by an actor, and I think that Vince is always looking for surprising moments, or just responding to the moment.”

Producer Bob Stephenson is well aware of the backhanded perils that can threaten a first-time director with a big-name cast. “If you get a cast that’s so big, the cast starts to overshadow the story,” he explains. “These names take on a life of their own and it becomes more about the celebrity part of it, rather than these people that have come in and done this amazing work.” Fortunately, Stephenson continues, “These actors are chameleons. They’ve taken themselves out of their typical roles to play these parts, and they’ve delivered inspiring performances.”

THUMBSUCKER and suburbia

One of THUMBSUCKER’s most vivid and important characters doesn’t get a screen credit at all: the town of Beaverwood, Oregon, the suburban anti-paradise that surrounds the film’s troubled characters – and that may ultimately be responsible for the emptiness in their lives.

“The suburbs are a land of appearances,” says novelist Walter Kirn. “They’re ruled by the need to put on a good show for the boss, the church, the neighbors. And yet people suffer and have anxieties in the same way that they do everywhere. And it’s that mismatch between the surface and the depths that really make them interesting and sort of heartbreaking places.” In THUMBSUCKER, that heartbreak is never far from the surface, whether it’s Mike’s vanished dream of a football career, Audrey’s painful inability to reach out to her son, or Justin’s own growing sense of alienation as he comes to see the world around him as one where people pretend to be something they’re not. It’s a landscape that writer-director Mike Mills can claim an intimate familiarity with, having served as the backdrop to Mills’ most acclaimed short films, “The Architecture of Reassurance” and “Paperboys.”

Despite his intimate familiarity with the suburban landscape, Mills films the environment as though seeing it for the first time, allowing the bright, orderly aesthetics of this outwardly ideal community to play a powerful counterpoint to the emotional turmoil and devastation simmering just beneath the surface. Actress Tilda Swinton (Audrey), a native of Scotland, approached the environment with a similarly anthropological outlook. “I wasn’t brought up in suburbia,” she says. “And we shot the film in the first proper ‘wild jungle suburbia’ that I’d ever encountered. The life you have to live in that environment is a really particular one, and it does involve shutting things out and sort of following a text for your life.”

A connoisseur of the suburban landscape, Mills found his perfect “wild jungle suburbia” in Oregon. “I was really interested in Oregon suburbs,” Mills says, “because they’re very, very new. There are suburbs everywhere, but in other places you can see the decades of development. We were shooting on the very edge of that development, so you could see the houses, but you could also see the forest right next to it.” That pristine quality is evident in every frame of THUMBSUCKER, and Mills and Director of Photography Joaquin Baca-Asay combined it with meticulous camera work to create a precise, stable backdrop to the messiness of the human relationships at the film’s core.

Walter Kirn puts his finger on the tension that animates the suburbs of THUMBSUCKER and America as a whole when he observes: “People want two things. They want to be safe, and yet they want to be alive, passionate. In the suburbs, that’s a real conflict because passion has its limits. Don’t play the music too loud, don’t grab the girl in public, don’t be seen with the woman who’s not your wife. You can’t put those kind of restrictions on human desire and not have the energy come out sideways.”

One such “sideways” manifestation that is in many ways the focus of the film is the extensive use of pharmaceuticals – of both the corporate manufactured and home-grown varieties – to ease the cognitive dissonance at the heart of suburban life. Kirn elaborates, “In the movie and in the book, Justin has what shrinks call Attention Deficit Disorder, which means the inability to focus on any one thing. I think we’ve got that as a society at the moment. You haven’t finished one thing before you’re imagining the next; you haven’t met one person, but you’re looking at their defects and comparing them to another person. We do that with ourselves, too. We’re constantly ‘trying on’ ourselves, and I think that’s just what Justin is doing in this movie.”

Finding your “weird self” - The universal themes of THUMBSUCKER

“The book that was no bestseller, by any means,” says Walter Kirn of his novel THUMBSUCKER. “But, it was far more autobiographical than anything else I’ve written, and because it was so personal, people seemed to relate to it on a

personal level. Those who read it sort of took it to their hearts. So I continue to get letters and e-mails and be tracked down by people, especially people who as kids had some of the problems that my characters have had.”

Kirn’s speaking specifically of Justin Cobb’s particular demons, his ADD, his oral fixation. But in a larger sense, everyone has endured the problems that plague the Cobb family and the other assorted searchers of THUMBSUCKER – the sense of loss that comes with growing up; the search for an authentic identity; the recognition of the limitations of our parents, our communities and ourselves. It’s this profound and often heartbreaking appeal to our shared experience of growing up and arriving at whatever wisdom comes with the conclusion of adolescence that gives THUMBSUCKER its uncommon power and humanity.

In discussing the thematic roots of his film, writer-director Mike Mills returns to a handful of select inspirations: the paintings of Andrew Wyeth; the music of Elliott Smith and Neil Young; the films of Hal Ashby. “There’s a feeling I always get when I watch a Hal Ashby film,” says Mills. “I feel like Hal Ashby is sitting on my shoulder and he’s saying, ‘It’s okay not to be perfect; it’s okay to be your weird self; it’s okay not to be these images that you thought you were supposed to be.’” In a sense, THUMBSUCKER represents an attempt to translate these imagined whispers of Hal Ashby for a new audience and a new cultural moment.

“I think that if the book has a theme,” continues Walter Kirn, “it’s self-acceptance. It’s about going from the shame that we all feel when we get into the slightly wider world, let’s say, of our teenage years, realizing that we’re not the same as everybody else.” Despite the changes made by Mills in his adaptation, it’s evident that this theme came through loud and clear to everyone who encountered the script. “What I think is amazing about this particular screenplay and this movie,” says executive producer Cathy Schulman, “is that it actually has a very universal theme, which is that it’s okay to be different, and accept yourself for who you are, it’s just worked out on a very small landscape.”

Justin Cobb takes a circuitous path to reach that wisdom, but it’s evident that each of the characters that he encounters on that path – from his lost-in-the-suburbs parents, to unorthodox orthodontist Perry Lyman, to the driven debate coach Mr. Geary, to the sultry pothead Rebecca – is on his or her own journey of discovery, whether they realize it or not. Tilda Swinton speaks to this facet of the story, “You have Justin, who’s 17; you know he’s in crisis. There’s no way not to be in a state of crisis at 17. And his parents are 40, and there’s no way you can’t be encountering some kind of crisis when you’re 40. Your child is becoming sexually active, you’re thinking about your child leaving, maybe they’re the same age you were when you had them, it’s a huge crossroads.” Keanu Reeves, who plays Perry Lyman, sees his character in similar terms. “Perry Lyman is a little lost, himself,” says Reeves. “My character has three incarnations. In the first, he’s a ‘new age’ figure... and then in the second one, he’s in what we call kind of

a form-based foundation. And then in the third, he's just let everything go... and I meet Justin in each of those three stages, so there's kind of a parallel trajectory."

The commonality of the film's themes served as one more vehicle for the cast to find their way to "the same page". As Vincent D'Onofrio (Mike Cobb) says, "The whole family thing... everybody deals with it. So when you start dealing with stuff like that as an actor, if you've had kids and had family, it's always right there in the forefront of your emotions. It's always relevant." Tilda Swinton relied on her own experience of motherhood in bringing Audrey Cobb to life. "People ask you how you've changed when you become a mother," she observes, "and you sort of try and answer the question. Then you realize it's the wrong question, because it's not that you've changed; it's that a whole new person comes into being who's Tilda as Mother. But Tilda as Not Mother still exists, and you neglect her at your peril. Because she will come and tap your shoulder in 17 years and say, I'm still here."

Those kind of insights perfectly complement Mills' work with Lou Pucci, and the arc they create for Justin Cobb. "Everyone in the film is really about their parents," says Mills, "like every story is actually about what your parents did to you and how you're dealing with it." It's a notion that Pucci has clearly taken to heart. "I don't think you can really grow up," he says, "until you have at least gotten away from your family, because they're always going to shelter you from things."

The film's ending, as Justin takes his stab at independence by flying to New York, is both uplifting and open-ended. The conclusion is one of the inventions of Mills' screenplay, but it is perfectly in keeping with Kirn's creative vision. "Justin is constantly monitoring the reactions of people around him," says Kirn. "He's constantly looking to be told that he's all right, looking to be shown a way, looking to be guided. And people are always presenting themselves as mentors or guides or coaches. I think he finally becomes his own coach, his own shrink... I think that's kind of what we all have to do."

As Mills tells it, Kirn's reaction to the adaptation embodies that wisdom. Speaking of their initial meeting, well after the novel had been adapted into Mills' screenplay, the director recalls: "I had no idea what he was going to think. He's a big author, and a pretty intense critic, and I'm totally shitting myself. Then we meet, and he's like, 'Hey, how's it going? Loved the adaptation... 'I'd never thought about him going to New York... Great job.' And I was like: Are you mocking me?" But no, of course, Walter's some sort of Zen Buddhist where he's totally able to release attachment to the book and to what his expectations were, and be nothing but excited and enthusiastic about what I was bringing to it."

Releasing attachment. Letting go of expectations. Finding your weird self. It's what all of us learn, and re-learn, to do as we go about our lives.

THUMBSUCKER ABOUT THE CAST

Lou Pucci (Justin Cobb) grew up in central New Jersey and had little interest in acting until his Aunt bribed him to try out for Community Theatre at Age 10. Two years later, Lou was on Broadway as 'Friedrich' in "The Sound of Music".

Pucci made his feature film debut as 'Kevin' in the 2002 Sundance Film Festival Award winning film, "Personal Velocity" and has been working steadily ever since. In addition to his performance in "Thumbsucker", he can also be seen in Arie Posin's independent film "Chumscrubber", which was also a selection at the 2005 Sundance Film Festival, and will be released in 2005. Lou will also be seen in the upcoming HBO film "Empire Falls", directed by Fred Schepisi, with Paul Newman and Ed Harris. Recently, Pucci completed the leading role in the independent film "Fifty Pills". In addition to singing and acting, Lou is also a master at sleight of hand and magic.

A native of Scotland, **Tilda Swinton (Audrey Cobb)** is best known for her moving portrait of maternal anguish in "The Deep End", directed by David Siegal and Scott McGehee, and for her portrayal of the title character in "Orlando", Sally Potter's award-winning film based on Virginia Woolf's novel.

Prior to "Orlando", Swinton collaborated with director Derek Jarman on eight films, including "Caravaggio", "War Requiem" and "Edward II", for which she was awarded the Coppa Volpe for Best Actress in the 1992 Venice Film Festival. Since then, Swinton has chosen such diverse projects as Lynn Hershman-Leeson's "Conceiving Ada", Susan Streitfeld's "Female Perversions" and Robert Lepage's "Possible Worlds".

Recent work includes Spike Jonze's "Adaptation", Hershman-Leeson's "Teknolust" and David Mackenzie's much-lauded "Young Adam", produced by Jeremy Thomas, for which Ms. Swinton was nominated for a British Independent Best Actress Award. The film was released in the US in April 2004. Swinton followed those with "The Statement", a thriller directed by Norman Jewison which also starred Sir Michael Caine. Most recently, she was seen in the Warner Bros. feature "Constantine", in which she stars with Keanu Reeves.

Swinton has just completed filming the eponymous role of the White Witch in Walden Media and Disney's blockbuster production of "The Lion, The Witch and The Wardrobe" directed by "Shrek" and "Shrek II"'s Andrew Adamson on location in New Zealand. Taking advantage of a break in filming, Swinton flew to New York City to film a supporting role in the next Jim Jarmusch project, which stars Bill Murray.

Vince Vaughn (Mr. Geary) has made his mark among today's generation of talented young actors.

2005 is proving to be another busy year for Vaughn with three films (along with "Thumbsucker") due for release. Vaughn was most recently seen in F. Gary Gray's "Be Cool" for MGM. In addition, he will star in David Dobkin's "The Wedding Crashers" opposite Owen Wilson in a comedy about womanizers who sneak into weddings in an attempt to pick up women. The film is set for release this summer from New Line Cinema. Finally, this Christmas, Vince will be seen alongside Angelina Jolie and Brad Pitt in Twentieth Century Fox's "Mr. and Mrs. Smith."

Last year, Vaughn starred in a trio of hit comedies; "Dodgeball," "Starsky and Hutch," and "Anchorman." Additional film credits include the hit comedy "Old School," Jon Favreau's "Made," Harold Becker's "Domestic Disturbance," Tarsem Singh's "The Cell," Gus Van Sant's remake of "Psycho," Gregory Mosher's "The Prime Gig," Joe Ruben's "Return To Paradise," David Dobkin's "Clay Pigeons," John Smith's "A Cool Dry Place," and John Patrick Kelly's "The Locusts."

Vaughn made an impression with audiences worldwide in Steven Spielberg's "The Lost World: Jurassic Park 2." After seeing Vaughn in "Swingers," Spielberg described him as "a new movie star--an American icon to be" - "You only find those every six or seven years."

It was his performance as 'Trent,' the cool-as-a-Martini social ringleader in "Swingers" that made Hollywood take notice. Directed by Doug Liman and written by Jon Favreau, "Swingers" became a surprise hit and set into motion a 90s retro-swing movement that quickly swept the nation.

Vincent D'Onofrio (Mike Cobb) is truly an actor's actor, amassing an accomplished body of work that reflects a drive to seek out the evocative and inspiring. He currently stars on the highly-rated, critically acclaimed series "Law & Order: Criminal Intent." The chameleon recently starred in "The Dangerous Lives of Altar Boys" as an Irish priest, opposite Jodie Foster, as well as "The Salton Sea", opposite Val Kilmer where he played "Pooh Bear" a methamphetamine dealer.

D'Onofrio's credits include Lions Gate Films' "Steal This Movie!" opposite Janeane Garofalo (a film which he also executive produced) and "The Cell", also starring Jennifer Lopez and Vince Vaughn. In addition, D'Onofrio starred in the time-traveling satire "Happy Accidents", directed by Brad Anderson ("Next Stop Wonderland"), opposite Marisa Tomei, which premiered to great acclaim at the 2000 Sundance Film Festival; Dimension Films' "Impostor" with Gary Sinise and Madeleine Stowe, directed by Gary Fleder ("Kiss The Girls"); "The Thirteenth Floor"; Dan Ireland's "The Velocity of Gary", starring Salma Hayek and Thomas Jane; the role of Dock Newton in Richard Linklater's "The Newton Boys"; and

“Guy”, a documentary-style drama directed by Michael Lindsay-Hogg, which D’Onofrio also produced.

Other memorable roles include the villain in the blockbuster science-fiction comedy “Men in Black”; starring with Gregory Hines in “Good Luck”; Alex Cox’s “The Winner” opposite Rebecca De Mornay, Michael Madsen and Delroy Lindo; “Feeling Minnesota”, which also starred Keanu Reeves, Cameron Diaz and Dan Aykroyd; and “The Whole Wide World”, which D’Onofrio produced and which won both the Best Film and Best Actor Awards at the Seattle Film Festival and was included in numerous 1996 Top Ten Lists.

D’Onofrio studied at the American Stanislavsky Theatre in New York and later with Sharon Chatten of The Actors Studio, combining the two approaches for a hybrid that shines in his work. In 1987, he first came to prominence with his unforgettable portrayal in Stanley Kubrick’s gritty “Full Metal Jacket”. He then starred opposite Lili Taylor and then-newcomer Julia Roberts in “Mystic Pizza”.

D’Onofrio then starred in the 1991 film “Crooked Hearts”. Oliver Stone’s “JFK” and Joel Schumacher’s “Dying Young”. He made a notable impression in Robert Altman’s 1992 acerbic industry satire “The Player”, and also starred in romantic roles in “Mr. Wonderful” and “Household Saints” in 1993.

In Tim Burton’s “Ed Wood”, D’Onofrio immersed himself in the role of a young Orson Welles, a character to whom he managed to bear an uncanny resemblance. He has also unflinchingly portrayed a murderous cop in “Strange Days” and took a comic turn in “Stuart Saves His Family”, directed by Harold Ramis.

Off the big screen, D’Onofrio received an Emmy Award® nomination in 1998 for his riveting guest appearance in an episode of NBC’s “Homicide: Life on the Streets.” He also starred as Hoss in Sam Shepard’s off-Broadway play, “Tooth of Crime (Second Dance).” The play was co-produced by the Signature Theater Company and Second Stage Theater, with music by T Bone Burnett and ran December 1996 through February 1997.

Keanu Reeves (Dr. Perry Lyman) is one of Hollywood’s most sought after and busiest leading men. Reeves was most recently seen in the comic book adaptation of, “Constantine,” opposite Rachel Weisz and Tilda Swinton, in which he plays the title role, John Constantine. In the film, based on the DC-Vertigo comic book, Hellblazer, Reeves’ character teams up with a police officer to combat evil forces in the occult world. Prior to that, Reeves appeared in “Something’s Gotta Give,” a romantic comedy in which he starred opposite Jack Nicholson and Diane Keaton. Just prior to that, Reeves dominated the screen in the highly anticipated “The Matrix Revolutions,” the final chapter in “The Matrix” trilogy and the follow-up to “The Matrix Reloaded.” In 2005, he can be seen in

the live action, highly stylized, animated adaptation of, "A Scanner Darkly" directed by Richard Linklater in which he stars opposite Robert Downey Jr., Woody Harrelson and Winona Ryder. Also on his upcoming release slate is the independent film, "Alone in the Dark."

His long list of credits include "Hardball," "The Gift" opposite Cate Blanchett for which he received critical acclaim, "Sweet November," "The Replacements," "A Walk in the Clouds;" the hit thriller, "Devil's Advocate," opposite Al Pacino and Charlize Theron; "Little Buddha," "Much Ado about Nothing," opposite Denzel Washington, Emma Thompson and Michael Keaton. Reeves was also seen in "Bram Stoker's Dracula," "My Own Private Idaho," the action-adventure film "Point Break," the very popular "Bill & Ted's Excellent Adventure" and it's sequel, "Bill & Ted's Bogus Journey."

Raised in Toronto, Reeves performed in various local theater productions and on television before relocating to Los Angeles. His first widely acclaimed role was in Tim Hunter's "River's Edge." He then starred in Marisa Silver's "Permanent Record," and with Amy Madigan and Fred Ward in "The Prince of Pennsylvania." Yet another turn came when the actor was cast as the innocent Danceny in Stephen Frears' highly praised "Dangerous Liaisons," alongside Glenn Close, John Malkovich and Michelle Pfeiffer. He joined other outstanding casts that year in Ron Howard's comedy, "Parenthood," and Lawrence Kasdan's "I Love You to Death." Audiences saw Reeves for the first time as the romantic lead opposite Barbara Hershey in Jon Amiel's "Tune in Tomorrow," also starring Peter Falk. His additional credits include Tri-Star's sci-fi thriller, "Johnny Mnemonic;" Andrew Davis' action film, "Chain Reaction;" and the dark comedy "Feeling Minnesota," directed by Steve Baigelman for New Line Cinema.

A striking presence on screen, **Benjamin Bratt (Matt Schraam)** made a noteworthy turn in 2004 in the Nicole Kassell's independent feature "The Woodsman".

Bratt co-starred as Kevin Bacon's brother-in-law in "The Woodsman", the critically acclaimed story of a man's attempt to re-enter society. "The Woodsman" premiered at the 2004 Sundance, Cannes and Toronto film festivals and Newmarket Films released the film on December 24, 2004 in New York and Los Angeles .

Bratt delivered a breakthrough performance in Miramax Films' "Pinero". Directed by Leon Ichaso ("Bitter Sugar", "Sugar Hill"), Pinero traced the life of artist Miguel Pinero, the controversial New York figure whose urban poetry is recognized as a precursor to rap and hip-hop. "Observing the world through hooded snake eyes in a fog of cigarette smoke, jabbing the air as he raps out poetry in a sly staccato drawl, Benjamin Bratt resurrects the spirit of the playwright, poet and actor Miguel Pinero with the kind of thrilling brio that Dustin Hoffman brought to his

screen portrayal of Lenny Bruce 27 years ago," wrote Stephen Holden in The New York Times. "It is a career-defining performance that could catapult the 37-year-old actor...into the kinds of juicy anti-heroic parts once gobbled up by Mr. Hoffman and Robert De Niro." Ichaso cast Bratt in Pinero after seeing his performance as a streetwise muralist in brother Peter Bratt's "Follow Me Home" (1997), featuring Alfre Woodard.

His Screen credits also include Stephen Soderbergh's "Traffic", John Dahl's "The Great Raid", Stephen Gaghan's "Abandon", "Miss Congeniality" opposite Sandra Bullock, "Red Planet" with Val Kilmer and Carrie-Anne Moss, John Schlesinger's "The Next Best Thing", "Catwoman", Curtis Hanson's "The River Wild" with Meryl Streep, Phillip Noyce's "Clear And Present Danger", starring Harrison Ford and Taylor Hackford's "Bound by Honor".

Bratt established himself on Dick Wolf's critically acclaimed drama "Law & Order." A series regular for four seasons, he received an Emmy Award nomination for Outstanding Supporting Actor in a Drama Series for his portrayal of Detective Reynaldo Curtis in 1999. In 1998 and 1999, the cast garnered Screen Actors Guild Award nominations for Outstanding Performance by an Ensemble in a Drama Series.

Bratt also starred in Showtime's "Woman Undone" with Randy Quaid and Mary McDonnell, "James A. Michener's "Texas," and "After the Storm," based on the short story by Ernest Hemingway.

An alumnus of the MFA program at the American Conservatory Theatre in San Francisco, Bratt lives in New York with his wife -- actress Talisa Soto -- and daughter Sophia.

Kelli Garner (Rebecca) was most recently seen opposite Leonardo DiCaprio as 'Faith Domergue' in Martin Scorsese's "The Aviator". Her previous film credits include Larry Clark's "Bully" and "Love Liza" with Phillip Seymour Hofmann and Kathy Bates.

She was also recently seen opposite Tommy Lee Jones in "Man of the House", and will soon be seen and in the indie film "Dreamland" opposite Agnes Bruckner. She can also be seen in the short "The Youth in Us", which premiered at the 2005 Sundance Film Festival.

THUMBSUCKER ABOUT THE FILMMAKERS

Mike Mills (Screenwriter/Director) works as a filmmaker and graphic artist. He is a founding member of art collective/agency, The Director's Bureau, which also includes artists such as directors Roman Coppola and Sophia Coppola, and photographer/music video Director Melodie McDaniel.

As a filmmaker, Mike has completed a number of commercials, music videos, and short films. "Paperboys," a documentary short, follows the daily life of six boys in rural Minnesota. "The Architecture of Reassurance", a short film he wrote and directed, was in the 1999 Sundance Film Festival, Edinburgh International Film Festival and New Directors/New Films. He also directed "Deformer", documenting the life of the world-famous skateboarder Ed Templeton. Other works include a short film documenting the thinking of jazz composer, Ornette Coleman, as well as several short promotional films for Marc Jacobs.

His commercial work includes national and international campaigns for clients such as Levis, Gap, Volkswagen, Mastercard and Nike.

Mike has directed many music videos for bands such as Zoot Woman, Divine Comedy, Everything but the Girl, Les Rythmes Digitales, Moby, Yoko Ono, Mansun, Frank Black, Jon Spencer Blues Explosion & Cibo Matto. He also designed the album art as well as directing a tour documentary and the first four videos for the French band, Air.

As a graphic designer, he has designed record covers for bands such as Sonic Youth, Beastie Boys, Jon Spencer Blues Explosion, Butter 08, as well as designing promotional items for Beck, Pizzicato 5, Ol' Dirty Bastard, and others. He also designed the logo for X-girl, Kim Gordon and Daisy Von Furth's clothing company, as well as all the shirt graphics and the New York City store. Mike has designed scarves and fabrics for Marc Jacobs, and other fashion related graphics for Esprit and The Gap. Mike recently launched a Japanese clothing label and boutique clothing store in Tokyo, Humans, for which he designed fabric patterns, bags, shirts and graphics.

In 1996, Mo Wax records released a 12" album filled with posters and other graphic items created by Mike Mills entitled "A Visual Sampler: Posters by Mike Mills". This one-of-a-kind release was accompanied by a touring exhibition in the summer and fall of '96 in New York City at the Andrea Rosen Gallery, after exhibiting in Tokyo, London, and Sydney.

In January 2004, the MU Gallery in Eindhoven, The Netherlands presented existing and original Mills artwork in an exhibit called "Not How What or Why, But Yes." In January 2001, The Alleged Gallery in New York exhibited a collection of his art entitled "What Will You Do Now That You Know It's The End". In the fall

of 1998, Mike's artwork was accompanied by his short film "Hair, Shoes, Love & Honesty" at the Alleged Gallery. In the summer of 1997, Mike had an exhibit of photographs at Gallery Collette in Paris.

Growing up in the world of skateboarding, Mike created board graphics for Supreme, Stereo, Subliminal and snowboard graphics for Original Sin.

Bob Stephenson (Producer) is an actor, writer and producer. He recently landed a role in Nicole Holofcener's new film "Friends With Money" starring Jennifer Aniston and is executive producing a documentary on the life of heavy weight champion Leon Spinks.

Bob was a founding partner of Cinema-Go-Go, and associate produced "The Dangerous Lives of Altar Boys." Bob recently shut down Cinema-Go-Go to form BS INDUSTRIES, INC., where he is attached as producer to "Stacked," the true story of Brian Zembic, and is executive producing the Leon Spinks story. He is developing a television series with Simon West Productions.

As an actor, Bob's credits include: "Seven", "The Game", "Con Air", "Fight Club", both Charlie's Angels films, "Adaptation", the new Will Ferrell movie "Kicking and Screaming", "Judging Amy", "Dragnet", and "Veronica's Closet". Most recently, he was a series regular in the pilot "Harry Green and Eugene" for ABC. He's appeared in countless national commercials and has written commercial treatments for Spike Jonze, David Fincher, Simon West, David Kellogg, Kinka Usher, Herb Ritts, Tony Scott, Roman Coppola and many more.

Walter Kirn (Author, the novel THUMBSUCKER) is the author of the short story collection My Hard Bargain and the novels She Needed Me, Thumbsucker and Up In The Air.

He is a regular contributor to *Time Magazine*, *The New York Times Magazine*, *The New York Times Book Review*, *The Atlantic Monthly*, and *GQ*.

He lives on a farm near Livingston, Montana

Anthony Bregman (Producer) is a founding partner of This is that, the New York-based production company he formed in 2002 with Ted Hope and Anne Carey. Previously, Bregman produced films for and was Head of Production at Good Machine for nearly a decade.

His most recent production, the Golden Globe nominated "Eternal Sunshine of the Spotless Mind", starring Jim Carrey and Kate Winslet, written by Charlie Kaufman and directed by Michel Gondry, was released by Focus Features in March 2004 to rave reviews.

Bregman is currently in production on Nicole Holofcener's newest feature, "Friends with Money", which will star Jennifer Aniston, Catherine Keener, Frances McDormand and Joan Cusack.

He also produced two films that were released in 2002: Nicole Holofcener's "Lovely & Amazing" (released by Lion's Gate) starring Catherine Keener, Brenda Blethyn, Emily Mortimer and Dermot Mulroney; and "Human Nature" (Fine Line), directed by Michel Gondry, written by Charlie Kaufman, and starring Tim Robbins, Patricia Arquette, Rhys Ifans, Miranda Otto, and Rosie Perez.

In 2000, Bregman produced Jenniphir Goodman's "The Tao of Steve" (Sony Pictures Classics), which won Best Actor for Donal Logue at the 2000 Sundance Film Festival, and became one of the most successful American independent films of the year. In 1998, Bregman produced Bette Gordon's "Luminous Motion" (Artistic License), and executive produced Jim Fall's "Trick" (Fine Line). In 1997, Bregman produced Frank Grow's "Love God", the world's first all-digital special-effects punk-rock monster movie, which premiered at Sundance and Rotterdam, and has been shown in more than 25 countries worldwide.

Bregman was associate producer on Ang Lee's "The Ice Storm" (Fox Searchlight), Edward Burns' "The Brothers McMullen" (Fox Searchlight), Bart Freundlich's "The Myth of Fingerprints" (Sony Pictures Classics), and Jill Godmilow's "Roy Cohn/Jack Smith" (Strand Releasing).

As Head of Production for Good Machine from 1993 to 2002, Bregman supervised the production and post production of over thirty feature films, including "Sense & Sensibility", "Eat Drink Man Woman", "Walking & Talking", "What Happened Was...", "The Wedding Banquet", "Office Killer", and "Safe".

Bregman teaches producing at Columbia University's Graduate Film School.

Anne Carey (Executive Producer) is a founding partner of This is that, the New York based production company she formed in 2002 with her former Good Machine associates, Ted Hope and Anthony Bregman. Previously, Carey was Head of Development at Good Machine starting in 1996.

Carey most recently produced Tod Williams' feature film "The Door in the Floor", based on John Irving's novel A Widow for One Year, with her producing partner Ted Hope. The film stars Jeff Bridges, Kim Basinger and Jon Foster, and was distributed by Focus Features, with whom This is that has a first look deal. The Door in the Floor was nominated for the following awards: for the Independent Spirit Awards, Best Screenplay and Best Actor – Jeff Bridges. Jeff Bridges has also received a Lifetime Achievement Award from the National Board of Review after his work on the film.

Carey is currently executive producing Nicole Holofcener's newest feature, "Friends with Money", which will star Jennifer Aniston, Catherine Keener, Frances McDormand and Joan Cusack.

Carey was recently honored as one of Variety's Top Ten Producers to Watch for 2004.

Prior to "The Door in the Floor", Carey served as executive producer on HBO's "The Laramie Project" with Ted Hope and Ross Katz. "The Laramie Project" premiered at the Opening Night of the 2002 Sundance Film Festival as well as screening at the 2002 Berlin Film Festival. "The Laramie Project" was recently awarded the 2002 Humanitas Award and received four Emmy nominations, including best dramatic film made for television.

Carey also served as associate producer on Ang Lee's film "Ride with the Devil" and John O'Hagan's documentary "Wonderland".

Carey started Good Machine's development department in 1993 and oversaw the company's wide-ranging slate of projects in development, and has worked with a diverse group of filmmakers including Ang Lee, Alison Maclean, Nicholas Hytner, Moises Kaufman, Tamara Jenkins and Tod Williams.

Carey began her career working at William Morris Agency as the head of development for the agency serving their top film and television clients.

Ted Hope (Executive Producer), together with partners Anthony Bregman and Anne Carey, founded the New York production company This is that, formed out of the production and development arms of Good Machine. Now in its third year, This is that has produced six films and will have several more in production in 2005. Its first release, Alejandro Gonzalez Inarritu's "21 Grams", starring Sean Penn, Benicio Del Toro, and Naomi Watts, received two Academy Award nominations and five BAFTA nominations. Its recent releases, Michel Gondry and Charlie Kaufman's "Eternal Sunshine of the Spotless Mind", starring Jim Carrey and Kate Winslet), Tod Williams' "The Door in the Floor", starring Jeff Bridges and Kim Basinger, and John Waters' "A Dirty Shame", starring Johnny Knoxville, Tracey Ullman, Selma Blair, and Chris Isaak, have been equally groundbreaking.

Hope's two latest productions were award winners the 2005 Sundance Film Festival. Thumbsucker, and Jeff Feuerzeig's "The Devil & Daniel Johnston", which was in the documentary competition. Hope's production, "American Splendor", won the Grand Jury Prize at the 2003 Sundance Film Festival as well as the FIPRESCI Award at the 2003 Cannes Film Festival, the Critics prize at the 2003 Deauville Film Festival and was nominated for 5 Independent Spirit Awards, and one Academy Award. He has also executive produced two other

Sundance Grand Jury Prize Winners: Edward Burns' "The Brothers McMullen" (1995) and Tom Noonan's "What Happened Was..." (1994).

Hope is currently in production on his third collaboration with Nicole Holofcener, "Friends with Money", (starring Catherine Keener, Frances McDormand, Jennifer Aniston and Joan Cusack. His production of Holofcener's "Lovely & Amazing" netted six Spirit Award nominations (2003), the most of any 2002 release.

Hope also executive produced Todd Field's "In the Bedroom", which earned five Academy Award nominations in 2002 for Best Picture, Actress, Actor, Supporting Actress, and Adapted Screenplay. In addition, he received five Emmy nominations for Moises Kaufman's hate crime docudrama, "The Laramie Project" (2001). Hope also produced the Cannes Critics' Prize-winning "Happiness" (1998), directed by Todd Solondz, which Hope and his partners at Good Machine released themselves when its distributor dropped the film.

Hope has produced, with James Schamus, many of Ang Lee's films including "Ride With The Devil", "The Ice Storm", "Pushing Hands", the Academy Award nominated "The Wedding Banquet" and "Eat Drink Man Woman".

Hope got his start as a producer from his early collaborations with Hal Hartley, eight films in all, including "Amateur", "Simple Men" and "Trust".

Hope has been awarded numerous honors and citations and has served on several film festival juries.

He takes particular joy in first features, having produced fourteen of them and is credited with producing 50 films to date. Recently, Hope played a key role in the organization of the successful campaign in opposition to the MPAA's Screener Ban.

Cathy Schulman (Executive Producer), in partnership with Tom Nunan and Bob Yari, formed Bull's Eye Entertainment in October 2002. The company's feature film "Crash", an ensemble directed by Paul Haggis and starring Sandra Bullock, Don Cheadle, Matt Dillon, and Jennifer Esposito was released in April, 2005 by Lions Gate Films. "Crash" premiered to critical acclaim at the 2004 Toronto International Film Festival.

Last year, Bulls Eye produced the film "Employee of The Month", which debuted at the Sundance Film Festival. The film stars Matt Dillon, Steve Zahn and Christina Applegate.

Currently prepping for an April '05 start is Bull's Eye's film "The Illusionist" starring Edward Norton.

Ms. Schulman and Bull's Eye have numerous feature film projects in development, including "The Lions of Al Rasson", which will be directed by Ed Zwick for Warner Bros., and "The Piano Tuner", based on the bestseller by Daniel Mason for Focus Films.

Additionally, Bull's Eye has a first-look feature film production deal with Paramount Pictures. The company is also dedicated to television production and is preparing a series for Fox, created by Anthony Hines, that begins production in March '05. Bull's Eye has a first look television deal with Sony Pictures TV.

Ms. Schulman has held various development, production and acquisitions positions throughout her career. As a producer, she recently produced the feature film "Godsend", starring Robert De Niro, Greg Kinnear and Rebecca Romijn-Stamos, which was released last year by Lions Gate Films. Schulman has also produced Edward Burns' "Sidewalks of New York", associate produced "Tears of the Sun" and "Isn't She Great?", and executive-produced "You Stupid Man" and "A Gentleman's Game".

Schulman previously served as President of Artists Production Group, where she supervised over fifty projects, including developing and securing financing for Martin Scorsese's acclaimed "Gangs of New York". Schulman also served as head of production for a joint venture formed between APG and media giant Studio Canal.

Among Schulman's senior executive positions within in the film industry, she was a Production and Acquisitions Executive at Sovereign Pictures, supervising a slate of feature films for international distribution including "My Left Foot", "Reversal of Fortune" and "The Commitments". She programmed the Sundance Film Festival for three years during the festival's formative period in the late '80s and early '90s, also playing a major role in designing the annual producer's conference and the Sundance Film Festival in Tokyo. She was Vice President of Production and Acquisitions at the Samuel Goldwyn Company, where she was an executive on films including "Much Ado About Nothing" and "The Madness of King George", and she served as President of Lobell-Bergman Productions at Universal Pictures.

A member of the Producers Guild of America, Schulman is a graduate of Yale University.

Bob Yari (Executive Producer) is President and founder of the Yari Film Group (YFG), which includes Stratus Film Co., Bull's Eye Entertainment, El Camino Pictures, Bob Yari Productions (BYP), and Syndicate Films International. Dedicated to film financing and production, Yari and his companies have become some of the most successful independent film companies in Hollywood. They

have collectively produced over 18 Films over the last 2 years and are currently developing over 22 projects in various genres and budgets.

Stratus, in which Yari is partnered with producer Mark Gordon, most recently completed the action-thriller “Hostage” starring Bruce Willis, which will be distributed by Miramax. The company's other films include “Laws of Attraction”, starring Pierce Brosnan and Julianne Moore; “The Matador”, which premiered at the 2005 Sundance Film Festival, starring Pierce Brosnan, Greg Kinnear and Hope Davis; Focus Features' “Winter Passing” starring Ed Harris, Will Ferrell and Zoey Deschanel; and “Prime” starring Meryl Streep and Uma Thurman, which recently completed production.

Yari is partnered in Bull's Eye Entertainment with Tom Nunan and Cathy Schulman. Bull's Eye's most recent project, “Crash”, directed by Paul Haggis and starring Sandra Bullock, Don Cheadle, Matt Dillon, Jennifer Esposito, William Fichtner, Brendan Fraser, Terrence Howard, Chris "Ludacris" Bridges, Thandie Newton, Ryan Phillippe and Larenz Tate, will be released in April, 2005 by Lions Gate Films. “Crash” premiered to critical acclaim at the 2004 Toronto International Film Festival. Other Bull's Eye projects include “Employee of the Month”, which was shown at the 2004 Sundance Film Festival starring Matt Dillon, Christina Applegate, and Steve Zahn. Prepping for an April '05 start is “The Illusionist”, starring Edward Norton. Currently in development under the Bull's Eye banner are the feature films “The Lions of Al-Rasson” for director Edward Zwick and “The Piano Tuner”, based on the bestseller by Daniel Mason.

He is also aligned with William Morris Independent in El Camino Pictures. Their feature project “A Love Song for Bobby Long”, starring John Travolta and Scarlett Johansson was released in December 2004. El Camino's other film credits include “Haven” starring Orlando Bloom and Bill Paxton; “Chumscrubber, which premiered at the 2005 Sundance Film Festival, directed by Ari Posin and featuring a cast including Jamie Bell, Glenn Close, Ralph Fiennes, Alison Janney and Carrie-Anne Moss; and “First Snow” starring Guy Pearce, which is currently in pre-production.

In addition, BYP co-financed “House of D” with Ovation Entertainment, which is David Duchovny's writing and directorial debut. The company is also co-financing “Jump Shot” starring Danny DeVito, Christopher Walken and Kim Basinger, which will begin shooting in January 2005. BYP also recently finished production on “Find Me Guilty”, a dramatic comedy starring Vin Diesel and directed by Sidney Lumet.

Syndicate Films International represents the interest of YFG Films in the overseas market. Currently, Syndicate is prepping for the international release of “Hostage”, starring Bruce Willis. Headed by foreign sales veteran David Glasser, Syndicate also represents the interest of other independent production

companies to the foreign community. In 2005, Syndicate will venture into acquisition of completed projects for their clients in the overseas marketplace.

Yari began his career with Edgar J. Scherick Associates in Hollywood after receiving a degree in cinematography. He served as assistant director and technical advisor on the NBC miniseries "On Wings of Eagles"; as assistant director on "Check Point"; as director of "Mind Games"; and as producer on "Perfect Fit". He recently executive produced "Agent Cody Banks", starring Frankie Muniz and Hilary Duff.

Yari is also a well-versed real estate exec, with projects spanning syndication, construction, development and redevelopment of commercial and residential assets throughout the United States.

Joaquin Baca-Asay (Director of Photography) has been a cinematographer since his graduation from New York University's Tisch School of the Arts in 1991. While at NYU, he photographed the Academy Award nominated short film "The Lady in Waiting for Christian Taylor." Joaquin was awarded Best Cinematographer at the NYU film festival for his work on the film.

Joaquin has photographed several feature films including "Rodger Dodger", "P.S." for director Dylan Kidd and "Showboy" for Christian Taylor. He also shot Mike Mills' short film "The Architecture of Reassurance", which screened at both the Sundance Film Festival and MOMA's New Directors/New Films series.

His other feature films include "Super Troopers", "The Two Ninas", and "Coming Soon". In addition to feature films, Joaquin has shot numerous commercials for clients such as American Express, Nike, Gap, Volkswagen, Yahoo, MasterCard, Adidas and Citibank. Joaquin capped off 2004 by winning the MTV Music Video Award for Best Cinematography for his work with director Mark Romanek on Jay-Z's "99 Problems."

Judy Becker (Production Designer) came to production design from a background in fine arts, including several years as an "underground" comic artist. Recent projects include the critical and theatrical hit, "Garden State", as well as Ang Lee's "Brokeback Mountain", starring Heath Ledger and Jake Gyllenhaal, scheduled for a fall release.

Becker is currently designing Julian Goldberger's "The Hawk is Dying", from the novel by Harry Crews and starring Paul Giamatti. Her next project will be Douglas McGrath's "Every Word is True", starring Toby Jones and Mark Ruffalo and based on the George Plimpton biography of Truman Capote.

Past projects include Rebecca Miller's "Personal Velocity," winner of the Sundance 2002 Grand Jury Prize and Best Cinematography Award, as well as the festival and theatrical hit "Raising Victor Vargas," directed by Peter Sollett.

Becker was chosen as one of "25 to Watch" in the summer 2002 issue of Filmmaker Magazine.

April Napier (Costume Designer) has amassed an impressive list of credits in feature films, commercials and music videos. She recently designed "The Hawk is Dying", an Antidote film directed by Julian Goldberger starring Paul Giamatti, Michelle Williams & Michael Pitt. Her feature film credits include "The Cell", directed by Tarsem and Neil LaBute's "Your Friends and Neighbors".

Napier's commercial work includes spots for Volkswagen, BMW, Mercedes-Benz, Adidas, Nokia & Revlon. In her commercial work, she has designed for Robert Altman, Wong Kar Wai, Michael Mann, Jonathan Glazer, Francis Lawrence, Jake Scott, Mike Mills & Bryan Singer

Her numerous music video credits include the award winning Nine Inch Nails' "Closer" directed by Mark Romanek. Other videos include clips for Beth Orton, Radiohead, Alanis Morissette, The Wallflowers, Foo Fighters, David Bowie, Marilyn Manson, Morrissey, Macy Gray, Lenny Kravitz, Phantom Planet, Wyclef Jean and Bush.

Napier's work has also been featured in Rolling Stone, Interview Magazine and Details.