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STEVE CARELL  
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ANNASOPHIA ROBB  
SAM ROCKWELL  
MAYA RUDOLPH  
and LIAM JAMES

# THE WAY WAY BACK

ROB CORDDRY  
AMANDA PEET

WRITTEN AND DIRECTED BY .....	NAT FAXON & JIM RASH
PRODUCED BY .....	KEVIN J. WALSH
.....	TOM RICE
EXECUTIVE PRODUCERS .....	NAT FAXON
.....	JIM RASH
.....	BEN NEARN
.....	GIGI PRITZKER
.....	GEORGE PARRA
DIRECTOR OF PHOTOGRAPHY .....	JOHN BAILEY, ASC
PRODUCTION DESIGNER .....	MARK RICKER
EDITOR .....	TATIANA S. RIEGEL, A.C.E.
COSTUME DESIGNERS .....	ANN ROTH and
.....	MICHELLE MATLAND
MUSIC SUPERVISOR .....	LINDA COHEN
MUSIC BY .....	ROB SIMONSEN
CASTING BY .....	ALLISON JONES

Running time 103 minutes

# THE WAY WAY BACK

An awkward, self-conscious teen learns to embrace his individuality with the help of an unconventional mentor in **THE WAY, WAY BACK**, a humorous and heartwarming story of self-discovery from Academy Award® winners Nat Faxon and Jim Rash (**THE DESCENDANTS**). The longtime writing partners make their feature-film directing debut with an original script packed with heartfelt wit and echoes of summer vacations past and present.

**THE WAY, WAY BACK** is the coming of age story of 14-year-old Duncan's (Liam James) summer vacation with his mother, Pam (Toni Collette), her overbearing boyfriend, Trent (Steve Carell), and his daughter, Steph (Zoe Levin). Having a rough time fitting in, the introverted Duncan finds an unexpected friend in Owen (Sam Rockwell), the gregarious manager of the Water Wizz Water Park. Through his funny, clandestine friendship with Owen, Duncan slowly opens up to and begins to finally find his place in the world—all during a summer he will never forget.

**THE WAY, WAY BACK** stars Steve Carell (**THE 40 YEAR OLD VIRGIN**, "The Office"), Toni Collette (**LITTLE MISS SUNSHINE**, "The United States of Tara"), Allison Janney (**THE HELP**, "The West Wing"), AnnaSophia Robb ("The Carrie Diaries," **SOUL SURFER**), Sam Rockwell (**MOON**, **IRON MAN 2**), Maya Rudolph ("Up All Night," **BRIDESMAIDS**) and Liam James (2012, "The Killing"), Amanda Peet (**IDENTITY THIEF**, "The Good Wife"), Rob Corddry (**WARM BODIES**, "The Daily Show").

The film is written and directed by Nat Faxon and Jim Rash. The film is produced by Kevin J. Walsh (**WAR OF THE WORLDS**, **THE HOURS**) and Tom Rice (**THE PRESENCE**, **THE RISING PLACE**). Executive producers are Nat Faxon, Jim Rash, Ben Nearn (**A FRIGGIN' CHRISTMAS MIRACLE**), Gigi Pritzker (**DRIVE**, **RABBIT HOLE**) and George Parra (**SILVER LININGS PLAYBOOK**, **THE DESCENDANTS**). The creative team includes director of photography John Bailey, ASC (**WHEN IN ROME**, **THE PRODUCERS**), production designer Mark Ricker (**THE HELP**, **JULIE AND JULIA**), editor Tatiana S. Riegel, A.C.E. (**LARS AND THE REAL GIRL**, **THERE WILL BE BLOOD**), costume designers Ann Roth (**THE ENGLISH PATIENT**, **THE READER**) and Michelle Matland (**HOPE SPRINGS**, **MAMMA MIA!**), music supervisor Linda Cohen (**ARGO**, **THE MASTER**) and music by Rob Simonsen (**LIFE OF PI**, **MONEYBALL**).

## ABOUT THE PRODUCTION

As Duncan, played by newcomer Liam James, sits in the far back seat of his mother's boyfriend Trent's station wagon on the way to a forced "family" vacation, the older man asks him how he'd rate himself on a scale of one to ten. The boy ventures a timid six—better than average. Trent informs him with brutal candor, that no, he's a three. In the style that Jim Rash and Nat Faxon are known for, the scene balances precariously on the edge between comedy and pathos.

From a quintessential moment of teenage angst, Oscar® winning screenwriters Faxon and Rash have fashioned an original screenplay that captures the self-consciousness, uncertainty and hopefulness that make up adolescence. Their directorial debut, **THE WAY, WAY BACK**, tells Duncan's story; that of an introverted 14-year-old facing a summer away from home and friends, dealing with a host of characters along the way.

"That first scene of the movie actually happened to me," says Jim Rash. "I was in the car with my mother's second husband and he made the same speech about how I wasn't getting out there and taking advantage of what life has to offer."

"The first scene defines the dynamic between Duncan and the people surrounding him," observes Faxon.

As the writing partners began to fill out the story of a young man trying to find his voice in a confusing new situation, they decided his journey should include a timeless venue of which they both have fond memories—an old fashioned water park, where their lead character finds sanctuary and independence during his transformative summer.

Faxon and Rash remember spending long days at water parks as kids, dropped off there by parents hoping to enjoy some vacation fun of a more adult variety. "Those were days of reckless abandon," says Faxon. "The freedom was exhilarating. We saw the water park setting as an opportunity for lots of laughs that would marry well with the world of Duncan's home life. It balanced the tone of the film."

That balance between drama and humor is essential to Rash and Faxon's creative partnership. The pair first met in 1999 at the legendary Groundlings Theater, a Los Angeles institution that has served as an incubator for comic talent including Maya Rudolph, Melissa McCarthy, Phil Hartman, Kristin Wiig, Will Ferrell, Lisa Kudrow, Paul Reubens and many others. As members of the Sunday Company, which Rash describes as "the farm team for the Groundlings," they began to write sketches together. Eventually they became part of the prestigious Groundlings' main company, where Faxon found a creative home for 11 years and

Rash for 14. It also inspired them to tackle writing a television pilot, “Adopted,” which was filmed as a pilot starring Christine Baranski and Bernadette Peters.

“Our writing was initially borne out of our frustration as actors at not getting to play more interesting roles,” Faxon says. “Getting ‘Adopted’ made gave us the confidence that we could be successful at it.”

That confidence turned out to be well-justified. The pair, along with Alexander Payne, won an adapted screenplay Oscar for the 2011 film *THE DESCENDANTS*, directed by Payne and starring George Clooney. The recognition that followed was what gave them the opportunity to direct **THE WAY, WAY BACK**, a script they began working on almost a decade earlier. The screenplay, which floated around Hollywood and attracted a lot of attention over the ensuing years, eventually wound up on the 2007 Black List, the fabled compendium of the best unproduced screenplays.

Following its appearance on the Black List, the project went through a series of promising false starts at various studios. But by 2010, after years of hearing “it’s happening...it’s not happening,” Faxon and Rash took a step back and decided that no matter how long it took they were going to make the movie their way.

It was at that point that producer Kevin J. Walsh, a long-time fan of the pair’s work, came onboard. “About a year before *THE DESCENDANTS* came out, Nat and Jim and I sat down and devised a plan to have them get it back and try to have them direct themselves,” recalls Walsh. “We decided to try and do it on a really low budget but to have them maintain total creative control. That was our goal from the onset, just to be able to make the exact movie they wanted.”

The three men spent the next year and a half pursuing actors and financing options, eventually partnering with Sycamore Pictures and Gigi Pritzker’s Oddlot Entertainment.

Producer Tom Rice was in the process of launching Sycamore Pictures, a production company he founded with executive producer Ben Nearn, when Faxon and Rash received the Oscar for *THE DESCENDANTS*. “I immediately remembered this script,” says Rice. “I knew both Jim and Nat, because I live a couple blocks from the theater where they perform and I’ve been going to their improv shows for years.”

Rice decided **THE WAY, WAY BACK** would be the perfect first feature for the new production and financing company. He notes, “This film embodies a lot of the ideas that we were looking for in a funny and touching way. It really delineates what matters and what doesn’t in life. The adults in this story are filling their emptiness with all the wrong things. Duncan escapes all of that when he accidentally stumbles on the water park.”

According to Walsh, the production partners were all on the same page when it came to helping the filmmakers realize their vision. “Oddlot and Sycamore loved the script since day one and really supported every decision we made in terms of cast and crew.”

Ready to make the most of their first opportunity to helm a feature film, Faxon and Rash came to the table with a fully realized plan for their movie. “Nat and Jim are two of the most careful and thoughtful storytellers I have ever worked with,” says Rice. “Every time we sat in a meeting, they were so thorough and articulate. It made our job easy. The script that we signed up for and the script that we shot are pretty much the same thing.”

After years of collaborating at the Groundlings, the partners have settled into a comfortable mode of working—and working out any creative differences that arise, says Faxon. “We have a like-minded approach to what we want to do. We brainstorm ideas, then break down the story. And we always focus on character first. Jim is the slightly more neurotic one and tends to obsess. But he’s also one of the smartest and most talented guys out there, so if he feels strongly about something, I usually acquiesce.”

The pair’s directing process grew organically out of their writing approach. “Because it was our first time directing a film together, we had to invent the process as we went along,” says Rash. “We knew the script and we knew how to work with actors. So we surrounded ourselves with talented people with strong work ethics who could help fill in the blanks. On the tech side, people like our amazing director of photography, John Bailey, were there to educate us, which made it a great learning experience.”

“I was curious to see what it would be like to work with two directors,” says Rice. “They came in every day knowing exactly what coverage they needed and how long it should take. They got most things in one or two takes. They knew where to put the camera. They knew how to tell the story. They knew what they wanted to get out of a performance.”

Walsh attributes that on-set agility to their long history of working together on stage, as well as their successful individual acting careers. Rash currently appears as Dean Pelton on NBC’s successful sitcom, “Community,” and Faxon was Ben on the recent Fox TV series “Ben and Kate.” “They fell into a rhythm really quickly,” the producer says “Their experience in rehearsal and live performance translated easily to film. They speak the language of actors and they quickly got up to speed on the technical aspects, because they made sure they had support systems in place. I think if you understand performance and how to speak to actors, you’re going to be a great director.”

“Jim and I wanted to make a timeless, nostalgic movie that brings together humor and poignancy,” says Faxon.

“The films we liked best growing up didn’t talk down to kids,” says Rash. “Now that time has given me a different view on life, I can look back and laugh, understanding what came from all that angst.”

## FAMILY AND FRIENDS

Casting **THE WAY, WAY BACK** became a bit of a family affair for Rash and Faxon as they reached out to old friends as well as actors they admired from a distance to portray the characters they had created.

“We had been working on this movie for a long time,” says Faxon. “When we finally got a chance to cast it, we tried to think of it like hosting a dinner party. We wanted people that we respect as actors, obviously, but who also have a reputation for being cool, collaborative people. That was very important to us as first-time directors.”

The pair managed to assemble an extraordinary company ranging from bona fide movie stars to comedy stalwarts to absolute newcomers, each of them eager to take on what had become a very personal project. “There’s a lot of meat to the script for all the characters,” says producer Rice. “We have people like Rob Corddry and Amanda Peet and Maya Rudolph playing wonderful supporting roles. They were all drawn to a great story and these two talented guys.”

Faxon and Rash took an intimate, grass-roots approach to casting, trying to contact their dream team personally, circumventing agents and the Hollywood politics that can derail even the most promising projects. “We went at it guerilla style,” Faxon says. “We used our connections and sent people personal letters.”

Sam Rockwell, best known to audiences for his diverse roles in movies including *MOON*, *CONFESSIONS OF A DANGEROUS MIND* and *IRON MAN 2* agreed to play Owen, Duncan’s quirky mentor. “We had a phone meeting scheduled with Sam and we were all ready to give him our spiel,” recalls Rash. “But almost immediately he just said ‘sounds great guys, let’s just do this.’”

It was the script and especially the character - a wisecracking motor mouth with a heart of gold - that convinced Rockwell to take the role. “For me, it’s always the part that matters, and this is a great one,” he says. “Then when I met Nat and Jim, they were awesome. Working with directors who are also actors is always easier I think. There’s shorthand and empathy there. We didn’t stray very much from the script but they were tweaking as we went and honing the comic timing.”

Rockwell, known to be a fast-talking comedy whirlwind, made his own contributions to the dialogue, according to Rice. “Sam Rockwell is one of the most brilliant improvisers I have ever seen,” says the producer. “Every take was just a little different and he never once missed the mark. I’ve never seen somebody improv so successfully before. He is unbelievably funny.”

Adds Rash: “Sam has a natural charisma that is perfect for this role. He could improvise comic bits all day and also handle the more serious moments; Owen really recognizes himself in Duncan.”

Owen runs the Water Wizz Water Park, and serves as unofficial camp counselor to the kids who hang out there. “He takes a lot of them under his wing,” says Rockwell. “Duncan is pretty shy and it becomes Owen’s mission to expand his horizons. The trouble with Owen is that he doesn’t take anything too seriously. Life is just non-stop giggles for him. At first Duncan doesn’t seem to have a sense of humor and that perplexes Owen. He decides to teach the kid to take more chances and *carpe diem*.”

But Owen’s devil-may-care approach to life doesn’t always work out for him, Rockwell observes. “It gets him in trouble with a woman he cares about. He can’t seem to get it together when it comes to her. Like a lot of comedians, he developed a veneer of silliness to push away any real feelings.”

The script soon made its way to Oscar-nominated and Emmy®-winning actress Toni Collette, whose numerous film roles have included THE SIXTH SENSE, ABOUT A BOY, THE HOURS and MURIEL’S WEDDING. “We considered many women to play Pam,” says Faxon. “The role is challenging, because there’s not a lot on the page. She’s there, but at first she’s primarily reacting. The full complexity of her character is not revealed until later. We needed an actress who would embrace that. Toni can do anything. Pam is coming in as an outsider to this world of people who have gone to the same beach houses with each other summer after summer. Toni gives Pam resilience and confidence in who she is, combined with a certain fragility and insecurity about being alone. She could seem like just a neglectful mother or a needy, overly emotional person, but Toni’s strength balances the character.”

Collette was impressed enough by the script to pen a long and thoughtful letter to the filmmakers, expressing her ideas about the character. “It’s the most gorgeous story about family and how that evolves,” she says. “As an actor I look for a great complex character and wonderful writing. This is funny and heartfelt and filled with incredible dialogue.”

The actress says she also connected strongly to Pam’s vulnerability and longing to reconstruct her broken family. “Pam is a real sweetheart,” she says. “There’s an openness to her that is so appealing. More than anything, she wants a family and a father figure for her son. Her

boyfriend Trent makes her feel wonderful when he wants to, so Pam closes a blind eye to his worst behavior. He's incredibly charismatic, but there are cracks in the veneer where who he really shows through. Duncan is the one who lifts the veil on Trent's true nature."

In **THE WAY, WAY BACK**, Collette is once again paired with Steve Carell, who she co-starred in the hit indie comedy, **LITTLE MISS SUNSHINE**. "I love working with Steve," she says. "And it seems to be our karma to be stuck in swampy, heated cars with rolled up windows in the middle of the summer driving for hours on end! I was so excited when I knew I was going to work with him again. He's a very sweet, lovely person and such a fine actor."

Carell, an eminently likeable performer, might not seem like an obvious choice for the controlling and obnoxious Trent, but that was part of the reason the filmmakers pursued him. "Trent sets the tone for the movie," says Rice. "He needs to be an adversary to Owen, but he has to have enormous charm. You want a Trent you can believe Pam wants to be with. When we started talking about the character, we were thinking about going in a very different direction for Trent. He was more of a beach bum, a '60s wannabe. Then we put together a list of some outside-the-box choices. Steve Carell was at the top."

"We were very excited to have him play so against type. Steve had the courage to jump into the role, which might have intimidated someone else. He did a wonderful job," says Faxon.

Even in their first conversations, Carell had a firm grasp on Trent's character, according to Rash. "He immediately recognized the sadness in this character. Steve understood that he starts and ends in the same place, which makes him a kind of tragic figure, trying to be a better person, but always failing."

Carell appreciated what he calls the economy of the script. "By that I mean that the characters are not over-explained," he says. "You get a strong sense of who these people are without having it served up to you in the obvious ways.

"I was really intrigued by Trent on paper," he adds. "It would be so easy for him to just be a jerk, but I didn't think that was the best approach. I wanted to know why he acts the way he does and part of the fun was finding that. He's pretty humorless, very self-centered and he wants what he wants, but I have a degree of empathy for the guy. I don't think he's a villainous character and he can be fun to be around if he wants to be."

Trent thinks he is ready to settle down again and be part of a family. "But he has these expectations that can't be met," Carell says. "He gets extremely agitated when people don't live up to them, especially with Duncan. He thinks he's helping the boy by being a strong role model, but he's actually being very detrimental."



Duncan, says Carell, is a character that all sorts of people will relate to as he struggles to find his way. “This kid is becoming a man over the summer. He’s about to come into his own in very painful ways and also very funny ways. Liam James, who plays Duncan, is very serious and focused. He had a real handle on the character. “

Because Duncan is in virtually every scene of the movie, success hinged on finding the right young actor for the role which lead to an exhaustive yet ultimately successful search across the United States and Canada by casting Allison Jones. “I was very worried about finding our Duncan,” admits Faxon. “And then in comes this kid with sunken shoulders and a concave chest and dark hair—physically almost exactly what we had pictured. When his performance matched our vision as well, we knew we’d found him.”

James, who was 15 when he shot the film, brings a woeful hangdog appeal to the character, an outsider hoping to be invited in. Already a successful journeyman actor, his most high profile role at the time was the brooding son on the AMC series, “The Killing.” At his first audition, James read two of the film’s most emotional and serious scenes.

“I’m a fan of ‘The Killing,’ but that character is actually the complete opposite of what we were looking for,” says Rice. “When Liam came in, he blew us away with his reading, so we gave him some funnier scenes and he also nailed the comedy.”

“We had no doubt he could play the introverted Duncan, but we needed to see if he could play the more confident character who is revealed at the end of the movie,” says Faxon. “He read some of the scenes at the water park with just a flicker of a smile that convinced us he was the right kid.”

James says it was that first scene in the script—the painful conversation with Trent in the car—that really caught his attention. “It sets the stage for everything that comes after,” he says. “It kept me reading because it was both funny and sad. The script had wonderful dialogue, as well as great, meaningful pauses.

“Duncan is so true to life,” he adds. “He’s all bottled up, unhappy with his mother because she’s choosing to be with a jerk. She doesn’t know what Trent is really like and Duncan is trying to open her eyes.”

Fed up with an increasingly difficult home situation, Duncan goes exploring on an undersized pink bicycle he finds in Trent’s garage, eventually finding refuge at the water park. “He doesn’t immediately fit in there,” James points out. “He sits on a bench in the heat for about two days in his jeans. It’s hilarious. Once he meets Owen, everything starts to change. Owen is not so much a father figure but a real friend. He doesn’t treat Duncan like a child and brings Duncan out of his shell. Not to mention, I loved every scene I had with Sam.”

The role is far larger and more complex than anything James had done in his budding career. In addition to being on screen almost constantly, the character undergoes a radical transformation over the course of the story. “I didn’t really know what was I was getting into, but it was great,” he says. “I was working pretty much every day, and I loved every minute of it. The Pop ‘n’ Lock scene was the most intimidating. I had to dance with these other kids who were all really great dancers. I just had to get in there and let loose!”

At the end of the film, Duncan has found real fulfillment for the first time. “He is a really good guy,” says James. “Finding happiness meant finding his way back to where he should always be.”

Duncan strikes up a tentative and tender friendship with Betty’s daughter Susanna, played by AnnaSophia Robb, currently seen on television in the “Sex and the City” prequel, “The Carrie Diaries.” “AnnaSophia and Liam had beautiful chemistry on and off screen,” says Rice. “In the story, she is a couple of years older, so it’s never a romance but they are two kids caught in similar situations. They are there for each other as a friend in need.”

Robb, who has been performing since she was five years old, impressed the filmmakers with her cool professionalism. “We were on such a tight budget and time,” says Rash. “A lot of times we had to do things in one or two setups. She had two long monologues, both done in one long shot, and she nailed them every single time.”

Susanna, like Duncan, is having a tough summer. She is struggling to adjust to her parents’ separation and would prefer to be with her dad. “She’s really in the same boat as Duncan,” says Robb. “They begin to find a friend in each other. Susanna usually keeps to herself, but Duncan is so elusive that she’s very curious and she pursues the friendship. He’s a new twist in the summer. He has the potential to spice it up a little bit.”

Faxon and Rash lined up an old friend, four-time Emmy winner Allison Janney, to play Betty, Trent’s summertime next-door neighbor. Betty is a hilarious hot mess of a woman whose husband has deserted her and their three kids to be with another man.

“We wrote this gem of a part with her in mind,” says Rash. “She’s just wonderful at inhabiting characters. Maybe it’s from her years on ‘The West Wing,’ but she can go a mile a minute, which we needed for Betty because the woman has no filter. Allison was not afraid to be hard and inappropriate and reveal way too much, and yet the audience still sympathizes with her.”

Janney says she fell in love with the character on the first reading. “Playing Betty was like riding this crazy wave,” she says. “She’s larger than life, and Nat and Jim said, ‘Just cut her loose and go.’”

Everyone knows someone a little bit like Betty, says Janney. “She’s the neighbor who’s a little bit too much. She doesn’t understand boundaries, so everything about her bleeds over into your life. Betty’s husband has left her for another guy and she’s desperate for friends. She likes to have a good time, so she covers it up with incredible laughter and lets people think she’s a little nutty.”

According to Rash, Janney had perhaps the most difficult scene in the movie. “Betty has a speech that is about five pages long,” he explains. “It’s just her talking. Allison knew it backwards and forwards. We did it all day and the first take was as good as the last.”

The scene’s non-stop monologue was daunting, admits Janney. “She can’t be shut up. I was so nervous working with amazing actors like Toni Collette and Steve Carell and Rob Corddry and Amanda Peet. It was very intimidating, but they say so much without speaking that it helped me get through the scene.”

Faxon and Rash sometimes took a good cop-bad cop approach to directing, according to Janney. “Nat might say, ‘Allison, I think that take was brilliant.’ Then Jim would come over and say, ‘I think you can do better.’ But I worship them because they’re so gifted and so funny. I would follow them into the ocean.”

As Peter, Betty’s youngest child and Susanna’s little brother, River Alexander makes an indelible feature-film debut as a wryly funny preteen with a comically lazy eye. “Peter’s kind of my surrogate husband, now that his father has left Betty for another man,” says Janney. “We are like an old married couple. I ruined more than one take laughing with him. He’s got great deadpan delivery and the lines he has to say to me are more husband to wife than son to mother, like we’ve been married for too long and are getting on each other’s nerves.”

Finding an actor the right age who could handle the role was a concern. “Peter is such a special character,” says Rice. “He had to be able to play comedy, but with a movie like this, we needed someone with heart. Peter has a tough life with his mom constantly making inappropriate and belittling comments to him to mask her own insecurities, but he doesn’t let that affect his confidence.”

“River Alexander just knocked his scenes out of the park,” says Faxon. “One of the harder things working with many young actors is you give them notes and they still do everything the same way they practiced it at home. Every note we gave him, he completely got.”

Alexander clearly understands the humor in his role. “Peter is a little bit of a nuisance to Duncan but they get along fine in the end,” he notes. “Peter is a STAR WARS geek, which I liked because I love STAR WARS. He’s quirky and confident, and I think that’s what I am, too. He’s so sure of himself that he doesn’t care what people think about his eye.”

Also making her feature-film debut is Zoe Levin as Trent's daughter and Susanna's frenemy, Stephanie.

"Zoe is hilarious," says Robb. "Her timing is fantastic and she has this great monotone, sort of valley-girl attitude. At the table read, I was laughing so hard because she brought all this sass to her lines. It was hard to keep a straight face in a scene with her."

Zoe follows her dad's example when it comes to Duncan, bullying him and flaunting her far superior social life. Says Levin, who already has two additional film roles lined up, "I've had Steph moments in my life and I'm sure every teenage girl has, so a lot of people will connect with her."

The actress says she tried to incorporate some of Carell's mannerisms into her performance. "It was so much fun working with Steve. I figured, like father, like daughter, so I borrowed a few things from him. I think people will catch on."

To play Owen's love interest, Caitlin, the directors stuck close to home. They cast an old friend and fellow Groundling Maya Rudolph, as the-no nonsense water park employee who has everything under control except her own love life.

"She was a dream to work with," says Walsh. "It was another natural choice to ask her to be in the movie, given her history with the boys. She responded so strongly to the script that she said at one point she'd play any role. Her relationship with Sam is one of the highlights of the movie."

The actress refers to Faxon and Rash as her comedy family. "They wrote an amazing script and then let us infuse it with our own stuff, which was really fun," says Rudolph, who currently stars on the NBC sitcom "Up All Night." "Jim calls it "improve-izing", instead of improvising. He's always throwing in a little sauce himself. What's neat about the world of sketch comedy and improv that we came out of is that we learned to be part of a group, so they're the directors and they're in charge, but they understand how to work as a team."

About her character, Rudolph says, "Caitlin came to the water park thinking that she'd be there one summer, and it became her life. She's usually pissed off with Owen, but the place would not be complete for her without him. It's hard to deny somebody who lives out loud like Owen. I think Caitlin wishes she were that person and so she's living vicariously through him, even though he makes her job twice as hard as it needs to be."

Rockwell gives Rudolph credit for making his performance as outrageously funny as it is. "Maya is awesome," says Rockwell. "Her character is a bit of a disciplinarian. Her part is a very dramatic through-line, but in real life she's much funnier than I am. I was lucky to have her to set me up for a lot of the jokes."

Rob Corddry, known for sterling comic performance including *HOT TUB TIME MACHINE* and “Children’s Hospital,” and Amanda Peet, who appears in *IDENTITY THIEF* and “The Good Wife,” play Trent’s longtime friends, Kip and Joan, a wealthy couple who drown their boredom in booze and infidelity.

Corddry was already familiar with the script, having read it when it first began circulating in Hollywood. “Kip is Trent’s buddy,” says the actor. “He has a lot of money, so he doesn’t work much. His wife has a roaming eye and he is content to look the other way as long as it doesn’t cause him any hardship. He plays around with his boat and drinks a lot. He has a Bloody Mary in the morning and keeps drinking beers all day, so he’s always got a pretty good glow going. I believe Toni Collette has a line like, ‘Adults do things so they don’t have to feel.’ That struck me as the heart of this character.”

Finally, just to raise the bar a little higher for themselves, the directors cast themselves in pivotal roles as Water Wizz employees. “My character, Lewis, pretty much lives in a rental shack, giving out bathing suits and other paraphernalia,” says Rash.

Adds Faxon: “My character lives at the top of Devil’s Peak, the park’s premier water slide. He has the complex task of spacing riders. It’s pretty intense. My director side was constantly yelling at the actor side to do better. That’s the only time it gets complicated.”

“We gave each other notes after each scene, even when we were in scenes together,” says Rash. “I think we took them very well, considering that the note was usually, ‘get better.’ ‘Don’t do as bad as you are doing,’ and ‘why did you cast yourself in this movie in the first place?’”

## **SOUTH SHORE SUMMER**

The location of Marshfield, Massachusetts, and the surrounding area on Boston’s South Shore, had everything the filmmakers and cast were looking for—quaint waterfront properties, sandy beaches, small-town atmosphere and, best of all, an old-fashioned water park.

“My wife and I are both from Massachusetts originally,” says Carell. “I was born not too far from where we shot. We come back every summer, but I’ve never worked here as an actor apart from summer stock years ago. It was great to be able to be on vacation on the weekends, and then come to a set on Monday morning. It’s the best of both worlds. And the people who live there were wonderful.”

Executive producer George Parra of Pathos Film didn’t know what to expect when he arrived in Marshfield to help scout locations for the movie. He was bowled over by the possibilities. “Marshfield is a lovely part of America,” says Parra. “It’s like a back lot. I had

never filmed here before, but it's becoming a popular location. Our prep time was seriously limited, but we were able to find all the locations we needed in just a couple days. It's probably the most efficient scouting I've ever done in my 26 years making films."

The filmmakers found two adjacent houses perfectly suited for Trent's and Betty's summer homes in the Green Harbor section of Marshfield, a picturesque beach area. The neighborhood became ground zero for the production. "Everyone was renting along the street," says Rash. "Toni, Amanda, Rob and Steve all brought their families. Steve's in-laws actually own a house on that street."

The town of Marshfield wholeheartedly supported the production—one couple even showed up with a load of local oysters and shucked them for the cast and crew. "People gave up their homes to give the actors a comfortable place to wait between shots," says Rash. "And when we shot, it was like theater in the round, surrounded by people watching. They would applaud after a scene as if they were watching a play."

Water Wizz, the amusement park in which Duncan finds sanctuary and friendship in the film, is, in real life, a fully operating water park in nearby East Wareham, Massachusetts. It remained open to the public all during shooting. "We lucked out when we found it online," says Rash. "It's a real mom-and-pop operation."

"The biggest surprise with Water Wizz was how much fun it actually was," says Faxon. "It was super clean and really friendly, probably because it's locally owned and family operated. We tried to be aware that the people around us were there to enjoy the day."

The park's patrons provided an army of ready-made extras for the film. "Allowing us to shoot while the park was open gave us great texture and atmosphere," says Rash. "It looks like we had a gazillion extras, but they were real park goers. We had interns dress as park employees and move them along, so they wouldn't stop and just stare."

Although dealing with the masses of people at Water Wizz took a great deal of coordination, it was worthwhile in the end, says Walsh. "It was a bit like a ballet. It's an expansive space, so crowd control was a challenge, but it looks terrific. What it adds to the production value is awesome. It's a beautiful, colorful backdrop."

The biggest hitch the production encountered was rain, which threatened to shut down the first two days of shooting. Faxon and Rash found themselves scrambling to get production underway. "It was daunting for them to be rained out on their first day of shooting," says Walsh. "It could have thrown them off their game plan, but they had a contingency plan. I was really impressed and surprised by how well they adapted to the protocols of being film directors and the rigors of the shoot."

Parra says the script held the same appeal for the crew as it did for the cast. “It’s pretty amazing when you start with A-list actors, then add the power of the script and the fact that our directors had just won an Academy Award,” he adds. “It’s an extremely high-caliber crew for the budget. Our director of photography, John Bailey, has been honored at the Cannes Film Festival. Ann Roth, our costume designer, has been nominated for four Oscars and won one. And our production designer, Mark Ricker, is one of the best in the business.”

Costumer Roth came on board at the behest of producer Kevin Walsh, who had previously worked with her on *THE HOURS*. “She called this the best script she’d read in three or four years,” he says. “Ann usually works on bigger budget films, but something here struck a chord with her.”

Allison Janney was thrilled to hear that Roth would be dressing her as Betty. “Ann is one of the greatest costume designers ever,” she says. “She put a lot of thought and work into my wardrobe. She had this idea that Betty was like some of the women she grew up with at the shore in North Carolina. I just let her dress me. Every outfit tells a story. Betty’s not a clothes horse, but she wears some pretty interesting things that reflect her need to tell the world that she’s not done yet.”

It was a long road from page to screen for this movie, says producer Kevin Walsh, and well worth the time it took. “Everyone involved loved the script since day one. We supported every page of it. It’s a movie about a kid who’s being affected by all of these forces around him, and he just wants to grow up. He just wants to be treated as an adult and eventually that is what happens.”

Rash hopes they have made a film with an appeal that crosses generations. “Some people will identify with the blended families, or the awkwardness of that age,” he says. “I want people to come away remembering a moment in their lives when they chose to evolve and change, because that’s what all the characters, adults and kids, are going through this particular summer.”

## ABOUT THE CAST

**STEVE CARELL (Trent)** is one of the most sought-after actors in Hollywood. First gaining recognition for his contributions as a correspondent on Comedy Central's Emmy Award®-winning "The Daily Show with Jon Stewart," he has successfully moved into primetime television and above-the-title status in the film world with equal aplomb. Carell's endeavors and successes in acting, writing and producing provided an organic segue to the creation of his own production company, Carousel Productions, with CRAZY, STUPID, LOVE, marking the first feature film released under its banner. Carousel is also produced THE INCREDIBLE BURT WONDERSTONE.

Carell opened his first lead feature, THE 40-YEAR-OLD VIRGIN, which he co-wrote with director Judd Apatow, at number one, a spot at which it remained for two straight weekends. The surprise hit of 2005 went on to gross more than \$175 million worldwide and had number one openings in 12 countries. The success of the film has continued, as it has also generated over \$100 million in DVD sales in North America alone. It was honored with an AFI Award naming it one of the 10 Most Outstanding Motion Pictures of the Year and took home Best Comedy Movie at the 11th Annual Critics' Choice Awards. The film also earned Carell and Apatow a co-nomination for Best Original Screenplay by the Writers Guild of America.

In 2006, as part of an ensemble, he starred in LITTLE MISS SUNSHINE, which earned an Academy Award® nomination for Best Picture, with Carell sharing the Screen Actors Guild (SAG) Award® for Outstanding Performance by a Cast in a Motion Picture. In 2008, Carell starred as Maxwell Smart in GET SMART, opposite Anne Hathaway and Alan Arkin. The film grossed over \$230 million worldwide.

In 2010, Carell starred in the comedy DINNER FOR SCHMUCKS with Paul Rudd, and voiced the lead in the animated comedy DESPICABLE ME, playing a super villain who finds his plans to steal the moon put on hold when three orphan girls adopt him as their dad. The film went on to phenomenal worldwide success, garnering over \$543 million at the box office, and has yielded a sequel for the summer of 2013, for which Carell will reprise his role. He also starred with Tina Fey in the romantic comedy DATE NIGHT, which earned over \$150 million worldwide; the romantic drama SEEKING A FRIEND FOR THE END OF THE WORLD and the comedy drama HOPE SPRINGS, alongside Meryl Streep and Tommy Lee Jones.

Carell's previous film credits include ANCHORMAN: THE LEGEND OF RON BURGUNDY, BRUCE ALMIGHTY, BEWITCHED and DAN IN REAL LIFE.

Carell concluded a seven-season run in the Americanized adaptation of Ricky Gervais' acclaimed British television series "The Office," earning five Emmy Award nominations for Best



Actor in a Comedy and one, as a producer, for Best Series. In 2006, Carell earned a Golden Globe® Award for Best Performance by an Actor in a Television Series – Musical or Comedy, followed by five more nominations for his work on the series. In 2007 and 2008, the cast shared the SAG Award® for Outstanding Performance by an Ensemble in a Comedy Series.

Among his upcoming projects is the feature drama **FOXCATCHER**, which just wrapped production. Based on the true-life story of John DuPont, who killed Olympic wrestler David Schultz, the film is directed by Bennett Miller and also stars Channing Tatum and Mark Ruffalo. Carell will also star in the long-awaited **ANCHORMAN 2: THE LEGEND CONTINUES**, which reunites him with writer/director Adam McKay, along with Will Ferrell and the rest of the Action 4 News Team.

Emmy and Golden Globe award winner **TONI COLLETTE (Pam)** made an indelible impression on Hollywood with her beautiful portrayal as the hopeless and desperate ‘Muriel Heslop’ in P.J. Hogan’s 1994 film, **MURIEL’S WEDDING**. Proving her amazing ability to transform into the characters in which she plays; Collette has since starred in a variety of intriguingly diverse roles both in television and feature films throughout the last two decades.

Recently, Collette was seen in **HITCHCOCK**, opposite Anthony Hopkins and Helen Mirren. The biographical film centers on the relationship between director Alfred Hitchcock (Hopkins) and his wife Alma Reville (Mirren) during the making of **PSYCHO**, the controversial horror film that became one of the most acclaimed and influential works in the filmmaker's career. Collette played ‘Peggy Robertson,’ Hitchcock's long-time British, eagle-eyed and fiercely protective assistant.

Collette’s past projects showcase her mandate of tasteful choices as an actress. She starred in the Alan Ball ensemble, **TOWELHEAD**, which also starred Aaron Eckhart, Peter Macdissi and Maria Bello and was released in fall 2008. In 2007, Focus Features released **EVENING**, which is about a dying woman (Vanessa Redgrave) reflecting on her youth when she met the love of her life, as her two daughters (Toni Collette and Natasha Richardson) wrestle with her impending death. **EVENING**, is based on the best-selling novel by Susan Minot and is directed by Lajos Koltai. Also in 2007, Collette starred in the Australian children’s film **HEY, HEY IT’S ESTHER BLUEBURGER** opposite Keisha Castle-Hughes.

Some of Collette’s other projects that have shown her versatility as an actress include The Sundance Film Festival hit, **LITTLE MISS SUNSHINE**, that went on to be a huge critical and box-office success. This sleeper hit, which also stars Greg Kinnear, Steve Carell and Alan Arkin, is about a dysfunctional family hell bent on getting their little girl to win a beauty contest.

Collette also appeared Miramax's 2006 thriller *THE NIGHT LISTENER* with Robin Williams and Sandra Oh, written and directed by Terry Anderson. That same year, she appeared in the Australian film *LIKE MINDS*, starring Richard Roxborough, where Collette stars as a forensic scientist investigating a schoolboy's murder, and mystery/thriller *THE DEAD GIRL* alongside Josh Brolin and Rose Byrne.

In 2005, Collette starred opposite Cameron Diaz and Shirley MacLaine in the critically acclaimed film *IN HER SHOES*, directed by Curtis Hanson and based on the best-selling novel by Jennifer Weiner. *IN HER SHOES* is about two very different sisters, Rose (Collette), who is climbing her way up the corporate ladder and Maggie (Diaz), who is the consummate party girl, with nothing in common with each other but size 8 ½ feet. *IN HER SHOES*, a 20<sup>th</sup> Century Fox film, was produced by Ridley Scott.

Appearing in four films, 2002 marked a substantial year for Collette's film career. She was seen in *CHANGING LANES*, a story of coincidence and consequence opposite Samuel L. Jackson; *DIRTY DEEDS*, an independent film set in 1960s Australia; opposite Hugh Grant in *ABOUT A BOY*, the hit box office adaptation from Nick Hornby's novel of the same name, and the critically acclaimed film *THE HOURS*, opposite Nicole Kidman, Meryl Streep and Julianne Moore.

Collette earned an Academy Award nomination for her performance in M. Night Shyamalan's psychological drama *THE SIXTH SENSE*. Collette played a mother from South Philadelphia who must cope with the physical and emotional distress surrounding her young son's paranormal powers.

In television, Collette was previously seen starring in Showtime's hit series "United States of Tara," written by Academy-Award winner Diablo Cody (*JUNO*). Collette portrayed the title character, 'Tara,' a woman struggling to find a balance between her dissociative identity disorder and raising a dysfunctional family. John Corbett and Brie Larsen co-starred in the comedy. The show premiered on January 18, 2009 and garnered Collette both an Emmy Award and a Golden Globe Award for "Best Actress in a Comedy Series," as well as two Screen Actors Guild Award nominations. The show ended after three seasons in 2011. In that same year, Collette starred in *FOSTER*, an independent film directed by Jonathan Newman. Additionally, Collette was seen opposite Colin Farrell in the horror film *FRIGHT NIGHT*.

Collette will also appear in the upcoming films *MENTAL* and *ENOUGH SAID*, and is currently in production on *THE LONG WAY DOWN*.

Born and raised in Australia, Collette was a student at Australia's prestigious National Institute of Dramatic Art (NIDA). In addition to her undeniable talent on-screen, Collette has had

the opportunity to demonstrate her talents on Broadway's stage. In 2000, she starred in the highly anticipated revival of *The Wild Party*, alongside Mandy Patinkin and Eartha Kitt. In the role of 'Queenie,' Collette displayed her extraordinary range as both actress and singer. Additional stage credits include performances for the Velvoir Street Theater and the Sydney Theater Company.

Collette resides in Australia.

The incredibly versatile **ALLISON JANNEY (Betty)** has taken her place among a select group of actors who combine a leading lady's profile with a character actor's art of performance. Most recently she has been tapped to co-star, along with Anna Faris, in the new CBS/Chuck Lorre pilot, "Mom." She'll also appear in a multi-episode arc on the new Showtime drama "Masters of Sex" and will star alongside Hugh Grant in the as yet UNTITLED MARC LAWRENCE/CASTLE ROCK feature. In addition Janney has been busy with a number of other films, including the premiere of Lynn Shelton's TOUCHY FEELY at this year's Sundance Film Festival, the UNTITLED CHRISTIAN CAMARGO project with William Hurt and Jean Reno, TRUST ME for director/actor Clark Gregg, and Jason Bateman's comedy BAD WORDS. She is lending her voice to the Dreamworks' animated film MR. PEABODY & SHERMAN and previously appeared in THE ORANGES with Catherine Keener, LIBERAL ARTS with Josh Radnor and STRUCK BY LIGHTNING with Chris Colfer.

Additionally she co-starred in the much anticipated feature film THE HELP based on the best-selling novel of the same name. For their extraordinary performances, the cast won Ensemble awards from the Screen Actors Guild, National Board of Review and the Broadcast Film Critics. Additionally the film was nominated for an Academy Award for Best Picture.

Janney has delighted audiences with outstanding performances in the Oscar-winning ensemble hit JUNO and in the movie version of the Tony® Award winning play *Hairspray*. For her role in Todd Solondz's film LIFE DURING WARTIME she was nominated for Best Supporting Actress by the Spirit Awards. Additionally, she appeared in Sam Mendes' AWAY WE GO, the comedy STRANGERS WITH CANDY, and was heard as the voice of 'Gladys' in Dreamworks' animated film OVER THE HEDGE as well as 'Peach' in FINDING NEMO.

Janney received another Spirit Award nomination for her work in the independent feature OUR VERY OWN, and starred opposite Meryl Streep in THE HOURS, which received a SAG Award™ nomination for Outstanding Ensemble Cast in a Motion Picture. Other feature credits include the Academy Award winning film AMERICAN BEAUTY (for which she won a SAG Award for Outstanding Ensemble Cast in a Motion Picture) as well as NURSE BETTY, HOW TO DEAL, DROP DEAD GORGEOUS, 10 THINGS I HATE ABOUT YOU, PRIMARY

COLORS, THE ICE STORM, SIX DAYS SEVEN NIGHTS, THE OBJECT OF MY AFFECTION, and BIG NIGHT.

Throughout her career Janney has made a handful of memorable guest-star appearances on television, but she is renowned for her starring role in the acclaimed NBC series "The West Wing," where she won a remarkable four Emmy Awards and four SAG Awards for her portrayal of White House Press Secretary 'CJ Cregg.'

While a freshman studying acting at Kenyon College in Ohio, Janney auditioned for Paul Newman and got the part. Soon after, Newman and his wife Joanne Woodward suggested she study at the Neighborhood Playhouse in New York. She followed their advice and went on to make her Broadway debut in Noel Coward's *Present Laughter* for which she earned the Outer Critics Circle Award and Clarence Derwent Award. She also appeared in Arthur Miller's *A View from the Bridge*, receiving her first Tony Award nomination and winning the Outer Critics Circle Award. Janney was last seen on Broadway in the musical *9 to 5*, for which she earned a Tony nomination and won the Drama Desk Award.

Actress **ANNASOPHIA ROBB (Susanna)** is a spirited and intelligent, blond haired, green eyed, nineteen year old native of Colorado. Revered for her stand-out performances in the films SOUL SURFER, BRIDGE TO TERABITHIA, CHARLIE AND THE CHOCOLATE FACTORY and SLEEPWALKING, Robb has performed under the tutelage of directors Tim Burton, Doug Liman, Stephen Hopkins and Wayne Wang.

Robb currently stars as the young Carrie Bradshaw in the CW's "The Carrie Diaries," based on the novel by Candace Bushnell. The series is a prequel to "Sex and the City," and follows the character of Carrie Bradshaw during her high school years as she ventures to New York City to become a writer in the 1980s.

Robb has previously starred in such films including THE SPACE BETWEEN, RACE TO WITCH MOUNTAIN, JUMPER, THE REAPING, A WEST TEXAS CHILDREN'S STORY, BECAUSE OF WINN DIXIE, SPY SCHOOL and the highly rated TV movie "Samantha: An American Girl Holiday."

In 2011, Robb received the "Emerging Maverick Award" at the Cinequest Film Festival and was also selected as one of the "Ten Women to Watch" at The White House Projects Epic Awards. In 2009, Robb received the "Horizon Award" from the Palm Beach International Film Festival and the "Rising Star" Award from the Denver Starz Film Festival, both honoring her emerging talent and excellence in film performance. For her role in BRIDGE TO TERABITHIA, she received a Critics Choice nomination for "Best Young Actress in a Drama" and won "Best

Leading Actress in a Feature Film” at the 2008 Young Artist Awards, as well as a CAMIE Award for her dramatic role. Her recording of “Keep Your Mind Wide Open” for the film’s soundtrack charted in the top 100 in 2007. Robb is passionately involved with several non-profit organizations, including Make-A-Wish Foundation, TrueSpark, There With Care, PeaceJam and The Dalit Freedom Network.

**SAM ROCKWELL (Owen)** Sam Rockwell has emerged as one of the most dynamic actors of his generation by continuing to take on challenging roles in both independent and studio productions.

Rockwell was most recently seen in the black comedy SEVEN PSYCHOPATHS opposite Colin Farrell, Christopher Walken, and Woody Harrelson. The second feature from IN BRUGES writer-director Martin McDonagh, SEVEN PSYCHOPATHS was released by CBS Pictures October 12<sup>th</sup> and premiered at the 2012 Toronto International Film Festival.

Rockwell recently completed production on several features including David M. Rosenthal’s thriller A SINGLE SHOT, opposite William H. Macy, Jeffrey Wright, and Melissa Leo. An adaptation of the Matthew F. Jones novel, A Single Shot is the story of a dark and deadly game of cat and mouse, prompted by the tragic death of a young girl. Rockwell plays a wild-game poacher who makes a fatal mistake that leaves him with a suitcase full of blood money and hardened killers on his trail. The film premiered at the 2013 Berlinale Film Festival.

Rockwell was last seen starring opposite Christopher Walken in Martin McDonagh's critically acclaimed production of *A Behanding in Spokane* on Broadway and on screen opposite Harrison Ford and Daniel Craig in Jon Favreau's COWBOYS AND ALIENS.

Throughout his career, Rockwell has created memorable characters in films, including Tony Goldwyn's CONVICTION opposite Hilary Swank, Jon Favreau's IRON MAN 2 opposite Robert Downey Jr.; Duncan Jones' MOON; Andrew Dominik's critically acclaimed film THE ASSASSINATION OF JESSE JAMES BY THE COWARD ROBERT FORD, starring opposite Brad Pitt and Casey Affleck; David Gordon Green's acclaimed film SNOW ANGELS, opposite Kate Beckinsale; the Russo brothers' comedy WELCOME TO COLLINWOOD, opposite George Clooney, Patricia Clarkson, Jennifer Esposito and William H. Macy; David Mamet's HEIST, opposite Gene Hackman, Rebecca Pidgeon and Danny DeVito; the blockbuster CHARLIE'S ANGELS, with Drew Barrymore, Cameron Diaz and Lucy Liu; and Frank Darabont's Oscar<sup>®</sup>-nominated THE GREEN MILE, opposite Tom Hanks. Rockwell also appeared in DreamWorks' box-office hit GALAXY QUEST, opposite Tim Allen, Sigourney Weaver, Alan Rickman and Tony Shalhoub.

Additional credits include *THE SITTER* opposite Jonah Hill; *EVERYBODY'S FINE* opposite Robert DeNiro; *FROST/NIXON* opposite Frank Langella; *JOSHUA* opposite Vera Farmiga; *THE HITCHHIKER'S GUIDE TO THE GALAXY*, opposite Zooey Deschanel, Mos Def and Martin Freeman; and the Warner Bros.' comedy-drama *MATCHSTICK MEN*, directed by Ridley Scott and starring Nicolas Cage. He has also appeared in Woody Allen's *CELEBRITY*; Michael Hoffman's *A MIDSUMMER NIGHT'S DREAM*, with Kevin Kline and Michelle Pfeiffer; John Duigan's *LAWN DOGS*; John Hamburg's *Safe Men*; Saul Rubinek's dark comedy *JERRY AND TOM*; Tom DiCillo's *BOX OF MOONLIGHT*, opposite John Turturro; Peter Cohn's *DRUNKS*, with Richard Lewis, Parker Posey and Faye Dunaway; Paul Schrader's *LIGHT SLEEPER*, with Willem Dafoe; Uli Edel's *LAST EXIT TO BROOKLYN*, with Jennifer Jason Leigh; and his feature film debut in Francis Ford Coppola's *CLOWNHOUSE*, while he was still a student at San Francisco's High School of the Performing Arts.

Rockwell won critical praise, as well as the Berlin Film Festival's Silver Berlin Bear Award and *Movieline's* Breakthrough Performance of the Year Award, for his portrayal of Chuck Barris in George Clooney's *CONFESSIONS OF A DANGEROUS MIND*. He starred opposite Clooney, Drew Barrymore and Julia Roberts in this adaptation of Barris' memoirs. Other awards include Best Actor at the Sitges International Film Festival of Catalonia for his performance in *JOSHUA* and the Decades Achievement Award from Rehoboth Beach Independent Film Festival.

On stage, Rockwell was seen in *The Last Days of Judas Iscariot*, opposite Eric Bogosian, at The Public Theater. Philip Seymour Hoffman directed the LAByrinth Theater Company production. Rockwell has appeared in *Face Divided* as part of the EST Marathon series, as well as the off-Broadway production of *Goose-Pimples*, which was written by noted film writer/director Mike Leigh. He has also appeared in *The Dumb Waiter* and *Hot L Baltimore* for the Williamstown Theatre Festival, both of which were directed by Joe Montello.

**MAYA RUDOLPH (Caitlin)** is most widely known for her turn on NBC's "Saturday Night Live," where she was one of the show's regular players for over seven years. Since her debut in 2000, Rudolph's memorable portrayals included Oprah Winfrey, Whitney Houston, Donatella Versace and Beyoncé as well as such recurring sketches as "Wake Up Wakefield" and "Bronx Beat." Also on the small screen, she starred as 'Ava' on the NBC comedy "Up All Night" for executive producer Lorne Michaels.

Late this year, Rudolph will reunite with cast-mates Adam Sandler, Chris Rock, Kevin James, and David Spade in *GROWN UPS 2*, which will be released July 12, 2013 by Sony Pictures. Additionally, Rudolph voiced the role of 'Burn' in the upcoming DreamWorks

Animations film, *TURBO*, in theatres July 17, 2013 and is currently in production on the animated film, *THE NUT JOB*.

Rudolph starred in Paul Feig's comedy *BRIDESMAIDS*, which has grossed nearly \$300 million in the box office worldwide and garnered numerous accolades since it opened May 13, 2011. In addition to being nominated for two Academy Awards®, *BRIDESMAIDS* was nominated for a Golden Globe® for Best Motion Picture Musical or Comedy and won the following awards: the 2011 AFI Film Award for AFI Movie of the Year, the 2012 Critics Choice Movie Award for Best Comedy Movie, the 2012 People's Choice Award for Favorite Comedy Movie, and Comedy Central's 2012 Comedy Award for Best Film.

Most recently, Rudolph teamed up with musician Gretchen Liberum to form the female-fronted Prince cover band, "Princess." In tribute to His Purple Majesty, the duo became an immediate internet success last year when they performed "Darling Nikki" on "Late Night with Jimmy Fallon." Since then, the band has continued performing hit-after-hit as Prince fans everywhere have tuned in praising their pristine mimicry of the artist.

Rudolph has lent her voice to such films as *ZOOKEEPER* and *SHREK THE THIRD*, and has appeared in *FRIENDS WITH KIDS*, *GROWN UPS*, Robert Altman's *A PRAIRIE HOME COMPANION*, Mike Judge's *IDIOCRACY*, and Miguel Arteta's *CHUCK & BUCK*.

In 2009, she earned rave reviews for her performance opposite John Krasinski in the comedic and heartfelt film *AWAY WE GO*, directed by Sam Mendes from a script by Dave Eggers and Vendela Vida.

**LIAM JAMES (Duncan)** is a young actor on the rise to becoming one of Hollywood's most sought-after talents with notable roles in both film and television.

Upcoming, James will start production on the third season of the AMC crime drama and hit series "The Killing" as Mireille Enos' son "Jack Linden." The actor's other television credits include the USA hit series "Pysch" where he plays the younger version of James Roday's psychic detective character, "Shawn Spencer"; the principle role on NBC's horror series "Fear Itself" and appearances on "Fringe" and "The Haunting Hour."

James' film credits include Roland Emmerich's 2012 opposite John Cusack, Amanda Peet, Danny Glover and Woody Harrelson; Jonas Åkerlund's, *HORSEMEN*, opposite Dennis Quaid; David Dobkin's, *FRED CLAUS*; Colin & Greg Strause's, *ALIEN VS. PREDATOR 2*; Susanne Bier's *THE THINGS WE LOST IN THE FIRE*; and Mark Helfrich's *GOOD LUCK CHUCK*.

James currently resides in Vancouver.

**ROB CORDDRY (Kip)** made his debut on “The Daily Show with Jon Stewart” in the spring of 2002 and quickly became one of the most popular correspondents to emerge from the groundbreaking talk show. He continued to “educate” audiences with his snarky political sketches through the fall of 2006, and has reprised his role in guest appearances scattered through the years since.

He moved to Los Angeles following his run on “The Daily Show” and in 2007 Corddry starred in the Fox sitcom “The Winner” created by “Family Guy” writers/producers Seth MacFarlane and Ricky Blitt. Joining the throngs of many other critically acclaimed shows, “The Winner” lasted only a half-dozen episodes before it was taken off the air.

In a serendipitous turn of events brought about by the need for out-of-the-box thinking to continue work during the infamous 2007-2008 writers’ strike, Corddry was one of the first to create original “television-esque” programming for the Internet and captured the attention of Warner Bros. TV early on. The web-series “Childrens Hospital,” spoofing the hijinks of medical drama genre such as “Grey’s Anatomy” and “E.R.,” launched in December 2008. The 5-minute “webisodes” starred Corddry (also the creator, writer, and oft-times director), SNL’s Jason Sudeikis, Lake Bell, Megan Mullally, and Ed Helms (among others). The series won the Webby Award for “Comedy: Long Form or Series” and received two other nominations: “Best Individual Performance” (Corddry) and “Comedy: Individual Short or Episode.”

The second season of “Childrens Hospital” debuted on Adult Swim a year later, making it one of the first shows ever to make the successful transition from a web-series to a television series. Despite the unspoken network rivalry, “Childrens Hospital” won the award for “Best Sketch Comedy/Alternative Comedy” at the first ever Comedy Central-hosted Comedy Awards. “Childrens Hospital” received its first Emmy nomination and beat programming from “30 Rock,” Lisa Kudrow (“Web Therapy”) and his alma mater “The Daily Show” to win its first Emmy Award in the new category of Short-Format Live-Action. Appealing to acclaimed actors across the board, the casts of the latest seasons also boasts the talents of Malin Akerman, Nick Offerman, Mad Men’s Jon Hamm, television legend Henry Winkler, Rob Huebel, Ken Marino, The League’s Nick Kroll and Paul Scheer, Kate Walsh, and many others. Season Five will debut this summer.

In what have become his busiest years to date, in addition to his ubiquitous work on “Childrens Hospital” Corddry is also starring in and shooting numerous feature films. Last June he starred alongside Steve Carell and Keira Knightley in Focus Features’ SEEKING A FRIEND FOR THE END OF THE WORLD. In September 2011, Corddry starred in the dark comedy



BUTTER opposite Jennifer Garner and Hugh Jackman for The Weinstein Company. February 1st, 2013 showcased Corddry in the highly anticipated film adaptation of the zombie novel by Isaac Marion, WARM BODIES. Described by *Variety* as “TWILIGHT meets SHAUN OF THE DEAD,” the film also stars Nicholas Hoult, Teresa Palmer, John Malkovich, and is directed by Jonathan Levine. Two weeks later, he was heard as a character in The Weinstein Company’s first animated feature, ESCAPE FROM PLANET EARTH and in April, Corddry starred alongside Mark Wahlberg and Duane Johnson in Michael Bay’s PAIN AND GAIN.

The 2013 Sundance Film Festival is featuring three films in which Corddry stars, making him one of the few actors in history of the festival to have as many starring roles in showcased films. Included in the festival are THE WAY WAY BACK for THE DESCENDANTS scribes Nat Faxon and Jim Rash and; IN A WORLD..., written, directed by and starring Lake Bell along with Demetri Martin, Geena Davis; and HELL BABY, the horror comedy from “Reno 911” writers Thomas Lennon and Robert Ben Garant.

It was also just announced that Corddry will star in the ABC Pilot “SPY.” Based on the British series of the same name, he will play Tim, a well-intentioned father of a highly intelligent and verbal son who inadvertently takes a job at the secret service in order to prove himself a worthy father. The half-hour single-camera comedy will be written by Simeon Goulden, creator of the Sky1 series on which the ABC effort is based.

In 2010 Corddry starred in the ensemble comedy feature HOT TUB TIME MACHINE for MGM and director Steve Pink. The story follows three grown men (Corddry, Craig Robinson, and John Cusack) as they visit the hot tub where they once partied, discover it is now a time machine, and travel back to their raunchy heyday in the mid-1980’s. He also turned a cameo appearance in CEDAR RAPIDS alongside Ed Helms and John C. Reilly.

Having been long-embraced by the film community, Corddry has appeared in dozens of comedy features in addition to his television projects, notably OLD SCHOOL, SEMI-PRO, THE HEARTBREAK KID, and BLADES OF GLORY. He has also been featured in the buddy comedy WHAT HAPPENS IN VEGAS with Ashton Kutcher and Cameron Diaz, HAROLD & KUMAR ESCAPE FROM GUANTANAMO BAY, and in a more dramatic capacity as Ari Fleischer in Oliver Stone’s chronicle on the life and presidency of George W. Bush, W. Corddry has appeared on television shows including “Community,” “Curb Your Enthusiasm,” and “Arrested Development.”

Corddry currently resides in Los Angeles with his wife and two young daughters.

**AMANDA PEET (Joan)** is an accomplished and versatile actress who is known for her diverse choices in film, television, and theater. She is best known for her starring roles in commercial and critically acclaimed films, including the Nancy Meyers' romantic comedy *SOMETHING'S GOTTA GIVE* with Jack Nicholson and Diane Keaton, Burr Steers' edgy dramedy *IGBY GOES DOWN* alongside Jeff Goldblum, and *THE WHOLE NINE YARDS* with Matthew Perry and Bruce Willis. On the small screen, Peet has most-recently guest starred on the Emmy winning drama "The Good Wife," but has also starred in the WB hit drama "Jack and Jill," Aaron Sorkin's "Studio 60 on the Sunset Strip," and NBC's romantic comedy "Bent." As a lover of theater, Peet gravitates towards great playwrights, and her credits include the Broadway revival of Neil Simon's *Barefoot in the Park* and off-Broadway productions of *Break of Noon* and *This is How it Goes*, both by Neil LaBute. Some of Peet's other acclaimed performances have been in *PLEASE GIVE*, directed by Nicole Holofcener, *WHAT DOESN'T KILL YOU* opposite Mark Ruffalo, and *SYRIANA* with Matt Damon and George Clooney. A native New Yorker, Peet resides in both Los Angeles and New York with her husband, writer/director David Benioff, and their two daughters.

## ABOUT THE FILMMAKERS

**JIM RASH (Written and Directed by/ Executive Producer/Lewis)** currently stars as Dean Pelton, the well-meaning (but often floundering) and sexually agnostic Greendale Community College Dean on NBC's "Community." Now, in its fourth season, Jim had the honor of getting to write one of the episodes this year as well.

Rash was a series regular on NBC's "The Naked Truth" and ABC's "Help Me, Help You." He reoccurred in the roles of "Fenton" on "That '70s Show" and "Andrew" on "Reno 911!" Additional television credits include "Will & Grace," "CSI: Crime Scene Investigation" and the final episode of "Friends."

Rash's film work includes SKY HIGH, in which he gained notices portraying "Mr. Grayson/Stitches." Additional film work includes SLACKERS, S1M0NE, ONE HOUR PHOTO, and BALLS OF FURY.

For thirteen years, Rash has been a member of the popular Groundlings Theatre in Los Angeles. To this day, he still directs and teaches there on occasion, as well as, performs.

When Rash is not in front of the camera, he's writing. He, along with fellow Groundling Nat Faxon, created and co-executive produced the pilot "Adopted" for ABC. Rash and Faxon won an Academy Award (as well as a Writers Guild and Independent Spirit Award) for co-writing the THE DESCENDANTS, along with its director, Alexander Payne.

Rash and Faxon are currently writing another original screenplay for Fox Searchlight, as well as an action comedy for Indian Paintbrush. It will be a starring vehicle for their friend and fellow Groundling Alum, Kristen Wiig.

**NAT FAXON (Written and Directed by/ Executive Producer/Roddy)** is a talented actor and Academy Award® winning writer with a longstanding presence across comedic films and notable television series.

Faxon most recently starred in the Fox comedy series, "Ben and Kate" where he played a spontaneous brother who moves in with his sister to help raise her daughter and in turn finds a sense of direction and purpose he never knew. For his portrayal of "Ben Fox," the free-spirited and over-the-top brother of Kate (Dakota Johnson), critics have applauded his performance calling him "a force of nature." The series premiered on September 25, 2012 and the show was nominated for a People's Choice Award in the category of "Favorite New TV Comedy."

In 2012, Faxon won an Oscar® for Best Adapted Screenplay of THE DESCENDANTS, which he co-wrote alongside Alexander Payne and Jim Rash. Starring George Clooney, Judy Greer, and Shailene Woodley, the comedic drama was released in December of 2011.

Prior to his Oscar® win, Faxon appeared in numerous films including recent releases: THE BABYMAKERS starring alongside Olivia Munn; the family comedy ZOOKEEPER, starring Rosario Dawson and Leslie Bibb; as well as BAD TEACHER starring Cameron Diaz, Jason Segal, and Justin Timberlake. Other films include the Golden Globe® nominated comedy drama, WALK HARD: THE DEWEY COX STORY; the 2006 comedy BEERFEST; and Jake Kasdan's ORANGE COUNTY, also starring Jack Black and Colin Hanks.

In television, Faxon has made his mark appearing in a number of notable shows such as the Fox sitcom, “Happy Hour” where he starred as a series regular; and the WB's “Grosse Pointe.” Other television series Faxon has been seen in include the irreverent parenting comedy “Up All Night” starring Christina Applegate; NBC's “Are you there, Chelsea?”; the ABC sitcom, “Happy Endings” starring Zachary Knighton and Eliza Coupe; a guest appearance in the critically acclaimed AMC drama series, “Mad Men”; the Paul Rudd comedy, “Party Down,” starring Adam Scott; the mystery thriller, “NCIS”; as well as recurring roles on NBC's “Joey” and Comedy Central's “Reno 911.”

Originally from Boston, Massachusetts, Faxon is a graduate of Hamilton College in upstate New York where he received a degree in Theater. Upon graduating, Faxon made his way to Los Angeles to pursue acting as a career. Faxon joined the main company of the Groundlings in 2001 and was a member for ten years.

**KEVIN J. WALSH (Produced by)** is producing the political action-thriller THE BEAST with Di Bonaventura Pictures (TRANSFORMERS, G.I. JOE), the action-comedy TOTAL ECLIPSE OF THE HEART starring Kristen Wiig (BRIDESMAIDS) with Indian Paintbrush, and an inspirational sports drama at Relativity Media based on the life of Major League Baseball star Josh Hamilton that he is producing with Basil Iwanyk (THE TOWN) with Casey Affleck (GONE BABY GONE) writing and directing.

Walsh is also currently developing and is set to produce the political action-thriller PATRIOT DOWN at Paramount Pictures, the comedy KING DOM, co-written by Jay Lavender (THE BREAK-UP), and the revenge-thriller THE GRINGO with James McTeigue (V FOR VENDETTA) directing.

In addition to his work as a producer, Kevin has adapted his original comic book, The Leaves, into a feature film for Summit Entertainment and Liquid Comics. He also adapted a

children's book series, Pyrates, for Summit and Alloy Entertainment. Walsh has written screenplays for Working Title Films, Reason Pictures and Walt Disney-based Mayhem Pictures and The Sports Studio.

In production, Walsh has helped manage the set of three films – THE ADVENTURES OF TINTIN, MUNICH and WAR OF THE WORLDS – for Academy Award winning director/producer Steven Spielberg.

Prior to his work for Mr. Spielberg, Kevin was an executive assistant to Academy Award winning producer Scott Rudin. At Scott Rudin Productions, Kevin assisted and traveled with Mr. Rudin as he produced seven films, including THE HOURS, THE ROYAL TENENBAUMS, IRIS, CHANGING LANES, ZOOLANDER, ORANGE COUNTY and MARCI X.

Walsh started his entertainment career as an assistant to the Chairman and CEO of Sony Music Entertainment, Thomas D. Mottola, and was later promoted to Production Coordinator where he helped oversee the production of albums for Mr. Mottola's priority Sony artists.

Walsh was named one of Variety's "10 Producers to Watch" in 2011. He was also recently cast in 20<sup>th</sup> Century Fox TV and Imagine Entertainment's "Arrested Development," Steven Spielberg's LINCOLN and Paul Thomas Anderson's THE MASTER, which marked his (accidental) feature acting debut.

Walsh is represented by Creative Artists Agency and Bloom Hergott Diemer Rosenthal LaViolette Feldman & Goodman.

**TOM RICE (Produced by)** launched Sycamore Pictures with Ben Nearn in 2011, shortly after he produced the Academy Award-nominated live action short KAVI (which earned awards at numerous film festivals worldwide). He began his filmmaking career as the writer/director of THE RISING PLACE, a feature he produced right out of film school that won more than sixteen film festival awards, including Best Picture and Audience Favorite; it was distributed domestically by Warner Bros.

Rice is currently producing the dysfunctional family comedy A FRIGGIN' CHRISTMAS MIRACLE written by Phil Johnston, starring Robin Williams and Joel McHale, and UNICORN STORE directed by Miguel Arteta, starring Rebel Wilson and John C Reilly. He also produced the supernatural thriller THE PRESENCE for Lionsgate, co-wrote and directed the pilot "Case Closed" for Comedy Central and produced the AFI short MY FIRST TIME DRIVING directed by Rebecca Feldman (the Tony Award nominated creator of *The 25th Annual Putnam County Spelling Bee*).

Rice has written and/or supervised scripts for various reality shows including two seasons of “American Idol” and seven “Survivor” finales. He attended New York's School of Visual Arts as the Presidential Scholar and currently resides in Los Angeles.

**BEN NEARN (Executive Producer)**, a former Ernst & Young accountant, left a 12-year investment banking career to co-found Cross Creek Pictures. During his tenure as the Cross Creek CFO and COO, Cross Creek produced pictures such as BLACK SWAN, THE IDES OF MARCH and THE WOMAN IN BLACK. Mr. Nearn, who left Cross Creek to found Sycamore Pictures with partner Tom Rice, is in post-production on CAN A SONG SAVE YOUR LIFE starring Kierra Knightley and Mark Ruffalo and A FRIGGIN' CHRISTMAS MIRACLE starring Robin Williams and Joel McHale. Nearn lives in Memphis, TN with his wife and two kids.

**GIGI PRITZKER (Executive Producer)** is an accomplished film and stage producer, businesswoman, and an active philanthropist, who serves as co-founder and CEO of film production and financing company OddLot Entertainment.

Through OddLot Entertainment, which she founded in 2001, Pritzker has teamed with leading filmmakers providing resources that go far beyond equity investment to produce a range of high-quality, literary-based motion pictures, such as 2010's Academy Award-nominated adult drama RABBIT HOLE. Upcoming projects include filmmaker Gavin Hood's highly anticipated film adaptation of Orson Scott Card's futuristic sci-fi novel ENDER'S GAME, the definitive Albert Einstein biopic EINSTEIN, and an adaptation of the November, 2012 Vanity Fair article “A Home at the End of Google Earth.” Pritzker has actively worked to strategically expand OddLot Entertainment's footprint in the global motion picture business, partnering with Nick Meyer in 2011 to create the foreign sales company Sierra/Affinity, staking a position in video-on-demand distribution through a partnership with Cinetic Rights Management, and teaming with acclaimed filmmaker Robert Rodriguez and Michel Litvak's Bold Films to create a new production company, Quick Draw Productions.

Pritzker is equally active in the realm of live theater. After owning and operating Los Angeles' Coronet Theatre for a decade, she developed and produced the Tony Award-winning musical *Million Dollar Quartet* with her longtime stage partner, Ted Rawlins, through her company Relevant Theatricals. Currently in its second smash year of touring, *Million Dollar Quartet* – based on the legendary 1956 jam session featuring Jerry Lee Lewis, Carl Perkins, Elvis Presley and Johnny Cash – is set to open in Las Vegas and is in its fifth successful year on stage in Chicago. Relevant Theatricals, meanwhile, has signed on to produce another musical, *One*

*Night with Janice Joplin*, and is also expanding into China via partnerships with live theater companies in Beijing.

Pritzker's active philanthropy roll includes board seats for the Chicago Children's Museum, the Children Affected by AIDS Foundation, Cure Violence and The Ellen Stone Belic Institute at Columbia College for the Study of Women, Gender in the Arts and Media, and the Goodman Theatre of Chicago. She is also a co-founder of the Chicago chapter of the Tibetan Resettlement Project.

Pritzker studied anthropology at Stanford University. Living in Nepal for a year as an undergraduate student led her to producing her first documentary feature in Bhutan with the BBC and kick-started her long and successful career in the motion-picture business.

An accomplished Assistant Director and Producer, **GEORGE PARRA (Executive Producer)** has worked on over 40 feature films covering all genres from big action films such as *TERMINATOR 2: JUDGMENT DAY*, *THE ROCK*, and *XXX* as well as working on studio classics such as *GHOST*, *THE MASK OF ZORRO*, and *ANY GIVEN SUNDAY*. But, his success came from smaller, more independent films, which have always been more appealing to him, such as *ELECTION* and *SIDEWAYS*.

Parra collaborated both as an assistant director and now as a producer, with directors such as Alexander Payne, David O. Russell, Peter Yates, Oliver Stone, James Cameron, Michael Bay, Rob Cohen, Martin Campbell, and David Ellis to name a few.

After Graduating from San Diego State University, with a degree in Film and Theatre, he began his career working with directors such as James Cameron and Francis Ford Coppola on their films *THE TERMINATOR* and *PEGGY SUE GOT MARRIED*. Shortly afterwards, Parra became a member of the Directors Guild of America and worked his way into the studio system.

His collaboration with his directors expanded when asked to produce his first feature film, *SIDEWAYS* with his long standing associate Alexander Payne. *SIDEWAYS* went on to receive five Academy Award nominations, one win, seven Golden Globe Nominations, two wins, as well as ninety one other nominations worldwide.

Now a member of the Producers Guild of America, Parra has been steadily producing a number of films for various companies as well as developing his own projects.

Mr. Parra brings 25 years film production experience along with an impeccable reputation. His experience covers all areas of physical production, dealing with budgets ranging from 1 million to 45 million dollars. His many years in the feature film business has given him

connections with a vast catalog of accomplished directors and technicians, as well as a strong relationship with all of the major bond companies, unions, and major production vendors.

Along with experience working in most major cities in America, Parra has also worked in Eastern and Western Europe, the South Pacific, and Mexico. He is fluent in Spanish and resides in Malibu, California and in Deer Valley, Utah.

**JOHN BAILEY, ASC (Director of Photography)** has been a cinematographer since 1978 but he began his career as an assistant cameraman on the 1970 Monte Hellman cult film *TWO LANE BLACKTOP*. As camera operator, he has also worked with directors Robert Altman, Robert Benton, and Terence Malick, and he has enjoyed relationships as cinematographer with directors as diverse as Paul Schrader, Lawrence Kasdan, Ken Kwapis, Michael Apted, John Schlesinger, Harold Ramis, and Norman Mailer.

He has also worked with directors Robert Redford, Herbert Ross, Walter Hill, Stuart Rosenberg, Wolfgang Petersen, Jonathan Demme, Robert Benton, James L. Brooks, Mark Steven Johnson, and Sam Raimi. He was cinematographer for Richard LaGravenese, Jennifer Jason Leigh & Alan Cumming, Callie Khouri, John Krasinski, Shana Feste, Stu Zicherman and Nat Faxon & Jim Rash on their feature film directorial debuts.

In an eclectic career, Bailey has photographed such mainstream Hollywood films as *ORDINARY PEOPLE*, *THE BIG CHILL*, *SILVERADO*, *THE ACCIDENTAL TOURIST*, *GROUNDHOG DAY*, *IN THE LINE OF FIRE*, *AS GOOD AS IT GETS*, *HOW TO LOSE A GUY IN 10 DAYS*, *THE SISTERHOOD OF THE TRAVELING PANTS*, *MUST LOVE DOGS*; such offbeat films as Norman Mailer's *TOUGH GUYS DON'T DANCE*, Jason Miller's *THAT CHAMPIONSHIP SEASON*, and art house/indies and documentaries such as *SWIMMING TO CAMBODIA*, *A BRIEF HISTORY OF TIME*, *THE KID STAYS IN THE PICTURE*, and *INCIDENT AT LOCH NESS*.

Among Bailey's other film credits are *DIVINE SECRETS OF THE YA-YA SISTERHOOD*; *THE ANNIVERSARY PARTY*; *AMERICAN GIGOLO* and *MISHIMA: A LIFE IN FOUR CHAPTERS*, for which he shares the 1985 Cannes Film Festival Award for Best Artistic Contribution with composer Philip Glass and production and costume designer Eiko Ishioka.

Recent projects include John Krasinski's directorial debut film *BRIEF INTERVIEWS WITH HIDEOUS MEN* and Shana Feste's *THE GREATEST*. Both films were selected for competition in the 2009 Sundance Film Festival. Bailey also photographed Feste's second film *COUNTRY STRONG* starring Gwyneth Paltrow.



Beyond his work as a cinematographer, Bailey also directed the 1994 film noir thriller CHINA MOON, starring Ed Harris, Benecio del Toro and Madeline Stowe, MARIETTE IN ECSTASY from Ron Hansen's acclaimed novel, as well as the one person shows, David Hare's VIA DOLOROSA and Lily Tomlin's THE SEARCH FOR SIGNS OF INTELLIGENT LIFE IN THE UNIVERSE. He photographed and directed the Imax concert film N'SYNC: BIGGER THAN LIVE.

Bailey has written essays and film articles for the *New York Times*, *American Cinematographer Magazine*, *ICG Magazine* and the *DGA Monthly*. He currently writes a series of essays covering eclectic arts topics on a blog hosted by the American Society of Cinematographers.

He has served on the juries of the Venice Film Festival, the Aspen Shortsfest and CamerImage in Poland. He has conducted workshops and seminars internationally; several years ago he was Kodak "Cinematographer in Residence" at UCLA.

Bailey currently serves on the Board of Governors of the Academy of Motion Picture Arts and Sciences, as well as the Board of Governors of the American Society of Cinematographers and on the National Film Preservation Board.

He recently was honored by the Big Bear Lake Film Festival with its Lifetime Achievement Award and by Kodak and the IATSE with its Mentor Award.

Bailey has long supported American independent and student filmmaking, serving for several years as the judge of Kodak's annual student scholarship and cinematography awards. He is a member of the Film Scholars and Grants Committee, as well as the Nicholl Screenwriting Awards Committee at AMPAS.

His most recent film release, BIG MIRACLE for Working Title and Anonymous Content, is with director Ken Kwapis. It is their fifth collaboration. In 2012, Bailey photographed four low budget HD features with the Arri Alexa. His most recent credit is THE ANGRUEST MAN IN BROOKLYN with director Phil Alden Robinson.

He is married to eminent film editor Carol Littleton.

**MARK RICKER (Production Designer)** designed 2011 Best Picture Nominee THE HELP - written and directed by Tate Taylor for DreamWorks Pictures (Art Directors Guild nominee: Excellence in Production Design & The Hamilton Behind the Camera Award for Production Design), HBO's YOU DON'T KNOW JACK - directed by Barry Levinson (EMMY nomination), and JULIE & JULIA - written and directed by Nora Ephron (Art Directors Guild

nominee: Excellence in Production Design). Ricker also designed CONVICTION, the true story of Betty Anne Waters, portrayed by Hilary Swank and directed by Tony Goldwyn.

Additional credits include THE NANNY DIARIES, directed by Shari Springer Berman and Bob Pulcini, THE HOAX, directed by Lasse Hallstrom, and THE ACCIDENTAL HUSBAND, FIERCE PEOPLE and LISA PICARD IS FAMOUS, all for director Griffin Dunne. Ricker also designed Ben Younger's PRIME starring Meryl Streep and Uma Thurman, Rebecca Miller's THE BALLAD OF JACK & ROSE starring Daniel Day-Lewis and Catherine Keener, SUNSHINE STATE for John Sayles, Jill Sprecher's THIRTEEN CONVERSATIONS ABOUT ONE THING, Bob Gosse's JULIE JOHNSON, and FEVER, directed by Alex Winter.

As an Art Director and Set Designer, Ricker contributed to the designs of THE SHIPPING NEWS, FAR FROM HEAVEN, KATE & LEOPOLD, THE THOMAS CROWNE AFFAIR, THE OUT-OF-TOWNERS and THE SUBSTANCE OF FIRE. He began his career in the business in the Prop and Set Decorating Departments of PASSION FISH, THE LAST OF THE MOHICANS, ONCE AROUND and THE HANDMAID'S TALE. His first motion picture experience was handing out hot dogs to extras in BULL DURHAM.

Advertising work includes multiple commercials directed by Janusz Kaminski, Guillermo Arriaga and Tony Goldwyn.

Ricker studied English at UNC-Chapel Hill and has an MFA in Scenic and Production Design from NYU's Tisch School of the Arts. He currently lives in New York City.

Throughout her years in the film industry, **TATIANA S. RIEGEL, A.C.E., (Editor)** has worked on over 45 projects. These have included feature films along with television and shorts. Her feature credits span a wide variety of genres and include both studio and independent productions. Riegel's most recent feature editing credits include FRIGHT NIGHT, a 3D feature for Dreamworks starring Colin Farrell and Toni Collette, directed by Craig Gillespie and GLEE:THE 3D CONCERT MOVIE. Some of Riegel's other feature credits include MEN WHO STARE AT GOATS, directed by Grant Heslov, the critical hit LARS AND THE REAL GIRL, directed by Craig Gillespie and Wim Wenders' THE MILLION DOLLAR HOTEL. She was an Additional Editor on Paul Thomas Anderson's THERE WILL BE BLOOD, and co-editor on Gregg Araki's SPLENDOR.

Television credits include "The United States of Tara," the popular Fox series "House," "American Dreams" for NBC and several pilots including "Pasadena," directed by Diane Keaton for Fox. She has edited made-for-TV movies such as Off Season" and "Snow in August," both for Showtime. Riegel received an ACE Eddie award for her work on the HBO film PU-239, directed

by Scott Z. Burns.

Riegel began her career as an Apprentice Editor on the indie sleeper, RIVER'S EDGE. She was the First Assistant Editor on Quentin Tarantino's PULP FICTION, FOUR ROOMS and the Associate Editor on JACKIE BROWN and is currently editing BAD WORDS directed by Jason Bateman.

**ANN ROTH (Costume Designer)** has designed such films as THE WORLD OF HENRY ORIENT, MIDNIGHT COWBOY, KLUTE, THE DAY OF THE LOCUST (BAFTA), THE GOODBYE GIRL, COMING HOME, HAIR, THE WORLD ACCORDING TO GARP, SILKWOOD, PLACES IN THE HEART, WORKING GIRL, THE UNBEARABLE LIGHTNESS OF BEING, THE MAMBO KINGS, THE BIRDCAGE, THE ENGLISH PATIENT (Academy Award), THE TALENTED MR. RIPLEY, THE HOURS, COLD MOUNTAIN, THE STEPFORD WIVES, THE VILLAGE, CLOSER, EVENING, and DOUBT. Roth received the Irene Sharaff Lifetime Achievement Award (2000), The Costume Designers Guild's Career Achievement for Film Award (2002), and was honored last year at the Hampton's International Film Festival. Last year, too, she was inducted into the American Theatre Hall of Fame. Roth's theatre credits include *The Odd Couple*, *Play It Again*, *Sam*, *Purlie*, *Seesaw*, *Enemies*, *The Best Little Whorehouse in Texas*, *Hurlyburly*, *Waiting for Godot*. And *Death of a Salesman*. She received Tony nominations for *The Crucifer of Blood*, *The Royal Family*, *Present Laughter*, *The House of Blue Leaves* and *The Book of Mormon*.

After a decade working with Saturday Night Live and Jim Henson Productions, **MICHELLE MATLAND (Costume Designer)** began assisting Ann Roth in 1995, working with her on films such as SABRINA, PRIMARY COLORS, ANGELS IN AMERICA, THE GOOD SHEPHERD, MAMA MIA, JULIE & JULIA, THE READER and MILDRED PIERCE. Ms. Matland co-designed SOMEONE LIKE YOU, LAST DAYS, FREEDOMLAND, EVENING, THE GIRL IN THE PARK, SAFE, and LULLABYE.

**LINDA COHEN (Music Supervisor)** was the music supervisor on this year's Academy Award winner for Best Picture, ARGO. It was the continuation of her long collaboration with George Clooney and Grant Heslov (previously on THE IDES OF MARCH and THE MEN WHO STARE AT GOATS). Her other frequent collaborator, Paul Thomas Anderson, has worked with Cohen on THE MASTER and THERE WILL BE BLOOD. Serious dramatic films aren't Cohen's

only strength. Comedies like BRIDE WARS, AMERICAN SPLENDOR, NICK AND NORAH'S INFINITE PLAYLIST and THE BACKUP PLAN all featured soundtracks compiled by Cohen.

She is also the music supervisor on two period television series - "Hell on Wheels" and "Magic City."

**ROB SIMONSEN (Music by)** met and befriended acclaimed film composer Mychael Danna at the 2003 Seattle International Film Festival, where Rob's first feature film premiered. A year later, Danna and Simonsen both relocated to Los Angeles, where, as Danna's assistant and later as his collaborator, he refined his knowledge of the craft of scoring music to picture. During that time he co-wrote the scores to (500) DAYS OF SUMMER and others, and has continued to provide additional music for many of Danna's films, recently including MONEYBALL and Ang Lee's LIFE OF PI.

In 2009 Simonsen opened his own studio in Hollywood and scored ALL GOOD THINGS starring Ryan Gosling and Kirsten Dunst. That same year, The Hollywood Reporter named him as one of 15 Composers Primed to Take Their Place on the A-List. Recent films include SEEKING A FRIEND FOR THE END OF THE WORLD. He also provided the soundtrack to Apple's recent ad campaign for the iPhone 5. His music can also be heard as the theme song to CBS's popular series "Blue Bloods" and Hulu's "Battleground". Simonsen's upcoming feature films include IMOGENE starring Kristin Wiig, and Sundance Lab alumnus James Ponsoldt's THE SPECTACULAR NOW.

Unit Production Manager  
COLIN WALSH

First Assistant Director  
RAMSES DEL HIERRO

Second Assistant Director  
GRETA METHOT

Second Second Assistant Director  
ALYSSA FRANKEL

Executive in Charge of Production  
for OddLot Entertainment

JAMES SMITH

CAST

Trent	STEVE CARELL
Pam	TONI COLLETTE
Betty	ALLISON JANNEY
Susanna	ANNASOPHIA ROBB
Owen	SAM ROCKWELL
Caitlin	MAYA RUDOLPH
Duncan	LIAM JAMES
Kip	ROB CORDDRY
Joan	AMANDA PEET
Peter	RIVER ALEXANDER
Steph	ZOE LEVIN
Roddy	NAT FAXON
Lewis	JIM RASH
Neil	ADAM RIEGLER
Jason	JEREMY WEAVER
Kyle	ROBERT BANFIELD CAPRON

Malcolm	RODNEY LODGE	
Laura	DEVON WERDEN	
Katy	AVA DELUCA-VERLEY	
Chad	JAKE PICKING	
Charlie	JEFFREY RYAN	
B-Boy Ferocious	CJAILON ANDRADE aka SNAP BOOGIE	
Beautiful Breakdancer	JENNIFER VIAUD	
Breakdancing Kids	JOHN BARD XAVIER DRAYTON TILEY STROZEWSKI ZACH WEAVER	
Beautiful Woman	ANDRIA BLACKMAN	
Sunbathing Girl	AINGEALICA M. VENUTO	
Teen's Mother	EMILY PETTA	
Stunt Coordinator	PAUL MARINI	
Production Supervisor		HEIDI AUGUST
Post Production Supervisor		J.M. LOGAN
First Assistant Editor		DAN BOCCOLI
Art Director Set Decorator		JEREMY WOODWARD RENA DEANGELO
Leadman		SHANN WHYNOT-YOUNG
Set Dresser On Set Dresser		SHADYA BALLUG GARY CHANDLER

Property Master  
Assistant Property Masters

Property Assistant

Art Department Coordinator  
Construction Coordinator  
Charge Scenic  
Scenic Painter  
Propmaker

Gaffer  
Best Boy Electric  
Rigging Gaffer  
Key Lamp Operator  
Key Grip  
Best Boy Grip  
Dolly Grip  
Company Grip

A-Camera Operator  
1st Assistant A-Camera  
2nd Assistant A-Camera  
B-Camera Operator  
1st Assistant B-Camera  
2nd Assistant B-Camera

Digital Imaging Technician

Still Photographer

Script Supervisor

Sound Mixer  
Boom Operator  
Sound Utility

Assistant Costume Designer  
Wardrobe Supervisor  
Key Costume  
Set Costumer  
Wardrobe PA  
Interns to Ms. Roth

Hair Department Head  
Key Hair Stylist  
Additional Hair Stylist  
Make-up Department Head  
Key Make-up Artist  
Additional Make-up Artist

JANINE MOORE  
RYAN JOHNSON  
LARIN BRINK  
ELIZABETH HOWLAND

MIMI COLEMAN WILCOX  
SCOTT PINA  
JENNY MCCRACKEN  
DAVID BENNETT  
ALYS VINCENT

JOSH DREYFUS  
FRED YOUNG  
GEOFF DANN  
MARK PRICE  
DAVE LARUE  
CHRISTINE WILLARD  
MICHAEL DYNICE  
MIKE FITZGERALD

BEN SPEK  
STEVE CUEVA  
JOZO ZOVKO  
BILL TRAUTVETTER  
ROB BULLARD  
KAT CASTRO

STEVE SHERRICK

CLAIRE FOLGER

KIM BERNER

KEVIN PARKER  
MARK SHAW  
TIM HABER

JONATHAN SCHWARTZ  
MARGARET PALMER  
TARYN WALSH WEAVER  
ALYSON MACINNIS  
WHITNEY BURKE  
HANNA PERSSON  
ELIZA SOROS

VONI HINKLE  
KATHERINE "KAT" PERCY  
REBECCA WOODFORK  
JEANNE VAN PHUE  
BROOKE BARON  
SHERRY N SMITH

Picture Car Coordinators

Marine Coordinator  
Product Placement

Special Effects Supervisor

Production Coordinator  
Assistant Production Coordinator  
Production Secretary  
Production Accountant  
First Assistant Accountant  
Payroll Accountant  
Production Accountant Assistant  
Post Accountant  
First Assistant Post Accountant

Assistant to Mr. Faxon and Mr. Rash  
Assistant to Mr. Walsh and Mr. Parra

Location Manager  
Assistant Location Manager  
Location Assistants

Unit Publicist

For SYCAMORE PICTURES:

Director of Development  
Assistant to Mr. Nearn

For ODDLLOT ENTERTAINMENT:

COO  
EVP Production  
EVP Business Affairs  
SVP Finance  
Creative Executive  
Accounting Manager  
Coordinator Legal Affairs  
Executive Assistant  
Executive Assistant  
Executive Assistant

KENT LANIGAN  
TONY SOUCIER  
JOHN BORELAND  
CAT STONE  
ADAM STONE

CHRISTOPHER WALSH

PHILIP JONCAS  
WES FORD  
JAN MITCHELL  
HEIDI AUGUST  
CAITLIN F. OSGOOD  
HEATHER MOUNT  
BECCA SANDS  
EMILY RICE  
CINDY ANDERSON

ANDREW CARTER  
CHELSEA KRANT

COLIN WALSH  
JOHN WHORISKEY  
SARAHKATE SULLIVAN  
IAN LARSON

SCOTT LEVINE

ISAAC MASON  
ANDY WELLS

BILL LISCHAK  
LINDA MCDONOUGH  
AARON MICHIEL  
NATALYA PETROSOVA  
STACY KEPPLER  
JULIE FLORENDO CAMESA  
TOM JUST  
KENDALL FARLEY  
ZOE WILSCHINSKY  
ALLISON CLAYTON



Released in Association with TSG ENTERTAINMENT

Key Set Production Assistants

JAMES TEVLIN  
MATT MCCOUBRY

Production Assistants

BRINTON MACFARLAND  
KATIE KRAMER  
MATT LEVY  
SKY ROBINSON

ERIC ALTIERI  
KIM RIDEOUT  
SABRINA PARRA

Interns

ANDREW HILLSON  
CHUCK SLAVIN  
KATIE RICE  
KYLE MACPHEE  
RYAN HUSSEY  
STEVE YORK

BRITTANY FLYNN  
IAN FREEDMAN  
KEVIN KEENE  
MATT REDMOND  
SCOTT REA

Transportation Coordinator

DAN REDMOND

Drivers

JIM LEONE                      JOSEPH MALONEY  
BILL MANSON                DAN MCCARTHY  
STAN SICINSKI              MIKE SIMONE  
HARRY ST. PIERRE

Los Angeles Casting Associate  
Los Angeles Casting Assistant

BENJAMIN HARRIS  
PETER JOHN KOUSAKIS

Massachusetts Casting By  
Massachusetts Casting Associate

CAROLYN PICKMAN  
MATT BOULDRY

New York Casting By

JENNIFER EUSTON

Extras Casting  
Extras Casting Assistants

BILLY DOWD  
MICHAEL IEMMA  
SARAH OTTEMAN  
CHRIS PETIT

Catering Provided By  
Chef

ALEX IN THE KITCHEN  
JOSE GALLARDO

Craft Service

PAT MAHONEY

Set Medic

JOHN SANSONE

Sound Supervision and Editorial By

EARCANDY, INC.

Supervising Sound Editor  
Co-supervising Sound Editor  
Supervising Sound Designer  
Re-Recording Mixer  
Recordist

PERRY ROBERTSON  
KEVIN A. ZIMMERMAN  
SCOTT SANDERS, M.P.S.E.  
PATRICK CYCCONE  
ROBERT ALTHOFF

Re-Recording Mix and additional ADR Facilities Provided by  
TODD-AO

ADR Mixer  
ADR Recordist

RON BEDROSIAN  
CHRIS BARRICK

ADR Recorded At  
ADR Mixer

SMART POST SOUND  
PAUL ARONOFF

Additional ADR Recorded At

PARABOLIC STUDIOS – NY  
AUDIOBRIEN STUDIOS – SYDNEY  
POST MODERN SOUND – VANCOUVER

Voice Casting Provided By

THE LOOP SQUAD

Foley Recorded At

POST CREATIONS

Foley Supervisor  
Foley Mixers

NICK NEUTRA  
KYLE BILLINGSLEY  
DARREN BARNETT  
NOEL VOUGHT  
DOUG MADICK  
ARNO STEPHANIAN

Foley Artists

Foley Assistant

Music Editors

JON MOONEY  
ERICH STRATMANN

Score Recorded and Mixed By  
Score Coordinator  
Guitars By  
Pedal Steel and Bass By  
Drums By

PAWEL SEK and ROB SIMONSEN  
KYLE OKALY  
BRETT FARKAS  
CHRISTOPHER WRAY  
ISAAC CARPENTER

Visual Effects Provided By  
Visual Effects Supervisor  
Visual Effects Executive Producer  
Digital Artists

ZERO VFX  
SEAN DEVEREAUX  
BRIAN DREWES  
GERARD ANDAL  
KYLE ANDAL  
JEREMY BROWN  
ROSS DALY  
JAIME FORTUNO-LAVIN  
ROBBY GEIS

Data Manager  
VFX Production Coordinator  
Rendering Provided by

LEIGHANA GINTHER  
ANGELA ELLIS  
MEG BAILEY  
ZYNC

Digital Intermediate By

FOTOKEM DIGITAL FILM SERVICES

Digital Intermediate Artist  
Digital Intermediate Editor  
Digital Intermediate Producer  
Gm Digital Film Services  
Head Of Digital Production  
Color Timer

KOSTAS THEODOSIOU  
REGAN COPELAND  
PAUL LAVOIE  
BILL SCHULTZ  
JOHN NICOLARD  
MATO DER AVANESSIAN

Color By

FOTOKEM

Main Titles and End Titles Designed By  
Title Designer

MOVING COLOUR  
BRIAN COVALT

## MUSIC

“For The Time Being”  
Written by Edie Brickell  
Performed by Edie Brickell and The  
Gaddabouts

“Can’t Fight This Feeling”  
Written by Kevin Cronin

“Kyrie”  
Written by John Lang, Richard Page and Steve  
George  
Performed by Mr. Mister  
Courtesy of RCA Records Label  
By Arrangement with Sony Music Licensing

“Bringin’ It Home”  
Written and Performed by Sandy Szigeti  
Courtesy of Fervor Records Vintage Masters

“Out The Door”  
Written and Performed by Ben Kweller  
Courtesy of The Noise Company LLC

“Come And See”  
Written by Stephen Ramsay and Catherine  
McCandless  
Performed by Young Galaxy  
Courtesy of Arts & Crafts Productions Inc.  
By arrangement with Zync Music Group LLC

“Pack Of Dogs”  
Written by Justin Kennedy, Louie Schultz and  
Douglas Randall  
Performed by Army Navy  
Courtesy of The Fever Zone  
By arrangement with Bank Robber Music

“Last Legs”  
Written by Justin Kennedy, Louie Schultz and  
Douglas Randall  
Performed by Army Navy  
Courtesy of The Fever Zone  
By arrangement with Bank Robber Music

“This Is No Place For A Fox Like You”  
Written by Christopher Cosgrove,  
Casey Hean, Justin Park-Yanovitch,  
Larry Sheffey and Tobias Russell

“Apathy Junky”  
Written by Aaron Lee Tasjan  
Performed by Enemies  
Courtesy of First Of Three Records

Performed by Future People  
Courtesy of VU Music

“Running Wild”  
Written by Justin Kennedy, Louie Schultz and  
Douglas Randall  
Performed by Army Navy  
Courtesy of The Fever Zone  
By arrangement with Bank Robber Music

“Shine”  
Written by Elliot Bergman and Natalie  
Bergman  
Performed by Wild Belle  
Courtesy of Columbia Records  
By Arrangement with Sony Music Licensing

“Young Blood”  
Written by Pete Way and Phil Mogg  
Performed by UFO  
Courtesy of Chrysalis Records Ltd.  
Under license from EMI Film & Television  
Music

“It’s So Live”  
Written by Ali Dee Theodore, Yusef Jackson,  
Michael Klein, Nicholas Loizides and Joseph  
Smart  
Performed by The DeeKompressors  
Courtesy of DeeTown Entertainment, Inc.

“New Sensation”  
Written by Michael Hutchence and Andrew  
Farriss  
Performed by INXS  
Courtesy of Atlantic Recording Corp.  
By arrangement with Warner Music Group  
Film & TV Licensing  
And Courtesy of INXS by arrangement with  
Warner/Chappell Music

"If You Need Some (Come and Get Some)"  
Written by Christian McNeill  
Performed by Christian McNeill & Sea  
Monsters  
Courtesy of Q-Dee Records  
Under license from Hitcher Music

“Young At Heart”  
Written by Tim Myers, Jim Greer and Brandon  
Arnovick  
Performed by Tim Myers feat. Rondo Brothers  
Courtesy of Palladium Records  
By arrangement with Zync Music Group LLC

“September”  
Written by Thibaut Barbillon, Nicolas Frank  
and Jerome Plasseraud  
Performed by 1973  
Courtesy of Blonde Music

“Alone”  
Written by Dave Simonett, Erik Berry, Dave  
Carroll, Tim Saxhaug and Ryan Young  
Performed by Trampled By Turtles  
Courtesy of Banjodad Records  
By Arrangement with Terrorbird Media

“Holding Out For A Hero”  
Written by Dean Pitchford and Jim Steinman

“Sneakin’ Sally Through The Alley”  
Written by Allen Toussaint  
Performed by Robert Palmer  
Courtesy of Island Records Limited  
Under License from Universal Music  
Enterprises

"Recess"  
Written by Eli Husock, Ryan Spraker and Pat  
DiCenso  
Performed by Eli Paperboy Reed  
Courtesy of Q-Dee Records  
Under license from Hitcher Music

“Power Hungry Animals”  
Written by Michael Ford, Michael Harris, Brett  
Moore and Kellen Wenrich  
Performed by The Apache Relay

Courtesy of Nomadic Recordings  
“Go Where The Love Is”  
Written by Edie Brickell  
Performed by Edie Brickell and the  
Gaddabouts

Soundtrack on [COLUMBIA LOGO]

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J. ARNOLD PRODUCTIONS

Production Legal Counsel

STEVEN M. KALB

Insurance Services Provided By

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Special Thanks

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STEVE GADD  
TATE TAYLOR  
THE CABANA  
THE GREEN HARBOR YACHT CLUB  
“THE PEYTON ROSE”  
THE TOWN OF DUXBURY  
THE TOWN OF MARSHFIELD  
THE ARMSTRONG FAMILY  
THE BROTEMARKLE AND KELLS FAMILIES  
THE DOWLING FAMILY  
THE FULTON FAMILY  
THE GEARIN FAMILY  
THE LALLY FAMILY  
THE LORD FAMILY  
THE MCCARTHY FAMILY  
THE PICKETT FAMILY  
THE TALLIS FAMILY  
THE TEDESCHI FAMILY  
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TOM STRICKLER  
TYLER GREENE  
WATER WIZZ WATER PARK

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DOLBY BUG

COLOR BY FOTOKEM

CAPTURED ON ALEXA

PRINTS BY DELUXE

CAA BUG

WME BUG

**MPAA # 48064**

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