



Presents

GRINDHOUSE

Written and Directed by

Quentin Tarantino

and

Robert Rodriguez

Production Notes

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<u>Press Contacts:</u> NY: Sue Warde 646-862-3413 <u>Sue.warde@weinsteinco.com</u>	Regional: Lisa Giannakopoulos 646-862-3810 <u>Lisa.giannakopoulos@weinsteinco.com</u>
LA: Teni Khachaturian 323-208-3084 <u>Teni.khachaturian@weinsteinco.com</u>	International: Jill DiRaffaele 323-207-3092 <u>Jill.diraffaele@weinsteinco.com</u>
LA: Pantea Ghaderi 323-208-3094 <u>Pantea.ghaderi@weinsteinco.com</u>	

Two of the most renowned filmmakers go back to back with GRINDHOUSE, a double dose packed to the gills with guns and guts. The unprecedented project from the longtime collaborators (FROM DUSK TILL DAWN, FOUR ROOMS, SIN CITY) presents two original, complete films as a double feature. Quentin Tarantino's DEATH PROOF is a white knuckle ride behind the wheel of a psycho serial killer's roving, revving, racing death machine. Robert Rodriguez's PLANET TERROR is a heart-pounding trip to a town ravaged by a mysterious plague. Inspired by the unique distribution of independent horror classics of the sixties and seventies, these two shockingly bold features are presented together on a drive-in style double bill, replete with fake trailers, missing reels and plenty of exploitative mayhem.

The impetus for GRINDHOUSE began during a time before the multiplex and state-of-the-art home theaters ruled the movie-going experience. The origins of the term "Grindhouse" are fuzzy: some cite the types of films shown (as in "Bump-and-Grind") in run down former movie palaces; others point to a method of presentation -- movies were "grinded out" in ancient projectors one after another. Frequently, the movies were grouped by exploitation subgenre. Splatter, slasher, sexploitation, blaxploitation, cannibal and mondo movies would be grouped together and shown with graphic trailers.

This was movie exhibition in its alternative heyday, simultaneously run-down and vividly alive.

"They were old houses that that were more dilapidated than existed for the people in the big city neighborhoods, or they were all-night theaters that would play three or four movies," Tarantino explains. "It would be a place for the bums to go and sleep. If you're hiding out from the law you'd go there for the night. Then, at six in the morning they wake you up and send you out, and you'd walk around for ninety minutes and come right back in again."

But exploitation movies weren't just for urbanites: "Drive-ins had the same shows, but were a whole different setting," Tarantino says. "Grindhouse theaters were in more urban areas. Dallas would have grindhouses, and Houston would have grindhouses, but when you get into the outer regions of Texas, it's more about drive-ins."

Theaters were booked independently. Film titles were changed from market to market and were promoted locally (especially in the case of the rural drive-ins). One print would travel from an old movie palace to a drive-in. "It wasn't like the way movies are now, where a movie opens up on three thousand theaters playing everywhere at once," Tarantino explains. "Exploitation companies would make maybe twenty prints for a big release. That was a huge release, actually. You would take those twenty prints to Houston, or Los Angeles. You'd just schlep them around the country, one place at a time. And they usually only played for a week. The grindhouses could get those movies that week they opened. They'd be backed by newspaper support, and be backed by television -- local channel support."

"Because they made so few prints that they would be scratched up and worn out, and have chunks chopped out of them by the time anybody saw them," Rodriguez adds.

"If you were lucky enough to get an exploitation movie at the beginning of its run, the prints could be OK. But after it played at the El Paso Drive-In Theater, God knows what condition it might be in. It depends on what part of the daisy chain you lived in as far as how good the prints were going to be by the time you got them," Tarantino says.

"But grindhouses would also get the big budget films that had been playing back in the day when movies played for six months," Tarantino notes. "They would also get them on their way out of town. A STAR IS BORN came out in '76, but you could easily see Barbra Streisand and Kris Kristofferson in A STAR IS BORN in the middle of '77 playing with a kung fu movie."

This unusual aberration from Hollywood production and distribution spawned some of the most shocking, exciting, and unusual movies of the '60s and '70s. Though the filmmaking was often pedestrian, this era was extraordinarily democratic and enthusiasm and drive spawned unrelenting creativity. Many grindhouse films were bankrolled for only a few thousand dollars. They "worked" because of their ingenuity, or their absurdity, or their unique, effective storytelling. Budgetary constraints and an absence of studio-mandated rewrites allowed fertile imaginations to flourish. "That shit was raw," Tarantino exudes. "The shit was off the hook. Sexuality was wild. You couldn't even believe some of the sexuality and brutality that they got away with in these movies, and gore. You literally had to pinch yourself and say, 'Am I even watching what I'm watching?'"

Exploitation cinema offered sanctuary for those whose tastes lied on the periphery. They also gave a voice -- albeit a sensationalistic, often stereotypical one -- to society's under-represented: people of color, gays and lesbians found increased representation in the form of films like VAPORS (a one reel exploration of a gay bathhouse) and DOLEMITE (a blaxploitation classic).

These films were marketed in a way that incited the most base of human impulses and preyed upon audiences most voyeuristic instincts. Grindhouse advertisements enticed audiences with the promise of gore and violence. 'Shock value' took on an entirely new meaning with the onslaught of rape revenge, slasher and cannibal films. Ads for Wes Craven's THE LAST HOUSE ON THE LEFT famously warned audiences: "To Avoid Fainting, Keep Repeating, 'It's Only A Movie. It's Only A Movie. It's Only A Movie.'"

In accordance with the marketing misinformation that permeated the grindhouses of the 60s and 70s, knockoffs (of both titles and plots) were commonplace. The success of THE LAST HOUSE ON THE LEFT begat HOUSE ON THE EDGE OF THE PARK and LAST HOUSE ON DEAD END STREET. Neither film had anything to do with Craven's original, though audiences were treated to similar homicidal depravities. Major releases also had their own grindhouse counterparts. JAWS, for instance, led a slew of animal-terrorizing-a-small-town films like TENTACLES, PIRHANA, and GRIZZLY.

"There was a big disconnect as far as what they were selling and what they actually had," Tarantino says. "These little exploitation companies like had geniuses doing the fonts for the titles, and for the posters. They had great artists. Just give me that much talent from those guys and put it anywhere else, and they would explode. But oftentimes they weren't selling the movie they had, they

were selling the movie they *wished* they had. We are fans of these types of films and we've been let down before."

But Tarantino and Rodriguez aren't planning on letting anyone down. "This is a grindhouse movie made by people who love grindhouse movies. If you're going to have a girl with a machine gun leg, it's going to get used, and it's going to get used well. That idea will be exhausted by the time the film's finished," Tarantino says.

"The movie's not a trick," Rodriguez adds. "We're not going to trick you in with the idea that it's not going to be. It delivers."

With this rich history as inspiration, Robert Rodriguez and Quentin Tarantino set out to make two very different, very complete movies and distribute them together as a double feature. The idea for this project began simply enough, when Rodriguez spotted a double bill poster at Tarantino's house and commented that he had the same poster at his home. Rodriguez mentioned that he'd long wanted to make a double feature, and Tarantino suggested that they collaborate on the project together. As the concept was developed further, the directors brought in some of their friends and collaborators to make "fake" trailers to be presented in front of and between their movies.

"When I would come over to Quentin's house, he would show trailers, a feature, some more trailers, all vintage stuff," Rodriguez says. "He would show different types of movies, different types of film prints -- some of them really worn out, some of them really nice. That's what we wanted to do. We thought, 'Let's make this experience that we have when we come over to Quentin's house, for audiences all over the world. Fake trailers, two features, and make it a night at the movies.'"

Tarantino describes the invitation of Edgar Wright, director of *SHAWN OF THE DEAD* and Eli Roth, director of *CABIN FEVER* and *HOSTEL* to join him and Rodriguez on *GRINDHOUSE*: "They just seemed natural guys to just step into the breach, especially where their interests were concerned. Eli would make a slasher film trailer using the one holiday that hadn't been used: Thanksgiving."

"And Edgar was going to do a 70s-style British horror film trailer because he remembered that nobody opens their mouth in the trailers. You never wanted the audience to know that it's a British movie," Tarantino jokes.

Rounding out the trio of trailer guest directors is Rob Zombie.

Tarantino and Rodriguez were not the only classic exploitation and b-movie aficionados on set. Many of the actors appearing in *GRINDHOUSE* had fond memories of the days of the double and triple feature. Freddy Rodriguez remembers: "When I was a kid in Chicago, my dad would take us to this big theater called The Tiffany, which used to play three karate movies for three bucks. We always joked that we would go in when the sun was up and come out when the sun was down and it was nighttime. We had a lot of fond memories going to grindhouse movies."

“I grew up in the central coast of California, where we had great drive-ins,” Josh Brolin says. “You’d see a Bruce Lee movie, and then a Charles Bronson movie. The best part to me was that you got two bangs for your buck.”

Kurt Russell comments: “They’re trying to recreate a feeling, an evening. I refer to Quentin as the professor of ‘directology.’ I think that if Quentin could take the world into his cinema class he would say now this is the way movies were made, looked, and experienced in the late 60s and early 70s, if you went into the drive-in theater and saw two movies that night, this would be sort of the experience that you had, except with a modern-day storyline. They take it on it with an ode to those types of movies.”

Greg Nicotero, who created the special effects makeup in both PLANET TERROR and DEATH PROOF, had distinct memories of visiting the projection booth of his local drive-in: “The projectionist would cut out the cool frames of all the neat monster gags. I went to see John Carpenter’s THE THING at the drive-in, and I was talking to the projectionist, and he said, ‘Oh, check this out.’ And he had cut out a frame of the spider head just because he thought it was a cool monster. And I thought, ‘If a movie gets sent all across the country, and every projectionist takes a couple of frames out, or the film breaks and they don’t really care how they put it back together, you watch a print that’s been destroyed.’”

The irony of the wide distribution of this film in theaters is not lost on the filmmakers, but they have audiences’ safety in mind: “You’re going to go into a safe multiplex and watch this as opposed to a dangerous grindhouse, where you’d take your life in your hands,” Tarantino jokes.

With GRINDHOUSE, Rodriguez and Tarantino are at once nostalgic and progressive. With one foot in the past, the writer-directors create cinematic worlds that are wholly their own -- save for some crossovers. Rodriguez explains: “One of the things that excited us too is sometimes you’d see a double feature where Pam Grier was in both movies. She was a prisoner in one, and then she’s the warden in the other one. I thought; Wow, we could make that work.”

PLANET TERROR finds noir-inspired romance amidst a future-shock vision of a chemical apocalypse. Informed by ZOMBIE and DAWN OF THE DEAD, as well as by the work of acclaimed director John Carpenter, Rodriguez creates a fresh and dynamic original take on the zombie genre. A simple night in a small town in Texas gives way to paranoia and espionage and hidden identities in a complex, layered narrative. PLANET TERROR builds upon the quick-paced, frenetic energy of Rodriguez’s explosive hit, SIN CITY.

Tarantino’s fifth film references some classic chase movies, from H.B. Halicki’s self-financed GONE IN 60 SECONDS, which contained a non-stop, forty minute car chase, to VANISHING POINT, the nihilistic chase flick, to DIRTY MARY CRAZY LARRY, a Peter Fonda vehicle. But Tarantino, no stranger to mixing genres, fuses the chase and slasher genres and comes up with something original. One can look to classic slasher fare like Bob Clark’s BLACK CHRISTMAS, Herschell Gordon Lewis’s BLOOD FEAST, and HOUSE AT THE EDGE OF THE PARK for the advent of the predatory psycho.

DEATH PROOF is also Tarantino’s most linear film: events are presented chronologically and breaks in time are punctuated with title cards. Though the action is sequential, the contents of this

unfamiliar structure are no less intriguing than that of any of his previous films. Jungle Julia and Zoë Bell (and the rest of his eight girl posse) turn the concept of the “final girl,” a staple of the slasher genre, on its ear. He gives characters a lifeline that would make Hitchcock’s Marion Crane seem like a cinematic stranger, and then builds a distinct narrative of revenge-by-proxy.

As much as DEATH PROOF has a ‘70s sensibility, in fashion, transportation and in filmic tradition, the conditions of the characters are ultra-modern and personal. Tarantino delights in the details of these women’s everyday lives: expressions of romance abbreviated and delivered via text message, descriptions of hookups and dating rules, and exasperation with self-reflexive careers. All the while, an insurmountable tension builds with each sideways glance from the loner with the pompadour sitting at the bar...

PLANET TERROR

Written and Directed by

Robert Rodriguez

Synopsis

Robert Rodriguez, co-director of SIN CITY, brings you PLANET TERROR, a retro-futuristic vision of horror that's been weathered, stripped, and aged to perfection.

In PLANET TERROR, married doctors William and Dakota Block (Josh Brolin and Marley Shelton) find their graveyard shift inundated with townspeople ravaged by gangrenous sores and a suspiciously vacant look in their eyes. Among the wounded is Cherry (Rose McGowan), a go-go dancer whose leg was ripped from her body during a roadside attack. Wray (Freddy Rodriguez), her former significant other, is at her side and watching her back. Cherry may be down, but she hasn't danced her last number. As the invalids quickly become enraged aggressors, Cherry and Wray lead a team of accidental warriors into the night, hurtling towards a destiny that will leave millions infected, countless dead, and a lucky few struggling to find the last safe corner of PLANET TERROR.

PLANET TERROR also stars Michael Biehn, Jeff Fahey, Naveen Andrews, Stacy Ferguson and Michael Parks. PLANET TERROR will be shown on a GRINDHOUSE double bill with Quentin Tarantino's DEATH PROOF.

About the Production

Several years ago, when Robert Rodriguez first jotted down the ideas notes that would eventually become the screenplay for PLANET TERROR, he thought he would be resuscitating a dormant genre. “No one had made a zombie movie in such a long time,” Rodriguez says of his initial impulse to make PLANET TERROR. The visionary multi-hyphenate was a fan of zombie and horror films, but he wanted to write a movie that would be something truly different, surprising and unexpected. He sought to make a zombie film that was character-driven, frenetically paced and over-the-top. He continued fleshing out his ideas, but writer’s block and work on other projects stalled his efforts.

Greg Nicotero, Rodriguez’s longtime collaborator and friend, describes the protracted gestation of the script for PLANET TERROR from his point of view: “I remember during SPY KIDS, maybe even as early as THE FACULTY, that Robert said, ‘I’ve got this cool idea for this zombie movie. I don’t know exactly what’s going to happen yet, but there’s going to be a doctor and his wife, and they’re going to be working in a hospital, and there’s going to be this really great scene where we see a girl on the road, and every time a car passes we reveal silhouettes of zombies getting closer and closer to her.’”

Rodriguez gave Nicotero the first thirty pages of this screenplay, which included these pulse-pounding moments. “I remember reading it and I said, ‘Where are you going to go from there?’

“He said, ‘I have no idea.’”

“I never got past those thirty pages,” Rodriguez says, “and of course zombie movies started coming out one after another.”

21 DAYS LATER, DAWN OF THE DEAD, LAND OF THE DEAD and SHAWN OF THE DEAD invaded movie theaters and revived audiences’ appetites for screen representations of flesh-hungry monsters by offering new, unusual takes on the plight of the undead. Instead of discouraging Rodriguez, these movies whetted his appetite and challenged him to be even more inventive when writing. In the years that had passed, Rodriguez developed his child-like imagination with the SPY KIDS trilogy and with the smash hit SIN CITY. These films showcased his capacity to create a fantasy world that is unlike anything audiences had ever experienced.

Rodriguez returned to PLANET TERROR fully committed to fill his screenplay with “things that I hadn’t seen in other movies. A lot of it has to do with the characters.” Included in the population of Rodriguez’s tiny, anonymous Texas town are a barbecue-obsessed business-owner; a stoic and suspicious sheriff; a gun-legged go-go girl-turned-vigilante; a syringe-wielding, wobbly-wristed doctor on the run from her abusive husband; a pocket-bike riding mysterious hero, and a pair of psychotic identical babysitter twins. In PLANET TERROR, disbelief isn’t just suspended -- it’s annihilated. As with SIN CITY, stories weave in and out of each other and circumstances escalate to absurd, impossible levels.

Although Rodriguez has a commitment for storytelling that is fresh and radical, PLANET TERROR has its roots in classic films beyond those of grindhouse era. The dialogue between Wray and Cherry is noir-inspired, and their love story is similarly elevated. The political paranoia and vague

allusions to espionage are great throwbacks to films like *INVASION OF THE BODY SNATCHERS*, *KISS ME DEADLY* and other cultural remnants of the McCarthy Era.

Nicotero received the script for *PLANET TERROR*, unaware that Rodriguez had resurrected the project: “Lo and behold, I get this script and I start reading it and I think, ‘Hey there’s a doctor, and his wife,’ and then I get to the scene with Tammy on the road and I think: ‘I’ve read this before.’”

“You would think a zombie movie is just people running away from zombies,” Michael Biehn, who plays Hague, jokes. “But we all have our relationships with the other people in the movie that are very strong. The characters are really well written. I think that that’s what’s going to make it all pull together, because it’s a pretty crazy movie.”

Rose McGowan, who plays Cherry, was so in awe of the script’s unusual circumstances and such sharp, funny dialogue. She also couldn’t imagine how anyone could think of outfitting a character with a gun for a leg. (The image of McGowan and the leg has already become iconic among the fanboy set following the exciting debut of a teaser poster at Comic-Con in June of 2006.) “I asked him, ‘How did you come up with the fact that Cherry has a machine gun leg?’ He said, ‘Well, I was sitting in traffic...,’ and that’s where the explanation stopped. OK, I sit in traffic, too, and I don’t often have machine gun legs that pop into my head. But that’s just me.”

Rodriguez looked to his favorite films and television programs, his family, friends and his previous collaborators to assemble the impressive and diverse cast of *PLANET TERROR*. Marley Shelton, Bruce Willis and Quentin Tarantino worked with the director previously. Joining them are actors who are familiar to genre enthusiasts: Naveen Andrews of “Lost,” Rose McGowan of “Charmed,” Michael Biehn, who starred in *ALIENS*, *THE ABYSS*, and *THE TERMINATOR*, and Jeff Fahey, a favorite for *THE LAWNMOWER MAN* and *BODY PARTS*. Tom Savini, one of the founding fathers of horror movie makeup, portrays Deputy Tolo. Rebel Rodriguez, Rodriguez’s son, plays Tony, and Elise and Electra Avellán, Rodriguez’s nieces, make an impressive debut as the Babysitter Twins. This group of actors, along with Freddy Rodriguez and Stacy Ferguson, makes the high drama of *PLANET TERROR* seem real, believable and very, very scary.

McGowan has a global following for her scene-stealing roles in *SCREAM* and *THE DOOM GENERATION* and for her turn as Paige on the television series “Charmed.” She embraced the truly uncharted dramatic territory that her role in *PLANET TERROR* would offer her. Cherry is on an emotional rollercoaster from the moment she appears on the scratched (digital) celluloid, crying on the stage of her go-go club. “She’s kind of a wanderer, and things never just really seem to pan out for her. She’s just really down on herself and her life.”

Cherry’s turmoil dovetails into a fateful run-in with her ex, Wray, played by Freddy Rodriguez. But Cherry’s bad night doesn’t end there: Her leg, one of the tools of her former trade, is ripped from her body in a roadside attack. That’s when the fun really begins. “*PLANET TERROR* is absolutely a wild ride,” McGowan says. “I don’t even really know how best to describe it. Cherry starts out as a normal girl whose life is a bit on the skids, and all of a sudden she has to save the universe.”

McGowan spent much of production shuttling between Austin and Los Angeles, where she was completing production of the final season of “Charmed.” Once the show wrapped, she was free to devote her attention to Cherry’s adventure.

Joining McGowan is Freddy Rodriguez, who has become a sought-after character actor since his Emmy-nominated five season stint on HBO’s “Six Feet Under.” PLANET TERROR marks Freddy Rodriguez’s debut in a science-fiction or action film. He plays Wray, a tough loner whose identity is shrouded in secrecy.

“Wray is kind of a mysterious character,” Rodriguez says. “The film takes place in Texas. Because of his appearance, the way he talks, and the way he behaves, Wray is clearly not from Texas. We really don’t know who he is or where he’s from. He’s kind of a loner. As the movie unfolds, you see different layers of Wray, and as the different layers are peeled away, and you see more and more of who he is.”

McGowan, for one, was extremely happy with the pairing. “Freddy’s got this great edge in this character and he just really nails it. He’s very, very focused,” McGowan says. “He definitely has the ‘cool’ thing going on. He’s got swagger going into it, and swagger coming out of it.”

Marley Shelton, who made a memorable appearance alongside Josh Hartnett in SIN CITY’s brilliant opening sequence, returned to Troublemaker Studios to play Dr. Dakota Block: “I’m an anesthesiologist, and I have a terrible relationship with my husband,” Shelton says of her character. “We have a stale marriage -- a Cold War marriage. On the night that the movie takes place I’m about to leave my husband, played by Josh Brolin.”

Dakota, like Cherry, is prepared to take strides in reclaiming control of her personal life. Dakota also has her own set of unusual physical challenges to work through: “The funniest thing about my character is that for the first half of the movie I lose the ability to control my hands. Funnily enough, I can actually move my wrists in a really bizarre way. Stupid human tricks. Playing with Dakota’s frustration was really fun for me. She’s a doctor who’s rendered awkward. She’s someone who’s hyper efficient, a real type-A personality, who’s always in control and who is now out of control. She can’t protect herself, and she can’t protect her son, and she can’t escape.”

(Not only can she not escape, Dakota can’t even turn a key: She busts her tooth within moments of her introduction. Shelton had to get used to having the eyes of crew members fixate on her blacked-out tooth during on-set conversations.)

Dakota’s problems are not just plot points or gimmicks for Shelton. She approached Dakota’s unusual circumstances with respect and believability and tempered her performance with humanity: “It’s a wild ride and her evolution is great. The more horrific, traumatic things that happen to her, the more sort of unbridled and unleashed she becomes in terms of connecting to herself, and reconnection with her father, and connecting to her son.”

Shelton loves that her character has a devilishly heroic upswing: “I have a secret stash of hypodermic needles on my garter belt. Once my hands come back to life I’m able to use to defend myself

against the evil rapist played by none other than Quentin Tarantino,” Shelton says. “One bad thing after another is happening to me, and I’m on the run, but I have this great comeback moment where I get to shoot my needle gun, and then twirl it in like old-school western movie fashion just like my dad, Quick Draw Earl McGraw would.” Tarantino and Rodriguez fans will remember Earl McGraw played by Michael Parks, appeared in FROM DUSK TILL DAWN and KILL BILL and who has a cameo with Shelton in DEATH PROOF.

Dakota Block exists in the Rodriguez-Tarantino shared movie universe that also includes Red Apple cigarettes and Chango Cervesa. She took her addition to this legacy very seriously. “That syringe moment shows that Earl trained his daughter well. She’s got chops. She can twirl a gun, which she probably learned when she was six years old. I was terrified of the gun twirling. I spent months trying to learn how to do it, and of course Robert made me look much cooler than I really am. He’s just brilliant at that.”

Josh Brolin portrays Dr. William Block, Dakota’s suspicious and controlling husband. He shared many of his scenes with Shelton, who found the actor distractingly charming: “Our characters hate each other -- we’re killing each other, we’re fighting, we’re violent. But Josh is just the most magnanimous guy. He’s so charismatic and funny. Between takes we were cracking up.”

Despite their kidding around, Shelton appreciated his similar commitment to the role and his dedication to making his character as “real” as possible. “He gained twenty-five pounds for the role. He plays this brooding Texan with a beer gut -- just this crazy guy who is a bitter, male chauvinist pig. He did an amazing job, and he’s so funny in the movie, and so menacing, and so scary.”

Brolin has known Rodriguez for years, and the part of Block was written specifically for him. He wasn’t aware of the specifics of the project or of the imaginativeness of its plot, so he was pleased when he finally read the script for PLANET TERROR. “Why would you not be a part of something that’s that fun; that’s that involved,” the actor says.

The character was a small role that was developed and fleshed out during a meeting between Rodriguez and Brolin. “He came in with a beard, and that whole character we kind of came up with based on him just coming in and reading,” Rodriguez says. “You don’t know he’s a villain until there’s a scene where he turns. You’re sympathetic to him until you realize he’s out of his mind. And this is before he’s turned into a zombie. He’s crazy and deadly before he even gets infected. So I wanted—I battled that a long time. I thought the character was someone who was never going to get infected. He was just going to be more dangerous than anyone just because he was out of his mind, jealous, and crazy, after his wife for cheating on him.”

Michael Biehn plays Hague, a small town sheriff who must unite with Wray to overcome a zombie enemy. Biehn has been a screen presence for nearly thirty years. He has come against some crippling other-worldly forces throughout his career, having appeared in THE TERMINATOR, ALIENS and THE ABYSS. Though playing the stoic, brave Hague had its own creative rewards, showcasing the set to his son was a special perk: “When my fourteen-year-old was out here visiting he always wanted to see the

zombies and explosions. He'd say 'Dad, are they going to shoot zombies tonight? Are they going to kill zombies? Who's going to get bloodied?'"

As with Brodin, the creation of the character of Hague was developed and tailor-made following the casting of Biehn in the film. Rodriguez comments: "I had only had the part half written when I met him and cast him, and then wrote the rest of it based on what I could do with him. It's just like with Quentin and Zoë. Once you know someone, you can write for those specific people."

Jeff Fahey plays Hague's brother JT, who is "fortunate enough to be the owner and proprietor of the best damn barbeque joint in Texas – period. He's working on the perfect recipe in the midst of all of this," Fahey says. "He's just concerned with getting the perfect recipe, and he's just about there, and then all hell breaks loose."

"The wonderful thing for me and for this character is that in the midst of all this insanity and this wild ride he's got one thing on his mind and that's that barbeque sauce."

Stacy Ferguson, also known as "Fergie" from the immensely successful band "Black Eyed Peas" plays Tammy, whose fateful journey is cut short when her Volvo overheats on the *wrong* road. Ferguson filmed her role in PLANET TERROR while she was touring the globe and recording an album. In fact, the actor and singer made some extreme adjustments in order to accommodate the production schedule. She whisked up to Luling, TX set to shoot a scene with Jeff Fahey after performing a concert with the Black Eyed Peas to a sold out crowd in Dallas.

Tammy is Ferguson's third big-screen movie role, and PLANET TERROR completes an unusual hat-trick for the actor: "I was in a horror film when I was little called MONSTER IN THE CLOSET. I died in that. I died in my second movie, POSEIDON, and I die in this one. Three's a charm."

Ferguson had an instant fan in Felix Sabates, who was deemed Coolest Dad In The World after introducing his daughters to Ferguson: "Fergie was just a ball of fire. She's great. My daughters were here and Fergie took them to the dressing room. She was very, very nice to my daughters. And in my book if you're nice to my kids you're in." Sabates was extraordinarily well-suited for the role, despite not being an actor by trade—he's an ophthalmologist in Kansas City and an emergency room physician in Houston. He also does head and neck surgeries. He previously made a brief appearance in Rodriguez's SPY KIDS 2: THE ISLAND OF LOST DREAMS, and graciously accepted the offer to portray a version of himself.

"Probably the most fun experience I've had making movies was when I did SHARK BOY AND LAVA GIRL and the first five days I got to work with Rebel," Rodriguez says of the casting of his son in the role of Tony. "When I was writing the script I had a little boy, and he was so inspiring because he has the bowl haircut that reminds me of from the kid from THE SHINING. In those horror movies kids always have that old bowl haircut, and they always have that same look."

Tom Savini, who designed the zombie effects for the horror classic DAWN OF THE DEAD, portrays Deputy Tolo. Though he is best known as a horror makeup artist, he has proven himself as a gifted actor.

“We built this character together,” Rodriguez says. “Tolo’s probably somebody who should have been sheriff but probably a little too shell shocked. He’ll shoot the wrong person. He might even shoot you (laughs) in a panic. He gets to do some heroic stuff, but he’s not like that the whole time like he was in FROM DUSK TIL DAWN. These people are being surprised that his range is really fantastic.”

Nicotero, Savini’s former protégé, comments: “He’s a great actor. I was sitting on set the first night he was doing his big scene, when he loses his finger. I was so proud of him. We were sitting in the car driving back from set, and it was six o’clock in the morning. He was in the front and I was in the back, and I just patted him on the shoulder.”

Rodriguez wrote the roles of the Babysitter Twins for his nieces, Electra and Elise Avellán. He would ask his nieces about their after-school job (babysitting, of course) and kidded with the pair that their experiences may make it into one of his movies.

Thankfully for children everywhere, Elise and Electra are nothing like the hyper-aggressive characters they play in PLANET TERROR. “I bet all the parents that ever hired us are going to say, ‘Wait, aren’t those the babysitters we had a year ago?’” Elise jokes.

“Is this what they do when we’re gone?” Electra adds.

Finally, Bruce Willis, who acted for Rodriguez in SIN CITY and Quentin Tarantino, who appeared in FROM DUSK TILL DAWN stepped in and took on cameo roles. Tarantino’s role offered him the opportunity to act opposite two of his DEATH PROOF stars, Marley Shelton and Rose McGowan.

Tarantino was honored to be asked to play such an interesting role in the film. “Rapist #1” also points to the originality of Rodriguez’s script. “It’s one of the things that happens in Robert’s movies that I like a lot: Two of the most dangerous characters that pose the most important threat to the heroes of the movie are not the infected people. It’s Josh Brolin’s character, and Rapist #1, who becomes a main villain for the third act of the movie.”

“I don’t think Quentin was originally going to play the rapist,” McGowan says, “He was at the script reading. He was so good and treacherous and funny at the same time, I think he got hired on the spot.”

“I think I have a lot of fans out there that don’t even know that I’m a director,” Tarantino jokes. “They just know me from acting in Robert’s movies.”

SICKOS, SHORT SKIRTS, EXPLOSIONS AND BLOOD

Rodriguez’s script not only challenged his actors, but it also pushed the creative impulses of his frequent collaborators. The makeup effects employed in PLANET TERROR are a bold departure from the current crop of darkly nihilistic horror films. Instead, the blood-and-guts effects are fantastically graphic and eye-popping (sometimes literally). This was achieved through the makeup artists at KNB and award-winning makeup artist Greg Nicotero.

“Robert and I share many things -- our love of JAWS, our love of John Carpenter movies, and our love of zombies,” Nicotero jokes.

Both Nicotero and Savini are particular when using the term “zombie.” Both feel that, in the case of PLANET TERROR, it’s a misnomer. Says Nicotero: “It’s a big misconception because technically they’re not zombies. They don’t die then come back, and they don’t necessarily all eat flesh. We have a couple guys that eat brains, and people get torn apart and get disemboweled, but generally they don’t really die. They just become infected and become these mindless killers.”

Savini agrees: “I don’t call them zombies. I call them ‘sickos,’ because they’re just sick people.”

This painstaking attention to the world of the “zombie” is what makes Nicotero great at his job. “Robert and I threw some ideas around, and we did a bunch of tests but we stayed away from the traditional zombie look. They don’t all have shriveled skin and a grayish pallor with the sunken cheeks and the rotten teeth. We used medical text books of different skin rashes and skin diseases as our basis because the idea is that these people get infected with this nerve gas, and it starts with minor lacerations and little lumps and discoloration, and then it just grows from there.”

Nicotero continues to describe the zombie growth process---in detail: “It spreads and takes over the body. You develop these liquid filled bags of puss that are growing, these pustules, and all this horrible stuff. That would be ‘stage one,’ then you get into ‘stage two,’ which is much larger pustules, bigger wounds. Then, in ‘stage three,’ their heads are misshapen, their bodies are real built out and it’s all sort of twisted flesh that’s kind of melded and grown together.”

“Greg and his crew work their asses off,” Savini who has known Nicotero since he was fourteen, says. “It reminds me of how hard we used to work.”

Despite all of the work, there’s an element of playfulness to the art of filling mannequins with bottles of red-colored corn syrup. Josh Brolin comments: “Greg’s great. If you go to their shop, they have everything! They’re totally into the work, but they have a bunch of fun. It’s just a bunch of people having fun.”

Fun thought it may have been, did PLANET TERROR make Savini nostalgic for his horror effects makeup days? Not really: “Greg’s out there every night doing twelve zombies, then fifty zombies, then blood effects. I come in, I get make-up on, I have a trailer, and I get to sit around.”

“Nicotero did my death scene in SCREAM, my second movie,” McGowan says. “I have kind of adored him ever since. He has a really great presence.”

The cast and crew of PLANET TERROR had to adjust to eating their lunch in the catering tent next to a zombie or two. “It’s not so hard when we’re on the set, when we’re filming. But when we actually go to lunch, they don’t have time to take off their masks. And I’ll be sitting there thinking, ‘Why do I need to sit next to a zombie?’” Elise Avellán says.

“They’re just sitting there, dripping blood, and it’s hilarious. I love it. It’s amazing. It looks so real,” jokes Electra.

Practical makeup effects are only one small portion of Rodriguez's effects process. For the rest of his movie magic, Rodriguez leans upon his team of artist at Troublemaker Digital. The real-world grit of GRINDHOUSE, however, posed new challenges for the team accustomed to the computer-generated worlds of SPY KIDS 3-D and SIN CITY.

Troublemaker Digital's first hurdle was to digitally remove the lead actress' leg and replace it with a wooden, and later, a gun leg. The solution involved manufacturing an apparatus to place over McGowan's leg. The process also required the patience and imagination of the film's lead actress. The actor explains: "I'm wearing a high heeled boot on one leg, and a greenscreen leg, on the other. Walking with the greenscreen leg is quite difficult. I'm at an angle and my body alignment is really weird. I had to do a lot of different exercises to be able to hold my leg up for long periods of time."

The other part of creating the look of PLANET TERROR involved an unprecedented digital aging process that was engineered by Rodriguez. Each 20,000+ frame reel took an average of 12 hours to complete the damaged look.

Stunt Coordinator Jeff Dashnaw and his team from Brand X Stunts worked in conjunction with Nicotero to create the goriest deaths possible. "We're killing many, many creatures. I've had a little group of guys here, probably eight guys, and I think I've killed them all fifteen or twenty times each," Dashnaw says. "We're putting zombie clothes on everybody. It's been pretty fun, and the actors are game."

In addition to working with his own stunt people, Dashnaw enlisted the film's actors to do many of their own stunts. "He's been around for thirty years and has worked with everybody," Freddy Rodriguez says of Dashnaw. "He's worked with some great action heroes in the movie industry, and he'll make you look good."

Freddy Rodriguez, who trained as a dancer, was eager to take on a role that required him to do some of his own stunts. "It's very, very physical," Rodriguez says. "This is the most physical film I've ever done. I've never played an action hero and I worked my butt off to get it right. I had a lot of fun doing the action sequences because they're so new to me."

Despite the newness of action choreography, Freddy found that he had the capacity to quickly learn Wray's trademark moves. Freddy Rodriguez comments: "To me, doing all the action sequences reminds me of dancing. It's like putting choreography in your head and just going with it. That choreography is a lot of fun. It's almost like going back to school."

McGowan did many of her own stunts, including a jaw-dropping sequence in which Cherry is propelled through the air, in front of a gigantic explosion. Dashnaw is quick to praise McGowan for her bravery in taking on the stunt. "I think we flew her ninety or a hundred feet over a couple of walls and landed her on her stomach on an eight inch pad. I rehearsed it with her stunt double Dana Reed for several days. Rose stepped into it, we rehearsed the stunt with her a couple of times and it went off without a hitch. She was great."

"I loved flying through the air," McGowan says. "I loved it. I was covered in gel from my head to my toes so that I wouldn't catch on fire, because the explosions were really high. Obviously I couldn't see the explosion because I was in front of it, but when I watched the playback I saw this huge mushroom cloud and thought, 'Oh, dear.'"

Robert Rodriguez made sure he captured McGowan's memorable, breathtaking moment: "When you're using cables and doing these really fantastical stunts, it's amazing to have the actor do it. You see that it's her. She's very graceful. She's a dancer so she's adding her own physical character to it as well. It lends the believability to it."

Much of the bold, keyed-up look of PLANET TERROR comes courtesy of Nina Proctor, who worked with Rodriguez on SPY KIDS, SPY KIDS 2, SPY KIDS 3-D, THE ADVENTURES OF SHARK BOY AND LAVAGIRL IN 3-D, and SIN CITY.

SIN CITY was a graphic novel; PLANET TERROR is all comic book: "Cherry ends up being a superhero," Proctor says. "We've played with that idea with her costume -- the black leather skirt and black boots."

On the other hand, Wray's costume is characterized by an everyman simplicity. "We wanted Wray to be a normal guy -- jeans and a thermal shirt and a leather jacket. We didn't want to give away who he was. He could be any guy on the street. But he's got these secrets in his past that we don't know about, and we didn't want to give any of that away. So we kept him very, very simple." Many of these secrets are revealed through Wray's tattoos, which are revealed when he removes this "normal" costume. Proctor cleverly chose not to upstage Wray's outfit.

Shelton got to know and appreciate Proctor's extreme attention to creating a character through costume when they worked together on SIN CITY. "She understands texture so well, and subtlety, and the way fabric moves, and cut, and design. She builds things from the ground up, and she's just endlessly creative and tireless," Shelton says of Proctor. "She will not stop until she nails it."

Shelton worked with Proctor on every decision in the process. Her one outfit changes and adapts as this chaotic night ensues. "With Dakota we wanted to pay homage to this whole '70s vibe that the movie touches on, and yet still make her passably modern. I have an evolution. I start out really buttoned up, sort of a Hitchcock ice queen, with my hair up in a French twist, and my white lab coat, and very starchy. As the night unfolds, and things get more chaotic, and more traumatic, and uh, more dangerous, basically more awful things happen to me, I sort of 'come undone.' Nina has a real attention to detail that I connected with immediately. I was so excited to develop this character with her."

Proctor had to create a costume that would endure all of Shelton's many physical dilemmas, but would keep Shelton looking like a true grindhouse babe: "She falls out a hospital window, and then she has to rush home in the pouring rain, and she's a wreck. But instead of really looking like a wreck she really starts to look, you know, more and more sexy."

The grimy yet colorful palate continues with the brilliant production design of Steve Joyner. "I've been doing my own production design since SPY KIDS 2 and enjoying it because you kind of can start

building sets, and conceptualizing the look of the movie while you're writing the script," Rodriguez says. "I don't have anybody on that early except Stevie J. I took him to a prison and found these doors, and bars—paint peeling, and bubbled. I was taking pictures of all the different textures, and just going about why I like this, and why I like that. He got the whole look down perfectly."

The cast is quick to point out the finer points of their trailblazing director's use of technological advancements in order to create a streamlined, collaborative, comfortable environment. Shooting digitally afforded the cast the freedom from the constraints of running out of film or losing momentum from reloading. "He is a true visionary, and it's such a pleasure to work with him," Shelton says of Rodriguez. "I feel spoiled. We never have to deal with film. We don't have to deal with film rolling out, we don't have to deal with cutting. We don't have to deal with a hair in the gate. It's instant gratification because we can do take after take and sort of get our juices flowing, and get the performance right, and not have to stop for the technical clunkiness of film."

"Basically, he just turns the camera on during rehearsals," Biehn says of Rodriguez's comfortable, quiet process. "It's just so relaxed, there's never a sense that we have to 'get it' this time, or that film's going to run out of the camera. It's just magical for me. It's just been great. It's just the most relaxed situation I think I've ever been in, especially on a movie that's kind of this big

Despite the calm environment, Rodriguez's PLANET TERROR wheels never stopped spinning (unless he happened to take a break to play his guitar). When he wasn't directing, he worked with his editors on set, cutting a scene together on a laptop computer. "He'll edit a scene as we're shooting it, and then he'll lay some music in underneath it," Biehn says. "And you can watch it on the monitor and it's just exactly what you're going to see in the movie theaters."

"You just keep rolling, and rolling, and rolling. Sometimes we roll for an hour without cutting because you can just keep rolling," he continues. "So you can find moments there that you might lose."

"Robert just breathes film," Biehn says. "He just breathes it. I don't know how else to say it. It's great to work with somebody who has so much passion, and is so talented. Robert and Quentin are great to hang out with. They're funny, they're fun, articulate, they're passionate, they're both incredibly knowledgeable about movies past and present, and making movies. And they're sweethearts, both of them."

The Cast

Rose McGowan (Cherry): Rose McGowan had never uttered a word of English until the age of 10. Born and raised as a child in Italy, McGowan grew up surrounded by a large family in Florence and was as far away from the world of acting as one could be. It wasn't until her family moved to the United States, that she decided to make the move to Los Angeles to pursue acting. In 1997, she got her first big break in Pauly Shore's comedy ENCINO MAN and hasn't stopped working since.

Although many of McGowan's fans may recognize her from her more commercial hits, her first starring role was actually in an independent role. After a fortuitous meeting with Gregg Araki in Los Angeles, he decided to cast her landed her as Amy Blue in his black comedy THE DOOM GENERATION. Her portrayal of the troubled teen brought her to the attention of critics everywhere, and she was nominated for Best Debut Performance at the Independent Spirit Awards in 1996.

McGowan followed up THE DOOM GENERATION with a variety of films, most notably Wes Craven's horror blockbuster SCREAM. Starring alongside, Neve Campbell, Courteney Cox, and Matthew Lillard, McGowan played Tatum Riley in the teen flick. In 1998, she appeared in the independent film SOUTHIE, which won Best Picture at the 2000 Seattle Film Festival. Then, in 1999 she co-starred in the comedy JAWBREAKER as teen Courtney Shane and her performance earned her a nomination for Best Villain at the 1999 MTV Movie Awards.

In 2001, McGowan replaced Shannon Dougherty on the popular television series CHARMED as the long lost Halliwell sister Paige. She starred opposite Alyssa Milano and Holly Marie Combs until the show ended in 2006. For her role as Paige, she won the 2005 Family Television Award for "favorite sister." Recently, she starred opposite Jonathan Rhys Myers in the television mini-series ELVIS playing Ann-Margaret.

Currently, McGowan can be seen in the Brian De Palma film THE BLACK DAHLIA alongside Hilary Swank, Josh Hartnett, and Scarlett Johansson.

McGowan currently resides in Los Angeles, CA .

Marley Shelton (Dr. Dakota Block): Marley Shelton first captured the attention of filmgoers as Margaret, Tobey Maguire's love interest, in New Line's critically acclaimed film PLEASANTVILLE. She currently has several films in various stages of production.

Shelton has recently wrapped production on the Robert Rodriguez/Quentin Tarantino collaboration GRINDHOUSE. The film will be released by the Weinstein Company in April 2007. Shelton was last seen in THE LAST KISS written by Paul Haggis and directed by Tony Goldwin. The film covers the anxieties that threaten the future of a domesticated couple. Shelton co-stars opposite Zach Braff, Rachel Bilson and Jacinda Barrett.

Shelton was last seen in the blockbuster hit SIN CITY for director Robert Rodriguez. Produced by Dimension Films, SIN CITY is an adaptation of Frank Miller's graphic noir crime novel series set in Las Vegas. The film connects multiple storylines that involve the unsavory inhabitants of the city. SIN CITY

was released in April 2005 and screened at the 2005 Cannes Film Festival. Shelton also appeared in Sony Classics' DON'T COME KNOCKING with Sam Shepard and Jessica Lange. The film was directed by Wim Wenders and also screened at the 2005 Cannes Film Festival.

In 2004, Shelton was seen in the indie comedy GRAND THEFT PARSONS alongside Johnny Knoxville for director David Caffrey. Inspired by a true story, the film follows Phil Kaufman (Knoxville), the road manager for Gram Parsons, as he steals the musician's body from the mortuary and races it to California in an attempt to fulfill a lifelong pact. Shelton played Kaufman's love interest. The film also stars Christina Applegate, Robert Forster and Michael Shannon.

In 2003, Shelton was seen in the MGM/Greenestreet Films feature UPTOWN GIRLS, starring alongside Brittany Murphy and Dakota Fanning. Directed by Boaz Yakin, this comedy focuses on a New York City socialite (Murphy) who takes a job as a nanny after losing a bundle of money.

In 2003, Shelton costarred with Marisa Tomei, Kyra Sedgwick and Ron Eldard in the romantic comedy JUST A KISS for actor-turned-director Fisher Stevens. Shelton also starred in Touchstone's comedy, BUBBLE BOY. Shelton starred as the woman who causes her next door neighbor and secret admirer, a young man without an immune system (Jake Gyllenhaal), to travel to Niagara Falls in a plastic bubble to stop her from getting married. Directed by Blair Hayes, the film was written by Cinco Paul and Michael Kalesniko.

Shelton starred in New Line's comedy SUGAR AND SPICE for director Francine McDougal and producer Wendy Finerman. Shelton starred opposite Mena Suvari, Marla Sokoloff and James Marsden as a popular cheerleader who becomes pregnant with the star quarterback's child, only to find herself turning to a life of crime to support the lifestyle to which she has grown accustomed. In the same year, Shelton starred in Warner Brothers' suspense thriller, VELENTINE, produced by Dylan Sellers and based on a novel by Tom Savage Shelton starred opposite David Boreanaz, Denise Richards and Jessica Capshaw as Kate Dixon, a newspaper journalist and one of four elementary school friends that have all been marked for death by a killer taking revenge for a Valentine's Day prank.

In 1999, Shelton was also seen opposite Chris O'Donnell and Renee Zellweger in New Line's romantic comedy THE BACHELOR, directed by Gary Sinyor. Shelton played Zellweger's supportive sister in this update of the 1925 Buster Keaton silent comedy SEVEN CHANCES.

She was also seen opposite Drew Barrymore and David Arquette in the Fox 2000 feature, NEVER BEEN KISSED.

In 1998, Shelton co-produced and starred in a short film titled PERFECT-O-MAN directed by her father Christopher Shelton. The film is a black comedy about an agoraphobic whose disorder is augmented by a stalker on the prowl in her neighborhood. She seeks extra protection and solace in a plastic safety blow-up doll and ends up falling in love.

Born and raised in Los Angeles, Shelton attended UCLA where she majored in Film and Theatre. She supported herself through small parts in feature films, television movies and episodic appearances.

Her “hobby” grew into a passion while she studied acting with Larry Moss, and as a result, she decided to pursue a career as an actress.

Shelton made her feature debut in GRAND CANYON. Her additional film credits include THE SANDLOT, the role of Trisha Nixon in NIXON, with Anthony Hopkins; as well as a starring role in WARRIORS OF VIRTUE.

Shelton resides in Los Angeles.

Freddy Rodriguez (Wray): Rodriguez currently stars alongside Laurence Fishburne, William H. Macy, Anthony Hopkins, Sharon Stone and Demi Moore in Emilio Estevez’s BOBBY. BOBBY is a fictionalized account of twenty-two people who were at Los Angeles’ Ambassador Hotel when Robert Kennedy was assassinated. Rodriguez plays Juan Romero, a hard-working busboy who was at Kennedy’s side when he was shot.

Rodriguez’s film credits also include David Ayer’s HARSH TIMES, where he stars opposite Christian Bale, HAVOC written by Steven Gaghan, Alfonso Arau’s A WALK IN THE CLOUDS, DEAD PRESIDENTS, directed by the Hughes Brothers, Wolfgang Petersen’s POSEIDON, Dreamworks’ DREAMER and M. Night Shyamalan’s LADY IN THE WATER.

Rodriguez first came to prominence for his work on HBO’s critically acclaimed SIX FEET UNDER. As Federico Diaz, he received an Emmy nomination for Best Supporting Actor, two SAG Awards, two Alma Awards and three Imagen Awards.

He also guest starred on the NBC hit SCRUBS and Fox’s PARTY OF FIVE. Additionally, he starred opposite Andy Garcia in HBO’s Emmy & Golden Globe-nominated “The Arturo Sandoval Story.”

Chicago native Rodriguez received a two-year scholarship to the summer arts program at Chicago Center for the Gifted and has starred in more than twenty theater productions. Rodriguez also majored at in Drama at Lincoln Park High School, a Chicago based arts high school.

Josh Brolin (Block): An actor who effortlessly taps into the heart of his empathic characters, Josh Brolin continues to challenge himself in a wide range of roles.

Brolin is currently set to be seen in Brolin also stars in director Karen Moncreiff’s ensemble thriller THE DEAD GIRL, opposite Toni Collette, Brittany Murphy, and James Franco. The Lakeshore production intertwines the lives of a group of people who don’t realize they are involved in a scandalous murder investigation. Brolin also recently finished filming NO COUNTRY FOR OLD MEN, a feature from the Coen Brothers based upon the celebrated novel by Cormac McCarthy. Javier Bardem and Tommy Lee Jones round out the cast of McCarthy’s western thriller.

Prior to his forthcoming roles, Brolin established himself as an actor willing to take on decidedly diverse roles in big budget blockbusters and smaller independent films. In 2005, Brolin starred alongside Jessica Alba and Scott Caan in director John Stockwell’s INTO THE BLUE. The film centers on a group of divers who find themselves in trouble with a drug lord (Brolin) after they come upon the illicit cargo of a sunken airplane.

Brolin made his feature film debut starring in the action-comedy GONNIES, directed by Richard Donner for producer Steven Spielberg, and has since appeared in several successful films including: Paul Verhoven's blockbuster hit HOLLOW MAN, with Kevin Bacon, and Jim Stern's controversial film, ALL THE RAGE, which made its debut at the 1999 Toronto Film Festival, featuring an all-star cast including Gary Sinise, Joan Allen, Giovanni Ribisi, and Anna Paquin; Fox Searchlight's BEST LAID PLANS opposite Reese Witherspoon and Alessandro Nivola, produced by Mike Newell.

Brolin received critical acclaim and audience recognition in David O. Russell's FLIRTING WITH DISASTER portraying a bisexual federal agent, torn between a love from the past and the reality of a current relationship. FLIRTING WITH DISASTER featured an outstanding ensemble cast including Ben Stiller, Patricia Arquette, Tea Leoni, Mary Tyler Moore, George Segal, Alan Alda, Lily Tomlin and Richard Jenkins.

Additional film credits include Victor Nunez's COASTLINES, which premiered at the 2002 Sundance Film Festival, opposite Timothy Olyphant; Scott Silver's MOD SQUAD, opposite Claire Danes; Ole Bornedal's psychological thriller NIGHTWATCH, with Nick Nolte, Patricia Arquette, and Ewan McGregor; as well as Guillermo Del Toro's science-fiction thriller MIMIC opposite Mira Sorvino, Jeremy Northam, and Charles Dutton.

An accomplished stage actor, Brolin spent five years with Anthony Zerbe at the Reflections Festival at the GeVa Theatre in Rochester, New York. While there, he performed in and directed several of the festival's plays, including "Pitz and Joe," "Life in the Trees," "Forgiving Typhoid Mary," "Oh, The Innocents," "Peep Hole," and "Ellen Universe Joins the Band," "Lincoln Park Zoo" and "Hard Hearts." Brolin also starred opposite Elias Koteas in the acclaimed Broadway production of Sam Shepard's "True West." In 2004, Brolin starred in the award-winning Off-Broadway play "The Exonerated," based on the true stories of a half-dozen former death row inmates. Directed by Bob Balaban, the play features a rotating ensemble cast and Brolin returned in 2006 for encore performances.

Additional stage credits include "Skin of the Teeth," "The Crucible" and "A Streetcar Named Desire" at the Kennedy Memorial Theatre; "A Midsummer Night's Dream" at the Lebrero Theatre; and "Dark of the Moon" at the Ann Capa Ensemble Theatre.

For television, Brolin made his mark as a series regular in the popular ABC series THE YOUNG RIDERS as well as PRIVATE EYE for NBC and WINNETKA ROAD for CBS. Brolin also received critical acclaim in the TNT's epic miniseries INTO THE WEST. INTO THE WEST follows stories from the American West in the 19th century as told from the perspective of two families, one of white settlers and one of Native Americans. The epic treatment also stars Beau Bridges, Gary Busey and Jessica Capshaw. Prior to INTO THE WEST, Brolin starred in the title role of NBC's political drama, MR. STERLING. The show followed the efforts of an idealistic young politician as he attempted to both learn and work within an often corrupt system. He also appeared in the CBS movie-of-the-week PRISON OF CHILDREN and in the Showtime original film GANG IN BLUE with Mario Van Peebles, J.T. Walsh and Stephen Lang.

Brolin co-starred opposite Mary Steenburgen, Gretchen Mol and Bonnie Bedelia in CBS's PICNIC. Directed by Ivan Passer, the drama is based on William Inge's Pulitzer Prize-winning play, where a handsome drifter comes into a small Kansas town, bringing emotional turmoil to all he encounters.

Jeff Fahey (JT): Jeff Fahey was born on November 29, 1952, in Olean, NY the sixth child in a family that was to grow to number thirteen children in all. At seventeen years old, immediately after graduating from high school, Fahey chose to leave his family and answer the call of the "open road." This "voyage of discovery" took him from Alaska to Europe, to Israel, where he worked on a kibbutz, to India, the exotic land where he turned 19 years old, to the Himalayas and Afghanistan. His great range and diversity as an actor may have found its roots during this exploratory period, when Jeff lived and learned of the lifestyles and cultures of the vast diversity of people around the globe. Working his way around the world by taking odd jobs at different ports, he worked as an ambulance driver in Germany, on the pipeline in Alaska, and on a fishing boat at some point in-between. In his early twenties, Jeff found himself once more in the United States and Jeff proved his adaptability and determination to succeed in Gratowski experimental theatre and the Studio Arena in Buffalo, New York. Through experimental theatre Fahey was introduced to the world of dance where he undertook the study of classical dance, modern dance and ballet with the likes of Martha Graham School, The Alvin Alley School and then with the Joffrey Ballet. At the Joffrey he was taken under the wing of legendary choreographer Agnes De Mille.

The Joffrey Ballet led to stage roles, beginning with Broadway revival of Brigadoon, toured with Oklahoma, performed in Paris in West Side Story and in the West End in Orphans with Albert Finney. Upon returning to New York Jeff was set to star as 'Gary Corelli' in the popular daytime soap opera ONE LIFE TO LIVE. Jeff starred on daytime television in order to finance his own experimental theatre productions out of the Raft Theatre on Theatre Row.

Jeff Fahey received his feature film break when he was offered the role of 'Tyree' in Lawrence Kasdan's SILVERADO starring opposite Kevin Costner, Brian Dennahey, Kevin Kline, and Danny Glover. From his breakthrough in SILVERADO in 1984, and continuing in an unbroken line to the present day, Jeff Fahey has never experienced a lull in his acting career. Working along side of Robert Mitchum, Brian Denahey, Pierce Brosnan, Clint Eastwood, just to name a few and with directors like Larry Kasdan, Sandra Locke, John McKinsie, Clint Eastwood, Dan Petrie Sr. and Gary Sinise.

In 1994, Jeff was offered the opportunity to star in the television series, THE MARSHAL, produced by his close friend, and acting colleague, Don Johnson. Fahey has said that more than any other vehicle he had acted in to date, his own personality, values, and feelings become encompassed in the character that was to evolve, and emerge, as Winston MacBride. Unique in its concept, the show starred only Fahey - as he liked to say in interviews at the time - "one man, one hour".

Never one to wait for life to catch up to his aspirations and goals, Fahey now added producing to his resume. Jeff has brought his passion for film to the other side of the camera as a producer on the films CLOSE CALL, CHOOSING MATTHAIS, EXTRA MARITAL, THE UNDERGROUND, and THE SWEEPER. All of Fahey's endeavors in producing have been both critical and financial successes.

Fahey has recently been in Afghanistan and the Middle East to spearhead the opening of the American University in Kabul, Afghanistan, and to promote the women's rights initiatives in Afghanistan.

Fahey continues to seek out roles that allow him to stretch the bounds of his own individuality and to explore the human condition. His movies, therefore, represent an extremely eclectic mixture of type and content, as Fahey has repeatedly accepted the challenge of portraying multiple personas that are living and reacting to a variety of lifestyles and experiences.

Michael Biehn (Sherriff Hague): Michael Biehn was born in Anniston Alabama and raised in Lincoln, Nebraska and Lake Havasu City, Arizona. Biehn worked in local theater productions and won a theater scholarship to the University of Arizona. After moving to Los Angeles he quickly found success in television.

At age 23, he landed the lead role opposite Lauren Bacall in the 1981 hit *THE FAN*. He followed this film debut with such hits as *THE LORDS OF DISCIPLINE*, *THE TERMINATOR* and *ALIENS*. Other films he has starred in are *DEADFALL*, *TOMBSTONE*, *K-2*, *NAVY SEALS*, *THE ABYSS*, *RAMPAGE*, *THE SEVENTH SIGN*, *A SHALLOW GRAVE*, *JADE*, *THE ROCK*, *ART OF WAR*, *CLOCK STOPPERS*, *HAVOC*, and *YOU ARE HERE*.

He received rave reviews for his work in the award winning NBC miniseries *DEADLY INTENTIONS* and has appeared in the telefilms *STRAPPED* and *A TASTE FOR KILLING*.

Naveen Andrews (Abby): In the classic tradition of leading men who have emerged from the London drama world comes Naveen Andrews, who is quickly developing into one of today's most diversely talented actors in both film and television. *People Magazine*, recently named Andrews one of the "World's Most Beautiful People".

He stars in a groundbreaking television role: that of Sayid, a former Iraqi Republican Guard, on the Emmy Award, Golden Globe Award and Screen Actors Guild Award-winning drama *LOST*. Naveen has become an audience favorite and garnered widespread critical acclaim for the surprising humanity and humor he brings to the controversial part – and recently received both Emmy and Golden Globe nominations in honor of his work.

In addition to *GRINDHOUSE*, Andrews has two exciting "big screen" film projects expected in 2007:

Andrews stars as Jodie Foster's fiancée in director Neil Jordan's *THE BRAVE ONE*, an urban suspense thriller about a woman who recovers from a brutal attack and sets out on a dark psychological and physical journey for revenge and justice. The film also stars Terrence Howard and Mary Steenburgen and is produced by Joel Silver and Susan Downey. Warner Brothers has scheduled a June '07 release.

Andrews will also be seen starring opposite Aishwarya Rai in the British film *PROVOKED* based on a true story about a woman who was jailed for killing her abusive husband. Miranda Richardson and Robbie Coltrane co-star. The film received accolades at this year's 2006 Cannes Film Festival and will be released in 2007.

Though he was born and raised in London, and is of Indian descent, Andrews says he has found his true home in Hollywood. He began his entertainment career as a teen-age musician, guitarist and composer; then, he won entry to the prestigious Guildhall School of Drama during a time that also produced the screen stars Ewan McGregor and David Thewlis. Fresh out of university, he was cast in Hanif Kureishi's look at the London rave scene, LONDON KILLS ME. He went on to put his musical talents to work in his next film, WILD WEST, starring as a Pakistani who dreams of finding country music success in Nashville, for which he was nominated for the Evening Standard Award for Most Promising Newcomer.

Andrews then broke out into the international spotlight starring as Lt. Kip Singh, the Sikh with a talent for defusing bombs who finds a romantic connection with Juliet Binoche, the English Patient's nurse, in Anthony Minghella's Academy Award winning romantic epic THE ENGLISH PATIENT. Andrews's accolades for the film included sharing the Screen Actor's Guild Outstanding Performance by a Cast Award and the Best Supporting Actor Award at the Chlotrudis Awards. On the heels of that success, he went on to star in a wide variety of films, including Mira Nair's KAMA SUTRA, MIGHTY JOE YOUNG, TRUE LOVE AND CHAOS, ROLLERBALL and DROWNING ON DRY LAND, starring with Barbara Hershey (with whom he is now partnered.)

Adding to his growing reputation as an actor of broad range and appeal, Naveen recently took on leading roles in two diverse film projects: portraying a poet caught in a love triangle in Jane Weinstock's modern romantic comedy EASY and starring as the eminently eligible bachelor Mr. Balraj in Gurinder Chada's (BEND IT LIKE BECKHAM) riotously colorful Bollywood version of a classic literary tale, BRIDE AND PREJUDICE.

Andrews has also found success playing memorable characters on high-profile television, beginning with the starring role of a 1970s London high-schooler in the BBC mini-series THE BUDDAH OF SUBURBIA, based on Hanif Kureishi's comic novel. He was awarded the Best Actor Award at the San Remo Film Festival among other accolades for the role. He garnered further critical notice starring in THE CHIPPENDALE MURDERS, the true story of Steve Banerjee, whose founding of a male strip club for women led to betrayal and murder.

Working again with director Mira Nair, Andrews starred as Dr. Abraham Verghese in the telefilm, MY OWN COUNTRY based on Varghese's autobiography and in the telefilm "The Peacock Spring" based on Rumor Godden's novel.

This year Andrews starred as Menerith, who was torn between loyalty to his own civilization and his deep love for his step-brother, Moses (Dougray Scott). in the epic, four-hour ABC Premiere Event, THE TEN COMMANDMENTS, filmed on location in Morocco.

Andrews's ability to portray such a variety of roles and nationalities, combined with his depth, sensuality and musical talent makes him a true rarity.

Stacy Ferguson (Tammy): It has been three years since a girl named Stacy Ferguson walked into the studio to record the track “Shut Up” with hip-hop group The Black Eyed Peas, and her life has since changed forever. Though she already had peeped fame as the voice of Sally and Lucy in the cartoon series Charlie Brown, a cast member of *Kids Incorporated* during her teen years, and a member of the all-female pop trio Wild Orchid, nothing could compare to the slamming success of being recruited by BEP.

Fergie first joined The Black Eyed Peas in 2002, and was on hand when the release of their first disc together, *Elephunk*, went triple platinum, thrusting the group into the spotlight. The mega-single “Let’s Get It Started,” earned The Peas their first Grammy for Best Rap Performance by a Duo or Group. Two years later the follow-up *Monkey Business* yielded five Top 40 hits including “Don’t Phunk With My Heart” and “My Humps” and has sold over four million copies. Once again, The Black Eyed Peas won the Best Rap Performance for “Don’t Phunk My Heart.” A few months later, at the 2006 MTV Awards, they won a moon man for best Hip-Hop Video.

Yet, even after selling millions of discs, racking in the awards and touring constantly, Fergie is still not ready to slow down. On her stellar debut *The Dutchess*, the California native has constructed the perfect pop for musically diverse people. “I listen to everything from pop to reggae, old school hip-hop to soul ballads,” Fergie states. “Even now I can remember how happy I’d be as a kid whenever my parents played Temptations or Smokey Robinson songs on the stereo.” She continues, “This record is the realization of a dream I’ve had since I was seven, it’s almost hard to believe that the time has finally come.” A jamming master-mix of styles, Fergie and her producers (including will.i.am, Polow Da Don and John Legend) have created an album to suit even the most eclectic of tastes.

As the first release off his newly formed will.i.am music group label, BEP’s leader and producer will.i.am is ready to kick start a new music revolution. Indeed, Fergie has nothing but love for the man that helped make her a star. “Will is a walking musical encyclopedia. He is not only a wonderful musician, but he can take samples others never even thought about and make them into wonderful songs.” Case in point would be the vintage Little Richard song (“The Girl Can’t Help It”) that will flipped into a mid-tempo love song “Clumsy” that is irresistibly sweet and addictive. “Me and will sat in the studio for two hours just listening to old songs,” Fergie explains. “When I heard the Little Richard beat, I knew we had found the right one. The vibe just worked for us.”

The Dutchess opens with the second single “Fergalicious,” a quirky rump shaker that introduces the sexy hit maker to folks who have seemingly been sleeping in caves. A blissful romp that utilizes heavy bass and back in the day 808s to create a track that would sound perfect bumping from a custom ride. Fergie says, “When I was younger, I used to go to a club called Studio K and dance for hours to JJ Fad and MC Lyte. ‘Fergalicious’ is the song I wanted to make, because it has that throwback appeal that reminds me of being in junior high school.”

Leading listeners to the dance floor with groovalistic savvy, is Fergie’s first single “London Bridge.” The song made history as it bulletted its way up the Billboard Hot 100 chart, reaching the #1 spot

in 3 short weeks, the second highest jump ever recorded by Billboard. “London Bridge” also made its presence known in the digital realm as it topped the iTunes Top 100 songs chart as well.

Teaming with Atlanta beat-master Polow Da Don, the duo created a masterful track that bumps wildly over rowdy rhythms, blaring sirens and catchy hooks. “We had so much fun recording ‘London Bridge,’” Fergie recalls. “Polow is unafraid to have his music all up in your face. He makes tracks that are aggressive, but also very danceable.” In addition, showing his more chilled out side, Polow also produced the sleek song “Glamorous,” a track of upper mobility that features Ludacris. “It kills me how clever Ludacris is,” Fergie observes. “All you have to do is listen to him to see that he is fun and deep at the same time.”

Going deep herself, Fergie reveals a rather dark side of her life on the ska influenced “Voodoo Doll.” Over blaring horns and precise percussion, Fergie poetically deals with her former demons. Touching on the subject of drugs, the rock-out of “Losing My Ground,” produced by Ron Fair and Rob Bolot, is powerful. “Being on crystal meth is like having devils and angels fighting in your head, and the devils usually win.”

Journeying into West Indian riddims is the equally compelling “Mary Jane Shoes,” which features a rare appearance from reggae queen Rita Marley and the I-Three’s. “When Rita walked into the studio, I just knew that I was blessed,” Fergie remembers of the fateful day the two collaborated. Like a cool island wind, “Mary Jane Shoes” is as laidback as it is beautiful. “I had read Rita’s autobiography and thought she was an amazing woman. Rita does not work with many artists, so having her on my record was special.”

The Dutchess closes with love song that Fergie recorded with R&B soul man John Legend. Like the theme song to a flick yet to be made, “Finally” is a sweeping ballad that has a genuine sweetness to it. Featuring Legend’s beautiful piano throughout the piece, Fergie says, “Me and John have been trying to get together for years. This was the last song we recorded, and to me it has the makings of a classic.”

With perfect balance between darkness and light, Fergie delivers a stunning disc that leaves one yearning for more. All hail *The Dutchess*.

Elise and Electra Avellán (The Crazy Babysitter Twins): Elise and Electra Avellán are proud to make their feature debut in GRINDHOUSE as The Crazy Babysitter Twins. Born and raised in Venezuela, Elise and Electra moved to Dallas four years ago. The twins, now twenty, did not speak English prior to their arrival in the US. Following the completion of their high school education, Elise and Electra studied acting for a year in Austin. After shooting their roles in Quentin Tarantino and Robert Rodriguez’s eagerly anticipated double feature, Elise and Electra relocated to Los Angeles, where they are currently pursuing their acting careers.

The roles of the Crazy Babysitter Twins were created for Elise and Electra by their uncle, Robert Rodriguez.

The Crew

Robert Rodriguez (Writer/Director/Producer/Director of Photography/Editor): While a student at the University of Texas at Austin in 1991, Robert Rodriguez wrote the script to his first feature film while sequestered at a drug research facility as a paid subject in a clinical experiment. That paycheck covered the cost of shooting his film. He planned to make the money back by selling the film to the Mexican home video market.

The film was EL MARIACHI (1993), which Rodriguez wrote, directed, photographed, edited and sound-recorded – for \$7,000. While shopping it to the video market, Rodriguez signed with a powerful agent at ICM. Columbia Pictures then bought the rights and signed Rodriguez to a two-year writing and directing deal. “El Mariachi” went on to win the coveted Audience Award for best dramatic film at the Sundance Film Festival, and was honored at the Berlin, Munich, Edinburgh, Deauville and Yubari (Japan) festivals. EL MARIACHI became the lowest budget movie ever released by a major studio and the first American film released in Spanish. Rodriguez wrote about these experiences in Rebel Without a Crew, a book published by Dutton Press.

Although it was an astonishing debut for a 23-year-old, Rodriguez was already a seasoned filmmaker. The third of ten children born to Cecilio and Rebecca Rodriguez in San Antonio, Texas, he had prepared for film production classes at UT by making a series of his own home movies. Family members were recruited as cast and crew. His three youngest siblings starred in BEDHEAD (1991), a 16 mm. short film that was honored at many national and international festivals. Rodriguez also blossomed as a cartoonist at UT with “Los Hooligans,” a comic strip in the *Daily Texan* featuring characters based on his brothers and sisters.

Rodriguez went on to write, produce, direct and edit DESPERADO (1995), a sequel to EL MARIACHI for Columbia. The film introduced American audiences to Antonio Banderas as a leading man, opposite Salma Hayek. Rodriguez also wrote, directed and edited THE MISBEHAVERS again starring Antonio Banderas in 1995, one of the four segments of Miramax Films’ FOUR ROOMS. He then teamed up with Quentin Tarantino on the outrageous FROM DUSK TILL DAWN (1996) for Dimension Films. Rodriguez directed a cast including Tarantino, who wrote the script. He also edited the film and served as executive producer. Rodriguez’s next directorial project was Dimension Films’ THE FACULTY (1998) starring Josh Hartnett, Elijah Wood and Jordana Brewster.

In 2001, Robert fulfilled a lifelong dream and created the family adventure film. SPY KIDS, a critically acclaimed and box office success, went on to break 100 million domestically. He followed that with SPY KIDS 2: THE ISLAND OF LOST DREAMS which won rave reviews and SPY KIDS 3-D, an adventure in 3-D.

The third installment to the EL MARIACHI trilogy, ONCE UPON A TIME IN MEXICO, was released on September 12, 2003, which Robert shot, chopped and scored himself. He also served as writer of this film.

In a matter of months Robert Rodriguez opened two movies at number one in the North American box office – SPY KIDS 3-D: GAME OVER and ONCE UPON A TIME IN MEXICO.

In 2004 Robert began his next endeavor FRANK MILLER'S SIN CITY, which is co-directed by the creator of SIN CITY himself Frank Miller. SIN CITY features an all star cast including Bruce Willis, Jessica Alba, Brittany Murphy and Benicio Del Toro, among many others. It hit theaters April 1st 2005.

Also in 2004 he returned to his love of family fare with THE ADVENTURES OF SHARK BOY AND LAVAGIRL IN 3-D starring funny man George Lopez. THE ADVENTURES OF SHARKBOY AND LAVAGIRL IN 3-D was released in June 2005.

Elizabeth Avellán (Producer, PLANET TERROR): Elizabeth Avellán co-founded Los Hooligans Productions with Robert Rodriguez in 1991. EL MARIACHI, winner of the Audience Award at the 1993 Sundance Film Festival, launched Avellán's career as a producer. Shortly after that film's tremendous success, she produced other popular films, such as: DESPERADO, FROM DUSK TILL DAWN and THE FACULTY. Now Avellán is Vice-President of Troublemaker Studios, the production company that she and Rodriguez founded in 2000, which is based in Austin, Texas. Troublemaker Studios has since produced SPY KIDS 2: THE ISLAND OF LOST DREAMS, SPY KIDS 3-D: GAME OVER, and ONCE UPON A TIME IN MEXICO. Last year, Troublemaker released two very different films with much success: Frank Miller's SIN CITY and THE ADVENTURES OF SHARKBOY AND LAVAGIRL. Avellán was also an executive producer on In and Out of Focus, a documentary about balancing motherhood and a career in the film business. In addition, she executive produced SECUESTRO EXPRESS, a topical Venezuelan narrative about the dangerous trend of "express" kidnappings in her home country.

Sally Menke (Editor): Sally Menke most recently served as editor on Quentin Tarantino's KILL BILL: VOL. 1 and KILL BILL: VOL. 2. Among her other credits are Billy Bob Thornton's ALL THE PRETTY HORSES and DADDY AND THEM. She also collaborated with Quentin Tarantino on RESERVOIR DOGS, JACKIE BROWN and PULP FICTION, for which she was nominated for an Academy Award. She edited the segment "The Man From Hollywood," from the full-length production FOUR ROOMS, as well as Oliver Stone's HEAVEN AND EARTH, THE SEARCH FOR SIGNS OF INTELLIGENT LIFE IN THE UNIVERSE, WHO DO YOU THINK YOU'RE FOOLING and MULHOLLAND FALLS. Her earlier credits include COLD FEET and TEEN AGE MUTANT NINJA TURTLES.

Greg Nicotero (Special Makeup Effects, PLANET TERROR and DEATH PROOF): The KNB EFX Group was formed in 1988 by Robert Kurtzman, Howard Berger and Greg Nicotero. In the last 18 years their talents have been highlighted in such films as DANCES WITH WOLVES, THE GREEN MILE, RAY, AUSTIN POWERS IN GOLDMEMBER and PULP FICTION.

Emmy award winning effects artist *Greg Nicotero* began his career under the tutelage of director George Romero and effects master Tom Savini in Pittsburgh and quickly relocated to Hollywood. His skills as a coordinator helped him adapt easily to the needs of the film industry. Greg's good natured

personality and devotion has won over directors such as Frank Darabont, M. Night Shyamalan, and Quentin Tarantino.

He has been responsible for storyboarding and designing effects sequences with Robert Rodriguez, Sam Raimi and Wes Craven from initial creature design to on set operation and 2nd unit direction. Greg's overall effects knowledge has made him the perfect choice to supervise effects photography in the 20 years he's been a make-up effects designer. Last year he was awarded a lifetime achievement award at the SITGES INTERNATIONAL FILM FESTIVAL in Spain and the 2005 Hollywood Film Festival MAKE-UP OF THE YEAR award for his work on SIN CITY.

Since the company's inception, Greg has excelled in a wide variety of effects. Prosthetics and character make-ups can be seen in everything from KILL BILL, to BOOGIE NIGHTS & ARMY OF DARKNESS. His work can currently be seen in Quentin Tarantino's HOSTEL as well as THE HILLS HAVE EYES, directed by French Director Alexandre Aja. The work on Frank Miller/Robert Rodriguez's adaptation of the graphic novels, SIN CITY has been getting praise for the character prosthetics created for Mickey Rourke, Benicio Del Toro, Nick Stahl and Rutger Hauer.

Television staples such as DEADWOOD, 24 and LAW AND ORDER have showcased Nicotero's work and continue to do so. This spring, the Mick Garris directed Stephen King adaptation of DESPERATION will feature some of KNB'S creepiest characters while Showtime's MASTERS OF HORROR has reunited Greg with some of his past collaborators including John Carpenter, John Landis and Tobe Hooper.

KNB has also met the demand for animal duplicates and animatronic "critters". Kevin Costner gave them their first real challenge, to create the slain buffaloes for DANCES WITH WOLVES. Subsequently, they have provided ANIMATRONIC ANIMALS for ERASER, THE HULK, and CURSED, to name a few. Currently, the most ambitious project they have complete to date is, THE CHRONICLES OF NARNIA; THE LION, THE WITCH AND THE WARDROBE in which Greg and co-supervisor Howard Berger created literally hundreds of fantasy creatures ranging from prosthetic Satyrs and Centaurs to an animatronic Lion and dozens of Goblins and Crones.

Steve Joyner and Caylah Eddleblute (Production Designers): Steve and Caylah have worked together in some form of art department assignment for the past eighteen years. They began working as set dressers together, then created their own Property Department where Robert Rodriguez took a chance on them with his 1995 release FROM DUSK TILL DAWN.

They have worked with Rodriguez ever since on movies including the three SPY KIDS installments where they started working with fiberglass and molds which led them to building larger set pieces. They also worked on ONCE UPON A TIME IN MEXICO, SIN CITY, as well as on Quentin Tarantino's JACKIE BROWN and KILL BILL. They just completed set design on the current collaboration between those two directors, GRINDHOUSE.

Jeff Dashnaw (Stunt Coordinator): Veteran stunt coordinator Jeff Dashnaw is responsible for the action sequences in a multitude of feature films and television series. He has worked with Robert Rodriguez on seven of his films, including the SPY KIDS trilogy, ONCE UPON A TIME IN MEXICO, FRANK MILLER'S SIN CITY, and GRINDHOUSE. His television credits include coordinating stunts for episodes of CSI:MIAMI, ARRESTED DEVELOPMENT and ROSWELL. In addition, Dashnaw has also worked as a stunt double on such action-packed blockbuster hits as THE TERMINATOR, LETHAL WEAPON, DIE HARD 2, THE TERMINATOR 2: JUDGEMENT DAY, LETHAL WEAPON 3, THE MATRIX RELOADED and CRANK. His talents also run in the Dashnaw family – his wife Tracy and son JJ were responsible for performing some of the major action sequences on both segments of GRINDHOUSE.

Nina Proctor (Costume Designer): Nina Proctor, who serves as costume designer for GRINDHOUSE, the double bill featuring Robert Rodriguez's PLANET TERROR and Quentin Tarantino's DEATH PROOF, has collaborated with Rodriguez on six films including the SPY KIDS trilogy, FRANK MILLER'S SIN CITY and SHARK BOY AND LAVA GIRL THREE-D. In addition, Proctor has also worked on such films as ALL THE PRETTY HORSES, DR. T AND THE WOMEN, AMERICAN OUTLAW, and THE RETURN.

DEATH PROOF

Written and Directed by

Quentin Tarantino

Synopsis

For Austin's hottest DJ, Jungle Julia (Sydney Tamiia Poitier), dusk offers an opportunity to unwind with two of her closest friends, Shanna and Arlene (Jordan Ladd and Vanessa Ferlito). This three fox posse sets out into the night, turning heads from Guero's to the Texas Chili Parlor. Not all of the attention is innocent: Covertly tracking their moves is Stuntman Mike (Kurt Russell), a scarred, weathered rebel who leers from behind the wheel of his muscle car. As the girls settle into their beers, Mike's weapon, a white-hot juggernaut, revs just feet away...

Also starring in DEATH PROOF are Rosario Dawson, Tracie Thoms, Mary Elizabeth Winstead, Zoë Bell, Rose McGowan, Omar Doom and Eli Roth. DEATH PROOF will be shown with Robert Rodriguez's PLANET TERROR as part of the GRINDHOUSE double bill.

About The Production

DEATH PROOF is the fifth film from Quentin Tarantino.

Though Tarantino categorizes DEATH PROOF as a slasher film, upon closer analysis, he amends the film's genre classification: "It fuses the slasher film with high-octane car chase action, which was a big staple," Tarantino says. "They're fused so much so that the genres switch hand at some point in the movie. I don't even know exactly where that point is, but there is some point in the film when you're watching the last twenty minutes, you're not watching what came before. You have actually switched genres and you're into a different movie. You're involved with the characters so you don't notice it, but you're actually in a different movie." Though the concept seems unusual, those familiar with VANISHING POINT, DIRTY MARY CRAZY LARRY and GONE IN 60 SECONDS would notice a palpable shift from other 70s cinema prototypical slasher flicks like THE HOUSE AT THE EDGE OF THE PARK and BLACK CHRISTMAS.

But to categorize the screenplay for DEATH PROOF as two distinct, genre-specific halves would be far too reductive. The film should also takes a cinematic leap by applying a period-specific film style (namely slasher and exploitation movies) and adding contemporary, independent, "badass" women in a genre in which scantily clad women were typically picked off one by one. In fact, the "final girl," a character archetype associated with slasher movies, has an unexpected finality long before the closing credits. Moreover, self-reflexivity takes an unprecedented jump with the introduction of Zoë Bell, the person, the character, the stuntperson and the actor. The role of Zoë was written specifically for Bell, who was Uma Thurman's stunt double in KILL BILL. In DEATH PROOF, she's karma personified and delivered to a film production in Tennessee.

For all its differences, DEATH PROOF has motifs that are a trademark of Tarantino's movie universe. There's a familiar focus on people who work in the entertainment industry. The characters spend much of their time discussing popular culture. There are color schemes that are obvious nods to KILL BILL. Products like Red Apple cigarettes and even Earl McGraw make a return appearance.

But DEATH PROOF is also palpably different: the screenplay finds tension in leisure time, pleasure in examining the courtship process, and release in a blinding jolt of violence. It's as much of a departure for the Oscar-winning writer/director/producer and now Director of Photography as any of his earlier films. "It's the little simple things that get me because it really makes the movie," Rosario Dawson, who plays Abernathy, says.

Mary Elizabeth Winstead, who plays aspiring starlet Lee, was taken by the complexity of the film's female characters and the richness and authenticity of the dialogue. "They're likeable, but they're flawed at the same time, and the dialogue is real. He didn't try to write 'girlie' dialogue. This is the way girls really talk. They swear as much as guys do, they get as dirty just as much as guys do. I think he understood that, which is very cool."

But the attention to everyday minutiae isn't merely for entertainment, or to shed light on our cyborg evolution. DEATH is in the details. Tarantino's absorbing, entertaining dialogue builds a connection between the audience and a stalker's prey. Dawson references one of the film's most interestingly filmed scenes to exemplify this distinction: "No one would shoot a bunch of people sitting around a table talking about a newspaper article," she says. "The scene seems really small, but he introduces really key points into the story in such subtle ways. Somehow you get sucked in because you're just following the characters, and you get to learn about people in these conversational scenes. It's striking, and it's beautiful, and it's incredible to watch."

Dawson breaks the film down to its elements and comes up with this enthusiastic endorsement: "It's going to be the best car chases, it's going to be the most bad ass chicks you've ever seen, it's going to be the most sinister, scary kind of killer who's sinister and scary in the way that you've ever seen before. And it's going to be fun. It's going to be something you've never seen Quentin do."

"He takes the concept of grindhouse and then he subverts it with his very specific artistic preoperative," Sydney Poitier, who plays Julia, comments. "He lifts it to this whole other level. It is a grindhouse movie but it's also this other sort of indescribable, artistic expression. Quentin's voice is Quentin's voice, and it's so influenced by the grindhouse era. We saw the movies that influenced him, and how they influenced what he created with this movie and with PULP FICTION and certainly with KILL BILL."

Tracie Thoms, who plays Kim, adds: "It's a slasher movie, a car movie, an action movie, and then a Quentin Tarantino movie, all at once. You have all the great dialogue that Quentin is brilliant at coming up with, and you have a crazy killer coming after you, and then you have a big car chase with dust and flips. There's no CG. It's just two cars going at it and ramming into each other repeatedly, and chasing each other. There's a lot of action."

STUNTMAN MIKE

Quentin Tarantino announced the casting of Kurt Russell as Stuntman Mike at Comic-Con, the yearly comic and genre film convention in San Diego, just weeks prior to the beginning of principal photography. Russell's fans, who had admired his work in John Carpenter's ESCAPE FROM NEW YORK and THE THING hollered and cheered upon hearing the news of the casting.

Tarantino comments on the choice of Russell for the role, given DEATH PROOF's distribution with PLANET TERROR. "It seemed like there was a real symmetry to it. In the course of watching Robert make his movie, and watching the footage come out, and seeing it put together is that it started feeling like the John Carpenter movie he should have made in between ESCAPE FROM NEW YORK and THE THING. It was unmistakable."

But the casting of Russell goes far beyond an appreciation for his work in Carpenter's movies. Russell has shown tremendous range since his days as a child actor and DEATH PROOF provides him a departure from leading man-hood to create a truly evil, devious, deranged lunatic. Russell recalls a conversation he had with the director about the role: Quentin said to me, 'I'd like for you to add this to your rogue's gallery of characters.' I said, 'Boy I'd like to do that.'"

Stuntman Mike has to charm and cajole and flirt, then incite fear and ultimately switch into someone who is maniacal and energetically terrifying. Creating a character who has such a wild range of emotion, and who is so deeply disturbed, was a true challenge for Russell: "The fun part has been working with Quentin in creating that character. It's different from anything I've done. There were some key words here that I took to heart. One of the fun things I think is that character you do not see where the movie's going, not for him anyway. His behavior is true to form, but quite radical."

Thankfully for his co-stars, Russell would leave Stuntman Mike in his scenes. "He comes in everyday with the biggest smile on his face, and he laughs, and he has so much joy when he does this," Sydney Poitier says. "He made it feel so warm on set. Anytime he's around he's cracking up and Quentin's cracking up. They just have these huge laughs. I can't say enough good things about Kurt."

NOVA/CIVIC

Production for DEATH PROOF began on a blistering summer day in Austin, Texas. A group of three fresh-faced, gifted actors – Sydney Poitier, Jordan Ladd and Vanessa Ferlito -- crammed into a tiny red Honda Civic hatchback, and cruised along Austin's Congress Avenue.

Sydney Poitier plays Jungle Julia, the gorgeous Amazonian leader of this pack. Poitier is a graduate of NYU's prestigious Tisch School and has appeared in several television programs, including "Veronica Mars" and "Ghost Whisperer." Like the women that joined her in the Civic, Poitier went through a rigorous -- and extremely democratic -- audition process. Following a successful first audition in Los Angeles, Poitier was flown to Austin for a meeting and audition with Tarantino.

Poitier had at least one cheerleader in the diminutive form of Jordan Ladd, who plays Shanna. The two actors had become friends through the audition circuit and through mutual friends. In fact, they had both auditioned for a Tarantino project earlier in their careers: "We both auditioned for Quentin for his CSI episode and neither one of us got it," Ladd remembers. "When I read the script, the character of Jungle Julia, Sydney's character, was described as a 'six foot Amazonian goddess.'" Ladd took her audition as an opportunity to chat up Poitier's abilities. "I said to him, 'Did you read Sydney Poitier for this? Julia looks like her.'"

"Jungle Julia is a drive time DJ for a radio station in Austin: Hot Wax 505," Poitier says of her character. "She has this vast knowledge of music. She only plays her stuff – her collection she's amassed over the years. Radio station be damned, it's what she wants to play when she wants to play it. She's become a local celebrity in Austin. She has a little bit of a following. She loves to be recognized,

and she loves the attention, and seeks the attention. She's a strong character, a very strong, powerful woman knows what she wants and knows how to get it."

Ladd ultimately won the role of Shanna, the film's yellow rose of Texas: "I'm a girl from Austin who likes to have a good time," Ladd says of Shanna. "I was described as a 'badass party animal.'"

The California native tested out the authenticity Shanna's accent with the crew in Austin. "The true test of whether or not I was pulling off the character was that none of the indigenous people of Texas thought my accent was bad. They said, 'You sounded just like my sister.'" Ladd didn't have to go far to research the accent for the role: "There's one driver on the movie in particular named Peggy, who is an awesome lady with an incredible laugh, and an incredible accent. I slipped into Peggy's accent when Shanna gets a little more inebriated. Her accent is just perfection."

Ladd and Poitier are joined by Vanessa Ferlito, who plays Arlene, the Brooklyn-born third of this hat trick. Tarantino had been a fan of Ferlito's work since her brave debut performance in the independent feature *ON_LINE*. Ferlito met Tarantino while she was filming *MAN OF THE HOUSE* in Austin. She made quite an impact: Tarantino had Ferlito in mind when he wrote the screenplay for *DEATH PROOF*. "The role was written for me. When I read it, I asked, 'Are you serious?' I never expected it. We met by accident and suddenly he said 'I have this role for you.' It's beyond, especially for an actor."

"She's reuniting with her college buddies after several years," Ferlito says of Arlene's friendship with Julia and Shanna. "They're feeling each other out, and feeling the relationship out. It's hard when you're apart for so many years. You're so tight, and then you're apart, and you evolve, and grow into these different women. We're trying to figure that out in one night. You see the dynamic between the three girls and how much they've changed."

The role also gave Ferlito the opportunity to perform an intimate dance routine for Kurt Russell's stuntman Mike. Russell recalls the experience: "I wouldn't say she was nervous as much as she was anxious to do something really well. She didn't want to do it wrong."

The three women formed a close bond prior to shooting of their first scene on Congress Avenue. They experienced a very social two week rehearsal period prior to the commencement of production. "It's rare to get to rehearse on a movie, but there was so much bonding going on between the three of us that was so vital to the parts that we play in this movie," Poitier says. "I think that was part of Quentin's master scheme to throw us all together."

Indeed, reading lines and discussing characters was just part of the creative process: "It was like being in college again, staying in each other's rooms until five in the morning talking about everything. It really solidified our personal relationships. That carried over into the characters. When we started work it was like everything was second-hand. Usually on the first day of work you're nervous, and you have to work out the kinks, and you've got to find a rhythm with your other actors. It was there for us from the get-go. We had been hanging out and talking for two weeks, and really getting to know each other."

Ladd was chosen to be the entertainer between takes: “We keep each other entertained, that’s for sure,” Ferlito says. “We know how to like keep it new, and keep it fresh. I’ll just say, ‘Jordan, please do something to make me laugh.’ She’ll say, ‘What am I, the show monkey here?’”

Joining the three actresses are their suitors: Eli Roth, Michael Bacall and Omar Doom. Ladd relished in the opportunity to cozy up with writer-director Eli Roth, who cast her in his breakout hit CABIN FEVER. “We didn’t know that CABIN FEVER would have the audience that it had, so we got to experience the horror genre and the horror fans together, and we were reunited on this movie,” Ladd says. “Eli plays the guy who’s trying to get in my pants at the Texas Chili Parlor. He was totally entertaining, and we kept kind of pinching each other. We just couldn’t believe that we were here together getting to do this on Quentin’s set. I’ve had a long, close relationship with Eli, so to put it to some creative use is a real joy. He and Quentin are really good friends so we all sort of speak the same language.”

Tarantino produced Roth’s immensely successful horror film HOSTEL. Roth gave up a week of his preproduction schedule for HOSTEL 2 to join the cast of DEATH PROOF. “I thought, ‘If I’m ever going to act I’ve got to do it for Quentin Tarantino.’ When Tarantino calls you’ve got to accept the charges.”

“Dov is a kind of dorky Jewish guy who can’t get laid to save his life,” Roth jokes. “Amazingly, Quentin cast me in that part. I feel like it’s a role I’ve been studying for thirty-four years to play. We’re in this bar, and we’re trying to be cool around the girls and just failing miserably.”

Michael Bacall, a writer and actor, is the object of Julia’s disinterest: “Michael plays my boy toy, which is hilarious because we’re so strangely matched,” Poitier jokes. “He’s about a foot shorter than me. They dressed him so he looks like all kind of meek, and they stuck him in the corner, and Julia just abuses him. He didn’t have a lot of say, he didn’t have a lot of lines, but his facial expressions are priceless.”

“Omar is relatively chill compared to his buddies,” Bacall says. “He plays guitar in a couple of local Austin bands. In this particular moment in Omar’s life he’s trying very hard to hook up, and not doing a wonderful job of it. He maybe has a little bit of a shot, but it doesn’t look like it’s going his way.”

Bacall previously acted for Tarantino in the director’s Emmy-nominated episode of “CSI.” Though Bacall is a writer by trade now, he was a child actor who appeared on several television series and in a major role opposite Faye Dunaway in WAIT UNTIL SPRING, BANDINI.

Musician Omar Doom of the New York City-based band Doomington, makes his big screen debut as Nate. “Nate is the one guy in the movie that actually gets one of the girls,” Doom says. “All of the other guys pretty much trying very hard but they don’t actually do it. I’m the lucky one.”

Rose McGowan, who plays Cherry in PLANET TERROR, makes an appearance in DEATH PROOF as Pam. Pam, a hippie-chick, nurses a bruised ego with her drink. McGowan was eager to be a part of both films: “I think with the Tarantino and Rodriguez super powers align. It’s obviously an incredible bang for the buck, so to speak.” Monica Staggs, who was a stunt double for Daryl Hannah in KILL BILL, plays Lanna-Frank. Elise and Electra Avellán reprise their roles as The Babysitter Twins from PLANET TERROR.

And Tarantino joins the cast as Warren, the proprietor of the Texas Chili Parlor.

Despite the camaraderie on set, all good things must come to an end. And end, they did. A perilous cloud loomed over the production as this group of women involved themselves in the romantic pursuits of their characters, knowing their fate was sealed in a horrific crash sequence. Such is life when you're shooting a slasher movie.

"It's fun, it's fast, and it's really, really scary," Roth says of DEATH PROOF. "I got chills reading the script. Horror fans know the slasher movie is the movie style that's been -- pardon the pun -- done to death. Leave it to Quentin Tarantino to completely reinvent it in the same way he reinvented the crime film, in the same way he reinvented karate and martial arts films with KILL BILL. He is now reinventing the slasher film and raising the bar, and setting the standard."

Part of setting that standard involves a clever narrative that lulls audiences with involving personal dramas then shocks them with a searing blast of colliding metal. Pages and pages of dialogue, and fights, and plans, and idiosyncrasies are cut short in one booze-soaked, hazy, violent moment,

The gory details were handled by master special effects makeup artist Greg Nicotero and his team at KNB. Nicotero previously collaborated with Tarantino on KILL BILL, FROM DUSK TILL DAWN, PULP FICTION. Victims were outfitted in full body casts, allowing the actors a morbid perspective into their characters' fates. KNB's specific brand of movie magic ensued.

"Working with KNB was awesome," Poitier says. "I was a little bit afraid at first because I knew they were going to create a whole face mask. I thought I was going to get claustrophobic, but they try and make it sound like it's this lovely spa experience."

"It was not quite that," she jokes, "but was really interesting. They take you on a tour around the studio and you get to see everything that they make. Their stuff is so realistic and so cool. The dummies turned out amazing. I couldn't look at it after the carnage because they're so realistic looking that I think it would be too freaky."

AFTERMATH

There's a rich history that exists in the few moments that traverse the shocking events in Texas to the leisurely morning in Tennessee. Michael Parks, who plays Earl McGraw in PLANET TERROR, FROM DUSK TILL DAWN and KILL BILL, makes a return appearance in DEATH PROOF. Earl is joined by Edger McGraw, played by Parks's son James, and Dakota McGraw, played by Marley Shelton. Tarantino has appreciated Parks's work for years, and writes dialogue rhythmically in tune with Parks's staid delivery. But Tarantino had not thought of a connection between Parks and Russell, who worked together on the film for one day: "One of the reasons I love Michael Parks was because of his TV show, 'Then Came Bronson.' He was one of the coolest characters on TV back in like the late 60s. During that time Kurt Russell was about nineteen years old and getting ready to be a professional baseball player. One of the last things Kurt did before he became a pro was to play a baseball player in 'Then Came

Bronson.' I actually intellectually knew that, but didn't think about it when I cast him. At the script reading they hadn't seen each other since then, and they had the greatest time. Parks didn't know that Kurt Russell had been cast as Stuntman Mike, and when he put it together, he said 'He's playing Stuntman Mike? Thank God! Lord be praised!'"

"One of the first things we shot when we switched over to start doing my movie was Michael Parks little exposition scene that Simon Oakland has in PSYCHO, where he explains the movie you've just seen to you," Tarantino says, referring to the famous final moments of Alfred Hitchcock's slasher movie. "There's a big three-page monologue. Kurt watched Michael Parks do his scene, and when the thing was over he said 'Well, Michael, as per usual you've raised the bar.'"

"He's a good, solid actor, number one," Michael Parks says of Russell. "On top of that, this is a cat that hasn't changed. I worked with him thirty-seven years ago. He was a great kid then. Hasn't changed one iota. Kurt has a great sense of humor, too. He's very, very funny."

Marley Shelton, who has been added to the McGraw mythology as Dakota McGraw, was happy to be a part of Russell's first day on the job. The part allowed her to reunite with Parks, who was her playmate during the production of PLANET TERROR. "I just can't get enough of him. He's so good at getting under my skin, and, and purposely throwing me off-balance, and needling me. He's so funny, he's so incredibly talented, and it's a true honor to share the screen with him. And he's also wickedly funny. He's got such a dry sense of humor. I love spending time with him."

James Parks adds: "I will always be thankful to Quentin for letting me act with my Dad. It's a rare privilege for me."

MUSTANG/CHALLENGER/CHARGER

A second group of gifted actors joined the production: Zoë Bell, Rosario Dawson, Tracie Thoms and Mary Elizabeth Winstead.

Direct from a plane from New Zealand to deliver a karmic high kick to Stuntman Mike (and the fourth wall) is Zoë Bell. Bell met Quentin Tarantino when she auditioned to be Uma Thurman's stunt double for KILL BILL. She had just arrived in America following the successful beginnings of her stunt career in her homeland of New Zealand. "I had never really done a stunt audition before because in New Zealand there weren't that many stunt women. We were cast according to the size of the woman that was needed, and the skill that was needed. There was a small selection."

"She's just a wonderful personality, and she's an incredible physical specimen as far as all the things that she can do, and pull off. She was Sharon Stone's double for CATWOMAN, and she spent three years doubling Lucy Lawless on 'Xena,'" Tarantino says. "She starred in a documentary called DOUBLE DARE about her life and the life of Jeannie Epper who was the first legend of stuntwomen. In the course of watching that movie -- I've watched that movie with a few different audiences -- Zoë just comes off the screen. You just fall in love with her. She has that personality in real life that you capture

on film. It just comes out in the audience. You care about her, you love her, you're just charmed to pieces by her. I knew she had that quality and that she could totally pull it off."

Bell was the only actress in the group who had been directed by Tarantino before. She knew what she was in for: "He has this amazing energy. He's just so enthusiastic, and fun, and he swears a lot which is useful for someone like me to feel comfortable," Bell jokes.

A friendship was forged during KILL BILL, and Tarantino divulged that he had plans to include Bell and Staggs in his next movie when the three attended the Stunt Awards ceremony: "He hadn't even written it or anything, but he said that it was about a group of girls that get stalked by a serial killer who uses his car as a weapon. My assumption was that I would be in a bar, and the two leads would be in the forefront and I'd be in the background ordering pints."

Time went by, and Bell received an invitation to dinner with Tarantino, who shared the news that he had finished the script for DEATH PROOF. "Before we went out for dinner, he said 'I just want to show you a couple of pieces.'" The "pieces" included a mock-up of a script cover that included her name in an old-school billing block. He flipped through pages of the script and she saw her name repeated over and over again. He stopped on one portion of the script and read some dialogue to her.

"I was just sort of in a state of shock really," she recalls. "It was hilarious because it all sounded like me, like he'd written me. He got my lingo and everything, and some of the stories that we'd actually been through together in China. It was pretty shocking."

The shock never subsided. Mary Elizabeth Winstead observed that Bell was in awe of her experience through the entire production. "She's still shocked by the fact that she's acting, and the fact that people call her as one of the actors, and she has her own chair, and she has a stand-in. I think she just continually surprised and shocked by that every day."

"But it's amazing how natural she is," Winstead continues. "She's never really done this before, and she jumped into it and she was great. People might think, 'Well she's playing herself so it's not that hard.' Trust me, if you've never acted before in your life most people would be pretty atrocious at it. It takes a while to catch on, and she was amazing from the get go. She's a natural actor, and I think she was surprised by that herself."

Tracie Thoms plays Kim, a stunt person who can raise hell behind the wheel of a car. She auditioned for the role at Tarantino's home: "I was extremely nervous," Thoms recalls. "I almost threw up in the parking lot. But I didn't. I don't throw up in the parking because it was the parking lot of his house. He has a parking lot in front of his house because he's fabulous like that."

"When I met him it was as though we were almost like kindred spirits, and we instantly clicked. And he instantly put me at ease," she adds.

She was extremely excited by the concept of the movie, and by the thought of involving herself in something so violent. "That's my idea of entertainment -- just a lot of gore, and crazy stuff that you've never seen anywhere else. I always love watching movies for that reason. I'm not going to see it

anywhere else really, especially not movies that are made currently. I don't know about anybody else. I'm just saying it excited me."

Thoms and Dawson forged a bond during the production of the film version of RENT, because they were the only two members of the cast that had not been in the original Broadway production "It's just such a pleasure to be with her again. It makes it so much easier to play best friends with somebody you're really close friends with. It makes it easy."

"Kim is this bad ass stunt chick," she says. "She will kick ass if she needs to. If you need an ass kicking, she will deliver that to you. She's kind of ghetto fabulous and smart. I love her. She's really complicated."

Thoms, who is perhaps best known for her role on CBS's "Cold Case" spent much of the production jetting between Austin, the Santa Ynez Valley and Los Angeles to film DEATH PROOF and "Cold Case" at the same time. "My girl in 'Cold Case,' is kind of badass in her own way. Luckily they're both in the same neighborhood of girl. They both carry guns, and they both will kill you if you give them enough reason to. I have to keep two story lines going at the same time with two completely separate crews of people. There have been days when I've been on both sets in the same day."

Rosario Dawson plays Abernathy, the movie makeup artist who gets to take a back seat to the action: "I am so lucky playing Abernathy. I think that all the time 'cause I get to be in the car while they're doing these crazy three-sixties, and doing these crazy crashes. Surprisingly, I've never felt so safe in a vehicle before."

"I was so excited to work with Rosario," Winstead says of Dawson. "She does one really cool movie after another. I've always admired her for that. I was so excited to see that she really is what I pictured her to be, which is really cool, down-to-earth, smart and independent. It's great to be around her, and I feel like I'm really learning a lot from doing scenes with her."

But Winstead, who made an impression in FINAL DESTINATION 3 and BOBBY, also had the sudden opportunity to sing. "We used the song 'Baby It's You' earlier in the movie on camera for this really fantastic version done by a group called Smith from the 70s," Tarantino says. "We had the rights to that song so I could have her sing that song. I just got her a copy of the song, not the same version we would use the more normal version of it and she goes, 'Let me just learn it.' She plugged it into her iPod and just listened to it about eight, nine times until she had the words down, and then we just did it. And she opens her mouth and out comes this really wonderful voice. She kind of almost brought everybody to tears. It was just so terrific. And her mom was on the set that day, and I said, 'Did you know she's such a good singer?' We were all blown away by what a great job she did singing this song. It was just fantastic."

"I think the day that I got really excited was the day that he gave me the song to sing, and I had no idea I was going to be singing in the movie. Suddenly he's like I want you to learn this song and sing the whole thing, just belt it out. And I've always loved to sing. It's such an exciting thing for me. That day I just had butterflies the whole day long."

Joining the women as Jasper is Jonathan Loughran, who appeared in KILL BILL. (“I got to climb on top of Uma Thurman,” he says of his memorable scene in which he victimizes a comatose “Bride.” “It worked out well for me. I don’t know about how well for her. I felt bad for her.”)

“Jasper’s just a guy in Tennessee who’s a mechanic, has cars, and he has a car that the girls want to get from him. Zoë from New Zealand, she’s been hunting down this 1970s Dodge Challenger and she brings the girls to meet me.

THE WAR OF THE DODGES

For the film’s white-knuckle chase scene, the production relocated from Austin to the Santa Ynez Valley, just north of Santa Barbara. The towns of Buellton, Los Olivos, Lompoc and Solvang hosted the final chase scene between Stuntman Mike and Zoë, Kim and Abernathy. The area is meant to double Tennessee, where Kim, Lee, Zoë and Abernathy are working on a movie called CHEER UP IN TEXAS.

If Tennessee can double for Texas, then California can double for Tennessee doubling for Texas.

But the background, or lack of a specificity of a background, is important to this chase. Quentin Tarantino explains: “When you become knowledgeable enough as a filmmaker to figure how stuff is done, you can start looking at stuff like chase scenes and dissect them, and see the qualities of this one versus the qualities of that one. One of the things that I realized fairly quickly was that there are four different types of chases: You have the chase where the hero is being chased which is the case almost eighty percent of the time. There’s twenty percent of the time where the hero is doing the chasing. The funny thing about that is those are always the most dramatically engaging. If you don’t like the bad guy, if you want them to really catch him, those are the ones that are actually the most emotionally involving. It’s not getting away from the cops, not getting away from an army of cops, but getting the fucking guy that’s responsible for everything. Those are really emotional chases.”

“We kind of have both in our big chase,” he remarks.

“But the other thing that I noticed is that there are the chases that existed *before* George Miller and the Aussies got into it and the ones *after*,” Tarantino adds, referring to MAD MAX and ROAD WARRIOR. “The big difference between them is the ones that we did in America, or the ones they did in Italy were very location-oriented. San Francisco was another character in the chase in BULLITT. In Dennis Hopper’s chase in COLORS, it’s a big deal that the chase takes places through Watts. They’re very location-oriented. But then when the Aussies came out with their stuff it wasn’t about location. Everything looked like the fuckin’ outback. Everything just looked like generic Australian desert. It was about being in the chase. You’re not sitting off at the side of the road watching drive-bys. You’re not taking helicopter shots because that takes you out of it. It’s all about you are in the chase for the entire time that the chase is going on. You’re never on the side of the road watching it drive past you’re in it all the time. And that’s where my chase is. “It was like generic country road, generic country, and you’re

inside the chase. But now if you're going to do that, if you're going to ignore the background—not to say that our background isn't good, but if you're not going to make it another character.”

Though the background may not have had its own distinct landmarks, Tarantino believes that the cars had their own distinguishing qualities. “The cars have got to be real characters,” Tarantino says. “Stuntman Mike has two cars in the movie actually, and they're both very individualistic as themselves, but when the girls get in the chase with him, they're not driving any car -- They're driving the 1970 Dodge Challenger made to look like Kowalski's car from VANISHING POINT. That's a very specific thing.”

“It's almost like VANISHING POINT is a guest star in the movie by using the exact same car. It was funny because we were shooting the chase and from time to time—this actually happened about three different times, passersby would drive by and say, ‘Are you guys doing a remake of VANISHING POINT?’ It's the VANISHING POINT car. You also have the Dodge Charger versus the Dodge Challenger. The War of the Dodges.”

Behind the wheels of these machines are a team of very qualified (and sometimes very scared and excited) actors and stunt people. Thoms owes her driving abilities to a stunt school driving course. “I had one-on-one instruction,” Thoms says. “I had a driving instructor in my car to teach me techniques -- how to do all this cool stuff that I've always wanted to know how to do. Apparently, I was pretty good at it. We learned one-eighties, and how to follow cars, how to follow really closely, and how to stop on the mark. It was just a blast, and I had probably a little bit too much fun.”

Zoë Bell accompanied her for the program. “Zoë came to stunt school with me. She came so she was in the car with me doing all the stunts, and just supporting me. That just adds to it.”

But when the cameras began rolling, her insecurities started to get the best of her. Driving on an existing country road is very different from operating on a closed course with an instructor. Thoms' confidence came into question when she was surrounded by a film crew and her co-stars: “I'm in the car thinking, ‘Should I actually be doing this? Is this okay?’ I've gotten to ride on dirt roads next to cliffs. There have been times I've been a little afraid but I just kind of push through it. I tell myself: ‘No, no. I'm a soldier. I can do this. I'm a soldier.’ and I get through it,” she jokes.

As with Zoë Bell, Thoms knew how important authenticity was to Tarantino. “I think Quentin wanted to get me in a car as much as possible to sell it so that there's a lot of times you think you've seen me driving a car. Actually I am driving a car, weaving in and out of traffic, and doing all kinds of cool shit.”

When Thoms wasn't behind the wheel, stunt driver Tracey Dashnaw would take over. Thoms points out that her character's profession made her pay closer attention to the art of stunt driving. “She's fearless. She's cautious but fearless at the same time,” Thoms says of Tracey Dashnaw. “It's just the greatest balance. I watch how the stunt people approach things, and the amount of focus it takes to accomplish these stunts they're doing. It's really been a great lesson for playing Kim.”

Tracey Dashnaw is a remarkable driver who came to the production with some unusual and unique challenges: “I either have Zoë on the hood of the car, or I'm behind the Charger, and we're on dirt roads so I can't see, or the cameras are in front of me. It's been challenging, but a blast.”

Kurt Russell did much of his own driving as well. “If a scene can be played at high speed, Kurt’s doing the driving,” Tarantino says. Stunt legend Buddy Joe Hooker takes over for Russell in the movie’s incredible action sequences.

“Buddy Joe Hooker’s always been a hero of mine,” Tarantino says. Hooker, a former child actor, has been a stunt coordinator and stunt performer for some of the most famous sequences in movie history, including *HOOPER*, *THREE THE HARD WAY*, *SHARKY’S MACHINE*, and *SCARFACE*.

Part of Hooker’s success as a stunt driver is pragmatism. “Buddy Joe does things with a car that it’s almost like the car is his coat. He can manipulate it in any way he wants. It was like an extension of himself,” Thoms says. “He flipped the car three times in a day. It’s just a day at the office for him. ‘I gotta go to work, flip a car three time, stand up, go home, have dinner, go to sleep, kiss my kids, my wife, go to bed.’”

Dawson notes that watching Buddy Joe Hooker and Tracey Dashnaw work is a thing of beauty: “I’m sitting in the car in the back seat with Tracey, or sometimes in the front seat with Tracey and she and Buddy Joe are going down these roads, and these hills and they’re literally an inch apart the whole way. It’s almost as if the cars were attached to each other and moving at the same time. They’re just that brilliant with each other, and it’s like watching someone who’s a great skateboarder, or a great surfer -- someone who really gets their instrument. It’s been awe-inspiring to see what someone’s decided to do with their life, and how great they are at it.”

The stunt scenes were coordinated by Jeff Dashnaw. Tarantino is quick to praise his stunt coordinator for assembling the industry’s greatest stunt performers and for creating safe, incredible execution of the stunts. “The idea of seeing Tracey Dashnaw driving and Zoë Bell on the hood of the car, and Terry Leonard, and Buddy Joe Hooker all on one big stunt shot was fantastic.” Tarantino says.

“Jeff was right along with me just pushing it,” he continues. “We wanted it to be scary, we wanted it to be real, but we wanted everyone to survive through it. It’s delicate ground when you’re trying to do that, and walked it really well.”

“I didn’t know how we were going to do it and we’d figure it out which is really exciting. It’s a very scary and exciting place to be. We were going this stuff off ‘70s style, and we watched car chases -- car chases done now, car chases done in the ‘90s, car chases done in the ‘80s, car chases done in the ‘70s. The ones done in the ‘70s just always killed. They just always were better. And there was a reason -- because they fucking did ‘em. My whole mantra was as far as my action was concerned, no CGI, and no under cranking.”

And they’re super excited doing these crazy jumps, and stunts we shot down—we shot down the 101 for seven minutes, which was brilliant. I mean we’ve done some crazy stuff on this film that’s actually really never been done before, that really got their hearts racing.

Sitting on top of the car, then straddling the hood, is Zoë Bell – and only Zoë Bell. It was during the screenings of *DOUBLE DARE* that Tarantino thought of creating a role that would appropriately showcase her capabilities: “I just thought, ‘Wow, this should be really exciting, casting a stunt person

who knows what they're doing, and they can actually do this wild stuff I'm coming up with on camera. No cheating. Zoë was very specific about that."

"To do an action movie without Zoë as one of my leads just seems kind of foolhardy because I can just do anything with her," Tarantino says. "I can just shoot like crazy, and she's wonderful in the film, and you love her, and I think she's going to turn out to be a big hero for young girls I think for like the next decade. Watching this movie they're going to want to grow up and be Zoë."

CLOTHES AND CRIME SCENES

The hip, snug look of the clothes on the women of DEATH PROOF fuses a 70s and 00s sensibility. The washed out t-shirts and casual attire are a staple of both vintage and contemporary leisurewear. Nina Proctor, who designed the costumes for PLANET TERROR as well, created the sexy looks for the cast of DEATH PROOF. "We came up with the Austin Hot Wax 505 logo and I ended up screen printing t-shirts with it," Proctor says. "It's a little 45 record, and it's the exact size of a 45, and we custom made her little black denim shorts, and then the rest of her costume is her long arms, and her long legs."

Conversely, the costume created for McGowan was less revealing and much more true to a specific period. "I heard that Rose was going to be playing Pam, and that she was going to be blonde. That opened up another whole color range for Rose. We wanted Pam to very much be a hippie. I just got a lot of books from the 60s and 70s of flower children. She's in brighter colors and a lighter fabric that actually got a little bit of movement. Where the other girls are in t-shirts and shorts, Pam is in bell bottoms and a peasant top with lots of color. She's very much a different character than the other three girls in the movie."

The cars were as important as any of the film's important interiors and exteriors: Joyner and Caylah Eddleblute worked in tandem to design the cars and sets. First and foremost on their design list: the automobiles. "Steve Joyner production designed the shit out of these cars," Tarantino says. "Anything you send him to do is just going to add fifteen layers of coolness on top of it. The girls' old vintage Mustang looks fuckin' terrific. It's just like this groovy car that you just love. He just knocks it out."

"It matches completely," Winstead says of the Mustang's details. "It's just so bright, and so fun, and just to get to drive around in it you feel so cool. I feel much cooler than I actually am."

A major element of the film's chilling authenticity is based on the use of existing locations. Following are some of DEATH PROOF's most memorable locations, which are certain to have an eerie association with some dearly departed characters.

THE TEXAS CHILI PARLOR: Located on Austin's Lavaca Street, a stone's throw from the Texas Capitol, The Texas Chili Parlor is an existing restaurant and bar. The homey space hosted the production for several weeks. "The Texas chili parlor which has a life of its own, and we were in there for a long time," Russell remembers. "You began to feel like you would with your own local bar."

GUERO'S: Guero's Taco Bar, located on South Congress Avenue, was converted from the historic Central Feed and Seed building. The hundred year old structure houses the local favorite that has been in the location for over twelve years. "I've been to Guero's quite a few times," Ladd says. "I'm a fan of their margaritas, and their guacamole, and queso."

CIRCLE A: Joyner and Eddleblute created the look of the fictitious "Circle A" convenience store from an existing space. They filled the bar with vibrant products, both real and invented. Oak Ridge Coffee, Old Chattanooga Beer, and G-O Juice are all new products. "The billboard at the convenience store is one of Jessie Leadbetter's movies, called POTHEADS TWO. If the audience looks closely at it, they'll see some of our crew up there on the billboard."

JASPER'S FARM: "The location was in a town called Luling which is about an hour outside of Austin," Joyner says. "We arrived and Quentin fell in love with the location immediately." The Jasper's farm location also appeared in PLANET TERROR as "The Bone Shack."

TENNESSEE ROADS: "Quentin made the decision for us to come out here to the lovely Santa Barbara Solvang area," Eddleblute says of the move to California's gorgeous central coast. "We've just had some great vantage points for super shots for the car chases. There are really nice winding roads and great elevations."

The filming of the chase sequence changed and grew organically through production. "We had the good fortune of meeting some local contractors who helped build all these ramps -- guys that were to be really nimble and work on the movie's schedule. It really worked out," Joyner says. "Quentin added a number of things that were not in the original script. We built a movie marquee and break-away boats for the girls to drive through. And so it's been a really fluid process in a way, and really cool. We had some great creative opportunities."

Overall, the Texas experience was a joy for the cast and crew of DEATH PROOF. "Everybody was really welcoming," Ladd says. "This crew has been with Robert Rodriguez for so long that they're family. Now we feel like second cousins. I hope I get to come back here and work again and again. I've fallen madly in love with the people here on our crew who are locals, and the people in this town. It was quite a Texan warm hug when we walked onto the set. We were treated very, very well, like we were family. And you can't ask for anything more than that."

SHOOT TO KILL

DEATH PROOF marks Tarantino's auspicious debut as a Director of Photography. It's an unusual first venture as a DP, because so much of the look of the film is involved in the process of aging the film. But he designed the look of the film with authenticity in mind: "I actually have a very tiny reel in my movie because in black and white. I'm printing it on black and white stock. My print is made as a Frankenstein monster, which a lot of my prints are. They're made up from different sources. So this reel

is crappy, washed out, dirtied up, and then this reel is Technicolor – ‘Oh my god, it’s gorgeous.’ I’m going for that. We actually do black and white film on black and white stock and it’s got to be its own reel.”

Skin is alternately bathed in smoke and neon, then moonlight, fluorescent light and ultimately the bright Tennessee sunshine. In keeping with 70s cinematic trends, flares are common in the chase scene.

Cast

Kurt Russell (Stuntman Mike): Most recently, Russell was seen in the Warner Bros. picture POSEIDON and the DreamWorks picture DREAMER. Russell starred as coach Herb Brooks in the true-life drama MIRACLE, which chronicled the inspiring story of the underdog U.S. Ice Hockey team's gold medal victory in the 1980 Olympic Games. His recent film credits also include SKY HIGH, with Kelly Preston; Ron Shelton's DARK BLUE, Cameron Crowe's VANILLA SKY, with Tom Cruise; and 3000 MILES TO GRACELAND, with Kevin Costner.

Russell made his film debut at the age of ten in the Elvis Presley film IT HAPPENED AT THE WORLD'S FAIR, marking the beginning of a career that now spans more than four decades. During his successful career as a child star, he appeared in ten Disney movies, including FOLLOW ME BOYS!, THE COMPUTER WORE TENNIS SHOES, THE BAREFOOT EXECUTIVE and THE STRONGEST MAN IN THE WORLD.

In 1979, Russell was cast as Elvis Presley in director John Carpenter's acclaimed television biopic "Elvis," earning an Emmy nomination for his remarkable portrayal of "the King." Russell later re-teamed with Carpenter on four films: ESCAPE FROM NEW YORK, THE THING, BIG TROUBLE IN LITTLE CHINA, and ESCAPE FROM L.A., the last of which Russell also co-wrote and co-produced.

Russell earned a Golden Globe nomination for Best Supporting Actor for his performance in Mike Nichols' true-life drama SILKWOOD, opposite Meryl Streep and Cher. He subsequently starred in such films as Jonathan Demme's SWING SHIFT with Goldie Hawn, THE MEAN SEASON, THE BEST OF TIMES, with Robin Williams; Garry Marshall's OVERBOARD with Goldie Hawn, Robert Towne's TEQUILA SUNRISE with Mel Gibson and Michelle Pfeiffer; TANGO AND CASH, Ron Howard's BACKDRAFT with Robert De Niro; Jonathan Kaplan's UNLAWFUL ENTRY, CAPTAIN RON, TOMBSTONE, Roland Emmerich's STARGATE; EXECUTIVE DECISION with Halle Berry; BREAKDOWN and SOLDIER.

Sydney Tamiia Poitier (Jungle Julia): Trained at New York University 's prestigious Tisch School of the Arts and the Stella Adler Conservatory in New York, Sydney Tamiia Poitier is emerging as one of Hollywood 's bright young talents.

Poitier made her feature film debut in Clint Eastwood's TRUE CRIME and later starred in Rodrigo Garcia's NINE LIVES opposite Robin Wright Penn and Glenn Close. Poitier also appeared in Sterling Macer Jr.'s PARK DAY, which won the Audience Award at the 1998 Urbanworld International Film Festival.

On television, Poitier recently guest starred on "Grey's Anatomy." Prior to that role, she starred on "Veronica Mars" and had a recurring role on CBS's acclaimed series "Joan of Arcadia." Poitier also starred on the NBC series, "First Years" opposite Kevin Connolly and Samantha Mathis. Additionally, Poitier starred opposite John Goodman in Helen Mirren's directorial debut, "Happy Birthday" and in John Irvin's epic NBC mini-series, "Noah's Ark" opposite Academy Award winners Jon Voight, Mary

Steenburgen and F. Murray Abraham. She also starred in Showtime's FREE OF EDEN opposite her father, Sidney Poitier, and Phylicia Rashad.

Vanessa Ferlito (Arlene): Ferlito was last seen in Lee Daniel's SHADOWBOXER with Helen Mirren and Cuba Gooding Jr. She also starred in Stephen Hereks' MAN OF THE HOUSE opposite Tommy Lee Jones and Sam Raimi's SPIDER-MAN 2 opposite Tobey Maguire and Kirsten Dunst.

In 2003 Ferlito starred as Lizette Sanchez in John Leguizamo's acclaimed boxing drama UNDEFEATED which earned her a nomination for Outstanding Actress in a TV Movie from the NAACP. In 2002 Ferlito appeared in the film THE 25TH HOUR with Edward Norton, Philip Seymour Hoffman, and Barry Pepper, which was directed by Spike Lee.

Ferlito also starred on "CSI: New York." She played Aiden Burn, a member of the forensic investigation team and co-starred with Gary Sinise and Melina Kanakaredes. She has also appeared in the highly acclaimed series' "The Sopranos," "Third Watch," and "Law & Order." She also had a recurring role in the hit series "24," in which she played Claudia.

Jordan Ladd (Shanna): An angel in her own right, actress Jordan Ladd will reunite with her CABIN FEVER writer/director Eli Roth in the anticipated sequel to HOSTEL as Jay Hernandez's girlfriend in this summer's horror-thriller, HOSTEL: PART II. She most recently starred with Ryan Reynolds, Anna Faris and Luis Guzman in WAITING..., and alongside the Broken Lizard Comedy Troupe and Bill Paxton in Fox Searchlight's island resort comedy caper CLUB DREAD.

She shrieked her way to box office success in the thriller CABIN FEVER, which Lionsgate acquired out of a bidding war that ensued after a Toronto International Film Festival screening. Also on the horizon is Lionsgate's MADHOUSE, which she filmed on-location in Romania.

Ladd previously portrayed a snotty high school student who tormented the likes of Drew Barrymore and Leelee Sobieski in Fox's romantic-comedy NEVER BEEN KISSED. She also had a star turn in the dysfunctional superhero saga THE SPECIALS alongside Rob Lowe and Jamie Kennedy.

Though her acting debut came at age two, opposite James Garner in a Polaroid commercial, her career finally got a jump start once she returned to Los Angeles after studying for a year at Southern Methodist University in Dallas.

Since then, she has appeared with Mimi Rogers and Gabriel Byrne in the acclaimed HBO feature WEAPONS OF MASS DESTRUCTION, as well as the Gregg Araki-helmed NOWHERE, in which she portrayed a spiritually-minded sexpot.

In addition, Ladd has starred in E! Entertainment Television's first original production, BEST ACTRESS. She also traveled to Toronto where she starred in the Lifetime Original telefilm THE DEADLY LOOK OF LOVE opposite Vincent Spano. On the horizon is the independent feature THE PERFECT YOU as the virginal girlfriend to Chris Eigeman as well as the thriller PUZZLED. Ladd also guest starred on Alan Ball's acclaimed HBO series "Six Feet Under."

Tracie Thoms (Kim): Tracie Thoms knew she wanted to be an actress at a very early age. She started serious acting studies in her hometown of Baltimore at the age of 9. Later, she earned a bachelor of fine arts degree from Howard University and a graduate degree in acting from New York City's renowned Juilliard School.

Thoms's career took off quickly and is continuing its upward trajectory today. She starred for Chris Columbus in Sony's film of the Broadway musical, RENT alongside Rosario Dawson, Taye Diggs and Jesse Martin. She was featured opposite Meryl Streep and Anne Hathaway in THE DEVIL WEARS PRADA for director David Frankel, and she's a series regular on the hit CBS series, "Cold Case."

In 2004, Thoms starred on Broadway opposite Alfre Woodard in Regina Taylor's "Drowning Crow." She also played a lead role as Georgia Hayes in the critically acclaimed "The Exonerated" at The Culture Project Off-Broadway.

Thoms was a series regular on the Fox series, "Wonderfalls" and on the UPN show, "As If"; played CCH Pounder's tortured daughter on FX's "The Shield"; starred in the Chevy Chase pilot for NBC; guest starred on "Law and Order"; was featured in the Comedy Central movie, "Porn 'N Chicken"; and appeared in the indie films SEX AND BREAKFAST and BROTHER TO BROTHER.

Rosario Dawson (Abernathy): With numerous films already to her credit, including female leading roles opposite today's hottest film actors and directors, Rosario Dawson has emerged as one of Hollywood's most sought after leading ladies.

Dawson was last seen in Kevin Smith's CLERKS 2 for the Weinstein Company in which she earned much critical acclaim for her portrayal of 'Becky'. She will next be seen in the John Madden directed, KILLSHOT alongside Mickey Rourke, Diane Lane and Johnny Knoxville. Dawson recently completed producing and starring in DESCENT for director Talia Lugacy. This will be Dawson's first self produced film.

In 2005, Dawson was seen in the starring role of 'Mimi Valdez' in the film adaptation of famed Broadway play RENT. Dawson toplines the Chris Columbus directed version of the Pulitzer Prize-winning Jonathan Larson musical, joining many of the original cast members including Anthony Rapp, Adam Pascal, Jesse Martin, and Taye Diggs. The film was produced by Michael Barnathan, Jane Rosenthal and Robert De Niro, and was distributed by Revolution Studios under the Sony umbrella. RENT received enormous acclaim from both critics and industry peers alike.

Dawson's made a huge impact starring in the Robert Rodriguez/Frank Miller film noir drama SIN CITY. She played the role of 'Gail' in the third and final installment of the film based on Miller's graphic novel series, which also stars Bruce Willis, Benicio Del Toro, Clive Owen, and Brittany Murphy. This Miramax/Dimension film opened #1 at the box office and was in dramatic competition at the 2005 Cannes Film Festival.

Dawson also starred in the Oliver Stone epic ALEXANDER for Warner Brother's pictures. She rounded out an all-star cast playing opposite Colin Farrell, Angelina Jolie, Anthony Hopkins, and Jared Leto. Dawson played the roll of 'Roxanne,' wife of Alexander The Great (Farrell).

Dawson was also seen co-starring with The Rock, Sean William Scott and Christopher Walken in Universal's action/comedy THE RUNDOWN. She played a Brazilian rebel leader, leading the fight for her enslaved people in order to get the money and the basic living essentials that they deserve. THE RUNDOWN was the #1 movie in its opening weekend, and went on to be the #1 selling DVD and video rental in the nation.

Dawson co-starred in the Lions Gate drama SHATTERED GLASS with Hayden Christensen, Chloe Sevigny and Steve Zahn. The film has received considerable critical acclaim and was an award show contender in 2004. She also appeared this year in the indie film THIS GIRLS LIFE, which has been making its run in the festivals this year.

Dawson shone on-screen starring in the acclaimed Spike Lee film, THE 25th HOUR, opposite Edward Norton, Philip Seymour Hoffman and Barry Pepper. She had recently starred opposite Will Smith and Tommy Lee Jones in Columbia Pictures', MEN IN BLACK 2 and in THE ADVENTURES OF PLUTO NASH, a futuristic action/comedy, starring opposite Eddie Murphy. She also starred in Lions Gate's CHELSEA WALLS, for director Ethan Hawke, which was based on the play of the same name.

Dawson's credits include the Paramount Classic's SIDEWALKS OF NEW YORK, a romantic comedy, written, directed, and starring Ed Burns as well as Heather Graham, Stanley Tucci and Brittany Murphy. She also appears in the THE FIRST \$20 MILLION IS ALWAYS THE HARDEST, written by Jon Favreau and directed by Mick Jackson. The film, starring Adam Garcia ("Coyote Ugly"), centers around four misfit Silicone Valley inventors who design the computer of the future only to the idea stolen by another inventor. Dawson plays Alissa, an art major and Adam Garcia's love interest. She will also appear in Ed Burn's next film ASH WEDNESDAY, along with Ed Burns and Elijah Wood.

She can also be seen in the independent film LOVE IN THE TIME OF MONEY, written and directed by theater director Peter Marrei, which premiered with high acclaim at the 2002 Sundance Film Festival. The dark comedy chronicles the lives of nine New Yorkers connected through searches for love and sex in the city. The film also stars Steve Buscemi, Carol Kane, Michael Imperioli and Adrian Grenier.

Dawson produced a 15-minute short film entitled BLISS VIRUS, written and directed by Talia Lugacy. Additionally, Dawson hopes to produce Lugacy's first feature sometime in the near future.

Dawson made her film debut in the highly acclaimed and controversial hit KIDS. Directed by photographer Larry Clark, with a script by Harmony Korine, KIDS depicted 24 hours in the life if a group of New York Skaters and the havoc that runs through it. The film features a group of kids actually pulled from the streets in New York, as opposed to professional actors. With a surprise midnight screening at the Sundance and a spot in the main competition at the Cannes Film Festival, her film career was well underway.

Dawson's other film credits include: Spike Lee's HE GOT GAME opposite Denzel Washington; LIGHT IT UP, opposite Forrest Whitaker and Vanessa Williams; DOWN TO YOU with Freddie Prinze Jr.; and, JOSIE AND THE PUSSYCATS, with Rachel Leigh Cook and Tara Reid.

Dawson currently resides in Los Angeles.

Zoë Bell (Zoë): Zoë Bell is proud to make her starring debut in GRINDHOUSE. As an established and extremely talented stuntwoman, Zoë has made a name for herself through her unparalleled dedication, skill and focus.

Bell began working with Tarantino well before Grindhouse in KILL BILL, Vol 1 and KILL BILL, Vol. 2 as Uma Thurman's stunt double in the role of "The Bride." She was nominated for "Best Stunt by a Stunt Woman" and "Best Fight" at the Taurus World Stunt Awards for her work in KILL BILL, Vol. 1 and she took home both of those wins the following year for KILL BILL, Vol. 2. Bell also showcased her stunting skills in her role as Sharon Stone's stunt double in CATWOMAN with Halle Barry.

Her talent translated to the small screen on the cult television series "Xena: Warrior Princess" where Bell played the stunt double for the title character Lucy Lawless. The ever-popular series enjoyed a six-year run and unprecedented fan following. Bell also served as a regular stunt double on the ABC thriller "Alias" and on an episode of "Cleopatra 2525" as a double for Vicki Pratti.

She appears in the action packed documentary DOUBLE DARE which tells the stories of herself and legendary stuntwoman Jeannie Epper. It gives an insight into the career of women who take falls and punches for a living and also highlights some of the struggles of stuntwomen to stay thin, employed, and sane in a male dominated career.

Bell is a native of New Zealand and currently resides in Los Angeles. It was back at home that she began her diverse background in sports, including Tae Kwon Do, diving, and PADI Scuba. Bell's athleticism earned her three second-place finishes in the New Zealand Gymnastics Nationals from 1989 to 1991.

Mary Elizabeth Winstead (Lee): Talented, young ingénue Mary Elizabeth Winstead is busy as ever these days. Winstead will next be seen this November in the highly anticipated ensemble film BOBBY directed by Emilio Estevez and in the remake of the 1974 horror classic BLACK CHRISTMAS being released on Christmas Day.

Winstead last starred as the female lead in New Line Cinema's FINAL DESTINATION 3. Previous film credits include THE RING TWO with Naomi Watts, SKY HIGH, opposite Kurt Russell and Kelly Preston and the independent film CHECKING OUT.

On the small screen Winstead is probably best known for her role as 'Jessica Bennett' in the popular NBC daytime drama "Passions" for which she received nominations from the Hollywood Reporter's Young Star Awards and the Young Artist Awards for her performance on the show. Other television credits include the CBS series "Wolf Lake," the MTV original telepic "Monster Island," and guest roles in popular shows such as "Touched by an Angel," "Tru Calling" and "Promised Land."

Winstead, a cousin of the legendary Ava Gardner, is no stranger to the stage. She began her career in the performing arts as a dancer for which she studied ballet, tap and jazz. Her theatre credits include "The Nutcracker" and the Broadway production of "Joseph and the Amazing Technicolor Dreamcoat" with Donny Osmond.

Originally from Rocky Mount, North Carolina, Winstead now mostly resides in Los Angeles or wherever her next project takes her. Despite her busy schedule, she is still finding time for higher education, taking college courses online.

Rose McGowan (Pam): Rose McGowan had never uttered a word of English until the age of 10. Born and raised as a child in Italy, McGowan grew up surrounded by a large family in Florence and was as far away from the world of acting as one could be. It wasn't until her family moved to the United States, that she decided to make the move to Los Angeles to pursue acting. In 1997, she got her first big break in Pauly Shore 's comedy ENCINO MAN and hasn't stopped working since.

Although many of McGowan's fans may recognize her from her more commercial hits, her first starring role was actually in an independent role. After a fortuitous meeting with Gregg Araki in Los Angeles , he decided to cast her landed her as Amy Blue in his black comedy THE DOOM GENERATION. Her portrayal of the troubled teen brought her to the attention of critics everywhere, and she was nominated for Best Debut Performance at the Independent Spirit Awards in 1996.

McGowan followed up THE DOOM GENERATION with a variety of films, most notably Wes Craven's horror blockbuster SCREAM. Starring alongside, Neve Campbell, Courteney Cox, and Matthew Lillard, McGowan played Tatum Riley in the teen flick. In 1998, she appeared in the independent film SOUTHIE which won Best Picture at the 2000 Seattle Film Festival. Then, in 1999 she co-starred in the comedy JAWBREAKER as teen Courtney Shane and her performance earned her a nomination for Best Villain at the 1999 MTV Movie Awards.

In 2001, McGowan replaced Shannon Dougherty on the popular television series CHARMED as the long lost Halliwell sister Paige. She starred opposite Alyssa Milano and Holly Marie Combs until the show ended in 2006. For her role as Paige, she won the 2005 Family Television Award for "favorite sister." Recently, she starred opposite Jonathan Rhys Myers in the television mini-series ELVIS playing Ann-Margaret.

Currently, McGowan can be seen in the Brian De Palma film THE BLACK DAHLIA alongside Hilary Swank, Josh Hartnett, and Scarlett Johansson.

McGowan currently resides in Los Angeles, CA.

Eli Roth (Dov): Eli Roth burst onto the film scene at the 2002 Toronto Film Festival, with his debut film CABIN FEVER, which he produced, directed, and co-wrote. Produced independently on a low budget, CABIN FEVER was the highest selling film at the 2002 Toronto Film Festival, after a frenzied bidding war between seven studios. CABIN FEVER went on to be Lion's Gate's highest grossing film (no pun intended) of 2003, opening on 2,100 screens, and has to date grossed over \$100 million dollars worldwide in theatrical, home video, and DVD sales. Roth's second film, HOSTEL, which he wrote, produced, and directed, (Executive Produced and Presented by Quentin Tarantino) was a massive hit worldwide, opening #1 both at the box office and on DVD. Produced independently for a nominal budget of \$4 million dollars, HOSTEL has to date earned \$150 million dollars in theatrical and DVD revenue.

Both of Roth's films garnered overwhelming critical acclaim around the globe, with glowing review from The New York Times, Le Monde, Rolling Stone, Empire Magazine, Film Comment, Entertainment Weekly, and Premiere Magazine. Roth has been profiled and interviewed in such publications as G.Q., Elle, The New York Times, Esquire, New York Magazine, I-D, Stuff, and Maxim magazine. He has appeared on numerous television and radio programs, including MTV's "Total Request Live," "The Jimmy Kimmel Show," "Best Week Ever," "The Treatment" with Elvis Mitchell, and "The Howard Stern Show." His name has become synonymous with horror that in 2006 he had twice been an answer in the New York Times Sunday crossword puzzle. Roth is widely credited for bringing back the current wave of R-rated horror films that revived the box office, and his films have redefined the movie studios perception of low budget horror films.

Roth is currently in post production on HOSTEL PART II, due for release in June 2007. Future projects include an adaptation of Stephen King's bestseller "Cell" for The Weinstein Company.

Omar Doom (Nate): Raised in Easton, PA, Omar Doom moved to New York City at the age of 17. He studied Fine Arts, majoring in painting, at Parsons in both New York and Paris. He then relocated to Los Angeles and used his talents to do artwork for a clothing line he and his sister Saira created, all the while writing music. 5 years later, Omar ultimately left the company to pursue music/acting professionally and returned to New York, where he met legendary DJ/music producer Stretch Armstrong. They formed the band Doomington, in 2004 and have released a string of singles with an album coming in the near future. Their song Lovin' The Fix was featured on the critically acclaimed The Sound Of Young New York series. While on a trip back to LA he ran into longtime friend Quentin Tarantino who cast him in his film DEATH PROOF which is part of the GRINDHOUSE double feature Quentin made with Robert Rodriguez. Omar is currently working on finishing the Doomington album with collaborators Peter Wade, Junior Sanchez and others both in NY and LA as well as pursuing other acting roles.

Crew

Quentin Tarantino (Writer/Director/Producer/Director of Photography): With his vibrant imagination and his trademark dedication to richly detailed storytelling, Quentin Tarantino has established himself as one of the most unique, visionary filmmakers of his generation. Tarantino continues to infuse his distinct, innovative films with appreciative nods to classic moviemaking styles, genres and motifs.

Tarantino recently guided audiences on a whirlwind tour of the globe in KILL BILL Vol. 1 and Kill Bill Vol. 2, in which Uma Thurman, as “the bride,” enacted a “roaring rampage of revenge” on her former lover and boss. KILL BILL Vol. 1 and KILL BILL Vol. 2 also star David Carradine as the doomed title character, and Lucy Liu, Daryl Hannah, Vivica A. Fox and Michael Madsen as his equally moribund team of assassins.

Following the worldwide success of KILL BILL Vol. 1 and KILL BILL Vol. 2, Tarantino seized an opportunity to collaborate with longtime friend and colleague Robert Rodriguez as a special guest director on the thriller SIN CITY. Based on three of co-director Frank Miller’s graphic novels, SIN CITY was released by Miramax in April, 2005. The ensemble cast includes Jessica Alba, Powers Boothe, Rosario Dawson, Benicio Del Toro, Michael Clarke Duncan, Michael Madsen, Brittany Murphy, Mickey Rourke, Bruce Willis and Elijah Wood.

Tarantino then turned his attention to the small screen, directing the season five finale of “CSI.” In the episode, entitled “Grave Danger,” Tarantino took the show’s fans on a chilling, claustrophobic journey six feet underground into a torturous coffin that contained CSI team member Nick Stokes (George Eads). The episode garnered Tarantino an Emmy nomination for Outstanding Directing for a Drama Series. Tarantino made his television directorial debut in 1995 with an episode of the long-running drama “ER” entitled “Motherhood.”

Tarantino wrote and directed JACKIE BROWN, a comic crime caper loosely based on Elmore Leonard’s novel Rum Punch, starring Pam Grier, Robert Forster, Samuel L. Jackson, Robert De Niro, Bridget Fonda and Michael Keaton. JACKIE BROWN was released in 1997. Grier garnered both Golden Globe and SAG Award nominations for her performance in the title role. Forster was nominated for an Academy Award for Best Supporting Actor. Jackson won the Silver Bear for Best Actor at the Berlin International Film Festival in 1998 for his performance as Ordell Robbie.

Tarantino co-wrote, directed and starred in PULP FICTION, which won the Palme D’Or at the 1994 Cannes Film Festival, numerous critics awards, and a Golden Globe for Best Screenplay. (He made a return visit to Cannes in 2004 to take on the prestigious role of jury president.) PULP FICTION was nominated for seven Academy Awards including Best Picture and Best Director, and Tarantino received an Academy Award for Best Screenplay. The time-bending, crime fiction collage stars John Travolta, Bruce Willis, Uma Thurman, Samuel L. Jackson, Eric Stoltz, Harvey Keitel, Tim Roth, Maria de Medeiros, Amanda Plummer and Christopher Walken.

He made a bold debut with RESEVOIR DOGS, a cops and robbers tale that Tarantino wrote, directed and produced on a shoe-string budget. The film boasts an impressive cast that includes Harvey Keitel, Steve Buscemi, Tim Roth and Michael Madsen.

Following the success of RESEVOIR DOGS, the screenplays that Tarantino wrote during his tenure as a video store clerk became hot properties: Tony Scott directed Christian Slater and Patricia Arquette in TRUE ROMANCE and Robert Rodriguez directed George Clooney and Salma Hayek in FROM DUSK TILL DAWN.

Tarantino joined Allison Anders, Robert Rodriguez and Alexandre Rockwell by directing, writing and executive producing a segment of the omnibus feature FOUR ROOMS. FOUR ROOMS was released by Miramax in December, 1995.

Tarantino's diverse work as a producer exemplifies both his dedication to first-time filmmakers and his enthusiastic support for his experienced peers and colleagues. Tarantino served as an executive producer on Eli Roth's HOSTEL, a chilling horror film about vacationers who fall victim to a service that allows its patrons to live out sadistic fantasies of murder. Tarantino is also an executive producer on John Madden's thriller KILLSHOT, starring Mickey Rourke and Diane Lane. KILLSHOT will be released by The Weinstein Company in 2006. In 2005, Tarantino also produced first-time director Katrina Bronson's DALTRY CALHOUN, starring Johnny Knoxville and Juliette Lewis. Tarantino's additional executive producer credits include Robert Rodriguez's FROM DUSK TILL DAWN and Roger Avary's KILLING ZOË. The longtime fan of Asian cinema presented Yuen Wo Ping's IRON MONKEY to American audiences in 2001 and Zhang Yimou's HERO in 2004.

Erica Steinberg (Producer): After establishing a longstanding working relationship with Quentin Tarantino at Miramax, which began with RESERVOIR DOGS, Steinberg joined Tarantino as his producing partner to run his production company in May of 2006.

Tarantino's DEATH PROOF, part of the GRINDHOUSE double bill also featuring Robert Rodriguez's PLANET TERROR, marks their most recent collaboration. Previously, Erica was an executive producer on KILL BILL VOL. 1 and 2, and she executive produced the upcoming KILLSHOT, based on the Elmore Leonard novel, directed by John Madden and starring Diane Lane, Thomas Jane and Mickey Rourke. She was also an executive producer on 2005's DALTRY CALHOUN, starring Johnny Knoxville and Elizabeth Banks.

A seasoned executive from Miramax Films, Erica began her career at Miramax working in publicity on such critically acclaimed films as PULP FICTION, BULLETS OVER BROADWAY, RESERVIOR DOGS, THE CRYING GAME, JACKIE BROWN and THE CIDER HOUSE RULES before eventually moving over into production in 2001.

A graduate of Boston University, Erica is originally from Philadelphia but now resides in Los Angeles.

Sally Menke (Editor): Sally Menke most recently served as editor on Quentin Tarantino's KILL BILL: VOL. 1 and KILL BILL: VOL. 2. Among her other credits are Billy Bob Thornton's ALL THE PRETTY HORSES and DADDY AND THEM. She also collaborated with Quentin Tarantino on RESERVOIR DOGS, JACKIE BROWN and PULP FICTION, for which she was nominated for an Academy Award. She edited the segment "The Man From Hollywood," from the full-length production FOUR ROOMS, as well as Oliver Stone's HEAVEN AND EARTH, THE SEARCH FOR SIGNS OF INTELLIGENT LIFE IN THE UNIVERSE, WHO DO YOU THINK YOU'RE FOOLING and MULHOLLAND FALLS. Her earlier credits include COLD FEET and TEEN AGE MUTANT NINJA TURTLES.

Nina Proctor (Costume Designer): Nina Proctor, who serves as costume designer for GRINDHOUSE, the double bill featuring Robert Rodriguez's PLANET TERROR and Quentin Tarantino's DEATH PROOF, has collaborated with Rodriguez on six films including the SPY KIDS trilogy, FRANK MILLER'S SIN CITY and SHARK BOY AND LAVA GIRL THREE-D. In addition, Proctor has also worked on such films as ALL THE PRETTY HORSES, DR. T AND THE WOMEN, AMERICAN OUTLAW, and THE RETURN.

Greg Nicotero (Special Effects Makeup): The KNB EFX Group, Inc. was formed in 1988 by Gregory Nicotero and Howard Berger. Over the nearly 2 decades, KNB has become one of the most prolific make-up effects studios in Hollywood with over 500 feature film and television credits including THE ISLAND, THE AMITYVILLE HORROR, KILL BILL, the SPY KIDS Trilogy, LAND OF THE DEAD, SPAWN, ARMY OF DARKNESS, PULP FICTION, RAY, BOOGIE NIGHTS and THE GREEN MILE.

Their most current projects include Michael Bay's TRANSFORMERS. They also recently worked on the second season of Showtime's "Masters of Horror" anthology horror series as well as SIN CITY, for which they won a 2005 Hollywood Film Festival Make Up of the Year Award. KNB received the 2001 Emmy Award for Best Visual Effects for the mini-series "Dune" as well as multiple awards from the Academy of Science Fiction, Fantasy and Horror films in recent years. Their contributions to THE CELL and THE TIME MACHINE earned Academy Award Nominations for Best Make-up while the fantasy characters for THE CHRONICLES OF NARNIA: THE LION, THE WITCH AND THE WARDROBE won them both the British Academy Award and Oscar for Best Achievement in Make-up.

The 24,000 square foot facility located in Van Nuys, California is home to a variety of tremendously skilled designers, sculptors, painters and lab technicians. From a fake body replica for "Law & Order" to a fully animatronic Lion puppet for *The Lion, The Witch and the Wardrobe*, Greg and Howard have been able to pride themselves on working with some of the most talented artists in Hollywood. Their effects can be seen in dozens of films including DANCES WITH WOLVES, HOSTEL, THE HILLS HAVE EYES, IDENTITY, MISERY, CASINO and A SIMPLE PLAN. Most recently Greg and Howard completed work on CASINO ROYALE, SPIDER-MAN 3 and THE HITCHER. Their work was recently seen in Tony Scott's DÉJÀ VU and the new installment in THE TEXAS CHAINSAW MASSACRE series.

For television, KNB has supplied effects for “Boston Legal,” “Invasion” and “Dragnet.” Their work can be currently seen on “Law & Order,” “24” and HBO’S acclaimed western series “Deadwood.”

Steve Joyner and Caylah Eddleblute (Production Designers): Steve and Caylah have worked together in some form of art department assignment for the past eighteen years. They began working as set dressers together, then created their own Property Department where Robert Rodriguez took a chance on them with his 1995 release FROM DUSK TILL DAWN.

They have worked with Rodriguez ever since on movies including the three SPY KIDS installments where they started working with fiberglass and molds which led them to building larger set pieces. They also worked on ONCE UPON A TIME IN MEXICO, SIN CITY, as well as on Quentin Tarantino’s JACKIE BROWN and KILL BILL. They just completed set design on the current collaboration between those two directors, GRINDHOUSE.

Jeff Dashnaw (Stunt Coordinator): Veteran stunt coordinator Jeff Dashnaw is responsible for the action sequences in a multitude of feature films and television series. He has worked with Robert Rodriguez on seven of his films, including the SPY KIDS trilogy, ONCE UPON A TIME IN MEXICO, FRANK MILLER’S SIN CITY, and GRINDHOUSE. His television credits include coordinating stunts for episodes of “CSI: Miami,” “Arrested Development,” and “Roswell.” In addition, Dashnaw has also worked as a stunt double on such action-packed blockbuster hits as THE TERMINATOR, LETHAL WEAPON, DIE HARD 2, THE TERMINATOR 2: JUDGEMENT DAY, LETHAL WEAPON 3, THE MATRIX RELOADED and CRANK. His talents also run in the Dashnaw family – his wife Tracy and son JJ were responsible for performing some of the major action sequences on both segments of GRINDHOUSE.