

NIGHT AT THE MUSEUM BATTLE OF THE SMITHSONIAN



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Night has fallen upon the Smithsonian Institution in Washington, DC. The guides have gone home, the lights are out, the school kids are tucked in their beds . . . yet something incredible is stirring as former night guard Larry Daley (Ben Stiller) finds himself lured into his biggest, most imagination-boggling adventure yet in which history truly comes alive. In this second installment of the Night at the Museum saga, Larry faces a battle so epic it could only unfold in the corridors of the world's largest museum. Now, Larry must try to save his formerly inanimate friends from what could be their last stand amid the wonders of the Smithsonian, all of which, from the famous paintings on the walls to the rocket ships in the halls, suddenly have a mind of their own.



NATM2-006: Ben Stiller returns as heroic museum guard Larry Daley.
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The first film ever shot in the Smithsonian complex, the fun begins as Larry has left behind the low-paying world of guarding museums to become a sought-after inventor of Daley Devices infomercial products. He seems to have it all – but something is missing in his life, something that draws him back to his old haunt, the Museum of Natural History, where he once had the magical night of a lifetime. There, he makes an unsettling discovery. His favorite exhibits, indeed some of his truest friends, have been deemed out-of-date. Packed into crates, they await shipment to the vast archives of the Smithsonian.



NA1M2-045 Amy Adams is filmed as actress Amelia Earhart.
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Their fate is unknown – that is, until Larry receives a distress call from the miniature cowboy Jedediah (Owen Wilson), who informs him of an impending disaster. It seems the newcomers have awoken their new digs, including the Egyptian ruler, Kahmunrah (Hank Azaria), who's in a particularly nasty mood after 3,000 years of slumber. Now, he and a trio of history's most heinous henchmen – namely Ivan the Terrible (Christopher Guest), Napoleon Bonaparte (Alain Chabat) and Al Capone (Jon Bernthal) – are plotting to take over the museum (and then the globe), as they unleash the Army of the Underworld.



NA1M2-045 Amy Adams is filmed as actress Amelia Earhart.
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Speeding to the nation's capital, Larry is clearly in over his head. But he's got some impressive new friends – from the brilliant Albert Einstein to honest Abe Lincoln to the one exhibit who takes his breath away –the irrepressible Amelia Earhart (Amy Adams), who spurs Larry to rediscover his missing his sense of fun and adventure. Along with his old buddies, including Teddy Roosevelt (Robin Williams), Octavius (Steve Coogan), Sacajawea (Mizuo Peck), Attila The Hun (Patrick Gallagher) and the Neanderthals -- Larry will stop at nothing to regain his friends and restore order to the National Mall, from the Lincoln Memorial to the Air and Space Museum, before the stroke of dawn.



NIGHT AT THE MUSEUM: BATTLE OF THE SMITHSONIAN marks the first action adventure film ever shot at the nation's premiere museum complex, the Smithsonian Institution, the largest and most visited museum in the world.

Twentieth Century Fox presents a 21 Laps/1492 Pictures Production, NIGHT AT THE MUSEUM: BATTLE OF THE SMITHSONIAN, directed by Shawn Levy, written by Robert Ben Garant & Thomas Lennon, and starring Ben Stiller, Amy Adams, Owen Wilson, Hank Azaria, Christopher Guest, Alain Chabat, Ricky Gervais, Steve Coogan, Bill Hader and Robin Williams. The producers are Shawn Levy, Chris Columbus and Michael Barnathan and the executive producers are Thomas M. Hammel, Josh McLaglen and Mark Radcliffe.

Tackling the extraordinary task of bringing the Smithsonian to life is an inventive creative team that includes the return of production designer Claude Paré, editors Dean Zimmerman and Oscar®-nominated Don Zimmerman, A.C.E. and Oscar and Golden Globe® nominated composer Alan Silvestri; along with Academy Award® nominated director of photography John Schwartzman, ASC (National Treasure: Book of Secrets, Seabiscuit), costume designer Marlene Stewart (Tropic Thunder) and visual effects supervisor Dan DeLeeuw, who created the African animals and Rexy in the original Night at the Museum.



NATMD-127: Egyptian pharaoh Kahmunrah (Brendan Fraser) makes an appropriately villainous pose.
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BIGGER MUSEUM, GRANDER ADVENTURE

The smash hit *Night at the Museum* raised a burning question that anyone who has ever entered a museum has wondered: what happens to all the displays in a museum when the lights go out and the visitors go home? The delightfully imaginative answer brought to life a host of irreverently funny, endearing and clever characters straight from history in an adventure that featured Neanderthals, Cowboys, U.S. Presidents, Dinosaurs and Easter Island statues. All came together with a night guard who was able to triumph for the first time in his life after discovering the power of knowledge and the pleasures of unexpected friendships.



NATMD-128: Museum of Natural History official Dr. McPherson (Ricky Gervais) doesn't seem perturbed by the antics of the Capuchin monkey Dexter.
Photo credit: Deane Gregory
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But where could Larry Daley possibly go from there? For the filmmakers of *Night at the Museum*, if Larry was going to take another amazing journey they knew it had to be a big step up – in

size, in adventure and in the stakes Larry would face. How do you get any more gargantuan than New York's Museum of Natural History? Where could they find an even bigger museum, one that was teeming with an even more astonishing array of exhibits – from prehistoric creatures to medieval artworks to Space Age rockets – and where the potential for thrills, comedy and the ultimate test of Larry's loyalty and courage would be off the charts if it all suddenly came to life?



NATMD-145: General Custer (Bill Hader) and Abbie the Space Monkey are pleased by the events unfolding during the epic Battle of the Smithsonian.
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There was only one answer. And it led straight to the capital of the United States and the only museum funded by we the taxpayers: the magnificent Smithsonian Institution. “We wanted everything we did in the first movie to be not only bigger but better in the second,” explains returning director Shawn Levy. “We wanted a journey for Larry that would be even more captivating, that would help him find his way back to the better self he got a glimpse of in *Night at the Museum*. Ben Stiller and I had always agreed that we wouldn’t continue this tale unless we had a great new story – so when the idea came up of taking Larry and his friends to the Smithsonian, we knew this was it. We couldn’t have been more excited.”



NATMD-254: Amelia Earhart (Amy Adams) and Larry Daley (Ben Stiller) behold the wonders of exhibits that have come to life inside the Smithsonian.
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The Smithsonian upped the scale because its own scale is so marvelously massive. Considered a beacon of culture, education and exploration the world over, the Smithsonian was founded in 1846 with a mysterious \$500,000 bequest from the British scientist James Smithson who, though he never stepped foot in the U.S., wanted the country to have a special place devoted to the “increase and diffusion of knowledge.” More than 150 years later, the Smithsonian Institution is a centerpiece in our nation’s capital, the largest museum complex on earth and a repository for everything from ancient bones to vital U.S. historical documents to such cultural artifacts as Archie Bunker’s chair. Some 25 million

visitors each year are dazzled and excited by all that lies within, from the awe-inspiring paintings in the National Gallery to the vintage planes in the National Air & Space Museum.



NAIM2-277: Ben Stiller and Larry Williams (the voice of Kahmunrah) look on as the pharaoh enters the Smithsonian.
Photo credit: Doane Gregory
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For the filmmakers, the very notion of using the Smithsonian not just as the backdrop but also as the very core of a grand comic adventure was like letting hungry kids loose in a candy shop. It reignited the collective passion of the entire original team, including screenwriters Thomas Lennon and Robert Ben Garant, who adapted the beloved children's book by Milan Trenc, infusing it with their own spirited humor to create the first *Night at the Museum*.



NAIM2-277: Larry Daley (Ben Stiller) has a showdown with evil Egyptian pharaoh Kahmunrah (Hank Azaria).
Photo credit: Doane Gregory
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As far as Lennon and Garant were concerned, the larger the museum, the greater the opportunities for magical encounters, surprise battles and irresistible storytelling. “Unlike the Museum of Natural History, which is all under one roof, the Smithsonian is spread out all over the National Mall,” muses Garant. “We were faced with the extraordinary challenge of figuring out how to tell a story that would move through the entire complex without it being one non-stop chase.” Ultimately, the writing duo narrowed the bulk of the story’s action down to a few of the most alluring areas of the Smithsonian’s museum complex: The Air and Space Museum (the most visited museum in the world), the Smithsonian Castle, and The Lincoln Memorial.



NATM2-281: Stiller, Rosecrantz photos; Wilson's uniform outfit advice is background museum guard Larry Daley (Ben Stiller). Photo credit: Warner Imagery. TM and © 2009 Twentieth Century Fox Film Corporation. All rights reserved. Not for sale or duplication.

But what would bring Larry, a die-hard New Yorker, to D.C.? When Lennon and Garant had last seen Larry, he was contented to have finally become something important in life – a night guard with knowledge of the Museum of Natural History beyond what anyone could imagine. But as they considered what might have happened to him since, they figured he would have aimed for greater success. As the inventor behind Daley Devices, Larry is now feeling more lost than ever, having pursued fame and money while leaving behind friendship, fun and purpose. Likewise, the exhibits he left behind in the museum have also undergone a reversal of fortune. Once beloved by children around the world, they’ve fallen out of favor in these days of high-tech holograms, and, as Larry discovers, are now boxed up to be shipped away and stored deep within the recesses of the Smithsonian’s archives.



NATM2-296: Larry Daley (Ben Stiller) sizes up matters with Napoleon Bonaparte (Alan Chait). Photo credit: Warner Imagery. TM and © 2009 Twentieth Century Fox Film Corporation. All rights reserved. Not for sale or duplication.

This scenario kicked off the story. Then, the two scribes let the Smithsonian itself, which they roamed through day after day, hall after hall, like detail-obsessed tourists, inspire the action from there. Notes Lennon: “When we wrote *Night at the Museum*, all we thought about was writing a fun, action-packed movie everyone would love. We took that same approach in thinking about how to use the Smithsonian as our setting.”



NATM2-337: Three of history's greatest henchmen - Ivan the Terrible (Christopher Guest, left), Al Capone (Joey Bernthal) and Napoleon Bonaparte (Alain Chabat) pause during the epic Battle of the Smithsonian.
Photo credit: James Dittiger
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Some of the Smithsonian's most popular subjects sparked the writers' imaginations in totally new directions. The Air and Space Museum's tribute to adventurous aviator Amelia Earhart and the cherry red Lockheed Vega (in which she made her record-breaking flight across the Atlantic) transported the writers - and subsequently Larry - into an unforeseen romance. When Amelia's statue comes to life she becomes not only Larry's savvy sidekick but also the unexpected romantic foil who reawakens his sense of fun. "From the moment we saw the Amelia Earhart display in the Air & Space Museum, we knew she would be the female character who helps Larry find his way home, literally and metaphorically," says Lennon. Garant and Lennon had a blast with Amelia's moxie-filled banter, marked by a vintage love witty turns of phrase, and peppered with "boffos," "chin ups" and "skidaddles." "We thought about her talking sort of like how Katharine Hepburn might talk in a Howard Hawks movie," explains Garant. "It was so fun to write dialogue like that from the grand movies of that era."



NATM2-629: Larry Daley (Owen Wilson) gets a helping hand from a statue of Abraham Lincoln, which has magically come to life in The Lincoln Memorial.
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NATM2-626: Larry Daley (Ben Stiller) and Amelia Earhart (Amy Adams) wreak havoc in the Smithsonian as they take a thrilling ride through its historic corridors.
Photo credit: Twentieth Century Fox
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Amelia quickly becomes the linchpin of the story, making a major impact on the future direction of Larry's life in a single unforgettable night, one that unfortunately can't last, no matter how close it brings them. Remarks director/producer Shawn Levy: "In developing the new story, I think we brought out a lot of the traits that people loved about the first movie – it's funny, warm-hearted and full of spectacle. But we also go beyond that, towards something new. This time it's not just a guy running away from exhibits that have come to life. It's emotionally more interesting because the love story between Larry and Amelia becomes the heart of the movie. Our goal was to make the sequel more astounding and adventurous, but also to deepen the themes and relationships, and this screenplay pulls it off. Amelia's a spitfire and she and Larry have a wonderful, bittersweet romance because they know she will be wax again when morning comes."



NATM2-629: A subtle-but-not-faintly obvious Larry Daley (Ben Stiller) and Amelia Earhart (Amy Adams).
Photo credit: Twentieth Century Fox
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Also fun for the filmmakers was the chance to have some of history's greatest minds and bravest adventurers meet. "It's amazing to have the Tuskegee Airmen, who were so important to American history, have the opportunity to thank Amelia Earhart for blazing the way towards breaking down barriers of prejudice in flying," says Levy. "These are conversations that never could have happened in real life but they bring great potential for comedy as well as a little historical inspiration."



NATM2-636: A giant octopus presents yet another challenge to Amelia Earhart (Amy Adams) and Larry Daley (Ben Stiller) in their epic "Battle of the Smithsonian."
Photo credit: Twentieth Century Fox
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Larry definitely needs a partner with some navigational skills as he finds himself in a world where anything – and anyone – can and does come to life whenever he turns the corner. Sure, Larry has seen statues walk and models move but never has he found himself inside the action of some of the world's most famous paintings and photographs. "The new element of art coming to life in the gallery was a particular thrill for me as an art lover," says Levy. "You have everything from the American Gothic farmland landscape to Edward Hopper's 'Nighthawks,' to the VJ Day photo by [Alfred] Eisenstaedt. It was a thrill to leave the real world and go into these virtual worlds, inside some of my own favorite works of art. We also have famous sculptures come to life: 'The Thinker' by Rodin, a Degas ballerina and lots of other creatures, including a massive Octopus."



NATM2-637: Larry Daley (Ben Stiller) and Amelia Earhart (Amy Adams) think it's time to get help from The Thinker.
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NATM2-642: Larry Daley (Ben Stiller) and museum official Dr. McPhee (Ricky Gervais) marvel at the new holographic exhibit of Teddy Roosevelt (Robin Williams).
Photo credit: Twentieth Century Fox
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Fueled by the new exhibits in DC, we meet a host of new characters, joined by favorites from the first film in their 'Battle for the Smithsonian.' Chief among these is the most nefarious villain Larry has yet encountered: revived Egyptian Pharaoh Kahmunrah (Hank Azaria), the older, meaner brother of the first film's Ahkmenrah. The diabolical pharaoh intends to turn the Smithsonian into a staging ground for his Underworld Army to take over the world, recruiting his own multi-generational "axis of evil" to lay siege to the museum. The ill-doers enlisted include Ivan the Terrible, the notorious Russian Tsar who believes he has been terribly misunderstood; French military genius Napoleon Bonaparte,

who continues to suffer from a bit of a height issue; and a youthful American gangster with an itchy trigger finger named Al Capone.



NATM2-643: Egyptian pharaoh Khamureh (Bark Arara) watches the sands of time run out for miniature cowboy Jeddiah (Dwan Wilson).
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Another newcomer who plays a key role is the ill-fated Civil War leader General Custer. Defeated at the Battle of the Little Big Horn, he has apparently suffered from low self-esteem ever since. “We chose Custer because we knew we wanted the anti-Teddy Roosevelt,” says Lennon, “someone who gave terrible advice and, despite his best intentions, wouldn’t be helpful at all!”



NATM2-645: Trapped in an hourglass, miniature cowboy Jeddiah (Dwan Wilson) is seemingly helpless as the sands of time run out on him.
Photo credit: Twentieth Century Fox
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With such charismatic men of action and the halls of the Smithsonian to play with, Garant, Lennon and Levy were free to envision wilder, bolder set pieces. “It just doesn’t get much more fun than all the ideas that can come out of the Smithsonian,” says Levy. “You have the Air and Space Museum where every airplane, every model and every rocket comes to life and wants to blast out of the museum. You have a chase sequence inside a photograph. You have a scene where Amelia Earhart steals the Wright Brothers’ airplane, busts out of the Air and Space Museum and crash lands it in the Smithsonian Castle. And then, you have the big battle royale, which is the climactic battle for the Smithsonian, in which all the characters we know and love -- our good-guy army of Larry, Amelia, Attila the Hun, Sacajawea, the Thinker, Venus, General Custer and the Tuskegee Airmen -- face off

against Kahmunrah, Ivan, Napoleon, Capone and the rogue army in one epic last stand!”



NATM2-650: Miniature cowboy Jedediah (Owen Wilson), diminutive gladiator Octavius (Steve Coogan) and friends emerge from the crate in which they traveled from New York to the Smithsonian.
Photo credit: Twentieth Century Fox
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Levy concludes: “This was the kind of story that Ben and I both had in mind when we talked about where to go next with Larry Daley. It was full of smart, sharp comedy, raucous action and a big heart – and then we matched that with an exceptional cast. Since day one, Ben and I were united by the same voracious appetite to put together the best actors and the best craftsmen to tell this story. With Ben joined not only by Amy Adams but also people like Owen Wilson, Robin Williams, Hank Azaria, Christopher Guest, Bill Hader, and Ricky Gervais, -- all brilliant improvisers, all comedy writers in their own right, all guys who know how to go off-road in surprising ways – the creative pedigree in front of the camera is as great as the creativity among the crew, and that’s what makes this movie so special.”



NATM2-696: The massive statue of Abraham Lincoln comes to life and to the rescue during the epic Battle of the Smithsonian.
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ON EXHIBIT: CHARACTERS NEW AND FAMILIAR

Ben Stiller As Larry Daley, Former Night Guard

In the original *Night at the Museum*, Ben Stiller portrayed a night guard whose new job at the Museum of Natural History pushes him to discover his true potential as he attempts to survive a night in which every exhibit in the museum comes to life . . . and comes after him. *NIGHT AT THE MUSEUM: THE BATTLE AT THE SMITHSONIAN* finds Larry in an entirely new situation. He’s become a success. As an infomercial inventor, he’s attained riches and even a smattering of fame, but he seems to have lost something vital that he can’t quite put his finger on. But as soon as he gets drawn into this new and life-changing adventure at the Smithsonian -- he’s reminded of the importance of friendship and just how great following your wildest ideas can be.

Shawn Levy knew that the believability of Larry's second adventure would hinge once again on Stiller. After going on to direct and star in one of 2008's most acclaimed R-rated comedy hits *Tropic Thunder*, Stiller was excited to return to the more innocent world of the museum.

"Ben and I were really thrown into the first movie barely knowing each other, says Shawn Levy, "but now there's a lot of trust and comfort between us – which gives you more freedom. There was a sense of going into something even bigger for both of us. And Ben has a brilliantly quick comedic mind which you know is going to produce all kinds of golden nuggets." For Stiller the chance to reprise the role of Larry inside the Smithsonian was a childhood fantasy realized. "The Smithsonian was always my favorite museum," he says. "I'll always remember going there as a kid because they had the U.S.S. Enterprise from Star Trek there. But this time Larry faces even stiffer odds, as he battles to free his friends from the perils of ancient evil. "This time Larry isn't amazed by the exhibits coming to life because he knows what to expect," Stiller notes. "So he already knows how to deal with these strange characters and creatures popping up out of nowhere."



NATM2-001: Ben Stiller returns as heroic museum guard Larry Daley.
Photo credit: Daniel Greig
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There was also another big draw for Stiller in Larry's new adventure: a love connection with one of history's most alluring and mysterious women, Amelia Earhart. "The first movie was kind of lonely because it was Larry against the exhibits," Stiller says. "But this time Larry has someone to run around the Smithsonian with and that made it so much more fun." The only thing Stiller wasn't looking forward to was a reunion with the Capuchin monkeys who proved so pesky – and endangered his nose – on the first film. "The monkeys are back but I was only semi-excited about that because I had traumatic memories from the first experience," Stiller quips. "But I guess it's like childbirth in that you forget about the pain and find yourself doing it all over again. I will say that Crystal is a true professional but she does not know how to 'fake' a punch."

The thing that really inspired Stiller for a second go-round was the spirit of the whole enterprise -- and the inspiration that might come of it. "For me, it was great to hear that the first movie actually inspired more people to go to museums. It's really nice to hear that kids are getting excited about museums in a time when there are so many other distractions," he says.

Amy Adams as Amelia Earhart, Aviation Pioneer

Few women symbolize the all-out spirit of adventure more than Amelia Earhart, the aviation groundbreaker who changed history with her stereotype-shattering solo flights that affected generations of women. As famous for her smarts, wit and fierce independence as she was for her daring flying

skills, Amelia became known as “Lady Lindy” after becoming the first woman pilot to cross the Atlantic. She was at the height of her popularity when she disappeared over the Pacific in 1937 – but has continued to be a beloved heroine around the world . . . and inside the Smithsonian.

Amelia will come to mean even more to Larry, as she makes a surprise landing in his heart during his amazing night at the Smithsonian. To play Amelia in style, Shawn Levy knew he would need an actress with extra helpings of charisma and class, which he found in abundance in Amy Adams, the popular young star who recently received her second Academy Award® nomination for John Patrick Shanley’s *Doubt*.

“Amy brings a great deal of wit and a real sense of life to the role of Amelia Earhart,” says Levy. “She’s one of the coolest, strongest female characters I’ve seen in a movie in a long, long time.” Adds Ben Stiller: “She also brings a great prettiness to the movie.” Adams simply could not resist the chance to playfully recreate such a historic heroine. “Amelia Earhart is a true inspiration with her daring and her strength. She makes a perfect foil to Larry, because she pushes him to remember who he really is, to see what’s really important to him and to never let opportunities pass him by,” she says. “I loved researching Amelia but this is definitely not a biopic! I play a kind of dolled up version of who Amelia was with an emphasis on her coolest qualities.”

She continues, “Most people remember Amelia as the woman pilot who tragically got lost over the Pacific, but there’s so much more to her. In a time when people needed something to believe in, she became the hope of the nation. She represented this tremendous optimism and had a great effect on people that way – and now she’s doing it again with Larry.” Indeed, Amelia is constantly imploring Larry to find his “moxie.” And just what is this mysterious moxie? Adams defines it as “the courage to go forward with complete conviction – no matter what.”

Meanwhile, Amelia has her own reasons for wanting to become a part of Larry’s dangerous mission to free his museum friends. “She wants to seize this opportunity for adventure and live this one night she’s got to the fullest,” Adams explains. Still, Adams had to steel her own courage for the scenes in which Amelia does what she knows best – flying vintage planes out of the Air & Space Museum. “Ironically, I’m afraid of flying,” laughs Adams. “But I had a lot of fun in the scene where we get to wing walk on the Wright Flyer. I might not be as physically adventurous as Amelia Earhart but I’m not afraid to take chances in life, either.”

Just as Amelia Earhart capitalizes on every last minute of thrills and exhilaration on her one night of life, Adams made the most of what she says was an extremely joyful production. “I had the biggest blast on this film,” she says. “I got to jitterbug, I got to dance with a Degas ballerina, I got to imagine Abraham Lincoln coming to life. I got to work with an amazing cast. It was as cool as it gets.”

Hank Azaria as Kahmunrah, An Egyptian Pharaoh In a Funk

The big trouble at the Smithsonian begins when the magical scroll that brings museum exhibits to life awakens Kahmunrah, the blustery, bigheaded and bitter brother of Akhmenrah, the Pharaoh Larry befriended in New York’s Museum of Natural History. In a funk after his 3000 year slumber, Kahmunrah is now poised to bring his long-held dream to fruition: opening the Gates of the

Underworld and unleashing the armies within – even if he has to do it in what some uninformed people consider to be...a skirt.

To play Kahmunrah, Shawn Levy chose Hank Azaria, the award-winning actor with an extraordinary talent for transforming himself into a wide range of characters on stage, television and screen as well as performing an amusing array of voices for such animated hits as *The Simpsons*. The film marks the fourth time Azaria has starred with Ben Stiller, having appeared with him in *Along Came Polly*, *Dodgeball: A True Underdog Story* and *Mystery Men*. Says Stiller of the choice: “Hank can basically do anything with voices and characterizations, and with Kahmunrah he found the perfect balance between playing a truly evil villain and being really funny, too.”

Azaria sums up his character as “the one guy you wish never woke up, an ancient villain bent on world domination. He was denied the throne and now he couldn’t be happier to have a second chance to cause menace since things didn’t go too well for him in his previous lifetime.” He continues: “He’s a lot of fun to play because he’s so arch and evil and he’s always making these large pronouncements. He has a kind of Boris Karloff delivery, where he’s trying very hard to be scary but in the modern world it comes off as a bit more like amusing. The trick was to be menacing and silly all at the same time.”

Decked out in a lavish “king of the world” outfit, including a massive headdress that nearly toppled Azaria, bejeweled neck armor and Kahmunrah’s infamous tunic (it’s not a skirt!), Azaria got a kick out of trying to keep Ben Stiller’s Larry Daley out of his way. “I was actually trying to make Ben laugh during the takes,” says Azaria, “because I knew if I could get through to him, I was doing pretty well. Ben’s such a funny guy and part of the great charm of this movie is watching him react as these historical figures come to life in such hilarious ways.”

Historic Henchmen: Christopher Guest, Alain Chabat and Jon Bernthal as Ivan the Terrible, Napoleon and Al Capone

In his attempt to take control of the Smithsonian and eventually the entire free world, Kahmunrah recruits a trio of terrors from among the museum’s exhibits – namely Ivan the Terrible, Napoleon Bonaparte and Al Capone. Troublesome as these three men were to the world, Shawn Levy wanted to bring them back to life with a more comic emphasis on their flaws and foibles, and thus it was that he cast three talented comedians in the roles. These guys might have once been pure evil, but after years of being frozen in time as statues, paintings and photographs, their ruthlessness is a little bit rusty.

Christopher Guest takes on Ivan the Terrible, who swears his name has been misinterpreted. The one-time “Saturday Night Live” cast member and star of *This is Spinal Tap*, has become known as the master of the so-called “mockumentary,” having written, directed and starred in such acclaimed comedies as *Waiting for Guffman*, *Best in Show*, *A Mighty Wind* and *For Your Consideration*. He’s played all manner of unusual characters, but certainly not anyone quite like Ivan, who resents his rep as a tyrant. “He really was a very nasty guy,” notes Guest, “but I play him comedically, as a larger-than-life, psychotically crazy Russian guy who yells at people. It’s not like any role I’ve done before but that’s what made it a lot of fun, joining this quartet of megalomaniacs with Capone, Napoleon and Kahmunrah.” Hank Azaria says that Guest was nearly foolproof at cracking him up. “His accent is

somehow highly accurate, extremely scary and absolutely ridiculous at the same time,” says Azaria. “I ruined many a take laughing at him.”

Taking on an equally funny version of the purportedly petite Napoleon is Hollywood newcomer Alain Chabat, one of France’s most acclaimed comedy stars and an esteemed writer, director and producer in his native country. “Alain is a huge French star but he came to L.A. and really fought for this part,” recalls Levy. “It was a great opportunity to have Napoleon played by a real Frenchman.” Chabat went to town sending up his legendary countryman who, as the Emperor of France, had such a big inferiority complex he became one of Europe’s most power hungry conquerors. “I play Napoleon as a short-tempered, really nervous, very loud, little man,” Chabat laughs, “with a very huge hat and some height issues. Basically, these three villains each have a lot of ego and a lot of attitude.”

Chabat was in awe watching the production unfold. “The script was incredible, there are so many things happening on each page, with funny scene after funny scene,” he says. “Then to see the movie growing as we started shooting was amazing. You had these huge sets and fantastical characters and these great comic actors, then special effects – as you say, it was the whole shebang. Shawn Levy had remarkable energy and always had new ideas. He’s a wonderful man but I don’t think he ever slept!”

Rounding out the trio is Jon Bernthal, a fast-rising young star best known for the Emmy®-nominated sit-com “The Class.” In the notorious role of Chicago gangland boss Al Capone, Bernthal leaps out of a photograph full of more bravado and tough talk than he can necessarily back up. “Ben and I both loved Jon’s audition,” says Levy. “He’s got a great vibe and a great face and just the right mix of toughness and comedy.” Although there have been many screen depictions of the iconic Capone, Bernthal saw himself as starting out fresh. “This is such a different kind of story and I really wanted to find the fun in Al,” he explains. “I wanted to play on this idea that Al’s extremely intense and takes himself way too seriously. Also, unlike most of the characters in the movie, Al Capone isn’t a statue or sculpture originally but a photograph in the museum, so I kept his movements kind of posed.”

Bernthal especially loved getting to join up with a whole evil ensemble. “The best thing about being in this movie was definitely the people I got to work with,” he sums up. “Shawn and Ben are incredible artists. Christopher Guest and Hank Azaria are two of my favorite actors ever and Alain Chabat is a genius I never knew about. And then on top of the really funny stuff, you’ve got a story that would excite anyone’s imagination. For me, this movie was a dream come true.”

Bill Hader as General Custer, Having Another Last Stand

Another new friend Larry Daley makes at the Smithsonian is a man who remains best known for his biggest failure: General Custer, the Civil War military leader whose loss at the Battle of Little Bighorn would forever be known as Custer’s Last Stand. Playing Custer as a man trying to get back in touch with his courage is one of today’s hottest comic talents, Bill Hader, a leading member of the current “Saturday Night Live” cast and a star of numerous comedy films, including Ben Stiller’s Tropic Thunder.

“I knew as soon as I read the script I wanted to be a part of this movie,” says Hader. “It’s like the first movie only times one thousand. It’s just huge. The fun thing about all these historical

characters who come to life is that they're not just caricatures – they each have their own arc and everybody, including General Custer, kind of sees things in a new way by the end.” Hader researched Custer’s fascinating life -- from his studies at West Point to his skirmishes with the Lakota tribe -- letting the character evolve in a larger-than-life direction. “I wanted to ground him in reality but at the same time, make it light and fun. You can’t have this kind of mustache and not want to have fun,” he adds. “Truth was that Custer was an insanely vain guy. So it makes sense that he would be so self-conscious about his downfall. And what’s great is that Larry can finally help him get over it.”

One of the biggest challenges for Hader came in mounting General Custer’s trademark horse. “I hadn’t ridden a horse since I was 11,” he confesses. “Ironically, the horse was named Ben. The first time I met him, we were surrounded by people dressed as cavemen, Huns and Tuskegee Airmen, and the horse was not happy. Thankfully, the horse guys helped us both to relax.” Best of all for Hader was the chance to work with so many comic greats. “Watching guys like Hank Azaria and Christopher Guest is a comedy geek’s wildest dream,” he muses.

They’re Back! Owen Wilson, Robin Williams, Ricky Gervais, and More Come To Life Again

“It feels good to be back,” says Owen Wilson, one of the many original stars in *Night at the Museum* who return for this all new adventure. Wilson reprises the role of Jedediah, the miniature cowboy from the Museum of Natural History’s collection – now being held captive at the Smithsonian. Wilson continues: “We all had such a good time playing these wonderful characters in the first movie, we all became great friends, and it was exciting to see family audiences respond so well to it. So it was easy to return. This story is a continuation of all the character’s paths, but it’s also a much bigger movie and you can see that Shawn has really grown as a director.” The actor also confesses that he still has a soft spot for the inches-tall Wild West buckaroo. “He’s just a little cowboy who can barely be heard screaming against the injustices of the world,” muses Wilson. “What’s great is that you can’t be too over-the-top when playing a character this minute.”

Trading witty barbs with Wilson again is the equally diminutive Roman General Octavius, played by British comedy star Steve Coogan. “Owen and I developed this kind of riff with each other in the first movie and we take it even further this time,” he notes. “Our characters also get to see a few more action-packed moments and play their own pivotal role in the battle against Kahmunrah. The best part was that Shawn gave Owen and I a lot of leeway to really improvise and add funny ideas.” In one of Octavius’ most helmet-raising moments in Washington D.C., he encounters a White House squirrel, who appears like a gargantuan dragon to the miniature man. “What Octavius sees in that squirrel is a huge, furry, dinosaur! But he takes control of the situation in a great way,” says Coogan.

Another character without whom Shawn Levy felt there could no second adventure is Larry Daley’s own inspirational hero, Teddy Roosevelt, played with the inimitable comic verve of Robin Williams. This time around, Williams portrays the outspoken 26th President of the United States in several different incarnations, from his wax statue in New York to an oversized bust in D.C. “To be back as Teddy is wonderful,” says Williams. “I’ve never done a sequel before so I saw it as a gift to have the chance to get back into the character of this remarkable man. There’s something empowering and exhilarating about playing this dynamic human being who was not only a President but a botanist, a naturalist, a hunter, an author, a great cook and, according to his wife, a pretty good kisser.” He

continues: “I’m a big fan of history – and of not repeating it. I love that this movie might get kids to ask who was Amelia Earhart or Teddy Roosevelt, and realize they’re not just statues but were real people with fascinating personalities.” The new environment also was a big draw for Williams. “The Smithsonian is the next step up in grandeur,” he says. “The idea of all the stuff in there, from the paintings in the art gallery to the planes in the Air & Space Museum -- all coming to life -- gives you an endless canvas to play with.”

Mizuo Peck, who returns as the Shoshone guide Sacajawea, says that this time around there was a big difference. “This time we’re the good guys battling the bad guys at the Smithsonian,” she explains. “Also, this time Sacajawea gets some action and gets to kick some butt with a bow and arrow, so I really enjoyed that. It was awesome to have so many great new characters and actors.”

Similarly, Patrick Gallagher couldn’t wait to be back in Attila the Hun’s garb – despite it being some 40 pounds of yak fur, leather and metal. “I had so much fun the first time, I was excited to do it again,” he says. “But if that one was big, this one is enormous. But it’s great for me because the Huns get to be heroes in one of the biggest battles at the Smithsonian.”

Larry Daley is aggrieved to run into one particular character again – his former museum boss, the pesky, punctilious Dr. McPhee, played as only Ricky Gervais, master of the unabashedly annoying person, can. “Dr. McPhee remains a man who is blissfully unaware not only of what goes on at night in the museum but in all aspects of his life. He has absolutely no sense of humor, even though he thinks he has one,” explains Gervais. “I think he’s even odder this time, which makes him great fun to play.” He adds: “The best part of being Dr. McPhee was trying to be so strange as to really put Ben Stiller off. That was the most fun in the world. My whole goal was to make Ben say ‘That’s ridiculous.’ But of course deep down, Dr. McPhee likes Larry and he feels like they’re starting to become friends. After all, Larry is probably the only person who tolerates his funny little ways.”

Also back to torment Larry is the Capuchin monkey Dexter, the Brazilian primate who is played by returning monkey stars Squirt and Crystal under the aegis of animal trainers Tom Gunderson and Anthony Suffredini. Levy notes that his primate actors continue to impress. “I do believe Crystal is the greatest simian actress in the world. She plays dual roles – both Dexter, the monkey from New York and Able, the Space Monkey from the Smithsonian, which made her work as complicated as anyone’s in the film!”

THE LARGEST MUSEUM IN THE WORLD – CAPTURED AND REBUILT

When the filmmakers first got the idea for NIGHT AT THE MUSEUM: BATTLE OF THE SMITHSONIAN, they knew their first battle was going to be trying to gain access to a museum complex that is securely protected as part of the U.S. capitol, not to mention a massive museum that has never allowed feature film cameras to breach any of its many doors. Eventually, the production was given unprecedented permission to shoot scenes in the Smithsonian, but with a caveat: they had to do it during business hours, because the Smithsonian closes for no man or movie production. “It was basically like doing live theatre when we shot there,” laughs Levy, “because Ben would have to do scenes for the camera with several hundred people watching just a few yards away.” Adds Stiller: “It was actually a ton of fun, like doing a live show at an amusement park.”

It was all well and good to shoot some scenes in the Smithsonian, but in order to wage destructive battles, wreck general havoc and even fly planes through the museum halls, the production needed a far more flexible and far less fragile space. In essence, what Levy needed was to build functional, floor-to-ceiling replicas of the Air & Space Museum, and the Castle – places that have taken a century to create – in mere months. To tackle this truly outsized task, Levy once again recruited Claude Paré, the production designer who had brought New York’s Museum of Natural History to life so majestically in the first movie. “Claude did so many amazing things for our first movie, it’s hard to believe that with this one he takes it to a whole new level,” says Levy.

The scale was so massive, that just finding a place to build the sets was a challenge. “The main issue was that we needed a set for the Air & Space Museum that could house the rockets because I knew I didn’t want them to just be CG,” Levy explains. “A soundstage wouldn’t give us enough space, so we had to rent a shipyard where they build ferries because that was the only place large enough to accommodate some of the biggest sets ever created.” He continues: “Inside, Claude’s team recreated everything from the surface of the moon to the Apollo lunar rovers to Amelia Earhart’s Lockheed Vega and the Wright Flyer. Everything was built to scale and everything matches the real thing, from the color of the carpet to the light fixtures. Claude recreated the National Mall landmark known as the Smithsonian Castle, which our rogues use as their gothic hideout, and built our own version of the Lincoln Memorial. It doesn’t get much more massive.”

The cast was blown away by the lengths that Paré went to make the fantastical world of the movie feel so downright real. “The sets were unbelievable,” says Amy Adams, “so huge, so full of details and so cool. To have all this to work with as actors was just magical.” Quips Christopher Guest: “I didn’t even realize they were sets for days – I thought we were in a museum!”

Still, in the beginning, even Paré was intimidated by the task. “It was pretty terrifying to grasp the scope of all that had to be reproduced,” he admits. “I knew it would be an amazing challenge.” Paré began his mission by taking the museum tour of a lifetime – spending an entire week behind-the-scenes at the Smithsonian and taking extensive notes on everything he took in, while letting it all fire up his imagination. “I saw the history of the world before my eyes,” he says. “All the civilizations, eras and artifacts and they’re kept with so much care. I even was allowed in the archives where they have the equivalent of ten football fields of shelving of artifacts that will never be on display. I saw the space suits and equipment used by the astronauts who went to the moon. It was an astonishing experience.”

From the get-go, he knew the piece de resistance for his design team would be the Air & Space Museum, which would indeed be one of the largest sets ever created: a 2-story set, 80 feet tall by 360 feet long, replicating the same spectacular steel-and-glass architecture of the original. Many of the exhibits within were built from scratch based on sketches, but some were replicated with real vintage planes, including an F104 fighter jet that was dismantled for shipping and reassembled on the set.

Set decorator Lin Macdonald worked closely with Paré to rebuild many of the historic planes. She was especially awestruck by the Wright Flyer. “It’s made entirely out of fabric and very thin wood,” she muses. “It’s amazing but you couldn’t walk on wings like that, so we rebuilt it out of fiberglass and then upholstered it to look like fabric. Underneath it was strong as steel.”

Similarly, Amelia Earhart's famed red Lockheed Vega amazed Macdonald in its frailty. "It was made out of plywood and it's terrifying to think she flew across the Atlantic in that! We worked from models and photos to recreate it as closely as possible to the original given the scenes that we needed to accomplish with it," says Macdonald. Adds Paré: "Amelia's Vega is a magnificent piece. The dashboard is accurate, the propeller really spins. But detail that aviation specialists will notice is off is that the door opens on the wrong side, but we had to do that to get the best shots when the plane lands in Central Park."

Inside the art gallery paintings and photographs come to life, creating more challenges for Paré, who designed bare bones sets – including one for the 1945 Times Square of Alfred Eisenstaedt's iconic V-Day photo of an ecstatic sailor ravishing a nurse entitled "The Kiss." Computer graphics (CG) would later create a world teeming with celebrating, jitterbugging, horn-blowing soldiers. "Using storyboards, animatics and consultation with the visual effects team, we were able to determine exactly what we needed to build and where to leave room for cameras and motion control tracks, since most of those scenes were done in CG," Paré explains. The Castle was a favorite for Paré because it is so intensely atmospheric. "We wanted to make those sets look truly grand, so we used a more free interpretation of what's inside the Smithsonian's Castle. We played a lot with the finishes, using real slate with a glaze of sepia tone to blend into the building's gothic architecture," he explains.

Finally, having struck the sets from the first film, Paré actually had to go back to square one again and completely rebuild the central hall of the Museum of Natural History -- like déjà vu all over again. "Even though we had to rebuild it completely, as soon as Sacajawea and Teddy Roosevelt and all the classic characters entered the set, it felt like home again," notes Paré.

For all the work he and his accomplished crew put in, Paré is quite clear that his sets, like the museum, only come to life when the right magic happens. "A set is just construction until the cast steps onto it," he says. "Ben Stiller and this amazing cast bring everything to life in part by their performances. They ultimately turned these sets into something real." The task of capturing all of this scale along with the kinetic energy of the movie, while leaving room for extensive CG effects to be seamlessly woven in, fell to cinematographer John Schwartzman. Nominated for an Oscar for his work on *Seabiscuit*, Schwartzman also honed his adventure chops on *National Treasure: Book of Secrets* and was excited to find ways to represent such massive spaces filled with so much action on the screen. "The scale of this movie was a thrilling challenge," he says. "And then you have to account for the fact that you're dealing with a combination of live action characters and characters which are either going to be created digitally later, or actors who are going to be shrunk down to one twenty fourth of their real size! It was a very interesting and fun process."

The key was to be extremely prepared . . . and then be ready to let go into total spontaneity, notes Schwartzman. "Comedy is elusive and you can't always repeat it, so the secret was to keep the cameras moving. When the actors are on fire, you don't want to lose that momentum. We created an infrastructure so that we would be able to move from place to place very quickly. It paid off in spades." One of the most spectacular live-action shots that Schwartzman captured comes at the climax of the film, when Amelia Earhart's Lockheed Vega makes a shocking landing in New York's Central Park -- and taxis right to the entrance of the Museum of Natural History. "I want people to know that was not computer trickery," says Shawn Levy. "We shipped our full-scale replica of the Vega to New York,

closed down Central Park West for the night, and John's team lit everything up to create an amazing image you could never see in real life. I have to put it up there with one of the most magical nights of filming I've ever had."

COSTUMES FROM A PLETHORA OF PERIODS

Imagine time traveling from prohibition-era Chicago to ancient Egypt to 16th Century Russia to a 1960s NASA spacecraft in the blink of an eye and you get some sense of the task confronting costume designer Marlene Stewart on NIGHT AT THE MUSEUM: BATTLE OF THE SMITHSONIAN. Unlike most films that take place in a single period or, at most, a few, Stewart faced a cornucopia of costumes from across the spectrum of human history. For Stewart, who actually holds a degree in History, the challenge couldn't have been more fun. Having worked with Ben Stiller recently on the comedy hit Tropic Thunder, Stiller recommended her for the job. "I was really looking forward to working with Ben again," she recalls. "Then, when I read the script, I saw it as a dream opportunity to do something really different, a kind of fantasy take on semi-accurate historical costumes. I loved researching and investigating the different periods in history and exploring different textiles from those eras – and then getting to put our own twist on things."

Stewart worked with each individual actor to meld her costume ideas to their personalities, as well. "I see my job as not only matching the director's vision and the production designer's sets, but also the actors' approach to their characters," she says. Case in point: the fictional pharaoh Kahmunrah's outfit, a magnificently over-the-top example of Stewart's diverse talents. To mold the costume to Hank Azaria's body, she did a laser scan of the actor and built the armor directly to fit, a process that took months. "It's probably my favorite costume," she says. "I took a lot of real elements – the typical Pharaoh shapes, the armor actually worn during ceremonial rites at that time, the mythical Egyptian creatures like the Horus – and mixed them all up in ways I thought would be historical, yet maintain the sophistication audiences expect in a contemporary film," Stewart explains. "There's both a lot of detail and a lot of eye candy. As for the headdress, Hank had to practice the balance of wearing it, so he didn't just topple over!"

Stewart also enjoyed going back in American history, especially for Amelia Earhart's classic jodhpurs-and-shearling pilot's garb and the sequences inside Alfred Eisenstaedt's photograph of Times Square on V-Day. "I love 30s and 40s clothing," she notes, "and we scoured Los Angeles's costume houses to find some real treasures." For Christopher Guest's turn as Ivan the Terrible, Stewart again took her cues from history. "We looked at some prints in books and some paintings that were actually done in the 1800s and used that kind of classic medieval silhouette," she says. "But then we did coats with hundreds of tiny, laser-cut nail heads, so it's kind of a couture take on Ivan the Terrible!" Perhaps the centerpiece of the costumes, says Stewart, was the one that started it all: Larry Daley's basic night guard uniform. "It's a very simple suit, yet it's a design that blends in perfectly with his character," observes Stewart. "When Larry puts that costume back on, it's a classic moment."

SMITHSONIAN ALIVE: THE EFFECTS

When the magical tablet from the Museum of Natural History finds its way to the Smithsonian, something enchanted happens as a whole new host of exhibits come to life. This was made possible by the masterful digital magic of a visual effects team headed by Visual Effects Supervisor Dan Deleeuw,

who created the CG for such characters as “Rexy” in the first *Night at the Museum*, and the award-winning effects house Rhythm & Hues. Together, they would be responsible for making a world in which marble statues sprint, century-old plywood airplanes soar, national landmarks speak and the Egyptian Underworld bursts open inside the Smithsonian Castle.

Despite his involvement in Larry Daley’s previous adventure, Deleeuw was stunned by the dazzling array of effects the second one would require. “My first reaction to *BATTLE OF THE SMITHSONIAN* was simply how large the film was going to be,” he says. “Then I took a trip to the Smithsonian that revealed how even more limitless the ideas could be. Touring the National Mall and seeing the Lincoln Memorial, and really feeling Lincoln’s influence on the country, it was very moving to think we were going to bring all of that to life.” He continues: “Aside from the sheer size of the film, another thing that’s new is that there’s more of a fantasy element. Not only do you have the exhibits coming to life as before, but then you also have the Gates of the Underworld opening, which opens up possibilities for all kinds of super-cool stuff like warriors with heads of falcons. I think the thing that really sets this movie apart is the sheer diversity of the effects that were required. On the large scale you have the Lincoln Memorial, which we recreated entirely inside the computer, and on the smaller scale you have this little bobble-head Einstein who’s just the cutest, wisest little character ever. Each challenge was as exciting and interesting as the next.”

One of the effects nearest and dearest to director Shawn Levy’s heart was that of digitally bringing to life the world inside famous artworks – from the cartoon universe of Roy Lichtenstein to the Americana of Edward Hopper. “Shawn is a huge art lover and there was a lot of thought put into which of the many amazing works we would use,” notes Deleeuw. “Then, we got into developing different CG techniques for different kinds of artistic media. For a watercolor we came up with one technique, for an oil painting -- another. We were actually working with the brushstrokes and turning those into motion, trying to keep the artists’ intent alive on the screen. And that was pretty exciting, especially when you realize you are exposing people to these great works of art.”

The challenge was even greater when it came to the sculptures “The Thinker,” “Venus” and the 19-foot high statue of President Abraham Lincoln inside the Lincoln Memorial. All had to leap off their pedestals into the real world. “The hard part was that we wanted the statues to truly look like they are marble and bronze but at the same time to have realistic movement as they’re walking around,” explains Deleeuw. “Since stone doesn’t really stretch like skin, the problem was finding a way for it to move that would appear natural. Ironically, we’ve spent the last 10 years in CG animation finding ways to make skin appear less like stone and now we were doing a 180 degree turn, making stone work like skin!”

A different kind of fun was inside the Air & Space Museum. “One of the things that Shawn wanted was to have all the awakened rockets and planes ready to take off for real, so we actually used liquid nitrogen shooting out of the rockets and flame-throwers to create the flames,” says Deleeuw. “Then, when it came to Larry and Amelia jumping onto the Wright Flyer, we loved the idea of doing something very adventurous and having them actually pull off wild acrobatic maneuvers through the hallways. Of course, we couldn’t shoot that in the actual Smithsonian so we wound up building miniatures along with an animatic of the Air & Space Museum. The final sequence involves the full-

size plane on a Motion Base that simulates pitch and-roll, with miniatures we created and digitalized versions of Ben Stiller and Amy Adams. It was a very cool mix of old school and new school.”

Shooting around a phalanx of soon-to-be computer-generated characters also kept Levy on his toes. “In some cases, I was directing scenes in which half of what should be in the frame is invisible!” he says. “When you’re setting a camera angle, or directing an actor’s performance, you’re in a void. The biggest challenges were the scenes where Larry and Amelia are talking to Lincoln. Amy and Ben had to play a five page scene looking at a tennis ball held in the air, with me on a microphone, trying to approximate my idea of what Lincoln’s voice might sound like. The final climactic battle was probably the crux of it all. We had hawk-headed Egyptian soldiers, as well as Lincoln, sculptures of ‘The Thinker’ and ‘Venus,’ not to mention a giant squid. The room was filled with things that weren’t there!”

NIGHT AT THE MUSEUM: BATTLE OF THE SMITHSONIAN: THE IMAX EXPERIENCE

Digitally re-mastered into the unparalleled image and sound quality of The IMAX Experience® through proprietary IMAX DMR® technology, Night at the Museum: Battle of the Smithsonian: The IMAX Experience will debut concurrently with the nationwide release in conventional theaters, beginning May 22, 2009. Night at the Museum: Battle of the Smithsonian: The IMAX Experience follows up on the great box office success of the first Night at the Museum in December 2006, which grossed more than \$18 million on 113 IMAX screens. IMAX delivers a premium movie-going experience like no other. Each theatre is specifically designed to present stunning images of exceptional quality and clarity. These images fill a viewer’s peripheral vision, and together with IMAX’s proprietary digital surround sound system and customized theatre geometry, create “The IMAX Experience®,” which makes audiences feel as if they are “in the movie.” The IMAX® brand is world famous and stands for the highest-quality, most immersive movie experience. As the IMAX theatre network grows, so does the visibility of the IMAX brand – a name that is unique in the entertainment business. The IMAX theatre network currently consists of more than 350 IMAX theatres in 42 countries, and there have been close to one billion visitors to IMAX theatres found in commercial multiplexes worldwide and some of the most prestigious educational institutions and destination entertainment centers.

The Smithsonian, one of the most renowned locations in the IMAX network, is home to three IMAX theatres including the Lockheed Martin IMAX Theater in the National Air and Space Museum, the Airbus IMAX Theater in the Steven F. Udvar-Hazy Center and the Samuel C. Johnson IMAX Theater in the National Museum of Natural History.

A BRIEF GUIDE TO THE NEW EXHIBITS

AMELIA EARHART: This barrier-breaking pioneer was the first woman to pilot a plane across the Atlantic Ocean and only the second person in the world to fly solo across the Atlantic. The spunky aviatrix became an idol who would inspire an entire nation, not to mention Larry Daley, with her achievements and can-do attitude. When she disappeared in 1937 while attempting to become the first woman to fly a plane all the way around the world she would spark a mystery that continues to this day.

IVAN THE TERRIBLE: The Grand Prince of Moscow who became Russia’s first all-powerful Czar in 1533, Ivan was actually nicknamed “Ivan the Awesome,” which was later mistranslated to

“Ivan the Terrible.” No matter the error, he still was renowned as the ultimate tyrant: an ironfisted, autocratic ruler given to terrible rages, waging wars and driven to expand the Russian Empire.

AL CAPONE: The most famous gangster in America, Al Capone, AKA “Scarface,” smuggled and bootlegged his way to fame as head of Chicago’s crime syndicate’s during the Prohibition Era. Eventually his power would grow so great that he became a main target of the FBI and a symbol of mob power. Though he ultimately spent years in jail, his toughness remains legendary – even among his fellow museum exhibits.

NAPOLEON: After becoming Emperor of France in 1804, the power-hungry Napoleon would go on to conquer most of Europe. A military genius and political mastermind, he nevertheless became famed for his “Napoleon Complex,” or in other words a massive inferiority complex owing to his small stature. How short was he? Probably about 5 foot 6. The myth of his petite figure – from which he has never apparently recovered – was likely started by his enemies.

EINSTEIN: One of the great scientist-heroes of all time, Nobel Prize winning physicist Albert Einstein came up with the Theory of Relativity, which revealed the fantastic connections between energy, matter and light. His very name has become synonymous with the word “genius,” and thus, he becomes Larry’s last hope for a stroke of ingenuity. Luckily, Einstein was not only a visionary physicist but a great humanitarian, an outspoken philosopher and proponent of the greatest human gift of all: imagination.

TUSKEGEE AIRMEN: These World War II Flyers were America’s first black airmen. They smashed through prejudicial barriers to become heroes in and beyond wartime – and even to Larry Daley when he recruits them for his cause inside the Smithsonian.

“THE KISS,” aka “V-J DAY IN TIMES SQUARE”: LIFE Magazine photographer Alfred Eisenstaedt’s picture of a soldier kissing a nurse on V-Day, August 14th, 1945, became an instant icon, capturing forever a timeless moment. Today the photo is an emblem of relief and peace in the wake of war – and one Larry and Amelia can’t help but get swept up in.

THE THINKER: This beloved bronze sculpture was carved by Auguste Rodin in 1880 and has come to represent the contemplative side of humanity – although Larry discovers him to be fresh out of thoughts. Rodin said he was thinking of the poet Dante meditating upon the Gates of Hell when he sculpted “The Thinker.” There are over 20 casts of the sculpture in museums around the world.

THE WRIGHT FLYER: Sometimes known as The Kitty Hawk, the Wright Flyer was the first powered aircraft flown by the Wright Brothers in 1903, kicking off an era of aviation innovation that would eventually lead to the birth of the Air & Space Museum – and an unexpected run-in with Larry Daley.

THE LEVIATHAN SQUID: One of most popular exhibits at the Smithsonian’s National Museum of Natural History is the giant squid, including a 26-foot long specimen of the species – known as cephalopods – who dreams of a return to the sea.

ABOUT THE CAST

BEN STILLER (Larry Daley) is a prolific actor, director, producer and writer, who continues to imprint his unique perspective on film, television and stage. Stiller most recently directed the hit film *Tropic Thunder*, and also starred in the action comedy in an ensemble that included Robert Downey Jr., Jack Black and Tom Cruise. Stiller also co-wrote and produced the film through his Red Hour Films production banner. *Tropic Thunder* won the Broadcast Film Critics Circle Award for Best Comedy; Downey was nominated for an Academy Award as well as a Golden Globe for his performance as Kirk Lazarus; and Tom Cruise was nominated for a Golden Globe for his work as producer Les Grossman. Stiller recently began production on Noah Baumbach's film *Greenburg*, in the title role. Other credits include *Reality Bites*, his motion picture directorial debut in 1994; *The Cable Guy*, starring Jim Carrey, which Stiller directed in 1996; and *Zoolander*, which he co-wrote, directed and produced in 2001 through Red Hour Films along with producing partner Stuart Cornfeld. He has also starred in numerous hits, including *Flirting with Disaster*, written and directed by David O. Russell; *Meet the Parents* and its sequel *Meet the Fockers*; *The Royal Tenenbaums*; *There's Something About Mary*; *Dodgeball: A True Underdog Story*; the animated hit *Madagascar* and its sequel *Madagascar: Escape 2 Africa*; and of course, *Night at the Museum*. In 1998, Stiller portrayed Jerry Stahl in *Permanent Midnight*, the true-life story of a heroin-addicted comedy writer. That same year, he also appeared in *Your Friends and Neighbors*, written and directed by Neil LaBute. Additional producer credits include *Zoolander*, *Starsky & Hutch*, *Dodgeball: A True Underdog Story*, *The Ruins* and the smash hit *Blades of Glory*, starring Will Ferrell. Stiller earned an Emmy® Award for his writing on the critically acclaimed television series *The Ben Stiller Show*, which lasted all of 12 episodes. He also appeared in Ricky Gervais's series *Extras*, portraying himself; on Broadway in the Tony Award®-winning production of *The House of Blue Leaves* by John Guare; and off-Broadway in Neil LaBute's *This Is How it Goes*, in 2005, with Jeffrey Wright, directed by George C. Wolfe.

AMY ADAMS (Amelia Earhart) is an Academy Award-nominated actress who has built an impressive list of credits, challenging herself with each new role. Adams earned her second Academy Award nomination this year for her role as a novice nun in John Patrick Shanley's *Doubt* and will next be seen starring opposite Meryl Streep again in Nora Ephron's *Julie and Julia*, adapted from Julie Powell's book *Julie and Julia: 365 Days, 524 Recipes, 1 Tiny Apartment Kitchen*. She also stars this year in Christine Jeffs and Karen Moncrieff's *Sunshine Cleaning* alongside Emily Blunt and Alan Arkin. Adams starred in Kevin Lima's *Enchanted* opposite James Marsden, Idina Menzel, Patrick Dempsey and Susan Sarandon for Disney. The film grossed over \$300 million worldwide and garnered her a Golden Globe® nomination for Best Actress. She recently starred in Bharat Nalluri's *Miss Pettigrew Lives for a Day* with Frances McDormand and in Mike Nichols's *Charlie Wilson's War* with Tom Hanks, Julia Roberts and Phillip Seymour Hoffman. Adams's performance in Phil Morrison's *Junebug* in 2005 earned her both Academy Award and SAG Award™ nominations. She won an Independent Spirit Award, a Broadcast Film Critics' Association Award, a National Society of Film Critics Award, a San Francisco Film Critics Society Award, the Breakthrough Gotham Award and the Special Jury Prize for Acting at the 2005 Sundance Film Festival. Other film credits include Adam McKay's *Talladega Nights: The Ballad of Ricky Bobby* with Will Ferrell, Clare Kilner's *The Wedding Date* with Debra Messing and Dermot Mulroney, Steven Spielberg's *Catch Me If You Can* with Leonardo DiCaprio, Reginald Hudlin's *Serving Sara*, Anthony Abrams's *Pumpkin* and Michael Patrick

Jann's Drop Dead Gorgeous. Adams's television credits include guest-starring roles on *The Office* and *The West Wing*.

OWEN WILSON (Jedediah) is one of Hollywood's most sought after comedic talents, winning great acclaim for his memorable turns in both mainstream films and thought-provoking independents. Wilson has also made his mark as a writer, collaborating frequently with director Wes Anderson. Their work on *The Royal Tenenbaums* earned them an Academy Award nomination for Best Original Screenplay. Wilson most recently starred with Jennifer Anniston in *Marley & Me*, the 2008 Christmas hit directed by David Frankel and adapted by Scott Frank from the popular memoir by John Grogan. His string of box office hits includes *the first Night at the Museum*, *Wedding Crashers*, *You, Me and Dupree* and Disney's animated blockbuster *Cars*, which received an Academy Award nomination for Best Animated Film. Wilson recently starred alongside Adrien Brody and Jason Schwartzman in Wes Anderson's critically acclaimed film *The Darjeeling Limited*, and with Bill Murray and Anjelica Huston in Anderson's *The Life Aquatic with Steve Zissou*. Wilson co-wrote and starred in Anderson's first film *Bottle Rocket*, which brought the duo critical and commercial recognition; he went on to co-write, co-executive produce and star in Anderson's second feature, *Rushmore*. Wilson also served as associate producer on the Oscar®-winning film *As Good As It Gets*. Additional acting credits include *Drillbit Taylor*, *The Cable Guy*, *Armageddon*, *The Minus Man*, *Shanghai Noon*, *Zoolander*, *Behind Enemy Lines*, *I Spy*, *Shanghai Knights* and *Starsky and Hutch*.

HANK AZARIA (Kahmunrah) is a multi-award-winning actor whose ability to transform himself into a multitude of characters has made him one of the most sought-after performers today. Azaria gives voice to several key characters in the animated comedy series *The Simpsons* and has won three Emmy Awards for his work on the show. He was recently heard on the big screen in *The Simpson's Movie*, which was nominated for a Golden Globe® Award. Azaria also lent his voice to Bartok, the comical bat in Fox's animated feature *Anastasia*, winning an Annie Award. Azaria received a Screen Actors Guild Award® nomination for his memorable turn as Agador Spartacus, the scene-stealing Guatemalan houseboy in Mike Nichols's *The Birdcage*. In 2009 he can be seen alongside Jack Black in *Year One*, produced by Judd Apatow and directed by Harold Ramis for Columbia Pictures. His movie credits also include *Run, Fat Boy, Run*, *Dodgeball: A True Underdog Story*, *Eulogy*, *Along Came Polly*, *Shattered Glass*, *Bark, America's Sweethearts*, *Cradle Will Rock*, *Mystery Men*, *Mystery, Alaska*, *Godzilla*, *Great Expectations*, *Celebrity*, *Quiz Show*, *Heat*, *Grosse Pointe Blank*, *Now and Then* and *Pretty Woman*. Azaria co-wrote, produced, directed and starred in the short film *Nobody's Perfect*, which debuted in 2004 at the Sundance Film Festival and won "Best Short" at the 2004 U.S. Comedy Arts Festival in Aspen, Colorado. He also produced and starred in the critically acclaimed Showtime series *Huff*, which garnered seven Emmy nominations. Azaria received an Emmy nomination and a SAG nomination for his performance. Azaria won an Emmy Award for his starring role in ABC's acclaimed telefilm *Tuesdays with Morrie*. He was nominated for an Emmy for his role as David (Phoebe's "scientist guy") on NBC's hit series *Friends* and for his recurring role as Nat the dog walker on NBC's *Mad about You*. Other television credits include the Golden Globe® nominated CBS telefilm *Fail-Safe* and the NBC miniseries *Uprising*. Azaria recently returned to Broadway to star in "The Farnsworth Invention," by award-winning writer Aaron Sorkin. He had previously appeared in the Tony Award-winning musical "Spamalot," directed by Mike Nichols, for which his performance as Sir Lancelot brought him a Tony® nomination for "Best Actor in a Musical." During the summer of 2003

Azaria starred with Matthew Perry and Minnie Driver in David Mamet's "Sexual Perversity in Chicago," at London's Comedy Theatre. Azaria trained at the prestigious American Academy of Dramatic Arts in New York and played Hamlet in a production of "Rosencrantz and Guildenstern Are Dead" at Columbia University. He continued his theater studies at Tufts University, appearing in "Uncle Vanya," "The Merchant of Venice," "The Ballad of the Sad Café" and "The Dumb Waiter." After moving to Los Angeles, Azaria studied under Roy London and appeared in the documentary "Special Thanks to Roy London," which chronicled London's life and debuted at the 2005 Tribeca Film Festival. Experimenting in improv and sketch comedy, he became a favorite at local comedy clubs and co-wrote "An Evening on Thin Ice," which was presented at Theatre-Theatre. Azaria also won a Dramalogue Award for his performance in "Conspicuous Consumption."

CHRISTOPHER GUEST (Ivan the Terrible) has acted, written and composed for theater, radio, television and film and directed six feature films. From the late 1960s until 1975 he worked as a stage actor in New York. Concurrently, he began writing for National Lampoon magazine and contributing to "The National Lampoon Radio Hour," making five albums, three of which were nominated for Grammy® Awards, as well as co-writing and performing in the stage show "Lemmings." His television credits include The TV Show (with Rob Reiner), The Chevy Chase Special, The Lily Tomlin Show, for which he received an Emmy Award, and Saturday Night Live as a writer, director and cast member. Guest directed his first feature film, The Big Picture – starring Kevin Bacon, in 1989, and went on to do Attack of the Fifty Foot Woman (1992) with Darryl Hannah, Waiting for Guffman (1997), Almost Heroes (1998), Best in Show (2000) – for which he and Eugene Levy received a Writers Guild of America nomination – and A Mighty Wind, (2003), for which he, Eugene Levy and Michael McKean won a Grammy award. Guest's most recent film, For Your Consideration (2006), took a look at Hollywood and the effect of awards season on actors who think they might get nominated. Along with Harry Shearer and Michael McKean, Guest toured the world with the band Spinal Tap, as well as The Folksmen. At Carnegie Hall, The Folksmen actually opened for Spinal Tap, which he describes as "either megalomania in its purest form or merely overreaching." Guest has acted in over a dozen films including A Few Good Men, The Long Riders, The Princess Bride, Little Shop of Horrors, and This is Spinal Tap. He was most recently seen in Stephen Frears's Mrs. Henderson Presents with Judi Dench. Guest is married to Jamie Lee Curtis, and they have two children.

ALAIN CHABAT (Napoleon Bonaparte) is a leading comedy writer, director, producer and actor in France. In the early nineties Chabat was a member of the extremely popular cast of Les Nuls (a show similar to Saturday Night Live), which ran for seven seasons on Canal Plus and on primetime. He has since directed, written, produced and starred in some of the most influential comedies of the last fifteen years in France and many other European countries. Chabat wrote, directed and starred in the comedy Didier, which received France's Cesar® Award for Best First Film in 1998. In 2002 he wrote, co-produced, directed and starred in Asterix & Obelix: Mission Cléopâtre alongside Gerard Depardieu, Christian Clavier, Jamel Debbouze and Monica Bellucci. For many years the film was France's biggest box office hit. Additional acting credits include Michel Gondry's The Science of Sleep and The Taste of Others, RRRrrr (also directing), French Twist and I do, which he co-wrote and produced. Chabat is also heard as the French voice of the three Shrek films. Chabat and his LA-based company WAM Films, managed by Stephanie Danan, are co producing for DreamWorks One Thousand Words, a comedy with

Eddie Murphy. Chabat is producing the feature documentary *Baby(ies)* and is now preparing his new movie *The Marsupilami*, which is writing and directing.

RICKY GERVAIS (Dr. McPhee) recently wrote, co-directed and co-starred in *This Side of the Truth*, starring Jennifer Garner and Jonah Hill. Gervais is most well known for his portrayal of the egotistical and much despised office manager David Brent in the BBC series *The Office*. Created by Gervais and Stephen Merchant, *The Office* became one of England's best loved sitcoms and went on to become a hit in the US. Gervais won Best Comedy Performer at the BAFTA TV Awards in 2002 and 2003 and two Golden Globe Awards, one for the series, one for his performance. NBC later collaborated with Gervais on an American remake of *The Office*, which became a hit series starring Steve Carell. Gervais reteamed with Merchant to co-create, produce and star in the series *Extras* for the BBC and HBO. This time Gervais played a workaday extra in British films who often became embroiled in painfully hilarious encounters with major celebrities. In recent years Gervais has found himself cast in movie roles, appearing in *Stardust*, *Night at the Museum* and Christopher Guest's *For Your Consideration*. He landed his first starring role in the 2008 release *Ghost Town* alongside Greg Kinnear and Tea Leoni.

STEVE COOGAN (Octavius), who reprises his role as the miniature Roman general, is one of the icons of British comedy. He has created some of the most loved comedic characters on British television, winning two BAFTA Awards and many British Comedy Awards for the series *I'm Alan Partridge*. A prolific writer and producer, Coogan is becoming increasingly well known as a comic and dramatic actor. In 2008 he was seen on the big screen in Ben Stiller's *Tropic Thunder* and in the Sundance Film Festival breakout-hit comedy *Hamlet 2*. After graduating from drama school, Coogan began doing stand up and skits in his native Manchester. For years he was a regular voice on *Spitting Image*, a hugely popular puppet show that lampooned famous political and cultural figures. He soon moved on to creating his own characters who immediately became a part of the British cultural landscape. In 1992 he won the respected Perrier Award for his show *Steve Coogan in character with John Thompson*. However it was *Knowing Me, Knowing You with Alan Partridge*, the nerdy radio DJ from Norfolk with a terrible taste in sweaters and an inflated ego, who swept the 1994 British Comedy Awards and thrust Coogan into celebrity. Coogan created his first movie vehicle, *The Parole Officer*, with writing partner Harry Normal in 2001. The film went on to be the one of the top grossing British films of the year. In 2002 he received rave reviews for his portrayal of Tony Wilson in Michael Winterbottom's sleeper hit *24 Hour Party People*, about the rise and fall of Factory Records. Since then Coogan has appeared in Working Title's *Hot Fuzz*, Michael Winterbottom's *Tristram Shandy: A Cock And Bull Story*, Sofia Coppola's *Marie Antoinette*, Don Roos's *Happy Endings*, Frank Coraci's *Around The World In 80 Days* and Jim Jarmusch's *Coffee and Cigarettes*. Other credits include *The Indian in the Cupboard*, Terry Jones's film of the beloved children's classic, *Wind in the Willows* and *The Revengers' Comedies*. His television work includes Larry David's HBO series *Curb Your Enthusiasm* and he recently completed filming the second season of his BBC 2 comedy series *Saxondale*. In 2003 he starred as the famous diarist in the BBC 2 historical drama *The Private Life of Samuel Pepys*. Other TV credits include Coogan's *Run and The Fix*. Since Coogan and Harry Normal created Baby Cow Productions a few years ago, they have produced *Marion & Geoff*, *Human Remains*, *The Mighty Boosh*, *Gavin and Stacey*, *Sensitive Skin*, *Dr. Terrible's House of Horrible*, *A Small Summer Party*, *Up*

in Town with Joanna Lumley and the BBC 2 TV-film *Cruise of the Gods*. The company's animated series *I Am Not An Animal*, featuring Coogan in two roles, aired in the U.S. on the Sundance Channel.

JON BERNTHAL (Al Capone) is an up-and-coming young actor who studied at the Moscow Art Theatre School in Russia, where he also played baseball in the European Professional Baseball Federation. While in Moscow, Bernthal was noticed by the director of Harvard University's Institute for Advanced Theatre Training and invited to obtain his MA in Fine Arts at Harvard. He graduated from Harvard in 2002. Bernthal's stage credits include the Off-Broadway production of "The 5th of July" at New York's Signature Theatre, the Off-Off-Broadway production of "The Resistible Rise of Arturo Ui," "Proof" at the Portland Stage Company and "This Is Our Youth" at the Studio Theatre in Washington, D.C. He has performed in more than twenty plays regionally and Off-Broadway, many with his own theatre company, Flovea Floods. Oliver Stone chose Bernthal for the role of Christopher Amoroso in *World Trade Center*. Bernthal also starred in the independent film *Day Zero* and appeared in *The Air I Breathe*. In 2009 he can be seen in *The Pacific*, the mini-series produced by Tom Hanks and Steven Spielberg for HBO. He was a series regular on the CBS sitcom *The Class*, playing Duncan Carmellon and has guest-starred in *How I Met Your Mother*, *Law & Order: Special Victims Unit*, *Boston Legal*, *Johnny Zero*, *Law & Order: Criminal Intent*, *Without a Trace* and *CSI: Miami*.

BILL HADER (General Custer) recently concluded his third season as a cast member on NBC's venerable comedy institution *Saturday Night Live* and has made time in his busy schedule to appear in several films. In 2007 he starred in the hit Judd Apatow comedies *Knocked Up* and *Superbad* – both opposite Seth Rogen – in addition to supporting roles in *Hot Rod* and *The Brothers Solomon*. In 2008 he starred in two more Apatow-produced comedies, *Pineapple Express*, again with Rogen, and *Forgetting Sarah Marshall*. He played Tom Cruise's studio exec sidekick in Ben Stiller's *Tropic Thunder*. He most recently appeared in *Adventureland*, helmed by *Superbad* director Greg Mottola. A Second City Los Angeles alum, Hader currently lives in New York with his wife, filmmaker Maggie Carey.

ROBIN WILLIAMS (Teddy Roosevelt) is an Academy Award-winning actor and multiple Grammy-winning performer who continues to add to his repertoire of indelible characters. Williams stars in two upcoming releases, Walt Becker's *Old Dogs* with John Travolta and *World's Greatest Dad*, directed by Bobcat Goldthwait. He has most recently been seen in Ken Kwapis's *License to Wed*, Kirsten Sheridan's *August Rush*, Barry Levinson's *Man of the Year*, Patrick Stettner's *The Night Listener* and Barry Sonnenfeld's *R.V.* In 1997, Williams received the Academy Award and Screen Actors Guild Award® for his performance in Gus Van Sant's *Good Will Hunting*. The Academy had previously nominated Williams for *The Fisher King*, *Dead Poets Society* and *Good Morning Vietnam*. Williams garnered a special honor from the National Board of Review for his performance opposite Robert DeNiro in *Awakenings*. In 2004, Williams received the prestigious Career Achievement Award from the Chicago International Film festival and, in 2005, the HFPA honored him with the Cecil B. DeMille Award for outstanding contributions to the world of entertainment. Robin Williams first captured the attention of the world as Mork from Ork on the hit series *Mork & Mindy*. Born in Chicago and raised in Michigan and California, he trained at New York's Julliard School under John Houseman. Williams made his film debut as the title character in Robert Altman's *Popeye*. His early motion picture credits include Paul Mazursky's *Moscow on the Hudson* and George Roy Hill's adaptation of John

Irving's acclaimed novel *The World According to Garp*. Williams's filmography includes several notable blockbusters. In 1991 he brought to life the dual roles of Peter Pan/Peter Banning in Steven Spielberg's *Hook*. Not long after he received raves for his portrayal of the beleaguered title character in Chris Columbus's *Mrs. Doubtfire*. He played drag-club owner Armand Goldman for Mike Nichols in 1996's *The Birdcage*, which received a SAG outstanding ensemble cast award. Also in 1996, *The Birdcage* and *Jumanji* both reached the \$100 million mark in the USA -- in the same week. He went on to star in Disney's *Flubber* in 1997 and as a medical student who treats patients with humor in *Patch Adams* in 1998. In a departure from the comedic and family fare he is best known for, Williams collaborated with two accomplished young directors on dramatic thrillers. He starred opposite Al Pacino as reclusive novelist 'Walter Finch,' the primary suspect in the murder of a teenaged girl in Christopher Nolan's *Insomnia*. In Mark Romanek's *One Hour Photo* Williams played a photo lab employee who becomes obsessed with a young suburban family. Williams created one of the most vivid characters in recent memory: the Blue Genie in Disney's *Aladdin*. The performance redefined how animations were voiced. Audio versions of his one-man shows and the children's record "*Pecos Bill*," have won him five Grammy Awards. Most recently Williams lent his voice to the blockbuster animated features *Robots* and *Happy Feet*. The latter grossed two hundred million dollars in the U.S. alone and won the Academy Award for Best Animated Feature. Williams's stage credits include a landmark production of Samuel Beckett's "*Waiting for Godot*" directed by Mike Nichols and co-starring Steve Martin and, most recently, a short run in San Francisco of "*The Exonerated*," which tells the true stories of six innocent survivors of death row. Williams, who began his career as a stand-up comedian, is well known for monologues in which he makes free associative leaps punctuated by one liners about subjects as varied as politics, history, religion, ethnic strife and sex. Williams did just that when he toured in a critically acclaimed indefatigable one-man show that visited thirty-six cities. The final performance was filmed by HBO and broadcast live from New York on July 14, 2002. The special was nominated for five Emmy Awards. Offstage, Williams takes great joy in supporting causes too numerous to identify, covering the spectrum from health care and human rights, to education, environmental protection and the arts. He toured the Middle East three times in as many years to help raise morale among the troops and is perhaps best known philanthropically for his affiliation with Comic Relief, a non-profit organization founded in 1986 to help America's homeless.

ABOUT THE FILMMAKERS

SHAWN LEVY (Director/Producer) is one of the most commercially successful film directors of the past decade. To date, his films have grossed over a billion dollars worldwide. Levy has honed his craft, seamlessly weaving comedy and heart into captivating stories that resonate with audiences. His youthful, enthusiastic approach to filmmaking is evident in the storylines and characters he creates, reflecting a joyful intensity for each project at hand. Levy is currently developing several films to produce through his production company 21 Laps Entertainment, which is housed at Twentieth Century Fox. 21 Laps recently produced the 2008 comedy *What Happens in Vegas*, starring Cameron Diaz and Ashton Kutcher, which earned over \$200 million worldwide. At present, Levy is producing and directing the action comedy *Date Night*, starring Tina Fey and Steve Carell, which chronicles a couple whose weekly ritual of dinner and a movie unexpectedly develops into much more. Levy both produced and directed the blockbuster hit *Night at the Museum* starring Ben Stiller, Robin Williams, Owen Wilson, Ricky Gervais, Dick Van Dyke and Mickey Rooney, which grossed over \$580 million

worldwide. He directed the successful 2006 comedy, *The Pink Panther*, starring Steve Martin, Kevin Kline, Beyoncé Knowles and Jean Reno, and served as the executive producer of *Pink Panther 2*. Levy also directed *Cheaper by the Dozen* starring Steve Martin, Bonnie Hunt, Ashton Kutcher and Hilary Duff, which grossed more than \$200 million worldwide. In 2002, Levy directed the hit romantic comedy *Just Married*, starring Ashton Kutcher and Brittany Murphy, which grossed over \$100 million. That same year he helmed the family comedy *Big Fat Liar* for Universal Pictures with Frankie Muniz, Paul Giamatti and Amanda Bynes. Levy graduated at the age of 20 from the Drama Department of Yale University. He later studied film in the Masters Film Production Program at USC, where he produced and directed the short film *Broken Record*. This film won the Gold Plaque at the Chicago Film Festival, in addition to being selected to screen at the Director's Guild of America.

CHRIS COLUMBUS (Producer), who also produced *Night at the Museum*, is a major force in contemporary Hollywood filmmaking, from his anarchic, genre-bending 1980s classics *Gremlins* and *The Goonies* to the recent blockbuster *Harry Potter* films, which rank among the most successful book-to-screen adaptations of all time. Columbus was born in Spangler, Pennsylvania and grew up outside of Youngstown, Ohio. As a student, he aspired to become a commercial artist. He spent several years studying art and oil painting, eventually becoming interested in drawing *Spider-Man* for Marvel Comics. Columbus eventually made the connection between comic books and movie storyboards. In high school, he began shooting his own homemade 8mm films and drawing his own storyboards, which he continues to do to this day. After high school, he enrolled in the Directors' Program at New York University's prestigious Tisch School of the Arts. Columbus first attained success as a screenwriter. While still in college, he sold his first script, *Jocks*, a semi-autobiographical comedy about a Catholic schoolboy who struggles with his religion and his inability to succeed on the high school football team. After graduating from NYU, Columbus wrote a small-town drama entitled *Reckless* (1984) based on his experiences as a factory worker in Ohio. The film was directed by James Foley and starred Aidan Quinn and Daryl Hannah. Columbus gained prominence in Hollywood writing several original scripts produced by Steven Spielberg. The back-to-back hits *Gremlins* (1984), directed by Joe Dante and *The Goonies* (1985), directed by Richard Donner, were decade-defining films that intertwined high notes of offbeat, edgy, often outrageous humor against more classic adventure-thriller backdrops. He next wrote the fantasy adventure *Young Sherlock Holmes*, directed by Barry Levinson. These screenwriting achievements led Columbus to direct his first feature, *Adventures in Babysitting* (1987), starring Elisabeth Shue. A meeting with John Hughes brought Columbus to the helm of *Home Alone* (1990), the first of three collaborations. *Home Alone* and its hugely successful follow-up, *Home Alone 2: Lost in New York* (1992), were universal in appeal and launched the career of Macaulay Culkin. Only the *Lonely* (1991), a bittersweet comedy-drama directed by Columbus from his own screenplay, was praised for featuring one of the late John Candy's best performances, and for the return of legendary star Maureen O'Hara to the screen. Columbus's smash hit comedy *Mrs. Doubtfire* (1993) starring Robin Williams and Sally Field, bent genders as well as genres to great critical and public success. Columbus directed another comedy, *Nine Months* (1995), with Hugh Grant and Julianne Moore, before turning to drama with *Stepmom* (1998), starring Julia Roberts and Susan Sarandon. Columbus faced a daunting task when he was called upon to direct *Harry Potter and the Sorcerer's Stone* (2001), the first film based on J.K. Rowling's monumentally successful book series. With millions of avid readers, both young and old, in a high state of expectation and anticipation, Columbus cast newcomers Daniel

Radcliffe, Emma Watson and Rupert Grint in the leading roles as Harry Potter and his friends Hermione Granger and Ron Weasley. Once again, he demonstrated his facility for nurturing and cultivating young talent and turning them into natural screen performers. Columbus went on to direct and executive produce Harry Potter and the Chamber of Secrets (2002) and served as producer on Harry Potter and the Prisoner of Azkaban. All three films met with huge box office success. He has since directed the film version of the Pulitzer Prize-winning Broadway musical Rent and most recently returned to his roots, directing the teen comedy I Love You, Beth Cooper starring Hayden Panettiere and Paul Rust for Fox Atomic. He is currently directing the fantasy-adventure Percy Jackson for Fox 2000 Pictures, based on the best-selling novel.

MICHAEL BARNATHAN (Producer) who also produced Night at the Museum, is president of 1492 Pictures and a producing partner to Chris Columbus and Mark Radcliffe. The company was formed in May 1994. Barnathan served as producer on Nine Months, Jingle All the Way, Stepmom, Cheaper by the Dozen, Rent, Night at the Museum and I Love You, Beth Cooper. He also served as executive producer on Harry Potter and the Sorcerer's Stone, Harry Potter and the Chamber of Secrets and Harry Potter and the Prisoner of Azkaban. Currently, he is a producer on the fantasy-adventure Percy Jackson, for Fox 2000 Pictures. Prior to joining 1492 Pictures, Barnathan was Senior Vice President of Production at Largo Entertainment for four years. His responsibilities included supervision of both development and production of Largo's films. Before joining Largo, Barnathan spent seven years working for Edgar J. Scherick Associates. During his tenure, he produced and executive produced numerous cable movies, movies of the week and mini-series, including "The Kennedys of Massachusetts," which received nine Emmy nominations. Barnathan is a graduate of New York University's Tisch School of the Arts.

ROBERT BEN GARANT (Screenwriter) has written nine feature films with his partner, Thomas Lennon, including: Night at the Museum, Taxi, Reno 911!: Miami, Balls of Fury, The Incredible Shrinking Man, and The Pacifier. Garant made his directing debut with Balls of Fury for Universal and went on to direct Reno 911!: Miami for Fox and Paramount. In New York in the early nineties, Garant performed with the comedy sketch troupe, The State. The group went on to critical success with a hit series on MTV. The State ran for three seasons and, in 1995, was nominated for a CableACE award for Best Comedy Series. Together with Lennon, Garant then created, produced, wrote and starred in two successful series for Comedy Central: Viva Variety and Reno 911!. Viva Variety was an instant critical smash for the new network, enjoyed three successful seasons and, in 1997, received a CableACE nomination for Best Comedy Series. Reno 911!, now in its fifth season, is one of Comedy Central's most successful shows and is syndicated throughout the country.

THOMAS LENNON (Screenwriter) has written nine feature films with his partner, Robert Ben Garant, including: Night at the Museum, Taxi, Reno 911!: Miami, Balls of Fury, The Incredible Shrinking Man and The Pacifier. As an actor, Lennon has appeared in sixteen feature films including Le Divorce, Heights, Conversations with Other Women and Memento. Lennon attended the Tisch School of the Arts at New York University, where he co-founded the sketch comedy group The State. With Lennon as one of its stars, producers and writers, the group went on to critical success with a hit series on MTV. The State ran for three seasons and in 1995 received a CableACE Award nomination for Best Comedy Series. Together with Garant, Lennon then created, produced and starred in two successful

series for Comedy Central: Viva Variety and Reno 911! Viva Variety was an instant critical smash for the new network, enjoyed three successful seasons and, in 1997, received a CableACE nomination for Best Comedy Series. Reno 911!, in which Lennon also plays Lt. Jim Dangle, is currently in its fifth season and is syndicated throughout the country. As a writer Lennon has contributed to the television series The State, Reno 911!, Viva Variety and Strangers with Candy, and is the author of four of IFC's 50 Greatest Comedy Sketches of All Time. He lives in Los Angeles with his wife, actress Jenny Robertson.

THOMAS M. HAMMEL (Executive Producer) recently executive produced the smash comedy hit Night in the Museum starring Ben Stiller and Robin Williams, and the comedy Meet Dave, starring Eddie Murphy. Prior to that, he executive produced AVP: Alien vs. Predator, The Order, From Hell, Fair Game and Love Potion No. 9. As a producer, Hammel's additional film credits include Dungeons & Dragons and Firestorm. He also co-produced the sci-fi adventure The Day After Tomorrow. Hammel won a Golden Globe for producing the acclaimed cable film The Burning Season, and another for producing the critically hailed cable film Barbarians at the Gate, also receiving an Emmy for the latter. Hammel served seven years as vice president of production for HBO Pictures during the 1980s. He graduated from Art Center College of Design with a degree in film.

JOSH McLAGLEN (Executive Producer) has over 30 feature film credits, primarily as a first assistant director. Selected credits include James Cameron's upcoming epic Avatar, plus Titanic, Night at the Museum (also co-producer), Beowulf (also unit production manager and associate producer), The Lake House, Constantine (also co-producer), Elektra (also co-producer), The Polar Express (also associate producer and unit production manager), Bandits, Cast Away, What Lies Beneath, The Haunting, The X-Files, Broken Arrow, Dolores Claiborne and Predator 2.

MARK RADCLIFFE (Executive Producer), who served as producer on Harry Potter and the Prisoner of Azkaban and executive producer on Harry Potter and the Sorcerer's Stone and Harry Potter and the Chamber of Secrets, continued his long-term collaboration with Chris Columbus as producer on Rent and on the Fox Atomic comedy I Love You, Beth Cooper. Radcliffe is an executive producer on Percy Jackson, a fantasy-adventure now in production, directed by Columbus. In 2006 Radcliffe was an executive producer on Night at the Museum. He previously served as producer on the box office hits Fantastic Four, Fantastic Four: Rise of the Silver Surfer, Mrs. Doubtfire, Stepmom, Nine Months, Christmas with the Kranks and Jingle All the Way, having also been executive producer on Home Alone 2: Lost in New York, co-producer of Only the Lonely and associate producer and assistant director on Home Alone. He and Columbus first worked together on Heartbreak Hotel. A native of Oklahoma, Radcliffe began his film career as assistant director on the Francis Ford Coppola production The Escape Artist. He later worked for Coppola on Rumblefish and Peggy Sue Got Married. Other credits include assistant director on John Hughes's She's Having a Baby and Planes, Trains and Automobiles, Jerry Zucker's Ghost, Donald Petrie's Mystic Pizza and Paul Schrader's Light of Day.

JOHN SCHWARTZMAN, ASC (Director of Photography) was nominated for an Academy Award for Seabiscuit and won ASC Awards for Seabiscuit and Pearl Harbor. His credits include National Treasure: Book of Secrets, The Bucket List, Meet the Fockers, The Rookie, Ed TV, Armageddon, Conspiracy Theory, The Rock and Benny and Joon. Schwartzman got his start as an apprentice to Vittorio Storaro on Tucker. The film was directed by his uncle, Francis Ford Coppola.

CLAUDE PARÉ (Production Designer) designed *Night at the Museum*, his first credit as a production designer on a major Hollywood film. He has since designed Isabel Coixet's *New York set, Elegy*, starring Penelope Cruz and Ben Kingsley. Paré was supervising art director on Martin Scorsese's award winning film, *The Aviator*, which won an Academy Award, a BAFTA Award and a Los Angeles Film Critics Association Award for Best Art Direction. Prior to *The Aviator*, he served as supervising art director on Roland Emmerich's blockbuster *The Day After Tomorrow*. In 2002, Paré art directed Martin Campbell's film *Beyond Borders*, starring Angelina Jolie and Clive Owen. He served as supervising art director on *The Sum Of All Fears*, starring Ben Affleck and Morgan Freeman, Frank Oz's *The Score*, starring Robert De Niro, Marlon Brando and Edward Norton, *Battlefield Earth* starring John Travolta and Forest Whitaker, *The Bone Collector* starring Denzel Washington, Richard Attenborough's *Grey Owl*, starring Pierce Brosnan and Jean Jacques Annaud's *Seven Years In Tibet*, starring Brad Pitt. Paré, who is a native of Montreal, was also the production designer on the Canadian features *This Is My Father*, *Les Boys*, *La Comtesse De Baton Rouge* and *Rainbow*.

DON ZIMMERMAN, A.C.E.'s (Editor) is editing his third film for director Shawn Levy. Zimmerman edited *Night at the Museum* and *Just Married*, and this time around he shares his editing credit with his son Dean. His credits as an editor include *They Came From Upstairs*, *Fun With Dick And Jane*, *Flight Of The Phoenix*, *The Cat In The Hat*, *A Walk In The Clouds* (shared credit) *Nutty Professor*, *Liar Liar*, *Half Baked*, *Patch Adams*, *Dragonfly*, *Friends for Norman Jewison*, *Roxanne* for Fred Schepisi, *Prince Of Tides* for Barbra Streisand, *Everyone's All-American*, *Fatal Beauty*, *Navy Seals*, *Diggstown*, *Indecent Proposal*, *Ace Ventura: Pet Detective*, *The Scout and Rocky III and Rocky IV* (shared credit). In 1978 Zimmerman was nominated for an Academy Award for his first film as an editor, Hal Ashby's *Coming Home*, starring Jane Fonda and Jon Voight. He went on to edit Ashby's *Being There*, starring Peter Sellers. Before becoming a director, Ashby was an editor with whom Zimmerman collaborated for thirteen years.

DEAN ZIMMERMAN (Editor) was an editor on *Jumper* and *Rush Hour 3*, and worked in various editorial capacities on *Night at the Museum*, *Fun with Dick and Jane*, *Just Married*, *Galaxy Quest*, *Liar Liar* and *The Nutty Professor*, among other films.

MARLENE STEWART (Costume Designer) earned her first credits working on music videos, including memorable designs for fashion-forward pop superstar Madonna. Stewart created image-shaping costumes for 11 Madonna videos, including "Vogue," "Material Girl," "Like a Prayer" and "Express Yourself." Stewart's film work spans a wide variety of genres, periods and looks. She has collaborated with an intriguing array of directors, ranging from Alejandro González Iñárritu on *21 Grams* to Oliver Stone on *The Doors* and JFK to Michael Mann on *Ali* and Bebban Kidron on *To Wong Foo Thanks for Everything, Julie Newmar*. Most recently, Stewart designed the costumes for Ben Stiller's *Tropic Thunder*, Nancy Meyers's romantic comedy *The Holiday* and Kimberly Peirce's drama *Stop-Loss*. Her credits also include Andy Tennant's *Hitch*, James Cameron's *Terminator 2: Judgment Day* and *True Lies*, Mary Lambert's *Siesta*, Joel Schumacher's *Falling Down*, James L. Brooks's *I'll Do Anything*, Curtis Hanson's *The River Wild*, Joe Pytko's *Space Jam*, Rob Bowman's *The X Files*, Tony Scott's *Enemy of the State*, Dominic Sena's *Gone in 60 Seconds*, David McNally's *Coyote Ugly*, and Antoine Fuqua's *Tears of the Sun*. After earning a degree in History at the University of California, Berkeley, Stewart studied at the Fashion Institute of Design and Merchandising in Los Angeles. She

received the Bob Mackie Award for Design for her student work and began her design career by launching her own women's clothing line, Covers. A Boston native, Stewart designed the costumes for three Madonna tours as well as tours for Cher, Paula Abdul, and Gloria Estefan. She created music video looks for Janet Jackson, Rod Stewart, Bette Midler, Debbie Harry, Smashing Pumpkins, the Bangles, and the Eurythmics, and was the first recipient of the American Music Awards' Best Costume Design Award for the video "Material Girl."

ALAN SILVESTRI (Music) received an Oscar nomination and won a Grammy for the song "Believe," written for Robert Zemeckis's Polar Express. He formerly earned nominations from both the Academy and the Golden Globes for Best Score for Zemeckis's Forrest Gump. In addition to Polar Express and Forrest Gump, he has scored many other motion pictures for Zemeckis, including Cast Away, What Lies Beneath, Contact, Romancing the Stone, all three Back to the Future films, Who Framed Roger Rabbit?, Death Becomes Her and the upcoming A Christmas Carol. Silvestri's other credits include the upcoming G.I. Joe, Hannah Montana: The Movie, Night at the Museum, Fred Claus, Beowulf, The Wild, Van Helsing, Lara Croft Tomb Raider: The Cradle of Life, Identity, Maid in Manhattan, The Mummy Returns, The Mexican, Stuart Little and Stuart Little 2, Lilo and Stitch and Serendipity. Among his additional film credits are What Women Want, Reindeer Games, Star Trek: Insurrection, Practical Magic, The Parent Trap, Mousehunt, Volcano, The Long Kiss Goodnight, Eraser, Sgt. Bilko, Grumpier Old Men, Father of the Bride Part II, Judge Dredd, The Perez Family, The Quick and the Dead, Richie Rich, Blown Away, The Bodyguard, Grumpy Old Men, Judgment Night, Super Mario Brothers, FernGully: The Last Rainforest, Father of the Bride, Shattered, Ricochet, Soapdish, Predator and Predator 2, Young Guns II, The Abyss, Overboard, Outrageous Fortune, Flight of the Navigator, Clan of the Cave Bear, American Anthem and Fandango.

DAN DELEEUEW (Visual Effects Supervisor) is the talented man whose job it is to integrate computer generated characters into live action settings in movies. His credits include the African animals and Remy in Night at the Museum, the dragons in Reign of Fire, the romping dogs in 102 Dalmatians and the giant ape in Mighty Joe Young. With more than a decade of visual effects experience, Dan is also a veteran of such effects- film spectacles as The Rock, Crimson Tide and Armageddon.

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TWENTIETH CENTURY FOX Presents

A 21 LAPS / 1492 PICTURES Production

A SHAWN LEVY Film

BEN STILLER

"NIGHT AT THE MUSEUM: BATTLE OF THE SMITHSONIAN"

AMY ADAMS
OWEN WILSON
HANK AZARIA
CHRISTOPHER GUEST
ALAIN CHABAT
STEVE COOGAN
RICKY GERVAIS
BILL HADER
JON BERNTHAL
and ROBIN WILLIAMS

PATRICK GALLAGHER
CRAIG ROBINSON
JAKE CHERRY
RAMI MALEK

Directed bySHAWN LEVY
Written by .ROBERT BEN GARANT & THOMAS LENNON
Produced bySHAWN LEVY
..... CHRIS COLUMBUS
.....MICHAEL BARNATHAN
Executive ProducersTHOMAS M. HAMMEL
..... JOSH McLAGLEN
..... MARK RADCLIFFE
Director of PhotographyJOHN SCHWARTZMAN, ASC
Production Designer.....CLAUDE PARÉ
Film Editors DON ZIMMERMAN, A.C.E.
.....DEAN ZIMMERMAN
Associate ProducerELLEN M. SOMERS
Visual Effects Supervisor DAN DELEEUEW
Music byALAN SILVESTRI
Costume Designer.....MARLENE STEWART
Casting byDONNA ISAACSON

Unit Production Managers ANNE SIMONET
.....THOMAS M. HAMMEL

First Assistant Director JOSH McLAGLEN
Second Assistant Director..... MISHA M. BUKOWSKI
Production Supervisor.....ERIC HEDAYAT

CAST

Larry Daley.....BEN STILLER
Amelia Earhart.....AMY ADAMS
Jedediah OWEN WILSON
Kahmunrah HANK AZARIA
Teddy RooseveltROBIN WILLIAMS

Ivan the Terrible CHRISTOPHER GUEST
Napoleon..... ALAIN CHABAT
Octavius.....STEVE COOGAN
Dr. McPhee.....RICKY GERVAIS
General CusterBILL HADER
Al Capone.....JON BERNTHAL
Attila The Hun.....PATRICK GALLAGHER
Nicky JAKE CHERRY
AhkmenrahRAMI MALEK
Sacajawea.....MIZUO PECK
Neanderthal #1..... KERRY VAN DER GRIEND
Neanderthal #2..... MATTHEW HARRISON
Neanderthal #3.....RICCARDO DOBRAN
Hun #1RANDY LEE
Hun #2 DARRYL QUON
Hun #3GERALD WONG
Hun #4.....PAUL CHIH-PING CHENG
Sailor Joey Motorola JAY BARUCHEL
Docent MINDY KALING
Tuskegee Airman #1..... KEITH POWELL
Tuskegee Airman #2..... CRAIG ROBINSON
Teenage Boy #1..... SAMUEL CHU
Teenage Boy #2.....AUGUSTUS OICLE
Teenage Boy #3..... KAI JAMES
Darth VaderTHOMAS MORLEY

Air and Space Mission Control Tech #1.....CLINT HOWARD
 Air and Space Mission Control Tech #2.. MATTY FINOCHIO
 George Foreman Sr..... HIMSELF
 Capone Gangster #1..... JOSH BYER
 Young Girl #1SOPHIE LEVY
 Young Girl #2..... TESS LEVY
 Kissing Nurse ALBERTA MAYNE
 ‘American Gothic’ WomanCHRISTINA SCHILD
 ‘American Gothic’ Farmer ROBERT THURSTON
 Kissing SailorCLIFTON MURRAY
 Oscar the Grouch..... CAROLL SPINNEY
 Town Car Driver.....DAN JOFFRE
 Astronaut DAVE HOSPES
 New York Reporter REGINA TAUFEN
 Infomercial FatherSHAWN LEVY
 Voices of the Cherubs..... KEVIN JONAS
JOE JONAS
 NICK JONAS
 Voice of EinsteinEUGENE LEVY
 Voice of The Thinker and Abe Lincoln.....HANK AZARIA
 Voice of Easter Island HeadBRAD GARRETT

Stunt Coordinators.....JJ MAKARO, GARRETT WARREN
 Fight Choreographer..... JEFF ROBINSON
 Mr. Stiller’s Stunt DoubleGREG FITZPATRICK
 Mr. William’s Stunt DoubleMIKE MITCHELL
 Stunt Horus.....MIKE CARPENTER
KEN ZILKA, GLENN ENNIS, SHAWN STEWART
 DAN PAYNE, JOHN BUKOWSKI, GIORGIO MISHITA
 Stunt Tuskegee Airmen GASTON MORRISON
ANTHONY ST. JOHN, DALIUS BLAKE
 ERNEST JACKSON, RON ROBINSON
 SYLVESTA STUART, TREVOR JONES
 Stunt Capone Gang PHIL MITCHELL, LARS GRANT
 ...RICHARD BROOKS, JAMES BAMFORD, RYAN ENNIS
 Stunt Hussars KIT MALLET, BRENT CONNOLLY

.... TODD SCOTT, CODY LAUDEN, HEATH STEVENSON
Roman CenturionsDARREN SHALAVI, JUSTIN SAIN
.....MIKE DESABRAIS
Stunt DoublesJENNIFER MYLREA, KRISTA BELL
... GREG SCHLOSSER, GREG HANSEN, GERALD PAETZ
..... CLINT CARLETON, BRUCE CRAWFORD
..... RAYMOND SAMMEL, ELI ZAGOUDAKIS
.....ASHLEA EARL, KIM CHIANG, ALEX CHANSKY
..... RUEBEN LANGDON
Stunt Neanderthals.....CHRIS GORDON, ROB HAYTER
..... LAURO CHARTRAND, MITCH LEE YUEN
.....LLOYD BATEMAN
Stunt Egyptian Guards FRASER AITCHESON
.....CHAD BELLAMY, NICK BARIC, HUGO STEELE
..... JAMES MICHALOPOULOS
Stunt Railroad Workers.....DON LEW
.....ROB BOYCE, DAVID HOSPES
Stunt Marines..... CLAY VIRTUE, FRASER CORBETT
Stunt Sailors..... ADREIN HEIN, SIMON BURNETT
Stunt StreltsysMIKE CHING, MARK CHIN, PAUL WU
..... LLOYD ADAMS, MIKE DOPUD
Utility Stunts.....ROBERT ALONZO, MARK MUSASHI
..... MARK GINTHER, BILL ANAGNOS
.....BIANCA BELMONTE GIANCOLI, J.J. PERRY
.....ILRAM CHOI, ADAM HART, DAVID SCHULTZ
Stand-insADAM CASILLAS, CHERA BAILEY
..... ADAM BRYANT

Made in Association with
DUNE ENTERTAINMENT

Based on Characters created by
ROBERT BEN GARANT & THOMAS LENNON

Second Unit DirectorGARY CAPO

Supervising Art Director..... HELEN JARVIS
 Set Decorator LIN MACDONALD
 Special Effects CoordinatorWILLIAM 'BILL' ORR
 Property Master DEAN EILERTSON
 Assistant Property Masters JASON LANDELS
 MICHELLE HENDRIKSEN, CLAUDIO PALAVECINO
 Art Directors.....GRANT VAN DER SLAGT
MICHAEL DINER
 Art Department CoordinatorSEAN GOOJHA
 Camera Operator/SteadicamDAVID CRONE
 First Assistant 'A Camera'RICHARD MOSIER
 First Assistant 'B Camera'PATRICK STEPIEN
 Second Assistant Camera JUSTIN BERGLER
 Second Assistant Camera.....TYLER L. WOESTE
 Loader.....JEAN-MARC SALDINI

 Video Assist..... LANCE WHITE
 Additional Video Assist.....JEFF BJORGUM
 Scorpio Head Technician..... CARY COOPER
 Stills Photographer DOANE GREGORY
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 Boom Operator KELLY ZOMBOR
 Sound UtilityDARRYL MARKO
 Script Supervisor DIANE DURANT
 First Assistant Editor H. DWIGHT RAYMOND IV
 Visual Effects Editor JEFF BEATTIE
 Supervising Music EditorTERRY WILSON
 Second Assistant Editor ADRIAAN VAN ZYL

 Vancouver First Assistant Editor
 MELODY GEHRMAN-COOK
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 Production AssistantsMATTHEW CARSON
BRENT O'CONNOR
 Digital Producer.....SERGE RIOU
 On Set Data Coordinators.....BLAINE LOUGHEED
 SHANDY LASHLEY

Visual Effects Coordinators..... SHAD DAVIS
STEPHEN PARSEY, JAMES BALDANZI
 Visual Effects Assistant Coordinator.....KENNEDY DAVEY
 Visual Effects Production Assistants...XIMENA MELENDEZ
 JAMI PHILBRICK, SPENCER HON LUI
 Motion Control.....CRAIG SHUMARD
 KEVIN FITZGERALD
 Supervising Sound EditorsCRAIG HENIGHAN
JOHN A. LARSEN
 Sound MixingPAUL MASSEY
 DAVID GIAMMARCO
 Animals provided by BIRDS & ANIMALS UNLIMITED
 Monkey Trainers.....TOM GUNDERSON
ANTHONY SUFFREDINI
 Property Buyer.....LAURIE DOBBIE
 Assistant Set Decorator MICHAEL A. BILLINGS
 Set Decorator CoordinatorZOE JIRIK
 Set Dec Buyer.....AUDRA NEIL
 Set Decorator Foreman.....JOHN BOE
 Lead DressersDENYSE NELSON, GUY ROLAND
 On Set Dresser..... ROSS WAHL
 Lead Set WiremanKEITH BROOKES
 Storyboard Artists.....JOEL VENTI
 MICHAEL A. JACKSON, MARC BAIRD
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 MILENA ZDRAVKOVIC, MICHELE MOEN
 Set Designers.....MIRA CAVENO, JAY MITCHELL
BRYAN SUTTON
 Graphic Illustrator.....KIRSTEN FRANSON, RAY LAI

 Vancouver Casting by
 COREEN MAYRS, CSA
 and HEIKE BRANDSTATTER, CSA
 Canadian Casting AssociateAMY NYGAARD
 Extras Casting..... ANDREA BROWN CASTING INC.
 Head of Department, Makeup..... VICTORIA DOWN

Head of Department, HairSHERRY GYGLI
 Gaffer DREW DAVIDSON
 Rigging Gaffers.....SEAN OXENBURY, KEITH S. WOODS
 Best Boy Electric SHANE DOBIE
 Best Boy Rigging Electric PHIL KLAPWYK
 Company Electricians TODD MARTIN
JAY ANDERSON, JOHN DINES, CRAIG JONES
 . TREVOR CARABIN, JAMES HARVEY, ROGER BAILEY
 RANDY JABLONKA, DYLAN PAUL, PAT HARRIS
 JIM WENTING, ROB BRADY, ANDY GUICHON
 NIAL FRASER, HUGH MEIKLE
 Key Grip MIKE KIRILENKO
 Key Rigging Grip..... DAVID McINTOSH
 Best Boy Grip DAVID CAMERON
 Rigging Best Boy Grip..... BIPPIN KUMAR SAMMY
 Dolly GripsRYAN MONRO, DARIN WONG
 Company Grips..... DREW DAVID, KEVIN LHERITIER
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BRIAN BOUMA, SHAYNE GUSDAL , PETER PACULA
SERGIO PETRE, DOUG PARTON, DON QUINN
 BOB WOLINSKI, STEPHEN ARNOTT, ROD TIGLER
ROBIN SAY, SCOTT BONNER, GEORGE CARTER
 ROBIN JOBIN
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 Costume Supervisor.....JOHN CASEY
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 TERRY ANDERSON
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 Truck Costumer ANDRE BROUWER
 Background Costume Coordinator.....ROSALIE LEE
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ANNE BURKE, ANN RUSSELL
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 Location Manager.....RINO PACE

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 Third Assistant Director (On Set) ASHLEY BELL
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 MAYA TOEWS
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 SIMONA PANDELE
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 Construction CoordinatorJOHNNY DALE
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 Head Sculptor.....JACK GAUVREAU
 Construction Buyer..... MICHEL RHEAULT
 Construction ForemenJACQUES PARADIS

.....BOB NICHOLSON
.....DAVID "POPS" FUKAKUSA, BILL FORSTER
On Set CarpenterJOHN KOBYLKA
On Set PainterDEREK BOBROFF
Foreman – Metal FabricationERIC LANGSTROTH
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..... NERISSA McCORMACK
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.....BRANDON HOLLYER
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Assistant Post-Production Accountant. CHARLES SALDANA
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First Assistant Makeup CHRISTOPHER PINNEY
.....TANYA HUDSON
Head Wrangler..... JOHN SCOTT
Transportation CoordinatorROB VREUGDE
Transportation Captain WAYNE POWER
CateringCINEMA SCENES
Head Chef.....BOB BEDARD
Craft Service/First AidNANCY KRESS
Clearance & Product Placement Coordinator.. GINA MAURO
Costumer for Mr. StillerMICHELLE BAINES
Hair Stylist for Mr. Stiller..... KRISTIN BERGE
Makeup Artist for Mr. Stiller..... KATE BISCOE
Hair & Makeup for Mr. Williams..... CHERI MINNS
‘Teddy’ Bust Prosthetic Makeup.....GREG CANNOM
Prosthetic Makeup Effects ADRIEN MOROT / MAESTRO FX
Sound Design and Additional Mixing by CRAIG HENIGHAN
Supervising ADR Editor..... R.J. KIZER
Supervising DIA Editor.....SUSAN DAWES
DIA EditorsALISON FISHER, HELEN LUTTRELL
ADR Editors.....LAURA GRAHAM, VANESSA LAPATO

FX Editor.....COLL ANDERSON
 Supervising Foley Editor JOHN MURRAY
 Foley Editors.....SCOTT CURTIS,DOUG JACKSON
 First Assistant Sound Editor SKIP LONGFELLOW
 Assistant Sound Editors JASON TUTTLE
 ERIC A. LARSEN
 Additional Music EditorKEVIN CREEHAN
 Post Production Facilities provided by
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 Re-Recording Engineer.....BILL STEIN
 ADR MixerCHARLEEN STEEVES
 ADR Recordist.....DAVID LUCARELLI
 Foley Artists.....DAN O'CONNELL, JOHN CUCCI
 Foley Mixer JAMES ASHWILL
 Voice Casting by BARBARA HARRIS
 Voice Actors.....DAVID ARNOTT, CHRISTIAN AUBERT
 JASON BROAD, DOUG BURCH
 CATHERINE CAVADINI, JOHN DEMITA
 . CHARLES FATHY, EFRAIN FIGUEROA, GREG FINLEY
JEFFREY TODD FISCHER, PEGGY FLOOD
 ...AARON HENDRY, BARBARA ILEY, BORIS KLEVSKY
 TERENCE MATHEWS, JEREMY MAXWELL
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 . RICHARD PENN, DAVID J. RANDOLPH, DALE RAOUL
 NOREEN REARDON, VERNON SCOTT
EDWARD SHKOLNIKOV, JOEL SWETOW
 ANDREANA WEINER
 Negative Cutter.....KONA CUTTING
 Color Timer..... JIM PASSON
 Main Titles and End Titles by.....PICTURE MILL
 Digital Intermediate Facility.....EFILM
 Digital Intermediate Producer.....EILEEN GODOY
 Supervising Digital Colorist STEVEN J. SCOTT
 Digital Intermediate Editor DEVON MILLER

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from PANAVISION REMOTE SYSTEMS

VISUAL EFFECTS BY

RHYTHM & HUES STUDIOS

Visual Effects Supervisor Raymond Chen
Visual Effects Producer Bill Thlusty
Senior Animation Supervisor..... Craig Talmy
Visual Effects Art Director Michael Meaker
Digital Effects Supervisor..... Jason Bayever
Look Development Supervisor Joshua Bryer
Digital Effects Producer..... David Robinson
Digital Effects Producer..... Patrick Kearney
VFX Production Manager..... Whitney E. Kitchen
CG Production Manager Jeff Schaper
Visual Effects Coordinator Charise E. Angone
Digital FX Production Manager..... William Murphy
Sequence Supervisors ... Pauline Duvall, Jonathan B. Robinson
... Mark Rodahl, Joshua Saeta, David Sweeney, Serkan Zelzele
Visual Effects Coordinators..... Jennifer Avery, Erika Bach
..... Danielle Barto, Scott Berri, Shikha Bhatia, Stephen Carter
..... Samuel Clark, Benjamin Cunningham, Rizza Go
..... Trishna Gohel, Nicholas Hyman, Yasamin Ismaili
..... Lakshmi Subramanian, Iyer, Deborah Nikkel, Josh Peters
..... Abbigail Ponck, Elizabeth Schafer, Misato Shinohara
..... Arpit Soni, Boban Varghese
Visual Effects Editor Zeke Morales
VFX Production Assistant..... Jonathan Jamison
Modeling Leads Jonathan Chao, Jason Huang
..... Rishikesh Nandlaskar, Manoj Vangala
Modelers..... Roger Chih Chao, Yeen-Shi Chen
..... Sandesh Chonkar, Kenny Huang, Mabel John, Danny Lei
..... Mohammed Anuz, Sujesh Nair, Chaitali Patel
..... Ryan Smith, Arati Ullal, Sagar Zade
Rigging Supervisors Ryan English, Alex Ko
Rigging Artists..... Sean Comer, Matthew Derksen
..... Daniel Lindsey
Texture Leads Serena Jui Wen Chang, Jennifer Stratton

Texture Paint Artists.....Nathan Boyd,Jessi Chang
.....Ronald Cleland, Nicholas Cosmi, Jenny Dias. Erik Halsey
..... Drew Harrison, Andrew Lewis, Vishal Parikh
..... Vishal Pawar, Anna Silvey
Look Development Lead Dante Quintana
Pre-Lighters Bhavika Bajpai, Jose L. De Juan
.....Wes Franklin, Sarah Fuller, Alex Garcia, James Huey
..... Amanda Johnstone, Walter Jones, Mary Lynn Machado
..... Killeen, Daniel Macarin, Shreya Shetty
Match Move Supervisor Wilmer Lin
Match Move Leads Margaret Morris, Sunil Rawat
.....Tejas Trivedi
Match Move Artists..... Kiran Ahlawat, Mohammad Akram
..... Srikanth Bhogi, Koushik Biswas, Sathish Kumar
.....Bodicherla, Vinit Chaturvedani, Santosh Dey
..... Rangesh Durairaj, Devin Fairbairn, Matthew Fuller
.....Sireesha Gadiraju, Erica Hornung, Mustafa Jaheed K
.....Abhimanyu Joshi, Swathi Madey, Sudip Mallick
.....Divya Manasa, Naveen Kumar, Natarajan, Promit Pattnaik
..... Praveena Pinnoju, Murthy Putrevu, Rajesh Putta
.....Sanjay Rao, Marina Ratina, Yogaraj Ravi
..... Samik Roy Choudhury, Jayaraman Sabarisan
.....Srinidhi Seshadri, Dinesh Soni, Yuki Sugimoto
..... Sonia Varshney, Kabir Verma
Layout Supervisor..... Colin Elliot
Layout Lead.....Ellen Brenner
Layout Artists Abhishek Bharadwaj, Hitesh Chikate
..... Hyun Joo Cho, Kenneth Mohamed, Brett Rutland
Animation Supervisors.....Chad Shattuck, Ryan Donoghue
..... James Kinnings, Burke Roane, Benjamin Sanders
.....Adam Yaniv
Animation Leads..... Ryan Bradley, Amanda Dague
..... Nirmal David, Joel Foster, Vinayak Pawar, John Vassallo
AnimatorsAlberto Abril, Tanseer Ahmed, Balaji Anbalagan
..... Guy Bar'Ely, Ioan Bidiuc, Shad Bradbury, Jessica Chan
....Scott Claus, Brian Covalt, Jeffrey Croke, Carolyn Ee Kaiser

... Todd Elliot, Rachel Flowers, Edward Fornoles, Sagar Funde
 Angela Glocka, William Hoag, Joseph Hoback
Michael Holzl, Martin Jimenez, Shelagh Kitney
 David Linsey, Manuel Martinez Bover, Casey McDermott
 ..Prajakta Nandlaskar, Hunjin Park, Samir Patel, Harish Pawar
 Nilesch Pethkar, Jason Petrocelli, Timothy Pixton
 Alexander Poei, Clarence Robello, Shrijith Shridharan
 Beth Sleven, Ryan Sluman, Christopher Street
Derek Tannehill, Lindsay Thompson, John Turco II
Senthil Velan, Eriks Vitols, Brian Wells
 Technical Animation Supervisor Matthew Brown
 Technical Animation LeadsChristopher De St. Joer
 ... Christopher Michael, Michela Rose, Richard Van Cleave Jr.
 Technical Animation Artists.....Nicholas Augello
 Randall Bahnsen, Nicholas Burkard, Tyler Cayce
 John Dowell, John Downs, Victor Garza, Aaron Grey
Jacqueline Jirka, Si-Hyung Kim, Daniel Kole, Young Lee
 Mark Mancewicz, Alison Middaugh, Tyler Opatrny
James Parente, James Parks, Joseph Piercy
Tushar PraKashan, Mrudul Sarang, Yuri Sakovich
 Christopher Silva, Jessa Sininger, Andrew Smith
Trevor Sommer, Timothy Steele, Ian Townsend
Neha Wickramasekaran, Hin Wong, Nathan Yellig
 Daniel Young
 Crowd Supervisor.....Mark Welser
 Crowd Artists.....Kent Chan, Russell Lloyd II
 Lighting SupervisorRyan Gillis
 Lighting Leads.....Imran Ahmed, Daniel Gilbert
Vemulapalli Sasi Kiran, Thomaskutty George
 Yogesh Lakhani, Jonathan Meier, Christopher Rogers
Ai Saimoto
 Lighting Artists.....WilliamBall Jr., Arun Baluchamy
 Elizabeth Baxter, Brooke Beane, Harold Buchman
Paul Bush, Georgia Cano, Vinny Chirayil, Elizabeth Cross
 Krishnendu Bikash Das, Soumava Das, Sutapa Das
 John Decker, Amy Edwards, Patricia Helene Frazier

.....Brian Gee, Josh Herrig, Jesse Hildreth, Nickie Huai
.....Aravind Jayaraman, Simon Jones, Miku Kayama
.....Noah Klabunde, MacDuff Knox, Rodian Paul Kubelec
Dilesh Lamsal, Wai Leung, Varun Malhotra, Brett McConnell
.....Rakesh More, Mark Osborne, Kaushik Pal, Kaustubh Patil
.....Seth Peterson, Sheetal Petkar, Jean Joseph Philip
.. Katherine Reihman, Heekyung Shin, Gunjan Shirish Kathale
..... Sabrina Silver, Argha Sen, Baudouin Struye, Eric Tablada
..... Shobit Taneja, Fatema Tarzi, Ellen Trinh, Sarma Vanguri
..... Dominika Wacławiak
Matte Painters...Heather Abels, Allen Battino, Mannix Bennet
.....Mikael Genachte-Le, Bail, He Jung Park, Alison Yerxa
Concept Artist..... Marcus Collins
FX Supervisor.....Francisco Rodriguez
FX Lead Jason Iversen
FX Artists..... Gordon Chapman, P. Andrew Gauvreau
.....Sho Hasegawa, Eric Horton, Aimee Johnson
..... Yoke Keng Steven Ong, Joseph Phoebus, Youngsam Suh
..... Scott Townsend, Zubin Wadia, Brian Walters
.....Anthony Zalinka
2D Supervisor Brian Tatosky
BG Prep/Roto Lead.....Mukesh Kumar, Prabhakar Putta
BG Prep Artists.....Praveen Allu, Christopher Bergman
..... Aman Bhutani, Bhargava Boini, Theju Chandran
..... Michael Colburn, Daniel Craemer, Sheri L. Cruz
... Catherine Dingman, Donna Dubuc-Curtis, Stephen Edwards
..... Janet Freedland, Ginesh Gandhi, Sathya Kaliamoorthy
..... Vinoth Kumar, Sherwyn Lawarence, Michael Liv
.....Rahul Madan, Gauri Matondkar, Karthick Muthukumar
..... Christopher Myerchin, Linda Prescott, Charles Arul Raj
.....Vamshi Ramasagaram, Amarnath P., Rathankumar
.....Raj Mohan Singh Rawat, Vikram Sanghai, Jatin Shah
Inferno SupervisorJohn Heller
Inferno Artists..... Justin Blaustein, Enid Dalkoff
..... Yukiko Ishiwata, Richard Shick
Compositing Leads.....Payal Dani, Perry Kass, Sophia Lo

..... Elam Parithi, Behnam Shafiebeik, Kamalakkannan
 Vairakkannu, Sheila Woodford
 Compositing Artists..... Rachele Bisson-Montpetit
Colin Campbell, Shyam Chand.M, Joshua Cole
 August Coleman, Sean Coonce, Karla Curby, Aurore de Blois
Venuprasath Dhanapal, Melanie Dorn, Jennifer Epstein
Karen Fratkin, Jason Grunfeld, Pablo Holcer
 Dartayous Hunter, Neeraj Ingle, Pency Kinnard
 Gurpreet Kaur, Sean Hyun-In Lee, Shilpesh Mane
 Shawn Mason, Gaurav Mathur, Ravikumar Menon
 Douglas Miller, Siju Murugan, Ram Mohan Nadam, Reddy
 Annie Nakamura, Anjelica Perez, Daniel Post
Andres Rascon, Suryapal Rawat, Olov Samuelsson
Arnab Sanyal, Vijay Selvam, Siddharth Shah, Cybele Sierra
Josh Shuman, Christopher Stanczak, Daniel Trezise
 Shaji Velappan, Rakesh Venugopalan, Scott Vosbury
Sean Wallitsch, Jianru Yang
 Pipeline Supervisor..... Joey Tobiska
 Pipeline TDsJudson Bumpas, Christopher Burel
 Abhijeet Nawsagare, Kevin B. Olson, Sijo Pappachan
 Abhishek Pareek, Tharun Sanaka
 Color Grading Supervisor..... Anthony Harris

PRODUCTION and TECHNICAL SUPPORT

..... Amit Aidasani, Aparna Ambavkar, Brian Brunst
Thomas Burkhart, Stacy Burstin, Johnny Gibson
Jenny Groener, Michael Kambli, Jay Miya, Frank Murillo
 ...Ryan Pollreisz, A.R.Seshaprasad, Ben Taylor, Dan Vaughan
 Sharmila Venugopal

SOFTWARE and TECHNOLOGY

Nathan Cournia, Steve Fong, Walid Harmoush, Marc Hawson
 Peter Huang, Chris Johnson, Tae-Yong Kim, Steve Linn
 Marty Ryan, Nivedita Sahasrabudhe

SENIOR STAFF

.Lee Berger, Erika Wangberg Burton, Julie D'Antoni Donovan
 Ken Roupenian, Sue Brunell-Edwards, Prashant Buyyala
Saraswathi Balgam, Mark A. Brown, Heather Jennings

.....Markus Kurtz

Visual Effects by: Café FX, Inc

Visual Effects Supervisor.....Scott Gordon

Visual Effects ProducerCindy Jones

CG SupervisorWill Nicholson

Compositing SupervisorTheresa Ellis Rygiel

Character Animation/Rigging..... George Wong

.....Thanh John Nguyen, Joseph Spadaro, Vincent R. DeLay

Effects Animation/Modeling Scott Palleiko, Andrew Honacker

.....Michael Fessenden, Frederique Schafer

Matte Painting/Compositing Dan Knight, Andrew Mumford

..... Tatjana Bozinovski, Patrick Paul Mullane

Visual Effects Editor..... Wenden Baldwin

Visual Effects Coordinator Brenda Finster

Visual Effects by the Moving Picture Company

VFX SupervisorJessica Norman

VFX Producer..... Kirsty Wilson

CG Supervisor.....Guillaume Rocheron

VFX Editor Crystal Hadcroft, Sam Rowan, Greg Fisher

.....Haslina Dasley, Harry Mukhopadhyay, Hayley Collins

.....Benjamin Jones, Peta Bayley, Richard Clegg, Derek Wolfe

..... Richard Little, Arnaud Valette, Florent Limouzin

.....Sandra Murta, Craig Skerry, Julian Gnass

Visual Effects By DIGISCOPE

Visual Effects Supervisor Dion Hatch

Digital Effects Supervisor.....Brennan Prevatt

Visual Effects ProducerMary Stuart

Digital Effects Producer..... Terron Pratt, Jesse Siglow

..... Suzette Barnett, Jason Forster, Maggie Kraissamutr

.....Jared Higgins

Additional Visual Effects by:

.....Digital Domain,

.....Illusion Arts, Inc

.....A CG company

.....Wildfire Visual Effects, Inc

..... Pixel Playground, Inc

Miniature Effects & Photography By New Deal Studios, Inc.
 Visual Effects SupervisorIan Hunter
 Visual Effects Producer David Sanger
 Cinematographer.....Timothy E. Angulo
 Motion Control OperatorJoshua Cushner
 Model Crew Chief Forest P. Fischer
 Digital Effects Supervisor.....Robert Chapin
 Previsualization by.....Image Engine
 Persistence of Vision
Previs
HALON Entertainment, LLC
 SOHO VFX
 3D Scanning by..... Gentle Giant Studios

SECOND UNIT

Unit Manager BONNIE BENWICK
 Director of PhotographyIAN FOX
 First Assistant DirectorPAUL BARRY
 Stunt CoordinatorDEAN CHOE
 Camera Operators GLEN DICKSON, CHRIS BANTING
 First Assistant Camera SEAN HARDING
 GEORGE MAJOROS
 Second Assistant CameraSEAN ESLER
 Video Assist..... DAVE JOSHI
 Script Supervisor TRACY YOUNG
 Gaffer..... RYAN BAILEY
 Key Grip RON MACLEAY
 Dolly Grip..... JAMIE SALBERG
 Assistant Property Master.....PAUL MULDER
 Costume Supervisor..... PATTY HUNTER
 Set CostumerEILIDH McALLISTER
 Sound Mixer.....LARS EKSTROM

DC UNIT

Unit Production Manager PATRICIA DOHERTY HESS
 Second Assistant DirectorALISON ROSA
 Production CoordinatorDREW TIDWELL
 Location Manager.....PEGGY PRIDEMORE

Assistant Location ManagerMATT NOONAN
Set DecoratorCARL CATANESE
On Set Dresser.....REBECCA SHPAK
Sound Mixer.....BRUCE LITECKY
Gaffer.....JAY KEMP
Key Grip.....RODNEY FRENCH
Wardrobe Supervisor..... ALEXANDRA KROST
Catering & Craft Service BLACK DIAMOND CATERING

NEW YORK UNIT

Unit Production Manager RAYMOND QUINLAN
Second Assistant DirectorBETSY PALMIERI
Second Second Assistant Director....JANE CHASEWELLS
Production Coordinator KATE KELLY
Location Manager..... MICHAEL KRIARIS
Assistant Location Manager BRIAN BARNES
Assistant Property Master ROBERT GRIFFON
Leadman DAVE WEINMAN
Sound Mixer GARY ALPER
Gaffer.....MICHAEL BURKE
Key Grip.....DENNIS GAMIELLO
Assistant Costume Designer.....PATRICK CHEVILLOT
Wardrobe Supervisor.....ARLYNN ABSECK
Transportation Captain GENE O'NEIL
Transportation Co-Captain BILLY MCFADDEN
Catering PETER ANDERS
Score Conducted by..... ALAN SILVESTRI
Score Orchestrated by..... JOHN ASHTON THOMAS
..... DAVID METZGER, ABRAHAM LIBBOS
Score Contracted by.....SANDY DECRESCENT
.....PETER ROTTER
Score Coordinator by..... DAVID BIFANO
Score Preparations by JOANN KANE MUSIC SERVICES
Score Recorded and Mixed by..... DENNIS SANDS
..... STEVE KEMPSTER
Digital Recording by .. ADAM OLMSTEAD, LARRY MAH
Vocal Contracting byRICK LOGAN

Score Recorded at.....
.....THE NEWMAN STAGE, TWENTIETH CENTURY FOX
Recordist.....TIM LAUBER
Engineer..... DENIS ST. AMAND
Stage Managers. TOM STEEL, FRANCESCO PERLANGELI
Score Mixed at.....1 STUDIO SANTA BARBARA

SONGS:

7TH CAVALRY REGIMENT

Traditional

BUGLE CALL RAG

Written by Billy Meyers, Elmer Schoebel and Jack Pettis

Performed by Benny Goodman & His Orchestra

Courtesy of Columbia Records

By arrangement with Sony Music Entertainment

MORE THAN A WOMAN

Written by Barry Gibb, Maurice Gibb and Robin Gibb

Performed by Jonas Brothers

Produced by Ali Dee

Vocals Produced by John Fields

Jonas Brothers perform courtesy of Hollywood Records

MY HEART WILL GO ON

Written by James Horner and Will Jennings

Performed by Jonas Brothers

Produced by Ali Dee

Vocals Produced by John Fields

Jonas Brothers perform courtesy of Hollywood Records

LOVEBUG

Written by Nicholas Jonas, Joseph Jonas and Kevin Jonas II

Performed by Jonas Brothers

Produced by Ali Dee

Vocals Produced by John Fields

Jonas Brothers perform courtesy of Hollywood Records

THAT'S THE WAY I LIKE IT

Written by Harry Wayne Casey and Richard Finch

RIDE OF THE VALKYRIES

Written by Richard Wagner

Performed by Jonas Brothers

Produced by Ali Dee

Vocals Produced by John Fields

Jonas Brothers perform courtesy of Hollywood Records

GLORIANA

Written by Mark Ford and Stephen Metcalfe

Performed by The London Studio Orchestra and The Purcell Singers

Courtesy of Nathan D. Duvall and Corner Stone Cues

LET'S GROOVE

Written by Maurice White and Wayne Vaughn

Performed by Earth, Wind & Fire

Courtesy of Columbia Records

By arrangement with Sony Music Entertainment

LIFE IN TECHNICOLOR

Written by Guy Berryman, Jonathan Buckland, William Champion, Christopher Martin and Jon Hopkins

Performed by Coldplay

Courtesy of Capitol Records

Under license from EMI Film & Television Music

FLY WITH ME

Written by Nicholas Jonas, Joseph Jonas, Kevin Jonas II and Greg Garbowsky

Performed by Jonas Brothers

Courtesy of Hollywood Records

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KODAK

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Approved No. 44999

IATSE "Bug"

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