



FOX SEARCHLIGHT PICTURES and CONTENTFILM

Present

A BLOODLINE FILMS Production
In Association with WHITE ORCHID FILMS

DMX
DAVID ARQUETTE

NEVER DIE ALONE

MICHAEL EALY
CLIFTON POWELL
REAGAN GOMEZ-PRESTON

Directed by.....ERNEST DICKERSON
Screenplay by.....JAMES GIBSON
Based on the Holloway House Book by.....DONALD GOINES
Produced by.....EARL SIMMONS
.....ALESSANDRO CAMON
Executive Producers.....EDWARD R. PRESSMAN
.....JOHN SCHMIDT
.....RUDY "KATO" RANGEL
.....DION FEARON
.....MARC GERALD
.....CAMERON CASEY
Director of Photography.....MATTHEW LIBATIQUE, ASC
Production Designer.....CHRISTIAAN WAGENER
Edited by.....STEPHEN LOVEJOY, A.C.E.
Costume Designer.....MARIE FRANCE
Co-Executive Producer.....ELLIOT LEWIS ROSENBLATT
Co-Producers.....ROBI REED
.....CHERYL MARTIN
.....TASHERA SIMMONS
Music Supervisor.....FRANKIE PINE
Score by.....GEORGE DUKE
Additional Music by.....DAMON "GREASE" BLACKMON

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ABOUT THE STORY

Based on legendary street novelist Donald Goines' book of the same name, **NEVER DIE ALONE** is a richly literate film noir about King David (DMX), a hard-boiled, stylish criminal who returns to his hometown seeking redemption and finding only violent death. But he did not die alone...King David's final moments are spent with Paul (David Arquette), an aspiring journalist who knows him for just a few minutes but is changed forever by their meeting. King David – half preacher, half Satan, and all street smarts – gives to Paul an audiotape featuring the story of his recent exploits, leaving behind a riveting, poetic sermon on villainy and its consequences. The tapes reveal that the cycle of violence and retribution King David's actions spawned have come back on him full circle, as he suspected they might all along...

The acclaimed novel Never Die Alone was penned in 1974 by the late African American cult writer Donald Goines shortly before his death, and was adapted for the screen by James Gibson. One of the most widely acclaimed black authors of his generation, Goines wrote his first two books while incarcerated, and followed those with an astonishing 16 novels written from the time he was released from prison in 1970 until he was shot to death in 1974. Goines sold more than 5 million books in his brief career and has, in the past decade, been re-discovered by legions of hip-hop fans. He has been called the greatest black American urban novelist since Chester Himes and the French magazine *L'Express* called him "a flashing talent straight from the street of the lost."

The film is helmed by Ernest Dickerson, whose directorial debut was the critically acclaimed 1992 drama JUICE, starring Omar Epps and the late Tupac Shakur. Dickerson is also highly regarded for serving as director of photography on seven of Spike Lee's most celebrated films from SHE'S GOTTA HAVE IT up to and including MALCOLM X. He has directed a number of feature and made-for-TV films, ranging from the recent horror movie BONES starring Snoop Dogg to the Peabody Award-winning Showtime movie STRANGE JUSTICE, based on the controversy surrounding Anita Hill and Clarence Thomas. Dickerson most recently directed the drama GOOD FENCES, starring Danny Glover and Whoopi Goldberg, which had its world premiere at the 2003 Sundance Film Festival.

NEVER DIE ALONE stars DMX (CRADLE 2 THE GRAVE), David Arquette (THE GREY ZONE), Michael Ealy (BARBERSHOP), Reagan Gomez-Preston (LOVE DON'T COST A THING) and Clifton Powell (BONES). It is produced by Earl Simmons and Alessandro Camon, co-produced by Robi Reed, Cheryl Martin, and Tashera Simmons and executive produced by Edward R. Pressman, John Schmidt, Rudy "Kato" Rangel, Marc Gerald, Dion Fearon and Cameron Casey. Elliot Lewis Rosenblatt is co-executive producer. The film is the first motion picture to be produced by Bloodline Films, DMX's film production company. The director of photography is Matthew Libatique (PHONE BOOTH, REQUIEM FOR A DREAM, GOTHICA).

NEVER DIE ALONE: FROM NOVEL TO SCREEN

“We reap what we sow. That’s what the Bible says. Payback’s a motherfucker. I think James Brown said that. Same difference. We all know the story. At least we pretend we do. Hindu cats out in India have a word for it: Karma. They believe in reincarnation. That a man pays in the next life for all the shit he’s done in the previous one. And keeps on paying too. Until he gets shit right.” - King David

Who was the ruthless man they called King David? Did he exist or was he a figment of author Donald Goines’ imagination? Or is he an amalgamation of every dark and dangerous character that ever represented evil and retribution to Goines in the brief, brilliant flash of his life?

Though the answer will never definitively be known, director Ernest Dickerson was drawn to Goines’ raw portrait of a street gangster’s rise and fall, because it hit him in the gut like truth. Says Dickerson about Goines: “All of Goines’ stories have an exciting reality to them because he wrote about a world that he actually lived in. He was a career criminal who spent several years in prison and while he was there he started to write. He always wrote about the events and people he knew, so King David, who to us seems like a larger-than-life, almost epic character, probably really existed someplace.”

A long-time fan of Donald Goines, Dickerson was astonished that no American filmmaker had ever adapted his novels for the screen, despite the author’s reputation for compelling pulp-style storytelling, vivid intensity and stylistic verve. “Sadly, Goines has been pretty much ignored in the U.S., although he’s very highly respected overseas, especially in Europe, where he’s given real literary weight. I think it’s important to recognize him,” says Dickerson. “He is perhaps the world’s premiere black pulp fiction writer, and screenwriter James Gibson has taken some of Goines’ big themes, such as the idea of Karma and the concept that what goes around comes around, and stayed true to Goines’ world, while giving it a real modern feel.”

James Gibson, who makes his feature film debut as a screenwriter, had been reading Goines’ work for years before tackling **NEVER DIE ALONE**. “I adapted the book in part as a labor of love but also because I wanted to write a contemporary urban film, and this was a great story. Though I brought some of my own vision to it, I tried at all times to be true to the spirit of Goines,” he states.

To heighten the story's visceral excitement, Gibson made a few changes to the novel, including switching King David's diaries from the handwritten volumes Goines writes about to the more dramatic audiotapes. But the focus was always on capturing the complexity of Goines' storytelling.

Explains Gibson: "The original Goines book, though gritty and written in classic pulp style, was also surprisingly complex, with a very experimental literary structure -- three totally isolated threads set in the present, told in the third person, that never come together (Mike, Paul and Moon) and a picaresque fourth thread set in the past focusing on King David, told in the first person in David's voice through his diaries."

Gibson continues, "The challenge in adapting it was to try to make it all cohere, give the piece some structural unity and dramatic tension, and, finally, to find a unique way to convey King David's point of view through the voice over. Another challenge was to update the piece to the present and yet find a balance between staying true to Goines' world while keeping it modern."

When Ernest Dickerson read the completed script, he was enthralled by its atmospheric sense of fatalism and shadowy style. "It's filled with noir conventions. I love that there are flashbacks within flashbacks within flashbacks," he says. "I also love that it's a tale told by a dead man -- sort of like *SUNSET BOULEVARD*, where it starts with a man dying, looking back on the earth from the world of the dead. The whole thing is very rich and it doesn't let the audience off the hook. I personally like movies like this that brand you, that sear you, that scar you, that you can't walk away from because they stay with you."

From the beginning it was clear that the film would require someone with a huge personality and a deep, personal understanding of urban life to bring to life the role of King David, the gangster who claws his way up from the streets only to face his final retribution. Executive producer Edward R. Pressman brought up the name of DMX, the rap artist who has also found tremendous success as an actor in such recent hits as *CRADLE 2 THE GRAVE*, and the search was over.

Says producer Alessandro Camon of DMX: "Donald Goines has often been described as 'the ghetto's Shakespeare' -- and we all agreed that DMX is the one actor out there with the street cred to bring one of Goines' richest novels to the big screen."

“He is a natural,” adds Dickerson. “For the role of King David, DMX drew on all his life experience and the influences of people he’s known throughout his life to create this character with a great deal of charisma and complexity. This is a pivotal film for him because he really establishes himself as an actor, and he rose to the enormous challenge of the role brilliantly. But as with other stars from the music world, DMX also brings his own exciting personality to it, and there’s nobody else like him.”

DMX was already a fan of Donald Goines’ hardcore street novels and was immediately honored to have the opportunity to play the almost mythical kingpin character of King David. He was so drawn to the project that he also came on board as a producer. “I saw **NEVER DIE ALONE** as an intense street story with a twist,” comments DMX. “It’s an important tale from the hood that also has valuable lessons.”

He also recognized right away that this film would not be business as usual. “This is not your typical rapper-in-a-movie movie, and not your typical DMX-in-a-movie movie, either. It’s something totally different, yet just as energetic,” he observes.

Most importantly, DMX was personally moved by the story and felt that it held out a strong relevance to today’s urban audiences – along with an unexpected and much needed glimmer of hope. “King David’s story of a heartless individual who suddenly gains a conscience is very relevant to the plight of the black man today,” he observes. “There are so many individuals who see themselves, maybe because of what they’ve done in the past, as beyond redemption. But just because you’ve done certain things doesn’t mean you can’t change. The thing is that you’ve got to forgive yourself if you’re going to be forgiven for what you’ve done.”

DMX sees King David, ruthless and dangerous as he once was, as finding some redemption by leaving behind this and other vital lessons. He says: “King David was a drug dealer, but he was never an ordinary drug dealer. He might have seemed heartless, but that’s because the only time he allowed himself to love, he got hurt. He can be a real bastard, but I think he realizes at the end of his life that you have to make amends for all the bad things you’ve done. And that’s what he sets out to do in an original way.”

Playing opposite DMX as Paul, the writer whose life is unexpectedly changed by his chance encounter with King David, is David Arquette, a veteran of risk-taking independent films. Paul is an unusual character in that he is the only white character that

ever appears among all 16 novels Donald Goines wrote. This notion of a total outsider looking in fascinated Arquette.

“Paul wanders through his life fascinated with black American culture and the darker culture that Goines wrote about,” states Arquette. “As a writer, an artist, he wants to understand this world more intimately so he’s immersed himself in the culture by living in a rough neighborhood. And then he runs into King David, who is sort of everything he’s been searching for as a writer. So he finds this guy, for lack of a better word, he finds his muse. In King David and the audio journals that bring his story to life, Paul discovers a portal into this world that he’s never really had a full grip on before. His eyes are opened.”

Arquette had never read Donald Goines before, but like most who encounter him for the first time, he was riveted by both the author’s distinct style and his personal legend. “Goines really lived this story – and, just like King David, who Goines was and how he lived ultimately caught up with him –but at the same time he was an important artist,” he observes.

Arquette was also pulled in by the chance to do something that even in his diverse career is unlike anything he has ever done before. “This is a film noir, a pulp movie, with a lot of action and moody exchanges. Some incredibly talented people came together to make this movie and it’s a primarily African-American cast, so I feel very honored to have been invited along,” he says.

For Arquette, the character Paul also represents one of the most resonant themes that runs like a vein through all of Donald Goines’ work: Karma. “This story is all about Karma and how this one man’s life, King David’s life, has affected so many others,” he says. “Paul finds himself sort of becoming judge and jury of King David and ultimately, he has the responsibility for making the final decision about what is going to become of this man’s life in the end.”

In the role of Mike, a hit man set out for revenge on the ruthless King David, is Michael Ealy who says he was drawn to the film because of its edge. “I saw a script based on a world that I couldn’t relate to personally and there was the challenge - to get immersed in this underworld that is ruled by money, power, guns and drugs.”

Ealy continues, “There are no family values in this movie. It has such a grit to it, such a grimy feel that that was part of the appeal for me to do it. As an actor, I could really sink my teeth into it. I had no clue what I was getting myself into, but it was quite a ride.”

“**NEVER DIE ALONE** was probably one of the most fulfilling projects that I’ve done since the stage,” says Ealy. He credits that in part to Director Ernest Dickerson. “Ever since I saw JUICE I thought working with Ernest would be a dream come true. I was a big fan of his work as a DP in the early years with Spike Lee. Ernest is such a film junkie; he has such a great and vast knowledge of films from all over the world. We worked really closely on the character of Mike. There wasn’t a question that I couldn’t ask that he didn’t have an answer for. And as an actor that’s always wonderful.”

BRINGING NEVER DIE ALONE TO LIFE

“Everything’s been building up to this point. Getting out of that hell-hole city. Re-inventing myself... Whoever said there was no such thing as a second chance in life was an ignorant fool. This is America...” - King David

NEVER DIE ALONE was shot in just 18 days, which only seemed to heighten the rough and tumble, street intensity of the story for the cast and crew. To bring the whole thing to life, the focus was on a gutsy authenticity. Ernest Dickerson collaborated with cinematographer Matthew Libatique to create the film’s striking visuals. A lauded cinematographer himself, who helped develop the bold, jazzy look of Spike Lee’s movies, Dickerson has a distinctive visual sensibility that always comes to the fore. He was, in turn, drawn to Libatique, who is a highly sought-after DP with a filmography that includes such visually arresting films as *GOTHIKA*, *PI*, *REQUIEM FOR A DREAM* and *TIGERLAND*.

The merging of Dickerson and Libatique’s soulful creativity became a keystone of the film’s expressionistic style. “Like a lot of noir, a lot of what happens in **NEVER DIE ALONE** happens in the shadows,” observes executive producer Edward R. Pressman. “But sometimes the darkest moments happen out in the open, like when we see King David first establishing himself in the harsh white light of LA. The combination of Ernest and Matthew has resulted in a film shot through with an explosive visual energy that I’ve seen only rarely in my career.”

Shooting in Los Angeles, Dickerson aimed to create a kind of murky, nameless, universally claustrophobic city. “We wanted to capture that noir, city-at-night feel, and in the way that we shot, we sort of let the city light itself,” explains Dickerson. “We used a special film stock that Kodak has developed which allows you to shoot deep into shadows, and this allowed us to do a lot of scenes in the dark city using only available light, which helps give the film its look.”

Says David Arquette about Dickerson’s neo-noir style: “Ernest Dickerson has that rare combination of being both very story oriented and at the same time very visually oriented. He orchestrates each scene like it’s a dance. I think he’s really succeeded in

bringing to life the incredible energy of this story and taking the audience into the wild, turbulent world that Goines writes about.”

Producer Alessandro Camon summarizes: “Ernest has brought a level of sophistication to **NEVER DIE ALONE** that sets it apart from the urban gangster genre, and makes it an ambitious, complex study of violence and Karma.”

For his part, DMX grew his hair out and even put a little gray in it to better embody an aging gangster. He also worked on King David’s distinctive speech patterns. “I always talk fast,” explains DMX, “but King David moves a lot slower. He’s real curled-lip, slick-talking, but he’s got an easy tempo. I had to bring out that smooth mac daddy thing.”

Every detail was important to DMX. “I really put this character together. I picked out his Cadillac, I was there for the wardrobe and I even got comfortable wearing a suit,” he notes.

The fevered pace of the production kept the intensity going. “We were working so quickly that I really got an opportunity to get deep into the character,” DMX comments. “On bigger productions, you’re always taking breaks. But here, we just kept shooting with very few interruptions so you don’t ever get out of character. I was King David all day. For me, it was all part of trying to give a more heartfelt performance.”

David Arquette had a different challenge in preparing for the role of Paul – he had to experiment with essentially becoming a silent film star. “A lot of Paul’s scenes are just him listening to King David, taking it all in and absorbing it like a sponge. It’s an odd challenge for an actor, but it was also an incredible opportunity to explore a whole different side of acting,” he says.

Michael Ealy said one of challenges in portraying his character was the hatred and rage that he had to show toward DMX’s character in the final scene of the film. He purposely avoided spending time with him prior to their scene so that his concentration would not be marred. Of DMX he says: “He brings such a presence to every role, especially this one. His performance as King David was impeccable and impressive - I had to raise my game a little bit.”

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ABOUT THE CAST

DMX (King David/Producer)

DMX, AKA Earl Simmons, most recently co-starred with Jet Li in the action film CRADLE 2 THE GRAVE. Previously the Dark Man X held leading roles opposite Steven Seagal in EXIT WOUNDS and opposite Jet Li, Aaliyah and Isaiah Washington in ROMEO MUST DIE. He made his feature film debut in BELLY.

DMX's first four albums debuted at number one and sold well over 22 million records in just four years. When it was released in September 2003, DMX's latest album, "Grand Champ," went platinum in 10 days. His first album, "It's Dark & Hell Is Hot," was released in 1998 and was followed the same year with "Flesh Of My Flesh, Blood Of My Blood." 2000 saw the release of "And Then There Was X," which was followed the next year by "The Great Depression."

DMX is also the author of a best-selling autobiography entitled "E.A.R.L.: The Autobiography of DMX," which was released by Harper Collins in 2002.

DAVID ARQUETTE (Paul)

David Arquette earned critical praise for his role in the Holocaust drama THE GREY ZONE, directed by Tim Blake Nelson. In March, he'll be seen opposite Tim Blake Nelson (in an acting role) and Emily Mortimer in A FOREIGN AFFAIR, which premiered at the 2003 Sundance Film Festival. Also in the spring, he will be seen in STEALING SINATRA for Showtime Films opposite William H. Macy.

Arquette top-lined the successful comedies SEE SPOT RUN and NEVER BEEN KISSED. He became a household name by starring as Deputy Dewey in the SCREAM trilogy. He received Blockbuster Awards for his role in NEVER BEEN KISSED and SCREAM II. In 2002, Arquette starred in EIGHT LEGGED FREAKS, produced by Roland Emmerich and Dean Devlin.

Discovered at Sundance for his role in JOHNS in 1997, Arquette has been involved as both actor and producer in five films that have made their debut at the same prestigious festival. In 1997, he starred and co-produced the Sundance entry DREAM WITH THE FISHES, written and directed by Finn Taylor. At Sundance in 1998, Arquette starred opposite Stanley Tucci and Kate Capshaw in THE ALARMIST based on Keith Reddin's play "Life During Wartime."

MICHAEL EALY (Mike)

Following Michael Ealy's breakout performance in BARBERSHOP, he was named one of People's "On the Verge" actors in the magazine's "Sexiest Man Alive" 2002 issue. The role also earned him an NAACP Image Award nomination for Outstanding Motion Picture as well as a People's Choice Award nomination for Favorite Comedy Motion Picture. Ealy recently reprised his role as Ricky Nash for the box-office smash hit BARBERSHOP 2 and has since been named one of Essence magazine's "Hollywood Screen Gems" for their April 2004 issue. Last summer, he appeared in

2 FAST 2 FURIOUS, opposite Paul Walker and Tyrese, for director John Singleton. He will next be seen in NOVEMBER, an indie film in which he stars opposite Courteney Cox Arquette, Anne Archer, James LeGros and Nora Dunne for director Gregory Harrison.

Ealy's feature filmography also includes parts in the critically acclaimed film KISSING JESSICA STEIN (for Fox Searchlight Pictures) and opposite Chris Rock in Joel Schumacher's BAD COMPANY.

Ealy began his acting career in several stage productions, including the Off-Broadway hits "Joe Fearless" and "Whoa Jack," for which he earned an Adelco Award nomination for his performance. He has guest-starred on "Law & Order," the Emmy®-winning E.R. and the hit series "Soul Food."

CLIFTON POWELL (Moon)

Clifton Powell has appeared in more than 15 feature films including Ernest Dickerson's BONES, in which he starred opposite Snoop Dogg; WHY DO FOOLS FALL IN LOVE, starring Halle Berry, Larenz Tate, Lela Rochon and Vivica A. Fox; and FRIDAY AFTER NEXT, in which he co-starred with Ice Cube. One of his earliest roles was in the Hughes Brothers' MENACE TO SOCIETY, which he followed two years later with a role in DEAD PRESIDENTS. Powell's feature film credits also include: UNCHAIN MY HEART, RUSH HOUR, NEXT FRIDAY, THE BROTHERS, CIVIL BRAND, LOCKDOWN, DEEP RISING, PHANTOMS and CAUGHT UP.

Powell's television credits include recurring roles on "Roc" and "Sinbad," series regular roles on "Ryan Caulfield," "Simon" and "South Central," and appearances on: "CSI," "One on One," "The Practice," "Third Watch," "Law & Order," "Touched by an Angel," "The Parkers," "The Jamie Foxx Show," "Walker Texas Ranger," "Moesha," "In the House," "High Incident" and "Orleans."

REAGAN GOMEZ-PRESTON (Juanita)

Reagan Gomez-Preston recently finished filming Magic Johnson's BEAUTY SHOP, in which she co-stars as a stylish and sassy hairdresser's assistant alongside Monique. Christmas 2003 she starred in LOVE DON'T COST A THING, a remake of the '80s classic CAN'T BUY ME LOVE, also featuring Christina Milian and Nick Cannon. Her other film work includes JERRY MAGUIRE, the starring role in Stephen J. Cannell's DIRECTOR'S CUT, as well as co-starring roles in FREAKY FRIDAY and "Carmen: A Hip Hopera."

Gomez-Preston began her career as a model before taking to the stage at the age of 8. In the last year, her television work includes guest starring roles on "ER," "She Spies," "JAG," a recurring role in "One on One" and "Off Centre." Past television appearances include "Strong Medicine," "That's Life," "Martial Law," "Moesha," "The Amanda Show," and MTV's "Undressed." She has also appeared on "That '70s Show," has co-starred on "Felicity," and most notably was a series regular for five years on "The Parent 'Hood."

Gomez-Preston's theatre work includes "Hopscotch, Frogs, and Bobby Brown," "Long Time Since Yesterday," "The Day of the African Child" and "The Grinch That Stole Christmas."

ABOUT THE FILMMAKERS

ERNEST DICKERSON (Director)

Ernest Dickerson's directorial debut was the box office hit drama JUICE, starring Omar Epps and the late Tupac Shakur. It was followed by the action thriller SURVIVING THE GAME, starring Ice-T; the horror film TALES FROM THE CRYPT: DEMON KNIGHT starring Billy Zane and Jada Pinkett; and BULLETPROOF, starring Damon Wayans and Adam Sandler. In 2001, Dickerson directed New Line Cinema's BONES, a gothic horror story starring multi-platinum recording artist Snoop Dogg, Pam Grier and Michael T. Weiss. He recently directed GOOD FENCES, a Showtime original picture starring Whoopi Goldberg and Danny Glover.

Dickerson also directed HBO's "Ambushed," "Blind Faith," which was well-received at the Sundance Film Festival, the Pan-African Films and Arts Festival; "Future Sport," starring Dean Cain, Wesley Snipes and Vanessa Williams; "Strange Justice," for which he received critical acclaim and the prestigious Peabody Award; the TNT Original Film, "Monday Night Mayhem;" "Confessions of a Campus Bookie;" "Our America," for which he received an Emmy Award for cinematography and the film received a 2003 Humanitas Award.

Previously Dickerson served as cinematographer on seven of Spike Lee's early films including SHE'S GOTTA HAVE IT, MO' BETTER BLUES, JUNGLE FEVER MALCOLM X and DO THE RIGHT THING, for which he received the New York Film Critics Circle Award for Best Cinematographer and one of the first Gotham Awards honoring filmmaking excellence in New York.

Dickerson began his film career by collaborating with fellow student Spike Lee while earning a graduate degree from New York University's Institute of Film and Television at the Tisch School of Arts. He served as cinematographer for Lee's short film SARAH and Lee's thesis film JOE'S BED-STUY BARBERSHOP: WE CUT HEADS, which earned a student Academy Award® from the Academy of Motion Picture Arts & Sciences. Dickerson's work on the film caught the attention of John Sayles who hired him to shoot the science fiction fantasy THE BROTHER FROM ANOTHER PLANET.

Dickerson's additional credits as a cinematographer include KRUSH GROOVE and SCHOOL DAZE.

For many years, Dickerson was one of the youngest members of the American Society of Cinematographers and the only prominent African-American cinematographer in Hollywood. Over the past 10 years, he has also directed commercials for General Motors, Pontiac and a series of spots for Reebok with Shaquille O'Neal.

JAMES GIBSON (Writer)

NEVER DIE ALONE is James Gibson's first produced screenplay. Born and raised in Los Angeles, Gibson attended Columbia University in New York, then worked for several years as a development executive at Sony Pictures Entertainment and Caravan Pictures before turning to screenwriting. Among his credits are \$50 MILLION, an action script currently in development at Revolution Studios, and LAZARUS, which originally had its genesis as a re-invention of the CROW franchise tailored specifically for DMX, for NEVER DIE ALONE executive producer Edward R. Pressman and Warner Bros. He is the son of veteran character actor Henry Gibson, who makes an uncredited cameo appearance in NEVER DIE ALONE as the funeral parlor director.

DONALD GOINES (Based on the Holloway House Book by)

Donald Goines was born in Detroit in 1936, just as his family was attaining middle-class respectability by running their own dry-cleaning business. But as Goines grew up, he would find himself drawn to the very ghetto life that his father had fought so hard to escape.

Using a fake ID, Goines joined the Air Force at age 14 and developed a heroin addiction during his three-year tour of duty in Korea. Returning to the U.S. in 1955, he supported his habit (which would plague him all his life) by pimping and gambling in Detroit and several Midwestern cities over the next 15 years.

In 1965, during one of his several prison sentences, Goines tried his hand at writing and came up with a Western novel. When he got out, he showed his work to a woman who would become his life partner, Shirley Sailor; she is said to have laughed at the book for being “a lousy Western” but encouraged him to write true novels about his ghetto experiences.

Arrested again on larceny charges in 1969, Goines wrote his first published work in prison, the semi-autobiographical novel “Whoreson.” Holloway House Publications published the work in 1972 and followed with 15 best-selling Goines novels over the next 34 months: “Black Gangster,” “Black Girl Lost,” “Crime Partners,” “Cry Revenge,” “Daddy Cool,” “Death List,” “Dopefiend,” “Eldorado Red,” “Inner City Hoodlum,” “Kenyatta’s Escape,” “Kenyatta’s Last Hit,” “Never Die Alone,” “Street Players,” “Swamp Man” and “White Man’s Justice, Black Man’s Grief.” Goines wrote with the speed of a junkie desperate to pay for his next fix, averaging one new book every two months.

During this time, Goines and Sailor had two baby girls, Camille and Donna. But their domestic life would not last long. On October 21, 1974, two assassins entered their Detroit apartment and killed Goines and Sailor, leaving Camille and Donna crying in each other's arms.

Goines and Sailor were buried two days later in Detroit. The case of their murder has never been solved.

ALESSANDRO CAMON (Producer)

Alessandro Camon is ContentFilm's Head of Production, Los Angeles. Prior to his current position he worked as Senior Vice President, Production at the Edward R. Pressman Film Corp, as Vice President, Creative affairs for Penta Pictures, and as a programming executive at Milan's Mediaset. A former film critic and scholar, Camon has had a number of books on such filmmakers as Francis Ford Coppola, John Milius and David Lynch published in both the US and Italy. At ContentFilm, Camon executive produced THE COOLER, starring William H. Macy and Alec Baldwin; LOVE OBJECT, starring Desmond Harrington and Melissa Sagemiller; and the upcoming UNDERTOW, directed by David Gordon Green and starring Jamie Bell, Josh Lucas and Dermot Mulroney. At Pressman Film Corp., Camon was involved in producing several films including AMERICAN PSYCHO and the recent release OWNING MAHOWNY, starring Philip Seymour Hoffman. Camon graduated from UCLA with a Master of Arts in film and television on a Fulbright Grant.

EDWARD R. PRESSMAN, JOHN SCHMIDT (Executive Producers)

Founded by Edward R. Pressman and John Schmidt in September of 2001, ContentFilm is a fully financed production and distribution company based in New York. ContentFilm's mandate is to finance and produce an initial slate of 12 to 15 director-driven feature films that take advantage of new technology to keep budgets low. ContentFilm's numerous recent productions include THE GUYS, the film version of Anne Nelson's acclaimed post-9/11 play of the same title starring Sigourney Weaver and Anthony LaPaglia; THE COOLER, the acclaimed romance starring William H. Macy and Alec Baldwin; PARTY MONSTER, starring Macaulay Culkin and Seth Green; and "The Hebrew Hammer."

MARC GERALD (Executive Producer)

Marc Gerald currently runs Los Bravos, a literary management and production company, whose publishing clients include many notables from the world of popular music (Tim McGraw

and 50 Cent), sports and fitness (Jeremy McGrath, Mark Jenkins, And 1's Streetball), and popular culture (Strangers in Paradise, Suicide Girls, Gearhead Magazine).

Gerald started his career as associate and eventually managing editor at "True Detective Magazine," before spending four years as a writer/producer at "America's Most Wanted." While there, he conceived and produced the show's re-creations as well as countless full-length TV specials for Fox.

Gerald went on to head up ABA Award winning Old School Books, an imprint of WW Norton books, that is widely credited with starting a resurgence in interest in urban black literature, as well as mainstream interest in Donald Goines. After publishing close to 25 books with Old School, as well as co-writing and co-producing the Stratosphere release of Six Ways to Sunday (based upon one of its titles) Gerald moved on to form The Syndicate with Wesley Snipes and Def Jam. Determined to bring literature and a love of reading to a young, urban and primarily black audience, Gerald commissioned novellas from some of hip hop's brightest stars and sold them with CD's supplied by Def Jam. Eventually, Gerald's interest in germinating original ideas and packaging innovative concepts led him to representation and the formation of Los Bravos.

DION FEARON (Executive Producer)

NEVER DIE ALONE marks Dion Fearon's debut as a producer. The film went into production four years after she first read the novel written by Donald Goines. Determined to make the novel into a film, she contacted the publisher, optioned the rights and, after being introduced by Marc Gerald, hired James Gibson to write the first draft. Fearon shopped the script and faithfully renewed the option every year until she got the call from Content Film's Alessandro Camon.

Fearon began working in the entertainment industry as an actress whose roles included background work on "The Fresh Prince of Bel Air." Subsequently she worked as a club promoter, and on the artist management and distribution side of the music business.

CAMERON CASEY (Executive Producer)

Cameron Casey's film career began directing classic videos for Digital Underground, MC Eiht, MOP, Scarface, Too Short, and Ghetto Boys. Casey continued his assault with vids for Ice Cube, Method Man, RZA, The Wu Tang Clan, and Bone thugs and Harmony; then onto mainstream artists such as Stevie Wonder, Tears for Fears, Boyz II Men, Missy Elliot, T-Boz, Lil' Bow Wow, directing 150 videos to date.

A successful commercial director, Casey helmed Max Factor ads bringing makeup and film together including ads for the movie CHICAGO. Casey has also created edgy spots for Mercedes Benz, Jaguar, Range Rover and Estee Lauder (starring Elizabeth Hurley) and created the hit campaign for Major League Baseball featuring Aretha Franklin, the Goo Goo Dolls, and LL Cool J.

Casey's video hits continue into country and pop, with Leanne Rimes, Phil Collins, Blue, Westlife, Five, Billie Piper, Mel C (of the spice girls) and Gabrielle. His video for Tweet featuring Missy Elliott titled "Oops Oh My" carried the MTV "Buzzworthy" title, was a favorite on MTV's TRL and BET, and was Access Hollywood's pick of the week. The same attention was given to Shaggy's mega hit video for "Angel." He has many commercial awards, including a CLIO for the video "Suicide" by Gravediggaz and RZA from Wu Tang.

Other recent videos include "Blue," featuring Stevie Wonder and Angie Stone, a remake of the classic "Signed Sealed Delivered;" a video for Atomic Kittens, for a remake of the song "Ladies Night;" a video for Javine for her song "Surrender."

NEVER DIE ALONE marks Casey's first feature as an executive producer. Together with Executive Producer Dion Fearon, Casey developed and shopped the script to several production companies.

Casey is currently awaiting casting for his first directorial feature, an action heist movie.

MATTHEW LIBATIQUE (Cinematographer)

Matthew Libatique made his mark collaborating with director Darren Aronofsky on the breakthrough film PI and then, later, on Aronofsky's award-winning film REQUIEM FOR A DREAM. Starring Ellen Burstyn, who was honored with an Academy Award nomination for her work in the film, REQUIEM FOR A DREAM also brought Libatique an IFP Spirit Award.

He has since collaborated twice with director Joel Schumacher, first on Colin Farrell's breakout film TIGERLAND, then on PHONE BOOTH, also starring Farrell. Libatique's other credits include: SATURN, JOSIE & THE PUSSYCATS, and the recent dramatic thriller ABANDON, starring Katie Holmes. His most recent film is the horror-thriller GOTHICA, starring Halle Berry, for director Matthieu Kassovitz. He is currently in pre-production for Darren Aronofsky's THE FOUNTAIN.

CHRISTIAAN WAGENER (Production Designer)

Christiaan Wagener is an Emmy-nominated production designer who began his career in film as an assistant art director on episodic television productions. His first feature as an art

director was DIE HARD 2, which was followed by THE ADVENTURES OF FORD FAIRLANE, RAMBLING ROSE, RICOCHET, THE LAST BOY SCOUT and CLIFFHANGER. Wagener's first feature as a production designer was on Ernest Dickerson's SURVIVING THE GAME, with whom he joined forces again for DEMON KNIGHT. Wagener also designed THE TUSKEGEE AIRMEN, THE RUNNER and LOCAL BOYS. His television credits include "Death on Everest, The Pilot's Wife", and the mini-series "Titanic, The Last Don, Murder in the Heartland."

Previously Wagener was Technical Director and Lighting Designer for the Seattle Opera Association and Technical Director of the University of New Mexico's new theatre facilities. While in Seattle, Wagener started his producing/design career by creating the Puget Sound Light Opera Association and producing and designing full-scale equity musicals. Designing set, costumes and lighting for "South Pacific," "Fiddler on the Roof," "Camelot," and "Damn Yankees."

Following a stint in New York working for the Joffrey Ballet Company, Wagener moved to Los Angeles where he began working in television, as an Art Director.

STEPHEN LOVEJOY (Editor)

NEVER DIE ALONE marks Stephen Lovejoy's eleventh film project with director Ernest Dickerson. Beginning with DEMON KNIGHT, a Tales From The Crypt Feature, Lovejoy and Dickerson have collaborated on a wide and diverse group of feature films, cable features, and Television pilots over a period of 10 years.

Before graduating from Loyola University, Los Angeles in 1967, Lovejoy co-wrote, produced, and directed "Examination," the very first student film from Loyola.

"Examination" aired as part of the half time show for the first televised Super Bowl on NBC. Lovejoy went on to receive an additional BFA in photography from the Art Center College of Design in 1974.

As a member of the Motion Pictures Editor's Guild since 1968 and the American Cinema Editors (ACE) since 1993, Lovejoy has been a professional editor for over 20 years. He has edited 28 films, 4 pilots, a number of performance and inspirational commercial DVD projects, produced a two hour pilot for NBC, and has been a second unit director. He has been nominated seven times for The American Cinema Editor's ACE Eddy Award and has won twice. Additionally, "Strange Justice," a Showtime movie edited by Lovejoy, directed by Mr.

Dickerson, won the 59th George Foster Peabody Award for excellence in Television Programming.

Lovejoy is currently serving his second term on American Cinema Editor's Board of Directors, is a member of the Directors Guild of America, and has taught editing and motivational seminars at Art Center, Loyola Marymount, and the University of North Carolina's Summer Intern Program. He currently teaches Advanced Editing at the Art Institute at Los Angeles.

MARIE FRANCE (Costume Designer)

Marie France has designed costumes for BLACK KNIGHT, THE DANGEROUS LIVES OF ALTAR BOYS, A TEXAS FUNERAL, THE WONDERFUL ICE CREAM SUIT, and four films for director Peter Hewitt: WHATEVER HAPPENED TO HAROLD SMITH?, THE BORROWERS, TOM AND HUCK and BILL AND TED'S BOGUS JOURNEY. Other features on her resume include: GRIDLOCK'D, BULLETPROOF, CONEHEADS, BUFFY, THE VAMPIRE SLAYER, ENCINO MAN, THAT DARN CAT and the pilot for the hit series "Beverly Hills 90210."

A graduate of fine arts and literature from the School of Beaux Arts and the Sorbonne in Paris, Marie France has been designing costumes for feature films for nearly 20 years. She began her career collaborating with musician-composer Prince, designing costumes for his features PURPLE RAIN and UNDER THE CHERRY MOON and for his music videos. While designing for music videos, she worked with such artists as Natalie Cole, Don Henley, Tina Turner, Rod Stewart, Steve Winwood and George Clinton, to name a few.

ELLIOT LEWIS ROSENBLATT (Co-Executive Producer)

Elliot Lewis Rosenblatt co-produced THE COOLER, for which Alec Baldwin received an Academy Award nomination, FEAR AND LOATHING IN LAS VEGAS, starring Johnny Depp; and the Charlie Sheen-starrer THE CHASE. He produced THE PRIME GIG, starring Vince Vaughan, Julia Ormond and Ed Harris; and THE RUNNER, starring Courteney Cox. His current projects include THE WOODS, starring Patricia Clarkson, which is currently in post production. He's in prepartion for THE MATADOR, starring Pierce Brosnan for Furst Films..

ROBI REED (Co-Producer/Casting Director)

Robi Reed is an Emmy Award-winning casting director who has worked in multiple capacities in the film and television industry for more than a decade. With over 30 films to her credit, her career as a casting director began with the motion picture SCHOOL DAZE, written

and directed by Spike Lee. They subsequently partnered on DO THE RIGHT THING, MO' BETTER BLUES, JUNGLE FEVER, MALCOLM X and CLOCKERS.

Most recently she cast Denzel Washington's directorial debut ANTWONE FISHER, FIGHTING TEMPTATIONS starring Cuba Gooding Jr. and Beyonce Knowles, the wildly successful THE BEST MAN, 20th Century Fox's SOUL FOOD, the critically acclaimed UNDERCOVER BROTHER and TWO CAN PLAY THAT GAME.

Reed's television credits include: "A Different World," "In Living Color" and "Roc" and more recently, "In The House," "The PJs," "Good News," "Sparks," "Soulfood" (the series), "The Tracey Morgan Show" and "Girlfriends."

Reed's executive producer credits include: television shows "Good News" and "The Kirk Franklin Show" pilot.

In 1997 she earned an Emmy Award for casting "The Tuskegee Airmen" for HBO Pictures. In 1998 Reed saw a second Emmy nomination for her work on HBO's "Only in America: The Don King Story" and in 1999 a third Emmy nomination for HBO's "A Lesson Before Dying." In 1993 she received the Turner Trumpet Award for the ACE Award-winning Film HEATWAVE. Her efforts for Spike Lee's MALCOLM X earned her a CSA Award in 1992.

CHERYL MARTIN (Co-Producer)

A consultant and manager in the entertainment industry for more than 7 years, Cheryl Martin marks her feature debut as co-producer with **NEVER DIE ALONE**. She partnered with Earl Simmons, aka DMX, in August 2002 when the two met on the set of CRADLE 2 THE GRAVE in which Martin's daughter, Paige Hurd (CAT IN THE HAT, TIME OUT), appeared opposite DMX. Hurd also is featured in **NEVER DIE ALONE**.

Martin plays an integral role as producer for Bloodline Films.

FRANKIE PINE (Music Supervisor)

Frankie Pine is a Grammy-nominated music supervisor whose career has included overseeing the music featured in such diverse films as NURSE BETTY, WOMAN ON TOP and JIMMY NEUTRON: BOY GENIUS. In addition to those titles, she also served as music consultant on two Steven Soderbergh films including the Academy Award-winning TRAFFIC, for which she was nominated for a Grammy for the soundtrack, and OCEAN'S 11. Her other films credits include SANTA CLAUSE 2, CHASING PAPI, NORMAL and KUNG POW:

ENTER THE FIST to name a few. She received an RIAA Certified Gold Record for HOW TO BE A PLAYER.

Upcoming projects include THE L.A. RIOT SPECTACULAR and GLORY DAYS. She currently works under her banner Whirly Girl Music.

Pine began her career as a music supervisor with PolyGram Records in New York where she handled compilations and film and television licensing. Three years later she transferred to the features division of the company, PolyGram Films, where she worked for more than six years.

GEORGE DUKE (Score By)

Over the last four decades George Duke has performed with everyone from Al Jarreau to Dizzy Gillespie to Anita Baker, produced more than 100 albums including 10 gold and 5 platinum, won a Grammy Award in 2000 for "In the Moment - Live in Concert" by Dianne Reeves; and received multiple Grammy nominations for projects that include "We Are The World" by the Children Of The World; "Sweet Baby" by the Clarke/Duke project; "Let's Hear It For The Boy" by Deniece Williams; "Stay With Me Tonight" and "On The Wings Of Love" by Jeffrey Osborne; "Heart's Horizon" Al Jarreau; and "Fumilayo" by Dianne Reeves. Duke also produced selections on Miles Davis' album "Tutu" that won a Grammy in 1986 and was named Billboard Magazine's #1 Pop Singles Instrumentalist.

Throughout the years Duke has served as musical director for numerous artists and television specials, including the Soul Train Music Awards, which he presided over for nine years, NBC's Sunday Night Show and Anita Baker, whose 14-piece band performed for the Democratic National Committee in Washington, D.C.'s Kennedy Center. He served as musical director for Disney's concert to benefit the Foundation for Pediatric AIDS For Our Children (featuring an all-star cast that included Michael Bolton, Paula Abdul and Kris Kross) and Disney's Salute To Youth during the President's Inaugural celebration. He also was at the helm for Legend to Legend with George Burns, Tony Bennett, Johnny Mathis, and others.

For film and television, Duke supervised THE FIVE HEARTBEATS film soundtrack, scored the title song for the movie KARATE KID III, and composed the music for LEAP OF FAITH and METEOR MAN, and the Leeza and Marilu daytime talk shows.

Cast in order of appearance

King David.....	DMX
Mike	MICHAEL EALY
Ella.....	DREW SIDORA
Blue	ANTWON TANNER
Man in Apartment	ROBBY ROBINSON
Jasper.....	LUENELL CAMPBELL
Paul.....	DAVID ARQUETTE
Moon	CLIFTON POWELL
Asian Girl	WEALTHY LINN GENER
Sentry Guard #1	JEFF SANDERS
Rockie.....	TOMMY “TINY” LISTER
Co-Worker	SHAKIRA VANISE GAMBLE
Red.....	BIG DADDY WAYNE
Alvin	DAMION POITIER
Orderly	ERIC PAYNE
Airport Security	L.K. “PEAK” WINBUSH
Parking Attendant	D-TAYLOR MURPHY
Nancy	AISHA TYLER
Janet	JENNIFER SKY
Director	EL ROSENBLATT
A.D.....	SCOTT CASPERSON
Pretty Boy Actor	MARK KUBR
Juanita	REAGAN GOMEZ-PRESTON
Twin # 1	RACHELLE DRUMMOND
Henchman	LARRY MCCOY
Cabbie	WAJID
Juanita’s Mother	MICHELE SHAY
Edna	KEESHA SHARP
Young Mike.....	XAVIER SIMMONS
Mugger	RODERICK “LEXX” STEVENS
Earl	JAY LYNCH
Mr. Waters	ART EVANS

Crew

Associate Producer	STEPHEN BELAFONTE
Stunt Coordinator	HENRY KINGI, Jr.
Stunt Double Ella	DIANE JONES
Stunt Double Mike	BRIAN BENNETT
Set Decorator	HERNAN CAMACHO
Lead Men	LARRY WHITE
.....	JEFFEREY KUSHON
Set Dresser	SARAH BULLION
Swing Gang	MARK DUNCAN
Camera Operator	RICHARD RUTKOWSKI
“A” Camera / First Assistant Camera	PETER BERGLUND
“A” Camera / Second Assistant Camera	MATT STENERSON
“B” Camera / First Assistant Camera	STEVE MANN
Loader	GARY BEVANS
Second Second Assistant Director	RENNE HILL
Still Photographer	DALE ROBINETTE

Script Supervisors	SUE MESERVE
.....	HELEN PINKSTON
Production Supervisor.....	MICHELLE LE DOUX
Production Coordinator	CELESTE (CECE) HEALY
Accountant.....	RICK SULLER
Gaffer.....	ANDY HUBER
Best Boy Electric	STEVE KUCHARSKI
Electricians.....	CHRISTOPHER KISO
.....	KERSTEN KRETZSCHMAR
.....	ANTHONY PALMER
Key Grip	TANA DUBBE
Best Boy Grip	JAMES COFFIN
Grips	MIKE KOEPKE
.....	TOM WATSON
Dolly Grip	WILLIAM CLOUTER
Location Manager.....	BRIANA BURKE
Assistant Location Manager	LEIF TILDEN
Post Production Supervision and Services provided by.....	VISIONBOX MEDIA GROUP
Post Production Producer.....	CHRIS MILLER
Post Production Supervisor	LULU ZEZZA
Post Production Coordinator.....	JONATHAN MILLER
Consulting Film Editor	PAUL MARTIN SMITH, G.B.F.E.
Supervising Sound Editors.....	WILLIAM JACOBS
.....	DAVE BACH
Re-Recording Sound Mixers	RICK HART
.....	RICHARD ROGERS
Picture Assistants	LYNN ABRAMS
.....	SANDY GRUBB
Production Sound Mixer.....	FELIPE BORRERO
Boom Operator	DOUGLAS SHAMBURGER
Sound Utility	STEVEN ARCABASCIO
Dialogue / ADR Editor	ROBERT JACKSON
Sound Editing by	BRAD NORTH
Foley Recordist	DERICK VANDER HORST
ADR Mixers.....	DAVID WEISBERG
.....	BRIAN SMITH
ADR Voice Casting	BARBARA HARRIS
Music Editor.....	JIM SCHULTZ
Animation Producer	ROSE GEDDES
Animation Artist	CHRIS LACKEY
Costume Supervisor	LORING SPICER
Costumers	JORGE GONZALEZ
.....	SCOTT GABA
Costume Department Production Assistant	NICOLE L. FELTS
Key Makeup	LA LETTE LITTLEJOHN
Makeup Department Head	JOANETTA STEVENSON-STOWERS
Prosthetics	SCOTT WOLFRAM
Key Hair Stylist	FAY KELLY
Hair Department Head	SHELLA R. CYPHERS-LEAKE
Property Master	JIMMIE HERRON
Assistant Property Masters	DEVRON HERRON (VON)
.....	CHRIS EGUIA
Construction	DAN TURK
Special Effects Coordinator	DAVID KELSEY
Special Effects Foreman	CHARLES STEWART
Special Effects	RONALD MACINNES

Publicist	JEREMY WALKER + ASSOCIATES, INC.
Legal Services	SPINAK & GRAY
Assistant Production Coordinator	NAOMI YOSPE
Assistant Accountant	TODD SPEARS
Assistant to Ernest Dickerson	ROSE GEDDES
Production Assistants	JEFF KOEGLER
.....	RICO "SUAVE" GREEN
.....	DAVID "DISCO" OTTERBY
.....	STEPHEN STORMER
Set Production Assistants	SUNNI POWEL
.....	JEFF CASTELLUCCIO
.....	MATT RABINOWITZ
.....	LUCY RAMERTZ
Stock Footage Research	KHENE TAN
Casting Associate	DORAN REED
Extras Casting	RICH KING CASTING
Catering	GOURMET ON LOCATION
Craft Service	HOUSTON PETTY II
.....	AAROM BASZILLE
On-Set Medic	JEFF "DOC" PORTER
"King David" Stand-In / Double	TREY LORENZO
"Paul" Stand-In	KEVIN MALER
Studio Teacher	MILLIE HIRSCH
Transportation Coordinator	HARDY OPHULS
Transportation Captain	MIKE BALLEW
Transportation Co-Captain	ROBERT RUIZ

Second Unit

Second Unit Director	ELLIOT LEWIS ROSENBLATT
Director of Photography	RICHARD RUTKOWSKI
First Assistant Camera	STEVE MANN

For ContentFilm

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Chief Financial Officer	DOUGLAS TULLEY
Controller	PATRICK KIETSRICHART
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.....	PHILLIP MONTGOMERY
Assistant to Mr. Schmidt	RYAN DEMLER
Assistant to Mr. Camon	MEGAN SCHLAACK
Assistant to Mr. Roban & Mr. Tulley	RUSSELL ACKERMAN

For White Orchid Films / Fearon Entertainment

President	DION FEARON
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For Visionbox Pictures

CEO	JOHN MANULIS
Post Production Coordinator.....	BILL NEWCOMB
Assistant to Mr. Manulis.....	RANDY WEISS
Original Music Score composed, produced and recorded by	GEORGE DUKE at LE GONKS WEST

Trumpet.....	OSCAR BRASHEAR
Sax	EVERETTE HARP
Keyboards	GEORGE DUKE
Recording and Remix Engineer	ERIK ZOBLER
Assistant Engineer	STEFANIAH MCGOWAN
Studio Technician	ANDREW PAPASTEPHANOU
Euphonix Technician	KEN HIRSH
Music Production Coordinator	CORINE DUKE

“GO FOR DAT”
 Written by Earl Simmons and J. Smith
 Performed by DMX featuring Lil Scrappy
 Produced by Lil Jon
 DMX appears courtesy of Ruff Ryders / Def Jam Records
 Courtesy of Warner Bros. Records

“BALLERS”
 Written by Kevin Winston
 Courtesy of Associated Production Music

“HUSTLAZ LOVE STORY”
 Written by KeAnthony Dillard, Dave DeBerry,
 Anthony Donelson, Kenny Dickerson
 Performed by Cruna
 Courtesy of Warner Bros. Records

“LIKE WE DO”
 Written by Kevin Winston
 Courtesy of Associated Production Music

“HEAD BUSSA”
 Written by Darryl Richardson and Joe Bing
 Performed by Lil Scrappy
 Under License from BME Recordings
 Courtesy of Warner Bros. Records Inc.
 By arrangement with Warner Strategic Marketing

“ACTION QUEST”
 Written by Charlie Brissette
 Courtesy of 5 Alarm Music

“FUNKALICIOUS”
 Written by Martin Blasick
 Performed by Martin Blasick and Mark Purdeaux
 Courtesy of Lavish Music

“ORIGINAL P”
 Written and performed by Martin Blasick
 Courtesy of Lavish Music

“VIVALDI: NISI DOMINUS R608: 4.CUM
 DEDERIT (ANDANTE)”
 Performed by Brandenburg Orchestra of Australia
 Conducted by Paul Dyer and featuring Andreas Scholl-Tenor
 Courtesy of Deutsche, Grammophone GMBH, Hamburg
 Under license from Universal Music Enterprises

“ASININE”
 Written by Jack Shaindilin
 Courtesy of Associated Production Music

“KUNG FU”
 Written and Performed by Curtis Mayfield
 Courtesy of Warner Bros. Records Inc.
 By arrangement with Warner Strategic Marketing

“HARVEST”
 Written and performed by Martin Blasick
 Courtesy of Lavish Music

“PUSHERMAN”
 Written by Curtis Mayfield
 Performed by Bilal
 Bilal appears courtesy of Interscope Records
 Courtesy of Warner Bros. Records

“CAUGHT UP”
 Written by T. Moses, P. Poll and M. Robinson
 Performed by Teedra Moses
 Courtesy of TVT Records

“I WANT TO GET NEXT TO YOU”
 Written by Norman Whitfield
 Performed by Rose Royce
 Courtesy of MCA Records
 Under license from Universal Music Enterprises

“COLD WIND”
 Written by George Duke
 Performed by Rhoda Jordan

“SECONDS OF PLEASURE”
 Written and performed by Van Hunt
 Courtesy of Capitol Records
 Under license from
 EMI Film & Television Music

“KING THING”
 Written by Earl Simmons, F. Crum
 and E. Serrano
 Performed by DMX
 Produced by Tune Headz
 DMX appears courtesy of Ruff Ryders / Def Jam Records
 Courtesy of Warner Bros. Records

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Colorist.....	JILL BOGDANOWICZ
Producer, Digital Services	MINDY MINKOW
Assoc. Producer, Digital Services	JOSH ROBERTS
Data I/O Color Assistants.....	PETER MOC
.....	ANDREW LYNCH
Editors	SHAWN BROES

.....	KYLE DEVRIENDT
.....	LINDA WILLIAMS
Technical Engineer	RAY MITCHELL
Paint Supervisor.....	CORINNE POOLER
Digital Visual Effects	
Visual Effects Supervisor	STEVE WRIGHT
Compositing Supervisor	TOM SMITH
Compositor	CHRIS LANCE
Paint Artists	DANNY ALBANO
.....	ALEC CUMMING
.....	HYURK "ARKAY" HUR
.....	HONG KIM
Roto Artist	KRISTINE KRYTTRE
Data Operations.....	TONY SGUEGLIA
Optical Sound Negative by.....	NT AUDIO
Sound Mixing at	SONY PICTURE STUDIOS
Titles by	TITLE HOUSE DIGITAL
Visual Effects Executive Producer	JOSH COMEN
Visual Effects Producer	ANDREW MIDGLEY
Main Title Animation	MERYSA NICHOLS
Digital Compositor	CATHERINE FERREZ
Title Graphics	J. KATHRYN LANDHOLT
Prints created at	FOTOKEM
Color Timer	MATO DER AVANSSIAN
DTS Consultant / Dolby Stereo Consultant.....	JIM WRIGHT

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