

THE CAST

Mathayus..... THE ROCK  
Memnon..... STEVEN BRAND  
Balthazar..... MICHAEL CLARKE DUNCAN  
The Sorceress..... KELLY HU  
Philos..... BERNARD HILL  
Arpid..... GRANT HESLOV  
Takmet..... PETER FACINELLI  
Thorak..... RALF MOELLER  
Jesup..... BRANSCOMBE RICHMOND  
King Pheron..... ROGER REES  
Queen Isis..... SHERRI HOWARD  
Chieftain..... CONRAD ROBERTS  
Tribal Leader..... JOSEPH RUSKIN  
Third Akkadian..... ESTEBAN CUETO  
Torturers..... NILS ALLEN STEWART  
                                SCOTT SCHWARTZ  
Memnon Solider..... ANDRE HENSCHEL  
Guards at Ant Pit..... MIKE HILOW  
                                NICK HERMZ  
Guard at Gomorrah Gate..... WESLEY JOHN  
Bazaar Barmaid..... MICHELLE BANEY  
Sword Merchant..... BARRY KRAMER  
Bird Merchant..... MARISSA McMAHON  
Perfume Merchant..... TIM IANNELLO  
Harlots..... K.D. AUBERT  
                                SONIA VERA  
                                ANGELICA CASTRO  
Street Urchin..... TUTU SWEENEY  
Urchins..... YUKI TOKUHIRO  
                                TE'AMIR SWEENEY  
Asian Training Master..... AL LEONG  
Asian Training Fighters..... WOON YOUNG PARK  
                                MARCUS YOUNG  
Soldier..... PAUL SLOAN  
Harem Girls..... TALANI RABB  
                                SOLE ALBERTI  
                                CRISTINA RODRIGUEZ  
                                PENNELOPE JIMENEZ  
Boy at Well..... SEAN MICHAEL  
Doubting General..... ADONI MAROPIS  
Falconmaster..... BERNARD WHITE  
Warrior Women..... AMY HUNTER  
                                DIANA LUPO  
                                HEATHER BURTON  
                                NIKKI FLUX  
                                RACHEL MOORE  
                                SUMMER ALTICE  
Boy with Dates..... BRANDON GONZALES  
Vision Archer..... PETER QUARTAROLI  
Night Gate Guard..... PETER NAVY TUIASOSOPO

Courtesans AMANDA BENTLEY  
CLAUDIA ORELLANA  
Palace Guard.....JIM MANIACI  
Army Leader.....SHANT DEMIRJIAN  
Barbarian Guards.....GUS RETHWISCH  
RICHARD CETRONE

THE CREW

Directed by.....CHUCK RUSSELL  
Screenplay by.....STEPHEN SOMMERS  
WILLIAM OSBORNE  
DAVID HAYTER  
Story by .....STEPHEN SOMMERS  
JONATHAN HALES  
Produced by.....STEPHEN SOMMERS  
SEAN DANIEL  
JAMES JACKS  
KEVIN MISHER  
Executive Producer.....VINCE McMAHON  
Director of Photography.....JOHN R. LEONETTI  
Production Designer.....ED VERREAUX  
Editors.....MICHAEL TRONICK, A.C.E.  
GREG PARSONS  
Co-Producer.....RICHARD LUKE ROTHSCHILD  
Music by.....JOHN DEBNEY  
Costume Designer.....JOHN BLOOMFIELD  
Associate Producers.....MICHAEL TRONICK  
JOSH McLAGLEN  
Casting by.....SARAH HALLEY FINN, C.S.A.  
RANDI HILLER, C.S.A.  
Unit Production Manager.....ANDREW G. LA MARCA  
First Assistant Director.....JOSH McLAGLEN  
Second Assistant Director.....RICH T. SICKLER  
DANNY GREEN  
Visual Effects Producer.....JULIETTE YAGER  
Second Unit Director / Stunt Coordinator.....  
BILLY BURTON  
Second Unit Director / Additional Photography.....  
GREG MICHAEL  
Stunt Coordinator.....THOMAS L. LUPO  
Sword Fight Coordinator.....AL LEONG  
Add'l Stunt Coordination & Fight Choreography.....  
ANDY CHENG  
Stunt Doubles Mathayus.....NORM COMPTON  
TANOAI REED  
Stunt Double Memnon.....JEFF WOLFE  
Stunts.....MIKE DAWSON  
HENRY KINGI, JR.  
SHAWN KAUTZ  
SHAWN ROBINSON  
Camera Operators.....MICHAEL ST. HILAIRE  
STEPHEN ULLMAN  
Camera Assistants.....MARK SANTONI

SCOTT RONNOW  
TREY CLINESMITH  
PETER GERAGHTY  
Loader.....ROGER WALL  
Production Sound Mixer.....ROBERT ANDERSON, JR.

Boom Operator.....DENNIS FULLER  
Sound Utility.....DICK HANSEN  
Video Playback.....CHARLES MAY II  
Post Production Supervisor.....  
VIRGINIA LANDIS ALBERTSON  
First Assistant / VFX Editor.....JAMES ANDRYKOWSKI  
Assistant Editors.....RICH CONKLING  
AARON BROCK  
Avid Assistant.....R. ORLANDO DUENAS  
Apprentice Editors.....JILL PIWOWAR  
ANDREW COHEN  
Editorial Assistant.....KATIE FLINT  
Sound Mixed by.....GREGG LANDAKER  
STEVE MASLOW  
Additional Re-Recording Mixer.....FRANK MOÑTANO  
Supervising Art Director.....GREG PAPALIA  
Art Director.....DOUG MEERDINK  
Assistant Art Director.....ROY BARNES  
Set Designers.....NOELLE KING  
KRISTEN PRATT  
BILL LAW  
JIM MURAKAMI  
DEAN P. WOLCOTT  
GARY DIAMOND  
Illustrators.....JOHN JOHNSON  
RUDOLFO DAMAGGIO  
THOMAS LAY  
Supervising Storyboard Artist.....DAVID NEGRON, JR.  
Art Department Coordinator.....STEPHANIE FREY  
Set Decorator.....KATE SULLIVAN, S.D.S.A.  
Leadman.....ROBERT LUCAS  
Gang Bosses.....MICHAEL MILLER  
ALAN BAPTISTE HOISINGTON  
Set Dressers.....BRUCE PURCELL  
JACK B CORNELIUS, JR.  
On-Set Dresser.....GLENN ROBERTS  
Drapery Foreman.....SCOTT GARRETT  
Property Master.....TRACY FARRINGTON  
Assistant Property Master.....MIKE CUNNINGHAM  
Assistant Props.....HOWARD FANNON  
Location Manager.....MICHAEL NEALE  
Asst. Location Manager.....ROBERT S. FRANK  
Logistics Coordinator.....RAUL GUTERRES  
Makeup Designer.....JEFF DAWN  
Makeup Artists.....LOU LAZZARA  
STEVE LAPORTE

ANNA FLEINER  
 Body Makeup.....JANE ENGLISH  
 Key Hair Stylist.....PETER TOTHPAL  
 Hair Stylists.....BRIDGETTE COOK  
 ERMA KENT  
 JUDITH TIEDEMANN  
 Special Makeup Effects.....W.M. CREATIONS, INC.  
 Assistant Costume Designer.....LESLEY NEUFELD  
 Costume Supervisor.....NICK SCARANO  
 Costumers.....RICHARD SCHOEN  
 JEAN ROSONE  
 GREG PEÑA  
 SUSIE CAMPOS  
 DAMIEN QUINN  
 NANCY SMYTKA  
 SUE BUBB  
 Specialty Costume Foreman.....  
 LINDA BOOHER CIARIMBOLI  
 Textile Artist.....PHYLLIS THURBER-MOFFIT  
 Workroom Supervisor.....A. JEFFERY SCHOENBERG  
 Key Grip.....DAN REILLY  
 Dolly Grip.....CARLOS GALLARDO  
 Chief Lighting Technician.....DERRICK KOLUS  
 Best Boy Electric.....TOM KIEFER  
 JOHN KENNEDY  
 Dimmer Operator.....BRENT MORGAN  
 Electricians.....SCOTT TOLAND  
 LAURA STEWART  
 MIKE LYON  
 MARK SADLER  
 Rigging Gaffer.....RODGER MEILINK  
 Rigging Best Boy Electric.....SEAN HIGGINS  
 Rigging Electricians.....MIKE CURTIS  
 FRANK JACOBELLIS  
 JASON FITZGERALD  
 HOLLYWOOD HEARD  
 Best Boy Grips.....JIM NIEUWENHUIS  
 BRETT WELCH  
 Grips.....MICHAEL BARRERE  
 LAWRENCE ESCOBEDO  
 CRAIG DOBBIE  
 GREG MAZZOLA  
 DENNIS SKOG  
 Rigging Key Grip.....JOHN POWERS  
 Rigging Best Boy Grip.....TOM WAZNEY  
 Rigging Grips.....NOAH BEHAR  
 DONALD P. ESTES  
 DANIEL QUINTON REILLY  
 RUDY ARRIETA  
 Special Effects Coordinator.....LARZ ANDERSON  
 Special Effects Technicians.....WILLIAM ALDRIDGE  
 GREG JENSEN  
 WILLIAM H. SCHIRMER

JOHN B. HAGEY  
JAMES L. BAILEY  
TIM HUCHTHAUSEN  
JIMMY LORIMER  
JEFF PEPIOT  
JUSTIN PARKS  
DAVID H. ROHRER  
MARK YURICICH  
Special Effects Assistant.....SARA R. MORRIS  
Production Coordinator.....JACQUI POPELKA  
Asst. Production Coordinator.....  
RACHAEL LIN GALLAGHAN  
Production Secretary.....BETTY RIGGS  
2<sup>nd</sup> 2<sup>nd</sup> Assistant Director.....SCOTT WOLF  
Casting Associate.....REBECCA MANGIERI  
Casting Assistants.....JUDITH SUNGA  
SARA ARRINGTON LACAVAL  
Extras Casting.....BACKGROUND PLAYERS  
TRACY DIXON / JOSEPH HICKS  
Unit Publicist.....DAVID LINCK  
Stills Photographers.....DARREN MICHAELS  
BRUCE BIRMEIN  
Script Supervisor.....TRICIA RONTEN  
Choreographer.....JERRY EVANS  
*(space)*  
Production Accountant.....KRISTINA SODERQUIST  
Post Production Accountant.....TERRI GREENING  
Assistant Accountants.....SHAUN MCGOVERN  
CRISTA BIRGY  
SEAN CARVILLE  
MARGO ROMANO  
JEFFERY NEUMEIER  
Payroll Accountant.....EDWARD POVEDA  
Assistant to Mr. Russell.....JUAN CASTRO  
Assistant to Mr. Jacks.....REBECCA NELSON  
Production Executive for Alphaville.....TY WARREN  
Assistants to Mr. Daniel.....CHRIS PALMER  
Assistant to Mr. McMahon.....BETH ZAZZA  
Assistant to Mr. Misher.....ANALISA BARBOSA  
Assistant to Mr. Sommers.....JESSE PECKHAM  
Assistant to Mr. Rothschild.....VICKI HSIEH  
Assistant to The Rock.....HIRAM GARCIA  
Production Assistants.....DANA WAGNER  
SCOTT RORIE  
SUSAN RANSOM-COYLE  
JEREMY A. LAWSON  
Office Assistant.....BENJAMIN RIGAUD  
Stand-ins.....JIM SCHAGEN  
GREG HINTON  
PETER QUARTAROLI  
LINDA JEWELL  
Construction Coordinator.....STEVE CALLAS  
General Foreman.....ROBERT L. THOMPSON

Propmaker Foremen.....GARY COSTIN  
PETER OLEXIEWICZ  
MARK LAPRESLE  
MARK STIVERS  
MIKE NICHOLS  
BOB WEBB

Welding Foreman.....JOHANNES VAN WYK  
Paint Supervisor.....FRANCESCO PAOLONE  
Paint Foremen.....GEORGE GUGLER  
WAYNE NYCZ

Standby Painter.....JESUS M. SIONO  
Plaster Foreman.....DAVID HOWLAND  
Labor Foreman.....OMAR GUITIERREZ  
RAUL ROSARIO  
SHAWN SYKES

Greens Supervisor.....MIKE COLE  
Standby Greensman.....FRANK CAPPIELLO  
Transportation Coordinator.....DAN ROMERO  
Transportation Captain.....VIC CUCCIA  
Transportation Co-Captain.....RANDY WHITE  
Animal Coordinator.....SLED REYNOLDS  
Catering.....TONY’S FOOD SERVICE  
Craft Service.....RICH CODY  
Set Medic.....JEFFERY D. STEVENS  
Projectionist.....TOM AJAR  
Archery Trainer.....JOHN NORBERG  
Camera Dollies .....J.L. FISHER  
Supervising Sound Editor.....CAMERON FRANKLEY  
ADR Supervisor.....JAMES SIMCIK  
Effects Supervisor.....PAUL OTTOSAN  
Effects Editors.....DOUG JACKSON  
PAULA FAIRFIELD  
AI-LING LEE

Dialogue Editors.....CARIN ROGERS  
ROBERT TROY  
GLORIA D’ALESSANDRO

ADR Editor.....MARSHALL WINN  
Foley Editors .....CHRIS FLICK  
MARK PAPPAS  
MATT HARRISON

Assistant Sound Editors.....JON MICHAELS  
RYAN JUGGLER  
JAMES HARDT

ADR Voice Casting .....BARBARA HARRIS  
Foley Artists.....DAN O’CONNELL  
JOHN CUCCI

Foley Mixer.....JAMES ASHWILL  
Foley Recordist.....LINDA LEW  
ADR Mixers.....JEFF GOMILLION  
DIANA FLORES

ADR Recordist.....PHILLIP ROGERS  
Recordists.....BRION PACASSI  
FRANK FLEMING

TIM WEBB

Re-Recording / ADR Services.....  
UNIVERSAL STUDIOS SOUND  
Executive in Charge of Music for Universal Pictures.....  
KATHY NELSON  
Production Music Coordinator.....RICK FLEISHMAN  
Supervising Music Editor.....WILL KAPLAN  
Music Editor..... JOHN FINKLEA  
Assistant Music Editor.....ANNA WILBORN  
Score Co-Produced by.....MICHAEL MASON  
Music Scoring Mixer.....SHAWN MURPHY  
Orchestra Conductor.....PETE ANTHONY  
Orchestrations.....BRAD DECHTER  
FRANK BENNETT  
DON NEMITZ  
CHRIS KLATMAN  
JOHN KULL  
Orchestra Contractor.....SANDY DECRESCENT  
Music Preparation.....JOANN KANE MUSIC SERVICES  
Scoring Facility.....TODD SCORING STAGE  
Scoring Crew.....DAVID MARQUETTE  
MARC GEBAUER  
JAY SELVESTER  
KRISTIN SMITH  
JOE CARRILLO

Second Unit

Production Supervisor.....LISA A. BECKER  
Director of Photography.....ROBERT LA BONGE  
1<sup>st</sup> Assistant Director.....J. TOM ARCHULETA  
2<sup>nd</sup> Assistant Director.....KEVIN DUNCAN  
Camera Operators.....LEO NAPOLITANO  
BUZZ FEITSHANS  
Camera Assistants.....MIKE FAUNTLEROY, SR.  
MIKE FAUNTLEROY, JR.  
DANNY TEAZE  
JACQUELINE J. NIVENS  
DON STEINBERG  
STEVE McLEAN  
Loader.....BRANDON MARGULIES  
Additional 2<sup>nd</sup> Assistant Director.....STEPHEN LONANO  
Production Coordinator.....DENIS HENRY HENNELLY  
Asst. Production Coordinator.....TRACEIGH SCOTTEL  
Production Accountant.....HOWARD YOUNG  
Payroll Accountant.....AMY WINFREY  
Production Assistants.....JADE LOOP  
WILLIAM T. HADER, JR.  
SHANNON C. RUEGER  
DAVID RYAN NAVASARTIAN  
Office Assistant.....ELIZABETH HUDGINS  
Craft Service.....ERIC ARMAO  
Assistant Craft Service.....MARK PALMER  
Costume Supervisor.....DON VARGAS





STEPHANE COUTURE  
 SCOTT CEGIELSKI  
 RICHARD TURNER  
 ANDY CHEN  
 RAJI KODJA  
 JOHN LEE  
 DAVE RAND  
 DANIEL KELLER  
 ROBERT CASTANEDA  
 SEVENDALINO KHAY  
 CLIFF MUELLER  
 JASON YANOFSKY  
 MITCH DEOODES  
 R&D Technical Director.....ANDY KING  
 3D Texture Artist.....MICHELLE DENIAUD  
 Digital Matte Paintings.....ROBERT SCIFO  
 Compositors.....CRISTIN PESCOSOLIDO  
 ANDY BARRIOS  
 TOM LAMB  
 MICHAEL MALONEY  
 SHARMISHTHA SOHONI  
 MICHELLE BUTLER  
 JOHN DOYLE  
 3D Trackers.....JAMES PARK  
 JUAN GONZALES  
 Roto/Paint Supervisor.....ROB CRIBBETT  
 Roto/Paint.....ADAM FRAZIER  
 AMANDA BURTON  
 DARTAYOUS HUNTER  
 ERIC BURNS  
 JENNIFER BOURNE  
 SCOTT GASTELLU  
 SHEILA MOLNAR  
 Editor.....KOSTA SARIC  
 Data/IO Supervisor.....GARY GEORGE  
 Digital Imaging Supervisor.....GREG HANIGAN  
 VFX Production Coordinator.....JOHN BOZZALLA  
 VFX Production Assistant.....KARINA DESIN  
 Executive Producer.....MARK FRANCO  
 Head of Production.....AARON DEM

Visual Effects by  
 RIOT

Concept Designer.....DEAK FERRAND  
 Senior Matte Painters.....ROCCO GIOFFRE  
 MICHELE MOEN  
 KEN NAKADA  
 Visual Effects Producer.....ANDREA D'AMICO  
 Visual Effects Supervisor.....BOB WIATR  
 On Set Supervision.....MARK STETSON  
 Miniatures.....GREGORY JEIN  
 Visual Effects Coordinator.....JAIME NORMAN  
 Senior Compositor.....BRIAN HANABLE

Compositors.....KELLY BUMBARGER  
DON GREENBERG  
KEN LAM  
GLENN CLYATT  
JEFF ZAMEN  
CG Animators.....JOHN DECKER  
DOMINIC DAIGLE  
MARCUS LEVERE  
JASON BARLOW  
MARC-ANDRE SAMSON  
3D Tracking.....MATT O'CALLAGHAN  
Visual Effects Editor.....TOMMY DORSETT  
Scanning/Recording Manager.....MATT McFARLAND  
Scanning/Recording Technicians.....ALUN THOMAS  
NICK LUND-ULRICH  
Technical Operations Manager....LAURALEE WISEMAN  
I/O Technician.....JOE FRASCA

Additional Photography

Production Coordinator.....NOELLE GREEN  
Asst. Production Coordinator....MONICA FROMMHOLZ  
Production Secretary.....GEORGINA MARQUIS  
Office Assistant.....MICHAEL PICCIRILLO  
Production Accountant.....TERRI GREENING  
Assistant Accountant.....MICHELLE STEVENS  
Assistant Art Director.....ANDREW MENZIES  
Art Department Coordinator.....BETH BAJUK  
Art Department P.A.....GREG ROMAN  
2<sup>nd</sup> Assistant Director.....DANNY GREEN  
2<sup>nd</sup> 2<sup>nd</sup> Assistant Director.....RICK KELLY  
Production Assistants.....JOHN NASRAWAY  
TRENT BROIN  
GREGG KAWECKI  
Camera Assistant.....CHRIS MACK  
Loader.....MELANIE BANDERS  
Costume Supervisor.....MAUREEN O'HERON  
Costumer.....NOEL LEONARD  
Stunt Co-Coordiators.....AL GOTO  
.....DANIEL SOUTHWORTH  
Stunt Rigger.....PAT ROMANO  
Key Grip.....JEFF CASE  
Best Boy Grip.....BILL POLLOCK  
Dolly Grip.....CHRIS CONAHAN  
Grips.....JOHN EMORY  
BEN BEAIRD  
TOM GREENE  
BRIEN McDONALD  
RANDY BERRETT  
Rigging Key Grip.....BRET RUBIN  
Rigging Grip Best Boy.....SCOTT JACKSON  
Location Manager.....JOHN PANZARELLA  
Assistant Location Managers.....LESLIE THORSON

MICHAEL CHICKEY  
Sound Mixer.....DAVID KELSON  
Boom Operator.....ANTHONY ORTIZ  
Catering.....TOMKATS  
Craft Service.....CHRIS WYNN  
  JAMES KEHOE  
Video Assist.....BRAD RALSTON

Additional Second Unit

Director of Photography.....HIRO NARITA, A.S.C.  
1<sup>st</sup> Assistant Director.....NILO OTERO  
2<sup>nd</sup> Assistant Directors.....ALLEN KUPETSKY  
  MARIA MANTIA  
Stunt Coordinator.....BOB BROWN  
Script Supervisor.....NANCY KARLIN  
Assist. Production Coordinator.....STEPHANI HUNTER  
Production Secretary.....ANDREW BLAU  
Office Assistants.....KIM-MINH HUBERWALD  
  S. DYLAN KIRKLAND  
Camera Operators.....VERN NOBLES JR.  
  JODY MILLER  
Camera Assistants.....J. STEVEN MATZINGER  
  MARY FUNSTEN  
  JEFF HAND  
  MATT GOETZ  
Costumers.....LEX ROWLAND  
  ELIZABETH CLARK  
  JACKIE CHENG  
Craft Service.....ELLA MARCUS  
Negative Cutter.....GARY BURRITT  
Color Timer.....MATO  
Main Titles.....CONNY FAUSER  
Opticals.....PACIFIC TITLE  
Color by .....FOTOKEM

SOUNDTRACK ON UNIVERSAL RECORDS /  
UMG SOUNDTRACKS

Drummers .....  
                                SHO KOSUGI INSTITUTE NINJA TAIKO TEAM  
Taiko Choreographer .....SHO KOSUGI

“I Stand Alone”  
Written by Sully Erna  
Produced by David Bottrill  
Co-Produced by Sully Erna  
Performed by Godsmack  
Courtesy of Universal Records, a  
division of UMG Recordings, Inc.

In Memory Of

RON WHITE

Produced in Association with KALIMA  
Productions GmbH & Co. KG

SPECIAL THANKS TO:  
California Film Commission  
State of Arizona Film Commission  
U.S. Department of the Interior Bureau of Land  
Management  
Anza Borrego State Park  
City of Los Angeles Department of  
Parks and Recreation  
Sirocco

AMERICAN HUMANE ASSOCIATION MONITORED THE  
ANIMAL ACTION. NO ANIMAL WAS HARMED IN THE  
MAKING OF THIS FILM.

FILMED WITH PANAVISION CAMERAS AND LENSES

KODAK Motion Picture Film

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In Selected Theatres      In Selected Theatres

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MPAA SEAL

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MPAA Code Classification:

<b>PGPA</b>	<b>PARENTS STRONGLY CAUTIONED</b>
SOME MATERIAL MAY BE INAPPROPRIATE FOR CHILDREN UNDER 13	
FOR INTENSE SEQUENCES OF ACTION VIOLENCE AND SOME SENSUALITY	

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Credits as of March 20, 2002