

LITTLE MAN

SYNOPSIS

In Revolution Studios' hilarious comedy *Little Man*, big things come in small packages. DARRYL EDWARDS (Shawn Wayans) is so eager to become a father that he mistakes CALVIN SIMS (Marlon Wayans), a short, baby-faced thief on the lam, for an abandoned toddler. He and his wife take the "baby" into their home while Calvin's partner PERCY P (Tracy Morgan) tries to help him recover a stolen diamond.

After several years in prison, a recently paroled tough-as-nails — though not-quite-three-foot-tall — jewel thief CALVIN SIMS (Marlon Wayans) decides it's time to retire from a life of crime, but not before pulling off one last big heist. A notorious crime boss has offered Calvin and his former partner PERCY P (Tracy Morgan) \$100,000 to steal the famous Queen Diamond. Because there's a glitch in the jewelry store's security system, Calvin assumes the job will be child's play. But the heist goes bad, and Calvin is forced to drop the jewel into VANESSA EDWARDS' (Kerry Washington) purse. Vanessa and her husband DARRYL (Shawn Wayans) then return to their suburban Chicago neighborhood unaware that they have become pawns in a high-stakes crime.

Darryl and Vanessa are having problems of their own. Darryl is dying to assume the responsibilities of parenthood. But Vanessa, who has just been promoted to vice president at an advertising firm, is worried that having a baby will limit her ability to climb higher up the corporate ladder. She is also concerned that, despite his enthusiasm, Darryl is not ready to be a father.

When they overhear Darryl and Vanessa, Percy and Calvin devise a plan to exploit their insecurities in order to recover the stolen gem. Calvin will masquerade as a “baby,” infiltrate their home and sneak away with the diamond. He deposits himself in a baby basket on Darryl and Vanessa’s doorstep. Darryl leaps at the opportunity to prove he’s ready for fatherhood by caring for the abandoned child for the weekend. To his surprise, Vanessa agrees.

Once inside the Edwards home, the tough, cynical Calvin finds life as a “baby” to be a living hell and retrieving the diamond much tougher than he’d imagined. The Edwards’ best friends - GREG & BRITTANY (Lochlyn Munro & Brittany Daniel) and RICHARD & JANET (Fred Stoller & Alex Borstein) – shower gifts and advice on the new parents, while Vanessa’s suspicious father POPS (John Witherspoon) is determined to expose Calvin as a fraud.

Calvin’s toughest obstacle, however, turns out to be Darryl, who in his eagerness to prove what a great father he can be, inadvertently sabotages Calvin’s plan. The father/son events Darryl schedules are laden with booby traps. A day in the park ends in a high-speed car chase. “Baby’s” first hockey game descends into a drunken brawl. With each disaster, Darryl becomes increasingly worried that he is a failure as a parent, despite assurances from Vanessa. In a final attempt to do something good for the “baby,” Darryl vows to throw the best birthday party a kid has ever had. And the elusive diamond slips dangerously away from Calvin when Vanessa finds the jewel and assumes it is the engagement ring Darryl had promised her years ago.

While Darryl and Vanessa are out, Pops confronts “baby” Calvin. When they return home, they are shocked to find Pops holding the “baby” in a headlock and he is quickly shipped off to an old-folks home. However, a stuffed bear containing a secret “nanny-cam,” reveals the truth, but not before Calvin makes his escape, the diamond safely in hand. The unsuspecting couple now find themselves at the mercy of the

crime-boss (Chazz Palminteri) and his goons BRUNO (John De Santis) and ROSCOE (Dave Sheridan).

But Calvin has a change of heart and returns to save the young couple who had taken him into their home and their hearts.

In the end, Darryl discovers that fatherhood may be hard work but it's the greatest job a guy could have, while Calvin finds out what it's like to have someone who will look out for him no matter what.

Revolution Studios Presents A Wayans Bros. Production *Little Man* starring Marlon Wayans and Shawn Wayans, a Columbia Pictures release. The film also stars Kerry Washington, John Witherspoon, Tracy Morgan, Lochlyn Munro, Chazz Palminteri and Molly Shannon. The film is directed by Keenen Ivory Wayans. The film was written by Keenen Ivory Wayans & Shawn Wayans & Marlon Wayans. The producers are Keenen Ivory Wayans, Shawn Wayans, Marlon Wayans, Rick Alvarez and Lee R. Mayes. The director of photography is Steven Bernstein, ASC. The production designer is Leslie Dilley. The editor is Nick Moore. The costume designer is Jori Woodman. The music is by Teddy Castellucci.

Little Man has been rated PG-13 by the Motion Picture Association of America for Crude and Sexual Humor Throughout, Language and Brief Drug References.

Little Man opens nationwide July 14, 2006.

ABOUT THE STORY

Little Man is the brainchild of comedy innovators Keenen Ivory Wayans, Shawn Wayans and Marlon Wayans — the most successful African-American filmmakers in cinema history. The initial spark for a story about a baby-like criminal came from a

trip to the video store. “I saw a cover for a horror movie called *Test Tube Baby*,” recalls director/writer/producer Keenen Ivory Wayans. “I thought it was a funny idea — what if something went wrong with the first test tube baby and he didn’t come out quite right?”

Writer/producer/star Shawn Wayans adds, “That was one crazy movie, but it sparked an idea in Keenen. We thought ‘there’s something funny there,’ so we decided to kick it around for a while.”

The brothers soon devised all kinds of outrageous situations for the grown-up “baby” including a toddler car chase and a raucous hockey game. “Once I’d gotten the image in my head, it was all about building a life for the little guy and figuring out a plot and a story,” explains Keenen.

According to writer/producer/star Marlon Wayans, “As it developed, it turned into a truly funny script. When people read it they ask what we get high on to come up with our ideas and I tell them — green tea and Snickerdoodles.”

“Yeah, we get the green tea going and it takes on a life of its own,” laughs Shawn.

“Our development process is strange and very involved,” admits Marlon. “We just let our minds roll free. I have to admit that our ideas are getting stranger and stranger as we go along. So far I’ve played a white woman and a little person. I’m kind of scared to think what my brothers will have me doing next. Who knows, it’ll probably be a little white alien.”

Little Man evolved into something of an homage to the Bugs Bunny cartoon Baby Finster. “The Wayans brothers are very much into things like *The Little Rascals*, *Bugs Bunny* and *The Three Stooges*,” explains producer Rick Alvarez, who runs Wayans Bros. Productions and is their long-time producing partner. “We’d always

wanted to do a very slapstick-type of movie and the guys came to me one day and said, 'Why don't we do something with Marlon as a little jewel thief?'"

"Coming up with an idea for a movie is never a problem for the Wayans brothers," Alvarez continues. "They've got a million ideas, but there's always one that breaks through and we all get really excited about. We loved the concept of literally shrinking Marlon down to someone who was two and a half feet tall."

The team has also wanted a project in which Shawn plays a dad. "The guys have always loved movies about families adopting kids or about an unlikely parent with a kid who changes his life," admits Alvarez. "So, we thought it'd be a lot of fun if Shawn mistook Marlon for a baby. The family story surrounding Shawn's character really brings heart to the movie because he's playing a guy who wasn't very close to his own dad and wants to give his kid what he never had."

Logistically, Alvarez and the Wayans brothers knew it would be a challenge to turn 6'2" Marlon Wayans into a character who stands 2'6". "What it meant was that we would be making a comedy that was actually a visual effects film," says Alvarez. "It was a bit of a stretch — or do I mean a bit of a shrink? Anyway, Keenen was the one who decided he'd find a little person and literally attach Marlon's head to his body."

The Wayans brothers delivered the *Little Man* script to Revolution Studios (for whom they'd made the successful *White Chicks*) in April of 2005 and shooting began less than six months later. "Whenever we put together a Wayans brothers film, we're always looking to one-up what we'd done before," admits Alvarez. "With *White Chicks*, we turned these two African-American men into young white women. With *Little Man* we went from makeup effects to visual effects. When we started, we expected to have around 500 visual effects shots. By the end, we had close to 1,000."

Ultimately, all Wayans brothers' movies have one goal, explains Shawn. "We're always thinking about the audience and how to make them laugh. We just want them to enjoy our films and not take them seriously. Take your brain out of your head, sit down and just have a ball."

Adds Marlon: "We want to give audiences a kick and make them laugh. I feel bad when I go to a movie and see that people aren't getting their money's worth. A movie costs ten dollars. You could feed a family with ten dollars."

THE WAYANS "FAMILY"

On and off screen, the Wayans brothers surround themselves with a family-like team of trusted collaborators, starting with producers Alvarez and Lee R. Mayes.

Producer Alvarez spearheads the creative producing chores such as overseeing script development and casting alongside the Wayans brothers. "Rick is the guy who never sleeps," explains Keenen. "He's very much a part of our creative process, so when we actually get to shoot the movie, he passes information around, because he was there in the trenches with us when we were writing."

"Like us, Rick has a very calm way about him. When there's stress, he doesn't freak out," Keenen continues. "He knows that if I say it's going to be okay, even if the walls are crumbling and the earth is shaking, it's going to be okay. He can reassure people and keep the train moving while I figure out how to fix whatever it is that needs to be fixed."

Producer Mayes concentrates on the logistics of the moviemaking. "Lee Mayes and I have worked together since my second movie," Keenen recalls. "When most line producers come in, you as a director feel like they work for the studio. What's great about Lee is you feel like he's working with you. Yes, he has to answer to the studio.

But, he's able to give you all the things that you want without going over budget or over schedule. He's just a master at what he does."

"Lee and I have a great producing relationship," notes Alvarez. "My focus is on the creative side of what we're doing and Lee is a great physical producer. He's really flexible and he knows his job better than anyone. We both serve unique roles in the process. After so many movies together, I couldn't imagine working without him."

Mayes is quick to return the compliment. "Rick makes my life much easier and I hopefully make his easier," he says. "I love doing business this way."

From its conception, the only two actors who were ever considered to play the "little man," Calvin Sims, were brothers Marlon Wayans and Damon Wayans. "Marlon, Damon, and Jim Carrey are the only three actors who could pull off something like this," says Keenen. "They're the only three guys with that kind of talent. Calvin is a human cartoon, but at the same time, you still have to connect to him. Honestly, Marlon is so good at playing him that he doesn't get lost in the cartoon. You still relate to him as a human being."

"Calvin is a 2'6" and all piss and vinegar. He's hardcore. He was the tough guy in jail. But he's never had love," explains Marlon. "He was abandoned by his parents, so he's got a chip on his shoulder. When the Edwards family takes him into their home, they think he's just a little cuddly-wuddly baby when he is really a gangster. Comedy ensues."

The Calvin Sims character is a composite performance of Marlon Wayans' head and nine-year-old child actor Linden Porco's body. All the acting Marlon did in front of the camera took place on a green screen stage, mostly alone. "I don't use my body, I act with only my head," explains Marlon. "When I'm supposed to be driving in a car, I'm really sitting on a box. Shrinking myself would have been a whole lot easier, but I

kind of dug the challenge. It's mental acting and I'm normally used to being physical."

"What Marlon has done here is really special," according to Alvarez. "Acting with just his head was incredibly restrictive and he jumped into it and made it work. Technically, he hit every point and that was really difficult for a guy who's used to physically investing in a role. Here, he made his face this incredibly plastic, cartoon-y thing, and the character came alive when Marlon's head was put on (Linden's) body."

"Though Shawn and Marlon appear in the movie together they never shot a single scene together," further explains Keenen. "It was difficult for both of them, but it was actually probably easier for Shawn, because at least he had Linden. Marlon had the most difficult job because he was totally isolated."

In the recent past, Shawn and Marlon have done all their movies together, and have proven to be a great comedy team. But in *Little Man*, Shawn couldn't rely on the feedback he usually gets from his brother. "It was a different kind of rhythm," says Alvarez, "but somehow Shawn managed to make the rhythm between Darryl and Calvin consistent with the rhythm he and Marlon have enjoyed in the past. And you can imagine how difficult that must have been when he was used to looking up at his 6'2" brother and had to look down at a 2'6" kid."

"The chemistry was still there surprisingly," admits Shawn, "and I think it was because we had Keenen directing us. Marlon would watch what I did with Linden and then he would ad lib as we normally would if we were both in a scene together. So it was an interesting process, even though it was very different and I missed having him on the set with me."

For his part, Shawn was the comedy's grounding influence. His character, Darryl, has reached that point in his life when he really wants to be a father. "Calvin initially

takes advantage of Darryl's desperation for a child. But, secretly, he's desperate for someone to love him," comments Keenen. "As the movie progresses, Calvin experiences what genuine love is. No matter what cherished things of Darryl's get destroyed, his only concern is Calvin's safety. No matter what Calvin does, Darryl forgives. The story is really Calvin's journey through his experiences with this couple, of reliving his childhood, but as a member of a real family."

To complete the couple, the Wayans brothers cast the critically-acclaimed actress Kerry Washington. "For Vanessa, we wanted somebody who could reach several levels. She has to go from believing that this little kid on her doorstep is actually a baby to discovering his true identity and hitting all the highs and lows along the way."

"Vanessa is a career-driven woman who loves being married and wants to have a family *one day*, but right now she's more concerned with being on the fast track," explains Keenen. "Kerry was exactly what we needed for the part. She brought integrity to the role and a wonderful charm and authority."

"I've been looking for a comedy for a long time, because I have this reputation of being a very serious actor," laughs Washington. "When I read this script, I felt like this was the one. It's just so smart."

But the determining factor, she admits, was the company she would be keeping on the set of *Little Man*. "I could not pass up the opportunity to do my first comedy with the Wayans brothers. That was the biggest draw for me. I like to challenge myself, so if I was going to do a comedy, I wanted to be in one that would be a crash course, where I'd have to continually be on my toes, working with the best, and ready to stand up to the mic. These guys have taught me so much. I just sat around and soaked in all of their comic genius, which is very easy because it was always on display."

Washington found the production process intense, with little or no down time. “There was not a moment where I could slack in my acting,” she says. “It was a whole new playground for me. I’m used to having my script and all the lines highlighted and every beat planned out, knowing exactly what I’m going to do. On this, I threw my script away. I had to know the story well enough to come in every day with my game clothes on, ready to play street ball not fancy private school intramural ball. This is like serious, have-your-stuff-together comedy.”

It helped that the Wayans brothers’ script gave her a well-defined character to play. “What I liked about Vanessa was that she was really strong, really driven and really together, but she was also filled with love. She loved her husband, her work and her life so much. Eventually, she learns to love the baby as well. She comes to see Calvin as a slightly enigmatic strange child, who is loveable nonetheless.”

“What Kerry really understood well was the dynamic between daughter, father, and husband,” observes Keenen. “She and her onscreen father John ‘Spoon’ Witherspoon came up with some really fun stuff where they were playing the overly doting dad and daughter.”

Comedy legend and long-time Wayans family friend “Spoon” Witherspoon was an ideal fit to play Pops. “I’ve known John Witherspoon forever. He was one of the senior guys at the comedy clubs when I started” explains Keenen. “He’s brilliantly funny and he knows Marlon and Shawn well, so they’re able to improvise together effortlessly.”

“There’s not a funnier old black man on the planet to me than Spoon. If you want a funny ass old black man there’s Bill Cosby and John Witherspoon,” states Marlon. “And Bill Cosby’s got a billion dollars so that’s going to be one hell of a deal. John Witherspoon is still a thousand-aire on his way to his first billion.”

Witherspoon had a clear impression of Pops, “who lives with his daughter and her husband and is an old, cantankerous black man,” he says. “I can tell that Calvin’s not a baby. But everyone else thinks Pops is crazy. Also, the baby takes over Pops’ position in the house. He’s used to being the center of attention and having everyone love him. So he’s trying to get this little fake out of the house.”

Tracy Morgan was cast as Percy P, Calvin’s partner in crime. “We’ve always been big fans of Tracy,” admits Alvarez, “and we hadn’t really worked with him in the past so the guys wrote the character of Percy P especially for him.”

“*Little Man* is a story about a little person, Calvin, who leads a big person, Percy P, astray,” explains Morgan. “The big person wants to follow his dream of being a rap star like 50 Cent. Instead he and the little person come up with this scheme of stealing a diamond. Calvin’s always getting him in trouble. He bullies him. Calvin kicks his ass, but he loves him anyway. It’s like the battered wife syndrome. Percy always wants to do the right thing, but Calvin has this hold over him. He keeps discouraging him and shooting his dreams down. Percy won’t give up, but the truth is he can’t rap for anything.”

The filmmakers recruited *White Chicks* alumni Lochlyn Munro and Brittany Daniel for the roles of Greg and Brittany, and comics Fred Stoller and Alex Borstein (from “The Family Guy”) to play Richard and Janet. They play two couples who represent opposing sides in their parenting philosophy.

“Lochlyn is your go-to guy for certain roles,” says Keenen. “Nobody plays the jerk better than him — and he can do it nine different ways. He’s a great foil. He’s also a great best friend, the kind of solid comedic player that you just gotta have for certain roles.”

“You give Lochlyn something and he’s always going to take it up two notches,” adds Shawn. “He’s a great dude to throw the ball to.”

Munro describes his character as “a man who is image-conscious, materialistic and likes to convey that maybe he has bit more money than he actually does. I have a nice trophy wife and I want my son to make sure everyone knows he's a boy, so I try to get him to overdo the testosterone. Greg is a little bit insecure, so he compensates by being a little too macho. He's too worried about what people think of him, but he has a good heart.”

“The friendship between the three guys is interesting because they're so different,” adds Munro. “Greg, my character, is an aggressive sports guy. Richard is more passive and a real family man who enjoys every moment of his kids' growing up process. Darryl's a mix of Richard and Greg's personalities and a little more on an even keel. Keenen was able to distinguish the three different guys but still have us hang out together and get along.”

Greg is married to a beautiful well-endowed blonde named Brittany, played by Brittany Daniel. “I describe Brittany as your Pamela Anderson soccer mom who lives in the suburbs of Chicago,” says Daniel. “Brittany and Greg drive the biggest, fanciest SUV out there. She's the kind of woman who believes in whatever it takes to make you happy - whether it's plastic surgery or hiring someone to give birth to your baby so as to avoid stretch marks and a post-birth, sex-starved husband. Greg is slightly chauvinistic and that's why he wants a wife who is beautiful and has big breasts. He's definitely the dominant one in the relationship when we're out in public, but when we're behind closed doors, I believe she runs the show,” laughs Daniel. “She's a very sassy woman.”

Keenen was thrilled to have Daniel in the movie. “Brittany is one of those rare beautiful women who can laugh at herself. She gets what's funny about being pretty and pretending to be not too bright or a little whore-ish. She gets where those jokes are. You just call her about a part and she comes in with ten pages of ideas.”

Daniel's real-life twin sister recently became a mother and provided her with some invaluable research for her role. "She's a hot mom and told me that some of the mothers in her 'Mommy and Me' class honestly see their kids as accessories. So, I suggested to Keenen that Brittany have a nanny, Consuela, who is always with her. It added so much humor, because whenever the baby was doing something I didn't want it to, I'd hand it over to Consuela," laughs Daniel.

The Wayans called upon another long-time friend Fred Stoller to play Richard, the nervous and doting greatest-dad-in-the-world type. "Freddy and I started doing stand-up in New York years ago," reveals Keenen. "He's the kind of actor you all know but you don't know from where because he's been a guest star on everything. He just hasn't been a star yet. But he has a million ideas. That's his gift, he just brings stuff to you. It's a blessing.

"There are two sets of parents trying to tell Darryl how to be a father," explains Stoller. "Greg screams a lot and calls me a punk and a wimp. But Richard loves being a dad. He always has the sippy cups and loves when the babies puke on him. For him, it's the greatest thing in the world."

"The fact that you have all of these great suburban couples with these different lifestyles is proof of how well-written the script is," says Washington. "You have the super mom who is fazed by nothing, and you have the very posh mom who is extremely reliant on her nanny. Then you have my character, who doesn't even really know if I want to be a mom. I give kudos to the Wayans brothers for writing a script with three-dimensional women that explores women's identities and their relationships with motherhood in different ways."

The Wayans brothers also reached out to one of their film idols with *Little Man*. "Chazz Palminteri has the dirt and he knows what I'm talking about. We've always been a big fan of Chazz. *Bronx Tales* was one of our favorite movies and we always

thought the dude was a class actor and we've been trying to work with him for a while now," explains Shawn.

"I met Keenen a while ago and told him that his movies are very funny and smart and I'd love to be in one. I do a lot of serious, heavy movies. If I'm going to be in a comedy, I wanted it to be a smart comedy with a really good director," comments Palminteri. "I trust Keenen and for an actor that's really everything. He's got truly great instincts. I also wanted to do this film because I know my son, who's 10 years old, is gonna love it."

Palminteri portrays the crime boss who has commissioned Calvin and Percy P to steal the Queen's Diamond and he is impatient to take possession of it. "The character is a heavy, which I've played before. But, the main thing about him is that he's very funny but doesn't know it. The straighter I played it, the funnier it became."

The Wayans were thrilled when Molly Shannon agreed to make a brief appearance as "Soccer Mom" in the film. "Molly's just fearless with her comedy," says Keenen. "I think she's like Joan Cusack — funny women we know are funny, but we just never see enough of."

The Wayans brothers had Shannon in mind when they wrote the character. "It's so flattering to have something written for you," says Shannon. "First of all, comedy's really hard. My experience from 'SNL' is that you really have to write stuff for yourself. So, when it's written for you already and you just have to show up and perform it, that's such a gift."

The character the Wayans wrote also rang true to Shannon. "Keenen has a lot of kids in his real life, and the way he explained it to me was that he thinks it's so funny how busy moms are always multi-tasking, especially in the car, like applying makeup while driving. He's constantly amazed at how many things a woman can do at once compared to men."

Whether they'd worked with the Wayans brothers before or not, all the actors chosen for *Little Man*, quickly became part of the family. "You never felt like you were working because you loved what you were doing even though you were working really hard," says Washington. "They really make you feel like part of a family, because a lot of the people here are related. Brothers, cousins, godsons, old friends, nephew — they're all around. There's just a lot of love."

Adds Munro: "I like the fact that the Wayans brothers are self-made guys and that they work hard and still really enjoy themselves on the set. I don't even really need to read a script if Keenen asks me to do a job, because I really enjoy the family that much."

"They are a family-run business, which is so cool to watch because of the love on set and it runs so smoothly," says Daniel. "There was never any stress. Everybody just got it, and we goofed off all day, laughing all the time."

"Family is our everything. What we do is for our family," says Marlon. "Keenen started doing this to help his family and now we take care of our family. I go to work everyday and it's not like work. I'm happy because I love working with my brothers."

And the whole family likes working with Keenen. "He's an incredible director because he started as a stand-up comedian," notes Alavrez. "He really understands the process like very few people do. Keenen knows how important it is to have a fun set where people feel comfortable in their jobs. He knows that it's important for his actors to feel at home and he really knows how to communicate. Also, Keenen has a lot of confidence in the people that he hires for his films."

"I never make people stick to the script. Spontaneity is where you get the best stuff," says Keenen. "What I require of people is that they really understand their character

so they can improvise in the context of the character. Once they understand that, they're free to go.”

Long-time Wayans collaborator and director of photography Steven Bernstein praises Keenen as “a great facilitator. Directors have to be leaders and Keenen is a natural leader. He’s an intellectual, he’s well read, he’s charming, he’s exceptionally funny and he’s very loyal to the people around him.”

“For me as a director, *Little Man* is probably my most unique film and it called upon all the experiences that I’ve had,” comments Keenen. “I’ve never done a full effects film before, but I’ve had effects in all my films. I’ve had to use practicals and visuals and I’ve directed actors, so all of that felt like it was preparation for this particular movie. I think, at the end, it was probably my most gratifying experience.”

ABOUT THE PRODUCTION

The Wayans filmmaking family is comprised of many repeat behind-the-scenes department heads including director of photography Steven Bernstein, ASC (*Scary Movie 2*, *White Chicks*) and costume designer Jori Woodman (*White Chicks*). They and two-time Oscar®-winning production designer Leslie Dilley were charged with executing the director’s vision for the overall look of the film, working closely with visual effects supervisor Alex Bicknell and visual effects producer Rob Yamamoto to accommodate their technical needs for placing the composite character of Calvin in the movie environment.

Since *Little Man* is first and foremost a comedy, all departments worked to enhance the humor. “Keenen gives all department heads parameters in which to work. He tells us his overall design concept of the film and the purpose of each scene and then he allows us to do our jobs,” says Bernstein.

“Initially, we discussed how we would execute this story of a little person. We talked briefly about building oversized sets to accommodate Marlon’s apparent height of two-foot-six,” recalls production designer Dilley. “That would have been a lot more difficult as it would have involved huge builds and double-sized furniture. So that was eliminated early on and we decided on the visual effects route, which meant hundreds of reduced head replacement shots.”

On *Little Man*, Bernstein notes that he used multiple cameras and a fluid lighting system, “in which your key light moves with the subjects but discreetly and subtly enough that there are no shadows. That facilitates the comedy because it allows the actors to move around pretty much wherever they want.”

The visual effects also had to be incorporated into the comedy scenario, says Bernstein, which was a delicate balancing act. “Our goal was to draw attention away from the effects even though the entire conceit relies on the audience believing that Marlon is only two and a half feet tall. We want the audience to believe that the story takes place in an ordinary suburban world involving a two and a half foot adult criminal who bears an uncanny resemblance to a child. If at any point, they don’t buy that premise, the comedy becomes much less effective.”

Marlon’s body double, Linden Porco, is a young man “with lots of ideas of how he wanted to move around,” adds Bernstein. “Ideally, from a technical standpoint, we would just have put him in a chair and had him talk. But we knew if we did that, the dynamic of the character would be lost and it would sap the film’s humor. Thanks to our visual effects supervisor, Alex Bicknell, and our wardrobe department, we found a way to basically give him free reign.”

Carefully matching the lighting between the production and green screen footage was vital to maintaining the illusion. “When we shot the body double interacting with the other actors, we made specific notes about the position of the camera, its

precise angle, the focal length of the lens and what style of lighting I was using in a particular scene,” says Bernstein.

Bernstein also had an assistant who took digital photographs of every setup as a log of light readings for every exposure. The lighting was then replicated on the sound stage as was every other detail, a time consuming, but ultimately rewarding task, according to Bernstein.

Dilley’s art department recalibrated the heights of surfaces like the kitchen counters so that Calvin could sit on them and be in frame with the adults in the scene.

Jori Woodman’s costume department also had to be mindful of the scale between the two actors playing Calvin. “The film’s color palette keyed off the fact that the Wayans brothers are African-American,” explains Woodman. “They have this beautiful skin color so they can wear really strong vibrant colors – like orange, aqua and yellow - which work really well for comedy. Leslie Dilley subdued some of the colors on his sets so the costumes would pop out.”

The main set in the movie, Darryl and Vanessa Edward’s home, where Calvin hides out, is a combination of several locations and constructed sets. Most of the exterior scenes of the house were filmed in Vancouver’s upscale Kerrisdale section. Parts of the backyard were recreated in Stanley Park and other locations. A matching exterior and interior (as well as a massive green screen stage) were constructed on two stages at the Canadian Motion Picture Park in suburban Burnaby.

The Edwards house set had to be large enough to accommodate a slapstick fight sequence near the end of the movie. “There was also a lot of effects stuff planned for the interior of the house, which you wouldn’t want to do on location. So, I designed the inside of the house and the front façade and had it built on a stage,” says Dilley.

For a scene in which Darryl and his friends take the “little man” to an NHL hockey game — where he picks a fight and incites a riot — the filmmakers chose the Prospera Centre in Chilliwack, British Columbia, home of the Chilliwack Chiefs. Almost 1,000 extras crowded the game between the fictitious Chicago Chiefs and Detroit Chargers. “We were very fortunate to find this arena,” says Dilley. “It’s a great facility, fully functional, with two full-sized ice rinks. We were mimicking the real-life Chicago Blackhawks and the Detroit Redwings, so we used their basic color schemes for the arena and the costumes. In my research, I found some nice period jerseys for the Detroit team in cream with red that really looked smart. Jori and Keenen loved them.”

From hockey jerseys to baby clothes, Woodman designed a range of different costumes for the movie. Calvin’s baby clothes were inspired by old-fashioned European baby rompers and designed to make him look as ridiculous as possible. “Keenen’s basic instruction for me was to make Calvin’s baby clothes humiliating — a grown man’s worst nightmare,” laughs Woodman. “I encouraged the seamstress to go crazy making custom baby hats, which helped the visual effects people sell the illusion and added to the comedy.”

To compose the score, the filmmakers brought in composer Teddy Castellucci, who started working even before principal photography was completed. “Teddy gets comedy and he understands the importance of music in these kinds of films,” comments Alvarez. “He really knows when to lay back and when to hit the beats in a way that is organic and never punches the audience in the gut. It just moves them along through the movie. “

ABOUT THE VISUAL EFFECTS

“I always say that on every movie, somebody performs a miracle,” says Keenen. “On this movie, the visual effects guys were definitely the miracle workers.”

The Wayans filmmaking team enlisted visual effects supervisor Alex Bicknell and visual effects producer Rob Yamamoto to oversee the complex effects process—which included hiring outside effects houses, to watching over daily principal photography, to overseeing post-production. “What was great is that they both allowed us to make the movie normally,” comments Keenen. “It wasn’t about building these huge rigs or long waits for setups, it was about ‘You shoot your movie and we’ll be almost invisible to you.’”

“Nobody’s ever done what we did before. These guys came in on the fly and in a short period of time, they took charge to help us create this really believable character,” says producer Alvarez.

The visual-effects house Moving Picture Company (MPC) of London was hired to create the “little man” character. “What I liked about the guys in London was that their approach was simple,” says Keenen. The filmmakers utilized the labor-intensive, old-fashioned 2D split composite to create the character of Calvin Sims so that Marlon Wayans’ comedic performance and that of his 2’6” body double would experience no technical inhibitions on the set. It also enabled the camera to move fluidly and left filmmakers free to use dollies, cranes and a Stedi-Cam. This technique, however, basically required shooting the movie twice. Each scene was shot normally with the entire cast acting with the body double, and then a second time with Marlon performing with only his head against a green screen.

2D match moved-head replacement is not a completely new technique but the filmmakers took it to a whole new level. “I believe it’s never been done to this scale in a motion picture before and it’s the first time it’s been used for the lead character throughout a film,” asserts Bicknell. “The technique allows us to stay inside a photo-real world. Working in visual effects, we’re more used to spaceships, exploding cars, CG buildings and CG characters, with the action frequently shot by

the second unit. Here we were actually working with and creating the principle character. Every shot of Calvin was a visual effect.”

“Split screen compositing gave Keenen total flexibility. He shot a regular movie and we did the mechanical work in post production,” explains Yamamoto.

The filmmakers conducted their initial visual-effects camera tests in Los Angeles several months before production began. “We shot the scene where Calvin's drunk in a diaper. When we put Marlon's head on the character, it was just hilarious and we knew instantly it was going to work,” comments Mayes.

Prior to the test, filmmakers searched for a unique actor to play the “body” of Calvin Sims. “We looked high and low all over the U.S. and Canada,” says Alvarez. “We saw a lot of great, funny, talented actors. The big problem was finding someone who was under three feet tall. There aren’t a lot of actors like that out there.”

“It was almost too good to be true when our casting people came to our office one day with a tape of this young kid Linden Porco,” says Mayes. “He was perfect, two and a half feet tall and a natural athlete. We could see from the tape that he was adorable, charming and funny.”

One of the filmmakers’ concerns was that since Porco was only nine years old, it would restrict the number of hours he could work each day. But, says Mayes, “he was energetic and enthusiastic and had great comic timing. He worked fast. We really lucked out.”

“Linden got every joke and really understood what Marlon’s character was about,” observes Keenen. “He gave us the energy and the attitude, along with the walking and the talking. Then Marlon gave us all the facial and vocal elements to match. It really was a blessing on both ends.”

“Linden really helped to make this work,” adds Shawn. “He’s the perfect body type and a really good actor. He played the scenes as if he was Marlon playing the scene. He was a joy to have on the set, a smart kid with great personality.”

“When Linden was first cast, we assumed his acting ability was going to be limited,” Bicknell confesses. “As it happens, Linden was very intuitive and clever. He is Calvin — on and off camera. He’s animated and excitable. There’s massive comedy in the way he uses his arms, the way he kicks his legs and the way he runs — this physical performance is further heightened once he’s married with Marlon’s head.”

Porco could often be found hanging out on set after his work day was over to learn as much as he could from the other actors. “Shawn and Kerry helped me so much with my acting,” he says. “They told me what was happening and what everything meant.”

The young actor particularly enjoyed his stunt work, “I got to jump, do a split kick, spin around, flip, punch and did everything I could do to make it funny.”

Hundreds of artists at MPC and several additional visual-effects houses in London, Canada and Los Angeles worked around the clock to complete the almost 1,000 composite shots. Many of these effects houses were ramping up to full production by the time the film was just over half way through principal photography.

“Our post-production schedule started the day we started rolling the camera,” comments Alvarez. Two full-time editors began cutting after the first day of shooting, providing the filmmakers with loosely edited scenes (minus Marlon’s head) just three weeks into production, which had to be approved by Keenen before Marlon was shot against green screen for those particular scenes.

Multiple monitors were set up around the green-screen set and for Marlon’s eyeline, and to play back video mixes he could use for reference. “I used a video overlay

system, so I had one monitor that showed me the background plate with Linden and the other actors,” explains Bicknell. “The second monitor was a live feed of Marlon against the green. Then, we did an overlay on the third monitor, which showed a rough, real-time composite of the other two.”

To allow for ad-libs in Marlon’s performance, the editors developed several tricks, including actually repeating portions of Linden’s performance in a loop, allowing Marlon to riff dialogue for as long as he wanted. “Marlon's got a great visual memory. He looked at the playback and we rehearsed the moves, and he more or less hit the marks every time,” comments Bicknell. “That meant he could devote a lot of his time to his facial performance and vocals. He was great fun to work with as well as being very professional and patient. And it was tough work because we were sitting on the green screen for 12 hours at a time frequently with only a bunch of monitors and cardboard cut-outs of the other actors to play against.”

“I did sometimes feel schizophrenic because I was talking to nobody,” reveals Marlon. “It was just me and some green background. So it took a lot of imagination. Mentally, it was exhausting since I wasn’t filming a scene. I was filming pieces of a scene.”

“Our goal was to create a totally believable character and to make him stay real all the way through the movie,” concludes Bicknell. “And, importantly, as well as being visually naturalistic he had to deliver a comedic performance. And I think we achieved it.”

ABOUT THE CAST

After graduating from the famed High School of Performing Arts in New York, **Marlon Wayans** (Calvin Simms, Written by, Producer) studied at Howard

University's Film School. From there, he headed out west to join the cast of the Emmy Award-winning comedy series "In Living Color." In 1990, he created and starred in "The Wayans Bros." sitcom, which headed up the WB network lineup for five years.

Most recently, Marlon Wayans and brother Shawn co-wrote and starred in the box office smash *White Chicks* for Revolution Studios and Columbia Pictures, the story of two disgraced FBI agents who go way undercover in an effort to protect hotel heiresses, the Wilson Sisters, from a kidnapping plot.

After starring in the feature films *Mo' Money* and *Above The Rim*, Wayans wrote, executive produced and starred in the hit comedy *Don't Be a Menace to South Central While Drinking Your Juice in the Hood*. The film parodies the coming-of-age-in-the-'hood genre.

Other film credits include *The Ladykillers*, *The Sixth Man*, *Senseless* with David Spade and Matthew Lillard, *Requiem For A Dream*, where he gave a compelling dramatic performance as drug addict Tyrone C. Love, *Dungeon & Dragons*, the film adaptation of the hugely successful board game, and the box office hits *Scary Movie*, which he co-wrote and starred in, and *Scary Movie 2*, which he executive produced along with Shawn under the direction of Keenen Ivory Wayans. Marlon also just recently finished "Thug-A-Boo," a children's animated project for Nickelodeon, which he co-created, co-wrote and co-executive produced along with Shawn Wayans.

In the spring of 2005, the three Wayans brothers launched their own trading card game called "The Dozens" through their company SMK Merchandising. The Wayans also have a book deal with St. Martins Press to release their 101 Ways book series. In addition to the game and books, the Wayans brothers are currently considering business ventures that take them into sports and property development.

The Wayans brothers recently formed their own comic book company, "5-D Comics." Marlon co-created and co-wrote (with his brothers) Super Bad James Dynamite, a comedic comic book distributed by IDW.

After making his acting debut in 1989 in his brother Keenen Ivory Wayans' *I'm Gonna Get You Sucka*, **Shawn Wayans** (Darryl Edwards, Written by, Producer) immediately joined the cast of the Emmy Award-winning comedy series "In Living Color."

He recently co-wrote and starred in the box office hit *White Chicks* with his brother Marlon, for Revolution Studio/Columbia Pictures, the story of two disgraced FBI agents who go way undercover in an effort to protect hotel heiresses, the Wilson Sisters, from a kidnapping plot.

Past film credits include the hit comedies *Scary Movie* and *Scary Movie 2*, in which he played Ray, an ambiguously gay football jock, alongside Marlon. The film was directed by Keenen Ivory Wayans. *Don't Be a Menace to South Central While Drinking Your Juice in the Hood* was a comic spoof of the coming-of-age-in-the-'hood movies, which he co-wrote, executive produced and starred in with Marlon Wayans. He also co-starred in the dramatic thriller *New Blood* alongside John Hurt, Carrie-Anne Moss and Joe Pantoliano.

Shawn and Marlon Wayans created and starred in "The Wayans Bros." sitcom, the WB's first series to be sold into syndication after enjoying five years on the network's primetime line-up.

In the spring of 2005, the three Wayans brothers launched their own game called "The Dozens" through their company SMK Merchandising. In addition to the game, the Wayans' are currently considering business ventures that take them into sports, children's entertainment and property development.

Proving to be one of the busiest actresses in Hollywood, **Kerry Washington** (Vanessa Edwards), recently won the 2005 NAACP Image Award for Outstanding Actress in a Motion Picture for *Ray* after having earned a nomination for an Independent Spirit Award for Best Actress for *Lift* in 2002. Most recently, she was seen in *Mr. and Mrs. Smith* starring Brad Pitt and Angelina Jolie, as well as *Fantastic Four* directed by Tim Story and based on the beloved Marvel Comics' superheroes. Washington will soon be seen in *The Last King of Scotland* opposite Forest Whitaker, scheduled for release in fall 2006.

Washington starred opposite Jamie Foxx as Ray Charles' wife, Della, in *Ray*. Previously, she played the lead role opposite Anthony Mackie in Spike Lee's *She Hate Me*, starred in Sidney Lumet's HBO film "Strip Search" with Ellen Barkin, Glenn Close and Maggie Gyllenhaal, and in the independent film *Sexual Life* opposite Tom Everett Scott, Dulé Hill, Anne Heche and Azura Skye.

Other film credits include *Against the Ropes* starring Meg Ryan, *The United States of Leland* opposite Don Cheadle, Kevin Spacey and Ryan Gosling, *The Human Stain* starring Nicole Kidman and Sir Anthony Hopkins, *Bad Company* starring Chris Rock and Sir Anthony Hopkins and directed by Joel Schumacher, and *Lift* written and directed by DeMane Davis and Khari Streeter. She's probably best known for her role in *Save the Last Dance*, in which she starred opposite Julia Stiles and Sean Patrick Thomas, for which Washington received a Teen Choice Award for Best Breakout Performance. Prior to that, Washington starred in the highly acclaimed independent film *Our Song* playing a wise but conflicted teen.

During her free time, Washington is an active supporter of the Creative Coalition, a group dedicated to raising awareness of First Amendment Rights and support of arts in education.

John Witherspoon (Pops) has earned the reputation as one of America's funniest fathers playing such memorable characters as Ice Cube's outrageous dog-catching dad in the smash urban trilogy *Friday*, *Next Friday*, and *Friday After Next*. He also played Pops on the long-running syndicated sitcom "The Wayans Brothers" and Spoon on "The Tracy Morgan Show."

On the big screen, he played the scene-stealing, fashion-challenged challenged father to David Alan Grier in the romantic comedy *Boomerang*. His other film credits include *Little Nicky*, *Soul Plane*, *House Party*, *Vampire in Brooklyn*, and *I'm Gonna Git You Sucka*.

Witherspoon's extensive television credits date back to "WKRP in Cincinnati" and "Barnaby Jones." He has appeared in shows such as "Living Single," "The Fresh Prince of Bel Air," "Martin" and "LA Law." He is currently starring as a regular in The Cartoon Network's animated show "The Boondocks" as the eccentric granddad in the series based on the award-winning and politically charged comic strip. His other numerous voice credits include "Kim Possible" and "The Proud Family." Witherspoon has also appeared in popular music videos for Jay Z and Sugar Ray.

The Detroit-bred Witherspoon is also a regular on the stand-up comedy circuit, where he tours as often as his schedule allows between film and television projects. He recently launched The John Witherspoon Collection – a complete line of humorous greeting cards called Spoon Cards available on the web page bangbangbang.com. In his four decades entertaining audiences he's coined several popular catch phrases such as "Bang!Bang!Bang!Bang!," "You Gotta Co-ordinate!" and "Don't nobody go in the bathroom for the next 35, 45 minutes!"

Born and raised in New York City, **Tracy Morgan** (Percy) is a stand-up comedian and sketch-comedy player who has worked the national stand-up comedy circuit while appearing on several television programs over the last several years.

Morgan's run as a cast member on "Saturday Night Live," which lasted from 1996 to 2003, produced many memorable characters, such as Woodrow, who debuted at the end of the fourth season and left his mark by bringing guest Britney Spears down to his subterranean home and serenading her. Some of Morgan's other characters include Judge Judy's bailiff, Bert, Bishop Don "Mack" Donald host of "Pimp Chat," Mrs. Parker, the mother of ne'er-do-well multiple felon Dante Parker (but as she says, "Not my baby!"), and Tate Witherspoon of the tough-talking law firm Russell & Tate. His impressions include Mike Tyson, "The View's" Star Jones, Della Reese, Busta Rhymes, Maya Angelou and Earl Woods, father of golfer Tiger Woods. In addition to appearing on "Weekend Update" as a recurring character, Bronx superintendent Dominican Lou, he has made numerous comedic appearances as himself, both on "Update" and in backstage sketches where he routinely grilled the guest host with inappropriate questions.

During his "SNL" run, Morgan appeared on "Martin" as the recurring character Hustle Man. He also appeared on "Uptown Comedy Club," "Apollo Comedy Hour," "Showtime at the Apollo," "Def Comedy Jam" and HBO's "Snaps."

Most recently, Morgan starred as Tracy Jordan in the NBC fall comedy series "30 Rock" co-starring Tina Fey and Alec Baldwin.

In addition to his television appearances, Morgan has had many feature roles, including a starring role in Vanessa Middleton's independent feature *30 Years to Life* and roles in *A Thin Line Between Love and Hate*, *The Longest Yard*, *Are We There Yet?*, *Head of State*, *Jay and Silent Bob Strike Back* and *Half Baked*. Morgan also has a starring role in the upcoming VH1 feature "Totally Awesome."

Lochlyn Munro (Greg) previously worked with the Wayans brothers on *Scary Movie*, and most recently *White Chicks*, in which he played Agent Jake Harper. He recently appeared in the hit comedy *The Benchwarmers* and *Dirty Love*, and will be seen in the upcoming Dave Barry project *Complete Guide to Guys*.

Munro has also appeared in such films as *The Keeper*, *Freddy vs. Jason*, *Heart of America*, *Net Games* and *A Guy Thing*. Other credits include Wes Craven's *Dracula 2000*, the Leslie Nielsen comedies *Camouflage* and *Kevin of the North*, and the independent feature *Kill Me Later* starring Selma Blair.

A native of British Columbia, Munro's early plans for a career in hockey were thwarted by a leg injury. While doing improv theatre in Vancouver, Munro was spotted by an agent and subsequently won a role on the "21 Jump Street" series. He went on to become a regular on the long running Canadian hit series "Northwood."

Although he appeared in Clint Eastwood's Oscar®-winning *Unforgiven*, Munro's Hollywood breakthrough came with his starring role in Paramount's *Dead Man On Campus*. Additional film credits include *Night at the Roxbury* and *Duets* starring Gwyneth Paltrow.

Television credits include regular roles on "Hawkeye" starring Linda Carter and "Two." He also starred in the made-for-television movie "The Investigation" directed by Anne Wheeler and based on the infamous serial killer Clifford Olsen.

Academy Award® nominee **Chazz Palminteri** (Walken) has been very busy, with several releases in 2005 and 2006, including Ron Underwood's *In the Mix* starring the music sensation Usher, the animated film *Hoodwinked* with Glenn Close, Jim Belushi and Anne Hathaway, *A Guide to Recognizing Your Saints* a controversial coming-of-age drama by Orlando Montiel starring Robert Downey, Jr., which premiered at Sundance earlier this year, *The Dukes*, a heist movie set to '50s rock and roll written and directed by Robert Davi, *Push*, a drama set directed by Dave Rodriguez, the action thriller *Running Scared* written and directed by Wayne Kramer and co-starring Paul Walker and the animated adventure comedy *Cat Tale* with

Sean Astin, Jerry O'Connell and Michael Richards. He has just wrapped the action film *Body Armor* and a pilot for ABC, "Drift."

Palminteri recently made his feature film directorial debut with the holiday film *Noel* starring Penelope Cruz, Susan Sarandon, and Paul Walker. The film is the first feature film to be distributed via Flexplay, the 48-Hour No Return DVD.

Palminteri earned high praise and an Academy Award® nomination for his performance in Woody Allen's *Bullets Over Broadway*. His portrayal of "Cheech," a gangster with unexpected dramatic gifts, also earned him an Independent Spirit Award for Best Supporting Actor, as well as nominations for a Screen Actors Guild Award and an American Comedy Award. He delivered another gripping, noteworthy performance in Anthony Drazen's *Hurlyburly* co-starring opposite Sean Penn, Kevin Spacey, Garry Shandling, Meg Ryan, Robin Wright Penn and Anna Paquin, based on David Rabe's acclaimed play. He was also seen in *Down to Earth* co-starring Chris Rock, Eugene Levy, Greg Germain and Regina King.

On television, Palminteri most recently starred opposite Ving Rhames in USA Network's series "Kojak." He portrayed Mob Boss Paul Castellano in TNT's "Boss of Bosses." In the HBO film "Excellent Cadavers," he starred as famed Sicilian prosecutor Giovanni Falcone, who pursued the Mafia and was ultimately assassinated. As a director, Palminteri directed "Unnatural Disasters" -- an episode of the critically acclaimed prison series "Oz." He also directed "Women vs. Men" a Showtime feature starring Paul Reiser, Joe Mantegna and Christine Lahti.

Well known for "A Bronx Tale," Palminteri originally wrote the script for the stage and performed it as a one-man show in Los Angeles. He then moved the production to New York, where it played for four sold-out months and earned him nominations for the New York Outer Critics Circle for both acting and writing. While in New York he adapted his play for the screen and soon found himself starring opposite Robert

DeNiro, who chose the script for his directorial debut. He is currently working with composer Jimmy Webb to bring "A Bronx Tale: The Musical" to the New York stage.

For his second play, "Faithful," Palminteri again won the Los Angeles Dramalogue Award for acting. He also wrote and starred in the film version opposite Cher and Ryan O'Neal.

Palminteri has starred in *Analyze This* with Robert DeNiro and Billy Crystal, *The Perez Family* opposite Marisa Tomei and Angelica Houston, *The Usual Suspects* co-starring Gabriel Byrne, Kevin Spacey and Stephen Baldwin, *Jade* opposite David Caruso and Linda Fiorentino for director William Friedkin, *Mulholland Falls* opposite Nick Nolte and John Malkovich for director Lee Tamahori and *Diabolique* co-starring Sharon Stone and Isabelle Adjani.

In the fall of 2002, he starred opposite Al Pacino in Bertolt Brecht's brilliant parable play, "The Resistible Rise of Arturo Ui." The standing-room-only production at the National Actors Theatre in New York City was directed by Tony Randall featuring a star-studded cast that included Steve Buscemi, John Goodman, Paul Giamatti, Dominic Chianese, Billy Crudup and Charles Durning.

Palminteri received the 1996 Leadership in Entertainment Award from the Coalition of Italo-American Association, Inc. and was honored by President Clinton with a Special Achievement Award for the Performing Arts from the National Italian American Foundation in Washington, D.C.

In addition, he is the national spokesperson for the Cooley's Anemia Foundation, leading the fight against Thalassemia. Thalassemia is an inherited characteristic of blood which reduces the amount of hemoglobin the body is able to produce, thus causing anemia. This potentially fatal trait is primarily found in people of Mediterranean, African, Asian, Southeast Asian and Indian descent.

After beginning her career in television, **MOLLY SHANNON** (Soccer Mom) segued to diverse roles on the silver screen. Shannon is preparing to begin production on *Year of the Dog* for writer-director Mike White. This year, Shannon's roster of appearances includes *Evan Almighty*, the sequel to the hilarious comedy *Bruce Almighty*, opposite Steve Carell, as well as Sofia Coppola's *Marie Antoinette*, *Talladega Nights: The Ballad of Ricky Bobby* with Will Ferrell and a cameo in the box-office smash hit *Scary Movie 4*. Shannon also just wrapped production on two independent films: Sue Kramer's *Gray Matters* and Bruce Leddy's *Shut Up and Sing*. Her recent work includes the FOX-TV sitcom "Cracking Up" with Jason Schwartzman, the comedy *My Boss's Daughter* opposite Ashton Kutcher and a recurring role on "Will and Grace" as Will's neighbor Val. In the world of animation, Shannon has been a guest star on "American Dad," and provided her voice to *Peter Cotton Tail: The Movie* and the CGI animated film *The Good Boy!*

Shannon's films also include the remake of the classic musical "The Music Man," the romantic comedy *Serendipity* opposite John Cusack and Kate Beckinsale, *Osmosis Jones* an animated comedy co-starring Bill Murray, the indie feature *Wet Hot American Summer* opposite Janeane Garofalo and a cameo role opposite Tim Allen in *Santa Clause 2*. She also portrayed Betty Lou Who in Ron Howard's *Dr. Seuss' How the Grinch Stole Christmas* and the title role in the comedy *Superstar*, the film about Mary Katherine Gallagher, a favorite character from her years on "Saturday Night Live." Additional credits include *A Night at the Roxbury* based on the popular nightclubbing brothers on "SNL," the hit comedy *Analyze This* opposite Billy Crystal, Todd Solondz's critically admired *Happiness* and the romantic comedy *Never Been Kissed* with Drew Barrymore.

Shannon spent six seasons as a member of the repertory company at "SNL," where she became known for the eclectic characters that she created. She was also praised for her parodies of Courtney Love, Liza Minnelli, Monica Lewinsky and Meredith Vieira. Prior to joining "SNL," Shannon appeared at The Up Front Comedy Theater in Los Angeles in "The Rob and Molly Show," an improvisational show

which she co-wrote with Rob Muir. Her television credits also include multiple appearances on HBO's "Sex & The City."

ABOUT THE FILMMAKERS

Keenen Ivory Wayans (Director, Written by, Producer) is one of the industry's most multi-faceted and talented performers. The surprise hit *Scary Movie*, became the highest grossing film ever directed by an African-American, garnering \$260 million worldwide.

Wayans and his brothers Shawn and Marlon re-teamed for the successful sequel *Scary Movie 2*, and in 2004, they again collaborated on the hit film *White Chicks*.

Wayans' previous accomplishments include co-writing, co-producing and acting in Robert Townsend's *Hollywood Shuffle*, and writing, directing and starring in *I'm Gonna Git You Sucka*. He continued his success as the writer, director and star of *A Low Down Dirty Shame*, as the producer of *Don't Be A Menace To South Central While Drinking Your Juice In The Hood*, and as the writer and star of the action-thriller *Most Wanted*.

Wayans is best known for his work in TV as creator, executive producer, writer, and cast member for the first several seasons of the Emmy Award-winning FOX-TV series "In Living Color," the cutting edge black sketch comedy show. "In Living Color," which also starred his brothers Damon, Shawn and Marlon, launched the careers of many upcoming comedians including Jim Carrey, Tommy Davidson, Jamie Foxx and David Alan Grier.

In the spring of 2005, Keenen and his brothers Shawn and Marlon launched their own game called "The Dozens" through their company SMK Merchandising. In addition to the game, the Wayans brothers are currently considering business

ventures that take them into sports, children's entertainment and property development.

Shawn Wayans (Written by, Producer) See Bio in "About the Cast" section.

Marlon Wayans (Written by, Producer) See Bio in "About the Cast" section.

Rick Alvarez (Producer) has been partnered with Keenen Ivory Wayans, Shawn Wayans and Marlon Wayans at Wayans Bros. Productions since 1998. Since joining the company, Alvarez has developed *Scary Movie*, co-executive produced *Scary Movie 2* and produced *White Chicks*. Before working with the Wayans brothers, Alvarez developed and produced a dozen independent films.

Currently, Alvarez is also producing *The Munsters* and an untitled buddy action comedy starring Shawn and Marlon Wayans for Warner Bros.

Lee R. Mayes (Producer) previously produced the blockbuster hits *White Chicks* and *Scary Movie*, also directed by Keenen Ivory Wayans, and the comedy *Out Cold*. He has served as executive producer on such films as *Scary Movie 2*, *2 Fast 2 Furious*, *Duets*, *Multiplicity*, *Low Down Dirty Shame*, *Rudy* and *FX2*.

Steven Bernstein, ASC (Director of Photography) has lensed two hit comedies for filmmaker Keenen Ivory Wayans: *White Chicks* and *Scary Movie 2*.

He most recently worked on *One Night with the King: The Call of Destiny*, *Blade: Trinity* (shooting second unit) and *Behind The Smile* for director/writer/producer Damon Wayans. He shot the critically acclaimed *Monster*, for which Charlize Theron won an Oscar® as Best Actress.

Other credits include the action hit *S.W.A.T.* (second unit), *Corky Romano*, *The*

Wood, *Murder at 1600*, *Bulletproof* and *The Waterboy* with Adam Sandler. Bernstein has also worked on several foreign films, most notably the Mexican hit *Como agua para chocolate* (*Like Water for Chocolate*).

Leslie Dilley (Production Designer) has earned five Academy Award® nominations during his career as an art director and production designer. Dilley received Oscars® for Best Art Direction for his contributions to *Raiders of the Lost Ark* and *Star Wars*, and was nominated for *The Empire Strikes Back* and *Alien*. His fifth nomination was for his production design for *The Abyss*.

He was most recently production designer on *Son of the Mask*, *Cold Creek Manor*, *Black Knight*, *Pay It Forward* and *Men of Honor*. Reuniting with director Mimi Leder, he also recently designed the pilot for the television series “Related.”

Dilley’s production design credits also include *Inspector Gadget*, *Deep Impact*, *The Peacemaker*, *Diabolique*, *How To Make An American Quilt*, *Casper*, *Monkey Trouble*, *The Distinguished Gentleman*, *Honey*, *I Blew up the Kids*, *What About Bob?*, *Guilt By Suspicion*, *Bad Medicine*, and *The Exorcist III*. As an art director, his credits include *An American Werewolf in London*, *Legend*, *Never Say Never Again* and *Superman*.

In 2001, Dilley served on the jury for the American Film Institute Awards. He was born in Wales and lives in Sun Valley, Idaho with his family.

Nick Moore (Editor) received an American Cinema Editors “Eddie” nomination for his work on Paul and Chris Weitz’s *About A Boy* and a BAFTA (British Academy of Film & Television Arts) nomination for *The Full Monty*, his first full credit as editor. Since *The Full Monty*, Moore has edited four additional hit comedies: *Notting Hill*, *Love Actually*, *Along Came Polly* and *Christmas With The Kranks*,

He recently edited director Joe Roth's crime thriller *Freedomland* starring Julianne Moore and the comedy *Nanny McPhee* starring Emma Thompson and Colin Firth. Moore made his directorial debut with the short film *A Good Day for Ted Schmetterling*, which was included in the 2005 Cannes Film Festival.

Moore began his career as an assistant film editor on such films as *Never Say Never Again*, Steven Spielberg's *Empire of the Sun* and *Indiana Jones and the Last Crusade*, *Memphis Belle*, Bernardo Bertolucci's *Little Buddha*, *Meeting Venus* and *Mary Shelley's Frankenstein*.

Jori Woodman (Costume Designer) most recently designed costumes for director Frank Marshall's adventure *Eight Below* and previously collaborated with the Wayans brothers on the hit comedy *White Chicks*. She has worked on numerous feature films including *Final Destination*, *Final Destination 2*, *The Guilty*, *Lake Placid*, *Bliss* and *Mystery Date*. She co-designed the costumes for the Emmy-nominated miniseries "Titanic" starring Catherine Zeta Jones as well as John Woo's thriller *Paycheck*. Woodman's television credits include many movies of the week, pilots and mini-series.

Teddy Castellucci (Music) has scored such motion pictures as *Just My Luck*, *Rebound*, *The Longest Yard*, *White Chicks*, *50 First Dates*, *My Boss's Daughter*, *Anger Management*, *Mr. Deeds*, *Adam Sandler's Eight Crazy Nights*, *Big Daddy*, *The Animal*, *The Guest*, *Good Advice*, *Deuce Bigalow: Male Gigolo*, *Repli-Kate*, *Little Nicky* and *The Wedding Singer*. He also worked on the songs in the film *Daddy Day Care*.

As a studio musician, his long list of recording and performing credits include such diverse artists as Michael Jackson, Jackson Browne, Boz Scaggs, Smokey Robinson, Olivia Newton-John, Michael Bolton, Natalie Cole, Brian Wilson, Carole King, Linda Ronstadt, Wynton Marsalis, Dizzy Gillespie and Lionel Hampton.

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