Columbia Pictures Presents

An Outlaw/Intermedia/Firm Films Production

A Film by Dennis Dugan

Martin Lawrence Steve Zahn



Colm Feore
Bill Duke
Eric Roberts
Timothy Busfield
Robinne Lee
Brett Cullen
Amy Aquino
Ken Lerner
Matt McCoy
Joe Flaherty
Mari Morrow

Casting Mary Vernieu Anne McCarthy Felicia Fasano

Music Supervision by Michelle Kuznetsky and Mary Ramos

Music by Randy Edelman

Co-Producers Andy Given Scott Strauss Sharon Dugan

Co-Executive Producers
Peaches Davis
Jeffrey Kwatinetz

Costume Designer
April Ferry

Film Editor Debra Neil-Fisher, A.C.E.

> Production Designer Larry Fulton

Director of Photography Oliver Wood

Executive Producers
Moritz Borman
Guy East
Nigel Sinclair
Martin Lawrence

Written by Jay Scherick & David Ronn

Produced by Bobby Newmyer Jeff Silver Michael Green

Directed By Dennis Dugan

Cast

Earl Montgomery Martin Lawrence Hank Rafferty Steve Zahn **Detective Frank McDuff** Colm Feore Lieutenant Washington Bill Duke Nash Eric Roberts Charlie Reed Timothy Busfield Denise Robinne Lee Robert Barton Matt McCoy Heston Brett Cullen Woman in Car Cleo King **Booking Clerk** Gerry Del Sol Hank's Lawyer Ken Lerner Lola Mari Morrow Billy Narthax Stephen Tobolowsky Owen Fergus Joe Flaherty Keith Cooke Ang Smith Mike Brady Cain Troy Gilbert Eddie Anthony Schmidt Bratton Joe Bucaro Carl Ciarfalio Stanton Ashcroft Bobby McLaughlin Cops at Impound Yard Robert Harvey John Henry Binder Judge Margaret Travolta Bailiff Wayne Morse LAPD Cop Terry Logan Mark Lonow Detective at Interrogation Security Guard Jeffrev Ross Jocko Marcellino Sarcastic Cops Jonathan Loughran

Latino Convict Noel Guglielmi Hiep Thi Le McDuff's Secretary Trucker Woman Leslie Jones Woman at Impound Yard Dawn Lewis Guard in Solitary Jackie Flynn As Himself Hal Fishman Student Driver Andy Dugan Driving Instructor Mickey Gilbert Detectives Richardson Morse Ben Hernandez

Obnoxious Guy Tom Forrest
Councilwoman Amy Aquino

Rich Lady Amanda Van Roberts

Training Cop Mike Grasso

Training Facility Officers Bruce Franklin

Dan Sudick Maia Danzinger

Jaguar Lady Maia Danzinge Carjacker Greg Serano

Stunt Coordinators Mickey Gilbert Stan Lee Rice

Stan Lee Rice

Scott Waugh

Stunts

Christine Anne Baur
Bob Brown
Joe Finnegan
Hollis Hill
Chuck Hosack
Jim Lewis
Tony Boggs
Matt Byrne
Bo Greigh
Peter Horak
Joel Kramer
Clint Lilley

Joyce McNeal Glen Yrigoyen

Unit Production Manager
First Assistant Director
Second Assistant Director
Art Director
Art Decorator

Set Decorator

Unit Production Manager
Bruce Franklin
Conte M. Matal
Christa Munro

Art Director Christa Munro
Set Decorator Douglas Mowat
Script Supervisor Susan Bierbaum-Owen

Camera Operators Joe Chess

Kris Krosskove

First Assistant Camera

Dennis Seawright
Maricella Ramirez

Second Assistant Camera Raymond S. Milazzo

Vincent Mata
Camera Loader Michael Cahoon
Video Assist Operators Aaron Katz

Costume Supervisor Paula Truman
Costumer David Ferry
Department Head Makeup Debra Denson

Department Head Makeup Debra Denson
Key Makeup Nadyne Hicks
Makeup Denise Fischer

Special Effects Makeup Captive Audience Productions

Key Hair Stylist JoAnn Stafford-Chaney

Hair Stylist Andrea Young
Chief Lighting Technician James Crawford
Assistant Chief Lighting Technician Scott Kidner
Key Grip Robert D. Muñoz

Second Grip Michael Travers

Dolly Grips Charles W. Wayt Tommy Noroian

Production Mixer
Boom Operator
Special Effects Coordinator
Special Effects Foreman
Location Manager
Assistant Location Manager
Production Supervisor
Production Coordinator
Production Secretary
Production Accountant
Construction Coordinator
Standby Painter
Set Designers

Storyboard Artists

Leadman
On-Set Dresser
Property Master
Assistant Property Master
Visual Effects Supervisor
Armorer
Marine Coordinator
Police Technical Advisor

Unit Publicist

Still Photographer 2nd Second Assistant Director DGA Trainee

Assistants to Mr. Dugan

Assistant to Mr. Newmyer Assistant to Mr. Silver Assistant to Mr. Lawrence Assistant to Mr. Given Production Assistants

Casting Associates

Casting Assistant Extras Casting Catering First Aid

Craft Service

Transportation Captain

Joseph Geisinger
Todd Bassman
Daniel A. Sudick
Robert Olmstead
Murray Miller
Leslie Morrow
Michelle Morrissey
Derek Jan Vermaas
Deborah Merritt
Chris Finigan
Dennis DeWaay
Carmen Goglia
Chad Frey
Lorrie Campbell
Darryl Henley

Raymond Consing Ron Shulem

Neil Bowman
Lynda Reiss
Angela Whiting
David D. Johnson
Charles G. Rousseau
Michael Troy Waters

Mike Grasso

Carol McConaughey

Nicola Goode
Hans Berggren
Susan M. Elmore
Whitney Yapp
Meg Sheehan
Jim Kamm
Michael Clark
Gioia Bearden
Michi Jones
Mark Bruning
Danielle Fenati
Bryan Snodgrass
Christian Laffey

Emily Takehara Michael Westphal Alex Newman Freddy Luis

Sarah Monson Central Casting Mario's Catering Samuel M. Cobb

Shawn Stevens Steve Franklin

Joel Renfro

Transportation Co-Captain

Lee Sanders

SECOND UNIT

Second Unit Director Mickey Gilbert

Second Unit Director of Photography Donald M. McCuaig, CSC

First Assistant Director
Second Assistant Director
Production Supervisor

Joan Cunningham
Dieter Busch
Julie M. Anderson

Set Decorator Deborah Toms

Property Master Ian Kay

Script Supervisor Toby Forlenza
Camera Operators Lowell Peterson

James W. Roberson

Costumer Paula Truman

Key Hair Stylist Shelia Cyphers-Leake

Key Grip Fred Albrecht
Best Boy Grip Mark Vollmer

Dolly Grip Irv Katz

Location Manager David Thornsberry
Production Office Coordinator Mark Swenson

POST PRODUCTION

Associate Editor Patrick J. Don Vito
1st Assistant Editor David S. Clark

Assistant Editor Jeff Ervin
Apprentice Editor Chad Rubel

Supervising Sound Editor George Anderson
Assistant Sound Editors Cherie Tamai

Bob Bowman

Dialogue Editor Jim Matheny Sound Effects Editors Cindy Marty

Michael O'Farrell

ADR Supervisor Larry Kemp

ADR Recordist Howard London, CAS

Foley Supervisor Jonathan Klein Foley Artists Gary Hecker

Matthew Dettmann

Foley Mixer Lane Burch
Re-recording Mixers Gary Bourgeois

Greg Orloff John Taylor

Loop Group Lee French

Sound Services by Sony Pictures Studios Culver City, California

John Finklea

Music Editor John Finklea
Orchestrations by Ralph Ferraro
Score Mixer Elton Ahi

Titles by The Picture Mill

Opticals by Color Timer Negative Cutter Night Lights by Howard Anderson Company Terry Haggar Mo Henry Bebee

<u>Music</u>

"El Preso"
Written by Alvaro Velasquez
Performed by Fruko Y Sus Tesos
Courtesy of Discos Fuentes

"Don't Start None"

Written by Minh Bui, Willie Shaw, Jr., Corey Simon,
David Lawson, Jr. and Elton Porter
Performed by Graveyard Soldjas

Courtesy of Tony Mercedes Records/Pennhouse Records

"Amazing Grace"
Traditional, Lyrics by John Newton

"Silly"

Written by The Warden, A. Pink and K. Allen
Performed by The Warden
Courtesy of Houston Firm Records
By arrangement with Brooklyn Music Publishing Group, Inc.
and June St. Entertainment

"Blow Your Whistle"
Written by M. Barrett III and B. Thomas
Performed by Petey Pablo
Courtesy of Jive Records

"All Good"

Written by David Jolicoeur, Vincent Mason, Kelvin Mercer,
Dave West and Chaka Khan
Performed by De La Soul featuring Chaka Khan
Courtesy of Tommy Boy Music
By arrangement with Warner Special Products

"Pomp And Circumstance" Written by Sir Edward Elgar

"One Of These Days"
Written by Ray Charles, Corey Woods, Jason Hunter
and Lamont Hawkins
Performed by Wu-Tang Clan

Courtesy of Loud Records
By arrangement with Sony Music Licensing
Contains a sample from "I Believe To My Soul"
Performed by Ray Charles
Courtesy of Atlantic Recording Corp.
By arrangement with Warner Special Products

"Can't Get Enough Of Your Love Babe"
Written and Performed by Barry White
Courtesy of The Island Def Jam Music Group
Under license from Universal Music Enterprises

"One More Try"
Written by B. Houseman
Performed by Tracy
Courtesy of Certified Records

"Baby"
Written by B. Houseman
Performed by Fingaz
Courtesy of Certified Records

"Cool Ade" (Extended Mix)
Written by Richard Allen Smith and Rodney Hardison
Performed by 95 South
Courtesy of The RCA Records Label, a unit of BMG Entertainment
Under license from BMG Special Products

"Ay Yo"
Written by Ore Magnus-Lawson and Barry Risper
Performed by Lil'O
Courtesy of Atlantic Recording Corp.
By arrangement with Warner Special Products

"Bump That"

Written by Lionel Evans, Ken Ifill, Ernesto Shaw and Gerald Roberson
Performed by Bathgate
Courtesy of Virgin Records America, Inc.
Under license from EMI Film & Television Music

"Revolution"
Written by Damian Valentine
Performed by Damian Valentine featuring Billy Staff
Courtesy of Ghetto Metal Music

"N.S.E.W."

Written by Torrey "Jook" Cook, Tauheed Epps, B. Sandamanie,
Lil' FATE Wilson and Rashawnna Guy
Performed by Disturbing Tha Peace
Courtesy of Def Jam Records
Under license from Universal Music Enterprises

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Michael Soliman and National Security, Inc. for their cooperation in the making of this film.

James Bissell

Filmed with PANAVISION® Camera & Lenses

Color by Consolidated Film Industries

MPAA Globe #38105 I.A.T.S.E KODAK

DOLBY/DIGITAL SDDS DTS

The characters and incidents portrayed and the names herein are fictitious, and any similarity to the name, character or history of any person is entirely coincidental and unintentional.

American Humane Association monitored the animal action. No animal was harmed in the making of this film. AHA 00287 (Logo)

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Rating: "PG-13"