



FOX SEARCHLIGHT PICTURES
and
Miramax Films
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Camelot Pictures
Present

GARDEN STATE

ZACH BRAFF
NATALIE PORTMAN
PETER SARSGAARD
IAN HOLM

Writer/Director ZACH BRAFF
Producers GARY GILBERT
..... DAN HALSTED
..... PAMELA ABDY
..... RICHARD KLUBECK
Executive Producers..... DANNY DEVITO
..... MICHAEL SHAMBERG
..... STACEY SHER
Co-Producer..... BILL BROWN
Line Producer ANN RUARK
Director of Photography LAWRENCE SHER
Editor MYRON KERSTEIN
Original Music by CHAD FISHER
Production Designer..... JUDY BECKER
Costume Designer MICHAEL WILKINSON
Music Supervisors AMANDA SCHEER DEMME
..... BUCK DAMON
Casting by AVY KAUFMAN

NOTES AND CREDITS NOT FINAL - NOT FOR PUBLICATION

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Welcome to the GARDEN STATE

"Good luck exploring the infinite abyss!"

_ Andrew Largeman aka "Large"

Andrew Largeman (Zach Braff) has been living in a state of emotional suspended animation for most of his life. But four days in New Jersey is about to change all that.

A moderately successful TV actor living in Los Angeles, Andrew hasn't been home to the "Garden State" in nine years. But even at that safe distance, he's been unable to escape the orbit of his domineering father Gideon (Ian Holm), a psychiatrist who keeps Andrew in an anti-depressant haze. When Andrew learns of his mother's death and must return home for the funeral, he throws caution to the wind and leaves the drugs behind.

Stunned to find himself in his hometown after such a long absence, Andrew – or "Large" as his old friends call him – doesn't know what to make of his childhood pals' new lives as gravediggers, instant millionaire inventors, chain restaurant knights and purveyors of pyramid schemes. Meanwhile, at home, Large does his best to avoid a long-simmering but inevitable confrontation with his father.

By a twist of fate, Large meets Samantha (Natalie Portman), a beautiful young woman who is everything he isn't. A blast of color, hope and raw emotion, Sam has a tendency to stretch the truth. But she welcomes Large into her cozy world as she would one of the dozens of stray animals overrunning her modest family home.

As the effects of Andrew's meds wear off, Sam's warmth begins to thaw his heart and the fog he has lived in since childhood starts to lift. For the first time, Andrew catches a glimpse of life, with all its pain and joy, and contemplates the unimaginably fragile and precious nature of true love.

GARDEN STATE was directed and written by Zach Braff (of television's "Scrubs"), who also stars alongside Golden Globe®-nominated Natalie Portman (STAR WARS: EPISODE I, COLD MOUNTAIN), Golden Globe nominee Peter Sarsgaard (SHATTERED GLASS, BOYS DON'T CRY), Oscar®-nominated Ian Holm

(CHARIOTS OF FIRE, LORD OF THE RINGS: RETURN OF THE KING), Emmy Award®-winning Jean Smart (BRINGING DOWN THE HOUSE, SWEET HOME ALABAMA), Method Man (MY BABY'S DADDY, HOW HIGH), and Golden Globe nominee Rob Leibman (AUTO FOCUS, DUMMY).

ABOUT GARDEN STATE

"Maybe that's all a family really is; a group of people who miss the same imaginary place."

_ Large

"I wanted to make a smart love story for young people, and I wanted to make a movie that got across the genuine feeling of what it's like to come home," says Zach Braff, the writer, director and star of **GARDEN STATE**.

To do that, Braff felt he needed to abandon the traditional three-act Hollywood movie structure taught in screenwriting classes. "I got tired of watching movies with the same outline, where X needed to happen 30 minutes in, or else," he says. "So many films follow that structure because it's so hard to get a movie made if it doesn't."

Instead, Braff created a film in which events unfold "as they would if you're this guy who comes home all of a sudden. You run into people you once knew, you hang out with them. Then maybe you never see them again. In the case of my character, he also buries his mother and falls in love. A lot happens in this one weekend."

GARDEN STATE is a comedy, but as Braff's co-star Natalie Portman observes, "It also has a heart. A lot of funny stuff these days is so cynical, but there's nothing cynical about this movie. It's untraditional and unlike anything I'd ever seen before. That's what made it exciting."

In a larger sense, the film is about the awkward period between adolescence and adulthood. "I remember when I went away to college, I was so ready to get out of New Jersey," says Braff. "But when I got to school I was completely homesick, even though I didn't feel like the house I grew up in was my home anymore. So I was missing a place that didn't really exist. When you become an adult, your job is to create the concept of home for yourself and your children."

Braff, who plays Dr. John "J.D." Dorian in the NBC sitcom "Scrubs," originally came up with the idea for a filmic homage to his native New Jersey while still in college. Over the years he collected anecdotes and wrote scenes here and there, but it wasn't until

2000 that he finally sat down and banged out a draft of **GARDEN STATE** in three months.

"I originally called the film **LARGE'S ARK**," says Braff. "I always liked the biblical story of Noah's Ark, the idea of some great power starting the world again. For me, the idea was that Large himself is trying to begin anew. He's trying to rescue all the parts of himself that he likes and start a whole new chapter of his life, the way Noah put the animals and people on the ark and saved them from the apocalypse and started again. He's trying to find his ark."

Pam Abdy, an executive at Jersey Films, the production company owned by Danny DeVito, Michael Shamberg and Stacey Sher, says of her first reading of the script: "I finished reading **GARDEN STATE** and I had the most desperate need to meet the person it came from. I knew it was special, and even though I had a meeting with Zach the next day, I wanted to get in my car right then and find him."

Richard Klubeck and Jersey Films subsequently signed on as producers of **GARDEN STATE**, followed by Gary Gilbert and Dan Halsted's Camelot Pictures, who also provided financing for the film. "We read the script and loved it," says Gilbert, "and after meeting Zach and hearing his vision for the film, and getting a sense of his passion for the project, we were in."

THE RESIDENTS OF GARDEN STATE

This is your chance to do something that has never, ever been done before and will never be copied throughout human existence. If nothing else, you'll be remembered as the only person who ever did this."

— Sam

When it came to casting the film, Braff says he was “incredibly lucky.” “I remember thinking it would be amazing to get someone *in the spirit of* a Natalie Portman, someone *like* Ian Holm, someone *like* Peter Sarsgaard,” the director recalls. “We never imagined in a thousand years we would actually get them. But one by one they all signed on. We were in shock.”

Braff, like many moviegoers, first took note of Portman when she played Timothy Hutton's 13-year-old love interest in the 1996 Ted Demme film, BEAUTIFUL GIRLS. “Natalie is such a movie star,” he says. “It's not just being a great actress, which she is, and not just being beautiful, which she is. It's that she is also so charismatic, you can't take your eyes off of her.”

During the production, Braff learned that Portman also has a lot in common with her onscreen persona. “She's silly, charged with optimism and passionate about life, and it all comes through in her character. It's just so much fun to watch her play this part. It was as if the two of them merged.”

For Portman, who was coming off of her role as Senator Amidala in the STAR WARS prequel trilogy, **GARDEN STATE** offered a complete change of pace. “I was excited to do something that was more of a character story after doing something so big and crazy.” Her character, Samantha, is as far from the regal and burdened intergalactic stateswoman Amidala as she could be.

“Sam is a funny girl,” Portman says, but more importantly, “she's a whole character. Most female parts written by a guy, especially romantic parts, turn out to be his weird ideal of what a girl ought to be: she's hot, she takes off her clothes a lot, and she also really likes sports. But as written by Zach, Sam is a real person – she has problems, she's got a sense of humor, but what I really appreciated was that she's as interesting and complex as the male characters.”

That complexity – and humor – is part of what attracts Andrew to her and eventually allows him to deal with his pent-up emotions head-on. "Throughout the movie, Large is going from this really detached state to beginning to understand how to feel again," says Portman. "Meanwhile, she's someone who's so alive and so connected to everything that it starts to bring that out in him. Also, he comes from this really cold background and she's so grounded and has this really warm family, and she provides a kind of home for him."

Braff elaborates, "Sam is the polar opposite of Large. She's so full of hope and so energized and so excited to be alive. He's baffled by her energy and her charm and he falls for her because she's just so spectacular. I think it's a pretty universal male fantasy that a woman's going to come along and save you, to rescue you from yourself. "

Peter Sarsgaard plays Mark, a vaguely amoral and deeply unmotivated gravedigger at the cemetery where Large's mother is buried. Still living at home with his pothead mother (Jean Smart), Mark's ambitions don't extend much beyond the incomplete collection of Desert Storm trading cards he hopes to parlay into early retirement. Meanwhile, his mom is dating Tim, an old classmate of Mark and Andrew's currently employed as a "knight" at the local medieval-themed restaurant.

Braff had seen Peter Sarsgaard's chilling portrayal of John Lotter in *BOYS DON'T CRY*. "He's terrifying in that, and I really believed he was that guy. One of my peeves is when uber-famous actors play regular guys because they want to stretch – and the whole time you're watching you're thinking, 'I don't believe for a minute he's really that guy.' Peter is a great everyman and he's a chameleon; he just becomes the part. "

Sarsgaard describes Mark as "the metaphorical sheriff of the town." A man who knows that anything can be had for the right price—even in suburban New Jersey. Upon receiving the script, Sarsgaard "thought it was so funny and it would be a fun movie to make. In this movie, with my character, you feel like you can do anything."

Indeed, one morning Sarsgaard showed up for an early call in a tuxedo – hardly in keeping with his character's slacker wardrobe. But the actor had been out so late the night before it hadn't made sense for him to go home to change. Although coming to the set in black-tie resulted in "something of a 'walk of shame'" in front of the rest of the cast and

crew, Sarsgaard says his mindset was perfect for the scene they were about to shoot – the morning after the film’s big party scene.

By the end of **GARDEN STATE**, Mark's character goes through a metamorphosis that, while subtler than Large's, is no less profound. "There's this epiphany that leaves everyone changed," says Sarsgaard. "Interestingly though, you don't spend a lot of time seeing how they've changed. You just know they're about to."

As Braff puts it, "The last third of the movie is about Mark redeeming himself. He's a guy who does what he has to do to get by. But he commits this one act of pure friendship."

For the role of Gideon Largeman, the main character’s emotionally distant father, Braff sought out the Oscar-nominated actor Sir Ian Holm, best known for his work in **CHARIOTS OF FIRE**, **THE SWEET HEREAFTER** and **THE LORD OF THE RINGS** trilogy.

The character, Braff explains, is “The Oz of the whole story. Large thinks of his father as the great puppet master, but it turns out he’s a little old man in his tightie whities crying on the edge of his bed.”

"Gideon wants everyone to be happy," Braff continues. "We all know people like this who want something so bad they just ruin everything. In trying to please everyone, he ends up making them all miserable. He had access to medicine and thought that, as patriarch, it was his responsibility to make them all happy. He's not malicious."

Still, in the final conversation between Large and his father, Large gives voice to something that is left unsaid between many adults and their parents. "Everyone has that thing they want to say to their parents," observes Braff, "and maybe you even say it, but you're not always sure they've really heard it. In that scene, we get the sense that Ian's character really hears it for the first time."

"I saw Ian in **THE SWEET HEREAFTER** and he just blew me away," Braff adds. "The day he called me to say yes, he said ‘Zach, it's Ian Holm.’ I said ‘Oh my God.’ He said ‘No, just Ian Holm. I want to play Gideon.’

"Then I met him and he's the sweetest, most generous, humble guy. Here I am, some kid from New Jersey, giving this famous British actor direction. The guy's a knight for God's sake! But he came to play and he was just wonderfully collaborative and fun."

The feeling was mutual. "Zach is a brilliant young director," says Holm. "He's got it all at age 28. It was very good for an oldie like me to be associated with someone so young and full of energy."

Like Portman, Holm came to this indie production having recently starred in a mega-budgeted effects-driven franchise, in this case, Peter Jackson's *THE LORD OF THE RINGS* trilogy. Holm, whose recent films include summer tent pole films *THE DAY AFTER TOMORROW* and *THE AVIATOR*, is an almost ghostlike presence in **GARDEN STATE**, his pale face and white helmet of hair often appearing seemingly out of nowhere to catch Large off-guard. But while Gideon haunts the film, he also serves as a warning to his son of what Large could become if he doesn't make a major change in his life.

Holm describes Gideon as "a man of a certain age who has dark secrets. He's an authoritarian who took it out on his son, fed him lithium from an early age, and caused him great pain. It's like 'King Lear;' it was never resolved between the two of them."

Rounding out the cast are Method Man (*MY BABY'S DADDY*, *HOW HIGH*) as Diego, the hotel bellman and peepshow proprietor; Ron Leibman (*AUTO FOCUS*, *DUMMY*) as Dr. Cohen, the neurologist; and Jean Smart (*BRINGING DOWN THE HOUSE*, *SWEET HOME ALABAMA*), as Mark's stoner mom.

Discovering the GARDEN STATE

"I do apply myself, Mom _ every day. I work my ass off burying dead people, okay? I'm only 26. I'm not in any rush. What's your rush for?"

_ Mark

Braff says he was inspired to make **GARDEN STATE** because he felt there were few films that spoke honestly to his generation, to people in their twenties who were “beyond adolescence and for whom at one point or another a whole new sense of overwhelming anxiety sets in.”

He observes that, “People my age are not getting married right away. As a result, they have more time to question themselves and everything around them. I have yet to see a contemporary film that gives an honest account of what it’s like to be a person in their twenties.”

A student of film, Braff has been observing directors since he was eighteen, when he played the small role of Woody Allen and Diane Keaton’s son in Allen’s **MANHATTAN MURDER MYSTERY**. Braff later appeared in Lisanne Skyler's **GETTING TO KNOW YOU**, which debuted to critical acclaim at the 1999 Sundance Film Festival, and **THE BROKEN HEARTS CLUB**, an ensemble comedy about a group of gay friends in Los Angeles that was acquired by Sony Pictures Entertainment.

“Every time I work with a new director, it’s like going to film school. On ‘Scrubs,’ we work with a new director each week. I get to see lots of different styles, and I take what I love and leave behind what I don’t.”

But Braff is quick to admit that on **GARDEN STATE**, “It was a big challenge directing a scene while acting in it. It can be tough to do the two together.”

Peter Sarsgaard laughed that at times Braff “would have one eye on the monitor” when he was acting off camera in a scene. Nonetheless, Sarsgaard says he has the ultimate respect for Braff’s ability to act and direct at the same time. “What I’ve learned from this movie,” Sarsgaard says, “is that I probably couldn’t do it.”

Sarsgaard also praises Braff for “always knowing what the shot’s saying, in addition to knowing what the actors are saying. He knows how to make the two go together. He knows how any given shot will complement what’s in the script, because

he's agonized over it. I always feel confident he's shooting it right. I know he's got a master plan."

Portman, who worked with actor-director Woody Allen in *EVERYONE SAYS I LOVE YOU*, also was impressed with Braff's directing style. "He's got an amazingly confident way about him, without being dictatorial. He's really open to collaboration. As an actor, I realize he doesn't have a director watching him, so whatever I do with him is also like directing within the scene. You're constantly pushing each other. It's an interesting and cool way to work."

Segueing from the mega-budgeted *STAR WARS* films to a low-budget indie film was refreshing for Portman. "It's really fun to work on something where a lot of the cast and crew are young," says the actress, now 24. "It's not that I don't appreciate working with people who are more experienced and wiser, but there's a creative feeling when you're working with people who aren't jaded and still feel the magic of film and just want to make something beautiful."

Seeing is Believing in the GARDEN STATE

*"In a bad storm, I like to pretend this old boat's my own private 'ark.'
Unfortunately, if this is the apocalypse, I'm not quite sure it still floats."*

_ Albert

In conceiving the look for **GARDEN STATE**, Braff, whose hobby is black-and-white still photography, drew inspiration from filmmakers who were keenly attuned to composition. He cites Woody Allen's **MANHATTAN**, the films of Hal Ashby and Stanley Kubrick as well as the serene suburban menace of Todd Haynes' **SAFE** as influences.

Braff and Director of Photography Lawrence Sher went into the production with a clear idea for the look of the film. "We tried to create a specific visual style that involved a lot of wide lenses, crane shots and bird's eye views but not a lot of camera movement," says Sher.

But the film's modest budget and short 25-day shooting schedule pushed the cast and crew to do more with less.

For instance, most scenes had to be shot in one or two takes. "We were just flying through the script rather than laboring over it, which I think is good," says actor Peter Sarsgaard. "A joke just isn't funny anymore after take twelve."

Time constraints also mandated that post-production be handled in the most efficient way possible. Because the film was shot during Braff's hiatus from "Scrubs," he only had six weeks to cut the movie after shooting ended. To get a jump on that process, he took the unusual step of beginning editing while the film was still in production, working at night and on the weekends.

The film's script, with its references to Noah's Ark, provided a definitive roadmap for Judy Becker's production design. Water flows through **GARDEN STATE** like an ever-widening stream: from Zach's mother's bathtub, to Jesse's giant swimming pool, to an ark teetering on a yawning abyss in the rain. Animals ranging from Sam's dead hamster to some comically randy canines also inhabit the film.

"Some are things we're barely conscious of, like faucets dripping," says Braff. "Then there's the whole idea of this gathering storm that finally arrives at the apex of the movie when Large finally kisses Sam on the crane."

Unlike many films about single people in their 20s, family plays a large role in **GARDEN STATE**. Andrew is the only child of a deeply depressed mother and emotionally distant father, while Sam comes from a loving though highly unconventional family unit. Visually, the homes of these two characters reflect that dichotomy: Gideon's house and Large's Hollywood apartment are as spare and colorless as their family life, while Sam's home is a chaotic, brightly hued zoo.

The notable exception in the case of Gideon's house is the hall bathroom Large's mother redecorates in a dizzying floral print before she dies.

"This is a woman who is clinically depressed, and a month before she kills herself she has a burst of creative energy," explains Braff. "It's like when you watch an animal dying; they sometimes get a burst of adrenaline. It's their last attempt to stay alive. She was clutching for a reason to live. I also liked the idea of her son disappearing into that creation."

As it is for his fictional alter ego, **GARDEN STATE** was something of a homecoming for Braff – as well as for a number of the other filmmakers. "It was very important to me to shoot the film in New Jersey, not Canada or L.A. or anywhere else that might have been less expensive," says Braff.

The setting was part of what attracted Lawrence Sher, who grew up in Northern New Jersey, to the project. "It was an environment I knew, and the script felt true and emotional and funny. He completely nailed the characters I remembered from when I was in high school."

In a scene where Large's family is sitting *shiva* for his mother, Braff cast his real-life relatives as extras. "I think you notice in a movie whether the background feels like a movie background or if it feels like real people," Braff observes. "They're the real deal. You won't think, 'Oh wasn't that guy just on 'NYPD Blue' as Dying Guy No. 7?'"

The production came completely full circle for Braff when he received a report from a location scout about a house he'd looked at for **GARDEN STATE**. The scout had rung the doorbell at a nice home in South Orange and asked the homeowner if she would

be interested in renting out her house as a location for a film directed by the star of “Scrubs.” As it turned out, the scout was talking to Braff’s stepmother.

The Sound of the GARDEN STATE

"You gotta hear this one song – it'll change your life, I promise you."

_ Sam

Large's journey in **GARDEN STATE** takes place against a backdrop of soulful musical artists – some contemporary, some classic – that weave the story together.

"I was tipping my hat to films like **THE GRADUATE**, **HAROLD AND MAUDE** and **EASY RIDER**," says Braff. "What was so unique about those movies was that the music spoke of the time. In a way, this film is a 'state of the union' of what it's like to be a 20-something guy in 2004 – at least the 20-something guy I was and a lot of my peers were. So this is essentially the soundtrack of my life now."

Given the film's limited budget, getting the rights to the songs, including some by Coldplay, Simon & Garfunkel and Nick Drake, was no slam-dunk. "The sort of money that was originally quoted could have funded a few small independent pictures," says Braff. "I'm just thankful that after I showed them the sequences in which their songs were used, the artists or their estates saw it as a chance to speak to a new generation and worked within our budget."

Other artists represented on the soundtrack are The Shins, Remy Zero, Colin Hay, Thievery Corporation and Zero 7.

"The music Zach chose is poignant and cinematic and it has a *rhythm*," says music supervisor Amanda Scheer Demme. "It was a pure pleasure to facilitate and execute his vision."

When it came to creating a score to supplement the songs, Braff turned to Craig Fischer, a singer-songwriter and record producer as well as a film composer.

"I originally know Zach from his having chosen a song I wrote for the theme song for 'Scrubs,' says Fischer. "Then, when they were editing **GARDEN STATE**, Zach used a number of singer-songwriters whom I had produced, including Colin Hay, Alexi Murdoch and Cary Brothers, as the temp soundtrack."

In the end, many of those songs made it into the final mix, as did Fischer's production of the film's bittersweet finale, "Winding Road," written and performed by Braff's girlfriend, actress and songwriter Bonnie Somerville ("Grosse Pointe").

Fischer also provided spare underscoring that matched the rough, low-fi sound of the songs. "It's music that sounds like a song without the vocals," he says. "Lots of arpeggiated guitar chords and piano with the odd cello thrown in."

ABOUT THE CAST

ZACH BRAFF (Andrew Largeman)

Zach Braff is a graduate of the Northwestern University Film Program. As an actor, he has been to Sundance twice, with *THE BROKEN HEART'S CLUB* (2000) and *GETTING TO KNOW YOU* (1999). Braff currently stars as J.D. on the NBC comedy, "Scrubs." He also appeared in Woody Allen's *MANHATTAN MURDER MYSTERY* and on stage at New York City's Public Theater in productions of "Twelfth Night" and "Macbeth." **GARDEN STATE** is Braff's feature writing and directing debut.

NATALIE PORTMAN (Sam)

Natalie Portman most recently appeared in Anthony Minghella's adaptation of the best-selling novel *COLD MOUNTAIN*, opposite Jude Law, Nicole Kidman and Renée Zellweger.

In the summer of 2003, she filmed the final installment of George Lucas' *STAR WARS* trilogy with Hayden Christensen and Ewan McGregor for 20th Century Fox. In 2002, Portman starred as Senator Amidala in *STAR WARS: EPISODE II – ATTACK OF THE CLONES*, following the huge success of Lucas' blockbuster hit *STAR WARS: EPISODE I – THE PHANTOM MENACE*, in which her character was introduced. Both films, prequels to Lucas' wildly popular *STAR WARS* trilogy of the 70's and 80's, rank among the top-grossing films ever produced.

She is currently in production on Mike Nichols' big-screen adaptation of Patrick Marber's Broadway hit *CLOSER* for Columbia Pictures, opposite Jude Law, Julia Roberts and Clive Owen. Portman stars in Tom Tykwer's short film *TRUE* as part of the feature film *PARIS JE T'AIME*. The French production company Novem Productions assembled 20 filmmakers to each write and direct a short about encountering love in one of the 20 districts of Paris. Transitional animation sequences developed by The Quay Brothers and French scriptwriter Jean Pierre Ronssin link the stories, with composer Michel Legrand composing the film's theme.

In the coming of age story *WHERE THE HEART IS*, co-starring Ashley Judd, Portman portrayed a pregnant 17-year-old who rebuilds her life after being abandoned by her boyfriend at a Wal-Mart. Her performance opposite Susan Sarandon in Wayne Wang's *ANYWHERE BUT HERE*, a story of a mother and daughter coming to terms with their volatile relationship, earned Portman a Golden Globe Award nomination for Best Supporting Actress. She received international acclaim for her feature debut in Luc Besson's *THE PROFESSIONAL*, in which she starred opposite Jean Reno and Gary Oldman. She received further recognition for her movie-

stealing performance in the Miramax film BEAUTIFUL GIRLS. Directed by Ted Demme, the bittersweet comedy also starred Timothy Hutton, Uma Thurman, Rosie O'Donnell and Matt Dillon.

Other feature credits include the Woody Allen musical EVERYONE SAYS I LOVE YOU, co-starring Julia Roberts, Goldie Hawn, Alan Alda and Drew Barrymore; Tim Burton's black comedy MARS ATTACKS! with Jack Nicholson and Glenn Close; and Michael Mann's HEAT with Al Pacino, Robert DeNiro and Val Kilmer.

Portman received critical acclaim as Nina in Mike Nichols' Shakespeare in the Park production of "The Seagull" opposite Meryl Streep, Kevin Kline, and Philip Seymour Hoffman for New York Shakespeare Festival. In the 1997-1998 Broadway season, Portman starred in the title role of "The Diary of Anne Frank," praised by *USA TODAY* as "a landmark performance."

PETER SARSGAARD (Mark)

Peter Sarsgaard received a Golden Globe nomination for his critically acclaimed portrayal of *New Republic* editor Charles Lane in Billy Ray's film SHATTERED GLASS. Best known for his work in Fox Searchlight Pictures' BOYS DON'T CRY opposite Hilary Swank and Chloë Sevigny for director Kimberly Peirce, Sarsgaard received critical acclaim for this challenging role.

He recently wrapped KINSEY, in which he appears opposite Liam Neeson and Laura Linney. Written and directed by Bill Condon (GODS AND MONSTERS), KINSEY is about the legendary sex researcher Alfred Kinsey; Sarsgaard plays Kinsey's young protégé. The film will be released by Fox Searchlight later in 2004.

Sarsgaard co-starred opposite Harrison Ford and Liam Neeson in last summer's submarine thriller K-19: THE WIDOWMAKER. In Castle Rock's THE SALTON SEA, Sarsgaard starred opposite Val Kilmer. Other roles include the black comedy UNCONDITIONAL LOVE with Rupert Everett and Kathy Bates, EMPIRE, opposite John Leguizamo and Wayne Wang's controversial CENTER OF THE WORLD, opposite Molly Parker.

On the small screen, Sarsgaard starred in Showtime's acclaimed telefilm, "Freak City," produced by Michael Stipe and Sandy Stern's Single Cell Pictures.

Sarsgaard first gained notice as Leonardo DiCaprio's rival and John Malkovich's son in THE MAN IN THE IRON MASK. Other films include Larry Clark's ANOTHER DAY IN PARADISE and Tim Robbins' DEAD MAN WALKING with Sean Penn and Susan Sarandon.

A member of Douglas Carter Beane's New York-based theater company, The Drama Department, Sarsgaard appeared in their off-Broadway production, "Kingdom of Earth," directed by John Cameron Mitchell. He attended the Actors' Studio Program at Washington University in St. Louis, Missouri, after which he was cast in Horton Foote's "Laura Dennis" at the Signature Theatre Company Off-Broadway.

IAN HOLM (Gideon Largeman)

Ian Holm won a BAFTA award, Cannes Film Festival award and an Oscar nomination for his performance in CHARIOTS OF FIRE. Most recently, he received praise for his portrayal of Bilbo Baggins in the critically acclaimed THE LORD OF THE RINGS trilogy. Holm recently completed production on THE DAY AFTER TOMORROW and THE AVIATOR, both scheduled for release in 2004.

Some of Holm's other memorable film performances include ANOTHER WOMAN, HAMLET, FRANKENSTEIN, HENRY V, NAKED LUNCH, EXISTENZ and THE MADNESS OF KING GEORGE. He appeared as the acclaimed lead in Atom Egoyan's THE SWEET HEREAFTER, as well as handling roles in GREYSTOKE, KAFKA, TIME BANDITS, BRAZIL, ALIEN, DANCE WITH A STRANGER and DREAMCHILD. More recent films include BIG NIGHT, JOE GOULD'S SECRET, NIGHT FALLS ON MANHATTAN, THE FIFTH ELEMENT, A LIFE LESS ORDINARY, BLESS THE CHILD, BEAUTIFUL JOE, FROM HELL and THE EMPEROR'S NEW CLOTHES.

Appearing in numerous productions with the Royal Shakespeare Company, Holm has earned the Evening Standard Award (Best Actor) for "Henry V" and "The Homecoming," the latter for which he also won a Tony Award® (Best Supporting Actor) for the Broadway production. He won rave reviews and a Critics Circle Award for Harold Pinter's "Moonlight." His performance as King Lear at the National Theater won him another Critics Circle Award, an Olivier Award and the Evening Standard Award for Best Actor. He was also nominated for an Emmy Award (Best Actor) for the televised version of "King Lear."

Holm has appeared in dozens of prestigious films for television. He was nominated for an Emmy Award (Outstanding Supporting Actor in a Miniseries or a Movie) for his role in the television movie "The Last of the Blonde Bombshells" alongside Dame Judi Dench, Leslie Caron and Olympia Dukakis. In 1998, the Queen of England knighted him for his "service to drama."

ABOUT THE FILMMAKERS

GARY GILBERT AND DAN HALSTED (Producers)

Gary Gilbert and Dan Halsted partnered in 2001 to form Camelot Pictures, a bi-coastal production company involved in producing studio projects and financing and producing independent films. Prior to Camelot, Gilbert was one of the founders and the second largest shareholder of Rock Financial, a publicly traded mortgage-banking firm that was acquired by Intuit (Quicken) in 1999. Camelot's Halsted produced such movies as S.W.A.T., THE VIRGIN SUICIDES and ANY GIVEN SUNDAY.

Camelot also produced HOME OF PHOBIA, written and directed by Ryan Shiraki, which screened as a midnight movie at the Sundance Film Festival. Camelot Pictures upcoming projects include SENSIBILIDAD, a present-day Latino version of Jane Austen's "Sense and Sensibility" written and directed by Craig Fernandez, and BROTHEL, the screen adaptation of Alexa Albert's first-person account of life at Nevada's famous Mustang Ranch. Two studio films planned for 2004 include a Tim Allen comedy at Revolution called IN THE PINK and a movie about NASCAR great Richard Petty at Disney. Camelot is also teamed with Hilary Swank and Chad Lowe's Accomplice Films to adapt *The Walking*, a novel by journalist Michael Nichols, for the big screen.

RICHARD KLUBECK (Producer)

Richard Klubeck was previously the CEO of Jersey Films, where he served as a producer on **GARDEN STATE**. Today, he is a member of UTA's independent film packaging and financing group. While at Jersey, Klubeck served as executive producer on **CAMP**, written and directed by Todd Graff, which IFC Films released in 2003. Prior to that, Klubeck was the supervising executive for Jersey Films on **SUPER TROOPERS**, directed by Jay Chandrasekhar and released in 2002 by Fox Searchlight Pictures. Also while at Jersey Films, Klubeck served as a producer on projects at Universal with Allen Coulter, Richard LaGravenese, Wayne Wang, Mary Harron and Charlie Mitchell.

PAMELA ABDY (Producer)

Pamela Abdy started as an intern in 1995 at Jersey Films, then went on to be Danny DeVito's assistant for four years. She was promoted to Vice President of Production and served as

associate producer of *MAN ON THE MOON*, starring Jim Carrey and directed by Milos Forman. She was then promoted to Executive Vice President and served as co-producer of *THE CAVEMAN'S VALENTINE*, starring Samuel L. Jackson and directed by Kasi Lemmons. Abdy was later executive producer of Jesse Dylan's directorial debut, *HOW HIGH*, starring Method Man and Red Man, for Universal Pictures.

In 2000, Abdy was promoted to President of Production for Jersey Films. She exited her post at Jersey in June of 2003 to become Vice President of Production at Paramount Pictures. There, she served as an executive on *MEAN GIRLS*, directed by Mark Waters and starring Lindsay Lohan. The film is currently in post production.

ANN RUARK (Line Producer)

Ann Ruark is a New York-based line producer. She recently co-produced John Waters' *A DIRTY SHAME*. Past co-producing and line producing credits include *FRIDA* and *REQUIEM FOR A DREAM*. She produced Lodge Kerrigan's feature film *CLAIRE DOLAN* and is currently producing Steve Buscemi's *QUEER*, based on the William S. Burroughs book.

DANNY DEVITO (Executive Producer)

Danny DeVito is an actor, producer, director and the co-founder of Jersey Films. His directing credits include *DUPLEX*, *THROW MOMMA FROM THE TRAIN*, *THE WAR OF THE ROSES*, and *DEATH TO SMOOCHIE*.

In 1992, DeVito co-founded Jersey Films with Michael Shamberg and Stacey Sher. The company has produced over 20 motion pictures, including the Academy Award nominated *ERIN BROCKOVICH*, *MAN ON THE MOON*, *PULP FICTION*, *OUT OF SIGHT*, *GET SHORTY*, *HOFFA*, *MATILDA* and *LIVING OUT LOUD*.

Two films co-starring DeVito have won the Academy Award for Best Picture, *ONE FLEW OVER THE CUCKOO'S NEST* and *TERMS OF ENDEARMENT*. But it was the part of cab dispatcher Louie De Palma that propelled him into national prominence as star of the hit television show, "Taxi." In a 1999 readers' poll conducted by *TV Guide*, DeVito's character was voted number one in "TV's Fifty Greatest Characters Ever."

DeVito, who attended the American Academy of Dramatic Arts in New York, has starred in many films not produced by Jersey. They include *ANYTHING ELSE*, *BIG FISH*, *RENAISSANCE MAN*, *THE KAHUNA*, *HEIST*, *RUTHLESS PEOPLE*, *TIN MEN*, *JUNIOR*, *BATMAN RETURNS*, *TWINS*, *ROMANCING THE STONE* and *JEWEL OF THE NILE*.

MICHAEL SHAMBERG (Executive Producer)

Michael Shamberg is partner with Stacey Sher in Double Feature Films. Shamberg has produced such Academy Award nominated films as ERIN BROCKOVICH, THE BIG CHILL and PULP FICTION. Shamberg and Sher's most recent film was the hit comedy ALONG CAME POLLY, starring Ben Stiller and Jennifer Aniston. They are currently producing BE COOL, the sequel to GET SHORTY, starring John Travolta, Uma Thurman, Vince Vaughn and The Rock. In 2003, Shamberg and Sher produced the critically acclaimed feature CAMP, by writer/director Todd Graff.

Shamberg has also produced such films as the acclaimed OUT OF SIGHT, REALITY BITES, EIGHT SECONDS, GET SHORTY, SUNSET PARK, FIERCE CREATURES, MATILDA, FEELING MINNESOTA, GATTACA, LIVING OUT LOUD, MAN ON THE MOON, THE CAVEMAN VALENTINE, HOW HIGH, and the Oscar winning A FISH CALLED WANDA.

Shamberg executive produced the ABC drama, "Karen Sisco," starring Carla Gugino.

STACEY SHER (Executive Producer)

Stacey Sher is a partner with Michael Shamberg in Double Feature Films. Together, they produced the 2004 hit comedy ALONG CAME POLLY, starring Ben Stiller and Jennifer Aniston.

Along with Shamberg, she has produced such hits as the Oscar nominated ERIN BROCKOVICH, REALITY BITES, PULP FICTION, GET SHORTY, MATILDA, FEELING MINNESOTA, GATTACA, LIVING OUT LOUD, OUT OF SIGHT, MAN ON THE MOON, THE CAVEMAN'S VALENTINE and HOW HIGH. In 2003, they produced the critically acclaimed feature, CAMP, for writer/director Todd Graff.

Currently, Sher is producing the feature BE COOL, the sequel to GET SHORTY, starring John Travolta, Uma Thurman, Vince Vaughn and The Rock.

For her achievements, Sher won the Women in Film Independent Vision Award in 2000 and the Mary Pickford Award at the USC Cinema School for Distinguished Alumni in 2002. Sher received an MFA from the Peter Stark Graduate Program at the USC School of Film and Television. She began her career in the industry as director of development at Hill/Obst Productions in 1985 and was promoted to Vice President of Production in 1987. After serving as associate producer on HEARTBREAK HOTEL and THE FISHER KING, Sher became Senior

Vice President at Lynda Obst Productions in 1991. She joined Jersey Films in 1992 and was promoted to President in 1993.

BILL BROWN (Co-Producer)

TK

MYRON KERSTEIN (Editor)

Myron Kerstein began his career as an assistant editor on Michael Moore's "TV Nation" and Todd Haynes' celebrated film, VELVET GOLDMINE. He then moved up to edit James Toback's BLACK AND WHITE.

Recently, Kerstein edited RAISING VICTOR VARGAS, the musical CAMP, and this year's Sundance entry, CRYSTAL. He is currently editing the upcoming Universal film, SYNERGY, directed by the Weitz brothers.

LAWRENCE SHER (Director of Photography)

Lawrence Sher's recent credits include the Fox Searchlight Pictures' releases CLUB DREAD, starring Bill Paxton, and KISSING JESSICA STEIN. Sher's filmography also includes: A BETTER WAY TO DIE, EMMET'S MARK, BOXING'S BEEN GOOD TO ME and SHARK ATTACK. He recently shot the pilot for the television series "Legally Blonde."

Sher has also served as director of photography on shorts, music videos and commercials. After working his way up the camera department ranks, he made his feature debut as director of photography on CAPTAIN JACK, an action-adventure movie about a fry cook who dresses up as a superhero to save his small Ohio town. He photographed the award-winning short films 12 STOPS ON THE ROAD TO NOWHERE and BOXING'S BEEN GOOD TO ME.

CHAD FISCHER (Composer)

Chad Fischer is a Los Angeles-based composer, multi-instrumentalist, songwriter and producer. He wrote, produced and performed the theme song "Superman" for the hit NBC sitcom, "Scrubs." He also wrote the score to the television series "North Mission Road."

Fischer composed all the original songs and underscoring for the WB series, "My Guide to Becoming a Rock Star," on which he was also the actors' musical coach. He has written songs for the opening sequence of the ABC docudrama "Prince William: The Boy Who Will Be King," E! Entertainment's Beach Boys documentary and the end-title theme for both Disney's BUBBLEBOY and Fox's THE FIRST \$20 IS ALWAYS THE HARDEST.

After playing drums for the '90s alternative rock group School of Fish ("Three Strange Days"), Fischer went on to form the band Lazlo Bane.

His music production credits have included Colin Hay, Everlast, Jude, Lisa Loeb, Liz Phair, Josh Clayton-Felt and Alexi Murdoch.

JUDY BECKER (Production Designer)

Judy Becker came to production design from a background in fine arts, including several years as an "underground" comic artist. In addition to **GARDEN STATE**, Becker recently designed Mark Milgard's DANDELION, which also premiered at Sundance 2004, and THUMBSUCKER, directed by the acclaimed video and commercial director, Mike Mills.

Past projects include Rebecca Miller's PERSONAL VELOCITY, winner of the Sundance 2002 Grand Jury Prize and Best Cinematography Award, as well as the festival and theatrical hit RAISING VICTOR VARGAS, directed by Peter Sollett.

Becker was chosen as one of "25 to Watch" in the summer 2002 issue of Filmmaker Magazine.

MICHAEL WILKINSON (Costume Designer)

Michael Wilkinson is a costume designer based in New York. A graduate of the National Institute of the Dramatic Arts in Sydney, Australia, Wilkinson's feature film credits as costume designer include DARK WATER, IMAGINARY HEROES, PARTY MONSTER, AMERICAN SPLendor, IN GOD'S HANDS, JUST ANOTHER STORY, LOOKING FOR ALIBRANDI, WHEN STRANGERS APPEAR, TRUE LOVE AND CHAOS and MILWAUKEE, MINNESOTA. He was also design assistant on THE MATRIX and MOULIN ROUGE.

His theater work includes award-winning costume designs for the Sydney Theater Company, Opera Australia, The Australian Dance Theater, Radio City Hall and the Ensemble Theater.

Wilkinson also works in special events, including hundreds of designs for the opening and closing ceremonies of the 2000 Summer Olympic Games in Sydney.

AMANDA SCHEER DEMME (Music Supervisor)

Amanda Scheer Demme has over 25 film and television credits as music supervisor, including THE RUNDOWN, ERIN BROCKOVICH, LIFE, SHE'S ALL THAT, OUT OF SIGHT, THE LIMEY, "Freaks and Geeks" and "Felicity."

In addition to her film and TV work, Demme is also a music manager, record label executive, publisher, nightclub impresario, event marketer and branding consultant. Her management clients include Debi Nova, Mark Ronson, Scott and Aimee, Amy Osbourne, DJ AM, and Gina Rene'. Her boutique record label, Cheeba Sound, has released CDs by artists including D'Angelo and Nikka Costa. Demme has also launched a film and television production company, AD Productions, which has several projects in development.

BUCK DAMON (Music Supervisor)

Buck Damon is General Manager of AD Entertainment Group. His music supervisor credits include MEAN GIRLS, STANDING STILL, HOUSE OF D, THE LAST SHOT, THE CAVEMAN'S VALENTINE, BLOW and KNOCKAROUND GUYS.

He served as music consultant on THE RUNDOWN, WHATEVER IT TAKES, ERIN BROCKOVICH, THE LIMEY, SHE'S ALL THAT, HURLYBURLY, OUT OF SIGHT, ROUNDERS, LIFE and BABY GENIUSES.

His television credits include music supervisor on "Freaks & Geeks" and music consultant on "P J's" and "Felicity."

Cast
(in order of appearance)

Andrew Largeman
Busboy
Restaurant Manager
Waiter
Young Hollywood Guy
Obnoxious Girl
Gideon Largeman
Mark
Dave
Aunt Sylvia Largeman
Kenny
Gleason Party Drunk
Jesse
Dana
Kelly
Tim
Carol
Neurology Receptionist
Mrs. Lubin
Sam
Dr. Cohen
Olivia
Titembay
Pam
Karl Benson
Handi-World Cashier
Teen in Hallway
Diego
Man Having Sex
Hooker
Peeping Tom
Albert
Faye
Arthur the Dog
Masturbating Dog

Zach Braff
Kenneth Graymez
George C. Wolfe
Austin Lusy
Gary Gilbert
Jill Flint
Ian Holm
Peter Sarsgaard
Alex Burns
Jackie Hoffman
Michael Weston
Chris Carley
Armando Riesco
Amy Ferguson
Trisha LaFrache
Jim Parsons
Jean Smart
Yvette Mercedes
Jayne Houdyshell
Natalie Portman
Ron Leibman
Ann Dowd
Ato Essandoh
Wynter Kullman
Geoffrey Arend
Soara-Joy Ross
Ryan B. Moschetti
Method Man
Joe Bacino
Tracey Antosiweicz
Seth Michael May
Denis O'Hare
Debbon Ayer
Ice
Magoo

Filmmakers

Writer/Director
Producers

Zach Braff
Gary Gilbert
Dan Halsted
Pamela Abdy
Richard Klubeck
Danny DeVito
Michael Shamberg
Stacey Sher
Bill Brown
Ann Ruark
Lawrence Sher
Myron Kerstein
Chad Fisher
Judy Becker
Michael Wilkinson
Amanda Scheer Demme
Buck Damon
Avy Kaufman
Laura Ballinger
Heather Loeffler
Michael Taylor
Evelyne Noraz
Gianna Sparacino
Charles Sherron
John Velez
Ken Ishii
Jill Alexander

Executive Producers

Co-Producer
Line Producer
Director of Photography
Editor
Original Music by
Production Designer
Costume Designer
Music Supervisors

Casting by
Art Director
Set Decorator
Script Supervisor
Key Make-Up
Key Hair
Key Grip
Gaffer
Sound Mixer
Property Master

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