



Production Information

"Who am I? You sure you wanna know? The story of my life is not for the faint of heart. If somebody said it was a happy little tale, if somebody told you I was just your average, ordinary guy, not a care in the world... *somebody lied.*"

--Peter Parker

"With great power comes great responsibility."

--Uncle Ben

This summer, take the ultimate spin when one of the world's most popular comic book superheroes makes his leap to the big screen. Released in conjunction with the 40th anniversary of the web-slinger's first appearance in a comic book, *Spider-Man*TM centers on student Peter Parker (Tobey Maguire) who, after being bitten by a genetically-altered spider, gains superhuman strength and the spider-like ability to cling to any surface. He vows to use his abilities to fight crime.

Directed by Sam Raimi, *Spider-Man* also stars two-time Academy Award[®] nominee Willem Dafoe as Spider-Man's nemesis the Green Goblin, Kirsten Dunst as Mary Jane Watson, Golden Globe winner James Franco as Peter's pal Harry Osborn, Academy Award[®] winner Cliff Robertson as Uncle Ben, Academy Award[®] nominee Rosemary Harris as Aunt May and J.K. Simmons as J. Jonah Jameson, Peter's boss at the *Daily Bugle*.

Orphaned at an early age, Peter Parker lives in Queens, New York with his beloved Aunt May and Uncle Ben. Peter leads the life of a normal student, working as a photographer at the school paper, pining after the beautiful Mary Jane Watson and hanging out with buddy Harry Osborn.

On a school trip, during which Peter and his classmates are given a science demonstration on arachnids, Peter is bitten by a genetically-altered spider. Soon after, he discovers that he has unusual powers: he is endowed with the strength and agility of a spider along with a keen, ESP-like "spider sense."

Peter first uses his powers to make money, but in the face of a tragedy that hits close to home, he vows to dedicate his life to fighting crime, taking to heart the words of his beloved Uncle Ben: "With great power comes great responsibility."

Meanwhile, megalomaniacal businessman Norman Osborn (Willem Dafoe), Harry's father, is undergoing some changes of his own. An experimental formula has gone awry, increasing his intelligence and strength but also driving him insane. He is now the Green Goblin, Spider-Man's arch-enemy, who will put young Peter Parker's vow to fight crime and help innocent people to the ultimate test.

Columbia Pictures Presents, A Marvel Enterprises/Laura Ziskin Production, *Spider-Man*. The film is directed by Sam Raimi (*The Gift, Evil Dead, A Simple Plan*), a self-confessed fanatic of the cagey, web-spinning hero. Screenplay by David Koepp. Based on the Marvel Comic Book by Stan Lee and Steve Ditko. Laura Ziskin (*As Good As It Gets*,

To Die For, Pretty Woman) and Ian Bryce (*Almost Famous*, Oscar® nominee for *Saving Private Ryan, Twister*) produce. Avi Arad (*X-Men, Blade*) and Stan Lee serve as executive producers.

The creative team includes Director of Photography Don Burgess, ASC (Oscar® nominee for *Forrest Gump*), Production Designer Neil Spisak, Costume Designer James Acheson (Academy Award® winner for *Restoration, Dangerous Liaisons* and *The Last Emperor*), and Editors Bob Murawski and Arthur Coburn, A.C.E. Visual Effects designed by John Dykstra, ASC (Oscar® winner for *Star Wars*). Special Visual Effects by Sony Pictures Imageworks, Inc. Co-Producer is Grant Curtis.

Spider-Man is rated PG-13 by the MPAA for stylized violence and action.

Spider-Man: *The Journey From Comic Book to Celluloid*

The original creation of Marvel Comics executive Stan Lee and Marvel Character designer Steve Ditko, Spider-Man first appeared in 1962 in the last issue of the failing “Amazing Fantasy” comic book. It was such a hit that “Amazing Fantasy” was renamed the “Amazing Spider-Man,” and it reappeared in March 1963. Since then, Spider-Man has gained worldwide fame, growing into one of the most popular superheroes of all time.

“There have been hundreds of millions of Spider-Man books sold over the years worldwide—I cannot think of one country which has not embraced the character. Even if people aren’t familiar with all aspects of his story, Spider-Man is such an identifiable and beloved icon says executive producer Avi Arad.

The current value of the early Spider-Man comic books is a testament to the enduring popularity of the Spider-Man legacy. Collectors lucky enough to own some of the rarer issues can expect a big return should they decide to sell portions of their collection. For example, the August 1962 issue of *Amazing Fantasy* #15, featuring Spider-Man’s first appearance as well as the death of Uncle Ben, has an estimated value of \$25,000. *Amazing Spider-Man* #1, published in March 1963, is gauged to be worth around \$18,000. Other memorable Spider-Man installations include *Amazing Spider-Man* #25 (June 1965), in which MJ makes her first appearance, and *Amazing Spider-Man* #14 (July 1964), in which we are first introduced to the Green Goblin.

The task of bringing a new breed of Spider-Man to life 40 years after he was first introduced to the world would fall on the shoulders of celebrated director Sam Raimi and a talented team of artists.

Raimi couldn't resist the challenge of bringing the world-renowned Marvel comic character to the big screen. He had been a fan of the character since childhood; for his twelfth birthday, his parents had an artist paint a picture of Spider-Man that is still hanging above his bed in the house he grew up in. Eventually, he met with Columbia Pictures to discuss the high profile project:

"I went in and I explained to them my love for the character," recalls Raimi of his meeting with Columbia Pictures executives, "and about my respect and admiration for what all of the great Marvel writers and artists had created over the years. The next day I received word that I was selected for the job."

Although Raimi did not hesitate to jump into the fray, he did have concerns about bringing the beloved icon to the screen.

"I was concerned about treading on sacred ground with Spider-Man, because he means so much to so many people, to 40 years of readers and fans," says Raimi. "I feel a terrific responsibility as a longtime fan myself, and I concentrated on the things that I felt were true about the character—to capture the spirit and soul of Spider-Man—and to tell the best story that we possibly could. For me, the strength of the character has always been that he is a real person—he's one of us. He's gone through junior high and high school, he's a bit of an outsider, he can't get the girl, he's broke... then an extraordinary event happens to him, and he becomes a superhero—but he still has to do his homework in the evenings."

Producer Laura Ziskin was thrilled with the choice of Sam Raimi to direct *Spider-Man*. "He is a great visual storyteller, and he has a terrific sense of how to put the pieces together to build a compelling action sequence, while maintaining the integrity of the story itself," Ziskin notes. "He is always cognizant of whether a scene is furthering the story, and he is very much in touch with the kid in himself... that sense of wonder.

"And yet *Spider-Man* is a movie for everyone," she continues. "Sam has managed to appeal to all of us with this film: young, old, men, women, fans and non-fans alike."

Executive producer Avi Arad, President and CEO of Marvel Studios, is also pleased that Raimi is directing. "We have the latest technology, as well as talented, passionate filmmakers and behind-the-scenes personnel, to create a truly jaw-dropping *Spider-Man*."

For the filmmakers, an integral part of doing justice to the Spider-Man legacy was the careful casting of the characters, particularly that of Peter Parker/Spider-Man. Tobey Maguire was a fortuitous choice.

“We had a lot of great actors who wanted to portray Spider-Man, and it was a pleasure reading with them, but Tobey Maguire was so powerful in his performance as Peter Parker, we were floored,” says director Sam Raimi. “He was very real, and very potent in his stillness—and he brought a lot of qualities to the character to bring him to life.”

“Tobey is so remarkable, he just came in and blew everybody away,” recalls producer Laura Ziskin of Maguire’s casting in the film. “He is one of those actors who can do so much, he is amazing. Tobey really centers the movie, and I think he is the heartbeat of the film.”

The casting of Kirsten Dunst as the redheaded Mary Jane, longtime secret love of Peter Parker, was also a stroke of great luck.

“What we were looking for in casting MJ was not only an actress who possessed talent and beauty, but someone who made a connection with Tobey,” notes Sam Raimi. “We wanted the audience to need them to be together for the picture to work—and when I saw Kirsten Dunst and Tobey perform a scene together, they made that connection. We knew we had found our MJ”

The complicated dual character of Norman Osborn and the Green Goblin also required a very special actor, and the incredibly gifted Willem Dafoe brought these warring personalities to life.

“We needed someone who could be a father figure to Peter Parker. It was important that Peter and Norman create a particular relationship in the film,” explains Sam Raimi, “so that when the Goblin finds out that Spider-Man is actually Peter Parker—the kid that he has taken under his wing, a kid he loved even at the expense of denying affection to his own son—that there would be a terrible price to pay. That is an extremely difficult task, and Willem Dafoe continually amazed us with his talent, his ideas, his versatility and his generosity to the other actors.”

Producer Ian Bryce agrees, noting:

“Willem’s a great actor, and he was able to pull off both parts incredibly well. In the movie, there are times when he needs to portray both characters in the same scene—quite a challenge for any actor—and he succeeded brilliantly.”

Tobey Maguire's interest in *Spider-Man* was cemented by the strength of the story, and by his first meeting with director Sam Raimi:

"I was interested in *Spider-Man*, but only if it was done in a certain way," recalls Maguire. "I didn't want to be part of a big film where it was all action at the expense of the story. When I heard Sam Raimi was going to direct, that really piqued my interest. I really had a great time meeting him and talking with him—he's intelligent, charming and funny, and he made me feel like a part of the team. Sam's a great collaborator and an innovative filmmaker, and I loved working with him."

Of the story, Maguire explains, "Peter Parker has experienced real loss in his life, and he is on a kind of spiritual journey as he grows from a boy to a man. But beyond that, he's got such responsibility and he has to sacrifice so much because he has this power—and he knows he needs to use it for the good of the people around him. I think there's a great journey, and a great love story there."

Early on in the story, Peter is frightened, awed and confused by his burgeoning powers, struggling to control the new strengths he possesses.

"Peter goes through these incredible changes and he is misunderstood by people—he has to learn to deal with his new power and become a responsible young man," says Sam Raimi. "Maybe it's a journey we all go through, and that's perhaps why we relate to him so much."

"When Peter first becomes aware of his powers, he's a little inept and he makes some mistakes, managing to smack into a few buildings as he's learning to swing and leap," echoes Visual Effects Designer John Dykstra, ASC. "He experiences the kind of things we all do when we first learn how to ride a bicycle, for instance—he's wobbly at first, but then he gains confidence and ability, and he becomes much more graceful and aggressive in his strengths."

Kirsten Dunst was attracted to *Spider-Man* for several reasons.

"I was a little freaked out at first, because it was top secret, and there were Columbia imprints on each page," laughs Dunst as she recalls reading the screenplay for the first time. "But the script was so strong, and I really liked the character of MJ. She's strong despite the adversity in her life, and she's a good role model for young girls who will watch the film."

Although MJ does find herself in her fair share of perilous situations in which Spider-Man comes to the rescue, Dunst notes, "MJ is powerful in her own right... I have a

scene where MJ has to defend herself, and she really holds her own—she definitely kicks butt!”

Dunst has nothing but praise for director Sam Raimi:

“He’s so intelligent, and so funny on the set,” says Dunst. “This movie could have been extremely stressful for all of the cast and crew, but he has been able to keep everyone calm and good-natured. Sam has such a great imagination, and when I hear him talk about Spider-Man, his eyes sparkle. His knowledge of and love for the Spider-Man story really comes through.”

Willem Dafoe was shooting a film in Spain when he was sent the *Spider-Man* script.

“I really enjoyed the script, and I thought Sam Raimi was a great choice to direct it,” recalls Dafoe. “I called Sam up and, over the course of two hours, he told me the story as he saw it. He spoke about the story in such intricate psychological terms, I was surprised and very intrigued.”

Dafoe was also drawn in by the dynamics of playing the dual character of Norman Osborn and the Green Goblin:

“The Goblin’s motivations raise some interesting questions,” notes Dafoe. “In his speeches, the Goblin’s reasoning is sometimes frighteningly persuasive, such as in his speeches about elitism. The philosophical and political motivations of both characters were of great interest to me.”

The balance of the talented cast for *Spider-Man* includes James Franco, Cliff Robertson, Rosemary Harris and J. K. Simmons. Franco plays Harry Osborn, Norman Osborn’s son and Peter Parker’s roommate and competitor for the affections of the beautiful Mary Jane. Franco recently completed filming a co-starring role opposite Robert DeNiro in *City by the Sea* for director Michael Caton Jones and starred in the title role in TNT’s *James Dean*, for which he won a Golden Globe.

The strength of the *Spider-Man* story is supported by the complicated relationships between the characters. Peter Parker harbors an intense longing for the elusive Mary Jane, who eventually becomes involved with Peter’s best friend, Harry Osborn. This tests the friendship of the two young men, as does the fatherly affection which Norman Osborn, Harry’s father, shows toward Peter Parker.

“The relationship that is depicted between Harry and his father is a turbulent one,” explains James Franco. “It’s the classic story of a son trying to win the affection of his father, rebelling at times to get attention when it wasn’t gained through good acts.”

“It’s a very interesting triangle among Norman Osborn, his son Harry, and Peter Parker,” agrees Willem Dafoe. “There are all of these shifts of identification and loyalty and love, which you see in life, that are played out among these characters.”

Franco was a huge fan of Willem Dafoe’s long before he joined the cast to portray Norman Osborn’s son:

“I absolutely love his work,” Franco says of Dafoe. “I’ve admired him for years and years, for his amazing performances in films like *Mississippi Burning* and *The Last Temptation of Christ*. Willem has a wonderful spirit and he’s extremely giving—it’s been a pleasure to work with him.”

Cliff Robertson plays Peter Parker’s beloved Uncle Ben. Robertson earned an Academy Award® for his memorable portrayal of the title character in the 1968 film *Charly*. Robertson has done over 50 films in a career that spans 60-plus years, and which includes such films as *Picnic*, *Three Days of the Condor*, *Obsession*, *Escape from L.A.*, *Falcon Down* and *Renaissance Man*.

“If there is such a thing as a typical warm and loving uncle, who wants to be everything a father should be to a son who is not his son, that is Uncle Ben,” says Robertson of his character. “Peter has great love and respect for his uncle, but he’s also at this juncture where he’s gaining all of these powers, and he’s reluctant to tell his uncle about it. Ultimately, Peter’s secret creates some tension between him and his Uncle Ben.”

Rosemary Harris plays Peter Parker’s Aunt May. Harris received an Academy Award® nomination for her performance in 1994’s *Tom and Viv* opposite Willem Dafoe, and she was recently seen in the critically acclaimed *Sunshine* with Ralph Fiennes. Harris’ extensive list of film credits includes *The Boys from Brazil*, *Crossing Delancey*, director Kenneth Branagh’s *Hamlet* and *My Life So Far*.

Harris enjoys the irony of reuniting with Dafoe for *Spider-Man*, after performing opposite him in *Tom and Viv*:

“In *Tom and Viv*, Willem portrayed T.S. Eliot, and I played his mother-in-law,” laughs Harris. “My character was really mean to his character in that film, so, with

Spider-Man, it's sort of the son-in-law's revenge! In one scene as the Green Goblin, Willem comes crashing through my bedroom wall on his glider, terrorizing me."

This is Harris' second film with director Sam Raimi, having portrayed Cate Blanchett's grandmother in *The Gift*. Harris echoes the sentiments of the entire cast in her affection for Raimi:

"I adore him—I think he's wonderful," says Harris. "With a lot of directors, you feel as though they're standing over you with a big stick or something---but Sam couldn't be sweeter and more fun to work with. He's warm, kind and extremely talented."

J. K. Simmons portrays the gruff, cigar-chomping *Daily Bugle* editor, J. Jonah Jameson. Simmons previously worked with director Sam Raimi in the films *The Gift* and *For Love of the Game*. Simmons' other films include *The Mexican*, *Autumn in New York*, *The Jackal*, *The Cider House Rules*, *Texas Rangers* and *Extreme Measures*. Simmons also stars in the HBO original series *Oz* as scheming prisoner Vernon Schillinger.

"He is the proud owner of the last flat-top haircut in America! And for me, any haircut is a good thing," laughs Simmons, who is decidedly more follically challenged than his character. Simmons likes to find something redeeming in the characters he plays, and J. Jonah Jameson is no exception.

"He *is* a classic blowhard and a curmudgeon, and he's always screaming at his employees, including Peter Parker," explains Simmons. "But he is also a staunch civil rights advocate with a great deal of journalistic ethics—he's sort of a classic American success story."

Principal Photography Begins on Spider-Man

Principal photography on *Spider-Man* began on January 8, 2001, on Stage 29 at Sony Pictures Studios, site of Peter Parker's home, where he lives with his Aunt May and Uncle Ben. Stage 27 became the location for the arena wrestling scene, where Peter is pitted in a seeming mismatch with the fearsome Bone Saw McGraw, played by wrestling star and actor "Macho Man" Randy Savage. Over 1,000 extras roared at the antics of Savage, as his Bone Saw McGraw tormented Peter Parker in his makeshift Spider-Man outfit.

"We wanted to build a set where the crowd was right on top of the contestants," explains director Sam Raimi. "We wanted Tobey, as Peter, to feel like he was in this

fishbowl, and have the intensity and power of the crowd working on the combatants as they fought.”

Raimi worked closely with Production Designer Neil Spisak to create the atmosphere of the wrestling ring:

“I asked Neil to create a very steep rake to the seats, so that the crowd is right on top of the cage where the fight takes place,” recalls Raimi. “The crowd provides a lot of energy—they want to see this new contestant just be ripped to shreds.”

This scene comes at an early point in Peter Parker’s transformation into Spider-Man, where he is not fully in control of and aware of the extent of his powers.

Actor and longtime Raimi collaborator Bruce Campbell portrays the ring announcer for the wrestling match, during which he whips the crowd of onlookers into a frenzy as the match grows more and more intense.

The former Boeing Plant in Downey, Calif. became one of the sets used for the Times Square sequence, where the World Unity Festival is the setting for a terrifying surprise appearance by the Green Goblin. Back on Sony’s Stage 27, a corresponding set featuring a hydraulic collapsing balcony was used as MJ dangles precariously high above Times Square.

“The Times Square/World Unity Festival sequence was very complicated and was shot at a number of different locations,” recalls Raimi, who credits Production Designer Spisak, Visual Effects Designer John Dykstra, ASC, Special Effects Supervisor John Frazier, Stunt Coordinator Jeff Habberstad, Storyboard Artist Doug Lefler, the actors and numerous other crew members for their contributions to the success of the sequence.

“We shot plates for the optical effects in New York’s Times Square, and we shot the building structure itself on Stage 27 of the Sony lot,” says Raimi. “Neil Spisak and his art team designed and built a three-story skyscraper section on stage with a breakaway balcony piece, where a lot of the action took place, and then elements were shot in Downey, where we constructed a street scene of Times Square. Still other pieces were shot in the computer, so it was a very complicated, multi-dimensional sequence. It required months of planning.”

Neil Spisak’s challenge for this scene was to create the various building portions so that the final sequence was seamless.

“I replaced one entire building which is in Times Square with a building that our art department conceived and designed,” explains Spisak. “In addition to the hydraulic

balcony on Stage 27, there's another piece which is the ground floor of the building, and the surrounding area on the street level of Times Square. This whole sequence of Peter covering the World Unity Festival for the *Daily Bugle*, of MJ and the OsCorp board members being in danger high above the ground and the Goblin making his appearance is interconnected... so when this balcony crumbles, pieces of the balcony must fall onto the other set, so that when everything is cut together, it all feels like one building, a building which becomes part of the character of the movie."

Special Effects Supervisor John Frazier found this sequence to be one of his greatest challenges on the film:

"The balcony was hydraulically controlled via computer, and we had our lead actress, Kirsten Dunst, on the balcony, which we were tilting over 90 degrees," recalls Frazier. "We were blowing out windows and throwing debris on her, so it became much more than a thrill park ride, when she rode down this contraption every time we had to make it collapse. Our main concern, of course, was Kirsten's safety, and she was a real trouper."

"I've seen more action in this movie than any other project I've worked on," says Kirsten Dunst. "I've been soaked in the rain for hours; I've been hanging in mid-air in harnesses; I've had things thrown at me, all the while screaming my head off—and it's been really exciting and fun!"

Dunst credits Stunt Coordinator Jeff Habberstad with giving her the confidence for the more physical demands of the role:

"Jeff is amazing—he's so calm and in control, he made me calm," says Dunst. "I was never put in jeopardy, and my stunt double, Jeri Habberstad (Jeff's sister), always completed the more strenuous work."

The extent of aerial action required by the story was also challenging for Frazier:

"Much of the film's action takes place between seven and 40 stories in the air, so we used extreme caution to compensate for weather and wind conditions when we were doing flying scenes," explains Frazier. "If you're flying someone, and you're off by five or ten feet, you run the risk of running into a building, so we were constantly monitoring the conditions, the harnesses and other equipment to ensure the safety of our performers."

The Times Square World Unity Festival features a cameo by Macy Gray as herself, performing the song "My Nutmeg Phantasy" from her latest Epic album, *The Id*. As part of

the scene, Gray's performance is interrupted by an unwelcome visitor from the sky—the Green Goblin swooping down to wreak havoc on the assemblage.

In addition to extensive stage work, the production shot on locations throughout Los Angeles, including the Natural History Museum, which became the interior of the Columbia University Research lab where Peter Parker is bitten by the genetically altered spider. The historic Pacific Electric building in downtown Los Angeles provided a spacious interior for re-creation of the *Daily Bugle* offices, and the Greystone Mansion in Beverly Hills provided the palette for the interior of Norman Osborn's mansion.

In April, the production moved to New York for two weeks of shooting in Manhattan, Queens, Roosevelt Island and in the waters beneath the Queensboro Bridge. The Moondance Diner in Soho became the site of a surprise encounter between Peter and MJ; the Queensboro Bridge was the backdrop for a climactic scene pitting Spider-Man against his nemesis; and a rooftop in Queens was the launching pad for Peter's first attempts at using his newfound powers. The exterior of Columbia University's Low Library was the scene of the fated field trip where Peter meets his destiny by way of a spider bite. A rooftop garden above Rockefeller Center across from St. Patrick's Cathedral served as the landing spot for Spider-Man as he brings MJ to safety after a terrifying ordeal.

The company returned to Los Angeles until the completion of principal photography.

Spider-Man: ***"More Acrobat than Muscle-Bound Hero"***

Tobey Maguire spent several months preparing for the physical demands of the Spider-Man role via a variety of strength and agility regimens.

"I worked on my flexibility, largely with yoga, and I trained with a gymnastics instructor on agility and air sense," says Maguire. "I spent a lot of time on the trampoline, doing flips, and practicing kicks and punches, as well as lifting weights." Maguire also did stamina training via running, biking and core training to prepare for the role.

"Tobey was great to work with," notes Stunt Coordinator Jeff Habberstad. "We started working with him several months before the start of production, and the first thing

I did with him was take him 40 feet up into the rafters on stage, and I asked him to trust me. Then I asked him to jump off of a condor, and I would catch him just above the ground—he did it a couple of times, then he said, ‘I’ll do it as high as you want me to.’ He was just fearless.”

Willem Dafoe also trained extensively for his role as the Green Goblin. The longtime yoga practitioner spent hours with Stunt Coordinator Jeff Habberstad and glider technicians, rehearsing on the Goblin glider, a winged metallic transport complete with major munitions, on which the Goblin swoops down upon his human prey.

The Glider, the Goblin’s preferred mode of transportation, houses an impressive arsenal of machine guns, pumpkin bombs and mini-sidewinder missiles. It is also equipped with tridents that detach from the Glider for combat in close quarters.

“The trick is to look graceful... and not to fall off the thing! It was a little scary because my feet were clamped into these braces attached to the glider. It was all about balance,” says Dafoe.

Dafoe became so adept at balancing atop the always moving craft as it swooped, dipped and soared, controlled by a computerized remote hydraulic system, that he sometimes outshone some of the stuntmen.

“Willem is just unbelievable to work with,” recalls Jeff Habberstad. “He gets on the glider and he puts a character into it that’s just really unique, and amazing to watch.”

The filmmakers were acutely aware of the importance of the costume design in presenting the beloved characters of Spider-Man to movie audiences, and director Sam Raimi was thrilled that three-time Academy Award[®]-winning Costume Designer James Acheson joined the *Spider-Man* team:

“We were very fortunate to get Jim to do the costume design,” says Raimi. “I did not want to reinvent the Spider-Man costume, but rather to translate it—to bring the Spider-Man that kids and adults know—to the big screen. It was an incredible challenge on many levels, and Jim came up with a lot of great technologies, such as silk screening the musculature on the exterior of the costume to give Spider-Man the ability to move the way he had to, like a dancer in the skies, but also to give him an incredibly toned look without bulking him up with a muscle suit, which you might see on other superheroes.”

“It was a real challenge to create the Spider-Man costume, to make it look alive and beautiful on film,” says producer Laura Ziskin. “James Acheson is amazing, and he

did an incredible job. There's a lot going on with that design and the way it catches the light in daylight or nighttime... it's very effective."

Acheson's movie designs range from the elaborate period elegance of *Dangerous Liaisons* to the outrageousness of the Monty Python troupe, for whom he designed *Monty Python's The Meaning of Life* and Terry Gilliam's *Time Bandits* and *Brazil*. He readily accepted the challenges which *Spider-Man* presented.

"We tried to think kinetically, to design for a character who flies, spins and is very athletic and gymnastic in his movements. We wanted something very flexible," says Acheson. "We discussed that Spider-Man was more of an acrobat than a muscle-bound hero, trapped behind a big piece of sculptured latex."

Acheson brainstormed with director Sam Raimi and the other filmmakers in designing the Spider-Man costume, which was in development for six months.

"It is based on tension, and is one piece, all the way from the boots to the top of the head," explains Acheson. "The boots have actually been built into the suit, and the suit is printed with a computer-generated rectangular pattern in order to create the illusion of dimensionality, an almost 3-D effect. There are over 120 individual silk screens on the suit, for shading and highlighting, and the helmet features Oakley lenses."

The suit's web was molded in latex and dyed, but the actual design was cut by computerized cutters. Teams of gluers and painters handglued the web onto the compressed suit and handpainted the web with various metallic finishes. A total of 24 Spider-Man suits were created, including some which had to be altered to appear distressed and torn, as required by the story.

For the creation of the Green Goblin costume, Acheson was inspired by several disparate elements, including Japanese art prints, reptilian patterns, comic books and spacesuits:

"We've created something which is part armor, part flying suit, part reptilian. We even derived a bit of inspiration from the sculptural aspects of watch straps," says Acheson. "We also kept in mind the idea that Norman Osborn is involved in cutting edge technology in armament development at Oscorp, so the suit reflects that as well." As with the Spider-Man costume, the Goblin garb was complicated to create:

"There are about 65 sculpted pieces on the Goblin costume, which is made of pearlescent green vinyl, and approximately 1,000 separate cut pieces on the costume, which is luminescent, because the vinyl has been coated with a pearlescent paint," notes

Acheson. Acheson worked closely with the effects house Amalgamated Dynamics, Inc. on the Goblin costume as well as the mask, which is made of vacuumform plastic and fiberglass, chromium-plated and then painted, with lenses by Oakley. Once all was said and done, it would take 30 minutes and three people to get Willem Dafoe into the costume.

Long before Norman Osborn splits into two personalities and adopts the Goblin persona, his eventual transformation is foreshadowed by a collection on display in his home.

“In Osborn’s house, you see that he has an extensive collection of warrior masks from all different countries and cultures on display in his living room,” notes Laura Ziskin. “This visual reference helped us to clarify Norman’s motivation in using a mask as part of his Goblin persona—it had its antecedents in the warrior spirit reflected in his art collection.”

The Look of Spider-Man: **Production Design and Cinematography**

It was important to the filmmakers to root the world of *Spider-Man* in the real world of New York, where the story is set. This, however, presented its challenges:

“In order to make the story reverberate with the audience, I didn’t feel that it was proper to have a super-stylized world like the comic book world you see in a lot of film translations of comics,” explains Raimi. “This made it difficult stylistically, because if you place this fantastic, colorful character into the normal setting of New York, it’s just too jarring. So, we took the edge off reality—there are parts of New York which are magical, so we created a whole city out of those realistic magical parts of New York. Most every building actually exists in Manhattan, but we shot them at magic hour, or added a little extra something to their design or architecture, or to the way the light hits them, in order to transform the environment.”

“One of the design elements I tried to incorporate into the film as a whole is a sense of slightly over-scale and somewhat classical architecture,” says Production Designer Neil Spisak, who led his team of artists, painters, construction personnel and plasterers in creating the atmosphere for the almost 100 Los Angeles and New York sets

and locations required by the story. “Since much of the action takes place in mid-air, with Spider-Man swinging through the skyscrapers of New York, we created building tops and cornices closer to the upper architecture of the buildings, in areas not usually on view.”

“Spider-Man’s world is comprised mainly of the sky above Manhattan, so we scouted tons of New York rooftops,” adds Director of Photography Don Burgess, ASC. “We got to see a whole side of New York that most people never get to see. We’re bringing that to the film, and I think it’s very exciting.”

One of Burgess’ chief lighting challenges for *Spider-Man* involved the intricate Times Square sequence, on which he worked closely with Sam Raimi, John Dykstra, ASC and Neil Spisak:

“I had to try to design a lighting thread that would keep the continuity throughout all of the different areas we would be shooting for the sequence,” explains Burgess. “I had light studies done—still photographs taken of Times Square all day long in 15-minute increments to ascertain the best look for the scene. We executed that lighting concept on a sound stage, then replicated it in broad daylight on the Downey set. It was a huge challenge to make it all match and work together, and it ultimately worked out great.”

Visual Effects

Visual Effects Designer John Dykstra, ASC collaborated with director Sam Raimi on ascertaining how best to replicate the superhuman strengths, agility and movements of Spider-Man for the film—combining the actual abilities of Tobey Maguire with the state-of-the-art technology of computer-generated images.

Dykstra and his team labored on nearly 500 shots for *Spider-Man*. The look Dykstra achieved with his effects is gritty, in-your-face reality, not stylized or comic book-ish.

“When I joined the *Spider-Man* effort, I knew we had to have the flexibility to take the character to places that we couldn’t really go—they’re not going to let us fly down the street at 60 miles an hour and come within three feet of a balcony and dive down into traffic. I knew that we were going to have to create a virtual environment. The question then became, ‘how realistic can we make it look?’ We needed the ability to move the camera with complete impunity through the spaces above the streets of New York. The

Spider-Man character can land on a wall and stick, moving his elbows and knees into positions which humans can't achieve."

Dykstra and his team experimented with motion capture, putting real humans into situations and recording their motions.

"We had a guy swinging from ring to ring to see whether or not we could convert that into swinging from web to web, and then we had animators do essentially the same kind of poses and moves in the computer," says Dykstra.

"The motion capture was limited by the physiology of the human body, so we came to the determination that it was much easier to teach the animators about the human body than to change the human body to make it work for motion capture."

The careful integration of live-action performance with CG action was of prime importance to the filmmakers, and they are quite pleased with the results.

"I believe that when you see our CG character moving through the skyscrapers of Manhattan, you will believe it is a human being... but an amplified human being possessing the superhuman characteristics we expect of Spider-Man," notes Dykstra.

"Spider-Man and the Goblin fly so high above the city that it's impossible to shoot the live action plates at those elevations," says producer Ian Bryce. "So, we collaborated with Sony Pictures Imageworks using a technique called photogrammetry, where we created wire frame animatics of portions of New York, and they were photographed in varying degrees of detail. These photographs were then added to the animatic to create the moving background using the computer. Then we were able to add either the live action actors from green screen or the CG characters into that world."

As Peter Parker's "spider sense" kicks in, his senses become more heightened, and he is able to isolate that which is a threat in his environment. Whatever action is taking place seems reduced to slow motion, as Peter/Spider-Man is able to zoom in on elements of danger.

"A human being's field of view spans from around 50 to 90 degrees, but Peter's 'spider sense' allows him to see a much broader range—around 180 degrees, somewhat like a fish eye lens," explains John Dykstra, ASC. "It then isolates the potential threat from the rest of the visual canvas. What it ultimately does for us, the audience, is it singles out the characters who are threats by bringing them into sharp focus and moving toward them."

When Peter becomes involved in a fight with Flash Thompson in the school hallway, Dykstra and his team make the audience a part of Peter's "spider sense" experience via camera work, effects elements and film speed.

"Flash's fist will slow down in time, then in the next cut, the fist will fly in real time toward the camera lens—Peter will duck out of the way because he moves so much more rapidly than the fist, it never gets anywhere near him," says Dykstra.

Another unique concept used in the movie—the camera was free to move like a skydiver, in the same style as Spider-Man.

Says Dykstra: "The camera was free to move around in front of the character, behind the character, almost as if Spider-Man had a partner who was a cameraman traveling with him. I think it gives a lot more energy to the action. It provides personality that will be unique for this movie."

* * *

No Spider-Man movie would be complete without a supporting cast of web-spinning arachnids. One of the biggest challenges was finding the spiders. The scenes were filmed in winter, and there isn't an abundance of spiders in North America during that season. The actual spiders were needed mainly for scenes involving Peter Parker's school field trip to the Columbia University genetics lab.

Director Sam Raimi conducted a "spider audition," during which he viewed various potential species for use in the film, including the giant crab spider, native to New Zealand and Australia, which required a USDA permit to bring overseas. The filmmakers wanted a certain look for the 'super-spider,' the genetically altered spider that gets loose and bites Peter. The crew resorted to rather imaginative techniques—like putting costumes, prosthetics and a special kind of make-up on the spiders.

For one scene, a giant spider web was required, and the film's webmaking team spent 36 hours creating the web from monofilament. According to experts, a spider could have spun the same web in one hour, drawing on its incredible strength, jumping skill, and ability to crawl on any surface.

For Sam Raimi, the pleasure of bringing *Spider-Man* to the screen is beyond measure. "It has been a dream come true for me to direct *Spider-Man*, and I hope that

audiences will like the fact that the actors, the writers and the whole production team tried to stay true to the spirit of what made Spider-Man the comic book so great," says Sam Raimi.

"At the story's core is this young man who is a good person, but flawed like any of us—and he tries to do the best he can. Although it's a small story of a young boy who learns what it is to become a responsible young man, the canvas is very large. We hope that people will enjoy the action and the adventure, but that they will also be able to relate to the ordinary young man who experiences love, loss and betrayal as he finds himself in an extraordinary circumstance."

About the Cast

TOBEY MAGUIRE (Peter Parker/Spider-Man) has attained considerable industry notice with his breakout performances in several successful feature films. Maguire most recently appeared as James Leer opposite Michael Douglas in the drama *Wonder Boys*. Directed by Curtis Hanson from a screenplay adapted from Michael Chabon's best-seller by Steve Kloves. Maguire also lent his voice to the recently released hit film *Cats & Dogs*, portraying Lou, a loyal and heroic beagle puppy.

Maguire starred in the critically acclaimed *The Cider House Rules*, which received seven Academy Award® nominations and won two awards. Based on John Irving's novel and directed by Lasse Hallstrom, Maguire portrayed Homer Wells, the apprentice and surrogate son of Dr. Wilbur Larch, played by Michael Caine.

Maguire appeared opposite Jewel, Skeet Ulrich and Jeffrey Wright in Ang Lee's Civil War drama *Ride With The Devil*, his second film with the director. Maguire received accolades for his performance in Ang Lee's *The Ice Storm*, in which he appeared opposite Kevin Kline and Sigourney Weaver as Paul Hood, a philosophical, bright mid-1970s teen.

Maguire initially made his mark with a critically acclaimed performance in the Academy Award® nominated short film *Duke of Groove*. Directed by Griffin Dunne, the film also starred Kate Capshaw, Uma Thurman and Kiefer Sutherland. Maguire starred with Reese Witherspoon in the fantasy-adventure *Pleasantville* as bickering siblings who are transported into the world of a wholesome 50s era television show.

Maguire's other film credits include Woody Allen's *Deconstructing Harry*, *Fear and Loathing in Las Vegas*, based on the novel by Hunter S. Thompson, *S.F.W.*, opposite

Stephen Dorff and Reese Witherspoon and *This Boy's Life*, opposite Robert DeNiro, Ellen Barkin and Leonardo DiCaprio.

Internationally acclaimed stage and screen actor **WILLEM DAFOE (Norman Osborn/Green Goblin)** was nominated for an Academy Award®, a Golden Globe and he won the Independent Spirit Award for Best Supporting Actor for his transformational performance in *Shadow of the Vampire*, in which he portrayed Max Shreck. He was also named Best Supporting Actor by the Los Angeles Film Critics and runner-up by the New York Film Critics. Directed by Elias Merhige and written by Steven Katz, the film is based on the making of F.W. Murnau's classic horror film *Nosferatu*.

Dafoe earned a previous Academy Award® nomination for his performance as Sergeant Elias in Oliver Stone's *Platoon*. More recently, he starred in the film *Pavilion of Women*, based on the novel by Pearl S. Buck, and *Animal Factory*, directed by Steve Buscemi. His forthcoming films include *Morality Play* and *The Edges of the Lord*, starring opposite Haley Joel Osment. Dafoe recently completed work on *Once Upon a Time in Mexico* for director Robert Rodriguez.

Dafoe's numerous memorable roles also include his portrayal of Caravaggio in Anthony Minghella's Academy Award® winning drama *The English Patient*, his starring role in *The Last Temptation of Christ* for director Martin Scorsese, his turn as Bobby Peru for David Lynch in *Wild at Heart*, his performance in Wim Wender's multicultural *Far Away, So Close* and his role as a civil rights activist in Alan Parker's *Mississippi Burning*. He also starred in Troy Duffy's controversial *Boondock Saints*.

Dafoe's other films include *Existenz*, *American Psycho*, *Lulu On the Bridge*, *New Rose Hotel*, *Clear and Present Danger*, *Tom and Viv*, *Born on the Fourth of July*, *To Live and Die in L.A.*, *Triumph of the Spirit*, *White Sands* and *Body of Evidence*.

Dafoe has been a member of the groundbreaking theatre company The Wooster Group for over twenty years, and he recently starred off Broadway in the company's production of *North Atlantic*. With text by James Strahs and also starring Steve Buscemi, the provocative drama is set on an aircraft carrier during the Cold War.

KIRSTEN DUNST (Mary Jane Watson) has catapulted her way into the spotlight by capturing the most coveted roles around town. Dunst's stellar performances in Universal's comedy *Bring it On*, which opened number-one at the box office, and the

critically acclaimed *Virgin Suicides* with James Woods and Kathleen Turner, made critics and fans alike stand up and take notice of her blossoming talent. Last year she won rave reviews for her role as a troubled girl in Disney's *Crazy/Beautiful* and will be starring as Marion Davies, mistress to William Randolph Hearst played by Edward Herrman, in Lions Gate Entertainment's *The Cat's Meow* (April 2002) directed by Peter Bogdanovich, a semi-biographical murder-mystery.

Nominated for a Golden Globe for the feature film *Interview with the Vampire*, Dunst's other motion picture credits include starring roles in *Drop Dead Gorgeous* with Ellen Barkin and Kirstie Alley; *Dick* with Michelle Williams; *Little Women* with Susan Sarandon and Winona Ryder; *Jumanji* with Robin Williams; *Mother Night* with Nick Nolte; the Golden Globe-nominated Barry Levinson film *Wag The Dog* starring Dustin Hoffman and Robert De Niro; and *Small Soldiers* with the late Phil Hartman.

With a growing list of accolades befitting an actress 10 years her senior, Dunst's performance in *Vampire* earned her the Blockbuster Video Award for "Best Supporting Newcomer," an MTV award for "Best Breakthrough Artist" and the Saturn Award for "Best Young Actress." Dunst was also named by *The Hollywood Reporter* as "Best Young Star" for her portrayal of a teenage prostitute in NBC's hit series, *ER*.

Dunst got her showbiz start at the tender age of three, when she began filming television commercials. With more than 100 commercials under her belt, she made the jump to the big screen in 1989 in Woody Allen's *New York Stories*. After moving to Los Angeles with her family that same year, Dunst's film career really took off.

Dunst's career has not been limited to the big screen. In addition to a critically acclaimed recurring role on the hit television drama *ER*, she starred in Showtime's *The Outer Limits* and *Devil's Arithmetic*, produced by Dustin Hoffman and Mimi Rogers; the telefilm *Ruby Ridge: An American Tragedy*; the Wonderful World of Disney's *Tower of Terror*; and Lifetime Television's, *15 and Pregnant*.

Dunst, a Point Pleasant, NJ native, currently lives in Los Angeles.

JAMES FRANCO (Harry Osborn) received a Golden Globe Award for his performance in the title role of the TNT film *James Dean*, directed by Mark Rydell. He will next be seen starring opposite Robert DeNiro in Michael Caton-Jones' *City By The Sea*, and the Martin Scorsese-produced film "*Deuces Wild*." He is currently filming "Laughter in the Dark" directed by Gregory Mosher.

On television, Franco starred in NBC's critically acclaimed series *Freaks and Geeks*

His other film credits include *Whatever It Takes*, and *Never Been Kissed*.

CLIFF ROBERTSON (Uncle Ben) starred in over 50 films in a career that spans over 50 years. In 1969, Robertson won the Academy Award® for Best Actor for his memorable portrayal of the title character in the film *Charly*, based on the short story Flowers For Algernon. Robertson was also honored by the National Film Review Board as Best Lead Actor for *Charly*.

Robertson appeared in such classic films as *Picnic* with William Holden and again later with him in *Devil's Brigade* and *Three Days of the Condor* opposite Robert Redford. He directed and starred in *The Pilot*. His many other film credits include *Obsession* with Genevieve Bujold, *Class* with Jacqueline Bisset, Bob Fosse's final film *Star 80, Malone, Too Late the Hero* with Michael Caine and Henry Fonda, *Sunday in New York* with Jane Fonda, *The Naked and the Dead* and *The Great Northfield Minnesota Raid*, which he also co-produced. More recently, Robertson appeared in *Escape from L.A.* with Kurt Russell, *Renaissance Man* opposite Danny DeVito for director Penny Marshall.

A native of La Jolla, California, Robertson briefly worked as a journalist before beginning his acting career on Broadway. He was singled out for his promising stage work by Joshua Logan to star in his feature film debut, *Picnic*, and thereafter returned to the stage during his film career with such plays as Tennessee Williams' *Orpheus Descending* opposite Maureen Stapleton, *Wisteria Trees* with Helen Hayes and, more recently, productions of *Love Letters* in New York with Elaine Stritch. His most recent onstage appearance was in NY in his one act play "The VIPs" which gained upstanding acclaim.

Robertson's extensive film work includes his portrayal of President John F. Kennedy whom he was personally chosen by to portray him as a naval officer in the film *PT-109*, and he earned an Emmy Award for his leading role in Chrysler Theatre's *The Game*, and Emmy nominations for the U.S. Steel Hour's *The Two Worlds of Charlie Gordon* and for his TV directing and writing of *The Dark Sunrise of Griff Kincaid*. He appeared in numerous Playhouse 90 classics, including the original *Days of Wine and Roses*, *Man Without A Country*, *My Father's House* and *A Tree Grows in Brooklyn*. Robertson starred, directed and wrote the highly acclaimed motion picture *J.W. Coop*.

Robertson, who for ten years was a national TV spokesman for AT&T, (which won him the Advertising Age award for best commercial) was honored by SAG and the Congressional Record in Washington, DC for his “brave stand” against corporate corruption in Hollywood during the infamous Hollywood Gate Scandal.

Robertson is a licensed commercial power and glider pilot, and he maintains a stable of antique vintage aircraft. In 1997, he completed a National Geographic Special on the subject of soaring and glider piloting, for which he flew his own glider into the high altitude “wave” over the High Sierras. In fact, he holds the Nevada State distance record for that glider, and was flying his twin engine aircraft over the World Trade Center when the September 11th tragedy struck.

ROSEMARY HARRIS (Aunt May) received an Academy Award® nomination for her performance in 1994’s *Tom and Viv* opposite Willem Dafoe, and she was recently seen in the critically acclaimed *Sunshine* with Ralph Fiennes as the widowed matriarch Valerie. In the film, the younger incarnation of the character is played by Harris’ own daughter, actress Jennifer Ehle. Harris was seen in the supernatural thriller *The Gift* for director Sam Raimi.

Harris made her feature film debut in 1954 opposite Elizabeth Taylor, Stewart Granger and Peter Ustinov in the classic *Beau Brummell*, and she has appeared in such films as *The Boys From Brazil*, *Crossing Delancey*, director Kenneth Branagh’s *Hamlet* and *My Life So Far*.

Harris’ television work includes *The Holocaust*, in which she received a Golden Globe, *Notorious Woman—The Life of George Sand*, for which she received an Emmy, and *The Camomile Lawn*. She made her stage debut with Moss Hart’s *Climate of Eden* on Broadway. Her other theatre credits include *The Seven Year Itch* in London, and on Broadway, she starred in *The Lion in Winter* winning the Tony Award, *The Royal Family*, *Old Times*, *Lost in Yonkers*, *Pack of Lies*, “A Delicate Balance,” and Noel Coward’s “Hay Fever” and *Waiting in the Wings* opposite Lauren Bacall. Harris’ classical work at the Old Vic and the Royal National Theatre includes roles as *Cressida*, *Desdemona*, *Ophelia* and Ilyena in *Uncle Vanya*, with Laurence Olivier and Michael Redgrave.

Spider-Man marks **J.K. SIMMONS’ (J. Jonah Jameson)** third film for director Sam Raimi. The versatile actor appeared in Raimi’s *The Gift* and *For Love of the Game*.

Simmons' other feature films include *The Mexican* with Julia Roberts and Brad Pitt, *Autumn in New York* opposite Richard Gere and Winona Ryder, *The Jackal* with Gere, Bruce Willis and Sidney Poitier, *The Cider House Rules* with Tobey Maguire, *Facedown*, *Texas Rangers*, *The Ref*, *The Scout* and *Extreme Measures*.

For television, Simmons stars in the HBO original series *Oz* as scheming prisoner Vernon Schillinger. He also has a recurring role on *Law & Order*, and has appeared in guest spots on *Homicide*, *New York Undercover*, *Feds* and *Spin City*. Simmons has performed on Broadway in *Laughter on the 23rd Floor*, *Guys and Dolls*, *A Few Good Men*, *Peter Pan*, and *A Change in the Heir*.

About the Filmmakers

SAM RAIMI (Director) most recently directed the supernatural thriller *The Gift*, starring Cate Blanchett, Hilary Swank, Keanu Reeves, Greg Kinnear and Giovanni Ribisi. Raimi also directed the acclaimed suspense thriller *A Simple Plan*, which starred Bill Paxton, Billy Bob Thornton and Bridget Fonda, and which earned Thornton an Academy Award® nomination for Best Supporting Actor. He also directed the baseball homage *For Love of the Game*, starring Kevin Costner and Kelly Preston.

Known for his imaginative filmmaking style, richly drawn characters and offbeat humor, Raimi collaborated with Robert Tapert and Bruce Campbell on the cult classic *The Evil Dead*, written and directed by Raimi, produced by Tapert and starring Campbell. This horror film became an immediate cult hit at the Cannes Film Festival, and led to the equally impressive *The Evil Dead II: Dead By Dawn*, which was made under the auspices of the De Laurentiis Entertainment Group.

Raimi then proved his mastery over the mainstream fantasy thriller genre, writing and directing *Darkman*, starring Liam Neeson and Frances McDormand, which he followed up with *Army of Darkness*, a comic sword-and-sorcery fantasy starring Bruce Campbell. Raimi also served as executive producer for the Jean-Claude Van Damme starrers *Hard Target* and *Timecop*, and he co-wrote (with Joel and Ethan Coen) the feature film *The Hudsucker Proxy*, starring Paul Newman, Tim Robbins and Jennifer Jason Leigh. Raimi also directed the western *The Quick and the Dead*, starring Leonardo DiCaprio, Sharon Stone, Russell Crowe and Gene Hackman.

Raimi's extensive television work includes the hit syndicated series *Xena: Warrior Princess*, which he executive produced with Rob Tapert. The highly successful series starring Lucy Lawless ran for six seasons. Raimi and Tapert also executive produced the enormously popular six-season *Hercules: Legendary Journeys*, and Raimi served as executive producer for the CBS series *American Gothic*.

Raimi's interest in filmmaking began as a youngster in Michigan, where he directed his own Super 8 films. Later, he left Michigan State University to form Renaissance Pictures with Rob Tapert and longtime friend and actor Bruce Campbell.

LAURA ZISKIN (Producer) has established herself as one of Hollywood's leading independent producers and studio executives with a passion for discovering new talent and working with the most gifted screenwriters in the film industry.

Ziskin developed and executive produced the hit comedy *As Good As It Gets*, for which Helen Hunt and Jack Nicholson earned Academy Awards®. She also produced Gus Van Sant's black comedy *To Die For*, which earned Nicole Kidman a Golden Globe Award. Ziskin's other feature producing credits include *Hero*, directed by Stephen Frears and starring Dustin Hoffman, Andy Garcia and Geena Davis, based on a story by Ziskin and Alvin Sargent; and the comic hit *What About Bob?*, starring Bill Murray and Richard Dreyfuss, also based on a story by Ziskin and Sargent; and the critically acclaimed *The Doctor*, starring William Hurt and Christine Lahti, directed by Randa Haines. She produced the boxoffice hit comedy *Pretty Woman*, directed by Garry Marshall and starring Richard Gere and Julia Roberts. *Pretty Woman* established Julia Roberts as a star and the film earned People's Choice Awards for Best Picture, Best Comedy, Best Actor and Best Actress. Ziskin's other feature producing credits include *No Way Out*, starring Kevin Costner and Gene Hackman, and *Murphy's Romance*, in which she was partnered with Sally Field at Fogwood Films. *Murphy's Romance* earned James Garner an Academy Award® nomination.

In 1994, Ziskin was named President of Fox 2000 Pictures, a new feature film division of Twentieth Century Fox. While there, she oversaw the release of *Courage Under Fire*, *One Fine Day* and *Soul Food*, as well as Terrence Malick's *The Thin Red Line*, which earned seven Academy Award® nominations. Other films released during her tenure include *Never Been Kissed* starring Drew Barrymore; David Fincher's *Fight Club*, starring Brad Pitt and Edward Norton; *Anywhere But Here*, with Susan Sarandon and

Natalie Portman and *Anna And The King*, starring Jodie Foster and Chow Yun-Fat. Ziskin made her directing debut with a short film entitled *Oh, What A Day, 1914!* starring Embeth Davidtz and Viggo Mortensen. The film screened at the Sundance and Seattle Film Festivals in 1995.

For television, Ziskin served as executive producer with George Clooney and Pam Williams for the live presentation of *Fail Safe*, starring Hank Azaria, Don Cheadle, George Clooney, James Cromwell, Brian Dennehy, Richard Dreyfuss, Sam Elliott and Harvey Keitel. In August 2001, HBO aired the Norman Jewison-directed *Dinner With Friends*, written by Donald Margulies from his Pulitzer Prize winning play. *Dinner With Friends* stars Dennis Quaid, Andie MacDowell, Greg Kinnear and Toni Collette.

Laura most recently produced the 74th Academy Awards, which aired March 24, 2002. This year marked the debut of the Awards' new home at the Kodak Theatre at Hollywood & Highland.

After graduating from the University of Southern California's School of Cinema, Ziskin began her career as a development executive. With Jon Peters, she worked on *A Star Is Born* and was associate producer of *The Eyes of Laura Mars*. Then, in an association with Kaleidoscope Films and Ian Sander, she produced *D.O.A.* and *Everybody's All American*.

Ziskin has served on the board of Americans For A Safe Future, The City of Hope, The National Council of Jewish Women and Education First. She was honored by Senator Barbara Boxer as a "Woman Making History," by the City of Hope as Woman of the Year and she is a recipient of Premiere Magazine's 1996 Women In Hollywood award.

IAN BRYCE (Producer) won a Golden Globe Award for his work as producer on the critically acclaimed *Almost Famous*, starring Patrick Fugit, Kate Hudson, Billy Crudup and Frances McDormand. *Almost Famous* earned an Academy Award ® for Best Original Screenplay for Cameron Crowe, and Academy Award ® nominations for Kate Hudson as Best Supporting Actress and for Best Editing. Kate Hudson and Frances McDormand were each nominated for Golden Globes for Best Supporting Actress, and Cameron Crowe was nominated for his screenplay.

Bryce was honored with a Golden Globe Award and earned an Academy Award nomination for his work as producer on Steven Spielberg's World War II drama *Saving Private Ryan*, which was the top-grossing film of 1998. The film won Best Picture honors

from numerous critics organizations, including the New York, Los Angeles and Broadcast Film Critics.

Bryce produced the romantic comedy *Forces of Nature*, starring Ben Affleck and Sandra Bullock, as well as the blockbuster *Twister*, directed by Jan De Bont. His other producing credits include *Hard Rain* and *The Beverly Hillbillies*. Bryce executive produced Jan De Bont's action hit *Speed*, served as line producer/production manager on *Rising Sun* and was an associate producer/production manager on Tim Burton's smash hit *Batman Returns*.

Born in England, Bryce began his career as a production assistant on *Return of the Jedi*, and later began his association with Steven Spielberg as a second assistant director on *Indiana Jones and the Temple of Doom*. He segued into producing as an associate producer on *Ewoks: The Battle for Endor* and *Howard the Duck*. Bryce served as production manager on such films as *Tucker: The Man and His Dream*, *Willow*, *Indiana Jones and the Last Crusade*, *The Rocketeer* and *Joe Versus the Volcano*.

Ian will next be producing Antoine Fuqua's next project, starring Bruce Willis, for Revolution Studios.

DAVID KOEPP (Screenplay) was the writer-director of the films "Stir of Echoes," "The Trigger Effect" and "Suspicious." Koepp has also served as writer or co-writer on "Panic Room," "Snake Eyes," "The Lost World: Jurassic Park," "Mission: Impossible," "The Paper," "Jurassic Park," "Carlito's Way," "Death Becomes Her," "Bad Influence" and "Apartment Zero."

He was born in Wisconsin and went to film school at UCLA. He lives in New York City.

AVI ARAD (Executive Producer) is President and CEO of Marvel Studios, working with many of Hollywood's most prestigious directors, writers, producers and studio executives, supervising the transition of Marvel characters to live-action and animated feature films.

Arad executive produced the box office hit *X-Men*, based on the best-selling Marvel comic series. Directed by Bryan Singer, *X-Men* stars Hugh Jackman, Patrick Stewart, Ian McKellen and Halle Berry. Arad served as executive producer on *Blade*, and is working with New Line Cinema on a sequel to the Wesley Snipes starrer. Arad is set to

produce a live action feature slate, including *Fantastic Four* and *Silver Surfer* at Twentieth Century Fox; *Daredevil* at New Regency; and *The Incredible Hulk*, *Prime*, and *Namor* for Universal Pictures. In development are numerous projects with Paramount, Dimension, and New Line.

Arad executive produced Marvel's full slate of animated television series, including Spider-Man and X-Men, two of the highest rated kids' shows appearing on Fox Kids Network, as well as Incredible Hulk, Fantastic Four, Iron Man and Silver Surfer. Before joining Marvel, Arad's credits in animation included Conan The Adventurer, King Arthur & The Knights of Justice, Double Dragon and Bots Master. For live action television, Arad created and is executive producing the high rated Mutant X. In addition, Arad executive produced the telefilm Generation X and Nick Fury, Agent of S.H.I.E.L.D., starring David Hasselhoff.

Arad is a long established expert in youth entertainment. He is one of the world's premiere toy designers and producers of children's programming and the primary creative force responsible for bringing Marvel Comics' characters to life in toys, film and television. He has been involved in the creation and development of dozens of entertainment products, including action figurines and playsets, dolls, vehicles, electronic products, educational software and video games. Arad has also developed TV animation properties designed to combine entertainment and toys with companies such as Toy Biz, Hasbro, Mattel, Nintendo, Tiger and Sega.

When Marvel Entertainment Group acquired an interest in Toy Biz in April 1993, Arad entered into an arrangement with the New York City-based entertainment conglomerate to devote his time exclusively to Toy Biz and Marvel Studios. As a Director and principal of Toy Biz and President of Marvel Studios, Arad continues to oversee the design, development and approval of Toy Biz products from initial concepts through final packaging, advertising and merchandising strategies, and he has been instrumental in the company's expanding presence as a major force in the licensing arena, acquiring the master toy rights to brand names and properties outside the Marvel universe. As of October 1, 1998, Toy Biz acquired Marvel Entertainment and united the companies under the name Marvel Enterprises.

STAN LEE (Executive Producer/Based on the Book) is known to millions as the man whose superheroes propelled Marvel Comics to its preeminent position in the comic

book industry. His singular co-creations include *Spider-Man*, *The Incredible Hulk*, *X-Men*, *The Fantastic Four*, *Iron Man*, *Daredevil*, *Silver Surfer* and *Dr. Strange*. Lee first became publisher of Marvel Comics in 1972 and is presently the Chairman Emeritus of Marvel Media and a member of the Editorial Board of Marvel Comics. In 1977, he introduced *Spider-Man* as a syndicated newspaper strip that became the most successful of all syndicated adventure strips. *Spider-Man* now appears in more than 500 newspapers worldwide—making it the longest running of all superhero strips.

Lee has exerted more influence over the comic book industry than anyone, having created or co-created 90 percent of Marvel's recognized characters, which have been successfully licensed and marketed since 1965. More than 2 billion of his comic books have been published in 75 countries and in 25 languages. In Europe alone, Stan Lee's name appears on over 35 million comics annually.

In 1981 Lee transformed his *Spider-Man* and *Hulk* creations into Saturday morning and syndicated television cartoons. When Marvel Comics and Marvel Productions were acquired by New World Entertainment in 1986, Lee once again supervised new versions of such diverse animated series as *Spider-Man*, *X-Men* and *The Hulk*, while his horizons expanded even further, giving him the opportunity to become more deeply involved in the creation and development of live-action projects for both the big and small screen.

STEVE DITKO (Based on the Book) was born in Johnstown, Pennsylvania, on November 2, 1927. He studied at the famous Cartoonists and Illustrators School in New York City, landing his first professional break in comic books in 1953. Amongst his influences were Mort Meskin, Jerry Robinson, Burne Hogarth and Jack Kirby.

In a career lasting 45 years, Ditko has worked on titles such as *The Amazing Spider-Man*, *the Incredible Hulk*, *Doctor Strange*, *Tales of the Mysterious Traveler*, *Captain Atom*, *The Question*, *Mr. A*, *The Creeper*, *The Hawk and the Dove*, *Shade the Changing Man*, *Static*, and numerous others.

Ditko lives in New York City, and continues to be prolific in his craft.

GRANT CURTIS (Co-Producer) previously served as associate producer on Sam Raimi's supernatural thriller *The Gift*, starring Cate Blanchett, Hilary Swank, Keanu Reeves and Giovanni Ribisi. Curtis' association with Raimi began in 1997, serving as

Raimi's assistant on the critically acclaimed *A Simple Plan*, which earned Billy Bob Thornton an Academy Award® nomination. He later worked with Raimi on the baseball drama *For Love of the Game*, starring Kevin Costner and Kelly Preston.

Curtis graduated from the University of Missouri with a bachelor's degree in marketing. He received a master's degree in mass communication from Central Missouri State University, after which he relocated to Los Angeles.

DON BURGESS, ASC (Director of Photography) received an Academy Award® nomination for his work with Robert Zemeckis on the hit film *Forrest Gump*, starring Tom Hanks. Burgess most recently served as director of photography on *Cast Away*, also starring Hanks.

Burgess' numerous film credits include the feature films *What Lies Beneath*, *Contact*, *Evening Star*, *Forget Paris*, *Richie Rich*, *Blind Fury*, *Under the Boardwalk*, *Mo' Money* and *Josh and S.A.M.* Also for Zemeckis, Burgess previously shot second unit photography on the second and third films in the *Back to the Future* trilogy and for *Batman* and *Backdraft*.

For television, Burgess and Zemeckis collaborated on the Zemeckis-directed episode of HBO's *Tales from the Crypt* entitled *Yellow*, which earned Burgess an ACE Award nomination. His other television credits include *Breaking Point*, for which he earned an ACE Award, and *The Court Martial of Jackie Robinson*, for which he received an ASC Award nomination.

NEIL SPISAK (Production Designer) most recently designed Sam Raimi's supernatural thriller *The Gift*, starring Cate Blanchett, Hilary Swank, Keanu Reeves, Greg Kinnear and Giovanni Ribisi. He previously collaborated with Raimi on *For Love of the Game*, starring Kevin Costner and Kelly Preston.

Spisak designed John Woo's *Face/Off*, starring Nicolas Cage and John Travolta; as well as *Heat*, directed by Michael Mann and starring Al Pacino, Robert DeNiro and Val Kilmer. His other film credits include *Disclosure*, *My Life*, *Benny & Joon*, *Pacific Heights* and *The Trip to Bountiful*.

BOB MURAWSKI (Editor) most recently co-edited Sam Raimi's supernatural thriller *The Gift*. He began his career as an assistant editor on *Darkman* for Raimi, then

served as editor on Raimi's *Army of Darkness*, starring Bruce Campbell. Murawski edited *Hard Target* for acclaimed director John Woo. His other credits as film editor include *From Dusk 'Till Dawn 2: Texas Blood Money*, *Night of the Scarecrow* and *Uncle Sam*. He did additional editing on the dramatic television series *American Gothic*.

Murawski has cut music videos for the bands The Ramones, Motorhead and Sublime. In addition to editing, Murawski runs Grindhouse Releasing, a Hollywood-based distribution company dedicated to the restoration and preservation of motion pictures historically held in low regard.

Murawski was his high school's valedictorian, and later graduated from Michigan State University.

ARTHUR COBURN, A.C.E. (Editor) most recently co-edited Sam Raimi's supernatural thriller *The Gift*, starring Cate Blanchett, Hilary Swank, Keanu Reeves, Greg Kinnear and Giovanni Ribisi; as well as Raimi's *For the Love of the Game*, starring Kevin Costner. Coburn co-edited *The Weight of Water*, directed by Kathryn Bigelow and starring Sean Penn and Catherine McCormack; as well as Sam Raimi's *A Simple Plan*, starring Billy Bob Thornton and Bill Paxton.

Coburn's other film credits include *The Breakup*, directed by Paul Marcus and starring Bridget Fonda, Kiefer Sutherland and Tippi Hedren, *A Price Above Rubies*, directed by Boaz Yakin, starring Renee Zellweger; *Dangerous Beauty*, directed by Marshall Herskovitz; *Sunset Park*, directed by Steve Gomer; *The Mask*, starring Jim Carrey, directed by Chuck Russell; and *American Me*, starring Edward James Olmos. He also edited *Dominick and Eugene*, starring Tom Hulce and Ray Liotta; *Triumph of the Spirit*, starring Willem Dafoe and Robert Loggia; *The Ballad of Gregorio Cortez*, starring Edward James Olmos; and *Extremities*, with Farrah Fawcett.

Coburn graduated from Dartmouth College and he received a law degree from Harvard Law School.

SONY PICTURES IMAGEWORKS, INC. under the direction of some of the visual effects industry's most distinguished artists--Academy Award® winner John Dykstra, ASC, visual effects supervisor Scott Stokdyk, animation director Anthony LaMolinaro and visual effects producer Lydia Bottegoni --created the visual effects and digital character animation to bring Spider-Man to the screen. Dykstra previously worked with Imageworks

and Stokdyk on the Academy Award®-nominated Columbia Pictures hit *Stuart Little*. Sony Pictures Imageworks, a key component of Sony Pictures Digital Entertainment, is an award-winning state of the art visual effects and animation company dedicated to the art and artistry of digital production.

The company has lent its groundbreaking talent and technology to such films as *Harry Potter and the Sorcerer's Stone*, *Cast Away*, *What Lies Beneath*, *Charlie's Angels*, *Hollow Man*, *Stuart Little*, *Starship Troopers* and *Contact*. Imageworks is currently in production on *Stuart Little 2*, *Charlie's Angels 2* and *Men in Black 2*.

Imageworks continues to redefine the role of digital visual effects in feature films. From the creation of photo-real, three-dimensional performance-based characters to celestial journeys across the universe. Imageworks artists bring filmmakers' visions to the screen. More and more, Imageworks is working with filmmakers earlier in the development cycle of feature film projects to explore the outer boundaries of possibility and invent new and novel situations and techniques.

Imageworks has grown exponentially during the last five years in terms of physical size, artistic talent and digital infrastructure. With the arrival of Academy Award winning visual effects supervisor Ken Ralston in late 1995 as its president and Tim Sarnoff in 1997 as its executive vice president and general manager, the company now has over 500 artists, engineers, technicians and support staff housed in a 120,000 square foot facility designed by and for the next generation of digital production.

Part of this expansion at Imageworks included the creation of the Digital Character Group, supervised by Barry Weiss (*Cats Don't Dance*, *Pagemaster*), senior vice president of animation production, and animation director Eric Armstrong (*Jurassic Park*, *Casper*). The group now numbers 85, and their work on such films as *Stuart Little* and *Hollow Man*, both nominated for Academy Awards for best visual effects, and the recent international phenomenon *Harry Potter and the Sorcerer's Stone*, is recognized around the world.

Imageworks is part of Sony Pictures Digital Entertainment (SPDE), an operating unit of Sony Pictures Entertainment (SPE), which oversees the activities of SPE's digital production and online assets including Sony Pictures Imageworks, Sony Online

Entertainment, the Digital Networks Division which includes SoapCity and Screenblast, and SPIN, which represents the studio's online promotional presence.

JOHN DYKSTRA, ASC (Visual Effects Designed By) won a Visual Effects Academy Award® for his work on *Star Wars*, as well as an Academy Technical Achievement Award for Industrial Light & Magic. Dykstra was instrumental in the founding of the now world-renowned Industrial Light and Magic with Gary Kurtz and George Lucas. Dykstra arranged the creative team to design and build the *Star Wars* miniatures and camera systems.

More recently, Dykstra earned an Academy Award® nomination for his work on Columbia Pictures' hit film *Stuart Little*, for which he also served as second unit director. He was also honored with an Academy Award® nomination for Best Visual Effects for *Star Trek: The Motion Picture*.

Dykstra came to the entertainment industry with a background in industrial design and still photography. Early on, he worked building models and doing effects photography, as well as designing, building and operating a computer-controlled camera system for the National Science Foundation at the University of California, Berkeley. This sophisticated camera would later be acknowledged as the foundation of motion-control technology.

Dykstra produced and served as visual effects supervisor for the television series *Battlestar Galactica*, working with his key creative team from *Star Wars* in their newly formed company, Apogee. Using Apple's first personal computers as the basis for its motion-imaging systems, Apogee garnered an Emmy for its *Battlestar Galactica* work. It was during his time at Apogee that Dykstra and his effects team worked on *Star Trek: The Motion Picture*, as well as contributing to visual effects for other feature films, as well as theme parks and video games. Dykstra also did commercials, and, under his guidance, Apogee developed benchmark motion-control and blue-screen technologies.

Dykstra served as visual effects supervisor on *Batman Forever* and *Batman & Robin*. He joined Sony Pictures Imageworks, Inc. in March 1998.

JAMES ACHESON (Costume Designer) is a three-time Academy Award® winner for his costume designs. Acheson earned his first Academy Award® in 1988 for his work on Bernardo Bertolucci's *The Last Emperor*, starring Peter O'Toole, John Lone

and Joan Chen, and followed up with a second Academy win in 1989 for *Dangerous Liaisons*, starring Glenn Close, John Malkovich, Michelle Pfeiffer, Keanu Reeves and Uma Thurman, directed by Stephen Frears. Acheson was honored with his third Academy Award ® in 1996 for his designs for the Michael Hoffman-directed *Restoration*, starring Robert Downey, Jr., Meg Ryan, Ian McKellen and Sam Neill.

Acheson's numerous other film credits include *Man in the Iron Mask*, *Mary Shelley's Frankenstein*, *Wuthering Heights*, *The Sheltering Sky*, *Highlander*; and Bernardo Bertolucci's *Little Buddha*, for which he served as costume designer and production designer. Acheson has collaborated with several members of the Monty Python comedy troupe, starting in 1979 when he designed the costumes for Terry Gilliam's *Time Bandits*, starring John Cleese, Sean Connery, Shelley Duvall and Michael Palin. He then designed costumes for Gilliam's *Monty Python's The Meaning of Life* as well as Gilliam's *Brazil*.

For television, Acheson served as costume designer for TNT's recent King Arthur-era miniseries *The Mists of Avalon*, starring Anjelica Huston, Julianna Margulies, Joan Allen and Caroline Goodall.

DANNY ELFMAN (Composer) is one of the film world's most versatile and successful contemporary composers. *Spider-Man* reunites Elfman with director Sam Raimi, with whom he collaborated on *Darkman*, *Army of Darkness* and *A Simple Plan*. He has also had a prolific collaboration with director Tim Burton, most recently for the Burton-directed *Planet of the Apes*, starring Mark Wahlberg. Also for Burton, Elfman scored *Pee Wee's Big Adventure*,

Beetlejuice, *Batman* (which won Elfman a Grammy Award for Best Instrumental and a nomination for Best Score), *Edward Scissorhands*, *Batman Returns*, *Mars Attacks!* and *The Legend of Sleepy Hollow*. Elfman also scored the Tim Burton-produced *The Nightmare Before Christmas*, receiving a Grammy nomination for Best Score.

Elfman earned Academy Award ® nominations for his work on "*Good Will Hunting* and *Men in Black*. His other feature credits include *Proof of Life*, *The Family Man*, *Anywhere But Here*, *A Civil Action*, *A Simple Plan*, *Dolores Claiborne*, and the Grammy-nominated *Dick Tracy*, *Darkman*, *Sommersby*, *Dead Presidents*, *Black Beauty*, *To Die For*, *Mission Impossible* and *The Frighteners*.

Elfman was a founding member of Oingo Boingo, playing energetic, eclectic and individualist rock and roll for more than a decade.

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