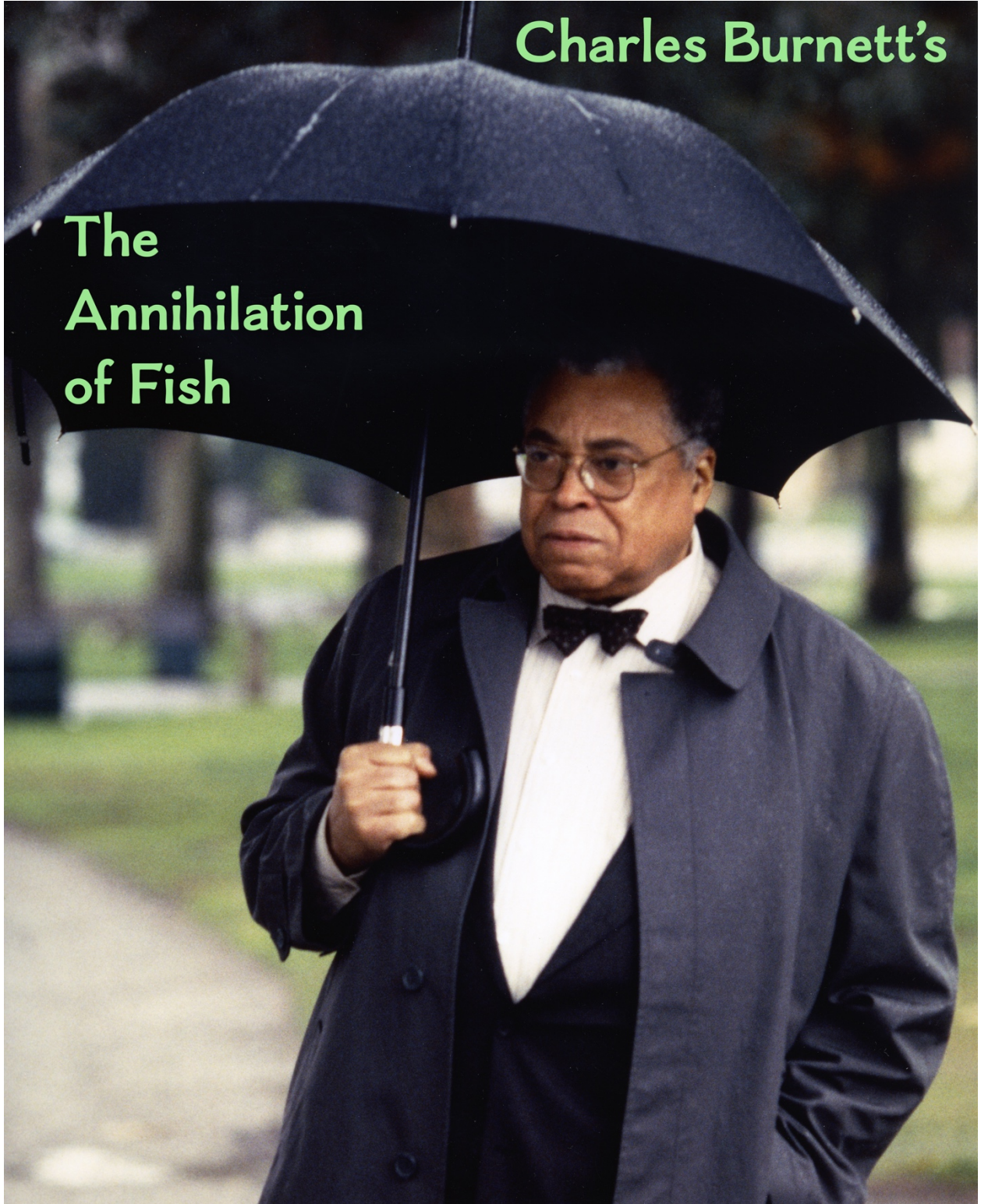


Charles Burnett's

The
Annihilation
of Fish



Restored by UCLA Film & Television Archive and The Film Foundation in collaboration with Milestone Films. Funding provided by the Hobson/Lucas Family Foundation.

Restored from the 35mm original picture negative and 35mm optical track negative. Laboratory services by Roundabout Entertainment, Inc., FotoKem, Audio Mechanics, Simon Daniel Sound. Special thanks to Charles Burnett, John Demps, Dennis Doros, Amy Heller. UCLA Restorationist: Jillian Borders.

Cast

James Earl Jones.....	Obediah Fish
Lynn Redgrave	Poinsettia (Flower Cummings)
Margot Kidder.....	Mrs. Muldroone
Tommy Redmond Hicks	New York City Minister
David Kogen.....	Social Worker
Arlene Albertson.....	Woman at Bus Station
Dale Franzen	Opera Performer 1
Gary Bachlund	Opera Performer 2
Ron Hoiseck	Reno Minister
Sarah Benoit.....	Reno Minister's Wife
Victoria Prismantas.....	Young Hippie Woman
Phillip Kako	Hippie Preacher
Shannon Wilcox.....	Hippie Preacher's Wife
Hoyt Richards	Man in Bar
Anthony Guidera.....	Gun Seller
Linden Chiles	Doctor
Paul Heller	Milkman
Ismael Gallegos	Mariachi Player
Lorenzo Hernández.....	Mariachi Player
Effrain Andrade	Mariachi Player
Samuel Sánchez-Guzmán.....	Mariachi Player
Juan Macías.....	Mariachi Player
Raúl Macedo.....	Mariachi Player
Bill Forget.....	Tango Dancer
Ruth Dube.....	Tango Dancer
Juan Lopez	Tango Dancer
Maritza Bodine.....	Tango Dancer
Arturo Calderón	Tango Dancer
Zita Gonzales.....	Tango Instructor
Marcos Questas.....	Tango Instructor
Andy Garza.....	Wedding Groom

Crew

Director Charles Burnett
Co-Screenplay and Story Anthony C. Winkler
Line Producer..... Arlene Albertson
Executive Producer..... Kris Dodge
Producers Paul M. Heller, William Lawrence Fabrizio, John Remark,
Eric Mitchell
Assistant Producer..... Trevor Pressman
Composer..... Laura Karpman
Director of Photography..... John L. Demps Jr.
Camera Operator Rick Robinson
Editor..... Nancy Richardson, A.C.E.
Production Designer Nina Ruscio
Set Decorator..... Matt Callahan
Costume Designer Christine Peters
Makeup Department Head..... Steve Ratliff
First Assistant Director Kris Krengel
Second Assistant Director Woody Schultz
Second Assistant Director Jody Spilkoman
Assistant Art Director Beat Frutiger
Property Master Mark Wallace (King Orba)
Art Department Coordinator..... Anya Rudnick
Assistant Sound Editor Erik Aadahl
Supervising Sound Editor..... Patrick Bietz
Sound..... Veda Campbell
Re-recording Mixer Pete Elia
Adr Mixer Stephen Fitzmaurice
Sound Effects Editor..... Bruce Tanis
Stunts..... Karen Dean
Stunt Coordinator Bufort McClerkins
Main Title Design Kathy Peasley

Filmed in Panavision, Produced on Kodak Film. Processing by Consolidated Film Industries.

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“I Do Adore Her”

Words and Music by Irving Burgie

Cherry Lane Music Publishing Company, Inc./Lord Burgess Music Co./Dream Works Songs

Performed by Lord Burgess

“Jamaica Farewell”

Words and Music by Irving Burgie

Cherry Lane Music Publishing Company, Inc./Lord Burgess Music Co./Dream Works Songs

Performed by Lord Burgess

“Day-O”

Words and Music by Irving Burgie

Cherry Lane Music Publishing Company, Inc./Lord Burgess Music Co./Dream Works Songs

Performed by Lord Burgess

“Land of the Sea and Sun”
Words and Music by Irving Burgie
Cherry Lane Music Publishing Company, Inc./Lord Burgess Music Co./Dream Works Songs
Performed by Lord Burgess

“Wish You Were Here”
Words and Music by Irving Burgie
Cherry Lane Music Publishing Company, Inc./Lord Burgess Music Co./Dream Works Songs
Performed by Lord Burgess

“Dovunque al Mondo lo Yankee”
“Amore o Grillo”
“Un Bel Di”
“Death of Butterfly”
by Giacomo Puccini
Courtesy of Laserlight Records

“The Voice of the Devil”
Ernie Banks
M.B. Gordy
Willie Murillo

“Crazy In Love”
Music by Laura Karpman
Lyrics by Shannon Halwes
Sung by Rick Riso

“What Happened to the Time”
Music by Laura Karpman Lyrics by Shannon Halwes Sung by Rick Riso

“I’ve Got Great News for You”
Music by Laura Karpman
Lyrics by Shannon Halwes
Sung by Rick Riso

“Puccini Renounced”
Music by Laura Karpman, M.B. ‘Gordy, Linda Martinez Performed by Dale Franzen and Holly Light

Special Thanks

Ronald Cook, Convent Avenue Baptist Church
Deacon William Crowder, Traveler’s Rest Baptist Church
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The Gleaner Company Limited
The Catalyst Group
The Directors Guild of America
The Screen Actors Guild

Synopsis

The Annihilation of Fish is the uniquely funny and touching story of an eccentric pair of aging and delusional visionaries who fight together to overcome loneliness and to rediscover a sense of purpose in their later years. Their humorous and heartfelt struggle binds them and reveals a deeper understanding beneath their troubled veneers.

Obediah Fish is an aging Jamaican who — having no wife, children, or job — develops the fantasy that his meaning in life at the end of his days is to wrestle the devil and keep him at bay. For stubbornly (maybe heroically) wrestling an invisible opponent in public, he languishes for ten years in an institution. Eventually, he is de-institutionalized and moves into Mrs. Muldroone's building, where he meets Poinsettia, who is herself recovering from a fantasy romance with the dead composer Puccini. As neighbors, Fish and Poinsettia soon fall in love under the benign gaze of Mrs. Muldroone, who, still quietly grieving the loss of her husband, perversely waters the weed she thinks responsible for his heart attack.

After Fish persuades the reluctant Poinsettia to referee his wrestling matches, the demon inexplicably disappears. Realizing that his love affair has alienated the demon, Fish distances himself romantically from Poinsettia. Infuriated, Poinsettia shoots the demon with a .22, the only weapon that Fish had told her could kill him. Robbed of his use in life — annihilated — Fish begins to die.

In a climactic ending, Poinsettia costumes herself as Madame Butterfly, from the Puccini opera, and attempts a dramatic, atoning suicide before dying Fish, who rises from his sickbed to stop her. Poinsettia learns that one should never kill another person's dream; Fish, that love is also a profound meaning; Mrs. Muldroone, to come to terms with her own grief. The couple marry and live happily ever after.



THE ANNIHILATION OF FISH restoration (written by Jillian Borders)

Given UCLA's long relationship with Charles Burnett, the UCLA Film & Television Archive was eager to partner on this project with Milestone Film & Video. UCLA had 35mm prints on deposit from Charles, but all pre-print material for THE ANNIHILATION OF FISH was deposited by Milestone in 2021. These elements included 35mm A/B rolls of the original camera negative, a 35mm interpositive, a 35mm internegative, a 35mm original track negative and trailer material. After full inspections, the original negative was determined to be the optimal source for scanning. The original negative A/B rolls were scanned in 4K resolution at Roundabout Entertainment, Inc., and the files were conformed to match the interpositive. They could not be matched to the 35mm print on deposit at UCLA, as it turned out to be an earlier iteration of the film with deleted shots still intact. Digital restoration was done to remove dirt and damage. The image was color corrected by colorist Gregg Garvin under supervision of Charles Burnett with input from cinematographer John Demps. After the restoration was finalized, the 4K digital files were output back onto 35mm polyester color negative.

Despite contacting many persons involved in the production and former distribution of the film, no complete tape or magnetic elements were found for the soundtrack. Fortunately, the original track negative was in excellent condition, and was used as the source for the sound restoration. The stereo optical track was transferred and restored by John Polito at Audio Mechanics, creating 4.0 Composite files. A new optical track negative was struck to be used for creating new prints, and an ½" audio tape was made as a physical back-up.

After years of being unavailable to the public, the newly restored THE ANNIHILATION OF FISH now exists as both DCPs and new composite prints, as well as on home video formats.

The Production of The Annihilation of Fish

In retrospect, *The Annihilation of Fish* was a film doomed for failure from the very beginning. For years, it was a movie that few were interested in producing, few wanted to finance, and in the end, no one wanted to distribute.

The difficulties began at the start, with the producers' ambitious casting plans and the realities of an indie film budget. To get an A-list cast with stars willing to accept Screen Actors Guild scale plus 10%, producers have to work around the actors' schedules. Performers take work on big-budget films in order to be able to work for smaller fees on indie films. Adding to the scheduling challenge, are the delays that normally happen on big-budget productions. And then coordinate the schedules of three such stars into a six-week window. It's a very, very difficult task. In addition, there were actors' agents who refused to work with certain producers or other agents.

At the same time, the money people wanted written assurances that this “small” film would have a big-name cast before they would a contract and provide financing. And there were actors’ agents who wouldn’t sign on until there was proof that the film was fully funded. In truth, *The Annihilation of Fish*, like most indie films, was beset with (Joseph Heller’s) Catch-22 upon Catch 22, predicating on other Catch-22s coming through.

In Charles Burnett’s interview with Michael T. Martin, “Consummate Cineaste,” published in *From Street to Screen*), Burnett talked about the attempts by his producer.

Yes. It took him over ten years to get the financing to make that film. Here’s a guy who was a very successful producer and got an Academy Award for My Left Foot and things like that. He couldn’t get the movie made until finally he was on a board of this company, and one of the board members is a very wealthy man, and his wife wanted to get involved in movie making. He wrote him a check that said yes, we’ll do that movie as a producer.

Ironically, the man to solve all these Catch-22s was another Heller, Paul Heller, who was the champion of the film. He took Charles Burnett and Anthony Winkler’s vision and found the way to make it happen. His wife, lawyer Kathy Heller, was equally invaluable for her legal expertise, excellent correspondence, and administrative skills.

It was in 1988 that Anthony C. Winkler, a white Jamaican author, first registered for copyright *The Annihilation of Fish* as an unpublished dramatic work. However, the story itself began than a decade before. As Winkler wrote in his autobiography, *Trust the Darkness*, the year was 1975.

After I quit my job as a book man, I was suddenly faced with the miracle of free time during which I could write whatever I wished and at my own pace. I wrote the short story, “The Annihilation of Fish,” mailed it out to some magazines and watch it carom back with rejection slips attached.

Producer Paul Heller was working with Winkler on filming the author’s novel *The Lunatic* and urged him to write another screenplay since it would be easier to produce now that one of his novels was already in production. On June 18, 1990, Winkler registered a copyright for a screenplay and sent it to Heller. But the producer initially rejected, saying that he couldn’t see how the script could be made into a film. Winkler, challenged, devoted every working hour those next two weeks and sent him a revised draft. Heller wrote him back immediately, admitted that he was wrong and that he was now anxious to get started.

During the next year, Winkler was busy on a Disney script that would become *Cool Runnings*. (His version was rejected as not “pushing all the buttons.”) In his autobiography, Winkler wrote that the original director that Heller chose for *The Annihilation of Fish* was Gene Wilder. But the day Winkler was taking the train up to visit Wilder in Connecticut, Heller was rushed to the hospital where they discovered a perforation of his colon complicated with peritonitis. The producer almost died and spent the next eight weeks recuperating. Winkler doesn’t know what happened, but Wilder’s participation was never mentioned again.

In January 1995, Winkler signed the rights for his screenplay to Paul Heller Productions and copyrighted a new version of the script in 1996. On September 22, 1997, Intrepid Productions applied for insurance to cover a film that was to feature Burnett's lead actor in *To Sleep with Anger*, Danny Glover as Fish, and Anne Bancroft as Flower Cummings (Poinsettia). It stated that the role of Mrs. Muldroone had not been cast yet. They were applying for insurance for the film that would be budgeted at five million dollars.

The film was shopped to a number of producers that year. From the moment Heller started seeking money, he knew it was going to have to be a tight budget. They had tentatively signed with a music company in 1995, but when they came back in 1997 and proposed \$106,000 for the music score — a post-it note on the fax is hand-written to line producer Arlene Albertson — “Arlene, the price is outrageous!”

In February 1995, Film Finance Group at Daiwa Bank promised to take the film to Bill Stevens of Channel 4 Films.

In March 1995, Tony Safford of Miramax (the distributor of *The Glass Shield*) wrote an interesting agreement, stating that they looked forward to considering the film after it was completed. At the same time, if Heller signed the agreement, it would give Miramax “the first negotiation and last refusal to make such a deal.”

That same month in 1995, a deal was made between Paul Heller Productions and Keystone Entertainment. But two years later, their rights were transferred to Epicenter Filmed Entertainment. It was a fitful relationship at times, but Eric Mitchell of Epicenter came on board as one of the film's final producers.

The casting of Mrs. Muldroone leads to many fun considerations of “what if?” An undated paper that must have been typed in 1995 listed nine actresses the producers should consider for the part: Jean Stapleton, Joan Plowright, Dyan Cannon, Marianne Sagebrecht, Kathy Bates, Dianne Wiest, Olympia Dukakis, Cloris Leachman, and Lynn Redgrave. Burnett wanted Plowright, but Channel 4 (who must have shown some interest) preferred Sagebrecht.

On October 19, 1995, Heller wrote to Kris Dodge of American Sterling Productions (who was now in the picture to finance a significant portion of the budget) that Channel 4 had finally decided to pass on the film because they needed more “UK product.” Heller then tried Goldwyn, BBC, and SKY, without success. In that fax, he mentioned that Anne Bancroft has taken a job that removes her from working with Jones on the dates that he was available.

Despite Channel 4 backing out, a letter went out on October 31 to gauge Marianne Sagebrecht's interest in the role of Mrs. Muldroone. In that letter, she was told that Sidney Poitier was in final negotiations for the role of Fish, and they were still looking to cast Poinsettia. Sagebrecht responded that she found the script exciting and liked it very much. She would be “happy and grateful to portray this character of Mrs. Muldroone.” Unfortunately, there is evidence that she

remained interested in playing the role, but the years to come of delays may have made it impossible.

In November 1995, a casting disaster occurred. Heller was dismayed that after two years of discussions with Poitier's agent telling him that Sidney is interested and loves the script (and promising backers that the Oscar-winning actor is onboard), he discovered through Poitier's neighbor (Shirley MacLaine's agent Mort Viner) that the great actor had not even read the script. Nor had his agent, Marty Baum. Heller wrote: "I am mortified at having been taken in by Marty Baum. I had counted him as an honorable friend for many years and it never occurred to me that he would pull a charade like this." But as happens in Hollywood, but the next month, Heller was writing that they had a great meeting with Sidney Poitier's agent, Marty Baum.

With Poitier back on board, Mort Viner told them that MacLaine was very interested.

In February 1996, Heller wrote that Poitier was cast in the role of Fish with Shirley MacLaine as Poinsettia, and Sagebrecht as Mrs. Mulroone. In March 1996, Heller is considering Danny Glover, while waiting on Morgan Freeman. Shirley MacLaine falls out of consideration and Anne Bancroft is back in.

In April 1996, Heller was discussing once again discussing casting with Bill Stephens (a big supporter of the project) at Channel 4. Danny Glover loved the piece and would be available in July. Heller would love to work this out, because "nothing would give me greater pleasure to tell Marty Baum that we are no longer interested" in Sidney Poitier.

To cut costs, Heller looked to shoot in Wilmington, NC, and Philadelphia. It's hard to believe that these would have been Burnett's preference.

The story of Poitier's possible participation in the film remains a mystery. Two years later, in an October 22, 1998, letter to Miramax, Heller wrote, "I understand that you received the script when Martin Baum was involved as representing Sidney Poitier. There is a story to be told about that, which confirms everything we know about agents, but that is for another time." There is another fax, when asked if Poitier was still in the film, the producer responds, "Don't ask!"

In August 1997 that the first contract was written up for Charles Burnett to direct the film, but it was not signed until two years later — perhaps delayed because the parties were waiting for the funding of the film to come through so that the director would be paid on signature. Or maybe, since it was Burnett's project, there was no rush to sign him. In September, they worked on choosing a cameraman. Heller wanted Emmanuel Lubezki, but the cinematographer was too busy. Burnett wanted Fred Elmes, even though there was concern by the producers that he might work too slow for such a limited budget. That same month, a contract was sent to Anne Bancroft for the role of Poinsettia.

Heller's fax to Stephens in September 16 suggests the cast is now going to be Anne Bancroft and James Earl Jones — but whether William Morris pulled Danny Glover from the film, or Glover got too busy is unclear. In Winkler's autobiography, he wrote that he always thought Jones was the best choice for Fish.

On October 6, 1998, the casting of Mrs. Muldroone pops up again. Letters went out to Bette Midler and Debbie Reynolds's agents asking the actresses to consider the role. Another typed, undated casting list suggestions even more actresses to consider, including Elizabeth Taylor, Lauren Bacall, Judy Davis, Emma Thompson, Kathleen Turner, Kim Basinger, Cher, Mary Tyler Moore, Lily Tomlin, Carol Burnett, Faye Dunaway, and yes, Meryl Streep.

On October 12, 1998, Paul Heller was in London looking for financing. He visited several producers, including Chris Blackwell (Island Records/Palm Pictures), and Steven Jenkins (BBC) among others. On October 19, 1998, Heller wrote to Kris Dodge, reporting the bad news that "Channel 4 passed on it, after all their protestations of wanting to do it. They said they needed more UK product, but who knows what the politics are."

On November 11, 1998, *Baseline* reported that the motion picture *The Annihilation of Fish* was in development with Charles Burnett as director and starring Anne Bancroft and James Earl Jones. They reported that Danny Glover (Burnett's star in *To Sleep with Anger*) was previously attached to the film.

In Winkler's memoirs, he wrote that Anne Bancroft had issues with the ending of the script, and had concerns that Mrs. Muldroone had all the best lines.

"Why do you give her all the funny lines?" she carped.

"Who should I give them to?" I asked naively.

"Give them to me! Give them to me!" she cried.

Although Bancroft didn't win on getting more comedic lines, Winkler kept the ending he changed for her, even after she had left the production.

Several months earlier, on August 10, 1998, of that year, Winkler had written to Heller, "By the way, if we keep Fish black, my first choice is still James Earl Jones. He's perfect for the part."

Heller was worried that James Earl Jones, as a major star in a small production, would go "off-script." There is a charming email from editor Eric Albertson to Heller to reassure him:

"JEJ can't be any worse than Billy D. Williams whom I edited in the mini-series 'Chiefs.' Also I edited another forgetter, John Savage in 'Nairobi Affair.' And then there was John Cassavetes in 'Mickey and Nicky,' who improvised every line. Thank god for Peter Falk who constantly brought it back to the script by saying, 'I see, what you really mean is....' It takes a director who can roll with those punches without getting rattled. The rest is in the editing."

In return, Jones had concerns on how to wrestle with the devil. In a letter dated January 22, 1999, Winkler wrote to Jones:

Dear James,

Paul tells me that you want a physical description of the devil to help you play the role of Fish. To be perfectly honest, I haven't the foggiest idea what the devil looks like. The screenplay you read was originally an unpublished short story that I wrote in 1975, and re-reading it still gives me no clue since it, too, contains no physical description of the devil.

But since you want me to tell you what I think the devil looks like, I'll take a stab at it: he looks like your shadow. See him with a corporeal shape identical to yours, except that his physical form is defined by shades of darkness instead of by flesh and bone. To put aside theory and give you a practical suggestion, I would urge that you see the devil as the embodiment of the dark side of Darth Vader.

In Star Wars, your character talked a lot about the dark side but never actually confronted it as a solid presence. Here is your opportunity to add corporeality to the dark force that corrupted Darth Vader. When you wrestle the devil, you wrestle every limiting circumstance of this world that works to belittle a proud and stubborn man like Fish, who persists in believing that in spite of a marginal life lived in the shadows, he is still a being of value and worth.

I hope this helps and doesn't strike you as a bunch of literary crap, but it is the best that I can do. It's just that I believe that everyman has a devil within him with whom he must occasionally wrestle whether decorously by muttering asides in a closed room, or spectacularly by grappling with an unseen presence in a subway, If I wrestled the devil, then he would look like me. When you wrestle the devil, he must look like you.

You're (sic) sincerely,
Tony

Paul Heller added in a cover fax to letter to Jones, "I like this! Hope it works for you!"

On January 8, 1999, Heller wrote to Lynn Redgrave's agent, asking the actress to consider the part of Poinsettia. She agreed and both Jones and Redgrave were contracted as names "above the title." (When Margot Kidder was signed just before the production started, Jones and Redgrave graciously allowed her name to be added as well.)

The original budget in January 1999 was \$1.8 million but right before production started it was settled on just over \$2.5 million.

Development	\$1,500
Story & Other Rights	\$86,875
Producers Unit	\$140,000
Directors Unit	\$115,000
Talent	\$111,115
A-T-L Travel/Living	\$57,100

TOTAL ABOVE-THE-LINE	\$511,590
Production Staff	\$177,650
Art Direction	\$37,099
Set Construction	\$100,401
Set Decoration	\$76,875
Property Department	\$38,958
Camera Operations	\$120,681
Electric Operations	\$97,646
Grip Operations	\$61,071
Production Sound	\$27,058
Mechanical Effects	\$5,072
Set Operations	\$2,269
Wardrobe Department	\$41,164
Makeup & Hair Department	\$29,192
Location Department	\$127,767
Transportation Department	\$83,822
Studio Facilities	\$98,060
Atmosphere	\$32,883
Production Film & Lab	\$132,128
Tests	\$2,500
Stock Shots	\$2,500
TOTAL PRODUCTION	1,294,796
Editing	\$132,176
Post-Production Film/lab	\$57,225
Post-Production Sound	\$85,000
Music	\$62,500
Titles	\$7,500
Opticals	\$15,500
Post Production Travel & living	\$2,500
TOTAL POST PRODUCTION	\$362,401
Legal Costs	\$25,000
Publicity	\$29,500
General Expenses	\$47,875
Miscellaneous	\$12,750
TOTAL OTHER	\$115,215
Contingency: 10.00%	\$203,400
Completion Bond: 3.00%	\$68,520
Insurance: 1.70%	\$38,828
TOTAL ABOVE-THE-LINE	\$511,590
TOTAL BELOW-THE-LINE	\$2,083,161

TOTAL ABOVE & BELOW-THE-LINE	\$2,594,751
GRAND TOTAL	\$2,594,750

It was a relatively sufficient budget for an independent film at that time. Larry and Christina (Kris) Dodge of American Sterling Productions decided to finance Paul Heller’s film. Larry



Dodge was the president of American Sterling Bank and had the financing, while his wife Christina Dodge proved to be a very capable producer. On January 28, 1999, Gold Fish Productions was established in the state of Delaware as a limited liability company created by American Sterling and Paul Heller Productions (also known as Intrepid Productions which he founded in 1982).

Eleven years after Winkler wrote his first script, and with the financing *finally* settled thanks to American Sterling Productions’ wire of \$1.8m sent to Gold Fish Productions on February 1, Heller was ready to get his production team signed and ready to go. Charles Burnett’s contract was signed that day, February 1, for \$125,000 for eighteen weeks. On February 11, Nancy Richardson was sent a contract to edit the film — 13 weeks for a guarantee of \$2,250 a day, \$13,000 minimum during that time span. The next day, John Ndiaga Demps was sent a contract hiring him as Director of Photography for \$3,500 a day, minimum of \$9,500 for the three weeks. James Earl Jones signed his contract on February 22, Lynn Redgrave on March 8, and Margot Kidder on March 16.

Anthony Winkler’s shooting draft was delivered to Intrepid on February 15, 1999. Over the next six weeks, Winkler worked on revisions totaling eleven in all. (All the script revisions are in the Milestone archive.) Script analysts were hired to go look for possible legal infractions for location names. For example, they suggested that Sam’s Bar should be changed to Sam’s Sunset Bar and Grill, but The First Baptist Church of Harlem was okay. Heller contacted the Jamaican paper *The Gleaner* for the right to show their newspaper on screen (the paper granted the right for no fee), while Simon & Schuster agreed on the right to use the book cover of *Gone with the Wind* for \$250.

The first day of shooting was March 9, 1999, with James Earl Jones and Margot Kidder on the set. The next day, Lynn Redgrave joined them. The location used for the boarding house was at 998 West Kensington Road in Los Angeles. They used the Decanso Gardens in La Cañada Flintridge for the film’s “Opera” scene. Uncle Jer’s woman’s clothing shop at 4459 Sunset Boulevard was the setting for the film’s New Age Wedding Chapel, and Crestmont Arms at 1525 Griffith Park Blvd was the “Institution.”

Bizarre things can happen on an indie set. The production files contain a letter to the Screen Actors Guild refuting the claim by actor Gary Wood that he was never paid. Wood was hired for

one day's work for April 3 — which in the trade is called a “day player.” His newly hired agent had agreed to his employment as the gun seller in the film. It seems that Wood showed up on set at 7:00 am, refused to sign the contract, and demanded from producer John Remark that he be paid for two days work (even though he was hired for one day) and that he would receive a “single frame credit at the front of the film” for his role. His previous agent supposedly had told him that the producers had agreed. (They had not.) The latter was an especially outlandish demand for a bit player and these discussions threatened to take up much of the day — as Wood must have known. The set was already lit, and everybody was waiting. Even though the producers caved in and agreed to pay him for two days, there was no way Wood would get a star-treatment credit. This discussion took more two hours before Wood left the set at 9:15 am. Luckily for the film, they were able to contact another actor, Anthony Guidera, who came to the set immediately and took the role. The producers wrote to the Guild that since Wood refused to sign the contract, it was reasonable not to pay him.



On March 19, Paul Heller wrote to Kris Dodge, *“We are fighting to meet our schedule every day, and although we are still a few hours behind, it is not a real worry. Charles Burnett knows how to work faster if he has to, and he is inspiring everyone to make the film look as if we had spent much more time and money on it.”*

As you have seen, the performances are amazing. Lynn has created a Poinsettia that transcends any expectation that any of us may have had. It has got to be an award nomination for next year. James is equally as good, although his character is not as flamboyant, and Margot is marvelous. We have something very special going on.”

On March 27, Heller reported to Dodge that the budget was “still holding” but asked her to *“cross your fingers and say whatever prayers you know to the weather gods. We have almost no ‘cover sets’ for our location days and we must have really good days for Mrs. Muldroone’s and for the Opera in the Park.”*

In San Francisco, city licenses were cleared for shooting at the Palace of Fine Art, Buena Vista Park, and Haight and Central for April 8 and 9. Since her name and face were too well known, Lynn Redgrave was given directions that on arrival that evening of April 8, at the San Francisco airport, the Location Manager would be holding up a sign saying “Poinsettia” for her. Scenes 24 and 31 were shot on the April 9. Burnett and Redgrave left at 4:00 pm and a small crew remained to shoot the “hippy wedding” and scene 20A (night establishing shot of Poinsettia’s apartment). The budget for the two days was \$8,815.

On April 19, Heller wrote to Dodge, “We’re still ‘afloat,’ although the contingency department is looking rather shallow. The final bills are coming in and we’ll have a very accurate picture within the week. All in all, it’s been a major achievement.”

The camera negative was sent to Consolidated Film to begin negative cutting on May 21. In early June, James Earl Jones came in for his ADR session – usually this is done for relooping dialogue that might not have been recorded well, or for changed dialogue. Lynn Redgrave came in three weeks later to do her ADR. Three days later, on June 30, all the tracks were sent to Brasher Sound in Los Angeles for the sound mix.

The good news was that *The Annihilation of Fish* would premiere at the Toronto Film Festival. Although Sony Classics and Miramax turned it down (they both screened the film in July), there were distributors who were interested in the film. The producers, cast and crew were optimistic about the film. The Toronto screening on September 12, 1999, seems to have gone well. And then the roof fell in.

Daily Variety, the self-acclaimed bible of the industry, published its review that next week. It started: “*The Annihilation of Fish* is a minnow of a movie” and went downhill from there.

The fax from Paul Heller to Kris and Larry Dodge on September 22 really said it all:

So we made the film, and I must say those were some great actors to work with. James Earl Jones is wonderful, and Lynn Redgrave was just an amazing person in every respect. Anyway, we finished the film, and we screened the film in Toronto. Todd McCarthy, I mentioned his name, Todd McCarthy didn’t like the film. He wrote one of the worst reviews in the history of journalism about the film. We had a distributor wanting to distribute the film, and he pulled out because the review was such a bad review.

So we lost our distribution because of that, and we’ve been trying to get it released ever since. But other people have seen the film and couldn’t find out what was wrong. Todd McCarthy thought we were making fun of elderly people and the mentally ill. But it goes back further than that, because Todd McCarthy is a friend; I’ll tell you how this whole thing is damaging in many ways. If you make enemies with people, you have problems, you have problems. Todd McCarthy is a good friend of Pierre Andrieux, and Pierre funded — helped to get financing for — a film that was called The Glass Shield. We had arguments with Pierre. That’s the second big argument I had with Pierre, and he is the kind of person who, if you make enemies, you’ve made an enemy. He is one of these guys that sort of operates in Cannes. He sort of helps films in Cannes. He’s retired now. We didn’t do what he wanted us to do because he didn’t like the particular actor we had, and he wanted to cut her out altogether before we made the movie. We said, no, no, no, we already made a deal with her, and she’s a good actress, and that’s it. So he never really had a good relationship after that. Then, after we finished the film, he wanted us to take every, all of her scenes out. She’s the principal in the movie.

And so anyway, Pierre and Todd McCarthy are great friends. That's the only reason we can think of anyone writing such a bad review is because Pierre being his friend and sort of dictated or whatever. That's what we think. It could be the opposite; it could be a bad film, but we don't think that. If you see the film, I don't know.

OUCH!

Todd McCarthy at Variety is known for his negativity, but this one really hurts. It makes one wonder if he saw the same picture that all the rest of the audience loved so much."

To be fair, Shlomo Schwartzberg of *Box Office* and Kirk Honeycutt of *The Hollywood Reporter* also were at the Toronto Film Festival screening and did not like the film. We may never know the truth of what happened at that press screening or if McCarthy had a personal vendetta, but following the *Variety* review, distributors kept coming back with the same response: *The Annihilation of Fish* was a "tough film to market." Dozens of friends, angry at McCarthy and his review, wrote letters of support. The producers also enlisted important people to write letters in support of the film. Back then, however, *Variety* was indeed the gospel and distributors around the world knew that programmers would be highly influenced by McCarthy's critique.

Carrie Freeman at Universal, and granddaughter of Sime Silverman, the founder of *Variety*, wrote one of the faxes to Peter Bart, editor of the magazine:

"I sat in the audience on Saturday night, Sept. 16 in Toronto and watched a simply marvelous, whimsical film... The theater was standing room only, and the audience ... laughed, cried and cheered... Then I read Todd McCarthy's review and became enraged. Did he see the same film, or was he seeing so many films that he just got confused?"

Patricia Thomson in *The Independent* wrote that the packed audience of 500 people enjoyed the film. "The laughter at the rights spots, were charmed by its supernatural touches, and seemed to root for this old couple." She later told the film's publicist that she was "quite shocked" to find there were negative reviews from what she suggested were "grumpy critics."

The reviews in local papers when *The Annihilation of Fish* played in festivals were enthusiastic about the film – unusual for a feature by an African American filmmaker screening in smaller markets. Reviewers writing for papers like *The Arizona Daily Star* and *The Desert Sun* praised the film.

Anthony Winkler wrote a letter to Paul Heller on September 23, 1999:

Dear Paul,

You sounded so disheartened on the telephone that I felt compelled to scribble this letter. We have done good work on FISH, and no moronic reviewer can negate that.

The next day Winkler faxed a letter of protest to Peter Bart. He humorously ended his fax with “However, unlike some, I refuse to account for this vast difference of opinion by calling your reviewer an idiot. Surely there must be another equally logical explanation.”

Kevin Thomas of the *Los Angeles Times* reviewed the film when it played the Silver Lake Film Festival. “*The Annihilation of Fish* is so theatrical in nature that it could go fatally awry at any moment, lapsing into excess or mere whimsy. But the solid subtext to Anthony C. Winkler’s script and the ability of director Charles Burnett to see Winkler’s seeming crazies steadfastly as real people first of all allows Lynn Redgrave, James Earl Jones and Margot Kidder to soar.”

Heller sent a fax to everybody that week simply stating: “Hello Everyone! RECOGNITION AT LAST!”

That happiness, however, was short lived.

One film distributor after another wrote to Paul Heller, sending back their VHS screener (the common viewing medium of the day), with regrets. The producers struck additional prints which screened at film festivals — thanks to the reputations of the director and cast and the film’s popularity with audiences.

Heller sent countless letters and faxes to distributors, describing great audience reception, and enclosing local rave reviews from around the country. But the single *Variety* pan kept dogging the film. This happened to hundreds of indie films over the years. Films coming out of festivals with great buzz would be booked around the country, only to receive a negative review in *Variety* (or in some cases, the *New York Times*) the day or week before the opening. Magically, the bookings would disappear. What’s interesting is that the film’s own publicist, Jane Ayer, reported that the reviews were either “really positive or really negative.” Actually, the reviews were all most entirely positive.

It was also a time of “urban realism” — most films and television shows portrayed black lives filled with guns, drugs, and violence. Any other perspective on African American life was considered untruthful. Evidence of this troubled stereotype was a response by the former lead critic of the *Los Angeles Times*, Charles Champlin. Heller wrote to the Dodges that after a screening on November 10, 1999, Champlin stated he “couldn’t buy into the fantasy.” Ironically, that was the year of Frank Darabont’s hugely successful *The Green Mile*, starring Tom Hanks and Michael Clarke Duncan. In his review of film, the *Los Angeles Times* critic never mentioned the questionable nature of Duncan’s character (sometimes referenced as an example of the racist trope, the “magical negro”). Nor did the Academy, which nominated the film for four Oscars.

On January 24, 2000, Heller wrote a fax to Lynn Redgrave. He asked if Intrepid Productions opened the film themselves in Philadelphia, would she be able to attend? He wrote that he was hopeful that it was close enough to Jones’s home in Pawley, NY so that he could make it as well.

Also in the letters, there is evidence that Charles Burnett was paid less than half his salary — the second and third payments due on the opening of the film and then when the film became profitable. It's possible that the other difficulty in getting distributors could have been the producers' reluctance to accept any deal where they would have to pay out more money to the director than could be expected in income, due to the film being now "damaged" goods.

On February 3, the producers came up with a new tactic — to market *The Annihilation of Fish* as a film made expressly for an underappreciated and ignored audience, the AARP (over-65) crowd. They approached the producer of the Oprah Winfrey Show about having a show featuring the film and about the "FORGOTTEN MARKET." (Their emphasis.) There seems to be no response in the files.

On February 17, 2000, came this disappointing fax from Kris Dodge:

"The time has come. We love FISH too, but it's time to cut our losses and evaluate the best distribution route. Up to this point, even though everyone had tried, especially you, we have been able to get a distribution deal. We may never know why FISH ended up this way. Going forward, American Sterling is not willing to approve any more funds for film festivals."

Two people connected to the film state that the Dodges dropped the film because they were not fond of the film. There is nothing in the written records that supports this story. And whatever their personal feelings, they finally gave up on *The Annihilation of Fish* because no distributor was willing to release the film.

It is important to remember that each festival screening cost the Dodges thousands of dollars as they paid the cost of travel and accommodations for Heller, Burnett and the stars to attend, accompanied by a publicist. The Dodges gave Heller thirty more days to find a deal, or they were pulling the plug. While Heller kept trying to make the deal with Regent Entertainment, he promised the Dodges that any further festivals would be cost-free to them. Heller even endeavored to get American Sterling to promise Regent a second film if they would release *The Annihilation of Fish*. The film he proposed to Regent was *The Patriarch*, a story of a Lithuanian family escaping their country during WWII and ending up in South Dakota. A new contract was being negotiated.

Heller also tried to cut *The Annihilation of Fish* (actually, a video tape) to try to sell a "new version." He promised Burnett the \$25,000 additional pay due upon delivery of this ironically called "director's cut." Winkler wrote Heller that he thought it was an improvement. On March 2, there is new life to this idea as Kris Dodge approved up to \$5,000 to re-edit the film. It's possible that Burnett refused or that the costs would have been greater, as the cuts were never made.

Interestingly, in June 2000, Heller still had not giving up. He faxed Margot Kidder, Lynn Redgrave, and line producer Arlene Albertson that: "At last it seems as if FISH will have its well-deserved day in the sun. The brilliant responses we got from all the festivals that Charles and I

attended have finally overcome the vicious review we got in Daily Variety. Regent Entertainment (Paul Colichman) has taken it on, and the plan is to open the film in the Fall.” To James Earl Jones, he simply faxed two words, “Good news!”

Then a miracle happened. On February 21, 2001, after many drafts, a contract (very much in the favor of the distributor) was signed with Regent Entertainment. The contract called for the film to be screened in Los Angeles, New York, Dallas, Atlanta, San Francisco, and Miami/Fort Lauderdale. Posters were created and it finally looked like the film would get its long-awaited release.

Oddly enough, Regent Entertainment now decided to test-run the film in Pittsburgh in November. Although the city has a diverse population with a significant African American presence, this sports-obsessed area was never (and is still not) known as a profitable town to play art cinema. (And that year, the town’s beloved Steelers football team had a 13-3 record). The week’s gross, nevertheless, was good. However, Regent pulled the film from distribution and never screened it again.

In his autobiography, Winkler wrote:

“The Annihilation of Fish died of mishandling by its distributor. Today it sits on a shelf somewhere in Beverly Hills and has never had the opportunity of a widespread release. That would draw attention to its ample merits. It is a funny, touching film about love and loneliness. But given the business climate of Hollywood today with the strong correlation between body count and box office, it is likely to remain on the shelf indefinitely.”

*The Acquisition of **The Annihilation of Fish:**
A Saga about the One that Almost Got Away*

Charles Burnett’s 1999 film *The Annihilation of Fish* has been lost — its history buried in contracts and legal documents — for more than two decades. How a feature directed by one of cinema’s most celebrated African American filmmakers and starring a cast of internationally acclaimed stars was rediscovered and restored is a tale chronicled in hundreds of pages of documents, faxes, and emails. It is a saga that spans twenty-two years and includes repeated episodes of discouragement, resurgent hope, and *many* failures. Here then is a detailed guide through the convoluted maze — a labyrinth with *so many* dead ends — to save one iconic film.

From the start, the pre-production of *The Annihilation of Fish* was slow going — it took years to find financing as some would-be producers deemed the project too risky. The film *was* finally co-produced by American Sterling Productions (Larry and Kristina Dodge) and Gold Fish LLC (Paul Heller, whose company was also known as Intrepid Productions). Once the film was cast, the production and post-production went smoothly, and the film opened at the Toronto International Film Festival on September 12, 1999.

The film's stars James Earl Jones, Lynn Redgrave and Margot Kidder were in attendance in Toronto and the audience reception good. No one expected that the quirky and eclectic film would be a blockbuster, but the filmmaking team anticipated that it could have a profitable small release. Then, on September 22, the sky fell in. Todd McCarthy's dispatch from Toronto was published in *Variety*, the self-proclaimed "bible" of the film industry. The review's headline turned out to be the film's epitaph:

"A drear moment in the careers of all concerned, this would-be charmer about an elderly man and woman who fall — sometimes literally — for each other at a boarding house will go over big with everyone who ever craved seeing a bed scene with James Earl Jones and Lynn Redgrave. Theatrical release other than via self-distribution is out of the question."

Many disagreed with the review and questioned the review's snarky comment about the love scene between Redgrave and Jones. Director Charles Burnett has always claimed that McCarthy's close friendship with the French producer of *Glass Shield* (Burnett had a falling out with his producers at CIBY 2000) influenced his review.

However, there are large files of correspondence showing that over the next few months, Gold Fish made extraordinary efforts to find other distributors for the film in North American and internationally. Gold Fish also screened *The Annihilation of Fish* at festivals around the world to attract distribution, and Margot Kidder appeared on several mass media outlets — including the *Donny and Marie Show* — to promote the film. Despite excellent reviews, there were no takers.

A few months later, the producers licensed the film to Regent Entertainment for US and Canadian distribution through 2007 — prints, publicity and release dates had already been created and scheduled. Heller was impressed by Regent's entertainment partner Paul Colichman's approach to marketing. In an article about the company, Heller underlined Colichman's quote "You have to know the rules so you can break them... Every success I've ever had has violated every rule. If you try to play the game, you'll generally end up with a very mediocre movie." Heller followed his underlining with five exclamation points.

After a test screening in Pittsburgh, Regent Entertainment cancelled the film's release. It is possible that the cancellation was based on a contract provision that Burnett (who was still owed half his salary) would be paid at the time of the theatrical release — and everyone may have feared losing money.

In 2001, Milestone Films signed a deal with Charles Burnett to distribute his first feature, a black-and-white, 16mm student film called *Killer of Sheep*. The six-year effort to clear the music rights to release that film is *another* story, but along the way a rapport developed between the director and Milestone's Amy Heller, Dennis Doros, and staff. On September 12, 2002, Burnett called Doros and asked Milestone to acquire *The Annihilation of Fish*.

At Burnett's urging, Doros called Gold Fish's Paul Heller and two quickly developed a friendship. After watching a VHS of the film, the entire Milestone crew agreed that the film was funny and lovely, and that the *Variety* review had not done it justice. However, co-producer American Sterling had advanced the costs of the film and had the final say. The owners were not interested in talking to Milestone, possibly because the company was encountering difficulties getting a release from the 2001 agreement with Regent.

Meanwhile, Milestone was having its own difficulties restoring and releasing *Killer of Sheep*. The costs for a 2K restoration, a new 35mm negative, more than twenty 35mm prints (at that time, still *the* medium to screen in theaters), publicity, marketing, and music rights, posed a huge financial risk for the tiny company. In the end, Milestone spent \$450,000 of its own money (along with a generous gift from director Steven Soderbergh) to release the 1977 film. Milestone had also lost money releasing *The Clay Bird* and *I'm Going Home* in 2003–2004 and was not in a financial position to take on the costs associated with acquisition of *The Annihilation of Fish*.

Finally, *Killer of Sheep* premiered in 2007 to enormous press coverage and critical acclaim. The film played in more than 125 cinemas around the world. It took another two years, but Milestone not only recouped its costs but was able to pay substantial royalties to Charles Burnett — rewarding him for the patience he showed during the years he waited for it to be released. Most importantly, it reminded the world of Burnett's cinematic genius.

Paul Heller, Charles Burnett, and Dennis Doros kept in touch through those years, all three hoping that one day Milestone could acquire Burnett's by now "lost" *Annihilation of Fish*. In February 2009, Milestone wrote to Heller asking if the rights situation with Regent had been settled. On July 9, 2009, the producer wrote to Milestone that American Sterling had indeed worked out those problems. (In fact, the files show that Regents' rights lapsed in 2007.)

Doros had an encouraging meeting with American Sterling's Joe Braier and Gwen Barry the following week and was eager to submit a proposed agreement for the distribution of *The Annihilation of Fish*. Milestone's president Amy Heller re-watched the film and was very enthusiastic about moving forward. Doros and Heller spent the next week writing the contract and sent it off on the July 17. American Sterling responded, this time cc'ing owner Larry Dodge, requesting a greater percentage of revenue and a detailed marketing plan. Milestone then spent the next week working out the costs of the release (approximately \$75,000 at the time), a breakdown of those costs, and a proposing new plan for sharing revenue. The back-and-forth negotiations extended over the next month — Milestone continuing to provide numbers, refine proposals, and accurately estimate the return to the producer. Then, after a flurry of emails, there was silence from American Sterling. Finally, in November, Braier emailed to apologize, saying they would once again like to "re-explore" the possibility of a release. So, there was renewed hope. And then again, more silence.

In January 2011, Charles Silver at the Museum of Modern Art called Milestone to ask how to get rights to screen *The Annihilation of Fish* as part of a Burnett retrospective. Milestone put Silver in

touch with American Sterling Productions, who granted permission. Hoping that this might be an opening, Milestone contacted Larry Dodge directly.

Once again, Dodge requested proposals for the contract and marketing plan. Milestone went back and updated the proposals from 2009 and sent them on. Over the course of the year, Milestone faxed over numerous proposals — only to have American Sterling write back a few weeks later asking for them to be sent *again*. On December 16, 2011, Dodge called and requested that Milestone commit to investing \$50,000 in marketing costs for the release of *The Annihilation of Fish*. This was more than Milestone usually spent on marketing, but the company agreed.

Then came another phone call. Dodge now demanded either an advance of \$250,000 or 50% of *everything*, including the film's box office. This was simply financially impossible; distributors only receive 25% to 35% of the theatrical box office, so every booking would be at a loss to Milestone. And the small company was too strapped for cash to advance a quarter of a million dollars. Doros finally had to give up.

But unknown to Milestone, American Sterling Bank (the parent company of American Sterling Productions) had been hit hard by the recession. Worse, ASB had overstated its capital holdings, which is a federal crime. In 2009, ASB was seized by federal officials and by 2012, Dodge had to seek bankruptcy protection. As usual in these cases, lawsuits followed, and it took many years to figure out who owned American Sterling Productions and the three films the company produced.

In 2015, Paul Heller and Burnett again asked Doros to try to save their film. Burnett's producer Carolyn Schroeder — a longtime friend and supporter of Milestone — also lent a hand. As film labs were closing around the country, they all were concerned about the location and condition of the film's 35mm negative. Technicolor (which has survived the downturn and still maintains its storage vaults) had inherited the materials when Consolidated Film Labs in Los Angeles closed. The Academy Film Archive agreed to hold the film materials, but months of effort failed to convince Technicolor to send them. The elements were being held under Gold Fish LLC and Intrepid Productions and Technicolor insisted that it needed permission to move them. Ironically, so much time had passed since the film's production that Paul Heller had forgotten he was the managing director of both companies. Had he remembered, the master film materials might have been moved to the Academy in 2015.

That same year, Milestone made another attempt to acquire the rights — a process that had become far more convoluted because of multiple bankruptcy decisions. Milestone tried to get information from Central Bank in Missouri (which had inherited the assets of American Sterling Bank), but were informed that it had no information and that only the Federal Deposit Insurance Corporation (FDIC) would know.

Doros had an inspiration and contacted an archivist friend whose husband who was high up in the FDIC. The spouse did some research and came back with the information that American Sterling Productions was actually owned by American Sterling Insurance (ASIC) and that the

FDIC had no part in that liquidation — ASIC’s bankruptcy was handled by the California Insurance and Guarantee Association.

Doros, Burnett, Heller, and Schroeder were all elated that the film might still be released. Now armed with a name at the state’s Conservation and Liquidation Office and the identity of the lawyer representing this bankruptcy, Doros persevered. On July 15, 2015, the California Insurance and Guarantee Association’s lawyer Scott Pearce told Milestone that Larry Dodge’s personal bankruptcy was still under Chapter 11 and that no deal could be made until all the subsidiaries’ assets were wrapped up under the ASIC insolvency and that the process should only take 90 to 120 days. Tom Casey was the trustee assigned by the state to deal with the assets. Pearce and Casey were helpful and encouraging, but the State of California didn’t want to assign rights to the film because there was still the possibility that Dodge might sue the state over a sale.

Sadly, in December 2016, Larry Dodge died. He was a complicated figure. Once a billionaire, he spent his money lavishly but also donated generously to museums and colleges (Chapman University’s film department is still named after Larry and Kristina Dodge). According to a 2012 news report: “[Federal] regulators said Chief Executive Officer Larry Dodge, who also was chairman of the board and had controlling stock interest, caused the bank to file false financial documents in 2007 and 2008 to cover up the problems. In April 2009 the bank was seized and sold to Metcalf Bank. The Federal Deposit Insurance Corp. said it expected to lose \$42 million in the bank failure. In 2010 regulators barred Dodge from banking forever and assessed a civil penalty against him of \$2.5 million. They said he had breached his fiduciary duty in conduct that ‘involved personal dishonesty.’ Dodge appealed and this year [2012] a court reduced his penalty to \$1 million, but it upheld the ban from banking.” However, even after Dodge’s passing, the state of California, was *still* unwilling to make a deal for the film.

The *Annihilation* liberation team made another failed attempt to get Technicolor to send the film materials to an archive in 2017. In 2020, Paul Heller died at the age of 93. The producer of such films as *David and Lisa*, *Enter the Dragon*, *Withnail and I*, and *My Left Foot*, Heller left an amazing legacy. Saddened by the loss, Milestone decided to try once again.

In January 2021, Doros wrote to Tom Casey, and for once his timing was perfect. The state of California had wrapped up the Dodge bankruptcy in 2019 and was now ready to sell its assets. Casey put Milestone in touch with Nanette Sanders, Esq. of Ringstad & Sanders. This connection turned out to be Milestone’s luckiest break in the nearly two decades of trying to acquire the film.

Nanette Sanders (right) proved to be a godsend. She patiently walked Doros through every step of the process of bankruptcy and the sale of the assets, from the public announcement of the sale to the court proceedings, to everything that would be needed. She sympathized with the long years of effort, the importance of Charles Burnett, and the tragedy of this lost film — and even knew that the judge overseeing



the sale was a Burnett fan! She patiently answered dozens of emails and her phone calls were always encouraging.

However, there was a problem delaying the process — the law firm had been unable to get the required chain of rights and copyright information to provide the court. A firm in Washington DC that was supposed to provide the information was late in doing the work. Fortunately, one of Milestone's longtime friends, Elias Savada of the Motion Picture Information Service, came to the rescue. Doros emailed Savada on Friday night that it was urgent. On *Saturday* afternoon, less than 24 hours later, he delivered the three pages of detailed information needed by the court.

Because there would have to be a public auction, Sanders suggested that Milestone provide letters of endorsement. Charles Burnett, of course, wrote one. Milestone was very fortunate to also get the endorsement of Martin Scorsese and Film Foundation. Sanders also asked a favor. There was another unclaimed American Sterling film from 2007, Shi-Zheng Chen's *Dark Matter*. The court wanted to clear the books on this bankruptcy and Milestone happily agreed to make an offer for both films.

After the public announcement, there followed two very tense and agonizing months, as Milestone worried that after years of effort, another company would step in and outbid them. In fact, three other companies did request the financial returns for *The Annihilation of Fish* (most likely to see if they could collect outstanding debts), which fortunately for Milestone's prospects, were zero!

During this time, Burnett's lawyer Nina Shaw was able to provide the director's 1999 contract for *The Annihilation of Fish*. Even though the bankruptcy voided that agreement, Milestone agreed that Burnett would receive the royalties due him as per the contract.

The court decision was to be announced via Zoom on April 29, 2021. However, the day before the event, Sanders emailed that as there were no other offers, Judge Erithe Smith approved the sale to Milestone and cancelled the court appearance. After all these years, it was a bit anticlimactic, but an extraordinary day, nonetheless. Thanks to help from copyright experts Elias Savada (again) and David Pierce and from Nancy Wolff and Sue Bodine, Milestone's lawyers at Cowan, DeBaets, Abrahams & Sheppard LLP — the papers were drawn up and the sale was finalized.

And even *that*, was not the end of the saga. Despite the legal sale and the court order that all film materials belonged to Milestone, Technicolor's legal department refused to honor the court decision. It was a shocking development after such a long marathon. At Milestone's request, Paul Heller's widow Kathy sent a release from Goldfish LLC and Intrepid Productions. Technicolor deemed that *still* insufficient. The fact that the 35mm materials were being donated to UCLA Film & Television Archives was also not enough. Dozens of emails went back and forth, and Technicolor still refused to cooperate, now requiring photocopies of passports and driver's licenses from everybody involved, and a variety of new forms to be completed.

Frustrated (and let's face it, angry) Doros sent one last email before calling in the lawyers. He documented and provided PDFs of the chain of rights, how Milestone obtained the rights, the permission forms received, the court order, and the bill of sale (which had been provided before). He wrote:

"I am sorry, but Kathy Heller has just written that her letter will suffice, and she is not signing any more papers. Considering that my documents cover all your concerns, I will have to insist that we have fulfilled your requirements. This is a 23-year-old film by the African American director, Charles Burnett, that has never been released. Its disappearance has been one of the tragedies of film history. I have spent 19 years trying to get the film out to the public at the request of Charles and Kathy's late husband Paul Heller. The California courts have declared that Milestone is now the true owner of the copyright and the materials, and I have gotten all the releases you have requested. I will expect that Technicolor will honor our mission and the wishes of everybody involved in the film."

This time *it worked*. On August 13, Technicolor's Legal Department relented and told Milestone to contact the vaults for release.

Doros and team at the UCLA Film and Television archive worked quickly. They requested that Technicolor's vault manager gather all the 35mm materials and by August 20, 2021, they were ready. Milestone hired the courier 24/7 Delivers to pick up the boxes. Only when Milestone got the phone call from UCLA in the early afternoon that the shipment had arrived, were they finally able to celebrate. After more than twenty years, *The Annihilation of Fish* finally had a home.

CHARLES BURNETT

The work of Honorary Oscar® recipient and legendary filmmaker, Charles Burnett has consistently garnered critical acclaim. In fact, Burnett’s first film, *Killer of Sheep* was declared a “national treasure” by the United States Library of Congress; and it was among the first 50 films placed in the National Film Registry because of its significance as a ground-breaking film.



The Vicksburg, Mississippi native moved to Los Angeles at an early age. He went on to receive an MFA from UCLA’s School of Theater, Film & Television, where *Killer of Sheep* began as Burnett’s UCLA thesis feature film. The future DGA, WGA and Academy of Motion Picture Arts & Sciences member was *Killer of Sheep*’s director, producer, writer, cinematographer, and editor. The film eventually won the Critics’ Prize at the Berlin Film Festival and the first-place honor at Sundance (then the U.S. Film Festival).

After winning a Guggenheim Fellowship, Burnett began work on his sophomore feature *My Brother’s Wedding*. He wrote, directed, and produced this independent film centering on the theme of envy and its power to warp families.

Not long after receiving the prestigious MacArthur Foundation “Genius” Fellowship as well as, a Rockefeller Foundation Fellowship, a Media Arts Fellowship, and a NEA grant, Burnett wrote and directed the drama, *To Sleep with Anger*. Danny Glover starred as the charming, Southern family friend, “Harry,” who insinuates himself on the troubled family, forcing their inner turmoil to the surface. The film won three Independent Spirit® Awards: Best Director and Best Screenplay for Burnett, and Best Actor for Glover. *To Sleep with Anger* also became the second film of Burnett’s named to the National Film Registry.



Additionally, the National Society of Film Critics presented Burnett their Best Screenplay Award for *To Sleep with Anger*. It also received a Special Jury Recognition Award at Sundance and a Special Award from the Los Angeles Film Critics Association. Both Burnett and Glover were nominated for New York Film Critics Circle Awards. He also received the American Film Institute’s Maya Deren Award.

His next film, *The Glass Shield*, starring Michael Boatman, Lori Petty and then movie superstar-in-the-making, Ice Cube, was a police drama based on the true story of corruption and racism in law enforcement.

Burnett made his television directorial debut with his acclaimed Disney Channel film, *Nightjohn*, starring Carl Lumbly in the title role, as well as Beau Bridges, Lorraine Toussaint, and Bill Cobbs. Based on the young-adult novel by Newbery Honor Book author, Gary Paulsen, *Nightjohn* tells the story of a captured enslaved runaway empowering an orphaned enslaved girl (played by Allison Jones in the film), by secretly teaching her a life-altering skill that is punishable by death for the enslaved — to read and write. *The New Yorker's* film critic Terrence Rafferty called *Nightjohn* the “best American movie” of that year. Among its many accolades, *Nightjohn* received a Special Citation Award from the National Society of Film Critics, “[F]or a film whose exceptional quality and origin challenge strictures of the movie marketplace.”

Burnett was also honored by the Film Society of Lincoln Center and the Human Rights Watch International Film Festival with a retrospective of his work, entitled *Witnessing for Everyday Heroes*. The event also included his documentary, *America Becoming*.

Following that honor, Burnett continued to have projects that “witness for everyday heroes” including: *Finding Buck McHenry* (Showtime) starring late acting icon, Ossie Davis as a legendary Negro Baseball League player; a look at race relations during the 1950s in the ABC mini-series, *Oprah Winfrey Presents: The Wedding* (ABC) starring Oscar® winner Halle Berry; interracial love found among the most unlikely of characters in indie film, *The Annihilation of Fish* with Oscar®-nominated actors, Lynn Redgrave and James Earl Jones; and capturing a seminal moment in the Civil Rights Movement in *Selma, Lord, Selma* (ABC) that featured Dr. Martin Luther King, Jr.’s late daughter, Yolanda King.

In the new millennium, Burnett’s projects continued to be high profile, such as Martin Scorsese’s acclaimed PBS documentary series, *The Blues*. Personally invited by Scorsese, Burnett was the series’ only African American director, among the seven filmmakers that included: Scorsese, Clint Eastwood, Wim Wenders, and Mike Figgis.

He also directed the Iraqi war storyline for the Emmy and Golden Globe-nominated PBS miniseries, *An American Family: Journey of Dreams*, created by his fellow UCLA Film School alumnus, Gregory Nava, and starring Emmy® winner and Oscar® nominee, Edward James Olmos.

More than 170 years after Nat Turner’s death, Burnett presented an innovative take on Turner’s life for the PBS Independent Lens project, *Nat Turner: A Troublesome Property*. Among Burnett’s unique creative choices was infusing the traditional documentary format with dramatizations of the various perspectives on Nat Turner and the slave revolt, by featuring a different actor — including Carl Lumbly — playing Turner in select segments.

Burnett reunited with Danny Glover and Carl Lumbly for the acclaimed *Namibia: The Struggle for Liberation*, written and directed by Burnett about Namibia’s fight for independence against South Africa. He followed that with his helming of *Relative Stranger* for the Hallmark Channel. It starred *ER*’s Eriq LaSalle and late acting legend, Cicely Tyson, who garnered an Emmy nomination for her performance.

As with his projects, Burnett's accolades haven't waned in the 21st Century. The late Nobel Prize laureate, Toni Morrison invited Burnett to Paris for a retrospective of his films at the world-renowned Louvre Museum via its cultural program, *The Foreigner's Home*. A joint venture with Morrison and the Louvre, the program addressed the manifestation of displacement, exile, and immigration in the creative arts.

He also received the prestigious Horton Foote Award for Screenwriting. Previous recipients include Academy Award winners for Best Screenplay, Billy Bob Thornton (*Slingblade*) and Callie Khouri (*Thelma & Louise*). Howard University honored Burnett with their national Paul Robeson Award. Past recipients include Gordon Parks, Spike Lee and Euzhan Palcy.

In addition to TCM airing a retrospective of his films in 2008, that year Burnett's classic film, *Killer of Sheep* was named one of the "25 Most Important Films on Race" by *Time Magazine*. The film also had a special national release to critical acclaim, including this from *Entertainment Weekly* — "*What matters is that this rare gem is now being released, with the polish of devoted restoration from UCLA film preservationists. And the legend of the movie's importance has not been oversold.*"

Burnett was named a Fellow by the renowned United States Artists Fellowship, along with Pulitzer Prize-nominated playwright and actress, Anna Deveare Smith and Sapphire, author of the book on which Oscar®-nominated film, *Precious* was based.

Another accolade bestowed on Burnett was by *Paste Magazine*, naming him on their list of the 50 Best Living Directors, that included Martin Scorsese and Steven Spielberg. Burnett was one of only 25 Americans named to the international list, and just one of two African Americans, along with Spike Lee.

Burnett was also lauded by New York's historic Museum of Modern Art (MoMA) with a twenty-film retrospective of his work for three weeks during April 2011 at MoMA. Retrospectives of his legendary work continue, including the one in his honor at the renowned 3 Continents Film Festival in France held in November 2019.

Over the years, he has also been sought as a judge for film festivals in the U.S. and internationally, such as being the jury president for the famed Mar del Plata Film Festival in Argentina (considered the oldest film festival in the Western Hemisphere), as well as serving on a jury for Italy's esteemed Venice Film Festival. At the Venice Film Festival, Burnett was also honored with a screening of a Sony-restored version of his classic film, *To Sleep with Anger*. He has also served as a judge for non-festival awards, such as the revered Humanitas Prize. In addition, Burnett continues to be invited around the nation and the world for lectures, screenings, and live Q&As. He has spoken at educational institutions such as Yale University and at The Kennedy Center, following a screening of *Selma, Lord, Selma* at their acclaimed theater, The Reach in September 2019. Beyond imparting his legendary film acumen at lectures and panels, Burnett has served as visiting faculty or an artist-in-residence for renowned colleges and universities, such as Cal Arts, Bard College and UC Berkeley.

Among the honors he has received during his career for his impressive body of work, the pinnacle was being recognized in 2017 by the Academy of Motion Picture Arts & Sciences with an Honorary Academy Award®. That November, acclaimed filmmaker Ava DuVernay presented Burnett with his Honorary Oscar®, preceded by remarks about Burnett from Tessa Thompson and the late acting icon, Chadwick Boseman. Burnett was also acknowledged as an Honorary Oscar® winner during the 2018 Academy Awards telecast.

It was very poignant for Burnett to receive his Honorary Oscar from DuVernay, because in 2015 the *Los Angeles Times* interviewed Burnett about his *Selma, Lord, Selma* which some critics were citing as the artistic predecessor of DuVernay's Oscar® Best Picture nominee, *Selma*. In that article, he exalted DuVernay's work on *Selma*, expressing how proud he was of her and of the historic milestone she had achieved with the Oscar® nomination. For Burnett it was also poignant that the year marked the 50th Anniversary of both Selma's Bloody Sunday and the passage of the 1965 Voting Rights Act.



In 2020, Burnett directed a documentary that aired on PBS, *Power to Heal: Medicare & The Civil Rights Revolution*. Narrated by Danny Glover, an alumnus of many Burnett projects, it's about the segregation of hospitals in the South. Currently, Burnett has several projects in development, including the film adaptations of the books *Grieve for the Past* by acclaimed author, Stanton

Forbes and *145th Street* by the award-winning writer, Walter Dean Myers, as well as the memoir *God, I Listened* by late renowned rags-to-riches African American philanthropist, Eula McClaney. Another project he's developing is about formerly enslaved and famed entrepreneur, Biddy Mason, in partnership with Rev. J. Edgar Boyd, the senior pastor of Los Angeles's acclaimed First AME Church, which she helped found in 1872 — the historic and anti-enslavement African Methodist Episcopal denomination's first church in the city. Burnett is also attached to direct the Amazon Studios film project on Civil War hero, U.S. Congressman and former slave, Robert Smalls.

Burnett is represented for his writing and directing by Paul Alan Smith of the Verve Agency, and is managed by Zna Portlock Houston of Manifested Entertainment Management, with stalwart entertainment attorney, Nina L. Shaw overseeing his legal matters. Milestone Films distributes Burnett's iconic *Killer of Sheep*, *My Brother's Wedding*, *The Final Insult*, as well as a collection of his short films, along with Billy Woodberry's *Bless Their Little Hearts* which Burnett scripted and shot.

Burnett is honored to be a member of the DGA, WGA and the Academy of Motion Picture Arts & Sciences.

Independent producer Paul Heller's name was synonymous with Oscar-caliber, groundbreaking, highly original films, from his debut as a film producer with *David and Lisa* in 1962, which



received two Oscar nominations and innumerable awards, to 1990's Oscar winner, *My Left Foot* (Exec. Producer), which received five Academy Award nominations and received the Oscar for Best Actor and Best Supporting Actress.

He produced Leopoldo Torre Nilsson's Argentina-US political drama in 1967, *The Eavesdropper* which won acclaim as Best Film at Mar del Plata and honors at both New York and London Film Festivals. It was also nominated for Best Foreign Film at the French Awards,

as was his film *Secret Ceremony*, starring Elizabeth Taylor and Mia Farrow.

Although Heller worked as a successful Warner Brothers executive, overseeing such films as *Skin Game*, starring James Garner, and *Dirty Harry*, starring Clint Eastwood, he preferred the life of the independent producer. In that role he was able to combine the goal of making quality films with his love of hands-on involvement in the process of filmmaking. A process that created and developed over 30 feature films and numerous projects in allied fields.

In 1973, Heller founded Sequoia Pictures, Inc., an independent film company based at Warner Brothers. The company's first production was *Enter the Dragon*, the film that set off the explosion of interest in the martial arts genre and which introduced Bruce Lee to the international film marketplace. Eleven more films followed with an unprecedented financial success rate.

During this time, Heller renewed his interest in teaching promising young students of film. Having taught film and television design at both New York University and Columbia University and having founded the Community Film Workshop Council with the American Film Institute, Heller was approached by the Institute to develop a producing program for their new school in Los Angeles, the American Film Institute Center for Advanced Studies. This was followed, over the years, by lectures at conferences and by teaching two Master Programs in producing at the University of California, Los Angeles. He headed the education and outreach committee of the British Academy of Film and Television Arts, Los Angeles.

Heller formed his own production company, Paul Heller Productions, Inc., and under its banner produced *First Monday in October*, starring Walter Matthau and Jill Clayburgh as well as the critically acclaimed British film, *Withnail & I*, written and directed by Bruce Robinson. He was a

ground breaker in the Cable TV Feature market, producing the first “made-for-cable” feature film, *Falcon’s Gold*, and for Showtime, *Pygmalion*, starring Peter O’Toole and Margot Kidder.

Heller claimed that he only worked on pictures that would delight him from the first reading of the script. Such was the case for *The Annihilation of Fish*, starring James Earl Jones, Lynn Redgrave, and his star from *Pygmalion*, Margot Kidder. In 2013, he produced *The Cherokee Word for Winter* about Wilma Mankiller. His last film he executive produced in 2016 was a documentary on theatre director Sonya Krueger, *Hatching Shakespeare*, directed by Harrison Engle.

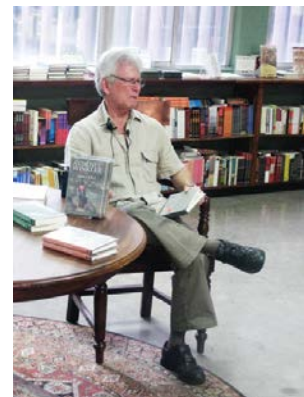
In addition to feature films and television production, Heller was a pioneer in the field of multimedia and theatrical presentations. productions include *New York Experience*, which played for 16 highly successful years at Rockefeller Center and *The South Street Venture*, a popular attraction for 7 years at the Dockland of New York City. He completed the extensive audiovisual and multimedia exhibits for the Skirball Cultural Center in Los Angeles.

In 1989, Heller founded ASK Theatre, a nonprofit group dedicated to new plays and playwrights, which worked together with the Mark Taper Theatre in Los Angeles, The Royal Court Theatre in London, and Lincoln Center in New York. He was also a member of the American Academy of Motion Pictures Arts and Sciences and served on the Board of Directors of the British Academy of Film and Television Arts as well as on the board of the Hearst Castle Preservation Foundation. He was a member of the United Scenic Artists, the Directors Guild, and the Screen Actors Guild. In later years Heller also worked with Inner City Shakespeare ensemble.

For many years, Paul Heller worked with Milestone Films, trying to finally get *The Annihilation of Fish* the release it deserved. Heller is survived by his wife Kathy Heller, son Charlie Heller, and son Michael Heller from a previous marriage.

Anthony C. Winkler (February 25, 1942 –September 18, 2015)

Anthony C. Winkler was born in Kingston, Jamaica and is widely recognized as one of the island’s finest exports. After being expelled from Cornwall College for refusing to submit to corporal punishment (which entailed being beaten with a cane), he eventually emigrated at the age of 21 to California where he attended Citrus College and California State University, earning a BA and MA in English. His first published novel, *The Painted Canoe* (1984), received critical acclaim and was followed by *The Lunatic* (1987, the film adaptation was produced by Paul Heller in 1991), *The Great Yacht Race* (1992), *The Duppy* (1997), *Crocodile* (2009), *Dog War* (2007), *God Carlos* (2012), and *The Family Mansion*, among others.



His collection, *The Annihilation of Fish and Other Stories*, was published by Macmillan Caribbean in 2004. *Trust the Darkness: My Life as a Writer*, his autobiography, was published in 2008. His writing credits also include film scripts and plays. His love for his native country endured as he served as the Atlanta Jamaican Association's President for two terms, during which time he coordinated relief efforts after Hurricane Gilbert, provided scholarships for promising students, and brought in plays from Jamaica. He lived in Atlanta, Georgia, with his wife Cathy and their two children. Winkler died in 2015 after a lengthy battle with Parkinson's Disease. His papers are now at the National Library of Jamaica.

John Njaga Demps

Festival Award winning cinematographer of 28 years, John Njaga Demps is an alumnus of the American Film Institute (1983) where he learned the art of storytelling with the camera. After



completing the Cinematography Program at AFI, Demps began his outstanding career in the world of music videos. He lensed more than 70 music clips between 1989 and 1992. Demps has also collaborated on numerous studio and independent features, television movies and international documentary films and commercials. Some of these projects have led him to Western and Southern Africa,

Iceland, and Japan.

Demps had a motion picture internship with the State of Florida before working as apprentice to Laszlo Kovacs, ASC at the American Film Institute. *The Annihilation of Fish* was the first feature film pairing Charles Burnett and Demps. They also worked together on *Warming by The Devil's Fire*, *Finding Buck McHenry*, and *Namibia: Struggle for Liberation*. Demps also conducted cinema workshops in Burkina Faso, Kenya and Nigeria. Between the US and Africa to date he has 57 credits. Demps rendered his first VR film *The Other Dakar* — winning a prize at the TriBeCa International Film Festival. He has upcoming projects in Rwanda and Zimbabwe. Currently Demps resides in Dakar, Senegal where he continues to capture beautiful images both here and internationally.

Feature film credits:

Chief Daddy / Omo Ghetto: The Saga / Nneka: Pretty Serpent / Living In Bondage—Breaking Free / Crossroads / 4th Republic / Playin' For Love / In The Hive / Namibia: The Struggle For Liberation / Phat Girlz / Constellation / Nat Turner: A Troublesome Property (2003 Long Beach Int'l Film Festival Winner – Best Cinematography) / *The Visit / The Annihilation of Fish* (2001 Newport

Beach Film Festival Winner – Best Cinematography) / *Clubland* / *The Show* / *The Walking Dead* / *The Inkwell* / *Fear of a Black Hat* / *What About Your Friends* / *Streetwars* / *The Three Muscatels* / *Exterminate All The Brutes* / *Shuga Naija* / *Diary Of A Single Mom (Series)* / *The Blues* (“*Warming By The Devil’s Fire*”) / *For Reel?* / *Finding Buck McHenry* / *Any Mother’s Son* / *Three Lives of Karen* / *Vault of Love* / *Price of Love* / *The Babysitter’s Seduction*

Nancy Richardson



Film editor Nancy Richardson began her career with the film *Stand and Deliver*, which won the Independent Spirit award that year for Best Picture, and received an Oscar nomination for Best Actor for Edward James Olmos. Her many credits include *Thirteen* (Sundance best director), *Lords of Dogtown*, and *Twilight* all directed by Catherine Hardwicke; *To Sleep with Anger* (Sundance Special Jury award), *Selma*, *Lord, Selma* and *The Annihilation of Fish*, directed by Charles Burnett; and *Mi Familia*, *Selena* and *Why Do Fools Fall in Love*, directed by Gregory Nava.

She had the amazing experience of editing the directorial debut of Maya Angelou, *Down in the Delta*. Other credits include the first *Step Up*, *American Violet*, *The Twilight Saga: Eclipse* (shared credit), *The Vow* (shared credit), *Divergent and Insurgent* (both shared), *Warm Bodies*, *Everything, Everything*, and *Fighting with my Family* – directed by Stephen Merchant and starring Florence Pugh (Sundance Special Surprise). Other recent credits are *Love and Monsters* (Oscar nomination for Best Visual Effects) and Netflix *Luckiest Girl Alive*, starring Mila Kunis. She was an additional editor on *The Kids Are All Right*, directed by Lisa Cholodenko, and the Transformers prequel *Bumblebee*, directed by Travis Knight.

Richardson is a member and recently elected Governor of the Academy of Motion Picture Arts and Sciences. She is also on the Board of Director of American Cinema Editors, and has been on the Editors Guild Board of Directors for more than 15 years.

She received her undergraduate degree from UC Berkeley and her M.F.A. from the UCLA School of Theater, Film and Television. She has also been a tenured professor at UCLA for nineteen years. She is proud to have mentored numerous filmmakers, both editors and directors.

James Earl Jones (Obediah Fish)

James Earl Jones is a renowned and beloved actor who has achieved success in television, film, and theater. He was born on January 17, 1931, in Arkabutla, Mississippi. His father, Robert Earl Jones, a boxer and actor, was largely absent from his life growing up. At an early age, Jones was raised by his maternal grandparents in Mississippi before moving with them to Michigan. He is of African, Cherokee, Choctaw, and Irish descent. Jones went to the University of Michigan to study medicine, but soon discovered acting. After college, he served in the military during the Korean War, returning to his passion of performing once he finished his service. Moving to New York City, Jones studied at the American Theatre Wing and eventually took on the stage name of Todd Jones for a little while, inspired by a childhood nickname. He found a job as a janitor to make ends meet during the early days of his career and got to know his father, who was then working in the dramatic arts as well.

Jones's voice is known by people of all ages and walks of life — *Star Wars* fans who know him as the voice of Darth Vader, children know him as Mufasa from Disney's *The Lion King*. In addition to the many awards, he has received as an actor — two Tonys, four Emmys, a Golden Globe, two Cable ACEs, two OBIEs, five Drama Desks, and a Grammy — Jones has been honored with the National Medal of Arts in 1992 and the John F. Kennedy Center Honor in December 2002. He also was honored by the Screen Actors Guild with the Lifetime Achievement Award in January of 2009. He lives in Pawling, New York.



Selected Filmography

1964: Dr. Strangelove / 1967: The Comedians / 1967: The Comedians in Africa / 1970: The End of the Road / 1970: The Great White Hope / 1972: The Man / 1974: Claudine / 1976: The River Niger / 1976: The Bingo Long Traveling All-Stars & Motor Kings / 1976: Swashbuckler / 1976: Deadly Hero / 1977: The Greatest / 1977: Star Wars (Voice role) / 1977: Exorcist II: The Heretic / 1977: The Last Remake of Beau Geste / 1977: A Piece of the Action / 1979: The Bushido Blade / 1980: The Empire Strikes Back (Voice role) / 1982: The Flight of Dragons: (Voice role) / 1982: Conan the Barbarian / 1982: Blood Tide / 1983: Return of the Jedi (Voice role) / 1985: City Limits / 1986: Soul Man / 1986: Allan Quatermain and the Lost City of Gold / 1987: Gardens of Stone / 1987: My Little Girl / 1987: Pinocchio and the Emperor of the (Voice role) / 1987: Matawan / 1988: Coming to America / 1989: Three Fugitives / 1989: Field of Dreams / 1989: Best of the Best / 1989: Convicts / 1989: The Hunt for Red October / 1989: The Ambulance / 1989: Grim Prairie Tales / 1991: Scorchers / 1991: True Identity / 1992: Patriot Games / 1992: Freddie as F.R.O.7 / 1992: Sneakers / 1993: Dreamrider / 1993: Sommersby / 1993: The Sandlot / 1993: Excessive Force / 1993: The Meteor Man / 1994: Naked Gun 33+1/3: The Final Insult / 1993: Clean Slate / 1993: The Lion King (Voice role) / 1993: Clear and Present Danger / 1993: Jefferson in Paris / 1993: Cry, the Beloved Country / 1996: A Family Thing / 1996: Good Luck / 1996: Gang Related / 1999: On the Q.T. / 1999: Undercover Angel / 1999/2024: The Annihilation of Fish / 2001: Finder's Fee / 2005: Star Wars: Episode III – Revenge of the Sith (Voice role) / 2008: Welcome Home Roscoe Jenkins / 2013: Gimme Shelter / 2014: The Angriest Man in Brooklyn / 2016: Rogue One (Voice role) / 2018: Warning Shot / 2019: The Lion King / 2019: Star Wars: The Rise of Skywalker (Voice role) / 2021: Coming 2 America

Lynn Redgrave (Poinsettia/Flower Cummings)



After training at London's Central School, Lynn Redgrave OBE made her professional debut in a 1962 production of "A Midsummer Night's Dream" at the Royal Court Theatre. Following a tour of "Billy Liar" and rep in Dundee, she made her West End debut at the Haymarket, in N.C. Hunter's "The Tulip Tree" with Celia Johnson and John Clements. Then came an invitation to join The National Theatre for its inaugural season at the Old Vic, and with it the opportunity to work with such directors as Gaskill, Dexter, Olivier, Zeffirelli and Coward in roles such as Rose in "The Recruiting Officer," Barblin in "Andorra," Jackie in "Hay Fever," Katrin in "Mother Courage," Miss Prue in "Love for Love," and Margaret in "Much Ado About Nothing," which kept her busy for the next three years.

During that time, Redgrave appeared in films such as *Tom Jones*, *Girl with Green Eyes*, and *The Deadly Affair*. Her big break came in 1966 with the title role in *Georgy Girl*, which earned her the New York Film Critics Award, the Golden Globe® and an Oscar® nomination.

In 1967 she made her Broadway debut in "Black Comedy" with Michael Crawford and Geraldine Page. London appearances included Michael Frayn's "The Two of Us" with Richard Briers at the Garrick, David Hare's "Slag" at the Royal Court, and "Born Yesterday," directed by Tom Stoppard at Greenwich.

In 1974, she returned to Broadway in "My Fat Friend." There soon followed "Knock Knock" with Charles Durning, "Mrs. Warren's Profession" (earning her a Tony nomination) with Ruth Gordon, and "Saint Joan." Then in the 1985-1986 season she appeared with Rex Harrison, Claudette Colbert, and Jeremy Brett in "Aren't We All?" and with Mary Tyler Moore in A. R. Gurney's "Sweet Sue." Outside New York, she was in "Misalliance" in Chicago with Irene Worth, (earning the Sarah Siddons and Joseph Jefferson awards), "Twelfth Night" at the American Shakespeare Festival, "California Suite," "The King and I," "Hellzapoppin'," "Les Dames du Jeudi," "Les Liaisons Dangereuses," "The Cherry Orchard," and in the early winter of 1991 starred with Stewart Granger and Ricardo Montalban in a Hollywood production of "Don Juan in Hell."

With her sister Vanessa as Olga, she returned to the London stage playing Masha in "Three Sisters" in 1991 at the Queen's Theatre, London, and later played the title role in a television production of *Whatever Happened to Baby Jane*, again with Vanessa. Highlights of her early movie career also include *The National Health*, *Everything You Always Wanted to Know About Sex*, *The Happy Hooker*, and *Getting It Right*. For American television she was seen in the series *Teachers Only*, *House Calls*, *Centennial*, and *Chicken Soup*, while for the BBC she starred in *The*

Faint-Hearted Feminist, A Woman Alone, Death of A Son, Calling the Shots, and Fighting Back. She played Broadway again in “Moon Over Buffalo” (1996) with co-star Robert Goulet, and starred in the world premiere of Tennessee Williams’ “The Notebook of Trigorin,” based on Chekhov’s “The Seagull.”

Her film career was revitalized in the 1990s and 2000s by such films as Bill Condon’s *Gods and Monsters* (1998, Oscar nominee and Golden Globe winner), Scott Hicks’ 1996 *Shine*, P.J. Hogan’s *Peter Pan*, Bill Condon’s *Kinsey*, and James Ivory’s *The White Countess*.

Redgrave openly discussed her health problems associated with bulimia and with her breast cancer diagnosis in December 2002. The latter was the cause of her death at her home in Kent, Connecticut on May 2, 2010. In 2012, the Folger Shakespeare Library acquired Redgrave’s collection of personal papers and photographs.

Margot Kidder (Mrs. Muldroone)

Born on Oct. 17, 1948, in Yellowknife, Northwest Territories, Canada, Margot Kidder was raised by her American-born father, Kendall, a mining engineer, and her British Columbia-born mother, Jill, a homemaker. Because of her father’s work, the family was required to move frequently and on occasion live in rather strange locations, including trailers, motel rooms and even a caboose. Her family’s transient lifestyle led Kidder to attend 11 different schools during her first 12 years. Following a trip to New York City where she saw a production of the Broadway musical “Bye, Bye Birdie,” Kidder was taken with the idea of becoming an actress. But early signs of her later struggles with mental illness became frighteningly apparent when she swallowed a handful of codeine pills in a suicide attempt following a breakup with a boyfriend. At the time, no one thought to send her to a psychiatrist and instead, her parents enrolled her in a boarding school to give her more stability. While there, Kidder studied drama and continued her acting training at the University of British Columbia. After graduating, she joined the Canadian Broadcasting Corporation in Vancouver and made her small-screen debut in the National Film Board production of *The Best Damn Fiddler from Calabogie to Kaladar* (1968), which won the Canadian Film Award for Film of the Year in 1969.



Following her first feature with the satirical *Gaily, Gaily* (1969), Kidder was dissatisfied by her performance in *Quackser Fortune Has a Cousin in the Bronx* (1970) enough to step back and study her craft further in New York City. She paid the bills by acting in TV commercials while attending classes, but soon returned to Los Angeles, where she met actress Jennifer Salt while on

an audition. The two moved in together into a Nicholas Beach house that was frequented by New Hollywood luminaries like Donald Sutherland, Steven Spielberg, and Brian De Palma. Kidder had romantic relationships with both Spielberg and De Palma at the time, and later revealed that she led a rather indulgent life of sex and drugs during this period.

Still struggling to find work, she finally landed her breakout role in De Palma's Hitchcockian thriller, *Sisters* (1973), which co-starred Jennifer Salt and Charles Durning. Kidder played the dual role of Danielle Breton/Dominique Blanchon, Siamese twins successfully separated as young children. With a budget of only \$500,000, the film proved a commercial and critical success, and established Kidder as an incipient Hollywood star.

Kidder went on to star in *The Gravy Train* (1974), written by Terrence Malick and co-starring Stacy Keach. She found further success in the holiday-themed slasher flick, *Black Christmas* (1974). Oscar winner George Roy Hill directed the actress in his historical adventure film about an air circus flier, *The Great Waldo Pepper* (1975) starring Robert Redford.

Kidder met her first husband, Thomas McGuane when she was cast in the film based on his novel *92 in the Shade* (1978), a sunbaked melodrama that boasted an impressive cast — Peter Fonda, Warren Oates, Burgess Meredith, and Harry Dean Stanton — and received positive reviews, but ultimately failed at the box office. Though Kidder and McGuane had a daughter, Maggie, the couple divorced after a year of marriage. By then, Kidder's career skyrocketed when she was cast in her most famous role, playing feisty reporter Lois Lane to Christopher Reeve's beloved superhero in *Superman: The Movie* (1978). Kidder was one of 100 actresses who auditioned and managed to beat out fellow finalist Stockard Channing for the role. While the lion's share of praise was heaped on newcomer Reeve and Gene Hackman's take on Lex Luther, Kidder more than held her own, showcasing both a fiery temperament touched by occasional sentiment and a palpable chemistry with Reeve.

The following year, newly minted star Kidder starred in the horror classic *The Amityville Horror* (1979), opposite James Brolin and Rod Steiger. Also in 1979, she married her second husband, actor John Heard, only to divorce a mere six weeks later. Returning to the role that made her famous, Kidder reprised the feisty Lois Lane for *Superman II* (1981), which was actually shot at the same time as the original. But because of Richard Donner's famous fallout with producers Ilya and Alexander Salkind, he was fired in favor of British director Richard Lester, which prompted considerable reshoots. After a starring turn in the friendship drama *Heartaches* (1981), she starred alongside Richard Pryor in the offbeat tragicomedy *Some Kind of Hero* (1982). Because of their steamy onscreen scenes, rumors swirled at the time that the two were romantically involved. Though Kidder initially denied them, the rumors turned out to be true. But by 1983, she had moved on and married third husband, French director Philippe de Broca, and divorced him a year later. She went on to appear as Lois Lane for the campy *Superman III* (1983), which co-starred Pryor and marked the critical and commercial low point of the series. Due to her very vocal complaints against the Salkinds and their replacement of Donner on *Superman III*, Kidder's role was significantly reduced to the bare contractual minimum, leading to the installment of Annette O'Toole as Superman/Clark Kent's new love interest, Lana Lang.

On the small screen, Kidder played Eliza Doolittle opposite Peter O'Toole's Henry Higgins in a cable adaptation of George Bernard Shaw's *Pygmalion* (Showtime, 1983) and made her TV miniseries debut in the French-Canadian co-production (1984), directed by de Broca. But her career was in a precipitous decline from which she was unable to recover. Following the little-seen psychological drama *Little Treasure* (1985) and an episode of *The Hitchhiker* (HBO, 1983-87), Kidder reprised Lois Lane one last time for the critical and commercial disaster known as *Superman IV: The Quest for Peace* (1987).



Meanwhile, after decades of battling extreme mood swings behind the scenes, the actress was diagnosed with manic depression in 1988, though Kidder flatly rejected both her doctor's conclusions and their prescribed course of treatment. She went on to star in the TV movie *Body of Evidence* (CBS, 1988) and the Canadian drama *White Room* (1990). The actress suffered a serious car accident while on the set of the Canadian production *Nancy Drew and Daughter* that injured three discs in her neck. Just as she did with her psychiatric diagnosis, Kidder refused treatment — in this case surgery — and spent the next two years confined to a wheelchair due to muscle spasms. She eventually submitted to surgery, but her insurance company refused to pay for her care and left Kidder with a whopping \$600,000 in medical bills, leaving the actress no choice but to declare bankruptcy.

Kidder appeared in the Canadian film *La Florida* (1993), had an uncredited appearance in the Western comedy *Maverick* (1994), starring Mel Gibson and Jodie Foster, and landed a guest starring role on the revival of *Burke's Law* (CBS, 1994-95). Following a recurring role as an acting teacher on the short-lived sitcom *Boston Common* (NBC, 1996-97), Kidder was back in the news once again, this time for a notorious incident that became an international tabloid spectacle. In April 1996, she was discovered by police sharing a cardboard box with a homeless man named Charlie in downtown Los Angeles after disappearing for four days. Her hair had been cut and her dental bridge removed to avoid being recognized. Kidder, who was suffering a severe manic-depressive episode, told police she was being stalked by the CIA and ex-husband Thomas McGuane. She was put into psychiatric care and was later released. Later in an appearance on *20/20* (ABC), Kidder recounted her ordeal and her lifetime of battling bipolar disorder, explaining that she had finally accepted her illness and was able to keep it in check with amino acids and mineral supplements.

The incident failed to slow her workload, and Kidder appeared in several Canadian-made features while landing episodes of *Touched by an Angel* (CBS) and *Law & Order: Special Victims Unit* (NBC). In the 2000s, Kidder settled into a quiet life in Montana, although she still worked regularly, and even became a U.S. citizen in order to participate in the electoral process. She appeared in a production of *The Vagina Monologues* (HBO) in 2002 and had a major supporting role in an adaptation of Fyodor Dostoyevsky's *Crime and Punishment* (2002), starring Crispin Glover as Raskolnikov. Touching on her *Superman* fame, Kidder played Bridgette Crosby for two

episodes of the long-running *Smallville* (The WB/The CW, 2001-2011), and went on to play Mia Kirshner's mother on an episode of *The L Word* (Showtime, 2004-09).

Following a two-episode arc on *Brothers & Sisters* (ABC, 2006-2011), Kidder returned to features with roles in *On the Other Hand, Death* (2008) and *Halloween 2* (2009), Rob Zombie's sequel to his remake of the classic slasher flick, *Halloween* (1978). Kidder next appeared in supporting roles in the western *Redemption: For Robbing the Dead* (2011) and Canadian crime drama *Real Gangsters* (2013). Kidder's film roles continued to slow as she moved into her mid-60s, but included a co-starring role in action comedy *The Dependables* (2014) and a continued association with *Real Gangsters* writer/director Frank D'Angelo, who cast Kidder in his films *The Big Fat Stone* (2014), *No Deposit* (2015), *The Red Maple Leaf* (2016) and *The Neighborhood* (2017). Kidder also appeared on an episode of *R.L. Stine's The Haunting Hour* (HUB/Discovery Family 2010-14), winning a Daytime Emmy for Outstanding Performer in Children's Programming in 2014. Margot Kidder committed suicide in her home in Livingston, Montana on May 13, 2018. She was 69. — Courtesy of the TCM website

Milestone Film & Video



In 34 years in film distribution and restoration, Milestone has built a reputation for releasing classic cinema masterpieces, groundbreaking documentaries, and American independent features. Thanks to the company's work in rediscovering and releasing important films such as Charles Burnett's *Killer of Sheep*, Kent Mackenzie's *The Exiles*, Mikhail Kalatozov's *I Am Cuba*, Marcel Ophuls' *The Sorrow and the Pity*, the Mariposa Film Group's *Word is Out*, Ayoka Chenzira's *Alma's Rainbow*, and Alfred Hitchcock's *Bon Voyage* and *Aventure Malgache*, Milestone has long occupied a position as one of the country's most influential independent distributors. Important contemporary artists who have co-presented Milestone restorations include Martin Scorsese, Francis Ford Coppola, Barbara Kopple, Steven Soderbergh, Thelma Schoonmaker, Jonathan Demme, Dustin Hoffman, and Charles Burnett.

In 1995, Milestone received the first Special Archival Award from the National Society of Film Critics for its restoration and release of *I Am Cuba*. Manohla Dargis at *LA Weekly* chose Milestone as the 1999 "Indie Distributor of the Year." In 2004, the National Society of Film Critics awarded Milestone with a Film Heritage award. That same year the International Film Seminars presented the company its prestigious Leo Award and the New York Film Critics Circle voted the company a Special Award "in honor of 15 years of restoring classic films." In November 2007, Milestone was awarded the Fort Lee Film Commission's first Lewis Selznick Award for contributions to film history. In January 2008, the Los Angeles Film Critics Association chose to give its first Legacy of Cinema Award "to Dennis Doros and Amy Heller of Milestone Film & Video for their tireless efforts on behalf of film restoration and preservation."

And in March 2008, Milestone was honored by Anthology Film Archive for its work in preservation.

The company won Best Rediscovery in the Il Cinema Ritrovato DVD Awards for its release of *Winter Soldier* in 2006 and again in 2010 for *The Exiles*. In 2015, Il Cinema Ritrovato honored Milestone for Best Blu-ray, for the *Project Shirley* series. In 2011, Milestone was the first distributor ever chosen for two Film Heritage Awards in the same year by the National Society of Film Critics for the releases of *On the Bowery* and *Word is Out*. The American Library Association selected *Word is Out* for its Notable Videos for Adults, the first classic film ever so chosen.

In December 2012, Milestone became the first two-time winner of the prestigious New York Film Critics' Circle's "Special Award" and also received another National Society of Film Critics Film Heritage Award, this time for the company's work restoring, preserving and distributing the films of iconoclast director Shirley Clarke. In 2019, Doros and Heller were honored with the Art House Convergence's Spotlight Lifetime Achievement Award and the Denver Silent Film Festival's David Shepard Career Achievement Award. In 2023, Milestone received the Ambler Cinematic Arts Award.

In 2009, Dennis Doros was elected as one of the Directors of the Board of the Association of the Moving Image Archivists (AMIA) and established the organization's press office in 2010. He served three terms on the board. In 2016, he was honored with AMIA's William O'Farrell Award in recognition for services to the field. From 2017–2021, Doros served as President of AMIA, and on the board of Co-ordinating Council of Audio-Visual Archives Associations. From 2018–2021, Doros was a member of the National Film Preservation Board, which helps select the Library of Congress's yearly additions to the National Film Registry.

Heller and Doros have lectured internationally on the importance of saving and screening films outside the mainstream. In recent years, Milestone premiered pristine restorations of Nancy Savoca's *Household Saints*, David Schickele's *Bushman*, Bridgett Davis' *Naked Acts*, Mikhail Kalatozov's *I Am Cuba*; Lois Weber's *Shoes* and *The Dumb Girl of Portici*; Kathleen Collins's *Losing Ground*; George T. Nierenberg's *Say Amen*, *Somebody* and *No Maps on My Taps*; the films of Rob Epstein and Jeffrey Friedman, including the Oscar®-winning *Common Threads*, Ayoka Chenzira's *Alma's Rainbow*, and Eleanor Antin's *The Man without a World*. They produced Ross Lipman's acclaimed essay film *Notfilm*.

In 2021, Milestone entered into a distribution agreement with Kino Lorber, which has allowed co-founders Doros and Heller more time to focus on the rediscovery and restoration of films that will delight viewers and challenge the cinematic canon. The pair — along with filmmakers Nancy Savoca, Rich Guay, Ira Deutchman, Mary Harron, Geoffrey Fletcher, and attorney Susan Bodine — have also been actively involved in the founding of a new non-profit organization, [Missing Movies](#), dedicated to addressing the current cinephile's dilemma — thousands of films that are no longer available to the public.

"They care and they love movies." — Martin Scorsese

“Among the distributors dedicated to the preservation and circulation of classic cinema, none deserves more commendation and affection than Milestone Film & Video, founded by Dennis Doros and Amy Heller in 1990.” — David Sterritt, Quarterly Review of Film and Video

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