

I AM NUMBER FOUR

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From DreamWorks Pictures comes “I Am Number Four,” directed by D.J. Caruso and starring Alex Pettyfer, Timothy Olyphant, Teresa Palmer, Dianna Agron, Callan McAuliffe and Kevin Durand. Michael Bay is the producer and David Valdes, Chris Bender and J.C. Spink serve as executive producers. The screenplay adaptation is by Alfred Gough & Miles Millar and Marti Noxon, based on the New York Times best-selling book by Pittacus Lore.

“I Am Number Four” is a suspense thriller about an extraordinary young man, John Smith (Alex Pettyfer), who is a fugitive on the run from ruthless enemies sent to destroy him. Changing his identity, moving from town to town with his guardian Henri (Timothy Olyphant), John is always the new kid with no ties to his past. In the small Ohio town he now calls home, John encounters unexpected, life-changing events—his first love (Dianna Agron), powerful new abilities and a connection to the others who share his incredible destiny.

When “I Am Number Four” hits theaters on February 18, 2011, the audience can expect it to deliver a suspense-filled movie experience featuring relatable, engaging characters grounded in the familiar realm of high school but caught up in a deadly manhunt.

The film’s classic dramatic elements are set to draw the audience into the thriller from the opening scene to the climax. The lead character, John Smith, is struggling with the realization that who he always thought he was and who he really is are polar opposites, and he must make up his mind whether or not to accept his destiny—and the sacrifices it entails.



As Producer Michael Bay says, “Number Four has a destiny that’s going to catch up to him whether he wants to face it or not. That’s where the drama of this movie comes from. This teenager finally finds what he’s looking for, but he can’t have it because he has to save the world first.”

At the same time, John is a typical teen, pushing boundaries, challenging his guardian Henri at every turn, but not fully realizing the consequences. It is real-life drama with high stakes.

The character-driven suspense will keep viewers on the edge of their seats. As Director D.J. Caruso explains, “The more you care about a character on a real level, when you put him or her in suspenseful situations, the more real and the more terrifying the suspense is going to be because you really feel for that character.”

Caruso found that combining the real-life drama the characters experience in “I Am Number Four” with their otherworldly abilities and keeping it “real” was both an enjoyable experience and a challenge for him as a filmmaker. “The thing I enjoyed the most was keeping the drama incredibly real so that when the fantastical kicked in, you were relating to it on a human level,” he says.

“If you take the real-world setting but root it in other-world mythology, along with a disenfranchised character longing for both love and a normal life, you have a really interesting mix of all these different dramatic elements that will make an exciting movie.” —D.J. Caruso, director

THE DIRECTOR SIGNS ON

Director D. J. Caruso (“Eagle Eye,” “Disturbia”) has enjoyed a long-standing relationship with Steven Spielberg and DreamWorks, so he was excited to helm “I Am Number Four.”

“My collaboration with DreamWorks started when I was directing a television series called ‘High Incident,’ explains Caruso. “Years later we teamed up on ‘Disturbia,’ then we worked together again on ‘Eagle Eye,’ which was another successful collaboration. I feel like I am part of the DreamWorks family, and it has become my home as a filmmaker.”



“I Am Number Four” is the biggest effects movie Caruso has ever done and he is finding Michael Bay’s experience as a director of such mega-hits as “Transformers” and “Armageddon” an invaluable help. “Michael has been very helpful with the physicality of what needs to happen on set when you are dealing with a CG character,” explains Caruso.



Producer Michael Bay equally admires his director, “D.J. has an incredible ability to get in touch with the reality of his young characters’ lives. It’s not easy to make an alien kid with super powers feel real—an authentic hero that audiences could relate to.”

Caruso was immediately captivated by the story of “I Am Number Four,” particularly the character of John Smith, played by Alex Pettyfer. “When DreamWorks sent it to me,” says Caruso, “I was really attracted to it from the character standpoint—this disenfranchised teenager who keeps moving around, not really putting down roots, and trying to figure out who he is. At the same time, he’s got this hidden destiny. I thought it was a really cool story.”

Bay was drawn to the story's unusual premise. "I've always been attracted to stories about ordinary people forced into extraordinary situations. Number Four is almost the opposite—an extraordinary guy who wants nothing more than to have a normal life," he says.

Caruso admits that he is interested in characters who are going through a dark period. "Through that darkness they figure out where the light is, and they find something good. What I enjoy exploring is the notion that you have to experience some bad things in order to grow up, and to find out who you are. Thematically, that happens in this movie as well."

"When I first saw the manuscript for the book, I knew it would make a great movie. It was a new twist on a classic concept, with a great combination of realism and action."—Michael Bay, producer

THE CAST AND CHARACTERS

The filmmakers were excited to put together a cast for "I Am Number Four" that would showcase the energy and intensity of the well-drawn characters.

The first task was to fill the role of John Smith, aka Number Four. Caruso knew he had to find someone with a strong personality who also had a sensitive side to portray the character. "John's extraordinary abilities make him very different from the other kids in school, which in turn makes it very hard for him to fit in," Caruso says.

"A lot of teenagers can relate to that, particularly those who have to move to a new town at that age," he adds. "Trying to integrate into high school is tough for anyone. There is a universal aspect to his character that the audiences can hang on to because even though he is superhuman, the emotions that he has are something that a normal teenager would be experiencing."

Many weeks went into the selection process as the filmmakers looked for that one actor who would have the attitude and physical prowess to bring John Smith to life. When Alex Pettyfer had his first read, D.J. Caruso knew that he had someone special on his hands. "I feel that Alex has a really special gift," Caruso says. "As interesting, attractive and dynamic as he is, he has an incredible vulnerability that really works for the character. I think it will make audiences fall in love with him."



Producer Michael Bay says of Pettyfer: "I've been watching Alex for a long time. He's got a ton of charisma and physicality. As Number Four, he brought a mix of strength and vulnerability that not a lot of young actors can pull off."

Alex Pettyfer was delighted to land the lead role of John Smith for two reasons. The first was Pettyfer's desire to work with D.J. Caruso. "D.J. is incredible," he explains. "I came onto this movie because I think he's got an amazing vision. He brings something different to the table. He brings science fiction into a world and makes it real," says Pettyfer.

The second was the story and the role. "It's a really cool premise," explains Pettyfer. "John Smith is at a point in his life where he has a choice and his dilemma is that he wants to be a normal kid but he has been given this destiny of becoming a warrior. He is initially very reluctant and has a James Dean 'Rebel Without a Cause' outlook. He has the kind of temperament that you feel could explode at any moment.

"John is trying to find out who he is and what he wants to do with his life," Pettyfer continues. "A lot of kids are going to relate to what he is going through in the story—being an outsider and trying to fit in."

Caruso chose actress Dianna Agron to play the pivotal role of Sarah. However, he didn't discover her by watching her Emmy® Award-winning television series, "Glee." "I don't watch a lot of television," Caruso says. "She came in to read very late in the process and she knocked me out. She's so dynamic, intelligent and beautiful. I thought she would be a great contrast to Alex with their very different personalities and the dynamic they have between them."

"Sarah is an outsider too because even though she's beautiful and at one time was popular, she made some decisions that made her not popular in the school anymore. So Sarah's sitting on the outside, and John's sitting on the outside. And together they find common ground."

—D.J. Caruso, director



Dianna Agron was immediately taken with the script. "What I loved about it was that the kids are quite mature and wise beyond their years," Agron explains. "They might not be quote-unquote 'cool kids' or be the ones that pursue typical teenage activities, but they have a lot of heart and spirit, and they go on an awesome journey together.



"I also loved the character of Sarah," Agron continues. "There are a lot of similarities to how I was in school. I love photography and I really started getting into it during high school, taking photos for the yearbook."

In the film, Sarah is immediately attracted to John. "John is quite unusual and they have a very intense connection right from the start," Agron

explains. “It gets deeper throughout the story. Their relationship is very romantic. It’s that young love that isn’t tainted by any sort of fear—when you haven’t had your heart broken five hundred times.”

Caruso was looking for someone very special to play the role of Number Six. She needed to be able to take on the intense stunt work that was required of the character. After a long search, he found actress Teresa Palmer (“Bedtime Stories,” “Grudge 2,” “Sorcerer’s Apprentice”). “Number Six is a really powerful, dark, mysterious character,” says Caruso. “Teresa embodies the sexy confidence that was required to pull off the role. She has an infectious energy that blew me away when she read for me.”



Palmer says of her character, “Six is equally as intimidating as she is enchanting, which makes her a force to be reckoned with. She is used to surviving on her own, making her a very enigmatic and mysterious character. Six has fighting skills; her precision and timing of blows is brutal and cunning, which makes her an incredible asset in battle.”

Palmer notes that Number Six is a complex character to play. “She’s been preparing herself for battle her whole life and is incredibly skilled in martial arts and sword-fighting, but she’s quirky in an introverted way. It’s a very exciting role and really different from anything I have ever done before,” Palmer says.

“I auditioned in my natural Australian accent,” recalls Palmer. “I think they were a bit skeptical about it at first, but after we talked about it, it seemed to make sense. All nine children wouldn’t have been dropped in America; it would have been too dangerous. It was a much more interesting idea to have them land in different countries and have different accents.”

Caruso handpicked Timothy Olyphant (“Justified,” “Live Free or Die Hard”) to play Henri, John’s guardian. “Timothy is a really dynamic person and has amazing acting rhythms,” says Caruso. “It’s been wonderful to see what he has done with the role of Henri and seeing him work with Alex. It’s not like the standard father-son relationship. It’s more like an older brother or an uncle who doesn’t really know how to handle a kid.”



“My character changes throughout the movie,” Olyphant explains. “In the beginning Henri is a guardian from the planet Lorien. His role is to protect this special child as he grows on the

planet Earth. As the story continues, John's unique abilities begin to develop and grow stronger and stronger. Henri helps him understand what his destiny is."

Reflecting on the relationship between Henri and John, Olyphant says, "I think it's just this wonderful sort of tension, where Henri loves John, but sometimes he just wants to strangle him. If we've done it right, you should see that Henri's both a bit of a hard-ass and dangerous character, but at the same time you see that he truly cares for him."

In addition to enjoying the role of Henri, Olyphant also had a very positive experience with director D.J. Caruso. "D.J.'s just a classy guy and a great director," he says. "Our conversations from the jump were really great and it felt like we were on the same page right from the beginning. I gave him my gut instinct about what I would like to do and he responded very positively."



Callan McAuliffe was about to get on a plane to go home to Australia, after completing work as the male lead in Rob Reiner's "Flipped," when he got a call to audition for the role of Sam. "Sam has a damaged soul," explains director D.J. Caruso. "Callan navigated his emotions perfectly. He is a natural actor who is both funny and charming."

"Sam is a borderline nerd, but never boring. He is the kind of guy who gets bullied a lot in school," McAuliffe says of his character. "People have always called him 'Spaceman.' He gets tormented all the time as a result of his interest in aliens. He got it from his father who spent all his time studying 'close encounters' and considered himself an 'ancient astronautologist,' if you will."

McAuliffe adds, "When Sam finds out that John is an alien, he's ecstatic! He is convinced that aliens have abducted his father and he hopes this might give him an opportunity to go and find him."

Kevin Durand plays the role of the Mogadorian Commander. "Kevin brought an unorthodox nature that made the Commander dangerous, yet compelling," Caruso says. "He has the ability to change the dynamics and rhythm of a scene that raises the bar for everyone involved."



"I met D.J. at his office," recalls Durand. "As soon as we shook hands, I knew this was going to be a really fun experience. He's very willing and happy to create something together. Within the structure of the script and the character, he allowed me to play and find those moments that can only come out of being spontaneous, which is really fun and exciting. It's so cool to work with someone who is that confident in his cast."

Durand explains his role as commander of the Mogadorian Army: “We’ve eradicated most of the Loriens, but nine children have escaped with their guardians and come to Earth. I’m tracking them down. Getting rid of them one by one, but I have to kill them in order, which makes it rather inconvenient.”



“I love the character of the Mog Commander. It’s just awesome to disappear into him and bask in the stuff he revels in; it’s so much fun. You feel like a tiger playing around with little bunnies.”

—Kevin Durand

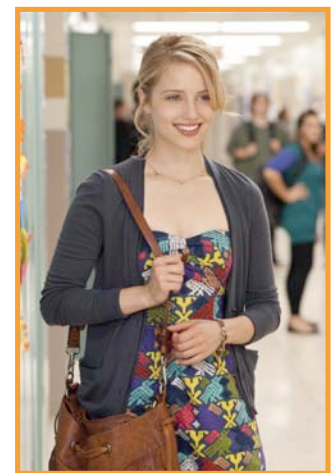
“The Commander loves this planet,” says Durand. “I think first and foremost, the thing he appreciates the most are all the toys. People on Earth have the luxury of cruising on the Internet, seeing movies, shopping and eating

all these wonderful things. He loves all the great junk food.”

CREATING TIME AND PLACE

Production Designer Tom Southwell has collaborated with Director D.J. Caruso on 10 previous occasions, six as his production designer. “When we first worked together,” recalls Southwell, “we came up with a system of communicating by using miniatures. We would strap a little camera to the top of a toy car and work out the car shots. On this movie, we built miniatures of the sets. D.J. would take his miniature camera to work out his camera angles. The storyboard artist would take that video and create sketches that everyone could look at and see the shots D.J. had planned.”

The story centers around a high school—the hub of the movie—so the film crew was in that setting for a long period of the film, both during the day and at night. The simplest way to get the shots was to use a real school; consequently a lot of the scenes were shot at Franklin Regional High in Murrysville, Penn. However, as Southwell points out, “There were certain sequences that we couldn’t shoot there because they involved mass destruction.”



The creative challenge for the director and his team was to take the high school “look,” which kids see every day, and make it more interesting. “One of the ways to achieve that is to use special lighting effects,” explains Southwell. “Another is by using color. I am constantly trying to influence the audience by using color because it is so psychological. You can make people feel

more frightened just by taking the color out. It creates an unnatural feel that makes them uneasy. Gradually they start to feel that something terrifying is about to happen.”

Southwell adds, “The same thing is true of light; the darker it gets, the more apprehensive you get, especially if you know a creature is about to come down the hall.”

Another interesting element in the production design of “I Am Number Four” is that the sheen of everyday objects became very important. As Southwell explains, “There is very little light at some points of the movie, and the only way you are able to see our characters is in silhouette from the shine that comes off the floor. The camera department shot tests on all our materials to make sure they were getting enough sheen and difference in textures.”

Since the school hallways were the setting for the majority of the physical, special-effects work on the film, Southwell also had to rig the sets for the numerous stunts and effects that would take place there—in addition to making the corridors visually exciting and menacing.

As Visual Effects Supervisor Greg McMurry explains, “There are a lot of different types of visual effects and action sequences, and there’s a real dynamic because the characters have different abilities. We also have creatures that we worked with ILM [Industrial Light and Magic] to create; one of which is the Piken, which are unleashed by the Mogadorians.”

Special Effects Coordinator Peter Chesney worked on the design and creation of the 3500-pound iron Piken. “The Piken represents the bad guy’s bulldog, basically a 1500-pound flying squirrel with teeth,” he says.

“We had a scene where John uses his telekinesis to smash a bunch of lockers in an effort to slow up the charging Piken,” recalls Chesney. Chesney built 24 100-pound hammers that would rise up on both sides of the hallway and swing in an arc, smashing into the back of 20 lockers. Then he used a golf cart to represent the Piken and raced it down the hallway as the hammers were released one at a time in a sequence of 12 parallels.

In another scene the team used real cinder-block walls for part of the set and launched the Piken at 20 miles per hour. “The trick was that it was done with a lot of aggressive camera moves,” explains Chesney. “So we actually had to break through everything before we filmed it so that we’d get the timing right. In a lot of the camera moves, where you’re doing a whip pan with the creature running through, we would set off sparks and back time it on video during rehearsal.”

Production Designer Tom Southwell comments on the stylistic changes in the movie. “The color palette for the film is very varied,” he says. “The movie opens in an isolated hut in the African jungle. It’s brief, but it’s enough to give you a sense that there is some terror to be had in this movie. Then it moves to the Florida Keys where John and Henri are living. They live on a beautiful white beach with palm trees and aqua clear water. It’s the perfect place for a teenager.”



Henri and John live in a stilt house that is like a beachcomber's hideaway. When John has a terrifying experience in the ocean one night, Henri realizes that they are in danger and tells John they have to leave. They grab all their belongings and leave no trace behind. "That was a big challenge," recalls Southwell. "The house sits on this beach of sugar sand and it's absolute paradise. We had to convince the owners to let us build a façade around the house to give us the look we wanted, and then to blow it up."

Henri and John are forced to go on the run and they end up in Paradise, Ohio. "It's still quite beautiful, but the colors are very pale. There is a visually boring aspect to it, maybe because it is so traditional," says Southwell.

Director D.J. Caruso wanted Alex Pettyfer's character John to dislike the new house in Ohio, so Southwell helped to convey that feeling by making the actual house less attractive and in direct contrast with John's previous idyllic place. Southwell decided to break open some walls as if a renovation had been taking place, and for some unknown reason it had just stopped. He showed beams and wiring so the characters would be sitting in an unfinished room.



This was in direct contrast to the warmth Southwell created in Sarah's home, where John would encounter the comfort of a true family environment for the first time.

THROUGH THE LENS

"Getting Guillermo Navarro as my director of photography was a gift," says D.J. Caruso. "I've been a fan of his over the years, but every time I checked his availability, he was already booked. Finally when 'The Hobbit' was pushed, his window opened up, and I jumped on it like a flash. It has been an incredible experience working with him."

"Guillermo Navarro's lighting comes from a very emotional place, which I much prefer to the technical side. Together we have formed this great synergy and the frames of the movie are just stunning."—D.J. Caruso, director

"I'm always on the lookout for movies that will allow me to create realities and not necessarily just document an existing reality," explains Navarro. "Even though, in this case, they are

completely tied to our existing realities, and contemporary to our world, there is the other story about characters visiting our world that opens up how we see ourselves in our surroundings—that was what triggered my interest in this film.”

Navarro explains how his approach evolved: “I think that I have accumulated cultural baggage through my process that has allowed me to see things in a particular way. That comes from



growing up in the third world where the visuals and the colors and the smells are very much a part of you. That’s how I grew up and how I fell into using images as a way to express myself. My strongest influence was a cinematographer called Ricardo Aronovich, who was a mentor for me when I was young. It’s not that I copied his style, but I learned from him how to prep a movie, how to make your point of view for what you can bring to the table and how to not have a bag of tricks or solutions. Many people expect movies to look a certain way:

Space movies should look like this or Westerns should look like this. I don’t believe it should be that way.”

Actor Timothy Olyphant is a big fan of Guillermo Navarro’s work. “‘I Am Number Four’ is going to look unbelievable,” says Olyphant. “Guillermo’s lighting is just outstanding.

“I really love the way he works as well,” Olyphant adds. “He’s named all his cameras after women in famous Spanish literature. His crew has worked on all of his films and he comes with a whole family of people. It’s a wonderful environment to be around. He brought a great atmosphere to the whole set. I felt like I was collaborating as much with Guillermo as I was with D.J.; he is so passionate and engaging. With both those guys it felt like a real dialogue was happening.”

GETTING IN THE ACTION

Aside from the drama of the relationships, the making of “I Am Number Four” required many different types of action sequences based on the needs of the characters in the story.

Actress Teresa Palmer had the majority of the stunt work to do in the movie. She began training about two months before shooting commenced in Pittsburgh. Explains Palmer: “I didn’t want to do Six the disservice of not knowing how to fight, so I worked with Peng Zhang, a talented fight coordinator who specializes in martial arts. We



worked extensively for a few months, concentrating on kicking form—side kicks, back kicks, front kicks—and then putting that together with sword work to create the fierce action. I also worked hand-in-hand with the stunt team lead by action coordinator Brad Allan, who trained me to be able to work like one of them. Our goal was to turn me into this character, not to fake it.”



Alex Pettyfer also had several stunt scenes he needed to master. His favorite was being thrown backwards into the school lockers at 40 miles an hour. “The action is so much a part of the scene, and you’re so involved in it as it’s going on all around you. That pressure really upped the adrenaline,

although jumping off a cliff backwards was one of the scariest things I have ever done,” says Pettyfer.

“I’m twenty years of age and I’m just a big kid. Not many guys get to experience what I’ve experienced. To go on a movie set and run around, and play with guns and jump off cliffs—that was really fun.”—Alex Pettyfer



MEET THE MOGADORIANS

It was a long process to develop the look of the Mogadorians. The filmmakers researched many different options and looks for them, hoping to walk the line between normalcy and eccentricity. In the book, the Mogs, just like the Loriens, look exactly like humans, except for their extraordinary height.

“The Mogadorians are an interesting race because they’re much larger than the Lorien race or the human race would be,” director D.J. Caruso explains. “They are all about seven feet tall, if not more. They have gigantic weapons and blasters, and they are used to getting whatever they want.

“The Mogadorians come in, they take over a planet and they don’t ask any questions. They are like evil Western gunslingers that would come through towns, kill the men, destroy everything and take the women and the children. That’s basically the Mogadorian way of life.”—D.J. Caruso, director

Caruso felt it would be more interesting if the Mogs were threatening, intimidating creatures—in addition to their height. He wanted them to appear humanoid, but cause a double take when people saw them. But it was important to the believability of the story that the Mogs could blend into American society. So for Costume Designer Marie-Sylvie Deveau, the most

challenging costuming aspects of the film centered on the clothes for the Mogadorians. “We needed to find the right image as well as provide for the requirements of the action,” she says.

Deveau watched a movie from the '70s called “The Great Northfield Minnesota Raid.” “We loved the long duster coats they were wearing,” says Deveau. “We wanted something dark because most of the shots with them were at night, so it gave a subtle, menacing look.”

The costumes were extremely hot to wear, however, especially in the heat of Pittsburgh and the Florida Keys in summer. Deveau had to use an air-cooling system under the costumes and the actors had to rest in air-conditioned tents between takes. It was also a problem for the makeup: if the actors were not kept cool enough, it could literally slide off their faces.

Making the Mogadorians taller than the average human being was another challenge. In order to help give the Mogs their ominous presence, the actors wore custom Kangool boots that made them seven inches taller and gave them their odd, slow gait. The Kangools were covered with a leather faux boot to give them the appearance of normal boots.

“We spent a while trying to make them look tall without having to use stilts,” explains Deveau. “Finally the stunt coordinator found these spring boots, so we built a shoe onto them. It gave the actors about seven to eight inches extra. Given that Kevin Durand, who plays the Mog Commander, is already 6’4,” those added inches made him very imposing.”

Kevin Durand adds, “There is a hard plastic cylinder underneath. In addition to making the commander a lot taller, they also add this peculiar movement that makes him even more unique.”

During the process of defining the Mog look, Deveau brought in some research that was centered on wardrobe. Included was a photo she came across in a European magazine where the model had a tattoo in the shape of hair on his head. The idea took root that on a Mogadorian, the “hair” was actually a tattoo. The team also came up with the premise that as the soldiers rose up through the ranks of the military system in Mogadore, their tattoo became more elaborate. All the Mogs have the same basic tattoo as the base of their design and then, depending on their rank and skill level, their tattoos become more distinct.

With all the specialized makeup, it took about two hours a day to turn an actor into a Mog. The individualized tattoos and the prosthetic makeup for the Mog Commander and his henchmen were based on designs created at KNB Effects in L.A, run by Howard Berger and business partner Greg Nicotero.

“When we were hired to design the look of the Mogadorians, we needed to create an alien race that was fresh and interesting, but still could assimilate into the general population on Earth. It was a difficult challenge we were ready to face and in the end came up with character makeups that allowed the actors to perform beneath their prosthetics and tattoos and bring the Mogs to life on screen.” —Howard Berger, SPFX Makeup

In addition to acting the role, Kevin Durand also had to learn a new language—Mogadorian. “When I first looked at it, I was a little intimidated by it,” Durand recalls. “I was like, ‘Wow! This doesn’t really sound like anything I’ve ever attempted to do before.’ I love doing accents and I speak a couple of different languages, but this language was really out there, which only makes sense.”

The Mogadorian language was created specifically for the movie and was influenced by ancient Latin, Slavic languages and English. It has its own set of rules so that the director could create and change sentences on set while filming the movie. Videotapes cataloguing the phonetics of Moganese were sent to the actors in order for them to learn and practice the unique language.

“I have to say, I got really obsessive with learning it word-by-word and then perfecting the pronunciation,” says Durand. “It took me quite a while, but now I can say I am a fairly eloquent Mogadorian speaker.”

“LEGACIES” COME TO LIGHT



Although Lorien is located in one of the furthest galaxies, it is very similar to Earth in that LORIENS breathe air and look exactly the way humans on Earth look...but that’s where the similarities end. Each of the nine children who managed to survive the destruction of Lorien and escape to Earth possess different unique abilities called “legacies.”

“An interesting thing about the legacies is that ‘the nine’ aren’t really sure what abilities they are going to inherit,” says Caruso. “As they mature and reach their teenage years, they start to discover things like lumen in their hands. It’s kind of painful, and they don’t really know what they’re supposed to do with that yet.”

“When I moved to Paradise, Ohio, and become John Smith, I begin to experience intense emotions that are triggered by Sarah,” says Alex Pettyfer. “I have these emotional highs and lows, which have built up from a mixture of jealousy and the fact that I am falling in love with her, and these intense emotions set off my abilities. The first time it happens is when I am in class one day. Mark, who used to be Sarah’s boyfriend, starts to really bug me and get on my case. I start to have this weird feeling. My hands begin burning and I am sweating profusely. As I run out of the room, I open up my hands and they burst out this light.”



Recalls Pettyfer, “I remember before I began working on the film, I was at dinner and I was putting my hand over a candle to see what it would feel like. Of course, I burned myself but that gave me a way to understand it. I realized that the lumen is not only a source of light but also a source of fire. I wanted to bring across in the film that the legacies are really painful while I am learning how to use them.”

The goal of the filmmakers was to make these abilities organic; for example, making the light appear to be coming out of Alex Pettyfer’s hands in a natural way. Director of Photography Guillermo Navarro explains his approach: “The character’s hands light up and become light sources, so we played with how that affects him and how it affects the environment. It was very tricky to find a way to patch a light to his hand without burning him, but once we figured it out it was very cool.”



“I also have telekinesis, which I discover in a humorous way,” Pettyfer says. “I have a big argument with Henri and pin him up against the house before I realize what has happened.”

“Number Six has the ability to make herself invisible,” explains Teresa Palmer. “She can disappear and then reappear in another part of the room. It’s basically teleporting. It’s an

incredible skill to have in a fight because she will be in the middle of battle, then suddenly she will disappear as they are about to strike and then reappear behind them, giving her final blow to their back. It’s a very useful power and looks great on screen.”

“We had to figure out the technique of getting Six to appear and disappear,” Palmer continues. “It was a great learning curve for me. There are some CGI elements and some physical SFX involved. It’s always challenging working against a green screen, but it was very cool.”

COSTUMES BY DESIGN

The key to costuming the main characters of John and Henri was to make them as nondescript as possible. “They have been traveling all over the world to escape the Mogs,” explains Costume Designer Marie-Sylvie Deveau. “It was very important for them to fit in, particularly John, because he is in high school. We decided that Henri would have a different profession wherever he goes. So when he arrives in Paradise, he’s a writer, so we gave him an artsy look, with sweaters and loose pants.”



“Sarah’s character is romantic and soft,” explains Deveau. “Even though she lives in a small town, she would look on the Internet to see what she would like to wear if she lived in New York or L.A. She has kind of an edge, and she stands out a little bit because she has a style of her own, but it’s soft, like her personality as an artist and a photographer.”

“Number Six has a really hard sexy, edgy look about her,” says Deveau. “We felt that she had traveled all over the world and picked up her look in Berlin.”

Deveau continues, “She’s one of those hero characters that always wears the same thing. She doesn’t have a guardian anymore, so she is more stylish and she doesn’t care if she gets noticed. There’s a complete contrast between Number Six and Number Four as it’s really important for John and his guardian Henri to be unnoticeable and to fit in.”



The filmmakers wanted Number Six’s style to be unique. “She rides a motorcycle so everything is dusty, ripped and very fitted. She wears things that are very sexy and contemporary, but there are details that are confusing, so you don’t really know where’s she’s from. The design of the costume had to be closely coordinated with the stunt coordinator to make sure that she was able to do all the wire work and tumbling required of the role,” explains Deveau.

Teresa Palmer was very happy with the look. “As soon as I read the script I had such a clear idea of who she was and what she was going to look like,” recalls Palmer. “Luckily, everyone else was totally on the same page. She is just such a bad-ass chick. She wears low-slung, tight black jeans with a big belt and a chain dangling down. I wanted her to have a tattoo that was easily visible and a skeleton ring. She is definitely out there.”

Palmer adds, “When I got to Pittsburgh, I started dressing more like Number Six with heavy boots, dark eyeliner and messy, straggly hair. I had to have extensions, which were a bit uncomfortable, but just perfect for the role.”

ABOUT THE CAST

ALEX PETTYFER (John/Number Four) began his acting career in 2005 in ITV’s adaptation of “Tom Brown’s Schooldays,” co-starring Stephen Fry and Jemma Redgrave. His big break came at age 15 when he beat out hundreds of young actors to score the title role in “Alex Rider: Operation Stormbreaker” for the Weinstein Co., opposite Mickey Rourke and Alicia

Silverstone. Following "Stormbreaker," Pettyfer went on to play the lead in "Wild Child," opposite Emma Roberts, about a rebellious girl shipped off to boarding school in the U.K.

Last year, Pettyfer shot the lead role in the feature film "Beastly," a modern and darker take on the classic fairy tale "Beauty and the Beast," opposite Vanessa Hudgens and Neil Patrick Harris. Daniel Barnz ("Phoebe in Wonderland") directed for CBS Films, and the movie is set to release March 2011.

Pettyfer also co-stars in Andrew Niccol's "Now," with Amanda Seyfried, Justin Timberlake and Cillian Murphy, slated for release in September 2011.

Born and raised in the U.K., Pettyfer currently lives in Los Angeles.

With an expansive list of diverse film and television credits, **TIMOTHY OLYPHANT (Henri)** is known for his poignant roles in both dramas and comedies. He is currently the lead of the FX series "Justified," which is based on Elmore Leonard's short story entitled "Fire in the Hole." Olyphant plays U.S. Marshall Raylan Givens, a modern-day, 19th-century-style lawman. The series premiere drew in 4.9 million viewers, the largest audience ever to air on FX. Due to the huge success of the show, the network picked it up for a 2nd season, which will debut in 2011.

This past year, he starred as the town sheriff in Breck Eisner's remake of the horror classic "The Crazies," which revolves around a small town beset by death and insanity after a plane crash lets loose a secret biological weapon into the water supply. He also starred in Gary Yates' independent feature "High Life," a comedy about four hapless junkies who plan to rob a bank. The film premiered at the 2009 Berlin Film Festival and won Best Canadian Feature at the 2009 Calgary International Film Festival.

In 2007, Olyphant starred in 20th Century Fox's "Hitman" and "Live Free: Die Hard."

Olyphant played the lead in David Twohy's "A Perfect Getaway" for Relativity Media, starring opposite Steve Zahn and Milla Jovovich. He also co-starred with Elisha Cuthbert and Emile Hirsch in 20th Century Fox's "The Girl Next Door." Olyphant brilliantly portrayed Kelly, the porn producer and ex-boyfriend of Danielle (Cuthbert), who tries to convince her to come back to the business. He also starred in Doug Liman's "Go," playing the role of Todd, a drug dealer being double-crossed by Ronna (Sarah Polley) and Claire (Katie Holmes).

Olyphant's other film credits include GreeneStreet Films' independent feature "Meet Bill," in which he co-starred opposite Aaron Eckhart and Jessica Alba; the romantic comedy "Catch and Release," starring opposite Jennifer Garner; and the film adaptation of Stephen King's best-selling novel "Dreamcatcher." He also appeared in Warner Bros.' "Rock Star"; Walt Disney Studios' "Gone in 60 Seconds"; New Line Cinema's "A Man Apart," "Scream 2" and "A Life Less Ordinary."

On television, Olyphant has enjoyed guest appearances on popular shows such as NBC's "My Name Is Earl," HBO's "Sex in the City" and ABC's "Samantha Who." He also had a recurring role

on “The Office” and recurred on FX’s Emmy® Award–winning show “Damages,” playing a mysterious love interest to Ellen (Rose Byrne). Olyphant garnered critical notice for his powerful portrayal of the tough, honorable natural-born leader Seth Bullock in HBO’s groundbreaking series, “Deadwood.” The show was nominated for the Screen Actors Guild Award® for Best Ensemble for the third season.

TERESA PALMER (Number Six), who was named one of Australia’s Stars of Tomorrow by Screen International in 2005, first caught the attention of audiences worldwide with her leading role in “2:37,” an Australian independent film that screened to acclaim at both the Cannes Film Festival and in Un Certain Regard and the Toronto Film Festival. The Australian Film Institute nominated Palmer as Best Actress for her complex portrayal of a high school student with a dark secret.

Palmer most recently starred opposite Nicolas Cage in Jon Turteltaub’s “The Sorcerer’s Apprentice” for Jerry Bruckheimer Films and Walt Disney Pictures. She also starred in Adam Shankman’s comedy “Bedtime Stories” alongside Adam Sandler for Walt Disney Pictures. She will next be seen starring opposite Topher Grace in Relativity Media’s ’80s coming-of-age comedy “Take Me Home Tonight,” which will be released in March 2011.

Palmer’s other film credits include Japanese director Takashi Shimizu’s “The Grudge 2,” in which she starred opposite Sarah Michelle Gellar and Jennifer Beals; a starring role alongside Daniel Radcliffe in Rod Hardy’s coming-of-age story “December Boys,” which was filmed on location in Australia; and “Restraint,” a psychological thriller, in which she starred with Travis Fimmel and Stephen Moyer.

Palmer is currently the spokesperson for the Australian-based cosmetics company Jurlique. She is from Adelaide, Australia.

DIANNA AGRON (Sarah) is best known for her character Quinn on the hit Fox television series “Glee,” which recently received a Golden Globe® Award and an Emmy®. After a successful launch of the first season, “Glee” aired for the second season in April 2010.

She was most recently seen in “The Romantics” alongside Katie Holmes, Anna Paquin, and Josh Duhamel.

Past television credits include “Numb3rs,” “Shark,” “Close to Home” and “CSI: NY.” She also had a recurring role on the critically acclaimed series “Veronica Mars,” acted as Debbie Marshall on the sci-fi hit “Heroes” and appeared in “It’s a Mall World,” a series of short films directed by Milo Ventimiglia.

CALLAN McAULIFFE (Sam) is a talented, young Australian actor who has already garnered praise for his numerous roles in theater, film and television. He has worked with some of the biggest names in the industry and he has emerged as one of Hollywood's most sought-after young actors.

McAuliffe made his U.S. film debut in the Rob Reiner film "Flipped," which premiered in the summer of 2010. After an international search Rob Reiner hand-picked McAuliffe to star as the lead character. Based on the novel by Wendelin Van Draanen, "Flipped" takes Bryce (McAuliffe) and Juli (Madeline Carroll) from grade school to junior high through triumph and disaster, family drama and first love, as they make the discoveries that will define who they are and who they are to each other. The Warner Bros. film also starred Aidan Quinn, Rebecca De Mornay and John Mahoney.

On television, McAuliffe will next be seen starring in the highly anticipated Australian mini-series "Cloudstreet," which will air in March 2011. Based on Tim Winton's literary masterpiece and multi-award-winning book, this is Australia's largest television production in the past decade. Past appearances include a role in the Australian Logie Award-winning television series "Packed to the Rafter," as well as "Comedy Inc." and "Blue Water High."

Internationally McAuliffe was last seen in the multi-award-winning "Franswa Sharl," a short film directed by Hannah Hilliard that tells the true story of a young boy (McAuliffe) as he grows up in his own, unique way—while on holiday in Fiji. An official selection at the 2010 Berlin Film Festival, the film received The Crystal Bear Award for The Top Short Film in the Generation Kplus section. It also won the IF Award from Inside Film magazine at the Flickerfest International Film Festival in Australia and Top Short in the Melbourne Film Festival. The film was also screened at the Edinburgh, Aspen, St. Tropez, Rhode Island and Palm Springs Film Festivals.

McAuliffe discovered his talent for acting at an early age. At age 12, he became the Head Chorister of the Scots College in Sydney and played the title role in "Oliver." In 2008 and 2009, he topped the prestigious London Trinity College musical theater exams in Sydney. With a natural talent as an actor and singer, as well as an ability to play a number of musical instruments, McAuliffe has created a wide variety of characters using accents that include British, Cockney, American and, of course, Australian.

He divides his time between Los Angeles and Sydney as he completes his education and focuses on performing. Recently, McAuliffe spent 3 months in the Australian Outback securing his Bronze Duke of Edinburgh Award by completing a survival course. He's currently working on his Silver Duke of Edinburgh Award in Africa this December.

Canadian-born **KEVIN DURAND (Mogadorian Commander)** has developed a versatile background, beginning in comedy and Broadway, then transitioning into television and film, illustrating his ability to captivate a wide range of audiences.

In 2009, Durand was nominated for a Saturn Award for his recurring character, Martin Keamy, on the popular series “Lost.” Durand was also a series regular on “Touching Evil” and the James Cameron hit series “Dark Angel.”

Durand was recently seen in the big-budget feature “Robin Hood” from Universal Pictures. He portrays Little John opposite Russell Crowe’s Robin Hood and Cate Blanchett’s Maid Marian.

Most recently, Durand completed production for Shawn Levy’s “Real Steel” for DreamWorks. He can also be seen in Screen Gems’ “Legion” as the angel Gabriel opposite Paul Bettany’s Michael and as Fred Dukes aka The Blob in the first origin film in the hugely successful X-Men franchise “X-Men Origins: Wolverine” alongside Hugh Jackman and Liev Schreiber.

Before his film career, Durand was voted one of Canada’s funniest new comedians. In addition, he originated the role of Injun Joe in “The Adventures of Tom Sawyer” on Broadway.

Durand is best known for his roles in James Mangold’s “3:10 to Yuma,” with Russell Crowe and Christian Bale; Joe Carnahan’s “Smokin’ Aces,” opposite Ben Affleck and Jeremy Piven; and Walt Becker’s “Wild Hogs,” with John Travolta, Tim Allen and Martin Lawrence.

Durand’s other credits include: “The Butterfly Effect,” opposite Ashton Kutcher; Jay Roach’s “Mystery, Alaska,” with Russell Crowe; Columbia Pictures’ “Winged Creatures,” opposite Forest Whitaker and Dakota Fanning; and Vertigo Entertainment’s “The Echo.”

He currently resides in Los Angeles.

ABOUT THE FILMMAKERS

Prior to directing “I Am Number Four,” in 2008, **D.J. CARUSO (Director)** directed the action-thriller “Eagle Eye,” starring Shia LaBeouf and Michelle Monaghan, which debuted at number one and was the 4th biggest opening in history for the month of September. The film went on to gross over \$200 million worldwide.

Prior to that, he directed the hit suspense thriller “Disturbia” which spent an impressive three consecutive weeks at number one in the box office. In 2005, Caruso directed “Two for the Money,” teaming Oscar® winner Al Pacino and Matthew McConaughey in a fast-paced story set in the world of high-stakes gambling. The film followed his 2004 hit “Taking Lives,” which starred Angelina Jolie and Ethan Hawke in a haunting thriller about an FBI agent on the trail of an elusive serial killer.

Although Caruso came up through the directing ranks in television by helming such shows as “The Shield,” Steven Spielberg’s “High Incident” and James Cameron’s “Dark Angel,” it was the directorial debut of his critically acclaimed feature film “The Salton Sea” that put him on a short list of directors to tap. The 2002 neo-noir thriller, starring Val Kilmer, was praised for its strong performances and visual technique.

In 1998, he teamed with Hollywood veteran screenwriter Frank Darabont on “Black Cat Run,” which proved to be HBO’s highest-rated world premiere movie that year. Caruso also has directed music videos for such bands as This World Fair and Airborne Toxic Event. He also was a guest judge on the Fox reality show “On the Lot.”

D.J. Caruso was born in Norwalk, Connecticut, and graduated from Pepperdine University where he studied production and played tennis. He began his career in the film industry as a production assistant and later was mentored by director John Badham.

ALFRED GOUGH & MILES MILLAR (Screenplay by) are a prolific writer/producer team with a string of successful hits on both the large and small screens. They are currently writing and developing an edgy remake of the 1970s classic series “Charlie’s Angels” for ABC. The one-hour drama will be set in Miami. As creators and executive producers of the critically acclaimed action-adventure series “Smallville,” Gough and Millar played a key role in making it the number-one show in the history of the WB Television Network. The series, currently shooting its tenth and final season, is the longest-running, comic book-based series of all time.

On the feature side, Gough and Millar are responsible for writing hits such as “Spider-man 2,” starring Toby Maguire, “Lethal Weapon 4,” starring Mel Gibson and Danny Glover, and “The Mummy: Tomb of the Dragon Emperor” for director Rob Cohen. They wrote the screenplay for the hit action-comedy “Shanghai Noon,” starring Jackie Chan, Owen Wilson and Lucy Liu, as well as the sequel “Shanghai Knights,” directed by David Dobkin.

Gough and Millar met in the Peter Stark Producing Program at the University of Southern California. After completing the program, the duo teamed up to form production company Millar/Gough Ink. The company has a first-look deal with Walt Disney Studios and produced the hit film “Hannah Montana: The Movie,” based on the hit Disney Channel series, starring teen phenomenon Miley Cyrus. The duo is currently writing and executive-producing the feature “Upgrade” for Paramount with Michael Bay producing and the musical “Monster High” for Universal Pictures.

MARTI NOXON (Screenplay by) is a versatile writer/producer who works fluidly through genres and mediums. Noxon has established herself as an in-demand creative voice, excelling with character-driven genre films that appeal to a broad audience.

Noxon’s next film is a reimagining of the classic cult horror film “Fright Night.” Opening in August 2011, the DreamWorks Studios film stars Anton Yelchin and Colin Farrell. Additionally, Noxon is currently developing “The Defenders,” with filmmaker Jon Hamburg for Kurtzman Orci Paper Products and Masi Oka.

Noxon has written and executive-produced for many critically acclaimed shows including “Buffy the Vampire Slayer,” “Grey’s Anatomy,” “Private Practice,” “Brothers & Sisters,” “Point

Pleasant” and “Still Life.” She has also acted as consulting producer for “Mad Men,” “Prison Break” and “Angel.”

Under her Grady Twins Productions banner that she co-runs with longtime collaborator and friend Dawn Olmstead, Noxon proves to be an all-around talent, building a thriving production company. She is currently producing projects for Lifetime, FX, the CW and NBC.

A graduate of UC Santa Cruz, Noxon currently lives in Hollywood with her two children.

For the last 15 years, **MICHAEL BAY (Producer)** has been one of the world’s boldest and most bankable filmmakers as both director and producer. His films have grossed over \$4 billion worldwide.

Since his 1995 breakout “Bad Boys,” Bay has directed a succession of international hits that have redefined the action genre, including “The Rock,” “Armageddon,” “Pearl Harbor,” “Bad Boys 2,” “The Island” and two “Transformers” films. The third movie in the franchise, “Transformers: Dark of the Moon,” will hit theaters July 4, 2011; it is Bay’s first live-action film shot entirely in 3D. Bay Films is one of the most cutting-edge production entities in Hollywood and continues to grow.

Through his Platinum Dunes production company, Bay has produced reinventions of “The Texas Chainsaw Massacre,” “A Nightmare on Elm Street” and “The Amityville Horror,” as well as the original “The Unborn.” With Platinum Dunes, Bay will reteam with Hasbro to produce a globe-spanning adventure film inspired by the storied “Ouija” board game, with production beginning later this year. Platinum Dunes is also readying a highly anticipated relaunch of the “Teenage Mutant Ninja Turtles” franchise.

Bay also owns one of the film industry’s premier special-effects companies, Digital Domain. A graduate of Wesleyan University and Art Center College of Design, Bay began his career as a distinguished commercial and music video director. He has won virtually every major award in the commercial industry, including Cannes’ Golden Lion, the Grand Prix Clio and the Directors Guild of America’s Commercial Director of the Year award. His “Got Milk?” campaign resides in the permanent collection of New York’s Museum of Modern Art.

DAVID VALDES (Executive Producer), one of the film industry’s busiest and most respected film producers, has enjoyed successful collaborations with such noted filmmakers as Clint Eastwood, Francis Ford Coppola, Frank Darabont and Kevin Costner and has helped launch the careers of a number of popular actors.

Valdes’ most recent projects as a producer were the action-adventure, “The Book of Eli,” starring Denzel Washington and Gary Oldman, and the acclaimed drama “The Assassination of Jesse James by the Coward Robert Ford,” starring Brad Pitt and Casey Affleck, for director Andrew Dominik. He was also executive producer on “Babylon A.D.,” starring Vin Diesel.

In 2000, he received an Academy Award® nomination for Best Picture for “The Green Mile,” which received a total of four Oscar® nominations. His additional motion-picture producer credits include the Western “Open Range,” directed by Kevin Costner and starring Robert Duvall, Annette Bening and Michael Gambon; the reimagining of “The Time Machine,” based on H.G. Wells’ classic novel; “Turbulence,” featuring Ray Liotta and Lauren Holly; “A Perfect World,” starring Kevin Costner and Clint Eastwood; and “The Stars Fell on Henrietta,” starring Robert Duvall and Aidan Quinn. He successfully teamed Clint Eastwood and Charlie Sheen in “The Rookie” and likewise paired Dudley Moore and Kirk Cameron in “Like Father, Like Son.” He served as a producer on “Pink Cadillac” and on the last of the popular Dirty Harry movies, “The Dead Pool,” which marked the feature-film debuts of Jim Carrey and Liam Neeson. In total, Valdes has collaborated on 17 films with Clint Eastwood.

Valdes was sole executive producer on Eastwood’s acclaimed revisionist Western “Unforgiven,” which won four Academy Awards®, including Best Picture; and Wolfgang Petersen’s multiple Oscar®-nominated hit “In the Line of Fire.” He was also the executive producer on Eastwood’s critically acclaimed biopic “Bird,” starring Forest Whitaker, and “White Hunter, Black Heart,” and collaborated on four films with Francis Ford Coppola, most recently as the executive producer on the Vietnam War-era drama “Gardens of Stone.”

Among his extensive television credits is his tenure as a director of the innovative series “Moonlighting.” Valdes worked in all television formats—movies-of-the-week, series, commercials, and music videos—before finding his niche as a film producer.

A California native, Valdes earned a Bachelor of Theatre Arts degree from UCLA, magna cum laude, and began his film career as an assistant director alongside such esteemed directors as Martin Scorsese, Wim Wenders, Clint Eastwood and Francis Ford Coppola. The films on which he worked include “Raging Bull,” “Oh God! Book II,” “Any Which Way You Can,” “Hammett,” “The Outsiders,” “Rumble Fish,” “Sudden Impact” and “Tightrope.” He segued into producing as an associate producer on Eastwood’s “Pale Rider” in 1984.

Valdes is a member of the Academy of Motion Picture Arts & Sciences, the Directors Guild of America, the Producers Guild of America and the American Film Institute. He currently sits on the Board of Directors for the Latino Theater Company (LTC) and is also a mentor to graduate students at the USC Peter Stark graduate producers program.

CHRIS BENDER and JC SPINK (Executive Producers) established Benderspink in November of 1998 with “American Pie” in post-production and 14 writer clients signed to their management company. Their film production arm has had a successful first look deal with New Line Cinema for over 10 years.

They have produced or developed projects that have grown into five franchises in various genres: “Final Destination,” “American Pie,” “The Ring,” “Cats and Dogs” and “The Butterfly Effect.” Eight of their movies have opened to number one and Bender and Spink were nominated for a Golden Globe® for “A History of Violence.”

Benderspink has continued to make diverse feature films over the past 10 years, including “Just Friends,” “Monster-in-Law,” “Red Eye,” “Leap Year” and “The Hangover.” They recently finished shooting “Arthur,” starring Russell Brand and Helen Mirren, which will be released by Warner Bros. in April 2011, and they are executive producers on “Hangover II,” which is currently filming.

GUILLERMO NAVARRO (Director of Photography) is a long-standing collaborator of Guillermo Del Toro. Navarro has shot all of Del Toro’s films since “Cronos,” with the exception of “Mimic” and “Blade II,” and includes “The Devil’s Backbone,” “Hellboy II: The Golden Army,” “Hellboy” and “Pan’s Labyrinth,” for which he won an Oscar® for Best Achievement in Cinematography.

Navarro draws on an endlessly rich palette, in perfect accord with the worlds created by Del Toro in “Cronos,” which won the Critics Award at the 1993 Cannes Film Festival and was the official Mexican entry for Best Foreign Film at the Academy Awards®.

In addition to his collaborations with Del Toro, Navarro has also worked as cinematographer on several films by another compatriot, Robert Rodriguez, including “Desperado,” “From Dusk till Dawn,” and “Spy Kids.” His other credits include Quentin Tarantino’s “Jackie Brown,” Renny Harlin’s “The Long Kiss Goodbye,” Rob Minkoff’s “Stuart Little,” Mark Dippé’s “Spawn,” Jon Favreau’s “Zathura,” and Shawn Levy’s “Night at the Museum.” Navarro, who began his career filming documentaries in South America, also shot the Emmy®-nominated National Geographic special, “Lost Kingdoms of the Maya.”

TOM SOUTHWELL (Production Designer) reteams with D.J. Caruso, having served as production designer on “Disturbia,” “Two for the Money,” “Taking Lives,” “The Salton Sea,” the director’s HBO film “Black Cat Run,” and as storyboard artist on “Nick of Time” and “Drop Zone.”

In addition to designing, Southwell has worked in many different capacities in the art departments of feature films—art director, conceptual artist, illustrator and graphic designer. Six of the films he worked on were nominated for Academy Awards® in the art direction category. The first major film he worked on was “The Godfather: Part II” as a set dresser. As an art director, he worked on “Mighty Joe Young” and was the visual-effects art director on “Executive Decision.”

His credits as a conceptual artist include “X-Men,” “Man on the Moon,” “Dr. Dolittle” (1998), “U.S. Marshalls,” “Twilight” (1998), “The Devil’s Advocate,” “Nick of Time,” “Mission: Impossible,” “The Sandlot,” “Demolition Man,” “Hearts and Souls,” “Under Siege,” “Flatliners,” “Gremlins 2” and “Major League.”

As an illustrator and/or graphic designer, Southwell contributed to the feature “Minority Report.” His long list of credits in these roles also includes “Eraser,” “Basic Instinct,” “City

Slickers,” “Arachnophobia,” “Lethal Weapon 2,” “The Color Purple,” “Romancing the Stone,” “Annie” (1982) and “Blade Runner.”

Southwell received a Bachelor of Fine Arts degree in communication design from Pratt Institute in New York and studied at the New Rochelle Academy in New York State. He has been a member of the Academy of Motion Picture Arts and Sciences since 1980.

MARIE-SYLVIE DEVEAU (Costume Designer) created the costumes on four other films directed by D.J. Caruso: “Eagle Eye,” “Disturbia,” “Two for the Money” and “Taking Lives.” Her work can also be seen in Raja Gosnell’s comedy “Yours, Mine and Ours,” with Dennis Quaid and Rene Russo, and in Simon West’s “When a Stranger Calls.”

Her additional film credits include the costumes created for “The Perfect Man,” co-starring Hilary Duff and Heather Locklear; Mike Figgis’ “Cold Creek Manor”; “Levity”; Phil Alden Robinson’s “The Sum of All Fears”; “Serendipity”; “Angel Eyes”; “Urban Legend: Final Cut”; Rob Cohen’s “The Skulls”; Mike Newell’s “Pushing Tin”; “The Mighty”; “Mimic”; “Fly Away Home”; and the Adam Sandler comedy “Billy Madison.”

For television, Deveau created costumes for the pilot of the hit television series “Desperate Housewives,” “Mr. Headmistress,” “F/X: The Series” and “Matrix” and for the telefilms “Harrison Bergeron” and “Thicker Than Blood: The Larry McLinden Story.”

PETER CHESNEY (Special Effects Coordinator) has worked on a range of motion pictures as special effects supervisor and/or coordinator. His credits include “Dark Water,” “The Ring 2,” “The Ladykillers,” “Looney Tunes: Back in Action,” “Cats and Dogs,” “The Man Who Wasn’t There,” “O Brother, Where Art Thou,” “Inspector Gadget,” “The Truman Show,” “The Big Lebowski,” “Men in Black,” “Tremors II: Aftershocks,” “Vampire in Brooklyn,” “Waterworld,” “The Hudsucker Proxy,” “Forever Young,” “Pet Sematary II,” “Honey I Blew Up the Kid,” “The People Under the Stairs,” Stephen King’s “Graveyard Shift,” “Young Guns II,” “Child’s Play,” “The First Power,” “Pacific Heights,” “Miller’s Crossing,” “Pet Sematary,” “K-9,” “A Nightmare on Elm Street,” “Honey, I Shrunk the Kids,” “Bill and Ted’s Excellent Adventure,” “The Serpent and the Rainbow,” “Friday the 13th, VII : The New Blood,” “Tapeheads,” “Lady in White,” “A Nightmare on Elm Street III,” “Dream Warriors,” “Dudes,” “House II: The Second Story,” “Raising Arizona,” “Amazon Women on the Moon,” “Quiet Cool,” “Vamp,” “Wired to Kill,” “Where Are the Children?” and “The Osterman Weekend.” He also served as special effects supervisor on “Conan: The Adventurer.”

HOWARD BERGER and **GREGORY NICOTERO (SPFX Makeup)** founded KNB EFX Group, Inc. in 1988, and over the past 23 years, they have become one of the most prolific special makeup effects studios in Hollywood. Specializing in character prosthetics, animatronics, creatures and

replica animals, Berger and Nicotero have over 700 feature film and television credits including “Inglourious Basterds,” “The Transformer Trilogy,” “Kill Bill 1 & 2,” “Predators,” “Splice,” “The Mist,” “The Book of Eli,” “Drag Me to Hell,” “The Last Exorcism,” “Hostel 1 & 2,” “The Green Mile” and “Piranha 3D,” to name a few.

Last year they completed work on the third installment of the “Narnia” series, “Voyage of the Dawn Treader,” and handled the acclaimed undead creations for AMC’s horror/drama series “The Walking Dead,” where Nicotero acted as second unit director and consulting producer. They just completed work on “Spy Kids 4,” “Dolphin Tale” and “Fright Night” for DreamWorks Studios.

In the past, films like “Sin City” have been lauded for the character prosthetics created for Mickey Rourke and Benicio Del Toro and won them the 2005 Hollywood Film Festival Award for Make-Up of the Year. KNB received the 2001 Emmy® Award for Best Visual Effects for the mini-series “Dune,” as well as multiple nominations and awards from the Academy of Science Fiction, Fantasy and Horror in recent years. Their contributions to “The Cell” and “The Time Machine” earned Academy Award® nominations for Best Makeup while the fantasy characters for “The Chronicles of Narnia: The Lion, the Witch and the Wardrobe” won them both the British Academy Award and Academy Award® for Best Achievement in Makeup in 2006. This year they were awarded their second Emmy Award for their realistic battlefield prosthetic work on Steven Spielberg’s “The Pacific” series on HBO.

Berger and Nicotero met while filming “Day of the Dead” in Pittsburgh, Penn., in 1984 and became fast friends. Nicotero moved to Los Angeles and worked with Berger at numerous makeup-effects studios until the two decided to open their own studio.