



FOX SEARCHLIGHT PICTURES
Presents

A VOLETTA WALLACE FILMS / BY STORM FILMS / STATE STREET PICTURES
and BAD BOY FILMS Production

A GEORGE TILLMAN, JR. FILM

NOTORIOUS

ANGELA BASSETT
DEREK LUKE
JAMAL WOOLARD
and ANTHONY MACKIE
ANTONIQUE SMITH
NATURI NAUGHTON
KEVIN PHILLIPS
DENNIS L.A. WHITE
MARC JOHN JEFFERIES
JULIA PACE MITCHELL
AUNJANUE ELLIS
JOHN VENTIMIGLIA
C. MALIK WHITFIELD

Introducing CHRISTOPHER JORDAN WALLACE
as Young Christopher Wallace

DIRECTED BY GEORGE TILLMAN, JR.
WRITTEN BY REGGIE ROCK BYTHEWOOD
..... and CHEO HODARI COKER
PRODUCED BY VOLETTA WALLACE
..... WAYNE BARROW
..... MARK PITTS
..... ROBERT TEITEL
..... TRISH HOFMANN
EXECUTIVE PRODUCER SEAN COMBS
DIRECTOR OF PHOTOGRAPHY MICHAEL GRADY
PRODUCTION DESIGNER JANE MUSKY
FILM EDITORS DIRK WESTERVELT
..... STEVEN ROSENBLUM A.C.E.
COSTUME DESIGNER PAUL A. SIMMONS
MUSIC BY DANNY ELFMAN
CASTING BY TRACY "TWINKIE" BYRD
CO-PRODUCER GEORGE PAASWELL
MUSIC SUPERVISORS FRANCESCA SPERO
..... BARRY COLE

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NOTORIOUS

“Can’t change the world if we can’t change ourselves . . .”

-- The Notorious B.I.G.

NOTORIOUS charts the remarkable rise of Christopher “The Notorious B.I.G.” Wallace – who, in just a few short years, shot from the tough streets of Brooklyn to the heights of hip-hop legend. Peeling back his mythic image eleven years after his tragic death, NOTORIOUS reveals the tumultuous and all-too-brief journey of a blazingly talented, fiercely determined young man whose unforgettable rap stories of inner city street life, with their raw truth and vivid rhymes, became emblematic of a whole generation’s brutal reality and its dreams of escaping it for something bigger.

The story follows the young Biggie (portrayed by Wallace’s real-life son Christopher Jordan Wallace as a youngster and Brooklyn rapper Jamal Woolard as an adult) from his surprising youth as a Catholic school honor student whose proud mother (Angela Bassett) tries to keep him off the street corners to his years as a tough teenage drug dealer, and then to his life-changing move into young fatherhood, as his girlfriend Jan (Julia Pace Mitchell) gives birth to his daughter, prompting him to go on a mission to provide for his child by any means — legal or not. But everything changes when a “freestyle” rap tape that Biggie created just for fun ends up with B.I.G. Daddy Kane’s DJ Mister Cee (Edwin Freeman), and eventually in the hands of ambitious rap impresario Sean “Puffy” Combs (Derek Luke), whose marketing savvy and production genius transform Biggie into a cultural sensation almost overnight.

Now, with his career taking off into superstar territory, Biggie finds himself with “mo’ money, mo’ problems” and is under all kinds of new pressures. His managers, Wayne Barrow (C. Malik Whitfield) and Mark Pitts (Kevin Phillip), attempt to keep the young man’s feet on the ground and mind in the studio, as he juggles the demands of recording, fatherhood and marriage to fellow Bad Boy artist Faith Evans (Antonique Smith) not to mention his complicated friendship with fellow Junior M.A.F.I.A. member Kimberly “Lil’ Kim” Jones (Naturi Naughton) and the increasingly heated rivalry with West Coast rapper Tupac Shakur (Anthony Mackie.)

But just as Biggie starts to come into true manhood and solidify his musical legacy as the creator of one of hip-hop’s greatest bodies of work, fate has other plans.

Fox Searchlight Pictures presents a Voletta Wallace Films/By Storm Films/State Street Pictures and Bad Boy Films production, **NOTORIOUS**, directed by George Tillman, Jr. (SOUL FOOD, MEN OF HONOR), from a script by Reggie Rock Bythewood and Cheo Hodari Coker. Producers are Biggie’s

mother Voletta Wallace, former managers Wayne Barrow and Mark Pitts, Robert Teitel and Trish Hofmann. Sean “P Diddy” Combs serves as the film’s Executive Producer and George Paaswell is the co-producer.

NOTORIOUS

ABOUT THE PRODUCTION

"I GOT A STORY TO TELL" – -DEVELOPING NOTORIOUS

The extraordinary life and legacy of Christopher “The Notorious B.I.G.” Wallace, along with his untimely death at the age of 24 at the height of his creative power just as he was getting started, have long made him one of music’s most enigmatic icons. Known as a raw, impassioned poet of the streets who gave a resounding baritone voice to the inner city voiceless and whose powerful influence continues to be heard across the whole spectrum of contemporary hip-hop music, Notorious B.I.G. (also known as Biggie and Biggie Smalls) has become a lasting legend. More than a decade after his death, kids are still memorizing every word on his records, artists are still inspired by his swagger, style and ability to capture the drama of urban city life in whiplash wordplay, and the world is still riveted by a story rife with music, glamour, danger and improbable dreams realized.

But who was the real man – the son, father, husband, friend and artist – behind that legend?

NOTORIOUS, a film sparked by a trio of producers who knew Christopher Wallace intimately – his mother, Voletta Wallace, and his former managers, Wayne Barrow and Mark Pitts -- tackles that compelling question and explores the profound importance of Biggie’s music at the same time getting to the heart of his humanity. In the decade following Biggie’s still unsolved murder, numerous people approached Voletta Wallace, as well as Barrow and Pitts, with plans for making a movie about the rapper’s volatile and vibrant life. For all those years they said “no” – wanting to assure that any film about him would be as authentic and true to raw reality as The Notorious B.I.G. was in his own storytelling.

Their hope was that one day they would be able to make a movie that would not censor or sensationalize Christopher Wallace’s life, but rather unfold the full complexity of the man – the good and the bad, the beauty and the brutality – and ensure that the whole scope of his journey from the streets to manhood was preserved respectfully and artistically. Wallace, Barrow, and Pitts were finally able to do that by producing NOTORIOUS themselves.

“People listen to his music and that’s what they know, but that’s not the only thing we wanted people to walk away from with this movie,” Barrow says of the threesome’s hopes for the film. “We wanted audiences to walk away with a picture of exactly what Ms. Wallace raised her son to be: Christopher Wallace, the man.”

Wallace was born on May 21, 1972 and grew up in one of Brooklyn's poorest and toughest neighborhoods, Bedford Stuyvesant. He revealed a talent for rapping at a very young age and was already recording by the time he was a teenager. Although he was a smart and accomplished student, at the age of 17, attracted to the fast cash and high lifestyles of the drug dealers he saw around him, he dropped out to lead a life on the streets. Becoming a father only heightened his ambition to make ends meet by whatever means necessary. But when a demo tape he made fell into the hands of rap's rapidly rising producer, Sean "Puffy" Combs, those means changed radically. Combs signed Biggie instantly and made his rocketing success the cornerstone of his new Bad Boy Records.

First known as "Biggie Smalls," then as "The Notorious B.I.G.," Wallace won a massive following by spinning funny, gritty tales of the real violence he'd encountered on the streets, painting a sometimes shocking, but always deeply true, portrait of inner city America. His rare mix of complete street credibility and undeniable commercial appeal reinvigorated the entire hip-hop world, raising the bar on its lyrics and helping to make the culture profoundly relevant again. After racking up a number of hits and becoming the biggest solo male act on both the pop and R&B charts, it seemed that The Notorious B.I.G. was just beginning an incredible and unprecedented career. But on March 9, 1997, as Wallace was leaving a *Vibe Magazine* party after the Soul Train Music Awards, he was shot and killed by an unknown assailant.

While Wallace would be cut down, his music would not. Shortly after his death, his second album was released and instantly went No. 1, and he became the first artist ever to have two posthumous No 1 hits. Since then, his influence has continued to resonate across the music industry, kept alive by the many artists whose careers he helped to jumpstart, from P. Diddy to Jay-Z, and the broader future for hip-hop he helped to forge.

Those were the facts, but the filmmakers wanted to dig much deeper into the life and times of Christopher Wallace to get to what really drove him. To create a full-fledged, no-holds-barred portrait of how The Notorious B.I.G. came to be the man he was, the team brought in a screenwriter who already knew every piece of his remarkable story: Cheo Hodari Coker, the author of Unbelievable: The Life, Death, and Afterlife of the Notorious B.I.G. and contributor to *Rolling Stone*, *Spin*, *Los Angeles Times*, and *VIBE*, was the last person to interview Wallace, speaking at length with him the night before he was murdered.

Coker says that his many long interviews with Biggie left him with the indelible impression of a young man who had already lived a lifetime. "Christopher Wallace only lived to be 24 years old, but they were an epic 24 years," he says. "For me the biggest challenge was doing service to his career as a musical legend, while also capturing the nuances of his personality. He was funny. He was playful. He was a joy to interview because he was so open."

Not only did Coker have the benefit of having done more than five hours of one-on-one interviews with Wallace, he also, in the year's following Biggie's death, amassed dozens of conversations with many of the principal figures in Wallace's life, including Voletta Wallace, Mark Pitts, Wayne Barrow, Faith Evans, James "Lil Cease" Lloyd, DJ Enuff, DJ Mister Cee, Sean "Puffy" Combs, Damien "D-Roc" Butler, and many of the other real life people featured in the film.

All of this went into carving out a view of Biggie that melds each of the disparate elements of his life -- the rough code of the streets, his intimate relationships with family and friends and the transcendent power of his music -- into a kaleidoscopic portrait.

"Biggie was a genius at encapsulating entire moments of his life into a three and half minute song, and that's the same trick I hoped to pull off in 119 pages as a screenwriter," Coker says. "I wanted to pick vivid moments that would symbolize and summarize all the years of his life, and fit them all together visually the way Biggie did it musically for 'Ready To Die' or 'Life After Death.'"

Coker also had the advantage of being able to pull from stories that Wallace had confided to him during their interviews, adding subtle nuances and details to the screenplay. For example, Coker always loved the tale of how, in his lean early days, the rapper didn't want his mother to know he was dealing drugs, so he would hide all of his designer clothes—the Izod and Le Tigre shirts, his jewelry and other spoils -- in a footlocker on the roof of his 226 St. James apartment building — and change into 'fresh' clothes for Fulton street as soon as she wasn't looking.

"It's just another little thing that makes it clear that Christopher Wallace and The Notorious B.I.G. were two completely different people," Coker comments.

Screenwriter Reggie Rock Bythewood, who penned Spike Lee's critically acclaimed GET ON THE BUS as well as writing and directing DANCING IN SEPTEMBER and BIKER BOYZ, also came on board to deepen the character relationships, and add his own probing view into Biggie's life, influence and appeal not only to hardcore hip-hop fans but to anyone who heard his full story.

"I wanted to go against the grain of what is usually looked at when you make a movie about somebody's life," Bythewood explains. "The questions I wanted to ask were: what were his flaws as a human being? How did all that feed into his music and the choices that he made?"

He continues: "I think what makes Christopher Wallace so interesting is that sometimes he seems to represent the worst of what people think about young black men; yet on another level, he symbolizes the best of young black men -- as dutiful sons, attentive fathers, loyal friends. I hope the film's exploration of that duality will challenge's peoples perspectives -- both on Christopher Wallace and on ourselves."

Both Coker and Bythewood ultimately came to see Wallace as a kind of chameleon who repeatedly and successfully changed colors, while trying to be all things to all kinds of people. Each of

his identities became integral to the story – from “Chrissy Pooh” the apple of his mother’s eye; to “Big Chris” the adolescent crack dealer; to “Biggie Smalls” the corner freestyle rap king; to “The Notorious B.I.G.,” the music superstar; and finally full circle back to Christopher Wallace, the grown businessman looking out for his family and the future of hip-hop.

Bythewood summarizes: “Who he was for Lil’ Kim was totally unique from who he was for Faith, and how he was with each of them was also different from who he was to his mother. That was his appeal as a person, and it was also his genius as an artist. In his records, women would hear one thing, the gangsters another thing, the hip-hop critics something else, and the average person listening to the radio would hear something else. But I think all of them agreed that he was one of a kind and that’s what we set out to capture.”

SOMETHING BIG: BUILDING THE TEAM

With a screenplay bristling with all the intense situations and colorful personalities that surrounded Christopher Wallace on his journey, the filmmakers next set out to find a director who could bring it to life with both honesty and creativity. The bill was tough to fill. They were looking for someone who was already a fan of the Notorious B.I.G., who understood the rhythm and flow of his rhymes, and who would have insight into where he was coming from and how he accomplished so much in so short a time. They found that combination in an unexpected person: George Tillman, Jr., the director best known for the family-oriented comedy hits SOUL FOOD and BARBER SHOP.

Tillman might not be known as rough-hewn urban director but he had a vital, long-time personal relationship with the Notorious B.I.G.’s music, vividly remembering driving out to California for the first time with his friend Robert Teitel (who would go on to become his producing partner) with only a few hundred dollars and “Ready To Die” in the tape deck. Driven by his love for the man and the music, he jumped at the chance to prove that he could take on this story in the spirit that Biggie would have appreciated. “If you listen to his rhymes, Biggie told stories, and as a filmmaker, what I am is a storyteller so I related to that. I wanted to tell his story in the way he liked stories to be told,” Tillman says.

Tillman – and Teitel, who accompanied him on their first pitch meeting and soon joined the producing team -- won over the producers with their passion and their vision of the story as a larger-than-life tale of a profound coming of age. They wanted to make a hip-hop movie with a difference: one that would be as much about the human condition and emotions behind the music as the music itself.

Explains Tillman: “For me the greatest story about Wallace is not just that he became one of the biggest rappers of all time -- what really excited me was the personal journey he took, as a young man

who, after becoming a father himself, was able to use the love of his family to become a better person. I saw in him the story of an African American man who didn't finish high school or college, who had kids at a young age, yet who figured out how to grow beyond what was expected of him and move ahead on his own terms. That's the one journey he had fully completed before his death. And that's the story I wanted to tell: how Biggie, in the short course of his life, became a full man."

Adds Teitel: "We saw NOTORIOUS as the American dream. It's about a kid who didn't come from much, who was raised by a single mother, who not only created this lasting music, but was a part of changing the culture and making hip-hop a part of the American fabric."

"They gave an amazing pitch," Wayne Barrow calls. "George gave us, beat by beat, exactly each character moment throughout the film that he wanted to capture. He had dug so much deeper than the norm, he made it clear this story really meant something to him."

In turn, the producers assured Tillman and Teitel they would be given ample creative freedom in recounting Wallace's life without interference and second-guessing. "I have to give a lot of credit to the people around Christopher, because they let us tell the real story, flaws and all," says Teitel. "We always knew if we didn't, the audience would not buy it."

But before they could tell a story that humanized Wallace, the filmmakers had to find a human who could play a man whose charisma and talent were larger than life; someone who could embody the twin personalities of Biggie and Christopher; someone who, most of all, could bop like the massive cultural icon he was yet also mirror the man's inner sensitivity and humor.

The key to everything for Tillman, the key to telling a story deeper than the one the audience *thought* they knew about who The Notorious B.I.G. was, would hinge on total authenticity. "Audiences want honesty and authenticity," summarizes the director. "The most important things I was looking for in NOTORIOUS were the kinds of real performances that let the audience really get a look behind the surface."

WHY YOU TRYING TO PLAY ME: CASTING "NOTORIOUS"

From the beginning, the idea of Christopher Wallace – an impoverished, mammoth-sized kid (he was 6 foot 3 inches and over 300 pounds) with a drug-dealing, gangland past -- becoming an international celebrity was highly improbable. That he made that incredible leap was testimony not only to his ample talent but to his mesmerizing persona. Indeed, as the Notorious B.I.G., Wallace demonstrated in abundance a quality that every rapper claims to have but a rare few actually possess: *swagger*. Far more than mere confidence and a cocky walk, swagger is a complex attitude, an entire

approach to life, an innate and bold ability to make all that you are inside a part of the style you show the world.

To find that kind of swagger in the actor who would play Wallace, the filmmakers found themselves on a difficult quest. Initially, they held an open call in New York City, and those who came to the audition ran the gamut. “So many young men came, from a 14 year old to a 44 year old,” recalls Voletta Wallace. “I saw some good performers, but none reminded me of my son.”

Next, casting director Tracy “Twinkie” Byrd lined up more prospects, each of whom posed, rapped verses from Biggie’s music and recited dialogue. None of them had the right stuff. “We weren’t looking for someone who looked like Biggie or who was doing a great imitation. We were looking for someone who could cut to the essence of his complexity,” says Byrd, “and that was a lot more difficult to find.”

At long last, an ample-sized young man – not a pro actor but a fledgling rapper from Brooklyn -- strolled into the auditions with the same kind of quiet nonchalance that many remember in Wallace. His name was Jamal Woolard and casting associate Wendy McKenzie, recalls instantly getting goose bumps when she saw him, well before he even opened his mouth. She immediately called Byrd. “I said, ‘We found him. It’s him,’” she says. “I felt it in my bones. He came at me with this attitude like ‘Yo! If Brooklyn found out I ain’t get this, it’s on you.’ That’s swagger, honey.”

More importantly, Voletta Wallace felt the same way; “Jamal came in looking like Christopher, sounding like my son, and had the right attitude.”

Woolard, who hails not far from Wallace’s old Fulton Street stomping grounds seemed to channel everything that made Wallace so compelling. He had the size, the deep vocal tone, and, despite his lack of acting experience, he was fired up to take on the role. “Right away, he took the responsibility of playing Biggievery seriously. Just like Jamie Foxx was Ray Charles, Jamal was Biggie,” says Byrd.

With a life not that different from Wallace’s, Woolard admits he knew just what it would take to play him. “You can’t buy swagger,” Woolard comments. “That’s a Brooklyn thing. You got to be born with swagger. I’m just a regular person making it happen. We’re from the same hood, and that helped a lot, and I know the struggle and I know how to rap. I hope when people see the movie, they’re going to be like, ‘he’s here.’”

Still, Woolard faced a steep learning curve, and before production began, he embarked on a four month-long acting “boot camp,” working closely with acting coach Mimi Lieber and studying videotapes of Christopher Wallace for hours at a time. He gained 45 pounds for the role, moving from his natural 260 to a more bulky 305, and he worked tirelessly at matching Biggie’s trademark baritone and commanding tone.

“I had to break down his body language, the speech, the mannerisms, how he held his head, the way he would breath, the way he made people look at him when he entered a room,” Woolard explains. “Biggie was real specific in his movements. He never asked, he always ordered, his chin was always up, looking forward. When I put my shades on, I would slip into his world, and become Big Poppa.”

Woolard credits Wayne Barrow, Biggie’s co-manager and close friend, with offering him key insights into his personality, such as his passions for Pepsi, blunts rolled from razor split cigars, and alcoholic drinks like Hennessey and Bacardi Limon. “Wayne was the ultimate coach. Can’t get any better than that,” he says.

Also key was the help of one of Bad Boy Record’s most celebrated hit men, the co-producer of the classic song “Hypnotize,” Deric “D-Dot” Angelettie, who worked with Woolard to make sure that Woolard not only rapped like Biggie, but did all the little things Biggie did in the studio, right down to how he positioned himself in front of the microphone. “Jamal really nailed the essence of Biggie, Angelettie says. “Everyone that’s seen him has said, ‘Wow, he’s captured the persona.’”

Ultimately, the filmmakers were astonished by the depth to which Woolard took the portrayal, making it hard to separate the actor from his subject. “You would be in the middle of directing a scene, look over and swear you were you looking at Biggie” say director Tillman.

Once Woolard was cast, the filmmakers set out to find an actor to play the young Christopher in the days when he was known to his mother as “Chrissy Pooh.” This time, they didn’t have to search far at all because the perfect person was already at hand: Christopher Wallace’s actual son, Christopher Jordan Wallace, who was an infant when his father was murdered.

The chance to play his dad was also a chance for the younger Wallace to get to know his famous father better. “I got to do stuff that he did when he was a kid. Stuff I never knew,” Wallace Jr. says. “My sister, T’yanna, looks more like him than me, but I feel like I’m him. How I rub my nose, he did that too. How we both bit our fingers. How he breathes hard and I breathe hard. And how he has a lazy eye—I have a lazy eye. And I have cheeks like him. That’s what my mom tells me.”

With two fresh actors in the lead roles, the filmmakers surrounded them with a highly accomplished supporting cast, including Independent Spirit Award winner Derek Luke (ANTWONE FISHER, CATCH A FIRE) as Sean “Puffy” Combs; Anthony Mackie (WE ARE MARSHALL, EAGLE EYE) as Tupac Shakur and Academy Award® nominee Angela Bassett (WHAT’S LOVE GOT TO DO WITH IT, AKEELAH AND THE BEE) as Voletta Wallace.

Derek Luke had one of the toughest jobs of all, playing one of the most indelible characters in the history of pop music---the boisterous Sean “Puffy” Combs. “What’s challenging about playing a real-life person like Puffy,” Luke says, “is that they have their instincts and you have your instincts. So you have to completely pull the plug on your instincts and allow their instincts to come through you.”

Luke was especially drawn to working with George Tillman, Jr. “What I love about working with George,” he says, “is that what stands out about him is his heart. He really wants to tell moving stories, but still be gritty and authentic at the same time.”

Anthony Mackie came to the production with the advantage of already having played Tupac once before – early in his career; in the off Broadway play “Up Against The Wind” that he helped produce at Julliard before he was fortuitously cast for his film debut in the Eminem story, 8 MILE.

Angela Bassett also had a unique opportunity in being able to use the real Voletta Wallace as a resource, getting first-hand insight into the woman who could turn a 350 pound man into a baby with a single look. Wallace was highly impressed at how Bassett seemed to capture her. “Angela had my accent down pat,” she says. “My daughter-in-law (Faith Evans), while hearing her speak, actually thought it was me.”

The filmmakers rounded out the main cast with two exciting, up-and-coming young stars to play the women in Biggie’s life: newcomer Antonique Smith takes on the role of Wallace’s chart topping wife Faith Evans, who had a recording career in her own right; while Naturi Naughton, formerly of the hit pop group 3LW and a star on Broadway in the Tony® Award winning musical *Hairspray*, portrays his superstar friend Lil’ Kim.

Antonique Smith not only hails from the same area of Northern New Jersey as the real Faith Evans, but seemed to capture her alluring mixture of poise and vulnerability. “She’s a really great actress, a phenomenal singer, and she nailed Faith’s vocal pattern to a tee, which is hard to do,” says Tillman. “I think she has a real movie star quality and is an exciting, brand new face.”

Tillman felt similarly about Naughton. “I think a lot of people are going to be surprised and shocked by her performance,” the director remarks. “There’s something very innocent and vulnerable about her. She’s a great actress, works hard and gives over one hundred percent all the time. I thought she really nailed Lil’ Kim.”

For her part, Naughton is well aware and realistic about the fact that Lil’ Kim has a lot of fans who might be critical of her casting, but she says she was going for something more than just capturing a look. “I don’t look exactly like her, and I don’t talk exactly like her, but I hope people look at me and say, ‘Does she roll? Does she rhyme? Does she capture the essence of the character?’ This role was definitely a challenge,” she says, “but we were all trying to do that on this movie: trying to capture something fresh about people who audiences feel they know.”

LIFE AFTER DEATH: THE FILMING OF NOTORIOUS

NOTORIOUS was shot in 38 days, less time than many classic rap records were made, entirely on location in Brooklyn and Los Angeles. For the filmmakers, there simply was no other choice but to return to the same streets where Christopher Wallace's legend all started.

"It was essential for us to shoot the movie in Brooklyn," George Tillman, Jr. remarks, "to shoot in his neighborhood, on the same streets he sold drugs, in the same apartment building where he lived with his mom. It was the best way to capture a world that is so specific, right down to the clothing, the styles, the way Biggie freestyles his songs."

Tillman recruited an accomplished behind-the-camera team who helped him capture that world, including director of photography Michael Grady, who has shot such films as WONDERLAND, BUG and FACTORY GIRL; and production designer Jane Musky who made her debut with the Coen Brothers' BLOOD SIMPLE and went on to design many diverse productions from WHEN HARRY MET SALLY and GHOST to most recently, THE WOMEN.

"Michael, Jane and I collaborated on creating a different color scheme for the different stages of Christopher's evolution," Tillman says. "Young Christopher is all about warm colors, giving a sense of love and family. Then there's Fulton street, when he's Big Chris on the corner, which is grimy and monochromatic, reflecting both the environment and his state of mind. Finally, The Notorious B.I.G. stage is all about color. And red is the color used throughout the film to show danger."

To keep a feeling of fly-on-the-wall immediacy, Grady shot much of the film with handheld cameras. Meanwhile, Tillman counted on Musky to capture Brooklyn's look in the 80s and 90s, focusing on nuanced period details. She in turn worked closely with costume designer Paul A. Simmons, whose past work includes the run-away hit HUSTLE AND FLOW and AMERICAN GANGSTER – who brought a similar authenticity to the famous styles of the hip-hop stars depicted in the film.

Also coming on board as the film's choreographer was Tanisha Scott, who has choreographed for such stars as Alicia Keys, Eve, Ludacris and Beyoncé and was recently seen in the step-dance movie HOW SHE MOVE. Scott's job went beyond the usual work of designing dance moves as she worked with Jamal Woolard for months on end to teach him to walk with the same bob and tilt of the head that Biggie was known for. She also worked closely with Derek Luke and Naturi Naughton as they learned how to dance like "Puffy" and Lil' Kim.

"Part of what I was trying to do was to take the characters' behavioral aspects and bring them to life in movement," Scott explains. "With Jamal it was about helping him to have this cool sway about him when he's younger, or like with the Primo battle, to be very light on his feet and energetic. Puffy is all arms when he talks. Naturi, as Lil' Kim, has to be very sassy."

The team was also helped immeasurably by having so many people who knew Christopher Wallace at different points in his life involved in the production. "It was great to be surrounded by people who knew Biggie when he was growing up," says Tillman. "From the Junior M.A.F.I.A. guys who were with him on the block, to Voletta Wallace, to Faith Evans, to DJ Enuff and Money L who were with him onstage, we got a lot of feedback that made the story much more authentic. We would go to locations and they would say, 'This is where Biggie hung out when he was 14. This is where he was at 17.' Having the real people around made things that much more real."

Throughout the making of the film, music was at the core of the storytelling – from small, intimate freestyles on the corner, to an all-out street "rap battle," to the large concert scenes. To capture the concert scenes with dynamic realism, Tillman shot them as if they were really happening, creating full-fledged shows with hundreds of extras. "I felt it was important to see the actors really performing, not just lip synching. It had to feel like you were experiencing The Notorious B.I.G. and Lil' Kim live."

There was a lot of trepidation before shooting these live concerts. After all it was one thing for Jamal to play Biggie in the quiet moments, but quite another for him to capture the full size of Biggie's persona onstage -- to move like him, nod his head like him, to have that swagger of presence and of voice. But he was up to the task.

"The way he held the mic, the way his hands fell, left hand behind his back, the way he walked across stage, he caught all of that," says Tillman. "It wasn't easy. We shot five hours of each concert but capturing the energy and the spirit of the shows was the most important thing."

Watching Jamal perform struck raw emotions in many of those who had known and loved Christopher Wallace in life – transporting them back in time. But those swirling emotions also assured the cast and crew that they were capturing the reality of Biggie's life the way it really was. "We really wanted the audience to feel like they were inside the story, witnessing it as it unfolded," Tillman says. "When you feel that, you root for the characters."

Most of all, in every element of NOTORIOUS, Tillman hoped to re-define the very idea of what a hip-hop film can be and what kind of audience it can reach. He summarizes: "When people look at hip-hop films, they might think of something that's all about music and something that's not really very sophisticated, but this story is so much more. For me, it was really important that NOTORIOUS become one of the first hip-hop films that deals with African-American characters that are dramatic, serious, and have a wide range of emotions that resonate beyond that world."

Indeed, the music of The Notorious B.I.G. continues to impact the world well beyond the boundaries of hip-hop, standing up as a lasting testament to the often invisible but truly powerful dreams of urban, inner city kids who have their own incredible stories to tell.

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ABOUT THE CAST

ANGELA BASSETT (Voletta Wallace) A Yale School of Drama graduate, Bassett began her career on stage performing on and off Broadway, in productions like *Ma Rainey's Black Bottom*, *Joe Turner's Come and Gone*, *Colored People's Time*, *Henry IV, Part I* and, *Antigone*, *Pericles*, and *Black Girl*. In 1991 she appeared in a small but gritty role as the ambitious single mother in John Singleton's *BOYZ N THE HOOD*. In 1992 she appeared in the ABC mini-series "The Jacksons: An American Dream," which was nominated for Outstanding Miniseries at the Emmy® Awards. Bassett broke onto the big screen in 1993 playing Tina Turner in *WHAT'S LOVE GOT TO DO WITH IT*. Her performance was nominated for an Oscar® and it earned her widespread recognition amongst her fans and her peers.

Bassett received NAACP Image Awards for her roles in Spike Lee's *MALCOLM X*, *WAITING TO EXHALE* with Whitney Houston, *HOW STELLA GOT HER GROOVE BACK*, *MUSIC OF THE HEART* with Meryl Streep, *THE SCORE* starring Marlon Brando and Edward Norton, and John Sayles *SUNSHINE STATE*. She also won Image Awards for her roles in the television movies "Ruby's Bucket of Bloods" and "The Rosa Parks Story" as Rosa Parks. Bassett also served as Producer on both films. And in 2002 she was nominated for an Emmy Award for her role as Executive Producer on the children's special "Our America."

Other memorable roles for Bassett included a recurring role on the hit series "Alias," *AKEELAH AND THE BEE*, *MEET THE BROWNS* and Disney hit *MEET THE ROBINSONS*. Bassett can currently be seen on this season of "E.R."

Bassett is also an author. Her book *FRIENDS: A Love Story* that she co-wrote with her husband, actor Courtney B. Vance, was released on February 14, 2007. The inspirational book is the real-life love story of Bassett and Vance, who were friends for many years before marrying. She is also working on her directorial debut *ERASURE*.

DEREK LUKE (Sean "Puffy" Combs) was introduced to audiences in 2002 in the highly revered drama *ANTWONE FISHER* as the title character. Luke earned several awards and accolades for his performance including a Black Reel Award for Best Actor, and an Independent Spirit Award for Best Male Lead. He also earned a BET Award in 2003 for "Favorite Actor".

Following the success of *ANTWONE FISHER*, Luke co-starred in *BIKER BOYZ*, with Laurence Fishburne and *PIECES OF APRIL* starring Katie Holmes.

In 2004, Luke was tapped by director David Mamet for a starring role in the political thriller *SPARTAN*, alongside Val Kilmer and William H. Macy. He portrayed a Marine Corps trainee who is

recruited to recover the kidnapped daughter of the President of the United States. Luke also starred in Peter Berg's FRIDAY NIGHT LIGHTS alongside Billy Bob Thorton.

Other credits include GLORY ROAD produced by Jerry Bruckheimer, CATCH A FIRE with Tim Robbins, Robert Redford's LIONS FOR LAMBS, and recently Spike Lee's MIRACLE AT ST. ANNA.

Luke can next be seen in the Tyler Perry comedy MADEA GOES TO JAIL, set to be released this February.

JAMAL WOOLARD (Christopher "Biggie" Wallace) raised in the Lafayette Housing Projects mere blocks from the Notorious BIG's stomping grounds, Woolard made a name for himself in the underground mixtape circuit under the name Gravy. Often compared to Biggie because of his size and demeanor, he still managed to construct a niche for himself with hardcore bangers like "I Know, I Know" and "Murder, Murder" which led to a major record deal with Warner Bros. Records in 2006. However, after a highly publicized shooting that happened in front of New York's Hot 97 (where Gravy was hit, but still managed to perform and freestyle on Funkmaster Flex's radio show) he was banned from having his records played on the station.

Woolard was living down South when a friend urged him to come back to New York to audition for NOTORIOUS. While watching him read, Voletta Wallace told director George Tillman, Jr., "that's my son". He took the role and studied everything from the late rapper's diction to the way he walked, truly becoming Biggie.

ANTHONY MACKIE (Tupac Shakur) is a talented young actor who was classically trained at the Julliard School of Drama. Mackie was discovered playing Tupac Shakur in the off Broadway production *Up Against the Wind*.

Shortly thereafter, he made his jump onto the big screen in Curtis Hanson's hit 8 MILE as Eminem's nemesis, Papa Doc. His performance caught the attention of Spike Lee, who cast Mackie in the 2004 Toronto Film Festival Masters Program selection SUCKER FREE CITY and SHE HATE ME. He also appeared in Clint Eastwood's Academy Award-winning MILLION DOLLAR BABY, Jonathan Demme's THE MANCHURIAN CANDIDATE, alongside Denzel Washington, and the comedy THE MAN, starring Samuel L. Jackson.

His performance in Rodney Evans' BROTHER TO BROTHER, was nominated for a Gotham Award and a Spirit Award. It also won the 2004 Special Dramatic Jury Prize at the Sundance Film Festival and Best First Feature at the Independent Spirit Awards. In 2005, he appeared opposite David

Strathairn, Timothy Hutton and Leelee Sobieski in *HEAVENS FALL*, based on the historic Scottsboro Boys' trials, an independent feature that premiered at the 2006 SXSW Film Festival in Austin.

Mackie starred in *WE ARE MARSHALL*, with Matthew McConaughey, *HALF NELSON*, with Ryan Gosling; Preston Whitmore's *CROSSOVER*; Frank E. Flowers ensemble crime drama *HAVEN*, opposite Orlando Bloom and Bill Paxton; the film adaptation of Richard Price's *FREEDOMLAND* starring Samuel L. Jackson and *EAGLE EYE*, starring Shia LaBeouf, Michelle Monaghan and Billy Bob Thornton

Before his film career, Mackie was seen in several theatrical performances both on and off Broadway. He made his Broadway debut as the stuttering nephew, Sylvester, alongside Whoopi Goldberg in August Wilson's *Ma Rainy's Black Bottom*. He was also seen as the lead in Regina King's modern retelling of Chekov's *The Seagull*, as well as starring in the Pulitzer Prize winning play *A Soldier's Play*.

Most recently, Mackie was part of the production of August Wilson's 20th Century at the esteemed Kennedy Center where they performed on stage readings of all 10 plays in August Wilson's cycle.

Next up Mackie will play Buddy Bolden in *BOLDEN!*, an account of the great New Orleans coronet player. He will also be seen in *THE HURT LOCKER*, a war drama set in Iraq. He was nominated for a 2009 Spirit Award for this role.

ANTONIQUE SMITH (Faith Evans) grew up loving music and was influenced by artists like Aretha Franklin, Whitney Houston, Celine Dion, and Barbra Streisand. She performed in various plays and musicals at school and at her local church where she was, and still remains, a member of the Sunday choir. A New Jersey native, Smith has performed at New York City hotspots XL and The Cutting Room.

Smith can now be seen on stage and on screen. Though most famous for her lead role as Mimi Marquez on the hit Broadway show *Rent*, she has also guest starred on television shows like "Law & Order." She also had a supporting role in Julie Taymor's Golden Globe® nominated *ACROSS THE UNIVERSE*.

NATURI NAUGHTON (Lil' Kim) Born and raised in East Orange, New Jersey, Naturi started singing in the choir at New Hope Baptist Church, when she was just 5 years old. She still recalls the day when she joined the choir and sang her first solo. From that day, Naturi realized that singing and performing was her true calling. She performed in concerts at the New Jersey Performing Arts Center and she became the national anthem singer for the NJ Nets home games. By the time Naturi was 14 years old, her career shifted from being a local talent to a professional recording artist. She became a member of girl band 3LW and within 6 months, the group scored a record

deal with Sony/Epic Records and achieved a platinum selling album.

While still a teenager, she toured nationwide with Destiny's Child, N'SYNC and had the opportunity to work with notable producers such as P. Diddy and Full Force. Unfortunately, the group disbanded in 2002 but Naturi used her adversities as motivation to continue striving for her dreams.

Outside of the entertainment business, Naturi was an honor student throughout her school years. She attended Seton Hall University for 2 years where she continued her honor studies in Political Science. Just before her Junior year, she landed the role of Little Inez for the National Touring Company of *Hairspray* which led to her Broadway debut in *Hairspray* as the same role in 2006. She has maintained this role for the past two years.

Currently, she continues to work on music for her solo project and will star as Denise in the remake of FAME which comes out in 2009.

ABOUT THE FILMMAKERS

GEORGE TILLMAN, JR. (Director) is a successful writer, director, and producer. Tillman's first success SOUL FOOD, which he wrote and directed, put him on the map and earned four Image Awards wins including Outstanding Motion Picture. The film spawned its own series on television and ran for a successful 5 years. Tillman followed up by directing MEN OF HONOR in 2000 which starred Robert De Niro and Cuba Gooding Jr.

In 2002 Tillman got his first producer credit on a feature with the wildly successful BARBERSHOP starring Ice Cube and Cedric the Entertainer. He followed up this success with BARBERSHOP 2: BACK IN BUSINESS. The film won Queen Latifah and Cedric the Entertainer Outstanding Supporting Actor and Actress awards at the BET Comedy Awards.

Other credits as producer include the third installment of BARBERSHOP, BEAUTY SHOP featuring Queen Latifah, ROLL BOUNCE starring Mike Epps and Bow Wow, and this holiday's NOTHING LIKE THE HOLIDAYS which features Alfred Molina, Debra Messing, and Freddy Rodriguez.

REGGIE ROCK BYTHEWOOD (Writer) a Bronx native and a graduate of Marymount Manhattan College for acting, founded a New York based theatre company called The Tribe. He wrote and directed two plays for them called *The Harlem Cowboy* and *The Arm Wrestle*.

Bythewood moved to Los Angeles in 1990 to pursue a career in screenwriting and got one of his first gigs writing for the hit TV series "A Different World." From there Bythewood went on to write for "New York Under Cover" where he became the show's supervising producer.

His first film as director and writer was the acclaimed TV movie DANCING IN SEPTEMBER and was nominated for a Primetime Emmy. Other credits as writer/director include BIKER BOYZ starring Laurence Fishburne, Djimon Hounsou, and Derek Luke.

CHEO HODARI COKER (Writer) Former Los Angeles Times reporter Cheo Hodari Coker is a well regarded entertainment journalist, author, and screenwriter. The 36 year old scribe has written cover stories, major features, and reviews for Premiere Magazine, VIBE, Essence, Details, XXL, Rolling Stone, The Face, and the Village Voice and has been interviewed for VH-1's "Behind The Music" and BET's "American Gangster".

Born in New Haven, CT, Coker's fascination with hip-hop began at an early age. Isolated in the "cow town" of Storrs, CT (home of the World Champion UConn Huskies basketball), Coker would clamor for the DJ Red Alert tapes his cousins left behind when they visited from Northern New Jersey.

By the time Coker had graduated cum laude from the Hotchkiss School in 1990, and was an English major at Stanford University, he had given up his dreams of being a lawyer, and aspired to be the next Nelson George. By his sophomore year, he had stopped writing for the Stanford Daily and started freelancing for The Bomb, RapPages, and URB. By his senior year, he was skipping classes to fly around the country to interview Ice Cube, Ice-T, KRS-One, the Wu-Tang Clan, Warren G and Outkast for The Source and VIBE. Few of the magazines he was writing for knew they were sending records to his dorm room.

Coker realized his dream of writing for Rolling Stone the summer after he graduated, reviewing the record of a fledgling Brooklyn based rap star called The Notorious BIG. "Ready To Die" was one of the best records Coker had ever heard, and he had to meet the man who made it. He got his wish in September of 1994, interviewing the rapper for the very first time on his stoop at 226 St. James place in Brooklyn. His six hours of interviews with the Notorious BIG that day, and the night before Wallace was killed later became the basis of Coker's 2004 book

Unbelievable: The Life, Death, and Afterlife of the Notorious B.I.G.

Coker sold his first screenplay "Flow" (co-written with veteran screenwriter Richard Wesley) to New Line Cinema and John Singleton in 1997. He's since written "Legend: A Bob Marley Story" for Warner Brothers, "Living For The City: The Marion Barry Story" for HBO, "Greenlight" for director Antoine Fuqua and adapted Claude Brown's seminal coming of age tale "Manchild In The Promised Land" for producer Rudy Langlais. He is currently writing a film set in the world of the Low Rider car cruising for producer Brian Grazer.

Coker lives in Los Angeles with his Pediatrician wife, Dr. Tumaini Rucker Coker and their 3 year old twin boys.

VOLETTA WALLACE (Producer) is the mother of the late great rapper and cultural icon The Notorious B.I.G and the founder of the Christopher Wallace Memorial Foundation.

Born in Trelawny, Jamaica, Wallace emigrated to New York City after receiving a plane ticket as an invitation from an ex-boss of hers at an employment agency. On May 21, 1972, she gave birth to an eight-pound baby, Christopher, the future The Notorious B.I.G.

After surviving two bouts of breast cancer and her son's death, Wallace took over her son's estate comprising several businesses, Notorious Clothing, Brooklyn Mint Clothing, Notorious BIG, LLC and also began the Christopher Wallace Memorial Foundation.

WAYNE BARROW (Producer) Barrow served as an officer in the Navy with 8 ½ years of experience under his belt, but this Brooklyn native wanted more out of life.

Having experimented with artist management with the rap group Wreckx-N-Effect, Barrow decided to get into the music industry. He teamed up with his cousin, Mark Pitts, and the pair formed Mark Pitts Management. They worked with greats like Wreckx-N-Effect, NAS, Shyne, Queen Pen, Changing Faces, and the late great Notorious B.I.G.

In 1998, Barrow became the President of the record label By Storm Entertainment, where they signed the likes of several up and coming acts and artists. Rapper Tracey Lee was one of their first successful artists on the label. They sold over 500,000 units of his debut album, embodying his smash hits, "Party Time" and "Keep Your Hands High" which feature the Notorious B.I.G. By Storm Entertainment had earned respect as not just a management company, but a record label as well. With a distribution deal through LaFace Records, Barrow and Pitts proved to Music Mogul L.A. Reid and many others that they had staying power.

Expanding into the apparel business, Barrow is also the President of Brooklyn Mint Clothing, which was created by the Notorious B.I.G. in 1996, before his murder. Barrow is also currently a Managing Partner for Notorious Clothing, the line inspired by the late rap artist as well.

Barrow serves as Vice Chairman of The Christopher Wallace Memorial Foundation, a charitable organization established by Ms. Voletta Wallace to provide educational tools, books, computers and tutoring to inner city youth. Barrow is married with two beautiful daughters.

MARK PITTS (Producer) As an undergrad at Howard University, Pitts discovered his knack for music. With hopes to push his own rap demo through at Uptown Records, he sat with then-budding label impresario and longtime college friend Sean Combs. The meeting signaled the end of Mark's career behind the microphone, and cast him on his destined course behind the curtains.

The years following his link with Combs are studded with accomplishment, as Mark went on to co-found Bad Boy Records, manage Biggie to success, and ultimately branch off to start his own powerhouse, By Storm Entertainment, in 1994. Since then, he's guided groups and artists including TLC, Usher, Chris Brown, Cee-Lo and Faith Evans to acclaim, but, more importantly, he's done so with grace and honor. In Mark's case, nice guys finish first; his reputation led to L.A. Reid tapping him as Sr. Vice President of A&R for Arista Records in 2000.

Now, after years of studying the music business, Mark is taking a professor role at Zomba Label Group, and finally stepping out. Still, he plans on being much more Martin than Malcolm; after all, his advocacy and peacemaking talents are the qualities that helped him navigate the industry gauntlet, and recently broker the monumental truce between Jay-Z and Nas.

ROBERT TEITEL (Producer) is a native of Chicago, Illinois. Majoring in Film and Marketing, he graduated from Columbia College in 1990. During his college career, he formed a production company by the name of Menagerie Films with director George Tillman, Jr. He then produced PAULA, a 30 minute short which won several awards, including the Student Academy Award. At the same time, Robert produced several music videos under the Menagerie umbrella. In 1994, he raised \$150,000 and produced SCENES FOR THE SOUL, a feature film that was shot in Chicago, using local talent and resources. SCENES FOR THE SOUL was sold to Jackson-McHenry at Savoy Pictures for \$1 million.

He followed with the well-received feature SOUL FOOD for Fox 2000. SOUL FOOD is a film directed by George Tillman, Jr., featuring an assembled cast of Vanessa Williams, Vivica A. Fox, Brandon Hammond, Nia Long, Mekhi Phifer, Irma P. Hall, Michael Beach, and Jeffrey Sams. The film was executive produced by Kenny "Babyface" Edmonds and released in September of 1997. On a sparse budget of \$7.5 million, SOUL FOOD managed to astound the film community by surpassing all expectations and pulling in \$43 million. The soundtrack shipped double platinum and when the film went on sale in video, it was in the top 10.

Upon the release of the film, the partners signed a first look production deal with Fox 2000 for their production company, State Street Pictures. State Street's other credits include The hit drama, MEN OF HONOR, which grossed \$100 million worldwide and stars Oscar winning actors Cuba Gooding, Jr. and Robert De Niro with an ensemble cast that includes Charlize Theron.

After the success of MEN OF HONOR, Teitel co-produced the MGM film BARBERSHOP with Tillman. The film starred Ice Cube, Anthony Anderson, Sean Patrick Thomas, Eve and Cedric the Entertainer. Widely praised by moviegoers and critics alike, BARBERSHOP went on to become the most profitable African-American-themed film of all time.

Hot on the heels of BARBERSHOP, Teitel and Tillman went on to produce several other African American themed successes, including BARBERSHOP 2, BEAUTY SHOP and ROLL BOUNCE.

Currently, the duo have several feature film projects in development including: CHAMPIONS, an urban comedy with Fox 2000, the action/adventure film SAMURAI, and BOBBY MARTINEZ, a true life story of a gang member who quit his dangerous life and became a world champion surfer, which is set up with Participant Productions.

Also on the slate is the Latin family dramedy set in a Chicago neighborhood, titled NOTHING LIKE THE HOLIDAYS with Freddy Rodriguez, Alfred Molina, and Debra Messing.

TRISH HOFMANN (Producer) Over the past 13 years, veteran producer Trish Hofmann's career has spanned the globe, producing both independent and studio films with world-class filmmakers such as Terrence Malick, Jay Roach, Ben Stiller, Woody Allen, Amy Heckerling, and James Mangold. Her credits include *THE RUINS*, *CHARLIE BARTLETT*, *THE NEW WORLD*, *HAVANA NIGHTS*, *BROWN SUGAR*, *IGBY GOES DOWN*, *THE GREY ZONE*, *DOWN TO YOU*, *THREE SEASONS*, and *HEAVY*. Adept at managing a variety of film projects, whether big or small, Hofmann combines a powerful facility for production with a keen creative eye. She is currently producing *ON THE ROAD*, based on the Jack Kerouac book, for American Zoetrope with renowned director Walter Salles.

SEAN COMBS (Executive Producer) is the CEO and founder of Bad Boy Worldwide Entertainment Group. He is a multifaceted entertainment powerhouse. Sean "Diddy" Combs was recently declared "One of the Most Influential Businessmen in the World" by Time Magazine and CNN. Combs, 36, oversees one of the world's preeminent urban entertainment companies, encompassing a broad range of businesses including recording, music publishing, artist management, television and film production, recording facility, apparel and restaurants.

Music has always been at the heart of his career. He is a recognized producer, solo artist and performer, who has produced chart-topping hit songs for music superstars including Aretha Franklin, Sting, Jennifer Lopez, Mary J. Blige, Janet Jackson and the Notorious B.I.G. Combs, has also released four multi-platinum albums and won his third Grammy® Award for the #1 song "Shake Ya Tailfeather" from the *Bad Boys II* soundtrack, which he executive produced. In 2006, Diddy released *Press Play*, his hugely anticipated follow up album which debuted at the top of the charts and the number one album in the country.

Sean's success in music has translated into a collection of businesses including the screen. With television, Diddy and MTV have always had a special relationship beginning with his famous videos and show stopping VMA performances. In June 2003, Diddy teamed up with MTV to find the next big hip hop group with *Making the Band II* which aired for three seasons. Diddy brought a new installment of the now hit show with *Making the Band III* in spring 2005, when he was in search of an all girl group. Diddy has also entered into a first-look, overall production agreement for future television projects with MTV which to date includes the mega-hit show, *Run's House*. Combs will continue to provide executive producer services in connection with developing, supervising, producing, consulting and possibly appearing on potential MTV branded programming.

Acting is fast becoming an important ingredient in the burgeoning empire of Sean Combs. Beginning with his acting debut in the film *MADE*, Combs went on to receive critical acclaim for his supporting role in *MONSTER'S BALL* opposite Halle Berry and made a successful Broadway debut starring in the lead role of

Walter Lee in the classic Lorraine Hansberry tale, *A Raisin In The Sun*. Later this year, Combs will star and executive-produce a television adaptation of the acclaimed play for ABC Network. Additionally, he has also appeared in the highly anticipated prequel “Carlito’s Way: The Beginning” directed by Brian De Palma. Adding to his roster of television ventures, Diddy joined the HBO family in June 2005 with the series “P. Diddy Presents the Bad Boys of Comedy” which features the hottest up-and-coming urban comedians performing in front of a live audience.

Not only has Combs made an indelible mark on the worlds of entertainment, he continues to break new ground in the fashion industry. Since the inception of his label, Sean John Clothing, Combs has been praised for his innovative and sexy approach to fashion. His efforts were recognized in 2004 when he was awarded the prestigious “Perry Ellis Menswear Designer of the Year Award” from the Council of Fashion Designers of America (CFDA). Additionally, Combs launched his first fragrance, “*Unforgivable*” in 2006 with cosmetics giant Estee Lauder which quickly became the number one selling fragrance across America followed by “*Unforgivable Woman*” in 2007.

Also in 2007, Sean partnered with Diageo for a groundbreaking strategic alliance to oversee and manage all branding and marketing initiatives for Ciroc Vodka.

Combs is a proud father to sons Justin, Christian, Quincy and twin girls D’Lila Star and Jesse James.

MICHAEL GRADY (Director of Photography) After graduating from film school at AFI in 1995, Grady shot music videos, short films, and seven small independent narrative features with success at many film festivals worldwide. He also shot two feature documentaries including BEYOND THE MAT which was produced by Ron Howard and Brian Grazer.

Grady was recently invited to join the cinematographer’s branch of the Academy of Motion Pictures Arts and Sciences® for his work on WONDERLAND starring Val Kilmer as porn star John Holmes, NEVERWAS starring Sir Ian McKellan, Jessica Lange, and Aaron Eckhart and FACTORY GIRL with Sienna Miller.

Grady’s next film, the family film, HOTEL FOR DOGS, comes out in January of 2009. He is in production on SIX BULLETS FROM NOW which stars Tim Roth and Dermot Mulroney.

JANE MUSKY (Production Designer) Musky has worked as a production designer since the 80’s, contributing her expertise to classics like WHEN HARRY MET SALLY with Meg Ryan and Billy Crystal, GHOST starring Patrick Swayze and Demi Moore, and the Oscar nominated GLENN GARY GLEN ROSS.

Other credits include THE DEVIL'S OWN featuring Al Pacino, FINDING FORRESTER directed by Gus Van Sant, and MONA LISA SMILE with Julia Roberts.

She is currently working on 13, which stars Mickey Rourke, Jason Statham, and Ray Liotta.

DIRK WESTERVELT (Editor) got his break as first assistant editor on the smash comedy hit FRIDAY starring Ice Cube and Chris Tucker. He followed up with another F. Gary Gray film, SET IT OFF for which he worked as associate editor.

Westervelt has worked on several films with George Tillman, Jr. including MEN OF HONOR, starring Robert De Niro, Cuba Gooding, Jr. and Charlize Theron, and was associate editor on the director's comedy-drama SOUL FOOD, which featured an ensemble led by Vanessa L. Williams, Vivica A. Fox and Nia Long.

Other credits include Rick Famuyiwa's romantic comedy BROWN SUGAR, starring Taye Diggs and Queen Latifah, and THE WOOD with Omar Epps. Westervelt also served as visual effects editor of Guillermo del Toro's sci-fi adventure HELLBOY and his action-thriller BLADE II.

Additionally, he served as director of photography on director Kate Haug's lauded short film PASS, which screened in the New Directors/New Films festival at The Museum of Modern Art in New York.

He splits his time between New York, Los Angeles and Prague.

GEORGE PAASWELL (Co-Producer) has been a member of the New York City independent film community for a decade, having produced and supervised the production of over twenty feature films. NOTORIOUS is his debut studio project as co-producer. Paaswell recently co-produced the film PHOEBE IN WONDERLAND which was nominated for the Grand Jury prize at the 2008 Sundance Film Festival and stars Felicity Huffman, Patricia Clarkson, Elle Fanning and Bill Pullman. THINKFilm will be releasing PHOEBE IN WONDERLAND into theatres this fall. Paaswell also co-produced the thriller JOSHUA, starring Sam Rockwell and Vera Farmiga, which made a splash at the 2007 Sundance Film Festival and was released by Fox Searchlight Pictures. He is currently co-producing the film THE WINNING SEASON starring Sam Rockwell with Plum Pictures. Paaswell currently lives in New York City with his wife and two children.

DANNY ELFMAN (Music) is a brilliant composer, writer, and producer of music. He is a three time Academy Award nominee, and a seven time Grammy nominee for his work. Interested in music from a young age, Elfman dropped out of high school and followed his brother to France where he played his violin on the street and performed with an avante-garde musical theatre group, Le Grand

Magic Circus. From there, he traveled to Africa and visited Ghana, Mali, and Upper Volta soaking up new musical styles. Eventually Elfman returned to the United States where his brother was forming a band which would eventually become Oingo Boingo.

In 1985 Tim Burton and Paul Ruebens asked Elfman to write the score for their first feature, PEE-WEE'S BIG ADVENTURE. He went on to score almost all Tim Burton films including BATMAN, BEETLE JUICE, EDWARD SCISSORHANDS, THE NIGHTMARE BEFORE CHRISTMAS, and BIG FISH.

Elfman works on a range of films from indie hits like the Golden Globe winner TO DIE FOR starring Nicole Kidman and the two time Oscar winner GOOD WILL HUNTING, for which he served as both composer and score producer. He has also composed scores for blockbuster smashes such as MEN IN BLACK with Will Smith and Sam Raimi's SPIDER MAN.

In addition to film, Elfman has composed many of the most well known theme songs on television. In 2005 he composed the theme music for "Desperate Housewives," for which he won an Emmy, but what he is perhaps most known for is writing the theme music for "The Simpsons." Other credits include DICK TRACY, MISSION IMPOSSIBLE, CHICAGO, NACHO LIBRE, WANTED, and the recently released MILK. Elfman is currently working on THE WOLF MAN due out in 2009. It stars Anthony Hopkins, Benecio del Toro, and Emily Blunt.

PAUL A. SIMMONS (Costume Designer) was recently nominated for a CDG Award for his work as costume designer on Craig Brewer's HUSTLE AND FLOW. Simmons worked in the costume department on films like MALCOLM X starring Denzel Washington, HOW STELLA GOT HER GROOVE BACK with Angela Bassett, and the Oscar winning COLD MOUNTAIN directed by Anthony Minghella.

He is currently working as key costumer on THE NEW DAUGHTER which stars Kevin Costner and Samantha Mathis.

FRANCESCA SPERO (Music Supervisor) Francesca Spero aka THE BOSS LADY is one of hip hop's most well-known and trusted managers. Now, thanks to Diddy, she's also a publisher, a music supervisor, and a TV producer. The Bad Boy business model has been often been compared to Berry Gordy's empire: Motown. Like Motown, Spero prides herself on discovering new talent before anyone else does. She's proudest of signing songwriters and producers who've either never released a record, or are very new.

Her first two signings to Janice Combs Publishing: Adonis Shropshire and Makeba Riddick, have garnered ASCAP and BMI awards, number #1 singles, and Grammy nominations. Her list of

songwriters and producers both past and present is stellar, including having gotten “Puff Daddy” his first job, the internship at Uptown Records that launched his career.

Her latest challenges: juggling two households (New York and now Miami) and launching careers of new clients: songwriters Carmen Cameron, Battleroy, and Producer Amadeus.

BARRY COLE (Music Supervisor) is President of SPOT Music. He has served as music supervisor and consultant on over 50 films and produced 20 soundtrack albums. Cole’s first foray into supervision started at The Shooting Gallery with NEW JERSEY DRIVE. While there he ran their music department and music supervised a variety of films including the Oscar winning SLING BLADE. Other film credits include BEAUTY SHOP, YOU GOT SERVED, ALL THE PRETTY HORSES, AMERICAN PSYCHO, DRUMLINE, SUPER TROOPERS, BROWN SUGAR and TALK TO ME starring Don Cheadle.

Cole partnered with Gwen Bethel-Riley to create Clear Music, specializing in music supervision, consulting, clearance, and soundtrack distribution. When Bethel-Riley took over as head of the music department for Artisan Entertainment, Cole renamed the company SPOT Music and brought along Jim Black and Christopher Covert from The Shooting Gallery. The company now has 2 distinct departments - SPOT music (supervision) and Clearsongs (clearance).

When not working on films, Cole is likely found DJ’ing with the bands Wax Poetic and Love Trio at Nublu in New York City’s East Village. Cole’s DJ skills can be heard on recordings from artists ranging from Killah Priest to Norah Jones. Cole is also a frequent speaker on panels for such organizations as CMJ, Film Music Network, IFP, BMI, IFFM (US and Tokyo).

Unit Production Managers	GEORGE PAASWELL MARGO MYERS
First Assistant Director	JONO OLIVER
Second Assistant Director	MARC GARLAND
Main Title Sequence by	JONATHAN SILVER

CAST (In Order of Appearance)

Christopher "Biggie" Wallace	JAMAL WOOLARD
Record Executive at Party	MOHAMED DIONE
Sean "Puffy" Combs	DEREK LUKE
Damion	DENNIS L.A. WHITE
Cease	MARC JOHN JEFFERIES
Hot Girl #1	MENYONE DEVEAUX
Biggie (age 8-13)	CHRISTOPHER JORDAN WALLACE
Wally	RICKY SMITH
Keisha	AMANDA CHRISTOPHER
Voletta Wallace	ANGELA BASSETT
Damion (age 8-13)	JASPER BRIGGS
Selwyn	CYRUS FARMER
Mr. Webber	DAVID COSTABILE
Jan	JULIA PACE MITCHELL
Primo	JERMAINE DENNY
Nino Brown	NAQUON "NINO BROWN" JACKSON
Lil' Kim	NATURI NAUGHTON
Sandy	AUNJANUE ELLIS
Security Thug	JASON CROASDAILE
50 Grand	VALENCE THOMAS
Mister Cee	EDWIN FREEMAN
Mark	KEVIN PHILLIPS
Detective Farelli	JOHN VENTIMIGLIA
Cute Girl Assistant	CIMONE CAMPBELL
Howard Emcee	DUANE COOPER
Tupac Shakur	ANTHONY MACKIE
Hot Lady	MIYA M. GRANATELLA
Wayne	C. MALIK WHITFIELD
Jessica	SUSIE DA SILVA
Faith	ANTONIQUE SMITH
Heavy Set Guy Fan	SEAN HALL-EARL
Rough Guy	JELANI MASHARIKI
Asian Fan	TONY MUI
Female Fan	ATALYA SLATER
Justice of the Peace	JOHN HILLS
Money L	LAMONT "MONEY L" MOSLEY

Debbie
Fatigue Guy
Cop (Quad Studios)
Suge Knight
“People On The Street”

GINGER KROLL
HISHAM TAWFIQ
I.N. SIERROS
SEAN RINGGOLD
MARCO BEST
ERSKINE BONILLA
KESHAUNA WHITE
ANDRE ROBERSON
DONTÉ KINSEY
ADRE`AN SIMMS
BRANDI NICOLE FEEMSTER
COREY BROWNE
NINA DANIELS
GRANT HAYES
DENAE INNIS
RAY SIEGLE
JEFF WARD

T'yanna
Stunt Coordinators

Stunts

LINTON ALFRED	ROY T. ANDERSON	BOBBY BECKLES	DAVID E. BROWN	MIKE BURKE
ROY FARFEL	STEVE JEAN-BAPTISTE	CERRONE MAY	DARNELL MAYFIELD	MICK O'ROURKE
ANTHONY RAY PARKER	AUSTIN PRIESTER	JEFF SANDERS	ROBAIR SIMS	MANNY SIVERIO
AARON VEXLER	KHIRY WARD			

Made in Association with DUNE ENTERTAINMENT III LLC

and

Produced in Association with DAYDAY FILMS

Choreographer
Assistant Choreographer

TANISHA SCOTT
ANTHONY "ANT" RUE

Art Director

LAURA BALLINGER-GARDNER

Art Department Coordinator
Art Department Assistant
Tupac Mural Artwork by
Set Decorator

MIRIAM SCHAPIRO
GREG KESTER
SENCE AND RAY SIERRA
ALEX MAZUR

Leadman

TIM METZGER

On Set Dresser

JIM LILLIS

Set Dressers	JOANN ATWOOD STEVE DUKE ROMAN GRELLER PAUL WEATHERED JOSEPH TAGLAIRINO
Camera Scenic Second Second Assistant Director	MICHELE MAYAS KENYON NOBLE
A Camera Operator	ANDREW CASEY
B Camera Operator First Assistants A Camera	JOE "JODY" WILLIAMS ANDREW PRIESTLEY LARRY HUSTON
First Assistant B Camera Second Assistants A Camera	BOB BECCHIO DENNY KORTZE
Second Assistant B Camera Loader Still Photographer	ALISA COLLEY CHRISTOPHE JOHNSON PHIL CARUSO
Production Sound Mixer	MATTHEW PRICE
Boom Operator	LAUREL BRIDGES
Second Boom Operator Pro-Tools Operators	TIMOTHIA SELLERS JASON STASIUM EGOR PANCHENKO
Sound Utility	BRENDAN O'BRIEN
Property Master	KEVIN C. LADSON
Assistant Property Masters	MORGAN PITTS JEFF NAPARSTER
3 rd Prop	ERIC METZGER
Prop Coordinator Script Supervisor	KRYSTEN CHILDS ANDREA GREER
Post Production Supervisor Associate Editors	STUART MACPHEE DAVID MASSACHI TOM FOLIGNO GORDON GRINBERG

Assistant Editors	JULIA BLOCK CINDY THORNTON HILLARY PEABODY	
Post Production Assistants	DANIEL SCHLOSS SEAN FRECHETTE	
Supervising Sound Editor First Assistant Sound Editor Sound Effects Editor / Designer	LEWIS GOLDSTEIN ALEX SOTO RUSTY DUNN	
Foley Supervisor	RACHAEL CHANCEY	
Foley Walker	SEAN BRENNAN	
Re-recording Mixers	LEWIS GOLDSTEIN ROBERT FERNANDEZ	
Gaffer	MICHAEL MARZOVILLA	
Best Boy Electric	FRANK McCORMACK	
Electricians	JOHN HOCKENBERRY DOUG MEILS LINDA PHILLIPS DAVID HARGES	BRIAN STOCKLIN JIM GREGORY THOMAS POTSKIE
Rigging Gaffer Best Boy Rigging Electric Key Grip	MARK EGYUD CHRIS LISCINSKY LAMONT CRAWFORD	
Best Boy Grip	EDGAR MARTIN	
A Dolly Grips	TIM SMYTH KEITH BUNTING	
B Dolly Grip Company Grips	BEN D'ANDREA ANNA NOVICK CHRIS SKUTCH	IGOR POTASHNIK RASHAD CLINTON
Key Rigging Grip Best Boy Rigging Grip	NICK VACCARO ZBIGNIEW KOUROS	
Assistant Costume Designer Wardrobe Supervisors	YVENS DE THELISMOND PAUL SIMMONS, JR. DARLENE JACKSON	
Key Set Costumer Set Costumer	OMAR J. SIMMONS ICEY PARKS	
Costumer	PATTIE BARBOSA	

Costumes Production Assistant	NIA HOOPER	
Makeup Department Head	ANITA GIBSON	
Key Makeup Artist	ROXANNE RIZZO	
Hair Department Head	NATHAN BUSCH	
Key Hairstylist	TAKISHA STURDIVANT-DREW	
Location Manager	STEVEN WEISBERG	
Assistant Location Managers	DAVID GINSBERG NICOLE RENNA	KIMBERLY FEINMAN MICHAEL DEROKER
Location Assistants	GEORGE EASLEY RODNEY "OKAI" FLEURIMONT	DREW PITCHON GEOFFREY BOOTH
Parking Coordinator	JOSE TEJADA	
Location Scouts	JASON KADLEC COLE McCLENDON	
Production Supervisor	GED DICKERSIN	
Production Coordinator	PATRICIA DE PAULA	
Assistant Production Coordinator	ALISON DAVIS	
Special Effects Coordinator	CONRAD BRINK, SR.	
Visual Effects	GLENN ALLEN ERIC J. ROBERTSON	
Music Video Consultants	JONATHAN SILVER JEFF RICHTER	
Construction Coordinator	FRED MERUSI	
Key Carpenter	K. SCOTT GERTSEN	
Key Construction Grip	STEVE GALLO	
Construction Grip	CHRIS MARZULLI	
Shop Electric	STEVEN GREENBERG	
Shop Craft	ROBERT KELLER WAYNE MOSS LOUIS PORIZO	
Shop Production Assistant	TOM BERNINGER	
Charge Scenic	PAT WALKER	
Scenic Foreman	PHILIP KENNEDY	
Camera Scenic	MICHELE MAYAS	
Shop Scenic	BETH MOBILIA	

Assistants to Mr. Tillman	JASON VELEY GEORGE "GT" TARRANT
Assistant to Mr. Barrow	SOLANGE MORALES
Assistant to Mr. Teitel Assistant to Ms. Hofmann Production Accountant	JARED FERRIE HEIDI H. HAMELIN DEIDRE SCHROWANG
First Assistant Accountant	LAUREN BRUNDAGE
Payroll Accountant Assistant Accountant	JOHN PAUL SUMMERSKILL MICHAEL WOODY
Production Secretary	OREN YANIV
Office Assistants	MANIE CHERY NICK PANOPOULOS
Set Production Assistants	SCOTT DUSKIN STEVE JEAN-BAPTISTE HAL FUCHSMAN CRESCENT MUHAMMAD SAMANTHA TREIBER LISA SIMON
Additional Set Production Assistants	JASON MESSERI DIANA DEJESUS
New York Casting by New York Casting Associates	WENDY McKENZIE LISA ARRINGTON ZOE E. ROTTER
Los Angeles Casting Associate Extras Casting	PAMELA FRAZIER LORI EASTSIDE
Unit Publicist EPK Footage Acting Coach	CASSANDRA BUTCHER STEVE YACONETTI MIMI LIEBER
Dialect Coach Teacher Video Assist Caterer	KATE WILSON POLLY A. BUSINGER NICHOLAS GOULD GOURMET TO U
Craft Service Transportation Captain	WILSON RIVAS CO. JIMMY NUGENT
Transportation Co-Captain	JACK BUCHMAN

Head Security	KHALID YATES	
Dialogue Editors	DAVID BRIGGS CATE MONTANA	
ADR Supervisor	BOBBI BANKS, M.P.S.E.	
ADR Engineers	NATHAN LINDSEY DAVID BOULTON BOBBY JOHANSEN	
ADR Mixers	MICHAEL MILLER BILLY THERIOT	
ADR Voice Casting	DANN FINK / LOOPERS UNLIMITED	
ADR Stages	GOLDCREST POST SOUND ONE WILDFIRE STUDIOS	POP SOUND SWELLTONE STUDIOS

TAMARA BASS
WILLIE L. BROWN
BLANCA CAMACHO
JULIAN DEAN
TERRA DEVA
ROGELIO DOUGLAS JR.
CRAIG GRANT "MUMS"
ZABRYNA GUEVARA

Mix Stage
Studio Engineers

Lab Color Timer
Visual Effects
Additional VFX/Opticals by
Main Title Visual Effects
End Titles by

Digital Intermediate Provided by
Digital Intermediate Supervisor
Digital Intermediate Senior Producer
Digital Intermediate Colorist
Digital Intermediate Assistant

DSLR Consultant
Music Consultant

Music Editors

Intern
Orchestrations by

Orchestra Leader
Conductor
Score Recorded & Mixed by
Orchestra Preparation by
Orchestra Contractor
Assistant Orchestra Contractor
Music Preparation
Score Recorded at

LOS ANGELES UNIT
LA Unit Consultant
Second Assistant Director
Production Supervisor

Voice Cast
MARC FREEMAN HAMM
PHYLLIS JOHNSON
ROYCE JOHNSON
CINQUÉ LEE
JOIE LEE
LEMON
NICOLE LEWIS

DIGITAL CINEMA
DAN HARRIS
JIMMY CRUZ

EWA SZURMAK
SPACE MONKEY / JOE DI VALERIO
MECHANISM DIGITAL
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DENNIS T. PRESSEY
SHIRLEY RUMIERK
MARCIA WRIGHT
MONICA YUDOVICH

ED BATES
GREGORY G. HALE
KAREN RUTH GETCHELL

Set Decorator	BRYAN THETFORD	
Leadman	OSCAR THOMPSON	
On Set Dresser	JAMES DEAN	
Set Dresser	JOHN FELGATE	
Second Second Assistant Director	JASMINE MARIE ALHAMBRA	
B Camera Operator	PAUL SOMMERS	
First Assistants A Camera	BAIRD STEPTOE	
	JASON WAROW	
First Assistant B Camera	ADAM S. WARD	
Second Assistant A Camera	KEN BENDER	
	KIRA HERNANDEZ	
Second Assistant B Camera	NAOMI VILLNUEVA-BRUNNER	
Loader	DIONA MAVIS	
Still Photographer	BRUCE TALAMON	
Production Sound Mixer	LISA PINERO, C.A.S.	
Boom Operator	DAVID RAYMOND	
Utility/Second Boom Operator	TONY McCOVEY	
Playback Operator	AARON G. ZELLER	
Property Master	JOHN BRUNOT	
Assistant Property Master	JONATHON HODGES	
Script Supervisor	KATHY McHUGH	
Key Set Lighting Technician	MICHAEL KARASICK	
Assistant Key Set Lighting Technician	JOHN LINARES	
Set Lighting Technicians	PRESTON ADAMS	ROBERT REDNER
	TRISH HERREMANS	ADAM SOUTHWICK
	CHRIS LINARES	
Rigging Chief Lighting Technician	STAR BARRY	
Key Grip	AUBREY HUSAR	
Best Boy Grip	DEREK K. CUNNINGHAM	
Dolly Grip	GARY MOLYNEUX	
B Dolly Grip	MICHAEL CATANZARITE	
Grips	LOUIS ISMAN	DAVID SIRIANNI
	WILLIAM McDEVITT	GRANT SMITH
Key Rigging Grip	DON GERONIMO TELLES	
Rigging Grip	MARC T. POLANSKI	
Costume Supervisor	CHRISTINE HAWES	
Key Set Costumer	LISA A. DOYLE	
Costumers	LAURA CRESSWELL	
	CORRINE LARSON	
	LISA WUJICK	
Cultural Consultant	JANICZA BRAVO	
Department Head Makeup	LAINI THOMPSON	
	ALEX NOBLE	

Key Makeup Makeup Artists	GENEVA NASH-MORGAN LINDA COWAN DORINDA CAREY	
Hair Department Head Hairstylists	GERMICKA BARCLAY LILLIE FRIERSON COREY "CHILL" HILL VALERIE NELSON	
Location Manager Assistant Location Managers	KEVIN FUNSTON DUFFY TAYLOR JP O'CONNER	
Production Coordinator	ROBB EARNEST	
Special Effects Coordinator Special Effects Assistant Accountants	LARZ ANDERSON BART DION ALONZO NEVAREZ BRIGITTE PAULI	
Production Assistants	JORDAN GILBERT CLINTON TRUCKS	
Key Set Production Assistant Set Production Assistants	DEON BOYCE DANIEL BEALS MARCIN BORKOWSKI CODY D'AMBROSIO	MAURICE "MOE" FREEMAN ISAAC MASANAGA JARED WILSON
Extras Casting Teacher Set Medics	CHRISTOPHER GRAY PHIL EISENHOWER JOHN BOCCHICCHIO DANNY WHITE	
Video Assist Catering - Chef Craft Service Assistants Craft Service	EDDIE CASARES PETER STARKMAN STACY KASUBOWSKI DAVID GELIN KYLE LOLL	
Transportation Coordinator Transportation Captain	JAY SMITH JEREMY C. MORGAN	
Financing Provided by	CITY NATIONAL BANK ERIK PIECUCH AND RICHARD McCUNE	
Camera Dollies by	CHAPMAN / LEONARD STUDIO EQUIPMENT, INC.	

SONGS

BORN AGAIN (INTRO)

Written by Christopher Wallace, Osten S. Harvey,
Jeffrey Leon Walker and Harve Pierre
Performed by The Notorious B.I.G.
Courtesy of Bad Boy Records LLC
By arrangement with Warner Music Group Film & TV
Licensing

GOING BACK TO CALI

Written by Christopher Wallace, Osten S. Harvey and
Roger Troutman
Performed by The Notorious B.I.G.
Courtesy of Bad Boy Records LLC
By arrangement with Warner Music Group Film & TV
Licensing
(contains an interpolation of “More Bounce to The
Ounce”)

DANCEHALL RUB

Written by Brinsley Forde
Courtesy of Extreme Production Music

PUSH 2 SHOVE

Written by Jacob
Courtesy of Extreme Production Music

TEN CRACK COMMANDMENTS

Written by Khary Kimani Turner and Christopher E.
Martin
Performed by The Notorious B.I.G.
Courtesy of Bad Boy Records LLC
By arrangement with Warner Music Group Film & TV
Licensing

BED STUY BROOKLYN

Written by Christopher Wallace
Performed by Jamal Woolard

HYPNOTIZE

Written by Sean Combs, Christopher Wallace, Deric Micheal
Angelettie, Randy Badazz Alpert, Andy Armer and Ron
Lawrence
Performed by The Notorious B.I.G.
Courtesy of Bad Boy Records LLC
By arrangement with Warner Music Group Film & TV
Licensing
(contains a sample of “Rise” performed by Herb Alpert,
courtesy of Almo Sounds, Inc.)

THE BREAKS

Written by Robert Ford, James Moore, Russell Simmons,
Lawrence Smith and Kurt Walker
Performed by Christopher Jordan Wallace and Jasper Briggs

MR. MAGIC RAP ATTACK PROMO

Written by John Rivas and Marlon Williams
Performed by Super Rockin’ Mr. Magic and DJ Marley Marl

ROOMA HAZIT

Written by Crunk Daddy P. and Spike T
Courtesy of Extreme Production Music

ALWAYS HAD ENOUGH

Written by John Yingst and Jan Peterson
Performed by Scott Eversoll
Courtesy of Marc Ferrari / MasterSource

BASS NOT BASS

Written by Alex Franchi and Daniele Torrente
Performed by MasterMix
Turntable Scratches by DJ Rob Swift
Courtesy of LoveCat Music
By arrangement with Ocean Park Music Group

IN THE MOOD

Written by McIntosh/Charles
Courtesy of Extreme Production Music

PRIMO BATTLE

Lyrics by Jermaine Denny
Turntable Scratches by Barry Cole
Performed by Red Café

BROOKLYN STREET BATTLE

Music by Kendale Richardson

EVERY DAY STRUGGLE

Written by Christopher Wallace, Harvey Mason,
Norman Glover and Reggie Ellis
Performed by Jamal Woolard
(contains an interpolation of “Either Way”)

IT’S A DEMO

Written by Christopher Wallace
Performed by Jamal Woolard

DANCE WITH ME ALL NIGHT

Written by Leyla Hoyle Guerrero, Jamie Dunlap,
Mauricio Guerrero and Scott Nickoley
Performed by Leyla Hoyle
Courtesy of Marc Ferrari /MasterSource

PARTY & BULLSHIT

Written by Osten S. Harvey, Christopher Wallace, Hal
Davis, Berry Gordy, Jr., Willie Hutch and Bob West
Performed by Jamal Woolard and Derek Luke
(contains a sample of “I’ll Be There” performed by
Willie Hutch, courtesy of Motown Records, under
license from Universal Music Enterprises)

WHO GOT DA PROPS

Written by Kenyatta Blake, Ewart Dewgarde and
William Jeffrey
Performed by Black Moon
Courtesy of Nervous, Inc.

CHILDREN’S STORY

Written and Performed by Slick Rick
Courtesy of The Island Def Jam Music Group
Under license from Universal Music Enterprises

FULTON STREET BATTLE

Music by Kendale Richardson

SUICIDAL THOUGHTS

Written by Christopher Wallace and Lord Finesse
Performed by The Notorious B.I.G.
Courtesy of Bad Boy Records LLC
By arrangement with Warner Music Group Film & TV
Licensing

WHEELS OF STEEL

Written and Performed by Kevin Teasley
Courtesy of Distortion Music and Sound Design

BANGING IN THE BASEMENT

Music by Kendale Richardson

PIMPS & MACS

Music by Kahron “KC Hustle” Clement
Lyrics by Christopher Wallace
Performed by Jamal Woolard

RAPPERS WON’T SURVIVE

Written by Kevin Teasley
Performed by Danja Mowf
Courtesy of Distortion Music and Sound Design

GIRLS R HARDCORE

Written by Kendale Richardson
Performed by Naturi Naughton

LADIES R SEXY

Written by Kendale Richardson

Performed by Naturi Naughton

JUICY FRUIT

Written by James Mtume

Performed by Mtume

Courtesy of Epic Records

By arrangement with SONY BMG MUSIC

ENTERTAINMENT

JUICY

Written by Sean Combs, Christopher Wallace, Jean-Claude Olivier and James Mtume

Performed by Jamal Woolard

(contains a sample of “Juicy Fruit” performed by Mtume, courtesy of Epic Records

By arrangement with SONY BMG MUSIC

ENTERTAINMENT)

UNBELIEVABLE

Written by Christopher Wallace, Christopher E.

Martin and R. Kelly

Performed by The Notorious B.I.G.

Courtesy of Bad Boy Records LLC

By arrangement with Warner Music Group Film & TV Licensing

(contains a sample of “Your Body’s Callin’ performed by R. Kelly, courtesy of Jive Records, by arrangement with SONY BMG MUSIC ENTERTAINMENT)

VOODOO HOOD

Written by Mani/Omley

Courtesy of Extreme Production Music

MACHINE GUN FUNK

Written by Christopher Wallace, Osten S. Harvey, Marlon Lu’Ree Williams, Al-Terik Wardrick, Dupree Kelly, Kevin M. Hansford, D.J. Premier and Guru

Performed by The Notorious B.I.G.

Courtesy of Bad Boy Records LLC

By arrangement with Warner Music Group Film & TV Licensing

UNBELIVEABLE

Written by Christopher Wallace, Christopher E. Martin and R. Kelly

Performed by Jamal Woolard

FLAVA IN YA EAR

Written by Osten S. Harvey and Craig J. Mack

Performed by Craig Mack

Courtesy of Bad Boy Records LLC

By arrangement with Warner Music Group Film & TV Licensing

HANDS 2 THA PUMP

Written by Da Diggler

Courtesy of Extreme Production Music

BIG POPPA

Written by Christopher Wallace, Ronald Isley, Rudolph Isley, O’Kelly Isley, Ernie Isley, Marvin Isley and Christopher Jasper

Performed by The Notorious B.I.G.

Courtesy of Bad Boy Records LLC

By arrangement with Warner Music Group Film & TV Licensing

(contains a sample of “Between The Sheets” performed by The Isleys Brothers, courtesy of Epic Records, by arrangement with SONY BMG MUSIC ENTERTAINMENT)

BIG MAMA THANG

Lyrics by Shawn C. Carter, Sylvester James, Harvey Fuqua, Kimberly Jones, James Lloyd and Adrian Bartos

Music by Kahron “K C Hustle” Clement

Performed by Naturi Naughton

JUICY

Written by Sean Combs, Christopher Wallace, Jean-Claude Olivier and James Mtume

Performed by Jamal Woolard, Derek Luke, Marc John Jefferies and Lamont “Money L” Mosley

(contains a sample of “Juicy Fruit” performed by

Mtume, courtesy of Epic Records

By arrangement with SONY BMG MUSIC

ENTERTAINMENT)

GET MONEY

Written by Christopher Wallace, Kimberly Jones, James Bedford, Roy Ayers and Sylvia Striplin

Performed by Naturi Naughton, Marc John Jefferies and Naquon “Nino Brown” Jackson

(contains a sample of “You Can’t Turn Me Away” performed by Sylvia Striplin, courtesy of Roy Ayers Productions/Uno Melodic Records)

GET IT

Written by O.D. Hunte

Courtesy of Extreme Production Music

HIT EM UP

Written by Duane S. Hitching, Franne Golde, Yafeu Fula, Malcolm Greenidge, Johnny Jackson, Dennis

Lambert, Tupac Shakur and Bruce Washington

Performed by Tupac

Courtesy of Death Row Records

(contains an interpolation of “Don’t Look Any Further”)

MAYBE YOUNG

Written by McIntosh/Charles

Courtesy of Extreme Production Music

WARNING

Written by Christopher Wallace, Osten S. Harvey, Hal David and Burt Bacharach

Performed by Jamal Woolard, Derek Luke, Marc John

Jefferies and Lamont “Money L” Mosley

(contains a sample of “Walk On By” performed by Isaac Hayes, courtesy of Stax Records/Concord Music Group, Inc.)

YOU USED TO LOVE ME

Written by Sean Combs, Faith Renee Evans and Carl Thompson

Performed by Antonique Smith

I LOVE THE DOUGH feat. Jay-Z

Written by Christopher Wallace, Osten S. Harvey, Rene Moore, Angela Winbush and Shawn C. Carter

Performed by The Notorious B.I.G.

Courtesy of Bad Boy Records LLC

By arrangement with Warner Music Group Film & TV Licensing

(contains a sample of “I Love You More” performed by René & Angela, courtesy of Capitol Records, under license from EMI Film & Television Music)

HIT HARD

Written and Performed by Ira Shick and Dinky Bingham

Courtesy of Funktional Productions, Inc.

I GOTTA DEAL WITH THE LADIES

Written by Jesse Shatkin, Roshmond Patten, Marc Ferrari and Josh Kessler

Performed by Sum Kid

Courtesy of Marc Ferrari/ MasterSource

1440

Written by Pete Stringfellow, Jason Beltz and Kyle Beeler

Performed by Ledisi Young and BB Swing

Courtesy of Marc Ferrari / MasterSource

GIMME THE LOOT

Written by Christopher Wallace, Osten S. Harvey, Q-Tip, Ali Shaheed Muhammad, Phife Dawg, Fred Scruggs, Kirk Jones, Tyrone Taylor, Bryan Higgins, Trevor Smith and James Jackson
Performed by Jamal Woolard, Marc John Jefferies and Lamont "Money L" Mosley

WHO SHOT YA

Written by Sean Combs, Christopher Wallace, Herbert Magidson, Allie Wrubel and Nashiem Myrick
Performed by Jamal Woolard
(contains a sample of "I'm Afraid The Masquerade Is Over" performed by David Porter, courtesy of Stax Records/Concord Music Group, Inc.)

THE BREAKS

Written by Robert Ford, James Moore, Russell Simmons, Lawrence Smith and Kurt Walker
Performed by Jamal Woolard and Denae Innis

LIVIN' THE STREET

Written by Shawn Jones
Performed by Shawn J. Period
Courtesy of shawnjperiodmusic

SKY'S THE LIMIT feat. 112

Written by Sean Combs, Christopher Wallace, Bobby Caldwell, Clark Kent, Hubert Eaves III and James N. Williams
Performed by Jamal Woolard
(contains a sample of "My Flame" performed by Bobby Caldwell, courtesy of The Music Force Media Group LLC and contains interpolations from "Keep On")

THOSE HIPS

Written by J. Dozier, N. Dinkins and V. Colapietro
Performed by G6 and the Co-Stars
Courtesy of Next Thing Music

NOW THE DAY IS OVER

Written by Voletta Wallace
Performed by Faith Evans

LETTER TO B.I.G.

Written by J. Phillips, F. Evans, K. Cain, D. Ramos, G. Guthrie and P. Grant
Performed by Jadakiss Featuring Faith Evans
Courtesy of Def Jam/Rock-A-Fella/Ruff Ryders
(contains an interpolation of "This Time I'll Be Sweeter")

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WITH LOVING THANKS TO JOSEPH DE MARCO AND ANDREW CASEY

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