

**mister lister presents**

# Breaking Upwards

a film by daryl wein



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USA, 88 MINUTES

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## FESTIVALS

-OFFICIAL SELECTION, NARRATIVE COMPETITION,  
SXSW FILM FESTIVAL 2009  
(WORLD PREMIERE)

Torino International Film Festival, Italy  
Athens International Film Festival, Greece  
Salvador International Film Fest, Brazil  
Cork International Film Fest, Ireland  
Calgary International Film Festival, Canada  
Brooklyn International Film Festival, New York  
Tallahassee Film Festival, Florida  
St. Paul-Minneapolis International Film Festival, Minnesota  
Boston Independent Film Festival, Massachusetts  
Little Rock Film Festival, Arkansas  
Detroit Windsor International Film Festival  
Hardacre Film Festival, Iowa  
Culture and Cultures Film Festival, France  
Atlantic Film Festival, Nova Scotia, Canada  
Royal Flush Festival, New York  
Big Apple Film Festival, New York  
Boston Jewish Film Festival, Massachusetts  
Atlanta Jewish Film Festival, Georgia  
Lone Star Film Festival, Texas

## AWARDS

Little Rock Film Festival, Arkansas  
\*AUDIENCE AWARD WINNER\*

Brooklyn International Film Festival  
\*GRAND JURY PRIZE AND BEST NARRATIVE FEATURE WINNER\*

Detroit Windsor International Film Festival  
\*BEST SCREENPLAY AWARD WINNER\*

Royal Flush Festival  
\*BEST SCREENPLAY

Big Apple Film Festival  
\*Best Narrative Feature\*  
\*Best Feature Shot In New York\*  
\*Best Actress\*

## **Short Synopsis**

'Breaking Upwards' follows a young, real-life New York couple in a fictional narrative loosely inspired by their open relationship. After four years together, the two have grown stifled. Desperate to escape their ennui, but fearful of life apart, they decide to intricately strategize their own break up.

Based on an actual experiment in real-life devised by filmmakers and partners, Daryl Wein and Zoe Lister-Jones, the film interprets a year in their lives exploring alternatives to monogamy, and the madness that ensues. The couple inhabits a hyper-articulate, emotionally layered world where twenty-somethings are portrayed in a complex and thoughtful new light.

An uncensored look at young love, lust, and the pangs of codependency, 'Breaking Upwards' follows its characters as they navigate each others' emotions across the city they love. It begs the question: is it ever possible to grow apart together?

## **Soundtrack**

-All original soundtrack which features the lyrics and voices of the stars of the film. Available on iTunes and CD.

## **Promo Videos**

-Sketch comedy videos featuring Olivia Thirlby and Andrea Martin on Funny or Die.com, also the Film Website under "PROMOS."

## Long Synopsis

'Breaking Upwards' follows a young New York couple who, after four years together, have grown stifled. Desperate to escape their ennui, but fearful of life apart, they decide to intricately strategize their own break up. Daryl and Zoe create a maze of rules and boundaries, hoping they can avoid the pain of separation by slowly weaning themselves off of each other. Setting days on which they can speak and days on which they can't, the two twenty-something's are forced to confront their already embedded fears of self-government. Their experiment becomes an exploration of independence within the confines of a relationship--monogamous or polyamorous.

Driven by a quest for answers, both native New Yorkers turn to their parents for all things related. Zoe, a child of divorce, investigates her parents' failed partnership to gain insight into her own, while Daryl moves back in to an intact, but flawed childhood home. Zoe's mother Helaine (Andrea Martin), a single pot-smoking Brooklyn sculptor, promotes feminist self-empowerment. Daryl's mother Joanie (Julie White), a Southern Belle turned Jewish ball breaker, sees marriage as the only option for happiness. Daryl's father Alan (Peter Friedman), an introverted Upper West Side dentist, quietly watches the dissolution of Joanie and Daryl's once tight relationship. Each respective parent projects their perceptions of commitment and its subsequent failures or successes onto both Daryl and Zoe, ultimately leading to a tangled web of compromise, confusion, and betrayal.

Once the experiment allows for other lovers, our two protagonists are thrown into tumult as they forge new understandings of intimacy, be it lovely or humiliating. While Daryl finds temptation (Olivia Thirlby) at a synagogue meet-and-greet, Zoe's co-star in an Off-Broadway play (Pablo Schreiber) deceptively woos her solely to deepen his performance as an actor. The gender divide is revealed, and questions ensue: what does it mean to be a single woman in New York, and what does it mean to be a single man?

While Joanie at first suggests marriage, her brewing anxiety about Daryl's lack of a career propels her to ultimately interrogate his commitment to a faltering romance. However, her concern turns vicious when Daryl passes up a job opportunity in Vancouver to stay with Zoe. The drama finally erupts at the Wein's annual Passover Seder.

'Breaking Upwards' explores a world in which young people are hyper-articulate, while professionally sidetracked; foul-mouthed while emotionally vulnerable; intellectually curious while self-aggrandizing. This is a world in which parents ask the same questions as children, and children force parents to explore notions of loneliness much later in life. It is a world where all people need the same thing and don't quite know how to find it.

The film blurs the line between fiction and non-fiction by casting real life couple (and filmmakers) Daryl Wein and Zoe Lister-Jones as themselves. An uncensored look at young love, lust, and the pangs of codependency, 'Breaking Upwards' follows its characters as they navigate each others' emotions across the city they love. It begs the question: is it ever possible to grow apart together?

## **Director's Statement**

We only had \$15,000 to spend on this production. Because we had so little, it affected everything: our crew size was limited, our shooting schedule was erratic, and our resources were few. We were able to make the film because of the generosity of our cast and crew who were willing to work for little to nothing, donating their time, services, and equipment out of love for the project.

From a creative standpoint, this film was born out of the desire to want to see a fresh, thoughtful new look at the way twenty-somethings were being portrayed on screen, both scripturally and visually. I appreciated what the Mumblecore movement was doing for DIY filmmaking, but I wanted to do something different. I wanted to show that even though you don't have a lot of money, you don't have to shoot hand held with barely any lighting, you can still pay attention to production value, actors, camerawork and structure. I wanted to create a story that I could identify with as a 25 year-old, where my demographic wasn't being depicted as meandering or inarticulate. I wanted to see a story where people my age were actively seeking answers to more complex questions; a world in which parents ask the same questions as children, and children force parents to explore notions of loneliness and happiness much later in life.

When my girlfriend of two years told me she wanted to take a "break," but not break-up, but maybe set the goal of eventually breaking-up, I thought: what does that mean? How do you even do that? She said we would start by not speaking 24/7, then by taking a day or two off from each other, and see where it goes. Immediately, I was fearful and insecure, but I went along with it, for better or for worse. Eventually, I was inventing the rules and boundaries along with her. No calling at certain times. Keep particulars to yourself when we opened it up to other people. Sex, negotiable. And so on.

At one point, I had the possibly self-destructive thought: this could make a funny romantic comedy. We usually see a couple fall in love with each other at the beginning of a relationship movie, but we rarely see them at the end of one, especially in a way where they are communicating hyper-sensitively about how to do it together. I decided I wanted to take the classic, romantic comedy model, and try to inject it with new life. Keep the form basically the same, almost pay homage to it, but make it work for a new generation in a raw, more genuine way.

This film features storylines with both of the protagonists' parents to give it what we think is a more dynamic, intergenerational appeal. It was important to make sure the parents weren't shallow clichés only there for filler as they tend to be in bigger Hollywood versions. Because our parents are such a significant part of our lives, it was important to show how their choices impact the choices we make as young adults.

We also thought it would make it more interesting to explore the nature of performance by casting ourselves in the roles. To be in the story, as opposed to having a fictional couple play us, gives the film a sense of authenticity and heightened meta realism. We are fighting to ask questions like what it means to be codependent in this day and age? How do you negotiate breaking up with someone? What are the boundaries we set for ourselves in a relationship? These are the questions that have always intrigued me about this project and I hope will intrigue the viewer.

## **Anecdotes from the Production:**

### **A POLYAMOROUS APPROACH TO FILMMAKING...**

This movie was shot completely unconventionally. Five of our actors were in Broadway shows during the course of our shoot, so we shot the film over 3 and a half months, sporadically, dependent on their schedules. Kind of in the spirit of the open relationship, our actors were allowed to see other projects, and our weeks with them were spent three days on, four days off. In a lot of ways, it was easier on us that way, as we could have a few days to recover, look at footage, coordinate locations, do more script work. But it also made it difficult to keep crew morale up, or keep crew at all. It also left us in charge of continuity questions, spending many nights staring at footage, trying to figure out what an actor was wearing a month ago, in order to tell them to bring it to set the next day. We didn't have a costume designer, Daryl and Zoe kept track of wardrobe.

### **SHOOTING IN ZOE'S EX-BOYFRIEND'S HOUSE....**

We shot all of Daryl's parents house in Zoe' ex-boyfriend's mother's townhouse on the Upper East Side. While she and her ex-boyfriend ended poorly, his mother remained close to Zoe and she very generously offered her apartment as a location. What she failed to tell us was that she didn't tell Zoe's ex. On a day when Zoe had two performances of her play and wasn't able to come to set, her ex showed up to be surprised by Daryl using his room as a production office.

### **BEFORE WE STARTED THE OFFICAL PRODUCTION...**

Before we made any offers to our actors, Daryl, Alex, and Zoe shot almost all of our scenes in Zoe's West Village apartment whenever they had the time. Three hours a day, sometimes at night after work. Most of the time Alex's girlfriend, Kim, a jewelry designer with no film experience, would come over to pull focus or hold a boom made out of a broomstick and tape. Once we had a substantial amount of footage, we edited together a little trailer to show actors how much we could do with so little money.

### **DP AND 1<sup>ST</sup> AC ENTER INTO OPEN RELATIONSHIP....**

Kim, mentioned above, a jewelry designer with no film experience who was dating our Director of Photography, generously worked on our film as a camera assistant for the entire shoot. Because it was such an intimate set, it was pretty funny to have two couples running the show, bickering, speaking in code. In the end, Alex and Kim decided to embark on an open relationship because of our film. A classic case of art imitating life and then life imitating art.

### **WEARING SO MANY HATS....**

Wearing so many hats on a film set was invigorating, because it left so much in our complete control, but it was all too overwhelming. Daryl was co-writing, directing, co-producing, editing, co-starring, doing on set HD transferring, 1<sup>st</sup> ad'ing at times. Zoe was

co-producing, co-writing, co-starring, and also catering some of the shoots. Some days, when we had no P.A.s to act as 1st AD, Daryl would be on set, would take a look at his lines, then discuss the shots with our DP, Alex Bergman, then slate himself, then get in the shot and act, then cut, then direct the other actor, and then begin again for the next take.

### **ZOE DOING OFF-BROADWAY PLAY WHILE SHOOTING...**

Zoe was in a play at the Roundabout during the entirety of our shoot, which was exhausting. Her director and cast mates set up a little office for her in the hallway of their rehearsal studio because she spent every free moment on the phone, negotiating schedules, locations, and writing duties. That is also where she wrote all the lyrics for the soundtrack. Once the play went into previews, she would often come home and cook a meal for the following day's shoot in order to save the production money. As we had no make up, Zoe was also in charge of powdering actors when they were shiny, conceptualizing costumes, and fixing any hair out of place in a take.

### **REAL LOCATIONS FOR FREE....**

The rest of the locations were shot in Zoe's mother's house, father's house, our apartment, her friend's gallery, Ethan Coen's basement, a weird karaoke bar, and a few West Village locations given to us for free just by asking. The great thing about shooting in New York, aside from its raw beauty, is that no one gives a shit. We shot so many scenes on the street, and not one person asked what we were doing, looked into camera, demanded we leave. We were able to obtain permits for street shoots by piggybacking onto a friend's production company's insurance for a couple hundred bucks.

### **SCORING THE FILM...**

In the midst of all the editing, we were also schlepping out to Ditmas Park, Brooklyn to work on the score and soundtrack with our composer, Kyle Forester, in the basement of a house. Zoe would write lyrics, email them to Kyle along with the tone and inspiration of the song, he'd come up with an idea and we'd go out to the studio to give notes, make tweaks, and record. Like everything else, it was a grueling but thrilling process. Because, conventionally, a composer works with a locked picture, we made Kyle's life a living hell, by giving him scenes that were constantly changing, and thus his music was constantly forced to change. But we were on a time crunch, and couldn't wait for picture lock to begin the process.

### **THE FREARS....**

Will Frears, a prominent New York theater director, and son of Oscar nominated film director, Stephen Frears, plays himself as the director of Zoe's play. Another example of the line drawn between fact and fiction.

### **FRIENDS...**

All our friends in the movie are our friends in real life.

# Bios

## **Daryl Wein - Director, Co-Writer, Actor, Producer, Editor**

Daryl Wein (Director, Co-Writer, Actor, Producer, Editor) is an award winning New York based filmmaker.

His debut narrative feature film, *Breaking Upwards*, with Zoe Lister-Jones (*State of Play*), Julie White (*Transformers*), Peter Friedman (*The Savages*), Olivia Thirlby (*Juno*), and Andrea Martin (*My Big Fat Greek Wedding*), was an official selection in the Narrative Competition at the 2009 SXSW Film Festival. IFC Films is releasing the film theatrically in 2010. The film won the Grand Jury Prize at the Brooklyn International Film Festival, as well as Best Narrative Feature Film, and the Audience Award at the Little Rock Film Festival.

Wein's feature length documentary, *Sex Positive*, won the Grand Jury Prize at the L.A. Outfest Film Fest, and was an official selection at the 2008 South by Southwest Film Festival, London Film Festival, Boston Independent Film Festival, among thirty other film festivals around the world. Regent Releasing has distributed the film theatrically in North America, and the film has been released in 8 foreign countries on broadcast and theatrically, most notably at the BFI in London.

In 2006 Daryl co-wrote and directed, *Unlocked*, a short psychological drama starring Olivia Thirlby (*Juno*, *The Wackness*) and executive produced by Stephen Daldry (*The Reader*, *Billy Elliot*). The film was an Official Selection at the Tribeca Film Festival, as well as the Gijon Film Festival in Spain and 20 other film festivals. It was voted one of the "Best Short Films in the World" by *Indy Mogul*.

As an actor, Daryl has appeared in films including *Breaking Upwards*, *The Hebrew Hammer*, and *Porn n' Chicken*. Television credits include *Law and Order*, *Law and Order: SVU*, and *Ed*.

He is a graduate of NYU Tisch School of the Arts and USC School of Film and Television.

## **Zoe Lister-Jones – Actress, Co-Writer, Producer, Caterer**

Zoe Lister-Jones is from Brooklyn, NY.

Her film credits include: *The Other Guys* (Will Ferrell), *Salt* (Angelina Jolie), *All Good Things* (Ryan Gosling), *State of Play* (Russell Crowe), *Explicit Ills* (Lou Taylor Pucci), *Arranged* (Marcia Jean Kurtz), *Turn the River* (Famke Johnson), *The Marconi Brothers* (Jon Polito), *Goyband* (Natasha Leon).

Television credits include "Bored to Death," (HBO) "Washingtonian" (HBO) "Kidnapped," "The Class." She is the youngest female to ever guest star on all four *Law and Order*'s. She can be seen in the upcoming Adult Swim live action series *Delocated*, in which she co-stars with Jon Glaser.



She made her Broadway debut in 2007 with the Tony-Award winning, *The Little Dog Laughed*, a role that she originated off Broadway at Second Stage, and reprised at the Kirk Douglas theater in Los Angeles. Other theater credits include *The Accomplices* (The New Group), *The Marriage of Bette and Boo* (Roundabout), and *Codependence is a Four Letter Word: A One Woman Show* (P.S. 122).

She Associate Produced Daryl Wein's award winning documentary, *Sex Positive*, and co-wrote, starred, and produced, *Breaking Upwards*.

### **Peter Duchan - Co-Writer, Associate Producer**

This is Peter Duchan's second collaboration with Daryl Wein. Previously, they co-wrote a short film, *Unlocked*, starring Olivia Thirlby (*Juno*), which was an official selection of the Tribeca Film Festival (2007).

Peter attended Northwestern University, where he participated in the Creative Writing for the Media program, writing for both stage and screen. He won the Jewish Theater Ensemble's first annual Playwriting Competition for his play, *The Mammary Gardens*.

His period drama, *Lavender Scare*, was a semi-finalist for the 2006 Los Angeles Outfest Screenwriting Lab Fellowship. He was Assistant Director for the off-Broadway production, *Not a Genuine Black Man*, produced by Daryl Roth.

Peter currently serves as Director of Development for Bob Balaban's company, Chicagofilms (*Gosford Park*, *Bernard & Doris*). His teen comedy feature screenplay, *Emo Boys* (co-written with Jeff Deutchman), is currently in development with XYZ Films. He lives in Manhattan.

### **Alex Bergman - Director of Photography**

Alex has lived and breathed films from the moment he got his grubby hands on a VHS recording of *Suburban Commando* at the age of four. Alex began making movies at 17 and has not put the camera down since, acting as the Director of Photography on two feature films, several commercials, many short films and over a dozen music videos. "Breaking Upwards" marks his second collaboration with Daryl Wein. His first feature was the award winning documentary, "Sex Positive." He lives in Manhattan and has formed a production company called BBGun Films, which produces music videos for the likes of Kid Cudi, Busta Rymes, Chris Brown, Fabulous, Asher Roth to name a few.

### **Kyle Forester - Composer**

Kyle composed scores for the short film "Apartments" by Brian Perkins, and, recently, "Horsefingers 3: Starfucker" by Kirsten Kearse. He co-wrote the theme for the sci-fi erotica web serial "The Fold". He is a member of the Ladybug Transistor, Crystal Stilts, and Mark Dzula's Magic Caravan, plays for neo-burlesque shows with the Fisherman Xylophonic Orchestra, and once played bass with Nina Hagen. This is Kyle's third collaboration with Zoe Lister-Jones. He arranged the music for her debut covers album, "Skip the Kiss", and wrote the music for her still-in-progress one woman musical "Crying

for Cash." The score for "Breaking Upwards" was written and recorded at Marlborough Farms, with the assistance of Gary Olson.

### **Julie White- Joanie**

White has been a prolific stage actress, getting her start in regional theatre. Her theater credits include roles in Absurd Person Singular, Money and Friends, Marvin's Room, Largo Desolato, and On the Verge. White made her off-Broadway debut as the lead in Lucky Stiff. Her other off-Broadway credits include The Stick Wife, Early One Evening, Just Say No, Over Texas, and a starring role in Spike Heels with Kevin Bacon and Tony Goldwyn. White also appeared in a one-woman show, Theresa Rebeck's Bad Dates, written especially for her.

On Broadway, White appeared in a production of Wendy Wasserstein's Pulitzer Prize-winning play, The Heidi Chronicles. In 2006, she received rave reviews for The Little Dog Laughed by Douglas Carter Beane. She played the role of Diane, a screen agent, who, as one critic put it, is "a Mephistopheles in Manolos".[2] The show, originally produced off-Broadway, transferred to Broadway with a new cast, including former Grace Under Fire costar Tom Everett Scott. She won the Tony Award for Best Performance by a Leading Actress in a Play for her performance, over nominees Angela Lansbury, Vanessa Redgrave, Swoosie Kurtz, and Eve Best (mentioned by most critics as the favorite).

White's most high profile television role to date was as Nadine, the quirky neighbor on Grace Under Fire. White joined the show when it launched in 1993 and appeared in the first four seasons. However, she did not appear in the show's final season. Her departure was attributed to conflict with the show's troubled star, Brett Butler.[3]

White has subsequently made several guest appearances on HBO's Six Feet Under as Mitzi Dalton-Huntley and on NBC's Law & Order: Special Victims Unit as Dr. Anne Morella. White also appeared on Desperate Housewives as "Amanda" in the season two finale but chose to turn down a recurring role when she was offered the role in The Little Dog Laughed. According to White, the character may at some point be brought back onto the show.[4] She plays Judy Witwicky, mother of Sam Witwicky, in the Transformers movie (2007).

White appeared in the ABC sitcom Cavemen in the Fall of 2007.

In 2008, White received a Drama Desk Award nomination for her role in the play From Up Here.

She will reprise her role in Transformers: Revenge of the Fallen.

### **Peter Friedman**

Born in New York City, Friedman graduated from Hofstra University before making his Broadway debut in The Great God Brown in 1972. Additional theatre credits include The Visit (1973), Piaf and A Soldier's Play (both 1981), The Heidi Chronicles (1989), Ragtime (1998), and Twelve Angry Men (2004). He has been nominated for the Tony Award for Best Performance by a Leading Actor in a Musical and the Drama Desk

Award for Outstanding Actor in a Musical, Outstanding Actor in a Play, and Outstanding Featured Actor in a Play.

On television, Friedman starred as patriarch George Silver in *Brooklyn Bridge*, has made numerous guest appearances in such series as *Miami Vice*, *Law & Order*, *NYPD Blue*, *Without a Trace*, *Ghost Whisperer*, and *Damages*, and had a featured role in *Perfect Murder*, *Perfect Town: JonBenét and the City of Boulder*.

Friedman's many feature film credits include *Prince of the City*, *Daniel*, *The Seventh Sign*, *Single White Female*, *I'm Not Rappaport*, *I Shot Andy Warhol*, *Safe*, *Freedomland*, *The Savages*, and *I'm Not There*.

Friedman married actress Joan Allen in 1990. The couple divorced in 2002. They have one daughter, Sadie, born in March 1994.

### **Andrea Martin**

Martin, the oldest of three children, was born in Portland, Maine,[3] of Armenian heritage, in 1947.[4][5] Her father owned Martins, a grocery store.[6] Her early success was found in Canada. Two of her first prominent roles were in 1973's *Cannibal Girls* and then as the bookish sorority sister Phyllis in *Black Christmas*, another Canadian slasher film from 1974. Two years later, she joined then-unknowns John Candy, Dave Thomas, Eugene Levy, Catherine O'Hara, Harold Ramis and Joe Flaherty on the Canadian sketch comedy television series, *SCTV*, which was set at fictional television station "Second City Television", or *SCTV*, in Melonville. Martin most notably portrayed leopard-print-wearing station manager Edith Prickley, whose dealings with the staff, including president/owner Guy Caballero, clueless newscaster Earl Camembert, and washed-up actor Johnny LaRue, helped to provide much of the show's humor. Her other memorable characterizations included repressed sexologist Dr. Cheryl Kinsey, insecure self-affirmation guru Libby Wolfson, pidgin-tongued janitress Pirini Scleroso, tone-deaf children's entertainer Mrs. Falbo, Texan curio pitchwoman Edna Boil, and impossibly tight-jeaned Melba, the Disco Queen. Her talent for impersonation was key in her humorous portrayals of such luminaries as Barbra Streisand, Ethel Merman, Arlene Francis, Sally Field, Sophia Loren, Beverly Sills, Lynn Redgrave, Linda Lavin, Bernadette Peters, Liza Minnelli, Connie Francis, Mother Teresa, Alice B. Toklas and Indira Gandhi.

Her early stage work was with the improvisational comedy troupe *The Second City*. In 1992, she made her Broadway debut in the musical *My Favorite Year*, for which she won the Tony Award, Theatre World Award, and Drama Desk Award for Best Featured Actress in a Musical. Additional Broadway credits include *Candide* (1997) and *Oklahoma!* (2002)—both of which brought her Tony nominations—and *Fiddler on the Roof* (2005). She recently performed in *Young Frankenstein* as Frau Blücher, a role for which she received another Tony Award nomination for Best Featured Actress in a musical. Martin left the cast on July 6, 2008, and was replaced by Beth Leavel.[7] Martin has been confirmed to star alongside Geoffrey Rush and Susan Sarandon in the Broadway revival of *Exit the King* which will play at the Ethel Barrymore Theatre from March 7 to June 14, 2009.[8]

She wrote and performed in the critically acclaimed one-woman show *Nude, Nude, Totally Nude* in Los Angeles and New York City, where she garnered a 1996 Drama Desk Award for Outstanding One Person Show. Her lengthy theater credits include the leads in *The Rose Tattoo* and *Betty's Summer Vacation*, both produced at The Huntington Theatre in Boston. Martin has played Wanda the Word Fairy in numerous short segments on *Sesame Street*. *Star Trek* fans may recognize her as one of two actresses to play Ishka, Quark's iconoclastic mother on *Star Trek: Deep Space Nine*. For her role, she was made up to appear as an older woman although in reality Martin is less than three years older than Armin Shimerman, who played Quark. She only played the role of Ishka once - finding the prosthetics involved to be uncomfortable Martin declined to return, and Cecily Adams was hired to play Ishka in all future appearances.

She has won two Emmy Awards for Outstanding Writing in a Variety or Music Program in 1982 and 1983. She has done considerable voice work in such animated film and television productions such as *Anastasia*, *Jimmy Neutron: Boy Genius*, *The Simpsons* (as Apu's mother), *Earthworm Jim*, *Kim Possible*, *SpongeBob SquarePants*, and *Brother Bear 2*.

Her many screen credits include *Wag the Dog*, *All I Want for Christmas*, *Hedwig and the Angry Inch*, *The Producers*, and the independent smash hit, *My Big Fat Greek Wedding*, in which she portrayed Aunt Voula, a role she reprised in the short-lived small-screen adaptation.

In 2006, she played Mrs Mac, a major role in the remake of *Black Christmas*.

### **Olivia Thirlby**

While still at high school, Thirlby was offered a role in *The Secret*. In 2006, she made her film debut in *United 93* and her television debut in *Kidnapped*.

In the Sundance Audience Award-winning film *The Wackness*, a mid-1990s period piece, she plays Stephanie, a pothead from New York City. Thirlby stars opposite Josh Peck, who plays a drug dealer. Ben Kingsley stars as her stepfather. The film was released in the U.S. on July 3, 2008.[1]

Thirlby was cast in the Judd Apatow-produced stoner comedy, *Pineapple Express*, as Seth Rogen's girlfriend, but was replaced by another actress after rehearsing for the film.[5] She will however reunite with Gordon Green on the animated TV pilot *Good Vibes*[6].

She made her stage debut in *Farragut North*, a play by Beau Willimon at the Atlantic Theater Company in New York City. The play is billed as "a classic tale of hubris set against a contemporary landscape — about the lust for power and the costs one will endure to achieve it." [7] The cast included John Gallagher, Jr., Kate Blumberg and Isaiah Whitlock, Jr., with Tony Award-winner Doug Hughes directing. The Off Broadway production ran from October 22, 2008 – November 29, 2008 with official opening on November 12.[7]

In 2009, Thirlby will appear in a number of films including *New York, I Love You*, *Margaret* and *Safety Glass* and the HBO pilot *Bored To Death*.

She is attached to star in Parts Per Billion, Legion[8], Breaking Upwards which will reunite her with Daryl Wein, who directed her in Unlocked[9] and Christmas In New York for Arlen Faber director John Hindman[10].

### **Pablo Schreiber**

Pablo Tell Schreiber (born April 26, 1978) is an American actor known for his dramatic stage work and for his portrayal of the Polish-American character Nick Sobotka on HBO's Baltimore drugs crime drama The Wire. He appeared in the movies The Manchurian Candidate and Lords of Dogtown. He also had a guest role on Law & Order: Criminal Intent. He was nominated for a Tony Award for his performance in Awake and Sing! on Broadway.

His father, Tell Schreiber, was an actor, as is his half-brother Liev. Pablo attended Carnegie Mellon University.

### **La Chanze**

Born Rhonda LaChanze Sapp in St. Augustine, Florida, her stage name "LaChanze" (Creole:the charmed one), is taken from her grandmother. Her father was in the Coast Guard and her mother is Rose Hines. LaChanze's childhood love of singing and dancing caused Rose to enroll in the Bowen Peters Cultural Arts Center, in New Haven, Connecticut. It is there that she first discovered her love for performing. At Warren Harding High School in Bridgeport, LaChanze made her debut as Lola in Damn Yankees musical.

Living in Connecticut in such close proximity to New York City gave LaChanze access to the world of theatre. LaChanze's first theatre production she ever saw was the musical Chicago. Graciela Daniele was cast in this production and many years later Ms. Daniele continues to have a lasting impact on LaChanze's professional development as a performer. While she greatly enjoyed the dance world, LaChanze often felt limited and remembers the frequent urge to stop dancing and belt out a dramatic tune or to erupt into an intense monologue.

After high school, LaChanze attended The University of the Arts in Philadelphia where she majored in theatre dance, voice, and acting. Her first summer job was as a tap dancer in the ensemble of Uptown it's Hot at the Tropicana Hotel in Atlantic City. The show soon moved on to Broadway where LaChanze began her professional theatre career.

On September 11, 2001, while she was 8 months pregnant with her second child, her husband, Calvin Gooding, a bond trader at Cantor Fitzgerald, was killed in the terrorist attacks on the World Trade Center. With Gooding she has daughters Celia Rose and Zaya LaChanze.

LaChanze remarried to artist Derek Fordjour on 30 July 2005 and has a stepson Langston through him.

In the spring of 2009, LaChanze will star in world premiere of "Inked Baby", a new play by Christina Anderson. The production will be run from March 5th through April 5th at the Peter Jay Sharp Theater at Playwrights Horizons in New York City.

### **Ebon Moss-Bachrach**

Ebon Moss-Bachrach (born August 17, 1978) is an American stage and screen actor. He attended high school at Amherst Regional High School in Massachusetts and graduated from Columbia University.

- \* The Royal Tenenbaums (2001) - Fredrick the bellhop
- \* Mona Lisa Smile (2003) - Charlie Stewart
- \* The Lake House (2006) - Henry Wyler
- \* Wedding Daze (2006) - Matador
- \* Evening (2007) - Luc
- \* John Adams (2008) - John Quincy Adams

### **Heather Burns**

Heather Burns (born April 7, 1975) is an American actress.

Burns was born in Chicago, Illinois, the daughter of Chicago Bull and U.S. Attorney Jim Burns. She is engaged to fellow actor Ajay Naidu, her high school boyfriend. She is a graduate of New York University's Tisch School of the Arts. Burns has appeared in a number of films with Sandra Bullock, including Miss Congeniality (2000) and Two Weeks Notice (2002). More recently she was in the film Bewitched (2005). Heather stands 5 foot and 8½ inches. She is sometimes mistaken for Drew Barrymore.

- \* Ashes (2008) (post-production) as Jasmine
- \* Choke (2008) as Prim Professional
- \* Watching the Detectives (2007) as Denise
- \* Twenty Good Years (2006) (TV series) as Stella
- \* The Groomsmen (2006) as Jules
- \* Law & Order: Criminal Intent (2006) (TV series) as Claire Quinn
- \* Kill the Poor (2006) as Scarlet
- \* Brooklyn Lobster (2005) as Kerry Miller
- \* Bewitched (2005) as Nina
- \* Miss Congeniality 2: Armed & Fabulous (2005) as Cheryl Frasier
- \* Perception (2005) as Ramona
- \* With You In Spirit (2003) (Television) as Emily Burke
- \* Two Weeks Notice (2002) as Meryl Brooks
- \* The Street (2000-2001) (TV series) as Joanne Sacker
- \* Miss Congeniality (2000) as Cheryl Frasier, Miss Rhode Island
- \* The Beat (2000) (TV series) as Beatrice Felsen
- \* You Are Here\* (2000) as Lydia
- \* Nearly Yours (1999) (TV series) as Olivia Hammersmith
- \* Chicks (1999) (Television) as Darcy
- \* You've Got Mail (1998) as Christina Plutzker
- \* Number One (1998) as Lily
- \* Law & Order (1998) (TV series) as Lana Madison

\* 99 Threadwaxing (1998) as Girlfrien

# END CREDITS

Directed & Edited by Daryl Wein  
Executive Produced by Bill Lister  
Produced by Zoe Lister-Jones & Daryl Wein  
Associate Produced by Peter Duchan  
Screenplay by Peter Duchan, Daryl Wein, Zoe Lister-Jones  
Director of Photography Alex Bergman  
Original Music by Kyle Forester

Additional Line Producer                      Sheena Lister  
Additional Unit Production Manager        Jesse Liotta

Assistant Camera                              Kim Greenblatt  
2nd Assistant Camera                        Maria Ines Manchego  
    Additional Assistant Camera            Shaun Joye  
Additional Assistant Camera                Eric Westpheling  
    1st Assistant Director                 Daryl Wein  
Additional 1st Assistant Director         Michael Belcher  
    P2 Loader                                 Daryl Wein  
    P2 Loader                                 Alex Bergman

Art Director                                    Ryan Schaefer  
Sound Mixer                                    Allison Jackson  
    Sound Mixer                                Thomas Byrd  
Re-Recording Mixer                          Cory Melious  
Additional Sound Mixer                      Zach Rossman  
Additional Sound Mixer                      Neal Seidman  
    Music Engineer                            Gary Olson  
ADR Mixer                                     David Boulton  
ADR Recordist                                Brian Gallagher

    Additional Key Grip                        Jesse Bloch  
    Production Assistant                      Rebecca Horn  
    Production Assistant                      Quinn Meyers  
Part Time On Set Photographer            John von Pamer  
    Additional Behind the Scenes Footage    Kaya Dillon  
Halloween Additional Cinematography     Richard Ropeneck  
Halloween Parade Producer                 David Oliver Cohen  
Halloween Parade Assistant Producer     Cristi Andrews Cohen

Cast



Zoe	Zoe Lister-Jones
Daryl	Daryl Wein
Joanie	Julie White
Alan	Peter Friedman
Helaine	Andrea Martin
Turner	Pablo Schreiber
Maggie	La Chanze
Erika	Olivia Thirlby
Dylan	Ebon Moss-Bachrach
Hannah	Heather Burns
Lindsay	Francis Benhamou
Sam	Sam Rosen
Toby	Toby Burns
Brian	Tate Ellington
Frosh	Max Jenkins
Tolan	Alexander Gil
Director	Will Frears
Aunt Barbara	Maggie Burke
Hot Bartender	David Call
Hot Bartender	Harmon Walsh
Casting Director	Roger Del Pozo
Stage Manager	Bryce McDonald
Asst. Manager	Jenn McNeil
Dancing Model	Marlouse Borm
Theater Model	Shelly Zander
Yoga teacher	Becca Kannapell
Funny Yoga Guy	Aaron Burns
Yoga Girl	Ashley Lambert
Waitress	Audrey Wauchope
Man at Synagogue	Ray Iannicelli
Boy at Party	Rodrigo Lopresti
Puppy	Tuna

Polyamorous Actors:

Ed Cohen  
Michael Benjamin  
Michael Warner  
Brenda Bergman  
Shira Gregory  
Matt Gregory  
Ricki Goldman  
Chris Smith  
Rebecca Delgado  
Joan Snyder  
Maggie Cammer

Seder-goers:

Ardele Lister  
Mitch Wein  
Willie Wein  
Lynda Kaplan  
Richard Rabinowitz  
Sondra James  
Tori Rosen  
David Rosen  
Sarah Rosen

Models at Casting Office:

Brianna Lance  
Tina Tyrell  
Vera Correll  
Nancy Gomez  
Yeva Glover

All Star Extras:

Kim Greenblat (6x!)  
Alla Zlotnikov (5x!)  
Katie Connor (3x!)  
Sheena Lister (3x!)  
Maria Ines Manchego (3x!)  
Ricki Goldman (2x!)  
Peter Duchan (2x!)  
Nat Bennett (2x!)  
Allison Jackson (2x!)  
Hillary Miller (2x!)  
Eli Diner (2x!)  
Colin Whitaker (2x!)  
Tali Ravid (2x!)  
Jesse Manocherian (2x!)  
Marshall Elliott (2x!)

Extras:

Charlie Socarides  
Maria Dizzia

Tracy Hazas  
Bill Jones  
Joy Garnett  
Nick Mosquera  
Andrea Garcia  
Jon Roth  
Stephanie Atlan  
Michael Cortez  
Corinne Casagrande  
Leslie Tonkonow  
Klaus Ottmann  
Hale Appleman  
Russ Spiegel  
Michael Hinchey  
Upkar Chana  
Daphne Correll  
Cleo Greenblatt  
Jason Tagg  
Quinn Meyers  
Nicolas Klam  
Michael Zahler  
Molly Sissors  
Laurel Ptak  
Eric Nylund  
Tina Tyrell  
Vera Correll  
Adrian Frandle  
Kristin Miller  
Kieran Gopaul  
Masha Udensiva-Brenner  
Tom Keenan  
Shruti Kumar  
Wade German  
Hannah Hirschland  
Lisa Gilman-Rosen  
Masha Udensiva-Brenner  
Jessica Apuzzo  
Ben Sinclair  
Caitlin Shure  
Adam Riff  
Amanda Ryan  
Marissa Burge  
Caroline Bitter  
Michaela Lobel  
Nathaniel Taylor  
Christine Alexander

Lauren Predmore  
Cory Siegler  
Matt Forgotson  
Julia Oschatz  
Chloe Ramras  
Amanda Peters  
Maria Ines Manchego  
Kathryn Trigg  
Sarah Trigg  
Amy Chen  
Chere Krakovsky  
Ardele Lister  
Kyle Forester  
Richard Berkowitz  
David Glazer  
Meryl Shapiro  
Anita Sherman  
Susan Chadick  
Bob Weiss  
Amy Holson-Schwartz  
Lyssa Mandel  
Kennie Pressman  
Sara Siegel  
Alex Sherman  
Davon Rainey  
Samantha Sherman  
Jason Tagg

Featured Artists courtesy of  
Leslie Tonkonow Artworks + Projects:

Julia Oschatz  
Ori Gersht  
Danny Jauregui  
Dean Byington  
Ali Banisadr  
Matthew Schenning  
Ian Davis

Loop Group:

Samantha Sherman  
Peter Duchan  
Toby Burns  
Emily Weiss  
Atley Laughridge

Michael Benjamin  
Caitlin Shure  
Daryl Wein  
Zoe Lister-Jones  
Stephanie Atlan

Music:

"Nous Sommes le Nous"  
Music by Kyle Forester  
Guitar, keyboard, bass, drums, percussion  
by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Vocals: Daryl Wein, Zoe Lister-Jones,  
Kyle Forester.

"Once Upon a Time"  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Vocals: Daryl Wein  
Guitar, Bass, Piano, Drums, Back-up  
Vocals Kyle Forester

"Women Loves"  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Guitar, Bass, Percussion, Vocals: Kyle Forester  
Drums: Eric Farber

"Boy Like You"  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Vocals: Zoe Lister-Jones  
Piano, Organ, Bass: Kyle Forester  
Drums: Eric Farber

"Baby Please"  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Vocals: Kyle Forester  
Guitar, Bass: Kyle Forester  
Saxophone: David Steinberg  
Drums: Eric Farber

"We Are the Boys"  
Music by Kyle Forester

Lyrics by Zoe Lister-Jones  
Vocals: Kyle Forester  
Back up Vocals: Ryan Miller, Zoe Lister-Jones  
Guitar, Bass: Kyle Forester  
Violin: Amy Cimini  
Drums: Eric Farber

"She Goes She Goes"  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Vocals: Ryan Miller  
Backup Vocals: Zoe Lister-Jones, Kyle Forester  
Guitar, Bass: Kyle Forester  
Viola: Amy Cimini  
Drums: Eric Farber  
Snaps: Gary Olson

"Little One"  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Guitar, Ukulele, Percussion  
Vocals: Gary Olson  
Viola: Amy Cimini

"Shadow Party"  
Music by Jack Lewis & Raphi Gottesman  
Performed Jack Lewis & Raphi Gottesman

"Fan of Shades" (credit song)  
Music by Kyle Forester  
Lyrics by Zoe Lister-Jones  
Vocals: Daryl Wein and Zoe Lister-Jones  
Drums, Guitar, Bass: Kyle Forester  
Whistling: Gary Olson  
Violin: Julia Rydholm  
Viola: Amy Cimini

Recorded and Mixed by Kyle Forester and Gary Olson at Marlborough Farms  
"Anticipation" appears courtesy of Kirsten Kears

Very Special Thanks (in no particular order):

Ardele Lister  
Bill Jones

Joy Garnett  
Ann Springer  
Ryan Schaefer  
Sheena Lister  
Alla Zlotnikov  
Toby Burns  
Kim Greenblatt  
Alex Bergman  
Kyle Forester  
Gary Olson  
David Boulton  
Lily Lister  
Bill Lister

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Diane Crespo  
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Sondra James  
Charlie Socarides  
Travis Call  
John Levy  
Sound Lounge  
Katie Seguin  
Jessika Tindall  
Isaac Wilkins  
Lily Gurton Wachter  
Anna Gurton Wachter  
Alicia Van Couvering  
Anne Hubbell  
Hillary Miller  
Otto Arsenault  
Tracy Hazas  
Jason Fuchs  
Ellen Fedors  
Craig Walker  
Antonio Campos  
Roger Lirtsman  
Amelia Bauer  
Kerrilynn Pamer  
Jon Von Pamer

Halle Madia  
Steven Hawley  
David Oliver Cohen  
Cristi Andrews Cohen  
Mimi Lieber  
Nancy Manocherian  
Amanda McCroskery  
Sara Siegel  
Lauren Weisman  
Will Schmenner  
Candice Hanson  
Emily Weiss  
Diana Glazer  
Andrew Jarecki  
Eli Diner  
Chris Van Ginhoven  
Jordan Kirk  
Halley Feiffer  
Chris Schmidt  
Ed Cohen  
Tribeca Grand  
Amy Robinson  
Bob Balaban  
Carina Alves  
Janet Pierson  
Jarod Neece  
Allison Walker  
Maria Dizzia  
Lou Taylor Pucci  
Nina Spensley  
Ashley Lambert  
Ben Kendall  
Christian Everhard  
Colby Trane  
Mike Wade  
Josh David Stein  
Anna Mascarenhas Heeren  
Bob Glennon  
Scott Metzger  
Tim Sage  
Michael Lazo  
Olivia Thirlby  
Paradigm Agency  
Authentic Management  
Jon Rubenstein  
GenArts



Jen Konowal  
Gersh Agency  
Jan Wein  
Mitch Wein  
Erika Wein  
Bobo Restaurant  
Castor and Pollux  
Local Coffee  
Kodak Film  
Sound Lounge  
Fat Cat Billiards  
Gradisca Restaurant  
Atlantic Theater Company  
Charles Street Synagogue  
Jack's Stir Brew Coffee  
Tinga Tinga Karaoke  
Bikram Yoga Union Sqaure  
Tony Dapolito Recreation Center  
Printing House Fitness and Squash Club  
NYC Parks and Recreations Department  
Leslie Tonkonow Artworks + Projects

"Mister Lister" performed by:  
Lavender Light: The Black and People of All Colors Lesbian  
and Gay Gospel Choir

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and unwavering support of all those involved. Thank you.

Shot on the Panasonic HVX 200 with a Redrock 35mm Lens Adapter  
on location in New York City and Brooklyn.

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