You ain't heard nothin' yet!

May the Force be with you.

There's no place like home.

Frankly, my dear, I don't give a damn.

Show me the money!

American Film Institute is grateful to

for their support of AFI’s ongoing celebration of the cinema centennial.
Dear Juror:

You have been chosen to participate in a historic moment in American film.

Ten years ago, AFI invited leaders from across the film community—artists, scholars, critics and historians—to select the 100 greatest American movies of all time. It was an event designed to celebrate the cinema centennial and to catalyze a national conversation about the movies. And it worked.

**AFI’s 100 Years…100 Movies** and the annual specials that have followed continue to draw attention to the classics of American film—driving audiences to watch and re-watch the movies and stimulating discussion from the watercooler to the Internet.

This year, to honor the 10th Anniversary of the **AFI’s 100 Years…** Series, AFI is repolling the experts and asking, “What are the greatest American films of all time? And which is the greatest?”

**AFI’s 100 Years…100 Movies—10th Anniversary Edition** will allow us to add the past decade of American films to the debate, as well as to consider a changing cultural perspective. This is a poll we will conduct every ten years across the 21st century, so now is the time to cast your vote for the decade and help AFI begin the conversation for a new generation.

The celebration begins here—with you. Attached is a ballot from which you may vote for the movies that AFI will honor in a three-hour CBS television event in June, 2007 that will reveal the 100 greatest movies in American film history, counting down from #100 to #1.

Your choices will have a significant impact on the results due to the exclusivity of the voting pool, so we urge you to consider your selections with great care.

**Your vote must be received no later than Friday, February 2, 2007.**

Thank you for your participation as a member of the AFI Jury and this extraordinary opportunity to honor excellence in American film.

Sincerely,

Jean Picker Firstenberg
President and CEO
The stuff that dreams are made of.

You talkin' to me?

Hasta la vista, baby.

My precious.

Here's looking at you, kid.

Hey, Stella!
AFI has compiled this ballot of 400 movies to aid your selection process.

Due to the subjective nature of this process, you will no doubt find that AFI’s scholars and historians have been unable to include some of your choices in this ballot, so AFI encourages you to utilize the spaces it has included for write-in votes.

AFI asks jurors to consider the following in their selection process:

**CRITERIA**

**FEATURE-LENGTH FICTION FILM**
Narrative format, typically over 60 minutes in length.

**AMERICAN FILM**
Motion picture with significant creative and/or production elements from the United States.

**CRITICAL RECOGNITION**
Formal commendation in print, television and digital media.

**MAJOR AWARD WINNER**
Recognition from competitive events including awards from peer groups, critics, guilds and major film festivals.

**POPULARITY OVER TIME**
Including success at the box office, television and cable airings, and DVD/VHS sales and rentals.

**HISTORICAL SIGNIFICANCE**
A film’s mark on the history of the moving image through visionary narrative devices, technical innovation, or other groundbreaking achievements.

**CULTURAL IMPACT**
A film’s mark on American society in matters of style and substance.
HOW TO VOTE

• **VOTE** for up to 100 movies by using the “Official Ballot” on the next page.

• Votes must be marked in pen.

• Five write-in votes per ballot will be considered. Write-in candidates must be from feature-length American movies released in the United States before January 1, 2007.

• Ballots with votes for more than 100 movies—including write-in candidates—will not be counted.

• **RANK** the five greatest American movies in order (#1 being your choice for the greatest American film of all time). This ranking system will be used for tie-breaking purposes only.

• **MAIL** the “Official Ballot” by removing it from this booklet and sending it to AFI in the enclosed pre-addressed, pre-paid business reply envelope.

• Ballots must be received at AFI no later than Friday, February 2, 2007 to qualify. (Please mail the ballot no later than Wednesday, January 31, 2007 to ensure on-time delivery.)
<table>
<thead>
<tr>
<th></th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
<th>5</th>
<th>6</th>
<th>7</th>
<th>8</th>
<th>9</th>
<th>10</th>
</tr>
</thead>
<tbody>
<tr>
<td>11</td>
<td>12</td>
<td>13</td>
<td>14</td>
<td>15</td>
<td>16</td>
<td>17</td>
<td>18</td>
<td>19</td>
<td>20</td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>22</td>
<td>23</td>
<td>24</td>
<td>25</td>
<td>26</td>
<td>27</td>
<td>28</td>
<td>29</td>
<td>30</td>
<td></td>
</tr>
<tr>
<td>31</td>
<td>32</td>
<td>33</td>
<td>34</td>
<td>35</td>
<td>36</td>
<td>37</td>
<td>38</td>
<td>39</td>
<td>40</td>
<td></td>
</tr>
<tr>
<td>41</td>
<td>42</td>
<td>43</td>
<td>44</td>
<td>45</td>
<td>46</td>
<td>47</td>
<td>48</td>
<td>49</td>
<td>50</td>
<td></td>
</tr>
<tr>
<td>51</td>
<td>52</td>
<td>53</td>
<td>54</td>
<td>55</td>
<td>56</td>
<td>57</td>
<td>58</td>
<td>59</td>
<td>60</td>
<td></td>
</tr>
<tr>
<td>61</td>
<td>62</td>
<td>63</td>
<td>64</td>
<td>65</td>
<td>66</td>
<td>67</td>
<td>68</td>
<td>69</td>
<td>70</td>
<td></td>
</tr>
<tr>
<td>71</td>
<td>72</td>
<td>73</td>
<td>74</td>
<td>75</td>
<td>76</td>
<td>77</td>
<td>78</td>
<td>79</td>
<td>80</td>
<td></td>
</tr>
<tr>
<td>81</td>
<td>82</td>
<td>83</td>
<td>84</td>
<td>85</td>
<td>86</td>
<td>87</td>
<td>88</td>
<td>89</td>
<td>90</td>
<td></td>
</tr>
<tr>
<td>91</td>
<td>92</td>
<td>93</td>
<td>94</td>
<td>95</td>
<td>96</td>
<td>97</td>
<td>98</td>
<td>99</td>
<td>100</td>
<td></td>
</tr>
<tr>
<td>101</td>
<td>102</td>
<td>103</td>
<td>104</td>
<td>105</td>
<td>106</td>
<td>107</td>
<td>108</td>
<td>109</td>
<td>110</td>
<td></td>
</tr>
<tr>
<td>111</td>
<td>112</td>
<td>113</td>
<td>114</td>
<td>115</td>
<td>116</td>
<td>117</td>
<td>118</td>
<td>119</td>
<td>120</td>
<td></td>
</tr>
<tr>
<td>121</td>
<td>122</td>
<td>123</td>
<td>124</td>
<td>125</td>
<td>126</td>
<td>127</td>
<td>128</td>
<td>129</td>
<td>130</td>
<td></td>
</tr>
<tr>
<td>131</td>
<td>132</td>
<td>133</td>
<td>134</td>
<td>135</td>
<td>136</td>
<td>137</td>
<td>138</td>
<td>139</td>
<td>140</td>
<td></td>
</tr>
<tr>
<td>141</td>
<td>142</td>
<td>143</td>
<td>144</td>
<td>145</td>
<td>146</td>
<td>147</td>
<td>148</td>
<td>149</td>
<td>150</td>
<td></td>
</tr>
<tr>
<td>151</td>
<td>152</td>
<td>153</td>
<td>154</td>
<td>155</td>
<td>156</td>
<td>157</td>
<td>158</td>
<td>159</td>
<td>160</td>
<td></td>
</tr>
<tr>
<td>161</td>
<td>162</td>
<td>163</td>
<td>164</td>
<td>165</td>
<td>166</td>
<td>167</td>
<td>168</td>
<td>169</td>
<td>170</td>
<td></td>
</tr>
<tr>
<td>171</td>
<td>172</td>
<td>173</td>
<td>174</td>
<td>175</td>
<td>176</td>
<td>177</td>
<td>178</td>
<td>179</td>
<td>180</td>
<td></td>
</tr>
<tr>
<td>181</td>
<td>182</td>
<td>183</td>
<td>184</td>
<td>185</td>
<td>186</td>
<td>187</td>
<td>188</td>
<td>189</td>
<td>190</td>
<td></td>
</tr>
<tr>
<td>191</td>
<td>192</td>
<td>193</td>
<td>194</td>
<td>195</td>
<td>196</td>
<td>197</td>
<td>198</td>
<td>199</td>
<td>200</td>
<td></td>
</tr>
<tr>
<td>201</td>
<td>202</td>
<td>203</td>
<td>204</td>
<td>205</td>
<td>206</td>
<td>207</td>
<td>208</td>
<td>209</td>
<td>210</td>
<td></td>
</tr>
<tr>
<td>211</td>
<td>212</td>
<td>213</td>
<td>214</td>
<td>215</td>
<td>216</td>
<td>217</td>
<td>218</td>
<td>219</td>
<td>220</td>
<td></td>
</tr>
<tr>
<td>221</td>
<td>222</td>
<td>223</td>
<td>224</td>
<td>225</td>
<td>226</td>
<td>227</td>
<td>228</td>
<td>229</td>
<td>230</td>
<td></td>
</tr>
<tr>
<td>231</td>
<td>232</td>
<td>233</td>
<td>234</td>
<td>235</td>
<td>236</td>
<td>237</td>
<td>238</td>
<td>239</td>
<td>240</td>
<td></td>
</tr>
<tr>
<td>241</td>
<td>242</td>
<td>243</td>
<td>244</td>
<td>245</td>
<td>246</td>
<td>247</td>
<td>248</td>
<td>249</td>
<td>250</td>
<td></td>
</tr>
<tr>
<td>251</td>
<td>252</td>
<td>253</td>
<td>254</td>
<td>255</td>
<td>256</td>
<td>257</td>
<td>258</td>
<td>259</td>
<td>260</td>
<td></td>
</tr>
<tr>
<td>261</td>
<td>262</td>
<td>263</td>
<td>264</td>
<td>265</td>
<td>266</td>
<td>267</td>
<td>268</td>
<td>269</td>
<td>270</td>
<td></td>
</tr>
<tr>
<td>271</td>
<td>272</td>
<td>273</td>
<td>274</td>
<td>275</td>
<td>276</td>
<td>277</td>
<td>278</td>
<td>279</td>
<td>280</td>
<td></td>
</tr>
<tr>
<td>281</td>
<td>282</td>
<td>283</td>
<td>284</td>
<td>285</td>
<td>286</td>
<td>287</td>
<td>288</td>
<td>289</td>
<td>290</td>
<td></td>
</tr>
<tr>
<td>291</td>
<td>292</td>
<td>293</td>
<td>294</td>
<td>295</td>
<td>296</td>
<td>297</td>
<td>298</td>
<td>299</td>
<td>300</td>
<td></td>
</tr>
<tr>
<td>301</td>
<td>302</td>
<td>303</td>
<td>304</td>
<td>305</td>
<td>306</td>
<td>307</td>
<td>308</td>
<td>309</td>
<td>310</td>
<td></td>
</tr>
<tr>
<td>311</td>
<td>312</td>
<td>313</td>
<td>314</td>
<td>315</td>
<td>316</td>
<td>317</td>
<td>318</td>
<td>319</td>
<td>320</td>
<td></td>
</tr>
<tr>
<td>321</td>
<td>322</td>
<td>323</td>
<td>324</td>
<td>325</td>
<td>326</td>
<td>327</td>
<td>328</td>
<td>329</td>
<td>330</td>
<td></td>
</tr>
<tr>
<td>331</td>
<td>332</td>
<td>333</td>
<td>334</td>
<td>335</td>
<td>336</td>
<td>337</td>
<td>338</td>
<td>339</td>
<td>340</td>
<td></td>
</tr>
<tr>
<td>341</td>
<td>342</td>
<td>343</td>
<td>344</td>
<td>345</td>
<td>346</td>
<td>347</td>
<td>348</td>
<td>349</td>
<td>350</td>
<td></td>
</tr>
<tr>
<td>351</td>
<td>352</td>
<td>353</td>
<td>354</td>
<td>355</td>
<td>356</td>
<td>357</td>
<td>358</td>
<td>359</td>
<td>360</td>
<td></td>
</tr>
<tr>
<td>361</td>
<td>362</td>
<td>363</td>
<td>364</td>
<td>365</td>
<td>366</td>
<td>367</td>
<td>368</td>
<td>369</td>
<td>370</td>
<td></td>
</tr>
<tr>
<td>371</td>
<td>372</td>
<td>373</td>
<td>374</td>
<td>375</td>
<td>376</td>
<td>377</td>
<td>378</td>
<td>379</td>
<td>380</td>
<td></td>
</tr>
<tr>
<td>381</td>
<td>382</td>
<td>383</td>
<td>384</td>
<td>385</td>
<td>386</td>
<td>387</td>
<td>388</td>
<td>389</td>
<td>390</td>
<td></td>
</tr>
<tr>
<td>391</td>
<td>392</td>
<td>393</td>
<td>394</td>
<td>395</td>
<td>396</td>
<td>397</td>
<td>398</td>
<td>399</td>
<td>400</td>
<td></td>
</tr>
</tbody>
</table>
## OFFICIAL BALLOT

**Names of Movies You Wish to Be Considered That Are Not Represented on the Official Ballot:**

1. __________________________________
2. __________________________________
3. __________________________________
4. __________________________________
5. __________________________________

**Rank Your Top Five Greatest Movies:**

(For tie-breaking purposes only)

1. ____________________________
2. ____________________________
3. ____________________________
4. ____________________________
5. ____________________________

- **Ballots must be received at AFI no later than Friday, February 2, 2007, to qualify.** [Please mail the ballot no later than Wednesday, January 31, 2007, to ensure on-time delivery.]
1 **ACE IN THE HOLE**  
*Paramount, 1951*

**PRINCIPAL CAST**  
Kirk Douglas, Jan Sterling, Robert Arthur

**DIRECTOR**  
Billy Wilder

**PRODUCER**  
Billy Wilder

**SCREENWRITERS**  
Walter Newman, Lesser Samuels, Billy Wilder

Douglas is a reporter in need of a story. A man trapped in a New Mexico cave is the ticket. Wilder’s cynical and amoral journalist prolongs the event and seizes the opportunity to resurrect his dying career. The sensational story becomes a media circus.

2 **ADAM’S RIB**  
*MGM, 1949*

**PRINCIPAL CAST**  
Spencer Tracy, Katharine Hepburn, Judy Holliday

**DIRECTOR**  
George Cukor

**PRODUCER**  
Lawrence Weingarten

**SCREENWRITERS**  
Ruth Gordon, Garson Kanin

Tracy and Hepburn star as married lawyers representing opposing sides of a controversial case about “the double standard.” The battle of the sexes blazes hilariously during the trial, and a gun made of licorice is the answer to their marital woes.

3 **THE ADVENTURES OF ROBIN HOOD**  
*Warner Bros., 1938*

**PRINCIPAL CAST**  
Errol Flynn, Olivia de Havilland, Basil Rathbone

**DIRECTOR**  
Michael Curtiz, William Keighley

**PRODUCERS**  
Hal B. Wallis, Henry Blanke

**SCREENWRITERS**  
Norman Reilly Raine, Seton I. Miller

This Technicolor swashbuckler stars Flynn as the rogue of Sherwood Forest: “It’s injustice I hate, not the Normans.” Wolfgang Korngold’s stirring score, a spectacular clash of swords between Flynn and Rathbone and a fairy-tale romance with de Havilland ushered in a new era of historical-costume adventure films.

4 **AN AFFAIR TO REMEMBER**  
*Twentieth Century-Fox, 1957*

**PRINCIPAL CAST**  
Cary Grant, Deborah Kerr, Richard Denning

**DIRECTOR**  
Leo McCarey

**PRODUCER**  
Jerry Wald

**SCREENWRITERS**  
Delmer Daves, Leo McCarey

A shipboard romance changes the lives of Grant and Kerr, embroiled in other affairs. They promise to meet in six months at the top of the Empire State Building, but fate takes a hand and keeps the star-crossed lovers apart, until destiny steps in one more time. “Oh, it’s nobody’s fault but my own! I was looking up... it was the nearest thing to heaven! You were there...”
5 **THE AFRICAN QUEEN**
*United Artists, 1951*

**PRINCIPAL CAST** Humphrey Bogart, Katharine Hepburn  
**DIRECTOR** John Huston  
**PRODUCER** S.P. Eagle (Sam Spiegel)  
**SCREENWRITERS** James Agee, John Huston  

Hepburn’s a spinster who’s spent her life saving souls for God and Bogart’s a Godless soul in need of saving. Stuck onboard *The African Queen* at the outbreak of World War I, they ride the rapids, outsmart the Germans and find true love on location in the middle of Africa.

6 **AIRPLANE!**
*Paramount, 1980*

**PRINCIPAL CAST** Robert Hays, Julie Hagerty, Lloyd Bridges, Peter Graves, Leslie Nielsen  
**DIRECTORS** Jim Abrahams, David Zucker, Jerry Zucker  
**PRODUCER** Jon Davison  
**SCREENWRITERS** Jim Abrahams, David Zucker, Jerry Zucker  

Shell-shocked ex-pilot is on a mission to get his girlfriend back, but the plot takes a back seat to the zany, wacky comedy spoof on films such as AIRPORT, FROM HERE TO ETERNITY and SATURDAY NIGHT FEVER. The movie gave birth to Neilson’s comedy career: “Surely you can’t be serious.” “I am serious, and don’t call me Shirley!”

7 **ALIEN**
*Twentieth Century-Fox, 1979*

**PRINCIPAL CAST** Sigourney Weaver, Tom Skerritt, John Hurt  
**DIRECTOR** Ridley Scott  
**PRODUCERS** Gordon Carroll, David Giler, Walter Hill  
**SCREENWRITER** Dan O’Bannon  

Unbeknownst to its crew, spaceship *Nostromo* has taken on an alien stowaway that incubates in some humans and hunts the rest. A science fiction film that broke new ground by adding horror and gore and, more importantly, Weaver, as the action heroine.

8 **ALL ABOUT EVE**
*Twentieth Century-Fox, 1950*

**PRINCIPAL CAST** Bette Davis, Anne Baxter, George Sanders, Gary Merrill  
**DIRECTOR** Joseph L. Mankiewicz  
**PRODUCER** Darryl F. Zanuck  
**SCREENWRITER** Joseph L. Mankiewicz  

Vanity almost gets the best of aging actress Davis when a ruthless young hopeful worms her way into all aspects of her life. Mankiewicz’s biting script of ambition and betrayal in the New York theatre gave Davis her best role in years and some of her most memorable lines: “Fasten your seatbelts. It’s going to be a bumpy night!”
9 **ALL QUIET ON THE WESTERN FRONT**

*Universal, 1930*

**PRINCIPAL CAST**: Lew Ayres, Louis Wolheim, John Wray  
**DIRECTOR**: Lewis Milestone  
**PRODUCER**: Carl Laemmle, Jr.  
**SCREENWRITERS**: George Abbott, Maxwell Anderson, Del Andrews

This antiwar drama based on Erich Maria Remarque’s novel follows the lives of a group of fresh-faced German boys who join the Army during World War I. In one of the film’s most memorable moments, Ayres reaches for a butterfly, juxtaposing all the violence swirling around him in the trenches.

10 **ALL THAT JAZZ**

*Twentieth Century-Fox, 1979*

**PRINCIPAL CAST**: Roy Scheider, Jessica Lange  
**DIRECTOR**: Bob Fosse  
**PRODUCER**: Robert Alan Aurthur  
**SCREENWRITERS**: Robert Alan Aurthur, Bob Fosse

This is Fosse’s semi-autobiographical, highly stylized musical of a pill-popping director/choreographer torn between too many women and “Death,” beautifully embodied by Lange. “It’s showtime, folks.”

11 **ALL THE KING’S MEN**

*Columbia, 1949*

**PRINCIPAL CAST**: Broderick Crawford, John Ireland, Mercedes McCambridge  
**DIRECTOR**: Robert Rossen  
**SCREENWRITERS**: Robert Rossen

The life of Senator Huey Long inspired this political drama with compelling performances by Crawford and McCambridge. This film is based on Robert Penn Warren’s explosive novel about a once-honest politician corrupted by power. “Man is conceived in sin and born in corruption.”

12 **ALL THE PRESIDENT’S MEN**

*Warner Bros., 1976*

**PRINCIPAL CAST**: Dustin Hoffman, Robert Redford, Jason Robards  
**DIRECTOR**: Alan J. Pakula  
**PRODUCER**: Walter Coblenz  
**SCREENWRITERS**: William Goldman

Both a taut political thriller and detective story, Redford and Hoffman are Woodward and Bernstein, the two novice *Washington Post* reporters who uncovered the Watergate break-in and cover-up.
13 **AMADEUS**

*Orion, 1984*

**PRINCIPAL CAST**
Tom Hulce, F. Murray Abraham

**DIRECTOR**
Milos Forman

**PRODUCER**
Saul Zaentz

**SCREENWRITER**
Peter Shaffer

Abraham’s Antonio Salieri declares war against the heavens for speaking through the genius of Wolfgang Amadeus Mozart, played by Hulce. Flashbacks illuminate the mad, energetic brilliance of Mozart and Salieri’s struggle with his own mediocrity. “There are simply too many notes, that’s all. Just cut a few and it will be perfect.”

14 **AMERICAN BEAUTY**

*DreamWorks, 1999*

**PRINCIPAL CAST**
Kevin Spacey, Annette Bening, Thora Birch, Wes Bentley, Mena Suvari

**DIRECTOR**
Sam Mendes

**PRODUCERS**
Bruce Cohen, Dan Jinks

**SCREENWRITER**
Alan Ball

Step inside the red door, and you’ll find a family about to implode. Lester’s depressed, his wife’s carrying on with another man and his daughter hates him. Worst of all, he’s fantasizing about a high school cheerleader covered in red roses. Mendes’ first feature is a biting black comedy on contemporary American life.

15 **AMERICAN GRAFFITI**

*Universal, 1973*

**PRINCIPAL CAST**
Richard Dreyfuss, Ron Howard, Cindy Williams

**DIRECTOR**
George Lucas

**PRODUCERS**
Francis Ford Coppola, Gary Kurtz

**SCREENWRITERS**
Willard Huyck, Gloria Katz, George Lucas

One night in the life of some high school grads becomes a turning point on the road to adulthood. Lucas’ breakthrough film featured an ensemble cast of future stars and a non-stop soundtrack of 1950s and ‘60s hits.

16 **AN AMERICAN IN PARIS**

*MGM, 1951*

**PRINCIPAL CAST**
Gene Kelly, Leslie Caron, Oscar Levant

**DIRECTOR**
Vincente Minnelli

**PRODUCER**
Arthur Freed

**SCREENWRITER**
Alan Jay Lerner

Kelly and Caron fall in love to the tunes of Gershwin—*I Got Rhythm, Our Love Is Here To Stay* and *S’Wonderful*—in postwar Paris. The film’s legendary finale, the 17-minute ballet, was both daring and innovative in 1951.
### 17 **ANNIE HALL**  
*United Artists, 1977*

**PRINCIPAL CAST**  
Woody Allen, Diane Keaton

**DIRECTOR**  
Woody Allen

**PRODUCER**  
Charles H. Joffe

**SCREENWRITERS**  
Woody Allen, Marshall Brickman

Alvy Singer has more hang-ups than most neurotic New Yorkers. When he meets his polar opposite, the dingy Annie Hall (“La-di-da, la-di-da”), the die-hard city dweller winds up in a foreign country called Los Angeles! This comedy also launched a women’s fashion trend on Annie Hall’s “look.”

### 18 **THE APARTMENT**  
*United Artists, 1960*

**PRINCIPAL CAST**  
Jack Lemmon, Shirley MacLaine, Fred MacMurray, Jack Kruschen

**DIRECTOR**  
Billy Wilder

**PRODUCER**  
Billy Wilder

**SCREENWRITERS**  
I.A.L. Diamond, Billy Wilder

Wilder’s wry take on corporate America skewers the climb through the bedroom to the boardroom. Lemmon is a career-climbing executive who offers his boss’ the use of his apartment for an extra-marital fling. His foolproof plan falls apart when he falls in love with his boss’s girlfriend. “That’s the way it crumbles, cookie-wise!”

### 19 **APOCALYPSE NOW**  
*United Artists, 1979*

**PRINCIPAL CAST**  
Marlon Brando, Martin Sheen, Robert Duvall

**DIRECTOR**  
Francis Ford Coppola

**PRODUCER**  
Francis Ford Coppola

**SCREENWRITERS**  
Francis Ford Coppola, John Milius

Coppola and Milius based their script loosely on Joseph Conrad’s *Heart of Darkness*. Search and destroy; terminate with extreme prejudice—this is Sheen’s mission. But it is the insanity of the Vietnam war (“I love the smell of napalm in the morning…”) that really blows his mind. By the time he reaches renegade Green Beret Brando, his crew is dead, and he has nearly become the man he was sent to kill.

### 20 **APOLLO 13**  
*Universal, 1995*

**PRINCIPAL CAST**  
Tom Hanks, Bill Paxton, Kevin Bacon, Ed Harris, Kathleen Quinlan

**DIRECTOR**  
Ron Howard

**PRODUCER**  
Brian Grazer

**SCREENWRITERS**  
William Broyles, Jr., Al Reinert

“That Houston, we have a problem.” Things go drastically wrong on the Apollo 13 mission, and astronauts Hanks, Paxton, and Bacon must rely on their wits to get back to earth alive as America holds its collective breath.
21 **AS GOOD AS IT GETS**  
*TriStar, 1997*

**PRINCIPAL CAST**  
Jack Nicholson, Helen Hunt, Greg Kinnear

**DIRECTOR**  
James L. Brooks

**PRODUCERS**  
James L. Brooks, Bridget Johnson, Kristi Zea

**SCREENWRITER**  
James L. Brooks

Nicholson is an obsessive/compulsive romance novelist whose relationships with coffee shop waitress Hunt and gay neighbor Kinnear make him want to be a better man.

22 **ATLANTIC CITY**  
*Paramount, 1980*

**PRINCIPAL CAST**  
Burt Lancaster, Susan Sarandon

**DIRECTOR**  
Louis Malle

**PRODUCER**  
Denis Heroux

**SCREENWRITER**  
John Guare

Parallel stories in this potent character study of an aging gangster and a young woman with dreams rooted in the image of the city’s past. Their worlds collide when they find themselves chased by an unglamorous, modern-day mob.

23 **AUSTIN POWERS: INTERNATIONAL MAN OF MYSTERY**  
*New Line, 1997*

**PRINCIPAL CAST**  
Mike Myers, Elizabeth Hurley, Robert Wagner

**DIRECTOR**  
Jay Roach

**PRODUCERS**  
Suzanne Todd, Demi Moore, Jennifer Todd, Mike Myers

**SCREENWRITER**  
Mike Myers

Myers never lets up in this James Bond parody as the cryogenically frozen 1960s spy who is thawed out thirty years later in order to stop Dr. Evil’s plans for world domination. “It’s freedom, baby, yeah!”

24 **THE AVIATOR**  
*Miramax, 2004*

**PRINCIPAL CAST**  
Leonardo DiCaprio, Cate Blanchett, Kate Beckinsale

**DIRECTOR**  
Martin Scorsese

**PRODUCERS**  
Michael Mann, Sandy Climan, Graham King, Charles Evans, Jr.

**SCREENWRITER**  
John Logan

Leonardo DiCaprio plays Howard Hughes in this biopic of the legendary engineer, movie producer, pilot and corporate mogul. The film follows his life from the 1920s to the 1940s with overlapping storylines at play, as Hughes rises and falls simultaneously.
25 THE AWFUL TRUTH

*Columbia, 1937*

**PRINCIPAL CAST**
Irene Dunne, Cary Grant, Ralph Bellamy

**DIRECTOR**
Leo McCarey

**PRODUCER**
Everett Riskin

**SCREENWRITER**
Vina Delmar

Grant and Dunne try to outwit and outmaneuver each other while waiting for their divorce to become final. The combination of physical slapstick and sophisticated comedy turn this clever movie into a minefield of marital mishaps. “You’ve come back and caught me in the truth, and there’s nothing less logical than the truth.”
26 **Babe**  
*Universal, 1995*  
**Principal Cast:** James Cromwell  
**Director:** Chris Noonan  
**Producers:** George Miller, Doug Mitchell, Bill Miller  
**Screenwriters:** George Miller, Chris Noonan  

This fantasy film tells the story of Babe, an orphaned pig raised by a sheep dog, who becomes an expert herder and forms a special bond with eccentric Farmer Hoggett, as they share “the faintest hint of a common destiny.”

27 **Back to the Future**  
*Universal, 1985*  
**Principal Cast:** Michael J. Fox, Christopher Lloyd  
**Director:** Robert Zemeckis  
**Producers:** Neil Canton, Bob Gale  
**Screenwriters:** Bob Gale, Robert Zemeckis  

Marty McFly and crazy scientist Doc Brown accidentally time-travel back to the 1950s. “Are you telling me you built a time machine? Out of a DeLorean?” After bungling the moment when his parents first meet, Marty must get them interested in each other to secure his own destiny and get back to the future.

28 **Badlands**  
*Warner Bros., 1973*  
**Principal Cast:** Martin Sheen, Sissy Spacek  
**Director:** Terrence Malick  
**Producer:** Terrence Malick  
**Screenwriter:** Terrence Malick  

Malick’s directorial debut is based on the true story of Charles Starkweather and teenager Caril Fugate who crossed America in the 1950s leaving a trail of bodies behind them.

29 **Bambi**  
*Disney, 1942*  
**Principal Cast:** Hardie Albright, Sterling Holloway, Sam Edwards (voices)  
**Director:** David Hand  
**Producer:** Walt Disney  
**Screenwriter:** Larry Morey  

It’s hard to keep a dry eye in this visually beautiful, animated story of life in the forest that moves from the idyllic to the horrific and back again for the sweet-natured fawn, Bambi.
30 THE BAND WAGON
MGM, 1953

PRINCIPAL CAST: Fred Astaire, Cyd Charisse, Jack Buchanan, Oscar Levant, Nanette Fabray

DIRECTOR: Vincente Minnelli

PRODUCER: Arthur Freed

SCREENWRITERS: Betty Comden, Adolph Green

Film actor Astaire is washed up in Hollywood and heads to New York to resurrect his career, this time on Broadway. With enduring standards like *That's Entertainment* and *Dancing In The Dark*, Comden and Green take a light-hearted look at how an ill-fated concept, an updated *Oedipus*, becomes a musical smash.

31 THE BANK DICK
Universal, 1940

PRINCIPAL CAST: W.C. Fields, Cora Witherspoon, Una Merkel

DIRECTOR: Edward F. Cline

PRODUCER: Jack Gross

SCREENWRITER: Mahatma Kane Jeeves (W. C. Fields)

Fields plays Egbert Souse, a man who tries to live up to his name but is heralded as a hero and awarded a job as a detective when he inadvertently topples over a bank robber.

32 BEAU GESTE
Paramount, 1939

PRINCIPAL CAST: Gary Cooper, Ray Milland, Robert Preston, Brian Donlevy

DIRECTOR: William A. Wellman

PRODUCER: William A. Wellman

SCREENWRITER: Robert Carson

When the priceless Blue Water sapphire goes missing, so do the Geste Brothers. A tale of high adventure takes John, Digby, and Beau from the splendor of Victorian England to the Foreign Legion of North Africa, all in the name of honor, loyalty, and self-sacrifice.

33 A BEAUTIFUL MIND
Universal, 2001

PRINCIPAL CAST: Russell Crowe, Ed Harris, Jennifer Connelly

DIRECTOR: Ron Howard

PRODUCERS: Brian Grazer, Ron Howard

SCREENWRITER: Akiva Goldsman

Sylvia Nasar’s prize-winning biography of math genius and Nobel winner John Nash is the basis for this skillfully directed film. Howard lulls the audience into both the mad world of Nash’s schizophrenia and the real world of his wife and family, who love him unconditionally.
34 **BEAUTY AND THE BEAST**  
*Disney, 1991*

**PRINCIPAL CAST**  
Paige O’Hara, Robby Benson, Jerry Orbach,  
Angela Lansbury (voices)

**DIRECTORS**  
Gary Trousdale, Kirk Wise

**PRODUCER**  
Don Hahn

**SCREENWRITER**  
Linda Woolverton

This animated musical is based on the classic fairy tale of the girl who is trapped in the castle of a hideous beast but eventually falls for his unusual charm. The film’s musical highlights include the title song and the show-stopping *Be Our Guest.*

35 **BEING JOHN Malkovich**  
*USA Films, 1999*

**PRINCIPAL CAST**  
John Cusack, Cameron Diaz, Catherine Keener,  
John Malkovich

**DIRECTOR**  
Spike Jonze

**PRODUCERS**  
Steve Golin, Vincent Landay, Sandy Stern, Michael Stipe

**SCREENWRITER**  
Charlie Kaufman

Kaufman’s clever, original comedy of a puppeteer who inadvertently discovers a portal into the brain of actor John Malkovich. Can his discovery become a business? “Meet you in Malkovich in one hour.”

36 **BEN-HUR**  
*MGM, 1926*

**PRINCIPAL CAST**  
Ramon Novarro, Francis X. Bushman, May McAvoy

**DIRECTOR**  
Fred Niblo

**PRODUCERS**  
Louis B. Mayer, Samuel Goldwyn

**SCREENWRITERS**  
Bess Meredyth, Carey Wilson, June Mathis

Judah Ben-Hur loses his home and family at the hands of childhood friend Messala, a young Roman officer. The dramatic chariot race and colossal sea battle are part of the most expensive silent film produced in Hollywood.

37 **BEN-HUR**  
*MGM, 1959*

**PRINCIPAL CAST**  
Charlton Heston, Stephen Boyd, Hugh Griffith, Jack Hawkins

**DIRECTOR**  
William Wyler

**PRODUCER**  
Sam Zimbalist

**SCREENWRITER**  
Karl Tunberg

This is a tale of two friends on the opposite side of politics and power, who come face to face in the film’s explosive chariot race. Heston, the young Jewish Prince, seeks revenge for himself and his family, only to find forgiveness and redemption when he tries to help Jesus Christ, the man who once saved him.
38 **THE BEST YEARS OF OUR LIVES**  
*RKO, 1946*

**PRINCIPAL CAST:** Myrna Loy, Fredric March, Teresa Wright, Dana Andrews, Harold Russell

**DIRECTOR:** William Wyler

**PRODUCER:** Samuel Goldwyn

**SCREENWRITER:** Robert E. Sherwood

Released immediately after the World War II, Wyler’s story of three men returning from war was the right film at the right time—mirroring the experiences of so many soldiers adjusting to a new life. Russell, a young vet who lost his hands, plays a man trying to figure out if he can pick up the pieces of his old life.

39 **BIG**  
*Twentieth Century-Fox, 1988*

**PRINCIPAL CAST:** Tom Hanks, Elizabeth Perkins

**DIRECTOR:** Penny Marshall

**PRODUCERS:** James L. Brooks, Robert Greenhut

**SCREENWRITERS:** Gary Ross, Anne Spielberg

A little boy’s wish comes true and he wakes up big! But there’s still a boy inside that man’s body and he can’t quite navigate the world of grownups. Hanks and Loggia’s piano dance to *Heart and Soul* is one of the highlights in Marshall’s poignant comedy that proves the old adage, “Be careful what you wish for.”

40 **THE BIG CHILL**  
*Columbia, 1983*

**PRINCIPAL CAST:** Kevin Kline, Glenn Close, William Hurt, Tom Berenger, Jeff Goldblum

**DIRECTOR:** Lawrence Kasdan

**PRODUCER:** Michael Shamberg

**SCREENWRITERS:** Barbara Benedek, Lawrence Kasdan

Baby-boomers regroup to mourn the suicide of their friend. The ensemble reminisce and come to terms with their loss, all done to a soundtrack from their 1960s youth.

41 **THE BIG PARADE**  
*MGM, 1925*

**PRINCIPAL CAST:** John Gilbert, Renee Adoree

**DIRECTOR:** King Vidor

**PRODUCER:** Irving Thalberg

**SCREENWRITERS:** Lawrence Stallings, Harry Behn

Vidor’s cadenced staging of a military assault is one of the highlights of this antiwar film featuring box office idol Gilbert as an eager American doughboy.
42 THE BIG SLEEP
Warner Bros., 1946
PRINCIPAL CAST Humphrey Bogart, Lauren Bacall
DIRECTOR Howard Hawks
PRODUCER Howard Hawks
SCREENWRITERS William Faulkner, Leigh Brackett, Jules Futhman

Bogart and Bacall make sparks fly while trying to outwit the blackmailers, seedy cops, and odd characters who populate the treacherous world of Raymond Chandler’s Los Angeles.

43 THE BIRDS
Universal, 1963
PRINCIPAL CAST Tippi Hedren, Rod Taylor, Jessica Tandy
DIRECTOR Alfred Hitchcock
PRODUCER Alfred Hitchcock
SCREENWRITER Evan Hunter

Hitchcock’s birds-eye view of the apocalypse has our feathered friends attacking the residents of a small town in Northern California.

44 THE BIRTH OF A NATION
Epoch, 1915
PRINCIPAL CAST Lillian Gish, Henry B. Walthall
DIRECTOR D.W. Griffith
PRODUCER D.W. Griffith
SCREENWRITERS D.W. Griffith, Frank E. Woods

A groundbreaking technical achievement, this controversial milestone epic about the Civil War and its aftermath still sparks debate today. President Woodrow Wilson said, “It is like writing history with lightning.”

45 BLACKBOARD JUNGLE
MGM, 1955
PRINCIPAL CAST Glenn Ford, Anne Francis, Louis Calhern, Sidney Poitier, Vic Morrow
DIRECTOR Richard Brooks
PRODUCER Pandro S. Berman
SCREENWRITER Richard Brooks

A rock ‘n’ roll soundtrack gave a real urgency to this story of juvenile delinquents in a troubled inner-city school. Ford is the earnest, idealistic teacher who tries his best to inspire the students who are almost impossible to tame.
46 **BLADE RUNNER**  
*Warner Bros., 1982*

**PRINCIPAL CAST**: Harrison Ford, Rutger Hauer, Sean Young, Edward James Olmos  
**DIRECTOR**: Ridley Scott  
**PRODUCER**: Michael Deely  
**SCREENWRITER**: Hampton Fancher

The dark, rainy opening shot of Los Angeles in 2019 sets the stage for Scott’s futuristic thriller, where “replicants,” a powerful human-like species, have mutinied in an attempt to prolong their lifespans. Ford is the cop Blade Runner cop called on to hunt them down.

47 **BLAZING SADDLES**  
*Warner Bros., 1974*

**PRINCIPAL CAST**: Cleavon Little, Gene Wilder, Madeline Kahn  
**DIRECTOR**: Mel Brooks  
**PRODUCER**: Michael Hertzberg  
**SCREENWRITERS**: Mel Brooks, Richard Pryor, Norman Steinberg, Alan Uger, Andrew Bergman

Brooks’ politically incorrect parody of all things Western spares no one, starting with the dastardly Hedley Lemarr who brings Bart, a black urban sheriff to town. Saloon-singer Lili Von Shupp’s *I’m Tired* (à la Dietrich) and the bean-eating campfire scene remain favorites.

48 **BLUE VELVET**  
*DEG, 1986*

**PRINCIPAL CAST**: Kyle MacLachlan, Isabella Rossellini, Dennis Hopper, Laura Dern  
**DIRECTOR**: David Lynch  
**PRODUCER**: Fred C. Caruso  
**SCREENWRITER**: David Lynch

Naive Jeffrey Beaumont finds a severed ear in an empty lot near his bucolic hometown. Fed up with do-nothing cops, Jeffrey and girlfriend Sandy’s investigation takes them beyond the white picket fence into the dark evil underworld of Frank Booth and his nightclub singer, Dorothy Vallens.

49 **BONNIE AND CLYDE**  
*Warner Bros., 1967*

**PRINCIPAL CAST**: Warren Beatty, Faye Dunaway, Gene Hackman, Estelle Parsons  
**DIRECTOR**: Arthur Penn  
**PRODUCER**: Warren Beatty  
**SCREENWRITERS**: Robert Benton, David Newman

“We rob banks!” Dunaway and Beatty star in this story of real-life 1930s bank robbers Bonnie Parker and Clyde Barrow, a film that mixed romance, adventure, glamour, comedy and violence in a way never seen before.
50 **BOOGIE NIGHTS**

*New Line, 1997*

**PRINCIPAL CAST** Mark Wahlberg, Burt Reynolds, John C. Reilly, Julianne Moore, Heather Graham, Don Cheadle, Philip Seymour Hoffman, William H. Macy

**DIRECTOR** Paul Thomas Anderson

**PRODUCERS** Paul Thomas Anderson, Lloyd Levin, John S. Lyons, Joanne Sellar

**SCREENWRITER** Paul Thomas Anderson

This is Anderson’s breakthrough film about the ups and downs of characters in search of love, acceptance, and stardom in the booming porn business of the 1970s and 1980s. No one wants it more than Wahlberg’s Dirk Diggler, blessed with a very special asset.

51 **BORN ON THE FOURTH OF JULY**

*Universal, 1989*

**PRINCIPAL CAST** Tom Cruise, Willem Dafoe

**DIRECTOR** Oliver Stone

**PRODUCERS** Oliver Stone, A. Kitman Ho

**SCREENWRITERS** Oliver Stone, Ron Kovic

The true story of screenwriter Kovic, an all-American patriot who signs up for Vietnam and comes home in a wheelchair. After long bouts of depression and drowning himself in alcohol, the transformed vet becomes one of the country’s leading antiwar activists.

52 **BOYZ N THE HOOD**

*Columbia, 1991*

**PRINCIPAL CAST** Laurence Fishburne, Cuba Gooding, Jr., Ice Cube, Morris Chestnut, Angela Bassett

**DIRECTOR** John Singleton

**PRODUCER** Steve Nicolaides

**SCREENWRITER** John Singleton

The debut of writer/director Singleton rocked Hollywood with this tragic portrait of three young men in South Central LA, and the effects of gang violence on their hopes for the future. “Why is it that there is a gun shop on almost every corner in this community?”

53 **BRAVEHEART**

*Paramount, 1995*

**PRINCIPAL CAST** Mel Gibson, Sophie Marceau, Patrick McGoohan, Brian Cox

**DIRECTOR** Mel Gibson

**PRODUCERS** Mel Gibson, Alan Ladd, Jr., Bruce Davey

**SCREENWRITER** Randall Wallace

Inspired by the legendary exploits of 13th century Scottish patriot William Wallace, the film is noteworthy for its intense battle scenes and stirring plea for freedom.
54 **BRAZIL**  
*Universal, 1985*  
**PRINCIPAL CAST:** Jonathan Pryce, Robert De Niro, Katherine Helmond, Ian Holm, Bob Hoskins  
**DIRECTOR:** Terry Gilliam  
**PRODUCER:** Arnon Milchan  
**SCREENWRITERS:** Terry Gilliam, Tom Stoppard, Charles McKeown

Gilliam’s darkly comic sci-fi epic nightmare of the future finds Pryce as a civil servant who desperately tries to hold onto his dreams. Occasionally he allows his fantasies to take flight over the decayed city of London to the strains of *Brazil!*

55 **BREAKFAST AT TIFFANY’S**  
*Paramount, 1961*  
**PRINCIPAL CAST:** Audrey Hepburn, George Peppard, Patricia Neal  
**DIRECTOR:** Blake Edwards  
**PRODUCERS:** Martin Jurow, Richard Shepherd  
**SCREENWRITER:** George Axelrod

Hepburn is Holly Golightly, a Manhattan party girl with a small-town past. New neighbor Peppard is a struggling writer being kept by Neal. The two tenants free each other from the ties of the past and fall in love. The film features the Henry Mancini/Johnny Mercer song *Moon River.*

56 **THE BREAKFAST CLUB**  
*Universal, 1985*  
**PRINCIPAL CAST:** Emilio Estevez, Anthony Michael Hall, Judd Nelson, Molly Ringwald, Ally Sheedy, Paul Gleason  
**DIRECTOR:** John Hughes  
**PRODUCERS:** John Hughes, Ned Tanen  
**SCREENWRITER:** John Hughes

Saturday detention is more like a therapy group for five high school teens who are seen and see themselves in clearly defined roles. By the end of the day, Hughes’ dissection of adolescent issues reveals to the group that there’s “a brain, an athlete, a basket case, a princess and a criminal” in all of them.

57 **BREAKING AWAY**  
*Twentieth Century-Fox, 1979*  
**PRINCIPAL CAST:** Dennis Christopher, Dennis Quaid, Daniel Stern, Jackie Earle Haley  
**DIRECTOR:** Peter Yates  
**PRODUCER:** Peter Yates  
**SCREENWRITER:** Steve Tesich

The alienation four boys feel after graduating from high school ultimately leads to a bicycle race that redeems them in the town they represent.
58 THE BRIDGE ON THE RIVER KWAI

*American Film Institute*

*Columbia, 1957*

**PRINCIPAL CAST**
William Holden, Jack Hawkins, Alec Guinness, Sessue Hayakawa

**DIRECTOR**
David Lean

**PRODUCER**
Sam Spiegel

**SCREENWRITERS**
Pierre Boulle (Carl Foreman, Michael Wilson)

Guinness is the rigid British officer who refuses to bow to torture in a Japanese prison camp during World War II. Holden is an American who escapes from the camp, then must return to sabotage the bridge being constructed to perfection by POWs, now inspired by Guinness’ command! “Madness! Madness!”

59 BRINGING UP BABY

*RKO, 1938*

**PRINCIPAL CAST**
Katharine Hepburn, Cary Grant, May Robson, Charles Ruggles, Barry Fitzgerald

**DIRECTOR**
Howard Hawks

**PRODUCER**
Cliff Reid

**SCREENWRITERS**
Dudley Nichols, Hagar Wilde

Hepburn’s heiress is mad for Grant’s uptight paleontologist. The plot and characters define screwball comedy, not the least of which involves a pet leopard who can be soothed by listening to *I Can’t Give You Anything But Love, Baby.*”

60 BROADCAST NEWS

*Twentieth Century-Fox, 1987*

**PRINCIPAL CAST**
William Hurt, Holly Hunter, Albert Brooks

**DIRECTOR**
James L. Brooks

**PRODUCER**
James L. Brooks

**SCREENWRITER**
James L. Brooks

Sparks fly in a network newsroom as dedicated producer Jane Craig tries to figure out whom she wants: Pretty-boy, anchorman, killer-smile Tom? Or serious, committed (and sweaty) reporter Aaron: “Okay, I’ll meet you at the place near the thing where we went that time.”

61 BROKEBACK MOUNTAIN

*Focus, 2005*

**PRINCIPAL CAST**
Heath Ledger, Jake Gyllenhaal, Randy Quaid, Michelle Williams

**DIRECTOR**
Ang Lee

**PRODUCERS**
Diana Ossana, James Schamus

**SCREENWRITERS**
Larry McMurtry, Diana Ossana

“I wish I knew how to quit you.” This controversial and heartbreaking love story, adapted from Annie Proulx’s *New Yorker* short story, is a love story about two cowboys, spanning three decades.
62 BROKEN BLOSSOMS
United Artists, 1919

PRINCIPAL CAST
Lillian Gish, Richard Barthelmess, Donald Crisp

DIRECTOR
D.W. Griffith

PRODUCER
D.W. Griffith

SCREENWRITER
D.W. Griffith

In London’s foggy slums, the plight of a Cockney girl is witnessed by a Chinese shopkeeper who falls in love with her and wants to remove her from the physical abuse she suffers at the hand of her prizefighter father.

63 BULL DURHAM
Orion, 1988

PRINCIPAL CAST
Kevin Costner, Susan Sarandon, Tim Robbins

DIRECTOR
Ron Shelton

PRODUCERS
Mark Burg, Thom Mount

SCREENWRITER
Ron Shelton

Costner’s Crash Davis is almost over the hill, but he’s got to curb wild pitcher “Nuke” LaLoosh’s wild ways. They both fall for baseball groupie Sarandon, who sits both men down to explain her one-player-per-season rule—and that they are the finalists. It will take more than philosophy to win her for the season.

64 BUTCH CASSIDY AND THE SUNDANCE KID
Twentieth Century-Fox, 1969

PRINCIPAL CAST
Paul Newman, Robert Redford, Katharine Ross

DIRECTOR
George Roy Hill

PRODUCERS
Paul Monash, John Foreman

SCREENWRITER
William Goldman

The chemistry of Newman and Redford redefined the buddy movie. Goldman’s script follows Butch and Sundance as they rob banks from the Old West all the way to Bolivia, making heroes out of anti-heroes. The movie’s key song Raindrops Keep Fallin’ on My Head is a fun counterpart to the actual plight of our friends.
“Willkommen” to 1930s Berlin and the Kit Kat Club, where mischievous emcee Grey holds court and American entertainer Sally Bowles, played by Minnelli, lives life in divine decadence as the Nazis rise in power.

Minnelli’s first feature brought this Broadway musical to the screen, featuring an all-black cast in a fable of the forces of good and evil fighting over the soul of a man. Waters’ rendering of Happiness Is Just a Thing Called Joe is one of the high points.

In a signature role, Garbo plays a romantic and moody Parisian courtesan, intrigued by Taylor in 19th century Paris: “His eyes have made love to me all evening.” Taylor falls hard under Garbo’s spell, forgiving much along the way in their relationship.

Drawn from Stephen King’s first novel, Spacek plays a virginal misfit who unleashes her powers of telekinesis at school, especially when her “in-crowd” counterparts feel like tormenting her—during the high school prom, of course!
69 **CASABLANCA**  
*Warner Bros., 1942*

**PRINCIPAL CAST** Humphrey Bogart, Ingrid Bergman, Claude Rains, Paul Henreid  
**DIRECTOR** Michael Curtiz  
**PRODUCER** Hal B. Wallis  
**SCREENWRITERS** Julius J. Epstein, Philip G. Epstein, Howard Koch

Bogart is jaded idealist Rick Blaine, an American nightclub owner in French Morocco who sacrifices the love of a lifetime to join the world’s fight against the Nazis. “Here’s looking at you, kid.”

70 **CAT BALLOU**  
*Columbia, 1965*

**PRINCIPAL CAST** Lee Marvin, Jane Fonda  
**DIRECTOR** Elliot Silverstein  
**PRODUCER** Harold Hecht  
**SCREENWRITERS** Walter Newman, Frank Pierson

Nat King Cole and Stubby Kaye narrate the musical “ballad” of Ms. Ballou, with the stories of malevolent Tim Strawn and dead-drunk Kid Shelleen, who must save Cat from hanging!

71 **CAT PEOPLE**  
*RKO, 1942*

**PRINCIPAL CAST** Simone Simon, Kent Smith, Tom Conway  
**DIRECTOR** Jacques Tourneur  
**PRODUCER** Val Lewton  
**SCREENWRITER** DeWitt Bodeen

In New York a young bride believes she carries a curse; if a man touches her she will turn into a panther and kill her prey—even the man she loves! The gripping low-budget horror movie left a great deal off the screen and much to the imagination of the audience.

72 **CHARIOTS OF FIRE**  
*Twentieth Century-Fox, 1981*

**PRINCIPAL CAST** Ben Cross, Ian Charleson, Ian Holm  
**DIRECTOR** Hugh Hudson  
**PRODUCER** David Puttnam  
**SCREENWRITER** Colin Welland

Based on the true story of two English Olympic competitors in 1924. One is a Scottish missionary who runs for God, the other, a Jew who runs for acknowledgment and acceptance. Vangelis’s ground-breaking electronic soundtrack underscored the runners’ passions.
73 **THE CHEAT**  
*Paramount, 1915*

**PRINCIPAL CAST**  
Fannie Ward, Sessue Hayakawa, Jack Dean

**DIRECTOR**  
Cecil B. DeMille

**PRODUCER**  
Jesse L. Lasky

**SCREENWRITERS**  
Jeanie McPherson, Hector Turnbull

Young wife Edith borrows money from a charity for Wall Street investments. She loses it and borrows again, this time from Tori, her Japanese friend. Upon paying him back, he refuses, claiming he owns her. Terrified, she kills him and her protective husband stands trial. Overcome with guilt, Edith confesses all!

74 **CHICAGO**  
*Miramax, 2002*

**PRINCIPAL CAST**  
Catherine Zeta-Jones, Renée Zellweger, Richard Gere

**DIRECTOR**  
Rob Marshall

**PRODUCER**  
Martin Richards

**SCREENWRITER**  
Bill Conon

A razzle-dazzle song and dance extravaganza based on the Broadway musical. A couple of murderesses get away with the crime and claw their way to celebrity in 1920s Chicago…and all that jazz!

75 **CHINATOWN**  
*Paramount, 1974*

**PRINCIPAL CAST**  
Jack Nicholson, Faye Dunaway, John Huston

**DIRECTOR**  
Roman Polanski

**PRODUCER**  
Robert Evans

**SCREENWRITER**  
Robert Towne

An evocative score is the backdrop for 1930s Los Angeles. Nicholson is a private eye investigating the murder of Dunaway’s husband. But that’s just the tip of Towne’s unforgettable screenplay, where water rights, land deals and corruption clash with the unbearable secrets between a father and daughter on a lonely street in Chinatown.  
“Forget it, Jake. It’s Chinatown.”

76 **A CHRISTMAS STORY**  
*MGM, 1983*

**PRINCIPAL CAST**  
Peter Billingsley, Melinda Dillon, Darren McGavin

**DIRECTOR**  
Bob Clark

**PRODUCERS**  
Bob Clark, Rene Dupont

**SCREENWRITERS**  
Jean Shepherd, Leigh Brown, Bob Clark

All Ralphie wants for Christmas is a Red Ryder carbine-action BB gun. Clark’s modern-day holiday classic is based on Jean Shepherd’s childhood recollections. “You’ll shoot your eye out, kid.”
77 **CINDERELLA**
*Disney, 1950*

**PRINCIPAL CAST**
Ilene Woods, Verna Felton, William Phipps (voices)

**DIRECTORS**
Wilfred Jackson, Hamilton Luske, Clyde Geronimi

**PRODUCER**
Walt Disney

**SCREENWRITERS**
Bill Peet, Erdman Penner, Ted Sears, Winston Hibler, Homer Brightman, Harry Reeves, Ken Anderson, Joe Rinaldi

With the help of some mice, her fairy godmother’s magic and a chorus of *Bibbidi, Bobbidi, Boo*, Cinderella goes to the ball and meets her Prince Charming in this animated version of the Grimms’ fairy tale.

78 **CITIZEN KANE**
*RKO, 1941*

**PRINCIPAL CAST**
Orson Welles, Joseph Cotten, Dorothy Comingore, Agnes Moorehead

**DIRECTOR**
Orson Welles

**PRODUCER**
Orson Welles

**SCREENWRITERS**
Herman J. Mankiewicz, Orson Welles

Welles broke all the rules and invented some new ones with his searing story of a newspaper publisher with an uncanny resemblance to William Randolph Hearst.

79 **CITY LIGHTS**
*United Artists, 1931*

**PRINCIPAL CAST**
Charles Chaplin, Virginia Cherrill

**DIRECTOR**
Charles Chaplin

**PRODUCER**
Charles Chaplin

**SCREENWRITING**
Charles Chaplin

This silent masterpiece was released three years after the start of talkies. In this Chaplin classic, the Little Tramp falls hopelessly in love with a blind flower seller, risking everything to gain money for her much-needed operation.

80 **A CLOCKWORK ORANGE**
*Warner Bros., 1971*

**PRINCIPAL CAST**
Malcolm McDowell, Patrick Magee, Adrienne Corri, Warren Clarke

**DIRECTOR**
Stanley Kubrick

**PRODUCER**
Stanley Kubrick

**SCREENWRITING**
Stanley Kubrick

Alex and his “droogs” terrorize the back alleys of London in this dark satire based on Anthony Burgess’ stunning novel. After his capture and incarceration, an experimental aversion therapy seems to have “cured” Alex for good, but not in the expected manner, as it includes Beethoven’s “gorgeousness and gorgeosity made flesh!”
81  **CLOSE ENCOUNTERS OF THE THIRD KIND**  
*Columbia, 1977*

**PRINCIPAL CAST**  
Richard Dreyfuss, Teri Garr, Francois Truffaut, Melinda Dillon  

**DIRECTOR**  
Steven Spielberg  

**PRODUCERS**  
Julia Phillips, Michael Phillips  

**SCREENWRITER**  
Steven Spielberg  

Dreyfuss is a power company technician who becomes obsessed with the possibility of extra-terrestrial life after a brief encounter with them. He shuns career and family in pursuit of something that he knows means something: “This is important.”

82  **THE COLOR PURPLE**  
*Warner Bros., 1985*

**PRINCIPAL CAST**  
Whoopi Goldberg, Danny Glover, Oprah Winfrey  

**DIRECTOR**  
Steven Spielberg  

**PRODUCERS**  
Steven Spielberg, Kathleen Kennedy, Frank Marshall, Quincy Jones  

**SCREENWRITER**  
Menno Meyjes  

Alice Walker’s prize-winning novel is brought to the big screen in this story of a woman’s survival and dignity on a farm in the South during the early 20th century. Goldberg and Winfrey made their screen debuts in the film.

83  **COMING HOME**  
*United Artists, 1978*

**PRINCIPAL CAST**  
Jane Fonda, Jon Voight, Bruce Dern  

**DIRECTOR**  
Hal Ashby  

**PRODUCER**  
Jerome Helman  

**SCREENWRITERS**  
Nancy Dowd, Robert Jones, Waldo Salt  

This drama is a healing film about the effects of the Vietnam War at home. While Fonda’s soldier husband is on a tour of duty, she finds love with Voight, a bitter paraplegic who has returned from the war.

84  **THE CONVERSATION**  
*Paramount, 1974*

**PRINCIPAL CAST**  
Gene Hackman, John Cazale, Allen Garfield, Frederic Forrest  

**DIRECTOR**  
Francis Ford Coppola  

**PRODUCER**  
Francis Ford Coppola  

**SCREENWRITER**  
Francis Ford Coppola  

Paranoia, fear and guilt play over and over in the mind of Hackman, a wire-tapper who begins to question his profession when he learns that three people have died after his expert bugging.
Set in 1948, Newman is a member of a chain gang who will not bow to authority. Strother Martin’s admonition, “What we’ve got here is failure to communicate,” became a slogan for a generation.

An ensemble film of racially and economically interconnected stories that all begins at a crime scene. The movie flashes back two days earlier to the well-meaning lives of a diverse group of Angelenos.

Vidor’s astonishing vision of an ordinary man born at the dawn of a new century, who holds the promise and hope of an extraordinary life. Faced with tragedy, the young man heads for New York City, anticipating something better, but he only becomes a faceless part of the crowd.
**88 DANCES WITH WOLVES**
*Orion, 1990*

**PRINCIPAL CAST**: Kevin Costner, Mary McDonnell, Graham Greene  
**DIRECTOR**: Kevin Costner  
**PRODUCERS**: Kevin Costner, Jim Wilson  
**SCREENWRITER**: Michael Blake

Costner directs and stars in this lasting vision of the old West, where a disillusioned soldier leaves the Civil War and strikes out to the prairie on his own. After a difficult start, he learns to live, love, and respect the land when the Sioux Indians welcome him into their tribe.

**89 THE DAY THE EARTH STOOD STILL**
*Twentieth Century-Fox, 1951*

**PRINCIPAL CAST**: Michael Rennie, Patricia Neal  
**DIRECTOR**: Robert Wise  
**PRODUCER**: Julian Blaustein  
**SCREENWRITER**: Edmund H. North

Science fiction meets social commentary when a space ship lands in the center of Washington, DC. Klaatu warns Earthlings to end all things nuclear, but his arrival causes a panic and he’s shot. Gort, his robot companion, vaporizes the guns. The film broke new ground in visual effects and influenced a generation of filmmakers.

**90 DAYS OF HEAVEN**
*Paramount, 1978*

**PRINCIPAL CAST**: Richard Gere, Brooke Adams, Sam Shepard  
**DIRECTOR**: Terrence Malick  
**PRODUCERS**: Bert Schneider, Harold Schneider  
**SCREENWRITER**: Terrence Malick

Gere and Adams are lovers who escape the big city and begin a new life as workers in a Texas wheat field. When a love triangle with the farm owner Shepard is revealed, apocalyptic events bring tragedy to their idyllic world. Nestor Alemendros’ cinematography is a towering achievement.

**91 DAYS OF WINE AND ROSES**
*Warner Bros., 1962*

**PRINCIPAL CAST**: Jack Lemmon, Lee Remick  
**DIRECTOR**: Blake Edwards  
**PRODUCER**: Martin Manulis  
**SCREENWRITER**: J.P. Miller

Lemmon drags wife Remick with him into the pit of alcoholism. Originally a television drama, the film’s dark story is memorable for its unblinking look behind the closed doors of an everyday couple.
92 **DEAD POETS SOCIETY**  
*Touchstone, 1989*  
**PRINCIPAL CAST** Robin Williams, Ethan Hawke  
**DIRECTOR** Peter Weir  
**PRODUCERS** Steven Haft, Tony Thomas, Paul Junger Witt  
**SCREENWRITER** Tom Schulman

Williams is a passionate 1950s prep school teacher who inspires his students to “seize the day.” His unorthodox methods of teaching are blamed when one young man commits suicide.

93 **THE DEER HUNTER**  
*Universal, 1978*  
**PRINCIPAL CAST** Robert De Niro, Christopher Walken, Meryl Streep  
**DIRECTOR** Michael Cimino  
**PRODUCERS** Michael Cimino, Michael Deeley, John Peverall, Barry Spikings  
**SCREENWRITERS** Michael Cimino, Louis Garfinkle, Quinn K. Redeker, Deric Washburn

The effects of the Vietnam war on a tightly knit community challenge the bonds of friendship and love. A game of Russian Roulette, first played in a POW camp, temporarily reunites De Niro with his estranged friend Walken in a back alley of Saigon.

94 **THE DEFIANT ONES**  
*United Artists, 1958*  
**PRINCIPAL CAST** Sidney Poitier, Tony Curtis, Theodore Bikel, Cara Williams  
**DIRECTOR** Stanley Kramer  
**PRODUCER** Stanley Kramer  
**SCREENWRITERS** Harold Jacob Smith, Nedrick Young

Kramer’s ground-breaking film centered on two embittered, escaped convicts, one white, the other black, who are shackled together. Each learns that their survival depends on trust and mutual respect.

95 **DELIVERANCE**  
*Warner Bros., 1972*  
**PRINCIPAL CAST** Jon Voight, Burt Reynolds  
**DIRECTOR** John Boorman  
**PRODUCER** John Boorman  
**SCREENWRITERS** James Dickey

Four Atlanta businessmen discover hidden perils in the backwoods when they go for a weekend canoe ride down a river that will soon be flooded by a dam. *Dueling Banjos* sets an ironic tone for the sinister happenings during the remainder of the film.
96 DESTRY RIDES AGAIN
Universal, 1939

PRINCIPAL CAST: Marlene Dietrich, James Stewart
DIRECTOR: George Marshall
PRODUCERS: Joe Pasternak, Islin Auster
SCREENWRITERS: Felix Jackson, Gertrude Purcell, Henry Myers

In a western town, peace-loving sheriff Stewart combats lawlessness with homilies along with some help from saloon singer Dietrich, who rallies the town’s womenfolk to take up their rolling pins in his support. The film’s See What the Boys in the Back Room Will Have became Dietrich’s signature songs.

97 THE DIARY OF ANNE FRANK
Twentieth Century-Fox, 1959

PRINCIPAL CAST: Millie Perkins, Shelley Winters, Ed Wynn
DIRECTOR: George Stevens
PRODUCER: George Stevens
SCREENWRITERS: Frances Goodrich, Albert Hackett

Based on the diary of a young girl, the film recounts the lives of a small group of Dutch Jews who hide in an attic to avoid capture by the Nazis. Despite the inevitable doom, the story is a touching and hopeful look at life through the eyes of an adolescent.

98 DIE HARD
Twentieth Century-Fox, 1988

PRINCIPAL CAST: Bruce Willis, Alan Rickman, Bonnie Bedelia
DIRECTOR: John McTiernan
PRODUCERS: Joel Silver, Lawrence Gordon
SCREENWRITERS: Jeb Stuart, Steven E. de Souza

Willis, a New York City cop who is hoping to reconcile with his estranged wife, is an unexpected guest at a Los Angeles high-rise office party when terrorists take over. Rickman’s intellectual madman matches wits with Willis’ scrappy cop in this stunt spectacular.

99 DIRTY HARRY
Warner Bros., 1971

PRINCIPAL CAST: Clint Eastwood
DIRECTOR: Don Siegel
PRODUCER: Don Siegel
SCREENWRITERS: Dean Riesner, Harry Julian Fink, Rita M. Fink

Eastwood is Harry Callahan, a policeman willing to go up against the code and invent his own form of justice to capture a brutal killer. “You’ve got to ask yourself one question: ‘Do I feel lucky?’ Well, do ya, punk?”
100 **DO THE RIGHT THING**
*Universal, 1989*

**PRINCIPAL CAST** Danny Aiello, Spike Lee, John Turturro

**DIRECTOR** Spike Lee

**PRODUCERS** Spike Lee, Monty Ross

**SCREENWRITER** Spike Lee

It’s a sweltering summer day in the Bedford-Stuyvesant section of Brooklyn, and Sal’s Famous Pizzeria becomes a lightning rod for racial tensions. The much-discussed close to the film presents different views on the conflict with quotes from Martin Luther King, Jr., and Malcolm X.

101 **DOCTOR ZHIVAGO**
*MGM, 1965*

**PRINCIPAL CAST** Omar Sharif, Julie Christie, Tom Courtenay, Rod Steiger

**DIRECTOR** David Lean

**PRODUCER** Carlo Ponti

**SCREENWRITER** Robert Bolt

Lean’s sweeping saga set against the Russian Revolution is the story of a young doctor/poet torn between two women. But it is his love for Lara that propels the film, memorable for its haunting music score and stunning cinematography. Lean collaborated with cinematographer Freddie Young for the second time.

102 **DODSWORTH**
*United Artists, 1936*

**PRINCIPAL CAST** Walter Huston, Ruth Chatterton, Paul Lukas, Mary Astor

**DIRECTOR** William Wyler

**PRODUCER** Samuel Goldwyn

**SCREENWRITER** Sidney Howard

Sinclair Lewis’ novel was the basis for this story of a retired automobile tycoon whose much younger, social-climbing wife drags him on an extended European vacation. While she cavorts with younger men, he eventually finds happiness with a down-to-earth American expatriate.

103 **DOG DAY AFTERNOON**
*Warner Bros., 1975*

**PRINCIPAL CAST** Al Pacino, Chris Sarandon

**DIRECTOR** Sidney Lumet

**PRODUCERS** Martin Bregman, Martin Elfand

**SCREENWRITER** Frank Pierson

Based on a real incident in lower Manhattan, Pacino holds bank customers hostage in what he thinks will be a simple heist to get money for his lover’s sex change operation, but it turns into a major police and media incident. “Attica! Attica!”
**104 DOUBLE INDEMNITY**
*Paramount, 1944*

**PRINCIPAL CAST**  
Barbara Stanwyck, Fred MacMurray, Edward G. Robinson

**DIRECTOR**  
Billy Wilder

**PRODUCER**  
Joseph Sistrom

**SCREENWRITERS**  
Billy Wilder, Raymond Chandler

Wilder’s searing adaptation of James M. Cain’s novel of duplicity and murder gave “nice guy” MacMurray a shot at film noir. He is the insurance agent seduced by Stanwyck into murdering her husband so that she can file an accident claim.

**105 DR. STRANGELOVE OR: HOW I LEARNED TO STOP WORRYING AND LOVE THE BOMB**
*Columbia, 1964*

**PRINCIPAL CAST**  
Peter Sellers, George C. Scott

**DIRECTOR**  
Stanley Kubrick

**PRODUCER**  
Stanley Kubrick

**SCREENWRITERS**  
Peter George, Stanley Kubrick, Terry Southern

Kubrick’s black comedy focuses on an American president, played by Sellers in one of his three roles, who must contend with a Soviet nuclear attack on the United States and his own maniacal staff, including Scott’s memorable General Turgidson. “Gentlemen, you can’t fight in here! This is the War Room.”

**106 DRIVING MISS DAISY**
*Warner Bros., 1989*

**PRINCIPAL CAST**  
Jessica Tandy, Morgan Freeman, Dan Aykroyd

**DIRECTOR**  
Bruce Beresford

**PRODUCERS**  
Lili Fini Zanuck, Richard D. Zanuck

**SCREENWRITER**  
Alfred Uhry

Tandy is a stubborn old Southern woman, and Freeman is her resilient chauffeur. The film chronicles their 25 years together as differences dissolve, friendship grows and respect blossoms. Uhry adapted the film from his Pulitzer-Prize winning play.

**107 DUCK SOUP**
*Paramount, 1933*

**PRINCIPAL CAST**  
Groucho, Harpo, Chico, Zeppo Marx

**DIRECTOR**  
Leo McCarey

**PRODUCER**  
Herman J. Mankiewicz

**SCREENWRITERS**  
Bert Kalmar, Harry Ruby

The Brothers Marx defend Freedonia, with their own brand of anarchy and satire in this antiwar comedy that’s a combination of Gilbert and Sullivan and vaudeville. Groucho and Harpo had perfected their “mirror gag” on stage and brought it to Depression-era audiences sorely in need of a laugh.
**108 E.T. THE EXTRA-TERRESTRIAL**  
*Universal, 1982*

**PRINCIPAL CAST**  
Henry Thomas, Drew Barrymore

**DIRECTOR**  
Steven Spielberg

**PRODUCERS**  
Kathleen Kennedy, Steven Spielberg

**SCREENWRITER**  
Melissa Mathison

Elliot is a young boy from a broken home who discovers an extra-terrestrial creature that has been stranded on earth—light years from home. Together they form a universal friendship, and Elliot helps E.T. “phone home.”

---

**109 EASY RIDER**  
*Columbia, 1969*

**PRINCIPAL CAST**  
Dennis Hopper, Peter Fonda, Jack Nicholson

**DIRECTOR**  
Dennis Hopper

**PRODUCER**  
Peter Fonda

**SCREENWRITERS**  
Peter Fonda, Dennis Hopper, Terry Southern

Fonda and Hopper, better known as Captain America and Wyatt, hit the road on their choppers to find an America bitterly divided by the Vietnam war. On the way they pick up Nicholson, who gets turned on and tuned in. The original independent film was an anthem for the 1960s’ cultural dialogue on freedom, individualism and patriotism.

---

**110 THE EMPIRE STRIKES BACK**  
*Twentieth Century-Fox, 1980*

**PRINCIPAL CAST**  
Mark Hamill, Harrison Ford, Carrie Fisher

**DIRECTOR**  
Irving Kershner

**PRODUCER**  
Gary Kurtz

**SCREENWRITERS**  
Leigh Brackett, Lawrence Kasdan

The further adventures of Luke Skywalker, Princess Leia, and Han Solo in their battle against the dark side of the force. Yoda, a Jedi master, makes his first appearance, and Luke discovers the true identity of his father.

---

**111 THE ENGLISH PATIENT**  
*Miramax, 1996*

**PRINCIPAL CAST**  
Ralph Fiennes, Juliette Binoche, Kristen Scott Thomas

**DIRECTOR**  
Anthony Minghella

**PRODUCER**  
Saul Zaentz

**SCREENWRITER**  
Anthony Minghella

Fiennes is a horribly burned man who lays dying. Binoche is his nurse, a woman in mourning for her lost love, who listens as he tells of his love affair with an English aristocrat whose life he tried to save in war-torn North Africa.
Erin Brockovich
Universal, 2000

**Principal cast**: Julia Roberts, Albert Finney

**Director**: Steven Soderbergh

**Producers**: Danny DeVito, Michael Shamberg, Stacey Sher

**Screenwriter**: Susannah Grant

Roberts sizzles as a sassy single mom who brings a California power company to its knees, in this true story. “By the way, we had that water brought in specially for you folks. Came from a well in Hinkley.”

Eternal Sunshine of the Spotless Mind
Focus, 2004

**Principal cast**: Jim Carrey, Kate Winslet, Elijah Wood, Mark Ruffalo, Tom Wilkinson, Kirsten Dunst

**Director**: Michel Gondry

**Producers**: Anthony Bregman, Steve Golin

**Screenwriter**: Charlie Kaufman

Kaufman’s script asks, “What if you could have your memories surgically removed?” Carrey tries it with the memories he shares with ex-girlfriend Winslet, but he soon has regrets and tries to save those cherished moments with her before they’re gone forever.

The Exorcist
Warner Bros., 1973

**Principal cast**: Ellen Burstyn, Linda Blair, Max von Sydow, Jason Miller

**Director**: William Friedkin

**Producer**: William Peter Blatty

**Screenwriter**: William Peter Blatty

Blain is Regan, a young girl possessed by Satan. Her mother, Burstyn, summons the help of a priest who tries to save the girl while confronting his own private demons. A landmark film that spawned a new generation of horror movies.

A Face in the Crowd
Warner Bros., 1957

**Principal cast**: Andy Griffith, Patricia Neal, Walter Matthau

**Director**: Elia Kazan

**Producer**: Elia Kazan

**Screenwriter**: Budd Schulberg

This is Kazan’s scathing portrait of an Arkansas hobo who becomes a media sensation. Drunk with success and influence, the compassionate young TV star is the poster boy for the corruption of power. Griffith’s film debut.
116 FANTASIA
Disney, 1940
DIRECTORS  Joe Grant, Dick Huemer
PRODUCER  Walt Disney

Disney’s groundbreaking union of classical music and animated images is a visual feast for young and old. Mickey Mouse as the Sorcerer’s Apprentice is one of film history’s most indelible icons.

117 FARGO
Gramercy, 1996
PRINCIPAL CAST  Frances McDormand, William H. Macy
DIRECTOR  Joel Coen
PRODUCER  Ethan Coen
SCREENWRITERS  Ethan Coen, Joel Coen

A frigid Minnesota landscape is the setting for a series of gruesome murders intertwined with a botched kidnapping. McDormand is Marge, the pregnant police officer who reconstructs the crime with a style all her own. “You betcha.”

118 FAST TIMES AT RIDGEMONT HIGH
Universal, 1982
PRINCIPAL CAST  Sean Penn, Jennifer Jason Leigh, Judge Reinhold
DIRECTOR  Amy Heckerling
PRODUCERS  Art Linson, Irving Azoff
SCREENWRITER  Cameron Crowe

Penn leads an ensemble of newcomers in this sharp and painfully funny look at what’s on the mind of teenagers in a southern California high school—peer pressure, sex and the mall. “Hey, Bud, let’s party!”

119 FATAL ATTRACTION
Paramount, 1987
PRINCIPAL CAST  Michael Douglas, Glenn Close, Anne Archer
DIRECTOR  Adrian Lyne
PRODUCERS  Stanley R. Jaffe, Sherry Lansing
SCREENWRITER  James Dearden

Douglas is a married man who has a brief but torrid affair with an obsessive woman, played by Close. Her brutal revenge and ultimate demise had America discussing adultery and assigning blame.
120 **FERRIS BUELLER’S DAY OFF**  
*Paramount, 1986*

**PRINCIPAL CAST**  
Matthew Broderick, Alan Ruck, Mia Sara

**DIRECTOR**  
John Hughes

**PRODUCERS**  
John Hughes, Tom Jacobson

**SCREENWRITER**  
John Hughes

Enlisting his best friends, the ultimate high school slacker borrows a Ferrari and roars into Chicago for a day of culture, sports and active parade participation. “Life moves pretty fast. If you don’t stop and look around once in awhile, you could miss it.”

121 **FIELD OF DREAMS**  
*Universal, 1989*

**PRINCIPAL CAST**  
Kevin Costner, James Earl Jones, Amy Madigan

**DIRECTOR**  
Phil Alden Robinson

**PRODUCERS**  
Charles Gordon, Lawrence Gordon

**SCREENWRITER**  
Phil Alden Robinson

A disembodied voice keeps telling an Iowa farmer to build a baseball diamond in the middle of his cornfield. He does—and miracles, faith, and family arrive in the form of “Shoeless” Joe Jackson and the 1919 White Sox. “If you build it, he will come.”

122 **FIGHT CLUB**  
*Twentieth Century-Fox, 1999*

**PRINCIPAL CAST**  
Edward Norton, Brad Pitt, Helena Bonham Carter

**DIRECTOR**  
David Fincher

**PRODUCERS**  
Ross Grayson Bell, Cean Chaffin, Art Linson

**SCREENWRITER**  
Jim Uhls

Tired of just existing, a nameless worker hooks up with a charismatic anarchist to form an underground organization that attracts men desperate to feel something real. “First rule of Fight Club: You do not talk about Fight Club.”

123 **FINDING NEMO**  
*Disney/Pixar, 2003*

**PRINCIPAL CAST**  
Albert Brooks, Ellen DeGeneres, Alexander Gould, Willem Dafoe (voices)

**DIRECTOR**  
Andrew Stanton

**PRODUCER**  
Graham Walters

**SCREENWRITERS**  
Andrew Stanton, Bob Peterson, David Reynolds

CGI animation goes underwater to find Nemo, the much loved fish and only child of Marlin. Captured and living in a dentist’s salt-water tank, Nemo struggles to get home while his dad sets out to find him.
124 FIVE EASY PIECES

Columbia, 1970

PRINCIPAL CAST: Jack Nicholson, Karen Black
DIRECTOR: Bob Rafelson
PRODUCERS: Bob Rafelson, Richard Wechsler
SCREENWRITERS: Adrien Joyce, Bob Rafelson

Nicholson abandons a promising musical career for life as a blue-collar worker. He comes to terms with this life choice when he visits his ailing father, and eventually abandons everyone to hop a truck to Alaska. Nicholson’s alienation and rebellion hit just the right note with the counter-culture of the 1960s especially when he orders “plain toast.”

125 FORCE OF EVIL

MGM, 1948

PRINCIPAL CAST: John Garfield, Thomas Gomez
DIRECTOR: Abraham Polonsky
PRODUCER: Bob Roberts
SCREENWRITERS: Abraham Polonsky, Ira Wolfert

In this forceful, expressionist film, Garfield is on the wrong side of the law as a corrupt mob attorney. But this politically subversive film noir really hinges on two brothers divided by the racketeering and the numbers game. “All that Cain did to Abel was murder him.”

126 FORREST GUMP

Paramount, 1994

PRINCIPAL CAST: Tom Hanks, Robin Wright, Gary Sinise, Sally Field
DIRECTOR: Robert Zemeckis
PRODUCERS: Wendy Finerman, Steve Starkey, Steve Tisch
SCREENWRITER: Eric Roth

Forrest will tell his story to anyone who will listen. Mentally challenged, he seems to be at the right place at the right time meeting everyone from JFK to Elvis to John Lennon and doesn’t understand his good fortune. Breakthroughs in technology allowed Zemekis to digitally alter history to fit the world of Forrest Gump.

127 42ND STREET

Warner Bros., 1933

PRINCIPAL CAST: Warner Baxter, Bebe Daniels, Ruby Keeler, Dick Powell
DIRECTOR: Lloyd Bacon
PRODUCERS: Hal B. Wallis, Darryl F. Zanuck
SCREENWRITERS: Rian James, James Seymour

This quintessential backstage musical stars Keeler as the girl whose career begins when she stands in for the leading lady (“You’re going out there a youngster, but you’ve got to come back a star!”), and saves the show from closing. It was the first film to feature choreographer Busby Berkeley’s dizzying overhead shots of dancers in kaleidoscopic patterns.
128 THE FOUR HORSEMEN OF THE APOCALYPSE

Metro, 1921

PRINCIPAL CAST  Rudolph Valentino, Alice Terry
DIRECTOR  Rex Ingram
SCREENWRITER  June Mathis

Made famous by Valentino’s sensual and seductive tango in an Argentine café, this film is really the story of an adulterous love affair in World War I France. Valentino’s vision of the Four Horsemen forces him to join the army and sacrifice his life on the battlefield.

129 FRANKENSTEIN

Universal, 1931

PRINCIPAL CAST  Boris Karloff, Colin Clive
DIRECTOR  James Whale
PRODUCER  Carl Laemmle, Jr.
SCREENWRITERS  Garrett Fort, Francis Edward Faragoh

Dr. Frankenstein is obsessed with creating a man from parts of dead people. “It’s alive. It’s alive.” But the creature’s grotesque looks and strange manner cause him to be mistaken for a monster. Whale’s movie ushered in a new era of horror films, and Karloff was stuck with the image of the monster for the rest of his career.

130 FREAKS

MGM, 1932

PRINCIPAL CAST  Wallace Ford, Leila Hyams, Olga Baclanova
DIRECTOR  Tod Browning
SCREENWRITERS  Willis Goldbeck, Leon Gordon, Edgar Allan Woolf, Al Boasberg

Browning’s cult horror film depicts life in a circus where a beautiful but duplicitous high-wire artist marries a fabulously rich midget and plans to kill him. This highly unusual film is populated with real life sideshow characters—a man with no arms or legs, conjoined twins, and more.

131 THE FRENCH CONNECTION

Twentieth Century-Fox, 1971

PRINCIPAL CAST  Gene Hackman, Roy Scheider, Fernando Rey
DIRECTOR  William Friedkin
PRODUCER  Philip D’Antoni
SCREENWRITER  Ernest Tidyman

Hackman’s Popeye Doyle is based on a NYC cop who busted a heroin-smuggling operation with a French connection. His character is in sharp contrast with that of his nemesis, the elegant and dapper Alain Charnier. They play a game of cat and mouse all over the Big Apple, culminating in one of the most gripping car chases on film.
Harold “Speedy” Lamb wants to be a “Big Man on Campus.” His attempts fall short, until a hilarious, freewheeling football game proves that even the most inept of us can become a hero.

The image of waves crashing over the passionately embracing Kerr and Lancaster is one of the most sensual ever filmed, in this story of Army life in Honolulu on the eve of the Pearl Harbor attack. The US’ sudden involvement in World War II interrupts the two love affairs in the film.

Streisand, in her film debut, is Fanny Brice, legendary vaudeville comedienne whose career blossoms as her personal life falls apart. Adapted from the hit Broadway musical, Streisand wowed audiences as she chased after Nicky Arnstein singing *Don’t Rain on My Parade* and lamented his loss with Brice’s iconic *My Man*.

A good, honorable man is arrested for kidnapping. Convinced of his guilt, a lynch mob sets fire to the jail. He escapes and hides out, planning his revenge—on the mob who “murdered” him.
136 **Gandhi**  
*Columbia, 1982*

**PRINCIPAL CAST**  
Ben Kingsley, John Mills, Martin Sheen, Edward Fox,  
Candice Bergen

**DIRECTOR**  
Richard Attenborough

**PRODUCER**  
Richard Attenborough

**SCREENWRITER**  
John Briley

Kingsley portrays Mahatma Gandhi—the man who taught the world about passive resistance and brought the British Empire to its knees. Lavishly photographed down to the last epic detail, Attenborough recreated Gandhi’s staggering funeral just as it had been in 1948.

137 **The General**  
*United Artists, 1927*

**PRINCIPAL CAST**  
Buster Keaton, Marion Mack

**DIRECTORS**  
Clyde Bruckman, Buster Keaton

**SCREENWRITERS**  
Buster Keaton, Clyde Bruckman

Keaton’s must retrieve his train from Union soldiers during the Civil War. What he doesn’t know is that his girlfriend Annabelle is aboard. It’s a race against time, but Keaton saves the day, ending in one of the silent era’s most iconic images, Keaton seated on the moving wheels of *The General*.

138 **Gentleman’s Agreement**  
*Twentieth Century-Fox, 1947*

**PRINCIPAL CAST**  
Gregory Peck, Dorothy McGuire, Celeste Holm

**DIRECTOR**  
Elia Kazan

**PRODUCER**  
Darryl F. Zanuck

**SCREENWRITER**  
Moss Hart

In this biting expose of anti-Semitism, magazine writer Peck poses as a Jew in order to investigate inequalities in American society.

139 **Gentlemen Prefer Blondes**  
*Twentieth Century-Fox, 1953*

**PRINCIPAL CAST**  
Jane Russell, Marilyn Monroe

**DIRECTOR**  
Howard Hawks

**PRODUCER**  
Sol C. Siegel

**SCREENWRITER**  
Charles Lederer

Golddigger Monroe knows that diamonds are a girl’s best friend as she and her sardonic pal Russell look for husbands aboard a trans-Atlantic cruise.
140 GHOSTBUSTERS
Columbia, 1984

PRINCIPAL CAST: Bill Murray, Dan Aykroyd, Sigourney Weaver, Harold Ramis
DIRECTOR: Ivan Reitman
PRODUCER: Ivan Reitman
SCREENWRITERS: Dan Aykroyd, Harold Ramis

As paranormal happenings strike a Big Apple apartment, three screwball scientists take on Satan, poltergeists, and every other apparition in the known and unknown world. “He slimed me!”

141 GIANT
Warner Bros., 1956

PRINCIPAL CAST: Elizabeth Taylor, Rock Hudson, James Dean
DIRECTOR: George Stevens
PRODUCERS: George Stevens, Henry Ginsberg
SCREENWRITERS: Fred Guiol, Ivan Moffat

This sprawling epic is based on the celebrated Edna Ferber novel about two generations of an American ranching family, who clash over money, property and racism in Texas. Dean was killed just prior to the last day of shooting.

142 GIGI
MGM, 1958

PRINCIPAL CAST: Leslie Caron, Maurice Chevalier, Louis Jourdan
DIRECTOR: Vincente Minnelli
PRODUCER: Arthur Freed
SCREENWRITER: Alan Jay Lerner

Minnelli’s stylish, elegant and lavish musical was based on Colette’s 19th century novel. Caron is a young Parisian girl brought up to become a courtesan. When wealthy bon vivant Jourdan falls in love with her, their plans change. Chevalier singing Thank Heaven for Little Girls and I Remember It Well adds to the charm.

143 GILDA
Columbia, 1946

PRINCIPAL CAST: Rita Hayworth, Glenn Ford, George Macready
DIRECTOR: Charles Vidor
PRODUCER: Virginia Van Upp
SCREENWRITERS: E.A. Ellington, Joe Eisenger, Marion Parsonnet

The ravishing Hayworth is unforgettable in this film-noir tale of international intrigue in South America. Hayworth proves once again that sex sells as she hypnotizes Ford with her performance of Put the Blame on Mame.
144 **GLADIATOR**

*DreamWorks, 2000*

**PRINCIPAL CAST**  
Russell Crowe, Joaquin Phoenix

**DIRECTOR**  
Ridley Scott

**PRODUCERS**  
David H. Franzoni, Branko Lustig, Douglas Wick

**SCREENWRITERS**  
David H. Franzoni, John Logan, William Nicholson

General Maximus is selected to succeed Emperor Marcus Aurelius, but the Emperor’s son Commodus has other plans. With his family murdered, enslaved Maximus soon becomes a champion gladiator and gets to face his betrayer in the Colosseum of ancient Rome.

145 **GLORY**

*TriStar, 1989*

**PRINCIPAL CAST**  
Matthew Broderick, Denzel Washington, Morgan Freeman

**DIRECTOR**  
Edward Zwick

**PRODUCER**  
Freddie Fields

**SCREENWRITER**  
Kevin Jarre

The little-known true story of the US Army’s first all-black regiment is based on the letters of Civil War officer Colonel Robert Shaw. Forced to deal with racism on all fronts, Shaw and his rag-tag unit march into history as heroes.

146 **THE GODFATHER**

*Paramount, 1972*

**PRINCIPAL CAST**  
Marlon Brando, Al Pacino, James Caan

**DIRECTOR**  
Francis Ford Coppola

**PRODUCER**  
Albert S. Ruddy

**SCREENWRITERS**  
Francis Ford Coppola, Mario Puzo

Brando is Don Vito Corleone, the sympathetic head of a New York crime family, whose business it is to make offers people can’t refuse. His son Michael’s true nature is revealed at the end, when a christening is intercut with a bloodbath that cements his new position within the family.

147 **THE GODFATHER PART II**

*Paramount, 1974*

**PRINCIPAL CAST**  
Al Pacino, Robert De Niro, Diane Keaton, Talia Shire

**DIRECTOR**  
Francis Ford Coppola

**PRODUCER**  
Francis Ford Coppola

**SCREENWRITERS**  
Francis Ford Coppola, Mario Puzo

This sequel to THE GODFATHER shows us the world of the Corleones before and after the events shown in the first film, with new godfather Michael struggling to bring his family into the modern age. In the film’s extended flashback sequences, De Niro is the young Vito as he gains power in the New York City mafia.
148 GOING MY WAY
Paramount, 1944
PRINCIPAL CAST Bing Crosby, Barry Fitzgerald
DIRECTOR Leo McCarey
PRODUCER B.G. DeSylva
SCREENWRITERS Frank Butler, Frank Cavett, Leo McCarey

Crosby’s progressive young Father O’Malley clashes with Fitzgerald’s old-fashioned priest in this sentimental, often comic film that features the delightful song *Swingin’ on a Star*.

149 THE GOLD RUSH
United Artists, 1925
PRINCIPAL CAST Charles Chaplin, Mack Swain
DIRECTOR Charles Chaplin
PRODUCER Charles Chaplin
SCREENWRITER Charles Chaplin

In one of his most famous films, lone Alaskan prospector Chaplin attempts to stave off hunger by dining on his shoe, much to the consternation of cabin mate Swain, who imagines that Charlie is a giant chicken.

150 GOLDFINGER
United Artists, 1964
PRINCIPAL CAST Sean Connery, Gert Frobe, Honor Blackman
DIRECTOR Guy Hamilton
PRODUCERS Harry Saltzman, Albert R. Broccoli
SCREENWRITERS Richard Maibaum, Paul Dehn

The third film in the James Bond series finds Connery trying to stop Auric Goldfinger, “the man with the Midas touch,” from contaminating the United States’ gold supply in Fort Knox. In Bond’s way, however, are the villains Oddjob and Pussy Galore.

151 GONE WITH THE WIND
MGM, 1939
PRINCIPAL CAST Clark Gable, Vivien Leigh, Leslie Howard, Olivia de Havilland
DIRECTOR Victor Fleming
PRODUCER David O. Selznick
SCREENWRITER Sidney Howard

Selznick poured his heart and soul into the filming of Margaret Mitchell’s bestseller about the Old South, the Civil War and Reconstruction. The burning of Atlanta was a high-water mark for screen excitement, as well as Rhett Butler’s delivery of Hollywood’s first four-letter word, “Frankly my dear, I don’t give a damn!”
### 152 Good Night, and Good Luck.

*Warner Bros.*, 2005

**Principal Cast**
- David Strathairn, Robert Downey, Jr., George Clooney, Frank Langella

**Director**
- George Clooney

**Producer**
- Grant Heslov

**Screenwriters**
- George Clooney, Grant Heslov

Clooney directed this stylish black-and-white biopic of legendary Edward R. Murrow and his CBS news team, during their struggle with red-baiting Senator Joseph McCarthy during the communist scare of the 1950s. The film title comes from Murrow’s signature last words on every broadcast.

### 153 Good Will Hunting

*Miramax*, 1997

**Principal Cast**
- Matt Damon, Ben Affleck, Robin Williams, Stellan Skarsgård, Minnie Driver

**Director**
- Gus Van Sant

**Producer**
- Lawrence Bender

**Screenwriters**
- Matt Damon, Ben Affleck

A math genius is afraid to turn his back on his best friend and the south Boston neighborhood he loves. But he also has to work through his troubled childhood and run-ins with the law. A psychiatrist with a difficult past must help Will get beyond what was and onto what is.

### 154 Goodbye, Mr. Chips

*MGM*, 1939

**Principal Cast**
- Robert Donat, Greer Garson

**Director**
- Sam Wood

**Producer**
- Victor Saville

**Screenwriters**
- R.C. Sherriff, Claudine West, Eric Maschwitz

James Hilton’s story of a beloved classics teacher parallels life at an English public school with changing social mores from the late 19th century through the mid-1930s.

### 155 GoodFellas

*Warner Bros.*, 1990

**Principal Cast**
- Ray Liotta, Robert De Niro, Joe Pesci

**Director**
- Martin Scorsese

**Producer**
- Irwin Winkler

**Screenwriters**
- Nicholas Pileggi, Martin Scorsese

This gangster film for modern day is based on the true story of Henry Hill, played by Liotta, who dreamed as a kid of becoming a member of the glamorous mob who ran his New York City neighborhood. De Niro and Pesci are members of the family he ascends to, until he breaks the code and eventually falls from grace.
<table>
<thead>
<tr>
<th>Page</th>
<th>Title</th>
<th>Studio, Year</th>
<th>Principal Cast</th>
<th>Director</th>
<th>Producer</th>
<th>Screenwriters</th>
</tr>
</thead>
<tbody>
<tr>
<td>156</td>
<td>THE GRADUATE</td>
<td>Embassy, 1967</td>
<td>Dustin Hoffman, Anne Bancroft, Katharine Ross</td>
<td>Mike Nichols</td>
<td>Lawrence Turman</td>
<td>Buck Henry, Calder Willingham</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Benjamin Braddock is confused and alienated, stuck in a fishbowl like so many of his peers. It only gets worse when he sinks into an affair with Mrs. Robinson and falls in love with her daughter, Elaine. If only he had followed the advice of his father’s friend, and gone into “Plastics.” Simon and Garfunkel’s songs spoke to a whole new generation of filmgoers.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>157</td>
<td>GRAND HOTEL</td>
<td>MGM, 1932</td>
<td>Greta Garbo, John Barrymore, Joan Crawford</td>
<td>Edmund Goulding</td>
<td>Paul Bern</td>
<td>William A. Drake</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>“People come. People go. Nothing ever happens.” But at the Grand Hotel in Berlin the lives of the rich and famous intersect with the poor and the infamous. Everyone is facing some sort of crisis in this classic narrative of multiple stories, but the film is best remembered for Garbo’s unforgettable lament, “I vant to be alone.”</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>158</td>
<td>THE GRAPES OF WRATH</td>
<td>Twentieth Century-Fox, 1940</td>
<td>Henry Fonda, Jane Darwell, John Carradine</td>
<td>John Ford</td>
<td>Nunnally Johnson</td>
<td>Nunnally Johnson</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>This moving Depression-era social drama based on John Steinbeck’s novel follows the hopeful migration of workers from the Oklahoma dust bowl through their subsequent disillusionment upon reaching California. Fonda’s haunting last words to his mother, “Wherever there’s a fight, so hungry people can eat, I’ll be there,” embody his family’s enduring spirit.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>A love poem to the 1950s, this nostalgic musical follows the exploits of seniors at Rydell High—particularly Newton-John’s Sandy, an innocent teenager who falls in love with Travolta’s Danny, a greaser from the wrong side of the tracks. Based on the Broadway musical, the film’s songs include Hopelessly Devoted to You and Summer Nights.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
160 **THE GREAT DICTATOR**
*United Artists, 1940*

**PRINCIPAL CAST**
Charles Chaplin, Paulette Goddard, Jack Oakie

**DIRECTOR**
Charles Chaplin

**PRODUCER**
Charles Chaplin

**SCREENWRITER**
Charles Chaplin

Chaplin’s first talking picture was a political satire on Nazi Germany. Chaplin plays a Jewish barber suffering from amnesia, who is mistaken for Adenoid Hynkel, also played by Chaplin. The mesmerizing ballet-with-globe is one of American film’s iconic images.

161 **THE GREAT ESCAPE**
*United Artists, 1963*

**PRINCIPAL CAST**
Steve McQueen, James Garner, Richard Attenborough, Donald Pleasence, Charles Bronson, James Coburn

**DIRECTOR**
John Sturges

**PRODUCER**
John Sturges

**SCREENWRITERS**
James Clavell, W. R. Burnett

Allied POWs locked up in an “escape-proof” German prison camp do the unthinkable and dig a tunnel to freedom. Now they must outwit the citizenry in order to avoid capture. McQueen’s “Cooler King” and his motorcycle ride across the countryside highlight this film.

162 **GREED**
*MGM, 1925*

**PRINCIPAL CAST**
Gibson Gowland, ZaSu Pitts, Jean Hersholt

**DIRECTOR**
Erich von Stroheim

**SCREENWRITERS**
Erich von Stroheim, June Mathis

Though the film was released in a drastically cut form, von Stroheim’s stylized portrait of San Francisco dentist McTeague’s obsession with his wife’s lottery winnings is an intense, stark analysis of the destructive lure of money.

163 **GROUNDHOG DAY**
*Columbia, 1993*

**PRINCIPAL CAST**
Bill Murray, Andie MacDowell, Chris Elliott

**DIRECTOR**
Harold Ramis

**PRODUCERS**
Trevor Albert, Harold Ramis

**SCREENWRITERS**
Danny Rubin, Harold Ramis

A self-absorbed, grouchy Pittsburgh weatherman keeps waking up to the same day over and over again. Until he turns over a new leaf and finds true love, he’s doomed to spend his days reporting on Punxsutawney Phil’s shadow. “Well, what if there is no tomorrow? There wasn’t one today.”
164 GUESS WHO’S COMING TO DINNER
Columbia, 1967

PRINCIPAL CAST: Spencer Tracy, Katharine Hepburn, Sidney Poitier, Katharine Houghton
DIRECTOR: Stanley Kramer
PRODUCER: Stanley Kramer
SCREENWRITER: William Rose

Tracy and Hepburn, in their final film pairing, are forced to come to terms with their progressive views, when their daughter wants to marry an African-American doctor. Poitier and Houghton, Hepburn’s real life niece, broke some barriers in a movie that sparked controversy and asked many difficult questions.

165 GUN CRAZY
United Artists, 1950

PRINCIPAL CAST: Peggy Cummins, John Dall
DIRECTOR: Joseph H. Lewis
PRODUCERS: Frank King, Maurice King
SCREENWRITERS: MacKinlay Kantor, Dalton Trumbo, Millard Kaufman

A money-loving beauty and a gun-obsessed man combine for a stylish portrayal of a couple on the run. Their crime spree ends when the man is forced to shoot his sweetheart.

166 GUNGA DIN
RKO, 1939

PRINCIPAL CAST: Cary Grant, Douglas Fairbanks, Jr., Victor McLaglen, Sam Jaffe
DIRECTOR: George Stevens
PRODUCERS: Pandro S. Berman, George Stevens
SCREENWRITERS: Fred Guiol, Joel Sayre, Ben Hecht, Charles MacArthur

Based loosely on Rudyard Kipling’s poem, Stevens directed this rousing saga of three mischievous, high-spirited British soldiers in 19th century India. But it is Gunga Din, the loyal water-carrier who dreams of becoming a regimental bugler, who saves their lives from the notorious Thuggees. “You’re a better man than I am, Gunga Din.”
167 HALLOWEEN
Media Home Entertainment, 1978
PRINCIPAL CAST Jamie Lee Curtis, Donald Pleasence, Tony Moran
DIRECTOR John Carpenter
PRODUCER Debra Hill
SCREENWRITERS John Carpenter, Debra Hill

Escaped mental patient Michael Myers must be stopped before he kills again—on Halloween! The low-budget slasher movie invented a whole new style of horror filmmaking and made Jamie Lee Curtis a household name.

168 HAROLD AND MAUDE
Paramount, 1971
PRINCIPAL CAST Ruth Gordon, Bud Cort, Vivian Pickles
DIRECTOR Hal Ashby
PRODUCERS Colin Higgins, Charles B. Mulvehill
SCREENWRITER Colin Higgins

Higgins and Ashby crafted a quirky and offbeat romance between death-obsessed Harold and life-obsessed Maude. Gordon’s 79-year-old Holocaust survivor gives Cort’s 20-year-old rich kid a reason to live and love. Cat Stevens’ songs punctuate the lovable love story that became a cult favorite. “Oh, Harold, that’s wonderful. Go and love some more.”

169 HARRY POTTER AND THE PRISONER OF AZKABAN
Warner Bros., 2004
PRINCIPAL CAST Daniel Radcliffe, Emma Watson, Rupert Grint, Gary Oldman
DIRECTOR Alfonso Cuarón
PRODUCERS Chris Columbus, David Heyman, Mark Radcliffe
SCREENWRITER Steven Kloves

After three years at Hogwarts, Harry has more serious problems than practicing magic outside of school—a serial killer is on the loose and headed straight for Harry. A past connection to the young wizard must be figured out before he’s done in!

170 THE HEIRESS
Paramount, 1949
PRINCIPAL CAST Olivia de Havilland, Montgomery Clift, Ralph Richardson
DIRECTOR William Wyler
PRODUCERS Willaim Wyler, Lester Koenig, Robert Wyler
SCREENWRITERS Ruth Goetz, Augustus Goetz

Ignored by her tyrannical father, naïve de Havilland falls for a handsome, fortune-hunting scoundrel. His empty promises of marriage turn the loving girl into a bitter woman. Aaron Copland’s music enhances the depiction of 19th century New York, and matches the shades of de Havilland’s riveting performance.
171 **HIGH NOON**
*United Artists, 1952*

**PRINCIPAL CAST**
Gary Cooper, Grace Kelly, Lloyd Bridges, Katy Jurado

**DIRECTOR**
Fred Zinnemmann

**PRODUCER**
Stanley Kramer

**SCREENWRITER**
Carl Foreman

On his wedding day, Cooper is forced to face an old enemy alone as the people of his town turn their backs on him. His Quaker bride Kelly ultimately comes to his aid as the clock ticks toward noon and the inevitable shootout.

172 **HIS GIRL FRIDAY**
*Columbia, 1940*

**PRINCIPAL CAST**
Cary Grant, Rosalind Russell, Ralph Bellamy

**DIRECTOR**
Howard Hawks

**PRODUCER**
Howard Hawks

**SCREENWRITER**
Charles Lederer

Give up the newspaper business for love and marriage? Hildy Johnson would love to, but her ex-husband, editor Walter Burns, can’t lose his ace reporter to a milquetoast. Overlapping dialogue and the speediest conversations on film twist the plot of Hecht and MacArthur’s *The Front Page* into a witty satire on love and life in the newsroom.

173 **HOOSIERS**
*Orion, 1986*

**PRINCIPAL CAST**
Gene Hackman, Barbara Hershey, Dennis Hopper

**DIRECTOR**
David Anspaugh

**PRODUCER**
Carter DeHaven, Angelo Pizzo

**SCREENWRITER**
Angelo Pizzo

A group of underdogs in a small Indiana town become the miracle basketball team the coach, the school, the parents desperately need. This is based on the true 1950s’ story, with a pulsing score by Jerry Goldsmith. “Let’s win this game for all the small schools that never had a chance to get here.”

174 **HOTEL RWANDA**
*United Artists, 2005*

**PRINCIPAL CAST**
Don Cheadle, Sophie Okonedo, Nick Nolte

**DIRECTOR**
Terry George

**PRODUCERS**
Terry George, A. Kitman Ho

**SCREENWRITERS**
Keir Pearson, Terry George

Hotel manager Paul Rusesabagina winds up saving over a thousand Tutsis from certain death while the Hutu population ravages Rwanda. Based on the true-life story of this ordinary man, the film brilliantly portrays a genocide largely ignored by the rest of the world.
175 THE HOURS
Paramount, 2002

PRINCIPAL CAST: Nicole Kidman, Julianne Moore, Meryl Streep
DIRECTOR: Stephen Daldry
PRODUCERS: Robert Fox, Scott Rudin
SCREENWRITER: David Hare

A triptych of interrelated stories that spans 75 years in the lives of three women, with Virginia Woolf and her novel Mrs. Dalloway as the spine of the movie.

176 HOW GREEN WAS MY VALLEY
Twentieth Century-Fox, 1941

PRINCIPAL CAST: Walter Pidgeon, Maureen O’Hara, Roddy McDowall, Donald Crisp, Sara Allgood
DIRECTOR: John Ford
PRODUCER: Darryl F. Zanuck
SCREENWRITER: Philip Dunne

This is Ford’s loving, episodic portrait of a Welsh mining family at the turn of the 20th century. The rich soundtrack of Welsh choral singers weaves together the tapestry of Huw Morgan’s memories. “Men like my father cannot die. They are with me still, real in memory as they were in flesh, loving and beloved forever. How green was my valley then.”

177 THE HUSTLER
Twentieth Century-Fox, 1961

PRINCIPAL CAST: Paul Newman, Jackie Gleason, George C. Scott, Piper Laurie
DIRECTOR: Robert Rossen
PRODUCER: Robert Rossen
SCREENWRITERS: Sidney Carroll, Robert Rossen

Newman is a top-notch pool hustler who gets cocky and challenges Gleason’s Minnesota Fats to the match of his life.

178 I AM A FUGITIVE FROM A CHAIN GANG
Warner Bros., 1932

PRINCIPAL CAST: Paul Muni, Glenda Farrell
DIRECTOR: Mervyn LeRoy
PRODUCER: Hal B. Wallis
SCREENWRITERS: Howard J. Green, Brown Holmes

This scathing attack on the brutality of Southern chain gangs illustrates the social awareness of films of the 1930s. It ends with Muni’s matter-of-fact explanation of the way he lives on the run—“I steal.”
Poitier is Virgil Tibbs, the Philadelphia detective drawn into a Mississippi murder case no one knows how to handle. Quincy Jones’ evocative jazz score punctuates the heat and bigotry, but it is Poitier’s “They call me Mister Tibbs” and the slap heard ‘round the world that made audiences cheer.

This is based on the true story of a 60 MINUTES producer and a tobacco industry whistle-blower, who come up against big business and the power of the media. “I’m all out of heroes, man. Guys like you are in short supply.”

Griffith’s monumental exploration of intolerance is told through four different but parallel stories from ancient Babylon, to the time of Christ in Judea, to Paris in 1572, to social reformers in contemporary America. A milestone in filmmaking, each story was tinted in a different color.

McCarthy is a small town doctor who discovers to his horror that everyone around him is being replaced by emotionless doubles hatched from pods from outer space. Even at the film’s climax, no one on the busy freeway heeds McCarthy’s frenetic warning: “They’re here already. You’re next!”
183 IT HAPPENED ONE NIGHT
Columbia, 1934

PRINCIPAL CAST Clark Gable, Claudette Colbert
DIRECTOR Frank Capra
PRODUCER Harry Cohn
SCREENWRITER Robert Riskin

This battle of the sexes love story between a runaway heiress who shows her legs to hitch a ride and an unemployed newspaperman who separates their beds at night with a blanket known as the “walls of Jericho,” was an unqualified success and still provides inspiration for many comedies.

184 IT’S A MAD MAD MAD MAD WORLD
United Artists, 1963

PRINCIPAL CAST Spencer Tracy, Milton Berle, Jonathan Winters, Mickey Rooney, Ethel Merman, Jimmy Durante
DIRECTOR Stanley Kramer
PRODUCER Stanley Kramer
SCREENWRITERS Tania Rose, William Rose

The chase is on to find the big “W”—the spot where Durante has hidden $350,000 before literally kicking the bucket. Tracy plays the knowing cop who follows the wacky fortune hunters—a who’s who of American comedy legends.

185 IT’S A WONDERFUL LIFE
RKO, 1946

PRINCIPAL CAST James Stewart, Donna Reed, Lionel Barrymore, Henry Travers
DIRECTOR Frank Capra
PRODUCER Frank Capra
SCREENWRITERS Frances Goodrich, Albert Hackett, Frank Capra

This holiday classic features a complex performance by Stewart as a suicidal man redeemed by friendship and the recognition that each man’s life touches many others. Remember—every time a bell rings, an angel gets his wings.
186 JAWS

Universal, 1975

PRINCIPAL CAST: Roy Scheider, Robert Shaw, Richard Dreyfuss
DIRECTOR: Steven Spielberg
PRODUCERS: Richard D. Zanuck, David Brown
SCREENWRITERS: Peter Benchley, Carl Gottlieb

A great white shark terrorizes the resort town of Amity. Spielberg shot some scenes at water level, making the audience feel as though they were treading water. John Williams’ pulsating score still haunts swimmers around the world.

187 THE JAZZ SINGER

Warner Bros., 1927

PRINCIPAL CAST: Al Jolson, May McAvoy
DIRECTOR: Alan Crosland
SCREENWRITER: Alfred A. Cohn

The story of a cantor’s son who rejects tradition and heritage for the stage was supposed to be a movie with only synchronized music. But Jolson’s ad-lib, “You ain’t heard nothin’ yet,” marked the beginning of the end for the silent era.

188 JERRY MAGUIRE

TriStar, 1996

PRINCIPAL CAST: Tom Cruise, Cuba Gooding, Jr., Renée Zellweger
DIRECTOR: Cameron Crowe
PRODUCERS: James L. Brooks, Richard Sakai, Laurence Mark, Cameron Crowe
SCREENWRITER: Cameron Crowe

Cruise is a super-slick, morally challenged sports agent who loses his job and leaves with one client, Gooding, and a loyal employee, Zellweger. He falls in love with the employee and her child, while helping the client achieve his full potential. “Show me the money!”

189 JEZEBEL

Warner Bros., 1938

PRINCIPAL CAST: Bette Davis, Henry Fonda, George Brent, Fay Bainter, Donald Crisp
DIRECTOR: William Wyler
PRODUCER: Henry Blanke
SCREENWRITERS: Clements Ripley, Abem Finkel, John Huston, Robert Buckner

Davis is the spoiled and headstrong Southern belle who shocks 1850s New Orleans with her audacious independence. She loses the most important man in her life over a red dress, and finds redemption when he is stricken with Yellow Fever.
190 JURASSIC PARK

Universal, 1993

PRINCIPAL CAST: Sam Neill, Laura Dern, Jeff Goldblum, Richard Attenborough
DIRECTOR: Steven Spielberg
PRODUCERS: Kathleen Kennedy, Gerald R. Molen
SCREENWRITERS: Michael Crichton, David Koepp

Dinosaurs are recreated from genetic material for a theme park on a remote island. Chaos erupts during a test run when the dinosaurs break free and prey on the park guests. Landmark visual effects brought dinosaurs back to life.

191 THE KID

First National, 1921

PRINCIPAL CAST: Charles Chaplin, Jackie Coogan
DIRECTOR: Charles Chaplin
PRODUCER: Charles Chaplin
SCREENWRITER: Charles Chaplin

Chaplin as “The Little Tramp” combines comedy with heart-tugging poignancy when he adopts young Coogan, the first of the great child stars.

192 THE KILLING FIELDS

Warner Bros., 1984

PRINCIPAL CAST: Sam Waterston, Haing S. Ngor
DIRECTOR: Roland Joffé
PRODUCER: David Puttnam
SCREENWRITER: Bruce Robinson

Waterston is the real-life New York Times reporter who reluctantly leaves his Vietnamese colleague, Ngor, behind in war-torn Cambodia. His seemingly futile searches to find him pay off when they are reunited in the film’s emotional climax.

193 THE KING AND I

Twentieth Century-Fox, 1956

PRINCIPAL CAST: Deborah Kerr, Yul Brynner, Rita Moreno, Martin Benson
DIRECTOR: Walter Lang
PRODUCER: Charles Brackett
SCREENWRITER: Ernest Lehman

The East and West collide in Rodgers and Hammerstein’s musical based on the true story of a 19th century English school teacher who teaches the children of the very stubborn, yet forward thinking, King of Siam. Getting to know each other is a hard-earned lesson, etc, etc, etc!
194 **KING KONG**  
*RKO, 1933*  
**PRINCIPAL CAST** Fay Wray, Robert Armstrong, Bruce Cabot  
**DIRECTORS** Merian C. Cooper, Ernest B. Schoedsack  
**PRODUCERS** Merian C. Cooper, Ernest B. Schoedsack  
**SCREENWRITERS** James Ashmore Creelman, Ruth Rose

With a mixture of live action, animation, and special effects, this film follows the plight of a giant ape whose love for the beautiful Wray leads to his death, as he topples from the Empire State Building. But it wasn’t the airplanes that killed the mighty Kong—“It was beauty killed the beast.”

195 **THE KING OF COMEDY**  
*Twentieth Century-Fox, 1983*  
**PRINCIPAL CAST** Robert De Niro, Jerry Lewis, Sandra Bernhard  
**DIRECTOR** Martin Scorsese  
**PRODUCER** Arnon Milchan  
**SCREENWRITER** Paul D. Zimmerman

America’s infatuation with fame is satirized in Scorsese’s dark comedy. In a crazed attempt to get a foothold in show business, deranged would-be comedian De Niro kidnaps late-night talk show host Lewis and demands an appearance on his show. Bernhard is De Niro’s wealthy Lewis-obsessed accomplice.

196 **KRAMER VS. KRAMER**  
*Columbia, 1979*  
**PRINCIPAL CAST** Dustin Hoffman, Meryl Streep, Justin Henry  
**DIRECTOR** Robert Benton  
**PRODUCER** Stanley R. Jaffe  
**SCREENWRITER** Robert Benton

Streep walks out on Hoffman, who is suddenly faced with raising their child alone. After a rocky start, the father-son relationship grows until Streep returns to reclaim her role as mother, provoking a custody battle.
197 L.A. CONFIDENTIAL
Warner Bros., 1997

PRINCIPAL CAST: Kevin Spacey, Russell Crowe, Guy Pearce, James Cromwell, Kim Basinger, Danny DeVito

DIRECTOR: Curtis Hanson

PRODUCERS: Curtis Hanson, Arnon Milchan, Michael Nathanson

SCREENWRITERS: Brian Helgeland, Curtis Hanson

Three cops with crosses to bear are caught in the crossfire of police and mob corruption in 1950s Los Angeles. Based on James Ellroy’s multi-layered story, Hanson creates a seedy film-noir collection of Hollywood wanna-be’s and has-been’s, all of whom are just one step away from the truth.

198 THE LADY EVE
Paramount, 1941

PRINCIPAL CAST: Barbara Stanwyck, Henry Fonda, Charles Coburn

DIRECTOR: Preston Sturges

PRODUCER: Paul Jones

SCREENWRITERS: Preston Sturges, Monckton Hoffe

Fonda is a doltish bachelor and heir to the Pike’s Pale Ale fortune, who prefers snakes to women. Stanwyck is a con woman who tries to fleece him on an ocean voyage and winds up falling in love with him. When he discovers her ruse and dumps her, she decides to fleece him again by assuming a British accent and posing as Lady Eve Sidwich. “They say a moonlit deck is a woman’s business office.”

199 THE LAST EMPEROR
Columbia, 1987

PRINCIPAL CAST: John Lone, Peter O’Toole, Joan Chen

DIRECTOR: Bernardo Bertolucci

PRODUCER: Jeremy Thomas

SCREENWRITERS: Bernardo Bertolucci, Mark Peploe

This historical epic tells the story of China’s changing political landscape in the 20th century through the life of China’s final emperor, Pu Yi. Told in a non-linear style that spans many decades, Pu Yi goes from an object of adoration to a faceless gardener in communist China. Bertolucci was the first Western filmmaker provided the privilege of filming inside the Forbidden City.

200 THE LAST PICTURE SHOW
Columbia, 1971

PRINCIPAL CAST: Jeff Bridges, Cybill Shepherd, Ben Johnson

DIRECTOR: Peter Bogdanovich

PRODUCER: Stephen J. Friedman

SCREENWRITERS: Peter Bogdanovich, Larry McMurtry

The closing of a movie theatre in a small Texas town during the 1950s marks the changes that face a group of young people coming of age.
201  LAST TANGO IN PARIS
  United Artists, 1973

  PRINCIPAL CAST  Marlon Brando, Maria Schneider
  DIRECTOR        Bernardo Bertolucci
  PRODUCER        Albert Grimaldi
  SCREENWRITERS   Franco Arcalli, Bernardo Bertolucci

  Brando is an American in Paris, trying to push away the tragedy of his wife’s suicide through a torrid affair with a woman he hardly knows, played by Schneider. Sexual situations had never been so explicit in a mainstream feature film.

202  LAURA
  Twentieth Century-Fox, 1944

  DIRECTOR        Otto Preminger
  PRODUCER        Otto Preminger
  SCREENWRITERS   Jay Dratler, Samuel Hoffenstein, Betty Reinhardt

  Tierney’s beauty, David Raksin’s haunting soundtrack and Webb’s caustic Waldo Lydecker are the linchpins in this arresting film noir take on detective Andrews’ obsession with the portrait of a mysteriously murdered woman.

203  LAWRENCE OF ARABIA
  Columbia, 1962

  PRINCIPAL CAST  Peter O’Toole, Alec Guinness, Omar Sharif
  DIRECTOR        David Lean
  PRODUCERS       Sam Spiegel, David Lean
  SCREENWRITER    Robert Bolt

  During World War I, young English officer T. E. Lawrence comes to believe he can give Arabia back to the Arabs. The movie made O’Toole a star and introduced Sharif to an international audience.

204  THE LIFE OF EMILE ZOLA
  Warner Bros., 1937

  PRINCIPAL CAST  Paul Muni, Joseph Schildkraut, Gale Sondergaard
  DIRECTOR        William Dieterle
  PRODUCER        Hal B. Wallis
  SCREENWRITERS   Norman Reilly Raine, Heinz Herald, Geza Herczeg

  Muni’s calm but powerful performance as the 19th century French novelist is the highlight of this biographical film with the climactic recitation of Zola’s famous “J’accuse” letter attacking the anti-Semitism of the famous Dreyfus case.
205 THE LION KING
Disney, 1994
PRINCIPAL CAST  Matthew Broderick, James Earl Jones, Jeremy Irons,
                Nathan Lane, Whoopi Goldberg (voices)
DIRECTORS     Roger Allers, Rob Minkoff
PRODUCER      Don Hahn
SCREENWRITERS Irene Mecchi, Jonathan Roberts, Linda Woolverton

This animated musical opens on a grand scale with the song Circle of Life
announcing the birth of Simba, a baby lion. Made to believe he’s responsible
for his father’s death by his cruel uncle, Simba disappears in shame. After many
years the young man returns home to reclaim his throne. “Hakuna matata!”

206 LITTLE CAESAR
First National, 1930
DIRECTOR       Mervyn LeRoy
PRODUCER       Hal B. Wallis
SCREENWRITERS  Francis Edward Faragoh, Robert N. Lee

Often called the original modern crime film, gritty and realistic, it set the tone for an
entire genre. Robinson portrays Rico, an underworld foot soldier clawing his way to
the top of the heap but paying for it with his life: “Mother of mercy! Is this the end
of Rico?”

207 THE LITTLE FOXES
Twentieth Century-Fox, 1941
PRINCIPAL CAST  Bette Davis, Herbert Marshall, Teresa Wright
DIRECTOR       William Wyler
PRODUCER       Samuel Goldwyn
SCREENWRITER   Lillian Hellman

Based on Hellman’s play about a rapacious Southern family, Davis plays the viperous
woman who blackmails her way into an unscrupulous business deal with her shady
brothers, then kills her husband when he stands in her way.

208 THE LONGEST DAY
Twentieth Century-Fox, 1962
PRINCIPAL CAST  John Wayne, Robert Mitchum, Henry Fonda
DIRECTORS      Andrew Marton, Ken Annakin, Bernhard Wicki
PRODUCER       Darryl F. Zanuck
SCREENWRITER   Cornelius Ryan

Zanuck’s epic, star-studded account of the D-Day invasion is told from both the
Allies’ and Germans’ point of view. The documentary-style black-and-white
cinematography set the tone for an unrelenting look at the storming of Normandy.

New Line, 2001

PRINCIPAL CAST
Elijah Wood, Viggo Mortensen, Sean Astin, Cate Blanchett, Orlando Bloom

DIRECTOR
Peter Jackson

PRODUCERS
Peter Jackson, Barrie M. Osborne, Tim Sanders, Fran Walsh

SCREENWRITERS
Fran Walsh, Philippa Boyens, Peter Jackson

Jackson’s masterful fantasy epic based on Tolkien’s beloved novel, is the beginning chapter of Frodo’s strange and mighty odyssey to the Cracks of Doom to destroy the ring. “There is only one Lord of the Ring, only one who can bend it to his will. And he does not share power.”

210 THE LORD OF THE RINGS: THE TWO TOWERS

New Line, 2002

PRINCIPAL CAST
Elijah Wood, Viggo Mortensen, Sean Astin, Ian McKellen, Christopher Lee, Andy Serkis

DIRECTOR
Peter Jackson

PRODUCERS
Peter Jackson, Barrie M. Osborne, Tim Sanders, Fran Walsh

SCREENWRITERS
Fran Walsh, Philippa Boyens, Peter Jackson

Jackson and Tolkien’s grand saga continues, as Sauron’s power increases and his allies stand toe to toe against Aragorn and the people of Rohan. With the Fellowship dead, Frodo and Sam continue their arduous journey alone and unprotected. “My precious.”

211 THE LORD OF THE RINGS: THE RETURN OF THE KING

New Line, 2003

PRINCIPAL CAST
Elijah Wood, Viggo Mortensen, Dominic Monaghan, Billy Boyd, Liv Tyler, Andy Serkis

DIRECTOR
Peter Jackson

PRODUCERS
Peter Jackson, Barrie M. Osborne, Tim Sanders, Fran Walsh

SCREENWRITERS
Fran Walsh, Philippa Boyens, Peter Jackson

The final chapter in the visually stunning chronicle of Tolkien’s legendary tale. As the War of the Ring rages, everyone’s goal is to distract the Eye of Sauron against Middle-Earth. Frodo must get to Mount Doom and destroy The Ring before it destroys him.

212 LOST HORIZON

Columbia, 1937

PRINCIPAL CAST
Ronald Colman, Jane Wyatt

DIRECTOR
Frank Capra

PRODUCER
Frank Capra

SCREENWRITER
Robert Riskin

Colman is one of several survivors of a place crash in the Himalayas who is brought to the mythical land of Shangri-La where aging and want are non-existent. “There are moments in every man’s life, when he glimpses the eternal.”
213 LOST IN TRANSLATION

Focus, 2003

PRINCIPAL CAST: Scarlett Johansson, Bill Murray
DIRECTOR: Sofia Coppola
PRODUCERS: Sofia Coppola, Ross Katz
SCREENWRITER: Sofia Coppola

This is Coppola’s idiosyncratic and touching portrait of two lonely Americans in Tokyo, who meet and spend their free time together, sharing thoughts on celebrity and marriage and finding they need each other in the alien landscape. “Is that everything? It seemed like he said quite a bit more than that.”

214 THE LOST WEEKEND

Paramount, 1945

PRINCIPAL CAST: Ray Milland, Jane Wyman
DIRECTOR: Billy Wilder
PRODUCER: Charles Brackett
SCREENWRITERS: Charles Brackett, Billy Wilder

Harrowing depictions of an alcoholic’s struggles punctuate Wilder’s ground-breaking study of addiction. When Milland hits his local bar the bartender reminds him, “One’s too many an’ a hundred’s not enough.”

215 LOVE STORY

Paramount, 1970

PRINCIPAL CAST: Ali MacGraw, Ryan O’Neal, John Marley, Ray Milland
DIRECTOR: Arthur Hiller
PRODUCERS: Howard G. Minsky, David Golden
SCREENWRITER: Erich Segal

MacGraw and O’Neal are a young couple who meet and fall in love at Harvard. After marriage, their love is tested when MacGraw’s Jenny becomes fatally ill. “Love means never having to say you’re sorry.”
216 M*A*S*H

Twentieth Century-Fox, 1970

PRINCIPAL CAST: Donald Sutherland, Elliott Gould, Sally Kellerman
DIRECTOR: Robert Altman
PRODUCER: Ingo Preminger
SCREENWRITER: Ring Lardner, Jr.

Altman’s episodic antiwar film about a mobile medical unit during the Korean War gave American audiences a reason to laugh at the height of Vietnam. The overlapping dialogue and irreverent story thumbed its nose at all things political and pushed the boundaries of filmmaking.

217 THE MAGNIFICENT AMBERSONS

RKO, 1942

PRINCIPAL CAST: Joseph Cotten, Dolores Costello, Anne Baxter, Agnes Moorehead
DIRECTOR: Orson Welles
PRODUCER: Orson Welles
SCREENWRITER: Orson Welles

Welles’ masterful use of sound and cinematography highlight this penetrating adaptation of Booth Tarkington’s study of the disintegration of a turn-of-the-20th century family under the thumb of its spoiled, petulant heir.

218 THE MALTESE FALCON

Warner Bros., 1941

PRINCIPAL CAST: Humphrey Bogart, Mary Astor, Sidney Greenstreet, Peter Lorre
DIRECTOR: John Huston
PRODUCERS: Hal B. Wallis, Henry Blanke
SCREENWRITER: John Huston

Bogart’s Sam Spade is the detective whose partner is murdered. The cops are after him and he’s after the woman who hired his partner, which leads them to Greenstreet and Lorre, who are all after a priceless statuette. Bogart suggested the take on Shakespeare: “The, uh, stuff that dreams are made of.”

219 A MAN FOR ALL SEASONS

Columbia, 1966

PRINCIPAL CAST: Paul Scofield, Wendy Hiller, Robert Shaw, Orson Welles
DIRECTOR: Fred Zinnemann
PRODUCER: Fred Zinnemann
SCREENWRITER: Robert Bolt

Scofield is Sir Thomas More, who resists Shaw’s Henry VIII when he requests help to break away from the Roman Catholic Church to form the Church of England.
220  **THE MAN WHO WOULD BE KING**  
*Columbia, 1975*

**PRINCIPAL CAST**  
Sean Connery, Michael Caine

**DIRECTOR**  
John Huston

**PRODUCER**  
John Foreman

**SCREENWRITERS**  
Gladys Hill, John Huston

Two ex-British soldiers journey from India to Kafiristan in search of gold and a kingdom of their own. Huston’s rollicking adventure turns deadly when Daniel, who’s mistaken for a God, takes himself too seriously. To the end, however, Peachy, stands by his comrade in this tale based on Rudyard Kipling’s short story.

221  **THE MANCHURIAN CANDIDATE**  
*United Artists, 1962*

**PRINCIPAL CAST**  
Frank Sinatra, Laurence Harvey, Janet Leigh, Angela Lansbury

**DIRECTOR**  
John Frankenheimer

**PRODUCERS**  
George Axelrod, John Frankenheimer

**SCREENWRITER**  
George Axelrod

An ex-Korean War POW is brainwashed by communists to become a political assassin. This paranoid cold-war thriller shocked audiences with its terrifying look at a Soviet sleeper/mole who can be triggered into action by simply playing a little solitaire.

222  **MANHATTAN**  
*United Artists, 1979*

**PRINCIPAL CAST**  
Woody Allen, Diane Keaton, Mariel Hemingway

**DIRECTOR**  
Woody Allen

**PRODUCER**  
Charles H. Joffe

**SCREENWRITERS**  
Woody Allen, Marshall Brickman

Allen’s black-and-white valentine to New York City finds him as a comedy writer who aspires to credibility while maneuvering through the complexities of friendship and love. George Gershwin’s music provides a foundation for this grand, romantic image of Manhattan.

223  **MARTY**  
*United Artists, 1955*

**PRINCIPAL CAST**  
Ernest Borgnine, Betsy Blair

**DIRECTOR**  
Delbert Mann

**PRODUCER**  
Harold Hecht

**SCREENWRITER**  
Paddy Chayefsky

Borgnine plays a lonely, good-hearted Italian-American butcher that nobody notices. When he finally meets a pretty wallflower, he almost misses his chance at love. The film has the distinction of being the first to be based on a television drama.
224 **MARY POPPINS**

*Disney, 1964*

**PRINCIPAL CAST**  
Julie Andrews, Dick Van Dyke

**DIRECTOR**  
Robert Stevenson

**PRODUCERS**  
Walt Disney, Bill Walsh

**SCREENWRITERS**  
Bill Walsh, Don DaGradi

This supercalifragilisticexpialidocious musical fantasy introduced Andrews to film history as the magical nanny who arrives at the home of Jane and Michael Banks via umbrella and teaches them that a spoonful of sugar helps the medicine go down.

225 **THE MATRIX**

*Warner Bros., 1999*

**PRINCIPAL CAST**  
Keanu Reeves, Laurence Fishburne, Carrie-Anne Moss

**DIRECTOR**  
Andy Wachowski, Larry Wachowski

**PRODUCER**  
Joel Silver

**SCREENWRITERS**  
Andy Wachowski, Larry Wachowski

"Unfortunately, no one can be told what the Matrix is. You have to see it for yourself." Cyber-messiah Reeves and like-minded rebel warriors must defeat the artificial intelligence that has created an alternate reality. The Wachowski Brothers blew the lid off technology, pushing ancient martial arts and visual effects into the 21st century.

226 **McCABE AND MRS. MILLER**

*Warner Bros., 1971*

**PRINCIPAL CAST**  
Warren Beatty, Julie Christie

**DIRECTOR**  
Robert Altman

**PRODUCERS**  
Mitchell Brower, David Foster

**SCREENWRITERS**  
Robert Altman, Brian McKay

Altman’s anti-Western disassembles many of the myths of the West created by American film. Beatty, a gambling gunfighter, uses his winnings to open a brothel with the help of Christie’s shrewd hooker.

227 **MEAN STREETS**

*Warner Bros., 1973*

**PRINCIPAL CAST**  
Robert De Niro, Harvey Keitel

**DIRECTOR**  
Martin Scorsese

**PRODUCER**  
Jonathan T. Taplin

**SCREENWRITERS**  
Martin Scorsese, Mardik Martin

Scorsese “arrived” with this low-budget picture about four friends in New York City’s Little Italy. The elements America would come to know as a “Scorsese film” are all here—a gangster world, Catholic guilt, pop music and Keitel and De Niro, in their first collaboration.
228 MEET ME IN ST. LOUIS

MGM, 1944

PRINCIPAL CAST: Judy Garland, Margaret O’Brien
DIRECTOR: Vincente Minnelli
PRODUCER: Arthur Freed
SCREENWRITERS: Irving Brecher, Fred F. Finklehoffe

Minnelli’s nostalgic musical picture-post card follows the lives of the Smith Family in four seasonal vignettes as they wait for the 1904 World’s Fair. Garland’s enduring renditions of *The Trolley Song* and *Have Yourself a Merry Little Christmas* are just two of the film’s many memorable songs.

229 MEMENTO

Newmarket, 2001

PRINCIPAL CAST: Guy Pearce, Carrie-Anne Moss, Joe Pantoliano
DIRECTOR: Christopher Nolan
PRODUCERS: Jennifer Todd, Suzanne Todd
SCREENWRITER: Christopher Nolan

A groundbreaking screenplay unfolds in reverse order! The film’s episodic structure frames the story of an amnesiac with short-term memory loss, trying to figure what happened when his wife was murdered. “I can’t remember to forget you.”

230 MIDNIGHT COWBOY

United Artists, 1969

PRINCIPAL CAST: Dustin Hoffman, Jon Voight
DIRECTOR: John Schlesinger
PRODUCER: Jerome Hellman
SCREENWRITER: Waldo Salt

Voight is Joe Buck, a country boy who arrives in New York City to make his fortune as a hustler. As he struggles to maintain a living, he meets Hoffman’s Ratzo Rizzo, and the two friends work together to find a better life. ‘I’m walkin’ here!’

231 MILDRED PIERCE

Warner Bros., 1945

PRINCIPAL CAST: Joan Crawford, Ann Blyth
DIRECTOR: Michael Curtiz
PRODUCER: Jerry Wald
SCREENWRITER: Ranald MacDougall

Crawford is Mildred Pierce, a woman forced to become independent after her cheating husband walks out. Curtiz’ film noir is a hard-boiled murder mystery in which the heroine will do anything to save her duplicitous daughter.
232 MILLION DOLLAR BABY
Warner Bros., 2004
PRINCIPAL CAST: Clint Eastwood, Hilary Swank, Morgan Freeman
DIRECTOR: Clint Eastwood
PRODUCERS: Clint Eastwood, Paul Haggis, Tom Rosenberg, Albert S. Ruddy
SCREENWRITER: Paul Haggis

A trio of lonely and isolated people meet on uncommon ground when young working class waitress Swank decides to become a boxer. “It’s the magic of risking everything for a dream that nobody sees but you.” Eastwood’s taut and unusual love story reveals how far friends will go for the people they love.

233 THE MIRACLE OF MORGAN’S CREEK
Paramount, 1944
PRINCIPAL CAST: Eddie Bracken, Betty Hutton
DIRECTOR: Preston Sturges
PRODUCER: B.G. DeSylva
SCREENWRITER: Preston Sturges

The miraculous birth of sextuplets climaxes this satire about a woman who marries during a night of revelry, but the next morning cannot remember her husband’s name.

234 MIRACLE ON 34TH STREET
Twentieth Century-Fox, 1947
PRINCIPAL CAST: Maureen O’Hara, Edmund Gwenn, John Payne, Natalie Wood
DIRECTOR: George Seaton
PRODUCER: William Perlberg
SCREENWRITERS: George Seaton, Valentine Davies

Gwenn is Kris Kringle in this yuletide classic of a Macy’s Santa Claus who insists he is the real McCoy. A young Natalie Wood is the skeptical little girl who learns to believe in her dreams.

235 MODERN TIMES
United Artists, 1936
PRINCIPAL CAST: Charles Chaplin, Paulette Goddard
DIRECTOR: Charles Chaplin
PRODUCER: Charles Chaplin
SCREENWRITER: Charles Chaplin

Chaplin speaks! And ends the silent era with this film about a little man working on an assembly line, who is literally caught in the hub of an industrialized society, and after several trips to the hospital and jail, ultimately finds happiness with a kindred soul.
236 MOONSTRUCK
MGM, 1987

PRINCIPAL CAST: Cher, Nicolas Cage, Olympia Dukakis, Danny Aiello
DIRECTOR: Norman Jewison
PRODUCERS: Norman Jewison, Patrick J. Palmer
SCREENWRITER: John Patrick Shanley

In this love poem to the Italian-American family, Cher falls for her fiancé’s brother, played by Cage. Then she must contend with her meddling family. That’s amore!

237 MOULIN ROUGE!
Twentieth Century-Fox, 2001

PRINCIPAL CAST: Nicole Kidman, Ewan McGregor, John Leguizamo, Jim Broadbent
DIRECTOR: Baz Luhrmann
PRODUCERS: Fred Baron, Martin Brown, Baz Luhrmann
SCREENWRITERS: Baz Luhrmann, Craig Pearce

Set in late 19th century Paris, Luhrmann’s striking fantasy is a reinvention of the Hollywood musical. Kidman is a consumptive nightclub singer, desired by the world’s most wealthy suitors, but it is struggling writer McGregor whom she loves. Some of the greatest American standards are sung by Kidman and McGregor.

238 MR. DEEDS GOES TO TOWN
Columbia, 1936

PRINCIPAL CAST: Gary Cooper, Jean Arthur
DIRECTOR: Frank Capra
PRODUCER: Frank Capra
SCREENWRITER: Robert Riskin

Simple New Englander Cooper inherits a fortune and moves to New York. Ambitious reporter Arthur makes him front-page news and the laughing stock of the city. His sanity is questioned after he gives his millions away to those who need it, and the reporter comes to her senses when she realizes Mr. Deeds is the real thing.

239 MR. SMITH GOES TO WASHINGTON
Columbia, 1939

PRINCIPAL CAST: James Stewart, Claude Rains, Jean Arthur
DIRECTOR: Frank Capra
PRODUCER: Frank Capra
SCREENWRITERS: Sidney Buchman, Lewis R. Foster

Appointed to the US Senate because the power brokers believe they’ve got a hayseed on their hands, Jefferson Smith surprises everyone with his honesty and gravitas. Framed by the political machine that cleverly twists the truth, Smith almost waves a white flag, but Clarissa Saunders gives him a fast lesson in civics. Filibuster!!!
240 Mrs. Miniver
MGM, 1942
PRINCIPAL CAST Greer Garson, Walter Pidgeon, Teresa Wright
DIRECTOR William Wyler
PRODUCER Sidney Franklin
SCREENWRITERS Arthur Wimperis, George Froeschel, James Hilton, Claudine West

Wyler’s story of a British middle-class family stoically meeting the travails brought on by the German blitz of England was such a stunning propaganda success that Winston Churchill declared it worth a fleet of battleships.

241 Mutiny on the Bounty
MGM, 1935
PRINCIPAL CAST Charles Laughton, Clark Gable, Franchot Tone
DIRECTOR Frank Lloyd
PRODUCER Albert Lewin
SCREENWRITERS Talbot Jennings, Jules Furthman, Carey Wilson

Based on a historical incident, this film features Laughton as Captain William Bligh, an excellent seaman whose lack of humanity and rigid adherence to regulations forces Gable’s Fletcher Christian to lead a mutiny against him.

242 My Darling Clementine
Twentieth Century-Fox, 1946
PRINCIPAL CAST Henry Fonda, Linda Darnell, Victor Mature
DIRECTOR John Ford
PRODUCER Samuel G. Engel
SCREENWRITERS Samuel G. Engel, Sam Hellman, Winston Miller

Fonda’s performance as a low-key Wyatt Earp brings the legendary lawman to life in Ford’s unusual take on events leading to the gunfight at the OK Corral.

243 My Fair Lady
Warner Bros., 1964
PRINCIPAL CAST Audrey Hepburn, Rex Harrison, Wilfrid Hyde-White
DIRECTOR George Cukor
PRODUCER Jack L. Warner
SCREENWRITERS Alan Jay Lerner, Frederick Loewe

Professor Henry Higgins bets he can turn a flower girl into a lady just by teaching her to speak properly. Based on George Bernard Shaw’s Pygmalion, Lerner and Loewe’s celebrated Broadway musical comes to the screen with Hepburn celebrating her transformation with, “The rain in Spain, stays mainly in the plain!”
244 MY MAN GODFREY
Universal, 1936

PRINCIPAL CAST: William Powell, Carole Lombard, Alice Brady
DIRECTOR: Gregory La Cava
PRODUCER: Charles R. Rogers
SCREENWRITERS: Eric Hatch, Morrie Ryskind

Powell’s Godfrey appears to be one of the Depression’s “forgotten men,” until wacky and wealthy heiress Lombard finds him and turns him into Park Avenue’s classiest butler. But it’s Godfrey who gives the family a lesson in class and humility in this screwball comedy with a social conscience.

245 MYSTIC RIVER
Warner Bros., 2003

PRINCIPAL CAST: Sean Penn, Tim Robbins, Kevin Bacon, Marcia Gay Harden
DIRECTOR: Clint Eastwood
PRODUCERS: Clint Eastwood, Judie Hoyt, Robert Lorenz
SCREENWRITER: Brian Helgeland

Three childhood friends are reunited when the daughter of one is murdered. Betrayal is at the heart of Eastwood’s dark brooding tragedy with a strong ensemble cast.
246 **NASHVILLE**  
*Paramount, 1975*  
**PRINCIPAL CAST**: Keith Carradine, Ned Beatty, Karen Black, Lily Tomlin  
**DIRECTOR**: Robert Altman  
**PRODUCER**: Robert Altman  
**SCREENWRITER**: Joan Tewkesbury

A grab bag of over twenty characters from politics and country-western music collide as the United States celebrates the Bicentennial in the capital of country music. Altman casts his director’s eye on the overlapping stories, from a populist candidate to a music songbird on the verge of collapse, which ultimately end in a dramatic climax.

247 **NATIONAL LAMPOON’S ANIMAL HOUSE**  
*Universal, 1978*  
**PRINCIPAL CAST**: John Belushi, Tim Matheson, Peter Riegert, Tom Hulce, John Vernon  
**DIRECTOR**: John Landis  
**PRODUCER**: Ivan Reitman, Matty Simmons  
**SCREENWRITERS**: Harold Ramis, Douglas Kenny, Chris Miller

The Delta House is scheming to keep itself from being kicked off campus. Anarchy reigns as Belushi’s Bluto leads the charge, “Food fight,” without much hope…but with many laughs. “Toga, toga!”

248 **NETWORK**  
*United Artists, 1976*  
**PRINCIPAL CAST**: Faye Dunaway, William Holden, Peter Finch  
**DIRECTOR**: Sidney Lumet  
**PRODUCER**: Howard Gottfried  
**SCREENWRITER**: Paddy Chayefsky

Low ratings make for angry shareholders and veteran news anchorman Howard Beale takes the fall. But his rant, “I’m mad as hell and I’m not going to take it anymore,” suddenly changes the picture and the lives of everyone at fourth-place UBS.

249 **A NIGHT AT THE OPERA**  
*MGM, 1935*  
**PRINCIPAL CAST**: Groucho, Chico, Harpo Marx, Kitty Carlisle  
**DIRECTOR**: Sam Wood  
**PRODUCER**: Irving Thalberg  
**SCREENWRITERS**: George S. Kaufman, James Kevin McGuinness, Morrie Ryskind

The Marx Brothers take on opera and give a drubbing to anyone who gets in their way. Some of the team’s most famous comic moments are from this film: rearranging the bedroom furniture, Chico and Groucho tearing up the contract, and the overstuffed stateroom scene, where 15 people crowd inside!
250 THE NIGHT OF THE HUNTER
United Artists, 1955
PRINCIPAL CAST Robert Mitchum, Shelley Winters, Lillian Gish
DIRECTOR Charles Laughton
PRODUCER Paul Gregory
SCREENWRITER James Agee

This somber tale of good vs. evil is actor Laughton’s only directorial effort. Mitchum is the embodiment of evil, but he is thwarted by Gish, a good woman trying to save two children from his grasp. “They abide, and they endure.”

251 NIGHT OF THE LIVING DEAD
Continental, 1968
PRINCIPAL CAST Judith O’Dea, Duane Jones, Karl Hardman, Russell Streiner
DIRECTOR George A. Romero
PRODUCERS Russell Streiner, Karl Hardman
SCREENWRITER John A. Russo

Bloodthirsty zombies close in on people barricaded inside a farm house in this low-budget black-and-white horror film that put people on the edge of their seats. Can the living survive the un-dead?

252 NINOTCHKA
MGM, 1939
PRINCIPAL CAST Greta Garbo, Melvyn Douglas
DIRECTOR Ernst Lubitsch
PRODUCER Ernst Lubitsch
SCREENWRITERS Billy Wilder, Charles Brackett, Walter Reisch, Melchior Lengyel

Communism collides with capitalism in this “Lubitsch Touch” comedy when staunch party member Garbo comes to Paris to discipline some wayward comrades and falls in love with Douglas’ suave aristocrat.

253 NORTH BY NORTHWEST
MGM, 1959
PRINCIPAL CAST Cary Grant, Eva Marie Saint, James Mason
DIRECTOR Alfred Hitchcock
PRODUCER Alfred Hitchcock
SCREENWRITER Ernest Lehman

Grant is the Hitchcockian everyman caught up in something he doesn’t understand as he travels from New York to Mount Rushmore in this mire of spies, counterspies and romance.
**254 NOTORIOUS**

*RKO, 1946*

**PRINCIPAL CAST**  
Cary Grant, Ingrid Bergman, Claude Rains

**DIRECTOR**  
Alfred Hitchcock

**PRODUCER**  
Alfred Hitchcock

**SCREENWRITER**  
Ben Hecht

Political and sexual betrayal unite and divide Grant, Bergman and Rains in this tense triangle of espionage and Nazis in post-World War II Rio de Janeiro. Hitchcock’s use of the MacGuffin, the uranium hidden in the wine bottles, is what drives the plot, but it is the impossible love affair between Grant and Bergman everyone remembers.

**255 NOW, VOYAGER**

*Warner Bros., 1942*

**PRINCIPAL CAST**  
Bette Davis, Paul Henreid, Claude Rains, Bonita Granville

**DIRECTOR**  
Irving Rapper

**PRODUCER**  
Hal B. Wallis

**SCREENWRITER**  
Casey Robinson

Frumpy, dowdy, and horribly insecure, Charlotte Vale gets some help and transforms herself into a self-assured beauty who learns how to stand up to her mother in the quintessential “woman’s film.” Max Steiner’s lush score soars as Henreid lights two cigarettes and Davis utters, “Oh Jerry, don’t let’s ask for the moon. We have the stars.”
256  ON GOLDEN POND

Universal, 1981

PRINCIPAL CAST: Katharine Hepburn, Henry Fonda, Jane Fonda
DIRECTOR: Mark Rydell
PRODUCERS: Terry Carr, Bruce Gilbert
SCREENWRITER: Ernest Thompson

The Thayer family’s annual visit to their lakeside cottage in New England is fraught with tension, confrontations, and some peace just as Norman celebrates his 80th birthday. Fear of aging, and a daughter’s desperate need for approval gently collide as the loons linger nearby. “You’re my knight in shining armor. Don’t you forget it.”

257  ON THE WATERFRONT

Columbia, 1954

PRINCIPAL CAST: Marlon Brando, Karl Malden, Rod Steiger, Eva Marie Saint
DIRECTOR: Elia Kazan
PRODUCER: Sam Spiegel
SCREENWRITER: Budd Schulberg

Brando, a longshoreman who “coulda been a contender,” rebels against his brother and corruption on the New York City docks in this powerful story that mirrors the political climate of the early 1950s.

258  ONE FLEW OVER THE CUCKOO’S NEST

United Artists, 1975

PRINCIPAL CAST: Jack Nicholson, Louise Fletcher
DIRECTOR: Milos Forman
PRODUCERS: Saul Zaentz, Michael Douglas
SCREENWRITERS: Bo Goldman, Lawrence Hauben

Nicholson is a troublemaker committed to a mental institution who sparks new life in the downtrodden inmates, giving them purpose and self-worth. His war on the system is fought at every step by Fletcher’s Nurse Ratched.

259  ORDINARY PEOPLE

Paramount, 1980

PRINCIPAL CAST: Donald Sutherland, Mary Tyler Moore, Timothy Hutton, Judd Hirsch
DIRECTOR: Robert Redford
PRODUCER: Ronald L. Schwary
SCREENWRITER: Alvin Sargent

Redford’s directorial debut examines the disintegration of a family after the accidental drowning of the eldest son in a terrible storm. Hutton, the son who survives, struggles to overcome his guilt while attempting to gain the love and respect of his icy mother, played to chilling perfection by Moore.
260 OUT OF AFRICA
Universal, 1985
PRINCIPAL CAST: Meryl Streep, Robert Redford, Klaus Maria Brandauer
DIRECTOR: Sydney Pollack
PRODUCER: Sydney Pollack
SCREENWRITER: Kurk Luedtke

“I had a farm in Africa.” This epic romance pairs Streep as Karen Blixen, a Danish woman who arrives in Africa for a marriage of convenience, and Redford’s British hunter, with whom she shares an unbounded sense of adventure. John Barry’s musical score captures the scope of their love across the plains of Africa.

261 OUT OF THE PAST
RKO, 1947
PRINCIPAL CAST: Robert Mitchum, Kirk Douglas, Jane Greer
DIRECTOR: Jacques Tourneur
PRODUCERS: Warren Duff, Robert Sparks
SCREENWRITER: Geoffrey Homes

Mitchum is trying to escape the past that’s catching up with him. The cunning and seductive Greer betrays him and Douglas, men on opposite sides of the law. In this film noir tour de force, all three are caught in a deadly showdown.

262 THE OUTLAW JOSEY WALES
Warner Bros., 1976
PRINCIPAL CAST: Clint Eastwood, Chief Dan George, Sondra Locke
DIRECTOR: Clint Eastwood
PRODUCER: Robert Daley
SCREENWRITERS: Philip Kaufman, Sonia Chernus

Eastwood directs and plays the title role in the story of a Southern man whose family is killed by Union soldiers during the Civil War, then takes the law into his own hands and becomes a marked man. Bounty hunters follow him across the great West, though they are often no match for this loner’s quick draw.

263 THE OX-BOW INCIDENT
Twentieth Century-Fox, 1943
PRINCIPAL CAST: Henry Fonda, Dona Andrews, Anthony Quinn
DIRECTOR: William A. Wellman
PRODUCER: Lamar Trotti
SCREENWRITER: Lamar Trotti

Wellman’s stunningly stark social conscience film is presented in the guise of a Western when a lynch mob righteously, then recklessly, pursues and hangs the wrong men.
264 PATHS OF GLORY

American Film Institute, 1957

**PRINCIPAL CAST**: Kirk Douglas, Ralph Meeker, Adolphe Menjou

**DIRECTOR**: Stanley Kubrick

**PRODUCER**: James B. Harris

**SCREENWRITERS**: Stanley Kubrick, Calder Willingham, Jim Thompson

Douglas is a French World War I officer with a mutiny on his hands because his men refuse to engage in a suicidal battle. He defends three of his men when they are later court-martialed for cowardice. Kubrick’s consummate antiwar film highlights the differences between those who give orders and those who carry them out.

265 PATTON

Twentieth Century-Fox, 1970

**PRINCIPAL CAST**: George C. Scott, Karl Malden

**DIRECTOR**: Franklin J. Schaffner

**PRODUCER**: Frank McCarthy

**SCREENWRITERS**: Francis Ford Coppola, Edmund H. North

The film’s opening scene—Scott as Patton speaking in front of a giant American flag—sets the stage for an epic biography of the controversial World War II general. “Now I want you to remember that no bastard ever won a war by dying for his country. He won it by making the other poor dumb bastard die for his country.”

266 THE PHANTOM OF THE OPERA

Universal, 1925

**PRINCIPAL CAST**: Lon Chaney, Mary Philbin

**DIRECTOR**: Rupert Julian

**SCREENWRITERS**: Raymond Schrock, Elliott J. Clawson

Chaney’s Phantom was more frightening in this early horror classic than later romanticized versions of the Victor Hugo novel, about a disfigured man who haunts the Paris Opera House.

267 PHILADELPHIA

TriStar, 1993

**PRINCIPAL CAST**: Tom Hanks, Denzel Washington

**DIRECTOR**: Jonathan Demme

**PRODUCERS**: Jonathan Demme, Edward Saxon

**SCREENWRITER**: Ron Nyswaner

Hanks is fired after revealing he is HIV-positive, and Washington overcomes his prejudice of homosexuals to defend him in a lawsuit against his former employer. This film brought the subject of compassion and understanding for people with AIDS to a wide audience.
268  THE PHILADELPHIA STORY
MGM, 1940
PRINCIPAL CAST  Cary Grant, Katharine Hepburn, James Stewart
DIRECTOR  George Cukor
PRODUCER  Joseph L. Mankiewicz
SCREENWRITER  Donald Ogden Stewart

Sophisticated and screwball all at once, Hepburn’s cool, icy heiress really belongs with Grant, her ex. It takes tabloid newsman Stewart to bring out the fires buried deep inside her. This is a comedy of manners and class distinction. “The prettiest sight in this fine, pretty world is the privileged class enjoying its privileges.”

269  PILLOW TALK
Universal, 1959
PRINCIPAL CAST  Rock Hudson, Doris Day, Tony Randall, Thelma Ritter
DIRECTOR  Michael Gordon
PRODUCERS  Ross Hunter, Martin Melcher
SCREENWRITERS  Stanley Shapiro, Maurice Richlin, Russell Rouse, Clarence Green

Prim interior decorator Day is chagrined to share a party line with womanizing songwriter Hudson. The witty script makes hay out of Day’s “virginal” image and Hudson’s masculine prowess. “Mr. Allen, this may come as a surprise to you, but there are some men who don’t end every sentence with a proposition.”

270  PINOCCHIO
Disney, 1940
PRINCIPAL CAST  Dickie Jones, Cliff Edwards, Christian Rub, Evelyn Venable, Walter Catlett (voices)
DIRECTOR  Ben Sharpsteen, Hamilton Luske
PRODUCER  Walt Disney
SCREENWRITERS  Ted Sears, Webb Smith, Joseph Sabo, Otto Englander, William Cottrell, Erdman Penner, Aurelius Battaglia

Puppeteer Geppetto’s fantasy of having a real-life son comes true with help provided by Jiminy Cricket. The song When You Wish Upon a Star became a signature Disney tune.

271  PIRATES OF THE CARIBBEAN: THE CURSE OF THE BLACK PEARL
Disney, 2003
PRINCIPAL CAST  Johnny Depp, Geoffrey Rush, Orlando Bloom, Keira Knightley
DIRECTOR  Gore Verbinski
PRODUCER  Jerry Bruckheimer
SCREENWRITERS  Ted Elliott, Terry Rossio

Barbossa and his evil pack of pirates need Elizabeth Swann to reverse the ancient curse that keeps them in a nether world, somewhere between the living and the dead. It’s up to Will Turner and Captain Jack Sparrow to rescue her from the skeletons who glide across the ocean floor.
272  A PLACE IN THE SUN
Paramount, 1951
PRINCIPAL CAST: Montgomery Clift, Elizabeth Taylor, Shelley Winters
DIRECTOR: George Stevens
PRODUCER: George Stevens
SCREENWRITERS: Michael Wilson, Harry Brown

Theodore Dreiser’s celebrated novel, An American Tragedy, comes to the silver screen in Stevens’ re-telling of the tragic story. When the brooding Clift meets beautiful socialite Taylor, he has to do something about his pregnant girlfriend Winters. Whether or not Winter’s drowning death is accidental, Clift must pay the ultimate price.

273  PLANET OF THE APES
Twentieth Century-Fox, 1968
PRINCIPAL CAST: Charlton Heston, Kim Hunter, Roddy McDowall
DIRECTOR: Franklin J. Schaffner
PRODUCER: Arthur P. Jacobs
SCREENWRITERS: Michael Wilson, Rod Serling

Three astronauts crash after a long space flight, only to discover that apes rule their planet. Just as Heston is about to be lobotomized, he yells, “Get your stinking paws off me, you damn dirty ape!” The race is on in this science fiction thriller that takes Heston to the Forbidden Zone, where he discovers the awful truth about mankind.

274  PLATOON
Orion, 1986
PRINCIPAL CAST: Charlie Sheen, Tom Berenger, Willem Dafoe
DIRECTOR: Oliver Stone
PRODUCER: Arnold Kopelson
SCREENWRITER: Oliver Stone

Based on Stone’s own experiences as a grunt in Vietnam, Sheen is a young man from a privileged background who suddenly finds himself stuck between two officers with opposing ideas of right and wrong in a war filled with uncertainties. The conflict within a conflict results in the massacre of a village.

275  THE POOR LITTLE RICH GIRL
Artcraft, 1917
PRINCIPAL CAST: Mary Pickford
DIRECTOR: Maurice Tourneur
SCREENWRITER: Frances Marion

Pickford takes on the title role of the little girl everyone ignores, most of all her socially consumed parents. It takes a tragedy involving one of the servants to make them all see the error of their ways.
276  Porgy and Bess
Columbia, 1959

Principal Cast: Sidney Poitier, Dorothy Dandridge, Sammy Davis, Jr., Diahann Carroll, Brock Peters, Pearl Bailey

Director: Otto Preminger
Producer: Samuel Goldwyn
Screenwriters: DuBose Heyward, N. Richard Nash

This production of Gershwin’s legendary opera gained controversy as it made its way to the screen. A shabby fishing village in South Carolina is the setting for this all-singing love story. Crown, wanted for murder, has gone into hiding, leaving girlfriend Bess behind. Her high-life background makes her an outcast in Catfish Row, but crippled Porgy provides shelter and soon falls under her spell.

277  The Postman Always Rings Twice
MGM, 1946

Principal Cast: Lana Turner, John Garfield, Cecil Kellaway

Director: Tay Garnett
Producer: Carey Wilson
Screenwriters: Harry Ruskin, Niven Busch

Turner and Garfield steam up the screen as the illicit lovers who “accidentally” murder her husband. Based on James M. Cain’s potboiler, Turner’s scorching siren is only out for herself, but their mutual obsession destroys them both in this classic film noir.

278  The Pride of the Yankees
RKO, 1942

Principal Cast: Gary Cooper, Teresa Wright, Walter Brennan

Director: Sam Wood
Producer: Samuel Goldwyn
Screenwriters: Herman J. Mankiewicz, Jo Swerling, Paul Gallico

The beloved New York Yankee’s career was cut too short when he was diagnosed with amyotrophic lateral sclerosis. Cooper’s touching delivery of Gehrig’s farewell, “Today I consider myself the luckiest man on the face of the earth,” is one of the film’s most poignant moments.

279  The Producers
Embassy, 1967

Principal Cast: Zero Mostel, Gene Wilder, Kenneth Mars, Dick Shawn

Director: Mel Brooks
Producer: Sidney Glazier
Screenwriter: Mel Brooks

Mostel is a Broadway producer and Wilder is his meek accountant who scheme to produce an enormous flop in an effort to bilk the “little old ladies” for money. When the curtain goes up on Springtime for Hitler, their sure-fire flop becomes a sure-fire hit, sending them to prison.
280  PSYCHO
Paramount, 1960
PRINCIPAL CAST        Anthony Perkins, Janet Leigh, Vera Miles
DIRECTOR             Alfred Hitchcock
PRODUCER             Alfred Hitchcock
SCREENWRITER        Joseph Stefano

Leigh is on the lam with stolen money and makes the mistake of checking into
the Bates Motel, run by Perkins…and his mother. Hitchcock’s horror film is best
remembered for the shower scene and Bernard Herrmann’s chilling score.

281  THE PUBLIC ENEMY
Warner Bros., 1931
PRINCIPAL CAST        James Cagney, Jean Harlow, Mae Clarke
DIRECTOR             William A. Wellman
PRODUCER             Darryl F. Zanuck
SCREENWRITERS       John Bright, Kubec Glasmon, Harvey F. Thew

Cagney showed that an amoral, cocky criminal could be popular with audiences, even
when he shoved a grapefruit in the face of his long-suffering girlfriend, Clarke.

282  PULP FICTION
Miramax, 1994
PRINCIPAL CAST        John Travolta, Samuel L. Jackson, Uma Thurman, Bruce Willis
DIRECTOR             Quentin Tarantino
PRODUCER             Lawrence Bender
SCREENWRITERS       Roger Avery, Quentin Tarantino

Tarantino’s tale of violence, corruption and redemption broke new ground with his
non-linear story of two hit men who live by a strict moral code. They intersect the
lives of a boxer, a crime boss, his drug-using wife, a couple of small-time crooks
and of course—the Gimp!
283 QUEEN CHRISTINA
MGM, 1933
PRINCIPAL CAST Greta Garbo, John Gilbert, Ian Keith, Lewis Stone
DIRECTOR Rouben Mamoulian
PRODUCER Walter Wanger
SCREENWRITERS H.M. Harwood, Salka Viertel

Based loosely on the life of Sweden’s noble queen, a woman with 20th century sensibilities. Beloved by her people, Christina refuses to marry for political reasons and gives up her throne. Garbo’s beauty and enigmatic mystery are captured in the last lingering closeup.

284 THE QUIET MAN
Republic, 1952
PRINCIPAL CAST John Wayne, Maureen O’Hara, Victor McLaglen
DIRECTOR John Ford
PRODUCER Merian C. Cooper
SCREENWRITER Frank S. Nugent

Ford’s nostalgic homage to Ireland is photographed in deep rich tones, reflecting the romantic Gaelic countryside. Wayne, a boxer with a past he’d like to forget, returns to Innishfree hoping to start over. But, he falls in love with a fiery O’Hara and mixes it up with her stubborn brother in a boxing match that’s got the Methodists and Catholics placing bets.

285 RAGING BULL
United Artists, 1980
PRINCIPAL CAST Robert De Niro, Cathy Moriarty, Joe Pesci
DIRECTOR Martin Scorsese
PRODUCER Robert Chartoff, Irwin Winkler
SCREENWRITERS Mardik Martin, Paul Schrader

De Niro is Jake LaMotta, the middleweight boxing champ whose opponents in the ring are no match for the demons he fights in his personal life. The film is often noted for Thelma Schoonmaker’s achievement in editing.

286 RAIDERS OF THE LOST ARK
Paramount, 1981
PRINCIPAL CAST Harrison Ford, Karen Allen
DIRECTOR Steven Spielberg
PRODUCER Frank Marshall
SCREENWRITERS Lawrence Kasdan, George Lucas, Phillip Kaufman

Lucas and Spielberg’s cliff hanging, action-adventure, propels archaeologist Indiana Jones across five continents in a race against the Nazis to find the Ark of the Covenant.
287 RAIN MAN
United Artists, 1988

PRINCIPAL CAST: Dustin Hoffman, Tom Cruise
DIRECTOR: Barry Levinson
PRODUCER: Mark Johnson
SCREENWRITERS: Ronald Bass, Barry Morrow

Hoffman is an autistic man who inherits his father’s estate, and Cruise is his hustling brother who assumes custody hoping to cash in. When Raymond refuses to board an airplane, they drive across country in their father’s classic convertible and discover their mutual need for each other.

288 A RAISIN IN THE SUN
Columbia, 1961

PRINCIPAL CAST: Sidney Poitier, Claudia McNeil, Ruby Dee
DIRECTOR: Daniel Petrie
PRODUCERS: David Sussking, Philip Rose
SCREENWRITER: Lorraine Hansberry

An African-American family just getting by in a tiny Chicago apartment receives a $10,000 life insurance check that could change their lives. Years of frustration and family conflicts intrude on how to spend the money and make their dreams come true.

289 RAY
Universal, 2004

PRINCIPAL CAST: Jamie Foxx, Kerry Washington, Regina King, Clifton Powell, Bokeem Woodbine
DIRECTOR: Taylor Hackford
PRODUCERS: Howard Baldwin, Karen Elise Baldwin, Stuart Benjamin, Taylor Hackford
SCREENWRITER: James L. White

Ray Charles overcomes poverty, blindness, drug addiction, and racism to become one of the pioneers of rock ’n’ roll and a musical legend.

290 REAR WINDOW
Paramount, 1954

PRINCIPAL CAST: James Stewart, Grace Kelly
DIRECTOR: Alfred Hitchcock
PRODUCER: Alfred Hitchcock
SCREENWRITER: John Michael Hayes

When a broken leg forces photographer Stewart to become wheelchair-bound in his New York City apartment, he amuses himself by spying on his neighbors and soon becomes obsessed when he thinks he has witnessed a murder. Kelly, as his fashionable girlfriend, helps with amateur detective work.
291 **REBECCA**  
*United Artists, 1940*

**PRINCIPAL CAST** Laurence Olivier, Joan Fontaine, Judith Anderson

**DIRECTOR** Alfred Hitchcock

**PRODUCER** David O. Selznick

**SCREENWRITERS** Robert E. Sherwood, Joan Harrison, Philip MacDonald, Michael Hogan

“Last night I dreamt I went to Manderley again.” These words that open the dark and brooding tale of a shy young woman married to a powerful and wealthy Englishman set the tone for a mystery of lies, transgressions, and maybe even murder.

292 **REBEL WITHOUT A CAUSE**  
*Warner Bros., 1955*

**PRINCIPAL CAST** James Dean, Natalie Wood, Sal Mineo

**DIRECTOR** Nicholas Ray

**PRODUCER** David Weisbart

**SCREENWRITERS** Nicholas Ray, Irving Shulman, Stewart Stern

Dean’s defining role as a tortured high-school student also seemed to define a generation of 1950s teenagers who felt isolated from their parents and sought solace with friends and authority-defying drag racing.

293 **RED RIVER**  
*United Artists, 1948*

**PRINCIPAL CAST** John Wayne, Montgomery Clift

**DIRECTOR** Howard Hawks

**PRODUCER** Howard Hawks

**SCREENWRITERS** Borden Chase, Charles Schnee

Both a sweeping and complex Western, the epic cattle drive tests the wills of Wayne and his “adopted” son, Clift, in his first film.

294 **REDS**  
*Paramount, 1981*

**PRINCIPAL CAST** Warren Beatty, Diane Keaton, Jack Nicholson, Maureen Stapleton

**DIRECTOR** Warren Beatty

**PRODUCER** Warren Beatty

**SCREENWRITERS** Warren Beatty, Trevor Griffiths

Beatty directs, produces, co-writes, and stars in this sweeping epic of John Reed, the American reporter who was on the cutting edge of journalism and politics in the years leading up to the Russian Revolution. His devotion to his work and his love for Louise Bryant is told through “witnesses,” real men and women whose lives intersected the long-forgotten political writer.
295 REQUIEM FOR A DREAM

Artisan, 2000

PRINCIPAL CAST: Ellen Burstyn, Jared Leto, Jennifer Connelly, Marlon Wayans
DIRECTOR: Darren Aronofsky
PRODUCERS: Eric Watson, Palmer West
SCREENWRITERS: Hubert Selby, Jr., Darren Aronofsky

Aronofsky’s alarming and graphic study bears witness to the downward spiral of four parallel lives struggling to survive the pain and terror of drug addiction.

296 RETURN OF THE SECAUCUS 7

Salsipuedes, 1980

PRINCIPAL CAST: Mark Arnott, Gordon Clapp, David Strathairn
DIRECTOR: John Sayles
PRODUCERS: William Aydelott, Jeffrey Nelson
SCREENWRITER: John Sayles

Sayles’ low-budget classic tells the story of seven college buddies who reunite for a weekend and reminisce about the time they were arrested in Secaucus, New Jersey, on their way to a Vietnam war demonstration in Washington, DC. “What’s a little reunion without a little drama?”

297 THE RIGHT STUFF

Warner Bros., 1983

PRINCIPAL CAST: Sam Shepard, Scott Glenn, Ed Harris, Dennis Quaid
DIRECTOR: Philip Kaufman
PRODUCER: Irwin Winkler
SCREENWRITER: Philip Kaufman

Writer-director Kaufman celebrates the birth of America’s Mercury Space program by focusing on the daring test pilots who were first recruited by NASA to become America’s pioneers in space. Bill Conti’s powerful soundtrack heralds in the dawn of the space age.

298 RISKY BUSINESS

Warner Bros., 1983

PRINCIPAL CAST: Tom Cruise, Rebecca De Mornay
DIRECTOR: Paul Brickman
PRODUCERS: Jon Avnet, Steve Tisch
SCREENWRITER: Paul Brickman

Cruise slid into the American consciousness in his underwear as Joel, the high school senior who turns his parents’ house into a bordello while they are away for the weekend.
299 ROAD TO MOROCCO
Paramount, 1942

PRINCIPAL CAST: Bing Crosby, Bob Hope, Dorothy Lamour
DIRECTOR: David Butler
PRODUCER: Paul Jones
SCREENWRITERS: Frank Butler, Don Hartman

The third in the popular Hope, Crosby and Lamour “road” pictures is kicked off by Crosby selling Hope into slavery and both getting tangled up with the alluring Princess Shalmar, played by Lamour. As usual, however, the plot is just a jumping off point for some terrific gags.

300 ROCKY
United Artists, 1976

PRINCIPAL CAST: Sylvester Stallone, Talia Shire, Burt Young, Burgess Meredith, Carl Weathers
DIRECTOR: John G. Avildsen
PRODUCERS: Irwin Winkler, Robert Chartoff
SCREENWRITER: Sylvester Stallone

No one believes a loser like Rocky Balboa can go the distance. When world heavyweight champ Apollo Creed wants to fight an “unknown,” Rocky gets his shot in the ring and at love. “Yo, Adrian!”

301 THE ROCKY HORROR PICTURE SHOW
Twentieth Century-Fox, 1975

PRINCIPAL CAST: Tim Curry, Susan Sarandon, Barry Bostwick
DIRECTOR: Jim Sharman
PRODUCER: Michael White
SCREENWRITERS: Jim Sharman, Richard O’Brien

The gender-bender musical cult favorite is a tale of two innocents stranded in a mysterious castle with the kinky mad scientist Dr. Frank-N-Furter. Midnight screenings in theatres from coast to coast included must-do audience participation.

302 ROMAN HOLIDAY
Paramount, 1953

PRINCIPAL CAST: Gregory Peck, Audrey Hepburn, Eddie Albert
DIRECTOR: William Wyler
PRODUCER: William Wyler
SCREENWRITERS: Ian McLellan Hunter (Dalton Trumbo), John Dighton

In this captivating modern-day fairy tale, Hepburn is a princess under lock and key who runs away and falls in love with Peck, a journalist who happens to be in need of a great story. Hepburn in her first American film became an overnight sensation.
### 303 Rosemary’s Baby

*Paramount, 1968*

**Principal Cast**: Mia Farrow, John Cassavetes, Ruth Gordon  
**Director**: Roman Polanski  
**Producer**: William Castle  
**Screenwriter**: Roman Polanski

Farrow is a young wife who becomes pregnant and slowly learns to her horror that her husband is involved with a group of people who worship the forces of darkness. Pray for Rosemary’s baby.

### 304 Rushmore

*Touchstone, 1998*

**Principal Cast**: Jason Schwartzman, Bill Murray, Olivia Williams, Seymour Cassel  
**Director**: Wes Anderson  
**Producers**: Barry Mendel, Paul Schiff  
**Screenwriters**: Wes Anderson, Owen Wilson

Anderson established himself with this stylish film about a quirky prep school lad and a steel tycoon who are in love with the same first grade teacher at Rushmore. “She’s my Rushmore.” “I know. She was mine too.”
**305 SAFETY LAST**

*Pathé, 1923*

**PRINCIPAL CAST**
Harold Lloyd, Mildred Davis

**DIRECTOR**
Fred C. Newmeyer, Sam Taylor

**PRODUCER**
Hal Roach

**SCREENWRITERS**
Hal Roach, Sam Taylor, Tim Whelan

The simple story of a boy coming to the city to make good and impress his girl becomes comical when showcased with Lloyd’s physical style, particularly the famous scene in which he hangs above the city streets from the hands of a giant clock.

**306 SATURDAY NIGHT FEVER**

*Paramount, 1977*

**PRINCIPAL CAST**
John Travolta, Karen Lynn Gorney

**DIRECTOR**
John Badham

**PRODUCER**
Robert Stigwood

**SCREENWRITERS**
Norman Wexler, Nik Cohn

Brooklyn youth Travolta feels he has no meaning to his life, except when he’s dancing at the disco. The Bee-Gees soundtrack and Travolta’s white suit and stylized moves have become internationally recognized icons of the 1970s.

**307 SAVING PRIVATE RYAN**

*DreamWorks, 1998*

**PRINCIPAL CAST**
Tom Hanks, Tom Sizemore, Matt Damon

**DIRECTOR**
Steven Spielberg

**PRODUCERS**
Steven Spielberg, Ian Bryce, Mark Gordon, Gary Levinsohn

**SCREENWRITER**
Robert Rodat

All of Private James Ryan’s brothers have been killed in the line of duty. A unit of war-weary soldiers is forced to risk their lives to find the young man and bring him home. The film was a realistic and uncompromising account of the war often romanticized by Hollywood.

**308 SCARFACE: THE SHAME OF A NATION**

*United Artists, 1932*

**PRINCIPAL CAST**
Paul Muni, Ann Dvorak, George Raft

**DIRECTOR**
Howard Hawks

**PRODUCER**
Howard Hawks

**SCREENWRITERS**
Ben Hecht, W.R. Burnett, Fred Pasley, John Lee Mahin, Seton I. Miller

Hawks’ sensational and searing crime drama is ripped from the headlines of the 1930s. Muni delivers a powerful depiction of a twisted, Al Capone-like figure with an unnatural attraction to his sister in this brutal story of a gangster who rises to the top, only to die beneath a neon sign proclaiming “The World’s At Your Feet.”
309 THE SCARLET EMPRESS
Paramount, 1934
PRINCIPAL CAST: Marlene Dietrich, John Lodge, Sam Jaffe
DIRECTOR: Josef von Sternberg
PRODUCER: Josef von Sternberg
SCREENWRITERS: Manuel Komroff, Eleanor McGeary

Visually sumptuous and ostentatious, Sternberg’s fictionalized version of Catherine the Great’s life was one of the most daring films to reach the screen in the 1930s. Illicit love affairs, nudity, and political subversion told the story of a shy young German princess’ transformation to Empress of Russia.

310 SCHINDLER’S LIST
Universal, 1993
PRINCIPAL CAST: Liam Neeson, Ralph Fiennes
DIRECTOR: Steven Spielberg
PRODUCERS: Steven Spielberg, Branko Lustig, Gerald R. Molen
SCREENWRITER: Steven Zaillian

The film is based on the true, complex, and often puzzling story of Oskar Schindler, the Czech industrialist who saved hundreds of Jews from the gas chambers during the Holocaust. “This list is an absolute good. The list is life.”

311 THE SEARCHERS
Warner Bros., 1956
PRINCIPAL CAST: John Wayne, Jeffrey Hunter, Vera Miles, Natalie Wood
DIRECTOR: John Ford
PRODUCERS: Merian C. Cooper, Patrick Ford
SCREENWRITER: Frank S. Nugent

Ford’s landmark saga is a quest to find a child abducted by Comanches right after the Civil War. Wayne, an Indian-hating ex-soldier, wages an internal battle while devoting years to searching for his niece, abducted during an Indian raid.

312 SENSE AND SENSIBILITY
Columbia, 1995
PRINCIPAL CAST: Emma Thompson, Kate Winslet, Alan Rickman, Hugh Grant
DIRECTOR: Ang Lee
PRODUCER: Lindsay Doran
SCREENWRITER: Emma Thompson

Thompson adapted Jane Austen’s 18th century novel about the Dashwood sisters, who approach love and life very differently. Elinor is all sense, Marianne all sensibility. They struggle to make proper marriages after the family loses its fortune. In the end, true love triumphs.
313 SERGEANT YORK
Warner Bros., 1941
PRINCIPAL CAST: Gary Cooper, Walter Brennan, Margaret Wycherly
DIRECTOR: Howard Hawks
PRODUCERS: Jesse L. Lasky, Hal B. Wallis
SCREENWRITERS: Abem Finkel, Harry Chandlee, John Huston, Howard Koch

The biographical story follows the experiences of rural Tennessee farmer, Alvin York, who went from pacifist to the hero of a “turkey shoot” on the battlefields of France. Single-handedly he captured over one hundred German soldiers and became the most decorated soldier of World War I.

314 SEX, LIES, AND VIDEOTAPE
Miramax, 1989
PRINCIPAL CAST: James Spader, Andie MacDowell, Peter Gallagher, Laura San Giacomo
DIRECTOR: Steven Soderbergh
PRODUCERS: Robert F. Newmyer, John Hardy
SCREENWRITERS: Steven Soderbergh, Robert W. Soderbergh

Videotaping women’s frank and intimate details about sex and fantasies fills up Spader’s empty and impotent life. A visit with an old friend and his wife opens up a Pandora’s Box of lies. Independent filmmaking got a real boost in the American mainstream with the huge commercial success of Soderbergh’s cost-conscious feature.

315 SHADOW OF A DOUBT
Universal, 1943
PRINCIPAL CAST: Joseph Cotten, Teresa Wright, Macdonald Carey, Hume Cronyn
DIRECTOR: Alfred Hitchcock
PRODUCER: Jack H. Skirball
SCREENWRITERS: Thornton Wilder, Alma Reville, Sally Benson, Gordon McDonell

Strauss’ Merry Widow Waltz takes on sinister connotations in this story of a man who comes to stay with his sister’s family while he is on the run from a series of murders of wealthy older women.

316 SHAKESPEARE IN LOVE
Miramax, 1998
PRINCIPAL CAST: Joseph Fiennes, Gwyneth Paltrow, Judi Dench, Geoffrey Rush
DIRECTOR: John Madden
PRODUCERS: David Parfitt, Donna Gigliotti, Harvey Weinstein, Edward Zwick, Marc Norman
SCREENWRITERS: Marc Norman, Tom Stoppard

Of all people, William Shakespeare is cursed with writer’s block, and his muse, Lady Viola, keeps vanishing into thin air. Viola is dying to be part of a company of players, so she transforms herself to a he, and gets a part in Will’s half-hearted attempt at greatness, Romeo and Ethel, The Sea Pirate’s Daughter. When he discovers he is a she, this gender-bender comedy-drama ends as all great love stories must—with love denied. “You will never age for me, nor fade, nor die.”
317 SHANE
Paramount, 1953
PRINCIPAL CAST: Alan Ladd, Jean Arthur, Van Heflin, Brandon De Wilde, Jack Palance
DIRECTOR: George Stevens
PRODUCERS: Ivan Moffat, George Stevens
SCREENWRITERS: A.B. Guthrie, Jr., Jack Sher

Told through the eyes of a young boy, Shane is a former gunslinger who appears out of nowhere and helps a group of settlers defend themselves against the cattlemen who want their land.

318 THE SHAWSHANK REDEMPTION
Columbia, 1994
PRINCIPAL CAST: Tim Robbins, Morgan Freeman
DIRECTOR: Frank Darabont
PRODUCER: Niki Marvin
SCREENWRITER: Frank Darabont

Banker Robbins is wrongly convicted of murder and sentenced to life in a harsh Maine prison, which drips with corruption. His intelligence helps him gain the respect of his fellow inmates, including Freeman’s entrepreneurial “Red,” while secretly devising a plan to escape.

319 SHE DONE HIM WRONG
Paramount, 1933
PRINCIPAL CAST: Mae West, Cary Grant
DIRECTOR: Lowell Sherman
PRODUCER: William Le Baron
SCREENWRITERS: Mae West, John Bright, Harvey F. Thew

Grant’s Salvation Army captain proves no match for the spicy humor and playful sexiness of West’s Lady Lou when she asks him, “Why don’t you come up sometime and see me?”

320 SHERLOCK, JR.
Metro, 1924
PRINCIPAL CAST: Buster Keaton, Kathryn McGuire
DIRECTOR: Buster Keaton
PRODUCER: Joseph M. Schenck
SCREENWRITERS: Clyde Bruckman, Jean Havez, Joseph Mitchell

This surreal fantasy finds Keaton as a projectionist who steps into the film he’s screening, assumes the role of master sleuth, solves the crime and saves the girl…all this before waking in the projection booth to find his real girlfriend waiting for him.
<table>
<thead>
<tr>
<th></th>
<th>321 THE SHINING</th>
<th></th>
<th>322 SHREK</th>
<th></th>
<th>323 SIDEWAYS</th>
<th></th>
<th>324 THE SILENCE OF THE LAMBS</th>
</tr>
</thead>
<tbody>
<tr>
<td>PRINCIPAL CAST</td>
<td>Jack Nicholson, Shelley Duvall, Danny Lloyd</td>
<td></td>
<td>Mike Myers, Eddie Murphy, Cameron Diaz, John Lithgow (voices)</td>
<td></td>
<td>Paul Giamatti, Thomas Haden Church, Virginia Madsen, Sandra Oh</td>
<td></td>
<td>Jodie Foster, Anthony Hopkins</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td>Stanley Kubrick</td>
<td></td>
<td>Andrew Adamson, Vicky Jenson</td>
<td></td>
<td>Alexander Payne</td>
<td></td>
<td>Jonathan Demme</td>
</tr>
<tr>
<td>PRODUCERS</td>
<td>Robert Fryer, Stanley Kubrick</td>
<td></td>
<td>Jeffrey Katzenberg, Aron Warner, John H. Williams</td>
<td></td>
<td></td>
<td></td>
<td>Edward Saxton, Kenneth Utt, Ronald M. Bozman</td>
</tr>
<tr>
<td>SCREENWRITERS</td>
<td>Diane Johnson, Stanley Kubrick</td>
<td></td>
<td>Ted Elliott, Terry Rossio, Joe Stillman, Roger S. H. Schulman</td>
<td></td>
<td>Alexander Payne, Jim Taylor</td>
<td></td>
<td>Ted Tally</td>
</tr>
</tbody>
</table>

A family of three are the snowbound caretakers of an enormous resort in Kubrick’s terrifyingly intense gothic horror thriller. Cabin-fever and telepathy collide, as frustrated writer Nicholson goes completely insane. “Here’s Johnny!”

In this hilarious animated musical, Shrek is a green slimy ogre and the hero of his own story, but there’s a princess, who doesn’t look like any conventional heroine in the storybooks. They create a revisionist fairy tale, by righting the wrongs of dastardly Lord Farquaad!

Two middle-aged guys who don’t believe they’ve accomplished much head to Central California’s wine country and discover a lot more about themselves and love than they ever imagined. Like a fine wine, they continuously evolve, because they’re alive.

“I ate his liver with some fava beans and a nice chianti,” hisses Hopkins’ Hannibal Lecter, a brilliant serial killer engaged by Foster’s FBI agent in an effort to capture another killer on the loose.
**325 SINGIN’ IN THE RAIN**
*MGM, 1952*

**PRINCIPAL CAST**
Gene Kelly, Debbie Reynolds, Donald O’Connor, Jean Hagen

**DIRECTOR**
Gene Kelly, Stanley Donen

**PRODUCER**
Arthur Freed

**SCREENWRITERS**
Adolph Green, Betty Comden

This musical set in Hollywood during the conversion from silent to sound films has Kelly singing, dancing and splashing in puddles. Reynolds and O’Connor lend support in some of the most delightful song and dance numbers ever filmed.

**326 THE SIXTH SENSE**
*Hollywood, 1999*

**PRINCIPAL CAST**
Bruce Willis, Haley Joel Osment, Toni Collette

**DIRECTOR**
M. Night Shyamalan

**PRODUCERS**
Kathleen Kennedy, Frank Marshall, Barry Mendel

**SCREENWRITER**
M. Night Shyamalan

“I see dead people.” That’s what young Cole Sears claims. At first, psychologist Malcolm Crowe thinks the boy is seeing things. Little by little he begins to understand.

**327 SLEEPER**
*United Artists, 1973*

**PRINCIPAL CAST**
Woody Allen, Diane Keaton

**DIRECTOR**
Woody Allen

**PRODUCER**
Jack Grossberg

**SCREENWRITERS**
Woody Allen, Marshall Brickman

Allen takes a comical swipe at science fiction, when his geeky Miles Monroe wakes up 200 years in the future. An homage to Chaplin, Keaton and Lloyd, Allen’s characters can’t quite figure out how to deal with technology and love. “Sex and death. Two things that come once in a lifetime. But at least after death, you’re not nauseous.”

**328 SLEEPLESS IN SEATTLE**
*TriStar, 1993*

**PRINCIPAL CAST**
Tom Hanks, Meg Ryan, Bill Pullman, Ross Malinger

**DIRECTOR**
Nora Ephron

**PRODUCER**
Gary Foster

**SCREENWRITERS**
Nora Ephron, David S. Ward, Jeff Arch

Ryan unexpectedly falls for widower Hanks when she hears him on talk radio. Hanks’ young son does everything he can to unite them at the top of the Empire State Building in this unabashed valentine to AN AFFAIR TO REMEMBER.
329 Snow White and the Seven Dwarfs
Disney, 1937

Principal Cast: Adriana Caselotti, Lucille La Verne, Moroni Olsen, Harry Stockwell, Billy Gilbert (voices)

Director: David Hand
Producer: Walt Disney

Disney’s first full-length animated feature still resonates with audiences young and old as the beautiful young princess is saved from the wicked queen by the dwarfs who whistle while they work.

330 Some Like It Hot
United Artists, 1959

Principal Cast: Marilyn Monroe, Tony Curtis, Jack Lemmon

Director: Billy Wilder
Producer: Billy Wilder
Screenwriters: Billy Wilder, I.A.L. Diamond

A couple of guys on the run from the mob dress in drag and join an all-girl band. But when they meet Monroe’s Sugar ‘Kane’ Kowalczyk, (“Look how she moves! It’s like Jell-O on springs!”), they’re a couple of goners. “Well, nobody’s perfect.”

331 Sons of the Desert
MGM, 1933

Principal Cast: Stan Laurel, Oliver Hardy

Director: William A. Seiter
Producer: Hal Roach
Screenwriters: Frank Craven, Byron Morgan

Stan and Ollie want to attend the annual Sons of the Desert convention in Chicago, so they lie to their wives and tell them they are going on a health cruise to Hawaii. The wives worry when that ship sinks, but then they see a newsreel of their husbands’ hi-jinks in Chicago. “Well, here’s another nice mess you’ve gotten me into!”

332 Sophie’s Choice
Universal, 1982

Principal Cast: Meryl Streep, Kevin Kline, Peter MacNicol

Director: Alan J. Pakula
Producers: Keith Barish, Alan J. Pakula
Screenwriter: Alan J. Pakula

Streep is a Polish immigrant living in Brooklyn with her flamboyant lover, played by Kline, and their Southern writer friend, Stingo. The more Sophie reflects on her painful life, the more she is haunted by her years in a concentration camp and the unthinkable decision she was forced to make.
333 THE SOUND OF MUSIC
Twentieth Century-Fox, 1965
PRINCIPAL CAST: Julie Andrews, Christopher Plummer, Peggy Wood
DIRECTOR: Robert Wise
PRODUCER: Robert Wise
SCREENWRITER: Ernest Lehman

Andrews is Maria, a nun who becomes governess to the Von Trapp family in this film adaptation of the Rodgers and Hammerstein Broadway musical. Maria falls in love with the children and their handsome widowed father just as Austria is being annexed by the Nazis. The film’s songs include the title song, *Do-Re-Mi* and *Climb Every Mountain.*

334 SOUNDER
Twentieth Century-Fox, 1972
PRINCIPAL CAST: Cicely Tyson, Paul Winfield
DIRECTOR: Martin Ritt
PRODUCER: Robert B. Radnitz
SCREENWRITER: Lonne Elder III

The setting is 1930s Louisiana, and Tyson is the matriarch of a sharecropper family who must do without her husband when he is arrested for stealing food. The struggle to survive and the dream of an education for their son are at the core of this film about the power of family.

335 SPARTACUS
Universal, 1960
PRINCIPAL CAST: Kirk Douglas, Laurence Olivier, Peter Ustinov
DIRECTOR: Stanley Kubrick
PRODUCER: Edward Lewis
SCREENWRITER: Dalton Trumbo

Kubrick’s historic epic stars Douglas in the title role of the slave who leads a rebellion for freedom against the rulers of the Roman Empire. “I am Spartacus!”

336 SPIDER-MAN 2
Columbia, 2004
PRINCIPAL CAST: Tobey Maguire, Kirsten Dunst, James Franco, Alfred Molina
DIRECTOR: Sam Raimi
PRODUCERS: Avi Arad, Laura Ziskin
SCREENWRITER: Alvin Sargent

Being a superhero is anything but easy! It’s a taking a toll on Peter Parker’s civilian life. Time to hang up the suit until Doctor Octopus, the menacing villain with four mechanical tentacles, makes the young hero accept his calling.
**337 SPLendor in the GrASS**  
*Warner Bros., 1961*

**PRINCIPAL CAST**  
Warren Beatty, Natalie Wood

**DIRECTOR**  
Elia Kazan

**PRODUCER**  
Elia Kazan

**SCREENWRITER**  
William Inge

Wood and Beatty, in his screen debut, play sweethearts in 1920s rural Kansas. Sexual repression, class distinctions, and parental expectations crash along with the stock market. Wood suffers a mental breakdown as Beatty finds a simple future with another woman.

---

**338 STAGECOACH**  
*United Artists, 1939*

**PRINCIPAL CAST**  
John Wayne, Claire Trevor, Thomas Mitchell

**DIRECTOR**  
John Ford

**PRODUCER**  
Walter Wanger

**SCREENWRITER**  
Dudley Nichols

Ford’s first film shot in his beloved Monument Valley, the film single-handedly reinvented the Western genre. The movie also made a star out of Wayne, a vengeance-seeking fugitive transformed when he boards the stagecoach.

---

**339 STALAG 17**  
*Paramount, 1953*

**PRINCIPAL CAST**  
William Holden, Don Taylor, Otto Preminger, Robert Strauss

**DIRECTOR**  
Billy Wilder

**PRODUCER**  
Billy Wilder

**SCREENWRITERS**  
Billy Wilder, Edwin Blum

Life in a German POW camp provides the backdrop for Wilder’s dark, but often hilarious take on World War II. Holden gives an outstanding performance as the cynical outsider falsely accused of being a Nazi plant.

---

**340 STAND BY ME**  
*Columbia, 1986*

**PRINCIPAL CAST**  
Wil Wheaton, River Phoenix, Corey Feldman, Jerry O’Connell, Kiefer Sutherland

**DIRECTOR**  
Rob Reiner

**PRODUCERS**  
Bruce A. Evans, Raynold Gideon, Andrew Scheinman

**SCREENWRITERS**  
Raynold Gideon, Bruce A. Evans

“Mickey is a mouse, Donald is a duck, Pluto is a dog. What’s Goofy...?” Four young teens take off in search of a dead body, and discover much more about themselves in a memory piece about coming of age and loss. The campfire scene is a touching confessional between Wheaton and Phoenix that digs deep into an adolescent boy’s insecurities and deepest fears.
341 A STAR IS BORN

Warner Bros., 1954

PRINCIPAL CAST: Judy Garland, James Mason
DIRECTOR: George Cukor
PRODUCER: Sidney Luft
SCREENWRITERS: Moss Hart, William A. Wellman, Robert Carson

Garland’s comeback performance highlighted this remake of the 1937 film in which a young film star’s rise to fame coincides with the decline of her once famous, alcoholic husband.

342 STAR WARS

Twentieth Century-Fox, 1977

PRINCIPAL CAST: Mark Hamill, Harrison Ford, Carrie Fisher, Alec Guinness
DIRECTOR: George Lucas
PRODUCER: Gary Kurtz
SCREENWRITER: George Lucas

A landmark science fiction fantasy about a young man, Luke Skywalker, who finds his calling as a Jedi warrior and with the help of “droids” and an outlaw named Han Solo embarks on a mission to rescue a princess and save the galaxy from the Dark Side. “May the force be with you.”

343 THE STING

Universal, 1973

PRINCIPAL CAST: Paul Newman, Robert Redford
DIRECTOR: George Roy Hill
PRODUCERS: Tony Bill, Julia Phillips, Michael Phillips
SCREENWRITER: David S. Ward

Newman and Redford reunited with director Hill and produced this comedic caper about two con men out to put the “the sting” on a hood who had one of their friends bumped off. Scott Joplin’s rags—adapted by Marvin Hamlisch—underscore the action with a rollicking flair.

344 STORMY WEATHER

Twentieth Century-Fox, 1943

PRINCIPAL CAST: Lena Horne, Bill Robinson, Cab Calloway, Nicholas Brothers, Fats Waller
DIRECTOR: Andrew Stone
PRODUCER: William LeBaron
SCREENWRITERS: Frederick Jackson, Ted Koehler

This film is a who’s who of African-American singers and dancers led by Robinson as a dancer just back from World War I and his memories of the theatre, and Horne, the elusive woman in his life. Horne’s rendition of Stormy Weather became her signature song.
345 STRANGER THAN PARADISE
Samuel Goldwyn, 1984
PRINCIPAL CAST: John Lurie, Eszter Balint, Richard Edson
DIRECTOR: Jim Jarmusch
PRODUCER: Sara Driver
SCREENWRITER: Jim Jarmusch

A road trip from New York to Cleveland to Miami, where three strangers hang out and actually find a little piece of heaven in the most unexpected locales. “Does Cleveland look a little like, uh, Budapest?”

346 STRANGERS ON A TRAIN
Warner Bros., 1951
PRINCIPAL CAST: Farley Granger, Robert Walker, Ruth Roman
DIRECTOR: Alfred Hitchcock
PRODUCER: Alfred Hitchcock
SCREENWRITERS: Raymond Chandler, Czenzi Ormonde, Whitfield Cook

Two strangers on a train, each with a motive to commit murder, swap stories about the possibilities, but the psychotic one goes over the edge. Some of Hitchcock’s most iconic images still haunt movie audiences: a murder reflected in some eyeglasses and an out-of-control carnival ride in the film’s harrowing finale.

347 A STREETCAR NAMED DESIRE
Warner Bros., 1951
PRINCIPAL CAST: Vivien Leigh, Marlon Brando, Kim Hunter, Karl Malden
DIRECTOR: Elia Kazan
PRODUCER: Charles K. Feldman
SCREENWRITERS: Tennessee Williams, Oscar Saul

Recreating the role that made him a star on Broadway, Brando is Stanley Kowalski, the blue-collared brute married to the sister of a neurotic, fragile, aging Southern belle named Blanche, who has always depended on the kindness of strangers.

348 SULLIVAN’S TRAVELS
Paramount, 1941
PRINCIPAL CAST: Joel McCrea, Veronica Lake
DIRECTOR: Preston Sturges
PRODUCERS: B.G. DeSylva, Paul Jones
SCREENWRITER: Preston Sturges

Hugely successful film director John L. Sullivan wants to make a picture that means something, “A true canvas of human suffering.” What he learns on his journey, as he becomes the architect of his own story is: “There’s a lot to be said for making people laugh. Did you know that that’s all some people have? It isn’t much, but it’s better than nothing in this cockeyed caravan.”
**349  SUNRISE**  
*Twentieth Century-Fox, 1927*

**PRINCIPAL CAST**  
George O’Brien, Janet Gaynor

**DIRECTOR**  
F.W. Murnau

**SCREENWRITER**  
Carl Mayer

Murnau’s shattering film of redemption and forgiveness is told in a simple story of a married farmer, lured to the big city by a “wicked woman.” A cavalcade of urban images and horrific storms almost destroy the farmer when he thinks his wife is lost at sea in this expressionistic masterpiece.

**350  SUNSET BLVD.**  
*Paramount, 1950*

**PRINCIPAL CAST**  
Gloria Swanson, William Holden, Erich von Stroheim

**DIRECTOR**  
Billy Wilder

**PRODUCER**  
Charles Brackett

**SCREENWRITERS**  
Charles Brackett, Billy Wilder, D. M. Marshman, Jr.

Struggling writer Holden hides out from car repossessors in the ancient mansion of aging silent star Swanson (“I am big. It’s the pictures that got small.”). He sees a lucrative break for himself when she wants to make a return to the screen, but he is unaware of the price he will have to pay.

**351  THE SWEET SMELL OF SUCCESS**  
*United Artists, 1957*

**PRINCIPAL CAST**  
Burt Lancaster, Tony Curtis, Susan Harrison, Barbara Nichols

**DIRECTOR**  
Alexander Mackendrick

**PRODUCER**  
James Hill

**SCREENWRITERS**  
Clifford Odets, Ernest Lehman

James Wong Howe’s masterful black-and-white cinematography casts a low light on the cynical and seamy side of New York’s press agents and the deals they make with the devil, just to get a bit in J.J. Hunsecker’s column. Lehman and Odets’ barbs still pack a punch: “I’d hate to take a bite outta you. You’re a cookie full of arsenic.”

**352  SWING TIME**  
*RKO, 1936*

**PRINCIPAL CAST**  
Fred Astaire, Ginger Rogers

**DIRECTOR**  
George Stevens

**PRODUCER**  
Pandro S. Berman

**SCREENWRITERS**  
Howard Lindsay, Allan Scott, Erwin Gelsey

Prospective groom Astaire misses his wedding and must prove that he is marriage material. He heads to NYC, where he dances his heart out with Rogers to the songs of Jerome Kern and Dorothy Fields. Every song advances the plot and the courtship of two hoofers looking for *A Fine Romance*. 

---

American Film Institute 113
353 **TAXI DRIVER**  
*Columbia, 1976*

**PRINCIPAL CAST**: Robert De Niro, Cybill Shepherd, Jodie Foster  
**DIRECTOR**: Martin Scorsese  
**PRODUCERS**: Julia Phillips, Michael Phillips  
**SCREENWRITER**: Paul Schrader  

De Niro is Travis Bickle, a New York City cab driver whose rage builds in a lonely, dark world, until his attempt to befriend and free Foster’s 12-year-old prostitute from her pimp culminates in a violent shootout. “You talkin’ to me?”

354 **THE TEN COMMANDMENTS**  
*Paramount, 1956*

**PRINCIPAL CAST**: Charlton Heston, Yul Brynner, Anne Baxter  
**DIRECTOR**: Cecil B. DeMille  
**PRODUCER**: Cecil B. DeMille  
**SCREENWRITERS**: Aeneas MacKenzie, Jesse Lasky, Jr., Jack Gariss, Fredric M. Frank  

DeMille remade his own silent film epic into a sweeping blockbuster that tells the story of Moses’ transformation as a prince of Egypt to the savior of the Hebrews locked in bondage. The parting of the Red Sea is still one of film history’s iconic images.

355 **TERMINATOR 2: JUDGMENT DAY**  
*TriStar, 1991*

**PRINCIPAL CAST**: Arnold Schwarzenegger, Robert Patrick, Linda Hamilton, Edward Furlong  
**DIRECTOR**: James Cameron  
**PRODUCER**: James Cameron  
**SCREENWRITERS**: James Cameron, William Wisher, Jr.  

Dazzling visual effects pushed the boundaries of filmmaking and gave incredible life to the T-1000, a Terminator sent from the future to destroy a young man who will one day save humanity. Schwarzenegger, playing an older T-800 model, is “back” to defend him. “Hasta la vista, baby.”

356 **TERMS OF ENDEARMENT**  
*Paramount, 1983*

**PRINCIPAL CAST**: Shirley MacLaine, Debra Winger, Jack Nicholson  
**DIRECTOR**: James L. Brooks  
**PRODUCER**: James L. Brooks  
**SCREENWRITER**: James L. Brooks  

Over a period of thirty years, MacLaine and Winger’s challenging mother-daughter relationship is sorely tested by MacLaine’s smothering advice regarding marriage, children and every possible life choice. Ultimately, they find their closest bond when Winger contracts a terminal illness.
357  THELMA & LOUISE

*MGM, 1991*

**PRINCIPAL CAST**
Geena Davis, Susan Sarandon

**DIRECTOR**
Ridley Scott

**PRODUCERS**
Ridley Scott, Mimi Polk

**SCREENWRITER**
Callie Khouri

What should be a weekend away from it all, turns into a tragic female-buddy road movie that broke all the conventional rules. Davis and Sarandon become fugitives from justice after great injustices have been hurled on them.

358  THERE’S SOMETHING ABOUT MARY

*Twentieth Century-Fox, 1999*

**PRINCIPAL CAST**
Ben Stiller, Cameron Diaz, Matt Dillon

**DIRECTOR**
Peter Farrelly, Bobby Farrelly

**PRODUCERS**
Frank Beddor, Michael Steinberg, Charles B. Wessler, Bradley Thomas

**SCREENWRITERS**
Ed Decter, John J. Strauss, Peter Farrelly, Bobby Farrelly

Ted is still pining for Mary, the girl he almost took to the prom if not for an unfortunate accident with a zipper. But he’ll have to contend with con-artists, lap dogs and even Brett Favre if he wants to get the girl. “Is that... is that hair gel?”

359  THE THIEF OF BAGDAD

*United Artists, 1924*

**PRINCIPAL CAST**
Douglas Fairbanks, Anna May Wong, Noble Johnson

**DIRECTOR**
Raoul Walsh

**PRODUCER**
Douglas Fairbanks

**SCREENWRITERS**
Elton Thomas (Douglas Fairbanks), Achmed Abdullah, Lotta Woods

Ultimate swashbuckler Fairbanks is a thief who falls in love with the caliph’s daughter and takes off on a magical carpet ride to find the treasure of the seven moons.

360  THE THIN MAN

*MGM, 1934*

**PRINCIPAL CAST**
William Powell, Myrna Loy

**DIRECTOR**
W.S. Van Dyke

**PRODUCER**
Hunt Stromberg

**SCREENWRITERS**
Frances Goodrich, Albert Hackett

The first film to feature stylish detective Nick Charles, wife Nora and beloved terrier Asta launched the popular “Thin Man” series and ushered in a new era of sophisticated comedies. Contrary to popular belief the thin man is one of the film’s many characters, not Nicky, as Nora affectionately called him.
361 THE THING FROM ANOTHER WORLD
RKO, 1951
PRINCIPAL CAST  Kenneth Tobey, James Arness, Margaret Sheridan, Douglas Spencer
DIRECTOR  Christian Nyby
PRODUCER  Howard Hawks
SCREENWRITER  Charles Lederer

In Hawks’ sole venture into the sci-fi horror world, a group of scientists, isolated up at the Arctic Circle, uncover a buried flying saucer in the snow, as well as a giant alien. Once he accidentally thaws out, the blood-sucking creature goes on a rampage. “Watch the skies, everywhere! Keep looking, keep watching the skies!”

362 THE THIRD MAN
Selznick, 1949
PRINCIPAL CAST  Orson Welles, Joseph Cotten, Alida Valli
DIRECTOR  Carol Reed
PRODUCERS  Alexander Korda, Carol Reed, David O. Selznick
SCREENWRITER  Graham Greene

The rotting streets of postwar Vienna are a metaphor for the paranoia in this bleak film noir of a supposed dead man and the old friend who wants to get to the bottom of the mystery. Mercury Theatre collaborators Welles and Cotten play a chilling game of cat and mouse.

363 THIS IS SPINAL TAP
Embassy, 1984
PRINCIPAL CAST  Rob Reiner, Michael McKean, Christopher Guest, Harry Shearer
DIRECTOR  Rob Reiner
PRODUCER  Karen Murphy
SCREENWRITERS  Christopher Guest, Michael McKean, Harry Shearer, Rob Reiner

Reiner’s directorial debut ushered in a new kind of comedy, the mockumentary! Improvisation, parody and conventional filmmaking collide with a behind-the-scenes look at a second-rate heavy metal band trying to make a comeback. “These go to eleven.”

364 THREE KINGS
Warner Bros., 1999
PRINCIPAL CAST  George Clooney, Mark Wahlberg, Ice Cube
DIRECTOR  David O. Russell
PRODUCERS  Paul Junger Witt, Edward McDonnell, Charles Roven
SCREENWRITER  David O. Russell

In the immediate aftermath of the Gulf War, three adventurous soldiers discover an Iraqi map that could lead them to a cache of gold. But somewhere along the way, the three kings come up against a crisis of conscience when a rag-tag group of civilians, abandoned by US forces, face certain death from the Iraqi army.
365 TITANIC
Paramount, 1997

PRINCIPAL CAST    Leonardo DiCaprio, Kate Winslet, Kathy Bates, Billy Zane
DIRECTOR          James Cameron
PRODUCERS         James Cameron, Jon Landau
SCREENWRITER      James Cameron

Cameron’s fictionalized account of the “ship of dreams” was both a grand love story and a monumental visual effects undertaking. “I’m king of the world!”

366 TO BE OR NOT TO BE
United Artists, 1942

PRINCIPAL CAST    Carole Lombard, Jack Benny, Robert Stack
DIRECTOR          Ernst Lubitsch
PRODUCER          Ernst Lubitsch
SCREENWRITERS     Edwin Justus Mayer, Melchior Lengyel

Benny plays the role of a hammy actor who is the head of a Polish acting troupe that hoodwinks the Nazis in this black comedy. This was Lombard’s last film.

367 TO HAVE AND HAVE NOT
Warner Bros., 1944

PRINCIPAL CAST    Humphrey Bogart, Lauren Bacall, Walter Brennan
DIRECTOR          Howard Hawks
PRODUCER          Howard Hawks
SCREENWRITERS     Jules Furthman, William Faulkner

In their first film together, Bacall instructs Bogart on how to whistle in this Ernest Hemingway-based story of intrigue on the island of Martinique during World War II.

368 TO KILL A MOCKINGBIRD
Universal, 1962

PRINCIPAL CAST    Gregory Peck, Mary Badham, Brock Peters
DIRECTOR          Robert Mulligan
PRODUCER          Alan J. Parker
SCREENWRITER      Horton Foote

Foote adapted Harper Lee’s award-winning novel into one of Peck’s most memorable movies. Seen through the eyes of his young daughter, Atticus Finch defends an innocent black man accused of rape in a racially divided Alabama town during the Depression.
### 369 Tootsie
*Columbia, 1982*

**Principal Cast**: Dustin Hoffman, Jessica Lange, Teri Garr  
**Director**: Sydney Pollack  
**Producers**: Sydney Pollack, Dick Richards  
**Screenwriters**: Larry Gelbart, Don McGuire, Murray Schisgal

Hoffman stars in this comedy about a temperamental out-of-work actor who puts on a dress and lands the role of a lifetime in a TV soap opera. Love interest Lange and her lonely father make situations even more complicated in this gender-bending love story.

### 370 Top Hat
*RKO, 1935*

**Principal Cast**: Fred Astaire, Ginger Rogers  
**Director**: Mark Sandrich  
**Producer**: Pandro S. Berman  
**Screenwriters**: Dwight Taylor, Allan Scott

This was the first original screenplay specifically written for Rogers and Astaire, who “meet cute” in a London hotel and dance along the canals of Venice. The film contains some of Irving Berlin’s most memorable hits, *Cheek to Cheek* and *Isn’t This a Lovely Day to Be Caught in the Rain?*

### 371 Touch of Evil
*Universal, 1958*

**Principal Cast**: Charlton Heston, Janet Leigh, Orson Welles  
**Director**: Orson Welles  
**Producer**: Albert Zugsmith  
**Screenwriter**: Orson Welles

Heston is a Mexican narcotics agent and Welles is the corrupt American police official who are at odds when a murder takes place in a border town. More than a “touch” of evil is uncovered in this tightly directed and brilliantly scripted film.

### 372 Toy Story
*Disney, 1995*

**Principal Cast**: Tom Hanks, Tim Allen, Don Rickles, Annie Potts (voices)  
**Director**: John Lasseter  
**Producers**: Ralph J. Guggenheim, Bonnie Arnold  
**Screenwriters**: Joss Whedon, Andrew Stanton, Joel Cohen, Alec Sokolow

Groundbreaking computer animation creates the world of Woody, a toy cowboy who suddenly finds himself as the second-favorite toy. Replaced by the newer and very high tech, but doltish, Buzz Lightyear, Woody gets accused of killing Buzz by tossing him out the window. It’s a race to get him back. “To infinity and beyond!”
TRAFFIC
USA Films, 2000

Principal Cast: Benicio Del Toro, Michael Douglas, Catherine Zeta-Jones, Don Cheadle, Miguel Ferrer, Topher Grace
Director: Steven Soderbergh
Producers: Laura Bickford, Marshall Herskovitz, Edward Zwick
Screenwriter: Stephen Gaghan

In this unusual three-layered story with a large ensemble cast, Soderbergh turns his cameras on the North American drug trade. From the growers to the sellers to the users to law enforcement, each link in the chain is put under the microscope. Gaghan adapted the movie from the award-winning British miniseries, TRAFFIK.

THE TREASURE OF THE SIERRA MADRE
Warner Bros., 1948

Principal Cast: Humphrey Bogart, Walter Huston, Tim Holt
Director: John Huston
Producer: Henry Blanke
Screenwriter: John Huston

Huston’s classic tale of greed is both an adventure and Western. Three mismatched prospectors rummage the hills of Tampico, Mexico, for that elusive pot of gold. Once they strike it rich, suspicion takes over and destroys their lives. The writer/director gave his father one of his best parts on film.

TROUBLE IN PARADISE
Paramount, 1932

Principal Cast: Miriam Hopkins, Kay Francis, Herbert Marshall
Director: Ernst Lubitsch
Producer: Ernst Lubitsch
Screenwriters: Samson Raphaelson, Grover Jones

This sophisticated comedy exemplifies the famous “Lubitsch Touch” as two jewel thieves’ relationship is threatened when one is tempted by a beautiful wealthy woman.

12 ANGRY MEN
United Artists, 1957

Principal Cast: Henry Fonda, Lee J. Cobb, Ed Begley
Director: Sidney Lumet
Producers: Henry Fonda, Reginald Rose
Screenwriter: Reginald Rose

In a jury room, Fonda methodically faces class and racial prejudices, and convinces eleven other jurors to change their verdict from guilty to not guilty, thus enabling an innocent young man to go free.
377 TWELVE O’CLOCK HIGH
Twentieth Century-Fox, 1949
PRINCIPAL CAST Gregory Peck, Dean Jagger
DIRECTOR Henry King
PRODUCER Darryl F. Zanuck
SCREENWRITERS Sy Bartlett, Beirne Lay, Jr.

This was one of a new breed of post-World War II films displaying a different perspective. Peck is the tough, stoic Savage, commander of a US air base in Britain, who must keep his pilots inspired by enforcing strict military discipline.

378 2001: A SPACE ODYSSEY
MGM, 1968
PRINCIPAL CAST Keir Dullea, Gary Lockwood
DIRECTOR Stanley Kubrick
PRODUCER Stanley Kubrick
SCREENWRITERS Stanley Kubrick, Arthur C. Clarke

Kubrick’s science fiction epic puts mankind in context between ape and space voyager. The film created a stir for its special effects, the computer HAL, and the debate about the meaning of the film’s final sequence.
379 UNFORGIVEN
Warner Bros., 1992
PRINCIPAL CAST: Clint Eastwood, Gene Hackman, Morgan Freeman
DIRECTOR: Clint Eastwood
PRODUCER: Clint Eastwood
SCREENWRITER: David Webb Peoples

Eastwood directs and stars as a formerly notorious gunslinger forced to return to his murderous ways after his wife dies and his family needs money. The film was noted for challenging the morality of Western stereotypes created by American film.

380 THE USUAL SUSPECTS
PolyGram, 1995
PRINCIPAL CAST: Stephen Baldwin, Gabriel Byrne, Chazz Palminteri, Kevin Pollak, Benicio Del Toro, Kevin Spacey
DIRECTOR: Bryan Singer
PRODUCERS: Michael McDonnell, Bryan Singer
SCREENWRITER: Christopher McQuarrie

A non-linear, complicated, neo-noir is told through flashback by Verbal Kint, the only survivor of a waterfront explosion that produced 27 bodies and a mystery surrounding millions of dollars of cocaine. But who was the mastermind, and what truths and half-truths are Verbal shelling out to the cops? “You think you can catch Keyser Soze?”

381 VERTIGO
Paramount, 1958
PRINCIPAL CAST: James Stewart, Kim Novak
DIRECTOR: Alfred Hitchcock
PRODUCER: Alfred Hitchcock
SCREENWRITERS: Alec Coppel, Samuel A. Taylor

Stewart’s fear of heights, Novak’s woman of mystery, Bernard Herrmann’s haunting score, and the city of San Francisco provide Hitchcock with a great love story and sexual obsession on a grand psychological level.
382 THE WAY WE WERE
Columbia, 1973

PRINCIPAL CAST: Barbra Streisand, Robert Redford, Bradford Dillman
DIRECTOR: Sydney Pollack
PRODUCER: Ray Stark
SCREENWRITER: Arthur Laurents

Streisand portrays a passionately political activist, at odds with Redford’s WASPish writer, in a love story that spans many decades. But their cross-class marriage is not strong enough to withstand the McCarthy inquests that are heading their way.

383 WEST SIDE STORY
United Artists, 1961

PRINCIPAL CAST: Natalie Wood, Richard Beymer, Rita Moreno, George Chakiris
DIRECTORS: Jerome Robbins, Robert Wise
PRODUCER: Robert Wise
SCREENWRITER: Ernest Lehman

The Romeo and Juliet tale gets resurfaced on the streets of New York with music by Leonard Bernstein and lyrics by Stephen Sondheim, based on their breakthrough Broadway hit. The Sharks and the Jets mix it up for some of the most memorable dance sequences in film history.

384 WHATEVER HAPPENED TO BABY JANE?
Warner Bros., 1962

PRINCIPAL CAST: Bette Davis, Joan Crawford, Victor Buono
DIRECTOR: Robert Aldrich
PRODUCER: Robert Aldrich
SCREENWRITER: Lukas Heller

Crawford plays wheelchair-bound former star Blanche Hudson, who is now at the mercy of her demented sister, aging vaudevillean Baby Jane, played by Davis. While Jane is focused on a comeback that will never happen, Blanche wonders where her next meal is going to come from.

385 WHEN HARRY MET SALLY...
Columbia, 1989

PRINCIPAL CAST: Billy Crystal, Meg Ryan, Carrie Fisher, Bruno Kirby
DIRECTOR: Rob Reiner
PRODUCERS: Rob Reiner, Andrew Scheinman
SCREENWRITER: Nora Ephron

Ephron and Reiner ask the eternal question, “Can two friends sleep together and still love each other in the morning?” Over a dozen years, Harry and Sally come to grips with the answer in this episodic journey of love and romance seen through the eyes of couples of all ages.
386 WHITE HEAT
Warner Bros., 1949

PRINCIPAL CAST: James Cagney, Virginia Mayo, Edmond O’Brien, Margaret Wycherly
DIRECTOR: Raoul Walsh
PRODUCER: Louis F. Edelman
SCREENWRITERS: Ivan Goff, Ben Roberts

Cagney made an unparalleled comeback as vicious gang leader Cody Jarrett. The Freudian melodrama is highlighted by Cagney’s crazed reaction to his mother's death and his own fiery demise: “Made it, Ma! Top of the world!”

387 WHO'S AFRAID OF VIRGINIA WOOLF?
Warner Bros., 1966

PRINCIPAL CAST: Elizabeth Taylor, Richard Burton, George Segal, Sandy Dennis
DIRECTOR: Mike Nichols
PRODUCER: Ernest Lehman
SCREENWRITER: Ernest Lehman

Edward Albee’s grueling play about marriage and deception features Taylor and Burton as battling spouses Martha and George who spend one Saturday night pouring out bitterness and recriminations when they invite a younger couple over for a drink.

388 THE WILD BUNCH
Warner Bros., 1969

DIRECTOR: Sam Peckinpah
PRODUCER: Phil Feldman
SCREENWRITERS: Walon Green, Sam Peckinpah, Roy N. Sickner

Aging outlaws and relentless bounty hunters converge at the US-Mexico border in 1913. Slow-motion action violence became Peckinpah’s calling card after the success of this Western masterpiece.

389 WINCHESTER ’73
Warner Bros., 1950

PRINCIPAL CAST: James Stewart, Shelley Winters, Dan Duryea
DIRECTOR: Anthony Mann
PRODUCER: Aaron Rosenberg
SCREENWRITERS: Robert L. Richards, Borden Chase, Stuart N. Lake

A precision rifle and a quest for vengeance spark this episodic story of one man’s obsessive search for a stolen weapon. The film was the first of several Mann-directed Westerns featuring a darker Stewart persona.
390 THE WIND
MGM, 1928
PRINCIPAL CAST Lillian Gish, Lars Hanson
DIRECTOR Victor Sjöström
SCREENWRITER Frances Marion

The Texas prairie wind is really the antagonist in this haunting story of a gentle woman suffering from loneliness and cabin fever who kills a rapist, but is almost driven mad as the relentless wind uncovers his body.

391 WINGS
Paramount, 1927
PRINCIPAL CAST Clara Bow, Charles “Buddy” Rogers, Richard Arlen, Gary Cooper
DIRECTOR William A. Wellman
PRODUCER Lucien Hubbard
SCREENWRITERS Louis D. Lighton, Hope Loring

In one of the first popular aviation pictures, this story of two men in love with the same woman is overwhelmed by the spectacular aerial combat sequences.

392 WITNESS
Paramount, 1985
PRINCIPAL CAST Harrison Ford, Kelly McGillis, Lukas Haas
DIRECTOR Peter Weir
PRODUCER Edward S. Feldman
SCREENWRITERS William Kelley, Earl W. Wallace

Ford is John Book, a Philadelphia cop goes into hiding to protect himself and a young Amish boy who witnesses a murder tied to police corruption. These worlds collide when Ford falls in love with the boy’s widowed mother. The Amish barn-raising segment highlights Weir’s look at a tiny community isolated within the larger world.

393 THE WIZARD OF OZ
MGM, 1939
PRINCIPAL CAST Judy Garland, Ray Bolger, Jack Haley, Bert Lahr, Margaret Hamilton, Frank Morgan
DIRECTOR Victor Fleming
PRODUCER Mervyn LeRoy
SCREENWRITERS Noel Langley, Florence Ryerson, Edgar Allan Woolf

Garland’s Dorothy Gale is transported from her black-and-white Kansas home to the colorful land of Oz via tornado. From here she journeys down the Yellow Brick Road and is helped by a Scarecrow, a Tin Man, and a Cowardly Lion on their way to see the Wizard. The Harold Arlen/E.Y. Harburg score is highlighted by Somewhere Over the Rainbow.
**394  Woman of the Year**  
*MGM, 1942*

**Principal Cast**  
Spencer Tracy, Katharine Hepburn

**Director**  
George Stevens

**Producer**  
Joseph L. Mankiewicz

**Screenwriters**  
Ring Lardner, Jr., Michael Kanin

This initial pairing of Hepburn and Tracy resulted in an electric battle-of-the-sexes comedy about a brilliant political columnist who meets her match in a world-wise sportswriter.

**395  A Woman Under the Influence**  
*Faces, 1974*

**Principal Cast**  
Peter Falk, Gena Rowlands

**Director**  
John Cassavetes

**Producer**  
Sam Shaw

**Screenwriter**  
John Cassavetes

Cassavetes pointed his cameras on the actors and let them take off in this unyielding and improvisational film that follows the slow disintegration of a family. Rowlands is harrowing as the wife and mother struggling with mental illness.

**396  Wuthering Heights**  
*United Artists, 1939*

**Principal Cast**  
Laurence Olivier, Merle Oberon, Donald Crisp, David Niven

**Director**  
William Wyler

**Producer**  
Samuel Goldwyn

**Screenwriters**  
Charles MacArthur, Ben Hecht

Olivier stars as the brooding master of Wuthering Heights, who roams the English moors in search of his lost love, Cathy, played by Oberon. Gregg Toland’s moody cinematography infuses the Emily Brontë-based film with a haunting atmosphere.
397 YANKEE DOODLE DANDY
Warner Bros., 1942

PRINCIPAL CAST: James Cagney, Joan Leslie, Walter Huston
DIRECTOR: Michael Curtiz
PRODUCER: Hal B. Wallis
SCREENWRITERS: Robert Buckner, Edmund Joseph

Cagney sings and dances his way through the patriotic songs George M. Cohan composed in the early years of American vaudeville and musical theatre. Songs like Over There, It’s A Grand Old Flag and Yankee Doodle Dandy inspired generations when the world was at war.

398 YOU CAN’T TAKE IT WITH YOU
Columbia, 1938

PRINCIPAL CAST: Jean Arthur, Lionel Barrymore, James Stewart
DIRECTOR: Frank Capra
PRODUCER: Frank Capra
SCREENWRITER: Robert Riskin

Arthur’s eccentric and free-spirited family is about to lose their home to a stuffy Wall Street financier, who just happens to be the father of the man she loves. When these two families collide, in this typically Capraesque comedy, everyone learns that happiness is the greatest wealth.

399 YOUNG FRANKENSTEIN
Twentieth Century-Fox, 1974

PRINCIPAL CAST: Gene Wilder, Peter Boyle, Marty Feldman, Cloris Leachman, Madeline Kahn, Teri Garr, Kenneth Mars
DIRECTOR: Mel Brooks
PRODUCER: Michael Gruskoff
SCREENWRITERS: Gene Wilder, Mel Brooks

A 20th century heir to the Frankenstein diaries makes his way to Transylvania, where he tries to continue the mad experimentation. Gerald Hirshfeld’s sharp black-and-white cinematography made the most of the original 1931 FRANKENSTEIN sets ("Stay close to the candles...") and gave a special kick to Wilder and Boyle's Puttin’ on the Ritz!

400 YOUNG MR. LINCOLN
Twentieth Century-Fox, 1939

PRINCIPAL CAST: Henry Fonda, Alice Brady, Marjorie Weaver
DIRECTOR: John Ford
PRODUCER: Darryl F. Zanuck
SCREENWRITER: Lamar Trotti

Ford and Fonda collaborated on the 16th US President’s path from a cabin in Kentucky to his law practice in Springfield, Illinois. Lincoln reveres the law, but his heart belongs to two women, one who dies tragically, the other who stands beside him as he enters politics.
Here's Johnny!

Rosebud.

I could’ve been a contender.

E.T. phone home.

I see dead people.

I'm king of the world!