

MILESTONE FILM &  
STEVEN SODERBERGH PRESENT  
A FILM BY CHARLES BURNETT

"A FLAT-OUT TREASURE, IMPERVIOUS TO TIME!"

—JAY CARR, *BOSTON GLOBE*

# KILLER OF SHEEP



A MILESTONE FILM RELEASE DIRECTED, WRITTEN, PRODUCED, EDITED AND CINEMATOGRAPHY BY CHARLES BURNETT SOUND BY CHARLES BRACY  
WITH HENRY GAYLE SANDERS, KAYCEE MOORE, CHARLES BRACY, ANGELA BURNETT, EUGENE CHERRY AND JACK DRUMMOND  
RESTORED BY UCLA FILM & TELEVISION ARCHIVE SOUND RESTORATION IN COLLABORATION WITH AUDIO MECHANICS  
WITH THE FINANCIAL SUPPORT OF THE INTERNATIONAL FILM CIRCUIT, INC., STEVEN SODERBERGH AND TURNER CLASSIC MOVIES  
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# CONTENTS

Credits .....	3
Background .....	4
Synopsis .....	6
UCLA Film & Television Archive Program Notes .....	8
Notes from Film Preservationist Ross Lipman .....	9
Charles Burnett .....	10
Filmography .....	12
Short Films .....	14
Television Productions .....	15
Other Credits .....	16
Cast Members .....	17
The Participants Remember .....	18
Quotes From Press and Critics .....	21
Quotes From Charles Burnett .....	23
Milestone Film & Video .....	24
Bibliography .....	26

# KILLER OF SHEEP

1977. USA. Aspect Ratio: 1.33:1. B&W. 80 minutes. Mono.

Shot in 16mm, restored to 35mm by UCLA Film & Television Archive.

Sound restoration in collaboration with Audio Mechanics. Archivist: Ross Lipman.

Funding by the Ahmanson Foundation, in association with the Sundance Institute.

©1977 Charles Burnett.

*Killer of Sheep* is represented internationally by Milestone Films.

Directed, written, produced, edited and filmed by ..... Charles Burnett

Sound by ..... Charles Bracy

## CAST

Stan ..... Henry Gayle Sanders  
Stan's Wife ..... Kaycee Moore  
Bracy ..... Charles Bracy  
Stan's Daughter ..... Angela Burnett  
Eugene ..... Eugene Cherry  
Stan's Son ..... Jack Drummond

Alvin Williams  
Arthur Williams Jr.  
Bill Williams  
Bobby Cox  
Brenda Williams  
Bruce Warren  
Cadillac  
Calvin Walker  
Calvin Williams  
Carl Davis  
Carlos Davis  
Cassandra Wright  
Cecil Davis  
Charles Cody  
Charles Davis  
Chris Terrill  
Crystal Davis  
Danny Andrews  
Delores Farley  
Derek Harp

Dian Cherry  
Divinoni Hamlin  
Donne Daniels  
Dorothy Stengel  
Gentry Walsh  
Henry Andrews  
Homer Jai  
James Miles  
Jannie Whitsey  
Johnny Smoke  
Junior Blaylock  
Latishia Cherry  
Lawrence Pierrott  
Lisa Johnson  
Marcus Hamlin  
Menoris Davis  
Michael Harp  
Pat E Johnson  
Patricia Williams  
Paul Reed

Peggy Corban  
Ray Cherry  
Reggie Williams  
Regina Batiste  
Ricky Walsh  
Robert Thompson  
Roderick Johnson  
Roy Seibert  
Russell Miles  
Sammy Kay  
Saul Thompson  
Sheila Johnson  
Slim  
Steven Lee  
Susan Williams  
Three-Hundred Lbs  
Tobar Mayo  
Tony Davis  
Verrane Tucker  
Vincent Smith



## BACKGROUND

*Killer of Sheep* examines the black Los Angeles ghetto of Watts in the mid-1970s through the eyes of Stan, a sensitive dreamer who is growing detached and numb from the psychic toll of working at a slaughterhouse. Frustrated by money problems, he finds respite in moments of simple beauty: the warmth of a teacup against his cheek, slow dancing with his wife, holding his daughter. The film offers no solutions; it merely presents life — sometimes hauntingly bleak, sometimes filled with transcendent joy and gentle humor.

The film was shot in roughly a year of weekends on a budget of less than \$10,000, paid for partially by a Louis B. Mayer grant of \$3,000, and also out of the pocket of Burnett himself, who at the time was working at a small, boutique casting agency by the name of Chasin, Park & Citron. Shot on location with a mostly amateur cast, much handheld camera work, and an episodic narrative with gritty documentary-style cinematography, *Killer of Sheep* has been compared by film critics and scholars to Italian neorealist films like Vittorio De Sica's *Bicycle Thieves* and Roberto Rossellini's *Paisan*. Burnett cites Basil Wright's *Songs of Ceylon* and *Night Mail* and Jean Renoir's *The Southerner* as his main influences.

The film stood apart from many of the more overtly political independents of the day in its understated simplicity. Burnett explains, "I come from a working-class environment and I wanted to express what the realities were. People were trying to get jobs, and once they found jobs they were fully concerned with keeping them. And they were confronted with other problems, with serious problems at home for example, which made things much more difficult."

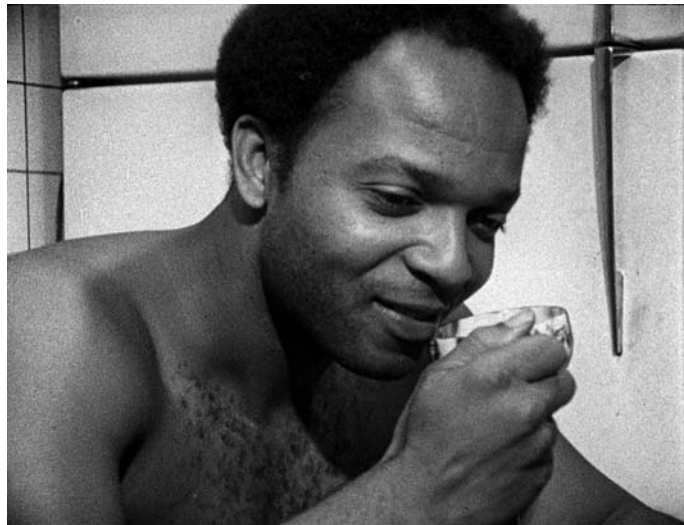
*Killer of Sheep* played at a handful of colleges and festivals in before receiving the Critics' Award at the Berlin International Film Festival in 1981. In 1990, the Library of Congress declared the film a national treasure and placed it among the first 50 films entered in the National Film Registry for its historical significance. In 2002, the National Society of Film Critics selected the film as one of the 100 essential films of all time. Despite these accolades, *Killer of Sheep* never saw widespread commercial distribution due to the expense of the clearing of the music rights to the songs featured on the film's soundtrack. In its rare viewings at festivals and museums it was shown on ragged 16mm prints. Now, thirty years later, the sparkling 35mm restoration by UCLA Film & Television Archive is ready for its long-awaited theatrical release.

One of the great achievements of the film is its soundtrack, which Burnett envisioned as an aural history of African-American popular music, including songs by Etta James, Dinah Washington, Paul Robeson, Little

Walter, and Earth, Wind & Fire. In *The A-List: 100 Essential Films*, critic Armond White explains, “unsentimental blues wisdom forms the foundation of Burnett’s drama.” Burnett’s aptitude for keenly juxtaposing image and music has drawn comparisons to Stanley Kubrick among others. Ed Gonzalez of *Slant* magazine describes the music in *Killer of Sheep* as “drunk on hope” and says that it “reinforces the joy of Burnett’s sad images.” The complex interplay of hope and sorrow that is present in African-American music, namely blues, was recognized widely by critics and scholars as a fitting metaphor for the simultaneous sorrow and joy found in *Killer of Sheep*. One reviewer in *Time* magazine described Burnett’s filmmaking style as “good, old, urban blues.”

One of the inspirations for the film was a song that never ended up on the soundtrack, Luis Russell’s “Sad Lover Blues.” It was a song Burnett’s mother would play all the time when he was young and he originally imagined the song playing in the scene in which Stan is dancing with his wife. But before the scene was shot, the brittle old wax record broke. Burnett’s friend, fellow director Haile Gerima (*Sankofa*, 1993), who was helping out on the film at the time, recalls driving with Burnett all over LA in Burnett’s Volkswagen, stopping at every music store they saw and going in holding the shattered record, asking if the store carried a copy. Their search was fruitless and in the end, Burnett decided to go with Dinah Washington’s “This Bitter Earth” for the scene, a song with a similarly melancholy feel.

*Killer of Sheep* was preserved at the UCLA Film and Television Archive. This preservation was funded by the Ahmanson Foundation, in association with the Sundance Institute. The film was preserved from the original 16mm B&W negative A and B rolls, the original 35mm three-track master sound mix, and the original 16mm master mix. The Film Technology Company enlarged the film to 35mm. John Polito of Audio Mechanics, and Peter Oreckinto of DJ Audio provided sound restoration and transfer services. The UCLA Film and Television Archive gives special thanks to Charles Burnett, the Stanford Theatre Foundation Film Preservation Center, and YCM Laboratories.



## SYNOPSIS

*Killer of Sheep* opens with a scene in which a boy is being scolded by his father for not standing up for his brother in a fight. At the end of the scene, the boy's mother walks up to him and slaps him in the face and the titles come up.

Children play in a desolate field by some train tracks, throwing dirt clods and tussling. One of the boys, Stan Jr., the main character's son, heads home and while walking down an alley sees two men stealing a TV.

At home, Stan Sr. works on the plumbing under his kitchen sink complaining of his insomnia and depression to his friend Oscar. Stan's daughter Angela stands rocking against the doorjamb, wearing a rubber dog mask, listening to the men. Stan Jr. comes in, teases Angela, pulls at her mask.

Oscar leaves and Stan's friend Bracy comes over and stays for tea. Angela wanders outside in her dog mask while the men talk. Stan puts his teacup to his cheek and says it reminds him of a woman's forehead while making love. At this, Bracy laughs and says, "I don't go for women with malaria." Stan tells Bracy he hasn't been sleeping, and Bracy nods and replies "Counting sheep..."

At the slaughterhouse, Stan hoses down the floor, carries a tray of sheep parts, and wheelbarrows waste as William Grant Still's "Afro-American Symphony" plays. At home, Angela is on the back porch "singing along" to Earth, Wind and Fire's "Reasons" while her mother puts on makeup, preparing for her husband's arrival home. But at dinner he is aloof, emotionally absent.

Children play in an abandoned train lot filled with rubble, broken tools and the skeletons of condemned structures. Back at the slaughterhouse, the men herd Judas goats up a ramp, followed by the sheep.

Saturday morning, Smoke and Scooter visit Stan and propose that he be an accomplice to a murder they are planning. He wouldn't have to actually kill anyone but he would be paid to be in on the plan. Stan declines. His wife, who has overheard the conversation, angrily gives the two men a piece of her mind.

Stan and Gene plan on buying an engine so they can fix up a car. They go to cash a check at the liquor store, passing by a parked car full of lazing drunken loafers. The owner of the liquor store, a large white woman named Jerry flirtily offers him a job and he declines.

Stan and Gene go to Silbo's house to buy the engine. They lug it down the two flights of stairs and across the sidewalk over to the truck. As they lift the engine onto the bed of the truck, it crushes Gene's finger. Exhausted and hurt, Gene refuses to push the engine further onto the bed. "It'll stay," he says. As they drive off, the engine falls off the back. They inspect the engine block and see that it's broken. Dejected, they drive away, leaving it in the street.

In Stan's living room, he dances with his wife to Dinah Washington's "This Bitter Earth" in front of a sunlit window. The record ends and he walks off, leaving his wife. She walks over to the window cries softly, reminiscing about the surreal, mythical South of her memory in voiceover as she gazes out the window: "Memories that don't seem mine, like half eaten cake and rabbit skins stretched on the backyard fences. My grandmother, mother dear, mot dear, mot dear, dragging her shadow across the porch. Standing bare headed under the sun, cleaning red catfish with white rum." Over a Rachmaninov concerto, she picks up her daughter's shoes.

At the slaughterhouse sheep hang upside down from hooks, legs dangling. They're skinned. Little Walter's "Mean Old World" plays. Boys are doing handstands against the wall on the porch of Stan's house—their forms echoing those of the hanging sheep—as another boy counts the number of seconds they can hold their positions. He loses count and gives up.

On Saturday, Stan and his wife and daughter, Bracy, Gene and Dian all pile into the car to go to the country. Bracy keeps talking about the horse he's going to bet on at the races. Later, their tire goes flat. They don't have a spare and so they ride back home on the rim, further damaging the car. Stan and his wife and daughter get back home that afternoon, tired and unsatisfied. Offhandedly, Angela asks what makes it rain and Stan unexpectedly answers "It's the devil beating his wife," an old southern expression. A rare, warm, silly moment; he smiles and Angela laughs and his wife comes over to him.

The next day, Stan's wife is at home with a couple of friends when one announces she is pregnant, much to the joy of the others, "Well I thought her old man was shooting blanks but I see he is dropping bombs on occasion, I guess." They crowd around her and the camera closes in on her belly, dissolving to Stan, back at the slaughterhouse, Dinah Washington singing "This Bitter Earth," sheep being herded onto the killing floor. (Note: the original film ends with Dinah Washington's "Unforgettable" over the final slaughterhouse sequence, but due to the impossibility of clearing the publishing rights on that particular song, Burnett chose to simply reprise Dinah Washington's "This Bitter Earth" from the dancing scene, a decision which, while sacrificing some of the irony of the original musical choice, lends a new depth to the scene by linking it with the tender intimacy of the earlier scene with the same song.)



## UCLA FILM & TELEVISION ARCHIVE PROGRAM NOTES

Charles Burnett was one of the LA school of African American filmmakers that emerged from the UCLA film school in the 1970s. *Killer of Sheep*, made on a shoestring budget, was his thesis film. The film's subject matter was in itself revolutionary: the daily lives of blue-collar black Americans in the Watts area of Los Angeles were not the usual stuff of Hollywood movies. *Killer of Sheep* (which has been termed an American *Bicycle Thief*) is an unsentimental film of astonishing poignancy that manages to be simultaneously naturalistic and poetic, witty and heartbreaking. The story centers on Stan (Henry Gayle Sanders), whose brutal labor in a slaughterhouse barely keeps his family out of poverty. It documents his struggle to retain dignity and integrity in the face of grinding deprivation and disquieting temptations, and the alienation that threatens to break him away from his family. It also provides a nuanced, sympathetic yet clear-eyed portrait of a community assaulted by penury and lack of opportunity, yet miraculously finding moments of beauty and hope. Never commercially released, *Killer of Sheep* was awarded the critics' prizes at the 1981 Berlin Film Festival and in 1990 it was named to the Library of Congress' National Film Registry. Burnett's body of work has garnered such honors as a MacArthur Foundation Fellowship and the prestigious Paul Robeson award. Despite these accolades, *Killer of Sheep* was almost impossible to see for many years, and was available only on poor quality 16mm prints. This 35mm restoration was made from the deteriorated original 16mm negative, and 16mm and 35mm soundtracks

— Program notes by Sally Hubbard. Shown at the 10th Festival of Preservation, August 23, 2000.





# NOTES FROM FILM PRESERVATIONIST ROSS LIPMAN

UCLA has long been considered a leader in the preservation of classic Hollywood cinema, but increasingly in recent years we've also been preserving the very best of American independent cinema. It was imperative that UCLA preserve *Killer of Sheep*, it being, in my opinion, one of the most vital and important American films in any field.

One of the most common misconceptions about independent cinema I encounter is that "recent films don't need to be preserved." But what's considered recent is of course constantly shifting. At technical level *Killer of Sheep* demanded immediate attention, as it was already deteriorating when we received the material in 2000. The original 16mm A/B rolls as well as the magnetic soundtrack master suffered from vinegar syndrome, putting the film on a ticking clock. [NOTE: Vinegar syndrome is a degenerative and purportedly irreversible "disease" that attacks the film, giving off an acetic acid odor in the process. Copies must be made of affected films. -ed.]

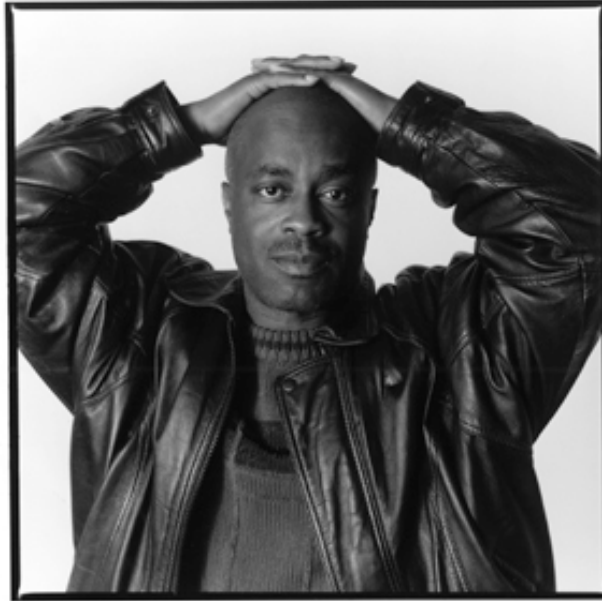
*Killer of Sheep* had previously existed only in rough 16mm copies, and the 35mm blow-up restoration better renders the beautiful quality of Charles' lovely in-the-street cinematography. One of the genuine privileges of doing this work at UCLA is that we're able to apply the best technical resources in LA to a small, low-budget production that would never otherwise benefit from such treatment. But despite the access to high-end resources, we made great efforts to preserve exactly the rough quality of the original, so as not to alter the work. Especially careful attention was given to image contrast and tonality, to carefully bring out the best aspects of the original negative. We're indebted to Film Technology Company for their excellent lab work. We also, with the help of John Polito of Audio Mechanics, conducted close and judicious work on the "verite-like" soundtrack, which was often recorded by the many kids who appear in the film.

The delicate work of the film restoration was ultimately replicated, with equal consideration, by Modern Videofilm, for the upcoming DVD release. We take our hats off to Milestone for supporting this by keeping the highest possible standards, and serving as a model for how DVD companies can work successfully with archives. And of course we want to thank Charles for his generous help and support throughout the process.



# CHARLES BURNETT

(1944 – )



Born in Vicksburg, Mississippi on April 13, 1944, Charles Burnett moved with his family to the Watts area of Los Angeles at an early age. He describes the community of having a strong mythical connection with the South as a result of having so many Southern transplants, an atmosphere which has informed much of his work. He attended John C. Fremont High School, where he ran track and was in the electronics club, where he befriended fellow electronics enthusiast and secretly aspiring actor Charles Bracy (*The Million Dollar Rip-off* 1976), who would later work on and act in a number of Burnett's films, including *Killer of Sheep*. Burnett and Bracy graduated in the same class and both went on to study as electricians at Los Angeles City College. Bracy left school early to take a full time job so as not to financially burden his mother and Burnett soon lost interest with the idea of being a professional electrician. "They were very strange people," Burnett says of his electrician-to-be peers, "They told awful jokes. They were dull people. Didn't want that. I was always interested in photography and looked into being a cinematographer and started taking creative writing at UCLA." He decided to pursue a Master of Fine Arts in filmmaking at UCLA where he was greatly influenced by his professor Basil Wright, the English documentarian famous for *Night Mail* and *Song of Ceylon*, and by Elyseo Taylor, creator of the Ethno-Communications program and professor of Third World cinema. Burnett cites Jean Renoir, Satyajit Ray, Federico Fellini and Sidney Lumet (*The Pawnbroker*) as other important influences.

Working alongside Julie Dash, Haile Gerima, Billy Woodbury, Larry Clark, and Jamaa Faraka (then known as Walter Gordon), Burnett described the UCLA film school as an "anti-Hollywood" environment with a "kind of anarchistic flavor to it" in which there was a shared disdain for the Blaxploitation vogue of the day and a propensity toward filmmaking that was "relevant or extremely well done, original." Clyde Taylor of New York University would later label this group of radical black film contemporaries the "LA Rebellion." Some later articles called the group the "LA School." Although there was no conscious impetus among any of the filmmakers to expressly declare themselves part of a "rebellion," there was much comradery and exchange of ideas and labor between the filmmakers. Burnett was the cinematographer for Gerima's *Bush Mama* (1979), worked crew and camera and edited Dash's *Illusions* (1982) and was the screenwriter and cinematographer for Woodbury's *Bless Their Little Hearts* (1984).

Burnett and his contemporaries took their time at UCLA, staying in the program as long as they could, taking

advantage of the free film equipment and making film after film. Burnett made a number of seminal films at this time, the most notable of course being his thesis film, his first feature, *Killer of Sheep*. The precursor to *Killer of Sheep* was *Several Friends* (1969), which was originally planned as a feature but ended up a short. The film was a series of loose, documentary-style vignettes sketching the lives of a handful of characters, mostly played by amateurs (Burnett's friends) living in Watts. Much of the film's theme and aesthetic (even some of its actors) ended up in *Killer of Sheep*. *Several Friends* will be distributed by Milestone in 2007 as part of a special Charles Burnett DVD box set along with another student short *The Horse* (1973), the critically acclaimed short *When It Rains* (1995) and the director's cut of Burnett's second feature, a long-neglected landmark of independent cinema, *My Brother's Wedding* (1984).

*My Brother's Wedding* began production in 1983. Burnett wrote, directed and produced this low budget independent film that examines the family connections and personal obligations facing Pierce, a young man trying to keep his best friend from going back to jail while dealing with his older brother's approaching marriage into a bourgeois black family. *My Brother's Wedding* uses both comedy and tragedy to explore the way that class figures into the American black experience. Burnett submitted a rough cut of the film to its producers, who against his wishes, accepted it as the final cut. The unfinished film was shown at the New Directors/New Films festival to mixed reviews, discouraging distributors and tragically relegating the film to relative obscurity.

In 1990, Burnett wrote and directed the haunting family drama, *To Sleep With Anger*. Danny Glover, parlaying his recent stardom from *Lethal Weapon* to get funding, co-produced and starred in this critically lauded film as the charming but mildly supernatural Southern family friend, Harry. Harry insinuates himself into a troubled family, forcing inner turmoil to the surface. Burnett received acclaim in America and abroad for the film. In 1991, it won Independent Spirit Awards for Best Director and Best Screenplay for Burnett and Best Actor for Glover. The Library of Congress later selected this film (in addition to *Killer of Sheep*) for its prestigious National Film Registry. The National Society of Film Critics honored Burnett for best screenplay for *To Sleep With Anger*, making him the first African American to win in this category in the group's 25-year history. While the *Los Angeles Times* reported that Burnett's movie reminded viewers of Anton Chekov, *Time* magazine wrote: "If Spike Lee's films are the equivalent of rap music — urgent, explosive, profane, then Burnett's movie is good, old urban blues." The film also received a Special Jury Recognition Award at the 1990 Sundance Film Festival and a Special Award from the Los Angeles Film Critics Association. Both Burnett and Glover were nominated for New York Film Critics Circle Awards.

Burnett's next film, *The Glass Shield*, (starring Lori Petty, Michael Boatman and Ice Cube) was a police drama based on a true story of corruption and racism within the Los Angeles police force. While the film went over well with critics, it was not a commercial success. Terrence Rafferty explains: "[*The Glass Shield* is] a thoughtful, lucid moral drama with a deeply conflicted hero and no gunplay whatsoever. Mirimax's fabled marketing department tried to sell it as a hood movie, dumping it in a few urban theaters with the support of miniscule ads whose most prominent feature was the glowering face of Ice Cube (who has a small role in the picture)."

After this was Burnett's short, *When It Rains*, which was chosen as one of the ten best films of 1990s by the *Chicago Reader's* Jonathan Rosenbaum. Rosenbaum went on to choose *Killer of Sheep* and *To Sleep with Anger* as two of the Top 100 American Films as *Alternate to the American Film Institute Top 100*.

Burnett made his television debut with his acclaimed 1996 Disney Channel film, *Nightjohn*. Based on the novel by Gary Paulsen, *Nightjohn* is a period piece about a slave's risky attempt to teach an orphaned slave girl to read and write. *New Yorker* film critic Terrence Rafferty called *Nightjohn* the "best American movie of 1996." The TV film received a 1997 Special Citation Award from the National Society of Film Critics "for a film whose exceptional quality and origin challenge strictures of the movie marketplace."

Burnett's work also includes the 1998 ABC two-part mini-series *Oprah Winfrey Presents: The Wedding*, starring Halle Barry and Lynn Whitfield; the 1999 ABC telepic, *Selma, Lord, Selma*, about the 1965 civil rights marches in Alabama and the infamous "Bloody Sunday;" and the 1991 documentary about U.S. immigration, *America Becoming*.

In 1997, the Film Society of Lincoln Center and the Human Rights Watch International Film Festival honored Burnett with a retrospective, *Witnessing For Everyday Heroes*, presented at New York's Walter Reade Theater of Lincoln Center. Burnett has been awarded grants from the Guggenheim Foundation, the Rockefeller Foundation, the National Endowment for the Arts, and the J. P. Getty Foundation, as well as a John D. and Catherine T. MacArthur Fellowship (a.k.a. "the genius grant"). Burnett is also the winner of the American Film Institute's Maya Deren Award, and one of the very few people ever to be honored with Howard University's Paul Robeson Award for achievement in cinema. The *Chicago Tribune* has called him "one of America's very best filmmakers" and the *New York Times* named him "the nation's least-known great filmmaker and most gifted black director." Burnett has even had a day named after him — in 1997, the mayor of Seattle declared February 20 to be Charles Burnett Day. Burnett recently directed a documentary on Nat Turner and one chapter of the six-part documentary, *The Blues*, a production of Martin Scorsese's CPA Productions with Off-Line Entertainment.

Charles Burnett lives west of Watts with his wife, costume designer Gaye Burnett. They have two sons. His newest film, *Nujoma: Where Others Wavered*, a biopic of the first Namibian president Sam Nujoma, is now in post-production.

## FILMOGRAPHY

*Killer of Sheep* (1977, 80 minutes.)

Restored by UCLA Film & Television Archive. A Milestone Films release.

*My Brother's Wedding* (1984, 115 minutes.)

Starring Everett Silas and Jessie Holmes.

"A tragic comedy that takes place in South Central Los Angeles. The story focuses on a young man who hasn't made much of his life as of yet, and at a crucial point in his life, he is unable to make the proper decision, a sober decision, a moral decision. This is a consequence of his not having developed beyond the embryonic stage, socially. He has a distinct romantic notion about life in the ghetto and yet, in spite of his naive sensitivity, he is given the task of being his brother's keeper; he feels rather than sees, and as a consequence his capacity for judging things off in the distance is limited. This brings about circumstances that weave themselves into a set of complexities which Pierce Mundy (Everett Silas), the main character, desperately tries to avoid."

— Charles Burnett

*My Brother's Wedding* has been restored by the Pacific Film Archive at the University of California, Berkeley and a new director's cut will be released by Milestone.

*To Sleep with Anger* (1990, 102 minutes.)

Starring Danny Glover, Paul Butler, Mary Alice, Carl Lumbly, Sheryl Lee Ralph.

"At first we seem to be in an acutely observed middle-class soap opera, witnessing the generational disputes between the family patriarch (Paul Butler) and his wife (Mary Alice), and their two married sons (Richard Brooks and Carl Lumbly) ... Enter Harry (Danny Glover), a smiling charmer from the old days in the Deep South.... Is Harry in fact an evil spirit, setting a curse upon the house? ... Glover, in what may be the best role of his film career, makes him an unforgettable trickster, both frightening and a little pathetic ... a catalyst to explore the conflicting systems of belief — Christian, magical, materialistic — that collide throughout the movie."

— David Ansen, *Newsweek*

*The Glass Shield* (1994, 109 minutes.)

Starring: Michael Boatman, Ice Cube, Elliott Gould.

Michael Boatman plays a young, naive African American man who is the first of his race to be assigned to the Los Angeles Edgemar station, located in the heart of the beleaguered inner city. He finds himself in a precinct where violent, racist and corrupt cops have closely bonded against outsiders or any interference. The new recruit's only ally is the sole woman (Lori Petty) in the Edgemar ranks. Burnett's hard-hitting film examines what it really means to be *persona non grata* in one's chosen profession and community, and what a man will give up to fit in.

*The Annihilation of Fish* (1999, 108 minutes.)

Starring: Lynn Redgrave, James Earl Jones, Margot Kidder.

Charles Burnett directed this offbeat comic romance about a pair of aging eccentrics whose imaginary companions sometimes interfere with their "real" lives. Fish (Jones) is an elderly Jamaican expatriate who has spent much of his adult life in a mental institution in New York. One of the clearest manifestations of Fish's madness is Hank, an imaginary nemesis whom Fish must often beat until he obeys. After he's released, Fish heads to Los Angeles, where he takes a room in a boarding house run by Mrs. Muldroone (Kidder). Living across the hall from Fish is Poinsetta (Redgrave), an older woman who may be crazier than Fish: she drinks a great deal, loves to listen to Puccini, and is convinced that the long-dead composer is following her around (and is in love with her). The film has yet to be released.

*Nat Turner: A Troublesome Property* (2003, 58 minutes.)

With Ossie Davis, Henry Louis Gates, Carl Lumbly, Alfre Woodard.

The story of the violent confrontation and of the ways that story has been continuously re-told during the years since 1831. It is a film about a critical moment in American history and of the multiple ways in which that moment has since been remembered. Nat Turner was a "troublesome property" for his master and he has remained a "troublesome property" for the historians, novelists, dramatists, artists and many others who have struggled to understand him.

*Warming by the Devils Fire* (2003)

Part of the documentary series, "Martin Scorsese presents the Blues." A tale about a young boy's encounter with his family in Mississippi in the 1950s, and intergenerational tensions between the heavenly strains of gospel and the devilish moans of the blues.

*Nujoma: Where Others Wavered* (2007, in production)

With Carl Lumbly, Danny Glover and Ron Smerczak.

A feature film on the life of Sam Nujoma, the first president of Namibia and former president of the South West African People's Organization.

## SHORT FILMS

*Several Friends* (1969, 23 minutes).

Andy Burnett, Charles Bracy, Eugene Cherry, Cassandra Wright, Donna Deitch, Deloras Robinson, James Miles, L.E. McGraw, Ernest Cox, E.R. Canan, Arthur Boot, Allen Jurgins

Principal Photography by Jim Watkins

Sound Man: Rodolfo Restifo, Mario Da Silva and Tom Penick

Grip: Allen Jurgins

A film by Charles Burnett

Restored by UCLA Film & Television Archive, Archivist, Ross Lipman.

In his humorous and realistic slice-of-life short, a young man and his friends deal with family life, a string of broken appliances and the boredom of unemployment in South Central Los Angeles.  
Restored by UCLA Film & Television Archive. A Milestone Films release.

*The Horse* (1973, 13 minutes).

Larry Clark (Ray), Gordon Houston (William), Maury Wright (Ray's Boy), Gary Morrin (Walter), Rogger Collins (West), George Williams (Lee).

Camerman: Ian Conner

Assistant Camera: Larry Clark

Sound: Charles Morrison

Assistant Sound: Tom Penick and Rodolfo Restifo

A film by Charles Burnett

Restored by UCLA Film & Television Archive, Archivist, Ross Lipman.

Adapted by Burnett from a short story he had written, this lyrical short film is a meditation on race relations and a coming-of-age story. On and around the porch of an abandoned, disintegrating farmhouse, a group of white men and a young black boy sit vigil over a horse the day it's to be put to death by the boy's father. Although it was shot in Northern California, Burnett has called this a "kind of allegory about the South."

Restored by UCLA Film & Television Archive. A Milestone Films release.

*When It Rains* (1995, 13:12 minutes).

Ayuko Babu, Kenny Merritt, Charles Bracy, Soul, R. Ray Barness, Barbara Bayless, Steven Burnett, Damon Ray Ritchie, Florence Bracy, Juno Lewis, Brittany Bracy, Bill Woodberry, John Rier, Jonathan Burnett, Brad Bracy, Sandy Shaw

Story by Charles Burnett

Music by Stephen James Taylor

Music Engineer: Rich Raposa

Line Producer and Sound: John Oh

Titles by Hollywood Title Services

Thanks to Oduduwa-Babu Olatuni and Victor Ricks

A Special thanks to Kenny Merritt and Juno Lewis and the shop owners of Leimert Park

© Leapfrog La Sept/Arte 1995

On a New Year's Day mission to save a mother and daughter from eviction, a self-designated "urban griot" sets out on a citywide quest for money. His search turns into a superbly comical, outrageous expedition in the course of which he encounters a good Samaritan, a would-be enforcer, a mute ex-Black Panther, an angry shrew and, finally, great jazz. Critic Jonathan Rosenbaum chose this short as one of the "Ten Best Films of All Time" calling it "a near miracle!"

A Milestone Films release.

*Dr. Endesha Ida Mae Holland* (1998, 14 minutes)

From prostitute to Ph.D., civil rights activist, playwright, and professor, the film chronicles in her own words, Dr. Holland's fight against racism and injustice.

*Olivia's Story* (1999, 14 minutes)

This film explores the importance and vitality of a Korean family living in America. Olivia's family is a strong one — there is a sense of balance between the two contrasting cultures that must coexist together within two generations. The young children and their "American" ideals complement the fond and personal memories of the elders. The film reveals the possibilities of such a union — not only are the two cultures integrated but these two cultures serve to bring the two generations together as well. Ultimately, *Olivia's Story* asserts the idea that the acceptance of a culture, whichever one it may be, comes from the understanding of it.

*Quiet as Kept.* (2006, 5:20 minutes. Color.)

Daniel Curtis Lee (son), Sharial C. Lee (mother), Nathaniel Lee Sr. (father), Nathaniel Lee Jr.

Sound by Jon Oh

"Up the Mountain" performed by Carmen Twillie, composed by Stephen James Taylor

Produced by Jon Oh and Charles Burnett

Written/Directed/Camera/Edited by Charles Burnett

This short film was made in honor of Mable Haddock.

A family struggles in a little-ass post-Katrina economy. A Milestone Films release.

## TELEVISION PRODUCTIONS

*America Becoming* (1991, with Dai Sil Kim-Gibson, 90 minutes.)

Taking its title from a poem by Langston Hughes, *America Becoming* looks at the US, as the nation becomes increasingly diverse — evolving from a primarily white country into a multicultural society of diverse ethnicities and nationalities. How is the nation relating to new waves of migration from Asia, the Middle East, Africa, Central and South America? *America Becoming* documents the lives and relationships of America's newcomers and established residents in six communities: Chicago, Houston, Philadelphia, Miami, Monterey Park, California, and Garden City, Kansas.

*Nightjohn* (1996, 96 min.)

"Charles Burnett's emotionally overpowering, almost perfectly realized fifth feature, *Nightjohn*, is his first wholly accessible movie ... In this intense drama of courage and humanity in the face of the brutality of slavery, a plantation slave named Nightjohn (Carl Lumbly) defies the law by teaching another slave, a 12-year-old girl named Sammy (Allison Jones), how to read and write. The only other slave on the plantation who even knows the alphabet had a thumb and forefinger chopped off as punishment ... Working with a theme akin to that of Ray Bradbury's novel (and Francois Truffaut's film) *Fahrenheit 451*—though it's given a substantially different edge by being set in the past rather than the future — *Nightjohn* views illiteracy as a central adjunct of slavery. Yet the film isn't merely a history lesson about people who lived some 165 years ago but a story with immediate relevance. Part of what's so wonderful about it is its use of fairy-tale feeling to focus on real-life issues, not to evade or obfuscate them. *Nightjohn's* ambience is placed at the service of myth—myth that embodies a lucid understanding of both slavery and literacy. Sammy and Nightjohn may sometimes come across as superhuman, but the world they inhabit and seek to change is in no sense fanciful."

— Jonathan Rosenbaum, *Chicago Reader*

The film was winner of the 1997 National Society of Film Critics Awards, Special Citation, "for a film whose exceptional quality and origin challenge strictures of the movie marketplace."

*The Final Insult* (1997, 54 minutes)

In this very low budget, European-financed work in digital video, filmmaker Charles Burnett takes a bitter, ironic look at a megalopolis coming apart at the seams due to poverty and ghettoization. Box Brown is a low-paid employee who one day receives a letter from the IRS summoning him to pay back taxes. He loses all his worldly possessions except his car — which he barely manages to save. A new life dawns for him, on the street. Surrounded by other homeless people who wander aimlessly, trudging along with their few possessions in shopping carts, Box Brown fears the day he will lose his car, the sole guarantee of his freedom. He soon experiences the racial and economic discrimination rife in Los Angeles. Destiny deals him the final blow when a pitiless gang grabs his last "treasure."

*The Wedding* (1998, miniseries, 240 minutes.)

Starring: Halle Berry, Eric Thal, Lynn Whitfield, Carl Lumbly. Presented by Oprah Winfrey.

"Under Oprah Winfrey's imprimatur, this is a sensitive, multilayered adaptation (by Lisa Jones) of the expansive novel by Dorothy West, one of the last surviving members of the fabled Harlem

Renaissance. Set among the upper-class African American community of Martha's Vineyard in the mid 1950s, moving back and forth in time, it follows the romantic travails of a beautiful light-skinned African American woman (Berry) who is torn between her white fiancé and a divorced African American man below her station who comes into her life. Originally shown in two parts." — *Leonard Maltin's Movie and Video Guide*

*Selma, Lord, Selma* (1999, 94 minutes.)

Starring: Mackenzie Astin, Jurnee Smollett, Clifton Powell, Ella Joyce

In 1965 Alabama, an 11-year-old girl (Jurnee Smollett) is touched by a speech by Martin Luther King, Jr. (Clifton Powell) and becomes a devout follower. But her resolution is tested when she joins in the march from Selma to Montgomery that became infamously known as "Bloody Sunday."

*Finding Buck McHenry* (2000, 94 minutes.)

Starring Ruby Dee and Ossie Davis.

Davis is Mack Henry, a school janitor and Dee is his wife. A young white boy, Jason, is a baseball fanatic but doesn't have skills to make his community team. Mack Henry agrees to become the coach of a new team, and Jason becomes convinced that the kindly janitor with an eye and feel for baseball is really Buck McHenry, a legendary pitcher from the old Negro Baseball Leagues.

## OTHER CREDITS

*Silence Broken: Korean Comfort Women*

Director: Dai Sil Kim-Gibson. Director of Photography, Editor and Co-Producer: Charles Burnett. Dai Sil Kim-Gibson combines historical footage, interviews and dramatic reenactments to tell the true story of Korean women forced to work as prostitutes for the Japanese Army during World War II.

*Bush Mama* (1979) Screenwriter/Director: Haile Gerima. Cinematographer: Charles Burnett.

A portrait of the changing consciousness of a black woman living on welfare in a Los Angeles ghetto, trying to raise her young daughter alone.

*Illusions* (1982) Screenwriter/Director: Julie Dash. Camera, Crew and Editor: Charles Burnett.

A short dramatic WWII-era period piece touching on themes of racial ambiguity and passing.

*Bless Their Little Hearts* (1984) Director: Billy Woodbury. Script and Camera: Charles Burnett

Nate Hardman plays an African American, unemployed Watts resident. At home most of the day, Hardman gets on the nerves of his wife (Kaycee Moore) and three children. One evening, while getting some fresh air, Hardman makes the acquaintance of a welfare mother. After this, he's not underfoot at home any more; he's found another bed to occupy.



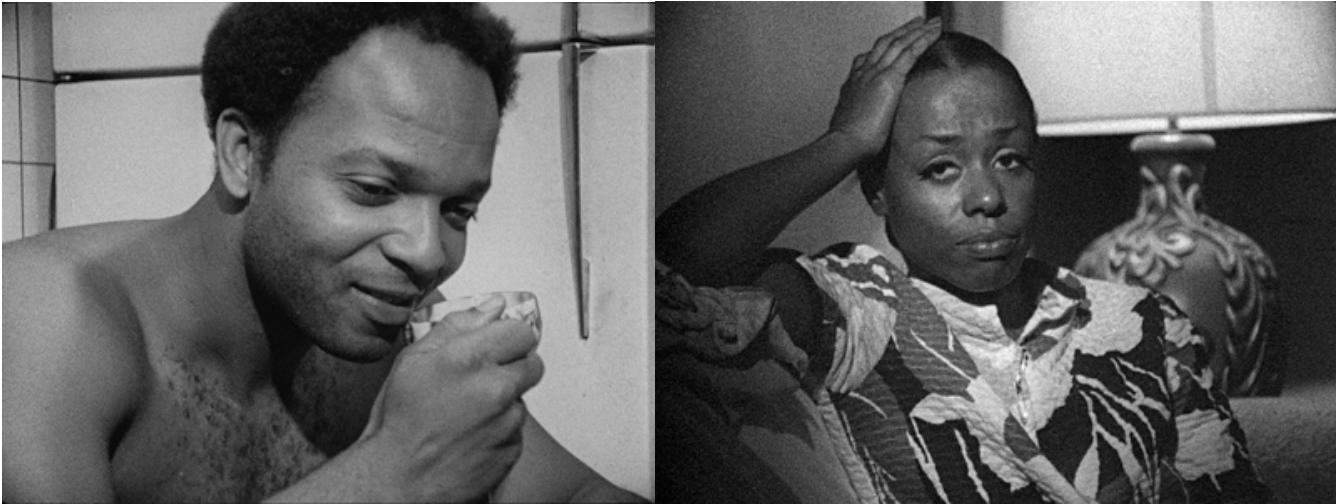
## CAST MEMBERS

**Henry Gayle Sanders** (1942 – ) (Stan) After serving for nine years in the US Army, including two tours in Vietnam, Sanders returned to this country in 1969 — reluctantly. His father had died during his “harrowing” tours and he was uncertain as to what to do with his life. While injured in the service he had written an autobiographical novel called *What Love Has Joined Together*, and he figured he should move to either New York or Los Angeles to try to sell it. In the end, he chose Los Angeles (“I figured if I was going to be broke, I might as well be broke and warm.”) where he adapted his novel into a play. As part of his own “self-actualization” program, he studied cinema at Los Angeles City College and took related courses at UCLA under the G.I. Bill. It is around this time that Sanders got into acting. “That’s when I began to see where my strengths were,” he says, “Ultimately all of these things gave me a center. And whatever trauma I may have gone through, everything comes to bear on my work in fruitful way.” Sanders’ long list of films and television credits includes the 2006 film *Rocky Balboa*, a recurring role on *Dr. Quinn Medicine Woman*, and guest appearances on *Cagney and Lacey*, *Knots Landing*, *Perry Mason*, *Matlock*, *Murder She Wrote*, *ER*, *Miami Vice*, *NYPD Blue*, *The West Wing*, and *Joan of Arcadia*. He lives in Los Angeles where he is currently directing a play about the Amistad trial entitled *A Providential Occurrence*.

**Kaycee Moore** (Stan’s wife) Moore had only acted in live theater before starring in *Killer of Sheep*. Afterwards, she went on to star in Billy Woodbury’s *Bless Their Little Hearts* (1984), which was written and shot by Charles Burnett. That same year, she went back home to Kansas City, Missouri for a few months to help her mother start up the Kansas City chapter of the Sickle Cell Disease Association of America, and she ended up staying on, acting as Executive Director after her mother’s death in 1990. In 1991, filmmaker Julie Dash, wowed by Moore’s performance in *Killer of Sheep*—particularly the improvised scene in which she is yelling at the characters Smoke and Scooter on the front porch—cast Moore in her 1991 film *Daughters of the Dust*. After filming, Moore returned to Kansas City to continue her work fighting Sickle Cell Disease. In 1994, she shared the screen with Isaac Hayes and Martin Sheen in the Kansas City independent film *Ninth Street*, adapted from a play of the same name. She continues to work at the Kansas City SCDA as a grant writer and has finished a screenplay entitled *Track 14*, a historical drama about the Kansas City area.

**Charles Bracy** (1945 – ) (Bracy) Burnett and Bracy attended John C. Fremont High School together. Both interested in electronics and from Southern transplant families, they became fast friends. Upon graduating, they both studied at City College to become electricians but Bracy, then sharing a two-bedroom apartment with his mother and six siblings, dropped out to get a full time job. When Burnett began making films at UCLA, he asked Bracy if he’d like to participate. “Professional baseball and acting were the only two things I ever wanted to do, so of course I said yes,” says Bracy. Burnett suggested that if Bracy really wanted to pursue acting as a career, that he train professionally. And so Bracy enrolled in the studio of famous acting coach Estelle Harmon, who had worked with such stars as Marilyn Monroe and Rock Hudson. Bracy acted in a handful of Burnett’s student films, including the short *Several Friends*, which was the precursor to *Killer of Sheep*. Bracy’s major feature film debut was *The Million Dollar Rip-Off*. After this, he co-starred in *Killer of Sheep* and went on to act in a number of made-for-television movies, including *Human Feelings* (1979) and *The Ambush Murders* (1982). For the past twenty years, he has been working as a set designer on such films as *Contact*, *Men in Black*, and *Hook*. He plans on retiring this year and is considering trying his hand at acting again.

## THE PARTICIPANTS REMEMBER...



### **Henry Gayle Sanders on *Killer of Sheep*:**

One of the things I remember about *Killer of Sheep* was the honesty of it. There were a lot of action films going on around then, a lot of what people call “Blaxploitation” movies but nothing like *Killer of Sheep*. Well, there was another film called *Sounder* that came out around that time that portrayed black farmers, but nothing that just showed urban life and people just struggling to make a decent life for themselves. [*Killer of Sheep*] was just so powerful... those images [Charles Burnett] had, I can understand why it’s had this following over the years. It was unfortunate that earlier it didn’t have that type of big distribution that it’s finally getting now. It is such a simple, beautiful movie.

### **Charles Bracy on *Killer of Sheep*:**

It was heartwarming. And enlightening. The people in the community were really open minded and kindhearted. They really helped us come along with the project. A lot of people put in volunteer time. They put in a lot of time they could have spent doing other things. They were very cooperative. We had a lot of fun. We put a lot of hours in and we found times to joke and eat together and really get to know one another. There are some lines in there to this day really make me laugh. Like one of the actors, Gene Cherry was his name, had this one line, it was: “Yo’ business is yo’ business.” And well, I don’t know, it was very funny at the time, we would always be saying it to each other. In fact, I still say that to Charles sometimes. And then I had a line about how I wanted to get up to Los Alomitos to bet on a horse but the tire is flat [“I told you to keep a spare but you’re a square. That’s why you don’t got no spare!”] and well, I bet you were watching the picture and saying, “Boy, that fool must be crazy” [laughs]. Last time Charles and I watched it we cracked up and he told me, “See, look how slender you were back then.” I’m not so slender any more.

### **Sanders on the slaughterhouse sequences:**

I remember Charles and I driving in his Volkswagen to San Francisco, and outside of San Francisco [in Solano] there’s a slaughterhouse, which is where we shot. The day we got there, we were planning to shoot but it was closed so the two of us go to this dinky hotel and first thing in the morning we go into shoot. It was only me and Charles so I remember I was doing everything, the clapboard, light readings... and the sheep were there and we didn’t actually kill any of them but the sheep were herded into a room and I was whacking these sheep in the back of the head with this stun gun and there’s a conveyor belt with hooks that pulls them up by the leg like you see in the movie with the sheep hanging upside down. It was... well, I used to be a pretty big lamb eater and now I don’t eat lamb.

### **Burnett on the action sequences:**

Two shots come to mind that are pretty funny: the shot with kids on the bicycle with the dogs barking at them. There used to be this big dog that would run up and attack you every time you came down this one street, it didn't matter if you were on foot or in a car or anything. So I figured if we just sent these kids down the street on a bike the dog would run up to them and bark and growl but he wouldn't do it. It was a huge dog but I think he maybe knew what was going on. So this one kid had this tiny black dog and said "My dog will do it," and that's how we shot it but the effect was quite different. The other shot was the kids jumping over the roof. They used to do this all the time but I just remember thinking when I was shooting them, "Oh, wow, if one of these kids happens to fall and break his neck right now, it would be my fault because I told them to do it." Because it was really dangerous. That was like three stories up. It was a sort of scary thought.

**Sanders on the acting process and working with Burnett:**

Well, the script was written so well... and, I mean, you find pieces of yourself and pieces of other people in everything. [Stan] was dealing with a lot more than I ever have had to deal with but I've had friends who have been struggling to get by. I took from my experiences and their experiences and I didn't really base the character on any one particular person. Charles gave you free range to explore things, which is always good for an actor. He let you try things out.

**Kaycee Moore on Burnett:**

Charles was good to work with. He was quiet, he had a calming aura about him, he was pleasant. He didn't get excited easily. He never got upset with me easily, which is saying a lot because people get upset with me easily... I like a director who is patient or a director who will shout at me, really give it to me so I can do something with it. I don't go for those bland oatmeal directors, not too hot, not too cold. Charles was good. Charles was patient and a very good director.

**Sanders on Moore:**

Kaycee was wonderful, absolutely wonderful. There were so many moments, like the dancing scene, I really enjoyed that one. She was really good, just a joy to work with. It's surprising that her career didn't take off but I guess she's out there in Kansas doing some important work.

**Moore on the acting process and working with Sanders:**

That one scene where I was bawling the guy out on the front porch, I improvised that, that was all me. That was real Kaycee... The way [Sanders] played Stan, he never laughed, smiled, got angry... So I worked off of that.

**Bracy on working with Sanders and Moore:**

Working with Henry was great, we got along from the first day we met. We sat around and shared our ideas and so forth and we really clicked. I knew from the first time I met him that he was a very talented actor and all he needed was a big break and he'd go places. Kaycee was a very talented very beautiful young lady with a good head on her shoulders. She really knew how to act. And she knew what direction she was headed. She was easy to work with and she took Charles' direction well. I loved working with them both and I would love to work with either of them again.

**Burnett on Moore and Sanders:**

Kaycee was very dynamic... Henry was low key in a lot of ways. He's not as volatile, his style of acting is completely different. He'd had more training, and Kaycee had an innate ability cause she's just dramatic, period... In the end it did work well because his character was supposed to be slowly withdrawing from the whole relationship.

**Bracy on Burnett:**

We went to John C. Fremont High School together in LA. We met in the 11<sup>th</sup> grade. I set up the PA system for assemblies and things like that and he was on my crew and well, he ran track and I played baseball and football so we had things in common. After we graduated, we both went to City College and studied

electronics. I quit school and started working full time on my own to support myself and after about a year, Charles called me up one day—at this point he had already switched to studying film—and he asked if I wanted to be in a short student film of his. Now, professional baseball and acting were the only two things I ever wanted to do, so of course I said yes. And so I ended up helping him out on his films.

Working with Charles is just like closing your eyes and cruising. For me it's like cruising down memory lane. It's just easy, his directions are easy to work with and it's great. He puts you at ease and he's very knowledgeable. When he went to school he learned the business from A to Z. Some of us call him the professor [laughs]. He has a quality about him. And he believes in quality films, not films that will degrade people, he's not into films with hard sex and hard violence.

I was just over there at his house telling him how it's been exactly 44 years since we walked the stage together. We go back a long, long way. And Charles' mom she was very fond of me also. She's deceased now but I miss her. Wonderful lady, Alma was her name.

**Burnett on *Killer of Sheep*:**

There wasn't any notion of getting a theatrical release. The conditions weren't anything like there is now. There were couple of smaller independent companies willing to put out films, Unifilms was one of them, but no, it was nothing like today. What we were doing was basically a reaction about how some films are made about the working class and the working poor and how the problems were always so simple and clear-cut and easily solved. And I came from an environment where there was no one solution.

We would film our lives, people would look at a slice of life and we would discuss the problems and issues that came up. It was never made for just for entertainment. It was for discussion. The success of the film today is still kind of eerie and hard to imagine... I wouldn't say it's getting a second life so much as it just took this long to finally be born.

Visually it was scripted and storyboarded but there were moments of improvisation, like Kaycee yelling at those guys on the porch. And in the car, I just kind of gave a general direction and let them say what ever they wanted... It's supposed to be a naturalistic sort of thing. The idea was supposed to be just fit in, do what you do normally. It's a story of people living, each moment counts.

## QUOTES FROM PRESS AND CRITICS

"Burnett is one of film's poets. His extraordinary lyric gifts and strikingly humanistic imagery are abundantly present [in *Killer of Sheep*]. It shouldn't be missed... A flat-out treasure, impervious to time."

— Jay Carr, *The Boston Globe*

"*Killer of Sheep* caught the lives of the children with a fidelity to how kids really do fight, play, and cry — and how they can sometimes be cruel simply because they're so scared."

— Roger Ebert

"*Killer of Sheep* is one of the most striking debuts in movie history and an acknowledged landmark in African-American film."

— Terrence Rafferty, *GQ*

"*Killer of Sheep* represents the highest example of contemporary black American life put on screen because of Burnett's integrity to view it purely, without typical corrupted Hollywood devices."

— Armond White, *Film Comment*

"Like Renoir, Ozu, Altman, Leigh—like Chekov—Burnett presents his characters in the round, justifying themselves to themselves... What the Italian neorealists accomplished in the years after World War II... Burnett—a one man African-American New Wave—achieved with [*Killer of Sheep*]: he gave a culture, a people, a nation new images of themselves."

— Nelson Kim, *Senses of Cinema*

"There may be no better contemporary American filmmaker who has so richly evoked the infinite varieties and textures of life, black or otherwise."

— Scott Foundas, *LA Weekly*

"A masterpiece of American neo-realism."

— Monona Wali, Director of *Maria's Story*

"I think a strong case can be made that Charles Burnett is the most gifted and important black filmmaker this country has ever had. But there's a fair chance you've never heard of him because he isn't a hustler, he's never had mainstream success and all his work to date has been difficult to pigeonhole."

— Jonathan Rosenbaum, *Chicago Reader*

"*Killer of Sheep* has assumed the status of legend in American underground cinema."

— Jim Ridley, Nashville Scene

"[*Killer of Sheep*] is formally one of the most interesting narrative films ever, since it suggests that poverty deprives people of a third act. If it were an Italian film from 1953, we would have every scene memorized."

— Michael Tolkin

"A poetic evocation of working class life in and around the Watts area of South Central Los Angeles"

— Michael Sragow, *New York Times*

"The film at once recalls the episodic nature of John Cassavetes's earlier works, primarily *Shadows* and his masterpiece *Faces*, the plaintive allegory of Robert Bresson's *Au Hasard Balthazar* and the humanist works of Jean Renoir. Despite these influences, the film's sad yet proud vision of black life in the ghetto is distinctly Burnett's own, and one that would influence David Gordon Green's beautiful *George Washington*."

— Ed Gonzalez, *Slant*

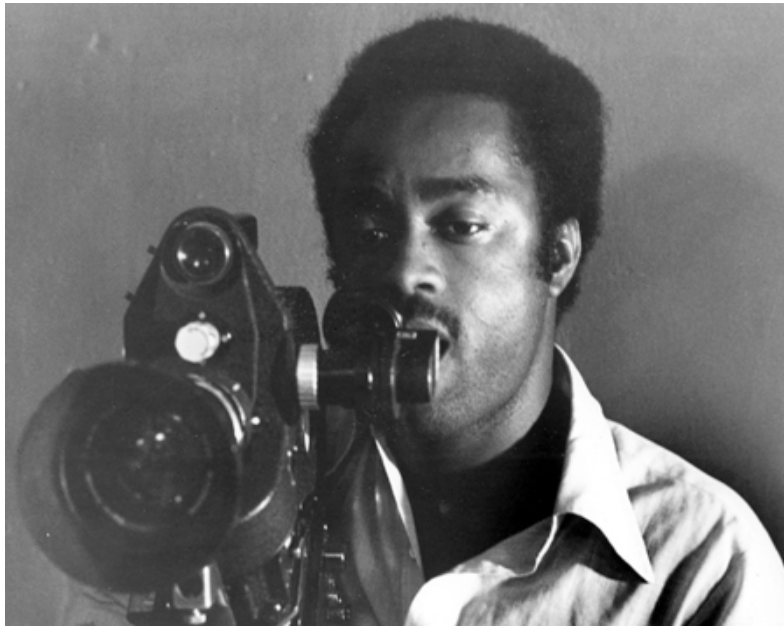
“A miracle of human decency and exalted artistry... kissed with the rigor of a Bresson, the gentle eye of an Ozu... Burnett possesses what may be the rarest quality in American film—tenderness.”

— John Powers, *Best of L.A. 2003*

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## QUOTES FROM CHARLES BURNETT



“I don’t think I’m capable of answering problems that have been here for many years. But I think the best I can do is present them in a way where one wants to solve these problems.”

“I have no interest to do cars banging into each other... most of the films I like to do aren't very commercial. They're not high concept. They're hard to pitch to executives. They're character-driven and theme-driven. I mean, I'm not trying to be sophisticated, but my movies are not designed for 18-year-olds.”

“Hollywood wasn't accessible to black independent filmmakers, or films by people of color, unless they were black exploitation films. You never expected anything from Hollywood. Filmmaking was for you making personal and political statements.”

“I just wanted to do regular stories.”

“The person you are and the things you have to say are the same thing.”

## MILESTONE FILM & VIDEO

“Milestone Film & Video is an art-film distributor that has released some of the most distinguished new movies (along with seldom-seen vintage movie classics) of the past decade”

— Stephen Holden, *New York Times*

“Since its birth the Milestone Film & Video Co. has steadily become the industry's foremost boutique distributor of classic and art films — and probably the only distributor in America whose name is actually a guarantee of some quality.” — William Arnold, *Seattle Post-Intelligencer*

“Milestone Film and Video [is] one of the finest of the boutique labels.”

— Dave Kehr, *New York Times*

Milestone enters its seventeenth year of operation with a reputation for releasing classic cinema masterpieces, new foreign films, American independent features and groundbreaking documentaries. Amy Heller and Dennis Doros first started Milestone in 1990 with the goal of finding and releasing the best films of the past and the present. In 2003, Nadja Tennstedt joined the company as director of acquisitions and international sales.

Thanks to the company's rediscovery, restoration and distribution of such important films as Mikhail Kalatozov's *I am Cuba*, Marcel Ophuls' *The Sorrow and the Pity*, and Alfred Hitchcock's *Bon Voyage* and *Aventure Malgache*, the company has long occupied a position as one of the most influential independent distributors in the industry. Over the years, Milestone has released a wide range of classic films in sparkling restorations including Gloria Swanson and Rudolph Valentino in *Beyond the Rocks*, Henri-Georges Clouzot's *The Mystery of Picasso*, F.W. Murnau's *Tabu*, Merian C. Cooper and Ernest B. Schoedsack's *Grass and Chang*, E.A. Dupont's *Piccadilly*, Lotte Reiniger's animation masterpiece, *The Adventures of Prince Achmed*, Michael Powell's *The Edge of the World*, and Jane Campion's *Two Friends*. Milestone has co-presented important film with such stellar contemporary filmmakers as Martin Scorsese, Francis Ford Coppola, Steven Soderbergh, Woody Allen, Thelma Schoonmaker Powell, Jonathan Demme and Dustin Hoffman.

In 1995 Milestone received a Special Archival Award from the National Society of Film Critics for its restoration and release of *I am Cuba*. *LA Weekly* chose Milestone as the 1999 “Indie Distributor of the Year.” In 2004, the National Society of Film Critics awarded Milestone Film & Video their prestigious Film Heritage award. In 2004, the International Film Seminars awarded Milestone the Leo Award, named for indie distribution pioneer Leo Dratfield and the New York Film Critics Circle voted a Special Award “in honor of 15 years of restoring classic films.” In 2006, Milestone/Milliarium Zero won Il Cinema Ritrovato Best Rediscovery Award for its DVD release of *Winter Soldier*.

Milestone is working with the Mary Pickford Foundation on a long-term project to preserve, re-score and release the best films of the legendary silent screen star. The company has also established strong working relationships with some of the world's great film archives, including the British Film Institute, UCLA Film & Television Archive, George Eastman House, Library of Congress, Nederlands Filmmuseum and Norsk Filminstitut. In 2000, Milestone's 10th Anniversary Retrospective was shown in venues nationwide and Milestone raised and donated \$20,000 from these screenings to four archives in the United States and England

Milestone has introduced US audiences to many exciting new foreign films, including Manoel de Oliveira's *I'm Going Home*, Bae Yong-kyun's *Why Has Bodhi-Dharma Left for the East?*, Hirokazu Kore-eda's *Maborosi*, Takeshi Kitano's *Fireworks (Hana-Bi)*, Tareque Masud's *The Clay Bird* and Jerzy Stuhr's *The Big Animal*.

After building a successful video line, Milestone worked with Image Entertainment to create the “Milestone Collection” label, which released dozens of critically acclaimed DVDs. In 2006, Milestone launched its own



in-house DVD division, the “Milestone Cinematheque.” With a mandate for quality and featuring numerous and exciting bonus features, all of the Cinematheque's first five releases were chosen by national critics for their Top Ten DVDs lists, including writers at the *Los Angeles Times* and the *New York Times*.

In 2005, Milestone launched its second company, Milliarium Zero, dedicated to releasing socially important films including *Winter Soldier*. In 2007, Milestone will release theatrically Kent Mackenzie's *The Exiles* (restored by UCLA), Margot Benacerraf's *Araya* and *Reveron* as well as the films of Charles Burnett. Milliarium Zero plans to release a restoration of Lucy Massie Phenix's stirring documentary history of grassroots organizing, *You Got to Move* in 2007.

The Library of Congress has selected nine Milestone films for its prestigious National Film Registry: Charles Burnett's *Killer of Sheep*, *Tabu*, Edward S. Curtis' *In the Land of the War Canoes*, Mary Pickford's *Poor Little Rich Girl* and *Tess of the Storm Country* (1914), *The Phantom of the Opera, It*, Winsor McCay's *Gertie the Dinosaur*, and *Grass*.

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## THEATRICAL PLAYDATES

3/30-6/21/07 IFC Center, New York, NY  
3/30-4/5/07 Jacob Burns Film Center, Pleasantville, NY  
4/6-12/07 Nuart Theatre, Los Angeles, CA  
4/12-15/07 Wisconsin Film Festival, Madison, WI  
4/13-19/07 NuWilshire Theatre, Santa Monica, CA  
4/15/07 James River Film Festival, Richmond, VA  
4/19-28/07 Atlanta Film Festival, Atlanta, GA  
4/19-22/07 Gold Town Nickelodeon, Juneau, AK  
4/20-27/07 Mary Riepma Ross Film Theater, Lincoln, NE  
4/20-5/3/07 Starz Center, Denver, CO  
4/20-26/07 Claridge Cinemas, Montclair, NJ  
4/22-24/07 Cinestudio, Hartford, CT  
4/27/07 Athens Film Festival, Athens, OH  
4/27-5/3/07 Athens Cine, Athens, GA  
4/27-5/3/07 The Little Theatre, Rochester, NY  
5/3-6/07 Maryland Film Festival, Baltimore, MD  
5/4-10/07 BAM Rose Cinemas, Brooklyn, NY  
5/4-10/07 Midtown Art Cinema, Atlanta, GA  
5/4-10/07 Cinema 21, Portland, OR  
5/4-17/07 Spectrum 8 Theatres, Albany, NY  
5/10/07 Art Museum of South Texas, Corpus Christi, TX  
5/11-31/07 The Ritz, Philadelphia, PA  
5/11-16/07 Amherst Theatre, Buffalo, NY  
5/11-17/07 Fall Creek Pictures, Ithaca, NY  
5/11-17/07 Charles Theater, Baltimore, MD  
5/17-20/07 Little Rock Film Festival, Little Rock, AR  
5/18-24/07 Castro Theatre, San Francisco, CA  
5/18-24/07 Smith Rafael Film Center, San Rafael, CA  
5/18-31/07 Shattuck Cinemas, Berkeley, CA  
5/18-6/1/07 University of Cincinnati, OH  
5/19-24/07 Upstate Films, Rhinebeck, NY  
5/21-23/07 Alamo Drafthouse, Austin, TX  
5/25/07 Valley Gold Show Studio, Youngstown, OH  
6/1-12/07 Angelika Film Center, Dallas, TX  
6/1-21/07 E Street Cinema, Washington, DC  
6/1-7/07 Nickelodeon Cinema, Santa Cruz, CA  
6/7-10/07 Memphis Brooks Museum of Art, Memphis, TN  
6/7-10/07 Winston-Salem Cinema Society (at the Southeastern Center for Contemporary Art), Winston-Salem, NC  
6/8-17/07 Museum of Fine Arts, Boston, MA  
6/8-17/07 Belcourt Theatre, Nashville, TN  
6/8-17/07 The Screen, Santa Fe, NM  
6/8-10/07 Emerging Cinemas at Theatre N at Nemours, Wilmington, DE  
6/14 & 6/16/07 Paramount Center for the Arts, Peekskill, NY  
6/15-19/07 Emerging Cinemas at the Lake Worth Playhouse, FL  
6/15-23/07 Museum of Fine Arts, Houston, TX  
6/15-21/07 Landmark Theatres, Minneapolis, MN  
6/18-21/07 State Theatre, State College, PA

6/20-26/07 **Merrill's Roxy Cinema**, Burlington, VT  
 6/22-7/5/07 **Melwood Screening Room**, Pittsburgh, PA  
 6/22-7/5/07 **Northwest Film Forum**, Seattle, WA  
 6/23/07, 6/26/07, 6/28/07 **Cinematheque Ontario**, Toronto, ON, Canada  
 6/25-30/07 **Cinema Paradiso**, Fort Lauderdale, FL  
 6/29-7/5/07 **Ken Cinema**, San Diego, CA  
 6/29-7/5/07 **Tivoli Theatre**, St. Louis, MO  
 6/29-7/1/07 **Modern Art Museum of Fort Worth**, TX  
 6/29-7/5/07 **Capri Theatre**, Montgomery, AL  
 7/6-8/07 **Flint Institute of Art**, Flint, MI  
 7/6-19/07 **Loft Theatre**, Tucson, AZ  
 7/11 & 13/07 **Munson-Williams-Proctor Art Institute**, Utica, NY  
 7/13-17/07 **Maine International Film Festival**, Waterville, ME  
 7/13-15/07 **Cleveland Institute of Art Cinematheque**, OH  
 7/17/07 **Jacob Burns Film Center**, Pleasantville, NY  
 7/20-26/07 **Tower Theatre**, Salt Lake City, UT  
 7/20-26/07 **Market Street Cinema**, Little Rock, AR  
 7/20-26/07 **Fargo Theater**, Fargo, ND  
 7/20-25/07 **Metro Cinema**, Edmonton, AB Canada  
 7/24-31/07 **The Movies**, Portland, ME  
 7/27-8/2/07 **Urban Institute of Contemporary Art**, Grand Rapids, MI  
 7/27-8/2/07 **Pleasant Street Theater**, Northampton, MA  
 7/28/07 **Pan African Film and Arts Festival (Woodruff Arts Center/Rich Theatre)**, Atlanta GA  
 7/28/07 **Mid Atlantic Black Film Festival at the Historic Attucks Theatre**, Norfolk, VA  
 7/30-31/07 **Tulsa City County Library**, OK  
 8/3-6/07 **One Night Cinema**, Phoenix, AZ  
 8/3-9/07 **Music Box Theatre**, Chicago, IL  
 8/3-9/07 **Van City Theatre**, Vancouver, BC Canada  
 8/10-16/07 **Guild Cinema**, Albuquerque, NM  
 8/10-16/07 **Avalon Theater**, Grand Junction, CO  
 8/11 & 13/07 **Utica Theatre**, Utica, NY  
 8/12/07 **Hopkins Film Center**, Hanover, NH  
 8/12-16/07 **Nickelodeon Theatre**, Columbia SC  
 8/13-16/07 **Ragtag Cinema**, Columbia, MO  
 8/22/07 **Vernon Towne Theatre**, Vernon, BC Canada  
 8/24-26/07 **The Light Factory**, Charlotte, NC  
 8/26-27/07 **Red Vic Movie House**, San Francisco, CA  
 8/31-9/6/07 **Winnipeg Cinematheque**, Winnipeg, MB Canada  
 9/6-9/07 **Detroit Institute of Arts**, MI  
 9/7/07 **Rutgers Film Coop/NJ Media Arts Center**, New Brunswick, NJ  
 9/7-13/07 **Crest Theatre**, Sacramento, CA  
 9/8/07 **Browning Cinema**, Notre Dame, IN  
 9/12/07 **Cincenta**, Victoria, BC Canda  
 9/14/07 **Fresno Filmworks**, CA  
 9/14-20/07 **Cable Car Cinema**, Providence, RI  
 9/17/07 **Cleveland Institute of Art Cinematheque**, OH  
 9/19/07 **University of Colorado**, Boulder, CO  
 9/21-27/07 **Abbey Theatre**, Durango, CO  
 9/21-27/07 **Burns Court Cinemas**, Sarasota, FL  
 9/21-25/07 **Broadway Theatre**, Saskatoon, SK Canada  
 9/24/07 **Tivoli Theatre**, Downers Grove, IL  
 9/25/07 **Duke University**, Durham, NC

9/26-27/07 Cinema Arts Center, Huntington, NY  
9/27-29/07 Wexner Center, Columbus, OH  
9/28-10/4/07 Amherst Cinema, Amherst, MA  
9/28-30/07 Port Townsend Film Festival, WA  
9/28-10/4/07 Bijou Cinema, University of Iowa, Iowa City, IA  
10/12-14/07 New Orleans Film Festival, LA  
10/19/07 Cinema at the Whitney, Yale University, New Haven, CT  
10/19-25/07 Art Center Cinema, Salina, KS  
10/23-28/07 Cinema 320 at Clark, Worcester, MA  
10/24/07 University of California, Santa Barbara, CA  
10/25 & 27/07 Pacific Film Archive, Berkeley, CA  
10/27/07 UCLA Film Archive, Los Angeles, CA  
11/1-4/07 Virginia Film Festival, Charlottesville, VA  
11/2 & 4/07 Sonoma Film Institute, Rohnert Park, CA  
11/2-15/07 Fort Wayne Cinema Center, Fort Wayne, IN  
11/6/07 Market Arcade Film & Arts Centre, Buffalo, NY  
11/8-13/07 Cornell Cinema, Ithaca, NY  
1/5/08 North Carolina Museum of Art, Raleigh, NC  
1/29/08 Culinary Institute of America, Hyde Park, NY  
2/22/08 George Eastman House, Rochester, NY  
4/16-20/08 Ybor Festival of the Moving Image, Tampa, FL

**TOTAL GROSS AS OF 8/31/07:  
\$368,183.47**