

From Raintree County
to Seabiscuit ...

...Horse Country a
Favorite for Film Makers

Made *in* Kentucky

By Robert Bolson

What do the movies *My Old Kentucky Home*, *The Ladies from Kentucky*, and *Pride of the Bluegrass* share in common? Well, all of them are movies about racing but none was actually shot in Kentucky. Nary a scene, except for some footage from actual Kentucky horse races.

But while those moviemakers may have found other places to replicate the Bluegrass, many producers have discovered there's nothing like the real thing.

This summer's upcoming Universal Studio's major motion picture *Seabiscuit* could be far and away the most successful movie ever shot in Kentucky. It is definitely the biggest budget movie ever made in the state, according to the Kentucky Film Commission.

Keeneland Race Course, transformed into Pimlico racetrack, served as background for the movie's climactic "match race" scene. What was the trump card that ultimately lured *Seabiscuit* to Kentucky? Keeneland itself, according to Jim Toole, executive director of the Kentucky Film Commission. "Gary (Ross) fell in love with Keeneland from the get-go." Ross is the director of *Seabiscuit*. "We were competing with 19 other states for *Seabiscuit*. I can't say enough about Keeneland. They cringe when they see me coming. We're an army of vehicles and an army of people. Making a movie is like setting up an entire small town. They have been so great to work with over the years."

Seabiscuit joins a long and impressive (and growing) list of memorable movies made wholly or in part in Kentucky dating all the way back to the early 1900s. Vintage classics like *Kentucky* (1938), *Gone With the Wind* (1939), *The Kentuckian* (1955), *Raintree County* (1957), *April Love* (1957), and *Goldfinger* (1964) top the list.

The first "moving picture" ever made in Lexington, apparently untitled, was shot in October 1912 and included scenes from Elmendorf Farm. The star of the picture was Lexington itself. The movie was a tourism film, depicting life and people and places in Lexington. The local newspaper advised citizens how to behave if caught on camera, noting, "It is desired that the school children and students appear at their very best in this picture as well as everything else as it will not only be exhibited in Lexington, but will be shown in practically every town in the State which has a moving picture theater."

In April 1922 then famous and now long-forgotten Hollywood motion picture star King Baggot spent several days in and around Lexington and at Churchill Downs scouting movie locations for a "romantic love story" interwoven with the tale of a Thoroughbred followed from foal to finish-

"Seabiscuit" crosses
the finish line at a
Keeneland outfitted to
look like 1938 Pimlico.

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er in the Kentucky Derby. The movie was also to star legendary racehorse Man o' War, but was apparently never made.

Lexington's first major action film, *The Crossroads of Lexington*, was filmed in the summer of 1922. The *Lexington Herald* reported that more than 200 persons responded to the director's call for volunteers to act in the movie's final scene, a comedy variation of "Casey at the Bat."

Elmendorf and Elsmade farms in Lexington were home to several scenes shot in 1931 for the MGM "sound picture" *Horseflesh*. The closing scene of the movie included footage of the 57th Kentucky Derby.

Few movies filmed in the state are more memorable than *Kentucky*, a love story/quest for the Kentucky Derby tale made in 1938 and starring Walter Brennan. Brennan received an Oscar for his supporting role. Don't bother looking for this one at your local Blockbuster; you won't find it. But check your cable guide and you just might stumble across it from time to time on the American MovieClassics (AMC) channel.

Almost two decades later, in the summer of 1956, the quaint, quiet, and picturesque community of Danville became the backdrop for what was intended to be the next *Gone With the Wind* — *Raintree County*, starring such notable stars as Elizabeth Taylor, Montgomery Clift, Eva Marie Saint, and Lee Marvin. The lavish if not over-the-top Civil War film, based on the book by Ross Lockridge Jr., utilized hundreds of area extras including Lexington horsemen Preston Madden



E. Martin Jeseel/Lexington Herald-Leader.

Raintree County stars Montgomery Clift and Elizabeth Taylor at Blue Grass Field in 1956.

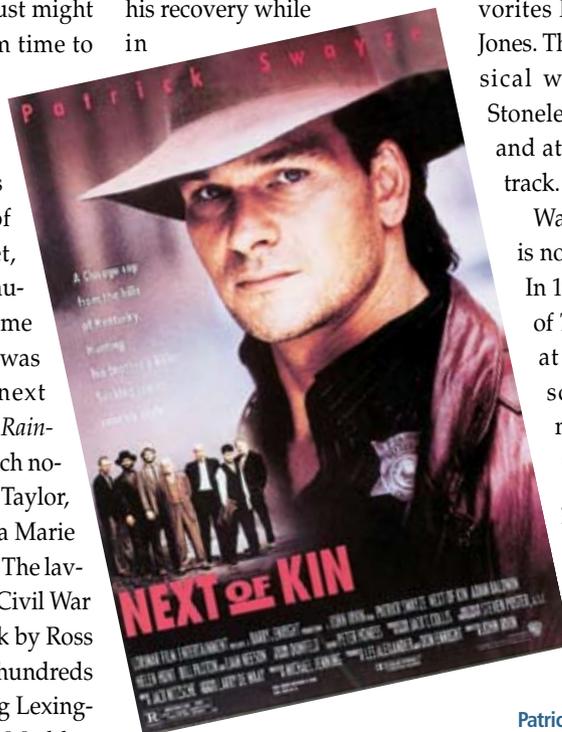
and Brownell Combs. Production on the movie was halted temporarily midway through filming by Clift's near-fatal and disfiguring automobile accident which occurred before the shooting moved to Danville. Luckily, Clift was able to complete his scenes and continued his recovery while in

Danville.

Less than a year later, filming in Lexington began on another movie that would become another local favorite. The 20th Century-Fox film *April Love* (originally titled *Young in Love* — a remake of the earlier *Home in Indiana*) starred perennial favorites Pat Boone and Shirley Jones. The largely forgotten musical was filmed in part at Stoneleigh and Dixiana farms and at The Red Mile harness track.

Walt Disney Productions is no stranger to Lexington. In 1963, Disney filmed part of *The Tattooed Police Horse* at The Red Mile. Other scenes of the obscure movie were filmed at Castleton, Walnut Hall, and Eaton Ridge farms.

More recently, Lexington and Central



Patrick Swayze, star of the largely forgettable *Next of Kin*.

Some of the movies produced wholly or in part in Kentucky:

- The Kentuckian
- Gone With The Wind
- Raintree County
- April Love
- The Flim-Flam Man
- The Great Race
- Goldfinger
- How The West Was Won
- The Thoroughbreds
- Black Beauty
- Centennial*
- Steel
- Coal Miner's Daughter
- Stripes
- Kentucky Woman*
- Sylvester
- Bluegrass*
- Eight Men Out
- Huckleberry Finn*
- Fresh Horses
- Rain Man
- In Country
- Next of Kin
- A Rage in Harlem
- Little Man Tate
- A League of Their Own
- Lost in Yonkers
- A Horse for Danny*
- Fire Down Below
- U.S. Marshals
- Seabiscuit

*Made for TV or mini-series.



In the winner's circle: a scene from the upcoming *Seabiscuit* movie.

Kentucky have hosted other movie and television production companies shooting movies such as *The Thoroughbred* (1976), *Black Beauty* (1978), and *Steel* (1980). *Steel*, filmed largely in downtown Lexington at the construction site of Kincaid Towers in the summer of 1978, starred Kentuckian Lee Majors. The movie is perhaps most memorable for the accidental death that occurred on the set during pro-

duction.

A.J. Bakunas, a leading Hollywood stuntman, was fatally injured attempting to regain his free-fall record while jumping from the 315-foot tower during filming. Bakunas died the next day at Lexington's Good Samaritan Hospital. Ironically, the 27-year-old stuntman did not "miss" his air bag target. The equipment simply failed to protect him from the 22-story fall.

Bakunas landed squarely on the air bag.

The movie's national premiere was held at Lexington's Kentucky Theatre in 1980. Footage of Bakunas' deadly leap was included in the movie's final cut as it was believed Bakunas would have wanted it that way. The movie was dedicated to his memory. Later re-released as *Look Down and Die*, the movie bombed at the box office.

Fighting for films

So just what is it that brings Hollywood back to the Bluegrass again and again? Jim Toole, executive director of the Kentucky Film Commission for the past seven years, sums it up in two simple words: tax rebate. Since 1984, Kentucky has offered a sales tax rebate program that refunds the 6 percent sales and use tax to eligible motion picture and television producers. The savings can be substantial and a valuable incentive for companies to film in Kentucky.

The Kentucky Film Commission was created in 1976 by then-Gov. Julian Carroll. Kentucky was the 13th state to form a film commission. Today Toole is a one-man show. The commission originally employed five full-time employees. Over the years budget cuts have reduced the staff to just one person. Toole spends a great deal of his time escorting movie scouts around the state, touring prospective locations for shooting. Once a movie begins its production in Kentucky, Toole switches hats, from marketing to trouble-shooting. Toole describes his role simply as "to keep everybody happy."

Toole also believes a great deal of the appeal of shooting in Kentucky is due to the friendly people, the unique places, and vast array of beautiful backdrops that the Commonwealth can offer a production company. "Ninety percent of the time if I can get a director here, I know I'll probably land at least a piece of the movie."

With states tightening their budgets and looking for new sources of revenue, Toole notes the competition has never been more intense among the seven surrounding states also seeking to entice Hollywood movie-makers to their respective states.

But movies aren't the only things being produced in Kentucky these days. Television commercials, documentaries, and music videos are also on the rise. In 2002 eight feature movies, ten commercials, and four music videos were made in Kentucky. The total economic impact on the state for 2002 for all related projects totaled a staggering \$19,900,000.

"We're doing better now than we ever have," noted Toole.



Courtesy Universal Studios/Francois Dunamel Photo

Tobey Maguire, Chris Cooper, and Jeff Bridges.

One of the more notable horse movies filmed in Central Kentucky that you've never seen was *And They're Off*, starring Jose Ferrer, Tab Hunter, Scatman Crothers, and jockeys Bill Hartack, the late Johnny Longden, and Bill

Shoemaker. Shot partially in Lexington in early 1982, the movie's major financier, Henry E. Fagan, plead guilty to embezzling \$4.8 million from two Texas banks to finance the film. Fagan, who was sentenced to eight

years in prison, assigned the film rights to the Federal Deposit Insurance Corp. The master cut was allegedly lost, and the movie never released.

And They're Off was George Clooney's acting debut. Cloo-



Life as a movie "extra" — Long hours, low pay, and lots of waiting around

So you want to be in the movies? You could spend your day hanging around the infamous intersection of Hollywood and Vine, where legend has it a teenaged Lana Turner was "discovered" while sitting on a stool in a long-gone drugstore sipping a chocolate soda. Or you could try working as a "background actor" — also known as an "extra" — and hope to find your fame and fortune that way.

In November, I spent a couple of days working as a paid extra on the set of the major motion picture *Seabiscuit*, shot partially in Central Kentucky and at Keeneland Race Course. Based on Laura Hillenbrand's best-selling book of the same name, the movie stars current Hollywood heartthrob and box office powerhouse Tobey Maguire, plus other well-known actors Jeff Bridges, Chris Cooper, and William H. Macy.

The reality of working as an extra on any movie, including *Seabiscuit*, is that there is precious little fame, far less fortune, but, for many, lots of fun. And isn't that what movies are sometimes all about?

How does one become an extra in a multi-million-dollar budget movie like *Seabiscuit*? It's actually easier than you might think. Sometimes it is as easy as showing up to an open casting call. That was the case in September when Bill Dance, *Seabiscuit*'s extras casting director, invited wannabe extras to attend one of the 10 "open casting calls" held over two days at Lexington's Marriott Griffin Gate Resort on Newtown Pike.

Dance, whose extras casting credits include such notable movies as *Jerry Maguire*, *Steel Magnolias*, and more recently, *A Beautiful Mind*, was seeking people of all races, shapes, and sizes to portray authentic-looking 1930s racing fans, upscale horse owners, trainers, and jockeys.

Arriving at 8 a.m., the first available session on the first day, I chose to wear a tan fedora that I bought just for the occasion at The Mad Hatter in downtown Lexington, along with a simple tan suit that seemed to resemble one I noted in a vintage photograph from

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ney reportedly had a minor role in the movie alongside his cousin, actor Miguel Ferrer (son of the movie's main star Jose Ferrer), and is said to have caught the acting bug as a result of his experience.

According to the book *Book of Movie Facts & Feats*, well over 100 feature films on horse racing were made between 1910 and 1987.

While there have been many movies made in Kentucky over the years, not all of them are necessarily good movies. Most recently, *Sylvester* (1985) and *Simpatico* (1999) were shot in the Bluegrass. Neither was particularly noteworthy nor a box office smash. Not even actors like Sharon Stone and Nick Nolte could save *Simpatico*, based on a Sam Shepard play,

from becoming a cluttered stem-winder. Jeff Bridges also starred, making his role in *Seabiscuit* a reunion of sorts with the Bluegrass.

It is anticipated that many more movies will be shot in Kentucky, according to the Kentucky Film Commission. Some will be big, some not so big, and all will be welcome. Clearly Kentucky and horses and Hol-

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Hillenbrand's book. Surprisingly, the room was not completely filled. "Better for my chances," I remember thinking.

There would not be any screen tests or acting auditions. During the two-hour session, Dance closely surveyed everyone in attendance. Exactly what was he looking for? "Don't try to figure it out," Dance announced at one point. "You couldn't figure it out if you tried."

After sharing his emotionally charged movie-making experiences for nearly two hours (a crafty ploy designed to allow Dance to observe you and your responses to his tales), Dance walked among the anxious attendees — some dressed in full vintage '30s attire — making his selections. All in all over the two days, several thousand came, but only a few hundred would be chosen. After having my picture taken, I was herded out of the large, austere meeting room along with several dozen other lucky folks so that Dance's next session could begin. He would repeat the exercise again and again over the next two days.

Film days run long, generally 12 hours a day. Many times you receive only a day's notice that you have been "cast" to be in a scene. Check-in time is normally very early, as early as 3:30 a.m. for some extras. Generally, the more involved your appearance (i.e., what it takes to get your look just so), the earlier you are needed on the set. As a rule, men are easier. Women require much, much more attention. The wardrobe and make-up folks are painstakingly accurate to history for period pictures.

My check-in time on my first day was 6:15 a.m. Within 30 minutes I had completed wardrobe, hair, and make-up. I have a "tough beard," according to one of the make-up artists. "We'll be chasing you down this afternoon," she informed me. "About mid-day women come in for re-touches on their lipstick and make-up; men come in to get shaved."

After being given the official "thumbs up," I was directed upstairs to the "Extras Holding Room." The room was filled with hundreds of other extras nattily attired to resemble life in the 1930s. Some were designated as "race fans," while others were "cronies," "gangsters," "cops," and a few, "derelicts." Many of the extras had breakfast, read newspapers, and chatted excitedly while waiting for the call to report to the set. Dressed in a vintage fedora and dark suit, I was

designated as a race fan. I asked a fellow extra what the previous day's shooting had been like. "It was 11 hours of standing around," he remarked. Today would be no different.

Eventually I was handed a reproduction 1938 *Daily Racing Form* newspaper and a pair of fake binoculars and ushered onto the set, Keeneland's grandstand, along with hundreds of others to shoot a race scene between Seabiscuit and War Admiral. Catching a glimpse of actor Jeff Bridges, one of the extras contemplated asking him for an autograph. But that's a no-no during a movie's production, as is bringing a camera onto the set or wearing cologne or an antiperspirant, which can damage vintage clothing that must be returned to the studio at the end of filming for use in other movies.

An extra's day is generally filled with following directions from one of the many assistant directors, learning movie-making terms such as "Picture's up" and "Roll sound" and most often, standing around and waiting. Waiting to go on the set, waiting for the director to yell "background...action," waiting for cameras and actors to be repositioned, and waiting for more waiting.

But not one of the extras I spoke with on the set during filming would have missed it for all of the gold in Fort Knox. After all, how often does Hollywood hit the Bluegrass?

Even when the temperature hovered only around 30 degrees while shooting the movie's all-important "match race" scene, complaints from extras positioned around the track were amazingly few. Approximately 4,000 non-paid extras were also recruited for the day's shots, the largest number of extras ever used in a single movie scene, according to one of the movie's production assistants.

So why would thousands of people stand outside all day, shivering, damp, and possibly frostbitten? Was it the slight chance to rub elbows with Hollywood's elite? Maybe. Was it the bank-busting salary a paid extra receives? Hardly. The most a paid extra can hope to make is \$75 per day, the industry standard, plus lunch. More likely, for many it was for the fun and the fleeting chance that maybe, just maybe, you'll be lucky enough to actually see yourself on the silver screen in a major Hollywood motion picture. Even if that's only for a millisecond.

Seabiscuit is scheduled for release into theaters on July 25.

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