

FSM Box 03

The MGM Soundtrack Treasury

Supplemental Liner Notes

Contents

The Apartment	1
The Fortune Cookie	3
How to Murder Your Wife	4
Duel at Diablo	7
The Russians Are Coming, The Russians Are Coming	9
The Fugitive Kind	11
A Rage to Live	15
Goodbye Again	17
The Happy Ending	21
Billion Dollar Brain	26
Shake Hands With the Devil	31
The Charge of the Light Brigade	35
The Honey Pot	37
Pussycat, Pussycat, I Love You	40
The Hills Run Red	43
Hornets' Nest	45
The 7th Dawn	47
The Glory Guys	50
Hannibal Brooks	53
The Final Option	56

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The Apartment

The premise of *The Apartment* (1960) came to legendary writer-producer-director Billy Wilder after seeing David Lean's *Brief Encounter* (1945), in which a doctor and a housewife, both married, use a friend's residence for a romantic assignation: "I always thought there was an interesting character there—the one who loans the apartment, a touching a funny character, and I kept this idea with me."

C.C. "Bud" Baxter (Jack Lemmon), an employee of the Consolidated Life insurance company, begrudgingly advances his career by loaning out his New York City bachelor pad to a string of philandering co-workers. Jeff Sheldrake (Fred MacMurray), director of personnel, promotes Baxter—with the understanding that Sheldrake can use the apartment himself to rekindle an extramarital affair. Unbeknownst to Bud, Sheldrake's paramour is elevator operator Fran Kubelik (Shirley MacLaine), with whom Bud is smitten.

Over the course of his career, Wilder worked with many of Hollywood's greatest composers, including Franz Waxman and Miklós Rózsa. His previous film, *Some Like It Hot* (1959), had been scored by Adolph Deutsch, who returned for *The Apartment*. Deutsch composed a playful "Career March," which helps chronicle Baxter's quick rise upward through the ranks at Consolidated Life, and "Lonely Room," a piece that speaks eloquently of his solitary existence amid constant reminders of the sexual escapades regularly unfolding in his apartment. Yet the most famous music associated with the film was a pre-existing work: Charles Williams's "Jealous Lover," originally composed for an obscure 1949 British film, *The Romantic Age*.

Williams (whose real name was Isaac Cozerbreit) enjoyed a successful career as a composer of "light music" and worked extensively in radio and film (including Alfred Hitchcock's *Blackmail* and *The 39 Steps*). He scored "Jealous Lover" in concertante style for piano and orchestra, following in the footsteps of other British films of the period, such as *Brief Encounter* (which famously made use of Rachmaninov's Piano Concerto No. 2), 1941's *Dangerous Moonlight* (Richard Addinsell's *Warsaw Concerto*) and 1944's *Love Story* (Hubert Bath's *Cornish Rhapsody*).

"Jealous Lover" is indicated in *The Apartment's* script as the piece of music played by a restaurant pianist upon Fran's entrance: during her prior relationship with Sheldrake it was "their song." The melody is also incorporated into the underscore and used for the film's title sequence. By an arrangement with the original publisher, Mills Music, the piece was renamed "Theme from *The Apartment*" and became a hit tune un-

der that title. Ferrante & Teicher, a duo-piano team recently signed to the United Artists label, recorded an arrangement that rose to No. 10 on the Billboard charts and helped propel them to stardom.

Another pre-existing tune—"Madalena," a samba by Brazilian songwriters Ary Macedo and Ayrton Amorim—is heard as source music throughout the film when Baxter's co-workers entertain their lady friends at the apartment, and also at a New Year's Eve party attended by Fran and Sheldrake.

Although only Deutsch was credited in the film and on the soundtrack LP (UAS 6105), Charles Williams was widely acknowledged on other recordings of his theme. Now-legendary composer John Williams (no relation) also contributed to the film's score: he not only played piano on the soundtrack but assisted with the orchestration as well. "I'd known Deutsch from playing on other films like *Some Like It Hot* and *Funny Face*," John Williams told Derek Elley in a 1978 interview. "He said to me, 'Look, can you orchestrate three or four sequences from this section of *The Apartment*?' And I said, 'Sure. Of course. Let me have the sketches.'"

This release marks the CD premiere of the soundtrack album for *The Apartment* (the original film tracks no longer survive). For clarity, the album tracks are discussed below in film order.

1. Main Title—Theme from *The Apartment* "Jealous Lover" plays over the opening credits. The album version includes eight bars of solo piano not used in the film.

9. Career March Deutsch's march theme is first heard after the main titles, when Baxter introduces himself and his company in voiceover. This extended version was created for the album.

13. Office Workers (They Want You Upstairs) A heroic variant of the march sounds as Baxter is summoned to Sheldrake's office, yielding to the "Lonely Room" theme as Bud chooses Fran's elevator and brags to her that he is expecting to receive a promotion.

7. Hong Kong Blues That night after work, Fran meets Sheldrake at a Chinese restaurant. The piano player strikes up "Jealous Lover" when she enters, and continues playing the tune as Sheldrake pleads with her to return to him. The pianist continues with this Deutsch composition, "Hong Kong Blues," when Sheldrake promises to leave his wife for Fran. This longer instrumental version created for the LP features solos for clarinet, piano and muted trombone.

6. Tavern in Town On Christmas Eve, a wild office party unfolds on the 19th floor of Consolidated

Life. An arrangement of “There is a Tavern in the Town” (a popular 19th century song by composed by William H. Hills) plays as source music as Bud encourages Fran to join the party.

12. Little Brown Jug Source music for the party continues (with another popular 19th century tune, by Joseph Winner) while Miss Olson (Edie Adams), Sheldrake’s secretary, reveals to Fran that she is aware of her affair—and that she preceded Fran as Sheldrake’s mistress.

4. Ring a Ding Ding An original piece of source music by Deutsch follows as Bud happily shows off his new bowler hat to Fran, who is distracted by the revelation from Miss Olson.

2. Lonely Room Deutsch’s “Lonely Room” theme is heard as source music in a bar on Christmas Eve while Bud—exiled from his apartment once again by Sheldrake—drowns his sorrows after discovering that Fran is Sheldrake’s lover.

8. Theme from *The Apartment* Fran gives Sheldrake a Christmas present: an LP recorded by the pianist from the Chinese restaurant. After Sheldrake leaves the apartment to go home to his family, Fran remains behind and, distraught, puts on the record. “Jealous Lover” plays as she discovers sleeping pills in Bud’s medicine cabinet and attempts suicide.

10. Blue Christmas Back at the bar, Bud and a lonely woman, Mrs. Margie MacDougall (Hope Holiday), are the last two customers left at closing time. They dance to this tune playing on the jukebox.

14. This Night Bud puts on the “Madalena”

record when he brings Mrs. MacDougall back to his apartment. It plays through the scene as he discovers Fran passed out on his bed and rushes to get help from his neighbor, Dr. Dreyfuss (Jack Kruschen).

5. So Fouled Up Bud keeps Fran company in his apartment on Christmas Day as she recovers from her suicide attempt. She relates her life story as he deals cards for a game of gin rummy. Fran wants to write a letter to Mrs. Sheldrake, but Bud dissuades her and Fran—exhausted—falls asleep. Deutsch provides sensitive support with a tender setting of “Jealous Lover.”

11. Kicked in the Head Sheldrake gives Baxter a promotion to the 27th floor but Bud’s reaction is sober rather than jubilant when he also learns that Sheldrake is getting divorced and plans to continue his relationship with Fran. The “Lonely Room” theme evokes sympathy for Baxter’s heartbreak.

3. Where Are You, Fran? On New Year’s Eve, Fran learns from Sheldrake that Bud has quit his job rather than let his boss use the apartment for another tryst with Fran. She abandons Sheldrake, running through the streets of Manhattan to Baxter’s apartment, accompanied by a rapturous setting of “Jealous Lover.” The music turns frantic when Fran hears what she thinks is a gunshot—Baxter had once tried to commit suicide by shooting himself, but this time it is only a champagne cork. Bud invites her in for a game of gin rummy and expresses his true feelings as “Jealous Lover” plays tenderly, the music swelling for the end credits.

—Jeff Eldridge

From the original United Artists LP...

Comedy, an illusive wench in our century, has been undergoing a spirited revival in the quick and wonderful hands of Billy Wilder—a bespectacled veteran of Hollywood who wound up and tossed us *Some Like It Hot* last year and now offers the key to *The Apartment*. After a couple of dusty decades, brimmed up with serio-psychological, couch-thumping dramatic fare, Wilder’s whacky and wistful return to the grand arts of the slow take, punch line and pinch-in-the-elevator seems to delight even the folks who have spent their early afternoon shuffling their budget to include a bomb shelter. The old canard that “laughter is wisdom” is a long-haired and literate way of explaining Wilder’s impact in recent years, but the whole truth lies somewhere in the sound of uncanned and uncontrollable laughter.

Unlike *Some Like It Hot*, *The Apartment* casts both a soft and a ridiculous eye on the machinations of modern man. It’s set in the opaque jungle of Manhattan Island—and stars Jack Lemmon as a wistful insurance clerk who appears to be a cross between H.T. Web-

ster’s “Timid Soul” and Willy Loman. Jack has a bachelor’s brownstone apartment in the city and finds his vocational future opening miraculously as he slips his apartment’s key into the hot palms of his commuting superiors. Shirley MacLaine, as a wide-browed elevator operator and Jack’s secret love, joins the parade of pretties that stream through his flat, and Fred MacMurray plays the owner of one of those hot palms.

As in all Wilder films, *The Apartment* has a special and wondrous “touch” that this time ranges from ribcage comedy to a soft study of a little guy locking horns with a very big city. As always, part of that “touch” is Wilder’s choice of music, in this case an alternately raucous and sentimental score by Adolph Deutsch. Owner of a trio of Oscars for his scoring of *Annie Get Your Gun*, *Seven Brides for Seven Brothers* and *Oklahoma!*, Mr. Deutsch has approached the impossible again by making music that supports, sustains and celebrates one of the funniest and friendliest comedies of this or any year.

The Fortune Cookie

After working with Adolph Deutsch on *Some Like It Hot* and *The Apartment*, Billy Wilder turned to composer André Previn for his next four films: *One, Two, Three* (1960), *Irma La Douce* (1963), *Kiss Me, Stupid* (1964) and *The Fortune Cookie* (1966).

A big sports fan, Wilder had once witnessed a sideline collision between a football player and a cameraman while watching a game on television. “Nothing happened,” he later recalled, “but I put the incident into my idea bank, where it didn’t collect interest.” The director had hoped to film *The Private Life of Sherlock Holmes* after *Kiss Me, Stupid*, but due to casting problems with the Holmes film—and the immediate availability of Jack Lemmon—he opted to develop *The Fortune Cookie* instead. Walter Matthau, then starring in *The Odd Couple* on Broadway, quickly signed on.

The film’s story centers on CBS-TV cameraman Harry Hinkle (Lemmon). While working at a Cleveland Browns football game, he is accidentally tackled by Luther “Boom Boom” Jackson (Ron Rich), the league’s leading punt returner. Harry’s shyster brother-in-law, “Whiplash Willie” Gingrich (Matthau), concocts a plan to fake a severe injury and defraud an insurance company. To help persuade the generally honest Harry to go along with the conspiracy, Willie enlists the aid of Sandy (Judi West), Harry’s no-good ex-wife, for whom Harry still has feelings. Convinced that Gingrich is up to something, the insurance company’s lawyers hire private detective Chester Purkey (Cliff Osmond) to mount an around-the-clock surveillance of Harry’s apartment. In the end, Willie’s plan succeeds—at least temporarily—when he negotiates a \$200,000 settlement, but Purkey uses Harry’s innate honesty and loyalty to goad the cameraman into giving up the hoax in order to defend Boom Boom.

Shooting commenced at Cleveland’s Municipal Stadium during an actual NFL game on October 31, 1965. Local residents were invited to participate as extras the following day for additional location photography. The production then moved to California and proceeded without incident for the next two months—until Walter Matthau suffered a heart attack. Initially the press was told that he had been hospitalized with hepatitis, but it became clear that Matthau would not make a quick recovery.

Rather than reshoot Matthau’s scenes with another actor, Wilder and his crew shut down production and waited. The gamble paid off: Matthau won a Best Supporting Actor Oscar for his role as the resourceful but ethically compromised attorney; Matthau’s career as a leading actor was launched; and he and Lemmon would team up again and again, most famously in the

screen adaptation of *The Odd Couple*.

By 1966, André Previn was on the verge of an international conducting career: *The Fortune Cookie* would be his last score for a Hollywood film. Previn and Wilder shared a similar background (both had fled from Hitler’s Germany to the United States via Paris around the same time) and sense of humor—the composer’s musical sensibilities were a perfect match for the director’s razor-sharp wit.

Each of Previn’s prior collaborations with Wilder had involved an element of adaptation as well as original composition: his score for *One, Two, Three* interpolated Aram Khachaturian’s “Saber Dance,” *Irma La Douce* incorporated songs from the original stage musical into the instrumental background score, and *Kiss Me, Stupid* employed lesser-known Gershwin tunes. *The Fortune Cookie* would use one of songwriter Cole Porter’s most famous compositions, “You’d Be So Nice to Come Home To” (originally written for the 1943 Columbia Pictures musical *Something to Shout About*). The song is heard both instrumentally as a theme for Sandy and vocally as source music. Another pre-existing work is also incorporated into the score: The fight song for the University of Chicago, “Wave the Flag (For Old Chicago)” by Gordon Erickson, is heard during the football sequences and when allusions are made to Hinkle’s accident.

Previn’s original thematic material includes themes for the “bad guys” (Willie and the private detectives), the “nice guys” (Boom Boom and Harry) and a rhapsodic waltz that serves as something of love theme for Harry and Sandy. The score was recorded at Goldwyn Studios on June 13, 14 and 15, 1966, with an additional session on July 14. Previn also wrote a song called “The Fortune Cookie” (with lyrics by his then-wife, Dory Langdon Previn) that was “inspired by” the film but was not heard in the movie or thematically related to the score in any way; it was recently recorded by vocalist David Pascucci for his CD *Inside André Previn*.

The soundtrack LP for *The Fortune Cookie* released by United Artists Records (UAS 5145) in the fall of 1966 presented slightly less than half of the music heard in the film, but included all of the thematic material and most of the major musical episodes. While only the album masters survive today, many of the omitted cues were brief in duration and/or consisted of slight variants of cues included on the LP. Two unreleased sequences are noteworthy, however: in one, Previn employs a Theremin (recalling Rózsa’s score for Wilder’s *The Lost Weekend*) when insurance company doctors perform a battery of tests on Harry Hinkle; in

the other, “You’d Be So Nice to Come Home To” is treated to a stellar orchestral arrangement as Sandy arrives in Cleveland. The album tracks are discussed below in film order.

20. Main Title Previn opens the film with a vigorous string-dominated motive (not heard elsewhere in the score) bookending quotations of “Wave the Flag” and “You’d Be So Nice to Come Home To,” as well as Previn’s own waltz theme.

15. The Bad Guys The most prominent theme in Previn’s score (introduced in an early cue, “The Brother-in-Law”) is this sneaky tune initially connected with the devious exploits of Willie Gingrich. It also comes to represent the efforts of the detectives hired to uncover Gingrich’s deceit. This extended album version of the melody is dominated by a sly solo saxophone but eventually builds to a climax with big band-style brass.

23. One Million Dollars Willie calls *The Plain Dealer* to announce that he is filing a lawsuit on Harry’s behalf seeking \$1,000,000 in damages. The Bad Guys theme is utilized amidst some playful scoring as Willie steals a coin (from a hospital collection box for unwed mothers) in order to use a pay phone. The final 0:40 of this track consists of another cue featuring the Bad Guys theme (called “Indian Givers” on the cue sheet) for a later scene in which the detectives hired to watch Harry continue their surveillance.

22. The Capers Boom Boom arrives at the hospital with flowers for Harry. Previn presents his melancholy Nice Guys theme, which is associated with Boom Boom—and the guilt he feels over accidentally injuring Harry—as well as the growing friendship between the two men.

21. An Old Roommate Sandy telephones Harry just as he is about to give up on the caper. Previn provides a tender setting of his waltz music, which throughout the film is associated with Harry’s more pleasant memories of his relationship with Sandy. The ex-spouses recall happier times and Sandy agrees to fly to Cleveland to help care for Harry.

19. You’d Be So Nice to Come Home To While Boom Boom helps Harry get settled in his apartment after returning home from the hospital, Harry puts on a record; he reveals that it is an audition recording Sandy cut with Gus Gilroy and His Gaslighters—right before

she ran off to New York with Gus. (The version heard in the film features an extended instrumental vamp before the entrance of the vocalist.)

24. The Detectives Willie visits Harry and realizes that his apartment has been bugged by the detectives. Willie runs water in Harry’s bathtub and turns on a Jacuzzi device to create a diversion so that he can talk to his brother-in-law in private. Previn scores the sequence with variants of the Bad Guys theme.

18. Waltz of the Fortune Cookies Sandy has returned to Cleveland to care for Harry (with her eye on a share of the payout from the lawsuit). As she dresses for bed, Harry puts on this recording of the waltz theme.

17. Second Chance Boom Boom attempts to drown his sorrows in liquor. A bystander picks a fight and Boom Boom takes the bait, sparking a barroom brawl that lands the athlete in jail—and results in his suspension from the Browns. This bluesy instrumental version of Previn’s theme from *Two for the Seesaw* (1962) plays through the scene as quasi-source music.

16. The Nice Guys This version of Previn’s theme for Boom Boom comes from the film’s final scene (see below).

25. Final Score—End Title After exposing himself as a fraud to the detectives, Harry drives to Municipal Stadium looking for Boom Boom; Previn provides urgent string counterpoint for the Nice Guys theme (in the film, this cue is shorter, due to edits made after a June 1966 preview screening).

Harry finds Boom Boom on the empty playing field, having just cleaned out his locker to quit football and become a professional wrestler. “The Nice Guys” (track 16) is heard as Harry confesses to Boom Boom that he was faking and convinces the athlete not to destroy his career.

The two “nice guys” toss around a football as the camera pulls back and “Wave the Flag” swells for the end title card. Previn had originally scored this concluding scene with his waltz theme—perhaps suggesting that Harry has finally given up on Sandy as the object of his affection in exchange for a true friendship with Boom Boom—but Wilder requested a more playful tune for this concluding sequence after the June 1966 preview.

—Jeff Eldridge

How to Murder Your Wife

George Axelrod’s 1952 smash hit play *The Seven Year Itch* ran for three years on Broadway and became a successful film yet (despite working closely with legendary writer-producer-director Billy Wilder

on the screenplay) the limitations imposed by motion picture censors frustrated him greatly—making a sex comedy without the sex presented a tremendous challenge. Axelrod was even less enamored of Hol-

lywood versions of his next two plays (*Will Success Spoil Rock Hunter?* and *Goodbye Charlie*); meanwhile, he won acclaim for two film scripts adapted from novels (*Breakfast at Tiffany's* and *The Manchurian Candidate*) that would come to be regarded as classics. The writer's subsequent project teamed him with director Richard Quine: "He was sweet and highly talented," Axelrod told interviewer Patrick McGilligan, "but totally insane, which made him exactly my kind of person. He and I produced a totally insane picture called *Paris When It Sizzles*." Quine then directed *Sex and the Single Girl* (FSMCD Vol. 10, No.13) before reuniting with Axelrod to co-produce *How to Murder Your Wife* (1965).

With the censors' tight grip on film content loosening somewhat, Axelrod pushed the envelope with respect to salacious content and sheer outrageousness. *How to Murder Your Wife* tells the tale of Stanley Ford (Jack Lemmon), a successful cartoonist living a play-boy lifestyle in his magnificent Manhattan brownstone. Ford—whose womanizing extends to sleeping with his best friend's fiancée shortly before her wedding—is pampered by a very British (and unapologetically misogynistic) gentleman's gentleman, Charles (Terry-Thomas, in a typically delicious performance). When Stanley drinks too much at his friend's bachelor party, he awakens the next morning to discover that he has married an Italian bombshell (Virna Lisi, in her American screen debut) who speaks no English whatsoever. This turn of events greatly distresses Charles and spoils Stanley's carefree bachelor existence, compelling him to transform his comic-strip alter ego, Bash Brannigan, from a globetrotting secret agent into a kindred spirit of Dagwood Bumstead.

As a way of grounding Bash's spy capers in reality, Stanley has made a practice of playing out these events on the streets of New York, assisted by a contingent of actors—plus Charles, who follows along to photograph the proceedings for future visual reference. After his marriage causes him to lose sleep, gain weight and become generally miserable, Stanley hatches a plan to launch another caper and act out the "murder" of Mrs. Brannigan as a means of freeing his fictional creation, if not himself, from the constraints of matrimony. When the flesh-and-blood Mrs. Ford catches wind of the scheme, she thinks Stanley no longer loves her and disappears, leaving the police to conclude from Charles's photographic evidence that Stanley actually killed her. At the ensuing murder trial, even Charles and Ford's own attorney (Eddie Mayehoff) fail to believe in his innocence, so Stanley opts to defend himself by confessing to a crime he did not commit and then convincing the all-male jury that it was justifiable homicide.

The overt misogyny of this climactic courtroom

scene is perhaps the film's most subversive element, even though Mr. and Mrs. Ford subsequently reunite and profess their love for each other. The film's marketing campaign followed suit, with its first *Los Angeles Times* ad proclaiming, "Watch This Space for More Information on How to Murder Your Wife" and yet another calling the film, "One Of The Most Brutal, Fiendish, Sadistic, Bloodcurdling Comedies Of Our Time!" Both were censored by the paper's Marvin Reimer; an appeal from United Artists publicity director Maurice Segal got the bans lifted on the condition the words "brutal" and "sadistic" be removed. *The New York Times* displayed no such timidity and ran the ads without alteration. Lemmon and Lisi promoted the film on a publicity tour that took them to 36 cities, a vote of confidence in the film from United Artists that served the studio well when the film went on to take in \$5,791,000 in rentals.

James Powers of *The Hollywood Reporter* called composer Neal Hefti's contributions to *How to Murder Your Wife* "one of the best scores in years, notable not only for the cleverness of the themes but the orchestrations with which they are worked out. Hefti's music puts laughter in some scenes that would be mild without." Richard Quine had introduced Hefti to the world of film scoring on *Sex and the Single Girl* and the two men would collaborate on two more films (*Synanon* and *Oh Dad, Poor Dad, Mama's Hung You in the Closet and I'm Feeling So Sad*) and an unsuccessful television pilot (*Catch-22*); Hefti would also score George Axelrod's initial directorial effort, *Lord Love a Duck*.

"*How to Murder Your wife* they shot at Paramount," Hefti told Paul M. Riordan in a 1997 *Film Score Monthly* interview, "and we recorded it with the Paramount music department. Because it was United Artists, and an independent motion picture company, they didn't have a studio of their own." Hefti's score overflows with melodic invention: the 10 tracks on the soundtrack album include no fewer than eight separate themes, many of which have distinct "A" and "B" sections. One common approach among film composers of the day (Henry Mancini, for example) was to score a film and then make album arrangements of the musical material, often emphasizing source cues and sometimes writing new tunes expressly for the LP. As a relative newcomer to Hollywood more familiar with writing and/or arranging entire albums for big band artists like Count Basie, Hefti seems to have taken the exact opposite approach with *How to Murder Your Wife* (and with his score for the 1966 western *Duel at Diablo*). The album tracks are fully developed compositions that appear to have been shortened or lengthened via cuts and repeats to fit scenes in the film.

Hefti's *Murder* score is delightful in context, but

by necessity many cues are very brief or repeat material for comic effect. The soundtrack album he constructed for United Artists Records (UAS 5119) is, on the other hand, designed for a standalone listening experience while incorporating all of the major themes and set pieces of the score. (This is especially fortunate in that, as with many scores represented in this box set, only the album masters survive today.) For greater clarity, the album tracks are discussed below in (approximate) film order.

1. Prologue—Main Title The film opens with darkly dramatic “murder” music (not included on the soundtrack album) over the initial credits, followed by this “Prologue” heard during the balance of the credit sequence as manservant Charles Burbank (Terry-Thomas) treats the audience to a tour of the residence of his employer, Stanley Ford (Jack Lemmon). Except for the coda, this opening track is nearly identical to the film cue, a medley of six of composer Neal Hefti’s themes for the picture, each of which is later treated to a more extended development on the album: “Bash Brannigan” (0:00–0:28 in this “Prologue”) kicks things off, followed by “Virna” (0:29–1:28), “Stag Party Blast” (1:29–1:57) and “Here’s to My Lover” (1:58–2:55), then a brief transitional passage leads into “Cartoon Capers” (3:03–3:46) and the sequence concludes with “How to Murder Your Wife” (3:47–5:23).

6. Bash Brannigan This album-only cue presents an extended version of the theme for Stanley’s fictional alter ego, secret agent Bash Brannigan, and by extension Stanley himself. The breezy melody (which anticipates Hefti’s *Odd Couple* theme written three years later) kicks off the “Prologue” (track 1) and is heard soon thereafter as Stanley embarks upon the first of several capers in the guise of Bash with brief statements of the theme bookending “Cartoon Capers” (track 9). As the film progresses and Stanley sinks deeper and deeper into married life, Hefti treats the theme in increasingly defeated fashion; it only regains its vitality when Stanley hits upon the idea to “murder” the fictional Mrs. Brannigan.

9. Cartoon Capers Stanley (as Bash) races through the streets of New York chasing (and being chased by) a troupe of actors in his employ while Charles follows along behind to document the proceedings by means of a camera mounted on a shotgun handle. (In the film it is not revealed until after this sequence that Stanley is a cartoonist and that these escapades are designed to add realism to his hit comic strip, *Bash Brannigan—Secret Agent*.) Hefti treats the madcap sequence like a circus act, capturing the silliness as well as the mock-heroic moments, culminating aboard a freighter with “Bash” retrieving “the Fabergé diamond” from a belly

dancer’s navel. In the actual film cue, various segments of this album version are repeated to accommodate the action, and at one point an extended drum solo (not on the album) vamps while the actors wait for Charles to get into position with his camera.

4. Here’s to My Lover This stylish melody is heard as source music while Stanley dresses to attend a friend’s bachelor party and Charles holds forth on the drawbacks of marriage. The cue heard in the film (called “Hi-Fi #1” on the cue sheet) corresponds to the album track for the initial statement of melody, but while the album version continues with a “B” section and then a vocal reprise of the “A” section (featuring female chorus), the film cue segues to a jazz piano development of the theme and is then dialed out at a scene change. The tune returns later in the film when Charles is repeatedly interrupted by deliveries for the new Mrs. Ford—Hefti’s reprisal of the melody for this sequence brings to mind Charles’s earlier admonitions about the dangers of married life. While the album features a vocal rendition of the song, the lyrics are not heard in the film, nor is the lyricist identified on the film’s legal cue sheet or in ASCAP records—they may have been written by Hefti himself.

10. Requiem for a Bachelor Likewise, the authorship of the lyrics for this brilliantly miserable song that serves as a lament for the loss of bachelorhood is unclear (they may also have been written by Hefti). While the album presents the theme sung by a gloomy male chorus (contrasting starkly with the positive sentiments about marriage expressed in the lyrics), only instrumental variations of the composition are heard in the film. The first of these introduces the bachelor party for Tobey Rawlins (Max Showalter), a “mournful occasion” at which Stanley commiserates with Tobey’s other guests about the loss of their friend’s domestic freedom. Hefti references the melody later in the film, at times transforming it into a theme associated with Charles and his disbelief at discovering Stanley is a married man.

5. Stag Party Blast At the party, Tobey reveals that his fiancée has just jilted him, immediately transforming the event from a morose affair into a festive celebration. Rawlins plays and sings “Happy Days Are Here Again” at the piano, not sure whether he should be lamenting his lost future or celebrating his newly regained freedom, and then segues into this original Hefti composition. For the album version, Hefti added wordless female choir to his Keystone Kops-style instrumental arrangement of the theme. Like “Requiem for a Bachelor,” this melody reappears during the first part of the film to reference the circumstances resulting in Stanley’s whirlwind marriage.

3. Virna A stunningly beautiful woman (Virna

Lisi, making one of the most impressive entrances in screen history) emerges from a giant cake at the bachelor party clad only in a bikini constructed out of some judiciously positioned whipped cream. She locks eyes with Stanley, who is under the influence of alcohol and in possession of Tobey's abandoned wedding ring. Hefti's captivating theme is informed by Lisi's ravishing looks—and named for the actress rather than the character she plays (this was a routine practice in Hollywood at the time, but here perhaps something of a necessity, as the name of Lisi's character is never revealed). The theme recurs throughout the film whenever Stanley is entranced by the woman's beauty, beginning the next morning when he wakes up to find her naked in his bed with a wedding ring on her finger—she is now “Mrs. Ford” and the cartoonist's life has been turned upside-down.

2. Suspicion Stanley pleads unsuccessfully with his attorney, Harold Lampson (Eddie Mayehoff), to arrange an annulment, but soon finds himself thoroughly ensconced in married life—as does Bash Brannigan, whose comic strip has morphed from an espionage adventure into *The Brannigans*, a domestic comedy. Hefti introduces an Italian-flavored theme for Mrs. Ford on concertina when she serves Stanley lunch.

Later in the film Lampson's wife, Edna (Claire Trevor), apprises Mrs. Ford about a clandestine meeting at “the club” between Stanley and representatives of the syndicate that publishes his comic strip. Mrs.

Duel at Diablo

Director Ralph Nelson's *Duel at Diablo* (1966) is “a vicious film—grim, tough and taught,” as Robert Alden wrote in his review for *The New York Times*. “It is a film in which arrows pierce the flesh and a knife held against the throat draws blood... Much of it is raw and ugly, and yet it is a film that will grip you, a film that will have a shattering effect.”

James Garner plays Jess Remsberg, an ex-Army scout who—as we eventually learn—is seeking to exact retribution upon the man who killed and scalped his wife, a Comanche Indian. He encounters Ellen Grange (Bibi Andersson) in the Utah desert, saving her (he believes) from two pursuing Indians and returning her to her husband, Willard Grange (Dennis Weaver), a merchant at Fort Creel. Jess is surprised when Willard shows little emotion upon her return—Ellen had once been kidnapped by Apaches and rescued but then chose to return to the Indians of her own accord. Once again Ellen flees her husband, but this time she is sentenced to death by the Apache leader, Chata (John Hoyt), who blames her for the death of his son—with whom Ellen had a child. Meanwhile,

Ford's Italian theme (now played by full orchestra, as it is for this album version) accompanies her as she pays a visit to the club, much to the surprise of its all-male membership.

8. Scene of the Crime This extended jazz riff on Hefti's “How to Murder Your Wife” melody (see track 7, discussed below) is heard as source music during a party hosted by the Fords. Stanley slips his wife a “goofball” pill, which initially causes her to engage in a wild dance (much to the delight of the male party guests) before dozing off. Stanley carries her upstairs, where she rests peacefully while he (dressed as Bash) steals away and “murders” a mannequin dressed in Mrs. Ford's clothes. Meanwhile, back at the party, Edna Lampson unwittingly ingests a goofball and carries on with her own provocative dance. In the film, this cue is divided up into several segments and interspersed with music adapted from “Cartoon Capers” as the action switches back and forth between the party and the murder mission.

7. How to Murder Your Wife This album version of the tune from “Scene of the Crime” features lyrics not heard in the film (by Lillian Mattis, who had previously provided lyrics for Hefti's “I Must Know” from *Sex and the Single Girl*). Mirroring the irony employed in “Requiem for a Bachelor” (track 10), a fun-loving female chorus here delivers a recipe for murdering one's wife with great enthusiasm.

—Daniel Champion and Jeff Eldridge

Jess has signed on to assist Lt. Scotty McAllister (Bill Travers), who is ordered to move a shipment of horses and ammunition from Fort Creel to Fort Concho with only a troop of green recruits at his disposal. Also along for the journey is Toller (Sidney Poitier), a horse trader and ex-cavalryman extorted into accompanying McAllister in order to receive payment for horses he has supplied to the Army. Jess once again manages to rescue Ellen—but Chata ambushes the supply convoy and in the resulting standoff most of the Army soldiers and Apache warriors are killed.

Writer Marvin H. Albert had penned no fewer than 14 novelizations of Hollywood films when an original novel of his, *Apache Rising*, was optioned as the basis for *Duel at Diablo*. Albert teamed with Michael M. Grilikhes to adapt the screenplay and shooting commenced in September 1965 near Kanab, Utah, where cinematographer Charles Wheeler lensed the film against a stunning natural backdrop.

Racial hatred is at the forefront of *Duel at Diablo*, as evidenced by the inhumane treatment of the Apaches by the white settlers—and the brutal torture employed

by the Apaches against their enemies. Jess and Ellen are also the targets of bigotry from the settlers—even though both are white—because of their willing association with Native Americans. At the same time, Toller (the only African-American character in the film) is treated as an equal—and sometimes a superior—by the settlers and soldiers: his race is never mentioned in the film. In Albert's novel, the Toller character was white; the colorblind casting of Poitier is perhaps more effective at making a statement than a more heavy-handed treatment of the character's race would have been.

In 1966 Neal Hefti may have seemed an unusual choice to score a western, as his previous Hollywood work had been for a handful of contemporary comedies and a pair of dramas. "*Duel at Diablo* was the first and only western that I wrote the music for," Hefti told Paul M. Riordan for an interview for the November/December 1997 issue of *Film Score Monthly*. "I did go to Kenab, Utah, to watch them film on location, and so I got an idea of what the film was like before I started writing the music. That was a very fun trip."

Among the many positive reviews for *Duel at Diablo*, James Powers of *The Hollywood Reporter* singled out Hefti's work, noting: "The music avoids the customary thunder of the big' western and employs instead a wistful little theme, orchestrated with a peculiar kind of syncopation. It sounds half western and half Mexican. Whatever it is it works beautifully." And Robert Alden remarked in his *New York Times* review, "[M]ore than any other single factor [it] etches the drama, builds the suspense, underlines the tensions of this film. (Listen to the drums, the drums, the drums.)"

Hefti seems to have approached *Duel at Diablo* in much the same way as *How to Murder Your Wife*, composing a body of musical material that makes for a knockout soundtrack album, then adapting that material to fit individual scenes in the film. His score eschews the traditional Coplandesque vocabulary, providing a contemporary musical language to match the film's revisionist sensibilities. While Hefti's main theme often serves to propel the story as a whole, it is most closely associated with Jess Remsberg; fittingly, the melody for Ellen Grange is used as an accompanimental figure for the main theme, hinting that the two characters share a common destiny. There is also exciting action music for the battle sequences, a tune for the U.S. Cavalry, and a decidedly anachronistic jazz-rock vamp associated with Chata and the Apaches.

The soundtrack LP for *Duel at Diablo* (UAS 5139) was a re-recording but includes all of the major musical material heard in the film. For clarity, the album tracks are treated below in the order they appear in the picture, with Ernie Sheldon's vocal version of the main theme (which is not heard in the film) discussed last.

15. Prologue The film opens with a United Artists title card and a brief 0:11 cue ("Knife Slash," not on the album) as a bloody knife appears to cut through the movie screen, revealing the barren Utah desert. Hesitant percussion opens the "Prologue" as a Jess Remsberg, hidden behind some rocks, observes the body of a man who has been tortured to death by Apaches. Suggestions of the main theme (and action material that will feature later in the score) are heard against quickening percussion as Jess spies Ellen Grange being pursued by two Apache warriors. He sets out to rescue her, killing one of the Apaches. Hefti introduces Ellen's theme as the woman, delirious due to the heat, tries to convince Jess to let her return to the Apaches. The pace quickens again as Jess and Ellen mount horses, racing across the desert to avoid being shot by the surviving Indian. In the film this cue segues to the "Main Title" but on the album simply fades away.

11. Main Title Hefti's main theme plays out in full over the opening credits as a stunning aerial shot pulls back from Remsberg and Ellen on horseback to reveal the grand expanse of the Utah scenery.

18. Ellen's Theme The theme for Ellen Grange makes its first appearance in the film after Jess returns her to her husband, Willard; Ellen's melody is revealed to be a slowed-down triple-meter variant of the main theme's accompanimental figure (or perhaps it is more accurate to say that the main theme's accompaniment is a speeded-up version of Ellen's theme).

This album track comes from a cue heard a short time later in the film: When Ellen attempts to steal a horse from the town stable in order to return to the Apaches, a trio of local men catch her in the act and plan to rape her as retribution. Jess intercedes and bests them in a brutal (unscored) fistfight, with an assist from Toller. Ellen's theme plays in its most extended form as Jess walks Ellen home and they come to understand each other.

12. Bullets and Beans Associated with the cavalry soldiers, "Bullets and Beans" is first heard in the film as piano source music at a Fort Creel saloon. While the tune itself suggests the words "bullets and beans," studio paperwork and ASCAP records do not indicate that lyrics for the song were recorded or published. This instrumental version is first heard as Lieutenant McAllister and his raw recruits leave Fort Creel with Grange and Toller in tow; Remsberg has already moved out in advance as a scout. For the album, the cue is extended via a percussion bridge and a repeat of theme.

17. Rescue From Ritual While scouting the terrain ahead of the army convoy, Remsberg once again encounters Mrs. Grange in the company of the Apaches. This cue begins with a jazz-rock vamp (associated throughout the film with Chata and the Apaches)

as Remsberg watches the Indians' camp from atop a nearby cliff. Ascertaining that Chata and his warriors have departed, leaving behind the women and children, Jess calls out Ellen's name and Hefti launches into trumpet-driven action theme as Remsberg charges downhill on horseback to rescue Ellen and her baby.

19. Fight at Diablo Pass In the film's brilliant action set piece, Chata ambushes McAllister's convoy—many cavalry troopers are slaughtered and a few Apaches are lost in a relentless and superbly staged fight. Hefti's aggressive trumpets offer a recurring motive of violence and danger, mixed with heroic turns of his main theme; in the film, the cue is lengthened by repeating various sections.

13. Keep in the Shadows Having lost most of their water supply in the ambush, McAllister initiates a risky maneuver to lead Chata's men away from Diablo Canyon (a box canyon containing the only available watering hole). Under the cover of darkness, Remsberg, Toller and two troopers rappel down a cliff into the canyon, taking the remaining Apaches by surprise. This cue, truncated in the film, features a descending motive that accompanies Remsberg and Toller on their stealthy descent down the face of a cliff; the album version concludes with a reprise of the Apache motive heard at the beginning of "Rescue From Ritual."

14. The Earth Runs Red The surviving members of the Army convoy—including Toller, McAllister and the Granges—stay holed up in Diablo Canyon while Remsberg travels to Fort Concho to summon reinforcements. The remaining Apaches approach the mouth of

the canyon using Grange's wagon as cover; meanwhile Chata and the rest of his men fire arrows down into the canyon from their positions high above. Hefti maintains suspense with suggestions of the descending motive from "Keep in the Shadows" and urgent percussion under the long-lined main theme. Material from "Fight at Diablo Pass" is reprised, culminating as the troopers use gunpowder to blow up their ammunition wagon in an attempt to keep the Apaches at bay.

20. Dust to Dust (End Title) Remsberg returns from Fort Concho with the knowledge that Willard Grange was the man who murdered and scalped his wife, only to find Grange's flesh literally hanging from his bones after being tortured by the Apaches. Instead of killing Grange in revenge, Remsberg instead hands the merchant a gun and Grange commits suicide. Chata is arrested by the newly arrived Col. Foster (director Ralph Nelson, billed in the credits as Alf Elson). Hefti scores the sequence carefully and with a deep respect for everything the characters have endured, bringing his score to a close with a reprise of the main theme.

16. Duel at Diablo This song version of the main theme is not heard in the film, but was recorded for the soundtrack LP by vocalist Ernie Sheldon, who also penned the poignant lyrics. Sheldon and Hefti had first worked together on the title song for *Lord Love a Duck*—composer Elmer Bernstein suggested the lyricist to Hefti when he found himself stymied at the prospect of working that film's title into a lyric.

—Daniel Champion and Jeff Eldridge

The Russians Are Coming, The Russians Are Coming

Director Norman Jewison produced *The Russians Are Coming, The Russians Are Coming* (1966)—a very funny farce about a potentially apocalyptic situation—at the height of the Cold War. Loosely based on *The Off-Islanders* by Nathaniel Benchley (son of humorist Robert and father of *Jaws* novelist Peter), the film begins when the captain (Theodore Bikel) of a Soviet submarine pilots his vessel too close to the New England shore and runs aground on an island off Cape Cod (in actuality a sleepy California town on the Pacific Ocean). When second-in-command Lt. Rozanov (Alan Arkin) leads a landing party in search of a boat to help tow the sub out to sea, the Russians happen upon the vacation home of New York playwright Walt Whittaker (Carl Reiner) and his wife (Eva Marie Saint). After word of the Russians' arrival gets out, panic spreads across the island: local police chief Link Mattocks (Brian Keith) and his loony deputy (Jonathan Winters) find themselves at odds with the superpatriotic leader of the local American Legion outpost (Paul

Ford). Meanwhile a young Soviet sailor, Kolchin (John Phillip Law), falls in love with the Whittakers' All-American babysitter, Alison Palmer (Andrea Dromm). The opposing sides head toward a dangerous standoff but in the end join forces to save a young child.

The film was successful both at the box office and with critics, who praised the balance between humor and geopolitical commentary. "There is also great satirical fun in Johnny Mandel's musical score," added Robert Alden in his review for *The New York Times*. Jewison reminisced about the creation of the movie's animated opening title sequence and its music in his autobiography, *This Terrible Business Has Been Good to Me*: "I wanted the opening titles to establish... that this was a comedy based on a serious political idea... We tossed around all kinds of ideas, but it wasn't until we played the Red Army Chorus and 'Yankee Doodle Dandy' contrapuntally that we all agreed the title sequence should be a battle of the Soviet and American flags."

In addition to “Yankee Doodle,” Mandel made use of the the traditional Russian folk melody “Song of the Volga Boatmen” and another familiar tune, “Polyushko Pole” (known in English under various titles, including “Meadowlands”). Although this latter melody is often presumed to be a folk tune, it was in fact composed in 1934 by Soviet composer Lev Knipper as part of his Symphony No. 4. These pre-existing melodies mix with original Mandel compositions, including a Russian choral anthem, a humorous march theme for the island residents’ quasi-military response to the Soviet incursion, and a tender love theme for Kolchin and Alison. While the latter is only heard instrumentally in the film, the soundtrack album released on United Artists Records (UAS 5142) included a vocal versions with lyrics by none other than Miss Peggy Lee.

Mandel had sent the famed singer a lead sheet of his song “The Shadow of Your Smile” (from *The Sandpiper*) but, as Lee recalled in her autobiography, “Before I could even turn around, everyone had recorded it.” When she expressed her disappointment through a mutual friend, Mandel called her and told her he had a new song in need of a lyric.

As soon as I played the melody, the lyric began to dance around in my mind. It was finished in less than an hour. Johnny looked at me in astonishment. “How did you do that?”

“Do what?”

“Write those lyrics so fast? Did you know you wrote what’s in the film?”

“No... what film?”

Mandel then revealed that the song was from his score for *The Russians Are Coming* and took Lee to the Director’s Guild Theatre for a screening of the film. She was amazed to discover that her lyrics fit the action of the love scene perfectly. Lee was under contract to a competing record label, however, and thus was unable to record the song for the soundtrack album, a task ably performed by jazz vocalist Irene Kral. (Lee did record the song on her 1967 Capitol LP *Extra Special!* in an arrangement conducted by Quincy Jones.)

Although *The Russians Are Coming* is the shortest of the LP programs included in this box set, it nevertheless represents the bulk of Mandel’s score: the film is sparsely (but effectively) spotted, with most of the music coming in the last third of the film. This presentation is newly mixed from the original ½” four-track stereo masters for superb sound quality.

1. The Russians Are Coming... The Russians Are Coming (Main Title) Mandel’s main title combines “Yankee Doodle” with the “Song of the Volga Boat-

men” over animated credits depicting battling U.S. and Soviet flags. The latter wins out—temporarily—as “Meadowlands” takes over, then the first two melodies return; the remainder of the credit sequence plays without music.

7. Sailors Chorus A brief quotation of “America the Beautiful” (for the arrival of the Soviet sub off the U.S. coast) yields to a men’s chorus singing an original Mandel composition, crafted in the manner of a Russian folk song (the Russian lyrics are credited to Bonia Shur on the film’s legal cue sheet) as the Soviet submariners row ashore and march along the beach.

8. Tipperary Lt. Rozanov and his crew commandeer the Whittakers’ station wagon, but it runs out of gas. This WWI-era song, “It’s a Long Way to Tipperary” by Harry J. Williams and Jack Judge, plays as they are forced to proceed on foot, the lyrics segueing from English to Russian.

9. The Airport In the first of two cues that make up this track (“Don’t Be Afraid”) Kolchin returns to the Whittaker residence and surprises Allison, offering her a gun to show he is not afraid; she surprises him by not being frightened and then tends to his head wound. Mandel provides quietly suspenseful music with Russian-flavored orchestration. On the album this music crossfades to the next cue heard in the film (“The Airport”), which features a brief statement of Mandel’s *Colonel Bogey*-style march associated with the townsfolk’s attempts to mount a defense against the perceived threat.

3. Hop Along Whittaker and Mrs. Foss (Tessie O’Shea), a rather amply proportioned island matron, have been bound, gagged and tied together by the Russians; they hop up and down in an attempt to free themselves. Mandel’s cue begins with comically suggestive strains as the unlikely couple is forced to face each other at close quarters, then segues to dance-like music for their humorous calisthenics. A low-key rendition of the “Volga Boatmen” tune intervenes as the film cuts to a scene aboard the sub. The dance theme then alternates with mock-dramatic episodes as the film cuts back and forth between the captive duo, Russians in hiding, and island residents hot on their trail.

6. The Shining Sea (Instrumental) This album version of the love theme is similar to music heard in a handful of cues as Kolchin romances Alison near the Whittaker beach house.

4. Volga Boat Song Having dislodged their sub, the Russians still aboard the vessel sail away; Whittaker drives Rozanov and Kolchin to meet them. This setting of the Russian folk tune plays over scene.

5. Escorts Away (The Russians Are Coming) The sub commander and the townspeople have reached a stalemate and are about to open fire on each other

when a young boy (Johnny Whitaker) slips from his observation perch on a church steeple and hangs precariously; Kolchin and his fellow sailors help rescue the boy to the delight of Americans and Russians alike. Unfortunately the Air Force has been alerted and fighters dispatched to intercept the submarine. Mrs. Whitaker suggests using all of the small boats in the marina to give the sub an escort—Mandel’s march theme is given a full presentation as they do so. This crossfades to the “Meadlowands” melody as the missing Russians approach on a boat they have borrowed and rejoin the sub.

The Fugitive Kind

The Fugitive Kind (1960) was Sidney Lumet’s film adaptation of Tennessee Williams’s 1957 play *Orpheus Descending*. Commencing with *The Glass Menagerie* in 1945 and peaking with *Cat on a Hot Tin Roof* in 1955, Williams, widely regarded as America’s greatest playwright, produced a series of dramas that were both Broadway hits and (usually) highly successful films, dealing frankly (and often poetically) with love, desire, sex of all persuasions, frigidity, cannibalism, castration and violent death. *The Fugitive Kind* recalled Williams’s greatest success, *A Streetcar Named Desire* (filmed in 1951 with Marlon Brando in the lead) in its casting of Brando as an existential drifter; the new film’s stark moods and downbeat ending, however, evoked European neorealism as much as Southern gothic.

Williams often recycled his material and many of his major plays are developed from short stories and one-acters. *Orpheus Descending* was based on one of his early full-length plays, *Battle of Angels*, which closed in Boston in 1940. *Battle* was actually Williams’s fifth long play, but the first one to be produced and his first major flop. Nearly two decades later the playwright reworked the material, although the second time around was not the charm either, and the rewrite, as *Orpheus Descending*, flopped again. It opened in New York on March 21, 1957, and ran only 68 performances. By this time Williams’s name was still commercial, however, and prestigious enough to ensure a film version that United Artists produced in 1959 with Anna Magnani, Marlon Brando and Joanne Woodward in the leads.

Probably assuming the original title of *Orpheus Descending*, based on the Greek myth of the musician Orpheus who follows his dead wife into the underworld, would be meaningless to contemporary movie audiences, the title was changed. The revised title is actually derived from a line in the original *Battle of Angels*:

Why don’t you come with me? You an’ me, we belong to the fugitive kind. We live on motion. Nothing but motion, mile af-

10. The Russians Are Coming...The Russians Are Coming (End Title) The march theme strikes up as the all clear is sounded—the Air Force pilots head back to their base. Mandel’s Russian anthem is sung in celebratory fashion as Rozanov bids goodbye to the Whitakers and the Soviet vessel submerges. “Yankee Doodle” and the “Volga Boatmen” song return over end cast.

2. The Shining Sea (Vocal Added) Irene Kral sings the vocal version of Mandel’s love theme (not heard in the film).

—Jeff Eldridge

ter mile, keeping up with the wind, or even faster.

In *Battle*, Cassandra (who becomes the character of Carol Cutrere in *Fugitive Kind*) speaks the line, but in the film a variation of it was given to the star, Brando, who plays Val Xavier. Val is a wandering singer/guitar player who attempts to find some stability in his itinerant life by accepting a job at a run-down mercantile store in an obscure small town of the backwater South. The store is run by Lady Torrance (Magnani), an older woman of Italian extraction whose husband, Jabe (Victor Jory), is dying of cancer in the apartment above the store, where the couple share their own private married hell. Val and Lady drift into a kind of desperate love affair, but when it is revealed that Lady is pregnant, she is shot by the enraged and now demented Jabe. The confectionary is set afire and Jabe and his cronies, a band of town rednecks, kill Val. (In the original play he is killed with a blowtorch; in the film he is driven back into the burning store by fire hoses.) Joanne Woodward plays Carol Cutrere, a tormented town outcast who is inspired to leave the backward village following Val’s immolation. Maureen Stapleton, who played Lady Torrance in the original Broadway production (opposite Cliff Robertson as Val), appears in the film as the eccentrically visionary Vee Talbott, wife of the town sheriff.

Other than the title switch, Lumet’s film is relatively faithful to the original stage script. Yet aside from the touches of wry ironic humor found in even Williams’ most depressing scripts—“I’m just a ‘lewd vagrant,’” says Carol, “and I’m showing the ‘S.O.B.’ how lewd a ‘lewd vagrant’ can be if she puts her whole heart into it like I do mine!”—the Lumet film remains one of the most bleak and depressing in the Williams film oeuvre and was less than a hit with 1950s audiences. It was shot in neorealistic black-and-white at Gold Medal-Biograph Studios in the Bronx—with exteriors of Milton, New York doubling for the Deep

South—and actually resembles a gritty foreign film more than a mainstream 1950s Hollywood production.

The film did receive its share of positive reviews, in praise of its high-powered creators and cast. James Powers commented, “Lumet’s direction is often brilliant in individual scenes, giving weight and power to Williams lines throughout. Boris Kaufman’s camera sees through a glass darkly, as Williams sees.” The usually conservative Bosley Crowther, writing in *The New York Times*, gave the film a surprisingly positive evaluation, observing that Lumet’s “plainly perceptive understanding of the deep-running skills of the two stars, his daring with faces in close-up and his outright audacity in pacing his film at a morbid tempo that lets time drag and passions slowly shape are responsible for the mesmeric quality that emerge. And the skill with which it is performed sets one’s senses to throbbing and feeling staggered and spent at the end.” Crowther even mentions the “excellent musical score by Kenyon Hopkins, laced with crystalline sounds and guitar strains,” which “enhances the mood of sadness in this sensitive film.”

Kenyon Hopkins (1912–1983) may be relatively unknown today, but he was a major contributor to a highly regarded movement in Hollywood film scoring, one that paralleled the decline of the Hollywood studio system in the 1950s and was anchored aesthetically with the film versions of Tennessee Williams’s plays—transforming the style of Hollywood soundtracks from the classical symphonic scores of composers such as Korngold and Steiner into a new sound influenced by jazz, big band and—eventually—rock and roll and other pop styles. The most famous example is Alex North’s score for *A Streetcar Named Desire*, lauded as the first use of jazz in a Hollywood score, for which one cue was so considered so “carnal” that it was stricken by the censors (though subsequently restored). With the exception of Max Steiner’s score for *The Glass Menagerie* (1950), the best Williams films were scored by innovative newcomers such as North and Elmer Bernstein (*Summer and Smoke*), both of whom pioneered and influenced the new sound of Hollywood during a great time of filmmaking and scoring.

Like many of the new composers of the 1950s, Kenyon Hopkins came to Hollywood with an extensive background in big band and orchestral pop arranging. Hopkins was born in Coffeyville, Kansas on January 15, 1912, the son of a minister. He was raised in Michigan and studied music and composition at Oberlin College and Temple University. Graduating in 1933, Hopkins moved to New York where he spent three years with “King of Jazz” Paul Whiteman, and his then-famous orchestra, and also worked with the maestro of early orchestral easy listening and light classics,

André Kostelanetz. After a military stint during WWII he returned to music as a big band arranger. Primarily based in New York during the ’50s, Hopkins also worked as a composer/arranger for both CBS Radio and the Radio City Music Hall. His early film work included scores for documentaries and industrial films.

Hopkins’s first Hollywood assignment was for another Tennessee Williams film adaptation, *Baby Doll* (1956), directed by *Streetcar’s* Elia Kazan. In 1957 he scored two films for Sidney Lumet: *The Strange One* and *12 Angry Men*, making experimental use of modernistic 12-tone techniques for the former. Hopkins reunited with Lumet for *The Fugitive Kind* to provide an intimate, lyrical “less is more” (both in mood and scale) score that served the film extremely well. Williams’s plays were noteworthy in their specific deployment of music in the stage directions, and while Lumet and Hopkins ignored some of these (such as instructions for some of Lady’s music to feature a mandolin), other cues seem crafted directly out of Williams’s intentions. Hopkins’s intimate and lyrical main title, “Bird Song,” while reflecting the atmospheric cinematography of a sunrise behind which (after a brief visual/musical prologue) the credits unfold, also seems inspired by one of the key symbols in Williams’s script, the image of the delicate transparent birds who touch earth only when they die. From *Orpheus Descending*, Val’s Act One, Scene Two speech to Lady:

You can’t tell those birds from the sky
and that’s why the hawks don’t catch them.
Those little birds, they don’t have no legs
at all and they live their whole lives on the
wing, and they sleep on the wind.

Music fades in.

They sleep on the wind

*He lifts his guitar and accompanies the very
faint music.*

and never light on this earth but one
time when they die!

Hopkins’s orchestration for two flutes, solo guitar with delicate touches of celesta, and a mystical (and recurring) motive of descending string chords toward the end, perfectly suggests this ethereal Williams imagery. This main title is one of the most lyrical, poignant and concentrated of any music composed for a Williams film, and the rest of the score, primarily for guitar, solo and sectional reeds, and judiciously utilized strings and brass (mostly French horns), follows suit. The use of solo guitar reflects the character of Val, who travels with his beloved guitar inscribed with the autographs of great blues musicians such as Leadbelly, Bessie Smith and King Oliver. Intercut with these pristine, almost mystical passages are several authentically

funky '50s blues/rock source cues that aptly suggest Williams's famous lines about "jooking" (spoken by Joanne Woodward as Carol Cutrere in the film):

That's when you get in a car and drink a little and drive a little and stop and dance a little to a juke box, and then you drink a little more and drive a little more, and then you stop dancing and you just drink and drive.

As with Alex North's score for *Who's Afraid of Virginia Woolf?* (based on the play by Edward Albee), Hopkins's music plays against the desolation and violence inherent in the script, focusing instead on its despairing poetry. Thus Hopkins's little-known score stands with more lauded works such as North's *Streetcar* and Bernstein's *Summer and Smoke* as one of the most atmospheric and poetic musical evocations of the playwright's unique style and content in any of the Williams film adaptations.

—Ross Care

Although Kenyon Hopkins was active throughout the 1960s—scoring, among others, *Wild River* (1960), *The Hustler* (1961), *Lilith* (1964), *Mr. Buddwing* (1966) and *Downhill Racer* (1969)—very little of his work has been released on CD. (He also composed several concept albums and from 1970–1973 was head of music at Paramount Television; for a more complete overview see www.dougpayne.com/khdisco.htm for an excellent Hopkins discography.) This complete score presentation of *The Fugitive Kind* is a major CD premiere, and has been reconstructed using the ¼" stereo United Artists Records album master (for LP tracks) and ½" three-track scoring masters (for previously unreleased cues). The CD presents the score in film order, but to hear the LP sequence, program these tracks:

Side 1

1. Alone—Prologue
2. Bird Song—Main Title
3. Get Crazy
4. The Reformer
5. Put Me Off at the Station
6. Love to Sunday

Side 2

1. Let Me Out
2. Return to the Store
3. High Pocket Blues
4. Pay Day
5. Calliope
6. Triumphant Fugitive—End Title

The cues presented on the album were not found on the ½" reels—having been snipped out and sent to the record company—so this is a rare case where the previously unreleased music is a generation "up" from the released tracks.

11. Alone—Prologue The film begins with an itinerant guitar player, Val Xavier (Marlon Brando), brought before a judge to answer for a disturbance he caused at a party. As the camera fixes on the young man for his meandering confessional—expressing a lonely, existential angst—Hopkins's cue unspools gently with a bluesy oboe melody.

12. Bird Song—Main Title Opening credits play over a vista of a Southern road. Hopkins's main theme (titled "Bird Song") is a tender melody comprised in large part of ascending fifths—conveying a kind of hopeful quest (the interval is often used in epic film melodies for that reason) but stated gently so as to imply that the goal here is an interior one: the orchestration is primarily for flute with spare accompaniment, with a broader section for hymn-like chords. The cue darkens toward the end as Val's car breaks down in a small town during a downpour.

13. The Town—Opening This is a dark, ominous cue not used in the finished film—possibly because it would have overtly foreshadowed the violence and tragedy to come. The bold start to the cue will recur in "Lady Slams Out" (track 24).

14. Vee's Coffee Val stumbles onto the sheriff's home that doubles as the town jail; the sheriff's kindly wife, Vee Talbot (Maureen Stapleton), offers him coffee and advice. Hopkins lays down a gentle blues riff that provides a kind of ambiguous portent for their tentative connection. (Only the first half of the cue appears in the finished film; the scene is truncated so as to cut off the rest.)

Vee's Turn Vee's theme returns briefly as she answers about Val to her husband, the bigoted Sheriff Talbot (R.G. Armstrong).

15. Uncle Pleasant The film introduces two of the townsfolk: Carol Cutrere (Joanne Woodward), a bohemian young woman, and Uncle Pleasant (Emory Richardson), a Negro vagrant and seller of trinkets. This brief cue (starting with rattling percussion to emulate Uncle Pleasant's wares) appears as the old man gives Carol a helping hand out of her car. (It is replaced in the finished film by an excerpt of "Take This Bone.")

Take This Bone Customers inside the town general store scorn Uncle Pleasant, so Carol comes to his defense. Hopkins's gentle cue adapts a passage from "Bird Song" as a theme not merely for Uncle Pleasant, but for Carol and her virtuous defense of him.

16. Let Me Out Carol sees Val inside a store and

recognizes him from their seedy past in New Orleans. To ignore her, he plays a recording of a blues song on a record player; coincidental or not, the groove in the piece (performed by an unknown singer) is that of Vee's theme (track 14).

17. High Pocket Blues Val and Carol go to a truck stop, where this rock instrumental plays on a jukebox.

18. Put Me Off at the Station This is the second source cue heard at the truck stop.

19. Get Crazy Carol makes a scene—fighting with her brother David (John Baragrey)—so Val pulls her out of the juke joint as this third song plays.

20. The Reformer Val drives Carol's car as she explains her past as a troublemaker and failed reformer of the community. She makes fun of herself but Hopkins's soulful, spare cue speaks of her wounded heart.

21. Return to the Store Carol and Val go their separate ways: she will drive to New Orleans, while he goes inside the store to ask for a job from the proprietor, a sad woman named Lady Torrance (Anna Magnani) preoccupied with the illness of her husband. Two themes feature in the cue: Carol's bluesy theme from "The Reformer," then "Bird Song" for Lady.

22. Lady Reacts/Cut to Alleyway Val befriends Lady by telling a poetic story about a type of bird that lives its life in the air, coming to earth only once—to die. Hopkins's "Bird Song" (the meaning of the title now clear) plays as Lady shows Val the alleyway behind her store where she hopes to build a confectionary. She mentions that her father had owned a similar establishment, but "They burned it up"—as Val asks who "they" are, Lady's ill husband, Jabe Torrance (Victor Jory), bangs his cane to call her, the music overlapping it with percussive hits (as if to indicate the answer).

Bird Moves Down A short cue accompanies a transition to the next day. Different music appears in the finished film at this point (an excerpt from another cue); as recorded, Hopkins again provides percussive hits tied to Jabe's cane.

23. Alone Plus Bird Val spurns Carol in her request to go away with him. Hopkins renders an exquisite version of "Alone" (from the prologue) with the motive from "Bird Song" in counterpoint.

Existence—Dolce/Phone Rings Val speaks with Vee, who has come to the store. Vee is an amateur painter, and Val philosophizes about art, existence and the horrors of the world: "You made some beauty, Mrs. Talbot, out of this dark river country." Vee's theme is reprised.

24. Lady Slams Out Jabe insinuates that Lady has hired Val out of lust for him. Distraught, she asks Val to drive her to the ruins of her father's wine garden. After a dark opening, the music warms to provide a sym-

pathetic and lightly romantic mood. Towards the end, solo guitar is heard; Val carries his guitar with him, and this is arguably source music for his noodling.

25. Bird Song (guitar) This solo guitar version of "Bird Song" was recorded "wild," for purposes unknown. It is placed at this point in the program.

26. Pay Day Val gambles at a juke joint seeking money to leave town. This film repeats "High Pocket Blues" but placed here on CD is "Pay Day," a track from the *Fugitive Kind* LP that does not appear in the film. (It appears to be "Put Me Off the Station" in a different key.)

The next music heard in the film was not included on the *Fugitive Kind* LP and no master tapes survive: a vocal version of "Alone" (titled "Not a Soul") that Val sings and plays on guitar on a ride back from the juke joint. Tennessee Williams himself provided the lyrics; Marlon Brando was obviously dubbed by another performer.

27. Cash Box This cue appears twice in the film, but truncated both times; Val's theme, "Alone," dominates. Prior to track 26, Lady asks Val if he would like to stay in a back room at the store (as opposed to a nearby motel), and the end of the cue is heard to close the scene as Val drifts over to the cash register—as if to steal from it. Upon Val's return from his gambling night, a different edit of the cue is heard as he goes into the store and reopens the cash register—this version uses more strident guitar. (Val confesses to Lady that he did take money from the cash box, but came back to return it; this is tied into an argument over her romantic designs for him.) The ending of this track combines the two different versions.

28. Love to Sunday Val and Lady begin an affair; "Alone" segues to "Bird Song." The music comes to the foreground as the film flashes forward to the completion of Lady's confectionary, with Val and Lady evidently happy in their relationship.

29. Calliope The opening of Lady's confectionary is advertised by a calliope truck on the street; its source music is heard by the characters inside the store.

30. Distorted Calliope Jabe confesses that he was part of the posse responsible for the burning down of Lady's father's wine garden (as well as the man's death). Lady reacts with horror and rage, while Jabe suffers a hemorrhage and falls down the stairs. The scene is "scored" with a continuance of the calliope source music, but it becomes twisted and distorted to underlie the ugliness on screen.

31. Vee Sees Light Val comes to the aid of Vee, who staggers down the street claiming to have experienced "a vision." Her theme returns, with religious connotations in the hymn-like chords.

Plus and Minus Lady returns from a delivery to

find Carol waiting (with Uncle Pleasant) to ask for her help in leaving town. Her music (and Uncle Pleasant's tinkly percussion) appears briefly.

32. Triumphant Fugitive—End Title Val is threatened by the sheriff to leave town; he says goodbye to Lady but is shocked to learn he has made her pregnant. They talk in the confectionary but Jade sets it on fire, and both Lady and Val are killed in the violent climax.

From the original United Artists LP...

The Fugitive Kind is the screen dramatization of Tennessee Williams's long-run hit play *Orpheus Descending*. Its highly dramatic plot seethes with beneath-the-surface explosiveness—about lonely, bitter, and poor people, with undefined and unrealized ambitions.

The story is set in the barren grey small town typical of anywhere, but here set in Mississippi where the bitterness waits in uneasy somnolence for a spark to set it off. The spark is provided by one lone man, a man determined to walk by himself, a fugitive from the entanglements of other people's lives. It is when he, an itinerant guitar player, powerfully enacted by Marlon Brando, allows himself to become entangled, through pity or love, that the bitterness erupts from the surface

A Rage to Live

A Rage to Live (1965), an adaptation of John O'Hara's 1949 novel, stars Suzanne Pleshette as Grace Caldwell, an affluent Pennsylvanian newspaper heiress and long-suffering nymphomaniac. When young Grace is raped by her brother's friend, an animal instinct is triggered in her and she becomes addicted to casual sex with random partners. Her socialite mother (Carmen Matthews) is devastated by her behavior and suffers a fatal heart attack, for which Grace blames herself; as a result, Grace settles down on a farm and starts a family with Sidney Tate (Bradford Dillman), a decent real estate broker who forgives her for her past indiscretions. It is not long before Grace gives in to the advances of former acquaintance Roger Bannon (Ben Gazzara), a contractor Sidney hires to fix their barn. In addition to her ongoing affair with Bannon, Grace is propositioned by newspaper editor Jack Hollister (Peter Graves); she turns him down, humiliating him and leading his wife, Amy (Bethel Leslie), to believe he is in fact sleeping with her. The situation is further complicated when Grace attempts to end her relationship with the increasingly obsessive Roger, who goes on to kill himself in an alcohol-induced car crash. Sidney is crushed when he learns of Grace's affair with Roger but he forgives her once more. When Amy turns up at the couple's charity carnival and pub-

In the aftermath, Carol finds Val's snakeskin jacket and clings to it as a kind of talisman of their "fugitive kind." The "Bird Song" is expanded into a triumphant orchestral finale to close the film on a (perhaps incongruous) message of hope as Carol drives away from the burned-out building—she, at least, seems destined for a better future.

—Lukas Kendall

and builds to an almost total destruction of reason.

Kenyon Hopkins, whose work in film music is especially noted for its dramatic intensity, has created a music score which while underlining the taut action of the film, has its own dramatic impact. It tells its own story in musical terms.

The score in itself portrays not only the anger or sorrow of the lives portrayed in the film, but also its desperate fun. There is also, in the song "Let Me Out," one of the most unusual vocals ever recorded. It is significant, however, that the score begins and ends with the music of the fugitive, a solitary figure who escapes to be triumphantly alone again in death as the film closes.

licly denounces Grace for stealing her husband, Sidney finally abandons Grace, who is left weeping and ruined.

Unlike the similarly themed *Butterfield 8* (1960)—an adaptation of another O'Hara novel that earned Elizabeth Taylor a Best Actress Oscar—*A Rage to Live* was a critical flop after being shelved for a year prior to its release. Originally set prior to World War II, the story was updated to a contemporary 1960s time frame by screenwriter John T. Kelley, prompting the project's first adaptor, Wendell Mayes, to decline a credit on the finished film. This alteration turned out to be a crucial misstep as far as critics were concerned. While director Walter Grauman (*633 Squadron*) kept the story's conflicts coming at a brisk pace, reviewers and audiences found it difficult to relate to Grace's plight, especially in the context of a contemporary drama; the novel's examination of Grace's promiscuity as a product of her high social standing is lost in the film's translation, and the screenplay offers little insight into the mechanics behind Caldwell's condition. Despite impassioned performances from Pleshette (in a role originally to be played by Natalie Wood) and the supporting cast, the film's cliché-ridden dialogue drew laughter from audiences.

Pianists Arthur Ferrante (born 1921) and Louis Te-

icher (1924–2008) met while studying at Juilliard as child prodigies and began performing together as a duo-piano team in 1946. In 1952 they launched a remarkable recording career that initially concentrated on classical works and avant-garde arrangements featuring prepared pianos. When record producer Don Costa switched to United Artists Records from the ABC label in 1959, the pianists came with him, now with an emphasis on more traditional easy-listening arrangements of popular songs—often themes from films and Broadway musicals—for their recordings. They enjoyed their first breakout hits with instrumental arrangements of Ernest Gold’s theme from *Exodus* and the Charles Williams “Theme From *The Apartment*.” Over the ensuing two decades the duo would record more than 60 albums for the UA label, many programmed around hit movies of the day—everything from *West Side Story*, *Cleopatra* and *Midnight Cowboy* in the 1960s, to *Rocky*, *Star Wars* and *Superman* to close out the ’70s. The musicians curtailed their public appearances in 1989, both retiring to Florida.

Unique among the many film themes Ferrante and Teicher recorded is the earnest, bittersweet main title song for *A Rage to Live*, which they wrote themselves. Not long before his recent death at age 83, Lou Teicher recalled that the composition was inspired more by the O’Hara novel than the film itself (which neither musician much cared for) and that the duo flew from New York to Los Angeles to perform the tune for the film’s soundtrack. Composer Nelson Riddle weaved “A Rage to Live” throughout his underscore, generating considerable sympathy for Grace and painting the character as a victim of her own uncontrollable desires. Some of Riddle’s moodier developments of the theme are omitted from the album, but in the film the melody is appropriately corrupted as Grace struggles with both her desire for men and to keep her affairs secret.

Riddle contributed a jazzy diminished theme of his own, “Kiss Me Pumpkin,” (first heard as radio source music in the film) to give Grace’s sexual escapades an aura of sleaze; its use for Grace’s first rough encounter is provocative and saucy, though its playful nature removes some of the sting from an otherwise disturbing scene. Riddle’s other original contributions are largely non-thematic, effectively nurturing Grace’s guilt with anguished string writing and underlining the film’s more suspenseful sequences with fitful orchestral gestures. *The Hollywood Reporter’s* review cited the score as “helpful,” and indeed Riddle not only establishes a sense of elegance for Grace’s high-society lifestyle but lends a tragic, grand scope to her eventual downfall. The music is quintessential melodrama, as was the film it served. The album tracks are discussed below in film order.

1. Main Title This rapturous arrangement of “A Rage to Live,” for piano, orchestra and wordless chorus is not heard in the film. The opening titles, which play out over shots of Grace’s (Suzanne Pleshette) peaceful Pennsylvania home town, are instead accompanied by the version of the tune from track 8. As heard in the film, the melody establishes a serene mood before young Grace’s sexual troubles emerge.

8. A Rage to Live This graceful rendition of the main theme, emphasizing piano and strings, was used in favor of the album “Main Title” to underscore the film’s scenic opening credits.

7. Kiss Me Pumpkin Riddle’s naughty jazz theme plays on the radio in Grace’s room as she prepares to take a shower. Her brother’s classmate, Charlie Jay, shows up and secretly watches her silhouette as she strips; after attempting to flirt with Grace, he forces himself on her. While Caldwell is initially resistant, she eventually gives in to his aggressive kissing. Nelson reprises his “Kiss Me Pumpkin” material for Grace’s various sexual encounters in several subsequent cues (not included on the album).

5. I’ll Never Leave You Mrs. Emily Caldwell (Carmen Matthews) learns that underaged Grace has been caught having sex with Charlie Jay (Mark Goddard). When Emily visits Grace’s room at night and makes the accusation, the girl becomes insolent and denies it; she threatens to leave home and her mother apologizes, agreeing to take her word for it. Strings take up a warm version of the main theme as guilt-ridden Grace breaks down crying, implying the truth. Her mother comforts her and leaves after tucking her in, with a pensive version of the tune led by solo oboe as Grace contemplates her problem while lying in bed. The score becomes agitated with string trills and runs as she hears the housemaid screaming outside her room—Mrs. Caldwell has collapsed from stress at the foot of the stairs; Grace rushes to tend to her mother as the maid calls for a doctor.

3. Table Talk This laid-back jazz source cue plays during an upscale dinner party at which young Grace is introduced to her future husband, Sidney Tate (Bradford Dillman).

11. A Two Hour Drive After Sidney defends Grace’s honor at the party by beating up an insulting Charlie Jay, strings flirt with the main theme as she stares amorously at her new acquaintance. The warm writing continues when the scene segues outside after the party as they say their goodbyes, a pure rendition of the tune sounding for their first kiss. Enthusiastic brass and strings underscore a subsequent transition to the Bahamas, where Grace vacations with her mother.

6. Why Don’t You Tell Her Sidney visits Grace at her house after the death of her mother. Introspective

writing for strings and woodwinds captures Grace's mourning as Sidney finds her in her room reflecting over a photo album and old letters. He persuades her to go for a car ride and the cue responds with a final optimistic turn: he plans to propose marriage to her.

2. Roger Bannon Now married, Grace resides at Stone Lake Farm with husband Sidney and their baby son. The main theme is dressed with dreamy Lydian accompaniment as Grace relaxes outside with the child—her maid informs her that an old acquaintance, Roger Bannon (Ben Gazzara), has arrived to fix the barn. The writing thins out and takes on a precarious tone as Roger observes Grace from inside the house, the cue wavering uncomfortably as he creeps into the backyard to reintroduce himself.

In subsequent scenes (the music for which is not included on the album) Grace initially rebuffs Roger's advances but eventually she initiates a sexual encounter, which develops into a full-blown affair.

9. I've Got a Husband Grace breaks off the affair with Roger, who becomes jealous when he suspects (incorrectly) that she is now involved with newspaper editor Jack Hollister (Peter Graves). One night, Roger desperately confronts Grace in the middle of a deserted road: he wants her to leave her family so that they can marry but she professes love for her husband and son. A tortured passage for strings combines elements from both "Amy" and "Kiss Me Pumpkin," escalating through their heated exchange. The cue reaches an exclamatory, brassy conclusion as Grace drives off in anger and Roger calls out after her, "Slut! Slut! You rich, lousy slut!"

Later (in another scene not represented on the album) Roger beats up a girl at a motel—all the while shouting in a drunken rage about Grace—and dies in a car crash while running from the police. Jack rushes to the scene to cover up news coverage of Grace's involvement in the matter.

4. Amy Returning home late that night from the crime scene, Jack is confronted by his suspicious, antagonistic wife, Amy (Bethel Leslie). Jack's sexual advances have been rejected by Grace, but Amy is still convinced that the two are carrying on together. The score mounts tension with a dissonant three-note motive and nervous trills as Amy interrogates her husband, who denies that anything has happened. She

Goodbye Again

Goodbye Again (1961) concerns 40-year-old Parisian interior decorator Paula Tessier (Ingrid Bergman), who for five years has been in a relationship with debonair French businessman Roger Demarest (Yves Montand). Paula tolerates Roger's dalliances with the young

throws a glass of liquor in his face and he retreats to his room; as she pounds on his door, the cue's dire resolution hints that the conflict will yield tragic results.

10. Mrs. Bannon Amy becomes unhinged when she sees a newspaper headline announcing a charity carnival hosted by Grace; as she retrieves a gun from her closet, the score plays up her rage with agitated runs for strings, woodwinds and sinister muted brass.

The cue's threatening tone is sustained as the film segues to the house of Mrs. Bannon (Ruth White), Roger's mother, who informs Sidney of Grace's affair with her son; Sidney returns home to confront Grace over her infidelity. The cue slowly builds tension with angry stepwise material developed out of "Amy" as Grace tries to cover for herself. When her husband produces evidence—in the form of her missing cigarette case taken from Bannon's room—she must face the truth. A final outburst denotes Sidney smacking a statuette off of a table in frustration. Grace's subsequent plea for one more chance is unscored.

12. End Title The climax of the film has a hysterical (and armed) Amy creating a scene at the charity carnival. She accuses Grace of sleeping with her husband, and this pushes Sidney to his breaking point. He storms off into the night with Amy's gun in hand. Grace calls after him, accompanied by a cathartic rendition of the main theme (not heard on the album), as the camera pulls back and a quotation from an Alexander Pope poem appears on screen:

Wise Wretch! with Pleasures too refin'd to
please:
With too much Spirit to be e'er at ease. . .
You purchase Pain with all that Joy can
give,
And die of nothing but a Rage to live.

The "End Title" (unused in the film) features a laid-back instrumental rendition of "A Rage to Live" that is eventually joined by a chorus singing lyrics provided by Noel Sherman. An alternate arrangement of the song (with lyrics) is heard earlier in the film as source music at the dinner party where Grace first meets Sidney and also runs into Jack and Amy Hollister.

—Alexander Kaplan

"sluts" he picks up in nightclubs, but even though he openly admits sleeping around, he still feels compelled to deceive her—claiming, for example, that a weekend getaway with his latest young conquest (each of whom he nicknames "Maisie" to avoid confusion) is a "busi-

ness trip." Calling on a new client (Jessie Royce Landis), Paula encounters the woman's son, Philip Van der Besh (Anthony Perkins), an American attorney learning French law who is more concerned with "living life" and seeking true love than showing up for work one time (today he would be dubbed a "slacker"). Although Philip is 15 years Paula's junior, the young man is smitten with her and pursues her romantically. Initially she is amused by his attentions, then annoyed, but when Roger leaves town for the weekend without her, Paula humors Philip by accepting his invitation to an all-Brahms orchestral concert at Salle Pleyel. She eventually begins sleeping with him and leaves Roger, but the new relationship does not provide her happiness. Time passes and a chance meeting with Roger leads to a marriage proposal: she returns to her former lover, but matrimony does not change his ways and the film ends with the implication that Paula is doomed to a lonely existence.

Goodbye Again was released in Europe as *Aimez-vous Brahms?*, the title of the Françoise Sagan novel upon which the film was based. Producer and director Anatole Litvak (who had previously worked with Ingrid Bergman on *Anastasia*) rejected a long list of possible titles for the film's American release (it was felt that the original would confuse U.S. audiences). He settled on *Time on My Hands*, planning to use a Vincent Youmans song of that name as the main theme, but when the song's publishers set a price of \$75,000 for its use in the film, Litvak balked. Tony Perkins finally suggested *Goodbye Again*, which 30 years earlier had been the name of a hit play in which his father had starred on Broadway. The film found success in Europe, where Perkins won an award for his performance at the Cannes Film Festival, but in America critics and audiences were generally unenthusiastic.

At the concert attended by Paula and Philip midway through the film, an orchestra is heard performing the final movement of Brahms's Symphony No. 1 prior to intermission and the third movement of his Symphony No. 3 after the interval. (It is somewhat unrealistic that Paula and Philip are shown rushing back to the concert upon hearing the signal that the second half of the concert is about to begin, only to arrive at the back of the hall to hear music that comes more than 20 minutes into the symphony.) In contrast to the sunny optimism of the Symphony No. 1 finale (matched by the mood of the film's main characters during the opening half of the concert), the melancholy theme of the "Poco allegretto" from the Third Symphony reflects the sudden tension between them following an uncomfortable conversation during the intermission in which Philip forces Paula to question her relationship with Roger.

This movement falls in the Third Symphony where one would expect a scherzo, but instead Brahms concocted an intermezzo that is neither fast nor slow, neither comic nor tragic. Musicologist Michael Steinberg has written of this music: "Brahms gives us one of his most wonderful melodies, one that sounds as natural and unstudied as possible even while it is full of rhythmic subtleties and surprises." While it was natural that composer Georges Auric would adapt this melody for the main theme of his *Goodbye Again* score, the Frenchman provides his own rhythmic surprises, casting Brahms's triple-meter tune in a square duple meter against jazz harmonies.

Auric, born in France on February 15, 1899, was the youngest member of Les Six, a loose-knit group of French composers influenced by Erik Satie and Jean Cocteau. Auric studied at the Paris Conservatoire and at the Schola Cantorum; his teachers included Vincent D'Indy and Albert Roussel. Auric's concert music is often characterized by charming melodies cast against spiky, complex harmonies. His prolific output included operas, many ballets, orchestral works and much chamber music.

Auric's first film score was for Cocteau's *Le Sang d'un poète* (1930) and he scored a number of other important French films, including Cocteau's *La Belle et la bête* (1946) and *Orphée* (1950), René Clair's *À nous la liberté* (1931), and Henri-Georges Clouzot's *Le Salaire de la peur* (1953, known to English-speaking audiences under the title *The Wages of Fear*). When Arnold Bax was unable to fulfill a commitment to score a lavish British film adaption of George Bernard Shaw's *Caesar and Cleopatra* (1945), Auric stepped in and this led to a long string of scores for British films (many produced by Ealing Studios), including: *Dead of Night* (1945), *Hue and Cry* (1947), *Passport to Pimlico* (1949), *The Lavender Hill Mob* (1951) and *The Titfield Thunderbolt* (1953). Other familiar English-language films with Auric scores include *Moulin Rouge* (1952), *Roman Holiday* (1953), *Heaven Knows, Mr. Allison* (1957), *Bonjour Tristesse* (1958, based on Françoise Sagan's first novel) and *The Innocents* (1961). The composer's "Song From *Moulin Rouge*" was an instant worldwide hit and quickly became a pop standard.

Shortly after his work on *Goodbye Again*, Auric became artistic director Paris Opéra and Opéra-Comique, serving in that capacity from 1962 through 1968, and chairman of SACEM, the French performing rights society. Due to his responsibilities as an administrator, Auric largely retired from scoring films, although he did continue to write music for the concert hall. He died in Paris on July 23, 1983. A profile of Auric by Henry Kamm that ran in the December 9, 1962 issue of *The New York Times* offered the following description of

the composer not long after he composed the score for *Goodbye Again*:

The wit and grace of Mr. Auric's music are also in his personal dealings. He smiles easily, and when he does his whole Gallic face shares in it, from dark eyes under heavy brows to wide, thin-lipped mouth. At 63, his taller-than-average frame stoops but slightly, and he is slim except for a waistline befitting a native of the Midi, where la bonne cuisine is a highly developed art. His rather short hair, parted at the top of the head, shows as much black as gray.

Auric's score for *Goodbye Again* is almost exclusively source music: aside from the main and end titles, only two brief cues function as traditional underscore. Prior to filming the composer created at least three songs heard in the film: "Goodbye Again," based on the aforementioned tune from Brahms's Third Symphony; "Aimez-vous," sung briefly by Anthony Perkins; and "Love Is Just a Word," sung (along with "Goodbye Again") by vocalist Diahann Carroll, who appears in a small role as a nightclub singer. English lyrics for each of these songs were provided by Dory Langdon, while Françoise Sagan contributed French lyrics for the Auric/Brahms main theme, "Quand tu dors près de moi," ("When You Sleep Next to Me"). Recordings of the main theme were made by a number of artists (including *Goodbye Again* star Yves Montand) at the time of the film's release and the song continues to be performed and recorded to this day.

A fourth melody, "No Love," was also likely conceived as a song but is heard only in instrumental form in the film. "No Love" is associated throughout with Roger, just as Philip is attached to "Aimez-vous" and Paula is linked to the Brahms melody. In addition, several popular French tunes were used in the film as source music.

The *Goodbye Again* soundtrack album issued by United Artists Records (UAS 5091) at the time of the film's release was presented in "electronic" (simulated) stereo, one of only four scores in this 20-film collection not available in true stereo. Several of the tracks on the LP were mislabeled; for consistency with the original album, we have retained the original titles for this release, but the various discrepancies are discussed below, with the album tracks listed in the (approximate) order they appear in the film.

13. Main Title String tremolos and harp glissandi introduce establishing shots of Paris, with a tragic melody interspersed with the Brahms theme (first

heard upon a glimpse of a concert poster advertising an all-Brahms program) as the three principal characters are introduced hurrying through the city streets. The music continues through the credit sequence until Paula Tessier (Ingrid Bergman) arrives at her apartment.

24. Aimez-vous Cha Cha After a dinner engagement, Roger Demarest (Yves Montand) drops off Paula at her apartment, then stops his car nearby to flirt with a gorgeous young woman waiting on the curb—until her date arrives and whisks her away. This tune plays on Roger's car radio during the scene, but in a somewhat different arrangement (the version heard here does not appear in the film). The film cuts to the house of Philip Van der Besh (Anthony Perkins) the following day as he sings the tune a cappella right before his first encounter with Paula. (Perkins's onscreen performance of the song is the only vocal rendition heard in the film, and the album tracks that make use of this song are all instrumental.)

16. No Love—Charleston Paula and Roger dance at the Epi Club, a hot Parisian nightspot on the Left Bank frequented by a young crowd. (The filmmakers recreated the nightclub in detail on a soundstage and actual celebrities—including actor Yul Brenner and author Françoise Sagan—appear as extras in the scene, ostensibly playing themselves; they were not paid, but did receive free drinks.) Roger's theme ("No Love") appears as source music in an energetic Charleston arrangement. The melody is introduced earlier in the film on Roger's car radio, right before "Aimez-vous"; it is possible that Dory Langdon provided lyrics for "No Love," but available studio records are unclear on the point and it is only heard in instrumental form in the film and on the album.

17. Aimez-vous Cha Cha Paula is surprised to encounter a very inebriated Philip, who has been searching for her all over Paris after becoming infatuated with her earlier in the day (Perkins actually got drunk to perform the scene). Initially Paula and Roger are amused by the young man's antics and this cha cha arrangement of "Aimez-vous" plays as source music while the couple chats with Philip as other nightclub patrons dance.

23. Slow Cool The Epi Club source music continues in the film with a slower arrangement of "No Love" and then an instrumental version of "Love Is Just a Word"; this album track does not appear in the film but features similar instrumentation as the cue that does—and thus may have been intended for the Epi Club sequence.

21. Say No More, It's Goodbye Midway through the film, Philip drowns his sorrows at another nightclub, where a singer (Diahann Carroll) performs this

vocal version of the main theme backed by a jazz combo. (It is simply called “Goodbye Again” on the film’s cue sheet, but identified with an alternate title—the first line of the song—on the album.) When she finishes singing, the combo continues playing the tune while she approaches Philip’s table and asks him to buy her a drink, which he does.

22. Love Is Just a Word Philip and the woman discuss the meaning of the word “love” and he asks her to sing him another number, at which point she signals to the musicians, who accompany her as she alternately speaks and sings the lyrics. The album includes a bit of dialogue spoken by Perkins and Carroll as an introduction to the track; the last two lines—in which she asks him if he will take her home and he agrees—are not in the finished film. This album track is significantly longer than the version heard in the film.

19. Roger’s Theme Distraught because of Roger’s absence on a 10-day business trip, Paula gives in to Philip’s advances and sleeps with him, beginning their affair. When Roger returns to Paris, Paula agrees to lunch with him at Pré Catalan, where she breaks off their relationship. This album track consists of two source music waltzes heard during their lunch: “Les Amants de Paris” by Léo Ferré and “L’ame des Poetes” by Charles Trenet. (This track is titled erroneously, as it does not feature Roger’s theme; it is most likely the track intended that should have been labeled “Valse Paree” on the *Goodbye Again* LP.)

15. Mon Paris This relaxed arrangement of “Aimez-vous” plays as source music at the Grand Casino in Deauville, where Roger vacations with his latest conquest. This track is also mistitled: A tune called “Mon Paris” by Vincent Scotto does appear a bit earlier in the film—on solo piano as Philip expresses joy about beginning his affair with Paula by racing his MG through the streets of Paris—but that melody is not included on the soundtrack album.

18. Paris Carnival This album track combines two source cues from midway through the film, in reverse

From the original United Artists LP...

Goodbye Again marks that rare combination of a truly great motion picture, and a musical score of equal magnitude. Starring Ingrid Bergman, Tony Perkins and Yves Montand, the film is one of tremendous dramatic content brilliantly performed by a superb cast, magnificently directed by Anatole Litvak, and photographed amid the beauty that is Paris.

Equally impressive is the music which was written by Georges Auric, and which is so important throughout the picture in setting the various moods. There is,

order from their appearance in the picture. The second part of the track (1:04–1:54) is “Fraises et Framboises,” played by revelers parading down a street near Roger’s hotel room; he stands at the window thinking about Paula while his date asks him to return to bed. The first part (0:00–1:03) is “Paris Canaille” by Léo Ferré, played by the house band at Maxim’s restaurant, where Philip and Paula dine near the end of the film.

14. Maximite This waltz may have been intended for the Maxim’s sequence, as Paula spies Roger out on a date with yet another young woman, but in the finished film a waltz arrangement of the main theme is heard instead as she dances with Philip. Despite the track title, it was more likely intended for an earlier scene at a country inn, where a vacationing Philip and Paula run into Philip’s employer, Maître Fleury (Pierre Dux), having dinner with his family; the episode is an uncomfortable one and Paula subsequently overhears the Fleury children making fun of the age difference between her and Philip.

25. Valse Paree This is obviously another mistitled track, as it is clearly not a waltz. Rather, it is Roger’s theme (“No Love”), played as source music by the house band at Maxim’s. Paula continues dancing with Philip and Roger with “Maisie” but the two ex-lovers lock eyes and yearn for each other even as their dates are oblivious to their silent communication.

26. End Title Paula leaves Philip and marries Roger, but when he leaves town on business she suspects he is continuing his old habits; the film ends with a sympathetic setting of the Brahms theme. The final 0:31 of Auric’s “Finale” cue (heard here) plays over the end cast.

20. Theme From Goodbye Again To promote the film, United Artists Records asked duo pianists Ferrante and Teicher to record this instrumental arrangement (by Don Costa) of the Auric/Brahms main theme. It does not appear in the film but did chart on Billboard’s Top 40 as a single.

—Jeff Eldridge

of course, the hauntingly beautiful theme, based on a Brahms melody, and there is a tempo to fit each successive mood, from happy to sad, from the Salon to the Saloon, each melodically perfect as a backdrop to the story line as it unfolds on the screen.

There is no question that *Goodbye Again* is destined to be one of the memorable motion pictures of the Sixties. There is also no question that the musical score will live on for many years to come, its appeal universal, its quality unmatched.

The Happy Ending

The Happy Ending (1969) was writer-producer-director Richard Brooks's deconstruction of modern marriage, featuring an Oscar-nominated performance by Jean Simmons (Brooks's wife at the time). Fairy tales typically end with the couple living "happily ever after"; Brooks wanted to examine what comes afterward in the modern world, and how it often fails to live up to the advertising. Simmons plays Mary, a woman who—like many of her generation—married at an early age (to tax attorney Fred Wilson, played by John Forsythe). By middle age she is trapped in a loveless suburban prison of a home, turning to booze and pills to medicate away her lackluster days. On the day of her 16th wedding anniversary Mary hops a plane to the Bahamas, where she reminisces about events of the past year (depicted as flashbacks): her tawdry, unpleasant 15th anniversary party (spoiled by Fred's obnoxious clients); Fred's affair and her retaliatory suicide attempt; and their subsequent failed reconciliation.

Brooks was a hot filmmaker at the time, having made *Elmer Gantry* (1960), *The Professionals* (1966) and *In Cold Blood* (1967). *The Happy Ending* was a personal project not only in that it starred his wife but also in its expression of a politically liberal and feminist view of modern gender relations. The film received mixed reviews although critics were appreciative of Simmons's performance and the attempt to make a statement about the inequities of the modern marriage, using a complex flashback structure that was to some extent indebted to European "New Wave" cinema. Also lauded were Conrad Hall's cinematography, lensed in part on location in Denver (home of the Wilsons) and the Bahamas, and the excellent score by Michel Legrand.

The late 1960s were Michel Legrand's heyday and *The Happy Ending* is revealed here to be one of his greatest and most entertaining film scores. Legrand was personally chosen for the film by Brooks (they had not worked together before) and, according to press notes, "flew from Paris and spent three months conferring with Brooks while writing the music." A song was required to encapsulate the film's point of view about marriage so Legrand and lyricists Alan and Marilyn Bergman—reuniting after their Oscar-winning "The Windmills of Your Mind" from *The Thomas Crown Affair* the previous year—created a beauty in "What Are You Doing the Rest of Your Life?" It is practically the quintessential example of a great movie song, featuring a memorable, slightly unorthodox melody, poetic, literate lyrics, beautiful orchestration, and a perfect relevance to the story at hand—the title says it all. In the film, vocal versions (sung by Michael Dees) are

not merely excerpted coming from car radios (for example) but play in full through key montages bookending the marriage of the principal characters.

Speaking in an August 2007 National Public Radio interview about the creative process with Legrand, Alan Bergman revealed, "With Michel, we can't write lyrics first, we prefer not to write lyrics first, we prefer to have the melody. We feel that when we have the melody there are words on the tips of those notes and we have to find them."

In the same interview, Marilyn Bergman reminisced about the creation of "What Are You Doing the Rest of Your Life?":

Richard Brooks...came to us one day and said, "I want you to write me a song that is to appear twice in the film. Early in the film I want it to function as perhaps a proposal of marriage between these two young lovers but I want to hear the song again at the end of the film"...16 years later the wife has become alcoholic and left her husband and is in a bar and goes to a jukebox and selects a song and then sits down with a lineup of martinis in front of her. And he shot this beautiful montage...during which time she drifts into a kind of reverie while listening to the same song. And he said, "I don't want you to change a note or a word, but I want the song to mean something very different when you hear it the second time."

So that was a very interesting, challenging assignment. And Michel Legrand wrote...six or eight tunes (as is his wont) for this spot, and they were all beautiful, but none of them really struck the three of us as being right. And we said to him—because as he was writing music we were sitting trying to solve the dramatic question of what the song should be about—we said to him, "What happens if the first line of the song is 'What Are You Doing the Rest of Your Life?'"

And he said, "Oh, I like that." And he put his hands on the keys, and as long as it takes to play that song, that's what he played, from beginning to end. And he said, "You mean something like that?" And we said, "No, we mean exactly like that." Alan said to him, "Play it again." And he said, "Oh, I don't remember quite what I played." Luckily we had the tape machine going, so we had the music.

Beyond the song—which is adapted to form the basis of numerous cues—Legrand provides a great variety of score and source cues that were only hinted at on the soundtrack LP released by United Artists. Two additional songs (sung by Bill Eaton, with lyrics by the Bergmans) score Mary's Caribbean vacation with a tropical flavor, while source cues provide tuneful diversions in styles ranging from soft jazz to raucous pop-rock. On the classical end of the spectrum, Legrand's instrumental passages (some of which were not used in the finished film) are beautifully hewn and orchestrated by the composer himself to stand out as far more than simple renditions of the song without lyrics: they not only empathize with Mary's story but often provide a subtle irony and humor to evoke her journey. Finally, Legrand uses a delicate sense of classical form and Baroque harmonies to lend a sense of timeless, aching nostalgia to the bittersweet story of a marriage on the rocks.

Legrand's score was appreciated by the critics. Charles Champlin in the *Los Angeles Times* wrote, "Michel Legrand, Alan and Marilyn Bergman have collaborated on a theme (not title) song which has a lovely romantic optimism that Brooks, in all honesty, could not quite give the story... Legrand's score overall has the feeling that it was written entirely in the wee small hours of the morning, over brandy and sweet regret." *Variety* commented: "Michel Legrand has contributed a slick, bluesy score with one circa-'50s-style ballad, 'What Are You Doing the Rest of Your Life?' that is as bittersweet and poignant as 'Days of Wine and Roses' in context." *The Hollywood Reporter* had a criticism, but one more applicable to the film: "Michel Legrand's score is a mistake, the intention having been to further emphasize the romantic illusion of the woman's life. It is one emphasis too many and the one most likely to prompt the audience to believe that the film has fallen prey to the same illusions."

The Happy Ending was recorded during an era for which most United Artists master tapes have since bitten the dust except for the album masters—the gods of film music have deigned to smile on this one, however, for the ½" three-track scoring sessions (complete except for Michael Dees's vocals and selected bits and pieces) exist in pristine shape in the MGM vaults. The complete soundtrack has been reconstructed from the ½" tapes and ¼" album master and is presented across discs 5 and 6 of this collection. To reconstruct the LP sequence, program these tracks:

Side 1

1. What Are You Doing the Rest of Your Life? (disc 6, track 1)
2. Collage (Main Title) (disc 6, track 9)
3. Diamonds Are Forever (disc 5, track 2)

4. What Are You Doing the Rest of Your Life? (disc 6, track 10)
5. Floating Time (disc 5, track 9)
6. Hurry Up 'n' Hurry Down (disc 6, track 14)

Side 2

1. Whistle While You Swing (disc 5, track 22)
2. What Are You Doing the Rest of Your Life? (disc 5, track 3)
3. Something for Everybody (disc 5, track 11)
4. The Pause That Refreshes (disc 5, track 21)
5. It Ought to Be Forever (disc 5, track 18)
6. Smooth Sailing (disc 6, track 5)
7. What Are You Doing the Rest of Your Life? (End Title) (disc 6, track 8)

DISC FIVE

1. Collage (Main Title) The main titles unfold in 1953 over shots of young Fred Wilson (John Forsythe) driving Mary (Jean Simmons), his wife-to-be, out on a date. Legrand's innovative "Collage" features a walking-bass jazz track (recorded as "Main Title Floor") over which no fewer than 19 overlays appear, to indicate the hustle and bustle of the city—as if picked up by the car's radio when the vehicle passes by. A hint of the main theme ("What Are You Doing the Rest of Your Life?") is one of several glimpses of the themes and styles to come in the body of the score. On this premiere CD release, the sequence ends with a symphonic "Big Finish" as source music for a romantic drive-in movie.

2. Diamonds Are Forever This lovely, Baroque-flavored cue (having nothing to do with James Bond—the film of that title was released two years later) accompanies a montage detailing the courtship of Fred and Mary, tempering their picture-perfect romance with a sadness beautifully conveyed by harpsichord sonorities and evocations of Bach. The cue emphasizes the ritualistic nature of romance, as if the characters are merely cogs in a machine—and yet Legrand's music carries great beauty as well.

3. What Are You Doing the Rest of Your Life? (First Time) Michael Dees sings the main theme as Fred and Mary's courtship montage continues with a romantic ski trip.

4. Till Death Do Us Part Fred and Mary are wed, accompanied by an over-the-top piece of symphonic triumph as Mary's thoughts (images of romantic movies) are displayed, juxtaposed with her slightly bewildered expression. Tellingly, the cue ends with strings (recorded separately) frittering downward—like a balloon deflating and falling back to earth.

That Trapped Feeling By 1969 Mary is trapped in a loveless marriage, medicating herself with pills

and alcohol. During a stolen moment she looks longingly at a magazine advertisement for a vacation in the Bahamas; Legrand echoes her thoughts with a light Caribbean cue that foreshadows “Hurry Up ‘n’ Hurry Down” (disc 5, track 10).

5. Soft Sell Fred, a tax attorney, visits one of his clients: ad man Harry Bricker (Dick Shawn). This light Muzak cue (featuring Legrand on vocals) is heard as source music at Bricker’s agency.

6. What Are You Doing the Rest of Your Life? (Bedtime Story) Mary “drops out” of her life and boards a plane for the Bahamas. During the flight she reminisces about a bedtime story she and Fred told their daughter Marge years ago when the young girl perceptively asked about the meaning of “happily ever after.” A music box-style rendition of “What Are You Doing the Rest of Your Life?” plays for the intimate moment.

7. Is Everybody Happy? Mary flashes back to her 15th anniversary party with Fred—a drunken affair attended by Fred’s obnoxious clients. This jazz-rock instrumental is the first source cue heard at the party.

8. Blowout Legrand’s writing really swings in this jazzy party instrumental featuring smoking performances, particularly by muted trumpet.

9. Floating Time The party music takes a turn into sensuous string writing (a cue ambiguously score or source) as Mary converses with a female guest in her bedroom. The cue title refers to Mary’s pontification about a state of perfect inebriation she once achieved for an entire month.

10. Hurry Up ‘n’ Hurry Down (extended version) Mary arrives in the Bahamas, where she hooks up with Flo (Shirley Jones), a college friend she recognized on the flight, and Flo’s (married) boyfriend, Sam (Lloyd Bridges). Bill Eaton sings the Bergmans’ lyrics about carefree tropical relaxation to Legrand’s music; in the finished film, the first 1:15 is a different take featuring a more pop-based instrumental track that was not available on the master tapes.

11. Something for Everybody A second Caribbean song (again sung by Bill Eaton) plays as the threesome hit the beach.

12. What Are You Doing the Rest of Your Life? (Walk Along Beach) (album version) Feeling left out of Flo and Sam’s romance, Mary walks on the beach in a melancholy mood and takes a photograph for a young couple. The main theme plays as she recalls her own young love with Fred. This is an extended version of the cue recorded for the *Happy Ending* LP.

13. Three’s a Crowd This track is the first of five versions of two source cues recorded for Mary, Flo and Sam hitting a resort restaurant and casino. Legrand’s alternate versions are so different that they are all se-

quenced here concurrently without seeming redundant. The film version of “Three’s a Crowd” lays down a happening groove for the casino, where Mary is spotted by a hustler, Franco (Bobby Darin).

14. Bahama Blues v. III This mellow track for jazz trio (piano, drums and acoustic bass) is used as restaurant source music, preceding disc 5, track 13 in the finished film.

15. Three’s a Crowd (alternate) This is an unused, faster version of disc 5, track 13—feeling like a completely different piece thanks to the up-tempo energy.

16. Bahama Blues v. I This tropical big band jazz piece was not used in the finished film.

17. The Windmills of Your Mind (Bahama Blues v. II) Heard at the casino bar—where Franco introduces himself to Mary—is this jazz trio rendition of “The Windmills of Your Mind,” the hit song by Legrand and the Bergmans from *The Thomas Crown Affair* (1968). In a bit of verisimilitude, the song was very popular in 1969, and a very plausible selection to be played as Muzak.

18. It Ought to Be Forever Franco seduces Mary on his houseboat, believing her to be wealthy. A sumptuous, jazzy piece with luscious strings accompanies the romance—until she mentions her husband is not, in fact, a millionaire. Franco abruptly turns off the radio (stopping the music cue) and drops his Italian playboy act.

19. The \$100 Understanding/Siren Effect/Emergency Room Mary gives “Franco” a \$100 bill to thank him for the small excitement his charade has brought her. The main theme emerges out of a bubbling, infectious Legrand creation (“The \$100 Understanding”)—until Mary flashes back to a near-death experience when she overdosed on pills and had to have her stomach pumped in the emergency room. In the finished film, “Siren Effect” is an eerie sustain for dissonant strings to emulate the ambulance that races Mary to the hospital. Heard on CD—but omitted from the film—is a dynamic piece of dark, symphonic-jazz underscoring for Mary’s near-death experience (“Emergency Room”).

20. Reconciliation Continuing the flashback, Mary recovers from her suicide attempt—which had been brought on by Fred’s affair with a client—and tries to make a fresh start in her marriage. The first minute of this track is the version of “What Are You Doing the Rest of Your Life” Legrand intended for Mary’s homecoming—in the finished film this was replaced with the record version of the “Finale.” The balance of the track is the same as in the film, with a romantic version of the main theme as Fred and Mary go on a second honeymoon, segueing to primarily jazzy statements as Mary sneaks alcohol more and more fre-

quently during her day-to-day activities.

21. The Pause That Refreshes This track was not used in the finished film although it did appear on the *Happy Ending* LP. Judging by the title, its jazzy inflections (featuring a solo flutist humming into the instrument) were meant to underscore Mary sneaking drinks.

22. Whistle While You Swing This second humorously jazzy cue for Mary's alcoholic exploits (she spritzes booze into her mouth from a perfume dispenser while buying an expensive fur coat) was used in the film.

23. The Stripper Fred is apoplectic about Mary's shopping spree at a clothing store; he demands she "take it off" so she performs an obnoxious striptease in the store's dressing room, for which Legrand re-recorded David Rose's famous "The Stripper."

DISC SIX

1. What Are You Doing the Rest of Your Life? (Record Source) Her marriage again in shambles, Mary goes to a bar to drown her sorrow in cigarettes and alcohol and reflect upon the disappointments of her life. The second vocal version of the main theme (again performed by Michael Dees) forms a bookend with the first—this time playing for the end of love rather than the beginning.

2. The Accident Mary flees the bar (to avoid Fred) and causes a traffic accident. Images of the accident (and her subsequent arrest) are intercut with flashbacks of her troubled life; Legrand provides an abstract piece of jazz (with memorable use of walking bass) which in the film (and represented here) is overlaid with dissonant brass and percussion tracked from "Emergency Room" (disc 5, track 19).

3. Bahama by Night The film returns to the present with Mary luxuriating in the Bahama surf at night, smiling in a type of catharsis. In the finished film, the end of the cue is used to replace the beginning; both are gentle versions of the main theme. The next day, Mary and Flo confide in each other accompanied by a new theme, a kind of Parisian two-step (the first part of this music dialed out of the film); Mary also spots Franco, putting on his playboy act for an older woman. The main theme returns the next night as Flo tells Mary good news: Flo and Sam are getting married.

4. Smooth Sailing v. II Disc 6, tracks 4 and 5 are two versions of a cue not used in the finished film. Version 2 is an elegant, Baroque-flavored piece.

5. Smooth Sailing v. I The first version of "Smooth Sailing" has a similar classical tone but more of a contemporary flavor with the use of rhythm section. Although not heard in the film, it was included on the

Happy Ending LP.

6. Situation Wanted Mary returns to Denver, where she moves into her own apartment and looks for a job; abstract jazz (featuring walking bass) evokes the cool modern world. A brief section (1:16–1:31) heard as Marge walks into a department store to find Mary working there is dialed out of the finished film. The jazz resumes as Mary and Marge go for a walk, and at 2:14 the piece becomes a reflective version of the main theme as Mary reunites with her daughter, Marge (Kathy Fields).

7. Mary and Fred Fred finds Mary in the city; they talk and reflect. Legrand's elegant, slightly Baroque version of the main theme was not used in the film (which instead played one of the overlays from the "Collage" main title to start the scene). Legrand's cue is reminiscent of his unused score for *The Appointment* (FSMCD Vol. 6, No. 11).

8. What Are You Doing the Rest of Your Life? (End Title) (album version) Fred asks Mary to return home but she declines. The film ends on a bittersweet note with the end of the "happy ending" and a final, beautifully melancholy version of the main theme. This is the extended version of the finale used on the *Happy Ending* LP.

Additional and Alternate Cues

9. Collage (Main Title) (album mix) This is the version of the main title presented on the *Happy Ending* LP, without the "Big Finish."

10. Transition These are two versions of an unused transition cue that was meant to be heard in the film somewhere between "Roadmap for *Casablanca*" (disc 6, track 21) and "Hail to the Chief" (disc 6, track 22).

11. What Are You Doing the Rest of Your Life? (Record Source) (instrumental alternate) This is an alternate instrumental version of disc 6, track 1 that was included on the *Happy Ending* LP. It is not merely the backing track from the vocal version but a different orchestral arrangement of the theme.

12. Party Source This piece of jazz-rock source music was presumably recorded for the anniversary party sequence, but not used in the finished film.

13. Happy Anniversary, Baby This rock source cue (heard at the anniversary party prior to "Blowout," disc 5, track 8) features a raucous vocal that has been drawn from the finished film's edited music stem, as the vocal track was otherwise lost.

14. Hurry Up 'n' Hurry Down (album version) This is the version of "Hurry Up 'n' Hurry Down" included on the *Happy Ending* LP—omitting the central instrumental passage from the film version (disc 5, track 10) that played under dialogue.

15. What Are You Doing the Rest of Your Life?

(Walk Along Beach) (film version) This is the shorter film version of disc 5, track 12.

16. Siren Effect/Emergency Room (alternate) Mary's flashback to her overdose is presented in alternate versions: the "Siren Effect" is Legrand's first recorded take, with more elaborate, seesawing strings; an alternate version of "Emergency Room" (part of which is heard in the film—see disc 6, track 2) tacets the strings heard on disc 5, track 19.

17. The Accident (alternate) This is Legrand's recorded version of disc 6, track 2 without the overlay from the alternate version of "Emergency Room."

18. What Are You Doing the Rest of Your Life? (End Title) (film version) This is the shorter version of the finale music—featuring the main theme—as heard in the film.

Source Music

19. Newsreel and God Save the Queen In the film, this source music appears immediately after the "Collage (Main Title)" as the drive-in theater shows a newsreel covering the coronation of Queen Elizabeth II.

20. Organ for TV This source cue is heard at a bar where a soap opera plays on TV; Mary goes there for a midday drink with her maid, Agnes (Nannette Fabray), early in the film (after "Soft Sell," disc 5, track

From the original United Artists LP...

Music and film have at least one thing in common: their primary function is to evoke images.

In most instances, I believe, the score of a movie ought to be contrapuntal. Film music should do more than punctuate a moment or bridge two scenes; it can and should induce an audience to recall earlier emotional involvements. Music should create a mood, a texture, on which the filmic action is structured.

The score, in skillful and imaginative hands, becomes more than "background noise"—it becomes, instead, a vital "character." Therefore, the choice of composer is a most serious consideration.

I felt that Michel Legrand was the proper choice for *The Happy Ending*. His vast reservoir of musical knowledge ranges from classical to modern jazz. He is a consummate artist, a most demanding professional. Most of all, he is "romantic" by nature.

Unlike other composers, Legrand is not derivative. He does not repeat himself. He does not "farm out" his work. He actually writes his own score, does his own arrangements and his own conducting. He is first and last a Man of Music, not a salesman of canned tunes in a glossy supermarket. Michel Legrand is a rarity in the movie world—an original talent.

5) while Fred phones all over town trying to track her down.

21. Roadmap for Casablanca After the 15th anniversary party, Mary turns on the TV and watches *Casablanca*, swooning along with its love story. Legrand re-recorded excerpts from the famous Max Steiner score, which interpolates "As Time Goes By" by Herman Hupfeld as well as "La Marseillaise."

22. Hail to the Chief While Mary heads to the Bahamas, Fred entertains guests alone at his and Mary's 16th anniversary party. The TV set is on, playing Richard Nixon's presidential inauguration; Legrand recorded "Hail to the Chief" as source music although a library version was used in the finished film.

23. Auld Lang Syne Harry Bricker drolly plays "Auld Lang Syne" on the piano at the abortive 16th anniversary party.

24. Organ for TV Show A second piece of soap opera source music is heard on Mary's kitchen TV set after disc 6, track 20.

25. America the Beautiful A ragged version of "America the Beautiful" is heard ironically under a brief montage of Mary desperately trying to improve her looks by hitting the gym; this precedes disc 5, track 22 in the finished film.

—Lukas Kendall

Too often a song is inserted in a film for spurious reasons—or no reason at all. In *The Happy Ending* the song is a vital factor in the unfolding of the story. At the beginning of the movie, the song is part of the romantic myth; later it serves as counterpoint when reality unravels the myth. The several variations on the song-theme have distinct and separate functions toward story development.

The lyrics, therefore, had to be more than hastily assembled rhymes. The "words" had to tell story, had to probe character with wit, clarity and brevity. The same lyrics had to serve myth and reality in concert with the filmic images.

The "casting" of such lyricists led to the inevitable choice of Alan and Marilyn Bergman. They have the depth of feeling, empathy for the story and the capacity to reach for the ultimate. Even their title "What Are You Doing the Rest of Your Life?" became an integrated, pertinent part of the story.

The Bergmans and Legrand previously collaborated on "The Windmills of Your Mind."

The writers of the words and music understand each other; they understand *The Happy Ending*.

—Richard Brooks

Billion Dollar Brain

Billion Dollar Brain (1967) was the third film based on Len Deighton's "Harry Palmer" secret agent novels, following *The Ipcress File* (1965, with a score by John Barry) and *Funeral in Berlin* (1966, scored by Konrad Elfers). As James Bond mania peaked globally in the 1960s, several alternative spy films challenged the supremacy of 007. While most (such as the Derek Flint and Matt Helm pictures) spoofed the originals, the Palmer series, produced by Harry Saltzman of the Bond films, went in the opposite direction: as played by Michael Caine, the horn-rimmed, seedy Palmer is the antithesis of the super-suave Bond, glumly going about his bureaucratic and often mundane spy business with an eye on a modest pay raise.

The plot of *Billion Dollar Brain* concerns Cold War paranoia and potential germ warfare manipulated by an insane American oil tycoon, General Midwinter, played by Ed Begley as a volatile, over-the-top combination of Boss Finley, General Bullmoose, Jerry Falwell and George S. Patton. The Texan super-patriot intends to eradicate communism by invading Soviet-occupied Latvia from Finland with his own private army, assisted by a Latvian nationalist uprising and germ warfare to neutralize the Russian army. This advance work in Latvia is overseen by Leo Newbigen (Karl Malden), an American friend of Palmer's, who has been embezzling Midwinter's money rather than using it for its intended goals—setting up a potential World War III-style disaster when Midwinter launches his invasion and runs smack into the Soviet army. In the best spy tradition, Harry finds himself negotiating different and contrary allegiances: his friendship with Leo, his undercover assignment in Midwinter's operation (the tactics of which come from a supercomputer, the "billion dollar brain" of the title), his functional relationship with Soviet Colonel Stok (Oskar Homolka, reprising his role from *Funeral in Berlin*) and his true allegiance to the British government.

Although established as the "anti-007," Harry Palmer finds himself in many of the same scenarios as the famous British spy. He globetrots between London, Finland, Latvia and Texas, and in the film's climax faces the mobilization of a private, jumpsuit-adorned army commanded by an antisocial megalomaniac. In addition, Harry becomes attracted to—and almost killed by—a stunning and capable femme fatale: Françoise Dorléac as Anya, a Soviet agent and assassin romantically involved with Leo who may be attracted to Harry as well. Tragically, *Billion Dollar Brain* was the last film role for Dorléac, the elder sister of Catherine Deneuve and every bit as beautiful: prior to the release of the film, she was killed in an auto accident at age 25.

A great deal of *Billion Dollar Brain's* flair comes from British director (and *enfant terrible*) Ken Russell. This was Russell's first mainstream feature and second overall, following a series of controversial BBC productions and an obscure first feature, *French Dressing* (1963). The novice director had been assigned to *Billion Dollar Brain* because both Saltzman and Caine admired his BBC film on composer Claude Debussy. Aside from his spectacular visual sense, combined with an ongoing compulsion to shock, Russell was an avid, erudite music lover, and his penchant for radical—if highly informed, even intellectual—musical mayhem was already obvious in his first short BBC films. Among these was a series of fantasized biographies, many dealing with composers, among them Elgar, Prokofiev, Bartók and Debussy (as well as film composer Georges Delerue, in 1966's *Don't Shoot the Composer*). This uniquely "Russellian" genre peaked with his feature *The Music Lovers* (1971), based on the (sex) life and music of Tchaikovsky, and—even more outrageously—*Lisztomania* (1975), with The Who's Roger Daltrey playing composer and piano virtuoso Franz Liszt as one of the first mass-adulated, sex-driven pop stars. Russell's subsequent features included *The Boyfriend* (1971), *Mahler* (1974) and *Tommy* (1975), by which time he was something of a genre unto himself.

The combination of this powerful director with the spy genre elevates *Billion Dollar Brain* into an arresting visual and auditory experience. The film features definite anticipations of Russell's vivid style: gorgeous imagery (often derived from location shooting) and cinematography (here by Billy Williams), profuse use of nudity (often in illustrations decorating the sets) and unprecedented moments of unbridled hysteria (sometimes in tandem with the nudity), as well as perceptive and prominent use of music, several key sequences being played with little or no dialogue. In time, Russell's eclectic musical collaborations would extend from Georges Delerue to pop icons such as Pete Townshend, The Who and Rick Wakeman, to craggy proponents of British and American concert music such as Peter Maxwell Davies and John Corigliano. For *Billion Dollar Brain*, his composer was the esteemed Richard Rodney Bennett.

In the 1960s, a burgeoning international film scene emerged to partially fill in the gap left by the decline of the Hollywood studio system in the 1950s. Along with the three Johns—Addison, Barry and Dankworth—Richard Rodney Bennett was part of a conclave of British composers who supplied music during this period of unique and highly original cinema. Bennett was born in Broadstairs, Kent, England on March 29, 1936.

During the 1950s he studied at the Royal Academy with Lennox Berkeley and Howard Ferguson, and during 1957–58 privately with Pierre Boulez in Paris. He made his film composing debut at the age of 21 with *Interpol* (1957) and has since then maintained a varied and original career balanced between film scores, concert music and the recording arts (as a theatrical and jazz pianist-accompanist).

One of Bennett's most striking scores is for *Billion Dollar Brain*, a glitzy, postmodern, eclectic and droll work that melds minimalism, modernism, neo-classicism and pop for an utterly unique take on 1960s spy moods. The orchestration is strikingly original: brass (4 horns, 3 trumpets, 3 trombones, tuba), two pianos (three for the "Main Title"), percussion (three players, including xylophone and marimba) and Ondes Martenot. The glittering "Main Title" brilliantly accompanies Maurice Binder's title sequence inspired by 1960s supercomputer operations. Like Bernard Herrmann, Bennett achieves remarkably epic and varied sonorities with minimal forces, orchestrating the music himself. The *Brain* score was conducted by Marcus Dods (1918–1984), who was the chief conductor of the BBC Concert Orchestra and conducted most of Bennett's best-known film scores, while Bennett himself performed at one of the three pianos for the "Main Title," with the other two keyboards played by composer Thea Musgrave (who doubled elsewhere in the score on harpsichord) and Susan Bradshaw (who doubled on celesta).

As the score omits strings and even woodwinds, it falls to the Ondes Martenot (played by Jeanne Loriod) to carry most of its upper-range melodic content. The Ondes Martenot is a pre-synthesizer electronic instrument played from a keyboard, notably used by Maurice Jarre in *Lawrence of Arabia* (1962) and in more recent years a staple of Elmer Bernstein's works. Capable of synthesizer-like tone variations, and Theremin-like pitch bend and portamento effects, it is heard throughout *Billion Dollar Brain*—both in the "Anya" cues, where its dreamy quality adds a decidedly erotic touch, and in action tracks, where its swooping effects add jolts of color to the massed brass. (Bennett also used the Ondes in scores such as *Secret Ceremony* and *The Attic: The Hiding of Anne Frank*.) The effect in *Brain* is one of seductive but ambivalent sensuality, and a perfect complement to Dorléac's Garbo-esque beauty.

Billion Dollar Brain was shot in Panavision and DeLuxe color but in its Finnish and Latvian scenes it is something of a color film in black and white: the icy sonorities of Bennett's brass (often doubled with pianos) and percussion reflect Russell's emphasis on vast, blank expanses of snow and ice, only occasionally broken by the artificial red glow of a security lamp or

the deep blues and mahoganies of a Finnish interior. As Harry becomes acquainted with the political and military forces of the story—from Midwinter's army to the Latvian nationalists—Bennett unleashes brass-led melodies that ironically have a consistent Russian flavor, despite the fact that Midwinter is a raging Texan crusader fighting against the Soviets.

The use of a Russian nationalistic sound for Midwinter's army is perhaps a statement that all statist movements are alike, but a different, more intellectual purpose can be interpreted from a scene midway through the film. Col. Stok weeps while listening to a concert performance of Shostakovich's Symphony No. 7, explaining to Harry it is because Shostakovich wrote the symphony during the 1941 siege of Leningrad. "The Germans had cut them off," he says. "They were all about to die. It means a lot to us. We don't forget those times so easily." The use of a Russian musical style for Midwinter's invasion is therefore an allusion not to the army itself, but to the Russian perspective of what it means to be invaded by the West. (In a sense, the story is most sympathetic to the Russian perspective, with Stok and Anya manipulating outside forces, including Harry, in order to protect their homeland, a noble purpose. The film is therefore that most subversive creature: a pro-Soviet Cold War thriller.) In the finished film, this emphasis on the Russian perspective is made more explicit by the use of the Shostakovich symphony to replace some of Bennett's score for the first third of "Midwinter's Army" (track 12).

The film's bravura climax features Midwinter's army racing across the frozen sea and being swallowed by the icy water. This references the "Battle on the Ice" of 1242 in which Russian forces repelled invading Teutonic Knights, as famously depicted by Sergei Eisenstein in *Alexander Nevsky* (1938, with an equally famous score by Sergei Prokofiev), to which Russell pays homage in *Billion Dollar Brain*.

Billion Dollar Brain is one of the great treasures of 1960s film scoring and, incidentally, was one of the inspirations for this box set: the United Artists Records album master (the only surviving source for the recording) was an essential score to release but, at just under 32:00 in length was commercially undesirable to issue as a standalone release—and yet it proved challenging to pair with another score from the United Artists catalog, as it sounds so utterly unique. (In the end, *Shake Hands With the Devil*, the other score on disc 7 of this collection, featuring music of another great British composer, became a satisfactory coupling.) Research into possible pairings led to the consolidation of all of this great material into the MGM Soundtrack Treasury. The stereo album program to *Billion Dollar Brain*

is here remastered from the original ¼" stereo production tapes. The score is not complete on the LP but does include all of the major set pieces, presented slightly out of sequence yet discussed in film order below.

1. Billion Dollar Brain Bennett's arresting main title kicks off the soundtrack album with its glittering trio of pianos, propulsive rhythms and exotic triadic harmonies. The film begins with an (unscored) prologue in which Harry Palmer (Michael Caine) is recruited into the film's espionage plot; the opening credits follow on its heels with Bennett's remarkable music playing against a trippy title sequence designed by Maurice Binder (of James Bond fame) that incorporates images of 1960s mainframe computers at work.

2. Anya Hired by a mysterious computer-generated voice on a telephone, Harry travels to Finland to deliver a thermos of deadly, germ-infected eggs to an elusive recipient named Dr. Kaarna. "Anya" presents a contrast to the frenetic main title by extricating a spare melody and playing it as a moody Ondes Martenot solo introduced by a delicate celesta passage and typically presented with a harpsichord counterline. The cue underscores Palmer's meeting on an icy Finnish plain with the beautiful and mysterious Anya (Françoise Dorléac), who attempts to get the thermos from him, but Palmer insists on delivering it directly to Kaarna. Throughout the film the Martenot's glistening, vacillating tones are used to simultaneously reflect the frigid beauty of the northern landscapes in which a good deal of the film is set, and the ambivalent emotions kindled in Palmer by the coolly seductive Anya.

4. Skidoo Anya takes Palmer to an island house via snowmobile. Bongos, claves and other rhythmic percussion propel Anya's theme on the Ondes Martenot (embellished by celesta and capped with a short harpsichord coda) over a space-age beat.

6. Kaarna Harry meets an old friend, American agent Leo Newbigen (Karl Malden), who claims to be the mysterious "Kaarna," and tries to recruit Palmer into further work. Suspicious, Palmer looks up the real Kaarna in the local telephone directory. This cue begins as Harry walks from a phone booth to the address listed for Kaarna, only to find him frozen to death in his home. Bennett indulges in suspense music suggestive of James Bond-style brass and Bartókian xylophones, an effect that will recur at other points in the film. A reprise of Anya's theme on Martenot provides a clue as to who may have killed the doctor, and the brittle harpsichord counterlines suggest the Baroque décor of the room in which the body is found. A subtly dissonant brass undertone sneaks in under Anya's theme—the scene and music climax with a sudden shock effect as the frozen visage of Kaarna (who sports a puncture

wound on his back) is revealed. The suspense music with which the cue opened is reprised, and a startling stinger concludes the cue when unidentified assailants chloroform Palmer. The attackers turn out to be employed by MI5's Colonel Ross (Guy Doleman), who blackmails Palmer into joining Leo's scheme while working as an undercover British agent.

3. The Church Palmer reunites with Leo and the two receive their orders from "the boss" (later referred to as "the brain"), a computer to which Leo reports. This dark, clanging music is heard as they set up a sniper's perch outside a church to eliminate an "opposition" agent per their instructions—the target is revealed to be none other than Anya. Leo is unable to pull the trigger, as he is romantically involved with the beautiful woman. Chimes and gongs resound against a tapestry of pianos, percussion and lower brass, intoning an ominous, chorale-like melody. The scene is played without dialogue.

5. Ambush Leo sends Harry to Latvia, where he accompanies an anti-Soviet group called "Crusade for Freedom" on a mission to attack a military truck and photograph some documents. "Ambush" is a stirring, highly eclectic and slightly slapstick cue for the mission being carried out: an energetic Russian-flavored theme accompanies the group's car careening out of Riga and down an isolated snow-covered road where a staid, British-flavored secondary theme underscores their preparation for the ambush. A propulsive antiphonal passage builds to a Russian gallop as they wreck the Soviet vehicle and raid its cargo to make the ambush look like a routine robbery. (After the cue ends, the wounded Soviet driver shoots the Latvian resistance leader who, under orders from Leo, was about to kill Harry.)

7. Russian Cavalry Harry escapes into the woods as all hell breaks loose: a percussive piano ostinato under epic brass is punctuated by chimes as Palmer is pursued through the snow by Soviet soldiers on horseback. (The weird upward whoops from the Ondes synch with flares shot into the air by the cavalry.) The cue builds to a climax as a soldier knocks Palmer unconscious. This is another gorgeously shot visual/musical episode with the horsemen filmed as black silhouettes against an impressionistic, rose-colored background.

8. Love Scene Harry is returned to Helsinki—thanks to his relationship with Soviet Colonel Stok (Oskar Homolka)—where he rejoins Anya for suspenseful scene blending sex and violence: after a brief passage of the ominous brass/xylophone suspense music, a keening Ondes Martenot reprises Anya's theme as they begin to make love—embellished, as usual, by harpsichord. Ominous brass and the squealing Martenot

build to a climax as Anya attempts to kill Harry by jabbing a needle into his spine (revealing in retrospect that she also killed Kaarna).

9. Hoe Down Harry and Leo travel to the Texas headquarters of General Midwinter (Ed Begley), owner of the “billion dollar brain” and the right-wing fanatic behind Leo’s operation. Harry and Leo arrive during a celebration—part hoedown, part Nazi-style rally—that concludes with this dissonant and *molto agitato* military sequence for brass, timpani and percussion as Midwinter’s guests party among the bonfires and burn photographs of prominent Soviets, shots of which are intercut with close-ups of the apoplectic General ranting to Harry in a massive computer control room. (Bennett creates an Ivesian cacophony that references the Stephen Foster song “Camptown Races.”)

This Texas sequence is an early manifestation of the type of patented Russellian hysteria that would continue to escalate over several ensuing features, notably *The Music Lovers* and *The Devils* (1971). Here Russell lurches into a parody of Leni Reifenstahl’s propaganda films with manic images of blazing bonfires overseen by a towering corporate logo suggestive of the Third Reich’s imperial eagle as the director draws an audacious parallel between American religious fanaticism-cum-patriotism (represented by the obsessive General Midwinter) and Nazi fascism.

10. Panic in the Brain Leo, in order to erase the brain’s earlier order to kill Anya (and thus protect her), reprograms the computer and manages to escape from Midwinter’s headquarters. A swirling interlude of jarring “machine” music colored by glassy marimba, xylophone and piano effects and erratically accented brass underscores some of this sequence, although only the last 0:30 of the cue is used in the finished film.

11. Car Chase The action returns to Finland where Harry (escorted by two of Midwinter’s men) attempts to catch Leo. (Harry has volunteered for this duty in order to save his own life.) A chase ensues in which Harry and Midwinter’s men pursue Anya (who has taken possession of the virus-infected eggs) to a train station, where she plans to escape to Moscow with Leo and the eggs. This is Bennett’s original, unused cue for the sequence, a lively scherzo with a bright melody for solo trumpet over militant snare drum and an agitated Prokofiev-style accompaniment—it would have added a slightly comic air to the pursuit and was perhaps dropped for that reason. (In the finished film, the “End Title,” track 14, was used for roughly the first half of what this cue would have scored, providing a more dramatic and authoritative statement that the film’s climax is indeed underway.) A brief passage from this track (1:37–1:54) does appear in the finished film for a shot of Midwinter and his aides surveying the Arctic

landscape over which they plan to cross from Finland into Latvia.

12. Midwinter’s Army The grand finale of the film, the score—and the soundtrack album—is Midwinter’s attempted invasion of Latvia, represented on the album by this 9:31 track combining three cues dominated by Midwinter’s Russian-flavored theme, which is developed as both a march and a stirring chorale tune.

The first cue (0:00–3:17) was meant to cover the elaborate mobilization of Midwinter’s men and missiles via retrofitted tanker trucks and snowmobiles. In the finished film, this cue was replaced with an excerpt from the first movement of Shostakovich’s “Leningrad” Symphony, the finale of which was briefly heard earlier in the film. The use of the Shostakovich work accentuates the historical connection between Midwinter’s actions and earlier invasions of Russia (which have always been disastrous to the aggressor). As written, Bennett’s cue uses the Russian-style Midwinter theme but in a more subdued fashion—as if taking seriously the power of the army, rather than mocking its imminent demise through outsized bombast.

Bennett’s music is dialed into the film with the second cue (3:18–6:40), covering: the procession of Midwinter’s army onto the ice; Harry and Leo pursuing the army by car in a last-ditch (and futile) effort to stop it; and the Soviets (led by Stok) monitoring the tactical situation from their military command center. This Russian theme continues, interspersed with sonar-like syncopated rhythmic passages for mallet percussion as the Soviets coolly prepare to annihilate the army by dispatching three bombers. A brassy climax appears at 6:26 as Midwinter orders machine-gun fire on Harry and Leo’s car, killing Leo.

The third and final cue (6:41–9:31) features a grandiose statement of the Russian theme as the Soviets attack, breaking the ice. Midwinter’s army is annihilated, the troops panicking and turning on one another, and the music accents the various vehicles crashing through the ice—the entire motorcade is swallowed by the sea. The score reaches its final dissonant peak with virtual waves of screaming brass and Ondes Martenot as Midwinter screams to his death, trapped in the bubble dome of one of his own sinking trucks. The sequence concludes with a wry timpani roll as, back at Soviet headquarters, Stok picks up the symbol for Midwinter’s army from a tactical map of the battle and calmly tosses it onto the floor.

13. Anya A Soviet helicopter carrying Stok and Anya lands near Palmer, who had jumped out of his car before it fell through the ice; Anya is revealed to be Stok’s agent in Finland. A brief reprise of her haunting theme (with an especially fragile harpsichord counter-

line and the Anya melody ascending to a high register of the Ondes) plays as the helicopter flies away. (Her parting words to Harry: “We would have made nice babies together.”) A muted brass fanfare (for an establishing shot of Lord Nelson’s column in Trafalgar Square) brings the action back to London for a wry

More About the Composer...

Richard Rodney Bennett came of age in a time and place when B pictures still held a place in commercial cinema. Like many of his contemporaries, he cut his teeth in the horror field with scores for Hammer, including *The Man Who Could Cheat Death* (1959) and *The Witches* (1966, aka *The Devil’s Own*). The year 1963 saw him score John Schlesinger’s *Billy Liar*, a key film of the British New Wave movement. While he was working on *Billy* (which included a dance-hall sequence built around Bennett’s pop tune “Twistarella”) Bennett also produced *Calendar*, a craggy yet lyrical chamber work in the 12-tone mode of Alban Berg and other serial composers of the second Viennese school, and *The Mines of Sulfur*, a three-act opera performed at La Scala, Sadler’s Wells and other international houses.

From these early days, it was obvious that Bennett would be a chameleon-like composer resistant to becoming typecast. Along with John Dankworth, he evolved an economic (in all senses of the word) small-ensemble style, often influenced by American jazz and pop. *Billion Dollar Brain*, with its relatively modest instrumental forces, is an extension of this approach.

The frank, often depressing, yet sometimes scathingly funny films that were highlights of this distinctive era in British cinema gave the impression that life in modern England was lived in grainy black and white, the sun seldom putting in an appearance, and that everyone’s dream was to move to London if they did not live there already. Although the films Bennett scored for American expatriate director Joseph Losey, *Secret Ceremony* (1968) and *Figures in a Landscape* (1970), are seldom seen today, they were once (especially the much-maligned and eventually re-edited *Secret Ceremony*) staples of late-night American television. Bennett’s scores exhibited a serialized, quasi-Oriental minimalism, lending a dispassionate sheen of delicate bell-like sounds and elusive half-melodies to Losey’s admittedly strange films.

Bennett’s mainstream breakthrough score was for another John Schlesinger film, *Far From the Madding Crowd* (1967), adapted from the classic Thomas Hardy novel. Bennett produced a lush yet restrained symphonic score influenced by English folk music and the pantheistic modalism of Ralph Vaughan Williams’s

coda.

14. Billion Dollar Brain (Reprise) An abbreviated version of the “Main Title” concludes the film over the end credits. In the finished film, this music was also used for the car chase (track 11).

—Ross Care and Lukas Kendall

“Pastoral” Symphony. Elmer Bernstein lauded *Far From the Madding Crowd* for bringing back symphonic scoring in an era when film music had been devastated by pop/rock music and main title songs. *Madding Crowd*, with its alternately sweeping and intimate orchestral passages reflecting both the feel and folk music of the Dorset countryside, remains one of the most hauntingly beautiful efforts of the 1960s.

The romantic, pantheistic style Bennett exhibited in *Madding Crowd* also appears in such films as *Lady Caroline Lamb* (1972) and more recent efforts such as *Enchanted April* (1992), whose score is an intimate reworking of the *Madding Crowd* mode with the addition of a solo pan flute. For *Nicholas and Alexandra* (1971), Franklin Schaffner’s epic about the last days of the Romanov dynasty, Bennett modulated his British symphonic style to one reminiscent of Tchaikovsky and other late-19th century Russians, producing a lyrical love theme that became a staple of 1970s Muzak (as did his theme from 1974’s *Murder on the Orient Express*, a classy pastiche of period pop and symphonic impressionism). For a while in the early 1970s one could hardly step into an elevator or supermarket without hearing either of these two distinctive themes—a novel, somewhat remarkable and no doubt lucrative achievement for a composer of craggy serialized concert music.

In the late 1970s Bennett scored *Equus* (1977) and another Schlesinger film, *Yanks* (1979). He scored fewer and fewer films into the 1990s, due to his avid interest in exploring and performing (both as skilled jazz pianist and occasional singer) vintage popular music from the American songbook, both in intimate cabaret/club venues and in a varied series of recordings with such vocal artists as Chris Conner and Charles Cochran. He has also continued his film work with selected projects such as the popular *Four Weddings and a Funeral* (1994), the sensitively scored *Swann* (1996), and the epic (and bizarre) TV mini-series fantasy, *Gormenghast* (2000). He reunited with Schlesinger for the TV movie *A Tale of Sweeney Todd* in 1998—the same year he received his knighthood. He is, today, Sir Richard Rodney Bennett.

—Ross Care

Shake Hands With the Devil

Shake Hands With the Devil (1959) unravels through the perspective of Kerry O'Shea (Don Murray), an American WWI veteran studying medicine at his father's alma mater in Dublin. His professor, Sean Lenihan (James Cagney), is secretly a "commandant" in the Irish Republican Army and when O'Shea unintentionally becomes involved in a shootout between British forces (the Black and Tans) and members of the IRA, Lenihan provides him shelter from the authorities. Another stroke of bad luck lands O'Shea in British custody, where he is brutally tortured. Lenihan stages a raid to spring the young man from captivity, and at this point O'Shea decides not to return home to America but rather to stay and fight alongside the rebels. When Lady Fitzhugh (Sybil Thorndike), an Irish noblewoman, is arrested and put on trial for assisting the IRA, Lenihan reacts by kidnapping Jennifer Curtis (Dana Wynter), the daughter of a British military advisor, to facilitate a prisoner exchange. Jennifer attempts to seduce O'Shea in order to win her release—she is unsuccessful, but acknowledges a genuine mutual attraction with her American captor. Eventually a truce is reached, but Lenihan is still bent on killing and seeks to execute Jennifer in retribution for Lady Fitzhugh's death from a hunger strike. While attempting to stop him from killing Jennifer, O'Shea shoots Lenihan in self-defense. The film concludes with him angrily tossing his gun into the ocean.

The film was an adaptation by Marian Thompson of Rearden Conner's 1934 novel of the same name, with a screenplay by Ivan Goff and Ben Roberts. The script changes the O'Shea character (originally to have been played by Anthony Perkins) from half-British, half-Irish to an American (perhaps to make the film more appealing to U.S. audiences). British director Michael Anderson shot the picture in and around Ireland's Ardmore Studios, 12 miles south of Dublin, supplementing the principal cast of familiar British and American faces (including Glynis Johns in a standout performance as a barmaid) with locals, many from the Abbey Theater. "We didn't come 6,000 miles for the scenery," producer George Glass told the *Los Angeles Times* in December 1958. "We came because there are at least 300,000 character actors in Ireland. Wherever you turn, there's a face that attracts." Some of the film's extras had in fact been members of IRA during the "Troubles." Reaction to the film was generally positive, with critics praising the performances and Edwin Hillier's black-and-white photography. Although few reviews mentioned the film's musical score, it remains one of the film's strongest elements.

British composer William Alwyn was born in

Northampton in 1905. At age 15 he enrolled at the Royal Academy of Music, studying flute and composition, and was appointed to a professorship there at age 21. He subsequently served as principal flutist of the London Symphony Orchestra, and as a soloist and chamber musician, and continued teaching at the RAM until 1955. His output for the concert hall includes five symphonies, two major operas, three string quartets, several concertos and much chamber music. Alwyn began writing film music with the 1936 documentary *The Future's in the Air*, and in 1941 scored his first feature, *Penn of Pennsylvania*. In all, the composer scored more approximately 200 films, contributing (along with Vaughan Williams, Walton, Britten and others) to the so-called Golden Age of British film music. "Each film score I had written was an opportunity for experiment," Alwyn wrote, "and an exceptional chance, given the splendid orchestras who played my scores, to improve and polish my technique and widen my dramatic range."

Along with *Odd Man Out* (1947), *Shake Hands With the Devil* is often mentioned as being among Alwyn's finest scores. Before composing the film's music, Alwyn joined the cast and crew on location in Ireland. He later wrote of meeting the film's star:

On a shiveringly cold day while on film location in the Wicklow Hills, I sheltered in a ditch with James Cagney. The tough gangster actor whiled away the time by singing Irish folk songs and ballads for me in the traditional manner of the Irish folk singer, drawing on a seemingly inexhaustible memory. These were taught to him by his grandmother during his childhood on the New York Eastside. The native ear survived the Atlantic crossing.

Those interested in learning more about Alwyn's film scores are encouraged to seek out Ian Johnson's book *William Alwyn: The Art of Film Music*.

Thanks to a recent series of re-recordings on the Chandos label, much of William Alwyn's film music is now available to the general public, but many of these scores had to be reconstructed, as most of Alwyn's written scores—along with the original soundtrack recordings—were lost or destroyed over the years. This makes the premiere CD release of *Shake Hands With the Devil* all the more important, as it is the first full Alwyn score to appear on CD in its original performance. (In fact, very few of the composer's scores were originally presented on soundtrack

albums; other than *Shake Hands*, only three subsequent Alwyn soundtracks—all from Disney productions—were issued on LP.)

Shake Hands with the Devil is the earliest United Artists LP (UAS 5043) represented on this box set and is one of two scores originally issued in “electronic” stereo. A few of the track titles were mislabeled on the original LP; the erroneous titles have been retained for consistency with the LP, but the proper titles are given below (in italics) as appropriate. The following discussion lists the album tracks in the order that they appear in the film.

15. Dublin 1921 The main titles appear over images of urban warfare, a blazing gun battle between the British (the Black and Tans) and the Irish Republican Army. Alwyn introduces three of the score’s principal ideas during the credit sequence, beginning with a lurching, all-purpose “violence” motive for winds. The five-note figure traces the shape of the score’s morose main theme, the pitches of which are gradually hinted at before the melody receives a full reading. Once the main title card appears beside an illustration of a hand reaching for a pistol—positioned forebodingly above an actual burning flame—the main theme runs its course on strings and brass over a grave pulse and field percussion. The melody represents the tragedy of the brutal conflict at the heart of the film and laments its impact on Sean Lenihan (James Cagney), the IRA commandant who becomes obsessed with killing, to the detriment of his cause. Between statements of the theme, a “call to arms” fanfare is introduced on brass for the freedom fighters, before the film transitions to a Dublin cemetery where narration tells of the ongoing war in Ireland. Fateful developments of the main theme for strings, low woodwinds and chimes sound as Kerry O’Shea (Don Murray) grieves the loss of his parents. A funeral procession passes behind him—actually a group of rebels transporting arms in a coffin. The Black and Tans appear and ambush the freedom fighters to outbursts of the violence motive, culminating in a nasty brass swell.

25. Death at Ashtown Docks (The Black and Tans) Kerry and his IRA roommate, Paddy Nolan (Ray McAnally), witness a nighttime terrorist attack while walking home from a bar. Taunting versions of the violence motive build suspense as a bike-riding rebel lobs a grenade at a car filled with Black and Tans. Frenetic writing incorporates the violence motive for the chaos that follows the explosion; Kerry and Paddy attempt to flee the scene but when the assailant is gunned down by the British, Kerry is torn between escaping and helping the fallen rebel. Fragments of the main theme are traded between low strings and piercing woodwinds

as he grapples with the choice, and when he ultimately runs back toward the action, Paddy is shot as a result. The IRA fanfare is referenced when Kerry leaps into action to defend Paddy from a British soldier. In the process, O’Shea drops his textbook, the fanfare sounding again as the camera pushes in, revealing Kerry’s name on the book’s cover—he is later forced to hide with the IRA thanks to this incriminating evidence.

The main theme is dressed with a descending chromatic woodwind figure (foreshadowing Kitty’s death motive) for a transition to Kerry carrying the mortally wounded Paddy toward the apartment of the Madigan family, members of the IRA. Cautious, moody developments of the main theme for woodwinds and strings play as they are admitted to the apartment, with biting brass acknowledging the severity of Paddy’s unseen wound when Kerry tears open his shirt. Nolan requests Lenihan’s help to an austere statement of the IRA fanfare. The youngest Madigan, Mary (Maryanne Benet), volunteers to find the surgeon, the score maintaining a dire tone and evoking the passage of time with tick-tocking xylophone as Kerry and Paddy wait. The cue ends just before Lenihan arrives; he is unable to save Paddy.

16. People of Erin Kerry is taken in by Lenihan and a team of Irish rebels at their farm hideout. Alwyn quotes the 1908 Irish song “Eileen Oge” (by Percy French and Houston Collisson) on strings when he joins rebel Chris Noonan (Cyril Cusack) on a hill overlooking the sea. The aching, long-lined melody (heard earlier in the film as source music) humanizes the resistance fighters (the “People of Erin”), gently evoking the lives they have left behind as Noonan reveals his profession of writing Gaelic poetry; thanks to the Black and Tans, he must now practice it in hiding.

18. The Black and Tans (Rescue at Garda Depot) After Kerry is taken captive by the Black and Tans, the rebels pose as British soldiers and infiltrate enemy barracks to rescue him. When the actual British show up to collect the prisoner, the rebels are exposed. Agitated statements of the violence motive dance around bold brass material as the freedom fighters make their escape with Kerry in their truck, plowing past an enemy vehicle and overturning it in the process. The main theme portentously underscores Lenihan questioning the injured Kerry in the back of truck. The commandant is pleased to learn that O’Shea revealed nothing to the British, the IRA fanfare underlining the American’s newfound loyalty to the rebel cause.

Low, mysterious versions of the main theme play as a boat (O’Shea’s transport back to America) approaches the lighthouse, its crew using lanterns to communicate with the IRA base. The rebel truck arrives on the scene and the fanfare sounds once more amidst an-

guished string writing as Kerry is carried into the lighthouse by the freedom fighters. Tense developments of the main theme and violence motive lead to a scornful brass stinger as he comes face to face with O'Brien (Richard Harris), the clumsy rebel responsible for his capture.

17. Kerry O'Shea Kerry opts not to return to America, instead pledging himself to the freedom fighters' cause. Militaristic statements of the IRA fanfare reinforce his declaration to Lenihan, the score building to a cathartic exclamation as the satisfied commandant informs Noonan that O'Shea will not be leaving on the ship.

The film transitions to outside the lighthouse after several days have passed and Kerry has recuperated from the effects of being tortured, "Eileen Oge" returning on strings and clarinet for Noonan and O'Shea discussing their scenic but secluded surroundings. The serene nature of the cue is disrupted by the violence motive when Kitty Brady (Glynis Johns), barmaid and IRA supporter, arrives to inform them that the British are taking innocent civilians hostage in hopes of drawing out the rebels.

19. Men of the Republic The freedom fighters plot to kidnap Jennifer Curtis (Dana Wynter), the daughter of a British military advisor; they hope her abduction will prompt the British to release their prisoner, rebel sympathizer Lady Fitzhugh (Sybil Thorndike). Coy, suspicious material spotlights winds and pizzicato strings for the rebels posing as street cleaners at a deserted location. Jennifer's car pulls up to their road block, the cue mounting suspense as she and Captain Flemming (Alan White) are suddenly ambushed by Lenihan and his men. A motor-rhythm on strings supports the IRA fanfare once the commandant hops into the back seat and forces the car's driver to proceed down the road. They are stopped at another road block, where a British sergeant questions them and ultimately lets them pass; the reprised material from the cue's opening that addresses this tense interrogation is dialed out of the film (1:27–2:20).

21. Professor Sean Lenihan Jennifer joins Kerry at the top of the lighthouse. As the captive Brit seduces the infatuated American, the main theme is given a romantic treatment on solo violin, yet the melody's ties to the rebellion remind of the terrible circumstances that have brought these two together. They kiss and the music climaxes, but Jennifer ruins her plan by pushing too hard—the deceptive opening material from "Men of the Republic" is reprised as she assures Kerry that she will join him in America if he helps her escape. Scornful brass and hesitant low strings sound as he praises her lousy performance and asks her how far she would have been willing to go. She confesses she

would have done anything to escape, but he still believes she has feelings for him and he kisses her again. The opening of this cue (0:00–1:11) is dialed out of the film; despite the cue title, the sequence has nothing to do with Lenihan.

22. Pretty Kitty Brady When Kitty overhears the rebels plotting an attack on the Ashtown Docks, Lenihan confines her to the lighthouse. The "Eileen Oge" melody plays on clarinet over a foreboding pedal point as she sneaks out at night and heads for the beach. She convinces O'Brien to let her go for a swim, and ornamental woodwinds dress the folk theme on a transition to her picking up her clothes after she emerges from the water. The cue concludes with an angry brass outburst to signal the appearance of Lenihan. Kitty wonders how long he has been watching her with his "hot eyes."

20. Lighthouse at Wicklow Head The tension between Lenihan and Kitty comes to a head when she baits him, daring him to touch her now that no one is around—the commandant grabs her by the throat and banishes her. Kitty retreats to the pub, which has been wrecked by the Black and Tans. Pub owner Donovan (Patrick McAlinney) reveals that the British are looking for her—they know she is involved with the rebellion. As Kitty worries about what they will do to her if she is captured, the score establishes a tone of dread with panicky clarinet hinting at the violence motive, and a descending chromatic figure that foreshadows her fate later in the film. After Donovan gives her money for a boat ticket to England, a dire horn statement marks a transition to the lighthouse, where the rebels prepare in silence for their forthcoming attack on the British at the Ashtown Docks. Kerry, who has fallen in love with the captive Jennifer, enters her room to inform her that he will be accompanying the rebels on their mission. A suffering rendition of the main theme underscores their parting exchange—although Jennifer will not openly admit her love for Kerry, her concerned expression tells him all he needs to know and he vows to return to her.

24. Rescue at Garda Depot (Death at Ashtown Docks) Kitty's coincidental presence at the docks triggers a premature shootout between the Irish and the British. String and woodwind runs suggest the violence motive as Lenihan guns her down in cold blood while Kerry watches in horror. The chromatic idea from "Lighthouse at Wicklow Head" returns as Kitty slumps to the floor dying—she assures Lenihan she did not tip off the British, before he coldly retreats. Kerry runs over to cradle her dead body but the surrounding gunfire forces him to dive off the dock, the cue reprising action renditions of the violence motive and main theme heard earlier in the score (in the track "Death at Ashtown Docks," the actual "Rescue from Garda

Depot" cue). As Lenihan and his men make their escape, the commandant rolls grenades under a British armored truck and the vehicle explodes to a final outburst of the chromatic motive on brass.

23. Trouble Lenihan learns that Lady Fitzhugh has died as a result of a hunger strike. In retaliation, the unhinged commandant plans to execute Jennifer, despite the fact that a treaty guaranteeing Ireland dominion status is already in place. Noonan tells Lenihan that killing Jennifer will not bring Fitzhugh back, but Lenihan is too far gone, calmly replying, "We have no choice," accompanied by a resolute statement of the IRA fanfare. When he brings Jennifer out of her room, the rebels are too ashamed to look at her. The funereal main theme builds as Lenihan marches the girl out to a nearby hill. Stabbing brass and percussion support the theme as Kerry arrives at the lighthouse and runs to the hill to stop Lenihan, shouting out the commandant's name and diverting his attention from Jennifer.

26. Rebel to the End O'Shea accuses the commandant of losing sight of the cause—he now kills for the sake of killing, and his next victim will be Jennifer unless Kerry can convince him otherwise. Stark brass outbursts sound over lingering chords as Lenihan calls out the surrounding rebels' names one at a time to see who is with him: they are all silent. Tense developments of the main theme follow as the spurned leader turns his attention back to Jessica. O'Shea furiously quits the IRA before the commandant spins around, forcing Kerry to fire. An exclamatory string flourish leads to anguished statements of Kitty's chromatic death motive, which Lenihan inherits as he slumps to the ground and dies. The main theme emerges fatefully as O'Shea tosses his gun onto the beach, the IRA fanfare beckoning for the last time as he looks up at Jennifer. The tide laps at his discarded weapon before the end titles play out over a shot of the ocean to a pure rendition of the main theme.

—Jeff Eldridge and Alexander Kaplan

From the Original United Artists LP...

Why does a man rebel? The essence of man's difference from other forms of life is his ability to reason. From this ability stem many of the problems in our lives because the reasoning of one man will differ from that of another man. And if one man is in a position to enforce the conclusions of his reasoning, a strong man of different beliefs will rebel.

The film *Shake Hands With the Devil* is essentially the story of one man's rebellion, although it encompasses the rebellion of a people. It is the story of the last days of the Irish rebellion, culminating a seven hundred year struggle for independence from England. It is, therefore, a story of people tired of a seemingly neverending struggle with peace in sight, and of other people in whom the bitterness of the struggle has implanted an unbending hatred which even victory cannot placate.

A man rebels and becomes enmeshed in the essence of a rebellion to the point of forgetting the cause for which he rebels. When the cause is removed he cannot stop rebelling. It is one of the great tragedies of war, of rebellion, and sometimes of a mere difference of opinion.

James Cagney enacts this role in the film as Sean Lenihan, an Irish Republican Army leader who, with victory in the form of a peace treaty in sight, cannot give up the power which he has wielded for so long in the underground or the excitement of the struggle.

He is supported by a cast of the finest actors in England and the United States: Don Murray, Dana Wynter, Glynis Johns, Michael Redgrave, Sybil Thorndike, and Cyril Cusack.

This album is the music from that movie. Necessarily, it is exciting, but it also has something more than excitement. It has pathos.

In the last few years, the music for film has been given increasing attention as an important, integral part of the entire production. Important composers are engaged to write for screenplays and important conductors are engaged to conduct fine orchestras. The renowned William Alwyn composed the music for *Shake Hands With the Devil*, and Muir Mathieson, perhaps the most distinguished composer-conductor in the film industry, conducted the Sinfonia of London.

With such increasing emphasis on the quality of film music, of course, has come recognition of its worth apart from the film—as ballet music is recognized apart from the ballet. It is essential that music which is combined with another art strikes a delicate balance. It must not intrude, and yet it must enhance. When it is great, it can strike this balance and still stand alone.

The music of *Shake Hands With the Devil* stands alone and yet reflects the great struggle depicted in the film of one man's rebellion projected against the larger struggle of one nation's rebellion.

—DeDe Daniels

The Charge of the Light Brigade

The Charge of the Light Brigade (1968) offers a violent and damning portrait of the British army during a time when it was commanded by bloated philanderers and racists who knew nothing or cared little about the winning tactics of war or, worse yet, the recruits sent to carry them out.

Set in 1854, the film chronicles Britain's disastrous involvement in the Crimean War against Russia. Director Tony Richardson, through his production company Woodfall Films, assembled a mighty brigade of his own to capture the enormous level of authenticity required to fulfill his vision of the 600-man charge at Balaklava that resulted in the deaths of over 400 British soldiers. Having been refused permission to film at the actual locations where the battles were fought (the Russians citing their close proximity to a nearby missile base as the official reason), Richardson's brigade charged at Ankara, Turkey with the full support of the Turkish government. The filmmakers rented a 750-acre valley at a cost of \$33,000 and benefitted from the cooperation of the Turkish Presidential Guard, commanded by Lt. Col. Gunes, who provided 600 of his 900 horses for the production. In return, the film crew transformed the valley into a fully irrigated piece of agricultural land by laying underground pipe and bringing electricity to the village of Saraycik, their base of operations, all left behind for the villagers after production wrapped.

In the knowledge that most people knew what the charge of Balaklava was, due in no small part to Alfred Tennyson's legendary poem, Richardson eschewed the standard dramatic conceits of filmmaking to shoot in a semi-documentary style, accentuating social customs and focusing on slight observations of individual officers and serfs. In this way, Richardson brought his historical figures to life in a uniquely visceral way. Sir John Gielgud is marvelously dim-witted as the one-armed Lord Raglan, who orders the charge, as are Trevor Howard and Harry Andrews as brothers-in-law Lord Cardigan and Lord Lucan, respectively. David Hemmings is brilliantly understated as Nolan, the voice of reason in the mayhem, while his affair with Clarissa (Vanessa Redgrave), wife of his best friend, William (Mark Burns), paints him as not entirely beyond reproach.

In Victorian England militarily inexperienced but wealthy men could buy commands in the British army. Both Lord Cardigan and Lord Lucan commanded at the charge and Cardigan—who had bought himself the Lt. Colonelcy of the 11th Hussars at a cost of £40,000—led the Light Brigade at Balaklava. Cardigan's ineptitude forms the backbone of Richardson's not-so-lightly

veiled attack on British politics of the time as he literally embodies all that was bloated and arrogant in that system.

In addition to a series of wickedly insulting war propaganda cartoons—courtesy of Richard Williams (*The Pink Panther*)—that serve as linking material, a key element in the artistic success of *The Charge of the Light Brigade* is the music of John Addison (1920–1998). The composer's pompous, über-patriotic Victorian main title anthem enhances film's portrayal of the British commanders as oblivious, bickering twits, while the theme for Nolan contrastingly creates an air of tragedy for the one featured soldier smart enough to be exasperated by the madness that surrounds him.

Addison had previously worked with Richardson on the director's *A Taste of Honey* and *The Loneliness of the Long Distance Runner*, as well as *The Girl with the Green Eyes*, which Richardson produced. The composer's most important collaboration with Richardson, *Tom Jones* (1963) also became his most lucrative after the director rewarded him a healthy share of the film's profits. Addison was a student at the Royal College of Music in London for a year before WWII broke out and he joined the 23rd Hussars tank regiment, taking part in the invasion of Europe in 1944. He returned to the RCM after the war and remained there as professor of theory and composition. He scored his first feature film in 1950, the Boulting Brothers' *Seven Days to Noon*.

In the August 1978 issue of the *RTS Music Gazette*, Addison reminisced with Martyn Crosthwaite about his working relationship with Richardson, saying: "Tony Richardson would like me to be involved as early as the script stage. He would ask me to go on location too to absorb the general enthusiasm and atmosphere." Speaking highly of his frequent collaborator he said, "[Tony] uses his script as a jumping-off point, and he improvises a lot and asks the actors to improvise, too... We became personal friends, and we developed a kind of verbal shorthand when working together."

That verbal shorthand led to Addison's *Light Brigade* score winning repeated accolades from reviewers. Mandel Herbstman of *Film and Television Daily* called the score "excellent" and John Mahoney of *The Hollywood Reporter* wrote: "Crucial to the success of the satire is the score by John Addison, with its thundering Hail Britannia choruses, comic counterpoint to pompous action and pastoral settings which amplify the contrast between the lives of the aristocrat officers and the brutal disciplines inflicted upon the serf soldiers."

United Artists Records' soundtrack album for *The*

Charge of the Light Brigade presented a generous helping of John Addison's score, as performed by the Sinfonia of London under the composer's direction. The first track is a contemporary song not found in the film; the balance of the album reordered the cues for listening purposes (the program commentary below discusses them in the order in which they appear in the film). Due to what must have been a clerical error, the LP packaging transposed the titles of tracks 6 and 7; for contractual reasons we have retained the original titles for this release, but the proper titles are indicated below (in italics).

1. The Charge of the Light Brigade A haunting, contemporary song (not used in the film) opens the album, with lyrics taken from Tennyson's poem. Performed by Manfred Mann and his British pop band of the same name, the somber tone is in stark contrast to the message of Richardson's film, making it the perfect mirror for the British media's misrepresentation of the conflict back home. (It remains unclear whether John Addison or Manfred Mann wrote the song, which is musically unrelated to the balance of Addison's score.)

2. Main Title Richard Williams's magnificently conceived main title animation depicts England in all its glory and empire building. Addison follows the changes in scene adroitly, opening with a fateful aura as the great Russian bear attacks a sick Turkey, awakening the sleeping lion of England; the cue turns regal with a beaming, Victorian anthem for orchestra with lyrics for mixed chorus as the animation proceeds to depict Britain's high society flaunting its wealth and expensive clothing while the lower classes sweat it out in the coal mines and steel factories.

12. Lady Scarlett's Ball Addison contributes proper Victorian dance music for the cavalry officers mingling at a party, firing off sarcastic insults during "witty" conversation. The main characters are introduced during this sequence—most importantly Lord Cardigan (Trevor Howard) as the pompous ass who cares little about anybody, the younger Nolan (David Hemmings), who cares too much, and Fanny (Jill Bennett), who lusts after Cardigan and his authority.

4. Nolan's Theme Nolan tours the barracks, talking with stablehands and fellow officers, relating to each on a level of which Lord Cardigan would not waste his time. Addison introduces Nolan's theme, a contemplative melody for woodwinds and strings, punctuated by tentative trumpet fanfares; the material, reprised at several junctures throughout the film, effectively distances Nolan from the other soldiers.

7. Sebastopol [*Go Gently*] While the British army trains in a park, Nolan's friend Captain Morris (Mark Burns) is thrown to the ground by an unruly horse;

Nolan arrives on the scene and, after scolding a jeering officer, tames the horse. This cue's exclamatory opening (for the horse's antics) does not appear in the film, but the subsequent rendition of Nolan's theme is dialed in once he takes control of the beast and helps Morris back onto his saddle.

11. Nolan and Clarissa (The First Kiss) Nolan and Clarissa (Vanessa Redgrave), the wife of Captain Morris, take a walk into the woodlands and share a kiss of betrayal—to her husband and his friend. An unnerving, contrapuntal development of Nolan's material plays through the uncomfortable buildup to the kiss; once Nolan and Clarissa give in to their desires, a romantic, oboe-driven setting of the captain's music sounds but is partially dialed out of the film.

15. Anger and Reflection Nolan's material boils as the captain confronts Cardigan, requesting a court-martial and accusing him (justifiably) of ordering other officers to spy on him. Finding solace in the stables, Nolan reflects on the direction of the British army, accompanied by a more relaxed setting of his material, and promises himself that he will fight for a more noble military structure.

8. War Fever An animated bit of propaganda depicts England's declaration of war: the country's building fervor is expressed with a rallying call to arms against "The Russians!" followed by a hysterical exclamation of "Poor Little Turkey!" Threatening, exotic material underscores the Russian bear abusing Turkey; as the British lion and French rooster storm across Europe to defeat the bear, the score responds with heroic renditions of the main theme and "La Marseillaise," the French national anthem. Punishing brass closes the cue as the courts and citizens of England continue to clamor for war.

9. Across the Seas The bombast of "Rule Britannia" gives way to an equally enthusiastic rendition of Addison's main theme during an animated sequence in which the British fleet sails out to war. Balletic material segues into "La Marseillaise" as the French fleet joins their British allies on the way to Constantinople. A comical arrangement of a traditional British tune plays as cartoon likenesses of Lord Cardigan and his brother-in-law, Lord Lucan (Harry Andrews), bicker with one another. The cue ceases once the fleet sails into a terrible storm that kills many of the cavalry's horses.

13. March on the Alma The Brigade marches toward Balaklava. Addison dryly develops Nolan's theme as officer after dutiful officer succumbs to the effects of cholera with most left to perish under the searing sun. This devastates Nolan, who is frightened to let a dying man drink from his canteen. The pure rendition of Nolan's theme that closes the cue is dialed out of the film.

14. After the Battle Nuanced, scornful readings of Nolan's theme play as the captain surveys a corpse-strewn battlefield, the aftermath of England's first encounter with the Russians. After he guns down a surviving enemy, Nolan confides in Morris about his belief that the cavalry should proceed to take Sebastopol; the cue ends with a hopeful statement of Nolan's theme as both men become distracted thinking of Clarissa.

6. Go Gently [*Sebastopol*] The British press reports a victory in Sebastopol—a grave extrapolation of the truth as the army continues to struggle, making little or no dent in the Russian lines. Another animated sequence depicts this fictional victory with suitably overblown patriotism; Addison matches the balletic visuals of Britain celebrating and humiliating a defeated Russia with dreamy, impressionistic writing for orchestra and choir, culminating in a majestic reprisal of the main title anthem.

5. Waiting for the Charge It is just before the Light Brigade's final suicidal charge: When enemy Russian soldiers drag away the British army's guns, the cavalry stands idly by, awaiting orders. At the insistence of Nolan, Raglan (Sir John Gielgud) orders the cavalry to stop the enemy from stealing their weapons in a terribly conceived plan sending them helpless and defenseless into the open valley of death. Addison's accompanying cue features Nolan's theme for the officer's frustrated interaction with Raglan and suspenseful militaristic material consisting of bumbling muted trum-

pet fanfares and bouncing timpani for the incompetent British trying to decide how to deal with the thieving Russians. The opening, lush rendition of Nolan's theme is dialed out of the film, as are the cue's aggressive closing bars.

3. The Six Hundred At the climax of the film, Nolan (David Hemmings) rides out to the cavalry, carrying Lord Raglan's ill-conceived orders that send the Light Brigade to certain death. Nolan's theme unfolds in its most heroic, brassy statement, dialed out early in the finished picture.

10. Valley of Death This cue was intended to accompany the film's concluding cavalry charge into the valley but was ultimately dropped by Richardson in favor of the simple sounds of war. Addison's pummeling cue incorporates massive brass variants of Nolan's theme, a final suggestion of outrage on behalf of the captain—he dies while trying stop the charge.

16. End Titles After the Light Brigade makes its fateful charge, the incompetent British officers quarrel among themselves, each blaming the other for their catastrophic failure, none of them concerned with the devastating loss of life. Missing from Richardson's finished film is Addison's reprisal of his main title music in this short cue for the end credits. The obviously proud, optimistic theme might have made for a powerful statement over the film's closing illustration of a gruesomely decapitated horse.

—Daniel Champion and Alexander Kaplan

The Honey Pot

The Honey Pot (1967) is a film based on a play based on a novel based on a play, a provenance nearly as complicated as the deceptions and plot twists that figure in the picture's final act. The story originates with Ben Jonson's 1606 play *Volpone, or the Fox*, which concerns a Venetian nobleman (Volpone—Italian for "Fox") who enlists the aid of his servant (Mosca, or "Fly") to fake an illness and dupe three individuals seeking his fortune into thinking he has died and left them his inheritance. In 1953 mystery writer Thomas Sterling published *The Evil of the Day*, in which a modern-day Englishman (named Cecil Fox) summons three people to his Venetian estate, ostensibly from his deathbed; the novel roughly follows the plot of Jonson's play until one of the participants is murdered and an Italian policeman investigates the resulting whodunit. Sterling's tale was then adapted for the stage by Frederick M. Knott (famous as the author of *Dial M for Murder*, and later *Wait Until Dark*). Knott's *Mr. Fox in Venice* opened in London on April 15, 1959 but never made it across the Atlantic to Broadway. Five years later the novel and play began a prolonged journey to the screen under the

guidance of legendary writer-producer-director Joseph L. Mankiewicz.

The film was Mankiewicz's first after the notoriously troubled *Cleopatra* (1963) and, like that previous production, was shot on location in Italy. Rex Harrison (whose notable collaborations with Mankiewicz had included *The Ghost and Mrs. Muir* and *Cleopatra*) was cast as Cecil Fox. A (supposedly) wealthy—and eccentric—resident of Venice, Fox is inspired by his favorite play (Jonson's *Volpone*) into hatching a scheme to fool three of his former mistresses. He writes to the women, leading each into thinking she stands to inherit an enormous fortune upon his imminent demise from an incurable illness. To aid in the charade, Fox hires a "stage manager" and administrative assistant, William McFly (Cliff Robertson), an itinerant American actor with a delightfully appropriate surname.

Mrs. Sheridan (Susan Hayward) is Fox's common-law wife, a loud Texan (nicknamed "Lone Star") and a hypochondriac—she arrives with a traveling nurse, Sarah Watkins (Maggie Smith), in tow. Fox's other two ex-lovers are the secretly penniless Princess Do-

minique (Capucine) and a fading Hollywood starlet, Merle McGill (Edie Adams). When a murder interrupts the proceedings, a local detective, Inspector Rizzi (Adolfo Celi), is assigned to the case.

Sparing no expense, Mankiewicz insisted on using the 500-year-old Palazzo Von Axel (situated on the outskirts of Venice's Grand Canal) as Fox's estate, with interiors constructed on soundstages at Rome's famed Cinecittá Studios. The sets were adorned with 53 rare, vintage clocks borrowed from an extensive collection of antique timepieces belonging to an Italian nobleman. Exterior photography in the fall of 1965 was complicated by the absence of gondoliers, who had disappeared along with tourists during the off season. This turned out to be the least of the problems that plagued the production.

After replacing his original cinematographer with Gianni Di Venanzo (*8½, Juliet of Spirits*) Mankiewicz suffered a blow when Di Venanzo died of hepatitis. The picture was completed under the watchful eye of camera operator Pasqualino Di Santis, who went on to great success with Franco Zeffirelli's *Romeo and Juliet*. Meanwhile, after being turned down for the role of Sarah Watkins, Rachel Roberts—then Rex Harrison's wife—attempted suicide, leaving Mankiewicz's star inconsolable. Mankiewicz had originally planned to use a framing device in which the projectionist and theater manager of the movie house showing the film would supposedly engage in arguments with Fox about the storyline, but this was nixed by the studio during filming. And during post-production (according to Charles Champlin in the *Los Angeles Times*) 20 minutes were removed from the North American release print to tighten the running time, leaving an entire character (a Hollywood agent played by Herschel Bernardi) on the cutting room floor, along with dream sequences for the female leads. The film also underwent a number of title changes before settling on *The Honey Pot*, which was potentially confusing to audiences. (During much of the production the film was called *Anyone for Venice?*, a play on the phrase "Anyone for tennis?")

Despite its troubles, *The Honey Pot* won praise from many reviewers. *The Hollywood Reporter* called it "a sophisticated and graceful satire on the joys and anguish of being very, very rich. . . it is a film that reeks of old glamour, and the good funny lines and situations play extremely well, winding in a burst of infectious laughter." *Variety* called Mankiewicz's dialogue "often a delight in its hark-back to the days when the turn of a phrase and the tongue-in-cheek were a staple of the better Hollywood product."

On March 25, 1966, *The Hollywood Reporter* had announced: "With two UA motion picture scoring assignments back-to-back, composer André Previn moves

into offices on the Goldwyn lot next week. He will compose the music for Joseph L Mankiewicz's *Anyone for Venice?* and Billy Wilder's *Fortune Cookie*." Previn did of course score *The Fortune Cookie*, recording the bulk of the music in mid-June 1966. It is likely Previn was unable to score *The Honey Pot* due to scheduling problems created by the film's troubled (and lengthy) post-production; British composer John Addison stepped in to score the film in place of Previn.

Addison was especially adept at musical pastiche, and many of his scores—such as *Sleuth* (Mankiewicz's final film) and *The Seven-Per-Cent Solution*—feature a main title that recalls the spirit of an overture to a 19th century comic opera. *The Honey Pot* is firmly in this vein, with a main theme for Fox's shenanigans that is equally witty and mischievous whether played by solo clarinet or full orchestra. The composer also provides a lazy harmonica-led theme (in the mode of a trail song from the American West) for Mrs. "Lone Star" Sheridan and an expansive Italian-flavored melody for Fox's Venetian palazzo.

Addison's score is not well served by the extensive editing from Mankiewicz's intended cut, and much of his music that is heard in the finished version is mixed in such a way as to be barely audible. Thankfully Addison was afforded the opportunity to re-record a soundtrack album for United Artists Records (UAS 5159) that casts his delightful music in its best possible light. The album tracks are discussed below in (approximate) film order.

17. The Honey Pot—Main Title In a prologue (largely unscored, save for a hint of the main theme on solo harpsichord), Cecil Fox (Rex Harrison) watches a private performance of his favorite play, *Volpone*; having seen enough, he cuts off the actors in mid-scene and departs. Addison's boisterous main title music plays over the credits as Fox exits the grand Venetian theater and returns home via gondola. In the film this music segues to a subsequent cue (featuring the "Palazzo" theme—see track 29, below) but for the album Addison rounds out the opening track with a resounding coda.

29. Palazzo Addison's operatic theme (with a nod to Puccini) for Fox's estate is first heard in the film after the main title sequence when Fox arrives back home. This full statement was likely prepared expressly for the album.

21. Palm Springs Comes to Venice The opening of this cue moves from the main theme on solo clarinet to Vegas-style burlesque on a cut to actress Merle McGill (Edie Adams) sunning her sensuous legs as she relaxes poolside in Palm Springs. The remainder of the album track is heard later during McGill's first encounter with William McFly (Cliff Robertson) in Venice, and as Fox

and prepares for his first meeting with Princess Dominique (Capucine).

18. Remembering the Old Days In the film a brief portion of this cue accompanies Princess Dominique as she sets down her letter from Fox and runs a bath, reminiscing about her time with Fox for which he, in his narration, “can find no regret.” This cue appears to have been a casualty of the film’s major re-editing during post-production.

25. Lone Star’s Secret Weapon Mrs. Sheridan (Susan Hayward), travelling with her nurse, Sarah Watkins (Maggie Smith), reminisces about the bygone days when she would take the Santa Fe train with Fox. Addison uses a lone harmonica and quiet strings to romanticize Sheridan’s memories of how romance blossomed in her youth, turning to a more comical mode once the women arrive at Fox’s estate and “Lone Star” shorts the gondolier when paying her fare.

22. The Love Game McGill flirts with Fox, who is still desperate for a fling between the sheets, in spite of his supposed illness. They are interrupted by the arrival of an ambulance crew, summoned by Sheridan, and the entire cast bursts into Fox’s room. Castanets accentuate the frivolity and Addison closes the cue with a finale heard only on the album.

20. Fox at Bay The ambulance attendants attempt to remove Fox from his bed at the behest of Sheridan, but are stopped by the resourceful McFly, who is intent on keeping his employer’s charade alive. A lazy trombone signals McGill’s discovery of whisky in Fox’s medicine bottle. This album version differs slightly from the film recording during its final few bars.

27. Lost Romance McFly and Sarah share a romantic evening at a fine restaurant—until McFly disappears to make a mysterious phone call and Sarah dozes off (into what would have been one of the film’s dream sequences). They return to Fox’s palazzo in a gondola, their ambiguous conversation doing little to hide their mutual attraction. Sarah confesses her mis-

trust of McFly, her suspicions deepening when he pays the gondolier with the same American quarters Sheridan has been carrying in her purse.

24. The Honey Pot Reprise Addison reprises his main title music as an entr’acte midway through the film; although there is an obvious fadeout, it is unclear from available video versions whether or not the film as released in 1967 featured an intermission.

28. Strange Encounter After Inspector Rizzi (Adolfo Celi) questions Sarah about a murder at the palazzo, she catches sight of McFly exiting a secret door at the end of the corridor. Deciding to investigate, she finds herself in Fox’s rooftop garden and her suspicions deepen further still when the supposedly ill Fox comes prancing around the corner (he fancies himself an amateur ballet dancer).

26. Time Remembered Later, Sarah uses a dumbwaiter to reach Fox’s room and tell him of her belief that McFly plans to murder him. A chiming clock triggers in Fox a lament for the passing of time. Addison’s simple yet moving cue dominated by strings accompanies Fox’s eloquent speech.

30. Play’s End The film concludes with Sarah tricking McFly into naming her as the sole heiress in Fox’s will. She then proposes marriage to McFly—on the condition he returns to law school—and Addison reprises his main theme, bringing the curtain down with a final bit of narration from Fox: “Just once it would be nice if the bloody script turned out the way we wrote it.”

19. Lone Star This album-only recording of Mrs. Sheridan’s theme captures the Texan in all her aging beauty.

23. Sarah Another album-only track, at first subtle and then gloriously romantic, features Addison’s theme for the palazzo, which also comes to serve as something of a love theme for William McFly and Sarah Watkins.

—Daniel Champion

From the Original United Artists LP...

John Addison was born in Surrey, England, and educated at Wellington College and at London’s Royal College of Music, where, as a student, he won his first major award for composition. His musical career was interrupted by World War II. After six years in a Cavalry regiment, he returned to civilian life and his music in 1946.

One of his first successes was a chamber work (a sextet for woodwinds) performed in 1950 at the Festival of the International Society for Contemporary Music at Frankfurt, Germany. Later, various commissions followed, including works for the BBC, London, for the Promenade Concerts and Cheltenham Festivals, and

other events.

His ballet *Carte Blanche* was commissioned by Sadlers Wells Royal Ballet. Other credits include a musical revue, *Cranks*, over fifty film scores, including Tony Richardson’s *A Taste of Honey*, *Girl With Green Eyes*, and *Tom Jones* (which won an Academy Award “Oscar” in 1964 for Addison).

His most recent scores include *A Fine Madness*, Hitchcock’s *Torn Curtain*, and Desmond Davis’s *The Uncle*. His work for theatre includes Lawrence Olivier’s production of *Hamlet*, which opened the National Theatre in London, and a number of plays being performed on Broadway and elsewhere, which

were originally written for London's Royal Court Theatre; among them Osborne's *The Entertainer* and Luther, Ionesco's *The Chairs*, and Brecht's *St. Joan of the Stockyards*. Addison has also written scores for TV specials, last year's entry being CBS's highly acclaimed *The Search for Ulysses*.

Addison believes in working very closely with his director, and *The Honey Pot* was no exception. During the composition of the score there were numer-

Pussycat, Pussycat, I Love You

Pussycat, Pussycat, I Love You (1970) was the little-seen sequel to (or, in some ways, remake of) *What's New Pussycat?* (1965)—both madcap sex comedies set in Rome. The original film featured the screenwriting and acting debuts of Woody Allen and starred Peter O'Toole as a notorious womanizer who, in order to remain faithful to his wife, enlists the help of a psychoanalyst played by Peter Sellers. For the sequel (written and directed by Rod Amateau for producer Jerry Bresler), Ian McShane stars as a young playwright, Fred C. Dobbs, who has the improbable dilemma of becoming romantically entangled with some of the most beautiful women in the world—among them his wife (Anna Calder-Marshall), mistress (Beba Loncar), prospective secretary (Katia Christine) and assorted other bombshells. What really worries Fred is the prospect of losing his hair, so he consults with quack scalp therapist Doctor Fahrquardt (Severn Darden), who is most interested in lecherous details of Fred's life (setting up the film's narrative framework). When Fred and a date escape to the countryside at the same time a big Hollywood star (John Gavin spoofing Rock Hudson as "Grant Granite") arrives desperate to close a deal for one of Fred's plays, virtually the entire cast ends up following him, leading to a screwball chase through the Cinecittá Studios backlot set of a spaghetti western.

For Lalo Schifrin, *Pussycat, Pussycat, I Love You* offered a broad palette for musical pastiches—from Italian opera to a comic German march to a Morricone-style spaghetti western anthem. Schifrin's own theme to *Mission: Impossible* even becomes the punch line for a gag (track 14). The dramatic score carries considerable heart, with Schifrin providing a cheerful, deftly comic tune for Fred and a lovely flute theme for his beleaguered wife, Millie. The original film had been scored by Burt Bacharach, whose whirlwind title song—"What's New Pussycat?" (lyrics by Hal David, sung by Tom Jones)—outlived the film in popularity. To maintain continuity, Schifrin utilizes Bacharach's theme for several score and source cues. For the new film's main title, Schifrin transformed Fred's theme into a swinging

ous meetings between Joseph L. Mankiewicz and Addison at their respective summer homes in Connecticut and England, at which the music was played over, discussed and altered. For presentation on the record, it has been edited by the composer.

John Addison lives with his wife and four children in a Georgian house surrounded by cherry orchards near Canterbury, England.

number with lyricist Gene Lees, "Groove Into It"—an Austin Powers precursor if there ever was one, belted out in Tom Jones style by Henry Shed.

Pussycat, Pussycat, I Love You is a relatively obscure film that has never been released on home video and does not even appear in *Leonard Maltin's Movie Guide*. The period—1970—could be considered the apex of Schifrin's relevance as one of the hottest composers in film, and even on a relatively trivial project such as this his music exudes melody, imagination and a well-polished sheen, especially as recorded in Cine Tel Sound Studios Ltd. in London. The original soundtrack was never released, although an album master was prepared (on February 9, 1970) at New York's Knickerbocker Sound Studios; it contained the following tracks:

Side 1

1. Groove Into It
2. The Guru
3. What's New Pussycat? (track 9 version)
4. Fred's Theme
5. Le Accetiamo
6. Coffee Break
7. Flashing Lights
8. What's New Pussycat? (track 19 version)

Side 2

1. Hydro-Therapy
2. Oh Perfidy
3. Pussycat, Pussycat, I Love You ("Millie," track 4)
4. Stagecoach Dance
5. Angelica
6. Ornella
7. Pussycat Source
8. Cowboys and Indians (track 26)

This complete-score presentation (remixed from the original ½" three-track masters) will be a revelation for Schifrin fans, many of whom may not have even been aware of this project's existence. With some mi-

nor exceptions (noted in the discussion of the bonus tracks below), this CD program presents the score as written and recorded by the composer; in the finished film, various scenes were juxtaposed and music was tracked into sequences not originally scored by Schifrin.

1. Main Title: Groove Into It The swinging song “Groove Into It” accompanies the animated title sequence. Schifrin’s music (with lyrics by Gene Lees) is a vintage slice of what might today be identified as the “Austin Powers” style of over-the-top, swinging, go-go film jazz. Vocalist Henry Shed bears a stylistic similarity to Tom Jones, performer of “What’s New Pussycat?” for the original film.

2. Hydro-Therapy This cue was meant to introduce Doctor Fahrquardt (Severn Darden), a quack “hydro therapist” (hair restorer) who administers scalp treatments to oversexed writer Fred C. Dobbs (Ian McShane). Fahrquardt’s wife, Anna (Joyce Van Patten), is a Nazi-like battle axe with whom he has violent slapstick confrontations: Schifrin scores one such fight with a pompous German march that quotes Wagner’s “Ride of the Valkyries.” (Post-scoring editing exchanged this scene with that of “Dr. Fahrquardt” from track 5.)

3. Stripper Fred tells Fahrquardt about a romantic beach encounter with his sister-in-law, Gwendolyn (Madeline Smith). Fred’s theme—which is the melody from “Groove Into It”—accompanies the flashback in a comic-jazz setting.

Battle of the Bulge Salon/Sauna Bath At Fahrquardt’s urging, Fred shares an anecdote about sneaking into the ladies-only Battle of the Bulge Salon to see Liz (Veronica Carlson), a masseuse. Schifrin matches the salon’s Egyptian decor with Middle Eastern-flavored cues for Fred’s entrance and exit.

Fernando/True Friends Fred relates how he and Liz—out on the town that night—searched for a room in which to consummate their relationship. Two short cues accompany Fred trying—but failing—to persuade his friend Fernando to loan his apartment.

Flavia Fred’s housekeeper—the buxom Flavia (Gaby André)—flirts with an Italian boy while receiving the morning bread delivery. Schifrin provides a bit of cheerful Italiana featuring mandolins and accordion.

4. Millie (record version) Schifrin supplies Fred’s wife, Millie (Anna Calder-Marshall), with a lovely jazz flute theme. This is an extended record version intended for the potential Pussycat album.

5. Millie The film version of “Millie” starts with her theme as she expresses disappointment about her marriage while having breakfast with Fred, but she spills hot coffee on him and the cue goes off in a frenetic, comic direction (dialed out of the finished film).

Dr. Fahrquardt A short version of Fahrquardt’s comic music accompanies a brief skirmish between the doctor and his wife. (In the finished film, this scene was interchanged with the one featuring the cue “Hydro-Therapy,” track 2.)

6. Le Accetiamo Fred dines at a fancy restaurant with beautiful Moira (Linda Morand), fleeing the establishment when he accidentally starts a fire by playing with a candle (to taunt a drunken sailor). Schifrin’s romantic Italian song (with lyrics by Gene Lees) swells to operatic proportions for the blaze. The cue ends with a music box-style rendition of Burt Bacharach’s “What’s New Pussycat?” on a cut to birthday candles at a party for girl-magnet Fernando (Daniël Sola).

Flashing Lights After Fernando blows out the candles on his birthday cake, the party starts to swing with a fuzz guitar funk instrumental.

7. Fred’s Theme An upbeat instrumental of Fred’s theme is the next source cue heard at the party. This is an extended version Schifrin recorded for the proposed *Pussycat* LP.

8. The Guru The first 1:00 of this cue includes an exotic tabla and sitar backdrop for a guru dispensing wisdom at the party; the balance of the piece features more swinging dance music as Millie (attending the party independently of Fred) meets an Italian swinger, Franco (Marino Masé).

9. Tickling Bubbles A reprise of Fahrquardt’s comic music (unused in the film) was meant to accompany the doctor preparing a champagne bath for women at the party—before a displeased Anna tracks him down and threatens him with a crossbow.

What’s New Pussycat? The party continues with a source instrumental of Bacharach’s theme.

10. Sneaky Fred/Sleepy Fred Variations on Fred’s theme accompany him sneaking home after the party and into bed—not noticing that Millie has been replaced by Flavia, covering for Millie’s own attendance at the party. (Both cues are somewhat abridged in the finished film.)

Young and Active This reprise of the sly, comic music from “Sleepy Fred” was not used in the finished film.

11. Theme for a Fierce Embrace Millie and Franco attend a romantic movie starring Grant Granite (John Gavin)—the story is so romantic that they (and couples throughout the theater) start making out. Schifrin provides an over-the-top pastiche of movie music for the film-within-the-film: first a romantic theme, then a Russian march with wordless chorus.

12. Duplication/Spoiled Juvenile Fred’s mistress, Ornella (Beba Loncar), presents Fred with an exact duplicate of his writer’s office at her home. Fred rudely rejects it, however—if he wanted to be reminded of

home, he would stay there; his theme accompanies the scene. (In the finished film, this scene was moved to appear before track 11.)

13. Pussycat Source Schifrin provides a romantic treatment of Bacharach's theme as Franco tries to seduce Millie after their date, but her heart is not in it.

14. Mission: Impossible Fred tries to write at home but is unable to master his newfangled electric typewriter, which prints a message: "In five seconds, this machine will self-destruct." Schifrin provides a lively (and wonderfully authentic) rendition of his *Mission: Impossible* theme—a case of the music being famous enough to convey the gag.

Angelica Fred needs a new secretary and interviews Flavia's niece, Angelica (Katia Christine), a former *Playboy* playmate. Fred's theme is transformed into a Spanish dance as the two frolic about his office.

15. Too Little, Too Late This reprise of Flavia's theme (track 3) is not heard in the finished film.

Grant Granite/The Unwritten Rule Millie is visited by Grant Granite, looking to acquire one of Fred's plays for a movie. Schifrin provides an elegant, romantic theme as Millie is enchanted to meet a movie star.

16. Top Down Fred and Angelica travel from Rome to Castelli; their drive through the Italian countryside is scored by a breezy, chipper rendition of Fred's theme.

White Convertible Fred and Angelica park in a secluded spot where they talk, then make out, accompanied by a slower rendition of Fred's theme.

17. Fraulein Anna The comic Fahrquardt music is heard as Anna tracks the doctor to Fred's apartment (where the doctor and Flavia are revealed to be an "item").

What's New Pussycat? Bacharach's theme is heard on mandolin as Franco hitchhikes to Castelli—no sooner is he dropped off by one beautiful woman than another picks him up. (By this point in the film, many of the film's characters have traveled to Castelli in search of Fred or one another.)

Out of Gas The Bacharach theme is played by romantic accordion as Franco arrives at his destination in a chauffeur-driven limousine, having made out with the car's owner in the back seat.

War Paint To escape the various people looking for them, Fred and Angelica spend the night in the woods—but find themselves mysteriously surrounded by a tribe of Indians (given a bombastic cue by Schifrin).

18. Ornella Millie's theme accompanies a scene in a hotel room between Millie and Ornella as wife and mistress commiserate about their love for Fred.

19. What's New Pussycat? A raucous, comic version of the Bacharach theme accompanies hijinks be-

tween Franco and Grant over which man will stay in which woman's hotel room.

Indian Camp The "Indians" are revealed to be extras for a spaghetti western being filmed near Castelli. Fred and Angelica stay at their "camp" as Schifrin blends Italian colors like accordion (for the Indians' spaghetti dinner) with Native American rhythms—it is quite literally a "spaghetti" western being made.

20. What's New Pussycat? The Bacharach theme is reprised for Franco finding himself odd man out in a game of "musical beds" at the hotel.

21. Coffee Break Another over-the-top "Indian" cue for the making of the spaghetti western that was not used in the finished film.

False Fronts A chipper piece of score accompanies Grant and Millie searching for—and finding—Fred and Angelica on the spaghetti western set.

22. You Think of Everything/Oh Perfidy The Fahrquardts embark on a country vacation for the purpose of committing double suicide. Schifrin supplies romantic, then comic-suspenseful strains for their strange antics—they don weights and walk straight into the ocean—all evidently part of an attempt by Fahrquardt to rid himself of Anna. Fahrquardt floats to the surface on a life raft and is rescued by Flavia, but Wagner's "Ride of the Valkyries" appears as Anna attacks Flavia's boat from underwater.

23. Anvil (Il Trovatore) Schifrin arranged this famous Verdi opera passage for a comic fight on the set of the western involving Fred and his pursuers.

24. Caccia Police arrive and begin chasing the combatants, accompanied by an exciting, jazzy chase cue.

Slow Motion Chase A gag presentation of the chase in slow motion (only some of which appears in the film, where it is scored by "Caccia") was meant to be accompanied by this avant-garde, rumbling cue including voice.

25. Stagecoach Dance Grant commandeers a stagecoach to help the entourage escape from the police. The chase music continues with an imaginative melody over a driving rhythm—more Italian than western.

26. Cowboys and Indians Italian Style Fred pursues the stagecoach on horseback and the movie Indians follow him (in order to retrieve the stagecoach). Schifrin's grandiose cue is a hilarious, tongue-in-cheek spoof of the Morricone spaghetti western style (something Schifrin also executed in his score for *Kelly's Heroes*, recorded shortly thereafter), based on a driving rhythm familiar from Schifrin's score for *The Cincinnati Kid*.

27. Coo Coo Collision The chase climaxes as the stagecoach collides with a truck on the set of a me-

dieval film. Frantic jazz-rock strains end in a formal cadence à la gospel music—with a lightly comic touch.

28. Happily Ever After In the film's denouement, Fred is chased away from Fahrquardt's residence by a sex-crazed gorilla somehow come to life from Fred's nightmares; Fred hops in a limo and rides away with Millie. The score closes with slapstick (for the gorilla), then Millie's theme and "Le Accatiamo" as they ride off into the sunset. (The finished film concludes with an excerpt of "Groove Into It" tracked over the end cast, not replicated here.)

Bonus Tracks

29. Fred's Theme (short version) This is the film version of track 7.

30. Holes A reprise of "Oh Perfidy" (track 22)—simply re-recorded from that cue—is used in the fin-

ished film to extend that sequence. It is placed here to avoid redundancy.

31. Avanti/Have Chickens Will Travel/Dirt Road à la Italiana Likewise, these three excerpts of "Cowboys and Indians Italian Style" (track 26) are heard in the film to extend the climactic chase, but are placed here for programming purposes.

32. Organ Medley This track collects source cues that Fahrquardt performs on an organ, the first two midway through the film, the rest during the denouement (prior to track 28) as the film flashes forward a year and Fahrquardt and Fred relate the fates of the film's many characters. The musical allusions—from "You Oughta Be in Pictures" to "Dixie" to "Ave Maria" to "Listen to the Mockingbird"—correspond to the various fates.

—Lukas Kendall

The Hills Run Red

The 1966 spaghetti western *The Hills Run Red* has ex-convict Jerry Brewster (Thomas Hunter) seeking revenge against the tyrant responsible for the death of his wife. In post-Civil War Texas, Brewster and Tom Seagull (Nando Gazzolo) flee in a covered wagon with a stash of money they have stolen from Union soldiers. As the two thieves are pursued by the Yankees, they decide to split: Tom draws a lucky card and wins the opportunity to jump from the wagon with the loot; he promises to look after Jerry's family if Brewster is captured. The Union soldiers catch Jerry shortly thereafter and bring him to Fort Wilson, where he serves a grueling five-year prison term. Upon his release he learns that his wife has died, and that Tom—now a corrupt and powerful landowner—failed to provide her assistance when she fell on hard times.

Brewster endeavors to bring down his former partner in crime with the aid of a mysterious stranger named Getz (Dan Duryea), who helps fend off a group of Seagull's men sent to kill Brewster. When Jerry learns that Seagull plans to take over the city of Austin, he helps the beleaguered townsfolk fight back by infiltrating a gang of Seagull's men led by hired killer Mendez (a loathsome Henry Silva). As Brewster gains information from Mendez and organizes Austin's revolt against Seagull, he is haunted by elements of his former life: his precocious, orphaned son Tim (Loris Loddy) befriends him, and he falls in love with Seagull's kindhearted but misled sister, Mary Ann (Nicole Machiavelli), who shares the same name as his dead wife. Once Jerry's identity is compromised, he and Getz wipe out the majority of Seagull's underlings in a dynamite-filled shootout set in the streets of Austin. Brewster kills Mendez as well as his nemesis

Seagull, after which Getz (who is actually a government agent charged with bringing down Seagull) appoints him sheriff of Austin, with Mary Ann and Tim by his side.

The Hills Run Red, originally titled *A River of Dollars*, is notable for being the first western to come from prolific, Oscar-winning producer Dino De Laurentiis. Shot in both Italy and Spain, the film is true to the staples of the genre, featuring: a theme of revenge; blatantly dubbed English; a plethora of blood and violence; a prominent, tuneful score by Ennio Morricone; and Italians working under Anglicized pseudonyms—Morricone was credited as Leo Nichols (as on *Navajo Joe*, another De Laurentiis western) while *Hills* director Carlo Lizzani went by Lee W. Beaver. Although reviewers had become jaded by the clichés of the genre by the time of the film's release, critical response was generally positive. The film compensates for a lack of originality with a relentless pace, Henry Silva's scenery-chewing performance as Mendez, and—of course—Morricone's outspoken music.

The score revolves around a handful of pieces that are continually rearranged to suit various scenes and contexts. Morricone's main title cue features two interwoven ideas associated with Jerry's hunger for revenge: a haunting, wordless lament for female voice, and an unhinged, primal "riding" theme for brass that is typically answered by a lonesome reprisal of the lament.

A bittersweet love song, "Home to My Love," is performed by Italian singer Gino Spiachetti (credited here simply as "Gino") to represent Jerry's dead wife. If the main title's lament is Mary's anguished wail from beyond the grave, this tune is meant to conjure hap-

pier memories of Jerry's lost love. As Brewster falls for Seagull's sister, she inherits the wife's melody in a pair of brief cues that are not included on the album.

Recurring suspense music for chromatic strings and brass heightens tension in the film's standoff sequences; this material is particularly unnerving during Brewster's meltdown scene, in which the hero announces his murderous intentions to Seagull. A set piece in which Mendez and his men massacre the patrons of an Austin saloon plays without music, lending the sequence a disturbing realism. Similarly, the final shootout in the streets of Austin unfolds with little underscore.

Morricone's effort to disguise his involvement with the project was apparently unsuccessful. *The Hollywood Reporter's* review of the film surmised, "Leo Nichols's score is in the Ennio Morricone mold, choral chants and heavy percussion which are becoming increasingly tiring." The *Variety* reviewer was more tolerant of Morricone's effort, offering: "Leo Nichols's music is serviceable." Despite what critics thought of the score, its role in the film is indispensable, as it angrily pushes the action forward and provides a palpable soul to an ensemble of live-action cartoon characters.

This premiere CD release of Ennio Morricone's score to *The Hills Run Red* is mastered—in the absence of any other source—from multiple copies of the monaural bootleg vinyl circulated in the 1970s. This was itself taken from an unreleased album master, thus the cues are edited and arranged outside of film sequence, with misleading track titles. Two cues, fortunately, are mastered from a ¼" tape source: "The Hills Run Red" (the main title, track 2) and "The Fury of Fire" (track 8), as these were combined to form the track "The Hills Run Red" on the 1969 United Artists Records compilation *Great Western Themes Volume Two* (UAS 29064), produced by Alan Warner for release in England. The final two tracks in the sequence, 16 and 17, are mastered from a 45rpm *The Hills Run Red* single released in 1966 in Italy as Ricordi International SIR 20029.

1. Home to My Love This arrangement of Morricone's Gino-performed love song plays early in the film as Jerry Brewster (Thomas Hunter) rides home from Fort Wilson to see his wife and child after serving a five-year prison sentence. The piece is reprised (albeit in edited form) at the conclusion of the film when government agent Getz (Dan Duryea) appoints Jerry the sheriff of Austin.

2. The Hills Run Red At the beginning of the film, Jerry is captured by Union soldiers and subjected to a violent interrogation. Morricone's music enters as the scene transitions to Fort Wilson, playing over a main

title montage of Jerry serving out his brutal sentence at the prison. In this cue the composer introduces the score's other primary ideas: the wordless lament for female voice over propulsive percussion and strings; and heraldic, chattering figures that eventually give way to the main theme, a stately monophonic brass line, subsequently joined by a contrapuntal version of the lament.

3. Fifteen Miles to Prison The album jumps ahead to later in the film: At a celebration held on the ranch of Jerry's nemesis, Ken Seagull (Nando Gazzolo), the villainous Mendez (Henry Silva) confronts Brewster and accuses him of warning saloon owner Horner (Geoffrey Copleston) about an attack on his establishment. The score builds quiet chromatic tension as Jerry acknowledges the betrayal and furiously reveals his identity to Ken. Getz creates a diversion by firing his pistol into the air, panicking a group of horses and sending the animals stampeding away. With Mendez's men distracted, Brewster rides off with his son, Tim (Loris Loddi), the cue culminating in a disturbed orchestral passage as they reach the deserted town of Austin.

4. Fiesta del Sol A Mexican-flavored source cue for trumpet, guitar and clapping plays just prior to "Fifteen Miles to Prison" (track 3) in the film, as Mendez and his men celebrate a victory over Horner. Mendez insists that Jerry drink with them, leading to a confrontation.

5. Dreams Into Dust Returning to earlier in the film, Jerry arrives at his home to find it empty and covered in dust. He accidentally activates a music box, which briefly plays Morricone's "Home to My Love" theme; "Dreams Into Dust" begins as Jerry finds his wife's diary and reads from it, the underscore taking up a delicate rendition of the tune for celesta, guitar and strings. Voiceover narration from Jerry's dead wife explains how she waited for him to come home and eventually ran out of money; she asked for a loan from Ken, who turned her down. The cue ends as Jerry is overcome with rage and bellows, "Seagull!"

6. Ecstasy of Strings A source hoedown for fiddle and harmonica plays later in the film at a fifth-anniversary celebration for the Mayflower Ranch. The villain's sister, Mary Ann (Nicoletta Machiavelli), dances with Getz and wonders about Jerry's whereabouts; Getz agrees to go find him.

bf 7. Memories of Rebecca This unused pop rendition of "Home to My Love" appears to be a version of the main theme absent the vocal or an instrumental statement of the melody, instead simply presenting the accompaniment and emphasizing guitar, strings and backup vocals. There is no "Rebecca" in the film—this track title, like others on the album, was likely created

by someone with little connection to or knowledge of the production.

8. The Fury of Fire When Jerry first arrives in Austin, he visits Horner's saloon and learns of Ken's whereabouts. A secondary theme, shaped like a series of peaks, builds to the primary anthem as Jerry rides out toward the villain's Mayflower Ranch; the cue subsides with an echo of the lament after Jerry reaches Ken's territory and encounters a small boy: Tim, his son.

9. The River of Dollars This cue combines two separate pieces from different scenes in the film: The opening passage for accented brass and strings is heard near the end of the film after Jerry kills Ken and turns over the dead body with his foot; the ensuing arrangement of the score's main themes plays at the beginning of the film when Jerry makes his fateful deal with Ken and is chased down by the Union soldiers.

10. Five Card Draw A mischievous piano rag emanates from Horner's saloon as Jerry rides into Austin; the source piece continues as he enters the establishment and joins in a game of dice.

11. The Girl With the Golden Hair This abbreviated reprisal of the pop instrumental of "Home to My Love" heard in "Memories of Rebecca" is also unused in the film.

12. Doing Time A source piece (titled "Come Along and Sing" on the cue sheet) for fiddle and piano accompanies a vocal performance by entertainer Hattie (Gianna Serra) on the stage in Horner's saloon. Jerry's good fortune at the dice table draws a crowd and Hattie becomes annoyed, ending the song prematurely to scold him for stealing her attention. Approximately 1:00 of this piece appears in the film.

13. Blind Obsession This track combines four cues from throughout the film. Portentous string chords

(0:00–0:17) play as Mendez announces his lecherous intentions to Mary Ann; dissonant string clusters (0:18–0:40) underscore Mendez pulling a gun on a badly beaten Brewster; and tremolo strings and militaristic percussion (0:41–1:27) play as Mendez carries out his vengeance on the saloon patrons. The final segment (1:28–2:53) recalls the suspense material from "Fifteen Miles to Prison": First heard as Jerry climbs up to the second story of the saloon for a secretive meeting with Horner, it also plays later when Brewster draws Ken out from hiding and kills him.

14. Vindication As Mendez's men drive a herd of horses through a canyon, Jerry and the Austin townsfolk wait to ambush them from above. (This is the actual track that should be titled "The Fury of Fire.") The rousing cue that accompanies this sequence eschews more traditional suspense in favor of a reprisal of "The Hills Run Red"; the cue ends just before Jerry gives the signal for the townsfolk to drop burning brush onto the villains below.

15. Home to My Love This reprise of "Home to My Love" does not appear in the film. Aside from the introduction, it is identical to the album's opening track.

Bonus Tracks

These two tracks were released on (and recorded from) the 45rpm *The Hills Run Red* single; they are presented in reverse order on this CD to avoid two consecutive tracks of the song:

16. Un Fiume di Dollari This arrangement of the score's main theme is identical to "The River of Dollars" (track 9) but is edited to feature one extra run-through of the tune.

17. Quel Giorno Verrá Gino recorded this Italian-language version of "Home to My Love" for the single.

—Alexander Kaplan

Hornets' Nest

Hornets' Nest was an Italian-made World War II film that explored the humor, strangeness and pathos—if not outright tragedy—of children being caught up in warfare. The setting is the country villa of Reanoto, Italy in 1944; a group of boys watch their parents slaughtered and find themselves the last remaining partisans in the area fighting the Nazis. American paratroopers arrive but all but one is killed on the way down—the survivor is Turner, played by Rock Hudson in an excellent performance (despite an anachronistic handlebar mustache). The boys rescue Turner and kidnap a beautiful German doctor, Bianca (Silva Koscina), to tend to him. When Turner recuperates he intends to fulfill his mission—blowing up a nearby dam—but the boys insist that the G.I. lead them in a revenge at-

tack upon the Nazis. The boys make an unlikely team with their unofficial chaperones Turner and Bianca, but manage to obtain some measure of success in fighting the Germans, even though the boys' leader, a vengeful young man named Aldo (Mark Colleano), goes too far in his bloodlust—with tragic consequences.

The film benefits greatly from the somber yet melodic score by Ennio Morricone. The effort is essentially monothematic, with a main theme that blends classical reserve (a very Baroque, minor-mode theme) and offbeat pop (a major-mode whistling bridge—the theme for children resistance fighters, even performed by them as source music), lending a classical frame to the story while making it at once fresh, modern and accessible—the maestro's career in a nutshell. Outside of

the main theme, Morricone provides non-thematic, atmospheric cues for moments of skulking or pre-combat suspense—the action itself is generally unscored. It is hard to imagine another composer who could score the story of children at wartime with such delicacy, and yet Morricone never pulls his punches as far as writing a fully developed and well-crafted melody. He evokes the humor of the boys' essential childlike natures (with the whistling theme) on one hand while lamenting the horror of their involvement with war on another (with the main theme)—without ever sounding patronizing or saccharine. As the boys' story threatens to careen into *Lord of the Flies*-like anarchy, on screen it is the presence of Rock Hudson who anchors them with guidance and some semblance of morality; to the audience, it is Morricone who presents an honest expression of their essential selves while lamenting what has happened to them—as if the children themselves are maintaining some tenuous connection to humanity, which in the end is justified.

This is the premiere release of Ennio Morricone's complete score to *Hornets' Nest*, mastered from the best-available Italian tape source (in monaural sound) and produced for Film Score Monthly by Claudio Fuiano and Daniel Winkler. The only previous release was on a Japanese 45rpm single (United Artists HIT-1822) issued in 1970, which contained the main and end titles (presented as tracks 18 and 38 here), although an eight-track program was pirated on vinyl later in the 1970s by the infamous "Poo" label.

18. Main Titles In the film's (unscored) prologue Nazis massacre the townsfolk of an Italian village, Reanoto, when none of the residents will reveal the location of partisan resistance fighters sought by the Germans. Morricone's main theme unfolds for the opening credits as U.S. soldiers parachute into the region and are wiped out by Nazis—except for Turner (Rock Hudson), who gets stuck in a tree.

19. Looking for a Partisan Doctor Turner is rescued by a group of children but the soldier is gravely wounded, so the children, led by Aldo (Mark Colleano), set off to find a doctor. This short suspense cue was not used in the film but likely accompanied a bloody scene when Aldo's first choice of a doctor (Mino Doro) is slain by Germans.

20. Bianca, the German Doctor Some of the boys travel to a hospital, where they trick Bianca (Sylva Koscina), a beautiful doctor, into accompanying them. The main theme tenderly underscores their quest, segueing to the whistling theme for their arrival at the boys' "camp"; only the first 1:29 (titled "Boys to the Hospital" on the legal cue sheet) and last 0:57 ("Doctor Following Boys") were used in the finished film.

21. Guns in the Tunnel The boys show off their cache of guns and Aldo demands that Turner become their instructor in the art of warfare. Queasy, dissonant colors (with a quote of the main theme) evoke the darkness of the boys' intentions.

22. Radio—Research In exchange, the boys help Turner access a radio from the nearby German headquarters so he can continue his mission—to blow up a nearby dam. Tracks 22–24 are low-key, eerie suspense cues as the boys and Turner execute their plan, beginning with the killing of a perimeter guard.

23. Opening Window Turner enters the building housing the radio; uneasy, somewhat amorphous strains follow him.

24. Radio—Contacting Turner contacts the Americans but the communication is next to useless. Morricone's cue aids immensely in heightening the suspense as the film cross-cuts between Turner's frantic attempt to hold the line and approaching German soldiers.

25. The Dike The boys show Turner the dam. Morricone lays down a foreboding, ominous cue (with an effective use of anachronistic electric guitar) for the forbidding target.

26. Research in the Wood Turner and the boys hide in the woods from a German trooper on patrol; Morricone's dissonant suspense builds until Turner kills the soldier.

27. Bianca and Turner An unused version of the main theme was recorded but not used for the film's second act, as Turner, Bianca (a prisoner, lest she inform the Germans) and the boys train and wait in the woods.

28. Dialogue Doctor—American Soldier Bianca accompanies Turner on a reconnaissance trip to the dam, then attempts to stab him in a moment of rage. This unused alternate of the cue features a reprise of the dam music from "The Dike" followed by suspense for her attack.

29. Dialogue With the Boys The boys have hidden Turner's detonators and insist that he lead them on a revenge raid against the Nazis in Reanoto—his mission, in exchange for theirs. The main theme plays like a lament for the hardness of the boys' souls.

30. Boys Running to the River Their raid on Reanoto a success, the boys frolic in the water in front of the dam as a diversion to begin Turner's offensive. The whistling part of the main theme underlines the incongruity of the carefree play in the war setting. The first half of this cue (until 1:14) featuring the balance of the main theme was not used in the finished film; the scene may have been shortened.

31. Blowing the Dam Turner leads the boys on the mission to infiltrate and blow up the dam; Morricone provides primarily non-thematic yet highly col-

orful and moody music for the lengthy sequence of climbing and swimming. Some of the music is dialed out of the finished film; that which remains is titled “Swimming Across the River in the Night” and “Swimming Near the Dike” on the legal cue sheet.

32. Death of a Boy One of the boys, Silvio (Vincenzo Danaro), is killed while protecting Bianca and the youngest children; the main theme plays as a lament.

33. Boy and German Officer Fighting The vengeful Aldo—who has killed his young friend Carlo (Mauro Gravina) on the dam through careless crossfire—runs through the woods and shoots Von Hecht (Sergio Fantoni), the German leader. Morricone provides one last suspense cue.

34. End Titles American troops roll in at the film’s conclusion, putting an end to the hostilities—but Aldo is lost in his bloodlust and Turner carries him out of the

(literal and figurative) woods. Male vocals enhance the elegiac nature of the main theme as Turner comforts the poor, wounded boy.

Bonus Tracks

35. Research in the Wood (alternate) An alternate version of track 26 is essentially the same but with subtle differences in orchestration and timing. (There is, for example, no harpsichord at 0:39.)

36. Dialogue Doctor—American Soldier (film version) The film version of track 28 omits the opening reprise of the dam music.

37. Boy and German Officer Fighting (alternate) This is essentially the same as track 33, but uses an alternate for the last 0:17 with a less prominent keyboard.

38. End Titles (single edit) This shorter version of the “End Titles” appeared on the *Hornets’ Nest* single.

—Lukas Kendall

The 7th Dawn

In *The 7th Dawn* (1964), a terrorist uprising in post-World War II Malaya tests the loyalties of three former wartime comrades: an apolitical American, Ferris (William Holden); his Eurasian mistress, Dhana (Capucine); and a fanatical Malay-Chinese named Ng (Tetsuro Tamba), who also loves Dhana. After leading Malay guerillas against the Japanese in World War II, Ferris, Dhana and Ng part ways. Ferris becomes a wealthy rubber farmer in Malaya, residing with (though occasionally unfaithful to) Dhana, now a beloved schoolteacher and political activist. Ng leaves to study in Communist Moscow and returns to Malaya eight years later as a terrorist leader determined to bring immediate independence to his people and drive out the British Colonists at any cost. Aware of the bond between Ferris and Ng, the British Commissioner, Trumpey (Michael Goodliffe), asks for Ferris’s help; the reluctant farmer refuses to divulge Ng’s whereabouts but he visits with the chief terrorist at his hidden jungle base and unsuccessfully attempts to negotiate a peace. The British Residency is subsequently bombed and in retaliation the colonists burn down the Malay village where Dhana teaches. She is livid over the treatment of the natives and is similarly fed up with Ferris’s infidelity—she catches him straying with the Commissioner’s smitten young daughter, Candace (Susannah York).

Torn between causes, the teacher briefly considers joining with Ng but Ferris dissuades her, promising to pay her the respect and attention she deserves. When the authorities discover grenades in Dhana’s bicycle basket, she is arrested and sentenced to be hanged in seven days unless she turns over Ng; she refuses, and

Ferris is faced with the choice of saving his true love or honoring his relationship with Ng. Motivated by her infatuation with Ferris, Candace turns herself over to Ng in hopes that Dhana will be released. Ng seizes the opportunity and announces that she will be executed if Dhana is hanged, though Trumpey and the British plan to proceed with their execution. With complications mounting, Ferris ultimately chooses Dhana’s life over Ng’s; he travels to the jungle compound and succeeds in rescuing Candace and capturing the terrorist. As Dhana’s time continues to run out, Ferris escorts Candace and Ng back to civilization, in hopes that the latter will testify that Dhana is innocent. When the terrorist breaks free and attempts to murder Ferris, Candace intervenes, shooting Ng in the back—before he dies, he confesses that he planted the grenades on Dhana, hoping that her death would make her a martyr and cause a revolt. Ferris and Candace fail to make it back to the coast in time to prevent Dhana’s hanging. Candace professes her love for Ferris, but he blames himself for Dhana’s death and leaves Malaya alone, never to return.

Adapted by Karl Tunberg from Michael Deon’s novel *The Durian Tree*, *The 7th Dawn* was released just as the Vietnam War was unfolding, and the sensitivity of the film’s subject matter was heightened as a result. While some critics scoffed at the notion of setting a melodramatic love story against a deadly (and timely) political conflict, director Lewis Gilbert (who would go on to helm 1967’s *You Only Live Twice*, 1977’s *The Spy Who Loved Me* and 1979’s *Moonraker*) spends considerable screen time developing the relationships between the lead characters, allowing them to resonate

through immaculately staged action sequences. The bond between Ferris, Dhana and Ng is convincingly established during an early goodbye scene they share at a train station, and despite occasionally clichéd dialogue, their love for one another successfully pays off the story's final tragedy.

The film's production overcame its share of challenges: William Holden's rampant alcoholism initially led him to turn down the role of Ferris, but a brief stint in rehab helped change his mind. Although he was hospitalized for excessive drinking after the production wrapped, his illness could not diminish his onscreen chemistry with Capucine, the French Model with whom he was having a scandalous affair at the time. While Tunberg had felt that the casting of Capucine as a Eurasian was a crucial misstep, her saintly performance grounds the second half of the film when it becomes a race to save her character's life. Her work was well regarded by critics as an important step in her evolution as an actress.

In addition to strong supporting performances from Tetsuro Tamba and Susannah York, the film is elevated by vivid location photography by Oscar-winner Frederick Young (*Lawrence of Arabia*). While many critics pounced on the excessive close-ups of Capucine's face, most reviews acknowledged the scenery as one of the film's true stars. The sweltering Malay jungles become an immersive backdrop for the film's action sequences, which include a prolonged, explosive battle between the British and the Malays, and Ferris's climactic machete fight with Ng.

The love story at the heart of the film is given considerable weight by Riz Ortolani's lush music and his work was praised by *Variety's* critic as "a good background score with some airplay potential." Voiced on strings over rich brass, Ortolani's main theme creates an aura of compassion and nostalgia for the two leads, evoking a strong sense of history between them, and occasionally doubling as a theme for Dhana's longing for peace in Malaya. While Ortolani acknowledges the locale with pentatonic passages and a pervasive Asian-sounding electric harpsichord, the majority of the score's suspense and action material is derived from the composer's jazz background, with agitated trills and wailing brass reflecting Ng's and the Malays' rage toward the British. This material is at its most effective when Ortolani directly juxtaposes it with the main theme, sometimes interrupting the tune with unexpected swells of dissonant brass, hinting that Ng's methods will ultimately betray Dhana to her death. The album contains arrangements of the score's major set pieces and also features stand-alone renditions of the main theme that were recorded specifically for the record.

1. Opening Titles—7th Dawn The opening credits unfold over tracking shots, many of which are stylistically filtered through a rippling river surface; the Malay imagery includes golden shrines, floating candles, and Native farmers at work. Wailing brass, percussion accents and a bitter Asian string melody begin the score with an air of anguish for the oppressed people of Malaya. The disparity in range between the introductory brass chords suggests the opening downward octave leap of the warm main theme, which is given a pure reading once the film's title card appears. In the film, the cue runs slightly longer, with an opening string sustain under text thanking the people and government of Malaysia for their help in making the film.

2. Fire in the Native Village This album track is comprised of two separate cues. The first consists of contemplative strings, ethnic percussion and timpani portamenti for a sequence late in the film in which Ferris (William Holden) and Candace (Susannah York) escort captive terrorist leader Ng (Tetsuro Tamba) back through the jungle to the coast.

The second cue (beginning at 0:42) is heard earlier in the film: After the British Residency is bombed, Ferris and Dhana (Capucine) fail to convince the British Commissioner, Trumpey (Michael Goddiffe), not to retaliate against a Malay village that has been supplying the terrorists with arms and food. Tortured strings rise as weeping native children surround Dhana, before fitful percussion and trilling brass underscore the British soldiers torching the village. A biting ostinato supports shrieking chromatic brass as the troops flee the smoking village, with Dhana and the Malays watching helplessly as the houses goes up in flames. In the film, this cue features a slightly alternate build of percussion and trilling as the village is burned.

3. The 7th Dawn This album arrangement of the main theme for strings and electric harpsichord is largely unused in the film. A similar (but truncated) rendition of the theme is heard (without electric harpsichord) after the burning of the village, when Ferris tracks down Dhana at a hotel; she is distraught over both the brutality aimed at the Malays and Ferris's attraction to Candace, but the melody offers consolation as Ferris commits himself to her and makes her promise not to join with Ng.

The scene transitions to Dhana riding her bicycle through a Malay street to another rendition of the love theme (2:21), this one colored with mallet percussion. A dissonant muted brass stinger interrupts the tune when she is confronted by the military police, who arrest her when they find grenades in her bicycle basket.

4. The Trial Two more cues are combined from different junctures in the film: In court, Dhana refuses to

offer information on Ng's whereabouts. She is found guilty of conspiring with terrorists and is sentenced to death by hanging. A devastated outburst of brass and strings underscore Candace glancing over to catch Ferris's reaction to the judge's decision. The love theme is reprised when Dhana shares a warm look with Ferris as she is escorted from court.

Later in the film, Candace attempts to save Dhana by offering herself as Ng's captive. A descending half-step figure, moving in parallel fourths (0:39), builds suspense as the commissioner's daughter travels through the jungle in search of the terrorist leader. She stops to observe a monkey climbing a tree when Ng and his men suddenly surround her to a reprisal of the ascending chromatic brass from "Fire in the Native Village." This cue is revisited later in the film when Ng's notices are posted throughout Malaya—the memos state that Candace will be executed the same day as Dhana.

5. Paradise Club The album returns to earlier in the film for Candace joining Ferris at a nightclub. A festive source cue plays as they flirt and dance together; they are interrupted when British authorities arrive to inform Ferris that Dhana has been arrested for terrorist activities.

6. The 7th Dawn—Variations This album arrangement of the main theme features electric harpsichord, rolling marimba and (eventually) lush strings.

7. Battle in the Jungle An arrangement of combat music incorporates material from the battles in the film's third act. Militaristic percussion clashes with aggressive brass triplets as the British launch an attack on Ng's hidden base. The terrorists evacuate the compound while simultaneously attempting to fend off the soldiers with a barrage of gunfire and missiles. Gnarled brass cries out as Ng cuts down a bridge (to prevent the British from following him) and escapes into the jungle with his captive, Candace. The action ostinato from "Fire in the Native Village" is heard as Ferris arrives on the scene just in time to catch a glimpse of Ng and Candace amid the chaos. The battle wages on as he chases after them while dodging explosions.

8. The 7th Dawn (Love Theme) This unused pop-song rendition of the main theme features nostalgic lyrics (by Paul Francis Webster) for mixed chorus and accompaniment from electric harpsichord, rhythm section and strings.

9. Dhana's Torment Two separate cues are again combined to form this album track, the first of which occurs slightly earlier in the film, before the second half of "The Trial" is heard. For Ferris's sake, Candace visits Dhana in her prison cell and implores her to turn Ng over to the British. Dhana refuses as her bond with

Ng is too strong, and she asks Candace to help Ferris forget about her after she is executed. Low register flute, marimba and strings trade off between a coy descending line and the love theme as Dhana watches her leave. A brief pause between the descending flute gesture and the melody accents the moment Candace is struck with the idea to turn herself over to Ng.

The second cue comes from even earlier in the film—just after the second half of "Fire in the Native Village"—as Dhana is devastated by the burning of the Malay village. The unison string line of the "Opening Titles" is recalled and developed into a tormented version of the main theme as Dhana leaves Ferris behind and runs hysterically through the jungle. The cue ends as Ng intercepts her and embraces her.

10. The Duel The album jumps ahead to the film's climactic action: Ferris and Candace attempt to bring Ng back to civilization in time to prevent Dhana's execution. Ng agrees to help Ferris slash through the jungle brush until they see the coast, but he appears to go back on his promise to behave when he sucker-punches Ferris and makes a break for it. The resulting machete fight between the two men is scored with a percussive development of the action ostinato figure, replete with brass stabs, trills and swells. Just as Ng is about to kill Ferris, Candace fatally shoots the terrorist in the back. Before Ng dies, he confesses that he climbed a tree and saw the coast; he did not actually break his word and his honor is restored, though Ferris is furious when he also admits to planting the grenades in Dhana's basket.

11. A Night in Malaya An unused, delicate version of the love theme is performed on electric harpsichord, rolling marimba, glockenspiel and strings. The tune gives way to a cue heard early in the film, when Ferris intends to negotiate a truce between the British colonists and the Malay terrorists; pentatonic chattering on electric harpsichord and strings is featured for a montage of Ferris traveling through jungle to find Ng. The cue ends just as Ng's men ambush him.

12. Prison Prayer This conflicted arrangement of the love theme for solo violin over string trills is featured to varying extents in three separate scenes of Dhana in prison. Its first usage is for Ferris visiting her before her trial, when she refuses to turn over Ng, telling Ferris, "We are what we are. We can't shame ourselves for a price." A subsequent brief reading of the theme unfolds as Malays pray for Dhana outside the prison. The material's lengthiest statement is for Dhana, still in her cell, watching her final dawn arrive. A more typically optimistic version of the theme (1:20) is reached as she prays to God for love and peace. In the film, the cue's fateful closing bars are replaced by violent material from "Dhana's Torment" when the sun finally emerges and signals her doom.

13. The Governor's Ball A mellow jazz source cue spotlights saxophone and trumpet as Candace eagerly awaits Ferris's arrival at her father's ball. When he shows up they dance to the tune before the party is disrupted by a bomb-tossing terrorist.

14. Jungle Attack/Ferris Meets Candace After Ferris's initial failed attempt to ease the tension between Ng and the colonists, he travels back through the jungle to a reprisal of the pentatonic material from "A Night in Malaya." Suspenseful brass stabs and string sustains were dialed out of the film for Ferris emerging from the jungle and finding Candace's fancy car parked next to his overturned jeep. Also unused in the film is a subsequent lush rendition of the love theme, meant to underscore Ferris's first encounter with a bikini-clad Candace on his beach property.

From the original United Artists LP...

The Seventh Dawn marks the American film debut of the brilliant Italian composer Riz Ortolani. Ortolani, a tall, energetic man in his thirties, swept into worldwide prominence with his scoring of motion picture *Mondo Cane* and his composition "More," which be-

The Glory Guys

In *The Glory Guys* (1965), a battalion of brave cavalry soldiers are thrown into harm's way due to their commander's lust for Indian blood. Andrew Duggan plays General McCabe, who is obsessed with wiping out the Sioux—even if it means sacrificing his own men to do so. At Fort Doniphan, the general's subordinate, Captain Demas Harrod (Tom Tryon), is charged with training the misfit recruits of the Third Cavalry for a campaign to drive the Indians onto reservations. Harrod and Sol Rogers (Harve Presnell), the chief of scouts, are well aware of McCabe's reckless tendencies and previous blunders. The two men share another, more immediate problem: both love Lou Woddard (Senta Berger), a frontier woman who resides in the nearby town of Mule City.

As the launch of the military campaign draws near and Harrod and Rogers vie for Lou's affection, they gradually come to respect one another, with Harrod eventually bowing out of the love triangle when he deems himself unworthy of Woddard's love. Once the Third Cavalry finally rides into battle, Rogers sensing that Lou would rather be with Harrod—advises the captain to pursue a life with her.

McCabe's hunger for glory drives him to send the cavalry into battle with the Sioux a full day before reinforcements arrive. This tactical error results in the defeat of Harrod's men and the deaths of many soldiers, including Rogers. As Harrod and the other survivors

15. Closing Theme Ferris fails to make it back to the coast in time to stop Dhana's execution. He visits Candace at Trumpey's mansion to tell her he is leaving Malaya, never to come back. Candace professes her love for him but he feels unworthy—he was too selfish to give Dhana a stable life and instead she found a cause to die for. After their exchange, Trumpey walks Ferris out, explaining that Dhana's death has resulted in hate and bitterness among the Malays. The love theme is reprised in all its glory, offering hope for peace as Trumpey boards his helicopter and Ferris turns to face Candace. They wave their final goodbyes and the theme proceeds to run its course through the end titles. The album offers a final sneer of pessimistic, dissonant brass that does not appear in the film.

—Alexander Kaplan

came the most-recorded song of 1963. Charles K. Feldman's exciting and colorful production, *The Seventh Dawn*, proves to be the ideal vehicle to showcase the talent and imagination of this impeccable musician...

retreat, they come across a battlefield of corpses and discover that McCabe has paid the price for his obsession: he and his troopers have been slaughtered by the Indians.

A fictionalized retelling of the Custer massacre at Little Big Horn, *The Glory Guys* was based on Hoffman Birney's novel *The Dice of God*. In 1956 the production team of LGL—Jules Levy, Arthur Gardner and director Arnold Laven—sought an undiscovered writer to cheaply adapt the book into a screenplay: that writer turned out to be Sam Peckinpah, who had made an impression on Laven with his writing for the television series *Gunsmoke*. During a four-and-a-half-month period Peckinpah poured himself into the screenplay, but LGL was unable to mount a production and the project was abandoned. By the time the film finally went into production in 1965, Peckinpah was a respected filmmaker in his own right—yet he was also blacklisted, bankrupt and enduring his second divorce.

The Glory Guys served as a precursor of sorts to Peckinpah's *Major Dundee*—which also went into production in 1965—exploring similar notions of camaraderie in war and even sharing some of the same cast members, including Michael Anderson Jr., Senta Berger and Slim Pickens. Although Peckinpah was attracted to McCabe's (or Custer's) megalomania and the contrastingly selfless bravery of the soldiers under the his command, *The Glory Guys*, as directed by Laven,

largely deviated from the writer's vision and placed great emphasis on the love triangle for the first two thirds of the film. Not surprisingly, Peckinpah disliked the finished product.

The romantic sequences, in which Peckinpah's influence is least felt, are carried along by engaging performances. Leading men Presnell (then breaking type in a non-singing role) and Tryon are convincing in their transformations from adversaries into respectful peers, while Berger makes the most of an underwritten role as a beautiful source of conflict for her suitors. Duggan and Jeanne Cooper (as Mrs. McCabe) are delegated to bit players but they are suitably loathsome as scheming villains, even in their limited screen time. Among the supporting soldiers, several performers stand out: Slim Pickens as an abrasive sergeant; Michael Anderson Jr. as a reluctant but ultimately courageous private; and a saucy James Caan as a troublemaking Irish trooper.

Filmed on location in Durango, Mexico for \$1.6 million, director Laven mounted an ambitious production that called for thousands of extras to bring the battle between the cavalry and the Indians to life. The film's climactic sequence—shot on 20,000 acres of land—required weeks to choreograph and for cinematographer James Wong Howe to film. Dozens of horses were trained to fall on cue by stunt-rider brothers Bob and Billy Hughes, adding to the realism of the piece and helping turn the climax into a worthwhile payoff to the film's leisurely build of training and romancing.

Despite the grand scope of the project, reviews for the film were mixed. Critics complained about the love story overwhelming the Sioux plot (the Indians are not so much as glimpsed until the final battle) and the film's uneven pacing caused some reviewers to wonder what *The Glory Guys* could have been under the direction of Peckinpah. Even with the producers' changes to Peckinpah's work, the film is distinguished by certain departures from convention: While on the surface *The Glory Guys* is a formulaic training movie in which a ragtag group of misfits set aside their differences and unite for a common good, in this case, the good is tainted by McCabe's selfish motives and possible insanity. In addition, the film's ending is surprisingly bleak for a frontier adventure, with the Indians reigning victorious over the cavalry soldiers.

Another unconventional ingredient is Riz Ortolani's eclectic score, which mixes traditional western ideas with then-modern pop elements. A patriotic theme song, "The Glory Guys," serves as the score's centerpiece and the melody is comfortable as both a propulsive Elmer Bernstein-style anthem and as a suave, hip tune for guitar. The theme serves as a rousing call to arms for Harrod and his men during the

training sequences and especially for their final charge toward the Sioux (the cue for which does not appear on this album but which is similar to the instrumental version of the "Main Title"). "The Glory Guys" is equally effective and even mournful in its more tranquil incantations, implying the story's tragic outcome during its contemplative moments.

Several weeks before the film's release, United Artists promoted the film by issuing an instrumental single of "The Glory Guys" performed by guitarist Al Caiola as well as a vocal version performed by Frankie Lane, neither of which is included here. Each cue on this album—apart from the source pieces—was specifically arranged for the record and does not appear in the film as written.

Ortolani's primary melody is complemented by a pair of character themes: A warm, harmonica-based tune, titled "Love and Understanding," represents the love story of Demas, Sol and Lou; a second yearning theme, "Young Lovers," less pervasive in the film, addresses the romance between Private Hale (Anderson Jr.) and Beth (Laurel Goodwin), the girl he falls for while visiting Mule City.

The film's saloon sequences and an Officers' Ball called for Ortolani to compose a collection of period source cues: The album features the composer's mazurka, a polka and a waltz rendition of "Love and Understanding," the latter playing through an emotional dance shared by Demas and Lou.

The score's final and most original component is Ortolani's swelling suspense for brass and percussion, used to evoke the unseen Sioux for the majority of the film. An atypical approach for the Indians, the jazz-influenced material creates a sense of impending doom without relying too heavily on expected tribal percussion and pentatonic harmony.

While the score suffers from some clumsy, exposed edits in the film, *The Hollywood Reporter* singled out Ortolani's work as "big and dynamic." *Variety's* critic was less enthused, calling the score "full-bodied" but "overbearing." Judgments of scale notwithstanding, Ortolani's noble main themes support the Third Cavalry's notions of glory, encompassing love, brotherhood and courage; McCabe and his hunger for power are tellingly unrepresented by any music, except through their association with the menacing Sioux material.

This premiere CD release of *The Glory Guys* features the LP recording made at London's EMI Studios, as the original film performance has not survived. Fortunately, first-generation ¼" stereo masters were available, offering excellent sound quality. Italicized titles below indicate how the cues were referenced on the tape boxes from the recording sessions.

16. Main Title (The Glory Guys—Vocal) 1M1 *Main Title* Threatening militaristic percussion and wailing jazz chords (with trumpets for the album arrangement only) introduce the opening credits, which play out over paintings of patriotic imagery from the film: Cavalry soldiers and the women they love, American flags, and the Army's climactic battle against the Sioux. The suspenseful material—which comes to be associated with the Sioux—gives way to hints of both the bold main theme and the primary love theme, "Love and Understanding," before the title card sparks a full rendition of the title song for gung-ho male chorus. In the film, the cue ends abruptly on a quick cut to a train station, where Gentry (Erik Holland) awakens from a terrible nightmare with a violent scream; he and a group of recruits are awaiting the arrival of Captain Demas Harrod (Tom Tryon) before departing for Fort Doniphan.

17. Young Lovers (Full Orchestra) Young Love (2nd Version) Early in the film, the recruits are given permission to visit Mule City, where young Private Hale (Michael Anderson Jr.) participates in a drunken scuffle. Afterward, he is given refuge at a mission by Beth (Laurel Goodwin) and as she nurses him back to health they fall in love. The pining "Young Lovers" theme underscores their relationship twice during the film; this arrangement of the tune for strings and horns plays through their final scene together as Hale proposes marriage on the eve before he leaves for battle. Approximately 0:40 of this rendition appears in the film.

18. The Kiss Mazurka 10M1 This lighthearted source cue featuring accordion is briefly heard midway through the film at the Officers' Ball when Sol (Harve Presnell) and Lou (Senta Berger) step outside and discuss their troubled relationship. Despite his promise to the contrary, Sol is leaving to serve as chief of scouts for General McCabe one last time. He swears that he will settle down with Lou when he returns, but he senses that she would rather be with Demas.

19. Love and Understanding Out on the Range This folk-like melody represents the love triangle between Demas, Lou and Sol. The "Out on the Range" rendition for strings, horns and guitar is largely unused in the film, playing for 0:20 (without the backdrop of percussion) when Lou first arrives at Fort Doniphan in her carriage.

20. Warpaint and Feathers 9M2 The day before the troopers finally leave for battle, General McCabe calls for an unexpected "pass in review." Militaristic snare and bugle calls are synched to the onscreen performance by an army band; a triumphant rendition of the main theme unfolds over this material as Captain Harrod and the men of the Third Cavalry parade past McCabe on horseback. The cue's guitar setting of the

main theme is somewhat briefer on the album than in the film.

21. Solitary Waltz Lou's Waltz At the Officers' Ball, a bitter confrontation with McCabe's wife (Jeanne Cooper) leaves Lou teary-eyed and fearful for Demas's life. He calms her as they dance to a waltz setting of "Love and Understanding" for strings and horns over light rhythm section; seeing the couple happy together prompts Sol to agree to serve as McCabe's scout on the forthcoming mission. Demas and Lou are so lost in each other that they keep on dancing even after the waltz ends.

22. The Battle Suspense Music The album returns to an episode from earlier in the film in which Captain Harrod leads the troopers out of the fort for a training exercise. As the men travel through the open country on horseback, the score brews tension with shades of the jazzy brass and percussion from the "Main Title." A warm rendition of the main theme creates a false sense of security before the unarmed soldiers are ambushed by a band of Indians; heroic, imitative settings of the theme sound as the regiment pathetically attempts to fend off the "attackers," who are revealed to be under the command of Sol. This album arrangement of "The Battle" is slightly different than the take used in the film, incorporating material from the cue for Sol's death during the final reel (not on the album).

23. Young Lovers' Theme (Guitar Solo) Young Love (1st Version) The film's first rendition of "Young Lovers" spotlights guitar for a scene in which Hale explains his predicament to Beth: He wants to leave the army so he can go back to school, and his father has initiated a "release by purchase" procedure that will hopefully go into effect before he heads into battle. Beth agrees to wait for him if he does indeed leave her for school, and the two kiss. Approximately 1:00 of this arrangement appears in the film.

24. The Regimental Polka 9M3+9M5 This festive string-driven source piece plays through two establishing scenes at the Officers' Ball, one in which Sol and Lou arrive together, the other for Demas's entrance.

25. Love and Understanding (Harmonica Solo) My Love Returns (With Harmonica) Portions of this harmonica-based album arrangement of "Love and Understanding" are scattered across the film for relationship scenes involving Demas, Lou and Sol. The lengthiest presentations of the theme occur for Lou's initial attempt to end her relationship with Demas, and for a scene near the end of the movie, in which Sol realizes that Lou loves Demas and encourages the captain to "take ahold of everything that comes [his] way."

26. Finale (The Glory Guys) Finale The scheming General McCabe ignores a direct order and sends Harrod's soldiers into battle a day early. After suffer-

ing heavy losses against the Sioux (and witnessing the death of Sol), Harrod retreats with the surviving soldiers of the Third Cavalry. En route to Fort Doniphan the men come across a battlefield littered with corpses: General McCabe and his men have been massacred—a result of McCabe’s desire to engage the Sioux before General Hoffman (Stephen Chase) could arrive with reinforcements. “Finale” begins with an unused, noble rendition of the main theme and builds to a grand, protracted conclusion (2:22) that plays under the closing credits as Harrod and his men ride out into the distance to greet the arriving Hoffman.

From the original United Artists LP...

The brilliant musician responsible for the stirring score of *The Glory Guys* is Italian-born Riz Ortolani. Still in his late thirties, the talented Ortolani came to the attention of the public via his exciting score for *Mondo Cane* and the song “More,” which has since become one of the most recorded standards of the Sixties. Recently,

Hannibal Brooks

Hannibal Brooks (1969) was inspired by the experiences of Tom Wright, a British house painter who had spent time working in the Munich Zoo while being held as a POW by the Nazis during World War II. Wright concocted a tale about a man who escapes from Nazi Germany through the Swiss Alps—while escorting an elephant (à la Hannibal, the legendary Carthaginian military commander). Director Michael Winner, who was then primarily known for a pair of successful comedies (1967’s *The Jokers* and *I’ll Never Forget What’s’isname*) prepared a film treatment and commissioned a screenplay from Dick Clement and Ian La Frenais (who had also teamed to write *The Jokers*).

The resulting war film proved to be a transitional work for Winner, a breezy comedy that also featured ample doses of the sort of realistic violence for which the director later became known in such films as *Chato’s Land* (1972) and the first three *Death Wish* installments (1974, 1982 and 1985). Oliver Reed—who had previously starred in Winner’s *The System* (1964) and the aforementioned 1967 comedies—portrays pacifist Stephen Brooks, a British POW who learns that some things are worth fighting for when tasked with caring for Lucy, an elephant at the Munich Zoo. The two form a bond, so when the zoo is bombed during an Allied air strike and Lucy’s keeper is killed, Brooks is instructed to escort Lucy to safety at Innsbruck, Austria. Sinister German Col. von Haller (Wolfgang Preiss) forbids the elephant from boarding a train, so Brooks and Lucy are accompanied on their subsequent walk to Innsbruck by Willi (Helmut Lohner), a kindly Austrian guard, Vronia

Bonus Tracks

The following were discovered on the *Glory Guys* LP recording masters:

27. Main Title (The Glory Guys—Instrumental) This arrangement of the “Main Title” omits the male chorus, but is otherwise identical.

28. Jam Session (jazz improvisation) This improvisatory number for jazz band has nothing to do with the film, but was likely the result of leftover time at the London recording sessions.

—Alexander Kaplan

Ortolani has been accorded great acclaim for his music to *The 7th Dawn* and *The Yellow Rolls-Royce*. *The Glory Guys* marks Ortolani’s initial attempt at scoring a western and the sweeping results vividly demonstrate his imaginative artistry and impeccable musicianship.

(Karin Baal), a beautiful Polish prisoner and potential love interest, and Kurt (Peter Carsten), a brutish Nazi. En route to Innsbruck, Stephen accidentally kills Kurt when the drunk German becomes unruly and attempts to shoot the elephant; after disposing of Kurt’s body, Brooks temporarily parts ways with Willi and Vronia, resolving to take Lucy over the Alps and into neutral Switzerland—with a German patrol, under the supervision of von Haller, hot on their heels.

A parallel plot has Brooks repeatedly running into Packy (Michael J. Pollard), an escaped American POW intent on winning the war—and at odds with Brooks’s nonviolent leanings. Packy mobilizes a band of prisoners and stages a series of attacks on the Germans, each of which is blamed on Brooks and Lucy by their pursuers. Packy proves useful and rescues Brooks after he is betrayed by Willi, who turns Brooks over to the Nazis in order to save his own family. Once freed from von Haller’s dungeon, Brooks forgives Willi and they set out for Switzerland again, eventually reaching the Alps with Lucy. Willi finds true redemption when he is killed saving the elephant from a squad of attacking Nazis.

Von Haller and Vronia join Brooks and Lucy for the final stretch of their journey to the Swiss border—the colonel has opted to escape before the war comes to an end. Packy and his team also reunite with the group near a Nazi watchtower at the border, where the film’s closing action unfolds. Vronia proves herself loyal to Brooks with her dying act—she is gunned down in an attempt to warn Brooks and Packy that von Haller has

set a trap for them. An ensuing shootout between the heroes and the Germans climaxes with Lucy tearing down the watchtower with von Haller inside, allowing the surviving Allied POWs safe passage into Switzerland.

The film's production proved to be a challenge for Winner, who also served as producer and had little previous experience when it came to the dangerous stunt work and pyrotechnics required by the story. Rather than hiring a stunt coordinator, Winner himself supervised the action sequences, which included a log avalanche and the derailing of a train, in addition to the aforementioned destruction of a Nazi watchtower. Compounding the difficulty of the shoot was the on-location photography, which required that two temperamental elephants playing Lucy be transported throughout Germany and Austria—this in addition to Oliver Reed's customary evening bouts of inebriation, which took their toll on the supporting cast. The Austrian locals were helpful and supportive of the shoot, albeit disturbingly reverential (according to Winner) upon seeing actors dressed as Nazis.

While Oliver Reed's anchoring performance in the lead role proved a winning contrast to his turn as the villainous Bill Sikes in *Oliver!* (1968), the film was largely panned by critics upon its release, with its uncomfortable blend of humor and violence cited in many reviews. Michael J. Pollard's supporting turn was poorly received as well, his impish, affected characterization of Packy considered a disappointment after his Oscar-nominated work in *Bonnie and Clyde* (1967). Positive notices were reserved for the film's pastoral cinematography by Robert Paynter (in the first of his 10 collaborations with Winner).

Composer Francis Lai had worked previously with Michael Winner on *I'll Never Forget What's His Name* and would score one more film for the director, *The Games* (1970). Lai's score largely ignores the film's explosive wartime backdrop, instead focusing on lush melodic material.

The composer spoke fondly of his experience on *Hannibal Brooks* in a 1995 *Soundtrack!* interview, crediting the director for this approach:

What amused me in this film was its use of the counterpoint. Michael Winner was largely responsible for that; he had very precise ideas in this case and it was up to me to follow him [wherever he wanted to go]. He wanted a score that dominated the action, and delighted in having romantic themes in scenes that were violent and dramatic, thus giving them an extra emotional dimension. In other scenes he used pop music to stress even further this dichotomy.

He was taking great risks, but in the end it paid off handsomely.

Lai enhances the chemistry between Brooks and Lucy with a warm, pop-flavored main title "march" (which is not really a march at all) that emphasizes strings and soothing male chorus. The theme is reprised during dialogue-free traveling sequences throughout the picture, its melody unfolding at a lax tempo that suits an elephant's deliberate pace. Brooks's own theme (identified in the album's track titles as "Love Theme From *Hannibal Brooks*" even though it does not really function as a love theme in the film) is true to the character's trademark pacifism, never straying far from its jazz lullaby origins, while Lucy's playful material emphasizes high-hat cymbal, and low, heavy colors like trombone and bass saxophone.

The film does feature a handful of light suspense cues, but the album eschews these pieces (with the exception of "Across the River") in favor of the score's more overtly thematic ideas for the film's protagonists. For clarity, the album tracks are discussed in film order below (with music numbers from the cue sheet provided for reference) followed by the tracks prepared especially for the LP.

1. Hannibal Brooks March (M1) After an unscored opening scene in which Brooks is captured by Nazi soldiers in Italy, the main titles play out as he and a group of POWs (including Packy) are marched to a train that transports them to Germany. The sequence is scored with a sweeping rendition of the "march" that contrasts with shots of weary captives—instead evoking the Italian scenery and suggesting the unlikely friendship to come.

12. Lucy's Theme (M3) A montage in which Brooks bonds with the elephant at the Munich Zoo is accompanied by the score's first presentation of Lucy's Theme. The rascally music captures the humor of the sequence as well as the burgeoning friendship between Brooks and Lucy, underscoring a series of chores that include feeding the elephant, collecting her feces, filing her nails and training her to push a log.

7. Walk in the Woods (M4) This cue (which should properly be titled "Journey to Innsbruck") underscores a sequence in which Stephen and his companions first set out toward Innsbruck with Lucy. A soothing version of Brooks's theme plays over a montage of their scenic journey through the Bavarian countryside, with playful xylophone denoting Lucy cleaning herself in a pond.

3. Peace and Understanding (Wild Organ for Church) Brooks, Willi and Vronia visit a Bavarian church and bond while discussing their disparate na-

tionalities. After the abrasive Kurt interrupts and barks at them in German, the travelers privately share their disdain for him. This composition for pipe organ plays quietly through the scene as source music.

9. Tyrolean Folk Dance Brooks and his fellow travelers stop at a Tyrolean village where a carnival is underway. The cheerful townsfolk play various games, and as Brooks allows children to ride Lucy he comments that one would hardly be able to tell that a war is going on. This decidedly contemporary cue was replaced in the film in favor of more authentic source music (the brassy “Fair Music” by Herbert Handl).

2. Journey to Innsbruck (M6) After Brooks accidentally kills Kurt and parts ways with Willi and Vronia, a montage shows him accompanying the elephant through the woods toward the Alps; this is scored with a bittersweet rendition of the “march” for guitar and strings. (This is the cue that should actually be titled “Walk in the Woods.”)

6. Respite (M8) Brooks and Lucy rest by a tree. A forlorn rendition of her theme for solo trombone plays as Brooks examines her throat and determines that she is ill. A warm reading on strings and trumpet of the B section of Lucy’s theme underscores Brooks’s visit to a nearby town, where he recruits the help of Dr. Mendel (Ralf Wotler).

11. Sickness in the Family (M8A) Brooks and Dr. Mendel travel by horse buggy to examine the ailing Lucy. The score plays through the trip and Lucy’s subsequent examination with a concerned, urgent version of the B section of Brooks’s theme. The lethargic rendition of Lucy’s theme from “Respite” is reprised when the doctor determines that she has the mumps. The scene transitions to a nearby stable, where Brooks brings Lucy a pot of soup, and the cue winds down with a soothing suggestion of the “march” melody.

10. Across the River (M11C) After Brooks and Willi retrieve Lucy from Dr. Mendel, they evade a squad of Nazis by hiding the elephant behind a waterfall. Brooks’s theme is defiantly relaxed for the heroes, while the pursuing Germans are underscored with aggressive brass figures over accented string accompaniment. When the Nazis arrive at the waterfall but fail to see Lucy, they give up their search; a jubilant, mallet-dressed variation of Brooks’s theme plays as Stephen and Willi celebrate.

15. Love Theme from *Hannibal Brooks* (Reprise) (M12) After Willi is killed by the Nazis, a gentle set-

ting of Brooks’s theme plays as he leads Lucy higher into the mountains. The material takes an apprehensive turn when Brooks leaves the elephant behind in order to investigate noise coming from a nearby building. In the film, the cue ends with brass stingers at 0:46 as he encounters von Haller and Vronia dining together; the album instead reverts to a laid-back rendition of Brooks’s theme, unused in the film.

14. Approaching the Frontier (M12A) Von Haller (wearing civilian clothes in place of his SS uniform) explains his plans to cross the Swiss border now that the war is winding down. Brooks agrees to accompany the German and Vronia—with Lucy, of course. The “march” is gently reprised as the newly formed group proceeds toward the border; Stephen gently accosts Vronia and asks why she has aligned herself with the enemy, but she shows no remorse. Von Haller spots a watchtower in the distance, to an exclamation of a brassy German anthem; this material continues briefly as the travelers are monitored from afar by Packy and his men. The “march” resumes until Brooks’s group is surprised by Packy.

The climatic action (for Vronia’s death and the destruction of the watchtower) is largely unscored, with only a brief suspense cue (not featured on the album) for Brooks tying a rope around one of the tower’s support columns so that Lucy can pull it down and topple the structure. The score’s final cue (also not on the album), features the lyrics “And they lived happily ever after” set to the main theme, as Brooks, Lucy, Packy and his squad cross the border.

4. Love Theme from *Hannibal Brooks* This string-driven arrangement of Brooks’s theme was composed specifically for the album.

5. Elephant Shake (Lucy’s Theme) This extended treatment of Lucy’s theme was also composed for the album.

8. Hannibal’s Rest This melancholic rendition of Brooks’s theme, with its B section voiced on aching strings over rippling piano accompaniment, does not appear in the film. It was either dropped due to deleted footage or was arranged specifically for the album.

13. Peace and Understanding (Reprise) This pipe organ composition (which, despite the track title, is not melodically related to “Peace and Understanding,” track 3) does not appear in the film.

—Alexander Kaplan

The Final Option

“Who Dares Wins” is the motto of Britain’s SAS (Special Air Services), and the original title of the 1982 political thriller *The Final Option*, in which the anti-terrorist squad foils the plans of a fictitious group of nuclear disarmament radicals called The People’s Lobby. Directed by Ian Sharp, the film stars Lewis Collins as Peter Skellen, an SAS Captain (as well as loving husband and father) who infiltrates the terrorists by seducing their American leader, Frankie Leith (Judy Davis). Skellen gives himself a convincing cover: when two international officers visit Britain for training, he brutalizes them and quits the force when faced with demotion. Frankie believes his story and recruits him as her lover and strategist for her latest operation, in which she and her followers are to take a group of American dignitaries hostage at the United States Embassy: the terrorists feel that the only way to prevent the manufacturing of nuclear weapons is to force the British government to detonate one on a Scottish base and televise it for the entire world to see.

Frankie’s underlings come to suspect that Skellen is still working for the SAS, but she remains uncertain. As insurance, the terrorists take Skellen’s wife and daughter hostage at his home before the final act’s embassy takeover. Once the diplomats are captured at the American ambassador’s residence, Skellen secretly coordinates a counterstrike with his men on the outside—the commandos storm the embassy and take out the radicals. Frankie and Skellen both hesitate when faced with the opportunity to shoot each other, and Frankie is gunned down by one of the soldiers before she can pull the trigger. A separate SAS team rescues Skellen’s family from their captors.

Produced by Euan Lloyd (*The Wild Geese*, *The Sea Wolves*), the film was inspired by the 1980 Iranian Embassy siege in London, in which the SAS were shown rescuing hostages live on British television. Although the human element of the film lies in Skellen’s affair with Frankie, their attraction for one another remains an enigma. Writer Reginald Rose, working from James Follett’s novel *The Tiptoe Boys*, paints Skellen as a suave, James Bond-like hero (Lewis Collins was considered as a replacement 007 for Roger Moore) who shows little if any remorse over cheating on his wife. His hesitation in killing Frankie suggests that he has developed feelings for her—this despite his loathing of her agenda. Frankie, portrayed as a misguided villain, loves Skellen to the point where she is willing to jeopardize her cause by having him around—but the reason is never made clear, outside of the sexual heat they generate. Frankie’s character and The People’s Lobby were singled out by many of the film’s negative reviews—

the notion of a left-wing terrorist organization willing to set off a nuclear bomb in order to promote peace did not sit well with critics or audiences and the film was a financial flop. The movie’s graphically depicted violence was considered unearned at the service of such an unlikely scenario, although fans continue to appreciate its realistic portrayal of the SAS in action.

The Final Option was one of the last films scored by Roy Budd (1947–1993), the gifted pianist/composer/arranger who burst upon the British jazz scene in the 1960s as a child prodigy. His star turned bright in cinema in the 1970s, dimmed somewhat in the 1980s as he pursued other interests, and was prematurely extinguished when he died from a brain hemorrhage at the age of 47. Budd’s spare but memorable score to *Get Carter* (1971) launched him as a major force for contemporary crime thrillers—he seemed to effortlessly carry his own suitcase full of big band, pop-rock tricks that paid homage to Lalo Schiffrin, Jerry Goldsmith, Quincy Jones, et al. In spite of the influences, Budd’s music possessed an identifiable signature: deep, reverberant orchestration with transparent strings and overwhelming brass.

In the late 1970s Budd made an impression with tuneful military scores for films such as *The Wild Geese* (1978) and *The Sea Wolves* (1980). These were produced by Euan Lloyd (for whom Budd also scored 1971’s *Catlow* and 1975’s *Paper Tiger*) so it was logical that Budd would be hired to score *The Final Option*. Although *The Final Option* is also a military film, its contemporary setting resulted in a score more akin to Budd’s “crime” work, with a pulsating, funk/jazz main theme that captures the cool of the SAS. The score’s signature piece is a propulsive groove in which a slick, descending motive unfolds over a tonic pedal with a relentless mixture of electronics and percussion. The agitated, scurrying nature of the electronics throughout the score suits the radicals as they become increasingly unhinged—the terrorists are also characterized with a rising four-note motive, contrasting with the ever-sinking motion of the SAS material. Budd’s one intimate idea is a lonely piano melody that Frankie shares with Skellen, and though it only appears in the film once, it establishes an emotional connection between the two characters.

Budd was not the only composer on *The Final Option*. Brothers Jerry and Marc Donahue were hired to create the film’s anti-nuclear source music, including the rock anthem “Right on Time” (which they perform on screen at a concert sponsored by the terrorists). The composers also contributed to the underscore with a warm melody for Skellen’s family life called

“Jenny’s Theme,” as well as a haunting rock-climbing cue (“Welsh Mountains”) heard near the beginning of the film.

FSM’s release of *The Final Option* represents the score’s debut on CD, although it was issued on two separate LPs—with slightly different content—at the time of the film’s release: in the U.S. as Varèse Sarabande STV 81188 under the film’s American title, and in France on Milan A199 as *Commando (Who Dares Wins)*. This premiere CD has been mastered from the Varèse Sarabande ¼” stereo album tapes—which fortunately included the tracks unique to the Milan LP on the end as outtakes.

By and large, the FSM program follows the Milan sequence, adding the Donahues’ composition “Jenny’s Theme Im” which appeared only on the Varèse Sarabande LP. (The source cues “Blues for the Best” and “Straight Ahead Blues” were unique to the Milan LP.) The CD omits the track that the Varèse LP called “Hi-Jack, Part I” as it was merely a repetition of material otherwise contained on the two “Hi-Jack” selections (track 24 and 27). Finally, the CD presents “Catch or Be Caught” and “Reds Under the Beds” as they were edited for the Varèse LP; the Milan LP relocated the cue 3M10A from the beginning of “Reds Under the Beds” to the end of “Catch or Be Caught” (see track commentary below).

Reel and part numbers are provided in the following commentary. These utilize the nomenclature of the film’s legal cue sheet, which is slightly different from the standard format. Usually, for example, 7M3 would ordinarily mean the third piece of music heard in the film’s seventh reel. Here, 7M23 would refer to the 23rd piece of music in the film overall, which happens to be heard in reel seven of the film.

16. Who Dares Wins (12M35 End Titles) The end titles of the film play out to a throbbing rendition of the SAS theme for brass, electronics and percussion. Piano jazz riffing seeps into the second half of the piece, offering relief from the horrific violence of the concluding shootout. This piece is slightly edited down in the picture.

17. Welsh Mountains (1M6 Climbing in Wales—Jerry and Marc Donahue) Two visiting international officers, American Hagen (Bob Sherman) and German Freund (Albert Fortell), are flown to Wales for an SAS training exercise. They are given an hour’s head start to reach the top of a far-off mountain before a team led by Capt. Peter Skellen (Lewis Collins). As the trainees embark toward their destination, the score enhances the expansive scenery and evokes the gradual passage of time with chordal synthesized writing over a thick, ominous pedal. The cue concludes as Hagen and Fre-

und arrive at the mountaintop to find Skellen and his men casually awaiting them.

18. Jenny’s Theme II (2M7 Skellen’s Mews—Jerry and Marc Donahue) Before Skellen infiltrates the leftist organization The People’s Lobby, he goes home to visit his wife, Jenny (Rosalind Lloyd), and baby daughter, Samantha (Briony Elliott). Jenny is worried about his mission and he assures her that it is not serious. Their farewell dinner is underscored with a tender diatonic tune for flute and synthesizer provided by Jerry and Marc Donahue.

19. SAS or Nothing Two of Budd’s score cues are combined in this track, the latter featuring the dynamic main theme. “Skellen into Barn” (7M19C, 0:00–1:03) advances to later in the film as terrorists Mac (Mark Ryan) and Helga (Ingrid Pitt) drop off Skellen at a barn hideout, the heart of the People’s Lobby operation. Portentous low strings and harp give way to the rising “terrorist” figure and a dire rendition of the SAS melody as Skellen takes in his surroundings. The radicals have hijacked a bus carrying the military band for a U.S. Embassy banquet and are planning to pass themselves off as musicians in order to crash the party; Frankie, still unsure of Skellen’s loyalty, instructs him to put on a band uniform. A brief outburst from brass and percussion marks a hard cut to SAS Headquarters.

“SAS Arrive” (11M31, 1:04–3:04) is heard at the climax of the film, its pulse accompanying the SAS commando helicopters en route to the embassy where the American hostages are being held. This material is interspersed with light percussive interludes and quiet throbbing for cuts to the interior of the embassy as the terrorists become more and more unnerved. The choppers arrive at the estate and the SAS descend onto the roof via ropes, unbeknownst to the radicals.

20. American Medley (2M8 Mime Dance Black Horse Club—Jerry and Marc Donahue) To begin his infiltration of the terrorists, Skellen attends a radical nightclub act at the Black Horse club. Monstrous-looking Americans engage in a freakish dance, fighting over a warhead, played in silver attire and makeup by Frankie (Judy Davis), the leader of the organization. The routine is set to an increasingly hideous mash-up of American standards: “Yankee Doodle,” “America the Beautiful” and “The Star-Spangled Banner.”

21. Blues for the Best (11M23 Radio Sentimental) To ensure Skellen’s participation in the embassy takeover, Mac and Helga invade his home and hold Jenny and Samantha hostage. The SAS take up residence next door and drill through an adjoining wall to set up a surveillance camera. This laid-back jazz piece is the second of two source cues heard on the radio as the SAS prepare to detonate an explosion so that they can burst into the room and kill the terrorists.

22. A Smile You Can't Resist (3M10B Love Scene)

This cue follows "American Medley" (track 20) in the film, after Skellen seduces Frankie at the Black Horse club. A forlorn piece for piano, vibes and strings underscores their post-lovemaking conversation at her loft. The cue fades out once he finishes feeding her his cover story and they proceed to argue over the merit of her cause. Budd's tender piano cue is emblematic of love themes of the period by him and other composers such as Jerry Goldsmith.

23. Right on Time (5M16 Right on Time—Jerry and Marc Donahue) Frankie and Skellen attend a rock concert sponsored by The People's Lobby. The band, "Metamorphosis," performs the wailing rock song "Right on Time," featuring such lyrics as "You came right on time! Crush those nukes, doin' fine!" Once the song is finished, a fake riot is staged to generate sympathy for the radical cause. (The composers, Jerry and Marc Donahue, appear on screen as members of the band.)

24. Hi-Jack, Pt. I (7M19 Lead Up to Bus Hijack) An incessant, maniacal electronic pattern plays through Frankie's final preparations for the bus hijacking. The sequence is interspersed with scenes of Skellen searching for Frankie at her apartment—where Budd slips in a fleeting statement of the piano theme—and at the SAS headquarters. The score teases with the "terrorist" figure as Frankie and fellow radical Rod (John Duttine) ride out on horseback to intercept the bus. An accented brass chord and the introduction of kick drum increase tension on the first shot of the vehicle heading for the embassy. A rhythmically augmented version of the terrorist figure seeps into the texture as a group of radicals wait in a parked car to storm the bus. Frankie and Rod ride out into the middle of the road and nearly cause the bus to crash—the brass trill that denotes this was dropped from the film.

25. Jenny's Theme I (Jerry and Marc Donahue) This alternate arrangement of Jenny's theme does not appear in the movie. It spotlights guitar in support of flute and features a light percussion backdrop.

26. Straight Ahead Blues (10M24 Radio Bebop) This up-tempo improvisatory jazz piece is the first source cue that the SAS use to drown out the noise of their drilling through Skellens' wall (the second is the aforementioned "Blues for the Best," track 21).

27. Hi-Jack, Pt. II Three suspense/action cues are grouped in this track, following the action from track 24 as the terrorists' plan continues:

"Barn Dead Brought In" (7M19B, 0:00–1:00) is heard in the film after "Skellen into Barn" (from "SAS or Nothing," track 19). The main theme, a jittery synth ostinato and accented brass chords underscore the terrorists arriving at the barn and unloading their

hostages, both alive and dead, from the bus.

Disguised as musicians, Skellen and the terrorists board the bus and head for the U.S. Embassy. "Bus Ride to Mews Hostages" (8M20, 1:01–1:42) plays through their trip, adding low-end electronic splatter to the preceding synth texture as well as a suave flute passage for Skellen maintaining his cool amongst the radicals. Sparse percussion and ethereal string and harp chords mark a brief scene in which Mac and Helga arrive outside Skellen's apartment and find an SAS officer standing vigil.

"Ext. Embassy to Guard Shot" (8M20B, 1:43–3:22) unfolds as the terrorists are admitted into the residence of the American ambassador (Don Fellows). As they are escorted through the mansion, the score builds tension over its synthesizer/percussion foundation with a statement of the rising "Terrorist" figure, along with seething muted brass and aleatoric flute writing. The cue crescendos and vanishes just before Rod shoots a guard who realizes that the terrorists are not musicians.

28. Catch or Be Caught Two more Budd cues offer dramatic strains from earlier in the film, when Skellen (trying to keep his cover while infiltrating the terrorists) twice dodges a tail:

The skittish synth ostinato of "Mac Follows Skellen" (4M12, 0:00–0:41) begins as Skellen becomes aware that Mac is tailing him around town. The undercover agent makes a break for it with Mac in pursuit, and the score follows with an outburst from the SAS theme, dressed with frantic brass runs. The writing dies down with a coy hemiola figure for flute and vibes over a funk bass line as Skellen catches a ferry and loses Mac.

"Skellen Gives Mac the Slip" (6M17B, 0:42–1:07) underscores a later sequence in which Mac follows Skellen onto a bus. Skellen dives off the vehicle and dashes through traffic, the score accompanying his escape with an accelerated rendition of the SAS theme and a reprisal of the hemiola figure from "Mac Follows Skellen." Skellen once again evades his pursuer and boards another bus.

29. Nature of the Beast This track compiles three or possibly two dramatic cues—the opening 0:36 of pulsating electronics and hint of the SAS tune do not appear in the film.

For "SAS Barracks" (1M5, 0:37–1:41) a pure setting of the main theme underscores Hagen and Freund arriving at SAS headquarters early in the film, where various training exercises are underway.

Once the commandos wipe out the terrorists at the film's conclusion, Skellen and his men are flown on helicopters from the U.S. Embassy to the accompaniment of a rousing, brassy rendition of the main theme ("SAS Depart," 12M34, 1:42–2:29).

30. Reds Under Beds A brief, unused version of Frankie's theme gives way to "Arrival at Frankie's Flat" (3M10A, 0:31–1:04), a melancholic piece for piano, woodwinds and strings that plays as Frankie takes Skellen into her flat after their initial encounter at the Black Horse club.

"Red Flag" (12M34B, 1:05–1:40) underscores the

From the original Varèse Sarabande LP...

In the '30s and '40s I paid my few pennies three, sometimes four times a week, to see every Hollywood movie that came to my hometown of Rugby in England's heartland. As early as 1933 Max Steiner made a lasting impression on me when, as a ten-year-old movie buff, I wondered at the visual and musical magic of *King Kong*. Steiner's later works thrilled and invariably moved to tears millions of cinema-goers the world over culminating with possibly the greatest score ever to David O. Selznick's *Gone With the Wind*.

Roy Budd, a young British piano player whose first film score for *Soldier Blue* made its mark in America and abroad, shared my admiration for Mr. Steiner and the other great composer at Warner Bros.: Erich Wolfgang Korngold. Budd was engaged to score *Catlow*, a British-made western which needed more "authenticity" by way of music, and he succeeded. He became my music adviser, composer and conductor, and together we presented *Paper Tiger* (a marvelous sym-

film's concluding revelation that a member of the British government funded the terrorist takeover; a chillingly optimistic arrangement of the British Labour Party song, "The Red Flag" (to the tune "O Tannenbaum"), plays out over printed statistics that detail the havoc that real-life radical terrorists caused in 1980.

—Alexander Kaplan

phonic score), *The Wild Geese*, *The Sea Wolves* and now *The Final Option*, a political thriller of the moment.

We agreed that while the film needed plenty of conventional, big orchestral support, it presented a unique opportunity to combine big sweeping sound with contemporary music and effects. We turned to two bright young Californians, Jerry and Marc Donahue (sons of Sam Donahue, Tommy Dorsey's lead sax player and later leader of the U.S. Navy Band in World War II). The Donahues were asked to write a song which embraced the deep feelings of young anti-nuclearists and which (in the film) leads to a public riot; the result is "Right on Time," played on this album by the composers and joined by two outstanding musicians from Jethro Tull, Gerry Conway and Dave Pegg. My thanks to Roy Budd and the Donahues for a marvelous score.

—Euan Lloyd, Producer