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Pesci, Joe (1943), Newark, New Jersey, United States  
Woods, James (1947), Vernal, Utah, United States  
Leone, Sergio (1929-1989), Rome, Italy  
Williams, Treat (1951), Rowayton, Connecticut, United States

**Film Subjects**  
Once upon a time in America, Leone, Sergio, 1984
SERGIO LEONE DIRECTS
"ONCE UPON A TIME IN AMERICA"

Like a legendary gunfighter riding out of the Old West, Sergio Leone's initial appearance on the cinematic horizon may have been unheralded, but he was a man who quickly made his presence felt, using the explosive power of his weapon to cut a swath through territory Hollywood had staked out as its own.

In Leone's case, of course, that weapon was not a loaded gun but a loaded motion picture camera, and the director's mastery of it as a story-teller enabled him to redefine the cowboy epic for the country which spawned it, with such towering hits as "A Fistful of Dollars," "For a Few Dollars More," "The Good Bad and The Ugly," "Once Upon a Time in The West" and "Duck, You Sucker!" In the process, he catapulted a young actor named Clint Eastwood to stardom, establishing him as an international box-office attraction.

Almost a decade has elapsed since Leone's last film, but they have been years filled with the realization of a forthcoming motion picture which, more than any of his others, represents the filmmaker's personal vision, "ONCE UPON A TIME IN AMERICA."

It represents a major departure in subject matter. In this Ladd Company release through Warner Bros., Robert De Niro stars as David "Noodles" Aaronson and James Woods as Max, his boyhood cohort from the immigrant ghetto of New York's Lower East Side. Structured like a glittering mosaic, the film
"ONCE UPON A TIME IN AMERICA" - Production Information -2-

covers several turbulent decades in our country's history, from 1923 to 1968, when the rifles of America's untamed frontier had been traded for the machine guns which terrorized its city streets. The times had given birth to a new breed of renegade and a lawlessness far different from the kind the frontier had known, but, to Leone, no less reckless, no less violent, and, even more complex and fascinating as a film subject.

"Ten years is a long time," Leone told a journalist visiting his set during filming. "More than once I received proposals for other projects. But for me, making a film means expressing something that I already have within myself and feel the necessity of bringing forth. I'll never make a film that I don't believe in profoundly."

The cast Leone has assembled for "ONCE UPON A TIME IN AMERICA" bespeaks its own excitement. In addition to the explosive teaming of De Niro and Woods, the film also stars Elizabeth McGovern as Deborah, whose beauty becomes an obsession for the character portrayed by De Niro; Tuesday Weld in a performance of blazing sensuality as Carol; Burt Young as "Joe," a hostile and scornful professional killer; Joe Pesci as the corrosive "Frankie Monaldi," and Treat Williams as "Jimmy O'Donnell," the labor leader who, despite his high ideals, is not above welcoming help from corrupt sources.

The director, as his filmography indicates, is fascinated by America. "The more I know about it, the more it attracts me," he asserts. "All its contradictions and paradoxes, the feeling that anything can happen, the incredible vitality, are
"ONCE UPON A TIME IN AMERICA" - Production Information

all unique things which inspire stories and situations."

"ONCE UPON A TIME IN AMERICA" can be described as
"fabulous" in the truest sense, for Leone conceived of his
film as "a fable for adults." "The fable is fantasy," Leone
points out, adding, "My films are literally fantastic. They
dream of the events of yesterday, but with the emotions of
today."

Leone believes further that the best fairy tales are
always in very precise settings. "Our settings for the film
are exact reproductions of what once did exist," says the
director. "That's the way to come up with the hyper-realistic
that borders on the fantastic and spills over into the dream
state."

Leone considers himself indebted to American filmmakers
of the past. Says the director, "One of the first loves of
Europeans of my generation--and like all first loves, some-
times later denied, revised, or seen in a new dimension, but
never forgotten--is the America given us by Hollywood. I
mean the epic Westerns, the heroic battles, the musicals, the
jazz and, of course, the brave and tragic deeds of the gang-
sters. These were events in our lives, feats and faces that
in the course of a couple of hours in a movie house left a real
and significant mark on the way we thought and lived."

He hastens to add, however, that he is not interested in
merely copying a genre or producing a servile imitation of
other film styles. "If passing judgment on a world that is
not mine seems absurd," he declares, "so does creating a

-more-
sterile copy of it. And so I have chosen a new approach. Although presented in the most realistic possible manner, "ONCE UPON A TIME IN AMERICA" is not a realistic story. At times it borders on the incredible. Because it is this unrealistic vein that interests me the most, the vein of the fable. A fable of our own times and told in our own terms."

Time is an essential element in the film. In the course of nearly five decades, the characters change, some rejecting their past identities and even their names. Yet in spite of themselves, they remain bound to the past and to the people they knew they were.

"They have gone their separate ways," says the director. "Some have realized their dreams for better or for worse; others have failed. But after the careless self-confidence of youth, they are united again by the face that had made them enemies and driven them apart--Time."

Arnon Milchan is the producer of this Leone film, which was shot on locations in New York, Paris, Rome, Venice, Montreal and Florida. The film's score is by Ennio Morricone, who contributed memorably to past Leone films and in "ONCE UPON A TIME IN AMERICA" captures the poignant longings of the film's characters in a series of hauntingly beautiful minor key themes.

Arnon Milchan presents a Sergio Leone film starring Robert De Niro in "Once Upon A time In America." James Woods, Elizabeth McGovern, Joe Pesci, Burt Young as "Joe," Tuesday Weld, and Treat Williams as "Jimmy O'Donnell" star in the film which was directed by Sergio Leone. Produced by Arnon Milchan,
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the screenplay is by Sergio Leone, Leonardo Benvenuti, Piero De Bernardi, Enrico Medioli, Franco Arcalli and Franco Ferrini. The executive producer was Claudio Mancini and the music was composed by Ennio Morricone.

* * *
ARNON MILCHAN PRESENTS
A SERGIO LEONE FILM

Starring
ROBERT DE NIRO

in
"ONCE UPON A TIME IN AMERICA"

also starring
JAMES WOODS
ELIZABETH McGOVERN
JOE PESCI
BURT YOUNG as "JOE"
TUESDAY WELD
and TREAT WILLIAMS as "Jimmy O'Donnell"

Directed by SERGIO LEONE
Produced by ARNON MILCHAN
Screenplay by SERGIO LEONE, LEONARDO BENVENUTI
PIERO DE BERNARDI, ENRICO MEDIOLI,
FRANCO ARCALLI, FRANCO FERRINI
Based on the novel "THE HOODS" by Harry Grey
Executive Producer CLAUDIO MANCINI
Music Composed and Directed by ENNIO MORRICONE

Rated: R
THE CAST

Noodles ......................................................... ROBERT DE NIRO
Max ................................................................. JAMES WOODS
Deborah ........................................................... ELIZABETH McGOVERN
Jimmy O'Donnell .............................................. TREAT WILLIAMS
Carol ............................................................... TUESDAY WELD
Joe ................................................................. BURT YOUNG
Frankie ............................................................. JOE PESCI
Cockeye ............................................................. WILLIAM FORSYTHE
Patsy ................................................................. JAMES HAYDEN
Eve ................................................................. DARLANNE FLEUGEL
Fat Moe ............................................................. LARRY RAPP
Van Linden ......................................................... DUTCH MILLER
Sharkey ............................................................. ROBERT HARPER
Chicken Joe ...................................................... RICHARD BRIGHT
Crowning .......................................................... GERARD MURPHY
Peggy ............................................................... AMY RYDER
Woman in the Puppet Theatre ......................... OLGA KARLATOS
Mandy .............................................................. MARIO BREGA
Trigger ............................................................. RAY DITTRICH
Beefy ............................................................... FRANK GIO
Willie The Ape ................................................ ANGELO FLORIO
Young Noodles ................................................ SCOTT TILER
Young Max/David ............................................ RUSTY JACOBS
Young Patsy ..................................................... BRIAN BLOOM
Young Cockeye ................................................ ADRIAN CURRAN
Young Fat Moe ................................................ MIKE MONETTI
Dominic ........................................................... NOAH MOAIZEI
THE CAST... 2

Bugsy.................................................................JAMES RUSSO
Bugsy's Gang..................................................FRANKIE CASERTA
Bugsy's Gang................................................JOEY MARZELLA
Al Capuano....................................................CLEM CASERTA
Fred Capuano................................................FRANK SISTO
Johnny Capuano.............................................JERRY STRIVILI
Interviewer....................................................MARVIN SCOTT
Monkey..............................................................PAUL HERMAN
Girl in Coffin................................................ANN NEVILLE
Adorable Old Man...........................................JOEY FAYE
Chauffer.........................................................ARNON MILCHAN
Thug.................................................................BRUNO IANNONE
Cemetery Caretaker.........................................MARTY LICATA
Max's Mother....................................................MARCIA JEAN KURTZ
Whitey.............................................................RICHARD FORONJY
Drunk..............................................................GERRITT DEBEER
Young Deborah.................................................JENNIFER CONNELLY
Body Double for Jennifer Connelly.........................MARGHERITA PACE
Newsstand Man................................................ALEXANDER GODFREY
Mounted Policeman..........................................CLIFF CUDNEY
2nd Mounted Policeman..................................PAUL FARENTINO
Sgt. Halloran..................................................BRUCE BAHRENBURG
Street Singer....................................................MORT FREEMAN
Friend of Young Deborah................................SANDRA SOLBERG
Young Marco..................................................MASSIMO LITI

***
THE CREDITS

Directed by.................................................SERGIO LEONE

Produced by..................................................ARNON MILCHAN

Executive Producer.........................................CLAUDIO MANCINI

Executive in Charge of Production..........................FRED CARUSO

Screenplay by................................................LEONARDO BENVENUTI
PIERO de BERNARDO
ENRICO MEDIOLI
FRANCO ARCALLI
FRANCO FERRINI
SERGIO LEONE

Based on the novel "The Hoods" by..................................HARRY GREY

Director of Photography......................................TONINO DELLI COLLI, A.I.C.

Music composed and directed by................................ENNIO MORRICONE

Costume Designer..............................................GABRIELLA PESCUCCI

Art Director......................................................CARLO SIMI

Film Editor......................................................NINO BARAGLI, A.M.C.

Additional Dialogue...........................................STUART KAMINSKY

Consultant to the Producer....................................ROBERT BENMUSSA

Production Supervisor........................................MARIO COTONE

Casting..........................................................CIS CORMAN
JOY TODD

Dialogue Director.............................................BRIAN FREILINO

Unit Manager....................................................WALTER MASSI

1st Assistant Director........................................FABRIZIO SERGENTI CASTELLANI

Production Auditor...........................................GIANNA DI MICHELE

Make-up Dept....................................................NILO JACOPONI
MANLIO ROCCHETTI
GINO ZAMPRIOLI

Hair Dept.........................................................MARIA TERESA CORRIDONI
RENATA MAGNANTI
ENZO CARDELLA

Cameraman......................................................CARLO TAFANI
THE CREDITS....2

Set Dresser ................................................. BRUNO CESARI
Set Designer ................................................. GIOVANNI NATALUCCI
Location Manager ........................................... ATTILIO VITI
Construction Coordinator ................................. TULLIO LUullo
Production Assistants .............................. PIERO SASSAROLI
Tonino Palombi
Editing Coordinator .......................................... MAURIZIO MANCINI
Accountants ..........................................................
FAUSTO CAPOZZI
SERGIO ROSA
DIANA DI MICHELE
Camera Assistants ........................................... ANTONIO SCARAMUSSA
SANDRO BATTAGLIA
Assistant Costumes Designers ............................ RAFFAELLA LEONE
MARINA FRASSINE
Set Dresser ..................................................... OSVALDO DESIDERI
Swing Gang ....................................................... MELLO GIORGETTI
Mixer ................................................................. JEAN PIERRE RUHU
Boomman ......................................................... BRUNO CHARRIER
1st Asst. Editor ................................................. VIVI TONINI
Assistant Editors ........................................... ORNELLA GHISTOLINI
PATRIZIA CERASANI
ALESSANDRO BARAGLI
GIORGIO VENTUROI
Mixer .............................................................. FAUSTO ANCILLAI
Postsinc Editors ............................................ NICHOLAS STEVENSON
GABRIO ASTORI
Dubbing Editor ................................................... ROBERTO RIETTI
Stunt Coordinator .......................................... BENITO STEFANELLI
Gaffer .............................................................. ROMANO MANCINI
Key Grip ........................................................... AUGUSTO DIAMANTI
Prop Master ..................................................... GIANNI FIUMI
Stillman ........................................................... ANGELO NOVI
THE CREDITS....3
Studio and Synchronization by..........................CINECITTA, S.P.A.
Wardrobe Costumes by..................................UMBERTO TIRELLI
Wigs by .....................................................ROCCETTI-CARBONNI
Camera Equipment ..........................................ARCO 2-ROME
Furniture by..................................................GRP-RANCIATI
Transportation by.........................................ROMANO TRASPORTI CINEMATOGRAFICI
Shoes by......................................................LCP
Sound Effects by............................................COOPERATIVA di PRODUZIONE e
LAVORO STUDIO SOUND, A.R.L.
CINE AUDIO EFFECTS S.R.I.
Music Recorded at........................................STUDIO FORUM
Music Recorded by.......................................UNIONE MUSICISTI di ROMA SYMPHONY ORCH.
Music Recording Mixer..................................SERGIO MARCHETTI
Negative .....................................................EASTMANN COLOR KODAK S.P.A.
Titles and Optical Effects by.............................STUDIO 4

NEW YORK CREW
Production Liaison.......................................TED KURDYLA
Production Coordinator................................GAIL KEARNS
Art Director..................................................JAMES SINGELIS
Associate Costume Designer............................RICHARD BRUNO
Location Manager.........................................ROBERT ROTHBAUER
Assistant Directors.......................................DENNIS BENATAR
.........................................................AMY WELLS
Set Decorator..............................................GRETCHEN RAU
Set Builders................................................OTTO JACOBY
.........................................................GEORGE MESSARIS
Scenic Charge Person....................................ELOUISL MEYER
Propman.....................................................STEVE KERSCHOFF
Gaffer.........................................................JOHN NLUBY
Key Grip.....................................................STEVE BAKER
THE CREDITS... 4
Assistant Cameraman........................................CRESSENZO NOTARILE
Costumer......................................................HELEN BUTLER
Make-up/Hair.................................................RANDY CORONATO
Production Secretary........................................JENNIFER WYCKOFF
Accountant................................................DOMINIQUE BRUBALLA
Construction Coordinator..................................JOEY LITTO
Location Controller.........................................HERB HETZER
Transportation Captain......................................JAMES GIBLIN
Unit Publicist................................................BRUCE BAHRENBURG
Antique Car Coordinator....................................SONNY ABAGNALE
Dental Make-up..............................................HENRY R. DWORK, D.D.S.
ADR Sound....................................................PAUL ZYDELL

MONTREAL CREW
Special Effects..............................................GABE VIDELLA, UNLTD. HOLLYWOOD
Production Manager........................................GINETTE HARDY
Location Manager...........................................PIERRE LABERGE
Extras Casting.............................................FLO GALANT SYLVIE BOURQUE
Propman......................................................RONALD FAUTEUX
Scenic Painter...............................................ALAIN GIGUERE
Chief Carpenter.............................................CLAUDE SIMARD
Gaffer.........................................................WALTER KYMKIW
Key Grip......................................................NORMAND GUY
Special Effects Assistant.................................LOUIS CRAIG
Accountant................................................LUCY DROLET

* * *
THE CREDITS...5

MUSIC CREDITS

GHEORGHE ZAMFIR FLUTE DE PAN

"GOD BLESS AMERICA" BY IRVING BERLIN
Irving Berlin Music Corporation
Performed by KATE SMITH
Courtesy of RCA RECORDS
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"SUMMERTIME" From PORGY AND BESS
Music by GEORGE GERSHWIN
Lyrics by DUBOSE HEYWARD and IRA GERSHWIN
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"LA GAZZA LADRA"
Directed by FRANCESCO MOLINARO PRADELLI
from LP 894 103 "ROSSINI OVERTURE"
P 1968 Distributed by POLYGRAM DISCHI. S.P.A.

Original Soundtrack Recording on POLYDOR RECORDS and TAPES
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THE CREDITS....6

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A LADD COMPANY RELEASE

THRU WARNER BROS. (W)A WARNER COMMUNICATIONS COMPANY
"ONCE UPON A TIME IN AMERICA"

-Production Information-

Sergio Leone, the Italian filmmaker who interpreted to America the legends of its own West in such landmark productions as "The Good, The Bad and The Ugly," "A Fistful of Dollars" and "For A Few Dollars More," returns to the screen after a ten-year absence with a film many will regard as a surprising departure in subject matter. Turning from the stark simplicity of his cowboy heroes to the complex, darkly brooding gangsters who populate the shadowy underworld of our urban existence, Leone once again invades territory Hollywood had staked out as its own, to create a new state-of-the-art genre film, "Once Upon A Time In America."

Starring Robert De Niro as David "Noodles" Aaronson and co-starring James Woods as Max, the boyhood cohort with whom his life becomes inextricably meshed, the Ladd Company release through Warner Bros. encompasses almost five decades, spanning the Roaring Twenties of Prohibition Days, through the mob vendettas of the Depression Era, to the political wheeling and dealing of the Sixties.

As the film's title suggests, Leone's original and innovative style once again enshrines the myth in preference to the more literal modes of cinematic story-telling.

Constructed as a glittering mosaic of climactic moments from the lives of its central characters, "Once Upon A Time In America" chronicles the rise of Noodles and Max from the city's
"ONCE UPON A TIME IN AMERICA" - Production Information -2-
teeming Lower East Side, the immigrant ghetto of the 1920s.

Envisioning his two central characters as opposite sides of the same coin, Leone has stated, "Noodles represents everything romantic that has ever been associated with gangsterism, while Max is hard, realistic, down-to-earth."

In the beginning, at odds with the religious morality of their Jewish immigrant parents, for whom the "Golden Land" failed to fulfill its promises, the two friends organize a neighborhood gang and find in the complicity and comradeship it offers a focus to what might have otherwise been an aimless existence.

In gang life, Noodles and Max discover a vehicle for fulfilling the American Dream of wealth and power. For them both, however, that dream is to become a searing nightmare.

Although they attain positions of eminence in gangland's hierarchy, ultimately even becoming political power brokers, they find their ruthless ambitions can never totally fulfill their private dreams nor satisfy their inner hungers.

Their is a violent, compelling story of strangely twisted loyalties, love that finds its outlet in sexual aggression, passions that burn white hot and hatreds as cold as death.

It is a world which invites Leone's panoramic view of the gritty realities of the past seen through a veil of mystical splendor.

A powerful tale of raw, brutal emotions, explosive enmities and secret longings, it has absorbed the filmmaker's creative energies for a decade, during which he sought to bring

-more-
Once Upon A Time In America" to the screen as he envisioned it, an ironic morality tale told in bold outlines.

Invaluable in helping transform the project to cinematic reality were the contributions of the film's producer Arnon Milchan.

Having produced "The King of Comedy," also starring De Niro, Milchan was instrumental in bringing star and director together.

The project appealed strongly to De Niro and fired his imagination. He responded particularly to the concept that the principal actors would play themselves after a passage of thirty-five years within the story's framework.

Leone has always been meticulous in his casting, but the time span of the film made it even more essential that every actor selected be the perfect choice for his or her role. It was a process that was to take over a half a year, totally absorbing the director. Often during that period, he was to be seen studying the face of an actor intently for minutes on end without saying a word. Small wonder in view of the importance which the extreme close-up reaction shot plays as the hallmark of Leone's style.

The time and effort expended on casting the project paid off in an extraordinary ensemble performance.

In addition to De Niro and Woods, Elizabeth McGovern brings to the haunting beauty of "Deborah" a depth of purpose that makes the fascination she holds for the character portrayed by De Niro totally believable.

-more-
"ONCE UPON A TIME IN AMERICA" - Production Information -4-

As "Carol," Tuesday Weld contributes a blazing performance of a woman whose cool, surface detachment masks her sexual obsession. Burt Young projects the scorn and hostility of a professional killer as "Joe;" Joe Pesci is the corrosive "Frankie Monaldi;" and Treat Williams augments the high voltage cast with his memorable portrayal of "Jimmy O'Donnell," the labor leader who, despite high ideals, is not above welcoming help from corrupt sources in seeking to realize his goals.

Each moment they have on screen attains significance in the intricate jigsaw puzzle of hidden motives, unspoken yearnings and surprise twists of plot.

Equally powerful are the performances of the young actors appearing in the film's early time sequences.

This section of the film reveals a lyrical side to Leone, as he strips away the childhood defenses of the street kids of another era, gently laying bare their confusions, their fears, their sexual hunger and first tentative longings for romance, while violence lies coiled beneath the surface of their world.

Based on "The Hoods," a novel by Harry Gray, the screenplay of "Once Upon A Time In America" is the result of Leone's collaboration with some of Italy's most distinguished scenarists including Leonardo Benvenuti, Piero De Bernardi, Enrico Medioli, Franco Arcalli and Franco Ferrini, who have provided the screenplays for many of Italy's most acclaimed films, including Luchino Visconti's "Rocco and His Brothers" and "The Leopard."

From the beginning, Ennio Morricone's music has

-more-
established itself as a recognizable hallmark of a Leone film. His contribution to "Once Upon A Time In America" is an evocative score that perfectly complements Leone's vision, capturing the poignant longings of the film's characters in a series of hauntingly beautiful minor key themes.

Given the director's commitment to realistic settings, the problems in selecting locations were many and complicated, particularly in view of the fact that three separate eras are defined in the film.

Of prime consideration was the challenge of bringing to life on the screen the lower East Side of Manhattan as the immigrant ghetto it was in the 1920s.

With the visual magic wrought by architect Carlo Simi and art director Jim Singelis, in locations which include New York, Paris, Rome, Venice, Montreal and Florida, the camera work of director of photography Tonino Delli Colli virtually brings to life on the screen the images which crowded the camera of Jacob Riis, the famed photographer who lived during the early part of the century and whose work documented immigrant life in New York during the period, providing both source and inspiration for the authenticity which is another hallmark of Leone films.

It is this realism of setting which enables Leone to preserve a sense of moment-to-moment reality, even as he crosses the threshold which borders dreamlike fantasy. The highly personal style which the filmmaker has evolved is hypnotic in its effect on audiences as he builds carefully to a

-more-
stunning climax. The fact that he views himself as a purveyor of fables makes the word "fabulous" definitive rather than a term of extravagant praise when applied to Leone. And in that context, "Once Upon A Time In America" may well be one of the most fabulous of all his films.

About the Cast...

**ROBERT DE NIRO** (David "Noodles" Aaronson) won an Academy Award as Best Actor for his performance in "Raging Bull" and was also so honored in the Best Male Supporting Role category for his portrayal in "The Godfather, Part II." In addition, De Niro was twice nominated for an Oscar for his performances in "Taxi Driver" and "The Deer Hunter." Born on New York City's lower East Side, De Niro was an innately shy youngster who learned at an early age that he was able to express himself more openly when play acting. By the age of sixteen, he was touring high schools in a performance of Chekov's "The Bear." De Niro spent fifteen years perfecting his craft with such eminent teachers as Stella Adler, Luther James and Lee Strasberg. His first film was "The Wedding Party" directed by Brian De Palma, who subsequently directed him in "Greetings" and "Hi, Mom." A co-starring role with Shelley Winters in "Bloody Mama" was followed by "The Gang That Couldn't Shoot Straight." He was acclaimed for his performance as the dying ballplayer in "Bang The Drum Slowly" as well as for his appearance in the Martin Scorsese film, "Mean Streets," released that same year. The latter film won him the Best Supporting Actor award of the New York Film Critics Circle. Other outstanding films include
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JAMES WOODS (Max) won recognition on Broadway and Off-Broadway in plays such as "Borstal Boy," "Conduct Unbecoming," "Saved" (for which he won both an Obie and the Clarence Derwent Award), "The Trial of the Catonsville Nine," "Moon Children" (for which he won The Theatre World Award), "Green Julia" and "Finishing Touches." His First feature film in 1971 was Elia Kazan's "The Visitors." His first starring role was in "Alex and The Gypsy" with Jack Lemmon and Genevieve Bujold. He was acclaimed for his performance on the television mini-series "Holocaust" as well as for his portrayal of a psychotic killer in the film, "The Onion Field." Other television appearances include "The Disappearance of Aimee," "Billion Dollar Bubble" and "All the Way Home." Among his other films are "Eyewitness," "Captured," "Fast Walking" and "Videodrome."

TREAT WILLIAMS (Jimmy O'Donnell) was playing the lead in the Broadway production of "Grease" when he was chosen for the role of Berger, the hippie in the film version of "Hair." His career has been on the upswing ever since. Born in 1952 in Rowayton, Connecticut, he holds a B.A. in English Literature from Franklin and Marshall College in Pennsylvania. Prior to his role in "Hair," Williams had been seen on screen in "Deadly Hero," "The Ritz" and "The Eagle Has Landed." Subsequently, he has starred in "1941," "Why Would I Lie?" and "Prince of the -more-
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City" and "The Pursuit of D.B. Cooper." Recently he starred opposite Ann-Margret in the television version of the Tennessee Williams classic, "A Streetcar Named Desire."

ELIZABETH McGOVERN (Deborah) was catapulted into the limelight with her performance as Timothy Hutton's girl friend in "Ordinary People." This was followed by her portrayal of the 1906 show girl Evelyn Nesbitt in "Ragtime," which was followed by a starring role opposite Dudley Moore in "Love Sick." The young actress hails from Evanston, Illinois, and subsequently from Los Angeles. Both her parents are teachers, and she is interested in the theatre co-equitably with film work. Her most recent film was "Racing With The Moon."


BURT YOUNG (Joe) was nominated for an Academy Award for his performance in the popular film, "Rocky," reprising the role in the sequel, "Rocky II." Other films include "...All The Marbles," "The Choirboys," "Twilight's Last Gleaming," "The

-more-
"ONCE UPON A TIME IN AMERICA" - Production Information -9-

Gambler," "Cinderella Liberty," "The Gang That Couldn't Shoot Straight," "Born To Win," "The Killer Elite" and "Harry and Walter Go To New York." An accomplished writer, Young also starred in "Uncle Joe Shannon," a film which he wrote, and he additionally wrote the television movie, "Daddy, I Don't Like It Like This."

JOE PESCI (Frankie Monaldi) is the Newark, New Jersey born actor who won an Academy Award nomination as Best Supporting Actor for his performance in "Raging Bull" starring De Niro. Other films include "The Death Collector," the Rodney Dangerfield film, "Easy Money," "I'm Dancing As Fast As I Can" and "Eureka."

BILL FORSYTHE (Cockeye) was seen in the films "King of the Mountain," "Smokey Bites The Dust" and "The Miracle of Kathy Miller" and drew considerable attention for his performance as a villainous punk rocker in a segment of the popular television series "Chips."

JAMES HAYDEN (Patsy) was last seen in "American Buffalo" on Broadway before his death in November of 1983. For his debut on Broadway in "A View From the Bridge," he was nominated for the Outer Critics' Circle Award. Hayden's film credits include "The First Deadly Sin" with Frank Sinatra and "The Nestling" with John Carradine. Television audiences have seen him in "Marilyn, The Untold Story," "The Patricia Neal Story" and "The Intruder Within."

LARRY RAPP (Fat Moe) makes his film debut in "Once Upon A Time In America" because a casting agent who was a long-time
friend of Rapp's family submitted his photograph to Sergio Leone on the "million-to-one shot" that something would come of it. As a result, Rapp auspiciously begins his film career with a key role in a major motion picture, although only a couple of years ago, the thirty-four-year old Rapp was working in New York's garment center as a salesman.

DARLANNE FLEUGEL (Eve) possesses a haunting beauty which won her a role in 1978's "Eyes of Laura Mars" as one of the victims of a pathological killer. This was followed by a role in "Battle Beyond The Stars," and her role in "Once Upon A Time In America" bids to establish her as one of the more important young actresses currently on the film scene. Pennsylvania-born Darlanne is one of five children and before entering films had established herself as a top working model in both print ads and television commercials.

AMY RYDER (Peggy) is a singer and comedienne as well as being an actress. Having performed Off-Broadway in "Toulouse," she is currently a regular performer at The Duplex, New York's oldest continuing cabaret. Amy also models regularly for Big Beauties Modeling Agency, which brought her to the notice of a casting agent and, subsequently, to the attention of director Leone.
SCOTT SCHUTZMAN (Young Noodles) decided at age twelve that he wanted to become an actor. Without much in the way of parental encouragement, he got together a portfolio and began making the rounds of casting agents. Perserverance and talent won him the plum assignment of portraying the youthful Noodles.

RUSTY JACOBS (Young Max) appeared in the Broadway production of "Peter Pan" starring Sandy Duncan and was also seen in the film "Taps."

JENNIFER CONNELLY (Young Deborah) makes her film debut in "Once Upon A Time In America" but is likely be recognizable to audiences as, despite her youth, she is a top model in both television and print.

MIKE MONETTI (Young Fat Moe) has been seen in commercials and in the film "Around the Block."

-more-
ADRIAN CURRAN (Young Cockeye) appeared Off-Broadway in the well-received revival of "The Dark At The Top Of The Stairs" and has also appeared in several commercials.

BRIAN BLOOM (Young Patsy) will be immediately recognizable to followers of the soap, "As The World Turns" on which he has the running role of Dustin Donovan. He was also seen in the ABC-TV after school special, "Another Kind of Twist."

JULIE COHEN (Young Peggy) was seen in the film "Fame" and has appeared on Broadway in "Bring Back Birdie." She also starred in an after school TV special, "It's No Crush, I'm In Love."

About the Filmmakers....

SERGIO LEONE (Director and Co-Screenwriter) was born in Rome and has been active in the cinema since 1955 when he was assistant to director Robert Wise on "Helen of Troy," then assistant to Fred Zinnemann on "The Nun's Story" in 1958. The next year, he served in the same capacity for William Wyler on "Ben Hur." For the next several years, he wrote several screenplays for Italian films and continued to serve as first
"ONCE UPON A TIME IN AMERICA" - Production Information

assistant director. It was in 1964, using the "Americanized" psuedonym Bob Robertson, that Leone directed his debut film, a Western titled "A Fistful of Dollars," starring a then little-known American actor named Clint Eastwood. The picture was an international smash. The careers of both director and star were in orbit and Leone followed with "For A Few Dollars More," also with Eastwood starring. History repeated itself at the box office and even topped itself with the phenomenal success of his next film, "The Good, The Bad, and The Ugly," starring Eastwood, Eli Wallach and Lee Van Cleef. 1968 saw "Once Upon A time in the West" with an all-star cast that included Henry Fonda, Claudia Cardinale, Charles Bronson and Jason Robards. His last Western before turning to the theme of American gangsterism was "Duck, You Sucker!" which starred Rod Steiger and James Coburn.

ARNON MILCHAN (Producer) is an Israeli still in his thirties who has rapidly made a name for himself in international film circles. Initially a leader of the Israeli chemical industry, Milchan acted as financial guarantantor and producer of the well received television mini-series "Masada," then made his feature film producing debut with Martin Scorsese's "The King of Comedy," starring Robert De Niro. In his role as producer of "Once Upon A time In America," Milchan was instrumental in bringing together the talents of Leone and De Niro.

LEONARDO BENVENUTI and PIERO DE BERNARDI (Co-Screenwriters) have collaborated on screenplays for some of the finest -more-
filmmakers in Italy. They wrote the screenplays for "Un Sacco Bello" ("Fun Is Beautiful") and "Bianco Ross E Verdone" ("White, Red and Verdone Green"), both directed by Carlo Verdone and "Amici Miei" ("My Friends") directed by Ugo Tognazzi. Other films include "Il Marchese Del Grillo" ("The Marquis of Grillo") directed by Alberto Sordi and "Fantozzi Contro Tutti" ("Fantozzi Against the World") starring Paolo Villaggio.

**ENRICO MEDIOLI** (Co-Screenwriter) is best-known for his work with director Luchino Visconti. Visconti directed "Il Gau Hopardo" ("The Leopard"), "La Caduta Degli Dei" ("The Damned") and "Vaghe Stelle Dell'Orsa" ("Sandra") from Medioli screenplays. Medioli also scripted Liliana Cavani's "Oltre La Porta."

**FRANCO ARCALLI** (Co-Screenwriter) co-wrote the screenplays for "Sandra," "1900," and "Last Tango In Paris" with Bernardo Bertolucci. Liliana Cavani's "Oltre La Porta" is among his other screen credits.

**FRANCO FERRINI** (Co-Screenwriter) wrote "La Cicala" ("The Cricket") directed by Alberto Lattuada and "Bingo Bongo" starring Adriano Celentano. He also scripted Carlo Verdone's "Acqua E Sapone" ("Soap and Water") and "Testa O Croce" ("Heads or Tails") starring Enrico Montesano.

**GABRIELLA PESCUCCI** (Costume Designer) was given the responsibility of creating the clothing for not only an unprecedented number of actors (close to one hundred speaking parts) but also of dealing with three different epochs and, consequently, three different styles of fashion and design.

-more-
"ONCE UPON A TIME IN AMERICA" - Production Information

in "Once Upon A Time In America." Her previous screen credits include "Fellini's City of Women," Ettore Scola's "Il Mondo Nuovo" ("The New World") and "Passione D'Amore" ("The Passion of Love") and Franco Rosi's "I Tre Fratelli" ("Three Brothers").

TONINO DELLI COLLI (Director of Photography) was recently awarded Italy's Oscar, a David di Donatello, for having photographed Marco Ferreri's "Tales of Ordinary Madness." Delli Colli was the lighting cameraman for all of the principal films of Pier Paolo Pasolini, including "The Gospel According to St. Matthew," "Decameron" and "Canterbury Tales." He has worked with most of Italy's leading directors.

CARLO SIMI (Production Designer) is an architect by profession, who turned to the cinema only when he was introduced to Sergio Leone. Simi has designed every one of Leone's films from the 1964 "A Fistful of Dollars," through "The Good, The Bad and The Ugly" and on to "Once Upon A Time In The West."

Arnon Milchan presents A Sergio Leone Film starring Robert De Niro in "Once Upon A Time In America." James Woods, Elizabeth McGovern, Joe Pesci, Burt Young as "Joe," Tuesday Weld, and Treat Williams as "Jimmy O'Donnell" star in the film which was directed by Sergio Leone. Produced by Arnon Milchan, the screenplay is by Sergio Leone, Leonardo Benvenuti, Piero De Bernardi, Enrico Medioli, Franco Arcalli and Franco Ferrini. The executive producer was Claudio Mancini and the music was composed by Ennio Morricone.

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ROBERT DE NIRO

(Biography)

Robert De Niro creates one of his most complex and fascinating characterizations as underworld figure David "Noodles" Aaronson in Sergio Leone's "Once Upon A Time In America," a Ladd Company release through Warner Bros.

In a film which spans the Prohibition Era through the political turmoil of the Sixties, De Niro depicts a gangland leader who rises from New York's teeming lower East Side to a position of wealth and power, yet cannot escape his obsessive passion for the girl he has known and desired since his youth but who continues to conside herself "above" him.

The powerful tale of raw, brutal emotions, explosive enmities and secret longings provides De Niro with the opportunity to add another unforgettable portrayal to his growing screen repertoire.

The actor, who was himself born in New York's lower East Side, dropped out of high school at age sixteen to begin acting professionally in off-Broadway productions and the suburban dinner theatre circuit. Studying with such respected acting coaches as Stella Adler, Luther James and Actors Studio founder Lee Strasberg, De Niro began his film career with Brian De Palma's "Greetings" in 1968 and starred in two other early De Palma pictures, "The Wedding Party," which was completed in 1967 but not released until after "Greetings," and "Hi, Mom!" in 1970. He followed -more-
these with "Bloody Mama," starring Shelley Winters as the legendary Ma Barker, "Born To Win" and a film based on Jimmy Breslin's best seller, "The Gang That Couldn't Shoot Straight."

In 1973, De Niro won wide critical acclaim for two memorable portrayals, that of the dying baseball player in "Bang the Drum Slowly" and an appearance in the Martin Scorsese film, "Mean Streets," which won him the New York Film Circle Award for Best Supporting Actor.

In 1974, De Niro received his first Academy Award. He won the Best Supporting Actor award for his performance as young Vito Corleone in Francis Ford Coppola's "The Godfather, Part II."

The actor was reunited with Scorsese for "Taxi Driver" in 1976 and earned top honors from the New York Film Critics Circle as well as an Oscar-nomination for Best Actor. That year, De Niro also starred in "The Last Tycoon" and Bernardo Bertolucci's "1900."

"New York, New York," opposite Liza Minnelli, followed in 1977, once again with Scorsese directing. Also that year, he received a Best Actor Oscar-nomination for his performance in Michael Cimino's "The Dear Hunter."

Two years later, the Academy voted De Niro its highest honor. He won an Oscar as Best Actor for his performance as boxer Jake La Motta in Scorsese's "Raging Bull."

In preparation for his role, De Niro studied the real-life champ, picking up boxing tips and mannerisms. He even
toured Northern Italy for a few weeks to research La Motta's European roots.

Such elaborate research was nothing new for De Niro. He is equally meticulous about the details of every role he has played. After losing forty pounds to play the drug-addicted son of Ma Barker in "Bloody Mama," De Niro went to Florida to train with the Cincinnati Reds and spent weeks in Georgia learning to chew tobacco for his part in "Bang the Drum Slowly."

De Niro's recent films have been "True Confessions," Scorsese's "The King of Comedy," which was produced by Arnon Milchans, producer of "Once Upon A Time In America."

De Niro is married to Diannah Abbott and they have a child, Rafael. He is also the stepfather of her nine-year-old daughter Drina. They commute between residences in Los Angeles and New York.

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JAMES WOODS  
(Biography)  

September 5, 1968 is a date of particular significance for actor James Woods, one of the stars of Sergio Leone's "Once Upon A Time In America," a Ladd Company release through Warner Bros.  

"That was the day I arrived in New York City with seven hundred dollars in my pocket," he recalls, "determined to earn a living by acting or go back home. From that day to this, every penny I've ever had was from that original seven hundred dollars or from acting."

Two months after his arrival, Woods landed a small role on Broadway in a play of brief duration. Two other fleeting Broadway appearances followed and then came critical recognition off-Broadway, first in "Borstal Boy" and then in "Conduct Unbecoming" which was followed by the lead in the controversial "Saved," for which he won both the Clarence Derwent Award and an Obie.  

In "Once Upon A Time In America," Woods and Robert De Niro portray boyhood cohorts whose lives are inextricably meshed for almost five decades. The film not only marks Leone's return to the screen after a ten-year absence, but is also a surprising departure in subject matter for the director known for his Western films, as "Once Upon A Time In America" deals with the gangster underworld, from the Prohibition Era through the Depression to the political turmoil of the Sixties.

-more-
JAMES WOODS - Biographical -2-

Utah-born, Woods' father was an Army major, which explains the fact that by the time he was only seven years old, Woods had already lived in Virginia, Illinois, Wisconsin, Colorado and even Guam. Settling in Warwick, Rhode Island long enough for Woods to get through high school, the teenager accepted a role in the school production of "The Little Foxes" and promptly won a New England Regional Drama Festival Award.

Granted a full scholarship at the Massachusetts Institute of Technology, Woods maintained a scholastic average that kept him high on the Dean's List every year of his four-year term while, at the same time, he appeared in 36 plays in M.I.T.'s extracurricular drama department. He also found time to make the track team as a cross country runner.

By 1971, his Broadway career was in high gear with a major role in "The Trial of the Catonsville Nine" followed by "Moonchildren" (1972), for which he won the Theatre World Award and another citation by the Variety Critics' Poll, "Green Julia," (1972) and "Finishing Touches" (1973). Each of these plays wound up in its year's Ten Best, and his own uniformly good reviews and notices brought Woods to the attention of television and film producers.

His first feature film in 1971 was Elia Kazan's "The Visitors," which was followed by his first television venture "All The Way Home," starring Joanne Woodward. The following year, he played Barbra Streisand's college boy friend in "The Way We Were" and co-starred in the television movie...
"The Great American Tragedy."

In television's "The Disappearance of Amiee," Woods found himself sharing billing with Bette Davis and Faye Dunaway. He starred later that same year in "Raid On Entebbe."

1976's "Alex and The Gypsy" marked his first starring role in a major motion picture which toplined Jack Lemmon and Genevieve Bujold. It was Lemmon, after the film was finished, who insisted that Woods be elevated to star billing.

In that same year, Woods was introduced to British television as the star of a BBC production, "Billion Dollar Bubble," based on an infamous Beverly Hills insurance scandal.

Woods gained wide critical recognition for his portrayal of Karl, the artist, in the highly-rated television mini-series "Holocaust."

The actor also won raves for his portrayal of a psychopathic killer in the film "The Onion Field," based on the best-selling novel by Joseph Wambaugh. The portrayal won him a Golden Globe nomination as Best Actor.

Other roles include "Eyewitness," "Captured," "Fast Walking" and "Videodrome."

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TREAT WILLIAMS
- Biography -

Treat Williams comes by his unusual first name in very legitimate fashion. Rather than having been designed specifically for its catchiness, as, say, "Rock" or "Tab," it is actually a family name. For proof, check the signatures appended to the Declaration of Independence, and you will find one of the signers to have been Robert Treat Payne of Connecticut, Treat's great-great-grand-uncle.

Admittedly, it proved a name that was easy for casting directors to remember, but that must also be attributed to the fact that the actor attached to that name is a very talented one indeed.

As Jimmy O'Donnell in Sergio Leone's "Once Upon A Time In America," Williams portrays an idealistic union leader who is tempted into political corruption when he has a chance to use gangland muscle to help him get the job done. The Ladd Company release thru Warner Bros. marks a surprising departure from Leone's past Western epics, as the director has turned his focus on the gangster underworld of the American scene from Prohibition Days through the political turmoil of the Sixties.

Connecticut-born and prep-school-educated, Williams first made his serious commitment to the acting profession during his university days at Pennsylvania's Franklin and Marshall College, working summers with the nearby Fulton

-more-
TREAT WILLIAMS - Biographical Feature -2-

Repertory Company at Lancaster.

Upon graduation, Williams headed for Manhattan, where he soon found himself a job understudying the leading role in the Broadway musical "Grease." After starring in the Andrews Sisters musical, "Over There," he made his film debut in "Deadly Hero," after which he won the lead in the touring company of "Grease."

While he took leaves for two more film roles--in "The Ritz" and "The Eagle Has Landed"--it was his stage work in "Grease" which brought him to the attention of director Milos Forman who cast him in a leading role in the film version of the hit musical, "Hair." The role catapulted him to stardom, and he has since been seen in "1941," "Why Would I Lie?," "Prince of The City," "The Pursuit of D.B. Cooper" and as Stanley Kowalski in the television version of Tennessee Williams' classic "A Streetcar Named Desire" starring Ann-Margret.

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ELIZABETH McGOVERN

- Biography -

Elizabeth McGovern is a young actress who enjoys the rare distinction of having been nominated for an Academy Award in only her second screen appearance. She finds a challenge worthy of her talent as one of the stars of Sergio Leone's "Once Upon A Time In America," a Ladd Company release thru Warner Bros., for in addition to playing opposite two-time Oscar winner Robert De Niro, Miss McGovern's role calls for her to appear as a young woman who is seen aging to her fifties during the course of the film.

Born in Evanston, Illinois, the middle of three children, Elizabeth McGovern moved to California at age 10 when her father accepted the position of Professor of Law at UCLA and her mother joined the staff of Oakwood School in North Hollywood. She appeared in half a dozen stage productions while attending Oakwood, attracting the attention of agent Joan Scott who encouraged her to further her studies in drama. Ms. McGovern attended the Julliard School of Dramatic Art in New York City and, while there, won the coveted role of Timothy Hutton's girl friend in "Ordinary People," which marked the directorial debut of Robert Redford.

The critical acclaim she won for her performance led to her role as the legendary Broadway beauty, Evelyn Nesbitt in "Ragtime" and the nomination as Best Supporting Actress.

In her third film, "Love Sick" she starred opposite -more-
Dudley Moore and from that performance segued into the
demanding role of Deborah in "Once Upon A Time In America."

In the film she portrays a young woman who holds a
lifetime fascination for the character portrayed by Robert
De Niro. The movie marks a surprising departure for direc-
tor Leone, hitherto known for a series of epic Westerns. In
"Once Upon A Time In America," the director explores a series
of relationships in the gangland underworld, spanning several
decades, from Prohibition days through the political turmoil
of the Sixties.

"Robert De Niro is a very charismatic actor, and at
first I was intimidated by him," admits Ms. McGovern. "But
he was very open to the give and take of performers working
with him. Actually, he was much more talkative in the middle
of a scene we were working on than when he was off the set.
He offered many valuable suggestions. Then he would turn to
me after he had done a scene and ask me what I thought of it."

A special plus for McGovern was the chance to work in
Rome, where she did all the things tourists are expected to
do from gazing at the ceiling of the Cistine Chapel to tossing
coins in the Trevi fountain. She even started taking Italian
lessons.

Ms. McGovern found Leone an extraordinarily sensitive
director with regard to the actors in his films. She sees
her character as ambitious and talented.

"Deborah is very attracted to the De Niro character on
a physical level," says the actress, "but she finds him crude,
-more-
a part of the ethnic background she herself is trying to escape. She is a strong-willed person, and no matter what her emotions, she would never allow herself to love him."

Although make-up wizard Chris Tucker contributed to McGovern's on-screen aging process, the actress strove to project the change in Deborah from within.

Upon completion of her role in "Once Upon A Time In America," Elizabeth McGovern departed for Anchorage, Alaska to do eight weeks with a repertory company as the lead in Shaw's "Major Barbara," proving that her love of the stage is equal with her interest in film work.

Her most recent film is "Racing With The Moon."

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* * *
TUESDAY WELD
- Biography -

Tuesday Weld's performance as Carol, a young woman whose cool, surface detachment masks her sexual obsession, in Sergio Leone's "Once Upon A Time In America," is a far cry from the girl friend of Dobie Gillis, the role for which Tuesday gained fame during the Golden Age of television. But then the "unexpected" is something one can can count on with Ms. Weld.

"I do basically what I feel like doing. I'm not one to plan ahead," asserts the actress, who, in addition to her television appearances, numbers more than two dozen starring film roles to her credit, beginning with "Rock, Rock, Rock" in 1956 when she was not yet fifteen years old.

Leone's new film, a Ladd Company release thru Warner Bros., marks a surprising departure from the Westerns for which the Italian director has become famed. "Once Upon A Time In America" deals with the gangland underworld and spans several decades from the Roaring Twenties through the political turmoil of the Sixties.

"I like a movie that will sweep you away like a book or a person can do," comments Ms. Weld, pointing out the special quality which has distinguished Leone's filmmaking efforts.

She is aware that her work in "Pretty Poison," "Lord Love A Duck" and "Play It As It Lays" has made her a cult favorite, a fact which amuses the actress who is quick to point out that her cult films were far from hits commercially. As a
matter of fact, she does not respond favorably to those who tend to over-intellectualize the movie-going experience.

"If everybody becomes a critic when attending a movie, film loses the uniqueness of its art, which is to entertain. If only for a few hours out of one's life, a successful movie demands total involvement."

Ms. Weld's natural shyness and need for privacy on the set is respected by the crew, but when strangers visit the set, she is very much aware of the intrusion.

"I'm able to consciously block out everyone working behind the camera," says the actress, "but I can't block out new people or photographers. If there is someone around who doesn't have a specific job on the film, even when I can't actually see them, I can sense their presence."


More recently she has been seen in "Looking for Mr. Goodbar," "Who'll Stop The Rain" and "Author! Author!"

When she is not facing the cameras, Ms. Weld enjoys spending time in New York City with her family, including a son by her marriage to Dudley Moore, and participating in the cultural life of the city.

Ms. Weld doesn't go out of her way to find out what

-more-
critics have to say about her work, but admits that if someone told her of a favorable review in a magazine or newspaper, she would not be adverse to buying a copy.

"The truth is," she asserts, "I feel the same way towards acting as I did when I started."

And how is that?

"Enthusiastic!"

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* * *
Burt Young
- Biography -

Born in New York City, Burt Young left high school, much to the dismay of his teacher father, and entered the Marine Corps. Following his discharge in 1959, he returned to New York, where he worked at a number of jobs including a turn at the fight ring. He had long had acting aspirations and, in 1970, applied for the opportunity to study with famed acting coach Lee Strasberg. To Young's amazement, he was accepted.

Young landed his first role in the TV soap opera "The Doctors" during the first weeks of his studies, but the opportunity proved shortlived. Off-Broadway and out of town stage roles were finally followed by his film debut in "Carnival of Blood." This was followed by "Born To Win," a title which Young feels reflects his circumstances at the time.

His career was on the move, however, gradually gaining momentum as it continued to build, culminating in an Academy nomination as Best Supporting Actor for his role in "Rocky," a performance which he reprised in the sequel "Rocky II."


An accomplished writer, Young also starred in "Uncle Joe Shannon," a film which he wrote, and he additionally wrote the well-received television movie, "Daddy, I Don't Like It -more-
Like This."

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JOE PESCI
- Biography -

Joe Pesci had quit show business and was managing a restaurant in The Bronx when he received a telephone call from Robert De Niro. The latter was about to star in "Raging Bull," and having seen Pesci's performance in a movie called "The Death Collector," wanted to talk to him about playing the role of Jake La Motta's brother.

"I told him that I was flattered but that I didn't act anymore," recalls Pesci.

Nevertheless, De Niro and director Martin Scorsese showed up at the restaurant and talked some more. Pesci told them, "If it's just a role in a film, give it to some working actor, because I know what these kids go through, and they will appreciate it more than I will at this point."

The fact that it was more than just a role in a film is attested to by the nominations it earned for Pesci, after he finally acceded to the persuasiveness of De Niro and Scorsese. Pesci's performance as Joey La Motta earned him an Academy Award nomination as Best Supporting actor, as well as similar nominations from the National Board of Review, the Los Angeles Film Critics Association, the National Society of Film Critics and the New York Film Critics Circle.

A former child actor, Pesci was born in Newark, New Jersey and was raised in The Bronx. Pesci's father, a songwriter, encouraged a show business career for his son, who

-more-
JOE PESCI - Biographical Feature -2-

appeared, at the age of four, on radio's "Star Time Kids."

But after his film debut in "The Death Collector,"
acting jobs were so tough to get, he turned his back on the
business.

Now Pesci's career has been revitalized and his list
of credits has begun to grow, including "Easy Money," "I'm
Dancing As Fast As I Can" and "Eureka."

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RECREATING THE PAST FOR THE
NEW SERGIO LEONE FILM:
"ONCE UPON A TIME IN AMERICA"

Filmmaker Sergio Leone's insistence on "very precise settings" presented some major production challenges for his new film, "ONCE UPON A TIME IN AMERICA."

The director's previous successes all took place in the Old West, but his newest, produced by Arnon Milchan, is a departure in subject matter, dealing with gangsters and spanning a period of nearly five decades, which means not only were different locales involved, but different eras as well, from the Roaring Twenties of Prohibition Days, through the mob vendettas of the Depression Era, to the political wheeling and dealing of the Sixties.

Starring Robert De Niro as David "Noodles" Aaronson, and co-starring James Woods as Max, his boyhood cohort, the Ladd Company release through Warner Bros. necessitated, for one thing, authentically recreating the lower East Side of Manhattan as the immigrant ghetto it was in 1923. Under Leone's guidance, film architect Carlo Simi and art director Jim Singelis, as well as director of photography Tonino Delli Colli, turned for inspiration to the photographs of famed photographer Jacob Riis, who left a legacy documenting the neighborhood and the impoverished Middle European immigrants who inhabited it.

Certain sequences demanded locations in New York City itself. There, over a ten-month period, three city blocks -more-
were transformed into a tableau of Manhattan's past, an area which once again became a vibrant "melting pot." Real Hasidic Jews returned as extras in the period scenes, working with Hispanics hired as production assistants and guards and mingling with the joint Italian-American crew.

"You could only have shot these scenes in New York," asserts Leone. But every inch of setting had to be measured and recorded so that it could be rebuilt for additional shooting at Pietralata, about 10 miles outside of Rome, where the Williamsburg section of Brooklyn rose out of the anonymity of the Roman countryside, including two blocks of storefronts, an alleyway, and uninterrupted views down streets typical of the period, complete with fire hydrants, smoking water-main lids, even period mailboxes. Along the way, shop windows herald such establishments as "Shapiro's Used Clothes," "Altman's Luggage" and the eaterie known as "Fat Moe's."

Montreal was also chosen as a location. Part of the old city resembled sections of lower Manhattan, particularly the financial district, as it was in the 1920s. And Montreal could additionally be made to look like Detroit of five decades ago.

Also contributing to the realism of the final result was the Don Cesar Hotel in Saint Petersburg, Florida, which represents Miami of the Thirties. A survivor of the days of architectural gaudiness, the hotel which is built on beachfront property, is a conspicuous pink stone structure that provides the setting for some high living on the part of Noodles and -more-
Max and their girl friends.

Because Leone wanted to recreate the extravagance of the rich at a time when the country was rocked by depression, food by the ton was placed on long tables at poolside where brightly colored awnings dotted the beach. Here carefree bathers gorged themselves while taking shelter from the sun.

As important to "ONCE UPON A TIME IN AMERICA" as the effort expended on production aspects was the casting of the film. In addition to De Niro and Woods, Elizabeth McGovern brings to the haunting beauty of "Deborah," a depth of purpose that makes totally believable the fascination she holds for the character portrayed by De Niro. As "Carol," Tuesday Weld contributes a blazing performance of a woman whose cool, surface detachment masks her sexual obsession. Burt Young projects the scorn and hostility of a professional killer as "Joe"; Joe Pesci is the corrosive "Frankie Monaldi;" and Treat Williams augments the high voltage cast with his memorable portrayal of "Jimmy O'Donnell," the labor leader who, despite high ideals, is not above welcoming help from corrupt sources in seeking to realize his goals. Each moment they have on screen attains significance in the intricate jigsaw puzzle of hidden motives, unspoken yearnings and surprise twists of plot.

"ONCE UPON A TIME IN AMERICA" can be described as "fabulous" in the truest sense, for Leone conceives of his films as "fables for adults." And it is in this context that the director says, "The best fables are always in very precise settings," adding, "Our settings for the film are exact repro-
"ONCE UPON A TIME IN AMERICA" - Production Information -4-

duction of what once did exist."

Arnon Milchan presents a Sergio Leone film starring Robert De Niro in "Once Upon A Time in America." James Woods, Elizabeth McGovern, Joe Pesci, Burt Young as "Joe," Tuesday Weld, and Treat Williams as "Jimmy O'Donnell" star in the film which was directed by Sergio Leone. Produced by Arnon Milchan, the screenplay is by Sergio Leone, Leonardo Benvenuti, Piero De Bernardi, Enrico Medioli, Franco Arcalli and Franco Ferrini. The executive producer was Claudio Mancini and the music was composed by Ennio Morricone.

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ROBERT DE NIRO: AN ACTOR WHO
DOES HIS HOMEWORK

When asked what special research he undertook for his role as a gangster in Serio Leone's "Once upon A Time In America," Robert De Niro replies, "Ah, that's my secret." Like many creative people, De Niro does not like to discuss work-in-progress, but the facts which have come to light about past films in which the Academy Award-winning actor has starred indicate that detailed and explicit research has been involved.

For the peasant bike racer he portrayed in "The Gang Who Couldn't Shoot Straight," De Niro went to the Italian region of Calabria to mingle with the prototypes of the youth he was going to play in the film.

Before facing the cameras for his role as a dying baseball player in "Bang the Drum Slowly," De Niro spent time in Florida's spring training camps, learning the game from the inside. He also spent time in Georgia perfecting a cracker drawl and learning to chew tobacco.

Perhaps his preparation for Martin Scorsese's "Mean Streets" offers an insight to his approach to the role in "Once Upon A Time In America." Both Leone's film and the earlier Scorsese film take place in New York's tough lower East Side. Since that is the place of De Niro's birth, the actor said about his role in "Mean Streets," that it -more-
was "a question of remembering my boyhood, recalling all the gestures and characteristics of friends and neighbors."

But in tackling a radically different Italo-American in "The Godfather, Part II," De Niro visited Western Sicily and lived for some time among the people of Palermo. Since he was to portray, as a young man, the same Don Vito so indelibly etched by Marlon Brando, he carefully studied Brando's performance for mannerisms that would have originated in the character's youth.

"As I watched videotapes of Brando's performance, I tried to connect him with me," De Niro has said. "Since I was younger, I tried to speed up where he was slower, to get the beginning of the rasp in his voice. It was interesting, like a scientific problem."

De Niro, it is reported, visited the neighborhood that had remained architecturally intact since the days in which "Once Upon A Time In America" is set, and spent a great deal of time with a Jewish family of the neighborhood, comprised of three generations, so that he might study their cadences and gestures. But this is rumor which the actor refuses to confirm, out of the feeling that too much concentration is lost when you start talking about what you're doing while you're doing it.

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