

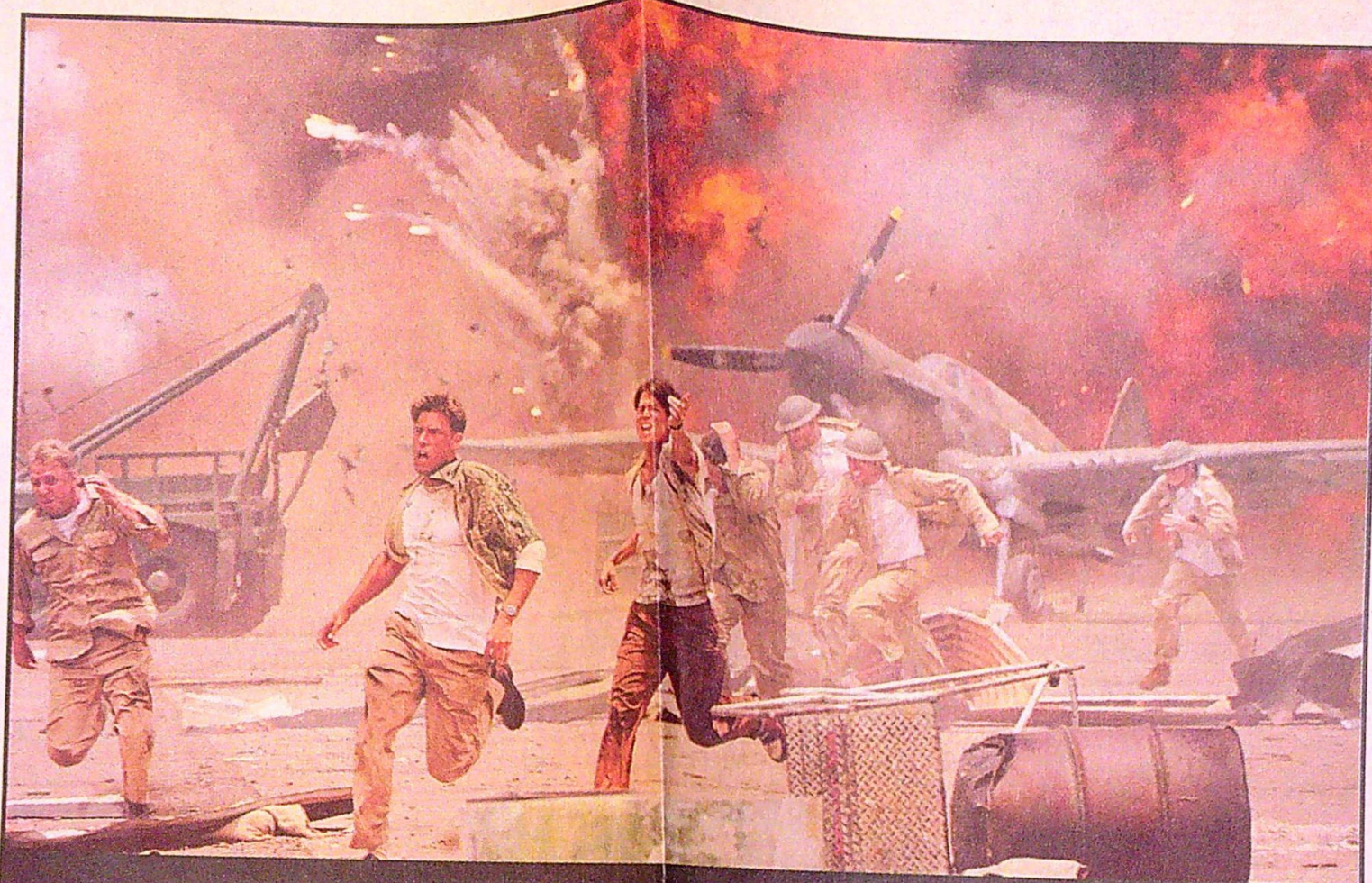
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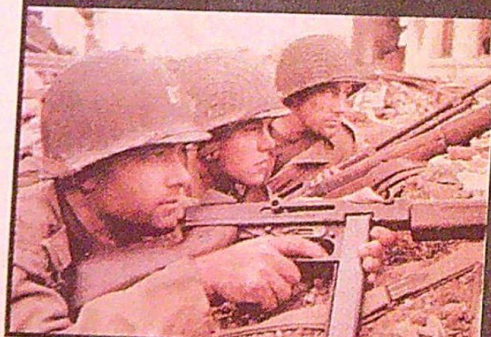
A JERRY BRUCKHEIMER PRODUCTION  
A MICHAEL BAY FILM

# PEARL HARBOR





Restoring World War II to imaginative importance and underscoring the spectacle of the thing: Clockwise from above, a scene from the soon-to-open "Pearl Harbor"; Ralph Fiennes in "The English Patient"; Jude Law in "Enemy at the Gates"; Tom Hanks in "Saving Private Ryan."



CLOCKWISE FROM TOP: BY ANDREW COOPER—TOUCHSTONE PICTURES AND JERRY BRUCKHEIMER INC.; MIRAMAX; BY ALEX BAILEY—PARAMOUNT PICTURES; BY DAVID JAMES—DREAMWORKS/PARAMOUNT PICTURES

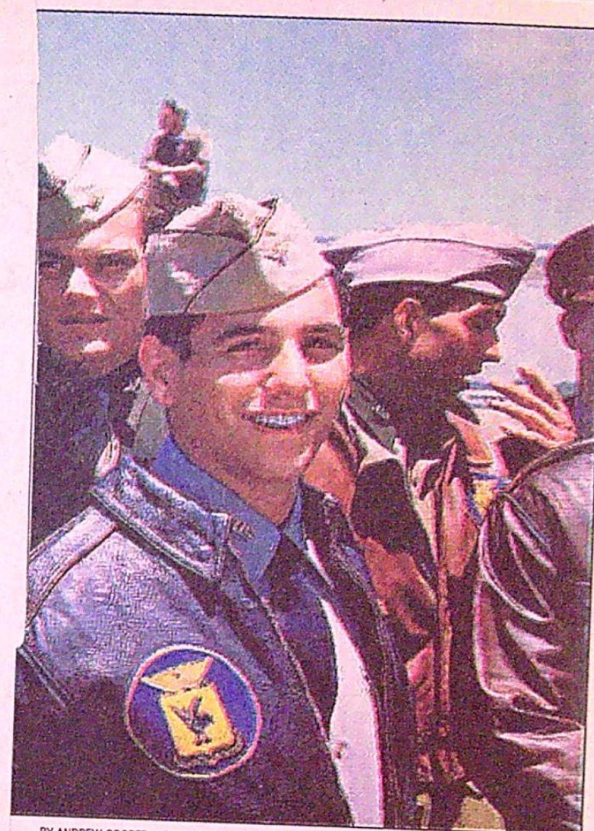
# Hollywood's War Machine

Peacetime—and High-Tech Marvels—Fuel a Ferocious Thirst for Battle

By STEPHEN HUNTER  
Washington Post Staff Writer

what they're doing there. They look like they're about to puke. The settings are always squalid and the

you don't know anybody who has. This is one reason why we want now to be in



BY ANDREW COOPER—TOUCHSTONE PICTURES AND JERRY BRUCKHEIMER INC.

## Effort

spreading to the horizon.

Not many English-speaking films set on the Eastern Front exist. The trashy "North Star" of 1944 would be one, and Sam Peckinpah's absurd "Cross of Iron" (the Germans are the good guys!) another. But in larger terms, the one earlier film that "Enemy at the Gates" comes closest to resembling would be "Is Paris Burning?" That's also an account of a great contest for a city and the various forces converging upon it that will decree its survival or destruction. It too turns on the spectacle of the city, and the importance of the city to culture, indeed to civilization. It made the point that cities are worth dying for.

"Is Paris Burning?" however, told the opposite story; it turned on a German general who decided not to turn Paris into Stalingrad. But the city, like the city of Stalingrad in "Enemy at the Gates," was the heroic presence in the film, not the men who scurried about it.

As for "Pearl Harbor," there's no doubt that its antecedent is the thumpingly literal "Tora! Tora! Tora!" of 1970. That film came at the end of the quasi-doc cycle, and in fact may have killed them off. Again, it's based on a non-fiction account, in which stars played

of the film was re-creation, not dramatization. "Pearl Harbor," like the other films of this new cycle, is fiction, giving





# Life

SECTION D

Wednesday, May 3, 2000

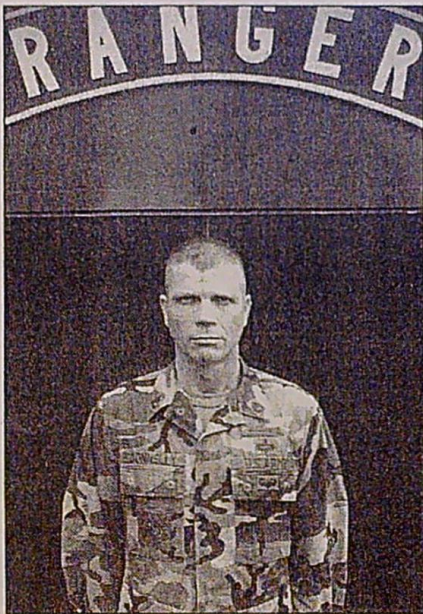
## The stars' longest day at boot camp

Sergeant gets Affleck, Hartnett into shape for 'Pearl Harbor'

Whipping **Ben Affleck**, 27, and **Josh Hartnett**, 21, into fighting shape for Disney's *Pearl Harbor* was all in a day's work for **Sgt. 1st Class Paul Donnelly**.

"We had four days to make them soldiers, and they really rose to the occasion," says Donnelly, operations sergeant at the Air Assault School at Schofield Barracks in Hawaii. "Any one of them could be in the military and hold their own." The movie is due out Memorial Day in 2001.

Among their boot-camp duties: making a bunk, handling weapons and undergoing rigorous physical training. "I made them do tons of push-ups and sit-ups, and then we'd go on a 3-to-4 mile run," says the 42-year-old drill sergeant, who's been in the army for the past 17 years. "They also did a foot march 6 miles up a hill and learned how to salute and stand at attention. After a couple of days, they were marching each other



By Sgt. Dale Terry

**A few good men:** Sgt. 1st Class Paul Donnelly put actors through boot camp.

around," he says proudly.

Donnelly says he wasn't the least bit daunted by Affleck and Hartnett's celebrity status. "If anybody was intimidated, it would be *them*, not me," he says. "These were men I was recruiting as trainees. They were in *my* world."

A world that began at 4:45 a.m. and ended at 11 p.m. and included cleaning latrines in a primitive Quonset hut barracks. "There's no maid service here," he says, "so they all had to clean up after themselves."

At the end of the training session, the actors took part in a graduation ceremony. "Then we brought them down to the officer's club for a social and we partied," Donnelly says. "Ben and I chatted about sports and both about being from Massachusetts."

The best part of the experience? "I love to teach people stuff," he says, "and I knew that if they did a good job, they would be paying tribute to those fine men and women of the World War II era. That put me over the top."

By Arlene Vigoda



THE INTERNATIONAL JOURNAL OF FILM & DIGITAL PRODUCTION TECHNIQUE SINCE 1920

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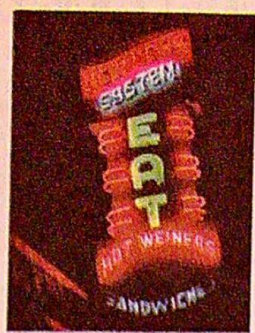




## EARLY PUBERTY

What to do if your little girl is growing up too fast

HEALTH & FITNESS



WINNERS OF THE JOURNAL'S PHOTO CONTEST ARTS WEEK



## IMPACT 50

The biggest public companies in the area in sales and profits

MONEY & BUSINESS

# The Providence Sunday Journal

MAY 27, 2001  
VOL. CXV, NO. 21, 476 PAGES, 15 SECTIONS

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## Death fuels racing legend

Three months after Dale Earnhardt was killed at the Daytona 500, he has become a cultural and commercial phenomenon.

BY G. WAYNE MILLER  
JOURNAL STAFF WRITER

KANNAPOLIS, N.C. — The cars slow, their drivers unsure if this is the place. A bungalow seems an unlikely setting for a legend to begin.

But this is it: the house with adjacent garage where Dale Earnhardt grew up. Here, on the corner of Sedan Avenue and V-8 Street, in a neighborhood near a giant textile mill, a boy learned from his racing father some of the secrets that would make him a champion and a multimillionaire.

Here, a high school dropout who helped transform a redneck hobby into a major sport first felt the pull of speed.

Here, some 20 miles north of Charlotte, fans still mourning Earnhardt's death pay their respects.

More than three months have passed since Earnhardt, 49, died in a crash in NASCAR's most famous race, the Daytona 500. But like Elvis, dying before his time has transformed Earnhardt into a cultural and commercial phenomenon that seems destined to endure.

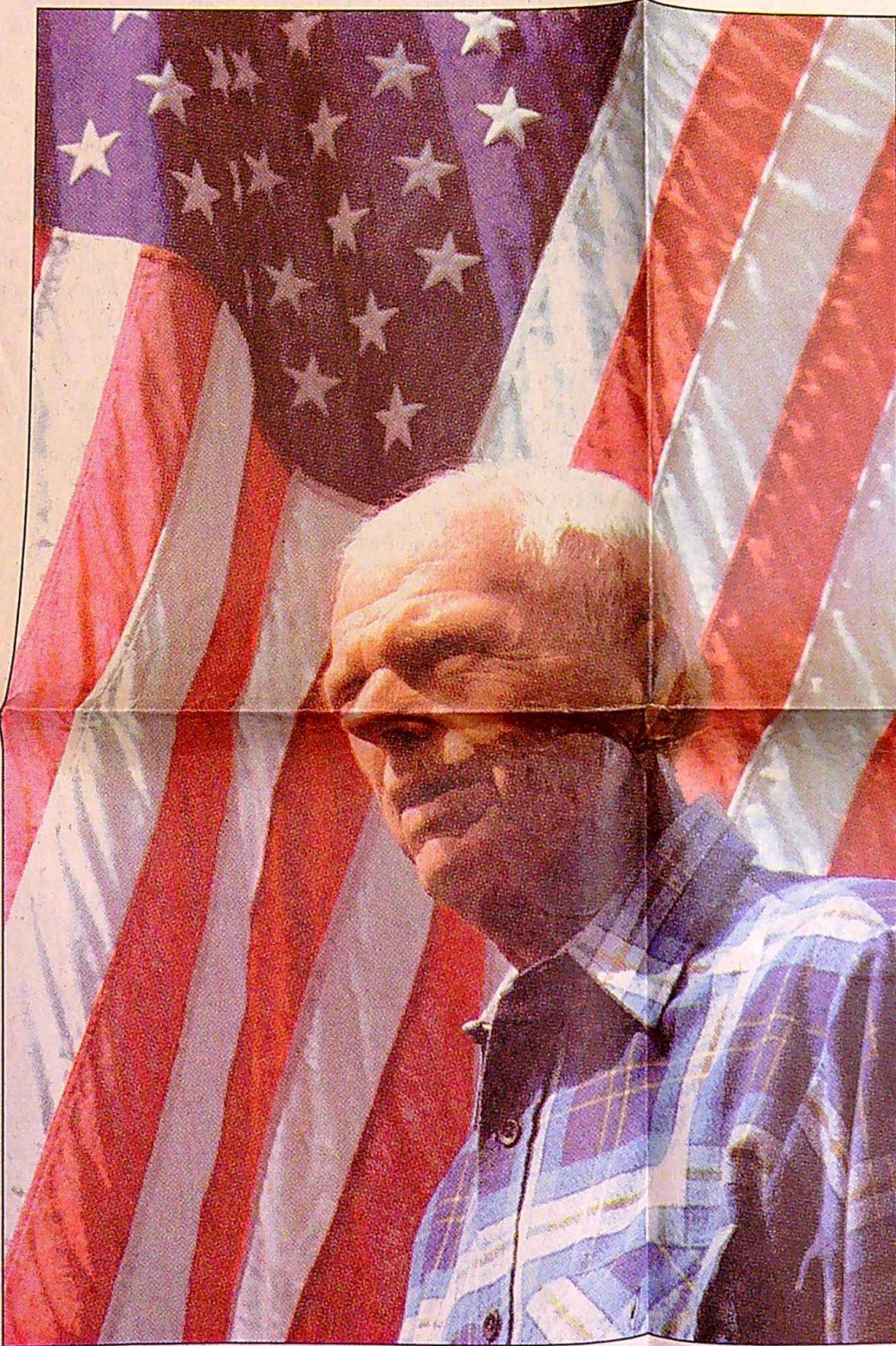
"His image, his name and his legacy dominate the sport in a way that I think is staggering," Charlotte Observer motor sports writer David Poole said in an interview last week. "There is no question that right now, he is the central figure in this sport — even in death."

Today is the biggest day of the year in American automobile racing. Some 400,000 spectators will be in Indiana for the Indianapolis 500 (Story on Page D-1), while about half that number will be at Lowe's Motor Speedway, between Charlotte and Kannapolis, for the Coca-Cola 600, NASCAR's longest race.

Earnhardt won 11 major races at Lowe's, his home track. The seven-time Winston Cup champion who was nicknamed "The Intimidator" won't be here, of course, but tens of thousands of fans will be, dressed in Earnhardt attire and flying his black No. 14 flag from their pickups, RVs and cars. Some are Kannapolis residents — people who knew Dale, or his late father, Ralph, a stock car driver of local distinction. Some know Dale's mother, Martha, who still lives in

SEE EARNHARDT, A-20

## Pearl Harbor: History on the big screen



JOURNAL PHOTO / WILLIAM K. DABY

**SURVIVOR:** Alfred J. Bulpitt, 79, of Smithfield, was stationed at Pearl Harbor when the Japanese attacked. Watching the movie brought back painful memories. A-22.

The newly released movie on the attack takes some dramatic license but overall is a fairly accurate portrayal.

BY THOMAS J. MORGAN  
JOURNAL STAFF WRITER

At 8 in the morning on Sunday, Dec. 7, 1941, a small bomb plunged down upon a hangar on Ford Island in the U.S. Navy's main Pacific outpost, the first of a rain of high explosives that before the day was out would profoundly swing the compass of the United States.

As many Americans died that day in Hawaii as would fall three years later on the beaches of Normandy on D-Day.

The country took a new course from that moment, one that steered it through history's most calamitous storms until it emerged into the third millennium at the head of the parade of nations, not merely a superpower but, as

the French have said recently, a hyperpower. That's what Pearl Harbor means, 60 years on.

The bomb that struck the hangar, and those that swiftly sank the battleship fleet like so many dinosaurs struck down by the molten fury of an asteroid, came from an aircraft bearing the markings of Imperial Japan. But the attack constituted an audacious feat performed by a nation still fettered by a medieval way of thinking, the immature act of a reckless adolescent perpetrated brashly upon a more powerful young adult, albeit a young adult sorely distracted by the swirling eddies of a world in perilous flux.

SEE HISTORY, A-22

## Congress approves big tax cut, rebate plan

The legislation also reduces the estate tax, gives couples a tax break, and raises contribution limits to 401(k)s and IRAs.

BY RICHARD W. STEVENSON  
THE NEW YORK TIMES

WASHINGTON — Congress gave final approval yesterday to the biggest tax cut in a generation, voting to reduce all income tax rates over the next five years and to try to give the weakened economy a quick jolt by sending rebates to taxpayers this summer.

After days of intense negotiations over how to apportion the tax cut of \$1.35 trillion in the next decade — and a final round of brief but bitter partisan debate

**NEIL DOWNING,**

The Journal financial columnist, says the new tax package includes some extraordinary help for families paying for education — and not just college. A-16.

during an unusual Saturday morning session — Republican leaders moved the bill quickly through both the House and Senate.

The bill passed the House by a vote of 240 to 154, with 28 Democrats and an independent joining all Republicans in voting yes. The Senate then passed it by a vote of 58 to 33.

SEE CUT, A-17

## Deaf community seeks deaf leader for R.I. school

Some 200 alumni, teachers and parents are pushing the 125-year-old Rhode Island School for the Deaf to hire its first deaf principal.

BY MICHAEL CORKERY  
JOURNAL STAFF WRITER

PROVIDENCE — In the classrooms and hallways of the Rhode Island School for the Deaf, a state institution that has educated deaf children for 125 years, there are signs of change.

The signs are subtle and easily lost on the average visitor to the small school of about 160 children, preschool through 12th grade, located off Hawkins Street in the city's North End.

But on this warm spring day, Bruce Buccini, a teacher at the school, stands outside the cafete-

ria, explaining his vision for change with two simple gestures.

Buccini points at his watch and then at his ear.

"It's time," Buccini says through a sign-language interpreter. "For someone from the deaf community to lead."

A tall man with receding black hair, Buccini is deaf, has deaf grandparents, deaf parents, and a deaf wife. He attended the Rhode Island School for the Deaf, then Gallaudet University, an elite deaf school in Washington, D.C. He returned to Rhode Island and became a teacher in the state's only deaf school.

Now, Buccini wants a director of the Rhode Island School for the Deaf who can understand, as he does, what it means to be deaf.

"A Jewish person is not the

SEE SCHOOL, A-18

## Suspect in attack with hammer has long, violent record



season.

— Adam Dawtrey

## \$130 MIL BUDGET

### Post-Roth Disney OKs WWII epic 'Pearl Harbor'

After months of budget scrutiny and talent talks culminating in the off-the-scale tension of the last two weeks, Disney has greenlit the WWII epic "Pearl Harbor" — at a budget of \$130 million-\$135 million.

Michael Bay will direct and Jerry Bruckheimer produce from a script by Randall Wallace ("Braveheart").



BAY

A few legal issues were being ironed out Jan. 26, but the film is on track to begin production in April or May for release around Memorial Day 2001.

Disney will finance the film's entire budget and will control worldwide distribution, though Disney may later lay off a large percentage of the budget on Spyglass, its foreign partner on such films as "The Sixth Sense."

Disney could recoup as much as 40% of that budget in exchange for Spyglass stronghold territories Germany, Spain, Italy and France.

Spyglass, run by Roger Birnbaum and Gary Barber, has offered to finance the entire film, a scenario that Walt Disney chairman-CEO Michael Eisner and Walt Disney Studios chairman Peter Schneider have resisted while making the decision.

The greenlight ends the high-profile jockeying between the studio and Bay and Bruckheimer. The duo gave up their upfront fees and delayed gross participation until the studio reached breakeven — and thought they had gotten a greenlight on a \$145 million budget from studio chief Joe Roth and Eisner.

That changed when Roth exited the studio this month when

extra \$10 million off the film's negative cost.

One source says Bruckheimer and Bay's waiving of upfront and gross could make a difference of \$40 million to \$50 million for the studio. That's a hefty chunk of change and attests to the duo's commitment to the project: The two usually get strong upfront/gross deals, based on their B.O. track record.



BRUCKHEIMER

Insiders say most of the film will be shot in Los Angeles, with work in Hawaii, Texas and Baja California (at the Fox Baja facility built for that other watery epic, "Titanic").

Casting will now begin in earnest. Early favorites for lead roles are "American Beauty" star Wes Bentley, "Thin Red Line" star Jim Caviezel and Charlize Theron. Storyline concerns two fighter pilot pals from Tennessee who fall in love with the same nurse.

Bruckheimer this month flew to Washington, D.C., to enlist cooperation from the U.S. Navy and the Dept. of Defense.

— Charles Lyons  
and Michael Fleming

## INTERMEDIA, PACIFICA

### Merger will create int'l indie powerhouse

Intermedia Film and Pacifica Entertainment are in the final stages of a merger to create an indie production and distribution powerhouse that combines strong Hollywood and U.K. talent relationships with access to Germany's booming equity markets.

The two companies will roll their existing activities into one London-based corporate structure, although they will continue to trade under their separate identities.

"This will create probably the largest truly independent film company with a credible line of supply of major films," comments

fore by its own Intl. Media Fund, a tax-driven German equity pool. Borman is in the midst of raising a second tranche of this financing, dubbed IMF II, which will total \$100 million. That will be completed by the end of February.

The first IMF, which closed late last year, raised \$105 mil-

ingly on big-budget Hollywood entertainment. Intermedia will continue as before with its own diverse slate of British and international pics, such as the upcoming "Enigma" and "Therese Raquin."

"Intermedia will do its films that it has always successfully done in London, and on top of

# Mouse House eager

By JILL GOLDSMITH

**NEW YORK** Robert Iger, a politically savvy Walt Disney insider, looks well positioned for a nice run as the company's new No. 2 — despite a convoluted reporting structure that helped undermine Michael Ovitz in a similar role four years ago.

Whether Iger, the Mouse's new president and chief operating officer as of Jan. 24, has the so-called strategic vision to help lead Disney to new heights or eventually succeed chairman-CEO Michael Eisner is up for debate among Disney watchers.

Eisner is very much present and will be for years: He's contracted at least through 2006.

Iger may be just the ticket for a company whose tough-minded division heads run their businesses like fiefdoms. "No matter who reports to whom, Iger has a much better chance of success," says one senior Disney

exec. Reporting structures become troubled only when other problems arise and personalities clash, he and others note. That was very much the case during the 14-month reign of Ovitz.

Unlike Iger, Ovitz wasn't a corporate insider. When Ovitz came in with ideas for savvy but expensive corporate acquisitions and pricey talent deals, Disney execs bristled at such ambitious plans from a company outsider.

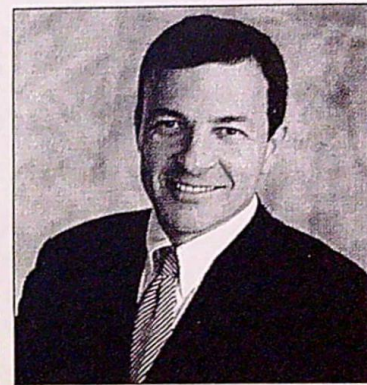
### A real insider

Iger is very much an insider. "Bob's fantastic," says a former Disney exec. "He's just kind of reserved, measured. So was Frank Wells, by the way. Most people who get to the top of a 100,000-person company better be pretty political."

Wells refers to Disney's former president and chief operating officer, who was killed in a helicopter crash in 1994. The 1995 appointment

of Ovitz (without title, however) and both designed to a

"If you're in a politician (like Iger) at understanding v to say 'yes' and w good," says a senior



IGER

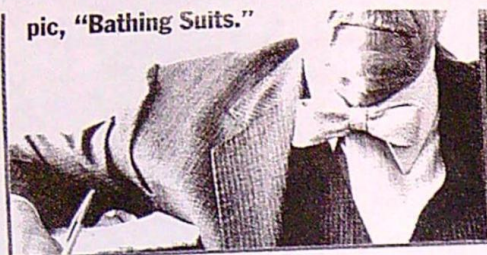
two weeks after t buy Capital Citie came with it. He year ago was pr chairman of ABC Disney Intl. ABC and pundits were represented a pro sounding demotio struggling net's d

It's clear now v has had Iger in m for several years ABC's recent tur solely on the resou of gameshow "W

Iger has his far role is rather rest



pic, "Bathing Suits."



**Granola-rock supergroup Crosby, Stills, Nash and Young hit road together for first time in 25 years.**

**Two dozen products, including shampoo, cologne and — of course — lip gloss.**



**Comedy duo Mike Nichols and Elaine May pal up for remake of "Kiss Kiss, Bang Bang."**

that it has greenlit a 22-hour American "Queer as Folk," to be produced by Warner Bros. In the U.K., the show only stretches to 10 hours so far, including the upcoming second season.

— Adam Dawtrey

## \$130 MIL BUDGET

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Disney could recoup as much as 40% of that budget in exchange for Spyglass stronghold

his contract expired. Suddenly, Eisner and his new lieutenant Schneider had second thoughts and spent the last two weeks in a tense negotiation with Bruckheimer and Bay to shave an extra \$10 million off the film's negative cost.

One source says Bruckheimer and Bay's waiving of upfront and gross could make a difference of \$40 million to \$50 million for the studio. That's a hefty chunk of change and attests to the duo's commitment to the project: The two usually get strong upfront/gross deals, based on their B.O. track record.



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— Charles Lyons and Michael Fleming

## INTERMEDIA, PACIFICA

**Nigel Sinclair**, who heads Intermedia alongside **Guy East**.

L.A.-based Pacifica, headed by **Moritz Borman**, will operate as a production label within the new group, financed as before by its own Intl. Media Fund, a tax-driven German equity pool. Borman is in the midst of raising a second tranche of this financing, dubbed IMF II, which will total \$100 million. That will be completed by the end of February.

The first IMF, which closed late last year, raised \$105 mil-

lion, which was invested in such pics as "Clay Pigeons," "Where the Money Is," "Blow Dry" and "The Wedding Planner."

Pacifica aims to make four films a year, focusing increasingly on big-budget Hollywood entertainment. Intermedia will continue as before with its own diverse slate of British and international pics, such as the upcoming "Enigma" and "Therese Raquin."

"Intermedia will do its films that it has always successfully done in London, and on top of

that, IMF is now reaching for the higher-budget entertainment type movies," says Borman.

Intermedia's existing gap-financing relationships with Societe Generale and Chase remain in place.

The merger is likely to push closer Intermedia's move into direct distribution in some European territories. "You have to increase your margins of profit in the foreign marketplace when you're risking the kind of

Turn to next page

# Mouse House eager for Iger

By JILL GOLDSMITH

**NEW YORK** Robert Iger, a politically savvy Walt Disney insider, looks well positioned for a nice run as the company's new No. 2 — despite a convoluted reporting structure that helped undermine Michael Ovitz in a similar role four years ago.

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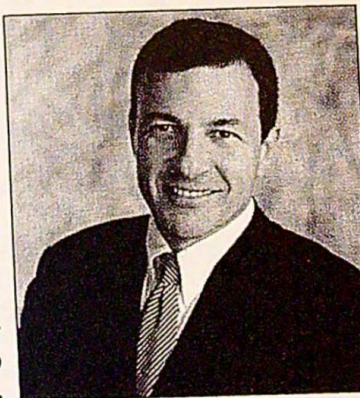
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of Ovitz (without the chief operating officer title, however) and the promotion of Iger were both designed to address a void left by Wells.

"If you're in a complicated situation, a master politician (like Iger) is great at understanding it, at understanding what it will take to get someone to say 'yes' and what's going to make them feel good," says a senior Disney exec.

Wall Streeters also see Iger faring well. That pleases them, given the storm clouds hovering over Disney in recent months as underperforming divisions eroded its earnings and stock price.

"Iger has been around ABC forever and at Disney since the Cap Cities merger. Ovitz, despite being 'the most powerful person in Hollywood' at the time, was still an outsider," says Alan Gould of Gerard Klauer





B E N A F F L E C K



A JERRY BRUCKHEIMER PRODUCTION  
A MICHAEL BAY FILM

# PEARL HARBOR



**"MAGNIFICENT, AWE-INSPIRING AND SHATTERINGLY EMOTIONAL..."**

— TV Guide



**"A TV TRIUMPH NEVER TO BE FORGOTTEN...  
A WEEKLY DATE WORTH MAKING."**

— New York Daily News

**"POWERFUL..."**

Could 'Band of Brothers' be the best war movie ever made?...  
In the week since I watched it, I haven't been able to think of a better one,  
nor to shake the mingled sensations of sadness, exhilaration and awe that it left..."

— Milwaukee Journal Sentinel

**"CAPTURES...THE  
EXTRAORDINARY SACRIFICE  
OF A GENERATION OF ORDINARY MEN."**

— Time Magazine

**"A STIRRING...  
CHRONICLE  
OF WAR'S TOIL AND TOLL..."**

— Chicago Tribune

**"A TREMENDOUS  
ACHIEVEMENT...  
AN IMPOSING,  
VASTLY IMPRESSIVE POWERHOUSE..."**

— Daily Variety

**"SOLID  
VICTORY."**

— US Weekly



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# PEARL HARBOR

*An Original Screenplay*

*by*

*Randall Wallace*

Shooting Draft (White)	03/27/00
Blue (1) Revision	04/05/00
Pink (1) Revision	04/06/00
Yellow (1) Revision	04/08/00
Green (1) Revision	04/09/00
Goldenrod (1) Revision	04/09/00
Buff (1) Revision	05/08/00
Salmon (1) Revision	05/19/00
Cherry (1) Revision	06/22/00
Tan (1) Revision	06/29/00
Gray (1) Revision	07/24/00
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Tan (1) Revision	06/29/00
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Ivory (1) Revision	08/08/00



As in every dramatic reconstruction, actual characters and events have been combined and shaped for clarity; but the events are factual, and we have made every effort to capture the truth of what happened, drawing not only from the best historical works, but from the personal accounts of many who saw these events through their own eyes, and shaped them with their courage.











ADMIRAL STARK

The Navy's planes are small, carry light loads, and have short range. We would have to get them within a few hundred miles of Japan, and therefore risk our carriers. And if we lose our carriers, we have no shield against invasion.

\*  
\*

ROOSEVELT

Does anyone in this room think victory is possible without facing danger? WE ARE AT WAR! Of course there's a risk!

GENERAL MARSHALL

But consider the risk, Mr. President! The Japanese could attack us up and down the West Coast before we could stop them.

\*  
\*  
\*



ROOSEVELT

Gentlemen...some of you did not know me when I had the use of my legs. I was strong, and proud, and arrogant. Now I wonder, every hour of my life, why God put me into this chair. But when I see defeat in the eyes of my countrymen--in your eyes, right now!--I start to think that maybe he brought me down for times like these, when we all need to be reminded who we truly are. That we will not give up--or give in!

ADMIRAL STARK

Mr. President, with all respect... what you are asking can't be done.

Roosevelt places his hands on the arms of his wheelchair, and struggles to lift himself. Aides jump to help, but he waves them off. With inhuman physical effort, his neck veins bulging and sweat popping on his face, Roosevelt stands on his withered legs.

ROOSEVELT

Do not tell me...it can't be done.

NEWSREEL FOOTAGE: Young Americans bid goodbye to their parents. 223

NEWSREEL VOICE

In the dark days of war, this has become a Christmas of good-byes. America has never known defeat, and yet in this war, she has yet to taste victory...

INT. WHITE HOUSE - PRESIDENTIAL SIDE OFFICE - DAY 224

Admiral Stark and General Marshall enter, with Captain Low hanging back in the doorway. \*

ADMIRAL STARK

Mr. President I think we have an idea about how to bomb the Japanese. \*

The President looks at the odd man hanging back.

PRESIDENT ROOSEVELT

Who are you?

Captain Low is shocked; the President is talking to him.

CAPTAIN LOW

I sir...I'm Submarine Captain Low, Mr. President.

ADMIRAL STARK

He came up with this idea. \*

PRESIDENT ROOSEVELT

I like Sub Commanders; they don't have time for bullshit, and neither do I. Fire away Captain.



EXT. PEARL HARBOR - HICKHAM BASE - DAY

225

On a tarmac, ready to be shipped home, is a massive sea of caskets draped in flags. There are also coffins covered in Japanese flags, their dead now being treated with respect. Mourners, including wives and children among the military personnel, gather in clusters among the mass of coffins, looking for loved ones' tags. Many small memorial services are going on, by individual caskets.

MINISTER

...Where is God in this? Our enemies believe a divine wind protects them. We see our friends laid out before us, and find it hard to believe in anything at all.

Everyone is in their best uniforms. The pilots--Rafe, Danny, and the other guys--are looking at Billy's coffin. Evelyn, next to Danny, is looking at Betty's; so is Red. And Dorie is there, paying his last respects to the Captain of the West Virginia.

Rafe and Evelyn exchange a glance, past Danny.

MINISTER

Though we cannot understand why our friends should die while we live...

The minister's voice fades out as Evelyn puts a lei on Betty's casket; Red does the same, then breaks down. Dorie Miller salutes his dead Captain, then starts to move away; but seeing Evelyn, he locks eyes with her--it's a frozen moment--and then salutes her.

An Army Air Corps MAJOR steps up to Rafe and Danny.

MAJOR

Lieutenants Rafe McCawley and Daniel Walker.

RAFE

Yes, Major?

MAJOR

You're both going Stateside. We fly out in two hours.

He hands them both orders.

RAFE

What for, Sir?

MAJOR

Ask Colonel Doolittle.

The Major departs. Danny looks at Evelyn, over Betty's casket.

DANNY

Let's go pack. I'll tell her later.



INT. OAHU HOTEL - DAY

226

Rafe is almost packed. Clothes lie strewn over the bed. Rafe is in his pinks and greens--formal travel uniform which signals he's about to ship out for active duty. As he stuffs some pants there is a knock at the door. It's Evelyn. He stiffens. For a moment, all he can do is stare at this beautiful woman, the very embodiment of everything he ever wanted. Then, he remembers all the rest--she is no longer his. She stands modestly at the door.

He turns cold, formal.

RAFE

Yes?

EVELYN

May I come in?

He doesn't answer. After a beat, she enters anyway.

EVELYN

Packing?

RAFE

Orders.

EVELYN

What kind of orders?

RAFE

The top-secret kind.

EVELYN

The dangerous kind.

A beat, Rafe offers no reply.

EVELYN

I can't find Danny. Did he get them too?

RAFE

(trace of bitterness)

That why you came, you're lookin' for Danny?  
He ain't here. He's prob'ly saying goodbye to  
his unit. We've been assigned to Doolittle.

EVELYN

I wasn't looking for Danny.

She steps closer. For a beat, we think she might kiss him--or at least that she wants to. There is no doubt what Rafe wants. Every inch of him aches for her.

EVELYN

I need to talk to you. There's something I  
need to say.



DOOLITTLE

No fighter cover, and no spare fuel if they get off course. Even with the cover of darkness, they're flying 400 miles to find the target. Assuming they do, they won't have their bombsights because the brass doesn't want to lose any to the Japanese on downed planes. They can't come back, it's a one-way ride. If they survive enemy flak, their only hope is picking up a signal from a homing beacon, and God knows how they make it home from there. Just surviving this mission will be their victory.

He looks across towards the young men in question.

235 EXT. AMERICAN NAVAL BATTLE GROUP - AT SEA - DAY

235

Battle group USS Hornet and support vessels at sea.

236 EXT. DECK OF THE CARRIER HORNET

236

Rafe, Danny and the crews of 16 bombers gathered with their B-25s tied to the deck of the carrier. Doolittle stands before them.

RICHARDS

Attention. We'd like to officially welcome you to the Navy.

DOOLITTLE

Well gentlemen. I can now tell you that we're going to Tokyo--and we're gonna bomb it. This comes as a special request from Mrs. Roosevelt.

The pilots love this; but Rafe, Danny, Anthony, and Red are more serious, savoring the prospect of revenge.

DOOLITTLE

The Navy will sneak us to within 400 miles of the Japanese coast. We'll launch off the carriers from there.

The pilots don't like the sound of this.

ANTHONY

Sir, we were taking bets you were just transporting these to some small airfield.

GOOZ

Has this ever been done, taking Army bombers off Navy carriers?



DOOLITTLE  
No. Any other questions?

GOOZ  
First time for everything, I guess.

RAFE  
Can we land the planes on the carrier?

DOOLITTLE  
That won't matter; they'll run back to Hawaii the minute we're airborne.

ANTHONY  
But if the carriers head home, where do we land?

DOOLITTLE  
I have a phrase I want you all to memorize: "Lushu hoo megwa fugi." It means "I am an American." In Chinese.

EXT. FLIGHT DECK OF THE HORNET - DAY

237

Rafe and Danny are standing alone at the end of the flight deck, far over the surging sea.

RAFE  
It's shorter than our practice runway. And we'll be loaded with 2000 pounds of bombs and 1200 pounds of fuel.

DANNY  
I got another Chinese phrase for Doolittle. "Mug wump rickshaw chop suey." It means "who thought up this shit?"

They see Doolittle moving up. He hands them several metal disks.

DOOLITTLE  
Secretary of the Navy gave me these.

DANNY  
What are they?

DOOLITTLE  
Friendship medals the Japanese gave us when they were pretending to want peace.

RAFE  
What do you want us to do with them?

DOOLITTLE  
Wire 'em to your bombs - we're giving 'em back.



RAFE  
Well, Red--I think they know we're here!  
(into radio)  
Danny, get into the clouds!

264 IN THE LISTENING ROOM

264

Rafe's radioed shout--with explosions of flak in the background--leaps from the speakers, riveting everyone in the listening room. Evelyn, eavesdropping at the door, goes pale; her hands tremble, she struggles to keep control. Another hand moves on top of hers, to comfort her; it's a motherly secretary, giving her support...

265 IN RAFE'S COCKPIT

265

Rafe pushes the engine harder, and throws the plane into maneuvers that bounce his crew off the walls. But flak still chops at them.

266 INT. DANNY'S PLANE

266

Danny's buffeted too. The insides of the bombers shudder like they'll disintegrate, as Danny steers toward the clouds.

267 INT. WHITE HOUSE - CORNER OF PRESIDENT'S OFFICE - DAY

267

Roosevelt sits in his wheelchair, anxious for any news. The weight of the world is upon his brow; his fingers toy with a small Hitler pincushion on his desk. Linger nearby is George, his valet; he sees that Roosevelt needs someone to talk to.

GEORGE  
Is there anything I can get you, Mr. President?

ROOSEVELT  
No, George. I'm just thinking about my sons. I'm not the first President to have sons in a war; I just wonder where the others found their strength. Every time a General comes to me with a message, I think they're about to tell me that one of my sons is dead.

GEORGE  
I don't have sons in this war, Sir. But I believe if I did, I'd thank God this country has a President who feels like you do.

Roosevelt looks to his valet--two men of unequal station, and equal hearts. They see General Marshall enter. Marshall looks grave. George suddenly doesn't have enough spit to swallow; but Roosevelt doesn't flinch; he seems stronger than ever, ready.

ROOSEVELT  
What is it, General?

GENERAL MARSHALL  
Colonel Doolittle was required to advance the execution order by twelve hours, Mr. President.

\*  
\*  
\*



ROOSEVELT  
And as a result?

GENERAL MARSHALL  
The Chinese had insufficient time to activate  
the homing beacons.

(MORE)

\*  
\*  
\*  
\*  
\*



GENERAL MARSHALL (cont'd)

108.

And the planes may lack the fuel to make the mainland anyway.

\*  
\*

ROOSEVELT

So our boys are flying blind on empty tanks.  
God help them.

\*

268 EXT. SEA OF JAPAN - DUSK

268

The attack stops as they get covered in a total fog bank. The fliers are exhausted. The sun is beginning to set. Rafe stares, no visibility... Behind him, Red pours in the last of their fuel.

269 INT. DANNY'S PLANE - DUSK

269

Danny nervously taps the dial of his homing device--lifeless.

270 INT. MISSION MONITORING ROOM

270

The listener who moved out to the coffee pot now goes back inside, opening the door just as Doolittle's voice comes over the radio--

DOOLITTLE'S VO

I'm sorry gentlemen. You're all brave souls.  
We're on our own.

Evelyn, and the motherly secretary too, hear this; but it's the last they can hear as the door shuts completely.

271 INT. RAPE'S PLANE - NIGHT

271

RAFE

This really was a suicide mission. I don't know if we're over sea or land.

272 INT. DANNY'S PLANE - NIGHT

272

The engines sputter; his gunner pours the last gas into the tanks.

273 INT. RAPE'S PLANE - NIGHT

273

Through a break in the clouds, Rafe spots a rocky shoreline.

RAFE

We've got coast!

Rafe thumps his fuel gauge; they're empty.

RAFE

I'll set her on the sand--  
(into the radio)  
Danny stick close!



RAFE  
We've gotta get into the hills, find the  
Chinese!

EXT. CHINA COAST - NIGHT

A-3 282

Rafe and Red exit through the bomber's ripped hole. The Japanese patrol, 100 yards away, start firing their weapons. Rafe and Red are pinned against the plane... DANNY'S PLANE roars back over the paddy, its turret gunner chopping down the Japanese patrol; a few grenades fall from the plane belly. The Japanese are cut down.

But as DANNY tries to add throttle, THE ENGINES SPUTTER OUT. The plane drops, disappearing behind a hill--and crashes.

EXT. DANNY'S PLANE - NIGHT

283

They find Danny's plane at the end of a trench. Danny and his crew have been thrown through the glass. Rafe finds Danny face up on the ground, bloody. Red finds Anthony on a rock, dead. But Gooz is moaning. The rest of Danny's crew are dead.

RAFE  
Danny! DANNY!

Danny's eyes flutter open; he sees Rafe and mumbles--

DANNY  
I've made better landings.

Danny's hand gropes to his throat; Rafe finds a shard of fuselage hooked into his neck. Rafe grabs it; the sharp metal cuts his hands, but he keeps straining. It won't work. He pulls his .45 from his jacket and tries to pry the metal. It works a bit; he tosses the pistol aside and grabs the shard again, and opens it.

RAFE  
You hang on, Danny! You hang on! You're  
gonna make it!

Rafe's head snaps forward, crunched with the butt of a rifle; more Japanese, four men, have arrived. They're angry, scared, hyped. They knock Red down too, yelling and brandishing their rifles at the fliers on the ground, living and dead. The Japanese officer barks orders. They find the Captain's insignia on Danny's jacket, and begin binding to a yoke, his wrists tied to the wood like a crucifixion, a wire around his neck. The others wire Rafe's ankles together...Rafe is emotionless...

Danny being half-carried, half-dragged by the neck by 2 Japanese. The officer pulls Red, hands bound behind him. Rafe starts moving, being dragged on his back, pulled by his feet along rocky sand.

His hand slides by the pistol he tossed behind the rock. The whole world slows down. He clutches it, shoots one of the men towing Danny. As the man dragging Rafe turns around, Rafe shoots him in the face. The officer spins, raising his rifle; the soldier pulling Red, shoves him onto his face and aims his rifle too. The officer is about to kill Rafe--when Danny slams him from behind.



The fourth soldier shoots Danny in the gut, then takes aim at Rafe's heart--and is shot through the chest from behind! The Japanese officer rises in surprise and is cut down by scythes carried by the Chinese peasant soldiers who are just arriving. Rafe struggles to Danny, moving the Chinese aside. Danny lies on his back, clutching his wound as if to hold onto his life.

RAFE

Danny...

DANNY

I'm not... I'm not... gonna...I'm so cold.

RAFE

Yes you are. YES YOU ARE!

DANNY

..Hold me...h.hold..

But Danny is silent, his eyes drifting shut, and in that moment Rafe thinks he is gone already. Then Danny's eyes drift open.

DANNY

Do me...favor. Somebody else... spell my name... on the tombstone.

The words catch Rafe off guard; for a moment he almost smiles, then fills with grief. He finds the strength to say--

RAFE

Danny... you're my only family. You can't leave me like this!

But Danny can't speak.

RAFE

Danny... Danny...you can't die. You can't. You're gonna be a father.

Did Danny hear? His eyes are closed again. But his head comes up; Rafe takes it, and Danny pulls him closer to whisper--

DANNY

No. You are.

Rafe cradles Danny in his arms. Danny's eyes are open, but Rafe sees no light there.

RAFE

Danny...Land of the free...Land of the free...

But Danny will never answer him again. Rafe hugs Danny, and weeps.

INT. MISSION MONITORING ROOM

They've been there for so long...they're all wasted. No one has hope. The techs are shutting down, being replaced by a skeleton shift. Jackson moves to Evelyn, and leads her from the room.



285 EXT. PEARL HARBOR BASE - DAY

285

Evelyn and Jackson squint against the sun as they walk in different directions.

286 EXT. VARIOUS SHOTS - DAY

286

The news of the raid hits Washington...and the rest of America. If it isn't wild celebration; when people see the headline: DOOLITTLE RAIDERS BOMB TOKYO, their faces change, as if finally told what they already knew--that America would prevail.

But when the HEADLINES announce: ALL PLANES LOST and only SIX SURVIVE, the mood is grim--especially with EVELYN at Pearl.

EVELYN V.O.

For an eternity of days, no one knew the fate of the downed fliers. Then little by little, they began to emerge from the Chinese countryside and make their way to help, and home...

287 EXT. PEARL HARBOR AIR FIELD - DAY

287

Evelyn and the civilian WIVES stand in fear as a transport plane lands and taxis to a stop. The doors open. Doolittle emerges; his wife greets him tearfully. Several other banged-up fliers emerge. One more wife, overjoyed to see her husband. Then Rafe, his arm bandaged. He sees Evelyn. Hearts leap, but he can't smile. Emerging after him are flag-draped coffins. Danny's. Rafe escorts it down, with the crewmen who carry it past a line of Army color guards. Evelyn reaches him, and weeps in his arms. Her hand slowly touches the flag-draped coffin as she clutches onto Rafe.

EVELYN V.O.

The early headlines were wrong. Five fliers died, five more were taken prisoner and held 'til the end of the war. The rest eventually made it home. When the action is over, and we look back, we understand both more and less. This much is certain: Before the Doolittle Raid, America knew nothing but defeat; after it, nothing but victory. Japan realized for the first time that they could lose, and began to pull back; America realized that she would win, and surged forward.

288 We see the patriotic posters of the war. Evelyn and a group of Navy nurses receive medals.

288

EVELYN V.O. (cont'd)

It was a war that changed America. Dorie Miller was the first black American to be awarded the Navy Cross, but he would not be the last. He joined a brotherhood of heroes.

\*  
\*



He hands Doolittle a medal--the Medal of Honor. Then he hands Rafe 2 medals, and salutes them. Rafe understands immediately who the second medal is for.

EVELYN V.O.

World War II for us began at Pearl Harbor...

\*

A291 EXT. UNDERWATER SHOT

A291

We sweep around the rusted bow of the Battleship Arizona.

EVELYN V.O.

...and 1177 men still lie entombed in the Arizona. America suffered. But America grew stronger. It was not inevitable. The times tried our souls, and through the trial, we overcame.

291 EXT. TENNESSEE - DAY

291

By the cropdusting landing field is a memorial to Danny, with an American flag flying above it. Engraved on the stone is Danny's name. Standing at the memorial are Rafe and Evelyn.

Rafe holds a baby boy in his arms; around the child's neck is the second medal--Danny's. Rafe lets the boy down to the ground, and he takes wobbly steps, pointing to the shiny red bi-plane--Rafe's father's plane, carefully restored. Rafe kneels gently down.

RAFE

Hey, Danny, you wanna go up?

The boy has no idea what his daddy is saying, but his smile is of wonderment, joy, and life eternal... as we FADE OUT...

THE END



30 April 00

## Comments on April 9 Goldenrod (1) Version of "Pearl Harbor"

If the opening copy is intended to be an on-screen kind of dedication, we suggest that it be modified to emphasize the tribute to veterans, rather than the efforts made to ensure historical accuracy. This should help deflect some of the inevitable criticism from those who mistakenly expect a documentary production. Something like:

"As in every theatrical motion picture that depicts actual history, aspects of real people and events have been fictionalized for clarity and drama. However, to the greatest extent possible, we have made every effort to stay true to the dedication and patriotism of the times, and through this film to pay homage to those veterans, living and dead, whose fighting spirit helped lead the nation to victory."

RATIONALE. These comments are offered merely for the sake of technical accuracy or historical authenticity alone. They are to support each scene by using actual historical and technical information to increase the credibility of the characters and the action. Otherwise, we think that inaccuracies will have the cumulative on audiences to may tend to create a distance between themselves and the cinematic story.

DIALOGUE SUGGESTIONS. Sometimes dialogue is offered, not because we think we're writers, but only because it's simpler than describing the particular technical and historical aspects of each suggestion.

Pg 12, Anthony to Barbara: 2nd line, recommend replacing "ass" with "man" or Soldier instead, for same reason.

Pg 15, Rafe's line to the Corporal: even for someone new to the military, Rafe comes across as heavy-handed. Recommend deleting "You better stand at parade rest when you address me, I'm a lieutenant!" Better to have the corporal (if he's very young himself) automatically come to attention at the sight of the lieutenant's bars on Rafe's collars.

Pg 15 and elsewhere, Evelyn and Rafe: to maintain light-hearted feeling without eliminating credibility, recommend:

Evelyn to Rafe: "poke" isn't used in the medical profession nor is needle training referred to, more colloquial to say:

EVELYN

Gosh, did I stick 'ya too deep?



Same scene, later on:

EVELYN

How'd you guess? --It's all these half-dressed men (more in keeping with the period) ... they never taught us how to deal with this, this feeling.

RAFE

What feeling?

EVELYN

(with obvious sarcasm)

Tingly feeling.

(she sticks him hard with the empty needle)

Whoops -- I'm still practicing. Now beat it.

Pg 17, bottom of page

RAFE

I thought maybe you'd celebrate with me.

EVELYN

What? Me practicing injections on you?

Pg 51, Captain Thurman/Lieutenant dialogue: minor adjustments can preserve the scene while making it more authentic historically, such as:

A TELEX MACHINE, spitting out letters at a very fast rate.  
Capt Thurman, an Intel Officer, watches the process from his office in the NAVY DEPT.  
He says to a tired Lieutenant, pouring over reams of TELEX messages...

CAPTAIN THURMAN

It's the decoded part that doesn't make sense. All their message traffic makes it appear that their ships are still in port.

LIEUTENANT

But Sir, their radio procedures don't back that up...

CAPTAIN THURMAN

I think they're trying to trick us. I just wish I knew why.



(THIS SCENE IS NOT IN THE 4/17/00, has it been removed entirely?)

Pg 51, Presidential aide to Roosevelt:

PRESIDENTIAL AIDE

Mr. President, our ambassador in Japan is hearing a frightening rumor. His sources tell him the Japanese are assembling their fleet to attack us.

PRESIDENT ROOSEVELT

We've received warnings about every American base in the Pacific? Does he know the target?

PRESIDENTIAL AIDE

Not for sure. But, he thinks it's Pearl Harbor.

Pg 59, Barber shop scene with Kimmel: wouldn't be discussing critical, classified matters in such an informal and nonsecure setting, especially with another person (barber doesn't have a need-to-know) present. Recommend changing to Kimmel's office or a briefing room. Also, the dentist was a real person. The implication is that there were Japanese-American spies, which was never proved and is also a red flag for their descendents in Hawaii and elsewhere. Recommend fictionalizing the identity, and increasing the authenticity per this dialogue:

ADMIRAL KIMMEL

(holding typed sheet of paper)

Someone from Tokyo chats with a friend in Honolulu. They talk about the weather, about flowers ... about battleships. Why are you showing me this?

AIDE

(A Navy captain with a "loop" designating him Kimmel's executive assistant)  
The FBI has monitored hundreds of calls like this, Sir. They may be completely innocent. Or they may be espionage. We just can't be sure.

ADMIRAL KIMMEL

Wonderful. And we still haven't located the Japanese fleet.

AIDE

No, sir.

ADMIRAL KIMMEL

The whole fleet could be rounding Diamond Head right now, and we wouldn't know a damn thing about it!



Pg 62 (middle of page), Rafe to Evelyn :

RAFE

Somehow I got the nose up before I hit ... I don't know how long I was in the drink. Finally washed up in France. Got lucky, I wound up with the French Resistance. But it took them months to smuggle me back to England.

Pg 65, Rafe to Danny: the dialogue is unnecessarily crude and is modern slang anyway. Recommend something like:

RAFE

Ah, you didn't know, but now you know. So it's time for you to get lost.

Later, same scene:

RAFE

Yeah, give her a shoulder to cry on—not betray your best friend.

Later, same scene, Rafe manages to slam Danny in the stomach and he doubles over with pain:

RAFE

That hurt? I didn't think you had any guts.

Pg 70, Captain Thurman wouldn't berate his "typist" (actually a cryptologist petty officer), recommend:

CAPTAIN THURMAN

Sailor, are you new at this machine?

PETTY OFFICER

No, sir, but I've never had so much message traffic.

CAPTAIN THURMAN

Son, just do the best you can.

Thurman sees decoded words: FURTHER PEACE TALKS USELESS—he grabs the phone.

CAPTAIN THURMAN

We've picked up a Japanese message that says they're breaking relations. This is the evidence we've been looking for. It means war. Get me the CNO!



Pg 75 bottom of page, INT HOSPITAL – TRACTION WARD – DAY: It would be callous and medically unwise to cause pain and potentially injure patients by cutting their tractions away. Recommend they instead move the beds away from the windows and to the other side of the room. There are enough beds - perhaps orderlies and nurses could pull mattresses off of beds and cover the patients with them, instead of stuffing them into windows.

NAVY DOCTOR

Get em covered, away from those windows!

Pg 87 HOSPITAL HALLWAY – DAY, antibiotics weren't injected then and treating pain would've been absolutely critical. Suggest Evelyn say something like:

EVELYN

Put the critical patients in Ward one, stable patients in two. Barbara! Fill every syringe you can find with morphine and get more sulfa for the wounds.

Pg 88, Roosevelt to aide: "The entire fleet at anchor ... suspecting nothing ... caught completely by surprise." Might be more suitable than ... sitting, tied together."

Pg 89, MILITARY BASE HOSPITAL – DAY, as before, the Navy doctor would say "just stick 'em," not "just poke."

Pg 90 bottom of page, The exterior scene with Evelyn and the orderly is quite unrealistic, would appear unprofessional, even comedic, despite the dire circumstances. Recommend altering along the lines of the below, which is an actual historical description from the period.

EVELYN

We are running out of everything - we need more alcohol!

ORDERLY

(thinks for a moment)

Alcohol? Alcohol? How 'bout whiskey?

EVELYN

OK, anything you can get - just hurry!

The orderly races away. Later, Evelyn and other nurses are using bottles of Scotch, pouring them on burn victims slicked with oil. (In reality, some sailors drank the "medicine" and ended up spewing out black mucoidal globs of oil.)



Pg 94/95, Roosevelt meets with his advisors at the White House: Recommend that civilian officials replace the Admiral (actually would be the CNO) and General Marshall in this scene for some of the policy-type views. It is more realistic for FDR to discuss his concerns with his personal advisor Harry Hopkins, and his cabinet members - Secretary of War Stimpson, and Secretary of the Navy Frank Knox:

Stimpson was very aggressive (known as "Colonel" to colleagues at the War dept. Knox was more genial and tended to compromise more often. We can expand upon suggestions pertaining to this scene.

CIVILIAN OFFICIAL

(e.g., Secretary of War  
instead of an ADMIRAL)

Strike back, Sir? With all respect ... (etc)

Later, same scene:

2<sup>ND</sup> CIVILIAN OFFICIAL

(e.g., Secretary of War  
instead of GENERAL MARSHALL)

But consider the risk, Mr. President! By our best estimates, if the Japanese attacked us right now, they could strike us all along our west coast before we could counterattack. (invasion as far as Chicago would have been completely impossible).

Later, same scene:

CIVILIAN OFFICIAL

(e.g., Secretary of War  
instead of ADMIRAL)

Mr. President, with all respect ... (etc)

Pg 95 bottom of page, Presidential Side Office:

The CNO (Admiral Stark) and General Marshall enter from a War Dept. meeting enter, with Captain Low hanging back in the doorway.

ADMIRAL

(the CNO)

Mr. President, we've come up with a way to bomb the Japanese homeland.

President nods at the odd man hanging back.



PRESIDENT

Please come in. Continue gentlemen.

Captain Low pleasantly surprised, joins the conversation.

ADMIRAL

This is Captain Low, from my staff. He has an interesting scheme.

CAPTAIN LOW

Mr. President, this might sound like a screwy idea, but please hear me out. My plan involves launching Army bombers off an aircraft carrier...

Leaves the group looking a bit puzzled and intrigued.

Pg 102, Doolittle at Eglin Field- MILE-LONG RUNWAY - DAY

DOOLITTLE

Gentlemen, you're going to have to learn how to fly B-25s like fighters, 30 feet off the ground. But that's the easy part. The hard part is taking off. You won't have a mile-long runway like this. You'll have 467 feet. 'Cause after that, you'll run out of aircraft carrier.

Doolittle turns and looks into his pilot's eyes. Then he nods toward Lieutenant Commander Jack Richards, standing nearby in uniform.

DOOLITTLE

Men, meet Lieutenant Commander Jack Richards. He's an instructor pilot from Pensacola. One of the best, I hear. We'll be paying very close attention to what he has to say.

Pg 103, Doolittle to Red: "This is the first time in combat. Any other questions?"

Pg 104, EXT FLIGHT DECK, Rafe and Danny's dialogue. It appears that they're reluctant to fly, suspicious of the mission. Nothing could be further from the case. They would have been thrilled to be chosen, eager to strike a blow at a now-detested enemy. Recommend dialogue more like:

DANNY

(after Rafe's line)

Rafe, this might be the craziest stunt we've pulled yet.

They see Doolittle moving up. He hands them several metal disks.

DOOLITTLE

The skipper gave me these.



DANNY

What are they?

DOOLITTLE

Friendship medals the Japanese government gave him.

RAFE

What do you want us to do with them?

DOOLITTLE

Wire them to your bombs – we're giving 'em back

Doolittle notices their hesitation.

DOOLITTLE

Something else on your mind?

RAFE

Well, Sir – we want to thank you for choosing us for this mission.

DOOLITTLE

And?

DANNY

Well, Sir, so many people are counting on us. We just hope we don't let you down.

DOOLITTLE

Boys, you're not going to let anyone down. At Pearl they hit us with a sledge hammer. We've only got sixteen planes. But even if only a few of us get through, we'll hit 'em where it'll hurt 'em the most. Victory belongs to those who believe in it the most, and believe in it the longest. We're gonna make America believe, too.

Pg 107, Doolittle to his men: we cannot have it appear that Doolittle is disobeying orders, he was chosen to lead the mission. Suggest something like:

DOOLITTLE

Gentlemen, when I was ordered to put this mission together, I asked to lead it myself. The War Department was reluctant, said I was too valuable to lose. I kept after them, though. Frankly, I was a real pain in the ass until they finally gave in. Now that we're ready to launch this mission, I know it was the right thing to do.

Pg 108, small changes recommended for authenticity:



Bad news, Colonel: 624 miles.

DOOLITTLE

We have to launch now!

INT. CARRIER PASSAGEWAYS

LOUDSPEAKERS

(referred to as the "1MC")

Army pilots, man your planes!

Pg 110/111, BRIDGE OF THE CARRIER, Captain snapping orders: there was a strict and orderly way in which these bridge commands were answered, which we can provide. Here's a sample of it:

CAPTAIN

We need to steer right into the wind. Give those Army guys all the speed we can.

He quickly assesses the situation...

CAPTAIN (cont'd)

Left full rudder!

HELMSMAN

(spinning wheel quickly)

Left full rudder, aye, aye, sir! (pause) My rudder is left full.

CAPTAIN

Very well. All engines ahead full!

HELMSMAN

(quickly cranks handles of engine order telegraph to "FULL")

All ahead full, aye, aye, sir!

CAPTAIN

Very well. Steady as she goes.

Pg 111, FLIGHT DECK, THE HORNET: this scene is very difficult for us to approach. The bombers had already been lightened as much as possible (lower turret, Norden bombsight, and the long distance radio were removed from each B-25) prior to being loaded on board the Hornet. They had to load more cans of fuel (20 gallon cans, located in rear fuselage) for the extra distance to Tokyo. A special fuel tank was specifically designed and installed in place of the lower turret. As they burned fuel, the rear gunner



continuously topped off the tank while they were flying. They even poked holes in the fuel cans before throwing them overboard, to prevent the Japs from tracing their trail back to the Hornet.

Also, the broomstick handles were installed previously, put into plastic bubbles; the aircraft did not have tail guns at this point. The net effect of putting in crates in lieu of seats, throwing out armament, and so on, may create a comedic or absurd effect, instead of heightening the tension which certainly existed at the time. It would've been absolute folly, for example, to jettison essential equipment like a flight seat. From a pure aviation standpoint, NO militarily trained pilot would ever compromise the integrity and tactical ability of their a/c, especially on a mission of extreme risk and importance.

We suggest that the focus be on the dangers posed, both for Doolittle's men in launching and carrying out their mission, and for the Naval forces, which were so vulnerable to Japanese attack. We could not afford the loss of any of our carriers.

Perhaps the scene could be altered to something like:

The pilots and Doolittle are running out onto the deck; the Navy crew is already there, fighting the wind, readying their equipment in preparation for the hurried launch.

RICHARDS

Colonel, I calculated how much additional fuel we're going to need. We're getting it on deck right now.

DOOLITTLE

(speaking to flight deck hands)

Men, we need to get that fuel on each of the planes as fast as possible! We've been spotted, and I don't want to stick around to see the results.

The sailors and Army crews work together to roll out barrels of fuel and stow them aboard the bombers, Richards directing their operations.

RED

(examining the broomstick handles  
protruding from his plane's tail bubble)

Mr. Richards, you really think Japanese fighters are gonna believe these are tail guns?

RICHARDS

As long as they don't get as close to 'em as we are now!

Richards dashes off to supervise more fuel loading, leaving a skeptical Red.

In the distance, a Japanese patrol boat takes a direct hit and explodes. Rafe and Danny meet between their bombers. They catch their breath as they watch the activity surrounding them.



DANNY

Things just got a lot tougher!

RAFE

Yeah, I don't know what's worse: attacking Tokyo with no escorts in overloaded bombers, or sailing these ships so close to Japan.

They leave everything else unsaid, just gravely shake hands, excited and frightened at the same time, then head for their aircraft.

Pg 120, EVELYN V.O.: We can't rewrite history in a P.C. way by mentioning those captured and ignoring the sad fate three of them had at the hands of their Japanese captors. Recommending changing the opening lines to:

EVELYN V.O.

The early headlines were wrong. Ten fliers died. The rest eventually made it back home. (continue as written).

Later, same V.O.: Isn't it more appropriate these days to say "African American" instead of "Black?" Also, service members never "win" medals, like a contest. Medals are always "awarded," so Dorie would have been the "First African American to be awarded ..."

Pg 121, We never see these nurses in their brand new formal Nurses' White Day Uniform. This is a perfect opportunity to showcase them at the FDR award ceremony at the end of the film. Since these uniforms were actually issued, it would a very appropriate uniform to wear at such a high visibility event. They could even wear black mourning bands with this uniform - authorized and worn on the left arm.



## Strub, Philip, CIV, OASD/PA

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**From:** Davis, Charles, ,SAF/PAWR  
**Sent:** Tuesday, July 25, 2000 1:29 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Cc:** Thar, Douglas R., , SAF/PAN; Gillman, Bruce, , SAF/PAWR; Campbell, Erin, Maj, SAF/PAN; Giannazzo, Tom, , SAF/PAWR  
**Subject:** Writer Interview

Phil,

Though rather lengthy, thought you might enjoy reading this very insightful interview with Randall Wallace, writer of "Pearl Harbor." I lifted it from the cinemenium web site.  
Chuck

Randall Wallace: The Man Behind the Pearl Harbor Story ©

Written by: John Chadwell <mailto:PearlHarborEdit@aol.com>, Editor, Pearl Harbor Movie Fan Site

Randall Wallace is not only the man behind the "Pearl Harbor" movie, he's the same man who was behind "Braveheart" -having written both the best seller book and the script-but he's also the man behind "The Man Behind the Iron Mask," as the writer, producer and director. First and foremost, Randall is a dramatist, always in search of the broader story, the essence of the tale, as it were. Though he's been accused of distorting Scottish, English and French history, no one can argue that he doesn't tell compelling stories that make people think. Who but the Scots cared about William Wallace before Braveheart? How many young people had even heard of Alexandre Dumas until Wallace presented them with Leonardo DiCaprio in the dual role of King Louis XIV and his twin brother?

When I sat down with Randall at his Sherman Oaks, Calif. office recently, he commented that to most 15 to 20 year olds, Pearl Harbor is ancient history, and if seeing the movie "Pearl Harbor" causes them to seek out information about who the participants actually were-rather than his fictional characters-and what actually took place more than 50 years ago, then he has accomplished his role as the dramatist.

JC: What is the story behind the development of the script for Pearl Harbor?

RW: I ran into Michael Bay at a Directors' Guild dinner. That was after I had written, produced and directed "The Man in the Iron Mask," but he mainly knew me from "Braveheart." Well, I introduced myself and told him that I enjoyed his work and he told me he enjoyed my work. We got to laughing and talking and we said it would be nice to work together. He seemed to mean it. But you run into a lot of people in Hollywood like that. Then we went our separate ways.

A couple of days later, I got a phone call from my agent saying that Disney was interested in doing a movie with Michael Bay and they had an idea and wanted to know if I would be interested in pursuing it. I said I was in the middle of putting my own movie together, but it was an attractive group of talent to have a chance to work with, so I said I was open to the idea. My agent had a meeting with Todd [Garner at Disney] who said he wanted to do Pearl Harbor.

I went over and met with Todd and he told me the story of how he had been to Pearl Harbor and had visited the Arizona memorial and how it had an emotional affect on him. I always like that, when someone who's connected to the emotional element of something, who understands a kind of reverence for something. He had been moved by Pearl Harbor and what had happened there. He wanted to do a story about Pearl Harbor. Michael liked the idea and asked if I'd be interested in pursuing it.

Todd laid out the idea that there are these two brothers who are sailors at Pearl Harbor and are on the same ship. They both somehow fall in love with the same woman. One of the brothers lives and one of them dies. That is what he gave me. My response was that's the seed of a story, but it's not a story. I said, let me figure out how I want to tell the story of Pearl



Harbor and I'll come back and tell them what my take would be. If they liked my take - Jerry Bruckheimer was going to be involved, too-and if they wanted to do what I wanted to do, it would be great. If they didn't, then no harm no foul.

I came back and told Jerry and Michael that this story comes at you like the "Titanic": Here's a great catastrophe, which everyone knows about. You're not going to change that. In "Titanic" the ship's not going to suddenly be saved. In Pearl Harbor the Japanese aren't going to suddenly lose their way or get shot down or we're not going to win the battle. We know what that historical event is. It sounds like the studio is biting on this because of how big "Titanic" was-a historical event, lots of explosions, so let's just concoct a couple of lovers and wonder which one of them is going to live and which one is going to die.

I said, If that's basically the drill, then I'm not terribly interested because it just seems too much by the numbers. But when I look at the story, my emotions get stirred up and I get fascinated by certain elements. The first being that America was isolationistic. It's such a surprise for somebody who grew up in the post-war era to realize that before Pearl Harbor, America didn't want any part of the war. The other is that of America's response to Pearl Harbor. The event itself is one thing and it's fairly straight forward. We were there; we weren't expecting an attack; the Japanese attacked us and achieved pretty much total surprise and killed a whole lot of people. But what makes that important was America's response. That's where I, as an American, get stirred up, that we went from being an isolationistic country to having lines of young men all over America responding. I told them about a William Faulkner story about two boys from Mississippi who sit out front of a farmhouse of a man who is hard of hearing and keeps his radio turned up real loud. One night they hear an announcement about some place called Pearl Harbor and they go home. The older brother can't sleep all night and in the morning he says to his little brother he's got to go. The little brother asks where. And he says to a place called Pearl Harbor, and a place called Japan. The little brother asks why. The older brother says, "I ain't going to have nobody treat the United States that way."

That was a pure-American response and I wanted to do something like that. I didn't want to go all the way to Hiroshima, but I had read about Doolittle's raid and I realized that it was the symbol of America's response to being attacked. It was Roosevelt's courage. It was a military risk for America, yet its military significance was secondary to its internal response significance of leadership, courage and inspiration.

I thought that was the framework that the story should take. The story should begin in America's isolationism and end with America's coming back from the ashes. I said it was like Doctor Zhivago, where you have the Russian revolution, but you're not fascinated by the historical context. You're not trying to tell the history. You're fascinated by the human dimensions of courage and sacrifice and pain and how this historical event affects a human life. What makes an event interesting is telling it through the context of people. The lives of these lovers in Doctor Zhivago is like the railroad track of the story that moves through the landscape of this historical context. That's the way I would want to tell a story and here are my characters. I told them about these characters that were created from my own history and feelings about these two brothers and the woman who they both love and how that story unfolds. I told them the beats of how I would do the love story. They loved it and said let's go with that.

JC: From the draft of the script that I read, it sounds like it's pretty much all in there. Since they've started production have you been involved at all?

RW: No. A couple of months before filming began, Michael wanted some changes to the dialogue and, in my view, to the characters, because what people say is who they are. We really didn't see eye-to-eye. I didn't want the dialogue to be contemporary. I didn't want Doolittle swearing. I'm a Tennessean and I wouldn't agree with that. That's an example of one of the things we did not come to terms with. So he brought in some other people and asked if I would stay and work along with those writers or look at what they had done, then alter it back and make it mine. I said it was totally his call if he wanted to bring in another writer or writers, but I can't work that way. I've got another movie to work on.

JC: Have you seen any of the dailies?



RW: No.

JC: I'd be interested on your take because I don't know if they just changed a bit of dialogue or major scenes.

RW: I don't know either. I want to say in all honesty there's always a kind of struggle that goes on about the vision of a piece. The studio has its point of view. The producers do. The writer certainly does and the director does. The director really has to internalize it. My feeling is that you can make the argument that what you write, to some degree or other, that's personal. It's very healthy to be able to argue with the director. Like when I was writing and directing "The Man in the Iron Mask," it was still very helpful to talk with the actors, the studio head, the producing partner and everybody else about their opinion. Ultimately, you've got to call it as you understand it, and it's Michael's call. There's a point that you should get out of the way. But that doesn't mean you tell him you agree when you don't.

JC: What was the relationship like between you and Michael as you were writing the script? I've heard you worked closely together.

RW: We had a great time. It was certainly challenging working with Michael and Jerry.

JC: Did they come up with scenes and ideas?

RW: They were certainly coming up with ideas. The entire spine of the story, in my view, was mine. But it's a collaborative relationship in which someone will come up with something from their perspective. An example would be there were two pilots who fought their way into the air. I wrote that [scene] more like it actually happened: that two pilots had known about some planes at a remote airfield and they went there in their old car and got into the air and fought the Japanese. I wrote it like that. Because of production values or visual values or action values, Michael wanted to see those guys actually have to struggle to get into the air. He wanted them to take off under fire in an action sequence. He felt that this would be a lot more visually exciting and I'm sure he's correct. But it wasn't even remotely a writing collaboration. He would go in and add detail to an action sequence. Jerry, on the other hand, would sort of arbitrate the arguments between us and would suggest other things. He suggested the dyslexia aspect of one of the characters. They were always pushing for more stuff.

JC: You mean more action?

RW: More action. More complexity. More justification. In some ways they wanted to make it more and more defined to the audience. Like why are these guys friends? The fact that they were boys together, sitting in a makeshift plane and dreaming of flying together and that the family of one adopted the other when his father died made it totally real and understandable to me. I came up with a lot more complexity and nuance than they came up with. But Jerry really likes to make things clear and spelled out to everybody and said what if one of them is dyslexic? What if one of them had a personal problem the other one helped him overcome? We'd wrestle that way. Out of that we would come up with something. I'd go write and show it to them. We went through a lot of drafts that way. That's a great part of the process.

JC: I understood that Michael Bay contributed writing to the script.

RW: That's absolutely false. Michael really contributed from the perspective that a director should contribute in developing the script. He worked out action sequences in the way he wanted to do things. I'd be happy to show you the original if you want me to.

JC: I'll take your word for it. Did you write the entire first draft and take it to them or work with them scene by scene?

RW: I wrote the entire draft and didn't show it to anybody. In eight weeks I wrote it from start to finish. This is not in any sense a co-written script.



JC: Was there a conscious effort to write to women by including the nurses?

RW: One of our arguments was that Michael wanted to tone down the strength of the women and build up the men. He wanted to double what the men did. For example, instead of them just jumping in planes and flying up and taking on the Japanese, two fighters against hundreds of fighters. I thought that was significant and realistic courage. He wanted them to get into flight while being strafed and do zigzags and fly around the tower and have guys in the tower shoot down planes. That's the sort of thing he wanted to amp up. What the men did. But the women in the hospital were taking charge under difficult circumstances. In my opinion women will love seeing women being strong and in charge.

JC: It would show they played an important part.

RW: That's the other thing. Those nurses were every bit as courageous as the guys. They had never been under fire either.

JC: Did you have to fight to keep the nurses in?

RW: Yes. I wrote the scenes. I created the character. I wrote what she did. Certainly we had our arguments about the nuances of what makes a woman attractive and what makes a person fall in love. I wrote her my way. However he filmed her I can't tell you.

JC: While researching for the script, did you talk to a veterans and Pearl Harbor survivors?

RW: Yes.

JC: I recognized the one incident in the script depicting the men trapped under water inside the ship, where one helps others out and he drowns. Did you get that from one of the vets?

RW: I knew that guys had been trapped and wrote the drowning scene. I can't tell you who came up with the idea. Certainly guys were trapped and guys drowned. We condensed it. It's a massive story.

JC: Were you going for more of the feel rather than specific examples of what they went through?

RW: You've got to be impressionistic rather than have exact details. Michael had come across the scene of a guy pushing the others out, a big guy, So he said let's use that. He'd jot that in and I'd make it work.

JC: You've walked away from the project, but your name is still going to be on the film. Do you have a concern about how people, veterans in particular, are going to perceive this? That you didn't get it right?

RW: Sure. But anybody can criticize any movie. I certainly don't mean to leave Michael taking the blame. It's a funny thing, though. Like Phil Jackson said the other night, the good coach is the one who doesn't take too much claim and doesn't take too much blame. In success, everybody will try to take "claim" for everything and distance themselves from anything that's criticized.

"Braveheart" got a lot of criticism from English historians who said historical details were inaccurate. "The Man in the Iron Mask" was criticized in France from deviating from Alexander Dumas, when his story was also fiction. My answer has always been that I'm a dramatist and I'm trying to get at the essence of the truth and being impressionistic in trying to capture the courage of people.

The difficulty about Pearl Harbor is that I'm the writer, not the director. In many ways Michael and I didn't see eye-to-eye. But in other ways we did. My feeling about this is that Rafe and Danny and Evelyn and the nature of their love and the way the story is framed—that is my story. That love story and the way it happens is mine. Now there's all sorts of aspects of the execution of that story, which will be in Michael's hands. Not Michael, nor Jerry, the people at the studio, nor I created Pearl Harbor. It will be portrayed in a certain way, and the light in which that is being viewed again has a lot to do with the director making the choice about how people will talk, what they say, what they do.



from the one who made the choice to concoct the story so fighter pilots would fly in this group [Doolittle]. I interviewed some pilots and they said they were trained on single and multi-engines. They said it was plausible that it could have happened that way, but of course it did not happen that way. But you connect the story emotionally. The story of the raid is not the heart of this tale. The heart of the tale is much broader and more thematic. It's about Americans rising to an occasion and about the sacrifices of these people.

I would always argue for the broader truth and I would also say that the great thing about a drama is that it stimulates people to read the actual history. Films create more awareness and more interest. While dramas will create fictional awareness, they stimulate people to know about an event and to read about it later. To some members of the audience, Pearl Harbor is ancient history. But by seeing this movie they may become interested in it and start to read actual accounts and find out exactly who Franklin Roosevelt was, who Jimmy Doolittle was, exactly what happened. I don't feel that we do a disservice and certainly the idea is to honor the people and not take advantage of them by using their stories.

Nobody sets out saying they want to distort the story. I certainly understand the feelings of the families of those who fought and feel that they want to get the exact details of their ancestor's lives or what happened to them. That is an honest and fair desire. The only thing we can ask them to do is to look at the final product and judge us fairly. It's a question dear to my heart. I think that's important for people to remember. I don't think the audience will leave the theater with a bad view of Jimmy Doolittle or of any of the Americans who fought. And I think that anybody who was at Pearl Harbor or part of Doolittle's raid will be honored more by America and the world because this film comes out rather than they would have been without the film.

JC: Can we jump forward 50 years and talk about your next project?

RW: My movie is based on the book "We Were Soldiers Once and Young." <<http://www.amazon.com/exec/obidos/ASIN/0060975768/thepearlharbormo>>" The title of the movie will be something else like "The Lost Patrol." It is an incredible book. Probably the greatest book on infantry combat ever written. It is a collection of personal experiences of the soldiers who fought [in Vietnam]. It is a story about incredible leadership and the men who went and fought knowing that they would probably never get out alive. Everyone of them went into battle because their leader would never have left them and they wouldn't leave him. In the end, they did not fight for the flag, the ideas of patriotism, mom and apple pie. They fought and died for each other. That's a story America needs to know about Vietnam. It's never been told in that way.

I bought the movie rights to the book from the authors who are both absolute heroes. General Harold Moore and Joseph Galloway who is the only journalist in the actual battle. He flew into the battle when it was raging and ended up with a rifle in his hands, shooting and killing the enemy.

I've been to the Vietnam wall with survivors of the battle on the 30th anniversary of their fight. I've been to Ranger training at Ft. Benning, Georgia. I crawled through the mud and got my butt severely kicked and I'm going to ask a lot of the actors who play these roles to go through the training.

JC: What stage are you at with it?

RW: We're currently casting.

JC: So you already have a deal?

RW: I've got an arrangement with Joe Roth [formerly with Disney and now has his own production company].

JC: Having served three tours, I'll certainly be looking forward to seeing this film. Thank you.

Note: Well, he had me hooked. I couldn't wait for the movie. As soon as I got home, I fired up the computer and went right to Amazon.com and ordered "We Were Soldiers Once...and Young." Now, let's see if he gets it right...



DTG: 071212Z FEB 00

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Drafter's Name : PHIL STRUB, SPEC ASST  
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Releaser's Info : MR. PJ CROWLEY, PDASD(PA)697-0713

Action Prec : ROUTINE  
Info Prec : ROUTINE  
Specat :

From: SECDEF WASHINGTON DC//OASD-PA//  
To: USCINCPAC HONOLULU HI//JO1PA//  
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UNCLAS

SUBJ MILITARY PRODUCTION ASSISTANCE FOR FEATURE MOTION PICTURE  
"PEARL HARBOR"

REF A MTG BTW SECDEF (MR. STRUB)/USCINCPAC (CAPT MCCREARY) OF 01 FEB  
00

REF B DODI 5410.16

1. AS DISCUSSED REF A, DOD HAS APPROVED MILITARY PRODUCTION SUPPORT  
FOR THE PRODUCTION OF THE WALT DISNEY COMPANY FEATURE MOTION PICTURE  
"PEARL HARBOR." THE SCRIPT FOR THIS PATRIOTIC, EPIC PERIOD MOTION  
PICTURE DEPICTS POSITIVE, REASONABLY ACCURATE PORTRAYALS OF MILITARY  
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AFFAIRS, RECRUITING, AND RETENTION BENEFIT.

2. REQUEST YOU PROVIDE THE ASSISTANCE LISTED IN PARA 3, IAW REF B,  
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REQUIRED.

3. ANTICIPATED MILITARY PRODUCTION ASSISTANCE INCLUDES, BUT IS NOT

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RESTRICTED TO, FILMING AT FORD ISLAND, PEARL HARBOR NAVAL BASE, LACKHAM AIR FORCE BASE, FORT SHAFTER, AND WHEELER ARMY AIR FIELD. AT MANY OF THESE SITES, FILMING IS EXPECTED TO INCLUDE FLYING VINTAGE AIRCRAFT AND USING MOTION PICTURE SPECIAL EFFECT PYROTECHNICS TO REENACT THE DECEMBER 7, 1941 ATTACK ON THE ISLAND. WE ANTICIPATE THAT INACTIVE SHIPS WILL BE TOWED TO FORD ISLAND TO SIMULATE THE BATTLESHIP ROW OF THE PERIOD. WE UNDERSTAND THAT FILMING WILL ALSO TAKE PLACE ABOARD USS MISSOURI. THE FILMING IS CURRENTLY SCHEDULED FOR APPROXIMATELY FOUR WEEKS BEGINNING IN MID-APRIL.

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REQUIREMENTS LEVIED ON THE PRODUCTION COMPANY AS A CONDITION OF MILITARY PRODUCTION ASSISTANCE. DOD AUTHORIZES ANY AND ALL CUSTOMARY PRE-PRODUCTION OPERATIONS, HOWEVER NO FILMING MAY OCCUR UNTIL THE PRODUCTION ASSISTANCE AGREEMENT IS SIGNED.

6. THE DOD PROJECT OFFICER WILL, IN COOPERATION WITH SUPPORTING MILITARY INSTALLATIONS AND ORGANIZATIONS, DETERMINE THE ESTIMATED COST OF THE ASSISTANCE. WE MAY REQUIRE THIS AMOUNT TO BE DEPOSITED IN AN ESCROW ACCOUNT MANAGED AND DRAWN FROM BY THE SUPPORTING MILITARY INSTALLATION(S), OR WE MAY REQUIRE A LETTER OF CREDIT OR OTHER CERTIFICATION OF ABILITY TO REIMBURSE. THE DOD PROJECT OFFICER, IN COORDINATION WITH DOD, WILL DETERMINE THE MOST PRACTICAL METHOD FOR ENSURING REIMBURSEMENT TO THE GOVT.

7. SUPPORTING INSTALLATIONS AND ORGANIZATIONS WILL FURNISH INDIVIDUAL STATEMENTS OF CHARGES TO THE PRODUCTION COMPANY VIA THE DOD PROJECT OFFICER WITHIN 45 DAYS FOLLOWING THE END OF THE MONTH DURING WHICH ASSISTANCE WAS PROVIDED. REIMBURSEMENTS ARE TO BE MADE TO EACH SPECIFIC ACCOUNT FROM WHICH THEY WERE DRAWN, TO RESTORE THE FUNDS EXPENDED IN SUPPORT OF THE PRODUCTION. EXCESS FUNDS FROM THE ESCROW ACCOUNT(S) WILL BE RETURNED TO THE PRODUCTION COMPANY WITHIN 45 DAYS AFTER THE COMPLETION OF PRINCIPAL PHOTOGRAPHY.

8. THE DOD PROJECT OFFICER WILL SERVE AS THE CENTRAL COORDINATOR FOR SUBMITTING STATEMENTS TO THE PRODUCTION COMPANY AND WILL MONITOR REIMBURSEMENTS TO THE GOVT AND THE RETURN OF FUNDS TO THE PRODUCTION COMPANY, IF ANY ARE DUE.

9. THE DOD PROJECT OFFICER IS THE PRINCIPAL ON-SITE MANAGER AND COORDINATOR OF MILITARY INVOLVEMENT IN THE PRODUCTION. THE PROJECT OFFICER IS RESPONSIBLE BOTH FOR ENSURING THAT ASSISTANCE IS PROVIDED IAW DOD POLICY AND PROCEDURES, AND THAT MILITARY PORTRAYALS ARE IN KEEPING WITH AGREED-UPON SCRIPT. MILITARY COMMANDS AND ACTIVITIES WILL NOT PROVIDE ANY ASSISTANCE WITHOUT PRIOR AUTHORIZATION FROM THE DOD PROJECT OFFICER, WHO WILL COORDINATE REQUESTS WITH DOD.

10. DOD POC IS MR PHILIP M. STRUB, SPECIAL ASSISTANT FOR AUDIOVISUAL, OASD/PA, WASHINGTON, DC, DSN 225-2936 OR (703) 695-2936. DOD PROJECT OFFICER IS LIEUTENANT COMMANDER (SEL) DARREN V. MORTON, DIRECTOR, NAVY OFFICE OF INFORMATION WEST, LOS ANGELES, CA, (310) 235-7481. ARMY PROJECT OFFICER IS MAJOR BENJAMIN C. FRAZIER, DEPUTY CHIEF, LOS ANGELES BRANCH, OFFICE OF CHIEF OF PUBLIC AFFAIRS (310) 235-7621. AIR FORCE PROJECT OFFICER IS MR. CHARLES E. DAVIS, CHIEF, ENTERTAINMENT DIVISION, SECRETARY OF THE AIR FORCE PUBLIC AFFAIRS, WESTERN REGION (310) 235-7272.

BT



# AT CLOSE RANGE

## HEARING AID

When administration officials appear before congressional committees, most lawmakers (and we in the peanut gallery) are relieved enough when said witnesses opt not to read their testimonies, word for word, and in their entirety.

Indeed, the sighs wafting through the hearing room whenever an official says, "I'll just submit my testimony for the record and just review the main points orally," are almost as audible as the heartburn triggered by the drone of someone reading his or her 50 page-plus masterpiece word for word.

And lawmakers are always complaining that officials arrive at pre-scheduled hearings without responses to questions submitted by members ahead of time.

So you can imagine the congressional exuberance when said government officials deliver their testimonies by the deadline of 48 hours in advance of the hearing. Unfortunately, this rarely happens, according to Sen. Wayne Allard (R-CO), who chairs the Senate Armed Services strategic forces subcommittee.

However, Carolyn Huntoon, assistant secretary of energy for environmental management, who is somewhat new to the job and perhaps just a little eager, submitted her 40-page assessment of the program's structure, progress and fiscal year 2001 budget request in record time, which is to say by the deadline. Allard beamed at a Feb. 29 subcommittee hearing. The program is tasked with the cleanup and closure of nuclear weapons production facilities nationwide.

"I want to thank our witness for her appearance here today and for achieving a heretofore unachievable goal.

"I am relatively new on the committee, but I am told by my staff that no DOE witness in the past five years has submitted a testimony on time," Allard said. "Dr. Huntoon, I know you are also new to your job and hope this in an indication of positive change at DOE."

## DOD GOES HOLLYWOOD

As the next big Hollywood war movie rolls into production, the Defense Department is giving the project its full blessing.

The film is called "Pearl Harbor" and will be produced by Gerry Bruckheimer for Disney. Bruckheimer previously worked with the Pentagon in making the box office smash "Top Gun," which ended up being a major boon for DOD recruiters

in the 1980s. That's because after seeing the movie, scores of bright-eyed adolescents wanted to be a part of Tom Cruise's military.

Given today's recruiting woes, it's no surprise that Defense Secretary William Cohen has been schmoozing with the likes of Bruckheimer and other Tinsel Town big shots to promote movies and other projects that portray the military in a positive light, as was done in "Top Gun." He's even approached mega-stars like Cruise and Julia Roberts to do public service announcements for DOD.

Cohen's blessing and the strong support the Navy is showing for "Pearl Harbor" indicate the Pentagon hopes the movie will replicate the success of "Top Gun." Moreover, "DOD and Navy leadership see this feature film as a superb opportunity to pay tribute to the American heroes of Pearl Harbor and to all veterans of World War II," according to a Feb. 23 statement from the Naval Sea Systems Command.

After reading the script, Cohen praised "Pearl Harbor" as a "patriotic, epic period motion picture [that] depicts positive, reasonably accurate portrayals of military men and women, and is anticipated to be of considerable public affairs, recruiting and retention benefit."

Production for the new movie is set to begin next month, using ships from NAVSEA's Inactive Fleet. The Navy will be the lead service for the project, assisted by the Army and Air Force as needed. DOD has given the green light for service members to volunteer for on-screen work.

"This [film] will require the most complex motion picture support that DOD has authorized in more than 20 years," the statement says. "The inactive ships will be towed to Ford Island to simulate the battleship row of the period."

Filming will also take place aboard the U.S.S. Missouri, now a battleship museum, and Pearl Harbor Naval Base, HI. The effort will involve use of vintage aircraft and pyrotechnics to re-enact Japan's Dec. 7, 1941, attack on U.S. forces.

## GENERALLY SPEAKING

As a general rule, the director of the super-secret National Security Agency doesn't do a lot of public speaking or on-the-record interviews. That's too bad, considering that the current director, Air Force Lt. Gen. Michael Hayden, seems to be a pretty engaging guy.

Hayden, who's been "DIRNSA" for

just about a year, spoke last month at American University's Kennedy Political Union in Washington, DC.

According to the text of his remarks, Hayden opened up by noting that he had asked his staff to learn a little bit about the Union so he could "gauge my remarks toward your interests." After all, Hayden noted, "we're in the information gathering and assessment business so it should be easy for us to come up with something that would complement what you've heard from other speakers in this series." But when he learned TV shock host Jerry Springer had addressed the Union earlier in the month, he began to worry a little bit.

"Despite what you've seen on television, our agency doesn't do alien autopsies, track the location of your automobile by satellite, nor do we have a squad of assassins. ... If we did, I guess that Springer wouldn't be such a tough act to follow," Hayden said.

Referring to press reports that NSA routinely violates privacy rules while it snoops overseas for useful intelligence, Hayden stressed that the agency is actually on a pretty short leash. Oversight of the agency by Congress and the administration is extensive and laws like the Foreign Intelligence Surveillance Act regulate electronic eavesdropping in the United States, he said.

Nonetheless, the negative perception persists, and it is reinforced by Hollywood, according to Hayden. "Now, if you've seen 'Enemy of the State' you might believe that the NSA's intelligence gathering mission offers the greatest threat to the privacy of network users," he said.

Hayden wound up his talk by making a recruiting pitch. NSA requires a highly technical workforce, yet the agency has been struggling in recent years with a severe "brain drain." High-tech companies in the private sector have been luring away NSA employees by offering bigger salaries and hefty benefit packages.

"I would be remiss if I failed to mention that we will be aggressively hiring new talent in a variety of core skill areas as we begin a process of revitalizing our workforce," he said.

"If you're thinking about public service and would like career opportunities that are challenging, exciting, and rather, well ... very cool, I encourage you to examine these businesses we call SIGINT and INFOSEC at the National Security Agency."

In other words, NSA rocks, dude.



Inside The Pentagon  
March 2, 2000  
Pg. 25

### At Close Range

## **DOD Goes Hollywood**

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Filming will also take place aboard the U.S.S. Missouri, now a battleship museum, and Pearl Harbor Naval Base, HI. The effort will involve use of vintage aircraft and pyrotechnics to re-enact Japan's Dec. 7, 1941, attack on U.S. forces.



## Strub, Philip, CIV, OASD/PA

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From: Hallion, Richard, Dr, AF/HO  
Sent: Friday, May 19, 2000 4:05 PM  
To: Begert, Bill, LtGen, AF/CVA  
Cc: Gamble, Patrick, Gen, PACAF/C; Rand, Ronald T., BrigGen, SAF/PA; Strub, Philip, CIV, OASD/PA; Murray, Brian, LtCol, AF/HO  
Subject: Latest on Doolittle Film Controversy

Sir: Attached is a report on the controversy, care of Lt. Col. Murray, following a conversation he had with Mr. Philip M. Strub, the Special Assistant for Audiovisual, who works for Mr. Ken Bacon in OSD PA. .

The latest news: Mr. Strub called me this pm and we met for about an hour. . . He is very concerned about this film, directed by Jerry Bruckheimer and scripted by Mr. Randall Wallace, the scriptwriter of "Braveheart." Quite understandably, Mr. Strub wants to ensure that it portrays the American military in a positive and favorable light. There have been a couple of instances so far that do not do this, but he thinks they can be corrected. For example, Doolittle himself (to be played by Alec Baldwin) is shown in a somewhat unfavorable light compared to his "grousing" junior officers (Ben Afflick among others). . . Incidentally, there have been multiple scriptwriters so far, so continuity of effort and unity of vision are clearly problems. . .

In response to my question on why HO was not consulted, Mr. Strub says that, to his knowledge, the script was coordinated among the services, including the Air Force (but not the History and Museums program, obviously) and the Navy in effect took the lead in working with the script because much of the shooting was done at Pearl Harbor (where they crashed a plane). . .

So what can be done?: I would stress that we had a very positive conversation on what can be done at this point. The studio (Disney) is planning to do more shooting in the late summer in LA and San Diego, including flying 2 B-25's off a carrier (possibly USS Constellation). To their credit, their own leadership is now concerned that the veterans and others are unhappy with the script and filming, and they say that they want help to make certain the final film is ok. Mr. Strub asked if we could help.

I offered him the following:

- 1) AFHSO will prepare a data package on Doolittle and the Raiders, including some publications we have done on Doolittle and some audiovisual materials on the 11WG and their experiences at Pearl Harbor, and will send these to the studio researchers via Mr. Strub.
- 2) Col. Ballinger will assign one of our HSO historians who is a Doolittle expert to work full-time during the filming on-scene with the studio in LA and SD to ensure that accuracy is paramount. . . The studio will pay for all TDY expenses of this person, possibly for up to a month or slightly more. . .
- 3) As a Doolittle expert myself (and close friend both of the General and the family), I will make myself available for consultations as needed to ensure this accuracy, though I would envision only one or two 1-2 day trips at most. Again, if travel is required, studio will pay costs.
- 4) On our recommendation, Mr. Strub will recommend that the studio researchers and set dressers visit the AF Museum and study the Doolittle B-25 setting there as a guide for accuracy.
- 5) On our recommendation, Mr. Strub will recommend to the studio that they hire Mr. Carroll Glines, the noted Doolittle biographer, to ensure accuracy regarding the Raiders and their portrayal, as well as the accuracy of the portrayal of General Doolittle.
- 6) On our recommendation, Mr. Strub will recommend to the studio that they meet with and interview selected Raiders to get their recollections of involvement on the mission, their attitudes, their training, their experiences, and their reflections. (I recommended this because, apparently, one of the problems so far has been the studio essentially "guessing" about what these people felt, their motivations, etc.)
- 7) On our recommendation, Mr. Strub will recommend to the studio that they meet with and interview the Doolittle family members, particularly John Doolittle and Jimmy Doolittle III. (So far the studio has had no contact with any of these people).

Bottom line: We are working via Mr. Strub to ensure that this film reflects a positive image of the Doolittle Raiders and their mission. Further, by offering such support, we wish to ensure that there is no excuse for the studio to get these basic issues wrong and thus try to justify their actions "after the fact" by claiming they didn't know better. . .v/r Dick Hallion

-----Original Message-----

From: Murray, Brian, LtCol, AF/HO  
Sent: Thursday, May 18, 2000 6:51 PM  
To: Hallion, Richard, Dr, AF/HO  
Cc: Strub, Philip, CIV, OASD/PA  
Subject: Need someone to work with PA for film on General Doolittle

Dr. Hallion,

Got a phone call from interesting fellow named Mr. Strub concerning the History Office helping with the film being made on the raids by General Doolittle. Says he needs some technical advice and some historical perspectives. Cautions that the advisor will have to be flexible, for the movie is an adventure film and the filmmakers are not necessarily interested in highly accurate documentary style approaches...they want this to be entertaining and exciting I guess.



Anyway...I told him you would be interested due to your extensive background in this area. I wasn't sure if we have another historian who would be suited for this effort.

We also talked about the level of interest and involvement by the Navy...they have a liaison and an historian working it. There is considerable Navy involvement primarily due to the fact that the Navy's facilities are used for a lot of the location filming. The Air Force was evidently given the option to provide the historical advisors at the outset, but it was hinted that someone in Public Affairs may have declined the offer. Geez. Don't know the details...would have been nice to get in on this from the beginning though.

Notwithstanding, we can still have some influence on the direction on the filming and apparently it would be beneficial to have a more balanced Air Force presence in that process. Given your longstanding relations with the Doolittle family, I figured you would love to help out.

One of the approaches is to immerse the actors into the Air Force story to get a genuine feel for what occurred and what was experienced. General Metcalf and the Ohio Mafia are on the case already and will be hosting Alec Baldwin for some of that immersion training. Mr. Baldwin would likely benefit from your personal accounts about General Doolittle and his exploits.

You can call Mr. Strub at 695.2936.

Lt Col Murray

From: Begert, Bill, LtGen, CVA  
To: HO, PA

Ron/Dick, Anything the AF can/should do here? thx wjb

-----Original Message-----

**From:** Hallion, Richard, Dr, AF/HO

**Sent:** Wednesday, May 17, 2000 1:03 PM

**To:** Gamble, Patrick, Gen, PACAF/C; Begert, Bill, LtGen, AF/CVA; Rand, Ronald T., BrigGen, SAF/PA

**Cc:** 'jd3@as.net'

**Subject:** FW: Doolittle vs the Pearl Harbor Film

The latest from Jimmy Doolittle's grandson. . .He raises a major point. . . If C. V. Glines, the author of Doolittle's biography and the man most closely associated with the Doolittle clan and the Raiders through the years, has, as this memo says, read the script and is unhappy, then I would accept this on face value as proof that the script's a bomb. . .Glines is a retired AF Col., an excellent historian/popular writer, and a very balanced guy--he wouldn't complain if these were just small issues. . . More to follow, I am sure. . .Dick

-----Original Message-----

**From:** Jimmy & Pat Doolittle [<mailto:jd3@as.net>]

**Sent:** Wednesday, May 17, 2000 11:34 AM

**To:** Robert Davenport

**Cc:** Sam & Dana Kilanowski; Steve and Jonna Hoppes; Reynolds, Richard, MGen, AFFT; CV Glines; Hallion, Richard, Dr, AF/HO; Gene Deatrick

**Subject:** Doolittle vs the Pearl Harbor Film

Bob

I'd really appreciate your help to *unmistakably get the word to Alec Baldwin about the concern from the Raiders and Doolittle family about the unacceptable script* re the need for correcting the portrayal of General Doolittle



I'd bet that a commitment to get the Doolittle character correct in the script would net a boxcar load of support from the surviving raiders and the Doolittle family/friends

My cousin Jonna Hoppes, General Doolittle's granddaughter, and an author herself, writes:

<<<CV Glines has read the script and is very unhappy with it. I've forwarded your e-mails to him. His e-mail is [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com) <<mailto:CeeVee1531@aol.com>>>>>

CV Glines is an eminent author and has written a large number of books about aviation and many books about General Doolittle and is a LONGTIME TRUSTED FRIEND of the Doolittle family

I don't know what interaction has occurred already or what CV has tried to do to influence the script but he would be a GREAT contact to help Alec get the Doolittle character spot-on correct--I'd be willing to meet with Alec also if we can get some sort of commitment on the script issue

Thanks in advance for your support and help on this

Jimmy Doolittle III

----- Original Message ----- **From:** Steve Hoppes <[schjd@earthlink.net](mailto:schjd@earthlink.net)> **To:** [jd3@as.net](mailto:jd3@as.net) <<mailto:jd3@as.net>> **Sent:** Tuesday, May 16, 2000 8:00 PM **Subject:** Pearl Harbor Film

Jimmy - Hi - CV Glines has read the script and is very unhappy with it. I've forwarded your e-mails to him. His e-mail is [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com) <<mailto:CeeVee1531@aol.com>> . I'll get a copy of the script to you as soon as I receive it. An interesting aside: Steve Bonds - a script writer who has just finished his first draft on a film about the Raid - is very interested in both the outcome of the Pearl Harbor Movie and the family's reaction to his script. He attended the reunion in Ogden and has been in contact with both CV and my dad. Let me know if you want his number - ok? Jonna



**Strub, Philip, CIV, OASD/PA**

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**From:** Ballinger, George, Col, AF/HO  
**Sent:** Friday, May 19, 2000 4:15 PM  
**To:** Richard Davis  
**Cc:** Richard Hallion; Murray, Brian, LtCol, AF/HO; William Heimdahl; Jacob Neufeld; Herman Wolk; Strub, Philip, CIV, OASD/PA  
**Subject:** Getting Doolittle Right

Rich,

Just to follow-up on our discussion...Dr Hallion and I would like you to serve as the historical advisor to the folks making the new Pearl Harbor (through the Doolittle Raid) movie. You can probably count on a few weeks of TDY associated with this mission--as early as July and as late as October. Your primary POC is Mr Phil Strub in OASD/PA, phone is 703-695-2936 (office 2E789). Recommend you contact Mr Strub ASAP to get some details.

A couple of other short term requests: (1) there was a recent edition of Air Power History that was dedicated to General Doolittle (check with Jack)...please try to get 5 copies (provide one to Mr Strub and 4 others to the movie production crew) (2) The 11th Wing produced a historical video on what their namesake--the 11 Bomb Group--did at Pearl Harbor (something like the "Gray Geese at War")--try to get a couple copies of the tape for Mr Strub).

Thanks, in advance, for taking this project on. I actually think this should be fun and interesting.

Col Ballinger



Strub, Philip, CIV, OASD/PA

**From:** Jimmy & Pat Doolittle [jd3@as.net]  
**Sent:** Sunday, May 21, 2000 12:59 PM  
**To:** CV Glines; Hallion, Richard, Dr, AF/HO  
**Cc:** Strub, Philip, CIV, OASD/PA; Sam & Dana Kilanowski; James Young; Reynolds, Richard, MGen, AFFT; Gene Deatrick; Steve and Jonna Hoppes  
**Subject:** Re: Getting Doolittle Right

Dick--thanks in advance for bringing ALL of your influence to bear strongest and soonest to see that all that we can do to make the Doolittle characterization and history as correct as possible....

Your multifaceted ideas about how to get CV and the Raiders, family etc to help the studio get the character accurate are right on target

You will have a tough uphill battle---Bottomline of what I just received from CV following his conversation with Disney higherup Bruce Hendricks is:

<<<<<<<".....About the portrayal of Doolittle, he (Disney exec Bruce Hendricks) would be willing to see that minor changes were made based on the errors and mischaracterization I pointed out but the rest would stay as written.....He said he was sorry that I believed the entire concept was wrong but it could not (would not) be changed. He was also sorry that the writer had not gotten in touch with me as promised before writing the Raid portion of the script.....">>>>>>>>>

Address for Bruce Hendricks is c/o Walt Disney Studios, 500 S. Buena Vista St., Burbank, CA 91521

Well, I guess we should be thankful they are willing to bend a LITTLE--but I'm not surprised at a semi-stonewall

I don't think the family will have much luck in taking on Disney--I'm not surprised that CV got the mostly "tuff darts" reply from the movie higherups--it saddens me that money is MUCH more important to the corporation than honesty, integrity and truthfulness--Disney used to represent pretty high standards in entertainment, guess times are changin'.

BTW Given the Alec Baldwin quote from the Army liaison Robert Davenport that follows, maybe getting to Alec about the accuracy of the character would be a GOOD thing:

<<<<<< <<<<, '.....I have met with Alec Baldwin, and he is most anxious to meet with as many survivors of the raid as possible. He has personally conveyed to me that he wants his portrayal of Gen. Doolittle to be as accurate as possible.....">>>>>>>>>>

Anyway, here's details what CV had to say about his conversation with Disney  
exec  
Bruce Hendricks :

<<<<<Jim:

Received a call from a Disney executive named Bruce Hendricks. He was cordial but made the following quite clear:

1. The shooting was about one-third complete and a few changes have been made in the script but did not say what they were.
2. The basic concept of two guys being chosen for the Raid because they had previous combat experience will not change. He was not concerned about the errors of fact that I mentioned.



4. About the portrayal of Doolittle, he would be willing to see that minor changes were made based on the errors and mischaracterization I pointed out but the rest would stay as written.

6. If anyone would like to get in touch with him, his address is c/o Walt

7. He said he was sorry that I believed the entire concept was wrong but it could not (would not) be changed. He was also sorry that the writer had not gotten in touch with me as promised before writing the Raid portion of the script.

I don't know what to recommend now but perhaps for interested parties to contact Mr. Hendricks and reiterate how grossly inaccurate the script is. Will be interested in your thoughts after you see a copy of the script I sent to Jonna for reproduction.

Cheers!!

----- Original Message -----

To: <jd3@as.net>

Sent: Friday, May 19, 2000 1:24 PM

Subject: FW: Getting Doolittle Right

> > -----Original Message-----  
> > From: Hallion, Richard, Dr, AF/HO  
> > Sent: Friday, May 19, 2000 4:22 PM  
> > To: Ballinger, George, Col, AF/HO; Davis, Richard , Dr, AF/XOPE  
> > Cc: Murray, Brian, LtCol, AF/HO; Heimdahl, William, Mr, AF/HO; Neufeld,  
> > Jacob, Mr, AF/HO; Wolk, Herman, Mr, AF/HO; Strub, Philip, CIV, OASD/PA  
> > Subject: RE: Getting Doolittle Right  
> >

>> .Don't let them get away with slurring or trivializing what the Raiders

>> .Dick

&gt;&gt;

> > -----Original Message-----

> > From: Ballinger, George, Col, AF/HO

> > Sent: Friday, May 19, 2000 4:15 PM

> > To: Richard Davis

>> Cc: Richard Hallion; Murray, Brian, LtCol, AF/HO; William Heimdahl;

> > Jacob Neufeld; Herman Wolk; Strub, Philip, CIV, OASD/PA

> > Subject: Getting Doolittle Right

>>

> > Rich.

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> > you to serve as the historical advisor to the folks making the new Pearl  
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> > should be fun and interesting.

> >  
> > Col Ballinger

> >  
> >  
> >  
>



**Strub, Philip, CIV, OASD/PA**

**From:** Jimmy & Pat Doolittle [jd3@as.net]  
**Sent:** Sunday, May 21, 2000 10:22 PM  
**To:** John (AF Mag Editor) Correll  
**Cc:** James Young; CV Glines; Gene Deatrick; Hallion, Richard, Dr, AF/HO; Strub, Philip, CIV, OASD/PA; Robert Davenport; Reynolds, Richard, MGen, AFFT; Sam & Dana Kilanowski; Steve and Jonna Hoppes  
**Subject:** Pearl Harbor and the Air Force Association

Two parts one for all and one for John Correll Air Force Magazine editor

**For all:** John Correll [JCorrell@afa.org](mailto:JCorrell@afa.org) should be info'd on future commo/replies on the Pearl Harbor issue-thanks

For John Correll, Air Force Magazine

John

Wonder if you and our great *Air Force Association* have any thoughts about an alleged "problem" we have with the current Disney Pearl Harbor script--Tokyo Raiders, friends and family are saddened that the Doolittle character in the movie is alleged to be played in a very unfavorable, unflattering and downright out of character manner--CV Glines, Doolittle biographer has reviewed the script and confirms this{:<}{:<}

If you would like a copy of the script to review I will overnight one to you, cousin Jonna Hoppes a Doolittle grand daughter is sending me a copy of the one CV procured

Air Force Historian Dr Dick Hallion [Richard.Hallion@pentagon.af.mil](mailto:Richard.Hallion@pentagon.af.mil) has been helping champion the cause of influencing Disney to make the Pearl Harbor movie script more historically correct--Raiders and the family have a lotta heartburn with the script as it is alleged to take great liberty with the characterization of Doolittle in a very unfavorable light--I've suggested Tokyo Raid author and Doolittle biographer CV Glines [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com) might work with Alec Baldwin (who plays Doolittle) and the producer to help make the script and character a little more historically correct--here's an out take from a note CV Glines sent me re his conversation with Disney exec:

<<<<<Jim:

Received a call from a Disney executive named Bruce Hendricks. He was cordial but made the following quite clear:

1. The shooting was about one-third complete and a few changes have been made in the script but did not say what they were.
2. The basic concept of two guys being chosen for the Raid because they had previous combat experience will not change. He was not concerned about the errors of fact that I mentioned.
3. He compared the Pearl Harbor script with the Titanic script saying that it, too, was not accurate but they had the right to take a historical incident and play it any way they wanted to for dramatic effect.
4. About the portrayal of Doolittle, he would be willing to see that minor changes were made based on the errors and mischaracterization I pointed out but the rest would stay as written.
5. He said he would send me a revised script but I really doubt that he



will.

6. If anyone would like to get in touch with him, his address is c/o Walt

Disney Studios, 500 S. Buena Vista St., Burbank, CA 91521.

7. He said he was sorry that I believed the entire concept was wrong but it could not (would not) be changed. He was also sorry that the writer had not gotten in touch with me as promised before writing the Raid portion of the script.

So, while it was good to be able to talk with him about my unhappiness with the script, I don't think anything will really change except possibly some of the dialog which I found objectionable and unfair when it put profanity in your Granddad's mouth. I told him that in all my conversations with him, I never heard him say a single cuss word. He told me that profanity was a sign of a deficient vocabulary. We'll see if any of it the stays in.

I don't know what to recommend now but perhaps for interested parties to contact Mr. Hendricks and reiterate how grossly inaccurate the script is. Will be interested in your thoughts after you see a copy of the script I sent to Jonna for reproduction.

CV Glines>>>>>>>>>>

Cheers!!

Jimmy D

----- Original Message -----

**From:** Sam&Dana Kilanowski

**To:** Jimmy & Pat Doolittle

**Sent:** Sunday, May 21, 2000 11:57 AM

**Subject:** Pearl Harbor movie

Dear Jimmy,

Do you think it would help if you contacted the AFA and various other veterans organizations such as the VFW, DAV and American Legion, for their help to apply pressure on Disney to produce a historically accurate movie? I do recall several years ago that the various veterans groups banded together to change the "Enola Gay" exhibit history at the Smithsonian. Best of luck, Dana



## Strub, Philip, CIV, OASD/PA

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**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Monday, May 22, 2000 10:34 AM  
**To:** Strub, Philip, CIV, OASD/PA  
**Cc:** Begert, Bill, LtGen, AF/CVA; Gamble, Patrick, Gen, PACAF/C; Wolk, Herman, Mr, AF/HO; Ballinger, George, Col, AF/HO; 'jd3@as.net'  
**Subject:** "Pearl Harbor" Film (continued)

Phil: Even more on the Pearl Harbor business. . . This email, from my exec, reflects info from the PacAF history office. . . Bottom line is they were never consulted on the script by anyone--DoD or otherwise--on this film. There were apparently only 2 contacts at all: 1) CMSgt Davis, the 15ABW historian, once gave a Hickam base tour to one of the Disney people and, at that time, the fellow apparently mentioned some interest in changing at least some of the Doolittle AAF crews into Navy crews (See text below) 2) A film researcher came by the 15ABW HO to examine photos and memorabilia for about 15 minutes. . . I think the game plan we suggested last Friday is the best way to avert any such problems in the future. . . Dick Hallion

-----Original Message-----

**From:** Murray, Brian, LtCol, AF/HO  
**Sent:** Monday, May 22, 2000 10:23 AM  
**To:** Hallion, Richard, Dr, AF/HO  
**Subject:** FW: "Pearl Harbor" Film

-----Original Message-----

**From:** Wilson Pati GS-13 PACAF/HO [mailto:Pati.Wilson@hickam.af.mil]  
**Sent:** Friday, May 19, 2000 1:23 AM  
**To:** Murray, Brian, LtCol, AF/HO  
**Subject:** "Pearl Harbor" Film

Lt Col Murray,

Re your phone message to Dr. Tim Keck, 18 May 00.

Our office was not approached concerning the script of the subject film by anyone associated with the film, DOD/PA, PACAF/PA, or Navy PA. We had no input.

Late last year or early this year, before the script was finished, someone (we think Bruce Hendrickson) came to Hawaii. CMsgt Davis from the 15 ABW History Office gave him a tour of Hickam and Wheeler. At that time there was talk of having Navy pilots as part of the Doolittle Raid. Chief Davis advised Mr. Hendrickson that they were, and should be, Army Air Forces pilots.

Once the crew arrived to begin filming, David Kennedy, a technical advisor (we think), visited the 15 ABW History Office for about 15 minutes to look at their memorabilia, photos, etc. At no time were we or the 15 ABW History Office consulted about the script.

Dr. Keck is on leave/TDY until 30 May. If you have more questions, please call/e-mail me.

Pati  
Patricia Wilson  
Deputy Command Historian  
PACAF/HO  
DSN: 315-449-3922  
Fax 315-449-3860  
e-mail: Pati.Wilson@hickam.af.mil



The meeting was held to discuss concerns and questions related to the filming of "Pearl Harbor" a Disney/Touchstone movie, at the Naval Construction Battalion Center Port Hueneme (CBC) and Naval Air Station Point Mugu (NAS). Represented were CBC and NAS Navy personnel, members of Big Ship Productions and Disney. Distributed to all concerned was a synopsis of the filming schedule for the bases, the related script pages, and a letter from the location manager detailing the scenes and requirements. Tentative film dates are 17-20 July 2000. (Dates subject to change).

Following are the issues and actions discussed at the meeting. \*denotes action items.

**Environmental issues were discussed first (scene 230).** It was strongly recommended by Tom Keeney, base natural resources head, that the original location of the sand spit at the end of 18<sup>th</sup> street not be used due to environmental and tidal concerns. Alternate sites were discussed, among those Surfers Beach and Family Beach. A letter of request would need to be sent to National Marine Fishery Service for Family Beach and to the Fish and Wildlife Service for Surfers Beach. Keeney estimated approval time at one to two weeks.

Additionally, a location for scenes 71-72 has yet to be determined. The original location requested is too near the Light Footed Clapper Rail habitat. An alternate site considered is the CBC Rifle Range.

*\*Work with location manager in scouting alternative sites—TERI REID*

*\*Liaison with location manager, Disney environmental attorney and NMFS on environmental concerns--  
TOM KEENEY*

**SCENES 3,4 and 5:** Involves building a 30 foot tall structure to serve as an office tower. Set would be built immediately next to Hangar 325, adjacent to the wire storage fence. Bill Skinner, art director, presented a storyboard detailing the construction. Two sets of blueprints were given to Mark Kadowaki, Public Works. A construction crew numbering about 10 would arrive on or about 26 June. Initially Hangar 330 was considered to use as a construction shop/staging area. However the hangar is in use 5-15 July for naval projects. The cinder block building next to 325 is considered as the alternative site.

Runway 927 used for day scenes.

*\*Relocate the equipment inside the storage fence area prior to filming—ALEDA SIROS*

*\*Clear approximately 50 x 100 square foot area inside the cinder block building (old VAQ 34) to use as the construction shop/staging area. Ensure power and water available. ALEDA SIROS/DARRELL HOVDE*

*\*Process temporary waiver through NAVAIR to allow construction—MARK KADOWAKI*

*\*Work with NAVAIRES PAO to relocate VP-65 aircraft during filming—TERI REID*

Four P-40s and one helicopter will arrive one to two days prior to filming.

*\*Arrange overnight storage—CHIEF KELLEY*

**Scenes 3,4, 5, 71, 72:** Involves P-40 land maneuvers, take offs and landings, day, dusk and night. Commercial shuttle runs continuously between 0700-1830, air traffic slower in late morning and mid-afternoon. Airfield open 0700-2300. Runway 321 used for night scenes. Location still undetermined for scenes 71-72, romantic nighttime scene.

*"Classified" ops occurring*



*\*Deliver request to AirOps by 13 June on quiet hours needed with as specific dates and times—PEARL HARBOR AERIAL TEAM*

*\*Appoint AirOps POC to work with aerial team during production—LCDR FARNER*

*\*Copy of waivers, insurance delivered to AirOps—NAVINFO/PEARL HARBOR AERIAL TEAM*

**Scene 40-P-40 gun calibration scene:** Use Hangar 330, which is not available 5-15 July. Paint floor, special effects include squibs and blanks.

*\*Ensure art department has copy of Hazmat paint regulations—TERI REID*

*\*Coordinate with Safety (Steven St. Johns) in pre-production—TERI REID*

*\*Liaison with Disney safety (Manny Chavez) on safety issues—STEVEN ST. JOHNS*

**Scene 7-CBC Quonset Huts:** Will light up the walkway in front of the huts with China Lights, and also light the exterior between the main hut. Would like access to the three huts on either side of PH252 and light the interior of those huts.

*\*Notify users of Quonset Huts—MARK KADOWAKI*

*\*Block off parking the night before filming—PUBLIC WORKS/SECURITY*

**Security:** Disney has received permission from the union for crew to drive to the bases. They would like to park the crew at a central lot at both bases and shuttle them. They can provide required information on each driver. Traffic control may also be necessary in certain areas.

*\*Work on possible parking plan—OTTO YOUNG*

*\*Find out what traffic control actions are necessary—TERI REID/OTTO YOUNG*

A possible additional scene to be filmed at NAS Pt. Mugu was brought up at the meeting. The scene involves either towing or flying a P-40 and crashing it with significant pyrotechnics. Disney needs to provide more information on the scene, what will be used and how, before a decision can be reached. They scouted the fire pit area used for the air show and the large asphalt area on Donald Road where two buildings were recently demolished.

*\*Disney to provide more information and determine if scene could be shot at either of two locations*

*\*Determine if scene could be safely shot at NAS Mugu—STEVEN ST. JOHNS*

→ This is yet another additional <sup>\*</sup>major request added at the last minute.



**Strub, Philip, CIV, OASD/PA**

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**From:** Johnson Maj Thomas V [JohnsonTV@hqmc.usmc.mil]  
**Sent:** Wednesday, June 14, 2000 3:58 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Subject:** FW: FW: Spielberg's Semper Fi MIA.htm

Sir, FYI

-----Original Message-----

From: Johnson Maj Thomas V  
Sent: Wednesday, June 14, 2000 7:56 AM  
To: Murray Col Sheryl E  
Cc: Whitlow BGen William A  
Subject: FW: FW: Spielberg's Semper Fi MIA.htm

Ma'am,

FYI, got this note from the show's producer this morning. R/S--Maj. Johnson

-----Original Message-----

From: TIMBA56@aol.com [mailto:TIMBA56@aol.com]  
Sent: Wednesday, June 14, 2000 7:11 AM  
To: JohnsonTV@hqmc.usmc.mil  
Subject: Re: FW: Spielberg's Semper Fi MIA.htm

Spielberg was editing with us on Monday - spent (3) hours in edit room. We deliver that cut today to Network @ 5pm. Tomorrow, Thursday, is when we have

to give official notice to actors to option their contracts. So we will know

officially tomorrow if we are to start shooting in Sept./October.

I do know that Steven is very happy with the result of the pilot. It looks great.

He is still very hot on the project and very upset with the network that they

are releasing this information and very upset they are still "dicking" around

with us and the project. Either myself or Joe will let you know what happens

Thursday. Have the Chaplain say a prayer.

BERNIE

Feel free to call me at home @ 818/771-0660 if you have any questions. I have been packing and working out of my home.



## Strub, Philip, CIV, OASD/PA

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From: Green.Jack [Green.Jack@nhc.navy.mil]  
Sent: Wednesday, June 14, 2000 4:34 PM  
To: Strub, Philip, CIV, OASD/PA  
Subject: RE: PH

Phil:

Since the Doolittle raid planning began in late January 1942, if it had happened this conversation would have occurred in in late December 1941 or early January 1942. Let's try this:

Roosevelt meets with his military advisors

ROOSEVELT

Gentlemen, we're facing a crisis greater than any of us could have imagined. I want both of your frank assessments of our situation from an Army and Navy point of view. Admiral Stark?

ADMIRAL STARK

Mr President, the Pacific Fleet suffered a severe blow with the destruction of the Battleship Force at Pearl Harbor. But fortunately our aircraft carriers and heavy cruisers were at sea during the attack, so we still have some strong naval defensive and offensive striking force. We are preparing to use our carriers to strike enemy outposts in the Marshalls and Gilberts to protect our transpacific supply route to Australia. But the risk of taking the carriers close enough to mainland Japan to attack with short range carrier aircraft is just too great.

As we had anticipated, the Japanese are advancing throughout Southeast Asia and the Central Pacific. At Singapore the new British battleship Prince of Wales and battlecruiser Repluse were sunk from the air. Guam and Wake have fallen, and our small Asiatic Fleet of one cruiser and a handful of old destroyers has been forced from the Phillippines to the Dutch East Indies. There it is now combining with the small British and Dutch naval forces already there. But the Japs are much stronger, and I am not confident that our forces there can stop their advance.

ROOSEVELT

General Marshall?

GENERAL MARSHALL

Mr. President, the situation in the Phillippines is continuing to deteriorate. Our Air Corps B-17 striking force there was almost completely destroyed on the ground at Clark Field. An estimated 43,000 Japanese troops have landed on the main island of Luzon, and are advancing on Manila. General MacArthur may soon have to evacuate his command to the Bataan Peninsula and the island of Corregidor and go under siege. But we have no relief force to send them to lift the siege. The British garrison at Hong Kong has surrendered, and enemy troops are advancing on the fortress at Singapore.

ROOSEVELT

Attacking outposts and having fortresses go under seige will not win this war. We may be on the ropes, but we have to strike back now-- hit the heart of Japan the way they have hit us.

-----

Phil, I know this is too much dialog, but it is better to edit from too much than too little! This is the best I can do on such short suspense; I will sleep on this and may have better ideas tommorrow.



**Strub, Philip, CIV, OASD/PA**

**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Friday, August 11, 2000 11:42 AM  
**To:** 'Jimmy & Pat Doolittle'; Bruce Hendricks  
**Cc:** LT Melissa Scheurmann; Robert Davenport; Gene Deatrick; Steve&Jonna Hoppes; CV Glines; Hallion, Richard, Dr, AF/HO; BG Bob Cardenas; Gamble, Patrick, Gen, PACAF/C; Begert, Bill, LtGen, AF/CVA; Rand, Ronald T., BrigGen, SAF/PA; Strub, Philip, CIV, OASD/PA; Davis, Richard, Dr, AF/XOPE  
**Subject:** RE: Bruce Hendricks & Pearl Harbor

Jimmy, Bruce, and gang: Glad to hear that such progress has been made and that a major rewrite of the Doolittle character is underway. We in AF History will continue to help in all regards. . . Feel free to call anytime, Dick Hallion (703-697-5600)

-----Original Message-----

**From:** Jimmy & Pat Doolittle [mailto:jd3@as.net]  
**Sent:** Thursday, August 10, 2000 8:17 PM  
**To:** Bruce Hendricks  
**Cc:** LT Melissa Scheurmann; Robert Davenport; Gene Deatrick; Steve&Jonna Hoppes; CV Glines; Richard Hallion; BG Bob Cardenas  
**Subject:** Fw: Bruce Hendricks & Pearl Harbor

**Bruce**

Thanks so much for hosting the Pearl Harbor gathering on 6 July--regret that my flying schedule prevented my being there. I've spent all of my adult life in military and commercial aviation and I know I missed a lot of good airwork and B-25 round engine noises at the shooting location..

I received quite a lot of very positive feedback from the family on the Disney hospitality and the efforts that you and your crew expended to make them comfortable were very apparent.

Just received the script updates that you kindly sent, have not had a chance to review them but thanks again for the very worthwhile effort you and your folks have put into "getting Doolittle right." Thanks a million for making the commitment to properly honor a great American in your story...

**Best Regards**

**Jimmy Doolittle III**

----- Original Message -----

**From:** Jimmy & Pat Doolittle  
**To:** Bruce Hendricks  
**Cc:** Jason Reed ; Steve&Jonna Hoppes ; Sam & Dana Kilanowski ; RV Reynolds ; Robert Davenport ; Philip Strub ; LT Melissa Scheurmann ; John (AF Mag Editor) Correll ; James Young ; Hallion, Richard, Dr, AF/HO ; Gene Deatrick ; CV Glines ; AFA(Bill Brady) ; Bruce Hendricks ; Gamble, Patrick, Gen, PACAF/C  
**Sent:** Thursday, June 08, 2000 10:44 AM  
**Subject:** Bruce Hendricks & Pearl Harbor

**Bruce**

Thanks for your VERY kind phone call re: Disney Studios rewrite of the Doolittle character which I'll try to recant here briefly:

Your offer accomplish a major rewrite of the Doolittle character in the Pearl



Harbor script is most welcome--I was delighted to hear that you agree with family and historian friends that the original Pearl Harbor script version didn't come very close in correctly characterizing (then LtCol) Doolittle....

Thanks also for your offer to include Jonna Doolittle Hoppes, CV Glines, myself and the DoD/US Air Force historian and public affairs team to include Dr Dick Hallion and Philip Strub in the coordination and comment cycle as the rewrite is accomplished....

We will be pleased to participate in the proposed 6 July meeting with Alec Baldwin to recant our personal experiences and observations of Doolittle's character and demeanor based on our years with our Grandfather--Hopefully you will be able to capture a good share of the surviving Raiders--for our part, Jonna Doolittle Hoppes and I are both within easy driving distance, Huntington Beach and Palmdale respectively--we will be there to meet with Alec if at all humanly possible{:>}

Speaking for the Doolittle family, I will say that 99% of our problems with the script were with the profane, ignorant, crude, arrogant characterization of our Grandfather who was actually a "gentleman's gentleman" and a very bright and accomplished PhD aeronautical engineer and scientist.

Thanks again for the call, we look forward to working with you--PS please give Jason Reed a pat on the back for his very kind comments and assistance earlier this week regarding the rewrite.

Cheers!!

Jimmy Doolittle III



**Strub, Philip, CIV, OASD/PA**

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**From:** Bacon, Ken, CIV, OASD/PA  
**Sent:** Sunday, June 11, 2000 3:59 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Subject:** RE: Pearl Harbor SITREP

Phil--Thanks for the update. I agree with your approach. Ken

-----Original Message-----

**From:** Strub, Philip, CIV, OASD/PA  
**Sent:** Friday, June 09, 2000 4:55 PM  
**To:** Bacon, Ken, CIV, OASD/PA  
**Cc:** Desler, James, CIV, OASD/PA; Hoke, Celia, CIV, OASD/PA  
**Subject:** Pearl Harbor SITREP



06-09-00

Ken,

Per our earlier discussions, I wanted to keep you abreast on "Pearl Harbor" progress, and military-related assistance matters.

In the last several weeks, I've become increasingly concerned by the lack of serious effort on the part of the "Pearl Harbor" filmmakers Jerry Bruckheimer (producer) and Michael Bay (director) to accommodate concerns we have identified in writing regarding key military portrayals in the script. That we would continue to negotiate over these depictions was understood when we approved military assistance months ago, but the changes have been unusually slow in arriving, piecemeal, and incomplete.

The demands of their studio-dictated, perhaps overly-ambitious production schedule could lead the production company to forego addressing our recommendations, and film important scenes more or less as they are now scripted. My concern is that this could result in a movie with very substantial official DoD association, that is popularly perceived as trivializing - however unintentionally - honored historic people and events. The Services share this concern and hope our collective prodding will result in a final product that portrays Navy and Army Air Forces characters, real and fictional, as positive and reasonably true to the historical period.

The production company continues to identify new production assistance requirements, some quite significant in impact - such as the new request for filming flight training sequences at Point Mugu Naval Air Station in California. My intent, with wholehearted concurrence from the other Services involved, is to use the leverage of future military assistance as a means for coaxing the filmmakers into providing script changes in a reasonably timely fashion before the scenes in question are filmed. Our suggested changes are quite modest, typically involve only dialogue, and do not require major script revisions to incorporate. I'll keep you advised about this issue.

Phil



**Strub, Philip, CIV, OASD/PA**

---

**From:** Whitaker, Johnny, Col, SAF/PA  
**Sent:** Friday, June 09, 2000 11:14 AM  
**To:** Strub, Philip, CIV, OASD/PA; Gradisher, Joseph F, CAPT, CHINFO  
**Subject:** RE: "Pear Harbor"

Thanks! JW

-----Original Message-----

**From:** Strub, Philip, CIV, OASD/PA  
**Sent:** Friday, June 09, 2000 11:10 AM  
**To:** 'gradisher.joseph@hq.navy.mil'; Whitaker, Johnny, Col, SAF/PA  
**Subject:** "Pear Harbor"

Joe, Johnny, Ken won't be back in the office until next week, so I'll send him an email outlining what I intend to do and indicating that we're in agreement. I'll call Jerry Bruckheimer today and should reach him today or Monday. I won't use a confrontational tone, but will tell him that DoD and the Services are concerned that not receiving timely and positive script changes could jeopardize future military assistance. I hope to obtain an agreement from him to provide page changes, at least NLT one week prior to filming the scenes in question. I'll copy you on the email to Ken and keep you up to speed on the phone conversations.

Thanks,

Phil

6/9/00



**Strub, Philip, CIV, OASD/PA**

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**From:** Gradisher, Joseph F, CAPT, CHINFO  
**Sent:** Friday, June 09, 2000 11:18 AM  
**To:** Whitaker, Johnny, Col, SAF/PA; Strub, Philip, CIV, OASD/PA  
**Subject:** RE: "Pear Harbor"

Sounds good to me. Joe

-----Original Message-----

**From:** Whitaker, Johnny, Col, SAF/PA [mailto:WhitakeJ@pentagon.af.mil]  
**Sent:** Friday, June 09, 2000 11:14 AM  
**To:** Strub, Philip, CIV, OASD/PA; Gradisher, Joseph F, CAPT, CHINFO  
**Subject:** RE: "Pear Harbor"

Thanks! JW

-----Original Message-----

**From:** Strub, Philip, CIV, OASD/PA  
**Sent:** Friday, June 09, 2000 11:10 AM  
**To:** 'gradisher.joseph@hq.navy.mil'; Whitaker, Johnny, Col, SAF/PA  
**Subject:** "Pear Harbor"

Joe, Johnny, Ken won't be back in the office until next week, so I'll send him an email outlining what I intend to do and indicating that we're in agreement. I'll call Jerry Bruckheimer today and should reach him today or Monday. I won't use a confrontational tone, but will tell him that DoD and the Services are concerned that not receiving timely and positive script changes could jeopardize future military assistance. I hope to obtain an agreement from him to provide page changes, at least NLT one week prior to filming the scenes in question. I'll copy you on the email to Ken and keep you up to speed on the phone conversations.

Thanks,

Phil



**Strub, Philip, CIV, OASD/PA**


---

**From:** Jimmy & Pat Doolittle [jd3@as.net]  
**Sent:** Thursday, June 08, 2000 1:45 PM  
**To:** Bruce Hendricks  
**Cc:** Jason Reed; Steve&Jonna Hoppes; Sam & Dana Kilanowski; Reynolds, Richard, MGen, AFFT; Robert Davenport; Strub, Philip, CIV, OASD/PA; LT Melissa Scheurmann; John (AF Mag Editor) Correll; James Young; Hallion, Richard, Dr, AF/HO; Gene Deatrick; CV Glines; AFA(Bill Brady); Bruce Hendricks; Gamble, Patrick, Gen, PACAF/C  
**Subject:** Bruce Hendricks & Pearl Harbor

Bruce

Thanks for your VERY kind phone call re: Disney Studios rewrite of the Doolittle character which I'll try to recant here briefly:

Your offer accomplish a major rewrite of the Doolittle character in the Pearl Harbor script is most welcome--I was delighted to hear that you agree with family and historian friends that the original Pearl Harbor script version didn't come very close in correctly characterizing (then LtCol) Doolittle....

Thanks also for your offer to include Jonna Doolittle Hoppes, CV Glines, myself and the DoD/US Air Force historian and public affairs team to include Dr Dick Hallion and Philip Strub in the coordination and comment cycle as the rewrite is accomplished....

We will be pleased to participate in the proposed 6 July meeting with Alec Baldwin to recant our personal experiences and observations of Doolittle's character and demeanor based on our years with our Grandfather--Hopefully you will be able to capture a good share of the surviving Raiders--for our part, Jonna Doolittle Hoppes and I are both within easy driving distance, Huntington Beach and Palmdale respectively--we will be there to meet with Alec if at all humanly possible{:>}

Speaking for the Doolittle family, I will say that 99% of our problems with the script were with the profane, ignorant, crude, arrogant characterization of our Grandfather who was actually a "gentleman's gentleman" and a very bright and accomplished PhD aeronautical engineer and scientist.

Thanks again for the call, we look forward to working with you--PS please give Jason Reed a pat on the back for his very kind comments and assistance earlier this week regarding the rewrite.

Cheers!!

Jimmy Doolittle III



**Strub, Philip, CIV, OASD/PA**

---

**From:** Johnson, Gregory 'Grog', VADM, OSD  
**Sent:** Saturday, June 03, 2000 1:46 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Subject:** RE: Belated Congratulations

Phil, Thanks for your thoughtful and very much appreciated e-mail. Yes, we are very excited about moving to Gaeta and taking on the opportunities of Command. Guess the acting thing will have to stay on the back burner where it has been and probably will stay for the rest of my life. How is the filming going? When is the premiere? Would love to be able to attend, but Hawaii is a long way from Gaeta. By the way, who did they end up casting? All the best.....Grog

-----Original Message-----

**From:** Strub, Philip, CIV, OASD/PA  
**Sent:** Thursday, June 01, 2000 10:23 AM  
**To:** Johnson, Gregory 'Grog', VADM, OSD  
**Subject:** Belated Congratulations

Admiral,

My reliable source (Sonja) tells me that you're going to be commanding the 6th Fleet! Well, I don't see how you could pass up a career in show biz for a mere numbered fleet command, but I guess it's all a matter of perspective.

Seriously, great news, congratulations! I hope your operating schedule permits you attend the movie premiere in HI. You won't believe that they're planning for it this far out. Thanks for all your help,

Phil

6/9/00



## Strub, Philip, CIV, OASD/PA

---

From: Green.Jack [Green.Jack@nhc.navy.mil]  
Sent: Monday, January 29, 2001 11:18 AM  
To: 'Newman, Tina'  
Cc: 'LT Melissa Schuermann, USN'; Strub, Philip, CIV, OASD/PA  
Subject: RE: Pearl Harbor - Dentist Scene

Tina:

Yes, this scene was loosely based on a real incident and there was some concern about adverse reaction in the Japanese-American community, and even possible litigation.

This incident is sometimes known as the "Dr. Mori" intercept. On 3 December a telephone wiretap had overheard a Japanese-American dentist's wife, Mrs Motokazu Mori, in a conversation with a Tokyo newspaper reporter. They were having small talk about what the conditions were like in Hawaii, flying aircraft overhead, and the presence of large numbers of soldiers and sailors. Further references to flowers were initially thought to be possible code words for battleships and carriers. The FBI had translated this intercept on 6 December, and brought it to the attention of military/naval intelligence and Gen Short that afternoon.

Although Dr. Mori was on the FBI's "list of suspects", research by historians has shown no direct evidence that this was anything other than a purely innocent telephone conversation, with no intelligence motivation or value. At that time the Japanese had their own spy giving them the precise information they needed; and did not need any amateur Japanese-American help. To put the scene in the movie could make it vulnerable to:

1. The accusation that Pearl Harbor is inferring that members of the Japanese-American community in Hawaii knowingly contributed to the planning and success of the attack, something that has never been proven.
2. The objection of Mrs Mori's family to their relative being portrayed as a possible spy, when in fact that was not the case.

At best, the scene, as it was written, could cause hard feelings amongst the Japanese-American community and the Mori family, along with the resulting bad publicity for the movie. At worse, there could be possible legal action by these or other groups.

I talked with LT Schuermann on this matter this morning, and we are in agreement.

Jack A. Green  
Naval Historical Center

> -----  
> From: Newman, Tina[SMTP:Tina.Newman@disney.com]  
> Sent: Friday, January 26, 2001 9:37 PM  
> To: Green.Jack  
> Cc: Rosler, Beth  
> Subject: Pearl Harbor - Dentist Scene  
>  
> Hi Jack,  
> I'd like to jog your memory back to when we were going to shoot a  
> "Dentist"  
> as a "Japanese Spy" in the film Pearl Harbor. Bruce mentioned that you may  
> recollect why we didn't shoot the scene....maybe something to do with the  
> fact that the scene represents a real person? Does this ring a bell. Any  
> feedback you can give me would be helpful. Thank you.  
> Tina Newman  
> :)  
> You can also reach my on my cell phone (818) 281-5150 or my office (818)



**Strub, Philip, CIV, OASD/PA**

---

**From:** Gillman, Bruce, , SAF/PAWR  
**Sent:** Tuesday, May 16, 2000 1:57 PM  
**To:** Rand, Ronald T., BrigGen, SAF/PA  
**Cc:** Davis, Charles, , SAF/PAWR; Thar, Douglas R., , SAF/PAN; Whitaker, Johnny, Col, SAF/PA; Williams, Robert C., , SAF/PAN  
**Subject:** RE: Further info on Doolittle and the motion picture Pearl Harbor

Sir,

Following our review of the latest script changes (which we received yesterday, dated 5/8/00) to "Pearl Harbor," I can assure you that progress is being made regarding some of the concerns expressed by Mr. Doolittle in his e-mail to you.

As Mr. Jack Green of the Naval Historical Center, the DoD project officer Lt. Melissa Schuermann, and Mr. Phil Strub point out (in portions of their attached e-mails), we have been and continue working very closely with the production company in changing the dialogue to reflect a more accurate picture of General Doolittle and this important aspect of his outstanding military career.

MR GREEN WRITES:

We personally made our concerns about the GEN Doolittle portrayal known to producer Jerry Bruckheimer.

Col Glines (Historian for the Doolittle Raiders) told me that he had sent a copy of the script to John T. Correll, Editor in Chief of Air Force Magazine. It was the Air Force Association that took a lead role in the Enola Gay controversy, and because of the Doolittle (and general 1941/1942 Air Corps) portrayal it is very likely that they may make DOD support of this movie an issue.

I tried to reassure Col Glines and the Raiders that the current script is not a "done deal", and that further revisions are still in work. Also, that the DOD is concerned about the legacy of General Doolittle and the Raiders, and we have been presenting these concerns to the Disney executives and the Producer in order to correct the problems.

I will be glad to elaborate on any of the many historical issues in this movie with any concerned DOD party

Jack A. Green  
Naval Historical Center

LT SCHUERMAN (DOD PROJECT OFFICER) WRITES:

I have been working with Mr. Jack Green, Historian, Navy Historical Center. I brought him onto "Pearl Harbor" as a historical advisor. He has been extremely helpful in helping me relay overall historical/military concerns to the producers.

In Hawaii, Jack Green and I went over in detail our collective concerns regarding this military historical figure (as well as others) - we even went so far as to offer the production company dialogue changes for certain scenes to enhance the historical aspects surrounding events and to enhance the credibility of the Doolittle character.

Since then, I have reminded both Jerry Bruckhemier and Bruce Hendricks that there are groups (Doolittle/Tokyo raiders etc...) that may be incensed and insulted by the portrayal as it is now appears in the script. They asked me to look into introducing not only Alec Baldwin, but Michael Bay as well, to a couple of the actual survivors. One can only assume that this will help in the portrayal arena.

I contacted Jack Green initially in my quest because of his ties to many historians, veterans, and museum-types. He spoke directly with Col Carroll Glines ( Historian for the Doolittle Tokyo Raiders)who told him their



concerns regarding Doolittle's portrayal in the script. He also told Jack that Colonel Chase Nielsen (navigator, plane #6) was given a script (by whom I don't know) and sent his comments (all of a negative nature) to the Editor of AF Magazine. He is planning to address the concerns of the Doolittle Survivor's in an upcoming article. I made sure that Bruce Hendrick's was aware of this.

Bruce Hendrick's is equally as concerned that the Doolittle character/scenes change and have a more serious tone, as per his latest discussion's with studio heads. The Studio's mission happens to coincide directly with ours on this point, and I see this as a welcome opportunity to help effect script changes (very much a work in progress).

#### OUR INPUTS CONTINUED SIR:

General Doolittle is depicted as being a smart and scrappy, though tough and compassionate leader, totally dedicated to his men and their mission. Though a couple of lines of dialogue are a bit "salty," due to the critical importance of his goal and the extreme circumstances of war, such language might have been used under those conditions. His depiction is not that of a General Patton type character.

The information you received regarding Navy withdrawal from the project, the use of Navy pilots on Army Air Corps missions and uniforms is false. Each branch of the military depicted (including us) have a project officer on site at each location every day a scene involving a particular branch of the military is being filmed. Chuck was at Fosters Point Rec Area and I at Hickam AFB for filming and the uniforms were correct, and the footage shot exactly as the approved script called for.

#### LT COL DAVENPORT (ARMY PROJECT OFFICER) WRITES:

As far as I know, the following is totally false:

1. The Navy has not withdrawn.
2. There are no Navy fliers on the Doolittle mission.
3. They haven't designed any new uniforms for the movie (I've been on the set now for six days, which is probably sixty or seventy hours, and I haven't seen a uniform that isn't totally reg for the period).

#### OUR INPUT CONTINUED:

Finally, this movie is not about General Doolittle. It is not about the Japanese attack on Pearl Harbor, nor is it a movie about W.W.II. This is a love story about a relationship between two best friends and a girl. The military, though critical to the storyline, serves as a backdrop to this story about the coming of age of three young people during a very trying time in America's history. Phil Strub who coordinated with DoD History Office sums this up well sir as follows.

#### PHIL STRUB WRITES:

We've been lobbying Jerry B. and Michael B. and others to get as much authenticity put into the script (since their Pentagon visit). I anticipate that much of the silly stuff will be gone, but we have keep in mind that we won't get rid of it all. Frankly, this is the script we signed off on and the filmmakers with which we agreed to work. We knew this wasn't going to be "A Man for All Seasons." On the other hand, it's important to emphasize to everyone that this is an entertainment movie that pays homage to the PH veterans, probably their last chance for recognition and awakened US public interest in their lifetimes. It's about this tribute, not about historical authenticity!!

We're walking a bit of a fine line between entertainment and historical authenticity, but my mantra is that the film stays true to the spirit of the times and that it pays homage to the veterans, living and dead. This is intended to deflect, in part, criticism over any inauthenticity.

#### OUR FINAL COMMENTS:

As we discussed yesterday, I will attend any meeting(s) arranged with Col



Doolittle and 'Raiders' that take place with the production company to show 'the Blue'. I too am confident when the movie hits the streets people will leave the theater feeling very proud of this chapter in history. This goes for Veterans and Active-duty personnel.

FYI: I am driving out to Edwards after sending you this e-mail. Chuck who helped compose it is in the office at 310-235-7522 if you need anything else sir. My Cell phone in the car is 310-200-7663 and will call back to the office at 1200 hrs PST.

vr,



February 14, 2001

Mr. Lawrence Suid  
19 C Hillside Road  
Greenbelt, MD 20770

Dear Larry:

This letter is to confirm our interest in your writing an article on the making of the motion picture Pearl Harbor for publication in Naval History magazine and a preview piece based on your early screening of the movie for the U.S. Naval Institute's Proceedings. We believe our audience will be especially interested in the subject.

Please let me know whether we might be able to help you secure an advance screening so that we may have your articles in the June issue of Naval History (available mid-April, deadline early March) and the May issue of Proceedings (available mid-May, deadline early April). Best of luck with your interviews and other research.

With cordial regards,

Fred L. Schultz  
Editor-in-Chief  
Naval History magazine



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Fred L. Schultz  
Editor-in-Chief  
Naval History magazine



Strub, Philip, CIV, OASD/PA

---

From: Green.Jack [Green.Jack@nhc.navy.mil]  
Sent: Tuesday, February 20, 2001 4:16 PM  
To: 'LT Melissa Schuermann, USN'  
Cc: Strub, Philip, CIV, OASD/PA  
Subject: interviews

Mel & Phil:

Had an interview over the phone with this Sunday with David Giammarco, a very prominate Hollywood writer who has previous published interviews with Kevin Costner, Billy Bob Thornton, and Pierce Bronson. The interview went for 50 minutes, and I generally covered the items stated in my previous E Mail about Larry Suid.

He asked about the procedure for DOD support of movies. I stated that because I was not a part of that process, I could not speak on it, and he needed to talk to you or Phil.

He asked about any "historical" problems with movie. I gave him my stock answer:

"Michael Bay has a very strong and detailed vision for what he wants the movie to be. In those cases where the historic detail fit into that vision, he enthusiastically put it in. Where it did not, he, like most directors, used dramatic license."

Disney may not like this, but to me this is fair and honest statement that does not criticize the movie. This is the statement I would like to give to this question; do you see any problems with it?

He asked for specific examples of historical problems, which I deferred by saying that until the movie comes out it would be unfair of me to talk about scenes that may not end up in the finished movie.

To all questions about personalities, I said good and positive things about everybody (including Michael Bay!).

Today, Bob Cressman (a historian on our staff) and I had interviews with National Geographic Television for their "tie-in" TV show with the movie. This interview went for about 1 hour, 45 minutes. It went well, and I stated pretty much what I have been saying all along about the Eagle Squadrons, Pearl Harbor, and the Halsey/Doolittle Raid.

That's how things are going on here.

Jack



Strub, Philip, CIV, OASD/PA

---

Subject: FW: B-25 FILMING ON USS CONSTELLATION FOR PEARL HARBOR MOVIE

-----Original Message-----

From: Wensing, Kevin M CAPT (CPF N00PA) [mailto:WensinKM@cpf.navy.mil]  
Sent: Monday, August 28, 2000 3:19 PM  
To: 'Melissa Schuermann'; Wensing, Kevin M CAPT (CPF N00PA); Weidie, Scott A LCDR (CPF N3351); Ciokon, Joseph F (CNAP N01PA); Koontz, David M CDR (CNAP N01P); 'Melissa Schuermann'; Cole, Bruce CDR (CPF N00PA0); 'Brown, Charlie LT'; Strub, Philip, CIV, OASD/PA; Schwenter, Donna-Grace, Ms., CHINFO; Weidie, Scott A LCDR (CPF N3351); Brown, Matthew S CDR (CNSP N01P); 'McWhorter, CharlesD CDR'; 'Brown, Charlie LT'; Nelms, Larry W CAPT (CPF N33); 'navinfo\_la\_1@earthlink.net'  
Subject: B-25 FILMING ON USS CONSTELLATION FOR PEARL HARBOR MOVIE

Good Feedback -

- \* LT Mel Schuermann - Thanks for the update on Disney event on CONNIE.
- \* LCDR Scott Weidie - Provided FYI so you can liaison with AIRPAC and Third Fleet.

AIRPAC - Please make sure that new boss is aware....I heard today that "he doesn't know anything about the planned movie B-25 fly-off."

- \* CHINFO - Let me know if there are any problems that I can help answer.

- \* Also - For NAVINFO LA and AIRPAC - Last week I met the great-grandson of Col. Billy Mitchell who the B-25 was named after. - He said that if possible he'd like to visit NAS NI when they fly-in and maybe see an aircraft.

- Perhaps Alan Perwin or John Maloney could accommodate his request to see the airplanes.

His POC info is:

Phil Banfield  
Director, Business Development  
CollegeClub.COM  
1010 Second Ave.  
Suite 700  
San Diego, CA 92101

E- pbanfield@office.collegeclub.com  
Tel - 619-237-7180

Resp,  
Kevin Wensing

+++++



Strub, Philip, CIV, OASD/PA

From: Wensing, Kevin M CAPT (CPF N00PA) [WensingKM@cpf.navy.mil]  
Sent: Friday, September 08, 2000 7:39 PM  
To: Koontz, David M CDR (CNAP N01P); 'Melissa Schuermann'; Strub, Philip, CIV, OASD/PA; Schwenter, Donna-Grace, Ms., CHINFO; Mehal, Robert, LT, CHINFO; 'Brown, Charlie LT'; 'bruce.hendricks@disney.navy.mil'; Cole, Bruce CDR (CPF N00PA0); Wensing, Kevin M CAPT (CPF N00PA); Crowder, Doug CAPT (CPF N001); Fisher, Kenneth L RADM (CPF N01); Mikatarian, Douglas W LCDR (CPF N010); Weidie, Scott A LCDR (CPF N3351); Nelms, Larry W CAPT (CPF N33); Sault, Kenneth R CDR (CPF N001A); Fargo, Thomas B ADM (CPF N00); Harding, David W CAPT (CPF N3); Kunkle, Steven A RADM(Sel) (CPF N3N5N7); Hinkley, Dean M CAPT CPF (CPF N00J); Rodriguez, Manuel C YNCM(SW/AW) (CPF N008)  
Subject: OPNAV APPROVES B-25 FLIGHT - MSG W/N88 APPROVAL OF B-25 LAUNCHES



B25HEL-1.TXT

Admiral and staff:

FYI

- CNO staff approved the B-25 flight and helo ops, in message below, for Disney.
  - Meeting on CONNIE yesterday with all concerned went well and everyone is comfortable with the plans.
  - B-25's arrive Sunday at 0900 and will do practice field take offs around 1000-ish at NAS NI.
  - They'll be onloaded Tuesday and ship sails Wednesday for movie shoot when planes take off and return to NAS NI.
  - Gary Laughlin is all set and I'll see him in SD to ensure he is well.
  - Most movie crew members will fly off Thursday morning.
  - This is last piece of physical support... now they go into post-production digital effects work.
  - Meeting on Stennis Friday with CO and Disney to look at premiere plans.
- Main planning meetings 12&13 Oct in LA and SD.

V/resp,  
Kevin Wensing  
Capt USN

=====

RATUZYUW RUENAAA 2521755-UUUU--RUENAAA.

ZNR UUUUU

R 081755Z SEP 00 ZYB

FM CNO WASHINGTON DC//N889//

TO CINCPACFLT PEARL HARBOR HI//N3/N33/N335//

COMNAVAIRPAC SAN DIEGO CA//N00PA/N3/N34/N84/N844//

USS CONSTELLATION

INFO SECDEF WASHINGTON DC//OASD-PA//

SECNAV WASHINGTON DC//PAO//

CHINFO WASHINGTON DC//00//

COMNAVAIRSYS COM PATUXENT RIVER MD//PMA251D2/00/01/07//

COMTHIRDFLT

COMCRUDESGRU ONE

COMCARAIRWING TWO

COMNAVSAFECEN NORFOLK VA//11//

COMNAVREG SW SAN DIEGO CA//N01PA//

NAVAIRWARCENACDIV LAKEHURST NJ//JJJ//

NAS NORTH ISLAND CA//N3//

FACSFAC SAN DIEGO CA//N3//

FLTIMAGCOMPAC SAN DIEGO CA//N00/N30//

BT

UNCLAS //N03100//

MSGID/GENADMIN/CNO N889//

SUBJ/B-25 AND CIVILIAN HELO OPS ISO DISNEY MOVIE PEARL HARBOR//

REF/A/RMG/CPF/012011ZSEP00/-NOTAL//

REF/B/DOC/CNO/29NOV95//

NARR/ REF A IS CPF ENDORSEMENT AND REQUEST FOR WAIVERS ISO DISNEY



FILMING ON USS CONSTELLATION. REF B IS OPNAVINST 3100.8, DECK  
LANDING OPERATIONS BY CIVILIAN HELICOPTERS WITH CIVILIAN PILOTS ON  
U.S. NAVY VESSELS.//

POC/K. SHAFFER/CDR/N889F4/-/TEL:DSN 664-7723/TEL:COM 703-604-7723//

RMKS/1. B-25 LAUNCHES AND HELICOPTER WAIVERS APPROVED AS REQUESTED  
REF A.

2. LACK OF MILITARY EQUIVALENT MODELS FOR EUROCOPTER TWINSTAR AND  
SIKORSKY S-76A HELICOPTERS ACKNOWLEDGED. EXCLUDING WAIVERS GRANTED  
IRT REF A, OTHER REF B PROVISIONS GERMANE.

3. THIS WAIVER PRESUPPOSES THOROUGH ORM PROCESS AND CONVINCING  
MITIGATION OF POTENTIAL RISKS.//

BT

NNNN



Strub, Philip, CIV, OASD/PA

---

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1010 Second Ave.  
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San Diego, CA 92101

E- pbanfield@office.collegeclub.com  
Tel - 619-237-7180

Resp,  
Kevin Wensing

+++++



**Strub, Philip, CIV, OASD/PA**

**From:** Hendricks, Bruce [Bruce.Hendricks@disney.com]  
**Sent:** Thursday, August 24, 2000 9:30 AM  
**To:** 'Jimmy & Pat Doolittle'; Hendricks, Bruce  
**Cc:** Steve&Jonna Hoppes; Sam & Dana Kilanowski; Reynolds, Richard, MGen, AFFT; Robert Davenport; Strub, Philip, CIV, OASD/PA; LT Melissa Scheurmann; John (AF Mag Editor) Correll; James Young; Hallion, Richard, Dr, AF/HO; Gene Deatrick; CV Glines; AFA(Bill Brady); Hendricks, Bruce; Gamble, Patrick, Gen, PACAF/C  
**Subject:** RE: Script Revisions

Jimmy,  
 You will be pleased to know that we are not ripping out the co pilots seat,  
 nor are we playing the take off as dropping "lower than the deck."  
 Best regards,  
 Bruce

-----Original Message-----

**From:** Jimmy & Pat Doolittle [mailto:jd3@as.net]  
**Sent:** Tuesday, August 22, 2000 9:17 AM  
**To:** Hendricks, Bruce  
**Cc:** Steve&Jonna Hoppes; Sam & Dana Kilanowski; RV Reynolds; Robert Davenport; Philip Strub; LT Melissa Scheurmann; John (AF Mag Editor) Correll; James Young; Hallion, Richard, Dr, AF/HO; Gene Deatrick; CV Glines; AFA(Bill Brady); Hendricks, Bruce; Gamble, Patrick, Gen, PACAF/C  
**Subject:** Script Revisions

Bruce

Thanks for sending on the 8/9/00 Pearl Harbor script revision

A few comments--thoughts that might keep your creation more "on target" and keep movie customers from "groaning" at big inaccuracies in a few of the scenes.. I'm confident my historian pals CV Glines, Jim Young and Dick Hallion will chime in if my comments and suggestions aren't precisely on the money.....

pp103, 104

"....the planes need more gas....."

"Richards rips out a copilots seat and tosses it onto the deck....."

*Fact: The airplanes were carefully modified to lighten them and increase fuel capacity with competent engineering thought and judgement, well in advance of being loaded on the Hornet--Doolittle was the nations first Doctor of Science in Aeronautical Engineering, he, nor any commander, engineer or pilot would have permitted removal of something as essential as a pilot's seat--this piece of the scene is absurd and the safety and operational implications of the absurdity of removing a pilots seat won't be lost even on the layman watching this motion picture... There are two pilots in bombers because one might be wounded or incapacitated, the airplane can't be maneuvered by a pilot without a proper seat and the mission might be compromised.*

*Fact: the tail guns in question were removed as part of the aforementioned engineering modification process, not at sea.*



*The load carrying capacity and airplane performance of the B-25 was carefully considered and airplanes were flown off the Hornet at the originally planned gross weight-I do not believe that any fuel was added nor draconian weight reduction measures taken on-the-spot to lighten the aircraft despite the 400 mile early launch*

pp105

".... Doolittle starts the run down the flight deck..... He reaches the end and his plane drops from sight! Then it rises--airborne! .....Rafe..... then Danny..... both of them drop deadly close to the waves! the others follow."

*Fact: Doolittle's airplane and 14 out of 15 remaining B-25s rose in a constant climb from the Hornet's deck, Doolittle's airplane didn't drop from sight nor did any of the other airplanes sink, descend, lose altitude or drop from sight-except for one where the B-25 crew neglected to set the correct takeoff flap setting and did sink, nearly ending the mission for that crew and aircraft.*

*The load carrying capacity and airplane performance of the B-25 was carefully calculated in advance--in the proper takeoff configuration (flaps set for takeoff) Doolittle and the other planners were correct in their belief that the airplanes had adequate takeoff performance margin to climb away from the deck and sea--the 400 mile early takeoff had serious range implications as far as fuel capacity and the crews ability to reach China following delivery of the bomb payload on Japanese targets--however, takeoff performance was never in question even for the early launch evolution....*

Thanks again for all of your assistance in gettin the Doolittle character right and your efforts to get the historical and aviation facts correct

Cheers!!

Jimmy Doolittle III



# VARIETY

THE INTERNATIONAL ENTERTAINMENT WEEKLY ■ APRIL 30 - MAY 6, 2001

SPOTLIGHT:

AUSTRALIA

FRANCE

BEGINS ON PAGE 41

WILL STUDIO FIND SAFE 'HARBOR'?

## DISNEY PREPS PR BLITZKRIEG

By CHARLES LYONS

**M**ichael Eisner was never comfortable with mega-budget pics like "Armageddon," so he was in no mood to greenlight the \$180 million pricetag for "Pearl Harbor" — even if it did come with the same producer (Jerry Bruckheimer) and director (Michael Bay).

When then studio topper Joe Roth came up with a plan to trim "Harbor" costs to \$135 million and the Disney chairman-CEO OK'd the budget, the filmmakers and studio were then faced

with two questions: how to make and how to market the film.

Lensing raised issues such as historical accuracy that would never arise with movies such as "The Rock" and "Armageddon"

(see separate story).

Then there was the question of how to turn a movie that clocked in at two hours and 50 minutes and lacked the marquee value of a B.O. name like Bruce

Willis into a money-maker.

The pic's final negative cost came to roughly \$140 million, and Disney will incur an estimated \$70 million in domestic print & advertising costs and \$50 million more for overseas P&A. While the studio would not comment on what the pic needs to break even, it will certainly have to hit \$300 million worldwide before the studio can even dream of recoupment.

But the key to profitability lies in the creative model Roth conceived. Neither the stars, Bay, nor Bruckheimer are gross players in the pic until it reaches break-even, however the studio chooses to define it.

With the film unspooling on May 25 on 3,000 screens and a publicity campaign that's already in high gear, the numbers do not look as worrisome as they did a year ago.

"This is an old-fashioned model," says Roth, who now runs Revolution Studios. "The breakeven point for 'Pearl Harbor' is lower than movies that cost \$100 million and have large gross participants."

Past breakeven point, the studio gives up a combined total of 15%-17% of the pic's gross to



Bay and Bruckheimer, an unspecified percentage point to star Ben Affleck and all deferred salaries to numerous people. (Talent and crew had agreed to deferrals to whittle the budget and assure a greenlight.)

But "Pearl" was never designed as just a movie that would make its money back. This would be a film to break

Turn to page 37

## 'Pearl' divers toy with reality

By ED RAMPPELL

HONOLULU Disney's interpretation of the "date which will live in infamy" is fact-based — but not necessarily factual.

In "Pearl Harbor," the Dec. 7, 1941, bombing begins as the people of Honolulu are in the midst of homey, all-American activities: playing baseball, having picnics and hanging out their wash.

In real life, of course, the bombing occurred at 7:55 a.m. on a Sunday, when many Hawaiians were in bed.

Clearly, some liberties have been taken.

A Navy Art Museum rep says that director Michael Bay even wanted to redesign period uniforms, to make them more photogenic.

Like the makers of every historical film before them, Bay, "Harbor" producer Jerry Bruck-

heimer, exec producer Bruce Hendricks, scripter Randall Wallace and the studio had to deal with a dilemma: accuracy vs. drama.

So will the pic adhere to the truth, or will Dec. 7 get a Mickey Mouse treatment? And, ultimately, how much does historical accuracy count in a fictional film?

Bruckheimer says: "We tried to be as accurate as we could, but this is just a movie. It's not a history lesson. It's a romance. A fiction. The real story would take nine hours to show."

Daniel Martinez, National Park Service historian at the USS Arizona Memorial, says the screenplay had 50 errors. Martinez had discussions with Bruckheimer, Bay and Hendricks and

Turn to page 36



### LOGLINES

H'wood plays possum with its turkeys

PETER BART, PAGE 4

Fox primed for primo summer B.O.

FILM, PAGE 9

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# WWII pic: Is it drama or facts machine?

Continued from page 1  
gave them detailed documentation with review comments.

"They wanted to look at how many problems were in the script historically and then mitigate them to accommodate their vision," he says.

But, Martinez says, it was "made clear this was not going to be a documentary, and would use the backdrop of Pearl Harbor to paint a drama."

Many of the questions of accuracy are based on the script, since the movie was unavailable for preview. Some of the liberties taken in the script:

■ Japan's Admiral Yamamoto is shown with the task force that attacked Hawaii, announcing: "The rise and fall of our empire is at stake." But at the time, Yamamoto really was thousands of miles away at Kure Naval Station in Japan.

■ Intelligence Officer Capt. Thurman (Dan Aykroyd) uses the term "the free world," which wasn't used until the Cold War.

■ In a White House powwow, Franklin D. Roosevelt (Jon Voight) resolves to strike back

at Tokyo. When told the mission's impossible, the polio-stricken president rises from his wheelchair to make a point — unlikely for a 60-ish president who could stand only with the help of leg braces.

"Historians have to understand that we are making a movie," says Bay.

"We interviewed something like 125 survivors. We had many historians consult us. Our movie gives the essence of what happened during the attack — not the syllable. I just hope that the movie can communicate to young people how it happened and how amazing a generation they were."

Jack Green, historical advisor for the Dept. of Defense, who also works for the Naval Historical Center at the Washington Navy Yard, spent more than five weeks on "Pearl Harbor" and offered copious script

notes as well as advice on uniforms and all Navy and Army aspects of the pic.

"Michael Bay has a really strong and detailed vision," Green says. "But in those cases where things didn't fit his vision, he used dramatic license like most directors do."

Some of the discrepancies were sins of omission.

## Ambitious campaign

For instance, Americans forget that on Dec. 7-8, Tokyo also initiated hostilities against Malaysia, Thailand, Shanghai, the Philippines, Singapore, Hong Kong, Guam, Wake Island and Midway — the most ambitious military campaign ever deployed in one day. "Pearl Harbor" mentions little about this.

Sometimes, however, the filmmakers were surprising sticklers for accuracy. The word "Jap" is repeatedly used in the "Pearl Harbor" script. Though the term is today politically lamentable, it was frequently used in those days.

The filmmakers had to tread a careful line. While the Japan-

ese and their military are clearly the enemy, and depicted as untrustworthy, they are also treated with grudging respect in the script, which avoids the "inscrutable" stereotypes that cropped up in WWII-era films.

In addition, key roles are played by actors of Japanese background (not by actors of other Asian backgrounds, as has frequently been the case).

But the Hollywood film seems rooted in Haole-wood.

Watching trailers for "Pearl Harbor," one might ask if there were any Hawaiians or other locals on Oahu Dec. 7, 1941. In a story set on their island, natives/locals are like Ralph Ellison's invisible men.

In the trailer, the vast majority of the people depicted are Caucasians — even though many shots indicate activities happening off the military base, where locals should be plentiful. In the script, there's not one significant Hawaiian-local character.

And, like most other Pearl Harbor films, this one concentrates on the military casualties and ignores the estimated 68 civilians who died and 35 who were wounded.

They were mostly victims of U.S. friendly fire, killed by those entrusted with protecting them. (At the Arizona Memorial visitor center, there is a plaque commemorating them near plaques that honor fallen sailors and soldiers.)

Aside from the National Park Service, Disney consulted with the Defense Dept. and veterans' representatives.

Green says that one of the hardest parts of his job was dealing with some of the vets on the set. "Many feel that the event should have been portrayed exactly as it happened. But for



BRUCKHEIMER

them, it's a two-edged sword. It's rare in history that we have an event that affects the lives of so many Americans."

Sometimes the filmmakers followed historians' suggestions. Martinez states that the script used "a loose interpretation" of Cmdr. James Doolittle. Disney subsequently altered the script, with the Doolittle family approving minor changes from fact, and Alec Baldwin met with the Doolittle Raiders and altered his portrayal.

## 'You have to compromise'

Despite some misgivings, Martinez has warmed to the film. The trailers "started to grab me. I hadn't expected that. I've changed my opinion on 'Pearl Harbor' and applaud its dramatic interpretation," he said a month before seeing it.

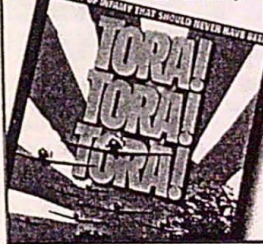
Adds Green: "Movies are entertainment. They are not history books. You have to compromise history with drama. You have to evaluate whether they are good compromises or bad ones. In the case of 'Pearl Harbor,' some I didn't like, some I did. But it wasn't my movie. It was their movie."

Rampell co-authored "Pearl Harbor in the Movies" (Mutual Publishing of Honolulu).

Charles Lyons contributed to this report.

## FLOP! FLOP! FLOP!

Another high-profile Pearl Harbor movie Fox's "Tora! Tora! Tora!" — cost \$25 million, but grossed a measly \$30 million domestically.



## 2001 so far: Quality takes a holiday

Continued from page 5  
to Graceland," "Exit Wounds," "Along Came a Spider" and the starry "The Mexican" were all conspicuously routine, patched together from recycled elements; the war film "Enemy at the Gates" was glum and poorly written; kidpics like "Recess: School's Out" and "Pokemon 3" proved all but unbearable to anyone but Saturday morning TV fans; the new actioner "Driven" is replete with all the cliches and superficiality of nearly every car racing film ever made; and the

long-awaited "Town & Country" reinvestigates the anxiety of infidelity familiar from numerous other Warren Beatty starers, but largely without its predecessors' elan.

## Well-sewn 'Tailor'

The only film so far this year that I've thoroughly enjoyed and admired is "The Tailor of Panama," John Boorman's sardonic visit to Graham Greene territory courtesy of John Le Carre. While the picture may not rank among the director's very best, it nonetheless brandishes a nasty wit and mature confidence in short supply at the moment and — rare among Boorman's films — it's also ideally cast and acted.

Aside from "Tailor," Sean Penn's grimly deterministic "The Pledge" and Christopher Nolan's "Memento," which I found as irritating as it is obviously brimming with talent, what nearly all of the rest of this year's films share is timidity, a lack of risk-taking, a determination to play it safe — all to diminished returns.

Ridley Scott lavished a sort of sickly decadence on "Hannibal," and Thomas Carter admirably maximized the potential of (and resisted mannered musicvid stylistics in) "Save the Last Dance." The direction of the other films was entirely anonymous, quite without personal signatures either stylistic or thematic.

On this score alone, one can actually give the abysmally made and written "Freddy Got Fin-

gered" a couple of points, in that it at least feels like an eruption of a genuinely anarchic spirit, not just a cynical commercial calculation.

If there was any lesson to be learned from the surprise \$100 million-plus successes of last year's "Crouching Tiger, Hidden Dragon" and "Traffic," it's that the mainstream American audience can easily adjust to films that are "different" and possess what reason-to-say-no-seeking executives might term commercial liabilities. Even kids who can't read have been going to the subtitled, Chinese-language "Tiger" and more or less getting it, while conventional industry wise men didn't predict that "Traffic" would do half of what it's grossed even after the reviews and awards started rolling in.

The fact is that it's the straight commercial titles — the teen-aimed comedies, the grossouts, the tired romances and actioners — that have underperformed, not the ambitious "risky" pictures that are so much harder to make but can be so much more gratifying when they work.

In this light, one can look forward to "Shrek" and "Moulin Rouge," Cannes entries that, from all reports, have imagination to burn. In the meantime, we can continue to be grateful for "The Sopranos" — I haven't missed a minute of it this season, as it's far better written and acted and full of narrative surprises than anything that's turned up on the bigscreen.

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## H'w'd plays possum with turkeys

Continued from page 4

\$10 million budget could support its ambitious story, and there were curious gaps in the document. It provided for hundreds of horses but hardly anyone to ride or care for them.

Nonetheless, the writer-director, Michael Cimino, had just finished a movie called "The Deer Hunter." The buzz on the movie was great, even though no one had seen it. United Artists decided it had to have the next Cimino picture, whatever the risk.

The risk turned out to be a mega-risk. The movie came in at three times its original budget, and critics called "Heaven's Gate" the worst movie ever made.

The distribution chief of United Artists, Jerry Esbin, observed, "It's as if somebody called every household in the country and said, 'There will be a curse on your family if you see this picture.'"

"Town and Country" is far from a "Heaven's Gate." Indeed, the movie has many moments of wit and charm. The performances are terrific. It moves.

But can it escape its stigma?

## 'P

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# 'PEARL' BLITZKRIEG: IT'S DA BOMB

Continued from page 1

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The studio's marketing approach was designed to be "subtle and respectful to the event of Pearl Harbor and all that surrounded it," says one exec. (No one at Disney apparently thinks it's oxymoronic to use the terms "subtle" and "respectful" when talking about a PR blitz for summer.)

Disney has avoided linking with promotional partners such as McDonald's, which would be a promo windfall, but too touchy: Though the studio has a long history of tie-ins with the fast-food outlet, the Mouse House decided that it would be tasteless to link Happy Meals to an event in which thousands of people died.

Feelings about the pic run high. Some individuals have complained to the Dept. of the Navy about Disney's premiere in Pearl Harbor, feeling that the site is essentially a graveyard.

Studio execs didn't want to go on the record about their marketing campaign, but it's clear that Disney is focusing on posters, TV spots and trailers.

Setting the tone that the studio sought are the posters, imitative of the widespread 1940s bond effort to join the war. Each poster shows a star — Affleck, Cuba Gooding Jr., Kate Beckinsale — in character, in a recreation of a recruiting poster.

"These posters cut through to what is distinctive about the movie. There hasn't been anything like it," said one exec.

Bruckheimer told *Variety*: "Our aim is to appeal to the broadest audience. It is an emotional campaign that we are being careful not to overdo."

## Wide auds sought

The producer said TV spots have targeted women who watch soap operas, men who watch sporting events and young-adults watching MTV.

"Our campaign really starts next week," said another source. "Our job is to continue to turn up the heat. Our trailer is nearly three minutes long. Normally theater owners don't like trailers that long, but they are playing it anyway."

The trailer is emotional and patriotic. Accompanied by composer Hans Zimmer's sweepingly romantic score, it is like a musical, but evocative of the era.

Kids play on broken down airplanes. A windmill turns. Men and women swing dance. Franklin Delano Roosevelt orates. Affleck departs for war, waving to his sweetheart. A Navy officer, played by Gooding, spars in a ring surrounded by fellow officers. And then battle ships blow to smithereens and the American flag sways.

Taken directly from the movie, FDR's voice resonates under the images. "How long is America going to pretend that the world is not at war," he says. "From Berlin, Rome and Tokyo, we have been described as a nation of weaklings and

playboys who hire British or Russian or Chinese soldiers to do our fighting for us..."

PMK publicity maven Pat Kingsley says, "The marketing makes me want to go see the movie. It's patriotic. It looks exciting. They have hooked me

into a movie that I wouldn't naturally want to see."

The movie takes a gung-ho approach to the historic events, avoiding such revisionist questions as whether FDR was aware of the attack in advance.

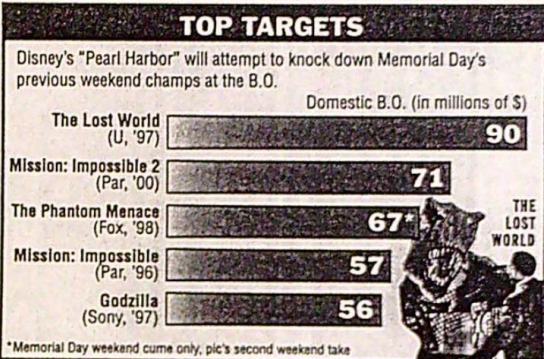
While the trailer pushes all the right buttons, the film still faces many challenges. A key target group is teens/young adults, though most of them have little knowledge of the events depicted.

On the other hand, those who do remember that day bring a wealth of preconceptions to any re-creation of such a significant moment in U.S. history.

"I was amazed to see they were making another film about Pearl Harbor," said David Brown, exec story editor at Fox at the time "Tora! Tora! Tora!" was greenlit under Darryl Zanuck in 1969. "We had a hell of time with this one. It was touch-and-go as to whether we would make the movie, it was considered so risky."

Brown recalls that a P-40 aircraft actually crashed into the flight line, and that was included in the final pic. But he adds that an upside to making the film 30 years as opposed to 60 years after V-Day was that so many people in the audience had experienced the event first-hand.

For this latest "Pearl Harbor," one might also ask if the in-



ternational marketplace will embrace the pic. Similarly American-themed movies tend to be a tougher sell — especially those that portray a global conflict from a distinctly American point of view.

## Travel plans complete

But Disney is confident that its movie will travel.

"We're releasing the film in 90% of our territories around the world within a month after its domestic release," says one studio exec. "That's practically day-and-date."

The marketing campaign abroad will not be dramatically different from that used at home, though the pic will emphasize the romance and rela-

tionships rather than the actual attack on Pearl Harbor.

The only sneak so far was a March 1 preview at Denver's 800-seat Continental Theater, which drew a positive reaction.

After the screening, Eisner took Bay aside. "I don't know what to say," he reportedly said. "Magnificent!"

Subtext: "And thank God!"

At this point, the only people to have seen a near-final version are Disney toppers. Other studios are nonetheless giving "Pearl Harbor" a wide berth on Memorial Day. Roth jokes that he hopes "Pearl" won't have such a lengthy run of the marketplace that it hurts the opening of his own pic "America's Sweethearts," due in theaters in late July.

## Publishers planning full-scale assault

By JONATHAN BING

HOLLYWOOD Novelist Max Allen Collins — author of "Saving Private Ryan: The Novel" — is nothing if not opportunistic.

When he learned last year that Disney was planting its "Pearl Harbor" tentpole on Memorial Day weekend, he began composing a book for the occasion.

The result — "The Pearl Harbor Murders," in which fictitious torch singer Pearl Harada washes up dead on a beach in Hawaii, prompting real-life "Tarzan" author Edgar Rice Burroughs to set about solving the crime — joins a deluge of Pearl Harbor books out next month.

There are Pearl Harbor memoirs, coffee-table books, movie tie-ins and kids book. Three even share the same title: "Remembering Pearl Harbor."

Michael Bay's gun-blazing epic film, and the fusillade of publicity that comes in its wake, is a rare bonanza for publishers.

While books play a vital role in studio economics, there's just one way for Hollywood to affect a publisher's bottom line: when a major film primes the sales pump

by generating widespread interest in a particular subject or title.

Random House and Vintage, respectively, sold more than a million copies of tie-in editions of Isak Dinesen's "Out of Africa" and Michael Ondaatje's "The English Patient."

And Macmillan moved a million copies of its "Age of Innocence" reprint after the Martin Scorsese-directed adaptation hit

theaters, though the film eked out relatively little at the box office.

"A movie doesn't have to be a \$400 million movie to work in book terms," says Esther Margolis, prexy of Newmarket Press and a publishing consultant at Columbia Pictures. "It just has to strike a chord with readers."

Few topics have translated so fluidly from the screen to the page as war stories.

Historian Stephen Ambrose, who served as a consultant on "Saving Private Ryan," watched two of his WWII books return to bestseller lists when that film came out.

And this summer, in what may be the

most ambitious film tie-in campaign to date, Simon & Schuster is shipping four books and a barrage of audio titles by Ambrose — a million units all told.

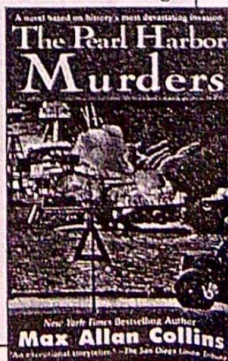
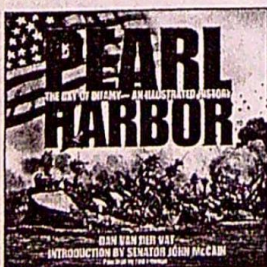
These will coincide with the stratospheric publicity buildup for HBO's Tom Hanks-Steven Spielberg series based on his bestseller "Band of Brothers," which includes a June 6 preem in Normandy, France.

That exposure is manna for publishers whose marketing budget is a tiny fraction of typical Hollywood P&A money.

But they'd still rather keep Hollywood at bay.

As S&S spokesman Adam Rothberg sees it, books like Ambrose's "D-Day" and Tom Brokaw's "The Greatest Generation" don't owe their popularity to the movies.

It's the books, he says, "that have opened the way for Hollywood to get back into World War II as a viable movie genre."





**Strub, Philip, CIV, OASD/PA**

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**From:** Taylor, Tim, CAPT, OASD(PA)  
**Sent:** Thursday, March 16, 2000 9:11 PM  
**To:** Strub, Philip, CIV, OASD/PA; Kevin M. Wensing USN (E-mail)  
**Subject:** FW: STUDIO BRIEFING 3/16/00

phil/kevin  
fyi  
tim

-----Original Message-----

**From:** Lew Irwin [mailto:studio@internetconnect.net]  
**Sent:** Thursday, March 16, 2000 12:04 PM  
**Subject:** STUDIO BRIEFING 3/16/00

STUDIO BRIEFING  
Thursday, March 16, 2000

Edited by Lew Irwin  
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**FILM**

**AFFLECK TELLS WHY HE'LL WORK "FOR NO MONEY" ON PEARL HARBOR**

Ben Affleck is praising production plans for his upcoming blockbuster film, Pearl Harbor, while at the same time taking a swipe at his last blockbuster film, Armageddon. In a message posted on his Web site <www.affleck.com>, the star writes: "If you had asked me a year ago if I'd be doing Michael Bay's next movie -- and FOR NO MONEY at that -- I'd have said you were crazy. And maybe I am, but I don't think so." (In an effort to trim \$10 million off the film's original \$145 million budget to satisfy Disney execs, Bay persuaded Affleck and others to take back-end deals; i.e., they'll be paid if the movie makes money.) Affleck goes on to say that when he was originally approached about doing the movie, "I was fully expecting the kind of saccharine, popcorn that was Armageddon." Explaining his decision to forego an upfront fee for the film, Affleck writes: "We want to make a good movie -- and we want every nickel up on the screen to help tell the story. Ultimately (sic), I've found, it's a lot more satisfying to make a movie you can be proud of than it is to cash a big check. This time, we're taking the route of the former."

Lew Irwin  
STUDIO BRIEFING  
E-mail: studio@usa.net  
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Los Angeles, CA 90069  
Phone: 818-865-0044  
Fax: 815-333-2765

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**Strub, Philip, CIV, OASD/PA**

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**From:** Wensing, Kevin M CAPT (CPF N00PA) [WensinKM@cpf.navy.mil]  
**Sent:** Sunday, March 05, 2000 4:26 PM  
**To:** 'Arterburn G Keith CAPT NSSC'; 'Gradisher, Joseph F'; Cole, Bruce CDR (CPF N00PA0);  
'Strub, Philip, CIV, OASD/PA'  
**Subject:** NAVSEA - ACCESS TO INACTIVE SHIPS FOR DISNEY

Captain Arterburn and CHINFO,

I spoke to Bruce Hendricks on Friday evening and he mentioned that overall everything was going along well, but on one issue he was planning to call Mr. Phil Strub on Monday. This issue regards what he called "some new restrictions from the NAVSEA lawyers" that could delay their work on Monday at the inactive ships facility.

The only particular one he mentioned was them wanting the names and waivers from everyone before they went to work and the language of that waiver was a possible issue.

I don't have specific details and don't want to over react and this may not be a BIG thing, but these little delays and additional taskings do not help the relationship. Believe me there have been plenty of these little pop-ups here in Hawaii from the real estate people, environmental lawyers and preservationists that Bruce Cole has had to weigh-in on with a dose of common sense.

Mr. Hendricks said that Captain Hall was very helpful, but as in other cases, the military folks are finding ways to work things while it seems that some lawyers keep coming up with "oh, I need this too" and later we learn, oh they really don't "need" it but would like to have all these additional issues covered. Bruce Cole also has had good words about Mr. Won at Inactive Ships.

If Nimitz had to run WW II with legal approval we'd still be looking at a harbor full of broken ships out here.

Perhaps a heads up to Captain Hall (703-602-5670 x249) or VADM Nanos might be useful to ensure folks have the "can do, let's make it happen" attitude. In Hawaii at one point, a few weeks ago, a little "pep" talk from ADM Fargo to the folks working some of the initial the preps.

V/resp,  
Kevin Wensing

Keith, I'll try to reach you in hotel at Jacksonville and you can call me Sunday at 808-471-3766.



We have drafted a suggestion to explain Senior Naval officer's perceptions of Japanese actions/movements based on incomplete intelligence available at the time. Also, the US Navy did not have difficulty in decoding intelligence due to faulty equipment or incompetent personnel assigned. We will be happy to describe the historical aspects of this scene at your convenience.

**Pages 51, 52, 53    Navy Dept. Scene**

**CHIEF OF NAVAL OPERATIONS**

(the "CNO," the Navy's top 4-star)

Naval intelligence confirms that the Japanese fleet is no longer in port. They're under radio silence. I think they're maneuvering to attack. My question is where?

He nods to a junior officer and the lights are switched on; the CNO looks to a display on the wall showing scout aircraft (PBYs) moving out in all directions from American bases in the southwestern Pacific.

**CNO**

Admiral Kimmel has deployed screening aircraft in wide vectors near the Marshalls. Why haven't we found them?

The Director of Naval Intelligence, a two star admiral, is standing with other senior officers near a large map table.

**NAVAL INTELLIGENCE ADMIRAL**

Admiral, as you know, we've assumed that the Japanese will attack to the south, striking the Philippines first. It seems the most direct course of action. But what if they're steaming in a completely different direction?

**CNO**

And nowhere near our present search area.

**NAVAL INTELLIGENCE ADMIRAL**

Perhaps, Sir. Maybe here, far north of the commercial sea lanes between Canada and Russia.

(he taps the map)

They call it the Vacant Sea. You could hide the entire land mass of Asia there and nobody would know.

**CNO**

So they steam out and attack us where?



NAVAL INTELLIGENCE ADMIRAL

That's the problem, Admiral. They could strike anywhere. The Phillipines, Borneo, Guam.

(he hesitates)

But one of my deputies, Captain Thurman, has a theory about that.

They turn to Thurman. The Naval Intel admiral feels they've both gone out on a limb.

CAPTAIN THURMAN

Gentlemen, we ran two major fleet war games. In both, we concluded that the Japanese would attack from the northwest. I think their target is Pearl Harbor.

CNO

You think? You have hard evidence?

CAPTAIN THURMAN

Sir, if we had hard evidence, we would probably already be at war.

The CNO is unconvinced, but he listens.

CNO

Then convince me, Captain. What information DO you have?

With a look, he takes a breath.

CAPTAIN THURMAN

Sir, if you recall, we've only broken the Japanese diplomatic code, not the naval code. Diplomats don't discuss operational matters. So my cryptographers and I analyze and interpret...fill in the details to create a tactical viewpoint.

CNO

I see. And on the basis of your conjecture, you expect me to commit the forces of the entire Pacific Fleet?

The Intel admiral comes to Thurman's rescue.

NAVAL INTELLIGENCE ADMIRAL

Admiral, we understand this is inconclusive. But we're convinced that we face imminent attack. We needed to bring it to your attention.



The CNO mulls this over.

CNO

Captain, how close are you to breaking the naval codes?

CAPTAIN THURMAN

We're close, sir. Very close.





WALT DISNEY Pictures

Bruce Hendricks  
Executive Vice President  
Motion Picture Production

June 18, 1999

Mr. Philip M. Strub  
Department of Defense  
The Pentagon, Room 2E789  
Washington, DC 20301-1400

Dear Philip:

I had a very good meeting today with the Los Angeles liaison officers regarding "Tennessee." I think they were very excited over the idea. As you know, at this time there is no script or outline available on the project. However, based on descriptions as given to me by the filmmakers, the following are some preliminary ideas as to the types of services we would be requesting.

- 1) A naval facility to double for Pearl Harbor where we could fly vintage WWII planes overhead in a low formation dropping "dummy" torpedoes (much like what was done in "Tora, Tora, Tora"). Would this be possible to do at Pearl Harbor?
- 2) Use of a carrier at sea to be able to launch vintage WWII B-25's (prefer off the coast of San Diego, Ca.).
- 3) Military air field(s) to stage air raids similar to those that took place at Hickam, Wheeler and Ewa Fields in the Battle of Pearl Harbor.
- 4) Use of any WWII ships at naval mothball fleets (Suisun Bay, Ca., Bremerton, Wa.).
- 5) Use of any WWII era facilities (hangers, bases, etc.) in Hawaii or southern California.

I'm sure that based on the script I will have more specifics but I thought it would be a good idea now for you to get a sense of the resources we would be interested in.





As soon as I receive any pages on this project I will forward them to you and the Los Angeles liaison officers. Thanks for your consideration in this matter.

Sincerely,

Bruce Hendricks  
Executive Vice President  
Motion Picture Production



Phil

A JERRY BRUCKHEIMER PRODUCTION

# TENNESSEE

A MICHAEL BAY FILM

October 7, 1999

Mr. Philip M. Strub  
Special Assistant for Audio Visual  
Department of Defense  
The Pentagon, Room 2E789  
Washington, DC 20301-1400

Dear Mr. Strub,

On behalf of Michael Bay, Jerry Bruckheimer and Walt Disney Studios, I hereby formally submit the enclosed script for the feature film entitled *Tennessee* to the Department of Defense for production support consideration.

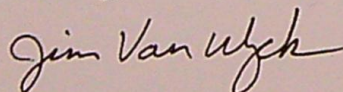
*Tennessee* is the story of two young pilots and a young Navy nurse set against the backdrop of the Battle of Britain, the attack on Pearl Harbor and the subsequent Doolittle raid on Tokyo. It manifests American's desire to make a difference in the war; the violation and the end of American innocence as a result of the attack on Pearl Harbor; and the heroism, pride and volunteer spirit of the Doolittle raid.

As the Executive Producer of *Tennessee*, I have read your guidance regarding assistance, Department of Defense Instruction 5410.16, and agree to abide by its requirements.

Enclosed are five copies of the script for your review. I have also enclosed a preliminary list of special assistance we would like to obtain from the Department of Defense. This list will become more complete and more specific as we complete our location surveys to Hawaii and San Francisco in the next two weeks.

I can be reached at my office (310)979-7848 or my home (805)498-1884. We thank you for your consideration.

Sincerely,



Jim Van Wyck  
Executive Producer, *Tennessee*



cc (with enclosures): Michael Bay  
Jerry Bruckheimer  
Barry Waldman  
Bruce Hendricks  
Mr. Chuck Davis, US Air Force  
Maj. Benjamin Frazier, US Army  
Lt. Col. Bruce Gillman, US Air Force  
Maj. Thomas Johnson, US Marine Corps  
Capt. David Kennedy, US Navy  
Capt. Matthew Morgan, US Marine Corps  
Lt. Darren Morton, US Navy  
Ms. Kathleen Ross, US Army  
Lt. Melissa Schuermann, US Navy



**TENNESSEE  
MEMO**

**TO:** MICHAEL BAY, JERRY BRUCKHEIMER,  
JIM VAN WYCK, BARRY WALDMAN  
BRUCE HENDRICKS  
**FROM:** LISA GREENSPAN  
**DATE:** 10/1/99  
**RE:** DEPARTMENT OF DEFENSE MEETING  
**Cc:** Mary Courtney, Kristianne Groelinger, KC Hodenfield, Julie Jones, Jennifer Klein,  
Pat Sandston, Rod Smith, Mike Stenson, Kelly Van Horn

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There will be a Department of Defense Meeting on Wednesday - October 6th. The following is the information:

**TIME:** 2:00pm

**PLACE:** Bay Films  
2110 Broadway  
Santa Monica, CA 90404  
310/829-7799

**ATTENDEES:**

- Michael Bay
- Jerry Bruckheimer
- Jim Van Wyck
- Barry Waldman (if available)
- Bruce Hendricks
- Mr. Philip Strub - Dept. of Defense / The Pentagon
- Ms. Kathleen Ross - Army
- Maj. Benjamin Frazier - Army
- Lt. Col. Bruce Gillman - Air Force
- Mr. Chuck Davis - Air Force
- Lt. Melissa Schuermann - Navy
- Lt. Darren Morton - Navy
- Capt. David Kennedy - Navy
- Maj. Thomas Johnson - Marine Corps.
- Capt. Matthew Morgan - Marine Corps.

Please call me at 310/979-7848 if you have any questions. Thanks.



**PRELIMINARY  
DEPARTMENT OF DEFENSE ASSISTANCE LIST**

(as of 10/6/99)

Please note that this list is preliminary and will become more complete and very specific within the next few weeks following location surveys and ensuing production meetings.

**Hawaii**

Current Schedule – Prep 11/1/99 through 2/5/00  
Shoot - 2/7/00 through 3/23/00

**Facilities:** We would like permission to create our center of operations in and around the airstrip and hangars at Ford Island. We would like to use the hangars to house most of our departments, our airplanes and their support.

We are currently looking at potential filming locations at:

- Wheeler AFB
- Hickham AFB
- Schofield Army Base
- Fort Shafter
- Ford Island
- Pearl Harbor Naval Shipyard
- Kaneohe Naval Air Station

Please note this list is not yet complete and pending our surveys.

**Ships:** We would like permission to try to recreate "Battleship Row", using ships from the Reserve Fleet at Pearl Harbor. We would like your assistance in moving and anchoring approximately eight ships – first to an area where we could construct set pieces on board and do refurbishment and then to specific placement in "Battleship Row" for filming. We will need help with movement, work barges, tugs, anchoring, etc. We would also request any support you might lend to us with regards to filming on board the USS Missouri.

**Aerial:** We seek the assistance of the Department of Defense in obtaining permissions to fly our period airplanes at low altitudes in and around Ford Island and "Battleship Row." We want to recreate the Japanese bombing and torpedo runs in Pearl Harbor using fake torpedoes and bombs and special effects "explosions." Safety will always be our first priority. We would also ask for your permission to allow our airplanes to take off and land at the Ford Island airstrip.



### Los Angeles

Current Schedule – Prep 11/1/99 through 3/24/00  
Shoot - 3/27/00 through 5/5/00

**Aircraft Carrier:** We need your assistance in getting our "Air Force" (consisting of approximately 20 aircraft) and our equipment from Los Angeles to Hawaii and back again upon completion of filming. We are expecting to have 3 restored Japanese Zeros, 10 simulated Zeros, Vals and Kates, at least 4 P-40s' and possibly two camera ships to be transported.

We are hopeful that we might "hitch a ride" onboard an aircraft carrier. Our current schedule would have these airplanes traveling to Hawaii on January 31, 2000 to begin rehearsals on February 7<sup>th</sup> and begin filming on February 14<sup>th</sup>. They would return to Los Angeles on March 24<sup>th</sup>.

If the timing permits, between April 17<sup>th</sup> and April 28<sup>th</sup> we would like permission to have several B-25's take off from an aircraft carrier to reenact the beginning of Doolittle's raid. In addition, we would like to have several Japanese Zeros take-off from the same carrier to simulate their departure from the Akagi.

**Naval Fleet Maneuvers:** We would like your permission to photograph a portion of Naval fleet maneuvers. Our intention would be to digitally alter the tops of the ships to create a 1940's US task force headed for Japan to launch the Doolittle raid. We would hope to film from the air and from the deck of one of the Naval ships in formation.

### San Francisco

Current Schedule – Prep 4/3/00 through 5/26/00  
Shoot – 5/30/00 through 6/23/00

**USS Hornet:** We would like the support of the Department of Defense in requesting permission to film aboard the USS Hornet. We would also request your assistance with towing the USS Hornet from the Alameda Naval Air Station past the Golden Gate Bridge to reenact the beginning of the trip to Tokyo.

**Alameda Naval Air Station:** We wish to request permission to land B-25's at Alameda Naval Air Station. We are aware that the Naval Air Station has been turned over to private hands but the support of the Department of Defense would be very meaningful.

**Ships:** We would like permission to use several of the ships of the Reserve Fleet at Suisun Bay in our filming. We are currently discussing the Alameda Naval Air Station, Mare Island and Hunter's Point as possible locations to create a portion of "Battleship Row." I will have further information following our surveys.

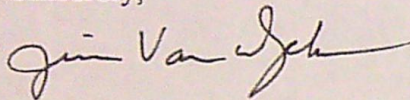


Please note that in all areas we will be seeking the guidance of the Department of Defense and the facilities with regard to scheduling and availability. We are very sensitive to the fact that all of the bases and facilities in and around Pearl Harbor, and the men and women of the armed services working there have an important job to do. We wish to interfere as little as possible with that job, and, at the same time, capture the military elements that are so essential to this wonderful story.

*Tennessee* is an incredible undertaking. It is rich in American history, ambitious in its approach and will require an enormous amount of assistance from the Department of Defense. We are aware of that and we are grateful for the chance to request it and for your consideration.

Please feel free to call me with any questions or comments. Thank you.

Sincerely,

A handwritten signature in cursive script, reading "Jim Van Wyck". The signature is fluid and elegant, with a long, sweeping underline that extends to the right.

Jim Van Wyck  
Executive Producer, *Tennessee*



## Strub, Philip, CIV, OASD/PA

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**From:** LT Schuermann [navinfo\_la\_2@earthlink.net]  
**Sent:** Wednesday, October 13, 1999 11:47 AM  
**To:** bruce cole; "Gibbons, Roderick J LCDR (CNR N00PA)"; navinfo\_la\_1  
**Cc:** "ARTERBURN, CAPT"; David Caskey; EggmanP; kennedydm@earthlink.net; mehal.robert@hq.navy.mil; Strub, Philip, CIV, OASD/PA  
**Subject:** Disney film, Tennessee



Card for LT Melissa  
Schuermann...

Gentlemen-

Just an overview of our discussion yesterday regarding the feature film project Tennessee and to clarify some of the production companies initial requests in anticipation of the research visit to be held the week of Oct 25.

Met with the Unit Production Manager this morning, Kelly Van Horn who is organizing the research visit/location scout to Pearl Harbor. With your help I would like inputs in working out any details so as to make this visit productive and pragmatic.

The production company realizes their initial requests are ambitious, but would like to determine the feasibility of a project of this magnitude. A preliminary meeting was held between the production company and all service branches last week and we are being informally asked to provide inputs to the DOD to help determine to which degree each branch of service can support - what is likely and not likely and what needs to be explored.

The earlier we attempt to identify and address our Navy concerns - the easier it will be for the production company to shape and streamline some of their very large creative thoughts into a smaller request package.

The primary areas of interest for the prod. co concern the Naval Reserve Fleet and Ford Island.

### NAVSEA and Reserve Fleet -

The production company has already conducted numerous research visits to the Naval Inactive Fleet and would like to explore even further the Reserve Fleet at Pearl Harbor NISMF. They are interested in which of the ships can be towed or are harbor worthy.

Initially, the production co. is looking to use one Reserve ship, large scale LST or LSD to use as framework on which to build a mock set-up of a WWII era battleship and construct certain portions such as a bow with gun turret, the bridge section at a height to see ships in background. Ideally, this ship would need to be towed out to a pier at Ford Island where the prod. co.'s construction/art dept. can be working and staging their eqpt. AREAS OF CONCERN - safety, costs involved (tug services), harbor impact, mooring requirements, environmental issues.

The Marine Coordinator for the film is Mr. Lance Julian who worked on the maritime commercial side for Harbor Inter Island towing in and around Pearl Harbor. He is well versed with the area - who could serve as his counterpart to discuss all maritime related logistics with regards to the inactive fleet operations?

### FORD ISLAND -

Use of the vacant hangars to stage eqpt for various depts. Set decorating dept., construction dept., and props (to include WWII era vehicles (~15) and planes (~20 in number))



What is the feasibility of aircraft using the existing runway at Ford Island, is it possible to do it without an operational tower at the approval of FAA setting up some sort of temporary airfield or MOA w/ the appropriate crash crew etc. . Also, what is the gross tonnage of bridge - can large scale vehicles even transit over?

Use of a portion of Ford Island to serve as a staging area / base camp, how much area is available that wouldn't interfere with the normal routine.

AREAS OF CONCERN : Base housing , Seal team training , other operational commitments on Ford Island.

As discussed, it would be beneficial to hold a meeting , Thursday Oct 28 just to summarize the visit and get all the players involved - Based on the production companies initial requests I think we could limit the meeting to those individuals that have direct concerns :

Navy PAO's from CINCPACFLT/COMNAVBASE Pearl Harbor/NAVINFO West, members from film commission ( familiar with licensing and permitting rules, knowledgeable on FAA rules/regs, and any environmental issues etc.) I need your help in determining any other civilian reps from organizations that should be present:

Base Historian, Harbor Rep., port operations, Shipyard rep etc...

I realize much of this is very preliminary but at the very least it will get some discussion generated. I appreciate any comments, concerns or suggestions you may have.

V/R  
Lt Melissa Schuermann  
Deputy Director  
NAVINFO West



**Strub, Philip, CIV, OASD/PA**

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**From:** Kathy Ross [rossak@earthlink.net]  
**Sent:** Tuesday, October 26, 1999 4:52 PM  
**To:** OASD/PA - Mr. Phillip Strub  
**Subject:** Comments on "Tennessee"

## **FACTUAL CONCERNS & INTEREST ITEMS ABOUT THE SCRIPT**

p. 3 and page 4: Headline probably wouldn't say "Japanese Invade China" in 1938 since they had invaded Manchuria in 1931 and China in 1937.

p. 46 - it was the Peruvian ambassador, not the Argentinean

p. 59- decision about the radar blips was made by a lieutenant in training at Fort Shafter

p. 59 - Kimmel was not at the golf course; he was at home getting ready to go to the golf course; Kimmel witnessed the first attack from his garden at home

p. 81- irony is that the telegram was delivered by a Japanese-American telegraph boy who pedaled up on a bike

p. 101 - Was COL Doolittle not supposed to fly? That is not the feeling one gets from reading "30 Seconds over Tokyo."

p. 104 - Broomsticks instead of tail guns - did this really happen?

p. 105 - Greening flew on this mission

Reference P-40s and B-52's: could they really do all of the maneuvers that Danny and Rafe perform in the script?

## **OTHER CONCERNS**

p. 9 - Boobs-why use such low-class terminology; nurses were generally well-educated and raised to be respectable. Women applicants for the military were much more scrutinized for their character and manners than men ever were.

p. 13 - I doubt that a professional would deliberately give someone a shot twice.

p. 17 - Why must they steal a harbor boat? That shows a great deal of irresponsibility on both Rafe's and Evelyn's part. Why not have a fishing boat see the two obvious young lovers and take pity on them.

p. 28 - Portrayal of the airmen as drunk. Is it their day off? Can that be depicted in some way, e.g. church bells in the background or something to show that it is Sunday morning.

p. 40 - The flying scene with Evelyn seems unlikely to have occurred. These weren't the pilots' private property, after all.

p. 45 - The reference to moving the planes to another field doesn't make sense. Why not just say that our P-40s are at the auxiliary airfield?



p. 52 - I doubt that Doolittle would let Rafe, with all the firsthand information he has, to simply head off to Hawaii to be with his girl. Instead of having Rafe come out on a supply plane, why not have him ride along on a trip to the West Coast with COL Doolittle and brief him on the plane?

OVERALL: More time is spent showing the preparations the Japanese made for Pearl Harbor than in showing the preparations and risks taken by the U.S. Navy and the Army Air Corps in pulling off the Doolittle Raid.

Kathy



7 Dec 1999

## Memorandum

From: Director, Navy Office of Information  
To: RADM Jurkowsky

Subj: "PEARL HARBOR" SCRIPT NOTES

### SCRIPT SUMMARY:-

"Tennessee" is the story of two boys from the farmlands of Tennessee who take their love for flying and the flag and volunteer for the US Army Air Corps. Rafe and Danny enter the service at a time when much of Europe is fighting off Hitler, and the United States is taking a sleepy wait-and-see attitude. In training, both boys are fierce pilots as well as patriots. Rafe decides he wants a piece of the action; he volunteers to fight in an American detachment squadron for the Royal British Air Force. For the first time in their lives, Rafe and Danny will be separate. Before his departure to England, he falls madly in love with Evelyn a navy nurse, stationed in Pearl Harbor, Hawaii.

While in England, Rafe heroically fights off the Germans in the Battle of Britain but is tragically shot down and presumed dead. Together, Danny and Evelyn grieve for their presumed fallen comrade. In the midst of their pain, they seek comfort in one another. Danny and Evelyn fall in love only to find out that Rafe hadn't been killed at all. Rafe returns to discover that the two people he cared for most in this world betrayed him. As the three struggle to make sense of their situation, a catastrophic event occurs that changes the live of every American. The Japanese attacks Pearl Harbor.

For twenty-five minutes of this film--minute-for-minute as it was in the first wave of the attack--theatre audiences will witness America's coming of age. Bombs dropping, Sailors fighting, planes attacking, America is now at war. Rafe and Danny take to the skies; Evelyn and the other nurses save lives. Shortly after the attack, America in its attempt to fight back develops a plane to strike deep into the heart of Japan. A bright naval officer explains to President Roosevelt the strategy.

He tells the President that Army Air Corps, B-25's are to be launched from the USS Hornet and travel to Japan where it will empty its payload and hopefully have the fuel to return to a friendly neighboring airfield. This attacked will be known as the Doolittle Raid. COL Doolittle instructs his pilots as to the danger and significance of this mission. Both Rafe and Danny take part. Before they leave, Evelyn tells Rafe that she is carrying Danny's child. She must stay loyal and devoted to Danny. While carrying out the Doolittle raid, Danny is shot down and dies in true Hollywood style. The Doolittle raid is successful. America enters the War proving its ability to fight back. Rafe and Evelyn



come together as Danny's flag-draped coffin is escorted from the plane. The two say goodbye to Danny and the film ends remembering those who heroically gave their lives.

The producers of this film are requesting a significant amount of support. If this film gets DOD approval-- and I believe that they it will--the Navy will be providing support on a grand scale. I've been coordinating with CINCPACFLT and NAVBASE PEARL as to the requirements of this request. I have enclosed a current list of the Production Company's request in priority order.

### Subj: "Pearl Harbor": **Script Revisions**

Pg. 4--Check with historian on P-40's.

Pg. 9--Rework scene. Upon first reference, we have the women talking about the appearance of their breast in uniform. We see the women as silly, trite characters only out to score a man. While it's important to show their silly side to make them three-dimensional. Let's have some equity with the male characters. The men, on the other hand, start out heroic and are taken serious from the beginning. We don't get that with the women.

Pg. 17-- If the characters are in uniform, the harbor patrolman would address them as sir/ma'am.

Pg. 21— Love happens very fast here.

Pg. 24-- A good time to meet the Navy Intel Officer? Possibly, only a visual references.

Pg. 28—The beginning of the ADM Kimmel sequence. Check historical accuracy of the dialogue.

Pg. 29 -- Shows us unprepared. The making of a great plunder.

Pg. 35 -- When Dorie introduces himself to Evelyn, he would use his rank to lead. She wouldn't introduce herself as Evelyn. Nurses are also officers. Scene shows Dorie as a bow-to, unintelligent, Black male. Sharpen and enhance dialogue. Please no stereotypical black colloquiums.

Pg. 36--Dialogue change. Stereotypical black colloquiums.

Pg. 44-- Love from grief, didn't really work for "Random Hearts" A single kisses is much more powerful than a lovemaking scene. Evelyn seems a bit loose. First she jumps into a relationship with Rafe, then when she suspects he might be dead she jumps into the cockpit with Danny.



Pg. 46--Check historical accuracy of dialogue and situation. Did President Roosevelt receive a message from the Argentinean ambassador.

Pg. 47 -- Check historical accuracy of Thurman character and dialogue between him and the Vice Admiral. Thurman would be a good character to expand.

Pg. 51—Corny/trite line.

Pg. 52--The entire summation of how Rafe made it back from Europe is cliché and trite. Why did he go to New York? Why didn't he contact his parents once there? Why didn't he stay there? Why is he now back in Pearl? If he were hurt, the military would have kept him near a major hospital in New York.

Pg. 59-- Admiral Kimmel was not on the golf course before the attack. Although, he was heading toward the golf course when the attack occurred.

Pg. 60-- Check historical accuracy of Admiral Kimmel's dialogue with aide.

Pg. 69 -- How does Danny know it's World War Two.

Pg. 81 -- Check historical accuracy of ADM Kimmel's response to the telegram.

Pg. 83-- The absolute best line in the script. It's simple but speaks to the very heart of teamwork. An old Navy adage comes to mind: "Help your buddy;help your pal."

Pg. 85 -- Nice visual image here.

Pg. 87 -- Possible room for a larger scene here. Bring more significance to the Captain who devises the Doolittle Raid.

Pg. 91 -- A good opportunity to talk about the challenge carrier pilots face. Possible to add a Navy pilot here to train the other Army Air Corps pilots to take off from a carrier. The Navy character could be a buddy of Rafe's and Danny's we see throughout or from time to time.

Pg. 98 -- Possible to make Major Jackson into LCDR Jackson.

Pg. 116-117- - Danny's death scene seems to be overdone. He crash lands his plane and is near death from that, then he is beaten by the Japanese and then finally shot after trying to protect Rafe. He dies though only after Rafe tells him he's going to be a father. But he doesn't die yet before he squeaks out "No you are," then he dies, I think.



## **Subj: "Pearl Harbor": Character Analysis**

Rafe McCawley--From the farmlands of Tennessee. Rafe's family was positive and supportive. He developed his love for flying from his father. Rafe is strong and confident in his abilities. Along with a passion for flying, he also gained a sense of service-to-country. At times, his confidence can be mistaken for cockiness. Rafe, however, is a loyal and protective friend for Danny—together they join the Army Air Corp. Although not as smart as Danny, Rafe's passions fuel his abilities. Others are thrown into him because of his enthusiasm for flying and the country.

Danny Walker—Also from Tennessee. Danny is not a Rafe and knows it. Danny's rearing was violent and unstable. He seems to always be in the shadows of Rafe. Danny along with his best friend did develop and carry through a love for country. Danny is also in the Army Air Corps. Although his flying abilities are not as good as Rafe, he is a good pilot. His heroism is evident during the long Pearl attack sequence and

Evelyn—We know from her past that her father served with Col. Doolittle and that her grandparents landed on Ellis Island. We don't get a good sense as to why she became a Navy nurse and what motivates her to do her job. We know that she likes being in love to point of being reckless. During the Pearl attack, we see her heroism and take-charge attitude in action. She is a likeable character but has poor judgement with her personnel affairs.

Dorie Miller-- Heroic; however, the dialogue by which he speaks is not. It is filled with stereotypical black colloquiums, which doesn't fit or match with the other characters. The visuals with him during the Pearl attack will be spectacular. He will be America's symbol of rebirth.

ADM Kimmel—Tragic character of American Naval history. Will maintain historical accuracy.

Captain Thurman—An Intel officer who briefs the VADM as to the state of incoming messages. He is smart and follows military protocol. He is a likeable character with good dialogue.

ADM Yamomoto—A victorious enemy of our fathers.

President Roosevelt—Will maintain historical accuracy. Heroic and likeable in the script. He has great dialogue that will move and stir emotions.

Captain Low – He is the submarine officer that came up with the Doolittle raid. His character can stand to be extended.



**Strub, Philip, CIV, OASD/PA**

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**From:** Darren Morton [navinfo\_la\_1@earthlink.net]  
**Sent:** Monday, December 20, 1999 6:44 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Subject:** Pearl Harbor--Personnel Issue

Hello Phil,

Today, I was approached by the Air Force about the status of CAPT Dave Kennedy. The Air Force has concerns over "conflict-of-interest"/privilege Information type of issues. My position on this matter is as follows.

CAPT Kennedy is not officially attached to NAVINFO West. He is not a part of the chain of command; he is not a part of the decision making process as to what projects get DON approval or not. He doesn't use his rank in any way to sway or

influence my decision as to the direction to take on any given project. He has acted as a resource for this office who understands the language and sensibilities of the operators in the fleet.

I have requested from him a memo stating that our Navy JAG has reviewed his intentions and is OK with it. He's been telling me all along that he's seeking counsel from our JAG folks. All Senior Officers who retire and plan on being employed by companies that work directly with the military should be seeking that same legal counsel. Like I said before, CAPT Kennedy has never been in a position to determine what is or is not recommend by NAVINFO West to CHINFO.

I think the Production Company will benefit by having a recently retire individual as their advisor who understands Hollywood as well as the Navy. The military as a whole will benefit for the same reason. The Production Company is going to hire a TA no matter what. It's good to have someone we know and feel comfortable with being there. CAPT Kennedy plans to be out of the Navy at the first of the year, so hopefully this will not be an issue. If there is any more that needs to be said, please let me know.

v/r Darren Morton  
LCDR(s)





WALT DISNEY Pictures

Bruce Hendricks  
President  
Motion Picture Production

December 22, 1999

Mr. Philip M. Strub  
Special Assistant for Audio Visual  
Department of Defense Room  
The Pentagon, Room 2-E-789  
Washington, DC 20301

Dear Phil,

I am pleased to officially submit to you the enclosed final draft of "Pearl Harbor" which incorporates revisions to the script submitted October 7, 1999. Changes recommended by the Navy Office of Information West and the U.S. Army Public Affairs Los Angeles Branch have been incorporated.

We are extremely grateful for the authorization to scout several Department of Defense owned or controlled locations in Hawaii over the last month. As a result of this effort, a more detailed production Support Request List is also enclosed for consideration. Please note that I am available at any time to review this request list with whomever should require such a review.

Despite the reported size of the budget for "Pearl Harbor," every dollar wasted is a dollar that does not appear on the screen in terms of production excellence. We are very interested in tapping into DoD expertise in order to determine the most cost effective solutions to our support requirements, including *quid pro quo*'s in lieu of direct charges, the use of existing services and facilities on a not-to-interfere basis, repayment through training and enrichment opportunities made available to active duty servicemembers, and donations to local MWR funds, to name but a few.

We are looking forward to working with you and all the DoD service components in making a compelling blockbuster of a movie that will truly honor our fighting forces and their families.

Sincerely,

Bruce Hendricks  
President  
Motion Picture Production

Enclosures

cc: Lieutenant Colonel Bruce L. Gillman, USAF(w/ Air Force encl.)  
Lieutenant Commander (s) Darren V. Morton, USN (w/ full encl.)  
Lieutenant Melissa J. Schuermann, USN (w/ full encl.)  
Kathleen Canham Ross, Chief, Office of Army Public Affairs (w/ Army encl.)



DoD Notes on "Pearl Harbor"  
12/20/99 version of script

*Essential Problems to be Resolved:*

Pg. 9, A MOVING TRAIN - The Navy nurses are introduced in a fashion that is anachronistic and also a bit crudely, fixated on how their breasts will appear. Recommend having them stress the importance of having not only good uniforms, but, more significantly, alluring party dresses and bathing suits.

Pg. 96, EGLIN FIELD – Substitute another name for Colonel Doolittle's anachronistic "pussies."

Pg. 101, HORNET BRIEFING ROOM - Doolittle can't say that the War Department refused to let him lead the mission, but he's going to "screw the War Department" and disobey orders. The War Department intended for him to lead this mission all along. According to "Thirty Seconds Over Tokyo," he told his pilots "Well, if we all get to Chungking, I'll throw the biggest goddamn party you ever saw."

Pg. 105, HORNET FLIGHT DECK – Doolittle is too rough on his poor co-pilot. It would be more in his character to defuse the enormous tension by kidding his co-pilot about praying. Maybe he could ask that his co-pilot save his prayers for when things really get tough.

Pg. 109 and elsewhere – Mission Monitoring Room. Of course the aircraft had no radios and even if they did have them, Pearl Harbor is too far away to monitor the transmissions. However, we're overlooking that, providing that the pilots do not break radio silence. It was too important to avoid detection. Specifically:

Pg. 109, Doolittle's voiceover in Mission Monitoring Room – Doolittle can't "screw radio silence." He should either make this comment to himself or make some version of this comment to his co-pilot.

Pg. 109, Rafe's line to Danny – should be replaced with a hand signal. After Rafe spots the Japanese patrols, we can assume that the point of maintaining radio silence has been obviated and he can use the radio to warn the others.

*Other Points Regarding Military Portrayals*

Pg. 4, Headlines - The Japanese invaded China in 1937.

Pg. 10, Anthony to Betty – replace "Army" with "Army Air Corps"



Pg. 15, on the NY train station platform with Rafe and Evelyn - We need to settle on Rafe's rank. Is he a 1<sup>st</sup> or 2<sup>nd</sup> LT?

Pg. 16, Evelyn, 2nd dialogue - replace "Army" with "Army Air Corps"

Pg. 18, Rafe and Evelyn at the Ferry Landing - Evelyn should identify them as officer of "the U.S. Army Air Corps."

Pg. 20, Evelyn, 5th dialogue - replace "Army" with "Army Air Corps"

Pg. 36, MILITARY BASE HOSPITAL - Evelyn would use her rank and last name, not her first name in introducing herself to Dorie.

Pg. 42, DINER - A more realistic back-story might be that Evelyn joined the military because she wanted to prove to her father that, although she's a female, she too could serve her country. Perhaps she was the only female, maybe even her mother died early. Though her father loves her, she can't help but feel he'd prefer all sons. She wants to show her father that she too can wear a uniform and make him feel proud to have a daughter. After the attack, she could read a letter from her father, letting her know how proud he is of her, and at the same time make her aware that she had been mistaken, that he had always been proud of her.

Pg. 54, In the flashback - Rafe might more realistically say to his Norwegian rescuers, "Tell them I'm OK."

Pg. 65, in the Pearl Harbor QUICK INTERCUTS - Unidentified American officers are on the golf course. Are we correct in assuming that Admiral Kimmel is not among them?

Pg. 67, BRIDGE OF WEST VIRGINIA - the Captain would refer to the Navy medics as "Corpsmen."

Pg. 88, Gen. Marshall, 1st dialogue - replace "Army" to "Army Air Corps"

Pg. 93, Gen. Doolittle, 4th dialogue - replace "Army" with "Army Air Corps"

Pg. 100, Evelyn's lines to Jackson - should be altered to something like:

The status reports, the news, everything will go to that windowless building (continues as written)

"I worked in the War Department, I've got the clearances."

Pg. 102, THROUGHOUT THE SHIP (Hornet) INTERCOM - more realistic would be "Battle Stations, Battle Stations, All hands man your battle stations."



Pg. 103, LOUDSPEAKERS - Delete "Army," use just the term "Pilots."

Pg. 104, BRIDGE OF THE CARRIER - More realistic commands would be "Left hard rudder! All ahead full!" (to the bridge crew: "We'll steer right into the wind.")

Pg. 105 - MISSION MONITORING ROOM - The Washington relay says "The War Department thinks they should scratch;" the response should be "Then they shouldn't have picked Halsey and Doolittle."

Pg. 105, CARRIER BRIDGE - More realistic command would be "All ahead flank!"

Pg. 105, HORNET - FLIGHT DECK - Unlikely that there was any Navy man who flew aboard Doolittle's aircraft during the raid. If not, recommend Jack Richards standing on deck watching the bombers take off.

Pg. 103, LOUDSPEAKERS: Delete "Army" just use the term "Pilots"





OFFICE OF THE ASSISTANT SECRETARY OF DEFENSE  
1400 DEFENSE PENTAGON  
WASHINGTON, DC 20301-1400



PUBLIC AFFAIRS

January 10, 2000

Jerry Bruckheimer  
Executive Producer, "Pearl Harbor"  
Jerry Bruckheimer Films  
1631 10<sup>th</sup> Street  
Santa Monica, CA 90404

Dear Mr. Bruckheimer,

As you know, representatives of the Army, Navy, Air Force, and I recently reviewed the 12/20/99 version of the "Pearl Harbor" script. Friday we compiled our comments into the attached list of notes. Although we have concerns regarding some of the military depictions, we don't believe that any will be impossible to resolve. At the same time, we are in the process of determining the feasibility of providing for the military production assistance requirements you identified. We hope to have answers for most of these within the next few weeks.

We look forward to continuing to work with you on this exciting and inspiring motion picture.

Sincerely,

Philip M. Strub  
Special Assistant for Audiovisual

cc:  
U.S. Army (Ms. Ross)  
U.S. Navy (LT Morton)  
U.S. Air Force (Mr. Davis)  
Walt Disney Pictures (Mr. Hendricks)  
Michael Bay







OFFICE OF THE ASSISTANT SECRETARY OF DEFENSE  
1400 DEFENSE PENTAGON  
WASHINGTON, DC 20301-1400



PUBLIC AFFAIRS

MEMORANDUM FOR THE SECRETARY OF DEFENSE  
(ATTN: BOB TYRER, CHIEF OF STAFF)

FROM: JAMES DESLER, DASD(PA) *J. Desler*

SUBJECT: VISIT BY "PEARL HARBOR" FILMMAKERS TO PENTAGON, JAN 20, 2000

(Prepared by PHIL STRUB:PS:1/12/00:DCR:X695-2936)

Producer Jerry Bruckheimer ("Top Gun," "Crimson Tide," "The Rock") and director Michael Bay ("The Rock," "Armageddon") are in pre-production for the WW II feature motion picture "Pearl Harbor." With senior Disney executive Bruce Hendricks, they'll visit the Pentagon on January 20. They'll pay a courtesy call on RADM Jurkowsky, Chief of Navy Public Affairs, at 11:30 in the morning and on Secretary of the Navy Danzig at 3:00 in the afternoon. We anticipate that the Navy will be providing the bulk of the production support being requested of us.

The filmmakers would be delighted to meet the Secretary, and to show him a short, animated rendition of the Japanese attack on Battleship Row. Though only a preliminary research tool, the video is quite striking nonetheless. The filmmakers also have an impressive collection of a professional artist's depictions of the action. We could augment their visit with the Secretary by including a tour of the NMCC, which would be an unforgettable experience for the filmmakers, especially if they can meet the Deputy Director of Operations who will be on watch.

"Pearl Harbor" is reminiscent of the patriotic, romance and action oriented genre films of the 40's and early 50's. The trades report that it will be the industry's most expensive film to date, with estimates reaching as high as \$150M. DoD has not yet approved military assistance, but we are confident that we will reach accommodation on all areas of concern in the script. The Military Services involved are currently staffing the rather daunting list of production assistance requirements that the filmmakers submitted to us several weeks ago.

*PS*  
*Jm*  
*File*  
*cd*





Strub, Philip, CIV, OASD/PA

From: Wensing, Kevin M CAPT (CPF N00PA) [WensinKM@cpf.navy.mil]  
Sent: Wednesday, January 19, 2000 9:25 PM  
To: 'McCreary, T. L.'; 'Darren Morton'; Susan Haeg; Wensing, Kevin M CAPT (CPF N00PA); Joe Gradisher; Hal Pittman; Koontz, David M CDR (CNAP N01P); Cole, Bruce CDR (CPF N00PA0); Brain Cullin; Bob Mehal; Philip Strub; 'murphy.donna@hq.navy.mil'; 'Gradisher, Joseph F'  
Subject: Japanese-American's Portrayed in Disney Movie Pearl Harbor

T,

I spoke with Phil Strub last week about this particular issue and Disney Folks will be meeting with CHINFO, SECNAV, CNO and SECDEF tomorrow in DC so they can re-emphasize it.

Phil indicated that film will not say that Japanese-Americans were involved in any spying or sabotage but the film still has a scene with a Japanese looking person ... perhaps a "tourist" taking photos. This leaves an impression that the Japanese had good intelligence as they planned their attack while not directly suggesting a member of the local population.

Disney was asked about coordinating with Japanese Government about the movie, especially bombing scenes over Tokyo in Doolittle Raid, since Japan is our number one ally in the Pacific today. We said we'd hate to see any demonstrations outside Disneyland Tokyo and both producer and director said they had been given the go ahead by Japanese Government.

Regarding Japanese-Americans in Hawaii, it was pointed out to Disney by us and by the National Park Service that the film being shown at The USS ARIZONA Memorial is being revised to remove the offensive part that suggests that any of the local population of Japanese-Americans were involved in or even suspected of any possible sabotage.

I think the Park Service will now simply explain that LGEN Short had the aircraft parked in the middle of the field, wing tip to wing tip in fear of sabotage with out mentioning the who part.

Disney met with the Governor's staff while in Hawaii and is now working permits through many of their agencies.

Finally, if DoD approves this Disney Film, it will be just that...a Disney Film.

Disney has indicated they want to honor all the heroes of the day and not upset anyone and are aware that these are sacred events and locations to many.

To avoid the military being drawn into a debate on historical accuracy on points like the one you mention, I suggest that we let the Governor's office know that they may want to call Michael Eisner at Disney to raise their concerns since once approval is given and production gets rolling along only Disney will have control of the editing process in post production. There are many historians who can probably prove their point one way or the other as to whether or not the post event revisions that we make today are correct or not and that is a debate we do not want to be the judge on.

Resp,  
Kevin W

+++++

-----Original Message-----

From: McCreary, T. L. [mailto:tlmccrea@hq.pacom.mil]  
Sent: Wednesday, January 19, 2000 3:28 PM  
To: 'Darren Morton'; Susan Haeg; Kevin Wensing; Joe Gradisher; Hal Pittman; David Koontz; Bruce Cole; Brain Cullin; Bob Mehal; Philip Strub  
Subject: RE: Pearl Harbor Intro

Folks -- Admiral Blair got a call from Governors office saying they heard Disney's script called Japanese people in Hawaii spies. They also heard we



script approval before giving support, so they called us to say what's  
? How can we support such a prejudicial film. Will be in DC next week  
and try to get to see Phil Strub. Know what our general answers are but  
want to ensure we are being drawn into a debat on prejudice here. Adm Blair  
wants to write a letter to the Gov following my meeting in DC. Any help you  
all can give in keeping us away from the issue would be appreciated. "T"

-----Original Message-----

From: Darren Morton [mailto:navinfo\_la\_1@earthlink.net]  
Sent: Wednesday, January 12, 2000 2:28 PM  
To: T. McCreary; Susan Haeg; Kevin Wensing; Joe Gradisher; Hal Pittman;  
David Koontz; Bruce Cole; Brain Cullin; Bob Mehal; Philip Strub  
Subject: Pearl Harbor Intro

Hello All,

As you all may know, NAVINFO West is hard at work with our latest  
multi-million dollar project "Pearl Harbor."

This film is being produced by Hollywood heavy Jerry Bruckheimer and  
Disney. Michael Bay, Director of "Armageddon," will be directing this  
film. So far, this film is the largest movie ever to be greenlit (given the  
go) by a studio at 145 million dollars.

The storyline of the film deals with a love triangle between two Army  
Air Corps pilots and a Navy Nurse. One of the pilots, Rafe, falls in love  
with Evelyn, a Navy Nurse. Rafe volunteers to fight in the Battle of  
Britain and is shot down and presumed dead. In their grief, Evelyn and  
Danny, Rafe's best friend from childhood, develop an intimate relationship  
with one another. Just when everyone thought Rafe was dead and gone, he  
comes back to find that his best friend has hooked-up with his girl. As the  
three sort through this situation, the Japanese attack Pearl Harbor. The  
visuals for the attack will be like nothing cinema audiences have seen  
before. Minute-for-minute as it was in the first wave of the attack,  
audiences will witness America's coming of age. The visuals here are  
spectacular.

As America tries to recover from the attack, a Submarine Officer comes  
up with a plan to strike deep into the heart of Japan--the Doolittle  
Raid. Both Rafe and Danny take part in this raid but only one  
returns--Rafe. Before Danny dies, though, Rafe tells him a secret that only  
he and Evelyn knows. Danny will be a father.

This film will be a blockbuster when it opens sometime in 01. NAVINFO  
West along with the other services are in the process of script review on  
the way to formal DoD support. DoD Support for this film will be  
enormous--along the lines of "Tora Tora Tora" and "Top Gun." Support,  
however, will span the services with the Navy providing the bulk of the  
assistance. Because the other services have such a significant role in this  
project, going Joint will be the way to go. As soon as we can come to terms  
on the script, we will seek formal and written DoD support hopefully through  
Joint channels. The number of commands that this will involve will depend  
upon their ability to participate without interrupting their military  
missions. The publicity surrounding this film will be large and a great  
opportunity for the Navy.

Most films have a 15 to 20 million dollar advertising budget aside from  
their production money. Since the production budget for this film is so  
large, than I would predict that their advertising money would be on the  
upper-end if not over that figure. Where am I going with this? Well that's  
money spent on hyping the film can also hype the military (Navy). That's  
over 20 million dollars in free advertising for the US Navy and at least 145  
million dollars in free visual information on the importance of serving  
one's country.

One major comm point that will arise from this film will be the  
importance of volunteerism in a democracy. This film will also renew young  
America's understanding of keeping their military strong and ready. Over  
the course of this project, I will be emailing nPearl (Navy Pearl) with  
information.

Respectfully,

v/rDarren Morton



**Gibbons, Roderick J LCDR (CNR N00PA)**

---

From: Hommon, Rebecca MK Mrs (CNR N00L)  
Sent: Friday, January 21, 2000 1:29 PM  
To: Gibbons, Roderick J LCDR (CNR N00PA)  
Subject: FW: PEARL HARBOR MOVIE

Can I forward some of Tom's questions to Manny Grace to answer?  
I can tell Tom how we're approaching the situation, but I still don't know Disney's plan.  
Give me a call when you have a moment. Mahalo. Beck 474-4741

## -----Original Message-----

From: Ledvina, Thomas N [mailto:Ledvina.Thomas@HQ.NAVY.MIL]  
Sent: Thursday, January 20, 2000 11:56 AM  
To: 'Hommon, Becky'  
Cc: Turnquist, Carl J; Oliveria, David K; Ryan, Angela M; Josephson, Diana; Holaday, Duncan; Munsell, Elsie L; Gaasch, Carole  
Subject: PEARL HARBOR MOVIE

Becky -

I attended a meeting with Disney executives today that was designed to acquaint the Secretary of the Navy with the movie and enlist his support. The same folks also visited various folks in DoD as well. Unfortunately the Secretary didn't make it through the snow, so that part of the meeting will have to take place another time. The description of the movie, the sample computerized video, and the artists' conceptions are pretty impressive. The proposed schedule was even more impressive, given the brief description of what they want to do and the time in which they plan to do it. They are talking about restoring parts of Ford Island to a 1940s look (No problem there with the house I lived in at Little Makalapa), moving inactive ships to new moorings to recreate battleship row (with some dredging required), and setting off explosions on several inactive ships (movie explosions - with more flash than bang - but explosions nonetheless). They plan to establish an office in Hawaii in 2 weeks, to start filming in April, and to be done before RIMPAC in May. They need 23 days of shooting.

They recognize that environmental compliance is going to be a requirement, and say that the issues are being worked in Hawaii. When they explained that they thought that they could get one categorical exemption from all the services to cover NEPA, I started to wonder whether they really understand the problem. At this point DOD and DON appear to be strongly behind the film, but most folks there today were from CHINFO of DOD PA, so that is to be expected. I urged the Disney executives to make sure that we know what they need to do as early in the process so that we can work the environmental issues. Obviously, to meet their schedule, they (and we) are going to need some benign treatment by the regulators and the environmental groups. If things get hung up, I suspect that SECNAV will be the first to hear about it.

I know that you gave us a heads up on this, but can you explain how this is being handled in Pearl? Who is in charge of what? What are the environmental particulars about the support that they have requested in the way of permits required, notices, etc.? Does anyone have a plan of action and milestones on the various permits - or agreements that no permit is required? I suspect that the final SECNAV decision will be to provide enthusiastic support because of the benefits for the Navy and the military from the story line, even though we take a beating and the heroes are with the AAC.





WALT Disney Pictures

Bruce Hendricks  
President  
Motion Picture Production

OFFICE OF THE  
SECRETARY OF DEFENSE

2000 FEB -3 AM 11:13

January 24, 2000

The Honorable William S. Cohen  
Secretary of Defense  
1000 Defense Pentagon  
Washington, DC 20301

Dear Secretary Cohen,

Thank you for making time in your busy schedule to meet with us last Thursday. I am certain that "Pearl Harbor" will be a project that we can all be proud of and in some small way pay honor to the service men and women who sacrificed so much during World War II. Without the help and dedication of the Department of Defense and the Army, Navy and Air Force we would not be able to make a film of this magnitude and bring to it the authenticity and realism it deserves. We thank you again for your hospitality and are most grateful for your support and confidence as we undertake this ambitious project.

Sincerely,

Bruce Hendricks  
President  
Motion Picture Production

Phil  
No action  
needed

U01592 /00





WALT DISNEY Pictures

Bruce Hendricks  
President  
Motion Picture Production

January 26, 2000

Mr. Phil Strub  
Special Assistant for Audio Visual  
Department of Defense  
The Pentagon 2-E-789  
Washington, DC 20301

Dear Phil,

Thank you so much for all your guidance and support in planning the trip for Bruce, Michael and Jerry to DC. They were thrilled with how well everything went, and very impressed with who they met.

Please find 16 hats, 20 sweatshirts, 6 books and 4 bags to give out as you see appropriate as our thanks.

Sincerely,

Beth Rosler  
Staff Coordinator  
in Bruce Hendricks office





JERRY BRUCKHEIMER  
FILMS

January 31, 2000

Secretary William Cohen  
Secretary of Defense  
The Office of Secretary of Defense  
1000 Defense Pentagon  
Washington, D.C. 20301-1000

OFFICE OF THE  
SECRETARY OF DEFENSE  
200 FEB - 7 PM 1:52

Dear Secretary Cohen:

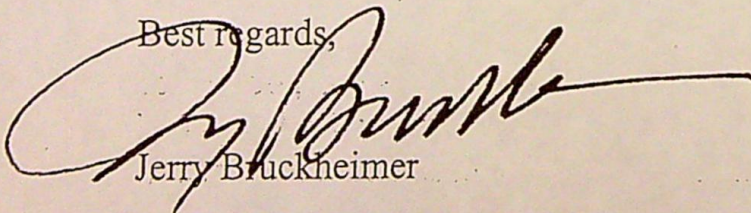
It was a distinct pleasure to spend time with you last week. I so appreciate you chiseling out time from what I know is a brimming schedule to accommodate us.

As you may have gathered, we are candidly passionate about our project, PEARL HARBOR. We would be honored and extremely grateful for any guidance and support you could offer us.

Our mutual friend, Paul Bloch, said you occasionally make it out the West Coast. If you find yourself in Los Angeles in the future, it would be a pleasure for my wife and I to host you and your wife for dinner.

Thank you, again, for your time and consideration. I hope to speak with you soon.

Best regards,



Jerry Bruckheimer

JB/ag





DEPARTMENT OF THE ARMY  
OFFICE OF THE CHIEF OF PUBLIC AFFAIRS  
1500 ARMY PENTAGON  
WASHINGTON DC 20310-1500



2 February, 2000

SAPA-LA

MEMORANDUM THRU

OFFICE, CHIEF OF PUBLIC AFFAIRS, ATTN: SAPA-CR&OD (COL LYDICK) 1500  
ARMY PENTAGON, WASHINGTON, D.C. 20310-1500

FOR OFFICE OF THE ASSISTANT TO THE SECRETARY OF DEFENSE, PUBLIC  
AFFAIRS (AUDIO VISUAL), ATTN: MR. PHIL STRUB, ROOM 2E789, THE  
PENTAGON, WASHINGTON, D.C. 20310-1400

SUBJECT: Recommendation Regarding Support for Entertainment-Oriented  
Production: "Pearl Harbor"

1. References:

a. DOD Instruction 5410.16, 26 January 1988, DOD Assistance to Non-Government, Entertainment-Oriented Motion Picture, Television, and Video Productions.

b. AR 360-5, 31 May 1989, "Public Information."

2. "Pearl Harbor" is a Jerry Bruckheimer ("The Rock," "Top Gun," "Con Air," "Armageddon" and others) produced, Michael Bay ("Armageddon," "The Rock") directed, Disney financed feature film written by Randall Wallace ("Brave Heart,"). The movie is based on the bombing of Pearl Harbor, the Battle over Britain and the "Doolittle Raid." The main characters of are two Army Air Corps pilots. The story is a very patriotic portrayal of the aforementioned historic events.

3. The production company has addressed All points of concern with the exception of two areas of the script. In one case LTC Doolittle's aircraft have capabilities that did not exist in 1941. Our other concern is with LTC Doolittle's remark that he has decided to disobey the War Department and personally go on the mission. We have already submitted recommendations for making these scenes more factual and feel confident Disney will make the necessary changes.

4. We have completed an initial technical scout and feel that filming at Wheeler Army Airfield and Fort Shafter can be accomplished during the time the production company has requested.

5. Recommend DOD approve support of this entertainment project.





## SECRETARY OF DEFENSE CORRESPONDENCE ROUTING SLIP

Action Agency:

Action Required: INFORMATION AND RETENTION

Coordinate With:

Remarks: *POSTMARKED 01/27/2000.*

Special Instructions:

Suspense Date:

Routing Date: February/3/2000

OSD CONTROL #: U01592-00

### INFORMATION DISTRIBUTION

#### OFFICE

SECRETARY OF DEFENSE

DEPUTY SECRETARY OF DEFENSE

EXECUTIVE SECRETARY

ASD (PUBLIC AFFAIRS)





DEPARTMENT OF THE NAVY  
OFFICE OF INFORMATION  
1200 NAVY PENTAGON  
WASHINGTON DC 20350-1200

IN REPLY REFER TO

5720

3 Feb 00

MEMORANDUM

From: Chief of Information  
To: Office of Assistant Secretary of Defense (Public Affairs)  
Attn: Special Assistant Audio Visual

Subj: "PEARL HARBOR" PRODUCTION SUPPORT

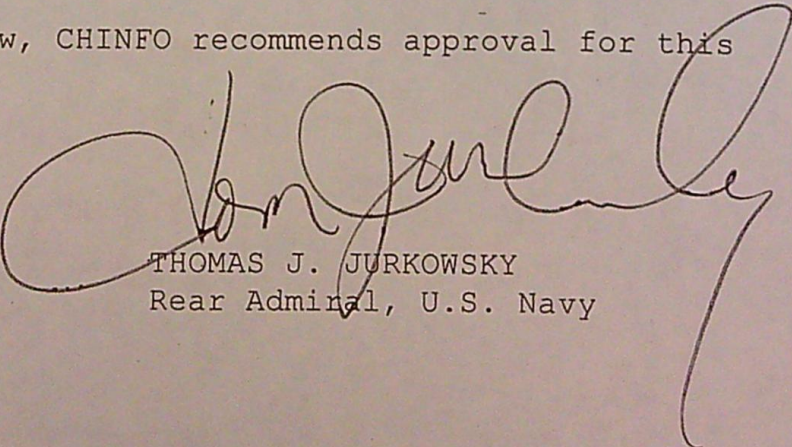
Encl: (1) Copy of Disney requirements

1. The Navy has received a request from Disney Studios and Jerry Bruckheimer, producer, for production support of their upcoming feature film entitled "Pearl Harbor." Included with this request is a listing of their requirements (Enclosure 1). Randall Wallace, the Academy Award winning writer of "Brave Heart," has worked closely with NAVINFO West on correcting Navy portrayals. The latest version of the script reflects that effort. The story line is patriotic, inspirational and romantic.

2. Be advised that support for this film will be on a large scale. Careful item-by-item coordination will be required with the local base commanders on the feasibility of Disney's request. Base commanders are prepared to render support in accordance with Department of Defense regulations outlining support requirements. The Navy will continue to work closely with the Hollywood liaison offices of the other services to coordinate support on the local level.

3. NAVINFO West has reviewed the request and recommends approval for production assistance and will coordinate support requirements for the Navy as necessary.

4. Based on our review, CHINFO recommends approval for this request.

  
THOMAS J. JURKOWSKY  
Rear Admiral, U.S. Navy

Copy to:  
NAVINFO West





DEPARTMENT OF THE AIR FORCE  
WASHINGTON, DC

Office of the Secretary

7 February, 2000

MEMORANDUM FOR OASD SPEC ASST FOR AV (MR. PHIL STRUB)

FROM: SAF/PA

SUBJECT: Disney "Pearl Harbor"

We have reviewed the 25 January, 2000 script, with changes, from Disney titled "*Pearl Harbor*" and feel Air Force support of this film would be beneficial to the service and entertaining to the American public.

We support proceeding with the project and recommend OSAD approve overall DoD involvement. Please provide copies of your approval to this office and to SAF/PAN-E, Mr. Chuck Davis.

A handwritten signature in black ink, appearing to read "Doug Thar", is positioned above the typed name.

DOUGLAS R. THAR  
AF Film/Documentary Liaison  
Public Communications Division

cc:  
SAF/PAN-E



## Strub, Philip, CIV, OASD/PA

---

**From:** Wensing, Kevin M CAPT (CPF N00PA) [WensingKM@cpf.navy.mil]  
**Sent:** Wednesday, February 09, 2000 11:13 AM  
**To:** 'Strub, Philip, CIV, OASD/PA'; 'Gradisher, Joseph F'; 'murphy.donna@hq.navy.mil'  
**Cc:** Cole, Bruce CDR (CPF N00PA0); Wensing, Kevin M CAPT (CPF N00PA); 'Morton, Darren (NAVINFO LA)'; 'Melissa Schuermann'; 'McCreary, T. L.'; 'McCreary, T. L.'  
**Subject:** THANKS-RE: Army Wants NEPA Info Too From Disney

Phil,

- Thanks. Smart to check with Army and Air Force to make sure they are giving attention on NEPA issue too. Like I said we told Disney to start working with them some time ago and they have touched base. Because these portions of the project is farther down the road and tiny in comparison to Navy role, Disney should be able to comply in plenty of time.

- Below is a rough draft checklist done last night for your info use if you wish to outline a SOP for Movie projects.

Most projects are simple and can be done easily but then we get a large project and we go through what we are experiencing now. The environmental issue is a new one that in the past 2-3 years we have been saddled with too. For example, we've done a full Environmental Assessment (including public comment periods) on all beaches in Hawaii where we might want to do landings so that we can use these beaches when we want to with just a brief review. With the litigious society that America has developed, I can see more of this coming into play in many areas of life, especially when those who want to do something are seen to have deep pockets (i.e. entertainment business, sports industry, etc).

- The short fuse on this project, mid-January Go from Disney, RIMPAC exercise on the back end, unique environmental and historical aspects of Pearl and Ford island make this probably the hardest ones to anyone will ever see.

- With apologies to Frank Sinatra..."Forget New York, if they can make it here, they can make it anywhere!"

+++++

\* Draft Motion Picture Checklist For DoD and Service Movie Liaison Offices Review and Use:

- The following outline is provided for DOD, CHINFO and NAVINFO LA consideration in developing a standard operating procedure/guidelines in conjunction with a review and updating of DoD instruction 5410.16 dated January 26, 1988.

- The leasing office at Pearl Harbor will be charging Disney fair market value for rent on building (2 to 5 cents per sq. foot/day citing a 1991/92 federal law that says that all tenants on DoD installations should pay a fair value for spaces leased. This is one example of a need for review of this 1988 DoD document which seems to indicate that use of excess facilities should be at no charge.

- The following is a rough draft of a checklist for issues that could be used when motion picture companies approach DoD or a training review for those who work in these offices.

\* List all applicable instructions in package that commands get to review military support and use a list of questions as a guideline to determine if all bases are covered instead of relying on memory. This will also let motion picture companies determine their risk and potential costs.

1 - Meet to determine impact on operating forces, DoD personnel and families

2 - Availability of facilities and costs/impact on operations

3 - Impact on surrounding community and local support for the project

4 - Environmental impact, requirements if required (EA, Cat Ex, or None)

5 - Military Costs (estimate identified by military up front)



- Review of script by service and DoD
- 7 - Estimated return on investment or benefit for military services
- 8 - Identification of a project officer and team (early/get reserves)
- 9 - Community relations plan (movie has the lead w/ military assist)
- 10 - Publicity plan (photos/movie has the lead w/ military assist)
- 11 - Website established (movie website that military can link to)
- 12 - DoD message of support
- 13 - Service message with endorsement/direction if needed
- 14 - Military Production Assistance Agreement worked concurrently
- 15 - Public affairs guidance/news release/general announcement
- 16 - Special Effects (storage, safety procedures)
- 17 - Extras - how many, when and where do they audition
- 18 - Props - (self provided or from military)
- 19 - Aviation support (storage, fueling, insurance, safety, FAA)
- 20 - Maritime support (storage, fueling, insurance, safety, FAA)
- 21 - Wardrobe location (area, temp, correctness of ribbons)
- 22 - Office spaces and support of project team with space and gear needed
- 23 - Storage areas for tools, equipment
- 24 - Pyrotechnics, amount, uses and storage
- 25 - Parking (vehicles, VIP limos)
- 26 - Security (Military /Civilian)
- 27 - Fire support (who provides)
- 28 - Medical support (who provides)
- 29 - Pass and ID (who provides)
- 30 - Rest Room facilities
- 31 - Diving Operations
- 32 - Trash removal
- 33 - Food and catering services
- 34 - Personnel support (admin services)
- 35 - Listing of DV's (for parties, post filming premieres, etc)
- 36 - Proof of insurance (amount required)
- 37 - Setting up a line of credit (some standard methods)
- 38 - Construction and building modifications
- 39 - Pre/post production kick-offs rallies and receptions
- More as experienced project officers might suggest and a written overview of the movie could be provided to commands with drawings and videos (much like Disney has shown to senior leaders...see below)



MODE = MEMORY TRANSMISSION

START=FEB-10 11:47

END=FEB-10 11:48

FILE NO.= 211

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February 10, 2000

THIS PAGE PLUS THE FOLLOWING NUMBER OF PAGES: - 1 -

TO: Captain Kevin Wensing  
Public Affairs Officer

LOCATION: CINCPACFLT

TELEPHONE: (808) 471-3766

FAX: (808) 422-0771

MESSAGE: Captain, as you know, we customarily do not charge fees when DoD property is used for filming: on ships, aircraft, flight lines, parade grounds, gunnery ranges, housing areas, Arlington National Cemetery, obstacle courses, general officer quarters, and so on. From time to time we also permit production companies to use buildings for production offices, storage facilities, and the like, when comparable facilities are not reasonably available a/o convenient and when the buildings are not currently in use. The company reimburses the govt only for any direct O&M expenses incurred, but often also winds up refurbishing these buildings to some extent. For example, we allowed the production company to set up offices and a screening facility in buildings at Fort Jackson, SC for eight weeks of pre-production/production of the feature motion picture "Renaissance Man."

FROM: PHILIP M. STRUB  
SPECIAL ASSISTANT FOR AUDIOVISUAL  
DEPARTMENT OF DEFENSE

ADDRESS: THE PENTAGON  
ROOM 2E789  
WASHINGTON, DC, 20301-1400

TELEPHONE: (703) 695-2936

FAX: (703) 695-1149





OFFICE OF THE ASSISTANT SECRETARY OF DEFENSE  
1400 DEFENSE PENTAGON  
WASHINGTON, DC 20301-1400



PUBLIC AFFAIRS

February 15, 2000

Mr. Jerry Bruckheimer  
Executive Producer, "Pearl Harbor"  
Jerry Bruckheimer Films  
1631 10<sup>th</sup> Street  
Santa Monica, CA 90404

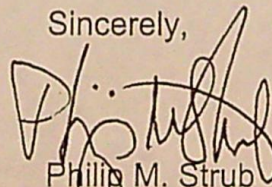
Dear Mr. Bruckheimer,

I'm pleased to advise you that we've approved military assistance in the production of the Disney feature motion picture "Pearl Harbor." We understand the assistance includes reenacting such seminal historical events as the Japanese attack on Hawaii on December 7, 1941. We anticipate that most of the filming that involves military assets will take place in Hawaii, for approximately four weeks beginning in April. We expect that production there will involve a number of military installations, inactive ships, military extras, and other forms of assistance. We also expect to fly period aircraft from an active aircraft carrier off the coast of southern California, to reenact launching the Doolittle raid on Tokyo.

The Navy will be the lead Military Service, and the Department of Defense Project Officer will be Lieutenant Commander (Sel) Darren Morton, with whom you are already acquainted. Lieutenant Commander Morton will be augmented by Army and Air Force counterparts in Los Angeles, Mr. Charles E. Davis, and Major Benjamin C. Frazier, respectively. They'll help coordinate efforts in Hawaii, as well as be on the set when the military is being portrayed.

The task of satisfying the environmental and historical requirements has been daunting for filmmakers and for the military. However, we believe these efforts will ultimately result in our being able to participate to the maximum extent possible in the production of this historic and patriotic landmark motion picture. I wish you all the best and look forward to continuing our very successful association in this and other cinematic endeavors.

Sincerely,



Philip M. Strub

Special Assistant for Audiovisual

cc:  
U.S. Army (Ms. Ross)  
U.S. Navy (LCDR(S) Morton)  
U.S. Air Force (Mr. Davis)  
Walt Disney Pictures (Mr. Hendricks)  
Michael Bay







OFFICE OF THE ASSISTANT SECRETARY OF DEFENSE  
1400 DEFENSE PENTAGON  
WASHINGTON, DC 20301-1400



PUBLIC AFFAIRS

February 17, 2000

Mr. Jerry Bruckheimer  
Executive Producer, "Pearl Harbor"  
Jerry Bruckheimer Films  
1631 10<sup>th</sup> Street  
Santa Monica, CA 90404

Dear Mr. Bruckheimer,

There are several brief problem scenes in the January 25 version of the script that were inadvertently overlooked in the rewrite. We consider them to be important, but so easy to resolve that I didn't let them stand in the way of approving military assistance. I would appreciate it if these last few points were incorporated into the next rewrite, or at least before principal photography begins in Hawaii. Of course, we're available for any discussions you or Michael would like to have on the subject. Please don't hesitate to let me know if I can be of assistance.

I'm looking forward to getting into production, as you are too, no doubt, though we certainly have our work cut out for us. I'm continuing to be encouraged by news of progress in pre-production coming daily from Hawaii.

Sincerely,

Philip M. Strub  
Special Assistant for Audiovisual

Enclosure:  
As stated

cc:  
U.S. Army (Ms. Ross)  
U.S. Navy (LCDR(S) Morton)  
U.S. Air Force (Mr. Davis)  
Walt Disney Pictures (Mr. Hendricks)  
Michael Bay





**DoD Notes on "Pearl Harbor"**  
1/25/00 version of script

*Remaining to be resolved:*

Pg. 48, Danny to Evelyn – please delete the “stick jabbing you” gag, it’s a bit anachronistic and vulgar.

Pg. 61, Rafe to Danny – please delete “f” word in Rafe’s line, and his line “How about a dick?” for the same reasons as above.

Pg. 103, HORNET BRIEFING ROOM – please change the scene so that Doolittle doesn’t flaunt War Department orders to lead the mission. We understand the dramatic effect, but believe that it’s historically too much of a reach, and damning to his reputation. Recommend something like: “Gentlemen, when I was ordered to organize this mission, I asked to lead it myself. The War Department said I was too valuable to lose. Now we’re in the middle of the Pacific. And seeing what these men are willing to do, I know I made the right decision. I’m going.”

Pg. 108, HORNET FLIGHT DECK – Substitute “crap” for “shit.” in Doolittle’s line to his co-pilot. We know you intend to play this lightly in direction. Our on-site Project Officers can explain the appropriate leadership style for this scene.



11011  
Ser RE241/

Mr. Steven A. Ransohoff  
President  
Big Ship Productions, Inc.  
9000 Sunset Boulevard, Suite 1400  
Los Angeles, CA 90069

Dear Mr. Ransohoff:

Subj: PRODUCTION ASSISTANCE AGREEMENT DOD-FF-001-2000

This acknowledges our receipt of the above-entitled production assistance agreement ("Agreement") for the filming of the feature movie presently entitled "Pearl Harbor," which the Department of Defense signed on March 22, 2000. The Agreement directly authorizes use of Government property and appears to supercede in part the provisions of License No. N6274200RP00055 ("the License") which we previously issued to BSPI.

Accordingly, it is our understanding that:

a. Building 39, where Big Ship Productions, Inc. ("BSPI") presently has its offices and wardrobe area, is among the "other structures" made available to BSPI under clause 1.a of the document entitled "DoD Production Assistance Requirements for Feature Motion Picture 'Ford Island'" attached to the Agreement, and is covered by that Agreement;

b. Exhibit "D" of the License, entitled Calculation of Rent, is no longer applicable and the phrase "See Exhibit "D" of Block 7.a. of NAVFAC 11011/29" of the License is deleted and replaced by the word "none". This change is effective as of the commencement of the License; and

c. The remainder of BSPI's commitments set out in said license, including but not limited to those commitments concerning protection of the environment and compliance with environmental law, remain in full force except to the extent that they conflict with the Agreement.

If you have any questions or concerns, please contact the undersigned at (808) 471-3217.

Sincerely,

J. MICHAEL KILIAN  
Head, Real Estate Department  
Real Estate Contracting Officer

Copy to:  
LT Melissa J. Schuermann  
Deputy Director



*Air Force Comments*  
*"Pearl Harbor"*  
*3/3/00 Version*

Page	Comment
11	Evelyn's 1 <sup>st</sup> dialogue: Change "soldier" to "airman"
19	Evelyn's 2 <sup>nd</sup> dialogue: Change "Army" to "Air Corps"
23	Evelyn's 5 <sup>th</sup> dialogue: Add "Air Corps" after "Army"
59	Rafe and Danny <u>should not</u> remove their uniform shirts and replace them with Hawaiian shirts. They would be "out of uniform," which is illegal. They should remain in uniform so that later, during the air battle, they will appear as professional Army Air Corps pilots. This will also affect General Doolittle's comments about "those hula shirts you were flying in," on page 95.
98	Gooz dialogue: Delete "Army" and add "Air Corps"
116	This color guard (top of page) should be comprised of members of the Army, Navy, Marines and Air Corps; not just Army.

Chuck Davis  
SAF/PAN-E  
9 March 2000



**'Technical Notes'**

**"Pearl Harbor"**

**3/3/00 Version**

Pg. 1 Rafe's dialogue - "Bandits" is considered a radar-related term – actual radar was not developed until just before WWII. Rafe might say "Germans" or "Look out Danny, Germans behind us!"

Pg. 4 There was no major Air Corps airfield in New Jersey at this time. It could be Mitchell Field, Long Island, NY. This air field was responsible for the air defense of New York City and had P-40s.

Also, would be better to say "Training Captain" vs. "Flight Leader"

Pg. 5 Jimmy Doolittle had been put back on active duty as a Major in 1940, and did not pin on Lt Colonel until JAN 42. So in Jan 41 he was a Major and in this fictitious situation would be Rafe and Danny's Squadron Commander. During the Tokyo raid in April 1942 he was a Lt Colonel.

Pg. 8 Suggest changing "New Jersey Barracks" to Mitchell Field

Pg. 10 Suggest changing "Military Medical Center" to "NAS New York" (Floyd Bennett Field) also in Long Island, New York.

Pg. 11 Evelyn's first dialogue - Change "soldier" to "airman"  
Nurses can't medically disqualify pilots, only doctors (flight surgeon's)  
Evelyn could stamp "PASS" instead of "APPROVED"

Pg. 19 Change "Army" to "Air Corps"

Pg. 22 The RMS Queen Mary was not in NY at all in 1941. She was transporting ANZAC troops from Australia/New Zealand to North Africa the entire year. You could make the ship the French Liner Normandie, which was tied up to a 94<sup>th</sup> Street pier at that time.

Pg. 26 Suggest changing "Bassingborne Airfield" to "RAF Martlesham Heath" – this is the actual Airbase #71 Eagle Squadron was based.

The "British Air Commander" would be a "Squadron Leader", RAF Rank is Major.

Pg. 28 Suggest changing SWASTIKAS on plane to Iron Crosses (kill markings)

Pg. 30 Any reference to "boobs" or "Nipples" was strictly forbidden in prewar Air Corps. Recommend Earl say "Gooz, you know you guys can't paint those on there."



Michael, we put an asterisk by those technical comments that our team thinks are more significant than the others:

Pg. 31 - When Admiral Kimmel arrives on the USS West Virginia, "Pacific Fleet, arriving."

\*\*Pg. 33 - Officer / enlisted portrayal. Neither British nor American enlisted maintenance personnel would adopt such an informal relationship with an (officer) pilot. In fact, a "fook ya" would likely result quickly in disciplinary action.

Pg. 34 - Brit slang would be "Bloody Jerries," Yankee slang was "Krauts."

RAF Fighter Squadrons were divided into four-plane section named after colors: "Red Section", "Blue Section" etc. Each aircraft in a section would be "Red Leader", Red 1, Red 2, and Red 3.

A more realistic radio call could be "Red section on the bombers," and "Green section take on the fighters."

Pg. 35 - "Squadron Leader" is an actual title in the RAF equivalent to the rank of Major. Better to say "Red 1 (his callsign) ! Get to the clouds!"

\*\*For security reasons, the Squadron Leader would not say a pilot was down w/no chute over the radio. The Germans monitored the British frequencies and could determine losses from such chatter. Suggest omitting "McCawley down. No chute," or have the Squadron Leader make this comment so to voice to himself."

\*\*Pg. 36 - THE BOXING SCENE - Boxing was an officially sanctioned sport in the Navy until the 1950's. They were in terms of rules and attitude much like those in a professional ring. Normally a medical officer and corpsman would be present to take care of injuries. Gambling on board Navy ships and installations was against the regulations. That is not to say it was not done, but it would not be done in the open. There would definitely be some discretion with the mention of gambling; otherwise all would end up facing disciplinary action. We suggest:

Teeney leans in and whispers to Dorrie - doesn't flash the cash in front of him openly.

Dorie waves off the medic on board ship, not thinking the cut was serious enough to warrant immediate medical attention. Later, off screen, he realizes it's worse than he thought, motivating his trip to the hospital where it makes sense that Evleyn would treat him.

Pg. 37 - Betty's dialogue (e.g., "horny") is anachronistic for this period; Suggest changing her line to "Church sure puts me in the mood."



Pg. 38 - Dorie's dialogue continues w/ "Sorry to trouble you. It's worse than I thought."  
(Explains why he didn't get medical help on ship.)

The introduction of enlisted to officer is "Mess Attendant 3rd Class, Dorie Miller,  
'Ma'am."

Pg. 39 - Evelyn's line should be "You take care. Petty Officer Miller." for realistic  
military protocol.

\*Pg. 40 - Since there is no recovered body or eye witness accounts of his death, Rafe  
would be listed as "Missing in Action / MIA."

Pg. 42 - Half the Eagle Squadron had not been shot down, so it would be better to say  
"suffered many losses."

Pg. 43 - Army pilots were required to have two years of college. Suggest changing  
Danny's line to "I keep going back to college...."

EVELYN's dialogue - Evelyn's training as a Navy nurse would have required her to see  
blood. Rather than qualify her experience with lines like, "never saw any wounds,"  
"never saw any combat trauma," it might be simpler just to leave out the idea altogether:  
"Now here I am - a woman who never knew love, until I knew Rafe."

Pg. 52 - Suggest changing this scene from War Dept (Army) to Navy Dept. - as written  
it involves all Navy characters. FYI, they were both located in the same building next  
to the White House, now referred to officially as the Eisenhower Executive Office  
Building and informally as the "EOB" (Executive Office Building).

Pg. 54 - The Navy had one of only four cipher machines in existence that could decode  
the Japanese 'Purple' messages. This decoding system for the time was considered to be  
"state of the art." Suggest that CAPT THURMAN have a more positive response for the  
ADMIRAL such as, "No Sir. Our decoding and translating are incomplete, but we do  
know that the Japanese are up to something and Pearl Harbor's a likely target to me."  
ADMIRAL could reply - "Then speed up your ops and get me some better evidence,  
Captain."

Pg. 55 -- RAFE'S FLASHBACK: Rafe would not deploy his parachute in the cockpit.  
He would inflate his "Mae West" flotation device. Taking off his clothes would make the  
situation worse. Also, Spitfire wingtips do not float. RAF Fighter pilots had inflatable  
dinghies attached to their harnesses. When Rafe clears his canopy, he would swim  
toward the surface and inflate the flotation devices. The low water temperature and  
shock of the crash would cause him to be confused and groggy. It is more realistic for  
him to battle against loss of consciousness and hold on to the raft.



Pg. 59 – AT THE BAR: If our heroes are at the Officer's club, they are in FULL UNIFORM. If they are out in town, they can be in civilian attire. I.e. Hawaiian shirts.

Pg. 62 – ABOARD THE AKAGI: The date was 8 December 1941 (international dateline.) Here and elsewhere in the script, **Yamamoto was not aboard the Carrier AKAGI during the attack; he was aboard his flagship, NAGATO, in the Inland Sea of Japan.** Either we see Yamamoto aboard NAGATO, or we see Admiral Nagumo (Task Force Commander, to whom we have not been introduced) aboard AKAGI.

**\*\*Pg. 64 – RADAR STATION/ARMY COMMAND POST: The Opana Point radar station (not Pearl Harbor) had two ARMY privates on duty, and no officers.** The duty officer (one Army First Lieutenant) was at the Ft. Schafter command post.

**\*\*Pg. 65 – NAVAL INTELLIGENCE OFFICE:** We need to work on the Thurman character, to make him more realistic. His actions, particularly his dialogue, is not realistic at all and could even be construed as negative, given that The Naval Communications Security Unit had more than 300 personnel decoding and transcribing at any given time. Here and elsewhere we'll need to make some alterations to his character. For this scene, suggest THURMAN POV show text "FURTHER PEACE TALKS USELESS," followed by THURMAN grabbing the phone.

Pg. 68 – "Navy Newsreel" **did not exist. This "GUY" is a Navy Correspondent.** Line should read, "I'm Navy. Can I catch a ride."

\*Pg. 68 – THURMAN: "Get me **THE** Admiral."

\*Pg. 69 – ABOARD THE WEST VIRGINIA: The Captain should arrive on the bridge immediately and order the Officer of the Deck, "**Away the fire and rescue party! Sound General Quarters!**" THEN we see the ship's crew running to GQ.

\*Pg. 70 – The CAPTAIN says to DORIE, "**Find the X.O., it's his ship now. Tell him to get her underway.**" Drop, "Stay calm... Load and—"

Pg. 72 – All servicemen expected an outbreak of war with Japan, but no one expected Pearl Harbor to be the target. Suggest changing to something like "Gosh, I never thought the Japs would attack us here."

\*Pg. 74 – DANNY - Aircraft staged on the flightline were fully fueled to prevent condensation, and the Guns installed and "zeroed." WWII started in September '39 and wasn't known by that name until dubbed so by President Truman. Suggest changing Danny's line to something like: "**This is Lt. Walker! Start loading the guns RIGHT NOW! The Japs just started the war.**"

Pg. 75 – The OKLAHOMA's turrets blew "OFF," not "apart." They remained mostly intact.



Pg. 79 – RAFE: “... **locked and loaded!**” not “cocked and locked”

Pg. 81 – “American P-40s” would sound more accurate as “**Army P-40s!**” or “**Our guys**”



**Big Ship Productions, Inc.****- - - Fax Transmission - - -**

TO: LT. DARREN MORTON FAX #: 310-235-7856  
PHIL STROUB 703-695-1149  
BRUCE HENDRICKS 818-560-5132

FROM: SHERRI M. FELDMAN DATE: 03/01/00

RE: "PEARL HARBOR"/DEPARTMENT OF DEFENSE/PRODUCTION  
ASSISTANCE AGREEMENT

PGS: 6

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If there are any problems with the following transmission, please call 818/560-7946.

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Lt. Morton & Mr. Stroub:

Attached please find my comments to the latest draft of the Production Assistance Agreement. I thought it might be helpful to have these prior to our conference call.

I look forward to speaking with you.

Sherri

cc: Bruce Hendricks

**PRIVACY NOTICE**

This message is intended only for the use of the individual or entity to which it is addressed and may contain information that is privileged, confidential or exempt from disclosure under applicable Federal or State law. If the reader of this message is not the intended recipient or the employee or agent responsible for delivering the message to the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited.

If you have received this communication in error, please notify us immediately by telephone and return the original message to us via regular U.S. Mail.



U.S. DEPARTMENT OF DEFENSE  
MOTION PICTURE AND TELEVISION  
PRODUCTION ASSISTANCE AGREEMENT  
DOD-FF-001-2000

**WORKING COPY**

We need to discuss my  
inserts 1 & 3 - which I  
have attached

The United States Department of Defense (hereinafter referred to as "DoD"), acting on behalf of the United States of America, hereby agrees with Big Ship Productions, Inc. (hereinafter referred to as "the production company"), subject to the provisions herein, for the assistance itemized immediately below, to be rendered in conjunction with the production of the feature film known at this time as "Pearl Harbor."

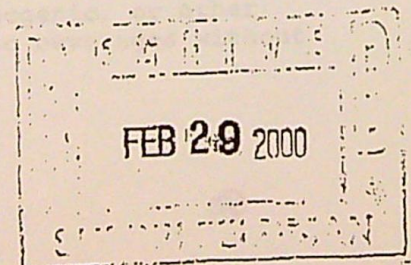
LIST OF MILITARY RESOURCES TO BE PROVIDED IN SUPPORT OF PRODUCTION (See Attachment)

2. This <sup>material</sup> agreement is subject to <sup>its not immediate if their is a curright.</sup> immediate revocation due to non-compliance with the terms herein, with the possible consequence of the temporary suspension or permanent withdrawal of the use of some or all of the above military resources identified to assist this project. Prior to DoD exercising any remedies available pursuant to this Agreement or otherwise, the production company shall be given written notice of ~~a material breach or default~~ hereunder and accorded three (3) days from receipt of such notice to cure such default or to begin to cure such breach or default if same can not be cured within three (3) days.

non-compliance with the terms

It is agreed between DoD and the Production Company as follows:

1. The DoD Project Officer, Lieutenant Darren V. Morton, USN, Director, Navy Office of Information, West, is the official on-site DoD representative responsible for ensuring that the terms of this agreement are met. The DoD Project Officer will be present each day that the U.S. military is being depicted during the production phase. To the extent reasonably practicable, the Production Company agrees to consult with the DoD Project Officer in all phases of pre-production, production, and post-production that involve and/or depict the U.S. military.
2. DoD approved military assistance as in the best interest of the DoD, based on the 27 January 2000 script. ~~and immediately and agrees that it has reviewed~~ <sup>and immediately and agrees that it has reviewed</sup> the script and the military substantially in a meeting with the DoD Project Officer. ~~compliance with this paragraph.~~ The production company must obtain, in advance, concurrence from DoD for any ~~material~~ subsequent material changes to ~~the depiction of the military made to either the picture or the~~ <sup>the depiction of the military made to either the picture or the</sup> sound portions of the production before it is exhibited to the public. The Production Company agrees to advise the DoD Project Officer of these material changes, including those that may be made during post-production. Concurrence from DoD shall be exercised in good faith, not to be unreasonably withheld.
3. The operational capability and readiness of the armed forces will not be impaired. Unforeseen contingencies affecting national security or other emergency circumstances such as disaster relief may temporarily or permanently preclude the use of military resources.
4. There will be no deviation from established DoD safety or conduct standards. Such standards and compliance therewith will be coordinated by the DoD Project Officer. DoD agrees to provide the production company advance notice of such safety or conduct standard.





5. All DoD property or facilities damaged or used by the production company in connection with the production will be restored by the production company to the same or better condition as when they were made available for the production company's use, normal wear and tear excepted.

Is it possible we will agree otherwise

6. The Production Company will reimburse the U.S. Government for any additional expenses incurred as a result of the military assistance rendered for "Pearl Harbor." The Production Company agrees to post advanced payment or letter of credit in the amount reasonably estimated to comprise the total additional DoD expenses. The payment or letter of credit will be submitted to the military component(s) designated to provide the assistance, or to another DoD activity, as deemed appropriate by DoD Project Officer.

What does this mean

a. DoD agrees to provide statements of charges assessed by each installation or DoD component providing assets to assist in the production within 45 days from the end of the month in during which assistance was provided. Reimbursements are to be restored to each specific account from which they are drawn to assist the production.

b. The production company will be charged for only those expenses that are considered to be additional costs to DoD in excess of those that would otherwise have been incurred, such as fuel, resultant depot maintenance, expendable supplies, travel and per diem, civilian overtime, and EQUIPMENT LOST OR DAMAGED by the Production Company. The Production Company will also be charged with the travel, lodging, and per diem expenses for the DoD Project Officer, Special Assistant for Audiovisual and any assigned technical advisor.

is there a reason all caps + underline

c. If the final aggregate of such costs and charges is less than the amount posted, DoD agrees to remit the exact amount of the difference, within 45 days after the completion of principal photography.

7. As further conditions of DoD assistance, the Production Company agrees:

a. To indemnify and <sup>reasonable</sup> hold harmless DoD, its agencies, officers, and employees, against any claims (including claims for personal injury and death, damage to property, and attorneys' fees) arising from the production company's possession or use of DoD property or other assistance in connection with this production of "Pearl Harbor" but shall not in any event indemnify or hold harmless the DoD, its agencies, officers, and/or employees from and/or against any claims arising from defects or other conditions in DoD property or facilities, and/or negligence or willful misconduct on the part of the DoD, its agencies, officers and/or employees;

provided by the DoD to the production company

b. To maintain, at its sole expense, insurance in such amounts and under such terms and conditions as may be required by DoD to protect its interests in the property involved; and

c. To provide proof in the form of a certificate of insurance evidencing adequate industry standard liability insurance, naming the U.S. government as an additional insured;

8. Further, the Production Company will:

a. Not damage or impair the appearance of DoD property without prior approval from the DoD Project Officer, such approval not to be unreasonably withheld;

b. Not carry on DoD property any narcotic, hallucinogenic, or other controlled substance; or alcoholic beverage, or alcoholic beverages without

We need preapproval!



prior coordination with the DoD Project Officer such approval not to be unreasonably withheld;

c. Not carry on DoD property any real or prop firearms, weapons, or explosives, or any special effects devices or equipment which cause or simulate explosion, flashes, smoke, flares, fire, loud noises, etc, without prior approval from the DoD Project Officer;

*(such approval not to be unreasonably withheld)*

d. Comply with all local, state, and federal environmental laws including, but not restricted to, the use of hazardous materials.

9. For any additional military assistance requirements beyond those previously identified in the DoD Requirements List, the Production Company must obtain prior approval from the DoD Project Officer, who will coordinate such requirements with DoD and the military component(s) involved.

10. Footage shot with DoD <sup>currently known as</sup> assistance and DoD footage released for this production will not be reused for or sold as stock footage for use in other productions without DoD approval such approval not to be unreasonably withheld. The foregoing shall not prohibit the production company from exploiting in perpetuity the production "Pearl Harbor" in any and all ancillary markets and media, now known or hereafter devised (including, without limitation, television, home video, and theme parks) or from using clips or stills in advertising and/or promotional and publicity material <sup>(5)</sup> relative thereto.

*(interactive)*

11. To the extent the DoD Project officer is available during production, the production company agrees to screen military footage for the DoD Project Officer, to review edited military sequences with the DoD Project Officer, and to use reasonable good-faith efforts to provide the DoD Project Officer with a viewing of the roughly edited, but final version of the production at a stage in editing when changes can be accommodated, but only to the extent required to allow the DoD to confirm that the tone of the military sequences substantially conforms to the scripted sequence approved by the DoD. The production company will also use reasonable good faith efforts upon receipt of written request to provide an official DoD screening which DoD acknowledges, may not be a celebrity premiere of the completed production in Washington, DC, prior to public exhibition. An alternative screening location may be authorized by DoD, in negotiations with the production company, but the production company will be expected to pay the reasonable travel expenses incidental to attending the screening by the DoD Project Officer and Special Assistant for Audiovisual.

*(shall)*

12. The Production Company agrees to place a credit in the end titles of the film acknowledging the military assistance provided in a form to be determined by the DoD Project Officer and the Production Company. Such acknowledgment(s) shall be in keeping <sup>with the</sup> customs and practices of the distributor of the picture.

*- inadvertent failure not a breach*

13. Upon receipt of written request, the Production Company agrees to provide DoD with a minimum of 30 copies of still photos, posters, press kits, and other promotional materials for historical purposes in documenting DoD assistance to the production, and for possible news coverage in DoD-affiliated media, subject to their availability.

14. Upon receipt of written request, <sup>the Production Company</sup> ~~Walt Disney Motion Pictures~~ agrees to provide a minimum of 10 videocassette copies of the completed production to DoD for historical purposes, when such videocassettes distributed commercially. DoD agrees not to exhibit these productions, and to copy clips from them only for internal information purposes. DoD shall be responsible for actor or other third party clearances or payments required in connection therewith, if any.

*are*



15. Official activities of military personnel in assisting the production must be within the scope of normal military activities, with the exception of the DoD Project Officer(s) and assigned official Technical Advisor(s). Military personnel in an off-duty, nonofficial status may be hired by the production company to perform as actors, extras, etc, provided there is no conflict with existing Service regulations. In such cases, the following applies:

a. Contractual arrangements are solely between those individuals and the production company; however, payment should be consistent with industry standards;

b. Military personnel shall comply with customary standards of conduct regulations in accepting employment;

c. The production company is responsible for any disputes with unions governing the hiring of non-union actors and extras;

d. While portraying military personnel in the production, these individuals will adhere to military standards of safety, bearing, and conduct; provided DoD acknowledges and agrees that the use of military personnel in roles and/or scenes as substantially depicted in the January 27, 2000, comports with military standards of conduct safety and bearing. Subject to the previous sentence, DoD has the right to terminate the employment in the event that disagreement regarding the military aspects of their portrayals cannot be resolved in negotiations between the production company and DoD with the 36-hour "cure period."

(bearing)

(script)

16. Should the production company desire, donations may be made to morale, welfare, and recreation funds of the military unit(s) providing assistance. These donations must be coordinated through the DoD Project Officer and the military components involved. Donations of this kind are not at all required and are not in any manner a consideration in the determination of whether or not a production should receive DoD assistance.

17

18. The undersigned parties warrant that they have the authority to enter into this agreement and that the consent of no other party is necessary to effectuate the full and complete satisfaction of the provisions contained herein.



19. This agreement consists of five pages and enclosures; each page will be initialed by the undersigned DoD and production company representative. All rights of every kind in and to all photography and sound recordings made hereunder shall be solely owned in perpetuity by the production company and any licensee or assignee ("Successor") of the production company, and DoD nor any other party now or hereafter having an interest in the resources provided shall ~~not~~ have any right of action, including, without limitation, ~~and~~ <sup>neither</sup> right to injunctive relief against the production company or its Successors and/or any other party arising out of any use or non-use of said photography and/or sound recordings. Neither the production company nor its Successors shall be obligated to make any actual use of any photography, recordings, depictions or other references to the resources supplied hereunder in any motion pictures or otherwise. This paragraph shall survive termination of this agreement for any reason.

FOR THE DEPARTMENT OF  
DEFENSE

FOR Big Ship Production Inc. Inc.

\_\_\_\_\_  
Signature/Date

Lieutenant Darren V. Morton  
Director  
Navy Office of Information  
10880 Wilshire Blvd. Ste 1220  
Los Angeles, CA 90024

\_\_\_\_\_  
Signature/Date

Mr. Bruce Hendricks  
President Walt Disney Motion Pictures.

(PHIL THIS WAS SUBMITTED BY SHERI FELDMAN)

NOTE: this paragraph has been incorporated into the second paragraph (before the numbered paragraphs)

3. Prior to DoD exercising any remedies available pursuant to this Agreement or otherwise, the production company shall be given written notice of a material breach or default hereunder and accorded three (3) days from receipt of such notice to cure such default or to begin to cure such breach or default if same can not be cured within three (3) days.

4.

NOTE: this paragraph has been incorporated into the final paragraph

5. Neither the production company nor its Successors shall be obligated to make any actual use of any photography, recordings, depictions or other references to the resources supplied hereunder in any motion pictures or otherwise.



UNCLASSIFIED

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 REMFIUU/COMMARFORPAC//FPAO//  
 RUEHMS/COMMARFORPAC//FPAO//  
 RULSSEA/COMNAVSEASYS COM WASHINGTON DC//PAO//  
 RUWFEAA/COMNAVAIRPAC SAN DIEGO CA//N01P//  
 RUHEMCQ/COMNAVREG PEARL HARBOR HI//N00PA//  
 RUHVAAA/15ABW HICKAM AFB HI//PA//  
 RUEASCO/CDR25THINFDIV L SCHOFIELD BARRACKS HI//PAO//  
 REMFIUU/CG MCB HAWAII KANEOHE BAY HI//CPAO//  
 RUHEKBC/CG MCB HAWAII KANEOHE BAY HI//CPAO//  
 RUHEMAC/NAVSTA PEARL HARBOR HI//  
 RHHMUNA/USCINPAC HONOLULU HI//J01PA//

BT

UNCLAS // N05726//

SECTION 01 OF 02

MSGID/GENADMIN/USCINPAC J01PA//

PAGE 02 RHHMCA0987 UNCLAS // N05726//

SUBJ/MILITARY PRODUCTION ASSISTANCE FOR FEATURE MOTION PICTURE "PEARL HARBOR"//

REF/A/MSG/SECDEF/071212ZFEB00//

AMPN/REF A IS DOD APPROVAL OF WALT DISNEY MOVIE PRODUCTION//

RMKS/1. TAKE REF A FOR ACTION. USCINPAC STRONGLY SUPPORTS THIS  
 EFFORT AND ENCOURAGES MAXIMUM PARTICIPATION. DIRECT LIAISON BETWEEN  
 PARTICIPANTS IS AUTHORIZED. KEEP ALL CONCERNED ADVISED OF ACTIONS AS  
 APPROPRIATE.

(QUOTE)

R 071212Z FEB 00 PSN 716010H15  
 FM SECDEF WASHINGTON DC/OASD-PA/  
 TO USCINPAC HONOLULU HI/J01PA/  
 INFO HQ PACAF HICKAM AFB HI/PA/  
 HQDA WASHINGTON DC/SAPA/  
 CHINFO WASHINGTON DC  
 OSAF WASHINGTON DC/PA/  
 CDRUSARPAC FT SHAFTER HI/APPA/  
 CINCPACFLT PEARL HARBOR HI/N00/  
 UNCLAS

- REF A MTG BTW SECDEF (MR. STRUB)/USCINPAC (CAPT MCCREARY) OF  
 PAGE 03 RHHMCA0987 UNCLAS // N05726//  
 01 FEB 00.

- REF B DODI 5410.16.

1. AS DISCUSSED REF A, DOD HAS APPROVED MILITARY PRODUCTION  
 SUPPORT FOR THE PRODUCTION OF THE WALT DISNEY COMPANY FEATURE MOTION  
 PICTURE "PEARL HARBOR." THE SCRIPT FOR THIS PATRIOTIC, EPIC PERIOD  
 MOTION PICTURE DEPICTS POSITIVE, REASONABLY ACCURATE PORTRAYALS OF  
 MILITARY MEN AND WOMEN, AND IS ANTICIPATED TO BE OF CONSIDERABLE  
 PUBLIC AFFAIRS, RECRUITING, AND RETENTION BENEFIT.

2. REQUEST YOU PROVIDE THE ASSISTANCE LISTED IN PARA 3, IAW REF B,  
 ASSUMING THAT ENVIRONMENT AND HISTORICAL PRESERVATION REQUIREMENTS  
 ARE MET BY THE PRODUCTION COMPANY. THE NAVY WILL SERVE AS LEAD  
 MILITARY SERVICE, AUGMENTED BY ARMY AND AIR FORCE PERSONNEL AS  
 REQUIRED.

3. ANTICIPATED MILITARY PRODUCTION ASSISTANCE INCLUDES, BUT IS NOT  
 RESTRICTED TO, FILMING AT FORD ISLAND, PEARL HARBOR NAVAL BASE,  
 HICKAM AIR FORCE BASE, FORT SHAFTER, AND WHEELER ARMY AIR FIELD. AT  
 MANY OF THESE SITES, FILMING IS EXPECTED TO INCLUDE FLYING VINTAGE  
 AIRCRAFT AND USING MOTION PICTURE SPECIAL EFFECT PYROTECHNICS TO  
 REENACT THE DECEMBER 7, 1941 ATTACK ON THE ISLAND. WE ANTICIPATE  
 THAT INACTIVE SHIPS WILL BE TOWED TO FORD ISLAND TO SIMULATE THE  
 BATTLESHIP ROW OF THE PERIOD. WE UNDERSTAND THAT FILMING WILL ALSO  
 TAKE PLACE ABOARD USS MISSOURI. THE FILMING IS CURRENTLY SCHEDULED

OPTIONAL FORM 99 (7-90)

## FAX TRANSMITTAL

# of pages 3

Phil Strub

From Capt McCreary

Dept./Agency

Phone # 808 477 6479

Fax #

703 695- 1149

Fax #

808 477-6479 6247

NSN 7540-01-317-7368

5089-101

GENERAL SERVICES ADMINISTRATION

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PROXIMATELY FOUR WEEKS BEGINNING IN MID-APRIL.

THE FOLLOWING LIMITATIONS PERTAIN:

MILITARY PRODUCTION ASSISTANCE WILL NOT TAKE PRECEDENCE  
MILITARY OPERATIONS AND WILL NOT DEGRADE READINESS.  
MILITARY PRODUCTION ASSISTANCE WILL BE AT NO ADDITIONAL COST  
TO THE GOVERNMENT. THE PRODUCTION COMPANY WILL REIMBURSE THE  
GOVERNMENT FOR THE EXACT OPERATIONS AND MAINTENANCE COSTS THAT ARE  
INCURRED AS A DIRECT RESULT OF PROVIDING PRODUCTION ASSISTANCE.  
HOWEVER, THE PRODUCTION ASSISTANCE REQUIREMENTS SHOULD IN NO WAY BE  
INTERPRETED AS AN OPPORTUNITY TO GENERATE REVENUE. EXAMPLES OF  
REIMBURSABLE EXPENSES ARE FUEL, ADDITIONAL DEPOT MAINTENANCE,  
EXPENDABLE SUPPLIES, REPLENISHMENT SPARE ITEMS, AND LOST/DAMAGED  
EQUIPMENT.

C. THE PRODUCTION COMPANY WILL NOT BE REQUIRED TO REIMBURSE  
THE GOVERNMENT WHEN MILITARY PRODUCTION ASSISTANCE DIRECTLY  
COINCIDES WITH ROUTINE OPERATIONS OR TRAINING. THE DOD PROJECT  
OFFICER, IN COORDINATION WITH HOSTING COMMANDS AND DOD, WILL  
DETERMINE WHETHER OR NOT REIMBURSEMENT IS REQUIRED.  
PAGE 05 RHMMCA0987 UNCLAS // N05726//

D. THE PRODUCTION COMPANY WILL RETURN ALL PROPERTY AND  
FACILITIES TO THE SAME OR BETTER CONDITION THAN PRIOR TO PRODUCTION.

E. MILITARY PRODUCTION ASSISTANCE WILL NOT BE PROVIDED WHEN  
COMPARABLE EQUIPMENT, SERVICES, AND FACILITIES ARE REASONABLY  
AVAILABLE FROM THE PRIVATE SECTOR. THE DOD PROJECT OFFICER, IN  
COORDINATION WITH DOD, WILL DETERMINE WHETHER OR NOT THESE ARE  
REASONABLY AVAILABLE FROM THE PRIVATE SECTOR.

F. THE PRODUCTION COMPANY HAS COPYRIGHT AUTHORITY OVER THE  
SCRIPT AND MILITARY REPRESENTATIVES ARE ADVISED TO OBTAIN GUIDANCE  
FROM THE DOD PROJECT OFFICER PRIOR TO DISCUSSING THE PICTURE WITH  
THE MEDIA, INTERNAL OR EXTERNAL.

G. MILITARY PERSONNEL MAY PARTICIPATE AS EXTRAS IN THE  
PRODUCTION ON A VOLUNTEER BASIS, WHILE IN A LEAVE OR OFF-DUTY  
STATUS. COMPENSATION AND OTHER EMPLOYMENT ISSUES ARE SOLELY BETWEEN  
INDIVIDUAL SERVICE MEMBERS AND THE PRODUCTION COMPANY, BUT MILITARY  
PERSONNEL IN THE EMPLOY OF THE PRODUCTION COMPANY REMAIN SUBJECT TO  
DOD/MILITARY SERVICE STANDARDS OF CONDUCT AND THE UCMJ. COMMAND  
ASSETS MAY BE USED TO ANNOUNCE THE AVAILABILITY AND CONDITIONS OF  
EMPLOYMENT, BUT MILITARY PERSONNEL MAY NOT BE EMPLOYED BY THE  
PRODUCTION COMPANY TO SOLICIT OR HIRE OTHER MILITARY PERSONNEL TO  
PAGE 06 RHMMCA0987 UNCLAS // N05726//  
WORK ON THE PRODUCTION.

5. THE PRODUCTION COMPANY WILL SIGN A PRODUCTION ASSISTANCE  
AGREEMENT PRIOR TO THE COMMENCEMENT OF PRODUCTION ASSISTANCE. THE  
AGREEMENT INCLUDES A "HOLD HARMLESS" CLAUSE INDEMNIFYING THE U.S.  
GOVT AGAINST PERSONAL AND PROPERTY LIABILITY CLAIMS, CERTIFICATION  
OF LIABILITY INSURANCE, REIMBURSEMENT AGREEMENT, AND OTHER DOD  
REQUIREMENT LEVIED ON THE PRODUCTION COMPANY AS A CONDITION OF  
MILITARY PRODUCTION ASSISTANCE. DOD AUTHORIZES ANY AND ALL  
CUSTOMARY PRE-PRODUCTION OPERATIONS, HOWEVER NO FILMING MAY OCCUR  
UNTIL THE PRODUCTION ASSISTANCE AGREEMENT IS SIGNED.

6. THE DOD PROJECT OFFICER WILL, IN COOPERATION WITH SUPPORTING  
MILITARY INSTALLATIONS AND ORGANIZATIONS, DETERMINE THE ESTIMATED  
COST OF THE ASSISTANCE. WE MAY REQUIRE THIS AMOUNT TO BE DEPOSITED  
IN AN ESCROW ACCOUNT MANAGED AND DRAWN FROM BY THE SUPPORTING  
MILITARY INSTALLATION(S), OR WE MAY REQUIRE A LETTER OF CREDIT OR  
OTHER CERTIFICATION OF ABILITY TO REIMBURSE. THE DOD PROJECT  
OFFICER, IN COORDINATION WITH DOD, WILL DETERMINE THE MOST PRACTICAL  
METHOD FOR ENSURING REIMBURSEMENT TO THE GOVT.

7. SUPPORTING INSTALLATIONS AND ORGANIZATIONS WILL FURNISH  
INDIVIDUAL STATEMENTS OF CHARGES TO THE PRODUCTION COMPANY VIA THE  
PAGE 07 RHMMCA0987 UNCLAS // N05726//

DOD PROJECT OFFICER WITHIN 45 DAYS FOLLOWING THE END OF THE MONTH  
DURING WHICH ASSISTANCE WAS PROVIDED. REIMBURSEMENTS ARE TO BE  
MADE TO EACH SPECIFIC ACCOUNT FROM WHICH THEY WERE DRAWN, TO  
RESTORE THE FUNDS EXPENDED IN SUPPORT OF THE PRODUCTION. EXCESS  
FUNDS FROM THE ESCROW ACCOUNT(S) WILL BE RETURNED TO THE PRODUCTION  
COMPANY WITHIN 45 DAYS AFTER THE COMPLETION OF PRINCIPAL PHOTOGRAPHY.

8. THE DOD PROJECT OFFICER WILL SERVE AS THE CENTRAL COORDINATOR  
FOR SUBMITTING STATEMENTS TO THE PRODUCTION COMPANY AND WILL MONITOR

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EMENTS TO THE GOVT AND THE RETURN OF FUNDS TO THE PRODUCTION  
IF ANY ARE DUE.

DOD PROJECT OFFICER IS THE PRINCIPAL ON-SITE MANAGER AND  
NATOR OF MILITARY INVOLVEMENT IN THE PRODUCTION. THE PROJECT  
ER IS RESPONSIBLE BOTH FOR ENSURING THAT ASSISTANCE IS PROVIDED  
DOD POLICY AND PROCEDURES, AND THAT MILITARY PORTRAYALS ARE  
KEEPING WITH AGREED-UPON SCRIPT. MILITARY COMMANDS AND  
VITIES WILL NOT PROVIDE ANY ASSISTANCE WITHOUT PRIOR  
HORIZATION FROM THE DOD PROJECT OFFICER, WHO WILL COORDINATE  
QUESTS WITH DOD.

DOD POC IS MR PHILIP M. STRUB, SPECIAL ASSISTANT FOR  
AUDIOVISUAL, OASD/PA, WASHINGTON, DC, DSN 225-2936 OR (703) 695-2936.

BT

ZCZCZCZC  
PATUZYUW RHMMCA0988 0410406-UUUU--RHMMUNA.

UNCLAS // N05726//

FINAL SECTION OF 02

MSGID/GENADMIN/USCINCPAC J01PA//

PAGE 02 RHMMCA0988 UNCLAS // N05726//

SUBJ/MILITARY PRODUCTION ASSISTANCE FOR FEATURE MOTION PICTURE "PEARL  
DOD PROJECT OFFICER IS LIEUTENANT COMMANDER (SEL) DARREN V. MORTON,  
DIRECTOR, NAVY OFFICE OF INFORMATION WEST, LOS ANGELES, CA,  
(310) 235-7481. ARMY PROJECT OFFICER IS MAJOR BENJAMIN C. FRAZIER,  
DEPUTY CHIEF, LOS ANGELES BRANCH, OFFICE OF CHIEF OF PUBLIC AFFAIRS  
(310) 235-7621. AIR FORCE PROJECT OFFICER IS MR. CHARLES E. DAVIS,  
CHIEF, ENTERTAINMENT DIVISION, SECRETARY OF THE AIR FORCE PUBLIC  
AFFAIRS, WESTERN REGION (310) 235-7272.

(UNQUOTE)//

BT

#0987

NNNN

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WALT DISNEY Pictures

Bruce Hendricks  
President  
Motion Picture Production

March 3, 2000

✓  
Mr. Phil Strub  
Dept. of Defense  
2-E-789  
The Pentagon  
Washington, DC 20301

Dear Phil,

Per our conversation, enclosed is the section from the Screen Actors Guild Basic Agreement outlining exclusions to the hiring of certain actors or extras in governmental restricted areas. Due to the restrictive nature of Ford Island, we will be requesting a waiver from SAG under the provision set forth.

As you can see, in the event of any dispute arising from our actions with SAG such dispute is to be resolved solely between SAG and the producer of the film, Big Ship Productions.

Sincerely,

Bruce Hendricks  
President  
Motion Picture Production

cc: Chuck Davis  
Maj. Ben Frazier  
LCDR.(s) Darren Morton  
Lt. Melissa Schuermann



A JERRY BRUCKHEIMER PRODUCTION

# PEARL HARBOR

A MICHAEL BAY FILM

Date: 3/8/00  
To: Lt. Melissa Schuermann  
From: Barry Waldman  
Re: Inactive Fleet Breakdown  
CC: Jerry Bruckheimer, Michael Bay, Bruce Hendricks,  
Kelly Van Horn, Art Repola, Kal Walthers,  
Sherri Feldman, Tina Newman, Manny Chavez,  
Pat Sandston, John Schwartzman, Nigel Phelps,  
Geoff Hubbard, KC Modenfield, Bryce Williams,  
CMDR Bruce Cole, John Frazier, Kenny Bates,  
Greg Callas, Doug Merrifield, Eric Brevig, Ned Gorman,  
Julie Jones, Randy Spangler

---

The following is a list of ships we would like to use while in Hawaii. Our current plan is to shoot the inactive fleet in their present mooring, and then have the option to move some of the ships in to the area near the sea ramp, as well as near the USS Missouri. I would also like to have a Navy fire barge as a stand by. I have outlined the action we would like to take with regards to these ships by location.

Please note this list is pending final access agreement, insurance requirements and costs to move the ships, as well as conversations with Naval station port operators. Based on that information, the list of possible ships will either remain the same or decrease.

The time necessary in the inactive fleet will be prep (3/6-4/9), four days of first unit (4/11-4/14), six days of second unit (4/4, 4/15-4/20), and ten days of wrap (4/21-4/30).

## INACTIVE FLEET

During our shooting at the inactive fleet, the company will use both barges and boats to maneuver around and rig the ships. It is safe to assume there will be at least 12 boats around the ships carrying a shooting crew of about 250 and equipment, as well as shuttling people back and forth from Victor Pier at the Pearl City peninsula to the inactive ships.

ATTACHMENT 2



The Special Effects department will have to rig small charges approximately six inches under the water to simulate strafing hits as attacking planes approach the inactive fleet. This will recreate the attack on Battleship Row. The Special Effects department will rig controlled pyrotechnics under the water to simulate torpedoes being dropped in the water and detonated. There will be controlled motion picture fire on the ships as well as barges creating billowing black smoke to simulate burning battleships.

Please be aware that the ships listed below would have crew, equipment, pyrotechnics, extras, stunt personal on them and that in addition to that we would like the ability to place cameras and camera crew only on the following ships to photograph from, LST-1182 AND LST-1183.

We would also like to request the following assets to be utilized during pre-production and production:

- 2- 50 foot work boats beginning on March 9, 2000
- 1 - YD-189 on an as needed basis beginning March 9, 2000
- 1 - YFN covered barge, beginning on March 9, 2000
- 1 - YCS flat deck barge beginning on March 9, 2000
- 1 - YSD-74 on an as needed basis beginning March 9, 2000
- 1 - 4 ton and/or 7.5 ton forklift on an as needed basis beginning on March 9, 2000

#### SHIPS.NEEDED

INGERSOL - Ability to shoot inside the bridge area

We'd like to build a set piece on the aft deck which will be a period map room, where we will use pyrotechnics there to blow out the set wall and reveal low flying Zeros, Kates and Vals. We will also need to set controlled motion picture fires, create large plumes of smoke, and simulate bullet hits.

#### HILL, MERRILL, LEF WICH

These three ships will serve as background during the air attack. We'll have two hundred extras dressed in period costumes acting as sailors during an attack of low flying Zeros, Kates and Vals. There will be controlled motion picture fires, pyrotechnics, and plumes of smoke.

#### FLORIK, ATA-203 (MIDPAC), CONSERVAER, YTM-394

We would like to set the rusty ship (YTM394) on fire (using simulated motion picture special effects), as well as have smoke plumes and controlled motion picture explosions on and around the decks of all four ships, and there will be costumed extras reacting to the low flying Zeros, Kats and Vals.

There will be a wide shot with a large pyrotechnic explosion.



#### WYMAN, YSR-20

These are in the background of the aforementioned ships. They will have controlled motion picture fires and smoke. Low flying Zeros, Kates and Vals will come over these ships towards the Converter, and costumed stuntmen and extras will react to the incoming attack.

#### ACADIA

We would like to simulate torpedo hits on the Acadia's starboard side. In addition, we will have controlled motion picture pyrotechnics, fire and smoke, and also low flying Zeros, Kates, and Vals. Costumed stuntmen and extras will react to the torpedo attack.

#### REFVES, WORDEN, BUCHANAN, YR-77 (CPF), RATHBURNE, COCHRAN, STODDERT

We'll have controlled motion picture pyrotechnics, fire and smoke, and also low flying Zeros, Kates and Vals. A dummy torpedo will head towards the Buchanan. Costumed stuntmen and extras will react to the incoming attack. The Rathburne would be moved from its current mooring to a new position adjacent of the Buchanan. The Buchanan needs to be moved back to the Worden, and we may need to move the YR-77 adjacent to the new Worden position.

The above ships are involved in Big Shot #2, in which Special Effects will create large fires and pyrotechnic explosions.

#### VANCOUVER, YGN-81, YGN-80, ST. LOUIS

Here we would like to rig platforms hanging from the ships, where a group of sailors are painting the bow. While they do this, a dummy torpedo hits the ship. There will be a pyrotechnic and water explosion from under the water, which will throw the sailors (stuntmen) off the platform in to the water. (The anchor on the SL Louis needs to be lowered approximately 5' to 15' for this sequence.) There will be controlled motion picture pyrotechnics, fire and smoke, as well as low flying Zeros, Kates and Vals. Costumed extras will react to the attack.

#### USS MISSOURI

We would like to move the following ships to the area off the starboard side of the Missouri. The ships will be moored at this location. The mooring of the ships needs to be completed by Tuesday, April 4.

#### HOLT and or WHIPPLE

There will be water explosions, and small charges under the water to simulate bullet hits by the Zeros, as well as controlled motion picture fire and pyrotechnics. There will also be stuntmen and extras dressed in period costumes going in to the water as low flying Zeros, Kates and Vals cruise over the ships. (Upon completion of filming at the Missouri, tentatively Monday April 10, we would like to move these ships to the F1 pier at the scaplane ramp.)



"Pearl Harbor"  
Memo

To: Bruce Hendricks  
From: Richard Klotz  
Re: Tustin Marine Air Station  
Date: 3/10/00

To Phil S.  
As you can see this is  
one of our key locations.  
Can you please advise  
the best way to go about  
getting approval  
Thanks  
cc Lt. M. Shummon

Captain Matt Morgan, US Marines Film Office (310) 235-7272 spoke to Barry. Captain Morgan is asking you to call Secretary Danzig and request him to call Deputy Assistant Secretary William Cassidy regarding our proposed use of the closed Tustin Base. Mr. Cassidy in charge of the BRAC (closed Bases) facilities. Mr. Cassidy would then call Laurie Nelson and okay our request.

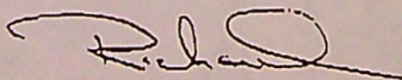
Michael wants to film the Doolittle B-25 Training scenes on the closed runway and in the North Blimp Hangar. We also want to build the Tokyo roof tops miniature and have a B-25 fly over it at an elevation of 20 feet. We are currently planning two first unit filming days. I am also requesting two additional days for second unit etc.,. Please see my letter to Laurie Nelson (BRAC Office) for more details.

Here's some additional background:

The City of Tustin has been negotiating to lease the North Hangar who would then sublease to Orange County who would then sublease to film companies. The City of Tustin has had very difficult relationship with the BRAC officials. They used to have a lease on one of the hangars but later dropped the lease. The new lease negotiations are not going well. The runway is not part of the lease negotiations. I had been planning to work out agreements with all parties. If Tustin is not completing their lease we would only need to deal with one entity, BRAC (Marines).

The main concern with the City of Tustin is the possible objections to the noise from our B-25s. We are currently planning to bring in 4 or 5 planes. All our work is daytime. I believe it's more of a Orange County Political issue than a real noise issue.

Thanks



Richard

cc Barry Waldman





DEPARTMENT OF THE NAVY  
NAVY OFFICE OF INFORMATION, WEST  
10880 WILSHIRE BOULEVARD, SUITE 1220  
LOS ANGELES, CALIFORNIA 90024-4113  
(310) 235-7481  
(310) 235-7856 (FAX)

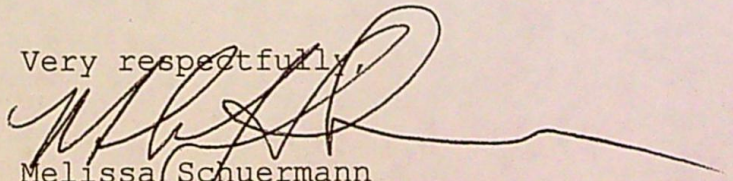
13 Mar 00

MEMORANDUM

From: Lt. Melissa Schuermann, DoD Project Officer,  
"Pearl Harbor"  
To: Dr. William Dudley, Director, Naval Historical  
Center  
Via: Chief of Information  
Subj: REQUEST FOR TECHNICAL ADVISOR FOR FEATURE FILM  
"PEARL HARBOR"

1. I am formally requesting Mr. Jack Green from your staff be assigned to support the official DoD film, "PEARL HARBOR." Mr. Green will need to be available from approximately 27 March through 5 May for travel to COMNAVREGION Hawaii.
2. Mr. Green will report to the DoD project officer for duties to include, but not limited to; historical accuracy of props, sets, uniforms, and haircuts; authenticating dialogue and reviewing script changes for a reasonable level of historical accuracy. Areas of expertise should include familiarity with Naval Service histories and traditions, as well as those of the U.S. Army circa 1941.
3. Mr. Green should be placed on no-cost TAD orders. Travel, lodging, and per diem expenses will be covered by Big Ship Productions, Inc. A member of the production company will contact Mr. Green concerning his travel arrangements.
4. If you have questions please call me at (310) 235-7481.

Very respectfully,



Melissa Schuermann  
Lieutenant, U.S. Navy

cc: Mr. Phil Strub, OASD (PA)  
Mr. Bruce Hendricks, Disney Studios





DEPARTMENT OF THE NAVY  
OFFICE OF INFORMATION  
1200 NAVY PENTAGON  
WASHINGTON DC 20350-1200

IN REPLY REFER TO

5720

Ser OI-00/028

20 Mar 2000

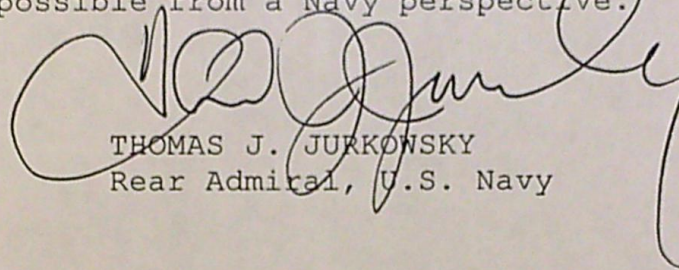
FIRST ENDORSEMENT on NAVINFO West ltr of 13 Mar 00

From: Chief of Information

To: Director, Naval Historical Center

Subj: REQUEST FOR TECHNICAL ADVISOR FOR FEATURE FILM "PEARL  
HARBOR"

1. Forwarded. I fully support this request for Mr. Green. He is just the type of individual that we need to ensure that this movie is as accurate as possible from a Navy perspective.

A large, stylized handwritten signature in black ink, which appears to read "Tom Jurkowsky", is written over the typed name and title.

THOMAS J. JURKOWSKY  
Rear Admiral, U.S. Navy

Copy to:

→ Mr. Phil Strub, OASD(PA)

Mr. Bruce Hendricks, Disney Studios



**Strub, Philip, CIV, OASD/PA**

---

**From:** Melissa Schuermann [navinfo\_la\_2@earthlink.net]  
**Sent:** Wednesday, March 22, 2000 5:23 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Cc:** Davis, Charles; Kathy Ross  
**Subject:** script notes

To all:

FYI . These are the intial notes I sent to Michael Bay's office. Will continue as I get more inputs. I had a talk with Bruce Hendrick's today regarding the Technical Advisor role. He is very comforatble with how we all ( Phil, CHuck, KATHy, Major Frazier) were with handling the situation on the set. Also, Phil Michael Bay talked this am and had a similar conversation. I think so far things are working out in DOD's best interest.

Thanks for the help, MJS

**Technical Notes based on March 3, 2000 script**

Pg. 1 Rafe's dialogue - "Bandits" is considered a radar-related term – actual radar was not developed until just before WWII. Rafe might say "Germans" or "Look out Danny, Germans behind us!"

Pg. 4 There was no major Air Corps airfield in New Jersey at this time. It could be Mitchell Field, Long Island, NY. This air field was responsible for the air defense of New York City and had P-40s.

Also, would be better to say "Training Captain" vs. " Flight Leader"

Pg. 5 Jimmy Doolittle had been put back on active duty as a Major in 1940, and did not pin on Lt Colonel until JAN 42. So in Jan 41 he was a Major and in this fictitious situation would be Rafe and Danny's Squadron Commander. During the Tokyo raid in April 1942 he was a Lt Colonel.

Pg. 8 Suggest changing "New Jersey Barracks" to Mitchell Field

Pg. 10 Suggest changing "Military Medical Center" to "NAS New York" (Floyd Bennett Field) also in Long Island, New York.

Pg. 11 Evelyn's first dialogue - Change "soldier" to "airman"

Nurses can't medically disqualify pilots, only doctors (flight surgeon's)

Evelyn could stamp "PASS" instead of "APPROVED"

Pg. 19 Change "Army" to "Air Corps"

Pg. 22 The RMS Queen Mary was not in NY at all in 1941. She was transporting ANZAC troops from Australia/New Zealand to North Africa the entire year. You could make the ship the French Liner Normandie, which was tied up to a 94<sup>th</sup> Street pier at that time.

Pg. 26 Suggest changing "Bassingborne Airfield" to "RAF Martlesham Heath" – this is the actual Airbase #71 Eagle Squadron was based.



The "British Air Commander" would be a "Squadron Leader", RAF Rank is Major.

Pg. 28 Suggest changing SWASTIKAS on plane to Iron Crosses (kill markings)

Pg. 30 Any reference to "boobs" or "Nipples" was strictly forbidden in prewar Air Corps. Recommend Earl say "Gooz, you know you guys can't paint those on there."



## Strub, Philip, CIV, OASD/PA

---

**From:** Melissa Schuermann [navinfo\_la\_2@earthlink.net]  
**Sent:** Thursday, March 23, 2000 1:19 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Subject:** Fw: More Movie Notes

I think you got the wrong set of notes yesterday. Please look through these at your convenience.

Thanks,  
mel

----- Original Message -----

**From:** Green.Jack <Green.Jack@nhc.navy.mil>  
**To:** 'LT Melissa Schuemon' <navinfo\_la\_2@earthlink.net>  
**Sent:** Wednesday, March 22, 2000 2:10 PM  
**Subject:** More Movie Notes

> LT Schuermann:  
>  
> Here are some more notes:  
>  
> Page 34 - "Bloody Krauts!" Krauts was American military slang, the  
British  
> version would be "Bloody Jerries!"  
>  
> Spitfires were not used for night fighting.  
>  
> Spitfires had a self starter, one would not have to "spin the prop".  
> However, the "fitter" (lan's job title) would stand in front of the  
> aircraft and after engine start disconnect the "starter trolley" (a crude  
> form of APU).  
>  
> "Alpha group" and "Beta group" are not RAF expressions. RAF fighter  
> squadrons were divided into 4 plane sections named after colors: "Red  
> Section", "Blue Section", etc. Each aircraft in a section would be "Red  
> Leader", Red 1, Red 2, and Red 3. So if only one squadron is involved,  
> this radio call may be "Red section on the bombers! Green section take on  
> the fighters! If more than one squadron is involved this would be by  
> squadron radio call: "Horseback on the bombers! Jumbo take on the  
> fighters."  
>  
> "Squad Leader" would be Squadron Leader = to a major  
>  
> Page 35  
>  
> "...the G-force pops an oil line inside Rafe's cockpit..." there are no  
oil  
> lines in the cockpit of a Spitfire MK V, the type the Eagle squadron was  
> flying. Have the dorsal gunner of the wounded German bomber send a few  
> rounds into Rafe's cowling and cockpit as he goes by. This could create  
an  
> oil leak, cover his windsreen with oil, blind him, and cause the rest of  
the  
> damage.  
>  
> "McCawley! Get to the clouds!" - First of all, this would begin with  
> Rafe's radio call sign, let's say he is "Red 3". Because his engine will  
> quickly freeze without oil, why would he try to get to the clouds? His  
best  
> course of action would be just to bail out.  
>  
> For security reasons his section leader, let's say Red Leader, would not  
say  
> a pilot was down with no chute over the radio. This would be reported at  
> debrief when Red Leader returned. The Germans monitored the British  
> frequencies and could determine losses from such chatter.



age 36

Danny and Gooz are Army pilots and normally would not attend a fight aboard

> a naval vessel unless: 1. "Jack the Boxer" was an enlisted man from their unit, or 2. they were invited by a naval officer buddy.

>  
> Gambling on board Navy ships and installations was against the regulations at this time. That is not to say it was not done, but it would not be done

> in the open. Danny and Gooz, as visiting Army officers, would not embarrass

> their Navy hosts by openly making any bets.

>  
> Teeny would not openly talk about he and his shipmates wagers because it would invite a captain's mast.

>  
> Page 37

> Navy nurses were proper ladies and proper ladies did not say they got > "horny" in 1941.

>  
> "The black boxer" Boxing was a popular and officially sanctioned sport in the Navy until the 1950s. These matches were in terms of rules, equipment,

> and attitude just like those in a professional ring. This would include a > medical officer and corpsmen present to take care of injuries and make sure

> it was a safe fight. At any time the medical officer could stop the fight.

> Dorie Miller's wound would be taken care of on ship. One way to keep this > storyline is to have Evelyn also invited to the ship to watch the fight, and

> she volunteers to help the medical officer stitch the wound in sickbay.

>  
> Dorie Miller would tell Evelyn both his rate and name.

>  
> Page 39.

>  
> Since there is no recovered body or hard evidence of his death , Rafe would

> be listed as Missing in Action (MIA). This would be his status until > either: 1. he turns up, 2. the Red Cross is notified by the Germans of his > INTERNMENT status, or 3. some years later when the lack of any further > information causes his status changed to MIA-presumed dead.

>  
> Flying faster in this context does not mean anything (what about his > gunnery?)

>  
> Page 40

>  
> "OAHU SURF BAR" change to officers club bar

>  
> This scene is based upon the Doolittle Tokyo Raiders goblets at the Air > Force Academy

>  
> Rafe McCawley, MISSING IN ACTION

>  
> Page 41

>  
> "You've trained the pilots well--but no one has ever shot at them" The > Japanese pilots at Pearl Harbor averaged over 800 hours and most had flown > combat in China.

>  
> "Brilliant, Admiral" Genda did not "suck up" to senior officers

>  
> A Charlie Chaplin movie - Prior to World War II Chaplin made only one sound

> picture The Dictator in 1940. Why not one of the many 1941 romantic > comedies?



Page 42 "half the Eagle Squadron" had not been shot down.

Most of this dialog doesn't make any sense; what does he mean by RF assignments, and "what has got to give"?

>

> Page 43

>

> "high school" - Army pilots were required to have two years of college

>

> a "dummy" does not become an Army pilot

>

> How can you be "a nurse who never saw blood"?

>

> Page 45

>

> I think this stuff has problems, will do further research.

>

> Page 46

>

> AIRFIELD - AFTERNOON

>

> To boresight the guns on a P-40 was an all day operation performed by the

> squadrons armorer's, not the pilots. The aircraft had 50 caliber machine

> guns, not cannons. The airplane was on jacks and not quickly flyable.

> Danny might be out at the gun butts to watch the operation and test fire

the

> guns.

>

> "Nick's Bar" - why not the officers club?

>

> Page 47

>

> How did Evelyn, a Navy nurse, get to the gun butts (which are usually at

> some god forsaken part of the airfield)?

>

> Page 49

>

> Flying a P-40 by yourself at night was hard enough let alone with somebody

> sitting on your lap! This whole thing is silly. I agree with the Air

Force

> input to have them go to the base or a civilian flying club. Base flying

> clubs were just starting out at that time, but they did exist. There were

> some beautiful light planes coming out at that time. Two I would suggest

> would be a Luscombe 8 Silhouette or an Ercoupe. They were brand new at that

> time and featured side by side seating, thus allowing the two characters

to

> talk to each other.

>

> After that they need to get a room! (Just kidding)

>

> Page 51

>

> "WAR DEPARTMENT INTELLIGENCE SECTION" The War Department was the Army:

the

> Navy Department was the Navy. We have Navy characters in the Army's

> intelligence section here. There were no spy photographs of the Japanese

> carriers in American hands at this time as described in these lines.

>

> Page 52 "Peruvian ambassador"?; I need to check this further

>

> "WAR DEPARTMENT" We have Navy people in the Army area again.

>

> "Our Naval Intelligence officer in Tokyo...." this doesn't look right,

need

> to check further.

>

> Well it's time to go, will type at you further tomorrow.

>

> Jack Green

> Naval Historical Center



**Strub, Philip, CIV, OASD/PA**

---

**From:** Melissa Schuermann [navinfo\_la\_2@earthlink.net]

**Sent:** Tuesday, March 21, 2000 7:05 PM

**To:** Strub, Philip, CIV, OASD/PA

**Cc:** Kevin Wensing; CDR Bruce Cole

**Subject:** wreath laying ceremony

Phil-

Had a conference call w/Kathy Billings (USS Arizona), Dan Hand (USS Arizona), Capt Wensing, CDR Cole and Gabriella Gutentag regarding logistics concerning the ceremony. Date is scheduled for April 2, however that date is flexible (awaiting confirmation from Disney.)

~150 people total can physically be on the USS Arizona Memorial in the main hall at one time. Ceremony can begin after 1600 to accomodate the last public tour.

1530 - Press would arrive to load up boat.

1530 - The VIP's (Jerry Bruckheimer, Michael Bay, PH Survivor's, NAVY/Army/ AF VIPS) arrive at CINCPACFLT boathouse to launch separately than media boat ( ~50 People can fit on two Captain's barges - need to check availability of those)

~ 1615 - Wreath laying ceremony begins

1700 - Press conference will take place after wreath laying on the Waterfront Lawn area.  
Participants and actors TBD.

1800 - Reception to follow at the USS Missouri. (CINCPACFLT band availability)

Capt Wensing has the details of this FORAC. He has been providing Gabriela with the timeline and specifics regarding the wreath laying ceremony etc.. we obviously will be firming up the list of invitees. I will keep an updated list of guests via Capt Wensing (including AF/Army and National Park Service reps) and work the numbers (~150) with Gabriela.

I'll keep you informed.

R/  
Mel





MOTION PICTURE ASSOCIATION OF AMERICA  
CALIFORNIA GROUP

JAMES J. FITZPATRICK  
Director,  
Government & Production Affairs

March 23, 2000

The Honorable William J. Cassidy, Jr.  
Deputy Assistant Secretary of the Navy  
Conversion and Redevelopment  
1777 North Kent Street  
Suite 900  
Rosslyn, VA 22209

Dear Mr. Cassidy,

On behalf of the Motion Picture Association of America—California Group (MCG)<sup>1</sup> I would like to take this opportunity to thank Secretary Pirie, you, and your staff for meeting with me formally and informally at the O'D Conference in Boston. Your attention and recommendations to all assembled at our formal discussion with respect to the "Pearl Harbor" location issues to be coordinated between NAVFAC--Southwest Division and the City of Tustin was and continues to be most appreciated. I will maintain frequent contact with both entities with the hope that the leases and conveyances of the property take place in a timely fashion.

I also want to thank you for your introductory remarks to the entire naval assembly general session on what economic and cultural value the interim use of the bases by the motion picture industry continues to afford. As you are well aware, my member companies would like to see the same ease of access to the Southern California Navy BRAC facilities as we have to those in the Bay Area.

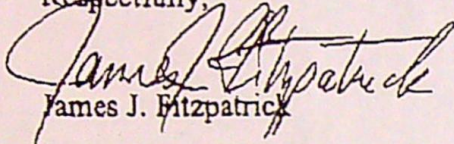
To update you since last week, the most recent schedule (always subject to change) for "Pearl Harbor" has them filming there in mid-July 2000 for three to four days with about six weeks of preparation depending on the existing maintenance of certain buildings at the Tustin MCAS. If the opportunity presents itself, I am sure that somewhere in the first unit 90 day schedule you and Secretaries Danzig and Pirie should be able to visit one of their sets. This might be best coordinated with Phil Strub.

<sup>1</sup> MCG includes: The Walt Disney Company; Metro-Goldwyn-Mayer Inc.; Paramount Pictures; Sony Pictures Entertainment; Twentieth Century Fox Film Corporation; Warner Bros.; Universal Studios, Inc.; and CBS Broadcasting Inc.



I anticipate that The Walt Disney Company's "Pearl Harbor" will be a wonderful tribute to all those men and women who served their country in the United States Navy and the Marine Corps before and during World War II. I am sure you will agree that the restoration of Ford Island and perhaps some of the equipment at Tustin is a valuable service that our member companies can provide in these times of dwindling maintenance budgets as mentioned by you and Secretary Yim. We are grateful for all your assistance.

Respectfully,



James J. Fitzpatrick

cc. Vans Stevenson  
Bonnie Richardson  
Melissa Patack  
Phil Strub



### Notes on 27 March Script

Notes in **bold** are about scenes not in previous scripts that I've seen

- p. 5 correct Doolittle's rank
- p. 6, 8 Eagle squadron unresolved
- p. 13 should say "don't let them take my wings." Should stamp it "Passed"
- p. 15 still in new Jersey
- p. 19 shifting everything to Hawaii, not changed
- p.23-24 Eagle Squadron bit again
- p. 30-31 pilots arrival unchanged; still on Ford Island; Earl still too familiar; painting on planes still there
- p. 33 still swastika symbols
- p. 36 overt gambling unchanged
- p. 37-39 no changes made in nurses' conversation or exchange between Evelyn & Dorie
- p. 41 killed in action seems okay to me; after all, Danny got the news from Rafe's father who could have taken the most pessimistic view of Rafe's crash
- p. 43 change high school
- p. 46 painting toenails on the job? So unreal not to have anyone sick and in the hospital**
- p. 46 Betty would not have "enlisted" as a nurse; nurses had schooling and were the equivalent of officers**
- p.47-48, if the guns were loaded, wouldn't they have to be unloaded before everyone disappears?
- p. 49 still flying in the P-40
- p. 53-54 scene with admiral is unchanged
- p. 60 Anthony would be charged with assault on the bouncer**
- p. 63 Still need to change to 2 enlisted
- p. 64 Lose the commander, see earlier notes
- p. 64-65 Thurman comments unacceptable; not changed
- p. 64, 65, etc. Messages had to be translated into English
- p. 67 "Get me an Admiral" unchanged; no changes made on Navy newsreel
- p. 69-70 Dorie Miller scene unchanged
- p. 71 "Japs are sore at us" still there
- p. 75 Why would Earl have a shotgun?**
- p. 96 INACCURATE...NO ONE DROPPED OUT WHEN DOOLITTLE SPOKE TO THEM BEFORE THE TRAINING BEGAN! DON'T USE THIS!**



# BAY FILMS

# FAX

TO: Mr. Philip Strub  
FROM: Carolyn of Michael Bay's Office  
DATE: March 30, 2000  
FAX: 703.695.1149

NUMBER OF PAGES INCLUDING COVER: 4

---

Dear Mr. Strub,

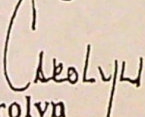
I hope this fax finds you well. I am faxing you pages for the part of the Admiral that Michael would love Admiral Johnson to play.

Michael wanted me to stress that if the Admiral is uncomfortable with too many lines – Michael will shorten it for him.

I can be reached at 808.454.1600, here in our production office in Hawaii if you have any questions.

Thank you for your assistance.

Kind regards,

  
Carolyn



3/27/00

51.

their bodies slide through clouds of brightly colored fish. On the sand-covered paradise Evelyn laughs, a shadow then passes behind her eyes, like clouds warning the sun not to shine too brightly.

We see Evelyn and Betty's room; Betty's still asleep as the morning light comes through the edges of the shades; Evelyn steps from the bathroom, feeling a touch queasy; but she shakes it off and dresses for work...

CAPTAIN THURMAN has a special message delivered to him. He reads quickly and grabs a phone.

INT. PRESIDENTIAL BEDROOM - NIGHT

Roosevelt's valet awakens him.

VALET

Mr. President.

Roosevelt reaches for the spectacles on his bedtable, and focuses on a PRESIDENTIAL AIDE, who has come in with the valet.

PRESIDENTIAL AIDE

Mr. President, we've received a message from the Peruvian ambassador to Japan. His sources tell him the Japanese are assembling their fleet to attack us.

PRESIDENT ROOSEVELT

We've received warnings about every American base in the Pacific. Does this ambassador know the target?

PRESIDENTIAL AIDE

Not for sure. But he thinks it's Pearl Harbor.

INT. WAR DEPARTMENT - DAY

ADMIRALS and OFFICERS are lit by the flicker of a dim projector as they view black and white recon film of a Japanese harbor.

ADMIRAL

Our Naval intelligence officer in Tokyo secretly shot this, it confirms the Japanese fleet is missing. We can't find it anywhere, the fleet is under radio silence. They could be on simple maneuvers or lining up a major attack. It seem to me an attack is inevitable. The question is where? And how?

He nods to a VICE ADMIRAL and the lights are switched on; the Admiral looks to a display on the wall showing scout planes moving out in all directions from every American base in the Pacific.

ADMIRAL

We keep sending scout planes in wider vectors but they got nothing. I don't know how two whole carrier divisions just disappear.



3/27/00

52.

He nods to a VICE ADMIRAL, who stands over a map covering an entire table top.

VICE ADMIRAL

Between America and the Far East are the sea lanes where the winds and the currents make the best route for shipping. Far above is the northern route, between Canada and Russia. Between these two is something they call the Vacant Sea. If I were the Japanese, I'd send a task force there. You could hide the entire land mass of Asia in the Vacant Sea, and nobody would know.

The Vice Admiral puts the Asian land mass in the Pacific. It shows how vast the sea is and we see the specks of Hawaii.

ADMIRAL

So they pop out and attack where?

VICE ADMIRAL

That's the problem, Admiral. They could hit anywhere they want. The Philippines, Borneo. Guam.

(he hesitates)

But Captain Thurman of Naval Intelligence here has an idea about that.

They look to Thurman; clearly the Vice Admiral feels he's sticking his neck out to get Thurman into this meeting.

THURMAN

My cryptology team has recently broken Japan's Wind Codes, which are for high level diplomatic traffic. This recent message from the Peruvian ambassador confirms our suspicions. I think the target is Pearl Harbor.

ADMIRAL

You have hard evidence?

THURMAN

If I had hard evidence, we'd already be at war, sir.

The Admiral's eyes snap, and the Vice Admiral's wince in pain; but Thurman has an intellect that ignores political wisdom.

ADMIRAL

Then what kind of evidence do you have, Captain?

Thurman knows he's on shaky ground; how does he explain instincts to a fact-rooted man?



3/27/00

53.

THURMAN

Our decoding machines miss words and have garbled lines, so to explain the decrypts we have to interpret what we think they are trying to say.

ADMIRAL

Interpret. You mean guess.

VICE ADMIRAL

They use their informed intuition--

CAPTAIN THURMAN

We guess. Any goose bump, weird wart or spine tingle--we pay attention to, and read like a drunk gypsy, because somebody's gotta step outside to see inside. And what I see is a strike on Pearl Harbor. It's the worst thing that could happen. A blow to Pearl could devastate our Pacific Fleet's ability to make war.

ADMIRAL

So you want us to mobilize the entire fleet, at a cost of millions of dollars, on this weird little spiny gut feeling of yours?

CAPTAIN THURMAN

No Sir. I understand that my job is to gather and interpret information, and that making difficult decisions, based on incomplete information, from my shitty decoding machines, is yours. Sir.

ADMIRAL

Well, build a better machine, so I can make a better decision, Captain.

CAPTAIN THURMAN

Trying, Sir.

EXT. PACIFIC OCEAN - DAY

A huge Japanese **TASK FORCE** steams toward Hawaii. It is an AWESOME SIGHT. 6 Carriers, 2 battleships, 9 destroyers, 3 cruisers an entire battle group, their hulls powering through the waves.

EXT. PEARL HARBOR - DAY

The American ships are lined up at anchor, calm, placid.

INT. SURVEILLANCE BASE - DAY

Some tired Army Intelligence types--A LISTENER, who is a Japanese-American, a TRACER, and an INTELLIGENCE SUPERVISOR, are sitting at a bank of phones. We hear the dentist's voice.



# PEARL HARBOR

**TO:** Those Listed

**DATE:** 4-1-00

**FROM:** Gabriela Gutentag

**RE:** Pearl Harbor Tribute  
Navy Reception

Those listed:

Ben Affleck  
Alec Baldwin  
Michael Bay  
Kate Beckinsale  
Jerry Bruckheimer  
Cuba Gooding, Jr.  
Josh Hartnett  
Barry Waldman  
Randall Wallace

Michelle Bega  
Paul Bloch  
Kelly Bush  
Lisa Kasteler  
Sue Patricola  
David Pollick  
Bumble Ward

Marc Cohen  
Denise Greenawalt  
Bruce Hendricks  
Georgia O'Connor  
Renee Stauffer  
Heidi Trotta

Cmdr. Bruce Cole  
Jerri Moore  
Lt. Melissa Schuermann  
Capt. Kevin Wensing  
Jon Yoshishige

Kathleen Billings  
Dan Hand

Georgette Deemer

KristieAnne Groellinger  
Jennifer Klein  
Chad Oman  
Mike Stenson

.....  
Attached is a timeline for the tribute and reception this weekend.

**Gabriela Gutentag**

800-985-437 (Pager)  
808-454-1600 x156

**Heidi Trotta**

818-802-3657 (Cell)

**Monica Ramirez**

888-516-3328 (Pager)

**Denise Greenawalt**

818-384-2467 (Cell)

**Way One Limousine (VIP Car Contact):**

Linda Martin 808-293-1447 (Office)  
808-228-9388 (Cell)

**Renee Stauffer**

818-416-6042 (Cell)



**Sunday, April 2**

2:15pm	(1415)	Denise, Renee, Gabriela, Monica, Capt. Wensing Meet at USS Arizona Visitors Center
2:50pm	(1450)	Bruckheimer/Bay depart Ford Island, Bldg. #39 for Pacific Fleet Boathouse
3:00pm	(1500)	Bruckheimer/Bay arrive at Pacific Fleet Boathouse for Access Hollywood interview with Pat O'Brien <i>[Hair &amp; Make-up will be available]</i> <i>(Access Hollywood returns to main press area at 3:20pm)</i>  Renee Stauffer, Monica Ramirez, Jack Kney & Agnes Tauyan + 2 Disney camera crews with wreaths depart on tourist boat for USS Arizona  David Leener puts Ralph, Ken and Jim (survivors) Into Way One Limo at Hilton Hawaiian Village
3:15pm	(1515)	Press check-in at USS Arizona Memorial Visitors Center  Jeff Okabayashi puts Ben, Josh, Kate into Way One Limousines
3:30pm	(1530)	Governor, Disney and Military VIP's arrive Pacific Fleet Boathouse. <i>Vehicles that dropped off talent reposition to Arizona Memorial employee parking lot to wait for pick-up.</i>
3:45pm	(1545)	Press with Denise Greenawalt, Georgia O'Connor and rangers depart on White Boat for USS Arizona Departure time is prompt (Take bathroom break before boarding boat)
4:00pm	(1600)	Arrive USS Arizona Memorial Press set up for wreath ceremony



4:05pm (1605)

Bay, Bruckheimer, Governor, Disney and Military  
VIP's depart for USS Arizona Memorial  
Travel on following vessels in this order:

Remembrance Barge (32 pp)

Captain Wensing	Captain Crowder
Comdr. Sawyer	Comdr. Sault
Lt. LaRoche	Captain Estabrook
Comdr. Cole	Navy photographer
Ralph Lindenmeyer	Navy photographer
Ken Haney	Jim Bounds
Bob Kinzler	Ray Emory
Susan King	Annie Granatstein
Joe Eckert	Carolyn McGuinness
Lauren Lapham	

Deputy Cinc's Barge (12pp)

Admiral Harms	Lt. Kelsey (Boat Officer)
Mrs. Harms	Rear Admiral Townes
Miss. Harms	Mrs. Townes
Bruce Hendricks	Admiral Townes' aide
Barry Waldman	Kate Beckinsale
Josh Hartnett	Michael Sheen
Alan Purwin	

Admiral's Barge (22 pp)

Admiral Fargo	Lt. Cmdr. Skinner
Mrs. Fargo	Richard Cook
Bill Fargo	Heidi Trotta
Gov. Cayetano	Jackie Kido (Gov's aide)
Michael Bay	George Kodama (Gov's photog)
Cuba Gooding, Jr.	Jerry Bruckheimer
Ben Affleck	Gabriela Gutentag
Kathy Billings	Eric Charbonneau
Todd Garner	

*It only takes about 10 minutes to get to the Memorial,  
but we allotted time for stragglers.*

4:15pm (1615)

VIP arrival and begin wreath ceremony on main deck:  
-Admiral's aides move into formation

Standing behind RED wreath:

Kathy Billings/Dick Cook/Governor Cayetano/Admiral Fargo

Standing behind WHITE wreath:

Jerry Bruckheimer/Kate/Cuba/Josh

Standing behind BLUE wreath:

Michael Bay/Ralph Lindenmeyer/Ben



Wreath ceremony  
continued:

- Admiral Thomas Fargo's welcome & VIP introduction
- Dick Cook - brief remarks \*
- JB - brief remarks \*
- Ralph Lindenmeyer - brief remark on behalf of all survivors
- Chaplin offers prayer
- Buglers play taps
- “Missing man formation” flyover

-Capt. K. Wensing directs VIP participants to step forward to pull a flower from wreaths & move to well.  
(Flowers will also be available in baskets)

Admiral Fargo will start & each person will copy his example as Capt. Wensing calls each VIP name:

Governor Cayetano  
Kathy Billings  
Richard Cook  
Jerry Bruckheimer  
Kate Beckinsale  
Cuba Gooding, Jr.  
Josh Hartnett  
Michael Bay  
Ralph Lindenmeyer  
Ben Affleck  
Kenneth Haney  
Jim Bounds  
Bob Kinzler  
Ray Emory

- VIP's move into holding area in Shrine Room
- Capt Wensing invites media to depart

4:35pm (1635)

Press boards White Boat  
Depart for Visitor's Center/Waterfront Lawn

4:45pm (1645)

Press arrives Visitor's Center/Waterfront Lawn  
Begin set-up for press conference

4:45pm (1645)

VIP's board Admiral's Barge, Deputy Cinc's Barge,  
Remembrance Barge  
Depart for Visitor's Center/Waterfront Lawn

5:00pm (1700)

VIP's arrive Visitor's Center/Waterfront Lawn  
Begin press conference  
Dais is seated as follows:



Top Tier (L-R): Ray Emory  
Bob Kinzler  
Ralph Lindenmeyer  
Jim Bounds  
Kenneth Haney

Bottom Tier (L-R): Cuba Gooding, Jr.  
Kate Beckinsale  
Dick Cook  
Jerry Bruckheimer  
Michael Bay  
Admiral Fargo  
Ben Affleck  
Josh Hartnett

(Mediator: Captain Wensing)

From Podium next to dais - Governor Cayetano  
welcomes production to Hawaii/opening remarks  
1<sup>st</sup> Question goes to **Hawaii Navy News**

5:30pm	(1730)	VIP's move to waiting vehicles in employee parking lot Depart for reception on Ford Island
5:30pm	(1730)	Trevor Waterson, Kate Bown, Senior Chief Debbie Pennington, Jerrie Moore and Agnes Tauyan to begin check-in at reception Battleship Missouri
6:00pm	(1800)	Arrive at Battleship Missouri, Ford Island JB & MB - Brief remarks to thank military
8:00pm or 9:00pm	(2000)	End reception



Radio, Print, Photo,  
TV, Disney &  
Military Media

**WREATH PRESENTERS**  
Ms. Billings, Mr. Cook,  
Governor Cayetano, ADM  
Fargo, / Mr. Bruckheimer, Ms.  
Beckinsale, Mr. Gooding, Jr.,  
Mr. Barnett, / Mr. Bay, Mr.  
Lindenmeyer, Mr. Affleck.

# Shrine Room

CAPT.  
Wensing  
Speakers  
Podium

Primary Bugler

Place  
Flower  
Here

Flower Drop

CAPT.  
EASTBROOK

Wreaths  
From shrine room  
Red, White, Blue

Honor Guard

Navy Rep w/  
Extra Flowers

Guests

Form Up  
Here  
**Entry Room**

Echo Bugler

# Boat Landing



## Wensing, Kevin M CAPT (CPF N00PA)

To: Wensing, Kevin M CAPT (CPF N00PA); Cole, Bruce CDR (CPF N00PA0); Crowder, Doug CAPT (CPF N001); Fargo, Thomas B ADM (CPF N00); Harms, Alfred G RADM (CPF N01); Sawyer, Phillip G CDR (CPF N010); Rzepczynski, Marc A LCDR (CNR N002); Skinner, Bradley D LCDR (CPF N002); Kelsey, John(Chip) L LT (CPF N011); Sault, Kenneth R CDR (CPF N001A); Laroche, Shirl D LT (CPF N005); Tupuola, Felise N BMCM(SW) (CPF N004FT); Melissa Schuermann; Strub, Philip, CIV, OASD/PA; Gradisher, Joseph F; Gibbons, Roderick J LCDR (CNR N00PA); Tauyan, Agnes T Mrs (CNR N00PA1); Barrett, Ralph G LT (CPF N00PAB); Beverage, Theodore E MUCS (CPF N00PAB1); Moore, Jerrie Ms (CPF N00PA4); LT Glenn D. Murphy; 'fichioic@nosc.mil'

Subject: PEARL HARBOR MOTION PICTURE MEMORIAL SERVICE

\* 1 April 2000 - 2300 Update

### USS Arizona Memorial Memorial Ceremony

2 April, 2000:

- 1400 - Weather Check - (Foul Weather Plan is to do abbreviated wreath ceremony and press conference in AZ Memorial Visitors Center lobby area at 1630 followed by reception on Battleship MO. unless extreme winds or heavy rain prohibit the event from happening. Although extremely unlikely, Touchstone Films (Disney) may also decide to cancel the entire event if they think the weather is too bad to get good publicity.
- 1430 - White Boats with wreaths and other materials heads to Memorial
- 1450 - Capt Wensing meets Mssrs' Bruckheimer and Bay and escorts them to CPF Boat House.
- 1500 - Mssrs Bay and Bruckheimer arrive at CPF Boat House for interview with ACCESS HOLLYWOOD reporter Mr. Pat O'Brien.
- 1530 - Other guests Arrive at CPF Boat House. Bottled water and soft drinks provided here and on barges by MS staff.
- 1545 - White Boat with media (maybe as many as 75) leave Visitor's Center for Memorial.
- 1550 - Capt Wensing briefs ceremony to Official Party at Boat House.
- 1600 - Board barges and depart in this order - Remebrance, DCINC, CINC to arrive at Arizona Memorial NET 1615.
- 1618 - Guests take their place on memorial.
- 1620 - Ceremony begins - Capt Wensing leads official party to their places in this order.
  - Capt Wensing
  - Kathy Billings
  - Governor Cayetano
  - Dick Cook
  - Admiral Fargo
  - Jerry Bruckheimer
  - Kate Beckinsale
  - Cuba Gooding Jr.
  - Josh Hartnett
  - Michael Bay
  - Ralph Lindemeyer
  - Ben Affleck
  - Captain Eastbook
- 1621 - At Podium - Captain Wensing welcomes guests and introduces ADM Fargo
  - ADM Fargo recognizes guests, Governor Cayetano, Mr. Cook, Honored Veterans, ladies and gentlemen...and makes remarks at podium.
  - Capt Wensing Introduces Mr. Cook
  - Mr. Cook makes remarks at podium
  - Capt Wensing introduces Mr. Bruckheimer
  - Mr. Bruckheimer makes remarks at podium
  - Capt Wensing introduces Mr. Lindenmeyer
  - Mr. Lindenmeyer makes remarks at podium
  - Capt Wensing Introduces Capt Estabrook who will offer a prayer



- Mr. Alan Purwin radios for fly-by (5 minutes out)
- Capt Estabrook offers a prayer. - Bow heads.
- Capt Wensing orders Hand Salute - Buglers begin echo taps
- Capt Wensing directs attention to a flight of 4 P-40 Warhawk aircraft that will salute the heroes of Pearl Harbor and as they pass in a missing man formation.
- Capt Wensing invites Official Party and Guests to take a flower from their wreaths and place them in the waters of Pearl Harbor and as a final tribute offer a moment of silence.
- Capt Wensing calls dignitaries forward to take a flower in this order.
- ADM Fargo
- Governor Cayetano
- Kathy Billings
- Richard Cook
- Jerry Bruckheimer
- Kate Beckinsale
- Cuba Gooding, Jr.
- Josh Hartnett
- Michael Bay
- Ralph Lidenmeyer
- Ben Affleck
- Each Take a flower. Walk to the side of the well area, pause, drop flowers together and observe a quiet moment. Then move into the shrine room following ADM Fargo.
- Other guests including the following will then take flowers provided from a basket and place them at the well area and place them in the water and then move into the shrine room.
- Other guests to be given flowers are:
- ~~Mr. Bruce Hendricks~~
- PH Survivors, some w/ spouses
- Jim Bounds - PH Survivor
- Ken Haney - PH Survivor
- Ray Emory - PH Survivor
- Bob Kinzler - PH Survivor
- Everett Hyland - PH Survivor
- Mr. Barry Waldman, Asst Producer
- Mr. Bruce Hendricks, President of Production (Technical) Disney Motion Pictures
- Mr. Todd Garner, President of Production (Creative) Disney Motion Pictures
- Heidi Trotta, V.P. Walt Disney Productions
- Mr. Cuba Gooding Jr., Actor
- Mr. Ben Affleck, Director of Photography
- Ms. Gabriella Gutentag - Publicist for Mr. Bruckheimer
- Mr. Michael Sheen - Ms. Beckinsale's guest
- Carolyn McGuinness - Personal Asst
- Annie Granastein - Personal Asst
- Lauren Lapham - Personal Asst
- Joe Eckert - Personal Asst
- Susan King - Personal Asst
- Alan Purwin - Aviation Coordinator
- Jack Nye - Photographer
- Eric Charbonneau - Photographer
- Media departs for USS ARIZONA Memorial Visitor's Center.
- Honor Guard moves wreaths into shrine room as official party and guests view areas of the memorial and ship and reflect for 5-10 minutes and take photos.
- CINC, DCINC and Remembrance depart but boat crews allow Remembrance to have time to return to Visitors Center first. Boats stand by to provide rides for any who need to return to boat house for cars.



- 1645 - Official Party departs for Visitor's Center
- 1700 - Media availability
- Seating is planned as follows
- Bottom Row - (L-R)  
Quba Gooding - Kate Beckinsale - Richard Cook - Jerry Bruckheimer - Michael Bay - Admiral Fargo - Ben Affleck - Josh Hartnett
- Upper row (6 inches higher) - (L-R - PH Survivors)  
Ray Emory - Bob Kinzler - Ralph Lindenmeyer - Jim Bounds - Ken Haney

- Press conference sequence:

- Disney PR official welcomes everyone.
- Governor Cayetano makes remarks.
- First question to Hawaii Navy News for Mr. Affleck:  
"Mr. Affleck, how did it feel to be at the ARIZONA Memorial today and to realize the tremendous history of the role you and your counterparts are about to play?"
- Hawaii Navy News will ensure that the Pearl Harbor
- Survivor is asked, "What do you think of this project and how will it help to tell new generations about Pearl Harbor?"
- Admiral Fargo is asked "What is the role of DoD in this project."

- COMM POINTS:

- \* This film is a wonderful opportunity and great tribute to WW II Veterans.
- \* Thanks to Jerry Bruckheimer and Michael Bay for taking on this epic story.
- \* We look at it as a partnership and will rely on teamwork to achieve success.
- \* Well done to all the military personnel who are working with Touchstone Films (They told me today it's really a Touchstone Project not Disney).
- \* Military support being provided on a no-additional cost basis. Disney pays for fuel and other items.
- \* This is the largest and most complicated motion picture DoD has supported in some 20 years.
- \* We are happy to support the project...this excellent opportunity to tell the story of Pearl Harbor to a new generation of Americans and people around the world.
- \* 1,700 extras signed up for this movie and it is a great adventure for our military men and women and their families and everyone in Hawaii.
- \* Great for Hawaii's economy and tourism at The ARIZONA, BOWFIN and MISSOURI.
- \* Looking Forward to seeing the film next year.
- \* I wish the Disney crew the best of luck on this wonderful project.
- Other issues that will probably not come up.. but just in case:
- \*\* Environmental concerns - The Navy did a comprehensive Category Exclusion process that was coordinated with all the appropriate agencies and the production company will have observers to review all aspects in this area of concern.
- \*\* Media access to the set - We will work any requests with the production company. We are sensitive to their concerns about the security of the content of the movie and we are referring media requests to their publicity department.

1730 - Reception aboard BATTLESHIP MISSOURI - CPF Band Tsunami  
Plays - Indigo's Providing Food - No Covers Required -  
1800 - Jerry Bruckheimer and Michael Bay welcome everyone  
1842 - First call to colors  
1847 - Colors - flag is lowered  
2000 - Party ends - or it may go on till 2100.

=====

Boating Plans.

**2 April -- Memorial Service - More Detailed Plan**

- White Boat From USS ARIZONA Visitors Center at 2:30 and 3:30 p.m. - Production Team
- Denise Greenawalt, Monica Rameriz
- Others including: Georgia O'Connor, Renee Stauffer, KristieAnne
- \* Media - About 50-75 media reps from Access Hollywood, E, ET, CNN, TIME, USA Today, all locals.
- \* Navy - LCDR Gibbons, Jerrie Moore, Jon Yoshishige, Angas Tuayan, \* National Park Service - Dan Hand \* Hawaii Film Institute - Georgette Deemer



From CINCPACFLT Boat House at 4:05 p.m.

• **Remembrance:**

- Navy
- Capt. Kevin Wensing                      Capt Doug Crowder
- CDR Phil Sawyer                      Navy Photographer (2 total),
- CDR Ken Sault                      LT Shirl LaRoche
- Captain Estabrook
- Touchstone - Personal Assistants
- Carolyn McGuinness                      Annie Granastein
- Lauren Lapham                      Joe Eckert
- Susan King                      Jack Nye - Photographer
- PH Survivors, some w/ spouses
- Ken Haney                      Ralph Lindemeyer
- Ray Emory                      Bob Kinzler
- Everett Hyland                      Jim Bounds

• **DCINC's Barge:**

- RADM Al Harms
- Mrs. Gina Harms
- Karen Harms
- LT Chip Kelsey - Boat Officer
- RADM John Townes
- Mrs. Nancy Townes
- LCDR Mark Rzepczynski
- Mr. Barry Waldman Asst Producer
- Mr. Bruce Hendricks, President Production (Technical) Walt Disney Motion Pictures
- Kate Beckinsale - Actress
- Mr. Michael Sheen - Ms. Beckinsale's guest
- Josh Hartnett - Actor
- Alan Purwin - Aviation Coordinator

=====

• **CINC's Barge:**

- ADM Tom Fargo
- Mrs. Sarah Fargo
- Mr. Bill Fargo
- LCDR Brad Skinner - Boat Officer
- Governor Ben Cayetano,
- Mrs. Vicky Cayetano
- Jackie Kido Gov's Communications Director
- George Kodama - Gov's Photog, Producer
- Mr. Richard (Dick) Cook, Chairman Motion Pictures Group Walt Disney Company
- Ms Heidi Trotta - V.P. Walt Disney Productions
- Mr. Todd Garner, President Production (Creative) Disney Motion Pictures
- Mr. Jerry Bruckheimer, Producer
- Mr. Michael Bay, Director
- Mr. Cuba Gooding Jr., Actor
- Mr. Ben Affleck, Actor
- Ms. Gabriella Gutentag - Publicist
- Eric Charbonneau - Photographer
- Kathy Billings, Superintendent USS ARIZONA Memorial
- LT Melissa Schuermann - DoD Project Officer
- Capt (Sel) Bruce Cole - Navy Project Officer



Radio, Print, Photo,  
TV, Disney &  
Military Media

**WREATH PRESENTERS**  
Ms. Billings, Mr. Cook,  
Governor Cayetano, ADM  
Fargo, / Mr. Bruckheimer, Ms.  
Beckinsale, Mr. Gooding, Jr.,  
Mr. Hartnett, / Mr. Bay, Mr.  
Lindenmeyer, Mr. Affleck.

CAPT  
Wensing  
Speakers  
Podium

*Shrine Room*

Place  
Flower  
Here

Flower Drop

Primary Bugler

CAPT  
EASTBROOK

Wreaths  
From shrine room  
Red, White Blue

Honor Guard

Navy Rep w/  
Extra Flowers

Guests

Form Up  
Here

*Entry Room*

Echo Bugler

*Boat Landing*





**Strub, Philip, CIV, OASD/PA**

---

**From:** Wensing, Kevin M CAPT (CPF N00PA) [WensinkM@cpf.navy.mil]  
**Sent:** Monday, April 03, 2000 3:48 AM  
**To:** 'Gradisher, Joseph F'; 'Kudla, James, M'; 'Cullin, Brian P'; 'Strub, Philip, CIV, OASD/PA';  
'Jurkowsky, Thomas J.'; 'Quigley, Craig'; Cole, Bruce CDR (CPF N00PA0)  
**Subject:** DISNEY KICK OFF A HUGE SUCCESS

Mr. Strub,

- \* More than 80 media attended the ARIZONA MEMORIAL event and Press Conference which went beautifully although heavy rains threatened all day. Q's and A's were very patriotic.
- \* A P-40 Warhawk missing man fly-over was a highlight of the ceremony.
- \* The reception for 500 on Missouri was a smash too and Cuba, Ben, Josh, Jerry, Michael and all were very nice in taking many, many photos.
- \* The main filming begins Tuesday.
- \* Weather here has been rainy for three days so we hope it clears.

More later,

V/resp,  
Kevin Wensing



## Strub, Philip, CIV, OASD/PA

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**From:** Gradisher, Joseph F [Gradisher.Joseph@hq.navy.mil]  
**Sent:** Tuesday, April 04, 2000 2:33 PM  
**To:** Jurkowsky, Thomas J.; Strub, Philip, CIV, OASD/PA  
**Cc:** Blankenship, Michael S.; Schwenter, Donna-Grace; Mehal, Robert  
**Subject:** FW: PEARL HARBOR UPDATE 03 APRIL

We're off and running!

-----Original Message-----

**From:** Cole, Bruce CDR (CPF N00PA0) [mailto:ColeB@cpf.navy.mil]  
**Sent:** Tuesday, April 04, 2000 2:18 PM  
**To:** Wensing, Kevin M CAPT (CPF N00PA)  
**Cc:** Chun, Conrad LCDR (CPF N00PA1); Werner, David E LCDR (CSP N00P); Gibbons, Roderick J LCDR (CNR N00PA); 'LT Schuermann'; Mason, Adonis R LT (CNR N122); 'CHINFO DEPUTY'; 'NAVINFO WEST'; 'CDR Hamp All'; 'Cdr Jay Lisenby'; 'Jeff Gorell'; 'PAO - PHNSY'; Tauyan, Agnes T Mrs (CNR N00PA1); 'JOCS PENNINGTON'; RESERVE, PAO (CPF)  
**Subject:** PEARL HARBOR UPDATE 03 APRIL

CAPT,

1. As mentioned on the phone, first filming occurred yesterday near the tower. Great low flyovers by P-40s. Japanese planes also did some flying and some aerial footage offshore.
2. Aerial events, including torpedo drop test, went well. Only one notable concern of an overflight of Pearl City Navy housing with the inert ordnance. Air Coordinator and crew acknowledged the error and I think genuinely committed to doing the right things. We'll watch closely as we can't grant too many mulligans.
3. I have some concern about an apparent reluctance on the part of the publicist to support internal coverage of the movie. Mel has bumped that up to Phil Strub for action.
4. A few other short fuse requests are able to be accommodated, but we'll have to watch closely to ensure people can still work and live on Ford Island and be able to get around.
5. Pre-production filming starts today with a lot of action on FI.
6. I'm covering first unit while ENS Gorell is our second unit man. JOCS Pennington is our troubleshooter and "doer of all things hard." Still many small details to cover such as requests for four star flags, etc. etc.

VR, Bruce.

Commander Bruce A. Cole  
Deputy Public Affairs Officer  
U.S. Pacific Fleet  
(808) 471-3769 Office  
(808) 252-9710/(800) 670-7971 Pager  
Visit our website at <http://www.cpf.navy.mil>



## Wensing, Kevin M CAPT (CPF N00PA)

**From:** Fargo, Thomas B ADM (CPF N00)  
**Sent:** Wednesday, April 19, 2000 11:31 AM  
**To:** Wensing, Kevin M CAPT (CPF N00PA); Crowder, Doug CAPT (CPF N001); Sault, Kenneth R CDR (CPF N001A)  
**Subject:** RE: UPDATE - DISNEY - CALL TO VADM NANOS

OK...I'll make the call.TBF

-----Original Message-----

**From:** Wensing, Kevin M CAPT (CPF N00PA)  
**Sent:** Wednesday, April 19, 2000 10:03 AM  
**To:** Wensing, Kevin M CAPT (CPF N00PA); Crowder, Doug CAPT (CPF N001); Fargo, Thomas B ADM (CPF N00); Sault, Kenneth R CDR (CPF N001A)  
**Subject:** UPDATE - DISNEY - CALL TO VADM NANOS

Admiral and Staff,

I spoke to Captain Gary Hall in the Inactive Ships area at NAVSEA and thanked him for their help thus far. He said they'd look into the status of the sale of WHIPPLE to Mexico but that the word is out in IPO office that the ship suffered some damage, crack in helo deck, burnt paint and water damage to tiles, wiring and it may be a hot potato. He said he'd look into any relief but they need to get these ships back in good shape otherwise the Navy will end up paying.

I thanked him and said whatever we can do to be reasonable is appreciated and that Disney has said that they will pay whatever the Navy says they have to pay just that it seemed silly to them to fix a ship up just to have it sit in moth balls for years and rust all over again.

Disney is trying to save money and we are trying to meet them half or 3/4 of the way.

V/resp,  
Kevin W

+++++

-----Original Message-----

**From:** Wensing, Kevin M CAPT (CPF N00PA)  
**Sent:** Wednesday, April 19, 2000 7:09 AM  
**To:** Crowder, Doug CAPT (CPF N001); Fargo, Thomas B ADM (CPF N00); Sault, Kenneth R CDR (CPF N001A)  
**Cc:** Wensing, Kevin M CAPT (CPF N00PA)  
**Subject:** DISNEY CALL TO VADM NANOS

Admiral,

I spoke to Bruce Hendricks (Pres. Disney Motion Pictures) yesterday and he said he would very much appreciate it if you could mention the subject of repairs to inactive ships when you next speak to VADM Nanos (703) 602-3381.

I think a short/friendly call much like the brief meeting you had with RADMs Townes, Loose and Kubic here is just what is needed just so his folks have a common sense approach to repairs.

Mr. Hendricks is not unhappy, just a little concerned and he hopes the scope and costs of the repairs to the inactive ships will be reasonable. He is willing to do the right thing but just wants to make sure it has common sense is included in the estimates.

His concern is based on what we all went through with Navy real estate lawyers back in January/February when the legal folks said you MUST Do A or B in regards to paying for unused space and then later said woops, sorry were wrong, the correct answer is really answer C.

The folks in Hawaii (Mr. Mel Won) and at NAVSEA (Capt Gary Hall and staff) have been VERY helpful but they do not have the authority or flexibility they might need to allow reasonable repairs to be done. The agreement (NAVSEA lawyers were good and tough in protecting Navy interests at the outset) says that Disney will leave the ships in "as good or better condition" but in almost all cases the Disney repairs will leave the areas they scorched in much better shape then the rest of the ship.

The areas that VADM Nanos could probably set a friendly and helpful tone and allow his people some flexibility are:

1 - Many ships are in bad shape (rusting decks and peeling paint) and I have learned that the Navy will be cleaning many of them up in the next few months to comply with EPA standards.

- In some cases ships that the Navy is funded to clean up in the next few months to put us in line with EPA standards might be cleaned by Disney to a level that preserves the deck until the comprehensive clean up is done by the Navy. Why have Disney do a complete job just to have Navy contractors come back a few months later



and redo the area along with the rest of the ship.

2 - USS WHIPPLE (supposedly destined for sale to Mexico). This ship suffer a crack in the helo deck due to heat and water damage inside a few spaces as the pyrotechnics were extinguished. I was told that it had to be completely repaired because it is set for sale to Mexico but now I hear that it has been designated for sale for 5 years and no one knows really when or if it will be transferred. Disney doesn't mind cleaning it up but if it isn't going to go to Mexico or if it is going to be used as a target or a reef then why replace things like deck tiles that will just sit there for another decade, etc. I also believe that there is/would be money to prep this ship for transfer when or if it is done so perhaps a patch vice complete rebuilding of the deck may be an option.

Again, Disney will do what ever Navy says they need to do, but they just want to make sure they are not spending money so that these ships can sit in Middle Loch for another 50 years with a nice paint jobs and new tile on the decks.

I'll call VADM Nanos' people in NAVSEA to get ground truth but if you have the opportunity to mention it might be helpful to set the right tone.

V/resp,

Kevin Wensing  
CAPT USN



3/10/00

\* YW-86/126 never moved/or were used for pvt

3/10/00

TOTAL P. 02

03/13/00 MON 17:47 [TX/RX NO 8924]

## ATTACHMENT 3

	Prep	Prepare Moor	Tow	Moor	Unmoor	Tow	Moor	Unmoor	Tow	Remove at NISMF	Dis-establish moor & slow materials	Total
Ross (FF-1074)	8,000	N/A	Free	N/A	N/A	8,000	N/A	N/A	Free	8,000	N/A	20,000
Winnipie (FF-1082)	8,000	N/A	10,000	N/A	N/A	8,000	N/A	N/A	10,000	6,000	N/A	40,000
Rathburne (FF-1057)	8,000	8,000	8,000	4,500	2,500	8,000				8,000	6,000	47,000
Buchanan (DDG-14)	3,000		8,000	3,000	3,000	8,000				3,000		28,000
Reichamer (ARS-42)	5,000	N/A	10,000	N/A	N/A	N/A	N/A	N/A	10,000	5,000		30,000
YR-77	Disconnect elec, unmoor, move to new location in Middle Loch and re-moor = 2,000. Return to original moor and reconnect elec = 2,000.											4,000
TWR-832	Disconnect elec, unmoor, move to Ford Island, moor pier side, unmoor and return to original moor at NISMF and reconnect elec											5,000
YW-86	Same as TWR-832											5,000
YW-128	Same as TWR-832											5,000
YD-189	Cost per 12 hour day is 4,300			Cost for 30 days at 4,300								129,000
YSD-74	Cost per 12 hour day is 1,800			Cost for 30 days at 1,800								48,000
50' Work Boats - 2 ea	Cost per 13 hr day is 905 per work boat. Cost for two work boats per 13 hr day is 1,810			Cost for 30 days is 54,300								54,300
Fork LM (4 or 7.5 ton)	Cost is 450 per day for fork lift and driver & fuel. Cost for 30 day is 13,500											13,500
YC or YFN (Movement of craft within Middle Loch PH)	Cost to move YC or YFN from one location in Middle Loch to another location in Middle Loch and re-moor is 1,000 per move											unknown
Other labor, per worker (Packing, rigging, clean up, etc)	\$30. per hour per worker for regular 8 hr shift and \$45. per hr for overtime											unknown
Prep = Disconnect elec, chainwires and soft moor/unmoor												
Mooring of vessels at Ford Island =	NISMF Pearl to moor only TWR-832, YW-86 and YW-128 pier side											
	NISMF Pearl to provide riding crew only for other vessels being											
	Ford Island											
	led from NISMF Pearl to Ford Island.											

includes  
All cost  
w/overse  
Not Clean

428,800.00

draw down  
check  
Establi...



SINK-EX SHIPS

\* Estimate doesn't include the

HOLT or RECLAIMER

~ \$10,000.00

~ \$500.00

# WORK REQUEST

SHIP	MANHOURS	LABOR COST	MATERIAL	OTHER	TOTAL
WHIPPLE	335	\$10,000.00	\$2,000.00		\$12,000.00
STODDERT	335	\$10,000.00	\$200.00		\$10,200.00
COCHRANE	335	\$10,000.00	\$1,000.00		\$11,000.00
RATHBURNE	266	\$8,000.00	\$1,000.00		\$9,000.00
WORDEN	200	\$6,000.00	\$200.00		\$6,200.00
REEVES	400	\$12,000.00	\$2,000.00		\$14,000.00
BUCHANAN	200	\$6,000.00	\$200.00		\$6,200.00
MERRILL	400	\$12,000.00	\$1,000.00		\$13,000.00
LEFTWICH	335	\$10,000.00	\$1,000.00		\$11,000.00
HILL	400	\$12,000.00	\$1,000.00		\$13,000.00
INGERSOLL	433	\$13,000.00	\$1,000.00		\$14,000.00
FLORIKAN	233	\$7,000.00	\$500.00		\$7,500.00
ACADIA	300	\$9,000.00	\$1,000.00		\$10,000.00
ATA-203	16	\$500.00	\$0.00		\$500.00
PCB SAMPLE	16	\$500.00		\$1,000.00	\$1,500.00
GRAND TOTAL	4204	\$126,000.00	\$12,100.00	\$1,000.00	\$139,100.00

## Discription of work to be accomplished:

1. Clean up all loose, burnt debris through out ship.
2. Sample any burnt electrical cable for PCB's. Remove and dispose IAW established procedure.
3. Scrape and remove burnt paint flakes.
4. Wash and remove all soot from decks, bulkheads and hull.
5. Repair/replace various broken deck stanchions and handrails.
6. Replace various burnt helo nets with chain.
7. Prepare and paint all burnt areas to condition they were before Big Ship Productions used them with the exception of Ex-Buchanan and Ex-Worden which are scheduled for SINKEX.
8. Provide crane services as required.



## Strub, Philip, CIV, OASD/PA

---

**From:** Wensing, Kevin M CAPT (CPF N00PA) [WensinKM@cpf.navy.mil]  
**Sent:** Monday, April 24, 2000 3:26 AM  
**To:** 'Strub, Philip, CIV, OASD/PA'; Wensing, Kevin M CAPT (CPF N00PA)  
**Subject:** DISNEY HISTORICAL ACCURACY

Phil,

Jack Green, Bruce and Mel were telling me about some issues that are being worked by they and Disney regarding historical accuracy of the film. I wanted to make sure you were aware so that you can weigh in if needed. I told Mel that I would but she said they were working it. I will not wait long since although I'm not "The DoD project officer" ADM Fargo is counting on me to make this go well and I don't want Disney, Michael, Jerry etc or Navy to be a laughingstock by having significant inaccuracies such as:

- 1 - ADM Yamamoto on the Akagi leading the attack instead of back in Japan's home waters monitoring the attack.
  - 2 - CDR Yoshida (Japan's air group commander) being portrayed as a weak suck up instead of the brilliant, confident and strong leader (national hero in Japan) that he was.
  - 3 - Uniform item getting strange. One costume people complained to me and I worry about uniform accuracy after they leave Hawaii.
  - 4 - Shooting of Japanese pilot after crash landing scene (new addition). It never happened and I think we would have taken a prisoner before gunning him down.
  - 5 - Dorie Miller being credited with shooting down a Japanese aircraft. This was a big issue with Pearl Harbor survivors. They can just not say who shot down who and leave it to the audience.
- \* - Jack has a few others but these seemed to be the main issues.
  - \* - Dan Martinez from the Park Service also asked to talk to me about some historical issues.

\* Disney is hosting about 30-50 PH Survivors on Tuesday and they will tour the set and meet Michael Bay and Jerry Bruckheimer.

\* U-571 just came out this weekend and while everyone thinks is a cool movie, but several military folks I saw were disappointed that the story was fake. They thought it was real until the end of the movie and saw the disclaimer. I don't want this to happen on Pearl Harbor and think the love story and the heroics of the Army Air Corps pilots is probably enough deviation.

\* I hear that Wind Talkers has won DoD approval. I hope a Historian was brought in to review and liaison with the Navajo Tribe and former code talkers has been done.

\* I can call Monday (808) 471-3766

V/resp,  
Kevin Wensing  
Capt USN



**Wensing, Kevin M CAPT (CPF N00PA)**

---

**From:** Wensing, Kevin M CAPT (CPF N00PA)  
**Sent:** Thursday, April 13, 2000 8:26 PM  
**To:** Fargo, Thomas B ADM (CPF N00); Harms, Alfred G RADM (CPF N01); Crowder, Doug CAPT (CPF N001); Sawyer, Phillip G CDR (CPF N010); Gibbons, Roderick J LCDR (CNR N00PA); 'GGUTE1@aol.com'; 'HENDRICKS, BRUCE'; 'Melissa Schuermann'; 'Gradisher, Joseph F'; 'Strub, Philip, CIV, OASD/PA'; 'Morgan, James M'; CDO - CINCPACFLT (CPF); 'smith.gregory@hq.navy.mil'; 'Tanya Wallace'; 'Morton, Darren (NAVINFO LA)'; 'Melissa Schuermann'; 'Yoshishige, Jon Mr (CPF N00PA2)'; 'Quigley, Craig'; 'Cullin, Brian P'; 'Kudla, James, M'; 'McCreary, T. L.'; 'Dewey Ford'; 'Skelton, Ike N'; 'green.jack@nhc.navy.mil'; 'manny.chavez@disney.com'; 'manny.grace@disney.com'; 'David Kennedy'; 'barrywaldman@hotmail.com'  
**Subject:** SMALL BRUSH FIRE QUICKLY EXTINGUISHED

DoD (Mr. Strub), CHINFO and NAVINFO LA -- FYI

In case media/leadership ask you ... a small brush fire was caused Thursday apparently by burning embers from the special f/x at the movie set but it was quickly extinguished by Navy and local firefighters. No injuries, no damage, no story.

Statement For Media:

Navy and Honolulu City firefighters quickly extinguished a small brush fire on the Wiapio Peninsula Thursday night that burnt approximately 2 acres of an area on Navy property. The fire which lasted about 30 minutes resulted in no injuries or damage to property. The cause of the fire is under investigation by the Navy's Fire Marshall but is believed to have resulted from embers that were blown by the wind from an area where motion picture production was underway in the Middle Loch area. Previously planned safety precautions enabled fire fighters to respond and quickly out the fire.

Media can direct additional questions to Naval Region Hawaii Public Affairs at 808-471-0281 or the Publicist for the motion picture Pearl Harbor at 808-454-1600 x 156/157.

-- USN --



**Wensing, Kevin M CAPT (CPF N00PA)**

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**To:** Crowder, Doug CAPT (CPF N001); Fargo, Thomas B ADM (CPF N00); Sault, Kenneth R CDR (CPF N001A)  
**Subject:** DISNEY CALL TO VADM NANOS

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The areas that VADM Nanos could probably set a friendly and helpful tone and allow his people some flexibility are:

1 - Many ships are in bad shape (rusting decks and peeling paint) and I have learned that the Navy will be cleaning many of them up in the next few months to comply with EPA standards.

- In some cases ships that the Navy is funded to clean up in the next few months to put us in line with EPA standards might be cleaned by Disney to a level that preserves the deck until the comprehensive clean up is done by the Navy. Why have Disney do a complete job just to have Navy contractors come back a few months later and redo the area along with the rest of the ship.

2 - USS WHIPPLE (supposedly destined for sale to Mexico). This ship suffer a crack in the helo deck due to heat and water damage inside a few spaces as the pyrotechnics were extinguished. I was told that it had to be completely repaired because it is set for sale to Mexico but now I hear that it has been designated for sale for 5 years and no one knows really when or if it will be transferred. Disney doesn't mind cleaning it up but if it isn't going to go to Mexico or if it is going to be used as a target or a reef then why replace things like deck tiles that will just sit there for another decade, etc. I also believe that there ~~is~~ would be money to prep this ship for transfer when or if it is done so perhaps a patch vice complete rebuilding of the deck may be an option.

Again, Disney will do what ever Navy says they need to do, but they just want to make sure they are not spending money so that these ships can sit in Middle Loch for another 50 years with a nice paint jobs and new tile on the decks.

I'll call VADM Nanos' people in NAVSEA to get ground truth but if you have the opportunity to mention it might be helpful to set the right tone.

V/resp,

Kevin Wensing  
CAPT USN



+++++

Walt Disney Studios & Big Ship Productions "PEARL HARBOR"  
(WDS/BSPI-PH)

The Walt Disney Studios and Big Ships Productions, Inc. are planning to film the feature motion picture "PEARL HARBOR" in the spring of 2000 in Hawaii. This Epic film will honor America's veterans of WWII and will help to pass their torch to a new generation. This film is perhaps the most extensive and complex film that the Department of Defense has assisted with in more than 20 years. The film is expected to be released in the may 2001 timeframe.

General. "Pearl Harbor" is a Jerry Bruckheimer production of a Michael Bay Film sponsored and financed through the Walt Disney Studios. It is a stirring story meant to honor veterans and to keep the memory of their valor alive. Support from the Navy, Army and Air Force branches of the Department of Defense has been formally approved by DoD. In accordance with Department of Defense regulations, official support is granted only if providing such assistance is determined to further established Department of Defense mission goals, however, it is fully understood that support provided can in no way adversely impact the operational readiness of Navy, Army, or Air Force units involved.

Schedule. The first large group of 40 persons from the Construction and Special Effects Departments is scheduled to arrive in Hawaii on or about 14 Feb. The number of production crew members onboard will then increase incrementally, reaching 45 on approximately Feb 18, 65 on Mar 6 (first shoot day minus 5 weeks), 235 on Mar 20 (first shoot day minus 3 weeks), and will peak at approximately 280 personnel onboard one week prior to commencement of some principle photography on Apr 5. The bulk of filming will commence April 10 for approximately 25 days, ending on May 6. Cleanup and reload will occur from May 1 to May 15. Construction crews of approximately 20 persons will conduct paint and restoration from May 6 until May 15 as required. The Production Company anticipates complete shutdown of its Hawaii prior to RimPac.

Summary. Disney strongly believes and is able to support with data our conviction that the filming operations we propose will result in no adverse effect to the environment and qualify for permit under Categorical Exclusion under guidelines of the National Environmental Policy Act. Specifics of production methods and techniques will be included in the Environmental Report being prepared by Helber, Hastert & Fee certified planners on behalf of the U.S. Navy.

GENERAL. Filming operations will not interfere with essential operations. Modifications to buildings and grounds will be temporary, and facilities will be returned to their original condition.

+++++

\* Lead Service:  
United States Navy

\* DoD - Special Assistant for Audio Visual Services  
- Mr. Phil Strub, 703-695-2936

\* BSPI/Disney Officers - Residing at Hilton Hawaiian Village During Project  
- Mr. Bruce Hendricks - President Walt Disney Motion Pictures - 818-560-1505  
- Mr. Jerry Bruckheimer - Producer  
- Mr. Barry Waldman - Executive Producer  
- Mr. Michael Bay - Director  
- Mr. - Screenwriter  
- Mr. David Kennedy - Military Liaison - Cell - 805-340-6565 -  
kennedydmc@earthlink.net  
- Mr. Manny Grace - Disney's V.P. Environmental Law  
- Mr. Kelly Van Horn - Production Manager - 818-560-4725, F-818-841-7813  
ekelly911@hotmail.com  
- Mr. Manny Chavez - Production Safety - Risk Management - 818-560-2208,  
F-818-557-0356 manny\_chavez@cory.disney.com  
- Mr. John Frazier - Special Effects 818-767-0883 fax 818-767-7293  
- Coffee Table Book



- Behind the scenes documentary
- Publicist
- PR
- Avian Biologist
- Architectural Rep
- Marine Biologist
- Air Operations
- Boat Operations

\* Pearl Harbor Navy Project Team

- CDR Bruce Cole - Project Director - Hawaii and Pacific and Senior Navy On-Scene Project Officer (SNOPO) - 808-471-3769/474-1174, coleb@cpf.navy.mil
- LCDR (sel) Darren Morton, - DoD/Navy Project Officer - NAVINFO LA - cell - 310-493-8692 navinfo\_la\_1@earthlink.net
- LT Melissa Sherman - Assistant Navy/DoD Project Officer - NAVINFO LA 310-235-7481 - navinfo\_la\_2@earthlink.net
- LT Adonis Mason - Pearl Harbor Facilities Coordinator and Housing Liaison
- LT \_\_\_\_\_ -
- LT \_\_\_\_\_ -
- LT \_\_\_\_\_ - Finance Officer and Supervisor of Extras
- LT \_\_\_\_\_ - Historical Liaison
- YN3 Jennifer Bing - YN (R) Assistant to CDR Cole (14 February-15 March)
- Rotational - JO1 Frank Mowry, JO2 Sean Gano and JO2 Sean Hughes --- Assistant to the Senior Project Officer and Internal Publicity Coordinators/Website Managers
- TPU -- Admin assistant
- TPU -- Admin assistant
- US Air Force Hawaii Liaison Officer - Major William Harrison, 808-449-2834
- US Army Liaison Officer - Major Ben Frazier, (310) 235-7621.
- Air force liaison is Mr. Charles Davis (310) 235-7272.
- San Diego Carrier Ops POC - CDR Dave Koontz - Naval Air Force Pacific Fleet 619-5454-1133
- CAPT Wensing - Pacific Fleet Area Project Supervisor - 808-471-3766/3769, fax 808-422-0771 wensinkm@cpf.navy.mil

\* Hawaii State Film Commission

Georgette Deemer 586-2570

\* National Park Service/Arizona

Ms. Kathy Billings 422-2771 x136  
Mr. Daniel Martinez 422-2771 x 114

\* Battleship Missouri

Ms. Vicki Kim-Sobe 455-1600 x22 (pgr) 577-1286

\* State Historic Preservation Rep

\* Wildlife and Fisheries

\* State Historical Preservation Office (SHPO)

\* USF&WS

Ms. Donna Stovall 637-6330

\* Governor's Office:

\* Navy Legal Consuls

- Naval Region Hawaii Legal Counsel: Becky Hommon - hommonrm@hawaii.navy.mil
- Public Works Center (PWC) Counsel: Abie Ogawa - 808-471-4535
- Naval Region - LCDR Rick Ridgway 474-4743

Public Affairs

- LCDR Rod Gibbons - Public Affairs/Publicity Liaison (Hawaii) - 808-471-0281, gibbonrj@hawaii.navy.mil
- LT Melissa Sherman - NAVINFO LA 310-235-7481 - - navinfo\_la\_2@earthlink.net

\* Photography

- Navy Combat Camera Team Hawaii - LT Glen Murphy -658-4285



- Disney POC -

\* Pearl Harbor Facilities Leasing Officer

LCDR Vern Turner - Regional Facilities Director - 808-471-1170 x264, fax 808-471-1160, - e-mail [turnervr@pwcpearl.navy.mil](mailto:turnervr@pwcpearl.navy.mil)

- Mr. Jim Killian at 474-5918

- Katherine Cooper 474-5919

- Hangars 79 and 54 at approximately 2 cents per square foot per day - parking areas at Ford Island at 1 cent per square foot/per day, Bldg 39 as office space in building at 5 cents per square foot/per day

\* Historical Preservation

Mr. Jeff Dodge 471-1170 x271

Ms. Becky Hommon 474-4741

LT Andy Shulmann PWC

\* Environmental Issue Liaison

- Lisa Chan - Regional Environmental Compliance - 808-471-1170 x 205

- Ralph Wakumoto - Regional Environmental Compliance - 808-471-1171x228

\* Safety - Pyrotechnics and Explosives

- Ms. Lyrita Gochenouer - Regional Safety Director - 808-474-3953 - fax 808-471-4807 - e-mail [gochenouerle@pwcpearl.navy.mil](mailto:gochenouerle@pwcpearl.navy.mil) (pgr) 577-2720

\* Security Passes

USAF - Being prepared by Major Harrison - Hickam AFB - 808-449-2834

\* COMNAVREG Hawaii

LT Adonis Mason 474-7252

LCDR Rod Gibbons 471-0281 (pgr) 577-1635

Duty/SDO 577-1634

\* Aviation Ops

NAVSTA N3 LCDR Dale Esperum 473-0418

CPRFPAC N3 CDR Jay Lisenby 257-0489/0308

CPRFPAC N31CDR Hamp All 257-0509 Ext 8406

\* Comptrollers

Mr. Lyle Thomas - Naval Region Hawaii - 473-1809 - Setting up Federal ID numbers

Mr. Lee - PWC Comptroller - Navy Working Capitol Fund - \_\_\_\_\_

\* FISC - Fleet Industrial Supply Center

LCDR Camuso 473-2034

CDR Rusty Halthcock (XO) 473-0962

\* Housing (CNRH)

Ms. Diane Ward (Resident relations) 474-1895

CDR Ava Howard 474-1803

\* Inactive Ships (NAVSEA)

Mr. Mel Won - Hawaii 471-4521 x 13

Mr. Peter Nakamura - Mooring Plans

Capt Gary Hall - NAVSEA 703-602-5670 x 249

Mr. Tom Demas - NAVSEA 703-602-5670

Capt Gary Chiaverotti - - Portsmouth, VA - 757-485-6375

Mr. Mike Jones - 757-485-6375

\* Navy SEALs

LT Chambers 722-5815/ 471-8129

\* Ford Island Housing Residents

CAPT Smith (MIDPAC COS) 473-1288

\* MIDPAC

LCDR Mike Talaga (EA) 473-1288

NAVSTA XO

CDR John Fahling 471-2153

Quarterdeck 473-1222



\* Port Ops (NAVSTA)  
LCDR Dale Esperum 473-0418  
LT Jim Breen 473-2158

\* PWC/Public Works / Facilities  
LCDR Vern Turner 808-471-1170 x263/264  
Ms. Jill Kaya 808- 471-1170 x245  
CAPT Mathias (XO) 808- 471-3926/27  
mathiasdw@pwcpearl.navy.mil  
RADM (sel) Mike Loose 808-471-3927

\* Security (NAVSTA)  
LCDR Don Wiggins 473-2156

\* Shipyard  
Ms. Kathryn Petravage 474-2364  
CAPT Alley (XO) 474-9119

\* TPU (NAVSTA)  
LT Hunter (OIC) 473-5752

\* Ford Island Commands  
ATG MIDPAC LCDR Stephen Hineman (XO)  
472-8881  
Brig (NAVSTA) LT Borja 472-0020  
DFAS Mr. Ronald Swenka (XO)  
472-7600/7900  
Ford Island Housing Residents CAPT Smith (MIDPAC COS) 473-1288  
SEALS LT Chambers  
722-5815/ 471-8129

\* NAVINFO West  
LT Morton 310-826-9423 (cel)  
LT Schuermann 310-493-8691 (cel)  
NAVINFO West 310-235-7481 (office)

\* Hickam AFB  
Maj Harrison 449-2834

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\* Navy Project Office - Shot Checklist:  
Daily and 2-3 day forecasted planning document:  
Obtain concurrence/coordinate with:  
- Disney/Big Ship Productions Inc. \_\_\_\_\_  
- Port Operations/Services \_\_\_\_\_  
- Base Security \_\_\_\_\_  
- Safety Office \_\_\_\_\_  
- Family Housing \_\_\_\_\_  
- Local Community \_\_\_\_\_  
- Inactive Ships Facility \_\_\_\_\_  
- ATG MIDPAC \_\_\_\_\_ LCDR Stephen Hineman (XO)  
472-8881  
- Brig (NAVSTA) \_\_\_\_\_ LT Borja 472-0020  
- DFAS \_\_\_\_\_ Mr. Ronald Swenka (XO)  
472-7600/7900  
- SEALS \_\_\_\_\_ LT Chambers 722-5815/ 471-8129  
- USS ARIZONA Memorial \_\_\_\_\_  
- USS MISSOURI Memorial \_\_\_\_\_  
- USS BOWFIN Memorial \_\_\_\_\_  
- Inactive Ships \_\_\_\_\_  
- FAA \_\_\_\_\_  
- Star of Honolulu Cruise Boat \_\_\_\_\_  
- Nehu Fishermen \_\_\_\_\_ Port ops  
- Documentary Crew \_\_\_\_\_  
- Coffee table book photographer \_\_\_\_\_  
- CINCPACFLT Boat House \_\_\_\_\_

\* Expected Daily Schedule  
- Morning Meeting  
- Coordination of filming events



**Strub, Philip, CIV, OASD/PA**

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**Subject: FW: AF Museum**

-----Original Message-----

**From:** Thar, Douglas R., , SAF/PAN

**Sent:** Thursday, May 18, 2000 2:17 PM

**To:** Strub, Philip, CIV, OASD/PA

**Subject:** AF Museum

Number for Maj Gen Metcalf (USAF Ret) is: (937) 255- DSN 785-7204 x336. The PA shop there said that Wright-Patt would have the people you need to talk to about WWII and Gen Doolittle. My recollection of Gen Metcalf is that he is a pretty easy going person and easy to talk to. Hope this helps !!

5/18/00



Strub, Philip, CIV, OASD/PA

From: Jimmy & Pat Doolittle [jd3@as.net]  
Sent: Sunday, May 28, 2000 1:47 PM  
To: Melissa Schuermann  
Cc: Steve and Jonna Hoppes; Sam & Dana Kilanowski; Reynolds, Richard, MGen, AFFT; Robert Davenport; Strub, Philip, CIV, OASD/PA; James Young; Hallion, Richard, Dr, AF/HO; Gene Deatrick; CV Glines; Mel Scheurmann; Kathy Ross  
Subject: Re: Doolittle and Pearl Harbor

Melissa

Thanks a million for your reply from the Navy side

Your words reflect a great appreciation that the General was a great human being and that his memory deserves the respect due his 80+ years of outstanding contributions to the nation and aviation community

I spent a lot of time with my Grandfather hunting and fishing and philosophizing and knew him well, I'd be happy to meet with Alec Baldwin and/or the Disney execs and give them some insights of someone who was very close to General Doolittle for his last 50 odd years

Your kind comments should give our family AND our historian colleagues some comfort re the "adjustments" in the script—you wrote:

**“.....The script as it stands is not a done deal, further revisions are still in the works.**

**We continue to offer the production company proposed dialogue changes for certain scenes involving historic events and/or military characters.....” >>>>>>>>**

Thanks in advance for keeping us informed

PS I've got a lotta flying time in Navy airplanes, A-1, A-7, F-4 despite being an Air Force lifer

Even spent a very short time at sea on the Connie and Oriskany—some of my best pals are Navy folks I served with on exchange basis at Edwards AFB{:>}{:>})

Thanks a bunch for all the help from the senior service{:>}{:>}

Cheers!!

Jimmy D

----- Original Message -----

From: Melissa Schuermann

To: Jimmy & Pat Doolittle

Cc: Strub, Philip, CIV, OASD/PA ; Kathy Ross

Sent: Thursday, May 25, 2000 10:43 AM

Subject: Re: Doolittle and Pearl Harbor

Sir and Maam-

I am the lead project officer for the film Pearl Harbor. I appreciate you bringing your concerns and those of the surviving members of the Tokyo Raiders to my attention.

I have gotten the word to the producers and my counterpart Public Affairs offices here in LA( Air Force and Army) regarding the portrayal of General Doolittle as well as other historical aspects of this script.

6/1/00



Mr. Bruce Hendricks , Producer, Disney Studios has already been in touch with Col Glines. The producers and Mr. Alec Baldwin plan to meet with some of the surviving members at the end of June.

The script as it stands is not a done deal, further revisions are still in the works. We continue to offer the production company proposed dialogue changes for certain scenes involving historic events and/or military characters. I will keep you informed as to our efforts.

Respectfully,  
Lt Melissa Schuermann

---Original Message -----

**From:** Jimmy & Pat Doolittle  
**To:** Mel Scheurmann  
**Cc:** RV Reynolds ; Robert Davenport ; Steve and Jonna Hoppes ; Hallion, Richard, Dr, AF/HO ; CV Glines ; Gene Deatrick  
**Sent:** Wednesday, May 17, 2000 2:15 PM  
**Subject:** Doolittle and Pearl Harbor

Mel

I'm told you are the lightning rod for Navy PA on Pearl Harbor filming and the Navy is the lead service for coordination on the script

There is a lot of heartburn among historians, biographers, some very senior Air Force flag officers, the surviving Tokyo Raiders and the Doolittle Family about the manner General Doolittle is portrayed in the script

Friend Dick Hallion, Air Force Historian has brought this to the attention of the commander of PACAF, Assistant Vice Chief of Staff of the Air Force and SAF/PA flag officers in the last few days so it is getting some high level attention

I'd really appreciate your help to unmistakably get the word to the producer (Who is the producer????) and Alec Baldwin about the concern from the Air Force, the Raiders and Doolittle family about the unacceptable script re the need for correcting the portrayal of General Doolittle

I'd bet that a commitment to get the Doolittle character correct in the script would net a boxcar load of support from the surviving raiders and the Doolittle family/friends

My cousin Jonna Hoppes, General Doolittle's granddaughter, and an author herself, writes:

<<<CV Glines has read the script and is very unhappy with it. I've forwarded your e-mails to him. His e-mail is [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com)  
<<mailto:CeeVee1531@aol.com>> >>>>

CV Glines is an eminent author and has written a large number of books about aviation and many books about General Doolittle and is a LONGTIME TRUSTED FRIEND of the Doolittle family

I don't know what interaction has occurred already but he would be a GREAT contact to help Alec get the Doolittle character spot-on correct--I'd be willing to meet with Alec also if we can get some sort of commitment on the script issue

Thanks in advance for you support and help on this

PS Please let us know right away WHO is the producer?????

Cheers!!

6/1/00



**Strub, Philip, CIV, OASD/PA**

**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Tuesday, May 30, 2000 10:08 AM  
**To:** Strub, Philip, CIV, OASD/PA  
**Cc:** Begert, Bill, LtGen, AF/CVA; 'jd3@as.net'  
**Subject:** FW: Doolittle and Pearl Harbor

Phil: Happy to see this message from Lt. Schuermann, USN. . . Please pass to her that we in AF would be delighted to review the script for detail, and that, in fact, we feel it is an obligation to do so because Jimmy Doolittle was one of our own. . . Dick Hallion

-----Original Message-----

**From:** Jimmy & Pat Doolittle [mailto:jd3@as.net]  
**Sent:** Sunday, May 28, 2000 1:47 PM  
**To:** Melissa Schuermann  
**Cc:** Steve and Jonna Hoppes; Sam & Dana Kilanowski; Reynolds, Richard, MGen, AFFT; Robert Davenport; Strub, Philip, CIV, OASD/PA; James Young; Hallion, Richard, Dr, AF/HO; Gene Deatrick; CV Glines; Mel Scheurmann; Kathy Ross  
**Subject:** Re: Doolittle and Pearl Harbor

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**«««««««««« ".....The script as it stands is not a done deal, further revisions are still in the works.**

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Even spent a very short time at sea on the Connie and Oriskany--some of my best pals are Navy folks I served with on exchange basis at Edwards AFB{:>}{:>})

Thanks a bunch for all the help from the senior service{:>}{:>})

Cheers!!

Jimmy D

----- Original Message -----  
**From:** Melissa Schuermann

6/1/00



To: Jimmy & Pat Doolittle  
 Cc: Strub, Philip, CIV, OASD/PA ; Kathy Ross  
 Sent: Thursday, May 25, 2000 10:43 AM  
 Subject: Re: Doolittle and Pearl Harbor

Sir and Maam-

I am the lead project officer for the film Pearl Harbor. I appreciate you bringing your concerns and those of the surviving members of the Tokyo Raiders to my attention.

I have gotten the word to the producers and my counterpart Public Affairs offices here in LA( Air Force and Army) regarding the portrayal of General Doolittle as well as other historical aspects of this script.

Mr. Bruce Hendricks , Producer, Disney Studios has already been in touch with Col Glines. The producers and Mr. Alec Baldwin plan to meet with some of the surviving members at the end of June.

The script as it stands is not a done deal, further revisions are still in the works. We continue to offer the production company proposed dialogue changes for certain scenes involving historic events and/or military characters. I will keep you informed as to our efforts.

Respectfully,  
 Lt Melissa Schuermann

---Original Message ----

From: Jimmy & Pat Doolittle  
 To: Mel Scheurmann  
 Cc: RV Reynolds ; Robert Davenport ; Steve and Jonna Hoppes ; Hallion, Richard, Dr, AF/HO ; CV Glines ; Gene Deatrick  
 Sent: Wednesday, May 17, 2000 2:15 PM  
 Subject: Doolittle and Pearl Harbor

Mel

I'm told you are the lightning rod for Navy PA on Pearl Harbor filming and the Navy is the lead service for coordination on the script

There is a lot of heartburn among historians, biographers, some very senior Air Force flag officers, the surviving Tokyo Raiders and the Doolittle Family about the manner General Doolittle is portrayed in the script

Friend Dick Hallion, Air Force Historian has brought this to the attention of the commander of PACAF, Assistant Vice Chief of Staff of the Air Force and SAF/PA flag officers in the last few days so it is getting some high level attention

I'd really appreciate your help to unmistakably get the word to the producer (Who is the producer????) and Alec Baldwin about the concern from the Air Force, the Raiders and Doolittle family about the unacceptable script re the need for correcting the portrayal of General Doolittle

I'd bet that a commitment to get the Doolittle character correct in the script would net a boxcar load of support from the surviving raiders and the Doolittle family/friends

My cousin Jonna Hoppes, General Doolittle's granddaughter, and an author herself, writes:

<<<CV Glines has read the script and is very unhappy with it. I've forwarded your e-mails to him. His e-mail is [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com)  
 <<mailto:CeeVee1531@aol.com>> >>>>

CV Glines is an eminent author and has written a large number of books about aviation and many books about General Doolittle and is a LONGTIME TRUSTED FRIEND of the Doolittle family



I don't know what interaction has occurred already but he would be a GREAT contact to help Alec get the Doolittle character spot-on correct--I'd be willing to meet with Alec also if we can get some sort of commitment on the script issue

Thanks in advance for your support and help on this

PS Please let us know right away WHO is the producer?????

Cheers!!

Jimmy Doolittle III  
Colonel, USAF Ret

6/1/00



Strub, Philip, CIV, OASD/PA

---

From: Jimmy & Pat Doolittle [jd3@as.net]

Sent: Tuesday, May 30, 2000 4:23 PM

To: Jack Valenti

Cc: John (AF Mag Editor) Correll; AFA(Bill Brady); CV Glines; Gene Deatrick; Hallion, Richard, Dr, AF/HO; James Young; LT Melissa Scheurmann; Strub, Philip, CIV, OASD/PA; Robert Davenport; Reynolds, Richard, MGen, AFFT; Sam & Dana Kilanowski; Steve and Jonna Hoppes

Subject: Getting Doolittle Right

Dear Mr Valenti

I am told by esteemed historian friends that your Motion Picture Association has the laudable goal of *restoring a more favorable public image and stemming criticism of the motion picture industry*—I'm also told you were recently a guest of the Los Angeles (Doolittle Chapter) of the Air Force Association—and that you are a decorated fellow veteran—small world{:>}{:>}

I'd like to enlist your help with the Disney motion picture Pearl Harbor which is in filming as we speak....

There is a lot of heartburn among historians, biographers, some very senior Air Force flag officers, DoD Public Affairs, the surviving Tokyo Raiders and the Doolittle Family about the manner General Doolittle is portrayed in the Pearl Harbor script

I'd really appreciate your help to unmistakably get the word to the producer Bruce Hendricks and actor Alec Baldwin who is to play my Grandfather about the concern from the Air Force, the Raiders and Doolittle family about the unacceptable script re the need for correcting the portrayal of General Doolittle that makes him look crude, thoughtless, ignorant, and profane—an overall jerk in the movie characterization.....

I was able to hunt, fish and generally get to know my Grandfather very well over the 50 some years we interacted and as you know he was the consummate gentleman, a very smart experimental test pilot and PhD *wizard* in Aero Engineering, he set numerous records and made innumerable pioneering contributions to aviation and the Army Air Corps and Air Force, more than can be mentioned here—he was *not* crude, thoughtless, ignorant, and profane or a jerk.....

Friend Dr Dick Hallion, who is currently the Air Force Historian (just down the street from you in the Pentagon) has brought this and the historical issues to the attention of the commander of PACAF, Assistant Vice Chief of Staff of the Air Force, DoD public affairs and SAF/PA flag officers in the last few days so it is getting some high level attention—Dick has succeeded in marshaling some substantial support within DoD and has postulated a good game plan to review and present to Disney's Bruce Hendricks a coordinated DoD feedback on the script from a historic and characterization standpoint.

What we could use is your support and assistance in getting the producer to be reasonably pliable in his integrating the feedback into the script—Mr Hendricks has already spoken to CV Glines and agreed to some minor changes but I'm not convinced we are "there" yet on the characterization of Doolittle

I'd bet that a commitment to get the Doolittle character correct in the script would net a boxcar load of support from the services, Department of Defense, surviving raiders and the

Doolittle family/friends

CV Glines is an eminent author and has written a large number of books about

6/1/00



aviation and the Tokyo raid and many books about General Doolittle and is a LONGTIME TRUSTED FRIEND of the Doolittle family  
My cousin Jonna Hoppes, General Doolittle's granddaughter, and an author herself, writes:

<<<<CV Glines has read the script and is very unhappy with it. I've forwarded your e-mails to him. His e-mail is [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com)  
<<mailto:CeeVee1531@aol.com>> >>>>

Jonna has also written specific line by line comments to the version of the script we have and I'd be happy to send those on to you if it would help.

I don't know what interaction has occurred already but CV would be a GREAT contact to help Alec get the Doolittle character spot-on correct--I'd be willing to meet with Alec also if we can get some sort of commitment on the script issue

Thanks in advance for your support and help on this

Cheers!!

Jimmy Doolittle III  
Col USAF Ret

661 943 8570

PS Sir for background, here is the email I received from CV Glines re his thoughts on the script and conversation with Bruce Hendricks

<<<<<Jim:

>>

>> Received a call from a Disney executive named Bruce Hendricks. He was  
>> cordial but made the following quite clear:

>>

>> 1. The shooting was about one-third complete and a few changes have  
> been

>> made in the script but did not say what they were.

>> 2. The basic concept of two guys being chosen for the Raid because  
> they

>> had previous combat experience will not change. He was not concerned  
about

>> the errors of fact that I mentioned.

>> 3. He compared the Pearl Harbor script with the Titanic script  
saying

>> that it, too, was not accurate but they had the right to take a  
historical

>> incident and play it any way they wanted to for dramatic effect.

>> 4. About the portrayal of Doolittle, he would be willing to see that  
>> minor changes were made based on the errors and mischaracterization I  
>> pointed out

>> but the rest would stay as written.

>> 5. He said he would send me a revised script but I really doubt that  
> he

>> will.

>> 6. If anyone would like to get in touch with him, his address is c/o







**Strub, Philip, CIV, OASD/PA**

**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Tuesday, May 30, 2000 1:32 PM  
**To:** Strub, Philip, CIV, OASD/PA  
**Cc:** Ballinger, George, Col, AF/HO; Davis, Richard, Dr, AF/XOPE; Begert, Bill, LtGen, AF/CVA; Murray, Brian, LtCol, AF/HO; 'jd3@as.net'; Rand, Ronald T., BrigGen, SAF/PA  
**Subject:** Gameplan for AF script review of "Pearl Harbor"

Phil: Many thanks for the info, and glad to hear that you and Dr. Davis have been in contact. FYI, we will be following a formalized HO review process here:

- 1) Dr. Davis will provide written comments to Col. George Ballinger, the AFHSO commander.
- 2) Col. Ballinger will furnish them to me and, if necessary, I will make additional comments.
- 3) I will furnish the comments to you and copy the AF/CVA, Lt. Gen. Begert, and the SAF/PA, Brig. Gen. Ron Rand.
- 4) In turn, I would appreciate if you and Lt. Schuermann (Do you have her e-mail?) would keep us posted on any e-mail traffic regarding this issue, or other "hard copy" traffic, as we feel a special obligation to ensure that this story, involving one of the service's most distinguished members, is treated appropriately.

I appreciate your comments on the "dueling historians" issue re: C. V. Glines, but have to tell you that I think it is unrealistic to expect that C. V. should coord. all his comments through DoD. . . He is, after all, a private citizen and not beholden to DoD in any way. . . C. V. speaks with unique authority on the Doolittle subject, and I cannot imagine that there would be serious disconnects between his position and our own. . . I would certainly be comfortable with any views he may offer on the subject. . .

Again, Phil, thanks for all your great work on this issue. . . Cheers, Dick Hallion

-----Original Message-----

**From:** Strub, Philip, CIV, OASD/PA  
**Sent:** Tuesday, May 30, 2000 10:14 AM  
**To:** Hallion, Richard, Dr, AF/HO  
**Subject:** RE: Doolittle and Pearl Harbor

Dick, Rich and I had an excellent conversation last week. Of course, he'll be getting a script ASAP and we'll coordinate our future responses so that Disney will get a single response. LT S will (if she hasn't already) be working with him regarding schedule, etc. BTW, I've also asked our Navy curator, Jack Green, to talk to Col. Glines again, and request that he not forward any script change recommendations until speaking to us. Again, think it best that we provide Disney with a single, coordinated response. We don't want anyone to be able to play the game: "I see your historian and I raise you two historians," etc.

Phil

-----Original Message-----

**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Tuesday, May 30, 2000 10:08 AM  
**To:** Strub, Philip, CIV, OASD/PA  
**Cc:** Begert, Bill, LtGen, AF/CVA; 'jd3@as.net'  
**Subject:** FW: Doolittle and Pearl Harbor

Phil: Happy to see this message from Lt. Schuermann, USN. . . Please pass to her that we in AF would be delighted to review the script for detail, and that, in fact, we feel it is an obligation to do so because Jimmy Doolittle was one of our own. . . Dick Hallion

-----Original Message-----

**From:** Jimmy & Pat Doolittle [mailto:jd3@as.net]  
**Sent:** Sunday, May 28, 2000 1:47 PM  
**To:** Melissa Schuermann  
**Cc:** Steve and Jonna Hoppes; Sam & Dana Kilanowski; Reynolds, Richard, MGen, AFFT; Robert Davenport; Strub, Philip, CIV, OASD/PA; James Young; Hallion, Richard, Dr, AF/HO; Gene Deatrick; CV Glines; Mel Scheurmann; Kathy Ross  
**Subject:** Re: Doolittle and Pearl Harbor



Melissa

Thanks a million for your reply from the Navy side

Your words reflect a great appreciation that the General was a great human being and that his memory deserves the respect due his 80+ years of outstanding contributions to the nation and aviation community

I spent a lot of time with my Grandfather hunting and fishing and philosophizing and knew him well, I'd be happy to meet with Alec Baldwin and/or the Disney execs and give them some insights of someone who was very close to General Doolittle for his last 50 odd years

Your kind comments should give our family AND our historian colleagues some comfort re the "adjustments" in the script--you wrote:

**<<<<<<<<<< ".....The script as it stands is not a done deal, further revisions are still in the works.  
We continue to offer the production company proposed dialogue changes for certain scenes involving historic events and/or military characters....." >>>>>>>>>**

Thanks in advance for keeping us informed

PS I've got a lotta flying time in Navy airplanes, A-1, A-7, F-4 despite being an Air Force lifer

Even spent a very short time at sea on the Connie and Oriskany--some of my best pals are Navy folks I served with on exchange basis at Edwards AFB{:>}{:~})

Thanks a bunch for all the help from the senior service{:>}{:~})

Cheers!!

Jimmy D

----- Original Message -----

From: Melissa Schuermann

To: Jimmy & Pat Doolittle

Cc: Strub, Philip, CIV, OASD/PA ; Kathy Ross

Sent: Thursday, May 25, 2000 10:43 AM

Subject: Re: Doolittle and Pearl Harbor

Sir and Maam-

I am the lead project officer for the film Pearl Harbor. I appreciate you bringing your concerns and those of the surviving members of the Tokyo Raiders to my attention.

I have gotten the word to the producers and my counterpart Public Affairs offices here in LA( Air Force and Army) regarding the portrayal of General Doolittle as well as other historical aspects of this script.

Mr. Bruce Hendricks , Producer, Disney Studios has already been in touch with Col Glines. The producers and Mr. Alec Baldwin plan to meet with some of the surviving members at the end of June.

The script as it stands is not a done deal, further revisions are still in the works. We continue to offer the production company proposed dialogue changes for certain



scenes involving historic events and/or military characters. I will keep you informed as to our efforts.

Respectfully,  
Lt Melissa Schuermann

---Original Message -----

**From:** Jimmy & Pat Doolittle  
**To:** Mel Scheurmann  
**Cc:** RV Reynolds ; Robert Davenport ; Steve and Jonna Hoppes ; Hallion, Richard, Dr, AF/HO ; CV Glines ; Gene Deatrick  
**Sent:** Wednesday, May 17, 2000 2:15 PM  
**Subject:** Doolittle and Pearl Harbor

Mel

I'm told you are the lightning rod for Navy PA on Pearl Harbor filming and the Navy is the lead service for coordination on the script

There is a lot of heartburn among historians, biographers, some very senior Air Force flag officers, the surviving Tokyo Raiders and the Doolittle Family about the manner General Doolittle is portrayed in the script

Friend Dick Hallion, Air Force Historian has brought this to the attention of the commander of PACAF, Assistant Vice Chief of Staff of the Air Force and SAF/PA flag officers in the last few days so it is getting some high level attention

I'd really appreciate your help to unmistakably get the word to the producer (Who is the producer????) and Alec Baldwin about the concern from the Air Force, the Raiders and Doolittle family about the unacceptable script re the need for correcting the portrayal of General Doolittle

I'd bet that a commitment to get the Doolittle character correct in the script would net a boxcar load of support from the surviving raiders and the Doolittle family/friends

My cousin Jonna Hoppes, General Doolittle's granddaughter, and an author herself, writes:

<<<CV Glines has read the script and is very unhappy with it. I've forwarded your e-mails to him. His e-mail is [CeeVee1531@aol.com](mailto:CeeVee1531@aol.com)  
<<mailto:CeeVee1531@aol.com>> >>>>

CV Glines is an eminent author and has written a large number of books about aviation and many books about General Doolittle and is a LONGTIME TRUSTED FRIEND of the Doolittle family

I don't know what interaction has occurred already but he would be a GREAT contact to help Alec get the Doolittle character spot-on correct--I'd be willing to meet with Alec also if we can get some sort of commitment on the script issue

Thanks in advance for your support and help on this

PS Please let us know right away WHO is the producer?????

Cheers!!

Jimmy Doolittle III  
Colonel, USAF Ret



**Strub, Philip, CIV, OASD/PA**

**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Thursday, June 01, 2000 5:01 PM  
**To:** 'Jason.Reed@disney.com'  
**Cc:** Strub, Philip, CIV, OASD/PA; Begert, Bill, LtGen, AF/CVA; 'jd3@as.net'; Ballinger, George, Col, AF/HO; Davis, Richard, Dr, AF/XOPE; Rand, Ronald T., BrigGen, SAF/PA; 'jcorrell@afa.org'; 'CeeVee1531@aol.com'  
**Subject:** FW: Doolittle and Pearl Harbor

Dear Mr. Reed: Just to let you know that we in the Air Force History and Museums Program are more than happy to work with you to make certain that this script is accurate and reflects credit both upon your studio and Gen. Doolittle. I was honored to know General Doolittle for the last two decades of his life and, frankly, was taken aback by some of the script excerpts cited by Ms. Hoppes. Accordingly, I welcome your supportive comments back to the Doolittles, particularly where you stated, "Thank you so much for your e-mail. We are aware that there are some serious inaccuracies in regards to you grandfather's portrayal in the film, and we are making an equally serious effort to address them. You are correct in your belief that we are not "there" yet with the script."

We will be more than happy to help you improve on what you have. From my perspective as the chief of the Air Force's History and Museums Program, as well as a former Curator at the National Air and Space Museum, I think that it is important to note the following:

1) Doolittle was a remarkable man, but, more than anything else, was a genuine gentleman. In my many dealings with him he never used any sort of profanity or obscenity. . . In fact, there is a well-known story in the flight testing community where an individual used the infamous "P" word in a joke, and Doolittle, then in his seventies, (and who always had the highest regard for women), took him to task in front of the audience. The one recollection people all seem to share of Doolittle is that he was mild in demeanor, and never uncouth even when firmness was called for.

2) Some of the script comments suggest that Doolittle was a technological dunce (viz the slide rule comment). In fact, Doolittle was a superlative engineer and airman, and earned the very first doctorate in aeronautical engineering ever awarded in the United States (an Sc.D. from MIT in 1925). He was, at the end of his active career, the last head of the National Advisory Committee for Aeronautics, the predecessor agency of the National Aeronautics and Space Administration. He was responsible for a number of major technological discoveries and developments in aviation, ranging from discovering the failure mechanism whereby wings collapse in flight via structural breakup, to making the first instruments-only "blind" flight in aviation history, to championing the development of 100 octane fuel. The latter, by the way, was undertaken in the face of severe criticism. Doolittle's wisdom in pursuing 100 octane fuel can be found in the fact that the Royal Air Force used 100 octane fuel during the Battle of Britain, shipped to it from the United States, at a time when the Germans had 87 octane fuel. The difference meant that the British fighters had in effect about double their normal engine power. In a battle where the difference between winners and losers was a 2.5 : 1 kill ratio, the use of 100 octane fuel was arguably the difference between defeat and victory.

3. Doolittle was always remembered with affection by his pilot and aircrew colleagues as a man who never asked anyone to take on a job that he would not do himself. He was the classic example of the commander who leads from the front, by example. He was not one to intimidate his people, resort to tirades, or bullying. He didn't have to. He was so personally courageous (though he exemplified the individual who recognizes the difference between a sense of adventure--which he had--and a sense of recklessness--which he did not), so technologically skilled, and so articulate in his positions that people naturally gravitated to his views.

4. Some of the lines in the script seem to suggest that he was some sort of inarticulate (or less than fully literate) "hick." Nothing could be further from the truth. Doolittle was a master at the impromptu speech, and was, even into his last years, a remarkable speaker. His command of English was fluid and crisp, and he was well read (in his time, he wrote for publication numerous articles, essays, and book introductions).

5. Finally, something else: Doolittle was an individual who believed strongly in human rights and human dignity. At a time when racism was a serious malignancy on American society, Doolittle had full faith in integration, and matched his views with an outspokenness on the need of the American military to integrate. Largely thanks to Doolittle, the military fully integrated in 1948. Again, as I stated at the beginning, he was, in short, a gentleman's gentleman.

These are things I always remember about Doolittle, and I hope this helps. In our discussions with Mr. Phil Strub, we have offered to assign one of our historians, Dr. Richard Davis, to work with your staff on this project. I look forward to hearing from you. I may be reached at 703-697-5600. With best wishes, Dick Hallion

-----Original Message-----

**From:** Jimmy & Pat Doolittle [mailto:jd3@as.net]  
**Sent:** Thursday, June 01, 2000 4:07 PM  
**To:** Steve and Jonna Hoppes  
**Cc:** John (AF Mag Editor) Correll; AFA(Bill Brady); CV Glines; Gene Deatrick; Hallion, Richard, Dr, AF/HO; James







> inspire the audience and to demonstrate the courage and dedication of the  
> persons involved. Hopefully, with your help, everyone will feel that we  
> accomplished our goal.  
>  
> Talk with you soon,  
>  
> Jason Reed  
> VP Production....."

>  
>  
> > -----  
> > From: Jimmy & Pat Doolittle  
> > Sent: Wednesday, May 31, 2000 3:35 PM  
> > To: Jason Reed  
> > Subject: Doolittle and Pearl Harbor  
> >  
> > Jason  
> >  
> > I was passed your name by Mr Roy Disney as a managing producer contact for  
> > Pearl Harbor through a mutual friend JJ Quinn  
> >  
> > There is a lot of heartburn among historians, biographers, some very  
> > senior Air Force flag officers, DoD Public Affairs, the surviving Tokyo  
> > Raiders and the Doolittle Family about the manner General Doolittle is  
> > portrayed in the Pearl Harbor script  
> >  
> > I'd really appreciate your help to get the word to the producer Bruce  
> > Hendricks and actor Alec Baldwin who is to play my Grandfather about the  
> > concern from the Air Force, the Raiders and Doolittle family about the  
> > script re the need for correcting the portrayal of General Doolittle that  
> > makes him look crude, thoughtless, ignorant, and profane--an overall jerk  
> > in the movie characterization.....  
> >  
> > I was able to hunt, fish and generally get to know my Grandfather very  
> > well over the 50 some years we interacted and as you know he was the  
> > consummate gentleman, a very smart experimental test pilot and PhD wizard  
> > in Aero Engineering, he set numerous records and made innumerable  
> > pioneering contributions to aviation and the Army Air Corps and Air Force,  
> > more than can be mentioned here--  
> >  
> > General Doolittle was not crude, thoughtless, ignorant, and profane or a  
> > jerk.....  
> >  
> > I'd be delighted to meet with Alec if it would help on the script  
> > characterization issue re General Doolittle  
> >  
> > What we could really use is your support and assistance in honestly  
> > considering the integration of feedback into the script--Mr Hendricks has  
> > already spoken to CV Glines and agreed to some minor changes but I'm not  
> > convinced we are "there" yet on the characterization of Doolittle  
> >  
> > I'd bet that a commitment to get the Doolittle character correct in the  
> > script would net a boxcar load of support from the services, Department of  
> > Defense, surviving raiders and Doolittle family/friends  
> >  
> > CV Glines is an eminent author and has written a large number of books  
> > about



>> aviation and the Tokyo raid and many books about General Doolittle and is  
>> a LONGTIME TRUSTED  
>> FRIEND of the Doolittle family... My cousin Jonna Hoppes, General  
>> Doolittle's granddaughter, and an author  
>> herself, writes:  
>>  
>> <<<CV Glines has read the script and is very unhappy with it. His e-mail  
>> is CeeVee1531@aol.com  
>>  
>> Jonna has also written specific line by line comments to the version of  
>> the script we have and I'd be happy to send those on to you if it would  
>> help.  
>>  
>> I don't know what interaction has occurred already but CV would be a  
>> GREAT contact to help Alec get the  
>> Doolittle character spot-on correct--Thanks in advance for you support and  
>> help on this  
>>  
>> Cheers!!  
>>  
>> Jimmy Doolittle III  
>> Colonel USAF Ret  
>> 661 943 8570  
>>  
>



**Strub, Philip, CIV, OASD/PA**

**From:** Hallion, Richard, Dr, AF/HO  
**Sent:** Thursday, June 01, 2000 10:14 AM  
**To:** 'Jimmy & Pat Doolittle'  
**Cc:** Begert, Bill, LtGen, AF/CVA; Strub, Philip, CIV, OASD/PA; Rand, Ronald T., BrigGen, SAF/PA; Ballinger, George, Col, AF/HO; Davis, Richard, Dr, AF/XOPE; 'CeeVee1531@aol.com'  
**Subject:** RE: Getting Doolittle Right

Jimmy and Pat:

- 1) Am sending this as info to CVA, Phil Strub, the SAF/PA, and to our HSO POC on Doolittle, Dr. Davis. .
- 2) We have not yet seen the script so we have not yet had an opportunity to make our own comments or elaborate on those you have sent. . .
- 3) Allowing that a little dramatic license is perfectly ok, based just on these excerpts, I am bothered for the following reasons:
  - a) I knew Jimmy Doolittle pretty well, and certainly knew his historical record, and he wasn't profane or tasteless. . . Never have heard anyone refer to him in "Patton-esque" terms. . . In fact, there is a well-known incident where Doolittle took issue with a speaker for publicly using the "P" word in a speech in the 1970's. . .
  - b) Doolittle was the first Sc.D. ever awarded in this country in the field of aeronautical engineering (MIT, 1925), and it wasn't an honorary degree--he did his own dissertation, based on flight testing studies on aerodynamics loads in maneuvering flight. But this text makes him look pretty much ignorant in technical matters. . . the sliderule was a fact of life, what the hand calculator is today, and every high-school graduate of the time--literally--knew how to use one. . .
  - c) There was never any concept of landing the B-25's back on the carriers. . . If that is a message being conveyed here, it is incredibly wrong. . .
  - d) Doolittle was a pretty sophisticated, and, indeed, suave little guy--certainly no hick. . . The text here looks like "Little Abner goes to War."

Bottom line: Awaiting the script! Cheers, Dick

-----Original Message-----

**From:** Jimmy & Pat Doolittle [mailto:jd3@as.net]  
**Sent:** Thursday, June 01, 2000 9:58 AM  
**To:** CV Glines; Hallion, Richard, Dr, AF/HO  
**Cc:** Steve and Jonna Hoppes  
**Subject:** Fw: Getting Doolittle Right

Dick, CV

Here's a copy of Jonna Doolittle Hoppes' observations/comments to the script FYI

<<<<<<<<<

"Pearl Harbor" is Disney's attempt to tell a story, not the real story of Pearl Harbor, nor the real story of the Tokyo Raid. It is not a Saving Private Ryan nor a Schindler's List. The script reads like a romance novel peppered with graphic war scenes. The intended audience includes a large number of teenage girls and adolescent boys of all ages. That being said, the most I feel we can hope for is a softening of Disney's portrayal of Granddad.

For the sake of simplicity, I will list my objections in the order they appear in the script. I will leave most of the historical corrections to CV.

Pg. 92 Doolittle: "Top secret means you help me pick the other pilots, train them for something never done before in aviation history, and go without knowing where you're going. And you have to go on that basis or not at all."

Rafe: "I'll go, Sir.

Danny: "So will I."

Doolittle: "There's only one thing I can tell you." (Eyes fierce, Doolittle looks up from his papers for the 1st



time.) "You won't need any goddamn hula shirts."

A couple of things here: Didn't Gramps pick and train his own men? He didn't use profanity and he would have paid attention to his men when telling them about a top secret mission. He gave you his full attention when talking to you, pinning you down with his eyes.

Pg. 94 Doolittle: "Pussies take B-25's off on mile-long runways, well I'm going to train you to do it in 467 feet – cause at 468 feet you're dead. Once you make it up you are going to learn how to fly it like a fighter, 30' off the ground."

I can't see him calling any pilot a "Pussy" – this just doesn't sound like him.

Pg. 95 Doolittle: "We won't have the fuel to get back to the carriers; they'll run back to Hawaii the minute we're airborne."

Even I know you can't land bombers on an aircraft carrier.

Pg. 96 Danny: "We're not backing down, Sir. It's just something we'd like to know since we might die doing it."

Doolittle: (nods, understanding) "At Pearl they hit us with a sledge hammer. On this raid, even if we get through, we only hit them with a needle – but it'll be right to their little chicken-shit, sneak-attacking brains. Victory belongs to those who believe in it the most, and believe in it the longest. We're gonna believe – and we're gonna make Americans believe too."

Granddad believed that the use of profanity showed a lack of vocabulary. I

just can't picture him saying "little chicken-shit, sneak-attacking brains."

Pg. 98 Richards: "Colonel, I've just about worn out my sliderule and—

Doolittle: "That what that thing is? I thought it was an extendable butt scratcher."

This passage bothers me a lot. Granddad had a doctorate degree in

aeronautical engineering from MIT. Not only did he help modify the planes for

the mission, he certainly knew what a sliderule was. This makes him look both

crude and stupid.

Pg. 99 Doolittle: "Gentlemen, when I was ordered to organize this mission, I asked to lead it myself. The War Department refused, they said I was too valuable to lose. Now we're in the middle of the Pacific, and if they wanna stop me, they know where to find me."

Correct me if I'm wrong, but Gramps always intended to lead this mission.

He didn't decide in the center of the ocean. His men always knew that they could

depend on him. And he would never refer to himself as "too valuable to lose."

Pg. 99 Doolittle: "I wasn't built to be a prisoner. I have enough trouble taking orders from the War Department, I don't figure the Japanese and me would be too tickled with each other's company. If my plane gets crippled, I'm gonna have my crew bail out, and then I'm gonna drive it into any military target I can find. But that's just me. Hell, I'm an old man, I'm 45. You boys are just startin' out in life, so what you do is up to you."

Remember, the man had an education. This sounds illiterate.



Pg. 100 Doolittle: "Hey, Red, you write your Mom and thank her for the brownies?"

Red: "Wh-what brownies, Sir?"

Doolittle: "Did I forget to mention she sent those? Tell her for me, they were good."

This might be picky but I think this sounds like Gramps went through Red's mail and stole his brownies. I know it's a joke but I have a negative image.

Gramps had a marvelous sense of humor and liked to joke around – but this doesn't sound right to me.

Pg. 100 Doolittle: "You guys got your problem worked out?"

Rafe: "All taken care of, Sir."

Doolittle: "Good. 'Cause you don't want to be holding anything in when you're a-holes start puckering your underwear tomorrow."

Need I say anything?

Pg. 102 Awful news; and Doolittle knows what it means. (This is when they realize they've been discovered by the Japanese and will need to take off early.)

Doolittle: "This is really shitty news!"

Not in character.

Pg. 104 The flight master shows Doolittle the WAIT sign. Engines are revving, tachs showing redline. The crews are in their planes. Doolittle is first, just ahead of Rafe and Danny's B-25's. Doolittle's concentration is fierce—but out of the corner of his eye he's noticing his young co-pilot, nervously crossing himself.

Doolittle: "Son, I'm all for asking the Almighty to give us a little help—but if you don't quit crossing yourself I'm gonna slap the shit outta you."

Richard Cole, Granddad's co-pilot earned the Distinguished Flying Cross

with 2 Oak Leaf Clusters, an Air Medal with one Oak Leaf Cluster, a Bronze Star

Medal and a Chinese Army, Navy and Air Corps Medal. I think this scene is

insulting to him. And I think it is very insulting to Gramps. It makes Granddad

look intolerant and crude. He was neither.

Pg. 111 Evelyn and the civilian WIVES stand in fear as a transport plane lands and taxis to a stop. The doors open. Doolittle emerges; his wife greets him tearfully. Several other banged-up fliers emerge. One more wife, overjoyed to see her husband."

Granny was stoic. She would have saved her tears for private.

Remember, she had been through so much that she was a master at keeping her public emotions in check.



Pg. 112 The early headlines were wrong. Five fliers died, five more were taken prisoner and held 'til the end of the war. The rest eventually made it home. When the action is over, and we look back, we understand both more and less. This much is certain: Before the Doolittle Raid, America knew nothing but defeat; after it, nothing but victory. Japan realized for the first time that they could lose, and began to pull back; America realized that she would win, and surged forward."

Correct me if I'm wrong but as a direct result of the raid three men died when they crashed or bailed, eight were captured by the Japanese, three of these were executed and one died of starvation, and five were interned in Russia and escaped after fourteen months. Shouldn't they at least get this right?

Pg. 112 Roosevelt, in the Oval office. He looks from his desk as Doolittle and Rafe are admitted into the room. They salute the President; Roosevelt wheels around the desk. He hands Doolittle a medal—the Medal of Honor. Then he hands Rafe 2 medals, and salutes them. Rafe understands immediately who the second medal is for.

This is an insult to all of the Raiders. Every man on that raid took the same risks. Every man on that raid did his job. When Gramps accepted the medal it was for all the raiders. I know it's Hollywood but isn't this a little too much? Remembering that this is Hollywood and intended for a younger crowd has a down side. Most of the people watching this movie will not know who Jimmy Doolittle was. This is a glamorous portrayal of war, with young, attractive heroes winning almost single-handedly. These audiences won't know about the real sacrifices made by all the men in WWII or about the real dangers of the raid. They won't understand how well planned and executed this mission was or how much Gramps loved the men who followed him on that mission. And, because Disney decided to romanticize Pearl Harbor and The Tokyo Raid, the true stories will probably not be made, at least not in the next 50 years. I repeat, this isn't a Saving Private Ryan nor a Schindler's List. I just wish it was. >>>>>>>>>>>>

Jimmy D

----- Original Message -----

From: Steve Hoppes

To: jd3@as.net ; CeeVee1531@aol.com ; Stacy Hoppes

Sent: Saturday, May 27, 2000 3:56 PM

Subject: Getting Doolittle Right

Jimmy - Here is a rough draft of my thoughts on the Pearl Harbor script. I'm anxious to hear your opinion and CV corrections. Jonna



JULY-02-2000 07:33

PEARL HARBOR

8168417813 P.23/24

# "Pearl Harbor"

Mer

OPTIONAL FORM 89 (7-90)

## FAX TRANSMITTAL

# of pages 4

To <i>Phil Schub</i>	From <i>Rosalie for</i>
Dept./Agency	Phone # <i>Melissa</i>
Fax #	Fax #

NSN 7540-01-317-7068

5089-101

GENERAL SERVICES ADMINISTRATION

To: Those listed

From: Richard Klotz

Re: Meeting at Point Mugu Naval Air Station

Date: 6/1/00

A meeting is scheduled at Point Mugu Naval Air Station on Monday, June 5. We will discuss our locations, sets, scenes, aerial and other needs. We will meet at the designated parking area at 9:45 AM. We will then be led into the base and begin the meeting in a board room at 10:00 AM. After the meeting, will tour our various filming sites on the bases.

The following Big Ship personnel are scheduled to attend:

Manny Chavez  
Steve Hinton  
Richard Klotz  
Alan Purwin  
Bill Skinner  
Jeff Soderberg  
Kelly Van Horn

The following Navy officials/departments are scheduled to attend

Tom Keeney - Point Mugu Environmental  
Chief Kelley - Airfield Manager  
Teri Reid - Deputy Public Affairs Officer, Point Mugu NAS/Port Hueneme CBC  
LT. Melissa Scheurmann - Nav. Info West

Other Point Mugu Navy Base departments that will be present include Security and Parking.

A map to Point Mugu NAS has been included with this memo. Everyone is expected to self drive. Please allow about one hour and forty five minutes from Disney Studios (morning traffic). Mileage from Disney is 60 one way. Thanks.

cc Greg Callas  
Bruce Hendricks  
Steve Humphrey  
Manny Grace  
Barry Waldman

PS The "cc's" are also invited. Please let me know if you would like to attend.



## "Pearl Harbor"

Big Ship Productions, Inc.  
500 S. Buena Vista St.  
Production Building - 3rd Floor  
Burbank, CA 91521-2225  
(818) 560-5029

6/2/00

Ms. Teri Reid  
CBC Deputy Public Affairs Office  
Point Mugu NAS, Port Hueneme Naval Construction Battalion Center  
1000 23rd Avenue  
Port Hueneme, CA 93043

Dear Teri,

I am writing regarding our planned filming of the feature film "Pearl Harbor" at Point Mugu NAS and Port Hueneme CBC. Our planned filming dates are Tuesday, July 18 through Thursday, July 20. I have included the script pages for the scenes to be filmed. I have also included the applicable portion of our shooting schedule. Please be aware that the dates listed on our schedule may change. The areas we would like to film are as follows:

1. Scenes 3, 4 and 5: The old hangar area -- hangars 330 and 325. We would like to build a set/office tower to play as Col. Doolittle's New Jersey airfield office. We would need to begin construction on or about June 26. We would like to utilize hangar 330 as a construction shop/staging area through out our production. Please see the attached art department plans.

We are planning on using four to six P-40's. They will be arriving one to two days before our filming commences. We would like to arrange indoor overnight storage to protect their temporary paint. The scenes to be filmed include take offs, landings, fly bys and planes taxing. One scene calls for two P-40's flying directly at each other in a dare devil maneuver. This scene will be done in cuts. An actual near miss stunt will not be necessary. A helicopter may be used for air to air photography. These scenes are scripted as day scenes.

2. Scene 230: Sand spit at the end of 18th Street. We would like to film a dialogue scene between our two heroes on the beach. We would be working on the sand bar near the mouth of the lagoon. We will pay special attention to the tides as much of this area will submerge at high tide. It is a night scene and lighting is required. We will want to use a musco or night sun light. It is a large light on a self contained boom/truck. The light will point east down to the sand spit and not north towards the marine mammal concentration in the lagoon. Due our constant need to record dialogue, lighting boom trucks are designed to operate quietly. They are about as loud as an normal idling truck.



Smaller lights and cable will be carried out onto the sand and will be wrapped before the tides sets in. We would also like to set up small camp fires effects in our picture area.

3. Scenes 71-72: P-40 take off and landings. The aerial department will coordinate with air operations regarding wind conditions and runway use. We are currently planning on filming the landing scene at dusk and a take off at night. We want need to light a runway for the night shot. We are aware that rare birds inhabit the areas near the runways. We intend to conduct our filming in such a way as to cause no harm to any protected species. We seek your guidance regarding our lighting and equipment placement.

4. Scenes 71, 72 A night time love scene in and around a P-40. Our young heroes, a pilot and a nurse engage in a moment of romance. The actual location is still to be determined at Point Mugu NAS. Suggestions for a romantic backdrop for this scene are welcome.

5. Scene 70 The P-40 gun Calibration scene - A day scene of our hero's fire their P-40 guns into a dirt hill/wooden target. Special effects to be used include squibs and blanks. Actual location to be determined at Point Mugu NAS.

6. Scene 7 Ext. N.J. Airfield Barracks. Our heroes leave barracks and head out for a night on the town. To be shot at the Quonset Huts on the corner of 23rd and Salsa at the CBC Port Hueneme. Please see the attached art department list of items they would like to address.

Other general information:

Crew size is about 125 plus drivers, cast and extras. Total personal will be about 200. Equipment includes about 12 large truck, 12 large motor homes/trailers with steak beds. The Unions have permitted our crew to drive to the bases. We would like to park them at a central lot and shuttle them. On the day we film at Port Hueneme, we will direct the crew to park at second location (Port Hueneme) and shuttle them to Mugu. Many crew members will prefer to report to first location and drive themselves to the second location. For this reason I will like to set up shuttle lots at both bases.

We generally like to set up catering within walking distance from our shooting location. This usually involves a hired vendor setting up a tent. We will coordinate the timing and placement of the tent with you and other designated people.

Sound is always a concern. Please let me know if it is possible to control air traffic and other noise sources during our three days of filming. Our shooting days generally last 12 to 16 hours. Since we have night work scheduled on all three days, I anticipate afternoon call times. Exact call times are set by the assistant director the day before. My best guess is that our actual shooting will begin at about 2 PM.

We may be utilizing a second unit during some of our filming. A second unit is used to get action shots which do not involve principle cast members. If we have a second unit it will likely involve photography of the P-40's.

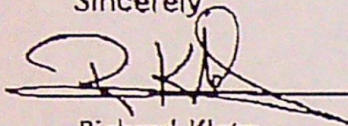
Safety is always our highest priority. Our Aerial Department will coordinate with Air Operations and other Navy officials regarding every element of their work. Please feel free to contact our aerial coordinators, Alan Purwin or Steve Hinton. They can be reached at (818) 901-0977. Our Assistant Director will be responsible for on set safety meetings and briefings. On set meetings are held daily whenever Aerial or other unusual work is to take place.



I look forward to a fantastic shoot. We thank you in advance for allowing us to include your unique facilities in our ambitious and patriotic production.

Thank you very much.

Sincerely,

A handwritten signature in black ink, appearing to be 'R Klotz', written over a horizontal line.

Richard Klotz  
Location Manager

cc Greg Callas  
Manny Chavez  
Manny Grace  
Bruce Hendricks  
Steve Hinton  
Martin Lang  
Nigel Phelps  
Alan Purwin  
Lt. Melissa Schurmann  
Barry Waldman



Strub, Philip, CIV, OASD/PA

From: Gradisher, Joseph F, CAPT, CHINFO  
Sent: Thursday, September 14, 2000 8:11 AM  
To: Strub, Philip, CIV, OASD/PA  
Cc: Schwenter, Donna-Grace  
Subject: FW: O MSGID/UNITSITREP/USS CONSTELLATION/025/-//

-----Original Message-----

From: USS\_CONSTELLATION@unclas1.hq.navy.mil  
[mailto:USS\_CONSTELLATION@unclas1.hq.navy.mil]  
Sent: Thursday, September 14, 2000 5:16 AM  
Subject: O MSGID/UNITSITREP/USS CONSTELLATION/025/-//

\*\*\*\*\*  
UNCLASSIFIED  
\*\*\*\*\*

\*\*\*\*\* ACTION: NCC \*\*\*\*\*  
\*\*\*\*\* COG: CHINFO \*\*\*\*\*

O 140634Z SEP 00  
FM: USS CONSTELLATION  
ACTION CNO WASHINGTON DC//NCC//  
INFO CHINFO WASHINGTON DC//OI2//

Subject: MSGID/UNITSITREP/USS CONSTELLATION/025/-//

UNCLAS  
MSGID/UNITSITREP/USS CONSTELLATION/025/-//  
REF/A/VMG/CONSTELLATION/140634ZSEP00/NOTAL//  
FLAGWORD/UNITSITREP/-//  
TIMELOC/140634ZSEP00/3209N-11759W/FINAL//  
GENTEXT/INCIDENT IDENTIFICATION AND DETAILS/1. DURING FILMING OF  
B-25 FLY-OFF FOR DISNEY'S PEARL HARBOR, DOD PROJECT OFFICER FOR  
PAGE 02 RUHPNUL3428 UNCLAS  
FILM AND CONSTELLATION PAO LEARNED THAT ACTOR BEN AFFLECK AND  
DISNEY "BEHIND-THE-SCENES" CAMERAMAN HAD BEGUN TAPING A VIDEO  
INTRODUCTION INTENDED FOR USE AT A DEMOCRATIC PRESIDENTIAL  
FUNDRAISER TO BE ATTENDED AT RADIO CITY MUSIC HALL IN NEW YORK  
ON THURSDAY, 14 SEP. AFFLECK AND DISNEY REPRESENTATIVES WERE  
IMMEDIATELY INFORMED BY CHINFO REP THAT TAPING WAS INAPPROPRIATE  
AND MUST CEASE. DISNEY EXECUTIVE ON HAND, MR. BRUCE HENDRICKS,  
WAS ALSO IMMEDIATELY INFORMED THAT THE TAPE, WHICH INCLUDED  
AFFLECK BEING CHEERED BY NAVY PERSONNEL ON THE FLIGHT DECK,  
SHOULD NOT BE USED FOR POLITICAL FUNDRAISING PURPOSES.  
2. NAVINFO WEST HAS INDICATED THAT MATTER WILL BE PURSUED  
THROUGH PUBLIC AFFAIRS CHANNELS TO ENSURE THAT TAPE IS NOT  
USED IN FUNDRAISING FORUM.//  
3. PRESS INTEREST POSSIBLE. FINAL REPORT THIS INCIDENT.//

BT

#3428

NNNN

CNO WASH DC

ACTION NCC(\*)

(U,7,F)

1

INFO SN(\*) SAMHS(1) LDMS(0) LMDS TEST(\*) ASN FM(\*)

ASN MRA(\*) N00(\*) N00D(\*) N00E(\*) N09(\*) N09B(\*)

N09J(\*) N8(\*) N82(\*) N87(\*) N873(\*) N875(\*) N86(\*)

N863(\*) N85(\*) N45(\*) N88(\*) N880(\*) N3/N5(\*)

N093(\*) AMHS(\*) N83(\*) DS(\*) N09C(\*) N09G(\*) N09N(\*)

N23(\*) OPA(\*) OGC(\*) NCCP(\*) N22(\*) SC(\*)

CHINFO WASH DC

0

COG CHINFO(\*)

(U,8)

INFO ASN IE(\*)

TOTAL COPIES REQUIRED 1



1. On Thursday 12 September, Mr. Phil Strub from DoD will be in Los Angeles to meet with the service PAO's at the various Hollywood liaison offices and with Disney representatives to discuss the plans for the 21 May 2001 premiere of "Pearl Harbor", including a preliminary overview of the events, media, seating, and idea of the marketing plan for the movie and how DoD can assist.

\* CDR Bob Anderson's staff (310) 235-7481 at the Navy's LA office set up a meeting in LA for Mr. Strub and Disney reps at 1400 (2 p.m.) on 12 September at The Wells Bldg at 500 South Buena Vista Avenue, Burbank.

\* Information discussed here will be further discussed on 13 October during Disney Team's visit to USS JOHN C. STENNIS.

2. 12 October meeting items for discussion/review:

A - Letter to DoD confirming event and DoD designation of Navy as executive agent.

B - Attendees/Seating:

- Which DV's will attend from motion picture industry and various services/commands either the primary event on 21 May and secondary screenings on 22 May that have been set aside for military personnel who supported the production and the crew of the carrier STENNIS? (Rough list of possible attendees pasted below).

C - ID those numbers/services that would provide persons (active and Reserve) to serve on a "PEARL HARBOR" Command Information Bureau" to help work the media/DV's attending.

D - What media/marketing activities are envisioned and how can DoD/Services get involved with/benefit from Disney effort.

E - Other venues/appearances by PEARL HARBOR staff/actors that may be considered as part of opening weekend including perhaps USS INTREPID in NYC, NAS Lakehurst Airshow (2-3 June), USS HORNET Museum (SF) or USS LEXINGTON Museum (Corpus Christi, TX), University of Arizona's Battleship ARIZONA other airshows/venues TBD.

F - Screening for USS JOHN C. STENNIS family members at Naval Air Station North Island.

G - How invitation "hosting" be termed:

Possible examples:

21 May event:

The United States Navy (Department of Defense) in cooperation with Touchstone Films welcomes you to The World Premiere of the Jerry Bruckheimer / Michael Bay Film "PEARL HARBOR" - X:00 p.m., 21 May 2001 - USS JOHN C. STENNIS (CVN 74) - Naval Base Pearl Harbor, Hawaii.

22 May Event:

The Commander-in Chief United States Pacific Fleet (Secretary of the Navy or Chief of Naval Operations) in cooperation with Touchstone Films welcomes you to a special screening of the Jerry Bruckheimer / Michael Bay Film "PEARL HARBOR" , X:00 p.m., 22 May 2001 - USS JOHN C. STENNIS (CVN 74) - Naval Base Pearl Harbor, Hawaii.

H - Other items as required.

3. On Friday 13 September at 1300 (1 p.m.) aboard USS JOHN C. STENNIS at Naval Air Station North Island we are planning a meeting with Disney reps and the leadership of USS JOHN C. STENNIS to review and pin down some of the requirements for power, seating, set up and more (rough listing of items provided below).



4. The following is a review of items discussed at the initial 13 September meeting aboard USS JOHN C. STENNIS and the list (not all-inclusive) of key players. We can add to these lists at the 13 October meeting and develop a list of points of contact so that the appropriate people can work out issues under their cognizance.

5. 13 September meeting items for discussion/review:

A - Scheduled:

Rough timeline follows:

May 2001

A.1 - Tuesday 9 - Mr. Bob Gault and Disney crew arrive North Island for onload of gear and 20-40 personnel for transit to Hawaii. Navy and Disney film crews will likely ride the ship to document the construction of premiere facilities.

A.2 - Wednesday - Onload of gear and 2-3 static display aircraft.  
- Thursday 10 - Possible underway date for USS John C. STENNIS (JCS) depending on navigators estimates of wind and sea conditions.

A.3 - Friday 11 - Underway to Hawaii

A.4 - Saturday 12 - Underway to Hawaii

A.5 - Sunday 13 - Underway to Hawaii

A.6 - Monday 14 - Underway to Hawaii

A.7 - Tuesday 15 - Underway to Hawaii

A.8 - Wednesday 16 - JCS arrives Pearl Harbor

A.9 - Thursday 17 - Premiere set-up

A.10 - Friday 18 - Premiere set-up

A.11 - Saturday 19 - Premiere set-up

A.12 - Sunday 20th - Final premiere preparations and media interviews with cast, crew and extras. Media tours of JCS and other Navy units.

A.13 - Monday 21 - Media interviews and final preparations.  
Movie Premiere (times approx).  
4:00 p.m. - Media set-up. Fans get set in bleachers.  
5:00 p.m. - Red Carpet opens.  
- Guests begin arriving with media interviews conducted.  
- CINCPACFLT and other services bands perform.  
7:40 p.m. - Evening Colors.  
- Welcome Remarks by Navy, Disney or Political leaders  
7:55 p.m. - Screen Lowered  
8:00 p.m. - Movie begins  
10:15 p.m. - Movie ends - Screen Raised - Salute To Vets  
10:15 - Fireworks  
10:30 - Fireworks end. Elevators take guests to hangar for 10:30 reception/refreshments.  
10:30-11:30 p.m. - Reception.

A.14 - Tuesday - 22 May - 1:00 a.m. - (4:00 a.m. PST, 7:00 a.m. EST)

A.15 - Morning talk shows show highlights from premiere.  
8:00 p.m. - Navy Screenings for selected guests and Sailors that evening.

A.16 - Wednesday - 23 May  
- Movie opens. - Set is disassembled.

A.17 - Thursday - 24 May - Set Disassembled.

A.18 - Friday - 25 May or Saturday 26 May - Ship sails for San Diego.  
- Disney will advise local community about proposed fireworks show (15-20 minutes in length) timing, etc so that folks are not surprised and those interested can be in place to watch from a distance.

B. - Foul weather plan. Possibly use hangars at Ford Island.



C. - Media (500-600) requirements - trailers, power, set construction.

D. - PEARL HARBOR Command Information Bureau (CIB) location and manning. CINCPACFLT, Naval Region Pearl Harbor, Navy PA CENTER and NAVINFO LA /Reserves (other services) will support the media effort doing home-towners with military personnel and family members who served as extras/participated in production.

E. - Logistic Requirements:

E.1 - If POTUS (Pres of US) attends:

- Secret Service access
- Metal Detector Areas - They bring their own
- Bomb squad/dogs
- Media filing center
- Huge media platform and staging area
- Security stands
- Helo access - Pres may fly in to event

E.2 - Pier Area:

- Hotel Pier Dimensions:
- 1325' long, 54' wide (34' inside the coming) and 15' high.
- Photos and diagrams will be made available.

E.3 - Fire/Emergency vehicle lane will be established.

E.4 - Bleachers for fans will be constructed locally and paid for by Disney.

E.5 - Pier cranes for set-up will be available through PWC.

E.6 - Carpeting procured and paid for by Disney. Securing carpeting for safety

E.7 - Power Requirements:

Power Requirements:

- 220-240 volts/ 3 phase power:
- \* flight deck- 2000 amps
- \* hanger deck-1200 amps (this is our best estimate for the hanger deck it may vary up or down slightly)
- \* Will need multiples of 400 or 800 amps.
- \* Will work on points of origin to provide cable distribution to both decks.

E.8 - Work crew access to base and ship. Premiere working badge will be developed and provided to workers.

E.9 - Toilets/Inc Handicapped

E.10 - Seating/Inc Handicapped - Extra chairs for 22 May screening.

E.11 - Handicapped access to ship and seating (PWC or another entity may be

able to build an access ramp at Disney expense).

E.12 - Snacks and Drinks planned and provided by Disney.

E.13 - Trash receptacles and clean-up team provided by Disney.

E.14 - Medical team standing by provided Naval medical clinic.

E.15 - Media requirements - media booths - power, seating, trailers for talent, etc. (Pierside may be a better location?)

E.16 - Fireworks team and clean-up team

E.17 - Decorations - red, white and blue bunting, etc

E.18 - Military Band/Vocalist - seating for 50-60 pieces -

- Marching Band can march across the flight deck, through the audience,



perform a patriotic opener (with vocals), National Anthem, march off.  
Can include some 1940's selections, as well as naval and patriotic selections.

Would require a run-through at location.

- Big Band: Perform 1940's selections, with vocals. May be able to get some local swing dancers, put them in period uniforms/costumes for a number or two as well as National Anthem, any ceremonial selections as well.

- Concert Band: Similar to CINCPACFLT change of command. Same type of music. Limited literature due to size and instrumentation. Very equipment and space intensive.

- Staging: Since we're planning so far out, please allow for sufficient space on the flight deck for whatever scenario that's decided upon.

- Band sound system: Can bring their own or use Disney's system.

E.19 - Joint Color Guard set if needed.

E.20 - Static display aircraft availability - F/A-18, S-3, F-14, P-40 Warhawk, B-25??? and location for display.

E.21 - Hangar/Reception area:

- Toilets/Incl. Handicapped
- Tables/seating
- Food/Service
- Trash receptacles and clean-up
- Power requirements
- Entertainment/Music.

F. - Preliminary guest list of military DV/guest list w/numbers:  
Person - Proposed Number of Seats (SWAG??)

POTUS or V-POTUS - 20+

SECDEF (new) - 20

\*\* - Secretary and Mrs. Cohen - 4

OASD (PA) Staff - 8 - Mr. Bacon, RADM Quigley, Mr. Strub and guests

SECNAV - 10 - SECNAV, Mrs, staff and local guests

CNO - 10 - CNO/Mrs. and guests.

CINCPAC - 4 - family/guests

DEP USCINCPAC - 4 family/guests

CINCPACFLT - 4/ family

CINCPACFLT Guests:

- Senator Max Cleland, (R-GA) (4)

- ADM and Mrs. Ron Zlatoper, USN (ret) (2)

DEP CINCPACFLT - 2

Fleet Master Chief - 2

CHINFO - 2 - RADM Pietropaoli

Reserve CHINFO - 2 - RADM Wells

Commandant of USMC - 4

MARFORPAC - 4 - family/guests

COMNAVAIRPAC - 2 - Runs the carrier

SEC AF - 4 " "

COS AF - 4 " "

PACAF - 4 " "

SEC Army - 4

COS Army (Hawaii Native) - 4

ARMY PAC - 4 " "

SEC Transportation - 4

Commandant of USCG - 4

USCG PAC - 4



CNR Hawaii - 4  
RADM Townes - 4 (Former CNR Hawaii Commander)  
CO NAVSTA Pearl Harbor - 4  
STENNIS BATTLEGROUP Commander - 4  
CO STENNIS - 4  
XO STENNIS - 4  
CMC STENNIS - 4  
STENNIS CREW (1st showing) - 50-100 remainder of crew will see the movie the next day  
SUBPAC - 4  
Hawaii based Navy Flags - 20  
Naval History Center - 4  
NAVINFO LA - 4  
CPF PAO - CDR Cole - 4  
? Retired Flags/Navy League Leaders - 50 - Or possible second night guests  
- Military Personnel Who Supported Hawaii Filming - 50-100 (PWC, Inactive Ships, Port Ops, Air Ops, Legal. Etc.)  
\* Total So Far - 376-426  
Veterans - PH Survivors and Doolittle Raiders / Family (300, 500 or ???)

Others:

Senators and Congressmen (Inouye, Akaka, Abercrombie and Mink) - 20?  
\*\* New-Senator Max Cleland (D-GA) asked ADM Fargo if he could attend. Sen Cleland lost both legs and an arm in Vietnam.  
Governor Cayetano, LT Governor Hirono and Mayor Harris - 10-20  
Hawaii State Film Reps - 4 ?  
Secretary of the Interior, Director National Park Service and USS ARIZONA  
Memorial Superintendent Kathy Billings - 20-30  
Battleship Missouri Association - 10-20 or USS BOWFIN Submarine Memorial  
Director?  
Fish and Wildlife, FAA, Etc - 10-20  
Media leadership - 20  
A Local Kahuna for a Hawaiian Blessing - 4 ?

\* Disney guests:

Studio Head / Guests / Staff (Mr. and Mrs. Cook, Mr. Hendricks, \_\_\_\_)  
Producer / Guests / Staff (Mr. Bruckheimer, \_\_\_\_)  
Director / Asst Directors / Guests / Staff (Mr. Bay, \_\_\_\_)  
Actors / Guests / Staff - (Mr. Affleck, Gooding, Jr, Hartnet, \_\_\_\_)  
Camera - Sound - Lighting  
Special FX -  
Wardrobe - Costumes  
Make-Up -  
Publicists -  
Media Reps -  
Casting -  
Others -

G. Next meeting: TBD

POINTS OF CONTACT:



H. - Disney/Buena Vista/Big Ship Team

Lylle Brier - Sr. VP Worldwide Special Events  
Heidi Trotta - Sr. VP Publicity  
Gabriela Gutentag - Publicity Big Ship Productions  
Bob Gault - VP Special Events Operations  
Rick Buche' - VP Special Events Production  
Sean Glenn - Director Technical and Production Services  
Dennis Jones - Manager Special Projects Operations

I. - Navy Team:

I.1 - Navy Information Office Los Angeles -  
CDR Bob Anderson - Director NAVINFOLA  
LT Melissa Sherman - DoD Project Officer "PEARL HARBOR"  
Captain Jill Votaw - CO of NAVINFO LA Reserve Unit

I.2 - U.S. Pacific Fleet/Naval Region Hawaii  
Capt Kevin Wensing - PAO  
CDR Bruce Cole - Deputy Fleet PAO (will relieve Capt Wensing)  
CDR Dave Koontz - AIRPAC PAO - (CDR Jack Papp will relieve this winter)  
LT Shirl LaRoche - Protocol Officer  
- LCDR Jane Campbell and Mrs. Agnes Tauyan (CDR Rod Gibbons transfers  
in  
October)  
- Port Operations  
- PWC  
- LT Ralph Barrett Director, Pacific Fleet Band (808)474-4151 ex 14 -  
barretrg@cpf.navy.mil

I.3 - USS JOHN C. STENNIS Team:  
- Captain Gallagher, Commanding Officer  
- Capt Branch, Executive Officer  
- CDR Gonzales, Chief Engineer  
- LT Peppler, PAO

- You can call me at 808-471-3766, or cell 808-478-7383 or e-mail.  
- More items to be identified as we work it.

V/resp,  
Kevin Wensing  
Captain USN  
CINCPACFLT N00PA  
250 Makalapa Drive  
Pearl Harbor, HI 96860-3131  
wensinkm@cpf.navy.mil  
<http://www.cpf.navy.mil>  
Tel 808-471-3766  
Fax 808-422-0771  
Cel 808-478-7383

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17 Oct, 2000

## 13 Oct Disney Mtg Discussion DRAFT

"PEARL HARBOR" is the biggest film supported by DOD in more than 20 years and it is the most expensive movie ever budgeted by Hollywood at \$145 million.

2001 is also the 60th anniversary of WW II and the attack on Pearl Harbor.

Disney will pay the expenses for premiere set up, arrangements, reception, etc. It is the biggest worldwide premiere ever planned by Disney.

### Logistics:

Will need 1-2 days to on-load. Up to 20 tractor trailer trucks of heavy steel plus 2-3 aircraft. Coordinate with Logistics and Handler LT Sands, the Handler, is designated as Load Master for on-load and stowage of Disney gear.

### Engineering:

Power. 220 VAC may be too much (flight deck --- 2000 Amps, hangar bay -- 1200 Amps. Will need multiples of 400 or 800 Amps.) May need transformer to bring to right flavor. Currently there is no power avail on pier. Look into acquiring generator. Will work on points of origin to provide cable distribution to both decks.

### Elevators:

L2 will be brow for guest, L1 will move people up. Will not secure brow during show. Also considering the possibility of leaving L2 in up position and bringing people into Hangar Bay Two with a longer brow. This will accommodate current Disney flight deck layout.

### Public Affairs:

PAO provide Disney/CPF with list of HODs/PA/ CPOs /POCs for cross-pollination with Disney people, particularly Mike Murphy and Sean Glenn (Director Technical and Production Services), who will coordinate stage & production set up.

Expecting major press interest. Currently estimate 300-350 domestic and regional outlets, as well as international media. 200 radio stations expected, with no less than 50 live remote "booths" being provided on flightdeck (ringing the bow at cats 1 & 2) for remote feeds.

Good Morning America (GMA) will need to set up on 13May to ensure they are ready to go live on 14May. Ship may still be enroute to Hawaii. COS suggested that GMA fly out and broadcast from ship. May not be viable to uplink to their satellite. Disney adding this to options list.



Request to bring JCS to Pearl Harbor 3 days early. Sun 13, to allow 5-days live coverage of Good Morning America/Today/Regis Philbin. To accommodate significant time difference, shows will go "live to tape" and playback on-air at proper time.

Expect high volume of requests for hometown and premiere related interview subjects to satisfy media needs. A concise interview sked for all interviews will be developed. Disney asks ship support in identifying hometown Sailors, once hometown radio outlets are identified.

Disney requests that on P-day (Premiere day), we have tour guides available for those DVs who'd like to see a little of the ship. Suggest Flightdeck, bridge, CDC (pre-reception) and Flightdeck, CDC (reception).

CPF & Disney are looking at possibly decorating Hangar Bay with enlarged CVN photos. PAO and Photo Lab will select appropriate views for submission to CPF to be enlarged.

Radio hometown broadcasts will require outside assistance to provide at least 50 commercial lines and uplink capabilities.

Disney requests that Navy provide media with "Carrier 101" tour and information to put locale "in context."

#### FIRST LT

Both sides of the ship need to be painted out prior to Hawaii.

#### JCS QOL issues:

Request to hire ship's force personnel for heavy lifting and setup tabled by CO to be discussed off-line.

Disney has authorized a private screening for JCS families sometime after return from Hawaii.

#### Future Scheduling:

Nov—next Disney mtg. Possibility of going up to Burbank. Can be coupled with tour of studio.

Jan/Feb Disney to come aboard and answer questions to crew and family. CO offered to bring Disney on during first underway following PIA to do "Disney Call" on SITE TV.

April U/W. Disney can ride with ship and get first hand experience.

#### Additional Information:



Fly by during show by F/A-18s or Hawaii Air National Guard being discussed.

Fireworks display after show from Ford Island or barge.

**Sun and Moon data**

From Naval Observatory website [http://aa.usno.navy.mil/AA/data/docs/RS\\_OneDay.html](http://aa.usno.navy.mil/AA/data/docs/RS_OneDay.html)

- Info on 21 May (pasted below) - [http://mach.usno.navy.mil/cgi-bin/aa\\_pap](http://mach.usno.navy.mil/cgi-bin/aa_pap)

**U.S. Naval Observatory - Astronomical Applications Department**

**Sun and Moon Data for One Day**

The following information is provided for Honolulu, Honolulu County, Hawaii  
(longitude W157.8, latitude N21.3):

**Monday 21 May 2001 Hawaii-Aleutian Standard Time**

**SUN**

Begin civil twilight 5:27 a.m.

Sunrise 5:51 a.m.

Sun transit 12:28 p.m.

**Sunset 7:05 p.m.**

End civil twilight 7:29 p.m.

**MOON**

day Moonset 5:08 p.m. on preceding

Moonrise 5:00 a.m.

Moon transit 11:30 a.m.

**Moonset 6:04 p.m.**

day Moonrise 5:42 a.m. on following

**Phase of the Moon on 21 May: waning crescent with 2% of the Moon's visible disk illuminated.**

New Moon on 22 May 2001 at 4:47 p.m. (Hawaii-Aleutian Standard Time).



Department of Defense:  
Philip Strub, Liaison Officer  
Lt Melissa Schuermann, USN, Project Officer

United States Navy:

Admiral T.B. Fargo, USN, Commander-in-Chief, U.S. Pacific Fleet

Pacific Fleet Public Affairs  
Captain Kevin M. Wensing, USN  
Commander Bruce A. Cole, USN

Naval Historical Center  
Mr. Jack Green, Historical Advisor

The men and women of :

Naval Inactive Ships Maintenance Facility Pearl Harbor  
Navy Region Hawaii  
Naval Station Pearl Harbor  
Pearl Harbor Naval Shipyard  
Naval Station Ford Island  
Ford Island and Hospital Point  
Navy Family Housing Community Associations \*  
Naval Facilities Engineering Command, Pacific Command \*  
Public Works Center Pearl Harbor \*  
Defense Reutilization and Maintenance Office \*  
Afloat Training Group Middle Pacific \*  
Patrol Reconnaissance Force Pacific \*  
Naval Submarine Training Center Pacific \*  
Submarine Training Wing Pacific \*  
Pacific Missile Range Facility \*  
Naval Sea Systems Command \*  
Naval Inactive Fleet, Norfolk \*  
Naval Air Force, U.S. Pacific Fleet  
North Island Naval Air Station, San Diego \*  
Commander, Navy Region Southwest \*  
Fleet Imaging Command, San Diego \*  
Naval Base Ventura County \*  
Construction Battalion Center, Port Hueneme  
Naval Air Weapons Center, Pt Mugu  
Commanding Officer and crew of the USS Constellation (CV-64)

Chief Of Information, Washington , D.C.  
Navy Office of Information West, Los Angeles

United State Army:



U.S. Army Office of the Chief of Public Affairs, Los Angeles Branch  
MAJ Benjamin C. Frazier, U.S. Army Project Officer

The men and women of U.S. Army Pacific

25th Infantry Division Light

Fort Schafter

Wheeler Army Airfield

Hawaii National Guard

Fort Rucker

United States Air Force:

Los Angeles Office, Secretary of the Air Force Public Affairs

Charles E. Davis, U.S. Air Force Technical Advisor

Dr. Richard G. Davis, Senior Historian, U.S. Air Force History Office

The men and women of

Headquarters Pacific Air Forces

15th Air Base Wing

Hickam Air Force Base, Hawaii



Strub, Philip, CIV, OASD/PA

From: Schwenter, Donna-Grace, Ms., CHINFO  
Sent: Thursday, October 26, 2000 1:09 PM  
To: 'directorbob@earthlink.com'; Strub, Philip, CIV, OASD/PA  
Subject: FW: PEARL HARBOR MOVIE PREMIERE - MEETINGS

FYI.  
D-G

-----Original Message-----

From: Schwenter, Donna-Grace  
Sent: Thursday, October 26, 2000 11:54 AM  
To: 'Trotta, Heidi'  
Subject: RE: PEARL HARBOR MOVIE PREMIERE - MEETINGS

Heidi, would you please add Phil Strub of Sec. of Defense office, and Bob Anderson, Navy Office of Information, LA, on distro for all msgs. If you need their Email addresses, I have them. Any questions, please feel free to call.  
Donna-Grace Schwenter  
Navy Office of Information  
The Pentagon  
Spec. Asst. for Field Activities  
703-697-5342

-----Original Message-----

From: Trotta, Heidi [mailto:Heidi.Trotta@disney.com]  
Sent: Thursday, October 26, 2000 10:36 AM  
To: 'PEPPLER, C. LT'; Trotta, Heidi; 'GGUTE1@aol.com'; 'Donna-Grace Schwenter'; Breier, Lylle  
Cc: Glen, Sean; Buche, Rick; Murphy, Michael; Gault, Bob  
Subject: RE: PEARL HARBOR MOVIE PREMIERE - MEETINGS

In addition: under Public Affairs -- perhaps in the second paragraph or adding a new third paragraph --

Disney requests a list of military press to be included in their interview rotation schedule. This will enable the press to have access to filmmakers, talent, etc.

also under Public Affairs - paragraph 3 if we can change to -- Good Morning American (GMA) or The Today Show will need to set up on .... (next sentence) - COS suggested that GMA or The Today Show fly out....

Thank you.

> -----

> From: Breier, Lylle  
> Sent: Wednesday, October 25, 2000 3:58 PM  
> To: 'PEPPLER, C. LT'; Trotta, Heidi; 'GGUTE1@aol.com'; 'Donna-Grace Schwenter'  
> Cc: Glen, Sean; Buche, Rick; Murphy, Michael; Gault, Bob  
> Subject: RE: PEARL HARBOR MOVIE PREMIERE - MEETINGS

>

>

> Great, thanks. Here's my suggestion for the opening paragraph:

>

> "Pearl Harbor" is the biggest film supported by DOD in more than 20 years.

> 2001 is also the 60th anniversary of WWII and the attack on Pearl Harbor.

> The World Premiere will take place on Monday, May 21, on the flight deck

> of

> the USS John C. Stennis. The Stennis will also be the location for a

> world

> wide press junket. This will be the most publicized premiere in motion



> picture history.

>

>

>

> -----Original Message-----

> From: PEPPLER, C. LT [mailto:pepplerc@stennis.navy.mil]

> Sent: Wednesday, October 25, 2000 12:53 PM

> To: Breier, Lylle; PEPPLER, C. LT; Trotta, Heidi; 'GGUTE1@aol.com';

> 'Donna-Grace Schwenter'

> Cc: Glen, Sean; Buche, Rick; Murphy, Michael

> Subject: RE: PEARL HARBOR MOVIE PREMIERE - MEETINGS

>

>

> Lylle, Pls make changes as you see fit. Would appreciate much.

> Chito

>

>> -----Original Message-----

>> From: Breier, Lylle [SMTP:Lylle.Breier@disney.com]

>> Sent: Wednesday, October 25, 2000 10:23 AM

>> To: 'PEPPLER, C. LT'; Breier, Lylle; Trotta, Heidi; 'GGUTE1@aol.com';

>> 'Donna-Grace Schwenter'

>> Cc: Glen, Sean; Buche, Rick; Murphy, Michael

>> Subject: RE: PEARL HARBOR MOVIE PREMIERE - MEETINGS

>>

>> Hi, Chito. Have these minutes gone out yet, or can we make changes  
> before

>> they are circulated?

>>

>> Thanks, I

>>

>> -----Original Message-----

>> From: PEPPLER, C. LT [mailto:pepplerc@stennis.navy.mil]

>> Sent: Wednesday, October 25, 2000 9:35 AM

>> To: Breier, Lylle; Trotta, Heidi; 'GGUTE1@aol.com'; 'Donna-Grace

>> Schwenter'

>> Cc: Glen, Sean; Buche, Rick; Murphy, Michael

>> Subject: PEARL HARBOR MOVIE PREMIERE - MEETINGS

>>

>>

>> Here is the latest minutes from the Oct 13 mtg.

>> <<13 Oct mtg minutes.doc>>

>>

>> Best Regards,

>> Chito

>> "Look Ahead"

>> LT Chito Peppler

>> Public Affairs Officer

>> USS JOHN C. STENNIS

>> FPO AP 96615-2874

>> Phone: (619) 545-3647

>> Email: pao@stennis.navy.mil

>> SPRNET: pao@stennis.navy.mil

>> Visit us at www.cvn74.navy.mil

>>

>>

>

>



## Strub, Philip, CIV, OASD/PA

---

From: Campbell, Erin, Maj, SAF/PAN  
Sent: Wednesday, November 29, 2000 12:53 PM  
To: Davis, Charles, , SAF/PAWR; 'navinfo2@earthlink.net'; Strub, Philip, CIV, OASD/PA  
Cc: Gillman, Bruce, , SAF/PAWR  
Subject: Kimmel's Restored Rank Questioned (Navy Times)

Navy Times  
December 4, 2000  
Pg. 54

### Promotion For Fleet Commander At Pearl Harbor Ignores History

By Norman Polmar

I accuse Secretary of Defense William Cohen, Secretary of the Navy Richard Danzig and Director of Naval History William Dudley of indifference to history and to facts in the name of "political correctness."

Each of these men is intelligent, well-read, and highly knowledgeable about the Navy. Yet, not one of these distinguished gentlemen publicly opposed the posthumous "awarding" of four-star rank to Rear Adm. Husband E. Kimmel, the fleet commander at Pearl Harbor during the Japanese attack on Dec. 7, 1941.

Following the attack, Kimmel was relieved of command and, as provided by law, reverted to his two-star permanent rank. Until his death in 1968, he did not request the higher rank. Subsequently, his sons and several supporters waged a campaign that tended to ignore history to play on the emotions and "political-correctness" attitudes of members of Congress and the press.

There have been nine formal government investigations of the attack. The first, a secret board of inquiry appointed by President Roosevelt 11 days after the attack, convened at Oahu, Hawaii, behind closed doors. The panel, chaired by Supreme Court Justice Owen J. Roberts, concluded that Kimmel, commander in chief of the U.S. Pacific Fleet, and Lt. Gen. Walter C. Short, commanding officer of the Army's Hawaiian Department, failed to exhibit the qualities expected of high command.

The next six investigations, under Army or Navy auspices, also were conducted secretly. Not until the war ended could concern about military security give way to a resolve to publicly air the facts about the Pearl Harbor disaster.

A joint congressional investigation in 1945-1946 produced 15,000 pages of testimony. Both the majority and minority reports again faulted Kimmel and Short. This time the reasons were specific: The admiral and general failed to heed the warnings sent to them from Washington; they failed to alert their forces properly; they did not coordinate what defenses they did mount; they did not employ their personnel and equipment as well as they should have in anticipating the attack or in defending against it. The committee concluded Kimmel and Short were not guilty of "dereliction of duty" but made "errors of judgment."

The pleas of Kimmel supporters led to a Department of Defense review in 1994-1995 conducted by Under Secretary of Defense Edwin Dorn in response to an inquiry made by Sen. Strom Thurmond, R-S.C. In the report Dorn wrote:

"I cannot conclude that Adm. Kimmel and Gen. Short were victims of unfair official actions and thus I cannot conclude that the official remedy of advancement on the retirement list in order. ... As commanders, they were accountable. Adm. Kimmel and Gen. Short suffered greatly for Pearl Harbor. They lost men for whom they were responsible. They felt that too much blame was placed on them. Their children and grandchildren continue to be haunted by it all. For all this, there can be sadness. But there can be no official remedy."



Many government officials have spoken out against promoting Kimmel and Short. In 1988, Chief of Naval Operations Adm. Carlisle Trost stated the lack of a promotion for the commanders "may simply be an affirmation that, in terms of accountability, there is a vast difference between a degree of fault which does not warrant punitive action and a level of performance which would warrant bestowal of a privilege." In 1991, both Secretary of Defense Dick Cheney and Secretary of the Navy Lawrence Garrett reviewed information provided by the Kimmel family and concluded "the promotion process is not the way to address the issue place in history."

Secretary of Defense William J. Perry said in 1994 that Kimmel should not be promoted, citing "society's legitimate interest in the finality of official actions."

But on April 15, 1999, Sen. Bill Roth, R-Del., introduced a joint resolution requesting President Clinton to advance Kimmel on the retired list to the four-star rank he held at the time of the attack.

Although that resolution failed to become law, on Oct. 7, 1999, Reps. John Spratt, D-S.C., Floyd Spence, R-S.C., and Ike Skelton, D-Mo., introduced a House bill to promote Kimmel and Short. This bill has survived.

Throughout these efforts, Cohen, Danzig and Dudley allowed this quest for political correctness and "forgiveness" to override history and fact.

Norman Polmar is a naval historian and analyst.

Erin E. Campbell, Major, USAF  
Entertainment Liaison  
10880 Wilshire Blvd, Ste 1240  
Los Angeles, CA 90024  
Phone (310) 235-7524  
FAX (310) 235-7500





# Walt Disney Motion Pictures Group, Inc.

Richard W. Cook  
Chairman

November 17, 2000

The Honorable Kenneth Bacon  
Assistant Secretary of Defense Public Affairs  
OASD (Public Affairs)  
1400 Defense Pentagon, Room 2E800  
Washington, DC 20301-1400

Dear Mr. Bacon,

On behalf of Walt Disney Company I'd like to thank you for the exceptional support provided by the Department of Defense and each branch of the armed forces as we have worked together to bring the film "PEARL HARBOR" to the American people for the 60th anniversary of the 1941 attack on Pearl Harbor. We are now in the planning phase for the film's world premiere and look forward to continuing our excellent working relationship with our military services.

I have discussed the plan of holding the premiere in Pearl Harbor, Hawaii, 21 May 2001, on the flightdeck of USS JOHN C. STENNIS with Secretary Cohen and Admiral Tom Fargo, Commander-in-Chief U.S. Pacific Fleet. Both are very supportive of this plan as an appropriate tribute to the veterans of the attack on Pearl Harbor, and as a wonderful opportunity to showcase today's military for the tremendous collection of media who will be on hand for the premiere.

Preliminary meetings with Mr. Phil Stub, Admiral Fargo, his staff and the USS JOHN C. STENNIS Battle Group Commander and Commanding Officer have gone well with the spirit of teamwork that was prevalent in the production of the film carrying over to the premiere planning. We understand that the crew of JOHN C. STENNIS is very excited about the possibility of participating in this unique premiere, as are the people of Hawaii and the National Park Service.

Our plans call for holding a world-class opening for "PEARL HARBOR" in Hawaii on 21 May followed by a special screening for military personnel and local guests in Hawaii on 22 May as well as a smaller screening in Washington DC on a date to be determined prior to the film's debut on 25 May. We will naturally include a large number of Pearl Harbor and Doolittle Raid survivors in these events especially at the principle event in Hawaii. Our intention is to invite the President as well as Congressional and military leaders from Washington and Hawaii, veterans and present-day service members to join a number of Hollywood and Hawaii guests, totaling approximately 2,000. The 22 May screening in Hawaii will be held for our military friends and hosts and others in Hawaii who assisted in the production of the film.



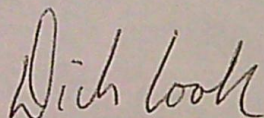
The world premiere in Hawaii will provide unprecedented positive global media coverage for the U.S. armed forces with some 500-600 international media representatives expected to attend. Major U.S. media who have expressed interest in providing live weeklong coverage include "Good Morning America," "Live with Regis" and "The View" with Barbara Walters. Naturally we will fully integrate military journalists, providing them with an opportunity to tell America and the world about our armed forces and their noble tradition of service.

Disney will bear the costs of the events associated with the premiere ranging from the staging and seating to decorations and fireworks to food service and parking, while working closely with the Navy to avoid conflicting with shipboard training or the quality of life the crew normally enjoys. We believe our working relationship will be well within the standards for governmental relations with non-federal entities. To avoid any appearance of impropriety or preferential treatment, we would greatly appreciate confirmation of the Department of Defense's continued support for the premiere as we finalize our plans.

The Walt Disney Company and cast and crew of "PEARL HARBOR" look forward to working with the armed forces to make this world premiere a suitable tribute to the heroes of December 7th 1941 and all those who sacrificed in service to our nation during World War II.

I invite your staff to contact either me or Lylle Breier, Senior Vice President Worldwide Special Events, to discuss the details or concerns and to outline any requirements we should address.

Sincerely,



Dick Cook

DC/cp

Cc: Admiral Thomas Fargo  
Rear Admiral Stephen Pietropaoli



**Strub, Philip, CIV, OASD/PA**

---

**From:** Green.Jack [Green.Jack@nhc.navy.mil]  
**Sent:** Thursday, January 04, 2001 3:35 PM  
**To:** 'LT Melissa Schuermann, USN'  
**Cc:** Strub, Philip, CIV, OASD/PA  
**Subject:** I spoke with Mikael Bay today

Mel:

For your info: Michael Bay phoned me about 1345 today. They have done some rough cut screenings to test audiences and they have run into two problems. The audiences like ADM Kimmel and want to see more of him. They are also confused as to where the air bases, radar, and other installations are in relation to the Navy Yard/Ford Island.

Michael would like to insert a scene where ADM Kimmel is being briefed with a map on this subject. He does not want General Short to brief the ADM because he does not want to introduce any new characters (This is fine because a major criticism of Short and Kimmel is that they did not talk to each other about the defense of the fleet at Pearl Harbor, the Army's primary responsibility in Hawaii.)

ADM Bloch, the Commandant of the 14th Naval District, was the Navy's equivalent to GEN Short. He had a young LTJG on his staff who was the Naval Liaison with the Army. Gordon Prange tried to find this JG to try to find out what he knew about the Army's plans, and what his superiors (Bloch/Kimmel) where told of these plans. Prange didn't find him, and so we do not know if Bloch/Kimmel were ever informed "second hand" of the Army's assets and plans in Hawaii.

That being said, I recommended to Michael Bay that he have a scene where a junior Naval officer (the "Army liaison officer") is map briefing ADM Kimmel in his office on the Army's basic facilities and plans on Oahu. This may have happened, and would accomplish what Michael wants to do. He asked me if I could fax him a map showing these installations, and I said sure.

Bay was also interested in how ADM Kimmel would react to radar. Radar was brand new and had just arrived on the island. There was a severe shortage of spare tubes, parts, and trained personnel. In fact, the Navy lent the Army some of their scarce (only a few ships had radar in 1941) trained radar personnel to help with the needed training. In order to conserve his radars, GEN Short only operated them from 0400 to 0700. This was the time the Army felt the island was most vulnerable. In addition, both Short and Kimmel did not really appreciate what radar could do for them, and were a bit indifferent to it. Unlike today, when we are constantly bombarded with new technology, in 1941 new technologies were often not readily accepted by many senior officers.

I also was called by Michael's administrative assistant asking if I would prof-read the movie's tie-in book; which I gladly volunteered to do. The author, who is in New York, will be contacting me shortly.

Last month there were 5,180 "hits" on the Pearl Harbor section of the Naval Historical Center's website, more than any other in the history of our site. The interest in Pearl Harbor, both the movie and historical event, is very large and getting bigger all the time.

Jack A. Green  
Naval Historical Center



file cy.



ASSISTANT SECRETARY OF DEFENSE

WASHINGTON, D.C. 20301-1400

PUBLIC AFFAIRS

14 DEC 2000

Mr. Richard W. Cook  
Chairman  
Walt Disney Motion Picture Group, Inc.  
The Walt Disney Company  
500 South Buena Vista Street  
Burbank, CA 91521-0303

Dear Mr. Cook:

I'm replying to your November 17 letter, regarding plans for the premiere of the feature motion picture, "Pearl Harbor." I am glad to know these have been developed in cooperation with my staff and representatives from the Military Services, in particular the Commander-in-Chief, U.S. Pacific Fleet.

As I understand it, the plan provides that:

- The world premiere will be held on the flight deck of USS John C. Stennis while the ship is in port at Pearl Harbor, Hawaii, on May 21, 2001.
- Disney will invite approximately 2,000 guests, to include celebrities, news media, military veterans, active military personnel, and senior government officials.
- To accommodate the many military and civilian people in Hawaii and elsewhere who were involved in the production, Disney will follow the May 21 screening with a screening in Hawaii and in Washington, DC. These are courtesy screenings, not mini-premieres.
- Disney will bear the costs of the events associated with the premiere and subsequent courtesy screenings, and that your events will not interfere with the ship's operations and training schedules.

All of us in the Department of Defense look forward to the premiere as a unique opportunity to focus wide public attention on the contributions of military men and women, both those who served with such distinction in the Pacific theater during World War II, and those currently in uniform. My point of contact is Mr. Phil Strub, Special Assistant for Entertainment Media, with whom you are already acquainted. He can be reached at (703) 695-2936.

Sincerely,

Kenneth H. Bacon  
Assistant Secretary of Defense  
for Public Affairs

cc:  
USCINCPACFLT  
SAPA  
CHINFO  
SAF-PA  
HQMC-PA



# BOMBS AWAY

*Will WWII film live in infamy?*

By Matt Brunson

**P**earl Harbor is basically *From Here to Eternity* for teens: Instead of Burt Lancaster and Deborah Kerr making out on the beach as whitecaps gently roll over them, we get Ben Affleck and Kate Beckinsale marking time as purple prose threatens to bury them.

But let's not stop there. *Pearl Harbor* strives to be *Titanic* without the iceberg, *Independence Day* without aliens and *Top Gun* without Anthony Edwards (though there is a pilot called Goose, which was Edwards' nickname in that 1986 blockbuster).

Most importantly, it's *Saving Private Ryan* without the emotional connection. Unlike that Steven Spielberg masterpiece, which fell into the "War Is Hell" column of combat films, *Pearl Harbor* is more in the "War Is Swell" category, combining the lip-sync jingoism of John Wayne's *The Green Berets* with the video game razzle-dazzle of *Top Gun*. It's not that *Pearl Harbor* is awful; it's just awfully impersonal.

You can see this film's fingerprints all over the *Titanic* videocassette. The decision by producer Jerry Bruckheimer (*Top Gun*, *Con Air*) and director Michael Bay to cast this film with young stars like Affleck and Josh Hartnett (a contrasting grizzled actors in WWII flicks of yore) smacks of being as much a commercial move as James Cameron's decision to place teen heartthrob Leonardo DiCaprio in of *Titanic* (a gamble that worked a lot better). The end credit title song, an anachronistic ballad called "There You'll Be," is so terrible it should have been bleated by *Titanic* singer Celine Dion (instead, it's sung by Faith Hill). And in a direct steal of *Titanic*'s money shot — the sequence where the ship sinks into the icy waters vertically, as passengers do their best to hold on — one of the vessels destroyed during this film's reenactment of the devastating events of December 7, 1941, also slips below the surface in exactly the same manner.

Bruckheimer, Bay and screenwriter Randall Wallace (*Braveheart*) can ape *Titanic* all they like, but *Pearl Harbor* is no *Titanic*. That box-office behemoth had its own share of problems (don't get me started on Billy Zane's laughable villain), but nobody could fault the lovebirds wonderfully played by DiCaprio and Kate Winslet. Their characterizations — and their chemistry — were a huge part of that film's success and that integral ingredient is lacking in *Pearl Harbor*. Instead, we get three cardboard cutouts as our protagonists: Affleck and Hartnett as two best buddies and Beckinsale as the woman they love. It's that familiar "love triangle" plot device that's so old, it makes *Beowulf* seem as contemporary as the latest online Stephen King yarn, yet rarely has a movie presented this storyline in such an insipid manner.

Affleck's character, dashing pilot Rafe McCawley and Beckinsale's character, pretty nurse Evelyn Johnson, love each other sooo much that nothing, not even death or a



Yet another movie about WWII, this time it's *Pearl Harbor*

prenuptial agreement could taint their devotion to each other. But, Rafe is killed while fighting for the British cause in Europe and it's not long before Evelyn is making whoopee with Hartnett's character, dashing pilot Danny Walker. So much for eternal love.

Am I ruining anything by stating that Rafe isn't really dead? (C'mon, people, he is played by Ben Affleck!) Rafe turns up in Hawaii just in time to learn he's been discarded by the two people closest to him — with friends like these, who needs the Axis powers? But all matters pertaining to puppy love are immediately placed on the backburner when all those Japanese planes arrive swarming over Pearl Harbor.

It takes well over an hour before we get to the surprise attack and although I'd be lying if I said it was worth the wait, there's no denying that this lengthy set-piece is the movie's high point — at least from a technical standpoint. Computer-generated effects, so poorly done in *Driven* and *The Mummy Returns*, are spectacular here and Bay and cinematographer John Schwartzman manage to come up with a number of eye-popping shots. But again, because there's nobody to get behind — even the sudden inclusion of a real-life character, an African-American cook (Cuba Gooding Jr.) who becomes a hero, seems like a narrative afterthought — it's hard to view all the chaos as anything more than what it is: a big-budget Hollywood spectacle trying to pass itself off as something relevant.

Among the few veterans (actors, not soldiers) in the cast, we have Alec Baldwin as Col. Jimmy Doolittle (previously played by Spencer Tracy in 1944's *Thirty Seconds Over Tokyo*), Dan Aykroyd as the captain in charge of decoding intercepted Japanese messages and Jon Voight as President Franklin Delano Roosevelt. Voight figures in the movie's most absurd scene, the moment where FDR stands up long enough to make a point about American dominance.

For the record, this is immediately followed by a sequence in which Helen Keller regains her eyesight just long enough to watch Lou Gehrig climb out of his death bed and belt one out of Yankee Stadium for old times' sake. ▲

*Pearl Harbor* is now showing in area theaters



FILM REVIEW

# War Is Hell, but Very Pretty

By A. O. SCOTT

The Japanese sneak attack on Pearl Harbor that brought the United States into World War II has inspired a splendid movie, full of vivid performances and unforgettable scenes, a movie that uses the coming of war as a backdrop for individual stories of love, ambition, heroism and betrayal. The name of that movie is "From Here to Eternity."

"Pearl Harbor," the noisy, expensive and very long new blockbuster from Jerry Bruckheimer and Michael Bay, steals an occasional glance in the direction of "Eternity," Fred Zinnemann's durable 1953 melodrama, adapted from James Jones's sprawling best seller. A couple smooches in front of pounding Pacific surf, though they don't actually roll around in it, as did Burt Lancaster and Deborah Kerr. Military police officers break up a barroom fight. And since the movie is in ripe, lustrous

## PEARL HARBOR

color, the sun dresses and Hawaiian shirts look just fabulous. But "Pearl Harbor" has as little interest in character as it does, ultimately, in history.

For all its epic pretensions (as if epic were a matter of running time, tumescent music and earnest voice-over pronouncements), the movie works best as a bang-and-boom action picture, a loud symphony of bombardment and explosion juiced up with frantic editing and shiny computer-generated imagery. When Jon Voight appears as President Franklin D. Roosevelt, his face bloated with several pounds of prosthetic latex (and his voice bur-nished into a patrician drawl), you half expect one of those inevitable action-thriller unmaskings, in which he peels off the rubber, climbs out of the wheelchair and reveals himself to be Steven Seagal ready to lay a smackdown on the treacherous Japanese. The film's reported budget was \$135 million, which breaks down to

*Continued on Page 20*



Andrew Cooper/Touchstone Pictures

A scene from "Pearl Harbor," depicting the surprise bombardment of Hawaii by Japanese warplanes.



Mount Fuji towers in the distance, tiny. In the foreground, a massive wave crests high above it. And below that surge of water, three helpless fishing boats rush straight into the foam, crewed by sailors waylaid on their way to market. Now, thanks to a fascinating touring show recently opened at the Textile Museum, we can add a missing detail to our image of the scene: Imagine those little blue-clad figures, barely roughed in by Hokusai, as dressed in splendid works of abstract art.

"Japanese Fishermen's Coats From Awaji Island," organized by the Fowler Museum of Cultural History at UCLA and the University of Santa Barbara's art museum, shows off 22 kimono-cut robes, worn by the well-off fishermen of Japan's Inland Sea on trips to town a hundred or so years ago. (The last old-timers stopped wearing their *sashiko no donza*—small-stitched work coats—in the 1950s, and no one had sewn them for decades before that.) Lines of white stitching quilt layers of indigo-blue cotton into a heavy winter garment, and in the process give as good a dose of gorgeous

See COATS, G5, Col. 1

## 'Pearl Harbor's' Self-Inflicted Wounds

By STEPHEN HUNTER  
Washington Post Staff Writer

Since a key component of the film "Pearl Harbor" is World War II airplanes, let's find one to compare it to, as it limps toward the horizon, trailing smoke, losing altitude, more than a failure but less than a hit.

It's not the P-40B Curtis Kittyhawk its two heroes fly, a swooping, tough-skinned, powerful war machine that made up for lack of agility with strength, shrewd stewardship and two .50-caliber machine guns.

But neither is it a Japanese Zero, that deft, slick, quick-responding scourge of the Pacific skies.

No, it's a kamikaze.

Of course the kamikaze wasn't a plane per se, it was an idea, born of equal parts desperation and lunacy: any old junked-up aircraft, sent out to crash into the superstructure of an enemy vessel, under the guidance of a young man willing to give his life for his emperor. Not many got through the flak and the fighter screens, but when they did—KA-BOOM!

And that's "Pearl Harbor": an idea weirdly engineered for destruction, not merely overhyped, but clumsily constructed, unsatisfying

See PEARL, G2, Col. 1



Why so glum? When it comes to publicity photos, some bands are: Staind, Garth Brooks, LFO, Bob Dylan, members of G.O.

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ON DUTY: Affleck is a pilot and part of a love triangle

## Mission: Inconsequential

Capturing neither the agony of war nor the ecstasy of wartime romance, *Pearl Harbor* just treads water

ITS BUDGET—\$140 MILLION, NOT COUNTING the premiere last week on an aircraft carrier in Hawaii—is the biggest in human history. Its length—three hours—is properly epic. Its central sequence—the infamous Japanese attack on Pearl Harbor—is an excellent orchestration of today's best and brightest special effects. The net result of this mighty effort is perhaps predictable: near total inconsequence.

Notice, please, that we didn't say *Pearl Harbor* is a totally terrible movie. It is watchable in a dim, beclouded sort of way. But one rather thinks that a film trying to recapture the romantic raptures and ruptures people suffered as World War II shattered their normality needs to impart a sense of their desperation as tragic possibility suddenly loomed in their lives.

This, though, is precisely what this carefully oiled and polished machine lacks. Its problem lies principally, but not exclusively, with its love story. The movie's makers—producer Jerry Bruckheimer, director Michael Bay and writer Randall Wallace—looked unashamedly at *Titanic* and found its heated romance the perfect device to narrow the distance between a great historical happening and today's essentially antihistorical audience. *Pearl Harbor* thus spends a lot of time with Rafe McCawley (Ben Affleck) and Danny Walker (Josh Hartnett), boyhood pals who grow up to be hot pilots falling in love with the same woman, a Navy nurse named Evelyn Johnson (Kate Beckinsale). Rafe is first in line, but when he goes missing and is presumed dead in the Battle of Britain, Danny, who

lands up at Pearl Harbor with Evelyn, fills in for him—rather too successfully. Evelyn is pregnant when Rafe comes back from the dead, just in time for Dec. 7.

It requires the Doolittle raid on Japan, four months later, to resolve this romantic conundrum by knocking a corner off the triangle. It requires a lot of patience for an audience to sit through the dithering. They're nice kids and all that, but they don't exactly claw madly at one another. It's as if they know that someday they're going to be part of "the Greatest Generation" and don't want to offend Tom Brokaw. Besides, megahistory and personal history never integrate here.

That leaves Cuba Gooding Jr. playing a real historical figure, Dorie Miller, for us to root for. Miller was a cook who, though untrained, manned a gun and may have shot down one or two Japanese planes. But his character is merely sketched into the narrative, and the entire assault on Pearl has a curiously abstract air about it. The bodies fly spectacularly when the *Arizona* is hit, but we don't know, thus care about, the victims.

It's possible this is a story you can't tell from the bottom up. Maybe the real Pearl Harbor tragedy took place in Tokyo and Washington—bunches of old guys sitting around talking erroneous geopolitics. They play small roles here, and you can't expect anyone to make a big-time movie about their murmured miscalculations. You do, however, have a right to the kind of high, passionate drama that's missing from this movie.

—By Richard Schickel

## C I N E M A

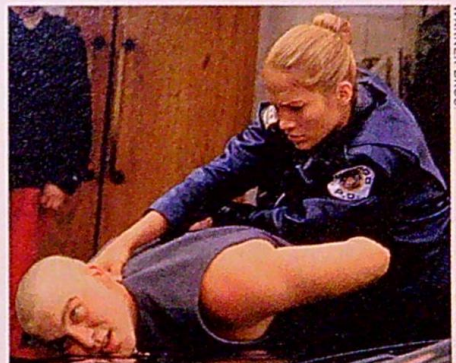
### Good Deeds

Jennifer Lopez saves a guy's life, and this movie

THE ACCIDENT IS A BAD ONE—MOTHER and child dead, the father hanging on by a thread. It is Chicago police-woman Sharon Pogue (Jennifer Lopez) who talks the guy through, gives him back his life.

Roll opening credits, let some time pass, and we discover a man known only as "Catch" (Jim Caviezel) roaming the city's mean streets, doing good deeds, one of which consists of saving Sharon's life during a shoot-out. You know, of course, that he is the grieving accident victim, atoning for the beloved lives he thinks he has carelessly wasted. You can guess, can't you, that fate means they will fall in love—especially since Sharon's relationship with her family (father, mother, wife-beating brother) is as fractious as her would-be lover's was idyllic.

What you probably will never guess is that *Angel Eyes* is better than the plot



INTENSE: This cop is both tough and tender

makes it sound. Partly that's because the director, Luis Mandoki, who made the ghastly *Message in a Bottle*, balances the movie's sentiment with a good, tough view of a cop's life both on the job and (especially) off duty. He's good with the hard kidding in bars and junk-food emporiums. Mostly, though, the movie works because Lopez gives such a terrific performance. She's a vulnerable hard-ass, lonesome but damned if she'll admit it, forgiving in some relationships, unforgiving in others.

It's an intense, complex performance in unexpected circumstances. If it's occasionally undercut by a script that sometimes speaks when it should shut up, and by excessive recessiveness on Caviezel's part, it is still very much worth checking out. —R.S.



[ The Washington Post ]

**Inside**

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- 5 Networks' low diversity grades
- 6 Style Plus: *Tell Me About It*
- 11 KidsPost: *Wizards score big*

# Style

FRIDAY, MAY 25, 2001



BY ANDREW COOPER—TOULOUSE PICTURES AND JERRY BRUCKHEIMER FILMS VIA REUTERS

**Movies**

## Day of Infamy

## The Switch That Turned a City On

Holiday Plans Are All but Forgotten As Washington Buzzes About Senate

By ROXANNE ROBERTS  
Washington Post Staff Writer

Sen. Richard Lugar walked quietly through the subterranean tunnels of the Capitol. Looking at the Indiana Republican, you'd never know that he was about to lose his seat as chairman of the Senate's agriculture committee, or that his party had suffered a "devastating surprise." His manner was utterly calm.

After 25 years in Washington, there's not much he hasn't seen. But yesterday Lugar, like most everybody else in this town, was at a loss to explain why Sen. James Jeffords of Vermont abandoned not just the Republican Party but colleagues and friends he'd worked with for years.

"He had to know he was doing something very damaging to dear friends," said Lugar, sound-

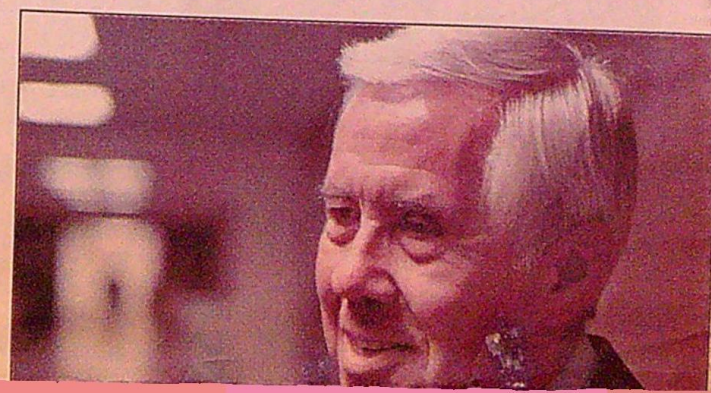
ing genuinely baffled. "How to deconstruct that in human terms, I don't know."

Friendship, honor, ego, anger, betrayal—the temptation to quote Shakespeare is great. Historians will spend years deconstructing the reasons Jeffords switched parties and rewrote political history. Partisans will wag fingers and pontificate.

"I'm very sorry he made that decision," Lugar concluded. "I'm sorry for him, and I'm sorry for the country."

For all the coming upheaval, Capitol Hill was deceptively serene yesterday. The sun shone on a flawless spring afternoon as tourists trekked about with their neon fanny packs and impossibly young staffers ate lunch on the well-tended lawns. Messengers

See BUZZ, C6, Col. 1







BY ANDREW COOPER—TOUCHSTONE PICTURES AND JERRY BRUCKHEIMER FILMS VIA REUTERS

## Movies

# Day of Infamy

'Pearl Harbor' Revives '40s War Movie Moves To Evoke the Morning That Changed Everything

By STEPHEN HUNTER  
Washington Post Staff Writer

"Pearl Harbor" is definitely about December 7, 1941, but it is not of December 7, 1941. It's not even really of our age, either. It has more of the feel of a film from, roughly, mid-war.

That's because it's not just a generic World War II movie, but a specific kind. In tone and mood, it does not belong to the first wave of bitter agitprop, those encomiums to genocide like "Bataan" and "Air Force" in which the Japanese were a monkey-race to be exterminated without mercy. But neither is it a post-Bulge, post-Iwo late-war movie, exhausted, sacrifice-numbered and confidence-shattered so that the war was no longer a crusade but had become an ordeal.

Rather, it's from that weird mid-war period where romantic idealization was still possible, but tempered by an awareness of the depth and breadth of the struggle. The movies were no longer furious and racist; they had become passionate examinations of the emotional conflict between love and duty. The greatest of these films, of course, was "Casablanca," whose low-tech plot is subtly echoed underneath all the high-tech frenzy of "Pearl Harbor." And that is one reason why, until a disappointing tailspin in the last hour (of three), "Pearl Harbor" is the best piece of popular entertainment to come along in years, for my money a much better heartbreaker, thrillmaker and tear-tweaker than "Titanic."

Some people—most of them professional moviegoers—

See PEARL HARBOR, C12, Col. 2



BY ANDREW COOPER—TOUCHSTONE PICTURES AND JERRY BRUCKHEIMER FILMS VIA REUTERS

Kate Beckinsale, standing at center, and fellow nurses before the attack and the heart-stopping carnage. Cuba Gooding Jr., top, finally gets out of the galley.

## 'Startup.com' Captures Shutdown

By RITA KEMPLEY  
Washington Post Staff Writer

The astute and entertaining documentary "Startup.com" catches up with recent casualties of the cyber revolution, a couple of Palm-pilots who went down in flames over Silicon Valley. They may have been in their late twenties, but they still seem like kids forming a garage band—old high school chums armed with nothing but enthusiasm, laptops and cell phones.

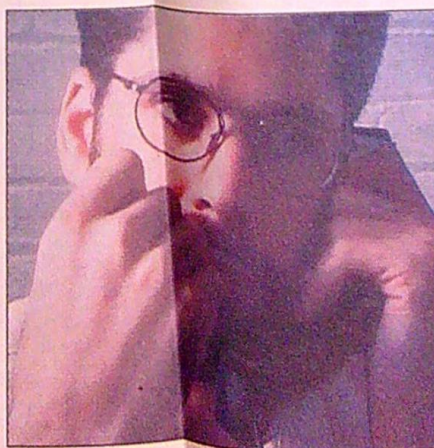
The would-be entrepreneurs came to the valley like forty-niners to Sutter's Mill. ("I

can't believe we're here!" exults one of the partners.) They were wide-eyed, dreaming of riches beyond all imagining, but they found fool's gold. It wasn't until the Nasdaq fell down and went boom that they all realized they had been living in virtual reality. But then everybody was.

As fortune would have it, the team that received an Oscar nomination for chronicling Bill Clinton's first presidential campaign in "The War Room" just happened to be filming this meltdown in the making. They had actu-

See STARTUP, C12, Col. 1

ALSO PLAYING: "The Circle," a savage indictment from Iran | Page C12



ARTISAN ENTERTAINMENT

The weakest link? Goodbye: Tom Herman was on the wrong end of the power tussle.

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See BUZZ, C6, Col. 1



BY BILL O'LEARY—THE WASHINGTON POST

Indiana's Richard Lugar will lose a Senate chairmanship because of James Jeffords's decision to quit the Republican Party.

## Right-Wing Media Turn Up the Heat On Jeffords

By HOWARD KURTZ  
Washington Post Staff Writer

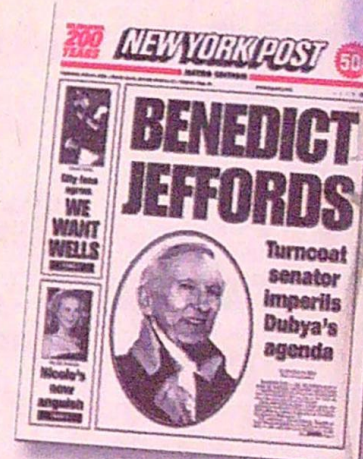
The conservative press is throwing a hissy fit over Jim Jeffords.

"A big baby," says the Wall Street Journal's online editorial page.

"A squish of the first order," says National Review's Jonah Goldberg.

"BENEDICT JEFFORDS," screams Rupert Murdoch's New York Post.

Not that anyone expected hosannas on the right for the Vermont senator whose defection has handed Senate control to the likes of Ted Kennedy and Joe Lieberman. But the level of vitriol is such that the soft-spoken 67-year-



At least one tabloid made no attempt to hide its view on Sen. Jeffords dumping the GOP.

old is being treated like Saddam Hussein.

"It's not beanbag," says columnist Robert Novak. "When a guy says he's not comfortable with his party and he upsets how many standing committee chairmen and changes the distribution of power in Washington, he's got to expect more than warm and kissy stuff."

See MEDIA, C5, Col. 1

## Essay

## The Dems' New Best Friend God Help 'Em If They Tick Him Off, Too

By GENE WEINGARTEN  
Washington Post Staff Writer

Having been given their biggest gift since Barry Goldwater decided to run on a "nuke the children" platform, Washington Democrats now face a challenge: making nice to Jim Jeffords. Every day, in every way, with cherries on top.

The formerly invisible senator from Vermont has not only sud-

lots—he has simultaneously demonstrated a skin as thin as the eggshells upon which Democrats must now walk. Don't want to hurt this guy's feelings.

President Bush did. Peeved at Jeffords for having voted against his tax package, Bush spited the senator by not inviting him to a party in the Rose Garden. Next thing you know, Democrats are measuring the majority leader's office for drapes.

It is notable that Jeffords did

## The Reliable Source

## Laura Bush, Wise Guide Through the Blackboard Jungle

By BETH BESELLE  
Washington Post Staff Writer

recruits recent college grads like me to spend two years working in public schools.

I'm a complete novice at the blackboard and pretty nervous about my career change. More I need practical advice. So who

Map Room and gave me the benefit of her wisdom.

I asked her: How do I keep my students' attention? And how do I deal with that one kid who just won't shut up?

"I might be married to one of those," she



# 'Pearl Harbor' sputters — until the Japanese show up

Ships, planes and water combust and collide in *Pearl Harbor*, but nothing else does in one of the wimpiest wartime romances ever filmed.

Producer Jerry Bruckheimer is famed for uselessly blowing up things on screen, but at least history is on his side in this \$140 million re-teaming with director Michael Bay, of *The Rock* and *Armageddon*. Two or more of *Pearl*'s three hours are sputtering spectacle, but the movie's budget is well spent on the Japanese attack — if you're not put off by a horrific historical event passed off as a summer blockbuster showpiece.

Running about 40 minutes, the recreation of the Dec. 7, 1941, mayhem does bring history to life in its portrayal of mass destruction and disorientation. The most kinetic footage comes from the enemy pilots' perspective, including shots from the bombs' eye-view. For many, the rest of the movie will play like a view of a bomb, even if box office success seems assured.

Lethargic and directionless for 85 minutes, the beginning has flyboy Ben Affleck looking beat and distracted battling best buddy (bland Josh Hartnett) over a nurse played by the usually ap-



By Andrew Cooper, Touchstone Pictures

**Above and beyond:** The sinking of the USS Arizona is a highlight of *Pearl Harbor*, armed with amazing special effects but hampered by a weak romance.

pealing Kate Beckinsale. Here, she's inexplicably submerged — like her hospital colleagues — under heaps of tarty makeup that even actresses of the era didn't wear.

And aside from an excellent turn by Jon Voight as FDR and a decent one by Alec Baldwin as Lt. Col. James Doolittle,

the supporting characters are missing in action. Cuba Gooding Jr. (as a company cook turned hero) is segregated from the rest of the movie. The other GIs are standard-issue clichés, getting no help from stilted dialogue penned by, surprisingly, *Braveheart*'s Randall Wallace. Bay sets up what promise to be major

**Pearl Harbor**  
★★ (out of four)

**Stars:** Ben Affleck, Josh Hartnett, Kate Beckinsale, Cuba Gooding Jr., Jon Voight, Alec Baldwin

**Director:** Michael Bay

**Distributor:** Disney's Touchstone

**Rating:** PG-13 for intense war sequences, images of wounded, brief sensuality, language

**Opens nationwide today**

scenes (a British Eagle Squadron battle, a night out at a lavish club) — only to quickly drop them. And it's hard to believe an hour and a half can go by in a peacetime military setting without anything funny happening.

*Pearl Harbor* is the summer movie everyone wants to see, and I did, too. It's an extravaganza worth seeing once — and maybe later on DVD. Then you can watch the attack and zap the remote-control signal over the so-called story — again and again from here to eternity.

► Harboring 'Titanic' tendencies, 1A  
► Other offerings from TV, books, 7E

50 CENTS

0 manipulation ■ 1B



Sony Pictures Classics

**finds softer road**

*The Road Home*. Review ■ 6E

Fri/Sat/Sun/Mon, May 25-28, 2001

## Newsline

■ News ■ Money ■ Sports ■ Life



### ■ Dow and Nasdaq stocks gain ground

Dow Jones industrial average climbs 16.91 points to 11,122.42; Nasdaq index rises 38.54 to 2282.02; 30-year Treasury bond yield inches up to 5.83%. 1, 4B.

► USA TODAY Internet 100 rises 0.50 to 67.57. 4B.

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### Greenspan leaves door open on rate cuts

Federal Reserve Chairman Alan Greenspan suggests that the Fed's effort to slash interest rates is over, but his comments to a group of New York economists also suggest that more action could be necessary. 1B.



By J. Scott Applewhite, AP

### Dems eyeing '02 Florida election

GOP Gov. Jeb Bush hasn't said whether he'll run again, Democrats are salivating and Janet Reno, left, has already dipped her toes into the churning waters; fireworks are expected. 3A.

### Atlanta strip-club trial has curious hooked

Talk of celebrities, sex and the Mob are raising eve-

## 'Pearl Harbor' built



## on 'Titanic' formula



## Dems poised to take power

White House vows to pursue Bush agenda

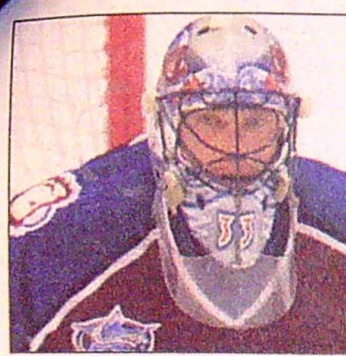
By Jim Drinkard  
USA TODAY

WASHINGTON — Democrats prepared to seize the levers of power in the Senate, and Republicans began a grim process of self-examination after Vermont Sen. Jim Jeffords bolted from the GOP on Thursday with a blast at his former party.

Speaking in Burlington, Vt., Jeffords told supporters that while GOP moderates once had "some freedom" to share the party's



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LATE SPORTS



**Stanley Cup battle begins**  
N.J. Devils are on fire, but don't take A's lightly.  
Preview ■ 1, 15C  
Colorado goaltender Patrick Roy  
USA TODAY

Can Lakers be stopped? NBA. 1, 13C

THE NATION'S NEWSPAPER

# USA TODAY

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SEC probes IPO manipulation ■ 1B



**'Tiger' star finds softer road**  
Zhang Ziyi glows in *The Road Home*. Review ■ 6E

# Speed weekend

**Bonus section** Michael Andretti returns to Indy 500 ■ 1C, 1F  
Coca-Cola 600 is the Winston Cup test ■ 1F  
Stars get into the action at Indy ■ 4E

Fri/Sat/Sun/Mon, May 25-28, 2001

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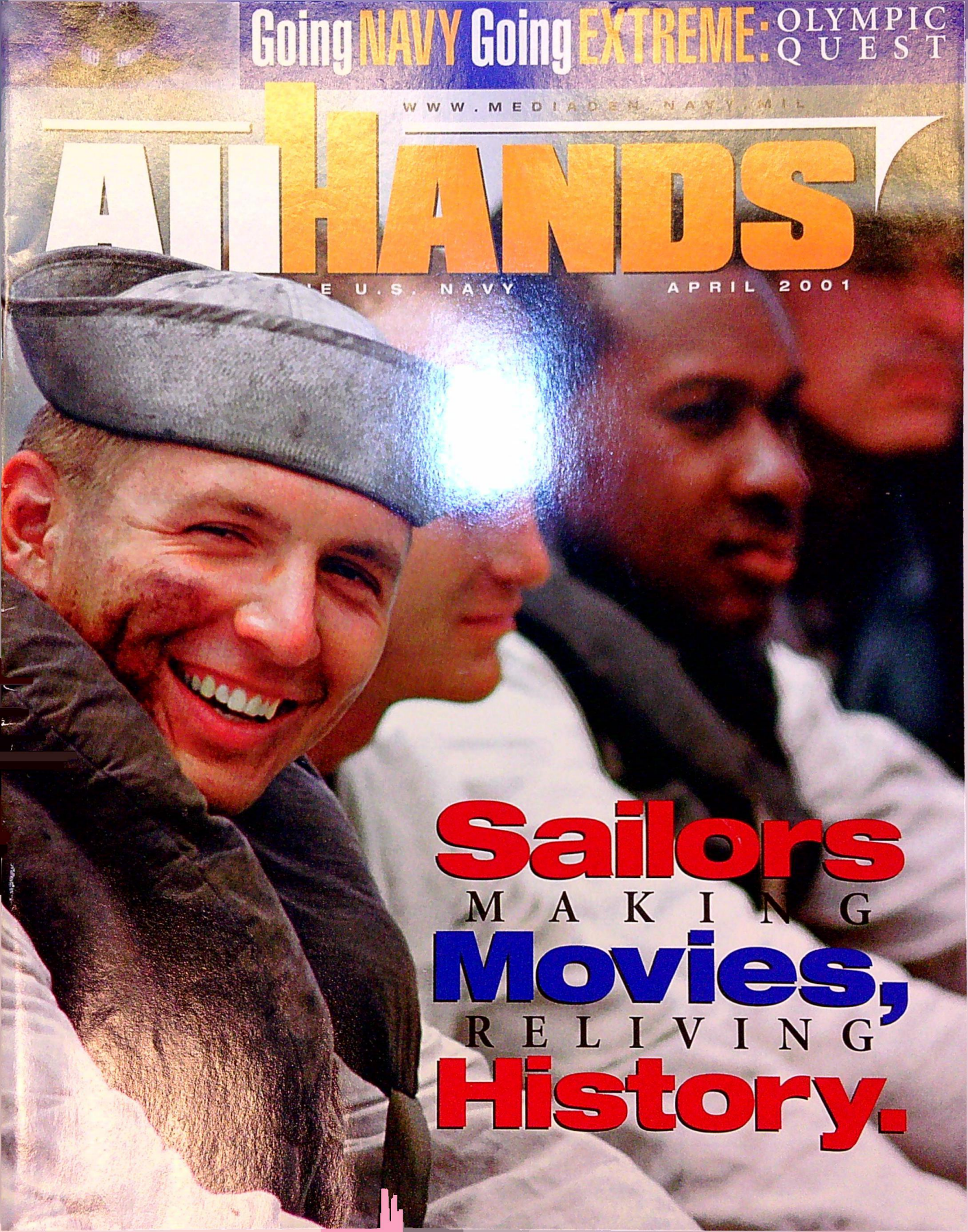
Going NAVY Going EXTREME: OLYMPIC QUEST

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# ALL HANDS

THE U.S. NAVY

APRIL 2001



**Sailors**  
M A K I N G  
**Movies,**  
R E L I V I N G  
**History.**



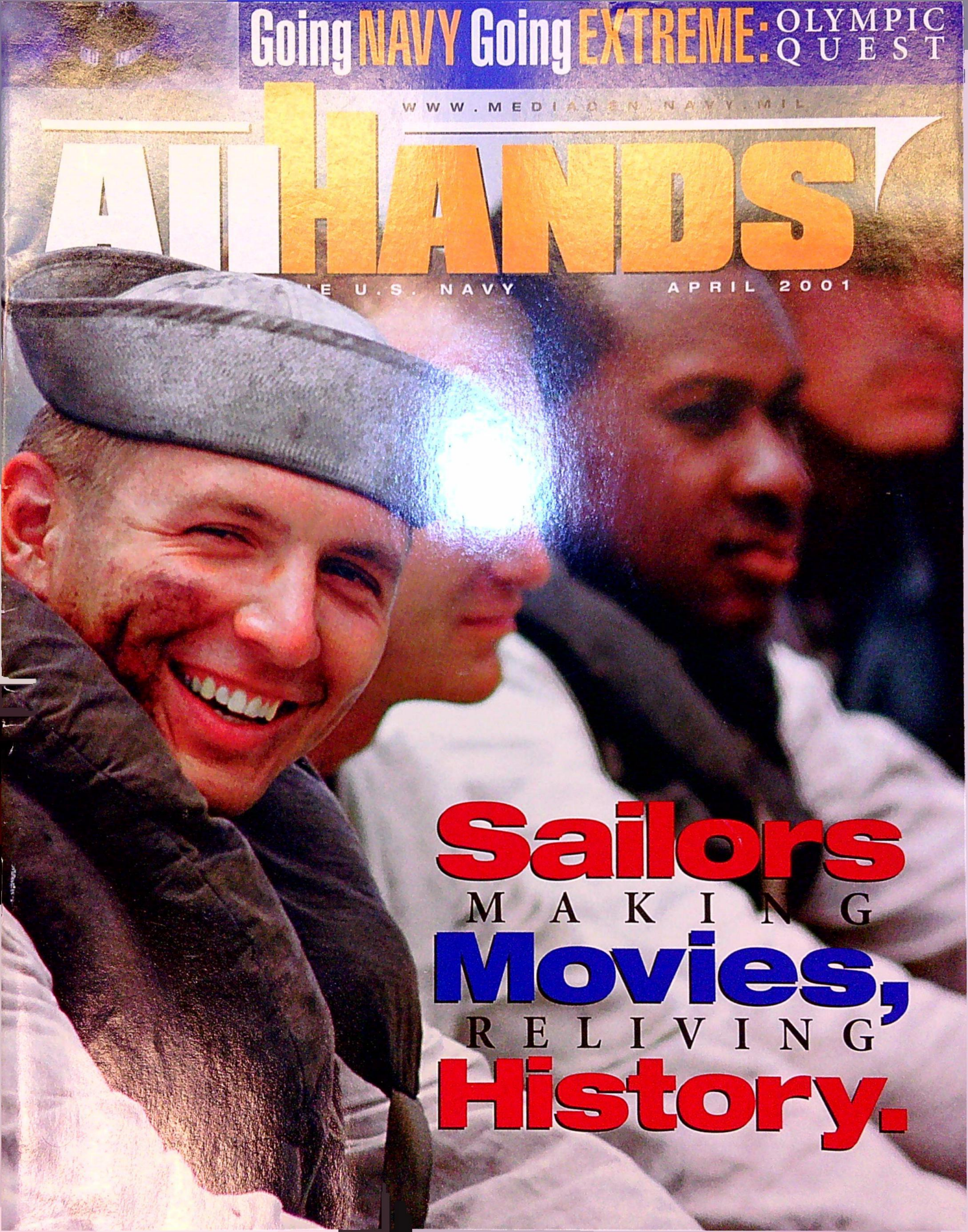
Going **NAVY** Going **EXTREME**: OLYMPIC  
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# AT HANDS

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**Sailors**  
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Ship's company on USS *Constellation* (CV 64) cheer as three World War II-era Army B-25 bombers perform a fly-by after taking off from the flight deck. During this rare event, these Sailors became part of aviation and cinema history as they participated as extras during the filming of "Pearl Harbor." This is only the second time Doolittle's Raid on Tokyo has been reenacted. The B-25's were on loan from museums and two private owners.

Photo by PH2 Aaron Ansarov



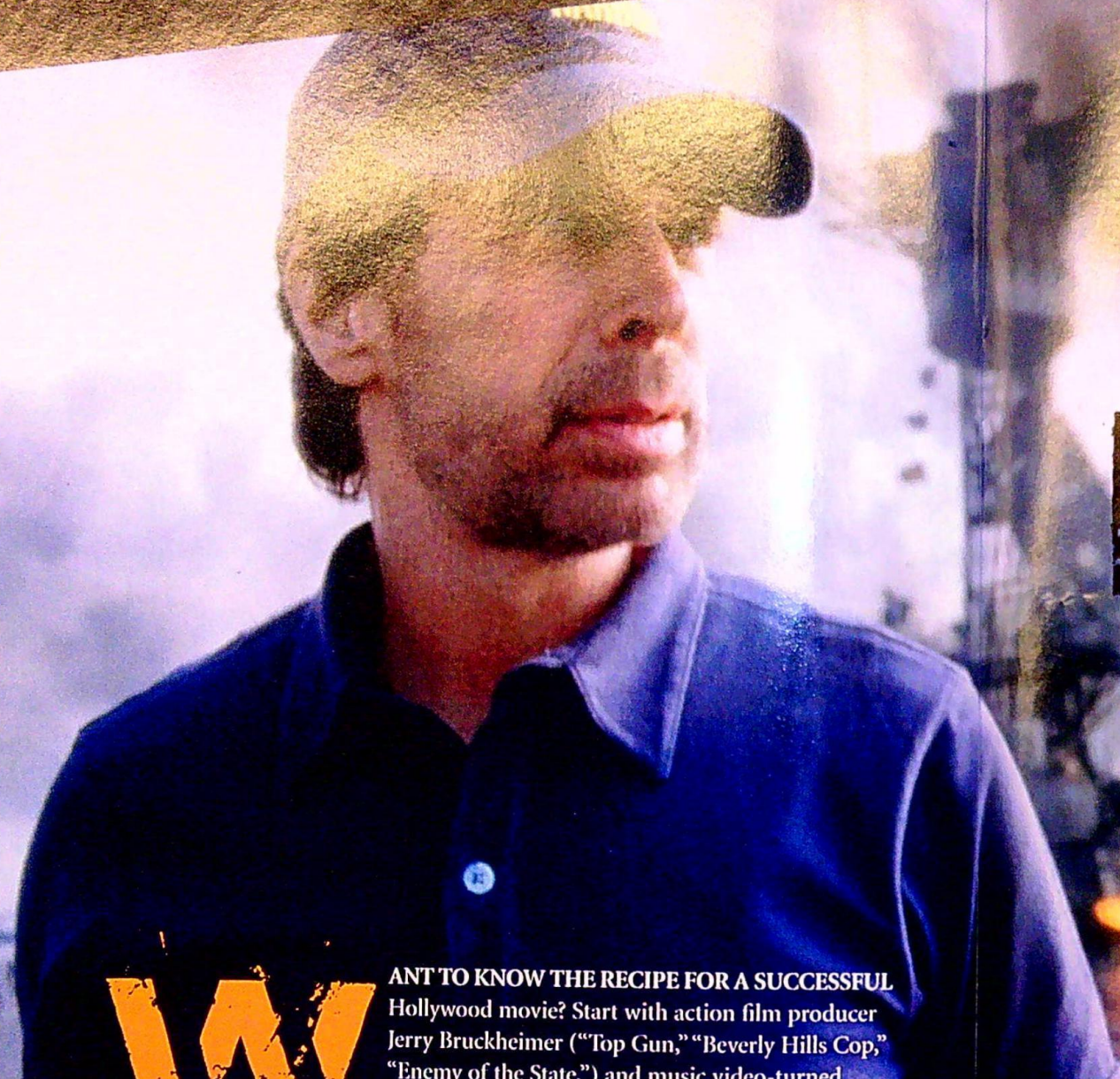


Photo by Andrew Cooper

**W**ANT TO KNOW THE RECIPE FOR A SUCCESSFUL Hollywood movie? Start with action film producer Jerry Bruckheimer ("Top Gun," "Beverly Hills Cop," "Enemy of the State") and music video-turned adventure film director Michael Bay ("The Rock," "Bad Boys," "Armageddon"). Add in Oscar-nominated screenwriter Randall Wallace ("The Man In the Iron Mask," "Braveheart"). Release the film through Touchstone Pictures (Disney/Buena Vista). Cast actors

## Action-Adventure Film

Ben Affleck, Dan Aykroyd, Alec Baldwin, Cuba Gooding Jr., and Jon Voight, along with a host of seasoned and newer Hollywood faces. Set the movie in a romantic, early World War II backdrop and sprinkle in generous digital effects paid for by the most prodigious up-front movie budget in history (\$200 million). Set the movie for a Memorial Day opening. Stir and let simmer.

Scheduled to explode into theaters this Memorial Day is Jerry Bruckheimer action epic "Pearl Harbor," which recreates the events prior to, during and after the infamous attack on the U.S. Pacific Fleet's headquarters. It's also being touted as a love story.

The story follows two young friends who grew up to be fighter pilots in the

# Pearl Harbor

Like You've Never Seen It ...  
And Then Some

days prior to World War II. Rafe McCawley (played by Ben Affleck) joins the British Royal Air Force to help the British fight the axis powers in Europe.

best friend in a relationship. As the conflict between friends erupts, the Japanese attack Pearl Harbor and the trio are thrown into chaos.

final outcome of those political issues on his website [www.Affleck.com](http://www.Affleck.com).

"At a terrible political crossroad, FDR was stuck, until that day in 1941, when a

## Set to Open on Memorial Day

Meanwhile, his buddy Danny Walker (Josh Hartnett) joins the Army Air Corps at home. When Danny learns that Rafe has been killed in combat, he consoles Rafe's distraught girlfriend, Navy nurse Evelyn Stevens (played by Kate Beckinsale). Danny and Evelyn soon fall in love, only to learn that Rafe is alive — he wasn't really killed in action — and Rafe returns to find his girlfriend and

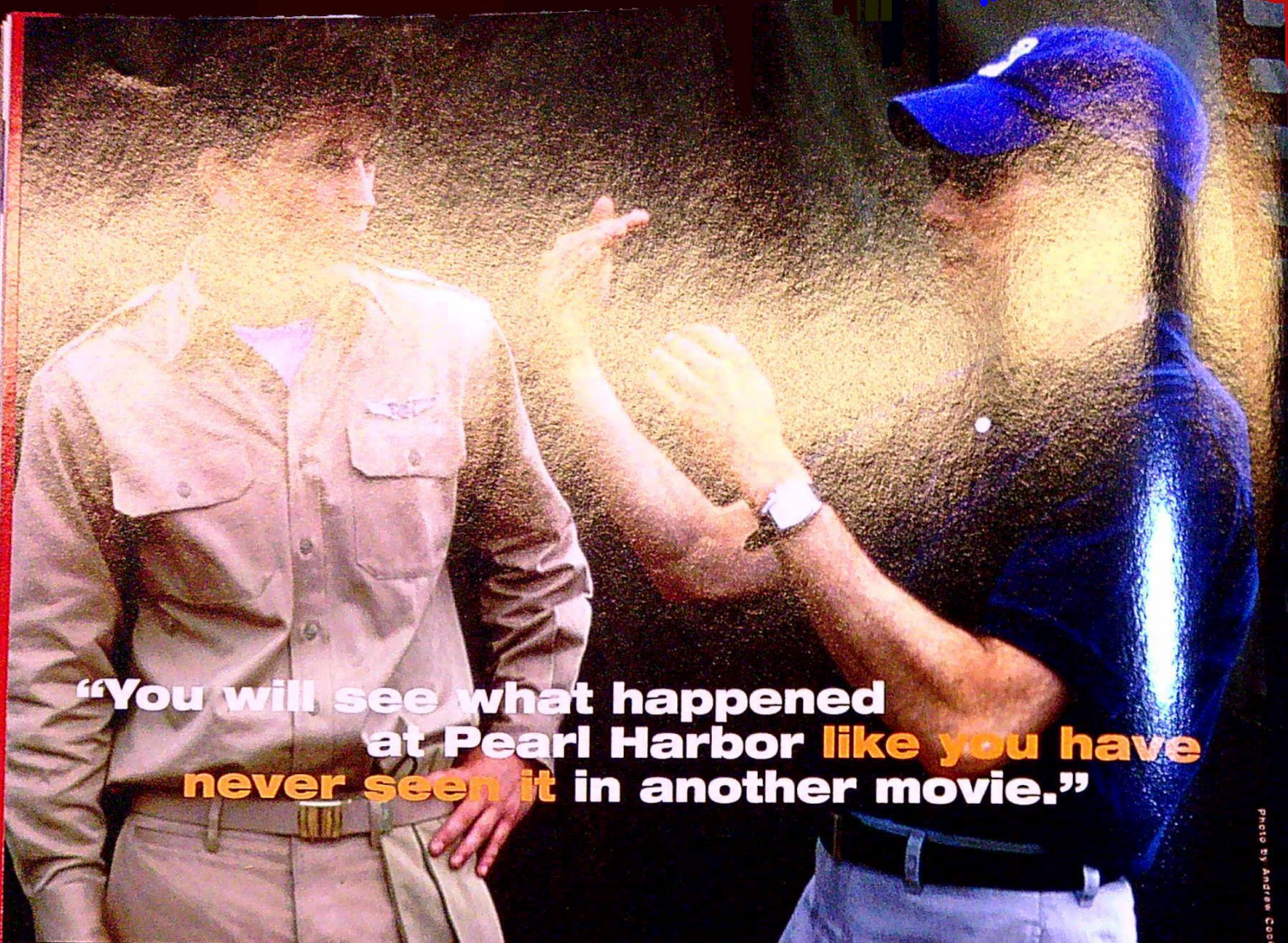
"Pearl Harbor" will also show us the popular political isolationism of the time and the challenges of an American president (Franklin Delano Roosevelt, played by Jon Voigt) dealing with a constituency that did not want to see American troops at war, even as war raged overseas in Europe. It took the cataclysmic events of Dec. 7, 1941, to catapult the United States into war. Star Ben Affleck discusses the

fleet of Japanese battleships, attack fighters and a group of bombers led a shockingly brazen assault on the U.S. Naval base at Pearl Harbor, leaving 2,403 Americans dead and 1,178 wounded in less than an hour. The Japanese lost less than 200 men, and only one was captured.

"The movie will capture, using the most advanced special effects, and repro-

Story by CDR Hal Pittman,  
photos by PH2 Aaron Ansarov





**"You will see what happened at Pearl Harbor like you have never seen it in another movie."**

Photo by Andrew Coak

# Pearl Harbor

duce the exact events of that terrible day. If there is one thing I am certain of, it is that Michael's enormous visual story-telling talents will bring to the attack sequence a sense of horrifying realism and terrible majesty."

Director Michael Bay described his effort to entertainment website Variety.com this way: "You will see what happened at Pearl Harbor like you have never seen it in another movie."

Screenwriter Wallace has woven his fictional characters into the tragic back-drop to create a compelling story. Bruckheimer and Disney pulled out the stops to historically recreate battleship row, Ford Island and a number of actual

heroic acts during the attack. Many of the interwoven stories were drawn from the accounts of Pearl Harbor survivors.

Actor Tom Sizemore will play a mechanic who shoots down attacking Japanese aircraft with a shotgun. Cuba Gooding Jr. plays USS *West Virginia* Sailor Dorie Miller, who helped save numerous shipmates. Miller, an African-American, earned the Navy Cross for heroism and had a ship, USS *Miller* (DE 1091, later FF 1091), named in his honor.

The film will also detail the aftermath of the attack, and the retaliation effort, in which the characters played by Affleck and Hartnett join Army Lt.Col. Jimmy Doolittle (played by Alec Baldwin) in his raid on Japan to help build American morale. In that daring mission, Doolittle launched his squadron of Army-Air Corps B-25 bombers off the deck of USS *Hornet* (CV 8) and conducted a low-level

bombing mission over Tokyo. Those efforts were previously detailed cinematically in the 1944 Spencer Tracey film "Thirty Seconds Over Tokyo."

Never to be outdone, *All Hands* locked horns with tough guy filmmaker Jerry Bruckheimer last year to discuss his upcoming big-budget motion picture "Pearl Harbor." Following are some of his thoughts on the movie, filmmaking, and the military.

**All Hands:** "The film 'Saving Private Ryan' galvanized veterans and brought a conscience back to America about war and the quality of war. What will 'Pearl Harbor' do?"

**Bruckheimer:** "Our film is not 'Private Ryan.' We're trying to get much more involved with the characters and it's a love story, truly a more personal story. It's a very serious film like 'Ryan' was. We're certainly going to try to be accurate



Above - Michael Bay and Jerry Bruckheimer

Left - Josh Hartnett and Jerry Bruckheimer

Below - E02 (SEAL) Pete "Pirate" Carolan, a member of the Seal Team 3's Reserve unit, did two tours in Vietnam with Underwater Demolition Team 13 and was even on the Apollo 13 recovery team. He's no stranger to being part of history. Carolan is an extra in the upcoming feature film, "Pearl Harbor."

Bottom - The extras get ready for a scene.



# Pearl Harbor THE MOVIE

Story by PH2 Aaron Ansarov



men and women across the nation go to the movies and are

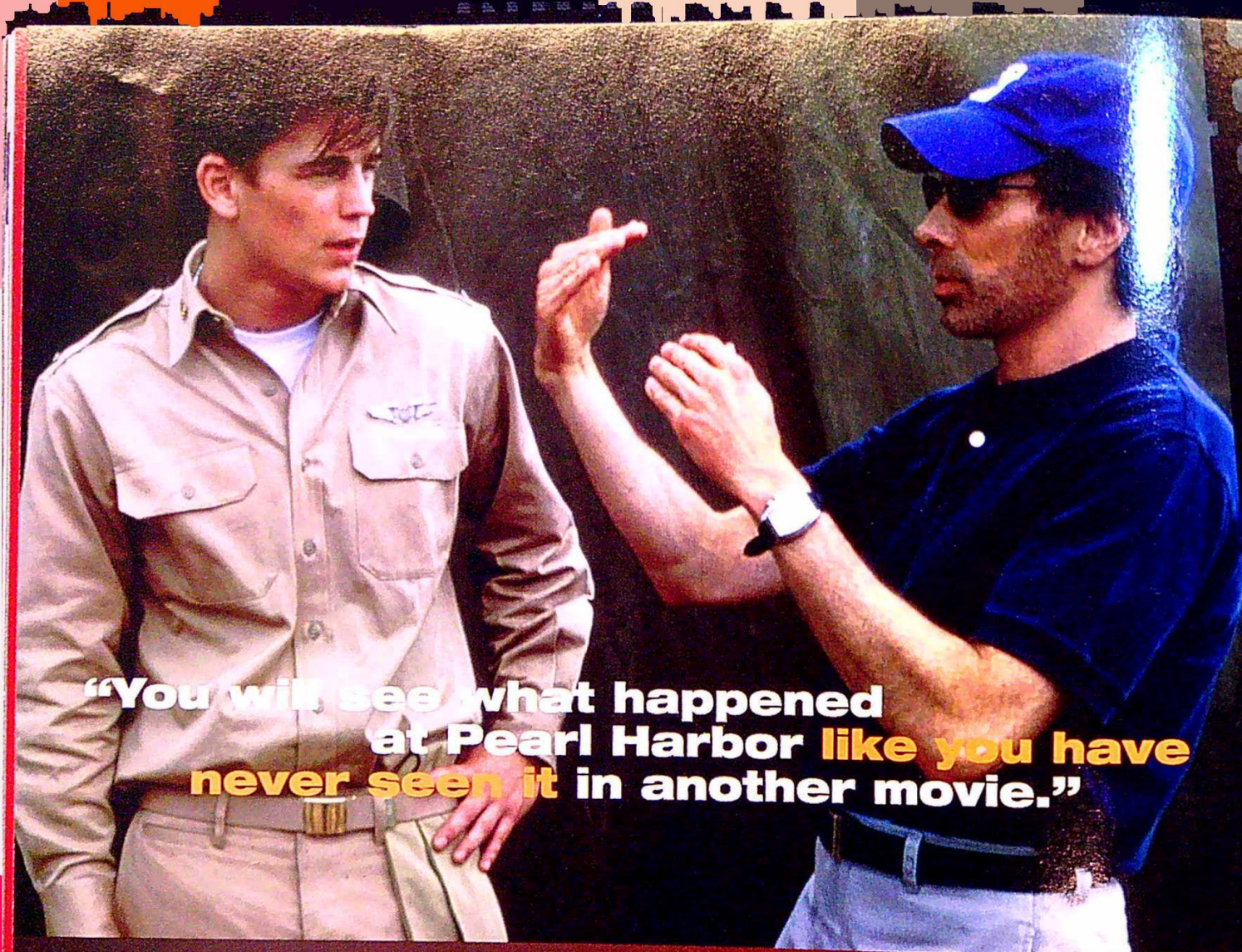
dazzled by million dollar productions that tantalize the senses and expand the imagination. They turn on the TV and see a review of a movie. They open the newspaper and find a list of the newest releases. They buy a magazine and nine times out of 10 somewhere inside there's a reference to a movie.

Go to a party, and someone will tell you about a movie they just saw or an actor they met at some point in their life. Or maybe they had a cousin who has a friend who met a famous star in a local convenience store.

For more than 400 Sailors and Marines in the California, Texas and Hawaii areas, the movies aren't a distant dream. They're a reality. And the proof is on the screen of Hollywood's largest-budgeted movie to date. A movie of epic proportion and historic value. A movie called "Pearl Harbor." ☐

Ansarov is a San Diego-based photojournalist assigned to All Hands.





# Pearl Harbor

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heroic acts during the attack. Many of the interwoven stories were drawn from the accounts of Pearl Harbor survivors.

Actor Tom Sizemore will play a mechanic who shoots down attacking Japanese aircraft with a shotgun. Cuba Gooding Jr. plays USS *West Virginia* Sailor Dorie Miller, who helped save numerous shipmates. Miller, an African-American, earned the Navy Cross for heroism and had a ship, USS *Miller* (DE 1091, later FF 1091), named in his honor.

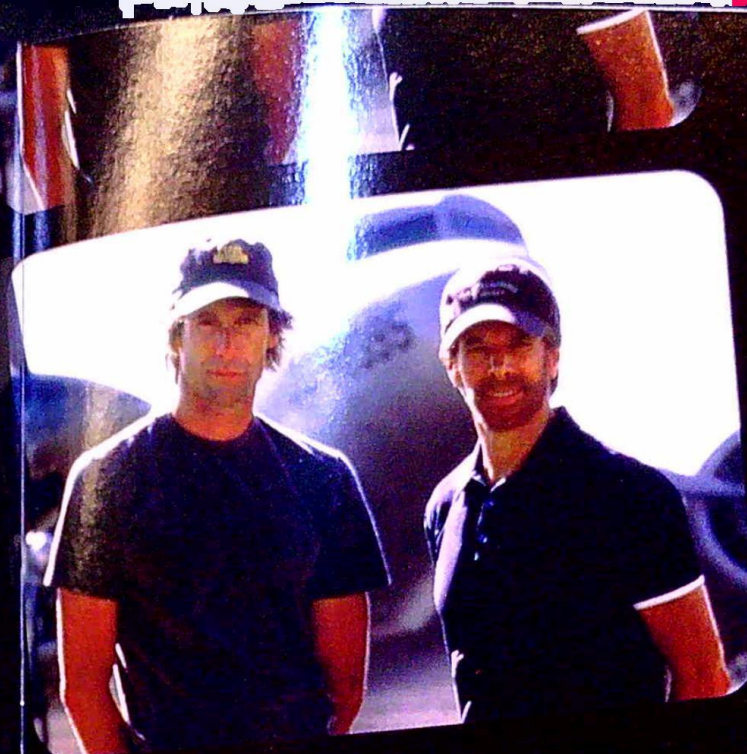
The film will also detail the aftermath of the attack, and the retaliation effort. In which the characters played by Affleck and Hartnett join Army Lt.Col. Jimmy Doolittle (played by Alec Baldwin) in his raid on Japan to help build American

bombing mission over Tokyo. Those efforts were previously detailed cinematically in the 1944 Stanley Kubrick film "Thirty Seconds Over Tokyo."

Never to be outdone, *All Hands* locked horns with the big guy filmmaker Jerry Bruckheimer last year to discuss his upcoming big-budget motion picture "Pearl Harbor." Following are some of his thoughts on the movie, filmmaking, and the military.

**All Hands:** "The film 'Saving Private Ryan' galvanized veterans and brought a conscience back to America about war and the reality of war. What will 'Pearl Harbor' do?"

**Bruckheimer:** "Our film is not



**Above** — Michael Bay and Jerry Bruckheimer

**Left** — Josh Hartnett and Jerry Bruckheimer

**Below** — E02 (SEAL) Pete "Pirate" Carolan, a member of the Seal Team 3's Reserve unit, did two tours in Vietnam with Underwater Demolition Team 13 and was even on the Apollo 13 recovery team. He's no stranger to being part of history. Carolan is an extra in the upcoming feature film, "Pearl Harbor."

**Bottom** — The extras get ready for a scene.



## Pearl Harbor: THE MOVIE

Story by PH2 Aaron Ansarov



men and women across the nation go to the movies and are

dazzled by million dollar productions that tantalize the senses and expand the imagination. They turn on the TV and see a review of a movie. They open the newspaper and find a list of the newest releases. They buy a magazine and nine times out of 10 somewhere inside there's a reference to a movie.

Go to a party, and someone will tell you about a movie they just saw or an actor they met at some point in their life. Or maybe they had a cousin who has a friend who met a famous star in a local convenience store.

For more than 400 Sailors and Marines in the California, Texas and Hawaii areas, the movies aren't a distant dream. They're a reality. And the proof is on the screen of Hollywood's largest-budgeted movie to date. A movie of epic proportion and historic value. A movie called "Pearl Harbor." ■

Ansarov is a San Diego-based photojournalist



# Pearl Harbor

with the destruction and what happened. ... We want a really broad audience for this film. We feel the story is so universal, and we want kids to be able to go. ... Kids don't even know about Pearl Harbor. We think it's important to show what happened and how we came out of the ashes."

**All Hands:** "Why the interest in Pearl Harbor?"

**Bruckheimer:** "I think that it's something you shouldn't forget. ... We're as vigilant as we should have been during that period. We thought we were invincible. We'd never had a defeat, America had never been defeated, had

never had a disaster. It just shows you that anything you can think of, you can do. Our military thought that they couldn't get to Pearl Harbor, that it was too long a journey from Japan to get there, and they proved us wrong."

**All Hands:** "What kind of feedback do you think you'll get from veterans and Pearl Harbor survivors?"

**Bruckheimer:** "Well, we interviewed an enormous amount of survivors and put into the story a lot of their accounts, so a lot of the things you'll see on the screen are things they told us about. For example, when the first wave of planes came in, they were mostly fighters because they thought they'd get some air resistance, but we couldn't get any planes up in the air.

"So they started to unload their ammunition on to Sailors who jumped into the water. They were getting strafed,

and the Sailors would dive under the water every time the planes came by and grab on to the coral, hold their breath, then come back up for air. We're going to show a lot of these accounts, the heroics of the men."

**All Hands:** "What's the expectation of a film with a \$145 million price tag?"

**Bruckheimer:** "Hopefully, it will be a success. It's a love story against the backdrop of war. We hope to appeal to viewers with both the romance angle and the historical significance of Pearl Harbor."

**All Hands:** "Many of your films have portrayed military themes and military heroes. What is the appeal?"

**Bruckheimer:** "I'm a patriot. I've traveled all around the world, and I believe this is the best country in the

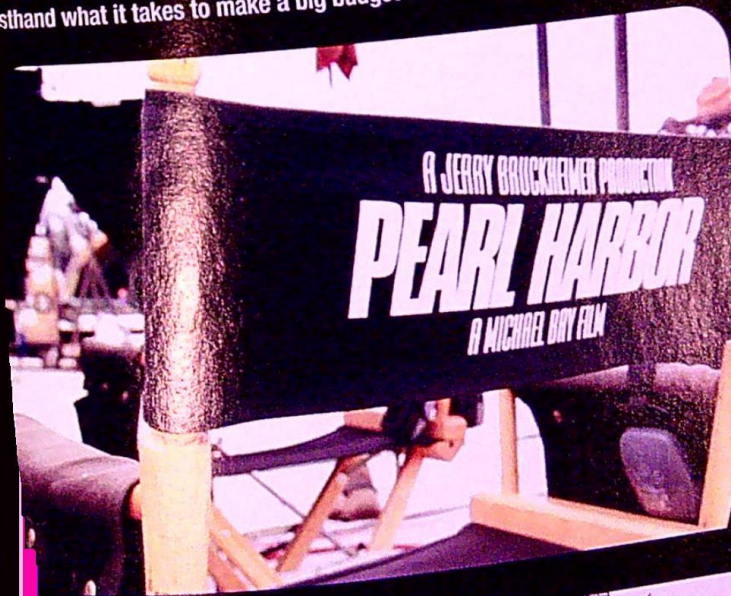
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**Above** — (left to right) Michael Bay, Ben Affleck, and Jerry Bruckheimer

**Left** — Make-up Artist Kim Collea puts the finishing touches on a military extra for the movie "Pearl Harbor."

**Below** — The movie "Pearl Harbor" is expected to be the largest movie production ever, beating out such big budget films as "Titanic" and "Waterworld." Much of the movie was filmed on location in Pearl Harbor, and at the studio in Rosarito, Mexico.

**Bottom** — BM1 (SEAL) Tim Ige, from San Diego, is a member of the Navy's Leap Frog parachute team. He is also an extra in the new Jerry Bruckheimer movie, "Pearl Harbor." Though not a stranger to the limelight, Ige has never done something like this before. "It's amazing to see firsthand what it takes to make a big budget movie like this," he said.



## The REAL Photographic History of Pearl Harbor



In Hawaiian tradition, Sailors honor casualties of the Japanese attack on NAS Kaneohe Bay, Dec. 7, 1941. The men were buried Dec. 8, 1941, and this ceremony took place sometime during the following months, possibly on Memorial Day 1942.

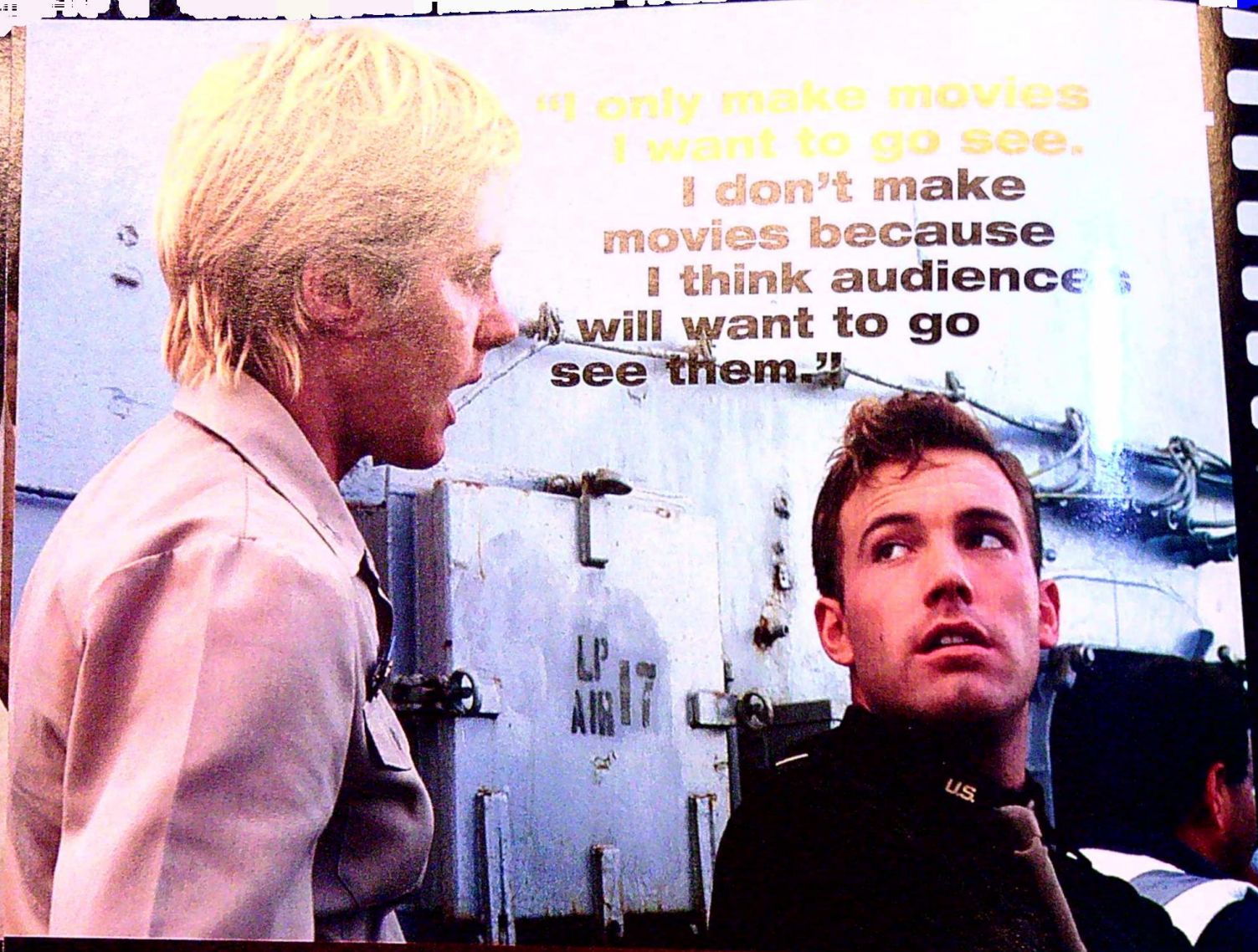


USS Arizona blowing up during the Japanese attack on Pearl Harbor, Dec. 7, 1941.



USS Shaw explodes during the Japanese attack on Pearl Harbor, Dec. 7, 1941.





"I only make movies  
I want to go see.  
I don't make  
movies because  
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will want to go  
see them."

## Pearl Harbor

world to live in. We need a very strong military to protect the freedoms we do have. When I was a kid and I'd go to play baseball, there were all these bullies around trying to take advantage of you. If you had some way to protect yourself, they'd stay away from you. The military is there to keep peace, and by keeping peace, we have a real strong presence in the world. And we need that."

**All Hands:** "Plus it lends itself to action films ..."

**Bruckheimer:** "Yeah, but that's entertaining, that's what I like. I only make movies I want to go see. I don't make movies because I think audiences

will want to go see them. I make movies based on gut. There's no analyzing, like 'Well, this is a hot subject for teenagers. What I do is try to stay away from the hot subjects.

"When we were going to do 'Top Gun,' one of the execs in the studio said, 'You gotta' be kidding, nobody cares about aviators. There hasn't been a fighter-jock picture that's been successful, ever. We had an uphill battle to get the movie approved because they felt nobody cared. That's why I wanted to do it."

**All Hands:** "There's been criticism from military people about the reality of some of your films ... like 'Crimson Tide.' How are you working with the military to better portray reality?"

**Bruckheimer:** "The military was initially involved in 'Crimson Tide,' they were very helpful in giving us informa-

tion on how nuclear subs work. The reason we didn't get approval is because the military thought, 'Well, this could never happen, we have all these safeguards on nuclear submarines.' But that's dramatic."

"Dramatic is what keeps you in the seats. We want to create these dramatic situations, whether they are real or not, to entertain audiences. What the military has come to realize is, it's the heroics of the men in the situation. If you have a crisis, whether on a ship or wherever, there are heroes who rise above it. On 'Pearl Harbor,' we're here to meet with all the different branches of the military, to get their assistance, both with the physical production and also with their expertise as historians. We are looking for experts on Pearl Harbor to make sure our script is accurate, within the confines of the drama, to work with us and make sure we're doing the right thing."

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**Above** - EM3 Mathew Lee Weisend, 21, of Marietta, Ohio, stationed aboard USS Constellation (CV 64), shows his enthusiasm for being an extra on the set of Pearl Harbor, being filmed on his ship.

**Left** - LT Melissa Schuermann, from the Navy's Office of Information West (NAVINFO WEST) Los Angeles, discusses military matters with actor Ben Affleck while onboard USS Constellation (CV 64).

**Below** - While filming the reenactment of "Doolittle's Raid" of 1942, these actors set the scene for history.



USS Cassin (DD 372) (capsized, right) and USS Downes (DD 375) (left) at the Pearl Harbor Navy Yard immediately following the Japanese attack Dec. 7, 1941.



USS Maryland (BB 46) stands alongside the capsized USS Oklahoma (BB 37), while USS West Virginia (BB 48) burns in the background Dec. 7, 1941.



Salvage begins for USS Oklahoma (BB 37) at Pearl Harbor.



Burning ships in Pearl Harbor drydocks, Dec. 7, 1941.



"When I saw the  
**GREAT ESCAPE,**  
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# Pearl Harbor

**All Hands:** "You can't talk about Jerry Bruckheimer films without talking about your longtime partnership with Don Simpson who passed away a few years ago. How has your moviemaking changed, and how do you do business today, as opposed to then?"

**Bruckheimer:** "You know what, it's different, yet it's the same. It's different because you don't have your best friend and your partner with you. He was very outspoken, at times very difficult, brilliant, and so the difficult part is out. You miss him because he was very creative, very insightful. And certainly, he came out of management, he was the president of

the studio, so I miss that, but I learned a lot. During our many years — we were partners since '82, it was like 13 years we worked together. I went to school."

**All Hands:** "How did you get involved in moviemaking?"

**Bruckheimer:** "When I saw 'The Great Escape,' I said 'I've got to be part of this business.' I had no idea how I would get into it or what I'd do, but it was a dream to be involved in that magic on the big screen. When I saw pictures like 'Dr Zhivago' and 'Lawrence of Arabia' and 'Bridge on the River Kwai,' those are the kinds of films I love, and that is what 'Pearl Harbor' is closer to — that kind of epic filmmaking — than anything I've done in the past."

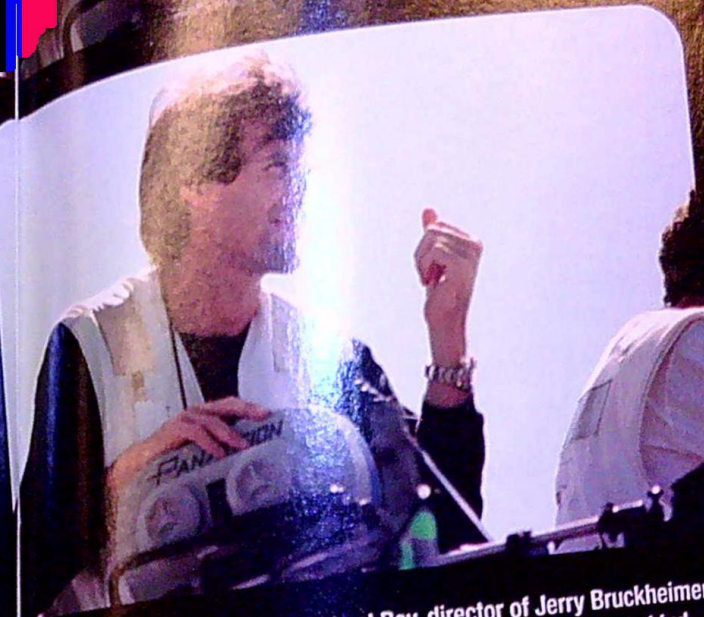
**All Hands:** "Last question. What would you like to say to the Sailors who are reading this magazine about 'Pearl

Harbor' and service to country?"

**Bruckheimer:** "I think this movie emphasizes the heart of the volunteer and the determination of the volunteer and that's what turned the war around for us. It was their tenacity and their willingness to serve their country and to protect their country, that's the reason we're not speaking Japanese today — we're not, or whatever. It was those guys and those ships who protected our shores. I found a lot of people who wanted to take advantage of America and change America. There's certainly no country like it." ☐

*Pittman is Chief of Publishing, Naval Media Center, Washington, D.C.*

*Ansarov is a San Diego-based photojournalist assigned to All Hands.*



**Above** — It takes a lot to impress Michael Bay, director of Jerry Bruckheimer's "Pearl Harbor." So to see him with a smile and a thumbs up while behind the camera is a good thing during the final scenes underway aboard USS Constellation (CV 64).

**Left** — What seems like an oil change gone bad is actually two extras going to their next scene where they will portray Sailors caught in a sinking ship's oil slick.

**Below** — Ben Affleck shared much excitement about being underway on USS Constellation (CV 64).

**Bottom** — One of the more incredible props used for the filming of "Pearl Harbor" were four B-25 bombers on loan from two museums and two private owners.



USS Cassin (DD 372) (left) and USS Downes (DD 375) in Drydock NR 1 at the Pearl Harbor Navy Yard, Jan. 23, 1942, while under salvage.



Army B-25Bs line the flight deck of USS Hornet (CV 8) en route to the launching point for Doolittle's raid on Japan, April 18, 1942.



This poster was designed by Allen Sandburg, and issued by the Office of War Information, Washington, D.C., in 1942, in remembrance of the Japanese attack on Pearl Harbor, Dec. 7, 1941. The poster also features a quotation from Abraham Lincoln's Gettysburg Address: "...we here highly resolve that these dead shall not have died in vain ..."

Photos courtesy of U.S. Navy Historical Center



**"When I saw the  
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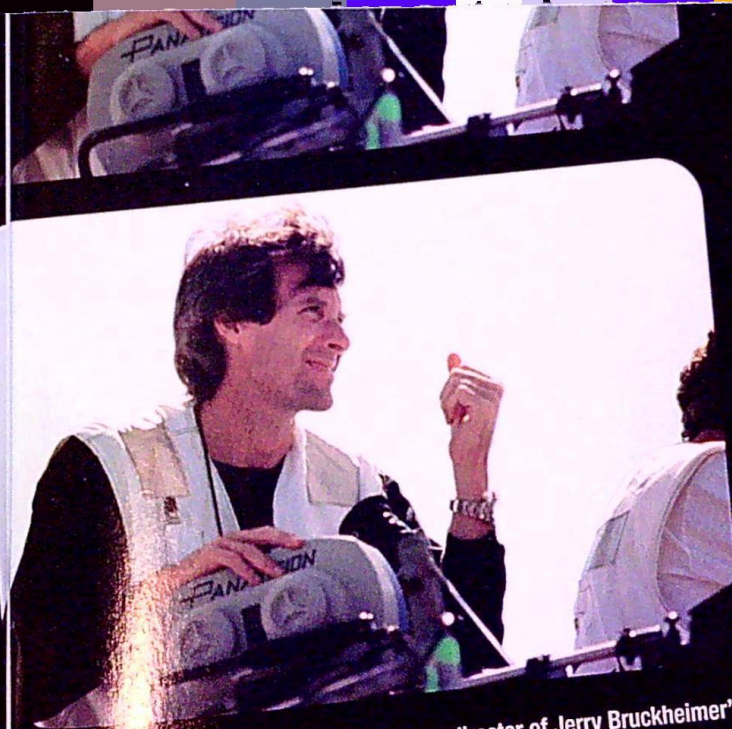


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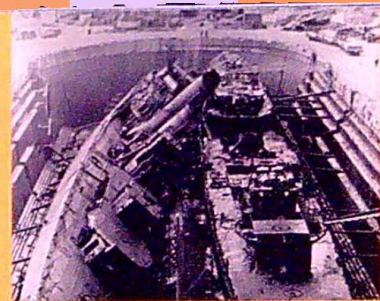


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