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Producer Jack L. Warner (left), and Director of Photography Harry Stradling shake hands as they share a light moment on a set of the \$17-million production of "My Fair Lady."

## Getting the "My Fair Lady" Blockbuster on Film

*Painting with light and shadow is the real key to superior cinematography, says Director of Photography Harry Stradling*

• Harry Stradling, ASC, won his only Academy Award in 1945 for "A Portrait of Dorian Gray." However, he is probably most celebrated for his work in a completely different field—musical comedy—where many of his 11 Academy Award nominations (e.g., "Guys and Dolls," "Auntie Mame" and "Gypsy") originated. Now, Harry feels that he is right on target again with Jack Warner's "My Fair Lady."

The SuperPanavision, color feature was filmed in a record five months at Warner Bros. Burbank, California, studio. Warner purchased rights to the story from CBS for \$5.5 million. Then, he committed another \$11.5 million to hire the best available talent.

("The Academy Award usually will go to the cinematographer who works on the best picture. These things are almost always decided on the strength of the film," Stradling noted.)

This will make it interesting to compare the cool precision with which Producer Warner and Director George Cukor brought "My Fair Lady" home on schedule to the sometimes expensive antics attributed to creativity in some "run-away" productions. At any rate, if Stradling proves to be right, this made-in-Hollywood blockbuster will give other producers something to ponder.



Stradling ran a taut photographic ship. However, he also raised some eyebrows. For example, he chose Wally Meinardus to operate first camera. Wally had worked television and had been an assistant cameraman for Stradling, but this was his first feature film. Stradling shrugged off any doubts.

"Once you know what you are doing, there is nothing hard about it. Every shot is different.

"But, just as every good operator knows when he can cut and print it, a good director of photography can tell if the operator, no matter who he is, is getting what he wants by watching his camera moves.

"Meinardus learned by watching and trying. I can tell when someone is watching, if he will learn. Now, Wally moves the camera the way I want it to operate," Stradling explained.

Similarly, he explained his own relationship to Cukor in almost the same manner.

"All directors are different.

"They have their own ideas of how they want to do things. It's their job to do so.

"That's why I never get upset when a director tells me to move the camera. Of course, if he is wrong, I sometimes move my original composition back into position with the camera," Harry explained.

"My Fair Lady" reaped many advantages because it was produced in the studio, according to Stradling.

"A couple of years ago, we probably would have had to film it in England just to obtain the proper period background. When I filmed *Pygmalion*—the forerunner of 'My Fair Lady'—more than 25 (1937) years ago, that is exactly what happened," he recalled.

"Today, however, there is almost nothing that we can't produce, and usually produce better right here.

"For example, we were not getting life-like background on all of the scenes filmed in Professor Higgins' home. Overnight, we had the Property Department add a screen effect to the woodwork on the set. This resulted in bringing the whole set to life.

"In another instance, we shot the opening rain scene on a studio stage. By back-lighting the artificial rain, we were able to make it appear more real than the actual thing.

"Actually, the ability to control the 'sun' or light in the studio, plus the abundance of excellent technical backup on short notice, are the biggest advantages of working at home.

"On location, the sun, moon and stars run your day. Their tell-tale position determines when you can work. Or, if you choose to put up a screen to block off the sun, there is always the risk of obtaining a flat, artificial effect. Here, in the studio, we are literally able to make our own sun. We put light exactly where we need it, when we need it, and in the proportions

that we need it.

"This, and not even composition, is the real key to superior cinematography—painting with light and shadow. I believe that it will be evident in 'My Fair Lady.'

One particular scene is singled out by Stradling as an example of the effective use of light—the Ascot scene, where scores of dancers are seen against an almost all-white background.

"Some less experienced cinematographers are a little afraid of white because it seems to leave no room for contrast. Others think that white flares. But, if you try to tone it down, you run the risk of going flat.

"In our case, we couldn't even light our dancers. It would have bleached the contrast right out of the scene.

"Instead we did almost exactly the opposite. We made the backdrop even whiter—as white as possible. Then we put all of our light through the white backdrop, silhouetting the dancers, and creating a tremendously effective black-and-white contrast in midst of a color picture."

Stradling filmed "My Fair Lady" with 70mm (Type 5251), Eastman Color Negative Film. It was his first use of the new film in special order wide size.

"The color rendition is much better than anything we have had to date. Yellow has become yellow, blue, blue, etc.," Stradling observed.

"There is also a noticeable improvement in the grain structure of the new film. These things are particularly important on

a wide screen," he noted, "where every flaw is so emphasized."

Stradling also has praise for the new Super Panavision lens.

"It is far superior to anything we have had to work with in this screen size. 'My Fair Lady,' of course, is not big in the Ultra Panavision sense. However, it is a big enough picture to accommodate the number of people we have to get on our set. Also, the set is big enough to give us a large unit to work with, making things easier all around. This is just a simple matter of being able to handle adjustments faster, because there are more people available to do the handling," Stradling explained somewhat stoically.

When Stradling won his Academy Award for "Dorian Gray," he remembers that he once spent two days and made 113 takes on one scene.

"Now, I have less patience. Sure, you get excited when you start work on a new and good picture—every time. However, after three weeks or so, you get the itch to make it go. You want to finish and see it on the screen.

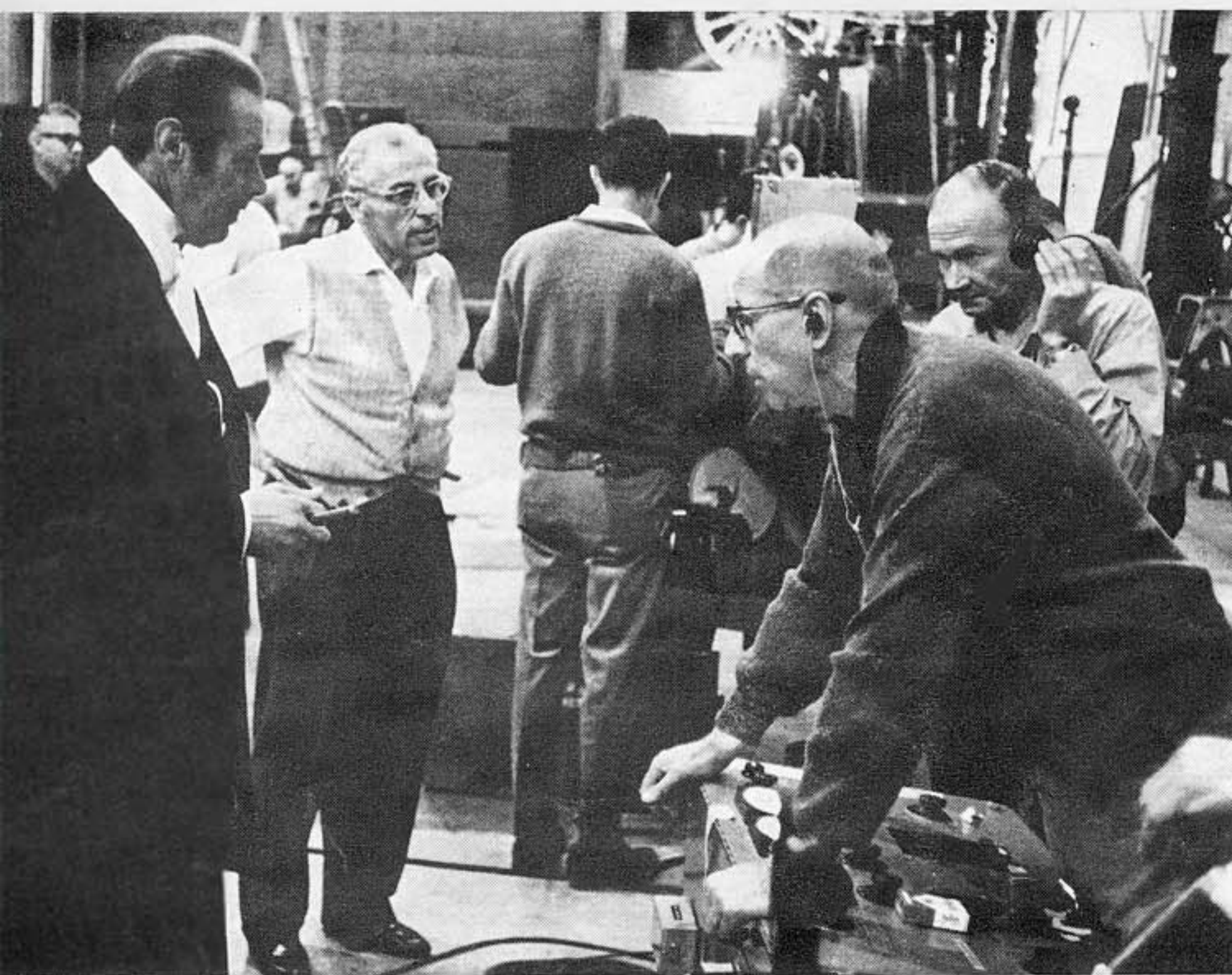
"After all, seeing a picture finished is what we are really being paid for."

And, this, as expressed by Stradling, probably best exemplifies why Warner brought the big picture back to Hollywood: He wanted to get it filmed and on the screen. At Warner Bros., they think there is no place like Hollywood when it comes to doing this.

Stradling, seen here with Rex Harrison, contributed greatly to bringing the blockbuster in on budget and schedule.







In one scene, Rex Harrison and Director George Cukor (center), conspired with Mixer Francis J. Scheid to record "Why Can't the English Learn to Speak?" from a small hidden microphone.

## The Sound of a Great Musical . . . with Some New Things Added

**I**T has been said that as many people will go to HEAR "My Fair Lady"—the \$17-million Warner Bros. blockbuster—as will go to see it.

There is probably more truth in this statement than immediately meets the eye. On the Broadway stage, and in the road companies, "My Fair Lady" brought more people into the theater than any live stage show in history.

Yet, many more millions of persons who never saw the stage show, purchased its record albums. In fact, the sound of "My Fair Lady" is probably as well known to the movie-going public as anything ever produced. Therefore, it is a good bet that great numbers of the people who go to see Jack Warner's version of "The Lady" will be listening as conscientiously as they are watching.

Nowhere have they been more aware of this than at the huge Warner Bros. Studio in Burbank, California, where the demanding task of merging the sound of a great

musical with the talents of Rex Harrison, Audrey Hepburn and Company, was tackled.

George Groves, Head of Warner Bros. Sound Department, established rugged goals for himself and his crew in his approach to getting the sound of "My Fair Lady" into the motion picture theaters. Just the recording of sound itself, proved to be a unique experience in production company cooperation, shared by Director George Cukor, Director of Photography Harry Stradling and Production Mixer, Francis J. Scheid, who supervised all of the "live" recording at the studio.

Looping—the dubbing of sound after the actors and actresses have gone through their motions—was practically born at this Warner Bros. Studio. During the late 1930's, Groves was himself a pioneer in this art, which has since become a standard tool in the kit of sound mixers.

However, Warner Bros. threw the book away when they began to record sound for

"My Fair Lady."

Scheid, a veteran of more than 30 years at Warner Bros., explained:

"It was decided right at the start that we would do as little looping as possible. It would be simply impossible for any of the actors to match original feelings at a dubbing session.

"We were shooting for such high standards that it would have been a fruitless sacrifice to lose the natural effect of original sound—if we had a choice.

"In this case, of course, we simply made the choice possible. Once it was decided that reality could not be successfully recreated, we established working procedures which permitted optimum conditions for original recording."

Scheid started off with a number of pluses in his favor:

\* He was working with "great artists. Their voice control made much of the original recording successful," Scheid said.

\* Working at the Warner Bros. Studio,



he had the personnel and equipment available for coping with any problems that arose. Furthermore, it was easier to control the environment, particularly background noises.

\* Cukor and Stradling understood the special problems involved, and bent over backwards to help Scheid.

\* Eastman Kodak introduced Eastman Sound Recording Film, Type 704, just to re-record sound for the release print without any noticeable loss of original quality.

"It doesn't do you any good to strive for perfection in original recording, if you can't maintain it when you put all your sound together," Scheid explained.

The new Eastman film used for re-recording all of the music and much of the narrative, helped to give Warner Bros. the capability to strive for perfection.

As a result of this combination of elements, the amount of looping necessary was small enough to be considered negligible. Scheid worked with Stradling to place the two, three or four (depending upon the set) microphones needed out of sight of the 65mm Super Panavision lens.

This, in itself, was no small task. The lens covers a wide area and the actors were often spread all over the set. Furthermore, Stradling likes to work with high key lights, which were throwing shadows from the microphones onto the scene.

"Either we had to move our microphones up higher, out of the beams of the lights, or Harry had to move the lights for us," Scheid recalled.

"When this happens, we are usually at the mercy of the Director of Photography.

"However, Stradling was quick to realize the importance of the total result—picture and sound. He let us hang our mikes where they were needed and managed to move the key lights instead," Scheid related.

In some cases, even this kind of cooperation wasn't enough.

In doing one song, "Why Can't The English Learn to Speak?", Rex Harrison moved around enough to visit every part of the set. It was impossible to provide adequate overhead microphone coverage.

"Yet, if we were going to reach the perfection that we were striving for, it was almost necessary to record Harrison's rendition as he was filmed.

"Harrison seemed to deliver the words slightly different each time he rehearsed the number. We didn't see how we could possibly match the effect of what was filmed by lip-synching the sound later on. He simply didn't do it the same way twice," Scheid recalled.

This particular emergency called for innovation. For the first time in Scheid's memory, a remote radio pickup, from a small mike hidden under Harrison's costume, was used to record a song in a motion picture.

The result?

"It is evident when you see and hear the film," said Scheid.

"There is no doubt in anyone's mind that Harrison is singing as he goes through his paces. And, he is doing it effectively, with real, not measured emotion."

There are various ways in which a production mixer can help a performer on the set. The best, according to Scheid, is to do nothing to the actor's voice.

"You can maintain the same power of delivery and still control the volume.

"After a while, you can tell five or six words BEFORE an actor's voice is going to go on. Then, you can help him control the volume without changing the power of his delivery," Scheid explained.

It was this emotional delivery that Warner Bros. was trying to preserve by avoiding looping.

Cukor carried out this plan with a determination which even saw him stop a scene to allow the noise of a passing truck

to get out of range. This was nothing new. It was just something which has not been done often in Hollywood since Warner Bros. helped to develop looping techniques almost 30 years ago.

As Warner Bros. went into the rough cut stage with "My Fair Lady," it appeared certain that voice looping would be at a minimum.

While the theme music of the great show remained unchanged, Groves said, the score was matched to the action of the rough cut. The music will be released as a Columbia album made from the original tape.

All of the music mixing, incidentally, took place at Sam Goldwyn Studios, where the new Eastman magnetic film was put to its first really demanding test in Hollywood.

Because of its very reliable sound transfer qualities, the new material was also being used in making the final composite for the six-track 70mm film.

## **How Warner Bros. Built A Better Blockbuster**

At Warner Brothers, "My Fair Lady," is considered to be a long-term investment—but not a long-term production project.

The blockbuster went into production in August, 1963, at Warner Brothers Burbank Studios with three production units working and an estimated budget of \$17 million (including \$5.5 million paid CBS for the screen rights).

The SuperPanavision 70 production pulled no punches. With Academy Award winner Harry Stradling, A.S.C., directing photography on the first unit, Warner Brothers brought in the equally highly-regarded Robert Surtees, A.S.C., to call shots for the second unit.

Unit three was set up for dress rehearsals, so the cameras could be kept rolling day-after-day, making it possible for the big blockbuster to be brought home right on budget. Equally important, it was to be completed right on time.

Scheduled for its World Premiere at New York's Criterion Theatre on October 21, 1964, producer Jack L. Warner sees an eventual gross of "at least \$100 million" for "My Fair Lady."

Warner Brothers already has been guaranteed a record \$1,250,000 advance from the New York premiere engagement. In fact, the Criterion run will set the pattern for subsequent openings. There will be 10 performances per week, with additional showings in the summer and during the holiday periods. All seats will be reserved.

One week after the world premiere in New York, the film will open at the Egyptian Theatre in Hollywood. These will be followed by additional bookings in the United States and overseas.

With "My Fair Lady," Warner Brothers will have reaffirmed some very important facts about Hollywood and the filmmaking industry. These facts should make the people who finance motion pictures take notice.

*Warner Brothers started by buying the most expensive property in screen-land history.*

*They have produced it with the highest priced artistic and technical talent available.*

*As a result, they will bring in a film which artistically and technically is as close to perfection as possible.*

*In time, they will gross more than five times their investment.*

**This is good business in any business.**



# Creating the Main Title for "My Fair Lady"



Wayne Fitzgerald studies stripes of 35mm color transparencies from which the floral backgrounds were filmed. More than 4,000 feet of film was exposed before Warner Bros. decided upon the 300 feet which would be used for the main title and prologue.

The main title—a minute or so of film flickers onto the screen and then on with the story.

"Not quite as simple as that," said Wayne Fitzgerald, the young account executive at Pacific Title and Art Studio who helped to design and supervise the nearly year-long effort in preparing the main title for Warner Bros. "My Fair Lady."

"While a main title might occupy less than one per cent—a minute—of the total screen time of any film, sometimes it can take that long, a year, to get what you want.

"Remember, in a main title what we are really doing is setting the stage; presenting our credentials, in a sense, for what is to follow. It is the leader for a multi-million dollar investment.

"The fact that we have only a minute or two to do this makes it more of a challenge."

Fitzgerald's own credentials for meeting this challenge are well-documented. He came to Pacific Title and Art Studio thirteen years ago as an artist.

In 1957, he became responsible for directing all of the titles which Warner Bros. contracts to Pacific Title and Art.

In 1961, as an Art Director, Fitzgerald won industry-wide kudos for the unique "Walking Toy Soldier," created for Warner Bros.' "The Music Man."

Last May (1963), he was told about "My Fair Lady" for the first time by art director, Gene Allen.

Within four days, he made his first color test with the then-new Eastman Color Negative Film, Type 5251, used in production.

Everyone from producer Jack Warner to Director George Cukor became involved in the production of the title.

Almost from the beginning, they were determined that the key to the title would

be the super-imposure of credits over a background of flowers—period flowers from the film's opening scene in an 18th century English flower mart.

The Warners' production team felt that this would provide an appropriate showcase for introducing the impressive aggregation of talent gathered for the production in a dignified manner. ("We didn't want any gimmicks or tricks," Fitzgerald explained.) At the same time, it would properly set the stage for the film's opening scene at the flower mart.

"What we needed, then, was a total of three minutes and 20 seconds—or 300 feet of film—of exceptionally beautiful pictures of period flowers," said Fitzgerald.

Two minutes of the screen time were used for the main title and one minute and twenty seconds as background for prologue.

"The producer wanted the curtain to be open while the overture music was playing. This was in line with the whole idea of the film—a marriage between outstanding music and colorful background.

"The first idea we had was to take the route of least resistance. Warner Bros. had banks of daisies, snapdragons, carnations and geraniums on the flower mart set. So, we did what came naturally. We had a cameraman shoot hundreds of feet of film, zooming in and out and panning these banks," the title director concluded.

The result?

Under the hot studio lights necessary for exposing the 65mm color negative film, the flowers wilted enough to be apparent in the abstract close-ups which art director Allen was seeking.

On the Warners' lot, working on the "My Fair Lady" set, was the world famous English still photographer, Cecil Beaton. Beaton was taking stills of the production, which were to eventually appear in a number of home and family magazines, including Vogue.

Warner Bros. had Beaton shoot color transparencies, from every angle and elevation, of the banks of flowers on the mart set. These transparencies, exposed with 35mm Ektachrome film, provided true color reproductions of "real" flowers.

The 8" x 10" transparencies chosen were individually backlit and photographed with a motion picture camera.

The cameraman acted as though he were actually photographing real banks of flowers. He panned and zoomed the camera.

"But, we still came up with just pictures of flowers—not the feeling we wanted to create," explained Fitzgerald.

"However, by this time, we knew that we were on the right track. We went through the same procedure of individually mounting and backlighting each transparency which we thought would be useful.



In this case, Gene Allen and the cinematographer used the motion picture camera, in a sense, like a still camera. If he wanted an abstract picture of a petal or a daisy, he focused on just that, and ran off an adequate amount of film to permit the superimposition of a title."

Title-to-title fades were created on an optical printer.

While this system provided the means for achieving the end that Warner Bros. was seeking, it was not without its technical problems.

For example, many scenes only used a small portion of a transparency on the screen. Sometimes a field only  $\frac{1}{2}$ " wide. However, we found that by throwing a very small original onto a wide screen, every minor imperfection—every speck of dirt—would appear to be glaring.

Extreme care had to be taken in the handling of the transparency material, and a special cleaning process was used. Later, careful screening by George Cukor cut the 4,000 feet of negative film exposed down to the 300 feet needed.

Also, Panavision designed and constructed a special foot-long bellows barrel for the Super Panavision Camera used to photograph the title background. This permitted transparency to photograph, since it was now possible to move the lens extension almost right up to the transparency itself.

Pacific Title and Art actually developed 10 different styles for use in writing the credits. Finally, Warner Bros. settled on a Spencerian script, which lent topical flavor to the main title, but was still easily read.

The first inclination was to print the script right onto the transparencies. Then the title and backgrounds could be photographed in a single operation. This eliminated the need for making the title print from a second generation composite on film.

"But we had to make still photo prints and photograph them with titles over them. So we still had to copy a copy onto film.

"Then, we discovered that the grain structure of the new color negative was fine enough to permit us to go to an extra generation of printing without losing the screen quality which we felt was necessary for creating the quality floral background desired," Fitzgerald concluded.

So, each credit was hand-painted onto a 4' x 5' glass plate. The plates were photographed. Then, after the backgrounds were chosen and tested for action and pace many times, both prints—the background and the credits—were sent to Technicolor Laboratories, where a composite was optically printed, and dissolves were made. The end result was a series of strikingly colorful background shots, featuring a dramatic panorama of views of flowers.

## Production Notes For "My Fair Lady"

"My Fair Lady" has been designed by Warner Bros. to bring world audiences what may well be the richest entertainment rewards in the history of motion pictures.

This \$17,000,000 production is a dazzling presentation of the international musical hit by Alan Jay Lerner and Frederick Loewe. It is the most costly and elaborate motion picture ever filmed by Warner Bros., and it has been treated with a view to achieving perfection in every department—a visual, dramatic, musical and technical perfection never before believed possible on the screen.

A full year of painstaking effort and loving care went into this film presentation, which adds new dimensions to the fantastic success story already enjoyed by "My Fair Lady." From its creation by George Bernard Shaw in the play "Pygmalion" in 1912 through its world-wide success as a musical comedy, "My Fair Lady" has established itself as an immortal hit.

The radiant talents of Audrey Hepburn and the resourceful eloquence and appeal of Rex Harrison are combined to give the picture a stellar magnetism calculated to win audiences everywhere.

It was personally produced by Jack L. Warner, president of Warner Bros. Pictures, in Technicolor and SuperPanavision 70, and directed by George Cukor, whose distinguished Hollywood career embraces his pictures from Garbo's "Camille" to Judy Garland's "A Star Is Born."

From early January, 1963, to its start the following August, the picture was in creative preparation. Actual production lasted five months, after which the editing and scoring carried well into the spring of 1964. Even before the film was completed, arrangements had been made for its national premieres, with guaranteed advances from the Criterion Theatre, New York, for an Oct. 21st opening, the Palace Theatre, Chicago, on Oct. 23rd, and the Egyptian Theatre, Hollywood on Oct. 28th.

A total of 1,086 costumes were especially designed and made for the production at a cost of \$500,000.

And more than \$1,000,000 was expended on the sets, which at one time occupied a majority of the Warner Studio sound stages.

Among them is the Covent Garden market place, with St. Paul's portico and the opera house adjoining. This is where "My Fair Lady" opens up on a rain-drenched night, the wet cobblestones alive with gaudy opera-goers and loud with the caterwauling of cockney flower and fruit vendors.

The four-story Wimpole Street residence of Professor Higgins, constructed in accurate detail after the period, was ingeniously designed by art director Gene Allen with walls mounted on wheels that could be rolled away on wide-gauge tracks to facilitate the movement of the cameras. The handsomely curved staircase is made of rich oak, the stained glass windows hand-painted, and the wallpaper, door fittings and furnishings were imported from England.

Most spectacular of the sets is probably the Ascot Park, where 300 extravagantly gowned ladies and smartly tailored men perform "The Ascot Gavotte." The wondrous styling and costumery of the sequence, with its deceptively simple balance and design in greys and whites, backlighting in glaring white, is considered one of the most memorable motion picture sights of all time. The greensward on which the performers do the gavotte is actually expensive and specially dyed carpeting. Touches of color are added in the enormous baskets of hydrangeas and in the red rose in Eliza Doolittle's hat.

Another striking set is the Embassy Ballroom where Eliza waltzes under a crystal chandelier with the Prince of Transylvania amid the pastel-clad ladies and tail-coated gentlemen.

The London engagement of "My Fair Lady" endured for 2,090 performances between April, 1958, and the summer of 1963, and the production has played, and is continuing to play, in many cities of the United States and in many countries of the world. Among them, the South American and Scandinavian nations, Germany (where no less than three separate companies have been in action), Australia, Japan, Italy, Iceland, New Zealand, Austria, Mexico and Israel. There is probably not an hour of the day in which "My Fair Lady" is not being performed somewhere in the world.

In the biggest operation of its kind in studio history, Stage 3 was turned into a wardrobe and makeup division for the Ascot Races and Embassy Ball sequences. A total of 35 hairdressers, 26 makeup men and 17 wardrobe women took care of the 150 women who participated in the scenes. Wigs costing \$60,000 were used by the players. The makeup experts turned out 2000 female makeup jobs and 1500 male makeups during one week.