Contents

Cast & Crew 7

Ears Are Extra: An Appreciation of *Phantom of the Mall: Eric's Revenge*
by Daniel R. Budnik 9

The Midwood Mall and the End of an Era
by Amanda Reyes 19

Original Production Notes 27

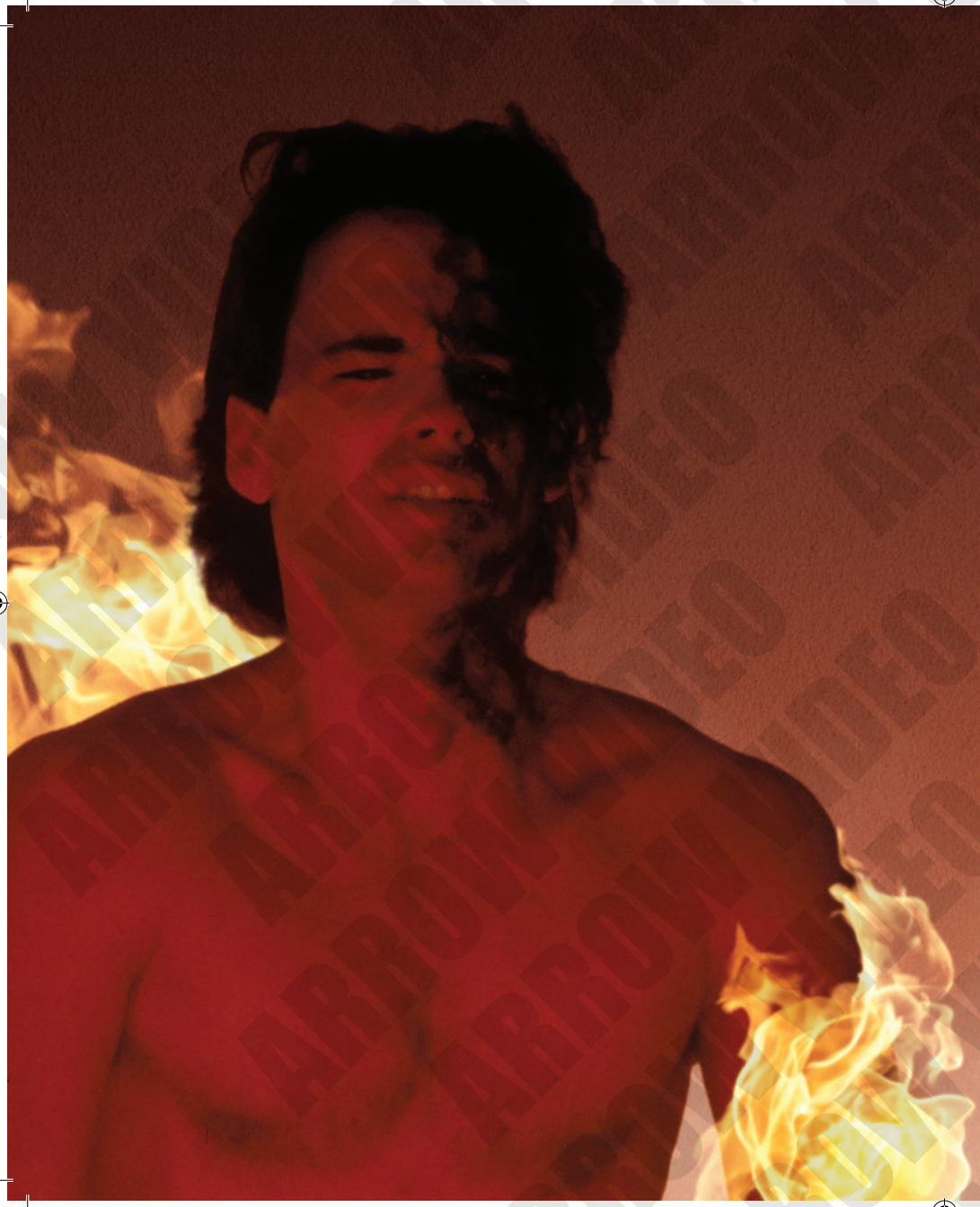
About the Restoration 54

Cast

Derek Rydall Eric Matthews
Kari Whitman Melody Austin
Morgan Fairchild Karen Wilton
Jonathan Goldsmith Harv Posner
Rob Estes Peter Baldwin
Pauly Shore Buzz
Kimber Sissons Susie
Gregory Scott Cummins Christopher Volker
Tom Fridley Justin
Ken Foree Acardi

Crew

Directed by **Richard Friedman**
Produced by **Thomas Fries**
Executive Producer **Charles Fries**
Screenplay by **Scott J. Schneid, Tony Michelman** and **Robert King**
Story by **Scott J. Schneid** and **Frederick R. Ulrich**
Director of Photography **Harry Mathias**
Film Editing by **Gregory F. Plotts** and **Amy Tompkins**
Music by **Stacy Widelitz**



Ears Are Extra: An Appreciation of *Phantom of the Mall: Eric's Revenge*

by Daniel R. Budnik

To Crysstin Dante for bringing her B Game

In 1990, I attended the opening of a mall. It was the Irondequoit Mall in my hometown of Irondequoit, NY, which was part of the city of Rochester. It was a huge mall, similar in construction to the Midwood Mall in *Phantom of the Mall: Eric's Revenge* (1989). All white surfaces with windows in the ceiling letting in copious amounts of natural light, foregoing the claustrophobic feel and the insinuatingly tacky look of many 1960s and 1970s malls. I remember a local news anchor was there along with a local sports celebrity to cut the ribbon. They welcomed us. We stormed the place. I was no mall rat. But I loved a mall with good bookstores, toy stores, and music stores. This was one of them.

The opening of Midwood Mall is a more elaborate affair. (They got Morgan Fairchild, for heaven's sake.) Lots of people standing around listening to speeches with hors d'oeuvres in hand. The best part of the speeches? When Mr. Posner, the owner of the mall, calls himself a "beloved parent." That doesn't bare itself out in the movie and it's a very amusing way to describe yourself. He and the Mayor, Karen Wilton (Fairchild), describe different wings of the mall being opened and a model of the mall lighting up each wing as opened. For some reason, we never really get a good look at the model—which makes for some confusion in the end, when the Mayor falls to her death onto something that looks like a prop from an Argento film. But I think it's the model mall. It could have been clearer. Anyway, the people at the opening are

having fun and that's all that matters. The mall is described as having four department stores and sixty clothing stores. Plus, a fro-yo place called The Chill Factor whose main employee we shall talk about in a moment. (Suffice it to say, his time spent on *Jury Duty* [1995] made a weary world laugh.) It is also, like The Irondequoit Mall, located within its namesake town of Midwood. When I grew up, malls were places you drove to. They were day trips. Having a mall up the street was a treat. Midwood Mall seems to be the perfect mall.

There's only one problem: remember how the housing development in *Poltergeist* (1982) was built over a graveyard? Midwood Mall is built on the site of unfairly condemned homes, broken families, destruction, and death. The film will deal with the survivor of all this capitalistic aggression turning the tables on those who desecrated suburbia to create a mall. (Somehow that seems counterproductive. Presumably you're building the mall for the suburbs and yet you destroyed a suburb to build the mall.) In contrast, the Irondequoit Mall was built on the ruins of the old Fargo Collision repair lot and the Mazzola family's All-Honda Used Car showroom. There were never any reports of *Christine*-like used cars stalking the shoppers there.

With the mall out of the way, let's hop into the movie. We're in the late 1980s. We're emulating, in some respects, Gaston Leroux's *The Phantom of the Opera*, although the mask of this Phantom, named Eric, seems to be modeled more on Andrew Lloyd Webber's *Phantom* musical, which was extremely popular at this time. We're also following the lead of the dozens (hundreds?) of slasher films that had proliferated across the decade. The film is copyright 1988. This was a time when the general popularity of slashers was nowhere near what it had been. They were seeking new life. Looking to be revitalized in the way they had been by Wes Craven's *A Nightmare on Elm Street* (1984) a few years before. It wouldn't be until Craven's *Scream* in 1996 that this happened. So, in the same way that slasher films floundered around in 1979–1980 between *Halloween* (1978) and *Friday the 13th* (1980) they were doing the same here.

Many slashers of this time went off on hybrid tangents, *Phantom of the Mall* included. *Pledge Night* (1988) is half-frat comedy/half-slasher.

Fatal Pulse (1988) is as interested in lovely ladies and nudity as much as it is with killing. *Neon Maniacs* (1986) crams its slasher into the first half hour and then goes rogue, climaxing in a brilliant Battle of the Bands. *Chopping Mall* (1986) brings us killer robots. Straightforward slashers were few and far between. Speaking of *Chopping Mall*, malls were not all over horror films at this time, but they did appear. *Chopping Mall*, *Phantom of the Mall*, *The Initiation* (1984), the "Phantom of the Galleria" episode of the TV show *Shadow Chasers* (1985–1986). (Not forgetting the glorious furniture store in *Hide and Go Shriek* [1988].) And speaking of Phantoms, this was also the time of *Phantom of the Ritz* (1988) and the 1989 *Phantom of the Opera* remake with Robert Englund. *Phantom of the Mall* happens to be parked right at the crossroads of all this genre fun/confusion/experimentation.

The chintziness of the original VHS cover for *Phantom of the Mall: Eric's Revenge* alongside the awkward title always used to make me think that this was some super cheap (maybe SOV) number, until I watched it. This was the time of *Return of the Living Dead Part II* (1988), *Ghost Stories: Graveyard Thriller* (1986), *Sorority Girls and the Creature from Hell* (1990), *Possession: Until Death Do You Part* (1987), and *Jack Tillman: The Survivalist* (1987). *Phantom of the Mall* stands in good stead with other awkwardly titled movies of its era.

The film features a main foursome of teens/young people alongside Eric, the more standard bad guys and general cannon fodder. Let's take a quick look at the main foursome and Eric:

Melody: Ostensibly the Final Girl, except for the fact that so many people are still alive at the end. She's very cute and very broken up over losing her boyfriend Eric in a tragic fire. She has the Final Girl distinction of two onscreen sex scenes and a third interrupted by fire. Granted, they are all dreams or memories but that's two more sex scenes (onscreen or otherwise) than the average Final Girl gets.

Peter: A hunk. Some kind of photographer/reporter for some sort of newspaper. He has several conversations with Melody that feel like they have important connective moments cut out of them. Specifically, their first chat and when they're going over evidence of a rogue security

guard. Melody prefers him to Eric. Especially after she's seen that the fire has made half of Eric's face look like Xtro.

Susie: Melody's very cute friend. She doesn't do much in the film. Buzz flirts with her. But, unfortunately, when the two of them are together, she is eclipsed by the fact that Buzz is...

Pauly Shore (I mean, Buzz): Are we on the cusp of a Pauly Shore renaissance? Possibly. He brings an energy into the film that, frankly, the other three leads don't have. From the scene where he moons a security guard to the scene where he steals a motorcycle, he's a hoot. There's just enough of him in the movie to be just enough of him.

Eric: Loves Melody. Knows karate. Expert archer. Lash LaRue-level roping skills. Lives in an Under Mall of some sort where he has access to every store. Always in the right place at the right time with the right thing. Also, horribly burnt and a murdering psychotic. Nobody's perfect.

The other characters are secondary: Posner, the mall owner. Sleazy guy with a hilariously rebellious son. Karen the Mayor. She seems very nice. Keep the emphasis on "seems." Ken Foree as a security guard. He doesn't do much but he's always great to see. There's also the rogue security guard, played by Gregory Scott Cummins, who torches Eric's house and is after Melody. He's alternately very creepy and a bit goofy. There's also a lot of cannon fodder.

One of the great joys of this film is the focus shift about halfway into the movie. The first half is Eric killing people coupled with the dawning revelation that, yes Melody, there is a phantom in this mall. Then, the movie shifts and adopts the classic 1970s/ 1980s TV detective/action trope of The Rich Developers who are willing to kill and destroy to get valuable land so they can get richer. That makes the last 35 minutes or so into more of an action thriller than a horror film. There's a car chase in a parking garage. (It ends with a guy who must have been from the Jackie Chan Stunt Team getting hit by a car because it's a "That guy must be dead!" kind of stunt.) There are a couple of kung fu battles/ fistfights. It all culminates with a wonderfully done stunt sequence in the rafters of the mall. Melody hanging from the banner, in particular,

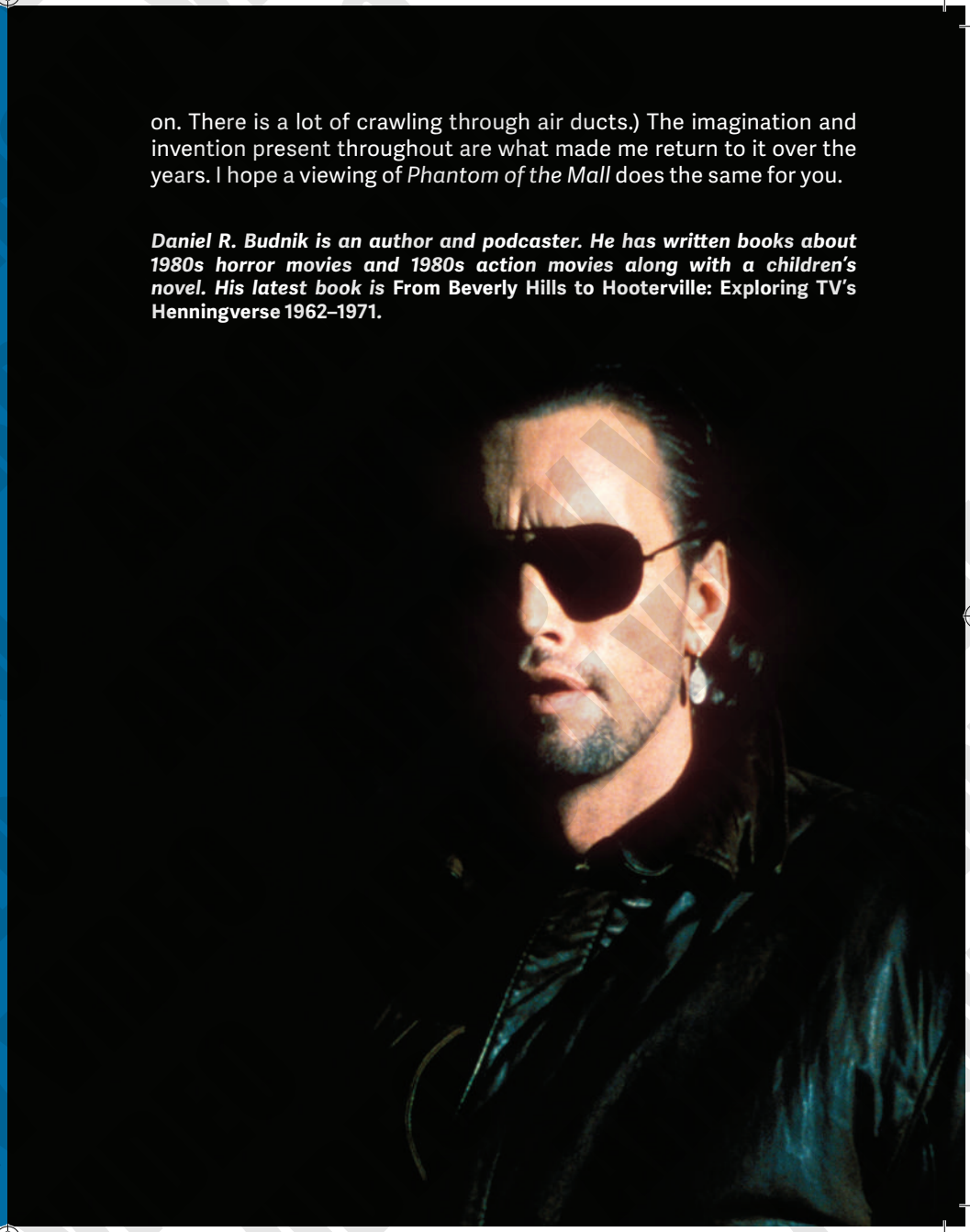
is craziness. Oh, and there's an explosion, which puts it in the exalted realms of *Massacre at Central High* (1976) or *Heathers* (1988). Although Eric does set the explosion to destroy the upper world and seal him and Melody in the underworld, which is a novelty.

The evil developer trope isn't an original one, but in this context it really livens up the second half of the film. Not that it was dragging but the shift prevents that from ever happening. The only drawback is that by switching the focus from Eric to more standard bad guys it makes the big reunion scene between Melody and Eric feel like an afterthought. The movie is kicking along. Then it stops dead for this scene that really, for me, doesn't resonate. Melody is put off by his burns. She doesn't want their old life back. Eric wants it back and is willing to hurt her (and kill everyone else) to get it. It feels like the scene could have been left out or substituted with something more original. Maybe Melody could have never known it was Eric? Maybe the tragedy could have been heightened by him never getting a chance to speak to her? His destruction of the mall could have been a "We Belong Dead" style sequence à la *Bride of Frankenstein* (1935). Instead, we get a scene that slows the movie down and is far too obvious. Luckily, it does end in a fistfight. That helps.

There is more to talk about, but I wanted to wrap-up with another personal memory that possibly relates to the production of the film. The other materials on this Blu-ray will elucidate the making of *Phantom of the Mall*. This was my observation from experience. In the summer of 1990, myself and two friends shot a video around our hometown for a yearbook presentation. One of our stops was the Irondequoit Mall. While there, we were told by a security guard that we could shoot anywhere in the mall, except in the stores. We did just that. I feel like the crew of *Phantom of the Mall* were told the same thing. It costs money to shoot in stores. That's why there are only a few scenes set in actual stores. (Sam Goody, for example.) The other scenes are in fake stores (these are usually scenes of Eric stealing) and always feel like fake stores. That's part of the fun.

In fact, it is a fun movie. It might not be a top-tier film but it's worth more than one viewing. (Occasionally to figure out what's going on. There is a lot of crawling through air ducts.) The imagination and invention present throughout are what made me return to it over the years. I hope a viewing of *Phantom of the Mall* does the same for you.

***Daniel R. Budnik is an author and podcaster. He has written books about 1980s horror movies and 1980s action movies along with a children's novel. His latest book is* From Beverly Hills to Hooterville: Exploring TV's Henningverse 1962–1971.**



The Midwood Mall and the End of an Era

by Amanda Reyes

In 1989, a photographer named Michael Galinsky took a road trip, stopping at various malls along the way. He snapped photos of people and shops as part of an ambitious project, which had branched out from a student assignment while he was attending NYU. After his whirlwind trip, which took him from coast to coast, the photos were tucked neatly away, a dusty afterthought, as Galinsky went about his life. Decades later, he decided to scan a few of his pictures and they appeared on the website Retronaut. People went crazy for the stark, un-hyper realized images that caught us exactly as we were in the last year of the 1980s. He compiled his pictures and in 2013 released a coffee table book titled *Malls Across America*. The compilation is an extraordinary time capsule, featuring images of teens in stone-washed jeans with very big hair, the interiors of stores like Sam Goody, and best of all are the images of different types of people just hanging out. This was the late 1980s as it looked to most of us, zits and all. Galinsky's photos manage to be a wonderfully nostalgic time capsule as well as a melancholic look back at the wonderful world of mall culture. But this was the beginning of the end of these kinds of shopping venues, and his photographs have become the ultimate artifact of what once was.

While the filmmakers associated with *Phantom of the Mall: Eric's Revenge* couldn't have known that they too were cataloging the end of an era, there remains something so tangible and genuine about the mall as they have (re)constructed it.

Mostly shot in a real mall, the opening scene of the film features a greedy land developer named Posner (Jonathan Goldsmith) proclaiming "Midwood, your time has come. No more shopping in the rain. No more trucking 45 miles to the southern mall. No thank you. No more Saturday night, and where are my kids?" The new, ultra-modern mall has come

to Midwood, and it was ready to provide jobs, give kids a place to hang and, in general, to operate as the town's center of activities.

By 1989, malls were everywhere, and they worked exactly as Posner stated. They provided little suburban paradises, where everything you could dream of was right at your fingertips. It was a place where teens could get mini faux doses of independence because parents were more comfortable letting their kids run wild in what was essentially still a controlled space. It was where I landed my first job (Miller's Outpost!), and it was where I was asked out on a date for one of the first times (he worked at Warehouse Records). The mall was its own microcosm of Americana. Luxury, accessibility, community, and a bitchin' food court.

Perhaps it is ironic that the "Godfather" of the mall wasn't from America. Victor Gruen was an Austrian born architect who migrated to the United States just prior to World War II. In the mid-1950s, he co-designed the world's first fully enclosed shopping mall. It is located in Edina, Minnesota, and is called the Southdale Center. It officially opened in 1956.

After World War II, as people began to move outside of the cities, settling in various tract housing communities, Gruen became preoccupied with the concept of suburban isolation. He saw the mall as an answer to a growing problem, and his center was more than just a walkway of retail venues. According to WTTW, "Southdale Center provided a light-filled interior that [Gruen] called the 'Garden Court of Perpetual Spring'—a large open space with a goldfish pond and bird aviary, sculptures, and a sidewalk café." The Southdale Center was not intended to just serve consumerist needs, it was to be a space for thoughtful reflection. A calm amongst the continuing suburban sprawl.

Gruen co-designed the building with Elise Krummeck as sort of an experiment. The architects incorporated a post office and a library amongst the retail spaces, in an effort to flesh out their idea of a

utopian community center for suburbanites. At the time of writing, the Southdale Center is still in full operation.

Since then, at least one new mall was built every year until the late 1980s, and there were at least 1,500 malls thriving by the time Eric started stalking the ventilation ducts in Midwood. So, it must come as no surprise that by the mid-1980s, malls had firmly cemented themselves into American culture. In 1986, *Consumer Reports* contended that they were the "new Main Streets of America."

I tend to be in agreement with *Consumer Reports*. My memories of my own local shopping center (The Meadows Mall in Las Vegas, Nevada) include overcrowded footpaths, jam-packed food courts, and a wide variety of people, although it seemed so much of it was just us kids from high school. And, of course, sale signs, and materialistic desires bled out of every store. I struggled to carry pace with the variety of goods. If it wasn't the latest Bangles album or that great skirt on display in the windows of Judy's (a shop later lampooned in a zinger insult featured in *Clueless* [1995]), it was something else, and I had to figure out how to keep up with the teen Joneses. So, I found work at the mall.

The experience of job interviews, and the mundane retail and restaurant labor featured in *Phantom of the Mall* isn't too far from my own experiences in the late 1980s, although I admit I did not care for customer service. But I needed to work at the mall so I could afford to shop at the mall. It was all terribly ironic, but I honestly loved every second.

When I was a little older, and just out of high school, the mall still remained an important venue for meetups. My friends and I scoured Suncoast Video for the most affordable horror releases, and we took excited sojourns into Sam Goody's for the latest cassingles. I had friends who were managers or employees of various establishments. We shared discounts. It was a bonding thing.

And then the 1990s arrived, and mall culture began to fall by the wayside. In fact, mall construction had declined by 70% in 1989. Many have speculated why these shopping centers were dying (giving birth to the sad but eerily beautiful abandoned mall phenomenon of the new millennium), and these theories range from oversaturation to less affordable goods to the internet which has rendered in-person shopping obsolete.

Still, throughout the years, the mall would, at least for me, remain a bit of a sanctuary. It wasn't exactly how Gruen envisioned it, but I still find it provides space for reflection as I hang outside The Cheesecake Factory, people watching (where, oh where is Orange Julius these days?). Well, rumination, and something spiffy from the Forever 21 sale.

***Amanda Reyes is a film historian and author who edited and co-wrote* Are You in the House Alone? A TV Movie Compendium: 1964-1999.**

Original Production Notes

ABOUT THE STORY

As childhood sweethearts, Eric Matthews and Melody Austin vowed never to part. But one night, as the teenage lovers dance in his bedroom to their special song, enjoying the fragrance of his gift—her favorite flowers—their promise of togetherness is tragically destroyed.

A raging inferno sweeps the house. He shoves her through a broken window just as a burst of flames tumble a bookcase, trapping him. Helplessly straining to pull him out the window, Melody slides off the second floor ledge, and crashes to the ground.

As the fire engulfs Eric, someone douses Melody with gasoline. Barely conscious, she sees a St. Christopher's medal dangling from the arsonist's ear, and hears an approaching siren as he opens a book of matches...

ONE YEAR LATER

Memories of that fateful night surface as Melody and her friends, Susie and Buzz, begin working at a fabulous new shopping mall—built on the site of Eric's burned house. No one seemed to believe Melody's story of a mysterious arsonist wearing a medal earring. The fire that killed Eric and his family was attributed to faulty wiring and forgotten, when the Matthews were buried.

Over the year that the mall was being built, Melody slowly recovered from her traumatic loss. Now, she is ready to leave the past behind—a fact evidenced by her attraction to Peter Baldwin, a newspaper photographer covering the mall's opening day celebration.

AN EYE FOR AN EYE

But the past isn't ready to let Melody go. Haunting reminders of Eric appear inexplicably: a bouquet of her favorite flowers, their special song popping up on the jukebox in the mall disco where she waitresses.

And, more ominous events unfold around her without her knowledge. A security guard vanishes after encountering a strange, phantom-like intruder. The mall manager's spoiled, trouble-making son, Justin, has a fatal date with an escalator, then disappears. The mall manager himself, Harv Posner, receives a gruesome messenger—the eyeballess body of a second security guard wearing a note, "an eye for an eye."

However, more pressing matters than a dead guard concern Posner, like the problem of raising the additional funds needed to complete the mall. He calls Christopher Volker to deal with the unexpected threat, and suddenly, a new security guard with a medal earring patrols the mall.

AN AVENGING ANGEL

One evening after work, Melody is attacked in the mall parking garage by a man in a black ski mask. Terrified, she fights her way free and runs off, trying to hide. Just as he finds her, Melody sees an astonishing sight poised high overhead in the shadows. Like an avenging angel, the Phantom unleashes a crossbow arrow and wounds her assailant. Mayor Karen Wilton speeds her car across the garage to Melody, and the wounded man escapes—temporarily—destined for a particularly nasty demise.

Meanwhile, Buzz discovers that Posner is using subliminal tapes on the mall shoppers, and Peter recognizes Volker by his distinctive medal earring. Just as Peter and Melody are putting the puzzle together—that Posner hired an arsonist because the Matthews wouldn't sell their land to mall developers, that maybe Eric didn't die in the fire—Volker captures them at gunpoint. Only seconds from death, an arrow suddenly knocks the gun from Volker's hand, and the Phantom aids their escape.

TONIGHT IT ENDS

As mall investors gather for an elegant, opening night party, Volker hunts Peter and Melody. They, in turn, hunt the Phantom to prove Eric is alive. And, from his underground lair, behind the mask hiding his hideous disfigurement, Eric watches Melody on security monitors, tortured by his obsessive love for her, twisted by his demented quest for vengeance against the mall.

Volker eventually corners Melody, but the Phantom rescues her again. He kills Volker, with the help of a trash compactor, and leaves the arsonist's grisly head for Posner with a final warning, "tonight it ends."

Melody awakens in a bizarre subterranean chamber, surrounded by displays of Eric's obsession with her, stunned by the eerie sight and sounds of the Phantom lifting weights. The shock of Eric's disfigurement fades against the tender remembrances of their past love—until she learns he intends for her to honor their childhood vow of eternal togetherness, if not in life, then in death—and, that he has planted a bomb in the mall, a bomb which is set and ticking...

* * *

Fries Entertainment presents *Phantom of the Mall* starring Derek Rydall as Eric Matthews, Kari Whitman as Melody Austin, Rob Estes as Peter Baldwin, Jonathan Goldsmith as Harv Posner, and Morgan Fairchild as Karen Wilton. The suspenseful tale of horror was directed by Richard Friedman, produced by Tom Fries and written by Scott J. Schneid & Tony Michelman and Robert King.

ABOUT THE PRODUCTION

Undoubtedly, comparisons will be made to the current crop of mindless slashers, but *Phantom of the Mall* ranges far beyond their limited scope. With no apologies or regrets, this tale of horror pays homage to its classic origins: the tragic love stories of *The Phantom of the Opera* and *Beauty and the Beast*, and the pathos evoked by *Frankenstein*.

Eric Matthews is also a man-made monster. A once handsome, gifted athlete with a promising future, he is cruelly wronged by the greed of others, and tragically cursed by an undeserved fate. Demented, true, even insane, but driven by love and hate, not evil, Eric never randomly target practices with the demonic malignancy of a Freddy Krueger, or Michael Myers.

Phantom of the Mall diverges from its predecessors, both classic and current, by deliberate choice.

"Four years ago, when the project first came to us," reveals producer Tom Fries, "it could have worked as straight horror, but not now. Over the interim, the premise was re-developed, gaining substance from cross-genres."

Fries describes the picture as a combination of spectacular action and slightly over the top, tongue-in-cheek humor, wrapped around a solid core of horror. To achieve this stylization, he contacted New York director Richard Friedman. "I sent Richard the script on Monday," explains Fries, "and flew him out here Wednesday. We talked, and I knew immediately he was right for the film—a belief confirmed by his first set-up, the first day of shooting."

Friedman's approach to directing *Phantom of the Mall* centered on the dual nature of the film, a recurring theme woven throughout every aspect of the production.

"The Phantom is ultimately a sympathetic figure," says Richard. "He is a tragic victim, half-human, half-monster, trapped inescapably between extremes. We deliberately used a teenager, with all the vitality and resilience of youth, who could conceivably survive such a horrible fate. But the cost of his survival? That dichotomy, normal teenage desires versus terrible physical, mental, and emotional damage, gave us the motivation needed to propel the movie beyond reality into fantasy realms of chilling horror and explosive action."

Candidly acknowledging the vital contributions of others, Tom Fries states, "People make it work. They come together like a large family

and are consumed by the project. All the preparation, the months of decisions, then suddenly the red light goes on."

Special make-up effects wizard Matthew Mungle took on the job of creating the Phantom's monstrous appearance. A professional for ten years, the Oklahoma-raised Mungle admits his career stemmed from a childhood fascination with movie creatures. Self-taught, casting and molding masks for school plays and the theatre, he devised props and make-up effects, turning the ordinary into the extraordinary.

Moving to Los Angeles in 1977, Matthew began networking with fellow craftsmen, finding various new chemicals, plastics, rubber, and the latest in latex for his horrendous creations.

"When Tom and Richard first approached me with the concept of the Phantom," relates Mungle, "we started with an extremely unrealistic transformation. Paring down from there, I researched actual burn victims and scar tissue, finally arriving at a half-normal, half-grotesque rendition. It's a believable disfigurement, given the cause, fire, and is also a consistent reflection of the Phantom's dual torment, the conflict between his inner, and outer, self." A result Mungle agrees may have been inspired, but modestly insists was not intentional.

"Special make-up effects are an aid to enhance an actor's performance. A tool for the actor's character. Whether the tool is used to best advantage depends on the requirements of the role and the actor's ability."

Believable, understated realism is Matthew's specialty. Yet, while feeling less is often best, in the gushing blood and gore department, such diverse credits as *The Dorm That Dripped Blood*, *The Power*, *The Kindred*, *Split Decision*, and *Dirty Rotten Scoundrels*, attest to his particular genius and expertise.

Choreographer Rhaz Zeisler came aboard the production with the task of interpreting the Phantom's twisted psyche through dance and gymnastic stunts.

"Tom didn't want a character from *Saturday Night Fever*," recalls Rhaz. "He wanted actor Derek Rydall to express Eric in terms of a strong,

young athlete furiously at odds with the limitations of his now burned, disabled body."

The Phantom is both graceful and awkward, a combination Zeisler found challenging to choreograph. How she retained the expression of that grace, while adding the physical restrictions, exemplifies her brilliant talent.

"By watching the actor, you observe how they interpret their character through body language. Then you create a vocabulary of movement for the actor, a bridge for him to extend the character into stunt/choreography."

"Derek did a terrific job," compliments Rhaz. "He was a layman, not a trained dancer, but he had the facility to express his emotions through movement, which is the key to dance. He was able to translate Eric's feelings with his body, especially the young man's repeated anger when forced to confront the reality of his appearance."

Zeisler, based in New York, has a history of undertaking unusual projects involving laymen. She credits adaptability for her success in films, on television and the professional stage. Among her kudos are choreographing a variety special for actor Richard Dreyfuss, and creating dance sequences for numerous music videos. She was nominated for an ACE Award for her direction of a PBS Dance Special and, recently, *Newsweek* magazine acclaimed her work on an industrial commercial with the praise, "Corporate goes Broadway."

Director of Photography Harry Mathias was entrusted with the chore of depicting the film's visual style. This ebullient, celebrated cinematographer was exactly the kind of Dickensian character you'd expect to find amidst the organized chaos of a movie set. Meticulous and passionately involved with his work, Mathias perfects each shot for his cameras.

"With a picture like this," he states, "retaining a sense of reality is crucial to visual interpretation and thematic continuity. *Phantom of the Mall* is not self-consciously a genre. As it happens, these films are often groundbreakers for new genres."

In collaboration with Fries and Friedman, Mathias' visual point-of-view reinforced the duality of the Phantom's character within the larger-than-life context of the movie.

"Almost half the picture was filmed on location in a mall—the average American kid's other babysitter," quips Mathias. "It was a difficult shooting environment, very exacting, very public. But we have a good crew. They know what they're doing."

Vividly contrasted against filming the reality of the mall, was the surreal look of the Phantom's lair, an insane habitat, sanely furnished, courtesy of the Phantom's shop-lifting expeditions into the mall.

"Photographing reality is fine," says Mathias, "but movie-making is about fantasy. The fun of creating is making the non-existent, exist, in the eye of the camera. Creating illusion, attaining that verisimilitude, is the magic of movie making."

Harry's delight in filming the illusion of the Phantom's lair is obvious. "Cave sweet home," he enthuses, dashing off to correct lighting, fix an angle, or call for more voodoo juice (smoky fog) in a flurry of last minute adjustments, despite calls of, "Are we ready yet, Harry?"

"Cinematography," Mathias sighs good-naturedly, "is like doing a painting on the railroad tracks. You always want just one more stroke, but if you do, the train gets you."

* * *

ABOUT THE CAST

DEREK RYDALL – Eric Matthews. Talented Derek Rydall, who plays the title role of disfigured teenager Eric, was born in Culver City, California, and is the nephew of film director Don Siegel. With such an illustrious show business uncle in his family lineage, Rydall insists he was not the slightest bit attracted to performing during his years at Calahan Street Elementary School or Nobel Junior High.

But later, while attending William S. Hart High School, his uncle recruited him to play one of actress Sheree North's children in the Charles Bronson film *Telefon*, and he admits, "the acting bug bit me!"

Derek began to appear in the school's drama class productions of such plays as *The Prisoner of Second Avenue* and *The Roar of the Crowd*, and enjoyed the response from the audience and the accolades from well-wishers for the roles he played.

And while he liked this aspect of his high school days, in reality, he wanted to be a doctor and was, indeed, studying to enter medical school when he began appearing in cable television commercials as a male model.

This led to his being signed by an agent who insisted he begin formal acting lessons.

After receiving national exposure in a Cherry 7-Up commercial, Rydall made his television acting debut in a *Mr. Belvedere* episode, and followed it with an appearance as a drug addict in the feature *Death Wish IV*.

Forsaking any thoughts of a career in medicine, young Derek starred in a movie-of-the-week titled *Moving Target*. He also stars in the upcoming film *Cry Devil*, and is the first to admit that, "deep down inside, I guess I always really wanted to act."

KARI WHITMAN – Melody Austin. Beautiful Kari Whitman, who portrays Eric's girlfriend Melody, claims that she may have inherited some artistic ability as an actress from her sculptor father.

"That's because my mother was a realtor," Kari laughingly admits, "and the only thing creative about that profession is the financing arrangements used to put deals together."

The Colorado-born actress said she always had a 'thing' for acting when, while attending Casey Junior High, she appeared in a school production of *Annie Get Your Gun*.

"I never felt that acting urge when I was at Mapleton Elementary and later at Fairview High School," she stated, "I just wasn't interested."

However, on graduating high school, she was attracted to modeling and began to work at that profession. When she later attended the University of Florida, and was modeling on the side, she knew her career was heading toward a future in the performing arts.

Kari's modeling assignments became more and more meaningful, and she began to gain recognition from print ads, and national television commercials for Burger King, Sprite, and Busch Beer.

This exposure helped her snare her first real acting job. "It was a small role in a *Miami Vice* episode shooting near where I lived," she said. "I played a waitress and I had a total of six lines," she laughed, "but they asked me back and I ended up doing two episodes."

Now armed with on-set experience in a top-rated show, Kari moved to New York and appeared in a small feature film titled *Master Blaster*, while she continued modeling and appearing in television commercials. She also began seriously studying under drama coach Jack Waltzer to hone her acting skills.

Kari has been seen in such television shows as *Aaron's Way*, and before winning her leading lady role in *Phantom of the Mall* she completed a road show tour of Thornton Wilder's *Ah, Wilderness*.

ROB ESTES – Peter Baldwin. Landing the role of ambitious newspaper photographer Peter Baldwin was like pulling teeth, literally, for Rob Estes. On the afternoon of final auditions, between a call-back appointment and a last recall, he had two infected wisdom teeth pulled! Discomfort aside, Rob got the part—a role that interested him because of the character's various degrees of shading.

"Baldwin is not a pure, plastic hero," says Rob. "His initial attraction to Melody is less than altruistic. She represents a career-making story. Their relationship develops naturally from that point, to the point where he is willing to risk his life for her."

Since playing the recurring part of all-American, high school jock Glen Gallagher, on the daytime drama *Days of our Lives*, Estes has tried to guide his career away from portraying role models—an effort hampered by his California-good looks and easy charm.

Born in Norfolk, Virginia, and raised in Michigan, Estes moved to Los Angeles at age 16. After high school, he decided to become a stuntman, but discovered that breaking into stuntwork was even more difficult than the stunts themselves. He enrolled at USC and, while there, was accepted into the prestigious BFA drama program where he learned acting from the ground up.

Still undecided about a career, Rob's fascination with acting occurred when he attended a restoration play.

"Actually," he amends humorously, "I was fascinated by a beautiful blonde in the play." Later, he realized his intrigue with the actress grew from her dynamic ability to project herself into any character.

Captivated by that power of illusion, Rob turned to acting, leaving *Days of our Lives* after a year to star in his first feature, *Uninvited*. The enormously talented young actor has also completed a starring role in the upcoming survival film *Trapper County War*, as well as starring in the television movies *Student Exchange* and *Perfect People*.

Rob's first love is the theatre. He recently had an opportunity to indulge that love when he was selected as one of the few young American actors chosen to appear at the world-famed Edinburgh Festival in Scotland, garnering excellent reviews for his performance in the stage production of *Extremities*.

When he is not on stage or before the cameras, Rob enjoys teaching one-on-one aerobics, and going on scuba diving expeditions.

JONATHAN GOLDSMITH – Harv Posner. With an outstanding career on Broadway, Jonathan Goldsmith, who portrays mall manager Harv Posner, wanted to take Hollywood by storm. Instead, he landed a job as a garbage collector.

But for this long-time Marina Del Rey resident, that is now many years behind him. Today, he is a successful actor with over 200 appearances on television and in movies. His credits include the critically acclaimed *Go Tell the Spartans, Ice Station Zebra,* and *Hang 'Em High,* and many recurring roles on *Dynasty* and *Dallas*.

There is much more to this actor, who often portrays the tough guy on screen. Jonathan Goldsmith has an on-going love affair with human life. He started his life-long involvement of helping others by contributing his time to the Herald Tribune Fresh Air Fund For Handicapped Children in New York. Now, he is an active member of the Board of Directors for the Malibu-based Free Arts For Abused Children. Volunteering his time raising funds, Goldsmith works closely with the children in addition to teaching acting at Camp David Gonzales Prison in Malibu Canyon.

MORGAN FAIRCHILD – Karen Wilton. The Phantom is not the only character wearing a mask in this chilling horror story. Glamorous Morgan Fairchild portrays Mayor Karen Wilton, a beast in the guise of beauty, the reality of evil masked by the appearance of good.

Morgan is no stranger to "book versus cover" roles. The Dallas-born beauty began her career as the paranoid murderess Jennifer Pace Phillips in the New York soap opera *Search for Tomorrow*. Moving to Los Angeles, Ms. Fairchild guest starred on several popular episodics, and played the recurring role of Jenna Wade on *Dallas*. She also appeared in the television movies *The Memory of Eva Ryker, The Initiation of Sarah, Murder in Music City,* and *Concrete Cowboys,* and the mini-series *The Dream Merchants,* winning raves for her portrayal of warped actress Dulcie Warren.

In 1980, Morgan gained stardom in the key role of Constance Weldon Carlyle on the series *Flamingo Road,* and also starred in the feature *The Seduction*. Returning to television movies, she starred in *Honeyboy, Time Bomb,* and *The Zany Adventures of Robin Hood*. She also stars in the soon-to-air, film noir detective story *Street of Dreams*.

Venturing on stage, Morgan received acclaim for her portrayal of Skye in the off-Broadway play *Geniuses*. Other stage appearances include productions of *Goodbye, Charlie* and *Gentlemen Prefer Blondes*.

After starring as lawyer Jordan Roberts in the 1985–86 season of the television series *Falcon Crest,* Morgan continued her career in feature films, starring in *Red-Headed Stranger, Campus Man,* and *Deadly Illusions*.

An accomplished actress, Ms. Fairchild is also the author of a beauty book, *Super Looks,* and an outspoken, dedicated supporter of AIDS research, the pro-choice movement, and the preservation of wilderness lands.

* * *

ABOUT THE CREW

HARRY MATHIAS – Director of Photography. A combined love of filming romance and special effects attracted Harry Mathias to *Phantom of the Mall*. Although his personal favorites are shooting romantic comedies, such as his acclaimed work on *My Chauffeur,* Harry is equally fond of the fantastic and bizarre—the kind of sci-fi special effects mastery he demonstrated in filming *Creature*.

With *Phantom,* Mathias had the aspects of a tragic love story, and the elements of special effects horror—a marriage of fantasy and reality he took great pleasure in revealing visually—especially the Phantom, establishing him slowly, bit by bit, with views arousing curiosity, suspicion and suspense.

The son of a jewelry store owner, Mathias was born in London but raised in San Francisco. His love affair with cameras began in high school with classes in journalism and photography. His first job was with a wire service as a newsreel journalist and still photographer, followed by work as a documentary cameraman.

Arriving in Hollywood, Harry's exceptional abilities as a camera operator on films like *Escape from Alcatraz, Airplane!, One from the Heart, An Officer and a Gentleman,* and *Blue Thunder,* quickly paved the way to his status as director of photography. Along with *Phantom of the Mall, My Chauffeur,* and *Creature,* Mathias' feature credits include *Pray TV,*

ERIC MATTHEW
APRIL 18, 1969
JUNE 30, 1988

the Academy Award-nominated theatrical short *Solly's Diner*, *The Right Stuff* (Second Unit), *Ernest Goes To Camp*, and *Beverly Hills Brats*. He has also filmed such television movies as *Bigfoot* and *Timestalkers*.

A compendium of the cinematographer's credits would include numerous television series, pilots and specials, notable music videos, prize-winning commercials, and honored documentaries. Mathias is also the author of two books on photography, and a specialist in shooting aerial, water, and snow productions, using innovative camera mounts of his own design.

TOM FRIES – Producer. You might say Tom Fries cut his teeth on films in the cutting room. A respected film doctor, Tom earned his reputation as an editor with more than a decade of experience. His impressive list of credits includes the mini-series *A Rumor of War*, *The Word*, and *The Martian Chronicles*, and such memorable television dramas as *Memorial Day*, *Rosie: The Rosemary Clooney Story*, and *Cocaine: One Man's Seduction*. Among other honors, Fries received an Emmy nomination for his editing achievements on *Bitter Harvest*, a telefilm based on a true story about poisoned livestock in America.

Moving into producing, Tom found his editing background invaluable. He also found that, while an editor's choices in cutting a film are finite, a producer's choices in making a film are infinite.

"Flexibility in managing those infinite choices," he states, "is essential to producing. Compromising intent is inevitable. The trick is not to compromise integrity."

Limited by price constraints and an exceedingly tight schedule, Fries maintained the integrity of his production, creating a fresh version of the classic with a new, teenaged *Phantom*, rather than cloning a remake of the old tale.

In addition to *Phantom of the Mall*, Fries also produced the feature *Flowers in the Attic*, and the television movies *Starcrossed* and *The Right of the People*.

Currently, Tom is Vice President of Production at Fries Entertainment, Inc., in charge of acquisitions and negative pick-ups.

RICHARD FRIEDMAN – Director. *Phantom of the Mall* is not the first movie helmed by Richard Friedman that explores the dark side of human nature. The multi-talented young director has an extensive background in horror films, as well as credentials in the related fields of eerie fantasy.

"Human nature is a lesson in appearance versus reality. Exploring that gap, whether in films like *Phantom*, or in real life, is endlessly fascinating. How we perceive evil, our reactions and judgments, are reflections of our nature. Horror/fantasy movies are an entertaining way of triggering those reflections."

Richard's tactics on the subject of scaring up human nature are evident in his work. Among his theatrical credits, Friedman wrote and directed the horror/ghost story *Scared Stiff*, and wrote, produced, and directed *Deathmask*, a psychological thriller that premiered at the Cannes Film Festival. He also directed the feature *Doom Asylum*, a comedy spoof of horror films—a genre that must be understood before it can be successfully parodied.

On television, Friedman has directed several episodes of the series *Friday The 13th* and *Tales from the Darkside*. He has also directed episodes of the nationally syndicated series *The Street*. Other accomplishments include staff director on the soap *Another World*, directing the anti-teen suicide music video "You're Only Human" by Billy Joel, and directing Richie Havens' "Love Is for the Choosing" music video.

With his career firmly on track, Friedman heartily admits he is doing what he has always wanted to do. But he very nearly hopped a different train. An avowed movie addict—a pastime aided and abetted by a movie theatre near his childhood home in Brooklyn—Richard grew up with ambitions of becoming a filmmaker.

"My parents, however," Friedman recalls, "were thinking more along the lines of doctor. I was a biology major and headed for medical school before I realized what was happening."

Derailing, Richard enrolled in The New York University Graduate Institute of Film, where he discovered an unexpected liking and talent for writing.

"The private joy and feeling of total control inherent in writing epitomize movie-making. The joy continues in creating a film, but total control ends with the written page."

Three years later, when his graduate thesis film rolled around, Friedman decided to forego a student film in favor of a real one. With perseverance, luck, and the kind of naiveté that accomplishes miracles, the aspiring writer/producer/director managed to finance *Deathmask*, a screenplay he wrote based on the true story of a New York doctor.

"Talk about ignorance being bliss," laughs Richard. "If I had known how hard it was going to be to raise money, I never would have attempted it." Regardless of what he says, it's obvious Friedman is not intimidated by obstacles.

So, what's next after directing *Phantom of the Mall*?

"New pastures," he replies with characteristic optimism. Shifting his attention away from horror and the dark side of human nature, Richard explains that he prefers to explore instead, the dark nature of human relationships—the kind of dark-natured-relationships superbly typified by such film noir movies as *The Postman Always Rings Twice* and *Body Heat*.

Taking action on this preference, Friedman wrote *Bungalow Nine*, a film noir screenplay that presently occupies first place on his filmmaking agenda.

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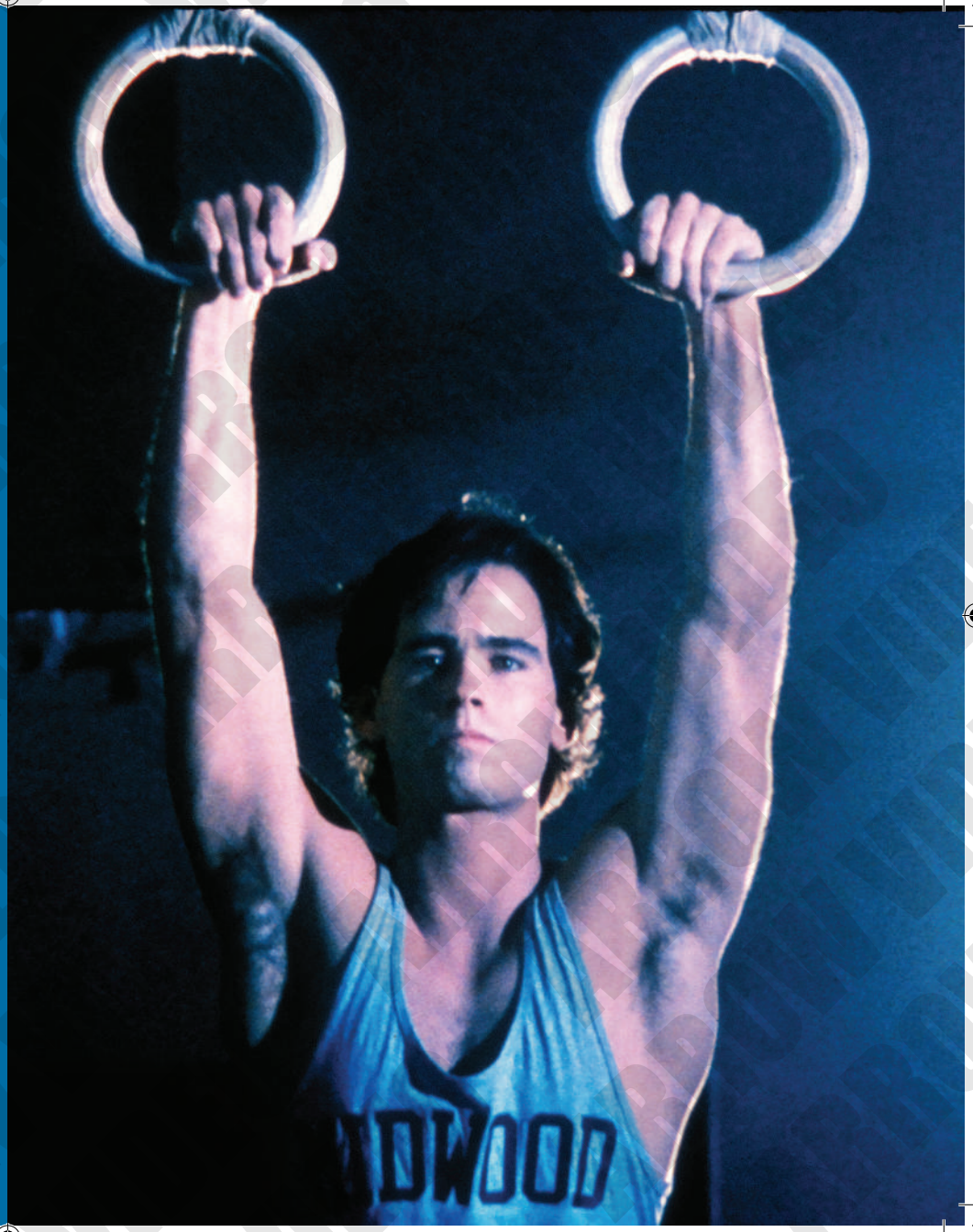

About the Restoration

Phantom of the Mall: Eric's Revenge has been exclusively restored by Arrow Films and is presented in its original 1.85:1 aspect ratio with stereo audio.

All restoration work was carried out at R3Store Studios in London. An original 35mm interpositive was scanned in 2K resolution at Technicolor, Hollywood. The film was graded and restored at R3Store Studios, London. The original stereo mix was remastered from the optical sound negatives.

Additional editing to produce the TV Cut and Composite "Phan" Cut (which combines footage from both the Theatrical and TV Cuts) was performed by Marc Morris. An SD video master was sourced to present the content unique to the TV Cut.

Restoration supervised by **James White (Arrow Films)**
R3Store Studios **Gerry Gedge, Jo Griffin,**
Nathan Leaman-Hill, Rich Watson
Deluxe Audio **Jordan Perry**
Technicolor **Kim Englert**

Production Credits

Disc and Booklet Produced by **Ewan Cant**
Executive Producers **Kevin Lambert, Francesco Simeoni**
Technical Producer **James White**
Disc Production Manager **Nora Mehenni**
QC **Alan Simmons**
Production Assistant **Samuel Thiery**
Blu-ray Mastering and Subtitling
The Engine House Media Services
Artwork by **Justin Osbourn**
Design by **Scott Saslow**

Special Thanks

Alex Agran, Adam Champ, Gregory Scott Cummins,
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Robert J. Koster, Jim Kunz, Tony Michelman, Marc Morris,
Matthew Mungle, Amanda Reyes, Pierre-André Rochat,
Derek Rydall, Scott J. Schneid, and Stacy Widelitz

There was a
Nightmare at the Mall.

Eric the Phantom
Struck.