

Highway  
29



How we made 3 feature films  
in 6 months using the Canon 5D  
Mark II, a Redrock rig, the  
Marantz PMD661, and our buddy  
Michael Miller's box truck.

Philip Dann and Lucas Butchart on  
location shooting *Elephant Sighs*.

## AN EPIC EXPERIENCE IN LOW-BUDGET FILMMAKING THAT TURNED FRIENDSHIP INTO A POWERFUL CREATIVE FORCE.

Ever found yourself in a situation that you didn't anticipate being in or have a chance to prepare for? Well, for us, that's filmmaking. Seems like there's never a way to be prepared for all that it throws at you, because it's a creative pursuit, after all, involving others. Lots of people you have to trust to carry your vision forward.

So now that everyone and their brother is making a digital feature film, we begin our story with an old adage. BE CAREFUL WHAT YOU WISH FOR - IT JUST MAY COME TRUE. (WILL YOU BE READY TO SEIZE THE DAY?)

At Highway 29, we started with a handful of friends and a passion for making great films, and, when the passion waned, the friendships kicked in, and, when friendships got strained, the story kept us going, because we all know that a good story is worth fighting for.

The Story of a 56-Year-Old Independent Filmmaker's

# BREAKTHRU



## A FATHER AND SONS STORY ...

In the beginning, this was a "father and sons story." You see, Les, Benjamin and Lucas Butchart are a father and his two sons. I am the father side of things.

My wife, Susan, and I had been running a small video company for over a decade, and back in 2008, we persuaded Lucas to come to work with us. Up until Lucas joined us, we had a comfy setup. We made enough money to get along, and the business kept us ... well, busy doing video.

But Lucas changed things. With the extra help he provided, I was able to turn my attention to writing again. I had always wanted to be a novelist, so I began writing novels. I was invited to Wildacres Writers Workshop one summer, and I made friends with a number of fine writers there. One of them, Ed Simpson, would eventually become my partner in another company called

New Garden Media, and we would make a movie called "Elephant Sighs" with Ed Asner and Jack Kehler ... but I'm getting ahead of myself.

The important point here is that the son allowed the father to begin focusing more attention on writing and developing movie projects. This included an original script called *Swimming in a Lake of Fire*, and a web drama called *The Hive*.

So, with the desire to make features welling up inside us, the three of us - Susan, Lucas and myself - formed a new division to make movies, and we called it Highway 29, because that's the highway that runs near our house, and we liked the road metaphor. In our minds, we were going somewhere new down that filmmaking highway. We just didn't know where.

Or how, or when ...

I never would have guessed that my sons would be the catalyst for a filmmaking career at the ripe old age of 56, but what a good ploy for staying young!



**Lucas and Benjamin Butchart**  
On location to shoot a video for *Saints at the River*, a new project from Highway 29 Motion Pictures. Highway 29's story is all about a family's persistence, and a handful of great friends who share a vision for making artful movies in Greensboro, NC.

# ON THE ELEPHANT SIGHS SET WITH ED ASNER



## A FATHER AND SONS STORY CONT'D...

Then, in the summer of 2009, Lucas and I were hired by Michael Vadini Productions to co-produce *Esposito*, a romantic comedy, shot in Charlotte, NC, written by Erin Fede and directed by our good friend, Matt Nunn. That was Movie No. 1, and we have Michael and Matt and Erin to thank for the gig that got everything started for Highway 29.

Michael Vadini then financed Movie No. 2, *Swimming in a Lake of Fire*, which we made in Greensboro, NC in the fall of 2009. Yes, it happened just that quickly.

During *Swimming*, our oldest son, Benjamin, began working with us as an actor and dog wrangler. (In 2010, when Lucas married and moved to France, Ben stepped up to assist with fundraising for our next project, *Saints at the River*, based on the great novel by Ron Rash.)

But flash back to the fall of 2009. At the same time we were shooting *Swimming*, we were in pre-production on *Elephant Sighs*, a feature written by my buddy, Ed Simpson. We went into full-tilt pre-pro in Dec. 2009 and started shooting Jan. 3. Twenty-one days later, Movie No. 3 was in the can. 3 features in 6 months!

## HWY29'S ADVICE TO FILMMAKERS WANTING TO BREAK INTO INDIE FEATURES.

Everyone will tell you that independent filmmaking is a team sport. It shouldn't be called "independent," it should be called "dependent filmmaking" because that's what you are, totally dependent on the collected talents of your cast and crew. To me, that's the beauty of the filmmaking creative process. Best case scenario - you feel like you are going into battle with a platoon of gung-ho professionals. Worst case - you find yourself being let down and discouraged by guys and gals that love to watch films but don't know diddlysquat about making them or have the work ethic and stamina for it. No guts, no glory, right?

My best advice to young filmmakers is to surround yourself with enough seasoned pros to carry you through when your shoot hits turbulence, which it will. Don't accept an amateur status even if you are one. And don't think your friends will keep showing up and working for free, or acting for free, forever. They will get smart real quick. They will learn that filmmaking is blue collar work, hard work, sweaty work, and usually quite boring. **SO, THOSE SIX TIPS ...**

# 6

**TIP #1:** **ALWAYS GO FOR QUALITY.** The role of the producer and production manager is to put together the best team possible. Strive for quality in every aspect of your show, but insist on A) a great script, B)

a great cast, and C) the best possible image.

**TIP #2:** Use light! People will tell you that the grungy unlit look is cool, and it may be cool to some people, but it's also ugly. Use some lights, go for a professional image, you can still do a moody, dark film, but it will look a whole lot better with some light in it. Light gives you **control** of the look.

**TIP #3:** Find some **money** for your production. Use it to buy food, gas and to pay people something. Even a little money makes a big diff. **TIP #4:** Make sure your director A) has a vision he can communicate, B) understands editing, and C) prepares in advance. **TIP #5:** Approach pre-pro as a team and prepare well.

**TIP #6:** Expect to be challenged and surprised, stay cool, it's just a movie, it's just your life, your career, your dream, your future, so: BACK TO **TIP #5** - PREPARE, PREPARE, THEN PREPARE MORE!!!!

### ESPOSITO



### SWIMMING IN A LAKE OF FIRE



### ELEPHANT SIGHES



### THE HIVE



# GAME CHANGER: CANON 5D MARK II

When was the last time I fell in love with a piece of technology? Hmm, I've always loved technology. But the Canon 5D Mark II is a magical device. For the price, there's currently not a camera that comes close to the beauty of the 5D full frame sensor.

I've worked in video my entire life. I remember shooting a lot of commercials on a portable one-inch tape machine! And oh yes, I not only remember tape-to-tape video editing, I have cut my own films together on an upright Moviola and Guillotine Splicer. So perhaps that makes me a whole lot more grateful for the first camera that delivers a true film-quality image for only \$2,699 (body). We bought a Redrock Micro follow-focus and mattebox for it and we were ready to roll. We used the same camera setup for all three features,

and for the web drama, THE HIVE, which will also be cut as a feature.

Issues? We had one occasion when a pixel got stuck, and a couple of occasions when dirt got on the sensor. A stuck pixel is white, dirt or a hair is a dark blurry speck or streak.

The only real pain in the neck with the 5D is focus, because the LCD is small, and there are times when you can't get your eye on it, so you attach a monitor, but a good sturdy monitor with a crisp image in bright sunlight is hard to find, and you can't shoot handheld very easily with a monitor. But you can check your shots immediately in the camera or dumped down to a high resolution computer screen.

For the Ed Asner film, we used a director's monitor that made life a lot easier for the director.



Chris Best as Lester in *Swimming in a Lake of Fire*.

## THE GEAR:



The bomb Canon 5D Mark II.



Marantz 2-track recorder.



Homemade "Uber Light."



Our buddy Mike Miller's box truck, a real life saver!



## MY VIEW: "ARTISAN FILMMAKING" (Or "why I even bother to make films.")

Yes, film is an awesome art form. There's that. I doubt you could find anybody who would dispute the fact. If they did, you could take them to see *Hugo* ... in 3D! And Scorsese would change their mind with his opening shot.

But very few of us get the chance to produce, write or direct a film on the massive scale of most Hollywood films. Heck, a lot of us don't live in Hollywood or aspire to live there. We are the true independents, working on "micro budgets" - that's the new term for "low budget" - some of us are even "no budget filmmakers." And that's where my wife and I started our filmmaking journey. Boy, what a journey it has been. A very personal struggle with what I could almost call the nasty, relentless "demon" of filmmaking. That pesky compulsion to create, that addiction to making art.

For me, the compulsion to make films comes as natural ... well, okay, why not ... as breathing. Writing comes just as natural. It's something I feel that God designed me to do. I know that other filmmakers, and other artists, feel exactly the same way. It's as if they have no choice in the matter. They are simply *driven*. Without their art, they would lack a sense of purpose and walk the streets aimlessly wondering why they were ever born, wondering what to do with the dreams dancing in their minds.

What often happens to artists is that the minefield of life and the seductions of commerce bend our thinking, our creativity, and sometimes our motivations out of shape, and we may lose the purer, heartfelt impulse toward art-making. That sucks, but it happens all the time.

The nature of film as a storytelling medium is to celebrate the drama of life and the beauty and diversity of humanity, to examine issues and ideas from the inside out, to encourage community, to challenge the status quo, to share visions of what's possible for mankind at its best, and spread warnings about what's possible for mankind at its worst.

In other words, filmmaking plays an important social role. That's why, at Highway29, we explore new directions for film through our "Eco-Cinema Initiative" for movies with an environmental theme, and through films like *Wrightsville*, a story we will use to raise awareness of the importance of breast cancer prevention.

As crucial as commerce is, ultimately filmmaking is about being a storyteller and an artist. And this is where my philosophy of filmmaking takes an odd turn. Where things becomes counter-intuitive. Please feel free to disagree with me. But here goes ...

You see, I believe there is a point at which sheer talent is more vital to a successful film than money. Sure, money can buy talent, but there are thousands of talented people in my community - actors, musicians, designers, makeup artists, costumers, etc. - who have talent to contribute to a micro-budget film. I'm talking about exceptionally talented people who just don't want to chase opportunities in Hollywood, or who don't want to live in New York or Atlanta or any other metropolis. They have opted out of the film mainstream. Great talent is plentiful, money is not as plentiful.

But more than that, there is a certain type of quality that is almost impossible to achieve on a big budget. I call it "artisan filmmaking," and true artisan quality in film depends on a stripped down approach that allows talent to shine through in a really good story-centered film. Indie films depend on a fluid, natural, simplified style of movie-making, and, in many cases, that style makes for a more original and artful movie.

The fact is, sometimes rough edges in a work of art are what keep it honest and real, and give it more impact. Remember *The 400 Blows*, or *Breathless*, or *Taxi Driver*, *Slingblade*, *Brothers McMullen*? Keeping things simple, raw, and real - that's artisan filmmaking at its best. That's what only indies can bring to the world of cinema.

## Key Elements of Artisan Filmmaking or "How to Kick A on a Low Budget"

Low-budget filmmaking isn't as hard as a lot of folks want you to believe it is. You know, those folks who like to make everything seem difficult. But you have to get your head wrapped around the process of making a film, and the central idea that EVERY SECOND MATTERS, and EVERY SCENE MATTERS. This is true from the beginning, from the first page of your script. There are very few money issues that can't be avoided when you write your script. There are a number of other potential problems, most of which can be avoided when you cast your movie and when you gather your crew. Insist on talented people who can contribute to making your film good, even great. Do your breakdown and schedule at [www.scenechronize.com](http://www.scenechronize.com) and you'll save yourself a ton of headaches. Shoot coverage, even on a low budget. Not unnecessary coverage, but enough coverage to allow your editor some leeway in how a scene flows. It's amazing what a good editor can do to improve your film. The story structure that goes into your screenplay is mirrored, in a way, by the creativity of your editor. The process that I mentioned earlier ... well, it's A) STORY / screenwriter / production designer, B) director / production manager, C) editor / post-production supervisor ... and each phase is critical in terms of creative input and collaboration,

and in terms of managing and supporting the creative effort. Artisan filmmaking isn't guerilla filmmaking, per se, because the artisan's goal is to make something of beauty and worth out of the stuff of life, and the artisan must embrace the craft of filmmaking, including lighting, camera movement, quality sound, talented acting, inspired storytelling, artful editing, and everything else that makes a film a unique work of art.

But the true artisan filmmaker is hands-on, working with all the elements from start to finish to craft a unique and compelling film experience. They are hands-on because they want to be, and maybe because they have to be, because they can't afford to hand off certain jobs to others. There's no better example of this than Robert Rodriguez and *El Mariachi*. Or John Sayles and his *Return of the Secaucus Seven*. Or Godard's *Breathless*. In every case, the rough edges of the artisan film are part of what makes it unique. The artisan style is honest and sometimes raw, often realistic and sometimes even a bit messy, but the key to every successful artisan film is the

story itself combined with the vision and persistence of the filmmaker and these are essentially the character traits of the artisan auteur, projected, as it were, through his film, giving us a glimpse of the soul that powers the vision, and isn't that the personal touch that every true artist strives for?



# ADVICE ON ACTORS



## GREAT ACTORS ARE BORN TO ACT ... AND TRAIN TO ACT

My advice on working with untrained actors? Don't, if you can avoid it. Find trained actors who really know their craft ... AND GIVE THEM THE BREAK THEY'VE BEEN LOOKING FOR instead of giving it to your best friend because he or she is cute and can act stupid convincingly. If someone tells you they really love acting, but they've never studied it, obviously they don't love it that much. ON THE OTHER HAND, there are people who are natural-born actors and it's up to you to know how to spot them. In fact, some of my favorite actors are people I've discovered, and I don't hesitate to introduce myself when I see someone with a compelling look and demeanor. Also, I don't hesitate to give people a chance to show what they can do. SCREENTEST new talent, see what they're made of.

## DIRECTING TIPS FOR WORKING WITH UNTRAINED ACTORS:

**TIP 1:** When you are working with untrained actors and you can add a trained actor or two to the mix, you'll be surprised how much your untrained actors will pick up, and how they will be motivated, and how the talent of your trained actors will elevate the quality for all involved. Of course, this only works out well if your trained actors encourage and support their untrained colleagues.

**TIP 2:** Untrained actors don't know what to do, so you have to tell them specifically what you want, HOWEVER, trained actors usually want to have some creative leeway when it comes to their portrayal. They will often surprise you if you let them show you their ideas. **TIP 3:**

Untrained actors are usually far more nervous than they let on, so go easy on them, be specific, and, if they just can't deliver what you need, you may have to take a break or give them time to work through the moment. Remember, they don't have the same tool set that your trained actors have. You are throwing them to the wolves and expecting them to be brilliant. Brilliance may be in them, but it might be a huge effort getting to it.

## THE MOST IMPORTANT THING TO KNOW BEFORE MAKING YOUR FILM

Will the world be made better by your film? Will you be a better person for having made it? Can you make it without hurting anyone?

One way or another, art-making comes around to a question about humanity, even if it's only the humanity of a single person, the artist him or herself. Because you and I weren't given creativity to exploit it for our own benefit.

Regardless of what you believe, or whether or not you believe in any kind of god or higher power, or predestination or providence, you have to recognize one central truth about human beings. We were designed to live and flourish in community, and community is what art celebrates simply by being art, an artifact that can be held up for the community to enjoy because it reflects something good or important about who we are.

Okay, so that's my long-winded rationale on the sort of spiritual/communal plane, but how does that relate to filmmaking exactly?

Well, making a film takes a ton of effort and a lot of time. If you're going the micro-budget route, you will find yourself asking for a lot of favors. You may even be asking friends to work their arses off until daybreak. I can almost guarantee you will. And you might find yourself calling up family members at inconvenient hours begging for money. (I've done this.) Or watching your DP set something on fire by accident because he wanted a wisp of smoke in the shot. (Yes, as producer, it was my job to call the fire department and explain it.)

And on, and on, and on.

The MOST  
important thing  
is THIS ...

**SOOOO, THE MOST  
IMPORTANT THING YOU  
MUST KNOW BEFORE MAKING  
YOUR FILM IS SIMPLY THIS: THE  
FILM WILL EAT UP A CHUNK OF YOUR  
LIFE, SO DO NOT MAKE A FILM YOU  
WILL NOT BE PROUD OF TEN YEARS  
FROM NOW.** FILMMAKING CAN BE A  
BLAST, BUT IT'S NOT WORTH SPENDING  
YOUR LIFE ON IF IT'S NOT A GOOD FILM.  
MAJOR PIECE OF ADVICE NO. 2: IF  
YOUR SCRIPT IS REALLY GOOD, YOU  
WILL KNOW IT. AND IF IT ISN'T, YOU WILL  
KNOW THAT, TOO, BUT MAY NOT WANT  
TO ADMIT IT. **ADMIT IT, AND TAKE THE  
TIME IT TAKES TO MAKE IT GREAT.  
WHATEVER IT TAKES!!!**

## 7 Essential Web Sites for Indie Filmmakers



SCRIPPED.COM - GREAT PLACE TO COLLABORATE ON A SCRIPT.



SCENECHRONIZE.COM - AWESOME RESOURCE FOR SCRIPT BREAKDOWNS, SCHEDULING AND PRODUCTION MANAGEMENT.



MOVIESAMONGFRIENDS.COM - SUPER COOL SITE FOR ALL KINDS OF HELPFUL INFORMATION AND CONTACTING REAL FILMMAKERS WHO ARE WILLING TO STEER YOU STRAIGHT.



FILMSPECIFIC.COM - A MUST HAVE RESOURCE FOR FUNDING AND MARKETING ADVICE. SCHEDULING AND PRODUCTION MANAGEMENT.



NoFilmSchool - EXPLORE THE NEW WORLD OF DSLR FILMMAKING AT THIS SUPER SITE.



SOUNDRANGERS.COM - A GREAT SITE TO KNOW ABOUT WHEN YOU NEED THAT PERFECT SOUND EFFECT OR PIECE OF MUSIC.



NEWRIVERRELEASING.COM - A NEW ERA ONLINE STUDIO AND DISTRIBUTOR, GREAT FOLKS TO KNOW AND FOLLOW IF YOU WANT TO BE INVOLVED IN THE FUTURE OF INDIE CINEMA.

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