

TOM PETTY

and the **HEARTBREAKERS**

RUNNIN' DOWN A DREAM





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FROM THE MARGINS OF AMERICA

For many legendary rock and rollers of the last fifty years, the music was a ticket out. While still kids themselves, they saw evidence of radical transformation, of outsiders from the middle of nowhere charting hits, playing on "American Bandstand," making the cover of *Rolling Stone*, creating music that left a major dent on the collective consciousness. From the moment rock and roll stars came along, superheroes were out of business.

A handful of these kids fought hard enough to be a part of the story. They were the ones who wrote songs whenever they could and formed bands almost by instinct, well before they really knew what a band was. Once these few pulled out of the driveway, propelled by their own ambition and the fire of their imaginations, they didn't turn back home again, even in those moments when to do so would have made a whole lot of sense. They came from places like Lubbock and Wink, Texas, from Ferriday, Louisiana, from Hibbing, Minnesota. Shitholes by most standards. No matter that dad said it couldn't happen, their examples taught us that it could. In the case of Tom Petty and the Heartbreakers, it did. Their story, in all its madness and glory, is the subject of *Runnin' Down A Dream*.

Runnin' Down A Dream is many things. It's the definitive account of America's truest rock and roll band. It's a fairy tale that, like the best of them, spends plenty of time in the dark part of the forest. It's the oral history behind one of the best collections of rock and roll songs ever made, a songbook that most of us grew up



THE EPICS FROM GAINESVILLE

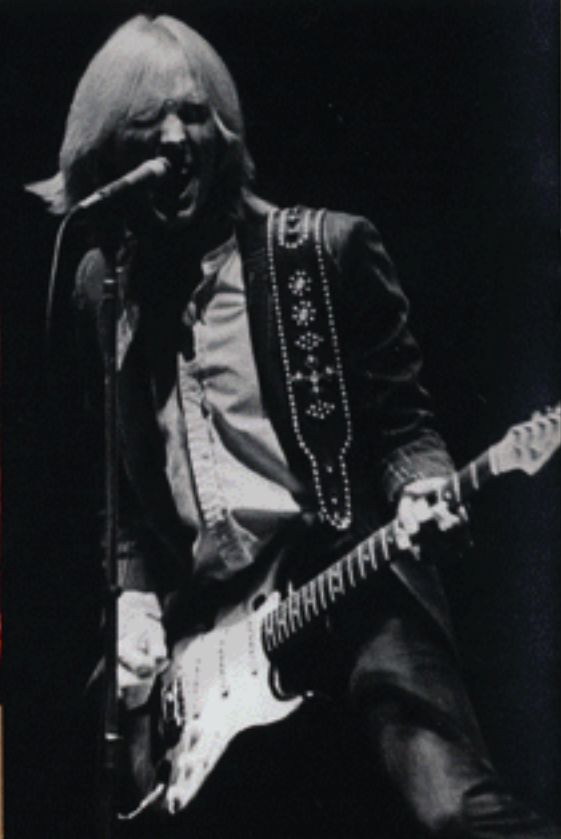
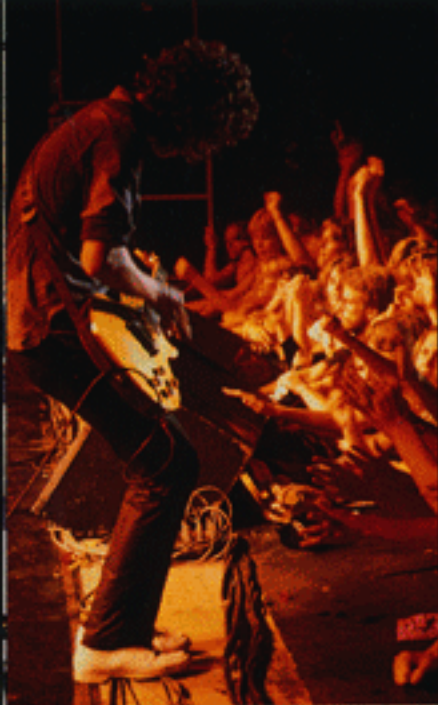
Clockwise from top left: Mudcrutch 1970; The Epics 1967; Ben, Tom, Stan & Ron at the Shelter Records picnic in Malibu 1976; Tom 1978

with and certainly grew up on. It's a story about a family, not tied by blood but a shared sense of mission. And it's a story about what was possible when the music industry was still relatively young and radio gave people a place to go. Stories like this one are nothing short of crucial. We need to hear them. We need to tell them. There's enough inspiration packed in here to make you believe that it can all happen again, with another batch of kids from some other place out there on the margins.

THIRTY YEARS

Tom Petty and the Heartbreakers didn't score a few hits and then settle into life as a nostalgia act. Neither did they soar to the top only to disappear from view until the Behind The Music crew showed up at their door. Different from so many acts that grew frail despite enormous promise, the Heartbreakers lasted. Why? There are a number of possible reasons. *Runnin' Down A Dream* touches on at least a hundred of them. One of those reasons is Tom Petty. Another is the Heartbreakers. Some mix of innate talent and human chemistry kept the whole thing in motion. Guided by Petty's intuitive leadership, the Heartbreakers forced their own evolution, kept us guessing as to what would come next, without ever trading in their identity. Here's a band that developed a signature sound but in 30 years never made the same record twice—this alone sets them apart from the competition. The Heartbreakers remain dogged, young in their ambitions and in their belief that there is always something to do musically that they haven't done yet. Why did they last? There's no short answer—and every person you ask has a slightly different answer. This is the kind of situation filmmakers, at least the better ones, want to point their cameras at. Here's how it all started.

Before *Runnin' Down A Dream* became a film, it was an idea that migrated person to person, growing as it went. The hand-off began when it dawned on the Heartbreaker team that the band was going to turn thirty. It was nothing they'd planned on as a young outfit. Who would? Even for band insiders the idea of a 30th anniversary, however fantastic, however much a matter of pride, seemed



POP MUSIC REVIEW

S.F. Smitten by Heartbreakers



Top left: Mike Campbell.
Bottom right: The band's first day in England 1977.
Top right, bottom left: On the road 1960s.

strange. The music industry has rarely encouraged long visits from its artists. But the Heartbreakers have made a habit of being the exception to the rule.

One early idea for the anniversary celebration was to put on a concert in the band's hometown of Gainesville, Florida. The Heartbreakers had always respected Gainesville's role as the laboratory where their first experiments went down, many of them in the Mudcrutch years. As the concert idea was developed, it began to seem like something that had to be filmed. And then a momentum started building. Why turn the cameras off after the show? Why stop there? Anniversaries bring attention to origins, to the longer story. And who really knew this one? Millions knew the songs. But the songs are only the end result, the fruit, of something that reaches way back. This line of thinking led the Heartbreaker's manager, Tony Dimitriadis, to ask the band's one-time producer and respected friend George Drakoulias if he had any ideas regarding a director who might be interested in a possible Heartbreaker documentary project. A few names were tossed around. One of them was Peter Bogdanovich.

A TEAM ASSEMBLES

The first meeting between Peter Bogdanovich and Tom Petty took place in Malibu in 2005. Drakoulias, a friend to both men, set it up. "I suppose," Drakoulias explained, "that the world of *The Last Picture Show* was in the back of my mind. The stories I'd heard the Heartbreakers tell about Gainesville somehow reminded me of the world Peter captured with such power in *The Last Picture Show*. Different decades, but there was some kind of parallel there. My guess was that Peter had a sympathy for the backdrop of the Heartbreaker story. And the backdrop is a big part of the story." The meeting in Malibu quickly suggested that the chemistry between Bogdanovich and Petty was right. The project moved out of its idea stage and into development.

With Petty agreeing to the idea of a feature-length Heartbreaker documentary, *Runnin' Down A Dream* was taken to Warner Bros., the band's parent label. Within a short time, Drakoulias, as producer, was sitting down with Bogdanovich,

as director, to begin putting a frame around the very long, very intense career of the Heartbreakers. "George Drakoulias and I watched over 300 hours of archival footage, talking about the band's history as we did so," Bogdanovich said. "Like *The Last Picture Show*, this was a project that found me learning as I went along. I like the results I get when I work this way. And the subject was immediately gripping."

THE STORIES WE COULD TELL

One of the first decisions Bogdanovich made was to avoid off-camera narration. As he continued getting to know Tom Petty and the other Heartbreakers, he became convinced that the band needed to tell its own story. How else, it seemed, could the web of Heartbreaker relationships really emerge? Thirty plus years of standing on the same stages can make for some very complicated human connections. Bogdanovich figured that it had to come from the horse's mouth. With that decided, the director and producer worked with Petty to create a list of people who could shed light on the Heartbreaker story. That list started with the obvious: band members, key players in the home office, and longtime crew. From there it went on to include names from among the band's inner circle of fellow artists and associates, names like Stevie Nicks, Jackson Browne, Dave Grohl, Roger McGuinn, Eddie Vedder, Jeff Lynne, Rick Rubin, Johnny Depp. Once contacted, every one of them agreed to sit in front of the cameras.

What then happened was that a problem began to present itself, a problem that would recur throughout the *Runnin' Down A Dream* project. It was a quality problem, but a problem nonetheless. Sheer abundance. Any band operating at the Heartbreaker's level, born into the age of television, leaves behind a remarkable repository of material—even if they stay together for five years. But a band of this stature, with 30 years to their history, needs a full-time archivist. Bogdanovich found himself under the weight of a vast quantity of unique material. And he kept falling in love with what he was finding. Add to this situation the fact that the interviews were going very, very well and, suddenly, you have not a movie but a series. And then another breakthrough brought still more footage into the picture.

A LIFE ON FILM

One of the remarkable aspects of Bogdanovich's film is unexpected 8mm footage that captures the birth of the Heartbreakers. The Heartbreakers were, of course, built from the bones of Mudcrutch, a band that included Petty, Mike Campbell and Benmont Tench. In the process of being interviewed himself, Jim Lenahan,

Heartbreaker lighting designer and stage designer and original Mudcrutch lead singer, mentioned to Bogdanovich that he'd shot quite a bit of 8mm footage in the early years. When Bogdanovich looked into this, it was the equivalent of opening King Tut's tomb. A wealth of hidden materials was uncovered. Add to that the footage Ron Blair shot and you have the next phase in the problem of abundance. Every stage in the band's development was somehow, astoundingly, on film. When Petty, on camera, tells us of Mudcrutch traveling West to launch their career, we see the caravan setting out. When that caravan slows down because Benmont's car, given the band by his mother, breaks down, it's there on film. When the band is in a German airport and taken into a private room, under suspicion of transporting drugs, there it is. All on film.

The editing process that resulted in the four-hour director's cut of *Runnin' Down A Dream* was nothing short of blood sport. At a certain point, the director and producer realized that there was no way to cut this film as a two-hour documentary, not without betraying the story itself. Bogdanovich cut until he had something that was lean, brilliant in its pacing, but, most importantly, honest. When television opportunities later arose that would require a two-hour edit, the production team passed.

When asked if there were any moments when he felt the project had taken a leap forward, Bogdanovich described a scene in the editing studio late in the process. "Tom was there. The editor, our FOURTH on the project, was there. It was getting harder and harder to make cuts. All of the content seemed essential to the story. In the spirit of trying something, we each made a suggested cut. It was nothing major, no more than five minutes were cut. But when we watched it back, suddenly the whole narrative crystallized. It was one of those amazing moments in an editing studio. Right then I realized that we were heading toward completion."

One of the achievements of *Runnin' Down A Dream* is the manner in which the film creates dramatic emotional peaks through its use of the band's music. When lawsuits threaten the Heartbreaker's future, settling like a weight on the band, it's the songs that provide release. There are points in *Runnin' Down A*



Dream that are nothing short of euphoric, true victories of the music over the madness of the business. And the narrative structure of the film is such that the viewer participates in those victories. The identification between viewer and subject is fostered with such care that such moments are infectious. There is something unabashedly triumphant in this film.

Maybe, if the Heartbreakers knew in the mid-1970s how much energy, how many casualties, how much focus and how much frustration it would take to stay vital for over 30 years, they would have stayed in Gainesville, happy to do lawn care for the university. But likely not, because along the way they stumbled onto the simple fact of a particular human chemistry: this group had every ingredient needed to be among the handful of acts that defined their era. Once the Heartbreakers experienced that, likely no other life was going to make a whole lot of sense. For the rest of us, the surprise came when the Heartbreakers defined their era . . . and then just kept going. *Runnin' Down A Dream* is a unique case, a music documentary that brings you more directly into the world of its subject than is usually possible. What is found there is nothing short of a major American story.

THE EXTRAS

The original conception of a 30th anniversary celebration, the concert in Gainesville that kicked the *Runnin' Down A Dream* project off, is included here in its entirety. A twenty-song set, with a few covers thrown in amongst a slew of hits and some carefully selected Heartbreaker favorites, is the emotional center of the 30th anniversary year. A homecoming in the truest sense, the show captures Tom Petty and the Heartbreakers at the height of their powers. Guest Stevie Nicks joins the band for "Insider" and "Stop Draggin' My Heart Around." Director Bogdanovich claims that he came to understand the Heartbreakers, really grasp the intricacies and the power of the band, when he saw them play live for the first time. "It knocked me out. The communication with the audience alone was astonishing." In Gainesville they delivered themselves with nothing held back.

Top left: Downtown Los Angeles for the *Hard Promises* cover photo shoot 1982
Bottom: From the *You're Gonna Get It* album artwork 1979.

We went straight into darkness
out over the line
you're straight into darkness
straight into night



AFTER
SHOW ONLY



The fourth disc in this set includes rare and unreleased material from the film. There's a 1977 rehearsal of "Breakdown," a version of John Sebastian's "Stories We Could Tell" from rehearsal for French television, "Honey Bee" from Saturday Night Live with Dave Grohl on drums, a first-take, first-time recording of Hank Williams' classic "Lost Highway," and more. It's a striking collection that offers its own striking vantage point on thirty years of Heartbreaker history.

Here in this special edition of *Runnin' Down A Dream* is a moving, spirited, comprehensive view of a band with few peers. This version of their story, including the Gainesville concert and the rare recordings, is like nothing that precedes it. At the end of the day, we're lucky to go this deep on a band that ranks among America's treasures. Stay tuned for more. They've left the motor running.

—Warren Zanes • 2007



Top: Photo session for *Echo* cover 1999.
Bottom: In the studio 1990s.



DISCS ONE & TWO:

Runnin' Down A Dream

A Peter Bogdanovich Picture

Directed by Peter Bogdanovich
Produced by Skot Bright
Executive Producers: John Beug, Tony Dimitriades
and Diarmuid Guinn
Supervising Editor: Bill Berg-Hillinger
Editors: Mary Ann McClure, Jeffrey Doe,
John Gutierrez
Directors of Photography: Patrick Stewart,
David Sammons, Ted Hayes
Supervising Music Mixer: Ryan Ulyate
Producer: George Drakoulis

DISC THREE:

The 30th Anniversary Concert

Listen To Her Heart

(Tom Petty) Almo Music Corp.

Mary Jane's Last Dance

(Tom Petty) Gone Gator Music

I Won't Back Down

(Tom Petty) Almo Music Corp.

Free Fallin'

(Tom Petty/Jeff Lynne) Gone Gator Music/PolyGon Artists
Management Corp.

Saving Grace

(Tom Petty) ARIA K Music

I'm A Man

(Elias McDaniel) Arc Music Corp.

Oh Well

(Peter Alan Green) Kingstreet Media Music

Handle With Care

(Bob Dylan/George Harrison/Jeff Lynne/Ray Orbison/Tom Petty)
Unlisc Corporation

Stop Draggin' My Heart Around

with Stevie Nicks
(Tom Petty/Michael Campbell) Gone Gator Music/Wild Gator Music

I Need to Know

featuring Stevie Nicks
(Tom Petty) Almo Music Corp.

It's Good To Be King

(Tom Petty) Gone Gator Music

Down South

(Tom Petty) ARIA K Music

Southern Accents

(Tom Petty) Gone Gator Music

Insider

with Stevie Nicks
(Tom Petty) Gone Gator Music

Learning To Fly

(Tom Petty/Jeff Lynne) Gone Gator Music/PolyGon Artists
Management Corp.

Don't Come Around Here No More

(Tom Petty/Dave Stewart) Gone Gator Music/Blue Network Music

Runnin' Down A Dream

(Tom Petty/Jeff Lynne/Michael Campbell) Gone Gator Music/
PolyGon Artists Management Corp./Wild Gator Music

You Wreck Me

(Tom Petty/Michael Campbell) Gone Gator Music/Wild Gator Music

Mystic Eyes

(Van Morrison) Carlin Music Corp. (UK)

American Girl

(Tom Petty) Almo Music Corp.

Tom Petty and the Heartbreakers:

Vocals/Guitar: Tom Petty
Guitars: Mike Campbell
Keyboards/Vocals: Benmont Tench
Bass/Vocals: Ron Blair
Guitars/Keyboard/Vocals: Scott Thurston
Drums: Steve Ferrone
Very Special Guest: Stevie Nicks

Recorded September 21, 2006 at the O'Connell Center at
the University of Florida, Gainesville, Florida
Produced and Directed by Joe Thomas
Executive Producers: Tony Dimitriades and Diarmuid Guinn
Associate Producer: Christine Davies
Edited and Finished by Skip Masters
Concert Production Design: Jim Lenahan
Concert Recording Produced and Mixed by Ryan Ulyate

DISC FOUR:

Bonus Soundtrack CD:

1 Breakdown

(Tom Petty) Almo Music Corp.
Rehearsal 1977, Los Angeles, CA
Tom Petty
Mike Campbell
Benmont Tench
Ron Blair
Stan Lynch

2 Anything That's Rock & Roll

(Tom Petty) Almo Music Corp.
Performed on "Top Of The Pops" (UK television show)
June 16, 1977
Tom Petty
Mike Campbell
Benmont Tench
Ron Blair
Stan Lynch
Courtesy BBC Motion Gallery

3 Fooled Again (I Don't Like It)

(Tom Petty) Almo Music Corp.
Performed on "Old Grey Whistle Test"
(UK television show) June 20, 1978
Tom Petty
Mike Campbell
Benmont Tench
Ron Blair
Stan Lynch
Courtesy BBC Motion Gallery

4 American Girl

(Tom Petty) Almo Music Corp.
Performed on "Fridays" (ABC television show)
June 6, 1980
Tom Petty
Mike Campbell
Benmont Tench
Ron Blair
Stan Lynch
Courtesy Research Video Inc.

5 Shadow Of A Doubt (A Complex Kid)

(Tom Petty) Almo Music Corp.
Performed on "Fridays" (ABC television show)
June 6, 1980
Tom Petty
Mike Campbell

Benmont Tench
Ron Blair
Stan Lynch
Courtesy Research Video Inc.

6 Stories We Could Tell

(John Sebastian) Warner Chappell Music
Recorded at the Record Plant, Hollywood, CA, 1982
Tom Petty
Mike Campbell
Benmont Tench
Ron Blair
Stan Lynch
Phil Jones

7 Keeping Me Alive

(Tom Petty) Gone Gator Music
Recorded at the Record Plant, Hollywood, CA, 1982
Tom Petty
Mike Campbell
Benmont Tench
Ron Blair
Stan Lynch
Phil Jones

8 Honey Bee

(Tom Petty) Gone Gator Music
Performed on "Saturday Night Live"
(NBC television show), November 19, 1994
Tom Petty
Mike Campbell
Benmont Tench
Howie Epstein
Scott Thurston
Dave Grohl
©2007 NBC Studios, Inc. Distributed by Broadway Video
Enterprises.

9 Lost Highway

(Leon Payne) Sony/ATV Music Publishing
Rehearsal at CenterStaging, Burbank, CA,
May 19, 2006
Tom Petty
Mike Campbell

Benmont Tench
Ron Blair
Scott Thurston
Steve Ferrone
Courtesy CenterStaging Music Productions, Inc.
and rehearsals.com

*Mixed by Ryan Ulyate
Mastered by Stephen Marcussen
Executive Producer: George Drakoulis

Art Direction and Design: Jeri Heikler/SMOG Design, Inc.
Cover Photo: Dennis Callahan
Back Cover Photo: Zou
Booklet Cover Photo: Neal Preston

Booklet Photographers:

Martyn Atkins (12 top & bottom left)
Joel Bernstein (10, 11 top left)
Adrian Boot (6 bottom right)
Dennis Callahan (5, 6 top left, top right, bottom left,
7, 8-9, 11 top right, middle right)
Piper Ferguson (15)
Courtesy Tom Petty (4 top right)
Neal Preston (2)
Robert Sebire (12 middle left, middle right, bottom right, 13)
Red Slater (3, 4 top left)
Steve Wilson (4 middle right)
Neal Zisower (4 bottom)
Zou (11 bottom)

DVD Post Producer: David May
DVD Associate Post Producer: Raina Winscott
DVD Coordinator: Druce Haskind
DVD Menu: Sean Donnelly
Documentary DVD Authored by DVS Incestream
Concert DVD Authored by Jim Atkins for Media Services

Gone Gator Music and ARIA K Music administered by
Wren Music Publishing, Inc.
Tom Petty and Mike Campbell - ASCAP

East End Management: Tony Dimitriades, Mary Klauszer



Mike Campbell, Benmont Tench, Tom Petty, Steve Ferrone, Ron Blair, Scott Thurston, 2006