

# The Gang's All Here

“It’s colossal, it’s stupendous, and one of the artiest productions ever made ...

It is a Technicolor dream that takes on nightmarish proportions  
or the aspects of a Dali drawing in motion.”

So said the *New York Daily News* and it kind of sums up Twentieth Century Fox’s 1943 Technicolor extravaganza, *The Gang’s All Here*, in a nutshell. Directed by Busby Berkeley at his most outrageous, the film starred Alice Faye, Carmen Miranda, James Ellison, Phil Baker, Benny Goodman and his Orchestra, and such stalwart character actors as Eugene Pallette, Charlotte Greenwood, and Dave Willock. The film is loaded with great musical numbers, and has there ever been a number like “The Lady in the Tutti Fruitti Hat,” especially considering the era in which the film was made? Certainly the innuendo, which was fairly blatant, was not lost on the *New York Times* reviewer, who opined, “Mr. Berkeley has some sly notions under his busby. One or two of his dance spectacles seem to stem straight from Freud and, if interpreted, might bring a rosy blush to several cheeks in the Hays office.” The *Times* wasn’t the only one who noticed. Writer and critic James Agee said, “There is one routine with giant papier-mache bananas, cutting to thighs, then feet, then rows of toes, which deserves to survive in every casebook of blatant film surreptition for the next century.” The Hays office wasn’t oblivious to those big bananas and told Fox and Berkeley that the bananas had to be held at the waist rather than at the hip. Yeah, that helped.

But that’s just one number. Without so much as an establishing scene to get us to the first number, as soon as the credits are done we are thrust into an amazing version of “Brazil” that goes on for quite some time, with huge sets and a large ensemble, which we then find is a production

number taking place on a not-that-large stage in a nightclub. Only in the movies.

The film was very popular – the war was on and audiences wanted and needed respite from it and *The Gang’s All Here* really delivered the Technicolor escapism they craved.

For Busby Berkeley, who’d been toiling away at MGM, it was a chance to make his first film as director in glorious Technicolor (he’d staged the numbers for *Whoopie* in two-strip Technicolor back in 1930), and he and his cameraman and designers delivered the Technicolor goods, with hallucinatory, garish hues bursting forth from every inch of the screen. *The Gang’s All Here* had a screenplay by Walter Bullock (*Springtime in the Rockies*, *Greenwich Village*) but it really was just an excuse to have a whole lot of great musical numbers, many of which were written by the great Harry Warren and Leo Robin. Add to that the King of Swing, Benny Goodman and his Orchestra, and numbers like “You Discover You’re in New York,” “Minnie’s in the Money,” “No Love, No Nothin’,” “A Journey to a Star” “Paducah,” the wacky final number, “The Polka Dot Polka” and others, and you have a big, bountiful cake with mounds of frosting. As surreal as the whole concoction is, it is a wildly entertaining ride every step of the way.

It was Alice Faye’s last starring role in a musical film at Fox. In fact, she was pregnant during the making of the film and other than a cameo in the 1944 film *Four Jills in a Jeep* and co-starring in Otto Preminger’s 1945 film, *Fallen Angel*, she basically re-

tired from the screen until the 1962 remake of *State Fair*. Don Ameche, her frequent co-star in the Fox musicals, wasn’t available for *The Gang’s All Here*, so James Ellison has the Ameche role (in fact, there is an inside joke in the film, when Alice Faye tells Ellison, “Stop acting like Don Ameche”). Ellison had a nice career but never attained real leading man star status and ended up doing a lot of westerns. *The Gang’s All Here* was Carmen Miranda’s fifth Fox musical and she’s her usual wacky, delightfully daffy self, and no one mangles English quite like she does.

The film was one of Fox’s big hits, and it was nominated for Best Art Direction – Interior Decoration, Color, losing to Universal’s *Phantom of the Opera*. Over the years, the film has attained camp classic status, but it’s more than just camp – it’s a crazy Technicolor fever dream filled with Berkeley’s mad genius and wonderful performances. To say they don’t make ‘em like this anymore would be the understatement of all time.

For this first ever legitimate CD release of *The Gang’s All Here*, we present all the music recorded for the film, as well as a few unused cues, all culled from materials in the Fox vaults and restored by Mike Matesino.

So, here’s *The Gang’s All Here* in all its musical glory.

— Bruce Kimmel