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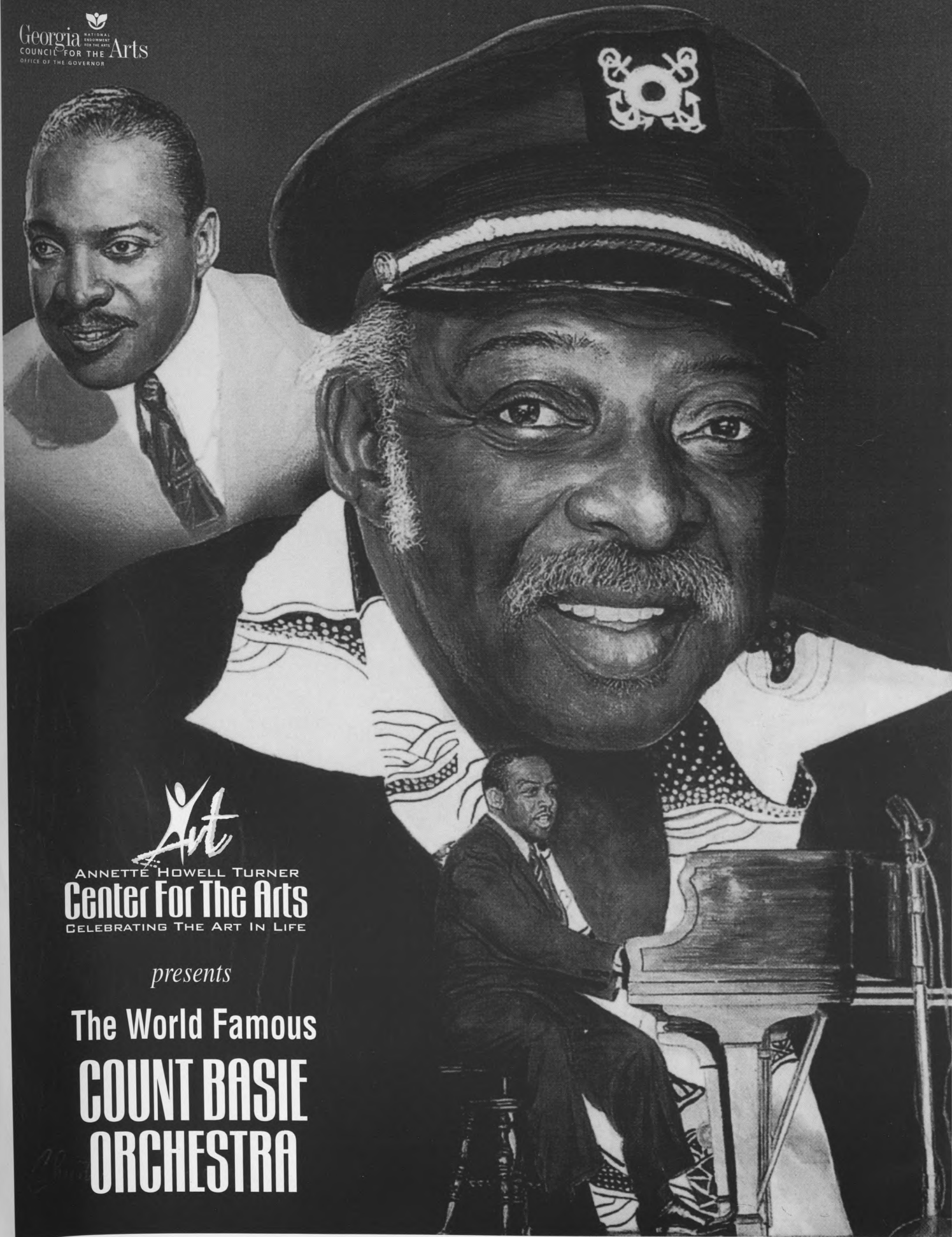
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The swing revival currently going gangbusters in clubs and ballrooms across the nation is generating a new audience for swing music, both contemporary and classic. These new-found fans, sensing something big is to be found behind the music of Big Bad Voodoo Daddy and other favorites of the current scene, have started to seek out the originals, the roots of the music. Inevitably, their search leads them to the Count Basie Orchestra.

Something similar happened in the 1980s, when the era's young lions introduced a new audience to the hard-bop era heroes they emulated. Today's swing bands - Royal Crown Revue, Squirrel Nut Zippers, Cherry Poppin' Daddies - are sending new fans to Benny Goodman, Cab Calloway, Louis Jordan and beyond to the birth of swing and Basie. After all, it was in the Basie bands of the '30s, in front of the dance floor at Kansas City's Reno Club, that the jazz rhythm section blossomed and what came to be forever known as "Basie swing" developed.

The reemerging popularity of swing in all its forms is just one of the factors in the recent ascendancy of the Count Basie Orchestra. Another is the strength of the ensemble itself. After back-to-back-Grammy awards for 1997 and 1998, the Basie band, directed during the last four years by Grover Mitchell, is crackling with musical vibrancy. With drummer Butch Miles back at the center of the rhythm section, the band has roared through a 1999 itinerary that lists multiple trips to Europe, two weeks in Japan and stops in such exotic locations as Istanbul and Brazil. But the orchestra is most busy here in the U.S. with performances in towns running the gamut from Baltimore, New York, Detroit, Chicago and Atlanta to Fort Wayne, Lubbock, Savannah, Worcester and Morgantown.

Maybe that's one reason the orchestra sounds so good on this latest recording *Swing Shift*. Another is the first-rate



PROGRAM

writing of Allyn Ferguson and Bob Ojeda. Ferguson is the noted arranger whose pen was central in Sarah Vaughan's 1981 meeting with the Basie Orchestra's horn section as well as last year's Grammy Award-winning Count Plays Duke. His seven new compositions and three standard arrangements embody the classic sound of Basie swing yet reflect the harmonic depth that Ferguson has brought to his writing since his days with Stan Kenton - full of color, contrast and what can only be called artistry in rhythm.

This theme of modernism within the tradition (no contradiction in today's Basie band) is continued by Ojeda, one of the group's trumpeters who has written for everyone from Lionel Hampton to George Benson. While Ojeda's pieces glisten with sleek harmonic touches and rhythmic shifts, they nonetheless read as authentic pages from the Basie omnibus, fitting in their spirit and the crafted spaces they arrange for the artists.

Add to this mix Peter Mitchell, a leader with deep roots in the orchestra's history and long associations with its founder. A lyrical lead trombonist and soloist in the tradition of Tommy Dorsey, Clarence Brown and Jack Teagarden, Mitchell worked with Duke Ellington and Lionel Hampton briefly before joining Basie in 1962. Absent from the band in the '70s, Mitchell returned in 1980, remaining until Basie's death in 1984. Of the three directors who have been at the helm since Basie's passing (Thad Jones and Frank Foster were the others), Mitchell seems best able to project the Basie spirit, to both his band members and audiences. "I knew from the moment I joined this band I was going to lead it someday," he says. "I can't tell you why, but I knew it was my destiny."

Under Mitchell, the band has returned to its hallmarks: swing, precision, and above all, a focus on the ensemble. The current aggregation has its share of great soloists, but Mitchell has stressed the totality of sound and interplay among musicians. He is aided in this endeavor by the remarkable continuity of personnel that continues to connect past to the present in the band. There are five permanent members in the current band who played under Count Basie's personal leadership: trombonist Bill Hughes, who

joined in 1956, John Williams, Butch Miles, Kenny Hing and Clarence Banks. They are part of the musical DNA that is replicating the Basie spirit for present and future members who never played under Basie himself.

This "guarding of the flame" is the same mission that has driven Count Basie Enterprises, the administrative operation behind the Basie Orchestra which has guided its growth and protected its integrity in the post-Basie years. "Our role has been to keep the Basie band a living, breathing, growing orchestra," says Aaron Woodward III, CEO of Basie Enterprises and an uncompromising purist regarding all matters concerning Count Basie. "Above all, we want to keep the music true to the Basie way."

Today, the Basie band is bringing generations of fans together as never before. Young audiences who've heard their favorite neo-swing band play "One O'clock Jump," now sit or dance side-by-side with veteran fans who've spent a lifetime cherishing Basie's 1937 recording of the same tune. This multi-generational appeal is what sets the Basie band apart from the current crop of swing bands. Swing music is not a fad, and it is no passing fancy with the Basie Orchestra. Rather, it is a living art form with an esteemed tradition and a history that spans most of our waning century.

The Count Basie Orchestra continues to build new fans the old fashioned way - by hitting the road, meeting its audiences and playing its music, night after night. It has managed to fuse contemporary sensibilities with its own traditions, in part because it is a genuine "working band" with the esprit de corps that comes from facing its listeners nightly - not a rehearsal unit playing for the recreation of its members or a studio unit that comes together occasionally to make a record. The Basie band is that rarest of all musical ensembles today: a full-time touring jazz orchestra. Night in and night out, they let audiences experience firsthand that miraculous combination of power and grace that only exists when 19 jazz musicians stand shoulder to shoulder and call themselves a big band.

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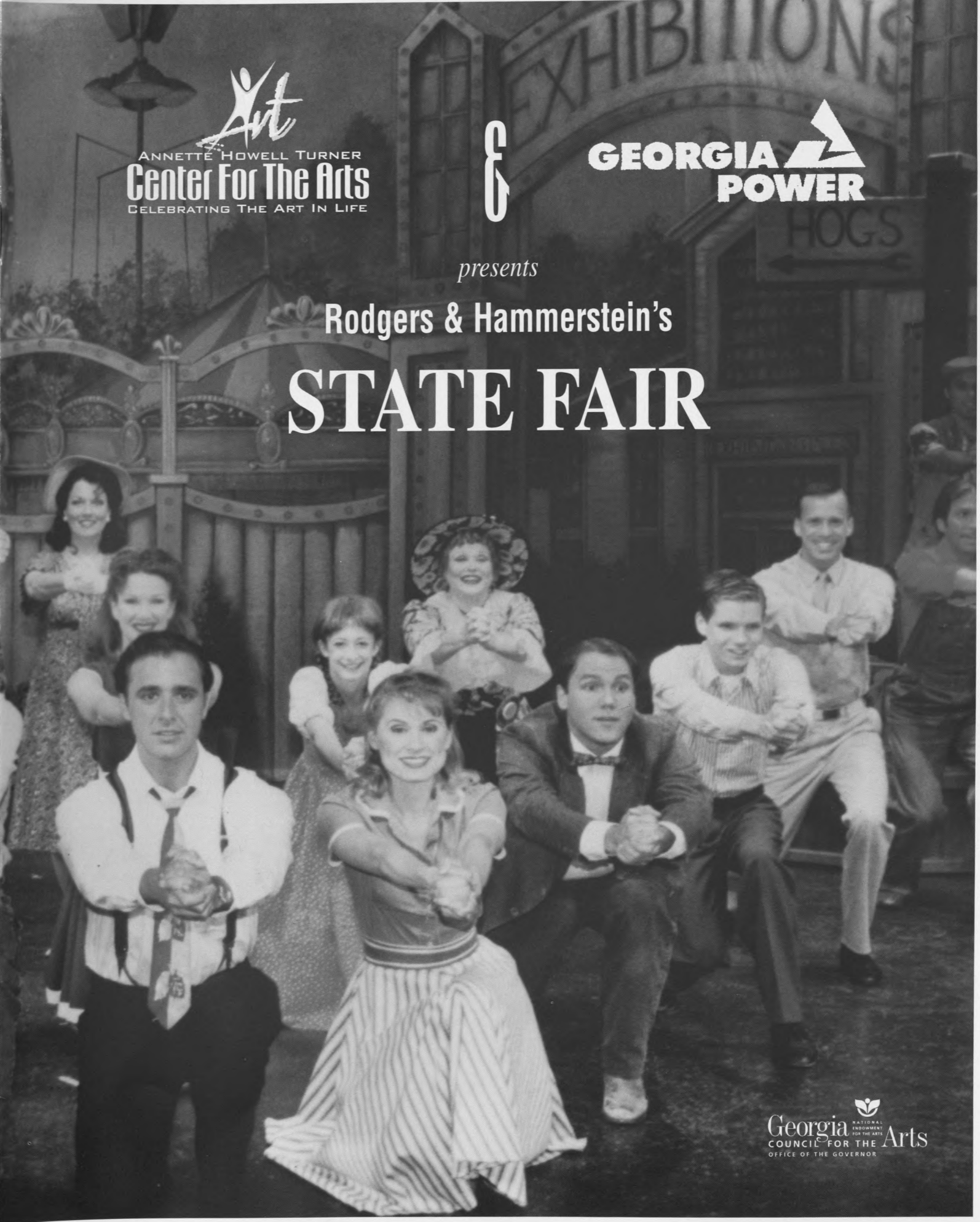
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PROGRAM

CANDLEWOOD INTERNATIONAL, LLC

2002

presents

RODGERS & HAMMERSTEIN'S STATE FAIR

Music by

RICHARD RODGERS

Lyrics by

OSCAR HAMMERSTEIN II

Book by

TOM BRIGGS & LOUIS MATTIOLI

Based on the screenplay by Oscar Hammerstein II and the novel by Phil Stong

STARRING

MICHAEL FRANK
STEVEN "RUSTY" PETTIT
AMY LYNN ZANETTO

JOE JACKSON
KATE NORMAN
SARAH JACKSON

Choreography
PAULA SLOAN

Lighting Design
KRISTIN HASSETT

Production Stage Manager **JUDY BRAKKE**

Costumes Designed By **KIMBERLY WICK**

Musical Director **DAVID JENKINS**

Directed by

ROBERT ENNIS TUROFF

STATE FAIR is presented through special arrangement with
The Rodgers & Hammerstein Theatre Library
1065 Avenue of the Americas, Suite 2400, New York, NY 10018

THE CAST

In order of appearance

Abel Frake, a farmer Michael Frank
Melissa Frake, Abel's wife Kate Norman
Wayne Frake, the Frake's son Steven "Rusty" Pettit
Margy Frake, the Frake's daughter Sarah Jackson
Gus, the Frake's hired man John Panichello
Dave Miller, the local storekeeper Frank Purcell
Eleanor, Wayne's girlfriend Amy M. Smith
Harry, Margy's boyfriend Nick Darrow
Emily Arden Amy Lynn Zanetto
Vivian, a cooch dancer Liza Darrow
Jeanne, a cooch dancer Tammy Sutton
Pat Gilbert, a newspaper reporter Joe Jackson
Charlie, a newspaper photographer Tom Bengston
Lem, a farmer Andrew Condee
Clay, a farmer John Panichello
Hank Munson, a farmer Tom Bengston
The Chief of Police Andrew Condee
Violet, his daughter Tina Gale
The Fairtones Josh Weidenmiller, Nick Darrow,
Dewayne Thomas, DeUndre James

Judge Heppenstahl Frank Purcell
Mrs. Edwin Metcalf of Pottsville Jan Farrell
Baulkers, Vendors, Judges, Fairgoers Jan Farrell, John Panichello,
Amy Smith, Nick Darrow, Liza Darrow, Tammy Sutton, Tina Gale,
Josh Weidenmiller, Dewayne Thomas, DeUndre James, Brenda Mesley

UNDERSTUDIES

Margy Frake Tina Gale
Melissa Frake Jan Farrell
Wayne Frake Josh Weidenmiller
Pat Gilbert Nick Darrow
Abel Frake Tom Bengston
Emily Arden Liza Darrow

WARNING

The taking of PHOTOS or the use of sound RECORDING equipment
is strictly PROHIBITED.

MUSICAL NUMBERS

ACT I

The action takes place over five days in late August of 1946 on the Frake farm in
Brunswick, Iowa and at the Iowa State Fair in Des Moines.

The Frake Farm a Tuesday afternoon in late August, 1946
Our State Fair Abel, Melissa, Wayne, Margy and Gus
It Might As Well Be Spring Margy
On the Road to Des Moines Wednesday morning before dawn
Driving At Night The Frakes
The Midway at the Hoop-La Booth that morning
The Midway at the Temple of Wonder immediately following
Our State Fair Entire Company
That's For Me Wayne
The Beer Tent that afternoon
More Than Just A Friend Abel, Lem, Hank and Clay
Outside the Dairy Pavillion later that afternoon
Isn't It Kinda Fun? Pat and Margy
Isn't It Kinda Fun? (Tag) Margy
The Starlight Dance Meadow that night
You Never Had It So Good Emily and The Fairtones
Camper's Hill Thursday morning
It Might As Well Be Spring Margy
When I Go Out Walking With My Baby Abel and Melissa
Exhibition Hall that afternoon
A Nearby Hillside early that night
So Far Wayne and Emily
The Starlight Dance Meadow later that night
It's A Grand Night For Singing Entire Company

INTERMISSION

ACT II

Outside the Livestock Pavilion Friday afternoon
The Man I Used To Be Pat, Vivian and Jeanne
All I Owe Ioway Entire Company
Outside the Dairy Pavilion early that night
The Man I Used To Be (reprise) Pat
Isn't It Kinda Fun? (reprise) Margy
The Starlight Dance Meadow immediately following
That's The Way It Happens Emily and The Fairtones
The Hillside later that night
Camper's Hill later that night
Boys and Girls Like You and Me Abel and Melissa
On the Midway immediately following
The Next Time It Happens Margy

PROGRAM

WHO'S WHO

(in alphabetical order)

TOM BENGSTON (Charlie/Hank Munson) Tom is very happy to be touring the US again, having last hit the road in the Troupe America national tour of *MIRACLE OF 34TH STREET* as Mr. Shellhammer. Originally from Minneapolis, Tom has performed throughout the country, appearing in productions of *NOISES OFF!* as Frederick, *FLANAGAN'S WAKE* as Father Fitzgerald, *THE WIZARD OF OZ* as the Tinman, in *SOME LIKE IT HOT* as Osgood, and a favorite to date, *Applegate in DAMN YANKEES*.

DEWAYNE THOMAS (Fairtone) recently played the role of Bobby Child in *Crazy For You!* He has performed across the country in such shows as *West Side Story*, *AS Chorus Line*, *42nd Street*, and *Grease*. Much love to J.P.

ANDREW CONDEE (Chief of Police/Lem) has starred as Horace Vandergelder in *HELLO, DOLLY!*, Billy Bigelow in *CAROUSEL*, El Gallo in *THE FANTASTICKS*, Sky Masterson in *GUYS & DOLLS*, Frank Butler in *ANNIE GET YOUR GUN*, John Dickinson & John Hancock in *1776*, and Abel Frake in *STATE FAIR* among other roles in his long career.

NICK BARRROW (Harry/Fairtone) Nick is happy to be making this appearance with Candlewood. Last winter he toured as young Joe Hardy in the production of *DAMN YANKEES*. Past favorite credits include Cain in *CHILDREN OF EDEN*, Roger in *GREASE*, and Sam in *ROMANCE OF ROMANCE*. Recently he played the pivotal role of Diesel in Candlewood International's Italian tour of *WEST SIDE STORY* or *IL STORICO DI WEST SIDE*. Next he plans on returning to his home in New York with his new wife and finally getting to work.

LIZA BARRROW (Vivian/Cooch Dancer) Liza is thrilled to be on her second tour with Candlewood International. She was last seen as Ms. Weston and Sister in *DAMN YANKEES*. Some of her favorite roles include Maria in *WEST SIDE STORY*, Madame de Tourvel in *DANGEROUS LIASONS*, Ursula in *BYE, BYE BIRDIE*, and Judy Turner in *A CHORUS LINE*. Liza plans on returning to New York to finish her B.F.A. in Theatre Education with the man of her dreams, her new husband Nick.

JAN FARRELL (Mrs. Metcalf) is happy to be in this production of *STATE FAIR*. Jan has appeared in a variety of shows such as *Crystal in THE WOMEN*, Helena in *MIDSUMMER NIGHTS DREAM*, and as Jan in *PILLOW TALK* as well as many others. She would like to thank her parents and boyfriend Steve for all their support, Randy and Don for coming along for the ride and Robert for putting her in this musical adventure.

MICHAEL FRANK (Abel Frake) Michael has had a wide and varied career. Besides being an actor-singer-dancer he is also a director, choreographer, magician, and puppeteer. Some of his favorite roles have been Warbucks (*ANNIE*), Albin/Zaza (*LA CAGE AUX FOLLES*), Applegate (*DAMN YANKEES*), Carriere (*PHANTOM*), Julian Marsh (*42ND STREET*), and King Pelinor (*CAMELOT*) to name just a few. His last national tour was *HOW TO SUCCEED....* in which he played J.B. Biggely.

TINA GALE (Violet/Chief of Police's Daughter) Tina is thrilled to be a part of *STATE FAIR!* She just came back from the European tour of *WEST SIDE STORY* where she played Francisca. Credits include: European tour of *FAME* (Lambchops), *HELLO, DOLLY!* (Emengarde), *THREE MUSKETEERS* (D'Artagnan). She thanks God, family and friends for their endless love and support!

JOE JACKSON (Pat Gilbert) is thrilled to be working with Candlewood again and the wonderful cast of *STATE FAIR*. This Atlanta, Georgia native received his BFA in Musical Theatre from the University of Mississippi, and recently played Eddie in the national tour of *FUNNY*

GIRL and *Big Deal* in Candlewood International's Italian tour of *WEST SIDE STORY*. Joe would like to dedicate this show and this lifetime to his fiancé Amy.

SARAH JACKSON (Margy Frake) recently received critical acclaim for her performance as Polly Baker in *CRAZY FOR YOU*. Previous roles have included Dainty June in *GYPSY*, Minnie Faye in *HELLO, DOLLY!*, Rose in *MEET ME IN ST LOUIS*, as well as numerous other performances in the West Central Florida area. She just completed the Candlewood tour of *HOW TO SUCCEED...* as Rosemary Pilkington. She would like to dedicate this show to Edie, and her fellow Stang members. at the Golden Apple Dinner Theatre and is enjoying the chance to "play it the company way" once again. Special thanks to Ponchy and Rosencrantz for their constant inspiration.

DeUNDRE JAMES (Fairtone) is overjoyed to be touring with *STATE FAIR*. He is a native Texan and holds a BFA in Theatre from the University of Houston. As a featured performer at the Broadway Theatre Project he has worked with Anne Reinking, Ben Vereen and Gregory Hines to name a few. Some of D.J.'s favorite roles include Jake in *SIDESHOW*, The Leading Player in *PIPPIN*, Teen Angel in *GREASE* and Newt Lee/Riley in *PARADE*. DJ would like his family, Eric and Greg, for all their love and support.

BRENDA MESLEY (Chorus/Ensemble) is elated to join the touring cast of *STATE FAIR*. Brenda most recently appeared in the world premier of *MIDNIGHT CLEAR* at Florida's Riverside Theater. Other credits include *H.M.S. PINAFORE* (Josephine), *PRINCESS IDA* (Ida), *THE MUSIC MAN* (Marion), and *GUYS AND DOLLS* (Sarah). Her performances in opera include *DIE FLEDERMAUS* (Rosalinda), and the world premiere of *THE LION THE WITCH AND THE WARDROBE* (Lucy). Brenda would like to thank her family and friends for their amazing show of support and love!

KATE NORMAN (Melissa Frake) has garnered numerous years of experience as a theatrical performer while also working in radio, television, nightclub and on the concert stage. Theatre work in stock, tours, off-Broadway, regional & dinner theatre performance include Light Opera: *THE STUDENT PRINCE*, *THREE PENNY OPERA*, *THE NEW MOON*, *NAUGHTY MARIETTA*, *THE BURNING RICE FIELDS*, and *THE CHOCOLATE SOLDIER*. Musicals, Reviews and Plays include: *TINTYPES*, *GRAND HOTEL*, *WHOSE WIFE IS IT ANYWAY*, *THE MAMA MONOLOGUES*, *MAME*, *DAMN YANKEES*, *GUYS & DOLLS*, *NUNSENSE*, *LEND ME A TENOR & CAROUSEL*. Kate was seen previously in productions of *STATE FAIR* in Long Island, Florida, and Connecticut at the Gateway and Candlewood Theatres in other roles. This is her debut as Melissa Frake (hooray!).

JOHN PANICHELLO (Gus/Clay) a native of Sarasota, John is thrilled to be part of the national touring production of *STATE FAIR*. John was last seen in *HOW TO SUCCEED* as Twimble/Womper as well as The Postmaster in *DAMN YANKEES*. He is a 1992 graduate of Theatre from UNC - Wilmington. He has since worked on feature films and television, toured with his own band and worked on major rock and blues tours. He has recently finished a year long US tour with The Kenny Wayne Shepherd Band and Double Trouble.

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*L/VAC is the Grassroots Agency, appointed by the Georgia Council for the Arts, dispersing over \$10,000 a year to arts groups in the five-county area of Brooks, Clinch, Echols, Lanier and Lowndes.

*L/VAC brings school professional productions, performed by the Georgia Mountain Theatre, with study guides, to Mathis Auditorium and area schools.

*L/VAC holds art classes, writing classes, yoga classes.

*L/VAC hosts the annual High-School Exhibit in December/January and the Elementary and Middle School Art Exhibit in March, both exhibits in cooperation with Valdosta State University, for the South Georgia area.

*L/VAC displays national, international, and local artists' work in its Main and Hall Galleries.

*L/VAC presents four major national theatrical touring groups with a pre-concert dinner before every show.

*L/VAC hosts a 'Movie Night' every month.

*L/VAC hosts special receptions and tours for the local schools and Valdosta State University.

*L/VAC gives art class scholarships and free tickets to the underprivileged and physically challenged

*L/VAC hosts the yearly Spring Into Art Exhibit at the First State Bank (soon to be our new home), displaying over 170 artists work with \$2,500 in prizes, and special selections appear in the Colson Calendar.

*L/VAC supports all local civic group, too numerous to mention.

*L/VAC hosts Artist Sundays, using live models. Open to the public.

*Arranges for art classes (furnishing supplies and teachers for Valdosta Parks and Recreation, Hudson-Dockett and OraLee West Homes) for an after-school program.

*L/VAC hosts an 'Open-Mic Night' for writers and musicians every fourth Saturday.

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FIVE BY DESIGN

Lorie Carpenter-Niska • Catherine Farr-Scott • Michael Swedberg
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ACT I

Sentimental Journey (voice-over) Bud Green, Les Brown & Ben Homer
I've Got A Gal In Kalamazoo Mack Gordon & Harry Warren
Big Noise From Winnetka . . . Bob Haggart, Ray Bauduc, Gil Rodin & Bob Crosby
I'll Never Smile Again Harold Arlen & Johnny Mercer
The Three Little Fishies Saxie Dowell

Commercials & Theme Songs

Little Orphan Annie • The Shadow • Superman • Shredded Ralston
Wave The Flag For Hudson High • Have You Tried Wheaties

Mairzy Doats Milton Drake, Al Hoffman & Jerry Livingston
Personality Jimmy Van Heusen & Johnny Burke
Managua, Nicaragua Irving Fields & Albert Gamse
Moonlight In Vermont John Blackburn & Karl Suessdorf
Juke Box Saturday Night Al Stillman & Paul McGrane
Boogie Woogie Bugle Boy Don Raye & Hughie Prince
On The Trail Ferde Grofe

ACT II

Thinking Of You Walter Donaldson & Paul Ash
My Mammy Walter Donaldson, Joe Young & Sam M. Lewis
Roodle Dee Doo Jimmy McHugh & Harold Adamson
Halo Shampoo Commercial
The Trolley Song Ralph Blane & Hugh Martin
Remember Pearl Harbor Don Reid & Sammy Kaye
Mail Call Opening Theme Song
It's Been A Long, Long Time Jules Styne & Sammy Cahn
Pepsi-Cola Hits The Spot Commercial
Tico, Tico Aloysio Oliveira & Zequinha Abreu
Any Bonds Today Irving Berlin
Rosie The Riveter Redd Evans & John Jacob Loeb
Praise The Lord & Pass The Ammunition Frank Loesser
Free For All Tom Adair & Matt Dennis
Mail Call Closing (A Handful of Stars) Jack Lawrence & Ted Shapiro
I'll Be Seeing You Irving Kahal & Sammy Fain
Chattanooga Choo Choo Harry Warren & Mack Gordon

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PROGRAM NOTES

Imagine a voice emanating from a crafted piece of furniture, an electronic marvel. During the 1940's, the radio console evoked amber visions of streamlined imagery, art deco facades, make-believe ballrooms, and big band remotes from Chicago, New York City, and Hollywood.

Paying tribute to the vocal groups which fronted the big bands in the 1940s "Radio Days" interweaves music from the likes of Glenn Miller and Tommy Dorsey with segments from vintage serials, comedies, and quiz shows.

SECRET DECODER RINGS AND PEDOMETERS

It was the era when Jack Armstrong the All-American Boy, The Shadow, and Little Orphan Annie ruled the airwaves; hawking everything from shake-up mugs to pedometers and secret decoder rings...all for one thin dime and a boxtop".

The years of 1941-45 were indelibly etched on the minds of every American and radio and music played a critical role in focusing our attention on winning the victory. "Radio Days" rebroadcasts the theme songs, commercial jingles, and patriotic ditties that provided moral support for the men and women who defended the American home front.

Support for the war effort was woven through the fabric of every show and broadcast over the nation's airwaves throughout every community, rural or urban, large or small. Tom Mix, America's favorite cowboy, extolled young listeners to be "good homefront soldiers and help America win" while Jack Armstrong the All-American Boy encouraged boys and girls to "train to be an American and eat the type of breakfast American needs in times like these...Wheaties, Breakfast of Champions".

Tin Pan Alley pumped out hundreds of songs for our troops which promoted the sale of war bonds (*Any Bonds Today?*), flagwaving patriotism (*Praise the Lord & Pass the Ammunition*), and musical diversions for their listening and dancing pleasure (*Boogie Woogie Bugle Boy of Company B*).

LEST WE FORGET

The purpose of this evening's production is to reflect and remember the men and women who served during World War II. Radio Days, provides us with a time capsule of those experiences as America wept, fought, and survived a war.

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