

MATERIALS GIRL



From Madonna to movie stars, Santa Cruz's Arianne Phillips dresses them all for success

By PEGGY TOWNSEND

Last year about this time, Arianne Phillips was walking the red carpet at the Academy Awards.

She wore a black satin and chiffon gown, and a necklace of delicate, sparkling diamonds. Her mother and father walked just behind her.

She had come a long way to get to this spot, a long way from the scuffed linoleum floors of Wayne's College of Beauty in Santa Cruz. A long way from the fake fashion portfolio featuring friends in Goodwill clothes that she'd lugged around New York.

Today, Phillips, 43, is considered one of the most influential costume designers and stylists in Hollywood, a woman who can set off fashion trends with a single outfit, who styles looks for pop-icon Madonna, who flies regularly to London and Milan, who has drawers full of Polaroids of the stars she's dressed:

Jennifer Lopez, Leonardo DiCaprio, Reese Witherspoon, Courtney Love, Robin Williams.

Yet there's something still humble about her as she walks out of her cluttered Burbank office dressed in simple black

jeans and a flowing brown top and shakes your hand. As she introduces each of her assistants and exclaims over their accomplishments.

As she apologizes for being so close to her next movie shoot, she doesn't really have time to sit still.

There's something still very Santa Cruz about her.

Eye of the storm

Phillips strides through canyons of clothes that fill the Western Costume Co. warehouse, her platform sandals clacking on the concrete floor.

"This is ground zero for me," she says walking past double-decker rows of blue cavalry shirts and a section of frilly dresses marked "England 1785-1800."

It is here that, under her direction, assistants are plucking 1870s-style shirts, dresses and soft white undergarments off racks for the 1,500 extras they are dressing for a remake of the 1957 Western "3:10 to Yuma," directed by James Mangold.

It is here that Phillips is designing and creating original costumes for 52 actors — some of the characters requiring 10 to 15 versions of the exact same outfit as the movie action

travels over four, hard days.

"Sometimes, it's easier to do 56 costumes than 15 of the same," says Phillips, who won an Oscar nomination for her work on "Walk the Line," which required more than four dozen ensembles alone for Joaquin Phoenix who played country singer Johnny Cash.

"For this film, we'll have to do 15 costumes for the main character that look exactly alike, but because the movie involves a trip, there will have to be a progression that the clothes go through. They have to start out cleaner than they end up.

"Come on," she says and heads to the back of the 120,000-square-foot warehouse where a washing machine thumps against the backbeat of a passing freight train.

"This is Phyllis," Phillips shouts over the train, leaning in to examine a pair of pants soaking in a tub of hand-mixed dye. "She's our ager-dyer."

Surrounded by packets of dye, hair dryers, a blow torch and something that looks like a paint scraper, Phyllis Thurber-Moffitt is the one who will help make the costumes look exactly alike and then subtly different.

"So you've got 15 costumes for an actor, plus the stuntmen that double them," explains Phillips, watching as Thurber-Moffitt lifts up the dripping pants to examine the color. "In some movies the actors have three or four people who double them and all of them have to have the same costume, but if they wear it to fall off a horse it has to be a little bigger so the stuntman can wear pads underneath it. Or if they get shot."

Or if, like this movie, they spend days riding through the red-brown dust of the ing dirt and sweat stains along the way.

Phillips shrugs and reaches over to finger a jacket that looks like it has already spent a

hard week on the trail.

"We just got new script pages today," Phillips says.

Thurber-Moffitt nods.

New script pages can mean new costumes — even a few weeks before filming begins.

"I think Ari has a lot of stress," her sister Caitlin Phillips says later.

Leaning to observe

The only person in Santa Cruz who might have known that Phillips would become a famous costume designer and stylist, would have been Phillips herself.

The first-born child of Dan and Judy Phillips, she grew up in an adventurous, Bohemian family that had plenty of books, but no television set.

Her father was an English teacher and a poet. Her mother was a painter, writer and real estate agent. They lived in New York and Berkeley and once pulled the back seat out of a Volkswagen

bug and hauled the family to Canada looking for wide-open spaces. Finally, they settled in Santa Cruz.

It was here that Phillips (who, as a way to assert her individuality, changed her name from Anna Laura to Arianne at the age of 12) walked onto the Santa Cruz High campus for her first day of school. Softly pretty with her rock 'n' roll permed hair, Phillips felt awkward and self-conscious, and found herself gravitating toward the drama crowd with its mixture of artists and misfits.

"I think the experience of being a new kid forced me to develop people skills to fit in," Phillips says of the time. "I learned to be an observer and see what other kids were into so I could adapt and fit in."

It wasn't long before Phillips was sporting purple hair and cowboy boots, skating to the movie theater with friends to lip-sync to "Rocky Horror Picture Show" screenings, and forming something called the Plastic Zen Haiku Society in order to get their punk-rock selves into the club section of the yearbook. (A parent later complained and the photo was yanked.)

In the afternoons, Phillips would walk down the hill from Santa Cruz High to the beige-block building that housed Wayne's College of Beauty where she learned to cut, color and curl hair. She thought being a hairdresser was a good way to earn money to go to art school; that it was a creative field.

Her parents hoped she would go to college, but didn't object when Phillips got a job in a San Francisco salon.

"Ari always had such strength," says her father Dan, sitting in their sunny Seabright area home. "She is very directed, very focused and has

One of the 18 costumes Arianne designed for Tank Girl Lori Petty.



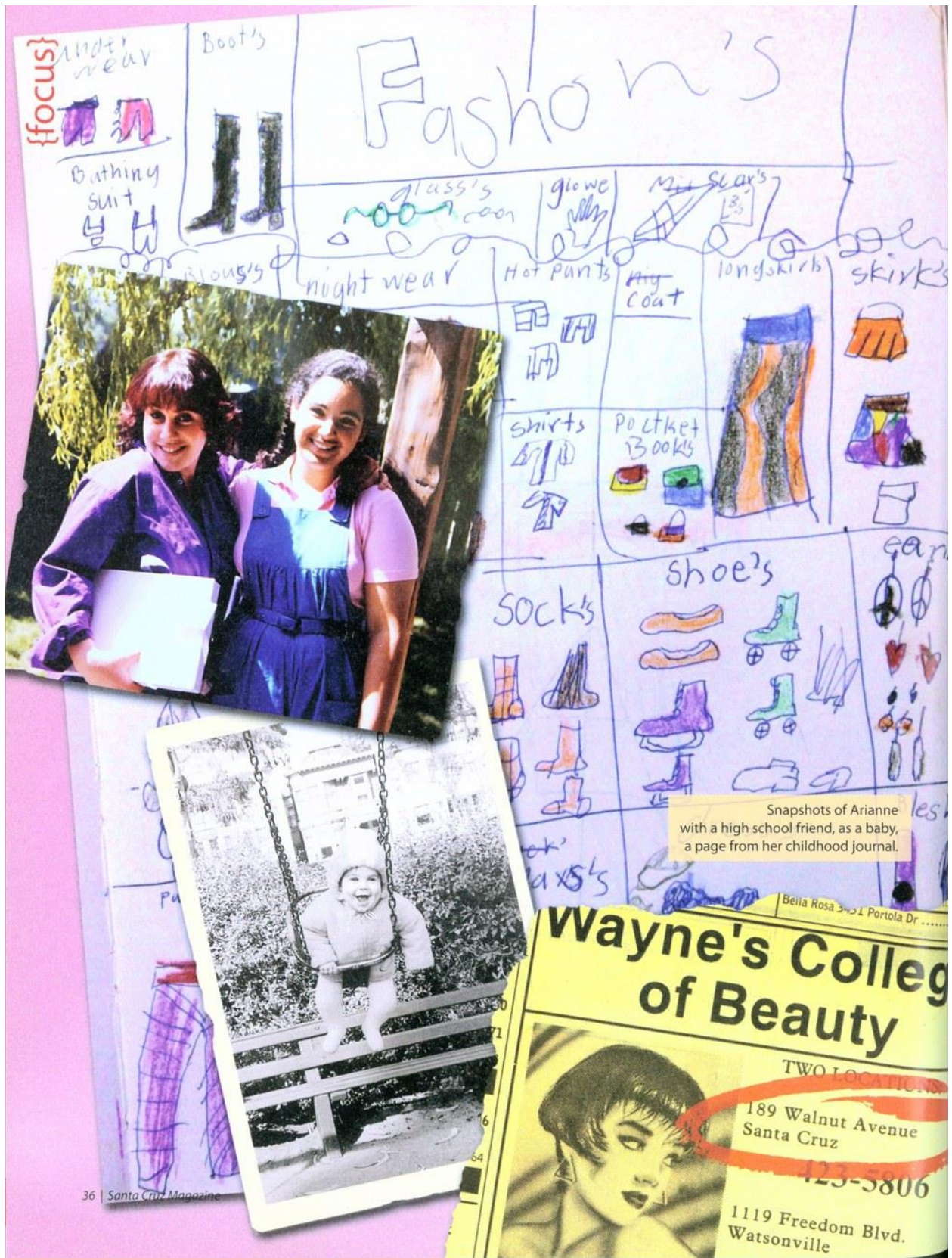
Caitlin, Dan and Judy Phillips at home in Santa Cruz.



TANK GIRL



Arianne Phillips
1994



Snapshots of Arianne with a high school friend, as a baby, a page from her childhood journal.

Bella Rosa 301 Portola Dr

Wayne's College of Beauty

TWO LOCATIONS

189 Walnut Avenue
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a lot of discipline.

"We said, 'fine, this is your education.'"

"My parents never told me I couldn't do something," Phillips says.

Blind ambition

Six months after Phillips arrived in San Francisco, she was in a car accident that sent her home to heal. Back in Santa Cruz, she worked as a deejay, cut her friends' hair and found herself "styling" her younger sister and her sister's friends.

"She was always dressing me up and doing my hair and taking care of me," says Caitlin Phillips who worked in the movie industry but is now living in Santa Cruz with her husband and young son.

"Ari had such a sense of style. She could pull something together and you would say 'ew, I'm not going to wear that,' and you would put it on and say, 'oh God, I look great,'" Caitlin Phillips says.

"She was always very interested in people and cultures. I think, as an observer, Ari is a true artist."

One day, a friend named Rafael Negrón called Phillips from London and during the conversation told her she ought to be a stylist.

"What's a stylist?" Phillips asked.

When Negrón explained it was someone who puts outfits together for photographers, Phillips knew she wanted that job. Creating a faux portfolio with pictures of her friends dressed up in clothes she bought by the pound at Goodwill's Bargain Barn, she headed to New York.

"And took her portfolio to the top," say her parents.

Phillips tells a little different story.

Learning that a friend of one of her friends was a famous New York fashion photographer, she talked her way into a meeting with the photographer, dropping names like crumbs from a croissant. The photographer looked at her second-hand portfolio and told Phillips she was good; that she ought to do an internship with Conde Nast.

After figuring out Conde Nast was a magazine publishing company, and armed with the famous photographer's name, she finagled a meeting with the fashion director of Vogue magazine, then took that name to Mademoiselle magazine where Phillips thought that any moment they would realize what a fake she was and throw her out.

A week later she was offered two jobs — one at Mademoiselle and the other at a fashion TV show Conde Nast was

producing.

Twenty-four years later, she's got 20 movies to her credit — from the art-house, costume-heavy "Hedwig and the Angry Inch" to the cult-hit "The Crow" to the critically acclaimed

"The People vs. Larry Flynt" — along with a score of music videos and a long list of magazine covers.

"It was just blind ambition," says Phillips now. "It wasn't anything I could have repeated.

"It's daunting now to be 43 years old and see what chutzpah and spirit I had as a kid."

A storyteller

Phillips sits at her desk in the offices of Western Costume Co. eating a simple green salad and sipping green tea with one hand as she searches the Internet for Western-style vests with the other.

"I see myself as a storyteller," Phillips says as members of her 11-person crew pop in to ask questions; to tell her that the script change means another costume for one character.

Phillips makes a note on a yellow Post-it. They litter her desk like fall leaves.

But being a sartorial storyteller is not like being a painter or a writer who works alone.

Designing movie costumes, Phillips says, "is

intrinsicly collaborative."

It means working with the director, the production designer, the cinematographer and actors; trying to get the right tone, the right mood.

"The only time it's solo is when I sit down and sketch," Phillips says, swallowing a small handful of vitamins and supplements and washing them down with tea.

For her, the costumes must help nudge a character to life; to underscore the character.

She likes to tell the story of how actor Laurence Olivier said the first thing he did for a role was to get the shoes for the character.

"When an actor puts on the clothes, I want it to feel authentic to them," Phillips says.

For "Walk the Line," Phillips submerged herself in their lives, listening only to Johnny Cash and June Carter songs, reading books about them, watching old TV shows.

For "3:10 to Yuma," Phillips spent hours poring through history books and Web sites about the Old West. She looked at geography, the weather, the progression of each character through the script, even the light.



Arianne moved to New York with little more than determination and a fake portfolio.

"I stay away from clichés. I look for subtleties in the period. I don't want audiences to be taken out of the moment, out of the work the actors do," Phillips says.

"It's a fine balance."

"Arianne has a great take on things," says assistant costume designer Terry Anderson. "Even though this is a period movie, her sense of style gives it a new look."

Transformation

This new film, Phillips says, is very psychological; a story about good and evil and survival.

It's the kind of movie she's drawn to as a costume designer. She likes stories about misfits and people who live on the boundaries; stories about transformation.

"I loved 'Hedwig and the Angry Inch,' she says of the musical about an East German-born transsexual living with a botched sex change operation.

And, "Walk the Line," "Girl Interrupted," "24-Hour Photo."

"I think it's about the journey," Phillips says of the characters she is drawn to, "...about the characters finding themselves, spiritually and creatively. About people who pursue their creativity — their creative identity — despite and against all odds. And that's heroic to me.

"The triumph," she says, "is not necessarily financial or in the fame. The triumph is being comfortable with yourself"

It's a theme, she says, which resonates for her.

"I guess it's probably related to feeling displaced a lot of the time as a kid," Phillips says. "It's from moving around a lot and from going to a lot of different schools and trying to fit in."

Even now, she says, her life "has been about identity and peeling back the layers to tune into the essence of who I am."

At 4 o'clock, in between picking out fabric, giving directions to her staff and finishing up details for a surprise birthday party for her boyfriend, Phillips looks up and dashes out the door.

She has an appointment with Neil Lane, one of Hollywood's hottest jewelers, to pick out an antique brooch that will appear in exactly one scene in the movie.

Meet Madonna

Like almost everyone in L.A., Phillips drives fast. Phone pressed to her ear, she pilots her dark BMW sedan up winding Laurel Canyon where the line of cars shoots up the hill like an urban carnival ride. Snapping her phone shut, she has a few uninterrupted moments to talk about what people always want to talk about with Phillips: Madonna.

"She's amazing," Phillips says simply.

The two were introduced by Courtney Love, who was working with Phillips and secretly sent Phillips' portfolio to Madonna.

"I was pissed off at first," says Phillips. "I am very monogamous. I had my hands full. I don't like to be overwhelmed."

But Phillips quickly realized she and Madonna spoke the same fashion language; had the same sensibility; the same work ethic. They have collaborated for nine years now.

"From Madonna, I learned how to say no. How to have creative integrity and not worry about what other people think, although I'm not fluent at that yet," says Phillips.

"I learned to be forward-thinking from Madonna and not nostalgic. Madonna is always about the next challenge. She doesn't mull over past successes."

Phillips pulls the car smoothly onto Sunset Boulevard, driving past trendy clubs and TV billboards that hover like giants from the sides of buildings. The warm Southern California air is soft as silk.

Madonna taught her about encouraging creativity in others; about grace under pressure, she says. "The list is endless."

Says Madonna in an e-mail about Phillips: "Arianne is a wonderful person to collaborate with. Her interest and curiosity about life is what makes her a great stylist/costume designer."

ARIANNE PHILLIPS PARTIAL FILMOGRAPHY

"3:10 to Yuma" (2007)

"Walk the Line" (2005)

"Swept Away" (2002)

"One Hour Photo" (2002)

"Hedwig and the Angry Inch" (2001)

"Girl Interrupted" (1999)

"The Mod Squad" (1999)

"The People vs. Larry Flynt" (1996)

"Tank Girl" (1995)

"The Crow" (1994)

Humble in Hollywood

It's Saturday morning and the streets of Phillips' West Hollywood neighborhood are dotted with neatly dressed families heading to the synagogue.

Phillips answers the door to her two-story Spanish-style duplex, the house that "Tank Girl" bought, wearing black jeans and a "Keep Santa Cruz Weird" T-shirt. Her hair is in pigtails. She wears no makeup.

"What do my clothes say about me?" she says, echoing the question as she walks down a hallway dotted with pictures of photo shoots with Madonna, Ringo Starr and Fleetwood Mac.

"I think they say I'm utilitarian. I think the clothes I choose to wear are about humility," she says.

She smiles.

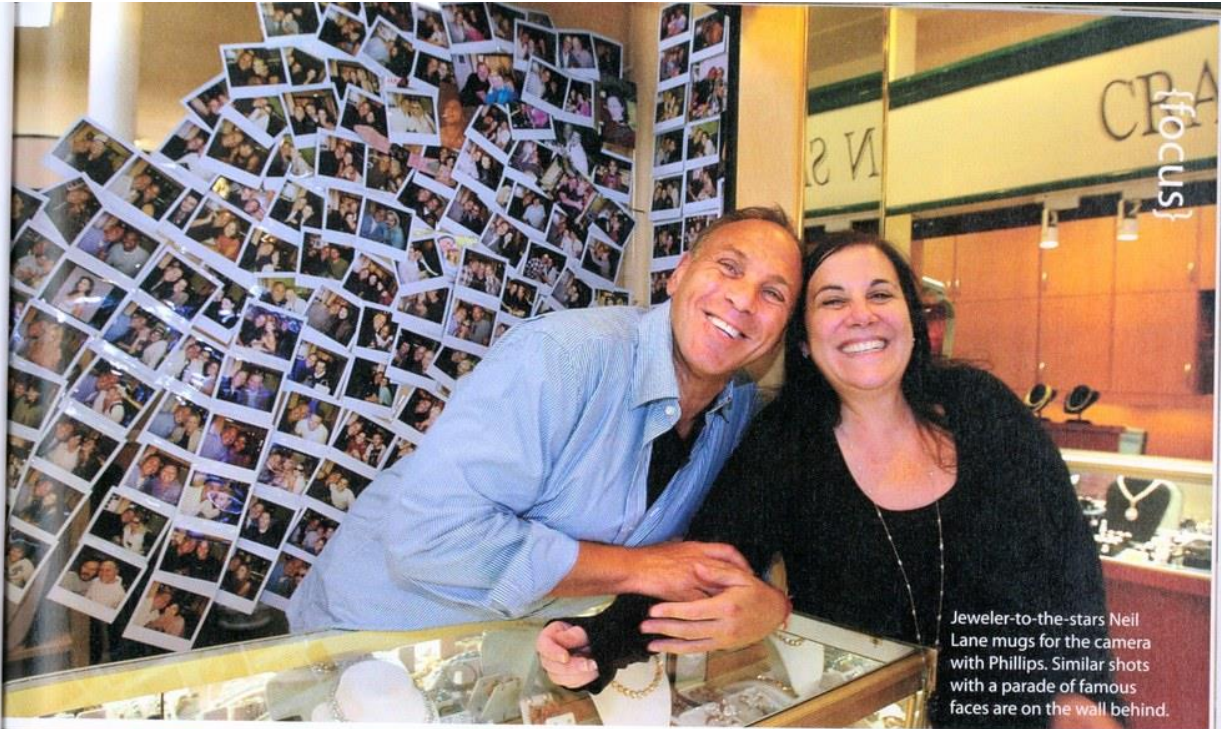
"They say you never change the style you wore when you were 18. So I guess I'm stuck in the '80s," she says.

But shoes are a different story. Her walk-in closet is stacked with enough designer shoes to make Carrie Bradshaw swoon: Prada, Costume National, Christian Louboutin, Chanel.

But her most prized shoes, a pair of handmade cocoa-brown and green suede platform pumps, sit on a shelf by themselves.

They are her grandmother's.

Both her grandmothers were fashionistas, says Phillips' mother, Judy, later. It's where, she says, Phillips got her fashion sense.



[focus]

Jeweler-to-the-stars Neil Lane mugs for the camera with Phillips. Similar shots with a parade of famous faces are on the wall behind.



Arianne examines fabric color with Phyllis Thurber-Moffitt, who is readying costumes for the remake of "3:10 to Yuma."

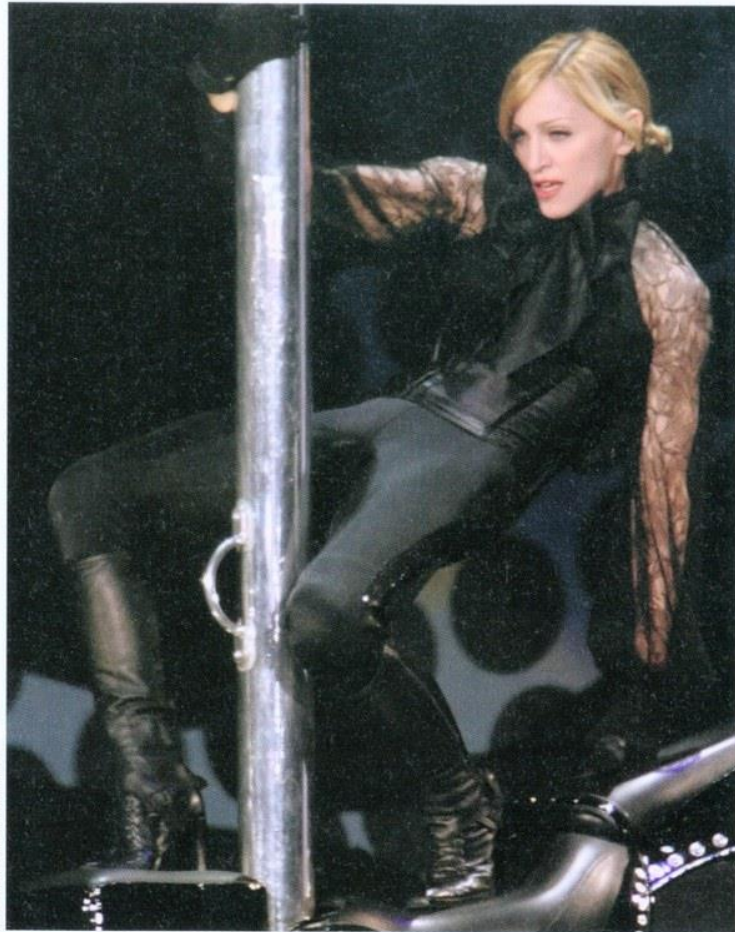


Photo: Associated Press

Arianne collaborated with designer Jean Paul Gaultier on this outfit for Madonna's 'Confessions Tour.'

**Says Madonna about Phillips:
"Arianne is a wonderful person to collaborate with. Her interest and
curiosity about life is what makes her a great stylist/costume designer."**

Phillips lifts up one of her grandmother's shoes and cradles it in her hand.

"Aren't they incredible," she says. "I love just to hold them and think of her."

Express herself

Phillips has another appointment, then a party to attend, but she lets a visitor flip through her portfolio as she tells stories of how she found the perfect red dress for Reese Witherspoon's June Carter, the subtleties in Robin Williams' costumes for "24-Hour Photo."

She pulls out some cosmetic samples housed in hip, flowered packaging. She consulted for the 2006-2007 annual collection for Stila cosmetics, she explains, and also for the 2006 fall launch of Bebe's new high-end brand, Collection Bebe.

Not too long ago she was named honorary chairwoman of the opening-night fete for a fashion and architecture exhibit

at the Museum of Contemporary Art in Los Angeles and just won a fashion communication award at the second annual Los Angeles Fashion Awards.

She would be in New York for Fashion Week, if it wasn't for this film, she says.

But ask about her last vacation and she'll tell you she spent it camping in Big Basin.

Ask where she'd eventually like to live and she says, "Santa Cruz."

"My parents made their own bread, bought food from a co-op; they rebelled against the '50s," Phillips says. "I think that really informed me.

"I learned to think for myself; that the magic was in the finding and that it was all about uniqueness and individuality."

And that's what Santa Cruz is all about, she says.

"It's about freedom and self-expression and uniqueness.

"In Santa Cruz, you can be anything you want." ■