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on Cheadle is making people nervous. At this moment, the 5-foot-8-inch, tightly wound actor is sitting at a back corner table of the casually hip Sushi Roku restaurant in Santa Monica,

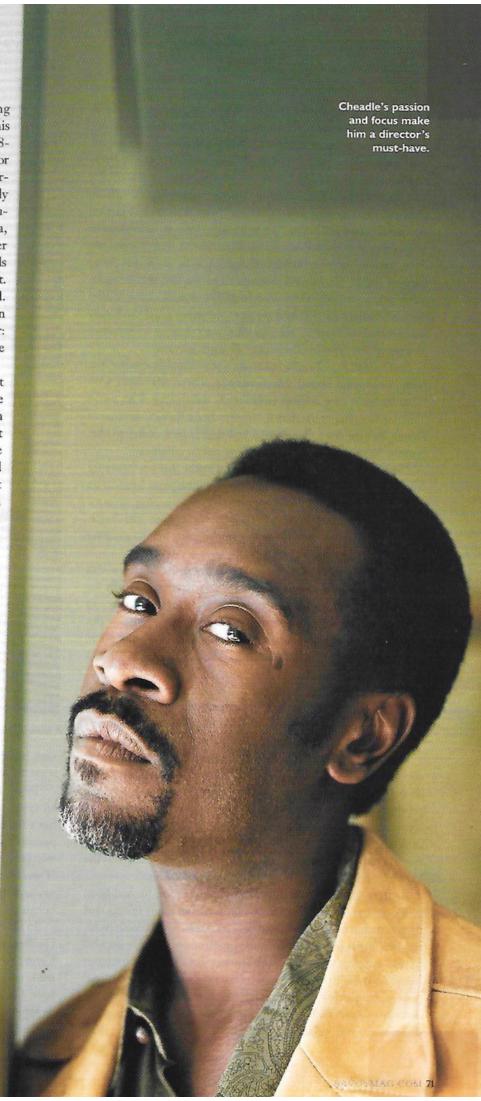
Calif. He's pitching "bricks" at each passing server who neglects to take his order. Ka-thud! One lands squarely on the jaw of an anxious waiter with a crewcut. Bang! Another gives a waitress a bruised forehead. Bonk! A third smacks the hostess's shoulder. The man never misses. And the message is painstakingly clear: Someone had better pay attention to this guy before anybody gets hurt.

Okay, so Cheadle isn't *really* throwing bricks at people—just jokingly fantasizing about doing so while he waits to request a smorgasbord of tuna tataki, sea bass, tofu steak and some outrageously tasty eggplant dish. The message, however, is real: Whether you're shelling out nine bucks at the theater or you've acted alongside him in one of his nearly 30 films, you just can't take your eyes off the man. He's smarter than you think, probably more articulate than you are and he's certainly unpredictable. And if you're not careful, he'll steal your movie from you. Just ask Denzel.

Seven years ago, Cheadle, 36, took a small part as the hilariously violence-prone Mouse (opposite Denzel Washington) in Carl Franklin's Devil in a Blue Dress and wound up tearing a hole in the fabric of the acting world. Although he had previously appeared in a handful of films, including Hamburger Hill and Colors, Blue Dress vaulted him to celebrity status among Hollywood's character actors. Since that electrifying performance, Cheadle has steadily built a reputation as one of the hardest-working, most fearless and most surprising players in the business. He's the guy casting agents and directors call on when a supporting role needs the fiery complexity only he possesses. Then he acts the hell out of it. Indeed, in an industry that thrives on uncertainty, Don Cheadle is a Sure Thing.

But there's the rub. While Cheadle consistently etches his characters so finely that you can't shake them, he's rarely been granted the lead. It's a position that's both comfortable and frustrating. "I feel like I'm in a good place," Cheadle says, "because if the movie does badly, no one's blaming Don. The other side of that coin is that I'm not carrying anything. I'm not at the head of the movie, in a place where I could really get down and show what I can do."

Wait—you mean there's *more*? We thought we'd seen all the man can do. First there was his endearing yet psychopathic turn as Mouse (can anyone but Don Cheadle pull off *that* combination?). Then there



was Buck, the fashionably suspect stereo salesman/porn star in *Boogie Nights*; Sylvester, the piano teacher who defends his town against a mob of racists in *Rosewood*; Snoopy, the morality-impaired, goldfish-crushing convict in *Out of Sight*; and L.D., the Rolaids-chomping gangster in *Bulworth*.

Cheadle turned in riveting TV performances in HBO's Rebound: The Legend of Earl "The Goat" Manigault as the troubled basketball star, and The Rat Pack as Sammy Davis Jr. Late last year, he portrayed a mysterious quasi-angel in the film The Family Man, and a Drug Enforcement Agency official in the Oscar winner Traffic. He burned through three movies this summer: Swordfish, with Halle Berry and John Travolta; director Allison Anders' drama Things Behind the Sun (Showtime); and the highly successful Rush Hour 2. He also shared top billing with Jeffrey Wright in the Off-Broadway play Topdog/Underdog.

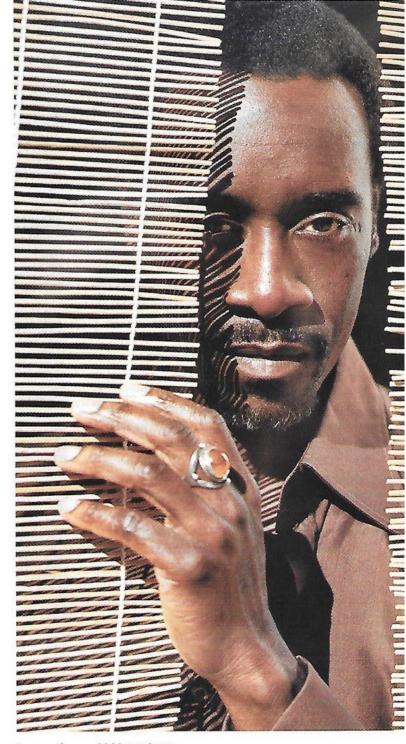
In December, Cheadle will join a star-studded cast for the hotly anticipated *Ocean's Eleven* remake. Those who work with Cheadle know they are experiencing the full depths of his spirit. "He has this dangerous dark side," says Brett Ratner, director of *Family Man* and *Rush Hour 2*. "But he has an angelic quality to him, because he's so articulate and so smart and so cerebral."

"What I feel about Don is that you know [his performance is] always going to be better than what's on the page, better than what you thought it could be," says Oscar-winning director Steven Soderbergh, who cast Cheadle in *Out of Sight* and *Traffic*. "It's why I'm always trying to find a way to get him into anything I'm doing."

Clearly Cheadle's skills are in demand by A-list directors—his roles in *Family Man* and *Traffic* were even written specifically for him. He has garnered the respect of his peers for being a serious and committed actor who isn't pretentious or egotistical. But when pressed to explain why he took up acting in the first place, Cheadle is less than philosophical: "Maybe because I'm just a big-ass ham."

headle's love for performing was evident early on. Born in Kansas City, Mo., to a clinical psychologist father and an educator mother, Cheadle grew up in a tight-knit, playful environment where his parents encouraged him to flex his creativity. His father's work with children became an early template for young Don to explore the psychology of different personalities. He debuted as Templeton the Rat in an elementary school production of *Charlotte's Web*. "Even in fifth grade I took my work and my roles seriously," he says. "I don't know why. Something about wanting to make-believe at the highest level with the best toys and the best support."

During his high school years, by which time he had been uprooted to Denver, Cheadle demonstrated so many talents that by graduation he had his choice of several college scholarships for jazz performance (vocal and instrumental) and acting. He decided to pursue drama at the California Institute for the Arts, the famous hippie holdover in Valencia with coed rooms and clothing-optional pools. Cheadle thrived in the relaxed environment. "It was crazy," he remembers. "Halloween parties where they were giving you drugs when you walked in. The school wasn't [promoting drug



A man of many hidden talents.

use], but the people who were running the party were like, 'Yeah, what do you wanna trip off of?' We were artists."

By the time Cheadle graduated college in 1986, he already had an agent and a role in the Vietnam War drama *Hamburger Hill*. Since then, he has pursued his craft with a single-minded focus and passion that belie his early motivations. "At first I wanted to get into [acting] out of college, you know, to get honeys," he laughs. "I was like, I gotta be famous, I wanna have money, I wanna have women. Immature, but...yeah! Post-pubescent, 19-year-old, hormonal fantasies."

In time, his fantasies centered on one woman—actress Bridgid Coulter, whom he met in the parking garage of L.A.'s Beverly Center nine years ago. "I guess the fumes from all the car exhaust made us lightheaded enough..." he trails off, laughing. Five years later, Coulter played his wife in *Rosewood*. They now have two daughters, ages 7 and 4, and by all accounts Cheadle and Co. are the perfect, well-adjusted family, even while reconciling the



demands of being on location and spending quality time together. "It's a balancing act," Cheadle says, "because the very thing that allows me to provide [Bridgid] with a home and clothes and education and all that I want for her is that I gotta make money."

Though he and Coulter are not married, Cheadle insists the common-law status of their union carries no symbolic undertones. "We haven't decided not to [marry officially]," he says. "It's more like we just haven't gotten around to it. And I guess [we still have] questions of faith with regard to what the ceremony is and how we want to do it. We're not protesting marriage or anything—like Tim [Robbins] and Susan [Sarandon], who are, you know, heretics."

That casual reference to one of the country's most famous unmarried couples reveals Cheadle's nonchalant view of celebrity. He refuses to think of himself as famous, joking about his interactions with people who stop him on the street. "It's funny, because people come up to me and say, 'Are you a movie star?' And I say, 'No, I work with them,' " Cheadle quips. "That's a question that answers itself. I don't think many people go up to Tom Cruise and ask, 'Are you a movie star?' "

Well, Don Cheadle easily could be a movie star—if someone would give him the top perch. Which is why he loves working with HBO. In between the occasional Hollywood gig, he has flexed his acting muscles in a handful of starring roles on the risk-taking cable network. In 1996, he got to display his hoops skills in Eriq La Salle's Rebound. And in A Lesson Before Dying (1999), adapted from the

Ernest J. Gaines novel, Cheadle was captivating as Grant Wiggins, a schoolteacher who longs to escape the racist South of the 1940s. HBO also offered Cheadle what is perhaps his most challenging and meaningful role to date: his uncanny interpretation of Sammy Davis Jr. in *The Rat Pack*. As the charismatic and controversial performer, Cheadle uncovered the wrenching emotional terrain of the entertainment icon. It scored him a Golden Globe and established him as the most daring actor in film. "They'd asked me to do it, and I didn't want to, because I just felt like there were a couple beats that weren't in the script that I really believed had to have been in his life," Cheadle says. "Whether or not we ever saw them, there was just nothing in the script that ever showed his own awareness of his position in that clique."

Cheadle spent weeks adding those beats with director Rob Cohen. He also learned to play the trumpet, added gun-twirling to his repertoire and even mastered some tap, courtesy of star hoofer-choreographer Savion Glover. In one moment Cheadle added to the film, Davis, after enduring an onstage watermelon joke by Dean Martin, laughs good-naturedly then turns away as a devastating mixture of shame, pain and anger washes across his face. In a surreal and shocking dream sequence, Davis faces a mass of hooded Klan members while singing "I've Got You Under My Skin" in front of a huge, neon NIGGER sign. The way Cheadle dances to within an inch of his life during the scene reveals how critical performing was for Davis. "It just felt very easy to understand on a human level," Cheadle says. "The stakes were a lot higher then, for who he was and for that time in America. But I think everybody can relate to feeling like you're in a group of friends [but] they don't totally respect you; you're not fully one of the boys.... They can talk s---about him and they can make fun of him, but when he gets on stage that's when he's like, 'Can't nobody here touch me.' On stage he would just kill 'em with his talent."

headle has not deliberately sought out roles in "black" films, but he feels the need to tell stories like Davis'—rich tales of the African-American experience. Another such story was brought to the screen in Rosewood, John Singleton's retelling of the tragedy of a black town terrorized and burned to the ground by a mob of whites in 1923. "I [told John], 'I don't think this movie's gonna make a dime, because I don't think black people wanna see themselves depicted in that light, and I know white people don't,' "Cheadle says. "'But I'm still down to do it, because I think we owe something to the survivors, to pay homage to all of the victims.'"

Directors love working with Cheadle because he's likely to take a character to heights they least expect. Soderbergh sought the actor out again for *Ocean's Eleven*, in which he plays a Cockney demolitions expert alongside three of Hollywood's biggest guns: Brad Pitt, Julia Roberts and George Clooney (Cheadle's costar in *Out of Sight* and the live TV movie *Fail Safe*). "Actors love acting with Don because they know that he brings everything up a notch," Soderbergh says. "You're gonna be better with him than you are with almost anybody else."

After Family Man, Ratner created the role for Cheadle in Rush Hour 2. "I came up with the scenario where he plays a guy who has a Chinese restaurant on Crenshaw [Boulevard in Compton, Calif.], and he has a Chinese wife and six little half-black/half-Chinese babies. He said, 'I'll do it if I could throw fisticuffs with Jackie Chan and if I could speak in fluent Chinese.'"

So what the hell can't the man do? "I'm not a great basketball player," Cheadle admits. "I can't do a lot of stuff. I don't focus on that. I probably should, because that's really when you learn—when you can't do it and you're scared and you're out of your element. That's when you really grow."

Despite his claims of mediocrity, Cheadle remains a weekend hoopster. He plays in local pickup games on Saturdays and in the NBA Entertainment League on Sundays. "My whole game is, I like to get assists," he says. That could easily serve as a metaphor for his film career. Sort of a Charlie Ward of the big screen, Cheadle's a selfless starter who has all the moves but shies away from the spotlight. He doesn't have to hog the ball—but he can take it from you whenever he wants to. ▼