Ten years in the making, *Almost Famous* is based on Crowe's experiences as a teenage music writer on tour for *Creem* and *Rolling Stone* magazines in the early '70s. Short of the laughable title, the movie is wrenching and deeply personal—and in many ways out of step with Crowe's past film work. No Lloyd Dobler, skinny arms straining, boom box thrust in the air. No hipster stars tumbling into love amid pithy pop references. None of that "you complete me" foolishness.

That said, *Almost Famous* is a love story—very much like Crowe's *Say Anything...*, *Singles*, and *Jerry Maguire*. But instead of love of, well, being in love (or at least the *idea* of love), the movie is writer-director Crowe's rumination on family, the rock & roll community, and, more than anything else, the decade that defined him.

"I started to see the '70s getting characterized as this big kitschy mirror ball, and that was not my experience," remembers Crowe, who, after graduating at 15, toured with bands like Jackson Browne, the Allman Brothers, and Led Zeppelin. "I just tried to write nakedly [about the experience]—and that was the right thing to do. The only way to do it was to be raw."

The story that evolved has Crowe's stand-in, William Miller—alienated after his rock & roll-loathing mom had him skipped a few grades—seeking solace in music after his older sister, Anita (Zooey Deschanel), flees home. He finds a mentor in legendary critic Lester Bangs (played here by Philip Seymour Hoffman) and is soon hitting the road to cover fictional up-and-coming roots rockers Stillwater, leaving his widowed, heartbroken mother with an empty nest. During the Stillwater tour, the 15-year-old loses his innocence (among, uh, other things), gets a back-to-front schooling in his new trade, and falls for a sweet, damaged groupie named Penny Lane (Kate Hudson).

"There are real figures mixed with composites," says the director. (And some were both. Though her character is a composite, the real Penny Lane lives in Oregon and visited the set.) "The band was all the early ones I wrote about—the Who, Led Zeppelin, the Eagles, the Allman Brothers, Lynyrd Skynyrd. But it was Ronnie Van Zant from Lynyrd Skynyrd who singled me out in 1973. He loved my writing and tried to sponsor my stuff."

STILLWATER RUNS DEEP **Crudup [front] and Jason Lee [center] head up the *Almost* band**

Which is not unlike what Stillwater guitarist Russell (Billy Crudup) does for William in the movie. The death of Van Zant in a 1977 plane crash was a defining moment for Crowe, who, grieving, couldn't bring himself to write the obit for *Rolling Stone* and shelved his Skynyrd records for almost 20 years.

Crowe struggled with how to tell this story for years. He knew he wanted to make a semiautobiographical film as far back as the mid-'80s, but it wasn't until 1998 that he cracked the story (which ultimately required changing the band from Brits to Americans) and finished the *Almost Famous* script. Even then, shooting proved a tortuous exercise.

First, the director insisted the autobiographical plot remain top secret. "When I came in [to read], he had rewritten the scenes for politics," remembers 17-year-old Fugit, a Salt Lake City neophyte found through an open casting call. "Until I got the part, I thought it was about a campaign trail." Then, there were the much-publicized problems casting the lead roles. Following the $154 million success of *Jerry Maguire*—and the Oscar for Cuba Gooding Jr.—everyone wanted to work with Crowe, and at various times, Meryl Streep was considered as Mom, Sarah Polley was on board as Penny, and, most famously, Brad Pitt as Russell. They all fell through—Pitt amid rumors (denied by his reps) that DreamWorks had lowballed him after *Meet Joe Black* tanked.

"All those people were smart enough to know that someone else belonged in the movie," reflects Crowe. "I've realized that just recently." Crudup (*Without Limits*) and his buddy, Oscar winner Frances McDormand (*Fargo*), stepped in as Russell and Mom. Hudson, who until that point had been slated to portray William's rebellious sister, Anita, lobbied hard to play Penny.

(PREVIOUS SPREAD AND OPPOSITE PAGE) HUDSON AND FUGIT: STYLING: JESSICA PASTER/LUXE; HAIR: CRAIG GANO/SMASHBOX; MAKEUP: SHELLY TUCKER JET SET; FUGIT'S T-SHIRT: WASTELAND; HUDSON'S SHIRT ON OPPOSITE PAGE: ROBERTO CAVALLI; (THIS PAGE) NEAL PRESTON