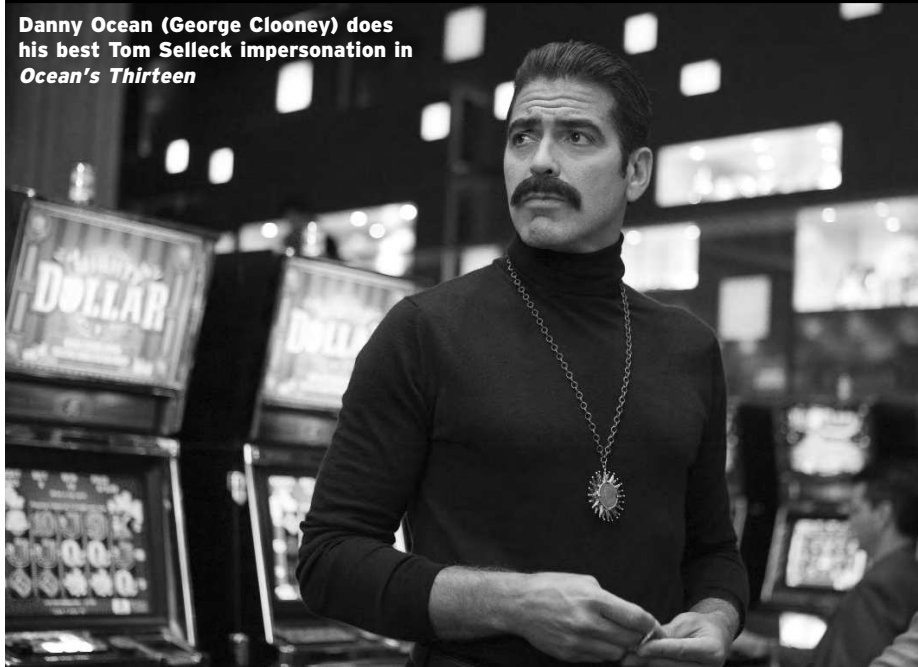




Safe Cracking

The boys are back in town

OCEAN'S THIRTEEN: Directed by Steven Soderbergh. Written by Brian Koppelman and David Levien, based on characters created by George Clayton Johnson and Jack Golden Russell. Cinematography, Steven Soderbergh (as Peter Andrews). Music, David Holmes. Starring Brad Pitt, George Clooney, Matt Damon, Al Pacino, Elliott Gould, Andy Garcia, Don Cheadle, Casey Affleck, Scott Caan, Ellen Barkin, Eddie Jemison, Shaobo Qin, Bernie Mack, Carl Reiner, Eddie Izzard and Julian Sands. Warner Bros. Pictures, 2007. PG13. 122 minutes. ★★☆☆☆

Oh, the inside jokes, the homages, the carry-over of a star's offscreen persona into his onscreen character. This is what you get in *Ocean's Thirteen*, another of this summer's piled-up third-in-a-series films. But it's unfair to dump Steven Soderbergh's retro, Rat Pack-lite flicks in with the Shreks and the Spideys, even if *Thirteen* did rule the box office on opening weekend. Despite being big, glossy and full

YOU KNOW HOW THIS GOES DOWN.

of pretty faces, there's something different about these productions, these exciting playgrounds for the wealthy and well-groomed. For one thing, there's Soderbergh, who's never met a movie he couldn't make rich and gorgeous — and, in the case of the *Ocean's* films, full of wink-nudge references to the world outside the camera's eye.

Ocean's Thirteen finds our boys back in Vegas, raring to avenge Reuben (Elliott Gould), who just got fleeced by soulless hotel owner Willy Bank (a relatively mellow Al Pacino). Danny Ocean (George Clooney) has pulled together the whole crew again, pooling their considerable talents in a job that's much more about screwing Bank than it is about making money. But it does take cash to

set such a plot in motion, so the gang teams up with their former enemy Terry Benedict (Andy Garcia) for a loan. Benedict's got one condition: As well as taking Bank for everything they can, Ocean's gang must steal his precious Five Diamonds Awards.

You know how this goes down: It's loaded with goofy costumes and absurd missteps, sassy feints and lightning-fast parries. There are jokes about Ocean putting on weight between capers and about Rusty (Brad Pitt) settling down and having kids. The most amusing of these references might be when Linus (Matt Damon) is investigating a brilliant programmer. The camera goes shaky, the light blue-tinted; the visual *Bourne Identity* gag is punctuated by Linus saying, "I think I'm being followed."

It's all in good fun. But a few things are missing — notably, after *Ocean's Twelve's* smart investigator Isabel Lahiri (Catherine Zeta-Jones), a female role that involves more than just the tight dress and stern demeanor worn by Ellen Barkin as Bank's right-hand woman, who's quickly undone by Linus' super-powered cologne. And after the elaborate show that was *Ocean's Twelve's* story, *Thirteen* feels slight and overly simple, padded out with thin-on-laughs subplots involving a Mexican factory and a miserable hotel critic.

Soderbergh, who's credited for cinematography as "Peter Andrews," probably couldn't shoot an ugly movie if he tried, and *Ocean's Thirteen* is no exception. Bank's tacky, towering hotel makes for a plethora of burnished sets and glittering reflections, while other rooms are decadent creations with gold bedspreads and dark corners. The stars, naturally, are decked out in the very best in menswear. But beyond its undeniable panache, *Thirteen* just isn't that funny, and the heist just isn't that engaging, even for a heist-film junkie. *Twelve*, for all its too-clever self-referential moments, had a plot that unfolded pleasantly and a villain whose limber machinations were the best joke in the film. Here, the outcome is never in doubt, the thieves never truly invested (and if you wanted character, you'd do better to go back to the first flick). What we get is fluff — but at least it's fluff done up in style. **EW**

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