

**By Anna Adams, Minneapolis Film Examiner**

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When I was in high school, I really dug the book *The Grapes of Wrath*. From the first moment I began reading about Tom Joad (and his brother Al) I knew I was going to like the story. I didn't know why, I just felt that it was something striking, something \*for me,\* by the strength of those first few chapters. I just went through a very similar situation after viewing the independent feature film, *Once Upon A Time in the Midwest*; I knew after only a few scenes that I was going to like it. And though I'd be hard pressed to say exactly what sold me most (humor, music, filmmaking), director Matt Kowalski had me feelin' Minnesota from the very first moment. Well, more than normal, that is, as I live here, but you know what I mean.

*Once Upon A Time in the Midwest* is a story about small town corruption, the man who finds himself suddenly thrust into its undoing, and the characters who aid him in his journey. When Jim Lessin (played by Dave Gerjets) stumbles into the Rock Bottom Bar in the middle of a storm one night, he's greeted by the crazed, wide-eyed rantings of a mysterious young man who tells him he must run for mayor. Unsure of his ability to fulfill this "destiny," and unrehearsed in politics, Jim seeks the advice of a friend who leads him to Trevis O'Keefe (Will Farley), a cocky, young punk with drug connections whose motives and methods are questionable but who seems at least agreeable to the cause. As the film progresses, we discover secrets from Trevis's past that link him to the town's corrupt administration along with another man, Frank Falk (Justin Hawkins), who gambles. The rest of the story centers on the interactions between these three men, and how despite completely different agendas, they end up fighting for the same cause in the end. As the banjo plays on, the bodies pile up, and while not exactly an optimistic sort of tale, it's still a (bloody) good time.

This film is clearly best suited for fans who won't shy away from violence but there are moments of comedy too, mostly involving (Kowalski's) Sheriff Deputy Zane Boulder's buffoonish eating or scenes where he attempts to pull rank on people. In terms of the other actors' performances, it was clear that some members of the cast were more experienced than others, and that a few scenes could have been tightened or maybe shortened a little just for neatness, but overall, the main characters were interesting and well-written and the actors played well together. Most outstanding was Dave Gerjets as Jim Lessin, who gave a completely straight-out, honest performance as the town's unlikely hero; his deliveries, his reactions, and most of all his validity really made the picture. We all know this guy, or someone like him, and though not exactly glamorous, Jim Lessin IS Minnesota. Nice work.

In terms of production, especially a first feature production, the filmmaking and music were really well done. The only real critiques I have are on a few of the acoustics and the length of two or three scenes, but again, first productions are first productions, and no film is ever perfect. On the positive side, some of the strongest scenes in the film were the ones that showcased Kowalski's editing choices, close ups that show the status of the Boulder family (framed photograph, ringed fingers) or the continuity cutting that captured the tension outside the house of one of Frank's poker games. The song "Diggin' My Grave" by William Elliott Whitmore and

original music by Kyle Pfeiffer were excellent throughout; the music placement overall was really good. Kowalski obviously has a solid background in clever films; many of the scenes were reminiscent of the filmmaking styles of Quentin Tarantino, Guy Ritchie, and even a touch of David Lynch. It was fun seeing how everything tied up together, and though I liked the ending (ha, *Twilight Zone*, much?) I was kind of bummed when it was over. And while Tom Joad he ain't, I'd love to see maybe eight or ten episodes of Jim in that mayor's office, might there be a market for that down the road?

**By Josh Samford, Rogue Cinema**

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Taking its name from a long lineage of well respected films, most notably beginning with Sergio Leone's *Once Upon a Time in the West*, *Once Upon a Time in the Midwest* looks to make an impact as another epic addition to the club of films that feature similar names. We've had *Once Upon a Time in America*, *Once Upon a Time in China* and of course *Once Upon a Time in Mexico*, why not another title representing middle-America this time out? Matt Kowalski's *Once Upon a Time in the Midwest* doesn't feature nearly as large a budget as the previously mentioned films did, and it's not helmed by a proven auteur (or in the case of Robert Rodriguez, a solid Hollywood director) but I have to give credit where credit is due: he didn't sully the good name of *Once Upon a Time...* movies. Although his film has no chance of living up to the reputation of the previously mentioned titles, amongst other action/dramas of this same variety his project is actually quite interesting and refreshing to a degree.

*Once Upon a Time in the Midwest* is a large ensemble piece that tells a larger story that consists of a revolving door of cast members and varying subplots. Our story revolves around a mayor who is looking to retain her iron-clad grip over a small mid-western town, her bumbling grandson who has been made a sheriff's deputy despite his idiocy and a local businessman who has been inspired to become mayor in the new election after having a near-death experience. This experience has also awakened delusional visions within his mind on top of everything. While all of this goes down, we also have the notorious criminal Trevis Okeefe (Will Farley) who has been trying to persuade local gambler Frank (Justin Hawkins) to join his outfit, despite Frank being the type who always likes to play it solo. Trevis is a lunatic, currently employed by the crooked mayor, and he uses his authority to push around all of the locals. In this massive chess game for power, who will win out?

The constant bouncing around in chronology, along with the snappy dialogue which is loaded to the brim with expletives, certainly brings to vision the work of Quentin Tarantino. This is an influence that the filmmakers obviously carry on their sleeve, and they certainly aren't ashamed of this fact. However, unlike Tarantino's work, the broken chronological events don't seem to flow nearly as well here. To make this easier on the audience, the filmmakers could have separated the sequences with greater visual cues or more distinguishable character pieces, but often times we're left to fend for ourselves. Costumes, makeup, visual cues, etc. all go a long way in establishing the narratives of *Reservoir Dogs* and *Pulp Fiction*. While *Once Upon a Time in the Midwest* does have some sequences that flow together well, occasionally you might find yourself having to piece together in your mind just where and when a particular scene is supposed to be placed within this chronological series of events.

Despite the issues viewers may have with the fluidity of the non-linear storyline, the project on a whole isn't that affected by these discrepancies. The film as a whole is far better than I would have ever expected. Although the lack of budget is blatantly obvious when watching, the quality of the writing and many of the performances here make the project well worth watching. Although the visual quality of the film resembles your average run-of-the-mill zero budget picture, there are certainly moments that seem inspired throughout. From an "idea" perspective, and not necessarily because of any tricky visuals, the introduction to the film creates some of the best atmosphere within the movie. There is a sequence early on where the soon-to-be candidate for mayor Jimmy walks into a bar where he has a confrontation with a ghost-like bartender who certainly seems inspired by *The Shining*. Afterward Jimmy stumbles outside and in the broad daylight this ghost-like character follows him and begins to tell him about events that are happening within his life right at this moment. It is here that we discover that Jimmy has stumbled into a pool and is drowning to death, and that this ghost character actually is a supernatural being of some sort since he informs Jimmy of outside incidents that are happening outside of his own understanding. The sequence plays out like something from the work of David Lynch and shows early on that these are a group of filmmakers who obviously have some talent.

While I won't say that it is a film for all people, it is a project that really surprised me in its deft handling of this content. It's a project that shows true growing potential from the filmmakers and the cast and crew. Hopefully we will hear more from these filmmakers in the near future! You can read more about *Once Upon a Time in the Mid West* via the official Facebook

<http://www.facebook.com/pages/Once-Upon-a-Time-in-the-Midwest/156910857692080>