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**ELLEN
BARKIN**
"At 53, I get to
rediscover
myself"

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Ellen Barkin is feeling a lot of love these days in her hometown of New York City. Fans cheer her in the street, at the supermarket, in the nail salon. They holler their support from passing cars. "I've been getting a lot of shout-outs," she says with a laugh. "It feels really good. I have eight million people watching my back."

New Yorkers feel protective of their Bronx-born girl, having witnessed her acrimonious, high-profile split from billionaire Revlon chairman Ron Perelman, which began last January when she was surprised with divorce papers; in February she was ushered out of their Upper East Side town house by security guards. During Barkin's seven-year relationship with Perelman (they were married for nearly six years), she was largely absent from the screen, reportedly because Perelman preferred that she stay close to home. Given the film industry's notoriously short attention span, that's a long time to be away.

But after a painfully raw year and a half, Barkin has come roaring back, landing the female lead role in this month's *Ocean's 13*, alongside Brad Pitt, George Clooney, Matt Damon and her *Sea of Love* costar, Al Pacino. She has started a production company. She's writing a novel. She is dating again. And, at 53, she looks sensational. Lounging in Café Cluny in the West Village, Barkin is trim and chic in her black Dior Homme pants, stiletto boots and slim navy Lainey Keogh sweater. Her hair is the perfect shade of buttery blonde, her skin luminous and supple. It's hard not to immediately bombard her with questions: "Who's your facialist? Where did you get those glasses?"

Fortunately, she's a sharer. In fact, she practically provides store hours. "I'm not one of those people who hides her beauty secrets because I'm afraid someone's going to look better

than me," she says. The glasses: Paul Smith. Her facialist: Cristina Radu, in Los Angeles, and no, she doesn't use Botox (more on that later). Barkin is the most delightful company: warm, cerebral, tough, funny. Her two favorite expressions are "quite frankly" and "spectacular," which neatly sum up a person who tells it exactly like it is and refuses to be jaded or cynical, no matter what life throws her.

"I had a bad run for seven years," she says. "I mean, I don't want to compare it with real tragedies. But I feel like some sort of survivor, quite frankly." Her life finally turned

"I never have age issues, quite frankly," she says. "Look, I have frivolous things I think about—my neck getting old and things like that. But if I see a gorgeous 23-year-old, I think, wow, she's not even as pretty as she's going to be."

upward last spring. At the time, a fragile Barkin was staying at the beach house of a friend, stylist L'Wren Scott, who gave her some ground rules. She was allowed to cry, talk about the past and brood freely until seven o'clock at night. After that, she was done.

One morning, Barkin was on the beach, doing her customary five-hour cry. She had her cell phone nearby to keep in touch with her son Jack, now 17, and daughter Romy, 14. They were staying with their father, Barkin's first husband, Gabriel Byrne, whom she calls a good friend. "They were there because it was a difficult time for everybody, and also," she says, pausing to laugh sharply, "they didn't have anywhere else to live."

The phone rang, and she distractedly picked it up. It was über-producer Jerry Weintraub, whose latest project

was *Ocean's 13*, phoning to ask how she was doing. "At that point if a stranger said 'How are you?' I always burst into tears," she says. Well, he told her, in 30 seconds you're going to feel a lot better. The movie's leading female role was hers if she wanted it. Barkin was elated. Weintraub was too. "I'm 69," he says. "I've been doing this a long time, and it's rare to be able to make a call like that one."

What better tonic for depression could there possibly be than to fly to Los Angeles and Las Vegas to act with Clooney, Damon and Pitt? "I hadn't worked, with two or three exceptions, for seven years," she says. "And when I did, it took an enormous toll on my personal life. So the idea that I was going to be able to work free and clear—and enjoy what I was doing—was so great." She grins wickedly. "Plus I was the only girl for miles, so everybody was happy to see me."

Weintraub says that even though the *Ocean's* group was close-knit, from two prior films together, Barkin fit in immediately. "As much as she's feminine and beguiling and sexy, she's also one of the guys," he says. "She can get right down in there and talk like a sailor, and the guys appreciated that." Barkin's character, he adds, is not a shrinking violet either—not a girl, but a woman with experience and character. "She's glamorous," Weintraub says. "But she doesn't hide her age. She lays it all out there. She's not trying to be 18, which is great. She looks fantastic, is dressed beautifully."

Indeed, Barkin's wardrobe was another thrill. "If you ever wanted to be in a more attention-getting wardrobe, you couldn't dream it better," she says with relish. The clothes, designed by L'Wren Scott, were all pink. "Not baby pinks," Barkin clarifies, "heart-stopping fuchsias."

If that wasn't enough, the mood on the set was downright giddy. "If I had had to play some woman who has some horrible thing happen to her, I would have had a nervous breakdown," she says. "But I was so

excited to go to work. Al [Pacino] and I would say, 'Boy, aren't we lucky to be here?' Just giggling and happy."

She pauses for a moment, suddenly pensive. It's clear that she has not completely recovered from the ordeal of her divorce, but it's equally apparent that this is a woman who can take care of herself. "At a certain point, my self-protection mechanism kicks in," she says intently. "And when it does, I know what to do. I'm not going to roll over and play dead. Once I get the fact that you're kicking me in the head, I'm gonna grab your foot and twist your leg off." Last fall, she auctioned off all the lavish jewelry that Perelman had given her at Christie's: the immense 22-plus-carat diamond ring, the period jewels, the emerald and diamond cuff. The sale netted over \$20 million, among the top four single-owner jewelry sales in history.

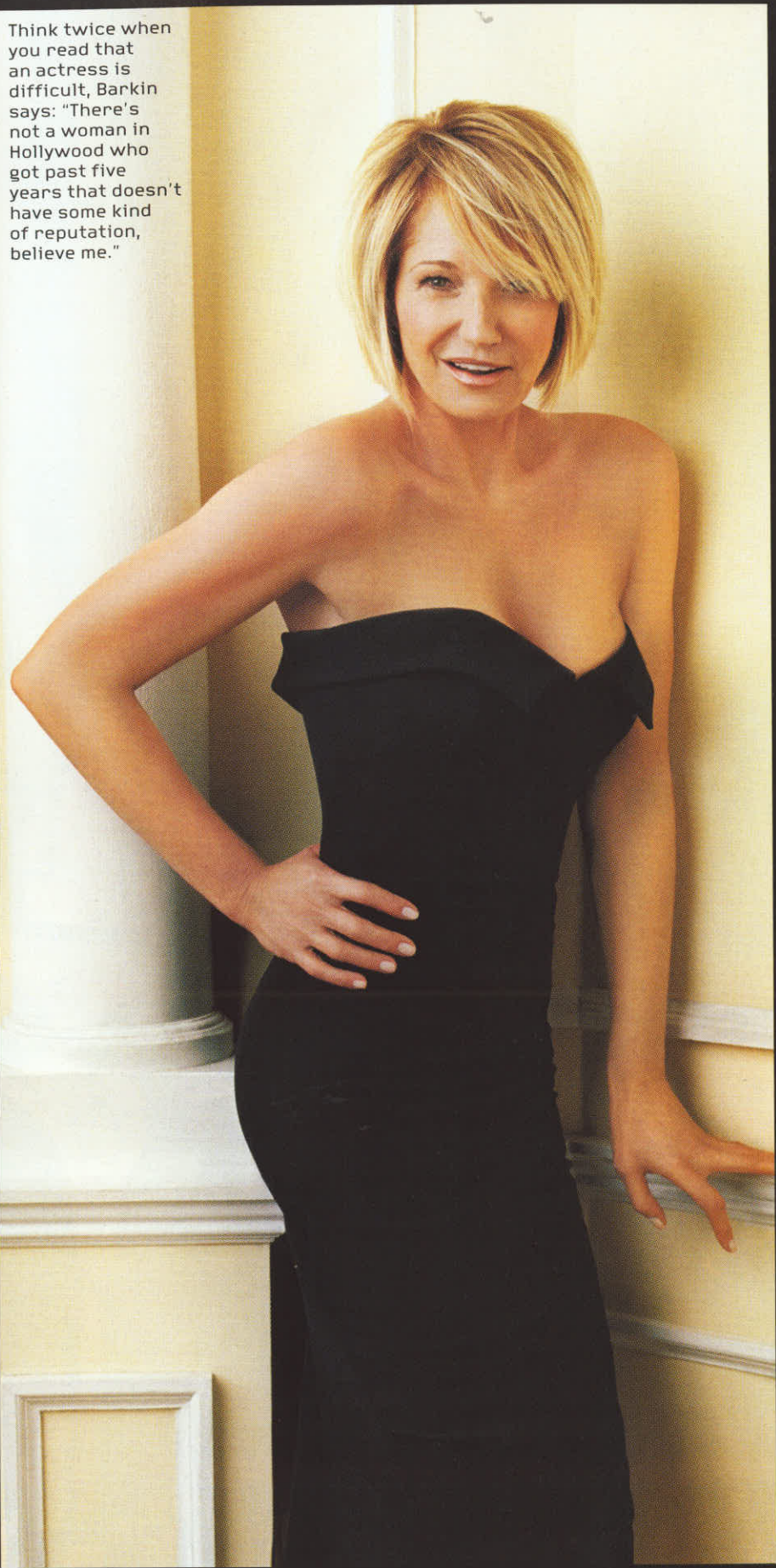
Barkin says that the sale was not motivated by revenge. "It was practical," she says with a shrug. "Quite frankly, I couldn't afford the jewelry, and I would have never worn it. I didn't want to look down at my hand and feel bad about myself. When it's done, it's done for me. I move on." She sighs. "It doesn't ever go away, and you don't want it to go away," she says. "You want scars to remind you. But, you know, I think about the course of a life, and I didn't think at this age I'd get to rediscover myself." She leans forward. "I remember turning 40 and really feeling spectacular, like, I feel substantial, I feel like I take up space. I know who I am, I know my strengths and weaknesses—and now I'm going to figure out what to do with them. And I feel like that again. I feel awake."

The first part of your life, she says, "is a process of figuring out who you are, what you do, what you like to do, how you relate to people, and the second half is 'Now what are you going to do with it?' And I think that's certainly the more important act."

Barkin's first act began in the Bronx, where her

continued on page 232

Think twice when you read that an actress is difficult, Barkin says: "There's not a woman in Hollywood who got past five years that doesn't have some kind of reputation, believe me."



father was a chemical salesman and her mother was a hospital administrator.

She took acting classes while attending Hunter College but couldn't pluck up the courage to audition until she was 26. "I had such low self-esteem in my twenties, no sense of self," she says. "I never spoke." Despite career-making roles in *Diner*, *Sea of Love* and *The Big Easy*, she wasn't comfortable with her unconventional good looks until she was in her mid-thirties. "In my twenties, I was obsessed with my big, fat, round moon face," she says. "Then I got older, and now I think, thank god for that fat face, because I feel like I still look good."

That's putting it mildly. Barkin looks better now than she did a decade ago. "I never have age issues, quite frankly," she says. "Look, I have frivolous things that I think about—my neck getting old and things like that. But if I see a gorgeous 23-year-old, I think, wow, she's not even as pretty as she's going to be."

Not that she's pretending that looking great is effortless. "Listen, I do everything I can to keep myself looking good," she says, including gym visits three times a week. "And I am massively hysterical about skin care." She puts "eight things" on her face every time she washes it, has facials and regularly gets the collagen-boosting treatments Thermage and Fraxel. One step that is definitely not part of her regimen is Botox. "The whole Botox craze, what it says to me is 'I am desperately unhappy with where I am in my life's journey, I don't like it, I want to disguise it, I want to erase it,'" she says. "Like, 'I'm not comfortable being 30, 40, 50, 60.' And I have issues with that." She shakes her head. "I don't want to see someone I've watched in movies for 20 years and not know who they are, with their eyebrows somewhere in the middle of their hairline."

She has a similar reaction when she sees women on the far side of 40 running around in microminis. "Some people would say, 'Look, if she can get away with it, more power to her.' F--- that! It looks crazy!" She laughs. "It doesn't mean you have to walk around in matronly things. And look, I'm guilty sometimes. I'll pull out a pair of pants that still fit, but luckily I have a teenage daughter who tells me to stop. You want the whole package to look appropriate."

Barkin freely admits that she would be "panicked" if her life began and ended with being a Hollywood actor, but it doesn't. "I don't need that affirmation from outside my intimate, private world," she says. "I'd rather someone tell me I was a great friend or have my kids say thank you for something." She has a rich existence, brimming with friends and family, and, yes, the occasional date. Well, she wouldn't call them dates. "I go out with men," she says, adding that she usually meets them at events around town. But her friends know better than to set her up, because she refuses to have dinner with strangers. "You think, why am I here?" she says, rolling her eyes. "And if it's a great dinner, why are we having dinner? Why don't we just go home? I mean, isn't that the more important connection?" She raises

an eyebrow and continues, "Like, why are we eating dinner in a restaurant? Let's first see if the sex thing works, and then we could go have dinner."

Barkin would usually rather be at home than in a restaurant, anyway. This is a woman who is such a serious homebody that when the herniated discs in her back flare up, she thinks, oh good, I can stay in bed for two weeks. She would rather have a long phone session with a friend than meet her for a meal. She is most content making dinner for her kids, watching a movie, having a bath (no showers—she finds them "too jolting") and climbing into bed to stay up late with a book. And her new town house in the West Village happens to be a short walk to Applehead Pictures, the production company that she started with her brother, George (a writer and former editor-in-chief of the *National Lampoon*), and former IFC Films executive Caroline Kaplan. They have five films in development, including an adaptation of *The Easter Parade*, the Richard Yates novel, and *The Dwarf*, a book by Nobel Prize-winner Pär Lagerkvist. Adapting books to film has been especially rewarding for Barkin, because she's a voracious reader. Her current favorite is *No Name*, by Victorian writer Wilkie Collins.

"Ellen is exceedingly smart," Kaplan says. "She's familiar with so many authors and genres of literature that it's been really exciting." She laughs. "And she's hysterically funny, just fun as hell to work with. My husband said to me the other night, 'Could you get off the phone with Ellen? It's one in the morning, and you're not even talking about work!'" Kaplan says that the guys who bring mail to the office try to time their deliveries to arrive when Barkin is there. "They say, 'When's boss lady in?' They love seeing her. People seem pretty happy to be around her everywhere she goes, from construction workers to supermodels."

As it happens, it's about time for Barkin to head back to the office. She finishes off the last of her omelet and french fries, then gathers her black Balenciaga coat. We step out into the street. She loves this section of the West Village. It's the same neighborhood in which she has lived on and off since she was 18 years old. She points to the direction of her town house. "It's right over there," she says. "It's beautiful, but I'd rather have an apartment, quite frankly. I don't like being responsible for a house. I don't want to shovel snow." She flutters a hand dismissively. "I want to pick up the phone and say, 'My bathroom is leaking' and hang up." The town house has a garden out back, but you won't catch her digging in the dirt. "I'm a New Yorker," she says. "I wouldn't care if I never saw a tree again in my life. I was thinking last year, maybe I should garden. And then I thought, nah." She laughs, offers a big hug and turns to leave.

A knot of construction workers is watching her as she crosses the street, her bright blonde hair catching the light. "Hey, Ellen," one of them yells. "Ellen Barkin!" He holds up a beefy fist in salute. "Looking good, girl." **M**

Barkin has developed some rules to live by.
Check them out at more.com/ellenbarkin.