REWIND & RECLAIM

WILLOW

The Improbable Life of a Beloved Fantasy

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Contents

Introduction: The Last Hand-Painted Myth

There is a movie poster, and you have probably seen it, even if you have never seen the film.

A small figure stands at the center, holding up a wand, and the light pours off the tip of it and fills the whole frame, gold going to white. Behind him a swordsman raises a blade. A woman's face floats in the glow above, serene and a little sad, more apparition than person. The whole thing looks lit from within, as though someone had found a way to paint actual light.

The artist was John Alvin, and if you grew up in the 1980s his work is wired into your memory whether you know his name or not. He painted the poster for E.T., the one with the two fingers reaching across a starry void toward each other. He painted Blade Runner. He worked on art for Star Wars, Gremlins, and Batman Returns, among a great many others, and he had a trademark so distinct that people in the business gave it a name. They called it the Alvin glow, that warm halo of light that made a sheet of printed cardboard feel like a held breath. He did it by hand, with an airbrush and a painter's patience, in the last years before a marketing department could assemble a poster out of stock photographs and a computer in an afternoon.

His poster for Willow is one of the final great examples of the form, and that makes it the right place to begin, because Willow is a film that sits on a fault line.

It came out in 1988, and it is one of the last major Hollywood blockbusters built the old way, out of mud and weather and physical labor, with actors freezing on real mountainsides and craftsmen raising castles out of plaster and paint. And it is, at the very same time, one of the first films of the era that followed, the

one we still live in. Tucked inside this earnest, hand-made fantasy was a piece of software that quietly pushed open the door to the entire digital age of cinema. The same movie that sent its cast into a Welsh quarry to shiver in real rain also gave the world the first practical demonstration of digital morphing, the technique that would later melt the T-1000 in Terminator 2 and stand behind the dinosaurs of Jurassic Park. One foot in the analog past, one foot in the digital future, both planted in the same wet ground.

The timing runs deeper than technology. Willow arrived at the exact moment the culture's taste was turning over. The sincere, mythic storytelling that had powered the late seventies and early eighties, the age of the earnest hero and the clean quest, was giving way to something cooler and more knowing. Within weeks of Willow's release, audiences would meet a barefoot, bleeding John McClane in Die Hard and the wisecracking, fourth-wall-bruising world of Who Framed Roger Rabbit. Irony was arriving. Self-awareness was arriving. And into that shifting room walked Willow Ufgood, a farmer who believes, without a flicker of a wink, in goodness and courage and the duty to protect the helpless.

That sincerity is what this book is finally about. Willow was rejected by the studios, savaged by the critics, buried in a brutal summer, dismissed as a knockoff, and decades later, in its television form, deleted outright by a corporation balancing its books. None of it worked. The film outlived every attempt to write it off, carried forward not by marketing or prestige but by the children who wore out the videotape and grew up to insist the gatekeepers had been wrong. Alvin's poster, that hand-painted promise of a classical myth, turned out to be the perfect advertisement for a film whose entire life would be a defense of the earnest against the cynical, the hand-made against the

manufactured, and the small against the overwhelming.

This is the story of how that movie got made, why it was misjudged, and how it refused to die.

Chapter 1: The Spark

George Lucas wrote the word Munchkins at the top of a sheet of paper in 1972, and for the next sixteen years that single page sat in a drawer while the rest of his life happened around it.

He was not yet the man who owned a galaxy. He was a kid from Modesto who had just finished THX 1138, a cold and unloved first feature, and was scratching out the script for American Graffiti to prove he could make something people actually wanted to watch. Somewhere in there he stopped and sketched the bones of a fantasy. The title told you everything about where his head was, a straight tip of the hat to L. Frank Baum.

But Lucas wasn't trying to remake Oz, and he wasn't trying to out-Tolkien Tolkien. He wanted something the genre had never bothered to try. For decades Hollywood had used actors of short stature as set dressing, the gnome, the imp, the thing under the rubber suit. Lucas wanted one of those actors at the center of the frame, carrying the whole picture as the hero, the husband, the father, the emotional weight of the entire story.

In 1972 that was close to unthinkable, and in any case he had no power to make anyone build it. He also had a more basic problem. He didn't have the actor. You cannot write a leading role for a person who doesn't exist yet, so the page went in the drawer, and Lucas went off to change the movies twice over with Star Wars and Indiana Jones.

It is worth sitting for a moment with how strange the idea was in its time. The fantasy and adventure films of the era had a fixed and cruel vocabulary for actors of short stature. They were Munchkins in the literal sense, or creatures, or whatever needed a small body inside a costume. They were rarely characters. They were almost never the lead, and the notion that a mainstream audience would follow one of them through an entire heroic arc, would fear for him and cheer for him and take him seriously as a man, ran against everything the industry believed about who was allowed to be a hero. Lucas, who had already bet his career on the unfashionable conviction that audiences were starving for old-fashioned myth, was making a second, quieter bet underneath the first. He believed the audience was bigger-hearted than the business gave it credit for.

The Ewok who could act

The actor showed up in 1982, eleven years old, by way of his grandmother's radio.

Warwick Davis was born in February 1970 in Surrey, England, with a rare genetic condition, spondyloepiphyseal dysplasia congenita, that caused his dwarfism. He was a Star Wars obsessive, the kind of kid who owned the action figures, when his grandmother Edith caught a radio ad calling for performers under four feet tall to audition for the third film in the trilogy, Return of the Jedi. She took him along. He stood two feet, eleven inches at the time. He was cast as a background Ewok, one of the furry forest creatures of Endor, nothing more.

Then fortune intervened the way it sometimes does for people who turn out to be ready for it. Kenny Baker, the actor set to play the lead Ewok, Wicket, fell ill. The role came open, and

Lucas handed it to the kid.

What he got back was a real performance, built from almost nothing. Davis was sealed inside a suit that left him close to blind, behind a mask that allowed barely any expression, and he still found a character. He gave Wicket a cocked head and a sniff at the air and a wary, childlike curiosity, and he drew a good deal of it from watching his own dog move through the world. He learned to poke his tongue through a gap in the mask. He tilted his head when something puzzled him. Lucas, watching the footage come in, saw what was happening. Under all that fur was an actor with timing, stamina, and an instinct for physical comedy that cannot be taught.

Davis stayed in the costume for the two Ewok television movies, Caravan of Courage (1984) and Ewoks: The Battle for Endor (1985), and somewhere in that stretch Lucas's mind went back to the page in the drawer. He had found him. Here, at last, was the actor the 1972 idea had been waiting on. He raised it with Davis directly, on the Jedi set, when the boy was eleven. Imagine being a child in a teddy-bear suit and having George Lucas crouch down to ask whether you might like to star in his next picture. There was a single condition attached to the dream. They would have to wait for Davis to grow up enough to carry the dialogue and the emotional weight that a leading role demands.

By the time the cameras finally rolled on Willow, Davis was seventeen. For the first time in his short career he would work without a mask. The audience would see his actual face and hear his actual voice, and it would learn, as Lucas already had, that the kid could carry a picture.

The handshake

Lucas had his star. He needed a director, because directing was the part of filmmaking he had come to dislike, the daily grind of it, the standing out front while everything bears down on you. He had said more than once that he found the job punishing, and after the all-consuming labor of the first Star Wars he had largely stepped back from the chair. For Willow he wanted a collaborator, someone who could take a sweeping idea and fill it with ordinary human warmth.

He already knew the man. Back in the summer of 1973, a nineteen-year-old Ron Howard had played Steve Bolander in American Graffiti. America knew Howard then as Opie from The Andy Griffith Show, the freckled boy whistling his way to the fishing hole, and was about to know him far better as Richie Cunningham on Happy Days. But Howard did not want to be the wholesome kid next door for the rest of his life. He wanted to direct, and on Lucas's set he had spent his downtime standing near the camera, watching how a film actually got built.

By the mid-1980s he had managed it. He had broken out of the actor's box and turned himself into one of the most dependable young directors in Hollywood, with hits like Splash and the science-fiction charmer Cocoon, films whose particular gift was making the fantastical feel intimate and close. A Ron Howard picture cried easily and meant it. That was the quality Lucas was after, because he understood something about fantasy that the genre's recent failures had proved by counterexample. A fantasy world could be as elaborate as you pleased, but if the audience did not feel the people inside it, the whole expensive apparatus was dead weight.

The conversation that started Willow happened in the hallways of Industrial Light & Magic in San Rafael, where Howard

was supervising the visual effects on Cocoon. Lucas cornered him and laid out the premise, a magic-dabbling farmer who has to shepherd a baby to safety past a queen who wants the child dead. He wanted Howard's particular touch, the warmth and the humor that could make a story about trolls and brownies and sorcerers feel like a story about your own family.

They shook on it right there. No agents in the room, no lawyers, no contracts, just two men who had known each other for over a decade agreeing to go and build something.

The shadow of the duck

None of this was happening in a calm place. The Lucasfilm of the mid-eighties was a company under a cloud, and the cloud was shaped like a cigar-smoking duck.

In the summer of 1986, Lucasfilm released Howard the Duck, and it failed loudly enough to become a national punchline. The reviews were savage, the box office was worse, and the trade press, which had spent years waiting for a reason to declare that Lucas had finally lost his touch, treated the disaster as proof. The pressure this loaded onto the next project is hard to overstate. Whatever Lucas did next would be read as either a recovery or a confirmation, and the vultures were already turning slow circles overhead.

The genre offered no shelter. Hollywood had spent the first half of the decade pouring money into fantasy and watching it evaporate. The studios had quietly decided that audiences were finished with swords and spells and wanted something modern and hard-edged instead. Against that backdrop, the proposal Lucas was carrying from office to office, a thirty-five-million-dollar

movie about a farmer and an infant, looked to the people who controlled the money less like a gamble than like a dare.

Lucas, as it happened, tended to do his best work from exactly that position, with his back against the wall and the whole room telling him no. He had been there before, almost precisely, and the last time it had ended with him owning a galaxy.

Chapter 2: The Money

To understand why no one in 1986 wanted to pay for Willow, you have to look at what the decade had already buried, because the graveyard was both crowded and recent.

The graveyard

By the middle of the 1980s the sword-and-sorcery boom had gone cold, and the evidence was a row of expensive headstones. Dragonslayer, in 1981, had boasted the most advanced stop-motion dragon ever committed to film and still lost money. Krull, in 1983, spent a fortune on a lavish science-fantasy spectacle that audiences simply declined to attend. Jim Henson's The Dark Crystal in 1982 and Labyrinth in 1986 were visual marvels, products of immense imagination and craft, and both were slow to earn back what they had cost. Ridley Scott's Legend, in 1985, was recut, rescored, and finally released into confusion by a studio that no longer seemed sure what it had.

To the executives running Hollywood, the lesson written across all those ledgers was plain. Audiences wanted cops and lasers and teenagers in time-traveling sports cars. They did not want broadswords and elves and magic dust. Fantasy was box-office poison, and everyone in town knew it.

So when Lucasfilm began carrying Willow from studio to studio, the rooms were cold. For Lucas this was a maddeningly familiar experience. A decade earlier he had walked these same corridors trying to sell a strange little space picture that nobody understood, and had collected a thick stack of rejections before a single executive took the chance. Now, having built the most

successful independent film company on earth and more or less invented the modern blockbuster, he was once again being told that his instincts were wrong.

He held one card that nobody else at the table held, and he knew exactly when to play it.

Laddie

When the studios passed, Lucas went around them, straight to the one executive in Hollywood who had bet on him before and won. His name was Alan Ladd Jr., and everyone in the business called him Laddie.

Ladd's place in film history was already secure, and it was bound up with Lucas's own. In the mid-seventies, as the head of production at 20th Century Fox, Ladd had listened to a nervous, soft-spoken young filmmaker describe a space opera that no one else would touch, and he had greenlit it on instinct, on a gut belief in the talent in front of him. That film was Star Wars. It pulled Fox out of financial trouble and rewrote the rules of the industry, and Ladd never forgot what backing Lucas had done for him, nor did Lucas forget what Ladd's faith had made possible.

By 1986 Ladd was running Metro-Goldwyn-Mayer, a studio with one of the most storied names in Hollywood and one of its shakier balance sheets. When Lucas walked in with Willow, the MGM board reacted with something close to horror. Committing a large share of a cash-strapped studio's limited capital to the precise genre that had just buried Labyrinth and Legend looked like a form of corporate self-harm.

Ladd did it anyway. He was not betting on the genre or the trend. He was betting on George Lucas, and he had learned long

ago that betting against George Lucas was how careful people ended up looking foolish.

But MGM genuinely did not have much money to spare, and so the deal that resulted had to be a feat of financial engineering rather than a simple check. What Ladd and Lucas worked out would protect Lucasfilm's independence while handing MGM the flagship blockbuster it badly wanted, and it became, in its own quiet way, as influential as anything that ended up on the screen.

The deal

The structure was an exercise in spreading risk so thin it nearly vanished. MGM agreed to put up half of the thirty-five-million-dollar budget, seventeen and a half million, in exchange for the theatrical and television distribution rights. That gave the studio its summer tentpole and the considerable prestige of the Lucasfilm name. It left Lucas to find the other half somewhere else.

He found it in the living room. The home-video market was detonating in the late eighties. Families were buying VCRs as fast as the factories could ship them, and a rental shop was opening on what felt like every other corner in America. Lucas, who had a long habit of seeing the next format before the rest of the industry noticed it existed, understood that the real money of the future was not in the theater lobby. It was in the den, on a shelf, in a plastic clamshell case.

Lucasfilm took the North American home-video and pay-television rights to the open market, and the response was a feeding frenzy. RCA/Columbia Pictures Home Video, hungry for marquee titles to anchor its catalog, came to the table with a

reported fifteen million dollars, paid up front, simply for the right to release Willow on tape and disc. It was an astonishing figure for home-video rights in that era, and it very nearly covered the entire remaining half of the production budget before a single frame had been exposed. By the time the foreign sales and the merchandising were folded in, including a toy line and more than thirty licensed products, Lucasfilm had effectively insulated itself from disaster. If the film died in theaters, the production was already paid for.

That blueprint became a case study that other producers would pore over for years. It demonstrated that an independent filmmaker could finance a studio-scale blockbuster on his own terms, hold onto creative control, and push the theatrical risk onto the studio's side of the ledger. It was, in its way, a quieter and more durable innovation than the dragon.

Settling scores

With the money locked down, Lucas and his screenwriter, Bob Dolman, settled in to refine the script, and Lucas, who never in his life lost his appetite for a private joke, used the cast of villains to settle a few personal scores with the critics who had spent years needling him.

First came Pauline Kael, the famously sharp-tongued critic of The New Yorker, who had spent a good part of her career dismissing Lucas's blockbusters as hollow, juvenile spectacles. Lucas named the film's skull-masked military commander, played with looming menace by the imposing actor Pat Roach, General Kael. Far from taking offense, the real Kael caught the reference when she reviewed the film in 1988 and noted in print, with what reads as a dry smile, that the brutal warlord was an hommage à

moi.

Then he turned to the most powerful critics in America, the television duo of Gene Siskel and Roger Ebert, whose thumbs could make or break a film over a single weekend. Lucas immortalized them as a drooling, two-headed monster that terrorizes the heroes during the climax at the ruined castle of Tir Asleen. The beast's name, the Eborsisk, fuses Ebert and Siskel into a single fire-breathing creature. It was an act of mischief that would gather an extra layer of irony a few weeks after release, when the real Siskel and Ebert took their revenge in kind.

The jokes told the audience something true about the film they were watching. For all the corporate money behind it, for all the thirty-five-million-dollar scale, Willow still thought of itself as the work of outsiders and rebels having the time of their lives, and it could not quite resist saying so out loud.

Chapter 3: The Cast

By 1987 the fantasy hero came in one shape. He was big, oiled, and grim, somewhere on the spectrum that ran from Arnold Schwarzenegger's Conan to Ken Marshall's prince in Krull, all broad shoulders and brooding silence. Lucas and Howard put their thirty-five-million-dollar movie on the shoulders of a seventeen-year-old from Surrey who stood three feet, six inches tall.

Warwick Davis, unmasked

Casting Davis as Willow Ufgood was an act of faith that went well beyond the usual gamble of a leading role. Until Willow, little people in Hollywood fantasy had played gnomes and goblins and costumed creatures. Davis was being handed a whole human being, a struggling farmer, a loving husband and father, an aspiring sorcerer eaten alive by doubt about whether he is worth anything at all.

Coming off the physical puppetry of Wicket, the bare-faced emotional work was a different and harder kind of acting. He was not performing against other actors so much as against his own nerves, against the seventeen-year-old's entirely reasonable fear that he could not carry a film of this size. And he had to take a world stuffed with giant monsters and dark magic and anchor it in something as plain and recognizable as a parent's love for a child.

A great deal of that anchor was the baby. Elora Danan, the infant Willow is sworn to protect, was played in shifts by several babies, as infant roles always are, and to make Willow's bond with her read as genuine on screen, Howard had Davis spend hours off

camera simply caring for them. He fed them, burped them, rocked them, learned their moods. The result is that the protectiveness on his face in the finished film is not an actor's invention. It is a teenager who has actually become attached to a baby, and that attachment became the still, warm center the entire movie turns around.

There is a quiet irony in the billing. Davis played the title character, the figure whose name is the name of the film, and he took third billing, behind Val Kilmer and Joanne Whalley. It was a small, ordinary sign of where a little person still stood in the Hollywood order of things in 1988, even when the whole story was built on his shoulders, and even when, as it turned out, he was more than equal to the weight.

Val Kilmer, off the leash

If Warwick Davis was the conscience of Willow, Val Kilmer was its engine, and the engine ran hot.

In 1986 Kilmer was about as sought-after as a young actor could be. He had just played Iceman in Top Gun, the cool, arrogant foil to Tom Cruise, and he was a serious craftsman, Juilliard-trained, the kind of actor who came to a part with theories about it. Offered Madmartigan, a disgraced mercenary swordsman, he could easily have delivered another brooding anti-hero, an Aragorn in waiting who speaks in low, grave tones. He went the other way entirely and played Madmartigan as a half-feral cartoon who happens to be lethal with a blade.

We meet him locked in a crow's cage at a crossroads, filthy, picking his teeth with a piece of straw, bellowing at the strangers who pass. Within five minutes of screen time Kilmer has made the

man a bully, a liar, a manipulator, and somehow, against all of it, a rogue you want to follow. He drilled the swordplay until he could fight while sliding down a mudbank or vaulting off a moving cart, and he kept on inventing, layering in odd line readings and strange grins and bits of business that broke up the crew. A great deal of what Madmartigan says was never in the script. Kilmer ad-libbed wide stretches of the part, which is exactly why the character sounds less like a figure out of high fantasy than like a man arguing his way through the worst week of his life.

The cage nearly cost him more than dignity. Climbing out of the crow cage between takes during the Welsh shoot, the chain holding it aloft gave way, and the heavy prop came down on his foot. The injury was real, a deep and painful bruise, and it is the reason Madmartigan walks with a visible limp through several later scenes. The swagger, in those stretches, is running on a bad foot, which only makes it more convincing.

The high point of the performance is the tavern escape, in which Madmartigan disguises himself as a woman to slip past the soldiers hunting him. Kilmer refuses to play the moment as an embarrassed man in a dress. He bats his eyes, he simpers, he flirts outrageously with the very men trying to kill him, committing so completely to the bit that the joke stops being a joke and becomes something closer to a dare. It is the most purely joyful sequence in the film, and it works because the actor has no fear in him at all.

Joanne Whalley, and a real romance

To stand against that kind of energy, the film needed a leading woman who could credibly threaten to cut Kilmer's throat and hold the screen at the same time. They found her in Joanne

Whalley, a rising British actor from prestige television dramas like Edge of Darkness and The Singing Detective. Willow was her first major film role, and she was thrown straight into the deep end as Sorsha, the armored daughter of Queen Bavmorda, a warrior princess raised on military discipline and dark magic, lethal and uncompromising and loyal to her tyrant mother.

When Sorsha and Madmartigan begin trading sword strokes, the film tilts out of fantasy quest and into something like screwball comedy, and that chemistry was not built in the editing room. During the long, wet, grueling shoot, the two actors fell for each other in earnest, and it was obvious enough to everyone on set that Howard recognized what he had and decided to use it.

He reworked the scene known as the Dust of Broken Hearts to take advantage of it. As written, the moment, in which a magical potion forces Madmartigan to declare florid, helpless love for a sleeping Sorsha, was a one-sided joke, a gag at the swordsman's expense. Howard restaged it as a genuine romantic turn, and the heat between the two of them in the finished scene is the heat of two people who really were falling in love. Whalley and Kilmer married in 1988, the year the film reached theaters, had two children, Mercedes and Jack, and divorced in 1996. The marriage ended, but the feeling is fixed on film, and it gives Willow a burning romantic center that most of its genre rivals never came close to.

Davis found a marriage on that shoot too, in slower motion. He met Samantha, an extra among the Nelwyn villagers, though the two would not pair off and marry until some years later. The set had its less romantic entanglements as well. A pen of pigs kept outside the castle spent much of the production single-mindedly trying to mate, and the crew was reduced to dousing them with

buckets of cold water to pull them apart between setups, which is the kind of detail that never makes the trailer but tells you exactly what a film set actually smells and sounds like.

Jean Marsh and the art of villainy

To embody the source of all the film's darkness, Queen Bavmorda, Lucasfilm cast Jean Marsh, a respected British stage and screen actor and the co-creator of the landmark television series Upstairs, Downstairs. Marsh did not soften the role for a single frame. She played the baby-killing sorceress with full, relishing theatricality, all ice and venom and hurled lightning, screaming her incantations into the climactic storm, and she gave an entire generation of children a villain to have nightmares about. There is no wink in the performance, no apology. Bavmorda means every terrible thing she does, and the film is far scarier for it.

Billy Barty, and a life's work honored

At the opposite moral pole stood Billy Barty as the High Aldwin, the eccentric, wise old leader of the Nelwyn village, and to understand what his casting meant you have to understand who Barty was, because he was a good deal more than a character actor.

Born in Pennsylvania in 1924 with cartilage-hair hypoplasia dwarfism, Barty had been performing since he was three years old, which is to say he had been in the business since the silent era. He had watched, across more than half a century, how Hollywood treated people who looked like him, and what he had seen was an industry that cast little people almost exclusively as visual gags, as monsters, or as overgrown children, and that expected them to be

grateful for the work. One of his standing complaints, voiced for decades, was the way strangers would try to pick him up as though he were a toddler. The general public, he once observed, seemed to think all little people belonged in circuses or sideshows, when in fact they were doctors and nurses and worked in every field there was.

He did something about it. In 1957 he called a gathering of short-statured people in Reno, Nevada, and twenty-one of them came. That meeting grew into Little People of America, the support and advocacy organization that today counts thousands of members across dozens of chapters. Barty founded a second organization, the Billy Barty Foundation, in 1975, and late in his life he worked alongside others to help advance the cause that became the Americans with Disabilities Act. He spent his career fighting the infantilization of people of short stature, both onscreen and off.

So when Ron Howard cast him as the High Aldwin, the casting carried a meaning beyond the role itself. The High Aldwin is the wisest, most spiritually grounded figure in the Nelwyn world, the keeper of the village's magic and the man who recognizes the spark of power in Willow before Willow can see it in himself. Putting Billy Barty in that part, lending the village its gravity and its dignity through his presence, was a validation of everything he had spent forty years arguing for. His warmth with Davis carries the film's pivotal early scene, the finger test, the small ritual that lays out the entire thesis of the movie, that real power comes from trusting yourself rather than deferring to the established and the tall. Barty had been making that argument with his life. Here he got to make it inside the story.

The Brownies

And then there were the Brownies. Rool and Franjean, the bickering nine-inch-tall foragers who attach themselves to the quest, were played by the stand-up comedians Kevin Pollak and Rick Overton. Overton had worked with Howard on the comedy Gung Ho in 1986, and when Howard asked him to suggest a partner for the Brownie duo, Overton recommended his friend Pollak. The two were given an unusually long leash. They improvised the great bulk of their dialogue and invented the pair's whole squabbling, old-married-couple dynamic on the spot. Overton later described their characters as the nervous little dogs of the world, small and therefore forever trembling, forever arguing about trivial things so they would not have to think about the large and frightening ones. That bickering became the film's pressure valve, the steady supply of levity that keeps a story about baby-murder and dark ritual from sinking into its own gloom.

The long-lost brother

There is one piece of casting that plays as an inside joke for anyone who knows their television history.

Airk Thaughbaer, the doomed and heroic commander of the ruined kingdom of Galladoorn, is played by Gavan O'Herlihy, and to Ron Howard, O'Herlihy was an old colleague with a particular history. In the first season of Happy Days, back in 1974, O'Herlihy had played Chuck Cunningham, the basketball-bouncing eldest son of the family and the big brother of Howard's Richie.

The role did not satisfy him, and he left. Here is the part the legend usually gets wrong. The producers did not simply erase Chuck. They recast him, handing the part to an actor named

Randolph Roberts for a couple of episodes in the second season, before finally giving up and writing the character out altogether. By the end of the series the Cunninghams spoke as though they had only ever had two children. The vanishing was so complete that it gave television criticism a permanent piece of slang, Chuck Cunningham Syndrome, for a character who disappears from a show without explanation, as if he had never existed.

So when Howard cast his first Chuck as a commander fighting a losing battle to keep his own kingdom from being wiped off the map, the two of them were quietly in on the joke. After O'Herlihy died in 2021, Howard remembered him with affection as the first of two Chucks on Happy Days and then as Airk in Willow, and called him a talented actor with a big, free spirit.

With the cast assembled, a teenager carrying his first lead, a Juilliard rebel playing a lunatic, a real-life couple falling in love between takes, a veteran villainess, a civil-rights pioneer, two improvising comedians, and a long-lost television brother, the production left the safety of the offices and the soundstages and went out to build a world in the mud.

Chapter 4: The World

Before green screens and digital environments let filmmakers conjure whole universes from a chair in an air-conditioned office, building a fantasy world meant going out and finding it, piece by piece, on the actual planet. Ron Howard and his production designer, Allan Cameron, assembled the realm of Willow out of three countries, England, Wales, and New Zealand, and stitched the pieces together with matte paintings and continuity tricks so seamless that an actor could step through a doorway built on a muddy English backlot and emerge into a stone hall standing on a soundstage, with a New Zealand mountain range painted into the window behind him.

For the people doing the work, this was not a glamorous world tour. It was a cold, wet, mud-caked campaign against the weather. And that is precisely why the film has a physical reality that a great deal of modern, digitally assembled fantasy lacks. When the actors look cold in Willow, it is because they were cold. When they look like they are struggling up a real hillside, it is because the hill was real and so was the struggle.

Welsh slate

Queen Bavmorda's spiked fortress of Nockmaar needed a location that looked actively hostile to human life, and they found it at the Dinorwic slate quarry near Llanberis, in the mountains of North Wales. Dinorwic is a vast black wound in the landscape, a place of sheer cliffs and jagged pitch-dark slate, pinned between a glacial lake and a cloud-shrouded peak. The stone seems to absorb what little light the Welsh sky lets through, so that the whole site sits in a permanent bruised twilight.

Cameron's crew built the gates and lower battlements of Nockmaar there, four towering stone-textured bastions and a heavy wooden portcullis, and left the rest of the mountain-climbing fortress to the matte painters at Industrial Light & Magic, who would blend the physical set into dark, intricate paintings later. The build looked tremendous. The shoot was an ordeal. North Wales rain is relentless and the quarry funneled the wind into the cast, and the wet slate underfoot turned every step in heavy armor into a small gamble with gravity. Warwick Davis, who spent many of his Welsh days in soaked woolen tunics, remembered the location as stunning and punishing in equal measure, the dampness reaching all the way into the bone. Filming stopped again and again as the weather closed in, the crew huddling in drafty tents over hot tea to keep the cold at arm's length. But the misery is right there on the screen. When General Kael's masked riders come pouring out of the castle gates under a gray and weeping sky, their horses kicking up clods of wet black earth, you are looking at the unfaked reality of a Welsh winter.

One week at Brocket Hall

Nockmaar needed a counterweight, somewhere warm and green and communal, and the film found it about thirty miles north of London, on the grounds of Brocket Hall, a centuries-old estate in Hertfordshire. In a soft rolling valley there, the crew built the Nelwyn village, a lived-in cluster of thatched cottages, stone bridges, and working waterwheels.

The week of filming at Brocket Hall became one of the most unusual and fondly remembered shoots anyone involved ever experienced. To populate the village, Lucasfilm had run a

worldwide casting search and brought in more than two hundred little people from the United States, Britain, and across Europe. By the production's own account, the majority of them were not professional actors at all, and many of them did not speak English. None of that mattered once they arrived. What happened when that many short-statured people gathered in one place was something most of them had never known in their lives, the experience of being surrounded by peers rather than being the only little person on the set, in the town, or in the room.

The atmosphere that resulted ran on late-night music and storytelling and a kind of collective joy, and Ron Howard, a man who has since directed about every category of star Hollywood produces, has called that week filming the Nelwyn village perhaps the best experience of his entire directing career. Size, he reflected afterward, finally stopped meaning anything to anyone there. You can feel that warmth in the finished village, and it is the reason Willow's longing to get home, to return to this specific green and gentle place, lands on the audience as something real and worth the journey.

New Zealand, before anyone else

New Zealand reads now as the natural home of screen fantasy, the default backdrop, and that association was built almost single-handedly by Peter Jackson's Lord of the Rings films more than a decade later. In 1987 the country was still a secret, an undiscovered paradise for international productions, and Willow was among the very first major Hollywood films to grasp what that landscape could do for a fantasy.

For the crossroads sequence, where Willow first encounters Madmartigan ranting in his cage, the production traveled to a

wild, windswept valley southeast of Queenstown on the South Island, under the jagged, snow-topped peaks of the Remarkables. The location felt like the edge of the civilized world, exactly the kind of muddy, rutted junction where desperate travelers might be left to the mercy of scavengers and warlords. In a small irony that fans have come to enjoy, the desolate crossroads where Madmartigan once begged for water now sits beneath a manicured golf course.

Deeper into the wilderness, in Fiordland National Park, the production filmed at Milford Sound, where sheer cliffs plunge straight into ink-dark water laced with cascading waterfalls. That spectacular fjord became the lake where the good sorceress Fin Raziel is held prisoner. Davis and Kilmer worked the freezing water in small hand-carved boats, dwarfed to specks by the towering rock faces and ancient rainforest, and the sheer scale of the place did the film's central argument for it without a word of dialogue, the small and the fragile making their way through a world built on a giant's scale.

Elstree

The location work gave Willow its scale and its mud, but the film's narrative engine ran inside the cavernous soundstages of Elstree Studios outside London. Elstree was close to sacred ground for Lucasfilm. It was where the original Star Wars trilogy and the Indiana Jones films had been shot, and its craftsmen were among the best set builders alive.

For Willow the Elstree stages were transformed into a series of immersive environments, the crumbling feast halls of the ruined castle of Tir Asleen with their cracked stone pillars and dusty tapestries, the cavernous ritual chambers of Bavmorda's

stronghold where the sorceress prepares her final blood ritual beneath jagged arches and crackling magical energy, and the low-ceilinged, smoke-stained roadside tavern where Madmartigan brawls his way through a furniture-smashing fight. The arrangement gave Howard control over his own schedule. When the weather in Wales threatened to wash out a day, the production could retreat indoors to the soundstages and shoot the intimate, dialogue-driven character scenes that needed no sky at all. That marriage of real-world grit and built illusion is a large part of why the film still feels both grandly cinematic and physically, tangibly real.

Chapter 5: The Effects

In 1987, Industrial Light & Magic was the undisputed champion of the movie illusion, and its illusions were made of physical things. If you wanted to blow up a starship or roll a boulder after Harrison Ford, ILM did it with painted glass mattes, rubber puppets, wire rigs, and the enormous optical printers that married layers of celluloid into a single image. It was a wonderland of analog craft. But in a corner of the San Rafael campus, a small and faintly disreputable new department had taken root, a computer-graphics group of barely six people hunched over glowing monitors, regarded by the model-makers and stop-motion animators down the hall as eccentrics playing with very expensive calculators.

Willow is the film where the eccentrics changed everything, and there is a delicious irony buried in how it happened.

The grid that ate the goat

The irony is this. Lucas had owned one of the most advanced computer-graphics research groups in the world, the Lucasfilm Computer Division, and in February of 1986 he sold it. The buyer was Steve Jobs, freshly pushed out of Apple and looking for something new, who paid five million dollars for the division and turned it into an independent company called Pixar. As part of that sale, a handful of the group's proprietary machines, the Pixar Image Computer, ended up placed at ILM, along with a couple of computer-effects specialists to run them. So when ILM went looking for a way to do the impossible on Willow, the tools waiting on the shelf were partly the residue of the very division Lucas had just let go. He had sold the future and kept enough of its hardware

to build one more piece of it.

The impossible thing the script demanded was the transformation of the sorceress Fin Raziel. Willow's magic is untrained and his spell goes comically wrong, so that in a single continuous shot a goat has to become an ostrich, then a peacock, then a tortoise, then a tiger, and finally a woman. Under the analog rules of 1987 there were only two ways to attempt it, and both looked dated on arrival. The first was a simple optical dissolve, cross-fading from one creature to the next with a soft blur in between. The second was stop-motion. ILM's visual-effects supervisor, Dennis Muren, a veteran whose career reached back to the first Star Wars, rejected them both. He was bored, by his own admission, tired of seeing the same handful of tricks recycled, and he had seen a computer technique that warped one image into another by shifting a two-dimensional grid. Willow, he decided, would be where ILM tried it for real.

The work fell to a recent graduate named Doug Smythe, hired into that tiny computer-graphics group for exactly this sort of frontier problem. Smythe built on academic research done at the New York Institute of Technology by a man named Tom Brigham, and wrote a program ILM came to call MORF, short for metamorphosis.

The process was painstaking and almost entirely manual. Rendering convincing fur and feathers from scratch was simply beyond the computing power of 1987, so the team did not try. Instead they photographed real animals and finely articulated puppets against a bluescreen, the puppets built to match the precise head-turns and body alignments of the live creatures. The model-maker Jean Bolte was among those who crafted them, and the puppets did the work of bridging the physical movement that

the computers could not yet generate. The footage was then scanned into the machines at very high resolution.

Here is where MORF did its work, and it is worth understanding the mechanics, because the mechanics are the whole trick. An animator sat at a terminal with two images on the screens, say the goat and the ostrich. Over the goat, the animator drew a grid, hand-plotting control lines along the animal's anatomy, a line down the snout, a line around the eye, a line tracing the curve of the jaw. Then, on the ostrich, the animator drew a matching grid, tying each line to its counterpart, snout to beak, eye to eye, jaw to skull. With the two grids linked across hundreds of anatomical points, the computer was instructed to do two things at once across twenty-four frames for every second of film. It cross-dissolved the colors of the first image into the second, and at the same time it mathematically dragged the geometry of the goat into the shape of the ostrich, warping the actual pixels from one form to the other. It took weeks of processing to render seconds of finished film.

The result stopped audiences cold. For the first time, a creature appeared to flow and stretch and re-form its very bones into an entirely different species, smoothly, in a single unbroken shot, right in front of their eyes. It was not merely a clever effect for a fantasy film. MORF was a direct technological ancestor of the liquid-metal T-1000 in Terminator 2 in 1991 and the rapid-aging in Indiana Jones and the Last Crusade in 1989, and Smythe and Brigham were later given a Technical Achievement Award by the Academy for the work. Smythe would go on to earn a Scientific and Engineering Award, his contribution recognized again after the morphing in Death Becomes Her in 1992. The digital age of cinema did not announce itself with a spaceship or an explosion. It started with a goat in a Welsh valley.

The widescreen go-motion nightmare

While the programmers were quietly inventing the future, the masters of physical animation were building one of the great gross-out monsters of the decade, the Eborsisk, the two-headed, fire-breathing dragon named for Ebert and Siskel that wrecks the courtyard at Tir Asleen in the film's climax.

To bring the creature to life, Lucasfilm turned to Phil Tippett, the legendary animator who had given the world the AT-AT walkers of The Empire Strikes Back and the rancor of Return of the Jedi. Tippett and his co-sculptor, Randy Dutra, built the Eborsisk in part from grotesque monster designs that the concept artist Ralph McQuarrie had drawn, and that had been rejected, for Return of the Jedi. The result was a nightmare of biological wrongness, all horn-like snouts, wet vulture eyes, and stringy manes of greasy hair hanging down its twin necks.

To animate it, Tippett used a proprietary ILM refinement of stop-motion called go-motion, and the reason go-motion existed is worth a moment. Traditional stop-motion, the art of Ray Harryhausen's sword-fighting skeletons, moves a puppet a fraction of an inch, exposes a single frame, and repeats the cycle thousands of times. It is painstaking and it can be beautiful, but it has a built-in flaw. Because the puppet is perfectly still at the instant the shutter opens, each frame is unnaturally sharp, and the eye reads the result as a faint, jerky strobe. Real moving things blur. Stop-motion puppets do not. Go-motion solved the problem by mounting the puppet on a set of computer-controlled rods that physically nudged the model a hair while the shutter was open, smearing each frame with exactly the motion blur a living creature would produce, and convincing the eye that the thing was

genuinely in motion.

Animating one creature this way is hard. Animating a two-headed creature is a logistical nightmare, and Willow compounded the problem with its format. The film was shot in anamorphic widescreen, which demanded slow lenses and a great deal of light to hold the dragon in sharp focus, which in turn meant tiny apertures and punishingly long exposures, sometimes minutes for every single frame. So the go-motion animators, Harry Walton and Tom St. Amand among them, spent hours at a stretch in dark, airless rooms, painstakingly orchestrating the movements of two separate biting heads, a whipping tail, and clawing feet, capturing a few seconds of thrashing dragon across an entire grueling day. Tippett added pulsing, inflatable throat sacs to the model, on the theory that the beast gulped air and mixed it with internal gases like a bullfrog before unleashing its fire, a small touch meant to sell the idea that the creature truly generated the flame from inside its own body.

For the fire itself, Howard refused to rely on optical trickery. He had the effects crew build a real flamethrower rig on the Elstree soundstage, so that the actors were genuinely dodging plumes of scorching fire, which were later composited into Tippett's go-motion footage. When the film came out, Roger Ebert, who gave it a middling review, singled out the special effects for real praise, entirely unaware that his own name had been welded onto the grotesque, fire-breathing creature he was admiring.

The expensive little Brownies

The daily headache of the production, though, was neither the morph nor the dragon. It was the Brownies. Because Rool and Franjean are nine inches tall and constantly interacting with

full-sized people, almost every shot they appear in is a complex optical composite. Pollak and Overton performed their scenes against a bluescreen, eyelines fixed on tennis balls mounted on sticks to stand in for the other actors, and the optical-printer operators at ILM then shrank the footage down, matched the lighting, and layered the two tiny comedians into the location plates shot in Wales and New Zealand. The widescreen format made all of this harder, sometimes leaving faint dark matte lines around the actors or a slight drop in image quality, a few of which are easier to spot on a modern 4K release than they ever were in a theater. But the sheer audacity of putting two miniature characters into fast, chaotic action alongside full-sized horses and soldiers, in 1987, with optical printers and tennis balls on sticks, was a real achievement.

Willow ended up straddling two ages of its craft. It stood with one foot planted firmly in the tactile, hand-built history of physical effects, and the other stepping out into a digital future that would, within a decade, remake how movies were made.

Chapter 6: The Score

In 1987 James Horner was thirty-four years old and already operating near the peak of his powers. He had spent the decade rattling the rafters of Hollywood with brass-heavy, full-throated scores for Star Trek II: The Wrath of Khan in 1982 and Aliens in 1986, and he had a particular gift for fusing big, old-fashioned orchestral melodrama with the cutting edge of electronic synthesizers. When Lucas and Howard hired him for Willow, they did more than give him a job. They gave him room to swing, with what has been widely described as one of the largest music budgets a film had been handed up to that point.

Horner used every inch of it. He booked the London Symphony Orchestra into Abbey Road, brought in the King's College Choir, Wimbledon, to lend the spell battles and ancient prophecies their sacred weight, and stacked the percussion section with dozens of instruments. Before a single image reaches the audience, the music has already told them the scale of the thing they are about to watch. This was not going to be a light, low-stakes fairy tale. It was going to be an opera-sized myth.

Llama hooves and a bamboo flute

A standard Western orchestra, however large, was not going to make the world of Willow feel ancient and strange in the particular way Horner wanted, as though the music had been dug out of a damp and mossy tomb. So he went past the usual studio players and brought in a roster of folk and world soloists, among them Mike Taylor and Tony Hinnigan of the Andean group Incantation, who turned up at Abbey Road carrying what amounted to a small museum of instruments.

The voice of the score comes in large part from those instruments. There are Andean panpipes called zamponas, and wooden flutes like the quena, and ocarinas, and a big breathy Bolivian bass flute that produces a low, ghostly sigh. There are medieval and Renaissance instruments, the cittern and the shawm among them, that give the Nelwyn village its rustic, old-European warmth. And there is, providing the skittering, nervous rattle that runs under the Brownies whenever they scurry through the undergrowth, an instrument called the chajchas, a shaker made from dried llama hooves. The next time you watch the little foragers panic, listen for it. You are hearing actual hooves clattering against one another into an Abbey Road microphone.

The instrument that mattered most, both to the film and to the rest of Horner's career, was the shakuhachi, the Japanese bamboo flute, played here by the soloist Kazu Matsui. The shakuhachi is sounded by blowing across a sharp open edge, which lets the player slide from a soft breathy whisper to a piercing shriek, and Horner seized on it as the signature voice of dark magic, cutting its wail through the orchestral texture whenever General Kael's death-masked riders or Bavmorda's shadow-creatures appear. He fell so completely for the sound on Willow that it became a permanent part of his musical signature, recurring across his later work in Legends of the Fall, Braveheart, Titanic, and Avatar.

The borrowing

Here is where the score becomes genuinely contested, and where a careful book has to slow down and be precise.

Horner held a doctorate in music, and he carried a well-documented habit throughout his career of quoting, echoing,

and reworking the great classical composers inside his film scores. On Willow the practice is right out in the open, and the central example is the piece called Willow's Theme, the soaring brass fanfare that lifts the hero whenever he conquers his fear and steps toward his destiny.

Play the opening of the first movement of Robert Schumann's Symphony No. 3, the Rhenish, written in 1850. The kinship with Willow's Theme is not a vague family resemblance. Horner takes Schumann's striding, triumphant theme, quickens the tempo, hands it to the LSO brass, and turns it into the heroic anthem of the entire film. This is the connection that classical listeners have pointed at for decades, and it is real.

Beyond it, precision matters more than enthusiasm. The theme associated with the baby Elora Danan is a near-direct reworking of a Bulgarian folk song, "Mir Stanke Le," sometimes known as a harvest song from Thrace. That much is well established. Past those two, listeners and soundtrack collectors have spent years tracing this or that cue to this or that classical source, and some of those connections are firmer than others. A book that wants to be trusted should say so plainly rather than parade a tidy list of borrowings as though every one were settled fact.

How should an admirer take all this quoting? Horner answered the question himself, and his answer is the most useful frame anyone has offered. He described himself as a musicologist, a doctor of music, someone who had studied and analyzed an enormous amount of music and who loved metaphor, quotation, and cycles. The spiritual side of the Willow score, he said, came out of exactly that, out of the mythology and the music history he had been taught and that he then carried forward through his own

emotion and his own composing. Read his way, the borrowing is not laziness. It is a deliberate trick played on the listener's ear. By tucking melodies that are a century old underneath a brand-new 1988 fantasy, Horner slips past the audience's modern skepticism and hooks their feelings into music that already lives somewhere deep in the culture's memory. He uses the gravitational weight of classical history to make a new film feel like an ancient legend the audience has somehow always known.

What it does

The real test of a film score, though, is not its pedigree or its footnotes. It is what the music does to you in the dark, and on that test Willow is a triumph.

Take the Dust of Broken Hearts sequence again, but listen to it this time instead of watching it. On screen the scene is faintly ridiculous, a filthy, sweating Val Kilmer in a dress, hollering overwrought romantic poetry at a baffled Joanne Whalley. It could so easily have collapsed into cheap slapstick. Horner ignores the comedy entirely. He sends a gorgeous, aching romantic theme up into the strings, with one of Tony Hinnigan's panpipes sighing underneath it, and he plays the love between these two as though it were a cosmic tragedy on the scale of Shakespeare. By the time Sorsha leans in, the music has quietly talked the audience out of laughing and into believing.

Or take the film's final minutes. Willow walks back into his village, having defeated the forces of ultimate darkness with nothing grander than a sleight-of-hand card trick, the same trick he used to entertain his own children in the opening act. The LSO strings begin to swell, the panpipes weave a gentle melody, and then, at the precise moment Willow's children run into his arms,

Horner unleashes the full triumphant fury of the Schumann-shaped brass. It is shameless, and it works, and it lifts the whole film up with it. Horner's final argument is that the most powerful magic in this world was never cast from a sorcerer's wand. It was conducted from a podium at Abbey Road.

Chapter 7: The Story

By the middle of the 1980s, screen fantasy ran on a single fixed circuit. There was a muscled male hero, a quest, a damsel in need of rescue, and at the top of the dark tower a single all-powerful evil man, a warlord or a sorcerer-king. When Bob Dolman arrived at Skywalker Ranch to write Willow, the story treatment Lucas handed him followed that template fairly closely. In Lucas's original outline, the central villain was a tyrannical, all-powerful evil king.

Working in an office next to Lucas, Dolman kept feeling a nagging sense of repetition. An all-powerful dark king ruling a dark empire was uncomfortably close to the Emperor and Darth Vader, a road Lucas had already spent a decade paving. So Dolman proposed a swerve. What if they threw out the patriarchal template entirely and built a world in which power ran through women? Lucas, a rebel by temperament, liked it.

A world run by women

That single decision gives Willow an architecture you do not find in its genre rivals. The ultimate force of evil is not a dark lord but Queen Bavmorda. Spiritual guidance comes from the fairy queen Cherlindrea. The good sorceress fighting to restore the balance is Fin Raziel. The fierce, conflicted soldier who holds the kingdom's future in her hands is Princess Sorsha. The midwife who risks her life to smuggle the prophesied child out of Nockmaar is a woman, and the prophesied savior of the world is a baby girl, Elora Danan.

The men of the film, by and large, are auxiliary. They are farmers and mercenaries and soldiers and comic woodland

creatures, and they are not the axis the world turns on. The real conflict of Willow is a multi-generational struggle between different kinds of female power, between Bavmorda's possessive, devouring, death-dealing version of it and the protective, nurturing, collaborative kind embodied by Raziel, by Sorsha, and ultimately by the infant Elora. For a film released into the hyper-masculine cinema of 1988, the year of Rambo III and Die Hard, this was a quiet and genuinely unusual move, and it gives the story a foundation that most of its competitors never bothered to pour.

The finger test

The thematic heart of the whole film is a small scene early on, and it rewards a close look.

The High Aldwin gathers the village's aspiring magicians for a test. He holds up his hand, fingers spread, and asks each of them the same question. Which finger holds the power to control the world? Willow hesitates, overthinks it, and finally chooses the Aldwin's finger. He is told he has failed. Only later does the Aldwin reveal the real answer. The power was in Willow's own finger all along. He simply had not trusted himself enough to say so.

It is tempting to read this as a throwaway piece of fortune-cookie wisdom, but it is doing something more specific, and more clever. This is George Lucas rewriting his own most famous idea. In Star Wars, the Force is in large part a matter of bloodline and mysticism, something you are born to, passed down through a chosen lineage. In Willow, magic is relocated entirely into the self. It is about confidence, intuition, and self-trust. When Willow points to the Aldwin's finger rather than his own, he is acting out his own imposter syndrome made literal, his deep belief

that real power belongs to the establishment, to the elders, to the tall people, to anyone other than a small farmer from a forgotten valley. The correct answer, his own finger, insists that power in this world is not handed down from authority. It is found by trusting yourself.

It is impossible to miss how neatly that mirrors the real situation on the set. The lesson of the finger test, that a small person doubting his own worth in fact holds the power if he can only believe it, is also the lesson of a seventeen-year-old actor being asked to carry a thirty-five-million-dollar film on his back. The scene is the movie's thesis, and it was being lived out by the boy performing it.

Sorsha's defection

The film's other pivotal turn belongs to Sorsha, and it is worth understanding exactly why she changes sides, because the film is careful about it in a way that is easy to miss.

The lazy version of this story would have Sorsha fall for Madmartigan because of the love potion, the Dust of Broken Hearts. But that is not what happens, and the distinction is the whole point. When the dust does its work and Madmartigan declares his helpless love, Sorsha is not charmed. She is furious, certain she is being mocked. The potion does not turn her. Something else does.

Her real defection comes later, and it comes from watching. Sorsha was raised by a mother who murders infants in pursuit of power, who treats other lives as fuel. That is the only model of strength she has ever been given. And then she watches Madmartigan, a man she has every reason to believe is a selfish,

honorless mercenary, choose again and again to put his own body between danger and a helpless baby that is not even his. She watches a supposedly worthless man bleed to protect something defenseless, for no reward. It short-circuits everything her mother taught her about what power is for. Her turn against Bavmorda is not the swoon of a woman won over by a love potion. It is the much harder, much braver act of a daughter rejecting her mother's worldview, refusing to inherit the cruelty she was raised inside. It is a rejection of intergenerational trauma, dramatized as a snowy mountain skirmish.

The prophecy that depends on choices

At the very center of the film sits one of the oldest stories there is, the prophecy of a chosen child who will bring down a tyrant. It is the story of Moses in the bulrushes, of the young Arthur, of Luke Skywalker. The fantasy and adventure tradition is built on a sturdy skeleton, the call to adventure, the reluctant hero, the wise old mentor, the descent into the enemy's dark fortress, the return home transformed, and Willow is fluent in all of it. Cherlindrea handing Willow a wand and a quest is the wise mentor sending the hero off, the same beat as Obi-Wan in the desert. The film knows these bones intimately.

But it puts one profound twist on the ancient shape. In nearly every version of the chosen-one story, the chosen one acts. They train, they choose, they grow, they finally take up the sword and strike the tyrant down. Elora Danan can do none of that. She is a baby. She cannot choose, cannot fight, cannot lift a finger to save herself. She is pure, absolute vulnerability.

That single choice shifts the film's whole thematic weight off of prophecy and onto something else, free will and collective

responsibility. Elora's survival does not depend on her fulfilling a destiny written in the stars. It depends entirely on the moral choices of the ordinary, flawed people around her. If the midwife does not risk her life to carry the child out of the castle, the prophecy dies in its cradle. If Willow does not choose to leave the safety of his village, it dies. If Madmartigan does not abandon his mercenary cynicism to shield her, it dies. If Sorsha does not turn against her own mother, it dies. The film makes a quietly radical, deeply humane argument. Heroism is not a birthright encoded in special blood. It is built, choice by difficult choice, out of the everyday decision to protect someone who cannot protect herself. By turning the all-powerful chosen one into a helpless infant, Willow converts a standard fantasy quest into something closer to a parable about why any of us bothers to care for the defenseless at all.

And then it delivers the payoff that crowns the whole design. The genre, and the budget, would seem to demand a climax built on a colossal duel of raw magical power, a beam of light against a beam of light. Instead, Willow defeats the most powerful sorceress in the world with the sleight-of-hand card trick he used to entertain his children in the first act. He makes Bavmorda believe he has magicked the baby out of existence, and her own arrogance does the rest, tipping her into the trap she has built for someone else. It is a victory of wit, love, and performance over brute force, won by the smallest and least powerful person in the room, which is to say it is the finger test all over again, scaled up to save the world.

There is even a small magical loose end that fans have worried at happily for decades. Early in the journey, Fin Raziel gives Willow three magic acorns to hurl at his enemies, and across the whole film he only ever uses two. The third is never accounted for.

It is exactly the sort of dangling thread you notice only on a tenth or twentieth viewing, and the fact that so many people know it is there tells you something about how this particular movie has been watched, which is over and over and over again.

Chapter 8: The Summer of 1988

In early 1988 the marketing department at MGM had two things on its hands, a good and unusual movie and a genuinely terrifying calendar. The summer ahead was shaping up to be one of the most crowded in living memory, and Willow, a gentle, strange, character-driven fantasy, was about to wade straight into the middle of it.

Jumping the gun

The original plan had been to open Willow on Wednesday, May 25, the Memorial Day slot that Lucas had used to launch Star Wars eleven years earlier almost to the day. But as the studio looked harder at the films stacked up behind that date, it lost its nerve and moved Willow up to Friday, May 20, to grab a few days of clear air before the heavy artillery rolled out. A studio publicist was refreshingly blunt about the logic, telling the Los Angeles Times that the move bought them a jump on the competition.

Behind the date came a marketing blitz built to manufacture a phenomenon. There were comic-book adaptations, behind-the-scenes television specials, high-end art books, and a national fast-food tie-in with Wendy's that stuffed plastic figures of Willow, Madmartigan, and the baby into millions of children's meals. The message to the public was unmistakable. Willow was the next Star Wars, an event you could not afford to miss. Then the summer gates swung open, and the trouble began.

The class of '88

To look back at the release calendar of the summer of 1988 is to see one of the most loaded and lucrative seasons in the history of the movies, and to understand instantly what Willow was up against. Almost none of it was fantasy.

Willow opened on May 20 and took the top spot. Five days later, on the Memorial Day weekend it had specifically fled, two enormous, established, hyper-masculine sequels opened on the very same day. Rambo III arrived with Sylvester Stallone firing rocket-propelled grenades at helicopters, and Crocodile Dundee II brought back Paul Hogan's grinning adventurer. Willow was instantly squeezed between two known quantities aimed squarely at the audience it needed, and it slid down the chart behind them, a different fate entirely from failing but an ominous one.

The pressure only built as the weeks went on. On June 22 came Who Framed Roger Rabbit, and its arrival matters more than the box-office math suggests. Roger Rabbit was, like Willow, a showcase for groundbreaking effects, much of it built at ILM. But where Willow was earnest, Roger Rabbit was knowing. It was meta, cynical, deeply self-aware, and aimed over the children's heads at the adults in the room, with a film-noir plot and a smoldering cartoon femme fatale. Next to Jessica Rabbit and the hard-drinking Eddie Valiant, the sincere, fairy-tale heart of Willow Ufgood suddenly looked old-fashioned to a teenage audience.

Then, on July 15, came the picture that quietly rewrote the rules for everyone, Die Hard. A television actor named Bruce Willis, not yet a movie star, played John McClane as something action cinema had not quite seen before, a hero who was barefoot, bleeding, frightened, and entirely mortal. The bulletproof muscleman suddenly looked like a relic. And around all of it ran the rest of the class of '88, Eddie Murphy in Coming to America,

Tom Hanks turning into a child on a giant floor piano in Big, Tom Cruise flipping bottles in Cocktail.

The pattern, looking back, is clear. The summer of 1988 was the season Hollywood outgrew the traditional hero. Audiences were reaching for the gritty realism of Die Hard, the knowing satire of Roger Rabbit, the adult comedy of Coming to America. And into that exact cultural moment Willow tried to sell a classical, almost 1930s-style myth, a sincere quest with a pure heart, to a young audience that had just discovered irony. It landed in an awkward middle, too strange and fantastical for adults who wanted grounded thrills, and, with its baby-hunting death dogs, its skull-faced soldiers, and its dark blood ritual, too intense for some of the parents of the very young children who usually powered a family film. It was, in a real sense, a casualty of a shift in taste it could do nothing about.

The knives

The reviews were rough, and part of the roughness was simple fatigue. After the humiliation of Howard the Duck and the disappointment of Labyrinth, a good portion of the press was ready to write Lucas's obituary, and it treated Willow less as a labor of love than as the Star Wars formula run through a Tolkien filter.

Roger Ebert set the tone. He called the film fearsomely ambitious but found that it was neither fearsome nor wondrous, a journey too far down a road that other movies had already worn smooth. The effects were fine, he allowed, and the dragon was well done, but he judged the story itself turgid and relentlessly predictable, and he put his finger on the central complaint in a single line, that there can be no real suspense in a movie where

even the characters seem to have been inspired by other movies. Janet Maslin, in the New York Times, was no gentler, describing the picture as vast but secondhand and dwelling on everything it had borrowed. One critic landed the cruelest blow of the season, suggesting that next to Willow, Howard the Duck started to look like a minor miscalculation.

The derivative charge came down hard, and point by point. Willow was a short Luke Skywalker, the farm boy dreaming of something larger. Madmartigan was Han Solo, the selfish rogue redeemed by love. Elora Danan was the Death Star plans, the precious cargo smuggled across enemy lines. Cherlindrea was Obi-Wan, the glowing mentor pressing a magic tool into the hero's hand. Bavmorda was the Emperor, and General Kael was Darth Vader, complete with the mask and the black cape.

Lucas felt it. Asked about the reception by the journalist Aljean Harmetz, he admitted the sting, saying it was painful to be called the Great Regurgitator. There was a sharp irony in the wound, given how much of the script he had spent needling these very critics. And Siskel and Ebert, the two men he had turned into a two-headed monster, went a step beyond a bad review. They placed Willow among the worst films of 1988 on their year-end television show. A thumbs-down from that pair could flatten a picture, and they used it.

Not every notice was a hatchet job, and one of them turned out to be quietly prophetic. Mike Clark, writing in USA Today, caught something the others missed. He granted that the film was probably too much for small children and too familiar for cynics, but he added that any kid between about six and thirteen who saw it might be bitten by the movie bug for life. That, as the next decade would prove, was the most accurate review anyone wrote

in the summer of 1988. It simply did nothing to help the opening weekend.

The flop that wasn't

And here is the thing the narrative of the summer got wrong. The branding of Willow as a flop was, in plain arithmetic, a myth.

The film opened at number one, taking in 8.3 million dollars over its first three days on just over a thousand screens. The following weekend, that crowded Memorial Day frame, it slid behind the muscle of Crocodile Dundee II and Rambo III, which is, again, a very different thing from collapsing. Lines wrapped around theaters in Los Angeles and New York. An industry observer, talking to the Los Angeles Times during the opening weekend, offered the grounded view that the numbers were good, that it was no blockbuster but it was certainly no Howard the Duck either.

By the end of its run, Willow had grossed roughly 57 million dollars in the United States, a respectable figure that placed it among the better performers of the year, ahead of Rambo III's domestic take and running close to Die Hard. Worldwide, contemporary trade reporting put the film at over 110 million dollars against a 35 million dollar budget. You will see a higher worldwide figure, around 137 million, repeated widely online, but it traces to secondary sources rather than the period's own trade accounting, so this book stays with the more conservative and better-documented number.

By any sane measure, a film that earns roughly three times its budget worldwide is a success, and that is before you remember the record home-video advance that had already covered

Lucasfilm's entire half of the cost. But the late-eighties press graded George Lucas on one brutal curve. Anything short of Star Wars or E.T. was a disappointment, and so Willow was quietly filed under missed opportunity. The film's second life, the one that would prove the verdict wrong, was going to be decided somewhere the critics did not set the terms.

Chapter 9: The VHS Years

In the late 1980s the studios guarded the gap between the theater and the living room jealously, often holding a film back the better part of a year before it slipped onto videotape. To rush a movie to home video was read as an admission of failure, a quiet confession that a title had died in theaters and was being dumped onto the rental market to fend for itself. For Willow, RCA/Columbia, which had paid that enormous advance up front, had every reason to ignore the custom and grab the holiday season instead.

The fast turn

Willow arrived on VHS, Betamax, and LaserDisc on November 22, 1988, only six months after its theatrical opening, timed to land in stores just before the Thanksgiving and Christmas rush. It was a sharp piece of strategy. By launching the tape into the holidays, RCA/Columbia turned Willow into a gift, and parents hunting for a big, spectacular, mostly safe adventure to keep their children occupied through the cold months bought it in volume. Freed at last from the cynical newspaper critics and the brutal logic of a crowded summer, the film finally reached the audience it had always been for, the families gathered on the couch.

The video store ritual

To understand why Willow sank its hooks so deep into a generation, you have to remember what watching a movie at home actually demanded back then. Before streaming smoothed everything into a frictionless wall of thumbnails, watching a film was an event with a beginning, and the beginning was a trip to the

store.

It was a Blockbuster with its bright channel-lit aisles, or a cramped neighborhood shop that smelled of carpet and plastic, and for a kid the walk down the science-fiction and fantasy aisle was an expedition in itself. And there, on the shelf, waiting to be picked up, was Willow. In North America it came in a glossy cardboard slipcase. In Britain and across Europe it lived in one of those heavy, near-indestructible plastic clamshell cases that snapped shut with a satisfying heavy clack. Either way, the cover was John Alvin's painted artwork, the same glowing image that had hung in theater lobbies, and to a child it was not a piece of Hollywood history. It was a magnet. The fierce swordsman, the determined little hero, the wand throwing off its impossible light, all of it practically demanded to be carried to the counter. It was the cover of the babysitter tape, the one that would come to live permanently in the family den.

Then came the ritual at home. You slid the heavy black cassette into the mouth of the VCR, the machine swallowed it with a mechanical clunk and whir, the tracking lines flickered and settled, and the blue-and-white logo faded up, and you were inside something private and safe and yours. Because the tape lived in the house, children did not watch Willow once. They watched it into the ground. They memorized every line, fought imaginary duels with broomsticks in the backyard, ran the High Aldwin's finger test on their baffled younger siblings. The slightly soft, faintly fuzzy texture of the analog picture only deepened the feeling. It did not seem like a slick studio product. It seemed like a family heirloom that belonged entirely to them.

The babysitter that built a fandom

By the early 1990s Willow had quietly become a reliable kid-sitter across the country and beyond, the tape a busy parent could push into the VCR knowing it would hold two restless children still for two hours. And that endless, obsessive rewatching performed a slow piece of magic on the film's reputation.

When a child watches a movie ten or twenty or fifty times, the opinions of newspaper critics simply cease to exist. These kids did not know that Gene Siskel had found the characters unengaging, and would not have cared if you told them. To them, Willow was a towering masterpiece of the imagination. They did not see a derivative Luke Skywalker. They saw a brave little father who beat a terrifying world with love and wit. They did not see a recycled Han Solo. They saw Madmartigan, the funniest and most thrilling swordsman who had ever lived. They did not see dated optical composites. They saw a real dragon and real magic and a goat becoming a woman before their eyes.

This was a fandom that grew in the dark, far below the radar of the mainstream press, passed hand to hand on playgrounds and through borrowed tapes and family movie nights that hardened into tradition. And by the time that generation grew up and began making films, writing about them, and running studios, their childhood love of Willow had set into something permanent and load-bearing. The film had skipped the critics altogether and built its base directly in the nation's living rooms.

The bet pays off

For RCA/Columbia, the gamble turned into a steady and substantial earner. The tape lodged itself near the top of the rental and sales charts, and stores struggled to keep enough copies on the shelf to meet demand. Re-releases followed through the

nineties under a family-video banner, pulling in the younger siblings of the first wave. By the back half of the decade, nobody serious could keep describing Willow as a failure with a straight face. The home-video market had proven the original verdict wrong, and the film had done the rarest thing a movie can do. It had outlived its own theatrical reputation and built, slowly and from the ground up, a deep and durable affection that would carry it for decades.

Chapter 10: Beyond the Screen

The world of Willow did not end when the theatrical run did. It continued in two wildly different directions, one a pair of genuinely well-made video games, the other a dark literary sequel that almost nobody saw coming and that split the fandom down the middle.

Capcom, twice

Movie tie-in games in the late 1980s were, as a rule, junk, cheap and lazy cash-ins built to ride a film's marketing wave for a few weeks before the hype faded. But when Lucasfilm licensed Willow to the Japanese developer Capcom around 1989, the studio was in the middle of a creative golden age, and rather than churning out one throwaway platformer it did something genuinely ambitious. It made two completely different games, tailored to two different audiences.

The arcade version ran on Capcom's CPS-1 hardware, the same board that would shortly carry Street Fighter II and change the industry, and it was a gorgeous, brutally difficult side-scrolling action game. Its central mechanic let the player alternate between Willow, whose stages leaned on charged-up magic projectiles thrown from his wand, and Madmartigan, whose stages were fast, slashing swordplay built on a physical momentum that pointed straight toward another Capcom game of the same era. The arcade Willow was a coin-devouring spectacle of detailed sprites and lush hand-drawn backgrounds, and because of the way Lucasfilm's licensing was structured, it was never officially ported to a home console, which has made it a sought-after rarity for collectors ever since.

For the living room, Capcom went the opposite way and built an ambitious top-down action role-playing game for the Nintendo Entertainment System, in the clear lineage of The Legend of Zelda. It put the player in control of Willow on a long, solitary quest across the world, leveling up as he went, and it included design ideas that were ahead of their time. Willow's ability to swing a given sword, for instance, was tied to his strength. Equip a heavy, high-level blade before he was strong enough to wield it and he would swing it in a slow, agonizing arc, but as he leveled up and grew into it, the very same sword would fly in a lethal blur. Paired with a deep magic system and a melancholy, intensely catchy soundtrack that has stayed lodged in the heads of a generation of players, the NES Willow is remembered today as one of the better licensed games of its era, proof that the world had enough depth to survive being translated into another medium entirely.

Claremont comes to the Ranch

By the mid-1990s the grassroots video renaissance had hardened Willow's status into that of a bona fide cult classic. The kids who had worn out their tapes were now teenagers and young adults, and they were hungry to go back to the world. In 1995 Lucas gave them a return, in a form that nobody expected. Rather than a film sequel, he chose to continue the story as a trilogy of novels, The Chronicles of the Shadow War, working from his own detailed outline with a co-author chosen with great care. The writer he picked was Chris Claremont, and to understand why the books turned out the way they did, you have to understand who Claremont was and what had just happened to him.

Claremont is, by a reasonable argument, the most influential comic-book writer of the late twentieth century. From 1975 to

1991 he wrote Marvel's Uncanny X-Men, and over those sixteen years he transformed it from a near-cancelled title into the biggest franchise in the medium. His signature was the long game, the sprawling, soap-operatic, deeply emotional saga in which heroes were given rich inner lives and then made to suffer. He wrote The Dark Phoenix Saga, in which a beloved hero is corrupted, turns to mass murder, and dies. He wrote Days of Future Past, a time-bent nightmare of a future in which the heroes have already lost. His specialty was trauma, loss, and moral grayness rendered on an epic scale, and he was very, very good at it.

And in 1991, at the absolute commercial peak of the X-Men, Claremont left. He clashed with Marvel's management and with the rising superstar artist Jim Lee over the direction and control of the franchise, and he walked away from the characters he had spent sixteen years building. That is the man George Lucas hired in 1995, a creative free agent with one of the darkest and most sprawling imaginations in popular fiction, a writer who had just been pushed out of his own life's work and who had never in his career known how to write anything light.

So when Lucas handed him the gentle, hopeful world of Willow and asked him to grow it up, Claremont did the only thing he knew how to do. He brought the trauma.

Unmaking the happy ending

Readers who opened the first novel, Shadow Moon, expecting a warm and nostalgic visit to Ron Howard's fairy tale were hit, within the opening stretch, with a hammer.

The book begins with a magical cataclysm that tears across the land and obliterates the restored kingdom of Tir Asleen, and in

that cataclysm Madmartigan and Sorsha are killed off the page. For readers who had spent years cherishing the Kilmer-and-Whalley romance, who had watched those two fall in love and promise to raise the baby together, having them wiped out in a sudden offscreen burst of dark magic felt like a genuine betrayal.

Willow himself is left wrecked by the loss. Having failed to save his friends or stop the disaster, he abandons his name, his village, and his peaceful farming life, and resurfaces under a grim new pseudonym, Thorn Drumheller, a scarred and brooding recluse who has spent over a decade hiding in the wilderness. The story then jumps forward, and the sweet, smiling baby princess who represented the pure hope of the world has grown into a troubled, angry, rebellious teenager, deeply insecure, frightened of the enormous power inside her, and in constant danger of falling to her own dark side. Claremont poured his dense, layered X-Men sensibility into the trilogy, the intricate political factions, the ancient magical entities, the unrelenting darkness of tone, all of it a long way from the gentle humor of the film.

The three books, Shadow Moon, Shadow Dawn, and Shadow Star, split the fanbase cleanly in two. Some readers loved the nerve of it, and praised Lucas and Claremont for having the courage to let the story grow up alongside the audience that had grown up with it, turning a simple fairy tale into a complex, mature, tragic fantasy epic. Others rejected it outright, refusing to accept a world in which Madmartigan and Sorsha were dead and the warm-hearted Willow had become a lonely cynic. Both camps, in their disagreement, proved a point.

Keeping the fire lit

Whatever any individual reader made of the novels, and however hard the arcade game was to track down, these detours into other media kept the world of Willow alive through a long quiet stretch. They demonstrated that the realm was not a one-off relic of 1988 but a place elastic and durable enough to carry top-down adventure games, sprawling multi-volume novels, and dark adult tragedy. They kept the story of the Nelwyn farmer in the cultural conversation through the nineties and two-thousands, holding the door open and waiting, as it turned out, for the day the audience would finally be invited all the way back in.

Chapter 11: The Disney+ Series

By the early 2020s the entertainment landscape had entered the era of the streaming wars, in which the traditional studios raced to launch their own subscription platforms and fed them with every piece of established intellectual property they could lay hands on. In that environment, any beloved old title with a loyal multigenerational following looked like buried treasure, and Lucasfilm's long-dormant Willow was an obvious place to dig.

The return

In October 2020, Disney officially greenlit a sequel series and handed it to the writer and showrunner Jonathan Kasdan, the son of The Empire Strikes Back and Raiders of the Lost Ark screenwriter Lawrence Kasdan, and a self-described child of the eighties who had grown up treating Ron Howard's film as something close to scripture. Production set up in the rugged, rainy valleys of Wales in 2021, returning to the same damp, slate-dark landscapes that had forged the original film more than three decades earlier.

The series assembled a new generation of heroes. Ellie Bamber played a grown Elora Danan, hidden at the start behind the identity of a naive castle kitchen maid named Dove. Ruby Cruz played Princess Kit, the fierce, combat-trained daughter of Sorsha and Madmartigan. Erin Kellyman played Jade, a knight in training, Tony Revolori the gentle scholar-prince Graydon, and Dempsey Bryk played Kit's abducted twin, Prince Airk. Amar Chadha-Patel rounded out the party as Thraxus Boorman, a swaggering, disgraced warrior who served as the larger-than-life comic engine of the group. Anchoring the whole young cast was Warwick Davis, returning as Willow Ufgood after thirty-four years, now the

revered but still deeply insecure High Aldwin of the Nelwyn people. Joanne Whalley returned as Sorsha as well.

A word on the budget is necessary, because it has been reported in several different ways and the differences matter to the story that follows. United Kingdom production filings have been cited at roughly 156 million dollars for the single eight-episode season. Forbes reported a figure closer to 106 million. Later filings put the net cost at around 136 million. Whichever number lands closest to the truth, this was a large, prestige-tier sum for eight hours of television, and it sets up everything that came after.

The Madmartigan-shaped hole

The hardest creative problem the production faced was Val Kilmer. After a long and grueling battle with throat cancer that had severely affected his voice and his mobility, Kilmer was unable to travel to the pandemic-restricted Welsh set. And yet there was no honest way to return to this world without reckoning with the roaring, charismatic heart of the original film.

Rather than recast the role or quietly pretend Madmartigan had never existed, Kasdan made the absence the engine of the entire series. Madmartigan became a legend and a ghost, a father who had vanished into a dark otherworldly dimension to protect his family, his daughter Kit spending the season chasing his shadow and trying to understand the heroic, reckless man she had barely known. To put his presence on the screen, the production turned to the truest keeper of his flame, Kilmer's own son, Jack. In a pivotal sequence in which Kit hears her father's voice echoing from a magical cavern, Jack Kilmer recorded the vocal performance, blending his own voice with his father's familiar

cocky drawl.

There was a deep poignancy in that choice that the show could only partly have intended. Jack had done this before. In the 2021 documentary Val, he had voiced his father's own narration, reading Kilmer's written words aloud because the cancer had taken the voice that wrote them. By 2022, a son lending his throat to his father had already become the way Val Kilmer spoke to the world. On screen, meanwhile, the physical, swashbuckling spirit of Madmartigan was carried by Chadha-Patel's Boorman, a walking tribute to Kilmer's original performance, all boasting and reckless charm and physical comedy thrown up to hide a real and tender vulnerability. It was a careful, respectful solution, a way to honor Kilmer's legacy without taxing his fragile health.

A modern fairy tale

Willow premiered on Disney+ on November 30, 2022, and it immediately divided the people who cared most. Critics were largely won over, and the season holds an 83 percent approval rating on Rotten Tomatoes, with praise for its visual effects, its character work, and its willingness to take bold and unexpected swings. Chief among those swings was the central romance between Princess Kit and the knight Jade. In a genre that had historically kept its queer characters offscreen or in the subtext, the fierce, tender love story between the warrior princess and her companion became the emotional core of the series, and fans championed it with real, grassroots passion.

But the show's tone divided the purists who had grown up on the 1988 film. Rather than reaching for the earnest, timeless, classical register of Howard's movie, Kasdan and his writers went deliberately contemporary and self-aware. The young characters

spoke in modern American slang and traded snappy, knowing banter, and the soundtrack reached for modern indie rock and pop covers over the closing credits. For many older fans, raised on the James Horner majesty of the original, this breezy, knowing aesthetic was a jarring departure, a trade of high fantasy for the rhythms of teen drama. For a great many younger viewers, that same accessibility and emotional openness, the show's interest in identity and vulnerability and mental health, was exactly the thing that made it work and made it feel like theirs.

Erased

The real tragedy of the Willow series, though, had nothing to do with its tone or with any fan debate. It was a tragedy of cold corporate arithmetic.

Despite the large budget and a heavy marketing campaign, the series struggled to break through the noise of an overcrowded streaming market, and it failed to make a significant dent in the viewership charts across its eight-episode run. In the volatile, post-pandemic corporate climate of 2023, the era of unlimited streaming budgets had ended, and the media giants were under intense pressure from Wall Street to show profitability. In March 2023, Lucasfilm announced that Willow had been cancelled after a single season. Jon Kasdan noted that a second season had already been written and called the situation more of a pause than an ending.

Then came the part that shocked even a jaded industry. On May 26, 2023, Disney removed Willow from Disney+ entirely, as part of a broad content purge driven by cost-cutting and tax write-downs across the company's streaming catalog. Because the series had been a platform exclusive, with no DVD or Blu-ray

release ever produced, taking it off the service did not merely make it inconvenient to find. It effectively erased the show from legal existence. Within a matter of hours, an eight-hour, prestige-budget continuation of a beloved film could no longer be bought, rented, or legally streamed anywhere on earth.

The backlash was immediate and furious. One of the show's writers called the removal cruel. Warwick Davis took the fight public, posting a photograph from the set and asking Disney directly what he was supposed to say to the fans he met every day who could no longer watch the series, and calling the decision embarrassing. Ruby Cruz, who had poured herself into the role of Kit, was heartbroken but tried to hold onto some perspective. She had been sad when it happened, she said, but mostly she felt grateful. The show had existed in its own small bubble of time and space, and it had reached the people it needed to reach.

The erasure of Willow became a defining symbol of the streaming era's fragility, a stark demonstration that a corporation could now delete an entire work of art and culture with a keystroke, for a line on a balance sheet, leaving the people who made it and the people who loved it with nothing official to hold. But the fans did what Willow fans had always done. They went back to the grassroots, trading downloaded files, sharing fan art, keeping the thing alive in the dark. The show had been thrown out of the palace. Its real home, as it turned out, had never been on a corporate server in the first place.

Chapter 12: The Enduring Magic

A great many modern blockbusters are not so much crafted as engineered. The performances are captured against blank green walls and then finished, months later, by armies of overworked visual-effects artists laboring under impossible deadlines, and the results can be flawless and weightless at the same time, films designed by committee to give the largest possible audience the fewest possible reasons to object.

Willow came out of a different world, and that difference, in the end, is the whole reason it has lasted.

Made by hand

The secret of the film's long survival is not its budget, or its connection to the Star Wars empire, or even its breakthrough effects. It is the sincerity. Ron Howard and George Lucas made a movie that refuses, at any point, to wink at the camera. In a decade increasingly given over to cynical, one-liner-spewing tough guys, Willow committed itself entirely and without embarrassment to the idea that simple goodness is worth caring about.

And that sincerity was forged in the physical reality of the production. You can feel the human hand in every frame. It is in the wet black slate mud caked on the hem of Sorsha's armor. It is in the genuine tenderness of a seventeen-year-old actor cradling and feeding a real baby between takes. It is in the puppet-built fury of the Eborsisk and the freezing water of Milford Sound and the melodies the London Symphony Orchestra hammered out at Abbey Road. The film was built by model-makers and painters and stunt people and actors who were genuinely cold and wet and

committed, and that tactile reality gives it a texture that slick digital filmmaking still struggles to fake. Willow endures in part because it is a monument to a way of making movies that we have largely lost.

The underdog, all the way down

The thematic heart of the film has always been the underdog, and Willow Ufgood's small stature is the perfect physical image of his inner struggle, a man of barely three and a half feet making his way through a towering, hostile world of giants and monsters, told constantly, by the world and by his own doubts, that he is too small and too ordinary to matter. As Warwick Davis reflected when he prepared to return to the character decades later, many people had told him over the years that they grew up with Willow and that the film had shaped how they thought about heroism. If Willow Ufgood could stand for the heroic potential in everyone, Davis said, then it was a character he was honored to play again.

That underdog story is also, unmistakably, the story of the franchise itself. Willow was passed over by the studios, written off by the critics as a second-rate knockoff, crushed in the schedule by bigger and louder films, and finally, in its television form, scrubbed out of existence for a tax write-down. And it survived all of it. Not through corporate muscle or marketing budgets, but through the stubborn, unyielding devotion of the people who actually loved it. It is a cult classic in the truest and most democratic sense, a film rejected by the official gatekeepers of taste and then adopted, protected, and carried forward by everyone else.

The verdict has quietly flipped. The film that Siskel and Ebert filed among the worst of 1988 now turns up routinely on lists of the most underrated fantasies ever made, and the retrospectives

reach again and again for the same phrasing, that Willow was unfairly maligned and has earned a real reconsideration. It even carries the establishment credential its reviews would never have predicted, two Academy Award nominations, for sound and for visual effects. The reckoning the critics refused to grant it in May of 1988 arrived anyway, handed down not by the trade press but by the children who wore out the tape and grew up to write the history themselves.

A word for Madmartigan

On April 1, 2025, Val Kilmer died at the age of sixty-five, of pneumonia, his body worn down by the years of throat cancer that had already taken his speaking voice. It was the same illness that had kept him from the Willow series, and his death closed the book on any hope that the cocky swordsman might one day swagger back onto a screen in person.

What he left behind, in this corner of a long and varied career, was a performance that has only grown more beloved with time, and a co-star who has never once stopped talking about him. Warwick Davis has said, plainly and often, that Val Kilmer was the reason he got through the making of Willow. When the exhausted teenager was cold and fed up and soaked through in a Welsh quarry, it was Kilmer who pulled him along, the leader of the army keeping everyone moving forward. Davis has made a point of telling this to anyone who will listen, because he believes the press misjudged the man. The Kilmer he knew was warm, generous, and kind-hearted. A beautiful man, in Davis's words.

There is something fitting in that being the final word on Madmartigan. The film took a hyper-masculine rogue and spent its whole length revealing the tenderness hidden underneath the

swagger, and decades later the smallest member of the cast stood up to insist that the world had the real Val Kilmer wrong in precisely the same way. Life imitating the part. The bravado was always covering something gentler and better.

The ghost and the disc

In December 2024, the fans got a real and concrete victory. Disney released the original 1988 film on a handsome 4K UHD Blu-ray steelbook. In an age when the streaming platforms have shown that they will delete art on a whim, owning a disc had become an act of preservation, a physical object immune to write-downs and licensing disputes, a quiet promise that whatever happens to the servers, the story stays on the shelf in the living room where it always belonged.

The 2022 series remains the opposite, a ghost, alive only in memory, in the saved files of the people who refused to let it go, and in the online communities still campaigning for a physical release. The contrast between the two is the whole saga of Willow in miniature, a lesson about the value of holding onto something real. The suits can write off the asset. They have never found a way to write off the affection.

Why it doesn't end

Picture the last shot of the 1988 film. Having beaten the forces of ultimate darkness with a card trick and his own steady nerve, Willow Ufgood walks back down the dirt path into his village. He wears no golden armor. He carries no crown and no legendary sword. He is simply a father coming home to his children, gathering them up and holding on as the warm light of the valley

goes gold around them.

The magic of Willow was never really in the spells or the monsters or the dragon. It was in the stubborn, unfashionable belief that love and family and community are the only things finally worth fighting for, and that the smallest and most ordinary person in a forgotten valley can change the fate of the whole world by refusing to let go of his own humanity. The road from a single odd word scrawled on a sheet of paper in 1972 to a 4K steelbook on a shelf in 2024 has been long and strange and, more often than not, openly hostile. But the spark that George Lucas struck in that notebook never quite went out. It lives now in the mechanical clunk of a videotape, in the high-definition glow of a disc, and in a whole generation of people who once looked up at a three-foot-six farmer holding a wand and understood, without anyone having to explain it, that they too could find the nerve to face the giants.

Appendices: The Lore, the Ledgers, and the Legacy

What follows is the reference section, the part of the book you keep a thumb in. The narrative chapters told the story start to finish. These six appendices stop the clock and lay out the data underneath it, the box-office math, the track listing, the game specs, the artifacts, and the two contradictory futures the saga grew after 1988. The aim is the same throughout. The tables carry the numbers so the prose doesn't have to, and the prose is there to tell you what the numbers mean.

A word on sourcing runs under all six. Box-office figures follow Box Office Mojo's tallies, which differ here and there from the rounder numbers that float through old press clippings and fan lore. Soundtrack details follow the original 1988 Virgin

pressing. Where the popular version of a fact and the documented version disagree, these pages follow the document, even when the myth makes the better anecdote.

Appendix A: The Summer of 1988 Ledger

The story that Willow flopped has always been louder than the arithmetic that says it didn't. Part of the reason is that the film never got a clean weekend to itself. It was released into a five-week stretch that turned out to be one of the most punishing in the history of the summer box office, and to see what it was up against you have to lay the season out in order.

Start with the opening gambit. Willow was supposed to go out on the Wednesday before Memorial Day, the slot Lucas had used for Star Wars almost exactly eleven years earlier. Instead, looking at what was barreling toward that date, MGM blinked and moved the film up to Friday, May 20, to steal a few days of open air. The gambit worked, briefly. Willow opened at number one. And then the air ran out.

Read down that column and you can feel the squeeze happen in real time. Five days after Willow opened, two enormous, pre-sold sequels landed on the same Wednesday and simply took the oxygen. Crocodile Dundee II, of all things, was the number-one film in America that summer, and Rambo III arrived with Stallone at the height of his box-office muscle. Willow held its second weekend better than a flop ever does, sliding only to third with about $7.6 million, the mark of a film with decent word of mouth that had nowhere left to stand. But it was now playing third fiddle to a grinning Australian and a one-man army, and the family crowd it actually needed was about to be claimed by Tom Hanks.

The deeper problem was not any single competitor. It was the tone of the whole season. When Who Framed Roger Rabbit arrived in late June, it was, like Willow, a special-effects marvel built largely at ILM, and it was everything Willow refused to be, winking, meta, adult, cool. Three weeks later Die Hard did the same thing to the action hero that Roger Rabbit had done to animation, trading the invincible for the vulnerable. The summer of 1988 was, in hindsight, the exact moment the culture's taste tipped from earnest to ironic, and Willow had the bad luck to be the most earnest film in the room.

And yet. Here is the number the flop narrative never quite reckons with.

A film that earns better than three times its budget worldwide, and that out-grosses Rambo III on home soil while finishing within shouting distance of Die Hard, is not a disaster by any sane measure. It only looked like one because of the curve George Lucas was graded on, the curve where the passing mark was Star Wars and anything short of a cultural earthquake counted as a stumble. A note for the record. You will see Willow's worldwide total given as high as $137 million in various places online, but that figure traces to secondary sources rather than the period's trade reporting, so this book holds to the more conservative and better-documented figure of over $110 million.

The ledger, in the end, tells a different story than the headlines did. Willow did not fail in the summer of 1988. It simply did not win a summer that had quietly stopped wanting what it was selling, and then it went home and waited for the format that would prove the point.

Appendix B: The Score on Record

James Horner's Willow reached record stores in 1988 on Virgin Movie Music, and the album that soundtrack collectors still hunt for is a specific object worth describing precisely, because the details are exactly what a casual reissue gets wrong. The original release runs eight tracks and a little over seventy minutes, and its track list is not the running order of the film. Horner resequenced the music into a listening experience, opening not with the hero but with the baby.

A few things jump out of that list even before you press play. Look at the runtimes. Two tracks run past ten minutes and one, Bavmorda's Spell Is Cast, runs past eighteen, which tells you immediately that this is not a pop soundtrack chopped into radio lengths but a symphonic work allowed to breathe at the scale of its own ambition. Look, too, at the placement of Willow's Theme. The hero's anthem, the single most hummable thing Horner wrote for the film, is buried at track six rather than handed to you up front, a small act of confidence by a composer who trusted you to wait for it.

The credits on the sleeve are where the real verification lives, and they are worth getting right because the soundtrack faithful will check. The orchestra is the London Symphony, recorded at Abbey Road and conducted by Horner himself, with orchestrations by Greig McRitchie. The album was produced by Horner and Shawn Murphy, who also mixed it. And the choir, the detail most often fumbled, is credited as the King's College Choir of Wimbledon. That is a different institution from the far more famous Choir of King's College, Cambridge, and the distinction matters precisely because it is so easy to assume the famous one.

Then there are the soloists, who are the reason the score sounds unearthed rather than merely composed. Kazu Matsui

plays the shakuhachi, the Japanese bamboo flute whose breathy wail Horner reserved for the appearance of dark magic, for Bavmorda and for General Kael's death-masked riders. Mike Taylor and Tony Hinnigan, of the Andean folk group Incantation, supply the panpipes and the wooden kena flutes that give the score its melancholy and its romantic sighs. Robin Williamson, a founder of the Incredible String Band, contributes Celtic harp and bagpipes, lending the Nelwyn material its old folk warmth. And Ian Underwood works the Fairlight sampler, the bridge between Horner's acoustic forces and the electronic textures he loved to fold underneath them.

The most argued-over feature of the score is not on the sleeve at all. It is Horner's habit of quotation. Willow's Theme is closely modeled on the opening of the first movement of Robert Schumann's Symphony No. 3, the Rhenish, from 1850, sped up and handed to the brass. Elora Danan's theme is a near-direct reworking of the Bulgarian folk song "Mir Stanke Le." Both connections are firmly established. Beyond them, collectors have spent decades tracing other supposed echoes to other classical sources, with results that range from convincing to wishful, and a careful listener should treat the firmly documented borrowings as fact and the rest as the ongoing parlor game it has always been. Horner, for his part, never apologized for the practice. He thought of music as a long inherited cycle, themes handed down and reworked, and he used the weight of melodies a century old to make a brand-new film feel like a legend the audience had somehow always known.

Appendix C: The Capcom Compendium

In 1989 Capcom held the Willow license and did something almost no one did with a movie tie-in, before or since. Rather than ship one disposable cash-in, it built two complete and genuinely good games, aimed at two different kinds of player, developed by different teams with different composers. They share a title and almost nothing else.

The arcade game came first, and it is the flashier of the two. Built on the same CPS-1 board that would shortly carry Street Fighter II and remake the industry, it is a side-scroller with large, detailed sprites and a difficulty curve that ate quarters by design. Its cleverest idea is to switch the hero by stage. Willow's levels are built around ranged magic, charging the wand to fling projectiles, while Madmartigan's are fast and close and brutal, all blade and momentum. Because of the way Lucasfilm structured the license, the arcade game was never officially ported to a home console, which has turned original boards into a genuinely sought-after collector's item and left a whole generation of players who only ever met the NES version unaware the arcade game existed at all.

The NES game is the one most people actually played, and it is the more surprising achievement, because it ignores the arcade game completely and builds something else. It is a sprawling top-down action role-playing game in the unmistakable lineage of The Legend of Zelda, and it puts you in control of Willow alone on a long solo quest across the world, leveling up as you go. Its standout design touch ties the sword swing to Willow's strength. Equip a heavy blade before he is strong enough to handle it and he swings it in a slow, vulnerable arc. Level him up and the very same sword flies in a lethal blur, a small mechanical idea that quietly dramatizes the film's whole theme of growing into your own power.

Capcom's director Yoshiki Okamoto later explained the studio's thinking without a trace of cynicism. Licensed characters from popular films, he said, let Capcom reach a far wider audience than its original creations could, because its own characters risked being too niche. The strategy worked because the studio built a good game first and fitted it to the license second, rather than the other way around, which is exactly the reverse of how most movie tie-ins of the era were made and exactly why these two have outlived almost all of them. The NES game's composer, Harumi Fujita, who had cut her teeth on Ghosts 'n Goblins and Bionic Commando, has said she put everything she had into the music, and a generation of players who never saw the film can still hum the result.

Appendix D: Relics, Magic, and Unresolved Lore

Every fantasy world runs on rules and objects it never fully stops to explain, and Willow moves fast enough that several of its most important ones flash by in a single line. Here is the glossary, the artifacts and laws of the Mother World, with attention to what the film is actually telling you when it shows them.

Cherlindrea's wand. The conduit of white magic that the fairy queen presses into Willow's hands, and the single most thematically loaded object in the film. The story is careful to establish that the wand does not grant power. It focuses power the user already has. This is why Willow's early spells fizzle and misfire. He is not lacking the wand's magic, he is lacking belief in his own, and the wand can only amplify what he is willing to trust in himself. It is the finger test rendered as a physical prop, the whole movie compressed into a stick.

The Dust of Broken Hearts. A pixie powder that induces helpless, poetic infatuation in whoever inhales it, fixing them on the first person they see. In the film it is played first for comedy, as a filthy Madmartigan is forced into florid love poetry, and then quietly weaponized for theme, because the spell's hold gives way to something stronger, the genuine and unforced feeling that grows between him and Sorsha in spite of it.

The three magic acorns. Fin Raziel gives Willow three enchanted acorns with the power to turn a living thing to stone. He hurls one at a Nockmaar soldier in the snow camp. He throws a second into the mouth of the charging Eborsisk. The third is never thrown, never mentioned again, never explained. For more than three decades, fans have worried at the fate of the third acorn the way you worry a loose tooth, and the likeliest answer is also the most deflating, a simple thread left dangling in the script. But the third acorn has become something better than a plot hole. It is a shared piece of fan liturgy, the kind of detail you only notice on your tenth viewing, which tells you most of what you need to know about how often this film gets a tenth viewing.

Galladoorn. The fallen kingdom of Madmartigan and the warrior Airk Thaughbaer, destroyed before the story begins. Madmartigan carries its crest on his shield, a small detail that quietly contradicts the mercenary act he performs, the emblem of an honorable past he claims not to care about and keeps strapped to his arm anyway.

Nockmaar and Tir Asleen. The two poles of the film's geography and its morality. Nockmaar is Bavmorda's spiked fortress of dark magic, shot in the black slate of a Welsh quarry. Tir Asleen is the cursed and crumbling kingdom the heroes fight to restore, the place where the dragon waits and where the story's

hope is meant to live. The journey from one to the other is the journey of the whole film, from the world as Bavmorda would make it to the world as Elora Danan might.

Appendix E: The Branched Timelines

Because George Lucas continued the story twice, once in novels in the 1990s and once on television in 2022, the saga splits after the events of the 1988 film into two separate and openly contradictory futures. Both are canon to the people who love them. Neither is canon to everyone. The honest thing is simply to lay them side by side and let a fan choose which world to live in.

The novels are the darker road by a wide margin. Chris Claremont, fresh from sixteen years of making readers suffer beautifully in Uncanny X-Men, opened Shadow Moon by tearing the film's happy ending to pieces, killing Madmartigan and Sorsha in a cataclysm and reducing the warm, hopeful Willow to a scarred recluse hiding behind a false name. Elora, the smiling baby of the film, grows up angry and frightened of her own power. It is a vision of the Mother World as a place where the victory of 1988 did not hold, where heroism is provisional and loss is permanent, and it asks the reader to love these characters enough to watch them break.

The series is the gentler road, and a deliberately modern one. Jonathan Kasdan kept Sorsha alive and crowned, kept Tir Asleen standing, and turned Madmartigan's absence into a mystery rather than a grave, a father gone into another dimension to find a weapon for the war to come. Willow remains himself, warm and self-doubting, now carrying the weight of leadership, and Elora is raised in hiding as an ordinary kitchen maid who has no idea what she is until the story comes to find her.

The two cannot be reconciled, and there is no need to try. They are two honest answers to the one question every beloved ending eventually provokes, which is what happens to these people after the lights come up. Lucas, characteristically, let the question be answered twice, in opposite directions, by two very different writers in two very different decades. A franchise that can hold both a tragedy and a fairy tale in the same canon without collapsing is not a thin one, whatever the box office said in 1988.

Appendix F: The Disney+ Series and Its Expanded Lore

The 2022 series was scrubbed from Disney's platform in May 2023, which makes a clear written record of what it added to the world more useful than it should ever have had to be. Whatever its fate as a streaming asset, the show meaningfully deepened the mythology of the Mother World, and that mythology deserves to survive the deletion.

The casting tells you the show's intentions on its own. The young ensemble is the engine, and the two returning faces from 1988, Warwick Davis and Joanne Whalley, are the bridge to the original. But the series reached past its own cast to do something genuinely interesting with the lore, which was to make Bavmorda, the terrifying ultimate evil of the film, into a middle manager.

The deeper evil is the Wyrm, an ancient and malign cosmic entity imprisoned beneath the world and worshipped by a cult called the Order of the Wyrm. Its goal is to return and drown the land in eternal darkness, and to do that it needs a living vessel the lore calls the Harbinger. The cult's high priestess is the Crone, revealed in the series to be a sorceress named Lili of Cashmere, and here the show lands its single best stroke of retroactive mythology. The Crone, it turns out, was Bavmorda's own teacher,

the one who indoctrinated her into the Wyrm's service in the first place. With one line, the entire 1988 film is recast as a single chapter in a war far older and larger than Willow ever knew he was fighting, Bavmorda demoted from the source of all evil to a failed student of it.

The Crone commands four monstrous elemental servants known together as the Gales, named the Dag, the Lich, the Scourge, and the Doom, who hunt Elora Danan across the season with the relentlessness the death dogs once brought to the film. Their staging ground is the Immemorial City, a ruined and terrible place beyond a body of water called the Shattered Sea, which takes over the role Nockmaar Castle played in 1988 as the ultimate fortress of darkness. There is even a thread of continuity for the most devoted, an audio cameo from Val Kilmer as Madmartigan in the finale, his voice carried into the new story by his son Jack.

It is a real and inventive expansion, and that is what makes the erasure sting. The show took the simple, self-contained fairy tale of 1988 and gave it a cosmology, a deeper history, and a war that stretched in both directions through time, proof of just how much room there was inside the idea George Lucas first scratched onto a sheet of paper in 1972. The corporation could delete the episodes. It could not delete the fact that the Mother World turned out to be big enough to hold all of this, and a fan with a long memory can keep the map even after the territory has been taken offline.

THE END