The character of Kathie in Jacques Tourner’s *Out of the Past* (1947) lends credence to the central point of Janey Place’s article "Women in Film Noir;" that noir spider women are "active, not static symbols, are intelligent and powerful, if destructively so, and derive power, not weakness, from their sexuality."

One way to understand the symbolic meaning of the noir femme fatale is to examine her antithesis, what Place calls "the nurturing woman." In *Out of the Past*, that role is filled by Ann (Virginia Huston), the small-town girl who becomes involved with the mysterious stranger Jeff Bailey (Robert Mitchum). Our first encounter with Ann and her surrounding environment underscores her symbolic function. The scene is shot with high-key lighting, presenting a bright, sunlit afternoon at a picturesque fishing hole in the country. The ambiance is relaxed, carefree and normal in all respects. Ann, a beautiful blonde dressed in casual hiking attire, is basking in the glow of an equally beautiful day with the handsome Jeff. As she queries him about his travels -- "all the places I've never been" -- her gaze is perfectly loving, perfectly attentive, perfectly naive. It's apparent that she's never ventured beyond the narrow confines of the small town she's lived in all her life, and that she views the well-traveled Jeff as an exciting man of the world.

Jeff’s attitude toward Ann highlights the static, idealized convention of noir's "nurturing woman;" he yearns to build a house by the cove they're looking at, marry her "and never go anywhere else." As Place indicates in her article, the virginal Ann never questions her subordinate status to Jeff, illustrating 1940s era American attitudes of what the feminine model should represent. She is sweet, adoring, and above all, innocent. With Ann there to literally (via low-angle shots) look up to him and happily light his cigarettes (as she does as the two leave the fishing hole), the unsettled noir hero Jeff has a shot at what he's been so desperately looking for: a "normal life" characterized by security, stability and traditionally defined gender roles.
Obliged to meet once more with his former employer Whit Sterling, one-time detective Jeff relates the story of how he came to meet Kathie (Jane Greer). Significantly, unlike the fixed, sun-drenched pastoral environment identified with Ann, Kathie's world from the beginning is defined as shadowy, exotic and sexualized. Running away from boyfriend Whit, she's made her way to a dusty little Mexican town -- perceived as a relatively foreign, even unsavory locale by many Americans in the late '40s -- where the chief amusement consists of drinking bad bourbon and whiling away the hours in a dilapidated cantina.

Our initial impression of Kathie, seen from Jeff's POV, differs sharply from that of Ann. To begin with, she is not a benign, motionless object embedded in a natural environment. Rather, Kathie walks confidently toward camera, moving forward into the pre-fabricated milieu of a Mexican barroom. And, as Place points out, this is the first of many times we will see her in the center of a shot, a device which signals Kathie's importance and power. As with all noir spider women, that power is derived from Kathie's singular and pronounced sex appeal. She isn't beautiful in the natural way Ann is; like many noir spider women, Kathie's allure is instead more idiosyncratic. Her hair is long and luxurious, her eyes large and dark, her lips full and sensuous. In contrast to the prim and classic beauty exemplified by the wholesome Ann, Kathie enters the cantina where Jeff hopes to find her wearing a sun-hat, high heels and a sophisticated, form-fitting white dress. (Doubtless a bit of visual irony from director Tourner.) There is an air of palpable mystery, even danger, about Kathie which increases her erotic magnetism. Unlike the unaffected, unadorned beauty typified by Ann, Kathie's comeliness is carefully constructed and artificial, an outward manifestation of her deceitful nature. Kathie's power and frankly sexual persona are further denoted as she coolly lights a cigarette upon sitting down, a visual cue suggestive of both her flouting of '40s era social/sexual mores ("good girls don't smoke") and the kind of masculine self-possession characteristic of noir spider women.

An immediately smitten Jeff pursues the elusive Kathie, mesmerized time and again by her brazen sexuality ("I'm a better guide than Jose Rodriguez; wanna try me?") and seduced into becoming little more than a "sucker" following wherever she decides to lead. It is a measure of Kathie's sexual power over Jeff that he is willing to risk the loss of his reputation, his career as a detective, and perhaps even
his life to be with her. She possesses the power to destroy Jeff, a power she will exercise without moral qualm as the film proceeds (and a far cry from the "power" afforded to Ann.) The most obvious visual metaphors for Jeff's affair with Kathie occur when, again demonstrating her sexual boldness, she invites him to her place for the night. As they kiss on a moonlit beach, fishing nets surround the ensnared Jeff. Later, as they consummate their romance, a wild storm and torrential rains engulf Kathie's cottage, the perfect symbol of Jeff's loss of control due to sexual desire and Kathie's almost preternatural ability to unleash that desire. From the moment they meet, it is Kathie, not Jeff, who assumes the dominant position in their relationship, effecting a gender role reversal that leads Jeff in increasingly dangerous directions as the film unfolds. If this is a distorted form of female empowerment, it is, as Janey Place asserts, nonetheless a rare expression of that power.

If, as Place also asserts, the noir femme fatale's "original transgression is... ambition expressed metaphorically in her freedom of movement," than Kathie fits the bill quite well indeed. "She wants freedom from an oppressive relationship," writes Place, and is utterly ruthless in pursuit of that goal. After all, Kathie not only absconded with 40 G's of Whit Sterling's money, but she fired four bullets at him (one hit the mark) as well. Thinking they've given Sterling the slip in San Francisco, Jeff and Kathie are confronted by Jeff's former detective partner Fisher, who attempts to shake them down in return for his silence.

Up to that point, Jeff has bought his lover's line completely, blinded by his sexual impulse and Kathie's protestations of innocence. Yet when Fisher hatches his plan, Kathie's words are hard and ugly ("Break his head, Jeff"). Fisher incites Jeff to fisticuffs by insulting Kathie's virtue in an incident that again demonstrates the sway she has over his emotions -- while Kathie stands to one corner, clearly intoxicated by the fact that two grown men are fighting over her. Just as Jeff appears to finish Fisher off, Kathie shoots his former partner dead. From a low-angle shot she explains to the stupefied Jeff that she had to kill Fisher, justifying her actions with a "you and me against the world" argument. Then, as Jeff turns his back to examine the body, Kathie skips out, leaving him to take the rap for Fisher's murder. Though her behavior is purely selfish and morally reprehensible, Kathie retains her power. Rather than quiescently waiting for Jeff to handle Fisher's
threats -- as good girl Ann would doubtless do -- she seizes control of an uncertain situation and imposes her will upon it. However destructive, she is not passive and inert, but aggressively active and mobile.

When Jeff is forced back into Sterling's employ, he is surprised anew to find Kathie with Whit. Given her stated desire to leave him, one might reasonably assume that Kathie's return to Sterling is the act of a coward. Yet Kathie is keenly aware that she lives in a man's world. Hence, lacking the financial wherewithal to gain independence and retain the lifestyle she's accustomed to, Kathie sells Jeff out to Whit, blabbing about their relationship to save her skin and remain in Sterling's good graces. But there's a definite logic in Kathie's thinking; she's willing to momentarily accept a position of seeming weakness while figuring out her next angle. For Kathie is first, last and always a survivor, changing strategies, shifting loyalties and trading on the strongest card at her disposal, her sexuality. But for the first time Kathie's sexual magic fails to work on the disgusted Jeff, so she signs an affidavit accusing him of Fisher's murder, simultaneously extricating herself from that responsibility and providing Whit with the needed means to blackmail Jeff into retrieving incriminating tax files.

Jeff suspects he's not only going to get the tax papers back for Sterling but also take the blame for murdering the man who has them in his possession. (Whit's vengeful plan is yet another proof of Kathie's power to move men to extreme behavior.) Finding the man dead, Jeff then watches from a hidden corner as Kathie works her end of the frame-up. Stepping into the light, he confronts Kathie, who switches tactics again, claiming "I never stopped loving you; I was afraid and no good but I never stopped loving you." They can both be rid of Whit, she assures Jeff, if he can just get ahold of the tax papers. Kathie's pleading face is almost completely obscured by dark shadow, emphasizing the magnitude of her latest lie and just how duplicitous she is. Incredibly, Jeff allows himself to fall for her again and then exits the room to the left. A moment later Joe, Whit's top lieutenant, enters the room to the right. Kathie the powerful manipulator is highlighted once more as she stands center frame, dropping the sweet talk immediately and barking questions at him in a harsh tone. Subsequently, Jeff is picked up by more of Whit's men and taken to an office room to hand over the tax documents. Waiting there is (surprise) Kathie, once more in league with Sterling. Later still Kathie will actually
send Whit's henchman Joe to kill Jeff, strain credulity yet further to deny this fact, and then react with nonchalance to the news that Joe is dead.

As *Out of the Past* nears its denouement, Sterling gets wise to Kathie's machinations and tells her she'll be the one going to jail for Fisher's murder. Her syrupy blandishments at last ineffective, Kathie realizes that her sexual authority over both Whit and Jeff has been extinguished. Stripped of the one commodity that allowed her to access the tremendous will power within, she is now relegated to the sidelines as Jeff and Whit haggle over the papers. As they do Kathie stands off to the left, leaning against a pillar with arms crossed like a petulant teenager, all but ignored. Seemingly defeated, she no longer feels the need to don a mask or strike a pose, for there is nothing left to hide. Ironically, however, Kathie's exposure as a conniving murderess and Sterling's final rejection allows her to be more authentically herself. When the opportunity to claim power rolls around again, as it does shortly, Kathie will grab it -- not by intricate subterfuge or as an appendage to a powerful male, but instead through straightforward action and as an equal.

In the interim, Jeff visits Ann one last time. True to Janey Place's "nurturing woman" model, Ann pledges her undying love but continues as a static element of the pastoral environment, unable to follow the noir male into his world of shadows and corruption. She remains a representative of stability and traditional femininity, a tantalizing but ultimately unobtainable ideal for the doomed Jeff. *Out of the Past* exploits masculine fears of changing gender roles in post-World War II America (more women entered the labor force during the war than at any previous time, earned their own money and thus became increasingly independent) but concurrently offers a reassuring vision of domestic bliss in the form of Ann. Yet Janey Place is again on target in suggesting that "good girls" and "bad girls" are mutually exclusive properties in the universe of noir; "phallocentric" cultural dictates insist that one must never be tainted by the other. That way, late '40s male fantasies of the obedient, "pure" and loving female remain intact, divorced from (and therefore not threatened by) noir's symbol of dangerous feminine power, the spider woman.

Upon returning to Sterling's house, Jeff discovers that Kathie has murdered Whit. As he attempts to assimilate still another surprising turn of events, Kathie
enters the room. The camera tracks with her as she moves past a framed portrait of a fair-haired woman (the static, "captured" and submissive female symbolized by Ann). "You can't make deals with a dead man," she tells Jeff, no longer dependant on her feminine wiles to effect control and free at last to openly exert power. "You're running the show," Jeff admits (to which Kathie archly replies, "do you mind?") and indeed she is. From here on in, Kathie's the one giving the orders: "You've only me to make deals with now. We're starting all over again. I want to go back to Mexico. I want to walk out of the sun again and find you waiting. I want to sit in the same moonlight and tell you all the things I never told you until you don't hate me." Jeff interjects that they're sure to be found; Kathie replies that she doesn't care, as long as they're found together. Director Tourner and screenwriter Geoffrey Homes (aka Daniel Mainwaring, who adapted *Out of the Past* from his novel *Build My Gallows High*) deserve due credit here for giving their spider woman some genuine emotional depth. Obviously, Kathie is a bad seed, but the surprise is that she's motivated at least in part by love. "You're no good and neither am I," she declares to Jeff in a perversely romantic moment. "That's why we deserve each other."

Although Jeff agrees to go away with Kathie and is apparently convinced that they are two of a kind, he calls to alert the police while Kathie packs their bags. It's a fair question as to whether Jeff knows this tip might lead to his own demise; now separated forever from the idealized Ann, subconsciously he may wish to die. What's clear in any case is that, as Janey Place contends, "the absolute necessity of controlling the strong, sexual woman is achieved (in noir) by first demonstrating her dangerous power and its frightening results, and then destroying it." Despite the emotional dimension her creators endow her with by film's end, Kathie must pay for asserting her sexual power. By the admittedly loose rules of noir, femme fatale Kathie cannot escape the consequences of her pernicious actions. As Place argues, female sexual power itself must be contained or, as in *Out of the Past*, eliminated altogether because it is too volatile, too threatening to the male-dominated social order. So, as they near a police roadblock set up to intercept their getaway car, Kathie is shot and killed -- but not before she shoots and kills the double-crossing Jeff. Whatever happens, she's determined not to go quietly. Indeed, Kathie exhibits her aggressively active energy to the end, firing away at the cops.
until the automobile spins out of control and crashes. She dies, but she dies very much on her own terms -- combative, independent, and yes, powerful.

In the course of the film, Kathie uses her overt sexuality to achieve the specific end of financial and personal independence. That aim is frustrated and Kathie, the symbol of dangerous feminine power, winds up dead; "evil" has been vanquished and the "natural order" of masculine hegemony restored. Most Americans in the late '40s would agree with the moral lesson of such an ending; even so, the intervening years have supported one of Janey Place's principal arguments: Noir allows the spider woman "such freedom of movement and dominance that it is her strength and sensual visual texture that is inevitably printed in our memory, not her ultimate destruction."

The character of Kathie remains a potent symbol for viewers of Out of the Past precisely because she escapes societal dictates of conventional female behavior. If the exercise of her sexual power is destructive to herself and others, it is also undeniably compelling. Like all noteworthy femme fatale's, Kathie commands our attention, grabbing hold of our emotions and refusing to let them go. Whether she inspires hatred, pity or lust is in some ways beside the point; the fact that she provokes intense interest is what really matters. The strongest testimony to Kathie's impact on viewers may appear obvious but in fact says much about her power over us: whatever our reaction, we remember her.