



"Charlie is the most loyal and generous friend I could have," says Tony. "I've traveled the world and had so many great experiences because of Charlie. But nothing prepared me for the *Overhaulin'* gig."

"And Rob and his whole family treat me like family — my name might as well be 'Tony Goldbenberg'", Tony said of buddy, Rob. "I can't thank him enough."

If the car has two signature elements, beyond its Foose connection, it's the drivetrain and the paint. For the drivetrain, the A-Team immediately tossed the stock 326. For its replacement, Foose turned to the Pontiac specialists at Butler Performance ([butlerperformance.com](http://butlerperformance.com)) in Leoma, Tennessee — a long way from the Huntington Beach, California set of *Overhaulin'*.

Now, when you lift the hood, you find a 455 punched out to 462 cubic inches. Butler Performance balanced and blueprinted the engine before capping it with a set of their ported and machined Edelbrock Performer RPM Heads. The rest of the build included a port-matched Edelbrock Performer RPM intake, and Comp Cams XE268 hydraulic cam with matching valve train. The internals include Ross pistons and Eagle rods, while air and fuel is mixed by a Holley 770 Street Avenger Carburetor and spark is provided by an MSD ignition.

Butler Performance's David Butler

gives some insight on its output: "This engine makes approximately 500-horsepower and 550 pounds-feet of torque. It has a 9.9:1 compression ratio and runs on 91-octane pump gas. This was the third engine Butler Performance has done for *Overhaulin'*. Chip wanted an engine that made great power, while at the same time being mild and durable for the street, so the big 455 was a natural choice."

"We assembled and shipped the engine to *Overhaulin'*, and along with my brother Rodney, we flew out for the install. We helped with the final assembly of the car and stayed to meet Tony when the car was given back. Chip added the finishing touch to the engine, by hand-painting our logo on the valve covers."

The Butler-built big block is matched up to a heavy-duty Turbo Hydramatic 400 three-speed from Bowler Performance. The combination is a bullet-proof drivetrain that is certainly up to nearly any task that Tony's right foot can dish out.

Tony is quick to point out that the exterior of the car is the first thing that people see: "People go crazy over the paint job." That's the work of Mitch Lanzini, of Lanzini Body Works, in Huntington Beach, which is literally right down the street from the Foose shop. Mitch, who has participated in many *Overhaulin'* builds, is well-known in the South-

ern California car scene, as many of his project vehicles have been featured in various magazine write-ups.

According to Mitch, "Chip wanted a cool silver blue with contrasting graphite rally stripes. To get the exact colors we wanted, we worked with the BASF ColorMax system. It gave us a very large pallet of colors to work with — more than 3,000 in total. What makes the system unique is that each color chip is spray painted, thus is a perfect rendition of how the final color will look on the car." (The complete bodywork and paint process is well-documented on the Lanzini Body Works website at [lanzinibodyworks.com](http://lanzinibodyworks.com).)

Standing back from the car, especially at sunset, two words come immediately to mind: understated and classy. Sitting on the 18-inch Foose Wheels shod with BF Goodrich 225ZR-18 G-Force rubber, the car has the signature Foose stance.

Tony certainly enjoys driving his LeMans and the experience is further enhanced by its relatively modest, yet high-performance Boston Acoustics audio system. From the AM/FM/CD head unit concealed within the glove compartment, the audio signal is routed to the trunk where you'll find a Boston Acoustics amplifier mounted on the right side in a custom enclosure fabricated by J and G Customs, plus a pair of 10-inch subwoofers in a second enclosure on the left side. The full-range por-