

HAVE YOU MET MS. HOLMES?

W

hat a difference a few years make. At 26, the once-shy Katie Holmes has a career that's on fire, and when it comes to guys, it's an understatement to say the beautiful brunette has overcome her fear of talking to them. Not only has she snagged a great-looking, worldly partner, Tom Cruise is actually the guy she had dreamed of ending up with when she was in high school. As she told Oprah, the girl likes to dream big!

These days, Katie isn't afraid to shoot for the stars when it comes to her career, either. She just starred in her first blockbuster, *Batman Begins*, and has several other films in the works. It's safe to say Katie

has matured into one of the most remarkable young actresses in Hollywood. Here are a few more reasons we're impressed:

1 SHE WON'T BAD-MOUTH HER EXES.

Katie is ever the diplomat. After breaking up with *Dawson's Creek* costar Joshua Jackson, she said, "We're great friends. We did date. We fell in love. And I love him and now we have a friendship, which is nice." More recently, she split with her former fiancé, *American Pie* star Chris Klein. "He's a lovely guy, and we still care a lot about each other," she's said. "We just decided that ultimately we want to be friends."

2 SHE DOESN'T CARE WHAT ANYONE THINKS ABOUT HER RELATIONSHIP WITH TOM.

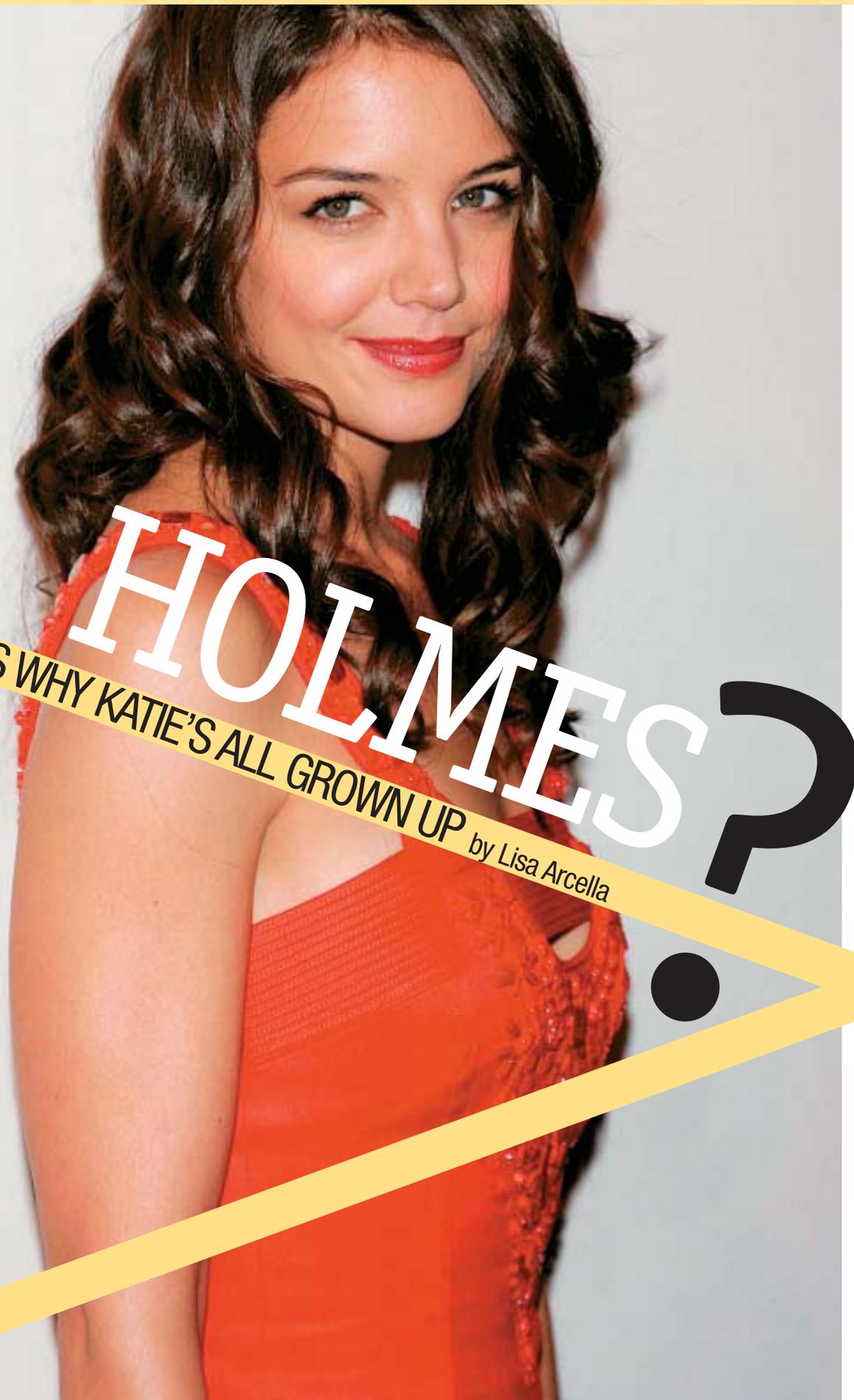
Sure, it would be nice if most of the world wasn't questioning the sincerity of your love life, but even though she knows there are some cynics who have openly wondered if the "TomKat" romance is for real, Katie isn't letting that sway her feelings. "I couldn't be happier," she has said of her relationship with fiancé Cruise, 43. "I have never been so happy in my life. Every day I am like, 'Oh, my God.' He is the most amazing man I have ever met. Dreams come true. When you meet somebody and you just know, it's like, wow." Katie was recently spotted shopping for clothes and cologne for Tom at Barneys in L.A. A sign it's a real union: She's giving his wardrobe an overhaul!

3 SHE'S PROUD TO BE A LATE BLOOMER.

Katie says she understands she's in a privileged position that many other actresses wait a lifetime for. She has worked hard for what she has, but at the same time, she's glad it's taken some time to reach this level of fame. "I know I grew up very naive and sheltered, but I like that. I feel sad when I see kids who have experienced too much too young," she has said.

15 REASONS WHY KATIE'S ALL GROWN UP by Lisa Arcella

JIM SPELLMAN/WIREIMAGE.COM





“MY BIGGEST FEAR IS being content with my life. I think it’s better to try something and fall flat on your face than to not try something.”

4 SHE’S BECOME COMFORTABLE IN HER OWN SKIN.

Katie admits that being the tall kid growing up (she’s 5’9”) sometimes made her feel awkward. But now she embraces her beauty. She’s often in flats, but doesn’t shy away from heels when the occasion calls for it. She shops at designer stores like Prada and Chanel near her New York City apartment, and while she’s most comfortable in jeans, she also loves the glamorous side of her life. Whenever she makes a public appearance, Katie relies on famed hairstylist Oscar Blandi. “[When he’s done], I feel like a woman, a sexy woman,” she has said.

5 SHE LOVES HER CLAIM TO FAME.

Unlike other TV stars who vie for the silver screen from day one, Katie’s proud of her six years on *Dawson’s Creek*. “It was hard to leave. I’d been with those guys for 10 months a year. We’ve grown up together.”

6 SHE COPE WITH PRESSURE BY PAINTING, NOT PARTYING.

While other actresses her age are busy checking into hospitals for exhaustion, Katie copes with the stress of her high-profile job by painting, reading or getting out and working up a healthy sweat. “I’ll go for a swim or run or talk to my family,” she’s said. “I try to remove myself from it, do something different and just relax.”

7 SHE PREFERS A QUIET CORNER IN GREENWICH VILLAGE TO A STAR-STudded PARTY IN MALIBU.

Of course, Katie can afford to live anywhere she wants to these days. And after spending six years in Wilmington, North Carolina, for *Dawson’s*, and then a couple of years in L.A., she recently moved to New York City for a more culturally diverse life. “New York has so much to offer. Whatever you’re in the mood for, you can fulfill it,” she has said.

8 SHE’S EMBRACED HER KLUTZINESS.

Katie’s the first to admit she was always crashing into things as a kid. But now she has decided to put those long legs to good use by taking salsa dancing lessons, and couldn’t care less if she looks silly doing it. “This salsa dancing thing—I see many trophies in my future,” she has joked.

9 SHE KNOWS HER OWN MIND.

She’s often portrayed as innocent, but Katie’s a strong woman who understands what she wants. Even though it seemed improbable growing up in Ohio, she worked to make an acting career happen, landing her first role, in *The Ice Storm*, at age 18. “My father always thought I’d make a good lawyer,” she has said, “because I am so strong-willed.”

10 SHE KNOWS THAT FAME DOESN’T EQUAL HAPPINESS.

Those who know her say that Katie has remained remarkably down to earth for someone whose every move has been scrutinized by fans. “Fame can be addictive and I like people to like me, so I have to really watch that. I call my mom a lot.”

11 SHE’S UP FOR A CHALLENGE.

“My biggest fear is being content with my life. I think it’s better to try something and fall flat on your face than to not try

something,” Katie has explained. Her first role after *Dawson’s* wasn’t another Joey Potter—she played an unreliable daughter who overcomes a history of pyromania and drug addiction in *Pieces of April*.

12 SHE KNOWS THE VALUE OF A DOLLAR.

“The stuff I buy when I’m [not working] makes me work that much harder, because I know I better earn it,” she has said.



“MOVE OVER, AMERICAN EAGLE. Even though she isn’t a glamour-puss, the girl once known for T-shirts and cords can now pull off a designer dress with the best of ‘em.”

13 SHE PUTS HER FAMILY FIRST.

She may call one of her sisters to brag about a movie premiere or photo shoot, but end up being regaled with more important stories about how one of her nephews has conquered potty training. “Being in the public eye can be isolating,” she has concluded. “It’s hard to make friends easily. That’s why I’m always on the phone with my family, trying not to think about my image.”

14 SHE ISN’T FOCUSED ON WHAT SHE LOOKS LIKE.

Her former boyfriend Joshua Jackson may once have said, “You could take her picture in the dark and she’d look good,” but Katie hardly spends endless hours obsessing about her beauty. In fact, the woman who deferred her acceptance into Columbia University is much more likely to be reading up on her idols—she just finished *Kate Remembered*, a biography of Katharine Hepburn.

15 SHE REALIZES THE VALUE OF FRIENDS.

After many ups and downs in the past few years, she’s come to appreciate those who had her back before she was famous. She’s been known to spend a lot of her free time on movie sets text-messaging her best friend, Meghann Birie. “The ‘Do you know who I am?’ stuff doesn’t fly with her. I’ve tried it! There were more important things to talk to her about, like guys.”

IS MOTHERHOOD NEXT?

The youngest in a close-knit family, Katie has said that it’s very important for her to re-create that kind of togetherness when she has a family. “I grew up in a home with a white picket fence, the American dream,” Katie has said.

While she may

never lead a “normal” life as Mrs. Tom Cruise, she is already off to a great start as a future stepmother to Tom’s adopted kids with Nicole Kidman, Connor and Isabella. “The kids really like her and she seems to really like them,” says an insider. As for the

pair’s baby prospects, insiders speculate that TomKat plan to have kids soon after they marry. They wouldn’t discuss how many, so we turned to psychic medium and energy artist Lin Lauren for a heads-up. “This is only the beginning for these two. They have the

energy to go the distance and will probably have their babies in succession (at least two), biological. Tom will always be the one up front in career, but that’s fine with Katie. This is a love match that can go the distance if given the chance.”



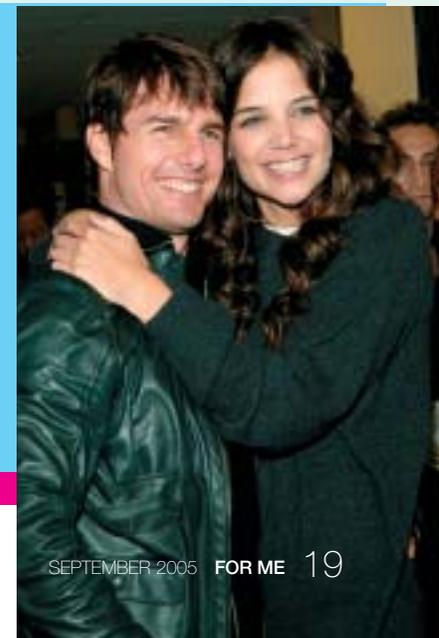
coming soon

Now that she’s a full-fledged superstar, she’s landing great roles.

•Next up is **THANK YOU FOR SMOKING**, based on the book about a tobacco-industry spokesman who is kidnapped and covered in nicotine patches, leading him to become an anti-smoking advocate. Katie plays a reporter.

•Katie has also been named as the lead in next year’s **SHAME ON YOU**, which will be directed by her costar, Dennis Quaid. Quaid plays Spade Cooley, a 1940s dance king, who kills his estranged wife (Katie) in front of their teenage daughter.

•What you won’t see Katie Holmes starring in is **FACTORY GIRL**, about 1960s party girl Edie Sedgwick. Katie reportedly backed out of the part because playing the drug-addicted starlet would conflict with Tom’s Scientology beliefs.



THIS PAGE: AP/WIDE WORLD PHOTOS; NEXT PAGE: BRIAN ZANKGAMMA (top); ANDREA RENAULT (middle); KEVIN MAZUR/WIREIMAGE.COM (bottom)

PSST! KATIE’S GOT DESSERT CRAVINGS, JUST LIKE THE REST OF US. HER DOWNFALL? CUPCAKES FROM HER FAVORITE SPOT IN NYC, BILLY’S.