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36 Hours in Louisville, Ky.

By MICHAEL WASHBURN

LOUISVILLE bolts into the public eye for 120 seconds each May, but there is more to this courtly city on the Ohio River than the Kentucky Derby. The last decade has seen a cultural and civic blooming, with new galleries, restaurants and performance spaces taking their place alongside the city's already robust roster of seductions. Entire neighborhoods — Butchertown, for instance, and East Market — have been reimagined as engines of cultural and culinary expression. Regardless of the changes, Derby City retains its easy charm — a glass of fine bourbon and good conversation aren't hard to find. And for the record, it's pronounced "LOU-uh-vull."

Friday

6 p.m.

1) GETTING ACQUAINTED

More than 45 different watering holes line the roughly two miles of the Bardstown Road-Baxter Avenue corridor, from elegant restaurants to sticky-floored dives. Sandwiched among them are cafes, galleries specializing in regional ceramics and woodwork, and shops selling vintage clothing and jewelry, musical instruments and Louisville-themed curiosities. A welcome addition is the Holy Grale (1034 Bardstown Road; 502-459-9939; holygralouisville.com). Recently opened in a century-old church, this dark, snug tavern with a polished bar running its length, offers a selection of fine beers, including 20 rare drafts like the unpasteurized Aecht Schlenkerla Rauchbier Urbock, a dark beer that is surprisingly light despite its smoky, chocolate flavor. Chorizo tacos (\$5) offer a fiery complement.

8:30 p.m.

2) BOOTLEGGERS AND GRITS

Jack Fry's (1007 Bardstown Road; 502-452-9244; jackfrys.com) opened in 1933 as a haven for bootleggers and bookies, and has remained a popular dining spot, with its classic Old South atmosphere and original décor. A collection of '30s era photographs — including shots

of the 1937 flood that devastated downtown and prompted development in the eastern, now more affluent, sections of town — adorns the walls, and a discreet jazz trio performs in the corner. These days the restaurant focuses on subtle reinventions of Southern staples. Try the shrimp and grits with red-eye gravy and country ham (\$11) followed by lamb chops in a rosemary natural jus with shiitakes and thyme (\$30).

10:30 p.m.

3) A LITTLE NIGHT MUSIC

From Will Oldham and Slint to My Morning Jacket, Louisville's music scene echoes throughout the world. Even if you're not lucky enough to catch Mr. Oldham or MMJ in one of their local appearances, with talent like Wax Fang, Cheyenne Mize, Seluah and Joe Manning you can always find something to spirit you away. Zanzabar (2100 South Preston Street; 502-635-9227; zanzabarlouisville.com) offers cheap whiskey at the horseshoe-shaped bar while you catch one of the city's (or country's) comers on the intimate stage. Closing time here — as almost everywhere in Louisville — is 4 a.m.

Saturday

9 a.m.

4) ART AND COMFORT FOOD

The East Market District is perhaps the best of the city's revitalization projects. Dubbed NuLu (New Louisville), the neighborhood features antiques stores and shiny new galleries. Swanson Reed Contemporary (638 East Market Street; 502-589-5466; swansonreedgallery.com) and the Zephyr Gallery (610 East Market Street; 502-585-5646; zephyrgallery.org) display paintings, videos and installation work from regional and national artists. Before getting too far, visit the new Hillbilly Tea (120 South First Street; 502-587-7350; hillbillytea.com) for the Moonshine Breakfast: a grilled pork chop with bourbon and sage, herb scrambled eggs and a potato bake (\$12). The gettin's good, and the locals know it, so be patient.

11 a.m.

5) FLOAT LIKE A BUTTERFLY

Louisville's greatest son is *the* greatest: Muhammad Ali. The Muhammad Ali Center (144 North Sixth Street; 502-584-9254; alicenter.org) celebrates Mr. Ali's singular talent as a fighter and his post-retirement humanitarian efforts, but the curators pulled no punches with the history. Sure, you can try the speed bag, but not before you're immersed in multimedia presentations that contextualize Ali's career within the civil rights struggle. The

Ali Center is part of Museum Row (museumrowonmain.com), an odd confederation of museums and galleries devoted to science, crafts, baseball bats, war and more.

1:30 p.m.

6) RIDERS UP!

Churchill Downs (700 Central Avenue; 502-636-4400; churchilldowns.com) demands a visit even if you're not here for the Derby — especially if you're not here for the Derby. The spring meet opens on April 30, and a spot on Millionaire's Row costing Diddy \$68,000 on Derby Day will set you back only \$20 when you walk among the mortals; don't worry, the ponies charge just as hard. Adjacent to the Downs, the Kentucky Derby Museum (704 Central Avenue; 502-637-7097; derbymuseum.org) offers an overview of the "Run for the Roses," and hosts several track tours, including the "backside," home to 1,400 thoroughbreds during racing season. Afterward, visit Wagner's Pharmacy (3113 South Fourth Street; 502-375-3800; wagnerspharmacy.com), fabled hangout of grooms, jockeys and sportswriters. Barely changed since 1922, Wagner's lunch counter displays fading photos of legends — two- and four-legged — from Derby history.

6 p.m.

7) WHISKEY ROW

Louisville has one of the largest collections of cast-iron facades outside SoHo in New York, but because of inattention and insensitive development, several of these buildings known as Whiskey Row faces destruction. Some, however, have been restored. Opened in February, Doc Crows (127 West Main Street; 502-587-1626; doccrows.com) occupies the former Bonnie Bros. distillery, at the healthy end of Whiskey Row. Take a seat in the back room of this 1880s-era gem and enjoy oysters on the half shell with bourbon mignonette (\$2 to \$2.50 each) and Carolina-style pulled pork (\$8). Brett Davis, an owner, one of 112 master sommeliers in the country, prowls about most nights. Ask Brett to select which of Doc Crows' 64 bourbons will go best with your meal.

8 p.m.

8) BROADWAY ON THE OHIO

Home of the Humana Festival of New American Plays, one of the nation's foremost new-works festivals, Actors Theater of Louisville (316 West Main Street; 502-584-1205; actorstheatre.org) provides a rigorous testing ground for new talent. The festival introduced such Pulitzer Prize-winning plays as "Dinner With Friends" and "Crimes of the Heart," and has sent an impressive cadre of graduates on to Broadway. The festival runs now through April 17. If nothing at Actors Theater strikes your fancy, check out the Kentucky Center for

the Arts (501 West Main Street; 502-562-0100; kentuckycenter.org), host to several touring productions as well as performances by both the Louisville Orchestra and the Louisville Ballet.

10:30 p.m.

9) BORNE BACK CEASELESSLY

It's frat-tastic at Louisville's overwrought, underthought Fourth Street Live, an urban mall featuring places like T.G.I. Fridays and a Hard Rock Cafe. Take a few steps from that chaos, however, and discover the wonderfully worn Old Seelbach Bar (500 Fourth Street; 502-585-3200; seelbachhilton.com). It's rumored that when Second Lt. F. Scott Fitzgerald was stationed in Louisville, he would while away the hours at this stately lounge directly off the Seelbach Hotel's grand lobby. The hotel itself has a cameo in "The Great Gatsby," but Fitzgerald didn't highlight the bar in his masterpiece, preferring to keep the best for himself. At least that's how the local story goes. Whatever the reason, it's better this way.

Sunday

10 a.m.

10) A WALK IN THE PARK

Cut through the lingering effects of last night with a jolt from the local favorite Heine Brothers' Coffee (1295 Bardstown Road; 502-456-5108; heinebroscoffee.com). This location shares a passageway with one of the last great bookstores, Carmichael's (1295 Bardstown Road; 502-456-6950; carmichaelsbookstore.com). Feel free to amble back and forth while you prepare for Cherokee Park. Opened in 1892, Cherokee was one of Frederick Law Olmsted's last and wildest creations — think Prospect Park in the foothills of Appalachia. Park near Hogan's Fountain and you can explore the nearly 400 acres of trails, hills and meadows.

1 p.m.

11) CAVE HILL

Col. Harland Sanders — yes, *that* Colonel Sanders — lies alongside local luminaries like George Rogers Clark, the city's founder, at Cave Hill Cemetery (701 Baxter Avenue; 502-451-5630; cavehillcemetery.com), a lush Victorian-era graveyard that offers, unsurprisingly, a peaceful respite amid the bustle of the Highlands neighborhood. Before leaving, go native and leave a spork or a packet of ketchup at the Colonel's Doric-columned grave site, a memorial to Sanders's fried chicken fame.

IF YOU GO

Consistently ranked as one of the world's top hotels, the **21C Museum Hotel** (700 West Main Street; 502-217-6300; 21chotel.com) is a destination in itself. Open since 2006, 21C features an innovative, locally sourced restaurant and over 9,000 square feet of exhibition space featuring such artists as Kara Walker and Chuck Close. 21C's 90 rooms start at \$200.

Opened in 1923, the **Brown Hotel** (335 West Broadway; 502-583-1234; brownhotel.com) provides a more traditional experience. The lobby bar has been a hangout for residents and stylish visitors for decades. The hotel's 293 rooms, some of which fall on the smaller side, start at \$180.