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2 stars

The cinematic equivalent of Ribfest, Sylvester Stallone's "The Expendables" is all gristle and meat, featuring more leathery tough guys than "Cruising," "The Dirty Dozen" and the '80s and '90s Cannon films canon put together. Is it fun? Sort of. But it shoulda coulda been a ton of fun. Instead you take your auto assault 12-gauge shotgun splatterings and unintentional laughs, which I have a feeling were intentional unintentional ones, where you can.

The Expendables are mercenaries, and good ones. In the prologue Stallone and Jason Statham and company (the movie's essentially a

Stallone/Statham pairing, with support from Jet Li, Dolph Lundgren and the rest) square off against Somalian pirates, and you should see the overacting these pirates do, compared with the steely, seething underacting of our heroes! Most of the action takes place in the tiny, fictional South American island nation of Vilena, where the lads have been hired by a shadowy CIA sort (Bruce Willis in a cameo featuring a cameo-within-a-cameo from Arnold Schwarzenegger) to take out a dictator, whose daughter is played by Giselle Itie, only because late 1980s-era Rachel McLish was not available.

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This lass brings out the protective instincts in Stallone's character, though no lovey-dovey stuff. Shot and edited with a crazed emphasis on eyebrow-to-lower-lip close-ups that keep mucking up the already hacky action, "The Expendables" has no time for sex. It's about male bonding and mass killing, preferably of brown extras or the occasional black ones.

Most of the dialogue is parceled out in three-word chunks. Here are some lines:

"Let her go."

"He deserved it."

"Come on, baby!"

"Ride and die!"

"It's personal business."

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"You shot me."

"We've got company."

"Drop the weapons!"

Mickey Rourke doesn't get to kill anybody in "The Expendables." He plays Tool, the tattoo artiste whose warehouse joint is a rumpus room for all the lads. At one point Rourke delivers a monologue about his time in Bosnia, and the conviction the actor brings to the occasion throws the movie completely out of whack. What's actual acting doing in a movie like this?

Eric Roberts plays the rogue American intelligence agent causing all the trouble, and he has unbelievably cool hair to go with his amused and amusing air of sniveling evil. Stallone looks roughly the same as he did in the late 20th century, only the hair is blacker, the muscles are more ... something, and the audience good will he generates, even in a disposable film such as this, remains sort of sweet.

MPAA rating: R (for strong action and bloody violence throughout, and for some language)

Cast: Sylvester Stallone (Barney Ross); Jason Statham (Lee Christmas); Jet Li (Yin Yang); Dolph Lundgren (Gunner Jensen); Eric Roberts (James Munroe); Randy Couture (Toll Road); Steve Austin (Paine); David Zayas (Gen. Garza); Terry Crews (Hale Caesar); Mickey Rourke (Tool)

Credits: Directed by Sylvester Stallone; written by David Callahan and Stallone; produced by Avi Lerner, John Thompson and Kevin King Templeton. A Lionsgate release. Running time: 1:43

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