this week By Michael Giltz

Star Trek: The Next Generation -Complete Second Season (\$139.99; Paramount)

The first season was actually worse than I remembered and the second season still struggles to find its sea legs. (A writer's strike at the time certainly didn't help matters.) It's a credit to the affection fans had for the original that "TNG" was able to work out the kinks over two years and still be wildly popular. The holodeck prisedes still regard fresh and the response of Cond the episodes still seemed fresh and the reappearance of Q and the Borg are among the highlights.

The Last Waltz/Last Waltz CD Boxed Set (\$24.98; MGM/ \$59.98; Rhino)

Martin Scorsese's remarkably intimate concert film is genius from beginning to end. Why do "The Weight" and "The Night They Drove Old Dixie Down" songs that should climax any perform-ance by the Band — come so early in the film? Because this isn't a glorification of the Band; it's a celebration of music. That canny running order keeps the focus on the songs instead of the group's place in history. It's impossible to imagine anyone watching this movie and not rushing out to buy Rhino's marvelous four-CD boxed set with great liner notes and more than 20 extra tracks. Essential



THE LAST WALTZ

Ocean's Eleven (\$26.98; Warner Bros.)

That rare remake that outshines the original. This isn't such an amazing accomplishment when you remember that the original Rat Pack movie was such a crushing bore. I do like the image of George Clooney as today's Sinatra, bringing all these superstars together at cut-rates to have a ball and give the talented director Steven Soderbergh a full-on commercial smash. They should thank Clooney, because Julia Roberts, Matt Damon and Brad Pitt deliver some of the most appealing performances of their careers.

Waking Life (\$29.98; Fox)

Ten years after Slacker, director Richard Linklater (one of my favorites) delivered what is essentially an animated remake. It has bemusing vignettes, trippy visuals and bohemian sentiments that would seem tiresome coming from actual people but are a lot easier to swallow when the characters are floating off the screen and morphing into other objects. Surprisingly enjoyable

The Many Adventures of Winnie the Pooh (\$29.99; Disney)

My nieces and nephews demand I sing "The Tigger Song" each and every time I visit, so if anyone should be sick of these tales, it's me. But "The Honey Tree," "The Blustery Day," and of course "Winnie the Pooh and Tigger Too" remain delights. This collection of shorts is so pitch-perfect, when people think of Winnie the Pooh it's the voices of Sebastian Cabot and Sterling Holloway they hear.

Robbie Williams, Live at the Albert (\$19.98; Capitol)



WILLIAMS

Robbie Williams is a huge star and god does he know it. This live concert — in which the pop singer tackles classic Sina-tra standards like "The Lady is a Tramp" captures perfectly his magnetism. Williams is a complete poseur, absurdly full of himself, utterly winning, sexy, and just a regular lad willing to joke about himself and anyone else.

The Hitchhiker's Guide to the Galaxy (\$34.98; BBC)

The late Douglas Adams was always threatening to turn his classic comic novel into a feature film, but threatening to turn his classic comic novel into a feature film, but that seemed like a terrible idea. The radio version was brilliant, but if we're going to have to watch "Hitchhiker's Guide," then it's definitely smart to let the BBC tackle it and positively brilliant to make sure they budgeted the show at about half the cost of a typical "Doctor Who" episode. Rickety sets, dreadful special effects and the sense of impending chaos is just the right mood for Adams' bit of silliness that combines Monty Python with space opera.