

FADE IN:

EXT. FIREHOUSE - DAY

Ann is walking down the street. The firedog runs out of the firehouse, she gives the dog a biscuit, and pats him on the head.

The fireman is out front with a cup of coffee. Ann hands him a poster.

EXT. STATE AND MAIN - INTERSECTION - DAY

Morris and Spud, two codgers, are about to cross the street when they hear a beeping and stop.

As they cross, we see the tail end of a van, and the group nods in that direction.

MORRIS

You hear that?

SPUD

Yes, I hear it.

MORRIS

Drive a man to drink. Took me near half an-hour, get across the street yesterday.

SPUD

I saw Budgie Gagnon, leaning on the bank of the building. Said, "What are you doin'?" He said, "I'm waitin' for the 'leven o'clock crossing..."

As Morris and Spud speak a car is coming down the street, and bounces in the pothole.

MORRIS

Y'wanna fix something, you should fix the pothole. Yessir, they should be trussed up, thrown off some high building.

DOUG MACKENZIE, a young Republican type, walks up to join them.

DOUG

Who's that?

MORRIS

Whoever spent ten, f'teen thousand dollars, a new traffic light, you could grow old, paint your house before it lets you cross the street, and then, not fix the pothole.

SPUD

What was wrong with the old traffic light?

INT. COFFEE CORNER - DAY

They enter the Coffee Corner. Carla is serving the folk, and Jack the owner is behind the counter.

DOUG

I'm glad you asked... I'll tell you what was wrong with it. And what was wrong with it was it was behind the times. Now: You want to bring business into this town? You have to plan for a Waterford that Does Not Exist. Not at the moment, no...

ANN

Morning, darling.

DOUG

Morning.

CARLA

Hi, Annie.

Ann hands Carla a poster.

ANN

Morning, Carla.

Doug and the two codgers move to a table by the window where Carla, the nubile waitress, brings them coffee. Ann talks to a woman at the counter.

MORRIS

...the damn thing...

SPUD

No, I'm serious, election's coming up, a

lot of people are pretty upset...

DOUG

They are, yes. I'm sure they are...

WOMAN AT COUNTER

Annie, I'm going to be a lil' late for the rehearsal, tonight.

ANN

S'Okay, Maude. You know your lines...?

DOUG

...I'm sure that people are upset...

MAUDE

I know 'em, I don't know what order they come in...

ANN

We'll work it out.

JACK

What're they talking about?

ANN

Traffic light.

JACK

Waal, no, th'traffic light's Doug's thing. That's his thing, fine.

DOUG

Thank you, Jack, and...

JACK

But we got to talk about the pothole.

DOUG

Jack...

JACK

A public office is a public trust...
This is why this is America. Question
is: who owns the street.

Outside the front booth, on the street, the airport van
cruises by.

EXT. STATE AND MAIN - DAY

As they walk out we hear a high pitched beeping sound at the traffic light. We see DOC WILSON crossing the street, holding his doctor's bag. An ELDERLY MAN approaches Doc at the crossing. As Walt and Bill walk, the airport van follows them.

TOWNSMAN

Doc, those pills, y'gave me for my back?
I'm not sure that they work.

DOC WILSON

Well, I'm not sure either, but y'don't
hear me complain... come by th'office,
end of th'afternoon.

TOWNSMAN

Thanks, Doc...

BILL

This is your movie, this is small town
America.

WALT

Town in New Hampshire was small town
America, too. Forty thousand dollars a
day, to shoot on the street. And then
they kicked us out...

They stop in front of a rack of fifty "factory seconds."

Black and red hunting jackets, in front of the sporting goods
store. The sign reads "FACTORY SECONDS, FIVE DOLLARS."

BILL

A jacket for five dollars... I can buy
this town for fifty bucks.

WALT

You told me that about the last town.

BILL

Yeah, but they never made a movie here.

WALT

I'm bleeding, Bill, I'm bleeding...

BILL

...why am I here?

WALT

What, what, what, what do they got that
can pass for the Old Mill?

Bill shows Walt a brochure from Waterford, which shows a
picture of the Old Mill. Walt reads.

WALT (CONT'D)

"The Waterford Mill, built in 1825, and
long a tourist attraction..." Wake up
Uberto

ANGLE:

INT. THE AIRPORT VAN - CONTINUOUS

UBERTO is asleep. Bill wakes him up.

UBERTO

Where are we?

WALT

Givvem a cigarette...

Uberto comes out of the car and squints around.

UBERTO

...they ship our Old Mill from New
Hampshire?

BILL

They're holding our Old Mill for ransom.

UBERTO

We build it?

BILL

We don't have to build it.

He shows Uberto the brochure.

UBERTO

We build the fire hut?

Walt shows Uberto the Firehouse. Uberto looks through the
viewfinder.

UBERTO (CONT'D)

We have to lose the window.

WALT
...we can't lose the wind...

UBERTO
(pulling out storyboards)
Then I can't do this shot... you wants
me to push in -- I can't push in through
the window... we go back to New
Hampshire?

BILL
NO, we can't ever go back to New
Hampshire.

A pick-up truck with two calves in it stops, the driver seen
from the back is a farmer smoking a pipe.

WALT
NO, we're gonna stay here. This is what
my people died for. The right to make a
movie in this town.

INT. TAVERN INN LOBBY - DAY

A desk clerk, SCOTT, looks up. Behind the desk a display of
several souvenir plates, "Souvenir of Waterford, VT", with a
picture of the Old Mill on them. Walt picks one up and hands
it to Bill.

SCOTT
May I help you?

WALT
(followed Bill)
I want to talk to the manager.

Walt talks into his cell phone as he talks to Scott.

SCOTT
Would you like a room?

BILL
Na, we wanna rent the whole hotel.

WALT
(into phone)
Hello, Tracy, we gotta new town.
We're...where are we?

BEAT. Bill looks around, sees a sign on a desk. Consults his tourist folder. As they talk they walk into deserted ballroom and play shuffleboard and archery.

BILL
(carrying Waterford plate)
Waterford, Vermont.

WALT
...you got to get me that street for
nothing...

BILL
I will.

WALT
(into phone)
Waterford, Vermont. Where is it?
That's where it is...

Walt carries the shuffleboard stick over his shoulder.

INT. WALT'S OFFICE - NIGHT

Walt is talking on a cellphone. A male P.A. is bringing in bags of equipment. Bill is still sitting perched on a desk, typing into his computer. Uberto is sitting on a couch, smoking.

We see the shuffleboard stick on the desk, and the Old Mill plate on the wall.

WALT
(to phone)
Because, because...we don't have to
build an Old Mill. They have an Old
Mill. Yeah. It's on a stream -- that's
where you put a mill.

BILL
...they run on water.

WALT
(to phone)
Now: I'm looking at the...

He gestures for Bill who hands him the storyboards.

WALT (CONT'D)
I've got scene twelve...

(to Carla)
Shouldn't you be in school?

CARLA
It's night.

WALT
(to phone as he shows the Old
Mill storyboards to camera)
Scene twelve...arrival at the mill.

ANGLE

Scott enters.

SCOTT
Mr. Price, Mr. Price...?
(he hands Walt flowers)

BILL
What...?

They go back to the flowers. Walt takes the card, reads.

WALT
"Bring it in on time and there's more
where these came from. Marty. P.S. I
want to talk to you about a product tie
in..."

SCOTT
I'll put the, in your r...

WALT
Somebody make a note. I want Li..., for
the broad...what does she like? Lilacs.
Okay. A truck of lilacs when the broad
comes. And get something for Bab
Barrenger, get him, what does he
like...?

SCOTT
Bob Barrenger...Bob...Bob Barrenger's in
this movie?

WALT
That's cor...

SCOTT
(awed)

He's staying here? Bob Barrenger is staying he...?

WALT
Put something in his room. What does he like?

BILL
14-year old girls.

WALT
Well, get him something else and let's get out of here in one piece. Get him a half of a 28-year old girl.

INT. PROD. OFFICE - WAITING ROOM - DAY

INSERT FRONT PAGE

"Burlington Banner". Picture of movie star Bob Barrenger, and Banner headline: "Waterford chosen as sight of new Bob Barrenger film. A story of small town life based on..."

Carla knocks on the door to the back room, voices from inside. Outside, on two chairs, the MAYOR, GEORGE BAILEY, a man in his fifties, and JOE WHITE, the writer, dressed in an army field jacket and jeans, waiting to be admitted.

Joe is reading an old "Welcome to Waterford" tourist folder. The door to the room opens, and Joe stands, looks inside, squints. Takes off his reading glasses and puts on another pair.

JOE
(to the open door)
I, I'm sor...
(as the door closes, to a passing aide)
...I lost my typewriter...

Carla brushes past them.

CARLA
Hi, Mr. Bailey...

MAYOR
Carla, would you tell them that I'm...

WALT
(from inside)

What? What is it?

Carla enters the back room. As she does so, she passes the First A.D., who is on the phone.

FIRST A.D.
Could I speak to my wife, please?

CAMERA takes us with Carla into the back room. Past the A.D.

SECRETARY
(to A.D.)
You've got a call...

INT. PROD. OFFICE - WALT'S OFFICE - DAY

Inside the room, production boards being carried in, blackboards, schedules taped to the wall, sketches of Main Street, a large "days till shoot...4" sign. The Old Mill plate is on the desk.

The PRODUCTION DESIGNER is bent over a worktable, he holds a compass and refers to blueprints and a scale model of the Firehouse and the Old Mill, which are on the table.

Walt is holding glossy photographs, and leafs through them as the Production Designer talks. They leaf through storyboards.

We see that Walt is leafing through glossy photos of horses. Walt has shuffleboard stick over his shoulder.

ANGLE ON

Storyboards of firehouse scene.

BILL
And Uberto tells me he can't take this shot, unless they let him take out the firehouse window.

COSTUME DESIGNER
Walt, I've got to talk to you about the nude scene.

Carla enters.

WALT
Aren't you ever in school?

CARLA
There's other things to be learned.

WALT
Izzat so?

CARLA
The Mayor's outside.

WALT
What's his name?

CARLA
Mr. Bailey.

Walt goes to the door, opens it and looks around.

EXT. WALT'S OFFICE - DAY

Joe reading the Burlington Banner. He stands up.

WALT
Mr. Bailey...Mr. Bailey...?

Walt and Mr. Bailey enter Walt's office.

JOE
(to passing secretary)
I lost my typewriter...?

A.D.
(passing)
Yes, could I please speak to my wife...?

ANGLE

Interior Walt's office.

WALT
I have to tell you, I can not express to
you how happy...

MAYOR
And we're glad to have you here...

WALT
My golly, you know? All my life I grew
up in the city, but every summer...
would you like a cigar?

MAYOR
(of cigars)
Aren't these illegal?

WALT
Why would they be illegal?

BILL
...there's a trade embargo against Cuba.

Pause.

MAYOR
Well, you know, Walt, I just wanted to say that anything I could do...

WALT
That's very kind of...as a matter-of-fact, one, I hate to bother you with...

MAYOR
...not at all...

WALT
...we need the shooting permit for Main Street...

MAYOR
Whatever you need. The City Council, of course, has to pass on your...

WALT
...the city council...

MAYOR
On your "permit," but that is less than a formality.

WALT
...it is?

MAYOR
I am the City Council. We meet Friday, and I...

WALT
George, that is so kind of you.

MAYOR
And, my wife wanted to, wanted me to ask

you, we'd like to welcome you, we'd,
she'd like to have you to dinner at our
home.

(beat)

I don't mean to be...

He hands an invitation to Walt.

WALT

Are you kidding me? We would be
delighted.

Phone rings. Walt motions to an aide, who writes in green on
a production board... "Tuesday 12th, dinner, Mayor."

MAYOR

Well, I won't take more of your time...

BILL

Walt, it's Marty on the Coast...

MAYOR

We'll see you Tuesday, then...

Walt starts for the phone.

WALT

It's one of the great, great pleasures
meeting you...

Mayor leaves the office.

BILL

It's Marty on the Coast.

WALT

On the coast? Of course he's on the
coast, where's he gonna be, the Hague?

Walt goes to the phone.

WALT (CONT'D)

(into phone)

What? Marty?! Hi. We're...

(pause)

The new town is cheaper than the other
town. We're going to save a
for...because..because we don't have to
rebuild the Old Mill, they've got an Old
Mill...they've got a firehouse...they...

A production assistant comes in, installing a piece of equipment. She brushes past the drywipe board, where we see she wipes out "Dinner with the Mayor."

WALT (CONT'D)

Baby, baby, I want to save the money just as much as you do...no, no it's not coming out of my pocket. It's going into my pock...my...my and your pock...yeah? Okay. A product placement - tell me ab...he's going through a tunnel.

(to Production Assistant)

Whoa, whoa, whoa, you wiped out the board. DINNER WITH THE MAYOR, TUESDAY NIGHT, write it in red. That's all we need, to miss Dinner with...

First A.D. sticks his head into the room.

FIRST A.D.

We can't shoot in the Old Mill.

WALT

(to phone)

Wait a sec, Marty. Call us back. Two minutes.

He hangs up. Pause.

FIRST A.D.

We can't shoot in the Old Mill.

WALT

I just saw the Mayor, he said anything we want.

FIRST A.D.

It burnt down.

BILL

When did it burn down?

First A.D. takes out a book, "The History of Waterford" and reads.

FIRST A.D.

Nineteen-sixty. "Part of a spate of suspicious fires, the Old Mill, the..."

He hands Polaroids of the burnt Old Mill around. All look at them.

ANGLE IN

Debris by some water.

WALT
You told me they had on Old Mill here...

FIRST A.D.
"Suspensions of arson, these fires,
believed set by a disturbed teenager
were, in fact, the inspiration for the
formation of..."

He puts the Polaroids down by the model of the Old Mill.

BEAT

Joe White, the WRITER, enters.

BILL
But, does it have to be an Old Mill?

JOE
Hi.

WALT
Does it have to be an Old Mill? Where
have you been?

JOE
I was in New Hampshire. I was at the
Old Location.

WALT
We can't shoot the Old Mill.

JOE
(laughs)
You know, they told me there were gonna
be some jokes. Kid the New Guy...

BILL
The Mill burnt down.

He shows the Polaroids -- they show the debris, and Bill standing by them.

BILL (CONT'D)
Wonderful scr...

JOE
(pause)
Can't...can't you build the Old Mill?

WALT
We're out of money.

JOE
You built an Old Mill in New Hampshire.

BI
They're holding it for ransom.

JOE
Uh -- why did we have to leave New
Hampshire?

PAUSE

The phone rings.

WALT
Halo? Marty?
(to Joe)
What would they have used instead of an
old mill? We need it tonight.
(to phone)
Marty? Yeah you were saying?

JOE
I can't write it.

PAUSE

JOE (CONT'D)
I lost my typewriter.

WALT
Grace: get Mr. White a typewriter.

JOE
I can only write on a manual.

WALT
I know the feeling.

JOE
Well, you know, you know, that's a lie,
I, I...

WALT
Grace...

JOE
That's a real fault, I...

WALT
Grace. Get Mr. White a manual
typewriter.
(to Joe)
It's not a lie, it's a gift for fiction.
And somebody find me my lucky pillow.

He nods at Joe, who leaves the office. Hold on Walt as he
looks at horse pictures.

WALT (CONT'D)
How big is this horse?

BILL
(looking at the resume)
Fifteen hands.

WALT
What is that in fingers...? Just
kidding, get me this horse.

BILL
This horse is booked.

WALT
Tell the guy, get me the horse, I'll
give him an associate producer credit.

ANGLE ON

Joe, outside Walt's door, looking at his script and shaking
his head.

ANGLE HIS POV

INSERT THE SCRIPT

We see for the first time that the name of the script is "The
Old Mill," by Joseph Turner White.

We hear raucous laughter from Walt, et al, in the B.G.

INT. TAVERN INN LOBBY - DAY

Joe passes the First A.D. on the telephone, sees Bill. The P.A.'s are humping mounds of luggage.

FIRST A.D.

Well, no, the labor with a first child can sometimes be prolonged, as much as...

BILL

(to P.A.)

Find Walt's lucky pillow.

JOE

What's an associate producer credit?

BILL

It's what you give to your secretary instead of a raise.

Scott in an argument with an electrician.

ELECTRICIAN

...put a VHS and an air-conditioner and a refrigerator in that room, she's going to blow...

A delivery man appears with an invoice and a crate. Scott checks the invoice against a list.

SCOTT

This isn't Evian Water.

DELIVERY MAN

It's water.

SCOTT

I can't sign for it, I'm...

ELECTRICIAN

...she's going to blow.

SCOTT

Well, you re-wire...

ELECTRICIAN

I rewire it, I'm going to have to tear out half the, look, what do they need with fifty-four telephone lines?

SCOTT
Freddy, Freddy, I work for these people, you...it is to be done, you see that it's done...

The GIRL P.A. arrives with a huge bouquet.

GIRL P.A.
I found lilacs!

SCOTT
Wonderful, that's...

Joe the writer enters, goes up to the desk.

JOE
Did they find...

The Scott's eyes turn toward the door. Everyone's eyes turn towards the door.

JOE (CONT'D)
(as he writes in his notebook)
Did they find my typewriter...

ANGLE POV

Bob Barrenger, the star, screamingly fit, leather jacket, jeans, carrying a gym bag. He smiles, goes up to the desk. As he goes up to the desk, teenagers, who have been waiting in the lobby, crowd to him.

SCOTT
I told you!!! All of you get back!!!
Get back!!! This man is a guest here!

The teenagers retreat.

BOB
Hello, I'm...

SCOTT
Oh, sir, I know who you are...

BOB
Bob Barrenger, I'm with the mo...

SCOTT
Sir, sir, we're so, we're...
(he hits the bell)
Front! Front!! We are so, I've seen, I
know everybody says this, but I've seen
every every one of your...
(to Electrician)
Freddy, take Mr...

ELECTRICIAN
...I'm working.

SCOTT
Your room is 414 through seventeen. I'm
Scott Larkin. Anything you need, this
is my private...
(hands him a card)

BOB
Glad to meet you, Scottie. I'm just
here to do a job, just like the rest of
these...

First A.D. walks through the lobby.

FIRST A.D.
(to Joe)
Have you got the new pages on the Old
Mill? Hey, Bob.

BOB
Hey, Tommy. Heard your wife's having a
baby.

FIRST A.D.
That's right.

BOB
You know who the father is?

FIRST A.D.
They think it's your first wife.

BOB
That could be.

An old man, the BELLHOP, is sitting by the front door, eating
his lunch out of an old galvanized tin lunch bucket. He puts
it down, and gets up and takes the bags.

The lobby is filled with gawkers CHUCKIE, a young boy holding a bat and ball, comes over with an autograph pad.

FIRST A.D.

(to Scott)

I'm going to give you a list of Mr. Barrenger's dietary requirements.

CHUCKIE

Mr. Barrenger, I...

SCOTT

Not today, not today, Chuckie. Mr. Barrenger has just...

Barrenger brushes him aside.

BOB

(to Chuckie)

How do you spell that, son? With an I.E.? Chuck? What're your hobbies?

CHUCKIE

Baseball.

BOB

Baseball! That's the national sport. Gimme that!

He takes Chuckie's ball and autographs it: "CHUCKIE! From your pal, Bob Barrenger."

BOB (CONT'D)

Chuckie...

CAMERA PANS off Bob as he talks to Chuckie, and onto Joe, who is wandering around the lobby. The First A.D. comes up to Joe.

FIRST A.D.

How you doin' with the Old Mill pages?

JOE

I need my typewriter. Did they find my...?

INT. COFFEE CORNER - DAY

ANGLE INS.

PAN OFF "Trials of the Heart" theatrical poster. Two old codgers, Morris and Spud, and Jack sitting in the same window booth chatting. Phone rings. Carla answers it.

CARLA
Coffee Corner.

JACK
Fellow gets a calf, it's forty below,
calf gets out, he hears that animal,
he's going to, get up, pull on his
jeans...

The Mayor is taking a pack of Camels from Carla's father.

ANGLE ON

Carla, at the counter, reading "The Old Mill"
surreptitiously.

MORRIS
He's going to get that calf.

SPUD
Mmm...

CARLA
(into phone)
Thank you.
(hangs up, to her father who is
behind the grill)
Vanilla Frappe. Two tuna B.L.T.'s...

JACK
What's a Tuna B.L.T.?

CARLA
Oh, Dad, didn't you read in People
Magazine...

ANN
Well, I for one, am glad of a little
diversion and I'm glad they're here.

DOUG
What I am saying, is, we have to Look
Out For Our Own... Now: they want to
close down Main Street.

JACK

Y'wanna talk about Main Street, whyn't
cha fix the pothole?

ANN

Doug, it's, what did you...? Three
days, three, four days. We'll have a
record of our wonderful life.

DOUG

Annie: you stick to the Amateur
Theatricals. This isn't quite the same
thing, you see? This is Big Business,
in which, our Life
(to Mayor)
s'no less a commodity than...than our...

ANN

Water or mineral deposits.

DOUG

Waal, that's what I'm saying.

JACK

Communist Country, he hears that Calf
it's two a.m., four feet of snow, what
does he say? "That's the State's Calf
out there..." He rolls over. "Wake me
at Ten."

Carla, who has been waiting for the order to be prepared,
takes it from her father, starts out the door.

CARLA

I think that they're nice.

ANN

I'm sure they are.

JACK

That's the difference, Communism and you
know...

SPUD

Communism's over.

JACK

That's what they said about Warner
Brothers, 1985, but if you look at their
price-per-share...

CARLA

Dad, I've got to go to Terry's house to study tonight...

JACK

I want you home by Nine.

DOUG

I want to tell you something, Ann: you stay soft all your life, people despise you; it awakens Avarice in them, they take advantage of you, and that's Human Nature.

She gets up.

She starts to exit the Coffee Corner. Jack picks up a copy of 'People' magazine.

INSERT

An article of Bob Barrenger.

Carla has gone over it with a highlighter. The article is called "Bob Barrenger's Little Problem."

ANGLE

Interior Coffee Corner.

DOUG (CONT'D)

We on for tomorrow night?

ANN

After Drama Group.

DOUG

Drama Group?
and Thursdays. But after Play
Practice, I'm yours.

DOUG

Go you Huskies.

He starts to exit and turns back.

DOUG (CONT'D)

And I might have something important to

tell you...

ANN
What is it, a surprise?

DOUG
That's right.

They exit.

MORRIS
She coulda done better than him.

SPUD
It takes all kinds.

MORRIS
Zat what it takes? I always wondered
what it took...

We hear the TRAFFIC LIGHT beeping from the street.

EXT. BOOKSHOP - DAY

Joe, pacing in front of the window. Theatrical sign in the window. Sign in the window: "Out! Will return at..." Ann comes up to the door. Starts opening it with a key.

JOE
I, excuse me, the sign says you'll be
back at two. It's quarter to three...

She looks up at the sign, changes the hand to read a quarter to three. She opens the door. Goes inside. He follows. Camera follows.

INT. BOOKSTORE - DAY

Old Bookstore and stationary store. Several old typewriters for sale.

JOE
(off the sign)
You're doing a play...

ANN
Local Drama Group.
(she answers the phone)
Northern Books. No, it hasn't come in

yet. As soon as it does. Yup, you too,
Marge.

She hangs up.

JOE
...small town. I suppose. You have to
make your own fun.

ANN
Everybody makes their own fun.
(she answers another phone
call)
F'you don't make it yourself, it ain't
fun, it's entertainment.

She picks up half-knitted sweater off computer.

ANN (CONT'D)
(to phone while knitting)
Northern Books.
(to Joe)
What can I do for you?

JOE
I need a

ANN
We got 'em.
(to phone)
North...No, Henry James was the
novelist, Frank James was the criminal.
(to Joe, of the typewriter)
Yep, you came to the right place.
(to the phone)
Jessie James was the Brother. Of the
novelist. That's right. That's
alright, Susie. See you tomorrow,
Susie.

He has picked up a typewriter, old, manual.

JOE
I want to rent this one.

ANN
Why don't you buy it, only forty bucks.

JOE
I have one, but they lost it.

ANN
Who?

JOE
The people in New Hampshire.

ANN
(shrugs)
That's why they have state borders...
whyn't you get a replacement?

JOE
Well, it had sentimental value.

ANN
You buy the typewriter, I'll get it all
spruced up, good as new. Better than
new. It has some history.

JOE
Other one has history, too. I wrote my
play on it.

ANN
You wrote a play on it? What play is
that?

JOE
You haven't heard of it.

ANN
What's it called?

JOE
"Anguish."

Little kids enter to get candy. As Joe speaks, he takes off his regular glasses and puts on his reading glasses and inserts a piece of paper into the typewriter and types, "Everyone makes their own fun -- if you don't make it yourself, it's not fun, it's entertainment."

ANN
"Anguish" by Joseph Turner White...?

He looks up.

ANN (CONT'D)
You're Joseph Turner White?

He switches glasses to look at her. A very OLD WOMAN comes in, goes back to the coffee machine.

MAUDE
Afternoon, Ann.

Ann takes down a book from a shelf.

ANN
Maude, this man wrote this play!

MAUDE
That a fact. Now, is it a good play?

ANN
Yes, Maude, it is. It is a very good play.

MAUDE
Well, then, what's he doing here?

ANN
What're you doing here?

JOE
Writing the movie.

MAUDE
You're writing a movie...

JOE
Yes.

MAUDE
What's it about?

JOE
It's about the quest for purity.

INT. WALT'S ROOM - DAY

Walt, Bob Barringer and the SCRIPT SUPERVISOR are savaging the script.

BOB
...because he wouldn't say that: Look:
(flips through the script,

reads)
"Sister, I've just come from a fire.
There's some things I want to think
out..." now, come one, come on... "Leave
me alone." a gesture...? Alright?

Walt opens a case and extracts his lucky pillow which is
embroidered "Shoot first. Ask questions afterward."

WALT
What else?

BOB
Page...three. Now: "It's a nice
evening."
(beat)
I'm not gonna say that..."It's a
nice..."

Knock on the door.

WALT
Come in.

Joe enters.

WALT (CONT'D)
Hey, Joe...Good. You know B...

JOE
I grew up on your mov...

BOB
Do you mind if we don't go through the
usual bullshit about how I loved it?

Knock on the door. Carla enters with another brown bag.

BOB (CONT'D)
I mean, okay, fine, but it's a motion
Picture.

WALT
Thanks, honey, but next time, bring two,
save yourself a trip.

BOB
The people came to see a motion Picture.
(to Carla, who starts to leave)
Hold on...

WALT
He's saying, what are you saying, Bobby?

BOB
Tell it with...

WALT
Tell it with pictures.

BOB
Tell it with pictures. What I'm
saying...

WALT
We've got four days to...

As Bob talks, he exchanges glances with Carla.

BOB
You look at: girl comes in the room, an
apron, a brown bag, what is she...?
She's a...?

WALT
She's a...

BOB
She's a waitress.

WALT
What...

BOB
What I...

WALT
Hold on. What Bob is saying, you don't
need...

BOB
You don't need, "Hi, I've just come from
the restaurant."

WALT
(to Carla)
You can go...

BOB
Alright: Let's

(he takes out a list, Carla
exits)

Page five, the fucking horse dies.

(of Carla)

You know, she could be in the movie, she
could, she's got a good face, she could
be the Doctor's...uh, why does it have
to be his, uh, wife...? It could be
his...

WALT

Bob, Bob, stick to the business, will
you?

BOB

No, you're absolutely...

WALT

And you go start with that stuff in this
town...

BOB

Everybody needs a hobby. Okay, look
Page...

Knock at door. CLAIRE WELLESLEY enters, the FEMALE STAR.
Very sexual. Very serious. Around thirty. She looks in.

WALT

(rising)

Claire, when did you...

CLAIRE

I just...

WALT

Claire, Bob Bar...

BOB

I saw Desert Sun, I wanna tell you...

CLAIRE

No, I was, I was, I was just learning
on, it's a...

BOB

How'd you like working with Richard
Hill?

CLAIRE

I loved it, he...

BOB
Isn't he...

CLAIRE
It's...

WALT
We're just talking about the...

CLAIRE
Don't let me dis...I'll just...

WALT
No, no...please...

BOB
I'm looking at Page Five: "It's..."

JOE
"It's a nice evening..."

WALT
This is Joe White.

CLAIRE
How can I thank you? How can I repay
you for this part? It's a... what a,
thank you for this part. The first
scene at the Old Mill...

Pause.

WALT
Joe's been having some thoughts about
the Old Mill Scene, Claire.

PAUSE

CLAIRE
What, what's there to think about?
(pause)
The scene's perfect...I, I get to say...

WALT
Yes, but, Joe, Joe's been, well, he's
just been having a few, uh, "thoughts,"
about...

CLAIRE

How many times in your life do you get a speech like that?

WALT

Yeah.

CLAIRE

This scene is why I'm doing the movie. "Look at the mill, Frank -- look at the way it goes around...half of the time the darned wheel's under water, but..."

WALT

Yes, yes, but...

CLAIRE

"...but still it rises up. It rises up, Frank, high as it can go."

WALT

Yeah. Joe? Would you, uh, tell Claire the, uh, the "thoughts" you've been...

PAUSE

EXT. STATE AND MAIN - DAY

ANGLE ON

Anne, who is putting up posters of the play. She sighs and walks forward, into Joe, who is waiting at the traffic light, his bag on the ground beside him.

ANN

(of typewriter)

All ready to go?

He nods. Looks down at her posterior.

JOE

So young, so unlined, so full of promise.

(pause)

So innocent.

ANN

I beg your pardon?

He extracts the book of his she had in her back pocket. He

looks at his photo on the back cover. They start to cross the street.

JOE
I quit.

ANN
You quit.

JOE
I quit the movie.

ANN
Why did you quit?

JOE
Actually, I'm not sure if I quit. I think that I got fired. I'm such a liar. I never could tell the truth.

ANN
Don't be so hard on yourself.

JOE
I just got kicked off my first movie.

ANN
Well. Everybody has reversals. If you were never down how would you know when you were up?

JOE
That's good. That's really good. You have a gift for words.

ANN
It's in your play.

She holds up "Anguish."

JOE
You like my play.

ANN
Yes.

JOE
Why?

ANN

It's about life.

JOE
Could you tell me when's the next train?

ANN
N'about ten minutes. What was your
movie about?

They stop by the park bench.

ANN (CONT'D)
(off his pause)
No, of course, you don't want to talk
about it.

JOE
(hands her the script)
It's about a man who gets a second
chance.

The cop, CAL, passes.

CAL
Evening, Annie.

ANN
Evening, Cal.
(to Joe)
Would you tell me about it?

JOE
I...

ANN
No, of course, you want to get out of
town.

JOE
It's...

He starts to walk, she puts the typewriter down on the
ground. Joe hesitates. He puts the script under the
typewriter. He shakes his hand.

ANN
It's okay...

They walk on.

EXT. SPORTING GOODS STORE - DAY

The OWNER is closing up.

OWNER
Evening, Annie. See you at rehearsal.

ANN
You know your line?

OWNER
"Rise, one need not bend the knee before
the throne of justice."

ANN
Go you Huskies.

He walks away.

JOE
(of the clothing on the rack)
They leave it out all night?

He tries on a jacket. One sleeve is one foot shorter than
the other.

ANN
Not worth stealing. Only thing in town
worth something. Stained glass window.

She gestures at the Firehouse.

JOE
Ever wonder why the dalmation's the
symbol of the firehouse?

ANN
First organized fire department was on
the border of Dalmatia and Sardinia in
the year 642.

JOE
But why the dalmation?

ANN
It was either that, or a sardine.

He nods, a BEAT. He looks down at the jacket with one sleeve
too short.

ANN (CONT'D)
You get what you pay for.

JOE
That's true. You grow up here?

ANN
Central High, 'n' matinees, the Bijou
Theatre.

They walk past the firehouse. She gives the dog biscuit to
the firedog who runs out of the firehouse to her.

JOE
Nice town.

BEAT. He gets a bit choked up.

ANN
You want to talk about it?

Joe shakes his head. They walk off.

EXT. RAILROAD CROSSING - DAY

JOE
...that...that he prayed for a second
chance. But...do you see?

ANN
Yes.

JOE
That, he says, there are no second
chances...that he's been presented what
he prayed for...and: he's ruined it.

ANN
Yes...

JOE
But, but but but...

ANN
No, no, I see...

JOE
That: in an act of...

ANN

Yes...

JOE
Of mercy...off...

ANN
I understand...

JOE
...that...he sees that...

ANN
As the Old Mill goes around...

JOE
Of course, of course that's what I'm
saying. As the Old Mill goes around, he
sees...

ANN
Of course.

JOE
...that it has been vouchsafed to him.

ANN
That's that's that's that's beautiful.

JOE
And you're the only one who'll ever hear
that speech. Just you.

BEAT. They stop and look at each other. BEAT. A railroad crossing bar comes down behind them, as we hear the DINGING and realize we are at a railroad crossing.

ANN
Well. It was a pleasure meeting you.

JOE
And likewise.

ANN
Goodbye.

JOE
Goodbye.

PAUSE. We see the train pass in the b.g. We hear the train whistling. It's way off.

ANN

(pause)

Next train in'nt for two hours.

They walk on away from the station. In the b.g. we see the stationmaster. He and Ann wave. They walk past the shingle for Doc Wilson.

ANN (CONT'D)

So that the Old Mill, the Old Mill represents...the wheel of fate is that too...

JOE

No, no. Of course, that's exactly what it represents.

ANN

That whole...

They walk on together and find themselves on a residential street.

EXT. ANN'S HOUSE - DUSK

They are walking. They stop in front of an old picket fence with a porch swing.

JOE

The, the, the, the sanctity of everyday things...

ANN

Everyday things...yes.

JOE

For example, he's just come back from a fire and he...um...

(he shakes his head)

That's a fine house. You look at that, and you know, there's nice people that live there.

ANN

I live there.

JOE

Really. With the porch swing and everything...

ANN
Surest thing you know.

PAUSE

JOE
I don't mean to impose, but...do you
think we might...

ANN
That's what the swing is there fore...

They walk onto the porch and sit on the swing.

JOE
(to himself)
...that's what the swing is there
fore...that its purpose, isn't it...

ANN
...I always thought so...

They swing back and forth. The swing creaks.

JOE
...such a pleasant sound.

ANN
Mmm.

JOE
Cause, cause, it's...it's the simple
things that...

ANN
Yes...

JOE
...that.

Doug walks up.

DOUG
Waal, there you are, and Have I Got Some
News for you...

ANN
Doug, this is Joe White, and this is,
this, this is my fiance, Doug Mac...

JOE
Sa pleasure.

DOUG
Guess who is THIS CLOSE to a nomination
to State Senate...which is this close to
one stop from Congress!

ANN
...who...?

JOE
Well, I guess I'll...get down to the
station. It was lovely meeting...

ANN
Mister White is...

Doug, as he takes Ann toward the door.

DOUG
Nice meeting you...they were, let me
tell you, they were a bit coy at first,
I told them: Look: the people are tired,
they're going to vote their pocketbook,
yes, but...

Joe walks off and exchanges glances with Ann, who lingers
behind. She pushes the porch swing and exits. As it swings,
Joe watches.

INT. TRAIN STATION - NIGHT

Joe enters with his bag. He stands looking at the long
poster reading: "Waterford, Home of the Huskies - Division
Champions - 1971, 1972, 1974, 1975, 1976."

BEAT. Joe is looking at the banner when the old
stationmaster enters.

JOE
What happened in 1973?

BEAT. The stationmaster looks around, and leans in to Joe,
confidentially.

The DOOR opens. It is Walt. The stationmaster retreats.

Walt comes forward.

WALT

Don't run off. Don't run off, we need you. You know why? You're why we're here. Your script is why we're here...

(of bag)

Gimme that. Big deal. We fight a little bit?

You show me a family that doesn't. But we got something special. What is it? We're here to make a movie. Can't use the Old Mill. Well, that happens. What you got to do, you find the essence - what was it, that brought us here. It wasn't a building, Joe, it was an idea. It was an essence - what is the essence of your story? Joe?

PAUSE

JOE

It's about a man who gets a second chance.

WALT

Then, you write that. And then this is our second chance. That's why we're here.

PAUSE

JOE

I want to make a good film.

WALT

I know you do.

JOE

And maybe it will be a better movie without the old mill, I...

WALT

Hey, it's with the G-ds. We don't have the money, we have to write it out. The best or not.

(shrugs)

And that's a lesson. You get your typewriter yet?

JOE

Um, no.

Walt picks up a cell phone, dials. Lights of train go by outside. Stationmaster enters and calls the train.

WALT

(into phone)

Grace, get on the other phone. Call that girl: well, call her, and have whatsername send up some nosh...what do you like to drink...?

JOE

I don't drink.

WALT

Did my matzohs come? Get some for everybody.

(into phone)

Thank you.

(hangs up)

Lemme tell you about my first movie...

EXT. BOOKSTORE - DAY

The production assistant is stapling a casting notice for "The Old Mill" half over the notice of the amateur theatricals poster. Doug shows up, looks in the window. Looks at poster, takes it down, looks around.

ANGLE ON

The park bench. Ann, her feet up on the old typewriter, is sitting, reading the script. Doug comes up.

DOUG

What, what what are you doing here?

ANN

Yes, that's right.

DOUG

Look at this. Do you know what they're offering? Look at this. They treat us like we're their backyard. Do you know what they're offering for three days to close down Main Street?

ANN

What are they offering?

DOUG
Ten thousand dollars.

ANN
That's so beautiful...

DOUG
I beg your pardon?

Ann gestures at the script.

ANN
"The mill grinds the grain, but the grain is not destroyed. Although it is altered..."

DOUG
Sure, but... ten thousand dollars. Do you know what they... this movie is budgeted at fifty million dol...they're coming up here, offer us a meal...

INT. MAYOR'S HOME - DAY

The Mayor's Wife comes into the room. Her hands are full of lists, giving instructions to a handyman.

SHERRY (MAYOR'S WIFE)
The chairs go, the Lazyboy goes...

MAYOR
...not the Lazyboy...

Cal, the policeman, enters, carrying an old spinning wheel.

CAL
Hi, Sherry...

SHERRY
...put it in the living room. And we have thirteen at the table.

MAYOR
...we don't have thirteen at table...

SHERRY
Bob Barrenger, Claire Wellesley, the director...

MAYOR

Waal, then, invite someone else, then...

SHERRY

I don't want to invite someone else
because this is the most exclusive...

MAYOR

Waal, then, you know, you do whatever
would make you happy. Sher. This is
your party, and whatever...

Doug enters. Cal exits carrying a pinball machine.

CAL

Hi Doug.

DOUG

Cal. I want a city council meeting.

MAYOR

...little woman has gone crazy about our
dinner party... City Council? What's
the trouble?

DOUG

Main Street.

MAYOR

(sighs)

Doug, the traffic light...

DOUG

Fuck the traffic light. I'm talking
about three percent of the adjusted
gross of a Major Motion Picture.

EXT. PARK - DAY

Joe walks up. Ann is standing there.

JOE

Hi.

ANN

(simultaneously)

What are you doing?

(pause)

I love your script.

JOE
(simultaneously)
They decided, I decided to, to...you
love what?

ANN
You're still here.

JOE
I...I decided to give it another ch...

ANN
I love your script.

PAUSE

JOE
What?

POSTMAN
(as he delivers mail to Ann)
Mornin', Annie...

ANN
See you at rehearsal tonight?

POSTMAN
"In the name of justice, sir, I bid you
pause; for she is our Queen..."

Postman exits.

JOE
In fact, in fact, in fact, I'm not sure
if I'm giving them a second chance, or
they're giving it to me. That's the
truth. The truth's best, don't you
think?

ANN
You'd know better'n me.

JOE
How can you say that?

ANN
It's in your script...it's about getting
a second chance. Innit? "You can go
back..."

JOE

I can?

ANN

You bet your life.

(refers to script)

"The mill wheel goes around...some times it's even under water -- then it rises up, as high as it can go..."

JOE

But how do I...how do I do a film called "The Old Mill" when I don't have an old mill?

ANN

Well, first, you got to change the title.

INT. PROD. OFFICE - DAY

Sign reads THREE DAYS till shoot.

Walt is on the phone. Covers the phone. Crossed sticks on the wall, Walt plays with a shuffleboard discus. Girl P.A. brings cup of coffee to Walt. Her T-shirt reads: "DOES IT HAVE TO BE AN OLD MILL?"

WALT

(to A.D.)

No, he doesn't want to work out with Waterford Huskies...Because he's Bob Barrenger...Call up his girl in Aspen, have 'em ship his weight...Yeah, well, fine, he's not gonna do the Pond scene unless he can work out. Call up his girl in Aspen, and have her ship the weights out...

Walt hangs up the phone. Secretary enters with folders that she hands to Walt.

WALT (CONT'D)

Who designed these costumes? Who designed these costumes? It looks like Edith Head puked and that puke designed these costumes. Get Madge.

SECRETARY

(to A.D.)
Your wife is on the phone.

WALT
I have no wife.

A P.A. comes in with a big bakery box. They open it to show it is a huge loaf of bread, and on it is written, in bread, "Waterford Welcomes The Old Mill."

WALT (CONT'D)
(calling out)
We need a new name for the movie.
Where's the writer?

UBERTO
(entering with storyboards)
Wally, I got to takes out the window
from the dog. I can't shoot through...

CAMERA MOVES on past the production board, where we see "Dinner With Mayor" in red. And the costume designer comes up.

COSTUME DESIGNER
...Claire's got a problem.

UBERTO
Wally, if I hafes a moment of your time,
look at these storyboards. THIS SHOOT,
I can't shoot this shot, you want.

WALT
Why?

UBERTO
Because they gots a window with a dogs
in it. You want me to "push in." Or
can I lose the shot.

WALT
No you can't lose the shot. The meaning
of the film is in that shot.

UBERTO
But, Wally, the window of the firehut...

WALT
I don't care. Fix it.

He goes into comfab with the costume designer.

WALT (CONT'D)
(of sketches)
You show Claire these sketches?

COSTUME DESIGNER
Yes.

WALT
Did she throw up?

COSTUME DESIGNER
That isn't very nice.

WALT
Oh, really, then why don't you sue me in
the World Court. Did she like the
costumes?

COSTUME DESIGNER
I can't tell.

WALT
Why not?

COSTUME DESIGNER
She won't stop crying...

WALT
(to an A.D.)
Find out when Marty Rossen's arriving,
get him a bunch of Lilacs to send to the
broad.

FIRST A.D.
Towns out of Lilacs.

WALT
You go in her room, take the Lilacs from
the water, dry them. Go buy some
cellophane, wrap 'em up, and get a card
from Marty.

(to costume designer)
What's her problem?

COSTUME DESIGNER
She doesn't want to bare her breasts.

WALT

She doesn't want to bare her
breasts...what, in the "nude scene?"
What are we paying her three mil for?

COSTUME DESIGNER
She's got "religion."

WALT
Her religion bars her from fulfilling
her contr...

CAMERA FOLLOWS Walt to the sound of crying. We HEAR CRYING
from the next room. Walt opens the door quietly.

WALT (CONT'D)
Claire?...Claire?
(to Uberto)
Just figure out how to take the shot.
Claire...Claire? It's Wally.
(pause)
May I come in?

BEAT. He motions his entourage to stand back.

INT. PROD. OFFICE - WASH ROOM - CONTINUOUS

He enters the room. CAMERA FOLLOWS.

WALT
(softly)
What is it, Pal...?

PAUSE. Claire MUMBLES.

WALT (CONT'D)
What...?

CLAIRE
I can't do it, Walt.

WALT
You can't do what?

CLAIRE
It isn't right. I can't...I...I know I
si...I, they, I don't know if they told
me it was in the con...

WALT

Forget the contract. Claire. What is it?

CLAIRE

I don't want to take my shirt off in that con...what are these things that they're asking of me...? Wha...wha... wha... I try to be good. The only thing I care about is...

WALT

I know that...

CLAIRE

Is...is the MOVIE!

As they talk, the A.D.'s come in and hand him sheets to approve.

WALT

I know that, Claire. I, we all know...

CLAIRE

Everybody, they, they, they treat me like a...

WALT

...no, they don't.

CLAIRE

...they treat me like a child. I, I...to bare my body.

WALT

Now, look. Claire: Listen to me.
(he takes her hand in his)
I want to tell you a story.

The door to her room opens. A P.A. brings in a bunch of Lilacs, hands them to Walt.

WALT (CONT'D)

Fuck flowers, we aren't talking about flowers, we're talking about a human being.

CLAIRE

I...I...

WALT

Who are these from?

PROD. ASST.

Marty.

WALT

Well that's very thoughtful of him.
Elanora Duse...

CLAIRE

...I can't do it, Wally...

WALT

Listen to me. Elanora Duse was playing
Hamlet in London in 1905, and Royalty
could not get a ticket. She said, "I'm
not doing the seven shows a week I
signed for." She said, "I cannot bare
my soul seven times a week. I am an
artist. I'll do four shows a week."

(pause)

The greatest actress of her time. You
know what her Producer said?

CLAIRE

(pause; softly)

What?

WALT

Nothing. He held her and he wept.
Because he...

CLAIRE

...I...

WALT

Because he understood. That was her
life's blood on the stage.

Claire nods, breaks into sobs.

WALT (CONT'D)

...I know...I know...

CLAIRE

(pause)

...and, and, and did she? And she did
the seven shows?

WALT

No, she didn't Claire. But I think you should do the scene.

Secretary comes in with memos and Walt deals with them while comforting Claire.

BEAT. She sobs. She shakes her head. She brings herself under control.

CLAIRE

Wally...

WALT

I know, I know.

He puts his arm around her, starts walking toward the door.

WALT (CONT'D)

I know, it's the hardest thing in the world. And it seems everybody wants...

CLAIRE

Yes...

WALT

...wants a piece...

CLAIRE

Yes...

WALT

And you know what?

CLAIRE

We, we have to give it.

WALT

(nods)

...and my heart goes out to you, because I know...

INT. PROD. OFFICE - BACK ROOM - DAY

He opens the door. We HEAR the First A.D. and the Costume Designer chatting outside the door as they walk out.

WALT

That, that's your life's blood on the st...

FIRST A.D.

I don't know what she's bitching about, she's flashed her tits in the last five movies, she'd bare her breasts to do voice over.

CAMERA FOLLOWS the two out. A tableau of the four of them. The First A.D. drinking coffee, sees he has been overheard.

BEAT

Claire starts soundlessly heaving, sobbing. She goes "Oh!" as if she has just been hit in the stomach, falls back into the room, closes the door. Sobbing sounds emanate.

FIRST A.D. (CONT'D)

I...

WALT

Get Mitch Cohn on the phone in New York, tell him she's breaking her contract and we're very up...

FIRST A.D.

I...

WALT

We're very upset with her. Get someone to double for her, her tits, the tits scene. Call L.A. I want to see some pictures of the women's tits. Of their tits.

FIRST A.D.

I'm very sorry I...

WALT

You're very sorry, you passive aggressive, son-of-a-bitch! Can we replace him?

BILL

We start shooting in three days.

COSTUME DESIGNER

You want to see the fireman's costumes? Cause I found this Moleskin for the collar, it's not black, but it looks black... it's not brown, but...

SECRETARY

Marty Rossen's touched down.

EXT. PARK BENCH - DAY

Ann and Joe sit on a bench. He is looking at her as she finishes the script. Tears in her eyes. She closes the cover.

JOE

(beat)

What I need to say...

ANN

Yes...

JOE

About conflict...

ANN

That's why you didn't want to take the Mill out...you've...

JOE

...the, the, the symbol of the fire...

ANN

The Firehouse...

JOE

I...

ANN

But but but but but it's better without...

JOE

How...?

ANN

Wait wait wait wait wait he get's a second chance, do you see? And you get a second chance!

JOE

No, I don't...

ANN

(as she holds the script)

He doesn't go back to the mill, he gets
a second chance to go back to the
firehouse...

Joe takes off one pair of glasses and changes them for
another.

ANN (CONT'D)
You don't need the Mill. This is what
(she gestures at the script)
you see: this is what you are. This is
what the script is saying...
(a person walks by)
Hi, Emma, see you tonight?

Emma waves and nods.

ANN (CONT'D)
This is, look:
(to Emma)
Go you Huskies.
(to Joe)
...what I see you saying, is: you have
the two elements, Fire and Water. The
Firehouse, and the Old Mill...do you
know, you could...

JOE
What are you doing tonight?

ANN
Me?

JOE
Yes.

Joe and Ann walk down the street. As they do so they are
passed by the airport van.

ANN
Tonight, tonight, I...I have play
practice...

JOE
...oh...oh. Well. That's very
important.

EXT. HOTEL STEPS - DAY

Walt and the A.D. come down the steps to meet the arriving airport van. It stops. MARTY ROSSEN gets out. Walt hands his bags to a P.A.

WALT
Marteleh, vos macht a yid...?

He hands Marty the breadloaf. Marty takes a bite.

MARTY
You cool the broad out?

WALT
I left that for you.

MARTY
That's thoughtful.
(of the bread)
Ziz good, you try this?

As they speak, a P.A. is unloading Marty's high-end luggage from the van.

WALT
Oh yeah, I'm really gonna eat carbohydrates.

MARTY
(of the town)
What'd you do, build this...?

WALT
How was your flight?

MARTY
We're flying over pigs, we're flying over sheep...

WALT
Did you bring Bob's weights

MARTY
They're coming Fed Ex.

WALT
(of the bags)
What's in all the bags?

MARTY

My undies, cause, you can't get this picture off on time I'm gonna wet myself.

WALT
I'm gonna bring it off.

MARTY
55 days and I take home the camera. I got an idea for a product placement...

They start up the stairs when Doc Wilson walks by. Girl on a scooter scooting the other way, her arm in a cast. Marty and Walt turn back to watch on the steps, under the awning.

Carla walks through carrying food bags.

DOC WILSON
Hiya Sally...

GIRL ON A SCOOTER
Hiya Doc...

DOC WILSON
How's the arm?

GIRL ON A SCOOTER
Still itchin'.

DOC WILSON
Good! A sign it's getting well.

MARTY
(of scene)
Stop...

WALT
That's what I said.

MARTY
How are you getting on with these fine people?

WALT
Like dykes and dogs.

INT. BOB'S ROOM - DAY

Bob is doing Tai Chi. Knock on the door. He goes to open it. Carla is bringing him his dinner.

BOB
Yeah. Come in.

She comes in.

BOB (CONT'D)
I'm just...

She puts his dinner down on the coffee table. He takes out money from his pants to pay her.

CARLA
The prices are going up.

BOB
But, that's the way of the world, huh?
Everybody's gotta eat. Way of the world.

He sits before his dinner, hands her some money. Remembers himself.

BOB (CONT'D)
Well, I'm pretty impolite. Would you like some?

CARLA
I don't eat vegetables.

BOB
Well, I can offer you something to drink?

CARLA
Sure, what have you got?

BOB
What do you drink?

CARLA
Bourbon and milk.

BOB
How old are you?

Carla WHISPERS her age to him. He makes her a drink out of his fridge, hands it to her.

BOB (CONT'D)

Then I hope you wouldn't tell anyone I gave you this.

CARLA

I wouldn't tell anyone anything that happened between me and somebody who was my friend.

PAUSE

BOB

Nice town that you've got here.

CARLA

You want to see it better, we could go out on the roof.

BOB

...wouldn't that be dangerous?

CARLA

...not if you've got something to hold on to.

EXT. MAIN STREET - DUSK

Joe is walking down the street. A script in his hand, scribbling. Uberto walks next to him.

UBERTO

Because if you cannot tells me what is it, how I, how does I take a pictures of it? Wally wants me, push in through the weindow...

Joe, as he is scribbling in the script.

JOE

Yeah, no, can I...if you'd excuse me, I've just got to...

He walks away and the CAMERA takes him into a backyard, by a bunch of clotheslines. His glasses fall apart as he changes them. He looks up as the wind blows the sheet.

He sees Ann, sitting on the backstairs of what, as we draw closer, we see is the playhouse. In back of her we see the "Trials of the Heart" flats, seen from the back.

ANGLE JOE'S POV

ANN

Hello.

JOE

I thought you had Play Practice.

ANN

Don't look good for "Trial of the Heart."

JOE

Well, then, it don't look good for the Huskies...

ANN

That's for sure.

They walk down the street. As they walk down the street, the dog comes over and Annie throws him his bone over her shoulder.

JOE

What happened?

ANN

Cast stood me up.

JOE

Uh huh.

ANN

They're all preparing for the auditions - your movie.

He gets an idea, and trades glasses, one pair for the other. He kneels.

ANN (CONT'D)

"Rise, one need not bend the knee before the throne of justice."

JOE

What?

ANN

What are you doing down there?

JOE

My glasses fell apart. I lost the...

ANN
...lost the screw...

JOE
You got a paperclip?

A little kid is walking by, carrying a fishing rod.

LITTLE KID
Evening, Annie.

ANN
Evenin', sweetheart.

LITTLE KID
Go you Huskies.

ANN
You said it.

JOE
You like kids?

ANN
Never saw the point of 'em.

JOE
Me, too. You have a paperclip?

ANN
Paperclip?

JOE
Fix my glasses.

ANN
Better idea.

She ducks under the sheet hanging by the door, she and Joe come upon the fishergirl, who is standing by the bank about to make a cast.

We see Annie take some leader from the little girl and burn one end to make a hinge.

JOE
Gonna be good as new.

ANN

Better'n new, cause it's got a story.
Want to do the other part?

Joe takes the hinge, and a match and tries to fix the hinge,
and burns his finger.

JOE

Ow.

He grabs for the nearest object. PAUSE.

ANN

What?

Joe shows her.

ANN (CONT'D)

Y'know what you got there? You got a
fishhook in your finger.

EXT. BOOKSTORE - DUSK

Doug standing, holding a bunch of flowers. The A.D. walks
by. Looks in the window.

FIRST A.D.

I'm looking for the writer.

DOUG

What the hell are you so down about?

FIRST A.D.

(pause)

My wife's going to have a baby.

DOUG

How about that.

FIRST A.D.

Mmmm.

(pause)

You have children?

DOUG

No.

(pause)

No, but we're planning to.

FIRST A.D.

(pause)

Could you tell me where a fellow goes to
get a drink in this town?

DOUG

Yes.

INT. WALT'S HOTEL ROOM - NIGHT

Marty and Walt et al studying various documents. Claire
sitting there.

MARTY

I want to tell you something, Wally,
he's a pussycat.
My thing is to see everybody does what
they said they would and I have to do
that. Now: what is this you want Eight
hundred Thousand Dollars to do what
you're being paid to, you already signed
you'd do...?

(pause)

What is that?

CLAIRE

I think I should talk to my agent,
Marty, you and I should, we should
really not discuss...

MARTY

Who is her agent?

BILL

Mitch Cohn...

CLAIRE

He's...

MARTY

Get him on the phone.

CLAIRE

He's on the Island, he'll be back on...

MARTY

Get him on the...

Claire starts back to her room.

MARTY (CONT'D)

I want you to hear this.

CLAIRE

I really think that business...matters
should be discussed between you t...

MARTY

Well, I'm going to discuss 'em between
you, babe, cause it's your idea, and you
think you're going to sign to do a, then
hold us up in the wilds sweetheart, you
are in error...

Bill hands him the phone.

BILL

He's on the ph...

MARTY

(takes phone)

Mitch, th'Marty Rossen, I'm here in...

BILL

Wat...

MARTY

I'm somewhere in the, I'm on location
eh: This...well I'm going to solve it
here, or this Bimbo you sent me's going
to be doing a fuckin' donkey act in
Akron, I'm talking about Restraint of
Trade, Breach of...IT'S VERY SIMPLE...!

Joe enters. His finger BANDAGED.

JOE

(tentatively)

Hi!

MARTY

Her tits! Her tits! How, that she
signed IN HER CONTRACT, we hired her
'cause of ten years at the Actors
Studio? The way she played Medea? Her
last two pictures laid there on the
screen like my first wife...

CLAIRE

(starts to cry)

You have no right to...

MARTY
Cool it babe, you started this...

JOE
What's the...

WALT
Where have you been?

MARTY
(on phone)
You tell me: you tell me now, I've got
to shoot on Wednesday and I will not pay
your Blood Money and P.S., pal, I put
the word out on the street and Betty
Boop can look for work in
squigglevision.

Claire starts to get up.

MARTY (CONT'D)
Siddown!

JOE
I really don't think you should be
talking this way to a lady.

MARTY
...would you excuse me, please...

CLAIRE
You can't treat me like this. I'm not a
child!

JOE
She's absolutely r...

CLAIRE
I'm not a child. I have feelings...
Don't you...don't, don't...don't...

Claire exits, crying.

MARTY
(his suitcase next to him -
into phone)
Well, you call him, and call me back,
but this is it, pal. You fuck with me,
and I'm going to tear out your heart and
piss on your lungs through the hole in

your chest. And the best to Marion...
(beat; hangs up; to Joe)
Where have you been?

JOE

I...

MARTY

He says they're looking for you all day,
you're on salary, he needs pages, what
are you, you been 'haying?' Now:

WALT

Marty...

MARTY

Later for that, Walt, let's get this: we
need the "pages" for the new "Old
Mill"... alright? We need a new title,
we need a...

BILL

Rewrites that Bob Barrenger requested...
the "dead horse scene," the...

MARTY

Whatever it is. Go do it. How you
doing on the permit?

WALT

It's just a formality.

MARTY

That's why I want it.
(to Joe)
Type it up and get it back to me in...

JOE

I can't.

WALT

Why?

MARTY

You can't write it?

JOE

I can write it. I can't type it.

WALT

Why?

JOE
I hurt my fingers.

WALT
Get a typist. Get'im a typist. Get
outta here.

Joe exits. They turn to survey the board.

MARTY
Eight-hundred grand to show her tits...

WALT
Pay her.

MARTY
I don't got the money.

WALT
Find the money.

MARTY
I got a company...give us a million
dollars, put their product in the film.

WALT
(looking at a paper Marty hands
him)
No no no no no no no find me the
money...

INT. JOE'S ROOM - NIGHT

Joe takes out paper, looks around. Sighs. Picks up phone,
calls back.

JOE
(into phone)
This is Joe White... in six ten, they're
sending up a typist?

He takes out a sheet of foolscap and a pencil. Starts to
write. A knock at the door.

JOE (CONT'D)
(into phone)
Okay, I thank you. It's here.

He hangs up the phone, goes to the door, opens it. It is Claire.

CLAIRE
You said, "You can't talk that way to a lady..." You stood up for me.
(beat)
What do you have to drink?

She looks around, sees a gift basket containing a bottle of Stolichnaya and a box of matzoh, wrapped with a "Welcome Back" ribbon.

CLAIRE (CONT'D)
Matzoh! Are you Jewish?

JOE
I, actually, yes.

CLAIRE
I love Jewish men.

JOE
Why?

CLAIRE
You know...where's your bathroom?

She goes into the bathroom.

JOE
You liked the script, huh...?

EXT. MAIN STREET - NIGHT

Ann Black sitting on the park bench, holding the lure.

DOUG
(still carrying bouquet of flowers)
Where have you been?

He gives her the bouquet.

ANN
Hi!

DOUG
We had a date.

ANN

We did...?

DOUG

Where have you been?

ANN

I've been thinking.

DOUG

Where have you been, we had a date for three...where have you been...?

ANN

I have to tell you something...

DOUG

Well, I know, because they told me you were with that writer from the, you see, this is what I mean, the whole town has been warped by the, by the, by the presence of the movie company, they holler, and we jump, you have a date, they call, you're doing business nine o'clock at night. It isn't...

ANN

I wasn't doing business...

DOUG

Oh. What were you doing, then, that's so important that you shouldn't call your fian...

ANN

It's all over between us, Doug, I'm sorry, but that's the truth. I've found someone else, and, it's very serious and it's the end. I'm sorry.

(pause)

It isn't you, j...

DOUG

Wai...It's so serious you couldn't call to tell me you'd be...what...? What did you say...?

ANN

It's all over between us.

(pause)
I've found someone else.

DOUG
(pause)
Let me review here: You're...what are you...you've...it's all over between us?

ANN
I'm sorry.

DOUG
Who is this person that you've found?

ANN
(pause)
He works on the movie.

DOUG
No. Don't tell me that.

ANN
I'm sorry.

DOUG
Why, you whore!

Doug starts to cry. First A.D. shows up.

FIRST A.D.
Can you type?

ANN
Never admit you can type.

FIRST A.D.
If you can type, they need you over at the hotel.

INT. JOE'S ROOM - NIGHT

Joe is standing by the side of the bed, holding Claire's clothes, trying to induce her to put them on. She is sitting on the side of the bed, naked.

JOE
Look.

CLAIRE

I feel so close to you...

JOE
Look, look, I like you very much...

CLAIRE
I like you, too.

JOE
But not that way...

CLAIRE
But we...

JOE
Look, look there's someone else...

Sound of a KNOCK at the door.

JOE (CONT'D)
Great. Who is it?

ANN (O.S.)
"Room Service!"

JOE
(to Claire)
Would you go in...

He gestures to the bathroom, he hands her her clothes.

JOE (CONT'D)
Would you put on your cl...
(to door)
Just leave it outside

ANN
You have to sign for it.

INT. HALL - NIGHT

Ann hurriedly arranging the flowers in the "platen" of the typewriter. From inside the room we hear Joe's voice:
"Alright, one moment!" He opens the door.

ANN
I'm gonna be your typist for this evening.

JOE

Oh, G-d...

ANN
And here's some hydrogen peroxide...

JOE
I don't drink.

ANN
It's for your finger.

JOE
One moment.

He closes the door.

INT. JOE'S ROOM - CONTINUOUS

Claire is still sitting on the bed, has a lit cigarette.
Poured herself a drink. Joe goes over to her, thrusts her
clothes on the floor.

JOE
You have to hide.

CLAIRE
Who is that?

JOE
That's my...

CLAIRE
Oh.

JOE
Will you help me out...?

CLAIRE
I...

Joe hustles back to the door. Opens the door. Ann is still
standing there with the typewriter.

JOE
Hi.

ANN
You going to ask me in?

Joe looks back over his shoulder.

ANN (CONT'D)
Thought you might like this.

She hands him a bouquet.

JOE
(takes flowers)
Thank you.

ANN
Read the card.

JOE
(reading card)
"To the love of my life, Love, Doug."

ANN
The other side.

JOE
Oh.

He turns the card over.

ANN
Don't you think you should put them in
water.

JOE
Why?

ANN
...because if you don't, they die.

She goes into the bathroom, fills up the vase. Comes out.

ANN (CONT'D)
Shouldn't we start?

PAUSE

JOE
Start? This isn't a good time.

ANN
Oh. That's alright. Then I'll come
back at a better time. What would be a
better time.

JOE

Later on.

ANN

Then I'll come back, then.

JOE

You, um, you, um, you going out with
your fiance?

ANN

No, I just broke up with him. I'll see
you tomorrow.

She starts to exit.

INT. TAVERN INN HALLWAY - NIGHT

Ann digs in pocket, takes out the lure we previously saw in
Joe's finger. She re-enters the room.

ANN

It occurred to me, you'd wanna have
this: sort of a memento of our...

ANGLE ON ROOM

Claire is standing there, basically naked. PAUSE.

CLAIRE

Hi. I hope I'm not disturbing...

JOE

She came in here, wait, she...I was
giving her a massage...wait...wait! She
came in here...she...

(to Claire)

...with respect...she took off her
clothes, and she got in bed, I told her
I could not -- we don't know each other,
you see...

CLAIRE

We had a script conference.

JOE

I told her thank you very much, but it
was inconvenient because, uh, because...

ANN

You can do it.

JOE
Because I'd met someone else.

ANN
(very simply)
Oh, okay.

JOE
You believe that?

ANN
I do if you do.

PAUSE

JOE
But it's absurd.

ANN
So is our electoral process. But we
still vote.

JOE
Do you truly believe the electoral
process is absurd?

ANN
I used to go out with a politician.

JOE
You used to go out with him, you broke
up with him?

ANN
Sure did.

JOE
Why?

ANN
Time for a change. Keep your margins
straight.

JOE
Yes.

ANN
Go you Huskies!

INT. HALL - NIGHT

Ann puts down the typewriter and types into it, "The truth may not always set you free, but it is always the truth - Joseph Turner White, 'Anguish.'" She affixes the lure to it and leaves them on the typewriter. She starts down the hall, humming. Behind her we see the door to Bob Barrenger's room open. Bob comes out, looks down the hall. The coast is clear. Carla comes out. They kiss chastely, say goodnight. She starts down the hall, humming.

EXT. MAYOR'S PORCH - DAY

The postman walk sup. We see two workmen putting up a sign over the door '1835.' One has a copy of "The Hollywood Reporter" in his back pocket.

MAYOR

And don't you worry about that permit...

MARTY

Why, that's right fine...

POSTMAN

Mornin' George.

MAYOR

Hey, Chunky.

(to Marty)

Well, we're glad to have you here. My wife, Sherry, SHER, YOUR BROTHER'S HERE.

(to Marty)

We're having a party, matofact, Tuesday night, for Walt and Bob Barrenger...

MARTY

Mmm....

MAYOR

Havin' 'em over, home-cooked meal, if you'd...

MAYOR (CONT'D)

Well, I'd be awfully...

A paint truck pulls up outside the Mayor's house. Painters come out. Sherry comes outside the house.

SHERRY

Where the hell have you been? It's...

MAYOR

Sherry, this...

POSTMAN

(come back out of house with
cup of coffee)

Mornin' Sherry.

SHERRY

It's a quarter after nine, I've been on
the phone to...

PAINTER

Morning, Mrs. Baily, Mista Bailey...

He and his assistant go into the house with wallpaper.

SHERRY

I've got two days to get this house...

MAYOR

Dear, this is Mr. Rossen, he is the
producer.

SHERRY

I am so glad to meet you. We are so
glad to have you here, and welcome you
to our...I, you know, they had c... I'm,
yearly I redecorate our, to restore it
to the, 1835...

MARTY

What is that?

SHERRY

The house, the 1835. The original
kitchen, of course, burned in 1960, as
part of a spate of fires...

MARTY

It's lovely.

SHERRY

A spate of suspicious fires which were
in fact the inspiration for the
formation of the Waterford Huskies.

MARTY

My oh my.

SHERRY

I'm...Tuesday evening we're having an informal dinner, I didn't know you'd be 'on set,' but if you'd like to join your...

Doug comes up the walk, a bit rabid.

DOUG

I have to talk to you.

MAYOR

Doug, this is Mr...

SHERRY

Oh, how thoughtless of me. Would you like a cup of tea...

Sherry disappears into the house.

MAYOR

...he's the producer of the movie.

DOUG

(to Marty)

I want you to hear this, pal...

(consults notebook)

Forget the overages, forget Ten Thousand Dollars, for three days to two weeks. You know what it would cost for them to build this set?

(pause)

Two Million Dollars! Now:

MAYOR

Doug...

DOUG

Now: The Waterford Merchant's Association, of who I am Council...

In the B.G. we see Sherry and the painter.

SHERRY

Don't tell me you're out of Wallpaper.

PAINTER

I told you, we could have it by
Wednesday...

SHERRY

Wednesday, don't tell me Wednesday, the
biggest grossing box office star in the
world is coming for dinner Tuesday...

PAINTER

Waal, if you ordered something common...

SHERRY

Something common? I'm going to give you
something common. I'm going to give you
an injunction, is what I...Mister Mayor.

DOUG

Huh. Well, the Waterford Merchant's
Association demands, through me as their
council, five percent of the profits of
the movie, as figured by and...

(checks his notebook)

geared to the most favorable definition
of profits of either A) the Producer...

From INSIDE THE HOUSE, we hear the Mayor's wife screaming.
Mayor runs inside, Doug and Marty follow.

DOUG (CONT'D)

Why, you little sheeny...

INT. COFFEE CORNER - DAY

Geezers are at the front table in the window. Carla's
father, JACK, behind the counter trying to assemble an
espresso machine, reading from the instructions.

MORRIS

"Assembly of Death" did 95 million
dollars the first weekend.

SPUD

Yeaup, but those grosses are inflated.

MORRIS

You think so?

SPUD

Waal, what was the per-screen
average...?

Joe enters and exchanges greetings with the locals. He changes his glasses and takes out a notebook. He is shaking his head as he does so...

JOE
Cuppa coffee, and a...

JACK
With you inna moment. I'm a little short-handed.

MORRIS
Where's Carla?

Ann enters.

SPUD
Hiya, Annie...

A crowd has gathered around the table as he tells the story.

MORRIS
Annie, sorry I ain't been to a meetin' of the Drama Club...

Ann shows a sniped "canceled" poster of her play.

MORRIS (CONT'D)
Oh, good...

He resumes talking to his companion.

ANN
Good morning to you...whatsa matter?

JOE
I can't get it to come out right.

ANN
What's the scene...

JOE
It used to be the Old Mill.

ANN
What've you got?

JOE
They meet on Main Street. Her horse has

just died. He's coming from the fire.

He shuffles through his pages, he goes in his pocket for a note, he brings out the old lure. He smiles at her, she smiles back.

JACK (O.S.)

Annie, you want something to eat?

ANN

What's the scene about...?

JOE

It's good to see you, too...

JACK

Annie?

ANN

What about...what about...it's so presumptuous of me, to be, to be telling you how to wr...

JOE

Please...

ANN

How about, he sees her on the street, he wipes the soot from his eyes. He goes up to her. "What happened to the horse?" She looks at him. She takes his hand...

She takes Joe's hand, and he winces.

JOE

Ah, ah, ah...

ANN

I hurt you?

MORRIS

What happened to his finger?

ANN

It was burnt.

MORRIS

Mmm.

ANN

And then it was really hurt.

JOE

Ah, ah, ah. That's what she says,
that's what she says. He says, "Sister,
I've come from a fire..." But she, but
she, she says it was not the fire which
hurt you...it...

MORRIS

...how was it hurt?

ANN

...he stuck a fishhook in it.
(Morris nods)

JOE

She realizes -- it was not the fire
which hurt him...that the true hurt was
her. Was her...

ANN

...yes.

JOE

...her unbridled sexuality. That he...

ANN

...yes.

JOE

Has been wounded by her heat...by her
infidelities...

JACK

Anybody here seen Carla?

JOE

Because, because, because if it's about
purity, it's...it's...and then, then,
you don't need the nude scene.

ANN

Because it's about purity...

JOE

That's...that's exactly what it's about.
Take...

ANN
That's right...

JOE
...take any two people...

JACK
...anybody seen my daughter...?

JOE
...take you and me...

He runs out.

INT. WALT'S OFFICE - DAY

Uberto looking at storyboards and spinning the discuss and shaking his head.

Walt on the phone. First A.D. shows up.

WALT
(on phone)
...the finest people you could ever hope
to work with...
(to First A.D.)
You have the new Old Mill pages?

FIRST A.D.
I can't find the writer.

WALT
(on phone)
...totally false...totally false. He is
the, I would say the most responsible
human being I have ever...

FIRST A.D.
I have to talk to you. My wife...

WALT
Not now.

FIRST A.D.
My wife is going to have a baby, and...

WALT
Oh, that's great. Let's bring more
people into this overcrowded world.

Girl P.A. walks through the b.g. in "Does it have to be an Old Mill?" T-shirt.

WALT (CONT'D)

Take it off. Take that stupid fucking shirt off right now.

(into phone)

Well, if I had to say one thing, I would say it's purity.

Claire shows up, dressed in traveling clothes, her luggage behind her, followed by production assistant.

WALT (CONT'D)

(to P.A.)

Not now, I'm talking to the press.
Claire!

CLAIRE

What? I have a five-o'clock plane to catch.

WALT

I, uh...

(into phone)

I've always thought so...

(beat)

Well, you just get an idea, and try to find the best way to express it in pictorial form.

(to Claire)

I've written a letter to the studio and to SAG protesting...

(opens door)

Bill: get a copy of that letter...!

(closes door)

I just wanted to tell you that I am past chagrined, I'm mortified at the way you were spoken to...

CLAIRE

I...

WALT

An artist of your caliber...

CLAIRE

I'm only trying to...

WALT

I know what you are, I am so sorry that you...when I read that script I said there's only one person to play that part.

CLAIRE
The minute I read that script I said...

WALT
I know...

CLAIRE
...she works with animals, she...

WALT
...yes...

CLAIRE
...she has a home...

WALT
...I know, I'm so...because I said: yes, a woman who...the...the community respects her.
(beat)
Please don't go.
(pause)
Please don't go. What can I do but beseech you...? Trauma, toil...when are we free of them...?
(pause)
When...?

CLAIRE
He treated me as if I were a child...

WALT
Claire:
(pause)
As an interpretive artist to a creative artist:
(pause)
Stay with me.
(pause)
I need you.
(pause)
We start to shoot tomorrow and then it belongs to us. Stay.
(pause)
Stay. Tonight...when...

(gestures outside)
When they've gone. Let's talk. Let's really talk. We could, we'll have dinner, we'll...a bottle of some bad red wine, we'll get spaghetti, and we'll...

CLAIRE
I'm sorry, Walt -- it's gone beyond that.

Claire exits.

WALT
(into phone)
Well, I've enjoyed it, too. Any... any...any time...
(hangs up the phone)
What does the woman want from life?

MARTY
She wants eight-hundred thousand dollars to show her tits.

WALT
Pay her off.

MARTY
We don't have the money.

WALT
Find it.

MARTY
If you do the product placement...

WALT
It's a computer company...IT'S A COMPUTER COMPANY - BAZOOMER-COM?!

MARTY
"Bazoomer dot com."

WALT
I can't put a computer in a movie shot in 1895...you wanna tell me how I'm gonna do that?

MARTY
Actually, the art department had some ideas on...

WALT
NO NO NO NO NO, PAY HER OFF. DID YOU
HEAR ME?!

MARTY
(picks up the phone and dials)
Gimme Howie Gold. Howie? Thizz...I
nee... I NEED EIGHT-HUNDRED GRAND.
I...I don't care where it comes from.
(to Walt)
It comes out of our end.
(Walt gestures do it)
I...I need...JUST GET ME THE MONEY. I
JUST GET ME THE GODDAMN MONEY...Look:

Joe barges in.

JOE
She doesn't show her tits!!! She doesn't
show her tits. The breasts symbolize
motherhood, the audience...

MARTY
The breasts symbolize motherhood...

INT. WALT'S OFFICE - DAY

Joe holding forth to Bill, Walt and Marty. Joe consults his
notes, changes his glasses, reads on:

JOE
The movie's about purity. So we don't
show her breasts. We show them to him.
She keeps her back to the camera.

WALT
...she keeps her back to the camera?

BILL
It'll hurt the box-office.

JOE
They know what her tits look like.

WALT
Know? They could draw them from memory.
You're fantastic. What a find you are.
Get outta here. We need the Dead Horse

scene.

JOE
I'm gonna nail it.

WALT
I know you are. Go you Huskies.

Joe exits. We see the notation, "Dinner at the Mayor's House."

We see Marty walk up to a P.A. in the next room. The P.A. hands Marty a slip of paper. Walt goes to them.

MARTY
We got the permit.

WALT
Is that one hell of a kid?

MARTY
He just saved us eight-hundred thousand bucks.

WALT
He's got a gift for fiction.

MARTY
We got to do something nice for him.

He takes out his cardcase.

MARTY (CONT'D)
Gimme a pencil. Get him a bottle of...get him some maple syrup. Stick this card on it, and put it in his room.

PROD. ASST.
Maple syrup.

Marty writes on the card.

MARTY
Yeah.

ANGLE ON CARD

It reads: "Your gift for fiction everything sweet."

ANGLE ON WALT

As he walks back into the other room, holding the permit.

MARTY (CONT'D)

(in b.g. as he takes back the
card)

Hold on, I wanna add to that.

We see him take the card, write "Over" on it and draw an
arrow.

EXT. MAIN STREET - NIGHT

Joe, happy as a clam, sauntering down the street. Smoking a
huge cigar. He passes two old codgers, Morris and Spud.

SPUD

You see where Tom Miller's playin' the
Old Farmer?

MORRIS

He's been playin' Old Farmer nigh on
sixty years.

SPUD

I read for that part. Did pretty good,
too.

MORRIS

Bet you did.

SPUD

But I couldn't r'member all the words.
Ast them would they gimme a second
chance.

MORRIS

Ain't no second chances in life.

SPUD

Zat true?

MORRIS

Only second chance we git, z'ta make the
same mistake twice...

ANGLE ON

Joe, as he nods to himself, takes out a pad, starts to jot a note, fumbles with his glasses. Joe saunters on, writing, we hear the beeping from the traffic light. Joe hears a screeching of tires.

He looks up, a film station wagon comes barreling around the corner, hits the pothole, goes out of control, careens, turns over, knocks down the control box of the traffic light.

Joe holds a beat, runs over to the car, to driver's side. Battered driver, bleeding, upside down. Joe drags him from the car. It is Bob Barrenger.

BOB

Get the...

JOE

Are you al...?

Barrenger points to the other side. Joe looks.

ANGLE POV

Carla is the passenger, she is dazed but unhurt.

ANGLE ON

The car.

BOB

We gotta get her out of here.

Carla has extracted herself from the wreck, stands, woozily, on the sidewalk.

BOB (CONT'D)

(to Carla)

Are you alright?

CARLA

(nodding)

I...

BOB

You got to get out of here...

BEAT. She nods, understanding. A light comes on in the apartment over the store. She looks up, starts away down the street. BEAT. Bob rocks back and forth.

BOB (CONT'D)
Oh G-d, oh G-d, oh G-d...do you have a
cig...

INT. BOB'S HOTEL ROOM - NIGHT

Bob is being bandaged by Doc Wilson. Marty on the phone.
Walt, the First A.D., and Joe also in the room.

MARTY
He's fine...it's a...

DOC WILSON
You're going to be fine. I'll stop by
tomorrow.

WALT
(to Doc)
Thank you.

Doc exits.

DOC WILSON
Yessir...

MARTY
(into phone)
He's...you wanna talk to...?

Bob goes over to the phone, his head bandaged. Walt,
smoking, stands by the window.

BOB
(into phone)
Hello, Jerry. I'm fine. I'll be ready
Wednes...I'm here to make a movie, Bob.
Now don't you worry your, hey, Pal, when
have I ever let you down bef...Okay,
Babe, you, too.

He hangs up.

WALT
Are you okay?

BOB
Well, yeah, I'm fine, I reached over to,
the girl had to be home, I don't know,
it's a schoolnight, something...

WALT

Bobby...

BOB

Everybody needs a hob...

FIRST A.D.

Walt, I wonder if I could take a minute
of your time. I need a day off...

There is an abrupt knocking at the door.

WALT

Who is it?

CAL

Thiz the police. Is Mr. Barrenger in
there?

The boys in the room go into a whisper conference.

MARTY

Okay, look, you, what is she, 19,
twenty...oh Christ...

BOB

Uh, look...

MARTY

Look: okay. Okay. Look: look you're
driving, countryside, so on, you picked
her up, she was hitch...

WALT

No, hey, hey...al, she hid in the back
of the car! Happens all the...

The knock is repeated.

CAL

(outside the door)

Is Mr. Barrenger there...?

MARTY

No, wait a, wait a, wait a...we can't
put her in the car, she gets it in her
head to sue, or rape, or some goddamn,
she wasn't in...

WALT

She wasn't in...you were al...

MARTY
There's no witnesses.

WALT
No, just the...there's no witnesses,
right...?

BOB
No, I just...just Joe, just Joe...

WALT
Joe, the writer?

BOB
Just him and me.

Knocking was repeated.

MARTY
Then she wasn't in the car. Say it.

BOB
She wasn't in the...

MARTY
Nobody knows it but us. Alright? It
says here...
(to group)
Are we together on this?
(beat, each nods)
Because it's sink or swim here, pals...

They murmur their assent. Knocking is repeated. Walt goes to the door.

MARTY (CONT'D)
(to First A.D. and Joe)
You guys had better leave us a...

CAL
Mr. Barrenger...

Marty ushers Joe and the First A.D. out the room.

MARTY
Yes...?

The cop comes in the room.

CAL

I'm very sorry to...

MARTY

Well. What seems to be the...?

CAL

I have to ask you these...um. You have a valid drivers' license?

MARTY

Of course he...

CAL

Could I see it, please...?

Bob gestures to his wallet which is on the desk.

CAL (CONT'D)

Were you under the inf...

BOB

No.

CAL

And who was driving the...

BOB

I was alone in the car. I was driving.

The cop is writing down these statements.

CAL

Well, now, Mr. Barrenger, I'm very sorry, in fact, I'm as sorry as I could be, but...

MARTY

I'm an attorney, if there's anything you have to say to...

CAL

...I have to give you this ticket for damage to city property. I'm really sorry, Sir, it's a formality, I hope you'll excuse...

MARTY

(beat)

You have to what?

Cal reaches in back of him, on his belt, and takes out not the cuffs, but the summons book, he starts to write a summons.

CAL

It's a formality. Any case of damage to city prop...you hit the control box of the new stop light, and...

(apologetically he hands the ticket to Bob)

They'll, uh, these things happen, I hope you're alright, and that you're feeling...

MARTY

Well, officer, don't worry ab...

CAL

If there's anything I...

Marty walks him out into the hall. Photographers and onlookers in the hall. Phone rings. Walt answers it.

WALT

(into phone)

Yeah. Hello, Mr. Mayor...Walt Price!

No, no, sir, he's fine. Well, he's right here! Would you like to...?

(covering phone)

You are not to see that girl again...do you...

Door to hall opens. Claire comes in.

CLAIRE

Hello.

WALT

(into phone)

...he's right here, Mr. Mayor...

CLAIRE

(to Bob)

Bob, are you alright?

EXT. FIRESTATION TO PRINTSHOP - NIGHT

The firetruck is being backed into the firestation. Outside a couple of passerbys are running in the rain, putting their collars up.

We see Joe is in the firestation writing in his book. As the firetruck backs up we see the firedog bark, and Joe looks up.

ANGLE JOE'S POV

Ann is walking past the firestation. Joe comes out to look at her.

JOE
Hi.

ANN
Hi.

JOE
Where you going?

ANN
Going home.

They start to walk down the street in the rain.

JOE
Going home, yeah. I told them what you said...

ANN
(over a clap of thunder)
What?

JOE
I told them what you said about the script...

They take refuge under the awning of the printshop.

ANN
I didn't say anything special, I was just talking out loud.

JOE
...how else can you talk?

ANN
No, that's true.

JOE

No. You, I told them, you can't betray with the picture what you're saying with the words. And, I don't know, the movies, I don't know. They should be socially uplifting, why does she have to show her br...what is this...?

They look in the window of the old printshop, the awning under which they have sheltered.

ANN

Yessuh. Joseph Knights printshop. Vacant for thirty years.

JOE

Is it...

ANN

Yep, n'it's for sale.
(pause)
One of the few things money can buy.

Joe looks in the window of the printshop.

JOE

I told them what you said about the script...

They take refuge under the awning of the printshop.

ANN

Would you like to see it? I've got the key back at my store...

JOE

I'd love to.

ANGLE ON

Ann, runs out into the rain, Joe runs along side her. In the b.g., we see the fireman closing the doors of the firehouse, and the firedog being restrained, on a leash, by him and shut up inside the firehouse.

EXT. BOOKSHOP - NIGHT

ANN

How's your star?

JOE
Gosh, you look nice.

ANN
...what...?

There's a huge flash of lightning and a clap of thunder and the lights on the street flicker, and come back on. BEAT.

ANGLE ON

Bookshop.

JOE
What would you do with it, the
printshop...

ANN
Start back up the Waterford Sentinel.
Town newspaper. Show you the plans.

She goes into the washroom area, and comes out with two towels. She throws one to Joe, and begins toweling her hair with the other.

She hands him some plans, which show photos of the old printshop, and copies of the Old Waterford Sentinel, circa 1900.

JOE
Yes, it's a lovely idea...

She emerges from the back room. She has stripped off her wet jacket and shirt, and put on a light stockboy's jacket.

ANN
Print it right here.

There's another clap of thunder, and all the lights go out. PAUSE.

ANN (CONT'D)
Oh, my.
(pause)
Life in the country. One second.

Ann takes a small match from the drawer, and lights a small kerosene barn lantern.

ANN (CONT'D)
Well. There you go.

She sits down on the couch, and spreads the plan on a small table.

ANN (CONT'D)
Press still works.

JOE
It does?

ANN
Did as of last week.

She shows him the poster for "Trials of the Heart."

ANN (CONT'D)
Best way I know to get ink on your hands.

JOE
You'd do the newspaper right here.

ANN
That's something a man could do...?

JOE
You know what else a man can do?

ANN
What?

He moves closer to her. He is about to kiss her when the firedog appears on the couch between them.

ANN (CONT'D)
One moment...

She goes in the pocket of her jacket. The dog follows her. She cannot find a dog biscuit.

BEAT

Joe pats the dog on the head. Leads him to the front door, puts him out. The door blows in the rain.

JOE
Pelting down out there.

ANN

People might be better off. They
thought about it, spent the evening back
in the...

She comes close to him. The dog reappears between them. Joe
looks around, and goes back to a window, and shuts the
window.

Ann crosses to her desk. Takes out a box of dog biscuits.
The box is empty. The two of them lead the dog out, and pet
it on the head. They turn back and the door is slammed.

EXT. BOOKSHOP - NIGHT

BEAT

They start back to find the door locked.

ANN

Left the keys inside, in my jacket.

Joe nods.

JOE

Well. 'S'pose I should be getting
home...look.

They turn and Cal, the policeman, is standing next to them.
In raingear.

ANN

Cal...

CAL

Annie, got an umbrella?

ANN

Nope.

CAL

I'll walk you home, you can have my
coat.

He starts taking off his slicker.

ANN

Then you'll be wet.

CAL

I'm goin' off-shift. Come on... I'll walk you home.

He covers her with his slicker, and they walk away.

WE SEE in the b.g. Uberto and his helper at the firehouse. Uberto swings a shuffleboard disk, and the dalmation window shatters and falls in the street. Some falls on his head.

INT. COFFEE CORNER - DAY

Doug talking to Postman.

DOUG

Ten dollars apiece for outdated textbooks you or I could buy retail for a dollar ninety-five.

Carla is serving breakfast, her wrist in a cast and a small bandage on her forehead.

DOC WILSON

Mornin', Carla...how's the itching...?

CARLA

Okay, Doc.

DOUG

Bear with me, now -- because what're we getting for our money? See the cat and dog? See what I'm saying? Nice to take this opportunity to mount an investigation of...

She assembles a tray, starts out the door as Maude comes in.

MAUDE

Morning, Carla, what happened to you?

DOC WILSON

She went to fetch a pail of water.

Carla goes out the door.

DOUG

(to merchant)

You see what I'm saying, take this opportunity to mount an investigation of the price of school textbooks. Bear

with me now: both the cost, and the
content of...look here...

He produces some first grade spelling text.

DOUG (CONT'D)
...because what're we getting for our
money? "See the nice dog. See the nice
cat?"

They move out of earshot. Ann goes into the Real Estate
Office NEXT DOOR to the Coffee Corner.
Pausing long enough to look in the window at the placard
advertising the Old Printshop.

ANGLE INSIDE POV

The placard "Old Printshop...78 thousand dollars" "Under
Agreement."

INT. WALT'S ROOM - DAY

Walt, Marty, Bob, Claire, Joe, coffee urns. They work on the
script.

WALT
So you see what I'm saying...the movie
is about purity...

BOB
I've always seen that.

WALT
We don't show her breasts, we just show
your reaction...

CLAIRE
I'm so comfortable with that, Walt, I
can't tell you...

WALT
Well, Joe said it, and he's right.

Knock at the door. Marty goes to the door.

ANGLE

Carla outside the door, talking to Marty. Marty takes tray.
Carla has bandage on her head and a small cast on her wrist.

CARLA

And I have Mr. Barrenger's Tuna B...

MARTY

(hands her a bill)

Thank you.

CARLA

I, well, you know, I tried to take him,
in his room.

MARTY

I think he's moved...

CARLA

I, uh...

(pause)

Um...

ANGLE

Inside the room. Marty closing her out. Bob and Claire
talking.

BOB

That makes a lot of sense, Claire, that
makes a lot of...list...listen, cause
the audience isn't coming to see your
breasts. They are coming to see you
act. What are you doin' this evening?

CLAIRE

I'm having dinner with W...

WALT

We're going to discuss the scr...you
wanna come along...?

BOB

You mind...?

CLAIRE

No, are you kidding me, Bob, not at all.

WALT

Marty...

MARTY

Yeah?

WALT

Would you, tell the guy, get the A.D., someone, somewhere where we can get away, something, I want, you know, last day before the shooting, get away, forget it, have some local food.

(to Joe)

You want...

JOE

I've got a date.

WALT

He's got a date. He's got a date, is this guy fantastic...? Already he learned how to write a movie, and he found a girl to get his toes curled, what a guy, what a...what a literary find!

First A.D. walks in, talking on a cellphone.

FIRST A.D.

(on phone; sotto)

I'm trying, honey. I'm...look, is your Ma, when is your mom coming? Oh.

(pause)

What did the midwife...?

WALT

Did you, where are we going tonight?

FIRST A.D.

I...?

WALT

Some, you were, you were going to make a reservation for us? Where's my schedule? Where are we booked tonight?

FIRST A.D.

My wife's having a baby.

WALT

You what...? Is that on the call sheet, is that on the callsheet, or is that personal business? Ah, Christ. Marty...are we paying you?

FIRST A.D.

I...

INT. BAR - MORNING

The bartender is looking down studying a vast book "State Statutes of Vermont". Doug is drinking.

DOUG

She didn't even finish knitting me the sweater...

First A.D. walks in. Doc Wilson walks in.

BARTENDER

Mornin', Doc...

DOC WILSON

You doin' here, Doug? Thought you started out the day with that pernicious caffeine...

DOUG

Kiss my ass.

DOC WILSON

Well.

BARTENDER

He had a hard day. Ann's deserted him for some guy on the movie.

DOC WILSON

Well, they don't always leave with the ones they came in with.

BARTENDER

Big day last night.

DOC WILSON

Hope to tell you. Didn't I pick the fragments of glass out of Bob Barrenger's actual head myself.

ANGLE IN THE B.G.

We see Carla entering with bags of food and checks for bar patrons.

BARTENDER

Mornin', Carla.

CARLA
Mornin', Uncle Ron.

DOC WILSON
Cluster of events. Don't see something,
ten years, allasudden, three times inna
night.

BARTENDER
That's what they call an events cluster.
Some guy orders a Manhattan, fifteen,
twenty years, allasudden, three times
inna night.

DOUG
Who got their heads cut?

BARTENDER
...some fella. Orders a Manhattan.

DOC WILSON
What?

DOUG
Who got their heads cut?

DOC WILSON
Uh, Bob Barrenger, fella, Cameraman...

DOUG
You said three...

DOC WILSON
Did I? I think you're mistaken.

ANGLE ON

Doug, looking over at Carla, with a small cast on her wrist
and her head beneath a babushka, in the lobby.

Doug looks up.

INT. CORRIDOR TAVERN MOTEL - DAY

Carla, being led by the hand, by Doug. Following them, her
Father Jack and Cal the trooper.

CARLA

I wasn't in the car...

DOUG
We're going to s...

JACK
Doug, she says that she wasn't in the
c...

They stop at a room, knock on the door. A PAUNCHY SALESMAN
opens the door.

SALESMAN
Yeah?

DOUG
(beat)
I've got the wrong room.

The Procession reverses, starts down the hall, runs into
Marty coming out of his room.

DOUG (CONT'D)
(to Cal)
Arrest him.

MARTY
What is the...?

DOUG
Arrest him.

CAL
For what...?

DOUG
(beat)
Conspiracy in Statutory Rape.

MARTY
Conspiracy in Statutory Rape? Okay. Of
whom?

DOUG
This young woman.

CARLA
Nobody touched me, I was at home.

MARTY

(to Carla)
Who is it raped you?

CARLA
Nobody.

MARTY
Well, what's the beef?

DOUG
She was in the car with Bob Barrenger
last night. And she was injured coming
home from a love tryst, so...

MARTY
You were in the car with Bob?

CARLA
No.

MARTY
Then what is the...?

He steps back into a linen closet, takes Doug with him by the
lapels.

INT. LINEN CLOSET - HOTEL HALLWAY - DAY

MARTY
Now what is this, you sonofabitch!
Because if you haven't heard about the
laws of Malicious Prosecution, you're
about to. DON'T FLINCH WHILE I'M
TALKING TO YOU, YOU TWO BIT SPEEDTRAP
FRAUD: There's an old saying, two
scariest things in the world, a black
man with a knife and a Jew with a
lawyer. Now, I am a lawyer, and I am
the Jew, and you continue ONE MOMENT
with this slanderous shit here in this
public place, I'm going to have your ass
over my mantleplace. THE KID WAS NOT IN
THE CAR, SHE SAYS THAT SHE WASN'T IN THE
CAR, NO ONE SAYS SHE WASN'T IN THE CAR,
NO ONE SAYS THAT SHE WAS IN THE CAR, YOU
HAVE NO CORPUS AND YOU HAVE NO CASE, AND
YOU KNOW IT. SO I'M NOT PAYING PATSY
WITH YOU HERE, YOU MOTHERFUCKER. Look
in my eyes: I made eleven million bucks
last year and I don't like being trifled

with. Now I think that the better part of valor, though we've got your back up here...the better part of valor is to step away. Or, before G-d, I will see you disbarred.

(beat)

Now, what do you think?

(beat)

We all have a movie to make. Now, can we stay together here...?

(pause)

What do you say? Have a cigar.

He puts a cigar into Doug's pocket.

INT. HALL - CONTINUOUS

The two come out of the linen closet, Marty with his arm around Doug.

MARTY

It's a mistake. It's all over.

(to Carla)

I'm sorry that we've inconvenienced you.

CARLA

I wasn't in the car.

MARTY

We know that you weren't.

They walk down the hall. Before them, Claire, half-clothed, backing out of a motel room.

CLAIRE

...because you treat me like a child...you treat me like a child... that's why I can't come...

The procession has reached the open door. They look to see whom it is Claire is addressing. Carla looks in the door.

ANGLE CARLA'S POV

Bob Barrenger, clutching a towel to his naked self, smoking a cigarette.

ANGLE

The group in the hall. Carla points into the open door.

CARLA
He took advantage of me.

INT. PROD. OFFICE - DUSK

Cal, Bob Barrenger, Walt, Doug, Carla and Jack.

MARTY
...upset and impressionable.
(to the A.D.)
Get me the Mayor.

BOB
(to Carla)
...I was just talking to that girl in
the other room.

MARTY
...overcome by the events around her,
the presence of a high-powered...

BOB
(to Carla)
I never touched her. My mother's gr...

MARTY
And a fantasy object...

DOUG
(to Cal)
Tell him to get dressed...

CAL
Uh, sir...

The First A.D. enters with lawbooks, marked as to page.

MARTY
(takes lawbooks)
Wally?

WALT
Look, Carla, this is a hard time for
you. Many young people go to Hollywood.
I did...and we all dream of it, and
here, here Hollywood has come to you.

CAL
Mr. Barrenger, I'm very sorry, but...

WALT

Here this dream world has come to you.
Now, you obviously have an active, a
vivid imagination.

CARLA

Her...

BOB

I swear that that woman in my room...

WALT

Be quiet, Bob. A fertile mind. Now we
can use that kind of people in our work.
Yes, we can. Now, and this is what
occurs to me... There's a part in the
film...isn't that right, Marty?

Marty is perusing the lawbooks.

MARTY

Mmm.

WALT

That we could use you in and I think
that's quite a fine trade-off all around
and an ill wind that blows somebody
good.

MARTY

(of the book)

Here it is: Statutory r...blah, blah,
blah, blah... "statutory"...

"unsupported testimony by the..."

(he shows the book to Doug)

Hold on, Bobby.

(to Doug)

You've got nothing and you know it. By
G-d, you know it. Harassment. You need
a... even if this was true, you need a
witness. You need someone puts her in
the car. And you've got nothing. Now
we all have...yes, give her that part in
the film.

(to Carla)

Yes, we'd love to have you... Now: we
all have more important things to do,
isn't that right...?

Marty starts ushering everyone out of the room.

MARTY (CONT'D)
Isn't that right? I'm sorry that you
all went to this...

JACK
I knew she wasn't in the car.

MARTY
This has been just an unfortunate.

He ushers them out, the phone is ringing. Walt picks it up.

WALT
(into phone)
Yes? Hello, Mr. Mayor. Nothing, just
an, an unfortunate...
(he covers the phone)
It's the Mayor, he's saying...

MARTY
Is he cool or angry?

INT. MAYOR'S HOUSE - CONTINUOUS

Mayor on the phone. Sherry in the b.g.

MAYOR
Well, these things happen. Purpose of
my call, my wife wanted to know what
brand of cigarettes Mr. Barrenger
smokes, so she could lay some out
tonight...we got the list of his dietary
requirements...

INT. PROD. OFFICE - CONTINUOUS

WALT
(hangs up phone)
So we just got lucky.

BILL
Marty, it's Howie Gold on the coast. He
needs your confirmation on a request for
money...?

MARTY
And I need a drink.

Marty exits.

WALT

(to Bob)

If your memory was as long as your dick,
you'd be in good shape. How long since
you almost went to jail for this shit?

BOB

How could she turn on me like that? I
thought she liked me.

WALT

Can we try to keep our pants buttoned
and get out of this town in one piece?

BOB

I'm ready!

WALT

Stay ready. Stay by yourself in your
room.

BOB

What'll I do for fun?

MARTY

Whyn't you learn your lines?

BOB

I know my lines...

WALT

You do...?

BOB

I just don't know what order they come
in...

Walt walks away from Bob, shaking his head.

ANGLE ON

Walt, as he walks down the stairs.

WALT

I tell you what, let's ditch these
cockamamie locals. I need to get outta
here. Go to some roadhouse tonight,

just us. Claire, Bob, sid down, have a bottle of wine. Tell me where we're going, and let's go.

They walk by the bullpen, wherein we see P.A.s refilling Evian bottles from a ratty old watering can.

P.A.s take us, with their Evian bottles, into Walt's office, where we see the "Dinner with the Mayor" sign.

INT. MAYOR'S HOME - NIGHT

Twelve overdressed people, including the Postman, the Gunstore Owner, etc. sitting, still around the Mayor's laden dining table. BEAT. Sherry looks over her shoulder.

ANGLE ON

Next room, the Mayor on the phone. Hushed.

MAYOR
Well, you must, where did they...
where...I...

PAUSE

Very angry, he HANGS UP and looks out the window.

ANGLE POV

The Mayor lets the shade drop, walks back to the table. Silence.

INT. BAR - NIGHT

Doug, in his cups, at the end of the bar with the First A.D.

DOUG
Hey, you've gotta eat a peck of dirt...

FIRST A.D.
My wife just went into labor...

The bartender studies his state statutes book.

BARTENDER'S POV

Inside the book, the storyboards show the movie's heroes copulating.

DOUG

Half a buck I'd close it down. It's per...you know...it's perfidy, you got your Barrenger, molesting little girls.

FIRST A.D.

He should be put in jail.

DOUG

Half a buck I'd put him in jail.

FIRST A.D.

You should.

DOUG

I had a witness, I would.

FIRST A.D.

A witness to what?

DOUG

You know, the rape, to...even to the accident.

FIRST A.D.

You mean with White?

DOUG

What?

FIRST A.D.

You mean you need a witness in addition to White?

DOUG

Who's White?

FIRST A.D.

The writer.

DOUG

(beat)

He saw the accident...?

FIRST A.D.

Sure.

DOUG

He saw the girl in the car...

FIRST A.D.
You bet he did.

INT. MAYOR'S HOME - NIGHT

The Mayor and his wife alone at the table. The maid emptying trays of food, untouched, into a galvanized steel garbage pail placed in the middle of the room. One of the guests leaving, putting on her coat. Dips back into the dining room to try to pick up a tray of pate.

SHERRY
Don't you touch that... I want them gone.

MAYOR
I signed the permit. I don't know how I can.

SHERRY
I want them thrown in jail.

MAYOR
Sherry, Sherry...

She empties it into the trash. BEAT. The guest, chagrined, leaves. The Mayor, sitting and drinking booze out of a large glass. The phone RINGS. BEAT. He goes to answer it.

MAYOR (CONT'D)
(into phone)
What?
(he jiggles the receiver)
Get me the State Police.

EXT. PRINT SHOP - DAY

A sign in the window, "Sold" is stamped over and reads "Under Agreement."

Early summer morning. Joe, holding a cup of coffee, looking at the print shop. Ann walks up.

JOE
Good morning.

ANN
Sleep well?

JOE

Yeah, you?

ANN

Oh yeah...

JOE

We could live up here, live up in the country.

ANN

Now you're talking...

JOE

And we could get up every morning...

ANN

...well, we do that anyway...

JOE

And come to the printshop. You know why?

JOE (CONT'D)

To print the newspaper. And I'd come to write. To write. To write. Right here in the office.

ANN

Not without a rolltop desk.

JOE

Well, I could get a rolltop desk.

ANN

Happen to know where there's one for sale.

JOE

Well ain't you amazing.

They walk on, onto the scene of various filmfolk setting up.

EXT. STATE AND MAIN - INTERSECTION - CONTINUOUS

ANN

Lookit that, up already.

JOE

That's why we filmfolk get along so well with you farmers. Both up with the

chickens.

They push through the mass. The street is closed off by Police Cars.

They come upon a TV REPORTER doing a standup in front of the firehouse where we see, in front, both the old firetruck and state trooper cars.

TV REPORTER

Where Movie Star Bob Barrenger, fresh from his troubles with the law last year...

ANGLE ON

Ann and Joe, as they look on.

ANGLE ON

A state trooper and Doug, as they walk through the crowd. Marty walks up to the TV REPORTER.

TV REPORTER (CONT'D)

...is once again in hot water. Involved in a car crash last night with a young, a very young woman, Mr. Barrenger is being arrested today for...

MARTY

You better make sure you got your facts straight, pal, cause, you step off the line and I'm going to sue you personally for...

The trooper, Doug, and Bob Barrenger walk up to Marty.

TROOPER

We're looking for a Joseph Turner White.

MARTY

Oh, good, yes. Good morning. Where are you taking Mr. Barrenger?

TROOPER

We are looking for a Mr. Joseph Turner White?

MARTY

What are you doing with Mr. Barrenger?

DOUG

He's under arrest.

Doug hands the arrest warrant to Marty.

MARTY

Oh, good. I'm his lawyer...and you must be Perry Mason. Guess what, you're about one-half step from a world of hurt...how diverting...the Mayor's gonna have your ass. Can I watch?

CAMERA takes the group, the trooper, Doug, Bob, in handcuffs, Marty talking with them, through the crowd, on the back of which we see Ann and Joe.

DOUG

Well, you guess what. The Mayor sent me. I have your Mr. Barrenger with a history of...

MARTY

...a history of nothing, he was acquitted.

DOUG

Moral turp...you're on my home court, friend. I have the Mayor and the town behind me, and forget making your movie: I may own the studio when I get through with you: I got a civil suit, I got rape, I got collusion...

MARTY

You've got nothing, you don't have a witness...

DOUG

And I've got a witness! Your Mr. White saw the crime.

MARTY

He told you that!?

DOUG

He didn't have to tell.

MARTY

I want to talk to him. Would you ex...

DOUG
Oh, you're his attorney, too?

MARTY
Later for you, pal.

DOUG
Okay.

He motions the cop to take out Barrenger. Marty sees Joe in the back.

MARTY
Bobby, don't say anything.

BOB
Nothing happened.

DOUG
We'll see about that at the inquest.

ANGLE ON

Marty, as he leads Joe down into an alleyway, and into a backyard, hung with washing on the lines.

MARTY
Yeah, hi, pal. I need to talk to you.

INT. BOOKSHOP - DAY

Ann, Joe and Marty. Cal has followed them into the bookstore. He speaks privately with Ann and exits.

ANN
What is it all about?

JOE
I saw...

MARTY
How do they know that, you told them?

JOE
No.

MARTY
What did you say to them?

JOE
I didn't say anything to them.

MARTY
How do you know you saw it?

JOE
I don't know.

MARTY
Well, then, you didn't see it, right?

JOE
I don't...

MARTY
You didn't see it...

JOE
I...? I saw it. I was there.

MARTY
You were there. At...at 10:35...?

Joe takes the arrest warrant. Looks at it. Changes his glasses.

JOE
(as he reads)
I was walking down the street...I remember, I was writing a...

MARTY
What glasses were you wearing?
(pause)
Were you wearing your reading glasses?

JOE
I...

MARTY
You told me you were writing. Don't you wear your reading glasses to write...?

Marty's cellphone rings and he answers it. After a pause, he hangs up.

MARTY (CONT'D)
I've got to go to the jail.

He exits, leaving Walt alone with Ann and Joe.

ANGLE ON

Ann. She sees something down the other street. We see Cal, the policeman, enter and start toward Joe. We see Ann restrain him, and speak to him in the b.g. for several moments. He shakes his head, and she reasons with him, and there is a pause and he looks at Joe, and exits.

BEAT

ANN

...he's going to give you a couple of minutes.

PAUSE

Joe walks Ann off to the closed back door of "The Waterford Players."

JOE

What am I gonna do?

ANN

You got to tell 'em that you saw the accident. Don't you?

JOE

I can't do that.

(pause)

If I tell them, they'll, if I tell them, they'll try Bob for rape, they'll... it'll ruin his career...

ANN

But that's what happened.

JOE

But it'll stop the movie.

ANN

Maybe they'll be other movies.

JOE

They'll...they'll blackball me.

ANN

Carla was in the car, right?

JOE
I...I think that's right.

ANN
...you think that's right...

PAUSE

JOE
What'm I gonna do?

Ann picks up a copy of the old Waterford Sentinel, which was left on the coffee table. Ann hands the paper to Joe.

ANGLE ON

Joe, holding the paper.

ANGLE INS.

The masthead reads, "Waterford Sentinel, All the News of the Mountains, 'You Shall Not Bear False Witness.'"

ANGLE ON

Ann, who has also picked up the "For Sale" sign, showing the printshop. She stands looking at Joe. BEAT. Cal enters. They look towards him.

CAL
Lotta hubbub on the street. I'm taking
you the back way.

EXT. BACKYARD OF THE BOOKSHOP - DAY

Cal walks with Joe, still holding the newspaper. As they round a housecorner, Walt appears and walks with Joe.

WALT
(checks watch)
Let's speak English. You've got to help
the side.

JOE
You want me to lie.

WALT
To the contrary. I want you to tell the

truth.

(pause)

The truth is, you can't tell me, to a certainty, that you saw the thing. You don't remember, a gun to your head, which glasses you have on. And you have a fertile imagination. Imagination wants to fill in the blanks. Now. IF you aren't sure, then they have nothing. Bob walks free. As he should.

(pause)

Joe: wasn't long ago they buried actors at the crossroads with a stake through their heart, you know? The people who are talking to you about the way we live though we may praise them, we fear them. And they fear us. Because we tell the truth. About our lives. Now, this is a damn roost, and everyone knows it; the guy is looking for a case, he wants to make a name for himself...If we let him do that, if we let him do that, then we're being false to our community...to our community, you understand? To our world. Cause you are a part of that world, now. You have to take off the steel Rolex and put on the Gold Rolex.

(pause)

And be part of your world. I got a five picture deal with the studio. And you stick with me. You write one, two more, you stick with me, and you'll direct the third one. You are a part of this world. You have to do the right thing: we're out in the Provinces, the Sheriff, literally is at our door. You have to stand with the troops, Joe. That's the bottom line. You have to...if you had the leisure to think it through, you'd see it for yourself. The girl wasn't in the car.

Cal takes Joe to a side door of the courthouse.

INT. SMALL COURTROOM - DAY

Joe coming in through the side entrance of the courtroom. Various law books and dusty forms on the shelves. Cal leads him into the courtroom, empty, save for the court reporter, Maude and the BAILIFF. Cal motions Joe forward.

CAL
...Joseph Turner White...

BAILIFF
Hear ye, hear ye. Sixth District Court.
And for the county of Kadona, State of
Vermont, the honorable James Addison
Flynn presiding. All those having
business before this court, draw forward
and you will be heard.

Judge enters.

BAILIFF (CONT'D)
All rise.

JUDGE
Please...Mr. White? This is a simple
matter of...

Scott hands him a sheet of paper.

JUDGE (CONT'D)
Uh huh, all we need's a simple fact or
to...you're going to give your
recollection of the accident last
evening, at the corner, State and Main.
Would you please swear him in.

BAILIFF
Do you swear to tell the truth...

EXT. MAIN STREET - DAY

A crowd, moving along, with the TV Reporter.

TV REPORTER
(talking into camera)
...the arraignment, as we said of Bob
Barrenger, The Bob Barrenger, star of
"The Old Mill," about to begin shooting
here, in picaresque and sleepy...
(sound of shouting, and
reporter looks around)
we should say, formerly sleepy...Yes,
yes, it's...yes, it's Claire Wellesley,
and we're going to try to get a look
at...

The crowd moves away, revealing Ann, standing in front of the realtors, looking at a card in her hand. She looks up to see Joe coming toward her.

ANGLE ON

Extreme close up, she smiles.

ANGLE ON

Extreme close up, Joe. He looks toward Ann, sheepishly.

ANGLE BACK ON

Ann, as she looks down at the card in her hands.

ANGLE INSERT

It is the real estate placard for the printshop, marked "under agreement."

ANGLE ON

Ann, as she rips it up.

INT. LOBBY OF THE HOTEL - DAY

Joe, coming in, a hangdog look on his face.

P.A.

(to Joe)

They need those rewrites on the "Old Mill" scene...

Joe nods. Continues through the lobby.

ANGLE ON

Various reporters, Scott being interviewed.

SCOTT

...about his personal life, though I can tell you a few things about...

Joe walks past.

JOE

Would you please hold all calls to my

room?

SCOTT

Though I can tell you a few things about his dietary requirements.

The old bellhop is packing up his lunchbox and changing into his streetclothes.

INT. JOE'S ROOM - DAY

Joe enters and takes out his pad and pencil. He sits on the bed. On the pillow, he sees and picks up a black and red hunting jacket, onto which the one foot short sleeve has been knitted in baby blue. There is a card in the pocket that reads "Better than new -- it's got a story!" He puts it down.

He picks up his notebook, in which he has written: "The Purpose of the Second Chance is to allow you to make the same mistake twice."

He stops by the mirror on the chiffonier into which he puts the lure, which still has the attached card reading "The truth may not always set you free, but it's always the truth - Joseph Turner White."

Joe goes to the bed. On the bed is a small package tied with ribbon. Joe opens it.

ANGLE INS.

It is a small thing of maple syrup. Attached to it is a card reading: "It is your invention which makes everything sweet."

He takes off his jacket, and picks up his notebook. Out of his jacket pocket falls the old copy of the Waterford Sentinel.

He picks it up.

ANGLE JOE'S POV

The masthead: Waterford Sentinel "The Voice of the Mountains, You Shall Not Bear False Witness."

He puts the newspaper down. Picks up the maple sugar card again, and looks at it.

He sees an arrow and turns it over

ANGLE INS.

The back of the card reads: "How about an Associate Producer credit...?"

He takes the paper, balls it up and throws them into the trash. He picks up the fishing lure which is resting on the typewriter. Puts it into his pocket, thinks again, throws it in the trash. Shakes his head, and picks up his suitcase and starts packing...

EXT. ANN'S STREET - DAY

On Doc Wilson, as he walks down the street. A little kid, on a scooter is going in the other direction.

KID ON SCOOTER
Mornin', Doc.

DOC WILSON
Mornin', Billy, where ya goin' in such a hurry?

KID ON SCOOTER
Down the corner, see the ruckus...

DOC WILSON
Watch the curbs, now...

ANGLE ON

Joe, as he stands across from Ann's house, looking at it. He holds his suitcase.

DOC WILSON (CONT'D)
(of his suitcase)
Where you off to?

JOE
I, uh...I'm leaving...

DOC WILSON
Why?

JOE
I perjured myself.
(pause)
I told a lie, and I ruined my life.
That's what I did.

(shrugs)

I don't suppose you could help me with that, could you? Turn back the clock, or something? Give me back my, give me back my purity, I don't suppose you could just wave your magic wand and do that, could you? But what is truth? Eh? Ain't that the thing? What is true?

DOC WILSON

It's the truth that you should never trust anybody, wears a bowtie. Cravat's s'posed to point down to accentuate the genitals, why'd you wanna trust somebody, s'tie points out to accentuate his ears?

Joe turns to see Doc swigging from his flask. In the b.g., we see the bellhop walking.

BEAT

JOE

Aren't you supposed to set an example for people?

DOC WILSON

Nope. I'm just supposed to hold people's hands while they die. What'd you say your problem was?

JOE

I just swore my life away, back in that...

DOC WILSON

(as he sees an older woman off on a porch to the side)

Mornin', Chessy, how's the back?

Doc walks off to his office.

EXT. RAILROAD STATION - DAY

JOE

I ruined my life. Isn't that funny, that you can actually do it in one moment just like they say. I ruined my life back in that courthouse.

Bellhop, who has walked up beside him...

BELLHOP
What courthouse?

JOE
Courthouse back in town.

BELLHOP
Town ain't got no courthouse.

JOE
What?

BELLHOP
Ain't got no courthouse. Courthouse
burnt down, 1960.

The train is arriving. The stationmaster puts out the steps
to help the people down.

JOE
Well, where do they hold court?

BELLHOP
Hold court, they have to, science lab,
the high school.

An ELDERLY LOOKING JUDGE FELLOW descends from the train,
followed by the CADDY with his golf bag.

STATION MASTER
Mornin', judge, what brings you here?

JUDGE
I'm s'posed to hear some deposition,
some fool saw the accident last night.

JOE
...the courthouse burnt down...?

STATION MASTER
Yep. Courthouse burnt down, 1960. Part
of a spate of fires, Old Mill,
Courthouse... S'posed to've been set by
some deranged teenager.

Joe looks around.

ANGLE JOE'S POV

The old bellhop walking down the tracks.

ANGLE ON

Joe, as he turns back into town.

ANGLE CLOSE UP

On the Station Master.

STATION MASTER (CONT'D)

Yep, never did discover who set 'em...

He smiles, and lights his cigar.

EXT. COURT HOUSE BUILDING - DAY

We see the crowd has moved down the street and the "Courthouse" building is empty.

INT. COURT HOUSE BUILDING - DAY

Joe enters, and the camera takes him into the deserted building, through the courtroom and, in back, he sees Ann standing alone. He walks back to her, through the doors which appear to be the Judge's chambers.

ANGLE REVERSED

We show that the walls of the Courtroom are the set, and we are back in the "Trials of the Heart" set. Ann is sitting there. Reading her play by Joe White. He looks at her for an explanation. Maude, the court reporter woman, is sitting in the b.g. Ann is knitting in pink wool.

ANN

I thought you needed to get it out of your system.

Ann moves to embrace Joe. They hear screaming. They turn.

EXT. MAIN STREET - DAY

ANGLE THEIR POV

At the end of the alleyway, in Main Street. We see Sherry, the Mayor's wife, leading a crowd.

SHERRY

...a blight, a blight and an
obscurity...that's good English, isn't
it? How's that for entertainment?

ANGLE

At the mouth of the alleyway, on Main Street. We see:

ANGLE INS.

The baseball on which is written "To Chucky from your best
friend, Bob Barrenger."

ANGLE XCU

The distorted face of Chucky, heaving the baseball.

ANGLE ON

Bob Barrenger being led through the crowd, a baseball hitting
him in the back of the head, as troopers hustle him toward
the courthouse. In the b.g., Ann and Joe emerging in the
alleyway.

ANGLE ON

Ann and Joe, who starts to cross the street. We see the
airport van.

ANN

What are you going to do?

JOE

I'm going to tell the truth.

They start to cross the street. In the b.g., a little man
with a bag (HOWIE) gets out of the airport van. Joe and Ann
walk toward the crowd at the mouth end of the high school.

INT. HIGH SCHOOL CORRIDOR - DAY

A crowd of people, TV technicians, and a view of Doug on a TV
monitor.

DOUG

...and to exterminate this vermin, yes,
I use that term, who have abused, who
have desecrated, yes, the license
granted to them by a gracious nation...

ANGLE ON

Marty and Walt, standing near the monitor, looking on.
Shaking their heads.

ANGLE ON

The monitor. Doug, seen through the monitor.

DOUG (CONT'D)
...who spew filth and degradation...
(begins to wipe his head)

As he does so, a makeup person comes in and sponges him.

DOUG (CONT'D)
...thank you...

TV REPORTER
...you want to clean up?

ANGLE ON

Doug, seen "live" in the next room, starting to wipe his
brow.

DOUG
Yes, thank you.

ANGLE ON

Marty and Walt watching Doug, as he walks down the hall.

TECHNICIAN
Five minutes, and we're going live to
the network.

DOUG
(to himself)
...foreign, and un-American perversions
of the Democratic process. By those we
have entrusted with our dreams...

ANGLE ON

Marty and Walt, looking on.

WALT
Do something.

MARTY

You tell me what to do, I'll do it.

They look on to the preparations for the TV.

WALT

...and I was just paying off my house in Malibu...

Ann and Joe push through the crowd.

WALT (CONT'D)

Thank G-d, it's up to you, Pal. Sup to you...

JOE

I'm out.

WALT

I don't getcha.

JOE

The girl was in the car.

WALT

I treated you like a son or nephew.

JOE

It's no you, it's...

WALT

No, what is it?

JOE

I have to tell the truth.

WALT

...that's just so narrow...

JOE

The girl was in the car.

WALT

Then you're finished in show business.

JOE

So be it.

WALT

And my company sues your ass for sixty million dollars.

JOE
For what cause?

WALT
I don't need a cause, just a lawyer.

HOWIE GOLD shows up holding his bag.

HOWIE
I'm a lawyer.

MARTY
Howie...

HOWIE
Yeah?

MARTY
What are you doing here?

HOWIE
What am I doing here is I just flew seven hours cause you asked me here.

WALT
What for?

HOWIE
(presenting the bag)
For this...I hope you need it, cause it's coming outta your budget...

ANGLE INS.:

The Bag, as Marty opens it - it's full of MONEY.

INT. LAVATORY HIGH SCHOOL - DAY

Doug is mopping his face up. He looks up. Marty is standing there.

MARTY
Hi.

DOUG
I'd prefer it if you didn't speak to me.

MARTY

I....

DOUG

...you know, there's nothing you could say, that could possibly make a difference, so, why don't you just save your breath...

Marty puts the case up on the washstand.

DOUG (CONT'D)

What's in the case?

MARTY

Eight-hundred thousand dollars in cash.

PAUSE

DOUG

And what was it you wanted to say?

MARTY

Gut Yuntif.

INT. HIGH SCHOOL CORRIDOR - DAY

Ann and Joe passing through. They stop and Joe comes up to a State Trooper. As we press forward the Mob begins to reverse direction and passes back towards Joe. Leaving the Hall empty, save for the Judge who comes out, putting his robs into his golf bag.

JOE

(to Judge)

I've come to give myself up...

JUDGE

Well give yourself up to someone else. I'm gonna get in some golf. Hiya, Annie. Give yourself up to her.

And we see Joe has moved up to the TV monitor, where we see Doug, in the Science Lab, talking to the press, and holding his money bag in his arms.

DOUG

I have learned a lesson. And the lesson is this...that everybody needs a second

chance. You, me, and these fine, film people here. You know, they have a high profile, but that doesn't mean they aren't deserving of our trust, and of our respect.
You know, I think there is a lesson here, and the lesson is this: it is a lesson of Tolerance...and, as we look at this industry, at this clean, American industry, and as I begin my campaign for congress...

DISSOLVE

EXT. MAIN STREET - DAY

Walt on the scene, talking with the cinematographer, and the Camera Operator, preparing the first shot. The First A.D. instructing the extras.

FIRST A.D.

Okay. Are we getting set up here...are we getting set up...People...? Can we settle...can we settle now...?

EXT. MAIN STREET - CONTINUOUS

ANGLE ON

Ann. As she, holding the placard starts to cross the street. An old farmer smoking a pipe, driving a pick up is stopped by a P.A. talking on a walkie.

We see that it is the "Judge" who listened to Walt's testimony. Ann waves to him, and proceeds to the Old Firehouse, where they are about to make a movie...

FIRST A.D.

Okay, this is picture...

Ann stops at the back of the crowd of onlookers. She waves to someone.

ANGLE ANN'S POV

It is Joe, sitting near the director, who waves back.

ANGLE ON

Ann, who is next to Cal, the policeman, now in leather jacket

and leaning on his Harley motorcycle.

FIRST A.D. (CONT'D)
Quiet, please...

ANGLE ON

The slate, which reads "The Fires Of Home."

EXT. MAIN STREET - FIRESTATION - CONTINUOUS

Where they are filming the characters in turn of the century garb. Bob Barrenger, dressed as a fireman, is polishing the old fire engine. The actor playing Doc Morton walks past.

DOC MORTON
Mornin', Harry. Heard you had a little
fire last night.

FIREMAN
Waal, you didn't have nothin' to do,
Doc, wouldn't life be dull...?

Two nuns walk by.

BOB
Mornin', sister.

CLAIRE
(in nun garb)
We missed you in Church today, Frank.

BOB
Sister, I've just come from a fire...

ANGLE ON

Joe, sitting near the camera, looking through the script. Reading along, mouthing the words. He wears the plaid jacket, one sleeve is pink, knitted.

ANGLE ON

The on-lookers. Ann, Cal, next to her, lounging on his motorcycle. Grace and Maude, Spud and Morris, the Postman, the fake Judge, who is also the man smoking the pipe in the first sequence and is smoking a pipe now, Scott from the hotel, etc.

ANGLE ON

Crew, and the film within the film. We see the lively stable across the way. On its side are painted various ads. Among them, one which says: "Stefan P. Bazoomercom" and Marty is standing next to it. Looking on at the scene being filmed.

An A.D. brings him a cup of coffee. The A.D. is passing out pink bubblegum cigars, the bands of which read "It's a Girl!"

ANGLE ON

Film within the film, the group at the camera watching, transfixed.

SISTER

...to come by next Sunday, and we'll give you a second chance.

BOB

Only second chance I know, chance t'make the same mistake twice.

SISTER

Well, time will tell.

She walks past the "Bazoomer.com" ad.

FIRST A.D.

(holding cellphone to his ear)
That's a cut!

ANGLE ON

Ann and Cal, as they talk, the firedog comes over and Ann gives him a biscuit. In the b.g., we see the man with the pipe get into his pickup and drive off. The Postman goes off continuing his rounds.

ANGLE ON

Ann and Cal as they talk. Next to them Morris and Spud congratulate each other. Next to them, we see the fake judge and the bailiff.

CAL

Mom's expecting you for dinner tonight.

ANN

I'll be there.

CAL
You bringing your new friend?

ANN
Sure plan to

CAL
(pause)
He have any special delivery
requirements?

ANN
He'll eat potroast and like it.

CAL
Go you Huskies?

ANN
You bet your life.

ANGLE ON

Joe, as he looks over at Ann and smiles.

ANGLE ON

Ann, giving him a "thumbs up" sign as the Firedog comes and
sits next to her. In the b.g., we see the pickup hit the
pothole and bounce.

FADE TO BLACK.

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