INT. RACHEL'S BEDROOM - EARLY MORNING

A billowy white screen. An alarm clock BLARES. As MAIN TITLES BEGIN, the lovely sleeping face of RACHEL KELLY rolls into frame. Then out of it. Alarm keeps BLASTING. Back she comes, pulling the sheets OVER her head. Motionless now, as we hear...

... the DEAFENING SILENCE of the alarm shutting off. A beat. Rachel SITS BOLTS UPRIGHT. LEAPS out of the room. From the back we see that she's dressed only in a pair of men's boxers.

She makes it halfway down the hall, does a U TURN back into the bedroom, frantically YANKS a robe hanging from the door, taking the wall hook WITH her. She FLINGS her robe on as she RUNS down the hall, wall hook STICKING OUT of her back. BURSTING INTO...

INT. BEN'S ROOM - EARLY MORNING

RACHEL
Ben! You overslept again damn it!

The room looks like a 6 (but I'm almost 7) year old exploded. Posters of MAGICIANS on all the walls. Rachel darts about the room mismatching the clothes she forgot to arrange the night before.

RACHEL
Get Up Get Up Get Up!
The LUMP under the cover doesn't move.

**RACHEL**

Ben you're late. I'm serious. I'm wearing a very serious face. Don't make me start counting ONE...

No movement. Rachel tugs the sleeve of a shirt hanging on a chair, and out comes a magician's bouquet of FLOWERS.

**RACHEL**

TWO.

She pulls a dirty handkerchief out of the pocket of the shirt -- it's an endless MAGICIAN'S HANDKERCHIEF.

**RACHEL**

Don't make me say three I'm about to say three.

(a beat, then)

Three!

She RIPS the covers off and a blow-up DINOSAUR sleeps in Ben's place.

**RACHEL**

Ben I'm not kidding around. You make yourself appear this instant!

A WHITE BUNNY saunters across her toes. Rachel SCREAMS -- then gathers her wits and searches under the bed -- under the bureau -- she opens the closet doors and shoving clothes aside.

**RACHEL**

You might think this is funny but this is actually NOT funny.

Unseen by Rachel, six-year-old BEN sits, perched on the highest closet shelf, knees under his chin, holding his breath. His eyes gleeful as Rachel frantically closes the closet door.

**INT. HALLWAY - EARLY MORNING**

Rachel hops over the Bunny, navigates through strewn toys and books STUBBING her baby toe. She limps in agony past a big picture of the kids with their daddy and heads towards a door with a KEEP OUT EVERYONE! sign.

**RACHEL**

(bellowing)

ANNABELLE! WAKE UP!

**ANNABELLE’S BEDROOM - EARLY MORNING**

ANNABELLE, 10 years old, sits on the edge of her bed, fuming, all of her limbs crossed. She holds up a filthy purple tee shirt.
ANNABELLE
You forgot to wash my purple shirt. I told you a hundred times it was Purple Day at school today.

RACHEL
I didn't forget. I was up all night thinking about it and I concluded you're too special to look like everyone else.
(she grabs an orangey red tee shirt)
Orange Red. That's your color. Few can carry it off. Now please. Help me find your brother.

ANNABELLE
You lost Ben?!

RACHEL
Of course not. Does he look lost to you?
(big breath)
BENNNNN!!

INT. SUBURBAN EXTREMELY WELL-STOCKED KITCHEN - EARLY MORNING

Rachel, smoking a cigarette and drinking a diet coke, FLINGS open pantry doors, closet doors -- looking for Ben -- attempting to put stone hard butter on toast at the same time. She glances at the clock -- 7:55. Oh dear. Annabelle sits at the table, in a grumpy orangey red mood. Rachel hands her what was once a piece of toast.

ANNABELLE
No. I told you. I like apple butter not butter butter.

RACHEL
(hands her an apple)
Here.

ANNABELLE
Never mind. I'll just eat my lunch.

RACHEL
(forgot)
I'm almost done making it.
(to the non-existent Ben)
Alright Ben -- you deal with the tardy, you write yourself a note, your daddy told you he had an important case this morning and he had to leave early and we were AAAAAAGGGHHHHH!

She has opened a cupboard with a Lazy Susan that turns revealing BEN sitting there. Rachel screams AGAIN!

RACHEL
Oh my God. That is so not funny. You're late. You're really late. Now get out here and have some cereal.

**BEN**

No.

**RACHEL**

Fine! Eat in the cupboard.

She hands him a bowl of sugared cereal -- puts two spoonfuls of instant coffee in Barney cup, and sticks it under the faucet.

**BEN**

No! Cocoa Puffs on Top -- Fruit Loops on the bottom.

**RACHEL**

Fine.

Rachel grabs the bowl, turn it UPSIDE DOWN on the table reversing the order of the cereal. She SWEEPS it back in the bowl and quickly hands it back to him, the phone RINGS THROUGHOUT...

**BEN**

You touched it.

**RACHEL**

Then have a donut --

**BEN**

No.

**RACHEL**

Alright starve.

**ANNABELLE**

I'm gonna beep daddy at work.

**RACHEL**

He's badgering a witness. Eat.

**BEN**

But you told us to starve.

**RACHEL**

(picking up phone)

Hello?...Duncan...The Ad Agency's already there?...I'm out the door...

(Ben flings a fruit loop at her)

Ben! Knock it off!

(into phone)

It's gonna go beautifully...

(another fruit loop)

Damn it Ben --
Rachel runs around absentmindedly loading out leftover pizza, Hoho's, and Chips. She glances at the clock again -- 8:00.

**ANNABELLE**

You swore. You owe me a quarter. Did you remember my egg carton? I told you I needed my egg carton for seed planting today.

**RACHEL**

Absolutely Duncan I'm on top of everything.

Rachel takes the eggs from the fridge, and dumps them -- accidentally missing the sink. They SHATTER onto the floor. She hands the empty carton to Annabelle.

**RACHEL**

...EGGzactly. I'm putting on my coat --

(she hangs up, panicked)

We are late. We are seriously late. Which means Mister Ben we've got to get you dressed --

**BEN**

No!

Ben races away but Rachel LUNGES AND CATCHES him. He wiggles in her arms as she struggles to change his clothes. Just as she gets his bottoms off she drops his clothes in the pile of gooey eggs when we hear a loud KNOCKING at the kitchen door. Holding a half naked Ben in her arms, Rachel looks up at...

**JACKIE HARRISON.** An immaculately dressed, intimidatingly intelligent, utterly beautiful woman staring at her with extreme disapproval.

**ANNABELLE AND BEN**

Mommy!

Annabelle and Ben RACE into their mother's arms like little angels. Jackie shoots a fiercely protective glare at Rachel. They LOCK eyes. Enough wattage to light up all of Manhattan.

**EXT. RACHEL'S LOFT, SOHO - MORNING**

Jackie and the kids exit Rachel's building, onto a bustling Soho street. The kids clamber into the double-parked Volvo wagon. Jackie, still pissed, climbs behind the wheel. Drives off.

**INT. JACKIE'S VOLVO STATION WAGON - EARLY MORNING**

Jackie drives the children down a tree-lined street in Englewood, New Jersey. Ben is banging Jackie's sunglasses case against the window.

**JACKIE**
...it's really not so bad Annabelle -- Red and Blue make purple.

**ANNABELLE**
(yes she does)
I don't care.

**JACKIE**
I know you don't, but if you had, chromatically you are in the purple family.

Jackie fishes through her purse. Finds a toy airplane for Ben. He stops banging her glasses case, starts banging the plane.

**BEN**
Why does Rachel wear Daddy's underpants? Doesn't she have underpants of her own?

**JACKIE**
I noticed a whopping pile of laundry sitting on the washer -- perhaps Rachel's underpants are in there -- Now where are your lunches?

As if by rote, they hold out their lunches. One is a plastic Vons bag and the other a crumpled Macy's bag. She collects them and hands Ben and Annabelle two brightly colored lunch bags.

**BEN**
Annabelle sucked her thumb last night.

**ANNABELLE**
I NEVER do that, you ALWAYS lie!

And SLUGS him.

**JACKIE**
*Never* say 'never' -- it's not fair to say 'always' -- and *no* name calling. Use your words.

**ANNABELLE**
I hate when you say that.

**JACKIE**
Thank you. Those were all words. I hate the planet Uranus. *Terrible* name for a planet.

Annabelle and Ben look up at her curiously.

**JACKIE**
I hate snails and blue cheese. Especially together. **Hate**.

**BEN**
I have lava.
JACKIE
(reflects)
Lava's hateable. I never thought of that.

ANNABELLE
I hate overly ripe bananas -- they make me want to throw up.

JACKIE
Excellent point.

BEN
I hate wax lips and red ants and pretzels without salt...

ANNABELLE
I hate the crayon Burnt Sienna and people who spit when they walk.

Jackie nods sagely. Pulls up next to a school playground.

JACKIE
I hate to say goodbye. Eskimo Kiss.
(they rub noses)
Russian Orthodox Wedding Kiss.

They bump foreheads and elbows. Ben runs toward the kindergarten playground; Jackie watches concerned as Annabelle climbs the steps. The only orangey red dot in a sea of purple.

EXT. PHOTOGRAPHY STUDIO, TRIBECA - MORNING

Taxi pulls up to a converted warehouse. Rachel BOLTS out, SPRINTING for the door.

INT. PHOTOGRAPHY STUDIO - DAY

Black and white FILLS the frame. Like a checkerboard. We PULL BACK and realize we are seeing a group of PENGUINS waddling against a black and white backdrop. We see a WHITE WAITRE'D in a BLACK TUXEDO holding glasses on a tray. A BLACK MODEL, IMAN, in a WHITE DRESS glides through it all.

In the center the only dash of color is Rachel -- who has just entered and starts expertly directing the action. She calls out to her assistant, COOPER. Perpetually hip. Perpetually young.

RACHEL
Cooper, back the fill off I don't have enough shadow...

COOPER
You've got a fruit loop in your hair.

RACHEL
You say that like I don't know that.

COOPER
I once threw an entire bowl of jello on my stepmother's head --

RACHEL
And when did that pass?

COOPER
Actually, never. They'll always hate you. There's a gene for it.

DUNCAN SAMUELS -- Rachel's boss, an elegant, edgy, Englishman interrupts them.

DUNCAN
Congratulations. Only forty minutes late. You're handling this promotion really well Rachel.

RACHEL
Duncan. My work is everything to me. This'll never happen again. Now stand back -- this session's gonna make you remember why you hired me even though I wouldn't sleep with you -- Cooper let's get these penguins dancing --

Duncan backs off, charmed by her ballsiness. The music BLARES just then, and a penguin JUTS forward and NIPS the model. The FLASH of the camera. We FREEZE for a second, seeing the photo Rachel just took. An Avedonesque portrait of a model being GOOSED by a penguin COLLIDING with a maitre'd who SPILLS his tray and the penguins seem to be POINTING and LAUGHING uproariously. It's an inspired photo.

INT. SCHOOL COUNSELOR'S OFFICE - 2:30 THAT DAY

Jackie and LUKE HARRISON -- ruggedly handsome man, mid-forties, charming, disarming, and smart as they come. They sit side by side on a couch across from RUTH FRANKLIN, an Elementary School Counselor

MRS. FRANKLIN
Mr. and Mrs. Harrison, while change is exhilarating for adults, it can be quite challenging for a child.

Luke's beeper beeps. He ignores it; focuses on Mr. Franklin.

LUKE
I won't get that...It's fine. Change. we were talking about change.

MRS. FRANKLIN
The fact that you two are remarrying obviously has Annabelle overjoyed...
(they look at her,
And she's very excited about your move to Switzerland.

**JACKIE**
She said we're getting remarried?

Suddenly -- a long bell rings -- Jackie STANDS UP, startled.

**MRS. FRANKLIN**
Only a fire drill. My concern is that Annabelle seems apathetic towards her work knowing she's leaving before the end of the semester.

**JACKIE**
Mrs. Franklin we're not --

**LUKE**
Planning on getting --

**JACKIE**
Remarried. There is no move.

**MRS. FRANKLIN**
(trying to appear unfazed)
Really? Well then my concern for --

Luke's beeper BEEPS again. They talk right over Mrs. Franklin...

**JACKIE**
Are you here?

**LUKE**
I'm here.

**JACKIE**
Because you don't really seem here.

**LUKE**
I'm here. I've got a case where they're this close to sequestering the jury but have I answered the goddamn thing?!

**JACKIE**
Something's up wi...

**LUKE**
You think I didn't get that?

She cuts a look at Mrs. Franklin.

**JACKIE**
Excuse him. He never learned how to turn the darn thing off.

And reaches. Does it for him.
MRS. FRANKLIN
I'm wondering if there's anything going on at home that could be intensifying Annabelle's need to create this fantasy?

Long pause. Then suddenly they both start speaking AT ONCE.

LUKE
I've been with someone for quite some time, and didn't feel it was appropriate for her to move in too quickly. But after a lot of thought and careful discussion with her -- and the kids I might add -- she moved in last month.

JACKIE
Since our divorce Luke has seen a number of different women in three short years and without a lot of warning for the kids, he's now living with a woman half his age --

LUKE
Rachel's not half my age.

JACKIE
We're not discussing your age.

LUKE
Well, we're not discussing Rachel's age either.

JACKIE
They want to be with you Luke, they go to your house to be with their father.

LUKE
Jackie, they come to be part of my life. Rachel is part of that life.

MRS. FRANKLIN
Mr. Harrison, I hear you talking about your life, your needs, but are you really in touch with what Annabelle needs?

JACKIE
(suddenly fierce)
This man would walk thru fire for Annabelle, gladly, any day of the week.

LUKE
Napalm.

JACKIE
Except for last Thursday when Rachel
forgot to pick them up --

LUKE
Jackie, she was five minutes late --

MRS. FRANKLIN
I'm wondering if Annabelle is responding to the underlying hostility that exists between Rachel and Mrs. Harrison...

LUKE
Of course she's responding to it. You think it's easy for any of us? You think it's easy for Jackie to watch her kids being looked after by someone who has half the experience she does? Of course she's going to be hostile, irrational, and defensive.

JACKIE
Thank you Luke.

Mrs. Franklin doesn't quite know what to say. The bell RINGS.

LUKE
Thank you Mrs. Franklin. Jackie?
(they get up)
This has been very valuable for us. And I'll have a serious talk with Annabelle tonight.

JACKIE
It's Wednesday night. She's at my house. I'll talk to her.

LUKE
I'll call from work. We can have a conference call.

JACKIE
You tried that last week and we were on hold forty-five minutes...

And they're out the door. You can hear the fight as it echoes down the elementary school hallway.

EXT. SCHOOL, ENGLEWOOD, NEW JERSEY - MOMENTS LATER

Jackie and Luke exit the pleasant suburban school. Head for the parking area...

LUKE
You ask me that counselor's making a mountain out of a molehill...

JACKIE
I'm worried.
LUKE
Me too.

JACKIE
Luke, I need to switch next Friday for Thursday, so why don't you take the weekend...
(pointedly)
...that way you'll be there, and I'll pick up Monday, Tuesday, and Wednesday.

LUKE
Fine. But I wanted to take the kids to work with me on Wednesday so I'll take Wednesday, and you can pick up that Thursday, Friday after soccer, and Saturday before riding.

JACKIE
Easy enough.

LUKE
Good...Well...Take care.

As if on automatic pilot they move in to kiss each other goodbye then stop. Each takes a step back. 15 years of hellos and goodbyes. A beat. A wave. They head their separate ways.

EXT. JACKIE'S HOME - NIGHT
Establishing shot of Jackie's lovely home on its lovely street. Old trees. Comfortable front lawns. Safe and happy. A place to grow kids, dogs, probably walruses, even. We PUSH toward the warm glow from within this home...

INT. JACKIE'S HOME - NIGHT
Jackie setting the table. Annabelle recording the moment with her omnipresent VIDEO CAMERA...

ANNABELLE
I didn't say that. Why would I say that?

JACKIE
Well Daddy and I were thinking that sometimes people tell a story about what they wish would happen.

ANNABELLE
I don't want that to happen. Why would I want that to happen?

JACKIE
Well you're telling your teachers and your friends --
ANNABELLE
Mass hysteria.

JACKIE
Maybe you're upset that Rachel moved in.

ANNABELLE
I'm not upset. Why would I be upset?

JACKIE
Look if the truth is you don't feel like talking about this right now that's fine. But don't look me in the eye with a big smile on your face and lie to me. Cause there are only so many lies you're allowed to tell before it starts showing on your face. You wind up looking like...

She stops. It's just too horrible.

ANNABELLE
Like who?

JACKIE
Well, he's not president anymore, so why be petty.

Ben enters in white gloves and Jackie's scarf.

BEN
Pick a card. Any card.

Jackie picks a card.

ANNABELLE
It just slipped out.

JACKIE
It happens.

ANNABELLE
(a beat)
What happens when he loves Rachel more than us?

JACKIE
That will never happen.

ANNABELLE
Never say never you always say that. I'll bet daddy's mad at me now.

BEN
Queen of diamonds.

JACKIE
Seven of clubs. Nobody's mad we just want to talk about it.

**ANNABELLE**
I'm gonna call him.

**JACKIE**
Annabelle, daddy and I will always be there. That's one time always is always. You can call him after dinner but...

Annabelle RUNS out of the room. Jackie watches her sadly. Ben hits Jackie hard with his magic wand.

**BEN**
Poof! You're happy now.

**JACKIE**
Thank you Ben. (unhappily)
Annabelle!

Ben finds himself alone in the kitchen. He hits himself on the head, hard. Poof! He begins to serve himself dinner. Alone.

**EXT. RESTAURANT, SOHO - NIGHT**

Rachel and Luke exit a neighborhood bistro. Stroll down the street...

**RACHEL**
(irritated)
Okay, if they're going to have a sauce, put something in it besides flour and chicken broth...

**LUKE**
(quietly)
It was a veal stock, I thi...

**RACHEL**
Well, it wasn't a reduction like you do it! Boiling down half a ton of bones...

Luke is thinking of something. She's watching that.

**RACHEL**
The way you cook. If you could make love, I'd marry you.

**LUKE**
(softly)
We have to talk.

**RACHEL**
(happy)
Uh-oh. I mention marriage, all of a sudden...

(ominous Nazi Baritone)
Ve haff to ta...

LUKE
I didn't want to spoil our supper...

RACHEL
You'd rather spoil our walk home.

LUKE
Yeh, it's cheaper.

Okay, what?

LUKE
I just found out I have to go to Boston to get a deposition. I might not be back until Saturday.

RACHEL
(mock horror)
So I'll have to order in?

LUKE
(dropping the other shoe)
We have the kids this weekend, so...

RACHEL
(softly)
Jesus.

He glances over...

RACHEL
I thought it was her weekend. Do I ever see you alone?

He draws a breath. The concern is behind his eyes.

LUKE
Anyway, I thought...while I'm gone...maybe I'll hire in some help.

RACHEL
For what?

LUKE
Just a babysitter -- I mean...you're working...

RACHEL
I can take them to work with me -- I can shift things around --

LUKE
You don't need to. I don't expect you to handle them yourself.

**RACHEL**

Can't handle them myself is what you mean. Can't.

Maybe she's right. Because he doesn't say anything.

**RACHEL**

You don't trust me to be alone with them.

**LUKE**

I trust you of course I do but --

**RACHEL**

But? But what?

**LUKE**

But you're not good at this. Not yet. I'm sorry.

**RACHEL**

I know how responsible, caring adults parent children. I'm bribe 'em. But 'em a dog or something. Maybe a Doberman.

He loves her. But this problem is real.

**RACHEL**

Look. I know they hate me.

**LUKE**

They don't hate you --

**RACHEL**

And what you're telling them is keep hating her -- keep up the good work --

**LUKE**

Nobody's telling them to hate you --

**RACHEL**

Really? Look in your ex-wife's eyes.

**LUKE**

It's complicated for Jackie. It's complicated for me...You don't have kids -- you don't understand --

**RACHEL**

(angry now)

Oh right...So it's just complicated for you and Jackie -- for me it's pretty simple cause I just don't understand...
LUKE
No you don't. And I'm not gonna screw with my kids heads right now --

RACHEL
You know I don't need another person in this family making me feel like an idiot...your ex-wife's doing a bang up job and I have to face it every Tuesday and Thursday and every other goddamn weekend and I just don't know how the hell you were married to her for so goddamn long! Jesus what did you see in her? I don't get it -- I just don't get it.

They've reached their building. As they enter...

LUKE
She's a great mother.

INT. RACHEL'S AND LUKE'S LOFT - NIGHT

The door of the freight elevator CLANGS open. As Rachel and Luke step out into their loft, the phone is RINGING.

She looks to Luke. Then RUNS to SNATCH it up...

RACHEL
Hello?

INTERCUT: INT. ANNABELLE'S CLOSET - JACKIE'S HOUSE

Annabelle with a phone in her closet. Hearing Rachel, she hangs up. A pink POST IT creeps under the door. CAN I JOIN YOU FOR DESSERT IN THE CLOSET? VANILLA OR CHOCOLATE YOGURT. PLEASE CHECK ONE.

INT. RACHEL'S AND LUKE'S LOFT - FRIDAY NIGHT

The most beautiful little puppy in the world -- sitting in a puddle of pee on a hardwood floor.

RACHEL
Aw George...not again... who wants to help clean up this time?
(overly zealous)
Annabelle?

She looks around -- completely exhausted. It's late. Annabelle is video taping the dog pee. Ben's in the kitchen talking to himself. He pours and sprinkles, working intently on a MAGIC POTION.

ANNABELLE
Why do you make that face when you talk to me?
(she imitates Rachel)
And that voice you use...you think I'm deaf or something?

Ben ZAPS the magic potion theatrically with his fingertips.

RACHEL
(reaching for her)
I'm sorry, okay? Let's not fi...

ANNABELLE
Don't touch me! I'm **allergic** to you!

She starts sneezing furiously and scratching. Ben comes out of the kitchen carrying a steaming cup of potion.

BEN
"Those who travel far and near this will make you DISAPPEAR!"

ANNABELLE
I have to work on my video project! Don't follow me! I can put myself to bed.

She races upstairs. Rachel follows. So does Ben. And George.

BEN (O.S.)
Excuse me --

RACHEL
(following into Annabelle's room)
Annabelle let's get something clear.

ANNABELLE
I don't have to listen to you! You're not my mother.

RACHEL
Thank God for that!

She leaves the room SLAMMING the door behind her. Takes a breath, turns, and walks back in.

RACHEL
What I meant and perhaps I didn't say it well was you have a great mom. You don't need another one. But when you're at this house --

ANNABELLE
This is my daddy's house --

RACHEL
This is my house too!

ANNABELLE
And this is my room so get out!

BEN (O.S.)
Excuse me.

Rachel throws open the door. Ben stands there innocently.

BEN
I made you some cocoa. See?

RACHEL
Thank you Ben. That was so sweet of you.
(pointedly to Annabelle)
Goodnight Annabelle. Sweet dreams.

Rachel leads Ben to his room. With Rachel safe out of sight, Annabelle takes the puppy into her arms and cuddles it.

INT. BEN’S ROOM – RACHEL’S AND LUKE’S HOUSE – NIGHT

Rachel, dead on his feet, reads "Goodnight Moon" to Ben.

RACHEL
"In the great green room there was a telephone and a red balloon..."

BEN
Aren't you going to drink your cocoa? It's the good kind.

RACHEL
(faking a big sip)

Ben points to the book -- she 'reads' skipping pages, a hundred miles an hour desperate to get to the end of the book.

RACHEL
"Goodnight moon, goodnight hush, goodnight mush, goodnight goodnight goodnight Gracie -- Goodnight Ben!

BEN
No! You're cheating -- you have to start from the beginning and you have to read the whole thing I can't sleep otherwise.

Ben's eyes are glued to her. She lays down next to him, yawns.

RACHEL
"In the great green room there was a telephone and a red balloon..."

BEN
"And a picture of the cow jumping over
the moon..."

RACHEL
(laying head down)
That's nice Ben.

Ben reads until Rachel's asleep. He looks at her in AWE.

BEN
Rachel! Rachel!

No response. Rachel's really asleep. He lifts her head. It flops down! In HORROR he jumps off the bed and with a quick look back, races from the room, and...

...DARTS down the hallway, BUMPING into walls -- He LEAPS inside Annabelle's room, SLAMMING the door behind him.

ANNABELLE
Ben! What's wrong?

BEN
(triumphantly)
I killed her!

Ben and Annabelle gape at one another, stunned.

EXT. JACKIE'S HOUSE - MORNING

Rachel pulls up FAST in Luke's Grand Cherokee. As she SCREECHES to a stop, the kids pile out with their gear.

Rachel takes an anxious look toward Jackie's place. Here we go.

INT. JACKIE'S KITCHEN - MORNING

The clock reads 8:10. Rachel and the kids enter. Annabelle's hair is brushed forward, hiding her face. Ben is ebullient. Jackie's edgy, ready to snap.

JACKIE
How do you hold down a job? It's 8:10. You were supposed to be here at 7:00. She's missed her sunrise Groom'n Ride.

RACHEL
This is Friday, her riding lesson is on Tuesdays.
(pulls out post it)
I got it right here...

JACKIE
Every Tuesday except the 3rd Tuesday of the month when it's switched to Friday except in April when she rides on Thursday. It's not that hard. Didn't you have a mother?
RACHEL
(flinching)
Can I please have a cup of coffee?

JACKIE
We don't have any coffee.

RACHEL
What is this? The Betty Ford Center?

JACKIE
Annabelle, how's your video rep...

Annabelle RUSHES past her. Ben saunters off after his sister. Jackie turns to Rachel, accusingly.

JACKIE
What happened with Annabelle? Has nothing I said gotten through to you?

RACHEL
Maybe you could back off just a little bit --

JACKIE
What did you do?

RACHEL
Nothing. Look, I want to talk to you about... well... Luke said to ask you...

Jackie's edge sharpened by Rachel's unease.

RACHEL
See, the place where I can connect with Annabelle is my photography. Because she loves video and all...

And...?

RACHEL
She's been talking about this little editing machine, it's only...

JACKIE
...a ridiculously expensive and inappropriate item, which her father and I have already told her she is far too young to own. But you apparently want to buy her forgiveness, with...

RACHEL
(had enough)
Forgiveness? For what, exactly?

Silence.
JACKIE
How much time have you got? Let's start with this morning. Why did she run from this room?

Long beat. Then, Rachel looks dead on at Jackie.

RACHEL
Luke was in the shower this morning and Annabelle sort of walked in without knocking.

JACKIE
I'm sure that didn't upset her. Everyone in our family takes showers.

RACHEL
I was in there in him.

The air is thick with tension.

JACKIE
Did you or Luke talk to her about it afterwards?

RACHEL
No. I thought it might be uncomfortable for her --

JACKIE
You mean for you. A 10-year-old girl is coping with the fact that her father is never coming back to live with his family. She sees her father naked with another woman for the first time. And you think it's best for her if everyone pretends it didn't happen? (turning away)
This isn't going to work out.

RACHEL
You're damn right. I'm gonna sick of your imperious bullshit. I never said I was Betty Fucking Crocker. If every time life hits her in the face you want to have a 12 hour talk every third Friday or the month -- go ahead! I have a life!

JACKIE
Oh and I don't because I have a children?! The problem is you're too self-involved to ever be a mother.

RACHEL
Maybe the problem is your kids. Maybe they're spoiled, coddled brats!
JACKIE

Get out!

RACHEL

(holding up Post Its)
But it's not on the schedule!

JACKIE

You got to hell!

Jackie turns away, storming out of the room.

RACHEL

Ah Ah Ah! You owe me a quarter --

INT. YMCA KITCHEN - DAY

Luke stands in an apron before Annabelle's Girl Scout Troop, rolling out a large pie dough. They imitate his every move.

LUKE

Now Ladies, the secrets to a great pie is the crust. And the secret to a great flaky pie crust comes from less flour and more...what?

ANNABELLE

Ice cold water.

LUKE

(adoringly)
That's my girl...

Rachel watches from a corner.

LUKE

Blueberry pie must be topped with vanilla Haagan Daz and/or creme fraiche...now the secret to a great creme fraiche is...

ALL THE GIRLS

Orange peel!

LUKE

...which also is the secret to...

ALL THE GIRLS

French toast!

LUKE

Now don't forget to teach your fathers that. Next week...apple brown betty!

He takes off his apron and walks toward Rachel as the girls file out...
She said no.

He doesn't even know what she's talking about.

RACHEL
The editing machine. I mean, Annabelle would have really loved it.

She looks down.

RACHEL
It would have been great for us, so obviously, Jackie just...

Eyes down. Choosing her words.

RACHEL
She's really a difficult person...

Looks up.

RACHEL
Best thing ever happened to you was her throwing you out on your butt.

An afterthought...

RACHEL
Not that I have a personal stake in it.

He comes and kisses her.

LUKE
Get ready. To get really mad.

RACHEL
Uh. Annabelle's video report has been switched again.

LUKE
Not yet.

RACHEL
Hey, I sold my body to Satan to clear Friday at two o'clock...

LUKE
We have the kids. Next weekend.

WHAT???

LUKE
And it's my call. I promised them water-skiing, instead o...
RACHEL
(quiet pain)
Our weekend. At that sweet little
B & B.

He puts his arms around her.

LUKE
And the evil part is. I am so stoked
about the water-skiing. I can't wait.

He tastes her mouth. And again. A sweet, hot moment. Her fingers
trace up his neck. To his hair.

RACHEL
No, this is good. Celibacy is
healthy. For a guy your age. You'll
get used to it.

From the kiss that follows. He won't have to.

INT. JACKIE'S KITCHEN - DAY

CLOSE ON an ANSWERING MACHINE. IT CLICKS, WHIRLS, and...

RACHEL (O.S.)
Hi, it's the trophy bimbo. Annabelle's
teacher called, and her video report
is being moved up to 8:30 tomorrow.
Sorry to deprive your step aerobics
class of their role model.

Pause. PULL BACK to see...

RACHEL (O.S.)
Anyway. I'm sorry I lost my temper
the other day. And I'm sure you are,
too, so...

...BEN, looming over the hardware. Fingers poised above the
buttons, and he...

RACHEL (O.S.)
...no, apology necessa...

...strikes! Playing all the keys at once. Like chords on a baby
grand.

INT. CLASSROOM - MORNING

CLOSE on a small TV MONITOR, the angelic face of 10-year-old TAMARA,
practicing for the Miss America Diplomatic Interview, circa 2009...

TAMARA
Well, I had a million dollars...
I would use it to... feed all the
precious hungry children of the world.
And bring about total world peace.

PULL BACK to see the class and teacher watching raptly. Filmmaker Annabelle in the seat of honor next to her proud father. Rachel in the back of the room, anxiously looking at the back door. While on screen...

...another face. JARED, bad as he wanna be...

**JARED**


Near the monitor, Annabelle's eyes are also furtively cutting to the classroom's back door. On screen now...

...the handsomest 10-year-old since DiCaprio. BRAD the Dreamboat. Stares soulfully at the camera. Murmurs...

**BRAD**

Well, first off, Annabelle. I'd give half of it. To you.

The class OOOOOS, WHISTLES. Annabelle flushes, but she clearly likes it. Brad grins a Redford grin her way. And through the back door BURSTS...

...a harried, disheveled JACKIE. Still in workout clothes. As on screen...

**ANNABELLE**

There you have it. Now ask yourself...what would YOU do?

The screen goes BLACK. The class, teacher and especially Luke ERUPT with APPLAUSE. So does Jackie, who has locked eyes across the room with her mortally-wounded abandoned daughter. Then Jackie's eyes CUT TO...

...Rachel, a deer in headlights. Death by Army ants would be too kind.

**INT. SCHOOL HALLWAY**

Annabelle, Luke and Jackie GLARING at Rachel, who looks awkwardly at her feet. KIDS stream past, unaware of the gravity of the moment.

**JACKIE**

Machines do not EAT message.

**RACHEL**

Look, I...

**JACKIE**

Of all the cheap excuses. To break a
child's heart.

The jury is in. There is no appeal. Jackie takes her daughter's hand.

**JACKIE**

Don't worry, sweetie, there's still the Harvest Pageant. And you are the lead vegetable...

Said with bottomless pride.

**JACKIE**

And nothing. And no one. Can keep me away.

One laser look at Luke. This bitch is your responsibility. And she leads her baby off.

**EXT. JACKIE'S HOUSE - DAY**

A parked VAN, packed with SNOWBOARDS and ski gear. No people. PAN across the suburban lawn to...

...Luke, dejected, at Jackie's door. Rachel nearby, still peers into the window of an unlit, empty house. A cellular phone RINGS. Luke WHIPS it out, like the Governor's pardon hangs in the balance...

**JACKIE (O.S., from carphone)**

You paged us?

**LUKE**

(distraught)

Where are you?

INTERCUT throughout...Jackie on her cellular, herding the kids toward a CIRCUS TENT...

**JACKIE**

Just outside the big top, we're almo...

**LUKE**

You're WHERE?

**JACKIE**

At the Big Apple Circus, it's the only big top I know. I said I'd get 'em back tonight...

**LUKE**

Jackie, we were taking them water-skiing for the whole weekend!

**JACKIE**

(innocent)
...until the plan changed, when
Jessie's mom gave us these tickets.
What, Rachel. 'forgot' I told her?

Luke's eyes DART to an uncomprehended Rachel. She's never seen him this angry.

JACKIE
Don't tell me. Another machine ate
another message? Boy, there's a lot
of that going around! Put her on, huh?

A beat. He hands the phone to Rachel. She brings it to her ear...

RACHEL
Yeh?

JACKIE
Think twice. Before you ever pull
that again.

CLICK. The line is dead. And so is Rachel.

EXT. CENTRAL PARK CASTLE - DAY

A glum Annabelle and Ben sitting on a bench watching Rachel at her photo shoot, George between them.

A beautiful WOMAN appears in the turret -- she lets down her hair --
a modern day RAPUNZEL -- her golden locks fall 17 feet -- now a BURST of yellow -- as a hundred YELLOW CANARIES fly out from her mane! A beautiful MAN begins to CLIMB the hair. FLASH! The man DANGLING in mid air surrounded by canaries.

Rachel works with intense concentration. It's been hours. Annabelle and Ben are completely bored.

RACHEL
(to Cooper)
The timing was off -- I need this light.

ANNABELLE
(to herself)
Just where I wanna be all Saturd...

RACHEL
(to everyone)
Hold lunch!

ANNABELLE
But we're hungry -- and I have to pick up my costume for the pageant! It starts at seven!

RACHEL
It's only one o'clock...Why don't you get another Fudgesicle -- I'll be done
soon -- really soon.

Annabelle and Ben. Rolling their eyes.

LATER...Annabelle asleep on the bench. Rachel stands over her, a canary on her finger.

**RACHEL**

Lunch time Sleeping Beauty. Where's Ben? Is he in the bathroom?

**ANNABELLE**

I don't know...I feel like I'm gonna throw up.

**EXT. PARK MEN'S ROOM**

Annabelle stands with Rachel by a line of empty urinals.

**ANNABELLE**

What if he's kidnapped?

**RACHEL**

He's not kidnapped he's -- he's just hiding -- he's just -- BENNNN? GODDAMMIT!

Panicked, she grabs Annabelle's hand.

**ANNABELLE**

Don't touch me! You bring bad luck!

Rachel. Starting to believe it.

**INT. CASTLE TOWER - MOMENTS LATER**

Breathless, Annabelle and Rachel CLIMB the castle stairs when they hear WHIMPERING -- Rachel follows the whimpering -- RUNNING --

**RACHEL**

Ben! Ben we're here! BEN!

In the corner of the tower we see GEORGE staring up at her. But Ben is NOWHERE to be found.

**ANNABELLE**

He's gone forever and I'm gonna miss the pageant.

Rachel once more. Her life flashing before her eyes.

**EXT. POLICE STATION, CENTRAL PARK - LATER**

Jackie BLASTS up in the Volvo, SLAMS to a stop in a non-spot, RACES into...

**INT. POLICE STATION - DAY**
Jackie RUNS through the police station moving down corridors past desks until she sees BEN sitting with TWO POLICEMEN on a bench. She holds him to her chest, shaking.

**JACKIE**

Ben! Oh my Ben! Are you alright?

**BEN**

I knew where I was all the time.

**INT. AUDITORIUM - THAT EVENING**


**RACHEL**

(sincerely)

Jackie? I am so sorry about today I really fucked up royalty. When you called Luke I was so goddamn relieved --

Luke elbows her with an "We're in an Elementary School" elbow.

**RACHEL**

No I did -- I know I did -- I screwed up. I feel like such an asshole...

Jackie lifts Ben onto her lap, holding him tightly. She turns and faces Rachel, claws bared.

**JACKIE**

Shhhhhh!

The lights go down. They sit pretending the other is not there.

On stage -- The class is dressed as the harvest PRODUCE. Annabelle is the CORN. Each FOOD DISH steps forward and introduces itself. Annabelle rehearsing her line over and over.

**ANNABELLE**

"Hello! I am Maze. But you can call me Corn. Hello! I am..."

Inside her costume, her breathing is sharp. She stands very straight, very bold. A brazen ear of corn. She steps forward.

**ANNABELLE**

"Hello! I am...

Rachel POPS UP next to the stage with her huge PROFESSIONAL CAMERA and giant flash. Her camera FLASHES three times, quickly. After each flash, we see the picture for a split second, Annabelle. A TERRIFIED ear of corn. A LOST ear of corn.

**ANNABELLE**

(blinks, disoriented)
Um...I'm...I'm...Oh...

In the audience, Jackie is willing her daughter a recovery. Sees instead, a completely DEVASTATED ear of corn.

**ANNABELLE**
(exploding in tears)
Oh forget it!

She runs offstage amidst laughter and applause. Luke looks over at Jackie but she and Ben have already left their seats.

**EXT. AUDITORIUM FOYER - NIGHT**


**ANNABELLE**
I hate her. I really hate her.

**LUKE**
There you are!

**ANNABELLE**
(covering her face)
Don't take my picture!

She starts to cry. Ben's lip quivers, his eyes well up.

**JACKIE**
Annabelle doesn't really want to talk to you right now.

**RACHEL**
I'm sorry I didn't mean to break your concentration. I thought it would be a nice moment to rememb...

**ANNABELLE**
I don't ever want to remember this!

A TURKEY approaches.

**TURKEY**
They're taking a picture of the Produce, we need the Corn. C'mon Annabelle.

**JACKIE**
See? No one's laughing at you. Your friends want you to join them, Annabelle. Corn is a very important part of the Harvest Produce. Now Ben, walk your sister over to the Yams.

Ben takes Annabelle's hand. When they are gone...
RACHEL
Jackie, if I thought for one moment...

JACKIE
(lightening into Luke)
You listen carefully because I am only going to say this once. That woman has nothing more to do with my children.

LUKE
Our children.

JACKIE
Do you realize what could have happened to your son today? How lucky we are the police found him before some lunatic did? He could have been...

LUKE
But he hasn't. He wandered off. I know it's terrifying. I can imagine how you felt when that call came -- But it happens.

JACKIE
Not to me.

LUKE
(soft, reasonable)
Jackie, you've made mistakes -- We all make mistakes --

JACKIE
I'm not gonna wait around to see the next one. I'm not gonna watch my kids fall through the cracks of this arrangement. I'm seeing a lawyer.

LUKE
Jackie stop. We promised we never go there.

JACKIE
We've broken a lot of promises, haven't we Luke?

RACHEL
Why are you taking this out on him?

LUKE
Rache, get out of th...

RACHEL
(still to Jackie)
You haven't done one goddam thing to make any of this easier...
JACKIE
I am not here to make it easier for you. These are my children. They don't want to be with you.

RACHEL
Well, maybe they would if they thought it was okay, with y...

JACKIE
(poking Luke's chest)
A court order is gonna say that woman is never alone with my children! Ever again! Do you HEAR that?

All of New Jersey heard that. On the silence that follows, she stalks off. The mother lion. Doing what she has to do.

EXT. NORTH VALE STABLES - DAY

Jackie and her children ride HORSES side by side through a perfect Fall afternoon. Our riders look about alertly, as if patrolling enemy territory.

ANNABELLE
Guinevere, Godiva, I sense enemy sol...

BEN
I don't want to be Lady Godiva anymore, no matter how much I like chocolate. I want to be a stud.

In distance, a gaggle of GROUNDSKEEPERS. Jackie points these out to Ben, without missing a beat...

JACKIE
Lord Nelson, Napoleon's troops. I fear for the women and the property values.

ANNABELLE
I'll ride ahead. Nelson, protect the Queen...

And she canters off, blood in her eye. Alone now with his mom, Ben has something serious on his mind.

BEN
Mommy? It's not Rachel's fault I ran away.

JACKIE
(doesn't turn)
No, that's your fault. It's her fault for not watching over my precious son, as if it were her priority. Which
means, the most important job.

BEN
(thinks about this)
Rachel's job is she works.

JACKIE
Ben, mommies work too. They work very hard. Mommy works harder as a mom than she did when she was working. I just don't get paid.

BEN
Does Rachel make a lot of money?

JACKIE
People like Rachel who only think about themselves often do make a lot of money.

BEN
I think she's pretty, Mommy.

JACKIE
Yes...if you like big hair...

Mommy?

JACKIE
What honey?

BEN
If you want me to hate her I will.

On Jackie. Stunned. Her lips part for an answer. But she hasn't got one.

EXT. JACKIE'S HOUSE - NIGHT

Luke pacing around on the path through Jackie's front lawn. Jackie exits the house, alone. Stands on the porch. And they stare at each other.

JACKIE
You know, you can come inside the house.

He looks at the end of his rope. She walks down to him.

LUKE
(quietly)
Did you see the lawyer?

Oh. Well...

JACKIE
Called him. We set an ap...
LUKE
(almost a whisper)
Don't do this.

So vulnerable. The air comes out of her. We see how much she still cares for this man.

JACKIE
You're saying, don't make the kids a football, don't put them through a war. But I'm doing this for their well-being.

LUKE
Partly. But partly, you're mad.

Staring. At each other.

LUKE
You know the kids aren't really in danger. This is about Rachel, and you're right, I'm disappointed in her learning curve, and...

JACKIE
Slugs. Have faster learning curves. Trees, even.

He takes a breath.

LUKE
(here it is)
I'm afraid she's going to walk.

JACKIE
And I'm supposed to care.

He reaches out. Takes her hands.

LUKE
(softly)
About me, yeh. Like I care about you.

She looks in his eyes.

JACKIE
Like you cared about me three years ago?

He shrugs. Looks saddened by that.

LUKE
(softly)
Hey. You kicked me out.

And just this once. With all that's happened. Jackie needs to
say...

JACKIE
Maybe you should talk to your
daughter, about why. She seems to
have missed that part.

Now he looks ashamed. And sorry from his heart.

JACKIE
(softly)
Forget I said that.

He has to tell her...

LUKE
This thing with Rache. I need this.
I don't want to lose her. And I will
see to it that the kids don't suffer.
Help me, huh?

Help me.

LUKE
I'd do it for you.

Yes, he would. Despite everything, she knows that.

JACKIE
One last chance, don't make me
regret it...

Her voice tried to be tough. But the tension showed through.

JACKIE
...or you will, too.

A last look. She walks slowly. Back toward the house.

EXT. CAR POOL LINE, ELEMENTARY SCHOOL - AFTERNOON

The last cars are pulling away. No kids left, except the ones
shooting hoops. Except. On the low brick ledge by the flag
pole...

...Annabelle sits. Alone. Quietly freaking.

INT. RACHEL'S STUDIO - AFTERNOON

Rachel and Cooper sit on a bare floor SURROUNDED by countless
PROOFS of FLYING CANARIES. An assistant brings a cell phone to
Rachel, who holds it in place with her shoulder, as she frantically
sorts through the prints...

RACHEL
(into phone)
...no, no, that is not possible. You
must have the wrong little gir...

Stops.

**RACHEL**

(into phone)

...because Annabelle's mother never forgets, is never late, is never imperfect. So that's some other kid sitting on the curb by the car pool li...

Listen. All the air comes out. She looks around, sadly, at all the work surrounding her.

**COOPER**

May I remind you that Duncan has the client arriving at exac...

**RACHEL**

(into phone)

Sure. I was just doin' my nails.

**INT. RADIOLGY LAB - AFTERNOON**

A cavernous sterile room. A horrible METALLIC HAMMERING sound. PAN to see that it comes from...

...a white cylindrical TUBE. Bare feet protrude. An MRI is in progress. The sound stops. The body SLIDES from the tube, a woman in a hospital gown. She is Jackie.

She blinks at the light. Her eyes are drawn, a million miles away. A lot on her mind. A TECHNICIAN enters the room...

**TECHNICIAN**

Your paper went off during the procedure. Do you want the number?

Jackie turns, suddenly focusing...

**JACKIE**

Wait...what time is it?

**INT. PRINCIPAL'S OFFICE - AFTERNOON**

Annabelle sits glumly, refusing to eat some chips from the bag in Rachel's hand. Rachel's voice is low, soothing. Dare we say, maternal...

**RACHEL**

Hey, sea salt and vinegar, I know this is your fave.

Annabelle keeps her eyes down. This is more than a sulk. She seems fairly unglued.

**RACHEL**
C'mon, these are the Bomb, I prom...

**ANNABELLE**
Now could she just...forget me!

Looks up. Eyes desperate.

**ANNABELLE**
I mean, that's something you would do!

Rachel stares back. Eats a chip. Decides...

**RACHEL**
(softly)
Tell ya the truth? I did.

The kid blinks. A non-compute.

**RACHEL**
Your mom had to...help a friend with this...emergency? And she called me. And we switched days. Then, I got stuck on my shoot, and...

**ANNABELLE**
MOMMY!

Rachel WHIRLS to see JACKIE filling the doorway, Annabelle flying to her mother's arms. The women's eyes meet. How much did she hear?

**INT. JACKIE'S BATHROOM - NIGHT**

Jackie brushing out Annabelle's hair. Jackie's eyes are distant. Annabelle watching in the mirror.

**ANNABELLE**
Are you worried about your friend? With the emergency?

Jackie's eyes come back to focus. Hmmn?

**JACKIE**
Oh, I'm waiting on some news, that's all. Say. Can I ask you why you never asked me something you probably asked Daddy anyway?

And she smiles. Real carefree. So Annabelle smiles back.

**ANNABELLE**
You can try.

More brushing. Gentler, slower strokes.

**JACKIE**
Daddy was washing Rachel. In the
shower. What did you think that was about?

**ANNABELLE**

Sex. Of course.

Oh.

**JACKIE**

Well, not exactly s...

**ANNABELLE**

Why does Rachel scream?

Does she mean what Jackie thinks she means?

**JACKIE**

Scream.

**ANNABELLE**

During sex.

Oh. Again.

**JACKIE**

How would you know sh...

**ANNABELLE**

I live. In the same country.

Her mother laughs. Encouraged...

**ANNABELLE**

(imitating)

Oh God oh God Oh God oh God oh God Oh God Oh...

**JACKIE**

...why do you think?

**ANNABELLE**

Because it feels really incredibly good.

Jackie moves around. Leans to stare in her eyes.

**JACKIE**

So why are you asking me?

**ANNABELLE**

I like talking about it. At least, to you.

The look holds. Almost a bittersweet smile plays on Jackie's lips. She leans to kiss her daughter's head.

**JACKIE**
(a murmur)
Same here, huh?

INT. RACHEL'S DARKROOM - MORNING

TOTAL DARKNESS -- Slowly an IMAGE APPEARS -- Floating in a pool of water. It's a photo of a child's FEET. Only the wrong shoe is on the wrong foot. Suddenly, KNOCKING...

RACHEL
Hold on! Don't let the light...

Jackie enters, leaving the door wide OPEN.

RACHEL
...in.

JACKIE
I'm sorry. Look, I'm not real comfortable being here, but...

RACHEL
I don't recall inviting you.

Silence.

JACKIE
I overhead what you told Annabelle. The lie.

Unreadable faces. What are they feeling?

RACHEL
I have a snoop.

JACKIE
I didn't need you to take the blame for me, I'm quite...

RACHEL
(simply)
I didn't do it for you. Believe me.

And Jackie. Finds that interesting.

RACHEL
(shrugs)
She already hates me. You've seen to that.

JACKIE
You're not terribly good at taking care of h...

RACHEL
I need practice.
JACKIE
Those are my children you're practicing on. They deserve first-rate care. Every minute. Of every night. And every day.

More silence.

JACKIE
So why did y...

RACHEL
I did it for her.

Straight to her eyes.

RACHEL
Poor kid has to believe in someone. Even if it's you.

Nothing friendly about it. But Jackie hasn't come seeking friendship.

JACKIE
I have an appointment this afternoon. I need someone to take them to the park.

RACHEL
What? And have Federal agents jump out of the bushes with court orders? How many years do you get in this state for giving second-rate care to minors?

Hard looks. All around.

JACKIE
However many. It's not enough.

RACHEL
I'm already on thin ice. Yesterday, I actually thought my boss was going to fire me.

JACKIE
Fine, forget it.

But neither of them wants her to. A Mexican Standoff. Until Jackie empties her huge purse on the counter.

JACKIE
Bandaids for cuts. Bandaids for new shoe blisters. Packet of Wash n Dri's. Kleenex. Sugar free lollipops, potty seat covers for public restrooms...
RACHEL
Why not just bring the whole toilet?

JACKIE
Ben likes to be read to. Do you know Dr. Seuss...?

RACHEL
Not personally.

JACKIE
Do you have a word limit you need to hit every day or can I finish?

This silences Rachel. Jackie hands her a Post It.

JACKIE
Here's their schedule for this afternoon. I'll meet you at the park at five. All I ask is that they're alive when I get there.

A beat.

RACHEL
(dry)
Thank you.

And scoops up the parenting paraphernalia.

JACKIE
(drier)
Thank you.

And walks out the door.

INT. STUDIO CORRIDOR - MORNING

Jackie stands outside a door. Deciding. She knocks and enters...

...Duncan's office. He sits behind his desk, across from a client. Both men looking up at this stranger.

JACKIE
Mr. Samuels? Forgive the intrusion, I'm Jacqueline Harrison, and...

The sweetest smile she's got. Which is pretty good.

JACKIE
...well, I just wanted to thank you. For your generosity.

DUNCAN
(a beat)
Gener...
...my daughter had a terrible emergency yesterday. My husband and I couldn't be reached, and...your Ms. Kelly came to Annabelle's rescue.

Confides...

I'd hate to think what might have happened.

Shakes her hand.

She told me that you were so supportive, even at great inconvenience to your business, and...

An amazing smile.

It's wonderful to see a successful man. With that sense of priorities.

(longer beat)

Well...under the circumstances...

If I can ever repay your kindness. It would be my great pleasure.

Backing out the door...

...and your Ms. Kelly? A remarkable young woman.

The client is beaming.

We think so.

CLOSE on Jackie, looking down. She seems to be staring at something in her lap...

(quiet anger)

I don't even know what that means. Spread. That is very unclear.

...but there is nothing there. Her lap is empty. Except for her unnaturally still hands.
FEMALE VOICE (O.S., gently)
I means we found some cells. In your lymph nodes. In three of them.

The hands come together. Slowly, deliberately. Stating to anyone who would watch that there is no panic here.

JACKIE
But the other time. You said you got it all. So you could be wrong again. One time, you say one thing, then...

FEMALE VOICE (O.S.)
The other time. Was a year ago.

The air comes out of Jackie. In a thin, slow, precise stream. Everything, her very breath. Under complete control.

FEMALE VOICE (O.S.)
That was a tiny lump in the breast. We radiated, we thought we had it all. We were hopeful. But there were no guarantees.

Silence. Jackie's eyes stay on her folded, still, hands.

JACKIE
But we can beat it.

PULL BACK to see the small, neatly kept office. DR. SWEIKERT is 50, slender, elegant, kind. The doctor you want when you're dying. Jackie looks up to her.

JACKIE
People beat it, don't they? All the time.

DR. SWEIKERT (straight)
Every day. More and more.

Jackie swallows. The confirmation of hope has allowed some of the fear to show.

JACKIE
So we'll...radiate some more?

DR. SWEIKERT
At first. Then, after awhile, some chemo.

A blow. Jackie absorbs this.

JACKIE
That's necessary, huh?
DR. SWEIKERT
Let's take our best shot.

Jackie nods. Staring at the woman. Then, to break the spell...

JACKIE
I guess a no-hair day beats a bad-hair day.

The doctor smiles. Jackie looks at her watch...

JACKIE
I have to get dressed. My ex-husband has asked me to dinner. God knows why, he was very mysteri...

DR. SWEIKERT
Have you still never told him?

A flash of the anger flickers.

JACKIE
Why would his worry? Or my children's worry. Or anyone's worry. Help the sit...

DR. SWEIKERT
(very soft)
Sooner than later. You really need to.

That brings a silence. A shading of defiance to Jackie's features.

JACKIE
You don't burden others needlessly. That's how I was raised, Doctor.

Hold the look.

MR. SWEIKERT
Maybe at dinner tonight. Think about it.

INT. JACKIE'S BATHROOM - DUSK

Jackie is getting dressed in front of the mirror, her eyes distant, in spite of her attempts at control. Annabelle is watching her like a hawk. We see Ben in the BACKGROUND -- sawing the BABYSITTER ALISE in half.

ANNABELLE
Why are you going to a French restaurant?

Throughout, Annabelle is trying on Jackie's jewelry, making a pest of herself. Jackie fights against rising irritation.
JACKIE
Because it's quiet. And he wants to talk. Alise -- Once he saws you in half, it's bedtime...

ANNABELLE
What are you gonna talk about?

JACKIE
(applying mascara)
Probably you -- your brother -- school --
The solar system...The usual...

ANNABELLE
Then why are you putting on mascara?

JACKIE
(a beat)
I'm a little tired and it's just a pick-me-up.

ANNABELLE
But you only wore mascara when you and Daddy went on romantic dates...

JACKIE
Well Daddy and I are just friends now, and that's no reason not to wear mascara...

ANNABELLE
Or blush. You look pale.

EXT. RESTAURANT - NIGHT
A Country French place on the West Side. Classy, but inviting.

INT. FRENCH RESTAURANT - NIGHT

LUKE
...Maybe you don't think three years is enough for a person to change but...things are different now Jackie. I'm different.

Jackie feels her heart beginning to race. They lock eyes for a moment. He unconsciously begins to eat off her plate. He eats her chicken, and in the dance they've done a thousand times -- she reaches for his uneaten vegetables. The WAITER approaches.

WAITER
Would you and your wife prefer still or sparkling water?
He doesn't correct the waiter.

LUKE
Still, please.

JACKIE
(when the waiter leaves)
Annabelle showed me the new dress.
She's amazing in it.

LUKE
Getting so beautiful...she looks more like you every day.
(Luke downs Jackie's wine)
Jackie...I've really given this a lot of thought. A great deal of thought...

Their eyes lock for a moment. Here it comes...

LUKE
I'm gonna marry Rachel. I know you don't think much of her but she's a special person -- she really is. And I love her. This is a bridge we never wanted to cross but it's not helping her or the kids if I don't really commit to that.

Jackie stares at him stonefaced.

LUKE
I didn't think a phone call was appropriate...

JACKIE
Tell me exactly how you're different from three years ago? The music sounds kind of the same from where I'm sitting.

He shifts in his chair. Wants this to sound as authentic as he feels it...

LUKE
I grew up, a little. I'm ready for a life that's built around commitm...

JACKIE
Just not to me.

The waiter returns with a bottle of red wine. It's horribly quiet as he pours. Waits, obtrusively.

LUKE
Thank you, it's fine...

WAITER
Would you like to taste it?
LUKE
Can we please have less service, here?

The waiter leaves, taking his attitude with him. Luke sighs...

LUKE
It's going to be hard for the kids
when I tell them...I'd like you to
be there.

JACKIE
To make it easier for them or you?

LUKE
It's a huge moment in their life --

JACKIE
You can't be an 'us' just when you
want to. You can't play that card
when it's convenient.

LUKE
We...

JACKIE
WE are over.

LUKE
WE'RE still their parents for the next
hundred years.

On this, Jackie looks down at her hands.

LUKE
You're still going to have to be
dealing with me -- with us. We should
tell them together.

JACKIE
No. You think this is going to help
the kids then you do it. You're on
your own.

INT. RACHEL'S AND LUKE'S LIVING ROOM - THAT NIGHT

Jackie sits next to Luke on the couch -- looking lovingly towards the
children, who sit across from them. Annabelle is taping this...

JACKIE
The great thing about life is that
things keep changing.

LUKE
Remember when Mommy and Daddy got
divorced?
JACKIE
And we all went through that together?

ON Ben. OH MY GOD. He knew it!

ON ANNABELLE -- Behind the video camera -- Where's this headed?

LUKE
Well things are going to change again...

Ben LEAPS up from the couch and FLIES into Jackie's arms.

BEN
I knew it! I knew it! I knew you guys were getting back together!


ANNABELLE
No they're not.

LUKE
Annabelle put down that camera.

She ZOOMS in on his face.

LUKE
Put down that goddamn camera!

ANNABELLE
You owe me a quarter.

JACKIE
Look she's upset --

ANNABELLE
No I'm not. I don't care. Why should I care? I mean nobody asked me when you got divorced. Nobody asked me if I wanted a new mother. Nobody even asked me if I like her. If you guys don't care about our family staying together, why sh...

JACKIE
Daddy and I tried hard. We really did.

BEN
No you didn't! All you guys did was name call! I heard you! You didn't even try and use your words!

Ben runs out of the room. Luke follows him.

INT. BEN'S ROOM - CONTINUOUS
Ben pulls his cape over his head and hides in a bundle in the corner.

**BEN**

I'm disappearing. I'm almost invisible...

**LUKE**

(holding him)

I'll find you wherever you go...my magic boy...I'm still your daddy...nothing will ever change that.

**INT. LIVING ROOM - CONTINUOUS**

Jackie moves to Annabelle who won't put down the camera.

**JACKIE**

Annabelle...Rachel's not taking my place as your mother -- it's just Daddy's chance to be happy again. Isn't that what we all want for each other?

No answers. Jackie looks at this daughter she loves so much. Pats the seat beside her...

**JACKIE**

Come. Sit.

Something in the softening of the tone changes the atmosphere in the room. More real. More like equals.

**JACKIE**

Life is full of hard things. And we can't always have what we want, you know that.

Don't you? Annabelle nods, cautiously.

**JACKIE**

But we do have a choice. To make it better. Instead of worse.

**ANNABELLE**

Like how?

**JACKIE**

Like seeing the good side of Rachel. So she'll see the good side of us.

Annabelle's stare is hard and questioning. She didn't expect this.

**JACKIE**

Because I'm looking ahead. And you know what I see...?

Annabelle doesn't. But she sure is listening.
JACKIE
Time will come. When we all need to be there. For each other.

Strokes her baby's hair.

JACKIE
That happens. To families.

ANNABELLE
(straight back)
I'll be there for you.

Her mother's eyes cloud with feeling. A murmured...

JACKIE
I'm counting on it.

INT. RACHEL'S AND LUKE'S KITCHEN - LATE AFTERNOON

Barely any light in the empty kitchen. PAN to see Ben, alone, in his cape. Carefully, he sets a cup of saucer atop a cloth napkin that lies across the butcher block table.

He GRASPS the corners of the napkin. He looks scared. We get what's about to happen. As he...

...YANKS the napkin, as FAST as he can, the cup and saucer, RATTLE and...

...stay put.

Ben. Is astounded.

And then he looks up. To a cabinet filled. With glassware and china.

INT. RACHEL'S AND LUKE'S BEDROOM - LATE AFTERNOON

...Rachel's HAND as a beautiful ANTIQUE RING is slipped on her finger. She is asleep. Then, she...

...stirs, wakes. Stares at her hand in shock and delight.

RACHEL
Oh my God. Are you serious?

LUKE
(tenderly)
I think so...What do you think?

RACHEL
I think so too...

They hold each other for a long time.
LUKE
It's forever you know.

RACHEL
(trying to read him)
Okay...Is that the good thing or the bad thing?

LUKE
Because I can't hurt anyone like this ever again.

She grins.

RACHEL
How did you hurt someone? She threw you out, remember?

He does. She hugs him tight.

RACHEL
Everything's gonna work out. The kids and I...we're going to love each other.

LUKE
Rache, it may take time.

RACHEL
What's eight, ten years? Hell, you'll still be ambulatory. I think.

She's counting on her fingers. He kisses her.

RACHEL
It's inevitable. Look, I was defensive, I was insecure. I was afraid to love first.


RACHEL
But I'm not anymore.

A sudden horrific CRASHING sound. The breakage of the breakable. Their look holds.

RACHEL
I'll get this.

A quick kiss. And she's gone.

HOLD on Luke's light smile. Maybe this will all work out.

INT. BEN'S ROOM – LATE NIGHT

Ben is cuddled up in his coverlet. Almost as if he's hiding. She
picks up some stray underpants. Actually, three of them.

**BEN**

Are you **real** mad?

**RACHEL**

How could I be? We learned some magic...

She goes to his bed. Sits down.

**RACHEL**

I made all the pieces disappear.

Oh. She leans toward him...

**RACHEL**

And you learned...

She kisses his forehead. Very sweetly.

**RACHEL**

...to make that **trick** disappear, huh?

He nods. Big time. She stands, smiles...

**RACHEL**

(softly)

A night. Of learning.

They share the smile. And Rachel leaves, into the darkened hall. Down it now, only to...

...stop. Open a door, so quietly. Silently enter...

**INT. ANNABELLE'S ROOM – LATE NIGHT**

...the room of a sleeping child. Rachel moves soundlessly to Annabelle's side. Stares down. Listens to the soft breathing. She straightens the covers slightly, in a maternal way. Then, on impulse, reaches down...

...tenderly smooths back a strand of hair. One last look. And she...

...leaves frame. **HOLD** on Annabelle, as we hear the knob turn. The door close. Alone, now...

Annabelle opens her eyes. She is thinking.

**EXT. JACKIE'S HOUSE – DAY**

Rachel dropping off Annabelle at Jackie's door. They must be late, because Rachel is looking anxiously at her watch. Not even noticing that Annabelle has pulled out a tube of **LIP GLOSS**, turning the shaft to reveal a glittering golden-colored gloss. Then...
RACHEL
Uh. Put that away, hon, your mom w...

The door OPENS. Jackie is dressed for riding.

RACHEL
(sincere)
Sorry I'm late, I got lost dropping Ben off at Kevin's.

JACKIE
It's okay, it's twenty minutes. The horse'll be there.

Rachel blinks. Is she on the right planet?

ANNABELLE
Mom, look what Rache got me!

Uh-oh. The kid holds it up.

ANNABELLE
It's not to wear around, or anything, I'm way too young. It's just for play.

RACHEL
See, I...

JACKIE
(taking it)
That is so pretty. You usually only see that color in people's teeth.

Annabelle has entered the house, to see on a table by the door a huge, brightly-wrapped PACKAGE.

ANNABELLE
Wow. Who's that for?

JACKIE
(quietly)
Well. It's for you.

The kid WHIRLS around. Really?

JACKIE
Just because. Just because I love you. Go ahead...

Annabelle starts to unwrap the present with Christmas-morning-care. Jackie looks at the glitter gloss...

RACHEL
I'm sorry, I just...
JACKIE
Hey. At least it's not an editing machine.

RACHEL
No way. I told her two, three years, maybe, for such an expens...

And stops. Because the paper has come off. A giant deluxe model beginner's VIDEO EDITOR. Annabelle is STUNNED silent. So's Rachel.

ANNABELLE
(tears in her eyes)
Oh, Mommy...

And JUMPS into Jackie's arms, CRUSHING her with the hug mothers live for.

JACKIE
I hope it's the right kind.

ANNABELLE
Are you kidding? It is so much better than the one Rachel showed me!

Jackie strokes her baby's head.

JACKIE
Well, I thought. You know, why wait?

The child turns to Rachel, frozen in the doorwary.

ANNABELLE
I told you I was big enough! Is my mom the greatest, or what?

Rachel swallows.

RACHEL
The greatest.

HOLD on the look. The women share.

EXT. NORTH VALE STABLES - DAY

Jackie and Annabelle riding. The kid is still on Cloud Nine. Jackie's eyes are on her.

ANNABELLE
...I mean, she knows all the music, and pop stars, and clothes and stuff. She's like still a kid, herself.

JACKIE
Like a big sister.

ANNABELLE
She knows every neat junk food place.

Looks to see if her mom is okay hearing...

ANNABELLE
Actually. She's kind of cool, when you get to know her.

JACKIE
I bet.

Annabelle studies her mom's profile.

ANNABELLE
And don't tell her I told you.

JACKIE
Secret's safe with me.

INT. LUKE AND RACHEL'S BEDROOM CLOSET - NIGHT

Rachel sits cross-legged on the floor of the walk-in closet. Next to her, a glass and a bottle of Stolichnaya, getting toward the bottom.

An ashtray filled with butts, and...

...a cardboard box. Dragged out of somewhere. Photo albums, loose snapshots. Vintage stuff. From her face, this is not a carefree romp down Memory Lane. She takes another hit on the Stolichnaya. More than slightly intoxicated, weaving, squinting at...

...the next photo. Luke, young, straddling a Kawasaki. Jackie, just as young, holding him from behind. She wears a halter and shorts, and looks simply terrific.


RACHEL
What the fuck is that?

Her worst fears confirmed...

RACHEL
...a tattoo?

INT. HOSPITAL ROOM - NEW YORK - DUSK

The lights are coming on in The City. Jackie sits staring out the window, as an IV drips into her arm. She is alone, and down. And fighting the fear of what may come to pass. Her pager goes OFF.

Jesus. She pulls a cell phone from her purse. Works it with one hand. Brings up...the smile. Showtime.

JACKIE
(softly)
Hey, good-lookin', I was just thinking about calling y...

INTERCUT throughout: Ben on the phone in Rachel's and Luke's kitchen. He is alone. Staring through the glass window of the oven...

BEN
Rache says I have to eat lamb. I told her you're making me spaghetti!

JACKIE
Honey, this is Thursday. I pick you up tomorrow, and we do big spaghetti.

BEN
And many meatballs.

A nurse enters, and Jackie shoots her with a wave of her fingers.

JACKIE
You'll be up to your armpits in meatballs, I'm flying them in from Sweden.

BEN
Is that like Luigi's?

She loves this kid so much.

JACKIE
Not a lot, sweetie. It's a country. Like Canada. Only smaller.

BEN
Where are you, anyway?

And the feeling comes straight to her eyes. She can't fight it.

JACKIE
I'm somewhere, thinking of you. And meatballs. And you know what?

BEN
Yes.

JACKIE
Of course, you do. Being magic. Then you know I've got a flu bug, and I turn green and barf profusely when I even think about food. So, all the more meatballs for you. But you know what.

BEN
I did. Do I have to eat lamb? Daddy didn't cook it, she did.
JACKIE
Do me a favor? Eat it, and then give me a secret report, okay? Pay particular attention to whether it's chewy and if it tastes more like chocolate or soup.

He laughs. And she can hear that. And her eyes fill. And she murmurs...

JACKIE
Hey, that's a world-class laugh you got there. Can I all you sometime? If I fell blue.

A silence. And for a heartbeat, the fear. Did he hear it in my voice? But no...

BEN
Sure. You got my number.

And now she's crying. But she can't. She can't. Gains control for a whispered...

JACKIE
That I do. Always will.

BEN
Mom...?

She sniffles...

JACKIE
I'm fine, ba...

BEN
Tomorrow? Can I have one butterscotch pudding for dessert?

See her relief. Secret still safe.

JACKIE
Nope.

He's crestfallen.

JACKIE
We can only have two.

INT. SUPERMARKET - DAY

Jackie is pushing her cart. Ben sits in it, pulling things off the shelves. On automatic she's putting them back.

BEN
Mommy, if your real name's Jackie and
I call you mommy; and Rachel's real name's Rachel...Then when I see her do I say hi Stepmommy? And if my name's Ben, how come you don't call me son?

JACKIE
(lost in thought)
Thursday's fine...

Frustrated, Ben CLIMBS OUT of the cart and trails behind Jackie. He reaches for an apple off the BOTTOM of a huge display of Red Delicious, and the whole thing comes TUMBLING DOWN. Shaken, she looks around for Ben. He's gone.

INT. SUPERMARKET MANAGER'S STATION - DAY

Jackie with a Store Manager and a Policeman stand at the front of the store near the Bakery. Jackie is totally distraught.

JACKIE
I looked away for one second... Just one second...he's...he's...

POLICEMAN
How would you describe him?

JACKIE
He's my son! He looks like his father! His name is Ben -- he answers to Harry --

MANAGER
Is he wearing a red shirt?

The manager POINTS to the frozen food bin. There, lying on his back atop dwindling stores of Breyer's ice cream...is Ben. Hands and beaming face PRESSED to the underside of the glass. Jackie does the only reasonable thing...

JACKIE
YYYAAAAAAAHHH!

...and FLINGS OPEN Snow White's glass coffin.

JACKIE
ARE YOU CRAZY, YOU COULD SUFFOCATE IN THERE!!!

BEN
Nope. I got my warm t-shirt.

Enough of a non-sequitur to make everybody blink, before Jackie YANKS him, roughly and tenderly, from the bin. She CRUSHES him in a violent, desperate hug...

BEN
You found me cause I'm your
priority, huh?

She kisses him fiercely. At the edge of tears. Whispers...

JACKIE
You got that right.

EXT. SOCCER FIELD - 3 O'CLOCK PRACTICE

Luke coaching the girls team. Annabelle one of many who surround him for that final word of wisdom...

LUKE
Alright my Little Warriors, remain calm; trust that the ball will find you; remember they're your opponent not your enemies -- Not kick MAJOR butt!

In the bleachers, Jackie sits alone with Rachel. They are having a coaching session of their own. Rachel points down to the field, where...

...Annabelle pushes her hair over her eyes.

RACHEL
She's gonna trip over her own feet, if she doesn't get her hair out of her eyes.

Jackie casts a sidelong glance at Rachel. Decides to tell her...

JACKIE
Pushing her hair over her eyes. Means she's avoiding a confrontation.

Rachel looks over. Really? Jackie decides to share more. Reading Rachel's reaction to...

JACKIE
If she's twirling it, she's playing something out in her mind. If she's stopped combing it, she might be depressed...

As Rachel listens she's unconsciously twisting her hair.

RACHEL
What about obsessively picking her split ends?

JACKIE
Anxiety.

RACHEL
Last week when she chopped her Barbie's bangs all to hell --
JACKIE
She was angry at herself.

RACHEL
Jackie?

JACKIE
Yes?

RACHEL
When I twisted hair like this it means I'm intimidated by you...

Jackie gives her the trace of a smile.

JACKIE
I'll keep it in mind, and use it against you.

She looks back down at the game. Rachel watching her profile. Finally...

RACHEL
You feeling all right?

JACKIE
(doesn't turn)

Things. Rachel doesn't know. Blurts...

RACHEL
Are you...seeing someone?

Jackie snorts a laugh. In spite of herself.

JACKIE
Yeh, that does tend to make me sick to my stomach. Actually, I'm, uh...

Thinking. Deciding if this is the time to say...

JACKIE
...thinking of going back to Random House. On a part-time basis.

RACHEL
Wowie. How wonderful!

But Jackie still hasn't turned. Eyes glued to Annabelle, racing around with determination.

JACKIE
Well, I could do most of it from home. But, while I'm working it out
with the head editor, I'd need to...

Sighs. Boy, this is tough. Tries for matter-of-fact...

JACKIE
...make some trips into the city.
Sometimes, overnight.

RACHEL
Hey, any help you need, we'll cover.

Jackie nods. Appreciates that. But she still hasn't turned to look Rachel in the eye.

RACHEL
Uh. Have you told Luke and the ki...

JACKIE
Let's...hold up for a bit. It may not happen. Our secret, okay?

A little strange. Particularly the hardness of Jackie's eyes. Rachel watching her. Something's up.

RACHEL
(softly)
Sure, if you like.

Jackie looks away now. To the playground just beyond the bleachers. Kids rise swings, clamber over a jungle gym. But her eyes are routinely, automatically, zeroing in on one single kid...

...who is climbing his way UP a tall SLIDE. Crouched over as he inches up the shiny metal surface, using the side rails. Rachel follows Jackie's eyes, just as...

...Ben reaches the top and STANDS UP, hands OVER his head, Jackie's breath catching, Ben totters once and...

...FALLS fast, hitting the grass with a thump we can hear, lying crumpled, motionless, as our two women...

...SPRING up as one, SCRAMBLING down the bleachers, RUNNING toward the playground, Jackie initially in the lead, but Rachel out-sprints her, CLOSING on the child, as he rolls over grasping his leg, and reaching him first...

...some instinct makes her hold back, let Jackie RUSH past her, to kneel at Ben's side. She lifts her baby in her arms. His pants are torn, his leg is bleeding. His own concern...

BEN
I can still go to Tucker's party, right?

INT. EMERGENCY ROOM - DAY
A full house of walk-ins with assorted needs, none of which appear to require George Clooney on an urgent basis. Across the room, an irritated Jackie finishes the last of the paperwork at the nurses station. Exchanges a less-than-pleasantery with the less-than-helpful duty nurse, and...

...heads off through the crowd, DOWN a hallway, TURNS a corner, to see...

LUKE stands by a doorway. Smiling, as he gazes into a hospital room. Jackie comes to his side, looks in...

Ben doesn't see them. His back is turned, as he talks to Rachel, who sits on the side of his bed, feeding him the pudding she got from a vending machine.

BEN
...for Christmas, okay? Every magician needs a white dove, a real one, they do!

RACHEL
Well, that's a long way off, sweetie. We'll talk to Mom and Dad...

BEN
Dad! You can talk him into anything!


RACHEL
(singing softly)
'In the still...still of the ni-ght...I held you... held you so ti-ght'...take it, man...

BEN
(singing softly)
Doo-wop-doo-doo, doo-wop-doo-doo...

Jackie stands there. Her eyes are difficult to read. But she sure is watching.

LUKE
(softly)
Nice, huh?

She steps back. Looks him in the eye.

JACKIE
It is. It's about time.

He give her a goofy give-me-a-break FACE. She twists the corner of a smile.

LUKE
She's a charmer, you'll see. In fifty years, the kids'll love her ten percent as much as they love you.

**JACKIE**

Stop. You're making me insecure.

Now they're smiling at each other. In the old way. A nice moment for them.

**LUKE**

You changed your hair.

And we notice. It does look different.

**JACKIE**

It's temporary.

**LUKE**

(grins)

It's good. You're not pulling a mid-life crisis on us, are you?

Her look holds. An odd extra beat.

**JACKIE**

Not the term I'd use.

He glances back through the doorway...

**LUKE**

You want us to take him tonight? Give you some private time with Annab....

**JACKIE**

Never stand between that kid and a meatball.

**LUKE**

Yet another spaghetti night.

**JACKIE**

Yeh, better I should forcefeed him burnt lamb and...couscous, was it she made him? Boy, kids go wild for that.

She pats him on the shoulder...

**JACKIE**

I'll drop him at Tucker's party Saturday, if one of you guys can pick him up. I have to go into the City.

And breezes by him into the room. Ben wheels to see her...
JACKIE
You know what happens to spaghetti when it waits around for you too long?

He really thinks. Actually...

BEN
No.

JACKIE
Pray. We never find out.

EXT. A PERFECTLY MANICURED TWO STORY HOME - DAY
A door with balloons OPENS -- STACY, the birthday boy's mom, stands there -- children running behind her in party hats, all with their conservatively dressed SUBURBAN MOMS. Rachel's attire a sharp contrast.

RACHEL
Hi, I'm here to pick up Ben.

STACY
Does Jackie know this?

RACHEL
No. I'm doing it behind her back.

STACY
In seven years Jackie's never missed one of Tucker's parties. Where is she?

RACHEL
Something came up. C'mon Ben! I've got a shoot at three...

STACY
Tucker hasn't penned Ben's present yet -- it won't be too much longer.

Rachel eyes the MOUND OF PRESENTS yet to be opened. DISSOLVE TO...

FORTY-FIVE MINUTES LATER...Rachel, in a pointed party hat, sits schmushed on the couch in between all the other MOTHERS. A black jeans stranger in a strange peach land. She eyes that mound of presents. Not even a dent. She pulls out her cell phone, moves towards the hallway.

RACHEL
Hey Cooper...pull a number 64 steel blue gel on the back light...yeah I'm on my way but...

A piece of CAKE FLIES through the air and LANDS on Rachel.
STACY

Now Ben, let Tucker play with his Batcave...

Ben won’t let go of Tucker’s presents. Tucker tries to take it. Ben is adamant. Rachel reaches for him, tousling his hair.

RACHEL

Hey Benjy boy -- chill.

(he shimmies away from her)

He's there already? No I don't want to talk to him -- Duncan? How are you...

The mothers are all too aware of Rachel on the phone. Two kids shoot water guns -- Rachel gets drenched. Ben pulls at the toys...

BEN

I want it!

STACY

Ben I know you're angry and confused but it's Tucker's birthday party.

Ben and Tucker fight for it -- the mothers all LOOK TO RACHEL.

RACHEL

Ben --

(into phone)

Duncan I'm aware of that - Goddamn it Ben! Let go of it. NOW!

He stares at her. It looks like he's gonna let go --

On the mothers -- impressed, not to mention surprised. When Ben suddenly HURLS the toy onto the floor SHATTERING IT! A horrible SILENCE falls over the room. Broken only by the sound of Duncan SCREAMING from inside the phone.

DUNCAN IN PHONE

Rachel...This is a big bloody account -- If you don't show up in five minutes...

Rachel takes Ben and leads him into another room.

RACHEL

Ben I'm sorry. It's been a hard day. Now would you do us both a favor and take this phone and...

She SLAMS the phone SHUT. Hands it to Ben.

RACHEL

...make it disappear.

Okay. He SHOVES it down the front of his pants. The peach moms are taken aback. Rachel nods, you got it. Delighted, Ben turns,
scampers off, as...

...his pants start RINGING. He stops dead. Looks down at them.

Still RINGING. He turns around and waddles delicately back to Rachel, as if he's carrying nitro in his shorts. She holds out her hand...

**RACHEL**

Breaks out the geiger counter, the man is radio-active!

He pulls the ringing phone from his pants. She grasps it without hesitation, while peach moms wince in disgust. SNAPS it open...

**RACHEL**

Get over it, Dunc...

(stops)

...whoa, whoa, Annab...

Listens. While everybody watches.

**RACHEL**

Could it be, maybe...anywhere else? Like...another galaxy would be more convenient.

Listening, listening. Everybody really watching. Even Ben. Rachel oblivious...

**RACHEL**

(gently)

Okay, don't cry. Flunking science is not happening. On my watch.

**EXT. STACY'S YARD - LATER**

All the kids are running around crazily in a hypersugared frenzy. Peach moms drink diet sodas and chat. Rachel making a call by the phony little carp pond...

**RACHEL**

...just that her daughter left a science book somewhere at her house, and I need t...

INTERCUT throughout: a starchy, powerful, crisply intellectual SENIOR EDITOR, in her early fifties and her Jil Sander outfit. The East Side below her window.

**SENIOR EDITOR**

I'm sorry, Ms. Harrison is not here.
I think I mentioned that. Twice.

Rachel nodding.

**RACHEL**
Well, she's been meeting with the head editor for the last few w...

**SENIOR EDITOR**
Miss, I am Senior Editor. Ms. Harrison left Random House eleven years ago. We have not had the pleasure of a visit from her in that time.

Rachel blinks.

**RACHEL**
Actually, she's going back to work with your company on a part-time basis.

**SENIOR EDITOR**
Excuse me. If Jackie Harrison were coming back to the editorial staff, I would be frankly delighted. And I. Would be the first. To know.

Silence. In the midst of hysterical children.

**RACHEL**
Thank you for your time.

**SENIOR EDITOR**
Don't mention it.

And Rachel's line. Is dead.

**EXT. JACKIE'S HOUSE - DAY**
Rachel alone at Jackie's front door. Staring at the key in her hand. One last chance to back out.

**RACHEL**
(mutters)
What the hell.

OPENS the door. Enters the empty home. Walks slowly, self-consciously, down the hallway. Kitchen, kids' rooms...

**RACHEL**
Now, if I were a science book, where would I...

And stops. At the doorway of the master bedroom.

**RACHEL**
Who am I kidding.

And goes straight to Jackie's desk. Starts rummaging through the incredibly neat stack of papers...

**RACHEL**
Great, I'm leaving prints.

The open appointment book. Today's date. Just says, NEW YORK. Nothing more. Opens a drawer. Stapler, clips, neatly-stacked stationery. Opens the bottom drawer, and...

...stops. She pulls out...AIRLINE TICKETS. Opens the folder. Continental Airlines. Newark to San Francisco. And tucked inside...

...a fax, neatly folded. Rachel opens it. The letterhead says, NORTH POINT PRESS, 134 Sutter Street, San Francisco, California. CHARLENE DRUMMOND, Editor.

**RACHEL**

(reads)
Jackie. Can't wait to see you here.
I know you're anxious. But it's going to work out wonderfully, I promise.
Til then. Charlie.

HOLD on Rachel. Trying to put this together.

INT. JACKIE'S KITCHEN - NIGHT

Jackie takes a kettle from the stove. Pours the water into a tea cup. Then, fills a second cup. Drops a tea bag into each. Carries both cups to...

...the kitchen table. Where Rachel is waiting. She looks more than tense. Actually, scared. Jackie taking this in, as she sets down the tea.

**JACKIE**
Okay, what is this? If you want to dump Luke on me, no sale. You're stuck with him.

And before she can sit...

**RACHEL**
I know your secret.

Jackie FREEZES. To stone. No one says anything. Two hearts beating at red-line.

**JACKIE**
I don't know wh...

**RACHEL**
I was looking for Annabelle's book, and I found your tickets. And the note. From your new boss.

My what? Jackie leans forward. Her hands resting on the back of the chair she never sat in.
JACKIE
My boss.

RACHEL
You're not working at Random House, I talked to them.

JACKIE
You WHAT?

RACHEL
You're taking the kids. And moving to San Francisco.

And Jackie has to laugh. Cold. Bitter.

RACHEL
Look, you've never liked me...

JACKIE
Don't flatter yourself.

RACHEL
And I know checking into your life was inexcusable...

JACKIE
Nobody likes a snoop.

RACHEL
But I came here to...

All the air comes out of this young woman. So vulnerable, so real.

RACHEL
...to beg you. Not to do it.

And at this. A look of intense interest crosses Jackie's face. Really?

JACKIE
I'd have thought this was the answer to your prayers. Lose the witch, and her two brats, in one swoop. Problems solved.

Rachel is clearly distraught. This is no act.

RACHEL
You can't take Luke's children away from him.

Jackie thinking. Reading this girl's face.

JACKIE
Bi-coastal parenting. Happens every day. Luke gets the kids every other
summer, every other holiday, it's not ideal, but people make it work, and...

RACHEL
(blurts)
We can't live like that.

And Jackie straightens. Cocks her head.

JACKIE
Did I hear the word...

RACHEL

Ah.

JACKIE
Then let him talks to me. We don't need you to solve our prob...

RACHEL
(quietly)
...it's my problem, too.

And Rachel's eyes. Fill with tears. She hates that. Jackie won't take her off the hook. Stands waiting, until...

RACHEL
I got used to...thinking of them. As...my kids too.

JACKIE
Really. By what right? Six months of part-time screw-ups?

Rachel lifts her chin. Defiant and tender at once.

RACHEL
No right at all. I just love them.

Now it's Jackie's eyes. That begin to fill. And she hates that even more.

RACHEL
(pleading)
There's so many publishing houses in New York. Surely, you could find a good one?

Jackie takes a step back. Shakes her head. Goddammit, life is full of surprises. She walks around in a little circle. Turns back...

JACKIE
Sure, I could. If I was looking for one.
Rachel's turn to be surprised. Confused.

JACKIE
You're a moron, kid. You guessed the wrong secret.

An odd, almost defiant look. Jackie reaches up to her own head, and...

...slowly, holding eye contact all the way, she slips the wig from her head. Her scalp covered by the partial regrowth that chemo-therapy has left her. You can hear Rachel's GASP clear to Kansas.

JACKIE
(calmly)
Charlie Drummond used to be a colleague at Random House. I'm crashing at her place, while I take some new protein injections my oncologist recommended. I can only get them in San Francisco.

Rachel's lips part. But no sound comes.

JACKIE
Life's a trade-off. You get cancer, your hair falls out, but you **do** get to smoke dope.

RACHEL
(please)
You're not dying.

The kid so painfully sincere.

JACKIE
No such luck. I'm beating the shit out of this. Pardon my French.

Rachel can't find her breath. She is clearly the worse off of the two, in this moment. Then she starts to nod...

RACHEL
You bet you are.

JACKIE
How the hell would you know?

RACHEL
I don't, but...

JACKIE
How would you know **anything**?

That was sharp. Rachel startles slightly.
JACKIE
I exercise, I eat the healthiest foods, you live on pork rinds and Ho-Ho's, and I've got cancer!

That leaves a silence.

RACHEL
And cigarettes. I smoke, too.

JACKIE
You are marrying the greatest guy who walks this earth. Who I have loved from my heart for twelve years!

Listening?

JACKIE
And you walk in. You smile that smile. You move that boy. And he's yours for free.

She sags back against the counter.

JACKIE

Comes forward. Stalks her.

JACKIE
They came out of my body!

RACHEL
See, I know that.

JACKIE
I have given them more love and more care every fifteen minutes of their lives, than you could manage in the next fifty years!

Leans over the table. Rachel looks scared to death.

RACHEL
Okay, I'm undeserving.

JACKIE
Ironic, huh?

And staring in Rachel's eyes, Jackie's fierceness fades.

JACKIE
Ironic, that I'm gonna need you.

All the air comes out. Her heart as naked as her skull.
JACKIE
To be a little less. Undeserving.

The look holds. And holds.

JACKIE
(quietly)
Drink your tea while I go vomit.

And turns, goes to the door. Turns back.

JACKIE
You love my kids, that's a start.
(nods)
We'll work on it.

And gone. Hear her footsteps. Climbing stairs. Rachel lifts her cup. Looks at it.

RACHEL
(calling out)
This is very good tea!

Then tastes it. Makes a face.

EXT. BAR - EVENING

A graceful stone building with arched windows. Gas lanterns on the exterior wall and burning dimly inside. Stone gargoyles smile down on those who enter the heavy, bright red wooden door.

INT. BAR - EVENING

Drinks hour. Upscale crowd. Dim lights, clink of glasses, the hum of private conversations side-by-side. Civilized as hell. And at the deuce by the window...

...the man's head is down. We can't see Luke's expression, as he stares at his clenched hands. We don't need to.

JACKIE
I thought a phone call was inappropriate.

No one smiles at the irony. Not much to smile about.

JACKIE
I could have taken you to that restaurant, but it would have been a waste of money.

He loos up. She studies the pain.

JACKIE
(softly)
I know. I wouldn't know what to say. If it were you.
LUKE
We're going to win this.

JACKIE
(straight back)
Walk in the park. And thanks for the 'we'.

Tears fill his eyes. None in hers.

LUKE
You're not alone in this. You're not alone. Jesus, you're not alone, okay?

Jackie swallows. Tries a smile that doesn't get halfway there. Looks down.

LUKE
What happens next?

JACKIE
I live or I die.

Looks straight in his eyes. We don't need the bullshit. Not us.

LUKE
Tell the kids together?

She thinks. A barely perceptible nod.

LUKE
Want Rache someplace else?

On that one. She has to smile.

JACKIE
My compliments. On your learning curve.

INT. JACKIE'S KITCHEN - NIGHT

Jackie carrying two steaming MUGS from her stove. These have marshmallows floating in them. She sets them down in front of her children. Ben starts plucking the marshmallows out of Annabelle's mug. Annabelle doesn't care, too busy video taping...

...her father. Who sits with this tender, compassionate, and therefore rather ominous smile. Doesn't take a smart kid like his daughter to guess...

ANNABELLE
So what's up? Who's marrying who this time?

BEN
Mommy's marrying Rache!

He's happy. Jackie reaches and shuts OFF Annabelle's camera. And the directness in her gaze keeps the child from complaining.

JACKIE
(simply)
Mommy's sick, guys.

BEN
You have the WORST flu since...

JACKIE
I have cancer. Do you know what that is?

He doesn't. Someone else does.

ANNABELLE
(real quiet)
It's what Grammy Lil died from.

Ben's eyes WHIP OVER to his sister. He sees the cold fear in her face. BACK to Mom. She seems fine, calm, smiling even.

JACKIE
Grammy had a different kind.
There are lots of kinds. Hers was very bad.

BEN
Is your bad?

ANNABELLE
Shut up. She's going to die.

But the anger in her eyes isn't for Ben. She is glaring. At her mom.

JACKIE
Actually, I'm getting better already.

Straight. As if to an equal, an adult.

JACKIE
I had a lot of treatments, and they weren't any fun, but the tests show the cancer got smaller.

LUKE
A lot smaller.

Annabelle cuts him an angry look. He's on her shit list, too.

BEN
So you're okay.
JACKIE
I'm still sick, but I'm better.

ANNABELLE
You **lied** to us when you never told us!

Ben hadn't thought of that. Nods now, yeh.

JACKIE
That's right. And you're mad.

Annabelle just glares with all the hatred she can turn her fear into.

JACKIE
I know how scared I get when
you're sick. So I waited to tell
you. Until it was getting smaller.
I thought that was best, maybe I
was wr...

ANNABELLE
You lied. If you lied then,
maybe you're lying now. I can
never believe you again!

LUKE
Annabelle, never say 'nev...'

But Jackie's raised her hand. Jump back, Jack. The eye contact
with her daughter never breaks.

JACKIE
We make mistakes. And we forgive
each other. Because we love each
other, very m...

ANNABELLE
Where's Rache? It's Thursday,
we get to be with Rache!

BEN
(the diplomat)
I'd rather be with Mommy.

ANNABELLE
She's dying and Rache is your
mother now!

She jumps up from the table. HISSES at her brother...

ANNABELLE
You are so STUPID!

And she RUNS, halfway to the door...

LUKE
ANNABELLE!

She turns, STARTLED at the anger in that.

LUKE
You do NOT run out on your moth...

ANNABELLE
YOU'RE WORSE THAN SHE IS! WHY DON'T YOU JUST DIE, TOO?

And BOLTS from the room. In the silence she's left behind.

BEN
Annabelle's worse than everybody.

INT. LUKE AND RACHEL'S BEDROOM - NIGHT

Rachel and Luke cuddled in bed, watching a video in the darkness. At least, she is. Just now, he's watching her.

LUKE
Well, I think you should tell him you changed your mi...

RACHEL
(softly)
It's no biggie.

She's still watching. It's a French-language comedy. She can feel his eyes on her. Never turns...

RACHEL
It's just an assignment.

LUKE
It's Anna Sui, you should be doing it.

RACHEL
Are you hungry? You could make us something?

She's still never looked at him. He can see she's getting irritated. He says nothing.

RACHEL
It's two solid months, around the clock, Jackie needs some cover-age, you're in a trial, what are we talking about? There'll be other assignments.

He kisses her hair and flinches slightly. Tries to pretend it's because she's concentrating on the movie.

LUKE
They're my kids.

**RACHEL**
Great, wallow in guilt, you sure you're not Jewish?

A long beat. He snuggles closer. They watch together.

**LUKE**
She's not gonna die.

**RACHEL**
I know that.

**INT. JACKIE'S BEDROOM - NIGHT**

Jackie and Ben cuddled in bed, watching a video in the darkened room. It is not a French Comedy. They are, however, eating popcorn.

The door opens. Annabelle stands motionless, composed. Her face looks like she's been crying. She clears her throat...

**ANNABELLE**
I'm sorry you're sick.

From across the room. Jackie stares at her.

**JACKIE**
I can't hear you.

**ANNABELLE**
THEN TURN OFF THE CARTOON!

Jackie cups her hand to her ear. Shakes her head, can't hear a thing. Waves, come on over. And slowly...

...Annabelle does. Crawls up into the bed, on the opposite side from Ben. Into her mother's arms. Jackie kisses her head, strong. Big smile.

**ANNABELLE**
I said...

**JACKIE**
...I'm not deaf, y'know.

They grin at each other. Like equals. Jackie picks up the remote, cuts OFF the sound. And when Ben turns to her...

**JACKIE**
(singing)
In the still...still of the ni-ight...I held you...held you so ti-ight...

**BEN**
That's Rache's song!

**JACKIE**

Sugar. I was slow dancing to that song before Rachel was even born.


**JACKIE**

You think she's the Queen of Cool?

Jackie shakes her head. Pulls down the covers, pulls up her t-shirt...

**JACKIE**

Does she have a tattoo?

The butterfly. Just below her navel. Ben has seen this before, of course. Touches it, with his small hand.

**ANNABELLE**

He wouldn't know. I saw her in the shower!

And...?

Ben looks to his sister. For the verdict. Annabelle shakes her head. Nope.

**ANNABELLE**

She is only the Princess of Cool. Mommy is the Queen!

**JACKIE**

She is but an arriviste.

A new word, apparently.

**JACKIE**

A newcomer. She's still got a thing or two to learn.

Annabelle nods. You betcha.

**JACKIE**

(resumes singing)

I held you...held you so ti-ight...

(to Annabelle)

You sing lead, you've got the voice...

She bumps head gently with Ben.

**JACKIE**

The stud and I will doo-wop.

And as they doo-wop the back-up...
ANNABELLE
(sings)
For I love...lo-ove you sooooo...
promise I'll never...Let you go...

ANNABELLE/JACKIE
(sing)
In the still of the ni-ight.

EXT. ELEMENTARY SCHOOL - NIGHT

Parents streaming slowly in for a PTA night. They are chatty, tired, preoccupied. And 95% female.

INT. ELEMENTARY SCHOOL COMMON ROOM - NIGHT

Folding chairs set in rows. Parents taking their seats with coffee and cookies. Up front, a table where a panel of speakers are beginning to gather. A faded banner says PTA -- TENAFLY DAY SCHOOL.

Jackie is nibbling at a single cookie, when...

...a figure slips into the seat beside her. Rachel is juggling a coffee and maybe nine cookies. Drops one. Picks it up. Dusts it off. Jackie is repelled, but has to smile.

JACKIE
Small world.

RACHEL

To prove it, she balances the cookies on her thighs, and produces a notebook. Looks around, and in a conspiratorial near-whisper...

RACHEL
So I have to tell you something in confidence...

JACKIE
You're a cross-dresser.

RACHEL
That. And. Annabelle is over her head. With Brad 'The Dreamboat' Kovitsky.

Does a Groucho eyebrow move.

JACKIE
She hasn't mentioned this.

RACHEL
She was afraid you'd make a big deal out of it.
Jackie is hurt. Covers...

**JACKIE**

Moi?

**RACHEL**  
Toi. They've been 'going out' for two weeks.

Rachel breathless and happy. Jackie attentive.

**RACHEL**  
As you may know, 'going out' in the sixth grade doesn't mean shit. They don't actually go to a movie or anywhere, they don't even eat lunch together, it's just a declaration to the world that they're...

**JACKIE**  
...going out, yeh. I had kids of my own, once.

**RACHEL**  
Anyway. He walks up to her on lunch yard today. And tells her...publicly...that they're 'breaking up.'

Jackie's mouth drops.

**JACKIE**  
Oh, my God.

**RACHEL**  
Right. Which is the whole point of this 'going out' thing, so one of them can dump the other one, and they can imitate the whole passionate adult soap opera tragedy, without ever having to actually date.

**JACKIE**  
She's devastated.

**RACHEL**  
 Doesn't begin to describe it. I mean, you've got cancer, this is serious.

Rachel GRIPS Jackie's arm.

**RACHEL**  
She spent an hour in the girls' bathroom, crying with eight of her closest friends, who are sending the message to every boy in the grade that Brad Kovitsky is yesterday's toast.
Devours an entire cookie in one gulp.

RACHEL
So here’s the point. I pick her up from soccer, she tells me the whole mess, and asks me what to do.

How about that?

JACKIE
And you said...?

RACHEL
Beats me. Ask your mom.

Oh.

RACHEL
So she's gonna. Tomorrow.

Leans closer. Whispers...

RACHEL
Don't fuck this up.

INT. JACKIE’S KITCHEN - DAY

Jackie and Annabelle are sitting at the kitchen counter with maybe twenty hardboiled eggs. They are cracking the shells gently, and carefully peeling them.

JACKIE
Well, did you really think you'd meet someone at eleven that you'd spend the rest of your life with?

Annabelle keeps her eyes on her eggs. A craftswoman.

ANNABELLE
No, but I thought till Thursday.

Oh.

JACKIE
What's Thursd...

ANNABELLE
A debate. Man's inhumanity to woman. He's pro women. I'm con. Ms. Flannery is twisted.

JACKIE
I could help with the debate.

ANNABELLE
(glum)
Great.

JACKIE
(thinking it over)
Actually. I could only help him.

ANNABELLE
Every time I'm on the lunch yard, and he's with twelve of his retarded dorkface little adoring out-crowd henchmen...

JACKIE
You don't like his friends.

ANNABELLE
...they all yell 'There goes the Virgin Queen' or the 'Ice Princess', or some really clever cut like that. Like it hurts my feelings.

They keep peeling eggs.

JACKIE
You wouldn't kiss him, huh?

ANNABELLE
Not with my mouth open.

JACKIE
(softly)
Good girl.

Annabelle's eyes well up. She covers by concentrating all the harder.

JACKIE
And what do you do wh...

ANNABELLE
I call him a fartface or a pervert, or something equally lame.

JACKIE
You have to ignore him.

And on this. Annabelle looks up.

JACKIE
He's not even there. You don't see him, you don't hear him, you're just too much of a woman to bother with little boys.

ANNABELLE
This is a joke, right?
Jackie shakes her head.  Nope.

   JACKIE
   All he wants is the attention.  
   When he can't get to you, he'll try 
   harder for a little while.  Then, 
   he'll give up.  It'll be no fun.

The kid blinks.

   ANNABELLE
   You think Rache would do that?

Takes Mom back a bit.  Enough for her daughter to notice.

   ANNABELLE
   It's just she's younger.  Maybe 
   she remembers how to do this.

Jackie shrugs.  Maybe.  Annabelle studies her.

   ANNABELLE
   This'll work, huh?

   JACKIE
   Oh, yeh.

Annabelle takes heart from her mom's confidence.  Nods, with her 
trademark determination.

   JACKIE
   How many devilled eggs can 
   you eat?

   ANNABELLE
   Maybe twenty.

Jackie surveys the table.

   JACKIE
   We can always go to the store, 
   if w...

A sudden BANGING on the screen door.  They turn to see...

...a breathless six-year-old TUCKER through the screen.  The 
birthday boy at the recent party.

   TUCKER
   Mrs. Harrison...?

   JACKIE
   Tucker, is something wr...

   TUCKER
   How tall is your tree?  The really, 
   really, really, REALLY big...
JACKIE

(shrugs)
Why?
Uh.

TUCKER
How bad would it hurt? If you fell off the top?

EXT. YARD - DAY

AERIAL VIEW of Jackie, Annabelle, Tucker and assorted neighborhood looky-boo kids from SEVENTY FEET in the air. Everyone looks like TINY DOTS running around the lawn. We realize that we are almost at the TOP of a giant EVERGREEN TREE.

We see a patch of red. And now a blue stripe. The wind reveals more -- It's BEN CLIMBING to the very top of the tree. The calling of his name becoming more and more faint in the distance -- His leg MISSES a branch -- causing a cluster of PINE CONES to FALL in front of Jackie -- she looks up screaming --

JACKIE

BEEEEENNNNN!

Jackie's POV -- Ben crouched at the top of the evergreen -- as the wind sways the tree perilously back and forth.

JACKIE

Don't move!

SMASH CUT TO LATER, as...

An enormous CRANE moves through the sky. Jackie holds tightly onto JESSICA, a diminutive five-foot-tall Firewoman, as they soar skyward towards Ben. A slightly condescending tone to...

JESSICA

That's quite a grip you have there Ma'am. Do we have an issue with heights?

Patronized the wrong gal. In a crisis.

JACKIE

(looking her up and down)
I don't care if you're a dwarf, so long as you do your job.

BEN! I'M COMING! STAY THERE!
MOMMY'S COMING!

JESSICA

Ma'am, my arm's going numb, maybe you could loosen your grip just a
little.

**JACKIE**
That's absolutely out of the question.

**BEN! I'M HERE!**

The crane STOPS. Ben has climbed to the top branches of the trees; they SWAY from side to side like a METRONOME.

**JESSICA**
Hello Ben. Your mother says you're real good at disappearing --

Ben tries to climb a little higher -- Branches SNAP.

**JACKIE**
Ben! Mommy's so glad to see you -- Now stop climbing!  
(He keeps climbing)
Ben listen to me...

**BEN**
No! I have to get there.

**JACKIE**
Where Ben?

**BEN**
Before you.

**JACKIE**
Ben where do you have to get to?

**BEN**
Heaven. I have to tell him he's made a mistake. He should take Grammy Martha first. Or Grandpa Norman.

Jackie's heart breaks, unable to speak.

**JACKIE**
Ben. God doesn't like visitors.

**BEN**
How do you know?

**JACKIE**
Ask her, she's a heroic Fireperson. She does this twenty times a day.

**BEN**
Oh.

Jessica begins to crawl out to him on the limb.

**JESSICA**
Oh yeh. It's in our official manual.
JACKIE
That's right, Ben. That's why Firemen have giant ladders and climb up and down poles. They're like... messengers... carrier pigeons... between heaven and earth.

BEN
That's good cause we need to hurry. My mom doesn't have very much time left.

JESSICA
Then you know what we should do? We should go to the Fire Station together and ring the firebell to get God's attention.

BEN
Cause it's an emergency.

Ben opens his arms, teeters, and Jessica HAS him. She reaches him out, and...

...HANDS him to Jackie, alone in the cherry-picker. Jackie GRASPS Ben, pulling him FIERCELY to her arms in a death grip.

From down below, the kids CHEER. The worst is over.

HOLD on Jackie, clutching her baby for dear life. Knowing it isn't.

INT. BEN'S BEDROOM - NIGHT

Jackie stands in the doorway watching her son -- her baby boy -- sleeping. She looks drawn, but even if her body would let her sleep she couldn't.

JACKIE
(a whisper)
God...I will do anything...I will go through any amount of pain you give me. If you'll just let me see them grow up.

A slow ragged breath.

JACKIE
Is that asking so damn much?

She leaves the room soundlessly. Ben stirs.

ANNABELLE'S BEDROOM - LATER THAT NIGHT

Annabelle sleeps soundly in the glow of a night light. Jackie appears, leaning down to rouse her gently.
JACKIE
Annabelle...wake up honey...

ANNABELLE
(sleepy)
Mom? What's wrong?

JACKIE
Nothing sweetheart.

Jackie sits on the edge of the bed, stroking Annabelle's head.

JACKIE
I got Ginny Weintraub to come stay with Ben.

Annabelle's puzzled look. Why would you do that?

JACKIE
How'd you like to go someplace special with me? Right now.

EXT. NORTH VALE STABLES - NIGHT

The light of the full moon illuminates the night and we see Jackie and Annabelle sitting on a horse. Annabelle in front, Jackie with a strong hold on her. Both have their nightgowns tucked into their jeans, coats over them.

JACKIE
Hold tight, sweetheart.

She KICKS the horse forward and they HEAD OFF toward the rolling hills in the distance. Jackie and Annabelle ride faster and faster along the trail. Jackie has one arm firmly around Annabelle's waist and controls the horse with the other. Jackie closes her eyes for a moment, allowing the wind to wash over her. The smells and sounds of the night seem to free her, give her strength. Annabelle relaxes against her mother and giggles with delight. Jackie soon joins her, and the sounds of their laughter break the silence of the night.

They come to a stop at the crest of a small hill and we now see the tears on Jackie's face. Annabelle can't see, and stares out at the moonlit valley before them.

JACKIE
I'm never, never going to forget this.

Annabelle snuggles back. Happy.

ANNABELLE
Never say never.

Jackie kisses the top of her baby's head.

JACKIE
You're old enough to learn the loophole. You can say 'never, never'. If you mean it enough. To say it twice.

Annabelle yawns. So content in her mother's arms.

  **ANNABELLE**
  I'll remember. Always, always.

So Jackie grips a little tighter. Breathes a single word, just loud enough to hear...

  **JACKIE**
  Promise.

**EXT. JACKIE'S HOUSE - DUSK**

Rachel and Luke heading up the path to Jackie's door. It is early winter. Stark trees, a light snow on the ground. Rachel pulls her coat tighter around her.

**INT. JACKIE'S FRONT DOOR - DUSK**

Ben rumbling down the hall to the door. Stands in front of it, as the bell RINGS again.

  **BEN**
  IS THAT YOU?

  **RACHEL (O.S.)**
  IT'S YOUR GIRLFRIEND, BIG GUY, OPEN UP.

So he does. Gives her a sweet hug.

  **LUKE (O.S.)**
  Hey. Remember me?

He enters behind her. SCOOPS his body in the air.

  **LUKE**
  (John Wayne)
  Listen up. That's a pretty big love you're givin' my best girl, pard.

  **BEN**
  (Clint)
  Listen sideways. I love her and you love her. Now what are we gonna do about it?

They follow Rachel down the hall...

  **LUKE**
  (Mister Rogers)
  We'll share. Like good neighbors.
They enter the living room. Annabelle sits sullenly in front of the TV. Her overnight duffle and book bag and coat piled beside her.

**RACHEL**

Hey, gorgeous, where's Big Mama?

No answer. Annabelle worried about something.

**RACHEL**

She still packing for her trip?

**ANNABELLE**

I killed my math quiz, A-minus.

They slap FIVE. Go through the ritual of a three-step black guy handshake.

**RACHEL**

And...other things? At school?

Annabelle cuts a look in Luke and Ben's direction. Please not in front of the menfolk.

**RACHEL**

We'll talk. I'll go check on Mom.

Annabelle frowns at Mom's name. Rachel strokes her. Heads down the hall...

Knocks at the open door to Jackie's bedroom, where Jackie is calmly, meticulously, laying out things beside her large open suitcase. She waves Rachel in, and keeps working.

**RACHEL**

(checking out the stuff)

It's gonna be cool, huh?

Bulky sweaters. Wool things.

**JACKIE**

I can never figure weather. Last trip, I made all the wrong choices.

Rachel and we have a better angle now. Jackie looks awful. Drawn, weak, masking pain with obvious courage.

**RACHEL**

Bad day?

Rachel sits on the edge of the bed. Jackie turns away, goes to her open chest of drawers.

**JACKIE**
Can't complain.

Even her voice is carefully under control. Awkward, Rachel looks around the room. A stack of photo albums, scrapbooks, open. Works in progress.

RACHEL
Can I look at the pictures?

JACKIE
It's a mess, right now. That's my project when I get back.

So quiet, we can hear a clock TICKING nearby. Rachel's gaze returns to the bulky sweaters. Holds there.

JACKIE
See, I'm not going to Houston, after all.

Like you obviously figured out.

JACKIE
There's this clinic in Montreal. We've studied their process, we like their success rate...

Two women nodding, in a calm, matter-of-fact way. As if discussing recipes.

JACKIE
They combine some compounds that have been getting results in France, with vitamin injections. Seems to activate the chemo...

Silence.

RACHEL
So. Hopeful.

JACKIE
It's promising, this one. We're upbeat.

Rachel swallows. She's out of words.

JACKIE
I really look like shit.

RACHEL
You look sick. But you look... together. Mentally tough.

JACKIE
Yeh, that's bull. I'm going for serene, they say some actually get
there.

A shrug. The first bitterness to seep through.

JACKIE
Prob'ly low percentage on mothers.

She sits, unceremoniously, right on the floor. Pantomimes a smoke. Rachel goes into her bag.

JACKIE
You try to center on the big issues, y'know. What it's all about. What this whole trip has meant. But then, the really big issues keep swamping y...

RACHEL
Brad Kovitsky.

Tosses Jackie a pack. Matches next.

JACKIE
You don't have any pot, I s'pose?

Rachel's eyebrows head north.

JACKIE
The primo stuff is great for pain.

RACHEL
I think my 'primo shit' got left in my 'bellbottoms.'

Jackie lighting up. Deep soulful drag.

JACKIE
So. She ignores this little Kovitsky punk, takes the high moral ground...

Reading Rachel's face. Who is already wincing.

JACKIE
(yeh)
He's relentless. A major asshole.

RACHEL
(nodding)
And you said...

JACKIE
What else? Keep on keepin' on.

Oh. Rachel tries to hide her disappointment.

JACKIE
She has to stick with it. Have the patience, the guts, to ignore
the pain. You disagree?

Half a beat. Rachel shakes her head, nope.

**RACHEL**

(softly)
Hey. You oughta know.

**INT. LUKE AND RACHEL'S DEN - NIGHT**

Luke sits with Ben, building a gigantic magic castle from a million Leggos. It's architecturally interesting. Through the window behind them, a cold winter rain.

**RACHEL (O.S.)**

God, sorry I'm so late...

She is entering, peeling off her jacket. Tired as hell.

**RACHEL**

Duncan is doing his Himmler imitation on this gig. I got yelled at for quitting at eight.

Under Luke's patient exterior, the stress is showing. As Ben watches, he replaces a key piece of the turret...

**LUKE**

Yeh, well, I'll be up all night on this brief. And then...

He shoots her a **really** sorry look...

**LUKE**

I've got a morning plane to Boston for the depo. Back Sunday night.

Wow. They lock eyes in the bond of 'what are we gonna do?'

**RACHEL**

No problem.

**LUKE**

I made that paella you liked.
It's on the stove.

She kisses Ben's head, Luke's mouth, that one lingering a little. Then, down the hall to...

...the kitchen. Annabelle sits with her homework stacked, untouched. Staring out the dark window. Clearly, this is worse than death.

**RACHEL**

Lemme guess. A bad hair day.

Annabelle TURNS like a hunted animal...
ANNABELLE
She told me to keep ignoring him!
So I did it!

Not a good result, huh?

ANNABELLE
You know what that creep and his frogfaced footmen are calling me now? In front of the whole world? Frosty, the Snow Bitch!!

RACHEL
That's so weak.

ANNABELLE
Here's weak...Mom said she was gonna talk to the teacher and Brad's parents!! Can you believe the humiliation??

RACHEL
Honey, she won't d...

RACHEL
I told her if she pulled that, I'd kill myself, and she could go to my funeral for a change!

For a change. That's where this is coming from. Rachel reaches her arms around her...

RACHEL
(murmurs)
Hey. Hey. I've personally never gone to a funeral. And I'm not starting anytime soon.

The phone begins to RING...

RACHEL
(a whisper)
Specially not in this family.

Keep RINGING. Rachel checks her watch. Shit.

RACHEL
Nine o'clock. That could be your mom from Montreal. Now you need t...

But Annabelle BREAKS LOOSE from Rachel's arms and BOLTS out of the room. Rachel watching in despair. Lifts the phone on the sixth ring...

JACKIE
(bright and soft)
Hi. How's the vitamins up there? Having big fun?

INTERCUT throughout: Jackie in a hospital gown. At the window of her room, rain pouring down on Montreal.

JACKIE
Eat your heart out. Is Annabelle there?

RACHEL
Yeh, she's...I'll get you Ben first, it's past his bedti...

JACKIE
How's she doing with Brad?

A beat.

RACHEL
Can I say one thing? I mean, the last thing I want to do is interfere on the Brad thing, b...

JACKIE
Thanks, but it's under control.

A shorter beat.

RACHEL
Yah? Well, even the best mom in the world, the smartest, the wisest, whatever. Needs to know when to find a Plan B. Cos Plan A is not and will n...

JACKIE
(tired, short)
It's covered, okay? I appreciate your concern. Can I talk to her?

And real quiet...

RACHEL
I'll get Ben.

INT. ANNABELLE'S ROOM - MOMENTS LATER

Annabelle lies on her bed in darkness. Clutching her pillow. Lights streams in as Rachel enters. Sits on the bed, next to this furious child. Puts the cordless phone by the pillow.

RACHEL
Annabelle, I know you miss your mother. So why don't you say hello.

ANNABELLE
Why don't you say hello?

RACHEL
Annabelle pick up the phone.

ANNABELLE
Annabelle pick up the phone.

RACHEL
That doesn't bother me.

ANNABELLE
That doesn't bother me.

RACHEL
You think this is funny?

ANNABELLE
You think this is funny?

RACHEL
No. I think it's ugly.

ANNABELLE
You're just a stepmother. So stop bossing, cos nobody's listening!

RACHEL
(even, in control)
June 3rd, God willing, I'll marry your Dad. And then I will be your stepmom. And right now, I'm not looking forward to th...

ANNABELLE
Suits me fine!

Rachel cooks her head to one side, like she's seen Jackie do.

RACHEL
Stepmother. You think that means you can step on me? Over me? That you're one step ahead of me? Well, you're not.

Strong voice. No smile at all.

RACHEL
You know when girls grow into women? When they have to. And this is your moment, kid. Ready or not.

Picks up the phone.

RACHEL
(low)
Your mama is in a hospital, far away.
She needs you, right now. She needs you to be big. To put the kid aside, and help her get well. Now. Fucking. Do it!

CLICKS the phone ON. Hands it to her.

ANNABELLE
(tears on her face)
Hi, Mom. How are you feeling?

As Rachel leaves, silently, we...

INTERCUT throughout: Jackie at her clinic window. Cellular at her ear.

JACKIE
Darling, I've been thinking about our little Brad problem? And I think it's time we move to Plan B...

ANNABELLE
You cannot believe what he said, it was the worst instant of my total life on Earth!!

JACKIE
I know. I know how rough life can be. And how unfair. So here's what we do. Tomorrow, on the lunch yard, you walk straight up to that little jerk...

ANNABELLE
And bring my knees up, real hard, yeh?

JACKIE
No, that never solves anything. You talk like the big girl you are. About what you feel. And how he's hurt you. You know? You tell the truth.

Nodding to herself. Knows this is right.

JACKIE
You use your words.

EXT. SUBWAY CAR - DAY

An actual SUBWAY CAR filled with PAIRS of animals, cats, rabbits, dogs, two horses peeking out a window, peacocks. Noah's Subway, so to speak.

Duncan and his client watch as Cooper assists Rachel, who SHOOTS the menagerie from low ANGLES. At last, she lowers her camera. Check her watch. Shoots Cooper a knowing look. And HANDS HIM the camera. WAVES to her subjects...
RACHEL
I love you guys. You're animals!

And starts WALKING OFF down the tunnel. Duncan looks at his watch, then JUMPS up, TEARS after Rachel, GRABBING her arm, SPINNING her around, he faces...

...someone ready for this.

RACHEL
It's 1:45, I told you there's no one to pick up Annab...

DUNCAN
But you're not done!

She licks her lips. Stands her ground.

RACHEL
I've got it. It's in the can, Cooper can wrap th...

DUNCAN
We don't KNOW if you've got it, we haven't SEEN it yet! Now go back and FINISH!

Her glare says do NOT fuck with me. The mother lion look we've seen on Jackie.

RACHEL
Which part of no don't you understand?

DUNCAN
Look, I will send a P.A. to pick up the children. There are agencies that supply sitters, nannies...

RACHEL
They're losing one mother. They can't lose two.

The bottom line. He looks as freaked as she is determined.

DUNCAN
You're making a career decision here, I would strongly sugg...

RACHEL
Duncan. I've got an even better idea...

She leans forward. In his face. So she barely has to murmur.

RACHEL
I. Quit.
A beat.

DUNCAN
You can't do that, I won't let you!

RACHEL
No, no, no, this is a job that's hard to keep, not a job that's hard to lose, can't be both.

DUNCAN
Rachel, don't do this, you will never forgive yourself!

She thinks that over. For half a second.

RACHEL
Actually. I just did.

And without further fond farewell...

She is gone.

EXT. CAR POOL LINE, ELEMENTARY SCHOOL - DAY

The last cars are pulling away. Some kids are still playing sports. And sitting on the ledge by the flag pole...

...two children. The little boy is reading his Garfield book for the three hundredth time. His big sister is simply crying, openly, for a disinterested world to see. A car SCREECHES up. The driver BLASTS out the door, RUNS to us...

Then crouches slowly. At Annabelle's feet.

RACHEL
Oh, baby, I'm so sor...

ANNABELLE
IT'S NOT YOUR FAULT!!

Rachel is dying inside. Reaches to brush at Annabelle's tears, but the child SMACKS her head away.

RACHEL
Ben, go sit in my car right now, and I will bribe you big time.

Excited, he runs off.

ANNABELLE
I did what she said. I used my words, I told him what I felt, and they...

RACHEL
...laughed, yeh. They laughed real hard.

Annabelle nodding BIG, gulping back tears.

**RACHEL**
That's because men can be scum, your precious father excepted, may you live to find one like him, it is damn hard.

And wraps her arms around the girl...

**RACHEL**
(looking around)
Now is that little prick still here, because if he is, I'm gonna rip his fucking heart out!

**ANNABELLE**
No, his mother's always on time.

Great.

**ANNABELLE**
And Mom says anger never, never solves anything. It makes everything worse.

**RACHEL**
That's because your mother is a fine person, finer than I will ever be. Now, just this once...

Just this once.

**RACHEL**
If I tell you what to do. Can we cut a deal?

Annabelle stops crying. This is what she has prayed for.

**RACHEL**
Tomorrow is Friday, your mom comes home. You tell her you did what she said. It didn't work yet. But you're gonna talk to Brad again on Monday.

Leans close...

**RACHEL**
And you don't tell her. What you're going to say.

**ANNABELLE**
Not use my words, please!
RACHEL
(smile)
No, baby. You're gonna use my words.

The sun dawns. On a child's face. Rachel brushes the tears away. They won't need them anymore.

RACHEL
Okay, let's start with looks. I know he's handsome, but the best-looking people are so vain, there's always something they're insecure about.

Annabelle shakes her head. Nothing.

RACHEL
Does he have zitz? We can call him Pizza Face.

Nope. None.

RACHEL
Help me here...

ANNABELLE
Uh. He thinks his nose is too big. But it's not.

RACHEL
Great. Big ears, too?

ANNABELLE
No. But they stand out, a little. Like this.

Shows how.

RACHEL
Done. He's a dead man.

Rachel stands up. Walks in circle, thinking. Comes back. Strikes a pose.

RACHEL
Monday lunch, you walk up with attitude, you hear me?

Finger STABS out...

RACHEL
(as Annabelle)
Hey, Ear Boy!
(does the ears)
Listen up, Rhino Face, because I'm saying this one time! So your
pathetic, no-life, ass-kissing little groupies here, better take notes!

Annabelle is swooning with joy.

**RACHEL**
(as Annabelle)
I dumped you, limp dick, when I got a peek at your deformed unit, which is sadly microscopic!

Annabelle laughing, applauding.

**RACHEL**
(as Annabelle)
As for your pitiful knowledge of sex? I'm not wasting my time with some loser who doesn't even know what snowballing is!

Annabelle raises her hand.

**ANNABELLE**
Uh. What is it?

**RACHEL**
Oh. It's an incredibly disgusting, and not remotely sexy thing, that they described in a movie I'd never let you go to. But it's real. Does he have an older brother?

**ANNABELLE**
In high school.

**RACHEL**
He'll be impressed. The clincher is, you walk away, then whip around...

Like this.

**RACHEL**
The guy I see is in the eighth grade at Prep School, and he laughs his ass off every time we talk about you.

**ANNABELLE**
But Rache...

**RACHEL**
A suitable boy, will be at this flagpole, on Monday, with a very expensive bike, and he will be a stone FOX if I have to call an escort service!

The kid. Is breathless.
RACHEL
Now let's go stuff you full of junk food.

Wraps an arm around her.

RACHEL
I've had the worst day. Till now.

INT. NEWARK AIRPORT - DAY

Arriving PASSENGERS are filling through the gate. Last, is a female FLIGHT ATTENDANT, WHEELING a gray-faced Jackie in a collapsible wheelchair. The woman leans to her...

FLIGHT ATTENDANT
We'll get your bags, and the taxis are just...

Jackie GRIPS the wheel, STOPPING them. Stares, frozen, as across the way...three faces stare back.

RACHEL
(sheepish)
Surprise?

And Jackie LEAPS out of the wheelchair, RUNS across the distance, runs to SCOOP her babies in her arms...

JACKIE
It's a miracle! I can walk!


INT. JACKIE'S HOME - DAY

Rachel carrying the suitcase, Jackie has each kid by the hand, as they troop through the house to arrive at...

...Jackie's bedroom. Where Jackie freezes. Her mouth OPEN. For Rachel has...

...HUNG striking black and white PHOTOS of the children all OVER the room. One is of Ben's FEET, left shoe on right foot and vice-versa. Another glimpses Annabelle's beautiful FACE hidden in her hair. Ben sitting in a cupboard. Annabelle a bold ear of corn. Ben sitting on the bottom limb of the huge evergreen. Annabelle kissing her horse's muzzle.

Jackie just stands. Trying not to cry.

JACKIE
Okay. These are good.

BEN
She know he did. Looks across the room at Rachel. No more words.

**BEN**

Let's go to the park!

Jackie sighs. Smiles down at him.

**JACKIE**

I've got a lot of medicine in me, sweetie. And I'm a little wobbly for driving or running ar...

**BEN**

Rache can do that part.

Jackie absorbs that. And all it portends.

**RACHEL**

(softly)

Hon, maybe your mom would like t...

**JACKIE**

...go to the park. In the worst way.

Silence.

**ANNABELLE**

(grins)

Well, with Rachel driving. That's how we'll go.

**EXT. PARK - DAY**

LONG ANGLE...five swings in use. In four, the kids are pushed by moms or nannies. In the fifth, Ben is pushed by Annabelle. Guess who's going the highest. PULL BACK to...

...two women on a bench. Under a starkly bare tree. Jackie is drinking in the air, the cold, the day. Rachel watching that.

**RACHEL**

Serene. You're getting the hang of it.

Jackie doesn't answer for a beat. Almost as if she hasn't heard.

**JACKIE**

Serene means you accept.

Shakes her head.

**JACKIE**

Part of me hasn't quit yet. And the other part is still pretty outraged.
(calmly)
When it's not terrified.

Watching the world of moms and kids. Who are not terrified.

JACKIE
I'm thinking. Do I know you well enough to really chew you out?

RACHEL
No.

Jackie turns to her. Diamond laser glare...

JACKIE
Have you lost your mind?! You fought years for that job! And you quit?!

Oh. That.

RACHEL
It's just not the right time t...

JACKIE
Do what you've worked your whole life to do?

RACHEL
It was just a job, there'll be plenty of others.

JACKIE
You mean, after I'm dead?

Do you?

RACHEL
Hey, you haven't quit on you, I'm sure as hell not gonna. I just mean, I'm juggling a lot right n...

JACKIE
Juggle it! Move the darkroom into your house. You've got that room downstairs with the treadmill Luke never uses anyway. Don't lose your confidence. Don't lose your edge.

RACHEL
It's the same choice you made.

JACKIE
Yes. I made the choice that was right for me. And I don't regret it. But even for me, there were days when I felt so lost, so invisible. And then I'd hate myself for
the kids not being enough.

Reading Rachel's face.

JACKIE
(soffer)
I know you, huh? The car pools, he measles, the PTA. It's not gonna be enough for you in the long run. You have to think long term.

RACHEL
I just want to spend time with them when I'm not rushing or on the phone or tired or...

JACKIE
That's motherhood. That's the job, with or without a career. I'm telling you the biggest gift you can give them is your happiness. They need you to be happy.

Can you hear me?

JACKIE
Cause if you're not, the easiest person to blame is the guy sleeping next to you. And you'll push him away, and then hate him even more when he goes, until finally you have no choice but to leave. And that can't happen.

Rachel's turn to wonder. She starts to say something, thinks better of it. Asks instead...

RACHEL
That's the bottom line, isn't it? I can't make a mistake. Because it'll screw your kids.

Glances over.

RACHEL
My advice to you? Don't die.

JACKIE
Feeling the pressure?

Rachel's eyes move across Jackie's face. Then, out to Ben, on the distant swings.

RACHEL
Last time I pushed him? He said, 'Higher, Rache. It makes my penis sting.'
Thin smile. Now it's Jackie watching Rachel's profile.

**RACHEL**
I'm gonna buy him that white dove for Christmas. If I don't, you'll get him a fucking eagle!

Jackie keeps watching her. And in a quiet voice...

**JACKIE**
Ben was born in two hours, went right to my breast and camped there for three days. Always with this...mischievous look...

Watches Rachel nodding, absorbing.

**JACKIE**
Somehow, his blanket always looked like a cape, even the nurse said that. He loves to hear that story, over and over. How he was born a magician.

**RACHEL**
(softly, never turning)
And her...?

**JACKIE**
Took 28 hours. She just wasn't sure about entering this world.

Watches the feeling well in Rachel's eyes.

**JACKIE**
The doctor wanted to go in and get her, but I knew she'd come in her own time.

Rachel nods. It fits.

**JACKIE**
That's who she is. Don't let anybody rush her.

Silence. A murmur...

**RACHEL**
I'll keep that in mind.

Rachel settles back. Her eyes now locked away somewhere private.

**JACKIE**
(quietly)
What?
Rache smiles. That Jackie sensed something.

RACHEL
It's not about the kids.

Looks over. Decides whether to ask...

RACHEL
That thing you said before. Pushing the guy sleeping next to you away. Because of what you gave up for motherhood...

JACKIE
Is that what he told you?

RACHEL
He won't discuss it. Just calls it history.

A trace of edge to Jackie's smile. But no real anger.

JACKIE
Well, he got that part right.

Looking. Looking.

RACHEL
So what's the part he got wrong?

An urgency in that.

RACHEL
I got all day.

EXT. COURTHOUSE STEPS - TWILIGHT

Luke and his bulky briefcase, coming down the stone steps two at a time, until...

...he sees her. In her winter coat. Smoking as if it could keep her warm. And despite her tension, he grins, heads over.

LUKE
What a great surpri...

RACHEL
Hold your applause. We're not having fun, here.

And from her face. She means every word.

LUKE
(concerned)
Is Jack okay?
Great. Just what she wants to hear.

RACHEL
Oh yeh, she was cracking me up. Dishing details of her sordid little divorce.

Ah. A beat. To assess the damage.

LUKE
And you freaked. A little.

Hey...

RACHEL
Just like to make sure. That your past. And my future. Are real different.

LUKE
(quietly)
Well, they will be.

RACHEL
(hard and low)
Imagine my relief. So what's for dinner?

He sighs. Jesus.

LUKE
Why in the world would she t...

RACHEL
You took a fishing trip with the boys. Liked it so much, you took another.

LUKE
I needed some time away.

RACHEL
...while she watched the kids. Then, you booked this flat in Paris for your family's summer. But she said...

LUKE
(weary)
'...the kids have camp. Their friends are here. Over there, I'll just be shopping in a language I don't even know. My life, and the kids' lives, aren't here to service your mid-life crisis.' Did it go like that?

It did. People are passing them. They do not notice.

LUKE
She called it a fight. The fight.

RACHEL
What do you call it? You told her you had doubts.

He looks around. People are moving on. Toward their drinks, their dinners, their lives.

LUKE
Can we go sit somewhere?

RACHEL
Let me put it this way. Hell, no.

And takes out her cigarettes. Her fingers fumble slightly. It isn't the cold.

LUKE
I told her I loved her.

RACHEL
By way of saying you were unhappy.

LUKE
Restless.

RACHEL
Excuse me. 'Things are so confusing for me, Jack. Our life feels too comfortable, too safe, too predictable. It's a partnership, it's juggling schedules. When I think of playing that out, every day, for the rest of my life...'

Dead at his eyes. And he nods. Once.

LUKE
(softly)
'...I don't know if I can make it.'
That's what I said. But I didn't leave.

RACHEL
No, she threw you out. What a difficult woman.

Pulls out her box of matches.

RACHEL
So now I get to wait...

A single match...

RACHEL
For the first sign. The first
fishing trip...

STRIKES it. Shields it from the wind.

RACHEL
What do you figure, Luke? When am I too old to be exciting? When your daughter brings home her college roommate?

Lights her cigarette. As he watches.

LUKE
(softly)
That's a pretty ugly thing you just said.

RACHEL
No, here's ugly. 'I love you, babe. It's just our life together I'm not so sure about...'

Big draw. Never wavering from his eyes.

RACHEL
'But keep dancing, and if you're lucky, I might just never leave, who knows?'

LUKE
That's not us.

RACHEL
Because you've changed so much.

He puts his hands on her, gently. But she flinches. So the hands come away.

LUKE
You want me to show you the future. Well, I can't darlin'.

I can't. She searches the lovelight in his eyes. As if she could weigh it.

LUKE
We make our lives, one step at a time. We do the best we can. The truth about the future? A promise. Is only a hope.

RACHEL
How about the promises we make to our kids? About their future. Do we shrug those off, just that easily?

That slows him down.
RACHEL
Maybe Annabelle deserves to find out who really broke up her family. While her mom is still around.

Stops him. Cold.

RACHEL
(quiet)
Hey. Just a thought.

Flips her cigarette to the gutter. Shrugs...

RACHEL
You got one less for dinner.


LUKE
Where you goin'?

RACHEL
I'm gonna get me a drink.

Nods, to herself.

RACHEL
And I'm gonna drink it alone.

And she walks off. Slow.

EXT. CAR POOL LINE, ELEMENTARY SCHOOL - DAY

Ben alone in the back seat. Reading his beloved Garfield book. Shift ANGLE to see...

...the women standing by the car. Rachel looks a little anxious...

RACHEL
You really didn't have to come, you know. I'd have brought them straight t...

JACKIE
(staring at something)
Who in the world is he?

See now, across the way. A gorgeous BOY, dressed cool, stands holding an expensive bike. And chatting happily with Annabelle. In the distance, other kids pretend they aren't watching.

RACHEL
Looks nice enough to m...

JACKIE
He looks familiar. Did he do a
Calvin Klein ad?

Across the way, the boy leans, kisses Annabelle sweetly on the cheek. Waves to her. Peddles off. In distance, kids are dying. Annabelle pretends not to know that. Just walks casually toward us, but as she approaches, she can't help breaking into a RUN, straight...

...into RACHEL'S ARMS.

ANNABELLE
(breathless)
It worked! worked! Omigod, you can't believe the look on his face!!

SQUEEZING Rachel tight enough to crush her bones. And although Rachel hugs back, although she kisses Annabelle's hair...

Her eyes are locked to Jackie's.

Houston. We have a problem.

EXT. JACKIE'S YARD - DAY

Rachel alone by the weathered redwood swing and slide set. She is pacing in a circle, looking like a kid waiting to see the principal. Sucking her cigarette like smoke was oxygen. She picks a bottle of beer off the grass. Twists the top. Settles awkwardly on the seat of the taller swing.

HEAR the screen door open. Bang shut. Rachel takes a sip. Before she looks up...

JACKIE
(low, calm)
Now we're going to have a fight, you and I.

RACHEL
(barely audible)
Are we.

JACKIE
And I'm going to win.

RACHEL
(straight to her eyes)
Don't be too sure.

No anger in Jackie at this moment. The ferocity of that mother lion. The strongest face we'll ever see.

JACKIE
Now, 'limp dick', I know. What. Is 'snowballing'?
RACHEL
It doesn't matter, I didn't tell h...

JACKIE
Because there'll be, oh, 20 or 30 mothers phoning me in the next hour or so. And they'll b...

RACHEL
Give 'em my number.

Jackie on the prowl around this swing. Stalking her prey.

JACKIE
Actually. They'll want Annabelle's mother.

RACHEL
Is that what you're worried about? Looking bad at the PTA?

JACKIE
You are defending what you did?

RACHEL
Right down to the ground. Let's get to it.

Not quite what Jackie expected.

JACKIE
You put filth in my child's mouth.

RACHEL
Aw.

JACKIE
You had her lie about that... that fancy-boy model!

RACHEL
Worked. Like a charm.

Jackie cannot even believe this.

RACHEL
She was beaten, and bloodied, and it was going to go on, uni...

JACKIE
So you became the hero. And I became the schmuck.

Straightening her spine...

JACKIE
You taught my child that I am some
limp dick loser. Who didn't care about her pain.

RACHEL
That's not wh...

JACKIE
You think I didn't have some dirty words for that little putz? You think I couldn't figure out some low blows?

RACHEL
You weren't passing 'em out.

JACKIE
Well, maybe your version of growing up is 'Just win, baby'.

Stalking. Closer. Fierce.

JACKIE
Mine. Is a little different.

Right there. At the swing. In her face.

JACKIE
See, in that crisis, I saw an opportunity. For some real growth.

RACHEL
Oh please.

JACKIE
Shut the fuck up. I didn't go behind your back.

The one scored. Rachel sips her beer.

JACKIE
Doing the right thing. Knowing who you are, inside. Not caving to peer pressure, or lowering yourself to that level, steering your own course...

RACHEL
She wasn't steering her own course, she was steering yours.

JACKIE
Well, that's what parenting is about, little girl. They are pleading to know how they are supposed to do it. And you sure as hell showed her.

Silence.

JACKIE
And there will come another moment. When the stakes are really there. And she will look back on this. And remember how good it felt. How easy it was.

**RACHEL**

And she'll fight back again. God help me, what have I done.

Jackie's voice drops. The softness makes it somehow more menacing...

**JACKIE**

You've turned her into you. And I may not get another chance. To turn her back.

**RACHEL**

(suddenly fierce)

That's what it is. And that's all it is.

The hand with its cigarette STABS out...

**RACHEL**

You won't get the chance.

Jackie back on her heels. Thinking. A mile a minute.

**JACKIE**

You've got a point there, for a change. Oh, yes you do.

HER finger stabbing out.

**JACKIE**

You didn't get **morning** sickness for seven months, you didn't **breast feed** till your **nipples** fell off, you didn't spend every **minute** of every day thinking and planning and knowing that your decisions were shaping the **people** they were going to be...

And now Rachel. Has nothing to say.

**JACKIE**

You are gonna be taking Ben's training wheels off. You are the one my little girl will confess her first **love** to. You will see them **married**, you will play with their **babies**, you fucking BITCH, I hate your GUTS!

The blast washes over Rachel. And in the silence...
RACHEL
Now you're talking sense.

She looks down at her beer.

RACHEL
All year long, I've been watching how you do this. The worries, the sacrifices, the signals you give them...

Thinks. Really thinks. Wants so much to say this right.

RACHEL
And I admire you. More than you'll ever believe. And yet...this...thing...has been growing. Inside me.

Looks up. Straight to her eyes.

RACHEL
For better or worse. I'm not you.

And so she stands up. The swing shimmies in her wake.

RACHEL
I can't live my life channeling the One True Mom after you're gone. I can't do it. I can't do it. I can't. Do it.

Sets the beer down. Stabs out her smoke.

RACHEL
We have to deal with that.

And walks off, slowly. Across the yard.

INT. INDOOR RIDING RING - TWILIGHT

Huge indoor space. Wood-sided walls, dirt floor. High corrugated metal roof, with birds flying, roosting in rafters. A little GIRL, under the keen eye of her TRAINER, puts her mount through its paces. In the cold air, steam rises from the horse's body. It's late, no one else around. TRACK now...

...down a walkway. Toward the stables. A barn cat is crouched, stalking prey. We hear a soft voice, speaking. One we know...

LUKE (O.S.)
It was like telling her...

See him now. Standing awkwardly, against the side of a stall.

LUKE
...that I didn't love her anymore...

See the horse, still steaming. Standing patiently.
LUKE
...if I could be sure I'd always stay.

Circling the horse now, we see Annabelle's back. She is slowly brushing out the sweat mark. Where the saddle used to be. Her movements are stiff, mechanical. The soft voice continues...

LUKE (O.S.)
She said, 'This thing you call a partnership. The schedules, the chores, all the things we have to work out...'

Our ANGLE CIRCLING to see at last Annabelle's face...

LUKE (O.S.)
(soft)'
"...for the kids.'

The tears that stand in her eyes. The set line of her small mouth.

LUKE (O.S.)
'...that's the life I dreamed of. And it's all I ever wanted it to be.'

She swallows. Because she will not cry.

LUKE (O.S.)
That's the kind of person your mom is. She's the best.

Annabelle says nothing. She drops to her knees. Begins to clean out one of her horse's hooves with a metal pick. The only sound against the stillness.

And her father watches. His heart pounding.

LUKE
I complained a lot, baby. We couldn't travel, we'd lost our privacy, our chance to do things on the spur of the moment. To live for...ourselves. The way we'd started out.

He goes to her. The sound of his feet on the straw.

LUKE
And she said. Sounds like you'd be happier. If the kids weren't around.

Crouches down. Very close to his child.

LUKE
I said. I love them more than anything. But sometimes... I do
miss what I've lost.

Annabelle stops working. Turns her faces away.

**LUKE**
She said she could never feel that way, not for one single second.

So he leans closer.

**LUKE**
She didn't want to be with someone. Who could.

Silence. He's staring at the back of her head.

**LUKE**
You know, this horse smells really bad.

**ANNABELLE**
There's worse things.

At least she can talk. If only just above a whisper.

**LUKE**
Do you know why I never told you all this before?

A beat. She doesn't look at him.

**ANNABELLE**
Sure. You wanted me to blame her. Instead of you.

Waiting to hear...

**LUKE**
(very softly)
That's right.

She hears honesty. And heartbreak. It makes her turn...

**ANNABELLE**
How come you're telling me now?

He gets lost. Looking in those eyes.

**LUKE**
I don't want to be wrong anymore.

I don't.

**LUKE**
I want to say I'm sorry, because I am. And let you hate me. If you have to.
She swallows hard. Her eyes moving over his face.

LUKE
See that feeling? Where you feel two different things at once? That's a grown-up thing. It's not a lot of fun.

She shakes her head very slightly. And her eyes water.

LUKE
Know why your mom never told you?

She doesn't.

LUKE
She knew that you and her were so...solid. Nothing could rock that. But she didn't want to risk...

The hardest thing. He's ever had to say...

LUKE
...your hating me.

ANNABELLE
Cos she loves you.

LUKE
Cos she loves you. She wanted you to have a daddy to love. Even if he didn't...completely...deserve it.

Now the tears in his eyes. And she's watching that.

LUKE
You know how much love that is? That she has for you.

Do you.

LUKE
There's going to come a moment. When she'll really need you to give that back. And you're just the girl that can do it.

The way he says this. Makes her ask...

ANNABELLE
Now do I know when?

He reaches. First time. Strokes her hair.

LUKE
That moment will come. And your heart is going to whisper, 'here
...it is' Winds his fingers. Around her hand.

LUKE And you'll come through.

She stares in his eyes. And dead straight.

ANNABELLE If I miss it, daddy? You clue me in.

Okay, he nods. That's a plan.

INT. BAR - NIGHT

The dimly chic bar. With its soft upscale buzz. Where Jackie told Luke she had cancer. Tonight, she waits alone. Watching the entrance. Nursing her drink. And then...

...Rachel comes into the place. Spots Jackie across the room. Weaves her way through the tables.

And she is there. Slipping into her seat. Not knowing what to say.

JACKIE Thanks for coming out.

RACHEL Neutral ground. What's up?

Jackie stares evenly. Her chin rests across the back of her knuckles. She looks tired, but okay. Fueled by adrenaline.

JACKIE Luke called. He says you're checking out. Of the Heartbreak Hotel.

The waitress appears. Rachel too locked into the moment to notice. So...

JACKIE She likes a Stolie, no ice.

RACHEL (softly) Double.

As the woman leaves...

JACKIE What's this about? Because we fought?
RACHEL
Don't flatter yourself.
(beat)
I always liked that line.

Signs.

RACHEL
I love Luke, I love the children.
But there is more to life than even love...

JACKIE
No, there isn't.

RACHEL
And I have looked down the road.
At what my life will be. And I can't handle it.

Jackie unblinking. Focused, strong.

JACKIE
What do you see? Down that road.

No answer. Then...

RACHEL
I never wanted to be a mom. Then, sharing it with you was one thing.
Carrying it alone, the rest of my life...

JACKIE

The Stolie arrives. They wait a beat. The waitress disappears.

RACHEL
Well, it's the Jack Kennedy Syndrome, huh? You die young, you always look golden. Perfect. The memory kind of burnishes the image, and...

JACKIE
Come on, a wuss like me? The stiff who wouldn't help her own daughter fight back?

RACHEL
Maybe I was wrong on that one.

That sits there. In its sincerity.

JACKIE
Well, maybe you weren't.
And so does that. Tears are forming in Rachel's eyes. Here, in this public place.

**RACHEL**

Look, when I said I couldn't channel you. That didn't mean I wouldn't give my right arm to do just that.

Shakes her head.

**RACHEL**

Maybe I don't want to be looking over my shoulder. Every day for twenty years. Knowing someone else would have done it right. The way I can't.

Jackie waits. Thinks.

**JACKIE**

Trade you a smoke. For a secret.

The way she said that. Something weighty behind it. So Rachel reaches into her purse.

**JACKIE**

You know, I lost Ben awhile back? In a supermarket.

Rachel's hand freezes. In mid-course.

**RACHEL**

You're lying.

**JACKIE**

I lost him. I was panicked.

**RACHEL**

You are lying, you never lost that kid for 4 seconds, you could find him from a coma, there is no WAY!

**JACKIE**

(smiles)

I was running around like a chicken with my head chopped off. Doing my imitation of you.

Rachel still not buying...

**RACHEL**

Ben never mentioned it.

**JACKIE**

He only remembers I found him. My point is, telling you this story would have been the kindest, most helpful
thing I could ever have done for you.

The smile fades.

**JACKIE**

Why didn't I?

**RACHEL**

Uh. You hate my guts?

Passing the cigarettes over.

**JACKIE**

We were competing. Even then.

Yes we were.

**JACKIE**

Instead of being partners. Watching each other's back. Seeing things were covered.

Pulls out a smoke. Offers the pack...

**JACKIE**

You're not scared you'll think you don't measure up. You're scared they'll think it. That's the JFK thing, yeh?

Rachel takes one. Eye contact holding.

**RACHEL**

With good reason. They fucking worship you as it is.

**JACKIE**

What do I have that you don't?

**RACHEL**

Everything. You're...the Earth Mother incarnate...

**JACKIE**

You're the hip and fresh.

**RACHEL**

You ride with Annabelle...

**JACKIE**

You'll learn.

**RACHEL**

You know every story, every wound, every memory, their whole life's happiness has been wrapped up in you, every moment...
JACKIE
I have their past.

STRIKES the match.

JACKIE
You. Have their future.

Rachel stunned. By the simplicity of it all. Slowly, she leans to accept Jackie's flame.

JACKIE
Don't you get it? You look down the road to her wedding. You're in the room alone with her, fitting her veil, fluffing her dress. Telling her no woman was ever that beautiful.

Tears now. Standing in two pairs of eyes.

JACKIE
And your fear is. She'll be thinking. I wish Mom were here.

Jackie lights her own.

JACKIE
And mine is. She won't.

Her hand trembles as she takes a drag.

JACKIE
Now that's enough fear for either one of us to kill the other. And no jury in the world would convict.

Jackie raises her glass.

JACKIE
We're guilty, girl. Of being human. And we can't forgive ourselves.

Holds it forward. In a toast.

JACKIE
But I forgive you.

And slowly, Rachel lifts her own glass. CLICKS it with Jackie's.

RACHEL
Don't rush me. I'm deciding.

SLOW DISSOLVE TO...

INT. JACKIE'S LIVING ROOM - CHRISTMAS MORNING
White Christmas outside the window. Richly trimmed tree, presents everywhere, carols softly playing. The whole nine yards. Luke and Ben standing at a wrapped bird cage, where a dove is cooing inside. Annabelle is setting out the cocoa with a uniformed NURSE.

Rachel enters. Kisses Annabelle's head.

**RACHEL**
I'm gonna check on Mom.

Goes down the hall, every emotion in the world is playing across her face. Into...

**INT. JACKIE'S BEDROOM**

Jackie lies on her death bed. She is beautiful and near the end. Despite the IV tube, the monitor, she's gotten to serenity after all. As close as any of us will ever get.

**RACHEL**
Hey, gorgeous. Time for the presents?

Jackie licks her lips. Pretty dry. Rachel takes a cotton lemon swab from the nightstand. Tenderly, cleans Jackie's mouth.

**RACHEL**
Now Edna says you short-changed your last meds. You can do presents and be comfortable at the same time, y'know.

**JACKIE**
(clears her throat)
Just want to be a little sharper. For a few minutes.

A few minutes.

**JACKIE**
Some things to say. To the kids, huh?

Smiles.

**JACKIE**
Then, bring in the presents. We'll have big fun.

Rachel can't really bear this.

**RACHEL**
You know, there's nothing you have to say. Because they know your heart. You don't have t...

**JACKIE**
Just sit me up. Nice and tall.
Bring Benjamin first.

Staring at each other. Then Rachel reaches her arms around Jackie, and as gently as she can manage, lifts her to a full sitting position.

JACKIE

Scrapbook.

Rachel brings the big book. Lays it on the bed. And goes.

Jackie begins to turn the pages. Her life with these children passing before her eyes. No tears. No smile. Just full attention. Fingertips touch the one she was looking for, as...

The door OPENS. Ben, hesitant, enters alone. His mother's face is fine and strong and smiling.

JACKIE

Find the bird cage?

BEN

(standing there)

Rache says it's from you.

JACKIE

Well, don't make him disappear before I see him.

Ben nods. Okay, I won't. She glances to the scrapbook...

JACKIE

Oh, look at this.

And forgetting his uneasiness, he runs over, climbs ONTO the bed. Jackie doesn't wince, doesn't even blink. Nothing for his memory bank but smiles. He looks at the photo...

...Jackie holding a spunky newborn.

JACKIE

That's you and me. Our first photo as a couple.

He nods. Really staring at it.

BEN

Did you know I was good-looking right away?

She reaches to hold his face in her hand. Stares in his eyes.

JACKIE

This good-looking. Was beyond my imagination.

She leans. Kisses his lips lightly. How many more times will she
get to do this?

          JACKIE
          (a murmur)
          So what do you think we're gonna
talk about?

          BEN
          (straight back)
          You dying.

She nods. Her smile is right there.

          JACKIE
          The secret of it. That only
magicians. Can ever understand.

His eyes brighten. The sadness pushed aside.

          JACKIE
          See, when we die. Our body goes
away. Our body. But we...we are
not our body, are we?

He doesn't know. Maybe he thought we were.

          JACKIE
          If a soldier loses his legs in a
war. Is he the same guy? Sure
he is.

          BEN
          But you can still see him.

          JACKIE
          Half. Of him.

This is so fucking hard. But her eyes stay dry.

          JACKIE
          Dying. Is where the whole body
goes away. So you can't see any
of it. But...

Rests her hand tenderly. On his hair.

          JACKIE
          What do magicians know?

Leans forward. Here's the secret...

          JACKIE
          Just because you can't see it.
Doesn't. Mean. It's gone.

Does it? And Ben smiles. He is inside the secret.
JACKIE
The world. Thinks I'm gone. But only the magician. Knows better.

BEN
So where are you?

She was waiting for this. For a long time. She wraps her hand around his fist. And puts their hands against his heart.

JACKIE
(a whisper)

BEN
Can I talk to you? When you're there.

JACKIE

Yes, you will.

BEN
It's not good enough.

JACKIE
No, it isn't. Because it isn't everything. And we want every-
thing, don't we?

He nods. They do.

JACKIE
But God does let us keep the one best thing we have together. The one best thing we've always had. Know what it is?

He doesn't. But he wants to.

JACKIE
I love you. And you love me.

Comes closer. Nose to nose.

JACKIE
It's worth a lot. Will you keep it?

He answers. With a kiss.

INT. LIVING ROOM - MOMENTS LATER

Luke and Annabelle are doing a hugely complex jigsaw puzzle. Ben
runs in, falls on his knees by the puzzle. Without looking at Annabelle, he tells her...

**BEN**
Your turn. It wasn't bad.

Annabelle looks straight to her dad. There is a moment, a silence, that no one else could ever understand. She leans to him and whispers...

**ANNABELLE**
Here it is?

His eyes water. He takes her in his arms. Whispers close to her ear, only the words...

**LUKE**
Here it is.

She smiles at him. Fear gone, filled with resolve. Gives him a kiss. Rises, to...

...follow Rachel down the hall. Rachel wraps an arm around her big girl. No words, except a murmured...

**RACHEL**
You can do this.

Voice cracking. She's not as good at it as this girl's mother.

**RACHEL**
You can do anything.

At the door. Open it, and...

**INT. JACKIE’S BEDROOM**

...Annabelle enters alone. The door closes behind her. Her eyes lock with her mother's. No words. Annabelle's eyes filled with tears, and Jackie's arms...

...REACH out, and Annabelle RUNS to them.

They hold each other. For a forever moment.

**ANNABELLE**
I don't want to say goodbye.

**JACKIE**
Don't. Take me with you.

And Annabelle looks up. Tears on her face.

**JACKIE**
Thank God. I got to see you.
Grown up.
ANNABELLE
I'm not.

JACKIE
(very softly)
Let me be the judge of that.

And Annabelle climbs onto the bed. Their hands never stop touching each other. Saying I love you.

JACKIE
There's an amazing thing when a woman has a daughter. One day you look up, and you see...a sister. Someone. You can say. Anything to.

Anything.

JACKIE
I wrote a whole lot of letters. To each of you. And the envelope says when to open it. Like, which birthday. Or...when you get your driver's permit. First time you see Rome. Things like that.

Things like that. Annabelle is beginning to lose it now. So Jackie says only...

JACKIE
Keep Ben's for awhile, okay? Until he's old enough to not open them all at once.

ANNABELLE
Until he's old enough to read.

Tears on Annabelle's face. Her mom wonders...

JACKIE
Are you afraid for me? Where I'm going.

ANNABELLE
Yes.

JACKIE
Don't be. I'm going. Where we all go. Now how can that be bad.

ANNABELLE
I'll miss you so much.

JACKIE
Good. That's very good.

She nods, yes it is.
JACKIE
What you're grown-up enough to know. Is that people. Can do two things at once. Okay?

She brushes at her baby's tears. Then tastes her wet fingertips. Mmmn, surprisingly good. Annabelle sort of smiles.

JACKIE
You can miss me. And. Take me with you.

Hold the child's face. In her hands.

JACKIE
When you're in trouble. Have me there. When you fall in love. Have me there. You can.

Said with such absolute assurance.

JACKIE
That's how we go on, you know. Forever. Because someone takes us along.

Annabelle swallows hard.

JACKIE
On your wedding night. When your babies are born. I want to be there. Will you take me?

A straight question. It needs an answer.

ANNABELLE
Always, always. Always.

A sigh. A shared smile.

JACKIE
You made my life wonderful.

You.

JACKIE
Take that with you, too.

Hold. On Annabelle.

INT. JACKIE'S BEDROOM - LATER THAT MORNING

The presents are here now, they fill up the room, spill over the bed, where both children sprawl.

...Ben RIPPING the shit out of wrappings like a wolverine,
Annabelle carefully saving her gift paper as if she were going to hang it in the Louvre. She holds a tank top up to her chest, for her Mom's approval. Jackie's not sure. Rachel handing up more boxes, Luke in charge of bagging trash...

Ben's white dove, flying free around the room, zipping and diving. No one cares. It's Christmas.

HOLD. Hold. And CROSSFADE TO...

EXT. CHAPEL - NIGHT

Family and friends are leaving the wake, exiting the softly-lit chapel into a snowy night. They are saying goodbyes, kissing one another, going to their cars. And saying her last goodbye...

...Rachel turns to Luke. Whispers, close to his ear. He looks at her for a beat, then leads Annabelle and Ben toward the car, as...

Rachel goes back into the chapel. Alone.

INT. FUNERAL PARLOR

The room is nearly dark. One soft spot plays on a simple CASKET. No canned organ music, no sound at all. As Rachel enters.

She goes to the casket. Stares down at it for a beat. And just above a whisper...

RACHEL

See, I told you I'd do this.

Only...

RACHEL

Only. Now I don't know what to say.

Her hand reaches out. A finger absently traces the edge of the wood. It seems a gesture of unconscious affection.

RACHEL

You'd have written it down, so you wouldn't blow it.

A slight smile. Here's where the love shows.

RACHEL

Maybe we should change places.

Nods slightly. Maybe we should. She takes a step back now, to a waiting chair.

Sits. Her hands folded in her lap. Thinks.

RACHEL

Well. We were less than friends, I guess. And more.
More.

RACHEL
We were never...girlfriends, we never dished. That wasn't. What we had.

No apology there. It's just the truth.

RACHEL
We had some battles, man, they were...world class, huh?
(beat)
And I don't regret a one of them.

Sad little shrug.

RACHEL
I miss them.

Thinking. Of how much more she'll miss.

RACHEL
We've got our secrets, we have.
And I'll keep 'em if you will.

CROSSES her arms. Lost in the moment.

RACHEL
But I wish we had one more night.
In that little bar, remember?
Remember that toast? Sure, you do.

Her voice wavers. But the eyes are dry.

RACHEL
Know what? I forgive me, too.
See? You're the magician.

A murmur...

RACHEL
Don't worry, partner, I've got your back. We're covered.

It's what she came to say. CROSSFADE TO...

INT. BALLROOM - NIGHT

Lights and music and laughter. They're in black tie tonight. It's a wedding party. Up on the stage, at the head table, some guy is finishing a toast, and as everyone ROARS and CLAPS...

BEST MAN
...so TO THE BRIDE! Thank GOD she's more than he deserves!
Everybody shouts THE BRIDE. Everybody drinks champagne.

And the bride stands up. In her white gown. In her hand, an envelope. She goes to the mike, and waits for the raucous cheers, the calls of SPEECH!, to die down.

Leans to the mike. Flushed and happy. And, oddly, nervous.

RACHEL
Now I know the tradition, so this isn't a toast. At least... not for me.

RACHEL
The guest list is 114. But we all know there's one more here, tonight. Because...

Looks down the table at her children. Dressed to kill. Enjoying the party.

RACHEL
...my two sidekicks there always bring her along. Wherever they go.

Right? Right.

RACHEL
So Jackie and I were sitting around. On New Year's Eve. And she said, 'You're not gonna talk at my funeral, are you?'

And now. It is quiet indeed.

RACHEL
And I said, 'I've never been to a funeral. I'm not sure I'll know how to act...'

Her sweet smile. Keeps the mood right.

RACHEL
'...but I'll prob'ly sneak into where you are. Just before it's over...'

Nods to herself. Fights back the feeling of that moment.

RACHEL
'...say something. Just to you. Get the last word in, when you can't talk back.'

There is laughter in this room. Gentle, loving.
RACHEL
So she says, 'No way.'

Holds up the envelope. Holds it tight.

RACHEL
She wrote this. She sealed it up, I didn't see it. She made me promise to read it. At the wedding.

And slowly, Luke begins to CLAP. And others join. And when it stops...

RACHEL
I told her she'd better make it dirty, or make it funny. Because... no way...on my wedding...

No way in hell.

RACHEL
...could she make me cry.

APPLAUSE. They are loving it.

RACHEL
She says, 'It's a deal'.

The band plays an impromptu FLOURISH. Rachel begins to carefully tear open the envelope...

RACHEL
Now, if it's too raunchy, we may have to excuse the kids...

SHOUTS from everyone, ESPECIALLY the children.

She has it open. She looks at it.

And everything. Stops.

The world watches her away, watches her eyes fill as she stares at the small card in her hand. She can't believe this...

RACHEL
(mouths to herself)
You promised.

The tears are welling. Everyone SCREAMS for her to read it. She leans to the mike, shaking her head...

RACHEL
It's...no big thing, really...
it's just...five words, it's...

The place goes happily UP FOR GRABS. A joyful RIOT of demand.
Tears STREAMING now, Rachel fumbles to pull up her white beaded bag. As she puts the card inside, we alone can read the words...

MY BABIES. ARE SO LUCKY.

HOLD on this. And...

FADE TO BLACK. ROLL END CREDITS.