FADE IN:

INT. PASSAGEWAY - NIGHT

The CAMERA briskly retreats as FORTY, HIGHLY CHARGED, ATTRACTIVE, YOUNG PEOPLE march towards it. Each side of the frame is black as this troupe of young actors moves up middle, everyone talking, grinning, squealing,... having the "high" of their lives.

INT. NEW YORK CLUB - NIGHT

As the troupe, with geometric precision, spills into a large room (containing a raised dance floor); the CAMERA begins to move past dancing couples as a legend appears:

'This is 1975 and Matt Hobbs is singled out for the first time.'

And now the CAMERA reveals MATT HOBB. His open, friendly, American face slips between some of the many cracks in his profession. The face at 26, and forever more, not arresting enough for a leading man; not quirky enough for a "character." Matt must briefly walk on the dance floor to make his way past a knot of people. He dances furiously for two seconds, then steps down as THE DANCERS BEGIN TO SING "WOW", but
as the song breaks out musically, we hear the SOUND OF SHHHING; the singers falter and then stop as the party-gather, in choreographed movement, at a ceiling mounted set.

MAN ON TV

We can barely discern the words. . ."with his review is Leonard Graff."

A FRANTIC ACTRESS yelps a command:

FRANTIC ACTRESS
I can't hear over this shhing.

Silence, then:

TV CRITIC
...a play about guess what? That's right, young people.

ON MATT

He stands next to a ruggedly handsome and extremely nauseous CONTEMPORARY.

HANDSOME CONTEMPORARY
I can't look.

MATT
Good idea, let's not.

He begins to walk, the Handsome Contemporary falling into step. Everyone they pass is straining, upwards, at the TV.

HANDSOME CONTEMPORARY
How can we not listen to this?

MATT
We'll know all we need to from the reaction.

At that moment, the rest of the party-goers turn from the TV as one, looking mugged. (One girl briefly gets our
because she is particularly distraught; tears streaming down her angry face. The mixture of tears and rage are, of course, the chemical components of incredible sexiness. Her name is BETH.) A TORTURED MALE DANCER offers an incantation.

**TORTURED MALE DANCER**

He should be shot, he should be dead, he should rot in hell, then come back as the soap cake in a urinal.

**HANDSOME CONTEMPORARY**

(to dancer)

He didn't like it?

The DIRECTOR moves through the group, bucking up spirits.

**DIRECTOR**

Don't worry. He doesn't count. We'll just wait for the papers.

**ON MATT AND FELLOW CAST MEMBERS - LATER**

As they morosely watch the Director approach.

**MATT**

Hey, no matter what this review says, the play was a great experience for me.

Beth looks at him, puzzled.

**MATT**

(again)

I mean, it is about process, right?

**HANDSOME CONTEMPORARY**

Matt's right. Good Lord, it is what we're alive for.

Beth turns from the conversation, finding it preposterous, then rivets her attention on the Director, walking towards him, holding a ridiculously thick sheaf of papers. Beth begins to sob in anticipation.

**MATT**
You've just got to be tougher than this.

**BETH**
(incredulous)
Tougher than this?!?

The Director reaches them.

**DIRECTOR**
I took it all down over the phone. It's quite bad. And, unfortunately, it's very, very long. I've got a broken heart and writers' cramp. He...

**MATT**
He's nuts.

**DIRECTOR**
He savages everyone.

**MATT**
I don't want to hear anymore. Let's dance.

**DIRECTOR**
Except you, Matt.

They all look at him.

**HANDSOME CONTEMPORARY**
(fiercely to Matt)
You filthy bastard.

**BETH**
(drawn closer to Matt)
What did he say?

The Director hunts for the paragraph.

**MATT**
Don't read it.

**OTHER ACTOR**
Oh, please. You can't wait to run out of here, buy a flashlight, and then go into some dark alley and drool over every word.

**MATT**
(truthfully)
You're wrong. I'm maybe relieved and curious. That's it.

BETH
(wildly exasperated)
What did they say about him?

DIRECTOR
(reading)
...'in the midst of this delirium of pretension...'

MATT
Don't. This divisive crap won't...

DIRECTOR
(again)
'...one actor, rather miraculously, manages to provide passion and, yes, truth. Matt Hobbs, in the supporting role of Jesus, manages to touch the heart long after you thought it numbed by boredom.'

The table of actors look at a sober Matt. A long beat and then, against his will, he grins... then a short, involuntary barking laugh of joy... then:

MATT
(to his colleagues with sincerity)
Sorry.

MORPH TO:

ESTABLISHING SHOT - L.A. MODERATE INCOME STREET

As we HEAR the next lines of "WOW", BEGIN MAIN TITLES CAMERA BOOMS UP to the outside of a small apartment as a legend appears on screen:

'EMMY NIGHT - 1980'

Beth, now 27, is standing in front of a TV set showing
Emmy dancers performing a phrase of "WOW". She screams out.

BETH
Will you get in here--for God's sake?

INT. ANOTHER ROOM

Matt, 30, is on the phone.

MATT
(into phone)
Come on, Ma, how could I show up tonight when my union is boycotting the Emmys? Look, I have to hang up.

BETH (O. S.)
(screaming voice)
It's on right now... right now... right this second! You will miss it!!

MATT
(into phone)
I gotta go. Watch!

Matt hangs up and tear-asses into the living room. Beth screams as his name is read.

TV VOICE
(on TV)
...and Matt Hobbs for 'Caine Mutiny Court Martial'... And the winner is Powers Boothe for 'Jonestown--Story of a Massacre.'

BETH
Shit! Fuck! Shit!

MATT
He was good.

BETH
(again)
Shit! Shit! Shit! Fuck! Shit! Look, he even showed up.

TV INSERT - POWERS BOOTHE ACCEPTANCE SPEECH

MATT
That took courage. I wonder if they send you something for just being
nominated?

**BETH**
Of all the pathetic questions.

**MATT**
(sharply)
Why are you being so damn foul?

Beth glares at him, on the verge of taking him on—but he is looking at her very directly... the lack of any other agenda giving him a temporary edge... Beth decides to state the unadorned truth.

**BETH**
We've been going back and forth on our status for so long. I was hoping that if you won, it might mean something for us.

**MATT**
Look, Beth... the only...

She is waving her hand in a circle... he is puzzled.

**BETH**
Please go fast. I can't take you dragging it out.

**MATT**
(a bit faster)
The only reason I haven't...

**BETH**
I promised myself I wouldn't be so bossy. Take your time!! Was that bossy too?

**MATT**
(persisting)
The only thing I have against getting married is that it might not be fair because I'm going to stay with acting forever and you know how erratic the money's been and there's no resolve...

**BETH**
Do I get to vote? I'm going to tell you something I never told you before.
Your feeling towards your work is one of the things I love most about you.

MATT

Really?

BETH

Maybe the most.

MATT

Hey, then we have no problem here.
Marry me.

They kiss, then break, murmuring to each other.

BETH

Stinker, I almost gave up on you.

MATT

I was just worried whether I could make you happy.

MORPH TO:

INT. HOSPITAL WAITING AREA – FOUR A.M.

A SET FRAME showing several clusters of waiting people.
A man rushes to one of these clusters, cueing this group to sing the next phrase of "WOW". As an extremely hyper Matt enters, the SONG STOPS and a legend appears:

'1986'

MATT

(exremely hyper)
Everything's okay... Great... She's six or eight pounds even. Oh, God...
Nothing like it. I'll tell you something amazing. They really reach right into her stomach and pull out this baby. It's not just a rumor. God. I understand the expression 'mind blowing' for the first time. It means something so wonderful happens that the top of your head comes off and your brain pops out. Part of it was terrifying, the baby
was turned and they couldn't budge her. I kept looking at this one woman doctor's eyes. And when Jeannie finally came out, this doctor and I each wiped away a tear at the exact same time, caught ourselves doing it, and then laughed together at the same time. Nothing can prepare you for it. You know why you're alive.

INT. CORRIDOR - DAY

As Matt walks with pep, accompanied by a burst of "WOW".

INT. BETH'S HOSPITAL ROOM - DAY

Beth holds BABY JEANNIE and wears a scowl.

MATT
How you doing? What's wrong?

BETH
My mother said you were flirting with the doctor during the delivery.

On Matt's expression...

MORPH TO:

INT. MODEST ONE-BEDROOM APARTMENT - LATE NIGHT

Matt and Beth lie on an open sofa-bed. "WOW" is completed, though with a dirge-like cadence. We hear a baby crying over a cheap walky-talky near their bed.

MATT
Could you get her, honey? I have that big reading tomorrow.

BETH
No, I have a lot to do tomorrow, too. I have to borrow on our Christmas Club, I have to...

MATT
Don't worry about money anymore.
(on her look)
I didn't want to tell you, because
it may sound a little strange when I say it out loud. You know me, I'm never that cocky. But I'm going to get 'Spider Woman'. It's me or Raul and I've never been so sure. It's weird, but I just know it. I do.

BETH
(broadly)
Boy, am I reassured. What good news. Isn't that a load off?

INT. BABY'S ROOM - NIGHT

Where we see the crying baby holding the walky-talky in front of its mouth as it screams into the mouthpiece.

BACK TO SCENE

MATT
I am gonna get this part, Beth.

BETH
I can't stand this anymore.

END MAIN TITLES

FADE IN:

INT. MATT'S APARTMENT - MORNING

It's an awful place... the start-up apartment he's way too old for... but we don't yet see his humble quarters.

Rather:

A BLURRED IMAGE

Then, the screen is CLEARED ON ONE HALF so we see half of a contact lens holder in focus--the other half blurred--Matt gets his second contact in.

MATT'S POV

A tube of tooth bleach. CLOSE ON THE DIRECTIONS, then:

ON MATT
Bleaching his teeth... finishing... smiling in the
mirror...

This is the bleached smile of fear--true fear--the
awful
state of having lost your way. The phone rings. Matt
clears
his voice before answering.

MATT
(into phone)
Hello... Hi, Beth. I'm glad you
finally returned my call. What are
you so mad about?
(again, into phone)
YOU KNOW, YOU'RE NOT THE ONLY ONE
WHO CAN SCREAM, I CAN SCREAM, TOO.

Matt was so suddenly, emotionally extended that the
anger
leaves him that quickly... just a strange atypical
lightning
bolt of rage toward life and women.

MATT
(again, into phone)
You know what? I'm being a sort of
gutless wonder here. I'm yelling
back at you because I'm embarrassed.
I won't be able to take the kid when
I said... Why don't you listen for a
second?

He rubs his head with both hands, including the one
holding
the
phone. This allows us to hear his ex-wife repeat
the
same sentence over and over again.

BETH (V. O.)
(from phone)
...You're taking her... You're taking
her... You're taking her...

MATT
Beth, I know exactly how long it's
been and I feel strange as hell not
seeing her but this isn't a choice.
I'm broke. It's the driest spell of
my life. I'm not saying it's your
problem, but it's no place for a six-
year-old. What can I do? The only
full-time job I seem to have is not
showing how scared I am. What? No, that's not something I said before. (accepting compliment)
Well, thanks.

Beth turns angry again. Matt finds, unfortunately, that he's got one more act of bravado left.

MATT
(again, into phone)
Beth, Hey... hey. Never mind, I'll do it.

He hangs up.

MATT
(again, to himself)
I must get work. I will take anything. I must get work. I must not be embarrassed by these pep talks to myself...

EXT. SIDE STREET - DAY
As Matt walks from the outdoor parking lot, past inexpensive homes. In the lot, on private lawns and every public bench, at each street corner, are various actors doing the relaxation exercises which will form the basis of A DANCE, as they go over their "sides".

MIDDLE-AGED ACTOR
...feathers I'm blowing. What am I, a duck?

We pass various actors going over alternate sentences for the same speech so that we get a sense of the speech as a whole from the sum of its parts.

VARIOUS YOUNG ACTORS
1) I'm not thinking about whether I'm going to shoot you. I'm...
2)...trying to decide where.
3)...the little spot behind the ear where you die before you hear the shot...
4)...on the left side of the belly
which is a very mean place.

**EXT. POPCORN PICTURES - DAY**

An office building of clear architectural merit located
in
an industrial area. Even the sign "Popcorn Pictures"
has all
the artistic dignity the name itself lacks... MUSIC
ENTERS...

Gradually, movement BECOMES CHOREOGRAPHED...i.e., the
actor and actress running across the street do so with
uncommon grace. The area Matt passes is very crowded
still haven't reached the most congested area of all as
we

STUDY FACES and HEAR snatches of the actors'

MIDDLE-AGED ACTOR
What am I, a duck?

OLDER ACTRESS
Sure I'll tell you... Favor first...
Do a nice middle-aged lady a favor...
A fair trade... tell you what you
want to know in return for a...
(grimaces over dialogue
she must say)
...a pity fu...

MUSIC BECOMING MORE INSISTENT as we approach the
building--

Wailing

the mumbling of the actors taking on the SOUND of a

VARIOUS YOUNG HYSTERICAL

...the height of ego. You think your
he-manness can make me get on that
elevator even though I'm phobic?...
I CAN'T GET ON THAT ELEVATOR. I don't
care if... they catch us. DO YOU
GET... IT. DO YOU GET IT! I CAN'T! I
CAN'T... three, please.

THREE HYSTERICAL ACTRESSES

SINGING the dialogue...
SINGING ACTRESSES

...can't get on the elevator... can't get on the elevator... even if you make me... even if you make me. Do you get it?... do you get it?...

TWO ACTRESSES

Standing near each other--exchange glares as they break each other's concentration and move apart... THEIR MOVEMENT serving as our gateway to DANCING... The SONG "MAKE BELIEVE" fully now and builds in intensity, reaching a repeated phrase, as we move to Matt and he enters the building, thereby cutting off the song.

ON MATT

As the SONG continues in intensity, Matt enters the building at the end of a repeated phrase cutting off the song as we move to:

ANGLE ON RECEPTION AREA

Where CATHY BRESLOW, age 30, waits. Hollywood is a bit uphill struggle for Cathy. She is bright where others are brilliant, pretty where others are gorgeous, enormously working where others are obsessive-compulsive. She is clearly waiting for someone while reading an enormously thick galley. Matt almost scoots by her, then stops.

MATT

Hi... See, I did recognize you. You didn't have to wait for me.

CATHY

Well, I wanted to introduce you. As if knowing me would help.

INT. POPCORN PICTURES - DAY
MOVING SHOT. Staircase packed with actors, an uphill slalom almost impossible to navigate.

CATHY
It's a ridiculously awful movie.

MATT
Well, challenge. I wasn't sure you'd remember me... let alone help...

CATHY
Stop. You're good. I'm doing them a favor by getting you in.

MATT
Well, that's a fresh slant.

They reach the casting assistant, CLAIRE.

CATHY
Claire, this is Matt Hobbs.

As Matt is handed a set of sides, we SHOOT PAST Matt as he watches Cathy move back down the stairs before he can say another word. She moves with wit. He is struck by her. He looks back at Claire, who has an intricate hairdo and a smile.

CLAIRE
Hi. Sorry. We're running behind... Please forgive us.

LONG DISSOLVE TO:

SAME SHOT - TWO HOURS LATER

Her hairdo wilted, her blouse soiled, her smile gone, the tendons of her neck prominent.

CLAIRE
(fiercely)
Matt Hobbs? Matt Hobbs!

ON MATT
Going over his lines. Hearing his name, he rises.

Claire gestures him in.

**INT. BURKE'S OFFICE - DAY**

The walls are pockmarked with movie posters. THREE MEN sit in an area some distance from the desk. The casting director, MARTIN, makes the introduction:

**MARTIN**

This is Matt Hobbs... This is John Earl McAlpine, the director.

**MCALPINE**

Good to see you.

He speaks with an Australian accent, gets half-up and extends his hand.

**MARTIN**

...and Burke Adler, the producer.

**BURKE**

So, what have you been doing with yourself...

  (checking resume)

  ...the last few years?

**MATT**

(to Burke)

I'm real bad at interviews, so, if you don't mind, I'd really prefer to just read first.

**BURKE**

That's the way you want to do it?

**MATT**

Yes.

**BURKE**

Maybe we shouldn't even read. I'll just take your word that you're good.

Matt smiles.

**BURKE**
No. I'm serious. There's all different ways. Did you know Woody Allen never reads actors? He just looks at them, feels around a little and then decides who he wants. That's his way. Doesn't hear them do a line. I also have a way. What I do is interview first--then read--maybe do it all over again the next day. I call up people the actor has worked with--check him out. If he's famous, I do an opinion survey to test how much people like him. If he's not famous, I put him on tape and show it to everyone I can grab. I believe in screen tests; I believe in replacing if the dailies are bad, in cutting people out if the previews aren't there. Because I'm not doing movies for theaters where they serve cappucino in the lobby. I'm doing popcorn movies. You want to know what I like? Come to my house, look at my lamps... you won't find it in my movies. In my movies, you'll find out what I know. I know how to do detail. What I don't know, I discover. Yesterday we finished mixing a movie--the last scene is in a field of windmills which blows up and all the blades of these windmills slice through the air, one of which hits a four-story tank of propane gas. A humongous explosion scene. I kept on saying 'louder', and they finally said to me they couldn't go louder without distortion. We went louder. We had to discover a thing, a filter, but we went louder. I don't question doing these things. I do them. So if you want to know if it's okay to do it differently--not to talk--to just read first... I say... (pointing to John Earl)

Ask him--he's the director.

JOHN EARL

Whatever.

BURKE

Okay, let's do it. Do you have any questions?
MATT
They only gave me these two pages.
I'd like to give this my best shot.
So if I could read the script and come back...

BURKE
This part works tomorrow.

MATT
Oh. Who will I be reading with?

Burke indicates Martin.

MATT
(from his chair)
Can I read from here?

BURKE
I want you to do it wherever you're comfortable, but I'd prefer it if you were comfortable standing up.

Matt rises uncomfortably. A SECRETARY enters and hands a note to the director.

JOHN EARL
Time for my buns to have visitors.

Matt looks astonished as the director leaves the room.

BURKE
(to Matt)
Go ahead.

MATT
Go ahead? The director left.

BURKE
That's okay, he trusts me, uh... And we're just doing the first page.

MARTIN
(cueing him badly)
'Okay, darling Harry, here it is... If someone were breaking up with me, I'd like it short and sweet. What about you?'

MATT
(reading--showing pain)
'Incredibly drawn out...'

MARTIN
'I can't take care of you right now. What am I, your mother?'

MATT
(intense)
'Well, what am I? Your duck?'

As he gets into the scene he begins to experience some release of the desperate feelings he's been harboring.

MATT
(again)
'We've been together two years and you act like all you're doing is blowing away some feathers. So what I'm asking...'

BURKE
You didn't do the quack.

MATT
Huh?

BURKE
The stage direction says for him to quack.

MATT
I know, but why would he quack when someone's breaking up with him?

BURKE
Hopefully because it's funny.

MATT
This isn't a comedy.

BURKE
Then we're in trouble, because they're already fall down laughing at the teaser-trailer in fifty-two hundred and thirty theaters.

MATT
A comedy?
    (rubbing his face)
I think I have to make an adjustment here.

**INT. CATHY'S OFFICE - DAY**

We hear the strains of the theme of a past hit movie coming from Cathy's cassette player. A rack of soundtracks clearly visible. Cathy is frowning as she reads the last of the galley pages. She overhears some conversation in the adjoining room which begins to disturb her concentration.

**FEMALE D PERSON (O.S.)**

I'm not supposed to read TV pilots. Don't call us D-Girls. We're Development Persons!

Cathy closes the door, shutting her off. She now begins to fill out a form with a felt-tipped pen. As she does so, the pad is supered on the screen--action seen through it. As she writes, we see the notations on the super.

It is marked COVERAGE--CONFIDENTIAL FROM: CATHY BRESLOW. TO: BURKE ADLER. SUBJECT: (the pen writes out) "LITTLE DICK"

Then there are columns to check EXCELLENT, GOOD, FAIR, POOR for the story. CHARACTERS, DIALOGUE... The pen checks FAIR story, POOR for all else, CHARACTER, DIALOGUE, etc. The form then states--CHECK ONE OF THE FOLLOWING SENTENCES:

- I DO NOT RECOMMEND THIS PROJECT
- I RECOMMEND THIS PROJECT
- I STRONGLY RECOMMEND THIS PROJECT
- I'D STAKE MY ALL ON THIS PROJECT
- I'D GLADLY STAKE MY ALL ON THIS PROJECT

The phone rings. As she picks it up and reaches to turn down the volume of the motion picture soundtrack she's listening
CATHY
(into phone)
Hi. I just finished. I'll have my coverage right over. It's past derivative... it's photocopying. What a hoot! You're kidding, right? There is truly active bidding for this book? Really? 2.3 million? Okay, see you.

She hangs up and begins to alter the form changing the STORY/POOR to STORY/EXCELLENT, and all the other POORS to GOOD... and now the Recommend section.

INSERT
The pen is poised.

ON CATHY
Her soul is poised. A beat and she allows "I DO NOT RECOMMEND" to stand, the source music theme--"CHARIOTS OF FIRE"--coincidentally celebrates this considerable act of heroism.

Cathy takes the sheet and walks to the door.

INT. OUTER OFFICE - DAY
As she approaches her secretary's desk, she overhears two old they two other members of Burke's Development Staff (a 27-year-old well-dressed man and a woman younger than Cathy) as they enthuse.

MALE D PERSON
Even the title "Little Dick"--it means so many things.

FEMALE D PERSON
Story, story, story, story, story. (seeing Cathy)
You loved it, right?

CATHY
I had some problems.
FEMALE D PERSON

Like what?

CATHY

Well, you know, it's a little garbagey.

FEMALE D PERSON

So it has to be cast right.

MALE D PERSON

If Cathy doesn't like it, we know it's a smash.

CATHY

(stung)
Hey. It's not like I didn't recommend it.

She surreptitiously changes her "recommend" as Matt enters.

She looks up.

CATHY

How'd it go?

MATT

I didn't get it. He did say something about wanting me back.

CATHY

Good. His saver is he means what he says.

MATT

Yeah, I just wanted to say thanks.

She nods and starts to turn back towards her office.

MATT

...and I wanted to ask you out.

The other people in the office stare at Matt.

CATHY

(turns)
For when?

MATT

Any time.

CATHY
I never know when I'm free.
(Matt nods)
It sounds like I'm just... but it's true.

**MATT**
Okay. Thanks again. I felt funny asking.

**CATHY**
Well, don't please.

**MATT**
I meant asking you to get me the audition.

**CATHY**
Oh... well, don't please.

He nods and starts to go. She looks at him.

**CATHY**
Don't be sad.

Matt smiles in astonishment and exits.

**MALE D PERSON**
Who is he?

**CATHY**
Oh, I was auditing this acting course and he filled in teaching one night. He did a scene himself and he was awesome. For some reason, he can't get arrested.

**MALE D PERSON**
Yeah. He does seem to have a layer of loser dust on him.

**EXT. PARKING LOT - DAY**

Matt drives his faded, seven-year-old car into view.

**INT./EXT. MATT'S CAR - EARLY EVENING**

He looks off... sees something that arrests his interest and pulls to the curb. It's a curious sight.

**MATT'S POV**
Burke Adler, standing at a street corner, palpably in pain. He's trying to rein in his emotions, sucking in huge gulps of air... and, then, a wave of emotion gets the better of him as he looks at his watch. A sob escapes him—that he's so close to tears on a public street corner, battles for control... another sob as he looks to the heavens.

ON MATT
A split second to consider, then he's out of his car.

FULL SHOT - THE STREET CORNER
A flow of PEOPLE--in the foreground, the tortured figure of Burke Adler--in the background, Matt Hobbs, pauses before intruding. But Burke's spectacle is growing more public, sounds of anguish escape him.

CLOSER SHOT - BURKE

BURKE
Oh, God... why? Why?...
(louder)
What am I going to do?

And now he begins to disassemble, openly crying--on the verge of a complete breakdown. Matt moves into frame, grabbing Burke, trying to provide him with an anchor.

CLOSE ON MATT
His face--his eyes providing a beacon of strength.

MATT
Hey. Hey! HEY!!

ON BURKE
Totally fucked-up, wild-eyed. As he witnesses his own state.
BURKE
Look at me. You'd think I was a writer.
(his story of travail
pours from him)
I hired this kid as a production assistant. His father's a business manager... a few good clients.

MATT
What happened?

BURKE
He's been driving for me two weeks... all he has to do is pick me up on time... he's twenty minutes late and I have a test screening in the valley. Everybody's gone from the office.

Burke flails at himself as Matt looks at him.

MATT
Is that it? You need a lift?

BURKE
Yeah.

MATT
I'm right over here.

Matt starts to lead him back, then realizes he's alone, having seen his car finally arrive.

MATT'S POV
Burke, berating the YOUNG DRIVER. Matt pauses, awed by the wild gesticulating--the few screamed words...

BURKE (O.S.)
...Not just today... believe me, there's no way you'll ever make it... You are going to fail. Listen, listen-- I know about this; you are going to be a failure.

CAMERA FOLLOWING MATT
As he joins Burke and the young man, Burke turns to Matt.
**BURKE**
(to Matt)
Let's get moving; you said you'd give me a lift.

**MATT**
What the hell are you talking about? Not in your car... I've got my own.

**BURKE**
I'll give you a hundred and twenty dollars to take me... and it will still be a favor.
(to Young Man)
Get out. Come on.
(to Matt)
Please. This is very important.

The driver gets out.

**YOUNG MAN**
(final plea)
A guy got shot on the freeway... Traffic's tied up.

**BURKE**
You should leave time for that kind of thing.

**CUT TO:**

**INT. BURKE'S CAR**

**MATT**
What do you need me for? Don't you drive?

**BURKE**
(a mumble)
Yeah, I drive. I don't like to look for parking.

**EXT. GOLDEN STATE FREeway - EARLY EVENING**

The sun setting on a nondescript slab of California.

**INT. BURKE'S CAR - EARLY EVENING**

The two men... Matt feeling very peculiar in this line of
work. Burke's tension renders him arresting, handsome even. The look of generals who go forth against long odds. He takes an enormous cleansing breath. It startles Matt.

**BURKE**
(explaining)
Yoga shit. I feel like barbed wire. I don't know if you keep track, but I'm the sixth independent producer ever to have two big pictures scheduled for Christmas, and tonight we're testing the first one for the first time... You get it?

**MATT**
Yeah. It's important to you.

**BURKE**
(laughing at the understatement)
Yes. I don't think I would have put it that way... but, yes...

**EXT. MALL - EARLY EVENING**

Burke's car moves toward the movie complex.

**BURKE'S POV**

Our first view of NAN MULHANNEY; middle-aged and pragmatic, yet extraordinarily naive. She's a scientist of sorts--monitoring the tastes and feelings of Americans, first in Washington and now here. Though she just had a very rough hour or so, she bends down to smile at Burke.

**INT. BURKE'S CAR**

**BURKE**
Keep driving. She runs the test screenings. Very smart. Very. She has a real case on me, but so far I've been keeping it in the bank.

He stops talking, stops breathing, as he sees.

**BURKE'S POV - THE TEST AUDIENCE**
The line consists of disparate, disinterested people who are focused on their own small, personal dramas—not at all cognizant of the fact that they hold a life in their hands. They are clearly growing impatient.

INT. CAR

BURKE
Go very slow.

MUSIC IN... Burke steels himself and exits the car.

EXT. MOVIE THEATRE - LATE DAY

NAN
We're 34 minutes late. The studio is appropriately wild... people are beginning to leave... but I knew how upset you'd be if we started without you.

BURKE
(distantly)
Yeah. Thanks.

But he pays her no mind as MUSIC CONTINUES and he moves towards the line. Nan approaches the car.

NAN
How is he tonight?

MATT
I don't know him, so I have nothing to compare it to.

NAN
Well, how would you say he is, anyway?

MATT
Not quite himself.

ANGLE ON BURKE

As he approaches the line, he BEGINS TO SING his love to them, "I'll Do Anything." As he pours out his misdirected heart to individuals on the line who DO NOT HEAR HIM.

ANGLE ON LINE
Their impatience gives rise to a VERY SLOW TAP DANCE, each couple or cluster doing it differently--barely exaggerating the normal shifting of a line... As BURKE CONTINUES TO SING... the song builds as does the dance... Burke sings even more passionately, his D-PEOPLE perhaps joining in as BACKGROUND SINGERS. At a key point, the disparate groups turn and form a SOLID UNIFIED LINE. They begin the rhythmic clapping of impatience--having become a line, they now threaten to become a mob. Burke sings one more Joe Cocker-like passionate plea before turning to camera to shout over the mayhem:

BURKE
Let them in.

As they enter.

INT. MOVIE THEATER - EVENING

Nan is addressing the audience from down front.

NAN
The name of the picture you'll be seeing is 'Ground Zero'... There may be some scratches... some of the colors may be off, there are no final titles, and it has not been finally mixed for sound, and the music is temp, that means temporary...

As she says this:

ANGLE ON REAR OF HOUSE

Where Burke spies the STUDIO HEAD and leaves Matt's side.

ON STUDIO HEAD

As BURKE enters the frame behind him. He is right behind his boss' ear. He leans in and offers an intimacy.
BURKE
I'm glad you came yourself instead
of sending your staff.

The boss is startled--jumps. BURKE eyes him... there
must be
some way to profit from these stolen moments with a
powerful
man.

BURKE
I wouldn't be surprised if tonight's
screening is a monster.
(emphatically)
Could happen, right?

STUDIO HEAD
Sure.

BURKE
Okay.

He moves back to Matt and Nan at the rear of the
audience.

BURKE
(to Matt)
Eisner just said he thinks the
screening will be a monster.

Strangely, Burke seems truly buoyed by the words of
encouragement he himself manufactured. He moves down
three
rows and sits in an aisle seat just as the film opens
with a
series of violent explosions.

CLOSE ON NAN

NAN
Please, God, let tonight give him
peace.

Incredibly, Burke turns and gestures to her that the
sound
of her small voice is interfering with the cacophony of
his
movie. Nan is clearly stricken by her lapse as she
whispers
to Matt.

NAN
We're short two card-counters, can you two help out?

INT. MOVIE THEATER - 1:47:20 LATER

We are seeing one of the final moments of the film.

INT. WHOLESALE BUTCHER'S (THE FILM) - DAY

As the muscular hero moves with stealth through the giant refrigerated meat door. He passes cows and dead men hanging from alternate hooks. Suddenly, he is attacked by the villain brandishing an electric meat dismembering tool. The hero ducks, the machine ripping apart hanging cow flesh. The hero grabs the only weapon he can find: a large piece of meat on a large bone, which he uses as a mace. He clubs the other man—then again—and again. Part of the audience is whooping and applauding.

QUICK SHOT OF NAN

Standing with Matt and Cathy. At the sound of the applause, Nan grins and mumbles with a connoisseur's knowledge.

NAN
Males, fifteen and under.

BACK TO SCREEN

Where the hero stands over the man whose face he has shattered, holding a club from which hang strings of meat. He is breathing heavily, and between breaths, states:

HERO
Sorry to bust your chops.

General audience laughter.

SERIES OF SHOTS ON NAN - FRONT OF AUDIENCE

NAN
If you'll just stay in your seats a
few moments and fill out these cards
for us...

ON AISLES

Matt and others handing out cards with pencils
out;

Preliminary card fills the screen as we view live action
through

INT. THEATER MANAGER'S OFFICE

An office meant for two, containing twenty counters.

Counting is done with erasers rifling stacks, creating
sound, a musical rhythm, as the group captain calls out
gospel cadence.

GROUP CAPTAIN

Who has young males? Young women?
Older males?... Older males?...

Matt, his tally finished, squats on the floor, waiting.

The group captain approaches.

GROUP CAPTAIN

Older males... older males?

Matt looks blank.

GROUP CAPTAIN

(again)
Older males... over 25?

Matt now realizes that it is his category and hands

older male cards and exits.

INT. THEATER LOBBY - NIGHT

Burke, prowling the lobby as audience stragglers leave

looks

and

Studio execs and popcorn development staff wait. He

looks

off to see Matt and Nan chatting in another part of the
ON MATT AND NAN

As they arrive... Nan looks off to see the Group Captain approach.

NAN
How long since you've seen your daughter?

MATT
A little over two years.
(on her look)
My wife insisted on moving back to the Midwest--then I was in the Philippines on the mini-series and...

NAN
(suddenly and loudly)
Oh, please. It's one thing being a son-of-a-bitch, but you don't have to be a stupid son-of-a-bitch. People move heaven and earth to see their kids. I don't care if she moved to Pluto, it's abandonment.

MATT
(a pause, then)
Hey, we just met.

NAN
(realizing)
Oh. Sorry.

BURKE
Make a guess how we did.

NAN
It wouldn't mean anything.

BURKE
Nothing good that happens can make it worth feeling the way I do now. Nothing.

An OLDER WOMAN approaches them.

OLDER WOMAN
Excuse me.

BURKE
Who the hell are you? This is private.

OLD LADY
I'm Mr. Eisner's mother.

BURKE
Oh. Can I get you some water?

OLD LADY
No, thank you.

The Group Captain approaches and hands Nan a sheet.

FULL SHOT
Everyone, all the studio and Popcorn staff, is drawn to Nan.

ON NAN
As she glances at the figures.

ON NAN'S LEFT HAND
As she secretly reaches for and holds Burke's hand. Is it in sympathy or congratulations?

TIGHT ON STUDIO EXECUTIVE FACES
As we see in ever-so-SLOWED ACTIONS, tense lips turning gloriously upward to reveal gums--then a smile. More smiles as we pan across teeth... bonded executives and bonded teeth. The shot widens. The studio head mumbles to himself as he carefully goes over the tally in every category. Then:

STUDIO HEAD
I don't need the numbers. I loved it.

His smiling face takes us:

NAN
Burke, ninety in the top two boxes.

TO BURKE
A tear in his eye--a smile shyer than others. He turns
the old lady, instinctively using this victory to settle his most recent score as he says mockingly:

BURKE

Now can I get you some water?

EXT. THEATER - NIGHT

Cathy and Matt are leaning against Burke's car. Cathy is distraught--temporarily, but horribly, unsure of herself. Matt is looking at her. If he had a little more confidence going for him right now, he would make his move. But, now, they are two self-doubters on different trips.

CATHY

I never thought it would do this well. There were so many holes; I told everybody it wasn't going to do business. Why am I so public with my opinions?

MATT

You might be right.

CATHY

Not with that score. You know, maybe tonight's the night I'm losing my entire mind, but weren't you in 'Platoon?'

MATT

Incredible. I was only there for a minute in the rape scene, moving past Charlie Sheen when I left the hut... I had a great scene cut out...

CATHY

But there was that one long close up--where you seemed ashamed of yourself but still arrogant.

MATT

That's exactly what I was going for.

CATHY

It reminded me of my last boyfriend.
(indicating book bag)
Got to go.

She hefts the bag—puts it back down—crosses her eyes, burlesquing the weight of the bag. He helps her put it on her shoulder.

**MATT**
You have to read all that?

**CATHY**
Beast of burden.

**MATT**
(sincerely)
So what are you, totally wonderful or what?

She smiles and is gone, staggering a bit under the weight of her scripts. Matt looks after her. Burke and Nan approach.

**BURKE**
How come you haven't said anything? This is great, right?

**NAN**
No.

**BURKE**
What no?

**NAN**
The definite recommends are way off for a score this high and, even for action-adventure, it's just too low for women.
(Burke looks anguished)
I'm sorry.

He leans against the car for support.

**BURKE**
It was such a good score.

**NAN**
(extraordinarily sympathetic)
I know... And, unfortunately, yesterday's tracking wasn't...
(he reacts)
I'm sorry... They just don't seem in
the mood for action-adventure right...
(he reacts)
Sorry... May I tell you one more
thing?
(he looks up in
anticipatory fear)
I think it's so wonderful that you
don't worry about even trying to act
strong.

BURKE
Thanks. You want to eat something
sometime?

NAN
I'm, uh... I'm blushing from head to
foot.

BURKE
Good. I'll call you.

As Burke moves to his car. He SEES the Group Captain
paying Matt.

GROUP CAPTAIN
Thirty-two, thirty-three.

Burke is looking at Matt with some surprise.

BURKE
You want to do this regularly for
me? I was gonna offer, but I thought
it would humiliate you.

MATT
(straight at him)
I don't mind an occasional odd job.
But I can't work tomorrow. I have to
get my kid.

As they get in the car, Burke has the front door open,
about
to get in--reconsiders, and gets in the rear door.

BURKE
Okay, I got the cards to look at--I
think I'll ride back here.
(to Nan)
Maybe I'll drop by your place
Matt gets behind the wheel, thereby ending the day as a full-fledged chauffeur. They drive off.

EXT. CORRIDOR - DAY

Burke and Nan returning from lunch.

NAN
So, thanks for lunch. I hope this leads to an evening date. Though I have to stay home with my daughter, Leslie, on Saturdays.

BURKE
(sincerely)
Yeah, okay. You were very interesting to talk to. I swear to God. Honest. No kidding. You really were.

NAN
I believe you.
(sincerely)
And I was very surprised what you were like when you weren't working. There was absolutely no difference. You want to see where we do the tracking?

BURKE
(excited)
Is it okay?

INT. TRACKING ROOM - DAY

The enter the room containing a maze of telephone cubbies with workers manning the phones.

NAN
Nobody ever wants to see how we do the polling, but they're like little starved puppies when the data comes in--running at you, scrambling to...

Burke hardly hears. He is awed as if by a cathedral.

VARIOUS WORKERS
1) How often do you go to the movies?
2) I'm going to describe a movie in
one sentence and then ask you to rate it on a scale of...

BURKE
(as the workers continue)
I love this. This is what counts and this is where you count it.

NAN
(soft and true)
That's the same way I feel.

BURKE
You phone all over--you know what movies they're waiting to see, whether your TV spots are working. You know what the country thinks.

WORKER
...what feelings do you have about Cher as a singer, an actress, or potential date...

BURKE
(again)
...and it's accurate.

NAN
Within six-point-eight percent.

BURKE
And you can't fix it... right?

NAN
No... no... Sometimes just for myself, I can't resist asking America a personal question.

BURKE
Like?

NAN
(simply)
When do you feel more worthless--mornings or afternoons?

BURKE
I gotta get back.

They pause by a workers to say goodbye.
WORKER
Assume Michelle Pfeiffer is the woman—which of these 67 actors would you most like to see her with... Patrick Swayze, Keanu Reeves, Dustin Hoffman, Johnny Dep, the guy from 'Major Dad'...

NAN
There's something I meant to tell you. You may have noticed something unusual about me.

BURKE
I gotta get back.

NAN
I could never find the right time to...

BURKE
Is this urgent?

NAN
Well, maybe not urgent, but immediately significant and necessary to tell.
   (a deep breath)
You see, there's these pills...

BURKE
'Cause I gotta go. I'm listening with an eighth of an ear now.

NAN
So long.

He exits as the telephone pollster continues with the list of prospective Michelle Pfeiffer male co-stars.

INT. PLANE
Matt, wearing earphones, is in the middle of a row of five, intent on what he is watching.

MATT'S POV
A recent example of a great actor in a regular movie... something like Brando in "The Freshman." No sound.
ON MATT

Watching intently. Not watching--studying... not fully appreciating. Now he sees a particularly good looks around joyously for half a beat--a reflex to what he saw. His neighbors, not quite knowing what he's smiling at; he returns his attention to the screen.

EXT. MID-WESTERN HOUSE - DAY

As Matt's cab pulls up. He opens the front gate and to the porch, noting a tricycle, stirred by old guilts. knocks on the door. A MAN answers.

MAN
Are you Matt?

MATT
Uh-huh.

MAN
I didn't know if we could wait much longer. Come on in.

He lights a cigarette, takes three quick drags, then it away before walking inside behind Matt.

MAN
(again)
She's a real nut on smoking anywhere near the kid.

INT. HOUSE - DAY

They enter. A bedroom down a narrow hallway from where stand. Remember "The Best Years of Our Lives"... March coming home from the wars and seeing his wife beat before she sees him. Here we have a wretched that moment. Beth, still fierce and attractive, is her daughter's suitcase when she senses him and looks
Shaking her head with a disapproval which will never die, she walks to him.

**BETH**
Hello--did you two meet?

**MATT**
Not really. Is she ready? I have the taxi waiting.

**BETH**
I just have to say goodbye. You have no idea how difficult that is.

**MATT**
It's three weeks.

**BETH**
It's not three weeks.

**MATT**
Yes, it is.

**BETH**
No, it's not.

Several beats--Beth and the man staring at Matt.

**MATT**
It is.

**MAN**
He doesn't know?

**BETH**
You are not taking her for a visit. You are taking her for a while.

**MATT**
Just because you want to go off with him doesn't mean I...

**MAN**
You're getting the wrong idea.

**MATT**
I don't think so. No matter how you put this...

**MAN**
Hey, look, I'm a United States
Marshal. I'm here because she didn't show up yesterday to start serving her time.

**BETH**
I don't have a choice. You don't have a choice.

She turns and starts for the other room.

**MATT**
What did she do?

**BETH**
(turning)
I loved, helped and supported in every possible way a business man who committed the terrible crime of being financially imaginative with a pension fund.

She exits. He sits down, stunned in the headlights of his fate.

**INT. APARTMENT - DAY**

Matt and the Marshal in the foreground as Beth talks to Jeannie in the background. We see only glimpses of them.

Beth's face as she leans towards Jeannie from one side of the doorway--just Jeannie's legs dangling on the other side.

**BETH'S VOICE**
Okay, listen carefully, Jeannie. Be still. Now, what's the most important thing in life to know?

**JEANNIE**
No one will ever love me as much as you do.

Matt and the Marshal exchange a look of mutual horror.

**BETH**
Good. Now, concentrate with all your muscles and remember everything I'm about to say to you...

The Marshal and Matt shift uncomfortably.
BETH
Don't talk to strangers. They may be killers. Take your vitamins so the poison in the food can't hurt you. What else now?

JEANNIE'S VOICE
Teeth.

BETH'S VOICE
Right. Thank you. Brush right after you eat or your gums will start to bleed in your sleep and choke you.

The Marshal and Matt can stand no more--they each call to her... "Beth... Beth... Mrs. Hobbs... Beth." She looks out and then walks to them.

BETH
What? I'm giving Jeannie her reminders.

MATT
Reminders?!? You can't say things like that to a little...

BETH
No. Don't. No. Don't dare. Don't criticize the way I mother or I think I'll start to scream and never st...

MARSHAL
Mrs. Hobbs.

BETH
(suddenly cheery)
Yes.

MARSHAL
You know, I've been involved with this sort of thing for a long time.

BETH
You're not going to criticize me, are you? Not in front of him--because all he's done is send Jeannie these long, stupid letters. He doesn't even realize she can't read. He sends letters to someone who can't read.
(laughs)
It's almost funny.

MATT
I thought you'd read them to her.

BETH
(realizing)
Oh.

MARSHAL
I'm not faulting you. You love your daughter and this is a very tough thing to go through. You feel guilty and caring and it all gets mixed up so that there's so much important stuff going down that there's no sure way of dealing with it, but the best thing you can do is just make sure you love her.

BETH
Typical cop talk.
(on his look)
But I understand what you're trying to say. Thank you. Can I have another minute with her?

She returns to the doorway which still only provides us glimpses as she SINGS, "DON'T TALK TO STRANGERS." The camera moves down the hallway to introduce JEANNIE, trying to puzzle things out as she sits amongst a ridiculous number of suitcases.

INT. SITTING ROOM - DAY

As the two females who bear his name approach. Matt doesn't want a pregnant first moment with Jeannie, so he wards off silence with chatter. Unfortunately, he can only think of one word.

MATT
Hi, hi, hi, hi, hi, hi.

JEANNIE
(laughing mirthlessly)
Hello, monster-poop.

**MATT**
(to U.S. Marshal)
She has her mother's sense of humor.

Beth stops him with a look, then bends down.

**BETH**
Okay, love, Mommy's going to help others who need her for a few years, and you're going with Daddy as I explained.
(to Marshal and Matt)
We'll all have to help with the luggage.

**EXT. BETH'S HOUSE - DAY - LONG SHOT**

All three adults and Jeannie sharing the burden of the luggage as they move towards the cab. Mother and child hug.

Matt struck by his child's plight, him.

**BETH**
(turning to Matt)
Beginning now, you must give less value to your own happiness and well-being, then hopefully, you will reach the point where you give that no value whatsoever. Give her everything. There's no such thing as spoiling a child.

**MAN**
Even if you have to steal to do it?

**BETH**
You don't really want to mess with me, do you?

**MAN**
(simple honesty)
No.

**MATT**
(to Jeannie)
Okay, sweetie. We have to go.

**JEANNIE**
(to Beth)
I want to go with you.

BETH
Can't, pretty-heart. I'm sorry.

Tears fall from Jeannie's eyes.

JEANNIE
Not even a compromise?

BETH
(thinking)
The compromise will be that you don't have to ride in back; you can ride up front with the driver... okay?

MATT
What?

JEANNIE
Okay.

As Beth buckles Jeannie into the front seat, Matt gets in the back, alone, feeling preposterous. Beth nods to the Marshal, who surreptitiously handcuffs her.

MATT
(to driver)
Can we please go?

SHOT - JEANNIE

The cab pulls away. Matt leans towards her as she looks back at the receding figure of her mother and grows still.

ON MOTHER AND MARSHALL

As she sings him one last line of "DON'T TALK TO STRANGERS."

EXT. SIDEWALK AREA - DAY

Matt checks Jeannie's luggage, then takes her hand. She lets him. He is grateful.

MATT
It's going to be okay. I'm your dad, you know? So it will be okay. You and I will make it okay. You
ever ridden in a plane before?

JEANNIE
(a sudden gust of anger)
Yessss!

INT. PLANE - DAY

Jeannie and Matt in the center two seats of a five seat row.

Jeannie is coloring in a book which Matt bought her; he is holding some extra crayons.

JEANNIE
Don't stare at me.

MATT
Sorry.

JEANNIE
I want to put on my yellow dress now.

MATT
It's underneath the plane. We can't get it.

And just that quick, Jeannie screams.

JEANNIE
I want to put on my dress. I want to put on my dress.

Other passengers turn around. This is pretty raw stuff we're electric of the child.

MATT
There's no way we can get the dress--it's impossible.

Jeannie's feet start kicking in front of her--the person in that seat turning sharply around.

MATT
Don't kick the seat!

JEANNIE
I want the yellow dress.
(a shriek)
Give me a compromise.

She is crying now.

MATT
As soon as we land. That's the compromise.

MORE MUSIC
Without warning, Jeannie slaps herself in the face. All five people in the row ahead turn and say in unison:

WOMEN IN ROW
Don't hit her.

MATT
God, I didn't hit her--she hit her.

ANGLE ON LIGHTS
As everyone starts pushing the cabin attendant call button. These dings magnify until they're part of the music--as it drives and drives... Matt takes Jeannie's hand and tries to restrain her.

JEANNIE
Noooooo. Let go of me. Noooo. The yellow dress... let go... let go.

She breaks away from him. He moves after her.

CAMERA MOVING
At breakneck speed, Jeannie dashes through the plane with her father in pursuit... flashes of disapproving faces. The seat belt sign goes on. A FLIGHT ATTENDANT blocks his path.

FLIGHT ATTENDANT
You'll have to sit down.
Jeannie takes advantage of Matt's being stopped and moves into the toilet, locking the door behind her.

MATT
(yelling)
Jeannie, we have to sit down. Please.

CAPTAIN'S VOICE
We'll be having some turbulence for the next twenty minutes or so. Will the cabin attendants please take their seats?

FLIGHT ATTENDANT
Sir.

MATT
(simply and utterly)
I have no idea what to do.

A sudden bump and Matt falls. He yells to the locked door.

MATT
Jeannie, you okay?

FLIGHT ATTENDANT
Go back to your seat. I'll get her.

As Matt makes his way back, the Flight Attendant uses a hidden latch to open the door. Music building--then calming, the worst is over. Matt makes his way back to his seat, shocked. The Attendant leans over him.

FLIGHT ATTENDANT
She wants to be alone. So we're upgrading her.

He just nods.

FULL SHOT
Down the aisle--Jeannie lets an Attendant lead her as she peers back at her dad.

EXT. PARKING LOT - NIGHT
Matt carrying the sleeping child like a sack over his shoulder, also managing to hold onto all her luggage.

**INT. MATT'S APARTMENT - NIGHT**

He has propped her on the sofa, a cotton nightgown out. He is unbuttoning her dress. She opens her eyes, the protective bars PLACING A SHADOW ACROSS HER FACE. She attempts to cover her fear.

**JEANNIE**

These are the wrong jammies.

**MATT**

Okay... so what do we do?

Jeannie mimics him perfectly under her breath. She goes to an open suitcase and throws things on the floor until she finds the right jammies.

**JEANNIE**

Where do I sleep?

**MATT**

I have a sleeping bag and bed. Which one do you want?

She surveys her pitiful choice; then points to the sleeping bag.

**JEANNIE**

That.

She gets into it. He zips her up—then she says something remarkably unexpected.

**JEANNIE**

Hug.

Amazed, Matt hugs her. A half-beat, then:

**JEANNIE**

(sharply)

Let go.
back, He does--then stands and looks down at her. She looks mocking his stare with one of her own.

**INT. BATHROOM - DAY**

Nan uncertainly enters this decidedly masculine bathroom. She is wearing an evening gown. The sun streams through lush foliage outside a wall-sized window. MUSIC as she opens her purse and removes a pillbox; at one point lightly singing a snatch of lyric concerning the conflicts of being a woman and a single mother--this while totally focused on the pills.

**INSERT - PILL BOX**

A major movie shot of this compartmentalized box. Each burrowed nest clearly labeled for the pill it contains: **VITAMIN B, VITAMIN A, OSCILLOCOCCINUM, PROZAC, CALCIUM, TEST DRUG, ASPIRIN, XANAX, ETC.**

**ON NAN**

MUSIC CONTINUES. She dials a phone number while arching her neck and swallowing one pill after another with little swigs of water. This process continuing, even as she speaks into the phone.

**NAN**

Monica--is Leslie up yet? Good. I didn't want you to get worried when you realized I wasn't there. I'm still with that man. I'll tell you about it later. But it's sure nice to have wobbly legs again. Look, today's recycling day for Leslie at school, so give her some empty cans... well, then dump some out for her! Tell her I had to leave real early for work and I'll pick her up at school myself to make up for it and
we'll rent any cassette she wants
for tonight. Thank you... Take good
care.

She hangs up. Another snatch of lyric as she bends to
her teeth with her finger; prepares herself and opens
door to greet her new lover.

**INT. BURKE'S MASTER BEDROOM – DAY**

Burke sits on the edge of the bed, fearful. He sees
her.

**BURKE**

Oh, I thought you took off in the
middle of the night.

She moves quickly to him.

**NAN**

No. I just had to call home. Is that
why you're sad?

**BURKE**

No. It's Everett. This kid who used
to work for me. He was always crazy
to do his own movie.

**NAN**

(fearing worst)
What happened?

**BURKE**

(very down)
His movie not only opened to a three
million dollar Friday--it's gotten
great reviews.

Nan is dumbfounded; still she puts a hand on him,
actually

lovers: he,

intimate,

consoling him for his hideous thought--Hollywood

wrapped up with ill thoughts of others; she, feeling
yet severely compromised. Cupid's work is done.

**BURKE**

(again)
Listen. I'm tremendously worried
about 'Ground Zero' because of the
bad 'want to sees' you sent over.
But that's just me being nervous
over nothing, isn't it?

NAN
No. That's just you correctly
assessing the situation. So stop
being so hard on yourself.

He eyes her, then:

INT. MATT'S HALLWAY - NIGHT

We hear a muffled argument between Matt and Jeannie
from inside their apartment. Then the door opens and
holding Jeannie by the hand, moves down the hall to the
door and knocks. (NOTE: Jeannie is dressed in layers of
clothing--some of the layers play clothes, some fit for
coronation. She is a pocket contemporary Annie Hall...
style so much her own it transcends judgement. Her hair
unkempt. The door opens revealing Lucy, an Hispanic
her mid-30s.

MATT
How're you doing? I'm from next door.
I see you with your kids in the
laundry room...

LUCY
Hello.
(seeing Jeannie, turns
warmer)
...Who are you?

Jeannie is a bit shy.

MATT
Say, 'Hello, I'm your new neighbor
now too.'

Jeannie says nothing.

LUCY
I'm Lucy Crisala... What's your name?
Jeannie says nothing.

**MATT**
Say, 'Jeannie.'

The form of the conversation is forged. Jeannie not answering anything. Matt bending over to Jeannie while he forms her answers to Lucy.

**LUCY**
I have a little girl too.

**MATT**
Say, 'Isn't that nice... How old is she?'

**LUCY**
She's four and a half and I have a little boy who is not yet one year.

**MATT**
Say, 'That's nice... I'd like to play with them... My Daddy didn't know your phone number, so we just decided to...'

**LUCY**
(interrupting)
What can I do for you?

**MATT**
Say 'Daddy has to go to work tonight and...'
(catching himself and looks directly at Lucy)
I need someone to help me and her on short notice. I've seen your around with your kids and hoped you knew someone in the building or close by. I've got this new job that starts now. Do you know anyone?

**LUCY**
Well, I'm always here. I could maybe do it myself.

**MATT**
(there is a God and a
good one at that)
Oh, this is so great. Let's work out
a full-time schedule and...

LUCY
Wait. Jeannie, why don't you come in
for a minute and meet Ricky and Essa.
Come on, we're making fruit bars.

Jeannie walks into the apartment past her father.

LUCY
(again, to Matt)
Why don't you leave her for a while
and then we talk.

MATT
Sort of a test?

LUCY
We'll just see how it works.

INT. LUCY'S APARTMENT - NIGHT

Play-pen in the middle of the floor... Jeannie stands
there
staring at Essa who is playing with her little brother.

Matt
moves to embrace Jeannie who cranes away from him. He
stays
with it, whispering in her ear.

MATT
Please behave, understand? I don't
know what we'll do if this doesn't
work, so behave, sweetheart. Behave,
behave.

As he exits towards his own apartment.

DISSOLVE TO:

INT. MATT'S APT. - 20 MINUTES LATER

crying
Matt is extraordinarily anxious. Then he HEARS loud
despair.
and screaming from next door. There is a stab of
Matt deflates, then resigned, exits.

INT. HALLWAY - NIGHT
The sound of screaming now louder. He walks to Lucy's door, takes a breath and knocks. The door opens and Lucy there looking rattled.

MATT
I'm sorry I bothered you.
(calling inside)
Jeannie...

LUCY
Could I have her a little bit longer?
My little boy just fell and Jeannie is the only one he let hold him.

ON MATT
A devil's weight lifted from his shoulders. The slap-happy smile of the just saved plastered on his face.

MATT
Your little boy fell, so he's screaming. And you want her to stay.

Lucy, confused by his buoyant reaction, nods.

LUCY
Okay. Seven dollars an hour?

MATT
Great. Thank you. See you later, Jeannie.

He tries to kiss her, but she shuns him. Lucy, now having an official status, turns to admonish her.

MATT
No, that's okay. I'm fine with it. I feel fine.

EXT. MOVIE THEATER - NIGHT

Burke walks tight little circles near Cathy and the rest of his staff while a few feet away Studio Executives stand in a cluster. There is a DISTANT, RHYTHMIC SHUFFLING SOUND.
walks past Cathy.

**BURKE**

Nothing good that happens tonight can make it worth feeling the way I do right now. Nothing.

(turning to Cathy)

What do you think?

**CATHY**

(nervously taking the plunge)

To be honest, I had problems with 'Ground Zero.' But this 'People Get Hurt' one, while it might not be my exact, exact thing, I think will really work for an audience. It's so over the top, you have a great time.

**BURKE**

So you think it'll score big?

**CATHY**

Yes.

**INT. COUNTING ROOM - NIGHT**

Where we discover the SOURCE OF THE SOUND. Some twenty card-counters on the floor riffling through stacks of cards with erasers. Matt and Nan stand in the doorway.

**NAN**

Don't worry. My daughter used to throw fits in supermarkets when we first moved here. It's all so perfectly normal. Plus I know a great psychiatric children's group.

**MATT**

That's what breaks your heart. Jeannie's problem is that she's so down on herself.

**NAN**

Well, she's lucky to have a daddy who cares, believe me.

**MATT**

I don't know if lucky's the word. I'm hoping she's asleep when I get
home so I won't have to deal with her... I'm actually afraid of my own kid.

NAN
Oh, my. I've had exactly that feeling and never said it out loud. See, there are men who talk my language and I'm just cursed that I'm not attracted to them because they are so nice they remind me of myself.

Matt laughs. In the b.g., the counting is completed.

GROUP CAPTAIN
Excellent?

GIRL COUNTER
Seven.

GROUP CAPTAIN
Very good?

BOY COUNTER
14.

GROUP CAPTAIN
Fair?

SECOND BOY CARD COUNTER
30.

GROUP CAPTAIN
Poor?

SECOND GIRL CARD COUNTER
Just a second...
(finishes counting) 666.

The Group Captain notes the figure on a sheet, walks to the doorway and hands it to Nan, who is still deep into conversation with Matt. She begins walking back to the theater without looking at the sheet in her hand.

NAN
I felt terrible about the way I blew up at you when I first met you. (before he can object) Please.
FULL SHOT - THEATER AREA - NIGHT

Burke and others waiting as Matt and Nan come to a stop some distance away.

BURKE
What are they doing?

NAN
I began taking anti-depressants when we moved here from Washington. I had some small reactions—sleeping 14 hours, no libido, I gained 17 pounds in nine days—that sort of thing. So they gave me pills to deal with the side effects. And then pills to deal with the side effects I was getting from those pills. All this besides the stuff the nutritionist was giving me. The combination formed some sort of potion so that I keep telling the truth. I don't have a choice. That's why I was so rude to you.

MATT
Your doctor says this?

NAN
Oh, yes. He's excited, but only because he sees glory for himself in it... See, ordinarily I wouldn't say that about my doctor, but I can't help it, it's the truth. He's monitoring me for a while longer before writing it up for this medical journal...

Cathy has joined them.

CATHY
Burke's going crazy waiting for the score.

NAN
Coming.

CATHY
(to Matt)
How are you, anyway?
Matt shifts, figuring out his answer.

**CATHY**

(a small laugh)
It's a tough one, huh? Me too.

Nan looks down at the score.

**NAN**

Oh, my. Matt, I'd better drive him myself.

She starts for Burke.

**ON BURKE AND OTHERS**

As Nan arrives and hands the Studio Executives the score,

Burke looking over their shoulders.

**BURKE**

I can fix this... Get some narration written...

(turning to Director)
You'll cut 30 minutes. It will come out like butter.

**DIRECTOR**

We're only 77 minutes now...

**BURKE**

(mumbling to himself)
...a 47-minute movie... no, that won't work...

**FEMALE STUDIO EXEC**

I have to go. I have a nanny problem. Priorities, right?

**BURKE**

Thanks for the support.

She kisses his cheek and leaves. A beat of silence...

Burke turns to Nan.

**BURKE**

(again)
Can you help?

Exactly the moment Nan has been waiting for... she does have
a valuable observation to offer at this dark moment.

NAN
Yes, I can.

BURKE
(hopeful)
Go ahead.

NAN
It's only a movie.

As Burke looks at her from the depths of his pain and sees her confidently believing that she has imparted something of value, the movie's marquee lights go off giving us a: BLACK

OUT:

INT. MATT'S HALLWAY - NIGHT

As he carries an enormously resistant Jeannie, wearing a borrowed T-shirt nightie, back towards his apartment... has Jeannie under one arm--her clothes and shoes in Jeannie's arms are extended towards Lucy, who stands in the open doorway of her apartment. She begins thrashing. Giant tears come--the moment is operatic.

JEANNIE
Let go. Please, Lucy, don't make me go.

MATT
Everyone's tired. You can come back tomorr...

LUCY
Listen to me, Jeannie...

JEANNIE
I want to live here with these people. God, let me live here.

MATT
Maybe if she stayed tonight she...
JEANNIE
I love it here so much that...

Now her father's last words have registered on her--she immediately stops crying, though tears still roll down her cheeks.

JEANNIE
Daddy says I can stay.

Jeannie wriggles away towards Lucy's doorway. Lucy takes several steps toward Matt, who obviously fears the looming exchange.

LUCY
I no think you can give her what pleases when she act like this... Because then she think...

Matt is very much like a fighter taking a great deal of punishment, knowing he is beaten, but being told by his corner he must make a fight of it. He nods his head repeatedly in agreement...

MATT
I know... I know...

Now he sniffs the air in quick rhythm, hoping to draw in some courage and resolve. He moves to Jeannie.

MATT
You'll see Lucy in the morning. We're going home.

JEANNIE
No. I'm not! STOP!

INT. MATT'S APARTMENT - NIGHT

As they enter and Matt pushes her into the other room and closes the door, placing her in there alone.

INT. BEDROOM - NIGHT
Jeannie, behind the double glass-paneled doors of the bedroom.

**HER POV**

Matt, upset in a way he has never imagined, as he pops a beer--puts on some headphones for calming music and begins to read a book on child behavior modification.

**ON JEANNIE**

Feeling the restrictions of her punishment, pacing and now she begins to wail "THIS LONELY LIFE". Few adult women have sung with such appropriate passion out of need and loss, aloneness and confusion. The song finishes. Jeannie sits huddled.

**DISSOLVE TO:**

**EXT. ROOFTOP – DAY**

This rooftop serves as an outdoor commissary for Popcorn Pictures. There are a few tables, snack machines and umbrellas. The whole "D" staff is there, including Cathy, having lunch, along with Claire, the casting assistant. In the b.g., we see Matt, huddled, sitting on the roof's awful green outdoor carpeting, feeling much the same as Jeannie in the previous scene.

**ON MATT**

Off in the distance, the Popcorn execs contentedly ply their trade. As he overhears their conversation and the words begin to register in all their horror.

**MILLIE**

Will somebody take a minute to look over my casting list before Burke
gets here?

MALE D PERSON
(scanning list)
This isn't so great, Millie.

MILLIE
Well, I wanted to put in people we had a shot at getting.

MALE D PERSON
(reading from list)
F. Murray Abraham, Jeff Daniels, Ed Harris, John Lithgow, Rip Torn, Willem Dafoe, John Malkovich... For an action lead?

MILLIE
Could you at least take it one person at a time instead of...

MALE D PERSON
Okay. Let's play 'State the Obvious'... F. Murray Abraham has a nose as long as an Aspen ski line, Ed Harris is losing his hair, Joe Mantegna has never played the lead in a big movie... Willem Dafoe's teeth... Bob Hoskins looks fur bearing when he takes off his shirt... Malkovich...

Matt can take it no more. He hears a loud voice coming from his own throat. He wigs out.

MATT
I can't stand it anymore. I can't.

CATHY
What's wrong? What happened?

MATT
What, in God's name, are you doing in this job you have?

SHOT
As they all start to answer at once.

MATT
I mean him. What, in God's name, do
you know about casting?

**MALE D PERSON**

Me?

Matt rises and walks towards the Male D Person.

**MATT**

Yes. What do you know? About anything? You don't even know you have a habit of touching your tongue with a finger like you want to lick yourself.

(note: this is his little habit)

Yet, you talk like you actually know something... So I want you to tell me...

(louder)

...what you know.

**MALE D PERSON**

I'm not going to be drawn into this.

**MATT**

I've been an actor most of my life and this is the first time I've ever heard what the people calling the shots sound like when they're casting. So I really want to find out what, if anything, you know because what if nothing you know.

**FEMALE D PERSON**

I don't think the yelling is necessary.

**MATT**

Oh, you couldn't be more wrong. And I'm not talking to you. And I don't like you.

**MALE D PERSON**

How about you just mind your own business?

Matt is very close to him--he shakes his chair.

**MATT**

You're minding my business. That's the problem... so, just tell me, what do you know?
Matt's manner is threatening. The Male D Person looks around for some support and finds little... then Matt's tone changes... it's reasonable, almost seductive.

**MATT**
Just tell me and I'll shut up.

**MALE D PERSON**
(taking the bait)
First of all, I've been going to movies since I was six, for God's sake...

**MATT**
What you know is the size of a schnozz. What you don't know is that these guys...
(indicates list)
...are for real...

**ON CATHY**
She is a ricochet victim of every word Matt says, as he continues to indict the Male D Person and unknowingly reach her instead. His fury grows and becomes more complicated, containing an element of mourning.

**MATT**
(again)
...that they can make something happen, and even they don't know what that is till they get in there and play a little... they can make something happen that you can't even imagine... and it's not your fault, this stupidity... 'cause you're just this scared little prick who gets to say he's making movies, and the only thing they ever taught you is that what you like doesn't matter.

**MALE D PERSON**
(frightened)
Thanks for understanding.

The anger leaves Matt. He is depleted.
MATT
But isn't it almost good manners for you to feel a little shame?

Cathy rises and begins to exit.

MATT
(again)
I didn't mean you.

CATHY
If you didn't, you sure should have.

She exits. The D Person's Colleagues have taken advantage of the beat to egg him on.

MALE D PERSON
You talk about manners--are you actually so bitter you don't realize how you acted just now? You're gone, pal. But at least know that we can't help that we're making it.

MATT
Oh, shit. You win. You got lucky with 'bitter.' That word just scares me to death.

INT. STAIRWELL - DAY

A distraught Cathy is walking down as Burke bounds up.

BURKE
You look down.

CATHY
I am.

BURKE
Thank you. I appreciate the support.

CATHY
I'm not down for you. I'm down about myself.

BURKE
(not hearing)
Oh. What if 'Ground Zero' doesn't do well this weekend?

CATHY
Please listen to me.

He nods, but she pauses, disconcerted.

BURKE
What?

CATHY
I just got this feeling of seeing myself talking to you and how this is the most important moment of... ever.

BURKE
(brusquely)
Okay. Good. What is it?

CATHY
I've been watching this company make movies that cost tens of millions of dollars and all the while I've known about this wonderful script which we can somehow own and we could make for about $14,000,000... $3,000,000 if you can live without stars or a name director.

BURKE
Is that it? Okay, send me...

CATHY
I've sent you coverage on it nine times. I swear to you, Burke, it will work. You've never heard me say that.

BURKE
How about last night?

CATHY
(an unexpectedly fierce outburst)
I don't know anything about action-adventure!!
(on his look, she gains control)
I have no idea where that came from. Hey, I know everyone thinks I don't have any commercial sense because of what I said at the 'Gremlins' preview and all... And you think I can't put myself on the line. Well, if this
picture doesn't work, fire me. Have me killed if it doesn't get good reviews. If this doesn't get a 70 percent definite recommend from women 49 and under, I promise to be your sex slave until they drop ticket prices back to five bucks and start enforcing the R rating.

BURKE
You're selling very excellent. Very excellent presentation.

CATHY
You've got to do this. I think this movie can save me.

BURKE
(disgusted)
Oh, please... What's the script?

CATHY
'Mr. Deeds Goes to Town.'

EXT. MATT'S APARTMENT - EVENING
As Matt exits his car with beaten down body language.

INT. APARTMENT BUILDING - EVENING
As he leads Jeannie briskly down the hall from Lucy's apartment and into his own.

JEANNIE
Why couldn't you even look at the way I dressed Ricky?

MATT
Look, I don't want to talk about it. I just had a real rough day... so just let it sit there, okay?

JEANNIE
But what was it? Tellll me... Compromise... You sad?

MATT
Yes.
   (through gritted neck cords)
Now, I really need to be quiet.
JEANNIE
(eyes him, then)
You!! I know what will cheer you up.

Moving very quickly and with great purpose, she slaps a tape into a pink child's cassette player and MUSIC BEGINS... Jeannie sings along with the child's chorus on the "YOU COULD BE WONDERFUL", making, with little hand motions, the last thing Matt needs, but, in due course, he actually make a bit of transitional progress out of his troubles and into the fact that his daughter is beguiling. But, before the mood can fully sweeten, Jeannie forgets lyrics and begins to verbally assault herself as the tape continues to play...

JEANNIE
I can't even remember the words... I am stupid.

MATT
No, you're not. You're not stupid and I'm not bitter... and you know why? Because there's no cure for either one and we've got to believe in some cure for each of us.

JEANNIE
I am stupid. I can't even remember the words to some baby song.

MATT
Oh, Jeannie... I just can't do this now.

The phone rings... As he goes to answer it...

MATT
(into phone)
Hello? Yes. Cathy... Hey. Just a second.

His mood has changed. It's a fine sign that Cathy has called
him at home. He needs only for his child to take pity and listen to him.

MATT
Jeannie, please... be quiet for one second... this is very important for me.

She decides, with some difficulty, to let him continue.

MATT
(into phone)

Jeannie mouths the words, "Who is it?" Matt holds up a finger asking her to wait.

MATT
Me? This is great. I'll come right over and pick up the script. Okay. If you want to. Bring it over. Goodbye.
(to Jeannie)
We might make it yet, kid.

EXT. MATT'S STREET - EVENING

As Cathy drives past some rough examples of street life, and security parks, finally finds Matt's building with its grim iron gate system. Cathy, uncomfortable in these surroundings, puts her car, brushes her hair, while, at the same time, putting in place a phony cheap-car-radio-sticker over her own expensive system, and gets out.

INT. MATT'S APT. ENTRANCE - EVENING

She buzzes his apartment and waits.

MATT'S VOICE
Cathy?

CATHY
Yes.

MATT'S VOICE
I'll buzz you in. You've got to be quick and push hard.

In the b.g. WE HEAR Jeannie loudly imploring her father to make the person wait till she's finished dressing. There is the SOUND OF the buzzer. Cathy hurls herself at the good four times before finally timing it right and gathering the necessary strength to spill through.

INT. MATT'S HALLWAY - EVENING

Cathy stands there overhearing the voices from inside.

JEANNIE'S VOICE
But why can't I stay just a little while?

MATT'S VOICE
Because this is a very special friend of Daddy's and I need privacy... Be fair... I let you wear that dress.

Cathy knocks. Matt opens the door.

MATT
Hi.

He steps aside so Cathy may enter... The place is tidied up. He has changed his clothes and Jeannie is wearing a lace dress, fit for a young princess, complete with flowered tiara and ballet slippers, with trailing blue ribbons at the heels and a velvet cape.

MATT
This is my daughter, Queen Elizabeth. Jeannie, this is Cathy.

CATHY
Hi... What a pretty dress.

JEANNIE
Thank you. That's nice.

ON MATT
Happy that Jeannie is behaving so well.

**CATHY**
Are you going to a party?

**JEANNIE**
(wildly hopeful)
Am I going to a party, Dad?

**MATT**
(quickly)
No. You're going next door.

Jeannie is crest-fallen; for a horrible second, it looks as if she may start to wail... Matt moves into action with a pep talk.

**MATT**
Remember our compromise? You're going next door to Lucy's to play and you'll show the kids your dress and I'll come get you later and we'll go out someplace and I'll buy you anything you want for under seventeen dollars?

**JEANNIE**
I remember.

She starts for the door, doubles back, and kisses a surprised Cathy full on the lips... The gesture is beautifully, even movingly carried off. It is totally false.

**JEANNIE**
(again to Cathy)
Goodbye. I love you...

**CATHY**
(totally thrown)
Well,... thank you.

Jeannie is on the run... as she passes her father.

**MATT**
(sotto)
Thanks.

Jeannie nods acknowledgment as she flies past.
OTHER ANGLE

Favoring Cathy, Matt leans out the doorway until safely next door, then re-enters.

CATHY
What a little winner, huh?

MATT
(modestly)
Oh...?

CATHY
(waving script)
This is my favorite project. And it looks like we're going ahead with it.

MATT
(overlap)
'Mr. Deeds Goes to Town?' Oh, it's a remake...

CATHY
Well, come on, what's original? And this is a wonderful rewrite. It's funnier.

MATT
And there's a part in it for...

CATHY
Yes... Burke says I can test whoever I want. He wasn't even surprised when I mentioned you. So, if you could read this rewrite now and if you like it, we can make a test deal...

(catching herself)
they can make a test deal... we can tell them that they can make a test deal.

(in explanation)
I think it's important for me to steer clear of the business end.

MATT
Okay... which part?

CATHY
Longfellow Deeds.

**MATT**

Mr. Deeds?

**CATHY**

Who goes to town, yes.

Matt takes this in... takes this miracle in.

**MATT**

Who are we kidding? I'm even having trouble getting short parts--I'm going to say I love it no matter what you've done to it.

**CATHY**

Stop being so creepy honest. I really have an instinct about you for this. I'm going home--call me when you finish reading it.

(how quickly status changes things)

Or... come on over.

**INT. BURKE'S BEDROOM - EARLY EVENING**

A post-coital moment though only the man is visible; Burke, who lies on the bed wearing a shirt and tie and nothing else. Nan lies out of sight on the floor where she is recovering from the deepest orgasm of her life.

**BURKE**

Why not? If you can test movies and premises and want-to-sees, why can't you test screen tests?

Nan hauls herself into view, climbing back onto the bed.

**NAN**

I can't deal with your self-centered dribble right now. I have just had the biggest orgasm of my life and I'm trying to figure out if I'm in love with you.

**BURKE**

What?
NAN
Whoops. Tell me what made you rush over and pick me up and bring me here at six o'clock. I mean we seem to have...

She closes her eyes in a characteristic and touching gesture, as the scientist in her struggles to be precise.

NAN
(again)
...this unspoken agreement not to talk about why we're together when we're together and I don't think it's good to let that become a pattern for us.

She focuses again on Burke. Prepared for, at last, some verbal intimacy.

BURKE
Why did I rush to you? Because I felt like I had to... be with someone and you were closest.
(on Nan's reaction)
What's wrong?

NAN
You're not at all aware that you've just said something...
(her eyes close)
...unattractive?

BURKE
Look, I'm sorry if that came out...

NAN
I'm not looking for an apology.

BURKE
I'm just trying to say that one of the things I'm not great at is...

NAN
Let's not make this about your shortcomings. I'm sure you've had enough of those conversations to last you a lifetime. What I'm...
BURKE

No, I haven't.

NAN

No, you haven't what?

BURKE

Had a conversation about shortcomings...

NAN

(aghast)
No woman has ever told you that you have an almost barbaric insensitivity? That you seem to have lapsed into some final cynicism, where you actually believe that, not only does everyone think the way you do, but only you have the courage to express it? That you seem horribly certain everyone else is sort of pretending when they talk about love or seem to care for anything outside their own anus? No one's ever said that sort of thing to you?

BURKE

Oh, yeah... But I didn't get what you meant by 'shortcomings.' Hey, if you think things like that, what are you doing here?

NAN

(indignantly)
I'm here for the same reason 86 percent of older women loved 'Beauty and the Beast.' I would like to believe that underneath the creature, there is a sweet, caring guy.

BURKE

I sure hope you're wrong.

Nan breaks up, shaking her head ruefully.

NAN

I have to pick up Leslie.

Burke, not having intended humor, is also lighthearted, having somehow avoided a tight spot.
EXT. CATHY'S HOUSE - NIGHT

Matt, holding the script, walks the small lane through the tidy lawn to the perfect Silver Lake cottage. We HEAR MUSIC from inside. (A soundtrack.) There is a note on the door, which is slightly ajar, reading: "Come right in if you loved it--ring if you have reservations." Matt enters.

INT. CATHY'S HOUSE - NIGHT

White walls, thick rugs, great, great, fantasy garret; sparse, but cozy. He walks a step, then there is a girlish squeal and a naked Cathy streaks the rest of the way to her bedroom from the bathroom.

CATHY
(calling)
I mistimed it.
(sticking her head out the door)
I wanted you to catch me fully frontal.

She smiles broadly; hurriedly putting on something quick and loose to match her buzz. As she walks to him, the phone rings. She ignores it.

CATHY
So you loved it. A lot? A little?

MATT
Give me a second--all of a sudden, there's a lot to deal with.

She sits on the sofa--looking at him.

MATT
(again)
It's terrific.

CATHY
(pointedly)
Do you see why I think you're right?
MATT
Because you're nice and you know I need work.

CATHY
(lower)
You know this is really happening, so I wish you wouldn't kid around about it.

MATT
Sorry, but I think the audition rule is that I have to be serious unless the person in charge is wearing a bathrobe and her nipples are sticking out...
    (holds fingers apart)
    ...this much.

Cathy peeks down her bathrobe. Then broadly.

CATHY
There are some mixed signals coming out of here, aren't there?
    (phone rings; she answers)
Hi. Working... I can't write down a number now. Call me back.
    (to Matt)
The script?

MATT
It's really good. I get a little nervous thinking about the opportunity.

CATHY
I want to hear everything. You want to go page by page?

MATT
If it's okay. I kind of work on these things in a private... it's just... it's a little better for me if I don't...

CATHY
(hurt)
Okay.

MATT
Okay, let's do it. It won't kill me.

CATHY
Please. I understand.

An uncertain beat and then she leans over and kisses him. A sound escapes him. They get up and begin walking to the bedroom.

MATT
I swear to God, I don't know which thing I want more, the sex or the conversation afterwards.

CATHY
(a smile)
What do you mean?

INT. CATHY'S BEDROOM - NIGHT

As they enter and move to the bed where Matt starts undressing.

MATT
I mean I haven't been to bed with anyone since Jeannie got here... I haven't talked to anyone the way I need to.

(cradling her breast)
I haven't seen anything this beautiful. I haven't felt this good about life. I mean, I've been lonely, Cathy.

CATHY
(as he enters her)
I'll tell you the truth, Matt. I've never felt more like turning my phone off.

She twists her body gracefully, sexily towards the phone.

MATT
You can't shut the phone off. I left this number with Jeannie's sitter.

CATHY
I don't understand what you're worried about.
MATT
I'm not worried. But if the phone was off, I would worry.

CATHY
But I get a lot of calls.

MATT
Oh.

CATHY
I could put the machine on 'monitor,' but it's going to be... I don't know.

MATT
It will be okay. I think the most important thing is to stop talking about the phone. Turn it off, monitor, whatever.

CATHY
Okay.

She twists toward the phone again--not quite so beautifully.

OTHER ANGLE
As she hits the "monitor" button, then turns back to him.

CATHY
You look so serious.

MATT
I am so serious.

CATHY'S POV
Matt totally there... this is major for him, then he does something sensitive... reads her concern over the depth of his need and interest and shrugs, indicating he can't help it.

ON CATHY
She likes him.

THE COUPLE
As they make love... their union thrown off kilter by the phone messages which roll in periodically as they thrust and sweat towards intimacy.

**YOUNGER MALE VOICE**
(broadly)
Hi, Cathy... All my magazines came today... Read the new Vanity Fair, they take apart three people we hate... Spy is bad this month... Scorsese didn't get the Time cover, the plane crash did... ha, ha, ha... Why aren't you at the office? You know, I'm getting to the point where I prefer to reach people's machines... Bye.

The love making continues as the calls continue.

**MALE D PERSON VOICE**
Cathy? Are you there? Hello... Are you there?? I'm going to count to ten. One, two, three... (then to someone passing his office)
Did you go to the screening last night? What did you think? That makes two bombs in a row for her. (into phone) ...four, five, six... Pick up if you're there. I've got major gossip... major screwup. It could be good for us.

Cathy, in the throes of sexual union, feeling a bit divided by the offer on the phone... she shakes it off.

**MATT**
Is this the kind of crap you listen to all day?

**CATHY**
Please, we're making love here.

**BURKE'S VOICE**
(incredibly depressed)
If the TV show bombs, there's going to be a dance party on my grave. I
don't give a crap. Nothing seems to have a point anymore. I'm really questioning everything... including action-adventure... Don't tell anyone I'm down. Even destroy the message tape. Don't tell anyone I said to destroy the message tape. Don't even give hints that there's something you can't tell them, but you wish you could... I'm losing it. I'm losing it. I'm losing it. I'm losing it. Don't tell nobody. Don't tell nobody. Don't tell nobody.

The sound of a hang up... the couple having more difficulty making love...

**ON CATHY AND MATT**

As they look to the phone and react--still joined,

then:

**JEANNIE'S VOICE**

(sobbing)
Daddy...
(berating someone who is with her)
You dialed bad... Where is he?

**LUCY'S VOICE**

(with Jeannie coaching b.g.)
Matt, Jeannie is very upset because you are not here when you said. And now the big hand is on the eight...

The sound of a hangup... As Matt springs from the bed.

**MATT**

I'm sorry...

**CATHY**

It's all right.

**MATT**

(as he leaves)
Is there a name for what we just had?

**INT. BURKE'S CAR - DAY**

Matt driving. Burke in back as his anxieties gnaw away.
MATT
This is awkward, my driving you around and testing for you tomorrow.

BURKE
Not really.

MATT
Well, I hope you understand I can't drive you to work tomorrow and then go in and test. It's just...

Burke reluctantly considers, then:

BURKE
Okay. I was going to come in late anyway. I'll get one of the kids to drive me.

MATT
Thanks. And, look, if I get the lead in this movie, you'll have to go back to sitting up front with me.

Burke laughs—surprised at being genuinely amused.

INT. MATT'S APARTMENT - MORNING
Matt, wildly dialing a phone—orange juice in hand, standing nearby. He shrieks one phrase.

MATT
(into phone)
No sitter!!! Thanks. We're leaving now.

INT. MAKE-UP ROOM - DAY
Matt is in the final process of being made up, going over his lines. Cathy enters.

CATHY
Jeannie's fine. There's a whole bunch of kids in the building. She's fascinated. And they're all ready for you.

MATT
How many men are they testing today?
CATHY
You're the only one.
Matt is surprised... But he is a pro and so immediately makes use of this sudden blip in status.

MATT
Then tell them I need a little more time.

MAKE-UP PERSON
No, it's okay, we're done.

MATT
I mean for me. I want to focus a little.

CATHY
Sure.
(she hugs Matt)
Good luck, Matt.
(whispered advice)
The thing they're looking for most is sexy.

And then they're gone. With that bit of advice, Matt is totally fucked up. A beat after Cathy leaves:

HAIR PERSON
You know who she was involved with for a minute or so?

MAKE-UP PERSON
Who?

MATT
(quickly)
Hey!

On their look...

MATT
(again)
You guys have to leave. This is important and I need to be alone right now...

They exit... Matt thumbs through the script... does a relaxation exercise... takes a breath and thinks... a
and he is reasonably confident... he walks one half-
circle of the room making sure he's fully pumped, then exits.

**EXT. POPCORN MOVIES - DAY**

As crowded as it was for the previous audition scene, this time they are reading children of varied ages, and kids and their parents are all over the stairs, etc. Jeannie is filled with wonder and is arrestingly and atypically shy, as she makes her way through this world of the young, clinging to Cathy's hand, as the kids sing their version of "MAKE BELIEVE"--the stage parents taking one verse. At one point, Cathy's begins talking to someone, blocking Jeannie's view.

**JEANNIE**

Get out of my way!

**CATHY**

Don't say it like that!!!

**JEANNIE**

Which way should I?

(polite little girl)

Get out of my way.

(almost weeping)

Get out of my way.

(furious)

Get out of my way.

All this noticed by a casting person with a clipboard.

**CASTING PERSON**

Wow.

**INT. POPCORN PICTURES HALLWAY - SEVERAL HOURS LATER**

Matt making his way past the last of the kid stragglers.

Cathy and Jeannie come running up to him.

**MATT**

It felt great... Everybody...
JEANNIE
Let me tell him, let me tell him,
let me tell him...

CATHY
(highly annoyed)
Let him finish! God!

JEANNIE
I want to tell him.

CATHY
If you wait one minute, I'll let you.

Incanting

Jeannie turns down her volume, but keeps repeating--

Actually... "I can't wait to tell him... I can't wait
tell him... I can't wait to tell him..."

MATT
Anyway, the girl I did it with, by the way, she's really good; the
director, the crew... they all thought we nailed it.

CATHY
(lovér, sexy)
Hey.

JEANNIE
(to Cathy)
Now?

Cathy nods and Jeannie begins to push Matt into Cathy's
office for privacy.

CATHY
Wait till you hear this one.

INT. CATHY'S OFFICE

Jeannie sits her father down. This is the first time we've
seen her joyful. Pure glee.

JEANNIE
Some lady asked me to go in a room and, you know, make believe and say
stuff like we were playing a game...
The words coming so fast that Jeannie lets loose with a bolt of SONG, as if taking a moment to catch her breath. Just a few sung lines proclaiming happiness.

JEANNIE
(again)
And everybody went 'yea' and they said they wanted me to be on television.

And the SUNG PHRASE.

JEANNIE
And give me money and have a teacher there and a person to braid my hair and color my face and give me clothes...

The sung phrase again.

ON MATT
Stricken.

MATT
You wait here, Jeannie.

INT. CATHY'S OUTER OFFICE - DAY
Several people milling about... Matt eyes Cathy. We still hear Jeannie's muffled singing from the other side of the door.

MATT
(furious)
I have to talk to you.

EXT. POPCORN PICTURES - DAY
As Matt and Cathy come into frame... Matt forcefully placing her with her back to the wall. She is not one to be pushed around.

CATHY
Don't!
MATT
What in hell is wrong with you? You actually think...

CATHY
I'm trying to hang in here but everything in me cuts off when somebody acts this way.

MATT
(continuing right along)
...that you can have my kid audition for a show without asking me.

CATHY
I didn't... She went for water and by the time she got back, they had offered her the part. Blame Burke, he was there...

Matt takes this in. Just a millimeter underneath his fury is professional curiosity.

MATT
What's the part, anyway?

CATHY
The white kid in a multi-racial foster home with all these kids of varying ages. It's not a bad show. I sure can't wait to see the test.

MATT
How were they able to test her so fast?

CATHY
No. They offered it to her off the reading. I meant your test.

MATT
Oh... A child actor. Just what any kid with problems needs to straighten out--a series of her own...

Cathy has nothing to offer. Matt begins leading her back. We HOLD ON THEIR BACKS and see the chink in Matt's confidence,
hear the tightness in his voice as he asks:

**MATT**
You'll let me know as soon as they see my test?

**CATHY**
Right away... You've got my vote.

They hold hands.

**INT. MATT'S APT. - NIGHT**

Jeannie, a script in her lap, caressing it, avoiding her father's gaze. He sits nearby sizing her up, pissed.

**JEANNIE**
I'm doing it.

**MATT**
Not if I don't let you. That's the law, the police law.

She takes this shot hard, but tries to pretend otherwise, continuing to stare hard at her script to avoid him.

**JEANNIE**
Do I have to learn to read to be on television?

**MATT**
(with a real edge)
You're going to have to learn to look at me and listen to me and the longer I have to wait THE ANGRIER I'M GOING TO BE.

**JEANNIE**
(looks up suddenly)
I'm so mad.

**MATT**
Me too. Just listen.

**JEANNIE**
I don't... why?!

**MATT**
Because I know about this. I have worked with kid actors... They don't
have that much fun. They're inside all day... they don't get to go to regular schools or play with their regular friends like Ricky and Essa. (progressively losing it)

And their parents? You think I'm going to be one of those parents, sitting in one of those rooms, where we all go crazy trying to jump start our egos with our kids' sweat, all the time smiling at each other like our lives are working while we root against everyone else's little girl? (Jeannie is totally confused, until)

No!! No way! I can't!

JEANNIE
Okay. So, no, you're cuckoo anyway. I won't do it. And I don't care because I'm be stupid at it anyway.

She throws the script down. Tears in her eyes.

MATT
Pick it up, Jeannie.

She's so down, she complies--picking it up and walking the trash can. Matt stops her and takes the script.

MATT
Let's work on it.

INT. BURKE'S OFFICE - DAY

The staff of Popcorn Pictures is gathered in the boss'

office watching Matt's screentest on projection TV. Burke sits next to Nan on a sofa--Cathy sits in front of him--others in chairs or on the floor. One ASSISTANT is attempting to "fine tune" the color--the TINT BAR GRAPH is on screen sliding and - as the color changes. Burke talks sotto to Nan.

BURKE
So how do you think 'Ground Zero' will do tonight?
She ignores him, continuing to watch the screen. He leans into her.

BURKE
How do you think my movie will do tonight?

NAN
(testy)
I'm not going to talk to you during Matt's screentest.

Cathy turns in her chair and mouths "thank you" to Nan.

BURKE
(to himself)
How bad can it be? We've got to have at least a two million dollar Friday. There's nothing else out there.

CATHY
(turned to him)
Please.

BURKE
I'm watching...

ON SCREEN
A VERY ATTRACTIVE ACTRESS is crying... Matt very close to her...

BURKE'S VOICE
Stop playing with that thing.

The COLOR BAR GRAPH does a quick slide and disappears from the screen leaving the actors' faces green.

ACTRESS
(crying)
C'mon, Deeds, tell me about the meeting.

MATT
What's wrong?

ACTRESS
Don't worry about my crying. As a
matter of fact, crying turns me on.

MATT
Well, in that case, your dog died.

There is laughter in the room. The actress smiles through her tears--pats Matt for being wonderful.

ACTRESS
What happened at the meeting?

MATT
I can't remember. You're too pretty. (on her look)
Oh, I told them I'd keep on being Chairman.
(then explaining)
I'm Chairman, you know.

ACTRESS
(smiling)
I know.

MATT
Told them I'd keep on being Chairman if they hired everybody back.

ACTRESS
What did they say?

MATT
Oh, that I was crazy. You always wear your hair back like that?

She kisses him. We HEAR the director say, "Cut. Terrific, guys." The girl and Matt hug, no longer in character, as others come in to congratulate them.

INT. SCREENING ROOM - DAY

Ad-libbed enthusiasm... mostly about the girl...

ON CATHY

As the conversation about the girl grows more pointed...

Cathy, impassive outwardly, recoiling inwardly.

BURKE
Okay, come on... let's have our creative meeting right here.

MALE D PERSON
Well, I'd sure go to bed with her.

BURKE
(professionally concurring)
Very fuckable.

MALE CASTING PERSON
I'd sure fuck her.

BURKE
Okay... that's her... What about him?

FEMALE D PERSON
I think he's a very good to excellent actor--I do...
(puzzled)
But there's something...

BURKE
You wouldn't want to fuck him?

FEMALE D PERSON
Well, six years ago, maybe.

CLAIRe
I think he's talented and attractive.

BURKE
So you'd want to fuck him?

CLAIRe
He might be light in that area.

CATHY
The man is talented. If you get one of those directors who like actors, I think...

BURKE
A director can't make you hot if you're not hot. You'll end up with warm which is death.

CATHY
(defending Matt slightly)
We laughed.

BURKE
Let me ask you something... Would you fuck him?

CATHY
(wearily)
Everything doesn't boil down to...

BURKE
Let me stop you before you embarrass yourself.

Burke rises and addresses his staff... the camera has his back in the foreground as it MOVES TOWARDS A RENDEZVOUS, Burke moving too as he continues...

BURKE
(again)
We all can do our little lectures on what things boil down to. Everybody else here was professional enough to come out and say... I'd fuck her... I wouldn't fuck him... and you're ducking it... I want you to forget the acting stuff and totally focus on the issue.

And now Burke and CAMERA meet up--the effect being that he is talking directly to us as he continues.

BURKE
(again)
We do have some kind of responsibility to the audience... You just saw his screentest... so, if this is the first time you saw the guy, do you come out thinking to yourself and your girl friends, 'I'd sure go to bed with him; oh God, would he be something.' Would you, Cathy?... I'm being real here.

CATHY
No...

BURKE
Okay, so let's keep looking.
They file out. Cathy gets up several beats later than others... and follows them out, avoiding Nan's look.

**INT. CATHY'S OFFICE - EARLY EVENING**

She's been sitting here for quite a while... she can no longer; she dials as one of her MOVIE SOUND TRACKS in the background.

**CATHY**

(into phone)
Hello. Matt... Hi... Okay, sure...

She listens, waiting for him to quiet Jeannie.

**CATHY**

(again)
Matt...

(louder)
Matt... Matt... Maybe it would be easier if I just said 'hi' to her... Hi, Jeannie... Yes, it's exciting...
No, no. He's right, honey, they get somebody to read it to you. Now, put your dad on--it's important. No, first put your dad on... DAMN IT!

(she waits a beat)
...Matt. Uh-huh, a few hours ago... They all... everyone liked your work, but I think they'll go for a name or something.

She listens to him. He is hurt. Cathy, though, is also wrestling with her own internal struggles. She has betrayed him and is ashamed; in a strange way--terrified. She, therefore, just a little irritable.

**CATHY**

(again)
It's not a matter of doing it differently... they liked what you did, a lot... they laughed and...

it's not you... it's them.

(suddenly her breath comes weird)
No, please. Don't thank me. If you
feel like getting together later or anytime, call me, okay? You sound like you have your hands full right now... Goodbye.

INT. MATT'S APT. - NIGHT

As he hangs up...

JEANNIE

I wanted to talk to her again...
I...

She stops in mid-sentence, looking at her father. He is overcome... his energy failing to get him past this most awful moment in his life. She moves to his side. He starts to cry and, urgently seeking privacy, he moves quickly towards the bathroom, rubbing Jeannie in an instinctive gesture of reassurance. He closes the door.

ON JEANNIE

Devoid of anger. Sympathy so pure that it wrenches. She starts to move towards the bathroom. Her voice sweet...

JEANNIE

Dad? Daddy?

Matt opens the door quickly.

MATT

Everything's okay... I'm sorry I forgot to put you back on with Cathy.

He walks across the room, Jeannie tracking him.

JEANNIE

You didn't cried because of that...
I don't even want to talk to her.

Matt sits down, still suffering a bit of dysfunction, unable to keep up appearances other than a few minor half-tweaks at his daughter who stands solemn and silent at
She pets him some... this goes on for several
beats as
moment.

the STRAINS OF "YOU COULD BE WONDERFUL" accompany the

Then:

JEANNIE
(a whisper)
Dad. Can I say just one thing?

With some effort, Matt lifts his head and nods

permission.

JEANNIE
You've got to make me supper.

Matt nods, rises and leads her into the small kitchen.

INT. BURKE'S BEDROOM - DAY

Burke is wearing a T-shirt and shorts as he walks to
his
four-stops-past-state-of-the-art Stairmaster and turns
it on
while looking over his shoulder at the telephone... now
sucking in some courage, he goes to the phone and speed
dials.

He begins to climb the stairs.

VOICE
You have reached the Warner's Hotline. Estimated Box Office Grosses for
Friday, December 3rd, Weekend Number 49, are as follows in millions of
dollars.

He braces himself... there is a tone, then:

PHONE VOICE
Due to the high volume of calls, we must ask you to wait till a line is

clear...

MUSIC IN... At first from the speaker phone... Burke

moving
in time to "THERE IS A LONELY..." And now singing... As

the
lyric concludes and the instrumental comes in.

PHONE VOICE
(again)
Thanks for waiting. Weekend 49 grosses
follow in millions of dollars. 'Belligerence,' 714 theaters. Two-point-one-eight million, down 46 percent.

Burke smiles with pleasure... his steps becoming lighter, more fanciful.

**PHONE VOICE**
(again)
'Best Girl,' 1,820 theaters, six-point-four million, up 24 percent.

**BURKE**
(contemptuously)
Cappuccino movies.

**PHONE VOICE**
Opening this weekend, 'Double Dare Two,' 1,870 theaters, fourteen-point-three million.

...and now his film, "Ground Zero," is coming up to bat... as succor to the gods, he tries to make his dance gleeful in anticipation.

**PHONE VOICE**
(again)
'Ground Zero,' 2,110 theaters, no million, point four thousand dollars.

Burke falls off his Stairmaster and, from his new position, finishes his song.

**INT. BURKE'S CAR - DAY**
Matt is driving. Burke is seated alongside him, talking without looking at him.

**BURKE**
I'm going to pieces...
(whispering)
The picture was budgeted at 21 million and I spent 49 so they were a little mad at me to begin with. Now it doesn't open even with an Arby's Roast Beef tie-in... I mean, we only averaged 300 dollars a theater...
they're going to think I'm Woody Allen.

MATT
I don't think you have to worry about that.

BURKE
Thanks. But this is private. What about the exit survey? Did we do good with any group at all?

Now we HEAR Nan's voice on the speakerphone which Burke has been addressing all along.

NAN'S VOICE
I can't hear you, but--hi, Matt--that was funny.

MATT
Hi.

NAN'S VOICE
'I don't think you have to worry about that?'

She laughs delightedly. Burke leans across Matt's lap to get closer to the microphone.

BURKE
Did we do well with any group at all?

NAN'S VOICE
Eleven-year-old boys in the South.

He sits stupified.

NAN'S VOICE
(again)
Burke? Burke? Matt, is he...

BURKE
I'll see you later. Goodbye.

NAN'S VOICE
But, hon...

He hits the "end" button. He slumps for a second, then:
BURKE
I'm all alone...
(pause)
At least there's that.

EXT. POPCORN PICTURES - DAY
As the car arrives outside Popcorn Pictures, we can SEE some child actors and their parents arriving at the sound stage next door.

MATT
Are you going to need me? The kids are rehearsing and I'd like to take a look.

BURKE
Yeah, sure. I have to stay inside during lunch hours now anyway--that's when everybody returns my calls because they're trying to miss me.

MATT
(amazed)
Is that true?

BURKE
(misinterpreting)
Yeah. Thanks for the support.

INT. TV STUDIO - DAY
A row of parents standing near their child actors, adjusting them--not unlike handlers of racing Greyhounds.

ON JEANNIE
Seen from a distance--her father behind her. In the foreground, the mass of workers on the stage, It is, in effect, her POV, even though she is in the extreme background of the shot. We MOVE CLOSER to Jeannie and her father--a bit behind them. Jeannie is scared.

MATT
I bet I know what it looks like to you.
JEANNIE

What?

MATT

A giant "find Waldo."

Despite herself, she smiles at the reference, though her tone is a bit sarcastic.

JEANNIE

Very funny.

PASSING VOICE

Five minutes, children, then we need you for work on the set.

JEANNIE

Set?

MATT

That pretend living room, right over there.

JEANNIE

Okay. Set. Bye...

MATT

(holding her arm)
Wait a second, Jeannie. Let Daddy give you a few tips here.

JEANNIE

(twisting away)
Nooo. I've got to get to work.

She breaks free, depriving Matt of the sweet and simple moment he wanted with her. She's one of the first ones on the set, other kids still hugging their parents. As Cathy comes behind Matt, we can HEAR Jeannie who, having so small a trust for her father, needs to confirm what he just told her.

JEANNIE

(faintly)
Is this the set?

Matt reacts.
PASSING VOICE
Parents to Room Two, please.
(as he goes by Matt)
Parents to Room Two, please.

Jeannie is watching.

PASSING VOICE
(again)
We have to clear the set.

Matt looks him off fiercely. The Passing Voice addresses the friendlier parents.

PASSING VOICE
(again)
This way, parents.

CATHY
I'm glad I found you.

MATT
Hi.

OTHER AREA - BEHIND GRANDSTAND SEATS

As they walk.

CATHY
You holding up? What did you do last night after I called?

MATT
(as if teasing)
What do you think I did? I cried like a baby.

CATHY
Okay. Okay. So you don't want to tell me. Be a tough guy.

MATT
Now you got it.

CATHY
I feel relieved just seeing you after all that stuff... whew... Okay.
(preparing to go)
Burke wants to...
You ever go out with him?

Cathy is as simple and direct as she is embarrassed.

CATHY

Yes.

MATT

You slept with him?

CATHY

Yes.

MATT

Did you hate it?

CATHY

Eventually.

MATT

(reeling a bit)

Good Lord.

CATHY

This is the thing that makes me nervous about you... You keep on assuming I'm nicer than I am.

He kisses her. She kisses back. Then there is an extraordinarily loud and piercing voice.

JEANNIE

DAD!!

He turns to see Jeannie beckoning to him from the stage--the director, standing at her side, joins in. He walks to them.

ANGLE - STAGE FULL OF ACTORS

The Director is talking to Jeannie who seems, even from a distance, distraught and lost. She sees Matt.

JEANNIE

There's such trouble.

DIRECTOR

She's very worried about being able to pretend cry when she has to and she doesn't get it about memorizing.
That's all.

**JEANNIE**

(aghast)
That's all?!

The Director beckons Matt to lead her away. He does.

**JEANNIE**

This isn't going to be good.

**MATT**

Not with that attitude.

She seems stung by this, unusually vulnerable. He changes tactics, softening.

**MATT**

(again)
It's just that they... Well, did they tell you what an audience is?

**JEANNIE**

(insulted)
I know what an audience is.

**MATT**

Good. Now, because there's an audience, they want you to know all the words you have to say really well. And since you can't read yet...

(off her fierce look)
...you're going to have to be patient and try hard. I can help you.

She grasps at this unlikely straw.

**JEANNIE**

Can you help me to cry?

**MATT**

Yes.

(on her broad disbelief)
I can. I can help make it okay. Trust me.

Jeannie pauses half a beat, then:

**JEANNIE**

I miss my mother bigger than you know.
INT. MATT'S APT. - DAY

Matt on phone, Jeannie standing next to him reaching for the phone.

MATT
(to Jeannie)
Not yet. Don't grab.
(into phone)
Thank you. We really appreciate this.
Hi, Beth. I...

Jeannie grabs the phone in a flash.

JEANNIE
(softly into phone)
Mom? No... Nothing... Nothing...
Nothing. Nothing... Would you talk?
I'd just like to listen to you...
Wait. Let me sit down.

Jeannie sits herself by the window, protected by an iron grill, and sits listening to her mother. There is about this pose something prescient; unmistakably, Jeannie will look this way again as a young woman cloaked in the love of some guy... but for now it's her mother, her crazy mother, who blots out dread. Matt is struck by how quiet and adoring some looking at she

JEANNIE
Dad says he's going to make me to really cry.

MATT
Jeannie, your mom's not going to understand what you mean.

Jeannie shushes him, resisting with surprising will and
strength when he tries to get the phone.

JEANNIE
(to Matt)
She understands!!!
(into phone)
He's being terrible right now.
(faster; avoiding Matt)

She hangs up. Matt pissed.

MATT
Why don't you let me be on your side for a second?

JEANNIE
I can't even understand what you're saying now.

MATT
Do you know what trust means?

JEANNIE
Not very.

MATT
It means that even if something is hard to believe, you believe someone you trust because you know he wouldn't say it unless it were true.

JEANNIE
I understand. So I don't trust anybody, right?

MATT
Yeah, I think you get the concept.

JEANNIE
You don't make sense. I don't understand you.

MATT
I think you do.
Jeannie reacts broadly... indicating what a difficult man she's stuck with.

MATT
Just know that...

JEANNIE
Okayyyy!

MATT
(giving up)
You want to help me make a phone call?

She goes quickly to the phone and picks it up.

MATT
Seven... two...

JEANNIE
(hitting numbers)
Who are we calling?

MATT
Cathy. She's very nice. One... six...

JEANNIE
(hard to read)
"Very nice..." One...

INT. CATHY'S HOUSE - DAY

As she answers phone.

JEANNIE'S VOICE
Hi...
(to Matt)
What now?

MATT'S VOICE IN BACKGROUND
Tell her, 'How are you' and then let me...

JEANNIE'S VOICE
How are you?

CATHY
Jeannie... I can't talk now because...

JEANNIE
Wait, my dad wants to...
CATHY
Tell him I can't talk 'cause I'm on the phone with a director...

JEANNIE
He wants to talk to you very much and...

CATHY
(sharply)
I can't. I have to hang up.

She does.

INT. MATT'S APT. - NIGHT

Jeannie, truly stung by the hang-up. She takes this act of Cathy's as an insult to herself and her father. Matt doesn't feel too wonderful about it himself.

MATT
You have to understand that sometimes people are too busy.

JEANNIE
So she's too busy for you?

INT. RESTAURANT - NIGHT

Burke and Nan eating together on an elevated balcony overlooking the main eating area.

BURKE
We look like jerks eating here this early. Everybody's going to think we couldn't get a reservation for the hot hours.

NAN
Why do you do this to yourself? Why do you insist on eating dinner in a restaurant where you're bound to see all the people you're afraid of?

BURKE
I'm not afraid of them.

NAN
What do you call it when you think
that what a group of people think of you can confirm or destroy any decent idea you have of yourself?

BURKE
Normal.

NAN
How did little Jeannie do today?

BURKE
Isn't it something that they have you testing the TV show?

NAN
What I asked was, how did Jeannie do?

BURKE
What are you talking about?

NAN
Somebody else. Jeannie. How did she do?

BURKE
Don't talk to me like this.

NAN
(really pissed)
I want to be treated as if I'm really saying words to you which you engage and respond to. I like Matt; I'd like to know how his daughter did. So before you take your dance of desperation across the restaurant and I end up feeling so sorry for you that I could die, I would like you to answer my question.

BURKE
She did okay... and don't worry about Matt... If the pilot sells, his kid will be making five thousand a week. So what do you know about 'People Get Hurt'?

NAN
I'm told that they're not going to release it...

BURKE
I knew. I knew. What the hell are you smiling for?

NAN
Forgive me. But telling you about this latest failure of yours--it pleases me. I have no idea why.

BURKE
I can't be with someone who's not rooting for me.

NAN
I think I am. It's just that rooting for you is a good deal more complicated than you realize.
(as he rises)
Don't go.

BURKE
Don't worry. I'm not that mad. I gotta do this.

MUSIC IN as Burke leaves the table. This "Dance of Desperation" is classical. Burke himself lifting one of the women in greeting, then, as he puts her down.

BURKE
(again)
Sorry. I thought you were someone else.

As he continues to go from table to table.

TIGHT ON NAN
As she looks down on him, dying for him, we HEAR her sing the song "Poor Bastards". Finally, not only about the other damaged souls he seeks to dance with. Now, take no more. She exits.

FULL SHOT - BURKE
As he sees her go past in the background, he goes after her, finally grabbing her near the Maitre D' station. This,
as TWO IMPORTANT COUPLES arrive. Burke frantically tries to cover.

**BURKE**
Nan, you know Victor and his wife...
   (he mumbles, unable to remember any wife's name)
and Jay and his wife...
   (he mumbles)

**NAN**
Yes. I'm sorry I can't talk now. I'm very upset about what's happening to Burke, so I just made up my mind I can't be witness to it anymore if I love him and I certainly shouldn't be here if I don't... so I was just in the process of leaving when he stopped me and you folks walked in... I'm sure you've had something like this happen to you some time... some horrible thing in your personal life happening in public.

They all nod and ad-lib agreements with her premise to Burke's amazement.

**NAN**
(again)
Thank you for understanding.
   (to Burke)
Goodbye. I wish only good things for you even though I feel I've been really damaged by this relationship.

She exits, enormously upset. Burke, torn between following her and repairing the social damage. But the couples are paying him no mind; rather they are impressed with Nan. As they comment, i.e.

**COUPLES**
Wasn't that spectacular? I've never seen anybody that secure...

Burke accepts the compliments as if meant for him.
BURKE
Thank you. Thank you. We're very close.

EXT. RESTAURANT - NIGHT

The strains of "Poor Bastards" underscoring the moment as Burke rushes into the parking area and grabs Nan's hand just as a valet brings her car.

NAN
You don't understand that I'm exhausted from hurting. I'm through with you.

She begins to cry. Ordinarily this would be a scene which would be unendurable for Burke. However, the lesson of a moment ago is not lost on him. As people get out of cars and witness the sobbing Nan.

BURKE
(to restaurant patrons)
Excuse me, we're working our shit out... I'm sure it happened to you... you know, private stuff in public.

The reaction to his openness is disdain and passing contempt. She drives off, leaving Burke hurt and alone. "Poor Bastards" up and out.

INT. MATT'S APT. - NIGHT

The lighting soft and sweet. Jeannie's words are tentative as she talks to her father who sits watching intently.

JEANNIE
I don't know if I've been bad. I know somebody's been bad.
(hopefully)
...maybe it's you.

Matt laughs. Jeannie looks at him shyly... he looks at her
with encouragement. Suddenly she is in his arms, hugging him hard, an emotional dam seems to have broken.

JEANNIE
Oh, I love you so much, I love you so much... I love you so much.

Matt holds on--clearly, deeply moved. Then he exercises the effort to control his emotions and speaks, surprisingly, as a Black woman.

MATT
(as Black woman)
I hope that makes you feel a whole lot better, Chile... 'Cause it sure goes a long way to cure what ails me.

JEANNIE
I can't believe I...

MATT
(as himself, coaching)
...got in this much...

JEANNIE
...got in this much trouble.

MATT
Right. Over a...

JEANNIE
(guessing)
Word?

MATT
Yes. 'I can't believe I got in this much trouble over a word.' Now do you know what she means when she says that?

JEANNIE
I don't want to talk about it--just say her stuff so I know mine.

MATT
No.

She starts to flail a bit.
MATT
It's your choice... But I'm not helping unless you try to understand as well as memorize. It will be fun. Come on. I know it's hard...

JEANNIE
Okay. Okay...

MATT
Anything to shut me up, huh? Okay, this little girl you're pretending to be... she can't be with her Mommy either, just like you, or her father... she has to stay in Rainbow House which is called that because...

(Jeannie starts fidgeting)

Jeannie...

(she stops)

...because everyone's a different color... so when this little girl calls the black lady who takes care of all the children this terrible word... it's like the worst thing anybody can do... Come here.

JEANNIE
(approaching him)
I don't want to do the 'I love you' again.

MATT
Yeah, I might have been working you too hard on that one.

She is unable to resist muttering one sarcastic shot.

JEANNIE
Yeah. Why don't you do that with poopie Cathy?

MATT
(ignoring her)
Now, did the director tell you how he wanted you to do it?

JEANNIE
He said to smile all the time almost and to talk... uh...
MATT
Faster?

JEANNIE
Yes.

MATT
Okay. We don't always get good directors, so it's important for us...

JEANNIE
Me. You're not in the show.

MATT
I'm referring to the family of actors, you little shithead.

Jeannie doesn't know quite how to take the name calling.

MUSIC IN... we're heading for a rendezvous with a dance as it CONTINUES ACROSS THE CUT TO:

EXT. TV STAGE - EARLY MORNING
Matt and Jeannie walking from the catering truck. They are eating ravenously. MUSIC CONTINUES... VERY JOYOUS.

JEANNIE
This is so good...

MATT
It's a breakfast burrito. It's what actors eat when they're working.

JEANNIE
(excited)
Really.

EXT. ROOF GARDEN - DAY

MATT
Now, let's work a little more. The most important acting you do is when you listen. You're worried about being able to cry when you're supposed to, right?

JEANNIE
Yes. So much.
MATT
Well, there are really only two ways to do it. Think of something that makes you really sad... or forget you're you and really forget you're pretending...

JEANNIE
How do I do that one?

Matt reads from script.

MATT
(as a furious Black woman)
'Don't test me, child! I could eat you for lunch when I was your age and I'm a hell of a lot bigger now!'

Jeannie looks afraid.

MATT
That's it... You just looked at me and acted right without even thinking. And there are games you can play to help you with this. Get up...
(she does)
Now, be my mirror... do exactly what I do... that's it... now, at a certain point, I'm going to become your mirror, but I'm not going to tell you when... you tell me...

JEANNIE
(hesitantly)
Now?

Matt nods.

MATT
(enthusiastically)
Okay. We're going to make up words. The words aren't what matter now.

JEANNIE
I'm on a roof...

MATT
You're a great dad.

JEANNIE
You're a...
(then stops; then
smiles at him)

This acting exercise of Chicago's Story Theater leads into
the song, "BE MY MIRROR." As the song finishes, Matt and
Jeannie are in the best spirits we've seen as an A.D. approaches.

A.D.
They need you.

JEANNIE
Okay.

She takes the A.D.'s hand as Matt calls.

MATT
You're welcome. Don't mention it.

INT. CATHY'S OFFICE - DAY

Cathy is in mid conversation with Millie. Matt enters and
boldly says his piece.

MATT
I'm a free man. Let's go to your house and break the answering machine.

CATHY
You know, I could get away now. But I've got a big meeting later. We'd better take two cars.

Millie, having been at the screen test viewing, is taken aback, looking from one to the other. Cathy knows what she's thinking and is unnerved, feeling silently accused, as she leads Matt out.

CATHY
See you later. Thanks again.

EXT. STREETS - DAY

Cathy's car followed by Matt in Burke's car. The frame holds
both cars close as if this were one long car.

**INT. CATHY’S CAR – DAY**

She seems troubled. Then a decision. She dials a number on her mobile phone and picks up the receiver.

**INT. MATT/BURKE’S CAR – DAY**

The phone rings. He punches the speaker button.

**MATT**

I hope it's you.

**CATHY’S VOICE ON SPEAKER**

Hi.

Matt waves...

**MATT**

(delighted)

So this is how the big ones make out.

**FULL SHOT – THE TWO CARS**

Almost bumper to bumper... snuggling.

**ANGLE – CATHY**

She takes a breath and then plunges.

**INT. MATT/BURKE’S CAR – DAY**

As he hears one of the more ominous phrases of the motion picture community.

**CATHY’S VOICE**

Matt, will you take me off the speaker?

He picks up the phone. We intercut between the cars.

**MATT**

What's the matter?

**CATHY**

(hyper)

I don't know whether I'm being a coward for telling you this way or
brave for telling you period... Can you hear me?

MATT
Yes.

CATHY
But I better talk fast because this is where my phone always kicks out... When we did your screentest... Can you hear me?

MATT
Yes.

CATHY
Well, I sort of folded on you at the end.

She pauses, silence, then:

CATHY
Matt?

MATT
You didn't like what I did?

CATHY
I did. Truly. But the discussion got sort of dumb. It was a question of sexiness.

MATT
That's what it came down to?

CATHY
Well, sort of, yes.

MATT
You folded on whether or not I'm sexy. You don't think I'm sexy... and you expressed that to...

CATHY
Well, I'll tell you. I certainly must think so pretty much because I feel great about where we're going now...

EXT. NARROW CANYON ROAD - DAY

There is a longish line of cars behind Matt and Cathy.
INT. CATHY'S CAR - DAY

CATHY
Are you very mad at me?

MATT
No. You were just... Aw, damn it, I am. Very. Yes.

Matt manages to pull to the side... the other cars gobbling the places behind Cathy, who sees this... and now she watches Matt's car recede from her view.

MATT'S POV

Cathy going out of sight.

ON MATT

As he lets her go.

INT. BURKE'S HOME - EARLY MORNING

He is in bed, wearing a bathrobe, watching projection TV.

FIRST VOICE
...number seven at the box office this week-end is...

He switches channels.

VOICE NUMBER TWO
...the two words are Tom Cruise.

He switches channels.

THIRD VOICE
...becoming the first lawyer to be awarded his own star on Hollywood Boule...

He turns off the TV and crosses to the phone, allowing us to read the back of his bathrobe "ROCKY BALBOA."

ANGLE ON BURKE
He looks at the clock which reads "four a.m." and dials.

BURKE
Hello, Nan. I hope it's not too late to call.

INT. NAN'S KITCHEN - EARLY MORNING

She has been crying.

BURKE
I'd like another chance.

NAN
You only think you feel that way because you're on the verge of failure and you're without a core...

BURKE
See. Nobody else gets me.
(a beat then)
You wanna have a little sex, honey?

NAN
(a beat then)
You know I've never hung up on anybody in my life... because what if the next thing they said solved everything... but I must end this conversation.

Nan hangs up. Burke picks up a pocket electronic notepad from the bedstand and hits the scroll button.

INSERT ELECTRONIC NOTEBOOK
Names and phone numbers.

ON BURKE

He scrolls past numbers, considering, finding them wanting, so that, finally, he is scrolling the emptiness of his relationships. Now he considers one number and dials.

INT. MATT'S APARTMENT - EARLY MORNING

The phone rings. He picks it up.

MATT
Hello.

INTERCUT BETWEEN THE TWO

BURKE
Hi, Matt, this is Burke. I'm sorry to bother you at home, but you know Nan... We were going out a little and I could use another guy's slant on what's just happened.

MATT
I don't think I can get into this...

BURKE
Why? Did I catch you at a bad time?

MATT
Worse. You caught me at a bad time you caused.

BURKE
Oh, you mean about the screentest. The whole room thought you did good work.

MATT
(reinventing irony)
Thanks.

BURKE
Yeah, look, I'm not going to bother you about my thing.

MATT
Yeah. Okay, good night.

INT. BURKE'S APARTMENT - EARLY MORNING

As he hangs up. Looks down and turns off his phone pocket computer. MUSIC RECALLS Prince's "There is Lonely."

EXT. TV STUDIO - LATE AFTERNOON

MUSIC SEGUES to recall "I'LL DO ANYTHING," as he drives past the line waiting to see RAINBOW HOUSE.

(NOTE: FROM THIS POINT ON, THERE WILL BE AN

UNDERCURRENT OF}
CHOREOGRAPHY TO CONCLUSION...

INT. MAKE-UP ROOM - LATE AFTERNOON

We see Jeannie's face in the mirror, but it is seen through something resembling fleece, which we now recognize as strands of Jeannie's hair being combed out to the side by an expert hair-dresser. Jeannie is shifting nervously in the large room where each chair is filled with a child of a different age and color. In the b.g., we can hear the voice of the WARM-UP MAN.

WARM-UP MAN

...pilot for a new show called 'Rainbow House'. Just listen to our band and I'll be back to tell you more and make you love me...

The audience laughs thinly. The BAND PLAYS as someone closes the door to the make-up room muffling the offstage sound... There is a good deal of tension in the brightly lit room. Jeannie sits between a FOURTEEN-YEAR-OLD HISPANIC BOY and a FOUR-YEAR-OLD ASIAN GIRL. The room is abuzz... kids running lines and loudly talking... this builds to a musical life as in our first audition scene... there is a briefly sung phrase (Jeannie not taking part).

INT. GREEN ROOM - LATE AFTERNOON

The parents, in the same variety of skin colors as the child actors, are stuffed into a small room being patronized by the ASSISTANT DIRECTOR. Matt is grimly seated in the middle of a long sofa containing stage mothers. Another sofa is two feet away; the parents strain at each other. The A.D.
talking grandly but we cannot hear his words because Rainbow Parents are SINGING a phrase from the same song heard in the make-up room. Matt does not take part in singing. The music goes under allowing us to now hear A.D.'s words.

A.D.
...and when you're in the audience, make sure you laugh and applaud even when it's somebody else's kid...

There is appreciative laughter from everyone save Matt, who rises in disgust and crosses out of the room.

A.D.
(again)
You're not allowed near the stage.
We only have a few minutes...

Matt ignores him and exits.

INT. BACKSTAGE AREA - LATE AFTERNOON

MUSIC NOW EMPHASIZING THE TENSION OF THE PRE-SHOW

Matt, moving about the area, looking for Jeannie, spots a cluster of other cast members excitedly awaiting their introduction. Jeannie not among them. An A.D. talks with concern to a P.A.

A.D.
Let me know if you see the little white girl.

Matt, growing concerned, walks on, then:

MATT'S POV

Across the stage to the distant make-up room. Jeannie, alone in the room, which is so brightly lit it creates a bizarre effect, as if she were under a surreal spotlight. MUSIC reprises Jeannie's Sinead O'Connor song, "Lonely Life
ON MATT

Stopping his impulse to go to her--he continues to observe.

MATT'S POV

Jeannie is nervous and uncertain... She plays with the handle of the make-up chair... turns herself back and forth... a very attractive TEN-YEAR-OLD BOY enters the scene--telling her to hustle... He offers his hand and she takes it, instinctively masking all clues that this hand is a "first" of great moment in her life. As they move toward the main stage area, Jeannie looks around, needing something... her dad.

MATT

Jeannie.

She turns--sees her father and gives a small, cursory nod... He moves quickly, drawing even with her but still giving her a bit of space and a low-key pep talk.

MATT

Just remember. You're not even here tonight. There's only this other little girl that you're pretending to be who lives at Rainbow House.

JEANNE

...and who just vomited.

Matt breaks up. Even Jeannie smiles briefly, then she takes him aside for privacy.

JEANNE

I just found out that we bow before we even do anything.

MATT

Great.
JEANNIE
And everybody claps.

MATT
Great.

JEANNIE
I made up a great bow. You going to look?

MATT
Wouldn't miss it.

JEANNIE
I'm not going to be able to cry. It's too hard for me.

MATT
Hey, then they'll just give you more chances after everyone leaves.

This does not satisfy her. She rolls her eyes as she is pulled away towards the front of the stage. Matt watches as the 10-year-old veteran actor leads his little daughter towards her debut.

INT. BACKSTAGE - LATE AFTERNOON - MOVING SHOT - BURKE

Burke's stride was never stronger, his posture never worse; hunched down into his neck. Suddenly, he reacts as he sees: backstage. the staff of Popcorn Pictures grouped together Cathy walking towards the group hurriedly from one direction as Burke approaches from the other. Seeing his staff has clearly moved Burke.

BURKE
Look at you. You're all here because of what's on the line for me tonight. Having this many people in your corner helps more than I would have ever guessed. I'm just very grateful that
I made you come.

He starts off, but a jubilant Cathy stops him, whispers something. He reacts with excitement.

**MOVING WITH CATHY**

She sees Matt deep in the wings watching the stage. She calls to him with some urgency.

**CATHY**


He turns and she beckons him towards her. With some hesitation, he joins her.

**MATT**

I don't want to miss her introduction.

**CATHY**

I'll talk fast. It's amazing news. Oliver Stone's been looking for a comedy and...

**MATT**

(distracted)

I've got to see my kid.

**CATHY**

(her voice breaking)

...he's doing my picture.

**MATT**

Hey. Good.

He starts off.

**CATHY**

Part of this involves you. He remembers you from 'Platoon' and wants to use you in this one.

(he stops)

Got your attention, huh?

Matt is terminally disappointed in her last cynical sentence.

**MATT**

Oh, Cathy. Look, I'm going to watch this. Let me talk to you later or
tomorrow. Thanks for your help. It's good news. Gotta go.

From the stage, we HEAR the VOICE of the WARM-UP MAN.

**WARM-UP MAN'S VOICE**
First, in her first appearance ever, Jeannie Hobbs...

There is applause. Matt's missed her intro.

**MATT**
Shit.

**CATHY**
I'm sorry.

**MATT**
Why couldn't you wait till later? Shit.

**CATHY**
(broadly)
I guess it's because I'm just incredibly insensitive to all human needs. I'd ask you to save me, but I'm so far gone, I wouldn't want you to waste your time.

**MATT**
(after a moment)
Huh?

She reacts, but he walks off, not wanting to get into it.

Cathy, however, has had a tricky nerve struck. She continues, biting off each word.

**CATHY**
You know, I don't have a kid or a mate or a talent.

(holding up book bag)
I got this.

(she's quite upset)
And shoot me if I think it's important.

**MATT'S POV**

Cathy, who looks alone and adorable as we HEAR MUSIC of "THIS
LONELY LIFE OF MINE." He puts a comforting hand on her.

She speaks nakedly from deep within herself; her eyes downcast.

CATHY
You think I'm a superficial jerk.
(and then a whispered afterthought)
You can't be right.

MATT
I think you're the best of the bunch.

CATHY
(broadly)
Oh, great.

And now she raises her eyes--big, blue and vulnerable. If this look were returned, "I love yous" could flow--they sink to the floor in a joint epiphany; but there is no romance or kindling in Matt's eyes. He is in a hurry. Pridefully, Cathy turns and walks off in the opposite direction, flight so instinctive, she forgets her book bag. We hold on this--her exit, then:

INT. STUDIO FLOOR - BURKE AND MATT - 20 MINUTES LATER

Standing just behind the four television cameras, immediately behind them, the "rail" where the Show's Staff and Crew Members and Network Bosses stand crowded, choreographed in the way in which they "clear" for a moving camera. Behind these people is the studio audience. There is a loud laugh. Burke turns around to study the audience.

BURKE'S POV
Happy faces accompanied by the strains of Burke's love song to the crowd...

BURKE
(to Matt)
What do you think?

But Matt doesn't hear him... a few feet away, Jeannie is making ready for her big moment. Three cameras swing in front of them, TV monitors showing a MASTER and CLOSE-UPS of three characters in the scene: a short comic WHITE MAN, Black Female Lead, and Jeannie, dressed as a poor child.

MATT
(wide-eyed)
Wait. This is it.

ANGLE - STAGE

JEANNIE
It's like everyone is pi... ticked off at me because I'm not colored.

The White Man jumps on the phrase.

SHORT WHITE MAN
(correcting her pompously)
The word is black.

BLACK LEAD ACTRESS
(correcting him with booming voice)
The word is African American.

A burst of laughter, whooping and applause from the audience.

Burke brags in a whisper to Matt.

BURKE
I had them bring in two busloads of people from black churches.

ANGLE - STAGE

As they play out the scene.

BLACK LEAD ACTRESS
(scolding Jeannie)
Now you use it in a sentence.
JEANNIE

Look at me, I...

ON JEANNIE

And Jeannie begins to falter... she must somehow cry at this moment... She looks outward for help.

JEANNIE'S POV

She looks at the Lead Actress giving Jeannie all she can.

BACK TO JEANNIE

Jeannie still can't cry. She looks past the cameras.

JEANNIE'S POV

Her father nervously pulling for her.

BACK TO JEANNIE

That didn't do it either. She looks into herself... she blinks--there are tears running down her cheek.

WHOLE AUDIENCE

Awwww.

GROUP SHOT

Matt, very much as he was when he watched Brando on the plane... and then some. Burke, craning to make sure the network bosses are suitably transported.

BACK TO JEANNIE'S SCENE

BLACK LEAD ACTRESS

Go ahead. Use it in a sentence.

JEANNIE

(crying fully)

Look at me. I love an African American.

BLACK LEAD ACTRESS

Look at me. I love a little redneck.

The Black Lead Actress holds out her arms to Jeannie, who,
tears streaming down her face, runs towards the arms...

**ON BURKE**

His lips pursed tightly in pleasure, then agape in shock.

**BURKE'S POV**

Jeannie has run past the Lead Actress and off the set, going into her father's arms instead. She jumps on him, her legs and arms wrapped around him.

**MATT AND JEANNIE**

**MATT**
(pridefully)
You little stinker!

**JEANNIE**
You big stinker.

**MATT**
My little stinker.

**JEANNIE**
My big stinker.

The background to this intimacy is enormously alive. The Lead Actress and the Character Actor laughing out loud. In the b.g., we see the audience filling out preview cards as the FLOOR MANAGER leans in to say:

**FLOOR MANAGER**
It's okay, Jeannie. Take a minute. We just need to get that hug at the end.

**MATT**
(to Floor Manager)
Amazing, right?

**FLOOR MANAGER**
(to Jeannie)
You were great.

**JEANNIE**
Thank you. That's nice.

MATT
You look happy.

JEANNIE
I loved it, Daddy.

Matt starts to walk her back to the set.

MATT
You want me to put you down?

Her answer surprises him.

JEANNIE
No. This is okay.

MATT
Okay... Now, you're not finished until you hug the lady just like you did me.

He puts her down. She turns from him to go back to work on impulse, he restrains her. He is kneeling down, holding her lightly by the arms, her back to him as he states an ultimate truth:

MATT
I'm very proud of you. I love you more than anybody.

Jeannie, shocked by her father's unprecedented sentiment, turns to face him and clamp a hand over his mouth so he will add no more lush and primal affection. Having silenced though, she finds that she has something of her own to say. She'd never tell it to her father, but she can't resist telling it to her acting coach.

JEANNIE
When I had to cry, I thought of you buried in the ground.

MATT
(a beat, then)
Give me a kiss.

She does.

**INT. DRESSING ROOM - NIGHT**

The cast of Rainbow House taking off their make-up, clothes, etc. This is more than high energy and what's the opposite of trauma? All are off the wall with pleasure--the MUSICAL LIFE of the earlier dressing room scene returning--peaks of glee resulting in sung phrases as Jeannie enters and is immediately surrounded with love, attention and ad-libbed compliments about her work. In this glare of good will, Jeannie turns gloriously shy.

**BLACK LEAD ACTRESS**

Do you have any idea how special you were?

(on Jeannie's goony reaction)

That looks like a 'yes.' You've got to get dressed for the party.

**JEANNIE**

(overwhelmed)

There's more?

(then)

What will I wear?

**BLACK LEAD ACTRESS**

Go to wardrobe; they'll give you anything you want.

**ON JEANNIE**

She moves to her dressing table--sits, looks in the mirror and giggles uncontrollably.

**INT. BACKSTAGE AREA - NIGHT**


**NAN**

It didn't sell.
MATT
This show didn't sell?!? How do you know so fast?

NAN
It's the first time they had me do cards for a pilot and the demographics are all wrong for after nine o'clock. That's their only opening.

Jeannie exits the make-up room aglow. She is wearing an incredibly stylish outfit and her hair is in an expertly done intricate braid.

NAN
Hi. I'm Nan. I'm a good friend of your Dad's.

JEANNIE
Hello, Nan. I'm Jeannie. Did you see it?

NAN
(to Jeannie)
Yes, and you were wonderful.
(aside to Matt)
89 percent likeability.
(to Jeannie)
And knowing that you were that good means so much more than the show not going.

JEANNIE
What?

NAN
Oh, no.
(to Matt)
I couldn't help it.

JEANNIE
What does she mean?
(to Nan)
What do you mean?
(to Matt)
What does she mean?
(to Nan)
What do you mean?

MATT
That they're not going to be doing
any more of these shows right now-- but...

JEANNIE

(struck)
Oh, my God.

MATT
Honey...

JEANNIE
And that means they're not going to have a party?

MATT
No. They're still having the party.

JEANNIE
(totally relieved)
Oh... really?... good... can we stay late?

To which Matt answers:

MATT
Honey, we're going to close the place.

EXT. ROOF GARDEN - NIGHT

The door to the roof garden opens and Jeannie enters-- her dad behind her as she sees the party... the sparkling lights, the decorations, the other kids and MUSIC... our opening song... "WOW".

ON JEANNIE

As her father urges her into the flow. She passes Millie, who is dancing with the boy who held Jeannie's hand.

MILLIE
I cast him so he has to dance with me, but I'm sure he'd prefer dancing with you.

BOY
(to Jeanie)
Come on. You know how?
JEANNIE
(angrily, with disdain)
Yessssssss.

They begin to dance with the others. MUSIC SLOWS IN TEMPO as we indicate TIME PASSAGE and:

ANGLE ON BURKE AND MATT

Perched on a ledge eyeing the party.

BURKE
I'm not comfortable with television anyway... it's too small... I'm much better at something with size... I don't do itzy. Even this movie of Cathy's--it's small... medium small. But with Stone it takes on a certain volume where I start to feel comfortable.
(out of nowhere)
I hate my life...
(backtracking)
...in a way. I had a drink in my office. I'm confused. You're not saying anything. Is it because you're not listening or because I haven't stopped talking?

MATT
This Oliver Stone thing... does he really want me?

BURKE
Yeah. Oh, yeah. I forgot to say congratu...

MATT
Which part?

BURKE
Which one you want?

MATT
One of the two leads wouldn't be bad.

BURKE
No. It's the crippled factory owner.

MATT
Best part in the movie.

He gets off the ledge and starts to move away... Burke moves quickly to cut him off.

BURKE
Wait a second.

MATT
I want to see my kid.

BURKE
A second--look, they're taking the cast picture now anyway.

THEIR POV

Jeannie, working her way to the absolute middle of the cast picture, where she plops on someone's lap.

BACK TO SCENE

BURKE
She doesn't look anything like the women I usually go with. And you know what they say, "beauty fades." What they don't say is that it fades very slowly.

MATT
You don't think I can tell you what to do?

BURKE
No. Only I can do that. I want you to tell me what to feel...
   (he begins to use his fingers to run down Nan's qualities)
Look. I trust her. More important, everyone does. You have no idea how impressed people are with her. She's smart. She's interesting. You never know what she'll say next... Her work is amazing. I like talking to her. You have no idea what to expect next. I respect what she does more than any writer or director--sincerely--much more unusual--much more important. So?
MATT

Good luck.

He walks away. Burke waves a grateful goodbye and looks around the room until he sees:

BURKE'S POV – NAN ACROSS THE ROOF

Nan eating cake with her hands. She sees him. He indicates he would like to dance. She does not move a muscle in response... Still, he walks towards her. She begins to shake her head, "no." He shifts uncomfortably, but keeps coming until he reaches her side.

ON NAN AND BURKE

BURKE

Dance with me.

   (she shakes her head)

On a business basis.

NAN

No.

   (he turns away, dejected)

But I'll dance with you because I think it will reassure me that I should have nothing to do with you.

BURKE

I'll take it.

As they dance.

NAN

Why are you breathing so heavy?

BURKE

Nervous... Look, let's move our thing in a more regular direction.

NAN

What do you mean?

BURKE

Let me think.

   (then)
What if we go out this weekend...  
(before she can say  
"no")
...with your kid.

Several more beats of dancing--as he awaits her answer.

NAN
...whose name is?

BURKE
Whose name is...
(then, triumphantly)
Leslie.

NAN
Okay.

SONG BACK--"WOW"... sung as a chorus... a slower

cadence for

the romance as we... CHANGE MUSIC and they dance more
closely.

"BE MY

MUSIC CHANGES to

MIRROR" as we...

DISSOLVE TO:

EXT. DESERTED POPCORN PICTURES ROOM - ONE HOUR LATER

Matt and Jeannie--the last ones there. He holds her in

his

arms, dancing. She is asleep. He dances her to a chair

with

her wrap on it... shifts her around, wrestling to get

it on.

She wakes up and puts it on herself.

JEANNIE
(looking around

satisfied)
Last ones here.

MATT
Well, I told you.

He takes her hand and starts to lead her towards the

stair

shed--then:

MATT
I never got to see your bow.

She looks up, smiling pridefully, to see her father smiling back pridefully.

JEANNIE
(as if it's a great sacrifice)
Oh, all right.

She bows. It is a bow all her own.

OUT:

FADE

THE END