

FELICITY

Written By
Jeffrey Abrams

Director:
Matt Reeves

JANUARY 7, 1998

FELICITY

ACT ONE

FADE IN

INSERT - MICROCASSETTE RECORDER - CLOSEUP

VARIOUS SHOTS of: A cassette being inserted. The PLAY/RECORD button being pressed. The miniature capstans turning.

Over this, a VOICE (FELICITY) is HEARD. On the verge of seventeen. What strikes us most about the voice is the tone of astonishment -- as if she's incredulous that the life she's describing is her own.

FELICITY (VO)

Dear Sally You should probably be sitting down for this.

EXT. HIGH SCHOOL - DAY

A Northern California high school campus on the penultimate school day of the year. - Intense energy in the air as STUDENTS sign each other's yearbooks, sprint across campus, screaming for no reason at all.

FELICITY (VO)

First of all, everything was perfectly fine. I mean... you know, on paper, the end of high school was going exactly as it was supposed to.

One BOY runs across the quad, a hand-painted banner flying behind him reading, "NO MORA SKOOL!". He runs, cheering, right past a startled girl who exits a classroom.

This is FELICITY PORTER She's a year younger than the other seniors Pretty, thoughtful, and shy

FELICITY (VO)

I mean in three months I'd be at Stanford pre-med. Then, in four years, Stanford med school. Then I'd start my four year residency at one of the Stanford Hospitals My dad was thrilled.

Felicity heads down the hall, packs of kids moving past her The lack of interaction makes it clear Felicity, a girl who hasn't yet come out of her shell, has spent the past eight years more or less to herself

(CONTINUED)

CONTINUED:

FELICITY (VO)

Because, you know, basically, he's had my life planned out for me since I was pretty much a zygote.

EXT. HIGH SCHOOL - LOCKERS - DAY

A few students are at their lockers, hoarding remaining garbage into trash bags. Felicity does her combination lock.

FELICITY (VO)

But suddenly I was surrounded by last times. Like... the last time I'd use my locker combo. 14, 26, 3. Gone.

Inside Felicity's locker are a few books, a calendar taped to the inside of the door, a bag of rice cakes. She begins putting these things into her backpack.

FELICITY (VO)

The last time I'd walk the F Building stairs. Last time I'd eat lunch on the quad grass..?

As Felicity peels off the calendar from the locker, she sees Ben COVINGTON opening his locker, ten rows away. He is too handsome not to keep looking, but is instantly so unassuming that you wish you knew him. Or were dating him.

We HOLD ON Felicity, half-hiding behind her locker door, staring at Ben wistfully.

FELICITY (VO)

Guess all I'm saying is that even though I never felt like I really fit in... still, there were some things about high school I was going to miss.

EXT. HIGH SCHOOL - FOOTBALL FIELD - DAY

We're CLOSE ON Felicity, who sits, surrounded by STUDENTS in caps and gowns. A VOICE reads off students' names over a LOUDSPEAKER. Students called move to the podium to accept their diploma, handed to them by the PRINCIPAL.

Felicity quietly observes the other students' laughing, their whispering, their note-passing.

FELICITY (VO)

I was surrounded by people... actually looking forward to their lives.

Then she turns when she hears:

(CONTINUED)

CONTINUED:

VOICE (OS)
Benjamin Steven Covington.

Many students applaud. Felicity watches Ben walk toward the podium -- high-five a buddy en route. Felicity can't take her eyes off him.

ANGLE - BLEACHERS - LATER

Sitting among the families are FELICITY'S PARENTS (PETER and BARBARA), a handsome couple, sitting in anticipation.

VOICE (OS)
Felicity Elizabeth Porter, graduates with Honors.

Peter and Barbara CHEER far, far too loudly. Barbara videotapes, Peter takes photos.

Her parents' reaction agonizes Felicity as she heads to the podium, accepting the diploma and honors ribbons. Incredibly, her parents then cheer LOUDER. Irritated students and family members turn to get a look.

FELICITY (VO)
My parents' reaction was typically understated.

ANGLE - FELICITY - LATER

As she sits down, staring at her diploma -- the words of the PRINCIPAL echoing around her:

PRINCIPAL (OS)
... so, on this day, undoubtedly one of the most exciting of your lives, I urge you to savor the possibilities. Embrace life. Because these days will not come again.

Felicity looks up as students and family APPLAUD.

ANGLE - SKY

As hundreds of caps sail into the sky in SLOW MOTION..

FELICITY (VO)
They say that crash victims-- people who lose a limb, that they can still feel the missing arm or leg even after it's gone. It's called phantom pain, right? Well suddenly I had this horrible thought. What if high school went away .

(MORE)

(CONTINUED)

CONTINUED:

FELICITY (cont'd)
 but the feeling of it didn't? I mean I
 didn't feel joy. Or sorrow. Or
 anticipation. Things were going so
 well... but all I could feel...

And as we follow the caps down, we land on Felicity, who
 stares off, concerned, still holding her cap.

FELICITY (VO)
 ... was dread.

EXT. HIGH SCHOOL - FOOTBALL FIELD - BLEACHERS - DAY

Post-graduation. Families and students congregate, laughs
 and tears.

Felicity is hugged by her father, PETER, 50, a well-meaning
 oncologist. BARBARA's (45) bubbly demeanor helps make her an
 excellent nurse. She's still videotaping.

PETER
 We are the proudest parents here.

FELICITY
 (awkward about Barbara's
 camera)
 Oh, that's really... could you put that
 away?

PETER
 I just look at you. And you're my little
 girl. Bound for Stanford.

BARBARA
 Sweetheart, we're so happy for you.

Barbara hugs her daughter

PETER
 Now I'm sure you've got things to do,
 parties and whatnot -- you've earned
 that, today is your day.

BARBARA
 Just get home soon because we've got
 something for you

FELICITY
 You didn't have to do that.

PETER
 I know. But guess what. We did.

(CONTINUED)

CONTINUED.

Then Felicity's parents leave -- Barbara videotapes as Felicity waves her good-byes to them

EXT HIGH SCHOOL - FOOTBALL FIELD - DAY

Felicity is crossing the lawn when she spots Ben across the field. He's clearly having an argument with his MOTHER.

FELICITY (VO)

Three years ago I held a pint of Ben Covington's blood. I was volunteering at the Tenth Grade Blood Drive. That's just about as close as we ever got.

Finally Ben's mother walks off.

Felicity still stares. We now notice that she's holding her yearbook. She scans the area. Now is the time. Don't think. Just move -- and she does -- across the lawn, to Ben, who spiritlessly watches his mom go.

FELICITY (VO)

It's funny...sometimes it's the smallest decisions that can pretty much change your life forever.

She gets to him.

FELICITY

Excuse me.

Ben turns to her, still distracted by his intense encounter with his mother.

BEN

Yeah?

FELICITY

I'm Felicity Porter--

BEN

I know.

(extends his hand)

Ben

FELICITY

Yeah, I know

CLOSE ON THEIR HANDS as they shake

Felicity has to keep from swooning. She holds out her yearbook.

(CONTINUED)

CONTINUED:

6.

FELICITY

Thought maybe you could -- you know. Do it-- sign this. Book.

BEN

Oh-- yeah, sure-- but I don't have mine with me--

FELICITY

That's okay, God. Here's the pen.

Their eyes lock for perhaps a beat longer than you'd expect. Then Ben opens the yearbook to find a place to sign. Which is basically on any page.

FELICITY

I just got it. Today. So... I didn't have time to... ask anyone.

(Ben's found one)

Except Mr. Johnson. He's here today somewhere, which I was surprised about-- just sign it anywhere.

Ben begins writing. Felicity is relieved. And then, just when she's expecting him to hand it back to her, he sits -- right there, on the fifty yard line.

BEN

Could you give me just-- you know. One minute?

FELICITY

Uh... yeah. I'll .. sure.

Felicity doesn't know what to make of this. She walks a small circle as Ben intently writes. She watches students leave -- people she's seen every day for years, who she may never see again.

She looks back at Ben. He's still writing. Finally, she sits down in front of him. Watches him write. She can't help but smile.

Finally, he finishes -- signs his name. Returns the book.

BEN

Thanks for asking.

Felicity almost laughs at that.

FELICITY

So good luck.

(CONTINUED)

BEN

Thanks You too
(beat)
I'll see ya.

FELICITY

Yeah.

Ben stands up and heads off. Sitting there, Felicity quickly opens her yearbook, finds the page and reads.

FELICITY (VO)

This is what Ben Covington wrote to me:
"Dear Felicity. Here it goes. I've watched you for four years. Always wondered what you were like. What was going through your mind all that time you were so quiet, just thinking... drawing in your notebook I should've just asked you. But I never asked you. So now, four years later, I don't even know you... but I admire you. Well, this makes me sound crazy. But I'm okay with that. So take care of yourself. Love, Ben. PS: I would've said 'Keep in touch', but, unfortunately, we never were in touch."

Blood rushes to her face -- she's shocked and tingling and paralyzed -- and then she looks up -- he's far off, but she struggles to her feet, tripping on the robe --

FELICITY

HEY!

At the end zone, Ben turns to her.

FELICITY

Where are you going to college?

BEN

New York! What about you?

There's an energy in her eyes no one's ever seen.

FELICITY

That's pretty unclear!

A great smile from him, then a sweet wave before he turns and walks off. She covers her mouth

CONTINUED: (3)

FELICITY (VO)
Suddenly... I knew what everyone else was
feeling.

INT. FELICITY'S ROOM - DAY

Felicity wildly rummages through her file of college
RECRUITMENT LETTERS. Finds the one from the University of
New York.

INT. LIVING ROOM - PORTER'S HOUSE - DAY

A well-appointed home. Felicity enters the living room,
where her parents sit smiling on chairs near the piano.
There's an edge to Felicity -- a forced confidence:

FELICITY
Mom. Dad. We need to-- what are you
doing on those chairs? No one's ever sat
there before.

PETER
We're waiting for you.

FELICITY
... for what?

EXT. PORTER'S HOUSE - DAY

The three-car garage door goes up -- to reveal a red 1998
318i BMW convertible.

Felicity -- really pale -- stands in the driveway with her
parents. Barbara starts SQUEALING with excitement.

PETER
Is it a little much for Stanford?
Probably. But screw it, you've earned
it. You've exceeded our expectations.

Barbara ushers Felicity into the garage -- Peter gets inside
the car, demonstrating all its bells and whistles.

PETER
Everything's electric, even the top --
just push this button, that's all you do.
We sprang for the security system -- see,
it's all on the keychain, just like
Mom's. But if you hold this down--

Suddenly the ALARM BLARES, lights flash -- we're CLOSE on
Felicity -- this SOUND is exactly how she feels. Peter hits
the button again, the alarm CHIRPS off.

(CONTINUED)

CONTINUED:

PETER

Panic mode -- in case you're in a parking
lot or whatnot -- Blaupunkt stereo,
heated seat--

BARBARA

You'll figure out the details, just drive
safely, Sweetheart.

Peter climbs out from the car and offers the keys.
Felicity's mind tumbles Then she reaches for the keys --
grabs them -- she and her father are both holding them, when
she says:

FELICITY

I'm not going to Stanford.

For a moment, no one moves -- no one breathes'.

PETER

(smiling)

What, Honey?

Suddenly Peter pulls for the keys -- Felicity pulls back --
they have a little tug-of-war -- finally she lets go and
Peter gains possession, his face flush with confusion --

INT KITCHEN - PORTER HOUSE - NIGHT

The three of them have been at this for hours. Felicity has
cried. Her voice is raw. She sits at the table, Barbara
stands at the counter, Peter paces.

PETER

New York is a filthy hellhole' Trust me,
I lived there'

FELICITY

I thought you only lived there until you
were six

PETER

Think about what you're saying

FELICITY

I have. I'm going because-- it's not--
look, I think maybe I want to try and be
an artist'

PETER

A what?'

(CONTINUED)

BARBARA

We talked about using your artistic skills in Anatomy class...

FELICITY

No! That's not the same! That's-- that's not going to work!

PETER

How long has this been going on in your mind? Could you have waited any longer to drop this bomb?!

FELICITY

I told you, I decided today. I called them and they said it would take extraordinary circumstances to admit someone at this late date, but that--

Peter's had enough.

PETER

All right. This is the decision you want to make? Fine. But I will not, in any way, financially support it.

FELICITY

They're sending me the student loan and work study forms with the late application.

PETER

Loans! Felicity! I worked this hard so you'd never have to go through what I did!

FELICITY

No, Dad! No. You made it so I'd have to go through exactly what you did. You want me to follow in your footsteps and I just-- basically I can't.

A tense, horrible beat. Peter just turns and leaves the room. Mother and daughter share a look.

BARBARA

(sotto)

I'm gonna go talk to him. It'll be fine.

Barbara goes after her husband. We PULL BACK on Felicity, who sits alone. A big, nervous sigh.

CONTINUED: (2)

FELICITY (VO)

My father didn't talk to me all summer.

INSERT - LUGGAGE - CLOSEUP

A suitcase zipped closed

INSERT - BMW - CLOSEUP

The luggage inside, the trunk is closed.

INT BMW - MORNING

CLOSE ON Felicity, who sits in the back of the red Beemer, staring off. A faint smile barely noticeable.

FELICITY (VO)

And he kept the car for himself.

EXT. LAX AIRPORT - MORNING

A SKYCAP registers her bags. Felicity hugs her mother.

BARBARA

You can always change your mind. You can always come home.

Then Felicity faces her dad. He gives her a stern look, but then he moves to her and takes her into a warm, heartfelt embrace. She's taken off-guard by the emotion. She smiles.

PETER

(sotto)

You're making. . a horrible mistake.

Felicity's smile fades as they stand there embracing..

SLOW DISSOLVE TO

EXT TAXI - DAY

CLOSE ON Felicity's face as she looks through the rear window of a New York City cab. She stares in thought as reflected buildings pass across her face

EXT UNIVERSITY - NEW YORK - DAY

A taxi pulls away, revealing Felicity standing on a bustling Manhattan sidewalk, across the street from her new college. Felicity takes it in, visibly terrified. She then starts toward the building

(CONTINUED)

CONTINUED:

FELICITY (VO)

So basically I've given up everything my parents ever planned for me. Everything I expected... all for a boy I don't even know.

INT. FELICITY'S DORM ROOM - DAY

MUSIC can be heard from various distant rooms, mixed with the SOUND of students moving-in.

Felicity opens her door -- hers is a corner room, wood floors, but not a great view of the city.

One side of the room -- her roommate's -- appears completely lived-in. Marilyn Manson and Johnny Rotten posters on the walls, black leather clothes strewn on the bed, CDs and tapes litter the floor, but no sign of the actual roommate herself.

INSERT - MICROCASSETTE RECORDER - CLOSEUP

Felicity hits the PLAY/RECORD button.

INT. FELICITY'S DORM ROOM - LATER - DAY

Felicity sits on her undressed bed, alone in a private moment, holding the cassette recorder.

FELICITY

I guess what I'm saying is, this all might be a horrible mistake. As my dad would say. But on the other hand, it might... maybe it'll save my life or something. I don't know.

(beat)

Please respond ASAP. I miss you. Love,
Felicity

She pops out the tape, then shoves it into a brown padded mailing bag, addressed to SALLY PEARSON, in Santa Fe.

INSERT - MAIL BOX - CLOSEUP

Felicity drops the pouch into the mailbox.

INT. ADMINISTRATION BUILDING - LATER - DAY

Felicity stands in the photo ID line, looking through the endless multi-colored forms found in her packet.

PHOTOGRAPHER (OS)

Next please!

(CONTINUED)

CONTINUED:

The guy behind Felicity nudges her

FELICITY
 Oops-- sorry, thanks...
 (to PHOTOGRAPHER)
 Hi, how are you?

The 35 year-old male PHOTOGRAPHER is almost asleep.

PHOTOGRAPHER
 Good. Just look at the dot please.

Felicity sits in the chair, stares at dot above the lens.

FELICITY
 Is my hair a disaster? Please be honest,
 because I'm going to have to basically
 live with this picture for a quarter of
 my lifetime.

Just then, she HEARS.

BEN (OS)
 Hey you!

Felicity turns -- there's Ben, holding his packet, going
 through registration himself. Felicity just lights up.

FELICITY
 Hi'

BEN
 What are you doing here?

PHOTOGRAPHER
 I need you to look at the dot.

FELICITY
 I just-- this is where I'm-- this is--
 I'm here' I totally forgot you were
 going here'

BEN
 That is so unbelievable'

Just then, a pretty blonde freshman (SUSAN) moves to Ben,
 puts her arm around him They kiss.

BEN
 I know this girl from high school' This
 is Susan -- this is-- uh--

Felicity's heart sinks.

(CONTINUED)

CONTINUED: (2)

PHOTOGRAPHER

The dot. Right over here, the dot,
please.

FELICITY

... Felicity.

BEN

Felicity! Wow! Amazing! So I'll see
you around, okay?

Felicity waves a good-bye as Ben and Susan walk off. Then,
devastated, Felicity looks toward the camera...

PHOTOGRAPHER (OS)

Good enough.

FLASH! And suddenly Felicity's ID CARD FILLS THE SCREEN --
and there's the photograph she'll carry around with her for
years -- of the very moment her heart was broken.

FADE OUT.

END ACT ONE

ACT TWO

FADE IN.

INT PAPALETIO'S OFFICE - DAY

Somewhere in one of the University's buildings, an emotionally paralyzed Felicity sits across from JOE PAPALETIO -- Felicity's handsome 35 year-old counsellor. A psychology prof, Papaleo might at first glance appear severe -- but that quality is actually unyielding strength. A quality so many incoming students need.

A CLOCK TICKS LOUDY in the otherwise quiet office. It's small, made even more so by the inordinate number of books which line all four walls. The desk is cluttered -- the window behind Papaleo puts him in almost-silhouette.

Felicity talks with deep insecurity, as if she were in mid-freefall. Like she's about to burst into tears.

FELICITY

I, uh... basically haven't really had time yet to review all the classes and schedules, but, uh... so I'm a little behind. Everyone. And, uh....I guess I just need a little time. To catch up. Because... there's a lot to consider. Now. That I'm here.

She tries to laugh, but doesn't really have it in her. Papaleo just stares at her long and hard

FELICITY (CONT'D)

If you keep staring at me like that I'm going to cry Just know that.

PAPALETIO

I received a phone call from your parents

Felicity's eyes close.

PAPALETIO (CONT'D)

You're not the first student whose parents weren't a hundred percent about their child going to a particular college They're concerned

FELICITY

They're more than concerned They're insulted.

(beat)

(MORE)

(CONTINUED)

CONTINUED:

FELICITY (cont'd)

Do you think my coming here was a mistake too?

PAPALEO

Really, only you can answer that. What I can tell you is, New York, the city and the school, can be a little overwhelming. And is often best for the independently-minded student. Your parents seem to imply that... you might not fit into that category.

Felicity looks off... feeling this herself. She sighs.

FELICITY

... they do know me better than anyone.

PAPALEO

Do you have any specific interests outside of medicine?

Disheartened, Felicity hands Papaleo her zipped portfolio.

FELICITY

I draw sometimes. Paint a little. I brought you some, you know, some samples. For whatever it's worth.

INT. LECTURE ROOM - DAY

Felicity sits in the packed one-hundred seat lecture room, listening to the affable 42 year-old lit professor, MR. GEORGE. Perhaps the worst toupee in history.

GEORGE

-- after we get through with him, Alexander Pope will have become your favorite diminutive Catholic English hunchback poet in the whole world.

Laughs from the class -- except for Felicity, who just then notices Ben, sitting two rows ahead, oblivious to her.

As Mr. George continues, we're TIGHT ON Felicity, emotion swelling, unable to take her eyes off Ben.

Soon, tears stream down Felicity's face. She drops her head, silently sobbing.

The young woman beside her notices this. This is JULIE. Small and mousy-looking -- but there's a fire in her eyes. A lovable optimism. Julie writes something, then passes Felicity a tissue and the small note. Felicity looks at her, surprised. She opens the note and reads it.

(CONTINUED)

CONTINUED.

It says, "YOU OK?", with two boxes as check-mark options: "I WILL BE" and "NO".

Felicity smiles as she blots her eyes. She checks the "I WILL BE" box, and writes, "THANKS " She passes it back to Julie

A moment later, Julie passes the note back. Felicity reads it "IS OUR TEACHER'S HAIR... ON BACKWARDS?"

Felicity laughs -- much too loud -- students look -- including Ben. Felicity hides it with a cough -- which makes Julie laugh, which makes Felicity laugh -- it's a struggle for both of them to keep it down as we CUT TO:

INT. CAFETERIA - DAY

Sunlight streams in through the huge windows of the cafeteria. Typical set-up: a food line, salad bar, bins of cereal, dozens of tables.

Felicity and Julie sit together going through their packets; Julie's energy is infectious:

JULIE

Of course you were crying. How could anyone choose their schedule yet? It's like a puzzle, every addendum has six addenda, or whatever --

FELICITY

Do you realize I haven't even met my roommate yet? I read a whole chapter, "How to Get Along With Your Roommate", but it's irrelevant. She doesn't sleep in the room, she's a mystery

JULIE

That's called being lucky Mine's a germ freak. We're three days in and I caught Laura spraying my phone with Lysol twice.
(finds the page)
Art. Here. What about Ken Sullivan?

FELICITY

I love his stuff

JULIE

So progress! You have one class figured out, that's two more than me

FELICITY

There's a class on Sullivan?

(CONTINUED)

CONTINUED:

JULIE

No, by Sullivan. He's a guest professor,
you're happy now.

Julie hands Felicity the printed sheet detailing the class.

FELICITY

Oh my God! I wonder if I could get in...

JULIE

You have as a good a chance as anyone,
right?

Felicity is beaming -- everything s turning around for her.

FELICITY

I guess I do, huh?

Someone drops their tray with a CRASH -- Felicity and Julie
look up. The room erupts in loud APPLAUSE.

JULIE

I'm thinking-about taking Kaplan's
Holocaust class, except do I really want
to spend my entire first semester weeping
constantly?

But Felicity has now spotted Ben across the cafeteria. He
sits with a group of GUYS.

Julie looks to see what Felicity is intently focused on.

JULIE

What are we looking at?

FELICITY

I'll be right back.

Felicity gets up and moves across the crowded room to Ben.

FELICITY

Hey there.

BEN

Felicity, hey! Wanna sit down?

FELICITY

I just need to, uh . just for a minute--
talk to you Is that okay?

BEN

Yeah, sure. .

(CONTINUED)

CONTINUED. (2)

FELICITY
Maybe alone?

Ben and his buddies share a look. Then Ben gets up and he and Felicity walk through an exit doorway --

INT. STAIRWELL - DAY

The cafeteria can be seen through the doorway behind them.

BEN
What's going on?

FELICITY
I just want to preface this by saying that I don't want you to feel weird about anything I'm about to say, at all.

BEN
Okay...

FELICITY
Okay. The thing is, I came to New York because of you.

BEN
(beat)
. . . what--?

FELICITY
I had some very intense feelings for you. Back when we were in high school. I know we never spoke before graduation-- except once, when I was passing out flyers for the blood drive-- anyway, my point is, maybe the fact that we never spoke was why I had those feelings.

We can see -- Ben's feeling weird about this.

FELICITY
I mean I realize now it was a crazy thing to do, follow someone I don't know three-thousand miles, and I sort of panicked about it for a second, but now I'm past that. And I just wanted you to know that I'm totally okay with the whole thing. I mean it. This is no longer about you. I'm here. . . you know 'cause I'm here
(beat, awkward)
So what are you thinking?

(CONTINUED)

CONTINUED:

BEN
I'm... I, you know, I'm flattered...

FELICITY
Good. That's really a perfect answer.
Okay. So... can we just be friends?
(extends her hand)

BEN
Of course.

FELICITY
(shaking his hand)
Great.

INT. ADMINISTRATION OFFICE - DAY

We PUSH THROUGH the bustling college office in the first weeks of the year. Insanity.

FELICITY (VO)
Work study isn't so bad really. I file papers in the administration office for three hours, three times a week. The one rule, the only real serious rule, is to respect the confidentiality of the documents. Which means, of course, that I'm not supposed to read them.

We continue through the office, finding Felicity at a filing cabinet, surrounded by hundreds of FILES stacked around her. She's presently enraptured in a file she's reading. She looks away for only a moment to make sure no one's watching. No one is. She keeps reading.

SLOWLY PUSH IN on Felicity. She's engrossed. She doesn't even know it, but she's just put her hand on her heart.

INT. KELVIN HALL - CORRIDOR - NIGHT

We're MOVING DOWN the dorm hallway. Behind each door we pass (almost all have paper tacked onto them, notes from visiting friends) comes with its own SOUNDTRACK -- music, laughing, TV, arguing... it's an aural collage.

As we approach Felicity's room, we begin to HEAR:

FELICITY (OS)
Well no! No, Dad, I'm sorry, but this isn't about what Uncle Harvey "deeply feels I should be doing with my life"

(CONTINUED)

CONTINUED:

We get to Felicity's room at the end of the hall -- the door half open. Inside, we find Felicity, wearing a black dress and no shoes, sitting at her desk, on the phone.

FELICITY

I know you are! Well how should I? Look, I'm not coming home! Mom! This is something I'm doing! Okay? I'm doing this now!

(beat)

I have to go. I'm getting off the phone. I am not hanging up on you, but I'm getting off! For the record, this is not me hanging up on you!

(beat, softer)

Okay, Dad? Can I hang up please?

Thanks, good-bye.

She SLAMS down the phone. Sighs heavily. Then she glances over at her door and SCREAMS--

The guy standing in the doorway YELLS, startled -- it's NOEL CRANE, a tall, gentle, incredibly easy-going junior from Brooklyn, carrying a basket of unsorted clean laundry.

NOEL

Sorry -- I didn't mean to do that-- Felicity, right? I'm Noel. I'm not a stalker. I'm the R.A. on the floor. Room twenty-two, end of the hall, just saying yo and welcome and if there's anything you need or whatever, I'm sorta the floor shrink, so just... knock anytime And sorry about the scary part.

FELICITY

(still recovering)

It's okay

Noel waves, then walks off Felicity considers...

INT. KELVIN HALL - CORRIDOR - MOMENTS LATER - NIGHT

TIGHT on Noel's door as Felicity knocks on it. Noel opens the door, surprised to see her

FELICITY

Is now a bad time?

Confused for a flash, he lets her in

INT. NOEL'S ROOM - LATER - NIGHT

Brooklyn Funk Essential and The ~~Righty~~ Mighty Mighty Bosstones posters on the walls. 70's funk plays quietly on the stereo. Noel sits on his bed, unfolded laundry everywhere. Felicity paces. In the party dress, without the make-up and shoes, she's adorable.

FELICITY

I was consumed by temptation, which-- I've never been consumed by temptation before. And remember, the essay question was "What was the event that most changed your life?", right? So here was a chance to really learn a lot about this guy!

NOEL

So... what, you read this guy Ben's essay?

Felicity pulls out a folded Xerox page.

NOEL

You photocopied Ben's essay?

FELICITY

Is that bad? Okay, I know, I'm repulsive, just read this. Read it.

She hands Noel the page. He keeps his eyes on her for a moment before looking at the paper.

NOEL

(reads)

"I never liked my older brother. He was too well-behaved Too handsome. Too talented. Too much At least too much for me. Until I was thirteen, I lived like a Cimmerian, in perpetual darkness. The darkness of Jonathan's shadow. In 1992, Jonathan died of brain cancer." God...

FELICITY

Skip down to there.

NOEL

"... and as I held the college application, it occurred to me: although it was his dream, this was an act Jonathan had never experienced. I had surpassed him. Simply by surviving. I was older than my older brother now.

(MORE)

(CONTINUED)

NOEL (cont'd)

And there, alone in my room, I cried for Jonathan for the first time. Cried for the loss. His, mine, our family's. cried for the love I'd never allowed myself to feel... never knew I had. "

She rips the paper from him hands

FELICITY

This is what I need to know: is it possible to just be friends with someone I have these sort of, uh-- immoderate feelings for? Or am I doomed, forever, to just be in love and ultimately, I think, significantly hurt?

NOEL

Absolutely you can be friends with Ben. Absolutely.

FELICITY

Really.

NOEL

Because, see, you're new here. And your emotions are heightened. Everything's heightened, everything's much... higher. Than usual. So give it a month. And things will normalize. I swear. I'm the R.A.. Trust me.

FELICITY

(relieved)

Yeah. You know what? You're right. Thank you. Thank you, Noel.

Felicity leaves Noel alone -- but he stares at the air as if Felicity were still with him

NOEL

You're welcome Felicity.

INT KELVIN DORM - NIGHT

Felicity opens her door for Julie -- they're both made up a couple notches too much. Felicity is visibly nervous.

FELICITY

So this'll be fun, right?

Julie unbuttons Felicity's top button, rearranges Felicity's top, then wipes off a mascara smudge on Felicity's cheek.

CONTINUED:

JULIE
It's gonna be great!

FELICITY
(smiles)
'Cause I'm a little terrified!

JULIE
(confessing)
Me too.

INT. BEN'S LOFT - NIGHT

A loud, raging party. Dancing, lounging, drinking, smoking. Students cram the prototypical New York space, hanging out on ratty couches and chairs by fireplaces boarded up years ago.

Felicity and Julie enter -- they sort of clutch each other, hanging on for dear life as they move through the madness. They arrive at the bar, where TY, a drunk, mop-haired Floridian rocker, mixes the party punch, handing them cups.

FELICITY
What is this?

TY
Well, it's an admixture.

JULIE
Admixture?

TY
Look it up.

Felicity tastes the punch -- and recoils --

FELICITY
Eccchhh-- I guess it's an acquired taste.

JULIE
We should carry them around with us.

FELICITY
Good.

Felicity has noticed Ben, playing pool in the other room. She and Julie approach him, just as he's finishing up a game against STACEY, Upper West Side-bred, flirty.

Ben sees Felicity and waves. She waves back. Ben then aims and sinks the 8 ball.

(CONTINUED)

CONTINUED:

STACEY

No! That's impossible! That is so unfair!

BEN

What can I say, I kicked your ass and I'm proud of it and now I'm moving on.

STACEY

Now I really need a drink.

She heads off. Ben looks at Felicity.

BEN

You up?

FELICITY

Me? God, no, I don't, uh... you have an amazing apartment.

BEN

I know, can you believe it? I met this guy Craig at orientation who told me he was subletting from this guy Sean and they needed another guy.

(holds up his cup)

To our first college party.

Felicity and Julie anxiously toast him -- and Ben finishes his entire drink. A real beat of unease, and Felicity and Julie chug theirs down too. Felicity smiles at him. Ben goes to rack up -- only we see Felicity and Julie turn away and grimace horribly, disgusted

FELICITY

Is Sean a freshman?

BEN

No, he's like thirty or something

FELICITY

Wow. Oh, this is Julie. Ben and I went to high school together.

BEN

Hey Julie

(to Felicity)

Come on, I'll teach you You break.

FELICITY

I break Okay, I break.

(CONTINUED)

CONTINUED: (2)

He hands Felicity the cue. She moves to the other side of the table, stumbling a little. She laughs at her misstep, looks back at Julie, who smiles. Felicity then prepares to hit the ball. She looks back at Ben, who nods.

Then she goes for the break -- and slips -- missing the ball entirely. She almost falls onto the table, wincing with embarrassment. Some people laugh. Others walk off.

BEN

That's not exactly the master technique.

FELICITY

(sotto)

Disappear, make me disappear,
 disappear...

BEN

Can I, uh...?

FELICITY

Sure.

He helps her out, adjusts her position. He gets behind her, helping her aim the cue. There's an intimacy that shocks her. She's still and quiet.

BEN

If you hold the stick over here, and keep
 your left hand like this... you get
 leverage and accuracy. See?

(she nods, wide-eyed)

Try this.

He steps back. She's flushed. She looks at the ball, and then she breaks -- it's a beautiful break. Sinks two solids.

BEN

Jesus...

FELICITY

Okay, what does this mean-- what's my
 situation here?

BEN

You're solids

And she takes aim -- and sinks another ball. Ben's impressed. Julie too. A few who turned away now watch. Felicity lines up another, takes the shot -- and sinks another solid. Ben watches her, somehow transfixed.

(CONTINUED)

CONTINUED: (3)

Impossibly, Felicity sinks another ball. Ben's amazed. Felicity laughs and covers her mouth, embarrassed by her luck.

FELICITY

You're not a bad teacher.

And off Ben's smile, we CUT TO:

INT. BEN'S LOFT - NIGHT

Felicity, Ben and Julie dance together, having the best time ever. Someone -- we can barely hear anything over the BLASTING MUSIC -- calls to Ben, who excuses himself.

Felicity and Julie, caught up in the fun, dance together, twirling and laughing --

INT. BEN'S LOFT - KITCHEN - LATER - NIGHT

At the kitchen table, Felicity and Julie sit with a group of six other unfamiliar STUDENTS doing vodka shots. Felicity is clearly drunk as she looks around for Ben. But it's her turn to drink again.

FELICITY

I just went... oh, this is one too many.

But they push the glass on her. Felicity reluctantly downs the shot -- winces horribly. Now it's Julie's turn.

FELICITY

I'm gonna go to the bathroom.

JULIE

Good plan.

FELICITY

And maybe get sick all over it Pardon
me

Felicity gets up -- she stumbles wildly across the room, to the bathroom door -- but it's locked So she blunders back, past the vodka shot crowd, to the stairs She heads up the stairs, crawling past two MALE STUDENTS who make out on the steps She can't help but look as she heads to

INT. BEN'S LOFT - SECOND FLOOR CORRIDOR - NIGHT

Felicity heads down the hall, drunkenly searching for the bathroom -- she opens one door -- it's a closet

(CONTINUED)

CONTINUED:

FELICITY

Sorry.

Then she opens another door -- it's a bedroom -- and a couple is shirtless, kissing passionately. The girl -- it's Stacey, the girl who was first playing pool...

And the guy -- Felicity sobers up for a flash -- IT'S Ben.

They, of course, are too occupied to see Felicity, standing in shock, staring at the couple. Finally, she turns and hurries off, stumbling --

EXT. CITY - NIGHT

Felicity races across the darkness, her mind tumbling --

INT. FELICITY'S ROOM - NIGHT

Felicity cries on her bed for a long beat -- before there's a KNOCK at the door. She looks up, hopefully. Moves to the door, opens it. It's Noel. She immediately begins to cry again.

NOEL

Hey, what's wrong? *

FELICITY

(hugs him, sobbing)
Nothing!

NOEL

Come here... come on...

He moves her to the bed, and they sit.

FELICITY

I don't want anyone to see me like this,
even my R A..

NOEL

You can talk to me, I want to help. I
want to help

Felicity gets it together. Looks at him.

FELICITY

I'm just-- have you ever just felt
completely shattered? Like there's just
no solace in anything? Like wherever you
turn you're just lost and confused and
afraid? I mean, I've never felt so lost
in every conceivable way before.

(MORE)

(CONTINUED)

CONTINUED:

FELICITY (cont'd)

(beat)

Okay, now help me. Go, start

NOEL

All right Well. this is what I think. I think you're missing something very important Which is perspective. You're forgetting who you are. In the equation. Because you're this... really brilliant, young, creative and insightful woman... with a voice and a point of view. You're articulate and thoughtful... and beautiful And before you let yourself get caught up in the drama of the moment... you're gonna be great. And happier than you've ever been. Okay?

She looks into his eyes, momentarily transported. In this instant, she actually feels better.

FELICITY

You think?

NOEL

I do.

And they stare for just a beat too long -- just as she realizes he's about to kiss her -- that's when her stomach turns -- it happens too fast to stop -- Felicity throws up on Noel's shirt.

She covers her mouth, horrified. Noel is just frozen.

NOEL

Well that really. . changed my whole attitude about you

FELICITY

I'm sorry

NOEL

It's just .. you know. A shirt I've got another one It's fine. Vomit comes out.

Suddenly the door bursts open. MEGHAN, a gruff girl wearing all black and dark make-up, moves to her closet. Felicity is stunned at the sighting

FELICITY

Hey, are you Meghan?

But Meghan, rifling through the closet, doesn't respond.

(CONTINUED)

CONTINUED: (2)

FELICITY

Hi, I'm Felicity. We're roommates?

NOEL

I'm Noel. The R.A.?

Meghan's grabbed the black cap she wanted. She heads out. She's gone. Alone again, Felicity looks around the room, shakes her head. How the hell did she get here?

FADE OUT.

END ACT TWO

ACT THREE

FADE IN:

INT KELVIN DORM - LAUNDRY ROOM - DAY

The six washers and dryers barely fit into the small room. As she folds her clothes, we HEAR her voice.

FELICITY (VO)

Dear Sally. Things have sort of taken a turn for the worse.

From her pile of dried clothes, she pulls out a very sexy negligee that she's never seen before. She's perplexed.

FELICITY (VO)

I didn't get the Ken Sullivan class. In fact, of the six electives I applied for, I only got one of them.

INT. PIZZA PALACE - NIGHT

Felicity works behind the counter of a pizza joint, where she cuts and serves slices -- carrying piping hot plates across the restaurant.

FELICITY (VO)

Also, I had to take another job on top of work-study because just basic living is about twice as expensive as I imagined.

INT. LECTURE ROOM - DAY

Mr George returns graded PAPERS to the students Felicity watches as Ben gets his test back He's visibly disappointed

FELICITY (VO)

In terms of the Ben scenario... that's turned out to basically be a cataclysm. Maybe I'm not ready to make my own decisions I don't know. I can't decide.

She then gets her paper back She's received a 98. Julie sees the number and is blown away

EXT CAMPUS - DAY

Students on their way to and from class A long-haired junior, KARL, juggles pins on the lawn. Felicity and Julie walk past him. We follow them.

(CONTINUED)

CONTINUED:

JULIE

God, I had no idea you had such a giant brain in there.

FELICITY

I know, I have a giant brain in there.

BEN (OS)

Felicity!

Felicity turns to see Ben running up to them -- she winces slightly, just feeling so awkward around him:

BEN

I, uh... I really thought I'd nailed that Spenser poem. I thought I'd really grasped the heart of it. But, I got my paper back, and as it turns out, I'm a moron.

JULIE

You're a moron? I'm a moron!

BEN

Hey, nice to meet you!

Ben and Julie shake hands, Julie laughs, then heads off.

JULIE

I'll see you at the caf, I gotta get my card.

Ben moves in front of Felicity, stopping her.

BEN

Here's the situation: when I look at poetry, I see the words. I mean, I know the words, but it doesn't click. With me. Somehow I don't get it. But if you teach verse like I teach pool... I think we're unstoppable

She looks into his eyes -- and can't help but smile.

FELICITY

So, uh... so what are you... asking?

BEN

I told you, I'm a moron, but I don't want to remain moronic, I really don't, so would you help--?

(CONTINUED)

CONTINUED: (2)

FELICITY
 (too quickly)
 Yes.

BEN
 Okay Good.
 (unsure)
 I mean you're okay with everything,
 right? 'Cause after what you said at the
 cafeteria--

FELICITY
 Oh... please...

BEN
 Really?

FELICITY
 Don't insult me -- I'm perfectly fine
 with us. It's not a problem at all. I
 mean if it is for you, then that's your
 problem.

BEN
 No, no, I'm okay, I'm fine.

FELICITY
 Well okay then. We're fine.

As they head down the hill toward the cafeteria we HEAR:

FELICITY (VO)
 Things are basically changing minute to
 minute.

AND A MONTAGE BEGINS

INT LIBRARY - DAY

We move past aisles of books in the stacks, to find Felicity
 and Ben, sitting near a window in a private study nook.
 She's explaining a section of the poem to him.

FELICITY (VO)
 I'm growing so much I've only been here
 for two weeks and already I'm a different
 person.

Felicity steals a glance at Ben.

EXT CAMPUS - DUSK

Felicity, Ben and Julie walk across the campus together.

(CONTINUED)

CONTINUED:

FELICITY (VO)

What I mean is, the old me would've never been able to let go of my expectations. I mean in terms of Ben. And just let things be. Which I'm totally okay with now. I mean really, surprisingly okay.

INT. CAFETERIA - NIGHT

Ben and Felicity sit together, reviewing a book. Ben says something that shocks Felicity -- makes her laugh.

BEN (VO)

"I cannot live with You- / It would be Life- / And Life is over there- / Behind the Shelf".

FELICITY (VO)

So what do you think she's saying there?

INT. FELICITY'S ROOM - DAY

Felicity sits on her bed, Ben lies across it. MUSIC FADES, END MONTAGE.

BEN

Well... we could look at "Life" as just life... being alive... Or maybe she means eternal life.

(beat)

Maybe she's talking about Heaven.

Felicity watches Ben carefully. He looks up at her -- and for a moment, it's like she's reading his mind.

FELICITY

Maybe both.

BEN

How come you never went to any parties in high school?

FELICITY

I... went to a couple. Just in case you weren't there on awards day: I didn't exactly win "Most Popular".

(beat, winces)

Oh God. You did, didn't you? You actually won Most Popular.

BEN

Those things are just stupid.

(CONTINUED)

CONTINUED:

A KNOCK at the door.

FELICITY

Come in!

Noel opens the door -- sees Ben -- he's carrying a brown paper bag.

NOEL

Hey! Got you this.

He throws her the bag -- she opens it, pulls out a small medicine package.

NOEL

Dr. McGrath's Elixir. For when you drink too much, keeps you from vomiting on your R.A..

Without Ben seeing, Felicity gestures to Noel as she talks: "Get out of here!"

FELICITY

You really didn't have to do that, Noel, but thanks!

And Noel understands: this is Ben.

NOEL

It was... don't worry about it. So... okay. I'll see ya.

And he leaves. Felicity goes back to work.

BEN

Hey, I know we talked about tomorrow afternoon, but that guy Sean asked me to help him with something--

FELICITY

(disappointed)
Oh... that's okay..

BEN

So is tomorrow night all right?

Suddenly the door opens again. It's Noel, and he's annoyed

NOEL

By the way, have you done the calendar yet or not?

(CONTINUED)

CONTINUED: (2)

FELICITY

What?

NOEL

You're doing the floor calendar for next month, right?

FELICITY

Don't I have two weeks for that? This is Noel. This is Ben.

The guys shake hands.

BEN

How's it going?

NOEL

Good, thanks.

(to Felicity)

I just... wanted to make sure you're on top of it.

Felicity stares fiercely at Noel, as if she's gonna kill him.

FELICITY

(teeth clenched)

I'm on top of it.

NOEL

(annoyed)

Okay. I was just checking.

And Noel leaves.

FELICITY

Sorry about that -- I'm supposed to work with Julie tomorrow night.

The door opens again -- it's Noel. Felicity can't believe it. Noel just smiles.

NOEL

This one was just to bug you. Okay. My job's done now, bye.

He closes the door again. Felicity goes to lock it.

BEN

The review's on Friday and we all have the same class. Maybe the three of us could go out. D'you think... Julie'd be okay with that?

(CONTINUED)

FELICITY
She'd be great with that

BEN
Really?

INT. CAFETERIA - DAY

Felicity and Julie at the salad bar:

JULIE
No no no, you two go on your own.

FELICITY
You and I already have plans!

JULIE
Just because you're really smart doesn't mean I'm a dunce, I can study on my own -- besides, I can tell that you like him.

FELICITY
What? Julie, yeah, I like him, but like friends! We have a friendship! We're buddies. We're studying partners. Two students at the same college. .

JULIE
Please stop describing what you guys are. I just really hate being the third wheel. Can you understand that?

FELICITY
Why? Three wheels are a tricycle. It's the fifth wheel you don't want to be. That's the pointless wheel. And you could never be pointless. In fact, if anything, I think you two would be a great couple.

JULIE
Really?

FELICITY
(uncertain beat)
My point is, the three of us really need to study. That's all it is. No big deal.

JULIE
That's true. Okay. I guess I wouldn't mind being a tricycle.

INT. FELICITY'S ROOM - NIGHT

The closet door opens -- Felicity angles the mirror to check her outfit. She doesn't like what she sees. She returns to the closet, finds another top, begins to change. The phone RINGS. She answers mid-shirt-change.

FELICITY
Hello?

PETER (VO)
Felicity, it's Dad.

She stops for a moment -- she hardens.

FELICITY
Hi.

INTERCUT/INT. PORTER HOUSE - NIGHT

Peter and Barbara stand together in the kitchen.

PETER
Your mother and I have talked long and hard, and we realize that it's impossible to make a real impact from this far away.

FELICITY
I'm not going home.

PETER
We're coming to New York.

Felicity freezes.

PETER
This Sunday. We'll have brunch and discuss everything in person. Could you keep the afternoon free?

FELICITY
Dad, I've made this choice and I've never felt better about it, okay? So coming here is just a waste of time.

PETER
We'll talk about wasting time on Sunday.

INT. THE EPSTIEN BAR - NIGHT

A local town hangout. There's the college crowd, and the tougher "local" crowd.

(CONTINUED)

CONTINUED:

Felicity, Ben and Julie sit at a table near the pinball machines -- Felicity and Julie are laughing hysterically

BEN

... then I realize I have like another couple hours to kill, right? So I go get a haircut'

(they laugh harder)

I'm sitting in the chair, and all of a sudden I realize--

FELICITY AND JULIE

(unison)

The eggs'

BEN

So I run outta there, half a haircut, and I get home -- it smells like sulfur for like a block. I go in the kitchen -- the water was evaporated, the eggs had like, exploded onto the ceiling, the pot looked like a metal shoe--

FELICITY

What'd your parents do?

BEN

When they got home they forbid me from entering the kitchen forever.

Julie, wiping her eyes, gets up.

JULIE

I'll be right back -- no fun while I'm gone.

Ben watches Julie head off. Then he looks at Felicity. She's very self-conscious. A beat.

BEN

So, uh . . . I don't know how you're going to feel about this.

FELICITY

Feel about what?

BEN

When we said . . . the thing about being friends . . . I mean, did you really mean that?

FELICITY

(beat)

Uh... sure. Of course I did.

(MORE)

(CONTINUED)

CONTINUED: (2)

FELICITY (cont'd)
 (smiles)
 Why, what are you.. ?

BEN
 Because I'm really... I'm really
 attracted to Julie.

Felicity's heart breaks, but she remains smiling.

FELICITY
 Uh-huh...

BEN
 Do you think she likes me? I can't tell
 if I'm just talking too much...

FELICITY
 I think... she thinks... you know. That
 you're wonderful.

BEN
 Wow...

INT. FELICITY'S ROOM - LATE NIGHT

Felicity, still wearing the same clothes, sits on her bed,
 miserable, finishing her tape to Sally: -

FELICITY
 Sally where are you, anyway? I just...
 really miss hearing from you. I could
 use a friendly voice.

The phone RINGS. The machine gets it:

FELICITY (VO)
 Please leave a message. Thanks!

A BEEP -- then an intense guy (DONNY) can be HEARD:

DONNY (VO)
 Meghan. It's Donny. Will you marry me?
 I'm serious. Call me back tonight. If
 you get in before three.

INT. COMMUNAL BATHROOM - NIGHT

PUSH IN on Felicity as she brushes her teeth in the communal
 floor WOMEN'S ROOM. Her brushing becomes increasingly
 furious, as she plays out her relationship with Ben in her
 mind. By the time we're TIGHT ON her face, she's enraged --

SMASH CUT TO:

EXT BEN'S LOFT - NIGHT

Felicity is at the front door intercom, BUZZES up.

BEN (VO)
Hello?

FELICITY
Ben, it's Felicity. Buzz me up.

BEN
What time is it?

FELICITY
Buzz me up.

BEN
Could we, uh, talk tomorrow?

FELICITY
Ben? No.

A beat. Then a BUZZ. -Felicity's in.

INT. BEN'S LOFT - HALL - LATE NIGHT

The front door opens, Bill wears his boxer shorts -- it's dark inside, he squints at the light.

FELICITY
How could you write that in my yearbook?

BEN
huh?

FELICITY
"I've watched you for four years, always wondered what you were like" -- you wrote those words to me!

BEN
Wait... wait, I asked you if you were okay with things--

FELICITY
Come on! That doesn't mean your actions don't have consequences!

BEN
Actions? What actions?

(CONTINUED)

FELICITY

Ben! Even the slightest behavior means something! That's so obvious! It's like physics, nothing happens without an effect!

BEN

You know, I never...

FELICITY

Don't say you never took physics-- because that's what you do! You play innocent, and you're charismatic and you smile and you get away with it! But you made me fall for you and this is what's not fair! You knew it and you liked it!

BEN

Do I like that you like me? Sure--

FELICITY

When I told you why I came here you said you were flattered!

BEN

Flattered?! I was awkward! I didn't know what the hell to say! I revealed a little bit about myself in your yearbook and you changed your college plans? What the hell are we talking about?!

FELICITY

You can learn volumes about a person just by watching them! What gets their attention, how they treat strangers. How they greet people and how they say good-bye at the end of high school! I know you better than you think -- I know all about your brother...

BEN

What?!

FELICITY

I read your application essay!

BEN

(angry)

You read my essay?

FELICITY

Yes! I've done one questionably immoral thing in seventeen years! But you--

CONTINUED: (2)

BEN

How did you read my essay?

FELICITY

How could you lead me on?! You made me fall in love with you!

BEN

You know what? You're acting crazy! All I did was be nice to you! I never asked you to come here! I don't owe you anything! That was your choice, not mine! How could you think you're in love with me?! You don't even know me!

That knocks the wind right out of her sails. Felicity has nothing left to say, because clearly, he's right. Now Felicity just feels stupid.

And then, Julie exits Ben's room. Looks at Felicity with a silent stare saying, "We'll talk later".

JULIE

Hey.

FELICITY

Hey.

And Julie sulks away. Felicity looks at Ben... then turns and heads off, in the opposite direction that Julie walks. Ben's left in the middle of the two leaving women.

He goes back into his room and SLAMS the door

FADE OUT

END ACT THREE

ACT FOUR

FADE IN:

INSERT - CEREAL BOWLS - CLOSE-UP

Froot Loops and Cap'N Crunch being combined in one bowl and mixed together.

INT. CAFETERIA - MORNING

Felicity, spiritless beyond words, mixes the cereals, pours milk and begins eating.

After a moment, a girl sits across from her. It's Julie.

JULIE

Okay, listen to me. I'm never going to see him again.

Felicity looks up at her.

JULIE

You and I have only known each other for two minutes... but you're already better than my best friend I've had since fifth grade.

(beat)

So I'm never going to see him again. I mean it.

Though Felicity's pain runs much deeper, she's clearly grateful.

FELICITY

Don't be silly.

JULIE

If I'd known you liked him that way I never would have gone back to his place.

FELICITY

Thank you. But really... it doesn't matter.

(beat)

I'm not going to stay here.

And off Julie's reaction, we CUT TO

INT. NOEL'S ROOM - DAY

Noel paces in and out of frame, addressing the camera.

(CONTINUED)

CONTINUED

NOEL

Okay. Okay. Here's my speech. This is the big speech from Noel. You mustn't leave this school. Why? Here's why. Because this is a life-struggle. This is fate, this is a challenge. If you turn away from this now, you will, and I promise this, be confronted by the same issue five years from now. Or ten. You'll be the big doctor, you'll have your fancy practice, you'll be married, you'll have four phone lines at home, then boom! It'll just.. grip you like a blast of freezing-cold air: what the hell is my life?! And you'll be able to trace it back to this moment -- this very instant when that geek R.A. gave you these four words of advice: stay in New York or perish.

(beat)

Five words.

We now see Felicity, sitting on his bed, looking up at him, impressed. She considers this. We see Noel, a little surprised himself at his passion.

FELICITY

Wait a minute... let me just. . I just want to make sure-- I mean, you don't have... feelings... for me, do you?

NOEL

Me?

(beat)

Honestly?

FELICITY

Do you?

NOEL

(beat)

Yeah

She looks off, nods. He then sits beside her, deflated.

NOEL

If I could. give you one more bit of advice. Don't fundamentally disregard everything I just said just because of my affection for you.

And Felicity looks at Noel. Over this, WE HEAR:

(CONTINUED)

FELICITY (VO)
I mean, if you think about the advantages
and disadvantages of being here...

INT PAPALEO'S OFFICE - DAY

The gloomy little office. Felicity sits across from her
counselor, who contemplates her as she speaks.

FELICITY (CONTINUING)
... you know, compared to just taking a
semester off and going back to medical
school...

(tries to maintain her
momentum)

In the long run -- maybe even in the
short run -- I'll be way ahead. You
know. Of the general, uh... I mean, I'm
still a year younger than most people in
my situation. And also, staying here
really will cost a fortune. I mean, my
dad was right when he said that he worked
really hard to keep me from having to pay
for college for like a decade after I
graduate. I should really take advantage
of that. And the financial aid office
said they'd refund a portion of the
semester, so...

Their eyes lock for a moment.

FELICITY
My parents are coming on Sunday. Which
seems sort of like really good timing,
don't you think?

She waits, but he doesn't give an answer.

FELICITY
So I think I'll just... go back to Palo
Alto. Get back on track. Become a
doctor.

(beat)

Maybe save someone else's life.

Felicity shrugs. Then she stands, grabs her backpack.

FELICITY
Thanks for your patience. I know I must
seem like a real basketcase.

(beat)

If you keep staring at me like that I'm
going to cry. Just know that.

CONTINUED.

Mr. Papaleo stares at her . then swivels in his chair, takes Felicity's portfolio and hands it back to her

PAPALEO

I looked over the portfolio you gave me.

Taking the portfolio, uneasy.

FELICITY

... yeah?

PAPALEO

I'm not saying you wouldn't make an exceptional physician. But you're already an artist.

She looks at him, just amazed. Then she just swallows it like someone unable to really take a compliment.

FELICITY

Thank you.

And she leaves the office.

INT. FELICITY'S ROOM - LATER - DAY

Felicity takes underwear from the dresser and packs it into a bag. There's a knock at the door. She opens it. It's Ben.

BEN

This was... outside your door.

He's holding a brown mailer. Felicity takes it.

BEN

Must've been put in someone else's mailbox by mistake. Which would be really weird for the college post office, right?

Without reacting to Ben at all, Felicity opens the bag. Ben notices that Felicity's packing. He looks back to her as she pulls out the MICROCASSETTE TAPE that was inside the mailer.

BEN

(just trying)
Who's it from?

She just stares at the tape for a beat.

FELICITY

My French tutor. She was, uh. . we worked together for years. And...

(MORE)

(CONTINUED)

CONTINUED:

FELICITY (cont'd)

she was supposed to be married. But two months before the wedding her fiancé was killed -- he was on a motorcycle and the guy who hit him was in a Jeep.

(beat)

Sally sort of couldn't deal. So she moved away. Just... because I guess she had to.

(beat)

I've never been able to talk to anyone like I can talk to her, so... instead of writing, I talk to her. And she talks back to me. And that's who this is from.

Ben doesn't really know how to respond to this, other than:

BEN

Oh...

FELICITY

I'm sure you felt that too. When Jonathan died--

This makes him visibly uncomfortable.

BEN

Listen--

FELICITY

I'm really sorry about the other night, I was a freak--

BEN

You want to get a drink?

Felicity hesitates -- but before she can respond:

BEN

Please.

EXT. KELVIN HALL - ROOF - DUSK

Felicity and Ben sit alone on the roof of the dorm, each with a beer. The setting sun casts an incredible red-gold glow on everything. In the distance, a touch football game is being played. MUSIC is heard, emanating from a speaker in some student's window.

BEN

What I wanted to say to you... what I've been... thinking about since you came to see me... is the truth.

(beat)

And... the fact is... Felicity...

(MORE)

(CONTINUED)

CONTINUED

BEN (cont'd)
 the thing I want to share with you . is
 that I never had a brother. Ever.

Felicity is visibly surprised.

BEN
 I know. I mean, I had to write
 something, right? So... I wrote. . well,
 you read what I wrote.
 (beat)
 I'm telling you this because-- I don't
 know why. Because you... you provoke me.
 I mean, I'm just in college, you know
 what I'm saying? And you... you make me
 think about things I never think about.
 Even without saying things, just the way
 you look at me.

She's focused intently on him.

BEN
 Like that. You want the absolute truth?
 One of the main reasons I wanted to come
 to New York? Was...was that it was a
 pretty good chance to get as far away
 from everything as possible. Family...
 and all that. Crap.
 (beat)
 And yes, on top of that I lied to get in.
 So basically, I'm a shallow... loser.
 But I'm also. . really sorry. That I'm
 not who you thought I was. A guy you
 came so far to get to know because you
 thought he was so great.
 (beat)
 What are you thinking?

FELICITY
 That it would be really great to kiss you
 right now.

Ben's suddenly awkward again--

BEN
 Um--

FELICITY
 (quickly)
 I'd never made a substantial choice in my
 life That's why I came here. I thought
 it was you but you were just the
 excuse.
 (beat)
 I mean, when I went up to you.
 (MORE)

(CONTINUED)

CONTINUED: (2)

FELICITY (cont'd)

At graduation. It was like... a high. Like a drug. Because I'd never done that kind of thing before. What I'm saying is, I wasn't fully sober. And so the irony is... that the first real big decision I made turned out to be just... stupid. And embarrassing. And, I guess, something that I'll look back on as a regret.

(shrugs)

And that's that.

BEN

I just want to make sure that we're on okay terms. Especially if you're leaving.

She smiles at him.

FELICITY

You didn't have to do that.

BEN

Yeah, I did.

Their eyes meet. He holds up his bottle to her. They clink bottles, then drink.

They look out on the campus in a magical, bittersweet moment as the sun drops below the distant trees.

BEN

I can't wait to see this place when it snows.

INT. FOUR SEASONS HOTEL - DAY

Felicity sits in the hotel restaurant, her head a little low, at a table with her parents, who are seemingly gentle and open-minded now:

PETER

We realize that we overreacted.

BARBARA

Especially Dad

PETER

Especially me. And you know what? Maybe you did too, just a little. Anyway, the two of us have obviously gone over this ad infinitum, and that's why we're here.

(CONTINUED)

CONTINUED:

BARBARA

Amnesty.

Felicity nods, sadly, having already made the decision they've traveled here to pitch.

PETER

You'll have missed only the first quarter at Stanford. That's no tragedy. Now we're very flexible here about what we're proposing, but the general idea is this: you come home. This week, next week... we'll cover every expense. Including the loan. And you start Stanford in December

BARBARA

You could even take another course or two and make up the lost credits by June.

PETER

And then we're right back on schedule, plus, you got to explore the world a little and realize that what you really want is what you always had.

FELICITY

What if... they don't let me in?

Barbara pulls a manila envelope from her bag.

PETER

I took care of all of that

BARBARA

Here, Sweetie, I went to the registration office and picked up your packet

She hands it to Felicity, who opens it. Begins looking through the forms

FELICITY

What do you mean "took care of it"?

PETER

I made a few calls, had few lunches, like in the Fall

BARBARA

The point is, and you're being very mature about this -- you made an impulsive choice and it was a mistake. But now we're going to fix it

(CONTINUED)

CONTINUED: (2)

FELICITY
What did you do in the Fall?

PETER
When you got accepted the first time.
You know, I made some calls, pulled some
strings.

FELICITY
No, I didn't know that...

PETER
Last but not least...

Peter pulls out a set of car keys with an alarm keychain. He hands them to Felicity, who takes them and focuses on them.

PETER (CONT'D)
You can have Mom's car.

All she can see is the word "PANIC" embossed in the plastic keychain, above the small red button. She begins hitting the PANIC BUTTON.

PETER
When you get home we can even go look at
some apartments, see if there's something
we can all agree on. What do you say?

Peter and Barbara anxiously await her answer. Finally:

FELICITY
I guess the thing is... that... if I made
a mistake... then... at least... it was
mine. You know?

PETER
(smiling)
... no, I don't know. What does that
mean?

FELICITY
It means...

She places the keys on the table, slides them to the middle.

FELICITY
... I think I have to stay.

Peter and Barbara go pale

(CONTINUED)

PETER

Wait a minute, you were about to agree to this!

FELICITY

I know, but, but that would've been a pretty impulsive decision. And... I don't think that's the best thing to do right now.

PETER

But it is! It's the best thing to do right now!

FELICITY

Well, I just... really think I should give this some time. I mean, uh... I really can't wait to see what the City looks like when it snows.

BARBARA

Snows?

PETER

All right. Here it is. If you do this, if you make this mistake and decide to stay, that's it. We won't offer to bail you out next time

Felicity nods at this. She then says, with no edge, just sincerity:

FELICITY

Well.. I guess that's a decision you'll have to make.

Peter and Barbara can't respond to this -- and as the three sit in stalemate, we begin to PULL BACK. Then we HEAR:

SALLY (VO)

Dear Felicity. I'm sorry it's taken me so long to get back to you. It's been... it's been a real struggle in Santa Fe.

DISSOLVE TO:

EXT MANHATTAN - DAY

Eastside and mid-town, the sidewalks are mostly empty. But this is where Felicity walks, alone, deeply nervous.

(CONTINUED)

CONTINUED:

SALLY (VO)

When your heart gets broken... you start to see the cracks in everything.

(beat)

I'm convinced that tragedy wants to harden us. . and that our mission... is to never let it.

EXT. SOHO - DUSK

Amid this new world -- people, stores, bars and challenge -- Felicity walks back to her dorm, deeply contemplative.

SALLY (VO)

Two weeks ago I was going to move again. I was all packed. I was going to start all over, somewhere new.

(beat)

That morning I received your first tape from college. I just sat there, in my little apartment... listening to your voice... crying like a baby. Suddenly... you were tutoring me.

EXT. WASHINGTON SQUARE PARK - DUSK

Some students lie on benches, others walk across in the distance. Felicity makes her way across the park.

SALLY (VO)

I'm learning, little by little, that we decide what our lives are going to be. Things happen to us, but it's our reactions that count.

Maybe it's just being near campus... but as Felicity walks, she seems slightly hopeful now.

SALLY (VO)

I just want you to know... I think you've made a really great choice.

(beat)

And I can't wait to hear what happens.

And as leaves fall around her in SLOW MOTION, Felicity looks up, turning, taking it all in. Smiling.

FADE OUT.

END ACT FOURTHE END





