

BAD GIRLS

PILOT

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TEASER

INT. LOS ANGELES NIGHTCLUB - NIGHT (1)

In the midst of all the COOL, BEAUTIFUL PEOPLE dancing, drinking, and dry-humping at this hip-hop club WE FIND a...

VIP BOOTH - Where **GWEN DELFINO**, 22, a stunning, light-skinned black girl wearing a leather-fur-bling outfit that barely covers her nips and vag, dances on the table. Sings to Rihanna...

GWEN

*Cause I may be bad, but I'm
perfectly good at it. Sex in the
air, I don't care, I love the --*

Gwen now notices a BIG TITTIE CHICK flirting with her boyfriend, SAINT MACK, 24, rap star, who wears a nurse (man purse) over his shoulder. He's in the VIP booth partying with his ENTOURAGE.

GWEN (CONT'D)

Get away from my man, dirty whore.

Gwen PALMS Big Tittie Chick's face, shoving her away from the booth. Saint Mack laughs.

SAINT MACK

Turns me on when you get jealous,
babe.

He pulls Gwen in for a big, sloppy, drunk kiss. True love. Then motions for the waitress.

SAINT MACK (CONT'D)

Two more bottles of Cristal.

Gwen plops down in the booth between CHRISTOPHER and AMBER, both 15, who grind their teeth and suck on lollipops.

GWEN

Having fun, you little tweakers?

CHRISTOPHER

Uh-huh. Yup. Thanks, Auntie G.

Gwen sees a NERDY GUY staring at her. He's infatuated.

GWEN

Hey you, come here. What's your
name?

The Nerdy Guy approaches the back of the booth. Gwen kneels on the banquette to face him.

NERDY GUY/HOWARD

Howard.

GWEN

You listen to my music, Howard?

He nods his head "yes." Then sings and dances. Badly...

HOWARD

*You know how I like it, boy,
ghetto, so ghetto.*

GWEN

Haha! You deserve a Scooby Snack.

Gwen grabs Saint Mack's murse off his shoulder. Drapes it across her chest. Opens it. Inside are tons of little BLUE PILLS. She feeds one to Howard.

HOWARD

What is it?

GWEN

Malcolm X. Swallow it. You'll feel better.

He spits it out. Pulls out a gun.

HOWARD

D.E.A. You're under arrest for the distribution of narcotics to minors and possession of narcotics with intent to distribute.

At the same time, ANOTHER D.E.A. AGENT pulls a gun on Saint Mack.

SAINT MACK

Oh, hell, no.

Saint Mack flies over the back of the booth and takes off. The D.E.A. agent goes after him as the entourage SCREAMS.

WE STAY ON - Gwen who watches Saint Mack flee, leaving her alone with the murse and with Howard...

HOWARD

You have the right to remain silent. You have the right to an attorney. Anything you say and --

Gwen panics. Turns. Body-slides across the table, knocking over the booze and glassware. She falls to the ground. Leaps up and pushes into the CROWD on the dance floor.

CROWD

Ow!/Watch it!/That's Gwen Delfino.

Gwen looks back. Howard's coming after her. She throws the nurse in the air. Blue ecstasy pills rain down. The crowd scrambles for them as Gwen slips out the side door and...

EXT. LOS ANGELES NIGHTCLUB - ALLEY - NIGHT (1)

...runs down the alley. She's about to exit onto the street when Big Tittie Chick, who's having a smoke, steps in front of her and PALMS Gwen's face, like Gwen did to her...

BIG TITTIE CHICK

How do you like it?

GWEN

Bitch, let go of me.

HOWARD (O.C.)

D.E.A., I'll take it from here.

Big Tittie Chick turns. Howard's got his gun pointed.

BIG TITTIE CHICK

Oh, God. Please don't arrest me.

HOWARD

Alright, I won't.

Howard pushes Big Tittie Chick out of the way. Grabs Gwen. Throws her against the wall. Hard. Cuffs her.

GWEN

Could've had the best night of your life with me, Howard.

HOWARD

(whispering in her ear)
Already am.

END TEASER

CUT TO:

TITLE CARD - "BAD GIRLS".

ACT ONE**INT. LOW-RENT APARTMENT - BATHROOM - MORNING (2)**

Torn shower curtain. Broken tiles. Peeling paint. Cramped.

CATE, 26, pretty, naif. Dressed in scrubs. Puts on makeup in the mirror above the sink.

Standing in front of her, also at the sink, is her daughter **PIPER**, 7. Big eyes. Glasses. Will be hot one day, but not without years of awkwardness first.

Piper tries to squeeze the last of the toothpaste out of the tube while Cate reads from a spelling list, quizzing Piper.

CATE

Horse.

PIPER

(fast and confident)

H-O-R-S-E.

Piper struggles with the practically empty tube.

CATE

Sneeze.

PIPER

Do it or spell it?

CATE

Funny. Give me that.

Cate grabs the tube of toothpaste from her daughter.

PIPER

S-N-E-E-Z-E.

CATE

Yellow.

Cate finds toenail scissors in the medicine cabinet.

PIPER

These words are easy. Y-E-L-L-O-W.

Cate cuts the tube open. Scrapes what's left of the toothpaste on her daughter's toothbrush.

CATE

(messaging with her)

Onomonopia.

PIPER
 (eyes widen)
 What the what?

CATE
 Don't know it? Geez, second graders are slackers these days.

Piper smiles.

CATE (CONT'D)
 Here.

She gives the toothbrush back to Piper who brushes her teeth.

CATE (CONT'D)
 How do I look?

PIPER
 Gonna do great today, Mom. It's your turn to be the pigeon.

CATE
 Huh?

PIPER
 Sometimes you're the pigeon, sometimes you're the statue. It's the quote of the day. Read it online. I think it's definitely your turn to be the pigeon.

Cate kisses the top of her daughter's head.

CATE
 Thanks, boo.

EXT./INT. PRISON BUS - MORNING (2)

Smoke blasts out of the exhaust as the bus barrels up a hill.

Gwen along with 14 NEW INMATES and a handful of CORRECTIONAL OFFICERS sit inside. Gwen's still in her leather-fur-bling nipps/vag outfit. Wears sunglasses. Stares ahead. Angry. Shocked. Above-it-all. Hungover.

SHELLEY, 20's, hippie, sits in front of Gwen. Turns around.

SHELLEY
 Hi. I'm Shelley.
 (Gwen stares through her)
 This your first time?
 (nothing)
 (MORE)

SHELLEY (CONT'D)

It's my first time. Little scared.
Not sure what to expect.

(nothing)

What are you in for?

(nothing)

I was growing medical marijuana
with my boyfriend. Weird how it's
legal in California, but when the
Feds wanna crack down. Bing-bang-
bong. You're busted.

(nothing)

I like that thing you're wearing.

(nothing)

I'd never look good in it. Unless
big thighs and back fat looks good.

(still nothing)

Sorry. I'll turn around now.

She does. After a beat...

SEASONED INMATE (O.C.)

Attitude like that won't get you
very far at Santa Del Mar.

Gwen glares over her sunglasses. Sees A SEASONED INMATE,
40's, tatted up. Partial silver grill. Been here before.

GWEN

Then I don't have to worry since
I'm not going to Santa Del Mar.

SEASONED INMATE

Sure seems like you are to me.

The bus pulls in front of an impressive glass and concrete
building that could be a cool, modern condo complex if it
weren't for all the barbed wire around it.

This is Santa Del Mar Women's Federal Correctional Institute.

A look of panic washes over Gwen's face.

EXT./INT. BEAT-UP HONDA CIVIC - MORNING (2)

Cate drives on a California desert road. Makes a call to...

INTERCUT WITH:

EXT./INT. TOLL BOOTH - MORNING (2)

...CATE'S MOM, 50's, trying hard to look 30's, sits in a toll
booth collecting money from commuters.

She's also perusing men on Match.com from her iPhone when it rings. Puts it on speaker...

CATE'S MOM

All these old guys are looking for women in their twenties.

CATE

Hey, Mom, can you pick up Piper after school today?

CATE'S MOM

Why can't you? Ooo, this one wants women thirty-five to forty-seven.

Cate's Mom cyber-winks at the guy online.

CATE

Don't know what time I'll get off work. And you're fifty-two.

CATE'S MOM

Not on my profile I'm not. You're really going through with this?

CATE

You have another job for me? Great. I'll turn around.

CATE'S MOM

They'll eat you alive in there.

CATE

Thank you for the vote of confidence. Quiz Piper on the state capitals, which has nothing to do with her taking photos of you for your dating sites.

CATE'S MOM

I'm looking for your new daddy. One of us needs to find a dependable guy who'll stick around.

CATE

Goodbye.

Cate hangs up. Turns off the road and up a long drive-way. Approaches a guard station booth where a GUARD stops her.

GUARD

Ca'help you?

CATE

Hi. Cate Patterson. I'm the new nurse. Today's my first day.

She hands him her i.d. The Guard clacks away on his computer. A puzzled look comes over his face. Eyes Cate. Steps out of his booth with a mirror attached to a long pole.

CATE (CONT'D)

Everything okay?

He doesn't answer. Looks under her Honda Civic with the mirror/pole thing. Then stands behind the car.

GUARD

Pop the trunk, please.

Cate fumbles for the button. Presses it. Trunk flings up. He searches inside. Then closes the trunk. Goes back in his booth. Clack...clack...clack... on the computer again.

It's unnerving. Has she made a mistake taking a job here? Maybe she should hightail it out of there. Cate looks in her rear-view mirror. A car's behind her now. She's trapped.

GUARD (CONT'D)

All set. Here you go. Park anywhere in the yellow spaces.

The Guard hands Cate her i.d. back.

CATE

Okay. Thanks.

A massive metal gate opens. She takes a deep breath. The sprawling glass and concrete of Santa Del Mar Women's Federal Correctional Institute shadows her car as she drives in.

INT. SANTA DEL MAR - PRISON EMPLOYEE HALLWAY - MORNING (2)

Cate puts her stuff on an X-ray conveyor belt. Walks through a metal detector. Gets patted down by a CRANKY FEMALE CORRECTIONAL OFFICER.

CATE

(trying to fit in)

This mean we're dating now?

CRANKY FEMALE CORRECTIONAL OFFICER

Like I never heard that one before.

Yowza. Cate grabs her stuff off the conveyor belt. Joins TROY, 30's, a buff correctional officer who waits for her.

TROY

Welcome to Santa Del Mar. Troy Thayer. Let's get a cup of coffee, then take you up to the clinic.

Cate walks with Troy down a pink hallway covered with flyers for group therapy, yoga, and movie night.

TROY (CONT'D)

Place was built to house five hundred and forty inmates, right now we have over seven hundred. Six hundred and ninety-eight will try to get on your sick list every day.

Cate smiles. Troy opens a door and they enter a world of....

INT. SANTA DEL MAR - PRISON CAFETERIA - MORNING (2)

...WOMEN and lots of them.

TROY

Anything in your coffee?

Cate shakes her head "no." Troy walks off. Cate takes this place in. Chaos. Laughter. Screaming. Singing. Eating. Crocheting. Gossiping. And a few TODDLERS waddling about.

If it weren't for the CORRECTIONAL OFFICERS and prison garb the women are wearing, we could easily be at Smith College.

As Cate nervously looks around, she bumps into someone. Turns. Finds **KELLY**, 26, oozes sex appeal and danger.

CATE

I'm so sorry.

Kelly ogles Cate. Yummy, a new play thing.

KELLY

No, it was my fault.

Kelly grins. It's unsettling.

FLASH BACK TO:

EXT. SHIPPING YARD - NIGHT - THREE YEARS AGO

Kelly hands a DOCK WORKER an envelope filled with money.

KELLY

Thanks for bringing in my shipment.

The Dock Worker pries open a shipping crate for Kelly. TEN PRETTY YOUNG ASIAN GIRLS are huddled inside. Kelly grins...

KELLY (CONT'D)
(in Mandarin)
Welcome to America, ladies.

BACK TO:

INT. SANTA DEL MAR - PRISON CAFETERIA - MORNING (2)

Troy returns with coffees. Escorts Cate away from Kelly.

TROY
You'll get used to the noise. Not many violent offenders here. Drugs. Fraud. Tax evasion. Identity theft. Racketeering. Federal crimes. Nothing too ugly.

Kelly watches Cate exit out with Troy.

INT. SANTA DEL MAR - RECEIVING & DISCHARGING - MORNING (2)

CELISA, 40's, a large, black correctional officer, hands the new inmates each a sack...

CELISA
In your sack you'll find basic toiletries, uniforms, and bedding.

Gwen pushes her way up front. Still in her getup.

GWEN
Excuse me.

Celisa hands Gwen a sack as she eyeballs her outfit.

CELISA
I almost wore the same thing today.
(back to the announcement)
Change into your uniform behind the white curtains. Don't need any exhibitionists.

The new inmates head behind the curtains to change.

GWEN
There's been a mistake. I'm not supposed to be here.

CELISA

Honey, that's what they all say.
(announcement)
When you finish, you'll be
fingerprinted and photographed.

GWEN

But I haven't been arraigned yet.
I should be in holding at the
courthouse.

CELISA

No room. Overcrowding. Most
felony arrests come here now while
awaiting arraignment.

GWEN

My attorney should've gotten me out
by now.

CELISA

If you've made it this far, he
ain't getting you out today.
(announcement)
At this point you'll also need to
relinquish all personal belongings.

GWEN

Can I make a call?

CELISA

Soon as your phone numbers have
been approved, you'll receive a PIN
to use at the pay phones.

GWEN

What time will that be?

CELISA

Three days o'clock.

GWEN

What?

Shelley, now in her prison uniform, approaches Gwen.

SHELLEY

I just realized who you are. Gwen
Delfino. O.M.G. I love your
music. You gonna sing for us?

Gwen gives her a look. Are you high?

CELISA

Before anyone does any singing,
change into your uniform.

GWEN

Ugh, I'm being held here against my
will. This is kidnapping.

Gwen storms off with her sack behind the white curtain.

INT. SANTA DEL MAR - PRISON CAFETERIA - MORNING (2)

Kelly now saunters through, carrying a cafeteria tray with a
CUPCAKE on it.

INMATE #1 pushes her chair in front of Kelly as she walks by.

KELLY

Take it you want in on the pool?

INMATE #1

I'll say 14 days.

Inmate #1 slips money onto Kelly's tray.

KELLY

Pleasure doing business with you.

Kelly pockets the money. Struts off.

INMATE #1

Nice ass, Kelly.

KELLY

I like when you objectify me.
Reminds me of my daddy.

ANGLE ON - three roommates who are eating breakfast...

BRANDI, 33, a perfect blonde Barbie doll from Orange County,
although you can't tell it from her disheveled look here.

GRAMMY, 74, ridden hard and put away wet. Mostly keeps to
herself with her guilty pleasure - a Harlequin Romance.

RACHEL, 42, type-A. Brainy. Driven. High-powered business
woman once. Has a hand-drawn graph spread out.

RACHEL

Okay, I charted my basal
temperature and cervical mucous.
I'll definitely be ovulating
tomorrow during Stuart's visit.

GRAMMY

Tell me more about your cervical
mucous while I eat my oatmeal.

FLASH BACK TO:

INT. TRAILER - DAY - SEVEN YEARS AGO

Grammy's in a Barcalounger watching *UFC*. She's interrupted
by the MUFFLED SOUNDS of someone trying to speak.

GRAMMY

Soon as your family coughs up the
hundie grand, Roy, I'll let you go.

REVEAL - A GUY dressed in a Brooks Brothers suit and bow tie
ducked taped to a folding chair. He squirms around.

BACK TO:

INT. SANTA DEL MAR - PRISON CAFETERIA - MORNING (2)

Kelly joins these three women. Her friends. Plops the
cupcake down in front of Brandi.

KELLY

Ready for our celebration?

She pulls a candle and matches from her bra.

RACHEL

Excited to be going home, Brandi?

BRANDI

I'm happy to see my kids. My
family. But I'm scared, too. And
I'm gonna miss you guys.

KELLY

That's why God invented Valium.
Hid five in the cupcake for you.

BRANDI

Not anymore.

Brandi holds up an Alcoholics Anonymous book.

KELLY

Make sure you take that book with
you. Don't want you putting a
damper on my business. Let's do
this.

Kelly lights the candle. Instantly, **RODRIGO**, 28, hot, tatted, ex-gang banger now correctional officer, approaches.

GRAMMY
Gestapo's coming.

Brandi quickly makes a wish. Blows out the candle.

RODRIGO
Hand it over, ladies.

Kelly gives him the candles and matches. He walks off.

KELLY
See you later. Key's under the mat.

INMATE #2
Yo, Rodrigo, I got some contraband you can confiscate off me.

RODRIGO
Prefer things a little fresher off the shelf, Kendra.

The girls LAUGH until a hush comes over the room. Everyone looks up. Standing on the upper deck is **MELINDA**, 50's, the warden. Ominous. Sexy. We hear whispers...

INMATES
Yikes./She does not seem happy./How can you tell the difference?

Melinda glares down at the inmates. Focuses on Rachel.

FLASH BACK TO:

INT. MORTGAGE BROKER'S OFFICE - DAY - SIX MONTHS AGO

Rachel frantically shreds reams of loan papers while MEN in FBI windbreakers BANG on her door, preparing to kick it in.

FBI (O.C.)
FBI! Open up!

Out of time, Rachel resorts to lighting the papers on fire.

BACK TO:

INT. SANTA DEL MAR - PRISON CAFETERIA - MORNING (2)

RACHEL

You're lucky to be getting out of here, Brandi.

A chill goes up Rachel's spine as Melinda watches over her domain like a malicious Ralph Fiennes from the balcony above the concentration camp.

INT. SANTA DEL MAR - HALLWAY/PRISON CLINIC - DAY (2)

Cate and Troy approach a room that reads, "Infirmary."

Gwen and the new inmates are waiting outside the clinic with Celisa, the large, black correctional officer.

TROY

Morning, ladies.

Celisa hands Troy a stack of files.

TROY (CONT'D)

Thanks, Celisa.

Troy unlocks the door. Hits the lights. He and Cate enter.

TROY (CONT'D)

New inmates. Need physicals. If anyone tests positive for TB or staff we send them to Oakwood.

Troy gives Cate the files. Turns on the air conditioner.

TROY (CONT'D)

Take note of all their scars, markings, and tattoos.

Cate looks out at the new inmates. Scary.

TROY (CONT'D)

And my favorite, and soon to be yours, make them "squat and cough."
(off her look, huh?)
Be surprised what you're gonna find up there.

He hands Cate the keys.

TROY (CONT'D)

Sick call starts at 8:00. Over the counter stuff and antibiotics are in the drug lock-up.

(MORE)

TROY (CONT'D)
 Painkillers, anti-depressants, anti-
 psychotics, all have to get a sign
 off from the doctor. She comes in
 on Tuesdays. Current inmate med
 distro list is on the clipboard.

Troy heads for the exit.

TROY (CONT'D)
 And the warden wants to see you at
 the end of your shift. Holler if
 you need anything.

Troy exits. Cate takes a deep breath. Pops her head into
 the hallway. Reads a name off the first file...

CATE
 Gwen Delfino?

Gwen enters. Attitude. Doesn't say a word. Drops her
 prison drawers. Squats. Coughs. Stands. Lifts her prison
 drawers. Glares at Cate.

CATE (CONT'D)
 Thank you.

Cate smiles, trying to alleviate the tension and hide her
 fear. Jots a note in Gwen's file.

EXT. SANTA DEL MAR - DAY (2)

An S-class Mercedes is parked outside. AIDAN, 6, and ELLA,
 10, anxiously wait with their father, MAURICE, 34.

The massive metal gate opens. Brandi emerges with her bag.

AIDAN
 Momma!

BRANDI
 My baby!

Brandi drops her bag. Aidan leaps into her arms.

AIDAN
 Are you out for reals?

BRANDI
 I'm out for reals, bunny.

Ella is more shy and stands off to the side.

BRANDI (CONT'D)

Ella, come here. It's okay.

Brandi pulls her in for a hug. Ella doesn't hug her back.

ELLA

You look ugly. Your hair's dirty.

BRANDI

These are my roots. Momma's hair
is really brown.

Maurice puts Brandi's bag in the trunk. Opens the back door.

MAURICE

Kids, get in the car.

Ella and Aidan obey their dad. Climb into the backseat.

BRANDI

Oh, God, it's so good to see you.

Brandi hugs her husband.

MAURICE

The 405 is down to two lanes. I
don't wanna get stuck in that mess.

Brandi releases her embrace. Embarrassed.

BRANDI

Right. Okay.

MAURICE

Fed you well in there, huh?

Maurice pats Brandi's ass. Gets in the car. Starts it.

MAURICE (CONT'D)

You coming?

Brandi looks up at the prison. Her home for the past fifteen months. Sighs. Gets in the car. Maurice drives away.

INT. SANTA DEL MAR - WARDEN'S OFFICE - TWILIGHT (2)

Cate knocks and enters. The office has an expansive view of snow-capped mountains, valleys, and palm trees.

On the prison grounds there's a large groomed yard, running track, and basketball court.

The office walls are covered with framed photos of Melinda in a naval officer's uniform posing with MILITARY BIGWIGS.

Melinda sits in a chair facing the window. Her back to Cate.

CATE

You wanted to see me?

MELINDA (O.C.)

Fitting in okay so far?

CATE

Yes, thank you.

MELINDA (O.C.)

Bunch of derelicts in this place,
wouldn't you say?

CATE

I think any of us could make a bad
decision and end up here.

MELINDA

Is that so?

Melinda swings around. She's captivating and terrifying.
Oh, and she's only wearing a bra. Cate's stunned.

MELINDA (CONT'D)

Just found out that one of our
girls, Rachel, has a conjugal visit
planned tomorrow. Wants to get
pregnant. Did you know about this?

CATE

I just got here.

MELINDA

Walls are thin. Keep your ears
open. I should always be kept in
the loop on these things.

CATE

Okay. Sure.

MELINDA

Did a self-breast exam this
morning. Found a lump. Do you
mind?

And with that, Melinda takes off her bra. Cate GASPS.

CATE

You want me to check your breasts?

Melinda stands. Walks over to Cate. Perky bazookas leading the way. Waits. Naked. Smiles. Cate has no choice. She puts her hands on Melinda's right breast.

MELINDA

Ooo, your hands are cold. Remember to warm them up next time.

Next time? Melinda grins. Their faces are inches apart.

MELINDA (CONT'D)

When an inmate gives birth in a correctional facility she can keep the child with her for four years.

CATE

I didn't know that.

MELINDA

The mother's prenatal care as well as her child's health care... lump is on the left breast by the way...

Now you tell me. Cate switches boobs.

MELINDA (CONT'D)

...become the sole responsibility of that facility. Wrecks havoc on my budget.

CATE

Feels like fibrous tissue. Should cut down on your caffeine. And take an anti-inflammatory.

MELINDA

Would if I could. I'm allergic.

CATE

Well, I don't think it's anything to worry about.

MELINDA

That's good news. Thank you.

Melinda walks back to her desk. Still topless.

MELINDA (CONT'D)

Care to guess how much that medical care costs us over the four years?

CATE

Forty thousand dollars.

MELINDA

Two hundred thousand dollars.

CATE

Wow.

MELINDA

Exactly. Therefore, effective immediately, conjugal visits are banned at this facility until further notice. Post a memo. It'll be a good way to introduce yourself to the girls. Have a good night.

Melinda sits. Turns back to the window. Off Cate... WTF?

INT. SANTA DEL MAR - FOUR PERSON CELL - NIGHT (2)

Kelly counts her cash. Grammy reads her romance novel. Rodrigo enters with Gwen who carries her sack in.

RODRIGO

New sorority sister. This is Gwen.

KELLY

Want in on the pool, Roddy?

RODRIGO

Can't know about the pool, Kelly.

KELLY

Such a goodie goodie. If your old gang bangers could see you now.

RODRIGO

(to Gwen)

First count is at six a.m. Meet your case worker in R&D after breakfast for your work assignment.

Gwen looks at him. Confused.

RODRIGO (CONT'D)

You'll catch on. Lights out in three minutes. Night, ladies.

Rodrigo exits. Gwen drops her sack.

GWEN

Do you guys know some secret way I can make a phone call tomorrow?

KELLY

Sure. Just gotta ask the right people.

GWEN

Who would that be?

KELLY

Take care of me, I'll take care of you.

Kelly moves in close to Gwen. It's sexual and menacing.

GWEN

No, thanks. Never mind.

Gwen crawls up into a bunk bed.

KELLY

If you don't wanna be friends, darling, we don't have to. I won't take it personally.

GRAMMY

Don't believe her, kid.

FLASH BACK TO:

INT. SANTA DEL MAR - PRISON LAUNDRY ROOM - DAY - LAST WEEK

CLOSE ON - INMATE #3 locked inside a huge front-loading industrial washing machine as it fills with water and suds.

REVEAL - Kelly talking to Inmate #3 through the glass door.

KELLY

All I asked was for you to get me a carton of smokes, Rosa.

INMATE #3

(muffled)

Let me out, Kelly. Please.

KELLY

What? Can't hear you. I think you have soap in your mouth.

BACK TO:

INT. SANTA DEL MAR - FOUR PERSON CELL - NIGHT (2)

Gwen turns over. Toward the wall. Her back to Kelly.

GWEN

Whatevs. Figure it out myself.

Rachel bolts in.

RACHEL

The new nurse told me the warden put a ban on conjugal visits.

GRAMMY

There goes my Saturday night.

RACHEL

I have maybe one egg left rolling around in me like a ball bearing. I gotta get knocked up tomorrow.

GRAMMY

My penis ain't what it used to be.

KELLY

We'll come up with a plan. That's what friends are for. Right, Gwen?

Kelly caresses Gwen's hair. Gwen swats Kelly's hand away.

A SIREN sounds. The doors magnetically close with a loud and daunting CLANK. Kelly crawls into her bunk. Glares up at Gwen's shape in the bunk bed above...

Rachel and Grammy watch Kelly, share a look. Afraid they know how this will go down.

Lights go out. Off Gwen... terrified, face to the concrete wall. Silently crying.

END ACT ONE

ACT TWO**INT. SANTA DEL MAR PRISON - FOUR PERSON CELL - DAWN (3)**

It's quiet. Dark. The women sleep.

And then, suddenly, a loud BUZZER. Followed by the overhead lights BLINKING on. And the CLANK of the cell doors opening.

Kelly, Grammy, and Rachel sit up. Crawl out of bed to begin their morning rituals. Gwen doesn't move, still asleep.

Grammy and Rachel file out. Kelly waits. Looks at the blanketed, motionless form of Gwen. PUNCHES her hard in the ass. Grins, goes.

Gwen jumps. Where is she? Why's her ass sore. Realizes... prison.

EXT. SANTA DEL MAR - PRISON YARD - MORNING (3)

Celisa, the large, black correctional officer, escorts Gwen, Shelley, and the other new inmates across the crowded yard.

GWEN

Geezus, who gets up this early?
I'd just be coming home right now.

Shelley tries to keep in step with Gwen. Still enamoured.

SHELLEY

Living the life of a rap star must
be exciting, huh?

GWEN

You again? Thought I dreamt you.

SHELLEY

(different meaning)
Thought I dreamt you, too.

Gwen rolls her eyes.

SHELLEY (CONT'D)

Bet this place is gonna give you a
lot of inspiration.

(off Gwen, what?)

Probably write some cool songs
living here.

GWEN

Bitch, I ain't living here.

Celisa stops at a DIRT AREA. Lots of INMATES are digging. Celisa hands the new inmates shovels.

CELISA

Welcome to your new job, ladies.
Need you to dig up the tree roots.
Pull out the weeds. We'll be
planting an organic garden here.

SHELLEY

Yay! This is so much better than
being stuck in a grow-house.

GWEN

Oh no, I did not sign up for this.

CELISA

Okay, then follow me back inside.

Gwen drops her shovel. Starts after Celisa.

CELISA (CONT'D)

Put you on latrine duty instead.

Gwen stops. Lets Celisa walk away. Picks up her shovel.

KELLY (O.C.)

Hey, roomie.

Gwen turns. Kelly approaches with a shovel.

KELLY (CONT'D)

Was reading about your arrest
online. That's gotta suck, huh?

GWEN

What's gotta suck?

KELLY

Your boyfriend Saint Mack leaving
you holding the bag. D.E.A. can't
find him. Really screwed you over.

Gwen ignores her. Starts digging. Struggles to spade the
hard dirt.

KELLY (CONT'D)

Too bad you can't call him. Find
out where he is. Maybe he'd take
some of the rap. If you and I were
friends, I'd help you call him.
Anyway, gotta go to the clinic.
Think I hurt my hand. Here, use my
shovel. It's sharper.

Kelly hands Gwen her shovel. Struts away. Off Gwen, how'd her life take this turn...

INT. SANTA DEL MAR - PRISON VISITING AREA - DAY (3)

It's an open room where KIDS and FAMILIES visit INMATES. Rodrigo and another CORRECTIONAL OFFICER stand guard.

Rachel visits with her husband, STUART, 45.

STUART

She banned conjugal visits?

He almost seems relieved.

RACHEL

Yeah, but we're still gonna try to get pregnant. Grammy hid a paper cup behind the toilet in the second stall men's room. Go ask Rodrigo to use the bathroom.

STUART

What?

RACHEL

Take care of business in the paper cup, Stuart. Kelly's finding something for me to use after you do. A syringe or an eye dropper.

STUART

Oh, God. No. I can't.

RACHEL

Yes, you can.

After a very long pause...

STUART

Stacey and I got back together.

RACHEL

What?

STUART

You've been in here so long.

RACHEL

So you hooked up with my sister?

STUART

I was with her first. Before you.

RACHEL
I feel sick to my stomach.

STUART
I'm sorry.

RACHEL
Why'd I wait to have a baby?

STUART
You were obsessed with your career.

RACHEL
Someone had to provide for us.

STUART
I was working on my sci-fi novel.

RACHEL
When was it ever gonna be finished?

STUART
Maybe if you were more supportive.

RACHEL
How much more supportive could I
have been? Look where I am.

STUART
I never told you to write phoney
mortgages. I should go.

He stands. Ready to leave.

RACHEL
Wait.
(he stops)
You owe me. I'll give you and
Stacy my blessing if you do this
for me. Please. I'm begging you.

Stuart stares at her. Not sure he should do it.

RACHEL (CONT'D)
I've got three grand. Hid it
before I got busted. Tell you
where it is if I get pregnant.

Stuart immediately walks over to Rodrigo.

STUART
I need to use the bathroom.

INT. SANTA DEL MAR - PRISON CLINIC - DAY (3)

CLOSE ON - Blood squirting out of someone's hand.

REVEAL - Cate tying a tourniquet around Kelly's arm because her hand is bleeding everywhere.

CATE
How'd this happen?

FLASH BACK TO:

INT. SANTA DEL MAR - HALLWAY - DAY (3) - TEN MINUTES EARLIER

Kelly approaches Inmate #1 (the one Kelly took the bet from) who's on a ladder fixing an air conditioning vent as her job.

KELLY
Yo, you still got that shiv you made out of your old toothbrush?

INMATE #1
Don't leave home without it.

Inmate #1 discretely pulls a shiv out of a PVC pipe. Gives it to Kelly.

KELLY
Shank you.

Kelly STABS herself in the hand with it.

BACK TO:

INT. SANTA DEL MAR - PRISON CLINIC - DAY (3)

KELLY
At work. Tree root. I should sue.

Cate has stopped the bleeding in Kelly's hand. Around the room, other INMATES fill the beds -- some sick, most faking.

CATE
You're gonna need stitches. When was your last tetanus shot?

Cate pulls out a needle. Kelly eyes the syringe. Grins.

KELLY
Long time ago.

INT. NEWPORT BEACH BEAUTY SALON - DAY (3)

Brandi's getting foils taken out of her hair by her colorist, JUSTIN. She's going back to blonde.

JUSTIN

This looks so much better. Girl, I was afraid I couldn't save you.

BRANDI

I know. I'm sorry.

JUSTIN

Don't apologize to me. Apologize to your hair.

Brandi smiles.

JUSTIN (CONT'D)

Now can we please stop avoiding the pink ellie in the room? Tell me everything. Who was your girlfriend? What gang did you join? Where's your tattoo? Did you meet Lindsay Lohan?

Brandi notices some NEWPORT BEACH BITCHES staring at her and whispering.

JUSTIN (CONT'D)

Forget those hags. Come on, what was it like?

BRANDI

Girls were nice.

JUSTIN

Uck. That's so snoring. I need something juicier than that.

The Newport Beach Bitches keep staring and whispering.

JUSTIN (CONT'D)

Ignore. Tell me more.

BRANDI

I took a writing class.

JUSTIN

Geezus. What'd you go to camp?

BRANDI

I liked it in there. Felt safe.

More whispering from The Newport Beach Bitches. Justin turns on his blow dryer. Aims it at them.

JUSTIN

Shoo, you buzzards. Fly away.

Brandi looks in the mirrors. All she sees are women who LOOK EXACTLY ALIKE. Fake boobs. Long dyed blonde hair. And Brandi's about to join them. But something hits her...

BRANDI

You know what? Cut it off. Cut off all my hair. I don't wanna look like these bitches any more.

Off Brandi, determined...

INT. SANTA DEL MAR - PRISON CLINIC - DAY (3)

Cate stitches Kelly's hand up.

Kelly keeps her eye on the empty tetanus shot syringe lying on the counter.

KELLY

So, why you working here anyway?

CATE

Where else would I work?

Cate makes some notes in Kelly's file.

KELLY

Fancy hospital or for a plastic surgeon.

CATE

Only job I could get. Economy's bad. When was the last time you were out there?

KELLY

Been a while. But even when I was, never had a real job.

Kelly smiles. As always, it's sexual and menacing.

TROY (O.C.)

Knock knock knock.

They turn. Troy, the buff correctional officer, pops his head in.

TROY (CONT'D)

Wanted to give you a heads up.
Just broke up a fight. Got a
couple of breaks and bruises coming
in.

CATE

Okay, thanks.

TROY

Can I bring you a coffee? Nothing
in it.

CATE

Nah. Had two cups already. Pretty
jacked up. Was supposed to stitch
her foot not her hand.

Troy laughs. Is he smitten? Kelly clocks this.

TROY

Alright. Maybe tomorrow.

Troy knocks twice on the door jam. Exits off.

KELLY

I think it's love.

CATE

Huh?

KELLY

The reason you're working here.
Your love for women. Sisterhood.
Someone's gotta save our souls.

CATE

Absolutely right.

KELLY

Okay, better get back to work
before they think I escaped.

CATE

Take it easy out there.

KELLY

I still have one good hand.

Kelly fist-bumps Cate with that one good hand. We see the
syringe hidden in her fist, poking out a bit. Kelly grins.

END ACT TWO

ACT THREE**EXT. SANTA DEL MAR - PRISON YARD - DAY (3)**

Gwen and Shelley are amidst a bunch of other INMATES digging.

SHELLEY

Have you ever met a celebrity?

GWEN

Bitch, I am a celebrity.

SHELLEY

I mean like Hillary Duff or Ryan Seacrest.

Gwen glares at her.

SHELLEY (CONT'D)

I think prison is gonna give you a lot of street cred.

GWEN

What?

SHELLEY

I'm not one to criticize, but some of your songs are inauthentic.

GWEN

Excuse me?

SHELLEY

You talk about being from the ghetto, but everyone knows you grew up in Seal Beach.

Gwen's stunned to be called out on her shit.

SHELLEY (CONT'D)

Guarantee prison will help your career.

This weirdo, hippie chick kinda makes sense.

CELISA (O.C.)

Delfino, it's your lucky day.

They turn. Celisa, the large, black correctional officer approaches.

CELISA (CONT'D)

Lawyer's here. Over in visiting.

GWEN

About time!

Gwen tosses her shovel. Struts off with Celisa.

ANGLE ON - Shelley. Sad. Gwen didn't even say goodbye.

SHELLEY

Bye. Nice to meet you.

INT. SANTA DEL MAR - PRISON MEN'S BATHROOM - DAY (3)

CLOSE ON - Stuart's face. Scrunched. Eyes shut. Gritted teeth.

REVEAL - He's sitting on the toilet in the bathroom stall. Pants around his ankles. Trying to do his man business with one hand while holding a paper cup with the other.

RODRIGO (O.C.)

Everything okay in there?

Stuart opens his eyes. Through the sliver of the door jam he can see Rodrigo leaning against the sink, waiting for Stuart.

STUART

Yeah. Vending machine food didn't really agree with me.

RODRIGO

More than I needed to know, buddy.

Fuck. Stuart better hurry before Rodrigo busts him. He closes his eyes again. Goes at it really hard. And fast. Contorts his body. Sweat pours down his cheeks. Holds his breath. Bites down on his arm so he doesn't make a noise.

Looks through the door jam again. If he squints really hard and uses his imagination, Rodrigo looks like...

A chick. A REALLY UGLY CHICK, but a chick just the same. And guess what? This does the trick...

ANGLE ON - The outside of Stuart's stall. Under the door his feet writhe and curl up in ecstasy. Mission accomplished.

INT. SANTA DEL MAR - PRISON VISITING ROOM - DAY (3)

Gwen enters. Walks over to her lawyer, WARREN. Doesn't notice an inmate there, MARIE, sweeping up in the corner.

WARREN

There she is.

Warren holds out his arms for a hug. Gwen SMACKS him.

GWEN

Where the hell have you been?

WARREN

Ow!

Gwen and Warren sit at a table.

WARREN (CONT'D)

Clearing up a little Mary Jane misunderstanding in Barbados for Snoop Dog.

GWEN

Has Saint Mack surfaced yet?

WARREN

No. Tried him on his cell. Your house. His mother's. The studio.

Gwen grabs a pencil and pad of paper off the table. WRITES DOWN A NUMBER. Tears off the paper. Gives it to Warren.

GWEN

Call him here. Can I go home now?

WARREN

Your sister won't drop the charges.

GWEN

What's her problem?

WARREN

Might have something to do with you taking her under-aged son to a nightclub and feeding him four hits of ecstasy.

GWEN

How'd she find out?

FLASH BACK TO:

INT. LOS ANGELES NIGHTCLUB - NIGHT (1)

It's the night Gwen got busted. Christopher, the nephew, snaps an iPhone picture of him and Amber sticking out their tongues with ecstasy on them. Then hits, "Send To Twitter."

BACK TO:

INT. SANTA DEL MAR - PRISON VISITING ROOM - DAY (3)

GWEN

Twitter? Is he a dumbass?

WARREN

There's also the matter of slipping the D.E.A. agent a hit of E. And the mega quantity of happy pills you had on your person.

GWEN

They weren't mine. They were Mack's. I was holding his murse.

WARREN

That name needs to go away. And it's not what the agent is saying. Just so I cover my bases, tell me you didn't cook the stuff, too?

GWEN

I can't even make a grilled cheese.

WARREN

There is a bright side to all this.
(off her look, skeptical)
I scheduled your arraignment for the morning. You'll go before the judge. Plead not guilty. He'll release you on bail.

GWEN

I'll be out tomorrow?

WARREN

Bright and early. So, no hitting the clubs tonight. Oh, that's right, you can't.

GWEN

I love you.

Gwen hugs him.

WARREN

More than my first and second wives
can say. Enjoy your last night in
the slammer, my little songbird.

Marie, the inmate who's sweeping, watches them from across
the room.

INT. SANTA DEL MAR - PRISON CLINIC - DAY (3)

A few BANGED UP INMATES (broken nose, split eye, knocked out
tooth) wait while Cate tapes up INMATE #4's ribs.

CATE

Need you to cough at least three
times a day. It's gonna hurt, but
it'll keep your lungs from filling
with fluid and getting pneumonia.
Wanna give it a try now?

Inmate #4 COUGHS. Right in Cate's face. Purposely. Cate
closes her eyes. Sighs. These girls are rough.

MELINDA (O.C.)

Whatcha doing?!

Cate JUMPS. Melinda's hovering over Cate's shoulder.

CATE

Couple of broken ribs.

MELINDA

Was thinking about our conversation
yesterday. Perhaps I was a little
hasty in my decision to ban
conjugal visits. Wondering if you
might come with me when you're
finished? Help clean up this mess.

CATE

Uh. Sure. Okay.

Melinda walks out. Off Cate... confused.

INT. SANTA DEL MAR - PRISON CAFETERIA - DAY (3)

Rachel's in line for food when Kelly presses up behind her.

KELLY (O.C.)

The lengths I'll go to for you.

Kelly slips her arms around Rachel and drops the syringe down in her cleavage. Rachel smiles.

INT. SANTA DEL MAR - PRISON VISITING ROOM - DAY (3)

Visiting hours are over. Room is empty. Except for Marie, who was in here earlier sweeping. She shakes her dustpan into the trash barrel. Makes sure no one is watching. Goes to the table where Gwen and Warren were. Grabs the pad of paper that Gwen wrote Saint Mack's number on.

Rubs a pencil over the paper. Sees the faint hint of his phone number. Smiles. Tears the paper off. Exits.

EXT./INT. BRANDI'S LEXUS - DAY (3)

Brandi, now with a buzz-cut, sits in her car staring at the Newport Beach mansion across the street.

On the seat next to her are AA booklets entitled, "Step Eight Has No Hate," and "Amends starts with Amen."

BRANDI

God grant me the serenity to accept
the things I can not change, the
courage to change the things I can,
and the something something
something something.

Another Lexus pulls into the driveway across the street. MICHELLE, 33, a blonde, plastic, Orange County Gal, gets out.

FLASH BACK TO:

EXT./INT. LIMO - NIGHT - FIFTEEN MONTHS AGO

Brandi, Michelle, and two O.C. GALS are dressed to the nines, drinking champagne in the back of the limo.

MICHELLE

John wanted to go out with his
college buddies on Saturday. So I
pretended to be mad. Knew it would
get me a new pair of Louboutins.

Michelle lifts her legs, showing off the Louboutin shoes.

O.C. GAL #1

I l-o-v-e love gifts of guilt.

The women howl with drunk laughter, except for Brandi.

BRANDI

You guys ever get sick of all this?

O.C. GAL #2

Absolutely. That's why I'll periodically switch from Dom Perignon to Perrier Jouet.

The girls laugh. Toast. Drink.

BRANDI

I mean do you ever feel sad? Like this isn't the life you signed up for.

O.C. GAL #1

What are you talking about? You have a perfect life.

BRANDI

I know. I do. But Maurice just wants me to look good. It's like I have no other purpose.

O.C. GAL #2

It's his money. His rules.

BRANDI

I wanna feel alive. Isn't that what it's all about?

O.C. GAL #1

What can you do?

BRANDI

Maybe go back to school.

The girls crack up laughing.

MICHELLE

No, you guys, come on, I know what she's talking about. All the money. Shopping. Lunches. Salons. It's not really having an impact on society. Or making a difference in someone's life.

BRANDI

Exactly.

MICHELLE

Know what I do to feel alive?

They're all ears.

MICHELLE (CONT'D)
 Pop a Lexapro and buy myself
 something real pretty at Neimans.

The girls laugh. This makes Brandi more sad.

LIMO DRIVER
 Here we are.

The limo pulls up to a restaurant. The girls pile out.

O.C. GAL #1
 I didn't know this dinner was gonna
 be so d & d. Dark and depressing.

Michelle and Brandi stay in the limo for a moment.

MICHELLE
 Hate to break it to you, honey, but
 this is the life you signed up for.
 Maurice married you to look hot,
 keep quiet, and spend his money.
 You have no other purpose. Get
 used to it.

Michelle swigs the last of her champagne. Gets out of the limo. Brandi feels like she's been punched in the gut.

She then notices something on the floor. Picks it up. A credit card. MICHELLE'S CREDIT CARD. Thinks for a moment.

LIMO DRIVER
 Got everything?

The LIMO DRIVER looks at her in the rear-view mirror.

A surge of energy rushes through Brandi. She feels alive.

BRANDI
 Yup. All set. Thanks.

She grins as she puts Michelle's credit card in her purse.

PRE-LAP - A KNOCK on the window...

BACK TO:

EXT./INT. BRANDI'S LEXUS - DAY (3)

KNOCK KNOCK. Brandi snaps out of her thoughts. Turns. Sees Michelle's face in the window. She's knocking on the glass.

Brandi smiles. Opens the car door. Gets out.

BRANDI

Michelle. Hi. Came by to say I'm
sorry for --

POW! Before Brandi can finish, Michelle PUNCHES her in the
face. Brandi falls to the ground.

Michelle marches home. Calls back...

MICHELLE

Your hair looks like ass.

Brandi slowly picks herself off the ground. Wipes the tears
from her face.

END OF ACT THREE

ACT FOUR**INT. SANTA DEL MAR - FOUR PERSON CELL - DAY (3)**

Rachel's hand shakes as she pulls Stuart's "contents" out of the paper cup and into the syringe that Kelly stole for her.

She then tugs at the drawstring on her pants, and just as she's about to pull them down, her cell door whips open. Guess who? Melinda. Rachel JUMPS.

Cate trails behind Melinda.

MELINDA

I'm sorry. Did we disturb you?

RACHEL

No. No. Not at all.

Rachel stealthily puts the syringe in her shirt pocket. Ties the drawstring on her pants.

MELINDA

Wanted to show our esteemed new nursing teammate around the place.

(to Cate)

This is a four person cell.

Cate's not sure why she's here.

CATE

Oh. Very nice.

Rachel tries to hide her fear.

MELINDA

Also came by to apologize to you, Rachel.

Huh?

MELINDA (CONT'D)

I know you were probably upset about the ban on conjugal visits.

Is Rachel supposed to admit that she was?

MELINDA (CONT'D)

Unfortunately, it was a government sanctioned order. Nothing I could do about it. My hands were tied.

RACHEL
Okay.

MELINDA
We're good then?

RACHEL
Sure. Yes.

MELINDA
Come here.

Melinda holds out her arms waiting for a hug.

RACHEL
What?

Is she serious? Melinda's still waiting. Arms outstretched.

Rachel tentatively walks over. Hugs Melinda. It's awkward. Cate's uncomfortable watching. And then...

MELINDA
(in Rachel's ear)
If you ever go behind my back
again, I will destroy you.

Melinda reaches in Rachel's pocket. SQUIRTS out the contents of the syringe. We now see a wet spot on Rachel's shirt.

Rachel GASPS. Cate's shocked. Melinda lets go of her hug.

MELINDA (CONT'D)
I'm so glad that we're good.

As Melinda heads out, she holds up the syringe to Cate.

MELINDA (CONT'D)
First week at the job. Nice.

Drops the syringe at Cate's feet. Leaves. Rachel stares at her wet pocket, devastated. Off Cate, this chick is bat-shit crazy...

INT. SANTA DEL MAR - MULTI-PURPOSE ROOM - LATE AFTERNOON (3)

While INMATES mill around watching *ELLEN* on the wall-mounted TV, play cards, and read, A YOGA INMATE leads a bunch of girls in a yoga class. They're all in downward dog.

YOGA INMATE
Now lift your right leg. Bend your
knee. And flip your dog.

The girls flip their right legs over and are now in a reverse downward dog back-bend.

ANGLE ON - Marie, the inmate who was sweeping up the visiting room earlier. She whispers to Kelly on the next mat.

MARIE

Got what you asked for.

She slips the paper with Saint Mack's number on it - the one she rubbed off the pad - under Kelly's mat.

YOGA INMATE

And come back to downward dog.

The girls do.

YOGA INMATE (CONT'D)

Now lift your left leg. Bend your knee. Flip your dog.

The girls are now in a reverse downward dog back-bend on the other side. Kelly whispers to Marie.

KELLY

Little reward.

Kelly slips a joint under Marie's yoga mat.

INT. LOW-RENT APARTMENT - BEDROOM - NIGHT 7:30 P.M. (3)

Cate finishes tucking Piper into bed. The little girl's eyes are closed.

Cate then heads for the door when her cell VIBRATES. She pulls it out of her pocket. The caller i.d. says, BENNY. Terror comes over Cate's face. She quickly hits, "ignore."

PIPER

Wanna know the quote of the day?

Cate turns. Sees her daughter's wide eyes open.

CATE

Why are you awake?

PIPER

I'm not. This is me talking in my sleep.

Cate smiles. Tries to steady herself from that phone call.

CATE
What's the quote of the day?

PIPER
Don't let the turkeys get you down.

CATE
That's a good quote. Now go to sleep.

Piper closes her eyes.

PIPER
Onomonopia. O-N-O-M-O-N-O-P-I-A.
(playfully mocking her
mother from before)
Geez, second graders are slackers
these days.

Cate kisses Piper's cheek. Loves this kid to bits. Will do anything to protect her. We see fear still on Cate's face.

INT. NEWPORT BEACH GATED COMMUNITY HOME - KITCHEN - NIGHT (3)

CLOSE ON - A black eye.

REVEAL - Brandi, with the black eye from Michelle hitting her, preps dinner with the LATINA NANNY.

Ella does her homework at the kitchen counter.

ELLA
When's Daddy coming home?

BRANDI
Said he'd be here at eight.

Aidan's excited his mom is back. Clings to her.

AIDAN
I love you, Mommy.

ELLA
Aidan, stop, you're being a baby.

Ella pulls her brother off their mother.

BRANDI
Don't be so rough, Ella.

ELLA
Don't tell me what to do. You ruined my life.

LATINA NANNY

Ella!

BRANDI

It's okay. I get that you're upset, sweetie.

ELLA

Everyone at school makes fun of me because you're a convict.

AIDAN

Shut up, Ella!

BRANDI

This is a tough time right now, but I promise things will get better.

ELLA

No they won't!

And with that, Ella picks up a fork and STABS her mother in the shoulder with it.

BRANDI

OOOWWW!

Aidan WAILS hysterically...

AIDAN

MOMMY!

Ella SCREAMS at the top of her lungs...

ELLA

I HATE YOU! I HATE YOU!

And the Latina Nanny is useless...

LATINA NANNY

AY, DIOS MIO! AY, DIOS MIO!

Maurice now comes home from work. Sees his son crying. Daughter screaming. Nanny praying. Wife pulling a fork out of her shoulder. Oh, and she has the buzz-cut hair-do.

MAURICE

What the hell is going on here?
And what happened to your hair?

Aidan runs over to his dad. Hugs his legs.

AIDAN

Ella stabbed Mommy with a fork.

MAURICE
 (to the Latina Nanny)
 Take the kids upstairs.

LATINA NANNY
Vamonos, Ella y Aidan.

The Latina Nanny gathers the kids. Exits upstairs.

MAURICE
 You've been home for twenty-four
 hours and all hell breaks loose?

BRANDI
 I'm sorry. Ella's just having a
 difficult time with all this, Mo.

MAURICE
 Can you blame her? You're not
 exactly the ideal role model.

Brandi glares at him.

MAURICE (CONT'D)
 Why'd you do it? Why'd you steal
 Michelle's credit card and run it
 up? I give you everything.

BRANDI
 I got tired of living in your
 shadow. I was trying to take my
 life back.

MAURICE
 By committing a felony?

BRANDI
 I made a mistake, Mo. How long are
 you gonna hold it against me?

MAURICE
 You unglued this family.

BRANDI
 We can glue it back together, can't
 we?

Maurice stares at his wife. Doesn't answer. Heads upstairs.

Tears run down Brandi's bruised face as she slides down the
 front of the refrigerator. She sits, defeated. Legs splayed
 out on the marble floor. Blood trickles from her shoulder.

END ACT FOUR

ACT FIVE**INT. COURTROOM - MORNING (4)**

Gwen and her lawyer Warren stand before a female JUDGE.

JUDGE

Miss Delfino, you've been charged with two counts of distribution of narcotics to a minor and possession of narcotics with intent to distribute. How do you plead?

GWEN

Not guilty, your honor.

JUDGE

The court enters a plea of not guilty. No bail will be set.

GWEN

What?

JUDGE

See the clerk to schedule a trial date for your client, counselor.

WARREN

Your honor?

JUDGE

Please escort the defendant back to Santa Del Mar.

GWEN

No! I can't go back there.

TWO CORRECTIONAL OFFICERS approach Gwen with handcuffs.

GWEN (CONT'D)

Warren, do something.

WARREN

Your honor, my client doesn't pose a flight risk. Why deny bail?

GWEN

Yeah, what's your problem?

JUDGE

Counselor, I suggest you restrain your client.

WARREN

(to Gwen)

Let me handle this.

GWEN

How does Snoop Dogg get off and I don't?

JUDGE

I'll tell you why I denied bail.
You're a threat to society.

GWEN

Me?!

JUDGE

This is your third offense and you really topped yourself this time.
Giving drugs to minors?

GWEN

But I pleaded not guilty.

JUDGE

My teenage girls listen to your music, Miss Delfino. So do all their friends. If I let you out on bail, they'll think it's cool to go to a nightclub. Take drugs.

GWEN

I promise I'll never do it again.

JUDGE

Being a celebrity comes with great responsibility. A responsibility which you abused. I suggest while you await trial, you reflect on how to use your notoriety more constructively in the future.

(to the officers)

Take her away.

The correctional officers escort a very scared Gwen out.

EXT. SANTA DEL MAR - PRISON CAFETERIA - MORNING (4)

Kelly, Rachel, and Grammy are having a nasty prison breakfast. Rachel's distraught.

RACHEL

I'm gonna die childless and alone.

GRAMMY
That's probably true.

RACHEL
I can feel menopause coming.

KELLY
Please, you've got plenty of time.

RACHEL
Easy for you to say. My ovaries
are sixteen years older than yours.

GRAMMY
That makes mine prehistoric.

RACHEL
Now I'm gonna have to buy some
stupid overseas Asian baby.

KELLY
Will you relax. We're moving on to
Plan B. Meet me in the kitchen
storeroom tonight.

Cate approaches the table.

KELLY (CONT'D)
There she is. Franken-nurse. My
hand is looking good.

Kelly holds up her hand to show Cate her stitches.

CATE
Can I talk to you please?

KELLY
Sure.

Kelly gets up. Follows Cate to a quieter place.

KELLY (CONT'D)
What's up?

CATE
You stole that syringe.

KELLY
What syringe?

Cate gives her a look. Don't play dumb with me.

KELLY (CONT'D)
Lot of scammers in this place.

CATE

You were the only one in my office yesterday who needed a shot.

KELLY

Guess it was me, then.

CATE

Warden thinks I gave it to Rachel.

KELLY

Did she spank you?

CATE

I could get fired.

KELLY

No, you won't. Think anyone else wants this job?

CATE

I'm gonna have to report it.

KELLY

Or you can let the warden keep thinking it was you.

CATE

What?

KELLY

Then I owe you a favor one day. Anything you want. Take your time. Don't have to decide now. Believe me, there's something you'll need.

Kelly grins.

KELLY (CONT'D)

Thing is about this place, no matter what side of the bars you're on, we're all in prison. Line gets pretty gray in here.

Kelly walks back to her table. Off Cate... what has she gotten herself into?

EXT./INT. BRANDI'S LEXUS - DAY (4)

Brandi's with Ella, Aidan, and the Latina Nanny. Brandi has the buzz-cut, black eye, and a bandage on her shoulder.

Shopping bags from The American Girl store and from a party store are piled up in the backseat with the kids.

Brandi pulls into the bank parking lot.

ELLA

We still need to go to Best Buy and get iPod Nanos to put in the gift bags.

BRANDI

Sweetie, we already got everyone American Girl Dolls.

ELLA

Janey and Molly gave American Dolls and Nanos as their party favors.

BRANDI

Then everybody already has one.

ELLA

People will think my party's lame.

BRANDI

It's your birthday, Ella. They should bring you gifts.

ELLA

Please don't embarrass me anymore.

LATINA NANNY

You want me buy *los Nanos*?

BRANDI

No, I don't want you to buy *los Nanos*. We don't have to do what everyone else does.

ELLA

I'll use my own money.

BRANDI

Ella, let's think of something original we can get the girls.

ELLA

I don't wanna think of something original. I wanna buy iPod Nanos. Why can't you just be like the other mothers?

BRANDI
Because I'm sick of being like the
other mothers!

Brandi breaks down sobbing.

BRANDI (CONT'D)
I've been like the other mothers my
whole life!

Brandi bangs her head against the seat headrest.

BRANDI (CONT'D)
Why doesn't anyone understand me?

She digs her nails into her skull.

BRANDI (CONT'D)
I can't take it anymore!

Brandi lets out a SCREAM. Years of repressed feelings.

AIDAN
Momma? You have boogers coming out
of your nose.

Brandi looks in the rear-view mirror. Sees her kids staring
at her. Crying. Paralyzed with fear.

She realizes that she's doing more damage than good to her
kids. A strange calm comes over her.

BRANDI
Everything's gonna be okay, you
guys. I love you very much.

Brandi wipes her nose. Dries her tears.

BRANDI (CONT'D)
I'm just gonna run into the bank,
then we'll go get FroYo.

Brandi gets out of the car, leaving her kids with the Latina
Nanny. She walks through the parking lot toward the bank.

EXT. SANTA DEL MAR - PRISON YARD - DAY (4)

A bunch of INMATES are out in the yard landscaping when
Rachel notices someone coming toward them.

She elbows Kelly. The bright sun beams down behind this
person, so it's hard to see who it is.

Kelly shields her eyes. She can now see... it's Gwen.

RACHEL
Thought she was getting out on bail
today?

KELLY
So did she.

Shelley races over to Gwen.

SHELLEY
You're back!

EXT./INT. BRANDI'S LEXUS - DAY (4)

Ella, Aidan, and the Latina Nanny wait for Brandi to come back. Aidan plays a game on his iTouch. Ella texts.

Slowly, the Nanny notices something going on in the bank. She stares through the car windshield.

HER POV - Brandi stands in front of a BANK TELLER who's clearly scared. Passes Brandi large bundles of hundred dollar bills.

ELLA
Mom...?

Now Ella has noticed. And then Aidan. They watch through the windshield as Brandi shoves the money in her large Hermes Birkin bag. Heads for the glass doors.

POLICE SIRENS can be heard in the distance.

Brandi steps outside with her bag of stolen money. Stops. Waits. Nods sadly at her dumbfounded family in the car.

Four police cars ROAR IN. Surround her. COPS exit the cars. Guns drawn, yelling commands. Brandi drops her bag. Raises her hands in the air.

A smile creeps onto Brandi's face as the cops approach, guns still drawn.

END ACT FIVE

ACT SIX

INT. SANTA DEL MAR - PRISON KITCHEN STORE ROOM - NIGHT (4)

Rachel walks through a maze of shelves filled with industrial sized bags and boxes of rice, oatmeal, instant potatoes.

RACHEL
Hello? Anyone here?

As she gets deeper in, she hears MOANS and HEAVY BREATHING.

RACHEL (CONT'D)
Kell?

Rachel turns a corner and sees Kelly straddling Rodrigo. She's having sex with him on top of a giant bag of flour.

RACHEL (CONT'D)
Oh, God, I'm so sorry.

Rachel blocks her eyes and turns around. Starts to leave.

KELLY
Wait. Come back here.

Rachel stops. Tentatively turns back.

KELLY (CONT'D)
Warmed him up for you.

RACHEL
What?

Kelly gets off of Rodrigo. Pulls up her pants.

KELLY
Your turn.

RACHEL
This is Plan B?

KELLY
Yup.
(to Rodrigo)
Phone, please?

Rodrigo throws a cell phone to Kelly. She exits with it.

KELLY (CONT'D)
Have fun, kids.

Off Rachel... is she serious? Rodrigo grins at her.

RODRIGO

Next.

INT. SANTA DEL MAR - HALLWAY - NIGHT (4)

As Kelly walks down the hallway, she hears noise in the prison rec room. She opens the door. Enters...

INT. SANTA DEL MAR - PRISON REC ROOM - NIGHT (4)

INMATES finish setting up for a concert. Drum machine. Lights. A mike, which Shelley steps up to...

SHELLEY

Is it on? Oh. Hi. Okay. So after much prodding, we have a very special performance for you tonight. Put your hands together for my prison best friend...

Gwen is off to the side. Rolls her eyes when she hears this.

SHELLEY (CONT'D)

...Gwen Delfino.

Gwen steps on stage. The AUDIENCE claps. Excited.

GWEN

Bitch, how many times do I have to tell you, we're not best friends.

Audience laughs. A beat now comes out of the drum machine. Gwen sings...

GWEN (CONT'D)

The way you talk to me, and your walk gets to me, you know how I like it boy, ghetto...

She holds the mike out to The Cheering Audience...

AUDIENCE

So ghetto.

Shelley gives her a look - you're not from the ghetto!

GWEN

That's how my baby rolls, and that's how we really know, that's ghetto. So ghetto.

Kelly exits.

INT. SANTA DEL MAR - WARDEN'S OFFICE - NIGHT (4)

Melinda sits behind her desk. Looks out the window. Drinks scotch. Hums to Mozart's *Overture To Marriage of Figaro*.

KELLY (O.C.)

Mozart and scotch. Must've been a good week.

Melinda turns around. Kelly puts a wad of cash on her desk.

KELLY (CONT'D)

You won the pool. She's back. Two days.

SMASH CUT TO:

EXT./INT. PRISON BUS - NIGHT (4)

Brandi sits among a handful of NEW INMATES.

The bus pulls in front of Santa Del Mar Women's Federal Correctional Institute. A massive gate shuts behind it.

A look of peace washes over Brandi's face.

BACK TO:

INT. SANTA DEL MAR - WARDEN'S OFFICE - NIGHT (4)

Melinda's pleased with herself.

MELINDA

This calls for a celebration.

Kelly reaches in her bra. Hands Melinda a small bag of dope.

MELINDA (CONT'D)

Will you join me?

KELLY

Rain check. Got a thing.

Kelly plants a kiss on Melinda. Then exits. Melinda sighs.

INT. SANTA DEL MAR - HALLWAY/FOUR PERSON CELL - NIGHT (4)

After the concert, Gwen walks down the hall with Grammy.

GRAMMY
Can't believe you get paid to sing
that crap.

They enter their cell and hear...

KELLY (O.C.)
Oh, God, you make me so hot.

Kelly's under the covers. A cell phone light shines through.

GWEN
What's she doing?

KELLY (O.C.)
I want you to lick me all over.

GRAMMY
Turning me on that's for sure.

Kelly pops out. She's on the phone that Rodrigo gave her.

KELLY
You guys, little privacy, please.

Kelly goes back under the covers.

GWEN
She has a phone?

KELLY (O.C.)
Sorry where were we, Mack?

GWEN
Mack?

Gwen rips the covers off Kelly who has her hand in her pants.

GWEN (CONT'D)
You're having phone sex with my
boyfriend?

Kelly grins.

GWEN (CONT'D)
What the hell?! Give me the phone!

Gwen reaches for the phone. As she does, Kelly grabs Gwen, pulls her onto the bed, and sits on her, pinning her down.

KELLY
Told you I could find him for you.
Oh, but that's right, you didn't
want my help.

Kelly taunts Gwen with the phone, almost gives it to her, then drops the phone into the toilet.

KELLY (CONT'D)

Ooops.

GWEN

Aaahhh, you're a bitch.

Gwen flails about, trying to break free of Kelly who laughs maniacally. Grammy crawls into bed. Reads her book.

INT. SANTA DEL MAR - WARDEN'S OFFICE - NIGHT (4)

As Melinda continues to hum to Mozart, she opens the little bag of dope that Kelly gave her. Puts her finger in it. Scoops out a fingernail full. Snorts it.

Turns back to look out the window. We see her reflection. Fear now comes over her face. She clutches her throat.

Turns back around in her chair. Her eyelids are swelling. She can't breathe. It's an allergic reaction.

And with that, Melinda falls out of her chair and to the ground, struggling for breath. Mozart plays on.

INT. CATE'S MOM'S APARTMENT - KITCHEN - NIGHT (4)

Cate's Mom is posing for pictures that Piper takes of her.

CATE'S MOM

Think I need more cleavage?

Cate's Mom tugs on her shirt.

PIPER

Don't wanna give the wrong signal.

CATE'S MOM

Yeah, actually I do.

CATE (O.C.)

Hello? Piper? Mom?

PIPER

In here.

CATE'S MOM

Oh, shoot.

Cate's Mom quickly fixes her shirt. Wipes off her lipstick.

CATE'S MOM (CONT'D)
Hide the camera. Get out your
history book.

CATE (O.C.)
It's fine. I see you guys.

They turn. Cate is standing in the doorway.

PIPER
Hi, Mom.

CATE'S MOM
I swear she finished her homework
hours ago. Knows all the
Presidents.

PIPER
It's true.
(fast and confident)
WashingtonAdamsJeffersonMadisonMonr
oeAdams --

Cate's phone now VIBRATES. She looks at it. Same person who
called earlier, Benny. Cate hits, "ignore" once again.

CATE
That's great, baby. Mom, can you
watch her for a few more minutes?

EXT. SKANKY APARTMENT BUILDING - NIGHT (4)

Cate drives up to a crappy apartment building covered in
graffiti and under the freeway.

A guy in a hoodie, BENNY, late 20's, sits on the stoop,
drinking a forty ounce bottle of beer and smoking a joint.
He's pretty hammered.

Cate gets out of her car. Approaches him.

BENNY
Whatcha got for me?

Cate scans the area. Busy, but no one of authority around.

CATE
Oxy.

She tosses him a bottle of pills.

CATE (CONT'D)
And don't call me again.

Cate heads back to her car as Benny opens the bottle. Not happy with what he sees.

BENNY

Eight?

He swallows all of them, swigging from the forty ounce.

CATE

That's all I could get.

Benny leaps off the stoop. Rushes over to Cate.

BENNY

I need more.

CATE

You need to get into a program,
Benny.

BENNY

So judgey. When did you buy that
glass house?

Cate reaches for the car door handle. Benny slams his hand on the window, stopping her from opening the door.

BENNY (CONT'D)

I may just have to make a phone
call, Cate. Tell them a few things
over at your new job.

Cate freezes.

BENNY (CONT'D)

That's where you got these from,
isn't it? Your new job? At Santa
Del Mar?

She stares at him.

BENNY (CONT'D)

Good news travels fast. How the
hell did they hire you? Must not
have done a very extensive
background check.

CATE

I can't get anymore pills, Benny.
It was hard enough to get those.

He gets in her face.

BENNY

I'm sure you can figure it out.
That's what you've always been so
good at. Finding creative places
to hide things.

He rubs his hand along her ass as he says this.

BENNY (CONT'D)

Maybe you'll even wanna kick back
with me one night for old time
sakes.

Cate is paralyzed.

BENNY (CONT'D)

Piper miss me?

CATE

No.

BENNY

Tell her that Daddy says, hi. And
stop by next week with some more.
Unless you want me to tell her in
person?

Benny throws his empty forty ounce bottle. The glass
shatters everywhere. He heads back up to his apartment.

Off Cate...

THE END