

FOR YOUR CONSIDERATION 2009

A SINGLE MAN

BEST ADAPTED SCREENPLAY

SCREENPLAY BY
TOM FORD and DAVID SCEARCE

"A Single Man"

Screenplay

by

Tom Ford and David Scarce

Based on the novel by Christopher Isherwood

BLACK SCREEN:

EXT. UNDERWATER

Our black screen slowly fades to a murky blue-grey as it becomes apparent that we are underwater. From the top of our screen drifts the nude body of a man, arms outstretched, sinking slowly. He moves his legs in a slight struggle as he is pulled deeper and deeper into the water. His hand lashes out in a final sudden movement as his body becomes still.

We are now close in on the man's face to reveal GEORGE, 52, as he begins to toss and turn violently in the water searching for air.

A title appears over our image in simple bold type:

FRIDAY, NOVEMBER 30, 1962.

CUT TO:

EXT. SNOW COVERED ROAD. DUSK

George is walking in the snow. He is on a quiet stretch of road and the snow is falling gently. All is silent. Ahead of George and in our line of sight is a crushed car that has flipped over on it's top. There is broken glass everywhere and the skid marks of the car are visible on the icy road. The taillights are still on and there is steam coming from the hood. A body is hanging out of a smashed window on the driver's side of the car.

CUT TO:

EXT. UNDERWATER.

George continues to toss and turn underwater even more violently as he struggles to find air.

CUT TO:

EXT. SNOWY ROAD. DUSK

Arriving at the wreck, George looks at the bloody face of the dead driver - it is a handsome man in his mid thirties, JIM. There is a lifeless and bloody black and white dog on the dashboard against the broken windshield.

George slowly lies down in the snow next to Jim. He stares at Jim's bloody face and then leans over and kisses Jim on the mouth. George pulls back.

Jim's open eyes and blood covered face fill our screen as we push in tighter. His eyes have a cold gelatinous feel about them. We continue to push in until his eyes fill our screen.

There is a faint, repetitive banging sound, like a drum beat, in the background that becomes increasingly louder.

CUT TO:

INT. GEORGE'S HOUSE - BEDROOM. MORNING 1962

George bolts up in a panic. He can't breathe. He is sweating.

The drumbeat sound is loud and constant. In the distance we hear a female voice.

MRS. STRUNK (O.S.)
Jennifer stop it! Stop that banging
now!

The banging sound stops.

We hear the white noise hum of waves crashing in the distance and the faint sound of seagulls.

George's face fills our screen as he recovers from the dream.

GEORGE V.O.
Waking up begins with saying am and
now.

We gradually pull back from above to reveal a full length George. He does not look his age - a slim, tan, Englishman who has clearly taken care of himself. He has a full head of salt and pepper hair. He is handsome.

QUICK CUTS OF A COMPLETELY STILL GEORGE FROM ALL SIDES AND ANGLES.

He is nude, lying on a bed, partially covered in wrinkled

white cotton sheets. There is a large black stain and an ink pen on the sheets next to him.

FROM THE CEILING WE PUSH IN SLOWLY UNTIL WE ARE JUST OVER GEORGE. WE SETTLE IN ON HIS FACE. WE ARE INTIMATE WITH HIM AND CAN HEAR HIM BREATHING SOFTLY.

A twitch of his left hand. A worn gold signet ring on the little finger.

George reaches over to the other side of the bed as if searching for someone. There is an open fountain pen on this side of the bed with a small stack of stationery. The ink pen has left an enormous black stain on the sheets. Some of the ink comes off on his fingers.

He gains his bearings and catches his breath. He lifts his fingers to his lips. The ink leaves a slight mark on his mouth. He lies still for a moment.

CUT TO:

FLASHBACK OF GEORGE KISSING JIM IN THE SNOW

CUT TO:

INT: GEORGE'S HOUSE - BEDROOM. MORNING 1962 -- CONTINUOUS

GEORGE V.O.

For the past eight months waking up
has actually hurt. The cold
realization that I am still here
slowly sets in.

George, with bed hair, still sweating, untangles himself from the sheets and sits up. He holds onto his head as if in pain.

A pile of clothes is in the chair next to the bed. Books and magazines are loosely stacked next to the end table. There is an empty scotch bottle on the floor. The room is dark and in disarray.

On the floor on George's side of the bed are about 10 carefully addressed envelopes and letters laid out in a grid.

George looks at the alarm clock. It has stopped at 4:57. He looks at his wrist watch on the bedside table. 7:22.

George sighs and bangs the alarm clock a few times on the table top, winds it and resets it. The second hand is now ticking loudly.

GEORGE V.O. (CONT'D)

I was never terribly fond of waking up.

He rises, navigates the grid of letters, and walks to the bathroom.

INT. GEORGE'S HOUSE - BATHROOM. MORNING -- CONTINUOUS

A SERIES OF SHOTS:

Relieving himself at the toilet.

Standing in the shower letting the hot water wash over him.

GEORGE V.O.

I was never one to jump out of bed and greet the day with a smile like Jim was.

Shaving.

GEORGE V.O. (CONT'D)

I used to want to punch him sometimes in the morning he was so happy.

Taking a handful of aspirin

GEORGE V.O. (CONT'D)

I always used to tell him that only fools greet the day with a smile, that only fools could possibly escape the simple truth that now isn't simply now: it's a cold reminder. One day later than yesterday, one year later than last year and that sooner or later it will come.

Scrubbing his fingernails briskly with a brush.

GEORGE V.O. (CONT'D)

He used to laugh at me and then
give me a kiss on the cheek.

INT. GEORGE'S HOUSE - BEDROOM. MORNING -- MINUTES LATER

Opening an extremely organized drawer and taking out a pair
of perfectly folded black socks.

GEORGE V.O.

It takes time in the morning for me
to become George, time to adjust to
what is expected of George and how
he is to behave.

Opening another equally organized drawer and pulling out an
immaculately pressed and folded white shirt.

GEORGE V.O. (CONT'D)

By the time I have dressed and put
the final layer of polish on the
now slightly stiff but quite
perfect George I know fully what
part I'm supposed to play.

George runs a brush over his shoes.

He dabs the back of his neck with cologne.

END SERIES OF SHOTS.

Standing at his dresser, George adjusts his tie and looks
at himself intently in the mirror as our camera glides up
George's body to his face to reveal the now fully realized
public face of George.

GEORGE V.O. (CONT'D)

Looking in the mirror staring back
at me isn't so much a face as the
expression of a predicament.

GEORGE

(whispering aloud to himself)
Just get through the goddamn day.

GEORGE V.O.

A bit melodramatic I guess.

INT. GEORGE'S HOUSE - HALLWAY. MORNING -- CONTINUOUS

George walks down the hallway. As he approaches the living room he glances out the window and sees JIM.

GEORGE V.O.

But then again my heart has been broken.

JIM, 34, handsome and well built in a classical American way is waxing a surfboard on a pair of saw horses. Two more surfboards lie on the bright green lawn behind him. A black and white, smooth fox terrier, like the dead dog in the car, lies in the sun on his side next to Jim. Another smaller, but identical dog is biting at the collar of the first dog. Jim is disciplining the smaller dog.

GEORGE V.O. (CONT'D)

I feel as if I am sinking,
drowning, can't breathe.

George stares back at Jim but his expression is suddenly changed by a sharp pain that grips his chest.

He holds onto the louvered rail that separates the hall from the living room to avoid falling over. He stands still and takes a deep breath.

When the pain passes, he looks back out of the window. No surfboards. No Jim. No dogs. Just a brown over-grown lawn.

George closes his eyes, and takes a deep breath.

He makes his way down the hallway and into the kitchen.

INT. GEORGE'S HOUSE - KITCHEN. MORNING -- CONTINUOUS

George plugs in the toaster and opens the bread box. No bread. He opens the refrigerator. No bread. He opens the freezer to find a loaf of white bread frozen solid. He drops the bread on the counter with a thud. Irritated he bangs the bread several times on the kitchen counter. He abandons the loaf of bread and begins making himself a pot of coffee.

INT. GEORGE'S HOUSE - DINING AREA. MORNING -- MINUTES LATER

George is seated at the table having his morning coffee as the phone rings. George looks at his watch. 7:40. He looks back at the ringing phone and decides not to answer it.

FLASHBACK - INT. GEORGE'S HOUSE - LIVING ROOM. DAY (1948)

George and Jim are standing in the completely new and absolutely empty house for the first time. It is stunning. The starkness of it then is a total contrast to the house of today. This is the house before it had a life.

GEORGE

Aren't you going to say something?

JIM

Are you kidding? It's spectacular.

George is quietly staring at Jim with a faint smile on his face. Jim smiles when he realizes this, then slips up close to George and moves toward him for a kiss.

GEORGE

What are you doing?

George pushes him away. Nervously looking out of the large plate glass window.

GEORGE (CONT'D)

Jim, stop it. I don't think you're quite ready for life in a glass house.

JIM

Drapes, old man.

Jim moves in for a kiss only to be held back by George.

JIM (CONT'D)

You're the one who's always saying that we're invisible.

GEORGE

That's not exactly what I meant.

George gives in and the two men begin to kiss.

END FLASHBACK

WE PULL BACK to reveal George alone in the house, across the dining area and living room and out the pivoting glass doors and across the dead lawn. George's house is modest in size, yet has dynamic lines. It is an example of very bold architecture, circa 1948, that has become somewhat ramshackle over time. We take in the full view of George in his world as the phone continues to ring.

SERIES OF SHOTS:

George's empty bedroom as the phone continues to ring.

Surfboards leaning against a wall in the garage.

Books and architectural models on the living room shelves next to a drafting table.

END SERIES OF SHOTS.

We cut back to George staring into space for several beats as the phone continues to ring.

GEORGE V.O.

For the first time in my life I
can't see my future. Every day goes
by in a haze, but today I have
decided will be different.

INT. GEORGE'S HOUSE - BEDROOM. MORNING -- MINUTES LATER

As George stands in front of his book case, the phone starts to ring again. George looks across the room at the phone which sits on a small table next to an upholstered club chair.

GEORGE V.O.

Finally. You know it has been
raining here all day and I've been
trapped in this house waiting for
you to call.

CUT TO:

FLASHBACK - INT. GEORGE'S HOUSE - BEDROOM. EVENING (1961)

George is sitting in the upholstered club chair reading. He is wearing glasses. He does not recognize the voice on the other end of the phone.

HAROLD (O.S.)
I'm sorry. I must have the wrong number. I'm calling for Mr. George Falconer...

There is a short uncomfortable silence.

GEORGE
I'm sorry, I was expecting someone else. Yes sir, you have indeed called the correct number. How may I help you?

HAROLD (O.S.)
This is Harold Ackerley. I'm Jim's cousin.

GEORGE
Oh yes, of course. Good evening, Mr. Ackerley.

HAROLD (O.S.)
I'm afraid I'm calling with some bad news.

GEORGE
Oh?

HAROLD (O.S.)
There's been a car accident.

GEORGE
Accident?

HAROLD (O.S.)
There has been a lot of snow here lately and the roads have been icy. On his way into town, Jim lost control of his car.

HAROLD (O.S.) (CONT'D)
It was instantaneous apparently.

GEORGE
Oh.

HAROLD (O.S.)
It happened late yesterday, but his
parents didn't want to call you.

GEORGE
I see.

HAROLD (O.S.)
In fact, they don't know I'm
calling you now, but I thought that
you should know.

GEORGE
Thank you.

HAROLD (O.S.)
I know this must be quite a shock.
It was for all of us.

George continues in his robotic state.

GEORGE
Yes, indeed.

GEORGE (CONT'D)
Will there be a service?

HAROLD (O.S.)
The day after tomorrow.

GEORGE
Well I suppose I should get off the
phone and book a plane flight.

HAROLD (O.S.)
The service is just for family.

GEORGE
For family. Of course. Well thank
you for calling. (Beat) Oh, Mr.
Ackerly?

HAROLD (O.S.)

Yes.

GEORGE

May I ask what happened to the dogs?

HAROLD (O.S.)

Dogs? There was a dog with him but he died. Was there another one?

GEORGE

Yes. A small female.

HAROLD (O.S.)

Well, I don't know to tell you the truth. I haven't heard anyone mention another dog.

GEORGE

Well, thank you for calling, Mr. Ackerly.

HAROLD (O.S.)

Goodbye Mr. Falconer.

George replaces the receiver. As he does, it misses the cradle and falls to the floor, the dial tone continues to hum.

He sits looking blankly ahead in total disbelief. He doesn't know what to do. He slides down in the chair and begins to cry silently as the reality of what has happened sets in. He suddenly jumps up, runs out of the room, down the hall, and to the front door.

FLASHBACK - EXT. GEORGE'S HOUSE - CAMPHOR TREE LANE.
EVENING (1961) -- CONTINUOUS

George throws the front door open and dashes out of his house, into the rain, down his driveway and up the road.

FLASHBACK - EXT. STAIRS TO SOLEDAD WAY. EVENING (1961)
CONTINUOUS

George turns onto a pathway with a steep flight of wooden stairs.

The rain is torrential. George slips on the wet wooden steps as he climbs to the top of the stair case and runs out onto Soledad Way.

FLASHBACK - EXT. CHARLEY'S DRIVEWAY. EVENING (1961)
CONTINUOUS

George runs up the driveway towards Charley's house. As he reaches the front door he rings the doorbell several times and begins pounding on the door.

A startled blonde woman opens the door. CHARLOTTE aka CHARLEY, 47, is a British friend of George's.

George throws himself at her as she embraces him and he sobs uncontrollably.

END FLASHBACK

INT. GEORGE'S HOUSE - BEDROOM. MORNING -- 1962.

The phone rings once more and then stops. George looks back to the bookcase.

He grabs a Huxley novel and retreats to the bathroom.

INT. GEORGE'S HOUSE - BATHROOM. MORNING -- CONTINUOUS

Sitting on the toilet, George reads.

There is a constant banging from outside. This is the same banging we heard earlier. George attempts to ignore the irritating sound but finds it impossible to concentrate and slams his book shut. He looks across the street. The window is positioned so that when on the toilet George can see out, but only his head can be seen from outside.

EXT. THE STRUNK HOUSE. MORNING -- CONTINUOUS

WE SEE THE STRUNK FAMILY BUT DO NOT HEAR WHAT THEY ARE SAYING.

The Strunk house is a pristine, absolutely new ranch house

with a manicured lawn that reeks of the traditional American dream circa 1962.

JENNIFER STRUNK, 8, a blonde, very American little girl, hammer in hand, pulverizes an old bathroom scale that she's pulled out of one of the shiny new trash cans. She tightly clutches a white Persian kitten with a pink ribbon. Jennifer is wearing a gingham dress and she chants an annoying advertising jingle over and over in monotone as she pounds away at the scale with the hammer.

MRS. STRUNK, 32, appears in the doorway. She is the archetype of the young attractive suburban wife and mother.

She is usually calm and poised but today she is clearly exasperated and yells from the front door at her daughter to put the scale back in the trash can.

Jennifer ignores her mother and continues pounding away with increasing violence.

Meanwhile, Jennifer's oldest brother TOM, 9, is combing over their lawn with a metal detector, as a younger brother CHRISTOPHER, 5, digs ferociously at the lawn with a small garden shovel. The metal detector suddenly shrieks, having located something.

Jennifer drops her cat, runs to her brothers and joins in the digging.

The lawn is littered with newly excavated holes and the flower beds also seem to be in a freshly unearthed state as if a dog has been digging in them. Simply put, the normally perfect front yard is an absolute disaster area.

The three children start screaming loudly to their mother.

Mrs. Strunk rushes over to the hole to see. As the metal detector shrieks again, the children scream and even Mrs. Strunk squeals with delight and gets down on her knees to dig.

CLOSE UP SHOTS FROM DIFFERENT ANGLES OF THE CHILDREN DIGGING FEROCIOUSLY FOR THE MONEY.

WE CUT BACK TO GEORGE, AS HE WATCHES THE STRUNK FAMILY.

MR. STRUNK, 35, a well dressed young executive with briefcase in hand, comes out of the house shouting at his family.

His wife rushes over to him but cannot pacify him as Mr. Strunk surveys the destroyed lawn and flower beds.

SHOT FROM A LOW VANTAGE POINT WITH CHRISTOPHER IN THE FOREGROUND CATCHING A BUTTERFLY ON A FLOWER.

The Strunks continue to argue as Mr. Strunk brushes off his wife's attempts at affection.

BACK ON THE LOW SHOT OF CHRISTOPHER NOW HOLDING THE REMNANTS OF THE BUTTERFLY IN HIS HAND.

Mrs. Strunk leans forward and kisses her husband on the cheek as he walks towards his car.

Mrs. Strunk heads over to the battered scale and throws it in the trash can.

As she does, she looks across the street at George's window to catch him staring back at her. She begins to wave.

INT. GEORGE'S HOUSE - BATHROOM. MORNING -- CONTINUOUS

Embarrassed, George ducks forward to hide from view. As he does, the phone starts ringing again.

He sits still for a moment. He sighs. Finally realizing that the phone will not stop ringing, he gets up. His pants are still around his ankles as he shuffles out into the bedroom to answer the phone.

INT. GEORGE'S HOUSE - BEDROOM. MORNING -- CONTINUOUS

GEORGE
Hello Charley.

BRITISH WOMAN (O.S.)
How did you know it was me?

INT. CHARLEY'S HOUSE - BEDROOM. MORNING -- CONTINUOUS

We cut to a shot of CHARLEY 48 in her bed smoking a cigarette. Her bedside table is cluttered with pill bottles and what is left of a cocktail. Her ashtray is filled with cigarette butts and magazines are strewn around her in the bed. Strawberry blonde and fair, Charley was clearly once a great beauty but is now a lonely and manic alcoholic. Charley is at the age where beauty hangs by a thread. On a good day she can still manage a striking appearance yet good days are few and far between. Today is not a good day.

GEORGE (O.S.)

Charlotte, no one else ever calls me before 8:00 in the morning.

CHARLEY

I didn't call too early, did I? You sound grumpy.

GEORGE (O.S.)

No. I just have a headache. I was going to call you actually. Is it too late to change my mind about tonight?

CHARLEY

Of course not! I haven't seen you all week. I'm dying for a dose of you.

GEORGE (O.S.)

I know. I'm sorry. So, great. I'll see you tonight. I need to run though. I'm late for work. I'll call you later from school.

CHARLEY

I'll see you tonight.

GEORGE (O.S.)

Good-bye kiddo.

CHARLEY

Bye, old man.

We linger on Charley as she hangs up the phone. We see the joy in her face. She has a reason to live. She takes a long

deep drag of her cigarette, then stubs it out and throws herself back against her bed pillows.

INT. GEORGE'S HOUSE - BEDROOM. MORNING -- MINUTES LATER.

George, now fully dressed with his jacket and eyeglasses on, goes to his desk and unlocks a drawer. He carefully lifts out an object and places it on his desk. We see clearly that the object is a gun. He picks it up, flicks open the revolver and turns it up in the air to empty the bullets. There are no bullets. George sighs, clicks the gun closed, and places it in his briefcase. He then shoves a stack of papers into the briefcase along with the Huxley book and heads out the door to the hall.

INT. GEORGE'S HOUSE - LIVING ROOM. MORNING -- CONTINUOUS

George is coming down the hall. As he rushes toward the front door, he practically knocks over his cleaning woman ALVA, arriving with a bag of groceries and the newspaper under her arm. Alva is a kind, Hispanic woman in her mid 40's.

ALVA

Good morning Mr. George.

Alva places the bag of groceries on the dining table.

ALVA (CONT'D)

Sir, you don't look so good. Did you not sleep again?

GEORGE

Good morning Alva. No, I didn't sleep well. You forgot to take the bread out of the freezer.

ALVA

It stays fresh that way.

GEORGE

It was a little too fresh this morning. There are some papers laid out on my desk that need to stay

(MORE)

GEORGE (CONT'D)
there so please don't move them.
And my pen leaked all over the bed.
I'm sorry about the sheets.

ALVA
It's OK sir.

GEORGE
Alva?

ALVA
Yes sir?

GEORGE
Thank you. You're wonderful.

Georges crosses to the table and kisses Alva on the cheek. She is stunned. George turns and leaves the house as Alva stares after him as though he is from Mars.

EXT. GEORGE'S HOUSE. MORNING -- MINUTES LATER

George backs his car down his driveway and into the street.

The clock on the dash reads 8:04.

Our camera speed slows as we see Jennifer tap dancing in the driveway. Jennifer looks at George in a slightly provocative manner and tugs on her dress as he drives past.

Christopher aims a toy machine gun directly at George's car and fires to squeals of laughter.

George stares Christopher directly in the eye and holds up his hand in a mock gun fashion and mouths "Bang, bang" to the boy, stopping Christopher dead in his tracks.

George waves at Mrs. Strunk still on her lawn watching the children play as Tom walks towards the street with an arm full of school books.

She waves back - a warm smile - as George eases his car past the Strunk house.

EXT. SAN TOMAS COLLEGE - PARKING LOT. DAY -- LATER

George pulls into the faculty parking lot of the school. His radio is on as he waits for three female students to pass in front of his car.

RADIO ANNOUNCER (O.S.)

Premier Nikita Krushchev said today that the Soviet Union's policy of peaceful coexistence averted a nuclear war over Cuba. Krushchev declared that the missiles in Cuba were ready for launching but not used, sparing the world from a nuclear holocaust...

He pulls into a parking space and turns off the car. George closes his eyes and breathes deeply several times. He looks at himself in the rear view mirror, smooths his hair with his hand and straightens his tie. He grabs his briefcase, and gets out of his car.

George makes his way through a sea of students and faculty, like a salmon swimming upstream.

We cut to George continuing his walk as a lawn filled with students stretches out in front of him.

George notices a young couple lying together on the grass.

KENNY, 20, is a 3rd year student. He has dark brown hair, pale skin and piercing blue eyes. Kenny is not classically handsome, yet is attractive in a somewhat gangly way. LOIS, 20, is a stunning and very stylish blonde girl with a bored, beatnik feel to her manner.

Catching a glimpse of George, Kenny's eyes light up. We hang on this for a moment as Kenny's hand shoots up in an enthusiastic wave. Turning to see George, Lois offers nothing but a nod and an exhale of cigarette smoke. George waves back tentatively.

George's eyes linger on Kenny who is staring at him intently.

Kenny stares after George while Lois reclines and continues

to smoke.

Reaching the Arts Building, George heads inside.

INT. SAN TOMAS COLLEGE - OFFICE OF THE ENGLISH DEPARTMENT -
DAY -- MOMENTS LATER

George walks past two secretaries. One is quite a beautiful blonde in her early twenties.

BLONDE SECRETARY

Good morning professor.

GEORGE

Good morning.

BLONDE SECRETARY

Oh, professor Falconer?

GEORGE

Yes.

BLONDE SECRETARY

There was a student here this morning asking for your address.

GEORGE

My address? What was his name?

BLONDE SECRETARY

He didn't say sir, and I'm sorry but I didn't ask him. He said he's in one of your classes this term.

We linger on George's face a moment. He is intrigued by this.

GEORGE

Did you give it to him?

BLONDE SECRETARY

(nervous)

Yes sir. I did. I hope that's OK. I realize I probably shouldn't have, but he was very nice and before I knew it...

George looks the girl up and down.

OUR SCREEN IS FILLED WITH CLOSE UP SHOTS OF THE SECRETARY'S FACE AND HAIR.

George is taking in her beauty. He looks her dead in the eyes.

GEORGE

Your hair looks great up like that.

BLONDE SECRETARY

What?

GEORGE

I said your hair looks great like that. It suits you. You always look so beautiful. Really fresh. You have such a lovely smile.

George breathes in.

GEORGE (CONT'D)

Arpege?

BLONDE SECRETARY

Sir?

GEORGE

Really beautiful.

George walks away. The Blonde Secretary looks back at the other girl, clearly dumbfounded at George's manner.

INT. SAN TOMAS COLLEGE - FACULTY LOUNGE. DAY MOMENTS LATER

George enters the room and makes an effort to avoid eye contact with anyone. An older professor DON who is reading the paper looks up and smiles at George.

GEORGE

Good morning Don.

DON

Good morning George.

The large wall clock reads 9:10. There are two vending machines against one wall of the lounge.

George grabs a cup of coffee from the coffee machine, and gets a Hershey's bar from the candy machine. George puts more change into the machine and gets a second candy bar. As he does, GRANT, a tall young professor, slips next to George and presses the button on the coffee machine.

GRANT

Good morning George.

GEORGE

Good morning Grant.

George grabs his second candy bar and heads out the door as Grant follows.

GRANT

You look awful. What have you been doing?

The two men exit the building and begin walking.

EXT. SAN TOMAS COLLEGE - CAMPUS. DAY -- CONTINUOUS

The sky is a dark brown haze.

George eats his candy bar, gently steering them towards the tennis courts.

GEORGE

Look around Grant... most of these students aspire to nothing more than a corporate job and a desire to raise coke-drinking, TV-watching children who as soon as they can speak start chanting TV jingles and smashing things with hammers.

GRANT

You're really scaring me today George.

GEORGE

I sometimes find them staring at me
in a kind of bovine stupor as if I
were lecturing in a foreign
language. Remind me why we
shouldn't all just be annihilated?

George scans the tennis courts out of the corner of his eye. Only one court is occupied, by two young men playing singles.

The sun comes out with a sudden fierce heat that cuts through the yellow smog-haze. The players are shirtless.

CLOSE-UP SHOTS OF THE PLAYERS. OUR SOUND FADES TO ONLY THE AMPLIFIED SOUND OF THE GAME. SOUNDS OF THE BALL HITTING THE RACQUET AND OF THE FEET OF THE PLAYERS SLIDING ON THE RED CLAY COURT AND OF THEIR SIGHS AND QUICK BREATHING AS THEY WHACK THE BALL BACK AND FORTH.

George clocks this intently and takes in every detail.

OUR SOUND RETURNS WITH A WHACK OF THE BALL AND A GUTTURAL OUTCRY FROM ONE OF THE PLAYERS.

The stream of sunlight has passed and the sky is once again dull and flat.

George realizes that Grant is talking and has been talking.

George has a faint smile on his face, still gazing at the players.

GRANT

You seem to think this is all a
joke. We're living in a world where
nuclear war is a real threat. I
don't understand how you can't be
concerned.

GEORGE

You're serious aren't you?

GRANT

Yes, I'm serious. George, did you
(MORE)

GRANT (CONT'D)
 even read the article that I gave
 you on bomb shelters? Ours is
 almost done. We had 3 different
 contractors work on it so none of
 them know what we've got, then
 we're having the outside of it
 landscaped so no one will know it's
 there.

GEORGE
 Really?

CUT TO:

A SHOT OF GRANT AND HIS FAMILY IN A SIMPLE CONCRETE BLOCK
 SHELTER STARING DEAD INTO OUR CAMERA AS IF POSING FOR A
 PORTRAIT. GRANT IS SMOKING A PIPE, AND THE FAMILY ARE
 WEARING THEIR SUNDAY BEST. THEY ARE SURROUNDED BY ANIMALS:
 A COW, A GOAT, CHICKENS ETC.

CUT BACK TO:

GRANT
 If word gets out that you've got a
 better shelter, then everyone will
 try to get in when something
 happens.

GEORGE
 And so?

GRANT
 There will be no time for sentiment
 when the Russians fire a missile at
 us.

GEORGE
 If it's going to be a world with no
 time for sentiment Grant, it's not
 a world that I want to live in.

One of our tennis players lets out a loud THWACK.

INT. SAN TOMAS COLLEGE - GEORGE'S OFFICE. DAY

George is sitting on the edge of his desk. Frozen. He has a look of extreme melancholy on his face. His shoulders are slumped.

He waits for the clock to strike 10:00 exactly and then he stands, picks up his briefcase and heads out the door.

INT. SAN TOMAS COLLEGE - GEORGE'S CLASS -- MINUTES LATER

George walks into class and places his briefcase on the desk. Most of the students continue to talk.

George sits on the edge of the desk and reaches into his briefcase. He fumbles around for a moment, pauses, and then pulls out a book. He sits quietly with a slight look of disgust on his face staring directly at the talkers as, one by one, they succumb to his silence.

Finally George speaks.

GEORGE

"After Many a Summer Dies the Swan."

Blank stares.

GEORGE (CONT'D)

I trust you've all read the Huxley novel I assigned almost three weeks ago? How does the title relate to our story?

He looks around the room as a few hands go up.

GEORGE (CONT'D)

Yes, Mr. Mong.

ALEX MONG

It doesn't. It's about this rich guy who's afraid he's too old for this girl...

George, irritated by the response of Mr. Mong closes his eyes tightly and takes a deep breath as our sound fades.

CUT TO:

FLASHBACK - EXT. UNDERWATER

George is tossing and turning underwater struggling to breathe. He turns over and over trying to find the surface of the water but he continues to sink.

CUT BACK TO:

INT. SAN TOMAS COLLEGE - GEORGE'S CLASS -- MOMENTS LATER

Our sound returns as George opens his eyes and snaps back to the present. Laughter dies away. The only one not laughing is Kenny, who is watching George intently. George remains frozen for a moment as RUSS raises his hand.

GEORGE

Russ?

George signals for Russ to speak.

Our camera speed slows and our sound fades as George seems mesmerized by the blank eyes of Lois. Lois is smoking and staring straight back at George in an almost aggressive manner. She begins to whisper into Kenny's ear. Kenny continues to watch George who has a dazed expression on his face.

George slowly regains his composure and comes to attention as MYRON - a dark-complexioned young man with intense eyes and glasses- raises his hand.

OUR SOUND RETURNS.

GEORGE (CONT'D)

Yes, Mr. Hirsch.

MYRON

Sir, on page 79, Mr. Propter says that the stupidest text in the Bible is: "*they hated me without a cause.*" Does he mean the Nazis were right to hate the Jews? Is Huxley an anti-Semite?

GEORGE

No.

The class stares at George, expecting more from such a provocative question.

GEORGE (CONT'D)

No, Mr. Huxley is not an anti Semite. The Nazis were obviously wrong to hate the Jews. But their hating the Jews was not without a cause... But the cause wasn't real. The cause was imagined. The cause was FEAR.

Curious stares.

GEORGE (CONT'D)

Let's leave the Jews out of this for a moment and think of another minority. One that can go unnoticed if it needs to.

George looks directly at WALTER, a slightly effeminate young man, who turns away embarrassed.

GEORGE (CONT'D)

There are all sorts of minorities, blondes for example, but a minority is only thought of as one when it constitutes some kind of threat to the majority. A real threat or an imagined one. And therein lies the FEAR. And, if the minority is somehow invisible...

Another glance at Walter.

GEORGE (CONT'D)

...the fear is even greater.

Kenny tries to find the target of George's glance, but to no avail.

GEORGE (CONT'D)

And this FEAR is the reason the minority is persecuted. So, there
(MORE)

GEORGE (CONT'D)
always is a cause. And the cause is
FEAR. Minorities are just people.
People...

Again a subtle look at Walter.

GEORGE (CONT'D)
...like us.

Walter shrinks in his seat.

GEORGE (CONT'D)
I can see that I've lost you a bit.
You know what? Let's forget about
Huxley today.

George places his book on his desk. Several students look up
from their notebooks.

GEORGE (CONT'D)
Let's just talk about fear. Fear,
after all, is our real enemy. Fear
is taking over our world. Fear is
being used as a tool of
manipulation in our society.
It's how politicians peddle policy
and how Madison Avenue sells us
things that we don't need. Think
about it. Fear that we're going to
be attacked, fear that there are
communists lurking around every
corner, fear that some little
Caribbean country that doesn't
believe in our way of life poses a
threat to us. Fear that black
culture may take over the world.
Fear of Elvis Presley's hips.(beat)
Well, maybe that one is a real
fear. Fear that our bad breath
might ruin our friendships... Fear
of growing old and being alone.

George notices a few eyes looking over his shoulder at the
clock on the wall which reads 12:05.

GEORGE (CONT'D)

Fear that we're useless and that no one cares what we have to say.

Some shift about uncomfortably in their seats, yet Kenny stares, amazed.

George surveys the anxious class, realizing he has lost their attention.

GEORGE (CONT'D)

Have a good weekend.

George closes his book, shoves it in his briefcase, and walks out the door as his students gather their things.

Kenny gets up to follow after George but Lois corners him to talk.

EXT. SAN TOMAS COLLEGE - ARTS BUILDING. DAY -- LATER

George is heading briskly towards the administration building when he hears Kenny's voice.

KENNY

Sir! May I speak to you for a minute? I have to go down to the bookstore.

George pauses allowing Kenny to catch up to him and then the two men begin walking.

KENNY (CONT'D)

Why don't you talk to us like that all the time?

GEORGE

I don't think it went over very well.

KENNY

Man, fear of things gets to me all the time, but you can't talk about it with anyone or you just sound like a fool.

GEORGE

You can't even talk about it with
Lois?

KENNY

I don't think she's afraid of
anything.

GEORGE

Everyone's afraid of something
Kenny.

KENNY

What are you afraid of sir?

GEORGE

Cars.

KENNY

How can you live in Los Angeles and
be afraid of cars?

GEORGE

Maybe you can't.

KENNY

Sometimes my fear of things can
almost paralyze me. It's like I get
really panic stricken and I feel
like I might explode or something...
May I ask you a personal question sir?

GEORGE

Of course.

KENNY

Do you ever get high?

George stops walking.

GEORGE

How old do I look to you?

KENNY

Have you ever taken any drugs sir?

GEORGE
Of course, Kenny.

KENNY
Like what?

GEORGE
I shouldn't really be discussing
this with you on campus Mr. Potter.

George begins walking and Kenny follows.

KENNY
It's the only way I get by
sometimes. Have you ever tried
mescaline?

GEORGE
Not my drug of choice. I shaved off
one of my eyebrows once on
mescaline. Not a good look for me.

KENNY
Sir?

GEORGE
I looked in the mirror - big
mistake if you're high on mescaline
- and decided that my eyebrows were
taking over my face and before I
knew it, I had shaved one off. I
wore a band-aid over my eye for
about 6 weeks while my brow grew
in. Very embarrassing.

KENNY
You didn't take it again after
that?

George stops.

GEORGE
Kenny, have you been listening to
me? I shaved off my eyebrow. I
wanted an experience Mr. Potter,
not a career on stage.

KENNY

If you ever want to get high sir, I usually have some dope.

GEORGE

You're really mad aren't you?

KENNY

Sorry, sir. I guess you don't feel very comfortable talking like this.

GEORGE

What makes you say that?

KENNY

Lois thinks you're kind of cagey. Like this morning, when you were listening to all that crap we were talking about Huxley...

GEORGE

Well, not all of you. I didn't notice you open your mouth once.

KENNY

I was watching you.

George is surprised and intrigued.

KENNY (CONT'D)

You let us ramble on and on and then you straighten us out - but you never really tell us everything you know about something.

GEORGE

Well, maybe that's true up to a point.

GEORGE (CONT'D)

It's not that I want to be cagey. I can't really discuss things completely openly at school. Someone would misunderstand... I tried to do that today. It doesn't work.

INT. SAN TOMAS COLLEGE - CAMPUS BOOKSTORE. DAY CONTINUOUS

Kenny seems to be thinking over what George has said as the two men enter the bookstore. Kenny picks up a red pencil sharpener from a display on the counter and a note book.

KENNY

What was it you wanted to get sir?

GEORGE

Nothing. I was on my way to the Dean's office.

KENNY

You mean you walked all the way down here just to talk to me?

GEORGE

Why not?

KENNY

Well, I think you deserve something for that. Here sir, take your pick. It's on me.

Kenny waves his hand across the multicolored display of pencil sharpeners.

GEORGE

Thank you.

George chooses a yellow one.

KENNY

I thought you'd probably pick blue.

Kenny pays the cashier.

GEORGE

Why blue?

KENNY

Isn't blue supposed to be spiritual?

GEORGE

What makes you think I'm spiritual?
And you? Red?

KENNY

What's red stand for?

GEORGE

Lots of things. Rage. Lust.

KENNY

No kidding?

Kenny looks George straight in the eye.

KENNY (CONT'D)

See you around, sir.

George smiles and walks away leaving Kenny staring after him.

INT. SAN TOMAS COLLEGE - GEORGE'S OFFICE. DAY -- LATER

George is cleaning up his office. He is arranging the insides of his drawers and throwing things into the garbage can. It is all immaculate. His desk is absolutely bare with the exception of three file folders carefully labeled and laid out precisely on his desk top.

George sits down and sighs. He rests his head in his hands for a few moments and rubs his temples.

He opens his briefcase, searching for something. He locates a bottle of aspirin, and empties 3 tablets into his hand.

He opens his lower desk drawer and pulls out a near empty bottle of scotch. He unscrews the cap and finishes the bottle off, as he washes down the aspirin.

He picks up the phone and dials a number.

CHARLEY (O.S.)

Hello?

GEORGE

What are you up to kiddo?

INT. CHARLEY'S HOUSE - DRESSING ROOM. DAY -- CONTINUOUS

Charley's hair is teased up but has not yet had it's final brush out and last coat of lacquer. Her foundation is on but the rest of her makeup is not yet done and her face is matte beige. She has a picture ripped out of Vogue on her dresser top about how to achieve the "Perfect Doe Eye". One eye is made up and the other is bare. We are staring at her in a magnifying mirror. There are dresses strewn around the room. A Serge Gainsbourg record is playing in the background.

CHARLEY

Just trying to finish up a book.
How's your day going?

GEORGE (O.S)

Fine. I was just getting ready to leave school and wanted to know if you needed anything for tonight?

CHARLEY

You're sweet, but thanks, I think I'm all set.

She is looking at herself in the magnifying mirror.

CHARLEY (CONT'D)

Oh, could you pick up a bottle of Gin for me? Tangueray? I love the color of the bottle.

INT. SAN TOMAS COLLEGE - GEORGE'S OFFICE. DAY - CONTINUOUS

GEORGE

You love what's in it. What time do you want me?

CHARLEY (O.S.)

7:00 would be great if that's OK with you.

GEORGE
Perfect. I'll see you tonight.

INT. CHARLEY'S HOUSE - BEDROOM. DAY -- CONTINUOUS

CHARLEY
I'll see you then. Bye Geo.

GEORGE (O.S.)
Good-bye kiddo.

She hangs up the phone and starts back to work on her face. She does a little dance move to the record and stares into the mirror.

CHARLEY
Beautiful...

INT. SAN TOMAS COLLEGE - GEORGE'S OFFICE. DAY - CONTINUOUS

We cut back to GEORGE'S P.O.V. He looks at the clock on the wall. 2:20. George takes one of the folders off of his desk and slips it into his briefcase as he walks to the door.

He turns, and looks around the room for a moment.

He turns off the light and closes the door as he leaves.

EXT. SAN TOMAS COLLEGE - CAMPUS. DAY -- MOMENTS LATER

Exiting the faculty building, George crosses the campus to the parking lot.

INT. SAN TOMAS COLLEGE - GEORGE'S JAGUAR SEDAN. PARKING LOT DAY

George is inside his car with his briefcase open. He is looking for his car keys. He spots the handle of the gun and wraps his fingers around it. He is deep in thought.

There is a loud startling knock on George's window. It's Kenny. He is on his motorcycle and has pulled up next to George. He turns off his motor. George rolls down the car window. George is in a dark mood as he quickly closes the

briefcase, irritated that he has been disturbed.

GEORGE

Yes, Mr. Potter?

KENNY

Are you going somewhere sir?

GEORGE

That is usually why people get into their cars.

KENNY

No, I mean are you going on vacation or something?

GEORGE

What?

KENNY

I saw you cleaning out your office.

George's face goes pale.

GEORGE

What is it that you really want Kenny?

KENNY

I was just hoping that perhaps we could get together for a drink or something sometime.

GEORGE

And why is that?

KENNY

I don't know sir. Because I think you might like it. I mean, because you seem as though you could use a friend.

GEORGE

Oh really?

KENNY
(sincerely)
Yes sir, you do.

George looks Kenny in the eyes. He is touched by Kenny's concern.

GEORGE
Well, you might be right Kenny, but we'll have to make it another time. I'm late. (beat) But thank you for the invitation. And thank you for the talk earlier. And stay away from the mescaline.

George starts his car and pulls out of the driveway and onto a winding side street leaving Kenny sitting on his motorcycle in the parking lot.

INT. SANTA MONICA NATIONAL BANK. DAY -- LATER

George passes a security guard who nods at him.

As George walks up to a desk marked "Safe Deposit", a pretty brunette, BANK TELLER, greets him. She clearly finds him attractive.

BANK TELLER
Hello Mr. Falconer.

GEORGE
Hello. How are you today?

BANK TELLER
Fine, sir. Do you need to get into your box?

INT. SANTA MONICA NATIONAL BANK - SAFE DEPOSIT BOX VIEWING ROOM. DAY -- MINUTES LATER

BANK TELLER
Here you are sir. Can you sign here please?

George signs.

GEORGE

Thank you.

As the teller leaves, George opens the box and slowly empties the contents.

He pulls out folded documents and pushes them into his briefcase.

He takes out a slim gold wedding band, looks at it for a moment and then slips it onto his little finger next to his signet ring.

A black and white photograph in the box catches George's eye.

INSERT PHOTO: it is a nude picture of Jim lying on a large boulder in the sun.

As George stares at the photo, he closes his eyes.

FLASHBACK - EXT. JOSHUA TREE STATE PARK. DAY (1947)

A CLOSE UP SHOT OF SKIN AND THE BACK OF A MAN'S NECK IN HARSH SUN. THERE IS A SOUND OF RUSTLING PALM LEAVES AND WIND. WE SLIDE ALONG A MAN'S BODY AND ARE SUDDENLY PULLED OVER AND ARE FACE UP IN THE GLARING SUN. THE LIGHT FLARES AS WE PULL BACK TO REVEAL AN EXPANSE OF STUNNING AND ODD LOOKING PREHISTORIC DESERT.

SEVERAL LINGERING SHOTS OF THE LANDSCAPE AND SOUNDS OF THE DESERT CAPTURE THE REMOTE AND BEAUTIFUL EMPTINESS OF IT ALL.

George, 38, and Jim, 21, lay on a large smooth boulder on a high cliff edge, propped up on their elbows, admiring the peaceful and seemingly empty desert. There is a camera in the foreground. Jim is buttoning up his pants.

JIM

So explain your friend Charlotte to me.

GEORGE

What would you like to know?

JIM

You seem very... I don't know... intimate I guess. Like you were once together. You haven't ever slept with her have you?

GEORGE

Yes. A few times when we were young. I don't mean to say that it didn't mean anything to me but, I'm afraid it meant a good deal more to Charley. It was a long time ago in London. It didn't work out very well. I love Charley and we are very close friends but that's all.

JIM

I'm confused. If you sleep with women then why are you with me?

GEORGE

Because I fall in love with men. Because I fell in love with you. Anyway, doesn't everyone sleep with women when they're young?

JIM

I haven't.

GEORGE

You're joking.

JIM

No. I'm not. It was just never anything that interested me.

GEORGE

Well. You're awfully modern aren't you? You know, that was the first thing that I noticed about you was how sure of yourself you were. How can you be so sure about everything at your age?

JIM

You think I'm sure of myself?

GEORGE

Of course you are.

George lets his hand brush against Jim's. Jim looks at George then breaks into a great smile.

END FLASHBACK

INT. SANTA MONICA NATIONAL BANK - SAFE DEPOSIT BOX VIEWING ROOM. DAY

George slips the photo into his jacket pocket. He closes the empty box and picks up the beige phone on the desk.

GEORGE

I'm finished now. Thank you.

INT. SANTA MONICA NATIONAL BANK. DAY -- MINUTES LATER

BANK TELLER

Yes, Mr. Falconer... Is there something else we can help you with today?

George is looking through his briefcase.

GEORGE

I can't find my check book and I need some cash. Not my day I'm afraid. Excuse me a minute.

George sits down on a trim upholstered sofa and starts to look carefully through his briefcase.

Into our frame come two perfect, tiny blue patent leather shoes.

George looks up to see Jennifer Strunk. Her beauty is almost alarming. Her blue eyes match the color of her tiny shoes. She stares at George intently.

OUR CAMERA MOVES SLOWLY OVER THE TINY GIRL, LITERALLY DRINKING IN HER FRESH BEAUTY. WE SEE THE TINY BLONDE HAIRS ON HER LEGS AND ARMS. WE STOP ON HER EYES AND OUR CAMERA ZOOMS INTO THE DEEP BLUE OF HER EYES. WE HEAR HER LIGHT

BREATH. HER GOLDEN LASHES BAT IN SLOW MOTION AND THE SOUND OF THE BREEZE CREATED BY THEM IS AMPLIFIED.

George is dumbstruck. The little girl looks up at him with absolute innocence. She is holding a small glass terrarium.

JENNIFER

Mommy says bushy eyebrows are pedestrian, but I think yours are pretty.

GEORGE

Well I think yours are pretty too.

JENNIFER

Why do you look so sad? Would you like to meet Charlton Heston?

GEORGE

What?

Jennifer holds out her terrarium. It has paper columns glued around the outside and inside is a large black scorpion and a small spider clinging to a stick.

JENNIFER

Ben Hur. Our scorpion. Every night we throw in something new to him and watch him kill it. Daddy says it's like the colosseum so my brother Tom glued on all the columns. He wants to be a set designer. He hasn't eaten the spider yet cause he's still full from the moth we gave him last night. Daddy said he'd like to throw you in the colosseum.

GEORGE

No kidding. Why?

JENNIFER

He says you're light in your loafers but you aren't even wearing loafers. I think my brother Tom is

(MORE)

JENNIFER (CONT'D)

light in his loafers too but he wears Keds. Last week he made me do a conditioning treatment on my hair with eggs. Does it look shiny?

Mrs. Strunk appears suddenly. She looks lovely with her light brown hair swept up in a french twist.

MRS. STRUNK

Sweetheart, what are you doing bothering Mr. Falconer?

GEORGE

She's not bothering me at all Susan. How are you?

MRS. STRUNK

I'm glad to see you George... George, we're having a few people over tonight for drinks and would love to have you join us if you could.

GEORGE

Thank you, it's very kind of you but I'm afraid that I have plans tonight.

MRS. STRUNK

Well, another time then. Come on Jennifer. Let's let Mr. Falconer get back to his banking. Goodbye George.

GEORGE

Goodbye Susan. Goodbye Jennifer.

The two women walk away and George looks after them with a faint smile. Jennifer turns and stares back at George and flashes her blue eyes at him.

He is left smiling back at her.

INT. SPORTING GOODS STORE. LATE AFTERNOON -- MINUTES LATER

There are rows of guns on the wall behind the counter and innocuous music plays in the background. A YOUNG BOY, 14, is behind the counter helping a PRETTY BLONDE GIRL with a rifle.

George walks up to the counter and places his gun down.

YOUNG BOY
May I help you sir?

GEORGE
I need a box of bullets for this
gun.

YOUNG BOY
Yes sir.

The boy picks up the gun and looks at it.

YOUNG BOY (CONT'D)
This is a really old gun sir. We
have a two for one sale on handguns
at the moment. Perhaps one for the
little lady?

GEORGE
No thanks. Just the bullets please.

George hands the boy money for the bullets.

EXT. LIQUOR STORE. PARKING LOT. LATE AFTERNOON

A giant billboard for PSYCHO featuring only Janet Leigh's eyes completely fills our frame as George's car pulls into our shot. George parks and gets out of the car and walks towards the liquor store.

The sun is low in the sky, and the sky is now a dirty shade of pale orange.

As George passes a late model car, a dog is barking hysterically and looking out of the driver's side window at George. It is a smooth, black and white fox terrier. George stops in his tracks, approaches the car and stares in the window as the dog becomes silent and looks George in the eyes.

Just then a YOUNG WOMAN returns to the car.

YOUNG WOMAN

I'm sorry. I hope she didn't growl at you. She goes kind of crazy sometimes when I have to leave her in the car.

The Young Woman opens her car door and pushes the dog aside with her bag.

GEORGE

She's perfect. What's her name?

The Young Woman gets inside and rolls down the window. The dog climbs onto her lap and puts her front paws on the car door.

YOUNG WOMAN

India.

GEORGE

I used to have smooth fox terriers. You don't see them very often.

OUR SHOT IS CLOSE ON INDIA AS GEORGE MOVES IN AND TAKES A DEEP BREATH OF INDIA'S NECK AND EAR. HE NUZZLES HER AND BREATHES DEEPLY. THE SOUND OF HIS DEEP INHALE IS AMPLIFIED.

GEORGE (CONT'D)

She's still a puppy isn't she?

George pulls back. The Young Woman is slightly taken aback by George but flattered. She nods and then smiles.

YOUNG WOMAN

Have a nice evening.

GEORGE

You too. Good night India.

George watches as the car pulls away. India now on the passenger seat looks back at George.

George heads toward the front of the store.

As George walks toward the door we see CARLOS, 20, a hustler in a leather jacket, tight jeans, boots and a t-shirt loitering near a pay phone smoking a cigarette. He is very handsome in a cheap way and locks eyes with George as George enters the electric doors.

George looks away uncomfortably.

EXT. LIQUOR STORE. LATE AFTERNOON -- MOMENTS LATER.

As George exits the liquor store with two bottles in brown paper bags, Carlos turns to enter and the two men walk right into each other as George's gin crashes to the ground.

CARLOS

Man, I'm sorry about that.

GEORGE

It's OK.

Carlos' pack of cigarettes is on the ground covered in gin and glass.

GEORGE (CONT'D)

It was my fault. I'll get you another pack.

Carlos smiles and looks right into George's eyes.

CARLOS

Don't worry about it.

GEORGE

No, no I insist.

INT. LIQUOR STORE. LATE AFTERNOON -- MOMENTS LATER

The CASHIER slips George's bottle of gin into a brown paper bag and hands him a pack of Lucky Strikes and a book of matches. George hands the cashier a 10 dollar bill and she gives him change.

CASHIER

Thank you sir.

The cashier glares at Carlos as he walks towards the door.

GEORGE
I'm sorry about the broken glass.
Thank you.

George hands the cigarettes to Carlos.

GEORGE (CONT'D)
Here you go.

CARLOS
Thanks man.

Carlos opens the pack as the two of them walk through the glass doors.

EXT. LIQUOR STORE. LATE AFTERNOON -- CONTINUOUS

CARLOS
You want one?

GEORGE
No thanks.

George stares into Carlos' face. His beauty is stunning.

GEORGE (CONT'D)
Well, yes actually. Why not. Thank
you.

George takes a cigarette and Carlos lights it as George gazes into his eyes.

CLOSE UP SHOTS OF CARLOS' EYES AND LASHES. DETAILS OF HIS MOUTH, BICEPS, HANDS. A SHOT OF HIS NECK. WE ALMOST FEEL HIM SIGH AS HE EXHALES. THE SOUND OF HIS BREATHING IS SLIGHTLY AMPLIFIED.

CARLOS
Carlos.

GEORGE
What did you say?

CARLOS

Carlos. You asked me my name. Are you OK?

GEORGE

Oh, yeah, yeah. I'm sorry.

George takes a last deep inhale as he looks Carlos up and down and then settles on his face.

GEORGE (CONT'D)

(in perfect Spanish)

Wow. You're really something. You have an incredible face. Enjoy that. It's a great gift.

CARLOS

(in Spanish)

Your Spanish is perfect.

GEORGE

(in Spanish)

Thanks. I should have used it more.

CARLOS

(in Spanish)

It's not too late.

George stubs out his cigarette and then reaches into his jacket pocket and pulls out a 20 dollar bill. He hands it to Carlos.

George walks toward his car and starts to get in, but as he does he notices Carlos trying to open the locked passenger door.

Our shot is from the front of the car, taking in the sky in the background which has turned a vivid pink.

GEORGE

What are you doing?

CARLOS

Aren't we going somewhere?

GEORGE
No. But, thanks.

Looking up at the sky, George stops and stares at it.

CARLOS
(in Spanish)
You know it's the smog that makes
it that color.

GEORGE
I've never seen a sky like this
before.

CARLOS
(in Spanish)
Sometimes awful things have their
own kind of beauty.

George looks at Carlos, struck by his comment.

GEORGE
Could I have another cigarette?

CARLOS
Sure.

George walks around to the back of the car. Carlos gives George a cigarette and places one in his own mouth, strikes a match and lights George's cigarette and then his own.

George and Carlos sit on the trunk of the car and stare at the sky.

CARLOS (CONT'D)
You sure that you don't want to go
for a drive?

GEORGE
I'm sure. (Beat) Where are you
from?

CARLOS
Madrid.

GEORGE

Madrid? How did you get here?

CARLOS

It's a long story. I met a guy from LA at the hotel where I worked who told me I could live with him and that he could get me an agent. I never realized that I had a Spanish accent.

GEORGE

I like your accent. You speak very well. How did you learn English?

CARLOS

My mom had an American boyfriend when I was little.

GEORGE

Is your mother in Madrid?

CARLOS

Yeah. She cuts hair. She cut my hair before I left. Do you like it? I thought it made me look like James Dean.

GEORGE

You look better than James Dean.

CARLOS

Really? Thanks. (beat) No one has ever picked me up and not wanted something.

GEORGE

I think you picked me up. (Beat) Today is kind of a serious day for me.

CARLOS

Come on. What could be so serious for a guy like you?

GEORGE

Oh, I'm just trying to get over an old love I guess.

CARLOS

My mother always says that lovers are like buses. You just have to wait a little while and another one comes along.

George stubs out his cigarette.

GEORGE

You have a smart mother. I've got to go.

CARLOS

(in Spanish)

You seem like all you really need is someone to like you. I'm a nice guy you know.

George goes around to the drivers side of the car and starts to get in.

GEORGE

Thanks, but I'm going away.

George backs up the car and waves quickly to Carlos as he pulls out of the parking lot.

Carlos stares after the car.

INT. GEORGE'S HOUSE - BATHROOM. EVENING

George, in a crisp white shirt with french cuffs, is washing his hands and dressing for dinner as a very loud cocktail party sound blasts from the Strunk house.

George looks out his window to survey all of this.

The Strunk lawn is pristine, flower beds immaculate, and the guests are arriving. All are dressed in their best, chic cocktail outfits and the driveway is full of sleek, late-model cars.

INT. GEORGE'S HOUSE - BEDROOM. EVENING -- MOMENTS LATER

George is increasingly irritated at the sound of the party. He walks over to his Hi Fi and starts to put on a record.

As he does he glances back at the sofa.....

FLASHBACK - INT. GEORGE'S HOUSE - STUDY. NIGHT (1961)

Jim and George are stretched out on the small sofa reading with their heads at opposite ends. A fire is burning in the fireplace.

There is a beer on the floor at Jim's end and a scotch on the floor at George's end.

The female dog is tucked up between them and the male is stretched out on the floor as a record ends and starts to scratch back and forth.

GEORGE

It's your turn to change it.

JIM

I'm not changing it. It's your turn. You won't like what I put on anyway.

GEORGE

Oh, please, please. Come on. I'll give you five dollars if you change it. Please. I don't want to. I'm too old to get up.

JIM

You're only old when it's convenient for you to be old. What are you reading?

George flashes the cover of Kafka's *Metamorphosis* at him.

JIM (CONT'D)

Oh no. Not that depressing crap again.

GEORGE

It's for my class. And what highbrow work of fiction might you be reading?

Jim flashes the cover of *Breakfast at Tiffany's*.

GEORGE (CONT'D)

Hmmm.

JIM

Don't be so smug.

The dog on the floor sits up.

JIM (CONT'D)

(to the dog)

And just what do you want?

GEORGE

He wants to go out.

JIM

Of course he does. What a life he has. Don't you envy him?

GEORGE

Why, because he gets to sniff anyone's ass he wants to?

JIM

Nice. I envy him because he just does what he wants. Like yesterday I was standing in the front yard, and Susan came over to talk for a minute and that little brat of hers, Christopher came running over with that damned gun of his. Well, our little dog walked right up, looked straight ahead, hiked his leg and peed all over Christopher's new tennis shoes. And all over Christopher actually. He and his

(MORE)

JIM (CONT'D)

mother both started shrieking and I had to act like I was upset, when it was all I could do to keep from laughing. It was so perfectly executed after all the times those kids have tortured that poor dog. I wish you had seen it.

They both laugh and look at the dog who knows that he is being spoken about.

JIM (CONT'D)

You should take a lesson from him. He doesn't stay up all night worrying. He's figured out how to get the two of us to do exactly what he wants. They are both basically very sophisticated little parasites when you think about it.

GEORGE

Well, the dumbest creatures are the happiest. Just look at your mother.

JIM

You're an ass. What I mean is, he really just lives in the moment. Like now. What could be better than this? Tucked up here with you. If I died right now it would be OK.

GEORGE

Well, it wouldn't be OK with me so shut up and go change the record.

JIM

Good answer.

Jim starts to get up.

JIM (CONT'D)

I was going to take them with me to Denver next week if it's OK with

(MORE)

JIM (CONT'D)
you. My mom loves them. It's
probably that recognition of a
similar mind.

Jim kisses George on the forehead.

JIM (CONT'D)
Oh, you stay there old man. You owe
me five bucks.

END FLASHBACK

INT. GEORGE'S HOUSE - BEDROOM. EVENING

George looks towards the Strunk house again. He is irritated at the noise from the party and puts on the record.

INT. GEORGE'S HOUSE - BEDROOM. EVENING -- MOMENTS LATER

Opera music is now blaring.

George, is re-arranging the items on his desk.

He takes a dark suit out of the closet and lays it across the empty end of the desk top. He goes over to his dresser, pulls out a shirt, takes a pair of gold cuff links out of an ebony box on the dresser top and lays these out next to the suit.

He goes back to his closet and grabs two different ties. He stands over the suit weighing the two different tie options. He chooses one, lays it on the shirt carefully and returns the other one to the closet.

He carefully writes out something in bold type on a small piece of paper and pins it to the tie that he has laid out with the shirt. He takes a note marked "Charley" from the desk top and lays this on top of the suit.

George goes to his closet, takes out a pair of black capped toe shoes and places them on the desk next to the suit. The shoes are perfectly polished. He stands back and surveys his desk.

OUR SHOT FROM ABOVE REVEALS THE GUN AND BULLETS IN THE CENTER OF THE DESK. WE SLOWLY PULL BACK FROM THE GUN TO REVEAL THE ENTIRE DESK TOP. IT IS A COMPLEX BUT PRECISE ARRANGEMENT OF LETTERS, BILLS, HOUSE DEEDS, A DOCUMENT MARKED THE LAST WILL AND TESTAMENT OF GEORGE CARLYLE FALCONER, AND 3 CAREFULLY LABELED KEYS. THE LARGE BOX AT THE END OF THE DESK IS MARKED "CHARLEY". THE OTHER END OF THE DESK IS DOMINATED BY THE OUTFIT THAT GEORGE ASSEMBLED EARLIER. IT IS NOW LAID OUT WITH THE SHIRT AND TIE INSERTED IN THE JACKET AND A NOTE THAT SAYS "WINDSOR KNOT" AT THE NECK.

George takes the gun from his desk and goes over to his side of the bed. He lays down. He opens his mouth and carefully inserts the tip of the gun. He lies like this for a moment, sits up, looks at the wall behind him and the pillows on the bed and gets up and heads toward the bathroom with the gun in his hand.

INT. GEORGE'S HOUSE - BATHROOM. EVENING -- CONTINUOUS

George gets into the shower and pulls the shower curtain closed. Our shot is from the OUTSIDE OF THE SHOWER and we can see George's silhouette as he raises the gun to his mouth. He turns and looks behind himself. He repeats the motion of placing the gun in his mouth but this time falls back against the wall and slides down it. George yanks the curtain open and goes out of the door and down the hall.

INT. GEORGE'S HOUSE - BEDROOM. EVENING -- MOMENTS LATER

George comes back into the bedroom with a red flannel sleeping bag. The gun is still in his hand. He unrolls the sleeping bag and places it on the bed. He gets in and zips it up over his head. We can see by the shape of the sleeping bag that he has raised the gun to his mouth. Just as he does this, the phone rings. George freezes for a moment, then gets out of the sleeping bag and crosses the room. He places the gun on his desk and answers the phone.

GEORGE

No, I did not forget the gin. I'll
see you in ten minutes

He hangs up the phone and heads down the hall.

EXT. GEORGE'S HOUSE - KITCHEN. EVENING -- MINUTES LATER

George is standing at the kitchen counter putting the finishing touches on a note.

He is now dressed in a blazer with gold buttons, grey slacks and black loafers. He has clearly made an effort to look handsome.

He folds the note around a stack of one hundred dollar bills and puts it into an envelope. He writes ALVA on the outside of the envelope, goes to the bread box and pulls out a new loaf of bread.

He opens the wrapper and slides the envelope in so that it is visible through the plastic. He closes the wrapper and places the loaf of bread in the freezer.

He grabs the liquor bottles and heads out the door.

EXT. GEORGE'S HOUSE - DRIVEWAY. NIGHT -- MINUTES LATER

George leaves his house and begins to walk down his driveway. The Strunk cocktail party is now in full swing and two couples are being greeted at the front door by Mr. Strunk.

All of a sudden, Christopher Strunk jumps out of the bushes with his toy machine gun and starts shooting at George. George stares down at the little boy.

CUT TO:

Our sound fades as George slowly turns towards the boy, unzips his fly, and unleashes a steady stream of piss all over the stunned kid who starts screaming hysterically.

CUT BACK TO:

Our sound snaps back. George is still staring at Christopher who is shooting away. George's stare brings the little boy to a stop.

GEORGE

Christopher, would you like it if I
killed you?

CHRISTOPHER

I don't know.

GEORGE

Well, if you keep it up we are going to find out, so go home and stop shooting at people.

Christopher glares at George.

George offers a quick salutation and a broad smile to Mr. Strunk and then turns and walks up the road.

EXT. STAIRS TO SOLEDAD WAY. NIGHT -- MINUTES LATER

George walks up the stairs with his bottles of liquor.

EXT. CHARLEY'S HOUSE - DRIVEWAY. NIGHT

George walks towards the house. He stares at the door a moment before ringing the bell.

George is stunned by the beauty of the lush pink climbing roses next to Charley's door. He leans in to smell one and closes his eyes.

Charley opens the door.

CHARLEY

Geo.

OUR CAMERA DRINKS CHARLIE IN:

Charley is dressed in a graphic black and white evening dress that is clearly a few years ahead of it's time. Her strawberry blonde shoulder-length hair is teased and piled on her head in a stylish coif that clearly took a great deal of time to achieve. This is Charley at her best and not the same Charley we saw earlier.

She has made quite an effort and she looks beautiful. She kisses George on the cheek as they embrace.

A QUICK FLASHBACK OF GEORGE SOBBING IN THE RAIN IN CHARLEY'S ARMS.

Back to the present, George pulls away from Charley.

GEORGE

You look divine. As chic as ever.

George is genuinely happy to see Charley.

CHARLEY

Come on in.

INT. CHARLEY'S HOUSE - ENTRY HALL. NIGHT -- CONTINUOUS

George follows Charley as they walk together through the house.

CHARLEY

Oh God. It smells awfully of
cooking in here doesn't it?

GEORGE

It smells great. I'm starving.
Where's Louisa?

INT. CHARLEY'S HOUSE - SUN ROOM. NIGHT -- CONTINUOUS

CHARLEY

I gave her the night off. I'm
cooking myself.

GEORGE

You are?

CHARLEY

Yes, and I'm trying something new.

GEORGE

Charley darling, you cooking is
new.

CHARLEY

Don't be smart. I'm in a good mood
tonight and I'm going to be fun.
I've made two early New Years
resolutions. One, no more talk
about awful ex-husbands and
children who don't give a damn.

GEORGE
And the other one?

CHARLEY
One what?

GEORGE
Resolution.

CHARLEY
Oh, resolution number two! More
smoking and more drinking and screw
it all! So, come mix me up a drink.
I'll have a gin and tonic please
and watch out baby!

GEORGE
Coming up.

INT. CHARLEY'S HOUSE - LIVING ROOM. NIGHT -- CONTINUOUS

The interior of the living room is almost all white. This is very definitely the house of a stylish woman. There is a white shag carpet on the floor, a fire burning, a large curved sectional sofa in the center of the room and an elaborate dining table set for two in a window at the far end of the room.

As they walk into the living room George turns to the well stocked drinks table and mixes them both a drink.

Charley sits down on the sofa in front of the fire.

CHARLEY
It was sweet of you to come
tonight.

GEORGE
Sweet had nothing to do with it. I
needed to see you.

CHARLEY
Oh come off it. Whenever you do
something sweet, you're too ashamed
to admit it.

George hands Charley her drink and sits down next to her.

GEORGE

To our early New Years Resolutions.

CHARLEY

And just what are your resolutions
by the way?

GEORGE

To let go of the past. Completely,
entirely, and forever.

They raise their glasses and smile at each other. Charley looks George up and down.

CHARLEY

Light me up Geo, will you...

Charley looks Geo in the eyes. George leans forward for the table lighter.

CHARLEY (CONT'D)

Darling, you don't look well. Do
you remember when you had your
little heart attack last year?

GEORGE

It wasn't a heart attack.

CHARLEY

Well whatever it was darling you
don't look so hot.

GEORGE

I'm great. Never been better. Just
tired. I haven't been sleeping.

CHARLEY

Geo, it's normal. You were with Jim
for 16 years. I think about Richard
everyday too. It's hard being alone.
At least you have a job and a life.
(beat) Let's have a bit of dinner shall
we? Because I've worked so hard...

INT. CHARLEY'S HOUSE - LIVING ROOM. NIGHT -- LATER

They've finished their dinner, and a bottle of champagne.

CHARLEY

Really?

Charley lights another cigarette.

CHARLEY (CONT'D)

What are you talking about?

GEORGE

Seriously, "old" doesn't exist anymore. A student yesterday called me a "senior citizen".

CHARLEY

I wouldn't mind if "old" didn't exist, but I'm not sure "senior" is what I'm shooting for either.

Charley catches a reflection of herself in the glass of the window and smooths her cheek up a bit with her well manicured hand.

GEORGE

It's all becoming so bland... it's not why I came to America. It's like a complete breakdown of culture and manners.

CHARLEY

Well, the young ones have no manners. The other day at the car wash I had a young man look me up and down and actually ask me if I was a natural blonde!

GEORGE

No. What did you say?

CHARLEY

I looked him straight in the eye
(MORE)

CHARLEY (CONT'D)
and said: "Well, let's just say
that if I stood on my head I would
be a natural brunette with lovely
breath."

GEORGE
You did not!

CHARLEY
I did! And the amusing thing was
that it went right over his head!
They both laugh hysterically.

GEORGE
You had a mouth on you even back in
London. Do you remember that old
lesbian who threw her drink at you
because you asked her if she was
hung like a donut!?

They practically fall out of their chairs laughing at this one. Their laughing tapers off as Charley takes a drag on her cigarette. There is a quiet, sweet pause between them.

CHARLEY
Oh Geo, we could always go back to
London. The two of us.

GEORGE
No thanks.

CHARLEY
You know you miss it.

GEORGE
Sometimes I miss it. Maybe if Jim
had lived. He loved England. He
really wanted us to stay the last
time we were there.

CHARLEY
Do you really think you would have
moved?

GEORGE

Oh, I don't know. It's silly to even talk about it. It was just a fantasy.

Charley reaches over and holds his hand. As she does, she fondles his little finger and notices the addition of the slim gold band.

CHARLEY

What's this?

George pulls his hand away.

GEORGE

My mother's wedding ring. I found it when I was cleaning out a drawer. Charlotte dear, we are both in need of another drink.

George stands up, grabs their two empty glasses, and heads back to the drinks table as Charley watches, clearly still very much in love.

Charley gets up and puts on a record and then crosses the room to where George is mixing the drinks and slides up behind him affectionately.

George smiles as Charley embraces him from behind and lays her head on his shoulder.

Much to her surprise he turns around, takes her hand, and grabs her around the waist as they begin to slow dance.

George buries his head in Charley's neck and squeezes her close. We hear the sound of her bracelets and George feels the brush of her earrings as he literally drinks her in.

They are drunk and adorable together as the pace of the music slows and George starts to pull away.

Charley in an attempt to keep things going stops dancing and runs across the room to change the record.

CHARLEY

Wait, wait, wait! Don't move. I
LOVE this.

She puts on a wild record as George begins to laugh against his will.

GEORGE

You are insane!

CHARLEY

Come on old man!

The music blares and the two of them go crazy. Charley is quite a sexy dancer as is George. He twists lower and lower as the two of them have a Watusi competition all the time laughing.

As Charley shakes her head and goes wild, she loses her balance in her mules and falls back onto George. The two of them fall to the floor laughing.

They are both flat on their backs as Charley slides into a comfortable spot under George's arm with her head on his shoulder.

They slowly calm down and their laughter turns to sweet smiles of exhausted, drunken contentment as the record dies down and turns itself off.

They look blissful lying on the white shag carpet as they regain their breath.

GEORGE

Don't move.

George jumps up, slips off his jacket and tosses a few pillows to the floor. He grabs their drinks, Charley's pink cigarettes and an ashtray and heads back to her.

He slides back down next to her, lights two cigarettes at the same time, gives one to her, and takes the other one for himself.

CHARLEY

Very smooth cigarette move.

GEORGE
I've always wanted to do that.

CHARLEY
You don't even smoke.

GEORGE
Well, not for the last 16 years.
Jim hated. What's to stop me now.
It's not as if it's going to kill
me is it?

They both laugh and blow smoke into the air.

CHARLEY
This is so nice lying here with
you. Don't you ever miss this? What
we could have been to each other?
Having a real relationship and
kids?

GEORGE
(stunned)
I had Jim.

CHARLEY
I know, but I mean a real
relationship. Geo, let's be honest,
what you and Jim had was great but
wasn't it really just a substitute
for something else?

George sits up and looks directly at Charley.

GEORGE
Is that really what you think after
all of these years? That Jim was
just a substitute for real love?

George really loses his temper.

GEORGE (CONT'D)
Jim wasn't a substitute for
anything, and there is no
substitute for Jim, anywhere! And
(MORE)

GEORGE (CONT'D)

by the way, what was so REAL about your relationship with Richard? He left you after 9 years! Jim and I were together for 16 years and if he hadn't died we would still be together! What the hell is not REAL about that!?

George, disgusted, gets up and stands in front of the fire. He stands dead still for a moment trying to compose himself. Charley is stunned and doesn't move.

Charley has been stung by George's comments about her marriage.

CHARLEY

I didn't mean it the way it sounded. I know how much the two of you loved each other.

CHARLEY (CONT'D)

I just suppose that I was always a bit jealous that you and I never had that kind of love. Actually I've never had that kind of love with anyone. I don't think Richard ever loved me except for the way I looked. And Clay, I don't know. You raise a child and love it and then when they get old enough they just leave.

GEORGE

Charlotte, there is nothing wrong with your life. You like feeling sorry for yourself. It's one of your great pleasures.

CHARLEY

And it's not one of yours? You're as pathetic as I am.

GEORGE

Feeling sorry for myself is definitely not one of my great pleasures.

Charley struggles to stand up.

CHARLEY

Well its not one of mine either. I don't like feeling sorry for myself one bit. I tried to hold onto Richard for so long even when it was obvious to everyone but me that it was over. Now Clay is grown up. I mean, what am I doing here Geo? Tell me that?

GEORGE

You have lots of friends. You'll be fine.

Charley sighs.

CHARLEY

Yes, I have friends. But none of them need me. And yes I have you and if you weren't such a goddamn poof we could have all been happy!

George begins to smile.

Charley crosses to the coffee table, lights another cigarette, takes a long drag and exhales slowly. She sits down on the sofa and George joins her. He slips his arm around her as she attempts to wriggle away.

CHARLEY (CONT'D)

I only have you now because you lost Jim, but I'll lose you again soon to someone else. It's not as easy for a woman. I did everything the way that I was supposed to and all I have to keep me company is a bottle of gin.

GEORGE

Maybe you should try donuts with your gin.

CHARLEY

Screw you!

GEORGE

Charlotte, you are dramatic. You really almost had me. A tiny tear was beginning to form in the corner of my eye. Now stop it, you know that you are still breathtakingly beautiful when you bother to get yourself up and out of bed and you stop whimpering about everything for five minutes. Move back to London! Change your life! If you're not happy being a woman then stop acting like one.

CHARLEY

You have all the goddamn answers don't you? If you're so smart why aren't YOU making something new happen in your life? (beat) I'm serious. Why don't you take that position at Stanford? Why do you keep teaching at that little school when you could have any position you want?

GEORGE

I think what I've done has been worthwhile.

George is stung.

CHARLEY

I'm sorry, I shouldn't have said that. (beat) As much as I dread it, I think I might move back to London.

GEORGE

Why do you dread it?

CHARLEY

When I lived in London last I was YOUNG. I was fresh, I was everything. Coming to America was (MORE)

such a dream, it was the icing on the cake. Going home is defeat. None of it really worked out the way I'd planned.

GEORGE

Most things don't work out the way people plan. You're living in the past. You need to start thinking about the future.

CHARLEY

Living in the past IS my future. You're a man. It doesn't have to be yours.

They both sit silently for a moment.

CHARLEY (CONT'D)

And you're a bore tonight. Can't we just feel sorry for ourselves a little bit longer? Mix me up another drink. Please?

George checks his watch. 10:45.

GEORGE

I don't think so. I have to go. Come on. Walk me out.

He gets up and takes his jacket from the back of the sofa.

CHARLEY

But this was such fun!

GEORGE

I have to.

Charley gets up and follows him as they walk toward the entry hall.

CHARLEY

When will I see you again?

GEORGE

Aren't you moving to London?

CHARLEY

I'll never do that! It's far too much effort. Besides, I don't think Jim would want me to leave you here in LA all alone.

GEORGE

Don't worry about me Charley. I'm OK. I've got all the answers. Remember?

CHARLEY

What are you doing this weekend?

GEORGE

I think I might just be very quiet.

CHARLEY

You never really did take me seriously did you George?

George opens the door, turns and faces her.

GEORGE

I tried to Charley. Remember? A long time ago. It didn't quite work, did it? Good night Charley.

As they embrace, she kisses him hard. For a moment he kisses her back until her kiss turns serious and desperate.

George calmly backs up and looks into her eyes. With both hands, he firmly grips her arms and kisses her again on the mouth but this time it is a chaste good-bye kiss.

Charley behaves. She is defeated and we feel that this scene has been played out before in their relationship.

GEORGE (CONT'D)

Sleep tight. I love you.

She resigns herself to him leaving, and stares at the back of the door as he closes it behind him.

EXT. GEORGE'S HOUSE SANTA MONICA. NIGHT -- LATER. (1962)

An exterior shot of the full moon through the trees. George's house is illuminated in the background.

INT. GEORGE'S HOUSE - STUDY. NIGHT -- CONTINUOUS

George is sitting at his desk writing a note.

George seals the note and then picks up the gun and holds it for a moment as he places the gun gently to his head.

FLASHBACK - EXT. STARBOARD SIDE BAR. -- NIGHT (1946)

George walks up the sidewalk towards the bar. It is a lively scene outside with the bar crowd spilling out onto the sidewalk. George approaches the door and pushes himself inside.

FLASHBACK - INT. STARBOARD SIDE BAR. NIGHT (1946) CONTINUOUS

The bar is packed and filled with many men in their Naval uniforms. It is also filled with girls who have clearly dolled themselves up for the evening.

All are laughing and talking loudly. It is a wild and raucous atmosphere and filled with so much smoke that it is hard to see.

George walks in and not being able to find a spot to stand, orders a beer and a pack of cigarettes at the bar and goes outside to smoke and enjoy the cool breeze.

FLASHBACK - EXT. STARBOARD SIDE BAR. NIGHT (1946) -- CONTINUOUS

George is standing outside enjoying his cigarette as a young Naval officer walks into the bar.

George briefly locks eyes with the young man. After a few moments, the young officer returns with a beer - it's Jim.

JIM

It's too hot in there.

GEORGE

Yes it is. Would you like a cigarette?

JIM

No thanks, I don't smoke. Is this place always this crowded?

GEORGE

Well, it is Saturday night but no it's usually not quite this bad. Most people just stop in here to pick someone up and then head on down the beach for the rest of the evening.

JIM

Yeah. It's pretty wild out there. I'm surprised the cops don't break it up. Is it always like that?

GEORGE

Since the war ended. I think it's pretty great actually. Kind of pagan.

Jim puts his hand out.

JIM

Jim.

The two men shake hands.

GEORGE

George. Pleased to meet you Jim.

JIM

I'm supposed to meet some friends here but they're nowhere to be found.

GEORGE

I just needed to get out of the house. I was just going to take a walk but the lure of a cold beer got to me.

George puts out his cigarette.

JIM

Do you live close by?

GEORGE

Yes. In the canyon.

JIM

How long have you lived here?

GEORGE

Since 38. Where are you from?

JIM

Colorado. But I really like it here. I think I might stay after I'm discharged. It's great. I love being so close to the ocean. I don't know, perhaps I'm just a bit of a pagan.

Just then it begins to rain lightly. The two men look at each other and then scramble for the door to the bar as the rain starts coming down hard and fast.

FLASHBACK - INT. STARBOARD SIDE BAR. NIGHT (1946) --
CONTINUOUS

It is packed inside and George and Jim are literally pressed up against each other. There is an electricity between the two of them. It is so loud inside the bar that they have to shout.

JIM

Another beer?

GEORGE

That would be great.

Just then a beautiful BLONDE GIRL with Veronica Lake hair and a cherry red mouth, pushes between the two of them. As she does she looks up at Jim.

BLONDE GIRL

Well, hello.

JIM

Hello.

BLONDE GIRL
Want to buy me a drink?

Jim looks past the girl directly into George's eyes.

JIM
I'm afraid I'm taken.

BLONDE GIRL
Too bad. Too bad...

She pushes away from them back into the crowd as the two men smile at each other.

END FLASHBACK

INT. GEORGE'S HOUSE - STUDY. NIGHT -- CONTINUOUS

George sits still for a moment, puts the gun down, jumps up and runs down the hall to the kitchen.

INT. GEORGE'S HOUSE - KITCHEN. NIGHT -- CONTINUOUS

OUR VIEW IS FROM OUTSIDE OF THE HOUSE.

George crosses to the liquor cabinet and grabs the bottle of scotch. There is only a drop left.

George puts down the bottle, takes off his glasses and goes out the front door.

EXT. CAMPHOR TREE LANE. NIGHT -- CONTINUOUS

As George leaves his driveway he hears someone behind him.

We see clearly the outline of Kenny's bike in the foreground but George doesn't see this.

He stops and looks around. Nothing. George continues his jog down the hill.

EXT. STARBOARD SIDE BAR. NIGHT -- MINUTES LATER

George approaches the bar. He opens the door and goes in. The place is a faded version of its 1946 incarnation.

INT. STARBOARD SIDE BAR. NIGHT -- CONTINUOUS

The bar now sports a jukebox in the corner and a television above it. A neon Budweiser sign/clock tells us it is 11:03.

Most of the patrons sit at the long bar, staring lazily at the television in a cow daze.

George heads to the bar and calls out to PATRICK the bartender.

GEORGE

Patrick, could I have a bottle of scotch and a pack of Lucky Strikes to go please?

As he says this he notices a young man who walks into the bar.

A slow steady smile crosses George's face - it's Kenny.

George looks to the bartender.

GEORGE (CONT'D)

Patrick. Cancel that.

He holds up two fingers and points to his regular booth. Patrick nods.

George walks over to the booth.

Kenny slips onto the bench across from George. Kenny is slightly out of breath.

GEORGE (CONT'D)

Well, hello Mr. Potter.

KENNY

Hello, sir.

The bartender places their drinks in front of them.

KENNY (CONT'D)

What are we drinking?

GEORGE

Scotch.

KENNY

OK.

They each take a sip.

GEORGE

I come here all the time. I live
around the corner, but then you
know that.

KENNY

On Camphor Tree Lane.

They smile at each other.

George reaches into his pants pocket, pulls out his pencil
sharpener, and places it on the table with a smile.

KENNY (CONT'D)

You're still carrying that around.

GEORGE

One must always appreciate life's
little gifts.

Kenny and George smile at each other.

GEORGE (CONT'D)

So what are you doing here?

KENNY

Just out for a ride on my bike.

GEORGE

Is that all?

KENNY

I don't know.

GEORGE

Were you looking for me?

KENNY

Maybe. I don't know. I feel like my head's stopped up with stuff, with crap.

GEORGE

Stuff like what?

KENNY

Like, the stuff you were talking about today in class.

GEORGE

That is definitely not important.

KENNY

No, it is important. Your class is great. But somehow we always seem to get stuck talking about the past. The past just doesn't matter to me.

GEORGE

And the present?

KENNY

I can't wait for the present to be over. It's a total drag. Well, tonight's the exception...

George bursts into laughter.

KENNY (CONT'D)

What?

GEORGE

Tonight - yes! The present - no!
Let's drink to tonight!

They clink glasses.

KENNY

Tonight!

They both take a sip.

GEORGE

So if the past doesn't matter and the present is a "total drag". What about the future?

KENNY

What future? I mean Cuba might just blow us up.

GEORGE

Death is the future.

KENNY

I'm sorry. I don't mean to be depressing.

GEORGE

It's not depressing, it's true. I mean, it's not necessarily your immediate future, but it's what we all share. Death is the future.

KENNY

You're right I guess.

GEORGE

If one is not enjoying one's present there isn't a great deal to suggest that the future should be any better.

KENNY

Yeah, I've thought that before. But the thing is, you just never know. Look at tonight.

George looks intently at Kenny.

KENNY (CONT'D)

Actually I feel really alone most of the time.

GEORGE

You do?

KENNY

Yeah. I've always felt this way. I mean we're born alone, we die alone. And while we're here we are absolutely, completely sealed in our own bodies. Really weird. Kinda freaks me out to think about it. We can only experience the outside world through our own slanted perception of it. Who knows what you're really like. I just see what I think you're like.

GEORGE

I'm exactly what I seem to be, if you look closely. You know the only thing that has made the whole thing worthwhile has been those few times that I was able to truly connect with another person.

KENNY

I had a hunch about you, sir.

GEORGE

You did?

KENNY

Yes, sir. I had a hunch you might be a real romantic.

George smiles.

KENNY (CONT'D)

You know, everyone keeps telling you that when you're older, that you'll have all this experience - like it's some great thing.

GEORGE

That's a load of shit. I think I've actually just gotten sillier and sillier.

KENNY

Really?

GEORGE
Absolutely.

KENNY
So all your experience is useless?

GEORGE
No, I wouldn't say that. As our friend Mr. Huxley says: "Experience is not what happens to a man; it is what a man does with what happens to him."

Kenny looks at George and then blurts out...

KENNY
Let's go swimming.

GEORGE
OK.

Kenny bursts into laughter. George is confused but grins anyway.

GEORGE (CONT'D)
What?

KENNY
It was a test. I thought you were bluffing about being silly, so I said to myself, I'll suggest doing something completely outrageous and if he resists, if he even hesitates - then I know he's full of shit.

GEORGE
Well, I wasn't. Were you?

KENNY
Hell no!

They both jump up. George throws a few bills on the table and follows Kenny out of the bar.

EXT. STARBOARD SIDE BAR. NIGHT -- CONTINUOUS

They break into a run as Kenny sprints across the highway without looking either way. George struggles to keep up.

EXT. SANTA MONICA STATE BEACH. NIGHT -- CONTINUOUS

As George runs across the highway - Kenny vaults over the railing and disappears.

George clammers over the guard rail and looks down at Kenny, the street lights shining on his grinning face.

KENNY

Come on sir. I'll help you down.

George drops to the sand.

KENNY (CONT'D)

Let's go.

Kenny turns and runs, whooping and pulling off his clothes.

George follows. As he watches Kenny undress he hesitates momentarily and then begins to unbutton his shirt.

EXT. SURF LINE. NIGHT -- CONTINUOUS

A naked Kenny runs toward the surf and fearlessly dives into the waves.

Seeing Kenny, George toughens up. He slips off his pants, runs after Kenny and dives in.

A wave splashes over George and he stumbles. He finds his balance and continues out.

George makes his way out further, still laughing, as Kenny continues to plunge in and out of the waves.

Emboldened by Kenny's enthusiasm, George wades out further, his arms outstretched.

EXT. SANTA MONICA STATE BEACH. NIGHT -- CONTINUOUS

A naked George is way out and almost out of his depth as a towering wave pulls the surf away from him. George tries to brace himself against the giant wave but instead he is

knocked flat and suddenly pulled underwater. He does not resurface. Kenny dives under water to look for George.

EXT. OCEAN - NIGHT --CONTINUOUS

George gasps for air as Kenny pulls him to the surface and drags him toward the beach.

KENNY
That's enough for now sir.

GEORGE
I'm fine.

KENNY
Well I'm not. I'm cold. Come on.

EXT. SANTA MONICA STATE BEACH - NIGHT --CONTINUOUS

Kenny gets George to their clothes and starts toweling himself off.

KENNY
Can we go back to your place sir?

GEORGE
Of course. Where else?

George begins dressing.

KENNY
Where else.

Kenny smiles and grabs the rest of his clothes, heading back toward the highway still naked.

GEORGE
Are you out of your mind?

KENNY
What's the matter?

GEORGE
You can't walk home like that!

George catches up with Kenny.

KENNY
We're invisible, don't you know
that?

George stops dead in his tracks with this line from Kenny.

George is very cold, but Kenny seems in his element. He puts his arm around George's shoulders.

KENNY (CONT'D)
You know sir, they ought not to let
you out on your own. You're liable
to get into real trouble.

GEORGE
Oh, I excel at it.

Kenny looks at George who has a small cut over his left eye.

KENNY
Your forehead is bleeding.

George reaches up and touches his brow. He looks at his hand and sees the blood on his fingers.

INT. GEORGE'S HOUSE - LIVING ROOM. NIGHT -- LATER

They enter the house. Kenny is full of energy and George has sobered up a little from the walk back.

GEORGE
The bathroom is down the hall if
you would like to take a shower.

KENNY
Aren't you taking a shower too,
sir?

GEORGE
I'm fine. I'm English. We like to
be cold and wet.

KENNY
First, I think that we need to take
care of that cut sir. Do you have
any band-aids?

INT. GEORGE'S HOUSE - BEDROOM. NIGHT -- MOMENTS LATER

Kenny and George walk into the bedroom.

Kenny looks at the sleeping bag.

KENNY

Going camping sir?

GEORGE

Really, I'm fine.

KENNY

Stay there. I'll be right back.

George sits down on the sleeping bag.

INT. GEORGE'S HOUSE - BATHROOM. NIGHT -- CONTINUOUS

Kenny walks into the bathroom. He opens the drawer next to the sink and pulls out a cotton ball and a bottle of alcohol. He finds a tin of band-aids. As he lifts it up, something catches his eye. It is the nude photograph of Jim, taken in the desert.

Kenny stares at the picture a moment, looks towards the bedroom, and then quickly puts it back in the drawer.

INT. GEORGE'S HOUSE - BEDROOM. NIGHT -- CONTINUOUS

Kenny returns to the bedroom where George is lying flat on the bed with his feet on the ground.

KENNY

Sit up.

George obeys much to his surprise, as Kenny seems suddenly in control.

KENNY (CONT'D)

Tilt your head back.

Kenny gently cleans George's forehead with a cotton ball soaked in alcohol. George winces slightly but his eyes are locked on his new friend. Kenny puts a band-aid across the

cut over George's brow and gently brushes his wet hair back with his fingers.

KENNY (CONT'D)

Well sir, I'm afraid this time you don't have the excuse of mescaline to explain your bandage.

GEORGE

I think that we need to get you out of those wet clothes.

KENNY

Yes sir.

Kenny stands up and moves to the corner next to a chair. He kicks off his shoes and undresses very slowly. He carefully lays his clothes on the chair. Standing nude, Kenny turns towards George. He looks shy and nervous. George, who still sits on the edge of the bed, does not take his eyes off of Kenny.

Kenny smiles sweetly at George, but George does not react.

Suddenly embarrassed, Kenny turns and walks into the bathroom. He doesn't close the door after him but is out of George's sight. The shower is turned on.

George is not sure what to do. Looking towards the bathroom, he contemplates going in but instead rushes to his closet and grabs his robe.

INT. GEORGE'S HOUSE - LIVING ROOM. NIGHT -- MINUTES LATER

George lights a fire. He turns on the Hi-Fi and adjusts the lights. Kenny comes into the room, wrapped in a grey blanket.

GEORGE

You're not too cold?

KENNY

I'm great.

GEORGE

Would you like a drink?

KENNY

I'd love a beer sir, if you have one.

GEORGE

I'm afraid that's all we have. Two beers, coming up.

Kenny is examining an architectural model next to the drafting table as George arrives and hands him his beer.

KENNY

You live here all by yourself, sir?

GEORGE

I do now. I used to share this place with a friend. He was an architect.

KENNY

Man, guys my age dream about the kind of setup you've got here. I mean, what more can you want? You get to be left alone and come and go as you please.

GEORGE

And that's your idea of the perfect life?

KENNY

What's the matter, sir? You don't believe me?

GEORGE

If you're so keen on living by yourself, where does Lois fit into this plan?

KENNY

Lois? What's she got to do with anything?

GEORGE

I had the impression that you and she were together.

KENNY

Not really. I mean she's kind of cool and we're good friends, but I think what you really want to ask me is if we sleep together.

GEORGE

And do you?

KENNY

We did. Once.

GEORGE

Why only once?

KENNY

I didn't say only once, I said once. Come on, the last thing I want to talk about right now is Lois.

KENNY (CONT'D)

What time is it?

George looks at his watch. The second hand is not moving and the case is clouded over.

GEORGE

I don't know. My watch seems to have stopped.

George bangs his watch on the table.

GEORGE (CONT'D)

What does it matter anyway.

KENNY

Would you like me to go?

GEORGE

No, are you kidding? Get us both another beer.

Kenny jumps up and heads to the kitchen, then looks back.

KENNY
Is that an order sir?

GEORGE
You're damn right it is!

George tries to get up, but he struggles, quite drunk now and falls back into his chair.

GEORGE (CONT'D)
(to himself)
Pathetic.

Kenny arrives with two bottles of beer.

KENNY
Were you saying something sir?

George gives Kenny a concentrated stare.

GEORGE
Why are you here? Why did you ask
the secretary in the office for my
address?

KENNY
I just wanted to see you someplace
other than school.

GEORGE
Why?

KENNY
Sometimes I think I'm crazy because
I see things so differently than
everyone else does. I feel like I
can talk to you. To be honest sir I
was also worried about you today.

GEORGE
Me? What's to be worried about? I'm
fine.

George's vision begins to blur as Kenny moves toward us. Our image fades to a dusky brown.

GEORGE (CONT'D)
I'm fine...

CUT TO:

EXT. UNDERWATER

We are underwater in George's recurring dream. From the top of our screen drifts the nude body of George, arms outstretched, sinking slowly. He moves his legs in a slight struggle as he drops further and further underwater. George begins to toss and turn violently in the water searching for air. This time he suddenly rights himself and begins pushing toward the surface of the water. He climbs higher and higher and hits the surface with a loud gasp for air.

CUT TO:

INT. GEORGE'S HOUSE - BEDROOM. NIGHT -- LATER

George wakes up in bed with a deep gasp for air. He looks around the room for a moment. He is still dressed in his robe. The light is on.

He looks to the chair- Kenny's clothes are still there.

INT. GEORGE'S HOUSE - STUDY. NIGHT -- CONTINUOUS

George walks into the study. In the faint light we see Kenny asleep on the sofa underneath the blanket.

George stands over Kenny a minute looking at him. The light is catching on Kenny's thick lashes. Kenny is breathing gently. He looks angelic, and very, very, young.

Kenny's hands are holding onto something under the blanket. George carefully pulls the blanket back to reveal Kenny loosely gripping George's gun.

George reaches down and gently lifts the gun out of Kenny's hand and pulls the blanket up over Kenny's chest.

As George stares down at Kenny asleep, a warm smile creeps across his face.

George crosses the room and stares at the desk top. It has been disturbed. His perfect grid of papers is out of order. He opens the desk drawer and puts the gun carefully inside.

He lifts the key out of the drawer, locks the desk and slips the key into the pocket of his robe.

INT. GEORGE'S BEDROOM NIGHT 1962--CONTINUOUS.

George walks towards the glass door that opens to his back yard. It is a beautiful night. We can hear the sound of the surf in the distance and the sounds of the crickets and frogs.

An enormous owl almost 2 feet tall is sitting perfectly still in a branch of the large pine tree directly outside of the glass door at eye level with George but George does not see this. As he opens the door the owl suddenly spreads it's wings and takes flight.

As this happens our sound stops abruptly and we are left in total silence.

George freezes, gazing at the full amber colored moon, and drinking in the feeling of the fresh air.

It is clear from his face that he is a different man. He is free. The cloud has lifted.

George bats his eyes and as he does our sound snaps back.

GEORGE V.O.

A few times in my life I've had moments of absolute clarity.

George walks back into the study and stands over Kenny and smiles.

GEORGE V.O. (CONT'D)

When for a few brief seconds the silence drowns out the noise and I can feel rather than think...

George goes to the desk, gathers the note to Charley and one of the other letters.

GEORGE V.O. (CONT'D)

And things seem so sharp and the world seems so fresh.

He turns out the lamp and quietly closes the double doors to the study leaving Kenny asleep on the sofa.

INT. GEORGE'S HOUSE - LIVING ROOM. NIGHT -- CONTINUOUS

George slips down the hall to the living room which is still illuminated by the embers of the dying fire. He throws the letters into the fireplace and watches them flare up.

He puts his hands in the pockets of his robe and lets out a deep sigh.

GEORGE V.O.

I can never make these moments last. I cling to them, but like everything they fade.

The golden light from the fire rakes across George's face as he beams.

INT. GEORGE'S BEDROOM NIGHT 1962 -- MOMENTS LATER.

George sits on the edge of his bed. He is ecstatic.

GEORGE V.O.

I have lived my life on these moments.

CUT TO:

FLASHBACK OF GEORGE AND CHARLEY DOING THE TWIST EARLIER IN THE EVENING.

CUT BACK TO:

INT. GEORGE'S BEDROOM NIGHT 1962--CONTINUOUS.

GEORGE V.O.

They pull me back to the present

George is sitting on his bed reveling in his new found peace.

GEORGE V.O. (CONT'D)

and I realize that everything is exactly the way it was meant to be.

George, still smiling, reaches towards his bedside table to pour himself a glass of water from the carafe. As he does this his arm goes numb - he can't use his hand. He tries again and then grabs onto his wrist with his other hand.

We see a look of disbelief in George's face as there is suddenly a sharp pain in his chest.

His face is contorted with panic. He tries to cry out but can only muster a slight moan.

George attempts to stand but falls to the floor. As he does he hits the night stand violently with his body.

The clock hits the floor breaking its face.

George lies silently on the floor. He begins to lose consciousness.

There is no sound except for the sound of the clock which ticks loudly for a few beats and then abruptly stops.

QUICK CUTS OF A COMPLETELY STILL GEORGE FROM ALL SIDES AND ANGLES.

FROM THE CEILING, WE PUSH IN SLOWLY UNTIL WE ARE JUST OVER GEORGE'S BODY. WE ARE INTIMATE WITH HIM AND HEAR HIM BREATHING.

Into our warm brown screen moves slowly an EVER CLOSER SOFT FOCUS SHOT OF JIM. Jim moves toward us as FOCUS SHARPENS and he comes in for a very gentle kiss. Jim's face fills our screen and then he pulls away slowly and recedes into the darkness.

We settle, in an intimate way, close to George's face. We quite literally feel him slip away from us.

The sounds of life grow increasingly faint. George lets out a deep but relaxed sigh as his jaw slackens and his eyes begin to glaze and lose focus. George is completely motionless but he now has the faintest smile on his face.

The room is warm and dark and pleasant.

Shot from above, George's face fills our screen as we slowly pull back.

GEORGE V.O. (CONT'D)

And just like that it came.

We are now high above George and his outstretched body fills our screen as our image gradually begins to desaturate and then bleaches to white as we -

CUT TO BLACK.