

**ZEROPHILIA**

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1.

**FADE IN:**

**EXT. WILDERNESS - NIGHT**

Mist. Dark trees. Dripping vines. An ENGINE  
RUMBLES in the  
distance.

The full moon shimmers on a puddle. A FROG SPLATS  
IN,  
splashing a one man pup tent.

**INSIDE THE TENT**

LUKE's eyes pop open, disoriented, realizing he's fallen  
asleep reading by flashlight. He's nineteen, still slightly  
awkward and unaware he's growing handsome.

He listens as the ENGINE RUMBLES LOUDER, closer.

He peers out through the tent flap. Glaring head lamps ROAR  
toward him. Scrambling out of his sleeping bag, he HURLS  
himself against the side of the tent, as...

**OUTSIDE**

an RV CAMPER nearly plows down the tent, skidding to a stop  
in the mud.

Stillness.

Luke extricates himself from the tent. He runs to  
the driver-  
side window of the RV.

**LUKE**

Are you all right?

Inside, ALEXA, thirties, earthy, looks up at him bleary-  
eyed.

She nods 'yes.'

**LUKE (CONT'D)**

How did you even get here? There's  
no road.

**ALEXA**

I'm sorry. I'm from Utah.

**LUKE**

It's okay.

**ALEXA**

Are you alone out here?

2.

He nods 'yes.' She bursts into TEARS.

**ALEXA (CONT'D)**

My husband. Bastard. I've been  
driving for days. I don't even  
know where I'm going.

**LUKE**

Oh, wow. I'm really sorry.

She gathers herself, sniffing.

I have warm apple kringel in the  
camper. Would you like some?

**LUKE**

Uh, what is it?

**ALEXA**

Pastry.

**INSIDE RV CAMPER**

Luke stands at the RV's tiny kitchen counter, wolfing pastry off a paper plate.

**ALEXA**

So, this "Survival Quest" is your vacation?

**LUKE**

Yeah. It's my third try. Kind a' lame, huh?

**ALEXA**

No. Seven days alone in the wilderness? I'd be afraid.

**LUKE**

It's just something I really wanted to do.

Luke notices an odd pile of stuff by the sink.

**ALEXA**

His shoes. Fishing lures. The electric drill.

**LUKE**

Good.

3.

She smiles, grateful, eyeing his torn t-shirt and shorts.

**ALEXA**

You're all wet and muddy. Why don't I hang those up to dry?

**LUKE**

Thanks. I'm okay.

**ALEXA**

I'm propositioning you.

**LUKE**

Oh...  
Oh, wow.  
You are?

He considers, fearful, but thrilled.

**EXT. LANGFORD UNIVERSITY - MORNING**

Students crisscross on bikes in front of the quadrangle.

The huge round headlights and muscular front grill of an old SEMI-TRUCK RUMBLES up to the curb. It's the cab only, like the sliced-off front of a train engine.

Luke hops down, startling his friends, KEENAN and JANINE, passionately making out on the sidewalk.

Twenty, brainy and athletic, Janine adjusts her glasses, the only remnant of a bookish past, as she thoughtfully considers Luke's massive truck.

**JANINE**

It's remarkable. Sort of retro. I thought you were gettin' a pickup?

**LUKE**

I changed my mind.

Hoping for a more enthusiastic response, he turns to Keenan, who climbs up and peeks inside the cab. He's rugged, streetwise, perpetually bemused, -maybe Ed Norton and Bill Murray had a son...

**KEENAN**

It's awesome. It's pleather.

**LUKE**

Fuck you. You think it's stupid.

4.

Janine stares at him.

**LUKE (CONT'D)**

What?

She shrugs, trying to put her finger on it, and when Luke rolls up his T-shirt sleeves, she grins.

**LUKE (CONT'D)**

What?!

**JANINE**

Oh my God. You got laid.  
Finally! Who is she?

Luke glares at Keenan.

**KEENAN**

I didn't say a word! I swear!        You  
know Janine. She's got X-ray  
vision.  
      (to Janine)  
Camping! A total stranger.

**JANINE**

I knew that whole "waitin' to meet  
the right girl" thing was crap.  
Congratulations! I have to get to  
Physics. The truck's great.

**KEENAN**

See ya', hottie.

**JANINE**

Could find something to call me,  
other than what every guy in the  
world would say?

**KEENAN**

"Sweetheart?" "Babe?"  
"Aphrodite?"

Janine sneers.        At a loss, Keenan grabs her and kisses her  
passionately.

She walks off rolling her eyes, but secretly loves it.

Keenan climbs up into the cab.

**KEENAN (CONT'D)**

So this is gonna' be like your car?

5.

**LUKE**

Look, I know it's dopey. But don't  
you recognize it? It's painted and  
the muffler's switched out, -but  
this was my dad's.

Keenan looks around with fresh eyes. He reaches an arm way

up under the glove box and GRINS, pulling out a small stash of weed.

**KEENAN**

Ten years. A little dried out.

**EXT. COUNTRY HIGHWAY - DAY**

Keenan The truck barrels along through the trees. Luke and share a joint.

**LUKE**

First off, that woman. We didn't go all the way, you know?

**KEENAN**

Yeah? Okay, so?

**LUKE**

You think technically I'm still a virgin?

**KEENAN**

Were you inside her?

**LUKE**

Yeah.

**KEENAN**

It counts. Next. ...What?

**LUKE**

I been havin' this weird dream. The thing is, I think maybe the dream's real. Forget it. No way I'm tellin' you.

**KEENAN**

You know enough of my secrets to get me shot. Sharon's mom on Thanksgiving? What the fuck dream is there you can't tell me?

6.

**LUKE**

It's about part of me gettin'

smaller. An important part.

Keenan looks over warily, then busts out LAUGHING, then realizes Luke's serious.

**KEENAN**

You have gotta' be fuckin' kiddin' me. You're not thirteen!

**LUKE**

Screw you. Maybe I caught something.

**KEENAN**

I think it's good you bought this truck.

They both LAUGH.

**INT. ROAD RAGE GARAGE - DAY**

A small, run-down service garage, crammed with tires, tools and discarded car parts.

Luke's truck idles in the service bay, billowing smoke.

MAX, nineteen, lean, in overalls, with shoulder-length hair and edgy eyes, wipes his greasy hands on a rag.

Dripping with masculinity, he swaggers around the truck, chewing gum, wielding a pneumatic torque-wrench, which he occasionally REVS for emphasis.

**MAX**

I can do the gasket for twenty bucks. But new T-sprocks, for this thing? Two, three hundred, maybe?

**LUKE**

Shit. Can I hold off on that?

**MAX**

No skin off my ass. But a few days, weeks, your whole transmission could blow.

**LUKE**

Ah, Jeez. I shouldn't got this.

Max considers, sets his baseball cap on the truck fender and **SIGHS**.

**MAX**

Four hundred seventy-five horsepower. Twenty-eight inch wheels. It's a classic. Let me dig around out back. Maybe we got a used set.

**LUKE**

That'd be great. Thanks.

Max disappears through a squeaky door at the back.

Luke picks up a rag and wipes fingerprints off the fender.

He sits, impatient for Max to return.

He examines Max's cap, tries it on. He picks up the torque-wrench, swaggers about, trying to look macho, in the manner of Max.

He spins around and REVS the wrench, catching sight of MICHELLE, twenty, watching him from out front in jeans and

T-

shirt, with warm, confident eyes.

Luke swallows, wide-eyed, a deer in headlights. He sets down the torque-wrench.

**LUKE (CONT'D)**

It's not my wrench. It's my truck.

**MICHELLE**

What's wrong with it?

**LUKE**

Oh, just needs a new gasket and a couple T-sprocks. The flanges are sheared off. No big deal.

**MICHELLE**

You have to watch my brother, Max. He's sellin' you "T-sprocks?"

**LUKE**

Yeah?

**MICHELLE**

There's no such thing. Last week he sold Mrs. Gustafson a whole set: six hundred bucks. My name's Michelle.

8.

**LUKE**

From New York. Poli-Sci transfer. I sort of asked around campus.

**MICHELLE**

You did?

**LUKE**

You've prob'ly already got a stalker, huh?

**MICHELLE**

No.

Luke stares, awkward.

**LUKE**

You heard about Cafe Lunizia? Italian? They got New York style pizza. Make you feel at home.

**MICHELLE**

You askin' me out?

**LUKE**

Oh, well, uh, -definitely!

An SUV pulls up at the gas pump, stuffed with Keenan and OTHER GUYS. CHAD, exuding supreme self-confidence, calls over to Luke as he pumps gas.

**CHAD**

Hey, Spanky, let's go! Look forward to kickin' your puck ass.

**LUKE**

My ride.

**MICHELLE**

Your name's "Spanky?"

**LUKE**

No, Puck Ass, but people just call me Luke. We're beatin' his frat boy team in street hockey. Pisses 'em off.

**MICHELLE**

I'll talk to Max. Tell him to just replace the gasket.

Luke's BREATHING grows HEAVIER.

9.

**LUKE**

Thanks. So, what do you think? I'll just sit there while you eat. I won't even talk.

**MICHELLE**

Look, I just split up with this total amoeba.

**LUKE**

Oh, I'm a paramecium. That's way more evolved. I'm practically pond scum.

**MICHELLE**

Maybe I'll give you a call when the truck's ready.

**LUKE**

Great. You mean to go out, right?

Michelle smiles, and walks out through the squeaky door at the back. Keenan approaches.

**KEENAN**

(a whisper)

Whoa. That was her! Jesus, you're sweatin' like crazy.

Luke sits, nods 'yes,' wipes BEADS of SWEAT from his brow.

**LUKE**

We're goin' out.

Keenan gives him a high-five. Luke smiles, catching his

breath.

**INT. LUKE & KEENAN'S PLACE**

A small, run-down house. Hockey gear, dirty laundry and Keenan are strewn across the garage-sale sofa. He munches a burrito while watching the game.

**LUKE (O.S.)**  
**KEENAN! COME HERE, QUICK!!!**

Keenan leaps up.

**KEENAN**  
**WHAT?!**

He races down the hall, sliding on the linoleum.

10.

**BATHROOM**

Luke, a towel around his waist, stares at himself in the mirror, horrified.

**LUKE**  
Look! My chest!

Keenan looks, clueless, a little uncomfortable now.

**KEENAN**  
Yeah?

**LUKE**  
I had hair. Come on! Not a lot,  
but you've seen me -some- right?

**KEENAN**  
Okay, I don't know. So?

**LUKE**  
Well, where'd it go?

Keenan takes a bite of the burrito in his hand, now mashed.

**KEENAN**  
I really thought you gettin' laid  
was gonna' help. What is it with

you, man? I mean, you're smarter than me, you're better lookin' than me.

**LUKE**

I am not.

**KEENAN**

I know. But I'm just sayin', you can get any girl you want.

**LUKE**

Easy for you, you've got Janine.

**KEENAN**

I'm still workin' on my GED. How long you think Brainiac's gonna' wanna' hang with that?

**LUKE**

She worships you.

11.

**KEENAN**

Man, I'm gonna' be that wild fling she had with the local dude from the bike shop. "God, what was his name?"

**LUKE**

You're crazy.

Keenan gives him a look of "I'm crazy?"

**KEENAN**

You're gonna' have a great time with her tonight. Just be yourself. ...Mostly.

**EXT. CAFE LUNIZIA - NIGHT**

Cheap elegance. Luke and Michelle dine on the patio, strung with far too many white lights.

**MICHELLE**

I caught him with my best friend. Former. Such a cliché'.

**LUKE**

Sorry.

**MICHELLE**

Winthrop Hawkins. "Hawk." From this Park Avenue family. He'd know what kind of mushrooms those are, what the best wine is.

**LUKE**

The best wine is beer.

**MICHELLE**

I'm such a moron.

**LUKE**

You're not.

**MICHELLE**

No, I am. I have incontrovertible proof.

She kicks off her shoe and sticks her bare foot on the table,  
a TATTOO of a GREEN BIRD on her ankle.

12.

**MICHELLE (CONT'D)**

It's a hawk. Get it? "Hawkins?"  
See, you're smirking!

**LUKE**

I'm not.

**MICHELLE**

And it's GREEN! That's the one color tattoo they can't REMOVE!

**LUKE**

Oh. Bummer.

**MICHELLE**

I'm considering a prosthetic foot.

She smiles.

They sip from their glasses and drink each other in.

Luke contemplates a kiss,...

but his breathing grows shallow, he GASPS.

**MICHELLE (CONT'D)**

What's the matter?

**LUKE**

Nothin'. Maybe just kind a' hot out here. You want moron? When my dad died, -it's okay, I was nine. I barely knew what was goin' on- But I thought the tombstone was really sad looking, so I painted smiley faces and fish all over it.

**MICHELLE**

That's sweet.

**LUKE**

Yeah, I'm sure dad would've loved that.

His face REDDENS. Overheated, Luke tugs at his shirt, brushes SWEAT from his brow.

**MICHELLE**

So, what do you think makes a good relationship?

13.

**LUKE**

For real? I don't know. Friendship. Great sex. Knowing you want to be there even when it gets scary or bloody.

**MICHELLE**

Whoa. Where'd that come from?

**LUKE**

Sorry.

**MICHELLE**

No, it's just not the usual guy thing. ...You're great, you know?

Luke puts his hand on his chest, FEELS something.

He stands, puts on his jacket.

**LUKE**

Will you excuse me a sec'?

**NEAR THE KITCHEN**

HYPER-VENTILATING, his arms CLUTCHING HIS CHEST,

BEADS OF SWEAT on his forehead,

Luke checks the Men's Room door: LOCKED.

He ducks out the service entrance.

**EXT. PARKING LOT**

By the dumpster, Luke reaches behind his head, WHIPS off his jacket and shirt, and looks down...

His eyes GO WIDE.

**LUKE**

**-AAH!**

On his chest: FEMALE BREASTS.

Two WAITERS come outside for a smoke.

**FIRST WAITER**

Table twenty-nine. Like to bring her the cannoli special.

**14.**

Luke peers over the dumpster, down at his breasts, with a HIGH FEVER, and PASSES OUT, slumping to the ground.

**BEHIND THE DUMPSTER - LATE NIGHT**

Luke's eyes open, dilated, disoriented. He's lying on the ground, shirtless among bits of garbage.

He watches bleary-eyed, as a MOUSE peers at him from inside an empty milk carton. The mouse runs over and sniffs at a canteloupe, which triggers Luke's memory:

He GRABS his chest, relieved to find it's back to normal.

He stands, dizzy, surveying the dark, locked restaurant, and

staggers across the deserted parking lot toward his truck.

**EXT. WOODED HIGHWAY - LATE NIGHT**

Luke's Semi THUNDERS along.

**INSIDE THE CAB**

Luke stares out in shock.

He hears HEAVY BREATHING, MOANS, VOICES.

**FEMALE VOICE (O.S.)**

Oh yes! Don't stop!

He looks around for the source of the sounds, glances over.

**RIGHT SIDE VIEW MIRROR**

in it's reflection a leering male, stripped to the waist.

**MALE VOICE (O.S.)**

Lie down for me, baby!

The HEAD LAMPS of an oncoming car FLASH at him.

As he glances out the driver-side window, MUSIC BLARES from the passing car.

**INSIDE THE CAR**

A glimpse of what might be an ORGY of BODIES intertwined.

The FEMALE DRIVER - GRINS MANIACALLY UP at Luke as the CAR HORN SCREAMS by.

Luke CAREENS to one side, glancing at the truck's

15.

**LEFT SIDE VIEW MIRROR**

The car recedes in the distance, but the Female Driver appears CLOSE in the mirror's reflection, LEERING. She LICKS THE MIRROR from the inside, and disappears.

**THROUGH THE TRUCK WINDSHIELD**

Luke stares out, EYES GLAZED.

**INT. KEENAN AND LUKE'S GARAGE**

The decrepit old garage looks as if it may collapse any second. Barbells on the floor. Luke dodges and weaves, slugging a makeshift punching bag.

Keenan appears, wiping sleep from his eyes.

**KEENAN**

We takin' up boxing?

**LUKE**

I don't know. I am.

**KEENAN**

What's goin' on? You competin' for Mr. Universe this week?

**LUKE**

Everyone should just mind their own fucking business!

Keenan recoils at the attitude.

**KEENAN**

Didn't go so great, huh?

Luke punches the bag, harder and faster, a near SEIZURE:

ROAD

**RAGE.**

He collapses in a heap.

**KEENAN (CONT'D)**

Dude.

**LUKE**

It was goin' great. She's amazing. Funny. And really smart. And the way she eats ravioli, like 'aah.'

**KEENAN**

Cool.

16.

**LUKE**

Then I started feelin' all weird again, and, ... oh, man, you'll think I'm nuts... Keen, I had breasts. I felt 'em.

**KEENAN**

Whoa, first date. Definitely the 'new Luke!'

**LUKE**

No! On me.

**KEENAN**

You're startin' to creep me out. Listen, I think I know what's goin' on, okay? "Acute Adolescent Anxiety." It's from the stress of college, girls, grades. It's really common.

**LUKE**

I'm not an adolescent. Where'd you get this crap?!

**KEENAN**

The Net. I found all the symptoms right off: panic attacks, "Localized Alopecia" -that's hair loss. This doctor wrote back, "Any chance your friend, Luke, just lost his virginity?"

**LUKE**

You told, -you gave him my name?!

**KEENAN**

He's a doctor, back East. He's sending this information pack. Look, I started thinkin' you're goin' bipolar on me or somethin'. Come on, man, BREASTS?!

Luke considers.

**EXT. SUBURBAN HOUSE - MORNING**

Luke hops down from the truck cab, fixes his shirt and hair, trying to look nonchalant as he rings the doorbell.

Hearing something behind him, he turns as Max PUNCHES him in the stomach, knocking the wind out of him.

**MAX**

You son-of-a-bitch, stay the hell  
away from my sister!

Luke GASPS for air.

**MAX (CONT'D)**

You don't say a word?! You just  
leave her sittin' there?!

**LUKE**

I came to apologize.

Max shoves him across the yard.

**MAX**

Get out a' here! She's not home,  
anyway.

**LUKE**

Will you tell her I came by?

**MAX**

No. She's honest with you, so you  
bolt? And then what, you wake up  
feelin' sorry for her?

**LUKE**

No! Is that what she thinks? I  
left 'cause a' what she said?  
That's crazy! She's like the most  
incredible girl I ever met!

Max sneers, skeptical.

**LUKE (CONT'D)**

I had this 'pasta quattro funghi' -  
four mushroom. It took me a while  
to even figure it out, but I think  
someone put shrooms in it, or  
somehow they got in there by  
mistake. I was hallucinating and  
everything.

**MAX**

Amazes even me, a guy's capacity to  
be a world-class asshole.  
Fortunately, I'm familiar with the

cause.

18.

**LUKE**

Will you please just tell her I came by? Forget it. I'll catch up with her on my own.

**MAX**

No. You won't.

**LUKE**

Look, I'm gonna' see her again, -if she'll see me. I don't care what the fuck you say about it.

**MAX**

Oh, really?

They face off.

**LUKE**

Yeah, really.

**MAX**

You get near her, I'll feed your nuts to the neighbor's dog!

**LUKE**

What kind a' dog is it?

**MAX**

Huh?

**LUKE**

I mean, is it a pitbull, or what?

Caught off guard, a smile escapes Max.

**LUKE (CONT'D)**

I'm crazy about her.

**MAX**

Shrooms, huh?

Luke nods 'yes.'

**MAX (CONT'D)**

I'll tell her you came by.

Luke nods, appreciative.

19.

**EXT. MUDDY WATERS' MINI-MART - NIGHT**

A tanker truck QUAKES past. Surrounded by fir trees, the eerily empty mini-mart glows with fluorescent junk food.

**INSIDE MINI-MART**

Luke stands behind the cash register, leafing through "The Outdoors Man."

The CHIME BINGS and SYDNEY enters, early thirties, elegant in thrift-store chic. She's cool and in control, ...at least on the outside.

She surveys random candy bars, stealing glances at Luke.

**SYDNEY**

Had a sudden intense craving for a cherry popsicle.

**LUKE**

You can check in that freezer.

**SYDNEY**

What a relief. I'm Sydney. You?

**LUKE**

Luke.

**SYDNEY**

Workin' late, huh? Luke?

**LUKE**

Yeah, four AM. It sucks.

**SYDNEY**

Sometimes you guys are just unfathomably stupid.

**LUKE**

Excuse me?

**SYDNEY**

Why in the world do guys say "it sucks" as if it were a bad thing? I mean, every guy's dying to get a blow job, right? So, you think they'd treat those words with profound respect, like holy scripture. "What an unbelievable sunset, honey: doesn't it just SUCK?,"... "You won an Olympic Gold Medal?!, that BLOWS!"

20.

**LUKE**

I guess you're right.

**SYDNEY**

It must be great at your age. That river of testosterone coursing through your veins, the damn about to burst! How about we just lock this place up and go for an Olympic Gold?

**LUKE**

No thanks. Jeez, lady.

Disappointed, she checks her reflection in the freezer door.

**SYDNEY**

I ought to dye my hair. Don't you think?

**LUKE**

Uh, I don't know. Looks fine.

**SYDNEY**

Your hair is such an incredible color.

**LUKE**

It's brown.

**SYDNEY**

I love it. Do you think I could cut just a little piece? Match the color? It really "sucks."

**LUKE**

Nah, c'mon. You're messin' with

me.

**SYDNEY**

I'm not. I love it. You really should get rid a' that thing, anyway. I have clippers in my bag.

**LUKE**

What thing?

**SYDNEY**

Cowlick. Right here. See? I can just snip it off.

She SNIPS his hair. Luke pulls away.

21.

**LUKE**

Hey.

**SYDNEY**

What's the matter? Don't you like being touched? Don't you like being a guy?

**LUKE**

No. I mean, ... What? Sorry, but you're just bizarre.

She CHUCKLES, lays money on the counter.

**SYDNEY**

May be. But I learned long ago, you can't change your true nature, even if it can change you.

As she leaves, she takes a provocative bite of the popsicle.

**EXT. POLLY WOG'S POOL HALL - DUSK**

Acres of yellowing corn surround a dilapidated farmhouse converted into a pool hall. The windows glow from warm lights inside.

Parked along the gravel driveway are pickup trucks, cars,

and

Luke's Semi.

**INSIDE POOL HALL**

Smoke, ROWDY MUSIC and the CLACK of cue balls.

Keenan and Luke snake their way through the pool tables.

**LUKE**

Holy shit. It's that lady from the store! Grey and black at the bar.

Keenan looks over at Sydney, finishing off a bourbon.

**RENTAL COUNTER**

Janine and Michelle check out a rack of billiard balls from the worldly British owner, POLLY.

She runs the place like a wild west saloon, with such ease and confidence, it suggests there may be a shotgun under the bar.

22.

**POLLY**

That boy, Keenan, still giving you trouble?

**JANINE**

Actually, I tried exactly what you said.

**POLLY**

And...?

**JANINE**

Unbelievable! Thanks.

**POLLY**

Works every time.

(to Michelle)

Nice to meet you, darling. I hope you'll find not too many rules here, and the drinks not too dear.

**MICHELLE**

Yeah, thanks. It's amazing.

Polly moves off.

**JANINE**

Isn't she great? Guys drive across the state just to buy a beer from her. Total loner, though. No one's ever seen her with anyone.

**MICHELLE**

What did she tell you to try?

Janine whispers in her ear.

Michelle's jaw drops open, scandalized.

They LAUGH.

**AT THE BAR**

Luke hands his keys to JEREMY, the handsome bartender, in exchange for a full pitcher of beer.

**LUKE**

Thanks, man.

**KEENAN**

Oh, God. She's eyeing you. I think she's comin' over.

23.

Sydney saunters up.

**SYDNEY**

Can I buy you a drink?

**LUKE**

Uh, no thanks. We're already here with dates and stuff.

**SYDNEY**

You are? Who? Where is she?

**KEENAN**

They're around somewhere.

**SYDNEY**

Luke, if you like this girl, we better talk.

**LUKE**

What?

Sydney glances around, talks quietly.

**SYDNEY**

Anything happen since we last spoke? Hot flashes? Pressure in your chest?

Luke pales.

**LUKE**

No.

**KEENAN**

Who are you?

**SYDNEY**

Dr. Sydney Catchadourian. Keenan, right?

**LUKE**

You know him?!

**SYDNEY**

We exchanged E-mail. I came right away.

Luke gives Keenan the evil eye.

**KEENAN**

From Philadelphia? Why?

24.

**SYDNEY**

Your friend here has an extra chromosome.

The little remaining color in Luke's face now drains away. He shakes his head 'no.'

**LUKE**

Someone put mushrooms in my mushroom sauce.

**SYDNEY**

I tested your hair.

**LUKE**

You're like some whack job. Get

the hell away from me.

Luke moves off, sloshing beer. Sydney sighs.

**SYDNEY**

Denial, denial, denial. Always the first step. Keep him away from that girl.

**KEENAN**

What're you talkin' about?

**SYDNEY**

Chromosomes. Most people have forty-six: Two X if you're a girl, an X and Y if you're a guy. He's got forty seven: An X, a Y, and a Z.

**POOL TABLE**

Janine and Michelle select pool cues.

**JANINE**

We've only been together six months. And he's such a guy's guy, everyone's buddy, but, alcoholic parents, six months in "Juvey."

**MICHELLE**

Wild past, huh?

25.

**JANINE**

I think the only reason he's even alive right now, is okay, partly 'cause he's so damn smart, but mostly 'cause there's this one person, he knows, absolutely, no matter what, won't bale on him.

**MICHELLE**

You.

**JANINE**

No. He doesn't trust me at all. Luke. He's a rock.

**MICHELLE**

Yeah?

**JANINE**

So, yes, you can trust him. I'm hoping Keenan's the same way. 'Cause believe me, I'm not used to rocks, I'm used to pebbles.

Michelle LAUGHS.

**MICHELLE**

Grains of sand.

Luke rejoins them with the pitcher of beer, glancing back toward the bar. Keenan comes too, with a look of concern.

**JANINE**

Everything okay?

**KEENAN**

Sure. I need a drink.

Keenan steals glances at Luke, trying to sort it all out.

**KEENAN (CONT'D)**

(aside to Luke)

That lady's nuts.

Luke nods.

**AT THE BAR**

Sydney sits at a bar stool, keeping an eye on Luke and Michelle. Jeremy lays out a cocktail napkin, speaks with a slight Texas drawl.

26.

**JEREMY**

Another round?

**SYDNEY**

Please. You see that couple over there? I don't get it. What's he see in her?

**JEREMY**

The brunette? You kiddin'? I'd give my left one to be with her.

**SYDNEY**

Yeah? So could he.

**POOL TABLE - LATER**

Now alone with Michelle, Luke lines up his cue stick, then catches Michelle's admiring eyes.

She smiles, glances over at Keenan and Janine, making out by the jukebox.

**MICHELLE**

Your friends sorta' like each other, huh?

**LUKE**

Super-glue. Thirty seconds together, you can't pull 'em apart.

**MICHELLE**

How'd they meet?

**LUKE**

Keenan sold her a bike. I don't think they've been apart more than six hours since.

shoot  
Luke peers over the corner pocket, and watches Michelle and sink the ball.

**LUKE (CONT'D)**

I never thought in a million years you'd go out with me, let alone twice.

**MICHELLE**

You're not s'posed to say that. That's a total pathetic, loser thing to say. But I'm gonna' take it as a huge compliment.

27.

**MICHELLE (CONT'D)**

Okay, two word answers only. Why'd you ask me out in the first place?

**LUKE**

Beautiful. Unpretentious. Why'd you say 'yes?'

**MICHELLE**

Gentle.

Luke sneers, not his favorite compliment.

**MICHELLE (CONT'D)**

...Hot. Deep. Three words.

He smiles.

**LUKE**

Okay, two words. What're you most passionate about?

**MICHELLE**

Friendship. Trust. You?

**LUKE**

Hockey. ...Hockey.

**MICHELLE**

So much for "deep."

They LAUGH.

**LUKE**

You.

The electricity between them charges the air.

Luke maneuvers himself closer.

**LUKE (CONT'D)**

Okay, I'm gonna' take a wild shot. Ricochet off the back, over here, then straight into that side pocket. What are my chances?

**MICHELLE**

Point zero zero zero one.

Luke takes his shot,...

and KISSES HER.

The ball ricochets off the back, across the table, and sinks in the pocket at the side.

**AT THE BAR**

barely  
Jeremy looks on, aroused. Sydney squints, dismayed,  
able to watch.

**JEREMY**

Damn. Will you look at that tonsil  
hockey?

**SYDNEY**

I'd prefer not. This could get  
bad.

**JEREMY**

You've been staring at him all  
night. You got a thing for him, or  
what?

**SYDNEY**

Actually, I'm hoping he's got one  
for me.

**POOL TABLE**

Keenan and Janine rejoin Luke and Michelle, all four elated.

**KEENAN**

Looks like you two are gettin' on  
okay. Should we rack up another  
game?

**MICHELLE**

Definitely! I'd like to get good  
at this pool thing.

Luke racks up the balls as Michelle lines up the cue.

**MICHELLE (CONT'D)**

Okay, I'm gonna' break this wide  
open!

**LUKE**

Go for it!

Before Keenan has lifted the wooden triangle rack,

Michelle HAMMERS the cue ball.

It CRACKS off the rack,

ROCKETS off the table,...

and CANNONBALLS Luke in the CROTCH.

29.

Keenan, Michelle, and Janine ALL GASP.

They CRINGE, poised, waiting for Luke to react.

**MICHELLE**

God. Sorry.

Luke picks the cue ball up off the floor and sets it on the table.

He sees them watching him.

**LUKE**

What?

**KEENAN**

Man, I'd be on the floor cryin'  
like a baby.

**LUKE**

No, I'm all right.

Surprised, they return to the game.

Michelle lines up the cue ball again, as Luke considers,...

just

with a slow-dawning realization that something, somehow,  
isn't right.

He casually touches his hand to his pants.

He pales slightly.

**LUKE (CONT'D)**

Would you excuse me a sec'?

He looks to Keenan for help.

**AT THE BAR**

Sydney watches as Keenan and Luke cross the hall toward the back.

She flags Jeremy.

**SYDNEY**

Jeremy! Bourbon. Fast!  
(a glance at Luke)  
Better give me the whole bottle.

30.

**OUTSIDE MEN'S ROOM**

Luke tries the men's room door, locked.

**KEENAN**

In here.

Keenan opens another door that leads them into a store room.  
Luke follows, with a look of concern.

**INSIDE STORE ROOM**

**KEENAN (CONT'D)**

I mean, it was like a precision-  
guided missile.

Luke unzips and gently digs in his trousers.

He looks down, SHUDDERS,...

**LUKE**

Uh- ah-

Luke's face CONTORTS, terrified.

**KEENAN**

I'll get some ice.

Luke shakes his head "no," points toward his crotch, GASPS,  
barely able to make a sound...

**LUKE**

It's-! Look!

Keenan gives him a look, repelled, perplexed...

**KEENAN**

What?

then takes a look,...

His EYES GET HUGE.

**KEENAN (CONT'D)**

**DUDE!!!**

Sydney BURSTS in with the bottle of bourbon.

**SYDNEY**

I was afraid a' this!  
(to Keenan)  
Make sure no one gets in!

31.

**SYDNEY (CONT'D)**

(to Luke)  
Now, will you listen to me?!

Luke, slack-jawed, keeps checking himself. Each time the horror of it grows more intense.

**LUKE**

Oh, GOD!

Sydney uncaps the bourbon and drops capsules in from a prescription bottle.

**SYDNEY**

It's gonna' come back. Drink this!

**LUKE**

What're you givin' me?!

**SYDNEY**

Valium. Flexeril. And a shitload of Darvon. You gotta' calm down.

**LUKE**

"Caaalm Down?!!!!!!!"

**SYDNEY**

Here we go...

He and Sydney have to yell to hear over Luke's escalating **MANTRA...**

**LUKE**

"CAAALM DOWN?!!!"

**KEENAN**

What's wrong with him?!

**SYDNEY**

He's a Zerophilic.

**KEENAN**

A what?! I'm gettin' a doctor!  
This isn't right!

Sydney GRABS Keenan, SHOVES him against the wall.

**SYDNEY**

I am a doctor! You breathe one  
word, anyone else sees him like  
this, and he's fucked! Pictures  
all over the net, tabloids,  
television!

32.

**LUKE**

**TELE-VISION?!!**

**SYDNEY**

No! We're gonna' get it back!  
(to Keenan)  
You let me help him, he gets a  
normal body, lives a normal life.  
Now, you his friend or not?!

Keenan nods that 'yes, he is.' Sydney releases him.

**SYDNEY (CONT'D)**

Hang onto him. So he doesn't get  
hurt when he passes out.

**KEENAN**

Now just wait a sec'? Is it  
**CONTAGIOUS?!**

**SYDNEY**

There are no recorded incidents of  
transmission from physical contact.

**KEENAN**

"Recorded incidents?!!"

**LUKE**

Oh, PLEASE God! What did I DO  
**WRONG?!**

**SYDNEY**

Nothing. You're a Z.

**KEENAN**

"RECORDED INCIDENTS?!" Oh my God,  
I used his deodorant!

**SYDNEY**

Oh, will you calm down?

**KEENAN**

"C A L M D O W N ?!!!!"

**LUKE**

"C A L M D O W N ?!!!!"

Luke's eyes glaze over...

He weaves, losing his balance...

**SYDNEY**

Finally.

33.

Sydney helps Luke FLOP DOWN on the floor. He passes out.

**SYDNEY (CONT'D)**

He'll be alright. He didn't go all the way. When you fall asleep or pass out, a Z almost always reverts back. It's called a Nocturnal Remission.

Keenan approaches Luke, then steps back.

**SYDNEY (CONT'D)**

Oh, relax, it's not contagious.

wipes  
Keenan grabs the bourbon-Darvon concoction from Sydney,  
the rim of the bottle just in case, then takes a big swig.

**INT. SYDNEY'S BED & BREAKFAST - LATE NIGHT**

On a corner table sits high-tech laboratory equipment.

Keenan and Luke gulp beers, still in shock. Luke keeps one hand down his pants for reassurance.

**SYDNEY**

In the world? A hundred. A thousand. There's no way to know. It doesn't show up in any normal DNA test. It's triggered when you first have sex.

**LUKE**

The woman in the RV!

**KEENAN**

(dark)  
From Utah.

**SYDNEY**

Now, you're Morphescent whenever you're aroused.

**KEENAN**

You tellin' me this is gonna happen any time he gets the hots for a girl?

Keenan looks over at Luke...

**KEENAN (CONT'D)**

Man, this could be a problem.

34.

**LUKE**

Is there a cure?

**SYDNEY**

It's not a disease! But there are steps you can take.

**LUKE**

Well, what are they?

**SYDNEY**

Take it easy. You can't rush this. Before anything, you need to try going all the way.

**KEENAN**

"All the way?"

**SYDNEY**

You need to turn all the way into a

female.

**LUKE**

You out of your mind?!

**SYDNEY**

You have to give it a try.

**KEENAN**

Maybe we should get a second opinion.

**LUKE**

Yeah, may be! 'Cause you can  
**FORGET THAT!**

**SYDNEY**

Fine, but I warn you, they've never seen this before. First, they'll try a barrage of antipsychotic medications, surgery, electroshock therapy, -god knows what.

**KEENAN**

If he were to try goin' all the way, then what?

Luke glares at him.

**KEENAN (CONT'D)**

I'm just askin'.

35.

**LUKE**

It ain't gonna' happen!

**SYDNEY**

Oh, for Chris' sake! I'm trying to help you. That Z chromosome's not latent anymore! You don't get control a' that thing, you don't know when it's going to kick in, what it's gonna' do! You want to end up with three left breasts, behemoth hips and one testicle?!

Luke and Keenan swallow, wide-eyed at the prospect.

Sydney calms herself down.

**SYDNEY (CONT'D)**

Now, there's no reason for that to happen. Sorry. You're not the only one who didn't get any sleep. Now, are you going to let me help, or not?

**KEENAN**

How would he even do that? Go all the way, I mean?

**SYDNEY**

He's a Z.

(to Luke)

You become Morphescent when you get turned on. You can change all the way when you have an orgasm.

**LUKE**

With who?

**SYDNEY**

I'm available.

**LUKE**

No way!

**SYDNEY**

Well, excuse me. Truth is, at this stage, you don't really need anyone else.

**LUKE**

Huh?

36.

Sydney wearily sips a highball. She looks to Keenan for help. Keenan flashes the international sign for jacking off.

**LUKE (CONT'D)**

Oh.

**SYDNEY**

It's a lot to absorb, I know. When you're ready, give me a call. Your first time, you shouldn't be alone.

**EXT. CEMETERY - DAWN**

A deserted, hilltop cemetery. Luke sits on the manicured lawn, across from a gravestone with vestigial images of brightly colored smiley-faces and fish.

**LUKE**

Michelle. And I really like her,  
dad. But,...

He bounces a soccer ball against the headstone.

**LUKE (CONT'D)**

You know, I always thought your  
dying was the worst thing that ever  
happened to me, and that happened  
more to you than it did to me... I  
mean, a lot more, really.

Luke paces nervously.

**LUKE (CONT'D)**

Look, every day I wish you were  
around, but I swear, if I tell you  
this, you damn well better stay  
dead!

He glances at a burial ceremony, half-mile away.

**LUKE (CONT'D)**

And I swear to God I'm gonna' beat  
this thing. No matter what it  
takes. Before I tell you, I just  
want to make sure you know that,  
okay?

A hushed voice...

**LUKE (CONT'D)**

I think I might be a Zerophilic.

37.

**EXT. LUMBER MILL**

Keenan and Luke spar on roller blades, hockey sticks in  
hand.

Luke WHACKS the hockey puck with such intensity, it may land  
on Mars.

**LUKE**

I'm not doin' it. I don't care what she says! I can control this thing.

**KEENAN**

How?

**LUKE**

I didn't know what was goin' on before. I do now, so, it's not gonna' be a problem. I just need to stay focused!

**KEENAN**

You mean, keep yourself from getting turned on? How're you gonna' do that? You get turned on by two scoops of ice cream.

Luke glares at him.

**KEENAN (CONT'D)**

I'm just sayin'. I mean, you think Larissa, the horse-faced girl's got her good points.

Michelle and Janine ride up on their bikes.

**JANINE**

I knew we'd find 'em here.

**MICHELLE**

We just wanted to know if you're alright. After last night.

**LUKE**

Yeah. I'm fine. Thanks. Perfect.

**MICHELLE**

Good.

(slightly suggestive)

Good.

Luke smiles, his face REDDENS.

**MICHELLE (CONT'D)**

I had a really good.

**LUKE**

Me too.

Luke smiles, nods, followed by a look of PANIC.

**LUKE (CONT'D)**

Will you excuse me a sec'?

He ducks away.

**JANINE**

What is goin' on?!

**KEENAN**

We just need to be alone. We got a big game tomorrow. Sometimes guys just need to hang with the guys, you know? No distractions?

Janine gives him a look of "What the hell are you talkin' about?"

Keenan stares back, PLEADING.

Janine relents, despite herself.

**JANINE**

C'mon, Michelle. Let the boys play with their pucks.

#### **BEHIND STACKS OF LUMBER**

Luke leans against the logs, wipes sweat from his brow, and realizes...

#### **SOMETHING'S HAPPENING AGAIN.**

Panicked, he grabs his crotch, feels it,

Everything's normal.

Or is it?

He frantically unbuttons his shirt and peers inside,...

He slumps back against the logs,

#### **WAVES OF RELIEF.**

**INT. LUKE'S HOUSE - DAY**

Luke storms through the house, trying to evade Janine, who enthusiastically follows. Keenan traipses after.

**LUKE**

You TOLD HER?!

**KEENAN**

I had to. You know Janine. She knew somethin' was up.

**JANINE**

I've read about this kinda' thing, but I didn't think it was real. It's so cool!

**LUKE**

It's disgusting!

**JANINE**

How can you say that? If I had a chance to be a guy for a day, I'd jump at it. Seriously, Keen, wouldn't you want to get inside a girl's body?

Realizing she just handed him the perfect straight line...

**JANINE (CONT'D)**

Don't EVEN go there!

(rolling her eyes)

Fine. You're boys. Still, isn't it every guy's dream to have a pair of boobs to play with anytime he wants?

**LUKE**

Not my own!

(to Keenan)

Man, how could you tell her?!

**KEENAN**

She should be here. It's just weird, two guys alone, one turnin' into a girl.

**JANINE**

Yeah, I can't wait. Not exactly

something you get to see every day.

**LUKE**

Forget it!

40.

**JANINE**

What, HE gets to, and I don't!

**LUKE**

No one gets to!

Luke goes in the bedroom, SLAMS the door.

Keenan and Janine take up residence outside.

Janine tries to peek through the keyhole, beneath the door.

**JANINE**

Should we put on some soft music?

**KEENAN**

You want a magazine in there?

**LUKE (O.S.)**

Shut up!

**LATER**

Janine keeps an ear held close against the door.

**KEENAN**

How 'bout a couple beers?

**JANINE**

Maybe you want to take a bath?

**LUKE (O.S.)**

Will you PLEASE shut up?!

**JANINE**

Does he sound different?

**KEENAN**

Think so.

**LUKE (O.S.)**

Oh God!

(lewd)

Oh, my God!  
(rising in pitch)  
Oh my GAWD!

Keenan and Janine exchange a worried look.

41.

#### **INSIDE THE BEDROOM**

Now approaching the mirror, in awe, ...gently raising a hand to touch the exquisite FEMALE FACE reflected there, stands a real female, an absolutely FEMALE LUKE.

#### **OUTSIDE THE DOOR**

Janine knocks.

**JANINE**

Luke? You alright?

The door opens, revealing Female Luke, wrapped in a sheet.

Keenan clutches Janine.

They STARE, AT A TOTAL LOSS, INCREDULOUS...

**KEENAN**

Whoa.

**JANINE**

Dude.

Female Luke speaks, with an unmistakably female voice.

**FEMALE LUKE**

Happened fast, huh?

**JANINE**

Can we see?

Female Luke hesitates.

**KEENAN**

Come on. It's not like I haven't  
seen you naked a hundred times.  
And she's a girl!

Female Luke shyly parts the sheet, revealing her stunning  
naked torso.

**KEENAN (CONT'D)**

Whoa.

**JANINE**

Dude.

(exasperated)

Of course they're perfect. I  
couldn't have tits like that?

Female Luke checks herself out in the mirror.

42.

**FEMALE LUKE**

Oh, God. Look at me.

Keenan and Janine sit on the edge of the bed, in shock.

**FEMALE LUKE (CONT'D)**

What's the matter?

Keenan, afraid to answer, looks to Janine.

They both have the same reaction...

**JANINE**

You're really hot. Victoria's  
Secret hot.

**KEENAN**

Sports Illustrated Swimsuit  
edition.

**JANINE**

Latvian Lesbians' Hidden Camera  
Chronicles.

(to Keenan)

Don't look at me, -it's your tape.

Keenan keeps his distance from Luke, embarrassed, if turned  
on.

**KEENAN**

Look, I just wanna' get one thing  
straight. No way I'm gonna' sleep  
with you.

**FEMALE LUKE**

Man, even as a joke, that's just  
**SICK!**

**JANINE**

I will. I'm definitely not into  
the butch hair thing, though. You  
gotta' do something about that.

Keenan looks at her shocked.

**JANINE (CONT'D)**

I thought you're into watchin' two  
girls?

Keenan's speechless.

Female Luke can't stop gazing at herself in the mirror.

43.

**FEMALE LUKE**

This is too weird. This is  
freaking me out.

**KEENAN**

Should we call Dr. Catchadourian?

**FEMALE LUKE**

What for? I did it. Now, I can  
switch back. Get outta' here.

**JANINE**

Already?

**KEENAN**

Yeah, okay, yeah.

**JANINE**

Will you stop starin'?!

Janine rolls her eyes, as she and Keenan back out of the  
room, their eyes locked on her amazing body.

**OUTSIDE BEDROOM - LATER**

Janine and Keenan are sprawled on the nearby couch.

Luca opens the door.

**FEMALE LUKE**

Janine? It's like I can't get in the right mood or something.

**JANINE**

Welcome to my world. Oh, honey, no one could in this situation.

**FEMALE LUKE**

You gotta' help. I need to do this right now!

**JANINE**

You can't force these things.

**KEENAN**

Some girls go half their lives before they even have one.

**JANINE**

Okay, Studly, what do you suggest?

44.

**KEENAN**

She likes it when I tell her stuff.

**JANINE**

Like what?

**KEENAN**

"You're so beautiful,"

"I love your smile,"

"The English Patient was my favorite movie too."

Janine and Female Luke both roll their eyes. Female  
Luke swings the door shut.

The DOORBELL CHIMES.

**FEMALE LUKE (O.S.)**

Who's that?!

**KEENAN**

Pizza! Figured you'll want some after.

**FRONT DOOR**

Janine throws it open, Max stands outside.

**MAX**

Hey.

**JANINE**

Can I help you?

**MAX**

I was lookin' for Luke.

**KEENAN**

Hey, man. He's not around right now. What's up?

Female Luke comes out of the bedroom, wrapped in a sheet.

**FEMALE LUKE**

Thank God. I'm starving!

She stops in her tracks, stares at Max.

Max stares back, intrigued.

**MAX**

How ya' doin'?

45.

Female Luke nods 'okay.'

**MAX (CONT'D)**

I'm Max. You live here too?

Janine, Keenan, and Female Luke are momentarily speechless.

**JANINE**

No. She's just visiting.

**KEENAN**

She's Luke's cousin.

**JANINE**

Luca.

Keenan and Luca GLARE at Janine.

Max gazes at Luca, spellbound.

**MAX**

I always thought "Luca" was a guy's name? Italian or something.

Luca wraps herself more tightly in the sheet.

**LUCA**

I'm part Italian.

**MAX**

Cool. I'm part Italian too. The important part.

(perfect Italian)

Lei sono una bella donna. Amerei per mostrarlo il che inclinando torre di pisa.

**LUCA**

What's that mean?

His eyes fixed on Luca, he smiles.

**MAX**

You in town for a while?

**JANINE**

No, just a few weeks.

**LUCA**

'Weeks?!'

**KEENAN**

Days.

46.

**LUCA**

I'm leaving today! Now!

**KEENAN**

Is there anything you want me to tell Luke?

Max gets fluid, scanning the room for a toehold, infatuated by Luca. He seizes on a hockey stick.

**MAX**

I'm way into hockey. I was hopin'

Luke could show me the ropes. Is he as awesome as I've heard?

**LUCA**

Yeah. He's alright.

**MAX**

Do you play?

**LUCA**

Uh, I don't know.

**JANINE**

She's gotta' pack. You need to go.

**MAX**

Really nice meeting you.

Janine ushers Max out the door and shuts it on him.

Luca ducks into the bedroom, shuts the door.

**INSIDE BEDROOM**

Luca at the window, peers out between the curtains, watching,  
as Max walks away.

**OUTSIDE THE HOUSE**

As Max gets to the end of the driveway, he stops and turns back, sporting a charming smile.

**INSIDE THE BEDROOM**

Luca jumps away from the window, smacking into Janine.

**JANINE**

Are you okay?

Luca just stares back at her, nonplussed.

47.

**JANINE (CONT'D)**

What is it? What's the matter?

(beginning to get it)

Oh...

**LUCA**

"Oh" what?       What do you mean, "oh?"

**JANINE**

(shrugs)  
He's a hunk.

**LUCA**

I got to switch back.       Right now!

**JANINE**

What's the big deal?

**LUCA**

Get out of here!       Just GET OUT!

**JANINE**

Okay, okay.

**OUTSIDE BEDROOM**

up  
Janine emerges from the bedroom to join Keenan.       He looks  
at her, questioning.

**KEENAN**

What's goin' on?

**JANINE**

It's a girl thing.

**KEENAN**

Does he need any help in there?

**JANINE**

Not from you.

**OUTSIDE BEDROOM DOOR - LATER**

Keenan and Janine sprawled out, leaning against the door,  
half-eaten pizza between them on the floor, WEARY.

BUZZING emanates from inside the bedroom.

**LUCA (O.S.)**

This is good!

Keenan and Janine PERK UP.

**KEENAN**

Finally.

**JANINE**

Alright, okay, now open those little levers on the sides,... and flip that center thingy back...

Keenan finds this particularly unsettling.

**LUCA (O.S.)**

(enthused)

Did you get this thing at the mall?

**JANINE**

No.

**KEENAN**

Janine wouldn't have one a' those.

**JANINE**

Please. And mine's got way more features than that one.

(Keenan's crotch)

Or that one.

Keenan gives her the evil eye.

**LUCA (O.S.)**

So, where'd you get it?

**JANINE**

It was Larissa's. My roommate.

Inside the bedroom, the BUZZING STOPS.

**LUCA (O.S.)**

**GROSSS!!!**

**OUTSIDE DOOR**

Keenan grabs the last bottle from his six-pack.

**KEENAN**

I'm just sayin', he's not that experienced with girls.

**JANINE**

Oh, and you are?

**KEENAN**

I'm startin' to wonder if you are?

**JANINE**

I'm not gonna' feed your fantasies.

Keenan flips the TV remote, disturbed.

**INSIDE THE BEDROOM**

Luca sits on the edge of the bed, frustrated.

**JANINE (O.S.) (CONT'D)**

Luca?

**LUCA**

Don't call me that!

**JANINE (O.S.)**

You gotta' just think about  
whatever turns you on. No matter  
what it is.

Luca considers, she goes over to the window, peers out momentarily, then draws back.

**OUTSIDE THE BEDROOM**

Janine lies down on the floor.

**JANINE (CONT'D)**

(last ditch)

Okay, pretend you're thrown on your  
back, pinned against the bed...

Spread eagle, eyes closed, she fantasizes, as she directs...

**JANINE (CONT'D)**

You can't move an arm, a leg,  
nothing, even an inch!

Keenan glances over, taken aback at her tone...

**JANINE (CONT'D)**

And two strong hands feel your  
thighs,...

Keenan watches, getting turned on...

**JANINE (CONT'D)**

creeping firmly, slowly toward your  
breasts...

50.

Keenan lunges for Janine.

**JANINE (CONT'D)**

Keen!

**KEENAN**

Babe, every time I look at you, I  
get the shivers! I just want to  
rip your clothes off, and throw you  
down...

**JANINE**

Oh, Keen!

They're kissing, ROLLING AROUND TOGETHER now,...

**KEENAN**

I want to envelop every inch of  
you, that incredible curve along  
your side,...

They roll on the floor, clothes torn...

**KEENAN (CONT'D)**

I want to pin your arms over your  
head, and make mad, passionate...

**LUCA (O.S.)**

**AAAHHH!**

Keenan and Janine RECOIL.

Whether agony or ecstasy, it's a frightening sound.

The door opens.

Luke stands in his shorts, ALL MALE.

**JANINE**

You're a screamer.

**EXT. LANGFORD STATUARY SUPPLY - NIGHT**

Sydney makes her way through a barbed-wire fence, past a "No Trespassing" sign. A lone DOG HOWLS in the distance.

Life-size replicas of Greek Gods, Venus and David, all face one way in the mist. Their cold stone bodies press up against each other; nude, indifferent.

A figure peers out between the statues in a long black coat, a baseball cap over his eyes: Luke.

51.

**SYDNEY**

What are we doing here?

**LUKE**

Didn't want anyone around. So, I did what you said.

**SYDNEY**

Amazing, huh?

**LUKE**

Weird. Awful.

**SYDNEY**

Hmm. Was it difficult making the switch?

**LUKE**

No. It was hard gettin' back. I need an owner's manual.

Sydney smiles, nods in agreement.

**SYDNEY**

A lot of guys could use one of those.

**LUKE**

So, what now? Do I take pills or something?

**SYDNEY**

No, it doesn't work like that. This may sound odd, but I need to know if you're attracted to me.

**LUKE**

What? No.

**SYDNEY**

Hmm. You're not gay, are you?

**LUKE**

NO! Jeez! I'm just not attracted to you like that.

**SYDNEY**

Okay, calm down. This could be a problem. Right now, you can go either way anytime you want. It's a very special and critical time for a Z, something you'll experience only once in life.

52.

**LUKE**

Good.

**SYDNEY**

You need to use this incredible opportunity you've been given, to figure out which you're supposed to be: male or female.

**LUKE**

What?

**SYDNEY**

Don't you see? You get to choose.

**LUKE**

I don't want to choose. I want to be a guy.

**SYDNEY**

Yes, well, the thing is, sometimes your desires can conflict with your desires. It's important to know for sure.

**LUKE**

Believe me, I know.

**SYDNEY**

I think you need to try again.

**LUKE**

No way!

**SYDNEY**

Why're you so resistant? If the truth is, you want to be a guy, great, but if not...

**LUKE**

Don't even say that!

**SYDNEY**

Well, clearly some part of you feels differently. You couldn't change if you didn't want to.

**LUKE**

What?! That's crap!

53.

**SYDNEY**

That's the thing about the truth. It'll set you free, but first it can really piss you off.

Sydney moves to leave.

**LUKE**

This is nuts! I'm supposed to be a guy!

**SYDNEY**

Then what's the problem? You are one.

Sydney turns to leave.

**LUKE**

You're not gonna' help?!

**SYDNEY**

I will, the moment you're ready to try again. You can come back to my place right now if you want.

**LUKE**

Forget it!

**EXT. LUMBER MILL - DAY**

timber  
Bikes and SUV's outside the shut down mill. Abandoned  
surrounds an asphalt clearing.

Luke, Keenan, Chad, Jeremy, and OTHER GUYS in the midst of a friendly, if brutal roller hockey game.

Luke glances over and spots Max high up on a pile of logs, cheering them on.

Jeremy passes the puck off to Luke who drives it MANIACALLY to score the winning GOAL.

The Guys CHEER.

**CHAD**

Well, ain't we a basket a'  
biscuits?

**JEREMY**

Yeah, Luke, what got into you  
today?

54.

**LUKE**

The Force.

**AFTER THE GAME**

The guys gather up their belongings near the cars.

Luke sits on the running board of his truck, unlacing his skates.

Max comes over.

**MAX**

Hey. Good game.

**LUKE**

Yeah.

**MAX**

I dropped by your place. Any chance  
you could give me a few pointers.

**LUKE**

Me?

**MAX**

You're awesome out there. And according to my sister, you walk on water.

Luke grunts, a smile.

**MAX (CONT'D)**

Truth is, I uh, met your cousin. Luca.

**LUKE**

Oh. Yeah?

**MAX**

You both have practically the same name?

**LUKE**

We were both named after our Uncle. Locasto.

**MAX**

Well, she's cool. Actually, she's hot. I was hopin' maybe you could hook me up.

55.

**LUKE**

Huh? No. Not a chance.

**MAX**

Boyfriend?

**LUKE**

No! She just wouldn't be interested!

**MAX**

She a Lesbian?

**LUKE**

No! Of course not. Jesus! She's, -my cousin!

**MAX**

Yeah, okay. So? Michelle's my sister. You gonna' tell me you wouldn't like to do her?!

**LUKE**

FUCK YOU, man!

Luke **SHOVES** Max, who **SHOVES** him right back.

**MAX**

What is your deal?!

**LUKE**

You ASSHOLE!

Luke lunges for him.

They go at it, wrestling **FIERCELY**.

Max gets the upper hand, and pins Luke down to the ground.

Luke surges with **RAGE**, breaks free. Grit teeth, ripped clothes, they roll on top of each other, two rabid pitbulls.

Keenan and the Other Guys rush in, pulling them apart.

**MAX**

Keep the fuck away from me!        And  
Michelle too!

**LUKE**

You can fuck off!

**CHAD**

What the hell's goin' on?!

56.

**KEENAN**

(to the guys)  
Luke's datin' his sister.

**VARIOUS GUYS**

(recognition)  
Aaaah!

**LUKE**

Oh, you can all fuck off!

Luke breaks free of the guys, and moves off.

**INT. POLLY WOG'S POOL HALL - DAWN**

Sydney stands at the bar with a cup of coffee, chatting with Jeremy.

**JEREMY**

This shirt? I've had it for years.

**SYDNEY**

Well, it's very sexy. I love men's clothes. What else have you got in your closet?

Jeremy smiles, unsure what she means. When Polly approaches, her eyes a little red, Jeremy pulls her aside.

**JEREMY**

Polly, are you alright? Didn't mean to walk in on you.

**POLLY**

Oh, hon. I'm fine, thanks. Love, tears. That's the trade-off.

She puts a hand to his cheek, reassuring. Jeremy ducks behind the bar.

**SYDNEY**

My God, he's gorgeous.

**POLLY**

Yes, he's a Michelangelo. And the sweetest boy in the world. Sorry, darling, I'm afraid you'll find he's not your type.

**SYDNEY**

Oh, we'll see about that.

57.

**POLLY**

I think he may prefer men.

**SYDNEY**

I certainly hope so.

Keenan and Janine enter.

**SYDNEY (CONT'D)**

You two better have a seat.

**JANINE**

Is Luke alright?

**SYDNEY**

He should have full control over this now. Something must be really confusing him. The only thing I can think of...

**KEENAN**

What?

**SYDNEY**

When he became Luca, was he attracted to one of you? You can get really thrown by that. Janine?

**JANINE**

No. Not me.

**KEENAN**

Well, he sure as hell wasn't attracted to me.

**JANINE**

No. Definitely not.

**SYDNEY**

Wasn't it just the two of you?

**JANINE**

Not exactly.

Janine glances to Keenan, as his eyes GO WIDE, grossed out.

**KEENAN**

Oh, give me a break! No way! Max?! They just had a huge fight. He tried to beat the crap out of him!

Janine and Sydney exchange a knowing look.

**KEENAN (CONT'D)**

Oh, Christ, Luke's not queer! He  
was just turnin' into a girl!

**JANINE**

Exactly. He was a girl.

**KEENAN**

Oh! This is just wrong.

**JANINE**

Would you rather she was attracted  
to me?

**KEENAN**

Would you?!

**JANINE**

Maybe I would!

**SYDNEY**

Whoa! HANG ON! Right now, Luke  
needs your help. He needs to know  
you're behind him, no matter what  
he wants.

Janine nods.

**JANINE**

So, what's all this mean?

**SYDNEY**

Bottom line? Maybe Luca really  
likes this boy, -enough to want to  
be female.

**JANINE**

(to Keenan)  
Don't sneer!

**KEENAN**

Oh, come on! I know the guy.  
We've done all kinds a' shit  
together: Hoops, hockey!

**JANINE**

Oh, and girls can't play sports?!

**KEENAN**

Oh, -whatever! Christ, Janine!  
Why the hell would he want to be a

girl?!

59.

**JANINE**

That's so hard to imagine?!

**KEENAN**

Uh, -YEAH!

**SYDNEY**

HEY! LISTEN UP! I know what I'm talking about. You see this?

Sydney pulls out a SNAPSHOT, shows it to Janine.

**JANINE**

Who's he?      An Ex?      ...Oh, my God.

**SYDNEY**

Ex me.

**KEENAN**

You're one too?  
You're a Z?  
You're a guy?!

**SYDNEY**

Was.      I made a terrible mistake.

She and Keenan keep staring at the photo...

**SYDNEY (CONT'D)**

And once you finally figure out who you are, it's a horrible thing not being yourself. That's why it's crucial we help Luke.

Janine nods, grasping the significance.

Keenan keeps looking from the photo to Sydney and back again.

**KEENAN**

You musta' worked out.

**EXT. CAMPUS - OUTSIDE DORM**

Luke sits, waiting on the steps of a campus dormitory.

Janine approaches, grinning, carrying a box tied with a bow.  
Keenan trails behind, straddling his bike.

**LUKE**

What's this all about?

Janine hands him the box.

60.

Keenan sneers, cringes.

**JANINE**

It's just a little something we  
thought you might want.

Luke opens it, pulls out a BLUE DRESS.

**LUKE**

What the hell is this for?

**KEENAN**

(elated)  
I told her.  
(to Janine)  
I told ya'. What a stupid ass  
idea!

**JANINE**

Keen! Don't! We just want you to  
know, whatever you decide, it's all  
right with us.

**LUKE**

Decide?! WHAT?! No, it's not!  
Get this thing away from me! JUDAS  
**PRIEST!**

Luke HURLS the box out to the curb. Keenan gives him a  
thumbs up!

**KEENAN**

Sorry, man. Think she wishes  
everyone was female.

**JANINE**

What's that s'posed to mean?

**KEENAN**

Oh, Christ, Janine! It means he doesn't want to be girl! Like he'd have to think about THAT!

**JANINE**

There happen to be millions of us out there that like being female!

**LUKE**

Well, bully for YOU!

Janine walks over to pick up the box.

61.

**JANINE**

NO! I want to know! Just exactly what's wrong with being a girl?!

**LUKE**

Nothin'! It's great! It's fuckin' PHENOMENAL, if you happen to BE one!

**JANINE**

Maybe we should've had this conversation the other afternoon?!

**LUKE**

That wasn't my choice!

**JANINE**

I sure as hell didn't make you do it!

**KEENAN**

Janine, will you just let me talk to him for a sec'?

**JANINE**

Oh, what?! It's a 'GUY THING?!' Give me a fuckin' break!

Janine storms off with the box.

**KEENAN**

Sorry, man. She talked me into it. You know Janine.

Keenan picks up his bike, gets on.

**KEENAN (CONT'D)**

Look, uh, ... you do like bein' a  
dude, right?

**LUKE**

Asshole!

Keenan GRINS, rides off.

**KEENAN**

(calling back)  
You should thank me.      The one she  
picked out was PINK!

62.

**UP THE WALKWAY**

Luke passes a sidewalk trash can and notices the gift box  
mangled inside.

Glancing around to make sure no one's watching, he pulls the  
dress out, brushes off some dirt.

He shoves it back in the trash, stares at it.

**INT. MINI-MART - NIGHT**

Luke kneels on the floor, stocking candy shelves.

The CHIME BINGS.

He peers over the aisle, looks around, no one in sight.

Michelle appears by the soda dispenser, wary of him.

**MICHELLE**

Hi.

**LUKE**

Hey.      How are you?

**MICHELLE**

I'm okay.      You?

As they talk, Michelle maneuvers to get closer.

Luke maneuvers to keep his distance.

**LUKE**

Okay. You look really nice.

**MICHELLE**

Thanks. I was hopin' you might call.

**LUKE**

I was going to.

**MICHELLE**

There's something I need to talk to you about. -But did I do something wrong?

**LUKE**

No. Nothin' like that. There's just some stuff I've got to sort out.

63.

**MICHELLE**

Like what?

They gaze at each other across the magazine rack, a mountain range of silence between them,...

**MICHELLE (CONT'D)**

There's nothing you can't tell me.

**LUKE**

Me too. What did you want to talk to me about?

They stand silent, beneath the hum of fluorescent lights.

**MICHELLE**

Nothing really. So, heard you and Max really got into it?

**LUKE**

Yeah. I kind a' lost it.

**MICHELLE**

He knows how to push buttons, huh?

What exactly did he say that got you so pissed off?

**LUKE**

I don't know. We'd just finished a game. I was all revved up.

**MICHELLE**

He's actually a really nice guy.

**LUKE**

Not sure he's too crazy about me seein' his sister.

**MICHELLE**

Did he scare you off?

**LUKE**

No, he doesn't "scare" me. What, his struttin' around, thinkin' he's such a bad ass, with his shirt hangin' open half the time?

Luke's surprised and embarrassed by his own words.

Michelle steps away, confused.

64.

**MICHELLE**

It's just an act. He likes pretending he's Joe Cool. Always says you gotta' just be whatever you want, and fuck 'em if they can't take a joke.

**LUKE**

Well, he's a joke alright.

**MICHELLE**

Look, I'm not sure this is gonna' work out.

**LUKE**

I'm sorry, I didn't mean-

**MICHELLE**

No. I can't do this. I'm not sure you even know who you are. Much

less who I am. Have you ever even had a girlfriend?

**LUKE**

What's that supposed to mean?!

**MICHELLE**

Well, if you think my brother's such a "joke," how much better could you think of me? We're not that different, you know?

**LUKE**

You're totally different. He's a guy, for one.

**MICHELLE**

And he's my best friend. If you don't like him, you can't like me.

She exits.

**MINI-MART - LATER**

Luke kneels in the aisle, stocking shelves, distracted, fidgety, distressed.

He glances up at the magazine rack. A Female Fitness magazine catches his attention. The BEAUTIFUL COVER model seems to MOVE.

He stares at it: no movement.

65.

Luke approaches the rack, and flips over the magazine cover.

As he steps away, he glances back at the rack,

**CELEBRITY MAGAZINE COVER**

The ADONIS on the cover comes to life. He rips off his shirt as he moves off one magazine cover and into another, where

he

passionately kisses the BIKINI-CLAD COVER MODEL.

**MAGAZINE RACK**

THE MODELS AND OTHERS on half a dozen covers begin stripping down, moving to other magazines and making out with each

other all across the rack.

**OUTSIDE THE MINI-MART**

The windows glow among the dark trees.

Inside, Luke rips up covers, HURLING magazine after magazine across the floor.

**INTERCUT WITH:**

**INSIDE BATHROOM - LATE NIGHT**

Michelle leans against the shower wall, staring at the spray of water, upset.

Steam rises, filling the bathroom.

She begins SINGING, longingly,...

**MICHELLE**

"I wanna know how to go  
To the inside of love.  
I can't find my way through."

Washing herself,

behind the shower curtain,

the timbre of her singing voice mysteriously shifts.

As her hand turns the shower faucet, it changes...

**MICHELLE (CONT'D)**

"I'm outside of love,  
To the side or above,  
I can't find my way with you"

**66.**

A glimpse of her shoulder behind the shower curtain, grows more muscular,

and her voice begins LOWERING IN PITCH,...

as MICHELLE BECOMES MAX.

**MAX**

"Must be a special view,

Finding a me with a you,  
On the inside of love."

Max steps out of the shower, and towels off in the mirror.

**INT. ORLANDO'S BED & BREAKFAST - NIGHT**

A persistent KNOCK on the door. Sydney pulls on a robe over a pair of men's boxers, wiping sleep from her eyes. She swings the door open.

Luke stands outside in POURING RAIN.

**SYDNEY**

Oh, honey. Come in.

**BY THE FIREPLACE**

Sydney pours hot tea.

**LUKE**

You're one too. Why didn't you tell me?

**SYDNEY**

I didn't want to confuse the issue.

**LUKE**

So, it's true what you said? You really know. I wouldn't change unless I wanted to?

**SYDNEY**

Maybe some part of you.

**LUKE**

What part? How much of me? I mean, for it to work? Half? More than half? What if it was only a tiny bit, -a thought?

67.

**SYDNEY**

I don't know. But I believe there may be thousands of Z's out there, millions for all we know, go their whole lives without even knowing they are one. Nothing ever

happens. You couldn't keep it from happening.

**LUKE**

I love being with Michelle. How come I can't control it when she's around?

**SYDNEY**

I think whatever part of yourself you deny, just gets bigger and bigger until it takes you over.

Luke nods sadly.

**LUKE**

You think I don't really want to be a man.

**SYDNEY**

I think for some, making it stop is more important than knowing who you are. It was for me.

**LUKE**

Maybe for me too.

**SYDNEY**

Right now, you're Morphescent. The key is to have sex with another Z. You become Adulmorphic. Your gender locks. You can't just change anytime you want.

**LUKE**

Another Z?

**SYDNEY**

That's why I came all the way out here.

**LUKE**

And why you keep tryin' to get me in the sack?

68.

**SYDNEY**

Thought maybe I could save you some distress. But you say you're not

attracted to me. For it to work,  
both of us have to be into it.

**LUKE**

That won't be a problem.

**SYDNEY**

Okay then.

**LUKE**

Tonight.

**SYDNEY**

Not right now? Okay. Tonight.

**EXT CEMETERY - MORNING**

Morning dew. Acres of empty grass. Luke sits at the top of  
a hill by his dad's grave.

**LUKE**

Remember that Christmas when Keen  
and me accidentally set the  
Scofield's house on fire?

He stares up at the sky.

**LUKE (CONT'D)**

And that burning shingle drifted  
over and lit up the Robertson's  
place? The whole town was ready to  
lynch us, and we snuck back home...  
Two AM, you were up drinkin'  
coffee,...

He tugs out hunks of grass.

**LUKE (CONT'D)**

I thought you were gonna' kill us.  
But you just looked me right in the  
eye, and said, "Son, there's  
leftover pizza in the fridge."

A tear rims his eye.

**LUKE (CONT'D)**

That was the coolest thing anyone  
ever said. Dad, I'm in such  
trouble.

69.

**LUKE (CONT'D)**

I feel like if I let this thing in,  
it's all over. But I don't know  
what else to do. Guess you can't  
figure out who you are, until you  
accept who you might be.

**INT. ORLANDO'S BED & BREAKFAST - DAY**

Department store shopping bags and boxes are strewn across  
the bed.

man's  
Sydney checks herself out in the full-length mirror. A  
gray tuxedo jacket over lingerie.

**INT. LUMBER MILL - DAY**

The giant work floor of the abandoned mill. Sunlight beams  
through holes in the roof.

Max, on roller blades, practices guiding the hockey puck  
along the floor.

outside  
He stops when he notices the figure watching him from  
the giant metal doors:

Luca in the blue dress, on roller blades, hockey stick in  
hand.

**MAX**

You're about the last person I  
expected to see.

**LUCA**

I can show you a few moves if you  
want?

**MAX**

Yeah? What the hell.

**LATER**

hockey  
Luca demonstrates hockey technique, expertly guiding a  
puck through an obstacle course of broken equipment, timber,  
and sawdust piles.

All the while, she dodges Max's attempts to steal the puck.

Max finally gets it, which riles Luca. She hip checks Max. They swerve to avoid a pipe, crash-landing on top of each other on a sawdust pile.

They bust out LAUGHING.

70.

**LUCA**

Not bad.

**MAX**

You're better than Luke.

**LUCA**

I taught him everything he knows.

Luca pulls away from Max, suddenly self-conscious that Max's leg is on top of hers.

Awkward from the broken connection, they gaze up at the blue sky through a hole in the roof.

**MAX**

I thought you left town?

**LUCA**

Had to come back.

**MAX**

Good.

**LUCA**

Where'd you learn to speak Italian?

**MAX**

Just tourist stuff. "I'll have the spaghetti bolognese." "How much for a room?"

**LUCA**

Have you been?

**MAX**

Little Italy. In New York. Someday, though. Want to go with

me?

at Max leans over and KISSES Luca. She responds, tentatively first,  
then as she grows more confident,...  
her face REDDENS, she GASPS.

Luca pulls back, self-conscious, confused. She brushes sawdust off her dress, stands.

**LUCA**

Look, this was a mistake.

71.

**MAX**

Yeah. Of course. I know.

the Looking up, Luca sees Keenan, staring at them from across floor, incredulous.

Keenan exits out through the giant doors.

**LUCA**

Oh, Jesus...

**MAX**

Are you and he...?

**LUCA**

Huh?

**MAX**

It's really none of my business.

**LUCA**

No! I'm sorry. I shouldn't've come here.

Max stands, brushes off the sawdust.

**MAX**

Please don't say you're "just visiting." That you "need to leave." I'm the one who needs to leave.

Max skates off across the giant shop floor.

**EXT. LUMBER MILL - DUSK**

The Semi Truck is parked alone in the middle of the asphalt. From inside the cab, the blue dress flips over the rolled down window.

**ACROSS THE PARKING LOT**

Keenan leans against a tractor, rolls his eyes, and twists open another beer, which he gulps.

**AT THE TRUCK**

Luke hops down from the truck cab wearing Langford U. sweats and a T-shirt.

Keenan sits on the running board.

72.

**KEENAN**

I mean, what the FUCK is goin' on?!  
You do wanna' be a girl? You're  
into guys now?

**LUKE**

No! I don't know exactly. I don't  
know.

Keenan downs his beer, pensive. He crushes the can and  
hurls it, SMACKING a garbage can.

**KEENAN**

What about Michelle?

**LUKE**

I had to be sure. I am now. Come  
on, it's sort of a Catch-22. I  
make out with a girl, I start  
turning into one. You gotta'  
admit, it's a little weird, isn't  
it?

Suddenly uncomfortable sitting so close to Luke, Keenan  
stands.

**LUKE (CONT'D)**

Let's get outta' here. You want a ride somewhere? Janine's?

**KEENAN**

Why don't you go see her? Think you're more her type.

Keenan picks up his bike.

**KEENAN (CONT'D)**

I'll see ya' round, okay?

**LUKE**

"See me around?"

Keenan shrugs.

**KEENAN**

Look, I'm gonna' find my own place, okay? This is gettin' too fuckin' weird for me.

**LUKE**

I'm goin' to Dr. Catchadourian's tonight. To make this stop.

73.

**KEENAN**

I don't care. I've had it with all this crap. I mean, you gonna' start hittin' on me next?

**LUKE**

Yeah, that's right Keenan, you and me: let's do it.

Keenan rides off, leaving Luke shell-shocked.

**INT. SYDNEY'S BED & BREAKFAST - NIGHT**

Sydney wears a stunning black silk evening gown.

Small Greek statues now adorn the room.

**LUKE**

I guess I really did need to face  
it head on in order to see.

**SYDNEY**

It was courageous.

**LUKE**

Girls, are just, I don't know.  
It's a different energy. They're  
soft and warm, they can make a guy  
feel complete.

**SYDNEY**

And multiple o's. Actually, male  
Z's have multiple o's too. Been so  
long I nearly forgot.

**LUKE**

Cool.

**SYDNEY**

Okay, to be honest, I'm relieved  
you sorted this out. My conscience  
would have bothered me for decades  
if we'd just gone ahead without you  
being certain.

Sydney pops a cork and pours herself and Luke glasses of  
champagne. A toast.

**SYDNEY (CONT'D)**

To womanhood!

74.

**LUKE**

To manhood!

They drink.

**LUKE (CONT'D)**

So, how does this work?

**SYDNEY**

We just do it. And, ...it just  
happens.

**AT THE BED**

Luke and Sydney begin undressing.

**SYDNEY**

Do you like this dress?

**LUKE**

Sure. Looks great on you. Man, dresses! Even without everything else, dresses are reason enough right there to stay a guy.

Sydney takes this in, considers,...

**SYDNEY**

"Stay a guy?" Let me get this straight. You didn't decide to be a woman?

**LUKE**

No. Of course not. What?

Sydney, realizing her mistake, regroup: Plan B.

**SYDNEY**

Just testing you. Hold on a moment. There's something I forgot...

She retrieves some ROPE.

**LUKE**

What's that for?

**SYDNEY**

You've never done it with another Z. Trust me, you need to be tied down.

75.

**LUKE**

Does it hurt?

**SYDNEY**

On the contrary.

**BEDSIDE TABLE - LATER**

The alabaster eyes of a small Greek Statue stares blankly in the direction of the CARNAL SOUNDS coming from the bed, OFF

**SCREEN...**

**SYDNEY (O.S.)**

Just let yourself go completely.

**LUKE (O.S.)**

Wow, this is intense.

**SYDNEY (O.S.)**

When two Z's do it, the lateral hypothalamus gets completely overwhelmed,...

**LUKE (O.S.)**

**OH, MAN!!**

**SYDNEY (O.S.)**

Cellular fission kicks in, and, well,... you can go Zytusional!

**LUKE (O.S.)**

Unbelievable!

The chiseled eyes of a two-foot Statue of David, blankly stare.

**LUKE (O.S.) (CONT'D)**

Oh no. What's happening?

Luke's voice begins RISING IN PITCH...

**HALF-LUCA (O.S.)**

What have you done?!

(Luca)

**NOOOOO!!!!**

The SOUNDS ESCALATE, growing increasingly more INTENSE, culminating in the extraordinary, never before heard, **SOUND OF ZYTUSIONAL CLIMAX...**

76.

**LUCA/LUKE AND SYDNEY (O.S.)**

**!!!!!!!!!!!!!!!!!!!!**

Silence.

**MIRROR - LATER**

A great-looking, bare-chested guy with Sydney's hair appears in reflection: MALE SYDNEY.

Behind him, still strapped to the bed, is now Luca, a GAG in her mouth.

Male Sydney carries a phone while fussing with his hair in the mirror.

**MALE SYDNEY**

(into phone)

I hear you're the best. Yes, it's an emergency! Please. Or I'll have to cut it myself.

(to Luca)

Now, you look me in the eye, and tell me that wasn't the best sex you ever had.

Luca MOANS, STRUGGLES VIOLENTLY!

**MALE SYDNEY (CONT'D)**

(into phone)

Half an hour! YES! THANK you!

Male Sydney clicks the phone off.

**MALE SYDNEY (CONT'D)**

You can have all my clothes. Oh, and I just bought these incredible Anna Felucci pumps.

(reconsiders)

Maybe I should keep those.

Male Sydney returns to dressing, a ribbed tank beneath a gray Italian tux.

**MALE SYDNEY (CONT'D)**

Okay, I wasn't completely honest with you, but I never lied either. It stopped. That is what you wanted. You're Adulmorphic now. The only way to switch is to do it with another Z.

He gazes at Luca, a pang of guilt. He sits on the bed, speaks softly.

**MALE SYDNEY (CONT'D)**

I know you don't believe me, but this is the right thing for you. Eventually, you'll figure that on your own. But I could tell it was just gonna' take way too long!

Luca stares, distraught.

**MALE SYDNEY (CONT'D)**

Oh, for Chris' sake. Being a woman doesn't make you any less of a man!

The entire bed LURCHES back and forth as Luca struggles.

Male Sydney winces, pangs of guilt, which turn to anger...

**MALE SYDNEY (CONT'D)**

Damnit! I can't live my whole LIFE wrong 'cause of one stupid mistake! I'm a man! I love havin' this chest, these arms! But most of all,...

(grabs his pant crotch)

Welcome home, boys! Hang in there, I'm takin' you out for a SPIN!

**LATER**

Luca lies alone in the room, bound and gagged on the bed.

A KNOCK at the door.

Luca MOANS and tries to YELL through her gagged mouth.

The KNOCK PERSISTS.

**SIDE WINDOW**

The ivy parts and Keenan peers in.

His eyes GO WIDE.

He pushes the window open a little, whispers...

**KEENAN**

What's goin' on? Where is she?

Luca MOANS and struggles against the ropes.

**KEENAN (CONT'D)**

Whoa. I guess I really didn't think you were gonna' go this way. Okay. Whatever.

Keenan sits on the edge of the bed.

Luca MOANS trying to get Keenan to remove the gag.

**KEENAN (CONT'D)**

Hang on a sec'. Look, I'm sorry about earlier, -what I said. But all this stuff. Janine and I split up.

Luca stops struggling, shocked.

**KEENAN (CONT'D)**

All I ever did was piss her off. I'm not sure she even wants a guy. And you think I'm so much better with girls than you, and sure I can get laid anytime I want, but truth is, I never even woulda' hit on her if it weren't for watchin' you.

Keenan climbs on top of Luca, starts untying her hands, straddling her.

**KEENAN (CONT'D)**

The way you just talk to 'em about anything, like it was okay. I gotta' get her back, man.

With Herculean effort, Keenan struggles to hold back tears...

**KEENAN (CONT'D)**

It's like the whole world's blown apart. Ah, shit. Man, you havin' tits now is just weird.

**EXT. WOODED HIGHWAY**

The truck THUNDERS along through the trees, head lamps

BLAZING, dashboard lights bright.

Keenan's at the wheel.

**LUCA**

Janine said he's definitely there.

79.

**KEENAN**

Did she mention me?

Luca indicates 'no.'

**KEENAN (CONT'D)**

Women. God, I'm glad you want to be a guy. You are absolutely sure, right?

**LUCA**

Yes!

**KEENAN**

'Cause it really is totally cool either way.

**LUCA**

I'm SURE.

**KEENAN**

Okay, I just don't want you to think I'm zerophobic, or somethin'.

**EXT. POLLY WOG'S POOL HALL - NIGHT**

Students gather outside the farmhouse pool hall.

Male Sydney spots his prey, and approaches Jeremy, who hangs out alone on the grass near a small bonfire.

The firelight licks their faces.

**MALE SYDNEY**

You're on the wrestling team.

**JEREMY**

Yeah. You catch the meets?

**MALE SYDNEY**

Just an educated guess. Wanna'  
wrestle?

Jeremy LAUGHS, glances around, unsure what to make of him.

**INSIDE THE SEMI**

The truck CAREENS around a CURVE.

**LUCA**

Can't this thing go any faster?!

80.

Luca considers...

**LUCA (CONT'D)**

You know me better than anyone.  
What do you think?

**KEENAN**

Huh?

**LUCA**

I mean, if I weren't a hundred  
percent sure which I'm s'posed to  
be. If you had to say.

**KEENAN**

All I know is, every time you look  
at Michelle, or think about her,  
you smile. What the hell else do  
you need to know?

**LUCA**

It's not right. She deserves to be  
with a normal guy.

**KEENAN**

So, you don't get to be with  
anyone?

They drive in silence.

**KEENAN (CONT'D)**

That why they call it "zero-  
philia?"

**LUCA**

She's not gonna' want some guy who

thinks maybe he's supposed to be a girl sometimes.

**KEENAN**

How do you know? Did you ask?

**LUCA**

No way I'm gonna' ask her that.

**KEENAN**

Well, you have to. Where are your nads, man?!

Luca glares at him. Keenan realizes his mistake...

**KEENAN (CONT'D)**

We'll get 'em back.

81.

The truck ROARS on.

**EXT. POLLY WOG'S**

As Janine looks on, Male Sydney moves in for the kill.

**MALE SYDNEY**

Come on, let's grab a couple beers.

Sydney tugs at his T-shirt.

**MALE SYDNEY (CONT'D)**

Of course, I see you brought your own six-pack.

**GRAVEL PARKING LOT**

Keenan and Luca hop down from Luke's truck, scanning the crowd.

Janine waves to Luca and points across the way.

Luca nods.

**LUCA**

Let's go!

**KEENAN**

Jeez. She won't even look at me.

They stride across the field.

**BEHIND THE BARN**

Male Sydney shoves Jeremy passionately against the wall.

**MALE SYDNEY**

I do love to mess with Texas.

Keenan and Luca appear around the corner.

**LUCA**

There!

**MALE SYDNEY**

We better get outta' here.

Keenan reaches them first. He wrenches Male Sydney and Jeremy apart.

82.

**JEREMY**

Keenan?! It's not the way it looks.

**KEENAN**

Oh, Jeremy, I so profoundly don't care if you're queer. Trust me, around here, that's nothin'!

Luca catches up and TACKLES Male Sydney, throttling him on the ground.

**LUCA**

You son-of-a-bitch! We're doin' it again, right now!

**JEREMY**

Jeez. She your wife?!

**MALE SYDNEY**

No! She just said, she wants sex!  
(to Luca)  
I can't. I'm sorry.

**LUCA**

"Sorry?!"      Fuck you!      FUCK ME!  
**NOW!**

**MALE SYDNEY**

It won't work.

**LUCA**

We're goin' inside right here!

**MALE SYDNEY**

I'll scream rape.

**LUCA**

So will I.

They pull Male Sydney toward the barn door.

**MALE SYDNEY**

But I'm gay!

**LUCA**

So what?

**MALE SYDNEY**

We both need to be into it, or  
nothing happens.

83.

**KEENAN**

Such bullshit.

Jeremy moves off, wide-eyed and disturbed.

**MALE SYDNEY**

That's why I became a woman in the  
first place. I couldn't handle it.  
Figured if I was female, it was  
okay to like guys.

**KEENAN**

She's lyin'.

Male Sydney shakes his head 'no.'

**LUCA**

You're tellin' me, 'cause you're  
straight as a girl and I'm straight  
as a guy, we can screw and switch,  
but...

**MALE SYDNEY**

'cause you're straight as a girl,  
and I'm gay as a guy, even if we do  
it...

**LUCA**

I'm just screwed.

Keenan's confused...

**KEENAN**

Jeez. You need trigonometry to  
figure this thing out. Maybe  
you're 'bi.'

**MALE SYDNEY**

In my world the Kinsey scale's  
three-dimensional, but trust me,  
girls do nothing for me. Zilch!  
(to Keenan)  
You, on the other hand...

Keenan RECOILS.

**LUCA**

What am I gonna' do?

**KEENAN**

What if he's lying? I say, do him  
again anyway!

84.

**LUCA**

Fine!

**MALE SYDNEY**

Fine. Waste of time.

Luca notices Michelle standing nearby.

**LUCA**

Michelle.

**KEENAN**

Oh, man.

**LUCA**

It's not what you think.

Keenan and Luca realize that she's Luca right now, not Luke.

**KEENAN**

What does she think?

**LUCA**

I'm not sure.

**MICHELLE**

You asshole!

Michelle moves off.

**ALONGSIDE THE BARN**

Luca runs up.

**MICHELLE**

I don't believe this.      You slept  
with that guy?!

**LUCA**

It's not what you think.

**MICHELLE**

Oh, please! What about Max?

**LUCA**

What about him?

**MICHELLE**

Don't you care about him at all?!

**LUCA**

Not like that: I'm straight!      I'm  
attracted to you!

85.

**MICHELLE**

Oh, who cares, you idiot! And  
sorry to break it to you, but I'm  
straight too.

**LUCA**

No. This'll sound crazy, but I'm  
not who you think I am-

**MICHELLE**

Oh, Christ, Luke, -Luca: I know who you are!

Luca stares, stunned.

**LUCA**

You know I'm a Zerophiliac?!

**MICHELLE**

Yes! So you can just go fuck yourself. -Literally!

**LUCA**

Does Max know who I am?

**MICHELLE**

What if he does? Do you?

**LUCA**

He's a guy!

**MICHELLE**

And you're a girl!

**LUCA**

I'm not!

Michelle gestures "Oh really?!"

**LUCA (CONT'D)**

I'm not supposed to be!

**MICHELLE**

There's no supposed to be anything, you just ARE!

**LUCA**

Is that what you think?! NO!

86.

**MICHELLE**

Well, then congratulations! You're a guy, just like every other guy I ever met! I can't believe you slept with him!

**LUCA**

He was a woman! I was tricked. I didn't know I'd switch.

Michelle stares, incredulous.

**MICHELLE**

You're gonna' tell me he's a Z  
too?! Both of you?!

**LUCA**

Yes!

**MICHELLE**

Well, that's just perfect. What,  
is there something in the water  
around here?!

**LUCA**

She told me it would make it stop.  
That it would keep me from turning  
into a girl.

**MICHELLE**

So what?! Why's that so important  
to you?! There's no way this was  
gonna' work.

**LUCA**

Because I'm a Zerophilic.

**MICHELLE**

Because you can't stand being one!  
Bye, Luca.

**LUCA**

(correcting her)  
Luke.

She glances back, sad and angry.

Luca watches her go, distraught, and then RUNS...

**ATOP A GRASSY HILLSIDE**

Luca collapses on the ground, overlooking Polly Wog's.

87.

Janine and Keenan run up, a few yards behind. They sit  
nearby, catching their breath, unsure what to say.

Luca gazes up at the moon.

**LUCA (CONT'D)**

What's it like? To really make  
love?

They all three gaze up at the moon.

Keenan steals a glance at Janine.

**KEENAN**

The best part's just lyin' there  
after. Really close, really far  
away.

**JANINE**

Like goin' to the moon, maybe.

**KEENAN**

Yeah. ...They should open a pizza  
joint up there.

Janine glares at him, and Keenan winces.

**LUCA**

What am I gonna' do?

**KEENAN**

Maybe being a woman'll turn out  
okay. Like being an elevated  
member of the male species.

**JANINE**

Elevated "member?"

**KEENAN**

I just mean, maybe he'll learn to  
like it.

**JANINE**

(sarcastic, to Keenan)  
As hard as that is to conceive!

**LUCA**

Shut up! Both of you! What, you  
want a written guarantee? You're  
so damn lucky! You're into him,  
he's into you. Super-glue! What  
the hell else do you need to know?

Janine looks to Keenan with a look of remorse, hopeful...

**KEENAN**

I think you're the female half of me.

**JANINE**

I think you're the macho half of me.

They kiss.

**LUCA**

And I don't know what half of who the hell I am.

They look to Luca surprised,...

then all three bust out LAUGHING.

**JANINE**

What are you gonna' do?

**LUCA**

I don't know. I prefer being a guy, but I'm a girl? I'm attracted to Max, but I'm in love with Michelle? It's like I'm s'posed to be both.

Her own admission surprises her.

**LUCA (CONT'D)**

Not too practical. But at least now I know.

She almost laughs, sad, but relieved.

**INT. POLLY WOG'S POOL HALL - LATE NIGHT**

The place is cleared out, save for Polly cleaning up behind the bar and Max, alone, shooting pool.

**POLLY**

Girl trouble? Boy trouble?

Max shrugs.

**POLLY (CONT'D)**

How about we get a game in before

dawn?

89.

Max nods, sets up a new rack.

**MAX**

What's the point? It never works out. Or they just cheat on you anyway.

**POLLY**

Liverpool was a veritable shagfest when I was your age. A boulevard of broken hearts. But eventually, I found him.

She sinks the cue ball in a corner pocket.

**POLLY (CONT'D)**

Scratch. Then he died.

**MAX**

Sorry.

**POLLY**

Everything reminded me of him. So, I came here, half way round the world to forget. Then created this place, just like the one where we met.

**MAX**

He can't handle this. Us. He can't handle who he is.

**POLLY**

You being a guy too?

**MAX**

Or him being a girl.

Polly's confused, but presses on.

**POLLY**

Everyone's terrified. But once you really know someone, and they know you, it makes you whole.

**MAX**

No one wants to know who I really am.

**POLLY**

You're so sure?

90.

**MAX**

It's impossible. He was the one person I thought could understand. But no, it's impossible.

Max puts the cue stick down, and moves off. Polly calls after,...

**POLLY**

It's worth finding out.

**EXT. ROAD RAGE GARAGE - LATE AFTERNOON**

Max slides out from under an old car. Seeing Luca, he hardens, wiping his greasy hands on a rag.

**LUCA**

Hey.

**MAX**

Hey.

**LUCA**

I know she doesn't want to talk to me. But do you know where I can find her?

**MAX**

New York. Left two days ago.

**LUCA**

Oh, man. ...You're staying?

**MAX**

Just 'til Friday.

Max returns to his work.

**LUCA**

I wanted to apologize to her.

Forget it, I don't know, ...  
Obviously, nothing's gonna' ever be  
with me and her, but I just wish  
she knew how much I, -and that I  
wasn't cheating, I was just trying  
to be a man for her.

(laughs)

She'd have a field day with that  
one, huh?

**MAX**

True.

91.

**LUCA**

If you talk to her, please just  
tell her, I'm sorry, and I wish her  
the best, ... everything.

**MAX**

Thanks.

Luca 'nods', not fully understanding Max's response.

**LUCA**

I'm sorry. To you too.

**MAX**

For what?

**LUCA**

Mixed signals, I guess.

Max walks toward the back, then YELPS, wincing.

**MAX**

Ow! Son-of-a-bitch!

**LUCA**

You all right?

**MAX**

Stepped on a nail. Damn it!

Max sits on a crate, starts untying his boot.

**MAX (CONT'D)**

So, you gettin' used to this at  
all?

**LUCA**

I wish.

**MAX**

You definitely had me confused.

**LUCA**

For whatever it's worth. I think  
you're a pretty hot guy.

**MAX**

Thanks. But you're not interested?

**LUCA**

Truth is, I am. And I guess it  
sounds crazy, but I couldn't do  
that to Michelle.

92.

Luca moves off, as Max removes his boot, and his sock.

**MAX**

For whatever it's worth, I think  
you're pretty hot too.

**LUCA**

Thanks.

**MAX**

Too bad you're a moron.

**LUCA**

Excuse me?

**MAX**

I have incontrovertible proof.

TATTOO

Luca stares at Max, and then down at his ankle, at the

**OF A GREEN BIRD.**

Max meets her eyes,

and it finally dawns on Luca,

standing, in shock, and now putting it all together,

she LUNGES for him, nailing him to the ground, kissing him.

She RIPS Max's T-shirt as they fall to the asphalt, knocking over oil cans.

Passion. Unbridled.

**IN THE PARTS YARD**

Luca manhandles Max, shoving him against a pile of huge tires, as Max's face transforms...

**BY OLD RADIATORS**

Michelle slams back onto the crabgrass. She pulls Luca toward her as Luca's face transforms into Luke.

**BY DISCARDED TRUCK CHASSIS**

Luke and Michelle roll on the crabgrass, kissing,

TRANSFORMING as they roll, into Luca and Max and Michelle

and

Luke and Luca -or was that Max?

93.

**INT. MICHELLE'S BEDROOM - DAWN**

White gauze curtains billow in the morning breeze. The sun's first rays light up the down comforter and white pillows.

Michelle stirs slowly, then BOLTS AWAKE. She grabs  
Luke, a vise grip around his torso.

He awakens, groggy.

**LUKE**

Hey you. ...Good morning. What's up?

Michelle bites her lip, embarrassed, releases him.

**LUKE (CONT'D)**

You still think I'm going to bolt, don't you?

**MICHELLE**

And leave me stuck.

He smiles.

**LUKE**

What do you want, a gender pre-nup?

**MICHELLE**

Maybe. I have to go to work.

MOANS.  
She nuzzles him playfully. Luke glances at the clock,

**LUKE**

Only place I'm going is back to sleep.

**MICHELLE**

No. I can't show up at work like this.

**LUKE**

Oh, yeah.

He smiles, folds into her.

**FADE OUT**