

FADE IN:

EXT. BAY BRIDGE - DAY

The Bay Bridge at dawn: a metallic green station wagon crosses over to Maryland's Eastern Shore. Beneath the bridge stretch the Kent Narrows, low marshes amid which several skipjacks dredge.

NOAH (V.O.)

Just a... Anything, a piece of sand, a bit of glass--anything that irritates or scratches, gets under the skin. Like a burr under the saddle, you know? Digging in and cutting up that tender flesh, the soft underbelly.

Behind the wheel of the station wagon is NOAH BECKETT, a 20-year-old with a black eye and a split lip. At first we hear only the ocean-like RUSH OF AIR coming in through his car window (out of which a thin tendril of cigarette smoke escapes). Then Noah begins to speak.

NOAH (CONT'D)

But the little guy takes and wraps it up in his bed, softens the edges, making a lovely little tumor out of it. Sure, it still presses into his side and causes discomfort, but he keeps on rolling it and worrying it and working at it, see? Wrapping it up again and again until it's a pretty little ball. I mean, I know, it's kind of overly metaphorical, but there's a lesson to be learned from that. All that suffering and worrying--microscopic to us but probably cosmically huge to him, right?--all that suffering and worrying leads, in the end, to something beautiful. Maybe he doesn't even know what he's made of it, but it's beautiful all the same... And some of them don't survive its removal. But some of them do...

FADE TO:

MONTAGE - PHARMACEUTICAL FACTORY - CREDITS

A series of shots of the various conveyor belts and bottle-fillers of a pharmaceutical factory.

(CONTINUED)

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The names of the actors are superimposed over these images, accompanied by the Willy Wonka classic "Pure Imagination." As the music dissolves into silence, we...

FADE TO:

INT. NOAH'S BATHROOM - MORNING

While shaving, Noah wipes the fogged mirror with a towel. For a moment his reflection is clear--we see him for the first time without his black eye and split lip--and he regards it as though it were a stranger's. When the mirror fogs up again, he draws a simple straight-mouthed face in the moisture.

NANCY (O.S.)
 (shouting from downstairs)
 Noah! Could you please come down here?
 Maggie's gonna be late!

INT. STAIRCASE - FOLLOW

Noah runs downstairs to the living room where his nine year old sister, MAGGIE, is planted in front of a TV.

NOAH
 Ready, Mags?... Ah, learning, I see.

INSERT - TELEVISION

A cartoon depicts white settlers elbowing Native Americans off the edge of the continental United States into the ocean.

TELEVISION
 (singing)
 "Oh, elbow room, elbow room
 Got to, got to get us
 Some elbow room.
 It's the West or bust,
 In God we trust,
 There's a new land out there."

INT. LIVING ROOM - SAME

Noah's father, BILL, enters. He is in his late forties, dressed for work, and carrying a spill-proof coffee mug.

NOAH
 Do you really think she should be
 watching that crap?

(CONTINUED)

CONTINUED:

Bill shrugs and continues toward the front door. Noah shakes his head as his mother, NANCY, rushes into the room frantically searching for something. She is in her mid-forties and dressed up.

NANCY
All right, Maggie, let's go. Noah's gonna...

Nancy stops and looks at Noah's T-shirt, which is emblazoned with a large anarchy symbol.

NANCY (CONT'D)
What's this?

NOAH
What?... Seriously, Mom, you guys shouldn't let Mags...

NOAH (CONT'D)	NANCY
...watch that stuff. You know what that does to a child's mind?	You're not seriously going to wear that out of the house, are you?

NOAH (CONT'D)
You stop letting her watch that revisionist crap, and I'll stop being your little Antichrist...

He kisses Nancy on the cheek to check her reaction. She recoils slightly from him, scoffing.

INT. HALLWAY - FOLLOW

Noah follows his mother down the hall to the kitchen.

NOAH
(noticing her outfit)
What, you got a thing this morning?

Nancy checks her watch as she continues her search.

NANCY
I have to meet Father Conlon in twenty minutes... Where are those raffle tickets?

NOAH
Ah, Father Conlon. I've heard he touches young people in a special way.

Nancy rushes off to the kitchen, searching for the raffle tickets.

(CONTINUED)

CONTINUED:

NANCY (O.S.)
I won't stand for that blasphemy in my house!

NOAH
(looking up and winking)
Just kiddin', Jesus.

Nancy comes back with Maggie's lunch box, which she thrusts into Noah's unexpected hands.

NANCY
Well, your humor's not appreciated. Now, would you please?

NOAH
Yeah, yeah... C'mon, kid... Enough neurotoxins for one morning.

BACK TO LIVING ROOM

Maggie runs to the foyer ahead of Noah.

NOAH (CONT'D)
I gotta work till five. And I'm going over to Casey's after--

NANCY
Again?

NOAH
After busting my ass hauling platters and kegs around all day--

NANCY
Who's gonna pick up your sister?

NOAH
I guess Dad'll have to.

NANCY
(sighing)
I guess it's up to me. Again...

MOVING BACK DOWN HALLWAY

Noah follows Nancy as she stalks down the hallway.

NOAH
Well, jeez, it's not like you're her mother or anything...

(CONTINUED)

CONTINUED: (2)

NANCY
Don't get smart.

NOAH
You remember where the school is, right?
Down at the end of the via dolorosa?

Noah pretends to be up on the cross as he backs down the hallway. Nancy glares at him.

LIVING ROOM

NANCY (O.S.)
Noah, what did I just--

Noah leaves out the front door, slamming it behind him.

EXT. OUTSIDE OF HOUSE - SAME

Noah drives his station wagon away from his house. Maggie sits in the backseat reading a thoroughbred book for pre-adolescents. Their neighborhood is typically middle-class suburban: picket fences, manicured lawns, children waiting for buses, and so on.

INT. CAR - MOMENTS LATER

NOAH
Why do you insist on sitting back there instead of up front like a normal human being?

MAGGIE
(angry, eyes pasted to book)
Shhh! The chauffeur's supposed to keep quiet.

EXT. OUTSKIRTS - SAME

Approaching town, the car passes junk yards, abandoned granaries, and shabby row houses. A poor black man with a weathered face walks along the street. He turns and stares at Noah as the car zips past.

INT. CAR - SAME

Nearing their destination, Noah and Maggie enter a relatively prosperous district of quaint shops and attractive houses.

NOAH
Mags, if you wanna poison your mind, at least let me help you do it properly.
(MORE)

(CONTINUED)

CONTINUED:

NOAH (CONT'D)

Those cartoons and that stuff you read are full of shit, and--

MAGGIE

Dad says you're full of shit. He says that if you don't get your act together they're--

NOAH

Well, Dad's full of shit, too, okay? Lesson number one: everyone is full of shit... Believe me, your parents--

MAGGIE

Stop there...

EXT. STREET OUTSIDE CATHOLIC SCHOOL - SAME

After they pull up to the curb, Maggie opens her door to get out. In the background is a well maintained Catholic school. Two NUNS stroll solemnly down the sidewalk near the car. Maggie grabs her book bag and lunch box.

MAGGIE

They're your parents, too, dumbass...

NOAH

(resignedly)
Yeah, well...

SISTER MARY CATHERINE (a.k.a. "Sister Merciless") looks over at the car. As though blaming him for his sister's expletive, she leans in to glare at Noah. Nun and sinner recognize each other. Noah winces/smiles at her then drives away.

The Sister narrows her eyes at Noah as he departs. She places a hand on Maggie's shoulder and guides her toward the school.

CUT TO:

EXT. O'MALLY'S - LATER

Noah enters a small seafood restaurant and bar on Market Street. Its exterior sports a New England-brand of tackiness: lobster traps, fishing nets, an old barrel, etc.

INT. O'MALLY'S KITCHEN - SAME

Noah crosses through a filthy room cluttered with the implements of cookery. By the stove, a mustachioed MEXICAN smokes a cigarette.

NOAH

Hola, Freddie. Donde estan los payasos?

(CONTINUED)

CONTINUED:

FREDDIE

Out back, man... Hey, you wanna chorizo omelette?

EXT. ALLEY - FOLLOW

Noah walks out behind the restaurant to find his two 21-year-old coworkers practicing equilibristics. CASEY, a tall blond, wears an apron and a cook's hat and balances a broomstick on his chin. Overweight and ruddy, ED balances a ladder on his.

NOAH

Casey... Edmouth... This is a blatant violation of Charlie's no-clowning rule.

CASEY

Charlie's not even coming in today.

NOAH

What is this anyway?

ED

For The Rustics' Buster Keaton Festival next month. We're working toward having me balance the ladder, with Casey on top balancing a broomstick.

NOAH

Somebody's gonna crack his skull... Speaking of--guess who I just saw... Sister Merciless! She's out in the street collecting souls.

ED

(dropping the ladder to cross himself)
My God, she's still alive.

NOAH

You're lucky, Casey. You never had to feel the rap of ruler on knuckle that Sister Merciless loved to dole out.

ED

And you never had to listen to the sermon on the Muscular Jesus.
(imitating an old English lady)
"He was no weakling, Our Lord. He was a strapping fellow indeed!"

NOAH

She didn't have an English accent...

(CONTINUED)

CONTINUED:

Casey missteps, and the broom clatters to the ground.

CASEY
Ahhh!... Eh?

NOAH
Lesbians in medieval garb...
(reacting to Casey's confusion)
Nothing.

CASEY
You're coming tonight, yeah?

NOAH
No, I thought I'd just stay at home by
myself instead.

CUT TO:

INT. LIQUOR STORE - EVENING

Noah, Casey, and Ed enter a liquor store and begin shopping for alcohol. Casey and Ed juggle bottles and limes while loading up the shopping cart.

CASEY
Listen, no. We start by driving out to
Ocean City, dip our feet in the Atlantic,
then head out cross country.

NOAH
To end up where?

ED
Alaska!

NOAH
Alaska?

ED
Yeah! Get a job on one of those fishing
boats, hauling in salmon or something...

CASEY
Jesus, yeah. You have any idea how much
those guys make?

NOAH
Do you have any idea how many of them get
washed overboard?

(CONTINUED)

CONTINUED:

CASEY

All right then, all right. How about this? Drive out to San Francisco. And from there work as stevedores--

NOAH

Oh, God...

ED

Stevedores?

CASEY

You know, guys that haul shit on and off boats--

NOAH

Longshoremen.

CASEY

Exactly, yeah. Longshoremen... But along the way--this is what I would do--along the way write an ethnography.

ED

(confused)

Where are you going with this one, man?

CASEY

A history of the American people. Right? I already have a title.

NOAH

What is it?

CASEY

I don't wanna spoil it... But the best part--after we ship out as stevedores... We sail to Japan!

NOAH

Aw, Christ.

CASEY

To see my homeland!

NOAH

You're not Japanese!

CASEY

True, my people's customs are different from those of the mainland Japa--

(CONTINUED)

CONTINUED: (2)

NOAH

What "mainland"? It's all islands.

CASEY

In any case, we go to Okinawa--splendid isle of my nativity--and along the way I write the great American story of returning to one's roots.

ED

Told through the eyes of a little Japanese boy...

CASEY

Some people-- Now some people want to have their finger on the pulse of their generation. Me, I wanna have my hand up the skirt of my generation.

NOAH

Cute.

ED

A picaresque!

CASEY

Indeed.

ED

I'd do it. Fuck it, let's do it!

CUT TO:

INT. CASEY'S KITCHEN - NIGHT

Casey and Edmouth's party is in full swing. A long pan showcases the three-foot tall gravity bong they've constructed, their homemade still for making absinth, and the hydroponics lab where they grow pot.

The party has a Willy Wonka theme: Casey is dressed as the famous confectioner. He cuts limes at a table. Noah is dressed as Charlie Bucket. In the background, Ed (bulging out of Augustus Gloop-like lederhosen) amuses guests by preparing drinks a la Tom Cruise in "Cocktail."

NOAH

What are you gonna to do--sell all your shit?

CASEY

I'll put it in storage.

(CONTINUED)

CONTINUED:

NOAH
You don't even have a car!

CASEY
I'll sell my katana blade--with the
mother-of-pearl inlays and--

NOAH
You're insane.

CASEY
(playfully grabbing Noah's
face)
We are the music makers, and we are the
dreamers of dreams...

INT. CASEY'S LIVING ROOM - MOMENTS LATER

The apartment is full of carousing young people in costume. Everyone is having a great time except Noah. He walks over to the couch, beer in hand, and sits between two lip-locked Violet Beauregardes and a mute Mr. Slugworth who offers him a bowl.

NOAH'S POV - DOORWAY

Through the kitchen door, Noah sees Casey impressing a crowd with hat and cane tricks. One observer is an attractive young Veruca Salt: LORELEI SHEPARD, a petite blond, 19 at most. Noah watches her walk out to the back porch then immediately gets up to follow her. Ed takes Noah's place on the couch.

INT. BACK PORCH - FOLLOW

Noah opens the sliding-glass door to find Lorelei alone on the porch, holding a gobstopper-like chunk of rock candy and sucking on another. Startled, she turns around.

NOAH
Oh, sorry.

LORELEI
No, no, come on out.
(licking her fingers)
Mmm. Hi. Lorelei...

NOAH
How ya doing?

Noah wipes his hand and offers it. Lorelei turns to reach for a bottle of beer sitting on the railing. Left holding the baby, Noah glances up at the overcast sky and holds out his hand as though checking for rain.

(CONTINUED)

CONTINUED:

LORELEI
And you are?

NOAH
Uh, fine, thanks.

LORELEI
Mmnn?

NOAH
Oh... Uh, Noah.

LORELEI
Would you like a gobstopper?

LORELEI (CONT'D)
It's the last one.

NOAH
No, thank you. My gob is fine, no...
stopping required.

Hoping to avoid further embarrassment, Noah accepts the candy from Lorelei's hand and puts it in his mouth.

LORELEI
Like the whale?

Noah looks at her quizzically before catching on.

NOAH
Oh... No. The Ark.

LORELEI
What?

NOAH
Like the Ark?...

NOAH (CONT'D)
Hmm, where's my drink?

LORELEI
Oh, duh, right. I wasn't
raised too religiously.

Lorelei hands Noah her beer. He takes a sip with his eyes closed.

NOAH (CONT'D)
Lucky you.

Noah goes to set the beer back on the railing but accidentally knocks it off. They lean over the railing, then hear the bottle SMASH a couple stories below. Someone YELLS up from the courtyard.

(CONTINUED)

CONTINUED: (2)

NOAH (CONT'D)
(matter-of-factly)
So, you wanna go inside?

INT. LIVING ROOM - LATER

Noah and Lorelei sit on the floor by a coffee table, playing Jenga.

LORELEI
So what do you do? You're a student
or...?

NOAH
Ah, no. Well, I was. But--it's a long
story. How about you?

LORELEI
I'm working towards becoming a singer.
But right now I guess I'm just, well,
unemployed.

NOAH
You know O'Malley's downtown? We go
through a waitress like once a week.

LORELEI
So there's an opening?

NOAH
I could ask. Or Casey. We could maybe set
you up with Charlie.

LORELEI
Thanks. You're awesome!

NOAH
So... But you said you want to be a
singer?

LORELEI
Yeah! You should come to my gig next
week.

NOAH
That'd be great. Where? When?

LORELEI
Friday at Bartleby's?

(CONTINUED)

CONTINUED:

NOAH
 (dubious)
 Oh, well, yeah. That's--that's a great
 place.

As he reaches for another piece, someone jostles the table,
 causing the tower to fall. Lorelei laughs.

LORELEI
 I win!

CUT TO:

INT. CASEY'S KITCHEN - LATER

Noah leans over a counter as Casey meticulously arranges
 dried bits of marijuana in a small plant pot. Behind them, on
 the balcony, Ed breathes fire to impress the Violets.

CASEY
 You see, it is the marijuana bonsai's
 delicate nature that--

NOAH
 Yeah, yeah, great... So what's the deal
 with that girl Lorelei?

CASEY
 (cocking an eyebrow in
 suspicion)
 Lorelei?

NOAH
 Yeah. How do you know her?

CASEY
 Well. Lorelei used to take voice lessons
 downstairs from The Rustics' studio... So
 Ed and I have known her since she was
 like sixteen and--

NOAH
 Does she have a boyfriend?

CASEY
 Hmm. Nooo... I see little wheels turning
 in your head, Noah. And I think it's
 about time I toss in my tiny sabots...

NOAH
 She's cute.

(CONTINUED)

CONTINUED:

CASEY

I know.

NOAH

So what's the problem? Why the sabotage?

CASEY

Lorelei is like the bonsai, Noah-san. Be gentle.

INT. HALLWAY - LATER

The party has slipped into a somewhat psychedelic mode. Most of the guests are seated; others slow dance to music playing. The lights have dimmed, and someone has turned on a spinning light display in the living room.

Blue and red lights play across Noah and Lorelei's faces as they stand close to one another in the hall. Without a word, Lorelei grabs a pack of cigarettes from Noah's shirt pocket then kisses his lips briefly but with feeling. She pulls away, removes a cigarette, and lights it. Blowing the smoke in his face, she then returns the pack to his pocket.

LORELEI

Have you ever been to California?

Noah doesn't answer. They pause and stare at each other. He smiles, bewildered and fascinated.

NOAH

How do you do that?

LORELEI

What?

NOAH

You have this uncanny ability to change the subject when least expected.

LORELEI

Shhh.

She winks and motions for him to follow her down the hallway.

NOAH

You know, I think Styx named a song after you...

INT. ED'S BEDROOM - MOMENTS LATER

Lorelei pulls Noah into Ed's bedroom (tastefully decorated with a print of "Water Snakes").

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CONTINUED:

The PARTY NOISE flares and, as the door closes with an audible CLICK, dies away. Lorelei sits on the corner of Ed's bed.

As she lowers her cigarette, Noah takes her hand and pulls her up to him. He kisses her in a "PG" manner--she reaches down and grabs his ass in a decidedly "R" fashion.

Suddenly, Ed busts in with a Violet on each arm. He's carrying a large cock-and-balls shaped bowl.

ED
Whoa, sorry folks.

Noah takes a step away from Lorelei, as though trying to hide the obvious fact they were just kissing.

ED (CONT'D)
Listen, Noah. You guys mind--

NOAH
No, no, that's fine.

ED
The girls were looking for a place to flop. You know...

NOAH
No problem, Edmouth.

LORELEI
Have fun.

INT. HALLWAY - FOLLOW

Noah and Lorelei exit Ed's room, but Lorelei stops outside the door.

LORELEI
Hold on a sec.

NOAH
(motioning to the bathroom door)
I'm just gonna...

As Noah enters the bathroom, Lorelei steps back into Ed's room and closes the door most of the way.

INT. BATHROOM - FOLLOW

As he urinates, Noah barely makes out the conversation in the adjacent room.

(CONTINUED)

CONTINUED:

LORELEI (O.S.)
(muffled)
Can I just get a hit off that?

ED (O.S.)
(muffled)
Listen, Casey told me you really
shouldn't--

LORELEI (O.S.)
(muffled)
Oh, c'mon!

ED (O.S.)
(muffled)
Sorry, Lor. He was pretty clear that--

Noah exits the bathroom and finds Casey outside the door.

CASEY
There you are! What's up?

NOAH
Well, you know.

LORELEI (O.S.)
(muffled but loud)
Suck my dick, Ed!

Lorelei exits Ed's room, slamming the door behind her. She hears the Violets make catty remarks about her as she quickly collects herself, smiles weakly at Casey, and grabs Noah's arm.

LORELEI (CONT'D)
Let's go for a walk...

Casey watches them walk down the hall and narrows his eyes.

EXT. BAKER PARK - NIGHT

Despite a light drizzle, Lorelei and Noah go for a walk. The wide lawn they stroll across is lit by the street lights lining the edges of the park and the bright kliegs aimed up at the band shell and the carillon in the distance.

EXT. CARILLON - FOLLOW

They continue walking down a brick path toward the park's centerpiece: a tall, Gothic carillon.

(CONTINUED)

CONTINUED:

LORELEI

One time me and my mom went inside.
There's a big piano at the top, and the
guy bangs the keys with his fists.

She pretends to play a carillon.

NOAH

Looks like me at the piano lessons my
parents made me take.

They sit on bench along the path, the tower rising behind
them.

LORELEI

It's lovely isn't it?

NOAH

I guess it is. I don't know, it's
something I've always kind of taken for
granted.

Lorelei leans over to kiss him again. Suddenly, the slight
drizzle begins to turn into a downpour.

EXT. GAZEBO - SAME

Noah and Lorelei, dripping wet, run to take shelter in a
nearby gazebo.

LORELEI

Think I make a good Veruca Salt?

NOAH

Fantastic.

LORELEI

(singing)
I want a drink...
I want a cocktail...
Lemons and tonic
And wild histrionics--
Hey, barkeep! Step on it!
Give it to me... now!

She's outrageously theatrical in her performance of this
dipsomaniacal version of "I Want It Now," but Noah finds her
charming all the same.

NOAH

(chuckling)
Very nice.

(CONTINUED)

CONTINUED:

LORELEI

God, I love gazebos!

NOAH

Yeah, well, they're, you know, pretty and white, and they keep the rain out...

LORELEI

I don't know, they just always make me think of, like, debutantes and "Gone with the Wind."

NOAH

Okay, so Vivian Leigh and slavery and--

LORELEI

No, silly. You know, "The Sound of Music"!

Lorelei runs around the gazebo Liesl-style as she sings.

LORELEI (CONT'D)

"I am sixteen going on seventeen,
I know that I'm naive.
Fellows I meet may tell me I'm sweet,
And willingly I believe."

NOAH

You know, you actually have a nice voice.

LORELEI

Do I, actually?

NOAH

I didn't mean--

Lorelei dances around Noah, gently stroking his cheek as she sings.

LORELEI

"I need someone older and wiser,
Telling me what to do.
You are seventeen going on eighteen,
I'll depend on you."

She spins into Noah's arms, and very nearly kisses him before suddenly pulling away again.

NOAH

Do you still take voice lessons?

(CONTINUED)

CONTINUED: (2)

LORELEI
 (smiling)
 Hmm. Someone's been asking around about
 me.

She pirouettes playfully.

NOAH
 (embarrassed)
 Casey... He just happened to mention--

LORELEI
 To answer your question: no. I pretty
 much stopped after I had to go away...
 But I've known Casey for years...

NOAH
 (a little puzzled)
 Ah.

LORELEI
 God, wouldn't it be great to be high
 right now?

NOAH
 I don't really--

LORELEI
 And just run naked in the
 rain. You ever done that? Run
 around in the rain without
 any clothes on?

NOAH
 Naked, yeah. Well, maybe once or--

LORELEI
 God, I'd so love to be stoned now...

Noah chuckles, not taking her seriously.

LORELEI (CONT'D)
 You have a car?

NOAH
 Yeah, the, um, station wagon over there.

LORELEI
 I'll race you.

Lorelei kicks off her shoes and removes her white kneehighs.
 Holding her dress up over her head, she dashes through the
 rain. Collecting her shoes and socks, Noah runs after her.

(CONTINUED)

CONTINUED: (3)

 NOAH
 Jesus...
 (shouting)
 Hey! Behave!

 LORELEI (O.S.)
 I'm being have!

EXT. STREET - SAME

Cheerfully whistling the last couple bars of "Singin' in the Rain," they hop into the back of Noah's station wagon.

INT. STATION WAGON - FOLLOW

Soaked to the bone, Lorelei grabs an old wool blanket and starts to wrap herself up in it.

 LORELEI
 No fair! You didn't take off a single
 piece of clothing.

 NOAH
 (laughing)
 You're crazy. Look at you! You must be
 freezing.

 LORELEI
 So warm me up.

She invites him under the blanket.

 LORELEI (CONT'D)
 You don't have anything here, do you?

 NOAH
 Any what?

 LORELEI
 I don't know. Like, pot or--

 NOAH
 No. I mean, I don't really do--

 LORELEI
 Maybe we should go back to Casey's then.

 NOAH
 (mildly annoyed)
 Let's just chill out a bit. I know my
 station wagon isn't the most--

(CONTINUED)

CONTINUED:

LORELEI

I'm sorry. I must sound so stupid. You probably think I'm some kind of huge pothead. It's just, I don't get out much...

NOAH

It's fine, really. I just--I'd kinda like to stay here. With you.

They begin to kiss again--this time a little more intensely. Soon the windows are fogged, creating an atmosphere of comfortable isolation.

Lorelei places her hands on Noah's face while they kiss. Noticing scratches and marks on her forearms, he touches them lightly with his fingertips. Lorelei pulls her arm away, scratching it self-consciously and obviously avoiding a conversation about what appear to be several fine scars.

LORELEI

The thing is, I just... I wanna feel good, you know?
(whispering in his ear)
Help me feel good.

What had been a bit of playful kissing and petting quickly becomes more serious. Surprised by her intensity, Noah at once tries to slow things down while letting himself be carried away with excitement. She starts to slide her dress up, and he pushes it back down.

LORELEI (CONT'D)

(frustrated, trance-like)
Fuck me.

NOAH

Lorelei...

LORELEI

I want you to.

NOAH

Let's just take things--

LORELEI

Oh, Noah, please.

Lorelei holds him even tighter, kissing him passionately, placing his hands on her body and touching his.

(CONTINUED)

CONTINUED: (2)

They awkwardly remove their wet clothes beneath the blanket. The back of the station wagon is cramped and cluttered, their embraces clumsy and hasty. Lorelei tries to pull Noah on top of her and he accidentally pulls her hair. She moves on top of him but her head hits the roof. The only comfortable position they can find is with Lorelei's back to him.

NOAH

(coming up for air)

I think I might have a condom in the glove compartment... After all, it's a glove compartment.

LORELEI

No... Condoms ruin it. I wanna feel you.

Lorelei has an addict's vacuity in her eyes, and she seems to pay less attention to Noah than she does to her own pleasure. Noah appears to be in a mild state of shock as they begin to have sex. As she approaches her climax, Lorelei begs him:

LORELEI (CONT'D)

Come with me.

NOAH

(whispering hesitantly)

We shouldn't.

LORELEI

(moaning, distant)

Inside me...

NOAH

What if...?

LORELEI

Don't worry!

She sounds almost angry with his hesitation. But this anger melts away at once.

LORELEI (CONT'D)

Please, I need you to.

As Noah is on the verge of making his decision, there is a loud BANG on the car window.

EXT. STREET - SAME

Five teenaged OOMPAH-LOOMPAHS laugh and rock Noah's car.

OOMPAH-LOOMPAH 1

Everything going all right in there?

(CONTINUED)

CONTINUED:

LORELEI (O.S.)
 (from inside the station wagon)
 Assholes!

OOMPAH-LOOMPAHS
 (laughing and singing in off-
 key chorus)
 "Give it to me now!"

NOAH (O.S.)
 Will you guys shut up? What do you want?

OOMPAH-LOOMPAH 2
 Casey asked where you were--said to make
 sure you weren't doing anything he would
 do.

NOAH (O.S.)
 Well, just... GO AWAY, would you?

OOMPAH-LOOMPAH 1
 C'mon, boys. Let's go round the corner
 where the fudge is made...

The Ooompah-Loompahs run away through the park, hooting and
 toilet papering the trees and the fountain.

CUT TO:

INT. CASEY'S BEDROOM - LATER

Casey's room is full of kana charts, tatami mats, shoji
 screens, and a stack of Japanese porn. Above his futon hangs
 a katana blade and a print of "The Great Wave of Kanawaga."

Peeking in, Noah and Lorelei find Casey lying in his silk
 kimono amid a mass of girls and guys, rounding out the
 evening with some hedonistic activities. Casey sets down the
 mouthpiece of his bedside hookah and eyes them suspiciously.

CASEY
 My Ooompah-Loompahs found you, did they?
 Just a little midnight walk, hmm?

LORELEI
 Casey, I really fucking hate it when you
 act all like you're my dad or something.
 First, you get to Ed, and then--

CASEY
 (sternly, paternally)
 Lorelei...

(CONTINUED)

CONTINUED:

She storms out. Casey puffs on his hookah and raises an eyebrow at Noah.

NOAH
(confused)
We'll just... crash in the living room.

Casey HUMS disapprovingly.

INT. CASEY'S LIVING ROOM - SAME

Noah and Lorelei lay side by side uncomfortably on the couch, which is hardly big enough for both of them. Lorelei is still visibly angry.

LORELEI
Would you mind moving onto the floor?

NOAH
Oh, no. Sure.

LORELEI
It's just, the couch is kind of narrow
and lumpy...

NOAH
Yeah, well, pretty much half the town has
spent a night on it.

Noah lays in front of the couch, staring up at the ceiling and listening to Lorelei's soft breathing.

NOAH (CONT'D)
(softly)
Goodnight.

Lorelei doesn't answer.

INT. NOAH'S BATHROOM - DREAM

Noah looks at the face he has drawn in the fogged mirror. Suddenly alarmed, he looks down at the toilet, which begins to overflow. Water spills out, quickly covering the floor.

Noah pads barefooted to the door but finds it locked. We briefly see the door from the other side, the handle jiggling as water seeps out from underneath.

The bathroom has filled up to Noah's chest. It starts to rise over his head. He's as frantic as a drowning rat.

CUT TO:

INT. CASEY'S LIVING ROOM - MORNING

Noah wakes to Woody Woodpecker's cartoon laugh blaring on the TV. Still on the floor, Noah sits up to see who has turned on the TV. Ed sits between the two Violets (each of whom is wearing one of his oversized T-shirts) on the couch. Lorelei is gone. Mystified, Noah shakes his head.

CUT TO:

EXT. BANDSHELL - DAY

A chilly autumn afternoon. Noah walks with Casey and Ed near the park's band shell. Casey is up on tall stilts, and Ed rides behind him on a unicycle as they pass juggling clubs.

CASEY (O.S.)

That's great. Just fuckin' great. I've known this girl since forever. She's like a little sister to me. And you! You screw her in the back of your car!

NOAH

It's my mom's car technically--

CASEY (O.S.)

The unmitigated audacity!

ED

(in a funny voice)
How it was?

NOAH

It was... It was bizarre.

ED

Bizarre good or bizarre bad?

CASEY (O.S.)

(childishly blocking them out)
La la la la...

NOAH

You done?

CASEY (O.S.)

Yeah, yeah. I'm done...

NOAH

It was just... intense. I don't know what else to say.

(CONTINUED)

CONTINUED:

CASEY (O.S.)

That's it? That's all you've got?

NOAH

Oh, so now you wanna know?

CASEY (O.S.)

Well, you could at least make your travesties interesting!

NOAH

I'm just not used to that, you know? I didn't even try, and then...

CASEY (O.S.)

There you are, doing the humpty-hump in the back of mom's car.

Casey accompanies his comment with pelvic gyrations, which nearly cause him to fall off the stilts.

NOAH

What the hell was that thing in your room, man?

CASEY (O.S.)

(ignoring the question)

So you're gonna call her and blah blah blah...

NOAH

That's the thing, right? Last night, we crash in the front room. And this morning, she just takes off.

CASEY (O.S.)

Ah, here we go.

NOAH

What's that supposed to mean?

CASEY (O.S.)

I don't know what I should and shouldn't say.

NOAH

Like what?

CASEY (O.S.)

Just... I know you like her. I mean, obviously, look at you. But don't throw yourself into it too much. Take your time.

(CONTINUED)

CONTINUED: (2)

NOAH

What? Why?

(to Ed)

What's he being so cryptic about?

ED

Lorelei can be a little erratic.

CASEY (O.S.)

I'm just trying to protect both of you.

NOAH

Well, Jesus! I mean, I just met her. What am I--

CASEY (O.S.)

I know, I know... Don't worry about it. I just thought a heads-up--

NOAH

Casey, what's Japanese for "Go fuck yourself"?

Noah begins to stalk off.

CASEY

C'mon, man! That's not what I... Noah?
Noah!

Casey tries to run after Noah but falls into a nearby bush.

EXT. BARTLEBY'S - NIGHT

Noah approaches the front of a small cafe and stops to read the sandwich board.

INSERT - SANDWICH BOARD

OPEN MIC NIGHT

7-11 PM

"Bottomless Coffee Special"

INT. BARTLEBY'S - FOLLOW

A dozen or so PATRONS sit at several small tables sipping coffee. The cafe has the feel of a beatnik poetry venue; it's lit only by the small candles on the tables.

A FOLK SINGER finishes her slightly off-key tune as Noah takes a seat at the back of the room. Then an EMCEE, complete with goatee and black turtleneck, takes the stage.

(CONTINUED)

CONTINUED:

EMCEE

Thank you, Charlotte. Everybody give it up for Charlotte Gale.

The crowd applauds halfheartedly, and the hum of conversation grows louder.

EMCEE (CONT'D)

Our next performer is gracing the Bartleby stage for the first time tonight. So I want everyone to give a warm welcome to Miss Lorelei Shepard.

Most of the patrons applaud softly, but three GIRLS sitting up front clap loudly, hooting in support.

Noah's face lights up as Lorelei takes the stage, an acoustic guitar slung over her shoulder. She wears a tight white tanktop and a pair of hip-hugging jeans, and has her hair pulled back in a pair of ponytails.

LORELEI

(nervously)

Thank you...

A feedback squeal takes Lorelei aback. She clears her throat. The hum of conversation grows even louder.

LORELEI (CONT'D)

I thought I'd play an old standard for you guys tonight. Let me just...

(tuning the guitar)

OK...

She strums the opening chords of "Happiness Is a Warm Gun" and begins to slip into a more confident performance mode.

LORELEI (CONT'D)

"I'm not a girl who misses much. Do do do do do do. Oh, yeah..."

She sings the song with coy girlish sexiness, her voice soft and meek until she reaches the chorus. Then she strums the guitar forcibly and flips her ponytails.

LORELEI (CONT'D)

... "Mother Superior jump the gun! Mother Superior jump the gun!"

The crowd seems a little shocked. Noah smiles. The girls in the front cheer. Lorelei's intensity abates, and she returns to a soft sexy tone for several lines. At the end of the song, she again kicks it up a notch.

(CONTINUED)

CONTINUED: (2)

LORELEI (CONT'D)

"When I hold you in my arms, and I feel
your finger on my trigger..."

The girls cheer again. Lorelei finishes her song, and leaves the stage to join the girls in front. The crowd gives her lukewarm applause as the emcee takes the mic.

EMCEE

Lorelei Shepard, everybody. Next up, Nick Mullinix is gonna sing us some Simon and Garfunkel.

As another performer takes to the stage to perform "Kathy's Song," Noah approaches Lorelei's table. She leans over to zip up the bottom of a soft guitar case. Her friends chatter behind her.

NOAH

That was great!

LORELEI

Oh, hey.... No. It wasn't.

NOAH

Really, you sounded fantastic.

Both seem embarrassed and nervous to see each other again. One of the girls at the table whispers something--perhaps about Noah--and two of them burst out laughing. Lorelei casts them an importunate disapproving glare.

Lorelei starts to tuck a book into the guitar case. Noah crouches and looks closer at the picture on the cover: Venus skating to shore on her half-shell.

NOAH (CONT'D)

What's this?

Lorelei quickly shoves the book into her case.

LORELEI

Just my Lyric Book.

Noah smiles and leans in closer to her.

NOAH

It's great to see you again... I wasn't sure if I would. I didn't get your number.

(CONTINUED)

CONTINUED: (3)

LORELEI

It's not... I just don't give out my number much.

Noah is thrown off by her behavior. She looks around the room nervously and fidgets as they talk, as though she feels trapped in the conversation.

NOAH

But, well, it's good to see you... Maybe sometime we could--maybe we could arrange to, you know, get together some night.

LORELEI

Yeah. No, that would be... Sure.

NOAH

Oh, and Charlie--my manager--he says you can come in on Thursday. If you're free. At around noon.

LORELEI

Charlie? Oh, right. Oh, great, thanks!... Listen, my dad is gonna be here in a few minutes. I just have to say goodbye to some friends and--

NOAH

No, that's fine. Sure.

LORELEI

I'm sorry. I'd... Well, it was nice to see you again.

NOAH

Yeah.

LORELEI

But I'll see you Thursday, right?

NOAH

Yeah, definitely.

LORELEI

Cool. Okay.

NOAH

Great. Um, good night then? Nice to see you.

Lorelei has already turned to talk to her girlfriends. One of them laughs loudly again as Noah slowly walks toward the door, visibly confused about what just happened.

INT. O'MALLEY'S - MORNING

Noah sits at the bar flicking cocktail straws into a pint glass several feet away. CHARLIE, the manager/bartender, approaches and looks at his watch.

CHARLIE

This girl's a friend of yours, huh?

NOAH

Something probably just came up.

Charlie winks at him and clacks his tongue.

EXT. VIDEO STORE - DAY

Noah parks at a video store. Stepping out of his car with a video in hand, he notices Lorelei coming out of the store.

NOAH

(calling to her)

Hey! Lorelei!

Lorelei squints in his direction and stands still as he jogs over to her.

NOAH (CONT'D)

Hey, what's up?

LORELEI

Hi, Noah.

NOAH

Where were you the other morning?

LORELEI

When?

NOAH

Thursday... To meet Charlie?

LORELEI

Oh, shit, the restaurant! I'm sorry.
Jeez.

NOAH

Well, I mean...

LORELEI

No, really. I just... I was up late the night before and I ended up sleeping in... I should have called or something.

(CONTINUED)

CONTINUED:

NOAH

No big deal. I mean, whatever. But I don't know about Charlie now... If he'll--

LORELEI

Actually, I sort of already found something. I think it might work out.

She opens her coat and points to a nametag with the video store logo on her shirt.

NOAH

(sighing)

Are you just... I mean, are you avoiding me or something? Did I--

LORELEI

No, no.

NOAH

Have I done something that--

LORELEI

No, I'm not avoiding you... I'm just. I don't know. I just am sort of stepping back. I'm kind of trying to not go in the wrong direction.

NOAH

Okay, but... Can we go in a direction? I mean, you know, maybe we could talk now and then? Or hang out?

LORELEI

Yeah, well...

NOAH

Listen, I'm not trying to pressure you into anything. I don't have some kind of big expectation that I want you to fulfill or something. And I don't think that... that what we did is like some kind of huge deal that means that you have to do something. Honestly, I thought we had some kind of connection. If I'm coming on too strong--

LORELEI

You're not coming on too strong. I just, I don't know, this is what I do... But for me, it's complicated and sometimes I wig out a little.

(CONTINUED)

CONTINUED: (2)

NOAH

I don't want to weird you out or scare you off, so... But if ever you want to hang out, and--

LORELEI

How about Friday?

NOAH

(mildly shocked)
Well, yeah. Sure.

LORELEI

We could maybe get together for a kind of date--but just as friends?

CUT TO:

INT. CHINESE RESTAURANT - NIGHT

Noah and Lorelei sit across from one another at a Chinese restaurant. Between them are various dishes, which they have partially finished, and a pot of tea.

NOAH

I used to do all that stuff... Pot, acid, you know... But then I just stopped. Part of it was that I was interested in the experimentation side. Like I thought I was Aldous Huxley or something, opening my mind to altered consciousness. But then I realized that, basically, I was just getting high a lot, and that it wasn't even something I enjoyed all that much.

LORELEI

So then you just quit...

NOAH

Well, yeah. I mean, part of it, too, was that my brother got arrested and had to go through rehab in jail. And he was really a mess, doing much worse stuff than I ever tried. But seeing him get hauled away was a wake-up call... And more than that, it was what Aaron's getting arrested did to my mom and dad. It's just like, after that, both of them became totally different. My mom's still balancing between a glass of wine and devoting herself to the church. And my...

(MORE)

(CONTINUED)

CONTINUED:

NOAH (CONT'D)

...dad is just, I don't know, an emotional parapelegic--like three words at dinner, you know? So I've pretty much made it my mission in life to be nothing like Aaron.

LORELEI

You used to look up to him, huh?

NOAH

No. No, he was pretty much always a motherfucker. He used to kick the shit out of me when I was little... Anyway, he got out a year ago, and none of us has seen him since.

LORELEI

That's awful.

NOAH

Eh. Actually, it was worse when he was still in jail. Mom knew where he was, and she used to drag us all down to see him at Christmas.

EXT. JAIL - DAY

AARON sits before the glass of a visitor's booth at the prison (decorated with a cheap silver garland). He looks angry and depressed. Bill coolly regards his delinquent son as Nancy weeps melodramatically. In the corner sits Maggie, playing cat's cradle by herself. Noah paces behind them, not looking at his brother. No one speaks.

RETURN TO CHINESE RESTAURANT

NOAH

So, it's really all for the best...

LORELEI

Hmm.

NOAH

Hmm?

LORELEI

Nothing.

NOAH

What?

LORELEI

What the hell are you even doing here, Noah?

(CONTINUED)

CONTINUED:

Noah looks around the room, feigning confusion.

LORELEI (CONT'D)

I mean, in this crappy little town. You could be anywhere. New York, San Francisco... Why aren't you in college?

NOAH

I don't really want to talk about this...

LORELEI

Tell me.

NOAH

(as though bored with hearing himself)

I graduated from high school a year early and ended up getting into Johns Hopkins. At first, I was really excited. But then, by spring semester, there was no just wind whatsoever left in my sails. It all seemed completely... meaningless.

LORELEI

What's that supposed to mean?

NOAH

It was full of pretentious kids who all thought it was leading them down some golden path. But to me, it didn't seem to be leading anywhere... I mean, I just have this thing. It's difficult to imagine anything to do--to study, to work for--that really means something, that's really worth the effort. So college was just this thing. It was so obviously relative that I couldn't take it seriously.

LORELEI

What does that have to do with anything? You should totally be in school right now, Noah.

NOAH

But--

LORELEI

It's just so stupid of you. And selfish. Somebody like me would never get the chance to go to that school. And you, you just left! For no reason! You talk about how stupid people here are, but here...

(MORE)

(CONTINUED)

CONTINUED: (2)

LORELEI (CONT'D)

you are. To me, that's even stupider...
What have you been doing here that, even
relatively, is more meaningful than
stupid college stuff?

NOAH

Listen, Casey and Ed alone are more
interesting, intelligent, and educational
than any of the eggheads at Hopkins.

LORELEI

So, what, you're just gonna hide out here
then? Just cool your heels and wait?

NOAH

No... I'm--

LORELEI

You're afraid. You're afraid to, like, be
out in the world. You should totally just
go somewhere, Noah. Do something. Jesus,
I mean, live!

NOAH

(earnestly)

You know, that's what I like most about
you, Lorelei. You're so alive.

She shakes her head, smiling sarcastically, and quickly
traces over the pattern on her place mat several times with
her index finger. But Noah persists.

NOAH (CONT'D)

I envy that about you.

A WAITRESS comes to the table with the check and a fortune
cookie. Suddenly, Lorelei becomes much more chipper and
changes the subject.

LORELEI

Open your mouth and close your eyes, and
you will get a big surprise.

Noah does as told, and Lorelei shoves half of the fortune
cookie in his mouth.

NOAH

You gonna eat the other half?

LORELEI

Yep.

(CONTINUED)

CONTINUED: (3)

NOAH
So what's our fortune?

CUT TO:

INT. LORELEI'S FRIEND'S APARTMENT - NIGHT

A small gathering of Lorelei's friends. Four GIRLS and five GUYS, all of them 19- and 20-year-olds, drink cheap beer in a messy living room. Noah and Lorelei sit on the edge of a sofa; Noah seems uncomfortable.

A MEATHEAD with a crew cut has captivated the attention of his similarly stupid-looking friends.

MEATHEAD 1
(imitating an old Chinese man)
Confucius say, "Man who walk middle of
road get run over by bus."

Noah rubs his temples as though suffering from a headache. The others laugh. A second MEATHEAD opens a bottle of beer with his teeth and hands it to Noah, who smiles weakly as he takes it.

MEATHEAD 2
(to Noah)
C'mon, man, you know any good ones?

NOAH
Ah, no... No. Ethnic humor has never
really been my forte... I prefer knock-
knock jokes.

Lorelei suppresses a smile.

MEATHEAD 3
How 'bout this one? What did the fag say
to the other fag at the bar?... "Can I
push in your stool?"

As the others laugh, Noah looks to Lorelei and winces to signal he's having a bad time. She crinkles her brow in a "What's the matter?" kind of way.

NOAH
(mouthing to Lorelei)
Can we...?

One of the girls notices Noah nodding toward the door.

(CONTINUED)

CONTINUED:

GIRL 1

What's a matter. Don't like a good gay joke?

Noah rolls his eyes, then notices that everyone is staring at him. Fed up, he decides to throw down.

NOAH

I just don't understand how a group of guys who spent high school snapping towels in the locker room and patting each other's asses can possibly have anything to say against homosexuals.

MEATHEAD 2

(shocked and stupid)
What are you saying?

GIRL 2

Maybe he's a fag--that's why he's getting all upset.

MEATHEAD 3

Yeah, where's your gay little butt buddies at, guy?

Noah confronts them with an intense calmness and a steely gaze.

NOAH

Yeah, that's it. I am a faggot. I'm a big queer.

GIRL 2

What, you like it in the ass?

NOAH

(now with a weary calmness)
That's right. I love it in the ass. I was just imagining getting pounded right now.

MEATHEAD 1

I'll fuckin' pound you!

Two of them hold him back as he jumps up. Lorelei grabs their coats and pulls Noah toward the door.

EXT. STREET - MOMENTS LATER

Lorelei and Noah exit the apartment building. Lorelei is laughing and tugging at his arm to pull him out. Noah glares over his shoulder, ready to fight.

(CONTINUED)

CONTINUED:

LORELEI

You "like it in the ass"?

Suddenly, Noah's intensity and anger melts away.

NOAH

I'm sorry... I just... Sometimes I get carried away. I didn't mean to ruin the whole night--

LORELEI

Bah! Don't worry about it. They're just a bunch of dippy twats I hung out with in high school.

NOAH

Well, I'm sorry anyway.

Lorelei looks into his eyes.

NOAH (CONT'D)

(innocently)

What?

LORELEI

Nothing. Just... You're sweet.

She gives him a little kiss on the lips, and they look at each other for a moment. They share another, longer kiss--one that looks like it might lead to something. Letting the kiss drop, Lorelei playfully tugs at Noah's collar.

LORELEI (CONT'D)

C'mon, let's go out. Take me somewhere fun.

INT. CLUB - NIGHT

Noah and Lorelei dance together at a club in Baltimore, acting playfully sexy and teasing each other.

Noah sits at a table to sip his drink and watch Lorelei dance by herself. Soon she is joined by other GIRLS and a couple GUYS. A handsome YOUNG MAN brings her a drink. He is clearly trying to get closer to her. As she plays along, she rolls her eyes and pulls faces at Noah, making it clear she's more interested in free drinks than in the fellow paying for them.

This is the part where we, the audience, join Noah in eating our hearts out with longing for the lovely Lorelei.

CUT TO:

EXT. PARKING LOT - LATER

They leave the dance club, crossing the parking lot to Noah's station wagon. Behind them blinks the nightclub's neon sign, and a stream of other patrons pours out the front door.

LORELEI

Please! Please, please, please, please...

NOAH

(teasing)

I don't know. You had quite a few caffeinated beverages in there...

LORELEI

Oh, c'mon!

NOAH

Are you sure that fellow in the leather pants didn't buy you a rum and coke?

LORELEI

Cross my heart and hope to die.

NOAH

All right, then, fine.

INT. STATION WAGON - MOMENTS LATER

Lorelei sits in the driver's seat of Noah's car with a huge grin on her face.

LORELEI

Woo hoo! Where to next?

NOAH

Oh my God! Home! Jesus, it's already two thirty... Here, take the next exit onto ninety-five.

Noah looks longingly at the exit as they pass it.

NOAH (CONT'D)

The exit?

LORELEI

What? Oh! That one?

NOAH

Yeah, that one--the one we just passed!

LORELEI

Sorry...

(CONTINUED)

CONTINUED:

NOAH

God, now we have to go around the entire beltway.

LORELEI

I'm sorry.

NOAH

No, actually. Wait. We can just take the next one. This one here. This one. This! That was-- Why didn't you...

Lorelei starts laughing her head off.

LORELEI

Oh, come on. Like you have anything to do tomorrow.

NOAH

You're never driving again.

EXT. COUNTRY ROAD - LATER

Lorelei continues to drive down a dark, empty country road on the outskirts of Frederick.

LORELEI

That wasn't so bad... Only an hour out of the way.

NOAH

I'm just exhausted.

LORELEI

Aww, come on. Wake up!

She shakes the wheel, swerving across both lanes.

NOAH

Whoa, whoa! Jesus!

LORELEI

What? Make ya nervous?

She swerves again, this time more wildly.

NOAH

Seriously, stop.

Lorelei steps on the gas and does another swerve.

LORELEI

Woooooo! Wake up, wake up, wake up!

(CONTINUED)

CONTINUED:

The car swerves a little too far into the other lane, and Lorelei overreacts. They begin to fishtail and end up skidding off the road into a thin barbed-wire fence.

EXT. ROADSIDE - SAME

Noah tries to open his door, but it's too close to a fence post.

LORELEI
Are you okay?

NOAH
(angrily)
Yes. Just get out, okay?

Lorelei opens the driver's side door and steps out. Noah crawls over her seat to exit.

LORELEI
Oh, God! I'm sorry. Noah, I'm sorry.
Really, I was just kidding around!

Noah circles the car, inspecting for damages, and finds a long scratch on the passenger side. On the twisted barbed-wire fence he sees a sign.

INSERT - SIGN

"NO TRESPASSING - FORT DETRICK
PROPERTY OF THE U.S. GOVERNMENT
VIOLATORS WILL BE PROSECUTED"

RETURN TO ROADSIDE

NOAH
Are you okay?

LORELEI
Yes. I'm so, so sorry...

NOAH
Get in. We'd better haul ass before the
M.P.s show up or something.

They get in the car and Noah drives off again.

INT. STATION WAGON - SAME

Lorelei looks genuinely upset. Her face is tear-streaked and she is breathing heavily.

(CONTINUED)

CONTINUED:

LORELEI

God, you must hate me. I'm so stupid. I'm sorry. I'm just stupid.

Noah looks down to see that she has pulled up her sleeve and started scratching her arm. He stops the car abruptly and grabs her hand.

NOAH

(tenderly)

Listen. I don't hate you, and you're not stupid. It's no big deal. It's just a scratch.

LORELEI

But it's your mom's--

NOAH

I'll just tell her a deer jumped out onto the road... No biggie. Just calm down.

Lorelei cries even harder. She squeezes Noah's hand and pulls him closer to hug him. Noah kisses her teary cheek. Holding her close, his face against hers, he seems about to kiss her lips. But then he closes his eyes and SIGHS.

CUT TO:

EXT. LORELEI'S HOUSE - NIGHT

Noah arrives at Lorelei's house, a typical split-level suburban home. Walking up the driveway, he notices bars in one of the second story windows. He rings the doorbell, and Lorelei lets him in.

INT. LORELEI'S BEDROOM - NIGHT

Lorelei's bedroom contains the vestiges of her girlhood: a single four-poster bed, a miniature girl's vanity, ballet slippers on the walls, and memorabilia from Broadway shows, etc. Noah looks around the room and notices a small Japanese box on the counter. He picks it up.

NOAH

So your dad's out?

LORELEI

He should be back tomorrow.

Lorelei casually takes the box from him and returns it to its place on the vanity.

NOAH

Business trip?

(CONTINUED)

CONTINUED:

LORELEI

Yeah, he's away pretty often. It's sad, I know that he hates to be away. Then he can't watch out for me.

NOAH

Apron strings still a little tight?

LORELEI

No, he just... He likes to be here for me.

NOAH

Yeah, but come on. You're almost twenty years old. Does he really--

LORELEI

He likes to... It's just... I've had a lot of... problems in the past, and he just likes to make sure I'm okay, all right?

NOAH

Sure. Yeah... What kind of... problems?

LORELEI

(sighing)

I just... I used to be into some bad things. In high school. And after... I've kind of had a habit of... of hurting myself.

NOAH

Like with...?

LORELEI

Like with, you know, drugs and stuff... And I've... I don't know, I used to cut myself now and then. You know, like scratch myself, with my nails... Or cut.

NOAH

Your arms?

LORELEI

A few years ago they diagnosed me as obsessive/compulsive. You know, so I would get it into my head that if I didn't... Well, I don't want to talk about it.

NOAH

No. Okay. That's fine...

(CONTINUED)

CONTINUED: (2)

LORELEI

I used to get depressed, you know? Especially after my mom died. But even before. And I was anxious all the time. Like crazy in my own skin, you know?

NOAH

Yeah.

LORELEI

So it was like... Scratching, or cutting, or somehow feeling the pain on my arms, or sometimes my legs or my... or my face...

She shows him her arms, which are marred with dozens of small scars. Noah touches them, as he had tried to before, and Lorelei allows it.

NOAH

I'm mean... I've noticed. But I didn't want to...

LORELEI

I know... The pain kind of makes me feel alive, you know? It makes me feel somehow separate from the bad thoughts and feelings...

One of the marks she shows him looks disturbingly fresh.

NOAH

But Lorelei... You can't do this. You just--

LORELEI

I know. I know. Please, really. Don't worry about it. I'm... I'm really a lot better now. My meds have really helped.

Lorelei subtly looks toward her vanity. As they continue to talk, she slowly works her way in front of it, as though protecting something.

NOAH

Meds?

LORELEI

You know. Like for a while I was on Buspar, then Lithium for a while--but that was too much. So then, Prozac--but eh. Now Xanax, and...

(CONTINUED)

CONTINUED: (3)

NOAH

Jesus...

LORELEI

But... I mean, I love my meds. But I hate them too. When I'm on them, I feel safe. Like I can do anything. But anything I do, I barely feel. And to even feel it, I have to do it ten times bigger... When I'm not on them, the only thing I can do to make me feel real is make a mark... My meds--they're like a big full-body condom or something. And if I want to feel good, I have to do twice as much to make it real. Even though I know I shouldn't, that I can't--I want more of everything. Like when you have a cast on your arm, you know? And you're trying to dig into it with a pencil or a ruler?... It's just, there's no balance, you know? I just wish there could be some place in between.

NOAH

Yeah.

LORELEI

I guess that's what Dad tries to do... With the privileges he sets up for me and all that.

NOAH

Privileges?

LORELEI

Yeah. I can go out one night if I earn enough points by--

NOAH

He really does that? He has like a system?

LORELEI

I know it sounds weird, Noah, but I'm a lot more social now. But a relationship...

NOAH

Lorelei...

(CONTINUED)

CONTINUED: (4)

LORELEI

Noah, I want to talk about it... I mean, do you still think about the party at Casey's, and--

NOAH

Yeah... Well, yeah. Of course.

LORELEI

But I hope that... I don't know.

NOAH

No, don't worry. It's not--

LORELEI

I just... I don't think I can do anything more than this right now. Maybe one day. But right now, I like you too much, you know? I just... I only need a friend. Not a boyfriend...

NOAH

I know. And I'm here for you... No pressure.

LORELEI

I know.

They hug.

LORELEI (CONT'D)

You wanna watch a movie?

Noah smiles and squeezes her hand.

INT. LORELEI'S BASEMENT - LATER

As Lorelei and Noah doze off on the couch, the blue and white flicker of late-night television plays across their faces.

LORELEI

I'm comfortable.

NOAH

It is better than Casey's couch.

LORELEI

No, I mean with you. I feel very comfortable telling you things.

Noah smiles and lets his hand slide down to rest on her head. He plays with her hair absently but affectionately.

(CONTINUED)

CONTINUED:

LORELEI (CONT'D)

I don't think I've felt so much like myself around anyone since Emma.

NOAH

Emma?

LORELEI

Emma was great...

NOAH

Who is she?

LORELEI

She's a girl. At camp.

NOAH

So tell me about her.

Lorelei closes her eyes and sinks deeper into the couch. She narrates her story in a sleepy voice as we slip into a dream-like flashback.

FADE TO:

INT. ROOM AT AN INSTITUTION - NIGHT

While Lorelei is small and slim, EMMA is taller, more buxom, Kate Winslet-ish. They share a tiny single bed at what appears to be an institution.

LORELEI (V.O.)

We shared a small room. Just the two of us. And at night sometimes--well, it was cold and we were away from home--so she would let me crawl in bed with her, to keep warm.

Holding each other, Lorelei and Emma kiss girlishly. Lorelei moves to lie on top of Emma, and they look into each other's eyes, smiling innocently.

LORELEI (V.O.) (CONT'D)

The bed seemed huge, lying there with Emma. I'd imagine we were in this, like, king-size surrounded by drapes... And she had the greatest butt. She wasn't fat or anything, not at all--but she had this great big butt.

Lorelei lays her head on Emma's pillow-like butt and closes her eyes.

(CONTINUED)

CONTINUED:

LORELEI (V.O.) (CONT'D)

Like a pillow. I used to love cuddling up to her, having something to hold on to... And we used to play pooh sticks at the park--

NOAH (V.O.)

Pooh sticks?

LORELEI (V.O.)

Yeah. You see, you stand on a bridge--we used to go to this little creek that had a small wooden bridge over it--and you each drop a stick in the water.

From above, we see Lorelei and Emma lying in the bed, the sheet pulled up to their chins. Both of them seem to be suppressing giggles as they stare up at the ceiling. Lorelei closes her eyes tight, purses her lips, and shakes her head, as though she were in the middle of trying to win a bicycle race.

LORELEI (V.O.) (CONT'D)

Then you run to the other side--and you've already chosen a finish line--and whoever's stick gets there first wins.

Emma suddenly throws her head back ecstatically and curls over sideways into a ball, laughing.

LORELEI (V.O.) (CONT'D)

Emma always used to win.

FADE TO:

EXT. A SMALL BRIDGE - DAY

A GROUP OF GIRLS, apple-cheeked and blinking in the sunlight of an all-too-perfect afternoon, stroll through a lovely Eastern Shore town. It's autumn and a bit chilly out, but the sky is exceptionally clear and blue.

LORELEI (V.O.)

Oh, and she painted this picture once. In oil, even. Of a river flowing out to sea, with all these little people living on its banks.

They begin to cross the bridge in slow motion, Lorelei and Emma walking arm in arm, laughing with the other girls. Emma is lovely and wears a fetching light blue coat. She kisses Lorelei on the cheek, and Lorelei giggles.

(CONTINUED)

CONTINUED:

LORELEI (V.O.) (CONT'D)

She was from Rock Hall--we went there once together--and she used to talk all about the fishermen and crabbers on the Eastern Shore with their boats and nets.

Another GIRL comes up to Lorelei, pulling her arm to get her to come to the far side of the bridge. All the girls rush to a BALLOON VENDOR. In that instant, the girls fail to notice that Emma is no longer with the group.

LORELEI (V.O.) (CONT'D)

And she was obsessed, really obsessed, with Greek mythology. She was so smart, she knew all the characters and gods and stuff. And she used to tell me about this place, this perfect place, and how people ride dolphins out over the ocean to get there.

Lorelei, smiling brightly with a balloon in hand, turns around to see Emma standing atop the cement guardrail of the bridge. She does not scream for the others as Emma turns her head, looks directly at her, and smiles--but the balloon slips from her hand and flies away.

LORELEI (V.O.) (CONT'D)

I used to think about that when we laid in bed together, like we were floating out to sea on a king-size mattress-boat with drapes for sails. Just like the painting.

Suddenly, one of the girls near the far side of the bridge screams (silently). The girls look down to see Emma's body floating past them, pooh stick-like.

NOAH (V.O.)

Do you guys still see each other?

CUT TO:

REACTION SHOT - LORELEI

Lorelei stands before the other girls, who are screaming and crying behind her. She faces the opposite direction, looking toward the spot from which Emma just jumped. We hear Noah's question as we watch her placid expression, and she replies to him in the flashback:

(CONTINUED)

CONTINUED:

LORELEI
 (expressionless)
 No. She moved to California with her
 family.

CUT TO:

INT. LORELEI'S BASEMENT - SAME

Lorelei hears the front door open upstairs, followed by heavy footsteps. She jumps up and rouses Noah.

LORELEI
 (whispering frantically)
 Oh, shit. Noah, you gotta go... You gotta
 go.

NOAH
 What? Why?

She points to a window on the far side of the room.

LORELEI
 The window! Just... Just go!

Noah unlocks the window and starts to crawl out.

FATHER (O.S.)
 (calling down the stairs)
 Laur?

They hear footsteps descending. Though confused and slow to react, Noah manages to make it out without being seen.

CUT TO:

INT. CASEY'S KITCHEN - NIGHT

Noah, Casey, Edmouth, the two Violets, and Lorelei sit around the kitchen table, cards in hand. Next to Lorelei is JESSE SUSKIND, a 19-year-old with interesting facial hair, two earrings, and cigarette behind his ear. Everyone is nearly naked, except for Jesse, who wears a sweater, a coat, a pimp hat, and a feather boa. On the table are more articles of clothing, from belts to socks.

Everyone looks anxiously at Jesse. Their cards are already down, and Jesse slowly lowers his to reveal three aces and a pair of kings.

CASEY
DUDE, how the fuck? You're like out of a
 Kenny Rogers song!

(CONTINUED)

CONTINUED:

JESSE
You gotta know when to hold 'em.

ED
That's my last sock.

VIOLET 1
Shut up, Ed. At least you have a top on.

ED
Yeah, but remember where I had that
sock...

Both Violets lean over to glance under the table.

JESSE
Pay up, everybody. Pay up!

The group sighs collectively as they cede their losses. Noah is down to his boxers; Lorelei is about to give up her bra. Then Jesse offers her the boa so she can cover herself.

LORELEI
Thank you!

JESSE
(out of the corner of his
mouth)
We're on the same team, right?

She giggles and flips her hair. Noah notices Jesse caressing Lorelei's knee. Meanwhile, Casey has been shuffling and dealing the cards with showman's flair.

VIOLET 2
Last hand? It's getting cold in here.

CASEY
I was gonna use that trick I had up my
sleeve. Now I don't have any sleeves!
Ante up. I bet my... boxers.

ED
Tee-shirt.

VIOLETS 1 & 2
Panties.

LORELEI
Boa.

CASEY
Bah!

(CONTINUED)

CONTINUED: (2)

JESSE
(shifting through his winnings)
Hmm. My... coat.

NOAH
(annoyed)
Underpants.

ED
Who says "underpants"?

They go around the table, sliding cards across to Casey and receiving some back. When Noah gets his two cards, he smiles then tries to keep a poker face.

CASEY
All right. Well?

ED
This sucks. Fold.

VIOLET 1
I'll pass.

VIOLET 2
Hit me.

ED
How many times do we have to--

VIOLET 2
Whatever! I'm in.

LORELEI
Fold.

JESSE
You smiled, Noah. Wanna make it interesting? Win back your pants?

NOAH
I'll see your pants and raise you...
Well...

He notices he has nothing left to bet.

JESSE
How about this? See my pants and raise me that if you lose, you'll put a cigarette between your butt cheeks, waddle to the other room, and drop it into a beer bottle.

(CONTINUED)

CONTINUED: (3)

The others laugh. Noah looks at his cards, maintaining a confident look.

NOAH
Call.

Noah puts down his cards to reveal a flush. Jesse lowers his. A royal flush.

VIOLET 2
That's bad, right?

NOAH
Shit!

Jesse laughs loudly, pulls the cigarette from behind his ear, and hands it to Noah. Everyone starts to grab their clothes from the table.

INT. CASEY'S LIVING ROOM - LATER

Lorelei and Jesse talk secretively while the others hoot and holler as Noah completes Jesse's bet.

LORELEI
You didn't cheat that last hand, did you?

JESSE
(chuckling)
Would I do such a thing?

Lorelei shoves him playfully.

LORELEI
I thought you were the son of a preacher man.

The group breaks up and Noah hikes up his jeans. On the ground behind him is a bottle with a cigarette in it.

JESSE
You want a beer?

Lorelei nods and Jesse goes to the kitchen. She walks over to Noah.

NOAH
Who is this guy, anyway?

LORELEI
Why do you sound so pissed off? It's just a game...

(CONTINUED)

CONTINUED:

NOAH

Aside from the fact that he was clearly cheating--

LORELEI

Oh, come on. That just makes it more fun.

NOAH

She said, her boa wrapped around her.

LORELEI

You don't think you're being a little silly?

Laughter erupts from the kitchen, and they can hear Jesse captivating the others with some kind of story.

NOAH

But who is he?

LORELEI

He's just, you know, a guy. He comes to the video store. We were in a class or two in high school... But everyone seems to like him, don't you think?

NOAH

Yeah, yeah. He's a fantastic human being.

LORELEI

Don't be a sore loser.

INT. HALLWAY - LATER

Lorelei walks down the hallway from the bathroom. Jesse stands at the living room end.

LORELEI

I should really get going.

JESSE

I can give you a lift.

LORELEI

Really? Are you sure?

JESSE

Yeah, no prob.

INT. CASEY'S LIVING ROOM - MOMENTS LATER

Lorelei and Jesse put on their coats to leave.

(CONTINUED)

CONTINUED:

LORELEI

See you later, Casey. Ed.
(to the Violets)
Nice to meet you guys...

JESSE

Thanks, guys! Nice to meet all of you.

LORELEI

Bye, Noah.

Noah waves nonchalantly. The others ad lib various farewells. Lorelei and Jesse go out the door.

Noah stands up abruptly and starts toward the kitchen. Ed and the girls begin to pack a bowl.

NOAH

God, I can't stand that guy.

CASEY

Eh, he's not so bad.

The others mumble their assent.

ED

And he dealt us some good shit!

CUT TO:

INT. SUPERMARKET - DAY

Noah walks down the sterile, fluorescent-lit aisle of a supermarket, browsing the cereal selection. Through a gap in the boxes, he sees Lorelei in the next aisle.

Lorelei reads the labels of various medicines. She comes to the cough syrup section, looks toward the checkout lane, then slides two bottles into her coat.

NOAH

(tapping her shoulder)
So am I missing National Jesse Suskind
month or something?

LORELEI

(mildly startled)
What are you talking about?

NOAH

The fact I haven't seen you in almost two
weeks.

(CONTINUED)

CONTINUED:

LORELEI
I've been busy.

NOAH
I can imagine. Video store overrun with
anxious renters?

LORELEI
Jeez, you're a bitter pill today.

She starts to walk slowly down the aisle, away from the cough
medicines.

NOAH
Seriously, what's the deal? Where have
you been?

LORELEI
I don't know. Just work. Hanging out with
Jesse here and there.

He doesn't reply immediately, but looks her over.

NOAH
You look exhausted.

LORELEI
Yeah, well, I'm a little tired... Last
night we went to a concert. I think maybe
I smoked a bit too much.

NOAH
Christ, Lorelei. Is that all he likes to
do? This guy... This Jesse is--

LORELEI
I don't want to hear this, Noah. Don't be
like Casey. Look, I'm just having fun.
Jesse's actually fun to hang out with.

NOAH
Oh, I see. I see... Well, he's got weed,
right? So how's it work? He gives you a
little, you give him a little?

LORELEI
Jesus! You're being such a dick!

NOAH
I just. God... I thought we had something
special going on.

(CONTINUED)

CONTINUED: (2)

LORELEI

We do. But we talked about that...

NOAH

Yeah, but then you immediately turned around and starting dating Jesse!

LORELEI

It's just, like, a thing!

NOAH

And I guess I'm just a convenience.

LORELEI

Why are you doing this!

Noah pulls her close and squeezes her coat to tell her he knows she just stole two bottles of cough syrup.

NOAH

(in a hoarse whisper)

Why are you doing this?

They notice a BAGBOY at one of the checkouts looking at them. Lorelei pulls away from Noah brusquely and walks angrily down the aisle.

EXT. PARKING LOT - MOMENTS LATER

Noah catches up to Lorelei in front of a row of carts.

NOAH

Just stop, would you?

She whips around to face him.

LORELEI

You're just full of shit, Noah. If you really cared how happy I was, you wouldn't be so selfish.

NOAH

I'm just trying to stop you from--

LORELEI

Just get over it. Okay? Just wake up and see it's not gonna happen.

Noah stares at her with a mixture of anger and sadness playing across his face.

(CONTINUED)

CONTINUED:

Then he storms off to his car and drives away in anger. Lorelei looks after him, seemingly regretful for what she's said.

CUT TO:

EXT. ALLEY - NIGHT

Cigarettes dangling from the corners of their mouths, Casey and Noah haul trash out to the alley behind O'Malley's. Noah angrily chucks a bag into a dumpster.

NOAH

But the way she hangs on him. And he's such a fucking tool... She's totally just using him to--

CASEY

Noah. Noah... At some point you're gonna have to stop this.

NOAH

Stop what? I'm just concerned about--

CASEY

Don't be. It doesn't matter. Just let it go.

NOAH

It matters to me. I'm sorry, but to me it fucking matters.

CASEY

Listen, man. Maybe you haven't noticed, she's not exactly stable. I don't think it would even be a good thing if you did get with her. There are a lot of things--

NOAH

I know, already. Christ, get off my back.

Noah flicks his cigarette angrily down the alley. Casey takes a long drag, then calmly drops it and puts it out with his foot.

CASEY

Come over and crash tonight. We'll chill out, watch a movie.

NOAH

I don't know...

(CONTINUED)

CONTINUED:

CASEY

Come on, man. You haven't hung out for weeks. We'll plan the roadtrip.

NOAH

(softening with a chuckle)
You and your roadtrip.

Casey tosses his arm around Noah's shoulder and guides him back inside.

CASEY

Speaking of trips...

Casey begins to whistle "I've Got a Golden Ticket."

CUT TO:

INT. CASEY'S KITCHEN - NIGHT

Casey and Noah sit staring at each other intensely across the kitchen table, on which three tabs of LSD are laid out. Between them, in the background, Ed balances on a rola bola while juggling three eggs.

NOAH

Come on. You know this is stupid.

CASEY

How long's it been?

NOAH

No.

CASEY

Come on. Who's it hurt?

NOAH

What is this, an ABC After School Special?

ED

(in a silly voice)
Everybody's doin' it!

NOAH

I don't want to do acid with you guys.

CASEY

This is, seriously, the last acid we're gonna see for a long time--nobody's got any.

(CONTINUED)

CONTINUED:

NOAH

So?

CASEY

I saved one for you, buddy! Come on, a reunion of the brotherhood!... Look, it's medicinal. It'll help unlodge that bug from your ass.

Ed nods knowingly. Noah presses on one of the tabs and lifts it up on his middle finger.

CASEY (CONT'D)

(pleading)

It'll be fun...

Noah looks in Casey's eyes and without blinking puts the tab in his mouth. He leaves his middle finger up for Casey and sticks out his tongue to show the tab sitting on it. Casey cheers. Ed starts to cheer, but falls off the rola bola.

SERIES OF SHOTS - STARTING TO TRIP

Noah, Casey, and Ed waste time as they wait for the LSD to take effect. They play Nintendo in the living room. Casey, wearing his Wonka hat, practices cigar box tricks. Noah passes a cigarette back and forth before his eyes, looking for trails. Ed fills a fold of his jeans with lighter fumes and lights it. All three do jumping jacks in the kitchen. Casey stands on his head in the hallway.

INT. CASEY'S LIVING ROOM - SAME

They watch a landscape shot from "Karate Kid, Part II," and Casey moves closer to the TV screen. Ed applies greasepaint to his face.

ED

Dude, move your head.

CASEY

Fuck off, it's my homeland!

NOAH

It's Hawaii, man.

ED

That's true. I think they shot that in Hawaii.

NOAH

Okinawa's like a parking lot for the American military now...

(CONTINUED)

CONTINUED:

CASEY
It's Okinawa!

ED & NOAH
Hawaii.

CASEY
(screaming)
Bonzai!

Casey jumps them on the couch and they wrestle.

INT. CASEY'S KITCHEN - LATER

Noah sits on the counter, Casey at the table, and Ed (now in full clown-face) stands near the sink flipping a spoon. Casey clacks his tongue. Ed replies by humming. Noah makes a YIP noise. Soon, all three are making weird noises while tapping the counter, the table, the sink. This turns into a song about they are all beginning to feel the acid hit.

INT. CASEY'S LIVING ROOM - LATER

They watch more of "Karate Kid, Part II." As Mr. Miagi places a floating lantern on the river for his dead father, all three watch with rapt attention. A tear trickles down Casey's cheek. Ed notices and makes a "sad clown" face.

INT. ED'S BEDROOM - SAME

Casey and Ed play Connect Four in their underwear on the floor in Ed's room, which is mostly covered with balloons. Noah watches from the bed, where he lays on his back with his feet in the air. Each time a piece falls, they sigh in amazement. Noah watches a cartoon bird fly about the room.

Next Noah gets up and walks out of the room. Casey and Ed sigh in amazement.

INT. CASEY'S BATHROOM - FOLLOW

Noah walks into the bathroom and unzips his fly. His reflection, though, distracts him. He turns to look at himself and begins making faces.

The doorbell RINGS. Noah looks around as though he has no idea what the sound could be. It RINGS again.

REACTION SHOT - CASEY AND ED

Casey and Ed look around the room trying to make sense of the sound. It RINGS a third time.

(CONTINUED)

CONTINUED:

ED

PIZZA!

CASEY

We ordered pizza?

RETURN TO BATHROOM

NOAH

I got it...

CASEY (O.S.)

I'll get the equipment!

INT. HALLWAY/DOOR - FOLLOW

Noah walks down the hall and buzzes the front door. Expecting pizza, he opens the door to find Lorelei. She appears to have been crying; her face is an expressionistic portrait of depression.

NOAH

Lorelei? What--

LORELEI

Is Casey here? Where is he?

She pushes past Noah into the apartment.

NOAH

What's wrong? What's up?

LORELEI

I just wanna talk to Casey...

Casey comes down the hall wearing a scuba mask and pretending his hands are suction cups.

CASEY

(croaking)

Who goes there?

He looks at Lorelei's face and drops the act at once.

CASEY (CONT'D)

Jeez, you okay?

LORELEI

No... Can we go in here?

She pointedly avoids looking at Noah and goes into Casey's room.

(CONTINUED)

CONTINUED:

CASEY
Hold on a sec...

Casey runs down the hall to Ed's room to grab his robe. Noah follows him.

NOAH
What the hell was that?

CASEY
Don't get bent out of shape. She's obviously upset.

NOAH
And of course she couldn't possibly talk to me!

They make their way back to Casey's door, which Lorelei has closed. They hear her weeping inside. Casey puts his hand on the doorknob.

CASEY
How can she talk to you? All you've done for weeks is complain about her boyfriend. And considering her feelings for you--

NOAH
(sharply)
What feelings?

Casey shakes his head and enters his room. After he closes the door, Noah waits outside the door a moment.

LORELEI (O.S.)
(muffled)
Jesse and I... We broke up... All because... Oh, God...

CASEY (O.S.)
(muffled)
OK, slow down... Stop that. Lor, stop...

Noah grabs his coat and leaves the apartment.

ED (O.S.)
(shouting from his room)
Where's the pizza at?

EXT. STREET - NIGHT - ROTOSCOPE/ANIMATION

Too intoxicated to drive, Noah walks home. The streets of downtown bend and twist about him surrealistically as he proceeds, objects in his path seem to flow through space. Hallucinations swarm about him: animated images of Wonka characters, a shower of pills, an acid-tab design, bluish smoke, Catholic symbols, etc.

The black man Noah passed in his car weeks ago stumbles past on the street. His face is a shifting mass, his limbs jangle noisily.

BLACK MAN

Tell me what time it is? I'll tell you
what time it is... Chinese didn't invent
gunpowder...

He glares at Noah and continues on.

INT. NOAH'S LIVING ROOM - FOLLOW

Noah enters to find his family in front of the TV. On the screen flash images of the fall of the Berlin Wall. At first Noah hears a normal orchestral arrangement of Beethoven's Ninth Symphony, but this is soon overtaken by the futuristic-electronic version from "A Clockwork Orange."

NOAH

(absently)

What are you... What are you still doing
up?

He is briefly fascinated by images of people smashing the wall and David Hasselhoff gyrating atop it.

NANCY

Can you believe it, Noah? The wall is
coming down!

INT. NOAH'S ROOM - FOLLOW

Noah stumbles upstairs to trip himself to sleep.

EXT. ROWBOAT - DAY - DREAM

In his hands Noah holds an oyster shell. He opens it to find a tongue-like oyster inside, beneath which is a small pearl.

Looking up, he finds he's in a small rowboat. Lorelei and Emma sit at the bow and he at the stern.

(CONTINUED)

CONTINUED:

The sky is bright and blue, and behind the girls the Bay Bridge glimmers in the sunlight. Both Lorelei and Emma are smiling; they are arm in arm and their cheeks are exaggeratedly rosy.

As Noah rows toward the bridge, Emma leans over and whispers in Lorelei's ear. Lorelei giggles and covers her mouth, giving Emma a "shame on you" look. As the girls move toward the stern of the boat, Noah lets go of the oars, which float away. They come up on either side of him, and he puts his arms around them both. Now Lorelei whispers in his ear.

INT. NOAH'S BEDROOM - MORNING

As though from a nightmare, Noah awakes in a sweat. Looking under the covers, he finds he's had a nocturnal emission.

CUT TO:

INT. NOAH'S KITCHEN - DAY

Wearing a bathrobe, Noah stands at the window looking out at the bare branches of the trees in his backyard. The phone RINGS, and Noah answers it.

NOAH

Yeah.

LORELEI (V.O.)

(on the phone)

Noah?... Can we talk?

NOAH

About what?

LORELEI (V.O.)

I wanna talk about Jesse. And about you and me.

NOAH

Well, I don't.

LORELEI (V.O.)

Noah, just listen--

NOAH

What's to listen to?... I just... I don't understand why you prefer to be with someone you don't care about at all instead of someone who really cares about you...

He hears Lorelei sigh.

(CONTINUED)

CONTINUED:

LORELEI (V.O.)
When I said--

NOAH
Listen, I gotta go.

LORELEI (V.O.)
Noah!

Noah hangs up the phone then stops for a moment and looks at it. He picks it up again, then resignedly hangs up without dialling.

INT. HALLWAY - FOLLOW

Noah walks toward the living room, running his hands against the walls on either side.

INT. LIVING ROOM - FOLLOW

Bill sits in a La-Z-Boy, smoking a cigarette and reading a magazine.

BILL
(still reading)
Noah, I asked you last week to clean out that garage, and get all your--
(looking up)
Jesus, Noah. Are you planning to get dressed sometime today?

NOAH
I'll do it tomorrow.

BILL
Why don't you do it right now? Hell, you got nothing better to--

NOAH
I said I'll do it tomorrow.

BILL
Hey, and I can count on that... Said you'd finish college too, didn't you?

Noah shakes his head and goes upstairs.

INT. NOAH'S ROOM - MOMENTS LATER

Noah retreats to his room and lies down on his bed. He curls into the fetal position and closes his eyes.

CUT TO:

INT. NOAH'S DINING ROOM - NIGHT

Thanksgiving at the Beckett household: Noah sits at the table with his mom, dad, and sister. Across the table from him sits FATHER CONLON, an attractive young priest. Despite Noah's sulking, it's warm holiday scene.

NANCY

Father Conlon, would you like to carve the turkey?

Nancy sips the last of her wine and refills her glass. The good father rises to slice up the bird.

NOAH

You know, I've always thought the cannibalistic element of Christianity was a little disturbing.

NANCY

Noah! What are you talking about?

NOAH

Well, you know, the whole eating-the-body-of-Christ thing. It's a bit weird, don't you think?

He casts a glance at Father Conlon, who has his knife imbedded in the turkey's juicy breast.

FATHER CONLON

(shaking the carving knife in Noah's direction)

The miracle of transubstantiation is not to be taken lightly, Noah. There's a reason we call it "Communion" and not "consumption." For the Host, the Body of Christ, cannot be consumed by--

NOAH

Yeah, but that's what I mean though. That's the part I could never swallow. So to speak... So then why do we need to eat God, Father? Especially when we have such a nice pile of food right here?

Nancy smacks Noah's knuckles with her butter knife and glares at him witheringly.

NANCY

That's enough, Noah.

There is a long awkward pause.

(CONTINUED)

CONTINUED:

NOAH

I bet the Indians thought the Pilgrims were strange for eating their God. Not to mention for killing their hosts a few months after Thanksgiving.

BILL

Noah!

NOAH

Well, it's genocide, isn't it? And everyone talks about how the Pilgrims were persecuted... The English were smart to push them out, all said and done.

BILL

Noah, you can either pipe down and eat your meal, or you can march upstairs and continue spouting this bullshit--sorry Father--in your room.

Another awkward silence. Father Conlon carves the turkey and distributes the slices. Noah's mother drinks the remainder of her second glass of wine and pours another. As Maggie takes her piece, she looks at Father Conlon.

MAGGIE

He's kind of right, isn't he?

NOAH

(patting Maggie's head)
I raised you well.

Bill motions angrily for Noah to leave the table; he is happy to comply.

FATHER CONLON

Pardon me.

Father Conlon rises and follows after Noah.

INT. NOAH'S FOYER - FOLLOW

Father Conlon catches up to Noah as he is on his way out the door.

FATHER CONLON

Noah, may I have a word with you?

Noah sighs but stops a moment while putting on his coat.

(CONTINUED)

CONTINUED:

FATHER CONLON (CONT'D)

Listen, I know what you're up to here. We all went to college and read a few books. Sure, we gloss over the past, and we all pretend we're less hypocritical than we are. But that's no reason to be nasty to your mother on Thanksgiving.

Noah nods sarcastically at first but then feels the weight of Father Conlon's disapproving gaze. Then he lowers his head and nods more sincerely before leaving.

INT. LORELEI'S BEDROOM - NIGHT

Lorelei sits alone in her room on her bed, her Lyric Book open on her lap. She leans over it scribbling. There is a soft knock at the door, and she closes the book.

LORELEI

Yes?

MR. SHEPARD comes in, limping slightly and carrying a prescription bottle. We do not see his face--only his waist and shoulders and the bottle in his hand.

LORELEI (CONT'D)

Daddy, please! It's like having cotton between my ears...

MR. SHEPARD

We're not having this conversation again. Now take it.

Lorelei takes the pill and swallows it without water. Mr. Shepard strokes her head.

MR. SHEPARD (CONT'D)

(whispering)

Goodnight, sweetheart.

He turns and limps out, closing the door behind him.

Once the door is closed, Lorelei walks to the miniature vanity set and hocks up the pill with a throaty cough. Wiping it off with an antique embroidered handkerchief lying on the table, she looks at the pill almost lovingly. Then she sits in the miniature chair and reaches for a small Japanese box engraved with an oyster-shell design.

Opening the box, she removes a velvety liner under which she's hidden several dozen pills, some white and round, others skin-toned and oblong, others tic-tac-like.

(CONTINUED)

CONTINUED:

Next she carefully lays the pills out in rows, constructing a pattern with them as though making a picture.

MONTAGE - CHRISTMAS TIME

Nancy and Maggie shop at the mall. These images cross-fade with others of Noah sulking and Lorelei writing in her Lyric Book.

Nancy and Maggie trim a Christmas tree in the living room. Nancy seems a bit tipsy from the wine she's drinking. Bill sits in a nearby La-Z-Boy with a glass of bourbon, reading a fishing magazine and smoking a cigarette. A glass dolphin ornament slips from Nancy's fingers, and shatters on the glass coffee table.

NANCY

Damn it!

INT. NOAH'S LIVING ROOM - NIGHT

Noah hasn't shaved in over a week. He lies on the couch in his living room, eating handfuls of green and red Christmas M&M's from a crystal bowl on the coffee table and watching the opening credits of M*A*S*H. The room is lit only by the TV and the colored lights of the Christmas tree.

There's a knock on the door. Noah looks at the clock to see that it's just past midnight then runs to get the door.

INT. DOORWAY - FOLLOW

Lorelei stands outside shivering in the cold.

NOAH

Lorelei? What are you doing here? What's up?

LORELEI

Nothing... I just... I thought I would stop by...

NOAH

What are you talking about? It's past midnight! How did you even get here?

LORELEI

I just... I needed to get out...

Lorelei is obviously high on something, and she stumbles a bit as she pushes past him and walks into the living room.

NOAH

What's wrong with you?

(CONTINUED)

CONTINUED:

LORELEI

What? No. Nothing. I'm fine...

NOAH

What, are you on something?

LORELEI

No, no. I'm just--

NOAH

Are you stoned?

LORELEI

Jesus, no. All right... I just... I took some, you know, some Dramamine...

NOAH

Why the fuck-- Dramamine?

LORELEI

(becoming upset)

The thing is... I just, you know, I had to go out. I had to get out... I mean, he's practically, I mean he does, he's got me locked up...

NOAH

Your dad?

LORELEI

He was on the phone, and he left the door open... He's always on a long time for business. And I just needed to feel good.

NOAH

So you just ran out?... Where'd you get the Dramamine?

LORELEI

(sobbing)

He's taking all my privileges, and I'm not allowed to even go to--

NOAH

Lorelei, just tell me where you got it...

Lorelei starts to fade a bit, laying her head back on the pillow and closing her eyes.

NOAH (CONT'D)

No, no, no... Don't fall asleep. Lor... Lor... Stand up. Stand up with me, Lorelei. Stand up with me and walk...

(MORE)

(CONTINUED)

CONTINUED: (2)

NOAH (CONT'D)

...around a little... We have to keep you awake, okay?

LORELEI

(mumbling)

No privileges. No one in, no one out, he says. So I, you know... They were all I could get a hold of... Needed to feel better...

NOAH

Listen... You need some water. I'm gonna get you some water.

LORELEI

And I came here, cause you're the only one. Noah, you're the only--

NOAH

I'm gonna go get you some water, okay?

Noah sets her gently onto the couch and feels her forehead. Lorelei's eyes are closed, and she continues to rant.

LORELEI

The only one who cares... Only...

INT. KITCHEN - FOLLOW

Leaving her in the living room, Noah goes to the kitchen, consults a magnet on the refrigerator, and dials a telephone number. As he waits, he fills a glass full of water.

TELEPHONE VOICE (V.O.)

Poison Control Center. Is this an emergency?

NOAH

I'm not sure... A friend of mine took an overdose of Dramamine, and I need to know if I should take her to the hosp--

Noah hears a loud CRASH from the other room.

FOLLOW BACK TO LIVING ROOM

Noah drops the phone and runs to find that Lorelei has fallen through the glass coffee table. He rushes over to help her.

NOAH

Jesus Christ! Are you all right?

Lorelei's arms and forehead are bleeding.

(CONTINUED)

CONTINUED:

LORELEI

I'm sorry... I didn't mean... I'm really,
really... I don't know...

NOAH

Just calm down. We have to get you out of
here.

Noah's parents come downstairs in their house robes.

NANCY

Oh my God! My table!

NOAH

She's gonna be all right.

NANCY

What did she do to my table?

Lorelei grabs pieces of the table (amid the broken bits of
glass are dozens of pill-like, green and red Christmas M&M's)
and arranges them as though putting them back together.

LORELEI

(absently)

I'm sorry. Please, it'll be all right.
Just let me... It's gonna be all right...
Forgive me. Here, I almost--

BILL

What the hell is going on, Noah? Is she
drunk?

LORELEI

Please, don't tell my dad.

NOAH

No, Dad! Look, I gotta take her--

NANCY

Not until I hear an explanation--

NOAH

Just shut the fuck up and go back to
bed...

Noah scoops Lorelei up and pushes past his shocked parents.
Bill starts to follow them out.

(CONTINUED)

CONTINUED: (2)

BILL

Noah, if you think you can talk to us that way and push outta here, you better start thinking about where you're gonna live!

CUT TO:

INT. HOSPITAL HALLWAY - LATER

Noah paces in a hallway of the hospital. He looks tired and frazzled. A doctor comes out with a clipboard to meet him.

DOCTOR

Are you a relative of Lauren's?

NOAH

I'm her boyfriend.

DOCTOR

Your name?

NOAH

(hesitantly)

Jesse... Jesse Suskind.

DOCTOR

Okay, Jesse. Now Lauren is gonna be okay, all right? Her cuts are minor, and she just needs to rest and come down from the Dramamine. She may have to stay the night, though. I'm scheduling a morning session for her with Dr. Milde, but it's really up to her father--

NOAH

God, I should let her dad know that--

DOCTOR

That's okay. We pulled her card and contacted Mr. Shepard already... But, Jesse, I'd just like to ask you a few questions, okay?

NOAH

(getting nervous)

Okay... All right.

She guides him to a nurses' station and motions for him to take a seat. Setting her clipboard down, she takes a seat herself and moves closer to him.

(CONTINUED)

CONTINUED:

DOCTOR

Has Lauren mentioned anything to you about the medication she's supposed to be taking?

NOAH

She's mentioned it, yes...

DOCTOR

Do you know how long she hasn't been taking it?

Noah looks confused and shakes his head.

DOCTOR (CONT'D)

So she's never said anything about hiding pills or avoiding taking them?

NOAH

No. I thought... No.

DOCTOR

All right... Now, I'm wondering if you know about the effects that drug abuse--drinking, Dramamine, other substances that she or you might be using--what effects these might have on an unborn child.

NOAH

I don't--

DOCTOR

Jesse, the fetus is very sensitive to all of these things, and a lot can go wrong when a mother disregards her own health and wellbeing... Now I'm just telling you that this is a time when both of you need to start thinking as adults... And I'm hoping that you might be a good influence here, helping Lauren take care of herself by taking the medicine she's supposed to be on and avoiding--absolutely--anything that might harm your baby.

NOAH

(stunned)

Yes... Ah, yeah, I understand. And this... It's really just an accident. She was upset, and I don't know what--

(CONTINUED)

CONTINUED: (2)

DOCTOR

What I'm asking here is for you to help her. Now I can tell that you're a mature young man, and that you'll think more soundly about your baby's health. Can you do that for me? Help her out...

NOAH

(tears in his eyes)
Yeah... Definitely, yeah.

DOCTOR

Now why don't you go back and see Lauren? I'm sure she'd like to see you...

Noah numbly walks to the back of the ER.

INT. HOSPITAL ROOM - FOLLOW

Lorelei looks like death in her hospital bed, and her baggy blue gown makes her seem small, pathetic, and vulnerable. The back of her bed is propped up, and she lies back with her eyes closed. Noah approaches cautiously.

NOAH

(softly)
Hey...

Lorelei opens her eyes, and looks at him angrily.

NOAH (CONT'D)

How are you feeling?

LORELEI

How do you think I'm feeling? Being dragged in here... This is so stupid, it's--

NOAH

Lorelei, come on... What else could I have--

LORELEI

(starting to cry)
Why did you bring me here?

NOAH

There was nothing else I...

Noah trails off and looks down at the floor. Lorelei opens her eyes again and looks at him. Suddenly her anger melts, and she grabs hold of his arm, comforting him weakly.

(CONTINUED)

CONTINUED:

LORELEI

I know... I'm sorry, Noah. I know you did the right thing. I just... God, I'm so...

NOAH

No, I know, it's--

LORELEI

God, I really, really messed up... I'm sorry--

NOAH

Lor, really...

LORELEI

I messed everything up... Your mom's table...

NOAH

Don't worry about that.

LORELEI

No, but I did. I totally ruined your house... God, your mom must be so pissed... Her table and...

NOAH

Listen, stop... You know what? She was ridiculous about that. Worried about a fucking table. Don't worry about it-- she'll get another one... I just want to be sure that you're okay...

LORELEI

I ruined everything tonight... Everything...

Lorelei continues sobbing as she turns away from Noah. Noah sits on the edge of the bed, looking at her and rubbing her arm with his hand. Slowly, she turns back to him and looks into his eyes. They remain still for a long moment, then Noah closes his eyes and sighs as though about to jump into a pool of ice cold water.

NOAH

Lorelei, why didn't you tell me you're pregnant?

For an instant, Lorelei seems terrified. Then she lowers her head, crying mutely, and her shoulders begin to shake with silent sobs.

(CONTINUED)

CONTINUED: (2)

NOAH (CONT'D)

I think your father's gonna be here soon,
and--

LORELEI

(building to screams)

Oh God, no... No, no...

Her sobbing becomes hysterical, and she starts scratching her wrists maniacally. Noah frantically tries to get her to stop.

NOAH

No, Lorelei. Stop... Listen to me. Stop!
The nurse will come back and... Please!

Grabbing her wrists, Noah restrains her from harming herself. She begins to calm down slightly.

NOAH (CONT'D)

It's okay... It's okay... We'll just get
you out of here... You're okay, so maybe
we can get you out of here before he
comes... All right?

LORELEI

You just don't understand... When he gets
here...

NOAH

Shhh. It's fine, it's fine...

A male NURSE comes back to see what the noise is about. He seems mildly surprised to find them quietly conversing again.

NURSE

Everything all right back here?

NOAH

Yeah, yeah--fine... We were just... Is it
possible that she can... I mean, is she
allowed to leave?

NURSE

She probably needs a parent or guardian
to sign for her... How old is she?

Lorelei frantically removes an IV from her arm and jumps out of bed to make a run for it.

The nurse and Noah both grab onto her and start to push her back toward the bed. The nurse reaches down to press a call button. Then Lorelei gives up, curling into a ball and convulsing with sobs.

(CONTINUED)

CONTINUED: (3)

NOAH
 (caressing her hair)
 We'll figure something out... I'll see
 what I can--

Lorelei lets out an ear piercing shriek, and begins to claw her face and wrists with her fingernails.

LORELEI
 (wailing)
 No more doctors!

Noah steps back in shock and fright at her sudden change.

LORELEI (CONT'D)
 I can't believe you brought me here! You
 turned me in. Fuckers! You fucking
 assholes!

As she rants a stream of spit and snot runs down her reddened face. She continues screaming hoarsely but incomprehensibly.

Another nurse rushes over to help sedate Lorelei. A third comes and pushes Noah out of the room.

INT. HOSPITAL HALLWAY - FOLLOW

As he's being pushed into the hall, Noah looks over and sees a middle-aged man with a military haircut and a worry-worn face lumbering down the hall toward him.

Mr. Shepard glares at Noah, seemingly uncertain who Noah is or what he's doing there. Noah stops struggling with the nurse and walks quickly toward a door with an exit sign.

FATHER
 (shouting after Noah)
 Hey! Hey, you!

Mr. Shepard seems indecisive about what he should do--follow Noah or check on his daughter. After a moment's hesitation, he hurries into Lorelei's room.

EXT. STREET - LATER

Noah parks in front of Casey and Ed's apartment building. He turns off his car and sits for a moment staring out the window. Breaking down, he leans over the steering wheel and bursts into tears.

Noah gets out of the car and approaches the building. He presses the buzzer to Casey's apartment and waits.

(CONTINUED)

CONTINUED:

When no one answers, he starts sobbing again and presses the buzzer several more times in quick succession.

ED (ON INTERCOM)
(groaning)
Uhhh, come on, man! Who is it?

NOAH
(trying to collect himself)
It's me. Is Casey there?

ED (ON INTERCOM)
No, he's at the thing in Pennsylvania
this weekend...

NOAH
Shit.

ED & NOAH (ON INTERCOM)
What's the matter?... Look, just come
up...

Ed buzzes Noah in.

INT. HOSPITAL ROOM - SAME

Back in the hospital, TWO COPS talk to the doctor. Behind them, Mr. Shepard sits next to Lorelei's bed holding her hand, his face a strange mixture of rage and regret.

COP 1
Mr. Shepard asked if we could get in
touch with the young man who brought his
daughter in... We just want to find out
if there's anything he knows that might
be helpful.

COP 2
Did the young man mention his name?

DOCTOR
(glancing at her clipboard)
Yes. Jesse Suskind.

Lorelei's father pricks up his ears behind them. The cops look at each other and stifle chuckles.

COP 1
That figures...

COP 2
Old Juvey Jesse's got himself in trouble
again.

(CONTINUED)

CONTINUED:

COP 1

Don't worry. We know where he's at.

The first cop gives a little nod and signal to Lorelei's father. Then the two cops stroll off down the hall.

INT. CASEY'S LIVING ROOM - LATER

Noah sits on the couch, his head between his hands. Ed sits in the armchair across from him, wearing boxers and a T-shirt.

ED

So an hour ago, you were pretending to be Jesse, so as not to get your tail caught in the door. And now you're planning to go into this girl's house like gangbusters and break her out?... Are you even listening to yourself, dude?

NOAH

I don't know what else to do. This whole thing is fucked up. He has her under lock and key, fucking bars in the window... And it's any surprise she's trying to escape and stealing shit out of the medicine cabinet?

ED

Listen to me. You cannot fuck with family stuff like this. Last year, a friend of mine tried to "save" his girl from her messed up home life, and he ended up taking an aluminum bat to the head. Okay? You don't want to be on the business end of this kind of shit.

NOAH

But if it's obvious that her problems stem from his--

ED

What are you, Sigmund Freud now? You know the source of all her problems? I mean, hasn't she or Casey ever told you about how she had to go to, like, an institution for--

NOAH

I just wanna get her out of the situation and help her sort--

(CONTINUED)

CONTINUED:

ED

Noah, I'm just telling you that if you do this thing, it's gonna explode in your face...

INT. NOAH'S CAR - LATER

Noah sits in his car outside Lorelei's house. He looks up at one of the bedroom windows, where he sees the blue and white light of a television flashing. Then he glances at the clock on his dash: 4:00 AM.

EXT. YARD - FOLLOW

Noah creeps up to the house, carefully avoiding the path leading to the door. He sneaks around to the back yard.

INT. BASEMENT - SAME

The basement window SQUEAKS as Noah pushes it open and struggles to slip inside. He creeps toward the stairs in the dark.

INT. HALLWAY - SAME

From a room at the end of the hall on the second floor, Noah hears Lorelei's father snoring loudly. The door frame flickers with TV light, and Noah hears a tinny laugh track.

He unlocks a deadbolt on the door to Lorelei's room and slowly pushes it open.

INT. LORELEI'S BEDROOM - FOLLOW

Lorelei is asleep in bed. Noah gently tries to wake her.

NOAH

(whispering)

Lorelei. Wake up. Come on.

LORELEI

Noah? Oh my God, I can't believe--

NOAH

Just grab some stuff, and let's get out of here...

Lorelei hugs him tightly.

LORELEI

(whispering excitedly)

Thank you, thank you...

(CONTINUED)

CONTINUED:

NOAH

Shhhh!

Lorelei quickly grabs a bag and throws some clothes into it while Noah waits nervously by the door. She shoves her Japanese box into the bottom of the bag and grabs her Lyric Book.

INT. STAIRWAY/FOYER - FOLLOW

They sneak downstairs. Before Lorelei can stop him, Noah opens the front door, setting off a burglar alarm with sirens and lights.

The two of them dash across the yard toward Noah's car. Lorelei throws her belongings into the station wagon. They squeal wheels and burn rubber down the quiet suburban street.

EXT. CEMETERY - MORNING

Noah and Lorelei climb over the wall of St. John's cemetery. The clock on the church spire rising over the cemetery reads 4:30.

They find a sizable monument amid the gravestones and lean back against it. Noah looks out over the graves and rubs his face with his hands in worry. Lorelei leans her head back and gazes up at the sky. They sit in silence for a long moment.

LORELEI

(softly)

Noah...

He motions abruptly with his hand, as though physically cutting her off.

NOAH

I just need time to think. To think out what we should do...

Lorelei pulls her legs up to her chest and locks her arms around them, rocking herself gently. She gazes up at the sky again--the Milky Way stands out amid the stars. Noah rubs his eyes and looks around the cemetery again.

NOAH (CONT'D)

I just can't understand, Lorelei. Why? Why did you stop taking your meds? Why are you trying to--

LORELEI

I was just... I just wanted to feel something, you know? I just, I hoped...

(MORE)

(CONTINUED)

CONTINUED:

LORELEI (CONT'D)

...that everything might just go away on its own. Why can't it just go away like that and leave me alone?

NOAH

Okay, okay... But I'm here for you now. I'll help you. I'll try...

LORELEI

I just want it to be over.

He pulls her up against him and holds her, rocking her gently.

NOAH

We'll think of something. It'll be okay.

INT. BEDROOM - MORNING

Nancy and Bill lie in bed. The alarm clock buzzes: 7 AM. Nancy rises and rubs her eyes before grabbing a robe and walking slowly to the bathroom. Bill groans, rolls over, and checks his watch.

EXT. CEMETERY - LATER

Perhaps waking from a light sleep, Noah and Lorelei hear the creak of metal gates. Over the rows of headstones, they make out the thin figure of an elderly groundskeeper. They run back to the wall they climbed over earlier.

INT. FATHER CONLON'S OFFICE - MORNING

Father Conlon sits in his office sipping his morning tea and reading *Hunt for Red October*. He takes off his glasses, rubs the bridge of his nose, then glances out the window behind his desk. In the distance, he sees two young people climbing the cemetery wall. Putting on his glasses, he squints to get a better look then shakes his head.

EXT. DRIVEWAY - MORNING

Bill and Nancy load Maggie into the car. All three are dressed for church.

EXT. STREET - LATER

Noah and Lorelei pull away from the curb in Noah's station wagon.

INT. CAR - MOMENTS LATER

Bill and Nancy drive to church in silence. Maggie looks like she's about to fall asleep in the back seat.

INT. RECTORY - SAME

Preparing for Mass, Father Conlon puts on his soutane and brushes down the front of it.

EXT. STREET - MOMENTS LATER

The Becketts pass Noah and Lorelei as they reach downtown.

EXT. DRIVEWAY - MOMENTS LATER

Noah and Lorelei arrive at Noah's house.

INT. NOAH'S LIVING ROOM - FOLLOW

They come in to find the broken table cleaned up. It's still early morning and the rising sun streams in through the windows, filling the bare room with a dramatic amber glow and casting long shadows on the walls.

Noah leaves Lorelei in the empty living room and walks upstairs to make sure his parents are gone. While he's upstairs, Lorelei reaches in her bag to retrieve the Japanese box.

INT. NOAH'S BEDROOM - SAME

Noah enters his room. Sunlight filtered through his blinds casts amber lines across three walls. He moves to close the blinds.

NOAH
(calling almost)
Lorelei.

He turns to find that she is already standing in the doorway.

They lay down together on his bed. Lorelei rests her cheek on Noah's chest, and tears well up in her eyes. Noah stares at the ceiling, listening to her breathing. He moves his hand onto her back to comfort her. She looks up into his eyes, and he notices the tears running down her face. He starts to sit up to ask her what's wrong, but she pushes him back down, shushing him. Then she kisses him on the lips.

Slowly, sadly, they kiss and undress each other, touching one another with a tenderness suggesting that as much as it feels good it also hurts them to make love.

INT. CHURCH - MORNING

Noah's family sings a hymn with the rest of the congregation. But their singing is silent: their mouths open and close like fishes' out of water.

INT. NOAH'S BATHROOM - SAME

Having drawn a bath, Noah and Lorelei step into the water and continue making love. Their faces are heavy with sadness; tears run freely down Lorelei's cheeks. Both look exhausted--physically and emotionally. Lorelei rests her head on Noah's shoulder and clenches her eyes shut, as though in pain.

LORELEI

Come with me.

Noah closes his eyes and shudders. Lorelei clings tighter to him, her lips parting.

IN THE CHURCH

In the church, the Communicants rise and line up to receive the Host. Father Conlon addresses them.

FATHER CONLON

Only say the Word, and I shall be healed.

IN THE BATHROOM

Lorelei puts her arms around Noah.

LORELEI

(whispering)

I love you.

Noah closes his eyes and seems almost hopeful. They hold each other tightly then relax and lean away from each other, lying back against the far sides of the tub. The last of their energy spent, they both begin to drift off to sleep.

INT. CHURCH - DAY - DREAM

Noah is in line with the Communicants. He approaches a priest, seeing only the priest's hands.

PRIEST

The Body and Blood of Christ.

NOAH

Amen.

(CONTINUED)

CONTINUED:

PRIEST

Open your mouth and close your eyes and
you will get a big surprise.

Noah closes his eyes and opens his mouth to receive the Host.
The priest places a large pill on Noah's tongue.

RETURN TO BATHROOM

Noah wakes with a start. He looks across to the far side of
the tub and for a brief instant does not see Lorelei. He
looks down to find she's slipped beneath the surface of the
water.

Noah yanks her up out of the water violently, and Lorelei at
once coughs up a full breath of water. Her eyes are partly
open but vacant and unfocused.

NOAH

Lorelei?

Her head lolls back.

NOAH (CONT'D)

Jesus, Lorelei?

Lorelei convulses and froth spurts from her mouth. She goes
slack and falls arms akimbo over the edge of the tub,
vomiting a thick stream of white foam.

NOAH (CONT'D)

Jesus Christ! LORELEI? JESUS CHRIST!
JESUS!

EXT. CHURCHYARD - MORNING

As the Mass lets out, members of the congregation stop on the
steps of the church to speak to Father Conlon and to greet
one another. Nancy seems to know everyone and to be
interested in them while Bill looks bored and ready to leave.

Father Conlon helps an ELDERLY LADY down the stairs. As he
passes the Becketts, Nancy smiles at him.

NANCY

Father Conlon that was a beautiful sermon
you gave today...

Maggie rolls her eyes.

(CONTINUED)

CONTINUED:

NANCY (CONT'D)

Now, we spoke about getting together with the Ladies' Boosters this afternoon, and I had a few ideas--

FATHER CONLON

(a bit exasperated)

Ah, yes. Thank you, Mrs. Beckett. I just have to escort Mrs. Gordon to her car...

NANCY

Oh, certainly, certainly.

Father Conlon and Mrs. Gordon continue down the stairs.

BILL

(under his breath)

God, Nance, let the man get out of the church.

CUT TO:

INT. CAR - LATER

Nancy, Bill, and Maggie make their way through their neighborhood. Maggie attempts to read as her parents continue a trivial argument.

NANCY

Bill, if you had listened to a word I said, you'd understand--

BILL

I did listen to what you said, but you don't make any sense. You should listen to yourself now and then to hear how ridiculous some of the--

Bill abruptly falls silent.

NANCY

(angrily)

Some of the what?

As they round the corner near their house, Nancy notices what Bill is looking at: an ambulance parked in their driveway with its lights flashing. A second ambulance passes them on the left.

NANCY (CONT'D)

(shouting)

Stop! Stop! Just stop here!

(CONTINUED)

CONTINUED:

MAGGIE
Mommy, what's going on?

Bill stops the car in the street, and all three jump out and run toward the house.

EXT. FRONT OF HOUSE - FOLLOW

They find Noah on the front step, naked and wet but wrapped in a blanket. Surrounded by a swarm of paramedics, Lorelei is rolled into the back of the ambulance on a gurney.

BILL
Noah, what happened?

NANCY
Are you okay?

Nancy holds Noah tightly to her chest, pulling him away from the ambulances.

PARAMEDIC
(shouting)
Sir?

Noah stares off vacantly, still shocked.

BILL
Go. Just GO!

The paramedics approach them, intent on examining Noah. One of them shines a light in Noah's eye to check his dilation.

FADE TO:

INT. BAY BRIDGE - DAY

The shot bleaches to bright white then returns: an overexposed view of the Bay Bridge stretching to the Eastern Shore, the sun rising over the horizon. Turning away from the sun, we see Noah driving, deep in thought. Again the ocean-like rush of air. Turning back toward the sun, the image bleaches and cross-fades into the next scene.

FADE TO:

INT. PSYCHIATRIST'S OFFICE - DAY

Seated in uncomfortable metal chairs in a bright and sterile hospital room, Noah and a PSYCHIATRIST face one another.

(CONTINUED)

CONTINUED:

PSYCHIATRIST
 (not looking up from his
 clipboard)
 How do you feel, Noah?... Are you
 depressed?

NOAH
 Now?... Yes.

PSYCHIATRIST
 And before?

NOAH
 Before... I don't know. I was--well, I
 wasn't totally depressed.

PSYCHIATRIST
 And yet...

NOAH
 Yet what?

PSYCHIATRIST
 Your blood test shows trace amounts of--

NOAH
 That has nothing to do with any--

PSYCHIATRIST
 Have you had any suicidal thoughts?

NOAH
 No.

PSYCHIATRIST
 Fantasies of your own death... Anything
 of that--

NOAH
 No. I just said no.

The psychiatrist writes something on a pad of paper.

PSYCHIATRIST
 I think it might be prudent to prescribe
 an anti-depressant. In your case I'm
 thinking--

NOAH
 You want to put me on what, like, Prozac
 or something?

(CONTINUED)

CONTINUED: (2)

PSYCHIATRIST

Well, perhaps Xanax, as a way of stabilizing--

NOAH

Are you even listening to yourself? Do you know how fucking stupid you sound?

PSYCHIATRIST

Now, Noah, please...

The psychiatrist rises to settle Noah down.

NOAH

No! Don't even touch me. You people think everything is solved by taking a pill! Someone says, "I'm depressed... My friend just tried to kill herself." And you! All you can think to suggest is that I dope myself up? Don't you know what she did to herself? Didn't you even read that...

Noah grabs the clipboard the psychiatrist is holding and throws it against the wall.

NOAH (CONT'D)

...that fucking clipboard of yours? Is this all you people do? No wonder she felt there wasn't any hope for her! All you look for is a way to suppress the symptom! You don't even know what the problem is.

The psychiatrist tucks his clipboard under his arm and clears his throat. He purses his lips thoughtfully, as though about to say something, sniffs then walks out the door.

INT. HOSPITAL HALLWAY - LATER

The psychiatrist stands in a hallway with Noah's parents.

PSYCHIATRIST

Well, he's a bit irrational at the moment --a little bit touchy, you know. Although Noah is naturally depressed and angry, he doesn't appear to be a danger to himself, nor does he seem ever to have shown the typical signs of a suicidal patient. However, I would like to mention that an antidepressant would--

BILL

Yeah? You're mentioning that, huh?

(CONTINUED)

CONTINUED:

PSYCHIATRIST

A low dosage of--

BILL

Listen, here. Just tell me one thing. Is there anything wrong with my son-- clinically, medically wrong with him?

PSYCHIATRIST

Well, the depression is natural enough, in light of the circumstances, but in these cases we've found that medication--

BILL

Bearskins and bone clubs!

The doctor looks to Nancy as though hoping for a translation.

BILL (CONT'D)

If there's nothing wrong with him, there's nothing wrong with him!

NANCY

(quietly)

May we see him now?

The psychiatrist nods.

NANCY (CONT'D)

Good. We'd like to take him home.

The psychiatrist HARUMPHS at their ignorance.

INT. NOAH'S BEDROOM - DAY

Obviously depressed, Noah lays on his side in bed. Nancy is seated on the edge of the bed, and Bill looks on from a nearby chair. They look at him with concern, as though trying to assess the damage the past week has wrought.

NANCY

Have you thought about meeting with Father Conlon? You know, just to talk things over?

Noah glares at her, making it clear that he would never in a million years want to talk to Father Conlon.

NANCY (CONT'D)

You underestimate him, Noah. He's really good with this sort of thing. He's very understanding.

(CONTINUED)

CONTINUED:

NOAH
(groaning)
I don't want to talk to him.

NANCY
Well, it would really make me feel better
if--

NOAH
I don't know if you've noticed, Mom, but
this isn't about you!

BILL
(suddenly taking on the persona
of a TV dad)
Son, your mother's only trying to help.

NANCY
Noah, you have to decide when you want to
be loved.

NOAH
What the hell is that supposed to mean?

NANCY
You can't truly be loved until you love
yourself.

Noah rolls over and ignores them pointedly.

INT. NOAH'S KITCHEN - NIGHT

Noah sits in the kitchen reading. From the other room he can
hear the loud laugh track of a typical sitcom.

INT. LIVING ROOM - FOLLOW

Bothered by the racket, Noah walks past his sister and
parents and out the front door.

EXT. DRIVEWAY - FOLLOW

It's dark out and cold. As Noah passes the garage door, a
sensor light flicks on. He continues down the driveway and
gets into his station wagon.

INT. STATION WAGON - FOLLOW

He doesn't pull out his keys but just sits in the car,
enjoying the silence and solitude.

Sighing deeply, Noah reaches to the passenger side floor for
a cigarette pack. Empty.

(CONTINUED)

CONTINUED:

Searching a bit more, he finds another empty pack. Digging farther under the seat, he finds Lorelei's Lyric Book.

Shocked, Noah slowly examines its contents. As he reads, he grabs a longish butt from the ashtray and smokes it.

The book is a mixture of diary, lists, and drawings. The only lyrics it contains are transcriptions of banal pop songs. Then Noah comes to a section on Emma. Accompanying the story is a Kafkaesque picture of a stick figure falling from a skeletal bridge.

The sensor light on the garage clicks off. Noah closes the book. He finishes smoking a second butt and goes back inside.

INT. CAFE KYOKO - DAY

Casey and Noah sit at a knee-high table staring at each other over bowls of miso soup. The atmosphere is calm, orderly, in short, Japanese: the bonsai plants in the background, the paper lantern overhead, the shoji screens.

Casey sets his bowl down quietly.

CASEY
So that's it?

NOAH
Yep. That's it.

CASEY
No shrink?

NOAH
My dad says psychology's still in the dark ages and that no self-respecting father would allow his son to be put under the stone knife of a mental barber. My mom told me, and I quote, "Psychology has nothing to say about the soul." Lord knows where she read that one.

Noah smiles weakly and pushes his empty bowl away.

NOAH (CONT'D)
I suppose this is one time I can count my blessings for having the parents I have. Had they let me fall into the clutches of Doctor Wien, I would probably be too doped up right now to sip my miso.

A pie-eyed blond WAITRESS in pseudo-traditional Japanese dress comes to their table and sets two sushi-laden blocks of wood in front of them.

(CONTINUED)

CONTINUED:

CASEY
(to waitress)
Saba o motte kite kudasai.

WAITRESS
(incredulous)
I, um, don't... speak Japanese.

CASEY
Another order of mackerel, please.

The waitress walks away shaking her head. Casey and Noah share a long pause as they sip their green tea.

CASEY (CONT'D)
Did you hear about Jesse?

NOAH
Fuck Jesse.

CASEY
No, no, no... This is great. He fucking got himself arrested for possession--
again.

INT. JESSE'S LIVING ROOM - NIGHT - FLASHBACK

Jesse Suskind sits on his couch at home, smoking a bowl and listening to music. There's a knock on the door, and he walks to a bookcase to pull out a stash of weed from a fake book.

Looking through the peephole, he's surprised to find it's two police officers.

JESSE
(yelling through door)
Uh, hold on!

INT. JESSE'S BATHROOM - SAME - FLASHBACK

Jesse runs to the bathroom and dumps his weed into the toilet. The police knock again, this time a little harder. When Jesse tries to flush the toilet, it starts to overflow.

JESSE
(muttered between clenched
teeth)
Shit, fuck, shit!

He looks around desperately. Then he decides to make a break for it out the bathroom window. Leaning out and grabbing hold of a branch, he starts climbing hand over hand toward the trunk. Losing his grip, he falls about 15 feet to the ground.

RETURN TO CAFE KYOKO

CASEY

And he broke his leg in the fall. So now he's off to, like, Rehab or something again--with a big fat cast... Anyhow, the good reverend'll probably get him off.

NOAH

Well, that's probably partly my fault.

CASEY

Eh, fuck him. Serves him right. Anyway...

Casey pauses to enjoy a juicy chunk of unagi.

CASEY (CONT'D)

So what do you want to do?

Noah pauses rather dramatically for what seemed a casual question.

NOAH

I don't know... I was gonna go visit her. But last night, I found her diary--

CASEY

Gee-zus! I meant do you want to go watch a movie or something...

They share another long silence.

CASEY (CONT'D)

Well, did you read it?... What did it... I mean... What was in it?

The waitress returns with a small plate of nigiri.

WAITRESS

Your mackerel.

INT. NOAH'S BEDROOM - MORNING

It is early morning. Noah's room is noticeably cleaner and emptier than it was before. He tosses two large sacks onto his bed and leaves.

INT. STAIRCASE - FOLLOW

As he walks down the stairs, headed for the front door, Nancy comes out of the kitchen in her house robe.

INT. FOYER - FOLLOW

NANCY

Where are you going this early?... This isn't about that girl, is it?

She sighs audibly, and Noah stops.

NOAH

(his anger already rising)
Yes, it is about that girl. It's all about that girl, Mom.

NANCY

Noah, you have to move on... I mean, what? You're not going to see her are you?

Noah continues toward the door, only to be cut off by Nancy.

NANCY (CONT'D)

Noah, stop! You can't just waltz in there and--

Nancy places her hand on his chest, but Noah sidesteps her.

NANCY (CONT'D)

Don't walk away when I'm talking to you! Don't you see where this is headed? Don't you see that the only thing that girl will bring is trouble? I know about her, Noah. You think I don't, but I've heard things. I know she's on drugs--she does pot and all kinds of other things. You know what that did to Aaron and, Noah, damn it, I won't let you ruin your life!

NOAH

(shouting)
Ruin my life? What are you talking about?

NANCY

I know about the baby, Noah. You think we're so stupid, but I know. I hate to say it but, my God, if that baby had made it into this world--if you had to be tied down to that little... She would have ruined your life. And that she nearly killed herself--

(CONTINUED)

CONTINUED:

NOAH

Shut up, shut up right now! You don't know what you're talking about. You don't know shit!

His mother raises her hand to slap him, but he blocks it. With his other hand, Noah slaps Nancy. She stares at him in shock, tears in her eyes.

NOAH (CONT'D)

The baby wasn't mine. And as for ruining lives, you're doing well enough for all of us.

Suddenly, Nancy's pained expression turns to one of lack of recognition--as though she weren't talking to her son but to a complete stranger.

INT. INSTITUTION - DAY

Noah walks down the hall of a psychiatric institution, passing patients with various ailments. He approaches a nurses' station and says something to the NURSE, who points down the hall. As he continues toward the room, Noah sees a PATIENT fighting with TWO ORDERLIES attempting to subdue her.

INT. ROOM AT INSTITUTION - FOLLOW

He enters Lorelei's room and finds her asleep. There are several other beds in the room, most of them occupied by YOUNG WOMEN (presumably with problems similar to Lorelei's).

Holding her Lyric Book in both hands, Noah approaches Lorelei's bed. He is about to set it on her bedside table when she opens her eyes and looks up at him wearily.

NOAH

Lorelei?

LORELEI

Hi.

NOAH

How are you doing?

LORELEI

Isn't it beautiful today?

Noah looks out the window. The sky is gray and the trees bare.

LORELEI (CONT'D)

It's so nice to drift...

(CONTINUED)

CONTINUED:

NOAH
To drift?

LORELEI
Do you think we'll make it?

Noah is struck by Lorelei's complete absence, the emptiness in her eyes.

A WOMAN in the next bed looks up from a magazine to see the sad look in Noah's eyes.

WOMAN
She spent last night in the Quiet Room.

NOAH
The Quiet Room?

WOMAN
Yesterday was bad for her... But she's resting today.

Noah looks again at Lorelei. She seems to be drifting back to sleep.

LORELEI
Noah?

NOAH
(hopeful)
Yes?

LORELEI
Take me somewhere fun.

NOAH
I--

He stops short and looks down at the book in his hand.

WOMAN
A present?

NOAH
No. I... I should have brought flowers.

Lorelei is asleep again, smiling slightly. Noah walks from the room still holding the Lyric Book. As he passes through the doorway, he looks over his shoulder. Then he silently turns to leave.

EXT. STREET - LATER

Noah leaves the hospital. The sky is wide and gray, the trees bare. Hanging his head, he walks down the empty street, coming eventually to the playground of Maggie's school. Suddenly he hears a deep voice shout:

MR. SHEPARD (O.S.)
Jesse Suskind! Jesse Suskind!

Noah looks around the playground, expecting to see Jesse. But all he sees is several children playing on a jungle gym. Then he is unexpectedly tackled from behind by Mr. Shepard.

After a bit of knocking each other around awkwardly--Noah has had the wind knocked out of him and Mr. Shepard's hip causes him too much pain for him to put up much of a fight--they collapse in the mulch of the playground. Noah has been beaten pretty badly about the face, and both of them are panting exhaustedly as Sister Merciless and a group of wide-eyed elementary school STUDENTS (Maggie included) surround them.

SISTER MERCILESS
Mr. Beckett, what is the meaning of this?

MR. SHEPARD
You're not--

NOAH
No. And I didn't knock up your daughter.

SISTER MERCILESS
I'm calling the police!

The nun shuffles back toward the school, herding away as many kids as she can.

MR. SHEPARD
(boyishly)
Let's get out of here before we get in trouble.

They manage to get back on their feet and dust themselves off. As they begin to limp away, Noah turns back to Maggie, who stands by the monkey bars glaring at her brother.

NOAH
(pointing at her)
Not a word.

Maggie flips Noah off and runs inside.

INT. DENNY'S - LATER

Mr. Shepard and Noah drink coffee at the local Denny's restaurant. Between them is a plate of food that neither has touched. Each in his own way looks haggard, beaten, and emotionally exhausted.

NOAH

So I told her I was Jesse. I don't know why. It just came out that way.

MR. SHEPARD

(calmly)

That doesn't change the fact that I could have you arrested.

NOAH

So could I...

(pausing for a sip of coffee)

What was I supposed to think about a man who keeps his daughter locked up?

MR. SHEPARD

You don't know her troubles, Noah. I don't even understand them. I do what I can.

NOAH

(to himself)

I definitely don't know her troubles.

They sit in silence for a long moment. Each of them sips his coffee vacantly, not knowing what to say.

NOAH (CONT'D)

What do you do, Mr. Shepard?

MR. SHEPARD

I'm in insurance. Life, fire, home...
You're in college?

Noah sighs heavily.

NOAH

Food service industry. For the moment.

They share another long moment of silence. Mr. Shepard looks Noah over, appraising him with his eyes.

MR. SHEPARD

She's tried it before, Noah. More than once.

(CONTINUED)

CONTINUED:

NOAH

I don't understand why she would choose--

MR. SHEPARD

It's not a choice. She doesn't choose to do it... It's a... an escape from making choices.

NOAH

Yeah... I know that one.

MR. SHEPARD

Free piece of advice. Making decisions, choosing sides--that's what it means to be an adult. If a man doesn't make a choice, he's hardly living. You might make the wrong choice... One that even cripples you--end up with a pin in your hip. But you never get anywhere relying on chance--that's certain to leave you crippled... I've lost my wife. Nearly lost my daughter. Sometimes I barely feel alive myself. But life goes on--you can't sit back.

They fall silent once again.

NOAH

I almost wish it had been mine. Then at least--

Mr. Shepard looks down without answering. His mouth twitches.

MR. SHEPARD

(calmly)

Noah. I want you to stay away from my daughter. From now on I don't want you to see her.

At first Mr. Shepard seems to be saying this as a warning. But then he looks at Noah with concern.

MR. SHEPARD (CONT'D)

It's better for both of you that way.

POV NOAH - FRONT OF RESTAURANT

Noah sees Aaron walk into the restaurant with another YOUNG MAN. They catch eyes for a second, then Aaron turns and follows his friend toward the back.

(CONTINUED)

CONTINUED: (2)

NOAH
(muttering to himself)
God, I'm having a weird day.
(to Mr. Shepard)
Thanks for the coffee, Mr. Shepard...
I... There's someone I have to talk to...
See you around.

Mr. Shepard looks at him intently and shakes his head no slowly.

INT. DENNY'S BACK ROOM - FOLLOW

Aaron and Noah stare at each other in silence, sizing each other up as though about to jump on each other with fists flailing. Aaron breaks the stalemate.

AARON
How's Mom?

NOAH
All right.

AARON
You look like shit.

NOAH
Yeah. You, too.

Another long moment of silence.

NOAH (CONT'D)
Where the fuck have you been, man?

AARON
None of your business.

NOAH
I think it is.

AARON
What the hell are you doing here, anyway?
Aren't you in college?

NOAH
Dropped out.

AARON
Way to go, dumbass.

NOAH
Yeah, well, merry fucking Christmas to you, too.

(CONTINUED)

CONTINUED:

Aaron flips Noah off and pushes past him to sit at a table.
Noah leaves without looking back.

INT. CASEY'S LIVING ROOM - LATER

Casey answers his front door to find Noah standing there with a shiner and a blood-caked split lip.

CASEY
Key-reist, look at ya!

NOAH
So how about that road trip?

CUT TO:

INT. CASEY'S BATHROOM - MOMENTS LATER

In the bathroom, Casey attempts to clean Noah up, dabbing the split lip with an iodine-soaked cotton ball and slapping a slice of frozen fish on the shiner.

CASEY
What am I gonna do--sell all my shit?

NOAH
Put it in storage...

CASEY
I don't have a car.

NOAH
We can take mine.

CASEY
Are you sure this isn't just some crazy
shit you thought to do... In reaction to
all this?

NOAH
(with a sigh)
Of course that's what it is.

CASEY
I thought the car was your mom's.

NOAH
I've only got three hundred left to pay
her for it...

CASEY
How long are we talking here? Couple
weeks? A month? More than--

(CONTINUED)

CONTINUED:

NOAH
Just-- I don't know!

Noah takes the cotton ball from Casey and wipes the last bit of blood from his lip before tossing it away.

NOAH (CONT'D)
I just want to get the hell out of here
for a little while...

Noah presses the piece of frozen fish to his eye again and leans back against the toilet.

CASEY
Don't worry about it. I got a guy who's
dying for the katana blade... Probably
better to go away for a while anyway. You
know Ed just got a gig with the Thrilling
Brother's...

NOAH
He got hired?

CASEY
Yeah, man. It's a fucking coup. I wish I
had gotten hired... But whatever, I'm
proud of him... So when do we leave?

NOAH
As soon as we can.

Noah stands up, tosses the fish in the sink, and walks out of the bathroom.

CASEY
(calling after him)
Where you going?

NOAH (O.S.)
Something I gotta do for my mom.

Casey hears the front door close.

INT. FATHER CONLON'S OFFICE - DAY

Father Conlon sits in a comfortable chair not far from where Noah lies on the couch in front of a bookshelf full of theological texts.

FATHER CONLON
Do you consider yourself a happy person?

(CONTINUED)

CONTINUED:

NOAH

Well, not overly happy. But I'm relatively fine.

FATHER CONLON

How do you mean relatively?

NOAH

Well, I mean... Relatively speaking, I'm not that unhappy. There are tons of people who have more to bitch about than I do. People starving, suffering--

FATHER CONLON

Noah, I'm not asking you to compare your happiness to that of others. I'm simply--

NOAH

What have I got to complain about? What? That my mother drinks a bit too much, and that my dad and her are hypocrites who go every Sunday to--

FATHER CONLON

That's a start.

NOAH

But who gives a shit? That's nothing next to--

FATHER CONLON

Please, Noah. Right now I'm asking about something much simpler and much more essential. I want to know how you feel...

NOAH

I feel... I feel...

Noah squirms a bit on the couch. Suddenly Father Conlon leans forward and knocks Noah's feet off the couch.

FATHER CONLON

Will you sit up already! What is this, anyway? I'm not your shrink. Just sit up and tell me how you feel, damn it!

Noah sits up and stares off into space for a moment.

NOAH

Inert.

(CONTINUED)

CONTINUED: (2)

Noah runs his hands through his hair in mild desperation. Father Conlon's face softens into an expression of understanding, and he moves to sit next to Noah.

FATHER CONLON

Let's just--you wanna go outside? Get out of this stuffy office? Jesus--pardon me-- I mean, it's my office now, but this stuff's really more Father Greeley's style.

Father Conlon crosses himself upon mentioning his deceased predecessor.

FATHER CONLON (CONT'D)

Let's just go for a stroll and talk, huh? You look like you're about to explode sitting there. God help us all!

EXT. CHURCHYARD - MOMENTS LATER

Noah and Father Conlon stroll though the churchyard garden. It's a bright and crisp early spring afternoon. No flowers have bloomed yet, but there are buds on the trees.

NOAH

I feel as though I've always been... just an observer. I've never found anything to commit to. It's like wanting desperately to feel something, anything, to do something... And then there was Lorelei. And she was so intense--about everything. She seemed to feel everything so deeply.

Father Conlon leans down by the garden and lifts up a statue of the Virgin. He pulls out a pack of cigarettes and a lighter. He offers Noah one, and they smoke together--each deep in thought.

FATHER CONLON

Do you love her?

NOAH

I don't know... I don't even know if I know what love is... I mean, I can't tell if it's love, or just being carried away.

FATHER CONLON

By her intensity.

(CONTINUED)

CONTINUED:

NOAH

By her. By something. You know? But maybe that's just because it's easy to get carried away.

FATHER CONLON

Easier than loving someone...

NOAH

In any case, it's a lost cause.

FATHER CONLON

(shaking his head)

No...

NOAH

I'll probably never see her again.

FATHER CONLON

No cause is lost that was never found.

NOAH

Who said that?

FATHER CONLON

Me. Just now... Maybe, in a way, you were looking for her to be your salvation. Waiting for her to shake up your world.

NOAH

Salvation...

(taking a deep drag and
flicking the butt)

I've always had a problem with that one too. I mean, saved from what--and to what are you saved? Everybody seems to be wishing for that one thing to set it all straight. A girl, a job... It just seems so desperate. And does it ever come?

FATHER CONLON

You're no Catholic, Noah. I recognize that. But in secular life as well as in the religious, we all need to have some vision of salvation in order to carry on. Or, at least, everyone needs to believe in the one thing that makes salvation a possibility.

NOAH

(guessing)

Jesus?

(CONTINUED)

CONTINUED: (2)

Father Conlon chuckles at Noah, taking his arm and guiding him down the path.

FATHER CONLON
That life ultimately somehow matters.
Even if its importance can't be
demonstrated rationally, or otherwise.

NOAH
So what's the pearl of wisdom here?

FATHER CONLON
In layman's terms? Get off your ass,
Noah! Go find your cause before you
really do lose it.

NOAH
Yeah...

They each snub out their cigarettes. Father Conlon looks around the churchyard as though taking it in for the first time.

NOAH (CONT'D)
Can you--will you explain to my mother
why I'm leaving?

FATHER CONLON
Sure... I'll even say a prayer for you.

NOAH
To St. Jude?

FATHER CONLON
(shrugging)
Maybe St. Christopher.

CUT TO:

INT. MAGGIE'S BEDROOM - NIGHT

Noah sneaks into his sister's bedroom before dawn. He moves carefully past her little-girl vanity and piles of toys with a book tucked beneath his arm. Just before reaching her bed, he stubs his toe loudly on her Barbie Dream House.

NOAH
(whispering)
Mags... Mags, wake up.

Maggie moans softly, opens her eyes wearily, and pouts at him.

(CONTINUED)

CONTINUED:

NOAH (CONT'D)

Listen, I'm... I'm going away for a bit... I mean, I'm taking a trip. I'll be back, but I don't know when.

MAGGIE

Who's gonna take me to school?

NOAH

(whispering)

Shh... Just, here.

He pulls out a wad of money, several hundred dollars at least, and slips it under her pillow.

NOAH (CONT'D)

Give this to Mom and Dad. Tell them it's for the car.

MAGGIE

(whispering)

Noah?

NOAH

I got you this.

Maggie pulls her arms up out from beneath the blankets and takes the book. Looking at the cover and finding it to her liking, she smiles at Noah. Noah leans down and kisses her on the forehead. Maggie gives him a sleepy one-armed hug.

NOAH (CONT'D)

OK, kid. I gotta go... I love you.

MAGGIE

G'bye, Noah.

Noah rises and turns to leave only to find Nancy standing in the doorway in her nightgown.

INT. KITCHEN - MOMENTS LATER

Nancy and Noah sit at the kitchen table drinking coffee.

NANCY

Father Conlon told me you two had a nice conversation.

NOAH

Yeah, well... Don't take it for a sign of conversion or anything.

(CONTINUED)

CONTINUED:

NANCY
 (starting to smile)
 That's what he said.

Nancy pulls the wad of bills from a pocket of her nightgown.

NANCY (CONT'D)
 Take it with you.

NOAH
 It's for--

NANCY
 Just take it, okay?...
 (pricking her ears)
 Dad's up. You wanna say goodbye to him?

Noah nods. They sit in silence, waiting. Bill enters the kitchen in his robe.

BILL
 What's everybody doing up?

CUT TO:

EXT. PARKING DECK - EARLY MORNING

Noah and Casey are on a parking deck downtown, packing the last of Casey's belongings into the back of an already packed station wagon: a print of Hokusai's "The Great Wave of Kanagawa."

The sun has yet to come up, but there's a faint glow along the horizon. The two of them look out over the silhouettes of downtown buildings, and the streetlights below them turn off with a CLICK.

CASEY
 Did you talk to her... Before her dad kicked your ass?

NOAH
 No.

CASEY
 Was she...

NOAH
 Well, we talked... But it's like she wasn't even there... They have her so... I don't know--it's like any trace of what was there is gone.

(CONTINUED)

CONTINUED:

There is a long pause.

CASEY
Alaska?

NOAH
Okinawa.

Noah looks grimly ahead at the darkened shapes of downtown.

CASEY
(finally releasing his
frustration)
We should do something, man... A symbolic
something--what the fuck do I know? But
something...

NOAH
Yeah.

Noah turns away from the view of downtown.

NOAH (CONT'D)
Let's just go. This whole town is like a
suicide.

Casey nods, half in agreement, half in pursuance of his former thought. He starts to get into Noah's car.

CASEY
But we gotta stop at K-Mart...

EXT. BAY BRIDGE - DAY

Once more, Noah is driving over the Bay Bridge and smoking a cigarette. Only now we see that Casey is sitting in the passenger seat.

Casey carves out a hole in the back of a rubber ducky and tosses it into the backseat, where he's thrown at least fifty others. Noah flicks a cigarette out his window and closes it, cutting off the ocean-like rush of air.

EXT. BRIDGE - DAY

Noah and Casey stand on the bridge where Emma killed herself. They stare pensively at the river flowing beneath them.

CASEY
My people have a ceremony... to celebrate
loved ones who are lost but who are still
with us in spirit.

(CONTINUED)

CONTINUED:

NOAH

So do mine.

EXT. ROWBOAT - LATER

Noah paddles them out onto the river in a small rowboat, and Casey begins lighting little votive candles stuck into the backs of the rubber duckies. As he lights each one, he sends it floating down the river.

NOAH

You got this from that movie, didn't you?

Casey smirks.

INSERT - LYRIC BOOK

Noah makes an offering of Lorelei's Lyric Book. He sets it onto the surface of the water, where it floats for a moment before plunging downward.

EXT. RIVER - SAME

The rubber duckies float away downstream, leaving Noah and Casey far behind. They reach a small breakwater and pause a moment before cascading like pills on a pharmaceutical factory conveyor belt. Beyond the breakwater, the river widens and becomes a part of the Chesapeake Bay.

THE END