

LIBERTY STREET

Written By

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FADE IN:

A SERIES OF IMAGES AND SOUNDS (INT.HOSPITAL O.R.)

emerge from the darkness: A blast of light like an interrogation room, the flatline BEEP of an EKG machine. A NURSE straddles a MAN, unconscious on the gurney. She pumps his chest with all her might, her hair falling loose from the red bandana that holds it in place.

MEDICAL PERSONNEL

swarm around the gurney. Faces covered, dressed in scrub suits, they look like green androids. A moment later, the SURGEON makes his entrance like Caesar. Tufts of black hair poke through his V-neck surgical suit. NURSES and AIDS jump to his every request. He pulls the nurse from the patient's chest.

Voiced-over dialogue is counterpoint to the scene. It fades in first as two women LAUGHING. The first to speak SOUNDS distinctly Afro-American, South Boston.

WOMAN #1 (V.O.)

George W. and Dick Cheney jump out of a plane. Who hits the ground first?

WOMAN #2 (V.O.)

I dunno. Who?

WOMAN #1 (V.O.)

Who cares?

Afro-American hands pass a syringe to the surgeon who administers the lidocaine to the dying man. Nothing. Still a flatliner. The nurse in the bandana hands two paddles to the surgeon. The paddles are placed on the man's chest. A beat. The man's chest arcs and falls. The American eagle tattooed on his flabby white bicep wiggles helplessly.

WOMAN #2 (V.O.)

Okay, why do polish dogs have pug noses?

WOMAN #1 (V.O.)

Why?

WOMAN #2 (V.O.)

From chasing parked cars.

The surgeon rips the man's chest armpit to armpit. Someone hands him a spreader. The surgeon places the instrument over the ribs and cranks open the chest exposing the shrunken blue-grey heart. The surgeon shoves his hands into the chest and begins to massage the tiny, broken organ.

WOMAN #1 (V.O.)

What's brown and white and looks
good on a lawyer?

WOMAN #2 (V.O.)

What?

WOMAN #1 (V.O.)

A pit bull.

The flatline never changes. After a few beats, the surgeon removes his hand from the chest, walks away briskly. The rest of the personnel follow except for the nurse in the bandana. She stares at the room which looks like Beirut after a bombing. Pulling the spreader from the man's chest, the nurse gently covers him as she would an ailing child. Alone, she begins to clean up the mess.

WOMAN #1 (V.O.) (CONT'D)

You know how to save a doctor from
drowning?

WOMAN #2 (V.O.)

No.

WOMAN #1 (V.O.)

Good.

CUT TO:

EXT. HOSPITAL EMERGENCY ROOM REAR ENTRANCE - NIGHT

Two of the nurses just seen are the women we've heard telling jokes. The Afro-American nurse (WINNIE) is lean, dark, "50"s. The nurse in the red bandana is DENISE, early "30"s, exceptionally pretty but with eyes fresh with disappointment, and an attitude tinged with sarcasm. She looks as if she just figured out that life is a great cosmic joke with a bad punch line. The last name on her name tag reads DEFIORE (pronounced De-fury). It fits. The women scan the back street for someone.

DENISE

Where the hell are they? Okay, why
do hummingbirds hum?

WINNIE

Why?

DENISE

They don't know the words.

WINNIE

That's a sorry ass joke, Denise.

DENISE

Gimme a break here. What's the ETA on those bozos?

WINNIE

Fifteen minutes.

SOUNDS of a quickly approaching vehicle. Headlights splash the dock. A siren SOUNDS. We think it's an ambulance. It's a pizza delivery truck. Dialogue overlaps.

DENISE

A siren. What an asshole.

WINNIE

It's about time.

The driver of the pizza truck hops out with a large box.

PIZZA DRIVER

Siren's a tease. Just for you.

WINNIE

You 'bout as funny as a crutch.

(examines the pizza)

Double sausage, bacon, extra cheese.

In the b.g. a real ambulance is HEARD.

DENISE

Oh shit.

WINNIE

Wait. Maybe it's goin' uptown.

The ambulance SOUNDS again. Much closer. Another NURSE appears at the double doors.

ANOTHER NURSE

Hey campers, we got a black male, shotgun to the gut.

WINNIE

Damn. You know the other night I had five gunshot wounds, three stabbings...

DENISE

...and a partridge in a pear tree.

A fresh-faced, nervous INTERN steps onto a dock.

WINNIE

(sotto)

Is he old enough to shave?

DENISE

He's not even old enough to fuck.

Winnie laughs out loud, snorts. The ambulance SCREAMS around the corner stops on a dime at the back of the loading dock, a Boston police car on its tail. Paramedics pull the bleeding MAN from the ambulance, his stomach blown open by a double-barrel blast....we HEAR..."BP eighty over forty... pulse one-forty as the gurney pushes inside the hospital.

INT. HOSPITAL CORRIDOR

It's suddenly, weirdly silent except for the gurney wheels squeaking wildly over the tile floor. Denise, Winnie, the paramedic and even the cops exchange looks, wait for the intern to bark orders.

DENISE

(to the intern)

What'll it be, Ace? We gotta fix this guy so Boston's finest can interrogate him to death.

The intern mumbles, exhausted, panicked. The man's chest gurgles.

INTERN

Ten cc's of lidocaine.

DENISE

Lidocaine? That was the sucker's lung collapsing.

The intern mumbles incoherently. We HEAR, "BP sixty over forty..." It's now or never, so Denise takes over.

DENISE (CONT'D)

Get a tube in his chest....

Denise continues to bark orders over the gurney as it rolls down the hall to the OR...we HEAR..."large bore IV..."

The intern shakes, confused and alone. After a few beats, when it registers that a nurse has taken charge, the intern comes to life, chases the gurney, shouting.

INTERN

Wait. I'm the doctor here!

CUT TO:

EXT. BOSTON METROPOLITAN HOSPITAL - ESTABLISHING - DAY

INT. HOSPITAL - A SMALL OUTER OFFICE

Winnie paces, glances at the door that reads "Jim Rivera - Director of Nursing" - O.S. Denise is HEARD, "He choked..."

INT. OFFICE

FIND RIVERA, his tense face pock-marked like the moon. Denise's voice is like the low growl of a doberman on a short leash.

RIVERA

...he was the doctor on call.

DENISE

He's an asshole.

RIVERA

You know the rules.

DENISE

The rules don't say I gotta wait for some moron to figure out which end of the stethoscope to use.

RIVERA

We're offering you a suspension. Without pay, of course.

DENISE

What a deal.

RIVERA

I'd take it if I were you. It could be worse.

DENISE

Yeah. How?

RIVERA

The family of the dead boy isn't pressing charges.

A long pause.

DENISE

This stinks.

RIVERA

Off the record. You're right.

DENISE

I'm not taking the suspension.

RIVERA

I didn't say it was a choice.

A stand-off.

DENISE

Then I quit.

CUT TO:

EXT. GIL'S DONUTS - ESTABLISHING - DAY

INT. DONUT SHOP

Denise scans the highway, brow furrowed. Across from her is SAM, age ten. He knows she's worried.

SAM

Ma, how many psychiatrists does it take to change a light bulb?

DENISE

I give.

SAM

None. The light bulb has gotta want to change itself. Get it?

Denise looks at her son tenderly, wipes cherry filling from his lips, plops a Celtics hat on his head.

DENISE

Yeah, I get it, smartypants.

A car horn HONKS in the b.g. Denise stiffens when she sees MITCH, a swarthy Italian, waving from his muscle car. APRIL sits next to him. Barbie-doll pretty, all smiles. Sam jumps up to leave.

DENISE (CONT'D)

(to Sam)

Six o'clock. No excuses.

GIL, the 50+ Italian donut shop owner, catches Sam.

GIL

How 'bout a hug for your old uncle.

Sam hugs Gil, kisses his mom, bolts for the door.

DENISE

(about April)

That woman has more teeth than the winner of the Kentucky Derby.

Denise starts to go.

GIL

Denise, wait.

Gil takes her hand, puts a wad of cash in it. Denise's jaw tightens. Crying is out of the question.

She puts the cash in Gil's shirt pocket, shakes her head, "no".

GIL (CONT'D)

What's an old man like me gonna do with extra cash?

DENISE

Spend it on blondes?

A look passes between them. Gil gently puts the cash back in Denise's hands.

DENISE (CONT'D)

You're the only good man I know.

GIL

And don't you forget it.

CUT TO:

EXT. FLORENCE NIGHTINGALE NURSING SERVICE -DAY- ESTABLISHING
INT. NURSING SERVICE OFFICE

A pasty, over-weight PERSONNEL DIRECTOR skims her computer while chewing a milky way as if it were cud. Denise waits.

PERSONNEL DIRECTOR

I've got a position as temp nurse at Liberty Street.

DENISE

What is that..a shoe store?

PERSONNEL DIRECTOR

Convalescent. Sort of.

DENISE

Forget it. Not my speed.

PERSONNEL DIRECTOR

That's the best I can do, hot shot.

DENISE

(getting up)

I'll get back to you.

CUT TO:

INT. ANOTHER PERSONNEL OFFICE

PERSONNEL DIRECTOR #2

With all the trauma centers closing--
I've got nothing in an ER.

Denise looks dejected.

INT. A THIRD PERSONNEL OFFICE

DENISE

Look, I'd take the swing shift.

PERSONNEL DIRECTOR #3

I have no openings, I'm sorry.

INT. AND ANOTHER PERSONNEL OFFICE

PERSONNEL DIRECTOR #4

...come to think of it I do have something...a new hospital is recruiting...would you consider re-locating to Nova Scotia?

Denise sinks lower in her chair.

CUT TO:

EXT. COPLEY SQUARE - RESTAURANT - DAY - ESTABLISHING

INT. RESTAURANT

Denise sits across the table from a blowzy blonde (MARION) with a no-nonsense jaw, who shuffles through legal briefs.

MARION

Taking a moral stand is admirable if you're Jesse Jackson. So, as your lawyer, I suggest...

DENISE

Wait a minute, I don't want to hear that Mitch has a chance...

MARION

With you out of work, you better believe it. He makes his support payments, sees Sam regularly...

DENISE

He disappeared for three months with a bimbo.

MARION

A bimbo he's planning to marry. Frankly, I think he has a good chance of getting joint custody. You could have a worse guy for an ex.

DENISE

Yeah, maybe Charles Manson. Look, you don't get it.

(MORE)

DENISE (CONT'D)

If he gets joint custody, it means he has a say in what Sam does; which means he has a say in what I do and there's no way in hell that slimy bastard is gonna control me anymore.

MARION

Still planning on moving to California with Sam?

DENISE

If I didn't have so many damn lawyer bills I'd be long gone.

MARION

Maybe you should've thought about that before you quit your job.

DENISE

(stung)

You know what's brown and white and looks good on a lawyer?

MARION

I've heard it. Get a job, Denise. Any job.

CUT TO:

INT. RESTAURANT CORRIDOR

Denise on the phone.

DENISE

...yeah, this is Denise DeFiore. You know that job at that, what did you call it...Liberty Street?

CUT TO:

INT/EXT. STREETS/DENISE'S CAR - VARIOUS ANGLES - DAY

In her well-worn Ford escort, Denise passes a sign from the Massachusetts Historical Society that marks the entrance to a township called "Danvers".

Denise rushes past Cape Cods and federal houses heavy with tradition. She checks the address of a square, brick house with a white picket fence. Ivy climbs the front face of 14 Liberty Street from the ground to the widow's walk that caps the hipped roof.

EXT. FRONT DOOR

Denise knocks. After a few beats a black man in a three-piece suit (CHARLIE), age indeterminate, answers.

CHARLIE
You from the registry?

DENISE
That's me. Sorry I'm...

CHARLIE
(about her uniform)
You bring extra clothes?

DENISE
No.

CHARLIE
That'll have to do.

On Denise's quizzical look.

CUT TO:

POV HOME VIDEO CAMERA (INT. HOTEL BANQUET ROOM)

as it dips and bobs close on a COUPLE, mid-fifties. He is ruddy-faced and uncomfortable in a rented tux; she wears a "mother-of-the-bride" polyester copy. She dabs her eyes.

MINISTER (O.S.)
...and on this occasion I am reminded
of a verse in the Song of Solomon...

INT. HOTEL BANQUET ROOM - DAY

The home video camera widens and swerves to reveal the couple among the other guests. White satin, lots of doves and too-tall floral arrangements thinly disguise the banquet room as a wedding chapel. The video camera pans across the aisle to the groom's PARENTS whose expressions are pinched.

MINISTER (O.S.)
"My beloved is mine and I am his, he
pastures his flock among the
lilies...until the day breathes and
the shadows flee...."

A SERIES OF ANGLES

from the amateur camera person...

A little BOY runs his Ninja Turtle up the shoulder of a little GIRL who's fallen asleep in her mother's lap...

MINISTER (O.S.)
"...turn, my beloved, be like a
gazelle, or a young stag upon rugged
mountains."

Two WOMEN in their eighties sit beside a wheel-chair bound young woman (GRETCHEN) who wears horn-rimmed glasses. The wheel-chair is decorated with white satin ribbons and pink flowers. Behind Gretchen, a SOLDIER eyes a buxom REDHEAD across the aisle. His WIFE notices and elbows him sharply.

MINISTER (O.S.) (CONT'D)

...for loving someone is like holding sand...

Denise stands at the back of the room beside an Ichabod-Crane looking man (MAX) who's in a wheelchair. Denise's look is distant.

MINISTER (O.S.) (CONT'D)

...close your hand tightly and the sand drains away. Leave your hand open and the sand remains.

The amateur camera person moves behind the minister.

MINISTER POV

the bride (ROSE) and the groom (BENJAMIN) gaze at one another from matching wheelchairs. Both are crippled by cerebral palsy. Ben takes Rose's withered hand in his.

MINISTER (O.S.) (CONT'D)

Ben, repeat after me. I Ben, take thee, Rose...

Denise has had it. She slips out the back door.

INT. HOTEL HALLWAY

Denise escapes into the claustrophobic hallway rancid with smoke and earth-tone carpets. She pulls a cigarette from her bag, lights up. In the b.g. a loud "NO" stops her action. A young man (RICK) wearing a trench coat and fedora à la Bogart is mid-argument with Charlie.

RICK

No. No. I...I won't go.

CHARLIE

Rick, I can't leave you alone.

Denise stares. There's something wrong, but what? Rick is mid-twenties with the build of a running back. His face is boyishly handsome but there is something...disconnected... about him. Charlie gently tugs him by the arm.

RICK

(too loud)

No. You can't make me. You can't.

CHARLIE

Now what did we agree on, huh?

Rick clasps his hands to his ears, swings from side to side, the gestures exaggerated, his reactions extreme.

RICK

I don't have to, I don't have to, I don't, I don't.

ON DENISE

DENISE

(sotto, to herself)

Great. Loonies. I hate loonies.

She starts to walk away. Hears a "hey you" but keeps walking. Then a "Denise." She grimaces, busted.

CHARLIE

Stay with Rick for me. And make sure he doesn't run off anywhere.

Denise forces a resigned smile. Charlie ducks back into the ceremony. Rick looks Denise up and down, nothing subtle in his examination of her. Denise sense his desire to speak, but he can't engage his brain. He strains, searching for every word. When he speaks, his voice is thick and slightly monotone. Even so, Rick's eyes, when they connect, reveal a natural intelligence.

RICK

You're, you're not Kelly.

DENISE

Good call, Ace.

RICK

I'm not, not Ace. I'm Ricky.
(in a deeper, "man's"
voice)

I mean, Rick.

(a kid's voice again)

And, and I'm not gonna talk until,
until Kelly c..comes.

Rick plops on the floor, cross-legged in protest.

DENISE

Fine by me..

(lights a cigarette)

Wanta hear a joke? It's a good one.

My kid told it to me. He's smart.

(no answer)

How many psychiatrists does it take
to change a light bulb?

(MORE)

DENISE (CONT'D)

(no answer)

None. The light bulb has gotta want to change itself.

Rick stares at her, blankly.

DENISE (CONT'D)

You got quite a sense of humor.

RICK

(about the cigarette)

Those...those stink.

DENISE

Hey, you wanta talk or you don't wanta talk, I don't care. But don't bust my chops.

RICK

If you, you don't stop that, I'll run, run away.

DENISE

Is that so.

A stand-off. Rick scrambles to his feet, darts down the hall. Denise chases after him. She swears. He's fast.

DENISE (CONT'D)

Hey, hey gimme a break here.

ANOTHER HALLWAY

Rick runs down the long hallway and out an emergency exit. Sirens SCREECH.

EXT. HOTEL - AFTERNOON

Rick covers his ears, screams along with the sirens. Denise catches him, tries to calm him down. Hotel personnel scurry to the scene. Denise turns to see the wedding party and all of the guests spill into the parking lot, dismayed. Charlie glares at Denise.

DENISE

Just a little misunderstanding. Everything's under control...

CUT TO:

INT. LIBERTY STREET - HALLWAY - DUSK

Denise on the phone. In the b.g. she watches a poker game between Rick, Gretchen, Max and BRIDGET, a red-head with mild Downs. Rick wears his fedora.

Bridget arranges her cards for the eighth time, sings along with the TV...the "Brady bunch, the Brady bunch... A bug-eyed, mildly crippled woman (JUSTINE) struggles, but manages to pull up a chair.

DENISE

Mitch, I'm gonna be a little late.

MITCH (O.S.)

Why doesn't Sam just stay over?

DENISE

Because it's only a few minutes.
(sotto, looking around)

Look, nobody wants to get outta here tonight more than me.

MITCH (O.S.)

You know we could avoid this lawyer thing...

DENISE

Oh, so you're givin' up?

MITCH (O.S.)

No way. For Chrissakes what about Sam? We can give him more. April is home all day...

DENISE

(keeping her voice down)

April isn't his mother. I'll be home by eight. Be there.

Denise paces absently half-watching the poker game. Rick deals, counts to himself. Max and Bridget sing the theme song, arrange their cards. Poker dialogue is HEARD..."Hit me. Hit me."

GRETCHEN

(to Denise)

Hey, you play poker?

DENISE

Yeah.

GRETCHEN

Grab a chair.

(about Bridget)

She needs a coach.

Denise figures "what the hell", pulls up a chair next to "Red". Rick gives her a furtive glance. Denise hears a hearty LAUGH.

DENISE'S POV

Across the hall, the library of the old house is used as the Administrator's office. LUCY ZACHARY has the title. She is mid-forties, a she-bear of a woman. She talks rapid-fire on the phone, feet up on a cherry-wood desk.

The front door opens and in blasts DEREK, early "20"'s, Downs Syndrome. He wears a "Chicken Lickin" Delivery Hat. He slips behind Justine, tickles her.

DEREK

Tex, you she-devil. So how was the wedding?

Ad lib answers. Derek eyes the cards. Looks at Rick, jealousy apparent.

DEREK (CONT'D)

(to Rick)

Hey, Bogie. Poker's only five cards. You're so dense...

Rick is red-faced, flustered. Ad-lib from the others..."lay off, Derek..." Rick breathes heavily, stares at the table.

DEREK (CONT'D)

Hey, it's not my fault he's hopeless...

A pause. Denise stares hard at Derek. She hates bullies.

DENISE

It's another game. He just forgot, the first two cards are down, the rest are up. It's called stud poker.

Everyone reacts to the word "stud" as adolescents would. Ad lib "oooh, Rick"... He smiles, vindicated. A look passes between Denise and Rick. A truce.

Derek grimaces. Charlie appears, wearing an apron.

CHARLIE

(to the group)

Do I look like Betty Crocker to you?
You all get your butts in the kitchen.
Help me get dinner.

The game breaks up amid grumbling. Derek darts away with a look that promises a future show down. Rick lags behind, approaches Denise. All is forgiven.

RICK

I...I like you... You're, you're pretty. Pretty.

DENISE

Even if I'm not Kelly?

RICK

(a blank look)

Kelly?

(a distant memory)

Oh yeah. You, you're prettier.

(a pause)

Well. Bye.

He waves a wild "goodbye" on his to the kitchen. Denise doesn't know quite what to make of this odd man. A beat. Lucy enters, talking out loud.

LUCY

What a day. Kelly's out for the duration with a complicated pregnancy and I'm out a nurse.

(to Denise)

Who're you?

Denise's look says she's about to take advantage of this situation.

CUT TO:

INT. HALLWAY - MOVING

Lucy clips down toward the kitchen. Denise half-jogs behind.

LUCY

Do you know what Freud wrote?

DENISE

Freud?

LUCY

"The final therapy is love and work."

Denise looks rueful. What does that have to do with her?

INT. KITCHEN

Denise follows Lucy. Justine, Max, Gretchen help Charlie with dinner. Rick smiles at Denise. Watches her. She doesn't notice. The others do.

LUCY

What's for dinner, Tex?

JUSTINE

Chili.

INT. STAIRCASE

Lucy huffs and puffs. Denise is close behind.

LUCY

They take turns with the menu. Her chili could take the skin off a snake.

INT. SECOND FLOOR

Restored wallpaper and oak wainscoating. Denise and Lucy.

LUCY

Five bedrooms up, three down. Eight residents. Rose and Ben are our first married couple. You know the word, "Convalescent". It's supposed to mean, "become well again." Most of the time it translates as "waiting to die". Trust me, nobody waits at Liberty Street. For anything.

DENISE

Good.

LUCY

You bet it's good. And if anybody on the outside refers to this place as a "home" they answer to me.

(points at the rooms)

Gretchen's a librarian, sharp as a tack that one; Tex is a clerk, Max works for a publishing firm as an indexer. Everybody who lives here learns to go out in the world just like you and me.

DENISE

Teach 'em to join the rat race, huh. Sometimes I'm not so sure it's an advantage.

LUCY

You would if you couldn't do it.

A pause. Denise considers the implications.

DENISE

What about that guy, Rick?

LUCY

He's new. We're still trying to place him in a job.

DENISE

He seems, I don't know...different.

LUCY

Head trauma. Hit by a car when he was sixteen.

DENISE

Jesus.

LUCY

Oh, he's on the road to recovery.

(on her look)

His memory's not great, he's easily frustrated and he's got a helluva temper but his IQ is well above normal. Physically, he's fine. Mentally, emotionally, that's something else. His mom's kept him at home much too isolated.

DENISE

Will he ever be...uh...

LUCY

"Normal?" Whatever that is.

(shaking her head)

Our toughest case. He's a grown man with the personality of a moody adolescent because his mother refuses to let go. Our job is to channel all that energy.

DENISE

Rick's or his mother's?

LUCY

Both. So. Why'd you quit the E.R.?

DENISE

(off guard)

Let's say management and I had a parting of the ways.

LUCY

Okay. This place is a far cry from meatball surgery.

DENISE

Sounds good so far.

LUCY

The work is one on one, mostly tedious and very repetitive. There's no instant gratification, no adrenalin highs and I haven't saved a life since the cat choked on a fur ball.

DENISE

Look, you need a nurse and I need a job. Do we have a deal or what?

LUCY

(chuckles)

Okay, you've got a shot. But don't think you can phone it in, Denise. Folks here aren't street-wise but, believe me, they're also not potted plants. See you Monday.

CUT TO:

EXT. APARTMENT BUILDING - ESTABLISHING - NIGHT

In a white-bread ghetto in a town called Peabody saved from terminal despair by the dense New England foliage.

INT. DENISE'S APARTMENT

Denise stares at Sam's empty room a glass of wine in her hand. It's filled with stuff little boys love. Nintendo. A Spiderman poster. Roller blades. The phone RINGS. Denise jumps, runs for it. FOLLOW HER to the living room.

Chaos. There's a dining room table sans chairs, a TV dinner on a cardboard box un-eaten. A map of the U.S. is pinned to the wall with the route from Massachusetts to California high-lighted in bright orange. The tape machine picks up.

DENISE'S VOICE

I don't feel like talking so leave a message if you want.

MARION (O.S.)

It's Marion. We're going to court. No date set. Court's jammed...

Denise swears, turns down the volume, pours more wine.

CUT TO:

INT. GIL'S DONUTS - MORNING

Denise checks her watch; broods. In the b.g. Gil swears in Italian at a red-headed BOY with a mouthful of braces.

GIL

Cruellers. You burned my cruellers!

RED-HEADED BOY

I'm sorry, Mr. Giambalvo.

GIL

Sorry. You're always sorry. Get out of here with "sorry". Go on...

The red-headed boy grabs his backpack, rushes to the door. Gil sees Denise searching the highway, chewing her nails. He hands her a cream puff.

GIL (CONT'D)

Since my Sylvia died, may-she-rest-in-peace, I fell in love with only one other woman.

DENISE

A big mistake.

GIL

You're telling me. The dreams I had. Sylvia haunted me for weeks. Every night I saw her.

(Denise eyes him)

Okay, it could have been I had bad pepperoni. I don't know.

(she shakes her head)

Come on now. You're gonna give yourself an ulcer.

Mitch's muscle car pulls in, screeches to a stop.

GIL (CONT'D)

He's still Sam's papa.

DENISE

Don't remind me.

Mitch sees Denise, ignores her. Denise grimaces at him, as Sam races into the donut shop. He opens his backpack, separates his weekend clothes from his schoolwork.

DENISE (CONT'D)

Sammy, where you been?

SAM

Sorry, Mom. We got back too late. Dad bought me skiis.

DENISE

Skiis. Does he think every weekend is Christmas? And anyway, there's no snow.

SAM

There is in Canada.

DENISE

Canada. He took you to Canada. That's another country.

SAM

I know, ma. We had it in geography. April has a cabin.

Denise slides a look to Gil.

SAM (CONT'D)

Dad thinks I should spend the summer with them, you know to have a family atmosphere and stuff.

Denise is stung. She grabs Sam's stuff, pushes him ahead of her out the door.

DENISE

We'll be in California by then, remember? A "family atmosphere". What does he think I am, chopped liver?

CUT TO:

A SERIES OF SHOTS

EXT. STREET - DAY

Denise chases Derek, aka "Mr. Chicken Lickin" with his forgotten lunch. Rick trails, watching her closely.

INT. LIBERTY STREET - HALLWAY - DAY

Denise and Gretchen walking and chatting jostle by Rick, who is too attentive, nervous and always in Denise's path.

CLOSE ON PICASSO'S "MOTHER AND CHILD" - (INT. MUSEUM) - DAY

Widen to reveal Denise and the residents listening to a TOUR GUIDE. Rick's focuses on Denise; he mimics her reactions.

INT. LIBERTY STREET - KITCHEN - DAY

Rick tags too-close behind Denise as she does her chores.

INT. LIBERTY STREET - BASEMENT DAY

Charlie and Denise work on a cranky hot water heater. Rick is perched on the stairs, watching... always watching.

DENISE

(to Charlie, sotto)
What's with him?

CHARLIE

Rick. He's bored. And he likes you. Hey, who knows what goes on in that head. Rose played checkers with him once and he asked her to marry him.

DENISE

He's driving me nuts.

CUT TO:

INT. LIBERTY STREET - LIBRARY - DAY

The residents are watching a video.

NARRATOR

...latex condoms help to prevent the spread of disease, particularly AIDS...

Rick, uncomfortable, shifts in his chair. Derek slumps. Justine, Max and Bridget watch, interested, but blasé.

NARRATOR (CONT'D)

...the condom should be fitted over the penis before sexual intercourse...

DEREK

No joke. This is stupid.

The women "shush" him. The NARRATOR continues in the b.g. Derek pulls a dirty picture from his wallet, pushes it in Rick's face. His mouth drops open like he's been harpooned.

DEREK (CONT'D)

How'd ya like to pork that one?

RICK

P...pork?

GRETCHEN

(turning to the guys)
Shut-up scumbags.

Rick looks hurt. Derek laughs.

RICK

(to Derek)
Shut up. You shut up.

Rick stomps from the room, disturbed, confused. He passes Denise in the hallway, a look of anguish on his face.

DENISE

Is the video over?
(Rick shakes his head
"no")
You gotta question?
(a more vigorous "no")
What's the problem?

RICK

Bath...bathroom.

Rick escapes down the hallway leaving Denise annoyed.

INT. BATHROOM - MOMENTS LATER

Rick slams the door like he's chased by demons. He leans back on it, sweating, eyes shut. After a few beats he steps to the mirror, looks at his face. His hand reaches up, touches the shadow of his beard. He examines the hair poking through his shirt. He looks frightened as if the face looking back at him is foreign.

RICK

(to the mirror)

Ricky...where is Ricky?

He repeats his name as if it were connected to a distant memory. Someone POUNDS on the door. He jumps.

DEREK (O.S.)

Hey, stop playing with yourself.
Other people have gotta go.

CUT TO:

EXT. LIBERTY STREET - BACK YARD - DAY

Part of the yard has been paved to make way for half-court basketball. A slower version of the game is in progress. Even residents in wheelchairs can play. Denise wanders out. Rose and Ben, back from their honeymoon participate. Ben makes a basket, Rose motors over, kisses him. Good-natured ad libs about "the mushy stage" are HEARD.

DEREK

(sotto to Rick)

Hey, I got more photos.

(miming breasts)

One has hooters to here.

Rick glares at Derek, takes the ball out, throws it awkwardly to Justine. She fakes out Max and sky-hooks a great hoop. Rick "high fives" her.

Derek wolf whistles at Justine. He nudges Rick, whispers something dirty in Rick's ear. Rick loses his temper, pushes Derek, who swings, landing a soft blow to Rick's arm.

DENISE

Knock it off, guys.

DEREK

(pushing Rick)

Yeah, re-tard knock it off.

RICK

(screaming)

I am not retarded!

Rick punches Derek square in the face. Derek collapses like a broken doll. He rolls on the ground, blood spurting. Rick falls on him, grabs him by the throat. Denise jumps on Rick's back, tries to pull him off Derek. The other residents SCREAM at Rick to stop.

DENISE

Stop it, Rick. Stop it. Look at me.

Rick stops, looks in Denise's eyes. But he doesn't remember her. She catches her breath, his rage intimidating. He looks at his swollen fist, at Derek writhing under him. Rick's mood swings from rage to confusion. He jumps off Derek, turns to Denise. When his eyes finally register recognition he is overwhelmed with sorrow.

RICK

I used to be different. I used to be, to be different...

Denise chills at his panicked insight.

RICK (CONT'D)

Help me. Help me find him. Please, I know you can help me.

DENISE

Who? Find who...

Rick grabs her around the waist, buries his head, sobbing. Denise is embarrassed. His desperate, uncontrolled reaction unnerves her. She looks around for help but the residents have turned their attention to the bleeding Derek.

CUT TO:

EXT. DANVERS COMMUNITY HOSPITAL - ESTABLISHING - EVENING

INT. EMERGENCY ROOM

Denise on the phone, angry.

DENISE

Mitch, it was an emergency...then the night nurse called in sick.

DR. JAKE MAYER enters. In surgical greens, he is disheveled, bushy-haired with wire-rimmed glasses.

JAKE

(calls, mispronounces
her name)
Denise De..Fire..y.

DENISE
 (to the doctor)
 DeFiore. That's me. Hold on.
 (into phone)
 I gotta go. We'll talk about it later.
 Can I say goodnight to my son now?
 (forces a smile to
 Jake)
 Sam. I'll see you tomorrow. I love
 you, honey. Good night.
 (hanging up, to Jake)
 My kid. He's ten. With my ex. Why am
 I explaining myself?

Jake is attracted to her. It isn't mutual.

JAKE
 Jake Mayer, on-call-doc-for-
 Liberty-Street. At your service.

DENISE
 Quite a title.

JAKE
 Glad you like it.

Denise gestures... "what about the guys?"

JAKE (CONT'D)
 Oh right. Derek's nose'll be sore
 awhile though possibly not as long
 as his pride. I gave them a sedative.
 How about you?

DENISE
 What about me?

JAKE
 Catastrophic reactions can shake a
 person up...if she's unprepared.

DENISE
 Thanks for the news flash.

JAKE
 How about dinner tomorrow night?

DENISE
 What about it?

JAKE
 You. Me. Lobster.

DENISE
 Do you always come on this strong?

JAKE
 (glances at his watch)
 Only when I've got about thirty
 seconds to make an impression.

DENISE
 No thanks.

JAKE
 If you change your mind....

DENISE
 ...I know where to find you.

CUT TO:

EXT. HOSPITAL - EVENING - LATER

Denise between Derek and Rick walking briskly to the van.
 There's still a stand-off. Denise halts.

DENISE
 Okay, shake hands.

RICK
 He started it.

DEREK
 Did not.

DENISE
 It doesn't matter who started it.
 I'm ending it. Shake.

A begrudging handshake. No eye contact. Denise climbs in the
 van. Derek starts for shotgun just to annoy Rick.

RICK
 My seat...that's my seat.

Denise loses her temper. Over-reacts.

DENISE
 Enough. Both of you. Rick, get
 your butt in the back seat or walk
 home.

Rick hangs his head, obeys, heartbroken. Derek is quieted by
 Denise's outburst. She mutters..."I hate this job".

CUT TO:

INT. LIBERTY STREET - KITCHEN - NIGHT

The house is quiet. Denise puts down a magazine, rubs her
 eyes. She feels a presence, turns. It's Rick, dressed in
 p.j's with his fedora.

And he's the last person she wants to see. She gets up quickly.

RICK

What, what are you doing?

DENISE

Nothing. Making something to eat.

RICK

Grilled cheese.

DENISE

What?

RICK

My favorite. I would eat, eat one every day. I used to make them...

(straining for memory)

...at least I think I did. But now, my...my..m..mom won't let me. She says I forget too much. Well. Goodnight.

(a pause)

I bugged you before. I, I do that a lot. I'm sorry.

He turns to go. Feeling guilty, she softens.

DENISE

Hey wait.

(holding out a skillet)

Nobody's around. Give it a whirl.

Rick's eyes light up. He moves to the stove, takes the frying pan. Denise turns on the griddle, tosses butter on it. She slices the cheese, hands the slicer to Rick. He takes it, grateful, slices a piece.

DENISE (CONT'D)

Yeah, I think we got another Paul Prudomme on our hands.

RICK

Who?

CUT TO:

INT. KITCHEN - LATER

Denise and Rick are eating their way through a stack of grilled cheese sandwiches.

RICK

Thank...thank you for letting me...for letting me try.

DENISE

No sweat.

RICK

I like it here. Do...do you like it a little, little bit?

DENISE

It's better than nothin'.

(softening)

What I really want is to take my son and move to California.

RICK

California. It's warm. And far.

DENISE

You said it. Ninety-five to the Big Apple, a hard right and three thousand miles out highway eighty and then you can fall right in the sand.

Rick mimics her hand gestures. His watch beeps. Rick pulls his pills from his pj top, pops one.

RICK

I...I shake if, if I don't. I'm, I'm not right up here any more...

Rick raps on his head. Denise stops him.

DENISE

Who told you that?

RICK

My my mom. But I know.

DENISE

How do you know?

RICK

I, I remember.

DENISE

What do you remember?

RICK

I remember from before. Before the accident with the car. I remember I used to play football.

(squints, searching his damaged memory)

And reading. I used...used to do reading. My dad would read. He's dead. And swim. Sometimes I read. Now. Some...sometimes.

(MORE)

RICK (CONT'D)

My mom is sad. She doesn't like it
when I kiss her. Anymore.

There is a long pause. Denise is touched.

DENISE

(slowly)

When you were, upset...you wanted me
to help you find someone. Do you
remember?

RICK

(nodding)

For, for a long time I had dreams. I
had dreams of cars. Crashing. And,
and when I woke up, I would look for
him. All over the hospital. The nurses
would, would get mad.

DENISE

Him? You mean your father?

RICK

No. No. Bog..Bogie.

DENISE

Why were you looking for Humphrey
Bogart in the hospital?

RICK

I, I saw him. On TV. Bogie knows,
knows everything. I, I thought if,
if I could find him, he could tell
me, tell me why... why everything
hap, happened to me.

Denise catches her breath at his admission. Rick absently
picks up a magazine.

RICK (CONT'D)

Practice. I have to practice reading.
I..I won't be a.... a man until I
have a job...

(a beat)

I, I want to be a man, a man like
Bogie.

DENISE

You wanta read to me?

He nods his head quickly....he looks at the magazine. Squints.
Puts a hand over one eye.

RICK

Other....wise...I..I see d...double.

(MORE)

RICK (CONT'D)
 (reading)
 With... it's...giant...redwood..

Denise stares at Rick, touched by his sweet look, saddened by his trappedness.

CUT TO:

INT. A LIMO/MOVING - MORNING

A WOMAN'S gloved HANDS pop open a bottle of pills. One is removed, the cap replaced. The label reads "Eleanor Spencer. Valium. 10 MG."

EXT. LIBERTY STREET - MOMENTS LATER

The black limo stops by the front gate. The CHAUFFEUR opens the door for ELEANOR SPENCER, late "50"s, elegant, crisp, petite. As she clips up the walk a word comes to mind: brittle.

INT. LIBERTY STREET - HALLWAY - LATER

Denise walking by Lucy's office hears what a psychologist would term a voice full of "passive aggression".

ELEANOR (O.S.)
 I was hopeful tht the situation here would work out. Ricky wanted it so much. But if the boys can't get along...

INT. LUCY'S OFFICE

Lucy and Rick on one side. Eleanor on the other. Eleanor's best weapon is her smile.

LUCY
 Mrs. Spencer, we're like a big family here. Rick isn't used to it. He'll adjust.

RICK
 I'll...I'll adjust.

ELEANOR
 (sweetly)
 You'll "what", dear?

Rick strains but he can't remember what he just said. He grimaces, frustrated. Eleanor slides a "see what I mean" look to Lucy.

LUCY
 Rick, do you like it here? Do you want to work things out?

RICK

Work things out. I like it here.

LUCY

Good. I want to do that, too.

ELEANOR

Ricky, would you get me some more coffee?

Rick nods a quick yes. He hurries from the room.

ELEANOR (CONT'D)

For Rick to make major decisions for himself...it's too much to ask.

LUCY

Rick is capable of doing much more or I wouldn't have him here.

ELEANOR

(another tactic)

I'm sure Liberty Street is a fine choice for people don't have options but Ricky is not one of those people.

INT. HALLWAY

Rick hurries past Denise, deeply concentrating on not spilling his mother's cup of coffee. Denise can't tear herself away from the conversation in Lucy's office. Charlie saunters by.

DENISE

(about Eleanor)

Who died and made her Queen?

CHARLIE

They threw away the mold when they made her...Good thing.

RICK (O.S.)

(anguished, too loud)

I'll run away. I want to live here. I want a job. Just like everybody, everybody else.

ELEANOR (O.S.)

Richard, what have I told you about public displays of emotion?

DENISE

She's a bully. Why does she have to be a bully?

INT. LUCY'S OFFICE

ELEANOR

Ricky, do you know how lucky you are? You don't have to work....

Denise enters like a whirlwind. Rick brightens up when he sees her. Eleanor notes his reaction, frowns.

DENISE

Sorry I'm late. Sam forgot his homework so we had to go back. You know kids. So, is Rick gonna join the rest of us workin' stiffs? I know of a job in a donut shop.

RICK

Donuts. Donuts. I love donuts.

Eleanor looks at Lucy with a "who is this?" expression.

DENISE

(offering her hand)

Denise DeFiore, Mrs. Spencer.

LUCY

Denise is Kelly's replacement while she's on maternity leave.

ELEANOR

I see.

DENISE

So, Gil's ready to give him a shot.

ELEANOR

Gil?

DENISE

Yeah. My uncle. It's his donut shop.

RICK

Donuts. Donuts. Donuts.

Eleanor puts her hand firmly on his shoulder to silence him.

LUCY

Mrs. Spencer, I recommend that Rick take a job as soon as possible.

ELEANOR

Perhaps in a few months...

LUCY

I'll put it another way.

(MORE)

LUCY (CONT'D)

It's the only way he can remain a resident here. That was the agreement.

RICK

(passionate)

Mom. Mom. Mom. I'm, I'm not going back with you. I, I get stupider and stupider there. I'll run away.

Eleanor looks away, embarrassed. And she's in a corner.

ELEANOR

Under the circumstances, I suppose I have no choice but to go along with your wishes.

RICK

Do, do I get to work, or what?

LUCY

You get to work, my friend.

RICK

Yippee!

Eleanor stiffens as Rick gives her a sloppy kiss on the cheek. He darts from the room... "Hey, Charlie, guess what".

ELEANOR

I only want what is best for my son.

LUCY

Mrs. Spencer, I couldn't agree more. Excuse me.

Lucy exits. Denise starts to go. Eleanor stops her.

ELEANOR

Miss...DeFiore. Is that Italian?

DENISE

Yes, it is. And I prefer "Ms."

ELEANOR

In the future please consult me before making plans for or with my son.

A long beat. Denise holds the older woman's stare. No sweat.

DENISE

Sure thing.

CUT TO:

EXT. LIBERTY STREET DRIVEWAY - DAY

Denise chases Lucy to her car.

LUCY

Remember two things: patience and repetition.

DENISE

Why me?

LUCY

Because somebody's gotta be Rick's coach.

DENISE

I know nothin' about donuts.

LUCY

Then you'll both learn something.
And besides...it's overtime.

Lucy chuckles as she drives away. Denise throws up her arms.

CUT TO:

INT. LIBERTY STREET - DAY

Denise paces nervously. Gretchen and Justine ad lib about "the first day at work". A beat later.

RICK (O.S.)

I'm ready.

POV RESIDENTS AND DENISE

Their jaws drop at the sight of Rick on the landing.

ON RICK

who wears a suit, a tie and, of course, the fedora.

EXT. BUS STOP - DAY

ON Rick, (sans suit). Include Denise as the bus pulls up.

DENISE

Get off at Red Hill. I'll follow in the car. Red Hill.

RICK

Red Hill.

Rick steps onto the bus, Denise darts for her car.

EXT/INT. DENISE'S CAR/CITY BUS - MOVING

Denise follows the city bus. Rick waves at her cheerfully. Denise is SEEN mouthing the words "Red Hill".

ANOTHER ANGLE

A tan chevy cuts Denise off. She swerves, swears. The bus gets away from her by a couple of blocks but it stops at the Red Hill intersection. She sees Rick's head sticking out from the window. As he looks for her, the bus pulls away.

ON DENISE

who chases the bus. At the next stop she pulls in front of it. The driver can be HEARD swearing. She jumps out, yells for Rick to get off. He bounces down the stairs as though nothing happened.

RICK

Red Hill. Red hill.

DENISE

Red Hill. Right.

CUT TO:

CLOSE-UP (INT. DONUT SHOP - BACK ROOM - DAY)

a mound of donut batter mixing in an industrial mixer.

GIL (O.S.)

It's all about having a system, my friend.

ANOTHER ANGLE

Gil, Denise and Rick. Rick nods, smiles, blankly.

GIL

While that batter is mixing, we're rolling and frying...like an assembly line, you know.

RICK

A line. I can draw a line.

Rick's blank expression doesn't change. Gil looks at Denise.

DENISE

He'll get it. He will.

A few feet away a dozen or so raw donuts are ready to meet their fate in the deep fryer.

GIL

Now, we pop the little beauties like
so...

(lobs the donuts into
the grease)

keep in mind which one took the first
plunge cause that's the one that'll
flip first...

He flips a donut, hands the spatula to Rick. Rick looks at Denise. Denise tries it first. Success. Rick tries; flips the donut so hard that it lands by the back door. Rick gasps in surprise...uh-oh....

DENISE

Maybe something a little easier.

A SERIES OF QUICK CUTS

Gil demonstrates how to sugar-coat donuts. Rick drops an open box of powdered sugar on the counter. Sugar flies everywhere thoroughly coating Gil, Denise and himself.

Rick has managed to cover himself head to toe in green frosting; he resembles the jolly green giant.

Rick waxes the floor. Gil and Denise round the corner, hit the waxed floor like they were on ice skates.

RICK

(like a commercial)

Cleans and shines instantly.

GIL

Maybe he'd be better out front.

INT. DONUT SHOP - DAY

Denise reads the paper as Rick waits behind the counter for a customer. A huge TRUCKER enters; tattoos on arms the size of pork loins. Rick sees the man, runs around the counter, greets the trucker like a long, lost relative complete with bear hug. Gil enters from the back room. Sees the scene.

RICK

We are so so glad you are here this
morning. Donuts are so good. How
about a donut?

Gil is too stunned to move. Fortunately, so is the trucker. Denise jumps up, grabs Rick, pulls him away fumbling excuses. Gil pours a cup of coffee, offers it to the confused trucker.

GIL

(about the coffee)

Here...on the house.

WITH DENISE AND RICK

RICK

Did I do something bad?

DENISE

No hugging, Rick. Men shake hands when they meet on the job.

(shaking his hand)

Just say to the customers "Hi, how are you today?".

RICK

(smiling brightly)

How are you today?

CUT TO:

EXT. LIBERTY STREET - DAY

Charlie clips the hedges. Denise paces.

DENISE

Rick understands each task. I know he does. But he can't remember the tasks in sequence.

CHARLIE

Show him real slow. He'll get it. But I mean real slow.

Denise nods.

CUT TO:

INT. THE DONUT SHOP - A SERIES OF SHOTS

Denise and Rick mix the dough. Denise goes through the process but this time, slowly. The batter is rolled out, cut with the donut cutter. Denise and Rick deep fry the donuts. Rick gently flips each donut successfully. Denise smiles. A small victory.

DISSOLVE TO:

LATER....

Denise and Rick prepare a new batch of batter. Denise cracks an egg. A bell RINGS.

GIL (O.S.)

Denise, can you get that?

DENISE

(calling back)

Okay.

(MORE)

DENISE (CONT'D)

(to Rick, slowly)

Add four eggs, then turn it on.

The bell RINGS again. Denise disappears. Rick adds three eggs. He HEARS sizzling from the deep fryer.

Rick examines the deep fryer. He plops in several raw donuts, steps back to the batter. He adds four more eggs. It's soupy. He adds flour, forgetting to measure it. And baking powder. He hears SIZZLING. Turns to see smoke from the deep fryer.

Rick scurries to the deep fryer, quickly flips the donuts, now thoroughly scorched on one side.

INT/EXT. DONUT SHOP - BACK DOOR

Denise waits impatiently for a vendor to count his delivery so she can sign for the order. She glances at the street and her eyes catch something curious.

DENISE'S POV

The Spencer limo is parked a discreet distance away. The chauffeur is clearly visible, the back window cracked just enough for a clear view of the donut shop. Denise squints at the limo, curious...

RICK (O.S.)

Help...

INT. DONUT SHOP

Rick hops like a jumping bean from the deep fryer to the mixer. All of the ingredients and, even worse, the machines seem to have a mind of their own. While pulling the, now blackened, donuts from the fryer, Rick turns to see a huge mound of white dough emerge from the mixer, like "The Blob" on the move. Rick's eyes widen.

RICK

Help, help. It's trying...trying to get away....

ON GIL AND DENISE

who race to Rick's aid only to discover the scene of the disaster. Rick looks helpless in a sea of batter as smoke rises from the charred remains of the donuts in the b.g.

CUT TO:

INT. DENISE'S APARTMENT - NIGHT

Denise, running on empty, shuts the light off, heads for her bedroom. She sees Sam's light is on.

INT. SAM'S ROOM

Nintendo may have been invented in this room. Sam is hunched over his laptop computer, writing furiously. His clothes, books have been sorted into neat piles.

DENISE

What's doin'?

SAM

Book report. *White Fang*.

DENISE

I mean the piles.

SAM

So I won't forget stuff.

(he points)

Tomorrow I'm here but Thursday I'll be at Dads but I have baseball too, so I have my glove plus my overnight stuff. Friday is a math test so I put a sign that says "math" so I don't forget my book.

DENISE

(guilty)

I'm sorry, Sam. I wanta spend more time with you.

SAM

Come on, ma don't get mushy. It's no big deal.

Denise is conflicted in emotions...glad that Sam seems well-adjusted and sorry because divorce is a big deal. She thinks a bit, we see an idea begin to brew.

DENISE

Sam...do you think you could help me with something?

CUT TO:

INT. DONUT SHOP - BACK ROOM - DAY

Gil, Rick, Denise and Sam

DENISE

Rick this is my son, Sam.

They shake hands, taking to each other instantly. Ad lib hellos.

DENISE (CONT'D)

Sam gave me an idea.

SAM

It's all about having a system.

GIL

Smart kid.

A SERIES OF SHOTS

A sign that reads #1 is hung by Rick's chef's hat and apron by the back door. Sam points at the sign. Rick takes the hat and apron, puts them on, eager to please the little boy.

Another sign that hangs over the mixer. It's a picture of six eggs on the first line, three cups of flour on the second, and so on. The mixer has a #2 on it.

Rick looks at the pictures on the sign, begins to go through the motions they describe. He looks to Sam for approval.

On Sam, Gil and Denise's reaction. Sam "high fives" his mom.

LATER...

Denise, Sam and Gil watch Rick as he places the finished donuts one by one on a tray. He looks up, proud.

Sam gives Rick a "high five"

SAM

Way to go, Rickmeister.

CUT TO:

INT. LIBERTY STREET - KITCHEN - DAY

Rick joins the other residents in the morning routine of getting ready for work... grabbing jackets, a last bite of toast...making lunch. Denise is filling pill bottles. Charlie comes in the back door.

CHARLIE

Wagon train's leavin Dodge.

The residents head for the van. Rick starts for the front door. Lucy passes through.

CHARLIE (CONT'D)

Rick, you comin' with us?

Rick continues out the front door, mumbling..."Red Hill".

LUCY

(to Denise, about
Rick)

Good work, coach.

DENISE
(blushing)
Thanks.

CUT TO:

INT. DONUT SHOP - DAY

Gil hands Rick an envelope. Rick opens it. Cash.

GIL
You're doing a great job, son.

RICK
Wow! This is mine? I must be rich.

EXT. DONUT SHOP - DAY

Rick runs from the donut shop waving the envelope. Denise and Sam, waiting in the car, join in his excitement.

INT. SPORTING GOODS STORE - DAY

Rick and Sam. This is serious. Too many choices.

SAM
Rick, check it out. Blade runners.
Denise's eyes cross at the thought of Rick on high-tech roller skates. Her eye catches a bin of footballs. She grabs one, arcs her arm for a pass.

DENISE
Hey...

Rick instinctively trots down the aisle as if going out for a pass.

EXT. PARK - DAY

Denise takes photos of Sam and Rick playing catch with the new football.

Sam throws a pass to Rick. He reacts too late and the football slides through his fingers. Rick picks the ball up, turns it over slowly.

Denise watches. What is he trying to remember?

Rick looks up, smiles. He gestures for Sam to run. When Sam is well down field, Rick lets the ball fly. A beautiful pass.

Sam tosses the ball to Rick. It's a wild throw that runs Rick into a COUPLE'S picnic. Rick catches the ball mid-air, saving the startled couple but fritos are airborne.

Denise waves for Rick and Sam to come closer together so she can get another snapshot. She doesn't see a raggedy MAN, wavering, drunk approach her in the b.g. He puts his hand on her shoulder to steady himself.

RAGGEDY MAN

Hey, pretty lady...

Denise spins around ready to fight. But Rick is by her side in an instant. Sam stays a safe distance behind Rick.

RAGGEDY MAN

Don't go gettin' all excited. I's just in need of spare change.

Denise touches Rick's arm.

DENISE

It's okay.

She gives the man some money.

RAGGEDY MAN

Thank you, m'am.

The raggedy man hurries away. Rick relaxes. Denise is touched by his protectiveness towards her.

DENISE

Well, I see chivalry is not dead.

Rick looks at her, blinks.

RICK

Huh?

As quickly as he responded is how quickly he slips away. Sam runs out for another pass and the game begins again. Denise watches Rick. Her expression is wistful.

CUT TO:

EXT. A FAST FOOD DRIVE-IN - DAY

Rick hurries to the window. Denise and Sam follow.

RICK

Three. Three chocolate cones.

COUNTERMAN

Comin' up.

Rick leans on the counter, proud of himself. He looks at Denise and Sam standing a few feet away. He likes this role. Rick and Denise's eyes meet. There is no doubt at this moment, he is with her.

There is mutual recognition of something else beginning between them. The man at the counter, interrupts.

COUNTERMAN (CONT'D)

Here you go. That'll be four-fifty.

(about Sam)

Your boy sure takes after you.

There's an awkward pause. Denise blushes. Rick nods, smiles.

INT/EXT. DENISE'S CAR/MOVING/ROAD - LATE AFTERNOON

Horses graze behind stone walls built pre-Revolution. In the b.g stand stately colonial mansions that have been passed father to child for generations.

RICK

There's the driveway. Paid. I got paid today.

DENISE

Pretty good deal, huh.

Denise turns into the long, horseshoe-shaped driveway. The house is majestic, regal. Sam and Denise are in awe.

RICK

I...I don't have a place to put it.
My money.

SAM

Wow. This is better than a castle.

Denise searches the car, pulls out an old donut box.

DENISE

Put your money in this. But make sure nobody knows where it is but you. It's a secret.

Rick nods, climbs out. A uniformed BUTLER appears at the front door. Rick waves to him. Ad lib goodbyes. In the rear-view mirror Denise sees Rick disappear into the house. For the first time, he hasn't watched her go. Her brow furrows.

INT. SPENCER MANSION FOYER

Rick playfully tosses the football to Harold. The butler is surprised and drops it. Rick picks it up, tosses it up in the air. They laugh.

HAROLD

It's nice to see you in such good spirits.

RICK

I had fun today.

Eleanor enters.

ELEANOR
What is going on?

She sees the football and over-reacts.

ELEANOR (CONT'D)
Give the ball to Harold, Ricky.

RICK
No. It's mine.

HAROLD
It's my fault, Mrs. Spencer.

Eleanor's look is better than an order. Harold gently takes the ball from Rick.

ELEANOR
Go and wash up for dinner, Rick.
(he pouts)
Right now.

Rick is humiliated and hurt. He stomps up the stairs.

INT. SPENCER ESTATE - DINING ROOM - NIGHT

Formal. Elegant. It would be intimidating if it weren't so lonely. Rick and Eleanor are seated alone at a Brazilian rosewood table that can accommodate twenty. A clock in the b.g. accentuates the silence. After a long pause...

RICK
(slowly)
Denise took Sam and me to the park.
Sam is her little boy.
(laughs, forgets himself)
She is... she is so fun... funny.
She had ice cream on her nose. On the tip.
(touching his nose)
Right here.

ELEANOR
Did Miss DeFiore give you the football?

RICK
I, I gave it to myself. Denise took me. We went to the, to the store and she said with my money I could have anything I wanted.

ELEANOR

Miss DeFiore took you to the store.
Were the other residents along?

Harold serves the main course.

RICK

Just me. And Sam. Her son. Denise is
my best friend.

ELEANOR

(disapproving)

Miss DeFiore is your nurse. She's
sort of... an employee. Like Harold.

RICK

Harold is my friend.

ELEANOR

Yes, but he works for us too. You
must remember the difference.

RICK

(troubled)

I don't, I don't understand. Denise
is, is my friend.

ELEANOR

Eat your dinner, dear.

RICK

(softly)

I..I want my football back.

ELEANOR

(looking at his plate)

Be a good boy and eat your broccoli.
You haven't touched it.

Rick is profoundly frustrated by Eleanor's dismissal of him.

RICK

I want my football back.

ELEANOR

Now, Richard. I have heard all I
want to hear about the subject.

Rick begins to cry quietly.

RICK

You don't listen. You never...never
listen.

ELEANOR

(calling)

Harold.

(on the butler's
appearance)

I think Ricky is overly tired this evening. Would you take him up and see that he gets to bed.

Harold nods. He is gentle with Rick.

HAROLD

Come with me, Ricky.

On their exit, Rick can be HEARD...."why doesn't she listen?"

Eleanor continues to eat alone. The SOUND of the clock ticking is all the more noticeable.

INT. RICK'S BEDROOM

Expensively furnished but cold and oddly non-descript. The only photos are one each of Eleanor and and Rick's father in separate silver frames. Rick lies on his bed reading a book. Hand over one eye, he mouths the words.

After a few beats, he puts the book down, rubs his eyes. He frowns, looks at his closet and is suddenly curious.

He opens the walk-in closet door like an archeologist in search of past treasures. He sees brown boxes stacked floor to ceiling. Rick opens one, finds a teddy bear and other children's toys. He puts them back, tries another box.

Rick pulls out a football jersey, Number "59". Under it, he finds a high school yearbook. He thumbs through the book, a puzzled look on his face. He stops. Stares. We see what he's looking at. There's a photo of himself, years younger, wearing the number "59" football jersey. His arm is around a pretty blonde girl. The look on his face becomes strained. He squints, tries to retrieve a memory. After a beat, he shakes his head in frustration, pounds his fist.

CUT TO:

CLOSE ON SNAPSHOT OF RICK AND SAM (INT. DENISE'S APARTMENT)

Denise smiles at the picture, puts it on the refrigerator.

CUT TO:

EXT. SPENCER MANSION/ELEANOR'S BEDROOM - EARLY MORNING

Elegant, un-lived in and draped with black-out curtains. Eleanor sleeps with eye-shades. Distant SOUNDS of laughter awaken her. Groggy, she gets up, goes to the window. When she moves the curtain, brilliant morning light pours in.

ELEANOR'S POV

In the back garden, Rick, wearing his old football jersey, has the staff engaged in a game of touch football. BESSIE, the cook throws a pass, landing the football in the birdbath. Everyone laughs. Rick glances up, sees Eleanor staring at them. His expression causes the staff to immediately stiffen.

Rick, defiantly retrieves the football from the birdbath and tosses it to Harold.

ON ELEANOR

as she shuts the curtains, once again closing out the light. Her face is in shadow but her body droops into a side table. She puts her head in her hands, weeps silently. Alone.

CUT TO:

INT. SPENCER MANSION - DRAWING ROOM - AFTERNOON

Eleanor takes tea with BROOKE CROMWELL and daughter, CATHLEEN, mid-"20's". She is the blonde in Rick's high school yearbook.

CATHLEEN

...so I've been accepted to the doctoral program at Harvard.

ELEANOR

Congratulations, dear. Bitsy, you must be so proud.

BROOKE

We are.

A SOUND in the foyer draws Cathleen's attention. She looks hopeful.

BROOKE (CONT'D)

(a beat)

Eleanor this has been such a lovely afternoon. I do hope you'll consider working with the committee. We just don't see enough of you anymore...

NOISE O.S. Like a flash, Rick enters tossing his football up and down. Cathleen reddens.

RICK

Guess what happened, oh hi.

ELEANOR

Ricky, you remember Mrs. Cromwell and...Cathleen.

RICK
 (staring hard)
No...

Cathleen bites her lip. After a beat, she speaks. Too loud.

CATHLEEN
 We... used...to be..in the
 same...class... in high school.

RICK
 I...I don't....remember.
 (sotto to Eleanor))
 She's deaf, huh?

Eleanor is mortified.

EXT. SPENCER MANSION - FRONT LAWN

Rick tosses the football up and down. Cathleen follows her mother to a mercedes. The young woman looks over, smiles at Rick with tears in her eyes. Rick looks puzzled. He just can't remember this woman was his girlfriend in high school.

CUT TO:

INT. DONUT SHOP - DAY

Rick enters with a tray full of donuts. Two stringy-haired PUNKS are there. Gil's hands are behind his head.

RICK
 (to punks))
 Hi. How are you today?
 (about Gil's hands)
 Is that a game?

PUNK WITH GOLD TOOTH
 Yeah, it's a game wise ass. Lose the donuts and get over here.

GIL
 Do what they say, Rick.

Rick looks puzzled, but puts the donuts down, approaches Gil hands behind his head. Both punks are shaky, strung-out and badly in need of a fix.

PUNK #1
 Put the money from the cash register
 in the bag.

RICK
 That's Gil's money.

PUNK WITH GOLD TOOTH
 No shit.

GIL

Forget that it's my money, Rick.

Rick's pill beeper goes off. He reaches for his pills.

PUNK #1

(grabbing Rick's hand)

Hold it, wiseass.

GIL

His medication, he needs it.

PUNK #1

He won't need nothin' if he don't
listen up.

Rick starts to get mad.

RICK

(loudly)

You're a bunch of...of..jerks. Jerks.

PUNK #1

What're you some retard?

Rick's temper flares. He slugs the punk in the face, screaming fiercely. The punk drops to his knees, blood spurts from his nose. His friend doesn't know what to do.

RICK

I am not a retard! I am not a retard.
And you can't have this money. This
is Gil's money!

PUNK #1

That asshole broke my nose.

The punk with the gold tooth, panics, pulls a gun. When Rick sees the gun, he SCREAMS, goes ballistic. He starts throwing anything he can at the punks; trays, donuts, a coffee machine. The punk with the broken nose crawls to the door. Gil ducks from flying objects. He throws cash at the punks.

GIL

Don't shoot. Take it and go.

But Rick is unstoppable. He heaves a chair at the punks but it misses and crashes through the store window. The punk shoots at Rick, also missing. In the b.g. a crowd gathers, a police siren is HEARD. The punks beat a hasty retreat.

EXT. DONUT SHOP - LATER

The area is jammed with POLICE, NEWS TEAMS, ON-LOOKERS. Gil can be SEEN talking to police. A REPORTER is SEEN giving an eyewitness account.

REPORTER

Late this afternoon two armed gunmen attempted to rob this donut shop but they were foiled by shop employee, Rick Spencer... can you step in, Mr. Spencer...

An ARM is SEEN gently pushing Rick on camera. Rick smiles and waves into the camera. The reporter isn't sure what to do with this.

INT. DENISE'S APARTMENT - (ON THE TV SCREEN)

Sam watching TV, sees Rick.

SAM

Hey, mom. Look at the TV.

DENISE

No TV before homework...

SAM

But it's Rick.

Denise runs in, looks at the screen.

DENISE

Oh my God.

CUT TO:

INT. EMERGENCY ROOM - NIGHT

Rick, shirtless, is examined by Jake. Charlie, from Liberty Street, stands by. Jake peers into Rick's ear.

JAKE

Looks like everything in there is facing the right direction.

Rick laughs. Denise is HEARD OS.... "Rick Spencer..." Jake smiles when he hears her voice. Rick notices.

JAKE (CONT'D)

In here.

Denise appears out of breath.

DENISE

Hi, Charlie.
 (to Rick)
 Are you okay?
 (to Jake)
 Is he okay?

JAKE

He'll be fine. Can I see you outside
a minute?

(to Rick)

You're outta here, buddy.

Jake and Denise exit. Rick tenses.

CHARLIE

What's the matter with you?

RICK

He likes Denise. I hate him.

Charlie rolls his eyes. Here we go again.

INT. EMERGENCY ROOM HALLWAY

DENISE

What's up?

JAKE

What do you call ten lawyers up to
their necks in cement?

DENISE

A joke is not what I had in mind.

(a beat)

Okay, what?

JAKE

A good start.

(she laughs in spite
of herself)

Listen, I'd really like to take you
to dinner on Saturday.

(she balks)

No commitments, no strings, no
ulterior motives. Just dinner.

DENISE

You forgot to say "nothing up my
sleeve".

JAKE

That too. Except my arm.

DENISE

What am I supposed to do, drop dead
'cause you got a cute come on?

JAKE

Maybe you don't like guys who wear
glasses.

DENISE

Maybe I don't like guys who wear
stethoscopes.

Just then, a rush of VOICES and MOVEMENTS are HEARD from
down the hall. Eleanor appears trailed by overwhelmed hospital
staff...."you can't go back there..."

ELEANOR

I demand to see my son.

Jake and Denise buck up for the offense. Suddenly allies.

JAKE

It's okay, Jackie. Hello, Mrs.
Spencer. We met at Liberty Street.
I'm...

ELEANOR

I know who you are. Where is Rick?

Rick appears from the emergency room.

RICK

Mom, what are you doing here?

ELEANOR

Are you all right? I was worried
sick.

RICK

Why? I'm...I'm fine.

JAKE

Rick's great. A real trooper.

DENISE

(pointed, to Eleanor)
He handled himself really well today
in a tough situation.

Charlie slaps Rick on the back. Rick grins, proud of himself.

ELEANOR

I suppose I shouldn't be surprised
that you all look upon this as another
amusing anecdote...

JAKE

Mrs. Spencer, it's not like that.

ELEANOR

He could have been killed.

DENISE

But he wasn't.

ELEANOR
 (ignoring Denise)
 Richard, we're going home.

Rick pulls away, steps behind Denise.

RICK
 No. I don't want to go with you.
 Denise, do I have to go with her?

Denise is between mother and son. Eleanor's eyes bore into her.

DENISE
 (to Rick)
 It's your decision.

RICK
 Liberty Street. Liberty Street is
 where I live.

Eleanor fragile ego is beginning to crack. She stares in her son's eyes.

ELEANOR
 (softly, pointed)
 These people are strangers... I am
 your mother. I know what's best.

Rick twitches, agitated. Upset. As a doctor, Jake steps in.

JAKE
 Mrs. Spencer, with all due respect,
 Rick is an adult.

ELEANOR
 And in your opinion, doctor, will my
 son ever be capable of making
 decisions...as an adult?

JAKE
 He's improving rapidly. In time, I'm
 sure...

ELEANOR
 Will he be "normal"?

Rick crumbles under Eleanor's interrogation of the doctor.

RICK
 I...I have a good job...I'm
 learning...

JAKE

(slowly, holding his
anger)

I'm not sure any of us can predict
the future.

ELEANOR

Rick, what did I ask the doctor just
now?

Rick screws his face up. He can't handle her.

JAKE

That's enough, Mrs. Spencer. As the
patient's physician...

Rick loses control, bolts down the hall. Screaming.

RICK

I'm not going with her. I hate her.
I hate her.

Denise and Charlie run after Rick. The color drains from
Eleanor's face.

JAKE

You'll have to leave, ma'am.

INT. BROOM CLOSET - LATER

Rick sits in a corner. The door opens abruptly. Denise sticks
her head in, nearly leaves but sees him. Denise closes the
door, sits beside him.

RICK

Why does my mother hate me?

DENISE

She doesn't hate you.

RICK

She doesn't want me to be a man...
like everybody else.

DENISE

Listen to me. It's not up to her,
it's up to you.

Rick stares at Denise for a moment. She puts her hand on his
arm. He smiles. Grateful.

CUT TO:

INT. SPENCER MANSION - DRAWING ROOM - DAY

Lucy and Eleanor. Eleanor has had too much scotch but she
continues to drink alone.

ELEANOR

What do you expect of me, Ms. Zachary?
I see my son on the news having gone berserk in the face of a gun. I arrive at the hospital and am greeted with an attitude that was worse than...cavalier. It was madness.

(she takes a drink)

My boy, my boy who will never go to college, who will never....

(voice trails)

And now you tell me he doesn't want to see me. Me. I'm his mother...

LUCY

I'm sorry, Mrs. Spencer.

ELEANOR

It's that DeFiore woman isn't it? Ricky has always been so gullible.

LUCY

Denise is doing her job...

ELEANOR

Turning my boy against me is not part of her job.

LUCY

Rick is a twenty-five year old man making great progress toward becoming independent. At least part of the credit goes to Denise. I wish you could see that.

ELEANOR

Independent, I wouldn't call it that. Argumentative... and now he won't speak to me.

(a pause, she is sloppy)

It's not right.

LUCY

Mrs. Spencer, I hope things change. I truly do. I'll see myself out.

The door closes softly behind Lucy. Eleanor is alone. She continues as though Lucy were still there.

ELEANOR

My son died, you know. People say he didn't but I know better.

Her voice fades into choking sobs that echo in the empty room. †

CUT TO:

CLOSE -- TV SCREEN (INT. DENISE'S APARTMENT - EVENING)

Humphrey Bogart to Dooley Wilson, "You played it for her, you can play it for me..."

REVERSE ANGLE

Rick, in his fedora, mouths the words. Sam is entranced.

RICK/BOGIE

If she can stand it, I can stand it.
Play it!

INT. DENISE'S BEDROOM

In the b.g. "As Time Goes By" is HEARD. Denise on the phone.

DENISE

When Sam comes home it's like Toys
R' Us had a fire sale.

MITCH (O.S.)

What is so terrible about a father
giving gifts to a son?

DENISE

You don't have the money. You're
goin in hock tryin' to buy him.

MITCH (O.S.)

That's bullshit, Denise.

DENISE

And skiis. Do you know how many kids
come into the ER...

MITCH (O.S.)

Jesus, he's not made of glass..

INT. LIVING ROOM

Denise can be HEARD in the b.g. Sam looks sad. Rick instinctively knows why. He puts an arm around the boy. Sam buries himself in Rick's big shoulder.

INT. BEDROOM

Denise paces, growing more angry by the second.

DENISE

(into phone)
...Christmas a boy should be with
his mother.

MITCH (O.S.)

Why don't we let Sam decide?

DENISE

He's a baby!

MITCH (O.S.)

Not anymore.

DENISE

This is between you and me.

MITCH (O.S.)

Then between you and me: get help.
You've turned into a tough-assed,
cold bitch...

INT. LIVING ROOM

Denise can be HEARD slamming down the phone. She mutters.
Silence. Rick looks worried. He has an idea, nudges Sam.

INT. BEDROOM

The walls begin to close in on Denise. She is furious. She
flings the phone across the room. But then, something outside
pulls her attention. What she sees, calms her.

DENISE'S POV

Rick and Sam ride by the window on a bicycle. Sam is on the
handlebars, and both make funny faces in the window at her.

They make another pass, this time a different, funnier
posture. Sam wears Rick's fedora.

A third pass. Even better. Denise is charmed by his offering
of comfort. She laughs until tears roll down her cheeks.

EXT. APARTMENT BUILDING

Rick and Sam's antics seen from the outside as they pass the
window, hop off the bike, try a knew posture and ride past
the window again.

INT. APARTMENT - KITCHEN/DINETTE - LATER

Sam waits for dinner at the table. Denise and Rick in the
tiny kitchen. Denise removes the chicken from the oven. Rick
can't take his eyes off her.

RICK

I... I can take that.

DENISE

Careful. It's hot.

But not as hot as the look that passes between them. Rick
holds it a beat too long. Denise looks away. Scared.

SAM
Hey, what's the hold up?

DENISE
Eat your salad.

INT/EXT. DENISE'S CAR/LIBERTY STREET - NIGHT

Denise and Rick. Denise has something on her mind.

RICK
Thank you for dinner.

DENISE
Thank you for making me feel better.

RICK
I... I made you feel better.
(she nods, he is proud)
I made you feel better.

DENISE
Yeah...

He then...he remembers something that bothers him.

RICK
That...that doctor. Jake. Does he..
he make you feel better?

DENISE
(startled by the
question)
Well, I don't know. I don't know him
very well.

RICK
They said I couldn't walk. They said,
they said I couldn't do anything.

DENISE
The doctors? When you got hurt?

RICK
(he nods)
But it isn't true. I walk.
(a beat)
I...I used to drive.
(a beat)
I remember.

DENISE
That's great. That you remember.

RICK
Will you let me try driving?
(MORE)

RICK (CONT'D)
(on her look)
You let me try grilled cheese.

DENISE
Driving's not like that.

RICK
Doctors are stupid.

Denise looks away, her emotions confused.

RICK (CONT'D)
When are you going to California?

DENISE
I... it's warm?

He mimics Denise from an earlier conversation, hand movement and all.

RICK
Straight out Highway 80, three
thousand miles...

DENISE
You're not like anybody I've ever
met before, you know that?

INT. LIBERTY STREET - LIVING ROOM

Lucy looks out the window, sees Denise and Rick talking in the car. It's late, 11 o'clock. She frowns.

INT/EXT. CAR

Rick and Denise are quiet. Rick's pocket beeps.

DENISE
You better go.

Rick nods, exits the car. He watches Denise drive away.

CUT TO:

INT/EXT. DENISE'S CAR/A DESERTED PARKING LOT - DAY

Denise and Rick in Denise's car. Rick behind the wheel.

DENISE
How did you talk me into this?

RICK
...cause I'm like nobody you've ever
met before.

DENISE

Okay, okay...position number one.

Rick goes through the motions.

RICK

One. Right hand here. Park. Two.
Right foot. Brake. Three. Right hand.
Key.

DENISE

One more time.

RICK

But we've done it twenty times.

DENISE

A couple more.

A SERIES OF SHOTS (INT/EXT. DENISE'S ESCORT)

Rick starts the car. He smiles. He turns off the ignition.

Rick drives a few feet, slams on the brakes. The engine dies.

Driving slowly in a straight line, Rick signals left, turns right.

The escort moves to the end of the parking lot, stops. Backs up. Turns right, drives to the other end of the parking lot.

INT. CAR

Rick and Denise.

RICK

Pretty good.

DENISE

Not bad for a beginner.

RICK

(shouting)

I can drive again, I can drive
again...

Denise laughs at his exuberance. Rick starts to drive in figure eights. She laughs harder. A few beats.

RICK (CONT'D)

I like it when you laugh.

DENISE

(after a pause)

We better get back.

EXT. LIBERTY STREET - DAY

Rick and Denise laughing and walking onto the grounds.

INT. LIVING ROOM

Lucy sees Rick and Denise, sees the electricity between them. She frowns.

CUT TO:

INT. LIBERTY STREET - LIVING ROOM - NIGHT

Ben holds a cup of punch in "toast" position.

BENJAMIN

Derek, we all wish you good luck in your new apartment...

ANOTHER ANGLE

The residents raise their glasses. Ad lib "hear, hear". Denise, Charlie and Lucy join in. Lucy notices that Rick is watching Denise's every move.

GRETCHEN

...and heaven help the single women of Boston...

Ad lib comments..."you can say that again". Someone turns on the music.

LUCY

(to Denise)

Can I see you a minute?

ON DEREK AND RICK

RICK

(offering his hand)

Good luck, Derek. I mean it.

DEREK

Good luck to you, man.

(palming something into Rick's hand)

You're gonna need it.

Derek laughs maniacally. Rick examines the item passed by Derek. It's a condom. Derek laughs harder at Rick's examination of the thing.

RICK

Big deal. I've seen it before.

This is a far different reaction from Rick. Derek gives him a high five....

INT. LUCY'S OFFICE

Lucy and Denise mid-conversation.

LUCY

Taking Rick home with you is not...
good form.

DENISE

He's not a potted plant.

LUCY

Where have I heard that before?
Look, it's easy to become attached
to people like Rick. Everybody goes
through it.

DENISE

You make him sound like a case of
chicken pox.

LUCY

I don't mean to.
(a pause, serious)
You're crossing the line, Denise.
Rick has a crush on you. That's
dangerous.

DENISE

It's normal. I'm his teacher.

LUCY

From his point of view. But what
about yours?
(on her reaction)
He's a good looking man. He's getting
better all the time.

DENISE

What are you saying?

LUCY

I'm saying maybe you're thinking
about your needs, too. Maybe you're
encouraging him.

DENISE

(flustered, angry)
I don't get it, Lucy. You expect me
to help Rick see the possibilities
of life, to encourage him to join
the rest of us schmucks in the rat
race but then I have to say to him
it's all over at six o'clock when I
go home. There's a real world out
there but our friendship is fake?

LUCY
It's your job.

DENISE
Oh. Well. It's my job. That makes it
easy.

There's an impasse. A knock at the door. Justine is HEARD.

JUSTINE (O.S.)
Lucy, Lucy. Derek wants to say
something to you.

LUCY
Be right there, Tex.
(to Denise)
Think about it.

Lucy leaves Denise alone and confused.

INT. HALLWAY

Denise tries to shake off the conversation with Lucy. She
hears giggling from the kitchen.

DENISE'S POV

Derek and Rick are filling up the condom with water.

RICK
This makes a great...great water
balloon...

Rick's snap into juvenile behavior saddens Denise. And it
scares her.

INT. LUCY'S OFFICE

Denise retreats to think. She makes a decision, grabs the
phone, punches a number. Waits.

DENISE
Hi. Is Jake Mayer on tonight?

CUT TO:

INT. DENISE'S APARTMENT - BATHROOM - EVENING

Denise primps in the mirror. She looks great. Hair pulled
up. She fusses with her bangs. Hates the hair and pulls it
down. The doorbell RINGS. She jumps like she's gun shy.

INT. HALLWAY

Denise opens the door, startled to see how different Jake
Mayer looks when he's all cleaned up. He's almost handsome.
The approval is mutual.

EXT. THE APARTMENT BUILDING

Jake and Denise walk towards Jake's Jaguar. She shies from his touch.

JAKE

Your call took me by surprise.

DENISE

(nervous)

Keep 'um guessing that's my motto.

JAKE

It works.

ANOTHER ANGLE

Rick steps off the bus, holding a bouquet of flowers. He starts for Denise's apartment but what he sees stops him.

RICK'S ANGLE

Denise and Jake slide into a sleek white Jaguar. Denise doesn't see Rick.

ON RICK

the surprise ruined, he doesn't know what to do with his feelings of anger, jealousy, hurt. He stands still, shaken by a barrage emotions that are overwhelming.

INT./EXT. JAGUAR - EVENING

as it speeds north on Highway 128.

JAKE

You like seafood?

DENISE

Anything but sushi.

JAKE

Me either. Reminds me of bait.

EXT. LIBERTY STREET - BACK YARD - A SHORT TIME LATER

Rick marches quickly, awkwardly to the basketball court. He begins to bounce the ball in a frenzied game with himself and his unknown terrors. He plays and plays and plays until he collapses in a heap, exhausted, sobbing.

CUT TO:

EXT. ROCKPORT - NIGHT

A fishing village perched on the cliffs of Cape Anne. The white clapboard church in the town's square faces east, as

if to wait for the fishermen to return from the Atlantic that looms vast and dark. The Jaguar slides to a stop by the dock. It's winter, dark and nearly deserted. Jake and Denise walk toward the boats.

JAKE

I guess you figured out I hate crowds.

DENISE

As long as you're not an axe-murderer
I guess it's okay.

INT. THE CABIN OF A FISHING BOAT

Converted into a pleasure boat, it's retained a funky charm. Denise can't get over it. Jake grins knowing it's impressive.

DENISE

It's, it's...is it yours?

JAKE

Mine and the bank's. Totally
impractical but...
(turns on jazz)
I'd wanted a boat all my life so...

DENISE

(impressed)
Well, you got one.

LATER....

Dinner. Fresh cut flowers. Champagne. He even cooks.

DENISE

My pathology section was never that
funny.

JAKE

You didn't have Dr. Smith. That guy
was so dull he could've been mistaken
for a stiff.

Denise laughs. Jake gazes at her, charmed.

JAKE (CONT'D)

You've got a great laugh.

Denise drops her eyes.

JAKE (CONT'D)

So where were you before Liberty
Street?

After a beat, she looks up at him long and hard before
deciding to dole out a bit of information about herself.

DENISE

Spent six years in the RE. Guess I had a good case of burn-out going. Mitch, my ex, used to say when I was home I wasn't really home if you know what I mean...

JAKE

My ex put a picture of me on a milk carton with a note that read, "Have you seen this person?" But please, continue.

DENISE

But I was good at what I did. And then one night the EMTs brought in a black kid who'd been blown apart by a shotgun. We had an intern on his first ER rotation and he choked. So I ignored him. I did what I had to do to save the kid.

JAKE

Did you?

DENISE

No. He died on us anyway.

JAKE

The creep.

DENISE

The slug intern convinced the great white fathers that it was my fault. That was that, baby, I was out.

(Denise retreats)

Wanta hear a joke my kid told me?
How many shrinks does it take to change a light bulb?

JAKE

None...

DENISE

A real gentleman fakes it if he knows the answer.

Jake moves across the table to kiss her. She moves away. He sighs, sits back.

JAKE

When you fall off a horse you're supposed to get back on.

DENISE

Didn't I tell you. I'm allergic to horses.

JAKE

There are shots for that.

DENISE

Do you have an answer for everything?

JAKE

I'm working on it.

CUT TO:

INT. DENISE'S APARTMENT - LATER

Denise and Jake. Denise waves goodbye to a BABYSITTER.

SAM

Mom.

DENISE

Hey, rumor had it that you were asleep.

SAM

Who're you?

DENISE

This is Jake.

JAKE

(shakes hands)

Nice to meet you, pal.

Sam isn't about to leave them alone. Jake retreats.

JAKE (CONT'D)

I'll call you.

DENISE

Thanks.

INT. SAM'S BEDROOM

Denise tucks Sam into bed.

DENISE

Goodnight.

SAM

Mom. Do you like that guy?

DENISE

He's okay.

SAM

Do you like him much as Rick?

DENISE

(a beat)

You should be asleep.

SAM

I like Rick better.

DENISE

Is that so.

SAM

Yeah.

DENISE

Goodnight. Sleep tight.

SAM

Don't let the bed bugs bite.

INT. LIVING ROOM

Denise pulls her shoes off, slumps in a chair and stares out the window. Lights a cigarette. After a beat she stares at it, squashes it out.

CUT TO:

INT. LIBERTY STREET/KITCHEN - LATER THAT MORNING

Gretchen and Bridget on the way out, ad lib good-bye to Denise. Gretchen's chair is decorated with a string of multi-colored Christmas lights. They even blink.

GRETCHEN

(about her chair)

Think it'll become a trend?

DENISE

What if you short out?

GRETCHEN

It's one way to get a perm.

They exit, passing Charlie who carries a box of a long-stemmed roses.

CHARLIE

(hands them to Denise)

Guess you have a secret admirer.

Denise tears open the box, finds the card. Reads it.

DENISE

Hope this is an answer for Monday morning blues. Love, Jake.

She hunts for a vase. Rick enters, smiles when he sees Denise. She is humming, happy. His smile fades to anxiety when he sees the flowers, the card, especially the signature. Denise turns, sees him. She blushes.

DENISE (CONT'D)

Off to work.

RICK

Yeah.

An awkward pause. He stares at the roses.

DENISE

From a friend.

RICK

Yeah.

Rick leaves abruptly. Denise feels guilty, runs after him.

EXT. STREET

Denise catches up with Rick. It's cold. Snowy.

DENISE

Hey, I almost forgot.

(on his turn)

Christmas. Sam and I would like you to come for Christmas. Gil too.

RICK

(beaming))

Me.

DENISE

Yeah, you.

RICK

Okay.

Rick tries his best to control himself, to act like an adult but when Denise walks away he jumps up and yells "Whooppee".

CUT TO:

INT. A MALL - NIGHT

The Christmas rush is on. Denise zigzags between shoppers, past various stores overflowing with elves, tinsel and the trappings of what we've come to know as Christmas via Madison Avenue.

INT. A TOY STORE

Denise darts into the crowded store, heads for the Nintendo aisle.

She grabs one and heads for a spot at the crowded check-out counter. She sees someone who stops her cold.

DENISE'S POV

Eleanor Spencer buying toys. Video games mostly. But Denise notices a kite. High tech. A stunt kite in the five hundred dollar range.

CLERK

How old is your grandson?

Eleanor doesn't make eye contact.

ELEANOR

Son. He's... he's sixteen.

Denise leans against the display, suddenly empathetic.

CLERK

Have a nice Christmas.

ON DENISE

who tries to stay hidden but another CUSTOMER shoves her from behind, right into Eleanor. They are suddenly face to face. Speechless. Eleanor reddens, caught in the act.

ELEANOR

Oh. Hello.

DENISE

Mrs. Spencer, I wanted to call Christmas. I mean, you probably have plans but.. I mean, it's Christmas and it would be a good time for you and Rick to.. not that I want to butt in. I'm making a....

ELEANOR

What time?

DENISE

Time. Oh. Three? Is three too late?

ELEANOR

Three would be fine.

Without another word, Eleanor slips into the crowd. Denise can't believe what she just did.

CUT TO:

INT. DENISE'S APARTMENT/KITCHEN - DAY

Denise in a battle with several steaming pots on an overcrowded stove.

We hear Gil, Rick, Sam and a video game in progress in the b.g. Denise pulls a turkey from the oven, begins to baste. The doorbell RINGS.

DENISE
Somebody get that.

SAM (O.S.)
Okay, mom.

A few beats. It's too quiet. Denise shoves the turkey in the oven, runs to the living room.

INT. LIVING ROOM

Eleanor stands in the doorway in a full-length blackglama mink loaded with gifts. Rick, Sam, and Gil are speechless.

DENISE
Mrs. Spencer, come in. Merry Christmas.

Gil comes to life. Ad libs... "let me help you...", he takes her coat, as she steps inside the living room. The unpacked look has been replaced with Christmas cheer. Rick has a "who invited her" look on his face. He stalks to the kitchen. Denise follows.

ON ELEANOR'S REACTION to the off-camera dialogue.

RICK (O.S.)
Why...why is she...she here?

DENISE (O.S.)
She's your mother.

RICK (O.S.)
She'll wreck...wreck everything.

DENISE (O.S.)
It's Christmas. Give her a chance.

RICK (O.S.)
(after a beat)
Okay. But only, only for you.

CUT TO:

INT. DINING ROOM - LATER

Everybody is crammed around a small table loaded with food.

GIL
Denise, you've outdone yourself.

Ad libs of agreement. Denise sits. There is a pause.

DENISE

Sam, would you say grace?

SAM

Do I have to?

(on her look))

Okay. Everybody join hands.

An awkward moment. Rick and his mother look at one another. He takes her hand. Denise holds his other hand.

SAM (CONT'D)

For what we are about to receive let us be thankful. Amen:

ELEANOR

That was very nice.

CUT TO:

EXT. A FIELD - EVENING

Gil, Rick and Sam in the snow with the stunt kite. It's tricky, requiring both hands to maneuver it but Rick manages. Eleanor and Denise watch quietly.

ELEANOR

Thank you for a lovely dinner.

DENISE

You're welcome.

A long pause.

ELEANOR

Sam has a good relationship with his father?

DENISE

Yeah.. yeah, he does. Wish I had the same. We're at each other's throats. Just can't agree anymore. Especially about Sam.

(a beat)

Sorry. I guess it's rude to air the dirty laundry.

ELEANOR

(absently)

We all have our demons.

With a subtle glance to Eleanor, Denise wonders what she means. But Eleanor covers immediately.

ELEANOR (CONT'D)

Sam seems to be a bright boy.

DENISE
Yeah. He is. Thanks.

ELEANOR
How old is he?

DENISE
Ten. Almost eleven.

ELEANOR
A wonderful age.

Denise frowns, wishes she could say something more to this woman but the distance is too great between them. Instead they fall silent and separate as they watch Sam and Rick play together with abandon.

CUT TO:

EXT. STREET - EVENING

Denise kisses Sam goodbye. Mitch and April wait in the car.

SAM
Happy New Year, mom.

DENISE
Happy New Year, kiddo.

Sam darts across the street, climbs into the car.

INT. LIBERTY STREET/KITCHEN - SAME TIME

Rick on the phone. The RING, RING is HEARD.

INT. DENISE'S APARTMENT

The phone is ringing. Denise runs in, picks up. No one there. She shrugs. The doorbell rings.

DENISE
What did you forget?

She opens the door expects Sam. It's Jake, in surgical greens, with boffers, a party hat and noisemaker.

JAKE
Happy New Year.

DENISE
You look like a psychotic elf.

JAKE
That's the nicest thing you've ever
said to me. It's my first New Year's
(MORE)

JAKE (CONT'D)

Eve off duty in six years. Tell me
you have no plans.

CUT TO:

INT. LIBERTY STREET/RICK'S ROOM - NIGHT

Rick alone on the bed, stares at the ceiling. The door blows
open. Derek appears all dressed up.

DEREK

Let's go, Bogie. It's New Year's
Eve.

INT. A SINGLE'S BAR - NIGHT

The joint is jammed with yuppies out for a good time. Derek
is in his element as he shoves his way to the bar. He mimes
"two beers" because he can't be heard over the noise. Rick
looks at the place like he's just landed on another planet.

Two WOMEN in slinky black dresses and high-tech war paint
have Rick in their sights. The taller of the two, a pouty-
lipped RED-HEAD slides over to him, points to the dance floor.
He sort of nods but that's all she needs to take his hand.
As the red-head pulls Rick through the crowd he searches in
vain for Derek. Too late, he's on the hook.

Derek shoves his way to the spot he left Rick, a beer in
each hand. He looks around, finally spots Rick dancing, if
you could call it that, with the red-head. He catches Rick's
eye and holds the beer stein in a "toast".

CUT TO:

A MONTAGE OF JUXTAPOSED SHOTS

INT. RESTAURANT - NIGHT

Denise in a drop-dead red dress, Jake in a tux, dining.

INT. DANVERS BAR

Rick and the red-head dance slowly. She nibbles his ear.

EXT. NEWBERRY STREET

Denise and Jake pass the glistening shops as a gentle snow
falls.

INT. A CROWDED PARTY - BOSTON

Jake and Denise dancing in party hats and streamers.

INT. DANVERS BAR

Rick and the red-head "counting down" with the crowd. We HEAR "Ten, nine"...The red-head kisses Rick and fondles his pants. Rick is startled and suddenly overwhelmed by it all. He jumps up and pushes his way to the exit.

INT. THE CROWDED PARTY - BOSTON

With the crowd, counting down..."five, four, three, two, one, happy new year". Champagne corks pop, balloons drop, confetti flies. Jake leans down, kisses Denise tenderly.

EXT. DANVERS STREET - NIGHT - LATER

Rick walking home sees a party at a neighbor's. Happy couples kiss, champagne flows. Rick is sad, bewildered.

INT. DENISE'S APARTMENT HALLWAY - LATE NIGHT

Denise walks into the apartment. She shakes his hand.

DENISE

Thanks. I had a nice time.

JAKE

Nice? There must be someone else.

DENISE

(too quickly)

No. Uh. No one.

JAKE

Then I hope to see you soon.

He kisses her on the forehead and is off down the hallway.

CUT TO:

INT. DONUT SHOP - DAY

Rick with a CUSTOMER. Denise watches how much he's grown.

RICK

....three, four and five...Have a nice day.

The customer smiles, exits.

DENISE

You know what. You're not like everybody else.

(Rick tenses)

You're a lot nicer.

(he looks away)

That was a compliment.

RICK
I called you last, last night.

DENISE
Oh.

RICK
I...I bet you, you had a good time.

DENISE
Yeah...I guess.

RICK
Derek, Derek and I went out.

DENISE
Good...good. I'm glad.

RICK
(with growing anger)
We had a really good time. Really.
Really. With girls. Girls.

He exits abruptly repeating himself. Denise is depressed.

A SERIES OF SHOTS

INT. CONCERT HALL - NIGHT

Denise and Jake at the opera. Denise tries to stay awake.

EXT. JAKE'S BOAT/ROCKPORT BAY

Jake drives. Denise stares at the horizon.

INT. ANOTHER FANCY RESTAURANT - NIGHT

Jake tries hard to cajole Denise with his sparkling wit.

EXT. LIBERTY STREET - EVENING

Jake's Jag pulls up. Denise hurries to it, climbs in. She sees Rick watching from his window. She looks away, guilty.

CUT TO:

INT. LIBERTY STREET - HALLWAY - EVENING

Denise checking the kitchen, calling.

DENISE
Lucy...Lucy, I'm leaving.
(checking the living
room)
Jeez, where'd everyone go?
(knocks at Lucy's
door, enters)

INT. LUCY'S OFFICE

Denise knocks and pops her head into the office,

DENISE

Lucy...?

The residents, Lucy, Charlie, jump out and yell "Surprise!" scaring Denise half to death. Ad libs of glee about the success of the venture. Gil and Sam appear. Even Derek.

DENISE (CONT'D)

I don't believe this...

(to Gil and Sam)

You guys....

(to Derek)

Derek, welcome back.

DEREK

Single guys never miss a party.

SAM

Were you surprised, Mom? It was Rick's idea.

From the corner, Rick waves sheepishly, a truce.

DENISE

Yeah, I sure was.

(kisses Rick on the
cheek)

Thanks. This means a lot.

INT. LIVING ROOM - LATER

The party has spread out. Denise sits in the middle of a stack of gifts. A cake is on the table. The front door opens, Jake appears with an armload of champagne.

JAKE

Surprise!

Ad libs welcoming Jake... "All right, Doc"...Jake, hi"...

JAKE (CONT'D)

Lets pop these puppies, have a toast.

DEREK

Now you're talkin'.

Champagne glasses are passed. Jake pops the cork. Ad libs as glasses fill. Rick watches Jake with Denise like a hawk.

JAKE

(raising his glass)
To the best and most beautiful nurse
in this or any other state. Happy
Birthday.

"Ooohs" from the crowd when Jake kisses Denise on the cheek.

DEREK

(to Rick))
Down the hatch, my man.

Rick slugs back the champagne, Derek refills his glass.

DISSOLVE TO:

LATER...

Presents are stacked beside Denise. She opens a box, pulls out a pair of "boffers", puts them on. Everyone laughs.

DENISE

(reading a card))
"From one psychotic elf to another."
(a look to Jake))
Thank you.

Quizzical ad libs about the note.

JAKE

Trust me, you had to be there.

DEREK

(a little tipsy)
Kiss her for Chrissakes.

Denise blushes. Jake, seizing the moment, kisses her on the mouth. "Ooohs" and "Aahs" are HEARD followed by a CRASH. Rick is suddenly on top of Jake, pulling him away from Denise.

RICK

(slurring his words)
Stop it. Stop. Stop touching her.

JAKE

Take it easy.

DENISE

Rick, don't. Calm down.

The room is deadly quiet. Rick stops. The champagne has gone to his head. He staggers. And then he sees Sam and is embarrassed. He steps over his friends, trips as he tries to get out of the room and staggers up the stairs, muttering.

RICK

I hate doctors.

Lucy follows him quickly.

CUT TO:

INT. RESTAURANT - DAY

Denise and Jake.

JAKE

What's up?

DENISE

I'm...we shouldn't see each other.

JAKE

Listen, had I known Rick was so nuts over you, I would never...

DENISE

It's not...we're going too fast.

JAKE

We can slow down.

(she shakes her head)

Medium. A nice medium pace. Like a jog... What?

(he tries dangerous ground)

It wouldn't be the first time a nurse has fallen for a patient...

DENISE

Don't be stupid.

JAKE

Rick's in love with you.

DENISE

Does he even know what that is?

JAKE

Does anybody?

(a pause)

He's a grown man who's getting better all the time thanks in large part to you. And I'm a jerk to make a case for the competition.

DENISE

(pointed, but he misses it)

He's not your competition.

JAKE

Look. You're only human. Don't they teach you that in nursing school?

DENISE

You wanta know what they never taught me in nursing school; that being "only human" and being "only a nurse" are not the same thing.

Before he can stop her, she darts away.

CUT TO:

EXT/INT LIBERTY STREET/ DENISE'S CAR - DAY

Denise lights a cigarette, puts it out. Chews her nail. A few beats. She makes a decision; gets out of the car.

INT. LIBERTY STREET - UPSTAIRS HALLWAY

Rick walking from the bathroom to his room, an ice pack on his head. Denise appears on the landing.

DENISE

Rick....

He goes quickly to his room starts to shut the door.

RICK

I don't, don't want to, to talk.

DENISE

Please.

A beat. Unable to refuse her, he lets her in.

RICK

Do you hate me?

DENISE

I could never hate you. We're friends.

RICK

Good friends.

DENISE

Yeah. But friends have gotta let each another have other friends.

RICK

Even if the other friends like you too... too much?

DENISE

Even then.

EXT. LIBERTY STREET - SAME TIME

The limo slides to a halt. Eleanor steps out briskly.

INT. RICK'S ROOM

With Rick and Denise.

RICK

But I want you and me to be...
special...to be like Ben and Rose.

DENISE

They're married.

RICK

We could be married. I... I love...

Denise puts her hand on his lips. Tears come to her eyes. He takes her hand away.

RICK (CONT'D)

I love you, Denise. I know what what
that means. I, I know I do.

INT. LIBERTY STEET - DOWNSTAIRS HALLWAY

Lucy and Eleanor. Ad lib hellos.

ELEANOR

I hope Rick is free this evening.

LUCY

He's in his room. Mrs. Spencer, I'm
glad you're working things out with
Rick.

Lucy studies Eleanor. Is there a crack in the armour? Eleanor smiles slightly.

ELEANOR

Thank you.

Lucy turns away. A victory.

LUCY

(to herself)
Yes!

INT. RICK'S ROOM

Denise and Rick sit dangerously close.

DENISE

Why do you have to make this so hard?

RICK

Let, let me...kiss you. P..please.

She barely nods. Rick kisses her softly, sweetly but after a beat he can no longer hold himself back and it becomes

passionate. Denise returns the passion. They don't hear a soft KNOCK, the quiet opening of the door. Eleanor stares at them. Shocked. Then angry. A she-wolf protecting her cub.

ELEANOR

Get out.

Denise and Rick jump apart, embarrassed.

DENISE

Oh my God. It's not what you think.

ELEANOR

Don't insult my intelligence.

DENISE

Just let me...

ELEANOR

Spare me. Rick, get your coat. You're coming with me.

RICK

No.

ELEANOR

I said, get your coat.

Rick looks to Denise for support.

DENISE

Go on. Go with her.

ELEANOR

I don't know if there's a law against a nurse exploiting a patient, but there should be.

DENISE

Mrs. Spencer, it's not like that.

ELEANOR

When we leave, I expect you to tell Ms. Zachary of your behavior. In any event, I will see to it that you have no more involvement with my son.

Eleanor exits quickly. Denise is overcome with rage, with embarrassment. She puts her head in her hands. A few beats. Lucy appears.

LUCY

What's wrong?

DENISE

(looking away)

I.. I let. I let Rick kiss...me.

LUCY

That would explain the look on Mrs. Spencer's face.

DENISE

There's more.

(a pause)

I kissed him back. If you say "I told you so", I swear to God I'll jump out that window.

CUT TO:

INT. JASPERS - NIGHT

The best restaurant in Boston. Rick and Eleanor.

RICK

I... I want to know what.. what you said to Denise.

ELEANOR

Her behavior with you was inappropriate.

RICK

(too loud))

I love her.

ELEANOR

Ricky, lower your voice.

(a pause))

You do not love her. She's just a nurse.

RICK

I love her. I kissed her.

ELEANOR

Ricky, I am sure she made you think it was your idea but women of her type have a way of manipulating innocent people like you.

RICK

I'm, I'm not innocent anymore.

ELEANOR

What did she do to you?

RICK

Nothing. You, you don't listen.

ELEANOR

I have allowed you to move away from home, I have allowed you to have a job and I have allowed you to practically cut me out of your life.

(a pause)

But I will not stand aside while a woman like that tries to take advantage of you. I only have your best interest in mind. How can possibly sit there and accuse me of not listening?

Rick sinks lower and lower in his chair.

CUT TO:

INT. SPENCER MANSION - DRAWING ROOM - NIGHT

Eleanor on the phone.

ELEANOR

Robert McCarty please...

CUT TO:

INT. LIBERTY STREET - LUCY'S OFFICE - NIGHT

Denise stares out the window. Lucy on the phone.

LUCY

...that's the story Freeman, what do you think?

(listening)

Uh huh. Robert agreed?

(a beat)

I think so too. Thanks, Freeman.
Night.

Lucy hangs up, taps her pen.

DENISE

I'll get my coat.

LUCY

Mrs. Spencer's been on the phone with half the board...

DENISE

Great, so half the town thinks I'm some low-life nurse having sex with Rick to get control of his money.

LUCY

She didn't say that.

DENISE
She didn't have to.

LUCY
Where you going?

Denise doesn't answer.

CUT TO:

INT. DENISE'S APARTMENT - NIGHT

Sam and Denise enter. Denise flips on the light.

DENISE
Straight to bed. We got a big day
tomorrow.

SAM
What's going on?

DENISE
It'll be a surprise.

Sam shrugs, wanders off to bed. Denise stares at the map of California. She begins pulling empty boxes from the closets.

CUT TO:

INT. SPENCER MANSION - HALLWAY - NIGHT

Rick overhears Eleanor on the phone.

ELEANOR
This is the most painful decision
I've ever made, but I can't have
Rick running the streets at the mercy
of people who will take advantage of
him. What would become of him if I
were to die suddenly?
(listening)
I knew you'd understand. First, I'll
move Rick home, then we'll have him
declared incompetent.

Rick's head jerks at the words. He mouths it...to remember.

INT. RICK'S ROOM

Rick tears through the dictionary. He finds the word.

RICK
(reading)
In..com..pe..tent...one..who is
mentally...handi..handicapped. No!

He runs to his closet, grabs an overnight bag, begins to stuff it. He grabs his fedora and trench coat.

EXT. SPENCER MANSION - DRIVEWAY

Rick sneaks down the driveway careful to avoid the glare of the security lights. It's just beginning to rain as he climbs over the stone wall, disappears.

EXT. A PHONE BOOTH

It's now pouring down rain. Rick is soaking wet and shivering. On the phone. It's a busy signal.

INT. DENISE'S APARTMENT

Denise is packing her boxes. The phone is off the hook.

EXT. PHONE BOOTH

Rick is shivering, desperate. He picks up the receiver, punches "0".

RICK

Hi. How are you?... Oh. I need a phone....a phone number.

(listening)

What?

(he reads the instructions)

Okay.

INT. DEREK'S APARTMENT

It's as tacky as one can imagine. Derek watches Donna Reed re-runs. The phone rings.

DEREK

Yo.

(he sits up)

Sure, Bogie. Take it easy. Don't go anywhere.

EXT. PHONE BOOTH

Derek's beat-up chevy barely rolls to a stop as Rick makes a dash for it.

INT. DEREK'S APARTMENT

Rick in a blanket. Derek gives him a cup of soup.

DEREK

Don't let your old lady say you're a nut case.

RICK

No way.

DEREK

Good for you, man.

(a pause)

How you gonna stop her?

RICK

Denise. Tomorrow we will find her.

CUT TO:

INT. DENISE'S APARTMENT - MORNING

The whole place is packed up. Sam takes a box out the door.
Denise on the phone.

MITCH (O.S.)

Always gotta buck the system don't
you, Denise. Your way is the right
way. But what's it doing to my son?

DENISE

Your son. I'm not the one who ran
out on your son. I'm not the one
shacking up with a blonde bimbo.

MITCH (O.S.)

April talks to me...

DENISE

Talking. That's not what I saw...

MITCH (O.S.)

...we communicate. You oughta try it
some time.

DENISE

Hear this. Sam will communicate with
you when we get to California.

MITCH (O.S.)

No way! We gotta court date!

Denise slams the phone down. She turns, sees Jake.

JAKE

Can I help?

DENISE

Grab a box.

Jake follows orders and Denise out the door.

INT. HALLWAY

Jake and Denise.

DENISE

You're not going to try to talk me out of this are you.

JAKE

Wouldn't think of it.

DENISE

Good.

JAKE

Okay, I lied. Don't leave.

DENISE

Why shouldn't I.

JAKE

I, I like you. Alot.

EXT. APARTMENT - DAY

Denise heads for her escort that now has a U-haul attached.

DENISE

You don't know me.

JAKE

I know you're a great nurse. So you had burn-out. You got a bum wrap from that intern but...

Denise tosses the box in the back of the U-haul.

DENISE

But what? You know, I've had it with people telling me what's wrong with me. I had a boss tell me I've got a problem with authority because I wouldn't wait for a punk intern to pull his thumb outta his mouth. Then I get an over-stuffed, over-privileged blue blood snob sayin' I'm a slimeball who's seducing her son for his money. And just now, my ex, who walked out on me and my kid...

(she chokes up)

...tells me I'm the one who's wrecking Sam's life. And now I got you playing Dr. Freud...

JAKE

I'm sorry, okay. Look, I care about you. I want us...

DENISE

There is no us. I lied before. When you asked me if there's somebody else. There is. There's Rick. Which makes no sense. And believe me, I was praying it would work out with you but...

(the raw truth)

You're a doctor. And I just can't get beyond that.

Jake suddenly looks as though all of the oxygen has been sucked from the planet. Denise closes the U-haul.

DENISE (CONT'D)

(hollering)

Sam, let's hit the road.

Sam runs to the car. Denise slides in the driver's seat. She looks at Jake, certain this won't kill him; there's just nothing more to say. Jake can't move. He watches Denise's car drive out sight before he sits slowly on the curb, shaken to the core.

CUT TO:

INT. DEREK'S APARTMENT- LIVING ROOM - MORNING

Derek stumbles from the bedroom, looks at the clock.

DEREK

Oh shit. Rick, c'mon buddy. We overslept...

Derek nudges Rick who's asleep on the couch. When Rick registers what was said he scrambles up...

INT. SPENCER MANSION - RICK'S ROOM

A KNOCK. Harold enters, looks around.

HAROLD

Rick, cook made waffles...

Harold is puzzled. Thinks Rick is playing a trick on him. He goes to the closet. Surprise. No Rick. Harold frowns.

EXT. DONUT SHOP

Denise and Sam in a group hug with Gil. Denise pulls away, quickly wipes her tears, puts a note in Gil's pocket. As they drive off, Gil turns, unable to watch them go. He shuffles back to the shop, pulls the note from his pocket. It's addressed to Rick.

INT. DENISE'S APARTMENT - NOT LONG AFTER

Rick and Derek are HEARD running down the hall. They find the apartment empty. Rick runs from room to room hollering.

RICK
Denise!.. Denise!...Sam.

DEREK
Forget it, man. They're outta here.

RICK
(beginning to panic)
Outta here. No. No. No.

DEREK
Keep it together, Rick.

RICK
California.

DEREK
What?

RICK
California.
(he mimics Denise)
Ninety-five to New York. A hard
right and straight out highway eighty
into the sand...

DEREK
I can't go to California. I gotta be
at work at five.

EXT/INT. LIBERTY STREET - DEREK'S CHEVY

Derek and Rick in the car.

DEREK
I'll keep the motor running.

INT. LIBERTY STREET - HALLWAY

Rick sneaks in the front door, listens for signs of life, of Lucy's voice. Hearing nothing, he slips up the stairs.

INT. RICK'S ROOM

Rick takes the old donut box from under the bed, pulls out a stack of bills, shoves them in his jacket pocket, starts for the door. He hears VOICES from downstairs.

LUCY (O.S.)
Charlie have you seen Rick?

CHARLIE (O.S.)
He's s'posed to be at work.

LUCY (O.S.)
Awright. I'll try Gil.

INT. HALLWAY

Rick sneaks down the stairs...

EXT. BUS STATION - ESTABLISHING

Derek's car stops in the no parking zone. Rick jumps out, is confronted by the hustle-bustle of the busses, the crowds and is suddenly confused, intimidated.

DEREK
You'll be okay. Go to the ticket window and ask for a bus ticket that goes to California.
(Rick nods)
Good luck, man.

They shake hands.

INT. BUS STATION

It's a menagerie of mostly low-life sights and smells; Rancid cigar smoke, torn-up naugahyde chairs, cranky children. Rick is distracted by the scene. A distraught young MOTHER wrangles four toddlers, an ancient black MAN stares into space, an unlit stogie stuck permanently between his teeth. Rick looks at the long counter with fifteen lines and hundreds of people. He doesn't know which line to pick. He hears yelling... "No one listens..." A homeless MAN with madness emanating from every pore rants in the corner.

HOMELESS MAN
They're after us. No one listens to me. But on Judgment Day it will come to pass.

RICK
Who.. who is after us?

HOMELESS MAN
Martians.

A woman drops a quarter in the homeless man's hat.

RICK
Oh. Do you know how to get to California?

HOMELESS MAN
California! Son, that's the first place they'll land.

Bewildered by the man's intensity, Rick stumbles away, knocks into a NUN.

RICK

How... how do I get to California?

NUN

(looking around)

Try that window. Number four.

Rick sees the window. Nods a thank-you.

EXT. BUS STATION - PLATFORM

Rick is in line to board the Greyhound. The driver is HEARD... "this bus leavin' for New York and Los Angeles."

INT./EXT. HIGHWAY/DENISE'S CAR

A freeway sign reads "95 South". The New York City skyline in the distance. Denise glances over to Sam, attached to his Walkman and oblivious to the rest of the planet.

INT. DEREK'S APARTMENT

Derek getting ready for work. The phone RINGS.

DEREK

Hello. Hi, Lucy.... Rick. Have, have I seen Rick?

(weakly)

I..I don't know. Maybe.

INT. LIBERTY STREET - LIVING ROOM - EVENING

Lucy, Eleanor and a woman COP are there. Gretchen and Max whispering to Derek, SEEN in Lucy's office in the b.g. Another COP next to him on the phone.

ELEANOR

...it's that woman. That Denise. I know she's had something to do with this.

WOMAN COP

This Denise DeFiore has apparently moved out of her apartment.

ELEANOR

She's kidnapped my son....

The other cop enters, takes his partner aside.

LUCY

You're jumping to conclusions...

WOMAN COP

According to Derek, Rick asked to be dropped off at the bus station. He was going to buy a ticket to California.

ELEANOR

Well, don't just stand there. Alert the state police, the FBI...

WOMAN COP

M'am, until he's been missing forty-eight...

ELEANOR

Never mind.
 (goes to the phone,
 punches a number)
 Yes, this is Eleanor Spencer calling for the Senator....

CUT TO:

INT. WORLD TRADE CENTER TOWER - SUNSET

Denise and Sam look at the view. Sam is pensive.

DENISE

What do you think, huh? I wanted you to see it. Who knows when we'll be east again.

SAM

It makes me dizzy.

DENISE

We're gonna have a new life, Sammy.

CUT TO:

INT/EXT. PENN STATION/BUS

All of the passengers disembark with the exception of Rick.

DRIVER

Hey buddy, you gotta get off.

RICK

This isn't California.

DRIVER

No shit.

RICK

I'm going to California.

DRIVER

Bus for California leaves eight in the morning. Didn't they tell you that? You gotta layover.

Rick nods but is overwhelmed.

INT. PENN STATION - NIGHT

Rick sits alone in the cavernous bus station among more hustle and bustle than he could ever imagine. He stares at an old WOMAN eating a sandwich, his mouth waters.

ANOTHER ANGLE

Rick staring at the vending machines. Junk food. A GIRL with bright green hair and razor blade earrings waylays the machine. It spits out ding dongs. Rick mimics the girl and is rewarded with ding dongs. He smiles. Does it again.

ON RICK

Rick back at his bench with a pile of ding dong packets munching happily.

INT/EXT. GEORGE WASHINGTON BRIDGE/DENISE'S CAR - MORNING

Denise and Sam

DENISE

This is it, Sammy. California here we come...

On the Jersey side the car heads for "Highway 80". Sam doesn't respond. Denise tousles his hair.

CUT TO:

CLOSE ON RICK

as he wakes up in a snap, wide-eyed. For a beat he is foggy, lost; he's forgotten he's in Penn Station. He sits up, stretches. It's morning. A thought crosses his mind.

INT. PENN STATION - MORNING

Rick stands at the ticket counter.

TICKET-TAKER

Sorry, son. You missed the bus. Next one leaves at ten.

EXT. PENN STATION

A Greyhound marked "Los Angeles - Express" pulls away from the station. Rick is SEEN in the window, staring in wonderment at New York.

A SERIES OF JUXTAPOSED SHOTS

Rick's bus streaks through New Jersey... past Newark... into the heart of the state.

The woman cop and her partner show an photo of Rick to some Greyhound bus drivers in Danvers.

Denise sings "On the road again" as they drive through the New Jersey hunt club region....

Rick's Geyhound passes a sign: Easton, PA - 90 mi.

Denise and Sam stop for lunch in the Poconos.

A fax of Rick's picture is SEEN coming into a police station.

Rick sees an interstate sign that reads highway 78. He looks puzzled.

EXT. NEW JERSEY GAS STATION - DAY

Rick's bus stops, the doors open. Passengers disembark. The driver steps out, stretches.

RICK

That.. that sign said seventy-eight.

DRIVER

Yeah, so?

RICK

Where's eighty. Highway eighty.

DRIVER

'Bout a half hour north from here.
We're takin' the southern route.

RICK

But... but I have to go on eighty. I
have to find Denise. How will I?

DRIVER

Beats me.

The driver walks back to the bus. Rick is frustrated. He kicks the tire, begins to pace. Notices the RINGING of a car door. He turns, sees a Yugo wagon by the gas pump turned on, the door left open. Without hesitation, Rick walks calmly to the Yugo, gets in...

INT. YUGO

Rick climbs into the driver's seat, talks to himself.

RICK

Right foot on the brake...hand on the lever. D for driving....

EXT. GAS STATION

Rick calmly drives away as the OWNER of the Yugo is stuffing money in his wallet. The owner looks up, sees Rick driving away. He begins to yell... "hey...hey... he got my car."

A SERIES OF SHOTS/RICK DRIVING

Rick at a stop light. The light turns green. Horns begin to honk at him. He waves, smiles. Finally moves the car.

Rick at another gas station, with an ATTENDANT who's pointing out the road.

Rick crosses the New Jersey/Pennsylvania state line.

The bus driver and the Yugo owner with two highway PATROLMEN. The bus driver is gesturing, describing Rick... the Yugo owner paces angrily.

Rick sees a sign that marks Highway 80. As he makes the lane change, he cuts off another car. A horn HONKS wildly. A few beats later, an angry MOTORIST drives by, gives Rick the finger.

INT. LIBERTY STREET - AFTERNOON

Eleanor, Lucy and Gil with an FBI AGENT.

FBI AGENT

A positive ID was made in Bloomsbury New Jersey. Seems your son got off the bus and stole a Yugo from a Greek gentleman named Mr. Papadaki.

ELEANOR

My son would never steal a car.

FBI AGENT

He told the bus driver he wanted to get to highway eighty. Seems he's looking for a Denise...

ELEANOR

Just as I suspected. That woman is behind this.

GIL

Listen, lady. Don't you bad mouth Denise. She's a good girl and she's done more to help your son than

(MORE)

GIL (CONT'D)

anybody... Ms. DeFiore ought to be arrested.
Just a minute...

FBI AGENT

Mrs. Spencer, there is no evidence to indicate Ms. DeFiore kidnapped your son. He, however, is chalking up a list of possible felony counts, beginning with crossing a state line in a stolen vehicle.

All eyes turn to Eleanor. She is furious.

CUT TO:

EXT. A DRIVE-IN RESTAURANT - NIGHT

Rick's car follows a truck-load of partying TEENAGERS. The boys are drunk. Rick sees one of the GIRLS slap her date, jump from the back of the truck. The girl, a blonde with a short skirt, walks toward Rick's car. Rick stares at her. From the truck, her drunk boyfriend hollers at Rick.

DRUNK BOY

What are you lookin' at pervert?

The truck pulls forward. Rick follows, but is confused for a second when he finds himself staring at a plastic clown's mouth that says, "Can I help you? Order please..."

EXT/INT. DRIVE-IN RESTAURANT - RICK'S CAR - LATER

Rick chows down a big burger, fries and a shake. The car door opens suddenly. The blonde girl deposits herself in the other seat, game for anything.

BLONDE GIRL

How about giving me a ride home?

Rick stares at her, mid-chew.

RICK

Was...was that your boyfriend?

BLONDE GIRL

He's an asshole. You're cute. I like college guys.

The girl moves closer to Rick, puts his hand on his thigh.

EXT/INT. A SUBURBAN HOUSE - RICK'S CAR - LATER

The blonde girl and Rick are making out. In the b.g. a MAN hollers... "Charlene, get your tail in here."

BLONDE GIRL

Shit. I gotta go inside. Maybe you'll call me.

RICK

I'm, I'm going to California.

BLONDE GIRL

Too bad. You kiss great. See ya.

She's out of the car and gone in a heartbeat. Rick smiles to himself. He kisses great.

CUT TO:

EXT. HIGHWAY 80 - NIGHT

Denise and Sam enter a small town called Roseville, PA.

A BLINKING NEON SIGN DEPICTING TWO HANDS SHAKING HELLO

EXT. THE QUAKER MOTEL

Denise jostles the luggage and a sleepy Sam into their room.

CUT TO:

EXT/INT. HIGHWAY - RICK'S YUGO

Rick hums to himself as he drives along. Suddenly a truck comes up close on Rick's bumper. The brights flash on and off. Rick blinks, blinded by the glare.

EXT/INT. HIGHWAY - TRUCK

The teenage boys from the drive-in are drunk and in the mood for trouble.

DRUNK BOY

Hey man it's the college dude. Let's fuck with him a little.

EXT/INT. HIGHWAY - RICK'S YUGO

Rick blinks, tries to concentrate on the road. He feels a bump as the truck's bumper collides with his bumper.

RICK

Weenies. Cut it out.

EXT/INT. HIGHWAY - TRUCK

The boys are cheering, laughing. Another beer can is popped. The driver slams his foot on the accelerator.

EXT/INT. HIGHWAY - RICK'S YUGO

The truck slams into the car. This time Rick loses control. The Yugo goes off the road, slams into a tree. Rick is thrown forward, his head hits the steering wheel.

In the b.g. the truck flies by, a beer bottle is thrown at the car....and the words..."bye, bye asshole" are HEARD. The Yugo is totalled. Rick's head is bleeding. He is dazed but conscious.

It takes all his strength, but he forces the door open and climbs out.

Rick stands by the car awhile but then begins to climb up the bank to the highway. He continues to walk west...

EXT. HIGHWAY - EARLY MORNING

A highway PATROLMAN views the demolished Yugo at the bottom of the hill. He picks up his walkie/talkie.

CUT TO:

INT. DENISE'S HOTEL ROOM

Denise is still asleep. Sam watches cartoons. A news bulletin interrupts.

ON THE TV A PHOTO OF RICK APPEARS

NEWSPERSON

Police and FBI in three states are looking for this man...Rick Spencer

ON SAM

SAM

Mom, wake up. It's Rick.

DENISE

Wha... what.

Denise sees the news...

NEWSPERSON

...missing since Monday from a facility for the handicapped in connection with this stolen vehicle.

On the shot of the wrecked Yugo, Denise gasps.

CUT TO:

A SERIES OF SHOTS

NEWSPERSON (V.O.)

...officers say they found the car
this morning but no sign of the
missing man.

Spencer Mansion - Eleanor and the FBI agent

Lucy in her office. Her look is grim.

Liberty Street residents watching the news

Jake watching the news in the hospital commissary

CUT TO:

INT. DENISE'S MOTEL ROOM

Denise packs quickly. Sam stares at the screen.

NEWSPERSON

Mr. Spencer was last seen on highway
eighty outside the town of Buckhorn
Pennsylvania heading west.

Denise and Sam exchange a look, bolt for the door.

EXT. MOTEL - MORNING

The escort and the U-haul are seen heading east again.

EXT. HIGHWAY 80 - MORNING

Rick sees a MAN sticking his thumb out. A car stops. The man
gets in the car. Rick looks at his thumb. Tries it.

Many cars drive by. A TRUCK pulls over. Rick pauses. The
driver waves for Rick to hop in. He does and they drive off.

EXT/INT. HIGHWAY - DENISE'S CAR - DAY

Denise drives, Sam searches the road.

EXT. A TRUCK STOP - DAY - LATER

Rick hops down, waves at the trucker, walks back to the
highway and continues on his way west.

EXT/INT. HIGHWAY - DENISE'S CAR

Denise searching the highway for Rick. Sam in the back seat.

DENISE

Look, Sam. Look in every car.

SAM

I am, mom. I am.

DENISE

Oh, God. Please I'll do anything
just let me find him...

EXT. HIGHWAY

Rick walking, occasionally putting his thumb out. No luck.
It begins to rain.

ANOTHER ANGLE

Rick walks on. It's really pouring. Lightening and thunder
in the b.g.

Finally, another truck pulls over.

INT/EXT. HIGHWAY - DENISE'S CAR

Denise desperately searching the highway in the pouring rain.
Across the road, she sees a man in the distance walking toward
a truck. Could it be?

DENISE

Sam, that guy up ahead...

The escort passes by. Sam sees Rick's fedora.

SAM

It's him. That's Rick.

Without thinking, Denise pulls left and starts across the
grassy field dividing the highway.

DENISE'S POV

Rick walks closer and closer to the truck. Her car sticks in
the mud.

DENISE

Run, Sam. Get out of the car and
wave to him.

Sam bolts from the car. The little boy waves wildly,
screams... Denise jumps on the hood of her car, waves.

And then, Rick sees Sam running toward him. Denise is in the
b.g. on the hood of her car that's stuck in the mud. Rick
waves back, runs toward the boy. The trucker shakes his head,
pulls away.

When the road clears, Rick darts across, picks up Sam, gives
him a big hug.

Denise runs up, breathless. Rick lifts her off her feet in a passionate embrace. All three are now soaking wet.

CUT TO:

INT. A MOTEL ROOM - LATER

Sam watches TV. Denise opens the door for Rick who comes in carrying a pizza.

RICK

Oh. Forgot something.

Rick darts outside. Sam takes a piece of pizza as Rick reappears with a bouquet of wild flowers. He hands them to Denise. She blushes.

DENISE

Thanks.

Denise and Rick stare at one another, the electricity between them overwhelming. Denise finally mutters...

DENISE (CONT'D)

Maybe we should eat.

Denise puts the flowers in the ice bucket aware that Rick never takes his eyes from her.

SAM

We saw you on TV. It was cool. Did you really take that car?

RICK

I...I guess so. But I wasn't gonna keep it or anything. The bus. It was going the wrong way.

(to Denise)

Are you mad?

DENISE

Mad? God, Rick. I spent the worst hours of my life looking for you. If anything had happened...

RICK

But it didn't...see? Denise, you're not gonna... gonna make me go back. Are you?

DENISE

The cops are after you in three states. Your mother's...

RICK

Forget her.

(MORE)

RICK (CONT'D)

She, she said I was was
in...in...com..com.. incompetent.
And I know what it means. I looked
it up.

Denise runs her hands through her hair. This is worse than she thought.

RICK (CONT'D)

She wants to take everything away.
(a beat)
We can do like you said. In
California. We..we can start over.

Rick puts his arm around Sam.

RICK (CONT'D)

It can be you, me and Sam.

If only it could be. Denise turns her face from Rick. She stares out of the window. It's beginning to rain again.

DISSOLVE TO:

LATER...

Denise turns out the lights, tucks Sam into bed. She tosses the pizza box in the trash, slumps in the chair. She sits in the dark, thinking. In a few moments she hears Sam's steady breathing as he sleeps. She gets up, slips outside.

EXT. MOTEL - NIGHT

Denise finds Rick leaning on the motel railing watching the pouring rain. A fang of lightening sparks in the sky. Thunder rumbles low and close. What to do? Rick senses her presence.

RICK

Rain. It smells good.

Denise shivers, hugs her arms to her chest. Rick takes his coat off, wraps it around her. He rubs his hands on her forearms to warm her up.

RICK (CONT'D)

When you left...why...why didn't you
say goodbye?

DENISE

I left a note.

RICK

That doesn't count.

DENISE

(a beat)

No, I guess not.

(a beat)

Maybe I was afraid.

RICK

No...not you, Denise. You, you're never afraid.

DENISE

Sure I am. Afraid if I saw your face...I wouldn't have the guts to leave.

Denise watches Rick's reaction. His emotional connections have come so far, so fast and yet...

RICK

When I was...was looking for you..I...I met a girl. She... she didn't know about me. She said that I kiss...that I kiss great.

DENISE

(a beat)

Let you out of my sight for a minute and look what happens.

A beat. Rick looks into her eyes. He kisses her sweetly but Denise responds and the kiss becomes passionate. After several beats, Denise pushes him away, breathless, conflicted, on the verge of tears.

RICK

Did...did I do something wrong?

DENISE

Oh no.

RICK

I...I'm scared.

They look into one another's eyes. Denise is scared too.

RICK (CONT'D)

I know about...about making love. But I....I'm scared I won't be...be good enough...

Denise starts to tear.

DENISE

You'd be perfect.

She takes his arms away from her shoulders, holds his hands.

DENISE (CONT'D)

No matter what happens, no matter where we end up, always know that I love you.

Overcome with emotion, Rick hugs her tight. Denise responds. The motel door squeaks.

SAM

Mom?

Denise gently pushes Rick away.

DENISE

I'll be right there.

Denise kisses Rick on the cheek. After a beat, she goes inside with Sam. Rick leans against the post, stares out into the night.

CUT TO:

INT. MOTEL ROOM - PRE-DAWN

Denise is awakened by Sam, whispering. It's a beat before she realizes he's on the phone.

SAM (O.S.)

Mom needs me...I know, I miss you too.

(beginning to cry)

I'll call you again, Dad. Real soon. Bye.

DENISE

Sam, come here.

SAM

What.

DENISE

Come here.

Sam's anger starts slow, escalates.

SAM

I just wanted to talk my Dad.

DENISE

Sam...

SAM

I hate it that you and Dad don't like each other. Why does it have to be that way?

DENISE

(sitting up)
Wait a minute...

SAM

I never thought it would happen. I never thought we'd go to stupid California but now, I'll...

(begins to sob)
probably never see my dad again. I wish you would just grow up...

He runs from the room. Denise gets up, stumbles for her robe, trips, swears.

EXT. MOTEL - DAWN

Denise runs from the room. She sees Rick walking towards the room. He intercepts Sam who is still furious and flailing with his feet and fists. Rick wraps Sam in his arms as Sam sobs uncontrollably.

Denise's face is anguished with guilt.

INT. COFFEE SHOP - MORNING

Crowded. Denise and Rick sit at a tiny table wedged between other PATRONS. Denise's eyes are on Sam who's playing Pac Man nearby. Rick pulls out a surfing magazine, excited.

RICK

Look...surfing. In, in California, Sam, Sam and I can, can learn...

DENISE

(takes his hand)
We can't go to California. It's tearing Sam apart.

RICK

But, but I can't, can't go back.

DENISE

We can deal with your mother together.

RICK

(a pause)
Since, since I ran away...I've, I've been a new Rick...

DENISE

I know. I can see that. And there are a lot of people on your side. Lucy, Charlie,

RICK

I, I love you, Denise. And, and I love Sam. But, but I can't be, the old Rick. Not for anybody.

They share a look that moves from understanding to a painful awareness that their paths may no longer be the same. A tough broad WAITRESS steps up.

WAITRESS

So, what'll it be?

DENISE

(to Rick, quietly)

Please don't make me choose.

WAITRESS

(looking at her pad)

Sorry, lady you gotta choose. 'Sides it ain't life and death, it's only the breakfast rush.

Denise stares at the waitress.

EXT/INT. MOTEL - DENISE'S CAR

Rick and Sam in the car. Denise in a phone booth in the b.g. Rick is pensive as he watches traffic on the interstate.

RICK

Sam...

SAM

Yeah.

RICK

We're buddies right?

SAM

Best buddies.

A pause.

RICK

Can you do something for, for me?

Sam nods his head.

CUT TO:

EXT. PHONE BOOTH - DAY

Sam taps on the glass. Denise motions for him to wait. A beat, she leans out. In the b.g, behind her, Rick walks towards the interstate, his thumb out to hitch a ride.

DENISE

What.

SAM

Can I have some gum?

DENISE

(handing him a quarter)

But get your butt right back. And don't talk to anybody.

Sam darts away. Denise watches him, her back to the road.

DENISE (CONT'D)

(into phone)

...so we're on our way. Okay.. bye.

She hangs up, steps from the booth, watching for Sam. A trucks' hydraulic brakes squeal. She turns in time to see Rick walking toward the cab. Denise darts for the truck.

ON RICK

who meets her eyes, waves sadly as he climbs into the truck. The engine accelerates with a ROAR.

ON DENISE

whose voice is drowned by the engine.

DENISE

NNoooo!

Denise's first impulse is to go after him. But when she turns to run for the car, she sees something that stops her.

DENISE'S POV

Sam is wearing Rick's fedora. It takes her breath away.

SAM

Rick said he doesn't need it anymore.

Denise nods. She takes Sam by the hand, looks over her shoulder at the truck barreling into the distance.

DENISE

(softly)

Here's looking at you, kid.

CUT TO:

INT. FBI FIELD OFFICE - DAY

Denise and Eleanor. A stand-off. The FBI agent between them.

FBI AGENT

Mrs. Spencer since you've agreed to reimburse Mr. Papadaki for his Yugo, the charges have been dropped.

ELEANOR

My son is still missing.

FBI AGENT

Your son is over twenty-one and apparently has left of his own free will. I'm sorry...

Eleanor is furious. Denise exits quietly, depressed.

EXT. FBI FIELD OFFICE PARKING LOT

Eleanor follows Denise to her car. Spoiling for a fight, she grabs Denise's arm.

DENISE

Let go of me.

ELEANOR

Where's Rick? What have you done with him?

DENISE

Jesus, you don't get it do you? Rick knew. He heard you on the phone! How do you think it made him feel?

Eleanor's demons are at the brink of exorcism.

ELEANOR

Rick is damaged. He will never, never be anything more than that...

DENISE

(yelling)
Because you won't let him.

ELEANOR

It's my fault. My fault. My fault!
(a beat)
You could never understand.

DENISE

Rick was hit by a car. You didn't...

The look of terror in Eleanor's eyes stops Denise cold.

ELEANOR

His father and I...we argued. I was hurt. And angry. Rick was outside. Playing touch football.

(MORE)

ELEANOR (CONT'D)

He ran for...the ball. I, I didn't see him.

(a pause)

I'm terrified. Terrified he'll remember, it was me...who hit..him. And I'll lose him forever.

Eleanor chokes back her emotions but she is trembling, on the edge. Denise looks away, embarrassed.

DENISE'S POV

In a field by the parking lot, Sam tries to fly the stunt kite but he can't get it in the air by himself.

ON DENISE

who looks back at Eleanor. Without hesitation, she takes the older woman in her arms. Eleanor finally breaks down, sobbing. The impact of Eleanor's revelation and the implications for her own life register on Denise's face.

DISSOLVE TO:

A SERIES OF SHOTS

INT. DENISE'S APARTMENT - NIGHT

Denise stares out the window at the rain.

INT. LIBERTY STREET - DAY

Denise plays blackjack with Bridget, Max and Justine.

INT. GIL'S DONUTS - MORNING

A new ASSISTANT pours coffee for Denise. She smiles but we know she's thinking about Rick.

INT. DENISE'S APARTMENT - KITCHEN - EVENING

Denise makes spaghetti. The phone RINGS.

DENISE

Get that, Sammy...

SAM (O.S.)

Hello. Oh hi....Really? That's great!

Denise half listens. What's so great? A beat. Sam rushes in.

SAM (CONT'D)

Lucy says Rick came home!

For a second the news doesn't register. But then, Denise races for the door.

EXT. LIBERTY STREET - DAY

Denise and Sam run up the front walk.

INT. LIBERTY STREET - HALLWAY - DAY

Denise and Sam are met by Gretchen.

GRETCHEN

He's in the kitchen.

Denise scurries down the hall. Sotto to Sam.

DENISE

Let's surprise him.

Sam nods. But then she HEARS the SOUND of a WOMAN laughing. Denise is the one who's surprised. They peek in unseen.

DENISE AND SAM'S POV

Rick is making grilled cheese sandwiches. A young woman, tiny and blonde watches him. Obviously she is attracted. Rick is confident, at ease.

RICK

(to the woman)

...and, you can, can make as many
grilled cheese sandwiches as you
want any time of the day or even
in..in the night.

ON DENISE AND SAM

as Lucy steps up behind them.

LUCY

(whispers)

Her name's Jennifer. She's taking
Derek's old room.

Denise nods, watches Rick. How much he's changed.

RICK

(to Jennifer)

Hey, wanta hear a joke?

ON DENISE

who mouths the words as Rick says them.

RICK (O.S.)

How many, many psychiatrists does it
take to change a light bulb? None.
The, the light bulb has, has to want,
want to change itself.

Denise smiles. He finally got the joke. She shuts the door.

INT. HALL - MOMENTS LATER

SAM

Aren't we gonna surprise him?

DENISE

Tell you what, kiddo. How about we let Rick surprise us?

SAM

(a pause)

Do you think he will?

DENISE

I don't know. But I hope so.

EXT. LIBERTY STREET - EVENING

Denise and Sam walk hand in hand down the front path and out the gate. As they begin to walk away we WIDEN to include the tree-lined street.

DENISE (O.S.)

You know, Sammy I hear Canada is really great in the summertime...

SAM (O.S.)

You're gonna let me go with Dad?

Just before they walk out of view we see Sam leap for joy. Denise laughs free and easy as we:

FADE OUT.