

STEPMOM

Ronald Bass

Second Revised Draft

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INT. RACHEL'S BEDROOM - EARLY MORNING

A billowy white screen. An alarm clock BLARES. As MAIN TITLES BEGIN, the lovely sleeping face of RACHEL KELLY rolls into frame. Then out of it. Alarm keeps BLASTING. Back she comes, pulling the sheets OVER her head. Motionless now, as we hear...

... the DEAFENING SILENCE of the alarm shutting off. A beat. Rachel SITS BOLTS UPRIGHT. LEAPS out of the room. From the back we see that she's dressed only in a pair of men's boxers.

She makes it halfway down the hall, does a U TURN back into the bedroom, frantically YANKS a robe hanging from the door, taking the wall hook WITH her. She FLINGS her robe on as she RUNS down the hall, wall hook STICKING OUT of her back. BURSTING INTO...

INT. BEN'S ROOM - EARLY MORNING

RACHEL

Ben! You overslept again damn it!

The room looks like a 6 (but I'm almost 7) year old exploded. Posters of MAGICIANS on all the walls. Rachel darts about the room mismatching the clothes she forgot to arrange the night before.

RACHEL

Get Up Get Up Get Up!

The LUMP under the cover doesn't move.

RACHEL

Ben you're late. I'm serious. I'm wearing a very serious face. Don't make me start counting ONE...

No movement. Rachel tugs the sleeve of a shirt hanging on a chair, and out comes a magician's bouquet of FLOWERS.

RACHEL
TWO.

She pulls a dirty handkerchief out of the pocket of the shirt -- it's an endless MAGICIAN'S HANDKERCHIEF.

RACHEL
Don't make me say three I'm about to say three.
(a beat, then)
Three!

She RIPS the covers off and a blow-up DINOSAUR sleeps in Ben's place.

RACHEL
Ben I'm not kidding around. You make yourself appear this instant!

A WHITE BUNNY saunters across her toes. Rachel SCREAMS -- then gathers her wits and searches under the bed -- under the bureau -- she opens the closet doors and shoving clothes aside.

RACHEL
You might think this is funny but this is actually NOT funny.

Unseen by Rachel, six-year-old BEN sits, perched on the highest closet shelf, knees under his chin, holding his breath. His eyes gleeful as Rachel frantically closes the closet door.

INT. HALLWAY - EARLY MORNING

Rachel hops over the Bunny, navigates through strewn toys and books STUBBING her baby toe. She limps in agony past a big picture of the kids with their daddy and heads towards a door with a KEEP OUT EVERYONE! sign.

RACHEL
(bellowing)
ANNABELLE! WAKE UP!

ANNABELLE'S BEDROOM - EARLY MORNING

ANNABELLE, 10 years old, sits on the edge of her bed, fuming, all of her limbs crossed. She holds up a filthy purple tee shirt.

ANNABELLE

You forgot to wash my purple shirt. I told you a hundred times it was Purple Day at school today.

RACHEL

I didn't forget. I was up all night thinking about it and I concluded you're too special to look like everyone else.

(she grabs an orangey red tee shirt)

Orange Red. That's your color. Few can carry it off. Now please. Help me find your brother.

ANNABELLE

You lost Ben?!

RACHEL

Of course not. Does he look lost to you?

(big breath)

BENNNNN!!!

INT. SUBURBAN EXTREMELY WELL-STOCKED KITCHEN - EARLY MORNING

Rachel, smoking a cigarette and drinking a diet coke, FLINGS open pantry doors, closet doors -- looking for Ben -- attempting to put stone hard butter on toast at the same time. She glances at the clock -- 7:55. Oh dear. Annabelle sits at the table, in a grumpy orangey red mood. Rachel hands her what was once a piece of toast.

ANNABELLE

No. I told you. I like apple butter not butter butter.

RACHEL

(hands her an apple)

Here.

ANNABELLE

Never mind. I'll just eat my lunch.

RACHEL

(forgot)

I'm almost done making it.

(to the non-existent Ben)

Alright Ben -- you deal with the tardy,

you write yourself a note, your daddy told you he had an important case this morning and he had to leave early and we were AAAAGGGGHHHH!

She has opened a cupboard with a Lazy Susan that turns revealing BEN sitting there. Rachel screams AGAIN!

RACHEL

Oh my God. That is so not funny. You're late. You're really late. Now get out here and have some cereal.

BEN

No.

RACHEL

Fine! Eat in the cupboard.

She hands him a bowl of sugared cereal -- puts two spoonfuls of instant coffee in Barney cup, and sticks it under the faucet.

BEN

No! Cocoa Puffs on Top -- Fruit Loops on the bottom.

RACHEL

Fine.

Rachel grabs the bowl, turn it UPSIDE DOWN on the table reversing the order of the cereal. She SWEEPS it back in the bowl and quickly hands it back to him, the phone RINGS THROUGHOUT...

BEN

You touched it.

RACHEL

Then have a donut --

BEN

No.

RACHEL

Alright starve.

ANNABELLE

I'm gonna beep daddy at work.

RACHEL

He's badgering a witness. Eat.

BEN

But you told us to starve.

RACHEL

(picking up phone)

Hello?...Duncan...The Ad Agency's
already there?...I'm out the door...

(Ben flings a fruit loop
at her)

Ben! Knock it off!

(into phone)

It's gonna go beautifully...

(another fruit loop)

Damn it Ben --

Rachel runs around absentmindedly loading out leftover pizza,
Hoho's, and Chips. She glances at the clock again -- 8:00.

ANNABELLE

You swore. You owe me a quarter. Did
you remember my egg carton? I told
you I needed my egg carton for seed
planting today.

RACHEL

Absolutely Duncan I'm on top of
everything.

Rachel takes the eggs from the fridge, and dumps them -- accidentally
missing the sink. They SHATTER onto the floor. She hands the empty
carton to Annabelle.

RACHEL

...EGGzactly. I'm putting on my coat --
(she hangs up, panicked)

We are late. We are seriously late. Which
means Mister Ben we've got to get you
dressed --

BEN

No!

Ben races away but Rachel LUNGES And CATCHES him. He wiggles in
her arms as she struggles to change his clothes. Just as she gets
his bottoms off she drops his clothes in the pile of gooey eggs
when we hear a loud KNOCKING at the kitchen door. Holding a half
naked Ben in her arms, Rachel looks up at...

JACKIE HARRISON. An immaculately dressed, intimidatingly intel-
ligent, utterly beautiful woman staring at her with extreme
disapproval.

ANNABELLE AND BEN

Mommy!

Annabelle and Ben RACE into their mother's arms like little angels. Jackie shoots a fiercely protective glare at Rachel. They LOCK eyes. Enough wattage to light up all of Manhattan.

EXT. RACHEL'S LOFT, SOHO - MORNING

Jackie and the kids exit Rachel's building, onto a bustling Soho street. The kids clamber into the double-parked Volvo wagon. Jackie, still pissed, climbs behind the wheel. Drives off.

INT. JACKIE'S VOLVO STATION WAGON - EARLY MORNING

Jackie drives the children down a tree-lined street in Englewood, New Jersey. Ben is banging Jackie's sunglasses case against the window.

JACKIE

...it's really not so bad Annabelle -- Red and Blue make purple.

ANNABELLE

(yes she does)
I don't care.

JACKIE

I know you don't, but if you had, chrom-
atically you are in the purple family.

Jackie fishes through her purse. Finds a toy airplane for Ben. He stops banging her glasses case, starts banging the plane.

BEN

Why does Rachel wear Daddy's underpants?
Doesn't she have underpants of her own?

JACKIE

I noticed a whopping pile of laundry
sitting on the washer -- perhaps Rachel's
underpants are in there -- Now where are
your lunches?

As if by rote, they hold out their lunches. One is a plastic Vons bag and the other a crumpled Macy's bag. She collects them and hands Ben and Annabelle two brightly colored lunch bags.

BEN

Annabelle sucked her thumb last night.

ANNABELLE

I NEVER do that, you ALWAYS lie!

And SLUGS him.

JACKIE

Never say 'never' -- it's not fair to say 'always' -- and no name calling. Use your words.

ANNABELLE

I hate when you say that.

JACKIE

Thank you. Those were all words. I hate the planet Uranus. Terrible name for a planet.

Annabelle and Ben look up at her curiously.

JACKIE

I hate snails and blue cheese. Especially together. Hate.

BEN

I have lava.

JACKIE

(reflects)

Lava's hateable. I never thought of that.

ANNABELLE

I hate overly ripe bananas -- they make me want to throw up.

JACKIE

Excellent point.

BEN

I hate wax lips and red ants and pretzels without salt...

ANNABELLE

I hate the crayon Burnt Sienna and people who spit when they walk.

Jackie nods sagely. Pulls up next to a school playground.

JACKIE

I hate to say goodbye. Eskimo Kiss.
(they rub noses)
Russian Orthodox Wedding Kiss.

They bump foreheads and elbows. Ben runs toward the kindergarten playground; Jackie watches concerned as Annabelle climbs the steps. The only orangey red dot in a sea of purple.

EXT. PHOTOGRAPHY STUDIO, TRIBECA - MORNING

Taxi pulls up to a converted warehouse. Rachel BOLTS out, SPRINTING for the door.

INT. PHOTOGRAPHY STUDIO - DAY

Black and white FILLS the frame. Like a checkerboard. We PULL BACK and realize we are seeing a group of PENGUINS waddling against a black and white backdrop. We see a WHITE WAITRE'D in a BLACK TUXEDO holding glasses on a tray. A BLACK MODEL, IMAN, in a WHITE DRESS glides through it all.

In the center the only dash of color is Rachel -- who has just entered and starts expertly directing the action. She calls out to her assistant, COOPER. Perpetually hip. Perpetually young.

RACHEL

Cooper, back the fill off I don't have enough shadow...

COOPER

You've got a fruit loop in your hair.

RACHEL

You say that like I don't know that.

COOPER

I once threw an entire bowl of jello on my stepmother's head --

RACHEL

And when did that pass?

COOPER

Actually, never. They'll always hate you. There's a gene for it.

DUNCAN SAMUELS -- Rachel's boss, an elegant, edgy, Englishman interrupts them.

DUNCAN

Congratulations. Only forty minutes

late. You're handling this promotion really well Rachel.

RACHEL

Duncan. My work is everything to me. This'll never happen again. Now stand back -- this session's gonna make you remember why you hired me even though I wouldn't sleep with you -- Cooper let's get these penguins dancing --

Duncan backs off, charmed by her ballsiness. The music BLARES just then, and a penguin JUTS forward and NIPS the model. The FLASH of the camera. We FREEZE for a second, seeing the photo Rachel just took. An Avedonesque portrait of a model being GOOSED by a penguin COLLIDING with a maitre'd who SPILLS his tray and the penguins seem to be POINTING and LAUGHING uproariously. It's an inspired photo.

INT. SCHOOL COUNSELOR'S OFFICE - 2:30 THAT DAY

Jackie and LUKE HARRISON -- ruggedly handsome man, mid-forties, charming, disarming, and smart as they come. They sit side by side on a couch across from RUTH FRANKLIN, an Elementary School Counselor

MRS. FRANKLIN

Mr. and Mrs. Harrison, while change is exhilarating for adults, it can be quite challenging for a child.

Luke's beeper beeps. He ignores it; focuses on Mr. Franklin.

LUKE

I won't get that...It's fine. Change. we were talking about change.

MRS. FRANKLIN

The fact that you two are remarrying obviously has Annabelle overjoyed...

(they look at her,
dumbfounded)

And she's very excited about your move to Switzerland.

JACKIE

She said we're getting remarried?

Suddenly -- a long bell rings -- Jackie STANDS UP, startled.

MRS. FRANKLIN

Only a fire drill. My concern is that Annabelle seems apathetic towards her

work knowing she's leaving before the end of the semester.

JACKIE

Mrs. Franklin we're not --

LUKE

Planning on getting --

JACKIE

Remarried. There is no move.

MRS. FRANKLIN

(trying to appear unfazed)

Really? Well then my concern for --

Luke's beeper BEEPS again. They talk right over Mrs. Franklin...

JACKIE

Are you here?

LUKE

I'm here.

JACKIE

Because you don't really seem here.

LUKE

I'm here. I've got a case where they're this close to sequestering the jury but have I answered the goddamn thing?!

JACKIE

Something's up wi...

LUKE

You think I didn't get that?

She cuts a look at Mrs. Franklin.

JACKIE

Excuse him. He never learned how to turn the darn thing off.

And reaches. Does it for him.

MRS. FRANKLIN

I'm wondering if there's anything going on at home that could be intensifying Annabelle's need to create this fantasy?

Long pause. Then suddenly they both start speaking AT ONCE.

LUKE

I've been with someone for quite some time, and didn't feel it was appropriate for her to move in too quickly. But after a lot of thought and careful discussion with her -- and the kids I might add -- she moved in last month.

JACKIE

Since our divorce Luke has seen a number of different women in three short years and without a lot of warning for the kids, he's now living with a woman half his age --

LUKE

Rachel's not half my age.

JACKIE

We're not discussing your age.

LUKE

Well, we're not discussing Rachel's age either.

JACKIE

They want to be with you Luke, they go to your house to be with their father.

LUKE

Jackie, they come to be part of my life. Rachel is part of that life.

MRS. FRANKLIN

Mr. Harrison, I hear you talking about your life, your needs, but are you really in touch with what Annabelle needs?

JACKIE

(suddenly fierce)
This man would walk thru fire for Annabelle, gladly, any day of the week.

LUKE

Napalm.

JACKIE

Except for last Thursday when Rachel

forgot to pick them up --

LUKE

Jackie, she was five minutes late --

MRS. FRANKLIN

I'm wondering if Annabelle is responding to the underlying hostility that exists between Rachel and Mrs. Harrison...

LUKE

Of course she's responding to it. You think it's easy for any of us? You think it's easy for Jackie to watch her kids being looked after by someone who has half the experience she does? Of course she's going to be hostile, irrational, and defensive.

JACKIE

Thank you Luke.

Mrs. Franklin doesn't quite know what to say. The bell RINGS.

LUKE

Thank you Mrs. Franklin. Jackie?

(they get up)

This has been very valuable for us. And I'll have a serious talk with Annabelle tonight.

JACKIE

It's Wednesday night. She's at my house. I'll talk to her.

LUKE

I'll call from work. We can have a conference call.

JACKIE

You tried that last week and we were on hold forty-five minutes...

And they're out the door. You can hear the fight as it echoes down the elementary school hallway.

EXT. SCHOOL, ENGLEWOOD, NEW JERSEY - MOMENTS LATER

Jackie and Luke exit the pleasant suburban school. Head for the parking area...

LUKE

You ask me that counselor's making
a mountain out of a molehill...

JACKIE

I'm worried.

LUKE

Me too.

JACKIE

Luke, I need to switch next Friday for
Thursday, so why don't you take the
weekend...

(pointedly)

...that way you'll be there, and I'll
pick up Monday, Tuesday, and Wednesday.

LUKE

Fine. But I wanted to take the kids
to work with me on Wednesday so I'll
take Wednesday, and you can pick up
that Thursday, Friday after soccer,
and Saturday before riding.

JACKIE

Easy enough.

LUKE

Good...Well...Take care.

As if on automatic pilot they move in to kiss each other goodbye
then stop. Each takes a step back. 15 years of hellos and
goodbyes. A beat. A wave. They head their separate ways.

EXT. JACKIE'S HOME - NIGHT

Establishing shot of Jackie's lovely home on its lovely street.
Old trees. Comfortable front lawns. Safe and happy. A place to
grow kids, dogs, probably walruses, even. We PUSH toward the warm
glow from within this home...

INT. JACKIE'S HOME - NIGHT

Jackie setting the table. Annabelle recording the moment with her
omnipresent VIDEO CAMERA...

ANNABELLE

I didn't say that. Why would I say
that?

JACKIE

Well Daddy and I were thinking that sometimes people tell a story about what they wish would happen.

ANNABELLE

I don't want that to happen. Why would I want that to happen?

JACKIE

Well you're telling your teachers and your friends --

ANNABELLE

Mass hysteria.

JACKIE

Maybe you're upset that Rachel moved in.

ANNABELLE

I'm not upset. Why would I be upset?

JACKIE

Look if the truth is you don't feel like talking about this right now that's fine. But don't look me in the eye with a big smile on your face and lie to me. Cause there are only so many lies you're allowed to tell before it starts showing on your face. You wind up looking like...

She stops. It's just too horrible.

ANNABELLE

Like who?

JACKIE

Well, he's not president anymore, so why be petty.

Ben enters in white gloves and Jackie's scarf.

BEN

Pick a card. Any card.

Jackie picks a card.

ANNABELLE

It just slipped out.

JACKIE

It happens.

ANNABELLE

(a beat)

What happens when he loves Rachel more than us?

JACKIE

That will never happen.

ANNABELLE

Never say never you always say that. I'll bet daddy's mad at me now.

BEN

Queen of diamonds.

JACKIE

Seven of clubs. Nobody's mad we just want to talk about it.

ANNABELLE

I'm gonna call him.

JACKIE

Annabelle, daddy and I will always be there. That's one time always is always. You can call him after dinner but...

Annabelle RUNS out of the room. Jackie watches her sadly. Ben hits Jackie hard with his magic wand.

BEN

Poof! You're happy now.

JACKIE

Thank you Ben.

(unhappily)

Annabelle!

Ben finds himself alone in the kitchen. He hits himself on the head, hard. Poof! He begins to serve himself dinner. Alone.

EXT. RESTAURANT, SOHO - NIGHT

Rachel and Luke exit a neighborhood bistro. Stroll down the street...

RACHEL

(irritated)

Okay, if they're going to have a

sauce, put something in it besides flour and chicken broth...

LUKE
(quietly)
It was a veal stock, I thi...

RACHEL
Well, it wasn't a reduction like you do it! Boiling down half a ton of bones...

Luke is thinking of something. She's watching that.

RACHEL
The way you cook. If you could make love, I'd marry you.

LUKE
(softly)
We have to talk.

RACHEL
(happy)
Uh-oh. I mention marriage, all of a sudden...
(ominous Nazi Baritone)
Ve haff to ta...

LUKE
I didn't want to spoil our supper...

RACHEL
You'd rather spoil our walk home.

LUKE
Yeh, it's cheaper.

Okay, what?

LUKE
I just found out I have to go to Boston to get a deposition. I might not be back until Saturday.

RACHEL
(mock horror)
So I'll have to order in?

LUKE
(dropping the other shoe)

We have the kids this weekend, so...

RACHEL
(softly)
Jesus.

He glances over...

RACHEL
I thought it was her weekend. Do I
ever see you alone?

He draws a breath. The concern is behind his eyes.

LUKE
Anyway, I thought...while I'm
gone...maybe I'll hire in some help.

RACHEL
For what?

LUKE
Just a babysitter -- I mean...you're
working...

RACHEL
I can take them to work with me -- I
can shift things around --

LUKE
You don't need to. I don't expect you
to handle them yourself.

RACHEL
Can't handle them myself is what you
mean. Can't.

Maybe she's right. Because he doesn't say anything.

RACHEL
You don't trust me to be alone with
them.

LUKE
I trust you of course I do but --

RACHEL
But? But what?

LUKE
But you're not good at this. Not yet.

I'm sorry.

RACHEL

I know how responsible, caring adults parent children. I'm bribe 'em. But 'em a dog or something. Maybe a Doberman.

He loves her. But this problem is real.

RACHEL

Look. I know they hate me.

LUKE

They don't hate you --

RACHEL

And what you're telling them is keep hating her -- keep up the good work --

LUKE

Nobody's telling them to hate you --

RACHEL

Really? Look in your ex-wife's eyes.

LUKE

It's complicated for Jackie. It's complicated for me...You don't have kids -- you don't understand --

RACHEL

(angry now)

Oh right...So it's just complicated for you and Jackie -- for me it's pretty simple cause I just don't understand...

LUKE

No you don't. And I'm not gonna screw with my kids heads right now --

RACHEL

You know I don't need another person in this family making me feel like an idiot...your ex-wife's doing a bang up job and I have to face it every Tuesday and Thursday and every other goddamn weekend and I just don't know how the hell you were married to her for so goddamn long! Jesus what did you see in her? I don't get it -- I just don't get it.

They've reached their building. As they enter...

LUKE

She's a great mother.

INT. RACHEL'S AND LUKE'S LOFT - NIGHT

The door of the freight elevator CLANGS open. As Rachel and Luke step out into their loft, the phone is RINGING.

She looks to Luke. Then RUNS to SNATCH it up...

RACHEL

Hello?

INTERCUT: INT. ANNABELLE'S CLOSET - JACKIE'S HOUSE

Annabelle with a phone in her closet. Hearing Rachel, she hangs up. A pink POST IT creeps under the door. CAN I JOIN YOU FOR DESSERT IN THE CLOSET? VANILLA OR CHOCOLATE YOGURT. PLEASE CHECK ONE.

INT. RACHEL'S AND LUKE'S LOFT - FRIDAY NIGHT

The most beautiful little puppy in the world -- sitting in a puddle of pee on a hardwood floor.

RACHEL

Aw George...not again... who wants to help clean up this time?

(overly zealous)

Annabelle?

She looks around -- completely exhausted. It's late. Annabelle is video taping the dog pee. Ben's in the kitchen talking to himself. He pours and sprinkles, working intently on a MAGIC POTION.

ANNABELLE

Why do you make that face when you talk to me?

(she imitates Rachel)

And that voice you use...you think I'm deaf or something?

Ben ZAPS the magic potion theatrically with his fingertips.

RACHEL

(reaching for her)

I'm sorry, okay? Let's not fi...

ANNABELLE

Don't touch me! I'm allergic to you!

She starts sneezing furiously and scratching. Ben comes out of the kitchen carrying a steaming cup of potion.

BEN

"Those who travel far and near this
will make you DISAPPEAR!"

ANNABELLE

I have to work on my video project!
Don't follow me! I can put myself to
bed.

She races upstairs. Rachel follows. So does Ben. And George.

BEN (O.S.)

Excuse me --

RACHEL

(following into
Annabelle's room)
Annabelle let's get something clear.

ANNABELLE

I don't have to listen to you! You're
not my mother.

RACHEL

Thank God for that!

She leaves the room SLAMMING the door behind her. Takes a breath,
turns, and walks back in.

RACHEL

What I meant and perhaps I didn't say
it well was you have a great mom. You
don't need another one. But when
you're at this house --

ANNABELLE

This is my daddy's house --

RACHEL

This is my house too!

ANNABELLE

And this is my room so get out!

BEN (O.S.)

Excuse me.

Rachel throws open the door. Ben stands there innocently.

BEN

I made you some cocoa. See?

RACHEL

Thank you Ben. That was so sweet of you.

(pointedly to Annabelle)

Goodnight Annabelle. Sweet dreams.

Rachel leads Ben to his room. With Rachel safe out of sight, Annabelle takes the puppy into her arms and cuddles it.

INT. BEN'S ROOM - RACHEL'S AND LUKE'S HOUSE - NIGHT

Rachel, dead on his feet, reads "Goodnight Moon" to Ben.

RACHEL

"In the great green room there was a telephone and a red balloon..."

BEN

Aren't you going to drink your cocoa?
It's the good kind.

RACHEL

(faking a big sip)

Mmmm! Tasty. You're a master chef Ben.
Just like your dad.

Ben points to the book -- she 'reads' skipping pages, a hundred miles an hour desperate to get to the end of the book.

RACHEL

"Goodnight moon, goodnight hush,
goodnight mush, goodnight goodnight
goodnight Gracie -- Goodnight Ben!

BEN

No! You're cheating -- you have to start from the beginning and you have to read the whole thing I can't sleep otherwise.

Ben's eyes are glued to her. She lays down next to him, yawns.

RACHEL

"In the great green room there was a telephone and a red balloon..."

BEN

"And a picture of the cow jumping over the moon..."

RACHEL

(laying head down)
That's nice Ben.

Ben reads until Rachel's asleep. He looks at her in AWE.

BEN

Rachel! Rachel!

No response. Rachel's really asleep. He lifts her head. It flops down! In HORROR he jumps off the bed and with a quick look back, races from the room, and...

...DARTS down the hallway, BUMPING into walls -- He LEAPS inside Annabelle's room, SLAMMING the door behind him.

ANNABELLE

Ben! What's wrong?

BEN

(triumphantly)
I killed her!

Ben and Annabelle gape at one another, stunned.

EXT. JACKIE'S HOUSE - MORNING

Rachel pulls up FAST in Luke's Grand Cherokee. As she SCREECHES to a stop, the kids pile out with their gear.

Rachel takes an anxious look toward Jackie's place. Here we go.

INT. JACKIE'S KITCHEN - MORNING

The clock reads 8:10. Rachel and the kids enter. Annabelle's hair is brushed forward, hiding her face. Ben is ebullient. Jackie's edgy, ready to snap.

JACKIE

How do you hold down a job? It's 8:10.
You were supposed to be here at 7:00.
She's missed her sunrise Groom'n Ride.

RACHEL

This is Friday, her riding lesson is on Tuesdays.

(pulls out post it)
I got it right here...

JACKIE

Every Tuesday except the 3rd Tuesday of the month when it's switched to Friday except in April when she rides on Thursday. It's not that hard. Didn't you have a mother?

RACHEL

(flinching)
Can I please have a cup of coffee?

JACKIE

We don't have any coffee.

RACHEL

What is this? The Betty Ford Center?

JACKIE

Annabelle, how's your video rep...

Annabelle RUSHES past her. Ben saunters off after his sister. Jackie turns to Rachel, accusingly.

JACKIE

What happened with Annabelle? Has nothing I said gotten through to you?

RACHEL

Maybe you could back off just a little bit --

JACKIE

What did you do?

RACHEL

Nothing. Look, I want to talk to you about...well...Luke said to ask you...

Jackie's edge sharpened by Rachel's unease.

RACHEL

See, the place where I can connect with Annabelle is my photography. Because she loves video and all...

And...?

RACHEL

She's been talking about this little editing machine, it's only...

JACKIE

...a ridiculously expensive and inappropriate item, which her father and I have already told her she is far too young to own. But you apparently want to buy her forgiveness, with...

RACHEL

(had enough)

Forgiveness? For what, exactly?

Silence.

JACKIE

How much time have you got? Let's start with this morning. Why did she run from this room?

Long beat. Then, Rachel looks dead on at Jackie.

RACHEL

Luke was in the shower this morning and Annabelle sort of walked in without knocking.

JACKIE

I'm sure that didn't upset her. Everyone in our family takes showers.

RACHEL

I was in there in him.

The air is thick with tension.

JACKIE

Did you or Luke talk to her about it afterwards?

RACHEL

No. I thought it might be uncomfortable for her --

JACKIE

You mean for you. A 10-year-old girl is coping with the fact that her father is never coming back to live with his family. She sees her father naked with another woman for the first time.

And you think it's best for her if everyone pretends it didn't happen?

(turning away)

This isn't going to work out.

RACHEL

You're damn right. I'm gonna sick of your imperious bullshit. I never said I was Betty Fucking Crocker. If every time life hits her in the face you want to have a 12 hour talk every third Friday or the month -- go ahead! I have a life!

JACKIE

Oh and I don't because I have a children?! The problem is you're too self-involved to ever be a mother.

RACHEL

Maybe the problem is your kids. Maybe they're spoiled, coddled brats!

JACKIE

Get out!

RACHEL

(holding up Post Its)
But it's not on the schedule!

JACKIE

You got to hell!

Jackie turns away, storming out of the room.

RACHEL

Ah Ah Ah! You owe me a quarter --

INT. YMCA KITCHEN - DAY

Luke stands in an apron before Annabelle's Girl Scout Troop, rolling out a large pie dough. They imitate his every move.

LUKE

Now Ladies, the secrets to a great pie is the crust. And the secret to a great flaky pie crust comes from less flour and more...what?

ANNABELLE

Ice cold water.

LUKE
(adoringly)
That's my girl...

Rachel watches from a corner.

LUKE
Blueberry pie must be topped with vanilla
Haagan Daz and/or creme fraiche...now the
secret to a great creme fraiche is...

ALL THE GIRLS
Orange peel!

LUKE
...which also is the secret to...

ALL THE GIRLS
French toast!

LUKE
Now don't forget to teach your fathers
that. Next week...apple brown betty!

He takes off his apron and walks toward Rachel as the girls file
out...

RACHEL
She said no.

He doesn't even know what she's talking about.

RACHEL
The editing machine. I mean,
Annabelle would have really loved it.

She looks down.

RACHEL
It would have been great for us,
so obviously, Jackie just...

Eyes down. Choosing her words.

RACHEL
She's really a difficult person...

Looks up.

RACHEL
Best thing ever happened to you was

her throwing you out on your butt.

An afterthought...

RACHEL

Not that I have a personal stake
in it.

He comes and kisses her.

LUKE

Get ready. To get really mad.

RACHEL

Uh. Annabelle's video report has been
switched again.

LUKE

Not yet.

RACHEL

Hey, I sold my body to Satan to clear
Friday at two o'clock...

LUKE

We have the kids. Next weekend.

WHAT???

LUKE

And it's my call. I promised them
water-skiing, instead o...

RACHEL

(quiet pain)
Our weekend. At that sweet little
B & B.

He puts his arms around her.

LUKE

And the evil part is. I am so stoked
about the water-skiing. I can't wait.

He tastes her mouth. And again. A sweet, hot moment. Her fingers
trace up his neck. To his hair.

RACHEL

No, this is good. Celibacy is
healthy. For a guy your age. You'll
get used to it.

From the kiss that follows. He won't have to.

INT. JACKIE'S KITCHEN - DAY

CLOSE ON an ANSWERING MACHINE. IT CLICKS, WHIRLS, and...

RACHEL (O.S.)

Hi, it's the trophy bimbo. Annabelle's teacher called, and her video report is being moved up to 8:30 tomorrow. Sorry to deprive your step aerobics class of their role model.

Pause. PULL BACK to see...

RACHEL (O.S.)

Anyway. I'm sorry I lost my temper the other day. And I'm sure you are, too, so...

...BEN, looming over the hardware. Fingers poised above the buttons, and he...

RACHEL (O.S.)

...no, apology necessa...

...strikes! Playing all the keys at once. Like chords on a baby grand.

INT. CLASSROOM - MORNING

CLOSE on a small TV MONITOR, the angelic face of 10-year-old TAMARA, practicing for the Miss America Diplomatic Interview, circa 2009...

TAMARA

Well, I I had a million dollars...
I would use it to...feed all the
precious hungry children of the world.
And bring about total world peace.

PULL BACK to see the class and teacher watching raptly. Filmmaker Annabelle in the seat of honor next to her proud father. Rachel in the back of the room, anxiously looking at the back door. While on screen...

...another face. JARED, bad as he wanna be...

JARED

A million big ones. Oh. I'd buy
about a thousand babes. Not to do

anything bad, I mean. Just to hang with.

Near the monitor, Annabelle's eyes are also furtively cutting to the classroom's back door. On screen now...

...the handsomest 10-year-old since DiCaprio. BRAD the Dreamboat. Stares soulfully at the camera. Murmurs...

BRAD

Well, first off, Annabelle. I'd give half of it. To you.

The class OOOOOS, WHISTLES. Annabelle flushes, but she clearly likes it. Brad grins a Redford grin her way. And through the back door BURSTS...

...a harried, disheveled JACKIE. Still in workout clothes. As on screen...

ANNABELLE

There you have it. Now ask yourself ...what would YOU do?

The screen goes BLACK. The class, teacher and especially Luke ERUPT with APPLAUSE. So does Jackie, who has locked eyes across the room with her mortally-wounded abandoned daughter. Then Jackie's eyes CUT TO...

...Rachel, a deer in headlights. Death by Army ants would be too kind.

INT. SCHOOL HALLWAY

Annabelle, Luke and Jackie GLARING at Rachel, who looks awkwardly at her feet. KIDS stream past, unaware of the gravity of the moment.

JACKIE

Machines do not EAT message.

RACHEL

Look, I...

JACKIE

Of all the cheap excuses. To break a child's heart.

The jury is in. There is no appeal. Jackie takes her daughter's hand.

JACKIE

Don't worry, sweetie, there's still the Harvest Pageant. And you are the lead vegetable...

Said with bottomless pride.

JACKIE

And nothing. And no one. Can keep me away.

One laser look at Luke. This bitch is your responsibility. And she leads her baby off.

EXT. JACKIE'S HOUSE - DAY

A parked VAN, packed with SNOWBOARDS and ski gear. No people. PAN across the suburban lawn to...

...Luke, dejected, at Jackie's door. Rachel nearby, still peers into the window of an unlit, empty house. A cellular phone RINGS. Luke WHIPS it out, like the Governor's pardon hangs in the balance...

JACKIE (O.S., from carphone)

You paged us?

LUKE

(distraught)

Where are you?

INTERCUT throughout...Jackie on her cellular, herding the kids toward a CIRCUS TENT...

JACKIE

Just outside the big top, we're almo...

LUKE

You're WHERE?

JACKIE

At the Big Apple Circus, it's the only big top I know. I said I'd get 'em back tonight...

LUKE

Jackie, we were taking them water-skiing for the whole weekend!

JACKIE

(innocent)

...until the plan changed, when
Jessie's mom gave us these tickets.
What, Rachel. 'forgot' I told her?

Luke's eyes DART to an uncomprehended Rachel. She's never seen
him this angry.

JACKIE

Don't tell me. Another machine ate
another message? Boy, there's a lot
of that going around! Put her on, huh?

A beat. He hands the phone to Rachel. She brings it to her ear...

RACHEL

Yeh?

JACKIE

Think twice. Before you ever pull
that again.

CLICK. The line is dead. And so is Rachel.

EXT. CENTRAL PARK CASTLE - DAY

A glum Annabelle and Ben sitting on a bench watching Rachel at her
photo shoot, George between them.

A beautiful WOMAN appears in the turret -- she lets down her hair --
a modern day RAPUNZEL -- her golden locks fall 17 feet -- now a BURST
of yellow -- as a hundred YELLOW CANARIES fly out from her mane! A
beautiful MAN begins to CLIMB the hair. FLASH! The man DANGLING
in mid air surrounded by canaries.

Rachel works with intense concentration. It's been hours.
Annabelle and Ben are completely bored.

RACHEL

(to Cooper)

The timing was off -- I need this light.

ANNABELLE

(to herself)

Just where I wanna be all Saturd...

RACHEL

(to everyone)

Hold lunch!

ANNABELLE

But we're hungry -- and I have to pick

up my costume for the pageant! It starts at seven!

RACHEL

It's only one o'clock...Why don't you get another Fudgesicle -- I'll be done soon -- really soon.

Annabelle and Ben. Rolling their eyes.

LATER...Annabelle asleep on the bench. Rachel stands over her, a canary on her finger.

RACHEL

Lunch time Sleeping Beauty. Where's Ben? Is he in the bathroom?

ANNABELLE

I don't know...I feel like I'm gonna throw up.

EXT. PARK MEN'S ROOM

Annabelle stands with Rachel by a line of empty urinals.

ANNABELLE

What if he's kidnapped?

RACHEL

He's not kidnapped he's -- he's just hiding -- he's just -- BENNNN? GODDAMMIT!

Panicked, she grabs Annabelle's hand.

ANNABELLE

Don't touch me! You bring bad luck!

Rachel. Starting to believe it.

INT. CASTLE TOWER - MOMENTS LATER

Breathless, Annabelle and Rachel CLIMB the castle stairs when they hear WHIMPERING -- Rachel follows the whimpering -- RUNNING --

RACHEL

Ben! Ben we're here! BEN!

In the corner of the tower we see GEORGE staring up at her. But Ben is NOWHERE to be found.

ANNABELLE

He's gone forever and I'm gonna miss
the pageant.

Rachel once more. Her life flashing before her eyes.

EXT. POLICE STATION, CENTRAL PARK - LATER

Jackie BLASTS up in the Volvo, SLAMS to a stop in a non-spot, RACES into...

INT. POLICE STATION - DAY

Jackie RUNS through the police station moving down corridors past desks until she sees BEN sitting with TWO POLICEMEN on a bench. She holds him to her chest, shaking.

JACKIE

Ben! Oh my Ben! Are you alright?

BEN

I knew where I was all the time.

INT. AUDITORIUM - THAT EVENING

Ben sits between Jackie and Luke holding each of their hands. Rachel sits on the other side of Luke; all waiting for the Harvest Pageant to begin. It's horribly tense.

RACHEL

(sincerely)

Jackie? I am so sorry about today I really fucked up royalty. When you called Luke I was so goddamn relieved --

Luke elbows her with an "We're in an Elementary School" elbow.

RACHEL

No I did -- I know I did -- I screwed up. I feel like such an asshole...

Jackie lifts Ben onto her lap, holding him tightly. She turns and faces Rachel, claws bared.

JACKIE

Shhhhhh!

The lights go down. They sit pretending the other is not there.

On stage -- The class is dressed as the harvest PRODUCE. Annabelle is the CORN. Each FOOD DISH steps forward and introduces itself. Annabelle rehearsing her line over and over.

ANNABELLE

"Hello! I am Maze. But you can call me Corn. Hello! I am..."

Inside her costume, her breathing is sharp. She stands very straight, very bold. A brazen ear of corn. She steps forward.

ANNABELLE

"Hello! I am..."

Rachel POPS UP next to the stage with her huge PROFESSIONAL CAMERA and giant flash. Her camera FLASHES three times, quickly. After each flash, we see the picture for a split second, Annabelle. A TERRIFIED ear of corn. A LOST ear of corn.

ANNABELLE

(blinks, disoriented)

Um...I'm...I'm...Oh...

In the audience, Jackie is willing her daughter a recovery. Sees instead, a completely DEVASTATED ear of corn.

ANNABELLE

(exploding in tears)

Oh forget it!

She runs offstage amidst laughter and applause. Luke looks over at Jackie but she and Ben have already left their seats.

EXT. AUDITORIUM FOYER - NIGHT

Jackie comforts Annabelle. Ben watches closely, getting caught up in his sister's sadness. Luke and Rachel approach.

ANNABELLE

I hate her. I really hate her.

LUKE

There you are!

ANNABELLE

(covering her face)

Don't take my picture!

She starts to cry. Ben's lip quivers, his eyes well up.

JACKIE

Annabelle doesn't really want to talk to you right now.

RACHEL

I'm sorry I didn't mean to break your concentration. I thought it would be a nice moment to rememb...

ANNABELLE

I don't ever want to remember this!

A TURKEY approaches.

TURKEY

They're taking a picture of the Produce, we need the Corn. C'mon Annabelle.

JACKIE

See? No one's laughing at you. Your friends want you to join them, Annabelle. Corn is a very important part of the Harvest Produce. Now Ben, walk your sister over to the Yams.

Ben takes Annabelle's hand. When they are gone...

RACHEL

Jackie, if I thought for one moment...

JACKIE

(lighting into Luke)

You listen carefully because I am only going to say this once. That woman has nothing more to do with my children.

LUKE

Our children.

JACKIE

Do you realize what could have happened to your son today? How lucky we are the police found him before some lunatic did? He could have been...

LUKE

But he hasn't. He wandered off. I know it's terrifying. I can imagine how you felt when that call came -- But it happens.

JACKIE

Not to me.

LUKE

(soft, reasonable)

Jackie, you've made mistakes -- We all make mistakes --

JACKIE

I'm not gonna wait around to see the next one. I'm not gonna watch my kids fall through the cracks of this arrangement. I'm seeing a lawyer.

LUKE

Jackie stop. We promised we never go there.

JACKIE

We've broken a lot of promises, haven't we Luke?

RACHEL

Why are you taking this out on him?

LUKE

Rache, get out of th...

RACHEL

(still to Jackie)

You haven't done one goddam thing to make any of this easier...

JACKIE

I am not here to make it easier for you. These are my children. They don't want to be with you.

RACHEL

Well, maybe they would if they thought it was okay, with y...

JACKIE

(poking Luke's chest)

A court order is gonna say that woman is never alone with my children! Ever again! Do you HEAR that?

All of New Jersey heard that. On the silence that follows, she stalks off. The mother lion. Doing what she has to do.

EXT. NORTH VALE STABLES - DAY

Jackie and her children ride HORSES side by side through a perfect

Fall afternoon. Our riders look about alertly, as if patrolling enemy territory.

ANNABELLE

Guinevere, Godiva, I sense enemy sol...

BEN

I don't want to be Lady Godiva anymore, no matter how much I like chocolate. I want to be a stud.

In distance, a gaggle of GROUNDSKEEPERS. Jackie points these out to Ben, without missing a beat...

JACKIE

Lord Nelson, Napoleon's troops. I fear for the women and the property values.

ANNABELLE

I'll ride ahead. Nelson, protect the Queen...

And she canters off, blood in her eye. Alone now with his mom, Ben has something serious on his mind.

BEN

Mommy? It's not Rachel's fault I ran away.

JACKIE

(doesn't turn)

No, that's your fault. It's her fault for not watching over my precious son, as if it were her priority. Which means, the most important job.

BEN

(thinks about this)

Rachel's job is she works.

JACKIE

Ben, mommies work too. They work very hard. Mommy works harder as a mom than she did when she was working. I just don't get paid.

BEN

Does Rachel make a lot of money?

JACKIE

People like Rachel who only think about themselves often do make a lot of money.

BEN

I think she's pretty, Mommy.

JACKIE

Yes...if you like big hair...

BEN

Mommy?

JACKIE

What honey?

BEN

If you want me to hate her I will.

On Jackie. Stunned. Her lips part for an answer. But she hasn't got one.

EXT. JACKIE'S HOUSE - NIGHT

Luke pacing around on the path through Jackie's front lawn. Jackie exits the house, alone. Stands on the porch. And they stare at each other.

JACKIE

You know, you can come inside the house.

He looks at the end of his rope. She walks down to him.

LUKE

(quietly)

Did you see the lawyer?

Oh. Well...

JACKIE

Called him. We set an ap...

LUKE

(almost a whisper)

Don't do this.

So vulnerable. The air comes out of her. We see how much she still cares for this man.

JACKIE

You're saying, don't make the kids a football, don't put them through a war. But I'm doing this for their well-being.

LUKE

Partly. But partly, you're mad.

Staring. At each other.

LUKE

You know the kids aren't really in danger. This is about Rachel, and you're right, I'm disappointed in her learning curve, and...

JACKIE

Slugs. Have faster learning curves. Trees, even.

He takes a breath.

LUKE

(here it is)
I'm afraid she's going to walk.

JACKIE

And I'm supposed to care.

He reaches out. Takes her hands.

LUKE

(softly)
About me, yeh. Like I care about you.

She looks in his eyes.

JACKIE

Like you cared about me three years ago?

He shrugs. Looks saddened by that.

LUKE

(softly)
Hey. You kicked me out.

And just this once. With all that's happened. Jackie needs to say...

JACKIE

Maybe you should talk to your daughter, about why. She seems to have missed that part.

Now he looks ashamed. And sorry from his heart.

JACKIE
(softly)
Forget I said that.

He has to tell her...

LUKE
This thing with Rache. I need this. I don't want to lose her. And I will see to it that the kids don't suffer. Help me, huh?

Help me.

LUKE
I'd do it for you.

Yes, he would. Despite everything, she knows that.

JACKIE
One last chance, don't make me regret it...

Her voice tried to be tough. But the tension showed through.

JACKIE
...or you will, too.

A last look. She walks slowly. Back toward the house.

EXT. CAR POOL LINE, ELEMENTARY SCHOOL - AFTERNOON

The last cars are pulling away. No kids left, except the ones shooting hoops. Except. On the low brick ledge by the flag pole...

...Annabelle sits. Alone. Quietly freaking.

INT. RACHEL'S STUDIO - AFTERNOON

Rachel and Cooper sit on a bare floor SURROUNDED by countless PROOFS of FLYING CANARIES. An assistant brings a cell phone to Rachel, who holds it in place with her shoulder, as she frantically sorts through the prints...

RACHEL

(into phone)

...no, no, that is not possible. You must have the wrong little gir...

Stops.

RACHEL

(into phone)

...because Annabelle's mother never forgets, is never late, is never imperfect. So that's some other kid sitting on the curb by the car pool li...

Listen. All the air comes out. She looks around, sadly, at all the work surrounding her.

COOPER

May I remind you that Duncan has the client arriving at exac...

RACHEL

(into phone)

Sure. I was just doin' my nails.

INT. RADIOLOGY LAB - AFTERNOON

A cavernous sterile room. A horrible METALLIC HAMMERING sound. PAN to see that it comes from...

...a white cylindrical TUBE. Bare feet protrude. An MRI is in progress. The sound stops. The body SLIDES from the tube, a woman in a hospital gown. She is Jackie.

She blinks at the light. Her eyes are drawn, a million miles away. A lot on her mind. A TECHNICIAN enters the room...

TECHNICIAN

Your paper went off during the procedure. Do you want the number?

Jackie turns, suddenly focusing...

JACKIE

Wait...what time is it?

INT. PRINCIPAL'S OFFICE - AFTERNOON

Annabelle sits glumly, refusing to eat some chips from the bag in Rachel's hand. Rachel's voice is low, soothing. Dare we say, maternal...

RACHEL

Hey, sea salt and vinegar, I know
this is your fave.

Annabelle keeps her eyes down. This is more than a sulk. She
seems fairly unglued.

RACHEL

C'mon, these are the Bomb, I prom...

ANNABELLE

Now could she just...forget me!

Looks up. Eyes desperate.

ANNABELLE

I mean, that's something you would do!

Rachel stares back. Eats a chip. Decides...

RACHEL

(softly)
Tell ya the truth? I did.

The kid blinks. A non-compute.

RACHEL

Your mom had to...help a friend with
this...emergency? And she called me.
And we switched days. Then, I got
stuck on my shoot, and...

ANNABELLE

MOMMY!

Rachel WHIRLS to see JACKIE filling the doorway, Annabelle flying
to her mother's arms. The women's eyes meet. How much did she
hear?

INT. JACKIE'S BATHROOM - NIGHT

Jackie brushing out Annabelle's hair. Jackie's eyes are distant.
Annabelle watching in the mirror.

ANNABELLE

Are you worried about your friend?
With the emergency?

Jackie's eyes come back to focus. Hmmn?

JACKIE

Oh, I'm waiting on some news, that's all. Say. Can I ask you why you never asked me something you probably asked Daddy anyway?

And she smiles. Real carefree. So Annabelle smiles back.

ANNABELLE

You can try.

More brushing. Gentler, slower strokes.

JACKIE

Daddy was washing Rachel. In the shower. What did you think that was about?

ANNABELLE

Sex. Of course.

Oh.

JACKIE

Well, not exactly s...

ANNABELLE

Why does Rachel scream?

Does she mean what Jackie thinks she means?

JACKIE

Scream.

ANNABELLE

During sex.

Oh. Again.

JACKIE

How would you know sh...

ANNABELLE

I live. In the same country.

Her mother laughs. Encouraged...

ANNABELLE

(imitating)

Oh God oh God Oh God oh God oh God

Oh...

JACKIE

...why do you think?

ANNABELLE

Because it feels really incredibly good.

Jackie moves around. Leans to stare in her eyes.

JACKIE

So why are you asking me?

ANNABELLE

I like talking about it. At least, to you.

The look holds. Almost a bittersweet smile plays on Jackie's lips. She leans to kiss her daughter's head.

JACKIE

(a murmur)

Same here, huh?

INT. RACHEL'S DARKROOM - MORNING

TOTAL DARKNESS -- Slowly an IMAGE APPEARS -- Floating in a pool of water. It's a photo of a child's FEET. Only the wrong shoe is on the wrong foot. Suddenly, KNOCKING...

RACHEL

Hold on! Don't let the light...

Jackie enters, leaving the door wide OPEN.

RACHEL

...in.

JACKIE

I'm sorry. Look, I'm not real comfortable being here, but...

RACHEL

I don't recall inviting you.

Silence.

JACKIE

I overheard what you told Annabelle. The lie.

Unreadable faces. What are they feeling?

RACHEL

I have a snoop.

JACKIE

I didn't need you to take the blame for me, I'm quite...

RACHEL

(simply)

I didn't do it for you. Believe me.

And Jackie. Finds that interesting.

RACHEL

(shrugs)

She already hates me. You've seen to that.

JACKIE

You're not terribly good at taking care of h...

RACHEL

I need practice.

JACKIE

Those are my children you're practicing on. They deserve first-rate care. Every minute. Of every night. And every day.

More silence.

JACKIE

So why did y...

RACHEL

I did it for her.

Straight to her eyes.

RACHEL

Poor kid has to believe in someone. Even if it's you.

Nothing friendly about it. But Jackie hasn't come seeking friendship.

JACKIE

I have an appointment this after-noon. I need someone to take them to the park.

RACHEL

What? And have Federal agents jump out of the bushes with court orders? How many years do you get in this state for giving second-rate care to minors?

Hard looks. All around.

JACKIE

However many. It's not enough.

RACHEL

I'm already on thin ice. Yesterday, I actually thought my boss was going to fire me.

JACKIE

Fine, forget it.

But neither of them wants her to. A Mexican Standoff. Until Jackie empties her huge purse on the counter.

JACKIE

Band-aids for cuts. Band-aids for new shoe blisters. Packet of Wash n Dri's. Kleenex. Sugar free lollipops, potty seat covers for public restrooms...

RACHEL

Why not just bring the whole toilet?

JACKIE

Ben likes to be read to. Do you know Dr. Seuss...?

RACHEL

Not personally.

JACKIE

Do you have a word limit you need to hit every day or can I finish?

This silences Rachel. Jackie hands her a Post It.

JACKIE

Here's their schedule for this after-

noon. I'll meet you at the park at five. All I ask is that they're alive when I get there.

A beat.

RACHEL
(dry)
Thank you.

And scoops up the parenting paraphernalia.

JACKIE
(drier)
Thank you.

And walks out the door.

INT. STUDIO CORRIDOR - MORNING

Jackie stands outside a door. Deciding. She knocks and enters...
...Duncan's office. He sits behind his desk, across from a client. Both men looking up at this stranger.

JACKIE
Mr. Samuels? Forgive the intrusion,
I'm Jacqueline Harrison, and...

The sweetest smile she's got. Which is pretty good.

JACKIE
...well, I just wanted to thank you.
For your generosity.

DUNCAN
(a beat)
Gener...

JACKIE
...my daughter had a terrible
emergency yesterday. My husband and I
couldn't be reached, and...your Ms.
Kelly came to Annabelle's rescue.

Confides...

JACKIE
I'd hate to think what might have
happened.

Shakes her hand.

JACKIE

She told me that you were so supportive, even at great inconvenience to your business, and...

An amazing smile.

JACKIE

It's wonderful to see a successful man. With that sense of priorities.

DUNCAN

(longer beat)

Well...under the circumstances...

JACKIE

If I can ever repay your kindness. It would be my great pleasure.

Backing out the door...

JACKIE

...and your Ms. Kelly? A remarkable young woman.

The client is beaming.

DUNCAN

(clearing his throat)

We think so.

INT. DOCTOR'S OFFICE - AFTERNOON

CLOSE on Jackie, looking down. She seems to be staring at something in her lap...

JACKIE

(quiet anger)

I don't even know what that means. Spread. That is very unclear.

...but there is nothing there. Her lap is empty. Except for her unnaturally still hands.

FEMALE VOICE (O.S., gently)

I means we found some cells. In your lymph nodes. In three of them.

The hands come together. Slowly, deliberately. Stating to anyone

who would watch that there is no panic here.

JACKIE

But the other time. You said you got it all. So you could be wrong again. One time, you say one thing, then...

FEMALE VOICE (O.S.)

The other time. Was a year ago.

The air comes out of Jackie. In a thin, slow, precise stream. Everything, her very breath. Under complete control.

FEMALE VOICE (O.S.)

That was a tiny lump in the breast. We radiated, we thought we had it all. We were hopeful. But there were no guarantees.

Silence. Jackie's eyes stay on her folded, still, hands.

JACKIE

But we can beat it.

PULL BACK to see the small, neatly kept office. DR. SWEIKERT is 50, slender, elegant, kind. The doctor you want when you're dying. Jackie looks up to her.

JACKIE

People beat it, don't they? All the time.

DR. SWEIKERT

(straight)

Every day. More and more.

Jackie swallows. The confirmation of hope has allowed some of the fear to show.

JACKIE

So we'll...radiate some more?

DR. SWEIKERT

At first. Then, after awhile, some chemo.

A blow. Jackie absorbs this.

JACKIE

That's necessary, huh?

DR. SWEIKERT

Let's take our best shot.

Jackie nods. Staring at the woman. Then, to break the spell...

JACKIE

I guess a no-hair day beats a bad-hair day.

The doctor smiles. Jackie looks at her watch...

JACKIE

I have to get dressed. My ex-husband has asked me to dinner. God knows why, he was very mysteri...

DR. SWEIKERT

Have you still never told him?

A flash of the anger flickers.

JACKIE

Why would his worry? Or my children's worry. Or anyone's worry. Help the sit...

DR. SWEIKERT

(very soft)

Sooner than later. You really need to.

That brings a silence. A shading of defiance to Jackie's features.

JACKIE

You don't burden others needlessly. That's how I was raised, Doctor.

Hold the look.

MR. SWEIKERT

Maybe at dinner tonight. Think about it.

INT. JACKIE'S BATHROOM - DUSK

Jackie is getting dressed in front of the mirror, her eyes distant, in spite of her attempts at control. Annabelle is watching her like a hawk. We see Ben in the BACKGROUND -- sawing the BABYSITTER ALISE in half.

ANNABELLE

Why are you going to a French restaurant?

Throughout, Annabelle is trying on Jackie's jewelry, making a pest of herself. Jackie fights against rising irritation.

JACKIE

Because it's quiet. And he wants to talk. Alise -- Once he sees you in half, it's bedtime...

ANNABELLE

What are you gonna talk about?

JACKIE

(applying mascara)
Probably you -- your brother -- school --
The solar system...The usual...

ANNABELLE

Then why are you putting on mascara?

JACKIE

(a beat)
I'm a little tired and it's just a
pick-me-up.

ANNABELLE

But you only wore mascara when you and
Daddy went on romantic dates...

JACKIE

Well Daddy and I are just friends
now, and that's no reason not to
wear mascara...

ANNABELLE

Or blush. You look pale.

EXT. RESTAURANT - NIGHT

A Country French place on the West Side. Classy, but inviting.

INT. FRENCH RESTAURANT - NIGHT

Jackie and Luke sit across from each other in the lovely restaurant. Jackie looks beautiful in the warm candlelight.

LUKE

...Maybe you don't think three years
is enough for a person to change

but...things are different now Jackie.
I'm different.

Jackie feels her heart beginning to race. They lock eyes for a moment. He unconsciously begins to eat off her plate. He eats her chicken, and in the dance they've done a thousand times -- she reaches for his uneaten vegetables. The WAITER approaches.

WAITER

Would you and your wife prefer
still or sparkling water?

He doesn't correct the waiter.

LUKE

Still, please.

JACKIE

(when the waiter leaves)
Annabelle showed me the new dress.
She's amazing in it.

LUKE

Getting so beautiful...she looks more
like you every day.
(Luke downs Jackie's wine)
Jackie...I've really given this a lot
of thought. A great deal of thought...

Their eyes lock for a moment. Here it comes...

LUKE

I'm gonna marry Rachel. I know you don't
think much of her but she's a special
person -- she really is. And I love her.
This is a bridge we never wanted to cross
but it's not helping her or the kids if I
don't really commit to that.

Jackie stares at him stonefaced.

LUKE

I didn't think a phone call was
appropriate...

JACKIE

Tell me exactly how you're different
from three years ago? The music
sounds kind of the same from where
I'm sitting.

He shifts in his chair. Wants this to sound as authentic as he feels it...

LUKE

I grew up, a little. I'm ready for a life that's built around commitm...

JACKIE

Just not to me.

The waiter returns with a bottle of red wine. It's horribly quiet as he pours. Waits, obtrusively.

LUKE

Thank you, it's fine...

WAITER

Would you like to taste it?

LUKE

Can we please have less service, here?

The waiter leaves, taking his attitude with him. Luke sighs...

LUKE

It's going to be hard for the kids when I tell them...I'd like you to be there.

JACKIE

To make it easier for them or you?

LUKE

It's a huge moment in their life --

JACKIE

You can't be an 'us' just when you want to. You can't play that card when it's convenient.

LUKE

We...

JACKIE

WE are over.

LUKE

WE'RE still their parents for the next hundred years.

On this, Jackie looks down at her hands.

LUKE

You're still going to have to be dealing with me -- with us. We should tell them together.

JACKIE

No. You think this is going to help the kids then you do it. You're on your own.

INT. RACHEL'S AND LUKE'S LIVING ROOM - THAT NIGHT

Jackie sits next to Luke on the couch -- looking lovingly towards the children, who sit across from them. Annabelle is taping this...

JACKIE

The great thing about life is that things keep changing.

LUKE

Remember when Mommy and Daddy got divorced?

JACKIE

And we all went through that together?

ON Ben. OH MY GOD. He knew it!

ON ANNABELLE -- Behind the video camera -- Where's this headed?

LUKE

Well things are going to change again...

Ben LEAPS up from the couch and FLIES into Jackie's arms.

BEN

I knew it! I knew it! I knew you guys were getting back together!

Jackie looks at Luke. Annabelle ZOOMS IN on their faces.

ANNABELLE

No they're not.

LUKE

Annabelle put down that camera.

She ZOOMS in on his face.

LUKE

Put down that goddamn camera!

ANNABELLE

You owe me a quarter.

JACKIE

Look she's upset --

ANNABELLE

No I'm not. I don't care. Why should I care? I mean nobody asked me when you got divorced. Nobody asked me if I wanted a new mother. Nobody even asked me if I like her. If you guys don't care about our family staying together, why sh...

JACKIE

Daddy and I tried hard. We really did.

BEN

No you didn't! All you guys did was name call! I heard you! You didn't even try and use your words!

Ben runs out of the room. Luke follows him.

INT. BEN'S ROOM - CONTINUOUS

Ben pulls his cape over his head and hides in a bundle in the corner.

BEN

I'm disappearing. I'm almost invisible...

LUKE

(holding him)

I'll find you wherever you go...my magic boy...I'm still your daddy... nothing will ever change that.

INT. LIVING ROOM - CONTINUOUS

Jackie moves to Annabelle who won't put down the camera.

JACKIE

Annabelle...Rachel's not taking my place as your mother -- it's just Daddy's chance to be happy again. Isn't that what we

all want for each other?

No answers. Jackie looks at this daughter she loves so much. Pats the seat beside her...

JACKIE

Come. Sit.

Something in the softening of the tone changes the atmosphere in the room. More real. More like equals.

JACKIE

Life is full of hard things. And we can't always have what we want, you know that.

Don't you? Annabelle nods, cautiously.

JACKIE

But we do have a choice. To make it better. Instead of worse.

ANNABELLE

Like how?

JACKIE

Like seeing the good side of Rachel. So she'll see the good side of us.

Annabelle's stare is hard and questioning. She didn't expect this.

JACKIE

Because I'm looking ahead. And you know what I see...?

Annabelle doesn't. But she sure is listening.

JACKIE

Time will come. When we all need to be there. For each other.

Strokes her baby's hair.

JACKIE

That happens. To families.

ANNABELLE

(straight back)
I'll be there for you.

Her mother's eyes cloud with feeling. A murmured...

JACKIE

I'm counting on it.

INT. RACHEL'S AND LUKE'S KITCHEN - LATE AFTERNOON

Barely any light in the empty kitchen. PAN to see Ben, alone, in his cape. Carefully, he sets a cup of saucer atop a cloth napkin that lies across the butcher block table.

He GRASPS the corners of the napkin. He looks scared. We get what's about to happen. As he...

...YANKS the napkin, as FAST as he can, the cup and saucer, RATTLE and...

...stay put.

Ben. Is astounded.

And then he looks up. To a cabinet filled. With glassware and china.

INT. RACHEL'S AND LUKE'S BEDROOM - LATE AFTERNOON

...Rachel's HAND as a beautiful ANTIQUE RING is slipped on her finger. She is asleep. Then, she...

...stirs, wakes. Stares at her hand in shock and delight.

RACHEL

Oh my God. Are you serious?

LUKE

(tenderly)

I think so...What do you think?

RACHEL

I think so too...

They hold each other for a long time.

LUKE

It's forever you know.

RACHEL

(trying to read him)

Okay...Is that the good thing or the bad thing?

LUKE

Because I can't hurt anyone like
this ever again.

She grins.

RACHEL

How did you hurt someone? She threw
you out, remember?

He does. She hugs him tight.

RACHEL

Everything's gonna work out. The
kids and I...we're going to love
each other.

LUKE

Rache, it may take time.

RACHEL

What's eight, ten years? Hell, you'll
still be ambulatory. I think.

She's counting on her fingers. He kisses her.

RACHEL

It's inevitable. Look, I was
defensive, I was insecure. I was
afraid to love first.

Her incredible smile. Filling even Luke with confidence.

RACHEL

But I'm not anymore.

A sudden horrific CRASHING sound. The breakage of the breakable.
Their look holds.

RACHEL

I'll get this.

A quick kiss. And she's gone.

HOLD on Luke's light smile. Maybe this will all work out.

INT. BEN'S ROOM - LATE NIGHT

Ben is cuddled up in his coverlet. Almost as if he's hiding. She
picks up some stray underpants. Actually, three of them.

BEN

Are you real mad?

RACHEL

How could I be? We learned some magic...

She goes to his bed. Sits down.

RACHEL

I made all the pieces disappear.

Oh. She leans toward him...

RACHEL

And you learned...

She kisses his forehead. Very sweetly.

RACHEL

...to make that trick disappear, huh?

He nods. Big time. She stands, smiles...

RACHEL

(softly)

A night. Of learning.

They share the smile. And Rachel leaves, into the darkened hall. Down it now, only to...

...stop. Open a door, so quietly. Silently enter...

INT. ANNABELLE'S ROOM - LATE NIGHT

...the room of a sleeping child. Rachel moves soundlessly to Annabelle's side. Stares down. Listens to the soft breathing. She straightens the covers slightly, in a maternal way. Then, on impulse, reaches down...

...tenderly smooths back a strand of hair. One last look. And she...

...leaves frame. HOLD on Annabelle, as we hear the knob turn. The door close. Alone, now...

Annabelle opens her eyes. She is thinking.

EXT. JACKIE'S HOUSE - DAY

Rachel dropping off Annabelle at Jackie's door. They must be late,

because Rachel is looking anxiously at her watch. Not even noticing that Annabelle has pulled out a tube of LIP GLOSS, turning the shaft to reveal a glittering golden-colored gloss. Then...

RACHEL

Uh. Put that away, hon, your mom w...

The door OPENS. Jackie is dressed for riding.

RACHEL

(sincere)

Sorry I'm late, I got lost dropping Ben off at Kevin's.

JACKIE

It's okay, it's twenty minutes. The horse'll be there.

Rachel blinks. Is she on the right planet?

ANNABELLE

Mom, look what Rache got me!

Uh-oh. The kid holds it up.

ANNABELLE

It's not to wear around, or anything, I'm way too young. It's just for play.

RACHEL

See, I...

JACKIE

(taking it)

That is so pretty. You usually only see that color in people's teeth.

Annabelle has entered the house, to see on a table by the door a huge, brightly-wrapped PACKAGE.

ANNABELLE

Wow. Who's that for?

JACKIE

(quietly)

Well. It's for you.

The kid WHIRLS around. Really?

JACKIE

Just because. Just because I love you. Go ahead...

Annabelle starts to unwrap the present with Christmas-morning-care. Jackie looks at the glitter gloss...

RACHEL
I'm sorry, I just...

JACKIE
Hey. At least it's not an editing machine.

RACHEL
No way. I told her two, three years, maybe, for such an expens...

And stops. Because the paper has come off. A giant deluxe model beginner's VIDEO EDITOR. Annabelle is STUNNED silent. So's Rachel.

ANNABELLE
(tears in her eyes)
Oh, Mommy...

And JUMPS into Jackie's arms, CRUSHING her with the hug mothers live for.

JACKIE
I hope it's the right kind.

ANNABELLE
Are you kidding? It is so much better than the one Rachel showed me!

Jackie strokes her baby's head.

JACKIE
Well, I thought. You know, why wait?

The child turns to Rachel, frozen in the doorway.

ANNABELLE
I told you I was big enough! Is my mom the greatest, or what?

Rachel swallows.

RACHEL
The greatest.

HOLD on the look. The women share.

EXT. NORTH VALE STABLES - DAY

Jackie and Annabelle riding. The kid is still on Cloud Nine. Jackie's eyes are on her.

ANNABELLE

...I mean, she knows all the music,
and pop stars, and clothes and stuff.
She's like still a kid, herself.

JACKIE

Like a big sister.

ANNABELLE

She knows every neat junk food place.

Looks to see if her mom is okay hearing...

ANNABELLE

Actually. She's kind of cool,
when you get to know her.

JACKIE

I bet.

Annabelle studies her mom's profile.

ANNABELLE

And don't tell her I told you.

JACKIE

Secret's safe with me.

INT. LUKE AND RACHEL'S BEDROOM CLOSET - NIGHT

Rachel sits cross-legged on the floor of the walk-in closet. Next to her, a glass and a bottle of Stolie, getting toward the bottom.

An ashtray filled with butts, and...

...a card board box. Dragged out of somewhere. Photo albums, loose snapshots. Vintage stuff. From her face, this is not a carefree romp down Memory Lane. She takes another hit on the Stolie. More than slightly intoxicated, weaving, squinting at...

...the next photo. Luke, young, straddling a Kawasaki. Jackie, just as young, holding him from behind. She wears a halter and shorts, and looks simply terrific.

Rachel looks drunk and jealous. With an overlay of self-pity.

Brings the photo closer. Squints harder.

RACHEL

What the fuck is that?

Her worst fears confirmed...

RACHEL

...a tattoo?

INT. HOSPITAL ROOM - NEW YORK - DUSK

The lights are coming on in The City. Jackie sits staring out the window, as an IV drips into her arm. She is alone, and down. And fighting the fear of what may come to pass. Her pager goes OFF.

Jesus. She pulls a cell phone from her purse. Works it with one hand. Brings up...the smile. Showtime.

JACKIE

(softly)

Hey, good-lookin', I was just thinking about calling y...

INTERCUT throughout: Ben on the phone in Rachel's and Luke's kitchen. He is alone. Staring through the glass window of the oven...

BEN

Rache says I have to eat lamb. I told her you're making me spaghetti!

JACKIE

Honey, this is Thursday. I pick you up tomorrow, and we do big spaghetti.

BEN

And many meatballs.

A nurse enters, and Jackie shoots her with a wave of her fingers.

JACKIE

You'll be up to your armpits in meatballs, I'm flying them in from Sweden.

BEN

Is that like Luigi's?

She loves this kid so much.

JACKIE

Not a lot, sweetie. It's a country.
Like Canada. Only smaller.

BEN

Where are you, anyway?

And the feeling comes straight to her eyes. She can't fight it.

JACKIE

I'm somewhere, thinking of you. And
meatballs. And you know what?

BEN

Yes.

JACKIE

Of course, you do. Being magic.
Then you know I've got a flu bug,
and I turn green and barf profusely
when I even think about food. So,
all the more meatballs for you. But
you know what.

BEN

I did. Do I have to eat lamb?
Daddy didn't cook it, she did.

JACKIE

Do me a favor? Eat it, and then
give me a secret report, okay? Pay
particular attention to whether it's
chewy and if it tastes more like
chocolate or soup.

He laughs. And she can hear that. And her eyes fill. And she
murmurs...

JACKIE

Hey, that's a world-class laugh
you got there. Can I all you
sometime? If I fell blue.

A silence. And for a heartbeat, the fear. Did he hear it in my
voice? But no...

BEN

Sure. You got my number.

And now she's crying. But she can't. She can't. Gains control
for a whispered...

JACKIE

That I do. Always will.

BEN

Mom...?

She sniffles...

JACKIE

I'm fine, ba...

BEN

Tomorrow? Can I have one
butterscotch pudding for dessert?

See her relief. Secret still safe.

JACKIE

Nope.

He's crestfallen.

JACKIE

We can only have two.

INT. SUPERMARKET - DAY

Jackie is pushing her cart. Ben sits in it, pulling things off the shelves. On automatic she's putting them back.

BEN

Mommy, if your real name's Jackie and
I call you mommy; and Rachel's real
name's Rachel...Then when I see her do
I say hi Stepmommy? And if my name's
Ben, how come you don't call me son?

JACKIE

(lost in thought)
Thursday's fine...

Frustrated, Ben CLIMBS OUT of the cart and trails behind Jackie. He reaches for an apple off the BOTTOM of a huge display of Red Delicious, and the whole thing comes TUMBLING DOWN. Shaken, she looks around for Ben. He's gone.

INT. SUPERMARKET MANAGER'S STATION - DAY

Jackie with a Store Manager and a Policeman stand at the front of the store near the Bakery. Jackie is totally distraught.

JACKIE

I looked away for one second...
Just one second...he's...he's...

POLICEMAN

How would you describe him?

JACKIE

He's my son! He looks like his
father! His name is Ben -- he
answers to Harry --

MANAGER

Is he wearing a red shirt?

The manager POINTS to the frozen food bin. There, lying on his
back atop dwindling stores of Breyer's ice cream...is Ben. Hands
and beaming face PRESSED to the underside of the glass. Jackie
does the only reasonable thing...

JACKIE

YYAAAHAAH!

...and FLINGS OPEN Snow White's glass coffin.

JACKIE

ARE YOU CRAZY, YOU COULD SUFFOCATE
IN THERE!!!

BEN

Nope. I got my warm t-shirt.

Enough of a non-sequitur to make everybody blink, before Jackie
YANKS him, roughly and tenderly, from the bin. She CRUSHES him in
a violent, desperate hug...

BEN

You found me cause I'm your
priority, huh?

She kisses him fiercely. At the edge of tears. Whispers...

JACKIE

You got that right.

EXT. SOCCER FIELD - 3 O'CLOCK PRACTICE

Luke coaching the girls team. Annabelle one of many who surround
him for that final word of wisdom...

LUKE

Alright my Little Warriors, remain calm; trust that the ball will find you; remember they're your opponent not your enemies -- Not kick MAJOR butt!

In the bleachers, Jackie sits alone with Rachel. They are having a coaching session of their own. Rachel points down to the field, where...

...Annabelle pushes her hair over her eyes.

RACHEL

She's gonna trip over her own feet, if she doesn't get her hair out of her eyes.

Jackie casts a sidelong glance at Rachel. Decides to tell her...

JACKIE

Pushing her hair over her eyes.
Means she's avoiding a confrontation.

Rachel looks over. Really? Jackie decides to share more. Reading Rachel's reaction to...

JACKIE

If she's twirling it, she's playing something out in her mind. If she's stopped combing it, she might be depressed...

As Rachel listens she's unconsciously twisting her hair.

RACHEL

What about obsessively picking her split ends?

JACKIE

Anxiety.

RACHEL

Last week when she chopped her Barbie's bangs all to hell --

JACKIE

She was angry at herself.

RACHEL

Jackie?

JACKIE

Yes?

RACHEL

When I twisted hair like this it means I'm intimidated by you...

Jackie gives her the trace of a smile.

JACKIE

I'll keep it in mind, and use it against you.

She looks back down at the game. Rachel watching her profile. Finally...

RACHEL

You feeling all right?

JACKIE

(doesn't turn)

Not great. Plus, I've got things on my mind. You know.

Things. Rachel doesn't know. Blurts...

RACHEL

Are you...seeing someone?

Jackie snorts a laugh. In spite of herself.

JACKIE

Yeh, that does tend to make me sick to my stomach. Actually, I'm, uh...

Thinking. Deciding if this is the time to say...

JACKIE

...thinking of going back to Random House. On a part-time basis.

RACHEL

Wowie. How wonderful!

But Jackie still hasn't turned. Eyes glued to Annabelle, racing around with determination.

JACKIE

Well, I could do most of it from home. But, while I'm working it out

with the head editor, I'd need to...

Sighs. Boy, this is tough. Tries for matter-of-fact...

JACKIE

...make some trips into the city.
Sometimes, overnight.

RACHEL

Hey, any help you need, we'll cover.

Jackie nods. Appreciates that. But she still hasn't turned to look Rachel in the eye.

RACHEL

Uh. Have you told Luke and the ki...

JACKIE

Let's...hold up for a bit. It may
not happen. Our secret, okay?

A little strange. Particularly the hardness of Jackie's eyes.
Rachel watching her. Something's up.

RACHEL

(softly)

Sure, if you like.

Jackie looks away now. To the playground just beyond the
bleachers. Kids rise swings, clamber over a jungle gym. But her
eyes are routinely, automatically, zeroing in on one single kid...

...who is climbing his way UP a tall SLIDE. Crouched over as he
inches up the shiny metal surface, using the side rails. Rachel
follows Jackie's eyes, just as...

...Ben reaches the top and STANDS UP, hands OVER his head, Jackie's
breath catching, Ben totters once and...

...FALLS fast, hitting the grass with a thump we can hear, lying
crumpled, motionless, as our two women...

...SPRING up as one, SCRAMBLING down the bleachers, RUNNING toward
the playground, Jackie initially in the lead, but Rachel out-
sprints her, CLOSING on the child, as he rolls over grasping his
leg, and reaching him first...

...some instinct makes her hold back, let Jackie RUSH past her, to
kneel at Ben's side. She lifts her baby in her arms. His pants
are torn, his leg is bleeding. His own concern...

BEN

I can still go to Tucker's party,
right?

INT. EMERGENCY ROOM - DAY

A full house of walk-ins with assorted needs, none of which appear to require George Clooney on an urgent basis. Across the room, an irritated Jackie finishes the last of the paperwork at the nurses station. Exchanges a less-than-pleasantry with the less-than-helpful duty nurse, and...

...heads off through the crowd, DOWN a hallway, TURNS a corner, to see...

LUKE stands by a doorway. Smiling, as he gazes into a hospital room. Jackie comes to his side, looks in...

Ben doesn't see them. His back is turned, as he talks to Rachel, who sits on the side of his bed, feeding him the pudding she got from a vending machine.

BEN

...for Christmas, okay? Every
magician needs a white dove, a
real one, they do!

RACHEL

Well, that's a long way off, sweetie.
We'll talk to Mom and Dad...

BEN

Dad! You can talk him into anything!

Unseen by the two, Luke grins. Then, Ben snuggles into Rachel's arms and kisses her. Jackie stares.

RACHEL

(singing softly)
'In the still...still of the
ni-ight...I held you... held you
so ti-ight'...take it, man...

BEN

(singing softly)
Doo-wop-doo-doo, doo-wop-doo-doo...

Jackie stands there. Her eyes are difficult to read. But she sure is watching.

LUKE

(softly)
Nice, huh?

She steps back. Looks him in the eye.

JACKIE
It is. It's about time.

He give her a goofy give-me-a-break FACE. She twists the corner of a smile.

LUKE
She's a charmer, you'll see. In fifty years, the kids'll love her ten percent as much as they love you.

JACKIE
Stop. You're making me insecure.

Now they're smiling at each other. In the old way. A nice moment for them.

LUKE
You changed your hair.

And we notice. It does look different.

JACKIE
It's temporary.

LUKE
(grins)
It's good. You're not pulling a mid-life crisis on us, are you?

Her look holds. An odd extra beat.

JACKIE
Not the term I'd use.

He glances back through the doorway...

LUKE
You want us to take him tonight?
Give you some private time with Annab....

JACKIE
Never stand between that kid and a meatball.

LUKE

Yet another spaghetti night.

JACKIE

Yeh, better I should forcefeed him burnt lamb and...couscous, was it she made him? Boy, kids go wild for that.

She pats him on the shoulder...

JACKIE

I'll drop him at Tucker's party Saturday, if one of you guys can pick him up. I have to go into the City.

And breezes by him into the room. Ben wheels to see her...

JACKIE

You know what happens to spaghetti when it waits around for you too long?

He really thinks. Actually...

BEN

No.

JACKIE

Pray. We never find out.

EXT. A PERFECTLY MANICURED TWO STORY HOME - DAY

A door with balloons OPENS -- STACY, the birthday boy's mom, stands there -- children running behind her in party hats, all with their conservatively dressed SUBURBAN MOMS. Rachel's attire a sharp contrast.

RACHEL

Hi, I'm here to pick up Ben.

STACY

Does Jackie know this?

RACHEL

No. I'm doing it behind her back.

STACY

In seven years Jackie's never missed one of Tucker's parties.

Where is she?

RACHEL

Something came up. C'mon Ben!
I've got a shoot at three...

STACY

Tucker hasn't penned Ben's present
yet -- it won't be too much longer.

Rachel eyes the MOUND OF PRESENTS yet to be opened. DISSOLVE TO...

FORTY-FIVE MINUTES LATER...Rachel, in a pointed party hat, sits
schmushed on the couch in between all the other MOTHERS. A black
jeans stranger in a strange peach land. She eyes that mound of
presents. Not even a dent. She pulls out her cell phone, moves
towards the hallway.

RACHEL

Hey Cooper...pull a number 64 steel
blue gel on the back light...yeah
I'm on my way but...

A piece of CAKE FLIES through the air and LANDS on Rachel.

STACY

Now Ben, let Tucker play with his
Batcave...

Ben won't let go of Tucker's presents. Tucker tries to take it.
Ben is adamant. Rachel reaches for him, tousling his hair.

RACHEL

Hey Benjy boy -- chill.
(he shimmies away from her)
He's there already? No I don't want to
talk to him -- Duncan? How are you...

The mothers are all too aware of Rachel on the phone. Two kids
shoot water guns -- Rachel gets drenched. Ben pulls at the toys...

BEN

I want it!

STACY

Ben I know you're angry and confused
but it's Tucker's birthday party.

Ben and Tucker fight for it -- the mothers all LOOK TO RACHEL.

RACHEL

Ben --

(into phone)

Duncan I'm aware of that - Goddamn it

Ben! Let go of it. NOW!

He stares at her. It looks like he's gonna let go --

On the mothers -- impressed, not to mention surprised. When Ben suddenly HURLS the toy onto the floor SHATTERING IT! A horrible SILENCE falls over the room. Broken only by the sound of Duncan SCREAMING from inside the phone.

DUNCAN IN PHONE

Rachel...This is a big bloody account --

If you don't show up in five minutes...

Rachel takes Ben and leads him into another room.

RACHEL

Ben I'm sorry. It's been a hard day.

Now would you do us both a favor and

take this phone and...

She SLAMS the phone SHUT. Hands it to Ben.

RACHEL

...make it disappear.

Okay. He SHOVES it down the front of his pants. The peach moms are taken aback. Rachel nods, you got it. Delighted, Ben turns, scampers off, as...

...his pants start RINGING. He stops dead. Looks down at them.

Still RINGING. He turns around and waddles delicately back to Rachel, as if he's carrying nitro in his shorts. She holds out her hand...

RACHEL

Breaks out the geiger counter, the

man is radio-active!

He pulls the ringing phone from his pants. She grasps it without hesitation, while peach moms wince in disgust. SNAPS it open...

RACHEL

Get over it, Dunc...

(stops)

...whoa, whoa, Annab...

Listens. While everybody watches.

RACHEL

Could it be, maybe...anywhere else?
Like...another galaxy would be more
convenient.

Listening, listening. Everybody really watching. Even Ben.
Rachel oblivious...

RACHEL

(gently)

Okay, don't cry. Flunking science
is not happening. On my watch.

EXT. STACY'S YARD - LATER

All the kids are running around crazily in a hypersugared frenzy.
Peach moms drink diet sodas and chat. Rachel making a call by the
phony little carp pond...

RACHEL

...just that her daughter left a
science book somewhere at her house,
and I need t...

INTERCUT throughout: a starchy, powerful, crisply intellectual
SENIOR EDITOR, in her early fifties and her Jil Sander outfit. The
East Side below her window.

SENIOR EDITOR

I'm sorry, Ms. Harrison is not here.
I think I mentioned that. Twice.

Rachel nodding.

RACHEL

Well, she's been meeting with the
head editor for the last few w...

SENIOR EDITOR

Miss, I am Senior Editor. Ms.
Harrison left Random House eleven
years ago. We have not had the pleas-
ure of a visit from her in that time.

Rachel blinks.

RACHEL

Actually, she's going back to
work with your company on a part-
time basis.

SENIOR EDITOR

Excuse me. If Jackie Harrison were coming back to the editorial staff, I would be frankly delighted. And I. Would be the first. To know.

Silence. In the midst of hysterical children.

RACHEL

Thank you for your time.

SENIOR EDITOR

Don't mention it.

And Rachel's line. Is dead.

EXT. JACKIE'S HOUSE - DAY

Rachel alone at Jackie's front door. Staring at the key in her hand. One last chance to back out.

RACHEL

(mutters)

What the hell.

OPENS the door. Enters the empty home. Walks slowly, self-consciously, down the hallway. Kitchen, kids' rooms...

RACHEL

Now, if I were a science book, where would I...

And stops. At the doorway of the master bedroom.

RACHEL

Who am I kidding.

And goes straight to Jackie's desk. Starts rummaging through the incredibly neat stack of papers...

RACHEL

Great, I'm leaving prints.

The open appointment book. Today's date. Just says, NEW YORK. Nothing more. Opens a drawer. Stapler, clips, neatly-stacked stationery. Opens the bottom drawer, and...

...stops. She pulls out...AIRLINE TICKETS. Opens the folder. Continental Airlines. Newark to San Francisco. And tucked inside...

...a fax, neatly folded. Rachel opens it. The letterhead says, NORTH POINT PRESS, 134 Sutter Street, San Francisco, California. CHARLENE DRUMMOND, Editor.

RACHEL

(reads)

Jackie. Can't wait to see you here.
I know you're anxious. But it's going
to work out wonderfully, I promise.
Til then. Charlie.

HOLD on Rachel. Trying to put this together.

INT. JACKIE'S KITCHEN - NIGHT

Jackie takes a kettle from the stove. Pours the water into a tea cup. Then, fills a second cup. Drops a tea bag into each. Carries both cups to...

...the kitchen table. Where Rachel is waiting. She looks more than tense. Actually, scared. Jackie taking this in, as she sets down the tea.

JACKIE

Okay, what is this? If you want to
dump Luke on me, no sale. You're
stuck with him.

And before she can sit...

RACHEL

I know your secret.

Jackie FREEZES. To stone. No one says anything. Two hearts beating at red-line.

JACKIE

I don't know wh...

RACHEL

I was looking for Annabelle's book,
and I found your tickets. And the
note. From your new boss.

My what? Jackie leans forward. Her hands resting on the back of the chair she never sat in.

JACKIE

My boss.

RACHEL

You're not working at Random House,
I talked to them.

JACKIE

You WHAT?

RACHEL

You're taking the kids. And moving
to San Francisco.

And Jackie has to laugh. Cold. Bitter.

RACHEL

Look, you've never liked me...

JACKIE

Don't flatter yourself.

RACHEL

And I know checking into your life
was inexcusable...

JACKIE

Nobody likes a snoop.

RACHEL

But I came here to...

All the air comes out of this young woman. so vulnerable, so real.

RACHEL

...to beg you. Not to do it.

And at this. A look of intense interest crosses Jackie's face.
Really?

JACKIE

I'd have thought this was the
answer to your prayers. Lose the
witch, and her two brats, in one
swoop. Problems solved.

Rachel is clearly distraught. This is no act.

RACHEL

You can't take Luke's children
away from him.

Jackie thinking. Reading this girl's face.

JACKIE

Bi-coastal parenting. Happens every day. Luke gets the kids every other summer, every other holiday, it's not ideal, but people make it work, and...

RACHEL

(blurts)

We can't live like that.

And Jackie straightens. Cocks her head.

JACKIE

Did I hear the word...

RACHEL

Luke. Can't live like that.

Ah.

JACKIE

Then let him talks to me. We don't need you to solve our prob...

RACHEL

(quietly)

...it's my problem, too.

And Rachel's eyes. Fill with tears. She hates that. Jackie won't take her off the hook. Stands waiting, until...

RACHEL

I got used to...thinking of them. As...my kids too.

JACKIE

Really. By what right? Six months of part-time screw-ups?

Rachel lifts her chin. Defiant and tender at once.

RACHEL

No right at all. I just love them.

Now it's Jackie's eyes. That begin to fill. And she hates that even more.

RACHEL

(pleading)

There's so many publishing houses in New York. Surely, you could find

a good one?

Jackie takes a step back. Shakes her head. Goddammit, life is full of surprises. She walks around in a little circle. Turns back...

JACKIE

Sure, I could. If I was looking for one.

Rachel's turn to be surprised. Confused.

JACKIE

You're a moron, kid. You guessed the wrong secret.

An odd, almost defiant look. Jackie reaches up to her own head, and...

...slowly, holding eye contact all the way, she slips the wig from her head. Her scalp covered by the partial regrowth that chemotherapy has left her. You can hear Rachel's GASP clear to Kansas.

JACKIE

(calmly)

Charlie Drummond used to be a colleague at Random House. I'm crashing at her place, while I take some new protein injections my oncologist recommended. I can only get them in San Francisco.

Rachel's lips part. But no sound comes.

JACKIE

Life's a trade-off. You get cancer, your hair falls out, but you do get to smoke dope.

RACHEL

(please)

You're not dying.

The kid so painfully sincere.

JACKIE

No such luck. I'm beating the shit out of this. Pardon my French.

Rachel can't find her breath. She is clearly the worse off of the two, in this moment. Then she starts to nod...

RACHEL

You bet you are.

JACKIE

How the hell would you know?

RACHEL

I don't, but...

JACKIE

How would you know anything?

That was sharp. Rachel startles slightly.

JACKIE

I exercise, I eat the healthiest foods, you live on pork rinds and Ho-Ho's, and I've got cancer!

That leaves a silence.

RACHEL

And cigarettes. I smoke, too.

JACKIE

You are marrying the greatest guy who walks this earth. Who I have loved from my heart for twelveyears!

Listening?

JACKIE

And you walk in. You smile that smile. You move that boy. And he's yours for free.

She sags back against the counter.

JACKIE

And you. Love my kids. How fucking touching.

Comes forward. Stalks her.

JACKIE

They came out of my body!

RACHEL

See, I know that.

JACKIE

I have given them morelove and more care every fifteen minutes of their lives, than you could manage in the next fifty years!

Leans over the table. Rachel looks scared to death.

RACHEL

Okay, I'm undeserving.

JACKIE

Ironic, huh?

And staring in Rachel's eyes, Jackie's fierceness fades.

JACKIE

Ironic, that I'm gonna need you.

All the air comes out. Her heart as naked as her skull.

JACKIE

To be a little less. Undeserving.

The look holds. And holds.

JACKIE

(quietly)

Drink your tea while I go vomit.

And turns, goes to the door. Turns back.

JACKIE

You love my kids, that's a start.

(nods)

We'll work on it.

And gone. Hear her footsteps. Climbing stairs. Rachel lifts her cup. Looks at it.

RACHEL

(calling out)

This is very good tea!

Then tastes it. Makes a face.

EXT. BAR - EVENING

A graceful stone building with arched windows. Gas lanterns on the exterior wall and burning dimly inside. Stone gargoyles smile down on those who enter the heavy, bright red wooden door.

INT. BAR - EVENING

Drinks hour. Upscale crowd. Dim lights, clink of glasses, the hum of private conversations side-by-side. Civilized as hell. And at the deuce by the window...

...the man's head is down. We can't see Luke's expression, as he stares at his clenched hands. We don't need to.

JACKIE

I thought a phone call was inappropriate.

No one smiles at the irony. Not much to smile about.

JACKIE

I could have taken you to that restaurant, but it would have been a waste of money.

He loos up. She studies the pain.

JACKIE

(softly)

I know. I wouldn't know what to say. If it were you.

LUKE

We're going to win this.

JACKIE

(straight back)

Walk in the park. And thanks for the 'we'.

Tears fill his eyes. None in hers.

LUKE

You're not alone in this. You're not alone. Jesus, you're not alone, okay?

Jackie swallows. Tries a smile that doesn't get halfway there. Looks down.

LUKE

What happens next?

JACKIE

I live or I die.

Looks straight in his eyes. We don't need the bullshit. Not us.

LUKE

Tell the kids together?

She thinks. A barely perceptible nod.

LUKE

Want Rache someplace else?

On that one. She has to smile.

JACKIE

My compliments. On your learning curve.

INT. JACKIE'S KITCHEN - NIGHT

Jackie carrying two steaming MUGS from her stove. These have marshmallows floating in them. She sets them down in front of her children. Ben starts plucking the marshmallows out of Annabelle's mug. Annabelle doesn't care, too busy video taping...

...her father. Who sits with this tender, compassionate, and therefore rather ominous smile. Doesn't take a smart kid like his daughter to guess...

ANNABELLE

So what's up? Who's marrying who this time?

BEN

Mommy's marrying Rache!

He's happy. Jackie reaches and shuts OFF Annabelle's camera. And the directness in her gaze keeps the child from complaining.

JACKIE

(simply)
Mommy's sick, guys.

BEN

You have the WORST flu since...

JACKIE

I have cancer. Do you know what that is?

He doesn't. Someone else does.

ANNABELLE

(real quiet)

It's what Grammy Lil died from.

Ben's eyes WHIP OVER to his sister. He sees the cold fear in her face. BACK to Mom. She seems fine, calm, smiling even.

JACKIE

Grammy had a different kind.
There are lots of kinds. Hers
was very bad.

BEN

Is your bad?

ANNABELLE

Shut up. She's going to die.

But the anger in her eyes isn't for Ben. She is glaring. At her mom.

JACKIE

Actually, I'm getting better already.

Straight. As if to an equal, an adult.

JACKIE

I had a lot of treatments, and
they weren't any fun, but the
tests show the cancer got smaller.

LUKE

A lot smaller.

Annabelle cuts him an angry look. He's on her shit list, too.

BEN

So you're okay.

JACKIE

I'm still sick, but I'm better.

ANNABELLE

You lied to us when you nevertold us!

Ben hadn't thought of that. Nods now, yeh.

JACKIE

That's right. And you're mad.

Annabelle just glares with all the hatred she can turn her fear

into.

JACKIE

I know how scared I get when you're sick. So I waited to tell you. Until it was getting smaller. I thought that was best, maybe I was wr...

ANNABELLE

You lied. If you lied then, maybe you're lying now. I can never believe you again!

LUKE

Annabelle, never say 'nev...'

But Jackie's raised her hand. Jump back, Jack. The eye contact with her daughter never breaks.

JACKIE

We make mistakes. And we forgive each other. Because we love each other, very m...

ANNABELLE

Where's Rache? It's Thursday, we get to be with Rache!

BEN

(the diplomat)
I'd rather be with Mommy.

ANNABELLE

She's dying and Rache is your mother now!

She jumps up from the table. HISSSES at her brother...

ANNABELLE

You are so STUPID!

And she RUNS, halfway to the door...

LUKE

ANNABELLE!

She turns, STARTLED at the anger in that.

LUKE

You do NOT run out on your moth...

ANNABELLE
YOU'RE WORSE THAN SHE IS! WHY
DON'T YOU JUST DIE, TOO?

And BOLTS from the room. In the silence she's left behind.

BEN
Annabelle's worse than everybody.

INT. LUKE AND RACHEL'S BEDROOM - NIGHT

Rachel and Luke cuddled in bed, watching a video in the darkness. At least, she is. Just now, he's watching her.

LUKE
Well, I think you should tell him
you changed your mi...

RACHEL
(softly)
It's no biggie.

She's still watching. It's a French-language comedy. She can feel his eyes on her. Never turns...

RACHEL
It's just an assignment.

LUKE
It's Anna Sui, you should be
doing it.

RACHEL
Are you hungry? You could make
us something?

She's still never looked at him. He can see she's getting irritated. He says nothing.

RACHEL
It's two solid months, around the
clock, Jackie needs some cover-
age, you're in a trial, what are
we talking about? There'll be
other assignments.

He kisses her hair and flinches slightly. Tries to pretend it's because she's concentrating on the movie.

LUKE

They're my kids.

RACHEL

Great, wallow in guilt, you sure
you're not Jewish?

A long beat. He snuggles closer. They watch together.

LUKE

She's not gonna die.

RACHEL

I know that.

INT. JACKIE'S BEDROOM - NIGHT

Jackie and Ben cuddled in bed, watching a video in the darkened room. It is not a French Comedy. They are, however, eating popcorn.

The door opens. Annabelle stands motionless, composed. Her face looks like she's been crying. She clears her throat...

ANNABELLE

I'm sorry you're sick.

From across the room. Jackie stares at her.

JACKIE

I can't hear you.

ANNABELLE

THEN TURN OFF THE CARTOON!

Jackie cups her hand to her ear. Shakes her head, can't hear a thing. Waves, come on over. And slowly...

...Annabelle does. Crawls up into the bed, on the opposite side from Ben. Into her mother's arms. Jackie kisses her head, strong. Big smile.

ANNABELLE

I said...

JACKIE

...I'm not deaf, y'know.

They grin at each other. Like equals. Jackie picks up the remote, cuts OFF the sound. And when Ben turns to her...

JACKIE

(singing)
In the still...still of the
ni-ight...I held you...held
you so ti-ight...

BEN
That's Rache's song!

JACKIE
Sugar. I was slow dancing to that
song before Rachel was even born.

Wow? Really? You bet. Annabelle chuckles.

JACKIE
You think she's the Queen of Cool?

Jackie shakes her head. Pulls down the covers, pulls up her
t-shirt...

JACKIE
Does she have a tattoo?

The butterfly. Just below her navel. Ben has seen this before, of
course. Touches it, with his small hand.

ANNABELLE
He wouldn't know. I saw her
in the shower!

JACKIE
And...?

Ben looks to his sister. For the verdict. Annabelle shakes her
head. Nope.

ANNABELLE
She is only the Princess of Cool.
Mommy is the Queen!

JACKIE
She is but an arriviste.

A new word, apparently.

JACKIE
A newcomer. She's still got a
thing or two to learn.

Annabelle nods. You betcha.

JACKIE

(resumes singing)

I held you...held you so ti-ight...

(to Annabelle)

You sing lead, you've got the voice...

She bumps head gently with Ben.

JACKIE

The stud and I will doo-wop.

And as they doo-wop the back-up...

ANNABELLE

(sings)

For I love...lo-ove you soooo...

promise I'll never...Let you go...

ANNABELLE/JACKIE

(sing)

In the still of the ni-ight.

EXT. ELEMENTARY SCHOOL - NIGHT

Parents streaming slowly in for a PTA night. They are chatty, tired, preoccupied. And 95% female.

INT. ELEMENTARY SCHOOL COMMON ROOM - NIGHT

Folding chairs set in rows. Parents taking their seats with coffee and cookies. Up front, a table where a panel of speakers are beginning to gather. A faded banner says PTA -- TENAFLY DAY SCHOOL. Jackie is nibbling at a single cookie, when...

...a figure slips into the seat beside her. Rachel is juggling a coffee and maybe nine cookies. Drops one. Picks it up. Dusts it off. Jackie is repelled, but has to smile.

JACKIE

Small world.

RACHEL

Luke's depo ran late. I promised I'd take notes.

To prove it, she balances the cookies on her thighs, and produces a notebook. Looks around, and in a conspiratorial near-whisper...

RACHEL

So I have to tell you something in confidence...

JACKIE

You're a cross-dresser.

RACHEL

That. And. Annabelle is over her head. With Brad 'The Dreamboat' Kovitsky.

Does a Groucho eyebrow move.

JACKIE

She hasn't mentioned this.

RACHEL

She was afraid you'd make a big deal out of it.

Jackie is hurt. Covers...

JACKIE

Moi?

RACHEL

Toi. They've been 'going out' for two weeks.

Rachel breathless and happy. Jackie attentive.

RACHEL

As you may know, 'going out' in the six grade doesn't mean shit. They don't actually go to a movie or anywhere, they don't even eat lunch together, it's just a declaration to the world that they're...

JACKIE

...going out, yeh. I had kids of my own, once.

RACHEL

Anyway. He walks up to her on lunch yard today. And tells her... publicly...that they're 'breaking up.'

Jackie's mouth drops.

JACKIE

Oh, my God.

RACHEL

Right. Which is the whole point of this 'going out' thing, so one of them can dump the other one, and they can imitate the whole passionate adult soap opera tragedy, without ever having to actually date.

JACKIE

She's devastated.

RACHEL

Doesn't begin to describe it. I mean, you've got cancer, this is serious.

Rachel GRIPS Jackie's arm.

RACHEL

She spent an hour in the girls' bathroom, crying with eight of her closest friends, who are sending the message to every boy in the grade that Brad Kovitsky is yesterday's toast.

Devours an entire cookie in one gulp.

RACHEL

So here's the point. I pick her up from soccer, she tells me the whole mess, and asks me what to do.

How about that?

JACKIE

And you said...?

RACHEL

Beats me. Ask your mom.

Oh.

RACHEL

So she's gonna. Tomorrow.

Leans closer. Whispers...

RACHEL

Don't fuck this up.

INT. JACKIE'S KITCHEN - DAY

Jackie and Annabelle are sitting at the kitchen counter with maybe twenty hardboiled eggs. They are cracking the shells gently, and carefully peeling them.

JACKIE

Well, did you really think you'd meet someone at eleven that you'd spend the rest of your life with?

Annabelle keeps her eyes on her eggs. A craftswoman.

ANNABELLE

No, but I thought till Thursday.

Oh.

JACKIE

What's Thursd...

ANNABELLE

A debate. Man's inhumanity to woman. He's pro women. I'm con. Ms. Flannery is twisted.

JACKIE

I could help with the debate.

ANNABELLE

(glum)
Great.

JACKIE

(thinking it over)
Actually. I could only help him.

ANNABELLE

Every time I'm on the lunch yard, and he's with twelve of his retarded dorkface little adoring out-crowd henchmen...

JACKIE

You don't like his friends.

ANNABELLE

...they all yell 'There goes the Virgin Queen' or the 'Ice Princess', or some really clever cut like that. Like it hurts my feelings.

They keep peeling eggs.

JACKIE

You wouldn't kiss him, huh?

ANNABELLE

Not with my mouth open.

JACKIE

(softly)

Good girl.

Annabelle's eyes well up. She covers by concentrating all the harder.

JACKIE

And what do you do wh...

ANNABELLE

I call him a fartface or a pervert,
or something equally lame.

JACKIE

You have to ignore him.

And on this. Annabelle looks up.

JACKIE

He's not even there. You don't
see him, you don't hear him, you're
just too much of a woman to bother
with little boys.

ANNABELLE

This is a joke, right?

Jackie shakes her head. Nope.

JACKIE

All he wants is the attention.
When he can't get to you, he'll try
harder for a little while. Then,
he'll give up. It'll be no fun.

The kid blinks.

ANNABELLE

You think Rache would do that?

Takes Mom back a bit. Enough for her daughter to notice.

ANNABELLE

It's just she's younger. Maybe she remembers how to do this.

Jackie shrugs. Maybe. Annabelle studies her.

ANNABELLE

This'll work, huh?

JACKIE

Oh, yeh.

Annabelle takes heart from her mom's confidence. Nods, with her trademark determination.

JACKIE

How many devilled eggs can you eat?

ANNABELLE

Maybe twenty.

Jackie surveys the table.

JACKIE

We can always go to the store, if w...

A sudden BANGING on the screen door. They turn to see...

...a breathless six-year-old TUCKER through the screen. The birthday boy at the recent party.

TUCKER

Mrs. Harrison...?

JACKIE

Tucker, is something wr...

TUCKER

How tall is your tree? The really, really, really, REALLY big...

JACKIE

(shrugs)

Why?

Uh.

TUCKER

How bad would it hurt? If you

fell off the top?

EXT. YARD - DAY

AERIAL VIEW of Jackie, Annabelle, Tucker and assorted neighborhood looky-loo kids from SEVENTY FEET in the air. Everyone looks like TINY DOTS running around the lawn. We realize that we are almost at the TOP of a giant EVERGREEN TREE.

We see a patch of red. And now a blue stripe. The wind reveals more -- It's BEN CLIMBING to the very top of the tree. The calling of his name becoming more and more faint in the distance -- His leg MISSES a branch -- causing a cluster of PINE CONES to FALL in front of Jackie -- she looks up screaming --

JACKIE

BEEEEENNNNNN!

Jackie's POV -- Ben crouched at the top of the evergreen -- as the wind sways the tree perilously back and forth.

JACKIE

Don't move!

SMASH CUT TO LATER, as...

An enormous CRANE moves through the sky. Jackie holds tightly onto JESSICA, a diminutive five-foot-tall Firewoman, as they soar skyward towards Ben. A slightly condescending tone to...

JESSICA

That's quite a grip you have there
Ma'am. Do we have an issue with
heights?

Patronized the wrong gal. In a crisis.

JACKIE

(looking her up and
down)

I don't care if you're a dwarf,
so long as you do your job.
BEN! I'M COMING! STAY THERE!
MOMMY'S COMING!

JESSICA

Ma'am, my arm's going numb, maybe
you could loosen your grip just a
little.

JACKIE

That's absolutely out of the question.

BEN! I'M HERE!

The crane STOPS. Ben has climbed to the top branches of the trees; they SWAY from side to side like a METRONOME.

JESSICA

Hello Ben. Your mother says you're real good at disappearing --

Ben tries to climb a little higher -- Branches SNAP.

JACKIE

Ben! Mommy's so glad to see you -- Now stop climbing!

(He keeps climbing)

Ben listen to me...

BEN

No! I have to get there.

JACKIE

Where Ben?

BEN

Before you.

JACKIE

Ben where do you have to get to?

BEN

Heaven. I have to tell him he's made a mistake. He should take Grammy Martha first. Or Grandpa Norman.

Jackie's heart breaks, unable to speak.

JACKIE

Ben. God doesn't like visitors.

BEN

How do you know?

JACKIE

Ask her, she's a heroic Fireperson. She does this twenty times a day.

BEN

Oh.

Jessica begins to crawl out to him on the limb.

JESSICA

Oh yeh. It's in our official manual.

JACKIE

That's right, Ben. That's why Firemen have giant ladders and climb up and down poles. They're like... messengers... carrier pigeons... between heaven and earth.

BEN

That's good cause we need to hurry. My mom doesn't have very much time left.

JESSICA

Then you know what we should do? We should go to the Fire Station together and ring the firebell to get God's attention.

BEN

Cause it's an emergency.

Ben opens his arms, teeters, and Jessica HAS him. She reaches him out, and...

...HANDS him to Jackie, alone in the cherry-picker. Jackie GRASPS Ben, pulling him FIERCELY to her arms in a death grip.

From down below, the kids CHEER. The worst is over.

HOLD on Jackie, clutching her baby for dear life. Knowing it isn't.

INT. BEN'S BEDROOM - NIGHT

Jackie stands in the doorway watching her son -- her baby boy -- sleeping. She looks drawn, but even if her body would let her sleep she couldn't.

JACKIE

(a whisper)

God...I will do anything...I will go through any amount of pain you give me. If you'll just let me see them grow up.

A slow ragged breath.

JACKIE

Is that asking so damn much?

She leaves the room soundlessly. Ben stirs.

ANNABELLE'S BEDROOM - LATER THAT NIGHT

Annabelle sleeps soundly in the glow of a night light. Jackie appears, leaning down to rouse her gently.

JACKIE

Annabelle...wake up honey...

ANNABELLE

(sleepy)

Mom? What's wrong?

JACKIE

Nothing sweetheart.

Jackie sits on the edge of the bed, stroking Annabelle's head.

JACKIE

I got Ginny Weintraub to come stay with Ben.

Annabelle's puzzled look. Why would you do that?

JACKIE

How'd you like to go someplace special with me? Right now.

EXT. NORTH VALE STABLES - NIGHT

The light of the full moon illuminates the night and we see Jackie and Annabelle sitting on a horse. Annabelle in front, Jackie with a strong hold on her. Both have their nightgowns tucked into their jeans, coats over them.

JACKIE

Hold tight, sweetheart.

She KICKS the horse forward and they HEAD OFF toward the rolling hills in the distance. Jackie and Annabelle ride faster and faster along the trail. Jackie has one arm firmly around Annabelle's waist and controls the horse with the other. Jackie closes her eyes for a moment, allowing the wind to wash over her. The smells and sounds of the night seem to free her, give her strength. Annabelle relaxes against her mother and giggles with delight. Jackie soon joins her, and the sounds of their laughter break the silence of the night.

They come to a stop at the crest of a small hill and we now see the tears on Jackie's face. Annabelle can't see, and stares out at the moonlit valley before them.

JACKIE

I'm never, never going to forget this.

Annabelle snuggles back. Happy.

ANNABELLE

Never say never.

Jackie kisses the top of her baby's head.

JACKIE

You're old enough to learn the loophole. You can say 'never, never'. If you mean it enough. To say it twice.

Annabelle yawns. So content in her mother's arms.

ANNABELLE

I'll remember. Always, always.

So Jackie grips a little tighter. Breathes a single word, just loud enough to hear...

JACKIE

Promise.

EXT. JACKIE'S HOUSE - DUSK

Rachel and Luke heading up the path to Jackie's door. It is early winter. Stark trees, a light snow on the ground. Rachel pulls her coat tighter around her.

INT. JACKIE'S FRONT DOOR - DUSK

Ben rumbling down the hall to the door. Stands in front of it, as the bell RINGS again.

BEN

IS THAT YOU?

RACHEL (O.S.)

IT'S YOUR GIRLFRIEND, BIG GUY,
OPEN UP.

So he does. Gives her a sweet hug.

LUKE (O.S.)

Hey. Remember me?

He enters behind her. SCOOPS his body in the air.

LUKE

(John Wayne)

Listen up. That's a pretty big love you're givin' my best girl, pard.

BEN

(Clint)

Listen sideways. I love her and you love her. Now what are we gonna do about it?

They follow Rachel down the hall...

LUKE

(Mister Rogers)

We'll share. Like good neighbors.

They enter the living room. Annabelle sits sullenly in front of the TV. Her overnight duffle and book bag and coat piled beside her.

RACHEL

Hey, gorgeous, where's Big Mama?

No answer. Annabelle worried about something.

RACHEL

She still packing for her trip?

ANNABELLE

I killed my math quiz, A-minus.

They slap FIVE. Go through the ritual of a three-step black guy handshake.

RACHEL

And...other things? At school?

Annabelle cuts a look in Luke and Ben's direction. Please not in front of the menfolk.

RACHEL

We'll talk. I'll go check on Mom.

Annabelle frowns at Mom's name. Rachel strokes her. Heads down

the hall...

Knocks at the open door to Jackie's bedroom, where Jackie is calmly, meticulously, laying out things beside her large open suitcase. She waves Rachel in, and keeps working.

RACHEL

(checking out the
stuff)

It's gonna be cool, huh?

Bulky sweaters. Wool things.

JACKIE

I can never figure weather. Last
trip, I made all the wrong choices.

Rachel and we have a better angle now. Jackie looks awful. Drawn,
weak, masking pain with obvious courage.

RACHEL

Bad day?

Rachel sits on the edge of the bed. Jackie turns away, goes to her
open chest of drawers.

JACKIE

Can't complain.

Even her voice is carefully under control. Awkward, Rachel looks
around the room. A stack of photo albums, scrapbooks, open. Works
in progress.

RACHEL

Can I look at the pictures?

JACKIE

It's a mess, right now. That's
my project when I get back.

So quiet, we can hear a clock TICKING nearby. Rachel's gaze
returns to the bulky sweaters. Holds there.

JACKIE

See, I'm not going to Houston,
after all.

Like you obviously figured out.

JACKIE

There's this clinic in Montreal.

We've studied their process, we
like their success rate...

Two women nodding, in a calm, matter-of-fact way. As if discussing
recipes.

JACKIE

They combine some compounds that
have been getting results in France,
with vitamin injections. Seems to
activate the chemo...

Silence.

RACHEL

So. Hopeful.

JACKIE

It's promising, this one. We're
upbeat.

Rachel swallows. She's out of words.

JACKIE

I really look like shit.

RACHEL

You look sick. But you look...
together. Mentally tough.

JACKIE

Yeh, that's bull. I'm going for
serene, they say some actually get
there.

A shrug. The first bitterness to seep through.

JACKIE

Prob'ly low percentage on mothers.

She sits, unceremoniously, right on the floor. Pantomimes a smoke.
Rachel goes into her bag.

JACKIE

You try to center on the big issues,
y'know. What it's all about. What
this whole trip has meant. But then,
the really big issues keep swamping y...

RACHEL

Brad Kovitsky.

Tosses Jackie a pack. Matches next.

JACKIE

You don't have any pot, I s'pose?

Rachel's eyebrows head north.

JACKIE

The primo stuff is great for pain.

RACHEL

I think my 'primo shit' got left
in my 'bellbottoms.'

Jackie lighting up. Deep soulful drag.

JACKIE

So. She ignores this little Kovitsky
punk, takes the high moral ground...

Reading Rachel's face. Who is already wincing.

JACKIE

(yeh)
He's relentless. A major asshole.

RACHEL

(nodding)
And you said...

JACKIE

What else? Keep on keepin' on.

Oh. Rachel tries to hide her disappointment.

JACKIE

She has to stick with it. Have
the patience, the guts, to ignore
the pain. You disagree?

Half a beat. Rachel shakes her head, nope.

RACHEL

(softly)
Hey. You oughta know.

INT. LUKE AND RACHEL'S DEN - NIGHT

Luke sits with Ben, building a gigantic magic castle from a million
Leggos. I's architecturally interesting. Through the window

behind them, a cold winter rain.

RACHEL (O.S.)

God, sorry I'm so late...

She is entering, peeling off her jacket. Tired as hell.

RACHEL

Duncan is doing his Himmler imitation on this gig. I got yelled at for quitting at eight.

Under Luke's patient exterior, the stress is showing. As Ben watches, he replaces a key piece of the turret...

LUKE

Yeh, well, I'll be up all night on this brief. And then...

He shoots her a really sorry look...

LUKE

I've got a morning plane to Boston for the depo. Back Sunday night.

Wow. They lock eyes in the bond of 'what are we gonna do?'

RACHEL

No problem.

LUKE

I made that paella you liked. It's on the stove.

She kisses Ben's head, Luke's mouth, that one lingering a little. Then, down the hall to...

...the kitchen. Annabelle sits with her homework stacked, untouched. Staring out the dark window. Clearly, this is worse than death.

RACHEL

Lemme guess. A bad hair day.

Annabelle TURNS like a hunted animal...

ANNABELLE

She told me to keep ignoring him! So I did it!

Not a good result, huh?

ANNABELLE

You know what that creep and his
frogfaced footmen are calling me
now? In front of the whole world?
Frosty, the Snow Bitch!!

RACHEL

That's so weak.

ANNABELLE

Here's weak...Mom said she was
gonna talk to the teacher and
Brad's parents!! Can you believe
the humiliation???

RACHEL

Honey, she won't d...

RACHEL

I told her if she pulled that,
I'd kill myself, and she could
go to my funeral for a change!

For a change. That's where this is coming from. Rachel reaches
her arms around her...

RACHEL

(murmurs)

Hey. Hey. I've personally never
gone to a funeral. And I'm not
starting anytime soon.

The phone begins to RING...

RACHEL

(a whisper)

Specially not in this family.

Keep RINGING. Rachel checks her watch. Shit.

RACHEL

Nine o'clock. That could be your
mom from Montreal. Now you need t...

But Annabelle BREAKS LOOSE from Rachel's arms and BOLTS out of the
room. Rachel watching in despair. Lifts the phone on the sixth
ring...

JACKIE

(bright and soft)

Hi. How's the vitamins up there?
Having big fun?

INTERCUT throughout: Jackie in a hospital gown. At the window of her room, rain pouring down on Montreal.

JACKIE
Eat your heart out. Is Annabelle there?

RACHEL
Yeh, she's...I'll get you Ben first, it's past his bedti...

JACKIE
How's she doing with Brad?

A beat.

RACHEL
Can I say one thing? I mean, the last thing I want to do is interfere on the Brad thing, b...

JACKIE
Thanks, but it's under control.

A shorter beat.

RACHEL
Yah? Well, even the best mom in the world, the smartest, the wisest, whatever. Needs to know when to find a Plan B. Cos Plan A is not and will n...

JACKIE
(tired, short)
It's covered, okay? I appreciate your concern. Can I talk to her?

And real quiet...

RACHEL
I'll get Ben.

INT. ANNABELLE'S ROOM - MOMENTS LATER

Annabelle lies on her bed in darkness. Clutching her pillow. Lights streams in as Rachel enters. Sits on the bed, next to this furious child. Puts the cordless phone by the pillow.

RACHEL

Annabelle, I know you miss your mother. So why don't you say hello.

ANNABELLE

Why don't you say hello?

RACHEL

Annabelle pick up the phone.

ANNABELLE

Annabelle pick up the phone.

RACHEL

That doesn't bother me.

ANNABELLE

That doesn't bother me.

RACHEL

You think this is funny?

ANNABELLE

You think this is funny?

RACHEL

No. I think it's ugly.

ANNABELLE

You're just a stepmother. So stop bossing, cos nobody's listening!

RACHEL

(even, in control)

June 3rd, God willing, I'll marry your Dad. And then I will be your stepmom. And right now, I'm not looking forward to th...

ANNABELLE

Suits me fine!

Rachel cooks her head to one side, like she's seen Jackie do.

RACHEL

Stepmother. You think that means you can step on me? Over me? That you're one step ahead of me? Well, you're not.

Strong voice. No smile at all.

RACHEL

You know when girls grow into women?
When they have to. And this is your
moment, kid. Ready or not.

Picks up the phone.

RACHEL

(low)

Your mama is in a hospital, far away.
She needs you, right now. She needs
you to be big. To put the kid aside,
and help her get well. Now. Fucking.
Do it!

CLICKS the phone ON. Hands it to her.

ANNABELLE

(tears on her face)

Hi, Mom. How are you feeling?

As Rachel leaves, silently, we...

INTERCUT throughout: Jackie at her clinic window. Cellular at her
ear.

JACKIE

Darling, I've been thinking about
our little Brad problem? And I
think it's time we move to Plan B...

ANNABELLE

You cannot believe what he said,
it was the worst instant of my
total life on Earth!!

JACKIE

I know. I know how rough life can be.
And how unfair. So here's what we do.
Tomorrow, on the lunch yard, you walk
straight up to that little jerk...

ANNABELLE

And bring my knees up, real hard, yeh?

JACKIE

No, that never solves anything. You
talk like the big girl you are. About
what you feel. And how he's hurt you.

You know? You tell the truth.

Nodding to herself. Knows this is right.

JACKIE

You use your words.

EXT. SUBWAY CAR - DAY

An actual SUBWAY CAR filled with PAIRS of animals, cats, rabbits, dogs, two horses peeking out a window, peacocks. Noah's Subway, so to speak.

Duncan and his client watch as Cooper assists Rachel, who SHOOTS the menagerie from low ANGLES. At last, she lowers her camera. Check her watch. Shoots Cooper a knowing look. And HANDS HIM the camera. WAVES to her subjects...

RACHEL

I love you guys. You're animals!

And starts WALKING OFF down the tunnel. Duncan looks at his watch, then JUMPS up, TEARS after Rachel, GRABBING her arm, SPINNING her around, he faces...

...someone ready for this.

RACHEL

It's 1:45, I told you there's no one to pick up Annab...

DUNCAN

But you're not done!

She licks her lips. Stands her ground.

RACHEL

I've got it. It's in the can, Cooper can wrap th...

DUNCAN

We don't KNOW if you've got it, we haven't SEEN it yet! Now go back and FINISH!

Her glare says do NOT fuck with me. The mother lion look we've seen on Jackie.

RACHEL

Which part of no don't you understand?

DUNCAN

Look, I will send a P.A. to pick up the children. There are agencies that supply sitters, nannies...

RACHEL

They're losing one mother. They can't lose two.

The bottom line. He looks as freaked as she is determined.

DUNCAN

You're making a career decision here, I would strongly sugg...

RACHEL

Duncan. I've got an even better idea...

She leans forward. In his face. So she barely has to murmur.

RACHEL

I. Quit.

A beat.

DUNCAN

You can't do that, I won't let you!

RACHEL

No, no, no, this is a job that's hard to keep, not a job that's hard to lose, can't be both.

DUNCAN

Rachel, don't do this, you will never forgive yourself!

She thinks that over. For half a second.

RACHEL

Actually. I just did.

And without further fond farewell...

She is gone.

EXT. CAR POOL LINE, ELEMENTARY SCHOOL - DAY

The last cars are pulling away. Some kids are still playing

sports. And sitting on the ledge by the flag pole...

...two children. The little boy is reading his Garfield book for the three hundredth time. His big sister is simply crying, openly, for a disinterested world to see. A car SCREECHES up. The driver BLASTS out the door, RUNS to us...

Then crouches slowly. At Annabelle's feet.

RACHEL

Oh, baby, I'm so sor...

ANNABELLE

IT'S NOT YOUR FAULT!!

Rachel is dying inside. Reaches to brush at Annabelle's tears, but the child SMACKS her head away.

RACHEL

Ben, go sit in my car right now,
and I will bribe you big time.

Excited, he runs off.

ANNABELLE

I did what she said. I used my
words, I told him what I felt,
and they...

RACHEL

...laughed, yeh. They laughed
real hard.

Annabelle nodding BIG, gulping back tears.

RACHEL

That's because men can be scum,
your precious father excepted,
may you live to find one like him,
it is damn hard.

And wraps her arms around the girl...

RACHEL

(looking around)
Now is that little prick still here,
because if he is, I'm gonna rip his
fucking heart out!

ANNABELLE

No, his mother's always on time.

Great.

ANNABELLE

And Mom says anger never, never solves anything. It makes everything worse.

RACHEL

That's because your mother is a fine person, finer than I will ever be. Now, just this once...

Just this once.

RACHEL

If I tell you what to do. Can we cut a deal?

Annabelle stops crying. This is what she has prayed for.

RACHEL

Tomorrow is Friday, your mom comes home. You tell her you did what she said. It didn't work yet. But you're gonna talk to Brad again on Monday.

Leans close...

RACHEL

And you don't tell her. What you're going to say.

ANNABELLE

Not use my words, please!

RACHEL

(smile)

No, baby. You're gonna use my words.

The sun dawns. On a child's face. Rachel brushes the tears away. They won't need them anymore.

RACHEL

Okay, let's start with looks. I know he's handsome, but the best-looking people are so vain, there's always something they're insecure about.

Annabelle shakes her head. Nothing.

RACHEL

Does he have zitz? We can call him Pizza Face.

Nope. None.

RACHEL

Help me here...

ANNABELLE

Uh. He thinks his nose is too big. But it's not.

RACHEL

Great. Big ears, too?

ANNABELLE

No. But they stand out, a little. Like this.

Shows how.

RACHEL

Done. He's a dead man.

Rachel stands up. Walks in circle, thinking. Comes back. Strikes a pose.

RACHEL

Monday lunch, you walk up with attitude, you hear me?

Finger STABS out...

RACHEL

(as Annabelle)

Hey, Ear Boy!

(does the ears)

Listen up, Rhino Face, because I'm saying this one time! So your pathetic, no-life, ass-kissing little groupies here, better take notes!

Annabelle is swooning with joy.

RACHEL

(as Annabelle)

I dumped you, limp dick, when I got a peek at your deformed unit,

which is sadly microscopic!

Annabelle laughing, applauding.

RACHEL

(as Annabelle)

As for your pitiful knowledge of sex? I'm not wasting my time with some loser who doesn't even know what snowballing is!

Annabelle raises her hand.

ANNABELLE

Uh. What is it?

RACHEL

Oh. It's an incredibly disgusting, and not remotely sexy thing, that they described in a movie I'd never let you go to. But it's real. Does he have an older brother?

ANNABELLE

In high school.

RACHEL

He'll be impressed. The clincher is, you walk away, then whip around...

Like this.

RACHEL

The guy I see is in the eighth grade at Prep School, and he laughs his ass off every time we talk about you.

ANNABELLE

But Rache...

RACHEL

A suitable boy, will be at this flagpole, on Monday, with a very expensive bike, and he will be a stone FOX if I have to call an escort service!

The kid. Is breathless.

RACHEL

Now let's go stuff you full of

junk food.

Wraps an arm around her.

RACHEL

I've had the worst day. Till now.

INT. NEWARK AIRPORT - DAY

Arriving PASSENGERS are filling through the gate. Last, is a female FLIGHT ATTENDANT, WHEELING a gray-faced Jackie in a collapsible wheelchair. The woman leans to her...

FLIGHT ATTENDANT

We'll get your bags, and the taxis are just...

Jackie GRIPS the wheel, STOPPING them. Stares, frozen, as across the way...three faces stare back.

RACHEL

(sheepish)

Surprise?

And Jackie LEAPS out of the wheelchair, RUNS across the distance, runs to SCOOP her babies in her arms...

JACKIE

It's a miracle! I can walk!

Annabelle laughs. Ben covers Jackie with kisses. Rachel watches. From the crowd.

INT. JACKIE'S HOME - DAY

Rachel carrying the suitcase, Jackie has each kid by the hand, as they troop through the house to arrive at...

...Jackie's bedroom. Where Jackie freezes. Her mouth OPEN. For Rachel has...

...HUNG striking black and white PHOTOS of the children all OVER the room. One is of Ben's FEET, left shoe on right foot and vice-versa. Another glimpses Annabelle's beautiful FACE hidden in her hair. Ben sitting in a cupboard. Annabelle a bold ear of corn. Ben sitting on the bottom limb of the huge evergreen. Annabelle kissing her horse's muzzle.

Jackie just stands. Trying not to cry.

JACKIE

Okay. These are good.

BEN

I helped.

She know he did. Looks across the room at Rachel. No more words.

BEN

Let's go to the park!

Jackie sighs. Smiles down at him.

JACKIE

I've got a lot of medicine in me,
sweetie. And I'm a little wobbly for
driving or running ar...

BEN

Rache can do that part.

Jackie absorbs that. And all it portends.

RACHEL

(softly)

Hon, maybe your mom would like t...

JACKIE

...go to the park. In the worst way.

Silence.

ANNABELLE

(grins)

Well, with Rachel driving. That's
how we'll go.

EXT. PARK - DAY

LONG ANGLE...five swings in use. In four, the kids are pushed by
moms or nannies. In the fifth, Ben is pushed by Annabelle. Guess
who's going the highest. PULL BACK to...

...two women on a bench. Under a starkly bare tree. Jackie is
drinking in the air, the cold, the day. Rachel watching that.

RACHEL

Serene. You're getting the hang
of it.

Jackie doesn't answer for a beat. Almost as if she hasn't heard.

JACKIE

Serene means you accept.

Shakes her head.

JACKIE

Part of me hasn't quit yet. And the other part is still pretty outraged.

(calmly)

When it's not terrified.

Watching the world of moms and kids. Who are not terrified.

JACKIE

I'm thinking. Do I know you well enough to really chew you out?

RACHEL

No.

Jackie turns to her. Diamond laser glare...

JACKIE

Have you lost your mind?! You fought years for that job! And you quit??

Oh. That.

RACHEL

It's just not the right time t...

JACKIE

Do what you've worked your whole life to do?

RACHEL

It was just a job, there'll be plenty of others.

JACKIE

You mean, after I'm dead?

Do you?

RACHEL

Hey, you haven't quit on you, I'm sure as hell not gonna. I just mean, I'm juggling a lot right n...

JACKIE

Juggle it! Move the darkroom into your house. You've got that room downstairs with the treadmill Luke never uses anyway. Don't lose your confidence. Don't lose your edge.

RACHEL

It's the same choice you made.

JACKIE

Yes. I made the choice that was right for me. And I don't regret it. But even for me, there were days when I felt so lost, so invisible. And then I'd hate myself for the kids not being enough.

Reading Rachel's face.

JACKIE

(softer)

I know you, huh? The car pools, the measles, the PTA. It's not gonna be enough for you in the long run. You have to think long term.

RACHEL

I just want to spend time with them when I'm not rushing or on the phone or tired or...

JACKIE

That's motherhood. That's the job, with or without a career. I'm telling you the biggest gift you can give them is your happiness. They need you to be happy.

Can you hear me?

JACKIE

Cause if you're not, the easiest person to blame is the guy sleeping next to you. And you'll push him away, and then hate him even more when he goes, until finally you have no choice but to leave. And that can't happen.

Rachel's turn to wonder. She starts to say something, thinks better of it. Asks instead...

RACHEL

That's the bottom line, isn't it?
I can't make a mistake. Because
it'll screw your kids.

Glances over.

RACHEL

My advice to you? Don't die.

JACKIE

Feeling the pressure?

Rachel's eyes move across Jackie's face. Then, out to Ben, on the distant swings.

RACHEL

Last time I pushed him? He said,
'Higher, Rache. It makes my penis
sting.'

Thin smile. Now it's Jackie watching Rachel's profile.

RACHEL

I'm gonna buy him that white dove
for Christmas. If I don't, you'll
get him a fucking eagle!

Jackie keeps watching her. And in a quiet voice...

JACKIE

Ben was born in two hours, went
right to my breast and camped
there for three days. Always with
this...mischievous look...

Watches Rachel nodding, absorbing.

JACKIE

Somehow, his blanket always looked
like a cape, even the nurse said
that. He loves to hear that story,
over and over. How he was born a
magician.

RACHEL

(softly, never turning)
And her...?

JACKIE

Took 28 hours. She just wasn't sure about entering this world.

Watches the feeling well in Rachel's eyes.

JACKIE

The doctor wanted to go in and get her, but I knew she'd come in her own time.

Rachel nods. It fits.

JACKIE

That's who she is. Don't let anybody rush her.

Silence. A murmur...

RACHEL

I'll keep that in mind.

Rachel settles back. Her eyes now locked away somewhere private.

JACKIE

(quietly)
What?

Rache smiles. That Jackie sensed something.

RACHEL

It's not about the kids.

Looks over. Decides whether to ask...

RACHEL

That thing you said before. Pushing the guy sleeping next to you away. Because of what you gave up for motherhood...

JACKIE

Is that what he told you?

RACHEL

He won't discuss it. Just calls it history.

A trace of edge to Jackie's smile. But no real anger.

JACKIE

Well, he got that part right.

Looking. Looking.

RACHEL

So what's the part he got wrong?

An urgency in that.

RACHEL

I got all day.

EXT. COURTHOUSE STEPS - TWILIGHT

Luke and his bulky briefcase, coming down the stone steps two at a time, until...

...he sees her. In her winter coat. Smoking as if it could keep her warm. And despite her tension, he grins, heads over.

LUKE

What a great surpri...

RACHEL

Hold your applause. We're not having fun, here.

And from her face. She means every word.

LUKE

(concerned)

Is Jack okay?

Great. Just what she wants to hear.

RACHEL

Oh yeh, she was cracking me up. Dishing details of her sordid little divorce.

Ah. A beat. To assess the damage.

LUKE

And you freaked. A little.

Hey...

RACHEL

Just like to make sure. That your past. And my future. Are real different.

LUKE

(quietly)

Well, they will be.

RACHEL

(hard and low)

Imagine my relief. So what's for dinner?

He sighs. Jesus.

LUKE

Why in the world would she t...

RACHEL

You took a fishing trip with the boys. Liked it so much, you took another.

LUKE

I needed some time away.

RACHEL

...while she watched the kids. Then, you booked this flat in Paris for your family's summer. But she said...

LUKE

(weary)

'...the kids have camp. Their friends are here. Over there, I'll just be shopping in a language I don't even know. My life, and the kids' lives, aren't here to service your mid-life crisis.' Did it go like that?

It did. People are passing them. They do not notice.

LUKE

She called it a fight. The fight.

RACHEL

What do you call it? You told her you had doubts.

He looks around. People are moving on. Toward their drinks, their dinners, their lives.

LUKE

Can we go sit somewhere?

RACHEL

Let me put it this way. Hell, no.

And takes out her cigarettes. Her fingers fumble slightly. It isn't the cold.

LUKE

I told her I loved her.

RACHEL

By way of saying you were unhappy.

LUKE

Restless.

RACHEL

Excuse me. 'Things are so confusing for me, Jack. Our life feels too comfortable, too safe, too predictable. It's a partnership, it's juggling schedules. When I think of playing that out, every day, for the rest of my life...'

Dead at his eyes. And he nods. Once.

LUKE

(softly)

'...I don't know if I can make it.' That's what I said. But I didn't leave.

RACHEL

No, she threw you out. What a difficult woman.

Pulls out her box of matches.

RACHEL

So now I get to wait...

A single match...

RACHEL

For the first sign. The first fishing trip...

STRIKES it. Shields it from the wind.

RACHEL

What do you figure, Luke? When

am I too old to be exciting? When your daughter brings home her college roommate?

Lights her cigarette. As he watches.

LUKE

(softly)

That's a pretty ugly thing you just said.

RACHEL

No, here's ugly. 'I love you, babe. It's just our life together I'm not so sure about...'

Big draw. Never wavering from his eyes.

RACHEL

'But keep dancing, and if you're lucky, I might just never leave, who knows?'

LUKE

That's not us.

RACHEL

Because you've changed so much.

He puts his hands on her, gently. But she flinches. So the hands come away.

LUKE

You want me to show you the future. Well, I can't darlin'.

I can't. She searches the lovelight in his eyes. As if she could weigh it.

LUKE

We make our lives, one step at a time. We do the best we can. The truth about the future? A promise. Is only a hope.

RACHEL

How about the promises we make to our kids? About their future. Do we shrug those off, just that easily?

That slows him down.

RACHEL

Maybe Annabelle deserves to find out who really broke up her family. While her mom is still around.

Stops him. Cold.

RACHEL

(quiet)

Hey. Just a thought.

Flips her cigarette to the gutter. Shrugs...

RACHEL

You got one less for dinner.

Takes a step back. Only one. But it registers.

LUKE

Where you goin'?

RACHEL

I'm gonna get me a drink.

Nods, to herself.

RACHEL

And I'm gonna drink it alone.

And she walks off. Slow.

EXT. CAR POOL LINE, ELEMENTARY SCHOOL - DAY

Ben alone in the back seat. Reading his beloved Garfield book. Shift ANGLE to see...

...the women standing by the car. Rachel looks a little anxious...

RACHEL

You really didn't have to come, you know. I'd have brought them straight t...

JACKIE

(staring at something)

Who in the world is he?

See now, across the way. A gorgeous BOY, dressed cool, stands holding an expensive bike. And chatting happily with Annabelle. In the distance, other kids pretend they aren't watching.

RACHEL

Looks nice enough to m...

JACKIE

He looks familiar. Did he do a Calvin Klein ad?

Across the way, the boy leans, kisses Annabelle sweetly on the cheek. Waves to her. Peddles off. In distance, kids are dying. Annabelle pretends not to know that. Just walks casually toward us, but as she approaches, she can't help breaking into a RUN, straight...

...into RACHEL'S ARMS.

ANNABELLE

(breathless)

It workeditworkeditworked! Omigod, you can't believe the look on his face!!!

SQUEEZING Rachel tight enough to crush her bones. And although Rachel hugs back, although she kisses Annabelle's hair...

Her eyes are locked to Jackie's.

Houston. We have a problem.

EXT. JACKIE'S YARD - DAY

Rachel alone by the weathered redwood swing and slide set. She is pacing in a circle, looking like a kid waiting to see the principal. Sucking her cigarette like smoke was oxygen. She picks a bottle of beer off the grass. Twists the top. Settles awkwardly on the seat of the taller swing.

HEAR the screen door open. Bang shut. Rachel takes a sip. Before she looks up...

JACKIE

(low, calm)

Now we're going to have a fight, you and I.

RACHEL

(barely audible)

Are we.

JACKIE

And I'm going to win.

RACHEL

(straight to her eyes)
Don't be too sure.

No anger in Jackie at this moment. The ferocity of that mother lion. The strongest face we'll ever see.

JACKIE

Now, 'limp dick', I know. What.
Is 'snowballing'?

RACHEL

It doesn't matter, I didn't tell h...

JACKIE

Because there'll be, oh, 20 or
30 mothers phoning me in the
next hour or so. And they'll b...

RACHEL

Give 'em my number.

Jackie on the prowl around this swing. Stalking her prey.

JACKIE

Actually. They'll want Annabelle's
mother.

RACHEL

Is that what you're worried about?
Looking bad at the PTA?

JACKIE

You are defending what you did?

RACHEL

Right down to the ground. Let's
get to it.

Not quite what Jackie expected.

JACKIE

You put filth in my child's mouth.

RACHEL

Aw.

JACKIE

You had her lie about that...
that fancy-boy model!

RACHEL

Worked. Like a charm.

Jackie cannot even believe this.

RACHEL

She was beaten, and bloodied, and it was going to go on, uni...

JACKIE

So you became the hero. And I became the schmuck.

Straightening her spine...

JACKIE

You taught my child that I am some limp dick loser. Who didn't care about her pain.

RACHEL

That's not wh...

JACKIE

You think I didn't have some dirty words for that little putz? You think I couldn't figure out some low blows?

RACHEL

You weren't passing 'em out.

JACKIE

Well, maybe your version of growing up is 'Just win, baby'.

Stalking. Closer. Fierce.

JACKIE

Mine. Is a little different.

Right there. At the swing. In her face.

JACKIE

See, in that crisis, I saw an opportunity. For some real growth.

RACHEL

Oh please.

JACKIE

Shut the fuck up. I didn't go behind your back.

The one scored. Rachel sips her beer.

JACKIE

Doing the right thing. Knowing who you are, inside. Not caving to peer pressure, or lowering yourself to that level, steering your own course...

RACHEL

She wasn't steering her own course, she was steering yours.

JACKIE

Well, that's what parenting is about, little girl. They are pleading to know how they are supposed to do it. And you sure as hell showed her.

Silence.

JACKIE

And there will come another moment. When the stakes are really there. And she will look back on this. And remember how good it felt. How easy it was.

RACHEL

And she'll fight back again. God help me, what have I done.

Jackie's voice drops. The softness makes it somehow more menacing...

JACKIE

You've turned her into you. And I may not get another chance. To turn her back.

RACHEL

(suddenly fierce)
That's what it is. And that's all it is.

The hand with its cigarette STABS out...

RACHEL

You won't get the chance.

Jackie back on her heels. Thinking. A mile a minute.

JACKIE

You've got a point there, for a change. Oh, yes you do.

HER finger stabbing out.

JACKIE

You didn't get morning sickness for seven months, you didn't breast feed till your nipples fell off, you didn't spend every minute of every day thinking and planning and knowing that your decisions were shaping the people they were going to be...

And now Rachel. Has nothing to say.

JACKIE

You are gonna be taking Ben's training wheels off. You are the one my little girl will confess her first love to. You will see them married, you will play with their babies, you fucking BITCH, I hate your GUTS!

The blast washes over Rachel. And in the silence...

RACHEL

Now you're talking sense.

She looks down at her beer.

RACHEL

All year long, I've been watching how you do this. The worries, the sacrifices, the signals you give them...

Thinks. Really thinks. Wants so much to say this right.

RACHEL

And I admire you. More than you'll ever believe. And yet...this... thing...has been growing. Inside me.

Looks up. Straight to her eyes.

RACHEL

For better or worse. I'm not you.

And so she stands up. The swing shimmies in her wake.

RACHEL

I can't live my life channeling the
One True Mom after you're gone. I
can't do it. I can't do it. I can't.
Do it.

Sets the beer down. Stabs out her smoke.

RACHEL

We have to deal with that.

And walks off, slowly. Across the yard.

INT. INDOOR RIDING RING - TWILIGHT

Huge indoor space. Wood-sided walls, dirt floor. High corrugated metal roof, with birds flying, roosting in rafters. A little GIRL, under the keen eye of her TRAINER, puts her mount through its paces. In the cold air, steam rises from the horse's body. It's late, no one else around. TRACK now...

...down a walkway. Toward the stables. A barn cat is crouched, stalking prey. We hear a soft voice, speaking. One we know...

LUKE (O.S.)

It was like telling her...

See him now. Standing awkwardly, against the side of a stall.

LUKE

...that I didn't love her anymore...

See the horse, still steaming. Standing patiently.

LUKE

...if I could be sure I'd always
stay.

Circling the horse now, we see Annabelle's back. She is slowly brushing out the sweat mark. Where the saddle used to be. Her movements are stiff, mechanical. The soft voice continues...

LUKE (O.S.)

She said, 'This thing you call a
partnership. The schedules, the
chores, all the things we have to
work out...'

Our ANGLE CIRCLING to see at last Annabelle's face...

LUKE (O.S.)
(softer)
'...for the kids.'

The tears that stand in her eyes. The set line of her small mouth.

LUKE (O.S.)
'...that's the life I dreamed of.
And it's all I ever wanted it to be.'

She swallows. Because she will not cry.

LUKE (O.S.)
That's the kind of person your mom is.
She's the best.

Annabelle says nothing. She drops to her knees. Begins to clean out one of her horse's hooves with a metal pick. The only sound against the stillness.

And her father watches. His heart pounding.

LUKE
I complained a lot, baby. We couldn't travel, we'd lost our privacy, our chance to do things on the spur of the moment. To live for...ourselves. The way we'd started out.

He goes to her. The sound of his feet on the straw.

LUKE
And she said. Sounds like you'd be happier. If the kids weren't around.

Crouches down. Very close to his child.

LUKE
I said. I love them more than anything. But sometimes... I do miss what I've lost.

Annabelle stops working. Turns her faces away.

LUKE
She said she could never feel that way, not for one single second.

So he leans closer.

LUKE

She didn't want to be with someone.
Who could.

Silence. He's staring at the back of her head.

LUKE

You know, this horse smells
really bad.

ANNABELLE

There's worse things.

At least she can talk. If only just above a whisper.

LUKE

Do you know why I never told
you all this before?

A beat. She doesn't look at him.

ANNABELLE

Sure. You wanted me to blame her.
Instead of you.

Waiting to hear...

LUKE

(very softly)
That's right.

She hears honesty. And heartbreak. It makes her turn...

ANNABELLE

How come you're telling me now?

He gets lost. Looking in those eyes.

LUKE

I don't want to be wrong anymore.

I don't.

LUKE

I want to say I'm sorry, because I am.
And let you hate me. If you have to.

She swallows hard. Her eyes moving over his face.

LUKE

See that feeling? Where you feel
two different things at once?
That's a grown-up thing. It's
not a lot of fun.

She shakes her head very slightly. And her eyes water.

LUKE

Know why your mom never told you?

She doesn't.

LUKE

She knew that you and her were
so...solid. Nothing could rock that.
But she didn't want to risk...

The hardest thing. He's ever had to say...

LUKE

...your hating me.

ANNABELLE

Cos she loves you.

LUKE

Cos she loves you. She wanted you
to have a daddy to love. Even if
he didn't...completely...deserve it.

Now the tears in his eyes. And she's watching that.

LUKE

You know how much love that is?
That she has for you.

Do you.

LUKE

There's going to come a moment.
When she'll really need you to
give that back. And you're just
the girl that can do it.

The way he says this. Makes her ask...

ANNABELLE

Now do I know when?

He reaches. First time. Strokes her hair.

LUKE

That moment will come. And your heart is going to whisper, 'here it is'

Winds his fingers. Around her hand.

LUKE

And you'll come through.

She stares in his eyes. And dead straight.

ANNABELLE

If I miss it, daddy? You clue me in.

Okay, he nods. That's a plan.

INT. BAR - NIGHT

The dimly chic bar. With its soft upscale buzz. Where Jackie told Luke she had cancer. Tonight, she waits alone. Watching the entrance. Nursing her drink. And then...

...Rachel comes into the place. Spots Jackie across the room. Weaves her way through the tables.

And she is there. Slipping into her seat. Not knowing what to say.

JACKIE

Thanks for coming out.

RACHEL

Neutral ground. What's up?

Jackie stares evenly. Her chin rests across the back of her knuckles. She looks tired, but okay. Fueled by adrenaline.

JACKIE

Luke called. He says you're checking out. Of the Heartbreak Hotel.

The waitress appears. Rachel too locked into the moment to notice. So...

JACKIE

She likes a Stolie, no ice.

RACHEL

(softly)
Double.

As the woman leaves...

JACKIE
What's this about? Because
we fought?

RACHEL
Don't flatter yourself.
(beat)
I always liked that line.

Signs.

RACHEL
I love Luke, I love the children.
But there is more to life than
even love...

JACKIE
No, there isn't.

RACHEL
And I have looked down the road.
At what my life will be. And I
can't handle it.

Jackie unblinking. Focused, strong.

JACKIE
What do you see? Down that road.

No answer. Then...

RACHEL
I never wanted to be a mom. Then,
sharing it with you was one thing.
Carrying it alone, the rest of my
life...

JACKIE
Is scary. But you want it. Gimme
some truth here.

The Stolie arrives. They wait a beat. The waitress disappears.

RACHEL
Well, it's the Jack Kennedy Syndrome,
huh? You die young, you always look

golden. Perfect. The memory kind of burnishes the image, and...

JACKIE

Come on, a wuss like me? The stiff who wouldn't help her own daughter fight back?

RACHEL

Maybe I was wrong on that one.

That sits there. In its sincerity.

JACKIE

Well, maybe you weren't.

And so does that. Tears are forming in Rachel's eyes. Here, in this public place.

RACHEL

Look, when I said I couldn't channel you. That didn't mean I wouldn't give my right arm to do just that.

Shakes her head.

RACHEL

Maybe I don't want to be looking over my shoulder. Every day for twenty years. Knowing someone else would have done it right. The way I can't.

Jackie waits. Thinks.

JACKIE

Trade you a smoke. For a secret.

The way she said that. Something weighty behind it. So Rachel reaches into her purse.

JACKIE

You know, I lost Ben awhile back? In a supermarket.

Rachel's hand freezes. In mid-course.

RACHEL

You're lying.

JACKIE

I lost him. I was panicked.

RACHEL

You are lying, you never lost that kid for 4 seconds, you could find him from a coma, there is no WAY!

JACKIE

(smiles)

I was running around like a chicken with my head chopped off. Doing my imitation of you.

Rachel still not buying...

RACHEL

Ben never mentioned it.

JACKIE

He only remembers I found him. My point is, telling you this story would have been the kindest, most helpful thing I could ever have done for you.

The smile fades.

JACKIE

Why didn't I?

RACHEL

Uh. You hate my guts?

Passing the cigarettes over.

JACKIE

We were competing. Even then.

Yes we were.

JACKIE

Instead of being partners. Watching each other's back. Seeing things were covered.

Pulls out a smoke. Offers the pack...

JACKIE

You're not scared you'll think you don't measure up. You're scared they'll think it. That's the JFK thing, yeh?

Rachel takes one. Eye contact holding.

RACHEL

With good reason. They fucking worship you as it is.

JACKIE

What do I have that you don't?

RACHEL

Everything. You're...the Earth Mother incarnate...

JACKIE

You're the hip and fresh.

RACHEL

You ride with Annabelle...

JACKIE

You'll learn.

RACHEL

You know every story, every wound, every memory, their whole life's happiness has been wrapped up in you, every moment...

JACKIE

I have their past.

STRIKES the match.

JACKIE

You. Have their future.

Rachel stunned. By the simplicity of it all. Slowly, she leans to accept Jackie's flame.

JACKIE

Don't you get it? You look down the road to her wedding. You're in the room alone with her, fitting her veil, fluffing her dress. Telling her no woman was ever that beautiful.

Tears now. Standing in two pairs of eyes.

JACKIE

And your fear is. She'll be thinking. I wish Mom were here.

Jackie lights her own.

JACKIE

And mine is. She won't.

Her hand trembles as she takes a drag.

JACKIE

Now that's enough fear for either
one of us to kill the other. And
no jury in the world would convict.

Jackie raises her glass.

JACKIE

We're guilty, girl. Of being human.
And we can't forgive ourselves.

Holds it forward. In a toast.

JACKIE

But I forgive you.

And slowly, Rachel lifts her own glass. CLICKS it with Jackie's.

RACHEL

Don't rush me. I'm deciding.

SLOW DISSOLVE TO...

INT. JACKIE'S LIVING ROOM - CHRISTMAS MORNING

White Christmas outside the window. Richly trimmed tree, presents everywhere, carols softly playing. The whole nine yards. Luke and Ben standing at a wrapped bird cage, where a dove is cooing inside. Annabelle is setting out the cocoa with a uniformed NURSE.

Rachel enters. Kisses Annabelle's head.

RACHEL

I'm gonna check on Mom.

Goes down the hall, every emotion in the world is playing across her face. Into...

INT. JACKIE'S BEDROOM

Jackie lies on her death bed. She is beautiful and near the end. Despite the IV tube, the monitor, she's gotten to serenity after all. As close as any of us will ever get.

RACHEL

Hey, gorgeous. Time for the presents?

Jackie licks her lips. Pretty dry. Rachel takes a cotton lemon swab from the nightstand. Tenderly, cleans Jackie's mouth.

RACHEL

Now Edna says you short-changed your last meds. You can do presents and be comfortable at the same time, y'know.

JACKIE

(clears her throat)
Just want to be a little sharper.
For a few minutes.

A few minutes.

JACKIE

Some things to say. To the kids, huh?

Smiles.

JACKIE

Then, bring in the presents. We'll have big fun.

Rachel can't really bear this.

RACHEL

You know, there's nothing you have to say. Because they know your heart. You don't have t...

JACKIE

Just sit me up. Nice and tall.
Bring Benjamin first.

Staring at each other. Then Rachel reaches her arms around Jackie, and as gently as she can manage, lifts her to a full sitting position.

JACKIE

Scrapbook.

Rachel brings the big book. Lays it on the bed. And goes.

Jackie begins to turn the pages. Her life with these children

passing before her eyes. No tears. No smile. Just full attention. Fingertips touch the one she was looking for, as...

The door OPENS. Ben, hesitant, enters alone. His mother's face is fine and strong and smiling.

JACKIE
Find the bird cage?

BEN
(standing there)
Rache says it's from you.

JACKIE
Well, don't make him disappear
before I see him.

Ben nods. Okay, I won't. She glances to the scrapbook...

JACKIE
Oh, look at this.

And forgetting his uneasiness, he runs over, climbs ONTO the bed. Jackie doesn't wince, doesn't even blink. Nothing for his memory bank but smiles. He looks at the photo...

...Jackie holding a spunky newborn.

JACKIE
That's you and me. Our first photo
as a couple.

He nods. Really staring at it.

BEN
Did you know I was good-looking
right away?

She reaches to hold his face in her hand. Stares in his eyes.

JACKIE
This good-looking. Was beyond
my imagination.

She leans. Kisses his lips lightly. How many more times will she get to do this?

JACKIE
(a murmur)
So what do you think we're gonna
talk about?

BEN

(straight back)
You dying.

She nods. Her smile is right there.

JACKIE

The secret of it. That only
magicians. Can ever understand.

His eyes brighten. The sadness pushed aside.

JACKIE

See, when we die. Our body goes
away. Our body. But we...we are
not our body, are we?

He doesn't know. Maybe he thought we were.

JACKIE

If a soldier loses his legs in a
war. Is he the same guy? Sure
he is.

BEN

But you can still see him.

JACKIE

Half. Of him.

This is so fucking hard. But her eyes stay dry.

JACKIE

Dying. Is where the whole body
goes away. So you can't see any
of it. But...

Rests her hand tenderly. On his hair.

JACKIE

What do magicians know?

Leans forward. Here's the secret...

JACKIE

Just because you can't see it.
Doesn't. Mean. It's gone.

Does it? And Ben smiles. He is inside the secret.

JACKIE

The world. Thinks I'm gone. But only the magician. Knows better.

BEN

So where are you?

She was waiting for this. For a long time. She wraps her hand around his fist. And puts their hands against his heart.

JACKIE

(a whisper)

Right here. Right here. Inside the magician. Shhhh.

BEN

Can I talk to you? When you're there.

JACKIE

Always. Always. And you won't hear a voice. But in here. You'll know. What I'm saying.

Yes, you will.

BEN

It's not good enough.

JACKIE

No, it isn't. Because it isn't everything. And we want everything, don't we?

He nods. They do.

JACKIE

But God does let us keep the one best thing we have together. The one best thing we've always had. Know what it is?

He doesn't. But he wants to.

JACKIE

I love you. And you love me.

Comes closer. Nose to nose.

JACKIE

It's worth a lot. Will you keep it?

He answers. With a kiss.

INT. LIVING ROOM - MOMENTS LATER

Luke and Annabelle are doing a hugely complex jigsaw puzzle. Ben runs in, falls on his knees by the puzzle. Without looking at Annabelle, he tells her...

BEN

Your turn. It wasn't bad.

Annabelle looks straight to her dad. There is a moment, a silence, that no one else could ever understand. She leans to him and whispers...

ANNABELLE

Here it is?

His eyes water. He takes her in his arms. Whispers close to her ear, only the words...

LUKE

Here it is.

She smiles at hi. Fear gone, filled with resolve. Gives him a kiss. Rises, to...

...follow Rachel down the hall. Rache wraps an arm around her big girl. No words, except a murmured...

RACHEL

You can do this.

Voice cracking. She's not as good at it as this girl's mother.

RACHEL

You can do anything.

At the door. Open it, and...

INT. JACKIE'S BEDROOM

...Annabelle enters alone. The door closes behind her. Her eyes lock with her mother's. No words. Annabelle's eyes filled with tears, and Jackie's arms...

... REACH out, and Annabelle RUNS to them.

They hold each other. For a forever moment.

ANNABELLE

I don't want to say goodbye.

JACKIE

Don't. Take me with you.

And Annabelle looks up. Tears on her face.

JACKIE

Thank God. I got to see you.
Grown up.

ANNABELLE

I'm not.

JACKIE

(very softly)
Let me be the judge of that.

And Annabelle climbs onto the bed. Their hands never stop touching each other. Saying I love you.

JACKIE

There's an amazing thing when a woman has a daughter. One day you look up, and you see...a sister. Someone. You can say. Anything to.

Anything.

JACKIE

I wrote a whole lot of letters. To each of you. And the envelope says when to open it. Like, which birthday. Or...when you get your driver's permit. First time you see Rome. Things like that.

Things like that. Annabelle is beginning to lose it now. So Jackie says only...

JACKIE

Keep Ben's for awhile, okay? Until he's old enough to not open them all at once.

ANNABELLE

Until he's old enough to read.

Tears on Annabelle's face. Her mom wonders...

JACKIE

Are you afraid for me? Where I'm going.

ANNABELLE

Yes.

JACKIE

Don't be. I'm going. Where we all go. Now how can that be bad.

ANNABELLE

I'll miss you so much.

JACKIE

Good. That's very good.

She nods, yes it is.

JACKIE

What you're grown-up enough to know. Is that people. Can do two things at once. Okay?

She brushes at her baby's tears. Then tastes her wet fingertips. Mmmn, surprisingly good. Annabelle sort of smiles.

JACKIE

You can miss me. And. Take me with you.

Hold the child's face. In her hands.

JACKIE

When you're in trouble. Have me there. When you fall in love. Have me there. You can.

Said with such absolute assurance.

JACKIE

That's how we go on, you know. Forever. Because someone takes us along.

Annabelle swallows hard.

JACKIE

On your wedding night. When your babies are born. I want to be there. Will you take me?

A straight question. It needs an answer.

ANNABELLE

Always, always. Always.

A sigh. A shared smile.

JACKIE

You made my life wonderful.

You.

JACKIE

Take that with you, too.

Hold. On Annabelle.

INT. JACKIE'S BEDROOM - LATER THAT MORNING

The presents are here now, they fill up the room, spill over the bed, where both children sprawl.

...Ben RIPPING the shit out of wrappings like a wolverine, Annabelle carefully saving her gift paper as if she were going to hang it in the Louvre. She holds a tank top up to her chest, for her Mom's approval. Jackie's not sure. Rachel handing up more boxes, Luke in charge of bagging trash...

Ben's white dove, flying free around the room, zipping and diving. No one cares. It's Christmas.

HOLD. Hold. And CROSSFADE TO...

EXT. CHAPEL - NIGHT

Family and friends are leaving the wake, exiting the softly-lit chapel into a snowy night. They are saying goodbyes, kissing one another, going to their cars. And saying her last goodbye...

...Rachel turns to Luke. Whispers, close to his ear. He looks at her for a beat, then leads Annabelle and Ben toward the car, as...

Rachel goes back into the chapel. Alone.

INT. FUNERAL PARLOR

The room is nearly dark. One soft spot plays on a simple CASKET. No canned organ music, no sound at all. As Rachel enters.

She goes to the casket. Stares down at it for a beat. And just

above a whisper...

RACHEL

See, I told you I'd do this.

Only...

RACHEL

Only. Now I don't know what to say.

Her hand reaches out. A finger absently traces the edge of the wood. It seems a gesture of unconscious affection.

RACHEL

You'd have written it down, so you wouldn't blow it.

A slight smile. Here's where the love shows.

RACHEL

Maybe we should change places.

Nods slightly. Maybe we should. She takes a step back now, to a waiting chair.

Sits. Her hands folded in her lap. Thinks.

RACHEL

Well. We were less than friends, I guess. And more.

More.

RACHEL

We were never...girlfriends, we never dished. That wasn't. What we had.

No apology there. It's just the truth.

RACHEL

We had some battles, man, they were...world class, huh?

(beat)

And I don't regret a one of them.

Sad little shrug.

RACHEL

I miss them.

Thinking. Of how much more she'll miss.

RACHEL

We've got our secrets, we have.
And I'll keep 'em if you will.

Crosses her arms. Lost in the moment.

RACHEL

But I wish we had one more night.
In that little bar, remember?
Remember that toast? Sure, you do.

Her voice wavers. But the eyes are dry.

RACHEL

Know what? I forgive me, too.
See? You're the magician.

A murmur...

RACHEL

Don't worry, partner, I've got
your back. We're covered.

It's what she came to say. CROSSFADE TO...

INT. BALLROOM - NIGHT

Lights and music and laughter. They're in black tie tonight. It's a wedding party. Up on the stage, at the head table, some guy is finishing a toast, and as everyone ROARS and CLAPS...

BEST MAN

...so TO THE BRIDE! Thank GOD
she's more than he deserves!

Everybody shouts THE BRIDE. Everybody drinks champagne.

And the bride stands up. In her white gown. In her hand, an envelope. She goes to the mike, and waits for the raucous cheers, the calls of SPEECH!, to die down.

Leans to the mike. Flushed and happy. And, oddly, nervous.

RACHEL

Now I know the tradition, so
this isn't a toast. At least...
not for me.

RACHEL

The guest list is 114. But we all know there's one more here, tonight. Because...

Looks down the table at her children. Dressed to kill. Enjoying the party.

RACHEL

...my two sidekicks there always bring her along. Wherever they go.

Right? Right.

RACHEL

So Jackie and I were sitting around. On New Year's Eve. And she said, 'You're not gonna talk at my funeral, are you?'

And now. It is quiet indeed.

RACHEL

And I said, 'I've never been to a funeral. I'm not sure I'll know how to act...'

Her sweet smile. Keeps the mood right.

RACHEL

'...but I'll prob'ly sneak into where you are. Just before it's over...'

Nods to herself. Fights back the feeling of that moment.

RACHEL

'...say something. Just to you. Get the last word in, when you can't talk back.'

There is laughter in this room. Gentle, loving.

RACHEL

So she says, 'No way.'

Holds up the envelope. Holds it tight.

RACHEL

She wrote this. She sealed it up, I didn't see it. She made me promise to read it. At the

wedding.

And slowly, Luke begins to CLAP. And others join. And when it stops...

RACHEL

I told her she'd better make it
dirty, or make it funny. Because...
no way...on my wedding...

No way in hell.

RACHEL

...could she make me cry.

APPLAUSE. They are loving it.

RACHEL

She says, 'It's a deal'.

The band plays an impromptu FLOURISH. Rachel begins to carefully
tear open the envelope...

RACHEL

Now, if it's too raunchy, we may
have to excuse the kids...

SHOUTS from everyone, ESPECIALLY the children.

She has it open. She looks at it.

And everything. Stops.

The world watches her sway, watches her eyes fill as she stares at
the small card in her hand. She can't believe this...

RACHEL

(mouths to herself)
You promised.

The tears are welling. Everyone SCREAMS for her to read it. She
leans to the mike, shaking her head...

RACHEL

It's...no big thing, really...
it's just...five words, it's...

The place goes happily UP FOR GRABS. A joyful RIOT of demand.
Tears STREAMING now, Rachel fumbles to pull up her white beaded
bag. As she puts the card inside, we alone can read the words...

MY BABIES. ARE SO LUCKY.

HOLD on this. And...

FADE TO BLACK. ROLL END CREDITS.