

ME & EARL & THE DYING GIRL

Written by

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5/21/14 Full White - Pages 1-103

6/3/14 Full Blue - Pages 1-103

6/13/14 Full Pink - Pages 1-103

6/19/14 Rev Yellow - Pages 8-11, 24, 27-27A, 45-45A, 48-48, 54,
57, 58-62, 66, 68, 71, 82-82A, 84, 91-93, 97-100A, 103

6/20/14 Rev Green - Pages 22-22A, 27-27A, 64-65A, 68-68A, 90-91

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A mediocre-looking teenage boy, GREG, is staring in frozen horror at a computer monitor, the only source of illumination in the room.

He is lost in thought, and his thoughts are hell.

GREG (V.O.)

I have no idea how to tell this story.

He types. His typing is labored.

GREG (V.O.)

I don't even know how to start it.
Like: I guess I could use one of those classic story-beginning sentences.

He examines the screen. There's one line written: **"It was the best of times; it was the worst of times."**

GREG (V.O.)

(becoming agitated)

But what would that even mean? I mean, obviously somewhere in the world it's the best of times for *someone*.

CUT TO:

Some EXTREMELY FORTUNATE GUY is benefitting from all these things that Greg is describing.

GREG (V.O.)

Like he's eating all of this insane Vietnamese food that he just got for free and the woman who delivered the food looks exactly like the hot girl from Pussy Riot and now she's situated in the corner playing unspeakably beautiful melodies on the harp. While he's just going to town on that food. So yeah. That's the best of times. Meanwhile,

CUT TO:

3 INT. NORTH KOREAN DUNGEON - NIGHT - ALTHOUGH WHO REALLY KNOWS
WHAT TIME OF DAY IT IS IN THIS HORRIBLE GODDAMNED DUNGEON

A COMPARABLY UNFORTUNATE GUY is the recipient of Greg's
imagined parade of horrors.

GREG (V.O.)

...some *other* guy is being tortured
by the North Korean government
specifically by being suspended
over a crocodile-infested pool of
acid, and because it's acid these
crocodiles are just *pissed*, and
they're also piping in that gross
smell you get when they spill a
bunch of milk in the school parking
lot, and this beefy torturer dude
is just punching the hell out of
him. Worst of times. Check.

BACK TO:

4 INT. GREG'S BEDROOM - NIGHT

4

GREG stares screenward. He has typed the words, "**I have no
idea what I am doing.**"

He erases them and begins typing again.

GREG (V.O.)

All right. Look. I'll just start.
This is the story of my senior year
of high school, and how it
destroyed my life, and how I made a
film so bad it literally killed
someone.

Greg finishes typing. The screen says:

"I made a film so bad it literally killed someone."

Greg is staring blankly at the screen, again.

TITLE CARD: **ME & EARL & THE DYING GIRL.**

The hot girl from Pussy Riot is back on harp.

5 INT. CITY BUS - 6:07 A.M., FIRST DAY OF SENIOR YEAR

5

GREG is slumped in a seat, yawning and absentmindedly eating
something, as the bus rumbles through the darkness.

SUPER: The part where I begin senior year.

CUT TO:

- 6pt I/E. SCHENLEY HIGH SCHOOL - BEFORE CLASS 6pt
- Schenley High School is a stately, formidable city block of barred windows and desert-colored brick. It's a bit like they made a penitentiary out of a dismantled Gaza pyramid.
- As GREG walks through the school - down hallways, in and out of the band room, etc. - we trail him.
- 6pt IN THE FOYER: 6pt
- Greg approaches a lone JOCK.
- GREG (V.O.)
I used to think about it this way:
Like a continent, Schenley High
School is divided into nations.
- Greg and the jock exchange what's-up head nods.
- GREG (V.O.)
Jock Nation.
- 6pt IN A VAST GRITTY HALLWAY: 6pt
- Greg bumps fists with TWO STONERS, smoothly declining their offer to look at a YOUTUBE VIDEO.
- GREG (V.O.)
Kingdom of Stoners.
- 6pt FURTHER DOWN THE HALLWAY: 6pt
- JUSTIN HOWELL THE THEATER KID is laughing uproariously and flirtatiously at a thing Greg has said.
- GREG (V.O.)
The People's Republic of Theater
Dorks.
- 6pt IN THE STAIRWELL: 6pt
- Greg observes, unnoticed, as two STONERS pelt a JOCK with ketchup packets and then book it out of there.
- GREG (V.O.)
In the typical high school life,
you belong to one nation, which can
never guarantee you total security.
- 6pt IN THE HALLWAY: 6pt

A group of GANGBANGERS smoking cigarettes exchanges sullen what's-up nods with Greg.

GREG (V.O.)

But I thought I found a way out.
Get citizenship in EVERY nation.
Get passports to EVERYWHERE.

6pt

IN THE BAND ROOM:

6pt

Greg briefly plays the bass drum in an impromptu jam session with FOUR OR FIVE BAND KIDS.

GREG (V.O.)

Just be on low-key good terms with everyone. Casually interact with them once in a while, in a way that is invisible to everyone else.

7

IN ANOTHER HALL:

7

Three MEDIOCRE-LOOKING GIRLS are in GREG'S path. One is quietly but utterly miserable.

FRIEND OF MISERABLE GIRL

The test was today?

The miserable girl nods, wordless; her friends hug her fiercely, protectively.

GREG (V.O.)

Never commit to an interaction that won't be casual or mellow. That's like sending troops to Afghanistan.

GREG

(cheerily, hastily)

Ugh! Tests! I've been there.

He speeds away--

8

IN THE AUDITORIUM:

8

GREG is watching with polite interest as two GOTHY DORKS, including SCOTT MAYHEW, play Magic cards.

GREG (V.O.)

Maintain relationships even with citizens of the most dicked-upon nations. For example, Scott Mayhew, the Gothy dork I'm sitting next to here. It took years of cultivation to win his trust.

Scott plays a card entitled "Common Highland Berserker."

GREG
 (murmuring respectfully)
 Scott, nice *berserker*.

Icy and sinister, Scott turns his gaze to Greg.

SCOTT MAYHEW
 Thank you--

9

PARKING LOT, STEPS:

9

GREG is patiently listening to the violent freestyle rapping of ILL PHIL, a runty neck-tattooed ne'er-do-well.

GREG (V.O.)
 Or the universally ostracized Ill
 Phil. Truly, a nation of one.

ILL PHIL
 They call me Ill Phil /
 I'll bend you to my will /
 my will is ill /
 and my name is Phil /
 for real /

GREG
 Yeah, that's good.

ILL PHIL
 (interrupting him)
 take you out back behind the mill /
 force you to eat a pill /
 now you like "what's the deal" /
 "I just got killed"

GREG
 Some great rhymes in there.

FREEZE FRAME.

GREG (V.O.)
 This all may appear simple.

6pt

REWIND to the FRONT STEPS of school, where this scene began

GREG (V.O.)
 In fact, it requires thousands of
 social calculations per second.

REPLAY the interactions with the JOCK and the STONERS, again in slo-mo, but this time from GREG'S POV - ROBOGREG sequence.

In his field of vision are SCI-FI VISUALS: bars and charts. It's the data with which a high-functioning autistic person might negotiate the terrifying social world of high school.

Overlaid are dozens of Greg's voices making observations, barking commands, etc.:

ROBO-GREG (V.O.)

INCOMING: DAJUAN WILLIAMS
DAJUAN WILLIAMS CONFIRMED INCOMING
classifications: jock subgroup 13a
scanning sightlines
execute low-key head nod
CASUALLY TERMINATE HEAD NOD
INCOMING: ALLAN MACCORMICK, JOSH
RAPAPORT
ALLAN MACCORMICK AND JOSH RAPAPORT
CONFIRMED INCOMING
classification: stoner subgroup 4c
eye contact confirmed with allan
maccormick
maintain speed; conceal sightlines
12 to 5 o'clock for fist bump

10 INT. CAFETERIA - LUNCHTIME 10

GREG, holding a bagged lunch, is standing inconspicuously at the entrance of the cafeteria. He is peering at A PLACE OF TOTAL CHAOS: crowded, dirty, and lawless.

GREG (V.O.)

And there were some places I simply couldn't go. Like the cafeteria. Every last square inch of it was disputed territory. It was Crimea, Kashmir, and the Gaza strip all rolled into one. Also the part of the Indian Ocean with pirates.

11 INT. MCCARTHY'S OFFICE 11

GREG is eating his lunch in a teacher's office, next to a DIMINUTIVE BLACK KID. Above them stands MR. MCCARTHY, a young teacher with a shaved head and arms sheathed in tattoos. He is notable for his paradoxically mellow intensity, and for his LOVE OF FACTS.

He is, to Greg, the only reasonable teacher in all of Schenley.

GREG (V.O.)

Instead, I always ate lunch in my history teacher's office...

MR. MCCARTHY

FACT: I will be in 309 for the next
20 minutes. Respect the research.

GREG

(dutifully)
Respect the research.

EARL

(chainsmoker's rasp)
Respect the research.

McCarthy leaves. Greg hits space bar on McCarthy's DESKTOP to unpause a YOUTUBE CLIP (from BURDEN OF DREAMS: THE MAKING OF FITZCARRALDO). The boys watch and eat, wordlessly.

GREG (V.O.)

...with Earl, whose role in my life
I'm not even going to try to
explain to you right now.

MADISON, probably the hottest girl in school and yet somehow also a fundamentally decent person, opens a door.

MADISON

Oh hey guys.

GREG

Hi Madison.

MADISON

Greg, how was your summer.

She smiles and touches Greg's arm. He suppresses a freak-out.

GREG (V.O.)

One last thing. Hot girls destroy
your life. That's just a fact. It
doesn't matter if the hot girl is
also a good person. She's a moose,
you're a chipmunk, she's just
wandering through the forest,
oblivious, and she doesn't even
know that she stomped your head.

BRIEF DISPLAY OF IMAGE OF MOOSE STOMPING CHIPMUNK

Back in Mr. McCarthy's office, Greg is attempting charm.

GREG

Summer. It's like... what does that
word even *mean*? More "summ"?

(beat)

Winter: same deal! More "*wint*"?!

Mercifully, Earl cuts in.

EARL

McCarthy's in 309.

MADISON
(brightly)
Oh great! Thanks guys!

She leaves. Greg gazes wistfully at the closed door.

EARL
(still without looking up)
Titties.

Greg continues to stare, lost in thought.

CUT TO:

12pt1 INT. GREG'S BEDROOM - AFTER SCHOOL 12pt1

TITTIES are indeed what Greg is staring at, on his computer.
A KNOCK ON THE DOOR sends him into panic.

GREG
jesusjesusjesus

GREG'S MOM
(entering)
Honey? Can we come in?

GREG'S PARENTS are in the room now.

GREG'S MOM is a forceful Jewish mom. She believes her son is the most wonderful person in the world, and also that she must take frequent intrusive measures to redirect his life. She is holding a shrinkwrapped COLLEGE DIRECTORY.

Because this is a movie, she is probably sort of hot, but not egregiously so.

GREG'S DAD, holding the family cat, is a muumuu-wearing classics professor, a man of profound spacey weirdness. He is often making a face of thoughtful concentration. This is to conceal the unfathomable strangeness within.

Why is he thrusting the cat out at Greg? What is the cat's role in this impromptu family meeting? Unclear.

GREG
What do you want.

GREG'S MOM
(tearing shrinkwrap)
First, I was going through your stuff, and I saw you haven't even opened your college directory! So, please. Have a look.

GREG

Mom. Don't go through my stuff.

GREG'S DAD

We discussed it, and she gets to go through your stuff.

GREG'S MOM

Just have a look! It's fun! It's like a menu for your future!

(paging through,
theatrically)

What are you in the mood for? Could I interest you in... Penn State? Pepperdine? Pomona? Ooh--*Princeton?*

GREG

I'm not getting into Princeton.

GREG'S DAD

He's not getting into Princeton.

GREG'S MOM

Well, not with that attitude. Victor, you're just being hostile because they wouldn't let you bring Cat Stevens into Whole Foods.

GREG'S DAD

That establishment practices *cat apartheid*, and history will not judge them kindly for it.

GREG

Mom. Is that it?

GREG'S MOM

It's not. Honey... your father and I wanted to talk to you about something kind of sad.

GREG

What? What happened?

GREG'S MOM

I just got off the phone with Denise Kushner. Rachel's mom? You know Denise?

GREG

Not really.

GREG'S MOM

You're friends with Rachel, though.

FB7

FLASHBACK - SCHENLEY SCHOOL HALLWAY:

FB7

The very sad mediocre-looking girl from earlier today? The one being comforted by her mediocre-looking friends?

Yes. That was RACHEL.

12pt2

INT. GREG'S BEDROOM - BACK TO THE PRESENT:

12pt2

GREG

We're not friends, we're like... acquainted.

GREG'S MOM

Honey, Rachel has been diagnosed with leukemia. They just found out.

FB7

FLASHBACK - SCHENLEY SCHOOL HALLWAY:

FB7

FRIEND OF MISERABLE GIRL

The test was today?

Hug of sadness.

GREG

Ugh! Tests! I've been there.

12pt3

INT. GREG'S BEDROOM - BACK TO THE PRESENT:

12pt3

GREG

(mortified at himself)

Oh God.

(beat)

Is that serious?

GREG'S MOM

(beginning to tear up)

Oh honey. They don't know. They're doing tests, and they're gonna do all they can. But they just don't know.

GREG
(not sure what to say)
That... sucks.

GREG'S MOM
You're right. You're absolutely
right. It does suck.

GREG
It sucks real bad.

GREG'S MOM
I know. It sucks. It just really
sucks, really really bad.

GREG'S DAD
It sucks quite a bit.
ALT: It sucks super hard.

She is crying. Hesitantly, Greg goes over to give her a hug.
Greg's dad joins the hug. He is working the cat into the hug.
They are all squat-hugging on the floor of Greg's bedroom.

GREG
Dad, Cat Stevens is biting me.

GREG'S DAD
He's deeply distraught.

The hug stops. Cat Stevens scampers angrily away.

GREG'S MOM
Honey, Denise and I agreed, Rachel
needs her friends now more than
ever.
ALT: Honey, I was talking to
Denise. And we agreed you were
someone who could really make
Rachel feel better.
ALT: Honey, I was talking to
Denise. And we agreed, Rachel could
really use someone to make her
laugh.

GREG
Oh. Yeah. But, we're not really--
ALT: Mom. You have to remember,
we're not really--

GREG'S MOM
I know it's not easy. And it sucks.
But that's why you should do it.
And need to do it. It's a mitzvah.
Just give Rachel a call.

GREG

(panicking)

Mom. What do you want me to say?
Hey, it's that random guy from
school who's never really paid
attention to you? But now you have
cancer, so let's hang out?

GREG'S DAD

That's not going to work. She'll
think you're being sarcastic.

GREG'S MOM

(beginning to lose
patience)

Honey? You really can't do this *one
nice thing* for someone else? You're
honestly telling me that you're--

GREG

UGGGGGGGGGH FINE.

(beat)

But you have to stop going through
my stuff! Or one of these days, I'm
gonna go through *your* stuff.

GREG'S DAD

I hope you like tampons.

13 INT. GREG'S HOUSE, TV ROOM - FIVE MINUTES LATER 13
GREG is on the phone, and his parents have left the room. The phone is ringing.

INTERCUT WITH:

14 INT RACHEL'S HOUSE - DAY 14
RACHEL picks up.

RACHEL
Hi, this is Rachel.

GREG
Hey it's Greg Gaines.

RACHEL
(unexcitedly)
Hi.

GREG
Yo.
(beat)
Uh, I called a doctor. He said you needed a prescription of Greg-acil.

RACHEL
What's that.

GREG
Uh. It's me.

RACHEL
Oh.

GREG
Uh, in convenient gel-tab form.

RACHEL
Oh.

GREG
Yeahhhhh.

This is excruciating.

RACHEL
So I guess you heard I'm sick.

GREG
Yeahhhhh.

RACHEL
Did my mom tell you.

GREG
Uh, my mom told me.

RACHEL
Oh.

GREG
So, uh.
(beat)

RACHEL
What?

GREG
What?

RACHEL
What were you going to say?

GREG
Uhhh.

RACHEL
Greg, what?

GREG
I was calling... to see... if you
wanted to hang out.

RACHEL
Right now?

GREG
Uh... sure.

RACHEL
No thanks.

GREG

Uh. You don't want to hang out?

RACHEL

No, thanks anyways.

GREG

Okay, uh... bye.

RACHEL

Bye.

She hangs up. Greg feels like a colossal douchebag.

15

INT. GREG'S HOUSE, TV ROOM - SHORTLY AFTERWARDS

15

GREG is watching a movie, shamefaced.

GREG'S MOM stomps into the room and switches off the TV.

GREG

Mom. She *doesn't* want to see me.

They size each other up.

GREG'S MOM

I'm sorry to be the one to tell you this, Gregory, but you do not have a choice in this particular matter because you have been given the opportunity to make a very real difference in someone's life, and if what you're choosing to do instead is just lie around the house all day like a dead slug then I am *required* to step in and inform you that that is *one hundred percent* unacceptable and if you think that any of these excuses you're giving me is more important than the happiness of a girl with cancer, a *friend* with cancer, then you have got another think coming, buddy, because you are going to *pick* up that phone, you are going to *call* Rachel, you are going to

GREG (CONT'D)

(increasingly frantic)
 Mom. Can I just say something for one second?
 (beat)
 Mom. Just let me say something. Just for like one second.
 (beat)
 She *doesn't* want to hang out with me. We're not even *friends*. Mom! WE'RE NOT EVEN FRIENDS.
 (beat)
 YOUR NONSTOP STREAM OF WORDS IS MAKING ME FREAK OUT AND LOSE MY HUMANITY. I NO LONGER FEEL LIKE A HUMAN.
 (beat)
 I AM NOW ENTERING A SUBHUMAN STATE. MOM. YOU HAVE MADE ME ENTER A SUBHUMAN STATE.
 (beat)
 urrrrrjjjjjjnnnnnnggggggh
 urrrrrnnngngggggggnnnjjj

16

EXT. RACHEL'S DOORSTEP - TEN MINUTES LATER

16

GREG is standing on the doorstep. He looks terrified.

Super: The part where I meet a dying girl

The door opens. It's DENISE, Rachel's mom. Denise is a tough woman in impossible circumstances.

She looks Greg up and down. He returns her gaze with ill-concealed terror.

Then suddenly she envelopes Greg in her wiry arms.

DENISE
Gre-e-e-e-eg.

GREG
(slightly muffled)
Hi Mrs. Kushner.

DENISE
Denise, Greg. To you, I'm Denise.

GREG
(nervously)
Okay! Good.

Denise leads him inside. On a table in an adjoining room is a bottle of something, and a glass. Dr. Phil is on.

DENISE
You're a good kid. You know that?
You're just a sweet, good-hearted
kid. And *handsome*.

GREG
I'm not handsome, but thanks.

DENISE
And so *modest*.

GREG
I'm a modest mouse, I guess.

DENISE
HA. GREG.
(teetering a little)
Where do you come up with this
stuff?

GREG
That's just a band name, I think--

DENISE
RACHEL. THERE'S A MODEST LITTLE
MOUSE HERE TO SEE YOU.

Rachel appears at the top of the steps. She is guarded. He is anxious. Denise winks at Greg and glides away.

GREG

Rachel-1-1-1.

RACHEL

Greg, what are you doing here.

GREG

Uh... So the doctor really recommends a strong dosage of Greg-itor. He thinks you should start taking it immediately.

RACHEL

You already used that joke.

GREG

No, because last time it was about Greg-*acil*, which, if you recall, comes in convenient gel-tab form--

RACHEL

Look. I don't want you hanging out with me. I don't need your stupid pity. I'm fine. You can just go.

GREG

No no no. You've got it all wrong. I'm not here because I *pity* you. I'm here because my *mom*...
(realizing that this is worse)
...is, uh... making me.

Hmmmm.

RACHEL

That's actually worse.

GREG

(beginning to panic)
I know. Look. Uh. I know.

RACHEL

Just leave, OK? Honestly. I'm fine.

GREG

(desperately)
Rachel. Please listen to me.
(he gathers himself)
(MORE)

GREG (CONT'D)

My mom is going to turn my life into a living hell if I don't hang out with you. She's basically the LeBron James of nagging.

(beat)

LeBron James plays--

RACHEL

I know who LeBron James is.

He realizes he has to beg.

GREG

Look. I understand that I'm not doing you a favor here. What I'm asking is for you to do me a favor.

RACHEL

You want a favor from me?

GREG

Yes. Please. Let me hang out with you for one day. I can tell my mom we hung out. Then we'll both be out of each other's lives. Deal?

Rachel considers this with narrowed eyes.

RACHEL

Deal.

GREG

Word.

He holds out his fist for her to fist bump. But she is at the top of the stairs.

RACHEL

Is that a black-power salute?

GREG

No. I'm going for a fist bump.

RACHEL

I can't fist bump you from up here--

GREG

Yes. I realize that now.

17pt1 INT. RACHEL'S BEDROOM - 30 SECONDS LATER

17pt1

They stand near her bed in her girly room--the bed is covered in pillows, the walls are thick with magazine cutouts of actors. But it's also somewhat dark and cavelike, and there's not a lot of pink.

They sit down. Neither of them says anything.

JUMP CUT TO:

17pt2 SUPER: **EIGHT MINUTES LATER**

17pt2

They are still on the bed, in slightly different positions.

RACHEL

So. Here we are. Hanging out with each other.

GREG

Yeah.

Silence.

RACHEL

It's truly everything I ever hoped it would be.

GREG

(indicating random book on Rachel's desk)
Uh... Sick book.

RACHEL

Thanks.

GREG

(indicating bed)
And, uh. Lot of pillows in here. How many pillows is that?

RACHEL

I don't know.

GREG

I wish I had that many pillows.

RACHEL

So ask your parents for some.

GREG

No, uh... they'd be suspicious or something.

RACHEL

That you'd sleep all the time?

GREG

They'd probably assume that I was planning to masturbate all over them.

A long beat. Rachel studies Greg. Greg studies Rachel.

She might be charmed, and she might be existentially horrified. It's hard to tell.

GREG (CONT'D)

They've got some really gross ideas
about me.

(beat)

But that's on them. They need to
stop getting sexy pillows.

She knows he wants her to laugh, and she is not going to give it to him yet. She maintains an admirable poker face.

Greg reaches over and picks up a pillow.

GREG (CONT'D)

This pillow is a dude, obviously. But he reminds me of a pillow we used to have. Francesca. Similar coloring. Oof, Francesca. In the end, we had to give her away. That whole situation was just... a *problem*.

(poker face from Rachel)

But there was also a chemistry between us that no one could deny.

(still nothing [ALT:

Rachel snorts])

The world thought it was wrong. But maybe *the world was wrong*. Wrong about what could be, between a pillow and a boy... who became a man.

Rachel snorts.

ALT: Rachel bursts out laughing.

GREG (CONT'D)

Or, I dunno.

RACHEL

No, that was good. Thank you.

But the moment is not allowed to develop - GREG'S PHONE BUZZES -

GREG

(checking phone)

Oh damn. I'm sorry - I have to go.

RACHEL

It's okay. Who was that?

GREG

That was Earl.

RACHEL
Who's Earl?

Greg looks back at phone.

ON PHONE: A selfie of EARL, menacing, and GREG'S DAD, dorkily content, both enjoying DRIED CUTTLEFISH.

Plus the message: **WHERE U AT?? DUMBASS IMMA EAT ALL UR SQUID**

CUT TO
FLASHBACK:

FB11 INT. MCCARTHY'S OFFICE - FIRST DAY OF SCHOOL - LUNCHTIME FB11

We're back to the first day of school, where GREG was eating lunch in a teacher's office with EARL.

GREG (V.O.)
You may remember Earl from 15 minutes ago.

EARL
Titties.

He continues to eat his lunch, looking pissed.

GREG (V.O.)
So, some people think Earl is my friend. But he's really not. He's more like a coworker. I've known him since kindergarten.

18 EXT. IN FRONT OF EARL'S HOUSE - ONE DAY MANY YEARS AGO 18

Earl lives in a ramshackle house with gutters falling off.

His much-tattooed brother DERRICK slouches and smokes on the porch. Derrick watches with menace as YOUNG GREG, wearing a backpack, cautiously approaches from the sidewalk.

GREG (V.O.)

His house is a short walk from mine, but in a much tougher neighborhood. His dad's in Texas, his mom's a depressed shut-in, and his brother Derrick's dog, Doopie, will definitely eat me someday.

Derrick chuckles, snaps his fingers, and a GIANT DOG explodes through the front door, barking furiously. The dog chases Greg off-camera. YOUNG EARL comes running out after them.

YOUNG EARL

Doopie! *Doopie, chill.*

19

EXT. IN FRONT OF GREG'S HOUSE - MANY YEARS AGO

19

Similar shot, except of a much nicer house in a leafy neighborhood. YOUNG GREG AND YOUNG EARL stroll up the walk, past Cat Stevens, who is asleep.

GREG (V.O.)

So over the years, we've mostly hung out at my place.

YOUNG EARL

What you got, cat. You wanna fight? Didn't *think* so. Punk-ass cat.

20

INT. GREG'S TV ROOM - MANY YEARS AGO

20

YOUNG GREG AND YOUNG EARL happen upon GREG'S DAD, who is watching *Aguirre, the Wrath of God*.

GREG (V.O.)

My house has better stuff to do anyway.

GREG'S DAD

Boys, you'll want to pay close attention to this. The insane conquistador Aguirre is raging through the jungle, in search of a golden city that does not exist.

The boys are transfixed. On-screen, Aguirre is freaking out.

GREG'S DAD (CONT'D)

It's a classic of foreign cinema.

YOUNG EARL

(happily)
Dude's got issues.

21 INT. GREG'S KITCHEN - MANY YEARS AGO 21

GREG'S DAD is serving the BOYS cuttlefish.

GREG (V.O.)

In addition to the best films, my house also has the weirdest food.

GREG'S DAD

This is cuttlefish, a sea creature much like a squid. It is a favorite East Asian snack food.

YOUNG EARL

(chewing)

Staaaaaank.

GREG'S DAD

Yes, the smell is odd and repellent to our Western noses.

GREG (V.O.)

Obviously we come from pretty different backgrounds. But somehow we like most of the same things.

22 INT. GREG'S TV ROOM - MANY YEARS AGO 22

YOUNG GREG AND YOUNG EARL are eating more cuttlefish and trying to watch *The Seventh Seal*.

Next to them, however, three of their CLASSMATES are munching Doritos and watching a fourth classmate play PS3.

GREG (V.O.)

And we learned pretty early on that we were the *only* ones who liked, for example, classics of foreign cinema.

23 EXT. A PARK NEAR GREG'S HOUSE - MANY YEARS AGO 23

YOUNG GREG AND YOUNG EARL are trying to recreate a scene from *Rashomon*. Young Greg has a camera and a boom mike. Young Earl, dressed like a samurai, is sort of spazzing out.

GREG (V.O.)

Why did we like them? It's hard to say. Maybe it's that they were weird and often violent, like us. Or confusing and possibly meaningless, like life. Anyway, we liked them so much that we started making our own.

24pt INT. GREG'S LIVING ROOM - MANY YEARS AGO 24pt

Now we are watching one of their films. YOUNG GREG AND YOUNG EARL, dressed like samurai, are murdering each other and knocking over living room furniture.

GREG (V.O.)
We've made 42 films.

CUE QUICK CUTS of the GAINES/JACKSON OEUVRE, intercut with shots of them making their films: *

24pt IN THE GAINES BACKYARD: 24pt *

GREG'S MOM picks herbs from the garden - a CAMERA-EQUIPPED TOY HELICOPTER lowers jerkily into her hair, startling her - nearby, YOUNG GREG sheepishly holds the controller while YOUNG EARL tries to set him straight - *

YOUNG EARL	YOUNG GREG	
Down is up! DOWN is UP. How	You keep saying that but it	
you still not getting this.	makes no sense!	*

ON THE GAINES PORCH: *

GREG'S DAD, attempting to grill SWEETBREADS, looks down in irritation - he has stepped onto some tracks and a CAMERA-EQUIPPED TONKA TRUCK is banging into his feet - *

GREG'S DAD	
Boys! These sweetbreads need my	
absolute focus!	*

YOUNG GREG	
Just try not to walk on the tracks!	*

ALT: The Tonka truck has cornered CAT STEVENS, who is swatting at it irately while wearing ill-fitting clothes - *

ALT: GREG'S DAD sets the dining room table, oblivious to the MELODRAMATIC SCREAMING coming from outside and ABUNDANCE OF FAKE BLOOD repeatedly spattering against the window - *

GREG (V.O.)
They're all pretty horrible, but for some reason we keep making them. They all have the same signature ending.

Young Earl has murdered Young Greg. He yells something in a made-up language at the camera.

YOUNG EARL (SUBTITLE)
Life is a meaningless dream,
floating in eternal silence.
(MORE)

Life is the shadow of death.

BLACKOUT, plus the giant words, "**NOW YOU ARE DEAD.**"

25 INT. GREG'S LIVING ROOM - PRESENT

25

GREG and EARL have just finished re-watching their movie. They are both munching squid.

GREG'S DAD
(from doorway)
Truly, one of my favorites from
your oeuvre. A mature investigation
into the nature of violence.

GREG
Dad! For like the billionth time!
You're not allowed to watch these!

Greg's dad shuffles away.

EARL
So. You gonna see that girl again?

GREG
(nonchalant)
I mean... probably. Yeah.

Earl processes this. A sweet little beat.

EARL
You gonna eat her pussy?
ALT: gonna play with them titties?

GREG
NO. Come on. It's not like that.

EARL

Well, that ain't right. Might be her last chance on earth to be with a man. Can't make this about you.

GREG

Earl. First of all, if it's that high-stakes, I probably won't even be able to get a boner.

EARL

Did I say shit about boners? No.

(beat)

Now what kinda cancer even is *acute myelogenous leukemia*.

GREG

You know. Cancer of the... thing.

26

EXT./INT. MCCARTHY'S CLASSROOM - THE NEXT DAY

26

Super: **The part where I am even more of an idiot than normal**

The bell has just rung on the history class of MR. MCCARTHY.

MR. MCCARTHY

Okay. Class. Tomorrow, you must come armed with an epic fact. Just one fact. But it must be epic.
CLASS. RESPECT THE RESEARCH.

CLASS

(half-heartedly)

Respect the research.

Mr. McCarthy punches his own biceps.

MR. MCCARTHY

FACTS.

Greg approaches him as his classmates file out of the room.

GREG

Mr. McCarthy? Do you know any facts about, uh, leukemia?

MR. MCCARTHY

(kindly)

Yes. Leukemia is cancer of the blood and/or bone marrow.

GREG

So it's pretty spread out in the body.

MR. MCCARTHY

Own the fact. Yes.

GREG

How soon do people die from it?

MR. MCCARTHY

Well, it's often very treatable, bud. Why do you ask?

GREG

You know Rachel Kushner has leukemia, right?

This silences MR. MCCARTHY.

Also OTHER NEARBY CLASSMATES (including MADISON).

In retrospect, Greg has said this way too loud.

MADISON

Rachel has *what*?

27

INT. RACHEL'S BEDROOM - THAT EVENING

27

GREG is back in RACHEL'S pillow-infested room. She is not happy. He has his head in his hands.

GREG

I'm, like, innovatively stupid.

RACHEL

Everyone was going to find out sooner or later. I just hate having to share everything about myself.

Greg is trying to think of a way to help.

GREG

I'm the exact same way. Check it out. One thing you can do when you don't want to deal with people is just enter a subhuman state.

Rachel looks at him expressionlessly.

GREG (CONT'D)

Here, pretend you're someone annoying.

RACHEL

(impersonating an annoying
classmate)

Hi, Rachel. I'm really sorry you have cancer.

GREG
(cross-eyed, sort of
zombie-like)
urrrrrjj jjjunhjh uuhjjghjnj
gnngnng

Rachel does not know what to think of this. It's definitely cute. It's also deeply stupid.

RACHEL
Does that ever work?

GREG
It works all the time. It's passive resistance. That's what Gandhi was all about.

RACHEL
I'm pretty sure Gandhi never did the subhuman thing.

GREG
How do you think India achieved statehood? Try it: urrrrnng nnnurrrrrjrrjjjj.

RACHEL
(smiling)
Nope.

GREG
Come on! It's easy. Or another thing you can do is just flat-out pretend to be dead. Check it out. Say something annoying to me.

RACHEL
(impersonating another annoying classmate)
Hi, Rachel. I just wanted you to remember that your cancer is all part of God's plan.

Greg is being flamboyantly dead. Rachel is enjoying this. But behind her head, a cut-out of HUGH JACKMAN glares at Greg.

HUGH JACKMAN
Yo. Asshole. Just so we're straight on this: You're advising a girl with cancer to *pretend to be dead*?

GREG
(nervously trying to ignore Hugh Jackman)
urrngh

HUGH JACKMAN

No, seriously. Think about what you're doing here, dickhead. *Jesus*.

Greg is now lying there with a horrified look on his face.

HUGH JACKMAN (CONT'D)

I've been doing my broody Wolverine face on this girl's wall for five and a quarter years, and at this point I'm probably only still here because she'd feel weirdly guilty or disloyal taking me down, but I'm goddamned if I'm letting a little *punk* like you waltz in here stupiding up the place--

RACHEL

Greg, what's wrong?

GREG

Uh...

(foolishly)

Sorry, I shouldn't have told you to pretend to be dead. It was really insensitive.

RACHEL

I mean... I'm sick. I'm not *dying*.

GREG

(panicking)

No yeah obviously but now I'm being all weird about it, and I can't get un-weird, because I'm just an idiot and despite what you just said I'm clearly still sitting here thinking "death death death death death"--

Suddenly Rachel enters a subhuman state.

RACHEL

hhuurnnrnnrnnh hurrnrnnrngghjh

Greg processes this.

For the first time in his life, a girl has understood him.

GREG

THAT IS EXACTLY WHAT I AM TALKING ABOUT.

GREG (V.O.)

So if this was a touching romantic story, this is probably where a new feeling would wash over me and our eyes would meet and suddenly we would be furiously making out with the fire of a thousand suns.

GREG

Animals just live in our homes and everyone's *cool with it. Animals.*

RACHEL

It is kinda strange to think about.

Silence.

GREG

You're *too good* of a listener. When we hang out, I do an insane amount of talking.

RACHEL

(giggling)

You just have a lot more to say than I do.

GREG

It's quantity versus quality. The stuff *I* have to say is idiotic. Have you not picked up on that? I guess actually you're a terrible listener. Anyway, you talk now.

RACHEL

"I talk now"?

GREG

Like, about stuff... that you're like going through... these days...

RACHEL

Oh. You mean, talk about cancer.

GREG

Only if you want to.

He really wants to be a good friend and listener. He just has no idea how. Rachel takes pity on him.

RACHEL

I can give you 5 minutes of cancer.

END MONTAGE

31pt1 EXT. STREETS OF RACHEL'S NEIGHBORHOOD - A FEW MINUTES LATER 31pt1

RACHEL

The hardest part is watching my mom try to deal with it. And sometimes, I mean, I *do* think... if it ends up that she's alone, in that house... She has no one. She and my dad hate each other, she has no siblings... I don't know what she'd do.

Rachel is somber, but dry-eyed.

GREG

Uh... Don't cry.

RACHEL

I'm not crying.

GREG

Right.

(beat)

You can cry if you need to.

RACHEL

I thought you just said *don't* cry.

GREG

Uhhh

RACHEL

(rescuing Greg)

My dad and I used to walk around
the block and count squirrels.

GREG

(genuinely confused)

Did he work for, like, the squirrel
census?

RACHEL

No. It was just the thing we did,
when it was time for us to spend
time together. We didn't even talk
while we were doing it. The only
words we said were, like,
"squirrel. Seven. ...two squirrels.
Nine."

GREG

You need to apply for a dad refund
immediately.

31pt2 INT. COPACETIC COMICS - LATER

31pt2

RACHEL and GREG's conversation continues in the aisles of a
cluttered, venerable old comics/records/movies store--

RACHEL

So what group am I in?

GREG

What?

RACHEL

Yesterday you were saying, you've mapped out the entire high school by group. So what's my group?

GREG

Seriously?

(beat)

Boring Jewish Senior Girls Subgroup 2a.

RACHEL

(disgusted)

Ugh.

GREG

Please appreciate how honest that was just now.

RACHEL

You're an asshole. What group are you in?

GREG

I'm not. I wouldn't belong in any group that doesn't suck. I'm terminally awkward and I have a face like a groundhog.

RACHEL

You can't really think that!

GREG

I don't think that, I *know* that. For a kid like me, best-case for high school is, just survive. That's all you can hope for. Survive without creating a mortal enemy or hideously embarrassing yourself forever.

RACHEL

Just survive until college, huh.

GREG

College? College is going to be even worse!

RACHEL

What?!

GREG

At least high school is over at three. And it's kids I know by now. College is nonstop strangers! Some of them *live in your room!* You can literally never relax. I see myself dying of a panic attack two weeks in. I might just not apply.

RACHEL

That's the dumbest thing I've ever heard you say.

GREG

It's probably not even top five. Look. High school, college... we're forced to spend these years of our lives in giant herds of randomly selected people we have nothing in common with. It's a nightmare. Anyone who says otherwise is lying.

Rachel gazes at this weird kid with the self-esteem deficit.

RACHEL

(decisively)

Congratulations, Greg. Tomorrow, you're eating lunch with Boring Jewish Senior Girls Subgroup 2a.

GREG

Maybe you're not such a good listener.

32

INT. CAFETERIA - THE NEXT DAY

32

Now RACHEL and GREG are wading through the HORRIFYING CHAOS that is the Schenley cafeteria.

RACHEL

So where do you usually sit?

ROBO-GREG'S POV: Greg's system is going haywire. His field of vision is disastrously cluttered with LABELS and DATA.

The giant red words "**SYSTEM FAILURE**" are flashing over everything and making that BURMP BURMP BURMP sound that means that a computer is about to explode.

BACK TO THE THIRD-PERSON:

GREG

It's literally like we're trying to have lunch in Kandahar.

They sit at a table with ANNA and NAOMI, two of Rachel's NONDESCRIPT-LOOKING FRIENDS.

ANNA

Rachel, we just found out the theme of this year's prom! It's "A Knight To Remember."

NAOMI
Knight with a "K."

ANNA
Medieval prom-m-m-m!

GREG
Isn't prom like six months away?

They turn their gaze to Greg. Who is this schmuck who's gonna talk trash on *medieval prom*?

RACHEL
Hi guys. Greg's sitting with us today. Anyone need ketchup? No?

Rachel goes to get ketchup, leaving Greg to fend for himself.

GREG
Hello.

NAOMI
(fake-nice)
So Greg, why are you sitting with us today?

GREG
Uh... you know. Lunch. Gotta sit somewhere. You can't *stand* and eat.

NAOMI
You and Rachel seem very...
friendly all of a sudden.

Naomi is patiently, cleverly devising some sort of rhetorical trap. Anna does not share this patience or cleverness.

ANNA
Yeah. You're only hanging out with Rachel because she has *cancer*.

GREG
What?!

NAOMI
Greg, you've never hung out with Rachel once. You're befriending her to feel good about yourself. It's okay. You can admit it.

GREG
No! I'm not! Who even *does* that?

Enter MADISON HARTNER. She touches Greg's arm.

A MOOSE STOMPS A CHIPMUNK

MADISON

Hi guys. Can I sit with you?

Anna and Naomi gaze at her with coolness, if not hostility.

But RACHEL has re-arrived with her ketchup, so they can't be mean to her outright.

RACHEL

Of course.

Greg is relieved that someone else has shown up who is more of an irritating do-gooder than him.

Madison puts a PILLOW on the table.

MADISON

Sorry, I have to carry this pillow around and pretend it's a baby. For health class. This is a safe place to put it, right?

RACHEL

(playfully)

A pillow? Greg, what do you think?

GREG

(trying to play along)

Yeah, you better not put it too close to me, because I might, uh, just masturbate all over it.

No one understands this inside joke except Greg and Rachel.

A horrified silence settles over the table.

ANNA

GREG, THAT'S WEIRD AND GROSS.

Greg panics. He needs to change the subject. He sees SCOTT MAYHEW loping clumsily around, his TRENCH COAT flapping.

GREG

Um! Everyone! Check out Scott Mayhew's tyrannosaurus walk. Great way to get from point A to point B. I think we should all try it.

Success! Rachel giggles. Emboldened, Greg continues.

GREG (CONT'D)

Also love the trench coat indoors. Climate change! You never know.

Scattered giggling. This is actually working. Greg goes in for the kill.

GREG (CONT'D)

And will someone please tell me
what is up with this guy's hair! It
looks like an orc's pubes!

No one laughs. Oh Jesus.

MADISON

Greg, that's really mean.

RACHEL

I think he heard you!

He did. He is staring at Greg coldly. Their gazes meet.

Greg grabs his stuff and flees.

33

INT. MCCARTHY'S OFFICE - A FEW MINUTES LATER

33

GREG is sweaty and out of breath. EARL is eating a lunch of
Airheads, Skittles, Coke, and some chocolate chip cookies.

GREG (V.O.)

And just like that, eight years of
carefully cultivated invisibility:
Gone. *Fin.*

GREG

(taking a cookie)
Your mom made cookies?

EARL

Won em off Ill Phil playin tonk.
Tired a whoopin his dumb ass.

GREG

Why is it even called Scholar
Horizons Biology? It should be
called Scholar Horizons Tonk Or
Sometimes Paper Football.

MR. MCCARTHY enters, holding his thermos.

MR. MCCARTHY

Earl. Greg.

EARL

Sup McCarthy.

GREG

Hello, Mr. McCarthy.

MR. MCCARTHY

Earl. Fact: that lunch is garbage.

EARL

Least I ain't eatin no funky
seaweed-lookin... *tentacle soup*.
ALT: spermy dishwater soup.

MR. MCCARTHY

Indeed, I was just coming in here
to replenish the oracle.

From a tureen on his desk, Mr. McCarthy ladles soup into his
thermos.

MR. MCCARTHY (CONT'D)

Boys, behold wisdom's very source.
Gaze into the waters of the oracle.

Greg and Earl peer into the tureen. Earl's description is
accurate. It is a funky seaweed-looking tentacle soup.

MR. MCCARTHY (CONT'D)

It's Vietnamese. They call it *pho*.

EARL

Lemme try some one time.

MR. MCCARTHY

(closing pot)
Can't give you food. Totally
verboten. Try Thuyen's Saigon
Flavor in Lawrenceville. Tell them
to put it on my tab.

EARL

Ain't goin to no *Lawrenceville*.

MR. MCCARTHY

(gently)
Greg. How you holding up, bud?

This is clearly a question about Rachel. Greg does not know
how to fight the implication that he and Rachel have a thing.

GREG

Holding up? Good. But not great.
But I mean, stuff in general, ups
and downs, take it as it comes.
Life has many facets. So... amen.

MR. MCCARTHY

Amen. You owe me multiple essays.
And that is a fact. Gentlemen!

GREG AND EARL

Respect the research.

Mr. McCarthy beams, thumps his own abs, and leaves. Greg and
Earl immediately ladle SOUP into their mouths.

GREG

People just assume Rachel and I are
dating. And it's ruining my life.

(MORE)

GREG (CONT'D)

Today I threatened to sexually assault a fake baby. Then I became mortal enemies with Scott Mayhew. Both of those are Rachel's fault. I'm sorry. They just are.

Earl stares at Greg, like, Greg. Don't be a dick.

GREG (CONT'D)

(rebelliously)

But somehow *I'm* the dick for complaining about it.

Earl doubles down on his disgusted stare.

GREG (CONT'D)

(backing down)

I mean I am a dick for complaining about it. I didn't actually mean any of that.

EARL

Better play with them titties.

GREG

Does this taste strange to you?

CUT TO:

34 INT. MATH CLASS - LATER THAT DAY

34

GREG is sitting in class. Something is wrong with him. He is staring dully forward, a look of muted horror on his face.

Slow agonizing ZOOM on his face, scored to the eerie, melancholy descending chords of movement XIII., "Crucifixus," of the Mass in B Minor by J.S. Bach.

SPLICE with Greg's POV of the TEACHER, droning distantly and unintelligibly as if underwater.

GREG'S CLASSMATES all seem to be staring at him.

A cartoon badger image flickers over his field of vision.

The BUZZ OF HIS VIBRATING PHONE frightens the LIVING SHIT OUT OF HIM.

Greg looks at his phone. Earl has texted him a message: **that soup had drugs** . Greg looks up at the teacher in horror.

SUPER: The part where I accidentally am on drugs

The bell rings. Greg jumps to his feet. Then, immediately, he falls down.

35 INT. HALLWAY - MOMENTS LATER

35

Greg is in a crowded hallway, attempting to make his way out of school. His eyes are wild and his movements clumsy.

SPLICE with his ROBO-GREG POV, which is distorted and malfunctioning. The badger image continues to blip over his field of vision. Sometimes the badger has tentacles.

ROBO-GREG (V.O.)

INCOMING: TWO GUYS
 GUYS CONFIRMED INCOMING
 classification: uhhh
 BADGER: INPUT NOT RECOGNIZED
 execute pigeon dance
 ERROR: TERMINATE PIGEON DANCE
 INCOMING: EIGHTEEN PEOPLE OH GOD
 SYSTEM ERROR: TWO BADGERS
 JUST DON'T LOOK AT ANYONE
 EXTREME SYSTEM ERROR
 DON'T FALL DOWN OR LOOK AT ANYONE

Suddenly and frighteningly, EARL is right in front of him -

EARL

McCarthy must put weed in that soup. Because I am *lit*.

GREG

Oh my God. I'm supposed to go see Rachel.

EARL

You do that. I'm goin to your house and grubbin on all your dad's food.

GREG

No! You have to come help!

EARL

Help with what?

GREG

Help!!

36 OMITTED

36

37

INT. CITY BUS ON THE WAY HOME - TEN MINUTES LATER

37

GREG is still wild-eyed, glancing around suspiciously, and trying to be less conspicuous by slouching in his seat. This behavior is *extremely* conspicuous.

EARL tries to distract him--

EARL

In class do McCarthy act all stoned and shit?

GREG

Uh. I guess he, uh... Not all the time, but like, sometimes... or not *sometimes*, but... You know how he is, he's uh... Huh.

EARL

Goddamn, son. You can't even put a goddamn sentence together.

GREG

It's insane that Mr. McCarthy eats soup with drugs in it.

EARL

Keep your damn voice down.

Indeed. Sitting behind them is SCOTT MAYHEW.

He has heard everything.

38 EXT. RACHEL'S DOORSTEP

38

Greg and Earl are standing on the doorstep.

GREG

(unnecessarily whispering)
*We can't tell anyone we're on
drugs.*

EARL

Why the hell not?

Beat.

GREG

Because then they'll know.

Denise opens the door, swaying a little -

DENISE

It's my humble little mouse! And
who is his little mouse friend?

Neither Greg nor Earl says anything. Then they both say
something at the same time.

DENISE (CONT'D)

Sorry?

EARL
 (too loud, borderline
 confrontational)
 Earl Jackson.

GREG
 Earl's just, uh, you know, he's my
 coworker, and he's a great guy, and
 we were just hanging out, uhhh...
 and not really doing anything, and
 Rachel's about to lose all her
 hair, so we just wanted to say hey,
 you know, what's up. Goodbye, hair.
 Good *riddance*. Because she is gonna
 look great without hair. That's a
 fact. So we just wanted to say,
 what's up.

But Denise isn't sober enough to realize they're being weird.

DENISE
 RACHEL! We've got *two* cute little
 mouse boys on our doorstep.
 (flirtatiously)
 Would you like a little *cheese*?

GREG
 Sure.

EARL
 Naw, we good.

39

INT. RACHEL'S BEDROOM - MOMENTS LATER

39

RACHEL is guarded; EARL, unreadable; GREG, malfunctioning.

RACHEL
 Hello, Earl.

EARL
 Hi, Rachel. I like your room.

RACHEL
 Thank you. Greg thinks it's too
 girly.

GREG
 No! This room is great! What are
 you talking about?

EARL
 Course it's girly. It's a girl's
 damn room. My room ain't got no
 pictures of James Bond in no *thong*.

GREG
 (laughing nervously)
 But if it did... that'd be weird.

An uneasy silence.

EARL

So Rachel. We came to check up on you.

RACHEL

Thanks.

GREG

Yeah, chemotherapy. That really sucks.

EARL

(shoving Greg)
Dude. Don't say it sucks.

RACHEL

It does kind of suck.

EARL

Yeah, but you gotta do it, so...

RACHEL

I guess.

By this point Rachel and Earl are both staring at the ground. Clearly Greg has to say something.

GREG

Uhhhhh.

Earl and Rachel look at him expectantly. Greg literally cannot think of a thing to say. He opens his mouth and hopes words will come out.

GREG (CONT'D)

Buhhhhhh.

RACHEL

(beginning to sound
tearful)
You guys can go if you want.

Greg panics.

GREG

We're on drugs.

EARL

(face in hands again)
Goddamn.

RACHEL

Why are you on drugs?

GREG

We're *accidentally* on drugs.

RACHEL

Accidentally?

EARL

McCarthy gave us some of his soup--

GREG

(hastily)

Mr. McCarthy gave us some of his *totally normal soup*. But it was, uh, the last of the soup. So we had to go get more. From a restaurant. On the fifth floor of an office building. And in the *same building* there was a *Jamaican embassy*.

No one knows where this is going.

GREG (CONT'D)

We got trapped in an elevator with a Rastafarian. He just hotboxed the whole elevator. We were in there for 25 minutes. We *had* to breathe the weird marijuana air. Earl. Am I right.

Earl is utterly disgusted. But he has to go along with it.

EARL

Yeah. That's what happened.

But thank God: Rachel thinks that these confused, lying boys are being kind of sweet.

RACHEL

You guys had quite an adventure.

GREG

Being on drugs *sucks...* and then being *around* someone on drugs *sucks...* this whole situation *sucks* super bad and *it's all my fault--*

EARL

Man, shut up. Makin errything about your druggy ass.

(to Rachel)

I'm in the mood for some damn ice cream. You like ice cream?

40

EXT./INT. TABLE OUTSIDE ICE-CREAM PLACE

40

EARL and RACHEL are chatting. GREG is utterly absorbed in his ice cream, holding it several inches in front of his face.

Super: **The part where it turns out Earl holds nothing sacred**

RACHEL

So you know Greg from class?

EARL

I known Greg ever since we was little. You know I was in y'all's kindergarten, right?

RACHEL

Really?

EARL

Yeah. I remember you. You were the girl who called Justin Jones perverted, for showing girls the birthmark on his butt.

RACHEL

Oh my God! Yes!

EARL

Dude came running up to you. Showed you his butt. You was all calm. Said, "Justin. Only perverts show their butts." I was right there.

RACHEL

It's amazing you remember that.

EARL

You was a hero. Shut his perverted ass right down. Never forget it.

RACHEL

So you and Greg are coworkers?

EARL

Naw, we friends. He just hates callin anyone his friend. Dude's got issues.

RACHEL

Yeah! He does! What's going on?

EARL

Man, I don't even know. Might be his folks. Dude's mom always tellin him how handsome he is, which... he ain't.

(MORE)

EARL (CONT'D)

So he think he can't trust nobody who's close to him. Dude's weird-ass dad don't socialize with nobody cept the cat. So *that's* a role model ain't got no friends.

Bottom line, dude's terrified to call anybody his friend. Because they might say, hold up, bro. I ain't your friend. And then he'd have to kill himself.

RACHEL

Wow.

(beat)

But how are you "coworkers"?

Earl regards her and silently comes to a decision.

EARL

Well, we uh... we make films.

RACHEL

Movies?

EARL

Yeah. We been makin em for years. We made like 42 films in total.

RACHEL

Greg, you never told me!

GREG'S POV:

Rachel's voice is indistinct, underwater. He cannot hear much over the "MURMF ORMF RUMF" sound of his own rapturous eating.

Also the beautiful harp music is playing.

BACK TO THIRD-PERSON:

Greg nods briskly, goes "mm-hmm," and goes back to eating.

EARL

We ain't told *nobody* about em. They suck. I mean, they're terrible.

RACHEL

There's no way they suck.

Again, Earl appraises Rachel before speaking.

EARL

Well, you can see em for yourself if you want.

RACHEL
 (knowing that this is a
 big deal)
 Are you sure?

EARL
 Hell yeah! Don't even worry bout
 it. Just don't be tellin nobody.

RACHEL
 Of course I won't.

Earl stands up, pulling Greg up with him.

EARL
 Aight, son. Get on your feet.

GREG
 Sounds good.
 (beat)
 Where are we going?

41 INT. GREG'S TV ROOM - TWENTY MINUTES LATER 41

The three of them are watching a Gaines/Jackson film. EARL is stony-faced. RACHEL is enjoying it hugely.

GREG looks ill.

42 EXT. SIDEWALK IN FRONT OF GREG'S HOUSE - AFTERWARD 42

RACHEL is about to walk back to her house. GREG is still despondent.

EARL
 We can walk you home -

RACHEL
 (indicating Greg, happily)
 He needs to recover, and you
 probably need to help.
 ALT: I think you guys might need
 some alone time.

EARL
 That's true.

She hugs Earl, and turns to Greg -

Thanks. RACHEL Sure. GREG

She walks away, radiant.

GREG (CONT'D)

Goddammit Earl--

EARL

Son, don't even start.

They sit there in silence, Earl serene, Greg fuming. GREG'S DAD appears behind them and mutely hands each of them a pig's foot to eat.

GREG (V.O.)

So we're pretty far into this stupid story now, and you're probably saying to yourself, "Hey. I like this girl Rachel, and I'm gonna be pissed if she dies at the end." So I'm just telling you: Don't freak out. She survives. When I said someone dies, I meant someone else.

So hopefully that reassures you.

Although actually, why would it.

43

INT. MCCARTHY'S CLASSROOM - A FEW DAYS LATER

43

MR. MCCARTHY sips from his thermos.

MR. MCCARTHY

Guys. I'm asking for one fact. This is probably the easiest thing you have been asked all day. Anyone. No one has a fact. Great. I'll just call on you at random. Scott.

Scott Mayhew is not psyched about being called on. Fortunately, he has a focal point for his irritation.

SCOTT MAYHEW

Fact: Greg was telling everyone that your soup has marijuana in it.

The class now is stunned/giggly.

GREG

I didn't tell anyone!!

SCOTT MAYHEW

Greg, you are a liar and a coward. I heard you bellowing about it on public transit.

MR. MCCARTHY

Greg? Is that factual?

GREG

(defensively)

Look. I'm sorry. But yesterday, Earl and I got stoned somehow. And it was after we both ate your soup.

(MORE)

GREG (CONT'D)

And we didn't smoke any marijuana, which I never have done. So, your soup *must* have had drugs in it. Because that was the only thing we both ate, other than the cookies that Earl got from Ill Phil... the, uh, drug dealer... Aha.

44

EXT. IN FRONT OF THE SCHOOL - THAT AFTERNOON

44

GREG and EARL are exiting the school together.

GREG

How did you not realize it was the cookies.

EARL

It was your stupid ass yellin shit on the bus!

But behind them, the PRINCIPAL, and a SECURITY GUARD burst through the door, escorting an angry, struggling ILL PHIL off the premises.

ILL PHIL

Greg! Did you snitch on me?

GREG

What? No, of course not.

SCOTT MAYHEW has positioned himself nearby.

SCOTT MAYHEW

(to Ill Phil)

He did snitch on you. I was there.

GREG

Scott, what the hell.

Scott draws close to Greg. He is a lot taller than Greg.

SCOTT MAYHEW

I heard you ridiculing me in front of your loathsome harem.

(whispering intensely)

Greg, I *trusted* you. You betrayed my trust. You trampled my dignity.

GREG

It was like *one time*.

SCOTT MAYHEW

You have made a mortal enemy. I will never stop hounding you.

ILL PHIL

You got *two* mortal enemies.
 (whispering into Greg's
 other ear)
 I stabbed a dude.

GREG

Jesus.

ILL PHIL

(breaking determinedly
 into a flow)
 Kill you twenty different ways /
 Stab you with blades /
 Shoot you with death rays /
 Abandon you in a maze /
 Choke you on mayonnaise /

The security guard drags him away.

Greg and Earl turn to Scott Mayhew.

SCOTT MAYHEW

He, too, will never stop hounding
 you.

Scott Mayhew spits on the ground near them and strides away.

45 EXT./INT. RACHEL'S HOUSE/BEDROOM - AFTER FIRST ROUND OF CHEMO
 - NOVEMBER

GREG is visiting RACHEL, and trying not to freak out about how bad she looks. She is wearing a fuzzy pink hat. Her eyes are red-rimmed and her skin is pale.

Super: **The part where I hit on a girl who just had chemo**

GREG

...so it's been a month, and they haven't really done anything, but they did say, they're never gonna stop hounding me, so, sooner or later, y'know... gonna get hounded.

RACHEL

(distractedly)
 Mmmm.

Greg looks around. All of the horizontal surfaces of her room are overflowing with flowers and cards.

GREG

Sorry. Next time I'll bring flowers.

(MORE)

Blue (6/3/14)

48A.

GREG (CONT'D)

Although where would I even put
them? The only place left is the
barf bucket.

Rachel doesn't laugh at this.

GREG (CONT'D)
(helpfully)
Ha ha! Flowers, where you barf.

Still nothing.

GREG (CONT'D)
So, nice hat. It's pretty cute.

She looks at him. Then she erupts, miserably--

RACHEL
Look. I was never very beautiful.
And that was fine, because that's
not important to me. But I thought
it'd be easier--to look like this,
and it's just not. Everyone comes
in here and sees me--and they're so
clearly repulsed--and it's so much
harder than I thought it would be--

GREG
No. Come on. You look good.

RACHEL
I look *ugly*... I'm so ugly, Greg.
(gathering herself)
I just feel very naked. I feel like
my body's on display, like some
terrible exhibit: Girl With Cancer.
(thoughtfully)
It's *your* worst nightmare actually,
being exposed like this--

Something shuts her up. She stares at Greg.

He is nervously fondling her boob.

She closes her eyes, and for a moment he thinks it is because
she is enjoying it.

But she is not.

RACHEL (CONT'D)
Greg... no.

GREG
I'm not doing this because it might
be your last chance to be with a
man. I'm doing this because I can't
control myself.
(beat)
I want to play with those titties.

RACHEL
(now really starting to
break down)
(MORE)

RACHEL (CONT'D)

Everyone feels like they have to *lie* to me--and no one realizes how insulting that is--everyone thinks they're helping--and they're *not*--

GREG

Sorry. Okay. It'd just be helpful to know what you want.

RACHEL

There's nothing you can give me. It's fine. Just go.

They lock eyes. He closes his.

Then he rummages around in his backpack. He comes up with a DVD, and hands it to her.

GREG

(muttering)

This one is called Mono Rash. It's based on Rashomon. By Kurosawa. The plot is just Earl killing people. Because he has a rash. From mono. The STD. It's really not very good.

(beat)

The fight scene at minute 26 is probably the best part.

Beat.

RACHEL

You don't mind someone else watching your movies?

GREG

Of course I mind! I'd rather be tortured by North Koreans! But... you know.

Another beat. Then Rachel smiles.

RACHEL

You want to play with these titties.

GREG

I do. Both titties. They're both equally great.

Her smile broadens--

GREG (CONT'D)

I should go. We're supposed to work on our homage to Apocalypse Now.

(beat)

(MORE)

Blue (6/3/14)

50A.

GREG (CONT'D)

Ours is called A Box O' Lips, Wow.
So. That's even worse than Mono
Rash.

(MORE)

GREG (CONT'D)

I should just stay and talk you out of watching this--

RACHEL

No! I'll be fine. Go make it.

GREG

I mean, we *really* shouldn't. It's a war movie, where the two main guys take part in the unspeakable brutality of war and then find a box of tulips. Box o' 'lips. Yeah. They find it and are wowed. They just can't get over how great these tulips are. So, "A Box O' Lips, Wow." The worst part is, tulips might not even be in the budget anymore -

RACHEL

Please.

GREG

Okay.

He does not move. A beat.

GREG (CONT'D)

Have fun watching this incredibly terrible movie.

RACHEL

Have fun making the next one.

46 EXT. EARL'S BACKYARD - AFTERNOON

46

GREG and EARL are having a heated production meeting.

Earl is dressed in a makeshift soldier outfit, complete with gun. Greg has an armful of paratroopers.

DERRICK, seated on the porch with a leashed Doobie, watches them with disdain.

GREG

...so you're telling me we have no tulips AND no explosives.

EARL

Doobie ate em.

DERRICK

Ha HA. DOOP'D.

GREG

Of course he did. Okay. I'll get explosives, you get tulips, meet you back here in an hour -

EARL

Aw hell no. C'mon, man. I got a problem set -

GREG

Me too! I've got like twenty! I'm not gonna do any of them. I just... have them.

Earl ponders their predicament.

EARL

Ima pitch you on something: *Do we need tulips?*

GREG

I can't believe I'm hearing this. Earl. It's A Box O' 'Lips, Wow. The box of tulips is the *entire point*.
(spiralling out)
We're gonna lose the light, your brother insists on being in the shot -

DERRICK

I'm the key grip!
ALT: (Bane voice) When it is done, and Gotham is ashes, then you have my permission to die.

GREG

- Dad's using the good camera, that dog always freaks me out, this is a nightmare, why are we doing this.

MADISON

Oh my God! Are you guys making one of your movies right now?!

What. Where the fuck did MADISON come from. She is leaning against the chain-link fence, beaming at them.

All three boys stare at her: Greg in horror, Earl in confusion, Derrick with undisguised appreciation.

MADISON (CONT'D)

Oh my God. I'm on set right now. I can't handle it. Action!! Cut!!!

GREG

This isn't a movie! It's just a...
(what could this even be?)
I've been kidnapped!!

EARL

(ignoring Greg)
Madison what you doin round here?

MADISON

(letting herself into the
backyard)
I was just visiting Rachel, and she
was watching one of your secret
movies, and first of all, I have to
say it is so so sweet of you guys
to let her see them. She wouldn't
even let me see them! So I know
they're 100% a huge secret.

GREG

I haven't actually been kidnapped.

MADISON

I know. This is the biggest secret
ever. Greg, I'm just so touched by
how good of a friend you're being
to her.

Greg decides that now is the time for excessive modesty.

GREG

I'm not that good of a friend.

MADISON

No, really. Greg. You're being a
good friend to her.

GREG

No I'm really not.

MADISON

Are you serious right now? Greg.
She told me. That you've been a
great friend.

GREG

She was probably lying.

EARL

Greg. Hell's wrong with you. Accept
a damn compliment.

DERRICK

Ma you want my number one time?

MADISON

No thanks. Anyway, I tracked you down because I had a huge brainstorm and I thought - what if you made a movie for Rachel?

Brief BLACKOUT with the words **"NOW YOU ARE DEAD."**

GREG

That's not a good idea.

MADISON

It's an amazing idea. It would be her favorite thing in the entire world. Please just think about it?

Greg looks at Earl. Earl looks at Greg like, this is your problem, and you need to deal with it.

GREG

Word.

Earl winces.

MADISON

Did you just say, "Word"?

GREG

Yeah, word, like, I agree.

MADISON

So you agree! To make a movie for Rachel! AAAHHHHHH

She clutches his arm. MOOSE CHIPMUNK STOMPING.

MADISON (CONT'D)

(leaving)

Oh my God I can't wait to see it. I have to run. You guys are the best. Rolling!! That's a wrap!! Ha ha!

The boys watch her go.

DERRICK

Titties.

EARL

YUP.

52 INT. HOSPITAL, LOUNGE - SECOND ROUND OF TREATMENT - EARLY 52
DECEMBER - DAY

GREG, holding the ENORMOUS COLLEGE DIRECTORY under one arm, finds RACHEL in the hospital's cheery modern lounge. She is watching one of his movies on her laptop.

She pauses it as she approaches.

RACHEL
(happily)
"Droogle"?

GREG
Google for droogs. It's stupid.

Greg is in a foul mood.

RACHEL
(indicating directory)
What's that?

GREG
Oh, nothing. Just the bane of my existence. Which my mom is forcing me to carry around. Until I apply to some colleges. She says it's like a menu for my future. Sure. A menu that only has food that will humiliate you for four years. So it's kind of a Mexican standoff, in which I carry this thing around forever, until my mom has irritated me to death. Which will happen in, tops, two days.

Beat.

RACHEL
You have to be less of an idiot about college. Listen. Even if you don't think your classmates will like you, which is literally an insane thing to think, you're way less exposed to them in college. High school is 40 hours of class a week. College is 15-20. And if you don't want to live with other kids, go to school around here! Go to Pittsburgh State! Live at home! Don't get me wrong. I think living at home would be unnecessary and stupid. But it's better than sitting college out just because you irrationally hate yourself.

GREG

(cowed)

Not "irrationally," though--

RACHEL

Just apply to Pitt State right now.
Apply early.

(she nods at her computer)

Do it right now, in front of me.
Let's get this out of the way.

GREG

What if I say no?

RACHEL

I've got stage four cancer.

(beat)

So that would be pretty dick.

GREG

UGGH FINE.

They sit down. He melodramatically takes her computer and begins typing:

GREG (CONT'D)

"Why I want to go to college."

(defiantly, to Rachel)

By Werner Herzog.

Rachel shrugs: bring it on.

GREG (CONT'D)

(Werner Herzog voice)

The highly selective admissions process of college weeds out the cruel and the stupid. And so a college is quite different from the senseless chaos and sickening enormity of high school. High school is the mouth of a great demon, biting and chewing and smushing people in the face. It is simply overwhelming.

(dropping the Herzog voice)

In seriousness, I am looking forward to college because I never fit in in high school. Because of my weird rodent face -

RACHEL

Nope -

GREG

And habit of saying the dumbest possible shit -

RACHEL

No!

GREG

The sheer pastiness of my complexion overwhelms all who behold it with existential nausea -

RACHEL

(overriding him)

"In high school, I never truly got comfortable in my own skin. In fact, I've always been someone who doesn't like himself very much. But I think that just means I have some growing up to do. And college is the place where I'm going to do it."

GREG

(deeply uncomfortable)

That's way too personal.

RACHEL

It's a *personal* essay.

Beat.

GREG

Fine. But only because, cancer.

(briskly typing)

And, you have to do this too now. Okay? Here. Page through this huge horrible book. It's yours now. Find some colleges. Mmmmmmmmmmm. It's like a menu for your future.

Done typing, he thrusts the COLLEGE DIRECTORY at her and pages randomly through it.

Rachel smiles at him.

RACHEL

Can I finish my movie first?

53 OMITTED 53

54 OMITTED 54

A55 EXT. RACHEL'S HOUSE - AFTER THE SECOND ROUND OF CHEMO - A55
EARLY DECEMBER - DAY

GREG sits on the front steps; DENISE'S car pulls up; Greg goes to help Rachel out of the car.

55 INT. RACHEL'S BEDROOM - AFTER THE SECOND ROUND OF CHEMO - 55
DECEMBER

MONTAGE - The days melt into each other. Fall becomes winter.

Greg and Rachel watch movies together.

Super: **Day 24 of Doomed Friendship**

ON THE SCREEN: Earl is Rizzo from *Midnight Cowboy*, under a blanket, dead on the bus to Florida; next to him, cowboy-hatted Greg is extravagantly freaking out.

ON RACHEL'S BED: Greg is holding popcorn; Rachel holds a barf bucket.

56 INT. GREG'S HOUSE - AFTER THE SECOND ROUND OF CHEMO - 56
DECEMBER - DAY

Greg and Rachel watch movies.

Super: **Day 31 of Doomed Friendship**

ON THE SCREEN: Earl is Jean-Paul Belmondo in the last scene of *Breathless*, running spastically down the street.

IN THE BAY WINDOW: Greg eats popcorn; Rachel, looking a little better, nibbles some too.

57 INT. HOSPITAL, RACHEL'S ROOM - THIRD ROUND OF CHEMO - 57
JANUARY - DAY

Greg and Rachel watch movies in her hospital room.

Super: **Day 45 of Doomed Friendship**

ON THE SCREEN: A Gaines/Jackson film (TBD).

AT THE HOSPITAL: Rachel, looking worse, has fallen asleep. Greg looks over at her.

He fades the volume to silent, takes the barf bucket out of her hands, and pulls her blanket over her.

He pulls out his phone and checks his email. He has one from **Pittsburgh State University - Admissions Dept.**

It begins, **Greg Gaines, We are pleased to...**

He is happier than he thought he'd be. But he has no one to share it with - Rachel is asleep. So he does an awkward silent fist pump.

"NOW YOU ARE DEAD," the movie tells him.

He has a sudden worry. Discreetly, he puts his hand over her mouth, to see if she is dead.

She is not, thank God.

END MONTAGE

58

INT. SCHENLEY SCHOOL HALLWAY - ONE DAY IN JANUARY

58

GREG is walking through a little-used corridor. A RANDOM GIRL is putting up medieval decorations in the hall.

RANDOM GIRL

Buy tickets for prom! A "Knight" to
"Remember"! Only four months away!!

GREG

(to himself)

Why are there even quotation marks
around "Remember"?--

Greg is AMBUSHED by MADISON -

MADISON

Greg! Rachel said you got into Pitt
State early!

GREG

Oh! Yeah. Clearly they'll take
anybody -

MADISON

I got in too!! AAAHHHH

She hugs him and dances around--he is overjoyed but also nervous that he will get a boner--

MOOSE PSYCHOTICALLY JUMPING UP AND DOWN ON CHIPMUNK

MADISON (CONT'D)

So how's the movie for Rachel
coming?

GREG

(panicking)

Uh... Good. But Pitt State! Can you
believe it? And we got prom! ...In
four months!

MADISON

I know. But I'm the most excited to
see your movIEEEEE AAAHHHHHH

GREG

(terrified, feigning joy)

AAAAHHHHHH

59

EXT./INT. GREG'S KITCHEN - THAT AFTERNOON

59

EARL is eating pate. GREG is freaking out.

**Super: The part where I try to convince Earl to help me make
The Worst Film Ever Made**

GREG

...so if we make this film, people will be like, oh, Greg and Earl, they're those weird *filmmakers*. They're always creepily *filming* stuff. They probably sneak up to your house at night and film you while you're asleep.

EARL

(chewing)

This is nasty as hell.

GREG

But people probably *already* think that. Because you gave those stupid films to Rachel. So basically I've become *completely conspicuous*, like, all the time. People look at me, they think, filmmaker. When they're not already thinking, cancer girl's boyfriend.

EARL

(examining container)

The hell even is this. This taste like a dog's funky-ass butthole.

GREG

Furthermore, we agreed to do a film, that we don't even have any idea what it should look like, or sound like, or *be*. What the hell film can we even *make*?

(MORE)

GREG (CONT'D)

What was I thinking?!

EARL

You were thinking, that girl
Madison got big-ass titties. I like
the titties. And now, you got a
problem. You agreed to this shit,
not me.

GREG

Are you not gonna help me make
this?

Earl stares him down while eating another pate-laden cracker.

EARL

The hell we gonna make, son?

GREG

Just something that says, Rachel!
Hey! Keep living your life!

(beat)

It doesn't suck!

EARL

Just gotta make it look like it
don't suck.

GREG

That's the thing.

60 OMITTED 60

61 OMITTED 61

A62 INT. COPACETIC COMICS - DAY A62

GREG'S DAD explains the boys' mission to a GRIZZLED OLD
EMPLOYEE -

GREG'S DAD

They want fresh inspiration. I must
tell you, the richest inspiration I
have ever known was during my
period of quarantine in the Amazon,
where I and a half-dozen other
unfortunates had nothing to watch
but the bristling, leviathan
spiders bunched on the rotting,
flimsy thatch perhaps eight feet
above our faces. Spiders the size
of your fist.

(MORE)

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GREG'S DAD (CONT'D)

Their fangs glistening with venom
and their thousandfold black eyes
shining dully in the gloom. And all
the night long they would battle
the wasps. In the darkness you
would hear a sudden anguished hiss
as a spider was struck by an adult
leopard wasp, and in their mortal
struggle they would plummet onto
one's bed, biting and stinging and
thrashing and -

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- as EARL and GREG split up and peruse the aisles of movies
with terrific intensity.

Greg slows down in a little zone of experimental filmmakers -
EAMES, FISCHINGER, BRAKHAGE, MAYSLESES, WARHOL.

INTERCUT his scrutiny of their DVD cases with SNIPPETS OF THE
ANIMATIONS THEMSELVES, as he replays each in his mind's eye.

Clutching handfuls of these DVDs, he looks over at Earl. Earl
brandishes some GODZILLA KNOCK-OFFS. Greg shakes his head.
Earl nods, like, yeah, I know, but Godzilla is still the
fucking best.

62

INT. RACHEL'S LIVING ROOM - AFTERNOON

62

EARL is working the cameras while GREG, holding a notebook, is attempting to interview DENISE, who is openly drinking.

(RACHEL is in the hospital for her fourth round of chemo.)

It's not entirely clear that Denise knows that they're making a film, or cares.

GREG

So, Denise, can you tell us a little about Rachel's birth?

DENISE

Rachel's birth. What an ordeal.

(beat)

Greg, listen to me. Listen. I've been a good mother to her. Some single moms, their kids have to grow up too fast. But I've tried to protect her from that. I *have*.

GREG

Uh, right.

DENISE

And now I'm learning, some things, you can't protect your kid from. No matter what you do.

Denise sips from her glass of bourbon, her gunmetal eyes reflecting some tiny part of the crushing horror of it.

GREG

So did she have a favorite toy?

DENISE

Promise me one thing. You're gonna grow up, become an adult. Promise me you won't have a baby unless you're ready to love that baby's mother, *your whole life*.

GREG

So, no favorite toy.

DENISE

"Toy"? Here's a toy. *Scissors*. Bill left and she rounded up all his precious old books and cut em right up. Don't tell her I told you. I was like, *atta girl*. Snip, snip, snip. HA.

Denise starts pouring drinks for Greg and Earl.

DENISE (CONT'D)

Have a little taste with me. You're old enough to have a little taste.

63 OMITTED

63

64 INT. AUDITORIUM - AFTER SCHOOL

64

The room is empty, save for GREG and EARL sitting in chairs with clipboards and a STUDENT, sitting in a chair, facing a camera on a tripod.

Greg is trying to mask how depressed and upset this is making him. Earl physically cannot stop scowling.

GREG

...so just think of it like a get-well card, except it's a video. And start whenever you're ready.

TESTIMONIAL STUDENT #1

(with glib, smiley
insincerity)

Uh. Hi, Rachel. I guess I don't know you that well, but uh... I believe in you.

(beat)

You can do it!

That is all that this kid has to say.

EARL

(sullenly)

That's real nice.

POV of camera on tripod:

TESTIMONIAL STUDENT #2

It's so sweet that your boyfriend is doing this for you! He must really love you.

(Greg says something inaudible offscreen)

Oh.

TESTIMONIAL STUDENT #3

I know you're Jewish, but I just want you to know, God has a plan for you.

TESTIMONIAL STUDENT #4

(can't stop crying)

TESTIMONIAL STUDENT #5

Greg's a fag. I guess he's in love with you, so that makes him bisexual or something. I hope they find a cure for whatever you have.

(to Greg, offscreen)

That's all I got, fag.

TESTIMONIAL STUDENTS #6, 7, 8

(jump cuts)

I believe in you.

I believe in you.

I believe in you. You can do it!

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65 INT. GREG'S BEDROOM - LATER

65

GREG and EARL have just finished watching the footage.

EARL

(eventually)

Damn.

66 INT. RACHEL'S BEDROOM - DIRECTLY AFTER FOURTH ROUND OF CHEMO - FEBRUARY - AFTERNOON

66

RACHEL sits stiffly on the bed. GREG sits next to her with her barf bucket on his lap.

They're watching a Gaines/Jackson film, but she's not enjoying it as much as she used to. So he's not enjoying this, either.

GREG (V.O.)

So again, if this was a touching romantic story, we'd obviously fall in love, and she'd say all the wise beautiful things that can only be learned in life's twilight or whatever, and then she'd die in my arms. But again: that's not what happened. She just got quieter, and unhappier.

Greg finally can't be quiet anymore--

GREG

Hey. How are you feeling, for real.

RACHEL

For real? I'm feeling like you might have been right.

GREG

Right when?

RACHEL

Back in October. When you thought I was dying.

GREG

(guttured/trying to recover)
Oh. Well. I regret thinking that.

RACHEL

Don't regret it.

This is so miserable that Greg actually has to make a joke.

GREG

Urrrrrrnnnnggh.
(after no response)
Urrrrrrrrrrrrrrrrrrrrrrngggggghggh.

RACHEL

What is that noise.

GREG

Regretful Polar Bear.

Against her will, Rachel snort-laughes a little bit.

GREG (CONT'D)

Polar bears have the purest expressions of regret in the animal kingdom. Listen to how haunting and plaintive they sound. Urrrrrrnnnnggh.

RACHEL

Don't make me laugh, though. It kind of hurts.

GREG

(sadly)
All right.

A long beat.

GREG (CONT'D)

Kind of a monster silence in here.

RACHEL

Yeah. It's okay to just be silent
for a while.

Greg finds it difficult to be silent. He fidgets and squirms.
He starts making a humming noise.

GREG (V.O.)

Look. I know you're really bracing
for this sweet girl, that you
probably like a lot, to die.

(MORE)

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

Just please bear with me. She doesn't. She gets better. I promise.

67 INT. GREG'S BEDROOM - THE NEXT DAY 67

GREG and EARL are creating an ABSTRACT STOP-MOTION ANIMATION.

Earl is creating little CUT-OUTS from FELT OR CONSTRUCTION PAPER. He is dissatisfied with each one.

Greg is arranging them painstakingly under a camera on a tripod, consulting the complex sketches he has made to guide this process.

68 STOP-MOTION ANIMATION - WEEKS GO BY 68

SUPERS over the frames of this animation: **Day 86 of Doomed Friendship, Day 87 of Doomed Friendship, Day 88 of Doomed Friendship**, etc. Each day is about a tenth of a second.

GREG (V.O.)

This is pretty much all I remember from that winter. Entire months of my life, where all I remember is making a shape move around (ALT TBD). And yeah, I'm aware of how cosmically depressing that sounds.

69 EXT./INT. RACHEL'S HOUSE/BEDROOM - MULTIPLE DAYS/NIGHTS 69

JUMPCUTS of GREG walking to Rachel's house, entering her room, leaving her room, leaving her house, waiting on her doorstep as Denise's car pulls up (back from the hospital).

GREG (V.O.)

I mean, obviously I remember visiting Rachel too. What I don't remember is doing schoolwork. I'm not exaggerating when I tell you that I did literally zero schoolwork during this time. I mean, literally zero. That's actually sort of hard to do.

70 INT. RACHEL'S BEDROOM - AFTER 5TH CHEMO ROUND - APRIL - DAY 0

RACHEL looks terrible. There's no way to get around it.

RACHEL

So what's going on at school.

GREG

The entire school looks like a castle, because medieval prom is about to happen. I guess everyone is trying to figure out how to twerk, like, medievally.

RACHEL

Are you going?

GREG

Of course not.

RACHEL

You should go.

GREG

No way. Have you seen me in a tux? It's like when they make a dog wear human clothes. It just makes you sad to look at it. Anyway, I don't have anyone to go *with*.

Greg realizes that he is talking to a girl.

GREG (CONT'D)

(with great effort)

I mean, uh... unless you... wanted to, uh...

RACHEL

Greg, I'm not going to prom.

GREG

No, you totally could. It could be this awesome statement, like--

RACHEL

(cutting him off)

Hey. When are you gonna finish your movie?

GREG

My movie? You know I'm not working on a movie.

RACHEL

You don't have to pretend. Earl's been telling me about it.

Somehow it hurts a lot, that this surprise has been ruined.

GREG

He... yes, I guess he probably did.

RACHEL

Sorry. I'm just asking because--

GREG

Goddamn *Earl*. It was supposed to be a surprise for you. It's just taken forever, because we really want to get it right--

RACHEL

I think I'm probably gonna stop treatment pretty soon.

It is very quiet in the room for a moment.

GREG

What?

RACHEL

It just isn't doing me any good. All it's doing is making me even sicker.

GREG

Yeah, but if you stop...

He can't finish this sentence.

RACHEL

We'll just see what happens.

GREG

We know what's gonna happen.

Rachel studies him.

RACHEL

I know who you can take to prom.

GREG

Who?

RACHEL

This sexy pillow here.

GREG

Oh my God. Please don't make jokes right now. I can't deal with that.

RACHEL

Oooh, Greg. This pillow's name is Francesca. She's a filthy Italian woman.

GREG

STOP IT.

It is the first time he's ever shouted at her.

RACHEL

Don't yell at me.

GREG

So you're just gonna give up. That's it. To hell with college. To hell with the future.

RACHEL

Greg, don't--

GREG

You're just gonna give up and die. What the hell is wrong with you? It's your *life*.

RACHEL

(spurred to anger)

Yes, it *is* my life. And it's me lying in bed all the time, with a shaved head, and getting weaker and uglier and more miserable, with no hope in sight--*I'm* the one suffering through this, not you. So don't yell at me.

They are trembling with anger at each other.

GREG

I'm sorry. I'm not going to get comfortable with watching you die. I'm just not. So don't ask me to.

RACHEL

If you can't accept that I'm going to do what I *want* to do, with *my* *life*, then you're a terrible friend.

GREG

I'm a terrible friend? I'm not *giving up*. I'm not ruining my friend's life by giving up on the whole world.

RACHEL

Please. Greg, you should be overjoyed. Now you can go back to your life of being invisible and detached and self-hating.

GREG

Yeah and you can go back to your life of being *dead*.

RACHEL

Nice. Really nice.

GREG

This is gonna kill your mom. So you've gotten comfortable with that? It doesn't bother you anymore, thinking about your mom?

RACHEL

Get out of here, Greg. You've done your time. You don't have to hang out with the sick girl anymore.

GREG

How can you--how can you even say that?

RACHEL

Your mom forced you to hang out with me. Earl forced you to show me your movies. Madison forced you to *make* a movie for me. So yeah. What part of any of that did you actually want to do?

Greg opens his mouth--but he has no response to this.

RACHEL (CONT'D)

Do something nice for me for once.
And get out.

71 EXT. SIDEWALK - DIRECTLY AFTERWARD

71

Greg is walking to Earl's house, through Earl's dilapidated neighborhood. He is muttering furiously to himself. All of his anger and frustration is now channeled at Earl.

Super: **The part where I get in my first fight ever**

GREG

Earl. EARL. This is it. You've gone too far. You've leaked the unbreakable secret. Because you hold nothing sacred. Because you're a dickhead.

A tough-looking kid watches Greg pass.

GREG (CONT'D)

The foundation of any good working partnership is trust. I can no longer trust you in any way.

He takes a clumsy tripping step on the broken pavement. He begins to hyperventilate.

GREG (CONT'D)

You'll leak anything to anyone. It's like working with Julian... Assange.

Greg does not know how to pronounce "Assange." This only serves to infuriate him further.

GREG (CONT'D)

Ass-andge.
(beat)
Assanggeh.
(beat)
DAMMIT.

A72 EXT. EARL'S HOUSE - LATER

A72

GREG thumbs Earl an angry text. EARL'S BROTHER DERRICK saunters out onto the porch, with DOOPIE on a leash.

DERRICK

Hell you want.

GREG

I'm just waiting for Earl.

Derrick eyes Greg. So does Doopie, growling. Greg's anger is now vying with his fear.

It is a relief, but not really, when Earl appears.

EARL

Sup. You gonna come in?

GREG

No, I'm good.

DERRICK

Oh *no*.

Uh-oh.

EARL

The hell you want, bro.

GREG

Uh, I was just talking to Rachel, and she, uh, told me you told her, uh, about the uh, the film. We were making. For her.

EARL

Yeah?

GREG

You're like, uh, Julian Ass-andge.

EARL

The shit is that.

GREG

It's just, you know, I mean, you always do this, because you want to be a better friend than me or something. So you just tell Rachel about everything, and it's like, it doesn't even matter what I want.

EARL

You know what? Shut the hell up. You need to shut the *hell* up right about now. I'm tired of this, man. I'm about to lose my shit with you.

Earl advances down the steps of his porch on an increasingly trembly, weepy Greg.

GREG

(trying hard not to cry)
I just, I can't trust you, and I don't know if I can work with, with you again--

EARL

Naw. Shut the *hell up*. You care so goddamn much bout what other people think, gotta go round kissin errybody's ass pretendin like you they *friend*, well lemme tell you: *nobody give a shit* about you. Nobody... give a *shit*.

DERRICK

Whoop his ass!

EARL

And now this one girl come along, the only girl that *do* give a shit, and you start whinin and bitchin cuz I told her about the damn films. Bitchin and complainin because somebody *cares about your shit*. DAMN.

DERRICK

BUST HIS CANDY ASS.

EARL

Goddamn I'm sick and tired a watchin you treat this girl like a burden. She is about to die. You know that, right? That girl is *about to die*. Meanwhile you come to *my* house whinin and cryin bout some irrelevant bullshit. Goddamn I want to bust your ass. I *want...* to beat the hell out of you right now.

GREG

Go for it.

EARL

You *want* me to?

GREG

I don't care.

EARL

Bitch, you *want* me to?

GREG

Yeah, Earl, I want you *TOOOONGH*

Earl socks Greg in the stomach. Greg immediately keels over.

DERRICK

Yeah! JACK THAT LITTLE DUDE UP.

But Earl does not jack that little dude up. He storms back inside his house, furious.

Wheezing and choking back sobs, Greg gets to his feet. He looks at the house. Derrick gazes coolly back at him.

DERRICK (CONT'D)

I'da whooped the hell out of you.

72

INT. MCCARTHY'S OFFICE - THE NEXT DAY

72

GREG is sullenly eating alone. MR. MCCARTHY walks in to refill his thermos.

MR. MCCARTHY

Beast. Where's the other beast?

GREG

Earl? I don't know. He's not here.

Mr. McCarthy gamely tries again.

MR. MCCARTHY

What's the status with the twenty-pager on Nixon?

GREG

I need another extension.

MR. MCCARTHY

It's the end of the quarter, bud.

GREG

Well, I've been busy.

Mr. McCarthy observes Greg.

MR. MCCARTHY

(more quietly)

I heard the latest about Rachel.

(beat)

How are you holding up.

GREG

You know... not great.

MR. MCCARTHY

I was fifteen when my Dad died.
Couple years younger than you.

Greg is startled by this.

MR. MCCARTHY (CONT'D)

You know what I remember about it? My whole childhood I just thought of him as this big, quiet, kind of asshole guy. Didn't laugh much. Liked his sons to wear ties.

And then at the wake, all his old buddies are there telling me about him, and it's like they're talking about a complete other guy. Like, he knew every European pop song from the 70s, from when he was stationed in Germany. He'd just sit around memorizing songs to sing at German girls in bars. His go-to was this Dutch song called Ding-A-Dong. That's a real song. And he sang it at German girls in bars.

GREG

So what does that mean.

MR. MCCARTHY

It just means that, even if someone dies, you're still gonna keep learning about them. You know? Their life keeps unfolding to you, if you keep paying attention to it.

GREG

(sullenly)

What, if you're like a *historian*? Are you seriously trying to make this into some stupid sappy *lesson*?

Mr. McCarthy smiles at Greg and gets to his feet.

MR. MCCARTHY

You're a good kid, Greg.

GREG

I'm not.

MR. MCCARTHY

You're a good goddamn kid.

GREG

(gathering his stuff)

Look. I'm going home. I'm cutting school right in front of you. I'm not a good kid.

Mr. McCarthy says nothing.

GREG (CONT'D)
(leaving)
I'm not.

A73 INT. CITY BUS - A FEW MINUTES LATER A73

GREG is slumped in a seat, staring without seeing out of the window, as the bus rumbles home.

73 INT. GREG'S KITCHEN - A HALF-HOUR LATER 73

On his way in, GREG passes his DAD, munching sausage.

GREG'S DAD
Earl came by earlier to drop something off, but he turned down this superb Andouille rabbit sausage, which is quite unlike him - is everything all right?

Greg does not respond.

74 INT. GREG'S BEDROOM 74

GREG finds a DVD on his desk. On it is scrawled, in Sharpie, "**IM OUT.**"

He plays the DVD. It's of EARL, talking to the camera, in Greg's room.

EARL
Hi Rachel. We tried a bunch of different ways of making a film for you, and all of em turned out goofy, and irrelevant, and not like we wanted. So now I'm just gonna talk to you directly.
(collects himself)
I'ma be honest here. Sometimes white girls are a particular kind of stupid. I mean errbody stupid but you know. White girls think they smarter than errbody. Self-centered and pretendin like they ain't - well, obviously you ain't been like that.
(collects himself again)
It's just crazy how patient you been. That's all I wanted to say. If it was me at had cancer, I'd be angry as hell, and... and *hurtful*, and just tryna beat errybody's ass half the time.

(MORE)

EARL (CONT'D)

So I'm just amazed at how patient
you been. And you've made me feel,
uh, blessed.

(now pissed off; also a
little husky-voiced)

Greg, I ain't workin on this no
more. Do whatever the hell you
want. I'm out.

Earl switches off the camera and the clip ends, leaving Greg alone in his room.

Greg holds his head in his hands.

Then he flips on the camera. And tries to do a testimonial of his own.

GREG

Hi Rachel. Uh... Earl's right. All the ways we tried to make a film for you turned out completely horrible. So, yeah. It got me thinking about the reason I wanted to do this film.

He pauses. The fact is, he *never* wanted to do this film.

GREG (CONT'D)

And that reason is, when you come right down to it, and just say it, simply, without screwing around:

He has to say *something*.

GREG (CONT'D)

Uh... I believe in you.

He is quoting the first video testimonial, from that stupid kid. He's not even saying his own meaningless clichéd thing. It's something else's.

He can't bring himself to look at the camera. He's looking down, at his hands.

GREG (CONT'D)

(finally, sadly)
You can do it.

He is silent. Then he shuts off the camera.

75

INT. MCCARTHY'S OFFICE - THE NEXT DAY

75

GREG opens the door to Mr. McCarthy's office. EARL is in there, eating one of his all-candy lunches. On a screen behind him plays MY BEST FIEND, KLAUS KINSKI.

GREG

Oh. Are you eating lunch in here still?

EARL

Not if you are.

GREG

Well, I'm not eating in here if you are.

EARL

Well, good. Cuz I like it in here.

GREG

So I guess I'll just go. Or, you could go.

EARL

Nope. I like the air-conditioning, and I like the comfortable chairs.

GREG

Yeah, I like those too.

EARL

Well, that's your damn problem.

76 INT. CAFETERIA - SHORTLY AFTERWARDS

76

GREG trudges sadly through his personal hell: the cafeteria. One flying bit of food hits his face, then another.

He finds a place to sit alone. Over his head, a banner reads: SCHENLEY SENIOR PROM "2013" A "KNIGHT" TO "REMEMBER" !!!

77 INT. CAFETERIA - DAYS PASS

77

He eats alone in the same seat, day after day, forlorn and withdrawn.

He is checking his email on his phone, despondently -

(we can't read the body, but it's from **Pittsburgh State University**)

- when someone sits down in front of him.

It is MADISON.

Arm touch/MOOSE SMUSHES CHIPMUNK WITH HOOVES.

MADISON

Greg. I need to talk to you about the movie.

GREG

It's not done yet.

MADISON

Greg. You've been working on this movie for like four months.

GREG

Yeah, we tried a bunch of things. They just aren't very good.

MADISON

UGH. Greg. Now is not the time for your whole, I'm-Greg, I-suck, nothing-I-do-is-any-good thing. I'm sure what you have is awesome and Greg I really think it can make a difference if you just put it together and give it to her.

GREG

(bitterly)

Madison, she's stopped treatment. She gave up. She quit.

Madison gazes at him. Her eyes glisten.

MADISON

(icily)

So maybe that's a good reason to finish the stupid movie. And give it to her.

(more so)

But you know what? Whatever.

She stalks away.

78

INT. GREG'S BEDROOM - THAT AFTERNOON

78

GREG is watching his testimonial to Rachel. He watches himself mumble, "I believe in you." Pathetic. He rewinds it and plays it again. "You can do it." Excruciating.

His MOM enters the room.

GREG'S MOM

Honey?

GREG

What.

He looks up. His mother looks stricken.

GREG'S MOM

Honey, Rachel's back in the hospital.

GREG

Wait--is she starting treatment again?

GREG'S MOM
It's not for treatment, honey.

GREG
Oh.

His mom waits for him to say something.

GREG (CONT'D)
Mom, what.

GREG'S MOM
I just thought we could go--

GREG
You just figured this was your last chance to force me to hang out with her?

GREG'S MOM
Greg, come on--

GREG
Don't worry, mom. I'm sure you can find some other girl with cancer after Rachel dies. Which, by the way, she's *decided to do*. She's decided to die. So maybe I can *decide* not to visit her.

GREG'S MOM
I *promise* you will regret it if you don't visit her. You will regret it for the rest of your life.

GREG
(exploding)
Yeah. That's probably true. But you know what? I have a *shitload* of things to regret. I regret not having a date for tomorrow's stupid prom. I regret being too weird to make friends. I definitely regret making those shitty films with Earl. And I assume you saw the email I got today from Pitt State, when you were going through my stuff - no? You didn't? Oh! Have a look!

He opens an email on his phone and tosses it to his mom.

GREG (CONT'D)
I'm probably gonna regret doing literally no schoolwork this year!

GREG'S MOM
 (in shock)
 Oh my God, Greg--

GREG
 I know! Admission rescinded! Due to "significant change in my academic record"! Oh well! No college! I guess I'll just be home next year! I know, it sucks. It'll be way harder for you to go through my stuff.

His mom, horrified, says nothing.

GREG (CONT'D)
 But for right now, do me a favor. And just leave me alone. I just want to sit here and regret stuff. I'm gonna think of everything I've ever done, and everything I *haven't* done, and just regret the living shit out of it.

79 EXT./INT. GREG'S BEDROOM - THAT NIGHT

79

GREG is watching his animation and his sock puppets and listening to HIS PARENTS argue through the walls.

GREG'S MOM (O.S.)
 (tearfully)
 The deadlines have passed, Victor! What's he going to do next year? Is he just going to waste his year?

GREG'S DAD (O.S.)
 He *is* grieving, honey. You have to let him grieve.

GREG'S MOM (O.S.)
 How can you tell me to just *do nothing* while he ruins his life?

GREG'S DAD (O.S.)
 That's not what I'm saying.

The conversation continues as Greg watches his video.

SOCK PUPPET RACHEL
 I BEAT THE SHIT OUT OF CANCER
 BECAUSE I DON'T GIVE A SHIT

80

EXT. SCHENLEY/INT. CAFETERIA - THE NEXT DAY

80

Once again, GREG is eating alone under the prom banner, which now has the word "TONIGHT !!!!!" added to it. And maybe even more gratuitous quotation marks.

And again, Madison comes to sit with him.

Super: **The part where I get in my second fight ever**

MADISON

(hesitantly)

Greg? Can I ask you something?

Greg gathers his things and gets up.

GREG

Nope.

MADISON

It's not what you think--

ALT: It's not what you think. It's about prom--

Madison touches his arm, but he shrugs it off, angrily--

GREG

(interrupting)

Let me ask you something--what is this? What is up with the arm-touching?

Greg is backing away from her now. She is following.

GREG (CONT'D)

Are you just being friendly? Or is it, like, this calculated *tactic*? To get me to do whatever you want? Because you have to understand what it does, when a beautiful, sexy, otherwise thoughtful girl touches the arm of a scrawny pasty guy with a groundhog face. It's an act of cruelty.

MADISON

Are you done?

GREG

Yeah, I'm done with *you*. And I'm done with the stupid *film*.

He backs into ILL PHIL.

ILL PHIL

But you ain't done with *me*.

GREG

Oh *come on*.

ILL PHIL

You'll never escape me. Nobody rats
me out and lives to tell about it.

(MORE)

ILL PHIL (CONT'D)

I'm back for my revenge /
 Stab you in the dick, pardon my
 French /
 Shove your body under a bench /

GREG

(frantic)

Are you honestly gonna stab me?
 Fine. Go for it. You're gonna go to
 jail for your entire life, but,
 it's probably worth it. Stab away.

Ill Phil is not prepared for this. He was hoping Greg's
 reaction would be more along the lines of running away.

ILL PHIL

You lucky I ain't got my knives.
 Stead you gotta fight me, punk.

GREG

Sure. I'll fight you. Just no
 rapping.

They square up. Onlookers excitedly gather, including a
 grimly snickering SCOTT MAYHEW.

Neither Greg nor Phil makes a move for a long time.

They actually have no idea how to fight.

ILL PHIL

(muttering rap)

Break your eyeball with a
 fist I got clenched /
 Take your teeth out with a
 wrench /
 Hit you with a stone from
 Stonehenge /

GREG (CONT'D)

Stop.

Seriously stop.

I can't do this if you're
 gonna rap the whole time.

Finally Ill Phil swings and Greg grabs his arm. But then Greg
 doesn't know what to do with it.

ILL PHIL (CONT'D)

(thrashing a little)

Leggo my arm.

GREG

Okay. Jesus.

SCOTT MAYHEW

Phil! Remember how he has trampled
 our dignity!

More circling. The onlookers are becoming restless. Finally
 Greg rushes Ill Phil and grabs him around the waist. Ill Phil
 panics and grabs Greg around *his* waist.

They stay like that for a while.

And then, suddenly, EARL flies in and starts whooping ILL PHIL'S ass.

The CROWD goes berserk.

Almost immediately, the PRINCIPAL separates the fight.

PRINCIPAL
BREAK IT UP.

81 INT. SCHENLEY HALLWAY

81

The PRINCIPAL and a SECURITY GUARD are leading/dragging EARL, GREG, and ILL PHIL to the nearest school exit.

GREG
(to Earl)
I thought you were eating lunch in Mr. McCarthy's office.

EARL
He all sad. Talkin bout German music or something. I was like, dude. This is boring as hell.

82 EXT. FRONT OF SCHOOL

82

The PRINCIPAL, SECURITY GUARD, GREG, EARL, and ILL PHIL emerge from the doors.

PRINCIPAL
(to Greg and Earl)
Two days' suspension for fighting.
Two days' suspension for fighting.
(to Ill Phil)
Two days' suspension for fighting to be added to your lifetime suspension for drug dealing. Please leave school property.

BOYS
Yes sir/Awright.

As they begin walking away, MADISON approaches them.

MADISON
Greg.

GREG
What.

MADISON

Come to prom with me.

Even Earl does not know what to say here.

MADISON (CONT'D)

Look. You were right. This whole movie situation has been really difficult for you, and I feel like it's my fault. I want a chance to make things up to you a little bit.

ILL PHIL

Yo, you can make things up to *me*.

(beat)

You want my number?

EARL

(to Ill Phil)

Ain't nobody want your beat-ass number. You are going to die alone.

GREG

So this is a pity date?

MADISON

It's not a pity date.

She smiles.

MADISON (CONT'D)

I think we'd have fun.

83 INT. GREG'S BEDROOM - THAT EVENING

83

GREG is putting on his tuxedo. He is having some trouble with the arms.

His MOM is standing by the door.

GREG'S MOM

I *told* you you would get a date.

GREG

Yup.

GREG'S MOM

So, you're welcome. For the tuxedo and everything.

GREG

Thanks Mom.

GREG'S MOM

I am very unhappy about this college thing. But your father and I can wait until you're ready to talk about it.

GREG

I appreciate that.

GREG'S MOM

Let me help with your corsage.

She does.

Greg examines himself in the mirror.

GREG'S MOM (CONT'D)

My handsome boy, going to prom. Take lots of pictures, okay?

Greg does not answer. He's busy looking into the mirror. An anxious boy in a tuxedo stares back out at him.

84 EXT. IN FRONT OF GREG'S HOUSE - EVENING 84

GREG, holding corsage, walks stiffly into a limousine.

85 INT. LIMOUSINE 85

GREG is alone in the back of a cavernous limousine. He has to shout to reach his cheerful DRIVER. *

GREG

302 Halket Street.

LIMO DRIVER

You got it, boss. *

They drive.

LIMO DRIVER (CONT'D)

You love this girl?

GREG

Uh. I dunno if I would go that far.

LIMO DRIVER

Are you kids gonna get busy on my brand-new Tuscan leather? *

GREG

I think the odds are against that.

LIMO DRIVER

Ha. I'm just playing with you, man.
I hope you do get some.

*
*

GREG

Thanks. It's really gonna depend on
what she wants to do.

*

LIMO DRIVER

Well. If you really love her, you
got a shot. Because she'll know.

*
*

Greg does not respond to this.

LIMO DRIVER (CONT'D)

She is fine, though?

*

GREG

I wouldn't say that.

86 EXT. SIDEWALK - FIFTEEN MINUTES LATER

86

GREG exits the limo, holding his corsage.

He is not in front of Madison's house. He is front of the
HOSPITAL.

He takes a deep breath.

87 INT. HOSPITAL ROOM - MAY - EVENING

87

RACHEL is suffering from pneumonia, a complication of end-
stage AML. She is extremely pale and having difficulty
focussing. But she smiles when GREG walks in.

SUPER: Day 209 of Doomed Friendship

DENISE, sitting next to her, smiles with wet eyes, gets up,
and hugs Greg for a very long time. Then she leaves the room.

GREG

Hey.

RACHEL

Hey.

Her voice is weak and whispery.

GREG

I know. I look amazing. Here, let
me put flowers on you.

RACHEL

Thanks.

He puts the corsage on her wrist. It is not romantic. It is something else.

He extracts his phone and a little projector from his pocket and starts setting them up -

GREG

Before we watch this, uh... I'm really sorry it took so long to make. But the reason for that is, we couldn't figure out how to not get it to suck. And we never did figure it out. It still sucks, and it's not actually what I wanted to say to you. But let's just watch it first. Okay?

She nods.

He turns on the projector. It projects onto the curtain. He sits next to her, and they watch for a while.

The film does, as advertised, suck.

First, there are the TESTIMONIALS: students sitting in a classroom, saying clichéd things, or unhelpful things. So those suck.

DENISE'S INTERVIEW has been jarringly edited so as not to be depressing, but of course this makes it even more depressing. It goes without saying that this sucks.

And spliced among all of these sections is a mysterious ANIMATION that is never explained and never gets enough time to develop. It's confusing. How could that not suck?

As they watch, Rachel begins to cough, weakly. Greg ignores this for a few coughs.

Then he realizes that it isn't going away.

GREG (CONT'D)

Should I get a nurse?

Rachel, nods, coughing, in pain.

88

INT. HOSPITAL HALLWAY

88

SLIGHTLY SLOWED DOWN, SOUND MUFFLED

GREG emerges from the room. DENISE is asleep in a chair outside. He jogs her arm. She wakes up, reads his face, and rushes into the room, stricken.

GREG (V.O.)

That was the last time I saw Rachel. She went into a coma shortly after that, and died about ten hours later.

Greg flags down a passing NURSE and says something to her. Irritably, she walks into Rachel's room, shutting the door behind her.

GREG (V.O.)

Yeah. I know I told you she didn't die. But I mean... this is a story about a girl with cancer.

Greg is left alone in a hospital hallway.

GREG (V.O.)

What did you *think* was going to happen?

89 INT. HIGH SCHOOL AUDITORIUM - THE NEXT DAY

89

GREG, EARL, and MR. MCCARTHY are sitting all in a row, near the back. The forceful inner-city PRINCIPAL is speaking.

PRINCIPAL

It is indeed a difficult *time*... for the Schenley High School family. We are *mourning*... a family member. But we have an unexpected and touching *opportunity*... to turn our thoughts to her... in a unique way.

(with God's own voice)

EARL JACKSON. GREGORY GAINES.
Please come to the stage.

Greg's heart skips a beat. His eyes widen with terror.

90 INT. HOSPITAL HALLWAY - FLASHBACK, LAST NIGHT

90

From the hall, through the half-open door, DENISE watches the film projected on Rachel's curtain.

PRINCIPAL (V.O.)

These boys made a *film*... that they delivered to Rachel last night.

91 INT. HIGH SCHOOL AUDITORIUM 91

BACK TO THE PRESENT:

Earl has his head deep in his hands.

92 INT. TEACHER'S CONFERENCE ROOM - FLASHBACK, EARLIER THAT DAY
TEACHERS and the PRINCIPAL watch the film on a computer. They are very moved. They are watching a sock puppet part.

PRINCIPAL (V.O.)

And her mother has given us
permission... to show you this film
now.

93 BACK TO THE PRESENT: 93

Greg and Earl are up on stage. Cataclysm. It is, literally, the stuff of nightmares.

PRINCIPAL

Before we show the *film...* Is there
anything you would like to say...
to the Schenley High School family.

Earl walks to the lectern. The mic is nowhere near his head.

The PRINCIPAL, noting this, removes the microphone and holds it to Earl's mouth.

EARL

Naw.

PRINCIPAL

You will let this audacious film
speak for you. Very good. Gregory?

Greg staggers to his feet. He takes the mic. He gazes out at his classmates.

He has nothing to say to them. But he can't just say nothing.

Suddenly he begins speaking.

GREG

This film sucks. And after you
watch it, you're gonna think I'm
this pathetic untalented loser. But
here's the thing: I don't care what
you think about me. I've spent the
last four years obsessing over how
everyone sees me, and I just
realized, I don't care anymore.

(MORE)

GREG (CONT'D)

The only person whose opinion I care about is dead. So, whatever.

He puts the mic down, then decides to pick it back up.

GREG (CONT'D)

I've always wanted never to be noticed by anyone. But the best way not to be noticed is to be dead. And I don't want to be dead.

He puts the mic back. The principal, frowning, walks over to reclaim the mic.

Then Greg abruptly grabs it a third time.

GREG (CONT'D)

Wait. Here's why our film sucks. It's not the film we *should have made*. Okay? Because I wasn't even friends with Rachel before she got sick. And then she got sick and we spent all this time together, but it wasn't enough. It just wasn't.

To make the film we should have made, we should have gotten her to tell us every single thought she has ever had. Because it's all just lost, now. We should have had a camera on her, constantly, since the day she was born. Because her whole life, now, it's just *lost*. We should have had a camera *inside her head*, because all of her specific thoughts and ideas and hopes and phobias and all of her impressions of the whole stupid world, they're all about to be *lost*, and the film we should have made would keep her from being lost.

And I know that happens to everyone. It'll happen to everyone in this room. And it'll happen to me. But I don't care. All that I can think about is that it happened to her. And it happened last night. And I can't deal with it, I'll never be able to deal with it, and this film has *nothing* to do with that. Nothing.

(forcing back tears--semi-incoherent)

It sucks. Nothing sucks more than this. It *sucks*.

He puts down the mic and walks, then runs, offstage and out of the auditorium. The students are baffled. Some of them are giggling, but from nervousness.

Earl has his head in his hands.

The lights go down.

94 OMITTED 94

95 INT. RACHEL'S LIVING ROOM - AFTERWARD 95

MOURNERS wander around Denise's house, sitting shiva.

GREG spots MADISON and SCOTT MAYHEW together holding hands, talking to DENISE. Surprised and sickened, he avoids them.

He gazes, from afar, at the URN on the mantel that contains Rachel's ashes. He cannot stop looking at it. It is absurd to him, in a way.

Suddenly he has been cornered by an OLD PERSON -

ELDERLY MOURNER

I heard you made a very nice little movie about Rachel's life.

GREG

Oh. Uh, yeah.

ELDERLY MOURNER

When will it be in theaters?

Greg does not have the heart to set this doddering old person straight.

GREG

Soon. Really soon. I'm sure Denise will let you know. Can you excuse me for a moment?

Greg sneaks into the kitchen. He looks around for a place where he can escape all human contact.

He gazes out the window, to the backyard, and sees someone.

96

EXT. RACHEL'S BACKYARD - A FEW MINUTES LATER

96

EARL has spent most of the shiva outside smoking irritably.

GREG approaches him.

EARL

Look who it is.

GREG

Sorry, I haven't been out of my room for a few days.

EARL

Yeah. I know. You smell terrible.

GREG

I can't really smell myself.

EARL

(matter-of-factly)
You smell like a homeless dude. And I heard even Pitt State ain't takin you no more.

GREG

Yeah, well. Whatever.

The backyard door opens. DENISE.

DENISE

Hi boys.

EARL

Mrs. Kushner.

GREG

Mrs. Kushner. I mean, Denise.

Denise is holding Greg's COLLEGE DIRECTORY.

DENISE

Greg, I'm supposed to give this
back to you.

She does. And retreats back to the doorway.

DENISE (CONT'D)

(smiling sadly)

Squeak squeak.

GREG

(agreeing)

Squeak.

EARL

(begrudgingly)

Squeak.

Denise enters the house. Greg holds the college directory,
doing nothing.

A couple of envelopes fall out. He opens one.

RACHEL (V.O.)

Dear Greg. I heard what happened
with your classwork, and with Pitt
State. So I wrote them a letter
trying to convince them to let you
back in. There's a copy in here if
you want to read it. Hopefully it
works, because that would mean I
have powers from beyond the grave.
But you should probably send them
something too.

Goodbye, Greg. You're a good
friend. Although if you don't go to
college, you're also an idiot. But
you already knew that. Love,
Rachel.

At "goodbye," Greg's eyes blink and go wet.

He unfolds the second letter--

RACHEL (V.O.)

Dear Pittsburgh State Admissions,

I am writing on behalf of someone
so kind and sweet and giving that
he -

He closes it. He can't read another word. He closes his eyes.

Earl clears his throat.

EARL

I know it's a bad time. But I ain't doin them films with you no more.

Greg throws up his arms, like, *Jesus Christ. Like it's not already gut-wrenching enough out here.*

EARL (CONT'D)

I ain't. I can't. I'm done.

GREG

Why?

EARL

I'ma level with you. I never even *liked* makin the damn films. I like *watchin* crazy-ass films. But I *hated* makin em.

GREG

Earl, you're the talented one. You're the one who's supposed to do this with his life.

EARL

Oh hell no. That's you. That ain't me. I ain't gonna be a broke-ass artist.

(beat)

Me, I want to end up like your dad.

GREG

(momentarily shocked out of misery)

What?!

Greg peers through the window at his DAD, who is alone in the middle of the living room, scratching himself.

EARL

Listen, son. I'm just tellin you. Your dad's *around*. He around all the damn time. Fact he around too much. Talkin to the cat, starin into space. But to hell with it. That's gonna be me. Serve my kids funky-ass food, show em films with subtitles. Wear random ethnic shit.

(MORE)

EARL (CONT'D)

And I ain't getting there by
spendin all my time makin *films*.
That is not a foundation for a
comfortable life. I need a *career*.
(not wanting to say this)
I'm goin to Duquesne. Pre-law.
Don't tell nobody.

GREG

Oh. ...Earl I had no idea th--

EARL

(needing to move on)
Don't be tellin nobody. Now, *you*.
You too weird to start a family. So
you can go ahead and do your broke-
ass artist thing. That's fine. Run
out of money. You can come live in
my garage, with the raccoons.

Me, I'm makin a *comfortable life*.
No more films. I'm *out*.

Silence.

Earl notices GREG'S MOM watching them through the window.

She hesitates. But she can't help herself. She gestures to
"smoking" to Earl, then gestures "death," then gives him a
look of reproach.

Earl shrugs, baffled.

She sticks her head out of the window -

GREG'S MOM

(whispering)

Earl, it's a little inappropriate
to be smoking a cigarette outside
of shiva. Of someone who had
cancer.

Oh. Earl philosophically stubs out his cigarette.

EARL

Sorry Mrs. Gaines.

She closes the window -

GREG

I'm out too. I'm not making films
anymore either. I'm retired.

EARL

No, you're not.

This next thing is hard to say.

GREG

Earl. If you quit, I have to quit.

Earl looks Greg in the eye.

Greg means it.

EARL

Listen. From now on, I'ma be your audience. And I'ma watch everything you make. Even if it's terrible.

(MORE)

EARL (CONT'D)

And it probly will be. You probly ain't shit without me. But that's what friends do. They gotta watch. Even when they hate that shit.

Yeah. I called you my friend. I'm your friend. Deal with it.

Greg is beginning to cry again. Earl eyes him doubtfully.

EARL (CONT'D)

And you quit, I'ma beat the hell out of you. All right?

GREG

All right.

EARL

I done it before. I'll do it again. It's easy as hell. Because you don't know how to fight.

GREG

All right.

EARL

Goddammit stop cryin.

GREG

I'm not c-crying.

EARL

Cryin like a bitch.

Earl, after a resentful pause, puts his arm around Greg. He pats Greg on the shoulder a few times.

EARL (CONT'D)

(irritably)

Feel like we're having a goddamn breakup right now. C'mon. Let's go inside.

Earl goes into the house. Greg just watches him quickly become engulfed by the adults in there.

He looks over at the FIRE ESCAPE leading to Rachel's bedroom window.

97

INT. RACHEL'S BEDROOM

97

GREG steps through the window and into Rachel's room, the book under his arm, the letters in his hand.

He sits on her bed. Surrounded by pillows.

He takes another look at the letter to him.

RACHEL

P.S. I'd also like for you to take
some of my pillows. They'll want a
good home where they'll be loved.

Greg picks up Francesca.

RACHEL (V.O.)

P.P.S. Not in the way you're
thinking. That's disgusting.

He gazes at the walls. Daniel Craig, Hugh Jackman.

He looks down at his directory. He opens it -

The inside has been CARVED OUT, intricately, into a little landscape.

He is motionless, gazing at it. It is beautiful and strange. There are three small figures in it. Somehow we know they are Rachel, Greg, and Earl. Rachel's has pink hair.

He runs a finger over the lip of this little fantastical place that her hands made.

He gazes at her bookshelf. He pulls out a book - no carving in there - another one - again no carving - another -

This one is carved out too. A different landscape. Two figures - Rachel (the same color, but her old brown hair) and one who is probably her mom.

He finds more and more. A world of landscapes. Different styles, from different times in her life. Sometimes he knows who the figures are, and sometimes he doesn't. The figure that is her is always recognizable.

There is no broad narrative connecting them. They are just scenes. Not necessarily from her life - perhaps something tangent to it.

At some point we are no longer seeing the book carvings - we are just watching his face, as he SEES in a way that he never has before.

A98 EXT. MURRAY HILL SIDEWALK - AFTERNOON A98

Greg walks home slowly, eyes fixed on something unseeable, somehow released, Rachel's house behind him.

98 INT. GREG'S BEDROOM - NIGHT 98

We're back to where we started: GREG staring at a computer monitor, breathing loudly through his nose.

GREG (V.O.)

I know I might seem to you like I hate myself and everything I do. But really, I just hate everyone I've ever *been*. The person I am right now is okay.

Rachel's ashes were scattered in a park behind her house. Apparently she ran away from home once and tried to live there.

It was this story her aunt told at the funeral. She was trying to become a squirrel. She thought she could turn into one by just being in the forest and wanting it really bad.

I guess maybe that's what Mr. McCarthy meant, about someone's life continuing to unfold.

It was weird to be learning something new about Rachel after she died. But somehow it was reassuring as well.

The printer has just stopped printing the story we have just been told. On the back we see the words, "**Somehow it was reassuring as well. FIN.**"

He puts it in an envelope addressed to Pittsburgh State University - Department of Admissions.

And then he puts a DVD in a jewel case. And then he sticks a Post-It on top of the case, and writes, "**WARNING: THE LAST PERSON WHO SAW THIS IMMEDIATELY WENT INTO A COMA AND DIED.**" And he puts that in the envelope as well.

He seals the envelope.

He stares directly at us. We look into his eyes.

He crosses them, briefly.

BLACKOUT.

NOW YOU ARE DEAD