

EXT. NIGHT - HOLLYWOOD HILLS, LOS ANGELES

Darkness. Distant sounds of freeway traffic. Then the closer sound of a car - its headlights illumine an oleander bush and the limbs of an Eucalyptus tree. Then the headlights turn - a street sign is suddenly brightly lit. The words on the sign read... "Mulholland Drive." The car moves under the sign as it turns and the words fall once again into darkness.

CUT TO:

EXT. NIGHT - MULHOLLAND DRIVE

Gliding we follow the car - an older black Cadillac limousine - as it winds its way up Mulholland Drive through the darkness of the Hollywood Hills. There is no one else on the road. As we drift closer to the car...

CUT TO:

INT. BLACK CADILLAC LIMOUSINE - NIGHT

Two men in dark suits are sitting in the front seat. A beautiful, younger, dark-haired woman sits in back. She sits close up against the door and stares out into the darkness. She seems to be thinking about something. Suddenly she turns and looks ahead. The car is slowing and moving off to the side of the road.

DARK-HAIRED WOMAN

What are you doing? You don't stop here ...

The car stops - half on, half off the road at a dark, blind curve. Both men turn to the woman.

DRIVER

Get out of the car.

CUT TO:

EXT. FURTHER UP MULHOLLAND DRIVE - NIGHT

Two cars - a convertible and a late model sedan are drag racing toward the blind curve blocking the view of the Cadillac limousine. The cars are filled with crazed teenagers. Two girls are standing up through the sunroof of the sedan screaming as their hair is whipped straight back.

The cars are travelling so fast that they seem to almost float as they fly with psychotic speed down both lanes of Mulholland Drive.

CUT TO:

INT. EXT. - CADILLAC LIMOUSINE

The driver, still in his seat, has a pistol with a silencer attached pointing at the woman. The other man is getting out of the car. The woman is clutching the seat and the door handle as if trying to anchor herself. She is visibly afraid. The man who got out of the car tries the woman's door, but it

is locked. He smiles as he reaches in through the front door and unlocks her door. He opens her door. As he reaches for her, the woman's face becomes flooded with light. Her eyes dart to the front windshield. The driver, flooded with light, turns just as the late model sedan slams into the Cadillac limousine. There is an explosion of metal and glass amidst thunderous tearing sounds as the two cars become one in death. The convertible screams past with hardly a notice. The driver of the limousine dies instantly as his body is jettisoned through the windshield. The other man is torn as the cars screech over him. The woman is brutally thrown into the back of the front seats as a cloud of dust and flying rocks engulfs her. The disastrous moving sculpture of the two cars wants to climb up the hill, then stops and slides back toward the road. The Cadillac tips onto its side. Then all is silent. A fire erupts in the sedan and as the dust clears we see the woman appear, then crawl out of the Cadillac to the road. Her face is vacant. There is a bleeding cut just above her forehead. She stands for a moment clutching her purse - lost, then begins to walk as if in a trance across Mulholland down through the bushes and into darkness.

DISSOLVE TO:

EXT. HOLLYWOOD HILLS - LATER - NIGHT

The woman slides down a hill through tangles of hostile desert plants. Sirens can be heard in the distance. She crosses through some trees and is suddenly confronted by a coyote which snarls and leaps at her. She screams and strikes out with her purse in self defense. The coyote backs away - snarling. The woman then loses control and runs at the coyote and it races off. She falls to the ground. We can hear the thunder of her heartbeat as the sirens grow louder. She gets up and stumbles through the trees. When she clears them she is standing overlooking all of Los Angeles glowing down below. She clumsily starts down toward it.

DISSOLVE TO:

HOLLYWOOD STREETS - LATER - NIGHT

The woman slides down a dusty hill and finds herself at Franklin Avenue. A car races by and its headlights flare on her face. Her expression shows fear and panic. She doesn't know where she is or where to go. She runs frantically across the street. She moves quickly to a sidewalk which takes her into a residential area.

DISSOLVE TO:

EXT. HOLLYWOOD STREETS - LATER - NIGHT

The woman crosses Sunset Boulevard. Coming up Sunset in the distance is a police car with its sirens and lights going. She hurries into the darkness of another residential area. A car turns onto the street and comes toward her. She instinctively moves behind a tree until it passes.

DISSOLVE TO:

EXT. HOLLYWOOD STREETS - LATER - NIGHT

As if being hunted in a foreign land the woman moves

desperately down another residential street. A drunken couple round the corner up ahead and start up the sidewalk toward her. She runs off the sidewalk and into the bushes in front of an apartment building. The couple passes by without noticing her. Feeling safe in these bushes her exhaustion overtakes her and she lays her head down to sleep.

DISSOLVE TO:

EXT. MULHOLLAND DRIVE - NIGHT

Police, paramedics surround the wreckage. Two detectives, HARRY MCKNIGHT and NEAL DOMGAARD (both mid 40's to 50), stare at the remains of the two cars glowing white hot under the crime scene lights. A coroner's van pulls out just after an ambulance. The ambulance's siren begins to wail as it speeds off. The coroner's van cruises slowly. Detective Harry McKnight and Detective Neal Domgaard continue staring. They do not look at each other. They are each motionless for a long moment.

DETECTIVE HARRY MCKNIGHT

You feel it?

DETECTIVE NEAL DOMGAARD

Yeah.

They continue to stare.

DETECTIVE NEAL DOMGAARD

Sammy thinks the Caddy had stopped along the shoulder ... man up the road said he saw two cars drag racin'...then you got that blind corner.

DETECTIVE HARRY MCKNIGHT

Two men... two guns in the Caddy.

DETECTIVE NEAL DOMGAARD

The boys found this on the floor in back of the Caddy.

Neal holds up a plastic bag holding a pearl earring.

DETECTIVE HARRY MCKNIGHT

Yeah, they showed me

DETECTIVE NEAL DOMGAARD

Could be unrelated.

DETECTIVE HARRY MCKNIGHT

Could be...any of those dead kids wearin' pearl earrings?

DETECTIVE NEAL DOMGAARD

No. Could be someone's missin' maybe.

DETECTIVE HARRY MCKNIGHT

That's what I'm thinkin'.

Detective Harry McKnight turns and crosses Mulholland. His eyes move over each blade of grass at the shoulder - each desert bush just beyond. He slowly raises his gaze to the

shining lights of Hollywood laying far below like a galaxy.
He looks out and wonders.

CUT TO:

EXT. HOLLYWOOD STREETS - EARLY DAWN

The clang of a metal gate wakes the woman. It is just getting light and she sees an older red-headed woman carrying a suitcase to the curb where a cab stands waiting with its trunk open. The cab driver appears with two suitcases which he sets down next to the car. The red-headed woman and the cab driver both go back through the iron gate. The woman in the bushes pulls herself to the gate where she can peer into the courtyard of this apartment building. She sees the red-headed woman and the cab driver go into an apartment and come back out with more luggage.

They leave the apartment door open. When the red-headed woman and the cab driver reach the cab they both begin loading the bags into the trunk and backseat. Their backs are to the woman in the bushes who takes this opportunity to go quickly into the courtyard and through the open apartment door.

CUT TO:

INT. APARTMENT - EARLY DAWN

The woman comes into a living room where a single trunk remains. She goes further into the apartment and crouches down in a back corner of the kitchen. She listens as footsteps come across the courtyard. She hears the red-headed woman and the cab driver get the trunk. She hears them set it down once they have it in the courtyard. She hears the steps of the red-headed woman come back inside the apartment. She hears the footsteps go all around the apartment and then she hears the footsteps come toward the kitchen. Remaining frozen, the dark-haired woman's eyes look up as the red-headed woman walks right past her, grabs a set of keys off the kitchen counter, then leaves the apartment. The woman can hear the door being locked. She lets go, slides to the kitchen floor, and passes out.

CUT TO:

INT. DENNY'S RESTAURANT , HOLLYWOOD - MORNING

Two well-dressed men HERB and DAN (mid 30's) are sitting at a table drinking coffee. Herb has finished eating his breakfast, but Dan hasn't touched his bacon and eggs - he appears too nervous to eat. A blonde waitress with a nameplate saying "DIANE" lays the check on their table smiles, then walks off.

HERB

Why did you want to go to breakfast if you're not hungry?

DAN

I just wanted to come here.

HERB

To Denny's? I wasn't going to say

anything, but why Denny's?

DAN

This Denny's.

HERB

Okay. Why this Denny's?

DAN

It's kind of embarrassing but,

HERB

Go ahead.

DAN

I had a dream about this place.

HERB

Oh boy.

DAN

You see what I mean...

HERB

Okay, so you had a dream about this place. Tell me.

DAN

Well ... it's the second one I've had, but they were both the same.....they start out that I'm in here but it's not day or night. It's kinda half night, but it looks just like this except for the light, but I'm scared like I can't tell ya. Of all people you're standing right over there by that counter. You're in both dreams and you're scared. I get even more frightened when I see how afraid you are and then I realize what it is - there's a man...in back of this place. He's the one ... he's the one that's doing it. I can see him through the wall. I can see his face and I hope I never see that face ever outside a dream.

Herb stares at Dan to see if he will continue. Dan looks around nervously, then stares at his uneaten food.

DAN (cont'd)

That's it.

HERB

So, you came to see if he's out there?

DAN

To get rid of this god-awful feeling.

HERB

Right then.

Herb gets up, picks up the bill and goes to the cashier to

pay. Dan just sits.

As Herb is paying the bill he looks over at Dan just as Dan is turning to look at him. From Dan's point of view Herb is standing in exactly the same spot as he stood in the dream. Herb gets a strange feeling, turns back and finishes up with the cashier. He motions for Dan to follow him. Dan rises reluctantly and he and Herb make their way outside.

CUT TO:

EXT. DENNY'S

Now Herb waits for Dan to lead the way.

DAN

Around here.

Dan takes Herb across the front of Denny's to a narrow sidewalk that leads down the side toward the back.

They begin walking down the narrow sidewalk - past a payphone. Dan begins to sweat the nearer he gets to the rear corner of the building. Red bricks glide by slowly.

CLOSER ON DAN

Beads of sweat cover his face. He finds it difficult to breathe. Herb is just behind him unable to see the fear overtaking his friend, but Herb can feel something himself.

The red bricks moving by now are coming to an end - the corner is coming closer - the corner is now very close.

Suddenly a man - a face ... a face dark and bum-like- moves quickly out from behind the corner and stops - freezes - staring into Dan's eyes.

Dan lurches back. All his breath is suddenly gone. He falls back into Herb who tries to catch him as he's falling. Dan hits the ground unable to breathe - his eyes wide with horror.

Herb looks up - the man is gone. He looks down to Dan.

HERB

Dan! ... Dan! You all right? ... Dan!

He kneels down and studies his friend. He feels for a pulse in the neck. He listens for breathing. His friend is dead.

HERB (cont'd)

My God!

DISSOLVE TO:

EXT. LAX AIRPORT - DAY

The airport sits in blinding sunlight and veiled with smog. A big jet lands.

CUT TO:

INT. LAX AIRPORT

A blonde girl walking with an old woman approaches us. As the blonde's face fills the screen we move with her and stay with her as she goes. Her face is bright and her eyes move here and there taking in everything. She can hardly believe she's in Los Angeles - the City of Dreams. She and the old woman pass under a sign which reads "WELCOME TO LOS ANGELES." The girl smiles and looks around excited by every detail.

CUT TO:

EXT. LAX AIRPORT

The girl and the old lady exit the terminal with their bags. An older gentleman has joined the old lady. They stop at the taxicab stand. The old lady takes the blonde girl's hand.

OLD LADY

It's time to say goodbye, Betty. It's been so nice travelling with you.

BETTY

Thank you, Irene. I was so excited and nervous. It was sure great to have you to talk to.

IRENE

Now, remember I'll be watching for you on the big screen.

BETTY

(smiling)

Okay Irene. Won't that be the day.

IRENE

The best of luck to you, Betty. Take care of yourself and be careful.

BETTY

Okay I will. Thanks again.

Betty and Irene give each other a hug. The old gentleman nods to Betty and takes Irene off. Betty smiles after them. Suddenly someone is grabbing her bags. She turns abruptly to find she is next in line and her cab is waiting. She turns once more and waves at Irene as her bags are loaded into the trunk of the cab.

CAB DRIVER

Where to?

BETTY

(smiling excitedly)

1612 Havenhurst.

CAB DRIVER

Got it!

They get into the cab and close their doors. The cab pulls away.

CUT TO:

EXT. STREETS - LOS ANGELES - DAY

Betty goes from the right side of the cab to the left side of the cab looking at every building, tree and sign. Each street sign seems to be magical to her and she says the names to herself as they pass by. She sees La Tijera, La Cienega, Venice Boulevard, Pico Boulevard, Olympic Boulevard, Wilshire Boulevard, etc., etc. until they reach Fountain and turn right. Betty's heart is pounding when she sees Havenhurst and the cab turns left. In the middle of the block on the right the cab pulls over and stops. Betty sees her new home ... an ancient, gorgeous courtyard apartment building, built during the golden age of cinema.

CUT TO:

EXT. 1612 HAVENHURST

The cab driver puts Betty's bags down on the sidewalk next to her. She can barely stop looking at the building long enough to pay the cab driver who then goes off and drives away. Betty picks up her bags and enters, as if in a dream, through an ornate iron gate to a courtyard with a beautiful working fountain at its center. A sign on a door to her right reads Manager and she rings the bell.

An older, once very beautiful, woman wearing heavy make-up and smoking a cigarette in a silver holder opens the door. An unbelievable raspy voice comes out through the dark screen of the still closed screen door.

MANAGER

Hi there...ten bucks says you're Betty.

BETTY

I am, Mrs. Lanois. It is Mrs. Lanois isn't it?

MRS. LANOIS

In all my living glory, baby.

BETTY

Pleased to meet you.

MRS. LANOIS

You can call me Coco ... everybody does. Stay there, I'll get the key.

BETTY

Okay, Coco.

Coco returns with the key and opens the screen door inhaling a huge drag off her cigarette. She starts off into the courtyard and Betty picks up her bags and follows. As Coco speaks smoke comes out of her with every word.

COCO

I guess it was your grandfather, was it ... he called me to check in, said you were on your way and for you to call when you get in. Nice man... farmer I hear.

BETTY

Yes, he is. He raises corn.

COCO

Damn lot of corn raised in Hollywood these days too.

BETTY

Well, I ...

COCO

You don't have to tell me. It's written all over that pretty face of yours.. You came here to be an actress. I just hope you'll remember there's never been a great poem called "tits and ass."

BETTY

I...

COCO

You probably don't remember her, but Louise Bonner lives right over there in number 29. When she isn't drunk she runs a damn good acting class.

BETTY

Have many famous actors and actresses lived here? I was meaning to ask you that.

COCO

Honey, all the great ones came through here at one time or another.

A haunting music begins to swell.

COCO (cont'd)

People say in the springtime when the wind blows the smell of the jasmine you can still feel the presence of everyone of them.

BETTY

I guess I've come to quite a place.

COCO

Sweetheart, you don't know the half of it.

The music fades.

Coco looks down suddenly. On the cobblestone courtyard in front of her she sees a fresh product of waste from a dog. She angrily turns up to an apartment on the second level.

COCO (cont'd)

(yelling up)

WILKINS! ... (no answer) ... THAT DOG CRAPS ONCE MORE OUT HERE AND I'LL BAKE HIS BUTT FOR BREAKFAST!!

Coco turns back to Betty.

COCO (cont'd)
You don't have pets do you?

BETTY
No, I don't.

COCO
That's good. They're allowed, but I don't like 'em...for obvious reasons. One man used to live here that had a prize fighting kangaroo. You wouldn't believe what that kangaroo did to this courtyard ... let's see your Aunt's apartment ... it's a good one.

BETTY
I can hardly wait, Coco.

CUT TO:

INT. APARTMENT - BEDROOM

The dirty and torn black cocktail dress of the dark-haired woman along with her shoes, purse and undergarments are in a pile in the bedroom. We drift off them toward the bathroom where the dark-haired woman can be seen showering through rippled glass. There's the sound of a door opening. We see a movement through the glass and the shower goes off instantly. We can hear the dark-haired woman's frightened breathing as she waits frozen listening.

CUT TO:

INT. APARTMENT LIVING ROOM

Betty enters, thrilled with what she sees. The apartment is filled with movie memorabilia, deco furniture, oriental rugs, brass floor lamps and a massive tiled fireplace. She sets her bags down and stares.

BETTY
It's unbelievable!

COCO
I told ya.

BETTY
Wow!

COCO
Now I guess you and your Aunt have an understanding. So here's the key and you need anything, just give a holler.
(Coco hands Betty the key)
Everybody in this building's pretty much okay with me or they wouldn't be here. If you want, later I'll introduce you around. No hard feelings if you don't, and don't forget the rooftop garden. It's just up the stairs we passed. It's

open to all the tenants. You can see the Hollywood sign from there.

BETTY

Oh Coco thank you. Thank you so much.

COCO

You got it! See you later honey.

Coco leaves and closes the door behind her. Betty begins to explore the apartment.- After walking a circle in the living room she passes through the kitchen. She moves down a hallway looking at paintings and posters. She goes into the bedroom. She smiles when she sees the bed which has a huge ornately carved head and foot board. She notices the soiled dress on the floor and she frowns as she looks closer. She stands back up, shrugs and goes into the bathroom which has all the original thirties fixtures damndest floor to ceiling tiles. As she goes toward the sink she smiles to herself in the mirror above it. Suddenly something catches her eye and she opens the shower stall. There before her is the naked, beautiful dark-haired woman.

BETTY

Oh my!

She quickly closes the shower door.

BETTY (cont'd)

I'm sorry. My Aunt ... Ruth didn't tell me someone was going to be here. I'm so sorry.

DARK-HAIRED WOMAN

That's okay.

BETTY

I'm Ruth's niece. My name's Betty. I'm sure she told you I was coming.

There's a silence.

DARK-HAIRED WOMAN

There was an accident. I came here.

BETTY

I understand. I saw the dress. I...I'm sorry. Are you all right?

There is another silence.

BETTY (cont'd)

What happened?

DARK-HAIRED WOMAN

A car ... a car accident.

BETTY

Are you okay?

DARK-HAIRED WOMAN

I think so. I was just taking a shower.

BETTY

Oh my god. I'm sorry. I'll let you get back to that. I'm going to get unpacked.

Betty goes to the bathroom door and is closing it when she stops and looks back in.

BETTY (cont'd)

What's your name?

We see a close-up of the dark-haired woman. We see her eyes widen with a kind of fear. She's frantically thinking - searching her mind for an answer.

BETTY (cont'd)

I'm sorry. I'll get out of here and we can talk later.

CUT TO:

INT. APARTMENT BEDROOM

Betty is unpacking in the bedroom and putting her belongings in the closet and the dresser drawers. Many of her Aunt's things are still there.

CUT TO:

INT. APARTMENT BATHROOM

The dark-haired woman is looking at herself in the mirror. She turns and begins looking around the bathroom at shampoos, cosmetics, until her eyes fall on a poster of "Gilda" starring Rita Hayworth.

CUT TO:

INT. APARTMENT BEDROOM

The bathroom door opens and the dark-haired woman comes out wrapped in a towel. She's drying her hair with another. She and Betty stare at one another.

DARK-HAIRED WOMAN

My name is Rita.

BETTY

Hi...do you work with my Aunt?

RITA

NoI.

BETTY

I...I mean.....I...it's none of my business.

RITA

She has pretty red hair... she is very kind I think.

BETTY

She sure is. She's letting me stay here while she's working on a movie that's being made in Canada, but I guess you

know that. I couldn't afford a place like this in a million years. Unless of course I'm discovered and become a movie star. Of course, I'd rather be known as a great actress than a movie star, but sometimes people end up being both and that is, I guess you'd say, sort of why I came here. I'm sorry, I'm just so excited to be here..I mean I just came here from Iowa and now I'm in this dream place. You can imagine how I feel.

RITA

I think I've been hurt.

BETTY

Oh...

Betty goes to Rita.

BETTY (cont'd)

Sit down...

Betty sits Rita on the bed. She leans down and looks at her head and face.

BETTY (cont'd)

Where were you hurt?

Rita motions to her head above her forehead. Betty looks through her hair and finds her wound which has stopped bleeding but is surrounded by a very large blue black bruising.

BETTY (cont'd)

We should get a doctor.

RITA

No.

BETTY

But, this could be serious.

RITA

No...I need to sleep.

BETTY

If you have a concussion you shouldn't sleep.

RITA

It will be okay if I sleep. I need to lie down and sleep.

BETTY

All right, but...I'm going to check on you.

Rita lies down and is instantly asleep. Betty leans over her and listens to her breathing. She gets a blanket and drapes it over the beautiful sleeping Rita, then leaves the room.

CUT TO:

EXT. - DOWNTOWN LOS ANGELES - LOW RENT OFFICE BUILDING - DAY

The street level of the office building is filthy and houses stores selling racks of cheap toys. Up above we see office windows and a big sign saying "Office Space For Rent" along with a telephone number to call. We drift in toward one of the windows on the sixth floor.

CUT TO:

INT. OFFICE ON SIXTH FLOOR

Two men are in the room, JOE and ED. Joe leans up against a rack of filing cabinets. He is in his late twenties. He looks like a run down, heavy metal rocker - wears a blue denim shirt open, T-shirt underneath, black denim jeans and motorcycle boots. His black belt has silver studs. He's smoking a cigarette and is laughing at something the man at the desk has said. His laugh is easy and his grin is infectious.

The man at the desk, Ed, wears a clean, crisp black suit, like a business man's but unlike a business man his blonde hair is long enough to go over his shoulders.

JOE

So man, that's unheard of ... an accident like that ... who coulda foreseen that.

ED

Unreal ... so, you're looking good. Whatcha doin' these days?

JOE

Well, not much Ed. Just doin' some stuff for this guy.

ED

Making ends meet, huh.

JOE

Hardly.

ED

Yeah, look at my digs ... times are tough.

JOE

Oh, things aren't so bad. Gee, I hope you're not goin' to get in any trouble.

ED

It was just a thing. The story made you laugh.

JOE

Yeah, that's a funny story.

Looking like he's rubbing the small of his back Joe moves over to Ed at his desk. Joe looks down to the surface of the desk - to a small worn black book.

JOE (cont'd)

So, there it is ... Ed's famous black book.

ED

Yeah, the history of the world in phone numbers.

Joe's hand still at the small of his back moves into view holding a silenced pistol and in one swift move reaches out and fires a hole through Ed's temple - blowing Ed's brains out across the desk, carpet and wall. Ed's head bangs down on the desk, then is still save the leaking of blood from the wounds. Joe flips his finished cigarette out the open window behind Ed's desk, wipes the gun clean with a handkerchief and places the cleaned gun in Ed's right hand. He places Ed's right forefinger gently onto the trigger. As he puts the finger on the trigger he presses a little too hard and the gun goes off. The bullet shoots out and penetrates the cheap wall at the far end of Ed's office. Joe hears a muffled scream.

JOE (cont'd)

(disgusted with himself)

Oh...man!

With a sense of "just more stuff I got to do" Joe moves slowly and begrudgingly out of Ed's office, checks the corridor and goes toward the screaming which still persists. He opens up the office door next to Ed's and finds a heavy set woman screaming bloody murder as she is grabbing her buttock and lower back. He sighs and walks over to her and cups his hand tightly around her mouth to squelch the screaming. Wide-eyed, she tries to fight him off and he begins dragging her out of her office. Joe's foot catches on a computer cable clumsily taped across the floor and he falls backwards bringing the heavy woman down with a bone-crushing blow on top of him. The woman begins beating his face with her meaty fists. Joe snaps her head back, instantly stilling her violent activity. He wrestles the stunned heavyweight back to her feet and out her door. He pushes and pulls her into Ed's office. Just before they enter, Joe notices a man with a vacuum cleaner watching him from the far end of the corridor. He stops and calls to the man.

JOE (cont'd)

Hey man. She's hurt bad. Get down here and use the phone. Help me out. You gotta call the hospital.

The man hesitates...not sure if this jives with what he's seeing.

JOE (cont'd)

I mean it! Get down here quick! She's hurt and I can't do everything myself, man.

Joe pushes the woman inside Ed's office, throws a glance back down the corridor and sees the man is on his way to him, pushing his industrial vacuum and trailing a 200 ft. long thick black cord as he goes. Joe goes in to Ed's office with the woman. He throws her down on the floor in line between Ed's desk and the bullet hole in the wall. She starts screaming immediately and struggles to get up. Joe

grabs the pistol from Ed's dead hand and lifts it to fire, but the woman has turned around and is almost standing.

JOE (cont'd)

No, no, no. You gotta be turned around.

He goes to her, slaps her hard in the face and spins her around. Before she can turn again Joe races back to place himself in the proper line at Ed's desk and quickly fires two silenced shots into the back of her head. The man with the vacuum enters. His eyes begin to widen in reaction to the scene. Just then Joe fires a bullet into the man's chest. The man inadvertently flicks on the vacuum cleaner as his hands rush up to the wound. As the vacuum cleaner whines Joe rushes to the man before the man falls back out into the corridor. He pulls him into the room - the man moaning and clutching his chest, starting to collapse. Joe releases him and the man goes down. The vacuum cleaner seems to be screeching now in the threshold. Joe fires the last bullet into the heavy duty vacuum cleaner. The bullet shorts out the internal wiring of the vacuum. That in turn blows the building's circuit breaker and all the lights go out.

JOE (cont'd)

(disgusted with himself)

Oh ... man!

Now he hears voices - voices moving into the corridor.

VOICES

What the hell what happened? What's this cord doing here? It's the vacuum. It's the vacuum what did it.

Joe cleans the pistol once again and places it back in Eddie's hand - Eddie's finger on the trigger. Joe picks up the black book - turns and makes his escape by going out the office window and quickly descending the rusty fire escape.

CUT TO:

INT. CONFERENCE ROOM - CENTURY CITY BUILDING - DAY

We see three men sitting at a conference table RAYMOND(RAY) HOTT -president of production, wearing a crisp blue suit,VINCENT DARBY -senior vice-president, wearing a crisp green suit and ROBERT SMITH -talent manager, wearing a crisp brown suit. Ray and Mr. Darby sit at the head of the table and Robert Smith sits along the side. A younger man -ADAM KESHER enters and sits down, with an arrogant nonchalance, next to Robert Smith. Adam is dressed in a frumpy old fashioned plaid shirt, worn jacket, dark blue cotton slacks, and a pair of old brown wing tips. As he sits he is holding and twirling a vintage "7-iron" golf club.

ADAM

So what's the problem?

RAY

There is no problem.

ADAM

So why did you idiots bring me here? ... I'm in the middle of making a

picture.

Silence for a moment. A man enters through a rear door and whispers something to Mr. Darby and shows him something on a piece of paper. Mr. Darby studies the piece of paper.

MR. DARBY
(to man who entered)
What was it last time?

The man who entered points to something on the paper.

MR. DARBY (cont'd)
Okay, let's try the next one.

The man nods and leaves.

RAY
He isn't gonna like it.

MR. DARBY
We'll see.

ADAM
Hello ... who're we talkin' about here?

Robert Smith shuffles nervously in his chair next to Adam.

ROBERT SMITH
You see Adam... there are some suggestions which are to be brought forward ... and I know you said you would entertain suggestions and that's all anybody here is asking you to do.

ADAM
What're you talking about?

ROBERT SMITH
An open mind ... You're in the process of re-casting your lead actress and I'm... (looks around) We're asking you to keep an open mind.

CUT TO:

EXT. CENTURY CITY - DAY

Before us is a huge modern office building of glass and steel. Two men in dark suits have exited a large limousine and are walking up into the building. We drift up the facade, higher and higher moving in toward the top of the building.

DISSOLVE TO:

INT. OFFICE BUILDING - DAY

The men exit an elevator and move through a lobby where a plaque beneath an enormous bronze sculpture reads "Ryan Entertainment". Gliding we travel behind the two men down a wide, carpeted hallway with blonde wood and glass on each side. They enter through two large blonde wooden doors to the conference room.

CUT TO:

INT. CONFERENCE ROOM - DAY

The men in dark suits go in as if they owned the place. Ray, Mr. Darby and Robert Smith stand immediately. Adam remains seated. Mr. Darby is the only one near enough to attempt a hand shake, but when he offers his hand it is not taken. The men in dark suits sit down without wasting a movement and without acknowledging anyone. One of the men in a dark suit opens a briefcase. Ray has been trying to make introductions.

RAY

Ah... the Castigliane brothers. Let me introduce you around ... please ... sit down. (after they've already seated themselves) ... this is Mr. Darby whom you know and this is the director Adam Kesher and his manager Robert Smith

The Castigliane brothers do not acknowledge any of this, however, during the introductions the one with the briefcase removes a photo of a girl and sets it in front of Ray.

RAY (cont'd)

Ah... she's very pretty.

We see the photo of the girl - of a nice looking blonde - someone we've never seen before. Adam looks like he doesn't know what's going on and he's getting upset about not knowing. His manager, Robert Smith, is beginning to see the makings of a confrontation - he's starting to panic.

MR. DARBY

(referring to Castigliane brothers)
May I offer you gentlemen anything?

LUIGI CASTIGLIANE

Espresso.

VINCENZO CASTIGLIANE

Nothing.

ADAM

Uh what's the photo for?

MR. DARBY

(picking up phone and speaking)
One espresso ... no, that's it.
(sets phone down - addresses Castigliane brothers)
I think you're going to enjoy your espresso this time... I've been doing quite a bit of research knowing how hard you are to please... this one comes highly recommended.

ADAM

What's the photo for?

RAY

(to Adam)
A recommendation... a recommendation to
you Adam.

VINCENZO CASTIGLIANE
Not a recommendation.

LUIGI CASTIGLIANE
This is the girl.

ADAM
What girl? For what? What is this Ray?

Ray, still standing with a forced smile, turns to the
Castigliane brothers.

RAY
We'd be happy to put her in the pile for
considerations ... you'd be pleased to know
there's quite a lot of interest in this
role.

ADAM
Interest?! There's six of the top
actresses that want this thing.

LUIGI CASTIGLIANE
This is the girl.

ADAM
Ray...you better take care of this.

ROBERT SMITH
Hold on ... hold on, Adam.

ADAM
Hold on!!!!!!!!!! There's no way, there's
no way!!!

Luigi Castigliane's espresso is brought in by the man who had
been in earlier. The man sets the espresso down in front of
Luigi and takes a step back. The room becomes silent -
watching the Espresso Man and Luigi. Without looking up Luigi
speaks softly.

LUIGI CASTIGLIANE
Napkin.

ESPRESSO MAN
(leading forward to hear)
Pardon?

LUIGI CASTIGLIANE
Napkin.

ESPRESSO MAN
Of course. Excuse me.

The Espresso Man leaves the room. Luigi looks at the
espresso. Vincenzo stares at Adam.

Adam is doing his best to stare down Vincenzo. The Espresso
man returns with a cloth napkin and lays it down next to the

espresso.

ESPRESSO MAN (cont'd)
Will that be all, Sir?

Luigi doesn't answer and after a moment of standing very still waiting, the Espresso Man turns and leaves the room.

Adam is stared down by Vincenzo and averts his eyes to the espresso cup. He looks around at Ray and Mr. Darby - seeing them stare at the espresso cup.

Vincenzo keeps staring at Adam.

Luigi picks up the napkin and holds it in his left hand. With his right hand he lifts the espresso cup and places it above the napkin. He brings the cup and napkin to his mouth. He takes a sip of espresso. A small fleeting expression forms on Luigi's impassive face as if for one millisecond he is going to vomit. His mouth opens and he allows the espresso to fall and dribble onto the napkin. He pushes any remaining espresso in his mouth out with his tongue. He holds it in that position for a moment.

LUIGI CASTIGLIANE
Is shit!

Luigi Castigliane stands up.

RAY
I'm sorry. That was a highly recommended...

MR. DARBY
That's considered one of the finest espressos in the world, Sir.

Luigi just stands there. A small thread on his left suit jacket pocket catches his attention and he smooths it back into the fabric. Vincenzo closes his briefcase, takes out a handkerchief and cleans his nose - then stands, placing the handkerchief back in his pocket.

ADAM
Wait a minute!! What's going on here?

Vincenzo just stares toward Adam as if he's not even there.

ADAM
There's no way that girl is in my movie!

Silence.

LUIGI CASTIGLIANE
That is the girl.

The Castigliane brothers begin to leave. Adam stands up trembling with anger.

ADAM
Hey!!!!!! That girl is not in my film!!!

VINCENZO CASTIGLIANE

It is no longer your film.

Adam turns white and stands very still as this sinks in. The Castigliane brothers leave. As the big blonde wood doors close behind them Adam starts to boil.

ADAM

(screaming)

You'd better fix this, Ray!!!

RAY

I'll speak to someone.

ADAM

(turning to his manager)

And you'd better speak to someone too ... or find yourself another client!! This smells like a set-up to me!

(back to Ray)

And by the way, Ray, I don't know who these guys are kidding, but every foot of film I've shot is in a vault at the lab that only I can access. No one's getting that film!!

ROBERT SMITH

This is a catastrophe...

(turning toward Ray)

you told me they might insist on a girl, that's all.

ADAM

Why didn't you tell me, Robert? That's what I mean ... you set me up! I woulda never come here.

(standing)

I'm leaving. I'm a director you don't want to lose ... you guys better fix this!!

Adam storms out of the room.

RAY

(standing)

Well...I didn't know that was going to happen.

CUT TO:

EXTERIOR - OFFICE BUILDING - CENTURY CITY - DAY

Adam exits the building carrying his 7-iron. An attendant takes his valet parking ticket. While Adam, still fuming, waits for his car he notices the big limo standing off to one side. He stares at the car and the huge limo driver leaning up against the front driver's side door.

Adam's car arrives - a late model Porsche. Before Adam gets into his car he addresses the attendant.

ADAM

Did the Castigliane brothers get out of that limo?

ATTENDANT

They two guys in dark suits?

Adam nods and walks over to the limo. The limo driver eyes him and his 7-iron suspiciously.

ADAM

Castigliane brothers?

LIMO DRIVER

Beat it!

ADAM

O.K.

Adam raises his 7-iron and smashes out the limo's windshield. He whacks two big dents in the hood, then smashes out a headlight. The limo driver starts towards him. Adam laughs, runs to his car and takes off.

CUT TO:

INT. AUNT RUTH'S APARTMENT - LATER DAY

Betty is stretched out on the big leather couch in the living room. A half eaten sandwich and chips are on a plate on the coffee table next to her. She is talking on the phone.

BETTY

No Grandpa, you wouldn't believe it. It's more beautiful than I ever dreamed ... no she left me a lot of food. The refrigerator's full ... Aunt Ruthie said she'd call me when she got settled... it was real smooth. I sat next to a lady who gave up her first class seat to a boy with a broken leg. She was so nice to me. She invited me to her house sometime. It's in Bel Air which is a place where people have a lot of money... I will. Everybody's telling me to be careful, but I sure love it here Grandpa. Thank you for helping me get here ... yeah, it's long distance. I love you. Say hello to Grams. Give her a big kiss for me. Okay, I love you Grandpa ... bye.

Betty hangs up the phone, takes a big bite of her sandwich and lays flat out on the couch, chewing and smiling up at the ceiling. She suddenly remembers Rita and her promise to look in on her. She gets off the couch and goes into the bedroom.

CUT TO:

INT. BEDROOM - DAY

Rita is still asleep when she enters. She leans down and finds Rita breathing normally. She feels her forehead. Satisfied that all is well, Betty quietly leaves the bedroom.

CUT TO:

INT. - EXT. APARTMENT - DAY

Betty rinses her dishes in the kitchen sink and pours herself a cup of coffee. She takes the coffee outside to the courtyard - to a white metal table just outside her doorway. She sits down and stretches in the warm afternoon sun. Across the way she can hear a blues saxophonist practicing in one of the apartments. She drinks her coffee and listens to the music.

Some birds fly by overhead. She takes another sip of coffee. The blues music which was mellow and slow is now building in tempo and volume. The phone inside rings. Betty takes her coffee back into the living room, shutting the door behind her. She crosses to the leather couch and picks up the phone.

BETTY (cont'd)

Hello ... Aunt Ruth!! I can't tell you how happy I am. Your place is so fantastic! Yes ... Coco...what a character. I really like her... that's too bad...waiting in an airport must not be too fun. What's a mosquito plane? ... Oh I get it. How long does that take from Montreal? ... Well, you'll sleep good tonight ... Hudson Bay sounds beautiful ...oh well, I hope you packed your coat. (laughs). You mean the audition...Wally Brown... she didn't mention it but he'll fax the dialogue to Coco? Suddenly I'm so nervous ... okay Aunt Ruth... I'll try. I'll study those lines until I know them inside out. Yes, either right here on this fabulous leather couch or I'll take them with a coffee in the courtyard like a regular movie star. (laughs). Oh! I got a real shock to find your friend Rita here. She was in the shower and I opened the door ... Rita ... what do you mean? She was in an accident ... your friend Rita. No, Coco unlocked the door. No, she didn't see her. She's sleeping. No... she's very nice. I'm sure there's some explanation, Aunt Ruth... I don't think we have to do that. Please don't worry. I'll take care of it. No, I'll let you know. Where can I ... okay I'll get it from Coco.
No, please don't worry... thank you so much for letting me stay here. You've made me so happy... thank you, thank you. Please don't worry... Aunt Ruth we don't need the police. I'll call you when you get to Hudson Bay. Please...
please ... Goodbye Aunt Ruth.

Betty slowly and quietly hangs up the phone. She sits for a moment listening. Silently she stands and moves toward the bedroom. As she approaches the bedroom door she stops at something she sees. Rita is sitting on the edge of the bed crying quietly. Betty goes into the bedroom. Rita looks up at her with desperation.

BETTY (cont'd)
You're awake... I think I misunderstood
you. I thought you knew my Aunt and
that's why you were here. I just talked
to my Aunt on the phone and she wants me
to call the police.

Rita starts crying harder, bows down, covering her face with
her hands.

BETTY (cont'd)
Rita?

RITA
(crying harder)
I'm... sorry. I ...

Betty's heart softens.

BETTY
What is it Rita?

RITA
(still sobbing)
I'm...I'm... oh no... I thought when I woke
up... I thought sleep would do it ...

Betty kneels down in front of her.

BETTY
What's wrong?

RITA
(crying)
I don't know who I am.

BETTY
What do you mean? You're Rita.

RITA
(crying)
I'm not. I don't know what my name is.
I don't know who I am!!

Betty looks down at the purse next to Rita's dress. She picks
it up and hands it to Rita.

BETTY
This is your purse. Your name must be in
your purse.

Rita takes the purse with sudden trepidation. She hesitates.
Something is worrying her. She looks at Betty for help.

BETTY (cont'd)
You want to know don't you?

RITA
I ... yes, but ... I ...

BETTY

Open it!

Rita slowly unzips the purse. The pressure of its contents force the mouth of the purse to widen as the zipper opens and then there is suddenly revealed what will later be known to be \$125,000.00 cash in hundred dollar bills.

Both Rita and Betty almost stop breathing. They look at each other, then back to the money.

Rita takes the massive wad of bills out of the purse and sets it on the bed. She reaches back inside and comes up with the only other remaining item in the purse ... A BLUE KEY. Betty sees Rita's expression change to a kind of horror.
(note: This blue key is made of very fine heavy metal and does not look like a door key.)

CUT TO:

INTERIOR - OFFICE BUILDING - DAY

Ray crosses a carpeted closed area. He mounts a flight of stairs. At the top of the stairs there's a plain blonde wood door. Ray punches in a code on a security panel next to it. The door opens automatically. Ray passes through and goes down a narrow hall. At the end of the hall there is a small elevator. Again Ray punches in a code. The elevator opens and Ray goes in. The elevator door closes, but the elevator does not move. Ray waits. Finally, a woman's voice comes through a speaker.

WOMAN'S VOICE

Who is it please?

RAY

Raymond Harris ... 20743.

The elevator begins to move up. When it stops, the door opens and Ray walks into a windowless reception area where a beautiful Italian woman sits behind a large, blonde, modern, built-in desk.

RECEPTIONIST

(very quietly)

You may go right in, Ray.

Ray crosses to a blonde wood double door and waits. The receptionist pushes a button behind her desk - chimes sound as the double doors open to an enormous office with no windows. Heavy rich brown curtains line the walls.

Ray enters and the doors close behind him. Ray takes a few steps forward, then stops. There is a solid glass wall that we now notice running the width of the office. Cut into the glass wall is a small speaker microphone apparatus. Beyond the glass off in the center of the room is a man sitting in a very plain, blonde, wood, modern, yet not motorized, wheelchair. The man is paralyzed except for his right hand and head. His head appears small in relation to the size of his body. His suit is immaculate and one of the finest we've ever seen. His manservant stands in the shadows behind him.

RAY

Good afternoon Mr. Roque. (pronounced Rowk).

Mr. Roque stares at Ray silently.

RAY (cont'd)
Do you want him replaced?

Mr. Roque continues to stare.

RAY
I know they said...

MR. ROQUE
Then?

RAY
Then... I guess it's so alright, but that means we should ...

MR. ROQUE
Yes?

RAY
Shut everything down ... Is that something that...do you want us to shut everything down?

Silence. Ray doesn't know what to do. He struggles to interpret Mr. Roque's silence. He waits. Mr. Roque does nothing but stare.

RAY (cont'd)
Then we'll shut everything down.

Silence.

Ray turns. The doors open as he approaches them and he leaves the room. The doors close.

CUT TO:

EXTERIOR - OFFICE BUILDING - CENTURY CITY

Vincenzo and Luigi are staring silently and without expression at the broken windshield of the limousine. The limousine driver suddenly starts signaling to a car entering the driveway to the building. He turns to the Castigliane brothers.

LIMO DRIVER
The other car is here sirs. Please allow me.

The limo driver opens the rear door of the new limo, then hurries around and opens the other rear door. The new driver gets out of the car.

LIMO DRIVER (cont'd)
Here's the key to the car. Take it straight to the garage. They're waiting for you.

The limo driver closes both back doors after the Castigliane brothers are seated within. He then gets in himself and maneuvers the big limo out into traffic.

CUT TO:

PINK'S CHILI DOGS - DAY

Two guys, JOE (the guy who killed Ed in the sixth floor office) and BILLY another unkept, rocker type delivery man are standing waiting for their chili dogs with a girl, LANEY, who could be very good looking but she seems to be in poor health. Her hair is long and stringy. She's wearing a tight, short sleeve blue sweater, black jeans and boots.

BILLY

Yeah, sure. Look what happened to them.

JOE

No, no, no, I told you. They're fine. They're all real happy.

BILLY

My next delivery is up that way, so I'll be getting down to it real soon.

JOE

You're so easy.

BILLY

Gotta keep an eye on her, that's all.

JOE

Yeah, what for?

BILLY

Keep her from gettin' in trouble, that's all.

The chili dogs arrive and they pay for them.

BILLY (cont'd)

Can we eat in the van?

JOE

What's the matter now?

BILLY

Nothing... I don't like being out in the open like this.

JOE

It must be just so pathetic being you. Sure Billy, grab your dog we'll eat in the van.

The three make their way to the van. Joe looks over at Laney.

JOE (cont'd)

You sure you don't want anything?

LANEY
(hesitantly)
Not here...no thanks.

JOE
Not a coke or anything?

LANEY
No ... thanks though... I'll take a
cigarette if you have one.

JOE
Sure, reach in my shirt pocket there.

As Laney is getting her cigarette and lighting it..

JOE (cont'd)
Any new girls on the street these days?

LANEY
(taking her first big drag)
No. I haven't seen any.

JOE
A brunette? ... maybe beat up?

LANEY
No...

JOE
You'll keep your eyes open for me won't
you baby?

LANEY
Sure.

Joe spansks her butt as she gets in the van.

JOE
You bet you will.

CUT TO:

INT. MR. ROQUE'S OFFICE - DAY

Mr. Roque, in his wheelchair is still in the center of the huge softly lit, windowless office. His manservant standing silently behind him. The small built-in wheelchair phone rings. Mr. Roque pushes a button on a small intricate remote device he holds in his right hand. A slender streamlined microphone rises from the arm of the chair.

MR. ROQUE
Yes?

He listens through a high-tech earplant which we now see.

MR. ROQUE (cont'd)
Thank you.

He pushes two buttons, one after another on the remote device. We hear a small click, a dial tone, a number being dialed, and a phone ringing.

CUT TO:

INT. DARK ELEGANT ROOM - SOMEWHERE - SIMULTANEOUS

We see the back of a man's head and just over his shoulder we see the top of the phone which is ringing. The man picks up the phone and brings the receiver to his ear.

THE MAN

Hello.

CUT TO:

INT. MR. ROQUE'S OFFICE - SIMULTANEOUS

MR. ROQUE

She's still missing.

We hear a small click and the line goes dead. Mr. Roque pushes a button and the microphone descends back into the chair.

CUT TO:

INT. DARK ELEGANT ROOM - SOMEWHERE

Again we see the back of the man's head. He's dialing a new number. -He brings the receiver to his ear. We hear a phone ringing - we hear a click- the phone being answered.

CUT TO:

INT. FILTHY LOW CLASS KITCHEN - SOMEWHERE - SIMULTANEOUS

We see only a black rotary wall phone and a portion of a greasy filthy kitchen - The receiver has already been lifted off the phone and we see only the cord extending to someone off screen.

HAIRY-ARMED MAN

(off screen)

Talk to me...

CUT TO:

INT. DARK ELEGANT ROOM - SOMEWHERE

Again we see only the back of the man's head.

THE MAN

Same.

CUT TO:

INT. FILTHY LOW CLASS KITCHEN - SOMEWHERE - SIMULTANEOUS

A man's hairy-arm enters frame and the receiver is placed back on the phone, then immediately picked back up and with the receiver held in the hand the hairy man dials a new number. Part way through the dialing...

CUT TO:

INT. A BLUE TABLE - SOMEWHERE - SIMULTANEOUS

The surface of this table is high gloss ultra smooth material. A very modern phone sits on this table and begins to ring softly. A hand enters frame - a woman's hand. The skin is pale white, almost translucent. The fingers are long and seem slightly too large. At the ends of the fingers and thumb are stretched tapered high gloss red fingernails which slightly curve downward. The forefinger of the hand presses a button on the phone. A small tone sounds - followed by a very modern sounding coded signal.

FADE OUT:

INT. - AUNT RUTH'S APARTMENT - day

We pull back from Rita's face until we see that Betty and Rita are sitting on the leather couch about four feet apart staring at the floor. They just sit this way for awhile.

BETTY

Well... what do you think about then? I mean... well what do you think about?

RITA

What do you mean?

BETTY

Well ... if you don't remember anything, I mean what goes through your mind then if you don't remember anything?

RITA

Nothing. I do remember the car crash... I told you... I remember the glass ... I think about that sometimes ... I remember walking here, sort of. Now I remember this place and you. That's about it.

BETTY

How do you remember how to talk?

RITA

I don't know.

BETTY

You don't remember anything else?

RITA

No

(she covers her eyes with her hands)

There is something...something there I can't tell... I can't describe it.

(struggling to figure it out - to express it)

There are things there.... but I'm... here.

Betty thinks about what Rita has said. Somehow it seems to make sense to her.

BETTY

The money. You don't know where it came from?

RITA

Unh, unh.

BETTY

When you think about them... the money... the key ... does it make you remember anything?

Silence.

RITA

The money... I don't know about the money... the key... it makes me feel ... afraid.

CUT TO:

BEVERLY HILLS CITY STREETS - DAY

A car - a late model generic sedan is moving toward us. Two men dressed in suits and wearing dark glasses are driving slowly. As they go each man is scanning sidewalks, buildings, passing cars as if hunting for someone. They pass by us and as we turn we leave them and pick-up Adam driving in the opposite direction in the other lane. We stay with Adam.

Adam drives his Porsche up a palm lined street.

ADAM

Office...

The voice activated phone connects the line to Adam's office. A secretary answers.

SECRETARY

Adam Kesher's office.

ADAM

It's me. Where's Cynthia?

SECRETARY

She's on the set. I'll connect you Mr. Kesher.

Another ringing sound, then a voice.

VOICE

Stage One.

SECRETARY

Paul, I have Mr. Kesher for Cynthia.

PAUL

Right baby, all Hell's broke loose down here. I'll try to find her.

Adam listens to dead silence for a moment or two then Cynthia speaks.

CYNTHIA
Adam, where are you?

ADAM
What's going on, Cynthia?

CYNTHIA
They've closed the set. They sent
everybody home.

ADAM
What did you say?

CYNTHIA
They fired everyone.

ADAM
Who fired everyone?

CYNTHIA
(starting to cry)
Ray did ... and then they closed the
set.... everybody's gone. You'd better
get down here Adam!

ADAM
No.

CYNTHIA
You've got to talk to Ray you've got to
fix this.

ADAM
I'm going home.

CYNTHIA
Home! Meet me at the office. We've got
to do something ... you've got to do
something Adam!

ADAM
I'm going home Cynthia.

CYNTHIA
Adam, this isn't like you. Please come
to the office. There must be something
we can do.

ADAM
I'm going home. I'll call you later.

CUT TO:

EXT. - 1612 HAVENHURST - DAY

ESTABLISH

CUT TO:

INT . AUNT RUTH'S APARTMENT - DAY

The girls are still sitting on the leather couch as before,
but now silently off in their own worlds. After a moment...

BETTY

I wonder where you were going.

Betty's question hangs in the air. Slowly we move close to Rita who is on the verge of remembering something.

Suddenly -

RITA

Mulholland Drive.

BETTY

Mulholland Drive?

RITA

That's where I was going... Mulholland Drive.

BETTY

Maybe that's where the accident was. There must be a police report. We could call.

RITA

No.... I don't...

BETTY

We could call anonymously from a pay phone... just to see if there was an accident.

Rita sits worrying.

BETTY (cont'd)

Come on. It'll be just like in the movies. We'll pretend to be someone else. I want to walk around anyway. I'm in Hollywood and I haven't even seen any of it. Come on Rita. Do you feel up to it?

RITA

Okay... but just...just to see.

BETTY

Just to see if there was an accident on Mulholland Drive.

RITA

(tentatively)

Okay.

BETTY

Come on... let's find you something to wear.

CUT TO:

AUNT RUTH'S BEDROOM - DAY

Betty laughs as she holds one of Ruth's dresses in front of Rita.

BETTY

It's terrible ... My Aunt dresses like Miss Marple.

(off a blank stare from Rita)
She's kind of a frumpy woman detective in British movies.

Rita laughs along with Betty. Betty goes back in the closet.

BETTY (cont'd)

Here's something okay.

She brings out a pair of khaki pants.

BETTY (cont'd)

Try these on. You can wear one of my T-shirts with it and it won't look bad with those sandals.

CUT TO:

EXT. ADAM'S HOUSE - BEL AIR

Adam pulls into his driveway, but is blocked from entering the garage by a poolman's truck. He gets out of the car and looks at the truck - sees the insignia on the door which is a blue square with the word "Gene" above and the word "Clean" below. Adam hears steps behind him and turns. A JAPANESE GARDENER is coming toward him smiling and bowing.

JAPANESE GARDENER

Ah, Mister ... you remember me. I am Taka. your gardener. For long time I not see you. I pleased to see you.

Taka reaches out his hand and Adam shakes it.

ADAM

Hello Taka. It's 'cause I'm never home in the day time. It's good to see you again. The garden looks great.

Taka bows, smiling and nodding, and goes back to work. Adam heads toward the front door of his house.

CUT TO:

INT. - ADAM'S HOUSE - DAY

Adam enters, puts his 7-iron in his golf bag just inside the door, then looks around. He can see the pool through a wall of plate glass windows, but there is no one visible poolside.

ADAM

(calling out)
Lorraine...
(then louder)
Lorraine ... you home?

He hears a noise, something falling. He walks in the direction of the noise. It leads him to his bedroom. His expression darkens as he approaches the closed door. He hears voices as he throws the door open.

LORRAINE and the poolman GENE are in bed.

LORRAINE
Now, you've done it!

GENE
Just forget you ever saw it. It's better
that way.

LORRAINE
What the hell are you even doing here?

Adam stands stunned for a moment. Then finds himself walking over to the dresser and opening the top drawer. He removes a large case.

LORRAINE (cont'd)
What are you doing?

Adam starts walking out of the bedroom with the case.

LORRAINE (cont'd)
THAT'S MY JEWELRY!!!

Adam leaves the bedroom and starts through the house. He goes into the kitchen and looks around - numb but trying to think.

CUT TO:

INT. ADAM AND LORRAINE'S BEDROOM - DAY

Lorraine is getting dressed as fast as she can.

LORRAINE
That bastard!

GENE
He's probably upset Lorraine.

CUT TO:

INT. ADAM'S KITCHEN - DAY

Adam leaves the kitchen and goes out into the garage. He turns on the light and looks around. He spots some paint cans on a shelf and grabs one and goes back into the kitchen. He can hear Lorraine calling his name. She seems to be coming closer. He sets the jewelry case and the paint can on the floor, kneels down and opens the paint can with his car key. Just as Lorraine enters the kitchen, he opens the jewelry box and empties the 3/4 full gallon can of Hot Pink paint into her jewelry case.

LORRAINE
WHAT.. ARE ... YOU ... DOING!!!!???

He puts his hands into the paint and jewels and smushes them about. Lorraine rushes toward him.

LORRAINE (cont'd)
STOP IT!!!

Lorraine grabs hold of him. Starts pulling his hair, slapping his face. She tears his jacket. Adam stands all at once and with his wet Hot Pink hands he pushes Lorraine and slams her into the kitchen counter just as Gene the poolman enters. Gene grabs ahold of Adam, cocks back and slams his huge suntanned fist into Adam's face.

GENE

That's not a way to treat your wife,
buddy. I don't care what she's done.

Adam gets up off the floor bleeding from the nose and tries to hit Gene. Gene blocks his punch and slams Adam again, knocking him down to the kitchen floor where he lands and spills the jewelry case. Adam, now covered with paint, is picked up by Gene and thrown out toward the front door.

LORRAINE

Throw him out!

Lorraine opens the front door while Gene picks Adam up, moves him across the carpet and heaves him out onto the front lawn. Lorraine slams the door behind him.

Adam picks himself up, severely dazed and bleeding pretty badly, he heads for his car.

Taka stops gardening and smiles and bows at Adam as he gets into his car.

Adam drives away - pink paint and red blood all over.

CUT TO:

INT. AUNT RUTH'S BEDROOM - DAY

Rita is now dressed to go out and is studying herself in a mirror. She turns and her gaze falls to her purse. She picks it up and looks questioningly at Betty.

BETTY (cont'd)

No ... you shouldn't take that. Let's hide
it.

They look around the room... There's a hatbox in the closet above the clothes rack. Betty brings it down, takes out the hat, and Rita puts the purse inside. Betty puts the hat over the purse in the hatbox and puts in back in the closet. Betty puts out her hand. Rita looks at it for a moment, smiles, and they shake.

CUT TO:

EXT. APARTMENT COURTYARD - DAY

All dressed now Betty and Rita leave Aunt Ruth's apartment and walk across the courtyard past Coco's apartment and out through the iron gates. No one is about.

CUT TO:

EXT. HOLLYWOOD RESIDENTIAL STREET - DAY

Betty and Rita walk along. Birds are chirping in the trees which line both sides of the street. Betty is smiling and once again looking around at everything. Her good mood and excitement about life lifts Rita's spirits.

Coming toward them on the sidewalk are two people - a middle-aged woman and a young boy around 10 years old. The boy is very thin and something is wrong with him as he is walking awkwardly on crutches. As the two groups pass each other on the sidewalk Betty is struck deeply by the boy's brilliant, luminous blue eyes which are at once innocent and filled with wisdom.

After they pass each other Betty turns back and sees the boy and the woman enter 1612 Havenhurst. Betty and Rita continue up the street.

CUT TO:

EXT. SUNSET BOULEVARD - DAY

The girls walk along the busy boulevard, past guitar shops, video stores. Betty is looking for a payphone. Rita's eyes dart back and forth nervously. She's beginning to feel frightened.

CUT TO:

PAYPHONE ON RED BRICK WALL - DAY

We see the red brick building. It is Denny's. Betty and Rita are walking to the payphone. Betty digs out some change from her purse. She picks up the receiver, drops in a quarter and dials the "0" for Operator. An Operator answers.

BETTY
Hollywood Police Department please.

OPERATOR
Is this an emergency?

BETTY
No, no, I just want the number.

OPERATOR
Hold for the number.

Betty gets the number for the Hollywood Police Station, re-deposits the quarter and dials.

VOICE
Hollywood Police Department

BETTY
I'm inquiring about an accident that happened last night on Mulholland Drive.

VOICE
Hold please. I'll connect you to traffic.

Betty holds.

SERGEANT BAXTER
Traffic. Sergeant Baxter speaking.

BETTY
Hi. I'm inquiring ...well, I heard a sound last night that sounded like a car crash and I want to know if there was an accident on Mulholland Drive.

SERGEANT BAXTER
Yes, there was.

BETTY
Can you tell me what happened?

SERGEANT BAXTER
No. I can't.

BETTY
Was anyone hurt?

SERGEANT BAXTER
May I have your name please?

Betty hangs up. She turns to Rita smiling like a girl who's done something bad and gotten away with it.

BETTY
There was an accident. He wouldn't tell me anything else, but that was your accident Rita. I just know it was. Maybe there's something about it in the papers. Come on I'll buy you a cup of coffee and we can see.

Betty and Rita enter Denny's.

CUT TO:

INT.- DENNY'S - DAY

Rita and Betty are seated next to the table where Dan and Herb sat earlier in the day. They both have a cup of coffee in front of them. Betty has a newspaper open and she is scanning the last pages.

BETTY (cont'd)
Maybe it happened so late it's not going to be in today's paper.

RITA
There's nothing?

BETTY
Not that I can see.

The same waitress - Diane, comes up to the girl's table and freshens up their coffee. Betty looks up and smiles, sees Diane's nameplate.

BETTY (cont'd)

Thank you ... Diane.

Rita shoots a look from Betty to Diane to the nameplate.

CUT TO:

close-up nameplate

The word "DIANE" is huge from Rita's POV.

CUT TO:

Back to scene

Diane finishes pouring Rita's cup and smiles at Betty.

DIANE

You're welcome. Will that be all? You want your check?

BETTY

Just the coffee. Rita, you want something?

RITA

(still staring at the nameplate
- thinking)
No. Just the coffee.

BETTY

We'll take our check.

Diane searches through her many checks to find Betty and Rita's.

The manager of Denny's, standing with a woman in a blue dress, calls Diane's name. Diane turns and looks to the manager and the woman. A fleeting fear goes through her eyes. She surreptitiously reaches in her pocket and takes out a Mont Blanc fountain pen which she puts under Betty's check as she places it on their table. She does this very quickly but Betty notices this and Diane notices Betty noticing. Diane walks quickly over to the manager and the woman in the blue dress. Betty turns and watches a heated conversation that she can't hear, but she sees the woman in the blue dress searching her purse and shrugging and then leaving.

The manager says something to Diane and Diane turns her pockets inside out and pats herself down in front of the manager showing him her innocence. He waves her off and she goes behind the counter to retrieve an order of food. Betty stops watching and turns her attention to Rita, who is tense and lost in a thought.

BETTY (cont'd)

What is it Rita?

RITA

(without moving a muscle)
Shhhh.

At that moment Diane the waitress reappears at their table.

Diane looks Betty in the eye and while looking at Betty her left hand slides the Mont Blanc out from under the check and back into her pocket.

DIANE
Thank you. Come in again.

Betty holds her gaze.

BETTY
You're welcome. We will.

Relieved Diane leaves and goes about her business. Betty looks over at Rita waiting for her to tell her something. Rita slowly turns and focuses on Betty.

RITA
I remember something... I remember something!

CUT TO:

EXT. - HAVENHURST - DAY

Betty and Rita are walking back to the apartment. We see them from a distance. They are talking and gesturing in an excited and animated way. Just after they enter through the iron gates of 1612 Havenhurst and are out of sight we notice a car moving slowly up Havenhurst toward us. We notice two men in the front seat who seem to be looking around for something.

CUT TO:

INT. - AUNT RUTH'S APARTMENT - DAY

The door slams shut. Rita grabs Betty's shoulders.

RITA
Diane Selwyn. Maybe it's my name.

CUT TO:

AUNT RUTH'S APARTMENT - MOMENTS LATER

Betty and Rita are sitting next to each other on the leather couch. Betty is rifling through the phone book. She finds the listings for Selwyn. Her finger drifts down and finds D. Selwyn followed by an address and phone number. It is the only Selwyn with a D. first name. She hands the phone to Rita.

BETTY
Strange to be calling yourself.

RITA
Maybe it's not me.

BETTY
Call the number.

Betty reads the number off and Rita pushes the corresponding buttons. Each tone seems to be louder than the last. The

ringing seems deafening. There's a click and the phone is answered - by a machine. A woman's voice is heard - loudly.

WOMAN'S VOICE
(coming from answering machine)
Hi ... this is me. Leave me a message.

Betty now has her ear pressed up against the phone also - straining to hear everything. The machine starts recording. Betty hangs up the phone immediately.

RITA
It's not my voice ... but I know her.

BETTY
Maybe the voice isn't Diane Selwyn.
Maybe that's your roommate or if it is
Diane Selwyn she can tell you who you
are.

RITA
Maybe...maybe ... maybe.

CUT TO:

EXT. - ADAM'S HOUSE - AFTERNOON

Taka is bowing and smiling and nodding to someone we don't see.

TAKA'S POV - A man, KENNY, in a sharp black suit is walking down the driveway past Gene the Poolman's truck to the front door of Adam's house. Parked at the street is a big limo with Vincenzo and Luigi Castigliane sitting in the back.

Kenny knocks on Adam's front door. Lorraine answers. Lorraine's hands are covered with pink paint. Pink paint is on her face and clothes.

KENNY
Adam Kesher...he...

LORRAINE
Yeah, right ... get lost!

She slams the door, but Kenny's foot stops it and pushes it back with a force that shakes the wall as the door slams open once again. Kenny enters the house.

KENNY
This is Adam Kesher's house. Where...

LORRAINE
Like hell it is! Get out ... NOW!!!

Gene comes out of the kitchen fast, his hands covered with pink paint.

GENE
I guess you don't understand English.
She asked to leave. Here's the door.

Gene grabs hold of Kenny and starts to push him out the door. Kenny rabbit punches Gene in the nose with lightning speed -

his fist like a sledgehammer. Gene goes down. Lorraine shrieks and leaps on Kenny. Her long fingernails going for his eyes. Kenny slaps Lorraine hard. The shriek stops instantly and she falls out cold on the carpet. Gene is back up and going for Kenny. Kenny gets three punches in on Gene's head before Gene hits the ground unconscious. Kenny rubs some pink paint off his hands and tries to get a pink stain off his jacket. He begins walking around the house calling out for Adam. He sees nothing and hears nothing. He goes back to the front door and sees Adam's golf clubs sitting there. Kenny begins snapping the shaft of each club. As he snaps each club we see Lorraine and Gene remain out cold on the floor.

And in the kitchen we see that the tap is on and the sink water is now overflowing from the sink and jewelry box - spilling out onto the kitchen floor. Finishing his work with the vintage golf clubs - Kenny leaves.

CUT TO:

EXT. - ADAM'S HOUSE - AFTERNOON

Kenny jumps into the front seat of the limo. Vincenzo and Luigi nod to the driver and they take off.

Taka hoes some weeds beneath a Jacaranda.

CUT TO:

L.A. AERIAL SHOT HIGH ANGLE - NIGHT

Night descends on Los Angeles. Millions of lights down below twinkle like stars.

CUT TO:

EXT. 1612 HAVENHURST - NIGHT

We see the courtyard at night. Some of the apartment windows have dim, warm lights. Most all is in darkness. The only sound is the water flowing in the fountain with muted distant traffic. Far away a siren wails softly.

CUT TO:

INT. AUNT RUTH'S APARTMENT - NIGHT

Betty and Rita are on their hands and knees around the coffee table. A map of L.A. is unfolded and Betty is running her finger along a street. Her finger stops.

BETTY

It's right about here on Sierra Bonita.
That's not too far away.

CUT TO:

EXT. COURTYARD - SIMULTANEOUS

An older, beautiful woman - drunk, is walking slowly - strangely toward the door of Aunt Ruth's apartment.

CUT TO:

INT. AUNT RUTH'S APARTMENT - NIGHT - SIMULTANEOUS

BETTY

What's wrong with that?

RITA

I'm not sure about this.

BETTY

I know you're afraid of something. We'll be careful. Tomorrow we'll go over there and we'll find out.

CUT TO:

EXT. 1612 HAVENHURST COURTYARD - NIGHT

The woman moves up to the door we see her face. Her eyes have the eerie look of one possessed. She knocks mechanically on the door.

CUT TO:

INT. AUNT RUTH'S APARTMENT

Betty and Rita both turn with alarm. Betty gets up, stares at the door, then at Rita. Rita waits, not knowing what to do.

BETTY

It'll be okay.

Betty opens the door. Betty finds the face of the actress, LOUISE BONNER, staring questioningly at her.

BETTY (cont'd)

Yes? May I help you?

LOUISE

Where is Ruth?

BETTY

Ruth's gone on a film. I'm her niece Betty. Who are you?

LOUISE

Someone is in trouble. Who are you? Why are you in Ruth's apartment?

BETTY

I'm her niece. She's letting me stay here. My name is Betty.

LOUISE

No it isn't. That's not it. That's not what she said. Something bad's happening. Where's Ruth?

BETTY

I'm sorry, but I don't know who you are

and I'm...

COCO

Louise... what're are you doing Louise?

Louise turns and sees Coco approaching across the courtyard.

LOUISE

Where have you been Coco? God, I've been trying to find you all afternoon since 3:00 o'clock. That one is in my room and she won't leave. I want you to get her out. I want you to get her out now.

Coco comes up and grabs hold of Louise. She turns over to Betty.

COCO

This is Louise Bonner. I'm sure she meant well.

(looking over to Louise)

This is Betty, Ruth's niece. In fact and fortunately I was just coming to see Betty. Betty's a young actress and I'm delivering faxed pages of a scene for her audition tomorrow. Here they are honey. Now come along Louise and I'll take you home.

(back to Betty)

Sorry about this. Sometimes it happens.

LOUISE

No, she said it was someone else in trouble.

COCO

Stop it, Louise. Let's get you home ... goodnight Betty.

Coco takes Louise back through the darkness of the courtyard. Betty closes the door and turns.

BETTY

Whoa!

She catches Rita's look. Rita is staring at her, horrified.

CUT TO:

EXT. BEVERLY HILLS HOTEL - NIGHT

Establish

INT. BEVERLY HILLS HOTEL - CORRIDOR OUTSIDE ROOM 214

A Hotel Manager is walking toward the door of room 214. He knocks softly on the door. The door opens and Adam Keshner is standing there - still beaten looking with remnants of pink paint.

ADAM

Yes...what is it?

HOTEL MANAGER

I'm sorry Mr. Keshner, but there seems to be some problem concerning your credit card.

ADAM

... What??

HOTEL MANAGER

The fact is Mr. Keshner a representative of your bank called us.

ADAM

How... how'd they know I was here?

HOTEL MANAGER

I don't know. All we do is take an impression of the credit card and until you check out it just sits in our files.

ADAM

So, what did they say?

HOTEL MANAGER

Well, Sir, I'm afraid they said you're overdrawn at your bank and your line of credit has been cancelled.

ADAM

Unbelievable. Look... here.

(Adam taking out his wallet.)

I don't know what's going on.

That's so much baloney. I've got enough cash for one night, okay?

HOTEL MANAGER

That's fine, Mr. Keshner. You can pay cash when you check out. I'm sorry. it was my duty to inform you.

ADAM

Fine. I'll check out in the morning.

HOTEL MANAGER

Have a good evening, Mr. Keshner.

The Hotel Manager turns to leave and Adam closes the door.

CUT TO:

INT. ROOM 214 - NIGHT

Adam crosses the room to the phone and dials a number. The phone is answered.

ADAM

Someone's shut off my money!

CYNTHIA

I know. Where are you Adam?

ADAM

What do you mean "you know"?

CYNTHIA

Someone called me. When they couldn't get you they told me you were as good as broke. I didn't believe then, so I made some calls.

ADAM

And?

CYNTHIA

You're broke!

ADAM

But I'm not broke.

CYNTHIA

I know, but you're broke. Where are you?

ADAM

Beverly Hills Hotel. I've got enough cash in my pocket for one night.

CYNTHIA

Do you know somebody called the The Cowboy?

ADAM

The Cowboy??

CYNTHIA

Yeah, the Cowboy. This guy, the Cowboy, wants to see you. Jason said he thought it would be a good idea.

ADAM

Oh, Jason thought it would be a good idea for me to meet the Cowboy. Should I wear my ten gallon hat and my six shooters?

CYNTHIA

Something tells me this guy is connected with what's happening, Adam, and I think you should do it and I think you should do it right away.

ADAM

Cynthia...what's going on?

CYNTHIA

It's been a very strange day.

ADAM

And getting stranger. Where do I meet this Cowboy? I mean do I have to ride out to the range?

CYNTHIA

Sort of, funny boy. If I tell him the meeting's on you're to go to the top of Beachwood Canyon. There's a corral up there where he'll be.

ADAM

You gotta be kidding?

CYNTHIA
Will you meet with him?

ADAM
Yeah, sure. It is that kind of a day.
When?

CYNTHIA
I'll call him, then call you back...If
you want you could stay at my place.

ADAM
Cynthia... that would not be a good idea.

CYNTHIA
I'm just offering a place to stay.

ADAM
I understand, Cynthia and thank you for
the offer. I'll find a place. Now go
ahead and give the Cowboy a yodel and get
back to me.

CYNTHIA
Okay, but you don't know what you're
missing.

ADAM
Git along little dowie and call me back.

Adam hangs up and seems to sag, cupping his forehead and eyes
with his hand.

CUT TO:

EXT. BEACHWOOD CANYON - NIGHT

Adam, in his Porsche, makes his way up the canyon.

INT. PORSCHE

Adam feeling like a fool drives up the dark, winding canyon
road. As he nears the top of the canyon the residential area
gives way to desert brush. The road winds steeply up to a
dark dead end where an old barn and stable sit. Adam parks in
a little dirt lot and walk up past the barn to the corral.
His eyes grow accustomed to the dark and he looks about. No
one is around. There's only a light wind and a few twinkling
stars in the sky above. Suddenly some bare bulbs hanging from
the corral gate flare up. Adam hears a noise in the
brightness and turns. There walking toward him into the light
is the Cowboy - dressed in clean blue denim jeans, well-oiled
unscuffed, beautifully engraved cowboy boots, a red
embroidered ivory buttoned cowboy shirt complete with string
tie. Atop the Cowboy's head is a 10 X white Stetson. The
Cowboy is smiling warmly as he approaches. He stops in front
of Adam and begins to speak with a true, slow Western drawl.

COWBOY
Howdy!

ADAM

Howdy to you.

COWBOY

Beautiful night.

ADAM

Yeah.

COWBOY

Sure want to thank ya for drivin' all the way up to see me from that Beverly Hills Hotel.

ADAM

No problem. What's on your mind?

COWBOY

Well now, here's a man who wants to get right to it. Kinda anxious to get to it are ya?

ADAM

Whatever.

COWBOY

A man's attitude ... a man's attitude goes some ways toward how a man's life will be. Is that somethin' you agree with?

ADAM

Sure.

COWBOY

Now... did you answer cause you thought that's what I wanted to hear or did you think about what I said and answer cause you truly believe that to be right?

ADAM

I agree with what you said...truly.

COWBOY

What did I say?

ADAM

That a man's attitude determines to a large extent how his life will be.

COWBOY

So since you agree I guess you could be a person who does not care about the good life.

ADAM

How's that?

COWBOY

Well, just stop for a little second and think about it. Will ya do that for me?

ADAM

Okay, I'm thinking.

COWBOY

No. You're too busy being a smart aleck to be thinkin'. Now I want ya to think and quit bein' such a smart aleck. Can ya do that for me?

ADAM

Look ... where's this going? What do you want me to do?

COWBOY

There's sometimes a buggy. How many drivers does a buggy have?

ADAM

One.

COWBOY

So let's just say I'm drivin' this buggy and you fix your attitude and you can ride along with me.

ADAM

Okay.

COWBOY

Now I know a few things. I know you have had a rough day. You're probably thinkin' I don't know the half of it, but in actual fact I know every part of it. The business of gittin' thrown off your movie, the heartache of seeing your wife with another man... losin' access to that precious film vault...

Adam suddenly looks stunned, unsure.

COWBOY (cont'd)

... realizin' you don't have hardly a nickel to your name and then add on to that the sickenin' feeling some men are gonna catch you and hurt you bad for bustin' their vehicle. Some days are like that. They are rough, but what will tomorrow bring? Will it be better than today? The same ... or worse? A lot of that is up to us individually. Up to us and our attitude. When the Castigliane brothers said "This is no longer your film," they meant it, but they didn't mean you were not going to direct it. I want you to go back to work tomorrow. You were re-casting the lead actress anyway ... audition many girls for the part. When you see the girl that was shown to you earlier today, you will say " This is the girl." The rest of the cast can stay- that is up to you, but that lead girl is not up to you. Now, you will see me one more time if you do good. You will see me two more times if you do bad. Good night.

The Cowboy turns and walks until he is engulfed in darkness. Through the darkness Adam hears the sound of a car door opening and closing, then another opening and closing and then the sound of the car driving away. Adam walks up in the direction the Cowboy took, but he sees no sign of a car nor any dust nor any road. He goes back down past the barn and stables to his car. There standing by his Porsche is the Cowboy.

COWBOY (cont'd)

You thinkin' this'll work out, cause I was thinkin' it just might.

ADAM

It will work out.

COWBOY

Good then, but, just in case, that bank's gonna stay closed a bit longer. You understand that?

ADAM

I understand.

COWBOY

You're an understandin' fella.

ADAM

So, this is the last time I see you then unless I do bad?

COWBOY

No, this one doesn't count. It's part of the original one. So then ... until we meet again.

ADAM

Okay.

Adam gets in his car and drives off leaving the Cowboy smiling behind him.

CUT TO:

EXT. HOLLYWOOD - MORNING

We see the rays of the rising sun falling on the huge letters of the HOLLYWOOD SIGN and the hills surrounding it.

CUT TO:

INT. AUNT RUTH'S APARTMENT. - MORNING

We see Rita's face as we hear Betty off screen.

BETTY

"You're still here?"

RITA

"I came back. I thought that's what you wanted."

We see Betty.

BETTY
(angrily)
"Nobody wants you here!"

Moving back we realize that the girls are acting out Betty's audition scene. Rita is reading her lines.

RITA
"Really?"

BETTY
"My parents are right upstairs! They think you've left..."

RITA
"So... surprise"...

BETTY
"I can call them... I can call my dad... "

RITA
"But you won't..."

BETTY
"You're playing a dangerous game here. If you're trying to blackmail me... it's not going to work."

RITA
"You know what I want...it's not that difficult."

BETTY
(furious)
"Get out! Get out before I call my dad ... he trusts you ... your his best friend. This will be the end of everything... "

RITA
"What about you? What will your dad think about you?"

BETTY
"Stop! Just Stop! That's what you said from the beginning. If I tell what happened... they'll arrest you and put you in jail, so get out of here before..."

RITA
"Before what?"

Betty pulls a table knife out from behind her back.

BETTY
"Before I kill you."

RITA
"Then they'd put you in jail."

Betty mimes with moving fingers tears flowing from her eyes.

BETTY
Cry, cry, cry, and then I say with big
emotion, "I hate you... I hate us both!"

Betty drops the kitchen knife and both girls start laughing.

BETTY (cont'd)
Such a lame scene.

RITA
But you are really good.

Betty mimes tapping a cigarette in a cigarette holder ala
Dietrich.

BETTY
Thank you dahling!

CUT TO:

INT. COCO'S APARTMENT - DAY

On the move Coco is just bringing her cigarette in its holder
up to her painted red lips. The phone is ringing and she's
crossing the room to answer it.

COCO
(into phone)
Hello ... Ruthie... How's the great up
north? ... Oh, I'm sorry to hear
it ... what? Well, I haven't seen her if
she's in there. Now, Ruthie there's
nothing to worry about. I saw Betty last
night and she was just fine. Yes, and I
gave them to her. She's a real nice kid,
Ruthie. Now stop worrying, will ya.
I'll go over and have a look around. I
will. I've got the production office
number. I'll find you. Now keep your
socks on up there and take lots of "C."
Goodbye honey.

Coco puts down the receiver with a long sigh.

CUT TO:

INT. AUNT RUTH'S APARTMENT - DAY

Betty and Rita are sitting on the leather couch having some
coffee. The front door to the apartment is open and sunlight
is pouring in through the screen door. Betty looks at her
watch.

BETTY
Oh, no wonder I'm starving. I'm going to
fix a sandwich. You want one?

RITA
I'm all right.

BETTY
You've got to eat something. You're just
nervous about going over to see if you're

Diane Selwyn.

Rita just looks at her. Betty starts for the kitchen.

BETTY (cont'd)
Suit yourself. I'll share mine with you
if you change your mind.

Betty goes into the kitchen. Suddenly there's a knock on the
screen door and Coco peers in, seeing Rita on the couch.
Rita looks up ... panicked.

COCO
Hi! Who are you?

RITA
Uh...Betty!?

Betty comes out from the kitchen and sees the situation.

COCO
Can I see you outside a minute Betty?

Betty walks past Rita, pats her on the shoulder and goes
outside to see Coco who has moved away to wait.

CUT TO:

EXT. COURTYARD 1612 HAVENHURST - DAY

The screen door slams. Coco and Betty face each other close,
out of earshot of Rita.

COCO
Your Aunt called me.

BETTY
I was afraid of that.

COCO
She wants to know who's staying in her
apartment.

BETTY
(slowly, deliberately)
It's just for a night or two, until she
finds her own place. I tried to explain
that to Aunt Ruth, but the connection was
bad and her plane was leaving and she got
it all mixed up. I kept telling her it
was my friend and she kept saying she
didn't know any Ritas ...

COCO
Sweetie, look at me straight.

Betty lifts her eyes to Coco's. Direct, clear.

BETTY
Coco...she's very nice. We went to
school together.

COCO

So I guess your Grandpa and Grandma know her.

BETTY

Not really. I met her in junior college and she was from this other town.

Coco looks hard into Betty's innocent face.

BETTY (cont'd)

You can call my grandparents ... I'm sure they'd tell you that I don't lie and I sure wouldn't allow a stranger to invade my Aunt Ruth's apartment.

COCO

Honey... I was married to a director for thirty years. He had an uncanny ability to read people. Maybe some of it rubbed off on me or maybe I had it all along ... you're a good kid... What you're telling me is a load of horse - pucky but it comes from a good place. I'll trust you to sort this out. Now I'm not going against Ruth. She's got enough to worry about up there in Canada. If she asks- I'm going to say everything is okay, and you make sure it is.

(Coco places her hand on Betty's shoulder and squeezes it)

If you need any help you know where to find me.

Betty puts her hand on Coco's shoulder and gives her a squeeze.

BETTY

You're really something Coco...thank you.

COCO

Don't make me out to be a sucker. Louise Bonner says there's trouble in there. You remember last night. Sometimes she's wrong, but if there is trouble - get rid of it.

Coco turns and walks away. Betty studies her and thinks about what she said before turning and going back inside.

CUT TO:

INT. AUNT RUTH'S APARTMENT - SAME

Betty enters through the screen door. Rita studies her.

RITA

Is everything all right? Is it bad for you that I'm here?

BETTY

(slightly forcing a broad

smile)
Everything is A-okay, but I've gotta get
that sandwich!

On her way to the kitchen she checks her watch.

BETTY (cont'd)
And I've got an audition in one hour.

CUT TO:

INT. HOLLYWOOD POLICE STATION - DAY

Detective Neal Domgaard throws two wallets down on the desk in front of Detective Harry McKnight. Harry pauses in the middle of a large bite of grilled cheese sandwich with bacon and tomato. He looks down and studies the wallets.

DETECTIVE HARRY MCKNIGHT
(biting in and chewing)
Nice wallets.

DETECTIVE NEAL DOMGAARD
Handstitched Italian. Filled with phony
credit cards ... off the two guys in the
Caddy.

DETECTIVE HARRY MCKNIGHT
The one of 'em still alive?

DETECTIVE NEAL DOMGAARD
Yeah... just Dr. Scott's got 'im. You
remember Dr.Scott.

DETECTIVE HARRY MCKNIGHT
Oh yeah.

DETECTIVE NEAL DOMGAARD
Well he said... you know in his way... you
know what I mean? Besides the guy
gettin' rolled up under the kids car
which busted him up pretty bad, there was
this little knife-like torn piece of
metal, you know, off the car body, rolled
out and slid up through this guy's neck
and just kinda slit his aorta, you know,
but they didn't find it right away, so
the guy's losin' a lot of blood, you
know, to the brain - all this time cause
it was just like this thin little
puncture wound on the surface of his neck
that kinda sealed itself, he said, while
inside the aorta is bleedin' pretty
steady all that time. So, Dr. Scott's
laughin' you know like he does 'cause he
knows we want to talk to this guy. He's
laughin' you know and shakin'... Son of a
bitch couldn't stop laughin'... It was
kinda contagious 'cause pretty soon we
were all laughin'...the nurse was
laughin'. You know how he is.

DETECTIVE HARRY MCKNIGHT

Find out who they are?

DETECTIVE NEAL DOMGAARD
Nope, not yet. Their fingerprints don't
match up anywhere.

DETECTIVE HARRY MCKNIGHT
(another big bite - chewing)
Interesting.

DETECTIVE NEAL DOMGAARD
Yeah ... and they both use the same
address.

DETECTIVE HARRY MCKNIGHT
Where at?

DETECTIVE NEAL DOMGAARD
Palmdale.

DETECTIVE HARRY MCKNIGHT
Damn, that's a long drive.

CUT TO:

EXT. - COURTYARD 1612 HAVENHURST - DAY

Betty is coming out of Aunt Ruth's apartment. She calls
back in to Rita.

BETTY
I hope I'm back in a couple of hours.
Don't drink all the coke.
(we hear laughter from inside
and Rita call out.)

RITA
Good luck!

BETTY
When I get back I'll have the cab
waiting, so be ready to go.

RITA
Okay.

Betty closes the door and heads across the courtyard. She
knocks on Coco's door and in a moment Coco answers.

BETTY
Sorry to trouble you, Coco.

COCO
It's all right gorgeous. Something
wrong?

BETTY
No, no. I'm on my way to my audition.
Before I go I wanted to ask you if you
could remember the man's name ... Aunt
Ruthie's friend who helped put this
together. It completely went out of my

mind.

COCO

His name's Wally Brown great guy.
Been in the business since forever.

BETTY

Thanks Coco. It'd be so embarrassing

COCO

Naw! He wouldn't have cared. Just give
him a good performance and he'll be happy
and I've got a feeling you'll do just
that.

BETTY

Thanks Coco. I'll let you know.

COCO

Get going. You don't want to be late.

BETTY

Right. See ya.

COCO

Good luck, honey!

Betty takes off through the iron gates and Coco smiles as she
watches her go.

CUT TO:

INT. CAB - DAY

Betty is wide-eyed and filled with awe at something she is
seeing.

CUT TO:

EXT. - PARAMOUNT STUDIOS - MAIN ENTRANCE GATE - DAY

The cab pulls up to the gate. Betty pays the driver and gets
out. She stands for a moment staring at a dream.

She walks through the gate and as she goes is stopped by a
PARAMOUNT GUARD.

PARAMOUNT GUARD

And where do we think we're going, Miss?

Betty stops and turns.

BETTY

To my audition.

PARAMOUNT GUARD

And who are we auditioning for today?

BETTY

Wally Brown.

PARAMOUNT GUARD

And do we know which of the fifty-seven

buildings Wally Brown is in?

BETTY

(smiling)

No, we don't.

PARAMOUNT GUARD

Well, now we've got to figure that out first don't we?

BETTY

Yes, Sir.

PARAMOUNT GUARD

Mr. Wallace Brown is in the Executive Building on the second floor. We want to go in and turn right at the first street. Then we want to walk three blocks down past Stage 17 to the white Executive Building. Once we're on the second floor the receptionist will take us from there. Now do we have name?

BETTY

Betty Elms.

PARAMOUNT GUARD

Let's see if we have a pass for Betty Elms ... and we do. Here we go. And good luck Miss. Elms.

BETTY

Thank you... thank you very much.

CUT TO:

INT. EXECUTIVE BUILDING - SECOND FLOOR - DAY

Betty finishes climbing some stairs and crosses to the receptionist. She hands over her pass. The receptionist looks at it, hands it back to Betty and points down the hall to her left.

RECEPTIONIST

Number 43, on the left.

BETTY

Thank you.

Betty walks down the long corridor past several offices. The door to office 43 is open when she arrives and she enters a large sitting room with a receptionist at a desk off to one side.

RECEPTIONIST

May I help you?

BETTY

My name is Betty Elms. I'm here to audition for... Mr. Brown

RECEPTIONIST

Good. Perfect timing. Have a seat and

I'll get Mr. Brown.

The receptionist stands, walks to a door, knocks twice, then enters.

She closes the door behind her and Betty is alone in the sitting room. She sits on a couch and looks at the old movie posters covering all four walls.

In a moment the same door opens again and an elderly, distinguished looking gentleman WALLY BROWN comes out smiling. Betty stands up immediately.

WALLY
Betty Elms?

BETTY
Yes.

WALLY
I'm Wally Brown. Your Aunt is a very dear friend of mine so it's particularly nice to meet you.

BETTY
Very pleased to meet you.

WALLY
Come in. I'd like you to meet everyone.

As they walk into Wally's office...

WALLY (cont'd)
I took the liberty of inviting an extra person to see your audition. She saw your resume picture and was very interested in meeting you.

Inside Wally's office several people rise out of chairs when Wally enters with Betty.

WALLY (cont'd)
Betty Elms this is Jack Taft, my assistant, Jimmy Katz who we've already cast for the part of "Chuck". He'll be doing the scene with you.
This is Julie Chadwick and Bob Brooker, the director, and our surprise guest is Sarah James. We couldn't afford her to cast our picture, but as casting agents go she's the best.

SARAH JAMES
Why thank you, Wally. Hello Betty.

She and Betty shake hands.

BETTY
Pleased to meet you.

SARAH JAMES
This is Nicki, my assistant.

Nicki, a very stylish, thin girl with black cat-eyed glasses

nods coolly to Betty.

WALLY

And this is Martha, Martha Johnson, who you met out front.

Betty nervously smiles to the room.

BETTY

Hi.

WALLY

Well. Shall we get to it? Would you like a water or a coffee before we begin?

Betty's hands are beginning to sweat.

BETTY

No, no, I'm fine.

WALLY

Well then, take a seat everyone. Betty why don't you join Jimmy and we'll play the scene. Is there anything you'd like to say Bob... something to Betty before they begin?

Betty stops on her way across to Jimmy and looks to Bob the director.

BOB

No ... it's not a contest, see, the two of them with themselves, so don't play it for real until it gets real.

Betty doesn't know what to say. She catches Sarah's assistant, Nicki, rolling her eyes.

BETTY

Okay.

Betty continues walking toward Jimmy who opens his arms to her as she approaches. He's old enough to be her father.

JIMMY

Just tell me where it hurts, baby.

BETTY

What?

JIMMY

I want to play this one close, Bob. Like it was with that girl, what's her name, with the black hair. That felt good. Whaddya think?

Betty looks from Jimmy to Bob.

BOB

That'd be good, Jimmy. Just don't rush that line again. I told you... the line where you say, "Before what?"

JIMMY
I was playin' off 'em. They say,
"They'll arrest you"... and stuff like
that.. "put you in jail"... they say it
like that. They all say it the same way,
so I react like that.

Jimmy turns to Betty.

JIMMY (cont'd)
Look ... what's your name?

BETTY
Betty.

JIMMY
Yeah ... Betty. You don't rush it. I
don't rush it. We play it close, just
like in the movies.

Jimmy reaches out and puts his arm around Betty and brings
her in against his pot belly.

JIMMY (cont'd)
Dad's best friend goes to work.

Jimmy smiles as he brings Betty a little closer. She is
trying to concentrate through the nervousness and Jimmy's
breath. There is a silence as Jimmy looks her in the eyes.
Everyone in the room is looking Betty in the eyes.

WALLY
Bob?

BOB
And ... ACTION!

Betty and Jimmy start the scene. It is very difficult for
Betty as Jimmy has her in an absurd clench now.

BETTY
You're still here?

JIMMY
I came back. I thought that's what you
wanted.

Jimmy plays this with a big lecherous smile. He gives the
last part of the line across her cheek up to her ear.

BETTY
Nobody wants you here.

Betty uses the anger of this line to push herself away from
Jimmy. Jimmy reaches out and grabs her wrist.

JIMMY
Really?

Betty pulls her hand away and stands her ground.

BETTY
My parents are right upstairs! They

think you've left.

Jimmy smiles broadly and moves again toward Betty.

JIMMY

So ... surprise!

Betty pushes him back.

BETTY

I can call them... I can call my dad.

JIMMY

But you won't.

He grabs Betty by the wrist again and pulls her in to him. He puts his hand on her waist and it accidentally slips and keeps going down her hips. He jerks his hand back. Betty looks down and sees Jimmy's hand hovering above her thigh. Betty takes her hand and gently presses down on Jimmy's hand. She slowly looks up with the most seductive smile. Jimmy lets his hand rest more firmly on her thigh, and squeezes her thigh as he sees her smile. With his other hand Jimmy gently pulls her closer. Something has started coming over Betty and she catches the drift of this scene in a different way. She's surprising herself.

BETTY

(almost a hot whisper)

You're playing a dangerous game here. if you're trying to blackmail me... it's not going to work.

Jimmy now surprises himself. He becomes almost tender and genuinely worked up from the heat coming off Betty.

JIMMY

You know what I want...it's not that difficult.

Where the scene should turn to anger from Betty it can't now and Betty plays it as she feels it. She stays in very close to Jimmy - looking him right in the eyes.

BETTY

(whispering desperately - slowly)

Get out... Get out before I call my dad.
He trusts you... you're his best friend.
(her arms go around him)
This will be the end of everything.

Jimmy gets lost. He doesn't know where he is anymore. He can only see Betty's eyes.

JIMMY

What about you? What will your dad think about you?

Betty still playing it in a dreamy whisper... lost in heat.

BETTY

Stop... just stop! That's what you said

from the beginning. If I tell what happened... they'll arrest you and put you in jail, so get out of here before...

JIMMY

(caught by her transfixing, sultry eyes, and almost breathless ... he finds himself taking an extra long pause)

Before what?

As scripted Betty pretends to pull the knife from behind her back, but wraps the knife around behind Jimmy and pulls him into a kiss.

BETTY

(as she kisses him - whispers)

Before I kill you.

Jimmy panics and pushes Betty away with his hands on her shoulders as if forcing himself to come out of a trance. He finally is able to say his line.

JIMMY

Then they'd put you in jail.

As scripted Betty is supposed to cry now and it is very easy for her to do this because she's ashamed at how the sex of the scene took her over. Tears begin running down her cheeks. She backs away.

BETTY

I hate you... I hate us both!

She pretends to drop the knife. The scene ends.

Everyone in the room has become mesmerized by Betty, but they soon drift back to reality and begin applauding the performance. Sarah turns to Nicki.

SARAH JAMES

I'm going to take her over there.

NICKI

Big time!

WALLY

(to everyone)

Wow!

Betty wipes her eyes and turns smiling - still shocked at herself.

BETTY

Well, there it was.

JIMMY

There it was it was! Baby, you got a way!

WALLY

Bob?

BOB

Very good. Really. I mean it was forced maybe but still humanistic. Yeah, very good, really.

WALLY

Well, thank you Betty, and I mean that. That was very impressive. You've done your Aunt proud and I'm going to tell her the first chance I get. We'll speak again soon I'm sure, and thank you so much for coming in.

BETTY

Well, thank you.

Betty doesn't quite know what to do. She moves to the center of the room and just stands. Remnants of the scene still staying with her.

Sarah stands and Nicki stands just after.

SARAH JAMES

Thank you, Wally. I'm sure you all have a lot to talk about. We'll walk Betty out.

WALLY

Well, yes indeed. Our pleasure, Sarah, and don't you be a stranger. We'd love to see you around here again real soon.

SARAH JAMES

Well come along, Betty.

Sarah takes Betty's hand and they go to the door. Betty turns back once more and smiles.

BETTY

Thank you again, Mr. Brown. It was nice meeting all of you.

Everyone nods and waves and Betty is taken out by Sarah and Nicki.

CUT TO:

INT.- CORRIDOR EXECUTIVE BUILDING - DAY

The three of them walk down the corridor.

SARAH JAMES

Oh God, that was awful!

Betty's head spins to Sarah. A look of shock and let down on her face.

SARAH JAMES (cont'd)

Oh, not you Betty. You were stellar and I mean that, but poor Wally. He'll never get that picture made. Wally's days were up twenty-years ago.

NICKI

(sickening little laugh)
How about that Jimmy Katz?

SARAH JAMES
Oh god! Jimmy Katz never had a day.
Jimmy Katz never had a minute. Poor
Wally.

Betty finds herself getting a little upset.

BETTY
They seem very nice to me, and
Wally... Mr. Brown is a very close friend
of my Aunt's, so. . .

SARAH JAMES
Settle down, Betty. Don't get me wrong.
I love Wally. I ought to. I was married
to him for ten years.

Betty does another shocked head turn.

SARAH JAMES (cont'd)
And I love actors, all actors, Jimmy Katz
included. We just get a little catty
sometimes. Now we want to take you across
the way and introduce you to a director
who's a head above the rest. He's got a
project that you would kill!

At the word 'kill' Betty turns to her once again with a
questioning look.

SARAH JAMES (cont'd)
... Knock it right out of the park.

CUT TO:

INT. - RECORDING STUDIO - DAY

We see what looks like a recording studio right out of the
1960's. We're looking through a plate of glass. A blonde
girl is standing at a vintage microphone. Behind her are
three back-up male vocalists dressed in three tone, shiny
60's suits. We hear strings soar up and the blonde girl
begins to sing SIXTEEN REASONS by Connie Stevens. The male
vocalists backing her up flawlessly.

We move back and realize we are on a movie set inside a sound
stage. A screen test is being shot of the girl and as we
continue moving back we see the director Adam Keshner
surrounded by his crew. Behind them there are many people
standing, eating, watching, working. The stage is full and
bustling. The song plays loudly over. Sarah and Nicki bring
Betty into this scene through a giant stage door. A guard
mimes for them to be quiet as they approach the set. The
song continues to play over.

As Sarah leads Betty up close Adam turns and his eyes fall on
the beautiful face of Betty Elms. Sensing something Betty
turns and sees Adam. They each seem to feel the thrill of
the thunderbolt, but each embarrassed to stare longer than
they already have turn back and watch the girl finish the

song.

ADAM
(calling out through an
electronic megaphone)

Cut it!

He gets out of his chair and walks into the set - up to the blonde girl. He shakes her hand.

ADAM (cont'd)
Thank you very much, Carol. It was really great of you to come in. I know how busy you are.

CAROL
Oh, man, are you kidding? I love this script! Where do I sign?

ADAM
Look... I love you, but there's no way they're gonna let me cast this thing until I've seen everyone. I'll let you know as soon as I can.

CAROL
I know you will ... cause my manager's gonna bug you day and night ... me too.

ADAM
It'll be my pleasure. Now, get out of here.

CAROL
Oh, you're just so cruel... don't forget me. I'm the girl that's going to play this part.

ADAM
(lightly pinching her cheek)
See ya later.

Adam turns and goes back out of the set onto the stage floor. He looks around. He sees Betty being introduced by Sarah to some of the studio executives. He goes over to his Assistant Director and looks down at the man's notepad.

ADAM (cont'd)
Who's next, Hank?

HANK
Camilla Rhodes.

Adam wonders - worries.

ADAM
Is she ready?

HANK
All ready.

ADAM
Bring her out.

Hank speaks into his walkie-talkie headset. The sound of his voice can be heard in several locations throughout the stage.

HANK
(through walkie-talkie)
Camilla Rhodes next!

Adam looks up - a beautiful blonde steps into the set in front of the microphone. IT IS THE GIRL! The back-up singers step in behind her.

Adam nods to Hank.

HANK (cont'd)
Turn over!

The cameraman calls out, "Speed".

ADAM
(through megaphone)
Playback!

Countdown before the music begins.

ADAM (cont'd)
ACTION!

The strings soar up and Camilla Rhodes begins to sing.

On the set Betty hears the song again and turns and watches. Once again her eyes find Adam as his eyes are finding hers. This time Adam turns away. He watches Camilla for a moment. She is passable, but not spectacular. Adam reaches out and pulls Hank over to him.

HANK
Yeah?

Adam pauses.

ADAM
Get Jason over here.

Hank gets on his walkie-talkie.

HANK
Cindy ... Adam wants to see Jason.

Adam continues to watch Camilla Rhodes sing. JASON GOLDWYN, a tall sixty year old silver-haired man, comes through the crowd and stops at Adam's side. He looks down at Adam, but Adam continues watching Camilla Rhodes. Jason follows Adam's gaze and he watches Camilla sing then turns back to Adam. Adam slowly looks up right into Jason's eyes - wondering how much Jason knows, but Jason's face doesn't give away a thing.

JASON
Did you want to tell me something, Adam?

ADAM
This is the girl!

At that moment Ray, having overheard, comes to Jason's side. He smiles at Adam.

RAY
Excellent choice, Adam.

Adam is sick with himself.

Across the room Betty panics when she looks at her watch.

BETTY
Oh ... oh...I have to be somewhere. I
promised a friend.

She quickly shakes Sarah's and Nicki's hands saying, "I'm sorry, I'm sorry" and runs off like Cinderella.

Adam turns and sees her running off out of his world.

Chris Isaak's song "Except The New Girl" segues in over Connie Stevens and plays as Adam, Sarah and Nicki watch Betty disappear out the sound stage door.

CUT TO:

EXT. 1612 HAVENHURST - STREET - DAY

Chris Isaak song "Except The New Girl" continues.

An idling cab sits waiting with back door open.

CUT TO:

COURTYARD - 1612 HAVENHURST DAY

Chris Isaak song segues to the sounds of a blues saxophone.

Betty and Rita come out of Aunt Ruth's apartment. Betty is laughing, pulling on Rita.

BETTY
C'mom. There's nothing to be afraid of.

Across the courtyard CORNELL DUMONT, a strikingly handsome young black musician, is on his balcony playing the saxophone. He stops playing when he sees the girls. He stands and looks as if recognizing someone.

CORNELL DUMONT
Hey!

Betty and Rita stop and look up, shielding their eyes from the sun.

CORNELL DUMONT (cont'd)
Hey, how's Sol?

BETTY
Sol?

CORNELL DUMONT

No ... not you...
(to Rita)
I'm sorry... I forget your name.

RITA
(almost inaudible)
Rita.

CORNELL DUMONT
Yeah. Well, I haven't seen Sol lately.
Tell him to come by the club.

Rita nods ... biting her lip. Cornell smiles and picks up his sax.

BETTY
And what's your name?

CORNELL DUMONT
(big smile)
Cornell Dumont.

He begins to blow some sweet jazz that flows smooth as syrup.

BETTY
(whispering)
Ask him who Sol is ...

Rita hurriedly starts for the gate.

BETTY (cont'd)
Maybe he could help...

Betty follows Rita through the gate to the waiting cab. They get in and the cab pulls away.

CUT TO:

INT. CAB - DAY

Betty reaches and gently grabs Rita's shoulder. She speaks firmly but quietly so the cab driver won't hear.

BETTY
Why didn't you ask him? Sol knows you!

RITA
(whispering back)
But I don't know, Sol. I never heard of Sol. I'd just get in trouble. That's why we shouldn't go see about Diane Selwyn... it's better not to get in trouble.

BETTY
You're not going to get in trouble.
You're going to find out who you are.
Finding out who you are gets you out of trouble.

Rita thinks about this silently then begins to worry and doubt all over again.

DISSOLVE TO:

INT. CAB - LATER

Betty holds the slip of paper with the address in her hand. She turns back and forth watching the buildings on both sides of the street.

BETTY

It should be around here...

Rita watches out of the window pensively as the cab moves up Sierra Bonita. They near a modern apartment compound of bungalows and duplexes almost hidden in the trees and vegetation. A smooth stucco wall surrounds the complex.

BETTY (cont'd)

(points)

That's it ... 2590.

(nudging Rita)

Does it look familiar?

Rita shakes her head..no. Rita is looking at a black car parked down the street facing 2590. She discerns two men sitting in the front.

RITA

Don't stop!

BETTY

What is it? What do you see?!

RITA

(quietly - frantic)

Those men in front, in the car.

BETTY

Do you know them?!

RITA

No... but...

BETTY

(to driver)

Keep going. Go around to the back.

CUT TO:

EXT. SIERRA BONITA APARTMENT - BACK ALLEY - DAY

Betty gets Rita out of the cab and pays the driver, who then drives away. The girls go through a rear gate and enter the complex walking along a curving concrete walk. This leads them to an intersection where a registry is printed on a rough hewn wooden plaque. They scan the list.

BETTY

Selwyn ... number 12.

They both look around the various doors near them. Betty spots a sign which says, behind an arrow, bungalows #10 through #20.

BETTY (cont'd)

It's this way.

They set off down another sidewalk toward Bungalow #12. As they near it and actually can see it just ahead they pass a chainlink service gate to the alley. Standing in the alley is a man in a dark suit wearing sunglasses.

Both girls dive for the bushes.

The man in the black suit turns reacting to the noise and motion. Both girls are trying to catch their breath and stay as still and quiet as possible.

BETTY (cont'd)
(panting whisper)
Now, you've got me scared.

Peering through the bushes they see the man still looking in their direction. Suddenly he turns and smiles at something to his left.

He hurries off, but soon returns carrying two heavy suitcases, followed by an older woman in a yellow dress. Both Betty and Rita crawl further forward. They see the limo and realize that the man they were afraid of is an ordinary limousine driver just going about his work. The girls stand up, relieved and a little embarrassed.

BETTY (cont'd)
See, I told you there was nothing to be afraid of!

They go up to Bungalow #12 and stand for a moment facing the front door.

RITA
Oh no ... don't.

Betty doesn't listen to Rita. She knocks strongly on the door. They stand waiting. There's no answer so Betty knocks again harder. They wait.

RITA (cont'd)
No one's ...

Suddenly the door opens. An attractive MIDDLE-AGED WOMAN stands before them.

MIDDLE-AGED WOMAN
Yes?

BETTY
Diane?

MIDDLE-AGED WOMAN
Number 17.

BETTY
But it said #12.

MIDDLE-AGED WOMAN
I switched apartments with her. She's in #17. Just walk down that way. It's just

to the right.

The woman seems to be looking now at Rita.

MIDDLE-AGED WOMAN (cont'd)
It's kind of hidden by the foliage.

Betty and Rita start to leave.

MIDDLE-AGED WOMAN (cont'd)
She hasn't been around for a few days ...

BETTY
Well ... we'll leave her a note.

MIDDLE-AGED WOMAN
(starting toward them)
I'll go with you. She's still got some of
my stuff.

The phone rings from inside her bungalow.

MIDDLE-AGED WOMAN (cont'd)
(turning back)
Oh ... go ahead. I've got to get that.

The woman hurries back inside and closes the door. Betty and Rita quickly move up the walkway toward Bungalow #17.

BETTY
I guess you're not Diane.

Rita, still fighting her fear doesn't answer.

They reach Bungalow #17. It's set back beneath tall bushes and an old Eucalyptus tree. The front door is in deep shadow. Without even looking at Rita Betty knocks quickly. There's no answer. She knocks again.

BETTY (cont'd)
Still not home I guess.

The girls drift off to the side of the bungalow. Betty tries to see in the windows. She tries a window and to her surprise it opens.

RITA
I don't think...

BETTY
(looking around for anyone
watching)
C'mon help me in. I'll open the front
door.

RITA
No.

Betty jumps up and catches her knees on the siding, her head through the open window.

BETTY
PUSH!!!

Rita reluctantly pushes and Betty is in. As she closes the window ...

BETTY (cont'd)
Meet you at the door.

Rita walks around to the front door and gets there just as Betty opens it. Betty has her hand over her mouth and nose.

BETTY (cont'd)
I don't know if you want to come in here or not. There's some kind of horrible smell like... something...

Rita is compelled to go in and as the door clicks shut she reacts to the smell.

CUT TO:

INT. - BUNGALOW #17 - DAY

Betty begins to go through the bungalow and Rita follows. All the blinds are closed and the curtains drawn. They move slowly, looking around at everything as they go. Betty looks to Rita to see if any of this is something she remembers. Rita looks as though she's walking in a trance. Through the half light they move deeper into the bungalow to a corridor.

CUT TO:

EXT. SIERRA BONITA APARTMENTS - BUNGALOW #12 - DAY

The Middle-Aged Woman is just shutting the door to her bungalow. She walks quickly in the direction of Bungalow #17.

CUT TO:

INT. - BUNGALOW #17 - DAY

Betty and Rita are moving down the corridor. They pass a small room and look in at a couch, wardrobe and make-up table. They move on down the corridor to a door which is almost closed. Betty touches the door and it seems to swing open on its own. They enter the room and stop cold. A scream starts to build inside Rita. Before them is a dead woman lying on a bed. Great chunks of mattress are standing upright having been ripped and torn by shotgun blasts. A dried sea of blood surrounds the bloated, gray body of the woman. The scream comes out of Rita as a force propelling her to look closer. Betty lunges after Rita, her eyes also not able to leave the sight. She covers Rita's mouth with her hand and brings her close. The scream is stifled by Betty's hand.

In the silence that follows, knocking can be heard. Betty freezes and keeps Rita quiet with her hand still placed over her mouth, but she can't stop Rita's violent shaking nor the horror in her eyes.

CUT TO:

EXT. BUNGALOW #17 - DAY

The Middle-Aged Woman backs away from the front door, looking around at bungalow #17. She's not sure if she has heard something or not. She wonders, then turns and goes back to her bungalow.

Just as she has disappeared the door to Bungalow #17 flies open and Rita, followed closely behind by Betty, runs with a look of horror directly toward us until her tortured face fills the screen.

Sounds, churning music.

CUT TO:

INT. AUNT RUTH'S APARTMENT - BATHROOM - DAY

Sounds, music churning continues.

Great sobs, almost hysterical, wrack Rita's body as she bends over the sink, scissoring into her long, dark hair with a frenzy. There is a loud sound of the scissors cutting deep through many strands of hair. Betty's is rushing to her - her hands reach tenderly, but firmly for Rita's hand holding the scissors. She keeps her from cutting and moves closer, whispering in Rita's ear. Rita can't stop crying, but lets Betty hold her. Music changes ...

BETTY

Rita... I know what you're doing.

RITA

(through uncontrollable sobs)

What ... I..HAVE... to do.

BETTY

I know what you have to do, but let me do it.

Rita turns and looks up at Betty, her eyes red with crying. Betty pulls her up facing her. Rita lets Betty take the scissors. They look into each other's eyes. Betty gently strokes Rita's cheek, wiping away some tears.

BETTY (cont'd)

Let me do it.

DISSOLVE TO:

INT. AUNT RUTH'S APARTMENT - LATER - DAY

Panning slowly across we see on the bathroom counter various open bottles, used Q-tips, towels, combs, a brush, a bowl, and lots of long strands of cut black hair. We continue moving up to an empty mirror and eerie music builds. The reflection of the new Rita moves into the mirror. She has short, beautiful blonde hair, blonde eyebrows and no make-up. Betty's reflection comes in beside Rita's. They stare at the new Rita in the mirror.

BETTY

(quietly with assurance)

You look like someone else.

CUT TO:

EXT. COURTYARD 1612 HAVENHURST - LATE EVENING - ALMOST DARK

We move off the door of Aunt Ruth's apartment and crane slowly up to the apartment above hers - WILKINS - the one with the wayward dog. We move closer to Wilkins' apartment and as we move in we hear a phone ringing.

DISSOLVE TO:

INT. WILKINS' APARTMENT - A MOMENT LATER

Wilkins still in his pajamas, bathrobe and slippers from morning slouches in an enormous stuffed chair and matching ottoman, surrounded by piles of papers and coffee cups. His Jack Russell Terrier wakes and stands at the sound of the phone ringing on a side table next to Wilkins. Wilkins comes out of a deep thought and picks up the receiver as he runs his hand through strange, matted tufts of dirty blonde hair.

WILKINS

Hello. Adam. How's it going? No, it's okay. Yeah, I'm working, but... they wanted this script a week ago. What? What's wrong with your house? The poolman? Sure, you can have the couch. No, it's no problem..it's just I gotta ... I gotta work. Any chance you could bring some food. No, I got plenty of money - I just haven't gone out for awhile. Groovy man!

WILKINS (cont'd)

Murphy and I'll be glad to see you. No, no, no, he's got plenty of food.

CUT TO:

INT. AUNT RUTH'S APARTMENT - BEDROOM - NIGHT

Rita has just taken the hatbox from the closet shelf and is setting it on the bed.

BETTY

What are you doing?

Betty is sitting on the bed opposite. Rita opens the hatbox and removes her purse. She opens the purse and takes out the money. She sits down on the bed and while staring at the money she thinks of what to say.

RITA

You've been so good to me ... now we know why ... why I was so afraid. We know what kind of trouble I'm in. I shouldn't... ask you... I only have this to offer. I'll give you this if I can stay here for awhile. I don't know what else to do.

Betty moves across the bed to the side of Rita. She puts her

arm around Rita and holds her.

BETTY

Rita... I want you to stay here and you don't have to give me that money.

RITA

But I want to.

BETTY

No. We shouldn't touch that money. We don't know about that money. That might be dangerous money. You have to start all over again. You look like a brand new person and you can be a brand new person... whoever you want to be.

RITA

It sounds kind of nice ... being somebody brand new.

BETTY

Hey, let's introduce the brand new you to Hollywood. We haven't seen the roof garden yet.

CUT TO:

EXT. COURTYARD - NIGHT

The girls come out the front door ... Betty leading and pulling a much happier Rita along with her. They half run across the courtyard to stone steps under an Ivy covered eave.

CUT TO:

EXT. ROOF GARDEN - NIGHT

The girls race up the stone steps toward us. Soon their wind-blown, smiling faces fill the screen as they look out. There before them are the lights of Hollywood with silhouetted palms, slow-moving theater kleig lights, and floating above it all the giant sign in the hills reading HOLLYWOOD.

BETTY

Here I am Hollywood! My name's Betty.

A pause.

BETTY (cont'd)

(to Rita)

Say it!

RITA

Here I am Hollywood! My name is ... Rita.

They look out, maybe waiting for an answer blowing in the Santa Ana wind.

CUT TO:

INT. AUNT RUTH'S APARTMENT - NIGHT - A MOMENT LATER

We move in to the pile of money next to Rita's purse. Past

that we move down inside Rita's purse. We see the Blue Key and move closer to it until it fills the screen.

CUT TO:

EXT. DENNY'S RESTAURANT - HOLLYWOOD - NIGHT

We drift along the red bricks past the payphone, along the wall until we come to the corner. Slowly we round the corner and move to a dark alley. There amongst the dumpsters and trash cans is the dark silhouette of a figure. We move closer to the figure. It is the bum and the bum sits. We move closer and the bum's face fills the screen. It's face is black with fungus. It's eyes turn and they seem to be red.

THE END