

**BABYLON**

Written by

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Producers:

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A TITLE over darkness:

**Encino, CA 1926**

**EXT. RURAL ROAD - NIGHT**

An empty country road. A truck pulls over. The DRIVER gets out, walks over to a KID in a tux. The KID's early 20's, Mexican-American, name's MANUEL TORRES. (We'll call him MANNY for short.)

TRUCK DRIVER

Ok, that's for you. Sixty-five for the vehicle, ninety for transport of the livestock. Just put down "one horse". And your signature there.

MANNY

Did you say "one horse"?

TRUCK DRIVER

Yeah. It's only one, right?

MANNY

Uh, no. It's an elephant.

TRUCK DRIVER

(doesn't understand)  
You mean it's a big horse?

MANNY

No. I mean it's an elephant.

TRUCK DRIVER

The call said "one horse", not a --  
woah, what the *fuck* is that?

WE PAN 180 degrees to a giant ELEPHANT at the corner of the road, a WRANGLER tending to it.

TRUCK DRIVER (CONT'D)

Holy shit, that's a fucking elephant.

MANNY

We need to be at 1201 Henslow Drive by 9, so I don't know what the miscommunication was but --

TRUCK DRIVER (CONT'D)

Miscommunication was that this is a vehicle for horses, do I look like a fucking Maharajah to you??

MANNY

Couldn't you just pop the roof off?  
He's small for his age.

TRUCK DRIVER  
He's a fucking elephant. You know  
what's small? A horse.

The elephant starts shitting. It's overwhelming. Huge, alien and gross. Steam rises.

TRUCK DRIVER (CONT'D)  
Oh my God.

MANNY  
He won't do that in your truck.

TRUCK DRIVER  
You're goddamned right he won't.

MANNY  
Sir -- if he's not at Don Brady's by  
nine sharp, the party won't have an  
elephant and I'll be out of a *job*,  
now his width will fit fine, all --

TRUCK DRIVER  
What the fuck does Brady need an  
*elephant* for at his party???

MANNY  
He doesn't, that's the point.

TRUCK DRIVER  
...Come again?

MANNY  
He doesn't need it, no one *needs* an  
elephant. It's -- it's the fact of  
having it. That's the point.  
(realizing he's not getting through)  
Do you know how intelligent elephants  
are, sir? They mourn their dead.

The elephant bellows as it continues shitting.

TRUCK DRIVER  
I don't care if it recites the  
Gettysburg Address, that thing is  
not going in my fucking truck.

But before he can walk off -- Manny, desperate, whips out a wad of cash. Flashes it in the Driver's face.

MANNY  
And you're invited to the party.

The Driver takes a moment. Can't believe he's considering.

**EXT. RURAL ROAD - MOMENTS LATER**

The elephant ROARS angrily as the Wrangler tries to guide it into the now-roofless truck. It SWINGS its tusk, STOMPS its feet. The Wrangler keeps throwing hay at it, hoping to pacify it. Finally gets it in. Shuts the door.

**EXT. RURAL ROAD - AN HOUR LATER**

The truck inches its way up the road, led and followed by smaller cars. The whole upper half of the elephant sticks out where the truck's roof used to be. A bungee cord connects the lead car to the truck's fender. The Driver is back at the truck's wheel, pissed off -- more so every time the elephant's tusk swipes him.

The procession reaches a hill. Starts to climb up. Immediately the weight of the elephant is too great -- the truck starts SLIDING BACKWARD. Oh fuck. Manny, at the wheel of the lead car, SLAMS on the gas. The bungee cord goes taut. Crying out --

MANNY (CONT'D)  
Harder!!!!

TRUCK DRIVER  
I'm TRYING!!!

The SLIDE grows worse. Now the elephant is SCREAMING. Really losing its shit. MEN leap out of the back car, rush the truck, start PUSHING with all their might to halt its slide. The elephant's tusk WHACKS one of them in the head --

MAN #1  
Motherfucker!!!

MAN #2  
KEEP PUSHING!!!

The Wrangler starts throwing hay at the elephant.

MAN #1  
What the fuck are you doing???

The elephant starts shitting. The MEN, straining against the truck's load, push and push, ALL SWEAT AND SCREAMS, until --

**EXT. RURAL ROAD - ANOTHER HOUR LATER**

Quiet. The exhausted trio of vehicles crests the hill. Then --

MANNY  
Oh no...

A COP has exited his car up ahead. Manny brakes, rushes over --

MANNY (CONT'D)  
Evening, Officer.

COP  
(looks at Manny suspiciously)  
Uh...what exactly is going on here?

MANNY

Well, I work for Donald Brady, and we're transporting the entertainment for a party he's hosting tonight.

COP

Uh-huh.

(beat)

That's an elephant.

MANNY

Yes, Officer, that is correct.

COP

Uh-huh. You got a permit?

MANNY

I wasn't aware we needed one.

COP

Can't drive an elephant without a permit.

MANNY

It's a gift from the Griffith Park Zoo. Could we make an exception?

A beat. The Cop considers. He's calm, jaded.

COP

You work for Don Brady?

MANNY

Yes.

COP

How's the guest-list for tonight?

MANNY

Um... it's impressive.

COP

What kind of stars we talking about?

MANNY

Not sure. Someone said Garbo.

COP

Oh yeah?

MANNY

That's what I heard, I don't know.

The Cop thinks.

COP  
My cousin Benny jerks off to Garbo.

MANNY  
Yeah, she's beautiful.

COP  
I prefer opera singers.

But the Cop looks again at the elephant. Ponders the combo.

COP (CONT'D)  
So we're talking an elephant, plus  
Garbo, plus others, at Don Brady's  
house tonight. That right?

MANNY  
That's right.

The Cop nods. A beat.

COP  
Benny lives with his wife and kids  
in Reseda. I'll see if they're free.

**EXT. DON BRADY'S HOUSE - NIGHT**

A massive hilltop mansion. An entire CARAVAN of vehicles arrives now: the Cop (now wearing a tux), an assortment of HILLBILLIES (must be the Cop's cousin Benny & co), the Truck Driver, the Wrangler, Manny -- and the elephant. Seeing this --

SECURITY GUARD  
Who the fuck are all *these* people?

MANNY  
Don't ask.

BANDLEADER (V.O.)  
*One-two-three-four --*

**INT. BEDROOM - DON BRADY'S HOUSE - NIGHT**

MUSIC blasts from a Victrola. We WHIP-PAN to find we're now in an opulent bedroom, where a YOUNG WOMAN in high heels and purple satin cocktail dress dances for a moment, then SQUATS --

-- and starts PEEING onto the gigantic bare chest of a hugely OBESE MAN lying on the carpet. He GIGGLES like a little girl.

YOUNG WOMAN  
Does Piggy like that?

OBESE MAN  
Ha ha ha it tickles!!!

He SQUEALS as URINE flows through the rolls of fat on his belly.

The Young Woman leans forward -- to SNORT some COKE from the nearest table-top -- causing her PEE to hit the Obese Man's FACE. He SHRIEKS out with laughter, helium-high voice:

OBESE MAN (CONT'D)  
Playtime with potty-time!!!

The Woman finishes peeing. The Obese Man wipes his face, throws on a BATHROBE, grabs an EMPTY CHAMPAGNE BOTTLE, slurring --

OBESE MAN (CONT'D)  
Piggy's gonna get more *King Bubbly*...

The Young Woman goes for more coke. We FOLLOW the Obese Man --

**INT. HALLWAY - DON BRADY'S HOUSE - CONTINUOUS**

-- as he COLLIDES into a tall, impossibly elegant Chinese-American WOMAN, 30's. Stepping back to take a look at her --

OBESE MAN (CONT'D)  
*Mmm mmm...*

The Woman SLAPS him so fast he doesn't know what hit him. As he holds his hand to his reddened cheek, we FOLLOW the Woman, continuing her walk as though nothing had happened. She's wearing a dress of embroidered silk, her hair studded with plum blossoms. Her name is ANNA MAY WONG. You do not fuck with her.

As Anna slips behind one door -- we see MANNY exit another.

OBESE MAN (CONT'D)  
Kid! Get us some more.

The Obese Man hands Manny the bottle -- scurries back into his ROOM -- swings that door shut just as, out of a *third* door --

-- BOB LEVINE, 50's, Don Brady's fixer, emerges.

MANNY  
Sir. He wants more.

LEVINE  
No. Avoid him. If he spots you again tell him we ran out.

MANNY  
...It's only ten.

LEVINE  
He doesn't know what day it is.  
(points to a lower level)  
Got another animal task for you. See the giant sting ray down there?  
(MORE)

LEVINE (CONT'D)

That's Elinor Glyn. You need to calm her down or she'll kill Brady's next three pictures.

MANNY

What's she so upset about?

LEVINE

She claims someone stole her dog. The world should be so lucky.

MANNY

What's the dog look like?

LEVINE

The fuck should I know? She's got twenty of them, she brings a different one every night. Ask her.

(turns, then remembers)

Oh -- and make sure to call her "Madame".

Manny takes it in. Jesus. We follow him to a GIANT CURVED STAIRCASE. As he descends, we get our first wide view of --

**INT. BALLROOM - DON BRADY'S HOUSE - CONTINUOUS**

Bedlam. Underneath cathedral ceilings we see yellow balloons -- towers of champagne -- overturned chairs -- tux-clad MEN with their pants off -- topless WOMEN on tables. The whole place looks like a Gothic castle-meets-Gilded Age palace descended into chaos and filled with 200 drunkards and coke fiends.

In the middle of it all -- a 12-piece JAZZ ORCHESTRA, all black. We land on a trumpeter. 20's, handsome, his playing as feverish as the crowd. This is SIDNEY PALMER. Right now he's trading choruses with a SAXOPHONIST. The Saxophonist finishes his line --

-- and Sidney promptly HEAD BUTTS him in the face. The Saxophonist screams and clutches his nose as BLOOD GUSHES and as he collapses off the bandstand. Sidney just resumes playing.

We MOVE OFF -- to find Manny, clocking everything but not slowing down. Reaches a mid-60's woman with shabby dentures, absurdly phony eyelashes, fake red hair, a faux-British voice and a purple chiffon veil hiding a recent face-lift. This is ELINOR GLYN.

MANNY

I heard there was a problem, Madame?

Elinor looks at him like an insect landed on her dress.

ELINOR GLYN

You're who they send? A child?

MANNY

Uh -- well -- I --

ELINOR GLYN

I should've expected it. They clearly have no intention of helping. You know, this might come as a surprise to a dim-witted infant like yourself but there are people here who don't like me. People who look at an innocent creature like Fluffy as a means of getting even with Hollywood's Dowager Duchess. Well you can tell them this, in whatever "lengua" you "hombres" like to speak in between your "fajitas": if my Pekingese isn't recovered within the next ten minutes, I will pen the mother of all hatchet jobs.

MANNY

Pekingese, got it. And you don't th--

ELINOR GLYN

I held off when Brady had that crippled wife. She was in a wheelchair so I was nice.

MANNY

Ok... Right. You don't think Fluffy maybe ran outside? Or is hiding?

ELINOR GLYN

From what? The awful wallpaper?

Over by the bandstand, the BANDLEADER struggles to break up his players' fight. The rest of the band just plays on. Manny -- the only fully sober person here -- looks around. Spots a calm DOG only one couch over from Elinor, its fur blended into the pillows.

ELINOR GLYN (CONT'D)

Oh look, there's Norma Meade. Such pretty little eyes. And so close together, too.

MANNY

Is this Fluffy?

Elinor turns, startled. Her eyes instantly go wide.

ELINOR GLYN

Fluffy!!!

(grabs the dog, then notices a COUPLE sitting there)

You. You stole him!

WIFE OF COUPLE  
 (looks up at Elinor, bewildered)  
 Are you kidding?

MANNY  
 (taking Elinor aside)  
 Madame, I'm sure he just  
 moved to the couch on his o--

ELINOR GLYN  
 He did not. You can't trust  
 people like that, you know.  
 Look at them. They're Indian!

MANNY  
 They're not Indian, Mada--

ELINOR GLYN (CONT'D)  
 Of course they are. You know  
 Indians will steal anything.  
 You know why they put so much  
 spice in their food? Because  
 they're poor!

Manny just nods, starts to walk off. The Wife calls to him --

WIFE OF COUPLE  
 The dog took a shit on the sofa by the way.

Manny turns. Ugh.

ELINOR GLYN  
 Fluffy says "Your welcome". He improved it!

Manny folds the shit up with a napkin and -- giving it a look as  
 he heads out the front door and as the band's song ENDS --

MANNY  
 I've seen worse.

**EXT. DON BRADY'S HOUSE - CONTINUOUS**

Quiet. Manny tosses the dog shit. Finally has a moment. Lights a  
 cigarette. Notices some of the shit fell on his shoe. Sighs.

A new song begins inside -- a ballad. Manny looks back at the  
 house -- the posh guests -- the world he's not a part of...

Then -- a car SMASHES into statuary behind him. **BAM!** Manny SPINS  
 around as the statue topples and SHATTERS. The driver EXITS.

Short, mid-20's, crazily mussed hair, thick Brooklyn accent -- and  
 spitfire energy. A dynamo with a chip on her shoulder the size of  
 Gibraltar and a hunger that will never let up. Moving through the  
 wreckage of a 500-year-old statue, she's the only thing worth  
 watching. This is CLARA BOW, and she demands your full attention.

CLARA  
 Well *that* came out of fuckin' nowhere.

SECURITY GUARD  
 You'll have to pay for that, ma'am.

CLARA  
Oh yeah? And who the fuck are *you*?

SECURITY GUARD  
I'm security.

CLARA  
Ha! I coulda been *killed* by that thing.  
You're lucky I don't report you.

She marches on ahead, has a party to get to. Naturally.

SECURITY GUARD  
Where do you think you're going, ma'am?

CLARA  
Inside. I'm Clara Bow, dummy.

SECURITY GUARD  
There's no "Clara Bow" on the list.

CLARA  
Then obviously my assistant put me  
under my stage name. Billie Dove.

SECURITY GUARD  
You are not Billie Dove.

CLARA  
(fed up)  
That's it -- what's your name and  
precinct?

SECURITY GUARD  
Security guards don't have precincts,  
ma'am.

CLARA  
You're about to not have a *job*, fucko.

SECURITY GUARD  
Ma'am, you might wish you  
were Billie Dove --

CLARA (CONT'D)  
And you might wish you were  
eatin' my asshole when you're  
filin' for unemployment --

MANNY  
Clara Bow?

Clara and the Guard turn, surprised. Manny is standing there.

MANNY (CONT'D)  
They're waiting for you around back.  
(then, to the Guard,)  
She's with the dwarf act.

A beat. The Guard looks Clara up and down. Thinks. Then --

SECURITY GUARD

That I can buy.

**CUT TO: MOMENTS LATER.** Manny and Clara walk around the side of the house. Less people here. Manny looks at Clara. He doesn't know why he's doing this. She looks at him. She does know why.

MANNY

I'm Manuel. There's a back entrance.

CLARA

Clara. There really a dwarf act?

MANNY

Apparently he uses his cock like a pogo stick. They call him The Miracle Midget.

Clara nods. We see in the distance a CONVERTIBLE appear --

GATE GUARD

Good evening Mr. and Mrs. Conrad...

Clara watches with the same momentary LONGING we saw in Manny earlier... She turns to Manny as they near the back of the house.

CLARA

I didn't need your help, you know.

MANNY

Billie Dove?

CLARA

Why not?

MANNY

She's kind of a big star.

CLARA

I did her a favor. In thirty years she won't be a big star and she can tell her grandkids Clara Bow once used her name.

Manny takes it in. They pass the ELEPHANT -- taking another shit.

CLARA (CONT'D)

Besides. I'm already a star.

MANNY

That right? What've you been in?

CLARA  
Nothin' yet.

MANNY  
Then who's your contract with?

CLARA  
I don't have a contract. I just got to L.A. last week.

MANNY  
Right. So you want to *become* a star.

CLARA  
You don't *become* a star, honey. You either are one or you aren't. And I am.

They reach a tucked-away BACK DOOR. Manny opens it. Stepping in --

CLARA (CONT'D)  
Thanks. Now d'you know where I can find some drugs?

**INT. BALLROOM - DON BRADY'S HOUSE - CONTINUOUS**

A MAN IN DRAG pulls a DWARF with a DILDO out of a BOX on-stage. The Dwarf starts BOUNCING on the dildo as the crowd CHEERS.

BANDLEADER (O.S.)  
What in God's name happened??

We find the Bandleader, Sidney and the Saxophonist just off-stage. Sidney's got a bristling energy to him. Think a young Miles Davis.

SAXOPHONIST  
He broke my fucking nose, that's what!

SIDNEY  
You follow an E-flat with a tonic and you're surprised your nose got broke? I got an idea: why don't you try being a carpenter?

SAXOPHONIST  
You see what I deal with, Joe? He's a fucking psychopath!

SIDNEY  
Calm down. Now your nose will have to heal and you'll finally have time to practice.

SAXOPHONIST  
I practice nine hours a day, you fuck.

SIDNEY

Right but I mean practicing saxophone,  
not cock-sucking.

BANDLEADER

That's enough, both of you! Ronald, get  
cleaned up. Sid, once the dwarf pulls  
the wand from his ass you're back on.

He walks off, pissed. The Saxophonist presses a rag to his nose.

SIDNEY

Keep it elevated.

SAXOPHONIST

Fuck you.

Off that --

LEVINE (PRELAP)

Conrad's car just entered the gates,  
I don't have fucking time for this --

**INT. BEDROOM - DON BRADY'S HOUSE - CONTINUOUS**

SMASH CUT TO THE BEDROOM from before -- the YOUNG WOMAN we saw  
earlier is now unconscious, blood streaming from her nose.

OBESE MAN

We were just having fun!!!

The Obese Man weeps and shakes the Woman over and over, hoping  
she'll wake. Levine and a fellow EMPLOYEE stand there, surveying  
the coke-and-pee-strewn room.

LEVINE

What a goddamn mess. That's right,  
shake her a few more times you fat  
fucking dirigible.

EMPLOYEE

(turns to Levine)  
Where's the kid you hired?

Levine looks. Thinks for a second. *Good question.*

**INT. BACK ROOM - DON BRADY'S HOUSE - CONTINUOUS**

Manny busts Clara into a darkened room -- full of punch-bowls of  
drugs, plus the occasional priceless antique.

MANNY

Morphine, opium, ether, heroin and  
coke. And Louis IV sat on that.

Clara nods and goes straight for the coke.

**EXT. DON BRADY'S HOUSE - NIGHT**

Levine exits, looking for Manny. We PAN to find --

-- the CONVERTIBLE we saw before. In it are INA CONRAD, 30's, and her HUSBAND. He's in the driver's seat, leaning back -- sunglasses hiding his eyes, a white orchid in his jacket pocket and a cigarette in his hand.

This is JACK CONRAD. 50, but ageless. A man for whom all life is a game -- or a giant movie set. Think 70's Nicholson crossed with Mastroianni at peak cool. The ultimate gentleman, with a dash of Wonka playfulness and Mad Hatter crazy, he floats through life like magic because he's afraid of ever touching the ground.

INA  
I won't do it anymore! I  
won't pretend everything is  
fine when I feel this void --

JACK  
(clearly tipsy)  
*Hai ragione, principessa. Da  
ora in poi, la verità.*

INA  
I'm always on the giving  
side, and where are you?

JACK (CONT'D)  
*È una bella domanda. Gli  
spaghetti sono troppo cotti --*

INA  
Stop fucking speaking Italian!!!

Jack looks at her as though dumbfounded. Innocently --

JACK  
*Ma, cara mia -- è la mia lingua.*

INA  
No it is not!! I'm trying to have a  
serious conversation with you, damnit!  
Our marriage is in trouble! I'm  
unhappy! Do you understand what I'm  
saying??

JACK  
*Mi dispiace di no, perché parlo  
italiano --*

INA  
STOP IT!!! YOU'RE NOT ITALIAN!!!

JACK  
*Cara mia, la tortellini con pesto --*

INA  
One more word of Italian and I  
divorce you. One more word.

Jack pauses. A hint of sadness. She won't play along anymore.

JACK INA (CONT'D)  
*Eh... Alors, il faudra le* Get the fuck out!!!  
*français --*

Ina starts KICKING at him --

JACK  
*Ahhh il cappotto! Delicatamente!*

Jack slides out of the car. Ina MOVES to the driver's seat --

INA  
 I want a divorce!!

-- and SPEEDS away in a cloud of dust. Jack waves to her:

JACK  
*Allora -- buona notte, amore mia...*

He takes a drag, watching the car drive away. Thinks. Wistful for a moment. Another one gone. Oh well. The show goes on. He finishes his cigarette and saunters toward the house, whistling.

SECURITY GUARD JACK (CONT'D)  
 Evening, Mr. Conrad. Evening, Dale.

Slides a roll of CASH into the Guard's pocket -- then hears a NOISE. Looks...

A little way's away -- by the hill's edge -- a SILHOUETTED FIGURE IS CRAWLING OUT OF A BUSH. It's a WOMAN. She EMERGES from the foliage, covered in twigs and leaves and dust and scratches -- has obviously CLIMBED OVER A MILE and then HIDDEN for her moment -- and is now RUNNING LIKE THE WIND ITSELF STRAIGHT TOWARD JACK.

CRAZED FAN  
**JAAAAACK!!!!!!!!!!!!!!!!!!!!!!!!!!!!**

The GUARD TACKLES HER LIKE A LINEBACKER -- T-boning her to the ground. The woman WAILS IN PAIN, shrieking as she reaches out --

CRAZED FAN (CONT'D)  
**I LOVE YOU JACK!!!!!!!!!!!!!!!!!!!!**

Unfazed, accustomed to life at its maddest, Jack blows her a kiss, resumes his whistling, straightens his tie --

**INT. BALLROOM - DON BRADY'S HOUSE - CONTINUOUS**

-- and ENTERS. This is the biggest moment of the party. The atoms in the room freeze. Gravity shifts. A hush over the crowd and a NEW SONG immediately beginning as all eyes turn at once...

...to the motherfucking king.

GORGEOUS FEMALE GUEST  
Jack!

JACK (CONT'D)  
Hi, Nathalie...

MALE GUEST  
How's it going, buddy?

JACK (CONT'D)  
*Pas mal, pas mal...*

One GUEST after another approaches. Jack -- ultra-relaxed, sly grin -- nods to them all -- grabs a MARTINI floating by, SIPS as he walks, slips into SYNC with the music, DRUNK yet moving in perfect time -- effortless Jagger-like charisma. People RUSH HIM, some women even try to KISS HIM, he just stays cool, unflappable --

BEAUTIFUL WOMAN #1  
Jack, you didn't call...

BEAUTIFUL WOMAN #2  
Promise me a dance, Jack...

Others keep their distance, too PETRIFIED to do anything. Jack just shakes hands, kisses cheeks -- and never once stops moving.

MALE GUEST #2  
Oh my God, Jack -- it's been forever!

JACK  
(has no idea who this person is)  
Wow, you're right!

ELINOR GLYN  
Behold the black stallion!!

JACK (CONT'D)  
Madame Glyn...

ELINOR GLYN  
Now, my dearest Jack, you know we need to talk.

JACK (CONT'D)  
Yeah, absolutely.  
(spots another GUEST, devising a quick dodge)  
Oh Tom, what is it now? Ah right, I forgot, we have to close Roland --

GUEST  
Roland?

JACK (CONT'D)  
(on to the next person)  
*Ciao, bella!*

WOMAN IN OSTRICH FEATHER HAT  
*Mio caro!*

JACK (CONT'D)  
Elmer, how're the titles going?

WRITER  
Fourth scene is still a problem, Jack --

JACK (CONT'D)  
Cut it. Go straight from court to the garden. Cleaner that way.

DIRECTOR  
Jack I've been trying to call you all week!

JACK (CONT'D)  
(shouting out, emphatic)  
Yes but di lila kleyd iz nisht tsunemen!

DIRECTOR  
What?

PHOTOGRAPHER  
Jack can I grab just one?

JACK  
Sure, Charlie, how're the kids?

PHOTOGRAPHER (CONT'D)  
(snapping a photo)  
They're great, Tim just turned ten.

JACK  
On to Decade Number Two!

YOUNGER GUEST  
Mr. Conrad, are you ok with March 13th for the premiere?

JACK  
14th. Thursdays are always classier. Also send a train-set to Tim Schmidt and get a hold of Charlie's negative before it runs to make sure I don't look too shiny --

GUEST  
Yes, Mr. Conrad.

All of this happens in a matter of seconds. You've never seen such dexterity -- the speed with which Jack handles the crowd. He's almost through the gauntlet when a FAT PRODUCER with his shirt ripped open and a COCK drawn in marker on his chest arrives --

FAT PRODUCER  
Conrad! MGM should be sucking your pecker, you money-minting machine! Am I still getting that counter?

JACK  
You know I don't like discussing business with you when you look like this, Wilber.

FAT PRODUCER  
I know... Just know it's only a starting point... We can eat into contingency! Anything for you!!

Jack moves on, SPINS on the dance floor with a LADY IN A SKIN-TIGHT DRESS, notices his glass is empty, picks a random drink from a table and downs it, reaches his own TABLE, specially reserved for him, as SIX OTHER GUESTS sit down beside him and as --

SERVER  
No Mrs. Conrad tonight?

JACK  
You're right, where'd she go?

The SERVER -- a woman of about 20 -- smiles. Reaches over Jack as she sets two champagne bottles on the table. Strategically ensures her breasts GRAZE his face as she does so. Wants to fuck him.

SERVER  
Oh, I'm sorry...

JACK (CONT'D)  
We seem to have an issue.

SERVER  
(Did I just fuck up?)  
...We do?

JACK

Yep. This table only has two bottles of champagne on it. We'll need a minimum of five to start everyone off in the proper manner. Now sadly that'll still leave half the table empty, so I propose we place two Gin Rickeys in that corner, two orange blossoms soaked with brandy in the other, and we settle the remaining unoccupied territories with some French 75's. And can you do a Corpse Reviver? It's gin, lemon juice, triple sec, Kina Lillet with a dash of absinthe. Three of those. That should top us nicely. And how about oysters? Don't mind if I do. A dozen oysters. And some waters. By which I mean vodkas. Solid plan of attack?

SERVER

(relieved)

Yes, sounds perfect, I --

JACK

You know you don't need to do what you did to get my attention.

The Server stops. Feels like she's been caught. Scared --

SERVER

Oh -- I -- I'm sorry, Mr. Co--

JACK (CONT'D)

What's your name?

SERVER

Uh -- Jen, but I -- I just didn't think you'd look my way --

JACK (CONT'D)

Darling. I'd always look your way.

A beat. He looks right at her. She's taken aback. His movie-star act is gone: This is genuine. A moment between them...

DRIVER

Sir... Paul won't come out of the car. He's insisting I drive him off the nearest cliff.

A DRIVER has just arrived. Jack sighs. Doesn't look shocked.

JACK

Thanks, Fred, I'll talk to him. Jen -- make that *three* Gin Rickeys, *per favore*.  
(and then, to the other guests,)  
I shall return.

**EXT. DON BRADY'S HOUSE - NIGHT**

Jack ambles out, sipping a drink and singing a song to himself.

SECURITY GUARD  
So sorry about before, Mr.  
Conrad...

JACK (CONT'D)  
Oh. No problem, Dale. Lovely  
girl.

Jack reaches a car. PAUL BERN, teary, drunk, 40's, is inside.

JACK (CONT'D)  
She said no, huh?

PAUL BERN  
After all we've been through!

JACK  
Right... Well, to be fair,  
you did just meet her a week  
ago, Paul.

PAUL BERN (CONT'D)  
What we had was special!

JACK  
I know, buddy... I know...  
(opens car door)  
But you're not going to kill yourself  
over it, ok? *La vie est trop belle*.  
Why don't you save that ring for the  
right lady and come inside -- I got  
three Gin Rickeys and a beautiful  
woman's been asking after you.

PAUL BERN  
...Yeah?

Jack ushers Paul out, turns to the Driver. Nods "thanks". Sotto --

DRIVER  
Who's the woman?

JACK  
I'll figure it out.

**INT. BACK ROOM - DON BRADY'S HOUSE - CONTINUOUS**

SMASH TO: A line of COKE going into Clara's nose. She's been at  
this for a while. Manny watches. She turns -- offers him some.

MANNY  
Oh -- no, I --  
(Clara keeps just looking at him)  
Ok... Just a little.

He leans down. Nervous. Does a line. We can tell it's his first.  
As he coughs, feeling a bit of a sting --

CLARA  
No Paris for me. The French are dumb  
clucks. Maybe Niagara Falls. You?

Manny takes a moment to recover. Thinks for a moment and --

MANNY

A movie set. Just to see what it's like, you know? Just to taste it...

CLARA

You never been on one?

MANNY

No. You?

CLARA

Not yet.

A beat. Clara looks at him again.

CLARA (CONT'D)

You know you're not bad-lookin'.

MANNY

...Thanks.

CLARA (CONT'D)

Take your clothes off.

Manny looks at her. Did he hear that right?

CLARA

I'm waiting.

BANDLEADER (V.O.)

*And now, ladies and gents -- the star musical attraction of the night!*

**INT. BALLROOM - DON BRADY'S HOUSE - CONTINUOUS**

The Bandleader addresses the crowd. Sidney stands behind him.

BANDLEADER

All the way from Old Hong Kong by way of Naughty Shanghai -- the Exotic Sex-ation -- that Emerald of the East -- that Ornament of the Orient -- the Rose Petal of the Rising Sun -- Miss Anna May Wong!

From behind the bandstand emerges ANNA MAY WONG -- now in FULL TUXEDO AND TOP HAT. A cigarette dangling from her lips, white gloves on her hands. The Bandleader eyes Sidney -- *don't fuck this up* -- and Anna starts SINGING in a come-hither Chinese accent:

ANNA MAY WONG

*There's one pet I like to pet  
And every evening we get set  
I stroke it every chance I get  
It's my girl's pussy...*

The audience ERUPTS. Anna's voice stays soft, calm, teasing:

ANNA MAY WONG (CONT'D)

*Seldom plays and never purrs  
And I love the thoughts it stirs  
But I don't mind because it's hers  
My girl's pussy...*

*(more cheers)*

*Whether there's a lightning strike  
Whether there's a storm  
No matter what the weather's like  
It's always nice and warm.  
It's never dirty, always clean  
In giving thrills, never mean  
But it's the best I've ever seen  
It's my girl's pussy.*

She SLINKS off the stage. She moves like WATER -- ebbing and flowing past the tables, her eyes slowly roving. She stops at a COUPLE on a couch. Leans over, fondles the MAN's tie --

ANNA MAY WONG (CONT'D)

*Whether there's a lightning strike  
Whether there's a storm  
No matter what the weather's like...*

-- then she turns to face the WOMAN -- slowly bends toward her face -- and gives her a long, sensuous KISS... A rest in the music. The crowd holds its breath. Anna leans back -- the Woman she kissed is in a daze -- and EXHALES cigarette smoke.

ANNA MAY WONG (CONT'D)

*...It's always nice and warm.*

She smiles, tips her hat, turns and regains the stage --

ANNA MAY WONG (CONT'D)

*I bring tid-bits that it loves  
We spoon like two turtle doves  
I take care to remove my gloves...  
(turns back to the audience  
as she removes her gloves)  
...When stroking my girl's pussy.*

A WINK, and she's done. Big APPLAUSE -- as Sidney takes over on melody, blowing his horn GENTLY and TENDERLY now, caressing the notes. Plays like an angel. Finishes. The song is over. Sidney and Anna May share a look. She leans over to him and whispers:

ANNA MAY WONG (CONT'D)

Did I sound ok?

SIDNEY

Just like a lady.

We notice -- Anna's accent is gone.

SIDNEY (CONT'D)  
Got good shit tonight. Want a hit?

ANNA MAY WONG  
Fuck yes.

**INT. BACK ROOM - MOMENTS LATER**

QUICK CUTS: Heroin injections. Sidney and Anna May shoot up.

**INT. BALLROOM - DON BRADY'S HOUSE - LATER**

Anna May, now HIGH as a kite, reclines in a chair and takes long, slow, blissful drags on a cigarette. Sidney, looking same as ever, plays trumpet again with the band. We spot Levine, STILL SEARCHING FOR MANNY -- as, humming to the music, even drunker than before but somehow with the same sly grin and a lilt in his words:

JACK  
Anna May, Anna May. *Come stai?*

ANNA MAY WONG  
Fine, fine, sweetie. Writing titles for Neilan's next picture. Was going to act in it but apparently I look too Chinese to play a Chinese.

JACK  
Well. I'm stuck doing another goddamned costume picture. And my wife's divorcing me.

ANNA MAY WONG  
Sorry to hear that. Want some junk?

JACK  
God, no, you know I don't touch that. That's for crazy people.

ANNA MAY WONG  
Right.

The server from before -- JEN -- passes by. Jack sees her.

JACK  
They always like it for a moment and then don't. It always ends...  
(seems wistful now; then, drifting,)  
That girl's something, you know. She was completely honest with me.

ANNA MAY WONG  
Your wife?

JACK

No -- Jen, the --  
 (snapping back to why he came here)  
 Listen, I need a favor -- you see my  
 friend Paul? Was wondering if you  
 could talk to him? Tell him you were  
 asking after him?

ANNA MAY WONG

The sad one over there? Don't they  
 call him "Micro-Penis"?

JACK

Well I'm not asking you to fuck the  
 guy. Just make him feel special.

ANNA MAY WONG

...Ok, sweetie.

JACK

*Dòjeh nei fan lai mat--*

ANNA MAY WONG (CONT'D)

Don't speak Cantonese to me.

He shuts up -- as WE SEE MANNY AND CLARA RUN BY, sweating,  
 laughing, totally red-faced. You can tell they've just fucked.

CLARA

I love this song!!!

Clara races to the dance floor, starts moving WILDLY. The new tune  
 is fast, furious. Manny DANCES with her -- but Clara's thoughts  
 and eyes seem to be racing beyond him. She's got work to do...

She PULLS AWAY. Starts dancing on her own. Pirouettes to a  
 HANDSOME GUY, puts her arms around him. He gets excited, leans in  
 to KISS her -- but she skirts away. Dances over to the COP from  
 the road, now drunk off his mind. Gets him salivating as well --  
 then moves on. Makes out with a MAN IN DRAG. Then a NINE-YEAR-OLD  
 BOY (must be the Cop's cousin's son, can't believe his luck). Then  
 mounts a TABLE-TOP. Manny just watches. As do others...

Something has shifted in the room. PEOPLE at other tables start  
 grabbing at each other, tearing at outfits. A COUPLE, faces  
 smeared with coke, start fucking in the open. The jazz BUILDS in  
 intensity as the whole place starts to look more and more like an  
 ORGY -- with Clara up top like a mad conductor presiding over it  
 all, and Manny and a sea of drunkards utterly mesmerized by her...

LEVINE (O.S.)

You! I've been looking all over for you!

Manny SPINS around, startled. It's Levine -- and he's pissed.

LEVINE (CONT'D)

We've got a serious fucking situation!!

## INT. BEDROOM - DON BRADY'S HOUSE - MOMENTS LATER

Manny, Levine and the Employee huddle around the blood-streaked and unconscious YOUNG WOMAN. She occasionally TREMORS.

LEVINE (CONT'D)

There's no exit except down the main staircase.

MANNY

No back stairs?

LEVINE

No, you gotta go through the ballroom. Everyone will see her.

MANNY

There's no doctor in the house?

LEVINE

One, but he's so stoned he thinks he's a leprechaun.

MANNY

Well they're all high as shit down there, maybe they won't care? If we get her out now there's a hospital a mile away --

LEVINE

Someone will care. She's a fucking teenager and she looks like she's dead.

Manny thinks. Then gets an idea.

MANNY

Let's use the elephant.

(off the others' confused looks --)

We'll bring him in through the front. Everyone will be looking at him. No one will be looking at her.

Levine considers. Checks his watch.

LEVINE

It's only two. Brady wanted to save the elephant.

Manny looks at him. A beat.

LEVINE (CONT'D)

Fine. Get the wrangler. Jimmy, you carry the girl down with me, then you drive her to the hospital.

The Employee -- JIMMY -- nods. Manny hurriedly EXITS. Then --

JIMMY  
Doubt she'll be able to work tomorrow.

LEVINE  
That's her fucking problem.

JIMMY  
Uh -- no, she's a day player on "Fleet's In".

Levine turns to him. Suddenly pale. A beat.

LEVINE  
...Are you sure?

JIMMY  
(opens the Young Woman's purse)  
Yeah, Jane Thornton. That's her.  
(then,)  
"Fleet's In" -- that's a Brady  
picture, isn't it?

Levine lowers his head into his hand. A beat. Softly --

LEVINE  
Yes.

A moment of silence. Then, everything exploding now --

LEVINE (CONT'D)  
**WHO THE FUCK INVITED HER??!**

Beat. We see a FAT ARM slowly rise up behind Levine and Jimmy.

OBESE MAN  
Um... I did.

The Obese Man is seated on the floor. Now Levine really loses it.

LEVINE  
**You fucking blimp motherfucker piece  
of fat fucking shit --**

OBESE MAN  
I'm sorry, Bob!! It was her first  
movie role, she wanted to celebrate!!

Levine starts BEATING THE SHIT out of the Obese Man now --

LEVINE  
**I'll fucking kill you you dough-boy  
fuck! I'll sell you to fucking  
Goodyear so they can add you to  
their fucking zeppelin fleet!!**

Jimmy finally manages to PULL Levine off the Obese Man -- now a whimpering pile of tears. Levine, red-faced, EXITS the room -- LOOKS at the melee down below -- all drinking and snorting and orgiastic fucking -- a MAN going down on a WOMAN on the floor -- another WOMAN shoving a champagne bottle up a MAN's ass -- another MAN hopping around and shouting, in a bad Scottish accent --

MAN

Oy where is me pot of gold??

Levine LOOKS dead in the center -- where, still perched atop a table, is Clara -- her dancing as crazed and sexed as ever.

LEVINE

Her.

(points, as Jimmy hurries over)

Whoever she is. We go with her tomorrow.

That's that. One last look at Clara, and WE SMASH TO --

**INT. BALLROOM - DON BRADY'S HOUSE - MOMENTS LATER**

The front doors BURST open -- and the ELEPHANT stomps on in. All eyes turn. It's a sight to behold -- its giant frame barely fitting through the faux-medieval doorway, its tusk reaching the ceiling as the Wrangler -- holding hay and stained in shit -- guides it into the BALLROOM. We SPOT Jack and Jen FUCKING up in an alcove, the elephant parading in the background, the band playing CIRCUS MUSIC now -- while Levine and Jimmy CARRY the unconscious Young Woman down the staircase and out the back. No one notices.

**INT. BALLROOM - DON BRADY'S HOUSE - A FEW HOURS LATER**

The party has wound down. Confetti and streamers everywhere. The musicians play a languid Middle-Eastern tune. We SPOT:

-- Paul Bern and Anna May Wong dancing. Anna holding Paul sweetly, tenderly. Bern in a state of bliss.

-- The Obese Man, now painted up as a clown, drinking and crying.

-- A HOSTESS wheeling a snack tray. On it: needles and heroin. A few GUESTS partaking -- among them Elinor Glyn, passing out while Fluffy, her tiny dog, barks ferociously at the ELEPHANT. A couple bored PARTY-GOERS eyeing Fluffy. They whisper to each other, look at Elinor Glyn, laugh -- then pick the dog up and run off with it.

-- Jack, slumped in his seat, almost comatose now, empty bottles in front of him. All his other companions passed out. He gazes at the BAR, no longer manned. A look of wild ambition in his eyes:

JACK

(slurring to himself)

Alright, Captain...

(MORE)

JACK (CONT'D)

Just one more drink...for old time's sake...? *Oui, pour la santé...*

(hoists himself up -- then falls back against his seat)

Aye... Ok, ok... *Puoi farlo...* One last stand for the Queen...

(another try -- almost falls again but steadies himself)

That's it. Caesar at Carthage, Napoleon at Austerlitz, and...

you...you at this bar... Once more unto the breach, Sir Walter Scott...

(walking one step at a time)

For Harry, England and Saint George...

He moves at a GLACIAL PACE -- like a not-great tightrope walker. Somehow, despite his stupor, he's still the image of a gentleman -- hand to waist, posture perfectly upright. An air of old nobility as he INCHES his way to the bar, straightening his tie as he converses with himself in snippets of Shakespeare and "Ivanhoe".

JACK (CONT'D)

MANNY (O.S.)

*On this St. Crispin's Day...* Sir?

WE'RE ON Levine now -- finally calm. Manny approaches, nervous.

MANNY (CONT'D)

Thank you for the gig, sir. I was wondering if maybe next time you or Brady might have something...anything for me...on one of your sets? I'll do whatever. Gaffing, rigging, coffee, props, gag man, speed, condoms...

Levine thinks. Sees a PARTYGOER vomiting in the corner.

LEVINE

No. You're right where you belong.

That line hits Manny in the gut. He keeps it in. Turns -- and SPOTS Clara. At a POKER TABLE with FIVE HANDSOME MEN. WE CUT IN CLOSE, find Jimmy has just arrived and handed her some paper. Unlike anyone else, Clara looks wide awake -- and giddy.

JIMMY

Call time's in three hours. You'd better get some sleep.

Clara BEAMS. Drops her chips, blows a KISS to the MEN --

CLARA

Bye, boys.

MEN

Night, Clara.

-- turns around and sees Manny. Her face bursts into a GIANT GRIN.

CLARA  
Manny!!! Isn't life wonderful???

MANNY  
 Clara --

CLARA (CONT'D)  
 Shhh! She's sleepin'...

The ELEPHANT's eyes are now closed. Clara approaches it, taken by the sight. Caresses it, then tenderly whispers to it:

CLARA (CONT'D)  
 ...You poor angel. They shouldn't do this to you. It's a crime.

Clara kisses its tusk -- then runs out through the front door.

**EXT. DON BRADY'S HOUSE - DAWN**

Manny hurries after her as --

CLARA (CONT'D)  
 Just think what they'd say now,  
 Manny! All the cunts in Prospect  
 Heights. They called me the ugliest  
 little mutt in the neighborhood. Ha!  
 Let 'em see me now!

She CACKLES with laughter. Manny approaches her, slowly.

MANNY  
 Clara...

CLARA (CONT'D)  
 Hey Josie! Hey Nana! Why  
 don't you kiss my royal  
 Angeleno hooch, huh??

MANNY  
 ...I think I'm in love with  
 you.

CLARA (CONT'D)  
 Remember to wash your mouths  
 afterwards, you prissy cunts!

With that, she LEAPS into her dented CAR, REVS the engine --

CLARA (CONT'D)  
 Night, honey!

-- and SURGES forward, CRASHING into the house. Metal CRUNCHES.

Unfazed, Clara reverses and SPEEDS off. You've never seen *anyone* drive so fast or so violently. Manny is left alone. Again.

JIMMY  
 Kid.  
 (has just exited; Manny turns)  
 Jack Conrad's passed out. Use one of  
 Brady's cars to take him home.

On Manny: Snapped back to reality, and reminded of his status.

MANNY  
...No problem.

**INT. BALLROOM - DON BRADY'S HOUSE - CONTINUOUS**

Sidney puts his trumpet down, packs up. The music is done. He eyes the Saxophonist, still nursing his nose. Walks over to him.

SIDNEY  
Hey man... I'm sorry.

The Saxophonist looks at Sidney. Surprised. They shake hands.

SIDNEY (CONT'D)  
But if you play like that in my presence again, it won't be just your nose I break.

SAXOPHONIST	ASSISTANT (O.S.)
Are you --	Want to meet the host?

The bandmates turn. An ASSISTANT has just appeared.

ASSISTANT (CONT'D)  
Trumpet? Brady wants a musician.

SAXOPHONIST	ASSISTANT (CONT'D)
What about me?	You're bleeding too much.

**INT. BASEMENT LIBRARY - DON BRADY'S HOUSE - MOMENTS LATER**

Rising up as an OLD WOMAN strokes a OUIJA BOARD and CHANTS --

DON BRADY  
Come in, come in! Sorry I've been holed up in here all night. She says she can talk to Barbara La Marr.

Sidney has entered with the Assistant and FOUR OTHER GUESTS (all white). DON BRADY, 50's, hurries them into a SCREENING ROOM...

BRADY  
But this I want people to see. This is even more *otherworldly*. Wilson, you got the light? Kris, the screen --

The lights DIM. Darkness -- until a LARGE SCREEN LOWERS. Sidney looks, yawns, bored. A TECHNICIAN mans a PROJECTOR...

The SCREEN flickers to life. ON IT: Black-and-white footage of a STAGE CURTAIN. It's silent (as one would expect from 1926). All we hear at this point is the film running through the projector...

Then -- the on-screen curtain RISES. And we HEAR it.

It's a loud, distorted SOUND. We CUT BACK TO Sidney. His boredom vanishes. Shock visible. The curtain reveals an ORCHESTRA. A CONDUCTOR enters the frame -- footsteps audible. Opens his mouth:

CONDUCTOR

*Hello. I'm Paul Whiteman, and we're going to play "My Blue Heaven" for you.*

We just heard him speak. The Conductor raises his baton, the orchestra starts playing -- and MUSIC can be heard. Scratchy, lo-fi. It's a cheesy tune. Not impressive. The camera never moves. A few bars later -- the clip ENDS. Silence. The LIGHTS go back on. The Guests look at one another -- and Brady, excited, starts in --

BRADY

The sound's on a wax cylinder synced to the picture. They're calling it Vitaphone. Western Electric wired me up for this last week -- apparently Sam Warner's wiring up the Rivoli in New York, he's gonna do a program with "Don Juan". Mayer and Zukor think it's a fad. What do you think?

FIRST GUEST

Do they still have the coke out front?

Brady pauses.

BRADY

...Yes, they still have the coke.

The Guest nods and exits. A SECOND GUEST, a German, chimes in now:

SECOND GUEST

I'd worry it robs cinema of poetry. Makes it literal. Sound has no shadows.

BRADY

Ok. But is it commercial?

THIRD GUEST

They still haven't cracked it. Maybe the shorts will work. Not features.

BRADY

Ok... Harold?

FOURTH GUEST

The tech has improved, but the idea's the same as it was ten years ago. Didn't catch on then. Why would it now?

Brady nods. A beat. Then -- his eyes land on Sidney.



He removes his jacket -- heads to another room, turns to Manny --

JACK (CONT'D)  
 Now if you'll excuse me -- I'm going  
 to go take a piss.

He disappears. Manny hears Jack urinate while BELTING along --

JACK (O.S.) (CONT'D)  
*"Quando arresta, quando arresta un  
 moto arcaaaaaano!"*  
 (then,)  
 Ina's mom always told her, "I don't  
 see how you can marry a man who paints  
 his face -- period." How about that!

A pair of shoes FLIES from the doorway. Jack then re-emerges, shoeless, now slipping off his pants. Dramatically tosses them as well. Manny wonders for a second if Jack's going to fully undress.

JACK (CONT'D)  
 Want a highball? I never did make it to  
 the bar...

MANNY	JACK (CONT'D)
...I -- I think I should take	(making a highball)
you to bed, Mr. Conrad --	Now, now, I'm not <u>that</u> easy.

Jack PUSHES OPEN a pair of French doors, revealing a BALCONY overlooking the hills. Miles and miles of countryside, gorgeous dawn light. BARRELING out onto the balcony, drink in hand --

JACK (CONT'D)  
 They would've preferred me as a legit,  
 you know. Legits have class...

Manny follows Jack, takes in the view -- when suddenly, seized with inspiration, fire in his eyes, Jack GRABS him by the collar:

JACK (CONT'D)  
 But you know what we have to do, don't you?  
 (then steps atop a table to get  
 a view -- and, half to the  
 hills and half to Manny --)  
 We have to redefine the form. It's all  
 very well to make pictures of these  
 heroes and villains of the past, but tell  
 me -- are those counts and kings any more  
 romantic than the man who fills your  
 gasoline tank? Sure, costumes and myths  
 are good for a night out -- but don't we  
 have a higher calling? One great picture  
 to cut through the bullshit -- that's all  
 one needs. That's the higher calling!  
 (MORE)

JACK (CONT'D)

I've made some good ones, some not-so-good ones, some downright fucking bad ones -- but I tell you, if you can make one great picture -- one great piece of art -- then a life is worth living.

At that point the table SHATTERS underneath him, violently CHUCKING him left, causing him to SOMERSAULT BACKWARDS over the balcony railing and PLUMMET through a tree and INTO THE ABYSS.

MANNY

**OH MY GOD!!!!!!!!!!!!!!!!!!!!**

Manny -- apoplectic, he's just witnessed the death of Jack fucking Conrad -- RACES down an outside staircase to the body --

-- to find Jack emerging from a SWIMMING POOL, totally unfazed.

JACK

Time for bed!!!

Removing his wet shirt, revealing a few cuts, Jack marches into a BEDROOM by the deck and PLOPS into bed, immediately PASSING OUT.

Catching his breath, Manny lingers. *Jesus Christ*. Starts looking around. The OPERA can be heard everywhere -- one speaker per room.

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

Hey! Where'd you go???

Manny hears -- RUSHES to the BEDROOM. Jack points to him.

JACK (CONT'D)

I like you. You'll take me to set tomorrow. Want you by my side there.

Manny is speechless. *Does that mean what he thinks it means?*

JACK (CONT'D)

You ever been on a movie set?

MANNY

Uh -- no...

Manny's emotional. Jack closes his eyes, drifts back to sleep as --

JACK

You'll see. It's the most magical place in the world...

Manny is left with that. On his face, almost tearing up --

MANNY

I've heard.

TITLE over black:

"BABYLON"

INT. BEDROOM - CLARA BOW'S APARTMENT - DAY

Clara Bow SPRINGS awake. Has only slept an hour. Looks like shit. Leans up, her bed croaks -- and we see where we are. It's the polar opposite of the houses we've just seen. A tiny cramped two-bedroom apartment that looks like squalor.

INT. KITCHEN - CLARA BOW'S APARTMENT - MOMENTS LATER

A minuscule kitchen, steam rising. ROBERT BOW -- 50's, paunchy, a cigarette dangling from his lips -- is cooking macaroni and belting "Oh! What A Pal Was Mary" at the top of his lungs --

ROBERT BOW

*"Mary o' mine, Mary o' mine..."*

(sees Clara ENTER)

Mornin'! Macaroni's almost done.

CLARA

That's ok, I'm in a hurry.

ROBERT BOW

Nonsense. Eat.

CLARA

I can't, I gotta go, I --

(she stops -- then, giddy,)

I got an actin' job, Dad.

ROBERT BOW

What? C'mon, set the table.

CLARA

No, I'm serious. They want me for a day part on a Colleen Moore picture. Can you believe it?

ROBERT BOW

So someone saw your tits, told you he was a big producer, and now you're an actress. That what you mean?

Clara looks at him. Her excitement suddenly extinguished. Had hoped today would be different.

CLARA

...Fuck you.

ROBERT BOW

Hey. Watch it or I'll throw you out.

CLARA

Throw me out? Who pays the rent here?

ROBERT BOW

Who does the cookin' and the cleanin'?

CLARA

The place is a fuckin' pig-sty and all you ever cook is macaroni.

ROBERT BOW

Now you're insultin' my cuisine. All these years -- I coulda been a great singer instead of sacrificin' for your sorry ass --

CLARA (CONT'D)

Oh my God, again with the singin' -- every time, "I coulda been a singer." You couldn't keep a fuckin' bar opened yet you wanna pretend you're Enrico Caruso --

ROBERT BOW

Why not? You're a fat mutt who pretends she's Marion Davies.

ON CLARA. She's heard him say that before. It hurts.

CLARA

I'll see ya tonight, Daddy.

She heads out the door, SHUTS it behind just as --

**INT. ANNA MAY WONG'S BUNGALOW - MORNING**

-- another door OPENS. In steps LI WONG, mid-50's.

LI WONG (IN MANDARIN)

Liu. We could use your help.

We see Anna May Wong -- seated at a desk in a small bedroom, wearing a skirt and shawl and writing on a pocket-size NOTEPAD.

ANNA MAY WONG

Coming, Mom.

We spot a snippet: "*The Girl: Sweet Sixteen and never -- well, once or twice.*" Anna finishes, rises, switches to Mandarin:

ANNA MAY (IN MANDARIN)

Dad got last week's check?

LI WONG (IN MANDARIN)

Yes. It was sweet of you.

We pass a closet full of tuxes, top hats and ornate Chinese gowns, as Anna and her mom walk together through the doorway --

**INT. SAM KEE LAUNDRY - CONTINUOUS**

-- into a connected LAUNDROMAT. A CUSTOMER is pissed:



Manny SPRINGS awake. Jack, fully dressed, hands him JUICE.

JACK (CONT'D)  
 Drink it up! Prevents blood clots.  
 Have you seen my tie?

MANNY  
 (gags on the drink; coughing --)  
 There's -- a -- a tie on that chair --

JACK (CONT'D)  
 (sees the tie Manny pointed to)  
 No, red tie. Can't you see my eyes?  
 They're like two Venetian sunsets. I  
 need a red tie.

He wets his hair with OLIVE OIL -- runs it through while humming a  
 song -- hair shining vividly by the time he finds a RED TIE --

JACK (CONT'D)  
 Fuck yeah, there it is. *Andiamo!!!*

Marching out the door as Manny RACES to KEEP UP --

JACK (CONT'D)  
The future awaits!!!

**INT. SHOOTING STAGE - KINOSCOPE PICTURES - DAY**

BLACK. Then, the darkness opens to reveal -- a SHOOTING STAGE.

**8:00 AM.**

Clara ENTERS -- awed. The place is an absolute circus. A P.A.  
 ushers her forward, and in one adrenalized move we SEE --

-- A BOXING MOVIE being shot -- two BOXERS pummeling each other --  
 a TRUMPETER playing mood music while, next to that --

-- A SLAPSTICK COMEDY -- the Obese Man from Brady's party, in a  
 cook's costume, juggling plates to RAGTIME PIANO -- next to that --

-- OLD SHANGHAI -- a WHITE ACTRESS in a *qipao* applying "yellow-  
 face" makeup as BAMBOO FLUTE mood music plays -- next to that --

-- A PARTY -- REVELERS dancing like crazy -- a BAND blowing their  
 tops off, a CRANE swooping in while a DIRECTOR screams insanely --

All these MOVIES shooting at once -- one set next to the other,  
 back-to-back, the music and noises forming one giant cacophony.  
 A.D.'s CURSING, P.A.'s RUNNING for their lives. Remember the  
 shooting stage in "Singin' in the Rain" with the many movie sets  
 going simultaneously? This is like that on coke.

THE COUNT  
Peanuts! Good for hangovers!

Meet "THE COUNT". 30's, pudgy, wearing a cape, selling "peanuts".

THE COUNT (CONT'D)  
You new here? Your first bag is free.

He drops a bag in Clara's hand. She looks at it, cracks open a peanut shell -- and, instead of the nut inside, finds a PILL. The Count starts selling to a CHILD ACTOR, when -- a ROAR! Clara SPINS -- has almost bumped into a LION. Part of a CIRCUS set. Just off it is Levine, escorting an IRANIAN PRINCESS --

LEVINE  
And this is where we shoot all our  
Carlos Morado pictures...

-- and Brady, introducing a young GIRL to an older DIRECTOR --

BRADY  
Meet Machla Lieberman. We're going  
to call her Milly June.

The Girl looks fourteen, and Brady's hand is on her ass.

P.A. (O.S.)  
Hurry the fuck up!!!

Clara SNAPS to, is pulled up to a DIRECTOR -- RUTH AZNER, 30's, already about to blow a lid and in no mood to be jerked around:

RUTH AZNER  
Who the fuck is this??? I asked for  
"Pretty Girl #1"!

P.A.  
This is who they found.

RUTH AZNER  
What happened to the "pretty" part?

P.A.  
She OD'ed.

RUTH AZNER  
Fuck!!! Well get her made up. Christ.

The P.A. nods -- DRAGS Clara out through a side door --

**EXT. SHOOTING STAGE - KINOSCOPE PICTURES - CONTINUOUS**

P.A.  
Dressing Room Six.

-- and CLOSES it shut. Clara turns. Lost. Moves down "Avenue B". Passes some camels. Sees a "DRESSING ROOM" sign. Steps in --

-- and finds two MEN and a WOMAN inside -- NAKED and FUCKING.

Steps back out. Nope. Without noticing, passes by ANNA MAY -- whom we PIVOT to follow...

NOTEPAD in hand, Anna May marches ahead -- enters a CUTTING ROOM --

**INT. CUTTING ROOM - CONTINUOUS**

ANNA MAY WONG

*"The Girl: Sweet Sixteen and never -- well, once or twice." Ten words.*

An EDITOR -- middle-aged woman -- nods to Anna. Lines up footage --

EDITOR

Next title's tougher. We have to insinuate Mary's eloping -- but we can't say it 'cause she isn't. And we have to confirm her mom has divorced. And that they've come to a New York hotel. Fifteen words.

Anna May looks at the shot -- a FRAME of a plush hotel lobby.

ANNA MAY WONG

*"Were it not for Manhattan hotels, where would elopers, divorcées and red-plush furniture go?"*

**INT. DRESSING ROOM SIX - CONTINUOUS**

Clara enters. Four ACTRESSES doing makeup. They GLARE at her. She takes a seat and sees a tub of PUTTY. Looks at what the others are doing -- heating it with spoons and candles, rubbing it in.

CLARA

Sorry... D'you think y'all could help show me how it's done?

ACTRESSES

No.

Beat. Clara nods: *Ok*. Looks at the putty. Thinks. Prelap --

ERICH VON STROHEIM (V.O.)

*Das ist Scheisse!!!!!!*

**EXT. BATTLEFIELD - OUTSKIRTS OF LOS ANGELES - DAY**

Director ERICH VON STROHEIM is losing his shit. A card: **9:00 AM.**

We're on a patch of land just outside L.A. -- pure countryside.

ERICH VON STROHEIM  
Dees Sheisse fucks!!!!!!!

PAUL BERN  
Please -- Jack's arrived...

Paul Bern, stressed as fuck, runs down to meet a car pulling up -- Manny at the wheel, Jack in the passenger seat and waxing poetic:

JACK  
...but the key is, he doesn't cut.  
Just lets it play. I tell you, the  
guy is a fucking genius.

Jack's been talking the whole ride. Manny nods -- dazed.

JACK (CONT'D)  
Bernie! *Guten Morgen!* Kid, meet Paul  
Bern -- finest producer in the  
business and my oldest friend -- all  
the way back to the vaudeville days.  
Pies in the face, cut to --  
(gestures to the battlefield)  
Not bad for grade school dropouts,  
huh? Set patrol is Jim Kidd, by the  
way -- legend of the Wild West. He  
lives in Sherman Oaks now.  
(then, seeing Stroheim in the  
distance,)  
What's Herr Kommandant on today?

PAUL BERN  
Extras want to renegotiate  
their pay.

ERICH VON STROHEIM  
Zee Kaiser vood ahv IMPALED  
dem!!!!

JACK  
Huh. Well -- put the kid on it.

PAUL BERN  
...Which kid?

JACK (CONT'D)  
The kid -- what's his name?  
What's your name?

MANNY  
Uh -- Manuel.

JACK  
Right, Manu -- Manuel? Ok -- yeah,  
Manuel's great. Put Manuel on it.

Jack barrels ahead. Bern looks at Manny, a bit confused. Manny is still just struggling to keep up with everything.

PAUL BERN  
...You have experience with  
strikes?

MANNY  
(lying)  
Uh, I... Sure. Lots.

PAUL BERN

Ok, good. These are all junkies from  
Skid Row so they're pretty violent.

With that, Bern hurries after Jack -- leaving Manny on his own to  
face -- the scariest group of EXTRAS you've ever seen.

EXTRA #1	EXTRA #2
Who're you?	That's the cocksucker they sent to screw us!

All the EXTRAS -- sunken eyes, rotting teeth -- TURN to Manny.

MANNY	EXTRA #3
Uh... I -- Um... Well, gentlemen -- I believe you all agreed to a day's work --	And <u>I</u> believe I agreed to ram this knife up the ass of the first faggot they sent over --

CUT TO: Jack atop a hill with Stroheim and Bern. Behind him we see  
Manny below, getting SWARMED by the MOB. As Manny SCREAMS --

JACK (CONT'D)  
Now Erich, I was thinking I'd play it  
*adagio*. Did you see "Blue Dawn"? They  
killed the romance by valuing  
efficiency over poetry there. Poetry  
is what we're after, isn't it? Poetry  
and music. All art aspires to music.  
Sandwich!!!

(immediately a sandwich is  
placed in his hands by a P.A.)  
Thank you. Speaking of music, I'd  
like the mood quartet to play Chopin.

BACK TO MANNY: Desperately fending off wigged-out EXTRAS --

EXTRA #4	MANNY
You sheeny <u>cocksucker</u> --	I'm sorry, I made a mistake!

Manny CLAWS his way out of their grip. Starts FLEEING --

-- then SEES something. A COWBOY on HORSEBACK, looking bored. It's  
the "patrol" Jack mentioned. Manny RUNS up to the cowboy -- JIM  
KIDD, late 50's -- and, panting --

MANNY (CONT'D)  
Sir? Do you have a revolver??

BACK TO JACK: Continuing, truly in his element --

JACK	ERICH VON STROHEIM
Best light is 5:30 to sunset, let's aim for that.	You don't prefer we shoot you out?

JACK

Nah, I'm gonna go work on three other movies, you shoot the battle and call me when ready. *Einverstanden?*

Off that -- GUNSHOTS. Jack turns -- and sees Manny atop Kidd's horse, FIRING a GUN in the air and SHOUTING:

MANNY

Anyone who doesn't work gets a bullet in the FUCKING SKULL!!!!!!!!!!

The EXTRAS are scurrying now like terrified rabbits. Manny clumsily CHASES them (can barely ride a horse) and wails like a BANSHEE. Jim Kidd just smokes a cigarette off to the side and watches, bemused.

JACK

Wow. He's really going at it. I was just joking.

**INT. SHOOTING STAGE - KINOSCOPE PICTURES - DAY**

Back to Brady's stages. A card: 10:00 AM. Ruth Azner is setting up a shot when Clara appears. Azner sees her and SCREAMS:

RUTH AZNER

Jesus Christ!

WE SEE Clara's face: so much GREASEPAINT is caked on that she looks like a demented CLOWN. Azner is mortified.

RUTH AZNER (CONT'D)

For fuck's sake, someone fix her face!!  
(grabs the A.D.)

We have to flip the schedule. We shoot Colleen's death now, then we shoot "Pretty Girl #1" after lunch.

The A.D. nods -- GRABS Clara, hurries her off-set, frantic, as --

RUTH AZNER (CONT'D)

Cynthia? Where's Cynthia? CYNTHIA!!!  
(a GIRL pops her head in)  
Cynthia. Get me some morphine.

ERICH VON STROHEIM (PRELAP)

AND ACTIONNNNNNNNNNN!!!!!!!!!!!!!!!!!!!!

**EXT. BATTLEFIELD - DAY**

Card: 11:15 AM. The BATTLE has just started shooting.

The EXTRAS, already riled up from before, are going fucking crazy now that they have 14TH-CENTURY OUTFITS on and SWORDS and CLUBS in their hands. They tear into each other and let their inner wild animals go loose. Screams, war-cries, dirt and blood. It's mayhem.

Three CAMERAS race to capture the melee -- one HANDHELD on horse-back, two on STICKS in the middle of the action -- while an ORCHESTRA plays Mussorgsky's "Night on Bald Mountain" to the side. Stroheim sends CAVALRY in, BELLOWING via megaphone --

ERICH VON STROHEIM (CONT'D)  
*Gehen!!! Schneller!!!!*

Horses DASH into the fray. Manny, stationed with CREW behind a tree, watches with awe. The EXTRAS are taking the scene way too far. It's a medieval "Apocalypse Now" -- STRINGS soaring and CYMBALS crashing as SPEARS sail and DAGGERS plunge.

ERICH VON STROHEIM (CONT'D)  
*Du kämpfe you pussies!!!!!!*

We PAN to a FIRST-AID TENT -- it's flooded. INJURIES piling up -- bloody faces, gaping gashes. One MEDIC rushes to funnel PILLS to the CREW -- another supplies lines of COKE for EXTRAS to snort and return to battle. A pair of P.A.'s drag a DEAD HORSE.

Beyond, perched on a hill, is a WOMAN we recognize -- ELINOR GLYN. Dressed as if for a day at the races, she loudly DICTATES while a POMERANIAN by her side barks and a twenty-something GIRL types:

ELINOR GLYN  
"The Californian meadows metamorphose into the Iberian plains -- soldiers swarm the field like birds of passage -- as I, Elinor Glyn, your trusted and humble servant, stand witness to the latest of moviedom's magic tricks!"  
(pauses, sighs)  
Why do I bother? Look at these idiots.

One more glimpse of EXTRAS beating the shit out of each other.

ELINOR GLYN (CONT'D)  
I knew Proust, you know.

**INT. JACK CONRAD'S TRAILER - CONTINUOUS**

A door opens -- revealing Jack, pitching to a PRODUCER while the battle rages outside. A WRITER hovers at the doorway.

JACK (CONT'D)	WRITER
And the camera moves <i>through</i> the glass, got it? Theo -- <i>entrez, entrez!</i>	I... I thought we were having a work session...



Card: 2:55 PM. Back to SHOOTING. The battle has RESUMED. Manny races a cup of coffee across the field -- darting from HORSES, ducking from ARROWS -- reaching a car PULLING UP --

MANNY	THALBERG
I was told you'd like a coffee, sir?	(doesn't look at him) Thanks.

IRVING THALBERG, 30's, takes the cup, exits his chauffeured car. He runs MGM production. Reserved, intense and brilliant. A boy wonder. Suddenly -- a CRASH can be heard.

ERICH VON STROHEIM (O.S.)

CUT!!!!!!!!!!

Manny turns -- sees a frenzy building around a CRUSHED CAMERA --

A.D.	ERICH VON STROHEIM (CONT'D)
Was that our last one???	<u>Dees fucking HORSES!!!!!!</u>

IRVING THALBERG	STROHEIM'S A.D.
What happened?	We've lost all three cameras!

PAUL BERN	STROHEIM'S A.D. (CONT'D)
I <u>told</u> you no handheld! What about Jack's scene?	We'll make a camera run.

PAUL BERN	STROHEIM'S A.D. (CONT'D)
It's a three-hour round trip. The sun sets <u>in three hours!</u>	Send Joey now, have him speed, meantime we'll prep.

PAUL BERN  
Joey has a flag sticking through his chest, Harold.

IRVING THALBERG	PAUL BERN (CONT'D)
A flag?	He ran into it himself.

STROHEIM'S A.D.  
Ah, right. Send Guacamole, then.

All eyes turn to Manny. Paul, nervous, about to place the fate of the movie on a newbie's shoulders, looks right at him and --

PAUL BERN  
1312 Flower Street. Fast.

**INT. JACK CONRAD'S TRAILER - CONTINUOUS**

The door SWINGS open -- it's Paul. Jack is now being fitted into an elaborate MEDIEVAL SPANISH PRINCE COSTUME by his Assistant and a COSTUMER while acting out a scene for the now-thoroughly-dazed Writer and sipping another martini --

JACK  
So I *grab* hold of the  
wildebeest's horns, but what  
I *don't* see -- is *the fucking*  
*cliff!!!*

PAUL BERN  
Technical issue, Jack. Small  
delay. Can I get you  
anything?

PRODUCER  
Because it's not a lead and  
she only does leads!

PRODUCER  
Who?

PRODUCER  
What?

PRODUCER  
Jack -- your fireworks shot  
is too expensive and I need  
other Gretas, you *know* we  
can't get Myrna Loy.

JACK  
All good Bernie! Just make  
sure Herr Streusel doesn't  
have a stroke. Why no Loy?

ASSISTANT  
(holds a phone out)  
Got her on the phone, Mr.  
Conrad.

ASSISTANT (CONT'D)  
Myrna Loy.

JACK  
Thanks, darling!

JACK  
(picks phone up as he downs the  
rest of the drink)  
Myrna -- Jack Conrad here. Listen, I  
need your advice... You know all the  
young up-and-comers and unknowns, well  
I need a real *discovery* for the part in  
my picture. Who do you suggest? ... Why  
a discovery? Well the role requires  
*real* skill, Myrna -- a conjuring of  
emotion I'm just afraid *none* of today's  
stars is capable of. ... Oh, well  
Myrna, I didn't mean to impugn you,  
you're a charming screen presence --  
but this is real drama, this is  
Shakespearean-level stuff, not a light  
breezy comedy. ... Well of course you  
can do Shakespearean-level stuff, I  
didn't mean that. You'd be superb in  
one of his fluffier plays. ... Myrna,  
you're taking it the wrong way -- in  
any case, this role requires *youth* --  
someone who has their whole life ahead  
of them! ... Oh Myrna, I -- well, this  
is a bit awkward. I just thought you  
might *know* somebody. Oh well, I'm glad  
you'd like to work with me, I'll let  
you know when a role that suits your  
range comes my way. ... No, no,  
impossible, as I said, it must be a  
*discovery* -- we couldn't pay star fees  
even if we *wanted* to! ... Really?

(MORE)

JACK (CONT'D)

Well let me think on it and talk to the studio, I'm not making any promises but I'll try my best. *Ciao!*

(hangs up, turns to Producer)

She'll do it for cheap. Take the money I just saved you and put it toward the fireworks shot.

SMASH TO WINDOW -- Manny, racing, reaches a CAMERA TRUCK -- and hauls ass out of there.

**INT. SHOOTING STAGE - KINOSCOPE PICTURES - DAY**

Card: **3:30 PM.** We're on Azner's set (a bar), next to the Obese Man's stage. Azner RUSHES Clara, now properly made up, through:

RUTH AZNER

Here's the shot. You flirt with the men, you dance, you get up on a table, we'll go 'til right before Ms. Moore's entrance. Got it? And don't look at the fucking camera. *PLACES!!!*

**EXT. MAGNOLIA BOULEVARD - DAY**

Manny drives like a fucking madman into the city -- honking and screaming frantically at all the other DRIVERS and PEDESTRIANS --

MANNY

*Get out of my fucking way!!!!*

Uptempo MUSIC plays -- and WE SMASH --

**BACK TO JACK:** Another DRINK stirred as he resumes pitching --

**AND BACK TO CLARA:** We see the music is from a JAZZ BAND playing behind camera. Clara -- circled by MALE EXTRAS, LIGHTS and CAMERA pointed right at her, all eyes fixed her way -- takes a long, deep breath -- this is her big moment, her one chance, *make it count* --

RUTH AZNER (O.S.)

AND ACTION!!!!!!!!!!

CLARA

Hi, boys.

Clara talks to the EXTRAS like she did to the men at poker last night. Feels confident. Eyes a plump, white-bearded BARTENDER --

CLARA (CONT'D)

Santa! Pour us a round!

He gives her a shot. She DOWNS it. SLAPS the table for another. The other MEN, taken aback, slowly join in.

Clara LICKS the moisture from her lips, plants a big wet KISS on one of the men's cheeks, heartily LAUGHS. She's natural, impetuous, instinctive.

RUTH AZNER

Um -- ok -- start dancing please...

**BACK TO MANNY:** Driving as fast as he can -- the clock ticking --

**BACK TO JACK:** Downing another drink -- the Writer transcribing --

**BACK TO CLARA:** Moving to the music now as if POSSESSED -- closing her eyes -- the men WATCHING her --

**MANNY:** Swerving from one lane to the next -- traffic building --

**JACK:** Thrust into a new costume -- more booze, Writer joining in --

**CLARA:** Jumping up on the nearest table -- dancing hungrily, pure carnality -- the EXTRAS below no longer acting -- their eyes glued to Clara, their blood racing now --

**MANNY:** Speeding up. **JACK:** Drinks flowing. **CLARA:** Letting loose --

**ALL:** Sweat falling, heat building, madness and ecstasy swelling and crescendoing until --

RUTH AZNER (O.S.) (CONT'D)

*CUT!!!* Man #3, I can see your erection.

**MANNY:** Nearly collides into an AMBULANCE! SCREECHES to a halt just before it zooms by. *Holy shit.* Sees the ambulance pull up to a HOSPITAL. Across the road -- 1312 FLOWER STREET.

**JACK:** Takes a breath as well. Reaches for his glass. Sees it's empty. The bottle's empty too. Suddenly panicked --

JACK

Soldier down. Bring in the reserves!!!

**MANNY:** DASHES into 1312 Flower Street -- a CAMERA RENTAL HOUSE -- a bored-looking EMPLOYEE at the counter --

MANNY

I need a camera for Stroheim's show.

EMPLOYEE

Oh yeah? What kind of camera?

MANNY

Uh -- it's a -- Bell & Howell 35mm...

EMPLOYEE

Uh-huh. Is it a 2708 model or a 2709?

MANNY

...I -- um -- shit, I'm not sure.  
Is there a big difference?

EMPLOYEE

(starts laughing)

Um -- yeah. *Is there a bi--* Hey Donny!

DONNY (O.S.)

What?

EMPLOYEE (CONT'D)

Guy here wants to know if  
there's a "big difference"  
between a 2708 and a 2709.

A BURST of laughter from the back room.

MANNY

Well do you have either?

EMPLOYEE

Nope. Every camera's been loaned out.

MANNY

Fuck. Ok, well, um --

EMPLOYEE (CONT'D)

One's coming back in half an  
hour though.

MANNY

Oh. Half an hour? Are you  
sure it --

EMPLOYEE

But it's a 2709, so depending  
on the aesthetic of your  
picture it might be  
completely wrong.

MANNY

Right -- that's ok -- just -- no  
more than a half-hour, right??

EMPLOYEE

Half-hour. For the 2709.

Manny nods. Ok. And we're **BACK TO CLARA** -- eyeing the EXTRAS as --

AZNER'S A.D. (O.S.)

Ok going again --

RUTH AZNER (O.S.)

-- AND ACTION!!!!!!!!!!!!

**INT. CAMERA RENTAL HOUSE - DOWNTOWN L.A. - LATE AFTERNOON**

Card: **One hour later**. Manny's still in the camera shop. Still  
waiting. Checks his watch. Cannot believe this.

**EXT. BATTLEFIELD - LATE AFTERNOON**

Card: **5:08 PM**. Work here has come to a complete standstill. CREW  
MEMBERS bite their nails. The sun has just started to SET. Elinor  
Glyn has begun reading aloud to a completely-disinterested EXTRA:

ELINOR GLYN

And this is from my first novel -- a true *succès de scandale* in London: "*Beautiful one!*" she purred. And she quivered with the movements of a snake as she and the Prince consummated their love on the tiger-skin rug."

RUTH AZNER (PRELAP)

And CUT!!!

**INT. SHOOTING STAGE - KINOSCOPE PICTURES - LATE AFTERNOON**

Azner has just finished an HOUR of shooting Clara. Clara chews gum, her nervousness gone. She's having fun now. Azner approaches.

RUTH AZNER (CONT'D)

Ok, next part. Ms. Moore'll come in. She was your tutor back in the day. When you see her, you cry in shame. I need big tears. Big. Got it? And no gum on set -- what's wrong with you? (calls out to P.A.'s)  
Five-minute warning for Ms. Moore!

Azner walks off. Clara removes her gum. Sticks it under a chair.

RUTH AZNER (CONT'D)

(to A.D.)  
Get the glycerine. We'll need a lot.

**INT. 1312 FLOWER STREET - LATE AFTERNOON**

Card: 5:27 PM. Manny is still waiting. He glances out the window -- as the setting sun slips behind the HOSPITAL, casting his face in SHADOW... He processes. About to give up any last hope -- when --  
-- the shop door OPENS. In step two A.C.'s -- with a CAMERA.

MANNY

That's mine!!!  
(LEAPS up, GRABS the camera --)  
I got twenty minutes to get to Los Olivos. Which road's best?

A.C. #1

Twenty minutes? Fuck, you're in for ninety with traffic.

EMPLOYEE

Uh, excuse me, you're gonna need to sign that out...

Manny thinks fast -- looks over at the HOSPITAL -- has an idea --

**EXT. HOSPITAL / INT. AMBULANCE - MOMENTS LATER**

As a DRIVER exits the AMBULANCE we saw before -- Manny LEAPS IN.

He flips the SIREN switch -- SIRENS BLARE -- and he TEARS OUT LIKE LIGHTNING, camera in tow, traffic pulling out of his way.

RUTH AZNER (PRELAP)

ACTION!!!!

**INT. SHOOTING STAGE - KINOSCOPE PICTURES - LATE AFTERNOON**

Card: **5:33 PM.** Clara's back to dancing --

RUTH AZNER (CONT'D)

Ok, good...! And -- action Ms. Moore!

COLLEEN MOORE, 30's, delicately pretty, ENTERS. Proper-voiced --

COLLEEN MOORE

Goodness, what is going on here??

Clara freezes. Locks eyes on Colleen. Azner whispers to the A.D. --

RUTH AZNER

Ok, glycerine.

AZNER'S A.D.

Um... We seem to be out.

RUTH AZNER

What? We haven't used any!

AZNER'S A.D. (CONT'D)

Porky thought it was lube...

Azner's about to EXPLODE when -- Clara BURSTS into tears.

Azner spins around. Clara -- who a second ago was beaming -- now looks like a genuine wreck. Shaking with shame and fear -- almost choking with the force of her sobs -- and literally GUSHING water.

RUTH AZNER

(wowed; after a moment --)

...Cut.

And just like that -- Clara LAUGHS and dries her eyes as though nothing happened. Smiles at Colleen --

CLARA

Hiya. I'm Clara Bow.

(then turns to Azner)

So -- we goin' again?

Off Azner's wide-eyed stare, we HEAR SIRENS --

**EXT. BATTLEFIELD - LATE AFTERNOON**

Card: **5:48 PM.** SIRENS. An AMBULANCE barreling toward the set -- Paul Bern and Thalberg hear it, see it -- it swerves and SCREECHES to a halt as --

PAUL BERN

Holy shit...

-- Manny JUMPS out with the camera! A.C.'s GRAB it from him and RUSH it up the hill. The last rays of sun are shooting out...

**BACK TO CLARA:** Take 2. She sees Colleen, TEARS STREAM OUT again.

RUTH AZNER

Cut!

Azner, now giddily excited, RUNS up to Clara, breathless --

RUTH AZNER (CONT'D)

I want to try something. Do you think you could hold two beats for the tears gushing? Eyes water for two, then on the third beat I'm going to do a light effect and that's when you gush?

CLARA

(shrugs; casually --)

Water for two, gush on three. Gotcha.

COLLEEN MOORE

Ruth -- any notes on my entrance?

RUTH AZNER

(disinterested)

Yeah yeah, you're fine.

STROHEIM'S A.D. (PRELAP)

READY FOR MR. CONRAD!!!

**BACK TO THE BATTLEFIELD:** Card: 5:55 PM. Only five minutes of sun remain. Manny watches as Jack's trailer door opens --

-- and Jack steps out. Or, *stumbles* out. He's drunk off his ass.

JACK

(massively slurring)

Let's...doooooooooooooo this...

Manny's heart sinks. He arrived too late. Jack zips up the fly of his PRINCE costume, staggers forward -- revealing the Writer and Producer passed out in his trailer. Starts TEETERING to his mark atop the hill while, in a thick Irish brogue --

JACK (CONT'D)

'Twas brillig...and the slithy toves...

**BACK TO CLARA:** Take 3. She dances -- stops -- her eyes start to WATER -- she holds for two seconds -- then, as the stage-lamp SHIFTS and casts her in RIM LIGHT -- TEARS GUSH like crazy.

RUTH AZNER

Cut!! Print! Now this is nuts, forgive the ask -- but could you by any chance try the same thing...with less tears?

CLARA

(a beat; then shrugs again)  
Sure. Ya want one tear or two?

**BACK TO JACK:** Reaches an ACTRESS dressed as ISABELLA OF CASTILE on the hilltop. Jack sways, tries not to BURP, can barely stand --

ERICH VON STROHEIM

ACTION!!!

Suddenly Jack's face changes. The stupor is gone. It's like he's in a spell. The EXTRAS below resume BATTLE, the MOOD ORCHESTRA begins Chopin's Nocturne Op. 9, No. 2 -- and Jack plays the scene.

He's incandescent. Sublime. Makes his way into frame as, softly --

JACK

(in his normal voice, no  
accent and no slurring)  
Isabella...

She looks up at him -- Jack takes her hand -- tenderly KISSES it -- slowly sinks to his knees -- Isabella's breathing heavier now...

**BACK TO CLARA:** Take 4. Her eyes WATER on cue yet again -- when --

-- WE HEAR SCREAMS. Azner TURNS -- a FIRE has broken out on the Obese Man's set! CREW SCURRY to douse it -- but Clara is 100% in the moment, oblivious to everything around her -- and sure enough, timed with the light -- a single tear runs down her cheek...

**BACK TO JACK:** He takes Isabella in his arms -- about to KISS her --

We PUSH toward the CAMERA -- hear its motor running, and -- SOUND DROPS OUT: WE SEE THE CELLULOID ITSELF -- LIGHT HITTING IT -- THE BLACK-AND-WHITE IMAGE RUNNING -- AND THEN WE SEE THE KISS...

It's the most charged, sensual, swoon-worthy kiss we've ever seen. The final rays of the sun hitting Jack's brow as his eyes close, a CANNON BLAST from the battle below striking just as lips lock...

**BACK TO CLARA:** WORKERS rushing to put out the FIRE as --

RUTH AZNER

Now laugh in embarrassment!  
(Clara does: it's magic)  
Now look at Colleen like you don't care!  
(Clara does: it's magic)  
But you can't hold back one last tear!

**BACK TO JACK:** The last gasp of daylight, the most exquisite magic-hour aura as Jack and his costar keep kissing -- Stroheim and his camera taking it all in, Manny watching transfixed, as -- out of nowhere -- a BUTTERFLY flies right into the shot.

**BACK TO CLARA:** One more TEAR welling up just as requested -- yet looking so natural, so unforced, so organic and magically spontaneous and *un-acted* -- and we SEE that, despite the FIRE, a CROWD has formed around the set -- DON BRADY is here, LEVINE is here -- even ANNA MAY WONG has come by, and she's looking at Clara with real fascination, and even a degree of arousal -- and WE SEE THE BLACK-AND-WHITE IMAGE: A SILENT CLOSE-UP, THE TEAR RUNNING DOWN THE CHEEK. CLARA SUDDENLY LOOKS SPELLBINDINGLY BEAUTIFUL.

**BACK TO JACK:** The BUTTERFLY landing on Jack's shoulder -- a moment suspended -- everyone behind the camera frozen, spell-bound -- the sun disappearing -- the roll of film running out --

ERICH VON STROHEIM

Cut.

**BACK TO CLARA:** The roll of film running out --

RUTH AZNER

Cut.

**BACK TO JACK:** We hear the magic hoped-for words:

ERICH VON STROHEIM

We got it.

**INTERCUT:** WILD APPLAUSE! People on both sets giddily CHEER. It's the most euphoric feeling you can imagine. Pure, utter elation. Manny, Jack, Clara -- all are just glowing with JOY.

**CLARA'S SET:** Brady turns to Levine, points at Clara --

BRADY

Who the fuck is that???

**JACK'S SET:** Jack LEAPS ecstatically, DECKS Manny with a KISS --

JACK

Did you see that fucking butterfly?!?

**CLARA'S SET:** Anna May sidles up to Brady, angling --

ANNA MAY WONG

Who's writing the titles on this?

**JACK'S SET:** Manny, red-faced, takes it all in. He's intoxicated.

**CLARA'S SET:** Azner approaches Clara:

RUTH AZNER

I need to ask you a question...

CLARA

Yeah? Was it ok?

RUTH AZNER

It was incredible -- I just -- I --  
(then,)

How do you do that? Just tear up at  
the snap of a finger, over and over,  
like it's nothing at all?

Clara looks at Azner. Takes the question in. Thinks. Then shrugs.

And, as though it's truly no big deal -- right as the FIRE on the  
adjacent set is finally EXTINGUISHED and as calm is restored --

CLARA

I just think of home.

A beat.

**CUE MUSIC. FAST JAZZ PLAYS THROUGH THE FOLLOWING SCENES:**

**INT. RESTAURANT - NIGHT**

CLOSE on CHAMPAGNE. We're at the WRAP PARTY for Jack's movie --

JACK

Well I tell you, after four  
marriages I am *done*.

REPORTER

No more marriages, got it.  
And how's the film???

JACK

Eh, it's good but it's not great. I  
mean, it's serviceable, but don't we  
have a higher calling?  
(sees Manny staring in dazzlement  
at an unapproachable MODEL)  
Hey, kid -- you like her?  
(Manny turns, flustered; before  
he can respond --)  
Hey!

Jack waves to the MODEL. She sees -- and suddenly her too-cool-for-  
school façade CRUMBLES. Dazed to even be *addressed* by Jack, in awe  
of him, she nervously approaches, can barely get a word out --

JACK (CONT'D)

What's your name?

MODEL

Uh -- D-D-Delphine...

JACK

Delphine, lovely to meet you. I'm  
Jack, this is my good friend Manny.  
Join us. Ward Eights on the house.  
(turns back to the REPORTER)  
So as I was saying...

We PUSH INTO Manny and DELPHINE as Jack goes on. Delphine sits  
down next to Manny. Looks at him -- suddenly very interested...

DELPHINE

So...how do you know Jack Conrad?

Off Manny -- realizing he's just gone from nobody to somebody...

**INT. SMALLER RESTAURANT - NIGHT**

CLOSE on COKE and STRIPPERS -- the WRAP PARTY for Clara's movie. A bit lower-rent and seedier than Jack's party. Don Brady's here, entertaining a REPORTER --

BRADY

We're so excited about it --  
and especially about our  
discovery Clara Bow, who's--

REPORTER

Is she here tonight? Can you  
point her out to me?

Brady looks -- sees Clara atop an ICE SCULPTURE, HUMPING it. He hesitates. Wants to pretend he doesn't see her. Finally --

BRADY

She's the one having sex with the  
ice sculpture. Yeah...

(beat)

We're all very fond of her.

**EXT. MOVIE SET - DAY**

Jack in WORLD WAR I UNIFORM on a new SET, EXTRAS in TRENCHES -- he walks like a GENERAL, insanely fast, Manny RACING to keep up --

JACK

I just saw Vilma Banky singing a song  
to herself in Hungarian. I'm in love.  
I want you to send two dozen roses to  
her trailer every day until we wrap.

MANNY

Uh -- you know she doesn't  
speak English?

JACK (CONT'D)

Neither do I. *M'invitasti e  
son venuto!*

MANNY

...What?

But Jack has already MARCHED ahead -- SHOUTS back to Manny --

JACK

And remember, whatever they ask you  
to do, you've done it before!!!

**SMASH TO SERIES OF FACES:**

A.D.

Do you have experience  
driving a truck?

2ND A.D.

Do you have experience with  
children?

WRANGLER  
Do you have experience with  
small rodents?

PROP MASTER  
Do you have experience with  
explosives?

SMASH TO Manny **IN A DITCH** -- about to DETONATE a giant mound of DYNAMITE -- he lights the FUSE -- SMASH TO:

**INT. TRAILER - CONTINUOUS**

VILMA BANKY opening a LOVE LETTER in her trailer, surrounded by ROSES -- as the walls RATTLE from an EXPLOSION outside. SMASH TO:

**INT. CUTTING ROOM - DAY**

SILENT B&W FOOTAGE of the EXPLOSION. Jack as a SOLDIER. (Think "The Big Parade"). In a CUTTING ROOM, Jack, an EDITOR and Manny --

JACK  
Not enough punch. Trim two frames off  
the tail, three off the head. I want it  
to *pummel* the audience -- like *they're*  
in the trench! Full immersion! Go!!

**INT. SMALLER CUTTING ROOM - DAY**

Another CUTTING ROOM, Anna May screening FOOTAGE of Clara --

ANNA MAY WONG  
Let's do a title here. *"I've been  
in fashion shows too. They voted me  
'Least-Dressed Woman' in Paris."*  
(the editor blushes, jots it down)  
And when she's dancing it looks like  
the guy asks her something. Have him  
ask her name. And have her reply: *"No  
names. Just call me the wild child."*

**SERIES OF CUTS:** The etching-by-hand of a TITLE CARD... A camera shooting the CARD... Film dipped into a "TINTING" BATH in a rustic OUTHOUSE, going RED-ORANGE as chemicals swirl... The REEL canned and stacked into a TRUCK... Threaded into a PROJECTOR... And...

**INT. MOVIE PALACE - NIGHT**

...on a GIANT SCREEN, in blue-tinted FOOTAGE -- we see Jack and Vilma passionately KISS. We're in a THEATER. The audience is ENTRANCED, SWOONING -- worshiping the faces on-screen as if they were religious idols.

**EXT. MOVIE PALACE - NIGHT**

Jack, tux-clad and tipsy, swarmed by an insane MOB OF FANS who TEAR at his clothes -- it's like the Beatles times ten -- as --



RADIO NEWS REPORTER (V.O.)  
*Jack Conrad and Vilma Banky tied the knot today! "They Marched On" has confirmed Jack as the highest-grossing leading man in the world -- not that he seems to care. He says he just wants his "one great picture." But Jack -- you've already got so many!*

CUT TO more debauchery -- lines of coke, strip poker, sex in the open -- Bern, Thalberg, Elinor, Anna -- and Manny, living it up --

RADIO NEWS REPORTER (V.O.)  
*One unlucky girl who did not attend the ceremony: a Kansas teenager who, overcome by the combined effect of Valentino's death and Conrad's fifth betrothal, slit her wrists at home.*

CUT TO grisly crime-scene PHOTOGRAPHS of a GIRL lying DEAD in front of a SHRINE of Valentino and Conrad stills and candles.

RADIO NEWS REPORTER (V.O.)  
*Meanwhile, that new favorite, Kinoscope's rising star Clara Bow is just getting started! Turns out Brady's prepping a new picture for her, a re-team with Colleen Moore -- and that means "Moore" delightful chemistry with "Colleen & Clara"!*

**INT. MOVIE SET - DAY**

COLLEEN MOORE  
 This goddamned bitch is stealing the scene right out from under me!!!

We're midway through Clara's new SHOOT -- and Colleen is pissed.

COLLEEN MOORE (CONT'D)	CLARA
She's changing the blocking with every take -- she's icing her nipples so they perk up through her dress --	Fuck you, I ain't icin' my nipples, these are <u>natural</u> . You're just sore 'cause yours look like fuckin' latkas.

COLLEEN MOORE  
 -- and she placed this in my trailer!

Colleen pulls out a GIANT DILDO. The CREW gape at it.

RUTH AZNER	CLARA
I doubt Clara meant anything by it. Can we try the scene?	I don't even know what that is.

CAMERA's up -- Clara DUCKS out -- ICES her nipples -- does the SCENE: TRAIPOSES in, LIGHTS a cig, FLOPS onto a couch. Effortless.

COLLEEN MOORE

Stop! She changed the blocking again!

CAMERAMAN  
It's ok, we can keep up --

COLLEEN MOORE (CONT'D)  
Well I can't!

RUTH AZNER  
Fine, grab her close-up --

COLLEEN MOORE (CONT'D)  
No. No close-up.

RUTH AZNER  
...Well to match-cut with yours --

COLLEEN MOORE (CONT'D)  
I'm the star. I get the close-up. Not her. This is my money, my company's writing the checks -- I decide!!!

A beat. Azner hesitates, but has no choice but to acquiesce. Nods "Ok", starts moving on. We PUSH IN on Clara -- incensed...

**INT. PHONE BOOTH - THAT EVENING**

CLARA

(phone to her ear)

Yeah, Dr. Lubin? I wanna do the operation we discussed. Tonight.

**INT. MOVIE SET - THE NEXT MORNING**

Clara waltzes onto set -- her face completely covered in bandage.

RUTH AZNER

Oh my God... How long will that take to heal???

ON COLLEEN, peering from her trailer. Realizing what Clara's done.

**SMASH TO VARIETY HEADLINES:**

*"Colleen Moore pic shuts down, Moore to eat costs." "Moore production shingle folds." "New Clara Bow pic starts lensing."*

**INT. MOVIE SET - DAY**

A new movie set. Clara has just shot a medium, turns to the CREW --

CLARA

Whaddaya say we try a close-up?

No one -- not the DIRECTOR, not anybody -- dares to say no.

ELINOR GLYN (V.O.)

"She has killed our grandmothers --"

**INT. ELINOR GLYN'S OFFICE - DAY**

Elinor Glyn is DICTATING to her LACKEY in her OFFICE -- which is elaborately decorated with African masks, elephant tusks, leopard-skin rugs and erotic statuary. Elinor paces back and forth as --

ELINOR GLYN

"-- and we thank her for it. For common and uncouth though she may be, she speaks to us in a language that's as bracing and vital as life."

**INT. CLARA BOW'S HOUSE - DAY**

DOORS OPEN. Clara USHERS a notes-taking Elinor into her NEW HOME -- excitedly gives her (and us) the grand tour from room to room --

ELINOR GLYN (V.O.)

"I was lucky enough to visit her home on a weekend..."

CLARA

...That's from the Spanish somethin'. And this is my teddy bear, I call him Valentino. This here's the livin' room, but I call it the "lovin' room".

The house is INSANE. The biggest jumble of styles imaginable -- French next to Navajo next to Greek next to Japanese. Cheap and rare side by side. A Ming Dynasty lamp next to a ten-cent-store couch. A weird doll in a skirt with one red eye and one green.

CLARA (CONT'D)

That's my boyfriend Cole -- say hi.  
 (COLE, a burly boxer, waves)  
 And here's my "Chinese room". That's a god they worship there. And that's a painting of my favorite cowboy, Tom Mix.  
 (then points to a photograph --)  
 That's me with my mom, she tried to kill me with a knife that summer. Oh and in this room's my cousin Ron who's come to stay with us. Say hi, Ron. He's had some law troubles lately.  
 (RON waves; Clara moves to --)  
 That's my bed, I put a mirror on the canopy. And over there's my dad -- he's my cook and bus'ness manager.  
 (Robert Bow cooks macaroni, nods; another GUY waves)  
 And that's my second cousin Gerry, he's also come to stay with us. He's fine long as he stays away from playgrounds.

Just then, the DOORBELL RINGS. Clara hurries to answer it -- and a GORGEOUS MAN steps in. GRABS Clara in his arms and KISSES her.

GORGEOUS MAN  
Missed ya, darling.

COLE  
Who the fuck is that???

Elinor turns -- to find that COLE has re-appeared, holding a bowl of Robert's macaroni.

CLARA  
Ah... Uh -- Cole, this is  
Carl, my --

GORGEOUS MAN  
-- her boyfriend. Clara, who  
is this?

COLE  
Boyfriend???

CLARA  
Uh... Hey, Dad made macaron--

COLE  
Get your fucking hands off her!!!

Cole CHUCKS the tomato-sauced macaroni AT THE GORGEOUS MAN'S FACE. Clara SCREAMS. The Gorgeous Man stands there. Then GRABS Cole's bowl and PLANTS it on Cole's head. Sauce STREAMS. Clara -- now LAUGHING -- GRABS macaroni from the floor and THROWS it at the Gorgeous Man's BACK. The Gorgeous Man SPINS around -- sees RON --

GORGEOUS MAN  
Who are you?? Another boyfriend???

-- and HURLS macaroni at Ron. Ron, hit, TUMBLES against Robert, getting macaroni on him. Appalled, Robert THROWS some back -- and before you know it the whole place has descended into a full-fledged macaroni war -- climaxing with a stunned Elinor, in the middle of jotting down notes, GETTING PELTED RIGHT IN THE FACE WITH MACARONI AND SAUCE AS WE SMASH CUT OFF HER SHOCK TO CLARA, LOOKING NOW LIKE SHE EXPECTED THIS, ORCHESTRATED IT, SHOOTING OUT A SLY GRIN AS WE --

**FREEZE-FRAME:** CLARA ON THE COVER OF PHOTOPLAY WITH A HEADING IN BIG LETTERS: "THE WILD CHILD, BY ELINOR GLYN". **END OF MUSIC CUE.**

**WE'RE AT A NEWS STAND:** Manny's eyeing the Photoplay. Takes it.

MANNY  
How much for this one?

A card on-screen:

1927

**INT. PUBLIC BATHROOM - NIGHT**

A FAT MAN in a tux sits in a TOILET STALL, jerking off to the photos of Clara in Photoplay. OUTSIDE THE STALL, an EXEC, also tux-clad, pees at a URINAL. Jack ENTERS. Takes a leak as --

EXEC  
Hey. Jack. Billy, remember?

JACK  
 (has zero recollection)  
 Right... Billy. How's it going?

EXEC  
 Eh. Lame event. The El Mirador  
 opening will put this one to shame.  
 Palm Springs' the future, you know.

JACK  
 Sure... So you're in hotels?

EXEC  
 No. Warners. Remember?

JACK  
 Right. How're things over there?

EXEC  
 Very exciting. That new Jolson  
 sound picture? Game-changer.

Jack turns to him. Suddenly interested.

JACK  
 Sound picture?

EXEC  
 Yeah, sync sound.

JACK  
 Like "Don Juan"?

EXEC  
 No, no, real sync sound. Singing,  
 talking. Like you're there.

JACK  
 Really?

EXEC  
 Oh yeah. It's mind-blowing. Sam  
 Warner did a screening on the lot  
 last week. Through the roof.

Jack takes this in.

JACK  
 You...you think people want that  
 though? Sound in their movies?

At that moment WE HEAR the loud NOISE of someone in a nearby stall  
 taking a MASSIVE SHIT.

EXEC  
Sure. Why wouldn't they?

Off that, we SMASH TO --

**INT. JACK CONRAD'S HOUSE - DAY**

JACK  
This is what we've been looking for!!!

We're in Jack's LIVING ROOM -- Jack passionately pacing to and fro in front of Manny and Paul Bern while Vilma Banky SCREAMS from the KITCHEN in Hungarian and throws DISHES against the walls.

JACK (CONT'D)  
Sound is how we redefine the form!  
Sound is how we make our great picture!  
(turns to Vilma)  
Sweetie, I don't know what you're  
upset about, I don't speak Hungarian --

PAUL BERN	VILMA
I heard Warners' screening last week was a train-wreck --	<i>Hogy bassza meg egy talicska apro majom!!!</i>

JACK	MANNY
Kid, what's she saying? (back to Paul)	(off a dictionary)
I've got him learning Hungarian. Anyway, hiccups are normal --	Uh, something about...getting fucked...by a wheel- barrow...of monkeys.

JACK  
What??? Vilma, does that mean you don't  
like the rain machine I made for you?  
(to Manny and Paul)  
She missed the rain in Budapest so I  
built her a rain machine in the garden.

VILMA  
*Kutyafasza! Lofasz a seggedbe!!!*

JACK	PAUL BERN
Kid??	Hiccups that last ten years?

JACK	MANNY
It took ten years for the Wrights' airplane to work.	Something about...a horse's cock...and your anus...

PAUL BERN	JACK
(as the PHONE RINGS)	Why not? Progress comes in fits!
It's not the same thing --	

MANNY JACK (CONT'D)  
Hello?... Jack, it's Thalb-- Coming!!

Jack RUNS to the phone, DUCKING from a plate Vilma has THROWN --

JACK (CONT'D) VILMA  
Irving! I want to know about *A kurva isten bassza meg!*  
the Jolson movie! Send the *Kevés vagy, mint mackósajtban*  
kid to New York, have him *a brummogás, faszszopó!!!*  
visit Western Electric, see *FASZSZOPO!!!!*  
the premiere, report back --

IRVING THALBERG (O.S.)  
*Wait -- why? Who's that screaming?*

JACK  
That's just Vilma. Listen. I've waited  
years for this chance, Irv! Sound  
could be how we finally get at real  
life! No more pussy-footing -- I want  
the kid in New York -- end of story!  
Make it happen!!

Suddenly -- Jack sees that Vilma has pulled out a GUN.

MANNY IRVING THALBERG (O.S.)  
Holy shit!! *I just don't see the point --*

JACK PAUL BERN  
Vilma -- is this about Greta? Jack get down!!!  
You know she's a friend --

JACK  
(starts serenading Vilma)  
*Angel -- apple of my eye -- shall I  
compare thee to a summer's --*

**BLAM!** Vilma FIRES. Paul and Manny SCREAM as Jack FALLS.

IRVING THALBERG (O.S.)  
*What the fuck was that? Hello? Jack??*

**INT. GREEN ROOM - THE BASKET ROOM - NIGHT**

NEWSPAPER HEADLINE: "CONRAD AND BANKY DIVORCE". A PHOTOGRAPH of a bandaged Jack in court. We PAN -- to find we're in a ratty GREEN ROOM. We see SIDNEY -- practicing his trumpet. And ANNA MAY -- reclining on a couch, has just shot up some heroin. The room is Sidney's little private den -- filled with trumpet mutes, a book of Beethoven concertos, a stack of Rachmaninoff records.

SIDNEY  
They're finally realizing it, you know.

ANNA MAY WONG

What, that Al Jolson's not black?

SIDNEY

Sound. They're gonna need songs.

(plays a phrase on trumpet)

You hear that? Stravinsky. You think it works?

ANNA MAY WONG

I can introduce you to movie folk.

SIDNEY

Fuck no, I don't do movies, I mean you. You could sing on-screen, get more roles --

ANNA MAY WONG (CONT'D)

Thanks, honey, but China already says I'm an embarrassment to my race.

She opens up the paper. Points to another page --

ANNA MAY WONG (CONT'D)

See? "China calls Ms. Wong 'a puppet of the West who disgraces the Middle Kingdom.'" Singing about pussies on-screen is just what I need.

(then, looking at Sidney)

Besides. When are you getting your act together?

SIDNEY

My act is together.

(plays another phrase)

And that's Ravel.

ANNA MAY WONG

Uh-huh.

She rises. Sidney follows her out the GREEN ROOM, and onto --

**INT. MAIN FLOOR - THE BASKET ROOM - CONTINUOUS**

-- the main floor of a "BLACK & TAN" CABARET. It's a real sight: Tribal drum music pulsing, exotic props everywhere, jungle-themed DANCERS wearing only leaves and performing ultra-sexualized moves, and a mixed clientele of BLACKS, WHITES, HISPANICS and ASIANS.

ANNA MAY WONG (CONT'D)

D'you think Clara Bow swings both ways?

SIDNEY

I hear she'll fuck anything that moves.

Anna takes this in. The club's DRUM ACT finishes. APPLAUSE, and Sidney joins his ORCHESTRA -- the same one we saw him performing with at Brady's party. The BANDLEADER cues them and a TUNE begins.

Anna May shakes some hands, sits down with a pair of black ARTISTS to enjoy the music. Sidney plays the chorus with the ensemble -- then notices a WOMAN...

She's 30's. Poised, dressed to the nines. Her name is ZORA. Right now she's watching the band. Sidney can't take his eyes off her.

Soon enough, it's his turn to solo. He rises, spotlight on -- and begins. As fiery and virtuosic as he was at Brady's, he's more so now. He's a fucking miracle -- and he knows it. Rips through changes and supersonic-speed progressions, hitting one high note after another, dipping and soaring and --

-- Zora turns and walks out of the club. What??? Sidney blinks in disbelief. He finishes his solo -- JUMPS off the stage, the Band-leader appalled -- DASHES for the exit, OUT THE DOOR and --

**EXT. THE BASKET ROOM - CENTRAL AVENUE - NIGHT**

-- sees Zora about to CROSS busy Central Avenue.

SIDNEY (CONT'D)

Hey! You! Where you going?

ZORA

Excuse me?

SIDNEY

No one has ever walked out on a solo of mine. No one.

ZORA

Wow... Okey-dokey.

(then,)

You didn't hold my attention. Sorry.

SIDNEY

I'm the best horn player in L.A.

ZORA

Does that make you 200th in New York?

SIDNEY

Funny. What do you do?

ZORA

I'm a writer.

SIDNEY

Of what?

ZORA

Poems and novels.

SIDNEY

So you're unemployed. And you wanna  
tell me you got somewhere better to be  
than here?

Zora is silent. Then -- hides her face. The sound of CRYING. All  
at once Sidney goes pale. What has he done?

SIDNEY (CONT'D)

Shit... I didn't mean --

ZORA

It's ok... I -- I'm employed,  
it's just...it's hard...

SIDNEY (CONT'D)

Fuck, I'm sorry...

ZORA

...hard...to take...

(looks up -- no tears, rapid-fire)

...anything remotely seriously from  
a third-rate Kid Ory reject who's  
so insecure he chases walk-outs  
down the street without realizing  
the stay-ins only stay in 'cause  
they're too fucked-up to notice his  
out-of-tune, uninspired, shitty-  
embouchure wannabe-Satchmo ass.

Sidney looks at her. Woah.

BANDLEADER (O.S.)

Sid, get back on-stage!!!

Sidney turns, sees the Bandleader at the door. Then turns back.

SIDNEY

...So can I get your number?

ZORA

I think Mommy just called you.

Zora walks off. Sidney watches her go. Shakes his head -- smitten  
-- and heads back inside. The SOUNDS OF MUSIC CARRY US TO --

**EXT. NEW YORK CITY - DAY**

-- the SKYSCRAPERS of the BIG APPLE. Manny steps out of a SUBWAY  
STATION and looks up -- craning his neck further back than ever.  
Has never seen buildings like this before in his life.

**INT. OFFICE BUILDING - DAY**

He rides an ELEVATOR. Terrified as the floor numbers go up. Then --

TECHNICIAN

Manuel, right?

(doors have opened, Manny,  
dizzy, follows --)

Glad you could come. Let me tell you something. What you're about to see is going to Change. The. World. You're in movies, right? Well, it's over. Welcome to the future. This here is patented technology, top-secret, only fifteen other companies are working on it...

Manny nods, still dizzy, the New York heights and high-flying words coalescing as we SMASH TO --

**INT. WESTERN ELECTRIC OFFICES - DAY**

"Gus Visser and His Singing Duck."

Manny's seated in front of a sound-rigged Moviola, watching a sound short in which a MAN sings "Ma, He's Making Eyes At Me" and a DUCK quacks each time the word "Ma" is sung. A few seconds in -- the sync goes off.

TECHNICIAN (CONT'D)

Oh, uh...let me do a quick reset here...

MANNY

So...all the movies we make now, are going to be replaced...by this. I got that right?

TECHNICIAN

Well, yeah... But we don't just have ducks.

TECHNICIAN #2

Yeah. We got one with a horse that makes a funny sound.

MANNY

...Uh-huh. And what's it like to project one of these?

TECHNICIAN

Uh, well there's a...bit of a learning curve... But we made a manual...

TECHNICIAN #2 pulls out a 400-PAGE MANUAL.

MANNY

I see.

**INT. RIVOLI THEATRE - DAY**

Ear-piercing DISTORTION from wall-mounted SPEAKERS. We're in the Rivoli Theatre during a SOUND CHECK. EMPLOYEES yell out, pained --

EMPLOYEE #1

Go again!!

EMPLOYEE #2

All I hear is ringing!!

We spot Manny, standing off in the back with another EMPLOYEE.

MANNY

And the premiere is still tonight?  
 (the Employee gives him a look; nods)  
 Alright... Thanks for your help.

EMPLOYEE #3

MANNY (CONT'D)

Who'd you say you were with? New York Health Commission.

**EXT. RIVOLI THEATRE - DAY**

Manny exits. Dials a PAYPHONE outside the theater. A beat.

MANNY (CONT'D)

Jack? It's me... Not happening, I'm  
 afraid. Technology's still too far  
 off. It's a bit of a shitshow...  
 (pauses; then,)  
 I'm sorry.

Then -- we HEAR commotion down the block -- a CHORUS of VOICES...

MANNY (CONT'D)

...I'll still go to the premiere...

And then Manny hears it:

VOICES

Clara!!! Clara!!! Clara!!!

He turns -- and sees her. CLARA BOW. Surrounded by CRAZED FANS.

MANNY

Uh, I -- ok... Bye, Jack.

He hangs up -- looks at Clara in SHOCK -- and RUNS toward her.

MANNY (CONT'D)

Clara!!!

CLARA

(turning, sees him --)

MANNY!!!

Manny REACHES her -- but it's INSANITY -- FANS SCREAMING, CLAWING:

CLARA (CONT'D)

My car -- over there --

FAN

Gimme an autograph, Clara!!!

Manny SHIELDS her, HELPS her into her CAR, SLIPS in, DOORS SHUT --

**INT. CLARA'S CAR - CONTINUOUS**

CLARA

Ok, Tom -- next stop!!

The DRIVER hauls off. Clara and Manny BREATHE OUT, spent. Then --

MANNY CLARA (CONT'D)  
Wow it's -- so good to see y-- How you been, sweetie???

MANNY  
I -- uh -- good... I wasn't even  
sure you'd remember me...

CLARA  
'Course I remember you!!

MANNY  
You're a...you're a star now...

CLARA MANNY (CONT'D)  
I was always a star, honey. Are -- you here for a movie?

CLARA  
Nah, just escapin' L.A. for a few  
days. This dickwad sayin' I owed him  
a hundred bucks at craps. Brady  
straightened him out. But it pissed  
me off so I went on a gamblin' spree.  
Then Brady got pissed. Anytime I'm  
pissed I just gamble. Brady says  
that's a problem. Why're you here?

MANNY CLARA (CONT'D)  
I -- uh, Jack Conrad sent m-- Jack Conrad! I'd fuck him.

MANNY CLARA (CONT'D)  
Oh... I'll -- let him know. Shame he sends you to New  
York though. I moved outta  
here first chance I got.

MANNY  
The talent contest, right?

CLARA  
Right. Brought nothin' but my dad  
with me. He's my bus'ness manager  
now. He's really bad at it.

MANNY CLARA (CONT'D)  
Oh yeah -- ? Yeah, he can't add or spell.

MANNY  
Huh. Why not get someone else?

CLARA  
'Cause he's my dad, what else is he  
gonna do? D'you think I should shave  
my pussy?

MANNY

Um... What?

CLARA

I been thinkin' 'bout it lately. Do you remember what it looks like?

She moves to show him, but he quickly stops her --

MANNY

That's ok. I -- I remember it. It looked fine.

CLARA

Well I been wond'rin' if I should trim it. I hear Lillian Gish is completely shaved. Then again Garbo's still got her armpit hair so who knows what's right?

MANNY

Yes -- it's a -- tricky question.

CLARA

Want some coke?

MANNY

...Sure.

She pulls out a SPOON. They do a BUMP. Then, as the car STOPS --

CLARA

We're here.

**EXT./INT. SANATORIUM - CONTINUOUS**

Clara steps out. They've reached a slate-gray building. A moment. She turns to Manny.

CLARA (CONT'D)

I'll just be a minute.

(then, thinking,)

Actually...d'you mind goin' in with me?

MANNY

Not at all.

Manny gets out. Sees a sign as he follows Clara in: "THACKERAY SANATORIUM". Clara's cheeriness fades as a NURSE greets them --

NURSE

May I help you?

CLARA  
Yeah, I'm Clara Bow...

The Nurse nods, heads off, leaving Clara and Manny standing in the hall. Clara does not enter further. Does not remove her coat.

Then, the Nurse returns -- with a thin, frail WOMAN in her 40's.

CLARA (CONT'D)  
Hi...

A beat. The Woman just looks at Clara. Clara hesitates, then --

CLARA (CONT'D)  
I'm Clara.

The Woman seems baffled. She and Clara stare at one another.

CLARA (CONT'D)  
Seems okay in here... This is Manny.

MANNY  
Oh -- hi...

CLARA  
He works in movies too.

The Woman looks even more baffled now. It's clear she has no idea who Clara is. She turns to the Nurse. Clara does as well --

CLARA (CONT'D)  
Alright... Thanks.

The Nurse ushers the Woman (who hasn't said a single word) away.

**INT. CAR - DAY**

Clara and Manny sit in the car as it drives. She's quiet now. A total change from before. Manny looks at her, wondering...

Finally, after a moment --

CLARA (CONT'D)  
Guess that was a waste of time. She didn't even know me.

MANNY  
...Who didn't?

CLARA  
My mama. I been payin' for her to stay in that place and she don't even know me no more.

Manny is taken aback. A beat as he processes.

MANNY

...I -- I'm sorry.

CLARA

It's ok. She'd be disappointed if she did.

MANNY

You don't know that.

CLARA

Sure I do. I never done nothin' 'cept disappoint people. Teachers told me I was no good. Boys in the neighborhood told me I was no good. Ev'ry castin' director in New York told me I was too young or too little or too fat. Usually I was too fat.

(turns to Manny)

It's nice to make 'em squirm. You know? Now that I can, I like makin' 'em squirm. I like remindin' 'em that I made it on my terms. Not theirs. That I didn't play their games. That I'm still a mutt and there's not a damn thing they can do about it.

The car is nearing GRAND CENTRAL STATION. Manny thinks, looks at Clara -- and then, opening up in a way he never has to anyone --

MANNY

My family lives in L.A. and I haven't seen them in years.

Clara looks at him. He seems surprised at himself for telling her.

MANNY (CONT'D)

I send them checks by mail. Would take me a half-hour drive to see them but I don't. I'm not even sure why.

(he pauses)

They don't speak much English. I don't know... It's easier to be on my own.

CLARA

I've always been on my own.

A silent beat. The car pulls over. Clara grabs a BAG, slides on SUNGLASSES and a SHAWL to hide her face. Steps out of the car.

CLARA (CONT'D)

Tom, you take Manny wherever he needs.



AL JOLSON (ON-SCREEN)  
*Wait a minute. Wait a minute. You  
 ain't heard nothin' yet.*

We PAN BACK to the AUDIENCE -- even more amazed now. And to Manny -- eyes on the screen, then eyes on the audience, then back on the screen, taking in the spell that's being cast.

AL JOLSON (ON-SCREEN) (CONT'D)  
*Wait a minute, I tell ya. You ain't  
 heard nothin'! You wanna hear "Toot  
 Toot Tootsie"? Alright, hold on!*

Jolson launches into "Toot Toot Tootsie". The Rivoli audience bob their heads, tap their feet. Manny can feel it -- the electricity in the theater. And the ground shifting beneath his feet...

He turns and HURRIES for the exit. We FOLLOW him as his fast walk gradually builds into a RUN -- out through the LOBBY...

**EXT. RIVOLI THEATRE - CONTINUOUS**

...and to the PAYPHONE. Manny speedily dials, as our SHOT reveals the theater's MARQUEE for the first time, framed behind him, the lettering on the marquee now visible: "THE JAZZ SINGER".

MANNY  
 Jack? It's me again...  
 (a pause; then,)  
 Everything's about to change.

WE SMASH CUT TO:

**INT. SOUND BOOTH - DAY**

BLACK. Then a MICROPHONE is dipped into frame. It's big and odd.

**May 1928**

We PAN to a trembling ACTOR holding a sheet of paper. He looks up, as though for a signal. Then begins reading into the mike:

ACTOR  
*"Little Bo Peep has lost her sheep  
 And doesn't know where to find them..."*

BRADY (PRELAP)  
 Here's what we've decided to do.

**INT. ASSEMBLY HALL - KINOSCOPE PICTURES - DAY**

Brady is addressing a room full of CONTRACT PLAYERS:

BRADY (CONT'D)

I know you're all busy right now. A lot of shows shooting. I get it. I also know that everyone is extra eager to get out to Palm Springs for the El Mirador opening, so sitting here discussing sound might not seem top of the agenda. But with "Lion and the Mouse" about to open I think it's important to address -- on the off chance the "talker" proves more than just a fad. Which I doubt it will. So here goes...

**INTERCUT W/ SOUND BOOTH: MORE ACTORS READING "LITTLE BO PEEP" --**

ACTOR #2

*Leave them alone and they'll come home,  
Bringing their tails behind them...*

BRADY

Every contract player here will record a sound test. This is pure formality. RKO and Fox are doing the same.

ACTOR #3

*(thick Spanish accent)  
Little Bo Peep fell fast asleep  
And dreamt she heard them bleating...*

BRADY

Over the next week, we'll announce a few films with speaking interludes. Not too many. We don't want to overdo this or it'll cease to be a novelty.

ACTOR #4

*(thick Danish accent)  
But when she awoke, she found it a joke,  
For they were still a-fleeting...*

BRADY

To be clear -- none of this affects anything we are currently shooting. All current movies continue as scheduled. This is just precaution, and just while the talking fad lasts.

And now we're ON CLARA, in the SOUND BOOTH, the paper in hand.

CLARA

*She...heaved a sigh and...wiped --  
wiped her eye...*

Her speech is hesitant, halting. She's not the best reader.

CLARA (CONT'D)  
*And over the hills...over the hills  
 ocks went ramblin'...*

She hears PENCILS scratching. Looks up -- to a group of SOUND ENGINEERS, listening to her and taking notes. She feels instantly self-conscious. Nerves start spiking. She begins to STAMMER.

CLARA (CONT'D)  
*And...tr--tried what she c--could...  
 as a...shep-herd-ess...should...  
 To tack each again to its l-lamb-kin.*

She's done. Scrunches her eyes. "Lambkin." What a stupid word.

CLARA (CONT'D)  
 Alright, we through? Yeah? Good.

She tosses the paper, huffs off, pissed, and --

**INT. SHOOTING STAGE - MOMENTS LATER**

-- MARCHES back onto her regular set. Eyes the CREW.

CLARA (CONT'D)  
 Well. Glad that bullshit's over with.  
 Who's goin' to Palm Springs?

**INT. EL MIRADOR HOTEL - PALM SPRINGS - NIGHT**

A WOMAN in a RED DEVIL COSTUME whips a row of NUDE MEN chained to a TEN-FOOT-HIGH CAKE. Welcome to -- the El Mirador Hotel.

Drunkards jumping, coke-heads snorting, TRANS COUPLES on the dance floor, GAY LOVERS passionately making out -- and, on-stage, an ORCHESTRA we recognize. In its center -- SIDNEY, blowing his horn.

ANNA MAY passes by in a red cheongsam. Blows a kiss to -- IRVING THALBERG, who's getting his dick sucked on a couch. He waves back.

**EXT. EL MIRADOR HOTEL - CONTINUOUS**

Anna exits, lights a joint. A CROWD OF PROTESTORS is picketing outside -- signs like "HOLLYWOOD GO HOME", "PARENTS FOR CLEAN ENTERTAINMENT" and "CATHOLICS AGAINST PORNOGRAPHY" -- while a SECOND CROWD tries to get in. Manny's in the second crowd.

MANNY  
 I'm on the list...

BOUNCER  
 Not happening, wetback.

Then -- sunglasses on -- we see JACK pop his head out. Does the smallest gesture with his hand to Manny. That's all it takes.

BOUNCER (CONT'D) CROWD  
 Oh, I'm sorry, Mr. Conrad. JAAAAAAAAACK!!!!!!!!!!!!!!!!!!!!

The crowd has spotted him. A ROAR. Jack HURRIES Manny in as the mob CLAWS at him, going SAVAGE, a TSUNAMI of deranged fans --

FANS BOUNCER  
*Jack please sign! PLEASE!!!!* Back the fuck off!!!!

Doors CLOSE as we see, across the street, a MOVIE THEATER's marquee: "NOW WIRED FOR SOUND! JAZZ SINGER & GLORIOUS BETSY"...

**INT. EL MIRADOR HOTEL - CONTINUOUS**

JACK  
 Kid, meet Estelle. She's a Broadway actress -- a true legit. We got engaged yesterday and now she's trying to convince me movies are a "low" art. Story of my life.

Surprised, Manny shakes ESTELLE's hand. She's stunning. Prim and proper, mid-Atlantic accent. Jack, drunk, suppresses a burp.

MANNY  
 Can I get either of you anything?

JACK ESTELLE  
 Three Bees Knees for me. Water for me, please.

Jack shares a look with Manny. Manny hurries off -- as a TOPLESS WOMAN with bananas and pineapple in her hair passes by:

TOPLESS WOMAN  
 Hi, Jackie-boy!!

JACK  
*Hola Carmelita!!*  
 (then, to Estelle)  
 No idea who that is.

CUT TO: Manny waiting at the bar. Suddenly a CHIMPANZEE LEAPS OUT. He SCREAMS. The CHIMP runs off and a PARTY-GOER chases after it --

PARTY-GOER  
 That chimp stole my fucking coke!!!!

WE CUT BACK TO:

JACK  
 Brings back memories. When Bernie and I first came to Hollywood we knew it right away...

(MORE)

JACK (CONT'D)

It was like two 16 year-olds  
stumbling onto Florence in the  
Renaissance. Genius on every corner.

Estelle watches as one PARTY-GOER pours CHAMPAGNE into a NAKED  
MAN's ass and GUZZLES it out.

Right...

ESTELLE

JACK (CONT'D)

Botticelli, Filippo Lippa --

ESTELLE

Lippi. Not Lippa.

JACK

(grin fades; momentarily embarrassed)

...I know.

(then,)

My point is: between Murnau, Stroheim,  
sync sound -- which, who knows, could  
be to cinema what the discovery of  
perspective was to painting -- what we  
have here is a *high* art. You  
understand? It's music. It's poetry.  
It's not common, it's not *low*, it's --

CLARA

**PARTY TIME BITCHES!!!!!!**

The doors SWING OPEN and in STRUTS Clara -- in an absurdly skimpy  
outfit and with FIFTEEN GORGEOUS, HUNKY YOUNG MEN on her arms.

CLARA (CONT'D)

Why if it ain't Jack Conrad! Hiya  
Jack, I'm Clara!

Estelle and Jack both look shocked, Estelle appalled -- Jack in  
love with the outlandishness. A kindred spirit has arrived.

JACK

*Signora Bow! Come stai?*

CLARA

Co-may what? Don't you speak English?

JACK

ESTELLE

...Why yes, I do. This is -- His fiancée.

CLARA

Nice to meet ya, fiancée. Don't worry,  
I won't fuck him -- I got the U.S.C.  
football team here to keep me busy.

Estelle looks at the MEN. Now even more appalled. Manages a smile.

ESTELLE

Thank you.

CLARA (CONT'D)

And Jack, my dad wanted to meet ya, he's my manager --

ROBERT BOW

Robert Bow. I also sing.

JACK

Jack. Movie star. I also act.

CLARA

And lemme introduce the boys!  
 Harry, quarterback -- Tommy,  
 running back -- Cecil,  
 Milton, Gary, linemen --  
 Scooter, wide receiver --  
 Phil, fullback -- Spee, tight  
 end -- Raymond, Johnny,  
 Craig, linebackers -- Rupert,  
 kicker -- Jim, punter --  
 Bert, safety -- Herman,  
 waterboy.

ROBERT BOW

I'm glad I met you, Jack.  
 I've been lettin' a few lucky  
 folks in on a very hot  
 bus'ness proposition, and I  
 think you're worthy to join  
 their ranks. See I'm buildin'  
 a Clara Bow-themed diner.  
 "The Wild Child Grill." Got  
 some pretty important folks  
 beggin' to invest. Ever heard  
 of...Charlie Chaplin...?

Robert whips out a PHOTO -- of himself giving a thumb's up to the camera while posing with a very-uncomfortable-looking Charlie Chaplin. Jack looks at the photo and tries not to laugh.

JACK

Ah. Yes.

MANNY (O.S.)

Clara!!

Clara turns -- and SEES Manny, who's just arrived with the drinks.

CLARA

Hi...

(turns back to the footballers)

Did I miss anybody? Craig, I got you?

Manny's surprised. Let down. Jack sees the drinks, excited --

JACK

*Grazie!*

CLARA (CONT'D)

Oh, can I get a beer?

Clara's looking at Manny now. Manny takes it in. A beat.

MANNY

...Sure.

He heads off -- confused and deflated. As he passes -- we SPOT,  
 across the room --

-- Anna May. Her eyes locked on Clara. Thinking...

**LATER:** A MAN IN DRAG fondles his fake breasts as he sings. We see Clara -- now with Elinor Glyn, whose wild hair has been freshly DYED in flaming orange-red and who's holding a CHOW CHOW PUPPY in her arms. Clara's dad and a few FOOTBALLERS are gathered as well.

CLARA  
Elinor's tryin' to "civilize"  
me, ain't that nice?

ELINOR GLYN  
"Isn't that nice?", remember?  
And more attire next time.

CLARA  
She thinks she's an expert  
'cause her hair looks like a  
carrot fucked a tornado.

ROBERT BOW  
Let her dress how she wants,  
Elinor -- Clara dresses low  
'cause she is low.

Clara looks at her dad. Hurt. He doesn't realize. Or care.

ROBERT BOW (CONT'D)  
Now -- lemme tell you all 'bout the  
time I fought a rattlesnake.

CUT TO: A few GUYS snorting coke off a MAN's bare chest as Estelle  
WATCHES in horror. They offer Estelle a hit. She recoils.

Off to the side, Jack and Irving Thalberg are now both completely  
plastered and playing "marionettes". Meaning --

IRVING THALBERG  
(pulling invisible strings as Jack  
moves like a puppet to his command  
and mouths these words --)  
*Oh look at me, I'm Jack, everyone  
looooves me. Did you know I do aaalllll  
my own stunts? Isn't that loveable???*

Manny arrives, seems stressed --

IRVING THALBERG (CONT'D)  
*...Did you know I recite  
Keats and have a 14-inch  
cock?*

JACK  
Kid! Look at this, we're  
playing marionettes! Irv,  
switch!!

Jack giddily slips behind Thalberg -- starts pulling "strings"  
while Thalberg does puppet-moves and, imitating Thalberg's voice --

JACK (CONT'D)  
*Look at me, I'm Irv Thalberg!  
I'm a boy wonder! Did you  
know I'm actually 12 years  
old??? I have no artistic  
integrity whatsoever!!*

MANNY  
Sorry, Jack -- Paul just got  
rejected again and he's  
trying to drown himself in  
the toilet...

JACK  
...Ah ha. Well -- let's do something  
about that.

Jack MARCHES off, Manny following. They pass someone we recognize:  
ZORA. Dressed to the nines again, walking onto the dance floor  
with a HANDSOME GUY. Sidney, playing, SEES her. Taken aback. Zora  
sees Sidney. Recognizes him. Glares at him. He glares right back.



The band's accompanying. Sans Sidney. The Bandleader looks PISSED.

ANNA MAY WONG (CONT'D)

*So doll me up in Mandarin red,  
Put a plum blossom atop my head,  
The "sweet yellow" act just knocks 'em dead,  
Orientially yours...*

She takes a LONG DRAG from her joint. Slyly smiles. Meanwhile --

SIDNEY

I read your book.

ZORA

How?

SIDNEY

By turning the pages.

ZORA

I mean how'd you find it? You don't even know my name.

SIDNEY

Zora Lee. My friend on the mike there recognized you. She keeps up with all the intellectual shit.

ZORA

Oh does she? And what did you think of my intellectual shit?

SIDNEY

It was intellectual but it wasn't shit.

ZORA

Intellectual usually is?

SIDNEY

No. Mahler was an intellectual. But you think too much and you lose the pulse. Music's about the pulse.

ZORA

Uh-huh. That why you put junk in your veins and act like a hothead?

SIDNEY

When I play I'm a bull seeing red. You don't fuck with me. It's called focus.

ZORA

No, it's called a problem. And where's your focus now? Shouldn't you be up there?

SIDNEY  
My focus is right here.

ZORA  
Uh-huh. You're gonna lose your job.

SIDNEY  
Gimme your number.

ZORA  
I'm not there yet.

SIDNEY  
Yet?

Zora laughs. Looks at Sidney. A moment -- as --

ANNA MAY WONG  
*You can place me on your mantelpiece  
And label me "exotica",  
Or relish the fetish that makes 'em so  
wettish...  
When you're craving some "erotica".  
No need to sail away to Shanghai,  
Stay right here, I'll get you so high,  
I'll be your own Madame Butterfly,  
Orientially yours...*

With that, Anna DESCENDS from the stage and, like she did last time, ROAMS through the crowd. Slinks her way like a hunter past a few MEN, before landing on...

...Clara. Anna looks at her. A beat. Then, she TAKES Clara's hand and, to Clara's shock -- PULLS her onto the DANCE FLOOR. As the entire crowd watches --

-- Anna May and Clara DANCE.

Clara doesn't know what's happening to her. For the first time, we see her in the grip of *someone else's* eroticism. Anna May holds her tight, moves her across the floor in time with the music. Runs her hand down Clara's BARE BACK... Brings Clara CLOSER to her -- 'til the two women can feel and taste each other's BREATHS -- hands CLASPED, eyes LOCKED, time standing still... Meanwhile --

SIDNEY  
Come on.

ZORA  
I'm thinking about it. Doing my intellectual thing.

Sidney laughs. Zora grabs her purse and rises. Gives him a look.

ZORA (CONT'D)  
...But I think Mommy's about to throw another fit.

Sidney looks back -- at the Bandleader, GLARING at him. Zora smiles and walks off. Sidney shakes his head. Time to rejoin...

BACK TO CLARA AND ANNA MAY: Their DANCE growing more and more intimate... Faces TOUCHING... Lips APPROACHING... Nerves FIRING...

Anna LEANS IN. Clara is BREATHING so fast now. *What is happening?*

Anna's eyes CLOSE -- Clara's heart POUNDS -- *the moment is here* --

-- they're about to KISS -- when --

A MAN in a GIMP OUTFIT stumbles into them, dragging a BALL and CHAIN. Clara is STARTLED out of her reverie -- and, as though having abruptly awoken from a spell, DASHES away, scared. We LINGER on Anna May -- visibly disappointed...

Meanwhile, oblivious, Sidney struts back up to the bandstand.

BANDLEADER

Where do you think you're going?

(Sidney looks at him, confused)

You walked off for the last mother-fucking time. Every set you're either belligerent, high or come-and-go. I'm done. You're fired.

ON SIDNEY: *What?*

**BACK TO BATHROOM**: Clara hurries in, needs to be alone -- but Jack and Manny (who don't see her) are trying to UNSCREW the toilet seat around Bern's head. Bern is really PANICKING now:

JACK

*Come...onnnnnnnnnnnnnnnnn...*

PAUL BERN

Get me the FUCK out of here!!

**BACK TO SIDNEY**: Before he can reply, the Bandleader has picked up his trumpet case -- and TOSSED it at him. Then resumes CONDUCTING.

**BACK TO CLARA**: Finds a second BATHROOM -- ducks in, closes the door, locks it. Tries to breathe, tries to collect herself. Is completely overcome -- and isn't sure why...

**BACK TO SIDNEY**: Standing there. *The fuck does he do now?* Opens his case to check his horn -- then sees something. A PIECE OF PAPER slipped inside the case. On it, handwritten: "212 563 2881 -- Z".

ANNA MAY WONG

*So no need to sail away to Shanghai,  
Stay right here, I'll get you so high,  
I'll be your own Madame Butterfly...  
...Orientially yours.*

The SONG ends. APPLAUSE. Anna, back at the mike, manages a smile.

She steps off. Slips behind the bandstand -- and sees Sidney.

SIDNEY

Anna... I need a favor.

**BACK TO CLARA:** She's rinsed her face, ready to go back out. Heads to the door to unlock it -- when she hears MALE VOICES outside...

MALE VOICE #1

...heard how awful her sound test was?

MALE VOICE #2

Bow's? Ray told me. But what d'you expect with that voice?

MALE VOICE #1 (CONT'D)

She's barely an actress. At least she'll fuck.

MALE VOICE #2

Well you gotta take *shots* after fucking her. Crazy she got invited. Hearst never invites her to San Simeon.

MALE VOICE #1 (CONT'D)

She's embarrassing. Maybe sound takes off and Brady'll finally have an excuse to dump her crabs-infested ass.

The VOICES drift away. We linger on Clara.

The viciousness has shocked her. She finds herself trembling -- and, for a moment, TEARS welling up in her eyes...

No. Fuck that. She wipes the tears away. But they keep coming. She goes to the sink. Rinses her face again -- washing the tears off.

CLARA

*Don't be a baby... Don't be a baby...*

(then, looking in the mirror, the rage building)

*You motherfuckers...*

**LOBBY:** We spot Anna, talking to Thalberg -- POINTING to Sidney...

And then -- WE SEE CLARA. Marching out of the BATHROOM with purpose, straight to the GUYS doing coke off the MAN's bare chest. (The ones who offered to Estelle earlier -- they're still at it.) Just as one of the Guys is about to do another line, Clara plucks the rolled dollar bill he's about to use from his grasp and SNORTS up ALL THE REMAINING COKE. Then BEELINES straight to her dad --

CLARA (CONT'D)

Big fucking man, right?

He looks up, drunk, with the same GIRL he was hitting on earlier.

ROBERT BOW

...Whaaat?

Across the room, Jack and Manny emerge as well -- with Paul Bern, an UNSCREWED TOILET SEAT STUCK AROUND HIS NECK. Back to --

CLARA

You said you once fought a rattle-  
snake. Can you do it again?

ROBERT BOW

Uh... *Suuure...* It's *eeeasy*.

GIRL

Um, what the fuck?

CLARA

Good.

Clara then RISES, CLAPS her hands and SHOUTS OUT TO THE CROWD --

CLARA (CONT'D)

Alright all you big-dick Mister Men!  
Wanna watch my dad fight a snake??!?

Silence. Everyone just looks at Clara like she's crazy. ON JACK:  
Noticing the silence -- and -- catching the ball Clara's tossed --

JACK

**FUCK YEAH!!!**

Clara looks at Jack. Alright. Now people start RALLYING. Clara  
SWEEPS up the Footballers and GRABS a reluctant Anna May, Jack  
GRABS an even *more* reluctant Estelle, Manny and Paul HURRY after --

FOOTBALLER

Does anyone know where we're  
gonna find a *snake*?

JACK (CONT'D)

I've played trackers, I know  
just where to look.

Jack then BEELINES to Robert, and, dead-serious, very lucid now --

JACK (CONT'D)

Have you actually fought a snake before?  
Because if we're going to do this a  
snake has to be fought. I'm happy to  
jump in and do the fighting but I don't  
want to get in the way of whatever's  
going on with you and your daughter.

ROBERT BOW

(slurring massively)  
A *sssnake* is gettin' fought!

GIRL

Uh, Rob, I'm really not  
comfortable with this.

Next, Jack SNATCHES the Bandleader's BATON -- LEADS the CROWD to  
the door like an intoxicated Pied Piper while Clara HURRIES over  
to Elinor -- in a nook secluded from everyone else, mid-convo with  
a LADY gushing over the fact that they have a friend in common --

LADY

...it's such a small world!

ELINOR GLYN

Only at the very top.

CLARA

Wanna watch a snake-fight???

ELINOR GLYN (CONT'D)

"Would you like to." And yes.

The MASS EXODUS floods toward the exit -- Elinor spotting Jack --

<p>ELINOR GLYN (CONT'D) My stallion -- let's ride together! Lots to discuss!</p>	<p>JACK Kid, put me in whatever car Elinor's not in.</p>
--	--

They all PASS a table -- where we see Thalberg chatting up Sidney.

JACK (O.S.) (CONT'D)  
*Andiamo, everyone! To the desert!!!!*

**EXT. DESERT - DAWN**

Hours later. The vast expanse of desert just outside Palm Springs. A caravan of CARS has been driving for a long time. We POP into --

**INT. FIRST CAR - DESERT - CONTINUOUS**

Estelle sits next to Clara (at the wheel), looks mortified as -- coked-up, fiercely angry energy, talking a mile a minute --

CLARA  
Chaplin's hung, sure, but Gary Cooper's  
a fuckin' horse. Unfortunately he's  
also a pussy. Big schlong, no balls.  
(snorts more coke from a spoon)  
What are the cocks like on Broadway?

**INT. SECOND CAR - DESERT - CONTINUOUS**

Jack drives, excited, while Manny tends to Paul Bern -- who looks depressed with the giant white toilet seat around his head.

JACK  
You've got to look for holes between  
the rocks -- keep your eyes peeled!  
(then, looking at Paul Bern,)  
It doesn't look that bad, Paul. Really.

**INT. THIRD CAR - DESERT - CONTINUOUS**

Elinor is squeezed with her dog in between a pack of FOOTBALLERS.

ELINOR GLYN  
Have any of you strapping young men read  
my novel "The Arabian Prince of Pleasure"?

**INT. FOURTH CAR - DESERT - CONTINUOUS**

Robert Bow drives, totally trashed, declaiming to the Girl --

ROBERT BOW  
Now, Liz, there are sev'ral...steps to --  
rattlesnake combat, you see... Fffirst --  
(MORE)

ROBERT BOW (CONT'D)  
 -- you want to *stun* the snake by *slap*...  
 ...ping it...with the back of your hand...

The Girl, deeply uneasy, reaches to help him steady the wheel.

**EXT. DESERT - MOMENTS LATER**

The caravan of cars continues, on and on...until -- suddenly --  
 -- CLOSE ON TIRES SCREECHING TO A HALT.

CLARA (O.S.)  
**FOUND ONE!!!!!!**

Clara leaps out, her eyes wide and hungry. Other vehicles pull over, head-lights pointed at -- a RATTLESNAKE in the sand.

All the revelers exit -- many of them now so DRUNK they can barely stand. Clara stares at the snake, resolute. YES.

FOOTBALLER  
 Holy fuck...

ROBERT BOW  
 (plowing past him)  
 Out of my way! Stand b-b-back!!!

The Girl Robert was with retreats behind their car, TERRIFIED. Others watch with a mixture of EXCITEMENT and GNAWING DREAD: Paul scratches at his neck, itching from the toilet seat; Anna May smacks one of the Footballer's hands when he tries to touch her, eyes others as they grab at Clara; Manny just watches Clara; Jack starts laughing hysterically -- spots Estelle and giddily points --

JACK  
 (isn't this the greatest  
 thing in the world?)  
 You see that, darling? He's about  
 to fight a fucking snake!!!

Estelle, livid, returns inside the car. Meanwhile, Elinor pulls at her dog to stop him from CHASING the Snake, while Clara just watches all of it -- angry and determined.

ELINOR GLYN	ROBERT BOW
Scruffy, <u>STOP IT!</u> I <u>mean</u> it,	<u>Obserrrrrve as...I...</u>
Scruffy!!!	<u>demonstraaate!</u>

The Snake HISSES at Robert. He keeps moving closer to it. Clara looks hungrier and hungrier, her eyes burning like fire as --

ROBERT BOW (CONT'D)  
Fffffffirst -- wuna-must-asooooo...

The others look quizzical. Robert's speech has become so slurred that he's barely intelligible now. He tries again --

ROBERT BOW (CONT'D)  
**FFFFFIRST!!!** One...must *assuuuuume*...  
 (stops a few feet from the snake)  
 ...the *position*...of a MONNN-GOOOOSE!!

He gets on his KNEES. Arches his BACK. His "mongoose" position.

ROBERT BOW (CONT'D)  
TH-TH-TH-TH-TH-TH-TH-THENNNNNN...

He tries to continue -- but all that comes out is inarticulate NOISE. His tongue starts to FLAP, his eyes ROLL backward and stay there this time, he makes a strange GURGLING SOUND --

-- and finally COLLAPSES face-first into the sand, passed out.

CLARA  
**Mother-FUCKER!!!!!!!!!!!!!!!**

Clara's PISSED.

She turns to the MEN around her with vindictive RAGE --

CLARA (CONT'D)  
 I wanted to see a rattlesnake fight!!  
 Who'll fight it???

A moment of silence. The MEN -- the Footballers, Manny, Paul, even Jack -- all look at one another.

We then hear a CHORUS of:

MEN	OTHER MEN
Not me.	Yeah, no thanks.

Now Clara is really furious.

CLARA  
**GODDAMNIT you fuckin' PUSSIES!!!!**  
 (starts pacing around,  
 desperate now --)  
 The night's almost over, I got a  
 10am call in the morning and I  
 wanna see a fuckin' SNAKE FIGHT!!!

FOOTBALLER	CLARA (CONT'D)
Clarita, maybe we should go --	<u>Don't</u> "Clarita" me you six-foot vagina!

The Snake HISSES again. People start RETREATING... Finally --

CLARA (CONT'D)  
 Fine! I'll do it!!!

A VOLLEY of screams in response --

VOICES  
NO!!!!!! MORE VOICES  
DON'T!!!!!!

But -- before anyone can hold her back -- Clara is right there --  
 STANDING over the hissing Snake, FACING it down --

CLARA ELINOR GLYN (O.S.)  
 I'm more man than *all* of you! "Am not".  
 I ain't a fuckin' pussy --

Clara pauses for a moment -- then bends down --

-- and GRABS the Snake with her hands.

It starts WRITHING like crazy -- but she seems, miraculously, to  
 have control. She turns to the crowd --

CLARA  
See??? All you chicken-shit fuckwa--

-- and the Snake SURGES at her NECK like a bolt of lightning and  
 CLAMPS ITS FANGS into her flesh.

CLARA (CONT'D)  
AAAAUUUUUGGGGHHHHHHHHH!!!!!!!!!!!!

The revelers go APESHIT -- especially when THE SNAKE DOESN'T LET  
 GO. It keeps its FANGS secured in Clara's neck, its TAIL GYRATING  
 WILDLY as Clara SCREAMS like a banshee and RUNS in circles --

CLARA (CONT'D)  
IT'S NOT LETTING GOOOOOOOOO!!!!!!!!!!!!

Estelle hears the wailing, looks out from the car. Sees Clara  
 RUNNING, her arms FLAILING and GRASPING in vain at the won't-let-  
 go Snake, the Footballers FLEEING from Clara in utter panic. She  
 PROMPTLY SHRIEKS AT THE TOP OF HER LUNGS.

PAUL BERN ELINOR GLYN  
 Someone get help!!! We're miles from *anything*!!!!

Manny LUNGES to GRAB the Snake -- its tail WHIPS him in the FACE.  
 He COLLAPSES.

Clara starts running FASTER and FASTER, as though the snake bite  
 has injected ADRENALINE into her veins -- she's a fucking  
 hurricane, BARRELING right for --

-- Paul Bern, who starts FLEEING and SCREAMING, the toilet seat jiggling around his neck -- he TRIPS and FALLS, as Estelle freaks the fuck out --

ESTELLE

Jack, do something!!!!!!!

But Jack doesn't seem to hear her at all. He just STANDS IN PLACE, watching the insanity as if from a remove -- as though an audience member at a movie. All the folks around him lose their shit -- but all he does is break into the faintest, most wistful smile...

The cacophony FADES OUT, replaced by just the SOFT SOUND of a portable Victrola in one of the cars -- an oboe soloing over a BITTERSWEET JAZZ TUNE. Jack -- completely zoned out, his eyes staring off into the distance -- stays still, takes it all in.

We SEE what he SEES -- the herd of revelers running and screaming -- but without sound, just the music scoring them. They look somehow disembodied now, as though lighter than air -- like spirits acting out some graceful *danse macabre* in the dawn desert light...

We GO CLOSE ON Jack -- the smile growing across his face, but also a longing in his eyes. He casts his gaze downward, as if thinking of something -- as if experiencing a moment of sublime clarity... The smile goes away. Melancholy takes hold. And, finally, at last breaking through the quiet, reaching his ears --

ESTELLE (O.S.)

...JAAAACK!!!!!!!!!!!!!!!!!!!!!!!!!!!!

Suddenly -- JACK SNAPS OUT OF IT.

LOCKS eyes on Clara -- still grasping at the Snake -- and, immediately --

JACK

*Once more unto the breach, dear friends, once more!!!*

He RUNS toward Clara without hesitation -- eyes on the snake, he's going to take it down --

JACK

DIE YOU MOTHERFUCKER!!!!!!!!!!!!!!!!!!!!

-- WHEN HE'S SUDDENLY SIDESWIPE BY ONE OF THE CARS.

A frantically FLEEING Footballer's at the wheel. Jack's BODY SLAMS AGAINST THE WINDSHIELD -- GLASS CRACKS -- HE ROLLS ACROSS THE TOP OF THE CAR -- BOUNCES OFF LIKE A RAG DOLL -- LANDS WITH A VIOLENT THUD ON THE GROUND. He's out cold.

ESTELLE  
OH MY GOD -- !!!!!

Clara starts FOAMING AT THE MOUTH while Estelle runs to Jack. The pissed-off Snake just RATTLES more and more feverishly, SCREAMS and WAILS everywhere building and building --

-- Clara's eyes ROLL BACK -- her face pink and purple, she's on death's door now --

-- one Footballer starts WEeping --

-- another just starts VOMITING --

-- until, finally --

ANNA MAY WONG  
 For fuck's sake...

-- fed up with everything, Anna May -- who has somehow remained cool through all of this -- reaches into one of the cars, leans back out with a SMALL KNIFE, calmly walks up to Clara --

-- and slices off the snake's TAIL in one fell swoop.

MEN  
HOLY SHIT!!!!!!!!!!!!!!

Blood GUSHES like a geyser. The still-gyrating TAIL falls to the sand -- the HEAD still attached to Clara's neck.

Clara SHAKES uncontrollably -- COLLAPSES to the ground -- Anna May SPRINGS atop her and GRABS, with her bare hands, the top and bottom of the Snake's MOUTH --

-- PULLS with all her might -- PRIES open the Snake's JAW -- RAMS it open til it SNAPS -- CHUCKS the Snake's DECAPITATED HEAD and leans into the BITE MARKS.

The MARKS are hideous: puss-filled, bubbling with blood and saliva and venom. This is not like snake bites we've seen in movies before. This is *nasty*. Clara's eyes roll all the way back as --

-- Anna PRESSES her mouth to the bite marks and SUCKS.

The others watch all of this in awe -- their eyes going wider and wider as Anna May sucks and spits, sucks and spits, sucking all the venom out. Clara, HER BODY IN SHOCK, passes out.

Moving fast, Anna SCOOPS Clara up, CARRIES her to one of the CARS and TEARS away.

One of the other CARS starts following her but promptly SLIDES into a DITCH, so drunk is its DRIVER.

**INT. CAR - DESERT - EARLY MORNING**

ON ANNA: Driving like a bullet. It's about 7 A.M. now. Clara lies in the passenger seat, unconscious.

**EXT. SMALL TOWN HOSPITAL - EARLY MORNING**

A dusty little HOSPITAL, in a town between Palm Springs and L.A. Anna's car SWERVES up, Anna DASHES out with Clara in her arms --

ANNA MAY WONG

Snake bite!

**INT. EMERGENCY ROOM - SMALL TOWN HOSPITAL - EARLY MORNING**

Clara's rapidly HOISTED onto a table by a DOCTOR and TWO NURSES as Anna May stays close -- they immediately get to work --

NEEDLES and CLOTH pass hands -- the Doctor uses a SCALPEL to dig into the bite marks -- a BUCKET of water arrives --

DOCTOR

Swelling arrested.

NURSE

Administering six vials I.V.

-- a jar labeled "ANTIVENIN" is opened -- the Nurse checks pulse --

NURSE (CONT'D)

Stable.

-- a SYRINGE is injected into Clara's arm -- Clara TWITCHES --

-- and then SPRINGS AWAKE.

A beat. She turns. Sees Anna May standing over her.

Clara's eyes focus in on Anna like a sniper -- and, without hesitating, as though on instinct -- Clara LUNGES up, GRABS Anna's face --

-- and DECKS her with a full hot-and-heavy FRENCH KISS.

This is the answer to their dance -- the kiss Anna never got. With that, Clara FALLS back against the table, passed out again.

**INT. CAR - OUTSKIRTS OF LOS ANGELES - DAY**

Anna's back at the wheel. Clara's by her side -- a bit cleaned-up, a bandage over her neck. Both of them look beyond dazed.

For a while, neither of them says a word. Finally --

ANNA MAY WONG

Your call-time is ten, right?

CLARA

Yeah...

**EXT. KINOSCOPE PICTURES LOT - DAY**

Anna's car drives past the GATE and onto the LOT. Heads toward the STAGES and PARKS. We see the clock: exactly ten. Anna opens her door, and she and Clara step out.

They soon notice something, however. The lot's empty. It's eerily quiet. They reach their STAGE -- go to OPEN the door --

-- to find it's LOCKED. They look at each other. Confounded. Anna starts KNOCKING.

ANNA MAY WONG

Hello? Is anyone in there?

The door OPENS. A young STAGEHAND appears. Clearly SHOCKED to see Anna May Wong and Clara Bow standing here.

STAGEHAND

Uh -- hi -- can I -- help you...?

ANNA MAY WONG

Yeah we're here for work.

STAGEHAND

Oh... I... But -- the studio's closed...

Anna looks at him. *What?*

ANNA MAY WONG

...Closed? 'Til when?

STAGEHAND (CONT'D)

'Til they...build the soundstage...

A beat. Anna and Clara look at each other. Truly bewildered now.

STAGEHAND (CONT'D)

Geez, I... Did you...not hear? Can I get you two a sandwich or...something?

ANNA MAY WONG

...Hear *what?*

STAGEHAND

That -- uh -- Brady...changed his mind when the..."Lion and the Mouse" numbers came in over the weekend... It's all talkies from here on out.

And off that --

WE SMASH CUT TO BLACK.

**INT. SOUNDSTAGE - KINOSCOPE PICTURES - DAY**

WE FADE IN on a shooting stage -- or "SOUNDSTAGE", as it's now called. The first thing we notice is the dead silence. A card:

**July 1928**

You could hear a pin drop. This is the polar opposite of the shooting environments we've seen before. Gone is the hustle and bustle. Gone are the movies shooting simultaneously. Now it's just one set. A few CREW MEMBERS sit and wait quietly -- already hot and sweaty. The rest of the stage is completely empty.

Another thing we notice -- the darkness. The only light here is artificial. No glass ceilings, no sunlight flooding in. The walls are thick and imposing, the doors black slabs. A red lamp hangs over each door, and "SILENCE!" signs are everywhere.

The single movie set is of a COLLEGE DORM ROOM. Hanging over it, from the rafters above -- is a GIANT MICROPHONE. In front of the set is a BIG WOODEN BOX with a sheet of GLASS. Inside, pointed through the glass, is the CAMERA. Finally, looming above and to the side, also enclosed in glass -- is the SOUND BOOTH, where a sound engineer, ROY, 30's, sits at the ready, hands on dials. Something about the whole thing fills us with dread...

CLARA appears -- in costume as a new college freshman. In her hand, something else we haven't seen before: a SCRIPT.

RUTH AZNER

Alright, Clara -- how do you feel?

CLARA

I'm ready...

RUTH AZNER

Yeah? You ok to try a take?

CLARA

Yep.

RUTH AZNER

Ok, great. We're going to pre-roll first so I'll cue your entrance. First mark is where you say the line "Hello, college". Then you head to the phone and we do the rest of the dialogue.

CLARA

Sounds easy.

RUTH AZNER

I think it will be. Roy -- any directions on voice?



SCRIPT SUPERVISOR

Sorry. I forgot...

She quickly removes it. Azner thinks -- and discretely removes her own necklace before anyone can notice.

RUTH AZNER

Ok, are we ready now?

Just then -- one of the soundstage doors OPENS -- it's a P.A. --

AZNER'S A.D.

CLOSE THAT!!!!

(the terrified P.A. does so)  
For fuck's sake, don't you know  
what the RED LIGHT means???

WE CUT TO Clara. Alone behind the set door, running lines, *sotto* --

CLARA

*Hello, college... Hiya, this is  
Joanne from 31 Grimes Hall...  
(stops, looks down at her script)  
...31 Grays Hall...  
(starts again)  
Hiya, this is Joanne from 31 Grays  
Hall, I jus' wanted to...to...  
(looks again)  
...to see if the phone worked...*

She's nervous. Starts trembling a bit. The script is stained with SWEAT, splotted with MAKEUP. The INK on some words runs free.

CLAPPER (O.S.)

Scene 17, Take 1 --

D.P. (O.S.)

Mark --

Clara puts the script away. We hear the SLATE.

RUTH AZNER (O.S.)

And action!

The SILENCE that follows is so thick you could cut it with a knife. No mood music. No anything. Finally, gradually, we hear certain sounds emerging. A soft, shallow current of air. Clara's BREATHING... A barely audible, low *thump-thump*. Her HEARTBEAT...

Clara places her hand on the door -- looks off -- past the edge of the set -- to Azner, eyes locked on her. Azner waits -- then WAVES for Clara to enter. The BREATHING and HEARTBEAT speed up as --

-- Clara TURNS the handle. We hear the wood MOAN loudly, the door WHINE as it slides open. Clara steps in. Feels the burning lights above her. Hears her heels CLACK against the floorboards of the set -- high, piercing. Every noise sounds so loud...

After several steps, Clara comes to a stop. Sets down her luggage -- it lands with a sickening THUD on the floor -- and --

CLARA  
Hello, college!!!

**SMASH CUT TO SOUND BOOTH:** Roy GRIPS his ears in pain as a SHARP, PIERCING DISTORTION FILLS HIS BOOTH --

ROY  
*Jesus -- fuck!! --*

He RACES to turn down the dials -- the distortion ends, and --

ROY (CONT'D)  
Cut!!! No good for sound!

**BACK TO SET:** Clara stops. Noise resumes. She goes back to running lines. Roy hurries down from his booth to the A.D.

ROY (CONT'D)  
She blew the valves. I need a minute.

AZNER'S A.D.  
Hurry.

Roy rushes to it. The D.P. exits his BOX -- DRIPPING WITH SWEAT.

D.P. CLARA  
Christ, it's hot in there... ...*Hiya, this is Joanne...*

Azner checks her watch. Starting to get nervous...

ROY  
Ok, all set here. Miss Bow, what would help us would be if you said the line a *little* more quietly...

Clara looks at Azner. Then back at Roy. Nods.

AZNER'S A.D.  
Ok, going again! Camera and sound!

CLAPPER D.P. (O.S.)  
Scene 17, Take 2 -- Mark --

RUTH AZNER  
Action!

Clara waits again behind the door. Azner waves to her. Clara steps in, sets her luggage down, about to say her line when --

RUTH AZNER (CONT'D)  
Cut! Missed your mark, Clara.

Clara looks down at her feet. A taped "X" is two feet away.

CLARA

But I felt a li'l lighter on my feet  
that time. I think I should wind up  
further into the room.

RUTH AZNER

Right, but the problem is... I -- let  
me -- Roy!

ROY

Yeah?

RUTH AZNER

Can we move the mike deeper?

ROY

Why?

RUTH AZNER

Because I -- because Clara was  
lighter on her feet that time.

ROY

Ok... I mean, sure, if you have  
half an hour to spare.

RUTH AZNER

Half an hour?

ROY

Well I can't just "move the mike",  
I've got to redo all the wires,  
we'll have to reset the rafters,  
then find the new position,  
recalibrate the room --

RUTH AZNER

Ok. I get it. Clara -- is it ok if  
we keep the mark as is?

CLARA

(takes it in; a beat)  
...Ok.

RUTH AZNER

Ok, let's go again!!

AZNER'S A.D.

Places!! Camera and sound!!

CLAPPER

Scene 17, Take 3 --

D.P. (O.S.)

Mark --

RUTH AZNER

Action!!

Clara looks, gets the wave, enters, makes her mark this time --

CLARA  
Hello, college --

ROY  
Cut! No good for sound!

RUTH AZNER  
Well fucking *hell*, Roy, let  
us get through a take!

ROY (CONT'D)  
Why would I do that if you  
won't be able to use it??

CLARA  
You fuckin' *told* me to do it  
*quiet!*

ROY (CONT'D)  
*Quiet*, not *inarticulate*. You  
can't mumble.

CLARA  
This is bullshit.

D.P. (O.S.)  
Are we going again or what? I  
can't *breathe* in here.

CLAPPER  
Scene 17, Take 4 --

D.P. (O.S.) (CONT'D)  
Mark --

RUTH AZNER  
Action!!!

CLARA  
(reaches her mark --)  
Hello, college!

A STAGE DOOR loudly OPENS.

AZNER'S A.D.  
**MOTHERFUCKER!!!!**

RUTH AZNER  
**Close the fucking door!!!!**

CREW MEMBERS rush, the A.D. zeroes in on the P.A. who opened it --

AZNER'S A.D.  
Any other faggots who ignore  
the red light, I will  
personally spear-fuck every  
cocksucking one of you!!!

ROY  
Miss Bow, I'm sorry, you're  
alternating the pitch of your  
voice too much, the ideal  
speaking voice is a level o--

CLARA  
**FUCK OFF Roy**, I listen to my fuckin'  
**director**, why don't you go back to  
your little booth and your fuckin'  
**toys** and **STOP FUCKIN' BOTHERIN' US!**

Suddenly -- the STAGE DOOR OPENS YET AGAIN. The A.D. seems about  
to explode -- then sees who it is: DON BRADY, stepping in, looking  
displeased. Clara feels Brady's EYES on her. Goes quiet...

ROY  
...Try to stay at more of a monotone.

Clara takes it in. And -- as she struggles to suppress her RAGE --



CLARA

*Hiya this is Joanne from 31 Grimes Hall. Who is this? You -- I'm --*  
 (forgets, looks at script)  
*Fuck. Grays Hall. I jus' wanted to see if the phone worked. Who is this? Ya don't say. The...Dean? The Dean...?*

She flips a page -- the dialogue goes on and on and on. PANICKY --

CLARA (CONT'D)

I need a red one...

THE COUNT appears. Hands Clara a RED PILL. She speedily takes it.

ROY

Found it! It's an implant in Ruth's ankle. Ruth -- be sure to keep your right leg absolutely still.

Azner nods, embarrassed. Sits down. Looks at her leg. *Must keep it still*. Brady, watching -- increasingly pissed -- makes a note...

CLAPPER

D.P. (O.S.)

Scene 17, Take 6 --

Mark --

RUTH AZNER

Action!

Clara reaches her mark, opens her mouth -- and someone SNEEZES.

AZNER'S A.D.

**Kyke-nose Hymie-hole piece of Mongoloid SHIT!!!!**

(sees a terrified P.A. wipe his nose)

**I see you, you Shylock dick-face!**

Why don't you wipe your nose again you Menorah motherfucker you?!?

(shouting out to everyone)

Anyone else need to sneeze? **Anyone else need to FUCK THIS UP????!**

CLAPPER

D.P. (O.S.)

Scene 17, Take 7 --

Mark --

CLARA

RUTH AZNER

Hello, college --

Clara, your mark!

CLARA

**AUGGGGHHH!!!!!!!!!!!! FUCK THIS!!!**

RUTH AZNER

Roy, we gotta move the mike --

ROY CLARA  
 Or you could fucking direct This fuckin' heat is killin'  
 her to hit her fucking mark -- me --

RUTH AZNER ROY  
 Why does it have to be such a You're right, I didn't  
 big fucking deal, Roy -- ??? realize we were making "Ben-  
 Hur", I can move the mike for  
 every fucking take, wherever  
 the fuck those feet of hers  
 wanna go, my year's open, we  
 could shoot through fucking  
New Years --

More and more people are shuffling onto the STAGE now -- Levine,  
 joining Brady and whispering with him. Even Anna May is here...

D.P. ROY (CONT'D)  
 Can we go??? I'm gonna have a -- I mean if there's one  
 fucking heart attack in here! thing we've got an unlimited  
 fucking supply of it's time  
 and money --

AZNER'S A.D.  
Everyone shut up!!! Going again!!!  
Camera and MOTHERFUCKING SOUND!!!

Clara resumes her position -- makeup-drizzled, armpit-sweat-  
 marked, shaking and jittering and nerves absolutely fucking fried.  
 Sees everyone watching her. Brady, Levine -- and Anna May. Anna  
 shoots her a smile of encouragement, but it doesn't make Clara  
 feel any better. She looks down at her script one last time -- the  
 clutter of lines is now officially illegible from the sweat and  
 wet ink. She's so done with this, *this is fucking torture* --

CLAPPER (O.S.) D.P. (O.S.)  
 Scene 17, Take 8 -- Mark --

RUTH AZNER (O.S.)  
AND ACTION!!!!

Feeling all the eyes (and ears) on her, Clara heads to her mark --

CLARA  
 Hello, college!

Waits a beat. Looks around the set. Heads to the phone. Dials.

CLARA (CONT'D)  
 Hiya, this is Joanne from 31 Grays  
 Hall. I jus' wanted to see if the  
 phone worked. Who is this?  
 (waits for the response)  
 Ya don't say! The Dean?  
 (MORE)

CLARA (CONT'D)

Well how d'ya do? Nice campus ya got here... So what's a girl s'pposed to do once she's arrived? ...Oh, sure, classes -- but ain't ya got any fun parties goin' on? ...Not 'til the evenin', huh? Well, alright, I can handle that. I'm from Granville, Ohio, so I know quiet... Okay, well, thanks a bunch, Dean. See ya later!  
 (hangs up; then, a beat, *has she forgotten the line?*)  
 Nice fella. I wonder if he's single.

ON AZNER: Wide-eyed with shocked joy. She BOLTS to her FEET --

RUTH AZNER

CUT!!!!

They just completed a full take! The entire stage ERUPTS:

ALL

WOOOOOO-HOOOOOOOOOOO!!!!!!!!!!!!!!!!!!!!

Delirious APPLAUSE. Anna May CHEERS from the back. Even Brady SMILES. Dodged a bullet. Clara lets out a deep breath, closes her eyes -- so thankful she could CRY -- as Azner yells in triumph:

RUTH AZNER

Check the gate!!!

A beat. Nothing happens. The applause dies down. Azner looks at the CAMERA BOX -- its door closed...

RUTH AZNER (CONT'D)

Bill...?

Another beat. A GRIP approaches the box, knocks on the door. Nothing. The Grip tries to open it -- but it won't budge. He POUNDS on the wood now -- more GRIPS race over -- start PULLING with all their might, all frantic energy. A CROWBAR swings into view, the GRIPS use it, finally manage to PRY THE DOOR OPEN --

-- and the D.P. COLLAPSES out and to the floor, UNCONSCIOUS.

RUTH AZNER / GRIPS

BILL!!!

Everyone RUSHES around him -- a SET MEDIC swoops in -- hands slapping the D.P.'s face, fingers to his pulse, until finally --

SET MEDIC

...He's dead.

ON Clara's and Azner's and Brady's reactions -- WE SMASH CUT TO:

## INT. SOUNDSTAGE - MGM STUDIOS - DAY

MASTER OF CEREMONIES

Welcome to the wonderful world of sound!!!

We're on MGM's new SOUNDSTAGE. A top-hat-and-tails M.C. is mid-REHEARSAL while, to the side of a set with a painted backdrop of Noah's Ark, we find Jack in rain-slickers looking over sides.

JACK

So... We just stand there...and sing?

PAUL BERN

Exactly.

JACK

While it rains?

PAUL BERN

Yeah.

JACK

And...that's Noah's Ark?

PAUL BERN

Um, I believe so.

JACK

...because it's raining so much?

PAUL BERN

To be honest, I'm not really sure why Noah's Ark is there.

JACK

Paul... This is not what I had in mind when I said redefine the form.

PAUL BERN

It's just marketing. Norma's here, Buster Keaton's here, it's -- publicity.

JACK

...The song is atrocious.

PAUL BERN (CONT'D)

Kids love it.

JACK

I can't really sing...

PAUL BERN (CONT'D)

Mouth it.

Beat. Jack takes it in. Considers. Finally, as if for his friend --

JACK

Just make sure Vilma doesn't shoot me.

-- he JOINS a MASS OF ACTORS IN SLICKERS on-set, and MUSIC BEGINS:

## ACTORS

*I'm singin' in the rain,  
Just singin' in the rain,  
What a glorious feelin'  
And I'm happy again!*

The ACTORS stand in formation with UMBRELLAS under a RAIN MACHINE, singing while bobbing their heads as a CAMERA shoots the whole bizarre spectacle. (Among them, we spot Vilma Banky.) We PAN off past the set -- to find an ORCHESTRA accompanying. In it is Sidney, on trumpet. And off in the back, with Thalberg --

## ELINOR GLYN

...And I hear Negro voices record well because they're low and mellow.

## IRVING THALBERG

Yes, but I think musicals are another solution. "Hollywood Revue of 1929" will have all the hit songs the kids love -- and all the stars. See, we're not afraid of sound -- that's MGM's *entire* "Galaxy of Stars" on that stage. We establish the universe with this picture, then each star will have their *own* talkie.

Meanwhile -- further in the back, watching everything -- is Manny. Song ENDS. Time to reset for a new take. Sidney lowers his horn --

OTHER MUSICIAN  
Want a hit?

SIDNEY  
Nah, I told you, I quit.

-- and heads off -- to Zora. Standing off-set, watching the shoot. She smiles, wraps him in her arms. They KISS.

SIDNEY (CONT'D)  
Still wannabe-Satchmo?

ZORA  
Slowly improving.

Sidney laughs. Heads to the CRAFTS TABLE. Pours a coffee. Manny is there. Jack ambles over too, while other ACTORS on-stage rehearse their HEAD-BOBBING. Sidney watches. Grimaces. Jack notices.

## JACK

...What do you think of this?

Sidney looks at Jack. Surprised to have been asked by him.

SIDNEY  
You're asking what I think?

JACK (CONT'D)  
Sure.

## SIDNEY

I think you got the camera pointed in the wrong direction.

Manny turns to Sidney. Stunned. Jack looks at Sidney. Silent.

A.D. (O.S.)  
Going again!

Beat. Jack slowly returns to stage, pensive, while Sidney regains his horn. Manny is left alone at the crafts table -- PROCESSING...

A.D. (CONT'D) ACTORS  
Action -- *I'm singin' in the rain...*

Manny looks. We SEE what he sees -- the Noah's Ark stage, with the ACTORS standing and singing and bobbing their heads -- and, directly behind the CAMERA, the ORCHESTRA, swinging away. It's hard to deny: The actors look absurd. The orchestra doesn't.

Manny thinks. Turns his attention solely to the orchestra. An IDEA crystallizing in his mind. We PUSH IN on the musicians...

...and on Sidney, looking (and sounding) like an absolute star...

**INT. NEW MOVIE SET - MGM SOUNDSTAGE - DAY**

ON SIDNEY, but on a NEW SET now. WE PULL BACK -- Sidney's playing in an ALL-BLACK BAND, taking a solo. WE PULL BACK more -- to find a MOVIE CAMERA pointed at him.

The set is of a "BLACK & TAN" CABARET. A REPLICa of the Central Avenue club Sidney used to play. Off-set, we see Manny watching, Thalberg next to him. Sidney hits a dazzling high "C", Thalberg turns to Manny -- and smiles in approval.

A.D. (O.S.)  
Cut!

CHEERS all around. Thalberg, satisfied, shakes Manny's hand.

P.A.  
Um, Manuel -- you have a visitor.

Manny turns. Befuddled. No idea who it is. Follows the P.A. --

**EXT. MGM SOUNDSTAGE - DAY**

-- and finds, waiting for him outside -- Levine.

LEVINE  
Manuel Torres. How've you been?

MANNY  
Uh... Pretty well, sir. You?

Levine doesn't answer. Just looks at Manny. A beat. You can see the confusion on Manny's face: *Why is Levine here?* Finally --

LEVINE

Is it true you visited Western Electric before "Jazz Singer" even premiered?

MANNY

Uh, well -- that was Mr. Con--

LEVINE

And these Sid Palmer shorts. They were your idea?

MANNY

Well, actually what happened was --

LEVINE

How'd you like to be Kinoscope's sound chief?

MANNY

...Excuse me?

LEVINE

You heard me.

A beat. Manny looks at Levine. Trying to gauge if this is real.

LEVINE (CONT'D)

We need to overhaul the entire department, we need a new slate, and most of all --

MANNY

I'm -- honored but -- MGM's been good to me and -- I'm handling the shorts now --

LEVINE

-- we need to figure out Clara Bow.

That stops Manny. A beat.

LEVINE (CONT'D)

Her talkie flopped. The Brooklyn thing isn't working anymore. Today's audiences find her obscene. And she sounds like a braying donkey.

Manny takes it all in. And then --

LEVINE (CONT'D)

...Take the night to think about it.

With that, he walks off. Manny stands there. A moment.

**INT. MGM SOUNDSTAGE - MOMENTS LATER**

Manny steps back inside. Thalberg nods to him. Manny nods back. But he's thinking... He looks around. The lavish MGM trappings... His eye lands on a stack of PHOTOPLAY MAGAZINES...

On one -- a GLAMOUR SHOT OF CLARA BOW... MUSIC SMASHES US TO:

**INT. CONFERENCE ROOM - KINOSCOPE PICTURES - DAY**

Manny, in a new suit, pitching his plan to Brady, Levine and ALL OF KINOSCOPE'S TOP EXECS. He's passionate and in command --

MANNY

Here's what we have to do. Bring Sidney Palmer over to Kinoscope -- whatever it costs. Anna May Wong -- put her back in front of cameras. And Clara Bow --

He unveils a fleet of MOCK POSTERS of Clara as a duchess, a queen.

MANNY (CONT'D)

The key is to make Clara palatable to today's moral society. With a little bit of help -- and I know who from -- we can remake her into a lady of sophistication and re-endorse her to the public.

CLARA (O.S.)

Have you told them about the time we fucked in Brady's closet?

Manny SPINS around -- as does Brady. Clara is outside the doorway.

MANNY

Um -- haha -- funny -- it's -- nice to meet you, Miss Bow.

CLARA (CONT'D)

Nice to meet you, Manny Torres.

**INT. BEVERLY HILLS HOME - DAY**

ELINOR GLYN

Welcome to the Elinor Glyn School for Society and Sophistication!

We see Clara at Elinor's door. She nods. Looks uneasy now. Elinor puts her hands on Clara's head as though it were a crystal ball:

ELINOR GLYN (CONT'D)

You are my medium, child. You have an inner magic that's been vulgarized and that your studio has tasked me to save. Valentino possessed this certain magic. So do Jack Conrad and Rex.

CLARA

Who's Rex?

ELINOR GLYN

My horse. Now come. Shakespeare first.

**INT. SOUNDSTAGE - KINOSCOPE PICTURES - DAY**

A movie set -- of an ORNATE DRAWING ROOM. Clara's playing a high-class HEIRESS. Manny is running the show. He's in his element.

MANNY

Remember, Clara, gentle in the attack  
-- "But why, my dear Charles, why?" And  
Walt -- let's angle the mike 45 degrees.

Brady watches. Pleased. Crew HURRY -- as Manny glances over at THE SOUND BOOTH. On its door, mid-stenciling: "MANUEL TORRES".

MANNY (CONT'D)

Make that Manny, please! Manny Torres!

An ASSISTANT nods as -- showing Manny a bag of multi-color PILLS --

THE COUNT

Red chills her out, blue keeps her skinny.  
Gold is for you. Thing called mescaline.  
But it's eighty a pop.

MANNY

Eighty? What does it do?

THE COUNT (CONT'D)

Makes you see shit.

MANNY

I don't like seeing shit.

THE COUNT (CONT'D)

This is shit you want to see.

MANNY

...Ok, give me five.

Quick exchange of PILLS and CASH -- the Count hurries over to sell to Brady as Manny returns to Clara, hands her pills and --

MANNY (CONT'D)

By the way, you doing anything tonight?

CLARA

(practicing a mid-Atlantic accent)  
Not sure, dahr-lin-g. Perhaps havin-g my  
pussy licked by Anna May.

MANNY

(reminded of where he stands)  
...Okay, everyone -- Take 2!

**INT. AMBASSADOR HOTEL - HALLOWEEN NIGHT**

A bathroom door opens and a MAN DRESSED AS A GORILLA exits. We're at a HALLOWEEN PARTY. Brady, dressed as ROBIN HOOD, talks shop with Thalberg, dressed as an EGGPLANT. Jack and Estelle hold court in the back -- Jack in a MASK, Estelle showing off a WEDDING RING. Topsy, passionate, Paul Bern by his side as usual:

JACK

Sure, "Hollywood Revue" was a hit, but it was trash. My first true talkie starts next week, and -- who knows -- maybe *that'll* be how I prove to my goddess here that movies can be art.

We PAN to an ADJACENT ROOM...where, yep, Anna May is GOING DOWN on Clara. Clara runs lines, Anna corrects her mid-cunnilingus:

CLARA

"Chah-rles, who is the fella  
to whom you were speakin-g?"

ANNA MAY WONG

"Charles, who is the fell-ow  
to whom you were speaking?"

We PAN past a Variety on the floor featuring a PHOTO of SIDNEY and the headline "SID PALMER INKS PLUM KINOSCOPE DEAL", and we're --

**INT. SIDNEY AND ZORA'S NEW HOUSE - CENTRAL ALAMEDA - DAY**

-- in a GRAND EMPTY HOUSE as the front door SWINGS OPEN.

SIDNEY

Welcome to your new home.

ZORA

Shut the fuck up.

Zora LEAPS, RACES. Stops in one room. THREE WOODEN DESKS lined up.

SIDNEY

For your writing... I got three so you  
could choose your favorite.

Zora, touched, can't help but laugh. Looks at Sidney.

ZORA

Let's keep 'em all. This desk'll be for  
poetry. That desk'll be for the novel.  
And *that* desk'll be for --

**CUT TO: MOMENTS LATER.** Sidney and Zora FUCK atop the third desk.

**INT. JACK CONRAD'S HOUSE - DAY**

Jack, glass of wine in hand, running lines from a SCRIPT:

JACK

*Listen to me, Catherine. I don't care if  
they find us. They could strip me of my  
rank and it wouldn't change how I feel...*

He seems excited by the material. Estelle reads on a nearby couch.

**INT. IRVING THALBERG'S OFFICE - MGM STUDIOS - DAY**

Thalberg is at his desk, dictating NOTES to a STENOGRAPHER:

IRVING THALBERG  
 Conrad Nagel -- good voice, rich tone...  
 John Barrymore -- good diction...

**INT. SIDNEY AND ZORA'S NEW HOUSE - DAY**

Sidney and Zora lie on the floor post-coitus, mid-conversation:

ZORA  
 And you don't worry about it?

SIDNEY  
 About what?

ZORA  
 'Bout where the money's coming from...

SIDNEY  
 It's coming from movies.

**BACK TO JACK:** Still running lines, really acting them out now.

JACK  
*I've known loss. I've known pain. You  
 are what gives me life --*

ESTELLE  
 Try accenting "you" a little more,  
 darling. "You are what gives me..."  
 (Jack looks at her; a beat)  
 Just a suggestion.

**BACK TO THALBERG:** Reading more notes aloud to the STENOGRAPHER.

IRVING THALBERG  
 Marion Davies -- um... Uh...  
 (a beat; he hesitates)  
 ...stutters a bit...  
 (another beat)  
 Maybe supporting roles from now on...?

**BACK TO SIDNEY AND ZORA:** Zora looks at Sidney. Presses.

ZORA  
 I mean -- it's coming from an industry  
 that made "Birth of a Nation". It's  
 coming 'cause a cracker put on blackface.

SIDNEY  
 ...We can move back to the one-bedroom.

Zora laughs. A beat.

**BACK TO JACK:**

JACK

*You are what gives me life. I love you,  
Catherine --*

ESTELLE

Try slower there.

**BACK TO THALBERG:**

IRVING THALBERG

Antonio Valdez -- uh, can play guitar,  
but...south-of-the-border accent...  
Accents not...really working now...

**BACK TO SIDNEY AND ZORA:** Sidney leans in to Zora and, earnest --

SIDNEY

What if it's changing? This guy Manny's  
doing it right. Did you read  
Opportunity? Your pal Covington just  
wrote the Negro's invading Hollywood.

**BACK TO JACK:**

JACK

*...you, Catherine. That's  
all...*

ESTELLE

Subtext. Dialogue is best  
when you sense the subtext.

IRVING THALBERG (PRELAP)

Jack Conrad...

**BACK TO THALBERG:**

IRVING THALBERG (CONT'D)

...has a decent voice...maybe a hair  
thin...but he's our biggest asset and  
I doubt anything can...threaten --  
(a KNOCK on his door interrupts him)  
Yeah, what?

**BACK TO SIDNEY AND ZORA:** Zora rolls her eyes, unconvinced.

ZORA

Covington's seeing what he wants to see.

Sidney smiles.

SIDNEY

Well if that's not moviemaking I don't  
know what is.

A beat. Zora manages a smile back. And, finally, **BACK TO JACK:**

JACK  
*...I need.*

ESTELLE  
 And what I'd suggest there --

The phone RINGS. Jack -- deflated by Estelle's comments, his prior excitement now gone, something about her suggestions really eating at him and he's not even sure why -- goes to the phone.

JACK  
 Hello?

IRVING THALBERG (O.S.)  
*Jack? It's Irv... I...*  
 (a beat; then,)  
*Paul Bern committed suicide. They  
 found him in his home this morning.*

Silence. The music has come to a halt. We linger on Jack. A moment passes. Finally --

THALBERG (O.S.)  
*Jack...?*

JACK  
 Thank you.

Jack hangs up.

He stares into space for a beat. Dazed. In disbelief.

Then --

ESTELLE  
 So what I'd suggest on that line  
 would be again to play *subtext*  
 rather than --

But Jack just turns and starts to walk off.

ESTELLE  
 ...Jack?

He doesn't answer.

ESTELLE  
 Are you ok?

JACK  
 No. I'm not.

ESTELLE  
 What's wrong?

JACK  
 He's the first one who said I had  
 talent. Did you know that?

ESTELLE

Who?

Jack turns back to face her -- and, emotional --

JACK

It's not a low art, you know. I want you to know that. What I do means something to millions of people. My parents didn't have the money or the education to go to the theater so they went to the vaudeville houses and then they went to the nickelodeon, and you know what? There's beauty there. What happens on the screen *means* something -- maybe not for you up in your ivory tower, but down on the ground where *real* people live, it *means* something.

ESTELLE

Jack, I don't understand what you're --

JACK

(real bitterness now, anger swelling,)  
Of course you don't understand. A hundred thousand people seeing you on Broadway is the "Smash of the Century", right? Where I work, it's called a *flop*. So do me a favor, darling: save the subtext recommendations for your pretentious Eugene O'Neill-George Bernard Shaw *jerk-offs* that only a couple rich geriatrics give *two fucks* about, and I'll do what I do better than *anyone* -- *without* your help.

Beat. Estelle just stares. Appalled. Then, mellowing back down --

JACK (CONT'D)

I'm sorry -- I didn't mea--

But it's too late -- she's run off. Jack is left alone.

We linger on him standing. The room looks big and empty now.

**INT. GARDEN SET - MGM SOUNDSTAGE - DAY**

BLACK-AND-WHITE FOOTAGE: A static shot of a night-time garden. A turn-of-the-century Prussian CAPTAIN, played by Jack, holds his lover CATHERINE in his arms. Speaks tenderly, as a card appears:

**April 1929**

JACK

*Listen, Catherine. I don't care if they find us. They could strip me of my rank and it wouldn't change how I feel.*

WE CUT OUT OF THE B&W FOOTAGE -- to a MOVIE SET on an MGM STAGE, as a CREW shoots Jack and his co-star playing the scene.

JACK (CONT'D)

*I've known loss. I've known pain. You're what gives me life. I love you. That's all I need.*

He's poised, natural, romantic. Seems to have his confidence back. He KISSES his co-star -- and it's just like the kiss we saw on the battlefield years ago. Swoon-worthy and intimate.

DIRECTOR

Cut. Fantastic.

A.D.

Check the gate.

The chirping of crickets in the garden stops -- and the SOUND GAG MAN who was making the noise in his mouth lights a cigarette.

JACK

I knew I could figure it out.

SOUND CHIEF

It sounded great, Jack.

JACK (CONT'D)

It could be exciting, no? The sound of intimacy on-screen?

DIRECTOR

No one has said "I love you" in a talkie. It's a first.

A.D.

Good gate. That's a wrap!

JACK

...I wish Paul could've seen it.

A beat. Jack looks at the set. Takes a moment. Then --

JACK (CONT'D)

Alright. Off to repair my marriage. See you bastards in three months.

DIRECTOR

*Bon voyage, you romantic fucker.*

CATHERINE

If you don't repair it, I'm here.

**EXT./INT. HEARST BUNGALOW - BEVERLY HILLS - NIGHT**

MUSIC SMASHES US TO -- Clara strutting with Elinor up to the door of an ORNATE HOME. Clara's in an unusually (for her) demure dress.

ELINOR GLYN

Remember, I pulled a lot of strings to have you here. If you impress these people, it'll do wonders for you and your career. So what did we discuss?

CLARA

...*Ing* not *in'*, *isn't* not *ain't*, and when in doubt say something French.

ELINOR GLYN

Perfection.

They reach the BOUNCER. Clara speaks in her new mid-Atlantic tone:

CLARA

Good evening. I'm Miss Bow.

BOUNCER

Not on the list.

ELINOR GLYN

She's with me.

A beat. The Bouncer backs off. Elinor guides Clara INSIDE --

ELINOR GLYN

Billy! Marion!

-- and WILLIAM RANDOLPH HEARST, 60's, MARION DAVIES, 30's, and other GUESTS turn. The party is sedate -- hors d'oeuvres, piano.

ELINOR GLYN (CONT'D)

May I introduce -- Miss Clara Bow?

MARION DAVIES

Oh --

CLARA

*Enchantée.*

Clara KISSES their hands. Hearst and Marion look surprised.

WILLIAM RANDOLPH HEARST

Uh -- I -- good evening, Miss Bow...

ELINOR GLYN

And Clara, I'd like you also to meet -- Sir Delmer Lunney. Mildred Yates. Jon and Harriet Rothschild.

Clara kisses their hands as well. The GUESTS are all über-upper-crust. One of them (MILDRED) wears a RABBIT FUR SHAWL. Clara notices HARRIET is a third of JON's age. Ditto MARION and HEARST.

MILDRED YATES

Miss Bow, you're in pictures, correct?

CLARA

*Oui, Madame.* But, truth be told, I am ...*considering* a move to the *the-a-ter*.

SIR DELMER LUNNEY

My wife and I saw a tremendous performance in New York last week of "A Doll's House". Do you like Ibsen?

CLARA

...I prefer a regular martini.

The Guests interpret this as a joke. Laughter. Elinor's relieved. Clara notices Hearst's hand cradle Marion's ass...

BACK OUTSIDE THE HOUSE, we see Manny -- swaggering up to the party in a tailored tux, a STARLET on his arm, looking like he owns the world. Before he reaches the Bouncer, he turns back -- to Sidney and Zora behind him. Opens his hand -- to reveal two GOLD PILLS.

MANNY

Party might be boring. This makes you see shit. I took two.

SIDNEY

No thanks.

ZORA

Are you kidding?

We notice: Zora is VISIBLY PREGNANT. Manny shrugs: *Suit yourself.*

Walks up to the BOUNCER --

BOUNCER

Welcome, Mr. Torres.

-- AND WE SEE WHAT MANNY SEES: The Bouncer is a PENGUIN, blinking at Manny and pecking the air with its beak. Manny nods and enters.

Sidney follows Manny in, Zora on his arm. Looks around. The quiet. The decorum. Everyone's in a tux, everyone looks rich and everyone (save the newest arrivals) is white. No sex. No drugs.

SIDNEY

Man. The parties have changed.

WE SEE WHAT MANNY SEES: A house full of cocktail-sipping PENGUINS.

MANNY

Yes they have.

BACK TO CLARA: Mingling with the same group. Elinor, by her side, spots Manny. She gestures to Clara. Manny sees, nods. Good. Clara's in. He heads to the bar, as, turning to Elinor --

CLARA

Can I go do some coke now?

ELINOR GLYN

(clenched-teeth whisper)

What? No.

ELINOR GLYN

(worried someone heard, to the group)  
She's wondering if they have any  
*coq au vin* here. Sadly, I doubt it.

WE CUT TO: Sidney and Zora meeting people, trying to fit in --

RICH WHITE WIFE #1  
It's truly an honor to meet  
you, Mr. and Mrs. Palmer --

RICH WHITE HUSBAND #1  
Mr. Palmer -- I am a huge fan  
of your work.

SIDNEY  
Oh -- well, thank you, that's  
very kind of you to say --

RICH WHITE WIFE #2  
Teddy and I saw "Cottage  
Blues" last week. Genius.

SIDNEY  
Thank you, I appreciate it --  
the movie thing is still new  
for me, so --

RICH WHITE HUSBAND #2  
I'm going to go out on a limb  
here -- I think jazz is the  
music of democracy.

SIDNEY  
(chuckles)  
Well -- I think I agree with  
that.

RICH WHITE HUSBAND #1  
And black performers are just  
more compelling than white  
performers. Don't you agree?

A pause in the conversation. Sidney isn't sure what to say now.

SIDNEY  
...I guess so...

WE CUT TO: Manny at the bar with the Starlet. Shaking a bit, he  
squints and looks at a Turner painting on the wall.

WE SEE WHAT HE SEES: The oils of the painting SWIRLING in MOTION.

STARLET  
Are you ok?

MANNY  
Oh sure, I'm fine.

A PENGUIN hands him a glass of champagne.

WE CUT TO: Clara, with the same group as before. Keeps looking at  
Hearst's wrinkled hand, gripping Marion's ass tighter and tighter.

HARRIET ROTHSCHILD  
...and it was just divine.  
Have you been to Florence,  
Clara?

CLARA  
Twice, my dear. Once to  
Florence, Indiana. Once to  
Florence, Texas.

Laughter all around. Elinor grins. Things seem to be going well.

HARRIET ROTHSCHILD  
Ha ha! Oh Elinor, she's so  
much fun!

JOSEPH ROTHSCHILD  
You know Miss Bow, I think  
the rumors about you are  
totally unjustified.

MARION DAVIES  
I agree! Bill, can't we bring  
her up to San Simeon next  
week?

WILLIAM RANDOLPH HEARST  
Oh well, I -- I'll certainly  
see what I can do -- do you  
play bridge, Miss Bow?

CLARA  
...*Le pain parle anglais avec le chien  
jeune.* [SUBTITLES: The bread speaks  
English with the dog young.]

The Guests are mystified for a second. Then -- some knowing nods.  
Clara spots and plucks a glass of champagne from a passing tray --  
her second. Elinor quickly snatches it from her and puts it back.

WE CUT TO: Sidney and Zora, starting to have mixed feelings as --

RICH WHITE HUSBAND #1  
Artists like you are just  
more in touch with your  
feelings than whites can be --

RICH WHITE HUSBAND #2  
When I'm in New York I make a  
point of visiting Harlem.  
It's just more primal there.

ZORA  
Interesting...

SIDNEY  
I'll tell them you said so...

WE CUT TO: Manny, sweating now, chatting with Brady and a LAWYER --

MANNY  
...and sound's really helping get the  
audiences we lost to radio back into  
theaters. You can advertise sound  
effects -- people like gun-sounds...

WHAT HE SEES: The Lawyer is an ascot-wearing FLY. Manny tries to  
talk business but keeps getting lost in the Lawyer's fly-eyes...

CUT TO: Clara, straining under her act now, whispering to Elinor --

CLARA  
I need some coke --

ELINOR GLYN  
For God's sake, pull yourself  
together and behave --

MILDRED YATES  
Clara, do you think George Eliot was  
better as a novelist or as a poet?

CLARA  
I think he was marvelous at both. Now  
I do apologize, but I must *resign*  
briefly to the powder room.  
(Elinor glares at her)  
I *shalln't* be long. Ta-ta!

CUT TO: Manny, still talking business but his eyes keep drifting.  
WHAT HE SEES: The Courbet statues have started FUCKING EACH OTHER.

## STUDIO EXEC

Gangster pictures are quite hot these days. Foreign accents aren't...

## RIVAL STUDIO EXEC

Did you hear about the new gambling laws? It's getting harder and harder to do anything in L.A.

## OTHER RIVAL STUDIO EXEC

You been to Cal-Neva? You know, the state border? Either of you?

Manny realizes he's being asked. Shakes his head, losing it. WHAT HE SEES: The statues are now JERKING EACH OTHER OFF AND MOANING.

## MANNY

I -- excuse me...

He slips away. RUBS his eyes, heads to the BATHROOM, just MISSES -- -- the FRONT DOOR opening and a TANNED JACK AND ESTELLE ENTERING.

Jack looks refreshed and rejuvenated -- younger and healthier than the last time we saw him. All attention turns right away to him:

## GUEST

Jack! I wasn't sure you'd get in in time! How was Europe??

## JACK

Incredible. I know who I am now.

## OTHER GUEST

Oh yeah?

## JACK (CONT'D)

The things they're doing there, Carl. René Clair, this kid Renoir -- the painter's son -- it's a whole new way of filming. And the cathedrals! Chartres. Have you seen Chartres? That's art! Why settle for less?

## GUEST

Oh and congratulations -- didn't the new movie open??

## JACK (CONT'D)

Yes, yesterday -- but I haven't read anything, I haven't heard anything and that's how I like it!

## OTHER GUEST

Well I'm sure it's a smash.

## JACK (CONT'D)

If not, I don't mind. I know what I'm doing now. The important things in life: truly great art, and love. And French 75's -- do you have them and how many?

CUT TO: Manny, passing a framed DRAWING of a FARM -- it springs to life, the CHICKENS in the image moving and squawking -- he SLAPS himself, pissed, SICK of tripping, enters the BATHROOM --

-- and sees Clara doing COKE on the sink. She JUMPS.

CLARA

Oh Manny -- it's you. Thank God.

MANNY

What the fuck are you doing??

CLARA (CONT'D)

You don't look good, honey.

MANNY

Elinor moved mountains to get you into th--

CLARA (CONT'D)

I'm dyin' out there, Manny! They're so goddamn awful. That shithead Mildred with the fuckin' rabbit on her shoulders that's prob'ly still alive -- and Hearst the ass-pincher. They're such a bunch of goddamn creeps --

MANNY

But they could save your career, Clara! They vouch for you and we get you the right kind of publicity -- the right directors wanting to work with you --

CLARA

I miss Ruth, what happened to her?

MANNY

Ruth doesn't cut it anymore, we got directors coming in who do! You could be a real star again, Clara, don't d--

But Clara HUGS him. He's taken aback -- trying to hold it together himself -- glances at the sink and sees a CHICKEN in it. Blinks and suddenly the whole bathroom is FULL OF SQUAWKING CHICKENS.

MANNY (CONT'D)

Christ, this mescaline is so fucking annoying!

CLARA

Mescaline? Can I have some???

MANNY

No!!! Gimme some of your coke --

He does a big bump. Blinks a few times. The CHICKENS are gone.

CLARA

That better, sweetie?

(she holds him tighter, leans in close to him)

Now gimme your lips.

MANNY

What?

(pulling away)

No -- Clara -- we can't --

But she's desperate -- almost panicked --

CLARA

I don't wanna go back out  
there! Let's fuck --

MANNY (CONT'D)

Clara --

CLARA

I want to fuck you.

MANNY (CONT'D)

This is not the place t--

But she won't go back out. She's safe in here. She manages to KISS HIM. Manny SPRINGS BACK at first -- but goddamnit he can't resist, *this is what he's been dreaming of for three fucking years* -- he KISSES Clara back -- GRABS her, LOCKS the bathroom door, PULLS down her skirt, starts FUCKING her with all the pent-up lust SPILLING OUT -- PROPS her up onto the sink, PICKS her up again, steps on a lone lingering CHICKEN as he moves her --

MANNY (CONT'D)

Ow fuck!!!

-- to the DOOR of the STALL -- the door SWINGS backward, Manny and Clara fall INSIDE -- Clara atop the TOILET, Manny going at her, the two of them fucking like a pair of deranged wild animals as --

WE CUT BACK TO: Jack and Estelle, at the bar, grabbing cocktails:

GUEST #2

Jack -- how nice to see you!

JACK

You too, Alec!

GUEST #2

(puts his hand on Jack's shoulder)

Now tell me... Are you holding up?

JACK

Oh -- yes. I miss him, you know, but...

GUEST #2

...Miss him?

JACK

Yeah -- Paul...

(looks at the Guest; is confused now)

What were you referring to?

The GUEST hesitates -- then seems about to reply when --

GUEST #3

Jack! I'm so glad you're out and about.  
How was Europe?

JACK

Inspiring. But also glad to be back.

GUEST #3

That's the attitude. Staying strong.

Glasses clink. Jack sips. Smiles. But the seed's been planted...

CUT TO: Manny and Clara FUCKING in the bathroom -- which is now FESTOONED WITH CHICKENS. Manny's losing his mind -- the MESCALINE surging back -- trying to focus on Clara but everywhere he looks are CHICKENS SQUAWKING and FUCKING each other...

He keeps going, he's close to COMING, Clara too -- Manny eyes the CHICKENS, FUCKING more and more vigorously all around him -- he starts MOANING, the CHICKENS start MOANING, it's a giant CACOPHONY of HUMAN-AND-CHICKEN MOANING swelling to burst -- until at last --

**BAM!!! THE CHICKENS ALL EXPLODE.** The room fills with THOUSANDS of FEATHERS, slowly falling to the floor over Manny and Clara as the two of them COLLAPSE, sweaty and spent, into each other's arms.

MANNY

...Wow.

CUT TO: Manny and Clara emerge from the BATHROOM -- hot-cheeked, red-eyed, trying to hide what just happened, like two naughty ki--

ELINOR GLYN

You! Where have you been???

MANNY

It's my fault, Madame, she felt ill but she's fine now.

CLARA

Yes, I'm *fine* now.

Elinor GLARES at Clara. Can tell she did coke. And possibly more. But what's done is done. Takes Clara's hand and --

WE CUT BACK TO: Sidney and Zora, truly uncomfortable now as --

RICH WHITE WIFE #1

And Miss Palmer, I assume you write about the *Aframerican* experience?

ZORA

Um... Sometimes.

RICH WHITE WIFE #1 (CONT'D)

It's so important. There's just a flowering going on, don't you think? And Negroes in films now -- at last!

ZORA

Well, to be fair, Oscar Micheaux has been making movies for --

RICH WHITE HUSBAND #1

It's about inclusion. Is it true that Kinoscope will be making Negro features soon?

SIDNEY  
 Uh -- they're looking into  
 it, I --

RICH WHITE WIFE #1  
 It's about time that such a  
 vibrant culture got its due.

RICH WHITE WIFE #2  
 I think part of the reason your  
 culture is so exciting is you're more  
 connected to your ancestors in Africa  
 than we are. Don't you think?

CUT TO: Clara, thrust back into her former group, coke-rattled,  
 eyes Manny who watches from afar, rooting her on --

CLARA  
 I apologize, I -- I felt a  
 tad *ill* there...

WILLIAM RANDOLPH HEARST  
 ...and he replies: "Do they  
 need an electrician?"

MILDRED YATES  
 Ha!!! That's marvelous! Do you know  
 any good jokes, Miss Bow?

CLARA  
 Well, I --

ELINOR GLYN  
 (panicked, intervenes)  
 Oh Clara prefers *listening* to  
 jokes to telling them!

CUT BACK TO: Jack, unsettled, has already finished three drinks,  
 seated and looking around at people --

GUEST #4  
 Hey Jack. You holding up?

JACK  
 You too? Ok -- I get it -- the movie  
 isn't a hit. I don't care.

GUEST #4  
 I -- sorry... I just -- meant -- I'm  
 sure you'll get another chance...

That last bit gets to Jack. He looks at the GUEST -- puzzled now.

JACK  
 ...Why wouldn't I get another chance?

GUEST #4  
 Oh -- no, what I --

JACK  
 (stands up)  
 Will someone please tell me what the  
 fuck is going on?

People look at him. *Um...* No one seems eager to reply.

That's it -- Jack turns and heads off -- passing by Estelle --

JACK (CONT'D)  
We're leaving.

-- beelines toward the door, ignoring everyone else -- almost collides into -- Manny. The two men look at each other. But before Manny can say anything -- JACK IS OUT THE DOOR.

MARION DAVIES  
 ...is worth a lot more than a mime!

Laughter. Marion's just told a joke. Clara's grinding her teeth.

MILDRED YATES	JOSEPH ROTHSCHILD
Miss Bow, you <u>must</u> know some good ones!	Yes, isn't comedy your specialty?

CLARA  
 Well, I -- I ain't the bes--  
 (catches Elinor glaring)  
 --am not the best joke-teller...

SIR DELMER LUNNEY  
 We'll be the judges of that, Miss!

More laughs. Clara looks at Manny. Can't keep this up for much longer... WE CUT BACK TO: Sidney and Zora, tension rising as --

RICH WHITE HUSBAND #1  
 I hear Negroes are better actors than whites because they dramatize everything in their daily lives, like their ancestors did. Do you think that's right?

BACK TO: Clara's group, Elinor cutting in, trying to save things --

ELINOR GLYN  
 Oh I know a good one. Two fish are --

CLARA  
 No actually I got one, I got one --

Manny eyes Clara -- No, don't -- crosses his fingers -- BACK TO --

RICH WHITE WIFE #1  
 Oh my God Edmund has a trumpet doesn't he? Mr. Palmer, would you play for us?

SIDNEY  
 I -- I don't think -- you see, I would need my own mouthpiece and --

RICH WHITE WIFE #1  
He has spares!

SIDNEY (CONT'D)  
-- it would interrupt the --

And then -- WE HEAR -- slowly taking over the entire party, in her normal LOUD, SHARP, GRATING VOICE:

CLARA

So a bear and a rabbit are shittin' in the woods one day. The bear asks the rabbit, "Hey, d'you ever have problems with the shit stickin' to your fur?" Rabbit finishes shittin' and says, "Nope, I never do. Why?" And the bear says, "Fan-fuckin'-tastic!" And he grabs the rabbit by the ears and --

Clara GRABS the RABBIT FUR SHAWL off Mildred, puts it between her own legs -- and makes as though wiping her ass with it.

Silence. Everyone -- Hearst, Mildred, Elinor, Brady, every single upper-crust guest here -- stares at Clara. Appalled. You could hear a pin drop. We linger for a beat on Manny: Closing his eyes. It's over.

ELINOR GLYN

I can't believe you...

CLARA

Why not? Haven't you heard what they say about me? I'm a bottom-dwellin' degenerate fuckin' animal. I got that right, don't I, Milly? Poor Mr. Hearst here can't risk havin' me soil his beloved San-Fuckville-Simeon, now can he? "Oh, Clara, well you know Clara -- I mean who knows what she might do? She's from *Brooklyn*, you know..."

(then, eyeing the hors d'oeuvres)  
Well here's what a degenerate fuckin' animal from Brooklyn does.

She grabs some BEEF TARTARE with her hands and CHOWS DOWN on it.

CLARA (CONT'D)

That's what the degenerate fuckin' animal from Brooklyn does. In the mean-time, y'all can keep on fuckin' your cousins and polishin' your guest lists while you ply your underaged fuckin' mistresses with Beaujolais, 'cause you know what -- I know all of you.

(MORE)

CLARA (CONT'D)

And all you are is a bunch of virtue-signalin' fuckin' hypocrites who've done worse than I have but won't ever be honest about it. So I'm gonna go home and stick some coke up my pussy, while all of you can kindly stick your champagne flutes up your rose-smellin' candy-tastin' Snow-White fuckin' assholes.

With that, she MARCHES off. Manny takes it in. WHAT MANNY SEES: A few PENGUINS, and a bunch of mortified guests. The party's done.

**EXT./INT. MOVIE THEATER - BEVERLY HILLS - NIGHT**

Jack, obscuring his face with a hat and upturned coat collar, slips inside a MOVIE THEATER. Makes his way to the AUDITORIUM and pokes his head in. Sees himself on the giant screen. Looks at the audience. The theater seems full. He sighs in relief. Then --

JACK (ON-SCREEN)

*Listen to me, Catherine...*

The scene we saw being shot. Jack's VOICE rings out, he and his co-star hold each other tight -- big-screen intimacy. And we HEAR it: the lines, the fabric rustling, the hands moving. The camera stays static. No score. The AUDIENCE fidgets. They look uncomfortable...

JACK (ON-SCREEN) (CONT'D)

*I don't care if they find us...*

(a SNICKER now in the audience)

*You're what gives me life.*

(more SNICKERS; as the actors' lips approach -- LAUGHTER)

*I love you...*

And -- on that line -- FULL-FLEDGED GUFFAWS. The theater ERUPTS.

ON JACK: Stunned. He looks back up at the screen -- at himself, laid bare, earnestly professing his love, PASSIONATELY KISSING his co-star. And at the audience -- absolutely dying with laughter.

We linger, in WIDE SHOT, on Jack. Crushed. Then he walks away from us, out the lobby, back onto the street...and WE FADE TO BLACK.

1930

**INT. LIVING ROOM - DAY**

Jack is seated on a couch, cigarette in hand, giving an interview:

ELINOR GLYN

What're your thoughts on the future, Jack?

JACK

Well... My last two pictures didn't work. But I learned from them. There were things I'd taken for granted that I perhaps shouldn't have.

ELINOR GLYN

Life isn't altogether grim. You're still one of MGM's biggest assets. You still command the biggest paycheck.

JACK

Well, I'd like to earn it. I made mistakes on those two pictures. I'm still learning this new language.

ELINOR GLYN

Do you think it's a different style of acting that's popular these days?

JACK

I'm not sure. We're *all* learning.

ELINOR GLYN

Is it true you've quit drinking?

JACK

Yes. It was getting in the way. I'm not letting that happen anymore.

ELINOR GLYN

A lot of acting talent is coming in from the theater now. Might you go to the stage to get more experience?

JACK

No. Why should I? I shall master the talking film. On film.

ELINOR GLYN

(a beat; then, like a grandmother,) Thanks, Jack. You're still the kid with gumption I met twenty years ago, you know. You haven't changed a bit.

JACK

Thanks, Elinor. Neither have you.

**INT. IRVING THALBERG'S OFFICE - MGM STUDIOS - DAY**

CLOSE ON A HEADLINE: "IS JACK CONRAD THROUGH? by ELINOR GLYN".

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

That conniving bitch!!!

Jack is holding the new edition of PHOTOPLAY and shouting in a semi-drunken RAGE as he pours and re-pours himself bourbon.

IRVING THALBERG  
Jack, calm down -- and stop  
pouring yourself drinks --

JACK (CONT'D)  
I give her three hours and  
she writes this?!? "Out of  
fashion" -- that decrepit  
cunt's been out of fashion  
for a fucking century!

IRVING THALBERG  
No one cares what Elinor Glyn writes,  
Jack. Her last pet was Clara Bow and  
look how that turned out.

A beat. Jack takes this in. Nods. Finally takes a seat, calmer.

JACK  
Ok... At least I have my health. At  
least I have love in my life -- which  
is more than that twat can say.

IRVING THALBERG  
There you go. Estelle was a mistake.

JACK  
She was... And the new picture will  
be better. I'll be better in it.

A beat. Thalberg looks suddenly awkward.

IRVING THALBERG  
Yeah, about that... We've actually  
decided to put a new kid on that  
picture instead.

JACK  
A new kid?

IRVING THALBERG  
His name's Clark Gable. He's got a  
bit of heat right now.

Jack takes it in. Is shocked -- but holds it in.

JACK  
Oh. Well... If you think it's best  
for the picture.

IRVING THALBERG  
I do. But we've got something else  
for you. "A Stranger Calls".

A beat.

JACK

...That's a B-picture, isn't it?

IRVING THALBERG

What? No, no, not at all. It's  
prestige through and through. Great  
cast, ace director.

(adding, with a smile,)

And no period costumes.

Jack nods. He knows what's going on here. We hear KNOCKING...

**INT. HALLWAY - MANSION - HOLLYWOOD HILLS - MORNING**

A MAID is standing in the hallway of an ornate Hollywood Hills mansion, knocking on the door to the study.

MAID

Señor Valdez?

(no answer; she knocks again)

Señor Valdez?

Still no response. She opens the door -- and we see a MAN slumped over a desk, a PISTOL in his hand and a POOL OF BLOOD by his head. A handwritten note is by his side: "*A mi amor -- Lo siento.*"

**CUE MUSIC, WHICH PLAYS OVER THE FOLLOWING IMAGES:**

**A NEWSPAPER HEADLINE: "ANTONIO VALDEZ, ACTOR, DIES..."**

**EXT. SWIMMING POOL - DAY**

COPS file past a garden to a SWIMMING POOL. There, floating in the water, drowned -- is the OBESE MAN, the water around him littered with bottles. Two OFFICERS are trying to fish him out with a net.

**A NEWSPAPER HEADLINE: "WILLY BOYLE, ACTOR, COMIC, DIES..."**

**EXT. LONG BEACH - DAY**

A hot SUMMER DAY on a private beach. A fully-dressed WOMAN stands still, looking at the ocean. Then, slowly, calmly, she begins walking toward it.

**A NEWSPAPER HEADLINE: "OLGA ILYADY, ACTRESS, DIES..."**

**INT. OFFICE - NIGHT**

A nondescript office. A Christmas tree in it. A MAN in his 40's, nude, STABS himself repeatedly in the belly and chest with a pair of golden scissors. Splayed all around him are OLD MOVIE POSTERS -- with painted (and younger) versions of his face on all of them...

**NEWSPAPER HEADLINE: "CHRISTMAS SUICIDE: LOU TELLEGEN, ACTOR..."**

**EXT. DRIVEWAY - NIGHT**

A GIRL in her 20's sits amidst a thick pile of yellowed NEWSPAPER CLIPPINGS. We catch glimpses of a name recurring in the headlines: "GWILI ANDRE". The Girl is just finishing dousing the clippings with gasoline. Curling her legs up inside the pile, she lights a match, closes her eyes -- and drops it...

**NEWSPAPER HEADLINE:** "GWILI ANDRE, ACTRESS, MODEL..."

**INT. HOUSE - DAY**

POLICE and MEDICS swarm a modest Canoga Park HOUSE -- heading through the front door, down the main hallway, passing a 1931 calendar. As they get closer to their destination, they start holding their NOSES. We see a TABLOID PHOTOGRAPHER scurry ahead of them to snap a shot -- we PUSH ahead, past him, into a BEDROOM --

-- where we see a bed peppered with PILLS, a NOTE on the drawer, and, on the floor -- a partially-decomposed CORPSE. A starving-looking PET DOG is halfway through eating the corpse's left leg.

We TILT UP to a glamorous photograph on the easel. It's of RUTH AZNER -- glowing in the light and smiling.

**NEWSPAPER HEADLINE:** "RUTH AZNER, DIRECTOR, DIES..."

**A FEW MORE NEWSPAPER IMAGES FLASH:** High-contrast photographs, Weegee-style stuff -- blood-spattered walls, hotel room corpses, a July 4th heroin bust. And finally -- a stolen shot of two WOMEN we recognize KISSING in a cab. Above it, a headline: "CLARA BOW AND ANNA MAY WONG???"

MANNY (PRELAP)

I can't have you jeopardizing Clara's prospects anymore.

As the MUSIC starts to QUIET, we find ourselves --

**INT. SOUNDSTAGE - KINOSCOPE PICTURES - DAY**

-- on a faux-Chinese MOVIE SET. Manny -- now looking like a full-fledged drug addict, sweaty and red-eyed -- holds a TABLOID RAG up to Anna May, who's dressed in a slave-princess costume, mid-shoot.

MANNY (CONT'D)

I have to keep her career from any further immolation. She's lucky I got her another movie. If this one doesn't work, she's through. Do you understand?

Beat. Anna May looks at Manny. Isn't sure what to say. He hands her the tabloid with the picture so she can see it.

MANNY (CONT'D)

Lesbian chic is out. This sort of thing no longer flies.

(pause; then,)

I can no longer have Kinoscope employing you. Your image is too toxic and we don't need titles these days. That's it. I'm sorry.

Anna looks at him. Takes it in. Nods -- then slowly walks off. WE FOLLOW HER -- as, in her demeaning costume, holding the pain deep within, she makes her way toward the soundstage's EXIT.

The CAMERA MOVE echoes the first time we saw her at Brady's house and trailed her down a hall. Just as then, the move ends with Anna slipping through a door and the door closing in our face. The now-ubiquitous sign on that door: "SILENCE PLEASE".

END OF MUSIC CUE.

INT. CLARA'S TRAILER - KINOSCOPE PICTURES - DAY

CLOSE on coke. Fast JAZZ plays as Clara -- puffy, drug-addled and crazed, walled up in her trailer with her drugs and her music as though it were her refuge from the world -- SNORTS it up in one fell swoop. Her door SWINGS open, she JUMPS with fright --

MANNY (CONT'D)

You gonna be ready soon?

CLARA

God, don't you ever knock???

She's far from "ready". In fact -- shooting is the *last* thing she wants to be doing right now. The prospect terrifies her.

MANNY

I'm not fucking around Clara, one more take with Sidney and then the heist scene is up -- you better not be late agai--

CLARA (CONT'D)

Yeah yeah yeah, I got it, *Jesus* -- you're such a fuckin' dictator --

MANNY

Hey -- don't talk to me like that, if you're late one more time I swear to God --

CLARA (CONT'D)

Oh my God, Chancellor Manny over here -- you got any countries you wanna invade?

Manny storms off, fed up, we FOLLOW HIM --

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

Hey lemme know if you need recruits for your imperial army, Chancellor!

EXT./INT. SOUNDSTAGES - KINOSCOPE PICTURES - CONTINUOUS

-- as, beyond stressed, he hurries to the nearest SET. It's of a BANK VAULT, stacks of PROP MONEY everywhere. Manny handles it --

MANNY  
Money looks good. Where's the  
gun?

PROP MASTER  
Most realistic anyone's ever  
seen, don't you think?

MANNY  
Yes -- where's the gun?

PROP MASTER (CONT'D)  
We had some problems with th--

A P.A. hands Manny a PROP GUN, Manny pulls the trigger and --

MANNY  
Goddamnit, it sounds like a  
fucking peanut snapping!!

PROP MASTER (CONT'D)  
I know, Mr. Torres, but it's  
tough to replicate a real --

MANNY  
I want a real fucking sound. Audiences  
want real sound effects. Fix it. And  
that vault handle is too clean. You  
ever been in a vault? Germs and  
thumbprints everywhere. Mess it up.

He turns and walks off -- an ASSISTANT rushes after him --

ASSISTANT  
You wanted this?

MANNY (CONT'D)  
Yes.

-- Manny snorts a spoonful of COKE the Assistant has handed him --  
reaches a NIGHT CLUB set -- MUSIC pounding, EXTRAS in GANGSTER get-  
ups smoking while Sidney fronts an ALL-BLACK JAZZ BAND --

DISTRIBUTION EXEC  
There you are! We have a  
serious fucking problem --

MANNY (CONT'D)  
What -- what is it?

DISTRIBUTION EXEC  
The band looks mixed.

MANNY (CONT'D)  
...What do you mean?

DISTRIBUTION EXEC  
I *mean* -- the other players  
are a lot darker than Sid.

MANNY (CONT'D)  
So?

DISTRIBUTION EXEC  
So -- in your wide -- next to  
them Sidney looks white.

MANNY (CONT'D)  
But he's not. He's black.

DISTRIBUTION EXEC  
They don't know that in the  
South. To them, this'll look  
like a mixed band.

MANNY (CONT'D)  
Well who gives a fuck?

DISTRIBUTION EXEC  
We won't be able to book the  
movie there. That's half the  
revenue lost --

MANNY (CONT'D)  
No no no this movie needs to  
hit --

DISTRIBUTION EXEC  
 Forget *hitting*, it's not even worth *finishing* at that rate. Brady'll just pull the pl--

MANNY (CONT'D)  
Nobody's pulling the fucking plug!!!

Manny's nerves are about to explode. He needs this to work. Then --

MANNY (CONT'D)  
 ...What do you suggest I do?

CUT TO: Sidney, final phrase as the SONG (and take) ends. The CREW race to reposition as Manny approaches with BURNT CORK in hand:

MANNY (CONT'D)  
 Hey man -- I need you to use this.

SIDNEY  
 (looks at the cork; confused --)  
 I -- I don't understand...

MANNY  
 To match the other players' faces.

Sidney processes what he's being asked to do. Looks again at the cork. Then at Manny. Then at the DISTRIBUTION EXEC, watching him.

MANNY (CONT'D)  
 ...Is that ok?

Sidney looks at Manny, Manny at him. The men stare at each other -- the cork in Manny's hand, Manny waiting for Sidney to take it...

A long moment passes.

Finally -- Sidney takes it. Doesn't do anything for a few seconds. We STAY on him... And, finally...

...he applies the cork to his face. We watch the whole process -- one stroke after another, Sidney rubbing the substance in. We PUSH in on him as he looks out, internalizing everything -- eyes the CREW just off-set, some of them doing bumps of coke; the EXTRAS and other MUSICIANS, watching; the Exec, trying to gauge when Sidney looks "black enough"; and Manny, a part of it all...

Sidney sees the Exec give Manny a thumb's up. Manny approaches.

MANNY (CONT'D)  
 Thanks, man.

Sidney looks at him. Then -- hands the cork back.

A.D. (O.S.)  
 Going again! And ACTION!!!

Sidney does a take. Again WE STAY on him -- playing his horn...

DIRECTOR (O.S.)  
And CUT!!! Great!!!

A.D. (O.S.) (CONT'D)  
 Ok, moving on to Scene 18!

Manny looks at the Exec, who SMILES at him. Problem solved. Then --

P.A.  
 Mr. Torres -- we can't find Clara.

MANNY  
 ...What?

CREW start tearing down the set, PLAYERS start packing up --

MUSICIAN SIDNEY  
 See you on the next one. Um -- yeah...

Sidney takes his trumpet case, rises. We STAY CLOSE on him as he walks past a panicking Manny --

MANNY 2ND A.D.  
 Did anyone see her go??? Her car's gone...

Sidney heads off set and into the W.C. Sets his case down, runs the tap, washes the cork off his face -- then looks at himself in the mirror. Something in his eyes has changed.

MANNY (O.S.)  
Well fucking FIND HER!!!!!!!!!!!!!!!

**EXT. DESERT HIGHWAY - DAY**

Clara's car SPEEDS past us at 100 MILES PER HOUR, blowing dust --

**EXT. MCKAY'S CASINO - CAL/NEVA DESERT - DAY**

A low-slung CASINO atop a strip of DESERT. A card on-screen:

**A few hours later: The border of California and Nevada.  
 (Not subject to the antigambling laws of either state.)**

**INT. MCKAY'S CASINO - CAL/NEVA DESERT - CONTINUOUS**

Now we're inside -- and we see Clara. At a BLACKJACK TABLE, one on one with the DEALER. She's wild, coke pumping through her veins --

CLARA  
 Hit me again.

A TON of chips are on the table. The Dealer deals Clara a card --

CLARA (CONT'D)  
 Hit me again.

DEALER  
...Are you sure?

CLARA  
The fuck do you think? Hit me again!!

The Dealer does. Bust. Clara PUSHES MORE chips onto the table --

CLARA (CONT'D)  
Hit me!  
(gets another card --)  
Hit me again!

Bust. Clara POUNDS her fist. *Fuck*. The pile of chips is dwindling.

CLARA (CONT'D)  
You! Floor manager! I want more chips!

The MANAGER hurries over. Other CUSTOMERS are starting to watch.

FLOOR MANAGER	CLARA (CONT'D)
We can open a line of credit, Miss Bow --	Fine. A hundred chips. Gimme somethin' to sign.

She SIGNS paper, pushes more chips onto the table -- same events:

CLARA (CONT'D)  
Hit me... Hit me again...

WE PUSH IN on other MEN now eyeing her. One we'll know as JAMES MCKAY, 50's. He's suit-clad, standing in the back. Another is his ASSOCIATE. Neither is the kind of person you want to fuck with...

CLARA (CONT'D)  
More chips!!

She's already reached another bust -- and her limit. SIGNS again --

CLARA (CONT'D)  
Ok, let's go. Hit me!

It's almost like she *wants* to lose -- and lose big. More PEOPLE watching, more SIGNATURES flying. McKay WHISPERS to his Associate.

CLARA (CONT'D)  
Hit me again!!

Yet another bust. McKay approaches, eyes the latest signature --

JAMES MCKAY	CLARA (CONT'D)
Miss Bow? I'm Jim McKay --	Yeah yeah, how d'ya do --

JAMES MCKAY	CLARA (CONT'D)
You seem to be short.	Like fuckin' hell I am.

EMPLOYEES turn. Shocked someone's speaking to McKay that way: *Is that Clara Bow? Either way -- what the fuck is she doing...??*

JAMES MCKAY

These are \$100 chips, Miss Bow.

CLARA

Don't make me laugh. They're 50-cents.

JAMES MCKAY

No. Maybe when you've played in Mexico you've used fifty-cent chips. But here, each of these is a hundred dollars. You've now lost 834 of them. That means you owe \$83,400.

Clara freezes. Looks up at McKay. *What? Enraged now, she SHOUTS:*

CLARA

Fuuuuck you! You think I'm kickin' in a penny more than I owe, you fuckin' hick sand-dune hillbilly?!?

Now people GAPE. Some start motioning each other to leave -- *it's not a good idea to stick around...* McKay just stands there, calm, a slight smile, taking it from Clara as she LOUDLY GOES OFF:

CLARA (CONT'D)

Mr. Bigshot-Casino-Man -- you and all the lyin' swindlers who've been suckin' me dry, tellin' me I was no good --

More shocked looks, other EMPLOYEES of McKay's now approaching...

CLARA (CONT'D)

-- tellin' me what to do, tryin' to own and control me my entire goddamn life --

One of the EMPLOYEES slowly reaches for a HANDGUN...

CLARA (CONT'D)

-- why don't you kiss my mother-fuckin' ass??!?

A beat. McKay waits -- then turns and gives a nod. All of a sudden -- EMPLOYEES GRAB Clara off her feet and CARRY her SCREAMING to --

**INT. PRIVATE ROOM - MCKAY'S CASINO - CONTINUOUS**

-- a windowless little ROOM. They PLOP her onto a chair, HOLD her hands tight behind her back -- McKay ENTERS and LOCKS the door --



GUARD  
You'll need that to come back.

SIDNEY  
I'm not coming back.

-- and drives the fuck away.

**INT. JACK CONRAD'S HOUSE - DAY**

Jack paces back and forth in his kitchen, his phone to his ear --

JACK  
Yes, I've been holding...

He's nursing a martini -- empty bottles and glasses clutter the countertop -- a copy of Variety has been opened -- a headline: "A STRANGER CALLS' POST-MORTEM" -- he's twitchy, agitated --

JACK (CONT'D)  
Well I was told he'd be back after lunch, it's now end of day and he hasn't called... No, that's what I've been told every time I've called... No, I would not like to leave another message... No -- That's it.

He SLAMS the phone down -- GRABS his car keys --

**EXT. JACK CONRAD'S HOUSE - DAY**

-- his car HURTLES down the driveway like lightning --

**INT. LOBBY - IRVING THALBERG'S OFFICE - MGM STUDIOS - DAY**

-- he BARRELS into the lushly appointed OFFICE LOBBY and --

JACK (CONT'D)  
Where the fuck is he?

SECRETARY  
Mr. Conrad -- as I told you, Mr. Thalberg is not in at the moment, he's --

JACK (CONT'D)  
I want to see him right now, it's been silence from you people for a fucking month --

SECRETARY  
-- even if he were in you'd need an appointment and we'd need to --

JACK (CONT'D)  
I need an appointment?!? Are you listening to yourself? An APPOINTMENT?!? Do you have any idea who the FUCK I AM?!?

The Secretary tries to BLOCK him but Jack MOVES past her and into Thalberg's OFFICE -- it's EMPTY -- he SPINS -- sees plaques, trophies, mockups for posters -- he STOPS. Looks at the posters...

There're a bunch of them. A romance. A costume epic. A gangster film. A Western. He's in none of them... Jack takes in the sight. The studio marching on without him. A moment passes. His eyes travel -- to a stack of magazines, Variety and Motion Picture and -- PHOTOPLAY. He looks. Thinks. And then --

**INT. ELINOR GLYN'S OFFICE - DAY**

FAST DOLLY IN on an office door. The name: "ELINOR GLYN." A hand PUSHES -- the door OPENS -- we see Elinor Glyn, all coiffed and chiffon-swathed -- and Jack MARCHES right up to her face --

JACK (CONT'D)

You. You're the reason. They were going to give me another chance until they read your fucking horseshit!

Elinor stays calm, silent. Jack continues, loud and emotional --

JACK (CONT'D)

Smiling to my face while you planned your hit piece. I'm the reason people read you in the first place! When I moved to L.A., want to know what the signs on all the doors said? "No actors or dogs allowed." I changed that. I built this fucking place, and now you're leading the charge to kick me out!!!

Beat. And then -- softly, without ever raising her voice an iota --

ELINOR GLYN

You didn't build this place, sweetie, the system built this place. And the system can do with or without you as it pleases.

Jack looks at her. Taken aback. This is a different Elinor from the one he and we have seen. Cooler, calmer.

He quickly adjusts -- won't back down --

JACK

By system, you mean you?

ELINOR GLYN

No. Who am I?

JACK

That's right, who are you? You're a cockroach. You prey on people and --

ELINOR GLYN

A cockroach? Wow. What do you want?

JACK  
 -- I want you to take some goddamn  
 responsibility for --

ELINOR GLYN  
 No, you want someone to tell you *why*.

JACK  
 ...Why *what*?

ELINOR GLYN  
 Why they laughed at you.

JACK  
 Ha! And you would know.

ELINOR GLYN  
 I do.

JACK  
 Yeah, what is it? Can you squeeze  
 it into another column?

ELINOR GLYN  
 I can squeeze it into a sentence.  
 There *is* no why.  
 (a beat; then,)  
 It's not your voice. It's not your  
 style. It's not a conspiracy or a  
 piece of press. There's nothing you  
 could have done differently and  
 nothing you can *do*. Your time is up.  
 There is no why. Stop fighting it.

A moment. Jack is momentarily quiet. Then, a few seconds later --

ELINOR GLYN (CONT'D)  
 But I'm just -- still stuck on -- you  
 think I'm a cockroach...

Jack looks at her. Ten thousand emotions swirling inside him.  
 Elinor starts thinking aloud, drifting --

ELINOR GLYN (CONT'D)  
 I want to unpack that... I wonder if  
 you're right, actually... Have you  
 ever wondered why cock-roaches are so  
 resilient? When a house catches fire,  
 the people die and the cockroaches  
 survive. Why...?

JACK  
 Goddamnit Elinor, I want to know what  
the fuck happened --

ELINOR GLYN

What happened is you thought the house *needed* you. But it doesn't. It doesn't need you any more than it needs the roaches. So the roaches, knowing that, crawl into the dark, lay low, and survive. You had the spotlight. You'll live forever on celluloid. Be grateful. But it's the rest of us -- the ones in the dark who just watched -- who survive.

Jack takes this in. Silent. Elinor smiles now. Leans in.

ELINOR GLYN (CONT'D)

That's all I do, is watch. It's all I've ever done. The trick is, I know *how* to watch. "Madame Glyn", the butt of all your jokes, the face-lift fairy who's been seventy years old for two decades -- guess what? I'm going to be seventy years old for two decades more. I'm going to outlive all of you. Two decades from now, hell two *centuries* from now I'll be sitting in the dark watching the replacement of your replacement and the house will have been rebuilt and the whole system will be chugging along just *fine* with barely a recollection that you were *ever even there*.

Another beat. We linger on Jack: Brimming. Elinor still hasn't raised her voice once. And then, finally --

ELINOR GLYN (CONT'D)

Because it's bigger than you. It's bigger than all of us.

(lets that hang; then,)

So stop fighting. Be grateful you were a part of it. And kindly -- I do say this with love -- get the fuck out of my office.

A moment of silence. Jack looks at her. Has no response. A beat.

And then -- like a ghost -- he turns and walks out.

**EXT. MANNY'S HOUSE - HANCOCK PARK - NIGHT**

TIRES SQUEALING. A car's tearing against the asphalt. It KNOCKS against garbage cans as it SWERVES into a driveway -- feet DASH out -- RUN up to a house -- fists POUND on the door --

-- and Manny opens. Tired. Dressed in pajamas.

CLARA

Manny... Baby... I need your help...

Clara looks like a fucking wreck. Manny looks at her -- zero pity.

MANNY

You've got nerve showing up here.

And immediately -- Clara BURSTS into tears. Shaking, weeping as --

CLARA

I'm in so much trouble, Manny... I don't know what to do, I don't know what to do...

MANNY

What is it?

CLARA

I fucked up so much. I know I fucked up and you've tried to help me and I've kept fuckin' up -- but you gotta help me, I don't know what to do --

MANNY (CONT'D)

(as he steps aside to let her in)  
Just calm down and tell me what happened.

CLARA

I'm in so much trouble. I went to Cal-Neve and I -- I was playin' cards, and I didn't know which chips were --

MANNY

Ok. I get it. How much do you owe?

CLARA

I -- I -- eighty-five grand...

MANNY

...Jesus Christ.

CLARA (CONT'D)

And if I -- if I don't pay it by end of week they're gonna -- they said they're gonna pour acid on my -- on my --

MANNY

I get it --

CLARA (CONT'D)

-- on my pussy...

She dissolves into more tears. Manny processes what she's said.

MANNY

For fuck's sake, Clara... Well, just pay them. That's it. You don't mess with them, you just pay them.

CLARA

...I can't.

MANNY

What do you mean you can't?

CLARA

I don't have that kind of money.

MANNY

You're Clara Bow, of course  
you have that kind of money --

CLARA (CONT'D)

I -- it's been spent, it's  
gone, my dad's diner and --  
and we don't own the house  
and -- I don't have it...

Beat. Manny is silent. Too stunned for words. Then, exploding --

MANNY

Are you fucking kidding me?!?

He's shouting at the top of his lungs now. Clara is startled.

MANNY (CONT'D)

How could you be so fucking stupid? Do  
you have any idea what I've been  
through to keep your fucking career  
afloat? Whose fault is it that you now  
have nothing?? All the fucking  
bridges you burned, and now you --

Clara starts really sobbing -- collapses to her knees, pleading --

CLARA

Please Manny... Please be nice to me...

Manny stops. And then, a puddle of tears --

CLARA (CONT'D)

I love you...

Manny goes still. A moment passes.

CLARA (CONT'D)

You're the only one who's ever been  
nice to me... You're the only one who's  
ever cared...

She sinks further to the floor. Manny looks at her -- her words  
cutting through in a way that surprises even him.

CLARA (CONT'D)

You're the only one...

He can't help himself. He loves her too much.

A beat. He stays still. Tries to think it through. Finally --

MANNY

(leaning down and taking  
Clara's shoulders, softly --)  
Don't go back home. Stay put for a  
couple days. I'm going to figure a  
way out of this. You understand...?

Tear-streaked, Clara looks at Manny. Silently nods.

MANNY (CONT'D)

Ok... It's going to be ok... I'll  
figure it out...

Beat. She KISSES him. They hold each other tight -- Manny weighing  
what the hell he's getting himself into as we PRELAP OPERA --

**INT. JACK CONRAD'S HOUSE - NIGHT**

High-octane Puccini BLASTS, unconscionably LOUD. Jack is wandering  
through the empty rooms of his house when -- we HEAR a phone  
RINGING, just barely audible through the music.

Jack comes to a stop -- but doesn't pick the phone up. Lets it  
ring. Gazes out the nearest window. A salamander has crept out  
from some foliage in the garden. Jack watches it -- as if zeroing  
in on just this creature, and gradually zoning out all the rest.  
Finally -- the salamander scurries away. Jack seems to hear the  
phone now. Goes to lower the music and picks the phone up.

IRVING THALBERG (O.S.)

*Jack? It's Irving... Jack?*  
(waits for an answer; decides  
to keep going regardless --)  
*I'm sorry I missed you today. It's  
been crazy. But listen -- I've got  
some great news... Jack, you there?*

JACK

...Yeah. What is it?

IRVING THALBERG (O.S.)

*I've got a movie for you. A prestige  
picture. The lead just dropped out.  
You'd start right away.*  
(then,)  
*Jack...? I need you back.*

Jack takes it in -- and, all at once, FAST JAZZ SMASHES US TO --

**EXT./INT. TRAILER - KINOSCOPE PICTURES - MOMENTS LATER**

Manny HURRYING through the lot -- SPOTS a pissed-looking Levine --  
DARTS off, SLIPS a TRAILER, the Count's inside, administering coke  
and pills to a 10-YEAR OLD ACTOR -- Manny BEELINES over --

MANNY  
I need your help.

**INT. MANNY'S HOUSE - DAY**

Clara, alone in Manny's home, going through his stash of DRUGS -- finds the coke, starts DIGGING IN -- and we're BACK TO --

**EXT. STUDIO LOT - KINOSCOPE PICTURES - DAY**

Manny, hurrying with the Count down another studio alley --

THE COUNT  
...and you lay this shit on me?

MANNY (CONT'D)  
I don't know what to do, who else am I supposed to go to? You have a cash business, you deal with these people --

THE COUNT  
You don't have money?

MANNY (CONT'D)  
Not that kind of money. Not that fast. If we handle it right, we pay these fuckers off, I bring Clara back in, I sort everything out with Brady, get the movie back on track, no one has to know, it's like it never happened --

THE COUNT  
End of week?

MANNY (CONT'D)  
End of week.

THE COUNT  
...I'll see what I can do.

**BACK TO CLARA:** High as a kite, DANCING to a record -- the door SWINGS open -- Manny HURRIES in, as --

CLARA  
Manny! I got it all figured out, I'm tellin' ya, I'm gonna make it all worth it for you, 'cause I know you been tryin' to get my career goin', so once we get outta this what d'you say I do somethin' on the stage? I can dance, you know, I was just sittin' here thinkin', "Well shit, I can dance", and if I can dance I bet I can sing, and if I can sing then I can be on the stage, 'cause -- you can do anythin' if you put your mind to it --

MANNY  
(seeing all the coke strewn everywhere)  
You gotta stop with this shit, Clara, I mean it -- you gotta hold it together -- (trying to stash all the drugs away from her but feeding off her energy) -- you really gotta hold it together, this is not a sustainable living situation, you know -- the economics -- the economics are not sustainable --

CLARA

Whaddaya mean the economics?  
I'm talkin' about the stage,  
you're talkin' about  
economics, and it's like, I  
don't know, sometimes I say  
somethin' and I feel like  
you're not really *listenin'*,  
you know?

MANNY (CONT'D)

I mean -- the economics of  
living. Ok? The economics of  
living. But it's ok, we're  
gonna finish the heist movie,  
I got a plan, I'm gonna pitch  
it to Brady -- you were off  
discovering your character.  
That's all this getaway was.  
You had to immerse yourself.  
It's a new kind of role for  
you. They can write stories  
about it, we'll get Elinor to  
write a whole piece, "Clara  
Bow Went to the Desert to  
Find Her Character", it's  
*just* what we need to sell the  
comeback -- and then we'll  
put you on the stage --

CLARA

Yeah and we can do concerts  
too and -- it'll just be like  
nothin' anyone's ever seen --

MANNY (CONT'D)

You're right, it'll be like  
nothing anyone's ever seen --

And we SMASH TO --

**EXT. PAYPHONE - STREET CORNER OUTSIDE KINOSCOPE - DAY**

-- the Count on the phone, talking just as fast --

THE COUNT

Can he make it Friday...? Yeah, that's  
what I need to know -- Friday...

**INT. MANNY'S HOUSE - NIGHT**

FAST PUSH IN on Manny's phone RINGING -- Manny RACES to pick up --

MANNY

Hello??

THE COUNT (O.S.) (CONT'D)

*Manny, it's done. I got the  
money, I know a guy who'll  
arrange a meeting.*

MANNY

I'm gonna need you there with  
me, I don't know what I'm  
doing --

THE COUNT (O.S.) (CONT'D)

*Don't worry, I'll be there  
the whole time.*

MANNY

How'd you get the mon--

THE COUNT (O.S.) (CONT'D)

*I'll see you Friday.*

The Count HANGS up -- Manny turns to Clara -- BURSTS into a smile  
-- they're going to get through this, he can feel it --

MANNY

It's gonna be like nothing anyone's ever seen.

-- and Clara grins back at him as the MUSIC revs to a peak and SCREECHES to a stop, SMASHING US TO --

**EXT. MOVIE SET - SANTA BARBARA - DAY**

Cold daylight and quiet. An outdoor movie set in Santa Barbara. Bucolic scenery, crisp blue sky. And Jack -- in elegant costume, a bit pale, a little tired-looking but cleaned-up, blinking in the harsh sun. Not wearing his customary sunglasses. Not smoking a cigarette. Looks nervous in a way we've never seen him.

He looks around. The CREW's getting ready. We see a camera free from any box. A boom mike. Sound movies seem to have finally figured out how to shoot outside. Jack sees the DIRECTOR --

JACK

Lewis. Could I speak to you a moment?

LEWIS

Of course, Jack.

JACK

I don't want to be demanding or anything like that. I just wondered, before we begin... I'd ask you to let me give my own performance in my own way. I don't mean that I resent direction or suggestion. I'm just raw and sensitive from the last few years, you know... I know the backroom politics, I could be kicked off the set -- nothing would surprise me any longer. They tell me I'm no good anymore. Do you understand?

The Director looks at him. Is he surprised? A beat. He nods.

DIRECTOR

I understand, Jack.

JACK

Thank you. It means a lot.

The Director gets back to work. Jack, alone again, sees an EXEC passing by. The Exec nods to him politely. This prompts Jack.

JACK (CONT'D)

I want to thank you very much for this opportunity, sir.

The Exec smiles. Shakes Jack's hand. Heads off. Another beat.

A.D.

Ok, Jack can we do a quick line-up?

JACK

Gladly.

Jack gets in position. A YOUNG ACTOR joins. Jack turns.

JACK (CONT'D)

Hi. Jack Conrad.

YOUNG ACTOR

Hi.

They shake hands. Stand in their positions. Jack looks at the camera. Looks out at the rest of the set. The crew. What it feels like. Takes it all in. We linger on his FACE. Then hear PIANO...

**INT. HOTEL LOBBY - SANTA BARBARA - EVENING**

A sign: "ONE WEEK DOWN!" The sounds of jazz PIANO and relaxed mingling. The CAST and CREW of Jack's movie are gathered in an Art Deco hotel LOBBY. Jack presides, looking much more like his old self now -- tux-clad, martini in hand, tipsy and waxing poetic:

JACK

Well *naturellement* it's too early to tell, but, having been in the picture business since the cow-pasture days, I must say I have a *good* feeling about this one.

He nods to a gorgeous woman, REBECCA, on his arm.

JACK (CONT'D)

Of course, a new love will cast *any* picture with a rosy glow...

Laughter and smiles all around. We see the Director, his A.D., both joyous -- and, here as well, in her trademark top hat and tails, the very image of elegance herself -- Anna May Wong.

JACK (CONT'D)

Anna, *ma chérie* -- you came!

ANNA MAY WONG

I would never have missed it.

JACK

How are you?

Anna isn't sure how to answer. Loaded question. So keeps it short.

ANNA MAY WONG

...I'm thinking of going to Europe.

JACK

Oh you *must!* I may take Rebecca there.  
Santorini maybe. One of the romantic  
places. How long will you be there?

ANNA MAY WONG

I'm not sure.

She lets this hang. A moment. Then, tenderly --

ANNA MAY WONG (CONT'D)

You look well, sweetie.

JACK

I am. My first week on a movie set in  
almost a year. Reminds me of when I was  
a kid, seeing a set for the first time.  
It was the most magical place in the  
whole world back then, wasn't it?

ANNA MAY WONG

(nods silently; and then, finally,)  
It was.

Beat. They smile to each other. Living in memories. And we're --

**EXT. STREET - LOS ANGELES - NIGHT**

Nighttime. A car pulls up just off the Sunset Strip...

MANNY

And your guy who works with  
McKay is definitely there?

THE COUNT

Wilson? Yep. Don't worry.

Manny's in the passenger seat -- twitching, nervous as hell. The  
Count is behind the wheel -- with a RUCKSACK BAG by his side.

MANNY

It's all in there, right?

THE COUNT (CONT'D)

Yep.

MANNY

And how do you know the guy  
again -- ?

THE COUNT (CONT'D)

I sold him keys a while back.  
He runs the place for McKay.  
We hand him the bag, he calls  
McKay and the threat's off.

Manny breathes. Takes a moment. Trying to be cool.

MANNY

Ok... I just -- I'm not used to  
these kinds of people, you know...

THE COUNT

They're no worse than movie people.

Manny nods. *Ok.* He can do this.

THE COUNT (CONT'D)  
You good?

MANNY  
Ok. Let's go.

They EXIT the car -- taking the BAG with them -- and we're --

**INT. THE TOAD IN THE HOLE - NIGHT**

-- in a Sunset Strip nightclub. True to its name, the TOAD IN THE HOLE is filled with toad imagery. The music is especially loud, the energy especially amped. Manny's nerves sing as soon as he enters -- the dark lighting, the brawny clientele, the coke-fueled vibe running through the place. He keeps his eyes on the exit as --

THE COUNT  
Wilson.

WILSON, even bigger-bodied than the clientele, comes over.

WILSON  
Been a while.

THE COUNT (CONT'D)  
Good to see you. Meet Manny.

Wilson shakes Manny's hand. Towers over him.

WILSON  
Nice to meet you, Manny.

MANNY  
Nice to meet you, Wilson.

The Count hands Wilson the BAG. Wilson opens it. It's full of WADS OF MONEY. \$100 and \$20 bills. Rubber bands separating the wads. Wilson quickly checks the number of wads. Seems happy.

WILSON  
K. Lemme make a call.

He heads. The Count shoots Manny a look. Nods confidently. *See?*

Wilson is nearing the bar when -- a SCREAM is heard. A CUSTOMER's trying to jump the counter. Wilson SPRINGS left like a cobra and RAMS the Customer's head against the bar-top so hard you can hear the skull crack. Manny almost JUMPS. *Holy fuck.*

Wilson continues on as though nothing happened. Opens the door to an OFFICE past the bar, steps in and picks up a phone -- while two EMPLOYEES carry the now-unconscious Customer out of the club.

Manny watches, terrified. Wilson eyes Manny as he talks on the phone (we can't hear what's said), then hangs up and returns.

WILSON (CONT'D)  
You're a movie producer?

MANNY  
Um -- a studio exec, yeah...

WILSON

Jim heard one of you was a producer.  
He'd love to meet up if you're  
willing. I'm heading to hand him the  
money now if you want to join?

MANNY

Oh, that's very kind but --

THE COUNT

We'd love to.

Manny looks at the Count. The Count looks back at him.

WILSON

Great, he'll be thrilled. He's at  
the Garden of Allah. Should be fun.

Wilson swings back to his office. Manny and the Count follow.

THE COUNT

(whispering to Manny)

We gotta be polite. Just one drink.

Manny nods. Heart's pounding but he gets it. Wilson slips into the  
office, does some coke, grabs the bag, car keys -- and a HANDGUN.

WILSON

You have a car? Follow me.

**EXT./INT. THE GARDEN OF ALLAH - LAUREL CANYON - NIGHT**

A hotel that looks like a Spanish-Moorish palace, nestled at the  
foot of Laurel Canyon. Wilson's and the Count's cars pull up.  
Wilson, the BAG in his arm, escorts Manny and the Count INSIDE...

The rooms and courtyards are modeled on the Alhambra in Spain.  
GUESTS recline on couches and inject heroin. Some of them are  
passed out. Middle Eastern MUSIC play.

WILSON (CONT'D)

Jim. This is Manny. And the Count.

JAMES McKAY

How do you boys do?

MANNY

How do you do, sir.

McKay is on a divan in a garden. Motions to some empty seats.

JAMES McKAY

Sit down, sit down. Welcome. Want a  
drink? It's brandy mixed with ether.

MANNY

I --

THE COUNT

Sure.

JAMES McKAY

Wilson, get us some drinks, please.

Wilson nods. Leaves the BAG on his seat. McKay eyes the bag.

MANNY

Sir, I'm -- I just want to say I'm sorry things got -- out of hand.

JAMES McKAY

Nonsense! I own four casinos and a titty bar. If things never got out of hand I'd have nothing to do. You came through -- that's what matters.

McKay pats the bag. Manny nods. Not sure what to say next.

JAMES McKAY (CONT'D)

You boys friends with Clara Bow? Too bad what happened to her career, huh?

MANNY

...Well...her new picture'll work.

JAMES McKAY

So you're the movie producer then?

MANNY

Um -- yeah. Studio executive.

JAMES McKAY

Essentially the same thing, right?

MANNY

Similar. Yeah.

JAMES McKAY

And how'd you get into that work?

MANNY

Um -- luck... And I just loved movies. I wandered into a picture show one day when I was a kid and -- I was hooked.

JAMES McKAY

That's it?

MANNY

That's it.

JAMES McKAY

I got some movie ideas myself. Would you like to hear them?

MANNY

I -- sure. Of course. I'd love to.

McKay pulls out a small journal. Opens it and starts reading.

JAMES McKAY

Ok. So there's a ten year-old kid and he's a prodigy at all these adult things. He's super smart with words and he can play the piano and recite Lincoln and all this stuff. Here's the twist: turns out he's a fifty year-old midget. He only *looks* like he's ten. Joke's on us.

Manny waits to hear if there's any more to the idea. There isn't.

MANNY

Oh, I get it. That's great.

JAMES McKAY

Yeah... Here's another. Dinosaurs.

MANNY

(waits for the rest; then,)  
Dinosaurs...

JAMES McKAY

Yeah. Dinosaurs.

MANNY

So -- you mean -- a movie about dinosaurs. Like "The Lost World"?

JAMES McKAY

There's already a movie about dinosaurs?

MANNY

Yeah... "The Lost World". You seen it?

JAMES McKAY

No.

MANNY

Oh. It's good.

JAMES McKAY

Well, I got other ideas too.

MANNY

Oh, ok.

McKay returns to his notes. Flips a page, then --

JAMES McKAY

Stripper nuns. They're naked underneath their habits. Could be a crime picture.

(MORE)

JAMES MCKAY (CONT'D)  
Cops have to investigate a convent and  
then -- Woah! Stripper nuns! Fun.

MANNY  
Yeah, that's a good one. I love it.

JAMES MCKAY  
I got another one like it. Stripper  
gladiators. You call it "Ben-HER". Get it?

MANNY	JAMES MCKAY (CONT'D)
Yeah. Haha, that's great. Oh, man --	I'm sorry, I'm gonna check on the drinks. I don't know where Wilson went --

He gets up and walks off. Manny takes a moment. Then -- smile  
gone, his near-panic revealed -- he turns to the Count --

MANNY	THE COUNT
After the drink, we head. This is making me nervous.	Calm down.

MANNY	THE COUNT (CONT'D)
I <i>am</i> calm. We shouldn't be here. And now I'm in your debt, it's not how I --	You're not in my debt --

MANNY	THE COUNT (CONT'D)
Whosever money it is then --	The guy makes it by the kilo, it's no big deal --

MANNY	THE COUNT (CONT'D)
What guy? You never told me how you got it.	Tony. The prop guy. I thought I told you.

MANNY	THE COUNT (CONT'D)
It's the prop guy's money?	No, it's the money he <i>makes</i> .

Manny's about to go on, when he stops. Did he hear that right?

MANNY  
...What do you mean? Like his income?

THE COUNT  
No. His prop money. Didn't I tell you?

MANNY  
...You told me you got the money.

THE COUNT  
Well, yeah, it's really realistic.

Manny goes silent. He *can't* be hearing this right.

MANNY

I don't -- I don't understand.

THE COUNT

It's from your bank heist picture. It's movie money. *Prop* money.

MANNY

The money -- in the bag -- is *prop* money?

THE COUNT

Well where I was gonna get eighty-five grand in two days?

MANNY

Oh. My. God. This can't -- are you fucki--

JAMES McKAY

Sorry about that, guys.

WILSON

Bar's slow tonight.

McKay and Wilson have just returned with the drinks. Manny SPINS --

THE COUNT

No worries --

WILSON (CONT'D)

Here you go --

Manny STARES at the BAG as Wilson moves it to his side. His heart is RACING now. *What has he gotten himself into? Fuck fuck FUCK...*

JAMES McKAY

Try the brandy, it's special.

Manny, shaking, takes a sip. Gags. "Caravan" starts to play...

JAMES McKAY (CONT'D)

So I thought of another dinosaur idea. What's the one thing kids love more than dinosaurs? Christmas. So you combine them. The Christmas Dinosaur.

MANNY

...Oh, right. I like that a lot.

JAMES McKAY

Are you hot or something?

MANNY

What?

JAMES McKAY

You're sweating.

MANNY

Oh -- no, I'm just -- it's the ether.

JAMES McKAY

Ah. Thought you were just excited about the idea.

McKay laughs. Manny laughs along -- and finds he can't stop. Keeps laughing. McKay quiets, watches as Manny's laughter GROWS. Manny's having a nerve-fueled LAUGH ATTACK. Calms down at last as --

JAMES McKAY (CONT'D)

My next idea is my best. I'm only telling it to you because I trust you.

(then, leaning in,)

The world's greatest warrior. I know just the guy to play him. You build the movie around him. He's sensational.

MANNY

Wow. Sounds great.

JAMES McKAY

Do you want to meet him?

MANNY

Uh -- sure. I'll have the studio set a --

JAMES McKAY

No, I mean now. He's at the Blockhouse.

MANNY

Oh -- now...? I... Where is that?

JAMES McKAY

Over the hill. Few minutes' drive. Wilson and I can take you there, then back.

Manny starts thinking fast. Fuck. Has to get out of this.

MANNY

Oh, well, maybe I --

(looks at his watch)

-- shit, it's pretty late. I don't --

JAMES McKAY

This'll add ten minutes to your night, tops. I promise you it's worth it.

MANNY

Right, it's just that -- I --

JAMES McKAY

It'd mean a lot to me.

Beat. Manny looks at him. Looks at the Count. Feels the tension.

**INT. WILSON'S CAR - NIGHT**

Manny and the Count are seated in the back of Wilson's car. Wilson and McKay are in the front, the BAG on McKay's lap. Manny turns -- sees the lights of the city recede into the distance as the car winds its way up the hill and into dark forest...

JAMES MCKAY (CONT'D)

I had some ideas for Negro pictures too  
'cause those seemed hot, but I just  
read the Negro vogue is over.

Manny nods. Can't even listen. Too filled with terror. Eyes the BAG on McKay's lap -- THE BAG FILLED WITH PROP MONEY... Wilson drives further and further outside L.A. proper, deeper and deeper into wilderness. Soon all you see out the window is PITCH BLACK.

Manny eyes the Count. This is so bad...

**EXT. THE BLOCKHOUSE - OUTSKIRTS OF LOS ANGELES - NIGHT**

Wilson's car pulls into a lot -- outside an unadorned bunker-like building in the middle of fucking nowhere. This is THE BLOCKHOUSE.

THE COUNT

(nervous now)  
What's this...?

JAMES MCKAY

You've never been? It's great for a  
nightcap. They do all the stuff here I  
can't get away with even in Cal-Neva.

Manny and the Count take this in. Not reassuring. Wishing they did not have to, they follow McKay and Wilson (who holds onto the BAG) toward the building. It's dilapidated, forbidding. Inside...

**INT. THE BLOCKHOUSE - OUTSKIRTS OF LOS ANGELES - CONTINUOUS**

...is worse. Dark-red lighting, MEN banging on thudding DRUMS while two barely-clothed WOMEN viciously FIGHT each other inside a CAGE and drug-addled SPECTATORS cheer. A sign: "WILD CAT COMBAT!"

The WOMEN aren't play-fighting: they're biting and tearing at each other with CLAWS on their nails. Blood SPEWS. The SPECTATORS look like bad news as well: dope addicts, junkies, Skid Row types.

JAMES MCKAY (CONT'D)

He's two floors down! Follow me!

Shouting over the drums, McKay gestures to a CRYPT-LIKE STAIRWELL.

MANNY

We can wait here!

THE COUNT

Yeah, we're good up here!

JAMES McKAY

Trust me, you got to see him perform!

Every instinct in their bodies screaming at them to run, Manny and the Count instead follow McKay. The STAIRWELL feels medieval: cold stone steps, heavy walls, moisture in the cracks. They reach...

...the FIRST BASEMENT FLOOR. The walls to the right are lined with CHAINS and what look like medieval INSTRUMENTS OF TORTURE: an IRON MAIDEN, a RACK, a SPIKED WHEEL. On the other side, behind BARS, are NAKED PEOPLE -- a few in GIMP MASKS, some with bruises and bleeding backs. They clutch at the bars. Some laugh, others whimper. The walls here seem to be lined with EXCREMENT...

JAMES McKAY (CONT'D)

One more floor.

Manny and the Count share a look. The Count's just as terrified as Manny at this point. McKay walks ahead, heading further down the stairs. Wilson follows him. Manny and the Count follow Wilson. The deep *thump-thump* of the drums above recedes as our characters descend. We start to hear frenzied SHOUTS and CRIES. We reach...

...the SECOND BASEMENT FLOOR. Here, CIRCUS "FREAKS" (a BEARDED LADY, a pair of SIAMESE TWINS, an ELEPHANT-MAN TYPE) sit in cages or on leashes as NAKED WOMEN take them out and FUCK them in front of a CROWD of drug-fueled ONLOOKERS.

JAMES McKAY (CONT'D)

Hm. Not this floor either. Wilson, isn't he on tonight?

WILSON

I thought he was...

Manny watches as McKay and Wilson discuss -- while behind them, the crazed CROWD chucks dollar bills at the SIAMESE TWINS, who are getting fucked by two WOMEN at the same time.

MANNY

Um -- sir -- we're -- we're running low on time, actually, so maybe --

JAMES McKAY

Nonsense, you came all the way out here! I promised you a sight, you're getting a sight. Let's try one more --

He heads back down the stairs. Wilson looks at Manny and the Count and nods for them to follow. They do...

Down another flight of stairs we go, until the group reaches -- a DOOR. It's closed shut. McKay OPENS it -- it's heavy -- and ushers the others through. Then lets the door slide shut behind them.

Manny turns -- hoping to God it's not locked. As he and the Count step out onto this BOTTOM BASEMENT FLOOR --

-- AN ALLIGATOR LUNGES RIGHT AT THEM.

THE COUNT

Holy shit!!!

He and Manny SPRING back, horrified. McKay bursts into LAUGHTER.

JAMES McKAY

Oh man. Your faces...

The ALLIGATOR is chained to the wall. It settles down. Glares at Manny and the Count -- who clutch their chests, feel their hearts.

JAMES McKAY (CONT'D)

Come on, boys, I think he's on the other side. It's worth it, I promise.

He starts walking down a long HALLWAY. Manny and the Count, beyond shaken now, follow. We stay CLOSE on Manny -- red-eyed, breathing heavy. Looks at his surroundings. There are no windows at all. The ceiling is LEAKING in multiple spots, dirty WATER dripping to the floor, which is dotted with PUDDLES. He looks back at the DOOR to the STAIRS. Closed, and growing smaller and smaller in his view...

JAMES McKAY (CONT'D)

Ah, I hear them. This way.

McKay turns right. The walls are now decorated with MEDIEVAL WEAPONS -- SPEARS and SWORDS and SCYTHES. Manny looks at them as he follows -- further down this hall -- until the few lamps are replaced by -- CANDLES. Pockets of pure shadow, flickers of orange light, more ceiling leaks -- as certain NOISES become audible...

The sounds of RATS scurrying... And human sounds as well -- WHOOPS and HOLLERS... Louder and louder, as we turn another corner...

...and find ourselves at the EDGE OF A CROWD. The people here are all holding out CASH -- and look like the most fucked-up, drugged-out, wasted-beyond-belief folks we've yet seen. What's more -- several of them are packing GUNS.

JAMES McKAY (CONT'D)

Yes! This is it.

Manny's eyes wander. *What the fuck is this place...?* McKay cuts through the crowd, clearing a path for Manny and the Count to follow. Manny makes his way past more weapons on the walls, notices all the people are craning to see something -- *but what?*

McKay and his group reach an open spot, closer to the front. Here Manny can see what everyone's trying to look at.

Standing at the end of the hall, side-lit by candles, is a GIGANTIC, HUGELY BUILT MASKED MAN. His skin is lathered in oil. His muscles bulge, his veins pop. He wears only a G-STRING and a GREEK MASK. His bare chest is dotted with flecks of BLOOD...

JAMES McKAY (CONT'D)

That's him. Incredible, isn't he?

The Masked Man flexes his biceps. They're huge. The crowd cheers.

JAMES McKAY (CONT'D)

Watch what he does. It has to be seen to be believed.

At that moment, the Masked Man leans to his side -- and reaches into a MEDIUM-SIZED BOX. The crowd start throwing cash at him, as out of the box the Man slowly pulls...

...a live, squirming RAT by its tail.

JAMES McKAY (CONT'D)

Watch this.

The Man LIFTS his mask -- at which point we see BLOOD on both his chin and his lips. Manny's eyes widen as the Man lifts the RAT up, opens his jaw wide and starts to lowers the animal into his mouth. Manny quickly LOOKS AWAY, nauseous -- as the crowd ROARS.

JAMES McKAY (CONT'D)

Holy shit, this guy! Isn't he amazing??

A beat. Manny tries not to vomit. Turns back to see the Man lick his freshly blood-streaked teeth and put the mask back on.

JAMES McKAY (CONT'D)

They found him living in a forest in Oregon. He'll do anything for cash. Wilson -- quick, gimme a twenty.

WILSON

I don't have any on me.

JAMES McKAY

The bag.

Wilson opens the BAG -- takes out one of the WADS OF FAKE CASH.

Manny holds his breath as Wilson pulls off the rubber band and slips a FAKE \$20 BILL out. Hands it to McKay. McKay takes it, rolls it up, is about to chuck it at the Masked Man. Hesitates --

-- then chucks it. He fell for it. Manny exhales. Almost had a heart attack. He looks back at the Count. The Count nods. Manny nods back. *Maybe they'll make it after all...*

JAMES McKAY (CONT'D)  
Gimme another.

Wilson slips out another \$20 BILL, hands it to McKay. McKay is about to roll this one up as well -- when a DROP OF WATER from one of the ceiling leaks HITS it.

Beat. Manny looks at the Count. The Count looks scared...

McKay wipes the bill dry -- *ok, nothing has happened* -- then seems to notice something ODD. Manny watches, heart-rate rising, as McKay angles the bill to catch the nearest light. The wet area of the bill -- is turning MAGENTA...

Manny's blood freezes -- as McKay's eyes drop. Like a scientist conducting an experiment, McKay watches the hue change, then turns the bill upward, lets the water run sideward.

JAMES McKAY (CONT'D)  
It's fake.  
(turns to Manny and the Count)  
It's a fucking *fake*.

Manny, panicking, tries to protest --

MANNY  
No, no, wait -- wait --

-- but Wilson is already reaching to pull out his GUN...

Manny LUNGES at the nearest weapon -- one of the MEDIEVAL SPEARS hanging on the wall -- YANKS the spear off --

-- and SWINGS it as hard as he can against Wilson's head. Blood SPRAYS. It's messy as *fuck*. SCREAMS ricochet, FACES turn.

McKay WHIPS out his own GUN now -- as do a bunch of the other ONLOOKERS. The Count starts wildly KICKING at them -- Manny WIELDS the spear high, SWINGING it back and forth like an insane person --

MANNY (CONT'D)  
**Back away!!! BACK THE FUCK AWAY!!!!**

-- keeps SWINGING -- CARVING his and the Count's way through the CROWD -- and then, soon as he can -- he starts RUNNING LIKE MAD.

Guns FIRE as Manny and the Count FLEE -- bullets WHIZZING by, HITTING walls, stone-chips FLYING, smoke and debris everywhere -- they RACE down the hallway -- puddles SPLASHING -- a TURN to the left -- almost at the DOOR -- nearly TRIP over --

-- the ALLIGATOR. Manny swerves, reaches the DOOR -- then thinks -- turns around -- SWINGS his spear against the latch connecting the ALLIGATOR's chains to the wall.

Once, twice -- the latch BREAKS -- Manny and the Count OPEN the door and RACE up the stairwell, while the now-free ALLIGATOR LUNGES at the PURSUING CROWD --

CROWD

Woah -- FUCK!!!!!!

Manny and the Count DART up one flight after another, using the few seconds of grace they've bought themselves -- past the CIRCUS FLOOR -- past the TORTURE FLOOR -- finally reaching the GROUND FLOOR, the "WILD CAT COMBAT" area -- they CHARGE ahead, Manny whipping his SPEAR back and forth in the air, SCREAMING out --

MANNY

GET BACK YOU MOTHERFUCKERS!!!!!!!!!!

They RACE ahead -- past the CAGED FIGHTERS and the DRUMMERS and the JUNKIES -- toward the MAIN DOORS -- BUST through them --

**EXT. THE BLOCKHOUSE - OUTSKIRTS OF LOS ANGELES - CONTINUOUS**

-- and RUSH to Wilson's car -- DIVE in -- KEYS are inside -- McKay and others EXIT the building -- start FIRING shots at the car just as it SPEEDS OFF -- the back WINDSHIELD shatters -- the car keeps going -- WE GO CLOSE on Manny and the Count, Manny SLAMMING on the gas, DRIVING as fast as possible, into the night -- as, finally, on this moment of pure adrenalized insanity, WE SMASH CUT BACK TO:

**INT. HOTEL LOBBY - SANTA BARBARA - NIGHT**

The polar opposite -- Jack's party.

The PIANIST is playing a ballad now. A few couples SLOW-DANCE. The mood is languid, elegant, refined. Streamers and confetti litter the floor. The party's winding down. Jack's still holding court.

JACK

...and Stroheim just yells: "Keep shooting ya muddafuckaas!"

(laughter around him)

So we shot the whole thing. Real stampede. Best scene in the picture.

DIRECTOR

Man. You could do anything back then.

JACK

It did feel that way at times. You could point a camera at a wall, or at a field, and it'd be poetic. There was a mystery. There was something that books or theater never understood...

Nods of agreement. Jack gazes out. Smiles. Sips a martini. Then --

JACK (CONT'D)

Let's close the week right. I've got  
cigars in my room. Anyone care for one?  
(hands shoot up)  
Well, alright then.

He rises. Turns to Rebecca --

JACK (CONT'D)

I'll be right back, *mi amore...*

She smiles. A KISS. Jack then heads toward the STAIRS, passing --

PRODUCER

EXEC

Amazing work this week, Jack. The old Jack is back!

Jack grins and waves to them. Spots Anna May -- blows her a KISS.

JACK

Enjoy the Continent, Anna. See you  
in Venice, see you in Prague...

We FOLLOW him up the stairs, to the SECOND FLOOR, where he strolls  
down a HALL, humming to the piano, at times slipping into DANCE.  
In his dress and movements and effortless swagger, he's like that  
Mastroianni-meets-Jagger confection we saw at Brady's years ago...

He turns a corner, spots a HOTEL EMPLOYEE.

JACK (CONT'D)

Excuse me? Would you mind handing  
this to a Lewis Belmont downstairs?

He hands the Employee a NOTECARD. The Employee looks at Jack,  
recognizes him, smiles -- excited -- and nods.

Jack keeps walking. Dancing. We FOLLOW him to his DOOR. He unlocks  
it, opens it, steps in. The music from below is audible.

We LINGER out in the hallway, just outside the opened doorway,  
peering in. We SEE Jack, still humming, place his martini glass  
atop the dresser, then check his reflection in the standing  
mirror. He fixes his bow tie. Better now.

Then, he heads to the bedside table. Pulls a PISTOL from the  
drawer. Returns to the mirror. Points the gun at his temple and  
SHOOTS HIMSELF IN THE HEAD. Collapses dead on the floor.

We linger for a moment. Piano can still be heard from downstairs.  
Some faint laughter and chatter.

A few seconds pass, the music keeps playing --

-- AND WE CUT TO BLACK.

**INT. MANNY'S HOUSE - MORNING**

Manny BUSTS into his house. It's morning. He's frenzied, follows a trail of coke and pills to the couch -- where Clara is passed out. GRABS her, SHAKES her awake. She is high out of her mind.

MANNY  
Wake up, wake up --

CLARA  
...the fuck?

Manny opens one drawer after another, grabs any CASH he can find -- digs through a mess of clothes, finds a PASSPORT, grabs it --

MANNY  
Get dressed --

CLARA (CONT'D)  
What's goin' on...?

MANNY  
We're goin' to Mexico.

CLARA (CONT'D)  
Mexico?

MANNY  
For now. I got family there.  
Hurry up -- you ready??

CLARA (CONT'D)  
What about the drugs?

MANNY  
What about them?

CLARA (CONT'D)  
I can't travel without them.

MANNY  
Fuck's sake, get it together,  
I'm serious --

CLARA (CONT'D)  
Geez Louise, Mr. Dictator-Man  
-- are we going to Mexico so  
you can take it over?

MANNY  
Don't fuck with me Clara, let's go!

He THROWS a jacket on her, PUSHES her out the door --

CLARA  
I gotta brush my teeth --

MANNY (CONT'D)  
No you don't.

**EXT. MANNY'S HOUSE - CONTINUOUS**

Manny looks both ways, bolts to his CAR with Clara. Wilson's car's parked next to it in the driveway. Manny gets Clara into his car, jumps into the driver's seat, the Count is already inside --

CLARA  
Oh, hi --

THE COUNT  
Hi, Clara.

CLARA  
Can I get a hit?

MANNY  
(to the Count)  
Don't give her anything.

Manny SLAMS on the gas and TEARS out the driveway.

**EXT./INT. CLARA BOW'S HOUSE - LATER MORNING**

Manny's car SQUEALS up to Clara's house -- Manny RACES to the door with Clara and the Count -- they BURST inside -- Robert Bow is cooking macaroni in the kitchen, sees Clara and --

ROBERT BOW

Well where the fuck have you been?!?

CLARA

FUCK YOU DAD!!!!!!

ROBERT BOW

Excuuuuse me???

MANNY

Clara -- come on --

Manny DRAGS her down the HALL --

MANNY

Where's your passport?

CLARA

I don't know.

*Fuck* -- Manny starts searching, room after room, sends Clara off --

MANNY

Go get whatever cash you have.

-- DIVES into one drawer after another -- the place is a fucking pig-sty -- HEARS more VOICES down the hall -- FINDS the passport, *thank God*, DUCKS out, looks for Clara, she isn't in the hall -- checks the nearest rooms -- she's in none of them -- *fuck where is she??* -- stumbles back into the KITCHEN --

MANNY

Do you know where Clara went?

ROBERT BOW

How the fuck should I know where that crazy cunt goes?!?

FUCK -- Manny DASHES back down the hall -- COLLIDES into Ron and Gerry -- BUSTS open another door and what the fuck does he see -- but the Count giving Clara a hit of HEROIN.

MANNY

**What the motherfuck?????!**

THE COUNT

She kept asking me for it.

MANNY

(enraged, pulling Clara off,)

Let's GO!

They SCRAMBLE up, Clara now in even more of a drug-induced haze -- Manny HURRIES Clara and the Count out the house like a fed-up parent trying to control his impossible children -- is almost at the car when --

ROBERT BOW

Hey.

Manny turns. Robert has grabbed his arm. He looks at Manny and, surprisingly earnest --

ROBERT BOW (CONT'D)  
Can you tell her I'm sorry?

A beat. Manny looks at Robert. Taken aback. After a moment --

MANNY  
Ok...

Robert nods. The two look at each other. Then -- Manny RUSHES off. Reaches his car -- gets Clara and the Count in -- when -- **BLAM!** Manny DUCKS. It's just a tire blow-out down the street. *Jesus*. His nerves are about to fry. He gets behind the wheel and SPEEDS off.

**EXT. CYPRESS PARK BARRIO - EAST LOS ANGELES - DAY**

We're now on the easternmost outskirts of Los Angeles. Derelict tract housing, decaying flophouses. A few farms, chickens running in the yards. The signs are all in Spanish. Manny's car turns into the driveway of a ramshackle HOUSE. He hurries the group inside...

**INT. TORRES FAMILY HOME - CONTINUOUS**

As soon as they step in -- a thickly-accented VOICE:

MANNY'S MOM (O.S.)  
Who is it?

A Mexican WOMAN in her late 40's appears -- and her jaw drops.

MANNY'S MOM (CONT'D)  
Manuel!!!

MANNY  
*Hola, mama --*

More of Manny's FAMILY appear now -- all shocked, agape --

MANNY'S OLDER SISTER                      MANNY'S YOUNGER SISTER  
*No puede ser, es imposible --      Dios mio, Mani!!!*

SUBTITLES now, as more Spanish volleys forth in a stream --

MANNY'S BROTHER (IN SPANISH)              MANNY'S DAD (IN SPANISH)  
Is that Manuel?                      What are you doing here?

MANNY (IN SPANISH)  
I don't have time to explain -- my friends and I are in trouble, we need to get out of the country.  
(MORE)

MANNY (IN SPANISH) (CONT'D)  
 Mama -- can you call Cesara and tell  
 her I'll be at her place at midnight  
 with two others?

Manny's Mom goes wide-eyed -- what the fuck?

MANNY'S MOM (IN SPANISH)  
 What is this? You don't call  
 in five years --

MANNY (IN SPANISH) (CONT'D)  
 I'm sorry -- I don't have  
 time to get into it now --

MANNY'S MOM (IN SPANISH)  
 You don't have time?

MANNY'S DAD (IN SPANISH)  
 Did that little bastard just  
 say he doesn't have time?

MANNY'S MOM (IN SPANISH)  
 The years we waited for you --  
 the years I had no idea --

MANNY'S BROTHER (IN SPANISH)  
 Holy shit, is that Clara  
 Bow???

MANNY'S MOM (IN SPANISH)  
 -- now you say you're in  
 trouble, you don't say what --

MANNY'S DAD (IN SPANISH)  
 Yeah now you need us -- now  
 we're useful --

MANNY (IN SPANISH)  
 Hey -- listen! I've been sending you  
 money every month, now I need your  
 help and you're making me beg???

Manny's BROTHER and SISTERS are freaking out, arguing over Clara --

OLDER SISTER (IN SPANISH)  
 That's not Clara Bow.

BROTHER (IN SPANISH)  
 Yes it is! Look at her!

OLDER SISTER (IN SPANISH)  
 Clara Bow's way prettier.

YOUNGER SISTER (IN SPANISH)  
 No he's right, that's her.

Meanwhile -- Manny's MOM, still shouting, DIALS the PHONE. Manny's  
 DAD keeps arguing with Manny, streams of un-subtitled Spanish --  
 while the Count, alone, eyes the food on the table and eats some.

BROTHER (IN SPANISH)  
 How's Hollywood, Mani? Have  
 you met Charlie Chaplin?

YOUNGER SISTER (IN SPANISH)  
 (CONT'D)  
 Mani, do you think Ms. Bow  
 would give me an autograph?

Manny, distracted, SEARCHING drawers, FINDS a MAP --

MANNY (IN SPANISH)  
 Cesara's still at the same address??  
 (then, to his Younger Sister,)  
 I'll get you your autograph.

Manny's Mom SHOUTS on the phone, Manny's Dad CATCHES the Count  
 stealing food, starts SCREAMING at him, Manny goes to Clara --

MANNY (CONT'D)

Would you mind signing an autograph  
for my little sister?

Clara's surprised. Seems suddenly lucid, starts to glow.

CLARA

I'd be delighted... What's your  
name, sweetie?

YOUNGER SISTER

(shyly proffering pen and paper)  
María Luisa...

Manny DARTS to the other ROOM -- sees his Dad about to PUNCH the  
Count out -- SEPARATES them, GRABS the MAP, DASHES back to Clara,  
now SIGNING AUTOGRAPHS for ALL Manny's siblings -- GRABS her --

MANNY (IN SPANISH)

We gotta go! I'll call from Cesara's!

-- REACHES the door -- LOOKS back at his Mom before going further.

A moment passes. He seems to want to say something else to her...

Can't. He TURNS -- RACES out -- JUMPS back into the car -- and --

**EXT. THE COUNT'S APARTMENT BUILDING - LATE AFTERNOON**

The car SCREECHES to a stop in front of a shitty-looking apartment  
building. We're back in L.A. proper. Crack-houses and empty lots.

MANNY (CONT'D)

Ok. You collect anything you need --  
passport, meds, whatever -- and Clara  
and I'll get gas. We'll be back here  
in exactly ten minutes. You be  
waiting right here. We'll pick you up  
and drive to the border. Understood?

The Count NODS. HURRIES out -- and Manny and Clara DRIVE off.

**INT. MANNY'S CAR / EXT. ROAD - MOMENTS LATER**

Manny drives, while Clara does coke in the passenger seat.

MANNY (CONT'D)

...Knock that out.

CLARA

Suck my dick, Señor Avocado.

Manny SPRINGS his head at Clara's crotch. She LAUGHS. He LAUGHS  
with her. Can't help himself, as terrified and adrenaline-fueled  
as he is. Both of them are CRACKING UP.

CLARA (CONT'D)

I wanna dance...

MANNY

Yeah, that's what we need.

CLARA  
C'mon -- let's go *dance*...

MANNY (CONT'D)  
Where the fuck is the *gas*...?

Drives one block, then another -- finally -- a GAS STATION.

MANNY (CONT'D)  
**FUCK!!!!**

It's closed. Manny SPEEDS UP, sweating --

MANNY (CONT'D)  
Fuck fuck fuck fuck fuck --

CLARA  
Calm *dowwwwwwwwwwwwwn*...

MANNY  
Clara -- wake up! These people find  
us we're dead. Do you get it? Dead.

They're really far from the Count's now. Manny feels lost. Finally  
-- spots an open STATION. SWERVES in, DASHES out, starts PUMPING.

MANNY (CONT'D)  
Come on, come on, come on --

CLARA  
Maybe they got dancin'...

Finally the TANK is full. Manny finishes, looks -- Clara's gone.

MANNY  
Clara!!!!!!!

Then he sees her. Crossing the road, nearing a BAR on the corner.

MANNY (CONT'D)  
Where the fuck are you going?????!

Clara turns to Manny. Points to a sign by the door: "LIVE MUSIC!"

MANNY (CONT'D)  
**Are you fucking CRAZY????!!!!????**

But of course it's no use -- Clara casually saunters into the BAR.  
Manny, apoplectic, cannot fucking believe this, RUNS AFTER HER --

**INT. BAR - CONTINUOUS**

Inside -- a BAND is playing. It's a fast jazz tune, hot and heavy.  
Not many people here. Clara is moving to the music. Sees Manny --

CLARA  
I love this song!!!

She's giddy. Whirls and twirls in front of the BANDSTAND. Grabs  
her hair, closes her eyes, surrendering completely to the moment.  
Manny looks at her, agog. Is about to pull his fucking hair out.  
*What is she doing to him??? Does she want to get them killed???*

But SOMETHING HOLDS HIM BACK from stopping her.

WE PUSH IN ON CLARA. Time freezes... It's just her and the music now. She opens her eyes. Gives Manny that SMILE of hers -- at once sly and blissed-out, scheming and sincere -- the SMILE that makes him putty in her hands... No, Manny can't stop her now. She's the love of his life. He can't help it...

Clara approaches him. Puts her arms around him. Looks in his eyes. Seems to see him anew as well. In this moment -- just this moment -- he's the love of her life as well. And this -- here, now -- is all that matters for her, and all she needs...

As though they both know this may be their last time, Clara and Manny start moving to the music in each other's arms... Clara bends her head back, closes her eyes once more -- and the two of them DANCE TOGETHER FOR THE REMAINDER OF THE SONG... Awash in sweat, they hold each other close, feel each other's heat, taste each other's breath -- letting everything else go...

WE LINGER here, sharing in the moment, the blur of music and dance and light -- because, for this fleeting instant at least, nothing else in the world matters...

**EXT. THE COUNT'S APARTMENT BUILDING - NIGHT**

It's night now. Manny's car pulls back up at the Count's building. The Count isn't here.

MANNY

He must have gone back inside.

(turns to Clara)

I'm gonna go grab him. You wait here.

CLARA

Ok, sweetie...

Manny looks at her for a moment. She looks at him.

Then -- he RUNS off. Clara waits for a beat -- then EXITS the car. Starts HUMMING, then doing DANCE MOVES -- as if to keep the party going, even if only in her head...

She steps into the street. It's empty. Mostly dark except for a single STREET LAMP's pool of green light on the asphalt. Clara HUMS and DANCES, moving to a song in her head -- slow, then fast -- irregular rhythms, spinning and sashaying, lost in reverie...

She enters the pool of light. The glow of the lamp catches her dress. She keeps HUMMING and DANCING -- moving out of the pool, deeper and deeper into the darkness. WE STAY HERE, watching her dance away from us -- further and further from the streetlight, further and further into the distance -- before at last she disappears completely into the pitch black of the night.

We linger for a beat more, unable to see or hear her. Silence.

**INT. THE COUNT'S APARTMENT - CONTINUOUS**

POUNGING on a door. The Count opens. It's Manny.

MANNY

Sorry we're late -- you ready?

THE COUNT

Yeah, I got everything, I didn't know where you were --

MANNY (CONT'D)

Yeah we got stuck but we're good now, you good to go?

THE COUNT

Yeah lemme just fill this up, this is my roommate, Kyle --

MANNY (CONT'D)

Hey Kyle, how you doing? I'm Manny.

KYLE, 40's, in PJ's, hesitantly nods to Manny. Manny's entered the Count's apartment now -- a real hole in the ground -- closes the door behind him as the Count fills a JUG with water from the tap --

THE COUNT

You want anything?

MANNY (CONT'D)

I'm good, let's just hurry...

Notices a STASH of MOVIE POSTERS. Goes over to look more closely. They're for old B-pictures and serials. Manny PICKS one up...

Suddenly -- THE DOOR BURSTS BACK OPEN -- and a MAN we recognize steps in. McKay's ASSOCIATE from the Cal-Neva CASINO. Manny and the Count SPIN around. The Associate RAISES a GUN -- and FIRES six rounds in the span of a second, KILLING both the Count and Kyle.

Manny's on his knees, splattered with their blood. But somehow he's still alive. The bullets just missed him. The Associate RELOADS, lightning-fast, re-aims, about to fire -- when he hesitates.

Manny's crouched there, knees shaking, body trembling, tears running down his cheeks. His pants are now DRIPPING with urine...

MANNY (CONT'D)

Please... Please don't kill me... I'm so sorry... I'm so sorry... Please...

The Associate looks at him. Looks at this convulsing, terrified, weeping, sweat-and-pee-soaked WRECK -- kneeling in a pool of his own urine, hands clutched as though in prayer, helpless as an infant, with no clear idea just how he wound up here, tear-stained eyes pointed up at his killer, begging, pleading, beseeching...

MANNY (CONT'D)

Please... I'm sorry... I'm so sorry...

Manny is almost CHOKING on his tears and his pleas. The Associate stands still for a moment. Taking it in. Processing. Thinking.

Then, finally --

ASSOCIATE

Give me all the cash you have.

Eyes widening, Manny, still trembling, RACES to unload his pockets -- PULLS out any and all CASH -- RUMMAGES through the Count's and Kyle's pockets -- HANDS it all over. The Associate thinks. Then --

ASSOCIATE (CONT'D)

Now get the fuck out of here and don't come back.

Manny NODS. In disbelief. Gets up -- and BOLTS out...

**EXT. THE COUNT'S APARTMENT BUILDING - CONTINUOUS**

Running to it, Manny sees his car is EMPTY -- no sign of Clara --

MANNY

Clara!!!!

No response. This time -- he doesn't hesitate. He's done chasing.

Gets into his car -- and just speeds the hell away...

**EXT. CENTRAL AVENUE - MORNING**

The cold light of morning. We're on Central Avenue. All is quiet.

We see a man cross the street, approach a building. WE PAN with him from right to left. It's Sidney. He's carrying his horn case.

He reaches the building, knocks on the door. A sign: "ALABAM". Sidney waits. We notice something about him -- he doesn't have the swagger he used to have. Looks a little more weathered now, a little more frail. After a moment, an EMPLOYEE opens the door.

SIDNEY

Morning. Wondered if you might have an opening for trumpet in your band?

EMPLOYEE

I -- You're Sidney Palmer.

SIDNEY

...That's right.

EMPLOYEE

We -- don't really have space...

SIDNEY

I'm willing to audition --

EMPLOYEE (CONT'D)

My point is -- I don't know that we can afford you.

SIDNEY

You can.

The Employee looks at Sidney. A beat. We linger here... Then --

**EXT. CENTRAL AVENUE - NIGHT**

Nighttime. The same place. Central Avenue is bustling now. We see Zora, holding the hand of a BOY of about two, crossing the street, heading to the ALABAM. We PAN with them from left to right.

**INT. CLUB ALABAM - CONTINUOUS**

Zora and the Boy enter. Zora nods to the EMPLOYEES. They know her. Then -- she points for the Boy to look ahead. The Boy LIGHTS UP --

BOY

Daddy!

-- and HURRIES over to a TUX-CLAD SIDNEY. Laughing, Sidney SCOOPS his son up into his arms. Kisses his forehead. Then kisses Zora.

SIDNEY (CONT'D)

My angel...

ZORA

Hi, baby...

They look into each other's eyes. All the love in the world. Then, Sidney sets their son down --

SIDNEY

How do I look?

ZORA

Like the best horn player in L.A.

-- Sidney laughs, makes his way to the BANDSTAND, where -- all in tuxes, atop a stage with Art Deco trimmings -- is a 15-piece JAZZ ORCHESTRA. Sidney takes his spot -- and the MUSIC begins...

It's a medium-tempo number. Equal parts peppy and melancholy. The orchestra plays with a rich, full-bodied sound, Sidney harmonizing beautifully with his fellow musicians. Zora takes a seat, props the Boy on her lap, watches her husband. Looks happy and proud.

WE PUSH IN ON SIDNEY, as he launches into a SOLO. He's impressed us before -- but this is the most beautiful thing he's played yet. All at once, the frailty we noticed in him outside melts away -- to reveal a raw, unfettered POWER. There's a fire in his notes, a sustained cry in the sound. There's pain and heartbreak and deep, deep regret -- but also hope and strength and resilience and *fuck-you* defiance. And finally there's love -- true, bountiful love...

Sidney opens his eyes -- looks at the audience -- looks at Zora and the Boy -- his family. Brims with tears. All the pent-up feelings, he pours them *all* into the music.

No more frailty, yes, but no machismo either. No more of the bravado his music used to exhibit. This is effortless force -- and pure, sublime emotion...

**THE NOTES CARRY US THROUGH THE FOLLOWING IMAGES...**

**INT. ANNA MAY WONG'S BUNGALOW - DAY**

Anna May packs her things. Slides the NOTEPAD she writes in into a suitcase. Packs a small family PHOTO as well -- of a little girl in costume in a homemade play. Must be a young Anna...

**INT. SAM KEE LAUNDRY - MOMENTS LATER**

Anna May kisses her PARENTS good-bye. Signs one last HEAD SHOT for a CUSTOMER at the counter: "*Orientially yours, Miss Anna May Wong.*" Her parents WAVE as she exits and gets into a CAB...

**EXT. SHIP - NEW YORK HARBOR - DAY**

Anna standing on the prow of a ship. Alone. Gazing out defiantly at the horizon, as the ship leaves New York's harbor...

**EXT. FOREST LAWN MEMORIAL PARK - GLENDALE - DAY**

A burial ceremony. Flowers wreath a photograph on display of a smiling, dashing JACK CONRAD in his prime. PAN ACROSS the faces of the MOURNERS. Among them -- Estelle, Ina, Brady, Thalberg and -- observing everyone else -- Elinor Glyn... Elinor looks across her row -- to the YOUNG ACTOR from Jack's last movie. He's whispering to Thalberg. She watches. Makes a note.

**EXT. LOS ANGELES - DAY**

A series of images of old Los Angeles giving way to a new city: The old CHINATOWN around Sam Kee Laundry getting torn down and demolished... Hispanic MIGRANTS getting warded off streets in VANS... Construction beginning on the brand-new UNION STATION...

And the MOVIE STUDIOS -- the last remaining relics of the silent era getting bulldozed away -- as the MUSIC CARRIES US BACK...

**INT. CLUB ALABAM - NIGHT**

...TO SIDNEY. Nearing the end of his solo now. Lets forth a final, sustained high "C". It SOARS outward and over...

**EXT. LOS ANGELES - DAY**

...the L.A. skyline of the 30's. The skyline DISSOLVES TO...

...the same skyline -- but what looks like years later. The buildings are more modern now. The cars too. As the last lingering echoes of Sidney's trumpet finally die out, we TILT DOWN...

...and SEE a BUS pull over. A MAN exits. We don't see his face.

MAN

And how long of a walk is it?

His voice is one we've heard before. The BUS DRIVER shrugs.

BUS DRIVER

Fifteen, maybe twenty minutes.

MAN

Thanks.

The Man turns. It's Manny. He looks a lot older. Early 50's. Worn. He starts walking. A card:

1952

**EXT. STREET - DAY**

A teeming thoroughfare, vehicles whizzing by. The traffic, the commotion -- it's all more intense than we've seen up till now. Manny just walks. Seems a little feeble. Taking it all in, alone.

**EXT. STUDIO LOT - DAY**

Another teeming intersection. Manny comes to a stop. Looks at something -- something he hasn't seen in a long time...

We recognize it: the small GUARD GATE to a STUDIO LOT. Brady's old Kinoscope Pictures. Manny lingers here. The GUARD notices.

GUARD

Pass, sir?

MANNY

Oh -- no. I'm just -- looking. Sorry...

The Guard nods. Returns to his business. A moment later --

MANNY (CONT'D)

I used to work here...

GUARD

Oh yeah?

MANNY

A while ago.

GUARD

Huh. ...I started here last year.

MANNY

You like it?

GUARD  
Sure. I like movies. Movie stars.

MANNY  
Yeah...  
(then,)  
They make anything good these days?

GUARD  
(shrugs; then,)  
You don't keep up with it?

MANNY  
Not really. I run a car shop now. Small town. Not a lot of moviegoing.  
(a beat; then,)  
It's my first time back, you know...

GUARD  
Since you worked here?

MANNY  
(nods)  
Twenty years.

GUARD  
Wow. Must feel different.

Manny thinks. A moment... The Guard notices a car pulling in.

GUARD (CONT'D)  
Nice talking to you.

He heads to deal with the car. Manny stays put. Lingers. Eyes the activity just beyond the gate... EXECES walking and talking, HURRYING from one bungalow to the next, MOVIE POSTERS displayed up high. Manny takes it in. The hustle and bustle. The beehive of activity. Just like it was...

**EXT. RESIDENTIAL STREET - DAY**

A quieter, residential street. A few hours have passed. Manny, walking, stops at a corner. Seems confused. Looks at a slip of paper in his hands. Looks up. Then sees it: CLARA BOW'S HOUSE.

Or -- what used to be her house. The trimmings have all changed, the façade's a different color. But the house itself still stands. Manny walks toward it. Crosses the front yard. Considers ringing the door. Peers into the window instead. Cranes for a look, when --

WOMAN  
Excuse me? Who are you?

Manny spins, startled. A YOUNG WOMAN has come out from the back.

MANNY  
 (immediately walks away)  
 Sorry, ma'am. Wrong house.

WOMAN (CONT'D)  
 Excuse me... Joel! There's a  
 strange man in our yard.

Manny quickly turns a corner. Reaches a busier street...

**INT. IN-N-OUT BURGER - DAY**

Lies low here for a bit. "In-N-Out" is the latest thing in L.A. Manny tries a burger. Looks at the decor. All strange and new.

For a second, one of the SERVERS looks to him like Clara. His heart stops for a second. It isn't.

**EXT. CITY STREET - DAY**

Late afternoon. Manny walks some more. Tired now. Passes a PIN-UP SHOP. Images of Marilyn Monroe. Then a MOVIE THEATER. He thinks. Decides his legs could use a rest. Heads to the TICKET BOOTH --

MANNY  
 One.

TICKET CLERK  
 Fifty cents.

-- buys the ticket and slips in. Doesn't check what the movie is.

**INT. MOVIE THEATER AUDITORIUM - CONTINUOUS**

Manny enters the darkened theater. We hear a CHORUS singing.

CHORUS  
*All I do is dream of you  
 The whole night through,  
 With the dawn I still go on  
 Dreamin' of you...*

Manny finds a seat. Leans back. Sighs. His legs ache. After a moment he turns his attention to the SCREEN -- a bright, lush Technicolor image, CHORINES in pink outfits, singing and dancing. We may recognize a few faces -- Debbie Reynolds, Gene Kelly. At this point, we may even know which movie it is. Manny does not...

He looks around. It's a fairly packed house. He's one of the older people here. A mostly young audience -- and one that seems to be enjoying itself very much. Then Manny hears something --

CHARACTER IN MOVIE  
*"The Jazz Singer", that's what's the  
 matter, "The Jazz Singer"...*

Manny turns back to the screen. Did he just hear that right?

CHARACTER IN MOVIE (CONT'D)  
*No no, this is no joke, Cosmo, it's a  
 sensation, the public's screaming for  
 more: talking pictures, talking pictures!*

Manny is taken aback. The movie's about the birth of the talkies. He takes it in, struck by the sheer surreal déjà vu of it all as --

A MONTAGE flits by on the screen -- newspaper headlines like "REVOLUTION IN HOLLYWOOD" and "STUDIOS CONVERT" -- and then, the movie's CHARACTERS scrambling to shoot their first talkie...

Manny sits there, amazed. It's as though he's wandered into a screening of his own life. He sees a SOUND CHIEF in a booth, shaking his head at improper levels. A DIRECTOR, growing more and more frantic. And ACTORS -- starting to look like fools...

Manny watches the scene as it descends into PURE COMEDY -- cables getting tangled up, the director losing his sanity. There seems to be a little of Jack Conrad in Gene Kelly's character...

GENE KELLY

*"I love you, I love you, I love you..."*

...and a little of Clara in his costar, played by Jean Hagen...

DICTION COACH

(perfect round tones)

*"Pierre, you shouldn't have come..."*

JEAN HAGEN

(nasal, screeching)

*"Pierre, you shouldn't have come!!!"*

The two characters flail around -- as the audience in the theater LAUGHS HYSTERICALLY. Manny turns, watches the audience around him roaring, convulsing, delightedly eating it all up. They seem to be having the time of their lives.

Manny looks at them -- first in disbelief. Then -- in anger. *How can they laugh so innocently? So callously?* He glares -- pissed, contemptuous. Looks back at the screen -- furious to see events he feels so close to be so glibly mocked. Keeps watching -- the images becoming even more personal now -- the scene of a MOVIE PREMIERE, where Jean Hagen's character, dolled up like an elegant princess, recites highfalutin lines in her nasal Brooklynese --

JEAN HAGEN (CONT'D)

*"My father has me betrothed to the Baron de Landsfield, and I can't stan' 'im."*

The SPECTATORS on-screen roar with laughter -- as do those around Manny. Tears start to well in Manny's eyes, until finally --

-- he begins to CRY. Can't hold it in. It's all too much. The shock of recognition. The looking-into-the-mirror-ness of it all. He sits there, weeps -- yet keeps hearing laughter. Finally turns again -- watches these AUDIENCE MEMBERS watching. Their delight hits him. There's something simply inescapable about their joy. They look giddy, transported -- on cloud nine...

On the screen, the catastrophic premiere gives way to a quieter scene: Gene Kelly and Debbie Reynolds, in love, kissing on a front stoop during a rainstorm. Sweet symphonic MUSIC plays. Manny watches for a beat, then gazes again to his side. Off his look, we PAN AWAY from him -- and start taking in those other VIEWERS' FACES. People of different ages, different backgrounds and classes, all looking up with delight at the silver screen, bathed in the soft Technicolor-hued light beaming from the projector...

The MUSIC swirls as our CAMERA HOPS from one SPECTATOR to another -- slowly at first, then quickly, picking up speed as the music picks up volume, faster and faster, the violins skipping and flitting by until they resolve into a scatted tune we might know:

GENE KELLY

*Doo-dloo-doo-doo-doo...*

*Doo-dloo-doo-doo-doo...*

The CAMERA RISES up high, as though lifted by the music, taking in the sight of this packed theater of rapt everyday MOVIEGOERS caught in a spell -- and then, as though completing a perfect circle, it settles back down right where it started...

...on Manny. His tears fading, his still-watery eyes turning from the audience around him and locking once again onto the screen. The anger has gone now, and the sorrow with it. What remains instead, glistening through the residual moisture in those eyes, is some strange alchemy -- of heartbreak and awe and joy and pride and regret and sheer incredulity at the madness of it all.

We hear Gene Kelly begin to SING that familiar refrain...

GENE KELLY (CONT'D)

*I'm singin' in the rain,  
Just singin' in the rain,  
What a glorious feelin'  
And I'm happy again...*

...and, off Manny, just starting to smile, now the proverbial moviegoer lost in a moment of suspended dreaming...

WE CUT TO BLACK.

CREDITS ROLL TO "SINGIN' IN THE RAIN", SUNG BY GENE KELLY.

**THE END**