

CECIL B. DEMENTED

Written by

John Waters

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1. Film opens with beautiful shot of the skyline of downtown Baltimore in the spring. Credits begin. Cut to "The Hippodrome Theater," one-time downtown movie palace, now abandoned and boarded up with broken and blank marquee. The credits to our movie continue by fading in on marquee.

Cut to thriving "Harbor Court" theaters, downtown chain. All six marquees list the same two mega-budget Hollywood hits. Hollywood titles fade out and "Cecil B. DeMented" title logo fades into marquee in all its terrorist glory.

Cut to old "Towson Theater." A "FOR RENT" sign is on marquee of this one-time neighborhood theater. "FOR RENT" sign fades out and our credits fade in on marquee.

Cut to "Towson Commons," a modern cineplex down the street. All the titles listed on marquee are sequels. Sequel titles fade out and our credits fade in on marquee.

Cut to "5 West Theater," one-time art house. The marquee now announces "Sunday Church Service" which fades out and our credits continue, fading in. Cut to "Westview Mall," suburban multiplex, all the titles listed on marquee are recent Hollywood comedy bombs. The Hollywood titles fade out and our credits fade in.

Cut to "New Theater," once a popular downtown premiere spot. The marquee reads C-L-O-S-E-D in badly spaced letters. The letters fade out and our credits fade in. 2. Cut to wide shot of EXTERIOR SENATOR THEATER, 2. Baltimore's landmark art-deco movie palace. Marquee

READS:

GALA WORLD PREMIERE

BENEFIT MARYLAND HEART FUND

HONEY WHITLOCK

IN

"SOME KIND OF HAPPINESS"

Marquee letters fade out and our credits fade in. Cut to blocks of cement out front of the theater similar to Grauman's Chinese Theater in Los Angeles. Each displays the logo of a film title that was shot on location in Baltimore and premiered at this theater; "Diner," "The Accidental Tourist," "And Justice For

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All." Our credits are intercut in the cement blocks as the camera pans across this local tourist attraction. Cut to SINCLAIR STEVENS, the handsome but intense 20-year-old theater manager as he adjusts the final letter of the film's title on the marquee, perched atop a ladder. SINCLAIR is dressed in an obviously rented tuxedo and for a moment seems like any other middle class suburban kid.

ROY STILLINGS, the tuxedoed fifty-year-old theater owner, shouts instructions from below as CATERERS, DECORATORS and PUBLICITY PEOPLE rush in an out of theater preparing for tonight's event. He is surrounded by several of his young staff - DINAH, the sourpussed but unconventionally striking cashier; CHARDONNAY, the African-American ticket-taker with a huge 90's hairdo so popular with the black girls in Baltimore; RAVEN, the happy and always smiling pretty usherette, and FIDGET, the dweebish but somehow sexy janitor. All have made an attempt to dress up their usual uniforms for the premiere.

MR. STILLINGS

A little more to the right,

Sinclair.

SINCLAIR

(Moving the final "S"

IN "HAPPINESS")

That better, Mr. Stillings?

Title on marquee fades out and "Produced by..." credit fades in.

MR. STILLINGS

(SQUINTING)

Yeah, that's good.

(STILL UNSATISFIED)

But try moving the "K" in "Whitlock."
A little to the left.

SINCLAIR

(Following his boss's instructions,
the "Some Kind Of Happiness" title
back on the marquee)
Have you met her yet?

MR. STILLINGS

Not yet. But don't worry,
Sinclair, I'll introduce you!

SINCLAIR

You promise?

SINCLAIR smiles sneakily to himself as "Some Kind Of
Happiness" logo fades out on marquee and "Written and
Directed by John Waters" credit fades in.

SINCLAIR

(EVILLY)

I'm a bg fan!

End of credits.

3. Cut to EXTERIOR HARBOR COURT, luxury downtown hotel. 3.
Movie fans of all ages, clutch 8x10's of Honey

Whitlock and eagerly await her departure.

4. INTERIOR "PRESIDENTIAL SUITE" OF HARBOR COURT HOTEL. 4.

HONEY WHITLOCK turns from beautiful Inner Harbor view outside hotel window and we see she is about forty years old and a complete knockout.

HONEY

Ah, what a town!

HONEY is dressed for the premiere in an elegant evening gown and her black hair is cut perfectly in the Louise Brooks style that has become her signature. She continues her press conference under the watchful eyes of her press agent CHARLES and her long-time assistant LIBBY, both of whom are also dressed for the premiere. ROOM SERVICE employees stand by, ready to serve.

HONEY

I tell everybody in Hollywood, when you shoot on location in Baltimore, you don't need to bring all the crew from Los Angeles. Baltimore really ia the best!...

5. Cut back to INTERIOR LOBBY OF SENATOR THEATER. 5. MR. STILLINGS lectures his other staff members as CATERERS and BARTENDERS set up behind him. SINCLAIR STEVENS is paying close attention as is LYLE, the projectionist, a handsome but surprisingly gaunt young man. CHERISH, a sexy and slightly nasty candy-counter girl leers at SINCLAIR who flirts back as she feigns interest in MR. STILLINGS' pep talk. PAM the popcorn girl, a masculine but beautiful nineteen year old with a seemingly bad attitude and LEWIS, the young cool African-American usher with a chip on his shoulder join FIDGET, RAVEN and DINAH.

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MR. STILLINGS

and remember, Miss Whitlock is every inch a movie star and expects to be on stage at exactly

7:10pm to ensure live coverage
from all three local news shows.
By the way, I hear she's really
a nice person...

6. INTERIOR HONEY'S HOTEL ROOM. 6.

HONEY's mean face glares out window at the twinkling
lights of Baltimore's Inner Harbor in the early
evening.

HONEY

Look at this dump of a town!
HONEY turns to her long suffering assistant, LIBBY.
The press is gone and they are alone.

HONEY

Get me the fuck back to L.A. If
one more asshole mentions a crab
cake to me, I think I'll puke.

LIBBY

(Trying to be positive)
Did you try the steamed crabs?
They're red and...

HONEY

No I didn't! I'm not interested
in any kind of meal you have to
beat with a mallet...
A knock is heard at hotel door.

HONEY

(SUDDENLY NICE)

Just a minute...
(Muttering to herself as
LIBBY goes to answer door)
.wearing some stupid kind of bib
while families of mutants gawk in
my face ...No thank you!
CHARLES, the press agent enters.

CHARLES

Your limousine is here, Miss
Whitlock. You look beautiful.

HONEY

(Back to being gracious)
Thank you Charles, darling. We'll
be right with you. I'm excited.
CHARLES exits.

HONEY

(Back to her nasty self)
Do you think Pat Nixon got
fucked in this hotel room?

LIBBY

(STUPEFIED)

Well ...I don't know...I mean...

HONEY

It's called the "Presidential
Suite" isn't it?

LIBBY

Yes...but...

HONEY

I BET SHE DID! Call the
manager and ask him!

LIBBY

(HORRIFIED)

I can't ask that. . .Pat Nixon
was a stroke victim...

HONEY

It's your job to ask, Libby!
Call downstairs and find out
if Pat Nixon got fucked in my
hotel room! I want to know!

7. EXTERIOR SENATOR THEATER. 7.

Large crowd of fans and gawkers let out a roar of
approval as the klieg lights are switched on by WORKMAN
and the night sky is lit up by the criss-crossing beams
of light.

8. INTERIOR HALLWAY OF HARBOR COURT HOTEL. 8.

HONEY WHITLOCK, looking incredibly glamorous, is being
led downstairs by CHARLES, the press agent and RODNEY,
a young biker-type bodyguard assigned to her for the
night by the theater. He wears an ill-fitting polyester

suit and an earphone. LIBBY hurries to catch up with them.

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LIBBY

(Reading from notes)
The hotel manager said "No."
Pat Nixon never stayed here,
but Nancy Reagen did in 1986...

HONEY

(AMAZED)

You didn't actually ask him?

LIBBY

(CONFUSED)

You said to call downstairs...

HONEY

(APPALLED)

You asked the hotel manager if
Pat Nixon had sex in my room?

LIBBY

Well. . .sort of. I mean you
told me...

HONEY

I was kidding Libby. He must
think you're a complete lunatic!
Good God, you'd do anything!
A HOTEL MAID pushing a cart of towels and bathroom
supplies comes around a corner and is completely
star-struck.

MAID

Good luck, Miss Whitlock!
HONEY's face freezes in horror as elevator doors
open and she is led inside.

9. INTERIOR ELEVATOR. 9.

Several well-dressed hotel guests recognize HONEY and are thrilled.

HONEY

(In a sudden tirade)
Did you hear what that little bitch said to me?

LIBBY

She didn't know.

HONEY

In show business we say "break a leg." NEVER fucking "Good Luck"!

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HOTEL GUESTS frown in disappointment at HONEY's language.

LIBBY

(TO HONEY)

That's just an old superstition.

CHARLES

(NERVOUSLY)

Miss Whitlock, there's photo cps with the mayor in the lobby...

HONEY

That cocksucker put a curse on my whole fucking premiere!
HOTEL GUESTS let out a cry of shock at HONEY's language.

10. INTERIOR HOTEL LOBBY. 10.

MAYOR FENWICK, the middle aged African American mayor waits with the PRESS.
HONEY steps off the elevator completely composed to a burst of flashbulbs.

HONEY

Mayor Fenwick!
LIBBY and CHARLES look to one another relieved as
HOTEL GUESTS stumble out of elevator, shaking their
heads in disgust.

MAYOR

Miss Whitlock, what an honor!
They pose together as PRESS snaps away.

HONEY

I love what you've done with
this city.

MAYOR

And Baltimore loves you back!
(Takes out proclamation)
I, Adam Fenwick, Mayor of the
City of Baltimore, do hereby
proclaim April 29th to be Honey
Whitlock Day in Maryland and do
command this observation to all
of our citizens. Whereas...

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11. EXTERIOR FRONT ENTRANCE HARBOR COURT. 11.

Limos await dignitaries for publicity cavalcade to
Senator Theater premiere.
PETIE, a 22-year-old hillbilly tough guy, dressed in
a chauffeur's uniform sits behind the wheel of a white
limousine as HONEY and MAYOR and their entourages make
their way to limos followed by PRESS.

PETIE

(Looking at watch and sneakily
speaking into walkie-talkie)
6:41pm.

(SMILING EVILLY)

A star is born...

12. INTERIOR PROJECTION BOOTH SENATOR THEATER. 12.

SINCLAIR STEVENS hears PETIE on earphones to his
walkie-talkie.

SINCLAIR

(Whispering into walkie)
10-4, Petie.

SINCLAIR nods gravely to LYLE the projectionist who picks up a 35mm metal film can and sneaks up behind MR. STILLINGS who is looking down from projection booth to the premiere CROWD filling the theater below.

MR. STILLINGS

Christ, there's what's-her-name
from E Network. Look at the
tits on her!
LYLE hits MR. STILLINGS over the head with the film
can.

SINCLAIR

(In full command, over walkie,

CHECKING WATCH)

6:43pm. Hit it, "SPROCKET HOLES."

13. INTERIOR SENATOR THEATER. REFRESHMENT STAND. 13.

PAM, the popcorn girl, wearing ear phones, as are all the "SPROCKET HOLE" gang, grabs a 9mm gun hidden underneath a mound of popcorn and quickly puts it in her jacket pocket between waiting on customers.

PAM

(INTO WALKIE)

(MORE)

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6:44pm. By whatever means
necessary.

(TO CUSTOMER)

Butter?

14. INTERIOR SENATOR THEATER. 14.

CHERISH works with professional BARTENDERS mixing drinks for a long line of benefit TICKET HOLDERS. She empties

last of vodka from bottle into a cocktail, squats down and adds bottle to several molotov cocktails hidden under the bar.

PAM

(INTO WALKIE)

6:46pm... In the name of
underground cinema...

15. INTERIOR SENATOR THEATER. JANITOR'S SUPPLY AREA. 15.

FIDGET hurriedly unloads canisters of Mace from utility closet and stores them in his portable trash can.

FIDGET

(INTO WALKIE)

6:47pm.

(CHANTING SOFTLY)

Hey, hey, MPAA, how many
movies did you censor today?

16. INTERIOR SENATOR THEATER. LEFT AISLE. 16.

LEWIS, the usher, seats a STUDIO HEAD and his WIFE in a row of reserved seats with other STUDIO TYPES and then pretends to drop torn stub.

LEWIS

(Into walkie, as he searches

UNDER SEAT)

6:48pm. An usher's job is
never done, put down the
flashlight and pick up the gun!
LEWIS finds hidden gun and sneakily puts it in his
pocket.

17. INTERIOR SENATOR THEATER. INNER LOBBY. 17.

CHARDONNAY tears a ticket, and quickly pulls a bullet out of her elabora6.e hairdo.

CHARDONNAY

(INTO WALKIE)

6:50pm. Fuck the studio
system!

(TO CUSTOMER)

Enjoy the show.
SHE gives back stub and then loads bullet into gun hidden
beneath torn ticket stubs in her counter.

CHARDONNAY

(To NEXT CUSTOMER)
Ticket, please...
18. Cut back to EXTERIOR HARBOR COURT HOTEL. 18.
Closeup of HONEY WHITLOCK's furious face as she stares in
horror at awaiting white stretch limousine driven by

PETIE.

CHARLES

What's the matter, Miss Whitlock?

HONEY

A fucking white limousine?!

LIBBY

Oh nobody will know, we're in
Baltimore...

HONEY

I'm not Liberace's boyfriend,
for Chrissakes...My contract
says black limousines only!

LIBBY

The charity probably made the
arrangements. It was an
innocent mistake.

HONEY

(GOING BALLISTIC)

Do I look like a coke dealer?

ARE WE GOING TO THE FUCKING PROM?!

MAYOR

(Stepping into black limo,)
Break a leg, Miss Whitlock!
RODNEY, in a panic, keeps checking his watch.

RODNEY

Excuse me, ma'am, but Security's
gonna have my ass if we're late...

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HONEY

(Turning on him with a

VENGEANCE)

Don't say "ass" to me, trailer
trash! I'll have you fired!

19. SENATOR THEATER. BOX OFFICE OUT FRONT. 19.
DINAH is raking in the cash.

TICKET BUYER

(Handing over the money
for reserved tickets)
The Heart Fund must be thrilled
at the turnout.

DINAH

It's for a wonderful cause...
Thanks for your support.
(Between customers, sneakily

INTO WALKIE)

7:01pm. Inch by mother fucking inch...

20. INTERIOR SENATOR THEATER. STAGE AREA. 20.

RAVEN, the usherette, carries another bouquet of flowers
to the stage and sets the timer of the home-made bomb
hidden inside for 7:10pm.

RAVEN

(INTO WALKIE)

7:02pm...
(Smiling to audience,
under her breath)
When the word is given, we
will seize the cinema...

21. Cut to NORTHERN PARKWAY, suburban throughway near 21. Senator Theater. White limousine speeds to premiere with police escort.

22. INTERIOR WHITE LIMO. 22.

CHARLES the press agent, LIBBY the assistant, and RODNEY the bodyguard sit in back with HONEY as she gives a phone interview. PETIE the chauffeur winks sexily in rear view mirror to RODNEY the bodyguard, who smiles back uneasily,

HONEY

(On phone, being a star)
"Some Kind Of Happiness" is a

(MORE)

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screwball romantic comedy -
life-affirming but realistic and
to be honest, with all the misery
in the world today, couldn't we
use a little optimism in the movies?

23. EXTERIOR SENATOR THEATER. 23.

SINCLAIR smiles evilly, holding a huge bouquet of flowers as LEWIS greets MAYOR and BODYGUARDS as they exit limo to applause from CROWD. HONEY's white limo pulls up behind them, led by MOTORCYCLE ESCORT.

SINCLAIR

(Into his walkie-talkie)
7:06pm...The Big Snatch.
HONEY steps from limo and waves like a true star to roar of approval from crowd as PRESS blinds her with flashbulbs.

SINCLAIR

(Handing her the bouquet)
Good evening, Miss Whitlock, and
welcome to the historic Senator
Theater.

24. INTERIOR SENATOR THEATER. STAGE. 24.

MRS. MALLORY, a no-nonsense middle-aged society type walks on stage pushing LITTLE WILLIAM, the eleven-year-old Heart Fund Poster Boy who is in a wheelchair connected to breathing tubes. The audience breaks into big applause as LITTLE WILLIAM pales in stage fright and resentment.

25. INTERIOR SENATOR STAGE. AUDIENCE. 25.

LEWIS leads an applauding MAYOR to his reserved seats along with BODYGUARDS. MAYOR, ever the politician, shakes hands with FIDGET the janitor.

26. INTERIOR SENATOR THEATER. STAGE. 26.

MRS. MALLORY

(At podium, into microphone)
Good evening, I'm Sylvia Mallory,
Chairman of the Maryland Heart Fund
and this is Little William...
LITTLE WILLIAM glares sullenly at audience, unhappy
to be there.

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MRS. MALLORY

Little William had heart surgery
just seven days ago and thanks
to the blood transfusion paid for
by your generosity at tonight's
premiere, he's going to be alright,
aren't you, Little William?

LITTLE WILLIAM

(SULLENLY)

I don't want to be here!

MRS. MALLORY

(To AUDIENCE as she tries
to hug him)
Little William's a little grumpy...

LITTLE WILLIAM

(Snatching away her hands,

under his breath)
Get off me, ugly.

MRS. MALLORY

(TO AUDIENCE)

.But he's ALIVE, and that's
what counts!
AUDIENCE applauds.

27. INTERIOR SENATOR THEATER LOBBY. 27.

RODNEY and SINCLAIR lead HONEY through lobby followed
by LIBBY and CHARLES. BARTENDERS and STUDIO PERSONNEL
applaud and snap photos as HONEY beams.

28. INTERIOR SENATOR THEATER. STAGE. 28.

MRS. MALLORY continues as LITTLE WILLIAM glares at her
in hatred.

MRS. MALLORY

And now the moment you've been
waiting for! You first saw Honey
Whitlock on the screen as the
lovely ingenue turned vixen in
"Good For Nothing"...

29. PROJECTION BOOTH. 29.

LYLE takes a big hit of pot off a bong and then picks
up his gun.

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LYLE

(INTO WALKIE)

7:09pm. Honey Whitlock,
welcome to film hell!
We see MR. STILLINGS tied and gagged behind him.

30. INTERIOR THEATER. RIGHT AISLE. 30.

RAVEN seats CHARLES and LIBBY who look to the stage
with professional pride.

31. INTERIOR SENATOR THEATER. STAGE. 31.

LITTLE WILLIAM builds in fury as he listens.

MRS. MALLORY

.and from then on it's been
hit after hit...

LITTLE WILLIAM kicks MRS. MALLORY in leg behind the
podium where AUDIENCE can't see.

MRS. MALLORY

(Grimacing in pain)
.after hit.

LITTLE WILLIAM smiles at her sadistically.

MRS. MALLORY tries to inch away from LITTLE WILLIAM
who sneakily continues to kick her.

MRS. MALLORY

."Ask The Lonely"... "The
Big Hurt"...

LITTLE WILLIAM kicks her harder.

MRS. MALLORY

(Off mike, furiously to

LITTLE WILLIAM)

Watch it, you little fucker!

(Back to normal)

.her Oscar winning performance
in "Forced Entry" and tonight...
"Some Kind Of Happiness."

32. INTERIOR SENATOR THEATER. BACK OF AISLE IN REAR 32.

OF THEATER.

HONEY waits for her cue to go on with SINCLAIR and
her "bodyguard" RODNEY.

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SINCLAIR

(INTO WALKIE)

7:09pm and thirty seconds.

(SMILES EVILLY)

33. INTERIOR SENATOR THEATER. STAGE. 33.

MRS. MALLORY

.Ladies and gentlemen, a big
Baltimore welcome for MISS

HONEY WHITLOCK!

34. INTERIOR THEATER. 34.

Wide shot of audience erupting in applause and
craning their necks as HONEY is led down right aisle
to stage by SINCLAIR and RODNEY the bodyguard,
LIBBY and CHARLES applaud from their seats.
MAYOR stands and applauds.
HONEY smiles radiantly as she passes life-size
promotional cut-out of herself in aisle.
Cut to reverse side of cut-out and we see CHERISH
ready to light the fuse of a molotov cocktail.
MRS. MALLORY applauds wildly from stage.
FIDGET starts playing pocket pool in nervous
excitement. MAYOR glares at FIDGET in prudish
disbelief.
LITTLE WILLIAM sneers at HONEY's approach with
hostility.

35. SENATOR STAGE. 35.

SINCLAIR grabs oversized prop check made out to
Maryland Heart Fund for \$75,000 from the wings and
carries it on stage as RODNEY the bodyguard escorts
HONEY to the podium.
HONEY shakes hands with MRS. MALLORY and bends down
to give LITTLE WILLIAM a kiss for the PHOTOGRAPHERS.
LITTLE WILLIAM grimaces and wipes off her kiss with
disgust before kicking MRS. MALLORY one last time.

HONEY

(INTO MICROPHONE)

Thank you! Thank you very
much! You're so kind!

WILLIAM who starts gasping for air.

HONEY

I LOVE YOU, BALTIMORE!

I REALLY DO!

SINCLAIR throws down prop check and pulls a MAC 10 gun
HONEY's head.

SINCLAIR

I AM CECIL B. DEMENTED!...

(Rips off his short-haired
wig to reveal bleached

PUNK-CUT HAIR)

AND THIS IS A FUCKING KIDNAPPING!

Bomb in flower arrangement goes off, sending debris
flying.

AUDIENCE hits the floor screaming in panic.

RODNEY pulls a gun and fires into air as HONEY
screams in horror.

CHERISH throws a molotov cocktail and it explodes in
front of theater between stage and first row of
seats, blocking any rescue of HONEY by NEWSTEAMS.

36. PROJECTION ROOM. 36.

LYLE flashes CECIL B. DEMENTED logo on screen and
rushes from projection booth.

37. INTERIOR SENATOR THEATER. STAGE. 37.

MRS. MALLORY clutches her heart in fright as LITTLE
WILLIAM, gasping for breath manages to plug back in
tube and instantly becomes hateful again, enjoying
the mayhem.

CECIL drags a screaming HONEY off stage as RODNEY
runs interference, firing wildly over screaming
AUDIENCE's heads.

38. INTERIOR SENATOR THEATER. SNACK BAR. 38.

PAM the popcorn girl sheds her wig to reveal her
bizarre short hairdo and pulls gun.

SINCLAIR STEVENS will be referred to by his terrorist
name "CECIL B. DEMENTED" for the rest of the script.

PAM

(To horrified CUSTOMER)

WOMEN IN FILM!

PAM jumps over popcorn counter and karate kicks two stunned COPS assigned to the premiere and pistol whips a third COP.

39. INTERIOR SENATOR THEATER. AUDIENCE. 39.

RAVEN, smiling happily as always, quickly punches out CHARLES, the press agent, as he tries to block a PHOTOGRAPHER from getting a shot of CECIL dragging HONEY up aisle towards lobby.

CHARDONNAY tackles LIBBY, the assistant as she tries to run towards HONEY.

40. INTERIOR SENATOR THEATER. STAGE. 40.

MRS. MALLORY collapses, having a heart attack and LITTLE WILLIAM laughingly imitates her gasps of pain.

41. INTERIOR SENATOR THEATER. AUDIENCE. 41.

LEWIS fires over MAYOR's head as he rushes to stage help MRS. MALLORY. BODYGUARDS run for their lives. FIDGET tear gases STUDIO EXECUTIVES and their WIVES as they attempt to flee.

CHARDONNAY rifles pocketbooks of SOCIETY LADIES and steals their wallets as they cower in fear on the floor.

42. INTERIOR SENATOR BOXOFFICE. 42.

DINAH stuffs cash into shopping bags, robbing the charity of its fund, pulls a large gun and runs out of cashier's booth.

43. Cut back to INTERIOR SENATOR THEATER. STAGE. 43.

MAYOR is giving MRS. MALLORY emergency mouth-to-mouth resuscitation as LITTLE WILLIAM laughs maniacally.

44. EXTERIOR SENATOR THEATER. 44.

Complete pandemonium as premiere AUDIENCE comes stampeding out of theater in a panic.

MOTORCYCLE COP ESCORTS leap from motorcycles and pull guns but PETIE jumps from limo, grabs a piece of lumber from sawhorse and knocks them unconscious with

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it.

DINAH comes running, firing into the air, and throws bags of money into back of limo and jumps in. CHERISH, LYLE, RAVEN, FIDGET, CHARDONNAY and PAM come charging out of theater, firing their guns to cover their escape. CECIL drags HONEY outside, still in a chokehold as RODNEY fires wildly to keep anyone at bay.

HONEY

(To HORRIFIED FANS who duck for cover)

HELP ME! CALL THE STUDIO!

CALL JACK VALENTI! HELLLLPPP!

PETIE opens the trunk of the limo and RODNEY and CECIL throw HONEY inside and slam it shut. HONEY continues screaming and banging on trunk door as CECIL and GANG pile into limo.

CECIL

(TO GANG)

POWER TO THE PEOPLE WHO

PUNISH BAD CINEMA!

PETIE peels out in limo as PREMIERE GUESTS and FANS dive out of the way and GANG chants "Battle of Algiers"-type revolutionary yell. CECIL fires his gun out back window and shatters the "Some Kind Of Happiness" logo on marquee.

45. INTERIOR SPEEDING LIMO. 45.

CHERISH lunges for CECIL and they french kiss hotly. From PETIE's POV behind the wheel we see COP CAR #1 with sirens wailing and lights flashing heading towards premiere. In rear view mirror, PETIE sees three other COP CARS speeding up to Senator Theater and screeching to a stop.

46. EXTERIOR YORK ROAD. NORTH OF SENATOR THEATER. 46.

COP CAR #1 screeches into a U-turn and COP in passenger side fires his gun at CECIL's limo.

47. INTERIOR SPEEDING WHITE LIMO. 46.

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Back window is blasted out by COP's bullet.

CECIL

I fuckin' hate car chase scenes!

PETIE

(Flooring the accelerator,

PISSED)

Yeah, but "Bullit" was good!

LYLE snorts cocaine off a coke-spoon and nonchalantly picks glass out of his hair.

LYLE

But it lead to the "French Connection."

CHARDONNAY

(VICIOUSLY)

Which inspired a sequel!

LEWIS

And lead to "Smokey and The Bandit" and that kinda shit!

PETIE sees another cop car speeding up behind him in the rear view mirror.

DINAH leans out limo window and fires gun back'at cop car.

PAM

(FURIOUS)

"Smokey and The Bandit" even had fuckin' sequels...

Another cop car speeds towards them from the front trying to cut them off.

PETIE

(Insane, driving like a lunatic)

Yeah, Part fucking Two, 1980!...

DINAH

(IN DISGUST)

Part Three, 1983!

CECIL

(PSYCHOTICALLY)

"Smokey and The Bandit"

ruined my childhood!

CECIL fires his gun in the nick of time and shatters
approaching cop car's windshield.

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PETIE makes a hard right and zooms up church driveway
as two cop cars collide behind him.
FIDGET cheers like a kid and starts absentmindedly
playing pocket pool.

48. EXTERIOR CHURCH ROAD. 48.

Another cop car is speeding to premiere from behind
the church and almost hits the limo as PETIE veers
right in the "V" in the road, narrowly missing a
MINISTER and a suspiciously SENSITIVE TEEN as they
leave the church rectory.

CHERISH

(Yelling out window)

Long live pornography!

49. EXTERIOR ONE-WAY STREET. 49.

PETIE speeds limo the wrong way past one-way sign
into path of oncoming speeding cop car.
In the nick of time, PETIE turns a hard left
skidding around corner onto bumpy cemetery road behind
church.

Cop car swerves right to avoid collision and careens
into CABLE TV installation truck.

COP jumps out of car and starts firing at limo.

50. INTERIOR SPEEDING LIMO. 50.

CHARDONNAY puts tape into limo cassette player and

the entire GANG starts singing along with original gangsta rap song entitled "SHE'S A BANKABLE BITCH (and we don't need no pitch)."

51. EXTERIOR CEMETERY ROAD. 51.

COP fires again and hits limo trunk lock.
Trunk door flies open and HONEY screams her lungs out, holding on for dear life.
HEAVY METAL KIDS, hanging out in graveyard look up and see RAVEN yelling out car window with HONEY in trunk.

RAVEN

(Imitating "The Exorcist")
Your mother sucks cocks in hell!
HEAVY METAL KIDS look at each other in horror and run

- 22 -

away in fear.
Limo bumps down road at high speed and trunk door bangs shut, knocking HONEY into submission.
Limo makes a fast right.

52 SUBURBAN INTERSECTION. 52

Traffic is stopped in both lanes for a red light.
PETIE screeches to a sudden stop. HE checks rear-view mirror and realizes they have escaped their POLICE pursuers.

PETIE

(TO GANG)

We did it.
PETIE grabs RODNEY from back seat and gives him a big kiss.
A SUBURBAN LADY pulls up in her car next to limo on right.

SUBURBAN LADY

Sinclair, is that you?
PETIE turns down radio and GANG freezes.

CECIL

(Suddenly turning into his old self)

Hi, Mrs. Waltrup.

SUBURBAN LADY

Did you win the lottery?

CECIL

(POLITELY)

No, ma'am, we were at a
movie premiere.

SUBURBAN LADY

I don't go to the movies
much, I wait for the video.

CECIL

Not me, I like the big screen.

SUBURBAN LADY

Say hello to your mom and
dad for me.

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CECIL

I sure will.
SUBURBAN LADY makes right on red and pulls off.

CECIL

(Smugly, to GANG)
Casting has been completed!
PETIE peels out in other direction.
53. Cut to EXTERIOR "SPROCKET HOUSE," a run-down, 53.
seemingly abandoned warehouse in an industrial part
of t:he city. The moon is full and the quiet is
interrupted by faint sirens in the distance.
Suddenly, like a low-rent Bat Cave, the large
industrial garage doors swing open and the white
limo speeds inside.
54. Dissolve to INTERIOR SPROCKET HOUSE. HONEY's 54.
"dressing room"; a bizarrely decorated prison cell
fit for a movie queen.
HONEY is blindfolded, gagged and tied to a director's
chair with her name printed on the back, still

wearing her torn and soiled premiere gown.
LEWIS, now dressed in terrorist punk outfit removes
HONEY's blindfold and gag as she sputters in terror.
We see LEWIS has D-A-V-I-D L-Y-N-C-H tattooed on his
fingers.
HONEY's eyes light up in terror as she sees CECIL, now
attired in insane grunge Cecil B. DeMille inspired
outfit being lowered by PETIE on jerry-rigged film
crane. "Otto Preminger" is tattooed on CECIL's bicep.

CECIL

.Hello, I'm Cecil B. DeMented
and I'm your new director...
HONEY stares in confused horror.

CECIL

I'd like you to meet your
co-stars ...I call them the
"Sprocket Holes."
HONEY looks over in fear as the SPROCKET HOLES, now
changed from their theater uniforms into their own
scary "terrorist chic" fashions, gather around CECIL in a
"crew-shot from hell" pose.

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CECIL

This is Cherish...
CHERISH, now heavily made-up and dressed "riot-girl"
style, in a "SINEMA" T-shirt, steps forward. We see
"Andy Warhol" tattooed on her thigh.

CHERISH

Hi, I played you in lots of
porno movies. "Some Kind Of
Happiness"? I've already shot
it - only it's called "Some
Kind Of Horniness."

(PROUDLY)

But that's all behind me. I'm
an outlaw cinema girl now.

CECIL

Lyle?

LYLE takes a big huff of glue in plastic bag and steps forward. He is dressed in scarily in 1970's junky wear meets 90's Hollywood sleaze, and sports a "Herschell Gordon Lewis" tattoo across his skinny chest.

LYLE

Hi, I'm Lyle and I'm your leading man. I've had a boner for you for years. HONEY pales.

CECIL

(Getting off crane and stepping towards HONEY)
Don't worry, we've all taken a vow of celibacy for celluloid. No one gets laid until we've finished our movie. We're horny...
CHERISH starts writhing sexily.

CECIL

.but our film comes first.
CECIL gently shoves her away as SPROCKET HOLES undulate in sexual frustration.

CECIL

.And now for the crew.
PAM the popcorn girl swaggers over carrying a beat-up vintage 16mm movie camera and aims it at HONEY's face. She is wearing a black para-military jump suit and we

- 25 -

see her "Sam Peckinpah" tattoo on her arm.

PAM

I'm Pam, the director of photography and you'd better hit your mark!
CHARDONNAY, now done up in outrageous homegirl gangster look, carries an old wrecked Nagra sound recorder and spins her microphone boom pole like lethal numchucks before raising it over HONEY's head, revealing the "Spike Lee" tattoo on her stomach.

CHARDONNAY

.and remember - SPEAK UP, BITCH!
I'm Chardonnay and I do the sound.
LEWIS proudly steps forward, menacingly holding
staple gun like a weapon.

LEWIS

We met. I'm Lewis, the art
director. I hope you'll be
comfortable here...
HONEY looks around cell and sees giant stills blown up
from her past films showing her in physical and
emotional distress.

LEWIS

(MOVING CLOSER)

.'cause you ain't goin'
nowhere else!
HE staples her gown to the chair.
FIDGET, the grunge dweeb, dressed in complete rags but
looking somehow great with his "William Castle" tattoo,
shyly steps forward, absentmindedly playing "pocket
pool."

FIDGET

(BASHFUL)

I'm Fidget, the costumer...
(Suddenly rips dress to give
her a plunging neckline)
Sorry.. .but I'm gonna have to
give you a new look...
RAVEN, smiling beatifically, steps forward dressed
in a satanic robe, an inverted cross necklace,
pentagram jewelry and a "Kenneth Anger" tattoo.

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RAVEN

Hi, I'm Raven and I'm a Satanist.
I'll be doing your makeup...
HONEY stares back in confusion.

RAVEN

You look so pale...
RAVEN suddenly slaps HONEY across face and HONEY
cries out in shock.

RAVEN

Sorry... but Satan says...
you need color!
RODNEY, the biker "bodyguard," now in S&M leather
get-up steps toward HONEY carrying a rat-tail comb
and a hair dye applicator bottle. His "Almodovar"
tattoo is a beauty.

RODNEY

Call me Rodney. Tomorrow
I'm bleaching your hair out
platinum and I should warn
you...I FUCKING HATE ROOTS!
PETIE, the sexy hillbilly "chauffeur," now dressed
in redneck militant garb and featuring a "Fassbinder"
tattoo, steps forward.

PETIE

Hey, I'm Petie, remember me,
"the trailer trash"? I'll be
your driver. I'll take you
anywhere... anywhere but home!!
(Laughs evilly as he

CARESSES RODNEY)

From behind a curtain, covering a room of lab and
editing equipment comes DINAH, now dressed in
alarming vintage fashion outfit that shows off her
shapely but purposely hairy legs. "Sam Fuller" is
tattooed on her back. She wheels a TV set and VCR
mounted on wheels framed by little velvet curtain.

DINAH

(Snarling to HONEY)
I'm Dinah, Cecil's producer
and I do everything! I've
been knocking down box office
money from every big Hollywood
hit for years to pay for this

(MORE)

- 27 -

equipment. You fuck with me, sister,
and you're DEAD!

(Smugly to CECIL)

We made the news...

CECIL nods to DINAH to turn on the VCR to show clip
taped from TV.

NEWSMAN

. So once again, our top story.
Sylvia Mallory, the fifty-two
year old chairwoman of the
Maryland Heart Fund died tonight
at Union Memorial Hospital
following an on stage heart
attack she suffered in the middle
of Honey Whitlock's kidnapping at
tonight's Baltimore movie
premiere...

SPROCKET HOLES stare in amazement at TV screen, the
enormity of their act barely sinking in.

NEWSMAN

.the teenage gang of cinema
terrorists who apparently
infiltrated the staff of the
Senator Theater are now eligible
for the death penalty in the
State of Maryland...

CECIL nods to DINAH to turn it off, which she does.
SPROCKET HOLES gulp and look to their leader for
guidance.

CECIL steps forward, getting right in HONEY's
terrified face.

CECIL

Miss Whitlock, we're going to
make our first film and NOBODY'S
going to stop us. Lots of kids
dream of making a movie...

SPROCKET HOLES smile in brain-washed enthusiasm.

CECIL

.but only the ones willing
to die for it succeed.

HONEY looks into CECIL's face and lets out a sob of
terror.

FADE OUT.

55. Fade in to EXTERIOR "SPROCKET HOUSE." Next morning. 55.
We hear HONEY letting out a fresh cry of agony.

56. INTERIOR "SPROCKET HOUSE" - "HAIR AND MAKEUP," 56.

a dilapidated section of the loft filled with broken mirrors, beat up barber chairs, filthy hair driers and mangy beauty supplies.

HONEY, tied to a barber chair, still dressed in her raggedy premiere gown, moans in pain as RODNEY, in scary rubber fetish outfit, sadistically applies the final batch of double strength bleach to HONEY's already shockingly blond hair.

RAVEN, wearing another "witchy" black robe and 666 earrings, finishes up HONEY's overly-theatrical makeup job.

HONEY

(TO RODNEY)

Owww! Please! I don't
want to be blond!

RODNEY

You're going right off the deep
end of the Clairol color chart!
RODNEY squirts on more dye.

HONEY

It's burning my scalp!
Ow! Ow! Ow!

RODNEY

Beauty comes from agony! Everyone
knows that!

RAVEN

I haven't had this much fun since
my last livestock mutilation...
RAVEN lunges towards HONEY's eyebrows and painfully
tweezes out a hair.

HONEY

Oh God! That really hurt!

RAVEN

"In the House of Pain, there

(MORE)

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are 10,000 shrines."

(GIGGLING)

Allistair Crowley said that.

RODNEY

Let's wash it out!

RODNEY yanks HONEY's head back as RAVEN pours scalding water over her head.

HONEY

(Screams in pain,

SPUTTERING)

Oh God, please!

(PLEADING)

Let me go! I won't tell anybody about your little movie. Suddenly CECIL enters dressed to the nines in another lunatic "movie director" outfit. He is accompanied by DINAH, who is even more severely dressed in thrift-shop couture, carrying a clip board and a stop watch.

CECIL

(THREATENINGLY)

."Little"?

HONEY

(Horried to see him)

.I mean... not little. . .10w budget. . .you know, cult.

CECIL

Good morning, Miss Whitlock.
Know your lines?

HONEY

Please...Mr. DeMento? Is that
correct?

CECIL

(TESTILY)

DeMenTED!

HONEY

You have the wrong star for
this film...

CECIL

Nonsense, Miss Whitlock...

(THREATENINGLY)

I wrote the part just for you...

(MORE)

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(Hearing helicopter noise
outside, and smiling)
.and the whole world is watching...

DINAH

(Ignoring passing police

SIREN OUTSIDE)

Even your agent can't help you now!

(THREATENINGLY)

YOU'RE WANTED IN WARDROBE!

57. INTERIOR SPROCKET HOUSE - "WARDROBE." A cluttered 57.
work area with piles of stolen clothes spread out in
disarray. Insane fashion sketches of HONEY throwing
bombs, firing guns, dressed in terrorist-inspired haute
couture are tacked to the wall.
FIDGET is vainly trying to rip off security device still

attached to fake leopard military jacket. First he tries pulling it off with his teeth, then hits it with a hammer to no avail.

FIDGET

I HATE THESE FUCKING THINGS!

CECIL enters with HONEY as RODNEY and RAVEN follow, continuing torturing HONEY by blow-drying her hair with malfunctioning, smoking hair dryer and curling her eyelashes with rusty curlers.

CECIL

Ah Fidget. Fidget, my little genius, :Fidget!

FIDGET

(Not missing a beat,

TO HONEY)

Please take off your clothes.

58. INTERIOR SPROCKET HOUSE. Equipment area, next to 58. "Wardrobe."

PAM is changing the film in her changing bag between her legs. She hears FIDGET and looks up excitedly.

CHARDONNAY takes off her earphones and nods to LEWIS who is finishing up painting a van to look like a FEDEX delivery truck. All quickly exit.

59. INTERIOR SPROCKET HOUSE - "WARDROBE"

RODNEY, RAVEN, and FIDGET leer at HONEY who looks to CECIL in horror when she realizes there will be no privacy.

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HONEY

(CONFUSED)

Do I have a trailer? ...I mean, is there a dressing room...?

DINAH leans over set wall from above and watches with open lesbian lust.

CECIL

(IMPATIENTLY)

Miss Whitlock, we're an a schedule...

60. INTERIOR SPROCKET HOUSE - "EQUIPMENT AREA" 60.

LEWIS, CHARDONNAY, and PAM run to peepholes cut in "Wardrobe" walls and watch HONEY voyeuristically from the other side.

61. INTERIOR SPROCKET HOUSE - "WARDROBE"

HONEY sees eyeballs staring through peepholes and looks to CECIL in sexual fear.

CECIL

(To HONEY, ever the

LEADER)

Don't worry, they're not allowed any form of sexual release.:.
HONEY nervously starts to unzip her gown.
SPROCKET HOLES let out an involuntary sexual moan.

HONEY

(Muttering, furious)
The Screen Actors Guild will hear about this and I mean it!
HONEY lets gown fall to floor and steps out of it.
She is wearing beautiful lingerie.

FIDGET

DAMN!

RAVEN

NICE VESSEL!

FIDGET

(Starts reaching into his pocket, subtly)
Excuse me, ma'am.
(Starts playing pocket pool)

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RODNEY moans in sexual frustration as HONEY begins getting dressed in FIDGET's costume.

DINAH pants from above as HONEY slips on tight pants.

LEWIS, CHARDONNAY, and PAM watch from peepholes, breathing hard and moaning as HONEY slips into jacket. PETIE appears and jealously catches RODNEY trying to peek down the front of HONEY's jacket. RODNEY looks away guiltily.

FIDGET whacks and "creates," lewdly "styling" HONEY's outfit. He then wheels full-length mirror to HONEY and signals to CECIL she is ready.

HONEY sees her transformation into terrorist glamour girl for the first time.

HONEY

Oh, God, I look terrible!

(Breaks into sobs)

CECIL and SPROCKET HOLES applaud triumphantly.

DINAH

(Suddenly all business)

Alright, LET'S LOCK IT UP!

62 INTERIOR SPROCKET HOUSE. SOUND STAGE. 62

CECIL leads HONEY to set, past equipment and lights as SPROCKET HOLES scurry to position, adjusting lights, setting up camera, readying props.

CECIL

(TO HONEY)

This is Sprocket House,
Miss Whitlock, think of it
as your studio.

They arrive at the amazingly inventive exterior set of
"RITZ CINEMA," a tiny gilded movie palace gone to seed.
Marquee reads: PASOLINI FESTIVAL.

HONEY stares dumbfounded.

CECIL

Can't you say good morning to
Lewis? He worked hard on this
set with a budget of zero.

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HONEY

Good... morning.

LEWIS

(PROUDLY)

All these materials were stolen
from city-owned construction
sites...just for you! We're
gonna have a hit, Miss Whitlock!

CECIL

Our picture is called "Raving
Beauty." You play the insane
owner of a failed art theater
who along with her film fanatic
boyfriend Lyle. . .Lyle come on over...
LYLE enters dressed in hepcat 70's junkie splendor
wear.

CECIL

.and her violence prone
daughter, Cherish...
CHERISH enters in eye-popping "super model goes bad"
look as HONEY's eyes light up in horror.

HONEY

"Daughter"?!

CECIL

.Together, the three of you vow
to start a revolution to destroy
mainstream cinema...

HONEY

(BRAVELY)

I cannot make this movie!
DINAH quickly hands CECIL a stun-gun.

CECIL

You dare to tell Cecil B.
DeMented you refuse!

HONEY

I'm too young to play her mother!

CECIL

(THREATENINGLY)

I know how cid you are...

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HONEY

(Trying to change the subject)
It doesn't feel right... I'm just
not motivated...

CECIL

(Advancing on her with

STUN GUN)

How's this for motivation? Huh?
CECIL zaps her painfully with the stun gun.
HONEY twitches in agony and lets out a painful
scream.

CECIL

There are no creative differences on
a Cecil B. DeMented set, Miss Whitlock.
Got that? One day you'll thank me for
saving you from your bad career.
(To LYLE and CHERISH)

PLACES!

(TO HONEY)

Alright, walk-through rehearsal.
DINAH slams the open, hand-written, fetishistically-
covered script into HONEY's hands.
CHERISH takes her place in cashier's booth as DINAH
drags HONEY inside theater door with LYLE to wait
for her cue.
LYLE takes out vial of drugs.

LYLE

(TO HONEY)

Want some Ecstasy?
HONEY shakes her head negatively in helpless horror.
LYLE shrugs his shoulders and happily pops the pill

into his mouth.

CECIL

.and ACTION!

CECIL moves around stage, making cliche director's frame with his hands as PAM and CHARDONNAY rehearse camera and sound moves behind him.

All the camera equipment has "UNIV OF MD" stenciled on it that has been scratched out half-heartedly.

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LYLE

(Entering in character)

Hey, Cherish, it's 8:00. Am I supposed to get this show on the screen or what!?

CHERISH

(In character, pissed)

I didn't sell one ticket, Lyle. Nobody came!

LYLE

(FURIOUS)

Pasolini's playing and we have an empty theater?! DINAH pushes HONEY on stage.

HONEY

(Reading lines in a monotone)

It's that fucking new multiplex that opened in the mall, isn't it? CECIL's face turns to stone as the rest of the SPROCKET HOLES watch, shocked at HONEY's wooden performance.

CHERISH

I heard they were sold out last night, Mom!

LYLE

(INCREDULOUS)

Not for "THE FLINTSTONES"!?
CECIL starts banging his head painfully on cement wall to show his displeasure at HONEY's reading.

HONEY

(Still in a monotone)
Somebody's gotta pay for this insult!
HONEY looks out and sees SPROCKET HOLES aping CECIL's self-destructive review of her reading; DINAH slaps her own face, LEWIS staples his own leg; RODNEY jams the sharp end of a rat-tail comb in his ear.
This title will be replaced by a more recent critically panned big film hit we can get the rights to.

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HONEY

(NERVOUSLY)

From the empty seats of every good movie theater in America..
PETIE fellates his own gun, RAVEN closes eyelash curler on her tongue.

HONEY

(BADLY)

. We will rise up to take back the screen...
FIDGET sticks a sewing needle under his fingernail.

HONEY

(Just trying to finish)
Death to those who support mainstream cinema!

CECIL

(Banging his head on wall harder, insanely)

SEE THE PAIN YOUR PERFORMANCE

IS CAUSING ME!!!?

HONEY

(FINALLY SNAPPING)

Alright! Stop it! Please stop
it! I'LL DO THE SCENE! FILM IT!

JUST GET IT OVER WITH!

CECIL immediately stops banging his head and
SPROCKET HOLES return to normal.

CECIL

PLACES!

LYLE, CHERISH and HONEY return to start position as
the rest of SPROCKET HOLES get ready to film.

DINAH

PICTURE'S UP!

(Holds up marker)

ROLL CAMERA!

PAM

Camera rolling.

CHARDONNAY

(Spinning sound boom

INTO POSITION)

Speed.

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PAM

Mark it!
DINAH marks the take.

CECIL

ACTION!

LYLE

(Entering in character)
Hey, Cherish, it's 8:00. Am I
supposed to get this show on
the screen or what?

CHERISH

(IN CHARACTER)

I didn't sell one ticket, Lyle.
Nobody came!

LYLE

Pasolini's playing and we have
an empty theater?
HONEY enters and does the lines convincingly.

HONEY

(IN CHARACTER)

It's that fucking new multiplex
that opened in the mall, isn't it?
CECIL's eyes light up in happiness at HONEY's
performance.

CHERISH

I heard they were sold out
last night, Mom.

LYLE

Not for "THE FLINTSTONES"?!

HONEY

(Getting even better)
Somebody's gotta pay for
this insult!
CECIL silently mouths the dialogue along with HONEY.

HONEY

From the empty movie seats of
every good movie theater in
America, we will rise to take
back the screen!

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The SPROCKET HOLES watch in awe.

HONEY

Death to those who support
mainstream cinema!

CECIL

(TRIUMPHANTLY)

CUT and PRINT!

CECIL and SPROCKET HOLES burst into applause.

CECIL

That's more like it, Miss Whitlock!
CHERISH gives HONEY a suddenly jealous look.

HONEY

(Feeling her oats)
To be frank, Cecil, I would
never do this picture in my
real film life. The whole
message is stupid - ask theater
owners in any country and they'll
tell you. Hollywood makes the
best films in the world and I'm
proud to be part of that system.

CECIL

(Suddenly the dictator again)
Let's move on!

HONEY

(SHOCKED)

What? No coverage?

CECIL

The first take is the only
real truth...

HONEY

But you can't cut the film
with only a master!

CECIL

There are no rules in outlaw
cinema, Miss Whitlock, only
edges. We believe technique
to be nothing more than failed

style. You see, I've had a vision...
All the SPROCKET HOLES smile like film zombies to

HONEY.

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CECIL

.and that vision is called
"ultimate reality." The rest
of our film is shot in real
life, with real people and
yes, with real terror.

63. Flip wipe to EXTERIOR SPROCKET HOUSE. Industrial 63.
doors swing open and freshly painted phony FEDEX
truck comes speeding out.

HONEY (VOICE OVER)

Please, no! Let's go back!
I hate location work!

64. INTERIOR FEDEX VAN as it drives through downtown 64.
streets and enters Jones Falls Expressway.
PETIE is behind the wheel as LYLE and CHERISH study
their lines in hand-written "Raving Beauty" script.
CECIL hurriedly flips through TIME Magazine until he
finds the article he wants. RODNEY and RAVEN
torture HONEY with their constant touchups as PAM,
CHARDONNAY, DINAH and FIDGET crowd in the back of
van with equipment and guns as LEWIS reads a copy of
"Psychotronic" magazine.

RODNEY

I see a fucking root already!
He lunges to HONEY's scalp with hair dye applicator
bottle.

HONEY

Owww! Please, Cecil. I'm a
much better actress in the studio...

CECIL

That's not what TIME Magazine
has to say.

(READING)

"Miss Whitlock seems a little ill at ease and past her prime to carry a picture by herself, especially one as sappy and overproduced as "Some Kind Of Happiness."

HONEY

(SHOCKED)

TIME Magazine said that?

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LEWIS

Your picture's gonna lose thirty million dollars.

PETIE

(TO HONEY)

Can I ask you a question?
Did you ever fuck Mel Gibson?

HONEY

(Ignoring both PETIE and LEWIS)
Cecil, give yourself up!
It's not too late...

LEWIS

Our film goes into profit the day we sell the first ticket!

PETIE

(To HONEY, again)
How big is his dick, anyway?

HONEY

(Still to CECIL, refusing to acknowledge PETIE or LEWIS)
Come to Hollywood with me and I promise I'll get you a job as a production assistant on a real Hollywood movie.

PETIE

(LOSING IT)

TELL ME ABOUT MEL GIBSON'S

DICK AND BALLS!

65. EXTERIOR TIMONIUM CINEMA. Suburban chain theater 65.
in mall. "FLINTSTONES" is playing in both theaters.
FEDEX van pulls up out front and stops.

66. INTERIOR FEDEX VAN. 66.

SPROCKET HOLES have guns drawn and equipment ready
and are ready to begin "location shooting."

CECIL

.and remember there are no
bad takes in a Cecil B. DeMented
picture - just keep the scene going

LYLE

(To HONEY, getting ready
to take a large capsule)
I never took this much acid

(MORE)

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before, so if I forget my lines,
Honey, cue me!

(POPS PILL)

CHERISH

(Primping with FIDGET'S help,

TO HONEY)

Do my tits look OK? They're
bigger than yours, you know.

HONEY

Cecil, please don't make me do
this scene...

CECIL

Your Hollywood system stole our
sex and co-opted our violence so
there's nothing left for our kind
of movies... except this!

DINAH

PICTURE'S UP!

67. EXTERIOR TIMONIUM CINEMA. 67.

PAM and CHARDONNAY leap from the van with their
equipment followed by DINAH who holds marker up
before van door.

DINAH

Roll camera.

PAM

Camera rolling.

CHARDONNAY

Speed.
DINAH marks the take.

68. INTERIOR VAN. 68.

HONEY, LYLE and CHERISH prepare to leap out of van.

CECIL

(SMILING INSANELY)

ACTION!

69. EXTERIOR TIMONIUM CINEMA. 69.

LYLE and CHERISH leap from van with guns drawn.

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LYLE and CHERISH
(Chanting in character)

SABOTAGE THE CINEMA! TAKE BACK

THE SCREEN!

HONEY leaps out with gun drawn.

HONEY

(In character, chanting)

VANDALIZE THE MOVIES! GIVE

BACK THE DREAM!

(Suddenly out of character)

This is so stupid...

CECIL leaps from van followed by SPROCKET HOLES carrying props.

CECIL

(Aiming his gun at HONEY,

FURIOUS)

Say the lines the way they're written!

HONEY, terrified, immediately jumps back into character.

HONEY

(Yelling to BOX OFFICE LADY in ticket booth)

How dare you play this rotten movie?!

PAM pans the camera to BOX OFFICE LADY whose eyes light up in fear at seeing the "actors" in their terrorist outfits.

BOX OFFICE LADY

Oh my God, it's Honey Whitlock!

CECIL

(Yelling to "actors" into

MEGAPHONE)

I SAID ACTION!

LYLE and CHERISH grab HONEY and they run toward BOX

OFFICE LADY.

HONEY

(To BOX OFFICE LADY)

\$7.50 for this piece of shit?!

BOX OFFICE LADY screams and locks herself inside as HONEY spray-paints S-H-I-T across box office glass.

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Macho TICKET TAKER kid comes running out.

TICKET TAKER

(TO HONEY)

Hey you! You got a problem?

LYLE

(For the camera)

FEEL THE PAIN OF UNDERGROUND

FILM!

(PUNCHES HIM)

CHERISH

THE KICK OF OUTLAW CINEMA!

(Kicks TICKET TAKER in balls)

LYLE

(To HONEY, breaking out

OF CHARACTER)

WOW! I'm peaking!

RODNEY, RAVEN and FIDGET run to HONEY and touch her up and adjust costume whenever she's off camera.

70. INTERIOR LOBBY TIMONIUM THEATER. 70.

CECIL runs in front door followed by PAM and CHARDONNAY, carrying old-fashioned "sun-gun" lights, and still filming and recording the sound. CANDY COUNTER GIRLS look up in fear.

CECIL

I am Cecil B. DeMented and you're in my movie! Look in the camera and ruin a take and you're both dead! CANDY COUNTER GIRLS get nervy, eager to be in any movie.

CANDY COUNTER GIRL A

(Excited, to CECIL)

Do you know Quentin Tarrantino?

CANDY COUNTER GIRL B

(GIGGLING)

We love his movies.

CECIL

NO AD LIBBING!

(Fires gun in air)

HONEY enters in full character, pointing guns at

CANDY COUNTER GIRLS.

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HONEY

(To CANDY COUNTER GIRLS)

THREE DOLLARS FOR A FUCKING

CANDY BAR?!

CANDY COUNTER GIRLS scream in real fear.

DINAH and LEWIS enter on exit side of front doors
and guard the "set."

LYLE and CHERISH enter in character with their guns
drawn.

LYLE grabs an over-sized cup from behind counter.

LYLE

You call THAT a SMALL??!!

CHERISH

(Tasting a handful of popcorn)

THIS IS STILL POPPED IN

COCONUT OIL, ISN'T IT?!!

CHERISH blasts popcorn machine with gun.

THEATER MANAGER comes running down from office.

MANAGER

(Walking right into

CECIL'S TAKE)

Hey, what's the trouble here!?
CHERISH glares at a large marketing booth filled
with items for sale in lobby.

CHERISH

NOBODY NEEDS THIS GARBAGE!

She overturns the booth and items crash to the
floor.

LYLE

(TO MANAGER)

We are the ultimate bad review!

MANAGER

(Nervous, trying to back away)
Please ...I didn't make this
movie I'm just the manager...
CHARDONNAY knocks him out cold with one smack of her
boom pole.

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71. INTERIOR TIMONIUM THEATER. 71.

Horribly unfunny scene from "THE FLINTSTONES" is
seen on screen.
Packed AUDIENCE howls in laughter.
Doors to lobby fly open and CECIL and his CAST and CREW
come running in, tying handkerchiefs around their noses
and mouths and filming the action. CECIL fires his gun
in air. AUDIENCE turns around in confusion.

CECIL

(Hissing to HONEY)
Say the lines!

HONEY

(To AUDIENCE, ferociously

IN CHARACTER)

You don't have to like this movie!

CHERISH

(Taking out a stink bomb)

(TO AUDIENCE)

YOU'RE A VICTIM OF ADVERTISING!

LYLE

(Lighting another stink bomb)

(TO AUDIENCE)

THIS FILM STINKS AND YOU KNOW IT!

LYLE, CHERISH and HONEY lob stink bombs into AUDIENCE. AUDIENCE screams in panic as stink bombs go off, and tries to run to exits, holding their noses and gagging as PAM and CHARDONNAY record their every move.

CECIL smiles in directorial lunacy as one TICKET BUYER vomits right in front of PAM's camera.

CECIL

CUT! PRINT!

(To HONEY and SPROCKET HOLES)

WRAP IT UP AND RUN!

CECIL, his "cast and crew" take off, chanting their terrorist yell.

FADE OUT.

72. Fade in to EXTERIOR SPROCKET HOUSE. NIGHT. 72.

We hear a cool rap song on soundtrack called "NO BUDGET." ("When we say action, we mean action,

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nobody's putting us in turnaround")

73. INTERIOR SPROCKET HOUSE. 73.

Wild "Dailies" party is in progress. LYLE is smoking crack and showing developed footage from that day's shoot on the wall of the warehouse as he dances lewdly with himself in place.

LEWIS watches the "dailies" as he DJ's from turntables in

booth while CHARDONNAY sexily raps the outlaw-film call-to-arms we hear on the soundtrack. PETIE and RODNEY torridly go-go dance on separate tables as PAM and DINAH writhe sexily to the beat on the dance floor. CECIL and CHERISH watch the gritty film rushes atop CECIL's bizarrely decored crane that doubles as their love nest. CECIL is frantically trying to write his script but CHERISH is pawing him, turned on by seeing herself on film.

CHERISH

Come on, Cecil, I want a little "action" of my own!

CECIL

(Gently pushing her away)
I'm trying to write, Cherish!
HONEY, looking more relaxed, with only one leg cuffed to director's chair, watches herself on film in the arty, grainy, but very striking footage.
RAVEN does a "devil dance" with herself and ritualistically drinks from a skull head.

RAVEN

(TO HONEY)

Goat urine, want some?
HONEY pales.

RAVEN

(HAPPILY)

It's a Satan thing!
(Glancing at HONEY on film)
You're really good in our movie!
HONEY beams at compliment, catches herself, and smiles weakly back at RAVEN as FIDGET approaches with a martini on a tray for HONEY.

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FIDGET

Miss Whitlock?

HONEY

Oh, craft service. Thank you, Fidget, but I never drink when I'm working but you're very kind. Do your parents know where you are tonight?

FIDGET

They're probably mad...

HONEY

Don't you think you ought to call them...?

FIDGET

(FALTERING)

Cecil says our parents are the enemies of film...

HONEY

You know that's nonsense! Go ahead, call them up. I bet they miss you...
LYLE ruins everything by staggering over, scarily high.

LYLE

Hey Honey, want some crack?

HONEY

I most certainly do NOT, Lyle. I can't believe you'd be a drug addict in the 90's - it's so retro.

LYLE

Before I was a drug addict, I had so many different problems, Honey. Now I just have one - drugs. It gave my life a real focus.
Cut to CECIL on crane with CHERISH as they hornily watch CHERISH on film.

CHERISH

(Suddenly riding CECIL's leg)
How can you see me on film and not want to fuck me?!

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CECIL

(Moaning in sexual frustration)
I S-Q want to fuck you, Cherish, but
you know I can't...

CHERISH

Why not?!

(PROUDLY)

All my directors fuck me!

CECIL

(Suddenly back in control)
I'm not "all your directors," Cherish.

I'M CECIL B. DEMENTED, THE ULTIMATE

AUTEUR!

LYLE begins projecting the dailies on the writhing
bodies of the sexually frustrated SPROCKET HOLES.

CECIL

(Grabbing microphone and
addressing his followers)
SOLDIERS OF CINEMA, save your
sexual energy for the silver screen...
SPROCKET HOLES break apart and look up to CECIL.

CECIL

Our footage is stronger than
Otto Preminger's...
CHERISH licks CECIL's tattoo.

CECIL

.creepier and darker than
David Lynch's...
LEWIS scratches a sexual note in the music as he
lusts towards CHARDONNAY who sings out a torrid
moan.

CECIL

.more exploitative than
Herschel Gordon Lewis.
LYLE humps the projector, out of his mind.

CECIL

.and more violent than
Sam Fuller..-
DINAH writhes in horniness, pulls her pistol and fires
at "The Films of David Lean" coffee table book she uses
as a target.

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CECIL

We will rise above our raging
hormones to a new level of
cinema unrest!
Cut to FIDGET sneakily dialing parents on phone as
HONEY nods her support.

CECIL

. Do whatever it takes to
avoid sexual release! Get as
drunk as Sam Peckinpah...
PAM guzzles whisky.

CECIL

As high as Rainer Werner
Fassbinder!...
LYLE sniffs fumes from an aerosol can of metallic
paint.

CECIL

But stay celibate for celluloid!
Cut back to FIDGET on phone. We see his suburban
MOM answer on split screen.

FIDGET'S MOM

(WORRIED)

Hello.

FIDGET

(CHEERFUL)

Mom, it's me, Fidget.

FIDGET'S MOM

(FRANTIC)

Oh God, where are you, Fidget?
Are you okay?

FIDGET

I'm fine. The movie's going
great, Mom!

FIDGET'S MOM

(HORRIFIED)

Going great? Fidget... you're
wanted for murder!
Cut back to CECIL who is building to a climax of
brainwashing.

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CECIL

.Feel the black humor of
Almodovar...
RODNEY dances a wild S&M step and tries to look
PETIE in the eyes.

CECIL

.the satanic fury of Kenneth
Anger!
RAVEN, possessed by the devil, rolls her eyes back
in devil horniness.

CECIL

.the racial tension of Spike Lee...
CHARDONNAY lets out a soulful wail as she dances in
sexual abandon.

CECIL

(Spotting FIDGET on the
phone and giving him the

EVIL EYE)

.and the unashamed exhibitionism
of William Castle!
FIDGET freezes and looks down at William Castle's name

tattooed on his arm.

FIDGET'S MOM

(Still on phone)
Hello? Fidget, talk to me!
Hello? We'll come and get
you! Tell us where you are!
Hello? Hello?
FIDGET hangs up phone and starts playing pocket pool
frantically.
HONEY sighs and shakes her head in disappointment.

LEWIS

(Sneaking a peak at "Vibe
Magazine" before blurting
out to CECIL)
If we can't have sex, can't
we at least make money?

CHARDONNAY

(Scared, but giving it
her best shot)
Yeah, Lewis thinks I could
have a hit record!

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CECIL

NO, NO, NO, SPROCKET HOLES!
I'm a prophet against profit!
And you should refuse to sully
your artistic vision with
financial success!
(Wide-eyed, to all)

SPROCKET HOLES, BE STRONG!

AND JOIN ME IN PRAYER!

LEWIS and CHARDONNAY give up quickly and join the
other SPROCKET HOLES as they fall to their knees in
cult worship.
HONEY signals to FIDGET she's changed her mind -
she'll have the martini after all.

CECIL

Oh, Andy Warhol, we worship
you from the new cinema
underground...

ALL

Oh, Andy Warhol, we worship
you from the new cinema
underground...
HONEY guzzles down the martini.
CHERISH prays the hardest, still sexually aroused.

CECIL

.help us to use our sexual
frustrations as you did for
the future of outlaw film!

SAY IT SPROCKET HOLES!

HONEY watches, a little tipsy.

ALL

CELIBATE FOR CELLULOID!

CECIL

SAY IT AGAIN LOUDER!

HONEY absentmindedly joins in as she stares at
herself in rushes looking quite stellar as,CHERISH
eyes her jealously.

ALL

CELIBATE FOR CELLULOID.

CECIL

LIGHTS OUT!

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Immediate black-out.

74. Slow Fade-in to EXTERIOR SPROCKET HOUSE.SUNRISE. 74.

75. Cut to INTERIOR SPROCKET HOUSE. 75.

SPROCKET HOLES are passed out all over loft,
surrounded by rotting junk food, empty liquor
bottles and last night's party debris.
CECIL and CHERISH lie asleep twisted and entwined in
the sheets, tortured by their erotic dreams.
Suddenly, one of CECIL's bloodshot eyes open and
he lurches for the microphone.

CECIL

(In a booming voice to
all the SPROCKET HOLES

BELOW HIM)

Hey kids! Wake up! Let's make
a mother-fucking movie!
He hits hideously loud alarm button.
SPROCKET HOLES leap to their feet and stagger into
film production.

76. INTERIOR SPROCKET HOUSE. HONEY'S DRESSING ROOM. 76.

Before she can barely open her eyes, HONEY sees
RODNEY and RAVEN rushing towards her, their
instruments of beauty torture ready.

RODNEY

(Glaring at HONEY's hair)
I see that fucking brown color...

HONEY

Please Rodney, those aren't roots
- they're scabs on my scalp from
the dye and they're raw!
RODNEY sadistically squirts her roots with dye as
HONEY lets out a cry of agony.

RAVEN

(SMILING)

Just close your eyes and think
of the films of George Cukor.
RAVEN tweezes HONEY'S eyebrows painfully as RODNEY
continues to torture her hair.

HONEY

OWWWW!! Please... please...
(Trying a new tactic)
Raven, you're a pretty girl,
you could escape this madness...

RAVEN

Escape to what, Honey?

(PROUDLY)

My father is a Zo-Zo, the
three-headed guard dog at the
gate of hell!

HONEY

Well ...I'm sorry to hear that...

RAVEN

And one day I'm gonna commit
revolutionary suicide for celluloid...

HONEY

(REALLY SCARED)

Don't say that, Raven! Tell her,
Rodney - no movie is worth dying for!
RODNEY blasts HONEY's hair with his fiery
malfunctioning drier as she cries out in pain.

HONEY

OWWWW! Rodney, why do you want
to hurt me? Gay men are supposed
to be gentle...

RODNEY

(Begins teasing HONEY's hair)
That's just it, Honey! I'm not
gay. I'm straight and I fucking
hate it! Petie loves me but I
can't love him back! I've tried!
I kiss him and all I feel is beard.

I CAN'T TAKE THAT CERTAIN THICKNESS

IN HIS PANTS!

(SOBBING)

I'm so ashamed of my heterosexuality!

RAVEN

(COMFORTING HIM)

Oh, it's alright, Rodney.

RODNEY

(Suddenly snapping back

INTO MEANNESS)

(MORE)

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That's why some days I gotta hurt people.

(Starts brushing out HONEY'S teased hair brutally)

HONEY

OWWWW!

RAVEN

It's not Honey's fault.

RODNEY

Make them pay for me thinking about pussy!

RODNEY rips out a clump of HONEY'S teased hair with brush.

HONEY

Oh God, stop...

RAVEN

(TO RODNEY)

No one chooses to be heterosexual. Honey knows that.

RODNEY

(In a rage)

I'M STRAIGHT! AND I HATE!

SO JUST GET USED TO IT,

HONEY WHITLOCK!

He blasts the blow drier on finished hairdo and flames singe her neck.

HONEY

AHHHHHHHHH!

CECIL enters, now dressed in an even more elaborate Cecil B. DeMille-inspired movie director outfit. PETIE, acting as bodyguard, leers at RODNEY who lets out one final sob of frustration as DINAH, changed into another alarming retro fashion number wheels in her portable TV monitor and VCR.

CECIL

Good morning, Miss Whitlock.

HONEY

(SOBBING)

Cecil, I want to go back to Hollywood!

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CECIL

Whatever for? Your old career is over. . .but your comeback has just begun...

CECIL nods to DINAH to start tape and we see a TEENAGE BOY on news in front of vandalized Timonium theater.

TEENAGE BOY

.I was in the audience when they attacked and I'll tell you. . .Honey Whitlock was awesome! HONEY looks in confusion to CECIL who smiles proudly back. Tape jumps to a different news show showing TEEN GIRL, wearing a handmade "CECIL RULES" T-shirt. She stands out front of the popular local art house, The Charles Theater.

TEEN GIRL

I think Honey Whitlock is right
- most films suck and it's time
somebody did something about it...
HONEY catches herself half smiling at the favorable
mention.
Tape cuts to TIMONIUM THEATER MANAGER, his head now
bandaged.

THEATER MANAGER

.Nobody forced her to be in
that movie, I could see that,
but she was damn good! Scarier
than hell, if you ask me! She
looked different from her other
films, too...I don't know...
younger.
HONEY's face lights up but CECIL quickly brings her
down to earth.

CECIL

There are still some people
who don't understand our work...
DINAH zaps on TV and we see MIDDLE-AGED MAN in suit
behind podium at press conference. Subtitle
identifies him as "MARYLAND FILM COMMISSIONER."

DINAH

(SEETHING)

And this is live!

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SPROCKET HOLES watch in suspicion.

FILM COMMISSIONER

Cecil B. DeMented, the Maryland
Film Commission refuses to be
intimidated by your pathetic
gang of cinematic misfits...
SPROCKET HOLES let out a howl of disgust as HONEY
pales.
77. Cut to "PRIDE OF BALTIMORE," a tall tourist 77.

attraction docked in the Inner Harbor, the popular retail area on the water near the Convention Center. The "Hollywood Oyster Bash" is in progress as FILM COMMISSIONER continues his speech.

FILM COMMISSIONER

.That's why we're here today on "The Pride of Baltimore" to celebrate location shooting in Maryland with many of the brave production and studio heads from out of state who also say NO to cinema terrorism.

APPLAUSE.

78. INTERIOR SPROCKET HOUSE. 78.

HONEY gulps in a new found fear as she sees the rage building on CECIL'S twisted face.

CECIL

I. .HAVE...A...VISION...

SPROCKET HOLES gather around him in militant enthusiasm.

CECIL

.And this time somebody might have to die!

79. Wipe to EXTERIOR SPROCKET HOUSE. 79.

Doors swing open and CECIL's speeding van, driven by PETIE and now hurriedly painted over to resemble UTZ Potato Chips delivery vehicle, flies out and careens around the corner.

80. INTERIOR VAN. 80.

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CECIL is hastily re-writing his script in long-hand and as soon as he finishes a page, DINAH snatches it and passes it out to HONEY, LYLE and CHERISH who are now dressed in FIDGET'S newest terrorist costumes. The rest of the SPROCKET HOLES, dressed in caterer's outfits, huddle in the back of the van preparing the

film equipment. RODNEY and RAVEN, as always, touch up HONEY.

CECIL

(Finishing up last page of script, to HONEY, LYLE

AND CHERISH)

OK, in this scene you guys are the avenging angels of underground cinema...

LYLE

We'll let these fat cat producers know!

CHERISH

Yeah, that Maryland is not safe for their kind of movies!

HONEY

Cherish, this is America. They have the freedom to make bad films if they so desire...

CECIL

Not anymore they don't!

CHERISH

(Suddenly testy, to HONEY)
You think just 'cause you made "real" movies that you're better than me, don't you?

HONEY

Oh, please...

CHERISH

Do you know w I became a porno star?!
SPROCKET HOLES groan, they've heard it before.

CECIL

(TO HONEY)

Cherish has recovered memory.

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CHERISH

(TO HONEY)

When I was ten years old my entire family fucked me under the Christmas tree...

HONEY

(STAMMERING)

I'm.. . so sorry.

CHERISH

I guess you are. "Jingle Balls, Jingle Balls," my stupid brother started singing. You think that's funny?

HONEY

No...not at all.

CECIL

It's all behind you now, Cherish.
(Looking out window)
We're here...

(EVILLY)

.and we're makin' movies!

81. PRIDE OF BALTIMORE. 81.

GUESTS drink champagne, hob-nob with Hollywood types and suck down oysters. FILM COMMISSIONER is still speaking.

FILM COMMISSIONER

Ask anyone who's shot their film in Maryland! We have the exact location you need for your next production...

82. EXTERIOR PRIDE OF BALTIMORE. 82.

SPROCKET HOLES disguised as caterers hop out of UTZ Potato chip truck with film equipment hidden in catering boxes and rush aboard ship past SECURITY

GUARDS.

On other side of van exit LYLE, CHERISH and HONEY as

CECIL leads them towards abandoned pier building next to ship.

CHERISH

(Continuing her story)
"Fuck her!" yelled my grandmother.

(TO HONEY)

(MORE)

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How would you like that if it happened to you?!

HONEY

(SPEECHLESS)

I. .wouldn't.

CECIL

It's ok, Cherish. This way..

LYLE

Hey Honey, nervous? Wanna try some "Special K"?

HONEY

I'm working, Lyle!

83. INTERIOR ABANDONED PIER BUILDING. 83.

CECIL, HONEY, LYLE and CHERISH rush in.

CHERISH

"Human pile," screamed my grandfather as they all jumped on! Do you know what a human pile is?!
CECIL leads them up rickety steps to second floor trap door.

LYLE

I DO!

HONEY

I. .I can figure it out...

84. "PRIDE OF BALTIMORE" DECK. 84.

GUESTS suck down oysters in graphic montage.

FILM COMMISSIONER

.From mountains to beaches...
small towns to urban settings...
OYSTER SHUCKER goes to get more oysters in kitchen
and DINAH jumps him from behind holding a shucker to
his neck.

FILM COMMISSIONER

.The Maryland Film Commission
pledges to work with state and
federal agencies...
A WAITER opens closet door and PAM punches him in

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the mouth, picks up a tray of oysters and starts
serving.

FILM COMMISSIONER

. to make your shoot here in
Maryland...
PRODUCERS and STUDIO EXECS suck down oysters from
PAM's tray.

FILM COMMISSIONER

.as inexpensive and trouble
free as possible!
CHARDONNAY hits WAITRESS over head with boom pole
and grabs another tray of oysters.

FILM COMMISSIONER

That's why we call Baltimore
"The Hollywood of the East"!
PRODUCERS and STUDIO EXECS applaud as FILM
COMMISSIONER takes his seat.

85. INTERIOR SECOND FLOOR, ABANDONED PIER BUILDING. 85.

A large window overlooks Film Commission party

below.
CECIL, HONEY, CHERISH and LYLE climb out of trap
door.

CHERISH

(Climaxing her tirade

TO HONEY)

MY FATHER SAT ON MY FACE AS

HE OPENED HIS CHRISTMAS PRESENTS!

HONEY

(SUDDENLY SKEPTICAL)

Oh, really! Are you sure this stuff
really happened?

CHERISH

(In a sudden rage)

YES IT REALLY HAPPENED! "OH

SANTA WHY HAST THOU FORSAKEN ME?"

I SCREAMED...

(TO CECIL)

BUT HE DOESN'T BELIEVE ME!

HONEY

I believe you.

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CECIL

(LOSING PATIENCE)

Shut up, Cherish. I've told you.

THAT'S ALL OVER WITH! SAVE YOUR

RAGE AND USE IT IN THE CINEMA!

CHERISH suddenly quiets down in fear.

CHERISH

(MEEKLY)

Yes, Cecil...

CECIL

(PREOCCUPIED)

Now Honey...I want you to do a little stunt for this scene...

HONEY

(ALARMED)

A what?

CECIL

A simple little stunt.

HONEY

It doesn't say anything about a stunt in your rewrite.

CECIL

(TO HONEY)

See Pam?

HONEY looks down to PAM, and sees PAM putting gaffer's tape mark on deck of ship.

86. "PRIDE OF BALTIMORE" DECK. 86.

PAM, wearing earphones, looks up at CECIL and HONEY in window and nods gravely.

Another CATERER looks quizzically at PAM, not recognizing her. He then sees DINAH shucking oysters and realizes something is wrong. He spots a mobile phone on table.

87. Cut back to INTERIOR SECOND FLOOR ABANDONED PIER. 87.

CECIL

(TO HONEY)

That's your mark. When you hear "Action," jump through the window, and land facing Pam's camera.

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HONEY

(LOOKING DOWN)

But Cecil, surely you realize
I could be injured...

CHERISH

Suffer for celluloid!

HONEY

Maybe with an air bag or some
kind of safety precaution...

LYLE

Just call me irresponsible...
(Snorts a line of Special K)

CHERISH

Outlaw cinema has no limits!

CECIL

(Smiling, to HONEY)
Prove yourself, Honey.
HONEY spots a marine police boat quickly darting
behind "Pride of Baltimore," filled with MARINE

POLICE.

HONEY

(Realizing this could be
her only chance)
Alright, Cecil. I'm a professional...
Roll the camera.

CECIL

(Hissing excitedly to
CHERISH and LYLE, and handing

THEM SCRIPT)

Places, you fools!
CHERISH and LYLE rush to scurry back down steps.
CECIL hands HONEY a grenade and a gun.

CECIL

Don't worry, they're just props.

After your first line, throw the
grenade at the Film Commission.
Nobody will get hurt.

HONEY

But there are bullets in
this gun...

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CECIL

Blanks ...trust me Honey.
HONEY gulps.

CECIL

(INTO WALKIE)

Lock it up!

88. "PRIDE OF BALTIMORE" 88.

PETIE and LEWIS jump SECURITY GUARDS guarding
gang-planks to party.

RODNEY and RAVEN, clutching their beauty supplies in
their teeth like pirates, climb up rope ladders on
side of ship and peer aboard.

89. "PRIDE OF BALTIMORE" DECK. 89.

PAM and CHARDONNAY put down serving trays and pull
out camera and sound equipment.

DINAH throws down shucking knife and takes out
clapboard from under oyster bar.

90. INTERIOR SECOND FLOOR ABANDONED PIER. 90.

HONEY is practicing and trying to get up her nerve.
She runs to window, stops, goes back and runs up
again, getting her rhythm.

91. "PRIDE OF BALTIMORE" DECK. 91.

PAM

(INTO WALKIE)

Camera rolling.

CHARDONNAY

Speed.

DINAH marks the take.

PARTY GUESTS fix their hair, smile, thinking they are in a promotional film.

92. INTERIOR SECOND FLOOR ABANDONED PIER. 92.

CECIL

(Lovingly, to HONEY)

I kidnapped the right star,
didn't I?

HONEY smiles weakly.

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CECIL

(SEXILY)

ACTION!

HONEY runs and jumps through window.

93. DECK OF "PRIDE OF BALTIMORE." 93.

HONEY comes crashing down in a hail of broken glass and lands directly on her mark holding her grenade. PARTY GUESTS scream in panic and try to escape but PETIE, DINAH, FIDGET and LEWIS block every exit with drawn guns.

HONEY, bleeding from tiny cuts looks up to CECIL'S directorial glare and realizes she is supposed to act.

HONEY

(In character, to table full
of terrified producers headed
by Film Commissioner)

Which one of you assholes
insulted our movie?!

(To FILM COMMISSIONER)

WAS IT YOU?!!

FILM COMMISSIONER

No...please...I was only following studio orders.
HONEY throws what she thinks is her "prop" grenade.
The FILM COMMISSIONER dives out of the way and it explodes.
HONEY, horrified that the "effect" was real looks up to CECIL but he has vanished.
Suddenly CECIL enters the ship "directing" through megaphone.

CECIL

ALL EXTRAS - keep eating the oysters or you will be shot and killed!

DINAH

(Shoving party guests

TOWARDS CAMERA)

I SAID BACKGROUND ACTION!

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Panicked party guests immediately slurp down oysters in gastronomic detail for PAM'S camera.
CHERISH and LYLE, enter ship on cue in character, with guns drawn.

LYLE

(Grabbing PRODUCER B)
Didn't you produce that foreign language hit that was remade badly in English?

PRODUCER B

I had to. You know American audiences won't watch subtitles!
LYLE overturns bar table, sending bottles crashing.

CHERISH

(Firing gun in air, pointing it at STUDIO EXEC A)
Didn't you just greenlight another new movie based on a video game?

STUDIO EXEC A

It wasn't my idea... I'm just a
vice president of creative affairs!
We see MARINE POLICE silently pulling up to "PRIDE

OF BALTIMORE."

HONEY aims gun at PRODUCER C, terrified the gun is
as real as her grenade was.

PRODUCER C

(BEGGING)

No, please don't shoot me!
I don't even go to the movies...

CECIL

(TO HONEY)

Do it.
MARINE POLICE suddenly open fire on SPROCKET HOLES.
RODNEY is instantly killed as he mixes HONEY'S hair
dye.
PETIE's face turns to stone at seeing his dead
"boyfriend."
HONEY screams, thinking she is being rescued as
RAVEN bravely tries to touch up her makeup.

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HONEY

(TO COPS)

HELP! IT'S ME! HONEY WHITLOCK!

CECIL

(Furious, to HONEY)

NOBODY SAID CUT!

PETIE fires gun and kills COP who shot RODNEY.
PARTY GUESTS and STUDIO EXECs dive under tables or
jump overboard.
LYLE is suddenly so stoned that he can't move.

LYLE

Help me, Cherish. I'm stuck
in a K-hole and I can't get out!
CHERISH, firing her gun wildly, runs to LYLE and
manages to pull him "off set" as HONEY freezes in
terror deciding between her director or the POLICE.
CHARDONNAY fires her gun and accidentally blasts her
ears over earphone and lunges to turn down volume
control on her Nagra.

PAM

(Struggling to continue filming
while firing her gun)

HOLD STILL FOR FOCUS!

FIDGET plays pocket pool while firing away, hitting
a few COPS.

CECIL

(To HONEY as he fires his gun)

FINISH THE FUCKING SCENE!

HONEY

(Suddenly jumping back

INTO CHARACTER)

BAD MOVIES MUST BE AVENGED!

HONEY fires gun at PRODUCER C.
PRODUCER C clutches his stomach and doubles over.
HONEY covers her mouth in real horror.
Instantly PRODUCER C recovers, realizing the bullet
was a blank.

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CECIL smiles benevolently at HONEY.

CECIL

(Dodging bullets, happy)

THAT'S A CUT!

CECIL is shot in the left shoulder by POLICE.

HONEY kisses RAVEN goodbye and makes a break for it and runs towards MARINE POLICE.

HONEY

DON'T SHOOT! I'm Honey Whitlock and I've been kidnapped!
HONEY is shocked when the POLICE tackle her and place her under arrest.
DINAH grabs FILM COMMISSIONER and uses him as a human shield as she fires away, hitting several cops.

FILM COMMISSIONER

NO! NO! WE'LL GO TO SUNDANCE

TOGETHER, I PROMISE!

CECIL, clutching his shoulder wound, looks up in shock to see HONEY being dragged off ship in handcuffs as POLICE read her her Miranda rights.

HONEY

(In a star fit)

GET OFF ME! DON'T YOU KNOW

WHO I AM? I'LL HAVE YOU FIRED!

I'M AN OSCAR WINNER!

CECIL

(Horrorified to lose his star)

HOOOONNEEEEEYYY!

As HONEY is roughly shoved in back seat of cop car, SPROCKET HOLES open fire and blast out back window.

HONEY

(Fighting cops, looking back to "set")

HELP ME CECIL! HELP!

Cop car pulls out: siren wailing.
.94 Cut to EASTERN AVENUE, main thoroughfare of EAST 94

BALTIMORE.

Helicopter shot of speeding police car taking HONEY

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to jail, speeding in and out of traffic.

95 INTERIOR COP CAR. 95.

HONEY is a wild animal, kicking, biting and struggling with COPS.

HONEY

ATTICA! RODNEY KING!

DAVID BEGLEMAN!

Suddenly we see the UTZ potato chips truck pull up next to speeding cop car. PETIE is at the wheel. Van door slides open and there are PAM and CHARDONNAY aiming the film equipment as DINAH is ready to mark the take.

SPROCKET HOLES, nursing their wounds, but still obsessed, aim guns at cops.

COPS look over in total shock at CECIL, bleeding and injured but ready to direct. They fumble for their weapons while still battling HONEY.

DINAH

Picture's up.

PAM

Roll camera.

CHARDONNAY

Speed.

DINAH marks the take.

CECIL

It's your closeup, HONEY!

ACTION!

COPS fire at CECIL but PETIE swerves the van expertly to make them a hard target. SPROCKET HOLES shoot back but they are beginning to run out of ammunition.

HONEY

(Snapping into character)

LONG LIVE GUERILLA FILMMAKING!

CECIL

(Ducking bullets but

SMILING HAPPILY)

CUT!

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CECIL fires and shoots out front tire of cop car.

96 EXTERIOR GRAND THEATER. 96.

Marquee reads "FAMILY FILMS ONLY - NO NC-17, X OR R-RATED FILMS EVER SHOWN" followed by the title of the Disney-esque current attraction.

Cop car careens into boxoffice booth of theater and crashes into lobby as FAMILIES with CHILDREN scatter in fear.

CECIL leaps from the van with gun drawn and runs to cop car as SPROCKET HOLES pile out of van.

97 INTERIOR GRAND LOBBY. 97.

Cop car is wrecked, smoke pours out of the engine. Both COPS are bleeding and unconscious.

HONEY is injured but alive and struggles to climb out of car handcuffed as RAVEN rushes to touch her up and HONEY eagerly embraces her.

CECIL

(To FAMILIES,
aiming gun in the air)

I AM CECIL B. DEMENTED, THE

ENEMY OF FAMILY FILMS!

He fires gun in air but he is out of ammunition. FAMILIES jeer, refusing to be intimidated.

FAMILY MAN A

YOU COULDN'T DIRECT TRAFFIC, HACK!

FAMILY LADY B

GO BACK TO FILM SCHOOL, STUPID!

FAMILY BOY A

STRAIGHT TO VIDEO! THAT'S WHAT

YOU ARE!

DINAH shrugs that she, too, is out of bullets.

CECIL

(Beginning to panic)
Film these fuckers, Pam.

DINAH

Picture's up.

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FAMILY MAN A

We don't want to be in your
sick little movie!

PAM

Camera rolling.

FAMILY GIRL A

Yeah, pay us, cheapskate!

CHARDONNAY

Speed.

FAMILY LADY A

I I'm not anybody's extra!

CECIL

ACTION!

FAMILY LADY A

I'm sick of violence!

FAMILY GIRL A

I HATE THE F-WORD!

LYLE

(In character, trying to
keep the scene going)
YEAH? Well your movies bite the
big one!
FAMILIES start throwing their concession stand
candies at LYLE, CECIL and SPROCKET HOLES and
advance towards them.

CHERISH

(IN CHARACTER)

WE WANT FRONTAL NUDITY!!

FAMILIES howl in anger, covering their children's
ears and continue forward in an angry mob.

CECIL

(Beginning to retreat,

TO HONEY)

Keep the scene going!

FAMILY LADY A

YOU STINK HONEY WHITLOCK!

HONEY

(Nervously to CECIL)
But Cecil...you didn't write
me any dialogue...

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CECIL

You're one of us now, you
know what to say!

FAMILY MAN B

I walk out of your films on
airplanes!
HONEY gets hit in the head with a Juju Fruit.

HONEY

OWWWW!

(Suddenly snapping into

CHARACTER)

FAMILY IS JUST A DIRTY

WORD FOR CENSORSHIP!

FAMILIES' eyes light up in rage as they charge CECIL, HONEY and SPROCKET HOLES, pelting them with their concession candies.

Completely outnumbered, and out of ammunition, CECIL realizes they had better run for their lives.

CECIL

CUT! MOVING ON!

CECIL and SPROCKET HOLES take off with FAMILIES in hot pursuit.

98. EXTERIOR "PATTERSON THEATER." Around the corner 98. from the "Grand Theater."

Marquee announces "ADMISSION ONE DOLLAR ALL TIMES" and lists three recent Jackie Chan film titles.

CECIL and his SPROCKET HOLES round the corner and stop in happiness at seeing the theater. CECIL smiles in relief and beckons his gang to follow as FAMILIES gain on them in fury.

99. INTERIOR PATTERSON THEATER. 99.

Intense karate fight scene finale is on screen as packed AUDIENCE of inner city ACTION FANS watch on the edge of

their

seats, cheering their hero Jackie Chan.

Suddenly CECIL runs into front of theater through fire door with HONEY and SPROCKET HOLES.

CECIL

ACTION FANS! HELP US!

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The entire audience of tough ACTION FANS leap to their feet.

FAMILIES rush into theater and freeze in horror at

the sight of ACTION FANS.

As karate mayhem rages on screen, ACTION FANS attack FAMILIES with karate chops and FAMILIES turn in their tracks and run for their lives.

HONEY is mobbed by ACTION FANS who beg for autographs. HONEY signs, confused but willing.

100. EXTERIOR PATTERSON THEATER. 100.

Hiway Film Delivery truck is parked and uniformed DRIVER is unloading 35mm film cans into lobby. PETIE and LEWIS run outside.

PETIE

CECIL B. DEMENTED WANTS

YOUR KEYS!

DRIVER

FUCK HIM! He'll never get distribution!

LEWIS

WANNA BET?!

LEWIS gives an expert karate chop to DRIVER who in turn uses a few quick karate moves of his own on LEWIS. PETIE jumps in and picks up DRIVER and throws him into display case out front of theater, smashing the glass and knocking DRIVER unconscious.

101. INTERIOR THEATER. 101

CECIL pulls HONEY away from AUTOGRAPH SEEKERS to escape but stops and poses with HONEY for a celebrity polaroid with a bunch of ACTION FANS.

102. EXTERIOR PATTERSON THEATER. 102

PETIE is gunning the motor of Hiway Film Delivery truck with LEWIS aboard as DRIVER lies unconscious on ground. CECIL, HONEY and SPROCKET HOLES come running out of theater and pile on to truck as ACTION FANS chase after them, cheering and begging for autographs.

PETIE peels out the truck, as one diehard FAN keeps running along so HONEY can finish signing her signature, hanging out the back of truck.

FADE OUT.

103. Fade in to EXTERIOR SPROCKET HOUSE. NIGHT. 103. We hear a jazzy, gospel-influenced rap song being DJ'd by LEWIS and sung by CHARDONNAY on soundtrack entitled "DeMented Forever."

104. INTERIOR SPROCKET HOUSE. 104.

PETIE, dressed in mourning, brands CECIL on the arm with the CECIL B. DEMENTED logo as SPROCKET HOLES lie exhausted, awaiting their turn for the brand, nursing their wounds, loading their guns, and eating junk food. CECIL, bandaged, filthy, wide-eyed in directorial fanaticism rants to his followers below.

CECIL

.The slash and burn of the white hot metal will brand you forever with the logo of Cecil B. DeMented... Wear the privileged scar of cinema sainthood with pride and horniness... LYLE projects the dailies of the day on wall as he pops Percodans. HONEY, out of her cell and unguarded for the first time, watches her "stunt" footage with pride as she gets the vodka bottle from their filthy dirty freezer and goes about the ritual of making the perfect martini. LEWIS, proudly displaying his brand, DJ's the music as CHERISH writhes in a sexy go-go dance for CECIL. CHARDONNAY painfully caresses her fresh brand and wails out the chorus of "DeMented Forever." HONEY empties ice tray into martini shaker.

CECIL

.There is no such thing as family. We are the orphans of cinema and without our movie, we do not exist!... PETIE approaches CHERISH with the red hot brand and she eagerly sticks out her. arm.

CHERISH

My real life began in the cinema...
PETIE brands CHERISH's arm.

CHERISH

(Writhing in pleasure)
And it will end in the cinema!

SPROCKET HOLES

(Singing along with CHARDONNAY)

DEMENTED FOREVER!

PETIE turns to PAM, DINAH and LYLE with branding iron.

PAM

(Holding out her arm bravely)
From the valleys of Lebanon...
PETIE brands her arm and she laughs at the pain.

DINAH

.to the jungles of Cuba...
PETIE brands her arm and she smiles in fanaticism.

LYLE

(Shooting up in his leg)
Film revolutionaries can never
be stopped!
PETIE brands him but LYLE feels no pain.

SPROCKET HOLES

(Singing along with CHARDONNAY)

DEMENTED FOREVER!

Shot of HONEY pouring vodka into shaker.
RODNEY turns to RAVEN whose eyes light up in satanic
glee.

CECIL

(Squeezing out the bullet
from his injury)
.Rodney died for the roots
of cinematic rebellion...
HONEY stops making martini and quickly checks her hair
to see if any dark roots are showing and smiles at

RAVEN.

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CECIL

.and he's now in cinema
hell where one day we'll all
be reunited.
RODNEY brands RAVEN.

RAVEN

(Eyes rolling back in head)

PLEASURE IS PAIN! SLAVERY

IS FREEDOM! SUICIDE FOR SATAN!

HONEY scientifically adds one drop of vermouth to
martini shaker and looks up sharply at the mention of
suicide and gives RAVEN a stern but motherly
disapproving look.
RAVEN looks away guiltily, feeling HONEY's influence.

LEWIS

(BLURTING OUT)

But our film could be a hit even
after we're dead, right, Cecil?
CECIL smiles egotistically and joins in chanting with
zombie-like SPROCKET HOLES.

CECIL AND SPROCKET HOLES

DEMENTED FOREVER!

A distracted HONEY expertly shakes her martini happily.
PETIE turns towards FIDGET with the brand and FIDGET
begins playing pocket pool frantically in fear.
HONEY takes chilled martini glass from freezer.
CECIL sees FIDGET's fear and nods to DINAH to turn on
video footage with remote. FIDGET looks sad to see his
PARENTS flash on the TV screen taped from WJZ TV news
show.

FIDGET'S MOM

.Fidget is a good boy and
we love him...

FIDGET'S DAD

.And we'll stand behind our

son no matter what he's done.

FIDGET

(Suddenly brave, to PETIE)
NO! I want to go home!

(MORE)

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(TO CECIL)

I DON'T WANT TO BE IN SHOW

BUSINESS ANYMORE!

SPROCKET HOLES freeze in horror at FIDGET'S disloyalty and stare at him in cult pressure.
HONEY pops an olive into martini glass and looks up in surprise.

CECIL

(TO FIDGET)

I knew you were the weak
one, Fidget.
(Eyes widening in hypnotic

FRENZY)

But just remember - your parents
liked "Godzilla"!

LYLE

They wouldn't let you see
R-rated films as a child!

DINAH

They've never been to a
midnight movie!
FIDGET starts to crack as his hand creeps in his pocket.

CHARDONNAY

They enjoy classic TV sitcoms
turned into feature length films!

CHERISH

They've never rented a porno
movie!
FIDGET starts whacking nervously.

CECIL

(Right in FIDGET's face)
And to top it off...they talk
out loud in the theater once
the feature has begun!
SPROCKET HOLES grimace in horror.
Even HONEY shakes her head in disgust as she pours
martini into glass.

HONEY

That really is unforgivable,
Fidget!

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FIDGET looks around at the brainwashed faces of his
disgusted, judgmental cult and crumbles.
HONEY greedily gulps down her martini.

FIDGET

OK! OK! MY PARENTS ARE THE

ENEMY OF FILM! DO IT!

PETIE brands FIDGET as CECIL smiles victoriously.
HONEY, slightly tipsy, joins the SPROCKET HOLES in
singing the refrain.

ALL

DEMENTED FOREVER!

CECIL turns to HONEY as PETIE brandishes the red hot
iron.

CECIL

And you...Honey?

HONEY

No, Cecil...
CECIL nods to DINAH who plays the tape.

HONEY sees her ex-husband, a handsome movie star on screen with JAY LENO on "The Tonight Show."

EX-HUSBAND

Well, I was married to her for seven years so I know just how nuts Honey Whitlock is...

JAY LENO and STUDIO AUDIENCE howls in laughter.

HONEY stares at TV, betrayed as RAVEN gently puts her arms around her in comfort.

RAVEN

Satan loves you, Honey, and so do I.

Tape cuts to LIBBY, HONEY's assistant, talking to ENTERTAINMENT TONIGHT. Subtitle on TV read "Honey Whitlock's Personal Assistant."

LIBBY

.Honey Whitlock was always attracted to the wrong kind of man. It wouldn't surprise

(MORE)

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me if she was in on her kidnapping from the very beginning. She'd do anything for sex...

HONEY howls in indignation as LYLE gives her a funny look.

FIDGET pours her another quick martini.

CECIL

(TO HONEY)

You ain't seen nothing yet!

Tape cuts to FILM COMMISSIONER, bandaged but defiant.

FILM COMMISSIONER

(Looking into camera)

Cecil B. DeMented, you can never stop Hollywood! The Maryland Film Commission is pleased to

announce there will be nna delay
in tomorrow's once-secret start
date for the 65 million dollar,

SHOT-ENTIRELY-IN-BALTIMORE SEQUEL

to the Oscar-winning masterpiece,
"Forrest Gump"...
SPROCKET HOLES let out a cry of horror.

FILM COMMISSIONER

."GUMP AGAIN."
CECIL's face turns to pure horror.

FILM COMMISSIONER

.starring Michael J. Fox!
Tape cuts to MICHAEL J. FOX dressed in Forrest Gump
look. Subtitle reads "Live in Baltimore."

MICHAEL J. FOX

.I think I speak for every member
of the Academy of the Arts and
Sciences when I say: Honey Whitlock,
you are a disgrace to the Hollywood
community!
HONEY sputters in fury as RAVEN pats her affectionately.
hopefully played by the real actor.

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CECIL

(TO HONEY)

Say it...
HONEY downs martini and, trembling in anger, puts out
her arm for the brand.

HONEY

(Losing it, crossing over)

DEMENTED FOREVER!

PETIE brands HONEY's arm as she grits her teeth bravely
and SPROCKET HOLES cheer.

HONEY

(In a new militant fury)
This time, .1 have a fucking
vision!

CECIL's eyes light up in madman glee.

105. Cut to EXTERIOR "STUDIO TWELVE," the one 105.
professional sound stage in Baltimore located in the
picturesque downtown neighborhood of Fells Point. Next
day.

A giant FILM CREW, all wearing "Gump Again" t-shirts,
hustle and bustle on the first day of the film shoot,
hauling expensive film equipment inside, setting up
catering trucks, craft service tables and the temporary
dining areas for the entire FILM COMPANY.

TEAMSTERS oversee crew trucks, honey wagons and the star
trailers, all the while guarding the set from any
outside trouble.

In the foreground, the Hiway Film Delivery Truck pulls
up, hastily painted over to read "Rhebs Chocolates." We
see PETIE behind the wheel, disguised in delivery
uniform.

TEAMSTER A steps over to check security.

TEAMSTER A

(GRUFFLY)

Can I help you?

PETIE

We got a delivery for Michael
j. Fox from Paramount Studios.

(PROUDLY)

Largest box of chocolates we
ever made.

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106. Cut to INTERIOR TRUCK. 106.

HONEY, frozen in suspense, sits dressed in the most
frightening of FIDGET's terrorist couture getups yet,
clutching her weapons. LYLE (in a "Dump the Gump"
guerrilla jumpsuit) and CHERISH (scarily dressed in
skimpy revolutionary uniform) sits with the rest of the
SPROCKET HOLES, all clutching film equipment and guns.

CECIL grins like a lunatic as PAM and CHARDONNAY aim the camera and sound boom at the door. DINAH holds clapboard.
107. Cut back to EXTERIOR TRUCK. 107.

TEAMSTER A

(SUSPICIOUSLY)

I'm gonna have to check your truck out...

PETIE

(NONCHALANTLY)

Sure...
(Hops out of vehicle to

OPEN DOOR)

.You never know what you're going to find inside...
PETIE slides truck door open and there are SPROCKET HOLES pointing guns and cameras.

CECIL

ACTION!

TEAMSTER A freezes in shock.
PETIE quickly pulls out stun gun and zaps TEAMSTER A in neck.
LEWIS and DINAH yank TEAMSTER A's twitching body inside truck and PETIE quickly slams door shut.
108. INTERIOR "STUDIO TWELVE." Giant sound stage. 108. Famous park bench set of "Forrest Gump." MICHAEL J. FOX, dressed in character sits on park bench in front of elaborate back drop painting of the Baltimore skyline. ELECTRICS scurry about tweaking the lights. HAIR and MAKEUP people touch up the star as PROP MASTER hands MICHAEL J. FOX a crab cake platter and paper plate for the scene.

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DIRECTOR, a Hollywood type, looks up to European DIRECTOR OF PHOTOGRAPHY and his FOCUS PULLER atop Titan crane.

DIRECTOR

You okay, Jean-Pierre? -
need another camera rehearsal?

D.P.

No sir. We're set!

109. Cut to INTERIOR "STUDIO TWELVE" ENTRANCE. 109.
TEAMSTERS are playing cards, reading "The Racing Form."
Suddenly PETIE appears from back hallway and pistol whips
TEAMSTER B who is supposed to be guarding the door.
As TEAMSTERS leap to their feet, LEWIS, DINAH and
FIDGET rush in front door with guns drawn.

DINAH

We're non-union and we're
taking over this movie!

110. INTERIOR "STUDIO TWELVE." SET. 110.

DIRECTOR returns to his director's chair in front of
video assist monitor next to his SCRIPT SUPERVISOR.

DIRECTOR

OK, let's shoot this sucker.

MICHAEL J. FOX

You got it.

111. INTERIOR "STUDIO TWELVE." Perimeters of set.
Two PRODUCTION ASSISTANTS listen to walkie-talkie.

A.D.

(OVER WALKIE)

LOCK IT UP!

P.A. #1

Lock it up!

LYLE taps P.A.#1 on shoulder. He turns around and
LYLE punches him in the mouth.

CHERISH grabs walkie out of stunned P.A. #2's hand
and smacks him in the face with it, knocking him
out.

112. INTERIOR "STUDIO TWELVE" ENTRANCE. 112.

LEWIS and FIDGET tie up and gag the last of the TEAMSTERS they've overtaken.

LEWIS spots an issue of "Variety" and sneaks a look inside before rushing inside studio with FIDGET.

113. INTERIOR "STUDIO TWELVE." Off set left. Deep in 113. cables and camera equipment.

FIRST A.D.

Picture's up!

DINAH strangles FIRST A.D. from behind with her low-tech clapboard.

114. INTERIOR "STUDIO TWELVE." Near set. 114.

FIDGET and LEWIS sneak up on GRIPS as they tweak the lights and knock them out by hitting them over the head with C-stands.

115. INTERIOR "STUDIO TWELVE." Off set right. Other 115. side of flat.

CECIL and PAM scurry up scaffolding to the top of flat overlooking "GUMP SET."

116. INTERIOR "STUDIO TWELVE." On set. 116.

HAIR and MAKEUP finish MICHAEL J. FOX's last minute touch-ups and run off set.

RAVEN and RODNEY jump HAIR and MAKEUP from behind and drag them behind flat where LYLE, CHERISH and HONEY wait as FIDGET adjusts HONEY's costume.

117. INTERIOR "STUDIO TWELVE." Off set left. 117. DINAH has taken over FIRST A.D. job.

DINAH

(INTO WALKIE)

Roll camera!

118. INTERIOR "STUDIO TWELVE." On set. 118.

Crane is raised by OPERATOR on ground to the top of the set. CECIL and PAM are on scaffolding on other side, waiting to strike.

D.P.

Camera rolling!

CECIL and PAM stun gun the D.P. and FOCUS PULLER, throw their bodies off crane and onto scaffolding on other side of set wall.

DIRECTOR

(Hearing a noise)

CAN I HAVE FUCKING QUIET?!

SOUND MAN

Speed!

CHARDONNAY pulls gun on stupefied SOUND MAN as he listens through earphones on the side of the set. PETIE pistol whips the CRANE OPERATOR. CECIL, finally atop a real professional film crane, licks it in sudden sexual passion.

PAM

(Disgustedly, looking through Panavision camera, disguising her voice like a man)
Mark it!
CAMERA ASSISTANT marks the take.

DIRECTOR

ACTION!

MICHAEL J. FOX munches a crab cake on park bench as scene begins.
A LARGE LADY sits next to him on bench.

MICHAEL J. FOX

Hi, I'm Forrest Gump...

LARGE LADY

That's a damn shame...

MICHAEL J. FOX

You want some of my crab cake?...
CECIL jams his fingers in his ears and twists his face in agony at hearing the dialogue as PAM nervously operates a Panavision camera for the first time. CECIL catches her secret enjoyment of the high-tech equipment and gives her a furious look.
PETIE expertly lowers them down on crane, mimicking the original opening shot of "Forrest Gump."

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DIRECTOR happily watches the shot in his video monitor without looking up.

LARGE LADY

(To MICHAEL J. FOX)

I don't eat scavengers. You know what crabs eat? Fish feces.

MICHAEL J. FOX

(IN CHARACTER)

Well, my Mama always said "Gump happens." Shucks, I guess life is like a crab cake, there's good stuff inside but it's surrounded by a lot of crap.

CECIL

CUT!

DIRECTOR

(Looking up in shock)
What the hell?

CECIL

I I am Cecil B. DeMented and this picture is TERMINATED. PAM shoves Panavision camera off crane and it just E misses DIRECTOR as it smashes to floor.

DIRECTOR

(Horrorified but being

A HERO)

Get off my set! NOW!
LEWIS pushes over a giant light that just misses a terrified MICHAEL J. FOX and LARGE LADY as it crashes to set.

DIRECTOR

(BRAVELY)

Nobody can stop the popularity of "Forrest Gump."
CHARDONNAY smiles evilly and smashes the SOUND MAN's expensive state-of-the-art sound recorder.

119 INTERIOR "STUDIO TWELVE." ENTRANCE. 119

TEAMSTERS, now conscious, are struggling to free one another from SPROCKET HOLE restraints.

TEAMSTER B

.Fucking little scabs...

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TEAMSTER C

We'll get their little 16mm asses.

TEAMSTER D

(Getting hands free)
I got it!

TEAMSTER C

Nobody fucks with the International Brotherhood of Teamsters!
120. Cut back to INTERIOR "STUDIO TWELVE." On set. 120. CECIL and PAM are atop crane with their 16mm camera.

PAM

Mark it!
FIDGET holds a terrified MICHAEL J. FOX and LARGE LADY at gunpoint as DINAH marks the take by suddenly banging DIRECTOR'S head on pole.

PAM

Take one!

CECIL

ACTION!

HONEY, LYLE and CHERISH enter, in costume, in character, pointing weapons.

HONEY

(Growling scarily,
to MICHAEL J. FOX)

I FUCKING HATE FORREST GUMP!

MICHAEL J. FOX

(PLEADING)

I. .only take the roles that
I'm offered, ma'am.

DIRECTOR

Are you this desperate for
publicity, Honey Whitlock?

HONEY

(Aiming gun at DIRECTOR)

DON'T STEP ON MY LINES, ASSHOLE!

121. INTERIOR "STUDIO TWELVE." Off set. 121.

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TEAMSTERS B, C, D & E are running to set, tossing
guns to each other.

122. Cut back to INTERIOR "STUDIO TWELVE." On set. 122.

LYLE

(Pointing gun at LARGE LADY)
No more per diems!

LARGE LADY

Please ...I'm a local hire -
don't kill me!

CHERISH

(To terrified CREW)
No more meal penalties!

SHOP STEWARD

Yes, ma'am. We're off the
clock...

HONEY

(TO DIRECTOR)

And no more free food at
international film festivals
for you either - HACK!

DIRECTOR

(Trembling in fury)
The Directors Guild of America
will bring down their swift
sword of justice on you rank
amateurs!

Suddenly TEAMSTER B opens fire and shoots LYLE in
the back of the head right in the middle of CECIL's
take.

MICHAEL J. FOX and DIRECTOR dive for cover under
park bench as LARGE LADY runs for her life.

LYLE

(Mumbling in death)
Drugs.. .give me drugs...
RAVEN runs forward with a bottle of poppers and gives
LYLE a snort. He smiles and twitches in final death
rattle.

CECIL

(Always the director, happy)
It's OK! We got it on film!

(TO HONEY)

Keep going!

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PAM

(Frantically adjusting her lens)
Visions of light!
HONEY gulps as bullets whiz around her head and then
jumps right back into character.

HONEY

DEATH TO ALL WHO ARE

CINEMATICALLY INCORRECT!

(Fires her gun in air)

CECIL

(TO TEAMSTERS)

THAT MEANS YOU, FUCKERS!

CECIL fires his gun and kills TEAMSTER B.

CECIL is shot in the chest by TEAMSTER C and falls to

F

his knees in great pain.

PAM pans the camera back to TEAMSTER C and shoots her gun and kills him.

CHERISH runs to crane and hops on with CECIL and shoots at TEAMSTERS D & E who rush in.

DINAH sees that CECIL has been hit and a look of fury sweeps over her face.

CECIL fires gun at TEAMSTERS F, G & H as they flood the set.

FIDGET fires his gun at TEAMSTER F with one hand and plays pocket pool with the other hand. He is shot in pocket pool hand by TEAMSTER G and looks down, stunned at his injury.

PETIE maneuvers the crane from below with amazing skill to dodge the bullets as CECIL and CHERISH fire back at TEAMSTERS G & H, and PAM continues to film.

PAM is shot in stomach by TEAMSTER G.

LEWIS staple guns TEAMSTER F right in the neck with multiple staples.

CHARDONNAY hurls an expensive microphone at TEAMSTER H just as he is about to shoot her and then continues recording the sound on her own equipment.

CHARDONNAY

WILD SOUND!

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Suddenly TEAMSTER D jumps from trap door in set floor with gun aimed at HONEY.

CHERISH fires her gun in the nick of time and kills TEAMSTER D and saves HONEY's life.

HONEY locks eyes with CHERISH in a newfound thespian bond.

HONEY, FIDGET and RAVEN crawl off set as bullets fly over their heads.

CECIL, PAM and CHERISH are cornered by TEAMSTERS E, G &

H who advance on crane with drawn guns.
PETIE throws his hands in the air.
CECIL fires but he is out of ammunition.
DINAH frantically reloads her weapons.
CHERISH fires but then she too is out of ammunition.
PAM continues to film, bleeding badly from her wound.
DINAH suddenly runs in front of CECIL in a kamikaze
action and opens fire killing TEAMSTERS E, G & H.
CECIL grabs HONEY and all SPROCKET HOLES manage to
escape set before TEAMSTER F, badly injured with staples
in neck, staggers to his feet and mows down DINAH in a
hail of bullets.
CECIL's eyes light up in horror at seeing DINAH's
corpse.

CECIL

DINNAAHHH!

123 EXTERIOR "STUDIO TWELVE." 123

A badly injured and distraught CECIL staggers outside
with HONEY and what's left of his wounded SPROCKET
HOLES, and they limp up the street.
CHERISH races ahead and turns the corner just as
bleeding TEAMSTER F staggers out of studio and
collapses. TEAMSTERS I & J come around corner, see
what's happening and take off after CECIL and SPROCKET

HOLES.

124. Cut to marquee APEX ADULT CINEMA. 124.

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Marquee reads "AN ALL ANAL EVENING STARRING

CHERISH."

Camera pans back to CHERISH's face smiling in relief
at seeing her old flagship theater.
CECIL, HONEY and SPROCKET HOLES stagger around
corner and CHERISH beckons them to follow.

125. INTERIOR APEX ADULT CINEMA. 125.

The credits for "REAR ENTRY," a heterosexual porno
parody of Honey's big Hollywood hit, "Forced Entry"
are just beginning. "STARRING CHERISH" flashes on

screen.

We see CHERISH in the film dressed in skimpy lingerie outfit and Honey Whitlock wig as she writes in her diary on bed.

CHERISH

(VOICE OVER as camera pans her body)
Dear Diary, another day and the same old thing... everywhere I go-everything I do seems to lead to the same dead end...

(She turns over to write on her stomach)
.my derriere...

Cut to AUDIENCE of single men watching hornily as whole rows of seats vibrate from audience "participation."

126. LOBBY OF APEX ADULT CINEMA. 126.

Concession stand is filled with porno mags, marital aids and rubber good instead of refreshments. "SNIFFLES," the mutant theater employee behind counter reads "Hershey Highway," a porno mag with CHERISH's picture on cover.

CHERISH, disheveled, filthy and out of her mind with fear, comes running and, force of habit, adjusts her breasts to look good.

CHERISH

Hey buddy, I'm in a little bit of trouble...

SNIFFLES

Oh my God, it's you!

(MORE)

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(GUSHING)

I was just looking at your ass right in this magazine.

CHERISH

Yeah, that's my ass alright
and it's in trouble. Can me
and my friends come inside?

SNIFFLES

You sure can! We sell your tits.
(Grabs a pair out of box)
CHERISH signals and CECIL, HONEY and SPROCKET HOLES
come inside.

SNIFFLES

(TO CECIL)

Hi! I can't believe it's her!
I beat off to her every night!
(Hands CHERISH her fake breasts)
Would you sign 'em? "To Sniffles."

CHERISH

(SIGNING)

One "F" or two?

SNIFFLES

Two.

(TO CECIL)

Bad night, huh?
(To SPROCKET HOLES, trying
to be kind)
Go on in, pop a load.

127. INTERIOR APEX ADULT CINEMA. 127.

CHERISH is on screen, still writing in diary.

CHERISH (V.O.)

Why is it that men only
want my ass?
(Takes her pet gerbil out
of cage next to bed)
Do you know why, little Pellett?
(Accidentally drops PELLETT
in bed covers)

WHOOPS!

AUDIENCE lets out a moan of ecstasy.
Cut to CECIL, CHERISH and SPROCKET HOLES, injured but
suddenly horny as they take their seats in middle of the
theater.

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CHERISH

(On screen, squirming around
bed, trying to find her

PET GERBIL)

Where are you little Pellett?
Heeerrreee little gerbil!
On screen we see a closeup of PELLETT's excited face and
then the movie cuts to PELLETT's point of view,
CHERISH's great ass.
CECIL watches in sudden horniness but catches himself.
CHERISH looks over at HONEY, proud of her on-screen
work.
HONEY smiles politely and then catches eye of ruggedly
handsome 35-year-old GROUPIE in audience wearing a Honey
Whitelock T-shirt.

GROUPIE

(Mouthing to HONEY)
I'll be your cinema slave.
HONEY blushes but smiles back at him.

CHERISH

(ON SCREEN)

Heeerrreee Pellett! Mommy's
got some Cheerios for you!
The movie on screen cuts to CHERISH in a closeup. She
lets out an erotic squeal.

CHERISH

(ON SCREEN)

000HHHH! Not there Pellett!

REAR ENTRY!

HONEY at first looks shocked but then bursts into
laughter.
Cut to wide shot - AUDIENCE whacks away in pockets in a
sexual frenzy.
128. Cut to INTERIOR THEATER LOBBY. 128.
TEAMSTERS I & J have SNIFFLES in a chokehold.

TEAMSTER I

Where are they, pervert?

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SNIFFLES

Who? There's nobody here
but us whackers!
TEAMSTER J punches SNIFFLES in mouth.

129 INTERIOR APEX THEATER. 129.

Cut back to movie screen.

CHERISH

(Writhing in closeup)
Oooohhh, Pellett! You're just
like all the rest! Oohh,
Pellett! Oohhh!
TEAMSTERS I & J enter back of theater, look to the
screen in sudden disgust and then spot CECIL and
SPROCKET HOLES in AUDIENCE.
LEWIS, CHARDONNAY, PAM, PETIE and RAVEN watch hornily
along with moaning AUDIENCE as a frustrated FIDGET
attempts to play pocket pool with his injured bleeding
hand.
Even HONEY is a little turned on and dares to catch
GROUPIE's eyes again.

HONEY

(Sexily to GROUPIE)

DEMENTED FOREVER!

GROUPIE gives her the power fist sign.
CECIL is shocked and glares at HONEY and SPROCKET HOLES
to stay celibate.
i TEAMSTERS rush in horror through AUDIENCE of whackers
toward CECIL and SPROCKET HOLES.
CHERISH, in theater, turns and sees approaching

TEAMSTERS.

CHERISH, on screen, goes into theatrical orgasm.

CHERISH

(ON SCREEN)

GET IT! PELLETT! GO ON

BOY! GET IT!

AUDIENCE is near orgasm.
CHERISH leaps to her feet.

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CHERISH

PORNO FANS, IT'S ME, CHERISH!

AUDIENCE's eyes bug out of their heads at seeing the real thing.

CHERISH

AND I NEED YOUR HARD-CORE HELP!

AUDIENCE jumps to it's feet, still whacking in pockets.
TEAMSTERS stop in their tracks, horrified to face their horny opponents, some of whom are unzipped.

PORNO FAN #1

We love you, Cherish!
AUDIENCE starts advancing hornily on TEAMSTERS.

PORNO FAN #2

Long live Cecil B. DeMented!

PORNO FAN #1

A friend of pornography!
TEAMSTERS look to each other in disgust, start gagging and run from theater in complete nausea.
AUDIENCE turns back to the movie and all at once begin moaning in orgasm along with CHERISH on screen.
CECIL leaps to his feet in front of SPROCKET HOLES to prevent last minute orgasm.

CECIL

CELIBATE FOR CELLULOID!

SPROCKET HOLES stop panting and moan in sexual frustration.
GROUPIE rushes over to HONEY's side.

CECIL glares at him in a macho power struggle.
GROUPIE defiantly puts him arm around HONEY as she begs
CECIL with her eyes for approval.
GROUPIE smiles and pulls up shirt sleeve to reveal to
CECIL the "Cecil B. DeMented" tattoo on his arm.
CECIL suddenly basks in cult worship.
HONEY beams in happiness.
CECIL and GROUPIE give each other the power handshake.

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FADE OUT.

130. Flip wipe to marquee "BENGIES DRIVE-IN THEATER." 130.
Night.

MARQUEE READS:

HONEY WHITLOCK TRIPLE FEATURE

LOOK-A-LIKE CONTEST

FREE WANTED POSTER

131. Cut to DRIVE-IN SCREEN. 131.

HONEY WHITLOCK appears on screen in her old movie
"Forced Entry," wearing her signature hairdo and a sexy
nightgown as she writes in her diary on her bed.

HONEY (Voice Over)

Dear Diary, My husband is
trying to kill me but nobody
will believe me.

She hears a noise and sits up in bed as her pet cat
jumps into her lap. She clutches it up to her in
fear.

132. Cut to TICKET BOOTH. 132.

TICKET SELLER is dressed as Honey Whitlock as she sells
ticket to carload of CECIL FANS who wear T-shirts with
Cecil's picture and the slogan "PUNISH BAD CINEMA." One
of the girls is dressed as Honey Whitlock and made up
with fake bruises.

FAN A

(To TICKET SELLER)

Three, please.

TICKET TAKER hands them their ticket stubs and free

"Wanted Posters."

FAN A

Cool as shit! Honey Whitlock
can open any picture!
FANS' car pulls away into drive-in and next car in line
pulls up driven by GROUPIE from porno theater. Snuggled
up next to him is HONEY, still dressed in same costume
from last scene but now wearing a bad "Honey Whitlock"
wig.

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GROUPIE

(Muttering to HONEY in a

POLITICAL FRENZY)

We should blow up "The Peoples'
Choice Awards"; that's what
we should do!

HONEY

(GIGGLING)

Shhhh! Calm down!

GROUPIE

Bomb "Planet Hollywood."

HONEY

Get ahold of yourself...
Their car pulls up to TICKET SELLER.

GROUPIE

(To TICKET SELLER, trying
to act normal)
Two adults.

TICKET SELLER

Ten dollars.

(TO HONEY)

Hey, that's pretty good...

HONEY

(Suddenly the consummate

ACTRESS)

Thanks. What's the prize
if I win?

TICKET SELLER

A big ham! What else?!

(LAUGHS HIDEOUSLY)

HONEY clenches her teeth in mortification as GROUPIE
pulls off into drive-in, fuming.
CECIL, CHERISH and RAVEN's heads pop up from hiding in
back seat under blanket.

CECIL

This is it - our final location.

CHERISH

(Excited, to HONEY)
We're gonna get laid!

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CECIL

Nobody leaves this drive-in alive
until we finish our film.

GROUPIE

(OVERLY-ENTHUSIASTIC)

TOTALLY RADICAL!

CECIL rolls his eyes at GROUPIE's political fervor as
HONEY rips off wig and RAVEN starts touching up her
makeup.

133. INTERIOR DRIVE-IN CONCESSION STAND. 133.

EMPLOYEES, both male and female, are dressed as Honey
Whitlock as they sell popcorn and ring up sales to
scores of Honey Whitlock look-a-likes from the drive-in
audience.

134. Cut back to DRIVE-IN SCREEN.

HONEY WHITLOCK'S CHARACTER is hiding with her cat in terror behind bedroom door as HIT MAN #1 climbs in window with flashlight as suspenseful music on soundtrack builds. HONEY'S CHARACTER takes off down hall outside of her bedroom.

135. INTERIOR DRIVE-IN. 135.

GROUPIE pulls car into row of other parked cars with drive-in speakers hooked in windows. CECIL, HONEY and RAVEN get out as GROUPIE pop open the trunk.

Out climb FIDGET, CHARDONNAY and LEWIS helping the injured and bleeding PAM and PETIE. They all struggle to carry film equipment.

CECIL, HONEY and entire gang of SPROCKET HOLES scatter in the dark between the rows of parked cars towards concession stand.

136. Cut to INTERIOR CAR "B," filled with more CECIL 136. FANS, HEAVY METAL KIDS, one of the girls dressed as heavy metal version of Honey.

FAN B

Man, I wish Cecil would kill some more assholes!

FAN C

Yeah, like those phony critics who give all good reviews for the movie ads!

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GIRL FAN

Or those last minute fuck-head ticket buyers who enter the theater after the feature has begun!

GIRL FAN sees CECIL, badly injured, as he limps past car with CHERISH to concession stand.

GIRL FAN

(IN AWE)

Oh my God... the greatest director of all time!

137. Cut to ROW OF DRIVE-IN. 137.

HONEY stands transfixed in between cars as she watches her old self on screen with disdain as GROUPIE gently tries to pull her away.

GROUPIE

Come on, you didn't know...
On drive-in screen, HONEY's character clutches the cat, races down steps to first floor of her house and sees HIT MAN #2 briefly staring through front door. Her CHARACTER runs to kitchen in fear and drops cat to get butcher knife out of kitchen drawer.
RAVEN and FIDGET, both injured, touch up and adjust HONEY's final insane terrorist-chic look.

RAVEN

(TO HONEY)

You have cinematic immunity now.

FIDGET

None of your old movies count.
CAT, on screen, scurries through "cat-door" cut in kitchen wall and escapes outside.
In car next to HONEY, REDNECK MOM, POP and DORKY KID watch the movie. MOM is weary "Honey Whitlock" wig.

REDNECK MOM

I bet she's Miss Phony Baloney
in real life.

REDNECK DAD

She don't look so hot to me.
I prefer Meg Ryan or somebody
younger.

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DORKY KID

(Slurping his soft drink)
Can I get more food?

(SLURPS AGAIN)

REDNECK MOM

(Turning around, snarling)
I told you to stop slurping!
REDNECK MOM suddenly sees HONEY WHITLOCK and quickly
turns back around.

REDNECK MOM

(Under her breath)
Oh my God-don't look now...

(SUDDENLY SCARED)

.but I think she's standing right
next to our car...

138. MANAGER'S OFFICE. 138.

MANAGER is sitting in his wheelchair, counting cash in
front of giant ham, gift-wrapped in cellophane with
Honey's picture stuck to it. His sawed-off shotgun is
propped up on chair nearby. A knock is heard at door.

MANAGER

Who is it?

CECIL

Cecil B. DeMented.

MANAGER

(Thinking it's one of

HIS STAFF)

Real funny asshole!
MANAGER wheels himself over and opens door.
PAM and CHARDONNAY aim the camera and sound microphone
at MANAGER's stunned face.
MANAGER looks to his shotgun.
CECIL steps forward with CHERISH and pulls his empty
gun. A trickle of blood runs from CECIL's mouth as
CHERISH lunges for MANAGER's shotgun.

139. INTERIOR PROJECTION BOOTH. 139.

LEWIS strangles PROJECTIONIST with 35mm film off film
platter.

140. EXTERIOR CONCESSION STAND. PAY PHONE BOOTH. 140.

REDNECK MOM is dialing phone excitedly.

REDNECK MOM

Hello, Eyewitness News? Honey Whitlock is in Row 19 of the Bengies Drive-In... I seen her with my own fuckin' eyes and I don't want no ham...I want money!

141. DRIVE-IN SCREEN.

On screen, HONEY'S CHARACTER's terrorized eyes are lit melodramatically as she holds butcher knife and hears HIT MAN #1 approaching from other side of kitchen door.

142. EXTERIOR DRIVE-IN. Row near concession stand.

HONEY, GROUPIE, FIDGET and RAVEN rush by car filled with JOCKS wearing "Cecil Sucks" T-shirts as they yell out to screen.

JOCK A

Kill the bitch!

JOCK B

She never could act!

JOCK A

Her career is over!

GROUPIE hears and tries to turn back to confront JOCKS but HONEY grabs him.

HONEY

No! Bad reviews can't hurt me anymore!

FIDGET

We're beyond the critics' reach!

RAVEN

Who cares what anybody thinks of our movie except Satan?!

HONEY, FIDGET and RAVEN pull GROUPIE away towards concession stand.

143. DRIVE-IN EXIT. "DO NOT BACK UP - TIRE DAMAGE" SIGN.

143.

WJZ-TV mini-cam truck pulls up and NEWSCASTER and CREW jump out.

144. DRIVE-IN SCREEN. 144.

HONEY'S CHARACTER screams in terror as HIT MAN #1 rips open door to kitchen. Just as HONEY'S CHARACTER begins to strike back with knife, HIT MAN #2 reaches through cat-door and grabs her leg. HIT MAN #1 knocks knife from her hand. HIT MAN #2 grabs her ass with other hand. HONEY'S CHARACTER lets out a scream of horror. Suddenly the film jams in drive-in projector and freezes on screen before melting before drive-in AUDIENCE's eyes.

The screen goes blank.

145. INTERIOR CONCESSION STAND. 145.

LEWIS disconnects fuse box and concession stand is plunged into darkness as CUSTOMERS scream.

146. INTERIOR DRIVE-IN. 146.

AUDIENCE starts honking their car horns.

Suddenly we hear CECIL's voice booming out over the speakers.

CECIL

Hello, this is Cecil B. DeMented speaking to you directly from this theater...

CECIL FANS A, B & C jump out of their cars happily along with other supporters.

REDNECK FAMILY guiltily starts up engine of car, hoping to escape along with other terrified FAMILIES.

JOCKS A, B & C leap from car, ready for a fight as do other gung-ho CECIL ENEMIES.

147. INTERIOR MANAGER'S OFFICE. 147

MANAGER is tied up.

CECIL

(Speaking into theater

INTERCOM SYSTEM)

.I'd like you to bQ in my new movie. It's called "Raving Beauty" and we're shooting the final scene here tonight...

HONEY, GROUPIE, FIDGET and RAVEN enter and rush to

- 101 -

CECIL's side.

148. INTERIOR DRIVE-IN. 148.

FRIGHTENED FAMILIES try to flee, resulting in honking horns and traffic jams. Suddenly a Baltimore City Police Helicopter appears overhead.

HELICOPTER COP

(ON SPEAKER)

**CECIL B. DEMENTED YOU ARE
SURROUNDED! GIVE YOURSELF UP
AND YOU AND YOUR CAST AND CREW
WILL NOT BE INJURED.**

149. INTERIOR DRIVE-IN. 149.

CECIL'S FANS and ENEMIES look to the sky in amazement.

CECIL

(OVER SPEAKER)

Pay no attention to the studio executives in the helicopter above...I HAVE FINAL CUT!...
CECIL FANS A, B, C and other FANS rip off speakers from poles and throw them at JOCKS and other CECIL ENEMIES.

HELICOPTER COP

(ON SPEAKER)

**WE'RE NOT STUDIO EXECUTIVES! WE'RE
THE BALTIMORE CITY POLICE
DEPARTMENT!**

JOCKS and CECIL ENEMIES pull up speaker poles, using them as weapons against CECIL FANS.

CECIL FAN C throws beer bottle at REDNECK FAMILY's car as they try to speed their car to exit over speed bumps.

CECIL

(Continuing over speaker)

(PARANOID)

.Fans of outlaw cinema - they're here to use you for market testing! CECIL FANS let out a war-cry of defiance as they fight ENEMIES with fists, bottles, anything they can grab as FAMILIES scream in terror, trapped.

150. DRIVE-IN EXIT. 150.

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BALTIMORE CITY QUICK RESPONSE TEAM pulls up in reconnaissance vehicles. Uniformed SWAT TEAMS jump out carrying high-powered semi-automatic rifles.

151. INTERIOR MANAGER'S OFFICE.

CECIL continues on intercom system surrounded by CHERISH, HONEY, GROUPIE, and rest of SPROCKET HOLES.

CECIL

They want to detain some of you and put you in focus groups!

152. INTERIOR DRIVE-IN. 152.

SWAT TEAM LEADER looks in confusion at growing number of CECIL FANS yelling out "No!" and joining in the disturbance.

CECIL

(OVER SPEAKER)

But I won't let them!...

153. INTERIOR MANAGER'S OFFICE.

CECIL

(INTO MICROPHONE)

**BECAUSE I DON'T BELIEVE IN
PHONY LIFE-AFFIRMING ENDINGS!
I'D RATHER DIE THAN CHANGE MY
MOVIE!**

GROUPIE

(Lunging for microphone,

OBNOXIOUSLY)

WACO! WACO!

CECIL angrily shoves GROUPIE out office door as even HONEY sighs in embarrassment at GROUPIE's behavior.

154. DRIVE-IN ENTRANCE. 154.

FIDGET'S MOM and DAD speed into drive-in with nervous PSYCHIATRIST in back seat of family car. FIDGET'S DAD speaks into microphone of sound system that blasts out over hastily-rigged speaker on roof of car.

FIDGET'S DAD

Fidget, it's your Dad. We're here with a psychiatrist...

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PSYCHIATRIST

(GRABBING MICROPHONE)

Everything is gonna be OK, son.

FIDGET'S MOM

(Leaning into microphone)
Fidget, it's Mommy. We know you've seen too many R-rated movies and we're here to help... Suddenly mini-cams from other local news teams speed into drive-in behind them.

155. INTERIOR DRIVE-IN. 155.

SWAT TEAMS flood through rows of cars in the drive-in,
weapons drawn, waiting for the word to attack.

HELICOPTER COP

(OVER SPEAKER)

CECIL B. DEMENTED... YOUR PARENTS

ARE HERE AND THEY WOULD LIKE

TO SPEAK TO YOU!

156. EXTERIOR HOVERING HELICOPTER. 156.

CECIL'S MOM and DAD, dressed in SWAT clothes surrounded
by BALTIMORE CITY POLICE, nervously take the speaker
microphone.

CECIL'S DAD

Sinclair, it's your father...

157. INTERIOR MANAGER'S OFFICE. 157.

CECIL looks up in fury at hearing his real name, as
HONEY and SPROCKET HOLES hover around him.

CECIL

(In a rage, into

INTERCOM SYSTEM)

THOMAS ALVA EDISON IS THE ONLY

FATHER I'VE EVER HAD!!

158. EXTERIOR HOVERING HELICOPTER. 158.

CECIL'S DAD

I know you are sick in the head,
but whatever mado you think
you could direct?

CECIL'S MOM

(BUTTING IN)

(MORE)

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Sinclair, it's Mom. REPEAT

AFTER ME!...

159. DRIVE-IN EXIT. 159.

MARYLAND STATE TROOPER cars zoom in to join SWAT TEAM trucks.

CECIL'S MOM

(Over helicopter speaker)

IT'S ONLY A MOVIE! IT'S ONLY A

MOVIE! IT'S ONLY A MOVIE!

160. INTERIOR MANAGER'S OFFICE. 160.

CECIL

(To SPROCKET HOLES, gasping

FOR BREATH)

PICTURE'S UP!

CECIL collapses and CHERISH and HONEY rush to help him as SPROCKET HOLES lunge for equipment.

r 161. INTERIOR DRIVE-IN. 161.

Wide shot of battling FANS amidst the traffic jam of panicked FAMILIES attempting to flee in their cars.

CECIL

(ON INTERCOM)

Honey Whitlock is here with us tonight...

CECIL FANS yell their approval.

CECIL

.Live and in person! And she's dying to meet you!

GROUPIE proudly shines the headlights of his car towards the roof of the concession stand as other CECIL FANS follow suit.

162. EXTERIOR ROOF OF CONCESSION STAND. Lit like a sound

162.

stage from car headlights.

LEWIS backs out on roof pulling PAM with camera in MANAGER's wheelchair that she is using as a dolly.

CHARDONNAY follows with boom pole to record th' sound.

PETIE and FIDGET struggle to carry CECIL on "set" in a makeshift stretcher as RAVEN applies makeup to his wounds. CHERISH is at his side, caressing him lovingly.

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163. EXTERIOR CONCESSION STAND. 163.

CECIL'S FANS go nuts rushing towards CECIL below concession stand roof. FANS and ENEMIES form a sort of makeshift "mosh pit" underneath the set to fight one another.

164. EXTERIOR ROOF OF CONCESSION STAND. 164.

HONEY makes her star entrance carrying MANAGER's sawed-off shotgun with a pistol grip.

165. EXTERIOR CONCESSION STAND. 165.

CECIL'S FANS go ballistic as HONEY smiles regally to them. GROUPIE gazes up at her in obsessive star worship as ENEMIES boo.

166. EXTERIOR ROOF OF CONCESSION STAND. 166.

CHERISH

(TO CECIL)

You can make it...one more camera set-up and we can have sex...

CECIL

Honey, I've had a final vision. Would you set your hair on fire for our movie...?

HONEY

(CONFUSED)

My real hair?...

CECIL

(Weakly, clearly dying)
Prove yourself one more time...
for your cast...

HONEY looks into CHERISH's brainwashed face as her eyes roll back in her head, flash cut with "Directed by Andy Warhol" credit.

CECIL

Your crew...

SPROCKET HOLES stare back at HONEY in a fast montage of their insane faces hallucinating credits of their favorite directors: William Castle, Kenneth Anger, Sam Peckinpah, Spike Lee, David Lynch, Fassbinder. FIDGET holds a pitiful fire extinguisher.

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CECIL

Your fans...

HONEY looks to GROUPIE in a sea of cheering FANS. He is finishing up carving HONEY's initials "H.W." in his forehead with a pop-top beer can tab.

CECIL

.and for me, Cecil B. DeMented!

HONEY

But will it...make me a legend?

CECIL

(Looking out at PRESS,
SWAT TEAMS and COPS as
they advance toward him
and then to HONEY)
You will be the eternal flame of
cinema insanity.
HONEY's eyes glaze over in cult madness.

HONEY

I'm... ready for my closeup,
Mr. DeMented.
RAVEN dabs HONEY's hair with gasoline from can. FIDGET
painfully plays pocket pool and lights the torch.

HELICOPTER COP

(FROM ABOVE)

**CECIL B. DEMENTED, YOU HAVE
SIXTY SECONDS. ABANDON YOUR
FILM OR WE WILL SHOOT TO KILL!**

CECIL

(IN MEGAPHONE)

PICTURE'S UP!

FANS roar their approval while ENEMIES jeer.

PAM

(On wheelchair, clutching
her wounds, bleeding)

CAMERA ROLLING!

CL?ARDONNAY

(Crying in happiness)

SPEED!

PETIE runs to mark the take.

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CECIL

The Martini shot...

HONEY smiles nostalgically at the mention of her
favorite drink.

CECIL

(Coughs up blood)

ACTION!

HONEY

(Snapping into character)

CELLULUNATICS AND CINEMA

SURVIVALISTS!...

HONEY tips her head out of PAM's frame and CHERISH sets HONEY's hair on fire with one quick touch of the torch. HONEY's hair goes up in flames as she gives the performance of a lifetime as LEWIS pushes PAM on the wheelchair and they film their most technically ambitious shot.

HONEY

MAKE GOOD MOVIES OR DIE!

FANS go wild, screaming their approval.
GROUPIE vainly tries to light his own hair on fire with a lighter but it doesn't really work.
CECIL'S ENEMIES stare at HONEY's hair ablaze in shock.
SWAT TEAMS' mouths fall open in stunned amazement.
FIDGET'S PARENTS and PSYCHIATRIST watch in horror.
CECIL watches from stretcher in pride and amazement and motions for PETIE and FIDGET to put him down.

CECIL

(Foaming slightly at the mouth but deliriously happy)

CUT! CUT! CUT!

FIDGET quickly steps forward and extinguishes flames from HONEY's hair with fire extinguisher.

CECIL

(Crawling from stretcher)
That, fellow Sprocket Holes,
is a wrap!

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HONEY, charred and still sizzling, smiles weakly and feels her almost bald head.
SWAT TEAM CAPTAIN takes aim with rest of SHARPSHOOTERS.
Instantly PAM is shot dead by SWAT TEAM SHARPSHOOTER and her camera falls to ground.

CECIL

(Defiantly to SWAT TEAMS as they throw tear gas at warring mob

OF FANS)

PRINCIPLE PHOTOGRAPHY HAS BEEN

COMPLETED!

FIDGET, RAVEN, CHARDONNAY, LEWIS, PAM, CHERISH and PETIE look at one another in stunned disbelief.

CHERISH

(TO CECIL)

You mean ...we can fuck?

CECIL

(Dying but still horny,

SMILING SEXILY)

From here to Timbuktu!

LEWIS grabs CHARDONNAY, RAVEN beckons to HEAVY METAL FAN B in audience, PETIE eyes a TOM OF FINLAND TYPE who nervously cruises back, and FIDGET plunges both hands deep in the fly of his pants. Their partners struggle to climb up on roof and everybody begins to make love. HONEY looks hornily to GROUPIE below but he is being beaten up by JOCKS A, B & C as he desperately tries to struggle up to her. HONEY sighs in sexual frustration. CHERISH runs to dying CECIL, unzips his pants and mounts him.

COPS and SWAT TEAMS freeze in utter horror at the sudden sexual activity.

FIDGET'S PARENTS lower their eyes at seeing FIDGET in deliriously happy orgasm alone as PSYCHIATRIST eagerly takes notes.

NEWS TEAMS beat each other up to get better camera positions.

SPROCKET HOLES reach orgasm together as the FANS cheer through the tear gas.

- 109 -

Just after CHERISH and CECIL reach orgasm, CHERISH is shot dead in the forehead by SWAT TEAM A who leaps to roof of manager's office from helicopter. HONEY sees CHERISH's death, grabs PAM's camera from the ground and hurls it at SWAT TEAM MEMBER A and hits him in the head. He staggers backwards, drops his gun, and

falls off roof where FANS refuse to catch him and he lands with a thud.
SPROCKET HOLES leap up from lovemaking to escape but are shot again and again, badly outnumbered.
FIDGET'S MOM and DAD grab PSYCHIATRIST and run for their lives, crying in despair.
FIDGET sees his PARENTS in distance and jumps off roof to follow and is safely caught by CECIL FANS.
LEWIS looks into cheering FANS' faces and suddenly jumps from concession stand roof with changing bag into mob of FANS and removes exposed film from PAM's camera.
SWAT TEAM MEMBER B jumps from high roof of manager's office to concession stand roof pointing an AR15 at

HONEY.

SWAT B

I seen what you did, you
Hollywood bitch!
HONEY looks through the tear gas below to see GROUPIE suddenly battling himself free from JOCKS A, B & C. He bravely beckons HONEY to jump.
CECIL disengages CHERISH's dead body up and off of him and seeing HONEY in danger crawls painfully to Pam's wheelchair dolly.

SWAT B

(TO HONEY)

You're under arrest, Honey
Whitlock!
HONEY leaps from roof into mob of FANS and lands safely in GROUPIE's arms. They immediately begin to kiss in wild abandon.
SWAT B shoots GROUPIE from atop roof and kills him.
HONEY cries out at his death and panics as SWAT TEAM MEMBERS move in on her pointing high-powered rifles.
FANS and ENEMIES scatter, abandoning her.

- 110 -

CECIL lunges for dropped gun of SWAT TEAM A and shoots SWAT B dead, struggles aboard dolly and nods to FIDGET to douse him with gas.

HONEY looks for help but she is suddenly all alone.
CECIL pushes himself forward on wheelchair dolly,
gaining speed and begins laughing maniacally.
FIDGET flicks lit match on CECIL as he rolls by and
CECIL ignites like a Buddhist monk.

CECIL

(Flying through the air off
roof in wheelchair, towards
SWAT TEAM below)

I H-A-A-A-V-V-V-V-E-E-E-E A

V-I-I-I-S-S-S-I-O-N!

CECIL smashes into SWAT TEAM and they go up in flames,
saving HONEY in the nick of time.

HONEY sees BALTIMORE CITY POLICE, MARYLAND STATE
TROOPERS, more SWAT TEAMS, local and national PRESS
TEAMS, all running towards her with guns and camera
equipment. She turns away, pulls out compact and sees
her smeared makeup. She looks for RAVEN to touch her up
and spots her being hustled away by SATANIST-TYPE FANS
outside concession stand moments before the plate glass
windows are shattered by police gunfire.

PETIE is jumped and arrested by special SWAT TEAM
wearing rubber gloves and surgical masks. PETIE laughs
and moans in S & M pleasure as he tries to grope an
especially macho MEMBER OF SWAT TEAM.

HONEY turns back to mob in front of her and gives them a
demented movie star grin.

167. BENGIES DRIVE-IN MARQUEE. Out front of theater. 167.
FIDGET struggles to climb up marquee to search for his
PARENTS but he doesn't see them. He angrily starts
throwing down letters as weapons at fleeing cars,
smashing the window of bleeding, injured JOCKS A, B &
C's car.

168. INTERIOR DRIVE-IN. 168.

LEWIS and CHARDONNAY, carrying film cans, climb into the
trunk of CECIL FAN A's car and escape with the final
footage.

169. Cut back to BENGIES DRIVE-IN MARQUEE. 169.

- ill -

With only a few letters left on the marquee, FIDGET re-arranges them to read T-H-E- E-N-O before a SWAT TEA, bullet tears into him. FIDGET falls and lands on the hood of his PARENTS' car as they exit the drive-in.

FIDGET

(Injured badly, but alive)

Hi Mom, hi Dad.

FIDGET'S MOM and DAD'S eyes light up in parental love.

170. INTERIOR BENGIES DRIVE-IN. 170.

HONEY, bald, bleeding, and burned, sees RAVEN and their eyes lock in friendship as RAVEN escapes into SATANIST FAN's car. RAVEN happily gives HONEY the extended index and little finger satanic sign and then turns it into a thumbs-up gesture of the future.

HONEY blows RAVEN a kiss and then looks back at the CROWD in confusion and begins her long mad walk to paddy-wagon through FANS, ENEMIES, MOVIE AGENTS, LAWYERS, NEWS TEAMS, and dumbfounded LAW ENFORCEMENT OFFICERS who all want something from HONEY. As the soundtrack swells triumphantly over the din of jeers, applause, career advice, legal strategies and requests for autographs and interviews, HONEY begins to smile in full movie star insanity and waves and blows kisses to the CROWD as if she just won the Oscar.

CREDIT ROLL.