

EMPIRE RECORDS

by

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New

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FADE IN:

SOUNDS OF A CASINO

1. INT. CASINO - NIGHT

The camera is the POV of a die at a Vegas craps table. We tumble past blurred lights and faces on a field of green. A final face looms.

It's TONY LUCAS, 23. He's praying. Clinging to his arm is DIANE, 30's, a pretty housewife. Tony opens his eyes and winces.

We hear a buzzing sound.

2. EXT. EMPIRE RECORDS ROOF - NIGHT

A 40's neon sign dominates the roof of a two-story deco building in downtown Fresno, California. The sign reads: "Empire Music, since 1949." It's buzzing.

The sign starts to flicker and sparks sputter from the words "Since 1949". They blow up. The sign goes dead.

Titles up. The Beatles' "A Day in the Life" covered by John Doe.

SONG

Woke up, got out of bed, dragged a
comb across my head.....

Montage in the style of a Green Day video. Shorthand glimpses and impressions.

3. INT. A.J.'S APARTMENT - NIGHT

A.J., 23, a lanky, art-student type, is taping a jigsaw grid of color xeroxes to his bedroom wall. The grid forms a single picture of a very pretty blond teenager. A.J. wears an open white shirt and paint-splattered shorts.

4. INT. COREY'S BEDROOM - NIGHT

The pretty blonde is COREY, 17. A wholesome girl next door with an edge. She can't sleep. She kicks off her covers, revealing a flannel pajama top and demure white cotton underwear. She's excited about tomorrow. Her eyes move to a life-sized cardboard cut-out of a rock star she has in her bedroom. (It's Rex Dimond.)

5. INT. GINA'S ROOM - NIGHT

GINA, 18, is a dark-complexioned free spirit. She stoically watches as her date climbs out her bedroom window. She pulls on a Jesus Jones t-shirt and flops down to sleep. Alone, she looks more like a worried little girl. She can't sleep either.

6. INT. MARK'S ROOM - MORNING

Mark, 17, is a short-haired nerd, handsome in his own way. He wears only plaid boxer shorts. A Walkman headphone cord is curled around his neck. He sleeps fitfully. The cord tightens and he wakes up panicked.

7. INT. A.J.'S APARTMENT - MORNING

A.J.'s dog licks A.J.'s lips to wake him. A.J. squints groggily at the now-finished art piece. He looks at it lovingly, his crush on Corey evident.

8. INT. COREY'S KITCHEN - MORNING

Corey's parents' gleaming copper kitchen. Corey pours sugar into a diet Dr. Pepper. She plays with her hair, unable to decide how to wear it today.

9. INT. GINA'S KITCHEN - MORNING

GINA holds a peanut-butter burrito in her mouth as she pulls on a short skirt, trying to find the most provocative way to wear it. Her home is lower-class. Jesus bleeds in paintings on the wall.

10. INT. A.J.'S KITCHEN - MORNING

A.J. reads a paperback and eats toast. A grunge roommate sleeps on a mattress on the kitchen floor.

11. EXT. MARK'S HOUSE - MORNING

Mark pulls his ten-speed out of the two-car family garage. A wanna-be cool guy, he attempts a styling bike mount but bungles it.

12. EXT. GINA'S HOUSE - MORNING

Gina lives in the projects. All legs and short skirt, she hops into her battered Spider convertible, being careful not to smear her wet nail polish.

13. EXT. A.J.'S PLACE - MORNING

A.J. push-starts his wreck of a Buick, runs alongside, jumps in, pops the clutch. The engine roars to life.

14. INT. COREY'S BEDROOM - MORNING

Corey wears a revealing halter/camisole top. We see a pile of rejected garments on the bed behind her. Facing the Rex Dimond stand-up, she flashes some cleavage. A wholesome girl, she is pretty inept at all this.

A horn honks outside. She chickens out and pulls a shirt on.

15. EXT. COREY'S HOUSE - MORNING

Corey comes running out, carrying several back-up outfits. She hops into Gina's car and they roar off in a cloud of burning oil. They are best friends and always late.

They careen through Fresno, California. A small industrial town. A good place to grow up but a better place to leave.

Titles end. Song ends.

16. EXT. EMPIRE RECORD STORE - MORNING

The slanting sun casts a warm glow on Empire Records, Fresno's hippest music store. Built as a bank and converted in the 40's into a music store. It is two stories of Greek gothic turned over the years to funk. It shares a parking lot with a Walgreen's, a Shakey's and a Chevron.

A.J. and Mark sit on the curb in front of the store, waiting. A.J.'s portable stereo is playing a Gin Blossoms song about love. A.J. listens intently.

MARK

I've decided I'm going to start a band.

Mark is earnest; A.J. is unimpressed.

A.J.

What are you gonna play?

MARK

Lead guitar, maybe bass.

A.J.

What kind of music.

MARK

Oh. We're gonna play straight-up rock and roll. Like in the 60's, early 70's, only original. All original music. Our own tunes.

A.J.
Good luck. Don't forget the
little people. Don't ever forget
the little people.

Mark commits this advice to memory.

MARK
All right.

A car pulls up and stops right in front of them. Diane is driving. The passenger door opens and we see Lucas. He gives her a long kiss and slides out of the car.

LUCAS
Thanks for the ride.

DIANE
Anytime.

She drives away. A.J. and Mark gape at Lucas.

MARK
Who was that?

Lucas smiles.

A.J.
Lucas, where you been?

LUCAS
You two must listen to me and must
promise, must yow, not to tell
anyone, especially Joe, what I
say. Then I must get in my
vehicle and vacate this entire
area.

A.J. and Mark each silently press three right middle fingers against the right eye, then lower the hand. A secret swear-code.

LUCAS
I went to Vegas.

Lucas can't believe it himself.

LUCAS
With Diane.

A.J.
With somebody's wife.

Lucas nods, playing a smooth character. He touches his nose with the tip of his finger.

LUCAS
With somebody's money.

Mark whoops, impressed. A.J., suddenly agitated, stands up.

MARK
Did you win?

LUCAS
I did not. So if you guys ever wonder if it was nice to know you, I tell you that it was.

A.J.
Shit, Lucas, you're an idiot.

Lucas unlocks his beat-up Hyundai, throws his backpack in.

LUCAS
I don't regret the things I've done, but those I didn't do.

Pleased with his quote, he pulls away. A.J. calls.

A.J.
Lucas! How much?

LUCAS
Nine grand!

A.J. and Mark are alone again. Mark is wondrous, A.J. is bummed.

MARK
Where'd he get nine grand?

A.J.
Joe let him close last night.

MARK
So?

A.J. gives him a look - figure it out. Mark figures it out.

MARK
Oh.
(beat, then he smiles)
I guess he didn't live up to the responsibility of the position.

A.J. laughs, he can't help it.

A.J.
Looks like... no. Not the full responsibility.

They see a car entering the parking lot. They stop laughing and silently watch their boss park his '66 Corvette and approach.

JOE, 35, wears a white shirt and tie with his jeans, and carries a sport coat. There's a roadrunner tattoo on his bicep. Joe's a wiry, muscular guy who looks like he might be more at home under the hood of a car than managing a record store.

JOE

Hey.

A.J.

Good morning, Joe.

Mark nervously parrots A.J.

MARK

Good morning, Joe.

A.J. gives Mark a "cut it out" look. Mark nods. Joe unlocks the front door. Mark points at Joe's jacket.

MARK

What's with the boss threads?

JOE

Fucking Rex Dimond.

As they enter the store, we see a poster by the door. It reads "Meet Rex Dimond at Empire Records. Saturday, April 8, noon to 4:00." There's a picture of Rex Dimond, 30's, a former teen idol attempting a comeback.

A.J.

Say no more.

A.J. looks Joe in the eye, smiles, and finishes what must be a Rex Dimond lyric.

A.J.

...mon amour.

Joe, unsmiling, closes the door behind him.

17. INT. EMPIRE RECORDS - MORNING - CONTINUOUS

A big record store, by Fresno standards. Half the store is high-ceilinged, with hanging lamps and high windows that continue up to the ceiling. The other half has a mezzanine overlooking the store below. The stairs to the mezzanine feature a curved railing which all the employees use for descent. This is a record store that's half in the past, half in the future: A rack of "rare" 8-track cassettes occupies one corner, while a bank of nine video monitors dominates one wall. A glass-enclosed area

serves as the classical section. Hand-made displays for current albums line the walls. There are other personal touches, like a sign near the door which advertises each employee's current album pick next to his name. A wall of shame immortalizes past shoplifters in Polaroid mug shots.

Two cash registers are positioned near the door, and there's an information booth situated like an island in the middle of the store. A door in the rear of the store leads to the back room.

The phone is ringing as they enter. A.J. ignores it, heads straight for the back room. Mark tries to do the same.

JOE

Get that, will you, Mark?

Mark picks up the phone.

MARK

(into phone)

Empire Records, open til midnight,
this is Mark.

He listens a moment. Joe walks toward the back room.

MARK

Hold on.

(to Joe)

Joe. It's the bank.

Joe turns around, takes the phone from Mark. Another phone line rings. Mark picks it up at a nearby phone. Rattled:

MARK

Empire Records, open til midnight,
this is, Mark.

He looks at Joe urgently, covers the receiver with his hand.

MARK

It's the boss.

(into phone)

Yes, Mr. Beck. Hold on, sir.

Mark heads for the back room. Joe puts the bank on hold and hits the second line.

JOE

Mitch? How are you?

Joe listens, becoming concerned.

JOE

There was no deposit? No, I'm sure it's just a mistake. My new night manager must have screwed it up somehow. I'll call you as soon as I... Goodbye. Sir.

He hangs up the phone, more irritated than worried; he thinks Lucas just forgot.

JOE

(to himself)

Lucas, you're an idiot.

18. INT. EMPIRE BACK ROOM - MORNING - CONTINUOUS

Boxes of CD's are stacked against the back wall, waiting to be unpacked. One door leads to the outside, others to Joe's office, a storage room, the count-out room, and a bathroom. A large wooden table covered with art supplies occupies the far corner. A sign above the table reads "The customer is sometimes right." Another sign has a drawing of Bazooka Joe, saying "WORK!!!"

One wall is covered with wooden cubbyholes for the employees. Plastic name-tags hanging on yellow cords hang from various nails. A.J. puts his backpack in a cubbyhole and pulls on his name-tag. He puts his stereo on the table and sits on a stool.

A.J.

(to himself)

"What's the matter?" "What's the matter, Joe?" "What's up, Joe?"

(acting surprised)

"What? Are you sure?"

A.J. tries to keep busy, arranging his art supplies. Mark hurries into the back room.

MARK

Here he comes.

Mark assumes a casual pose. Joe storms in. He goes into the count-out room.

19. INT. COUNT-OUT ROOM - MORNING - CONTINUOUS

There's a safe on the floor. Joe quickly works the combination and opens the safe. He looks inside and bangs his fist against the safe door.

JOE

(still mostly irritated)

Damn it, Lucas.

20. INT. BACK ROOM - MORNING - CONTINUOUS

Mark shoots A.J. a worried look.

A.J.
(too casual)
What's the matter, Joe?

21. EXT. STREET - MORNING

Corey and Gina continue driving to work. Corey rummages through her pile of stuff. She comes across her French book.

COREY
Want my French?

GINA
Corey, in five weeks, high school will be a distant, horrible memory. We shouldn't even be going to class, much less doing the homework.

The real object of Corey's search is her Rex Dimond LP's.

COREY
Look, I found them all. "Meet Rex Dimond", "The Manning Family Sings", "Rex Dimond, All My Love", and "Say No More."

GINA
"Say no more, mon amour." A whole song about telling a woman to shut up and fuck.
(remembers something)
Oh, fuck. Hand me my pills.

Corey pulls Gina's birth control pills out of the glove compartment.

GINA
You're not going to believe what a dick what's-his-head was last night.

COREY
His name was Patrick.

GINA
He said he had dope, but he didn't.

Corey examines the open packet of birth control pills.

COREY

Gina, it's Saturday. You didn't take Wednesday through Friday.

Gina pops the pills onto her tongue and crunches them.

GINA

Four. My personal best.

COREY

Gina, do you know what this does to your hormones? Just don't ask me to babysit your kids with three arms growing out of their necks.

22. INT. JOE'S OFFICE - MORNING - CONTINUOUS

Joe stands behind his desk, talking to Mitch on the phone.

JOE

That's right, the money's here, he just left it in the safe.

Joe nervously moves things around on his desk. We see a training manual emblazoned with the Music-Town logo.

JOE

We'll deposit it with today's receipts. I'll do it myself. All right. Goodbye, Mitch.

He hangs up the phone; he thinks Mitch is an asshole.

23. INT. EMPIRE RECORDS - MORNING - CONTINUOUS

A.J. comes out of the back room and sees Corey. She's pressing her face against the glass, making faces. A.J. grins.

24. EXT. EMPIRE RECORDS - MORNING - CONTINUOUS

Gina sings the Concrete Blonde song "Joey." She's belting it.

GINA

"And if you're somewhere drunk and passed out on the floor, Oh, Joey, I'm not angry anymore."

The lights come on inside the store. A.J. opens the door.

COREY

Happy Rex Dimond Day!

A.J. looks at her outfit. He mock shields his eyes.

A.J.

And this is what you're wearing?

Corey gives him a look: "Very funny."

A.J.

Because I love it. It's...
conservative, yet daring.

Corey takes his teasing good-naturedly, even joins in.

COREY

Restrained, yet bold.

GINA

Note the naughty display of skin
at the wrist here.

25. INT. JOE'S OFFICE - MORNING

Joe flips through his rolodex, finds Lucas's phone number and dials. He rocks on his feet, agitated.

JOE

Lucas, you better be there.

(waits)

Pick up the phone, bucket-head.

Joe waits. He draws a deep breath, trying to stay calm.

26. INT. BACK ROOM - MORNING

Corey and Gina put their stuff away. Corey looks at A.J., worried by the news of Lucas.

COREY

Oh my God. We knew Lucas was
strange, but...

GINA

What did she look like? Was she a
customer?

27. INT. JOE'S OFFICE - MORNING

Joe is on the phone, talking to a friend of Lucas.

JOE

Have you seen Lucas around? (beat)
No, nothing's wrong, I just want
to reach him.

28. INT. EMPIRE RECORDS - MORNING

Mark enters, tosses Gina a box of M&M's. Gina shakes one M&M into each of their hands, some kind of morning ritual. Corey tries to see what color A.J. got. He won't show her. She tries to open his fist, they roughhouse playfully. Finally, she pries open his hand.

COREY

See, what's happened here is you have my M&M, and I have yours.

A.J.

So I do. Some kind of mix-up.

COREY

Some kind of crazy mix-up.

He trades M&M's with her, giving her his yellow M&M. He secretly adores her.

GINA

O.k., Corey's yella.

The girls smirk at each other. Gina holds the box over her head. She shakes her booty, getting into the rhythm. She closes her eyes and pulls out one M&M.

GINA

Tan... Anybody?

Everyone shakes their heads. She eats the M&M and chooses another.

GINA

Orange.

Mark opens his palm triumphantly; he has the orange M&M.

MARK

Yes!

Mark chooses a CD and starts to put it in the stereo. Gina, Corey, and A.J. roll their eyes; they know what's coming. Mark turns up the volume... ["Machine" by Violent Femmes]

MONTAGE:

Close on dollar bills being counted expertly and snapped into slots in the cash drawer. Close on coin roll smashed open, etc. etc.

SONG

"I got a machine and I took over
the world in one weekend... it was
either take over the world or
learn French..."

It's clear they've all heard this song dozens of times. Most of them hate it but none can help moving and singing along to its catchy refrains.

- A.J. signs in. [Even his signature is artistic.]
- Gina pulls on her name-tag necklace. [Gina's self-image is her appearance; she performs simple tasks with a sensual vigor.]
- Mark files and straightens CD's. [He frowns in concentration. He loves order.]
- Corey starts a pot of coffee. [It's her specialty and she does it with a certain care and precision.]

It's the day-to-day details of opening a record store. One by one, each of them succumbs to the infuriating repetitive hook.

EACH IN TURN

(singing along)

"I got a machine and I took over
the world..."

- A.J. carries his cash drawer over his head like a waiter, gives it a spin. Always self-amused, maybe he's been working here too long.
- Gina loads a price gun, her exposed midriff covered with price stickers.
- Corey cleans up Gina's mess, neatly re-loads the price gun.
- Mark throws open the door. With self-important dignity, he lets in the first two customers of the day.
- A.J. removes Mark's CD. Mark protests.

MARK

Hey!

A.J.

I'm using my veto.

A.J. puts in a new disc, hits play. A new song begins.

MARK

A veto? It's only 9:00.

A.J. holds up the offending CD.

A.J.

They play this song in hell, Mark.
I know they do.

Defeated, Mark goes back to work. As soon as he's turned around, A.J. takes out his lighter and holds the flame under Mark's CD, cooking it until the surface begins to bubble. A.J. puts the disc back in its case.

29. INT. BACK ROOM - MORNING

Joe comes out of his office, now a little frantic. He walks into the count-out room and re-checks the safe and the area around it. Yes, the money is truly gone.

Returning to his office, he notices Corey sitting at the art table, flipping through a school textbook. She tries to act normal.

COREY

Hi, Joe.

JOE

Corey. What are you doing here?
You're not on til eleven.

COREY

Joe, it's Rex Dimond day.

Joe had forgotten. He feels for his cigarettes; he's out.

JOE

Damn.

COREY

And don't forget it's A.J.'s fifth anniversary.

JOE

Christ.

He goes back to his office.

30. INT. EMPIRE RECORDS - MORNING

A.J. sits behind the cash register. A customer approaches him.

CUSTOMER

Excuse me. Are these the only two
Mariah Carey albums?

The customer shows A.J. two CD's. A.J. glances up.

A.J.
I have no idea.

The customer stares at him. Finally, A.J. becomes polite.

A.J.
I'll find out.

31. INT. JOE'S OFFICE - DAY - CONTINUOUS

Mark enters Joe's office.

MARK
Joe, the sign's out.

Joe stares at him.

MARK
The sign's out. On the roof?
It's out.

JOE
Mark, come over here.

Mark reluctantly approaches Joe's desk. Joe studies him.

JOE
Mark. Look at me.

Mark wavers.

32. INT. EMPIRE RECORDS - DAY - CONTINUOUS

Joe marches out of the back room and heads for the register, followed by a distraught Mark. He passes by Gina.

JOE
Work!

She instead follows Joe and Mark. Joe goes up to A.J. and Corey at the cash register.

JOE
A.J., I want you to find Lucas.

A.J.
(innocent)
Find Lucas?

MARK
I told him.

GINA
Jesus, Mark.

MARK

He threatened me.

JOE

A.J., Bring Lucas here. Corey,
take A.J.'s drawer. Gina, work.

The phone rings. Gina makes a show of going to answer it. A.J. takes out his car keys and goes out the front door.

GINA

Empire Records, open til midnight,
this is Gina (beat) Midnight.

She slams down the phone.

GINA

Nimrod.

A couple customers hear her and turn to look. Joe witnesses the whole thing and goes silently to the back room.

33. EXT. PARKING LOT - MORNING

A.J. gets in his car and pulls out of his parking spot.

We see Lucas's car, parked on the side of the store. Lucas sits inside, one foot up on the dashboard, listening to his favorite song [TBA] on the radio.

A.J. drives to the parking lot exit, realizes he's spotted Lucas. Lucas sees him too, smiles and salutes. A.J. puts it in reverse and backs up. A.J. parks his car right next to Lucas's, his drivers-side window lined up with Lucas's.

A.J.

Shit, Lucas, I'm supposed to find you.

LUCAS

You win the jackpot. Ka-ching.

He hands A.J. a plastic cup of change from Caesar's Palace. A.J. shakes the cup.

A.J.

Have you thought about what's going to happen?

LUCAS

Have you thought about what's going to happen, that's the question.

A.J.
Now what are you talking about?

LUCAS
Your future, A.J.

Lucas puts a hand in A.J.'s face, showing him five fingers.

LUCAS
Five.

A.J. doesn't acknowledge this gesture.

A.J.
(irritably)
No, let's talk about your future.

LUCAS
My life is a packaged tour. I am
simply the passenger.

A.J.
Oh yeah? Where do you end up?

LUCAS
That's the mystery! Do you know
how many people there are?

A.J. waits for the end of the question. When it doesn't come, he answers.

A.J.
Almost six billion.

LUCAS
Really?

A.J. laughs.

A.J.
You want me to look for you?

LUCAS
No. I'm right here.

A.J. pulls away. Lucas opens his door and gets out, a man prepared to face his destiny.

34. INT. EMPIRE BACK ROOM - MORNING

Mark is in the middle of cleaning up the back room. He changes the CD in the portable stereo, singing "Say no more, Mon Amour" to fill the silence. We can see into Joe's office; he sits at his desk. He calls out to Mark.

JOE

Any song but that one, Mark.

MARK

Sorry, I got it stuck in my head.

He hits the play button and music more acceptable to both of them [TBA] starts to play. Mark goes back to his job.

The back door opens and Lucas walks in, carrying the cup of change. Mark sees him and freezes.

LUCAS

Marky Mark.

MARK

Hey, Lucas.

LUCAS

What, no Lukey Luke?

Joe gets up out of his chair and comes into the back room. Mark nervously looks from one to the other. Lucas walks up to Mark, pulls a quarter out of his ear, and drops it in the cup.

LUCAS

Thanks, you're a pal.

Joe walks up to Lucas, a man with a purpose.

JOE

Lucas, where's the money?

LUCAS

Joe, the money is gone.

He spreads his arms out, making himself vulnerable to Joe's best shot.

JOE

I know it's gone. Where's it gone to?

LUCAS

It jetted off to Vegas.

Joe plays along.

JOE
What's it doing there?

LUCAS
It's doing its thing,
recirculating.

Lucas holds out the Caesar's Palace cup as a visual aid.

JOE
O.k., you took the money from the
safe and you blew it all in Vegas.

Lucas jiggles the cup.

LUCAS
Depends on what you mean by all.

Joe is now angry. He slaps the cup Lucas is holding, sending quarters all over the floor.

JOE
Damn it, I told Mitchell Beck that
you forgot to deposit it, that the
money is here.

LUCAS
(pleased)
Joe! You lied for me?

Joe shakes his head in disbelief at Lucas's attitude.

JOE
I lied for me. Sit the fuck down
and shut the fuck up.

Joe turns, goes back into his office, and slams the door. Lucas sits on the couch. Mark is slightly freaked. Lucas smiles at him reassuringly.

35. INT. JOE'S OFFICE - MORNING - CONTINUOUS

Joe picks up the phone, realizes Lucas has jammed him, slams the phone down. He glares at the door.

36. INT. EMPIRE RECORDS - MORNING

The store is getting busier. Corey still works at the register. Mark starts to clear space for Rex's event.

A.J. is at the information island. A customer approaches him.

STONES CUSTOMER
Do you have any older Rolling
Stones? With Rod Stewart?

A.J.
Rod Stewart was never in the
Rolling Stones.

STONES CUSTOMER
Are you sure?

A.J. sighs. Gina storms over to the stereo to take off the
latest song before it plays another second.

GINA
Veto! Veto!

It's another Mark song. [Completely head-banging heavy metal.]

GINA
What have we done to Mark that he
inflicts this on us?
(yanking the disc out)
How pathetic can Mark's life
possibly be that he would consider
listening to this an improvement?

A.J.
What did you and Corey do last
night?

He sounds casual, but he really wants to know.

GINA
We met two guys. I took the cute
one home.

A.J.
What did Corey do?

GINA
You know Corey.
(joking)
She's saving herself for Rex
Dimond.

A.J.
Fuck Rex Dimond.

GINA
Only if he says please.

Two high-school girls read one of the posted flyers advertising
Rex Dimond's appearance.

GIRL #1

Oh my God, remember him?

GIRL #2

Vaguely. What a joke. Your decade's over, Rex. Do an infomercial and move to Canada.

37. EXT. STORE FRONT/PARKING LOT - DAY

In front of the store, an excitable skateboarder with a blaring boom box [SONG TBA] talks on the pay phone.

KID

You have to hear it. God, you really gotta hear it. You're gonna wig.

He turns the volume way up and holds the phone up to the box.

In the parking lot, DEBRA, 17, gets out of her car. She already wears the necklace that identifies her as an Empire employee. Debra also wears a long-sleeved black top with a shredded Catholic school plaid skirt, fishnet tights, and combat boots. There's a scroll-design tattoo at the base of her skull. She slams the door of her car and strides toward the store.

38. INT. EMPIRE RECORDS - MORNING

Corey works her register, Gina at her side. She elbows Gina, points to a cute male customer approaching with a CD.

COREY

Oh my God. Look, look, look.

GINA

So make a move. Ask him out.

Corey is gripped with fear; she can't do that.

GINA

Ask him to come to Spin Doctors with us.

The customer arrives. Corey gives him a cheerful, polite smile.

COREY

Hi.

CUTE CUSTOMER

Hi.

She scans his CD. Gina mutters in her ear.

GINA

Spin Doctors.

COREY

So how are you doing today?

She takes his money while Gina bags his purchase.

CUTE CUSTOMER

Pretty good.

Corey hands him his change and his bag. Gina keeps muttering.

GINA

Name, name, name.

COREY

There you go. Thank you.

The cute customer leaves. Corey looks defeated. Gina's disgusted.

GINA

Corey, repeat after me. "What's your name?"

COREY

I can't even go to Spin Doctors.
My parents said no.

GINA

Of course your parents said no.
Sneak out. What do you think your
bedroom window is for?

Corey doesn't answer. Another customer approaches. Corey automatically brightens.

COREY

Hi. How would you like to pay for
this today?

Gina shakes her head and puts on a pair of x-ray spex glasses and climbs up on top of the counter. She stands on the counter, holds her arms straight out to her sides.

GINA

Ask me what I'm doing.

Corey looks like she couldn't care less. To customer:

COREY

Thank you. Come again.

GINA

I'm looking far, far into the future. I see me, working at Empire. I'm eighty. Hey, I'm a blonde! I think it's a wig.

Corey tries to ignore her.

GINA

I see you. Your face is on Mount Rushmore but you still live at home with your parents. They just put you in the Guinness book as the world's oldest living virgin.

Debra enters and heads for the back room. She passes by Corey and Gina.

COREY

Hi, Debra.

Debra stops momentarily and gives Corey a big, fake grin.

DEBRA

Hi, Corey!

She loses the grin and keeps on going.

COREY

She hates me.

GINA

She hates me too. At least I have the sense to hate her back.

39. INT. EMPIRE BACK ROOM - MORNING

A.J. is on his knees with a tube of cement, gluing the quarters to the floor in the exact positions where they landed.

Joe exits his office, minus his jacket. He flops on the couch next to Lucas, rubs his head like he has a headache.

JOE

(concerned)

Did you need the money? Were you in some kind of trouble?

Lucas thinks about it. Not really.

JOE

Because if you're just fucking with me, I'll kill you, Lucas.

Debra enters the back room, moves right past them, goes into the bathroom and slams the door. Lucas yells to her.

LUCAS

Hi, Deb!

(to Joe)

We're all in trouble. Am I the only one who sees it?

Joe looks to A.J., hoping to confirm that Lucas is the one who's acting nuts. A.J. puts glue on a quarter.

LUCAS

A.J.'s in trouble.

(does the "five" gesture)

Aren't you, A.J.?

He does the "five" gesture again. A.J. is testy.

A.J.

No, I'm not in trouble.

LUCAS

Corey's in trouble. Gina's in trouble.

JOE

I'm the one that's in trouble, because every minute that goes by and I don't call the police, I look like a bigger yutz.

LUCAS

You're not a yutz, Joe.

JOE

You screwed me, Lucas. What am I supposed to do now? Turn you in, and tell Mitchell Beck I lied to him?

LUCAS

That's what any other record store manager would do.

Joe holds himself back from hitting Lucas.

JOE

I don't want you to leave that couch unless it's to get nine thousand dollars.

Lucas salutes him. Joe speaks as if to an idiot:

JOE
And then, you bring it here.

LUCAS
You know that I do.

Joe takes a few steps toward his office, remembers something.

JOE
A.J. I need another closer
tonight.

A.J.
I opened, Joe.

JOE
I know. I wouldn't ask...

LUCAS
I can close.

He's serious. A.J. laughs.

A.J.
Sorry. Yeah, I could use the
money, they just raised my rent.

LUCAS
Damn the Man!

Lucas is sincerely outraged. Joe shakes his head and heads to his office.

LUCAS
Hey, Joe?

Joe turns to look at Lucas.

LUCAS
Can I borrow your Gameboy?

Joe stares.

LUCAS
Please?

Joe really doesn't want to argue about something this stupid.

LUCAS
Please?

JOE
All right.

Joe gets it from his desk and tosses it at Lucas. Lucas remembers the Jimi Hendrix song "Hey, Joe" and sings a line.

LUCAS

"Hey, Joe, where you going with that Gameboy in your hand..."

A.J.

"Hey, Joe, why you throwin' that Gameboy at my man..."

JOE

Jesus...

Joe slams his office door shut.

40. INT. BATHROOM - MORNING - CONTINUOUS

Debra's staring at her naked face in the mirror. She runs her fingers through her hair, makes a face at her reflection like any normal teenage girl. She snuffles.

She rummages in her back pack until she finds her compact. She begins to cover her face with pale, powdery make-up. Her hands shake. Something is very wrong.

41. INT. BACK ROOM - MORNING

Later. New song. Lucas plays with the Gameboy. A.J. continues gluing quarters. Corey's voice comes over the intercom.

COREY (O.S.)

Top ten reasons Lucas went to Vegas. Ten: Mistakenly thought all Empire-revenue must be hand-delivered to Wayne Newton. Number nine: Siegfried. Number eight: Roy. Seven...

Joe's voice comes over the intercom; he's picked it up in his office.

JOE

Work!

A.J.

Theoretical question. Can someone be in love and not even know it?

LUCAS

Absolutely.

A.J. nods; this is to be the answer he wanted.

LUCAS
Theoretically.

A.J. scowls. Debra emerges from the bathroom.

A.J.
Hey, Deb.

DEBRA
(to Lucas)
How much did you take?

LUCAS
Nine grand.

DEBRA
Not exactly the perfect crime, now
was it?

Lucas laughs. Debra reaches to put her backpack in a high cubbyhole. Her shirt sleeve slides back, revealing white gauze wrapped around one of her wrists. A.J. notices.

A.J.
Debra.

She sees him staring at her wrist and covers the bandage with her sleeve. He gets up and goes to her. He reaches for her arm; she looks at him with fear. Determined, A.J. gently takes Debra's arm. She doesn't resist. He slides back her sleeve and turns her arm over, looking at the bandage from both sides; it looks like it's for real.

A.J.
What did you do?

DEBRA
What does it look like?

She yanks her arm back. Silence.

LUCAS
Looks like you decided to cut out
early.

Debra strikes a pose, trying to lighten the mood.

DEBRA
Yet here I stand before you, in
time for my shift. Life goes on.
It's a wonderful life.

EDDIE

I wrote them out so you won't get
messed up.

MARK

Guava.

EDDIE

Mark, this is important. Without
these songs, life is meaningless.

44. INT. EMPIRE RECORDS - MORNING - CONTINUOUS

At the front of the store, Debra takes over for Corey on the cash register. Gina is on the other register. Corey removes her cash drawer. As Debra puts in her drawer, Gina and Corey try to glance at her wrist.

Debra catches them. Defiantly, she slides her sleeve back to reveal the whole bandage. She holds it out with a flourish, and waves her other hand over it like a game-show hostess displaying a prize.

Gina refuses to be intimidated. Gina pulls up her shirt and pulls down the waistband of her jeans to reveal her appendectomy scar.

COREY

Gina, it's not a joke.

DEBRA

(to Corey)

You're the joke.

Hurt, intimidated, Corey walks to the back room with her drawer.

Lucas comes up to the counter. He starts opening drawers, looking for something.

LUCAS

Tape, tape, tape, tape, tape.

Debra and Gina don't share his good mood; they glare at each other. Lucas finds a roll of tape and holds it up triumphantly.

LUCAS

Tape!

He makes the sign of the cross with his roll of tape.

45. INT. JOE'S OFFICE - MORNING

Joe sits at his desk, talking on the phone.

- Lucas leaves one foot on the couch and hops to a closer view.
- A.J. improvises a decorative border around the posters.
- Lucas comes to a decision; he picks up one of the cushions from the couch and goes out to help Mark.

43. INT. EMPIRE RECORDS - MORNING - CONTINUOUS

Lucas approaches Mark, holding the cushion.

MARK

I notice you didn't leave the couch.

Lucas holds up a finger.

LUCAS

Not the whole couch.

EDDIE, 18, passes through the store, heading for the back room. Eddie's a sweet-looking kid with blond dreadlocks and braces. He wears a Shakey's Pizza employee uniform and carries a balled-up t-shirt in his hand.

LUCAS

Eddie! Help us construct a shrine to King Rex.

EDDIE

I'm not on until three. I'm just stashing my clothes. Hey, I heard you went to Vegas and got married. Is that true?

LUCAS

Not entirely true.

EDDIE

(to Mark, remembering)

Oh, I made you a tape.

Music-nerd Eddie unfolds a piece of paper on which song titles are written in multi-colored ink.

EDDIE

Heres the deal. You start out with some industrial stuff, then, bam! A little Soundgarden, and then some vintage Floyd.

MARK

Yeah, Floyd.

A.J.
 Jesus, Debra. What happened? Did something happen?

DEBRA
 Nothing happened.

A.J.
 You can tell us.

DEBRA
 There's nothing to tell.

A.J. challenges her intensely. Another few seconds and Debra might cry.

LUCAS
 Leave her alone.

A.J. turns to Lucas. Debra turns on her heel and exits into the store. Lucas smiles at A.J. knowingly.

A.J.
 What is with you today?

LUCAS
 What's with today, that's the question.

42. INT. EMPIRE RECORDS - MORNING

MARK
 It's Rex Dimond Day!

Mark stands in the middle of the store, his arms outspread. A song blasts on:

- A.J. drags a life-size cardboard stand-up of Rex Dimond by the ear towards the front of the store.
- Mark struggles to unfold the legs on a large table.
- In the back room, Lucas sits on the couch, craning his body to see what Mark's doing in the store.
- Corey staples Rex Dimond posters to the wall. She kisses her finger and touches it to Rex's face.
- Gina stacks Rex CD's in a bin. She defaces one with her gum.
- Mark, still fighting the table, sees Lucas sticking his head out. Lucas raises his eyebrows, offering to help. Mark shakes his head no.

JOE
 How much is it all together if I
 cash out now? (beat) Bullshit,
 it's got to be more than that.

He slams down the phone. His eyes are drawn to a cardboard box
 in the corner of his office.

46. INT. BACK ROOM - MORNING - CONTINUOUS

Lucas rummages through the cubbyholes for something. A.J. works
 at the art table. Joe comes out of his office. He stands with
 his hands in his pockets, thinking.

LUCAS
 Marker, marker, marker, marker...

A.J. tosses a marker over his shoulder. Lucas catches it.

LUCAS
 Marker!

Corey comes out of the count-out room.

LUCAS
 Corey! Tell me you were nine
 thousand dollars over.

COREY
 Eighteen cents short.

Gina's voice comes over the intercom.

GINA (O.S.)
 Whoo! Come on, seven. Mama needs
 a new pair of shoes!

A song comes over the intercom; Gina has put on Elvis singing
 "Viva Las Vegas." She sings along.

This is the last straw; Joe storms into his office, kicks the
 cardboard box into the back room.

47. INT. BACK ROOM - MORNING - CONTINUOUS

Joe opens the box and withdraws a stack of papers. He hands out
 a couple and starts stuffing the rest in the cubbyholes.

Corey looks up from her page, confused.

COREY
 Joe, what is this?

A.J.
(reading)
Rules and Standards for Music-Town
Employee Conduct.

COREY
We're not a Music-Town.

JOE
We're not a Music-Town yet.

He pulls an ugly orange Music-Town vest out of the box and holds it up. Corey looks horrified.

LUCAS
(reading)
No gum, no food or drink.

A.J.
They're turning us into a Music-Town?

JOE
They made an offer. Mitch is signing the papers next week.

A.J.
Why didn't you tell us?

COREY
You already have the vests!

JOE
I was doing what I could to try to stop it.

LUCAS
What were you doing, Joe?

Joe responds defiantly to Lucas's challenge.

JOE
I made Mitch an offer. I scraped together twenty-five thousand dollars. He was considering making me a partner, with an option to buy him out over the next few years.

COREY
(excited)
You were going to buy Empire?

ALL

That would be great, Joe. Fuck Music-Town. Don't let Mitch sell us out, Joe.

Joe is angrier than ever.

JOE

You don't get it. I'm waiting for his approval, and he's gonna find out I lied to him about the nine grand. You know what a jerk he is.

LUCAS

Mitchell's the man, Joe.

JOE

He's the man, I'm the idiot, you're the fuck-up, and we're all losers. Welcome to Music-Town.

48. INT. EMPIRE RECORDS - DAY

Debra and Gina stand at their registers, reading the employee conduct sheet, thoroughly depressed by what they see.

DEBRA

"No visible tattoos."

GINA

"No revealing clothing."

They look at each other, in agreement on something for once in their lives.

49. INT. EMPIRE RECORDS - DAY

At the Rex Dimond table, Mark reads the rules of conduct.

MARK

"Music-Town playlist must be adhered to."

50. INT. BACK ROOM - DAY

A.J. reads the list to Corey.

A.J.

"Employees must be courteous and polite at all times."

COREY

I may be polite but I'm not wearing that vest.

A.J.

Not only will you wear the vest, you will look so amazing in the vest that everyone will want to quit their jobs and work at Music-Town.

51. INT. EMPIRE RECORDS - MORNING

We see a SHOPLIFTER, 15, working his way down the Rock aisle, efficiently selecting CD's, swiping a magnet over the magnetic security tape, and stuffing them down the front of his pants.

Lucas and Mark staple Rex Dimond posters to the wall behind the table they set up.

LUCAS

First thing you need is a name. Then you know what kind of band you've got.

Lucas notices the shoplifter, makes a mental note.

MARK

Yeah, I know. I was thinking of calling it Mark.

Lucas stares; he can't believe it.

LUCAS

Just Mark?

MARK

What do you think?

Lucas elects to be kind.

LUCAS

I like it. It's perfect. Don't change a letter.

Mark is thrilled to have the approval of his hero. The shoplifter starts to walk casually out of the store.

Lucas gets up and follows the shoplifter.

MARK

Where're you going? Joe said not to leave the store. Joe said not to leave the back room.

Lucas stalks his prey. The kid notices he's being followed and stops to browse through some CD's near the door. He glances up at Lucas. Lucas grins at him.

LUCAS
Guava tunes, kid.

SHOPLIFTER
(innocent)
What?

Lucas grins and nods obliquely. The kid is nervous. He heads for the door, walking casually. When Lucas doesn't follow, he breaks into a run. Lucas laughs and runs after him.

Mark drops what he's doing and runs to the door.

MARK
Shoplifter!

52. EXT. EMPIRE RECORDS - MORNING - CONTINUOUS

Lucas chases the shoplifter across the parking lot. The kid is fast, but Lucas is determined.

53. INT. EMPIRE RECORDS - MORNING - CONTINUOUS

Debra follows Mark out the door. Gina picks up the phone and hits the intercom button.

GINA
Lucas is chasing a shoplifter in
the parking lot.

She hangs up the phone, flips a switch which sends the music to the speakers outside the store, and cranks up the volume. It's the Violent Femmes' classic anthem "Kiss Off."

SONG
"I hope you realize this will go
down on your permanent record..."

Joe, A.J. and Corey burst out of the back room and run to the front.

54. EXT. PARKING LOT - MORNING - CONTINUOUS

The line of Rex Dimond fans watches the action. Gina's voice comes over the outside speakers, cutting into the song.

GINA (O.S.)

Attention Rex Dimond fans. If you look to your left, you'll see a shoplifter attempting to flee with stolen merchandise. In pursuit, night manager Tony Lucas. Let this be a lesson to any of you who are considering shoplifting a "Say no more, mon amour" CD today.

Lucas chases the kid with the confidence of a cougar running down his prey. The kid glances back, tries to pick up his pace. A CD slips from his pant leg and cracks on the cement.

Back in front of the store, the employees watch. Mark nods his head with the beat and sings along:

MARK

"Eight, eight, I forget what eight was for..."

Even Joe is caught up in the chase.

JOE

(low)

Get him, get him, get him.

Lucas and the shoplifter reach the edge of the parking lot. The kid loses time when he looks before crossing the street at the intersection. Lucas doesn't make the same mistake; he runs right across the middle of the street. A car slams on its brakes to avoid him.

Lucas has out-flanked the shoplifter. The kid practically runs into him, stops short. They fake left, then right. The shoplifter turns around and runs the other way, back toward Empire.

They race through the parking lot. Lucas catches up with the kid and grabs the tail of his shirt. The kid keeps running. Lucas lets go of the shirt, takes a run at him, and tackles him. They're in full view of everyone. The song reaches its crescendo.

SONG

"Everything, everything,
everything, everything!"

Lucas grabs a handful of the kid's shirt and gets up, pulling the kid with him. They're both filthy, sweating and panting.

LUCAS

I do not mean to brag, but you, gentlemen, are in the presence of the ultimate weapon against small-time criminal activity.

MARK

You're an apprehension machine.

JOE

(to Lucas)

You don't see the irony in this at all, do you?

LUCAS

The situation is rich with irony, you need not tell me this.

He starts to lead the shoplifter back toward Empire.

A.J.

(to shoplifter)

You got caught, but you got caught by the best.

SHOPLIFTER

Give him a fucking medal.

They pass the CD he dropped. Eddie arrives from Shakey's, picks up the CD.

EDDIE

I have this. I'll make you a tape.

SHOPLIFTER

Fuck you.

55. EXT. PARKING LOT - MORNING

A black Lincoln pulls up behind the store. A male driver and a woman carrying a briefcase get out of the front seat. The driver opens the door behind his. In the back seat is REX DIMOND, 38.

Rex climbs out, pulling on the back of his hair.

REX

He cut it too short. He's a butcher.

He goes over to the woman, his assistant, JANE, 30. Jane is dressed in a business suit, but we see a hint of flamboyance about her. Rex turns and shows her the back of his head.

REX

See? He cut it too short.

Jane looks at it, trying to be impartial.

JANE

I don't think so, Rex.

REX

Tell me it's long, Jane.

JANE

It's a little bit shorter. I think it flatters you.

REX

I look like a hedgehog. Why is it so difficult for you to find a competent barber?

Jane sighs; she's been here before.

JANE

I'm sorry, Rex.

She smiles, speaks to him soothingly.

JANE

But if I had your face, I wouldn't want to hide behind too much hair.

Rex he can't argue with logic. He smiles.

56. INT. BACK ROOM - MORNING

Joe dials the phone as A.J., Corey and Lucas enter with Warren and put him on the couch. Corey turns on A.J.'s boom box.

JOE

Corey, turn that down. I'm talking to the police.

Corey turns the song down, then sneaks it back up.

JOE

(into phone)

This is Joe Peretti at Empire Records.

He looks threateningly at Lucas. You could hear a pin drop.

JOE
(into phone)
We have a shoplifter in custody.
(beat, to shoplifter)
How old are you?

SHOPLIFTER
Old enough.

JOE
He's a juvenile. Yeah, thanks.

He hangs up. Lucas beams at him gratefully. Joe glares back.

JOE
Someone's going to jail, and it's
not going to be me.
(to shoplifter)
What's your name?

SHOPLIFTER
Warren Beatty.

Joe doesn't even blink. A.J. takes a polaroid camera out of a cubbyhole. Joe hands the pile of CD's to the shoplifter.

JOE
O.k., Warren, stand against that
wall and hold these up in front of
your chest.

Warren won't take them.

WARREN
Why don't you take them and stand
on top of that desk and shove them
up your ass.

LUCAS
Warren, where do you get this
hostility?

The bathroom door opens and Gina comes out, wearing one of the orange Music-Town vests with nothing underneath.

GINA
Seriously, I don't think these are
so bad.

Warren looks like his eyes might pop out of his head.

GINA

Although if this doesn't qualify as revealing clothing I have to wonder what does.

JOE

Gina, get dressed. Corey, turn that down. A.J., go up on the roof and fix the sign.

Before anyone makes a move, the back door opens. Jane walks in, followed by Rex Dimond. Everyone freezes.

GINA

Welcome to Music-Town. May I be of service?

COREY

Gina!

JOE

Get dressed, Gina.

Gina ducks into the bathroom. He turns the volume down himself.

JANE

Hi. I'm looking for Joe Peretti.

Joe smiles at her and offers his hand.

JOE

I'm Joe. You must be Jane.

JANE

Pleased to meet you. And this is Rex Dimond.

Joe shakes Rex's hand.

JOE

Yes, Mr. Dimond. We're so pleased to have you here. We all love the new album.

REX

Thank you.

Warren recognizes Rex.

WARREN

What's he doing here?

JOE

Shut up, Warren.

Corey coughs and looks meaningfully at Joe.

JOE

Oh, let me introduce everyone.
This is Corey, A.J. and Lucas
...and Warren.

REX

Corey, A.J., Lucas, and Warren.
Nice to meet you all.

He shakes each of their hands as he says their names. Warren looks at his hand like he might have the cooties now.

COREY

Hi.

Corey looks at her hand like she can't believe he touched it.

LUCAS

Hey Rex, what happened to your
hair?

REX

(insecure, laughs)
Oh, it's a new haircut. I think
he got a little carried away.

LUCAS

I like it.

REX

You do?

COREY

It looks great.

Rex turns and smiles at Corey. She melts.

COREY

It looked great before, too.

57. INT. BACK ROOM - MORNING

Warren poses with his stolen CD's as A.J. takes his picture. Gina pins the photo to a bulletin board covered with Polaroids of previous shoplifters holding merchandise.

MONTAGE of Polaroid stills [Music TBA]:

- Lucas poses with his arm around Warren. The flash goes off.
- Lucas, Corey, and Warren pose together, Lucas in the middle.

- Rex and Warren pose together, Warren sullenly holding a Rex Dimond CD.
- Joe in his office, refusing to be photographed.
- Lucas, Warren, Rex, and Corey pose. Corey stands next to Rex.
- Mark poses, holding a Barbra Streisand box set.
- Gina pins up a photo of Lucas holding his Caesar's Palace cup upside down and frowning.

58. INT. EMPIRE RECORDS - NOON

A crowd has lined up, starting at the table Mark set up and going all the way out the door.

Mark emerges from the back room and strikes an authoritative pose behind Rex's empty chair.

Rex comes out next. The crowd, mainly women in their 20's and 30's, cheers and claps. Rex smiles modestly and goes quickly to his chair. He greets the first woman in line warmly.

REX

Hi, what's your name?

KATHY

Kathy.

Rex starts signing an 8 X 10 for her. She gives him a copy of his new CD for him to sign.

KATHY

K-A-T-H-Y. You were my favorite singer in high school. I've seen every episode of "The Manning Family."

REX

Who's your favorite singer now?

Kathy looks panicked, afraid she's offended him.

KATHY

Oh, it's still you.

Rex smiles.

59. INT. BACK ROOM - DAY

A.J. enters and walks to his display to resume work. Lucas and Warren still sit together on the couch. Jane sits in a chair, reading a paperback.

LUCAS

Hey, A.J. Theoretical question.
If Rex Dimond were stranded by the
side of the road, and Axl Rose
drove by, would Axl stop to help
him?

A.J.

Does Axl carry a jack?

WARREN

Axl would spin the wheel...
(mimes spinning a steering wheel)
take aim, pound on the gas, and
run him down.

Lucas makes screeching sounds, then a skidding, crunching noise, simulating the whole accident. Jane suppresses a smirk.

Joe comes out, a crazed look in his eyes. He agitatedly pours himself more coffee.

LUCAS

Joe, I'm worried about your
caffeine intake.

Joe passes behind Jane, giving Lucas the finger over her head.

60. INT. EMPIRE RECORDS - DAY

Mark has taken a seat and pulled it up so he's just behind Rex.

MARK

So, like if we wanted to cover a
song of yours, would we have to
write you a letter, or could we
just cover it?

A fan tells Rex his name and hands him an old LP to sign.

REX

I think it depends on if you're
getting paid.

MARK

Oh, right. Of course.

61. INT. BACK ROOM - DAY - CONTINUOUS

Warren reaches down to pick up a quarter and discovers it's glued down. He tries another. Lucas flips through the stack of stolen CD's.

WARREN

Who glued these quarters down?

A.J.

I did.

WARREN

What the fuck for?

A.J.

I don't have to explain my art to you, Warren.

LUCAS

Warren, look what you did here.
Rap, rap, metal, rap, metal,
Whitney Houston?

WARREN

For my girlfriend.

LUCAS

Someone like you, you need to
diminish your criminal impulses,
not magnify them. Maybe some
jazz, or classical.

Jane decides to get in on the conversation.

JANE

Have you guys heard Rex's new
album?

Warren looks at her like she's nuts. A.J. glances at her and back at his work. Lucas smiles at her.

WARREN

Fucking teeny-bopper chick music
shit.

Jane smiles diplomatically.

JANE

Actually, it tested quite well
among teenage males.

LUCAS

Jane, did you compare the percentage of teenage male Rex Dimond fans to the incidence of homosexuality among teenage males?

A.J. laughs. Warren, catching on late, laughs loudly.

JANE

No. Thank you for the tip.

The back door opens. Berko enters, carrying his guitar, reporting for work.

LUCAS

Hey, Berko.

Berko goes to the wall to sign in.

BERKO

Lucas, I heard a story about you.

LUCAS

Which one?

BERKO

The one where you bogarted nine grand and flew to Vegas.

He finds his name tag necklace and puts it on.

LUCAS

I was feeling lucky. I still am.

BERKO

(re: Warren)

Who's this?

LUCAS

This is Warren.

A.J.

Shoplifter.

Berko sizes up Warren's sweet, defiant expression.

BERKO

Hey, Warren.

WARREN

Hey.

Jane looks at Lucas and Warren, seeing them in a new light.

BERKO
Is Debra in today?

On the subject of Debra, Berko acts slightly nervous.

A.J.
Yeah, and she's got bandages on her wrist. She won't say what happened.

BERKO
Oh, man, really? Is she all right?

LUCAS
(realizing)
Is there something going on with you and Deb?

BERKO
No. Nothing. No way.
(re: Jane)
Who's this?

JANE
I work for Rex Dimond.

Berko snorts. Warren, A.J., and Lucas can't help snickering.
Jane gets up.

JANE
Excuse me.

Jane goes to Joe's office door. She knocks and opens the door a crack.

JANE
Can I come in?

62. INT. JOE'S OFFICE - DAY - CONTINUOUS

Joe looks up at Jane. She shuts the door behind her, tries to find the right words. Joe anticipates a complaint.

JANE
You know, I don't even like his music.

Relieved, Joe smiles.

JOE
Have a seat.

JANE

(sitting)

Sometimes I wonder what I'm doing,
you know? I just turned thirty.
Am I young, or am I old?

Joe asks the same question of himself. He shakes his head.

JANE

Did you know Lucas stole nine
thousand dollars?

JOE

Yeah.

JANE

What is he, twenty-one?

JOE

Twenty-three.

JANE

I used to be a much more
interesting person. I'm getting
less interesting. Do you think
that something like that is
reversible?

JOE

I used to be a musician. Now I
manage a record store.

JANE

What happened?

JOE

This used to be a music store.
Bobby Beck, the owner, used to let
me come in and play drums on the
demo kit. I worked here part-time
in high school. We had a band and
we played the display instruments
after closing. I went into the
service. When I came back, the
old man was sick, and I took over
managing the store for him. Now
Bobby's dead and I'm working for
his asshole son.

They sit in silence for a moment. It's a comfortable silence.

JANE

I don't know how I can work for Rex when I see absolutely no value in his music.

JOE

If you were stuck on a desert island, you could use his CD to signal planes.

Jane laughs. She stands up.

JANE

All right. If he notices I'm gone, tell him I quit.

Joe looks like this is the last thing he needs.

JOE

No, not today. You don't want to do this today.

JANE

Yes, I think today's the day. Goodbye, Joe. I owe you one.

She leaves.

JOE

Come on... Jane... please...
(to himself)

Damn.

63. INT. EMPIRE RECORDS - DAY

Joe unhappily starts toward Rex's table to break the Jane news. He sees his boss, MITCHELL, a 29-year-old wearing a Hugo Boss shiny blue suit with cowboy boots, talking to Rex. Mitchell is loud and full of himself.

MITCHELL

Joe. I was just telling Rex how my father founded this store.
(to Rex)

He used to sell pianos right where you're sitting. Then my dad turned it into a record store.

Rex nods politely, somewhat interested.

MITCHELL

(indicating Rex displays)
 Hey, Joe. Can't we do better than
 this? Where's the champagne for
 Mr. Dimond?

(to everyone re: Joe)

Here's the big businessman, can't
 even get our star a glass of
 champagne.

REX

I don't drink, thanks.

MITCHELL

Get Rex some bubbly, whatever.

Disgusted, Joe heads towards the back room. Mitchell follows.

64. INT. BACK ROOM - DAY - CONTINUOUS

Lucas sits on the couch with Warren.

MITCHELL

Joe, did you put the money in the
 bank?

JOE

No, I told you, I'll deposit it
 with today's receipts.

MITCHELL

I'm going near the bank. Why
 don't I take it right now?

JOE

Mitchell, it's Saturday. The
 bank's already closed.

MITCHELL

I'll just throw it in the weekend
 drop.

Joe goes into the count-out room. Mitchell starts to follow.

LUCAS

Mitch! Mitch! Have you met
 Warren?

Mitchell turns to Lucas impatiently.

LUCAS

Young Warren came in today and
 made quite an impression on
 everyone.

65. INT. COUNT-OUT ROOM - DAY - CONTINUOUS

Joe is alone in the count-out room with the door open and Mitchell turned to face Lucas. Joe wracks his brain a moment, then has an idea.

He grabs a stack of count-out sheets and stuffs them into a zippered bank deposit bag from the top of the safe. He zippers the bag and locks it.

66. INT. BACK ROOM - DAY - CONTINUOUS

Lucas continues extolling Warren to Mitchell.

LUCAS

Warren's not like the rest of his generation. He knows what he wants in life and he goes after it.

Joe comes out, hands the bag to Mitchell.

MITCHELL

(re: Lucas)

Joe, just remember the people you hire reflect directly on you.

Mitchell leaves.

JOE

I'll try to remember that.

LUCAS

Nice move, Joe.

Warren has been thinking over Lucas' description of him.

WARREN

How the fuck do you know what I want?

67. INT. EMPIRE RECORDS - DAY

Berko looks around the store. He's acting cool about it, but we definitely sense he's looking for someone.

He heads up to the mezzanine. Debra is working there but sees Berko first and ducks behind a rack. Berko shrugs; he's worried about Debra. Berko's worried about Debra. He slides down the stair railing (as they all do).

68. INT. JOE'S OFFICE - DAY

Joe is recovering from Mitchell's visit. Corey comes in.

COREY

Joe, can I serve Rex his lunch?

JOE

No. Berko's taking care of it.

COREY

Joe, Berko will insult him right to his face, you know he will.

JOE

I don't care if he sticks a fuse up his butt and lights him on fire.

COREY

Joe, I have to bring him his lunch.

JOE

No.

COREY

Joe, I need to bring him his lunch.

JOE

No.

COREY

Joe, I am bringing him his lunch.

Joe sighs, starting to give in.

COREY

Thanks, Joe.

69. INT. STORAGE/LUNCH ROOM - DAY

Corey lays out lunch for one in the storage/lunch room off the back room. It's picture-perfect. Wildflowers, glass of wine, lit candles, etc.

Satisfied with her work, Corey closes the door and removes (Flashdance-style) the halter-top that she earlier decided was too sexy. Now she wears just a loose shirt over nothing. It's risqué but hardly scandalous.

She starts to rehearse the seduction of Rex. She scowls from under her brows across at the chair where Rex will sit.

COREY

(huskily)

Rex, I know this seems sudden...

In mid-practice, she hears a knock at the door. Damn. She opens it and Rex enters, escorted by Mark.

MARK

Guava food groups, Corey. Hey, how come only one plate.

COREY

Because Mr. Dimond is going to eat in peace. Joe said so.

She unceremoniously pushes Mark out as Rex sits, murmuring compliments about the food.

Licking her lips, sultry as possible, Corey launches.

COREY

You know, I used to imagine marrying you when you were on the Manning family.

REX

Let's see. You must have been in kindergarten.

COREY

Fourth grade. I'm not as young as you think.

She locks the door and kills the overhead lights. Rex pauses, fork in mid-air. Corey's voice is husky.

COREY

I've fantasized doing this ever since I heard you were coming.

REX

You've fantasized doing what?

The moment of truth. She faces him and undoes her shirt buttons. He stares, a half-smile on his lips. Corey's trembling. She can't turn back now. She lets the shirt fall.

Rex looks at her heaving bare chest and smiles.

Corey has not prepared a smile. Her confidence drains from her face.

REX
You're very sweet, Karen.

COREY
I'm not sweet, and I'm not Karen.

Humiliated, she pulls on her shirt. Unfortunately, the sleeves are inside out and it takes her awhile. She's hyperventilating, sweating. The worst moment of her life just gets worse.

REX
Do you need help with that?

She finally gets the shirt on and runs out of the room

70. EXT. ROOF - DAY

Corey runs out of the back door and climbs the fire escape, desperately looking for seclusion.

She reaches the roof and runs to a hiding place near the front, but when she gets there she notices A.J. kneeling at the base of the sign. His tools are laid out; he is trying to repair it. Corey quickly collects her emotions.

COREY
(bravely)
Hey.

A.J.
Hey.

He barely looks up; he doesn't notice that Corey is near tears.

COREY
Yeah, hey.

Corey studies the two-story distance to the pavement below. We wonder if she's contemplating jumping.

COREY
Hey, and hey again.

She sways forward, then sways backwards.

A.J.
Be careful, don't touch that wire.

Corey turns and kneels next to A.J. She studies the thick wire sticking up from where A.J. is working.

COREY

Why not?

A.J.

It might be hot.

COREY

What would happen if I touched it?

As if under some spell, Corey positions her hand near the wire, as if willing herself to reach for it.

A.J.

It's two-twenty volts. You'd be toast.

She doesn't pull her hand away. Staring at the wires, she prepares herself.

A.J. finally notices the weird energy to his side and turns to Corey just in time to see her grasp the wire.

Her free hand flails out as she squeezes it tightly. At first we think she's been jolted because her body trembles but then she opens her eyes as if surprised she's alive.

A.J. leaps at her and shoves her backwards.

A.J.

What's wrong with you? Are you crazy?

He holds her down, shocked and furious.

A.J.

Why'd you do that?

COREY

(dazed)

Shit, it didn't work.

A.J.

Corey, are you o.k.?

She shakes her head "no".

A.J.

What's going on? Did something happen? What happened?

COREY

Just...

A.J.

Just what?

Unable to say, her eyes plead with him for his comfort. He figures it out, grabs her in a hug.

COREY

Just be nice to me today, o.k.?
Don't yell at me, don't make fun
of me, o.k.?

She burrows desperately into his chest.

A.J.

O.k., it's o.k.

COREY

There's something wrong with me, I
know it now.

A.J.

There's nothing wrong with you.

COREY

Everyone thinks I'm a retard.

A.J.

I don't. I think you're perfect.

She looks at him, startled at the intense way he said it.

COREY

What?

He regrets saying it but now that he's launched, he continues.

A.J.

Do you remember that day, about a
month ago, when Mark set off the
store alarm?

Corey nods.

A.J.

Gina got dumped by that dentist
guy and cried all day. I drew
that picture of him and Lucas made
a voodoo doll. You wore that
skirt that I hate...

COREY

What skirt?

A.J.
The one with the flowers.

COREY
You hate that skirt?

A.J.
I hate that skirt. And I thought,
if I can love her in that skirt,
this is really it.

COREY
(genuinely confused)
The blue skirt?

A.J.
I wasn't going to tell you.

COREY
Tell me what?

A.J. is forced to continue shakily, bravely.

A.J.
I love you.

Corey finally realizes what A.J. is saying; her eyes
instinctively flit to the side. A.J. turns away, already angry
he said it.

COREY
You love me?

A.J.
Yeah (beat) Fuck!

A long silence.

COREY
You're my best friend. Now
everything's going to be weird
between us.

A.J.
So forget it. Forget I said
anything.

He pulls away and exits. Corey watches him go. Her day ruined,
she sits down and stares at the mountains in the distance.

71. INT. EMPIRE RECORDS - DAY

Debra sits on the floor in a record aisle, doing inventory on a laptop. Her fingers fly across the keys. Joe sneaks up on her, concerned about her.

JOE

You don't have to work today.

DEBRA

Great. I'm off to Vegas.

JOE

You can talk to me if you want.
I'm not just your boss, you know.

DEBRA

I like to think of you as my God.

JOE

Maybe I should call your parents.

DEBRA

Do that, and I'll walk into your office, pick up one of your Phil Collins drumsticks and stab it through your heart.

Joe backs away from her, his hands raised in surrender.

JOE

O.k. Don't do that, Debra. Don't do that. You are not going to do that, Debra. It is not a good idea.

Long-suffering Joe walks out the back of the store. He needs relief.

72. EXT. BACK OF STORE - DAY - CONTINUOUS

Joe hangs by both hands from the railing of the fire escape behind the store. It's his ritual for relieving stress.

A.J. climbs up the stairs to be at eye level with him.

A.J.

Can I talk to you?

JOE

Not now.

A.J.

I had this picture of how it was going to be when I finally told her I loved her...

JOE

Hey, pal, I was going to own my own record store...

A.J.

...she was going to say she had secretly felt the same way about me.

JOE

...say a big "fuck you" to everyone who thought I couldn't do it.

A.J.

Hey, Joe. You know something? I quit. I gotta get on with my life.

JOE

You would pick today.

A.J. makes the Loser "L" sign on his forehead, then the "five" signal.

A.J.

Loser. Five years, today.

Joe drops to the ground.

JOE

You want to be night manager?

A.J.

Depends. Who's at Caesar's Palace tonight?

Joe remains serious, with sudden heart.

JOE

You'd be good at it. I'd trust you with anything.

A.J.

I don't want to be night manager. If you make me night manager, I might never leave.

A.J. shakes his head.

JOE

Come on, A. Don't quit, don't quit, don't quit. Not today.

Joe has lowered his head. He shakes it back and forth slowly as he repeats "don't quit."

A.J. gives him a look; Joe's managed to convince him to stay. They start walking back into the back room.

A.J.

But I'm not gonna work here forever.

JOE

It looks like I'm not either.

A.J. opens the back door and looks into the back room; There are two police officers in the back room. A.J. turns to warn Joe.

A.J.

Cops.

Joe instinctively winces, checks his pockets.

73. EXT. EMPIRE RECORDS - DAY

Corey comes down the back fire escape and, deliberately avoiding the store, goes to Shakey's, where she finds the most secluded table and sits miserably.

74. INT. BACK ROOM - DAY

The cops have already handcuffed Warren. Lucas, still sitting on the couch, grins at Joe.

LUCAS

The long arm of the law has embraced our friend Warren.

WARREN

This is fucked.

JOE

Hi, I'm Joe Peretti, I'm the manager.

Warren points at Lucas.

WARREN

Tell them what he did.

Everyone ignores him.

COP #1

I think we're all done here.

WARREN

This is so fucked. You should be taking him.

JOE

You don't need a statement from me?

WARREN

I didn't do shit. This guy took nine thousand dollars.

COP #2

We took one from Mr. Lucas.

WARREN

This is some fucked up shit.

JOE

Warren, I don't expect to see you in this store again.

WARREN

You can't tell me where to go.

A.J.

Bye, Warren.

LUCAS

Good luck, Warren. Don't let the Man get you down.

The cops lead him out the back door.

WARREN

You'll be sorry.

His voice breaks. Amused, they take turns doing his exit line, trying to imitate him perfectly.

ALL

You'll be sorry.

75. EXT. SHAKEY'S PIZZA - DAY

Corey sits staring at her soda at her secluded table. Gina approaches, holding a pizza.

GINA

No sad faces on Rex Dimond Day!
I've been looking all over for
you.

Corey ignores her. Gina realizes it's bad news.

GINA

How was lunch with Rex?

COREY

He's taking me to Vegas. We're
getting married.

GINA

What, he's some kind of creep,
right? Pizza offering.

She opens her pizza; it's Hawaiian. Corey just looks at it.

GINA

Did he talk with his mouth full?
I know you hate that.

Corey smiles reluctantly.

GINA

Did he pick his nose and eat it?

Corey can't help laughing. She and Gina start to pick the toppings off the pizza. They move the ham to Gina's side and the pineapple to Corey's, just like they've done a million times before. For the moment, they're best friends again.

COREY

No, he was nice.

GINA

Then what's with you?

COREY

You know that guy last night, the
one you took home? Patrick? That
was the guy I liked, and you
scammed all over him.

GINA

How was I supposed to know? You
never made a move.

COREY

Maybe if you had given me a
minute.

GINA

Corey, we were there in the car for an hour. You could have at least let me know.

Corey knows Gina's right.

GINA

You acted like a stiff. Do you think guys like that?

COREY

Well, they may not like me, but they don't respect you. And it's no secret to anyone they don't love you.

GINA

What do you know about love, Corey? You're in love with the cardboard Rex stand-up.

COREY

I can distinguish fantasy from reality.

GINA

Yeah, reality's the one you're afraid of.

Gina decides to lay it all out, not angry, with finality.

GINA

If you're never going to grow up, I don't even know if I can be your friend anymore.

Corey is stunned silent. Unaware, Eddie comes up to them with free drinks.

EDDIE

On the house.

He has no idea what he's walked into.

EDDIE

Hey, did Rex see my "Rex Dimond Now" 8-track?

Gina stands up, pushes back her chair.

GINA

Shut up, Eddie. Just shut the fuck up.

Gina storms off. Eddie looks at Corey: "Geez".

EDDIE

It's totally mint, never been played. It's worth over two hundred dollars.

COREY

Eddie, please shut up.

Eddie walks away, bewildered. Corey stares at the pizza, two halves of a circle separated.

76. INT. MEZZANINE - DAY

Debra is hiding out in the glass-enclosed classics section. She sits on the floor with a button machine, punching out buttons. Berko enters, goes to her, and hands her a piece of Bazooka gum.

BERKO

Are you o.k.?

DEBRA

Why does everyone insist on asking me that? No one asked me that yesterday.

Debra unwraps the gum with her teeth, bites the piece in half, and hands half to Berko.

BERKO

You know, sometimes I think like everything we're doing here is an illusion. You can't sell music, it's impossible. What is music? Is it the words, is it the notes, is it the tape or the vinyl or the shiny polymer petro-chemicals they stick it onto? No, it's magic, right? Anyone who's ever heard Bob Dylan can tell you that, anyone who's heard Janis Joplin or Lyle Lovett. Even Rex Dimond is magic.

DEBRA

I was with you until Rex Dimond.

BERKO

I'm sorry about what happened last night.

DEBRA

Berko, lighten up. Have a button.

She hands him a button which reads, "Whassup?" and indicates her wrist.

DEBRA

This isn't about you. I'm a teenager in America, I'm a receptacle for society's ills.

Berko watches Debra's act sadly.

BERKO

O.k., Deb. Be that way.

Berko exits in defeat, but we can tell from Debra's expression that he got to her on some level. She gathers her buttons briskly.

77. INT. JOE'S OFFICE - DAY

Joe is on the phone, the door ajar.

JOE

It's a '66 Corvette, easily worth nine grand... No, it needs some work...

Debra enters, sets a button down on his desk and leaves. Joe reads the button - "To forgive, divine". He sets it back down.

78. INT. EMPIRE RECORDS - DAY

It's Gina's turn to sit with Rex. She's openly flirtatious.

GINA

I don't know, it's just something I've always been able to do. I can tell you what color and what kind.

REX

All right, what am I wearing right now?

GINA

(concentrating)

They're Jockeys, and they're dark blue. Am I right?

REX

I don't know. I can't remember.

GINA

Well, check it out and let me know.

REX

I'll do that.

79. EXT. BACK OF STORE - DAY

A.J. has a piece of the Empire sign and is making a repair with a soldering gun. Corey approaches gently, tentatively.

COREY

Whatcha doin'?

A.J. doesn't want the friendly act. He's suddenly angry.

A.J.

This isn't working.

COREY

What's not working?

A.J.

Acting like nothing happened.

COREY

We were friends. Can't we at least be friends?

A.J.

You know what? No. We can't be friends.

COREY

Why not?

A.J.

Because it's too hard. Open your eyes, Corey. You have no idea how hard it is to be around you.

A.J. exits, leaving Corey devastated and confused.

80. INT. EMPIRE RECORDS - DAY

Berko is at the information counter. A customer hands him a CD. Berko looks at it.

BERKO

No, don't get this. This is crap.

81. INT. EMPIRE RECORDS - DAY - CONTINUOUS

At the back of the store, the line of Rex fans has dwindled to nothing. Rex looks discouraged. Gina smiles at him slyly. He smiles back.

82. INT. BACK ROOM - DAY - CONTINUOUS

Lucas sits alone on the couch, bored. He lifts the sofa cushion next to him. He pulls out a Playgirl. He's intrigued, almost opens it. Gina enters. Lucas shoves the magazine back under the cushion.

83. INT. EMPIRE RECORDS - DAY - CONTINUOUS

Mark and Corey are on the registers. Corey can't get her drawer to work. She's losing it.

Debra comes up and gives Corey a "Fuck Rex!" button from a basket of buttons.

DEBRA

One for Miss Teen America.

Corey reads it, startled by Debra's gesture.

COREY

Thanks.

Debra picks out Mark's button.

DEBRA

And one for the man with the band.

Mark's button says, "Mark for Lucas". Mark is pleased.

MARK

Guava.

Debra rolls her eyes, leaves her basket on the counter, and carries a button over to A.J.

But A.J.'s on the move. He heads across the store, watching Rex the whole way. Rex is standing as if stretching casually. Now he ambles into the back room. A.J. punches the air.

A.J.

Yes!

He trots to the Rex CD display. Debra follows with his button. A.J. unwraps a Rex CD.

84. INT. BACK ROOM - DAY - CONTINUOUS

Gina stands by the shelves, rummaging through her bag. She keeps one eye on the door to the store. Lucas eyes her from the couch.

She's not looking so Lucas stealthily retrieves the Playgirl. The door opens again and he quickly hides it. Rex enters.

Gina turns her back to Rex and goes casually into the count-out room. Lucas watches her go, turns to watch Rex. Just as casually, Rex follows Gina into the count-out room. They close the door behind them. Lucas knows what they're up to and he's satisfied with the way things are going.

He retrieves the Playgirl and, keeping it at arm's length, takes a peek. His eyes widen and he coughs at what he sees.

85. INT. EMPIRE RECORDS - DAY - CONTINUOUS

Back at the registers, Mark and Corey are processing customers. One of them picks up one of Debra's buttons where she left them on the counter. It says "nevermind."

CUSTOMER

How much is this?

MARK

Three ninety-eight.

The customer gives Mark a five. Mark makes change from his own pocket and keeps the five. Corey gives him a look.

MARK

Hey, I make four twenty-five an hour.

An afterthought. To the departing customer:

MARK

Two for six dollars.

A.J. puts on the Rex CD and cranks up the volume; it's "Say no more, mon amour."

A.J.

Debra!

One of A.J.'s feet starts to tap along briskly to the song.

A.J.

Do you believe this?

His other leg gets into the action, twitching to the music. Now his arms start to flail gently. His body's starting to dance and he can't do anything about it. Debra laughs, covering her mouth with her hand.

A.J.

Hey, Debra!

DEBRA

Get away from me.

A.J.
I hears the song and I gots to
dance.

DEBRA
Not with me you don't.

A.J. moves up close and puts his finger to her lips.

A.J.
(speaking along with
lyrics)
Say no more, mon amour.

He pulls her to him and now she has no choice but to dance. He leads her through the store with grand motions, goofing on the corniness of Rex's song.

86. INT. BACK ROOM - DAY

Lucas hears the song, puts down the magazine.

87. INT. EMPIRE RECORDS - DAY - CONTINUOUS

Two customers, a middle-aged gay couple, have joined in and dance in the Show Tunes aisle.

Rex's Barry White influenced fuck-me jam is rendered absurd when the narrative is acted out. A.J. and Debra move through the aisle, leaving toppled displays and CD's in their wake.

Lucas approaches a secretary-like customer and requests the pleasure of a dance. She agrees.

Berko starts dancing all by himself, arms raised in the air, twirling in circles.

Mark and Corey watch A.J. and Debra dance. Mark jerks his head in the direction of the dancers.

MARK
Come on. Let's cut a rug.

Corey would like to, but she'd be too embarrassed.

COREY
No. I can't.

She's also too busy watching A.J., who can really dance.

Mark approaches a customer, an older woman, who looks delighted to be asked and begins leading him in a ballroom step.

Joe comes out of the back room. Rex is nowhere to be seen and most of employees are dancing to "Say no more." He wears the expression of a man who's at the end of his rope.

Debra pulls A.J.'s t-shirt up to his shoulders, revealing his bare chest. She pulls his shirt all the way off and tosses it onto a nearby record rack.

Mark's elderly dance partner begins to do a torrid bump and grind with him. He goes with it.

Now A.J. and Debra's dance into something more serious and sexual. He pulls her close and moves her around his body with surprising expertise. Corey can't watch; she ducks under the front counter and sits on the floor.

Mark notices Joe. He kills the song. The store is silent.

JOE

Go ahead, dance. Dance. Next week you'll be dancing in a Music-Town. Only you won't be dancing because I'll bet you nine thousand dollars there's a Music-Town employee conduct rule which expressly prohibits dancing to "Say no more, mon amour."

Lucas sits on the stairs to the mezzanine. His dance partner has draped herself across his lap.

LUCAS

What should we do instead, Joe?

JOE

(to the others, re:Lucas)
 What the hell am I supposed to do with this guy? Do I send him to jail? Who's he going ask to bail him out? Do I put up my own nine grand, say it never happened? That leaves me with sixteen grand instead of twenty-five and I lose the store. Do I tell the truth? I can't even do that anymore.

LUCAS

You'll figure something out, Joe. You're a superb manager.

They all stare at Lucas, who is not being sarcastic. That's it for Joe. He grabs Lucas by his collar and slams him up against a shelf of CD's. He hauls off to punch Lucas and barely re-directs

his fist into the shelf behind. The CD's go flying. Lucas is oddly calm.

LUCAS

Superb.

Joe looks like he could kill. Instead, he pushes over a rack of tapes. Joe goes into the back, leaving the room shell-shocked.

88. INT. COUNT-OUT ROOM - DAY

Rex and Gina are going at it. Gina sits on the counter, her top unbuttoned. Rex has his hands inside her shirt and his mouth all over hers.

Gina undoes his belt and they get to the underwear question. She was right; navy blue Jockeys.

GINA

Ha! I was right!

REX

Promise me you will use this power only for good.

89. INT. BACK ROOM - DAY

Berko and Lucas follow Joe into the back room only to see him slam the door to his office. Berko is exasperated with Lucas.

BERKO

I don't know why you're so pleased with yourself. You'll be in prison, Joe'll be out of a job, and I'll be wearing this...

(holds up a vest)

...and saying, "No, we don't carry any albums more than six months old. Why don't you try a good record store?"

Lucas seems pleased that Berko is angry.

LUCAS

Right! A good record store!

BERKO

That shit's not funny anymore, Lucas.

There's a pounding on the door to the store. Berko goes over and opens it. DON, a short, tough-looking man in his early 40's, enters. He looks angry.

90. INT. JOE'S OFFICE - DAY - CONTINUOUS

Don removes his rings and lines them up on Joe's desk, preparing to bust Lucas's face.

LUCAS

Diane's told me a lot about you.

DON

What's the matter with you? You got a screw loose?

91. INT. BACK ROOM - DAY - CONTINUOUS

Joe looks around, senses something amiss.

JOE

(to A.J. and Berko)

Where's Rex?

A.J.

I thought he was back here.

Debra comes in the back room. Joe is agitated.

JOE

Debra. Where's Rex?

DEBRA

I didn't lose him.

BERKO

Where's Gina?

Everyone looks at each other. Two people missing. Hmm.

The door to the count-out room is shut. Everyone expects the worst. We hear the sound of thumping and objects crashing to the floor. Joe faces the door of the count-out room and fumes. His employees fear his wrath.

A.J.

I'll check outside.

DEBRA

I'll look in the bathroom.

BERKO

I'll look in the storage room.

They all go to their respective doors, open them and find no one. They pause nervously, look back at Joe.

Joe stands with his eyes closed, steam coming out of his ears, looking ready to knock down the door with his head.

92. INT. EMPIRE RECORDS - DAY

Mark rings up customers at his register while Corey hides below the counter, sitting on the floor and sorting through a pile of returned tapes.

MARK

...we'll probably have to play
little clubs here in town until we
put out an album.

COREY

Mark, can you even play an
instrument?

A BUSINESSMAN, 40's, hears Corey's voice and leans over the counter to see her.

MARK

Berko taught me some guitar
chords. A lot of groups only use
four chords.

BUSINESSMAN

Excuse me, honey? Are you working
here?

Corey looks up. She's in no mood to be helpful.

COREY

(re: Mark)

He can help you.

BUSINESSMAN

I'd like you to help me, young
lady.

COREY

I'd like you to stop calling me
condescending little names.

BUSINESSMAN

That is not the attitude to take
with customers.

Corey stands up, cassettes crashing from her lap, her voice raised.

COREY
Speaking of attitude. Just
because I make minimum wage does
not make you better than me.

Mark picks up the phone and hits the intercom.

MARK
Joe, I think you better get out
here. On the double.

BUSINESSMAN
You're about to find yourself
without a wage at all, young lady.

COREY
(yelling)
I'm not young! I'm not a lady,
I'm not a stiff, I'm not a kid.
You don't know shit about me!

BUSINESSMAN
I want to speak to the manager.

MARK
I'm the manager.

Joe arrives.

JOE
I'm the manager. What can I do
for you?

BUSINESSMAN
I'm Frank Michener, Music-Town
Records regional office.

COREY
Oh, shit.

Frank points at Corey.

FRANK
Is this the kind of language your
employees use on duty?

JOE
Well, Corey's usually very
courteous...

COREY
(to Frank)
Asswipe.

FRANK

This young lady is being extremely rude to me.

Joe almost smiles.

JOE

Really? She's usually so sweet.

MARK

He's a bucket-head, Joe.

FRANK

It's clear to me that you have no control over your employees and, therefore, over this store.

JOE

Next week that might be your problem. Until then, it's my problem.

(an afterthought)

Bucket-head.

FRANK

Fine. I'll be back when it is. And all of you will be gone.

JOE

Get out of my store.

Frank does so, acting as if it was his idea. Corey looks at Joe, worried.

JOE

Maybe you should count out.

COREY

Why? Am I fired?

JOE

Corey, have I fired anyone today?

COREY

No.

JOE

Why would I start with you?

Corey smiles and removes her cash drawer.

JOE

You should see what the Music-Town managers have to wear. Tight mariachi pants with these big frilly blouses. On Tuesdays, leiderhosen.

Joe puts a paternal hand on top of her head. Corey laughs, her guilt diminished. She takes her cash drawer and heads for the back room. Joe trails behind her. He suddenly realizes, too late, where he's sent her.

JOE

The count-out room.

93. INT. BACK ROOM - DAY - CONTINUOUS

Berko, A.J., and Debra are still gathered around the door to the count-out room.

DEBRA

Hey, how many Music-Town employees does it take to screw in a lightbulb?

A.J.

I give up.

Debra smiles her big, fake smile.

DEBRA

I don't know, but I'd be happy to check on that for you, sir.

Corey enters the back room and heads for the count-out room. They all freeze. Corey tries the door.

BERKO

Uh, it's locked, Corey.

COREY

Why?

No one answers her, their faces stark.

COREY

Who's in there?

Corey can tell it's something she doesn't want to know.

COREY

Where's Gina?

From inside, we hear the adding machine going crazy.

COREY

Where's Rex?

Corey starts to get it.

A.J.

Corey...

She drops her drawer to the floor. For the second time today, change goes flying all over the floor. She runs into the bathroom, slams the door behind her. They all stare at the door.

Suddenly, they all hear Lucas being flung against the door of Joe's office. They stare at that door.

94. INT. JOE'S OFFICE - DAY -CONTINUOUS

Lucas bounces off the wall, is slightly dazed but manages to maintain his equanimity.

LUCAS

Before you do that again, can I ask one question? How long have you and Diane been married?

DON

Didn't she tell you? Didn't you two put five hundred dollars on the date of our wedding anniversary and laugh like hell when you lost it?

Lucas looks offended; he'd never be that insensitive.

LUCAS

No. Don, no.

Don lets go of Lucas and hits his fist against Joe's desk.

DON

That woman was the one thing I had that was better than average.

LUCAS

Well, if she comes back to you, she's yours. If she doesn't, she never was.

Don points at Lucas.

DON

You look at things in a real screwed-up way. That's going to land you in trouble your whole life.

LUCAS

Don, Don, enough about me. We're talking about you and Diane.

He takes a seat, motions for Don to do the same.

DON

You think I'm gonna forget about you and Diane?

LUCAS

Me and Diane? There's no me and Diane. It's Don and Diane. Always has been, always will be. Don and Diane. Let's have Don and Diane over for dinner some night. Call up Don and Diane, see if they can help out. Don and Diane have a swimming pool with a slide, why can't we get one?

Lucas leans his head back, smiling at visions of a happy life.

LUCAS

Don and Diane, that even sounds right.

Don finally takes a seat.

DON

I don't think Diane thinks so anymore.

Lucas goes to Joe's desk and opens the bottom drawer. He takes out a bottle of scotch.

LUCAS

Why? Because she took a trip to Vegas?

Lucas pours Don a drink, and one for himself. Don takes a swallow.

DON

No, because she took a trip to Vegas with you.

LUCAS

Don, come on, who's the better man? I work at a record store. You own your own tow-truck. I can barely get out of bed in the morning. You have the strength of five ordinary men. I might go to jail. You're a free man. I took her to Vegas. Take her to Acapulco.

DON

You think so?

LUCAS

I don't know, Don. You're the smart one.

95. INT. BATHROOM - DAY

Corey sits in the bathroom, crying. Someone's pounding on the door.

COREY

Go away.

DEBRA

Corey, let me in. I have to go.

Corey goes to the door.

COREY

Do you really?

DEBRA

I'm not looking for an excuse to come in there and cheer you up.

Corey opens the door and lets her in.

COREY

Yeah, I guess not.

She closes the door, shutting the two of them in together. Debra pulls down her tights and sits on the toilet.

DEBRA

So I guess this is the worst day of your whole perfect life.

COREY

I don't have a perfect life. Just because I don't slit my wrists doesn't mean I'm happy.

DEBRA

Who's happy, Corey? Name me one person.

Debra flushes and pulls up her tights.

COREY

Gina.

DEBRA

Did you want to fuck Rex Dimond in the count-out room? Is that how you imagined your first time, your back up against the daily total sheets, your feet banging against the safe?

Corey laughs.

COREY

Well, no.

DEBRA

You've got stuff about you, you just don't see it. Just get it and you'll be cool.

COREY

What are you doing, cheering me up?

Aware her mask has slipped for a moment, Debra gives Corey her fake smile and slips out the door. Corey locks it behind her.

96. INT. BACK ROOM - DAY

Joe and A.J. pick coins up off the floor. Joe tries to pick up a quarter; it's glued down.

JOE

I wish you hadn't glued these things down. I feel like the world's stupidest practical joke victim.

A.J. checks another quarter; it's stuck also.

A.J.

How do you think I feel?

The door opens and Eddie enters.

EDDIE

Sorry I'm late, Joe.

Eddie goes to his cubbyhole, peels off his Shakey's uniform and pulls on a well-worn t-shirt which reads "Save the LP".

JOE

Just stay til midnight and don't steal nothing.

Eddie goes to the time-sheet and signs in.

EDDIE

Stay til midnight, don't steal nothing. O.k. Where's Rex Dimond?

JOE

He and Gina are having a little party in the count-out room.

Eddie looks stricken.

EDDIE

Gina?

Joe looks from Eddie to A.J. A.J. nods, confirming Eddie's crush on Gina.

JOE

Christ. Don't you guys know any girls who don't work here?

Eddie collapses into a chair, pulls an orange vest out from under his butt. He eyes it suspiciously.

EDDIE

What's this?

A.J.

They're turning Empire into a Music-Town.

Eddie lets out an anguished cry, clamps his hands to his head. At that moment, the door to the count-out room opens. Gina emerges, looking a little flustered but fully dressed.

EDDIE

My world is crumbling!

Rex comes out of the count-out room and finds everyone looking at him. He knows they know. He smiles smugly.

REX

What's wrong with this picture?

Suddenly furious, A.J. lunges at Rex, flailing him back against the wall. Rex tries to push A.J. away but when he can't, he flails back.

It's a hockey fight. Messy and passionate.

Joe tries to break it up and is rewarded with a wild punch in the face from Rex. Joe gives up, disgusted.

JOE
Break his face, A.J.

97. INT. BATHROOM - DAY - CONTINUOUS

Corey hears the commotion, decides to check it out. She opens the bathroom door.

98. INT. BACK ROOM - DAY - CONTINUOUS

Corey comes out to see A.J. and Rex slugging it out. Her eyes widen.

A.J. is holding his own against the older, stockier Rex. His shirt is ripped off his shoulder. To Corey, A.J. suddenly looks... magnificent.

Rex reaches for a weapon, comes up with a CD. He slashes at A.J. with it.

ONLOOKERS
No fair!

Rex gains the advantage. Corey throws herself between the two of them. A.J. tries to shove her out of the way.

COREY
He's not worth it! A.J.! Come on, stop it!

A.J. pauses to take in the passionately pleading Corey.

Rex takes advantage of the moment to sucker-punch A.J. in the gut. A.J. goes down hard. Corey lets out an instinctive scream and drops to the floor. She cradles his head.

COREY
A.J., say something.

He can't; he's winded. Rex stands, panting. Joe is quietly very angry.

JOE
Get the hell out of my store.

Rex looks around. Gina avoids his eyes. He has no allies.

REX

Where's Jane?

JOE

She asked me to tell you she quit.

REX

What?

COREY

And I was lying about your hair.
It looks stupid.

A.J.

And we all hate the new album.

GINA

Not to mention that outfit.

Rex smiles oddly. He looks almost relieved.

REX

You know, I've been thinking about
this moment for a long time. I
wondered where I'd be.

Rex gestures "here I am, in the middle of nowhere".

REX

Six albums, and ~~maybe~~ six good
songs later, and you saw it
happen... The end of the road.

He walks to the door. He turns.

REX

You know, I've been watching you
guys and I've been thinking.
You're lucky. You don't have to
be anyone but yourselves.

Rex exits, leaving the room in silence.

EDDIE

(to Gina)

I hate you.

He goes into the bathroom, slamming the door behind him.

COREY

Same here.

Corey shuts herself in the storage room. Gina glares bravely.

JOE

Go home, Gina.

Gina grabs her bag and rushes out into the store.

Joe knocks on Corey's door.

JOE

She's gone. Get out on the floor.

Joe knocks on the bathroom door.

JOE

She's gone. Get out on the floor.

Lucas comes out of Joe's office. Don's still in there, talking on the phone. Lucas goes and sits next to A.J., who's recovering on the couch. They both look wiped out.

A.J.

(to Lucas)

How'd it go?

LUCAS

I lost the woman I love.

JOE

Christ.

Corey comes out of the storage room. She retrieves her Rex Dimond albums from the shelf and drops them in the trash. Joe pounds on the bathroom door.

JOE

Come on, Eddie. There's other fish in the ocean and I gotta clean up A.J.'s face.

Eddie comes out and walks sullenly toward the store.

JOE

Wait. Take the drawer.

Joe motions A.J. to the bathroom. Lucas gets up and takes Corey's wrist.

LUCAS

Come with me, Hot-head.

He grabs a large pair of scissors and leads Corey into the store.

99. INT. EMPIRE RECORDS - DAY

Lucas and Corey stand in front of the life-size cardboard stand-up of Rex Dimond. Lucas holds the scissors out to Corey. She's reluctant.

LUCAS
I guarantee this will make you
feel better.

She takes the scissors from him and begins to trim Rex's hair.

LUCAS
Corey, someone already did that.
What do you really want to do?

She looks at him for encouragement. He nods. She raises the scissors and awkwardly stabs Rex in the chest. That felt good.

LUCAS
Lower.

COREY
You think?

LUCAS
Get him where it hurts.

Corey holds the scissors out to Lucas.

COREY
You do it.

LUCAS
It's all you, girl.

Corey holds the scissors low and stabs Rex solidly in the groin. She leaves the scissors sticking out of him, knocks over the stand-up, and stomps on his head.

100. INT. BACK ROOM - DAY

Berko checks out A.J.'s face.

BERKO
You o.k.?

A.J. nods.

A.J.
I just feel like I should do
something.

BERKO

Yeah, me too. I ain't got no nine thousand dollars.

A.J.

You think I'd be working here if I did?

BERKO

Yeah, I think you would.

A.J. looks startled; he can't believe Berko said that.

101. INT. EMPIRE RECORDS - DAY

At the front of the store, Eddie rings up a customer. Mark tries to play the CD that A.J. torched earlier.

EDDIE

That wouldn't happen with a record. If a record's warped, you can still play it.

Eddie picks up a 45 from a stack he's been organizing. He looks at it lovingly.

MARK

I guess that makes vinyl the superior technology.

Mark puts his second choice in the player. Eddie sniffs his record, inhales deeply; he loves the smell of records.

EDDIE

I don't even want to work here if I can't sell real records.

Disgusted, Mark throws the burned CD in the garbage.

MARK

When I have my band, people will take me seriously.

Debra comes up and sets a CD on top of the stereo.

DEBRA

This goes on next, o.k.?

MARK

You had yours on already. Mine's on next, then Eddie's.

Eddie reaches over and picks up Debra's CD, reads the label.

EDDIE

This is what I was going to pick.
I'll put it on next.

Debra looks startled. She eyes Eddie anew.

DEBRA

Thanks.

Eddie reaches out and gently takes Debra's wrist.

EDDIE

Can I see?

She doesn't protest. Eddie slides back the sleeve and gently kisses Debra's bandage. A frozen moment.

A.J. passes by, heading for the front.

A.J.

I'm taking lunch.

102. EXT. PARKING LOT - DUSK

The sun goes down, a spectacular purple sunset. A.J. goes to his car and gets in the back seat. He reaches through the bucket seats, pops in a cassette and turns the volume up high.

It's a romantic love ballad, in the mood of "Low" by Cracker. He lies flat on the back seat with his feet sticking out the open passenger door

He listens, identifying with every poetic word. His shoulders start shaking. A.J. is crying as hard as he's ever cried in his life.

103. EXT. BACK OF STORE - DUSK

Berko comes out the back door and lights a cigarette. He notices Rex sitting a few yards away and goes over to him. Berko holds out his cigarette pack.

BERKO

Smoke?

Rex takes one. They light up.

BERKO

You ever work in a record store?

REX

Yeah. In high school.

BERKO

Were you happy?

Rex doesn't answer; he's not sure.

BERKO

Well, I don't know what it was like for you, but I'd rather be here than anywhere else, except on stage. I have a band. The New Originals. Right now, we can't even get a gig. But someday, I'm gonna come in here and they'll be selling my record.

Rex smiles warmly.

BERKO

Did you ever do that? Go back to where you worked and look at your record?

REX

No. Maybe I should have.

104. EXT. ROOF - DUSK

Joe's on the roof, sharing the last of the bottle with Don.

JOE

Remember, the question isn't whether she'll take you back, it's whether you'll take her back.

Don nods; he's sloshed. Joe calls down into the store.

JOE

Lucas! Get up here!

DON

The secret about women... The one thing you gotta know about women is... Damn. I forgot.

Joe pries the bottle from him. Lucas arrives and sits down.

JOE

So.

LUCAS

So.

Joe offers him the bottle. Lucas refuses.

JOE

I pictured myself walking in this place and knowing that John Peretti's punk son owned something this big.

(swigs, depressed)

Some things you shouldn't even wish for. Look what happened.

LUCAS

Don't say that, Joe. Things are still happening.

JOE

No, I give up. I'm going to call Mitchell Beck.

LUCAS

What are you going to tell him?

JOE

Everything, I guess. I'll apologize.

LUCAS

I personally have given up hope on many occasions only to find it has returned to me wearing spiked heels, ready to give me mouth-to-mouth.

Joe hands the bottle to Don and gets up.

DON

Don't give up.

Joe ignores Don. To Lucas:

JOE

Mitchell will call the cops. You can leave if you want.

LUCAS

I'm not leaving.

Joe goes downstairs.

105. INT. JOE'S OFFICE - NIGHT - CONTINUOUS

Joe comes into his office and picks up the phone. He starts to dial, then notices someone is standing in his doorway. It's Jane. She looks changed. Her personal style is more evident; she wears something funky, has literally let down her hair.

Joe hangs up the phone, eyes glued to Jane. Jane's smile says it all.

JANE

What's going on, Joe?

Joe smiles, his answer apparent.

106. INT. EMPIRE RECORDS - NIGHT

Berko, Mark, Eddie handle the Saturday night crowd at the registers. The music seems louder, the atmosphere almost like a club. Anarchy is in the air.

A customer approaches Eddie.

MORRISSEY CUSTOMER

Can I order the new Morrissey 10-inch?

EDDIE

You can, but why bother?

Berko is up on the mezzanine, with his guitar, goofing off from work. He improvises a song about Bazooka Joe to a couple of visiting friends.

Corey and Debra stand behind the information counter. They don't know what to say to each other. Some high school kids approach, a girl and two boys. They've been drinking.

WASTED BOY

Uh, do you know that song, it's about this guy... it goes...

He sings two words of a song, off-key. The others snicker at his ineptitude.

DEBRA

It's by The Breeders.

WASTED BOY

Thanks.

They start to walk away. The wasted boy's friend corrects him.

RUDE BOY

Thanks, you ugly freak.

He laughs at his own comment. Corey's temper flashes.

COREY

Hey! Get out of our store.

RUDE BOY

You think you can make me leave?

Corey comes out from behind the counter, grabs the boy by the collar, and pulls him roughly over to Debra.

COREY

Look at her. She's not ugly,
she's beautiful.

The Rude Boy is dumbfounded. Maybe he even sees that Debra is beautiful.

COREY

I look at you, I see how ugly you
are.

Actually, he's not bad-looking. Corey gives him a shove towards the door.

RUDE BOY

Let's get out of here.

The kids leave. Corey and Debra look at each other awkwardly.

DEBRA

You didn't have to do that. I
know I'm ugly.

Debra's line breaks Corey's heart. Corey rushes towards the back room.

107. INT. BACK ROOM - NIGHT

Corey stands working at the table, making cards out of black construction paper. She writes "R.I.P. DEB" in silver on the outside of each.

Lucas gets up from the couch, goes over to Corey. He slides a photo in front of her. It's a Rex Dimond 8x10 which he's covered with cut-outs from the Playgirl, creating a phallic wig.

LUCAS

I call it "Look, I'm a dickhead."

Corey is impatient with Lucas.

COREY

Lucas, what's going on? Do you
have a plan or don't you?

LUCAS

Not a comprehensive plan.

She thinks he does.

COREY
It's all part of this "Damn the
Man" thing, right?

Lucas touches his nose.

COREY
But who's the man in this case?

LUCAS
Corey, the Man is everywhere.

LUCAS
The interesting thing about you is
you've got the Man right inside
you.

COREY
What do you mean?

Lucas points at her chest. When Corey looks down, he opens his hand and reveals a piece of Bazooka gum.

LUCAS
But look, you've also got Bazooka
Joe.

Corey gets it. She takes the gum, turns on her heel and exits through the store. Lucas looks at her handiwork. He's pleased.

LUCAS
You're throwing a funeral!

108. EXT. PARKING LOT - NIGHT

Corey walks towards A.J.'s car. She gets to where she can see A.J.'s feet and stops.

The romantic ballad is playing again. The song ends and A.J. sits up to re-cue the song. He notices Corey standing ten feet away and freezes. Corey steps forward and is about to speak when A.J. puts his finger to his lips. He wants her to listen. Corey closes her eyes and listens.

A.J. lies back and closes his eyes. Together, they listen.

Corey opens her eyes and slowly slides into the back seat with him, trying not to disturb him. Gradually, she crawls further into the car to the point where her face is inches from his. A.J. is extremely aware of her presence. His eyelids tremble. Corey waits, her face inches from his, but A.J. cannot make a move.

Corey decides she's being a fool and abruptly walks away.

109. INT. A.J.'S CAR - NIGHT - CONTINUOUS

A.J. opens his eyes and realizes he missed his chance.

110. INT. EMPIRE RECORDS - NIGHT

Debra is at the information counter, reading one of the funeral invitations. Corey walks away from her, toward Eddie and Mark at the register.

DEBRA

I'm not doing this.

COREY

Then we'll do it without you.

111. INT. BACK ROOM - NIGHT

The lights are out. Candles are being lit. A mock funeral. Smashing Pumpkins' "Silverfuck" plays - evocative, mournful.

SONG

I feel no pain.

Debra lies on the Rex Dimond table, playing the corpse. A.J. plays the priest. She tries to escape, but A.J. pushes her back.

DEBRA

Who died and made you boss?

Joe, Lucas, Eddie, Corey, Berko and Jane are taking their seats in a semi-circle. They pick up on the funeral jokes.

ALL

The suspense is killing me. This is to die for. (etc.)

DEBRA

Can we get this over with?

A.J. turns down the music and starts the funeral.

A.J.

So Deb tossed the incarn and never even said why. You could say that's uncool, but personally, I kind of understand. It's pretty brutal out there. The boomers have failed to provide or protect or prepare us for any kind of hopeful life. (CONT'D)

A.J. (CONT'D)

And I guess Deb's proof of that.
I mean, she knew all the songs,
and all the best bands. Shit, if
Debra can't pull off life on
earth, how are we supposed to?

A.J. steps aside. Eddie gets up to speak. The door to the store opens. Gina comes in. Corey shoots her a look that could kill. Debra lifts her head to see who it is.

DEBRA

Oh, hi Gina.

Gina finds a seat. Eddie takes a liner note from the John Lennon "Mother" CD and reads it, his voice quavering.

EDDIE

"Look at me. Who am I supposed to
be? Who am I supposed to be?
Look at me. Look at me."

He stuffs the paper back in his pocket and sits down.

112. INT. EMPIRE RECORDS - NIGHT

Back in the store, Mark is the only employee not at the funeral. He has a line of customers halfway down the aisle and the phone is ringing off the hook. Mark picks it up.

MARK

Empire Records, open till
midnight, this is Mark... How the
hell should I know if we have it?

He slams down the phone and yanks two CD's from his next customer.

113. INT. BACK ROOM - NIGHT

Joe stands behind the table.

JOE

I feel like I should have the
answer for you guys. But I don't.

The phone intercom beeps and we hear Mark's voice.

MARK (O.S.)

Someone better get the fuck out
here and fucking help me.

They look at Joe but his mind is elsewhere.

A.J.

I'll go.

He gets up and leaves. Joe continues.

JOE

Nothing seems to work. Not true love, not fame, not rich parents, not a job. Just friends. The only thing that always works is friendship. And music. When it's over for me, I hope I can say I lived for music and my friends.

They're touched by the rare event of Joe revealing himself.

JOE

And I feel rotten I wasn't able to give that to you guys, for at least a little longer.

Tears are streaming down Debra's face. She covers her face with her hands. Gina has been sitting contritely. She is moved to speak.

GINA

I know you guys don't want me here. I know I did a lousy thing. What can I say? I don't know why I did it. I only know you're the one moving ahead of me, Corey. You're smart, you're going to college, people admire you, you have a future. I don't have any of that. I look up to you, Corey and no matter what I do I'll always love you.

Corey doesn't know what to do. She studies her shoes.

114. INT. EMPIRE RECORDS - NIGHT

A.J. and Mark each operate a register. The line is still pretty long.

MARK

Come on, A.J., I always miss everything.

A.J.

Look at this line. You can't leave me with this.

MARK

Did someone tell you they don't want me there? Did everyone get together and decide I should have to work?

A.J.

No.

Mark doesn't believe him.

MARK

Was there a vote?

A.J.

Go to the funeral.

MARK

Not if they don't want me there.

A.J.

Go. Come back when it's over.

Mark heads for the back room.

115. EXT. EMPIRE RECORDS - NIGHT - CONTINUOUS

Warren has come back. He walks from the parking lot to the entrance of the store. As he opens the door, he pulls something out of his pocket and holds it down next to his leg. We see that it's a handgun.

116. INT. EMPIRE RECORDS - NIGHT - CONTINUOUS

Warren enters the store and looks around agitatedly. A.J. hands a customer a bag.

A.J.

There you go. Thank you.

He sees Warren, who looks right at him, trying to look tough.

A.J.

Warren...

Warren moves the gun up so A.J. can see it. Warren looks like a scrawny, insecure kid, but he's armed and looks determined. That's enough to scare A.J.

A.J. takes in the situation and decides to face Warren. He leaves the register, walks toward Warren, quietly stern.

A.J.

Warren, get out of the store.

WARREN

Fuck, no. You can't tell me what to do.

A.J.

Let me see that gun.

A.J. holds out a hand. Warren lifts his gun to A.J.'s face.

WARREN

See?

117. INT. BACK ROOM - NIGHT - CONTINUOUS

Lucas gets up to speak.

LUCAS

Hey, we're all a bunch of misfits, outcasts and deviants. But you know what? One day, all of us, we're gonna be way out there. We're gonna be the ones that make the music, make the movies, make the changes... that create the art that gives the next generation of high school losers and geeks and football players and prom queens something in common, something to unite them. We're gonna build a fucking empire. And that is so infinitely better than feeling like we're o.k. now.

Debra is shaking. For a second we think she's crying, but she's laughing. She abruptly sits up and starts pulling off her bandage.

DEBRA

You want to know something fully weird? I tried to kill myself with a Lady Bic. A safety razor! It took me forever just to break the skin.

She shows her wrist. There are cuts, but they are superficial.

ALL

Jesus, Debra.

DEBRA

Yeah, it's lame, but I've had this idea. It's been coming at me all day long. People have been looking after me all day and I just figured it out. Why does someone have to cut themselves for that to happen? Why just me? Why today? We're all in pain all the time. Let's just look after each other. How fucking hard can that be?

Corey gets up, goes over to Gina, sits on the floor at her feet. We know they're best friends again.

The room is silent.

Suddenly there's a gunshot from inside the store.

JOE

What was that?

Mark is closest to the door. He starts to open it. Joe rushes over and pushes him back, then opens the door cautiously.

118. INT. EMPIRE RECORDS - NIGHT - CONTINUOUS

Warren looks down at the smoking gun in his hand.

WARREN

Fuck!

He's fired a shot into the Rex Dimond stand-up Corey attacked earlier; we can see the bullet hole in Rex's chin.

There are about twenty customers in the store, now mostly hiding behind album racks. About eight are gathered near the front with A.J., being held hostage by Warren.

A.J.

Warren, why don't you let these people go?

WARREN

Why don't you fuck yourself?
They'll call the cops, you think
I'm stupid?

A.J. doesn't answer that one.

119. INT. BACK ROOM - NIGHT - CONTINUOUS

Joe closes the door and turns to Lucas, right behind him.

JOE

It's Warren. He's got a gun.

COREY

What did he shoot?

JOE

I don't know. A.J. looks o.k.

LUCAS

He's mine.

Lucas starts to open the door.

JOE

No, you stay here, call the cops
and go out the back.

LUCAS

Warren is mine.

Joe pushes Lucas back forcefully.

JOE

I said stay here. Call 911. Tell
them he's just a kid.

Joe walks out into the store.

120. INT. EMPIRE RECORDS - NIGHT - CONTINUOUS

Joe walks up to Warren.

JOE

Let me have the gun.

WARREN

You can't fucking tell me what to
do. You told me not to come back.
Well, here I am.

Warren fires over Joe's head. That felt good. He points the gun
around and enjoys the power as people cower and sprawl.

Lucas arrives with his arms up in the air.

LUCAS

Warren! How's the crime spree,
man?

WARREN

(to Joe, re: Lucas)
He steals from you, you don't do
dick to him.

(to Lucas)
You still working here?

LUCAS

Last I heard.

WARREN

(to Joe)
You gonna give me a job?

Joe briefly considers lying, decides against it.

JOE

No, Warren. Not now.

A.J.

What do you want, Warren?

Warren fires a shot into the ceiling.

WARREN

Stop calling me Warren! My name
isn't fucking Warren!

121. INT. BACK ROOM - NIGHT - CONTINUOUS

Everyone's still in the back. Debra stands at the door, peeking
out.

DEBRA

Into the ceiling. His name isn't
fucking Warren.

COREY

Where are the cops?

MARK

I thought his name was Warren.

122. INT. EMPIRE RECORDS - NIGHT - CONTINUOUS

Warren continues yelling, waving his gun around.

WARREN

Fuck you all. You work at a
fucking record store. You're so
fucking happy to be here, you
think you're so.... superior.

LUCAS

Warren, I thought we were friends.
You and me against the Man.

WARREN

You're not my fucking friend.

LUCAS

Try me. What do you want? Cash?
CD's? Autographed Rex Dimond
photos?

A.J.

He wants a job.

Warren looks at A.J. He doesn't deny it.

LUCAS

That it, Warren? You want to work
at a fucking record store?

WARREN

(lying)

No.

LUCAS

I think you're lying, Warren.

WARREN

(re: Joe)

He said he wouldn't give me a job.

Lucas looks at Joe expectantly. Joe can't believe he's supposed
to hire Warren.

JOE

Christ.

Everyone looks at Joe, waiting for more.

JOE

Give me the gun, I'll give you a
job.

Warren looks around, distrusting but stupid. He really wants the
job. He holds the gun out to Joe.

Just as Joe takes the gun, two policemen crash through the front
door, guns raised. Seeing that Joe has the gun, they aim at him.
Joe raises his free hand and carefully sets the gun on the
counter, hands in clear view. Still thinking he's the criminal,
the cops rush him, slam him against the wall.

JOE

Christ.

Joe beyond complaining.

123. INT. EMPIRE BACK ROOM - NIGHT

Joe, Lucas, A.J., Corey, Gina, Jane, Mark, and Berko are gathered in the back room. The cops have finished their questioning and are taking Warren away in handcuffs.

JOE

Thank you, officers. So long,
Warren.

A.J. finishes laminating an Empire name tag which reads, "WARREN - I WORK HERE". He goes up to Warren.

A.J.

Hey, Warren.

He holds out the name-tag he made.

A.J.

Here.

He goes to put it around Warren's neck. Warren won't let him.

WARREN

Will you keep it here for me?

A.J. hangs the name-tag on a nail.

LUCAS

Don't let the man get you down.

WARREN

You either.

They take Warren out the back door.

The room is silent. Joe and Lucas sit down on the couch together like survivors of a great battle. They are wasted but also somehow transcendent.

Lucas holds up his watch to Joe.

JOE

O.k. I'll go call Mitchell.

Joe gets up. At the same moment, the door from the store opens and Debra walks in. She throws something down on the couch next to Lucas. It's a stack of bills.

DEBRA
Nineteen hundred dollars.

LUCAS
Where'd you get this?

DEBRA
I sold my car.

LUCAS
Deb...

She gestures "stop."

DEBRA
Say no more.

LUCAS
Thanks, Deb.

JANE
Theoretical question: If the record company gave Rex Dimond three hundred dollars in expense money, and if Rex left early, and if I had the money in my pocketbook, is it my money to do with as I see fit?

They all nod. Jane takes three hundred-dollar bills from her purse and puts it on the sofa with the other money.

LUCAS
Thank you.

Mark retrieves the crumpled bills he's made selling Debra's buttons. He adds them to the pile.

Gina, Corey, and A.J. take all the money from their wallets and backpacks and throw it in. Berko opens his wallet, comes up empty.

Joe exits from his office with the petty cash envelope and adds its contents to the pile.

Gina is counting the money aloud. It's less than four thousand.

A.J.
I'll hit my cash machine.

GINA
I've got fifty bucks at home.

They talk about finding more money, but Lucas interrupts by suddenly standing up on the couch.

LUCAS

It's not about the money. It was never about money.

He holds one of the pillows to his chest as he tells his story.

LUCAS

It was the first time I've been alone in Empire. The store was mine. I had the tunes cranked, I had nine grand sitting in front of me.

He re-lives the moment, his mind still blown.

LUCAS

It doesn't get any better. Then, someone was rapping on the front door. It was Diane. I went to let her in and "Purple Rain" came on the radio. Everything came together in one beautiful moment, and I knew. My life, maybe even the whole world was going to change because of one beautiful moment. And all today I still felt that way. Stuff was happening. It was all leading somewhere.

(beat)

But I guess I was wrong.

Lucas has accepted defeat. He tosses the pillow into the box of Music-Town vests, and steps down from the couch.

LUCAS

(to Joe)

Go call Mitchell.

Mark leaps to his feet.

MARK

No, Wait. Wait!

Mark has an idea that is so genius he is speechless. He rushes out the door.

124. EXT. EMPIRE RECORDS - NIGHT

The police cars drive away from the store. A television crew sets up to do a live report.

Mark runs up to the TELEVISION REPORTER (BRENT).

MARK

I'm a witness. I saw the whole thing.

BRENT

You did? Great. Stand right here, I'm about to go live.

The reporter starts his report to the camera.

BRENT

Good evening, Kent. I'm here on the site of the record store hostage situation and I'm standing with one of the employees who was involved.

The cameraman pulls back to include Mark in the shot.

BRENT

Can you tell us what happened?

MARK

It was pretty wild, but, uh, so we're going to have a party here tonight. A guava band called the New Originals. Free admission.

BRENT

(trying to interrupt)
We're live on the news, sir.

MARK

That's o.k. Anyone can come. It's a rave.

BRENT

(to camera)
Well, Kent, that's the situation here. Some shattered nerves, but life goes on.

Mark tries to push himself back into frame.

MARK

It starts at midnight. Rave on, everybody. Damn the man. Save the Empire.

Mark turns to see his colleagues staring at him. For a moment, he is convinced he's made a big mistake. Then Berko shrugs, smiles.

BERKO

Hey, it's a gig.

JOE

Fuck it. Go ahead and do it.

LUCAS

Good man, Mark.

Mark is overjoyed. Music up.

125. INT./EXT. MONTAGE - NIGHT

- A.J. sketches out a flyer which reads "DAMN THE MAN"
- Gina runs off copies of the flyer at the xerox machine.
- Eddie stuffs a flyer in each customer's bag.
- Debra punches out more buttons, while working the phones.
- Eddie displays his beloved Rex Dimond 8-track next to his register with a sign that reads, "Win me! \$1 a ticket."
- Mark and Lucas carry the Rex table out to the sidewalk. It will be the bar. They roll beer kegs under it.
- A.J. makes cool signs which read "Beer \$5".
- Brent, the obnoxious reporter, is making the rave his story.

BRENT

(to camera)

For those of you out there who are
over 25, a rave is an illegal
party generated by word of mouth.

(melodramatically)

The catch is, no one ever knows
how many people will show up.

Eddie sticks his face into the frame.

EDDIE

Hey, Brent, have a beer.

Eddie pops open a warm beer in Brent's face, thoroughly spritzing him.

EDDIE

Nimrod.

- Music blares from the PA speakers attached to the store.
- A pick-up truck arrives with Berko's band equipment.

- They erect a ladder to the roof of the attached one-story gift shop next door to Empire.
- Corey exits Walgreen's, her arms filled with plastic cups.
- A.J. puts his displays out on the sidewalk. Price tags hang from them.
- Jane writes "\$10 each" on the side of the box of Music-Town vests, then changes her mind and changes "\$10" to "\$20."
- High school kids start arriving by the carload. They quickly fill up the small parking lot and start double-parking and loitering on the street facing the store.
- Band members hoist a giant speaker to the roof of the gift shop.
- A college kid hands A.J. eighty dollars for his Gin Blossoms display.
- The crowd swells exuberantly. Kids are thronging into the street, brazenly obstructing traffic and enjoying their power.
- Brent excitedly interviews Mark as he mans the busy bar.

BRENT

Can you tell us the purpose of this gathering?

MARK

Free the Empire One!

126. EXT. STREET - NIGHT

Two cop cars siren up to the perimeter of the crowd. They attempt to drive through but the kids swarm their cars. The mood is slightly anarchic. The cops call for back-up.

127. INT. JOE'S OFFICE - NIGHT

Corey and Joe watch TV coverage of the rave in Joe's office. Lucas' face comes on the TV.

COREY

Ha! It's Lucas!

LUCAS (ON T.V.)

Which is scarier, revolution or stagnation? I ask you.

JOE

Revolution?

Joe runs out of the room. Corey continues to watch.

LUCAS (ON T.V.)

All hail the Empire. Damn the man.

128. EXT. EMPIRE RECORDS - NIGHT

Joe arrives and pulls Lucas by the collar off the air.

JOE

Are you crazy?

Joe remembers yes, Lucas is crazy.

JOE

Lucas, there's way too many people here already.

A group of shirtless teenage boys are waving car flares from the roof of a Dairy Queen across the street.

Eddie holds up a 45 rpm as he explains his love of vinyl to another TV camera.

EDDIE

...It's symbiotic. The needle touches the grooves, and you watch it go around and around, like life.

Joe is about to yank Eddie off too, then decides "Fuck it."

129. EXT. NEIGHBORHOOD - NIGHT

A cluster of pre-teens hop on their bikes to check out the action.

PRE-TEENS

Damn the Man! Damn the Man!

130. EXT. EMPIRE RECORDS - NIGHT

Debra hustles the last customers out of the store. Brent sticks a microphone into her face.

BRENT

Is all this a statement of some kind?

Debra gives him a big fake smile.

DEBRA
We just want to say how happy we
are to be alive.

131. INT. EMPIRE RECORDS - NIGHT

It's midnight. Debra locks the door with a flourish.

Eddie picks up his cash drawer and heads toward the back. Debra ambushes Eddie with a kiss on the lips. She pulls away and covers her face with her hands. Eddie drops his cash drawer, pulls her hands down, and kisses her again, hard.

Their kiss is interrupted by a banging at the front door.

EDDIE
Fuck.

Mitchell lets himself in and advances angrily. He steps over the cash drawer.

EDDIE
Hi, Mr. Beck.

MITCHELL
Where's Joe?

Mitchell brushes past Eddie and Debra towards the back room.

132. INT. BACK ROOM - NIGHT - CONTINUOUS

Joe comes out of his office as Mitchell arrives.

MITCHELL
What's going on here? Why do I
get the feeling I'm being fucked,
Joe?

JOE
I don't know, Mitch.

MITCHELL
What really happened to that
money?

JOE
One of my employees needed it.

MITCHELL
They stole it, and you're
replacing it by selling beer in
front of my store?

JOE
I can explain if...

MITCHELL
(interrupting)
Shut up, please. Just tell me
which one took the money.

Joe shakes his head; he's not going to tell.

The back door opens and Lucas comes in, out of breath, carrying a cup of beer.

LUCAS
Mitchy Mitch!

Mitchell looks at Lucas like he's a stupid child.

MITCHELL
Hello, Lucas.

LUCAS
Some party, huh?

He offers Mitchell the beer. Mitchell declines. Lucas shrugs and takes a sip. He sits down on the couch.

LUCAS
What a beautiful night.

MITCHELL
Lucas, Joe and I are having a
discussion.

LUCAS
Let me ask you about this Music-
Town thing, Mitchell. If this
deal goes through, next week you
are the proud owner of one of many
Music-Town Records across this
great land. Correct?

Joe hangs back and listens to where Lucas is going with this.

MITCHELL
Yes.

LUCAS
And this is preferable to you
because Music-Town jacks up their
prices, and some of this money
goes in your pocket.

MITCHELL

I don't have to explain my business decision to you.

LUCAS

I'm talking business here, Mitchell. Now, when Music-Town comes in, Joe is out, and Corey and Mark are out. Debra and her tattoo are out, and Eddie and his eight-tracks. Gina'll be out before her first shift's over, bank on that. You don't need A.J., he's out. And it goes without saying that I'm out.

Lucas takes a swig of beer and offers it to Joe, who accepts.

LUCAS

Now, I can't speak for Joe, but what I might do in that situation is open my own record store, in that empty space next to the video arcade. And man, would my prices be reasonable.

Joe finishes off the beer and looks thoughtful.

MITCHELL

He doesn't have the start-up capital.

LUCAS

Yes, he does.

JOE

No, I don't have it, not all of it. But I'll get it.

Lucas raises his eyebrows, visibly impressed. Joe drops his cup in the trash.

JOE

Mitchell, I quit.

Silence. They hear a roar go up as Berko's opening chords resound outside.

133. INT. EMPIRE RECORDS - NIGHT

Joe walks towards the front with Lucas following.

LUCAS

Hey, can I be night manager at the new store?

Joe gives him a look.

LUCAS

Can I? Come on, Joe, let me be night manager.

Joe caves in.

JOE

All right. But I'm withholding a hundred a week until you pay back your debt to society.

LUCAS

Can I have a raise then?

Joe smiles. Jane is waiting at the front door. Joe takes her hand, shuts out the lights, and leads her and Lucas out into the parking lot.

134. EXT. EMPIRE PARKING LOT - NIGHT

The crowd is now immense. Kids at the edge of the crowd are barricading the roads with tree planters, etc. Several kids wearing Music-Town vests run through the crowd with a "Damn the Man" banner.

Police reinforcements arrive at the edge of the crowd, but the crowd's growing exuberance and size are more than they can handle. The cops resort to using megaphones.

COPS

This is an unauthorized gathering in a public place. We urge you to disperse this area.

Over the store speakers we hear Debra's voice.

DEBRA

We urge you to stand up on your cop car and shove that megaphone up your ass.

CROWD

Yeah!

A drunk girl kneels on the hood of a cop car. Others let the air out of the patrol car's tires.

135. INT. EMPIRE RECORDS - NIGHT

Debra makes pig noises into the intercom.

136. EXT. EMPIRE RECORDS - NIGHT

Berko's band is now assembled on the gift-shop roof. Mark swaggers at the microphone.

MARK

Welcome to the new empire!

The speakers are powerful and his voice fills the area.

MARK

And now, the New Originals!

Berko's band blasts into their first number. It's a great song and kids at the front immediately start dancing.

The police plunge through the crowd on foot.

Debra and Eddie push into the crowd and start to dance. Joe and Jane follow and start to pogo.

Berko is a talented performer. Gina stands at the side, watching wistfully. Berko invites her to join them on the chorus. She jumps at the chance and belts out a strong harmony.

Corey is looking for A.J. She can't find him anywhere.

Mark runs from Walgreen's with more plastic cups. He stops, stares. Sitting at the side of the crowd is Rex, quietly enjoying the show. It takes Mark a moment to realize that it's Rex because he's wearing a plain, untucked t-shirt and jeans. He's worked out the new haircut and looks like a normal, likeable civilian.

Berko is impressed by Gina's voice. At a certain point, he steps back, abandoning Gina alone at the mike. She panics for a second, but recovers like a pro. Gina's got what it takes.

Don and Diane arrive at the back of the crowd. She climbs onto his shoulders, moving to the music.

Jane, Joe, Eddie and Debra dance together near the bar. Mark notices them and climbs up onto the bar. He raises his fists over his head; they're full of bills. Carried away, he abandons the bar and joins his friends. They dance like fiends, not caring how they look or who's watching.

And someone is watching. Lucas stands on top of a car, surveying the scene he's created, a satisfied smile on his face. Lucas jumps down and joins them.

Corey approaches Lucas.

COREY

Where's A.J.? I can't find him.

Lucas shakes his head; he doesn't know.

The band finishes their first song. Mark gestures to Berko, pointing out Rex to him. Berko waves to Rex, smiling. He motions, "Come on up, join us." Rex smiles; no way.

BERKO

(into microphone,
doing the old bit)

Here's a song that's a favorite of
ours. We hope it's one of yours.

The New Originals start a song that we quickly recognize as "Say no more, mon amour". But it is their own brilliant grunge version. Rex smiles, enjoying the new arrangement. During the guitar solo, Berko points out Rex to the crowd.

BERKO

Ladies and gentlemen, Mr. Rex
Dimond.

Some of the kids start chanting "Rex." Rex is a good sport. He makes his way towards the stage.

Don is introducing Diane to Joe and Jane. Manfully, to Joe:

DON

If you're opening a new store, I
wouldn't mind being in on it.

Corey notices A.J. alone up on the edge of the Empire roof. He's working on the sign. She screams up to him.

COREY

A.J.!

But A.J.'s back is turned and he can't hear her in the din. She's frantic to get to him. She tries the door to the store. It's locked. The passage around the building is blocked by bodies. She starts climbing a drain pipe that goes straight up the front of the building. She climbs recklessly.

Rex is on the gift shop roof. He borrows an extra guitar, modestly starts playing in the back of the band.

Down below, the cops reach the sidewalk outside the gift shop. They signal for the band to stop playing but Berko only smiles down and plays harder. The crowd exults.

The cops break through the door of the gift shop and enter.

Meanwhile, Corey has reached the roof ledge. Now the hard part. She's exhausted. She slips, almost falls.

On the gift shop roof, Rex and Berko share a mike. The cops arrive and order them to stop. They defiantly continue. The crowd roars its approval. The cops manhandle Rex and Berko into handcuffs. The rest of the band thrashes a crescendo.

The cops cut the electrical power to the gift shop. Sudden silence, followed by a cry of dismay from the crowd.

Meanwhile, Corey manages to swing a leg and then her whole body onto the roof. She rolls to safety.

A.J.

Corey?

She staggers to her feet. She's exhausted, sweaty and dirty.

A.J.

What's going on?

COREY

A lot.

She walks right up to A.J. and takes a round-house swing at his face. She misses by an foot.

A.J.

What are you doing?

COREY

Anything I want!

She starts shoving him across the roof.

COREY

If I want to sneak out I will.
 And if I want to not sneak out
 I'll do that too! I'll do what I
 want and the hell with what
 everyone thinks I should do it and
 that includes you. I'm not gonna
 do it your way or Gina's way or
 Debra's way or my mother's way or
 anyone's way but mine. O.k.,
 maybe I haven't found my way yet
 but I will. I will. And you're
 fucked up because you're not even
 looking for a way yet.

A.J.

Corey. Stop hitting me.

She gets in one more for good measure, stands there panting.

COREY

Shut up and listen because you are such a jerk because you have giant talent and a great heart and everything it takes.

A.J.

Corey.

COREY

I said shut up! I know you don't love me anymore. I know I blew it but at least I know that and you know nothing.

A.J.

Corey.

COREY

I loved you. Damn it. I loved you so much I didn't realize it was love because it was better than love. It was respect and comfort and friendship. So fuck you.

She finally runs out of words. A.J. is smiling.

A.J.

I quit.

COREY

You did?

A.J.

I'm going to art school.

COREY

You are? Where?

A.J.

Wherever you're going.

She totters on her feet.

A.J.

And I love you. Nimrod.

COREY

Oh man, what a day.

She sways on her feet, like she might faint. A.J. takes preventive measures. He wraps his arms around her. She pulls him down on purpose. They lie in a tangled pile on the roof. They kiss rapturously.

Suddenly they both stop and listen; a song is playing out of the store speakers. It's the song they listened to in the car.

They pull each other to their feet and begin to dance. Their dance is tender and giddy.

Suddenly, as if by magic, the Empire sign lights up.

The end titles crawl. One by one, their friends join them on the roof. The mood is casual and loving.

They look below, where Rex and Berko are being arrested. Berko couldn't be happier. He raises his fist to the television cameras. Rex smiles, both happy and sad that Berko appears launched.

Up on the roof, Lucas produces a hat-full of Bazooka gum. The old ritual. They all unwrap a piece. Lucas ceremoniously hands Jane her first Bazooka Joe.

MARK

(to Jane)

You know, I'm starting a band.

A helicopter pull back shot to reveal the building and then the parking lot and then the whole town of Fresno and then the mountains and the lights getting smaller in the darkness.

FADE OUT.