

In Defiance of Gravity

by
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EXT. 114TH STREET BROWNSTONE, COLUMBIA UNIVERSITY - A COUPLE YEARS AGO - NIGHT

As we crane up the building, VARIOUS STUDENTS study for final exams in their rooms. We hear various snippets of their conversations...

STUDENT 1 (O.S.)

Do you have the notes from the last recitation?

We move up a floor...A TWENTY-SOMETHING GUY (STUDENT 2) in thick rimmed tortoise reading glasses talks with A PAKISTANI STUDENT who drinks from a coffee mug and has an economics text book resting near the window. He checks his watch...

STUDENT 2

...I just got so fed up with everybody's passion...

We move up another floor and hear...

STUDENT 3 (O.S.)

...What time's your first exam, tomorrow?

STUDENT 4 (O.S.)

Ten, why?

Then, another student, A KOREAN GIRL, peaks her head out the window and looks around, then talks to someone in the room behind her...

STUDENT 5

...couple minutes 'til the midnight scream...

We move up one more floor - A COUPLE studies on a bed facing each other. CHARLIE HEMMINGS, 22 at the time, a pretty good looking New Yorker, stares into a Columbia blue notebook labelled "Contemporary American" and his girlfriend, MARGOT BABSON, also 22, more interesting and sexy looking than she is "pretty," reads "Camera Lucida" by Roland Barthes and an open notebook nearby.

A clock reads 11:52 p.m.

Charlie peers over his notebook at Margot.

He moves his foot and fiddles with her leg and steers it toward her crotch then looks back at his notebook.

MARGOT (CONT'D)
(still reading, but
faintly smiling)
What are you doing?

He shrugs, waits a moment then kicks the book out of her hands.

Her hands fall to her side and she remains still a beat... then she kicks the notebook out of his hands.

He remains motionless and they stare at each other from opposite ends of the bed.

CHARLIE
What do we do now?

She shrugs, reaches for a bottle of water on a bedside table and takes a sip, holds it in her mouth...then sits up, spits it on him and laughs.

CHARLIE (CONT'D)
Oh my god, you're so dead.

He pushes himself over to her, grabs the bottle and struggles to empty it on her.

They both giggle through the struggle, which ends with them both wet.

Charlie, dripping, stands up to get a towel by the bureau, as he does Margot stands up by the window, which is next to the bed.

Charlie turns to see her sliding off her panties from underneath her skirt, looking at him, dropping them to the floor and leaning out the window onto the fire escape. She looks to him...

MARGOT
Bye.

She goes...

Charlie pauses a moment, a stutter, then heads to the fire escape after her. Margot ascends quickly ahead of him. He chases.

We ascend up with them. When Charlie reaches the roof, she's walking ahead of him, evading, she looks back amused, and heads toward a little brick utility structure on the roof of the building.

He runs up and grabs her, turns her, and kisses her...they kiss more and slip into an awkwardly beautiful pre-sex moment...

He pushes her up against the wall of the brick structure and pulls her skirt up as she hugs him in her legs...

They hold unsteadily, and then move to the center of the roof, groping, and they fall down to the ground...

MARGOT

Oww.

They laugh at their clumsiness, under the Manhattan night...

CHARLIE

Sorry.

After they continue a bit further, windows open in the surrounding buildings, dormitories, Butler Library, and all of a sudden someone begins screaming...then another, then more until hundreds of Columbia students are bellowing a primal midnight scream (which they do every midnight before final exams to release stress).

CHARLIE (CONT'D)

Oh shit.

And Charlie and Margot are caught in the middle of it as some of the students, pointing, begin to notice them on the roof below.

MARGOT

I totally forgot about this.

Margot pulls down her skirt and Charlie pulls up his pants and they stand, embarrassed, uncomfortably smiling at the fact that this moment has been immortalized.

CHARLIE

(as he redresses himself)

Fucker.

Margot turns to Charlie amidst all the screaming, pulls herself together, she's red in the face, but she looks to Charlie...

MARGOT

Hey kiddo...

CHARLIE

Hey.

They remain there amidst all the noise.

ONE STUDENT heckles them...

CHARLIE
 (up at the student)
 Yeah, ha, ha, fuck you too.

Margot screams up at and with the students, laughs, and Charlie looks over at her then joins with the rest of their colleagues.

INT. BEDROOM - DAWN - A FEW YEARS LATER

Pale light seeps in through an open window onto the rumpled blue landscape of an unmade and empty bed. The alarm clock beeps and continues to, 6 a.m.

The room, the bedroom of a loft in a converted Williamsburg factory, is a bit bleak with concrete walls and floors, and sparsely decorated by an Ed Ruscha "Lame Theme" poster, a Philippe Starck knock-off lamp, some novels strewn around for show, a New Yorker or two, strewn clothes...

Out the large window is the roof...

EXT. ROOF - MOMENTS LATER - CONTINUOUS

A MAN sits in a lawn chair next to another empty lawn chair looking across the East River at the light sneaking into Lower Manhattan.

A Banana Republic billboard stands to the left on another building adjacent to the old Domino sugar factory.

Charlie, now 25, gaunt with more weight in his eyes, in sweats and a coat, stares out at the East River.

INT. UROLOGIST'S OFFICE - A LITTLE LATER THAT MORNING

A sterile examination room that looks over downtown Manhattan...

CHARLIE (O.S.)
 I am twenty-five years old and I've
 just been prescribed Viagra.

Dr. Klein, the wiry middle-aged urologist, stands near Charlie, who lies on an examining table in a hospital gown with his boxers around his ankles looking at the ceiling.

DR. KLEIN

The problem isn't clinical.
Everything seems to be working
properly...It just...it seems more
like a psychological issue. Maybe
you want to see a psychiatrist.

CHARLIE

I've done that. Didn't work.

A beat.

DR. KLEIN

How long has it been since you've
had intercourse?

Awkward with the question.

CHARLIE

(who says that?)

Intercourse? Well, let's see...?

Charlie stops a beat.

CHARLIE (CONT'D)

It's not like I haven't attempted,
just hasn't worked out all that
well.

A beat.

DR. KLEIN

These should help build your
confidence.

Charlie looks at him deadpan as he takes a trial package of
Viagra that the doctor has passed him. He looks at it.

CHARLIE

(dry)

Great.

He shakes his head in disbelief.

EXT. CHELSEA SIDEWALK - LATER THAT MORNING

Charlie walks down West 24th Street bundled in a gray scarf,
a knee length dark coat. He listens to his iPod, carries a
shoulder bag and an I LOVE NY cup of coffee in the chilly
January air.

He walks up to the door of an art gallery and steps in...

INT. RACHEL WHITMAN GALLERY - CONTINUOUS

As he enters the minimal, monochrome white open space, WORKERS are busy carrying in a series of sexually charged Cecily Brown paintings. On the walls, an existing exhibition of paintings is being taken down.

RACHEL WHITMAN, the Gallery owner, 30s, incredibly and haphazardly stylish, hustles from the large expanse of the white gallery space past the unoccupied receptionist's desk to a glass enclosed office off to the side. She looks at Charlie taking his earphones out as she moves by...

RACHEL

Get me a room temperature Evian...

Charlie stands there a second, a bit confused.

RACHEL (O.S.)

Fucking Blaire called in sick so it's just you and me today.

CHARLIE

Morning.

He follows Rachel into the glass enclosed office and puts his stuff on his small modern "assistant's" desk, on which there are various art books, art magazines, pamphlets, an iMac...

He goes to a cabinet beneath a large Robert Ryman painting, next to Rachel's desk and pulls out a bottle of Evian.

Rachel's on the phone three feet away.

RACHEL

Hey Michael, I have to push. Cecily's gonna be here in an hour and then I've got to do this Peter Schjeldahl thing for the New Yorker...

Charlie passes her the Evian.

She mimes holding a glass.

RACHEL (CONT'D)

(cupping the phone)

In a glass.

Charlie grabs a glass from the same cabinet, looks at her as she goes back to her phone conversation, then pours it and goes over to sit at his desk.

RACHEL

(into phone)

Yeah. How was that...? Are you fucking kidding me? No way! Did you shag her? Was she good...? But not as good as me? You liar...I love that show...yeah, she's a little hottie.

Then there is a big crash from the Gallery space.

RACHEL

What the fuck was that?! I gotta go.

Charlie gets up and runs into the other room...Rachel follows...one of the WORKERS has fallen over on a ladder and as ANOTHER WORKER helps him. He stands up limping, but okay.

Charlie runs over toward him and the worker puts his hand up to indicate he's fine and walks it off.

Rachel runs up behind Charlie.

RACHEL

Thank God...

A beat.

RACHEL (CONT'D)

(pensive)

What do you think of that show "Desperate Housewives"?

CHARLIE

Never seen it.

They walk back into the office to their respective desks.

RACHEL

My friend hooked up with one of the girls this weekend.

CHARLIE

Swell.

She looks at him, judging.

RACHEL

Could you be any more blah? You should take up a drug or something cause this brooding, morose bullshit isn't working...

CHARLIE

Okay. What do you suggest?

RACHEL

Get your act together. What do you want with this, Charlie? Like, what's your plan?

CHARLIE

Is this like a pep talk?

RACHEL

Seriously, what do you want here?

CHARLIE

I don't know...

RACHEL

That sucks.

CHARLIE

I mentioned when I started here that I'd like to curate someday. Something like that.

RACHEL

I wanted to be Leo Castelli. Have a stable of artists like he did. He was a motherfucker of an art dealer. I wanted to find the next Warhol or Basquiat, then I realized there was no next Warhol or Basquiat, but I was specific. I knew what I wanted, and here I am. You're off in La La land. You're a smart little shit, you've got a pretty good eye, but I need more from you. I need you to be more excited about working here.

CHARLIE

I'm your assistant.

RACHEL

You're my associate.

CHARLIE

My job is technically all the menial crap.

RACHEL

Yeah, but still, you know what I mean. Whatever...

He defers to the new Brown paintings, which are out resting against a wall.

CHARLIE

The new paintings are really good.

RACHEL

Sexy, huh?

CHARLIE

Yeah.

RACHEL

We're gonna sell the shit out of them...Can you get Cecily on the phone for me?

INT. SUBWAY - EVENING

Charlie sits in anonymity on the L train back to Williamsburg.

There is graffiti written behind him on the interior of the train, it reads: "It's January 26th. I'm freezing. Tom Jefferson. Age 25. Five feet ten inches. Brown hair, brown eyes...I wish I was dead. But today I am a man."

EXT. KENT STREET, WILLIAMSBURG - LATER

Charlie walks up to the industrial entrance to his building.

As he opens the heavy door A TWENTY-SOMETHING HIPSTER GIRL, who we'll come to know as EVA, dark, sexy, in a colorful scarf, coat, and sneakers comes walking out with her frisky shepherd mix of a dog pulling her.

He holds the door for her, they double take each other.

HIPSTER GIRL

Thanks.

The dog begins barking at some pigeons and yanks her off down the street.

Charlie remains a moment...

CHARLIE

Sure.

He walks in the building.

INT. CHARLIE'S LOFT - MOMENTS LATER

He steps into his loft and walks through his open, spare, concrete space decorated with a wooden desk, a blue couch, an eating table with some fold out chairs, an open kitchen with aging vintage appliances, pictures on the fridge, one of Margot, a small T.V. and a large poster of work by Raymond Pettibon and an Alice Neel print of a building front. He moves toward the bedroom...

He sits on his bed, still in his coat and scarf, and takes a breath...looks out the window.

He remains a beat then notices the message machine blinking. He reaches and presses the button...

MESSAGE MACHINE

You have two new messages...

Then...

TREVOR (V.O.)

Hey shithead, it's me, you're cell isn't picking up. We're going over to Diner tonight after work so you better come meet us or I'm gonna come drag your ass out of there, shalom...

The machine skips to the next message...

MARY (V.O.)

Hi Charlie, this is Mary over at Sloan Kettering. I have your mother calling...

We hear a woman making demands in the background.

GRACE (V.O.)

(at first in the b.g.)

Just hand me the damn phone...Charles, this is your mother, am I going to see you before I'm dead? I'm bored out of my mind. You better show up tomorrow or I'm disowning you...That was a joke. Charlie are you there...? Charlie? Listen...I don't want you to worry, but...Are you screening this call? Was I that shitty of a mother? Oh, do whatever you want.

She hangs up.

Charlie sits there, deadpan.

EXT. BEDFORD AVENUE, WILLIAMSBURG - EVENING

Charlie walks amidst the hubbub of an evening on the Avenue - HIPSTERS, A GIRL with a drawing portfolio, A GUY with a guitar case, A GUY in a suit, A GUY on a Vespa, A COUPLE with a bag of groceries and a baguette sticking out, A DUDE smoking a cigarette all weave in and out of each other in the pseudo-bohemian mecca that Bedford Avenue seems to be.

Charlie passes the Verb coffee shop, the Bedford Cheese shop, a Bodega, a Vintage clothing store, a book store, A CUTE GIRL THAT GLANCES AT HIM, but he doesn't notice much.

He passes a Vegas-like Tim Noble and Sue Webster blinking neon that reads "Forever" in a gallery window.

EXT./INT. DINER RESTAURANT - LATER THAT NIGHT

A darkly lit, somewhat populated restaurant with booths and a mahogany bar; some trendy electronic rock like Playgroup plays in the background.

TREVOR (O.S.)

You need to get laid, Hemmings. In a bad way...

TREVOR AZNAVOUR, mid-twenties, the voice from the answering machine, scruffy haired in a frayed corduroy blazer, T-shirt, and scarf around his neck rolls a cigarette and drinks a Black Label and Soda while talking to Charlie in one of the booths.

TREVOR (CONT'D)

This misery of yours is like emotional masturbation. All these schmucks on Prozac and Zoloft, it's precisely because misery is as addictive as heroine and as popular as sex for the single reason that when you're unhappy, you get to pay a lot of attention to yourself.

CHARLIE

Where did you read that?

TREVOR

Some magazine.

Trevor looks around the bar to see who's there.

CHARLIE

The question worrying me isn't why am I miserable, etcetera? But rather, why am I fine? Why do I feel fine?

TREVOR

Why shouldn't you feel fine?

Charlie gives him a look. A beat.

TREVOR (CONT'D)

To start something new, you have to leave something behind, best fortune cookie I ever got...And you don't come off as fine. You come off as bunged up.

CHARLIE

What does that make you?

TREVOR

You know why you fascinate me, Charlie?

CHARLIE

Enlighten me.

TREVOR

Because you are the most tormented person I know. I wish I had your depth, I'd probably be a better writer, but it gets a little grating after a while.

CHARLIE

Grating?

TREVOR

Your story is no sadder than anyone else's.

CHARLIE

(dry)

Thanks for the perspective.

TREVOR

I'm just saying try smiling a bit more, you big douche.

Charlie gives a fake smile, takes a sip of his drink, a diet coke, and looks over to the bar. He notices A CUTE GIRL drinking a beer. Then the GIRL on her right leans back to look down the bar...she looks like MARGOT, in fact she is Margot for a moment, and Charlie looks a bit taken aback.

Trevor notices his reaction, and turns to look and see the cute girl and her friend, who is NOT Margot, but ANOTHER GIRL WITH SIMILAR BROWN HAIR, talking with A THIRD FRIEND. Charlie perhaps was seeing things.

TREVOR
(enjoying)
What was that?

CHARLIE
Nothing.

TREVOR
You want to move to the bar?

CHARLIE
No.

A DUDE in a hat, a "Vote for Pedro" t-shirt, wristbands and military jacket brushes Trevor as he walks by.

Trevor scowls at him.

TREVOR
Fuckin' hipsters.

CHARLIE
You're a hipster, Trev.

TREVOR
No, I'm not.

CHARLIE
Your terry cloth wristband and post-modern haircut give you away...

They do. He takes the wristband off and puts it in his pocket. Messes up his hair.

TREVOR
Happier?

Trevor shakes his head. As he does, A COUPLE walks up to their booth: JAMES CALDER, in a suit and a loosened tie, mid-twenties, a bit round from frequent beer drinking, and his wife, SOPHIE, same age, in stylish glasses that probably aren't prescribed, sit down...

JAMES
Can someone please tell me what my
demographic is?

CHARLIE
Twenty-something, causeless,
entitled.

JAMES
Stop projecting, Charlie.

He takes a sip of Charlie's drink and grimaces.

JAMES
What the fuck is this?

CHARLIE
Diet Coke.

JAMES
How healthy.

TREVOR
Why are you asking this stupid
question?

SOPHIE
They asked him his political
affiliations at work today.

CHARLIE
You don't have any political
affiliations.

JAMES
Whatever, I voted democrat in the
last election, my wife's a card
carrying member of the American
Civil Liberties Union...

CHARLIE
So, what, you're A.C.L.U. by proxy?

JAMES
Why not?

TREVOR
You're a closeted homosexual.

James turns to Sophie.

JAMES
(sarcastic)
Sophie..., we're living a lie.

Sophie has placed her bag and her iPod on the table and is preoccupied with her Blackberry.

SOPHIE
I know that.

JAMES
Doesn't matter, she's leaving me
for her Blackberry.

TREVOR
You got a new iPod?

He grabs it and plays with it.

JAMES
This one holds pictures, too.

CHARLIE
What happened to the other one?

SOPHIE
It doesn't hold pictures.

Trevor squints at her attempt at rationality. James sits back.

JAMES
Let's order, I'm starving...

He flags down THE WAITER.

JAMES (CONT'D)
So, Charles, how are you doing?

CHARLIE
I'm good.

TREVOR
He's bunged up.

CHARLIE
No, I'm good.

JAMES AND SOPHIE
You're bunged up.

Charlie takes a sip of his Diet Coke.

EXT./INT. SLOAN KETTERING CANCER CENTER - THE NEXT DAY

Charlie, carrying his shoulder bag and a bouquet of lilies, walks down the east side avenue and enters the foyer the building and walks over and into the elevator.

INT. SLOAN KETTERING CANCER CENTER - MOMENTS LATER

Charlie steps out of the elevator and sees MARY, a mid forties nurse at a desk reading US Weekly. CNN plays on a television nearby, reporting on Palestine/Israel affairs.

CHARLIE

Hey Mary.

MARY

Hey handsome.

CHARLIE

Is she behaving?

MARY

Not really.

CHARLIE

What'd she do now?

MARY

She was blasting that stereo you got her, she threw her lunch on Jen.

CHARLIE

Nothing out of the ordinary?

MARY

No.

Charlie continues down the sanitized hallway of the ward. He passes AN ELDERLY MAN in a wheelchair.

CHARLIE

What's going on, Mr. Lautner?

The man sticks his hand out, Charlie gives him five.

MR. LAUTNER

Good luck.

As Charlie continues down the hall, we hear A WOMAN faintly singing what sounds like Foreigner, which gets louder as he walks further down the hall...

WOMAN (O.S.)
 (singing just out of tune)
*...In my life there's been
 heartache and pain/ I don't know if
 I can face it again...*

Charlie reaches the doorway to a hospital room and sees THE WOMAN, wearing a navy blue bandana on her head, singing Foreigner's "I Wanna Know What Love Is" in a chair, while looking out the window of her hospital room.

The room is filled with impersonal medical machinery, a wheelchair, a small portable stereo that has been unplugged with some CDs, a picture of Charlie when he was younger with ANOTHER BOY, magazines, a copy of "Goodnight Moon," a book of collected Sylvia Plath poems, a glasses' case, and a shearling overcoat lay about the room.

WOMAN
 (faintly)
*Can't stop now I've travelled so
 far/ to change this lonely life...*

Charlie interrupts.

CHARLIE
 Hey mom.

The woman, GRACE HEMMINGS, Charlie's mother in her fifties, and waning from Chemotherapy turns around. She wears a pair of thick Jackie O sunglasses with her bandana. She had been beautiful. She keeps singing...

GRACE (CONT'D)
 (louder, histrionic)
I wanna know what love is...

She points to Charlie.

GRACE (CONT'D)
*I want you to show me/ I wanna feel
 what love is/ I know you can show
 me.*

She stops.

GRACE (CONT'D)

I partied with Foreigner. They came over to the apartment after a concert, once. Warhol, Grace Jones, and Duran Duran were there. You were five or something...

CHARLIE

(dry)
Good times.

GRACE

(light)
Fuck off...

She coughs.

Charlie stares at her. She overwhelms him.

GRACE (CONT'D)

The bitches took my music away.

CHARLIE

(ironic)
Why would they do that?

GRACE

I don't know.

Charlie rolls his eyes.

GRACE (CONT'D)

I hate people who roll their eyes...Fine, I was playing it too loud...I'm dying, give me a break.

Charlie opens his shoulder bag and pulls out his iPod. He takes the headphones off it, and hands them to Grace.

CHARLIE

Here.

She looks at him, granite.

GRACE

(re: the flowers)
Nice lilies.

He goes over to a table on the right side of the room and grabs an empty vase. He walks into the bathroom and starts to fill it with water.

Grace stands and gingerly walks over and puts the headphones by her stereo.

GRACE
Have you talked to your brother?

CHARLIE (O.S.)
Nope.

Charlie comes out from the bathroom and puts the vase of flowers on the table.

GRACE
I bet he calls your father.

CHARLIE
I doubt it. Don't think he has much phone access over there.

GRACE
Who goes to the Sudan? What the hell is he thinking?

No response. She looks at him.

GRACE (CONT'D)
Have you talked to your father?

CHARLIE
No.

A awkward beat.

GRACE
(sarcastic)
Well, this is fun...Are you dating at all?

Charlie doesn't answer.

GRACE (CONT'D)
But you're seeing people, right?

CHARLIE
Mom?

GRACE
Oh, humor me for Christ's sake!

She coughs.

CHARLIE
What? What do you want me to say?

GRACE

You could pretend you want to be here...I'm going insane stuck in this room with everything I regret about my stupid life. All my friends have magically retreated into acquaintances and the God damned nurses are probably the last hands that will ever touch me. The least you could do is let me live vicariously through you.

CHARLIE

I got nothing...I'm not seeing anybody. There's not a whole lot to tell you.

They look at each other a moment...

EXT. KENT STREET, WILLIAMSBURG - LATER THAT EVENING

Charlie walks up the bleak street towards his building. He looks down at the pavement. A GUY on a Vespa rides by.

Charlie notices A BEARDED HOMELESS MAN holding a sign that says "Blessings" sitting up against a brownstone facade.

As he passes he reaches into his pocket and drops a couple quarters into the man's dingy "I love NY" coffee cup. The man smiles at him. Charlie gives him a tight-lipped smile back.

Then he hears a dog barking and...

GIRL'S VOICE (O.S.)

Ulysses!!! No!

Charlie, curious, walks around the corner onto North 3rd then he sees A GIRL, the same beautiful hipster girl he held the door for days earlier, in the distance by the Brooklyn side of the East River's edge, where there is an edge, calling after her dog, who barks and runs at a flock of seagulls that have moved onto the river...

Then the dog jumps off a dock toward the birds who scatter into the air as he splashes into the water...

HIPSTER GIRL (CONT'D)

Ulysses! No! Help!

Charlie begins to run.

The girl stops at the dock, and watches as her dog slowly gets pulled into the current. She reaches, but she won't jump in, and begins moving down the riverside with the current. She turns and looks for someone...

HIPSTER GIRL (CONT'D)

Help! Help me!

Charlie catches up, drops his shoulder bag, peels off his coat and runs over to the edge...

The girl watches as he hesitates a second.

Charlie watches the dog now struggling in the chilly current about fifteen yards off the shore, moving further away...

Charlie jumps in after him. It's frigid water and he reacts to it. The dog struggles against the current back towards Charlie, which allows him to swim closer to it, but they are about to lose access to the shore because of an old factory on the water's edge.

The girl starts following them down the riverside, but sees the obstacle of the building and realizes she has to go up the street and around it. She begins to run.

Charlie, meanwhile, is within reaching distance of the dog and is able to grab the leash, but realizes he's not going to be able to make it over to shore because the current has pulled them around the protruding front of the factory, which extends for about a hundred yards.

Shivering, and at the mercy of the current, he looks for a place to grab onto ahead. He sees a dock and maneuvers in the water with the dog pawing all over and on him. As they get closer, Charlie reaches his arm out and slams pretty hard into the grimy wooden leg of the dock. He holds the dog with his other arm.

He moves along the side of the dock towards the shore and, when he gets close enough, pushes the dog up ahead of him, which gets out and shakes itself off. Charlie clumsily uses the leverage of the leash to pull himself out.

After stepping out, he collapses to rest, continuing to shiver, on the ground as the dog licks him in his ear then shakes again.

The girl comes running up and kneels down next to Charlie.

HIPSTER GIRL

Are you okay!?

Ulysses starts licking her.

The girl starts to cry and smile in relief at the same time. She hugs her dog.

HIPSTER GIRL (CONT'D)
You're okay. Yeah, you're okay.

Then she takes off her coat, grabs Charlie by the arm and begins to pull him up with his help.

HIPSTER GIRL (CONT'D)
We have to get you inside before you freeze to death...You live in my building, right?

She puts her coat around him.

He looks at her, recognizes, snuffles.

CHARLIE
Uhuh.

She puts her arm around him and they begin shuffling back toward the building.

INT. CHARLIE'S LOFT - MINUTES LATER

The door unlocks. They burst into Charlie's loft and she starts to help pull his clothes off.

CHARLIE
(still shivering)
I can do it. I can do it.

The dog goes sniffing around.

HIPSTER GIRL
Where's the bathroom?

CHARLIE
No, it's fine, seriously.

She walks over and into the bathroom. The shower turns on. She walks out of the bathroom.

HIPSTER GIRL
Okay.

He stands there still shivering and sopping wet.

CHARLIE

Thank you.

They look at each other. Charlie notices how pretty she is, not easily categorized, ethnic, and that she's half soaked from helping him. She walks up to him and hugs him.

HIPSTER GIRL

Thank you...That was the best thing I've ever seen.

She kisses his cheek and stands back and looks at him.

HIPSTER GIRL (CONT'D)

You're a superhero.

A beat.

CHARLIE

I'm Charlie.

HIPSTER GIRL

Thank you, Charlie...I should probably let you get in the shower.

CHARLIE

Yeah.

She heads toward the door.

HIPSTER GIRL

Come here, Ulysses. Come on.

The dog follows her out the door. She shuts it.

Charlie pulls his shirt off and hustles to the bathroom.

INT. CHARLIE'S LOFT - LATER THAT NIGHT

Charlie, now warm and dry in a pair of sweats, snuffles, and cleans up the wet mess he left behind before getting into the shower.

There's a knock at the door.

He walks over and opens it. It's the hipster girl and she has Charlie's shoulder bag, coat, and scarf.

HIPSTER GIRL

You left these outside.

CHARLIE
Oh shit..., thanks.

He takes them from her.

HIPSTER GIRL
How ya feeling?

CHARLIE
Warmer. How's your dog?

HIPSTER GIRL
Good. He's good...I'm Eva by the way.

CHARLIE
Hi Eva.

He's a bit distant.

EVA
Listen, first off, thank you again.
That was...I don't know what that was, and I don't know how to say what I should say...

CHARLIE
This isn't necessary.

EVA
Of course it is...Anywho, I thought I could cook you dinner or something.

His cell-phone rings from inside his bag (the ring is the Imperial theme from Star Wars).

CHARLIE
Umm...hold on a sec.

He reaches in for the phone, looks at the caller ID, moves a couple of steps away by the kitchen and takes the call. A photograph of him and Margot hangs under a magnet on the fridge.

CHARLIE
What's up, Trev...? No, not tonight...I have to do a bunch of work...I have to prep some stuff for the new exhibition...Cecily Brown...next Saturday...

Eva listens, looks around.

CHARLIE (CONT'D)

...Yes, you can come...Hey, let me call you later...you're breaking up...you're going digital on me...what?

He makes a fake static noise and hangs up on him then goes back to Eva.

CHARLIE

Sorry.

They look at each other a beat.

EVA

So, I could run over to Bedford and get some groceries?

Charlie looks back into his loft and then back at her.

EVA (CONT'D)

Or we could do it another time?

He wants to say yes, but...

CHARLIE

Maybe another time?

EVA

Okay.

A beat.

EVA (CONT'D)

Thank you again.

She hugs him. He stares over her shoulder.

CHARLIE

Sure.

Charlie pulls away and closes the door. He listens to her linger then walk away. He turns back to his empty apartment and grabs his shoulder bag...

He goes to his room and sits on his bed and pulls down the window shade.

EXT./INT. WHITMAN GALLERY - THE NEXT DAY

Charlie works on his computer.

Workers continue to do measurements to put up the upcoming show in the white gallery space.

Rachel storms into the gallery and looks around at the space.

RACHEL (O.C.)

Better.

She walks into the office looking like a million bucks.

Charlie notices then goes back to the computer.

RACHEL

Looks better...Did you finish the blurb?

CHARLIE

I'm on it right now.

She calls out...

RACHEL

Blaire!

BLAIRE, a delicate overzealous blond, hustles in and procures a room temperature Evian and pours it in a glass for Rachel.

RACHEL (CONT'D)

Read it to me.

Charlie looks at her.

RACHEL (CONT'D)

Go.

Charlie looks back at the computer.

CHARLIE

(reciting)

Brown conjures the intellectual clarity of drawing, the visual music of color, and the befuddling sensuousness of oil paint like no one else since de Kooning, while each work seems to be constantly evolving, and demonstrate an example of art that is like a construction site where building up and tearing down are simultaneous activities...

RACHEL

No.

CHARLIE

What?

RACHEL

Pseudo-intellectual poop. Too much in your head. It's got to be more like porn, turn people on. You pretty much neglect the sexuality in the work.

CHARLIE

Aren't the buyers going to be more conservative, Park Avenue types.

RACHEL

Not necessarily, and the beauty of the paintings is that they're transgressive, and even the biggest tight ass can hang sex on the wall because it's "art".

The phone rings.

CHARLIE

Yeah, I got that.

In the background we hear Blaire...

BLAIRE (O.S.)

Rachel Whitman Gallery.

RACHEL

Well, you probably don't transgress enough.

CHARLIE

What does that mean?

She studies him.

RACHEL

I like a puritan every once in a while. It might be fun to take your cherry.

Charlie looks at her, uncomfortable.

CHARLIE

I work here, in case you forgot.

RACHEL (CONT'D)

Don't be such a prude, I'm
joking...Just go paraphrase the Art
in America article and finish the
thing.

Blaire walks in.

BLAIRE

It's Barbara on line one.

Rachel picks it up. Blaire walks out.

RACHEL

(into phone)

You sly little minx...What's up? I
heard he wants two paintings...

Charlie's cell phone rings. He walks out of the office and
takes it.

CHARLIE

Hello...? Hi Mary...ugh, today's
tough...Could I come over around
lunchtime...? Let me see if I can.
I'll call you back.

He hangs up and walks over to the office doorway. Rachel
finishes her call and hangs up.

Charlie looks at her.

RACHEL

Whatever it is, no.

CHARLIE

Just a little extra time at lunch?

RACHEL

A Half hour more, and I want that
stuff finished by the end of the
day...is she doing okay?

Charlie shrugs.

INT. SLOAN KETTERING CANCER CENTER - LATER

Grace is now in her hospital bed listening to her headphones.
She looks weaker, more frail.

Charlie enters. She takes the earphones out.

CHARLIE
Whatcha listening to?

GRACE
"Bette Davis Eyes," Kim Carnes.

CHARLIE
A little eighties?

GRACE
I'm crushed by nostalgia...

A beat.

GRACE (CONT'D)
So, when are you gonna bust me out
of here?

CHARLIE
What'd you have in mind?

GRACE
Ditching chemo, getting sauced, and
partying like I want to get
arrested.

He pulls a chair next to her bedside.

CHARLIE
Maybe next time.

She looks at him a beat, and looks like she might cry.

GRACE (CONT'D)
Jesus, Charlie. You're so fucking
beautiful and young. Enjoy it,
cause it only lasts a little bit.

He's used to her histrionics.

CHARLIE
Oh please, Grace...

GRACE
Listen to me, you're in the part of
your life you'll look back to most.
Don't waste it with this brooding
Marlon Brando crap. Go have lots of
sex and go out, dance, meet your
future ex-wife.

(MORE)

GRACE (cont'd)

You have to enjoy the shit out of it, or you're gonna miss the damn thing, get wrinkles and gray hair, botox...the past just surges and surges until it smothers everything and right now becomes this big blurry mess...You're left fabricating some happy memory to gratify your life so you don't have to admit all the fuck ups. So, please, enjoy it.

Charlie looks at her, uncomfortable. His mother has never talked to him like this.

CHARLIE

I am.

GRACE

You've always been a shitty liar.

CHARLIE

Are you high?

GRACE

Probably.

CHARLIE

What do they have you on?

She coughs.

GRACE

Pretnazone and some pot.

A beat.

GRACE

When did you get so serious?

CHARLIE

When did you?

GRACE

Seriously.

CHARLIE

We had such an ideal family environment.

GRACE

It wasn't that bad. How many kids can say that Keith Richards fixed them breakfast?

CHARLIE

He fell asleep on the kitchen floor after two days of speed-balling, next to you. I just happened to be eating Lucky Charms.

GRACE

It was what it was, excuse me for bringing you into the world.

CHARLIE

You have a great talent for skirting responsibility.

GRACE

My gift, my curse...You should talk.

Charlie looks hard at her.

GRACE (CONT'D)

That was wrong.

A beat.

GRACE (CONT'D)

How come you never talk with me about Margot?

CHARLIE

Probably cause I don't want to.

GRACE

Oh, come on.

CHARLIE

It's not something I can easily rationalize.

GRACE

Fuck rationality. I don't know what that is. Nothing makes sense... there's a thing inside of me, expanding, devouring what's left of who I am. I can feel it happening ...Can you rationalize that?

Charlie looks at her, uncomfortable with her seriousness.

CHARLIE

No.

GRACE

We're all sad, kid...You can at least pretend to have fun.

She reaches to her bedside for a little pouch.

GRACE (CONT'D)

You could take some of this. It's medicinal.

She pulls out a packet of Pot, and a pack of Zig Zag rolling papers.

CHARLIE

I don't smoke.

GRACE

Well you should. I was a burner in my day.

CHARLIE

You're still a burner and it was a different time.

GRACE

You think? We were the shit, the bee's knees, opinionated, revolutionary motherfuckers, and we defined your asses.

CHARLIE

Lucky me...and you weren't a revolutionary, you were a roadie.

GRACE

Whatever. You're the reaction to me. Go see a shrink and get medicated with the rest of them..., and I dated a revolutionary, a couple of 'em.

CHARLIE

Glad we got that straight.

A quiet settles in.

GRACE (CONT'D)

Will you do me a favor?

CHARLIE

What?

GRACE

Can you drive out to the house at some point this week, check and see everything's alright, air it out, make sure the water's working.

CHARLIE

Yeah, I'll do it this weekend.

GRACE

And lighten the hell up. Take a pill, defy gravity a little bit.

She puts the pot in Charlie's hand.

Mary, the nurse, walks in.

MARY

It's time, Grace.

Charlie pockets the packet of pot.

She looks to Charlie and sits up.

GRACE

Oh, fun. Shall we do this?

Charlie nods and helps her up and into a wheel chair.

He pushes her out the door and she starts to sing "Bette Davis Eyes" as she's rolled out to Chemotherapy.

EXT. MANHATTAN - THE NEXT DAY

Charlie walks through the throngs of people on his way toward Union Square. He looks at the pavement while passing the other pedestrians.

As he continues, he notices A GIRL in a camel overcoat that looks like Margot walk past him...

He follows her down the sidewalk to a crosswalk. The girl stops and waits for the light.

Charlie catches up and comes up from behind the girl. He eases up to her side, a couple feet away, and tries to peek forward to see her face...

It's not Margot, and the girl reacts to Charlie's accidental creepiness with a scowl and a step away.

Charlie backs off as the streetlight changes. He waits at the corner a moment, confused.

He begins to walk across the street.

EXT./INT. BLACK BETTY (A WILLIAMSBURG BAR) - NIGHT

Charlie enters, looks around and sees Trevor, James, Sophie, and REBECCA, mid twenties in a fedora hat, at a table, while electronic music plays from a D.J. booth and GROUPS OF BROOKLYN HIPSTERS: some proto-punks, some pseudo-bohemian artsy, some skateboard scruffy, dance in the dimly lit vintage Brooklyn spot. The place is jumping and seemingly alive.

Trevor sips a drink.

TREVOR

...Fuck work. What's work? Why do we need to work?

Charlie walks up and sits, catching the conversation already in mid-swing.

JAMES

You don't work, you're a writer.

TREVOR

Fuck you, you Wall Street cog.

CHARLIE

Easy.

He looks to Rebecca.

CHARLIE (CONT'D)

I'm Charlie.

REBECCA

Rebecca.

He looks to a grumpy Trevor, then back to Rebecca.

CHARLIE

What his problem?

REBECCA

His story got rejected from the New Yorker.

She runs her hand through Trevor's hair.

CHARLIE

You know how many stories are submitted? And I'm sure you lost out to John Updike or something.

TREVOR

Fucking Updike.

JAMES

No one buys literature anymore, anyway. Life's too expensive. I'd give up if I were you.

REBECCA

I despise money.

James looks at her after the random comment.

SOPHIE

Fiction's pretty much dead, it's kind of becoming a relic.

TREVOR

Fucking modern economic order. I'm a dying breed. There's no room for fiction writers anymore, we're being cleaned out like wild salmon and polar bears.

JAMES

Welcome to the new world.

CHARLIE

What world is that?

TREVOR

The one where humanity becomes obsolete.

James starts snoring.

SOPHIE

Do we have to have this conversation?

REBECCA

There are people dying in Iraq.

Trevor and Charlie look at her, confused by the non-sequitor.

SOPHIE

(to Trevor)

Why don't you go home and write about it?

TREVOR

My writing is "glib and apathetic" and apparently I haven't found my voice. Resistance is futile. The Jedi have spoken.

CHARLIE

You're being a schmuck.

SOPHIE

That's why your story got rejected?

TREVOR

Not really. Sounds good though.

JAMES

Sounds retarded.

He takes a sip of his drink.

SOPHIE

Come work in advertising with me.

TREVOR

I suppose I can still go to business school, or jump off a bridge.

CHARLIE

Will you shut up. You won a Pushcart Prize, you idiot. You have an agent and a publisher...

JAMES

No one knows what a Pushcart Prize is.

TREVOR

No one knows that you suck!

SOPHIE

You're such boys.

JAMES

Seriously, Trev, you can come stay at my house in the Hamptons when I'm making loot and your novel only sells like three copies.

TREVOR
At least I won't be a sellout,
bourgeois slut-fucking whore!

SOPHIE
That's nice.

TREVOR
Why don't you go have sex with your
iPod?

REBECCA
Don't be a prick, Trevor.

Rebecca slaps him lightly on the head.

TREVOR
(to Rebecca)
Are you kidding me?

CHARLIE
You're a good writer, Trev.

Trevor looks to Charlie, giving nothing away.

JAMES
I can't believe you just validated
his ass. What about me? Am I a good
investment banker?

Sophie continues with her Blackberry.

SOPHIE
You're great, sweetie.

Charlie stands up.

TREVOR
What are you doing?

CHARLIE
I'm going to get a drink.

SOPHIE
Could you grab me another Cabernet?

He gives her the thumbs down.

Trevor watches him go and exchanges eyes with James.

INT. BLACK BETTY - MOMENTS LATER

Charlie walks to get a drink at the bar. He passes A COUPLE DIFFERENT GIRLS, some make eyes at him, but Charlie continues to the bar.

A BARTENDER notices him.

BARTENDER

Yeah?

CHARLIE

A water, please.

A GUY next to him gives Charlie a look.

Charlie puts down money as the Bartender gives him a bottle of water. Charlie opens it and takes a sip.

GUY

Don't get too crazy now.

Charlie raises his bottle: cheers, and walks away.

As he begins to walk, Kim Carnes' "Bette Davis Eyes" starts playing from the sound system. SOME PEOPLE cheer, SOME stand up to dance.

Charlie looks over at the DJ booth. A GIRL stands behind the turntables with headphones on...it's Eva, she looks focused while bobbing to the music, she's good at what she does.

Charlie watches her, hesitates, but winds up walking over to the booth.

CHARLIE

(over the music)

Hey!

EVA

Yeah?

Then recognizing...

EVA (CONT'D)

Hey!

She smiles, but they hesitate under the volume of the music being forced to notice each other a little more.

Charlie moves in to break his discomfort.

CHARLIE
My mom loves this song.

She looks confused. He feels stupid. Then...

EVA
I'll let that one slide.

CHARLIE
Thanks.

Another awkward moment looking at each other under the music, they can't really talk because of it.

EVA
I finish at three.

He can't hear her.

CHARLIE
What?

A pause. Trevor walks up behind him.

TREVOR
(to Eva over the music)
Whatever he told you it's a lie.
He's a pathological liar.

EVA
Is that true?

Charlie nods, gives a thumbs up, going with it, the conversation struggles under the noise.

TREVOR
(again loud to Eva)
He's much cooler than he seems to be. Magna Cum Laude at Columbia. He's a trendy art fag at one of the Chelsea galleries. He just pretends to be quiet and boring.

She nods, looks at them.

EVA
Thanks for the exposition. Are you guys lovers or something?

TREVOR
Hetero life partners.

EVA
I see...hold on a second.

She goes to prepare the cue for the next song.

Charlie turns to Trevor.

CHARLIE
(dry)
Thanks for that.

TREVOR
My work here is done.

He walks away back toward the table.

Eva looks back at Charlie, smiles.

CHARLIE
How's your dog doing?

She can't hear him that well.

EVA
What?

CHARLIE
Your dog?

EVA
He's great. Yeah, he's really good.

He nods.

She gets frustrated with the volume for a second then signals for him to hold on. She puts a record on her turntable, presses a button and programs the next song.

She steps out from behind the booth and grabs Charlie by the hand and quickly leads him through the crowd to a quieter spot. She grabs a pen from a waitress.

EVA
(hurried)
You work in Manhattan, right?

CHARLIE
Yeah.

EVA
Where?

CHARLIE
The Rachel Whitman Gallery.

EVA
No, no, the address.

CHARLIE
Um, 520 West 22nd Street.

She writes it on her hand.

EVA
Okay.

She kisses him on the cheek and runs back toward the D.J. booth.

He stands there, unsure, and watches her head back to work.

INT. WHITMAN GALLERY - THE NEXT DAY

Charlie works on the computer at his desk.

Rachel curates the upcoming Brown exhibit in the Gallery area. She figures out the appropriate space for each painting, that their sequencing is right.

And in walks Eva. She is the epitome of cool in her colorful outfit of Trosman pants, a coat, scarf, and shoulder bag. She looks around and moseys to the receptionist desk.

EVA
Hello.

Blaire the receptionist looks up...

BLAIRE
The gallery's closed for installation.

EVA
Oh.

Rachel notices her and walks over.

RACHEL
Can I help you?

EVA
I'm here to see Charlie.

Rachel gives her a once over. Competitive, but covert.

RACHEL
Who are you?

EVA
I'm Eva.

Rachel expects more info, and gets nothing but a tight lipped grin from Eva. She sticks out her hand.

RACHEL
Rachel Whitman.

Eva takes her hand.

EVA
Nice space you have here.

Rachel subtly scrutinizes her. Eva could care less.

RACHEL
Yeah...one moment.

Eva strolls into the gallery space and looks at the paintings as Rachel walks into the adjacent office.

INT. OFFICE - CONTINUOUS

Rachel walks in.

RACHEL
Who's Eva?

Charlie looks up from his work.

CHARLIE
Why?

RACHEL
She just walked into my Gallery.

Charlie stands up a little too quickly, and peeks out into the gallery.

Rachel observes him.

He nervously walks out to Eva.

INT. WHITMAN GALLERY - CONTINUOUS

Charlie walks up behind Eva as she looks at one of the Cecily Brown paintings.

CHARLIE

Hi.

EVA

These are incredible.

CHARLIE

What are you doing here?

EVA

I'm taking you to lunch.

He doesn't respond.

INT. SUBWAY - MINUTES LATER

Charlie and Eva sit next to each other on the uptown N train, stuck in a silent moment. Both fidget a little bit, you can see the nervousness in their hands.

They sit under graffiti that reads: "Everything is a Metaphor."

EVA

So, this is awkward.

CHARLIE

Yup.

EVA

You don't talk much, do you?

CHARLIE

On occasion.

She smirks. A beat.

CHARLIE (CONT'D)

You kind of ambushed me.

EVA

I'm all about the ambush.

A beat.

CHARLIE

So, you're a D.J.?

EVA

Don't do that.

CHARLIE

What?

EVA

Let's just figure it out as we go.

Charlie gets a tad self-conscious.

CHARLIE (CONT'D)

Where are we going?

EVA

Patience.

EXT. NEAR THE CENTRAL PARK ZOO - MINUTES LATER

Charlie notices them and continues on into the park. They walk on the cobble walkway.

They pass TWO POLICE OFFICERS WITH HORSES taking a break by the park. Charlie notices them.

One of the HORSES seems a bit skittish, uncomfortable, makes some noise.

EVA

Poor horses.

Charlie looks over at her, smuggling a grin. They walk down the steps from Fifth Avenue onto the cobbled pathway up to the entrance.

CHARLIE

I thought we were going to lunch.

They move to the CASHIER at the Zoo's ticket kiosk.

EVA (CONT'D)

We are. Two, please.

She reaches into her bag, but Charlie beats her and pays.

EVA (CONT'D)

What are you doing?

CHARLIE

Paying.

EVA

No, I'm taking you.

CHARLIE

Next time.

EVA

Is this a guy thing?

CHARLIE

Probably.

She smothers a smile.

EVA

Thank you.

She grabs Charlie's hand and pulls him into the Zoo.

EXT. CENTRAL PARK ZOO - CONTINUOUS

Eva munches on a big doughy pretzel and Charlie has the remnants of a hot dog and picks out an Animal Cracker from a box and pops it in his mouth. They each have a can of ginger ale.

They sit in front of the Polar Bear exhibit and watch the bear idle.

CHARLIE

I haven't been here since I was kid.

She takes another bite.

EVA

Mmm...Do you think that Polar Bear is happy?

CHARLIE

No.

Eva looks at him.

CHARLIE (CONT'D)

Yes.

EVA

There's no right answer.

CHARLIE

(dry)

He seems thrilled to be here...What do you think?

She looks back at the bear.

EVA
I think...I think he's leading a
life of quiet desperation, he
misses the North Pole, other than
that he's doing great.

Charlie offers an Animal Cracker.

CHARLIE
Animal Cracker?

Eva takes one and looks at it - an elephant.

EVA
An elephant never forgets.

She eats it then lifts her can of Ginger Ale.

EVA (CONT'D)
Cheers.

CHARLIE
To quiet desperation.

EVA
Nope. To idiots that jump in the
East River after strangers' dogs.

They tap each other's can.

EVA (CONT'D)
I can't believe you're nuts enough
to jump into that thing.

CHARLIE
You caught me on the right day.

EVA
I hate modesty.

CHARLIE
Sorry.

EVA
I hate sorry, too.

CHARLIE
What do you like then?

EVA
Don't be lame.

CHARLIE
You don't exactly make this easy.

EVA
This what?

Charlie shrugs, uncomfortable.

EVA (CONT'D)
I'm Eva, I like this, oh my god, you do to? I do this, this happened to me, yay...It's boring, then we're just versions of other people. I skip the part where we pretend how wonderful we each are, all the impressing and that crap cause eventually you'll just figure out that I was full of shit, and that I'm some kind of bitch.

He stares at her a moment.

CHARLIE
I'm not wonderful...I asked you what you like, not who you are.

EVA
Same thing.

CHARLIE
Not really.

She shakes her head, and looks back over at the Polar Bear.

Charlie looks over at the bear as well.

CHARLIE (CONT'D)
I like modesty.

EVA
Gay.

CHARLIE
(faux romantic)
And New York at five thirty in the morning when everyone's still asleep...

EVA
That's really cheesy.

Charlie keeps looking at the polar bear while talking.

She plugs her ears.

CHARLIE

(deadpan, veiled sarcasm)
And I like Marcel Duchamp, the
autumn..., bizarre DJ's that
withhold personal information to
make themselves seem mysterious and
ambush you at work. Oh yeah, I love
the Central Park Zoo.

EVA

You're full of shit.

CHARLIE

So are you.

A beat. She thinks.

EVA

I like arrogance, and Purple Rain
at high decibel levels, James
Joyce, nudity, New Order,
spontaneous renditions of Pat
Benatar's "Love is a Battlefield,"
laughter in inappropriate moments,
public displays of affection,
Saturday morning cartoons, and of
course, Polar Bears.

CHARLIE

I know everything about you now.

EVA

What if I was lying?

A beat.

CHARLIE

I do love Pat Benatar, though.

EVA

Really?

CHARLIE

No.

EVA

Ever look at somebody you hardly
know and just want to punch them in
the face?

CHARLIE
All the time.

She suppresses a smile. They share a glance then look back at the Polar Bear.

Charlie looks at his swatch.

CHARLIE (CONT'D)
I should get back.

EVA
Do your thing.

He stands. She stays seated. He leans down to give her a kiss on the cheek. Hesitation, awkwardness.

CHARLIE
I'll see you in the building or
around or something.

EVA
Yeah.

Charlie starts to walk away, then...

EVA (CONT'D)
(sounding like Margot)
Hey kiddo.

He turns back.

CHARLIE
(puzzled)
What?

EVA
I didn't say anything?

He looks at her sitting there.

CHARLIE
Oh.

She waves. He waves back and walks away, pensive.

EXT./INT. STINGER '(ANOTHER BROOKLYN BAR) - THAT NIGHT

Trevor sits on a couch like banquet across from Charlie pounding a Black Label and Soda underneath the electro-rock music that permeates the joint along with a maroon haze from filtered lights and the scattered silhouettes of OTHER TWENTY-SOMETHING PATRONS.

TREVOR

Fuck what if. I'm just saying it's been a while, Charles. Time to move on. So fuck what if, fuck your guilt complex, fuck the past.

CHARLIE

Easier said than done.

Charlie sips his Diet Coke.

TREVOR

Bullshit, you just do it, like Nike.

CHARLIE

No you don't.

TREVOR

There's a moment where you decide to do it, even if it's just in your head. You can look at a girl, or a sexy DJ, once and know: I am a flaming heterosexual, I can be obsessed with you, love you or whatever.

CHARLIE

No idea what you're talking about.

TREVOR

Listen to me. It has nothing to do with personality or any of that other stuff, it's a look, a shared look of: I am alone and she is alone and we're both looking at each other like this because we want to share all the fun of not being alone and see each other naked and all that sexual awkwardness and then realize that we have no clue who this person is in bed next to us, but it doesn't really matter because as long as they let me get away with being a little bit of me, my morning breath, and the way I eat food, the rest doesn't matter for four months or so.

CHARLIE

Is love that flexible a concept?

TREVOR

Don't go academic on me.

CHARLIE

Is it though?

TREVOR

Love is an exaggeration that only leads to others.

CHARLIE

That's good.

TREVOR

When did you first see this girl?

CHARLIE

She was walking out of my building.

TREVOR

I can tell by the way you said that you want to have babies with her.

CHARLIE

Uh, nope.

TREVOR

Then, you might as well join the priesthood. Find God.

CHARLIE
It's a good option.

TREVOR
You're starting to piss me off.

CHARLIE
Well, take another sip...

Trevor sips.

Charlie looks around the room at all the OTHER BROOKLYN HIPSTERS in their array of converse all-stars, vintage t-shirts, jeans, military hats, and frayed blazers, dancing, having fun.

CHARLIE
Fuckin' hipsters.

Trevor shakes his head.

TREVOR
(agreeing)
Fuckin hipsters.

Just then A REDHEADED GIRL (ANNE) and HER BOYFRIEND walk by.

ANNE
Asshole.

TREVOR
Excuse me?

ANNE
I wasn't talking to you, Trevor.

Charlie looks at the girl, recognition.

ANNE (CONT'D)
I was talking to the piece of shit next to you.

For some reason, Charlie takes the criticism.

CHARLIE
Hi Anne.

ANNE
I hope life is working out for you, you coward.

She looks hard at Charlie.

TREVOR
You and the karma police can go
now.

They begin to walk off.

Anne stops a moment.

ANNE
I'm sorry..., but you suck.

She somberly shakes her head and walks away.

Charlie sits there. Trevor looks at him, stumped.

TREVOR
And why don't you stand up for
yourself?

CHARLIE
Because.

TREVOR
Because. Because is Busch League,
Charlie. Pull your fucking
diaphragm out, stand the hell up,
and go tell that girl off.

CHARLIE
Some other time.

TREVOR
Try and do it before your mid-life
crisis...

Charlie sips his diet Coke. A beat.

TREVOR (CONT'D)
I don't believe in regret, Charlie.
It's a waste of fucking time.

EXT. KENT STREET, WILLIAMSBURG - LATER THAT NIGHT

Charlie walks in the cold, hands burrowed into his pockets,
toward his building down the middle of Kent Street, which is
Siberian in its abandonment.

A GIRL in the distance disappears around a corner. He sees is
the homeless man, asleep on a grate under cardboard, with his
"blessings" sign propped out in front.

Charlie heads on and up to the door of his building. He pauses and looks at the resident directory and finds Eva's name (Jones, Eva) her apartment number 221, and walks in.

INT. HALLWAY - MOMENTS LATER

Charlie gets up the steps and heads down the granite and white walled hallway past a laundry room and to an intersection.

Usually he would turn left toward his place, but he hesitates and goes right.

He passes one door, #217, then #218 on the right, and #219 on the left, #220, and finally #221.

Charlie goes up to the gray industrial door. Stands a moment. He hears music from inside...He knocks. The dog barks.

A second later, the door opens, A HANDSOME AFRICAN AMERICAN GUY, FLETCHER, in a hooded sweatshirt, jeans, and no shoes answers the door, while still talking off...

FLETCHER
(to the b.g.)
...I don't think so.

He's very nonchalant.

FLETCHER (CONT'D)
How ya doin'?

CHARLIE
Is Eva around?

FLETCHER
Yeah, yeah, come on in...

Ulysses, the dog, runs up and starts kissing and jumping up on Charlie. He smiles, a little worried with the situation.

CHARLIE
(to the dog)
Hey there.

INT. EVA'S APARTMENT - CONTINUOUS

Charlie steps into the apartment -- A multi-colored parachute hangs from the ceiling almost creating a tent effect. Morgan Geist or something like him plays from a turntable sound system. "The Neverending Story" plays on the T.V.

in silence, a "Purple Rain" poster amidst various pictures of Eva, Eva with friends. The place is warm, colorful.

EVA

Ulysses, get down!

Eva stands up from the red mod couch surrounded by THREE OTHER FRIENDS, HADLEY, twenties and Japanese-American, MIRIAM, twenties, Argentine, and TOWNSEND, a Park Sloper, twenties, and a big stuffed animal polar bear. By looking at them you would say they seem pretty cool, but you'd never let them know that.

They have all been smoking and have beers and wine open on a coffee table over a shag carpet in front of them.

EVA

House call?

Charlie, insecurely advances, nods.

Fletcher continues his conversation with the group in the b.g..

FLETCHER

...That whole crew is like Dada meets the Chemical Brothers. They're all so affected by the stereotype of what underground music thinks it is...

HADLEY

Well, electroclash is dead as a doornail.

EVA

Everyone, this is Charlie.

Everyone turns to look.

MIRIAM, HADLEY, FLETCHER, TOWNSEND

Hi, hola.

They continue their conversation in the background.

FLETCHER

(from the b.g.)

Everyone knows that.

(MORE)

FLETCHER (cont'd)
 What I'm saying is that the death
 of all these subcultures is pretty
 decent proof that music in general
 is becoming more and more genreless
 and that Pop Culture keeps
 consuming everything into a
 formless blob of mediocrity...

TOWNSEND
 You sound so lame.

MIRIAM
 (from the b.g.)
 Well, I think Justin Timberlake is
 a genius.

Eva points them out.

FLETCHER
 (from the b.g.)
 Are you shitting me?

EVA
 That's Hadley, her boyfriend
 Fletcher is the pedantic one who
 answered the door, and that's
 Miriam and Townsend.

Charlie nods.

HADLEY
 (from the b.g.)
 You shouldn't throw the word genius
 around like that. John Cage is a
 genius. Mick Jones is a genius.

CHARLIE
 You're not working tonight?

EVA
 Nope.

TOWNSEND
 (from the b.g.)
 You have a bias toward your own
 taste, Fletch, and you can't see
 outside of it.

FLETCHER
 (from the b.g.)
 You like Timberlake?

TOWNSEND
 (from the b.g.)
 Not particularly, but the
 production of that last album is
 pretty damn good.

Charlie looks slightly anxious.

CHARLIE
 Do you like road trips?

EVA
 That's a non-sequitor.

CHARLIE
 I have to go out to Westchester for
 the day on Saturday and I thought
 you and Ulysses could keep me
 company and you could buy lunch
 cause you still owe me and we could
 get that over with once and for
 all.

She bobs to the music from the stereo, looking at him,
 charmed by his awkwardness.

EVA
 Why do you have to go out to
 Westchester?

CHARLIE
 I promised I'd check on a friend of
 mine's house cause they've been
 away. It's really nice out there,
 you know, rustic, the country.

She looks at him then turns to her friends.

EVA
 (to the b.g.)
 Prince is a genius.

She turns back to Charlie.

EVA (CONT'D)
 I have to be back for work by nine
 p.m.

CHARLIE
 I have the gallery opening at
 seven.

EVA
Only if you drive a nice car.

Charlie looks at her, gauging if she's serious.

EVA (CONT'D)
And lunch has to be a picnic.

FLETCHER
(in the b.g.)
That's debatable.

CHARLIE
Fine...I'll come get you around 8
a.m.

EVA
Oooh.

CHARLIE
Too early?

EVA
No. No. Might hurt a bit, but we'll
manage.

CHARLIE
Okay.

Charlie starts to head toward the door.

EVA
You're leaving now?

CHARLIE
Yeah.

HADLEY
(from the b.g.)
Herbie Hancock, genius.

He walks to the door. They share a look as he steps out.

CHARLIE
Goodnight.

EVA
Aloha.

He pulls the door closed.

INT. CHARLIE'S LOFT - LATER THAT NIGHT

Charlie walks out of his room and goes to his refrigerator, the picture of him and Margot on it.

He looks in and sees the not much that's in there: some peanut butter, a bottle of water, condiments.

He grabs a water, takes a sip, leans against the counter next to the refrigerator, and looks over toward the couch...

He imagines Margot and himself lying there, clothes scattered on the floor...They rest, post-sex, on the couch near the coffee table covered by scattered magazines, a few books...

Margot reclines next to Charlie, resting her head on his shoulder, while reading Elle Decor magazine.

Charlie looks off in thought as she reads, he passes his hand over her hair, nonchalant.

MARGOT

This is so pretty...look at this living room.

Charlie glances at it.

CHARLIE

Nice.

MARGOT

Wow...this house is incredible...Baby, look.

He looks.

CHARLIE

(teasing)

Should I get you that one?

She turns and looks up toward him.

MARGOT

Yeah.

He feels something on her head.

CHARLIE

What happened here?

She continues to look at the magazine.

MARGOT
What do I have?

CHARLIE
A nice bump.

She keeps reading.

MARGOT
I guess I knocked it.

CHARLIE
Shall I kiss it better?

MARGOT
Yes please...

He kisses her on the head as she flips a page.

MARGOT (CONT'D)
Look what a gorgeous room...

He looks.

CHARLIE
Pretty...

Charlie breaks from the memory back by the refrigerator. He stands there a beat then walks away into his bedroom.

INT. WHITMAN GALLERY - THE NEXT DAY

Charlie supervises the stencilling of the title that introduces the Brown exhibition on the wall of the gallery, a pile of paper sheets, his blurb, similar to what he had written previously on the computer sits on the front desk. The stencil and looks good under the title of "Cecily Brown."

THE STENCILLER finishes the letters, and steps away to pack up her stuff.

Blair sits nearby at the reception desk.

Rachel comes out of the adjacent office in her Marni coat with her Balenciaga handbag ready to leave for the day. She walks up to Charlie and looks at it with him.

RACHEL
Good...Blaire, lock this fucker
down.

Blaire starts to turn lights off.

She looks at Charlie. His shirt collar is bent and folded back. She stands in front of him and fixes it.

He gets uncomfortable, tries to stop her.

RACHEL

Easy.

Charlie lets her finish, does his best to avoid looking in her eyes.

RACHEL (CONT'D)

Better...You want to grab a drink with me and a couple other arty farties? Jeff Koons might show up.

CHARLIE

Can't.

Her Blackberry goes off. She looks at it and continues to talk.

RACHEL

You got a hot date?

CHARLIE

No.

She gives him a wry look.

RACHEL

I want you here two hours before everybody else shows up, tomorrow. Let the caterers in, wear a tie, and have a glass of Merlot or something so you don't come off so stiff.

CHARLIE

I thought I might do a couple rails of coke with your friends in the bathroom.

RACHEL

That isn't funny.

CHARLIE

Not trying to be.

She pushes him playfully.

RACHEL
Shave, too, get rid of that
scruff...Buono notte.

BLAIRE
(overzealous)
Ciao.

RACHEL
Oh, shut up.

She walks out.

Charlie stands there.

INT. SLOAN KETTERING CANCER CENTER - LATER THAT AFTERNOON

Charlie sits by his mother in her hospital room. She has
weakened further, but seems to be fighting it.

There are pill bottles of morphine and pretnazone on her
bedside.

She swallows a pill with a glass of water.

GRACE
...Did you check on the house, yet?

CHARLIE
I'm going tomorrow. I work during
the week, remember?

GRACE
Right. Right. How's that going for
you?

CHARLIE
Fine. It's fine.

A beat.

GRACE
So, how you been feeling?

CHARLIE
Good.

GRACE
Another exciting visit with
Charlie.

CHARLIE

I can leave.

GRACE

No, you can't.

A silent beat. Grace shifts uncomfortably.

GRACE (CONT'D)

Ugh, I feel fat.

Charlie stares at her.

CHARLIE

You weigh like ninety pounds.

GRACE

Well, I'm bloated from the damn
Pretnazone.

CHARLIE

You could use a few pounds. Maybe
some delicious food from the
cafeteria.

GRACE

Fuck off. I've heard enough about
my weight in this lifetime, and I'd
rather go to the Oyster Bar for
some blue points and a beer.

Grace has a fit of coughing, painful.

Charlie doesn't respond.

GRACE (CONT'D)

We gotta make a break for it.

CHARLIE

What?

GRACE

I can't be here. I can't be like
this...I need you to get me out of
here.

CHARLIE

You can leave anytime, mom. Against
doctor's orders, but you can leave
whenever you want.

GRACE

For Christ's sake...I don't know how do to do this, Charlie. How do you die?

CHARLIE

Jesus, mom.

GRACE

Seriously, am I supposed to tell you my greatest hits, the mistakes, what? Maybe you should yell at me for being such a crappy mother to you and your brother. I could probably remember some happy little anecdote from when you were younger and when life was one big friggin' bedtime story, before your father left on his pilgrimage for the perfect blow job. Or I could go on one last bender, like a three day bender, that's a possibility...I'm hoping some bird will fly up and perch on the window sill, sing a little song, and I'll have some lucid Zen moment and say, "That's what it was all about."

A beat.

GRACE (CONT'D)

I could have done something, Charlie. I was Cum Laude at Barnard. I could have done something really good...I could have been a doctor without borders...

CHARLIE

But, you weren't a doctor.

GRACE

But you know what I'm getting at.

He looks at her, unsure how to respond.

She looks at him, thinking...

GRACE (CONT'D)

When I was a kid, a little girl as they say, and your grandfather died, my mother told me that life is a dance, that you have all these different partners and dance all these different dances. People dance in and out of your life, but you keep on dancing. I thought she was so full of shit...

Charlie smiles slightly.

GRACE (CONT'D)

Was I a shitty mother?

He makes her wait for it.

CHARLIE

You're most improved.

She smiles briefly and begins to tear.

Charlie doesn't know what to do. So he gets up on the bed and holds his mother.

FADE TO:

INT. SLOAN KETTERING CANCER CENTER - LATER

Grace has fallen asleep nestled next to Charlie.

Charlie sits awake in the dark blue winter afternoon. He looks awkward in this position.

He begins to sneak away from his mother, lifting her off him and onto her pillow. He grabs his coat and steps out of the room.

INT. HALLWAY, SLOAN KETTERING CANCER CENTER - CONTINUOUS

Charlie walks down the hallway. He passes an empty wheelchair where Mr. Lautner once sat, notices it, continues toward the desk and sees Mary, the nurse.

CHARLIE

Hey there.

MARY

Hey Charlie. Doctor Lansky needs to have a word with you.

Charlie looks at her, uncertain.

CHARLIE

Sure.

INT. DR. LANSKY'S OFFICE - MOMENTS LATER

Amidst the pale sterility and academic blankness of the resident Oncologist's office, Dr. Lansky wears a grave expression.

Charlie stares back at him, stone, a non-reaction to whatever has just been said.

They sit in a heavy silence. Then...

DR. LANSKY

You're mother didn't mention anything to you?

CHARLIE

No. I mean, not really...

A moment of silence.

CHARLIE (CONT'D)

So, what am I supposed to do?

DR. LANSKY

We'll give you everything you need, medication, a hospice nurse to contact..., but there's nothing else we can do here. The best I can recommend is you take her some place where she can find a bit of peace.

Charlie sits quietly pensive.

INT. SLOAN KETTERING CANCER CENTER - MOMENTS LATER

Charlie walks back up to his mother's hospital room and looks in at his mother sleeping. He looks around the room, back at his mother, and then retreats out, overwhelmed.

INT. CHARLIE'S LOFT - LATER THAT NIGHT

He steps into the unlit apartment, drops his bag and turns on a light.

He makes his way into the bedroom. The city lights flicker and gleam out the window in the distance.

Charlie closes the shade, turns on a lamp.

He sees the message machine blinking. He goes over and presses the play button...

MESSAGE MACHINE

Two new messages.

Then...

JAMES (V.O.)

Hey, it's James calling...

SOPHIE (V.O.)

(in the background)

And Sophie, too...

JAMES (V.O.)

We're going to some place called Air in the meat packing district, tonight - supposed to be pretty cool so if you want to come meet us we'll be there. It's just off of 9th Avenue at 12th Street. Otherwise, we'll see you at the opening tomorrow night. Peace.

He erases it.

TREVOR (V.O.)

Hey, it's Trev. I have a really important question for you, maybe the most important question I've ever asked. I guess I should just come out and say it, and I want you to be straight with me...Should I take Rebecca to Sushi Samba over the Mercer Kitchen for dinner? And if so, why? Holler back. Shalom.

Charlie erases it.

He sits there a moment on the bed, then opens his bedside table drawer: in it are his trial package of Viagra, a journal, a pen, a picture of his family when every one was younger, some Polaroids, perhaps one of Margot, and a piece of paper with some numbers on it.

He grabs the piece of paper and looks at it then at the clock.

He picks up the phone and dials a lot of numbers, international...

He listens until someone picks up.

CHARLIE

Hello...? Hi...I'm trying to get in touch with Stephen Hemmings...He's one of your foreign aid workers...I don't know, Darfur...? I'm his brother, Charlie...yes... No, I'm calling from the U.S...from America...Okay, is there anyway I can reach him there...? Well, is there a way you can let him know that I called...? Please, if you could find a way, it's urgent...no, it's important...He has it...Please try...No, I have no idea what's going on there, only what I've seen in the news...I'm sure. I'm sure...Well, you're a better man than me...If there's any chance of having him call me, I'd really appreciate it...thank you...thank you.

Charlie hangs up and sits there on the bed still in his coat and scarf.

INT. CHARLIE'S LOFT - THE NEXT MORNING

Charlie wakes up on the bed, still in his coat, scarf, and clothes from the day before. He looks at the clock - 7:00 a.m.

INT. CHARLIE'S LOFT - A LITTLE LATER

Charlie, now showered, shaved, and set to go in suit pants and a shirt, puts a tie and his suit jacket in his shoulder bag and steps out the door.

INT. HALLWAY - MOMENTS LATER

Charlie walks around and down the hall to Eva's apartment. He knocks on the door...

He hears Ulysses bark. He waits...

Ulysses sniffs at the door. He knocks again...

He waits...more barking...

Finally, Eva opens the door still half asleep in a tank top, panties, bedhead, the works...

EVA

Let's go. I'm ready...One second.

Charlie's grins, slightly amused.

She walks away to her room. Charlie can't help looking at her walk off, but forces his eyes away into her colorful loft.

Ulysses jumps up on Charlie. Charlie kneels down to greet him, and gets a few licks in the face...

Finally, Eva comes out pretty thrown together with her coat and wraps her scarf around her neck. She grabs her glittery Not Rational handbag and drags herself out the door along with Ulysses.

EVA

Okay.

Charlie, suppresses a smile, and closes the door.

EXT. OUTDOOR PARKING LOT - MINUTES LATER

They walk up to a rusty fenced lot next to a brownstone covered in graffiti - Charlie with two coffees in his hands, bag over his shoulder, Eva, still sleepy with Ulysses in tow.

Charlie gets a pair of keys from THE ATTENDANT, a scruffy older Brooklyn man...

ATTENDANT

Mornin'.

CHARLIE

Morning. Thanks.

He walks over to a green 1973 Porsche 911, his mother's car, in pretty good condition.

He unlocks it and opens the passenger door for Eva.

Eva looks at it then at Charlie.

EVA

Nice ride.

CHARLIE
It's not mine.

EVA
Who's is it?

CHARLIE
A friend's...shall we?

EVA
Uhuh...Get in there, Ulysses, go.

The dog jumps in, followed by Eva. Charlie closes the door, walks around the car and hops in the driver's seat. He turns the engine on, has a problem with the clutch and the car makes a grating noise...

CHARLIE
Oops.

EVA
(teasing)
Good sound.

He revs the car up.

CHARLIE
Thanks.

They drive out onto Bedford Avenue.

EXT. SAW MILL PARKWAY - A LITTLE LATER

The car cruises up the winding two lane highway bordered by trees near the Hudson River.

Eva has fallen fast asleep in the passenger seat.

Ulysses is perched with his tongue out on the divider behind the parking break and hovering over Charlie's shoulder.

Charlie takes a sip of coffee, shifts the car into fifth gear and accelerates into Westchester County.

EXT. POUND RIDGE, NEW YORK - LATER THAT MORNING

Charlie drives down a country road with a stone wall along the side...

Eventually, he pulls up to a long rustic driveway lined with mostly leafless linden trees and turns down it.

On the bumpier road, Eva opens her eyes and looks out at a sprawl of lawn, brush, and woods as the car's shocks react to the bumps in the driveway.

EVA

Oh my God.

Ulysses steps onto Eva...

EVA (CONT'D)

Oww...Easy.

He paws at the window, and Eva sits up and opens it letting the winter air pour in. The dog sticks his head out the window.

They pull up to a beautiful country stone house surrounded by the continuing sprawl of grass and woods and a lake in the distance. Charlie stops the car.

Eva opens the door and Ulysses jumps out and immediately starts sniffing all the new smells.

Eva steps out, walks on to the lawn, and takes a deep breath.

Charlie steps out and looks around, a bit somber.

EVA

Ulysses.

The dog comes running at Eva and she begins to run and play with her.

Charlie watches as she slows down and begins to walk back towards him. She throws her arms out.

EVA (CONT'D)

It's so gorgeous...I think I'm getting high from all the oxygen.

He enjoys her reaction.

CHARLIE

Yeah, the air's really good out here.

He feels a bit stupid at what he said for a moment.

EVA

Who's place is this?

CHARLIE

Come on inside.

He starts walking toward the front door. She follows.

EVA
You don't want to take a walk
first?

CHARLIE
In a little bit. Come inside.

EVA
You're not some skeezy freak, are
you?

CHARLIE
Kind of, what about you?

EXT./INT. THE STONE HOUSE - MOMENTS LATER

Charlie unlocks and opens the door into the house and walks into the day lit foyer of a fantastic country home with wood beams and lots of windows overlooking the surroundings.

Adjacent to the foyer is a library with baby boomer memorabilia from the sixties, seventies, and eighties such as pictures of the Who, a Harry Benson photo of the Beatles, books of Ken Kesey, Allen Ginsberg, Amiri Baraka, Marcuse, Anne Tyler, Susan Sontag, the Taschen "Hippie" book, and more.

Ahead is a similar wood beamed living room.

The dog trots in and takes a look around.

Eva walks in and takes the place in, impressed.

Charlie walks off toward the kitchen.

INT. THE STONE HOUSE KITCHEN - MOMENTS LATER

Charlie checks out the place, makes sure everything is okay. He opens the back door by the kitchen to let some air in. He turns the sink on and lets the water run for a moment.

INT. THE STONE HOUSE - MOMENTS LATER

He runs the water in the other bathrooms, checks the furnace in the basement.

INT. THE STONE HOUSE BEDROOM - MOMENTS LATER

Charlie walks upstairs and looks in at his mother's bedroom - a picture of her and her two sons sits on her bureau along with pictures of her in the 1970s, 1980s with friends, her wilder days, some self-help books like "The Power of Now," and "Blink," and a couple of those designer scented candles.

He stands there a moment, takes it in.

He goes to the bathroom and turns the water on and off and walks out.

INT. THE STONE HOUSE - MOMENTS LATER

Charlie comes down the stairs and hears music - something like Toto's "Africa."

He walks through the living room toward the den, which is very sixties with a full bar, stools, a record player, stereo, a big record collection on shelves, a television, a vintage hanging pendant lamp, more books, photos, a Mies day bed, a Le Corbusier coffee table, a cozy lounge chair. A Basquiat Jazz painting hangs on the wall.

Eva has put a record on the old record player.

EVA

This is one of the sickest record collections I've ever seen...

Charlie walks in.

CHARLIE

Yeah, it's pretty good.

EVA

How much do you love Toto?

CHARLIE

So much.

Eva excitedly brings a framed photo over to Charlie, it shows a young beautiful Grace and Jim Morrison with his arms wrapped around her.

EVA

This woman's with Jim Morrison.

CHARLIE

Yes, she is.

EVA
Who is she?

CHARLIE
She's my mother.

EVA
This is your mother...? She's
beautiful. She dated Jim Morrison?

CHARLIE
For like a second.

EVA (CONT'D)
Holy shit...

Then...

EVA (CONT'D)
So, this is your mother's house?

Charlie nods.

EVA (CONT'D)
How come you said it was a
friend's?

CHARLIE
Some people have an aversion to
family.

Eva continues to look around.

EVA (CONT'D)
I don't have aversions...She lives
here all alone?

Charlie looks at her confused.

CHARLIE
Aren't you breaking the rules
asking all these questions?

EVA
Fuck the rules, I changed my mind.

She lip syncs the chorus to the song and looks at Charlie,
then...

EVA (CONT'D)
Are you guys close?

She stops at one at a grouping of framed photos.

CHARLIE

Not really.

EVA

What do you mean?

CHARLIE

We didn't really speak to each other for a bit.

Eva looks at him then picks up another two photos.

EVA

That's her and Jimmy Page, and Andy Warhol. Is this Duran Duran?

Charlie's knows the story.

EVA (CONT'D)

So, your mom is like the coolest chick ever.

CHARLIE

Depends on your point of view.

She continues to poke around.

EVA

What did she do?

Charlie doesn't know what to say.

CHARLIE

I'm not quite sure.

EVA

Tell me something, something good.

CHARLIE

Umm...she did a lot of drugs ...from what I know she was a Catholic school girl gone wild. She did the sixties thing, tripped on acid, read Herbert Marcuse, protested stuff, dated a Black Panther and some rock stars. Then she inherited a bunch of money, and she went to parties, she threw the parties, her life was pretty much one big party, at least when she lived in the city.

Eva looks at him, lip syncs some more.

EVA
Where's she now?

CHARLIE
On holiday.

The record begins to skip. Charlie turns it off.

EVA
What about your dad? Is he some famous rock star or something?

CHARLIE
Nope. Don't really know him that well either.

EVA
Tight nit family.

He goes to a cabinet and gets out a DVD case and changes the subject.

CHARLIE
You want to see something funny?

EVA
Sure.

Charlie puts a DVD in the player and turns on the T.V. He takes a second to cue it up...then lets it play...

It's the Ed Sullivan show in which the Beatles played in the U.S. for the first time. John, Paul, George, and Ringo play on the stage and it cuts away to a teenage girl, a young Grace, going berserk, dancing awkwardly, free...

Charlie pauses it on her.

CHARLIE
She was fifteen. She hitched a ride from a milk truck driver into Manhattan to go see them play.

Eva stares at the T.V.

EVA
No way.

CHARLIE
I've only heard the story six million times.

Charlie gets a bit quiet...Eva stares at the T.V.

He starts to stand with his coat in hand, and the medicinal pot his mother gave him falls out of his coat pocket.

Eva sees it, picks it up, and looks at him.

EVA

What do we have here?

Charlie looks at it, remembering.

CHARLIE

Oh yeah.

EXT. THE PROPERTY BEHIND THE HOUSE - LATER

Eva takes a hit off a joint as she, Charlie and Ulysses walk through the woods and dead leaves toward the lake behind the house.

She passes the joint to him. Charlie defers.

They walk in silence together, a communal quiet. She walks ahead and looks back at him, enjoying this, as they continue walking.

He looks down at the ground then sneaks a look at Eva, then up at the scenery.

They eventually stop in front of the lake and look out at it as Ulysses scurries about.

They are stuck in the silence.

EVA

Charlie?

CHARLIE

Yeah?

EVA

I forgot the picnic.

EXT./INT. THE PORSCHE - A LITTLE LATER

The car pulls up to the drive through window at a fast food burger joint.

The CASHIER passes two drinks and a bag over to Charlie who passes it to Eva. She grabs some fries for herself and passes some to Ulysses who devours them.

EVA
I'm starving.

She reaches into her purse, pulls out some crumpled bills, and passes them to Charlie who passes them to the cashier and gets change.

Eva unwraps and bites into a hamburger as they pull away. Ulysses watches her intently.

EVA (CONT'D)
Mmmm.

Charlie sticks some fries in his mouth and carries a soda between his legs. He stares ahead.

Eva looks over at him.

EVA
You okay over there?

CHARLIE
Yeah. You?

She looks at him and smirks at his intensity. She moves to turn on the radio.

EVA
I think we need a soundtrack.

She tunes in to some random radio commercials, she tunes further and comes to a lite station playing something like Chicago, Wham!, or Wang Chung.

EVA (CONT'D)
Nice.

She turns it up.

Charlie can't help but smile.

She sings the song, glances over at him...

He drops his cool a little and quietly joins in, while looking ahead and driving off.

EXT. KENT STREET, WILLIAMSBURG - AFTERNOON

Charlie pulls the car up to their building and stops to let Eva and Ulysses out.

They sit there a moment.

EVA

I'm DJing at this place Home tonight if you want to come by. I could put your name at the door, or not.

CHARLIE

I've got the gallery opening.

EVA

Right. Right.

CHARLIE

I could try and swing by after.

EVA

You should.

A beat.

CHARLIE

Thanks for the picnic.

EVA

Yeah right.

She opens the door. Ulysses pops out and she steps out after him.

She sneaks in and steals a slight kiss from his lips, hops out of the car, then walks away toward the building.

Charlie, caught off guard, watches her and Ulysses walk away.

EXT./INT. WHITMAN GALLERY - THAT EVENING

Upbeat trendy music like Erlend Oye, Beck, or Ratatat plays in the background.

AN IMPECIBLY STYLISH MAN in a Dries Van Noten jacket casually shrugs in front of one of the Brown paintings.

The WOMAN with him, in Stella McCartney, indicative of the style and taste of the crowd, talks to him as more ECLECTIC MULTI-ETHNIC GUESTS congregate, chat and drink in the gallery space. Some guests are more Park Avenue conservative, some Park Avenue rock star, some West Village, some East Village hipster...

A troupe of WAITERS passes finger foods like sushi, chicken skewers, crab cakes, and drinks. ONE WAITER offers sushi to the couple, who decline.

The stylish artist, CECILY BROWN, stands nearby talking with another STYLISH WOMAN in her early forties, and an over-styled fortysomething man, PETER.

Charlie, in a shirt with a loosened tie, stands with Trevor, Rebecca, James, and Sophie in their own little clique on the side.

TREVOR

So, do you get off on peddling art to people who know nothing about it?

CHARLIE

Totally, it's a real thrill.

JAMES

I thought you were an assistant, not a dealer.

CHARLIE

I thought you were a junior analyst, not an Investment Banker.

Behind them Rachel, looking great in a Hedi Slimane suit, walks out of the bathroom excitedly behind them with her friend, SARAH, thirties. They both sniffle.

Blaire stands in a corner with a drink, awkwardly sipping by herself.

Rachel winks at Charlie as she passes by.

SOPHIE

Dude, your boss is hot.

CHARLIE

She's also ten feet high and rising.

Charlie watches Rachel, in the zone, talking with Cecily and A GRAYING MAN in his fifties.

TREVOR

She does a lot of blow?

JAMES

Do you think anyone's actually looking at the paintings?

REBECCA

I'd love to do a bump.

Rachel points over to Charlie from across the way. The man starts walking over towards them.

TREVOR
C'you hook us up, Charles?

CHARLIE
Maybe later.

REBECCA
What are we doing later?

SOPHIE
A friend of mine from Parson's is having a pre-fashion week party on Avenue A.

James gives her the thumbs up with mock excitement, then turns it down and makes a farting noise to neg her idea.

TREVOR
We can go to that new place on thirteenth.

JAMES
Different venue, same stupid people.

The man reaches Charlie.

KENNETH STADE
Charlie?

CHARLIE
Yes.

KENNETH STADE
Ken Stade. I'm friendly with your father.

CHARLIE
Oh...How's that working out for you?

TREVOR
(escaping)
We're gonna go get a drink.

They all have full glasses, but Trevor, James, Rebecca, and Sophie retreat as discreetly as possible.

KENNETH STADE

I helped out with his exhibition at the MOMA last year.

CHARLIE

That was a good show.

Charlie looks away - he sees Trevor and Rebecca talking to SOME GUY by the bathroom.

KENNETH STADE

Yes, it was...Rachel tells me you're going to be quite the curatorial ace.

CHARLIE

Yeah, I think you caught her on a good day.

KENNETH STADE

Well, you're learning from one of the best...maybe you could get some of your dad's work in here?

Charlie gives him a curious look then an awkward beat.

CHARLIE

I don't think so. How do you like the show?

He sees Rachel looking over, in fact she begins to walk over.

KENNETH STADE

I like it.

CHARLIE

What do you like about it?

Rachel reaches them.

RACHEL

So, should I fire him, fuck him, or kill him?

KENNETH STADE

All of the above.

She kisses Charlie on the cheek.

RACHEL

This is harassment, right? You know I love you.

Charlie forces a grin a bit uncomfortable.

RACHEL (CONT'D)

Ken bought two paintings, so I love him, too.

CHARLIE

I was just asking Mr. Stade what he liked about the paintings.

Rachel turns to Kenneth.

RACHEL

Well Ken?

KENNETH STADE

I like that they're already worth more than what I paid for them.

RACHEL

Good answer...Ken's a friend of your dad, Charlie.

CHARLIE

I heard.

INT. WHITMAN GALLERY - LATER THAT NIGHT

The crowd has thinned away.

Rachel says goodbye to A FEW PEOPLE by the door, and the caterers start to head out.

Blaire is helping Charlie tidy up.

Rachel comes walking over.

RACHEL

Blaire, you can go and do whatever it is you do.

Blaire looks at her, still a bit meek.

BLAIRE

Okay. Congrats on such a good show.

RACHEL

You too.

She grins and walks to get her stuff.

Charlie puts a stack of exhibition sheets in order.

CHARLIE
Aren't you having dinner with
Cecily?

RACHEL
Uhuh. I just wanted to close up.

She walks into the office.

Blaire walks out.

BLAIRE
Goodnight.

CHARLIE
'Night, Blaire.

RACHEL (O.S.)
Charles, get in here.

Charlie obliges.

CHARLIE
Yeah?

Rachel leans on her desk, reading something.

RACHEL
(without acknowledging
him)
What would you think of co-curating
the show after next with me? A
group show, young artists.

He looks at her, surprised, questioning.

CHARLIE
Seriously?

RACHEL
No. I'm fucking with you. Do you
have the balls for it? Or would you
blow it?

CHARLIE
I have the balls for it, I mean,
yeah, yeah, we could get...there's
this art collective...

She smirks at his enthusiasm.

RACHEL
I get it, shut up.

CHARLIE
That would be amazing.

RACHEL
Good.

She looks at him, suggestive, and they share an uncomfortable moment.

Charlie starts to notice the growing awkwardness. He watches her, and can't help but notice the exposure in her blouse as she leans against the desk. He stands there, still.

RACHEL (CONT'D)
Come here.

Charlie looks at her, and then...

CHARLIE
No.

She looks at him, barely thrown.

RACHEL
No because you shouldn't or no
because you don't want to?

He looks at her, pensive.

CHARLIE
That's a really stupid question.

She wears a slightly defeated smile. They hesitate another moment.

RACHEL
I'll see you, Monday.

She turns to her desk as if nothing happened. He goes to get his things.

EXT. MEAT PACKING DISTRICT - LATER THAT NIGHT

Charlie walks down the avenue, hands in pockets, in the winter night under the streetlights.

BUNDLED AND DRESSED UP PEDESTRIANS walk about going from dinner to various night places. SOME PEOPLE stand outside bars and restaurants smoking.

He walks along absorbed in his thoughts whatever they might be...

EXT. HOME (A DOWNTOWN LOUNGE ON 13TH STREET) - A LITTLE LATER

Charlie walks around the corner to see the massive crowd standing outside the place.

He stops and sighs in quiet frustration at the impending hassle of getting into the place to see Eva.

He walks up closer to the crowd, looks at his watch, and glances around to see if there's a place he can wait.

He sees a pizza place down the street...

EXT./INT. PIZZA PLACE - LATER

Charlie bites into a slice of Pizza off a paper plate, and looks out at the street.

A LOUD NEW JERSEY COUPLE comes in and orders from THE CASHIER, A LATINO WOMAN, who's EIGHT YEAR OLD SON sits bobbing next to a portable stereo listening to something like "The Neverending Story" by Kajagoogoo.

A GROUP OF COLLEGE FRESHMEN BOYS AND GIRLS sits nearby talking about fake IDs.

Charlie looks over at them. He sips his soda.

ONE OF THE GIRLS gives Charlie a sympathetic look at the fact that he's sitting alone.

Charlie can't help but grin at her mistaken pity for him.

EXT. HOME - LATER

Charlie walks over toward the place, which is still way over crowded with PEOPLE and BOUNCERS yelling at them to create some form of order.

He decides against it and walks away.

EXT./INT. KENT STREET, WILLIAMSBURG - LATER THAT NIGHT

Charlie walks into his building.

INT. CHARLIE'S LOFT - MOMENTS LATER

Charlie steps inside and goes over to his couch and plops into it still in his coat.

He clicks on the television and tunes into CNN to see footage about drilling in the Arctic National Wildlife Refuge, then a report on Iraq.

He flips channels passing various footage of cooking shows, infomercials, an old movie on AMC, then the Animal Planet where he sees the Pet Psychic...

The Pet Psychic talks to a melancholic Bassett Hound and tells its owner that ever since she got her new Labrador puppy, Ralph, her old Dog, Sprinkles, has been hurt and jealous...the owner begins crying in guilt.

Charlie watches in the dim apartment.

INT. CHARLIE'S LOFT - LATER

Charlie sleeps in the flickering light from the television.

The phone rings. Charlie wakes with a start and reaches for the cordless.

CHARLIE

Hello?

He sits up.

CHARLIE (CONT'D)

Stephen...? No, no, I was awake, what time is there...? Oh...Good, good, how are you, how's Sudan...? Jesus...No, yeah, um, things are fine with me...I called the other day...No, it's, mom is sick. She's really sick...I don't expect you to do anything, I just thought you should know...If you can't, you can't...I don't know what you should do...How am I moralizing...? I'm just letting you know so you can make your own decision...No... Steve? Steve...? Can I say something...?

(MORE)

CHARLIE (CONT'D)

I know all this, I know the stupid story...Look, I hadn't talked to the woman in months and she gets sick and conveniently decides to give me a buzz when no one else wants to deal with her...No...Do you want me to tell her anything for you...? Stop being such a dick...yeah, yeah... I'll tell you what's gonna happen, you're gonna avoid this whole thing and then you'll regret it, and you'll regret it hard and you'll walk through life, I'm not finished, you'll walk through life with a massive guilt complex and know that there was this, this choice you had, and you made the wrong one...yes, there is a wrong one...That's great...fuck you, too...hello? hello? Stephen?

He hung up...Charlie tosses the cordless and it clatters against the floor.

EXT. CHARLIE'S LOFT - A LITTLE LATER

Charlie remains on his couch, restless, staring out the living area window; the sky has begun to turn a paler blue.

There's a light knock at the door. He looks at the wall clock: 5 a.m.

Charlie gets up lazily and moseys over to the door. He opens it and peeks out to see Eva standing there.

EVA

Were you awake?

CHARLIE

No, yeah...are you just getting back?

EVA

Why didn't you come by?

CHARLIE

I did. The crowd outside was huge.

EVA

Uhuh.

She looks at him...She moves in closer.

Charlie freezes a little bit.

She kisses him.

They unsteadily step into the hallway...

Then shuffle back into the apartment...they kiss in the dark, we can barely make them out.

They stop.

Eva walks over toward the couch by the window, she's a blue silhouette. She takes off her coat and drops it on the floor.

Charlie hesitantly walks over. He stands a couple feet away from her in the darkness.

She comes over to Charlie, pushes off his coat and they began kissing again...Charlie stops, looks down her body, then looks up and kisses her trying to get more into it, less self-conscious.

She pulls away and takes off her top. Charlie watches.

He goes to her. He touches her back. She reacts.

EVA
Ooh...cold hands.

CHARLIE
Sorry.

She pulls him closer to her. Charlie seems a bit rigid. They kiss more, move further until Charlie stops...

CHARLIE
Could you give me a second?

She looks at him, a bit confused.

EVA
Yeah.

Charlie walks away.

We follow Charlie to his bedroom. He goes to his bedside table and opens the drawer. He grabs his trial package of Viagra and looks at it.

He stands there, defeated, feeling stupid. He drops it back in the drawer, and walks back out to the living area.

As he re-enters, he sees Eva sitting half-naked on the couch.

He sits a few feet away from her. They look at each other a moment - where were they? He moves in.

They start kissing again. She pulls off his shirt, drops it and unbuttons his pants. She pushes off hers...they lower down to the couch...kiss...Charlie gets hesitant then...

CHARLIE

I can't do this right now.

He pulls back.

She looks at him a moment, confused, fragile. They sit almost naked on the couch, disheveled.

EVA

Why?

CHARLIE

Because I literally can't do this right now...

She looks at him, thinking.

EVA

Oh.

He sits there, silently distraught.

EVA (CONT'D)

What is it?

He says nothing.

EVA (CONT'D)

I'm sitting here, naked, on your couch, the least you can do is talk to me...

He looks at her like she's crazy.

EVA (CONT'D)

Seriously, give me some excuse...please.

A long beat.

EVA (CONT'D)

You're seeing someone else? Some chick emasculated you? Come on...tell me a fucking story, Charlie. Say something...

CHARLIE
What are you talking about?

A wicked silence.

EVA
I'm totally confused.

She stands up and puts on her top and grabs her coat.

CHARLIE
And you make so much sense.

She stares at him, hurt, frustrated, totally confused as to what just happened, and walks toward the door.

She stops, turns, and they look at each other, stuck.

CHARLIE
What?

EVA
Nothing.

She walks out.

Charlie's stands there in his underwear, his pants around his ankles.

FADE TO:

EXT./INT. SLOAN KETTERING CANCER CENTER - THE NEXT DAY

Charlie walks in and sees Mary at her desk. She gives him a sad smile.

MARY
Hey there.

CHARLIE
Hi Mary.

MARY
We got her all packed up.

CHARLIE
Cool.

She gets up and walks with him down the hall toward Grace's hospital room.

He reaches the doorway and peeks in - Grace, weak, pained, is in her shearling coat and a bandana sitting in her wheelchair. A leather duffle bag is packed by the bed side.

CHARLIE (CONT'D)

I'm here to bust you out of here.

She turns and sees him.

GRACE

About time.

CHARLIE

Where you wanna go?

She thinks.

GRACE

I don't want to go home.

CHARLIE

I went and checked the house by the way.

GRACE

And?

CHARLIE

Everything's fine.

GRACE

Good...

CHARLIE

So where do you want to go?

GRACE

Some place with room service.

Charlie thinks.

CHARLIE

The Carlyle, the Mark, the Waldorf?

Grace looks unenthused.

GRACE

Somewhere cool.

CHARLIE

What does cool entail?

GRACE
Figure it out.

EXT./INT. THE MERCER HOTEL OR SOME OTHER TRENDY HOTEL - LATER

Charlie wheels Grace into the lobby of the hotel and it's contemporary interior design. She wears her sunglasses.

A BELLHOP grabs her duffel.

INT. THE MERCER HOTEL - MOMENTS LATER

Charlie stands in front of the reception desk with Grace, talking to THE RECEPTIONIST.

A BUNCH OF TRENDY PATRONS populate the lobby and nearby lounge.

THE RECEPTIONIST
...We have you in room 914, it's a corner suite on a weekly rate.

Charlie looks to his mother.

CHARLIE
Is that okay?

GRACE
Sure. Is there a mini bar?

THE RECEPTIONIST
Yes.

INT. THE SUITE - LATER

Charlie and Grace sit in the comfortable suite. They have set up Grace's stuff from the hospital, her books, photos, etc. on the bedside table and bureau.

She coughs.

An awkward quiet has set in, then...

CHARLIE
So what do we do now?

GRACE
I don't know. I wouldn't mind taking a nap.

CHARLIE
Sounds good.

Charlie sets some medications on the bureau.

Grace has a prescription bottle of morphine on her bedside.

GRACE
Can you open this for me?

Charlie's cell-phone rings (the Imperial theme from "Star Wars").

His mother smirks.

GRACE
What's that?

CHARLIE
My cell-phone.

Charlie pulls the phone out and looks at the caller ID, he ignores the call.

GRACE
I took you to see that movie. At
the Zeigfield theater.

He looks up at her, surprised, but probably not remembering.

CHARLIE
Yeah?

She's a bit pleased with herself.

GRACE
Uhuh. Who called?

CHARLIE
My friend, Trevor.

GRACE
Have I met him?

CHARLIE
I don't think so.

He opens the pill container and gives her one, and passes her a bottle of water.

She takes it, sips and looks at Charlie a beat.

CHARLIE (CONT'D)
 Shall we get you tucked in?

He goes to undo the covers then he helps Grace out of her chair and walks her over to the bed, she's fragile, but less so than one would expect.

She sits and then he helps her into the bed. It's a bit awkward, closer than Charlie would like. He tucks her in.

CHARLIE (CONT'D)
 Is that good?

GRACE
 These pillows are terrible.

She doesn't move much, though, and looks up at the ceiling. Charlie ignores her and starts to step away.

GRACE (CONT'D)
 Hey bugs?

He stops.

CHARLIE
 You haven't called me that in a while.

GRACE
 Does it bother you?

CHARLIE
 No.

GRACE
 I'm sorry you have to deal with this. I know it sucks rockets.

CHARLIE
 What are you talking about?

GRACE
 I know you had to go through this before.

A beat. He looks back at her.

CHARLIE
 I didn't go through it. I couldn't stand the sadness, I walked away.

A beat.

GRACE

Well, I would have too.

He looks at her.

CHARLIE

Don't be nice.

She looks at him.

He turns off the light.

INT. THE MERCER HOTEL LOBBY - MOMENTS LATER

Charlie steps out of the elevator and walks over to the over designed bar/lounge with the Velvet Underground playing in the background.

He notices the SCATTERED PATRONS in their various forms of trendiness, steps up to the modern designed bar and takes a seat on a bar stool.

Some ROCKER in expensive "vintage" jeans with purposefully messed up hair sits nearby talking to A FRIEND in a Rat Pack hat.

Charlie overhears them down the bar.

ROCKER

(from the b.g.)

...first off, she sucks on a Halls Menthol cough drop for flavor while giving me a blow job, which is weird cause it gives you this cooling sensation and kinda stings, then later while we're fucking, she wants me to make lots of noise because if I'm too quiet apparently that means I'm not enjoying it and makes her insecure or whatever, and finally she yelled at me because I came, I don't know how, before she did at which point I decided to locate the nearest exit.

FRIEND

(from the b.g.)

Halls with the vapor action?

ROCKER
 (from the b.g.)
 Halls with the vapor action. It was
 epic...fuckin' b-girls.

The sort of cute, cynical FEMALE BARTENDER comes over to Charlie and puts a cocktail napkin down in front of him as he sits in mid-thought.

CUTE BARTENDER
 What do you want?

CHARLIE
 Huh?

Charlie looks at her.

CUTE BARTENDER
 What do you want?

CHARLIE
 Oh. A glass of red wine.

CUTE BARTENDER
 Cab, Pinot Noir, Merlot?

CHARLIE
 Whatever. I don't care.

She gives him a look and goes off to get the wine.

He turns and looks out at the lounge, at the various PATRONS, wannabe rockers, b-models, some suits, some brown haired girl that he could mistake for Eva, but isn't her.

He sits idle a moment then takes his cell-phone out and scrolls down to Eva's number. He dials...it rings...her machine picks up...he hangs up.

The bartender comes back over with Charlie's wine.

Charlie takes a big sip.

CUTE BARTENDER
 Do you want to open a tab?

CHARLIE
 Sure.

He sits there thinking.

INT. THE SUITE - LATER THAT EVENING

Charlie opens the door to the hotel room to find his mother sitting up in the bed in a haze of smoke with a joint in her hand and some mini Jack Daniel's bottles open.

CHARLIE

Jesus mom, you hot-boxed the room.

GRACE

It's prescribed.

Her voice has gone raspy, she coughs.

He fans his hand through the hazy air and walks over to her, shaking his head.

CHARLIE

How're you doing?

GRACE

Chillin' like Bobby Dylan.

CHARLIE

I can see that.

GRACE

You wanna know something far out?

He looks at her, curious at "far out."

CHARLIE

Hit me.

GRACE

I just thought of this...Rock and Roll is, no wait...I just had it...Rock and Roll is like our family cause it's these four people trying to get it together and play a simple song and they try their hardest to be in tune and on the beat, but they can't because the song's too simple and we're too friggin' complicated and excited, so we just fuck it up. You know, cause we're the band and we're four people...

CHARLIE

You're quite high.

GRACE

Yes. You can be the lead guitarist
if I can be the drummer.

Charlie stares at her, somber, but gives her a smile.

GRACE (CONT'D)

It sounded better in my head.

He walks over to the phone and dials the concierge...

CHARLIE

Yes, this is Charlie Hemmings in
suite 914...Fine, thank
you...that's great...yeah, could we
order a car for the evening?

Grace grins.

GRACE

(from the b.g.)

A big white limo.

CHARLIE

(into the phone)

No, no, not a white limo...yes, a
town car's fine...

GRACE

(from the b.g.)

Are we going out?

He ignores her, looks at his watch, realizes he's not wearing
one and looks to the nearest clock, 6:30 p.m.

CHARLIE

(into the phone)

Around seven o'clock...

GRACE

I'd rather take a cab.

Charlie looks to her.

CHARLIE

You'd rather take a cab?

She nods.

CHARLIE

(into the phone)

Nevermind, we'll take a cab...yeah,
thanks.

He hangs up.

GRACE
Don't pity me.

CHARLIE
I'm not. Let's get out of this
room.

She sits there, helpless.

GRACE
Can I get a little help over here?

EXT. THE MERCER HOTEL - LATER

Charlie walks out with Grace in a wheelchair, she wears her shearling coat, a kerchief, done up the best she can be, which isn't very well.

The trendy looking DOORMAN has hailed a cab for them.

Charlie talks to the THE HAITIAN DRIVER about putting the wheelchair in the trunk. Then he carefully helps Grace in while the driver opens the trunk to fit the wheelchair - they fold it and fit it in.

Charlie gets in next to Grace, closes the door.

GRACE
Can you turn on the radio?

The radio flips on. The cab drives off.

EXT. GRAND CENTRAL STATION - LATER

Charlie has pulled the wheelchair out and helps his mother into it as the kind driver watches to make sure everything's okay. Music plays from the cab.

CHARLIE
Thanks so much.

Charlie pays the driver.

THE DRIVER
Thank you, sir. Have a good night.

GRACE
You too...what was I just saying?

Charlie begins wheeling his mother into one of the side hallways of Grand Central station...

INT. GRAND CENTRAL STATION - MOMENTS LATER

Charlie wheels Grace down the granite arched hallway of the lower terminal.

CHARLIE
...I brought Margot here, once.

Grace turns a little.

GRACE
Do you know this is the first time
I've heard you say her name...?

Silence.

GRACE (CONT'D)
Your father and I used to come
here.

CHARLIE
Oh yeah?

Grace thinks...she shakes her head...Charlie notices.

CHARLIE (CONT'D)
What?

GRACE
Don't turn into a dick, Charlie.

CHARLIE
(light)
Too late.

GRACE
You're not becoming one of those
honest people, I hope.

They reach the entrance of the retro-grandish/greasy spoonish Oyster Bar.

CHARLIE
No. What are you gonna have?

INT. THE OYSTER BAR - A LITTLE LATER

They sit at a table under the arched ceilings of the restaurant.

Charlie sits across a table from Grace, who sips a cold glass of Bass Ale.

A WASPY COUPLE, dressed out of a J. Crew catalog and sitting nearby, keeps looking over at them, judgemental, perhaps confused by the pairing - older woman, younger man?

Charlie notices and it makes him a bit uncomfortable.

CHARLIE

Are you supposed to be drinking that?

GRACE

Does it matter?

Charlie realizes probably not.

She looks at him, an empty beat. She tries to break it.

GRACE (CONT'D)

(joking)

So Charlie, tell me everything about yourself.

They share a laugh, but Grace is kind of serious. A quiet settles in. Grace takes a sip and looks over at Charlie.

Charlie's cell-phone rings. He looks at it, ignores it.

The couple continues to whisper and glance over.

Just then an IRISH WAITRESS brings over their food and sets it in front of them. Grace has a platter of Blue Point Oysters and Charlie has a plate of grilled salmon and a side of french fries.

GRACE

Thank you.

WAITRESS

Of course, dear.

She hurries off.

Grace looks at the untouched meal in front of them and then at Charlie. She looks at him, studies his face, perhaps recognizing something, but she looks pale.

GRACE
It looks so nice.

CHARLIE
Yeah.

Grace goes a bit dour.

GRACE
Charlie...?

He notices the couple looking over and laughing again, this time their indiscretion gets to him...

He turns to the couple...

CHARLIE
What?

THE GUY
Excuse me?

CHARLIE
Do you have a problem?

The couple is taken by surprise.

THE GUY
No.

CHARLIE
Why don't you mind your own fucking business then?

The guy is thrown, but goes back to his meal and makes confused faces with his girlfriend.

Grace looks at Charlie. Charlie looks down.

CHARLIE (CONT'D)
Sorry, I...

He looks up at Grace. She's a bit flushed.

GRACE
I'm not feeling too well.

CHARLIE

What? What is it? Do you need some
air?

She nods.

He gets up and goes to her, and begins to wheel her out.

GRACE

I need the bathroom.

Charlie looks to the Maitre'd.

CHARLIE

Where's the bathroom?

INT. LADIES BATHROOM - MOMENTS LATER

Charlie helps his mother in a stall in the ladies room.

Grace can be heard heaving into the toilet.

EXT. LEXINGTON AVENUE - LATER

Charlie desperately looks for a cab. There are none in sight.

CHARLIE

We're gonna get you back as soon as
we can, okay?

He wheels his mother down the sidewalk. He stops and takes
his coat off and puts it on her, tucks her in it; she's not
doing great, she's cold.

CHARLIE (CONT'D)

How you doing, mom?

He keeps looking back for a taxi, waving his arm.

GRACE

That was embarrassing.

CHARLIE

What?

He looks to her, not really hearing, then back up Lexington.

GRACE

I got us free dinner, though.

Charlie goes back to her on the sidewalk and starts wheeling her downtown, he keeps looking over his shoulder for a taxi.

CHARLIE

Yeah, you did.

An off-duty cab drives by, Charlie steps toward the avenue for it. It passes...

CHARLIE (CONT'D)

Come on, fucker...! How you feeling, mom?

Some police lights flash in the uptown distance.

GRACE

Million bucks.

She's weakening.

Charlie looks up Lexington as he does, something bizarre happens...Charlie notices the lights flashing in the distance...

And then A HORSE, that has escaped somehow, somehow, perhaps from the park stable, or from a police officer, comes galloping down Lexington Avenue, and passes Charlie and Grace...They watch it pass...

The horse is followed by a series of slow moving ASPCA and police emergency vehicles, flashing their lights, and trying to get to the animal without hurting it...

Charlie and Grace watch the moment pass in awe.

After everything passes, they hold a moment, thinking about what they just saw...

Charlie turns to his mother. She looks at him. They are both confused, but enthralled by what just happened.

Grace finds a smile. They both laugh, incredulous.

EXT. THE MERCER HOTEL - LATER

Charlie and Grace step delicately out of a taxi. THE DRIVER, a shaggy eastern European guy helps them out.

INT. THE SUITE - LATER

Charlie helps Grace get into bed, tucks her in.

Again, she seems really frail. She glances to the pill container...

GRACE

C'you open that for me?

He goes to open the container and passes it to her. She looks like she wants to ask something, but is hesitant...

GRACE (CONT'D)

Have you talked to your brother?

A beat.

CHARLIE

Yeah...I did. He's doing amazing stuff over there, working with refugees, doling out medicine, food, etcetera...He sends his love.

She looks at him, probably sees right through him. She leaves the open container on her bedside, grabs the bottle of water, takes the pill.

CHARLIE (CONT'D)

Maybe I should have gone to Med school, become a doctor, or a male nurse?

She's tired, fading.

GRACE

Maybe.

CHARLIE

Heal the sick, raise the dead.

GRACE

Yeah. I was thinking about doing some charity work in the inner city.

Charlie smiles slightly at her sarcasm, walks to the bathroom, and takes a leak.

Grace rests there.

He comes out and sees his mom, eyes closed, head on the pillow. He walks toward her.

CHARLIE

Mom?

A beat.

CHARLIE
(suddenly worried)
Mom?

She opens her eyes.

GRACE
Yeah?

He's relieved, but keeps it close to his vest.

CHARLIE
Um...what do you want to do
tomorrow?

GRACE
I want to wake up like a kid...

He moves to tuck her in again.

CHARLIE
Sleep tight...I love you.

She smiles faintly.

GRACE
Be careful.

CHARLIE
Why?

GRACE
Sincerity is a dangerous thing.

CHARLIE
Not really.

They share a look. She winks at him, holds a moment, then closes her eyes.

He watches her for a beat, he hits the light, then he walks around to the other side of the bed, takes his shoes off and rests himself near his mother.

INT. THE SUITE - LATER

Charlie sleeps soundly adjacent to Grace.

She's awake and watches him with dense thought.

INT. THE SUITE - THE NEXT MORNING

Charlie wakes, his face lined and red from his weight on the pillow.

He looks over at his mother.

The pill bottle next to the bed is empty.

Grace is completely still, no breath.

EXT./INT. FRANK E. CAMPBELL FUNERAL HOME - A COUPLE DAYS LATER - AFTERNOON

It's lightly snowing out.

Inside the building, Charlie sits in a fold out chair in a suit and tie in front of a wake for Grace. Her urn sits nearby surrounded by flowers.

Trevor, Sophie and James in funeral attire sit next to him in a row.

He looks at some people his mother's age walking around, an USHER stands around, A COUPLE (OLDER MAN, YOUNGER WOMAN) with THEIR EIGHT YEAR OLD GIRL and FIVE YEAR OLD BOY sit with ANOTHER COUPLE as their kids struggle to escape and play.

ANOTHER WOMAN, Grace's age, (Probably the man's ex-wife), looks over from her chair and oozes bitterness.

Some people are seated, some stand...they look pretty cool, some are remnants of the sixties: MEN with longer gray hair and SOME of them alone, SOME with YOUNGER WOMEN, OLDER WOMEN more frazzled than made up, and then SOME WOMEN are more made up, more conservative and clean cut in suits.

SOME PEOPLE start to file out.

TREVOR

Who are these people?

CHARLIE

You got me.

SOPHIE

I totally know that guy from somewhere...

She nods toward a graying long-haired FIFTYISH MAN (Think Dave Stewart or Charlie Watts) talking to a much younger model-type next to him.

THE GROUP isn't big, maybe twenty people, most sit in various chairs, it's pretty sparse.

TREVOR

So what happens now?

CHARLIE

People stand around, talk shop, we go our separate ways...it seems so anticlimactic.

Trevor pats Charlie on the back in pseudo-sympathy. Charlie looks at him.

CHARLIE (CONT'D)

Stop it.

Trevor sits back.

SOPHIE

...He's in a band or something, maybe the Eurythmics.

JAMES

(admonishing)
Shut it, Sophie.

SOPHIE

(under her breath)
I told you this would be cool, though.

James glares at her.

CHARLIE

You guys can bail if you want.

The two kids giggle and shout as the little boy hides under one of the chairs and the little girl chases him...

Charlie hides a smile.

The father tries to stop them.

THE FATHER

(hushed)
Cut it out, Dylan!

The kids sit and pretend to be serious.

AN ELEGANT GRAY HAIRE D MAN, 50s, an Ed Ruscha type, in a dark overcoat and scarf, walks in the door in the background with a younger, blond WOMAN, who remains by the door.

TREVOR

No man, we can stick around. I thought we'd go grab a drink after.

CHARLIE

I think I'd rather just disappear for a bit.

TREVOR

You sure?

Charlie notices the man, who says hello to a few people.

CHARLIE

Positive.

They all stand, start put on their coats.

JAMES

Call us if you need something.

They each give him a hug.

CHARLIE

I will. I will.

They head toward the door.

Charlie lingers behind as they all wave one more time before walking out.

The man sees Charlie and walks over.

CHARLIE'S DAD

Charles.

CHARLIE

Hey dad.

They shake hands.

CHARLIE'S DAD

How's tricks?

Charlie waves gratuitously to the blond by the door. She looks behind her, unsure.

CHARLIE

Fine, thanks.

CHARLIE'S DAD

Yeah. Good.

He waves, smiles grimly, to someone.

CHARLIE'S DAD (CONT'D)

I didn't know if I should stop by.

CHARLIE

Me either.

CHARLIE'S DAD

Don't be shitty.

CHARLIE

I'm kind of in a shitty mood.

CHARLIE'S DAD

I'm glad to see we've moved on.

CHARLIE

What? Do you want a hug or something?

CHARLIE'S DAD

No. No. I just...I don't get you, Charlie.

CHARLIE

There's not that much to get.

CHARLIE'S DAD

What do you want me to say? She wasn't exactly an easy person.

CHARLIE

No offense, but I don't really feel up to having a conversation right about now.

CHARLIE'S DAD

Okay then, let's just agree that I'm a dick and make this good for your mother.

Charlie looks at him, disbelief.

CHARLIE

I'm sure she'd appreciate that. Now, if you don't mind I'll be dancing off.

EXT. BEFORD AVENUE - LATER

Charlie walks out of the L station into a heavy snowfall in the middle of the avenue.

EXT. KENT AND NORTH 5TH STREET, WILLIAMBURG - MINUTES LATER

The snow gets heavier.

The industrial Brooklyn landscape has become placeless, an open white and gray blur: it could be northern Russia or Antarctica...

We can hear the soft crunch of Charlie's steps and the heavy snowflakes' wet landing onto the white layer already on the ground.

Charlie keeps walking and then perhaps he thinks he hears another set of footsteps behind him. He stops, listens...nothing...

He notices the blankness surrounding him: the nothing that is not there, and the nothing that is.

He takes it in for a moment, gets stuck in a thought, looks around again...then continues toward his building, dwarfed in the landscape.

EXT./INT. CHARLIE'S BUILDING - MINUTES LATER

Charlie enters the building, he's sopping with melting snow and tracks everything into the concrete and steel entry way.

He pauses then trudges up the stairs...

INT. HALLWAY - CONTINUOUS

Charlie walks down the hallway, passes the laundry room, and reaches the intersection...pauses...

Usually he'd turn left to his place, but he goes right and trudges toward Eva's door...he stands there a moment and knocks...the dog barks...he knocks again...the dog barks and sniffs at the bottom of the door...nobody home...

Charlie stands a moment, wondering whether to stay or face his empty apartment, then he slides down the wall next to the door, and sits on the floor...he rests there a moment...

INT. HALLWAY - LATER

Charlie is asleep, crouched next to Eva's door.

Eva comes walking down the hall, her coat and knit hat wet from the snow...she looks at him blankly and stands over him a moment, then she slides down the wall next to him...

Charlie comes to...

EVA
You get lost?

He looks at her, spent, suppressing emotion the best he can.

EVA (CONT'D)
What?

INT. CHARLIE'S LOFT - MINUTES LATER

Eva steps in with Charlie into the cold space of his loft.

They stand there in their coats.

Charlie tears up, he tries to hold them back...

Eva walks over and hugs him...she stares over his shoulder...

Charlie pulls back and looks at her.

Eva looks at him, brushes a tear away and the hair on his brow.

A beat.

He leans in and kisses her, gently, then less so.

They stop and look at each other again.

Eva takes his hand and leads him down the hall to his bedroom and we watch them from the hallway...

They stand by his bed...She takes off her coat and helps him with his, dropping them on the floor. They remove shoes and more clothing, a shirt, a skirt...They kiss, and move onto the bed...

From the other end of the hall, we can only see a hand here, a foot there, another article of clothing falling off the bed...

INT. CHARLIE'S BEDROOM - LATER THAT NIGHT

Charlie cries, finally.

He's intertwined with Eva as they lay there, naked, post-coital in his bed. She holds him as he lets it out.

INT. CHARLIE'S BEDROOM - THE NEXT MORNING

It's early. 6 a.m.

Someone's lying in the bed, stirring under the covers...

The window is slightly open. A cold draught comes in...

Out on the snow covered roof, Charlie, bundled up, sits in one of the two lawn chairs and looks out past the Banana Republic billboard at the Manhattan skyline...

After a few moments, Eva, bundled in a blanket, walks into frame and comes and sits in the lawn chair next to Charlie.

They look out at the skyline together feeling the cold on their faces. She rests her head on his shoulder.