

# NIGHTMARE ALLEY

Written by

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Based on the Novel by  
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1 INT. COUNTRY SHACK - DUSK 1

A lean man in his thirties, STANTON "STAN" CARLISLE drags a burlap-wrapped corpse into an open grave- in the center of the room, made with missing floorboards.

A CAN OF GASOLINE is lined up in front of the grave.

STAN, hat and coat on, lights his cigarette- throws the match.

Everything catches fire.

Stan picks up his radio and suitcase, and walks out the door.

2 EXT. DESOLATE LANDSCAPE/SHACK - DUSK 2

The shack burns.

Stan walks away.

3 INT. BUS - MOVING - DUSK 3

Stan examines his wristwatch. Folds a handkerchief, puts it in his hat.

He covers his face with his hat and goes to sleep. The light changes around him. Becomes night.

TIME CUT:

4 INT. BUS - NIGHT 4

A CARNIVAL can be seen and heard in the distance.

The bus stops. STAN wakes up, looks around.

DRIVER (O.C.)  
Alright folks, last stop, end of the line... Grab your belongings and head off the bus, thank you.

STAN picks up his belongings, exits the bus.

5 EXT. BUS STOP CAFÉ - CONTINUOUS 5

STAN heads towards the CAFÉ.

Out of the café emerges a diminutive man (THE MAJOR) who is carrying a take out bag- He walks by, THE MAJOR looks at STAN-

STAN follows him as he enters a dirt road through the woods. Beyond: LIGHTS AND COLOR!! DISTANT CALLIOPE MUSIC!!

6 EXT. CARNIVAL GROUNDS - NIGHT

6

STAN, hat on, carrying his radio and suitcase, enters- following THE MAJOR. Calliope music and rancid cotton candy smell fills the air- all around us faded banners advertise marvels from far away. Merry-go-round, Ferris Wheel and bumper cars-

CARNIVAL BARKER (O.C.)

Welcome, ladies and gentlemen! To the greatest carnival in the world! Spine chilling attractions. Fun for all ages! Hurry, hurry, hurry! Behold the beauties of the Orient, reenacting ancient dances, for your education and pleasure! Games of chance! Games of skill! Step right up and win a prize...

The crowd is dwindling. A TENT OF STRIPPERS dressed in tantalizing orientalist rags.

Stan follows THE MAJOR, who climbs onto a stage announcing ELECTRA- THE AMAZING ELECTRICAL GIRL.

POV: MOLLY, A WOMAN IN HER MID-TWENTIES, and BRUNO, an aging strong man, walk off the stage as a group of WORKMEN "fold" the attraction.

THE MAJOR

Hey, look what I got for ya - chocolate!

THE MAJOR gives MOLLY a bar of chocolate.

BRUNO

(to Molly)

You ready to go? We got the sandwiches.

She puts on a raincoat and they all head out-

STAN sees the trio disappear behind a tent-

BARKER (CLEM)

... one last chance- to witness this supreme oddity. I must ask ya, however, to remember that this exhibit is being presented solely in the interests of science and education. Where did it come from? Is it a beast or is it a man? Come on in and find out!

The Barker is CLEM HOATLEY, a middle aged man- once charming, seductive even, now ravaged by the carnival, soiled by it. He smokes and barks to a SMALL CROWD- uses his cigarette like a baton. He enters the tent.

STAN blends in with the crowd and follows.

7 INT. TEN-IN-ONE - GEEK PIT - CONTINUOUS

7

A big tent with a large excavated PIT.

CLEM (CONT'D)

This creature has been examined by the foremost scientists of both Europe and the Americas and pronounced a man. *Unequivocally* a man-

The crowd looks down- a door opens in the side of the pit. A figure moves in the shadows- a dirty human shape with a mop of matted hair.

CLEM (CONT'D)

He can go for weeks with neither food nor drink and live entirely on the atmosphere. But you are in luck, because tonight we're going to feed him one last time!

(to Louise)

Peach...

Nearby, LOUISE (CLEM'S wife)- very pregnant- nods to Clem and walks off holding a GRIMY WICKER BASKET at the end of a stick.

He reaches down- he opens a small wooden cage and from it he draws a half-grown leghorn pullet, complaining. He holds it up so the crowd can see it.

CLEM (CONT'D)

There will be a slight additional charge for this attraction but it's not a dollar, not fifty cents, but a quarter! One fourth of a dollar and you will see the Geek feed- suckle on the blood of reptiles and birds- like a babe feeding on its mother's milk!

CLEM releases the chicken-

The necks crane down. A GRUNT of anticipation raises from the cage.

TOP SHOT: the circle of the geek enclosure-

The chicken clucks around near the immobile GEEK.

Nothing occurs. A beat and then-

THE GEEK moves, lightning fast (!), towards the chicken, and snatches it- The GEEK howls and howls in the darkness-

The crowd cheers the Geek on.

THE GEEK BITES THE NECK OF THE BIRD- an explosion of blood!

The crowd reacts to the feeding in the cage.

LOUISE (O.C.)  
Come on... fourth of a dollar...

Louise walks around, collecting money with the basket.

LOUISE (CONT'D)  
Twenty-five cents... pay up...

STAN ducks away-

CLEM spots Stan-

STAN moves past JARS OF PICKLED PUNKS, exits the tent into-

8 EXT. TENT ALLEY - CONTINUOUS

8

TENT ALLEY: The Carnies' "Inner Sanctum." THERE ARE BOXES, CRATES AND OPEN PORTABLE DRESSERS. THE MAJOR and BRUNO are sitting at a table, smoking stogies. STAN looks around-confused.

BRUNO  
Hey, Mack- you can't be back here.

The Major stands up, walks towards Stan.

THE MAJOR  
You... you're the cluck from the bus stop-  
You followed me here, didn't ya? Why?

BRUNO approaches.

BRUNO  
What's your pitch, Pal? You on the level?  
You need work?

THE MAJOR  
He's just peddlin' applesauce-

BRUNO  
Major... Major, gimme a minute. Alright,  
we got a storm coming through- I gotta  
load out fast and I'm short a few guys-  
It's hard work. You get a dollar- you  
move on- No moochin' around- Savvy?

9 EXT. CARNIVAL GROUNDS - NIGHT 9

Now it's raining like hell. A deluge.

STAN helps load heavy wooden poles into a truck-

A crew (led by BRUNO) dismantles the main tent-

BRUNO

Alright friends - on the count of three.  
Ready... one, two, three... let her down!

-STAN helps.

The entire carnival is being taken apart.

10 EXT. EMPTY GROUNDS - PAYMENT TENT - NIGHT 10

Rain has waned to a drizzle. Trucks are moving. Stan stands at the end of the line and gets paid in by CLEM.

Stan examines the coins in his hand.

BRUNO

Want I should help you count it,  
Rockefeller?

CLEM

It was a dollar - Minus the till for the  
Geek show-  
(beat)  
'At's right- I clocked you, cluck.

STAN moves away.

CLEM (CONT'D)

Hey- Hey!

Clem walks towards STAN-

CLEM (CONT'D)

I'll give you five for the radio.

BRUNO closes the TALLY and a TIN BOX with the money-

Clem produces a five dollar bill from a THICK ROLL of money-

CLEM (CONT'D)

Tell you what: We're joining another  
carnival about twenty miles down the road-  
I'll give you the five- plus a nice, hot  
meal when we get there-

Stan nods.

11 EXT. BUNGALOWS AND EMPTY LOT - NIGHT 11

The trucks arrive at the edge of a small town- park amidst a small dusty field- next to low rent bungalows. PART OF THE CARNIVAL is already up.

STAN climbs out of the truck.

12 INT. REFECTORY TENT - NIGHT 12

Under a dingy tarp, Stan takes some cornbread, beans, coffee and eggs.

RAIN PICKS UP.

A guy, FUNHOUSE JACK (lean, 30's, in tank top and hat) strums the blues on his guitar- SNAKE MAN (a tall, lanky African American in his early 30's) by his side-

BRUNO and The Major are having breakfast with MOLLY. Molly stands up, walks out of the tent. She glances at Stan as she passes.

Stan looks up and watches her go.

A whistle!!

Many of the Carny folk move away in a hurry-

CLEM

Come on, fellas! I need help! Chop chop!

It's CLEM- handing BATONS and FLASHLIGHTS to WORKERS.

CLEM (CONT'D)

Hey! You! Radio Flyer- come here!

STAN goes to CLEM.

CLEM (CONT'D)

The Geek- he got loose- if you see him, don't take him on your own.

STAN is handed a flashlight, a whistle and a baton-

CLEM (CONT'D)

Let's get this fucker-

13 EXT. TENT ENCAMPMENT - NIGHT 13

STAN, CLEM, BRUNO, SNAKE MAN, and OTHERS, move through the tents, flashlights in hand.

They use their batons to beat the tarps- their flashlights to illuminate the undercarriages.

WORKER

He's under the truck!

Stan and Clem look under the truck.

CLEM

No, keep going! To the funhouse!

Stan runs off.

14 EXT. FUNHOUSE - NIGHT

14

STAN approaches the Funhouse-

FUNHOUSE JACK runs up.

FUNHOUSE JACK

Hurry! I'll let you in.

FUNHOUSE JACK climbs up- pushes the pedal and opens the doors.

15 INT. FUNHOUSE - CONTINUOUS

15

They enter.

FUNHOUSE JACK pushes a pedal- The doors close behind them.

Rain LEAKS everywhere- offering little protection against the downpour.

They stand in the darkness. Noises.

FUNHOUSE JACK

You go in there. If you see him, push him through-

(beat)

I'll meet you the other side-

FUNHOUSE JACK turns on the attraction. ALL THE FIGURES AND LIGHTS ACTIVATE!!!

Funhouse Jack leaves through the doors.

STAN moves through the whirling barrel-

-the HALL OF MIRRORS-

A noise- Stan turns around-



A GIANT DEVIL'S FACE opens its jaws wide, revealing an entrance. Stan walks into Hell-

-spots the GEEK crouched in the corner-

-A thin man, wiry, wild-eyed- CHEST COVERED IN SCARS!!

STAN

Hey, Pal- Everybody's lookin for you- I'm not going to blow the whistle, you didn't do nothing against me. Why don't you come on out? Come on, I'm not going to hurt you.

GEEK

I'mnotlikethisI'mnotlikethisI'mnotlikethis...

STAN looks at the geek- his eyes- slightly misaligned and- at one corner of his mouth- A GLINT- a gold tooth.

The Geek picks up a rock.

GEEK (CONT'D)

Imnotlikethis-

The GEEK attacks Stan, bashing his head with the rock- knocking him down.

The GEEK makes a dash for the exit-

Doors open: CLEM shows up-

CLEM

Easy! Easy-

The GEEK turns and runs towards STAN- STAN takes him down and thrashes him, hits him twice- hard-

CLEM (CONT'D)

Hey! Hey! You're gonna kill him!

STAN turns around- mad eyes.

CLEM (CONT'D)

Jesus, Kid-

Clem kneels next to the Geek.

FUNHOUSE JACK arrives.

FUNHOUSE JACK

Oh, Jesus, is he dead? I don't need no shooflies in here, Clem- get him out of here-

16 INT. TEN-IN-ONE - NIGHT

16

STAN and CLEM drag the GEEK into the cage.

CLEM

-in the back... in the cage, in the back-

He starts coming to. They hurry out as the Geek howls, gnashes his teeth, twists. He charges against the men-

CLEM (CONT'D)

Out! Out! Go! Go! Go!

-CLEM closes the barred door just in time.

The Geek slams his head against the metal bars, extends his hand- stretching it!!

CLEM (CONT'D)

Back! Back! Back! Back!

Clem hits him with the baton and the Geek falls back. The Geek BLEEDS profusely and whimpers like a beaten dog.

CLEM (CONT'D)

"... Step right up and behold- one of the unexplained mysteries of the universe. Is he man or beast?..."

GEEK

ImnotlikethisImnotlikethis...

Clem locks the cage.

Stan lights a cigarette with a STRIKE MATCH (using his thumb to light it). Takes a puff.

CLEM takes a pocket hankie and cleans his shoes.

CLEM

Folks'll pay good money just to make 'emselfes feel better. Look down on this fucker grind some chicken gristle.

(beat)

How's your head? Turn-

Stan does. Clem checks his bleeding scalp- Stan flinches away from him-

Clem motions past the JARS OF PICKLED PUNKS.

CLEM (CONT'D)

You can find a mattress over there behind those jars. You can sleep there tonight. Stay out of the rain.

Stan walks through.

CLEM (CONT'D)

Go on, go on - around the corner.

Stan walks around the corner, where there's a small cot.

CLEM (CONT'D)

Would a steady job be of interest to you, Young Buck? Folks here, they don't make no nevermind who you are and what you done.

Clem walks away, leaving Stan.

17 INT. SHACK (DREAM) 17

The shack is on fire. Flames in reverse.

18 INT. SHACK - DUSK (FLASHBACK) 18

Laid out in bed, an infirm, old man. Pale and sweaty. Stan sits on the bed next to him.

They look at each other--

19 INT. TEN-IN-ONE - GEEK PIT - NIGHT (FLASHBACK) 19

The Geek clutches the chicken, prepares to bite--

20 INT. TEN-IN-ONE - DAWN 20

Stan wakes up, agitated. Light of day pours in.

He gets up and exits his sleeping area- and into the-

21 EXT. CARNIVAL GROUNDS - WASHING AREA / REFECTORY - CONTINUOUS 21

A thick mist rises from the ground:

STAN stands in line to use a grimy barrel of water to bathe...

THE DOGBOY washes, shirtless.

Nearby, SNAKE MAN rehearses with FUNHOUSE JACK playing-

MOLLY sits on the stage, watching them.

STAN walks over to watch.

FUNHOUSE JACK

Hey.

(to Snake Man)

Look at you go.

They finish the number and Molly claps. She stands up and walks away.

STAN watches her go-

22

EXT. BUNGALOWS NEAR ENCAMPMENT - DAY

22

STAN walks around, spots-

ZEENA - a striking but time-worn bleach blonde of indeterminate age (one would guess, mid-forties but her eyes seem much wiser) and faded glamour - on the porch, listening to a RADIO, and reading a FILM MAGAZINE...

Stan approaches-

STAN

Mornin'.

ZEENA

Mornin'-

STAN

Do you got a tub?

She nods. Fans herself with the FILM MAGAZINE.

ZEENA

I certainly do.

STAN

Just arrived last night, so I thought...

ZEENA

Of course you did. Well, it'd be a dime to use it. You get a cake of soap and hot water.

STAN puts out his cigarette.

23

INT. ZEENA'S BUNGALOW - CONTINUOUS

23

They enter.

STAN

Leave the door open?

ZEENA

Sure. But put that dime on the table.

Zeena walks into the bedroom, wakes up PETE, a distinguished, if modestly-dressed, man in his 60's.

ZEENA (CONT'D)

Sorry to wake you, Sugar- He's just getting a soak-

Stan puts the dime on the table. Spots TAROT CARDS.

PETE

I gotta go into town anyway-

(to Stan)

Morning-

(to Zeena)

And I'm going to see 'bout getting some breakfast.

ZEENA

Now sweetie- Make sure it's breakfast, ok? Promise Zeena you won't go into some blind pig-

She rubs his shoulder. He smiles but his eyes are full of pain.

PETE

(to Stan)

You familiar with those cards? Tarot, very powerful stuff. Maybe Zeena will read your fortune, if you're lucky. After your bath.

PETE locks eyes with him, briefly- and produces a cigarette out of thin air. Smiles and leaves...

Stan enters the bathroom, Zeena runs the water for him.

ZEENA

You can take all your things off, and hang 'em over the chair there, nice and neat-

PETE

I'll have Eggs à la Benedict, a croissant, jus d'orange et café au lait, and uh... bah-boom!

Zeena removes her slipper.

PETE (CONT'D)

Au revoir ma chérie!

Pete exits, closes the door behind him.

24 INT. ZEENA'S BUNGALOW - DAY

24

Stan, naked, lights a cigarette. Gets in the bath.

Zeena UNPACKS and arranges a few porcelain figurines on a mantle.

STAN

I'm gonna help Clem a bit-

ZEENA

Clem, huh?

Zeena goes to the table.

ZEENA (CONT'D)

Say maybe you can hawk for me- you know, work the audience? We got a little mind-reading show.

STAN

What do I have to do?

The TAROT cards: one is unturned- she flips it: THE STAR

She smiles.

ZEENA

Ah, aint nothing to it- Carny speak's like a song- We sound Southern to Southerners, and Western to Westerners. You gotta sweet lil' lilt: just got to lean on it.

She gets the soap and gets the suds going.

ZEENA (CONT'D)

Talk of the soil. You drawl slow, but all the while you're hustling fast. Yeah, you can peddle for me... And on your downtime- maybe Pete can show you a trick or two. You're going to do just fine, honey. You have *panache*...

STAN

What's that?

ZEENA

Oh, you're easy on the eyes, Honey.

They stare at each other-

ZEENA (CONT'D)

Oh, you're trouble, ain't you, pup?

Stan leans forward.

STAN

No, ma'am: I'm absolutely no trouble at all.

Zeena laughs- a younger laughter.

ZEENA

Oh, yes you are- You're a "maybe"- And "maybes" are real bad for me.

She raises herself on her elbows and lets her hair fall down on each side of his face and kisses him lightly.

She soaps her hand, goes underwater... and strokes Stan.

STAN

Ain't you the one- I better go...

She takes the cigarette out of his mouth.

ZEENA

Yeah, just try 'n get away, you dope-

She takes a drag.

They kiss passionately-

25

EXT. CARNIVAL GROUNDS - DUSK

25

BRUNO lifts a barbell above his head- it's marked: "500 pounds". It's obviously less...

The crowd applauds. BRUNO leaves the stage. THE MAJOR is there in military tights.

BRUNO

Take over, willya? My knees are shot to shit...

THE MAJOR

Always with the knees...

THE MAJOR climbs in on the canvas.

THE MAJOR (CONT'D)

I am The Major- tiniest man on record- master of Nami-Jitsu, the secret technique from the Orient.

(MORE)

THE MAJOR (CONT'D)

And twenty dollars say that I can beat  
any of you yahoos- in a wrestling match-

26 EXT. CARNIVAL GROUNDS - ZEENA'S STAGE - CONTINUOUS

26

Zeena's on stage with her crystal ball.

ZEENA

So- Don't be bashful, folks: If there's  
any of you that have a question for me,  
Mr. Carlisle will now be collecting your  
cards and envelopes.

Stan circulates amongst the crowd with a basket.

STAN

Make sure to write your question and your  
name on the card inside the envelope- An'  
don't look at anybody else's- Let's all  
mind our matters and we'll stay out of  
trouble, now.

He spots MOLLY amidst the crowd.

STAN (CONT'D)

Miss Molly, you have a question for us?

MOLLY

No.

STAN

Well, you're not going to get an answer  
then.

Stan tips his hat at her. She smiles.

ZEENA

There are five senses we all possess: we  
all can hear, see, touch, smell and taste-  
however... I have been blessed with a  
sixth one: a natural connection, if you  
will, to the ether.

Stan carries the basket to the back of the stage.

ZEENA (CONT'D)

Thank you for the envelopes, Mr Carlisle-

She grabs an EXACT REPLICA of the basket, complete with  
envelopes, while-

Stan skillfully ducks into a small niche below it.



27 INT. UNDER ZEENA'S STAGE - CONTINUOUS 27

There is Pete, sleeping. GEORGE the rabbit nearby-  
A few empty bottles are scattered around.

STAN

Zeena's cooking up a good crowd out  
there, Pete... you sauced? Come on Pete,  
Pete- Zeena's on!

Stan dumps the envelopes at his feet. Gives Pete the small  
blackboard.

STAN (CONT'D)

I'll read the first card. She's going to  
need it soon. Okay, Abigail, write it  
down, where's the chalk?

PETE

Right here... Abigail...

Pete starts writing on the blackboard.

28 EXT. ZEENA'S STAGE - SAME 28

ZEENA

Now then, people always ask me if I have  
spirit aid.

Zeena raises a bottle of alcohol.

ZEENA (CONT'D)

Well folks, the only spirits I control  
are the ones in this bottle- spirits of  
alcohol.

She pours the alcohol into the bowl.

29 INT. UNDER ZEENA'S STAGE - CONTINUOUS 29

STAN

Worried about her mother. Going to be  
looking soon.

Pete writes on the blackboard, circles the A in Abigail.

STAN (CONT'D)

And every card after that, you  
understand?

PETE

I know it, I know it.

30 EXT. ZEENA'S STAGE - CONTINUOUS 30

Zeena throws a match and- FWOOSH! The crowd gasps!

STAN gets a box full of amulets and pamphlets and hits the crowd...

ZEENA

The questions are now in the ether: I've never touched them. Never read them- I don't need to because I get an impression right away.

Zeena strokes her forehead, covering her eyes with her hand- looking down-

31 INT. UNDER ZEENA'S STAGE - CONTINUOUS 31

-Pete puts the blackboard on a stand - says "ABIGAIL - WORRIED, MOTHER, \$".

PETE

There you go, Zeenie.

Looks up: A glass cutout makes it visible from stage.

32 EXT. ZEENA'S STAGE - CONTINUOUS 32

ZEENA

There's a woman- worried about her mother. 'Will mother get better?'

Stan walks over to Molly.

STAN

Pete's sauced.

MOLLY

I'll go.

Molly moves off-

ZEENA

Wait, I'm getting a letter- yes it's an "A".

A PALE WOMAN (Farmer's wife, Sunday's best, ten years out of style) takes two steps forward and raises her hand.

PALE WOMAN

That's me!

ZEENA

Abigail- is that your name, dear?

She nods, the crowds sucks in its collective breath!!!

33

INT. UNDER ZEENA'S STAGE - CONTINUOUS

33

ZEENA (O.C.)

I'd say your mother has had a lot of hard work in her life and she's had a lot of trouble, mostly about money. Am I correct? I know how it is folks, 'cause I've had my share of troubles, same as all of you...

Molly enters.

PETE

Molly...

MOLLY looks for the letter-

MOLLY

Pete- Pete- which is the envelope? Is it this one?

PETE

I can't remember. I'm sorry Molly, I can't...

ZEENA (O.C.)

Now I will attempt to read the next question.

MOLLY signals ZEENA: "NOTHING HERE"

34

EXT. ZEENA'S STAGE - CONTINUOUS

34

PALE WOMAN

Madam Zeena, tell me more, please-

ZEENA

(improvises)

You... have a couple of brothers- or sisters, haven't you?

PALE WOMAN

No. I don't, ma'am. Only one sister. My brother passed away-

The crowd chuckles- some heckle. The smile on ZEENA's face flickers. Stan watches- tense-

ZEENA

Ah, yes- but I see him- that is what  
threw me- your brother- he is right here  
this very minute- His hand- is on your  
shoulder- can you feel it?

PALE WOMAN

Yes- yes- I felt something- I felt his  
hand- Oh God, Harry!

The crowd Oohs! And Aahs! STAN smiles. Applause-  
"Umbrella Man" rises in the soundtrack.

35 EXT. ZEENA'S BUNGALOW - NIGHT

35

It's raining. Zeena stands talking to the Pale Woman under  
umbrellas.

ZEENA

I'm sorry, I can't...

Zeena hands something to her. The Pale Woman walks away and  
Zeena goes inside.

36 INT. ZEENA'S BUNGALOW - CONTINUOUS

36

The song emanates from a radio. PETE pets George on his lap.  
Stan counts the money collected that day, tallies it up.

ZEENA walks back in- shuffles the Tarot cards.

PETE

You okay?

ZEENA

The poor woman. She wanted to know  
more...

PETE

'Course she did. What did you tell her?

ZEENA

The truth. That we missed a cue and  
that I had to use a trick to ease  
the crowd. That it was just a  
trick. It hurt-

PETE

Well, it's good. It's good that you did  
that.

ZEENA

Yeah, well. I gave her an amulet.

PETE

I'm sorry I missed the cue- I-

STAN

I don't know why you don't keep it going for her-

PETE

Never do a spook show. No good comes out of a spook show.

STAN

Is it so bad to give her hope?

PETE

Aint hope if it's a lie, Stan.

STAN

Alright, what are those cards, then- the Tarot?

ZEENA

Oh, Honey- it's not the same thing- I even run 'em over for myself- and Pete. You always get some kind of an answer.

Zeena and Pete exchange a long, loving, painful look. PETE takes her hand.

PETE

I bought those for you. In Paris.

ZEENA

We stayed at the Ritz.

Zeena scratches his back-

PETE

Held over: four weeks- Mon petite Souris- I wrote most of the word system on that tour- that's where we perfected the act. Didn't we, George?

STAN

Can you still do it?

Pete looks at Zeena- she brushes hair from his forehead, giving the go-ahead. Pete turns around in his SWIVEL CHAIR, covers his eyes. His movements become stylized, elegant- as if in a stage under spotlight.

PETE

Alright. Stan- Give Zeena an article- any article-

Stan chooses his watch.

ZEENA

Please concentrate on this object I  
have in my hand, Professor.

Pete extends his right hand dramatically. He takes the index  
of his left to his temple.

ZEENA (CONT'D)

What can you tell me?

PETE

Wrist watch, leather band, brass,  
not gold - old and worn down- but  
it's full of meaning-

Stan freezes.

PETE (CONT'D)

The watch: It wasn't yours- originally-  
was it? You took it- or stole it,  
didn't you-

(beat)

I see an older man- the boy hates him.  
The boy would love to be loved, but he  
hates that man. Death and the wish of  
death.

He turns. Stan's eyes are fixated on Pete.

STAN

He loved that watch... it was his pride.  
My father.

Pete laughs- snaps his fingers.

PETE

Was it now? Well, my boy- That's it-

Pete pulls out a small black notebook from his pocket. Tosses  
it at Stan: in it are words, numbers and a FOLDOUT diagram.

Zeena hands Stan his watch.

PETE (CONT'D)

It's all there. Each word has a number  
and that number takes you to a  
different word- Ba-bum- Zeena feeds  
them to me: Please concentrate on the  
object I have in my hand, Professor.  
'Please' and 'object', twenty-one-  
emphasis on "concentrate" means it's  
old, worn down... Cheap. Ba-bum.

(MORE)

PETE (CONT'D)

(beat)

But you gotta know how to read the mark:  
how they move, talk- dress... People are  
desperate to tell you who they are,  
desperate to be seen...

ZEENA

Ain't that the truth.

STAN

Yeah but how do you know you got 'em  
hooked?

PETE

You pause.

ZEENA

That's right-

Pete retrieves the code book, pockets it.

PETE

You take a moment- "would you excuse me  
please...? "I need a glass of water."

ZEENA

Or you faint- weakened by the effort...

STAN

How did you know...? About my father?

Stan is on edge.

PETE

Stock reading, "Black Rainbow"- One  
size fits all: "You're thrifty but  
generous- Private but friendly- You  
hated him but loved him..."

(beat)

Everybody's had some trouble.  
Somebody they hated. Shadow from  
their past-

Stan lights a cigarette.

PETE (CONT'D)

Usually for a boy, it's the old man. If  
the mark is older, then you say "You had  
some present loss". Younger? A father.  
There is always a father.

Pete stubs out his cigarette and takes the receipts and  
money.

PETE (CONT'D)

Well, I'll take this to Clem. We had  
a good day today... A great day.

He opens the door, bows and exits.

ZEENA

My sweet Pete. He breaks my heart.

37 EXT. TEN-IN-ONE - NIGHT

37

RAIN has stopped. PETE talks to Clem.

CLEM

No- no- no more beltin' the grape for  
ya, Pete. I promised Zeena-

PETE

Zeena's not going to know, Clem. Just one  
bottle, that's all-

Clem hands him a quart.

CLEM

Ok. Last time. Just go.

PETE

Bless you. Bless you.

CAMERA discovers Stan, taking the scene in.

CUT TO:

38 INT. TEN-IN-ONE - PICKLED PUNKS - NIGHT

38

Clem pulls up his suspenders. He points at the rows and rows  
of deformed fetuses in jars of all kinds- floating in Amber  
liquid. STAN walks in behind him holding a PIG FETUS IN A  
JAR.

CLEM

These are my Lil' Angels-  
(points to a table)  
Set it down here, that's his home.

Stan sets it down.

CLEM (CONT'D)

No, facing the other way, he's shy. Gotta  
keep my beauties pickled fresh.

Stan turns the bottle.



CLEM (CONT'D)

"Begotten by the same lust and sweat that got us all walkin' on this earth- but gone wrong somehow in the maternal womb... Not fit for living..." Most of them die right at childbirth, or even inside the mother. Now this one is a rare one...

He points at a LARGE JAR with a CYCLOPS baby.

STAN reads a label, written on a grimy sticker at the base of the Jar: *ENOCH*.

CLEM (CONT'D)

Enoch- I named him on accounta the bible- Lil' fucker killed his mother right at childbirth- flopped around for a couple of days- braying like a calf.

(beat)

Eye follows you around like 'em portraits-

Clem opens a trunk: lined up with quarter glass bottles.

CLEM (CONT'D)

Red box - wood alcohol: good for picklin'- Bad for drinkin'. Poison- real poison. Blue box - Sweet sugar cane- double cooked-

(beat)

Christ all mighty, throat's sore as a bull's ass in fly time.

He drinks- Stan declines.

CLEM (CONT'D)

Folks know to come to me for it. Half a plug a quart- Never cop a quart- you gotta make the tin cling- same as everybody else-

He shakes a metal box full of coins- chained to the table.

STAN

I never touch the stuff.

CLEM

Ain't we virtuous?! Just say you understand.

STAN

I understand.

CLEM

What do you understand?

STAN

Never cop a quart.

CLEM

That's right: Toe the line- Don't fuck with me. That's the lesson.

39 EXT. ZEENA'S BUNGALOW - DAY 39

Stan walks towards the bungalow carrying a small WOODEN BOX with six quarts of alcohol.

40 INT. ZEENA'S BUNGALOW - DAY 40

PETE alone in the bungalow. He arranges amulets for sale on a vending box. Next to him: a wicker basket and some envelopes. The door is ajar. Stan knocks on the doorframe.

PETE

Entrer-

STAN enters with the box.

STAN

Clem asked me to drop this to you... six quarts of wood alcohol, for the show...

He puts the box on the table.

PETE

For the show... that's a pity, isn't it? You can just put em there. Here you go-

PETE gets up to pay him. STAN looks at the basket and envelopes.

STAN

Hey Pete... I'd love to learn anything you'd want to teach me.

Pete looks at him. Silence.

PETE

Teach you?

STAN

-I understand if you don't want to give away your secrets.

PETE

No, it's not that, my boy- That's- It's just that- it's been some time since anyone asked me to teach them anything.

STAN

Thank you.

PETE

You know where to find me.

STAN

Yes I do. Have a good day.

He smiles. Stan smiles and walks out.

41 EXT. ZEENA'S BUNGALOW - CONTINUOUS 41

Stan exits the Bungalow. Lights a cigarette.

42 EXT. CARNIVAL GROUNDS - DAY 42

SPIDER WOMAN

Never court the sins of lust or pride- I was turned into this sorrowful shape for I disobeyed my parents- they wanted only my well-being and I turned my back on them and God...

STAN watches the SPIDER WOMAN show. A few PATRONS are inside.

STAN walks around the edge of the TENT as MOLLY starts her act-

MOLLY

Born during an electrical storm- The atmosphere charged with electrostatic power- I am now able to withstand thousands upon thousands of volts as they will course through my body. But you must be warned to keep your distance, for this entertainment carries with it the danger of electrocution even for those in close proximity!!

Stan watches as MOLLY generates an immense amount of electricity between her hands. The CROWD claps!!

STAN doesn't-

MOLLY sees this.

43 INT. TEN-IN-ONE - STAN'S AREA - NIGHT 43

STAN is drawing-

In his notebook: the beginnings of AN ELECTRIC CHAIR.

He hears MOANING.

44 INT. TEN-IN-ONE - GEEK ENCLOSURE - NIGHT 44

STAN, smoking, walks over to the Geek's cage.

GEEK

Imnotlikethisimnotlikethis...

Stan crouches down by the cage, knocks on it. The Geek looks up.

Stan offers the Geek his cigarette. The Geek comes over to him, takes the cigarette, smokes.

45 EXT. MOLLY'S CARAVAN - DAY 45

MOLLY (robe and performance outfit) sits outside her caravan, reading a book.

STAN runs up - he has a striped jacket and boater's hat.

STAN

Molly, I wanna show you something, you got a second? You got a couple minutes before Zeena starts.

MOLLY

Mmhmm.

STAN

So, I saw your show and I think it's real good, but I got an idea for your act. In your show you tell them a little story, but what if you showed them something- what do you think of that?

Stan shows her his drawings- An elaborate rendition of Molly's stage, but now with an ELECTRIC CHAIR.

STAN (CONT'D)

An electric chair. And it puts you in it. Manacles in, and the audience is going "What's going on here?"

He shows her a sketch of the MAJOR WITH A HOOD.

STAN (CONT'D)

And all of a sudden the little guy comes shuffling out with an executioner's hood. He pulls this lever, they get real scared, they think maybe you're going to die and- boom-

Snaps his fingers.

STAN (CONT'D)

-you got 'em! They're back on their heels, whaddya say?

MOLLY

You want to execute me?

STAN

Just for a second. Then you come back to life.

Molly finds a sketch of herself.

MOLLY

You drew me?

He smiles. Charming-

STAN

Yeah, I draw what's on my mind.

Molly thinks-

MOLLY

You could make a living at this-

STAN

My mom used to put me into these contests when I was a kid, I used to win all of them, but I dunno. Just something I've always done that helps me think.

MOLLY

You do know this is the Ragtag Opera, right? Nothing's really the best of anything around here.

STAN

You're better than this place.

MOLLY

Maybe you think I'm special, but I'm not-

STAN

Or maybe I see something in you that you don't see.

MOLLY

You do?

STAN

I mean it's possible...

MOLLY

Maybe all this is good enough for me-

STAN

I don't believe you. If it's not good enough for me, it sure aint good enough for you. What do you think?

Stan gestures to his outfit.

MOLLY

You look good.

STAN

Think about it.

He leaves. MOLLY smiles-

46

EXT. CARNIVAL GROUNDS - DAY

46

STAN leads MOLLY up onto her stage, covering her eyes.

STAN

Ok you've got steps... Ready? Voila...

Stan takes his hand away from her eyes, motions towards the electric chair that's installed on her stage.

Molly gasps.

STAN (CONT'D)

Looks just like the sketch, doesn't it?  
Sit in the chair.

MOLLY

You made this? When did you make this?

STAN

Put your hands in there.

Molly places her arms down on the arms of the chair. The manacles snap closed.

STAN (CONT'D)

See that, Major- that's drama-

THE MAJOR is there with his death hood next to the lever. Stan walks over and bends down to show how to pull it.

STAN (CONT'D)

And your job over here is to pull this lever-

THE MAJOR

Don't bend down to talk to me.

STAN

I'm not bending down, I'm trying to show you, you have to pull this lever back.

The Major pulls the lever back with one hand. Stan comes over and grabs the lever with two hands.

STAN (CONT'D)

No, you got to do it with some force and some drama. Put your back into it, two hands. You got it.

The Major grabs it with two hands, acts like it's a struggle to pull it back.

Stan gets into it-

STAN (CONT'D)

Oh, the electricity's flying, everyone's horrified, is she going to live or die, it's going back and forth-

(to The Major)

-and you're going to save the day, and push it forward two hands-

The Major pushes the lever forwards.

STAN (CONT'D)

-And that's it, manacles come off, smoke's coming out.

Gestures to the tops of the machines on either side behind the chair.

STAN (CONT'D)

I haven't rigged these yet but these two will have sparks-

The Major takes off the mask.

THE MAJOR

I don't know about your gobbledygook, but-  
I'm not wearing this- I tell you that-

MOLLY

Oh, but it's so good-

THE MAJOR gets flustered-

THE MAJOR

(to STAN)

What are you, all of a sudden, an  
engineer?

STAN

Major- it's the same rubber mat under the  
chair- the same electrical current, just  
a better show, that's all.

The Major points to the big wheel behind the chair.

THE MAJOR

What does this wheel thing do?

STAN

Well that's bullshit.

THE MAJOR

Tell you what... I'll think about it.

MOLLY

I'll do it. I think he's on to something-

THE MAJOR

Sure-

THE MAJOR is in hell. He walks away.

47

EXT. ZEENA'S BUNGALOW - DAY

47

STAN is readying ZEENA's truck. Has the HOOD open.

Bruno and The Major approach.

BRUNO

Going someplace special?

STAN

Just driving Pete and Zeena into town.  
Want us to pick up something for you?

BRUNO

Nah, I'm good.



Stan closes the hood, turns around.

STAN  
What's it to you?

BRUNO  
Nothing... you've been bumping gums with Molly a little too often. So happens that I knew her old man. I knew him really good. Ole time grifter- And my guess is: He wouldn't've liked you at all. I promised him I would take care of the girl- and I'm gonna. Well, I've still got five good pounds of meat and bone right here-

Bruno raises a clenched fist.

BRUNO (CONT'D)  
Hurt that girl, you get em all.

48 EXT. CARNIVAL - NIGHT

48

The carnival lit up. Lightning flashes in the distance.

STAN smokes a cigarette, watches the storm.

49 EXT. CAROUSEL - NIGHT

49

STAN walks back to his tent- he discovers, sitting on a carousel horse: MOLLY.

STAN  
What are you still doing up out here?

MOLLY  
I had a bad dream- couldn't go back to sleep-

STAN  
Want to tell me about it?

Stan leans on the horse next to hers-

MOLLY  
It was about my dad.

STAN  
Did he pass?

Molly nods. This connects with STAN.

MOLLY  
He was alive-n smiling- in the dream-

STAN

I'll bet he was handsome, wasn't he?  
Girls always take after their daddys..

Stan smiles quietly.

MOLLY

"Mary Margaret Cahill: Don't forget to smile", he said... I didn't really like to smile, but I'd sure as hell smile for him. He could charm his way out of anything...

STAN

A man after my own heart. Tell me more-

MOLLY

About him?

STAN

Sure- about you-

MOLLY

What about me?

STAN

I know you like chocolates... and to read...

She laughs.

MOLLY

-and dancing.

STAN

When's the last time you did it?

MOLLY

Awhile...

STAN

Well, we goin fix that-

He starts the carousel- lights and all, climbs on top.

STAN (CONT'D)

Ready? Giddy up!

Stan takes Molly in his arms and they dance amidst the horses.

MOLLY

I've been thinking- about what you said,  
Stan-

STAN  
What did I say?

They stop dancing.

STAN (CONT'D)  
I remember.

MOLLY  
Where would we go?

STAN  
What if I told you I can get my hands on  
a two-person act for us?

MOLLY  
What are you talking about?

STAN  
Talking about an act that would get us  
headlining in the biggest hotels and  
showrooms. East Coast, West Coast...

MOLLY  
You're dreaming-

STAN  
No, Molly- you're bigger than this place.  
If you let me I would like to give you  
the world and everything in it...

They lock eyes- they ALMOST kiss.

MOLLY moves away-

STAN (CONT'D)  
Molly-

50 INT./EXT. MOLLY'S CARAVAN - NIGHT

50

BRUNO, THE MAJOR, DOG BOY, SNAKE MAN and FUNHOUSE JACK play  
cards at a table.

Molly hurries into her caravan- Warm, full of BOOKS, clothes  
and photos. She sits down on her bed. Eats some chocolate.  
She thinks... and smiles.

51 INT. TEN-IN-ONE - GEEK ENCLOSURE - NIGHT

51

Stan runs in, shakes the rain off. Clem, smoking, turns to  
him.

CLEM  
Come on. I need a hand.

The GEEK, wheezing weakly in a corner of his cage, surrounded by snakes and a halo of flies.

STAN and CLEM approach- Clem uses a flashlight, passes it to Stan. Turns the Geek's head for a better look-

CLEM (CONT'D)  
Wound on his head went bad. Flies got to it- fever won't come down...

STAN  
Is he dead?

CLEM  
No. But he's bound to be.

52 EXT. CITY - CHAPEL/SALVATION ARMY - NIGHT 52

Raining. They park the truck, get out.

53 EXT. SALVATION ARMY BACK ENTRANCE - CONTINUOUS 53

They carry the body around the corner.

CLEM  
You heard? That lil' Kraut- the one that looks like Chaplin- He just invaded Poland- Oh, the balls on him! Put him here.

They put the Geek down.

A doorway- a sign reads: "SALVATION ARMY"

Clem rings the bell. And hurries back-

CLEM (CONT'D)  
Come on!

STAN  
Ain't you gonna wait-

CLEM  
And answer questions? Nah- They'll take him. They'll care for him...

Stan drags the Geek closer to the building.

STAN  
We'll put him under the roof-

CLEM  
I said leave him be-

STAN

Can't leave him in the rain!

Stan leaves the Geek by the door.

CLEM

Don't pretend you give a shit with me.

(beat)

Are you hungry? I'm starving. Come on!

Steak and eggs- on me-

Clem rushes off. Stan follows.

54

INT. STEAK HOUSE - DAWN

54

CLEM

(to a waitress)

Sweetie- salt 'n pepper, please?

STAN

How do you ever get a guy to geek?

CLEM

Oh- I ain't going to crap you up. It ain't easy.

(beat)

You gotta pick up a broken drunk. A real alkie- a two bottle-a-day fool, See?

STAN

Pick 'em up where?

CLEM

Nightmare alleys, Train tracks, flop houses- you name it.

He puts salt and pepper on the steak- Digs in.

CLEM (CONT'D)

Lots of folks came back from the war addicted to the Poppy an' booze- Now- Opium really sinks its claws, but you reel 'em in with booze.

(beat)

You tell 'em: 'I got a little job for you- It's a temporary job. Make sure you emphasize that- "Just temporary... 'til we got ourselves another geek..."

Clem pulls out a small brown, glass dropper bottle, passes it to Stan.

CLEM (CONT'D)

You spike it with this opium tincture. One drop per bottle, that's all. But oh, now- This is what he thinks is heaven! Then you say to him like this, you say to him: "Well, I gotta get me a real geek. He says, "Ain't I doing okay?" So you say, "Like crap you're doing okay. You can't draw a real crowd faking a geek. You're through." Then you walk off.

(beat)

That night you drag out the lecture and lay it on thick... All the while you're talking he's thinking about sobering up and getting the crawling shakes- the screaming- the terrors. You give him time to think that over, while you're talking. Then throw in the chicken.

(beat)

He'll geek.

STAN

Jesus. Poor soul.

55 EXT. ZEENA'S STAGE - NIGHT

55

PETE practices hand gestures. STAN watches as he tidies the stage.

PETE

Like this- index and middle finger half bent- parallel to your thumb- as if you're going to pluck something out of the air. Left hand on temple- That means you're asking for color, texture, specifics.

Pete turns to Stan.

PETE (CONT'D)

And that's it.

STAN

You got quite a gift... I don't know how you do it, Pete. Keep all that in your head, at the same time entertaining all these folks.

Pete offers Stan a cigarette. Stan takes one, lights both of theirs.

PETE

If you're good at reading people, it's mostly because you learned as a child-trying to stay one step ahead of whatever tormented you- Now if they really did a number on you- then that crack's a hollow. And there'll never be enough. There's no fillin' that in.

A moment of silence. A breeze through the tents makes them billow. The screams of the Geek are heard in the distance...

PETE (CONT'D)

Clem's breaking down the new Geek- holding out on him. Poor bastard's got to be half out of his mind by now.

56 INT. UNDER ZEENA'S STAGE - NIGHT

56

PETE

I think George and I will sleep below tonight-

Stan puts George's cage down on the floor. Opens it.

Pete climbs down and collapses on his sofa.

George moves around-

PETE (CONT'D)

Stan- my boy- would you be so kind as to procure me a quart of sugar cane?

STAN

Pete- just close your eyes and go to bed.

PETE

I need an incentive, Son-

STAN

I'll see what I can do.

PETE

Atta boy.

57 INT. TEN-IN-ONE - GEEK ENCLOSURE - NIGHT

57

Clem is listening to the radio: "AMAPOLA".

STAN moves in the dark- tentative.

He goes by the Pickled Punks. Stops to look at Enoch.

Walks through to the Geek enclosure. The hapless creature shakes the bars-

Stan looks at him- THE FRAIL THIN MAN.

Stan keeps going. Sees Clem through the curtains, dancing for Louise as she laughs.

Stan turns to the trunks, opens a chest and grabs a bottle. Puts the money in.

58 EXT. ZEENA'S STAGE - NIGHT 58

Stan enters through the trapdoor and--

59 INT. UNDER ZEENA'S STAGE - CONTINUOUS 59

Stan approaches Pete, who is now asleep. Puts the bottle down next to him.

On a crate: Pete's book- Stan looks inside.

Pete, angry, grabs Stan's hand.

PETE

What are you doing?

STAN

I didn't mean any harm by it Pete, I was just curious-

Pete retrieves the book.

PETE

Stan, this book- it can be misused, you understand. That's why I stopped- doing the act...

(beat)

I got "shuteye".

(beat)

When a man believes his own lies- Starts believing he has the Power. He's got "shuteye". He now believes it's true.

(beat)

People get hurt- Good, God-fearing people- and you lie and you lie... and when the lies end- there it is: the face of God, staring at you straight- no matter where you turn...

(beat)

No man can outrun God, Stan.

STAN

Yes, sir.



Stan exits. Pete picks up the bottle, opens it.

60 EXT. ZEENA'S STAGE - CONTINUOUS

60

Stan stands on the stage, alone. Starts to practice the moves Pete was showing him.

STAN

(whispering)

Middle and index finger bent- parallel to your thumb- raise your left hand to your temple- middle and index finger bent- parallel to your thumb- raise your hand to your temple, asking for something specific...

CUT TO:

61 INT. REFECTORY TENT - MORNING

61

STAN is having breakfast.

STAN watches Zeena- hanging clothes to dry in front of her bungalow.

Then he spots- THE MAJOR and BRUNO approach her.

As they talk to Zeena, she pushes Bruno back.

ZEENA

No! Where is he? Where is he?!

Bruno points.

She RUNS- dragging behind her a white sheet, billowing in the wind-

Bruno and The Major run after her.

BRUNO

Hey, Clem! We got a problem!

STAN gets up- along with most of the carnival workers-

-they follow Zeena, Bruno and The Major.

62 EXT. ZEENA'S STAGE - CONTINUOUS

62

Stan is pushing through the tent alley, heading for Zeena's stage. A CROWD surrounds it.

FUNHOUSE JACK

It's Pete - finally did it to himself. He aint moving.

Zeena, wailing, cradles Pete's body on the ground.

ZEENA  
Pete! Oh, my Pete!

STAN moves away from the crowd.

63 EXT. CARNIVAL GROUNDS - FUNHOUSE - DUSK 63

FUNHOUSE JACK  
Sin and Salvation. Heaven and Hell- Find  
out what it feels like right here on  
Earth- Let the mirrors show you who you  
are and who you shall be- hurry, hurry,  
hurry...

64 EXT. CORNFIELD OUTSIDE THE CARNIVAL - DUSK 64

Sun is setting, blue horizon.

STAN tosses the chicken corpses into a hole in the ground.

He looks up- On the horizon, in a cloud of dust- four  
Sheriff's patrol cars-

He gets up and runs!!

65 EXT. CARNIVAL GROUNDS - CONTINUOUS 65

STAN runs through the busy carnival, and into-

66 INT. TEN-IN-ONE - CONTINUOUS 66

Stan comes running into the ten-in-one. He goes to CLEM's  
pickled punks room.

STAN  
Clem! Clem!

CLEM  
Yeah?

STAN  
Shooflies, saw four cop cars, coming up  
the South.

CLEM  
Shit- they see the Geek, we're all wet--  
I'll stash him- You go out, drop the  
banner an' chisel 'em a bit- buy me some  
time!

67 EXT. CARNIVAL GROUNDS - NIGHT 67

A SMALL DUSTSTORM- DRY WEATHER-

SHERIFF JUDD, a big, white-haired man with a badge pinned to his denim shirt, directs his deputies.

SHERIFF JUDD

Round up all the carnies and take them to that stage over there.

68 INT. TEN-IN-ONE - GEEK ENCLOSURE - SAME 68

Clem drags the Geek out of his cage.

CLEM

Upsy daisy, up!

69 EXT. CARNIVAL GROUNDS - NIGHT 69

DEPUTIES are moving all patrons away- Pushing the obedient herd towards the exits.

DEPUTY 1

Move em, move em!

STAN covers the GEEK banner with a fake one-

The BULLS are moving down attraction by attraction.

STAN approaches DEPUTY 1.

STAN

Officer, what seems to be happening?

DEPUTY 1

Move- join the others-

Deputy 1 pushes by Stan. Stan grabs the warrant out of his hand, examines it.

STAN

That a warrant? What's that for?

Deputy 1 grabs the warrant back.

DEPUTY 1

Don't try and pull that legal stuff-  
Gonna close this whole joint down one way  
or another-

STAN sees the signature: Jedediah Judd.

STAN

Yes, sir.  
(to himself)  
Jedediah Judd...

FUNHOUSE JACK tries to stop SHERIFF JUDD. His hat- pushed back, thumbs hooked in his gun holster-

SHERIFF JUDD

I got a complaint statin' that you carry around an illegal performance emphasizing cruelty to both animal and man.

The SHERIFF approaches MOLLY in her skimpy outfit.

SHERIFF JUDD (CONT'D)

And you, young Lady. We got wives- and daughters in this town.  
(beat)  
You are under arrest for indecency. Get her down!!

DEPUTIES climb the stage. Stan runs up, yelling-

STAN

No! Stop! Get down off there!

SHERIFF JUDD

I'll club you down-

STAN

The wheel's turn and the electrical current's got to go somewhere- Major please! If you'll just permit us, sir-

THE MAJOR rushes to the deadman's lever, and throws the switch: There's a buzzin' 'n a crackling: Electricity surrounds MOLLY's body!!

The deputies gasp- Molly SCREAMS!! As she reaches out, sparks jump in a flashing stream between her fingers.

STAN (CONT'D)

Everybody back up!

STAN sees that the SHERIFF is wearing an ORTHOPEDIC SHOE-

The electricity suddenly stops. Molly slumps over. The Major throws the lever.

STAN (CONT'D)

That's why she's forced to wear the brief as a covering, sir - she purges the current.

(MORE)

STAN (CONT'D)  
(to Molly)  
Molly... Molly, you ok?

STAN winks at her. Molly plays along, pretends she's been knocked out.

STAN (CONT'D)  
You see? She just saved your men's lives...

Bruno goes to Molly.

BRUNO  
Molly? Molly-

SHERIFF JUDD  
I'm closing you down! I ain't none o' your thievin' southern police, kissin' the priest's toe on Sundays and raking in the graft six days a week.

STAN  
Is your name, by any chance, Jer-Jeremiah- Jedediah?  
(beat)  
Jedediah Judd?

The SHERIFF nods- startled.

SHERIFF JUDD  
Yeah.

STAN  
A matter of the utmost importance has arisen, sir, if I can just have a minute of your time- A message has come through, and I think you're going to want to hear, but not in front of these kind folks- please sir.

SHERIFF JUDD  
Nobody leaves.

STAN moves away with him. EVERYBODY observes.

STAN  
Thank you. My name's Stanton Carlisle, Marshall Judd, and I- My family's Scotch and the Scotch are often gifted with what the old folks used to call 'second sight'.  
(beat)

(MORE)

STAN (CONT'D)

Now it's clear to me, for example, that you are a man that is by nature distrustful, but also fiercely loyal-

SHERIFF JUDD

I'd say that is a fair description.

Stan's eyes mist over. His voice grows intimate. Spots a religious medal.

STAN

Now this isn't any of my business, Marshall, because I know you are a man who is fully capable of handling his own affairs and just about anything else that is liable to come along. But I do sense a childhood marred in disease-

The Sheriff nods ever so slightly, makes eye contact.

STAN (CONT'D)

And it has made you feel hemmed-in and trapped- even to this day.

(beat)

And I sense a curio of some kind? An amulet, a memento- you carry it on your person, and you've had it for a long time. It was Mary... a saintly woman-

Sheriff nods in awe.

SHERIFF JUDD

My mother...

The Carnies watch from a distance as STAN talks and SHERIFF JUDD listens.

STAN

May I see it? May I see it, sir?

The Marshall pulls the St. Christopher medal from under his shirt. Stan moves closer and touches it.

STAN (CONT'D)

Yes... she wants you to know your ailment has not shunned you from greatness- quite the contrary... Your community loves and feels protected by you, sir...

(beat)

You couldn't serve our country on foreign soil, but you protect us here at home.

(beat)

And this medal should be a reminder of her love for you...

Stan tucks the medal back under Sheriff Judd's shirt, and places his hand over it.

STAN (CONT'D)

... and as long as you keep it there next to your heart, where our Lord Jesus Christ resides, it will protect you in the future... And she wants you to know this, sir: it is only in being merciful to others, that a man has true power...

Sheriff Judd takes a deep breath, nods.

CUT TO:

70

INT. REFECTORY TENT - NIGHT

70

Loud music. RADIO is playing- Toasts and celebration! Everybody is embracing STAN- DANCING, patting him on the back.

STAN

Once I copped the warrant off that deputy, I saw the marshall's name.

(beat)

I knew it was a lead-pipe cinch-

The crowd laughs. Stan sits down, talks to Clem.

STAN (CONT'D)

You know, Pete used to say, it's not the clothes but the shoes that can tell you everything you need to know about a man. And he had a lift in his right shoe - I bet he had polio or something as a kid. Military never let him in, Momma's Boy... I can tell my looking at his eyes.

CLEM

That's good.

STAN

Takes one to know one. He tried to railroad us, Clem, with that fancy mustache. I saw that chain around his neck. Got it out of him. Saint Christopher Medal, all that bible talk. I thought he must know somebody named Mary.

Clem listens, enraptured.

STAN (CONT'D)

And lo and behold, the Lord blessed us - his mother's name is Mary!

Stan lights a cigarette. Clem points at him-

CLEM  
You had him!

71 INT. TEN-IN-ONE - GEEK ENCLOSURE - NIGHT

71

ENOCH floats in his jar.

STAN rushes in.

STAN  
Molly, I was looking for you, you  
alright?

MOLLY  
I'm ready, Stan.

STAN  
Ready for what?

MOLLY  
To leave all this behind. Go with you-

STAN  
We are ready, aren't we-? You saw me out  
there.

MOLLY  
I sure did.

STAN  
All of my life I've been looking for  
something- Something I'd be good at- And  
I think I found it, Molly. I think I'm  
ready-

Molly embraces Stan.

MOLLY  
I know you are, Stan.  
(beat)  
And I know you'll always look out for me,  
right?

STAN  
Oh- I always will, If you let me-

MOLLY  
What about Zeena?

STAN  
Cause of Pete?



MOLLY

I don't wanna hurt her-

STAN

Zeena's lived- she knows what's what...

(beat)

Everyone knows you're the one I've been pining after. You're the reason I stuck around.

They kiss.

72 INT. REFECTORY TENT - NIGHT

72

Everybody is celebrating. The MAJOR walks across a table, sits down next to BRUNO.

MAJOR

Have you seen Molly?

Bruno stands up, looks around for MOLLY.

73 INT. TEN IN ONE - GEEK ENCLOSURE - NIGHT

73

STAN and MOLLY are kissing against a shelf-

MOLLY

I never let any man do it to me all-the-way before. Not who I agreed to anyway...

STAN

Oh you have nothing to worry about with me, Rabbit.

Then a RUSH of Carnival workers enter the compound.

STAN (CONT'D)

Let's go- get your stuff.

And then-

BRUNO (O.S.)

Hey!

TWO MASSIVE HANDS grab him and yank him!!!

BAMMMM!!! Bruno punches Stan, who drops.

MOLLY

Bruno! Leave him alone!

The MAJOR tries to stop MOLLY-

THE MAJOR  
Molly, no! Come with me!

MOLLY  
Let go!

She pushes him off, violently, and faces Bruno.

BRUNO  
You goddamn crumb- I warned you!!  
Didn't I?!!

He punches STAN, who falls near the Geek cage. The Geek starts rattling his cage.

MOLLY  
Stop, Bruno! You're gonna kill him!!

BRUNO  
Come here!

Bruno walks towards Stan, Molly gets between them.

MOLLY  
Stop it, let him go!

BRUNO  
I'm going to kill him!

MOLLY  
Leave him alone! Get away, I love him!  
I'm leaving! Don't you understand? I'm  
leaving with him!

Bruno stops, catches his breath. The Major looks down at Stan on the floor.

Stan looks up to see-

ENOCH floating in his jar.

74 EXT. CARNIVAL GROUNDS - BLUE DAWN 74

The grounds are empty and quiet.

75 EXT. ZEENA'S BUNGALOW - BLUE DAWN 75

Zeena goes outside, lights a cigarette.

STAN walks up. Pulls out Pete's book.

STAN  
You want the book back?

ZEENA

No. You earned it. Worked hard for it.

Stan puts the book away. Gets into the truck, sits down next to Molly. Starts the engine.

STAN

You ready?

MOLLY

For what?

STAN

The world and everything in it, Rabbit.

The truck drives away. Dawn breaks.

Bruno and Zeena watch it go...

FADE OUT.

76 INT. HOTEL ROOM - NIGHT

76

MOLLY (PRE-LAP)

(under her breath)

One: Will. Four: Tell...

SUPER: TWO YEARS LATER

FADE IN:

MOLLY studies Pete's notebook on a small table. Stan is in a chair- sleeping. Chocolate wrappers are on the table next to a candy box. Molly picks a CHOCOLATE out of a candy box and pops it in her mouth. A room service table and trays are nearby. She practices hand poses-

MOLLY (CONT'D)

... Will you tell this lady what she is thinking about. Eight: Trust. Do not trust anyone involved. Nine: Loss, complete, the loss of everything. Seven, loneliness. Four, tell. Nine, complete, I want to tell you about absolute loneliness. Eight: trust, Six...

Stan shifts in his chair- dreaming- FIRE RISES behind him.

77 INT. SHACK - DUSK (DREAM)

77

Stan in the chair - the shack BURNS-

MOLLY (V.O.)

Eight: Trust. Six: Negative.

78 INT. SHACK - DUSK (FLASHBACK) 78

STAN sits on the bed- his father is dying.

STAN  
Father... you're going now...

79 INT. HOTEL ROOM - NIGHT 79

STAN wakes up-

MOLLY  
Stan, are you okay?

STAN  
Yeah, keep going - we got two shows tomorrow.

Stan stands up and lights a cigarette.

MOLLY (O.C.)  
Loneliness, two, fear, emphasis on detail. Circle, a prophecy fulfilled.

80 INT. THE COPACABANA - CLUB - NIGHT 80

-hands in a dramatic gesture, floating in the dark.

Applause.

STAN  
Wait- a woman...

It's STAN. Now elegantly dressed, sporting an Ameche mustache, and a BLINDFOLD. He stands under a spotlight at a high-end cabaret: CIGARETTE GIRLS, BARTENDER, WAITERS, etc.

MOLLY  
Can you be more specific?

Standing up near the cabaret's arena is a tall, MIDDLE AGED WOMAN dressed elegantly and covered in diamonds.

STAN  
R, or S?

MIDDLE AGED WOMAN  
R...

STAN  
Yes- yes- an "R"...

Stan removes the blindfold.

STAN (CONT'D)

I believe you know of whom I am speaking now... Do you not?

MIDDLE AGED WOMAN

You are correct again.

The audience applauds- stands on their feet, baffled, awe-struck. Molly beams. It is a storm of sound. And Stan, hearing it through the heavy drop curtain, breathes it in like mountain air.

Stan extends his hand to Molly. They take a bow. But they exchange a tense look- Stan's smile flickers for a moment.

STAN

You messed up.

Stan pulls his hand away from Molly, walks away. She follows.

MOLLY

Stan-

Everyone in the theatre claps- everyone, that is, except-

LILITH. An icy woman of indeterminate age and dressed with understated elegance. Sitting alone- She smokes a cigarette, in silence-

-regarding Stan. Thinking.

81

INT. THE COPACABANA - BACKSTAGE / DRESSING ROOM - SAME

81

Stan storms through the doors, Molly close behind. They move amongst the PERFORMERS and STAGE HANDS.

MOLLY

Stan-

STAN

All we do is rehearse, and you still fluff it- I'm out there by myself, what happened?

MOLLY

I'm sorry, I guess I was tired.

STAN

Let's see how many people stay for the second show!

They enter the dressing room.

Through a window in the door, her eyes sparkle with tears. She quietly removes the sequined bolero as he yells at her, MOS.

82 INT. THE COPACABANA - CLUB - NIGHT

82

STAN

Is it- a pocket watch? Gold.

MOLLY

Concentrate - do any other details come to you?

STAN

There is an inscription: Letters- am I correct?

The owner of the lighter, JUDGE KIMBALL (older gentleman, distinguished) smiles- He is sharing a table with LILITH.

JUDGE KIMBALL

You are.

Applause.

MOLLY

Master Stanton- Can you kindly name them?

Lilith gets up, raises a small golden clutch.

LILITH

May I, now?

Molly tenses.

MOLLY

Yes- Please give me the object-

LILITH

No, thank you- I will hold it.

MOLLY

Very well: Master Stanton what is the object being held by this lady?

STAN

Well, it seems it's a night of gold - a golden hand bag.

LILITH motions for Molly to be quiet.

LILITH

Be quiet, child. Let me ask the questions-  
(to Stan)  
What's inside the bag??

STAN

Madame- what is the meaning of this?

He removes his blindfold.

LILITH

You say you are genuine, and I say you  
use verbal signals of some sort- to  
communicate between you two-

STAN

There are no tricks involved, madame.  
No deception whatsoever...

LILITH

Then answer me: What is inside this  
bag?

Stan reads her hand position, weight of the bag, hands, face-

STAN

The usual is in there: lipstick, a  
handkerchief-

LILITH

Well- That is easy enough- Is it not?

STAN

Ladies and gentlemen, I have never met  
this woman before, nor have I any prior  
knowledge of the contents of that  
purse. Yet -

Stan closes his eyes and raises his right hand-

STAN (CONT'D)

There is something very interesting in  
there-

(beat)

A small pistol... nickel plated. Ivory  
handle- May I?

This takes even Lilith aback. She opens her bag. Removes -  
the PISTOL. Applause.

STAN (CONT'D)

You claim to carry it to defend yourself- but I think you do it because you like it- I think you do it because it makes you feel... powerful. Well, Madam, you are not powerful.

Stan hands the gun back.

STAN (CONT'D)

Not powerful enough.

Lilith reluctantly sits down. The audience applauds.

STAN (CONT'D)

You are an only child, are you not?

Lilith lights a cigarette.

STAN (CONT'D)

Your mother died when you were young, Her shadow looms large and close- Too close for comfort.

*(beat)*

Hardly a day went by in which she didn't crush you down in small ways-

*(beat)*

And that gun- the gun in your purse- well, sometimes you have dark thoughts- about yourself- don't you?

Lilith is stunned. Her lower lip trembling.

STAN (CONT'D)

Well, don't you?!

Stan turns to KIMBALL.

STAN (CONT'D)

Are your initials "C" and "K"...?

Kimball nods.

STAN (CONT'D)

Have you suffered a loss-? A dear one? Not long ago?

JUDGE KIMBALL

Oh God- Julian?

STAN

He's right beside you- His hand is resting gently on your shoulder- Can you feel it?



JUDGE KIMBALL is deeply moved. Nods. The crowd gasps.

STAN (CONT'D)

...he wants you to know- how proud he  
is of you... How he-

Stan feigns a near-collapse. The crowd gasps.

He feigns weakness. Molly assists him. Applause erupts. They  
raise their hands.

83

INT. THE COPACABANA - BACKSTAGE - NIGHT

83

STAN enters his suite- charged but quiet- as always, he  
lights a cigarette.

MOLLY

What was that about?

STAN

I do not know. That was really  
something else - See how that woman  
came after me?

MOLLY

I saw the way *you* went after *her*, and  
then that man-

STAN

What are you talking about? You were  
behind the eight and I got us out.

MOLLY

Why'd you keep on her, then?

STAN

I had to- the crowd would've turned on  
us- Once she came after me, I had to  
take her down. Why are you so  
concerned?

MOLLY

I gave you the initials on that watch  
and you turned that into a goddamn  
spook show-

STAN

Molly, did you see the same show I did?  
That crowd was on its feet. When's the  
last time that's happened? We give them  
mentalism and they treat it like a dog  
walking on its hind legs- but that?  
That was different. We should beat that  
into the show.

MOLLY

That woman- She was at the same table  
as that poor old man- And I've seen  
her here before.

STAN

When?

A knock on the door-

STAGEHAND

Hey hep cat: You have a request- an  
after show meet-

STAN

Uh, thank you.

MOLLY

It's them-

STAN

How do you know?

MOLLY

Of course it's them.

STAN

Then I won't see them.

MOLLY

Oh yes you will. And you'll give that  
poor old man you spooked and let him off  
the hook. Tell him the truth-

STAN

Alright. Truth-

MOLLY

-and an out.

STAN

And an out- You happy?

He moves close to her and lifts her chin.

STAN (CONT'D)

It was a good show- you oughta give  
me that-

She smiles. A little.

84 INT. THE COPACABANA - CLUB - NIGHT

84

The club is void of patrons now. Stan comes out with Molly-  
Dressed in street clothes.

Waiters and staff are turning in for the night.

JUDGE KIMBALL awaits at a table.

STAN

Sorry to keep you waiting-

JUDGE KIMBALL

Mr. Carlisle, I don't mind waiting-  
I'm Charles Kimball- Judge Kimball...  
and I was hoping to engage you for a  
private consultation.

STAN

May I, Charles-

STAN spots Lilith nearby, smoking at the empty bar.

They sit down-

STAN (CONT'D)

Charles, what you experienced tonight...

JUDGE KIMBALL

I will double your nightly rate.

STAN

Well, that's not the point... the thing  
is...

He gestures towards Lilith-

STAN (CONT'D)

Is she with you-?

LILITH

Charles wanted my opinion before engaging  
you...

MOLLY

We don't do private consultations.

STAN

Molly- please...

LILITH

I think Mr. Carlisle wants an apology...

STAN

Why would I want that? You provided us with quite a show here tonight, so thank you-

STAN turns to JUDGE KIMBALL. Lilith watches-

STAN (CONT'D)

You seek solace?

JUDGE KIMBALL

Yes...

STAN

I believe we can provide that for you.

MOLLY

Stan...

STAN

I'll do it... Just this once.

JUDGE KIMBALL

Thank You, Mr. Carlisle. Thank you-

He pulls out a pen- looks for a paper to write on. Lilith places one of her cards on the table- as if placing a bet-

LILITH

Here, Charles. Have one of mine.

JUDGE KIMBALL

This is my home. 4:30 PM. Wednesday.

Kimball and Lilith depart.

JUDGE KIMBALL (CONT'D)

Thank you, Mr. Carlisle- Miss.

Stan reads the card-

STAN

Doctor Lilith Ritter, consulting psychologist... A doctor... How about that?

MOLLY looks at STAN.

MOLLY puts a dollar on the counter.

MOLLY  
Evening Joseph, can I have some change,  
please?

HOTEL MANAGER  
Yes.

MOLLY  
Thank you.

Molly picks up the change, heads for the phone.

STAN  
I know that you're angry with me-

MOLLY  
Of course you do! You can read minds!!  
You talk to the dead, remember?!

Molly turns to Stan.

MOLLY (CONT'D)  
Why did you say "yes"?

STAN  
You saw how desperate he was- What did  
you want me to say to him?

MOLLY  
Say "No"!

STAN  
Where are you going?

MOLLY  
I gotta make a phone call-

STAN  
Call from the room-

MOLLY  
Go away.

STAN  
I'll run a bath, you better come up  
before it gets cold.

She closes the door of the phone booth. He leaves.

86

EXT. DOWNTOWN BUFFALO - LUXOR BUILDING - DUSK

86

It's snowing. STAN, in his sedan-

He gets out- heads into The Luxor building.

87 INT. LUXOR BUILDING - CORRIDOR - DUSK 87

STAN walks along a corridor and onto a bank of elevators. In the back of the building, GUARDS and EMPLOYEES listen to the radio speech of FDR-

88 INT. LUXOR BUILDING - ELEVATOR - DUSK 88

Stan pulls out Lilith's card.

STAN

(rehearses)

I was thinking you and I could make a dent in this town... you and I could make a pretty big dent in this town... I was thinking you and I could make a pretty big dent in this town...

89 INT. LUXOR BUILDING - OFFICE CORRIDOR - DUSK 89

Stan walks a hallway of luxurious offices.

A nameplate: "604, Dr. Lilith Ritter, Consulting Psychologist. Walk In." Soft music: Peer Gynt.

90 INT. LILITH'S OFFICE - WAITING ROOM - DUSK 90

The waiting room is small, decorated in pale gray and rose.

Stan opens sliding doors-

91 INT. LILITH'S OFFICE - DUSK 91

The office is elegant, exquisite, sparsely decorated. Lilith is at a desk. Standing, her back to us, reading a newspaper.

LILITH

(without turning)

Mr. Carlisle, come in...

STAN

Slow day-?

LILITH

Have you not heard? We are at war...

Lilith shows him a newspaper: FDR TO ADDRESS THE NATION.

STAN

I heard... how did you know it was me?

LILITH

What brings you here?

STAN

You gave me your card- didn't you?

Lilith pours Stan a Whisky.

LILITH

So, here we are...

STAN

Not me. I never drink.

Lilith gently deposits the served glass on her desk.

Stan looks around- sees small microphones attached under the desk.

STAN (CONT'D)

Microphones...

LILITH

That's right. Wire recorder.

STAN

Are you recording this?

LILITH

No.

He eyes the glass on the table.

Lilith pulls out a key, opens a wooden panel on the wall, revealing a recorder and rows of recorded sessions.

LILITH (CONT'D)

My office's wired to record all analysis sessions-

Stan admires the equipment-

STAN

See? You got a smoother line, but you run a racket- same as me-

LILITH

Is that what this is?

She removes the key.

LILITH (CONT'D)

How did you know I had a pistol?

STAN

I can read a mark quick. Find out what they want-

LILITH

And I am a mark, am I?

(beat)

What do I want?

STAN

To be found out- Same as everybody else.

LILITH

Is that it?

STAN

Think out things most people want, and hit them right where they live: Health. Wealth. Love.

LILITH

Find out what they're afraid of, and sell it back to them.

STAN

As long as you don't oversell it.

Stan thinks- and then-

STAN (CONT'D)

You wanna know how I knew about the gun?

(beat)

I removed the blindfold... both for dramatic effect and to get a rise out of the audience, but also to see the way you held your clutch: elbow bent forward- clutch was heavy- you lifted it with your left- no wedding ring- no tan mark- unmarried- so- you like to go out at night- You were at the Copa so you have the bees- but I'm sure you go to lower places too, don't you?

LILITH

If I want mud on my skirt, I can find it.

STAN

You live alone- no man in the house- gotta have a gun at home- but you assume yourself to be a lady- so- not a big pipe- portable, small- .22, .25- Four- six shot. Maybe. And since you like pretty things, nickel plated, ivory handle.

LILITH

But you talked about my mother- why?



STAN

Dames like you always have Mommy issues. Daddy issues too-

LILITH

I see- An Electra complex, is it?

STAN

I wouldn't know about that. But you're not as hard to read as you think, Lady.

LILITH

If I am so easy to read, why come to see me, then?

She heads for the fireplace.

STAN

That Judge- he's a pretty big deal in this town, is he?

LILITH

Judge Kimball? Doesn't get much bigger.

STAN

Is he a patient?

LILITH

Friend of my father's-

STAN

You all Jazzy together?

Lilith laughs, a beautiful, unaffected laugh-

LILITH

Now, why would you ask that?

STAN

You have a handle on him.

LILITH

His wife is a patient of mine. An interesting woman, Felicia.

Looks at him- up and down-

LILITH (CONT'D)

Have you ever been in analysis?

STAN

I wouldn't know what to talk about.

LILITH  
Simple. What are you thinking about?

STAN  
Now?

LILITH  
Now.

STAN  
You.

LILITH  
Me? What about me?

STAN  
Wishing you'd come a little closer, so  
I could get a better look at you.

LILITH  
Is that why you are here- to look at me.

Stan walks towards her.

STAN  
I'm just thinkin'... that- if you  
help me- we might be able to make  
quite a big dent in this town.

LILITH  
"We"?

STAN  
You give me something on that Judge-  
or any other higher ups- I can make it  
worth your while.

LILITH  
So, you think you have something big  
enough, or interesting enough, for me?

STAN  
Look- nothing matters in this goddamn  
world but dough. You get that raw.

LILITH  
Alright, I'll give you something-  
(beat)  
In exchange for the truth.

STAN  
The truth about what?

LILITH

Yourself. I give you a little information and you tell me the truth.

She extends her hand. He takes it. Then-

LILITH (CONT'D)

But do not lie. I will know if you are lying.

STAN

Is that it, then? Shoot-

LILITH

Kimball lost a son- an only child: Julian- 23 years old.

He writes on a pad. Lilith takes it.

LILITH (CONT'D)

Don't write anything down. This is not a carnival trick. You are to leave no trace.

STAN

No writing. Understood.

Lilith throws the paper in the fire.

LILITH

Julian enlisted against Felicia's wishes and died- in No Man's Land-

STAN

I can work with that.

92 INT. THE COPACABANA - LOBBY - NIGHT

92

Stan and Molly walk down the stairs, hand in hand, to applause.

STAN

Ladies and gentlemen, thank you very much- Miss Cahill.

Stan kisses Molly's hand.

TIME CUT:

MOLLY stands alone, while Stan signs autographs, mobbed by fans.

Pre-lap - a phone dial.

93 INT. HOTEL - LOBBY - NIGHT

93

Molly is on the phone.

MOLLY

Sorry it took me so long to call you...

BRUNO (V.O.)

When you didn't call in the fall, I thought...

MOLLY

I know. And I'm sorry. You think you can come and visit us-? Before you close for the Winter-?

BRUNO (V.O.)

Hey Molly, you alright? That's all I wanna know.

The answer should be "No" but it is-

MOLLY

I'm fine, everything's Jake, Bruno-  
(beat)

I hafta go - But I miss you all. Send my love to The Major, and to Zeena... and everybody?

BRUNO (V.O.)

Anytime.

She hangs up. She stays. Alone. Inside the glass cabin.

94 INT. LILITH'S OFFICE - NIGHT

94

STAN

Okay. So how is this going to work, Lady?

LILITH

Doctor.

STAN

Doctor.

LILITH

Lay down, please-

STAN

I'll sit down if that's okay-

LILITH

We can go deeper if you do-

STAN

Why don't we start with sitting.

Lilith presses a button under the desk- the recorder starts to run.

LILITH

When I offered you a drink- You said you never drank.

STAN

'Cause I don't.

LILITH

But you made it a point of pride. You could have taken the glass and not drunk. You could have said "not right now"- put it aside. But you said it: "Not me. I never drink."

STAN

You can't do mentalism and drink! You've got to be on your toes all the time. When you're "on" you're "on".

LILITH

And you are "on" now?

STAN

I'm always "on", Doctor.

LILITH

Did your father drink?

STAN

He went White Ribbon when I was ten.

LILITH

And before?

He squirms ever so slightly.

STAN

Clearly, before, he did. If you knew what White Ribbon meant.

LILITH

When I poured my whisky, you winced. Why?

STAN

Did I?

LILITH

Yes.

STAN

That's not something I aim to talk to you about.

LILITH

The truth, we shook on it.

STAN

I didn't like the way it smelled, is all.

LILITH

You were twelve feet away.

STAN

Well, stuff smelled off to me.

LILITH

How so?

STAN

Smelled like wood alcohol.

LILITH

You've drank wood alcohol?

STAN

No, not me. Never.

LILITH

Never. That word again. Please lie down-  
(beat)  
Please-

Stan does.

STAN

A guy I knew- he tanked up on wood alky and kicked off.

He folds his arms across his chest.

LILITH

What are you thinking about now?

Long beat- he laughs.

STAN

It makes no sense.

LILITH  
Take your time.

STAN  
Pianos-

LILITH  
Elaborate.

STAN  
My mother.

LILITH  
She played the piano?

STAN  
What does this have to do with anything?

LILITH  
Did she drink?

Long beat-

STAN  
Sure- now and then- like everybody else.

LILITH  
Not you. You *never* drink.  
(beat)  
She was beautiful- your mother?

Lilith walks behind Stan. Runs her fingers over his face.

STAN  
To me...

LILITH  
Who played the piano, Mr. Carlisle?

STAN  
A guy named Humphries- friend with my  
folks- He was in Vaudeville.

Lilith smiles ever-so-slightly.

LILITH  
How old was the man at the carnival-  
The one that died- What did you say  
his name was?

STAN  
I didn't say. I didn't think I said...

Stan raises his head. Lilith gently guides his head back down.

STAN (CONT'D)

(beat)

Pete...

Lilith lights a cigarette-

LILITH

Pete... how did Pete get the alcohol?

Stan is quiet, then...

STAN

I gave it to him. But it was a mistake-

LILITH

Mistake? What was he to you? Did you admire him?

STAN

Parts of him.

LILITH

I think you pitied him.

STAN

I don't know. He had his fair shake and he blew it.

LILITH

Did Pete teach you things?

STAN

Yes.

LILITH

He was older, wasn't he... He was old enough to be your father-

FLASHES: PETE grabs the book from Stan's hand- STAN opens a window- cold air- his FATHER.

Stan sits up.

STAN

I think we've done enough.

LILITH

Did you ever stutter as a child?



STAN

No.

LILITH

You have a slight movement- compulsory movement- your head moves up and down. Ever so slightly... Humphries- was he ever inappropriate or abusive to you as a child?

STAN

Shut your mouth.

LILITH

It's alright, Stanton... answer me...

STAN

Humphries took my mother away because my father wasn't man enough to hold onto her, alright? Bible-spouting hypocrite- selling tall tales about Jesus and a happy afterlife-

LILITH

And what do you sell?

STAN

I'm a hustler. And I know that, I'm on the make but I know it. Get it?

He leaps out of the chair-

STAN (CONT'D)

I am nothing like my old man and I never will be!!

Stan walks to the doors.

LILITH

Never... that word again... We're going to work on that-

Stan exits.

95 INT. HOTEL LOBBY - NIGHT

95

Stan picks up his key- takes the elevator.

96 INT. HOTEL - CORRIDOR - NIGHT

96

Stan takes the corridor, looking for his HOTEL KEY-  
By his door: GEORGE THE RABBIT.

Stan approaches his suite- hears voices, music, laughter inside. Stan bends down, pets George, picks him up.

He opens the door and walks in.

97 INT. HOTEL - SUITE - CONTINUOUS

97

Stan enters with George, takes the scene in:

ZEENA sits sprawled on a sofa, MOLLY and BRUNO sit nearby.

BRUNO

He's working on a disappearing act right now...

ZEENA

He can't stop! He cannot stop himself.

BRUNO

Going to be a headliner...

THE MAJOR prepares to pour drinks.

THE MAJOR

Something for the road!

They spot Stan, stop talking. Molly rushes up to Stan, gives him a kiss.

MOLLY

I invited them. Are you mad?

STAN

Why would I be?

ZEENA

Hello Stan, we're on our way to Gibtown, thought we'd visit a while like old pals.

Stan puts George down. Zeena bends down to pet the rabbit.

ZEENA (CONT'D)

Oh George.

STAN

Did you guys get something to eat?

THE MAJOR

Just drinks.

STAN

(to Molly)

Should we order some food?

MOLLY

Sure-

Molly moves off.

STAN

How long you staying?

ZEENA

Not long.

Stan smiles- Everyone relaxes.

TIME CUT:

TWO ROOM SERVICE CARTS

Brought by TWO WAITERS. A feast.

Holding Molly's hand, The Major steps onto the coffee table.

THE MAJOR

Okay- you ready?

MOLLY dances with THE MAJOR to "All of Me" as the others watch. Zeena laughs as she shuffles Tarot cards.

THE MAJOR (CONT'D)

That's right- there you go!

Zeena whispers to Stan and they share a laugh.

Bruno smiles, watching them dance.

STAN, observing. Alone, apart.

ZEENA

You're doing well.

STAN

It's the same gift, just different threads.

The Major dips Molly.

THE MAJOR

And...

Stan watches them dance.

ZEENA

(sotto)

Don't do the spook show.

Stan turns to look at her.

ZEENA (CONT'D)  
Don't do the spook show.

STAN  
That why she called you?

ZEENA  
What? No, she didn't tell me. No, it's  
all in the cards.

STAN  
Save it for the chumps, Zeena...

The Major and Molly flop down onto the sofa, laughing.

Zeena SHUFFLES the cards. Puts them down on the table.

ZEENA  
Fine- then you do it.

She pushes the pack-

ZEENA (CONT'D)  
Three card question'll take two seconds.

STAN  
I'll oblige.

Bemused, STAN takes three cards from the top, quick. Stan  
turns the first one: THE TOWER.

ZEENA  
Downfall- impending danger-

Molly watches from the couch.

Stan turns another one: THE LOVERS.

ZEENA (CONT'D)  
An urgent choice.  
(beat)  
Now Stanton, this is the last card- a  
decree. You turn it, you're going to find  
out what's coming to you-

STAN stares at her, briefly and then he turns it: THE HANGED  
MAN. *Upside down.*

Zeena recoils ever so slightly.

ZEENA (CONT'D)

The Hanged Man. It's upside down. But you can still choose-

STAN falters for the briefest moment and then-

STAN

There are no bad cards, Zeena, remember? You said so- just depends what you do with it... look-

STAN takes the card and turns it around- pushes it back.

STAN (CONT'D)

I fixed it-

Zeena looks doubtful.

STAN (CONT'D)

I fixed it.

98

INT. THE KIMBALL'S HOUSE - GREEN TEA ROOM - DAY

98

STAN

Keep that image in your mind.

MRS KIMBALL

Okay...

STAN

He loved you so very, very much. I can sense that, so clearly... Even though you didn't see eye to eye from time to time...

MRS KIMBALL

No. That is true. We did not...

MRS KIMBALL'S eyes are tear-stained. In her hand: a PHOTO of her son.

STAN

May I touch that photograph? Is that ok? That could give me a deeper line to him...

MRS KIMBALL

Yes.

Stan takes the photo from her, closes his eyes.

STAN

He died suddenly, but he wants you to know that he felt no pain...

He lets that sink in.

STAN (CONT'D)

But he wants you to know that it hurts him so very much to know that you miss him- Because- he says you should know, with absolute certainty, that you will all be together again in time...

MRS KIMBALL

Is he here? Can I speak to him?

Stan puts her hand on his chest, over the photo.

STAN

Speak to him.

MRS KIMBALL

When you went- You took all life with you! Your father made you enlist- Not me- But I am the one left with nothing!

MRS KIMBALL starts sobbing uncontrollably.

99 INT. LILITH'S OFFICE - DAY

99

The intercom buzzes.

SECRETARY (V.O.)

Your 5 O'clock is here...

LILITH

I don't have a five o'clock-

SECRETARY (V.O.)

He's here.

100 INT. LILITH'S OFFICE - WAITING ROOM - DAY

100

Lilith opens the sliding doors. STAN waits, reading a newspaper.

LILITH opens the doors and almost smiles.

STAN

Doctor.

LILITH

Mr. Carlisle.

101 INT. LILITH'S OFFICE - CONTINUOUS

101

Stan enters the office.

He puts a wad of money on the table-

LILITH  
What is that?

STAN  
Your half. That's the split- 50/50.

LILITH  
Not interested- I got what I wanted...

STAN  
You should've seen them- God-  
(beat)  
They'll be talking about it the rest  
of his life. And I think every time  
they tell it it'll get better and  
better, bigger and bigger.

She raises a glass.

LILITH  
A toast then- To your success.

STAN  
He wants me to see a friend of his.

LILITH  
And who would that be?

STAN  
He wouldn't say. But I'm considering it.  
Tell you what: You have a safe?

LILITH  
I do.

STAN  
Keep the money for me- I don't want  
Molly to know about it anyway. Keep it-  
for a few days... you change your mind,  
we split it then... you don't- I take  
it back.

Lilith stands up- they lock eyes.

LILITH  
You barely know me.

STAN  
I know you well. I know you're no  
good- and- I know that because  
neither am I.

LILITH  
Is that so?

STAN  
Yeah.

They move closer.

102 INT. THE COPACABANA - DRESSING ROOM - DAY

102

Stan, jacket-less in TUX- rehearsing.

MOLLY  
You're asking for the shape.

STAN  
Two fingers?

MOLLY  
Color.

Stan embraces her from behind- kisses her shoulder, quietly.

STAN  
That's good.  
(beat)  
Am I too hard on us-?

MOLLY  
No- you're right about it-

A PHONE RINGS.

STAN  
You need a break... Whatever you want to  
do, we'll do.

MOLLY  
Can we go dancing-

STAN  
Absolutely-

FRONT DESK (V.O.)  
Call for Stanton Carlisle. Pick up the  
house phone.

Stan mocks the voice from the intercom.

STAN  
Whatever you want- we'll go tonight,  
after the show.



MOLLY  
I'm dying in here, Stan-

STAN  
I love you.

They kiss.

STAN heads for the corridor.

103 INT. THE COPACABANA - CORRIDOR / LILITH'S OFFICE - INTERCUT 103  
Stan takes the phone...

STAN  
Yeah?

LILITH  
The man Kimball wants to introduce you  
to is- Ezra Grindle.  
(beat)  
Grindle was my patient- For a brief  
time. He is unstable. Unpredictable.

STAN  
How is he fixed for dough?

LILITH  
Very rich, very powerful. And  
intensely private. Dealings with  
Grindle have consequences. Permanent  
ones.

STAN  
Well, you better give me an angle.

104 EXT. OUTSKIRTS OF BUFFALO - DUSK 104

A Bentley rolls across a desolated landscape. In the distance  
is a huge factory-

GRINDLE INDUSTRIES-

STAN rides next to JUDGE KIMBALL.

-LOOMING BUILDING: Glass glittering in the last sunlight,  
like a dying dinosaur.

A large man, ANDERSON, meets them outside.

105 INT. GRINDLE INDUSTRIES - LARGE CORRIDOR/GUARD DESK - DUSK 105  
They approach a large circular desk with A GUARD at it.

ANDERSON

Coat, hat, and gloves- On the counter.  
Empty your pockets. No pencils, no  
pens, no keys, no cigarettes or  
lighter-

Stan places the items on the counter as TWO MORE UNIFORMED  
GUARDS join them.

ANDERSON (CONT'D)

Hands up.

He frisks STAN. Stan hates the touch. Bristles.

ANDERSON (CONT'D)

Turn around.

Stan does.

ANDERSON (CONT'D)

I need your watch and your ring.

STAN

Manners, friend.

ANDERSON

What was that?

STAN

You should say 'please'.

ANDERSON

Please.

106 INT. EZRA GRINDLE'S OFFICE - ANTECHAMBER - NIGHT

106

A large windowed office. Nothing but a single chair and,  
sitting in it, a lean, steely man in his sixties. He is  
impeccably suited, English-style. This is EZRA GRINDLE.

STAN and ANDERSON enter, with the ARMED GUARDS and KIMBALL.

ANDERSON closes the door.

EZRA GRINDLE

Mr. Carlisle- I'm Ezra Grindle- Let me  
take your jacket. Please. I'm very wary  
of appearing in public- so I want to  
thank you for coming to me... A man with  
your talents...

STAN

You're very kind...

EZRA GRINDLE

I wouldn't count on that. Take a seat.

A Man (DR. ELROOD) walks in with a machine on a CART.

STAN is spooked-

STAN

What is this?

EZRA GRINDLE

This is our version of a polygraph-  
Are you familiar with the term?

(beat)

You would call it a lie detector.

STAN

And you'd like to perform this on me?

EZRA GRINDLE

That's the general idea, yes.

DR. ELROOD

We will measure your blood pressure,  
pulse, respiration, involuntary muscle  
contractions.

Stan nods. His face has grown blank.

STAN

I'm not sure how comfortable I am with  
all this.

EZRA GRINDLE

Well, we've had our share of snake  
charmers in the past. We deal with them.

ANDERSON

Raise your arms please.

Anderson ties a strap with a large electrode around Stan's  
chest.

STAN

I don't know how necessary this all is -  
can you watch my tie, please?

ANDERSON

I'll watch it.

STAN

What happens if I fail?

EZRA GRINDLE  
One thing at a time.

Stan is hooked up to the machine now.

DR. ELROOD  
I will ask you simple questions to  
establish our baseline. You must answer  
in short sentences- And only what you  
believe to be absolute truth.

STAN  
Absolute truth. I can do that.

ELROOD activates the machine.

DR. ELROOD  
Brief as you can- What is your name?

STAN  
Stanton Carlisle.

Elrood marks the paper after every answer.

DR. ELROOD  
What year are we in?

STAN  
Nineteen-forty-one.

DR. ELROOD  
Good. What day is today?

STAN  
Wednesday, I think.

DR. ELROOD  
Who is the president of the United  
States?

STAN  
Roosevelt.

DR. ELROOD  
Very well. Now- Brief as you can...  
(marks the paper- beat)  
Are you a true medium?

Beat.

STAN  
I am.

The needles jump. *Lie.* Elrood marks the paper.

ELROOD looks at GRINDLE.

DR. ELROOD  
Can you read minds?

STAN  
I can. Under the right circumstances-

DR. ELROOD  
Brief- keep your answers brief,  
please.

The needles jump. *Lie.*

Elrood marks the paper.

DR. ELROOD (CONT'D)  
Now: Are you in contact with the  
beyond?

Stan breathes deep. Thinking- all or nothing-

The needles move- awaiting for an answer-

Stan *shuts his eyes-*

*-relaxes-*

*-and answers:*

STAN  
Before we go on, there is a presence  
in this room- right now- A female  
presence.

The needles do not jump. Elrood marks the paper. *Truth.*

STAN (CONT'D)  
She's insisting that she communicate with  
somebody. *Is it me, do you want to  
communicate with me?*

Reaches towards Anderson.

STAN (CONT'D)  
*Is it him? Oh.*

Stan looks at Ezra.

STAN (CONT'D)

It's you, Mr. Grindle. I don't- oh, she passed away many years ago- there was a life extinguished *within* her- it was a child- a baby- you forced her to miscarry, did you not?

Looks directly at Grindle:

STAN (CONT'D)

Should I go on?

Anderson watches attentively.

EZRA GRINDLE

No need. Gentlemen- A word, please.

Ezra storms off. Anderson, Grindle and Kimball follow.

On STAN-

EZRA GRINDLE (O.C.) (CONT'D)

You said you were going to fine-tune it.

DR. ELROOD (O.C.)

Yes, sir.

EZRA GRINDLE (O.C.)

You fine-tuned it incorrectly?

DR. ELROOD (O.C.)

No, no, no...

The door closes. The discussion is VERY heated.

EZRA GRINDLE (O.C.)

Stop! Stop! Answer me this- you brought him straight from the club- how can he know that? How?!

107	INT. LUXOR BUILDING - SERVICE ALCOVE - NIGHT	107
	Stan climbs the steps and takes-	
108	INT. LUXOR BUILDING - SIDE CORRIDOR - CONTINUOUS	108
	-a side corridor into-	
109	INT. LILITH'S OFFICE - CONTINUOUS	109
	STAN enters- Lilith is sitting on the analysis couch-	
	Stan sits next to her, lights a cigarette.	

STAN

Well... I got him hooked real good-  
despite all that- he's got quite an  
operation-

LILITH

And he's going to call you back-

STAN

Oh yeah he's going to call back. I  
left real money on the table. You've  
got to leave money to get money.  
You'll have to give me some real  
information on him, now-

LILITH

No. Not me.

STAN

I figured.

LILITH

I am the only person who could give you  
the information- If your foot slips...  
we both fall.

Lilith heads for the bathroom.

STAN

Don't worry, I'll figure it out.

Stan gets up.

110 INT. LILITH'S OFFICE - BATHROOM - CONTINUOUS 110

Lilith turns on the tap, washes her hands.

111 INT. LILITH'S OFFICE - SAME 111

Stan can hear the water running.

STAN

I mean, this guy's real deep on the spook  
dodge.

He gently takes her keys from the secret door with the  
recorder and the patient's audio files.

STAN produces a small WAX BOX and takes an imprint of her  
KEYS- quickly. Pockets the box.

STAN (CONT'D)

I don't think you have a problem. I think  
he's very desperate.

112 INT. LILITH'S OFFICE - BATHROOM - CONTINUOUS 112

Lilith lets the water run- looks at herself in the mirror...

STAN (O.C.)

Don't worry, they'll never trace it back to you.

113 INT. LILITH'S OFFICE - CONTINUOUS 113

STAN puts the keys back.

114 INT. LILITH'S OFFICE - BATHROOM - SAME 114

Lilith hears something, closes the water- heads out.

115 INT. LILITH'S OFFICE - CONTINUOUS 115

Lilith walks out. She opens her robe-

LILITH

The thing you need to know is, if you displease the right people, the world closes in on you, very, very fast.

-revealing a long, pale, almost pearlescent scar on her torso- from groin to chest-

Stan touches it gently.

STAN

What happened to you?

LILITH

Life. Life happened to me.

Stan kisses it, tenderly.

116 INT. LUXOR BUILDING - SIDE CORRIDOR - NIGHT 116

Stan walks towards Lilith's office door with his SHINY new key.

117 INT. LILITH'S OFFICE - CONTINUOUS 117

Stan opens the panels with the recordings. Uses his lighter to find the right tape.

LILITH (RECORDED)

Patient Ezra Grindle. Therapy session number four.

Stan lies on the therapy couch, in the dark. Listening to the recording.



EZRA GRINDLE (RECORDED)  
I am alone... Lost... I feel lost.  
Everything I earn feels hollow-

LILITH (RECORDED)  
Could you elaborate?

118 INT. HALL OF RECORDS - READING ROOM - NIGHT 118

STAN examines boxes of records and bound newspapers marked:  
1901.

He OPENS A HARDBOUND VOLUME with CERTIFICATES: *Doris Mae Cable. 19 years old. Septicemia. Originally from Akron.*

EZRA GRINDLE (RECORDED, POST-LAP)  
May- Nineteen oh one, Last time I saw her  
alive... I didn't- I couldn't claim her  
body...

STAN  
Doris Mae Cable...

119 INT. HALL OF RECORDS - SERVICE DESK - NIGHT 119

He steps up to a counter- talks to a CLERK:

STAN  
Unclaimed property- for register number  
28030...

EZRA GRINDLE (RECORDED, POST-LAP)  
I would've been ruined- So, my love went  
to a commoners's grave...

The clerk moves away to get the items.

He takes out a cigarette.

STAN  
Thank you kindly.

120 INT. HALL OF RECORDS - READING ROOM - NIGHT 120

Stan has set aside the FORENSIC BROWN PAPER ENVELOPE, and  
opens a CIGAR BOX:

Inside, it contains a lock of hair tied with a bow, a CAMEO,  
a small coin purse, a compact and lipstick- and it's full of  
documents and a PHOTO POSTCARD of YOUNG DORRIE and a SUITOR  
(Young Ezra) taken at Coney Island. She is sitting in a prop  
rowboat named Sea Breeze. Behind her: a painted lighthouse.

STAN

There you are.

121 INT. HOTEL ROOM - MORNING 121

Stan sits on the bed, takes off his shoes.

He watches MOLLY, asleep in the bed.

He lies next to her- Careful not to wake her up.

They lie together.

And apart.

122 EXT. EZRA GRINDLE'S MANSION - GARDENS / GAZEBO - DAY 122

The GARDENS- magnificent, covered in snow.

Anderson leads Stan across the gardens, towards a small mausoleum.

Grindle is there- alone- depositing flowers. He stands, Anderson whispers into his ear.

123 EXT. EZRA GRINDLE'S MANSION - GARDENS - DAY 123

They walk into the garden paths. Snow falling gently.

Anderson is watching them a few steps behind. Smoking.

EZRA GRINDLE

I wanted to know: What impression you got- from her-? That girl you saw- sensed- during the test-

STAN

I didn't see her. She didn't materialize.

They turn to walk down a Cypress lane.

EZRA GRINDLE

But by that, you mean she could.

STAN

Well, it was very brief, Mr. Grindle.

EZRA GRINDLE

Ezra, please.

STAN

I felt *profound* sadness. And regret. She loved you-

(MORE)

STAN (CONT'D)

(beat)

And the boy... the baby boy.

Ezra stops.

EZRA GRINDLE

It was a boy?

Ezra contains himself. Tears shine in his flinty eyes.

EZRA GRINDLE (CONT'D)

Is she- *with me*?

STAN

She's never far... Is this an important place for you? This garden?

EZRA GRINDLE

Yes. I built this to honor her. The paths- these benches- You see? She would've loved it...

Stan turns around- as if searching.

STAN

She does, I can sense it-

Stan puts his hand on Ezra's shoulder, waits a beat, for effect, and then-

STAN (CONT'D)

Brother Ezra: she's trying to tell me something, but it doesn't make any sense.

(beat)

Sometimes they communicate like that- it gets jumbled- a letter D...

This gets EZRA- deep-

STAN (CONT'D)

Dorrie... Dorrie, is it?

Ezra sits (almost falls) down on a bench- buries his face in his hands, sobbing. Stan sits down next to him.

EZRA GRINDLE

I want to see her. I have to see her again... whatever it takes...

(beat)

I want you to...

STAN

To materialize her? Do you have any idea what would be required for something like that to occur?

EZRA GRINDLE

I will commit to ten thousand dollars for every session we have.

STAN

Mr. Grindle- your sins were grave: You would have to work hard- spiritually- if you even want to have the chance to see- or sense her-

EZRA GRINDLE

Listen... I have more money than I will ever need. But I have no hope.

STAN

And you think you can buy that...

EZRA GRINDLE

Not to be crude, but I *know* I can.

Anderson approaches, hands Stan a thick envelope- full of bills-

They leave-

STAN spots a gate nearby.

On it, a padlock and chain.

He takes mental note of that-

124 EXT. EZRA GRINDLE'S MANSION - SURROUNDING WALL/FENCE - LATER 124

Stan parks the sedan and goes to the back of the gate. Examines the chain and padlock.

125 INT. LILITH'S OFFICE - DAY 125

Stan puts the money in Lilith's safe- there it joins the rest of the money rolls.

LILITH

Are you sure she can play the Lady in question?

Stan closes the safe.

STAN

Molly? She's tougher than I am.

Stan locks the door with the key, hands it to Lilith.

STAN (CONT'D)  
I'll stage it at night- keep Ezra on his  
knees- make him pray or something, so  
he'll stay put-

Lilith pours him a drink.

LILITH  
Blood. She should have blood- in her  
hands in her dress.  
(beat)  
The more shocking the image the less  
inclined Ezra will be to examine it.

She comes to Stan with a drink. She takes a sip. Kisses him-

LILITH (CONT'D)  
Nothing can hold you back-

She places the drink on the table.

STAN takes the glass. Drinks, resisting a cough.

STAN  
To us...

126 INT. HOTEL ROOM - DAY

126

STAN is eating breakfast next to a ROOM SERVICE CART. He is ravenous.

MOLLY (O.C.)  
*Dear Mom and all... I am sending this  
from the fairgrounds.*

Molly, on the bed, reads the back of the photo postcard.

MOLLY (CONT'D)  
*A boy named Ezra took me. He had my  
picture taken as you can see. Tell Pop  
and all I wish I was with you and hug  
little Jennie for me. Will write soon.  
Fondly, DORRIE.*

Beat. Her eyes glimmer with tears-

MOLLY (CONT'D)  
She never got to mail this-

STAN  
What are you talking about?

MOLLY

She died a few days later- This is the last thing she wrote: She never mailed it.

Stan walks over, sits down next to her.

STAN

That's not why I showed it to you.

MOLLY

Her family never heard back from her...

Stan opens a newspaper-

STAN

Look- who's that look like? Look at her face-

The face of DORRIE looks like MOLLY.

He shows her a sketch he made: Her in Victorian dress, in the semi-darkness.

STAN (CONT'D)

It's you- I can "materialize" you- in a seance-

MOLLY

Not me, Stan.

STAN

We get a costume- Buy a long black wig- get it cut- styled like this- He unburdens his soul, forgives himself-  
(beat)

Far as I can tell, that's all a preacher does any given Sunday. It worked for Judge Kimball- probably saved that marriage...

MOLLY looks at the Cameo.

MOLLY

I think he loved her, Stan- you can see that, can't you?

STAN

All that suffering he had- we can deliver him some hope-

A KNOCK ON THE DOOR.

STAN (CONT'D)  
Close it- yeah-

MOLLY gathers the papers and hides in the dressing room.

Stan opens the door: It's ANDERSON.

ANDERSON  
He wants to see you.

STAN  
I'm sure he does. Come in and have a cup  
of coffee, first. You're going to sit out  
in the snow? I won't bite-

Anderson hesitates then sits down- STAN pours.

STAN (CONT'D)  
Take cream in your coffee?

ANDERSON  
No thanks.

STAN  
Neither do I.

ANDERSON  
I don't know why he bothers with you.  
You're cheap, Pal- just phony. But I'll  
tel you this - I care for that man. I owe  
him a lot.  
(beat)  
If you were smart- that should scare you.

CUT TO:

127 INT. EZRA GRINDLE'S MANSION - DINING ROOM - DUSK

127

Stan and Ezra sit at the dining room table, in the darkness-  
lit by a faint candle.

Anderson reads the paper nearby.

Stan and Ezra hold hands over the table.

STAN  
She says- you lied to her- you gave  
a false name and left her body  
behind-

Ezra pulls his hands away-

STAN (CONT'D)

Ezra, you have to keep the circle. Don't break the circle-

EZRA GRINDLE

I want to see her. Talk to her. Now-

STAN

This takes patience-

Ezra slams the table. His rage burns low but burns bright- We can see, at long last, why he is feared.

EZRA GRINDLE

I've given you a fortune! Now it's time for you to deliver something other than guilt- I'm done. Hearing this endless fucking recitation of things I did- I know what the fuck- I did- And I know what I'm going to do if this goes on any longer-

(to Anderson)

Come on.

Ezra walks out. Anderson follows.

STAN

What does that mean?

EZRA GRINDLE

You'll just have to find out.

128 INT. HOTEL ROOM - DAY

128

He opens a hat box, checks out a wig. Walks it over to MOLLY-

STAN

Stay here and practice-

Molly is examining a dress.

MOLLY

Can you ask him for more time?

STAN

No.

MOLLY

I'm not sure about this, Stan-

STAN

But I am. I'm sure we're out of time. Just go put on the wig and the dress- that's the position-



He shows her his drawing.

STAN (CONT'D)  
Hands extended by your side- palms  
open... ok?

STAN walks away.

MOLLY  
Where are you going?

STAN  
I gotta go get everything ready- I love  
you.

He kisses her on the cheek.

He leaves...

She looks at the drawings on the notebook: CLEM, MOLLY...

And then: a SKETCH- clearly NOT her face (Lilith?). She  
thinks.

129

INT. THE KIMBALL'S HOUSE - GREEN TEA ROOM - DUSK

129

MRS KIMBALL finishes her tea. JUDGE KIMBALL reads his  
newspaper. Beethoven on the radio.

She looks at the sunset. Tears up.

MRS KIMBALL  
Charles- I have been thinking about what  
Mr. Carlisle said- about us being  
reunited with Julian- do you remember...?

JUDGE KIMBALL  
I do, my love.

A tear rolls down her cheek.

And then, she uncovers a gun from a napkin- shoots Kimball  
once in the cheekbone.

She smiles. Then presses it against her left eye-

MRS KIMBALL  
Oh, Julian, Julian-

-and blows her brains out.

130

INT. HOTEL ROOM - SUNSET

130

Stan enters the room-

STAN

Molly?

Sees an envelope:

STAN (CONT'D)

Molly-

Stan walks to the bar, pours himself a drink.

MOLLY (V.O.)

Dear Stan: By the time you read this-  
I'll be Eastbound- I will not do what you  
want me to. I cannot... I have loved you  
the best I can, as much as I can- and I  
know now that it will never be enough.

Stan drinks. Puts it down.

Reaches for the envelope.

Stan opens it-

MOLLY (V.O.)

Whatever is missing in you- it sure is  
not me. It's hard to accept. But as much  
as the truth hurts, I need it. And maybe,  
in time, you'll need it too... Molly.

He grows pale.

STAN

Fuck-

He leaves.

131 EXT. BUS STATION - SUNSET

131

STAN gets out of the sedan and enters-

132 INT. BUS STATION - WAITING AREA - CONTINUOUS

132

He looks for Molly-

No luck.

He finally spots her-

STAN

Molly, it's me- I thought you already  
left-

MOLLY

Leave me alone, Stan.

STAN

Hold on, let's just take-

MOLLY

Leave me alone.

She moves away- He catches her-

STAN

Molly- where are you going?

MOLLY

I don't want to talk to you.

STAN

Just hold on a second. I read your letter. I understand, I want to talk about it-

MOLLY

You read it, good- You smell like booze. Leave me alone-

Molly moves away, and into-

133

INT. BUS STATION - MEN'S BATHROOM STALLS - CONTINUOUS

133

She enters the vast men's bathroom. Stan follows-

STAN

Molly- you can't leave now! We're in too deep!

MOLLY

There's no "We" Stan- and there hasn't been for a long time.

PATRON 1

Hey! Hey! Jesus!

MOLLY

I don't know who you're seeing on the side but you're not fucking *me* anymore-

PATRON 2 (O.C.)

Get her outta here!

MOLLY

I bet it's that frozen-faced bitch you were so impressed with- I bet she seems like class to you. Well, she ain't. And neither are you.

Molly enters a stall, locks it. Stan talks through the door-

STAN

No- Molly- I've been getting the inside track from her- but that's it. I knew you were against the spook show, so I sneaked around you-

PATRON 3

Hey what's the big idea?

Stan turns and yells at Patron 3-

STAN

Hey, mind your own business!  
(to Molly)

This is the last time, I promise. And every day is Christmas after that-

MOLLY

Oh, sure, "The whole world and everything in it!" I'm scared, Stan.

STAN

I'm scared too, Molly- I've been scared everyday of my life. Sometimes I'm so scared I can't even breathe- but I fight it, Molly, I fight it. That's the only way I survived. Sometimes you don't see the line until you cross it. And I crossed it, I know that now- Molly, everybody's left me in my life, don't leave me, please...

Molly tears up. Closes her eyes.

On Stan, as the stall door unlocks-

134 EXT. EZRA GRINDLE'S BLOCK - NIGHT

134

STAN picks the padlock open- his hands tremble a little- checks his watch.

Nearby, the Sedan- he walks to it-

135 INT. SEDAN - CONTINUOUS

135

MOLLY inside.

STAN gets inside the car.

STAN

May I see your watch?-

He synchs it with his - both read: 7:30.

STAN (CONT'D)

When I get rid of Anderson- I'll bring Ezra down to the park bench - just up from that open gate. At eight o'clock, Molly- no earlier, no later- You go through that gate- you're going to walk twenty paces, ok?- When he see you- I'll going to put him on his knees, and make him make him pray- and when he closes his eyes, you get to go away- and we're done. Simple.

MOLLY

I understand.

STAN

Good.

MOLLY seems distant. Deep in thought.

MOLLY

Do you remember the old gag. The current. When it went through my body- you know how I could take it? The first few times, my muscles would cramp- for days. They would hurt real bad. But I would try and not feel anything. I would go numb. Then it was clear to me when I couldn't take it anymore. When I'd had enough.

(beat)

I've had enough...

MOLLY (CONT'D)

I'll be there at eight, and I'll do what you need me to do.

STAN exits. MOLLY stays behind.

136 EXT. EZRA GRINDLE'S BLOCK - CONTINUOUS

136

Stan walks away from the car.

CUT TO:

137 EXT. EZRA GRINDLE'S MANSION - GARDEN GAZEBO - NIGHT

137

GRINDLE deposits a small bouquet of FLOWERS at the mausoleum- STAN by his side.

ANDERSON watches STAN.

STAN

Perhaps because of the nature of what we're doing tonight... it would be beneficial if we were alone...

GRINDLE gestures for ANDERSON-

EZRA GRINDLE

You'll leave us.

ANDERSON

Sir, you sure about this?

EZRA GRINDLE

Yeah, I'm sure. It's fine.

Anderson reluctantly obeys.

Stan pats Ezra's back.

STAN

You have to have faith... Let's walk.

138 EXT. EZRA GRINDLE'S MANSION - GARDENS - NIGHT 138

Anderson climbs the steps to the house.

He watches STAN AND GRINDLE in the distance, then goes inside.

139 INT. EZRA'S MANSION - WOOD CORRIDOR - CONTINUOUS 139

Anderson walks in from the cold. Sits on a chair- grabs some RACING FORMS- turns on the radio and tunes the news-

140 EXT. EZRA GRINDLE'S MANSION - GARDENS - SAME 140

EZRA GRINDLE

I place no blame on you. I want you to know that- I think we should go back inside-

Stan checks his watch - it's almost 8.

EZRA GRINDLE (CONT'D)

You asked me to purge my soul of sin?

STAN

That's right.

EZRA GRINDLE

I haven't done that.

Stan takes Ezra's hand and puts it on his chest.

STAN

You're going to do it now, you're going to purge your soul and invoke her forgiveness-

EZRA GRINDLE

I've done things I've never told anyone about.

STAN

You can tell her now-

EZRA GRINDLE

No I can't-

STAN

Close your eyes-

EZRA GRINDLE

I can't-

STAN

Be still-

EZRA GRINDLE

Don't- don't make me, please...

STAN

And tell her... Dorrie.

EZRA thinks about it and slowly closes his eyes.

EZRA GRINDLE

Dorrie-

STAN

That's it...

141 INT. SEDAN - SAME

141

Molly grabs the blood and smears it on her hands...

142 EXT. EZRA GRINDLE'S MANSION - GARDENS - CONTINUOUS

142

EZRA GRINDLE

Through the years... I have hurt many young women- I don't know why - I was seeking you in them- I was seeking to rid my soul of this anger- I don't know-

STAN stands to attention: this is new...

STAN

What did you do?

EZRA GRINDLE

I don't know... I hurt them. I hurt them.

And then Ezra sees something.

EZRA GRINDLE (CONT'D)

Dorrie...

Stan turns. Molly stands between the cypress trees, gently backlit- in a Victorian dress-

EZRA GRINDLE (CONT'D)

My God... She's there!

The apparition moves towards them- Snow swirling around her like a HALO. She extends her arms, covered in blood.

143

INT. EZRA GRINDLE'S MANSION - WOOD CORRIDOR - SAME

143

RADIO ANNOUNCER (V.O.)

*This WWKB studios in Buffalo- we interrupt this program to bring you a special news bulletin... Judge Charles Kimball and his wife Felicia Kimball died today of gun shot wounds- an apparent murder-suicide that has baffled the town...*

Anderson sits up- alert.

144

EXT. EZRA GRINDLE'S MANSION - GARDENS - CONTINUOUS

144

Ezra walks towards Molly. Stan tries to slow him down.

STAN

Ezra, you did the work. That's far enough-  
Let's get on our knees- Let's pray with  
our eyes closed-

Ezra pushes him away-

EZRA GRINDLE

Let go of me.

He runs towards her-

STAN

No, Ezra!

Ezra reaches DORRIE- he drops to his knees and wraps his arms around her- holds her too tight-

EZRA GRINDLE

Dorrie! Dorrie, oh Dorrie- thank God.



Molly can't take it, and screams:

MOLLY

No!! I can't! I can't!!! Let go of me!

EZRA GRINDLE

Dorrie!

Ezra looks at Molly with a pleading then angry look. He pushes her away in shock. Holds her wrist-

MOLLY

I'm sorry.

EZRA GRINDLE

What- Who are you?

STAN

Alright. Now let go of her hand.

EZRA GRINDLE

Who is this-

STAN

Let go of her hand.

Ezra looks at them- A beat- uncertain and then-

EZRA GRINDLE

You... dirty motherfucker, you dirty motherfucker. I'm going to destroy you! You and this bitch!

He slaps MOLLY!

EZRA GRINDLE (CONT'D)

Anderson! Anderson! Anderson!

Stan pulls Ezra off Molly, punches him!

Stan punches him again and again and again- harder.

MOLLY

Stan! Stan! STAN!!!

Stan punches one last time- Ezra drops.

MOLLY (CONT'D)

Oh God. Oh God...

STAN

Go to the car- NOW!

She goes.

145 EXT./INT. SEDAN - CONTINUOUS 145

Molly gets into the car- she is crying, trembling- She tries to start the car- It's flooded.

146 EXT. EZRA GRINDLE'S MANSION - GARDENS - SAME 146

The Old Man's nose is pummeled- flattened- crushed-

EZRA gurgles softly- blood bubbles and foams from his mouth-

STAN kneels next to the old man, checks his pulse: The nose is gone- One eye, misaligned- splinters of bone and cartilage jut out from pummeled flesh-

Bullets explode on a LAMPPOST nearby.

It's ANDERSON. Stan runs away- Stumbles- Gunshots explode on the ground next to him!!

ANDERSON closes in-

More shots explode on the garden's metal door!!

ANDERSON arrives a beat later- reloading- takes a second to read the scene-

His face contorted with pain.

ANDERSON

Sir-

He charges after Stan.

147 EXT. EZRA GRINDLE'S BLOCK / INT. SEDAN - NIGHT 147

STAN makes it into the sedan-

Molly starts it- It takes-

STAN

Move over!

STAN switches to REVERSE and slams on the gas-

MOLLY

Stan, what are you doing?

The car hits ANDERSON- He rolls over the car and lands in front-

-BAM! on the ground- Right hand bent- broken. Anderson moves, lit by the headlights-

MOLLY (CONT'D)  
What did you do, Stan, why did you do this?

STAN shifts to drive-

MOLLY (CONT'D)  
Stan! Stan!

Anderson tries to raise his gun. The car hits Anderson- bursts his face open- runs him over- the car rattles it bumps over the body-

148 EXT. BRIDGE - NIGHT 148

The car hauls by on the wet streets-

149 EXT. ALLEY - NIGHT 149

The sedan parks- Stan stumbles out- panting.

STAN  
Molly, get out of the car.

Stan takes a crowbar and smashes the driver's side window and the rear window-

STAN (CONT'D)  
They'll think someone stole the car- can't go back to the hotel-

He takes out his wallet-

She slaps him-

MOLLY  
Shut up- Shut up-

STAN  
They were going to kill us-

Molly walks away.

STAN (CONT'D)  
Molly... Molly! I don't need you! I don't need you, Molly!

Molly walks away. Snow flies in the air all around her. She disappears in the fog.

And then- in a flicker, she's gone.

150 INT. LILITH'S OFFICE - NIGHT 150

Lilith takes the money out of the safe, puts it in a leather bag.

LILITH  
Did anyone see you come here?

STAN  
No.

151 INT. LILITH'S OFFICE - BATHROOM - NIGHT 151

Stan washes his injured hand-  
-it hurts-  
He discovers-  
Embedded, deep in his knuckles:  
Pieces of broken teeth-  
He removes them, the wounds bleed-  
He flexes the hand- it hurts.

152 INT. LILITH'S OFFICE - NIGHT 152

LILITH  
You didn't catch a cab, did you?

STAN  
No. Cab drivers remember faces. I  
walked...

Stan pours himself a drink- gulps it down- pours again.

STAN (CONT'D)  
She blew it. That goddamn Tomato- I was  
so close!

LILITH carries the bag to Stan.

LILITH  
It's all here- take it. You have a few  
hours. Don't panic.

STAN  
I better be on my way.

He stands up, downs his drink. Kisses her- the lips are cool  
and placid.

They kiss. He moves away, puts on his hat.

LILITH  
I do love you, Stan.

Stan freezes as he hears this.

STAN  
What did you say?

Long pause.

LILITH  
*Did I oversell it?*

She starts the recorder-

LILITH (CONT'D)  
Patient Stanton Carlisle - final therapy session.

STAN  
What are you doing?

Stan pours the money out on the floor. Takes out a roll of currency- Snapping off the rubber band from the fat roll he peels off the first fifty. The next bill is a single. And the one after it.

He checks the other rolls- Same!!

STAN (CONT'D)  
Singles- Where's the dough-

LILITH  
Dough?? What are you referring to, Mr. Carlisle?

STAN  
The money- you took it-

LILITH  
Try to understand- these delusions are becoming part of your condition.

STAN  
You crazy fucking bitch! I'll tell them everything we did!

LILITH  
Did what? Tell me.

STAN  
We did it together...

LILITH

I'm sorry, Mr. Carlisle- Have we met, anywhere? Other than this office?

STAN

What are you doing?

LILITH

You came unannounced- my secretary allowed you in.

(beat)

I did all I could, but- You've made a transference to me- both as your mistress and your mother.

(beat)

I had tried to avert a serious upset. It seems I failed.

She opens the filing cabinet.

LILITH (CONT'D)

The symbolism is quite obvious, Mr. Carlisle. You have a very peculiar relationship to older men. Ezra Grindle, for example-

(beat)

But also the man you claimed to have killed in that Carnival-

STAN

Why-? Why are you doing this?? You don't even care about the money-

She stops the recording. Laughs.

LILITH

You're such a disappointment-

(beat)

The money doesn't matter to me- but it means everything to you- You're a small, small man- You don't fool people, Stan- they fool themselves... You think you stand high above the common man, but you're just an Okie with straight teeth!

(beat)

You think you can take me, Stan? You're so blind, aren't you? You can't read the signs...

(beat)

Didn't you notice my clutch was heavy?

With that she picks the pistol out of the purse. SHOTS HIM!

LILITH (CONT'D)  
Am I powerful enough now, Stan?

Stan on the ground- his ear is half blown away.

Lilith picks up the phone.

LILITH (CONT'D)  
Yes- yes- Security- I need help,  
please- There's a man here- a patient  
of mine- come immediately!

STAN roars and rears up- launches himself at her- wrestles  
the gun away- two shots fire into the ceiling- He strangles  
her with the phone cord.

LILITH (CONT'D)  
Stan... you think you can take my breath  
away?

She LAUGHS. The Guards break in-

Stan goes for the exit, leaving Lilith behind.

153 INT. LUXOR BUILDING - SIDE CORRIDOR - CONTINUOUS 153

Stan locks the door-

-snaps the key in the lock and runs.

BANGING ON THE DOOR-

He rushes away, limping- blood smearing on the walls.

154 INT. LILITH'S OFFICE - CONTINUOUS 154

Lilith catches her breath.

ARMED GUARD 1  
Are you alright, Doctor?

She puts her hand to her throat-

LILITH  
I'll live.

155 EXT. UNDERPASS - NIGHT 155

Stan escapes, bleeding. THREE POLICE CARS go by, sirens and  
lights on-

Stan hides and then-

He runs and runs- A train passes on the bridge overhead...

156 EXT. TRAIN YARD - NIGHT 156

Stan runs along the train tracks. Scared, jumpy. POLICE LIGHTS flash in the distance.

A TRAIN WHISTLE blows.

Stan spots an open wagon- climbs in-

157 INT. TRAIN WAGON - CONTINUOUS 157

The wagon is full of chicken cages.

Stan drags a column of them and hides behind. Flashlights and voices.

A POLICEMAN and a YARD MAN climb into the wagon.

YARD MAN  
I gotta move it out.

Flashlights shine on Stan, hiding.

POLICEMAN  
Ok- close it.

The yard man locks the door.

The car starts moving: light and shadow, light and shadow.

Stan lies on the floor amidst the cages- bleeding and alone.

CUT TO:

158 INT. SHACK - DUSK (FLASHBACK) 158

STAN approaches the bed- his father is dying.

STAN  
I always... hated you...

He opens the window. He rips the blanket off of his father's bed.

Stan wraps it around himself, sits down to watch his FATHER shiver and cough in the cold.

On his father's wrist - the WATCH.

159 EXT. BONFIRE FIELD - NIGHT 159

STAN wakes up!!



Stan is almost unrecognizable, scarred, scraggly and impossibly dirty- his injured hand- deformed and dry.

He is at a HOBO CAMP SITE, a MAZE of tents, near the train tracks. He stumbles over to the fire, where HOBOS pass a bottle around.

STAN straightens the pages of a newspaper to mend his soles-

He spots an ad in a crumpled paper: ZEENA, all seeing, send a dime for a horoscope-

The HOBOS pass the bottle around. As it reaches STAN, he is denied.

HOBO 1

Hey- no more moochin' you either pay the suds or beat it-

STAN takes his wristwatch off, passes it.

160 EXT. AMBERSON CARNIVAL GROUNDS - DUSK 160

Stan walks amongst the tents. It's a small carnival- mostly oddities: A PINHEAD and a "BIRD GIRL".

Stan walks up to the pinhead- they point down the lane.

161 INT. BOSS TRAILER - DUSK 161

Stan knocks on the door-

CARNY BOSS

Yes?

Stan enters.

CARNY BOSS (CONT'D)

Make it brief- I'm busy.

Stan gets startled as he spots *Enoch*, floating in its jar. Impassive. Almost Majestic.

CARNY BOSS (CONT'D)

Like it? Bought it from an old ten-in-one that's folded- Got the radio too-

STAN

Killed his mother at birth... Enoch.

CARNY BOSS

You don't say? That's a good angle- Enoch-

(MORE)

CARNY BOSS (CONT'D)

(beat)  
So- what is it?

STAN

I apologize, good sir, for my current appearance... I've fallen onto some hard times as of late... I have an act I... I know can be of value to you.

CARNY BOSS

You were a carny, huh?

STAN

I top-lined a mentalism act. For two years, two shows a day. Sold out.

CARNY BOSS

Mentalism-  
(beat)  
Sorry, brother. Some other outfit, maybe. But not us.

STAN moves towards the desk. Leans in.

STAN

Would you give me a chance to make a demonstration-?

CARNY BOSS

Jesus- You smell like you pissed your pants. And I don't hire no boozers, so- Beat it. Go on, beat it-

Stan stands there. A sad figure. He turns away-

CARNY BOSS (CONT'D)

You know what? One carny to another, let's have a snort.

The Carny Boss leads him back. Pulls out a flask and two glasses- places them on the table. Turns off the radio.

CARNY BOSS (CONT'D)

I don't like mentalism. Too old-timey. Always got to have something new these days. Sensational.

Stan downs his glass. The Carny boss screws the top on the flask.

CARNY BOSS (CONT'D)

I just happened to think of something. I got one job you might take a crack at.

(MORE)

CARNY BOSS (CONT'D)

It ain't much, and I ain't begging you to take it; but it's a job. Keep you in coffee and cakes- a dry place to sleep and a shot now and then. What do you say?

STAN

Yes, sir-

CARNY BOSS

It's not much, but it's a job, right?

(beat)

Of course, it's only temporary-

The CARNY BOSS pours again.

CARNY BOSS (CONT'D)

-just until we get a real geek.

STAN freezes.

CARNY BOSS (CONT'D)

You know what a geek is?

Stan nods. Long silence.

CARNY BOSS (O.S.) (CONT'D)

So what do you say- think you can handle it?

Stan drinks. And then- the longest pause. CAMERA lingers on Stan's face and beat by beat we witness its complete disintegration: Every tumble, every high, every loss tears down whatever Stan had left- pride- faith- hope-

A single tear streaks down his cheek as his face disintegrates.

And then, Stan's voice, as if from a bottomless pit: a single line.

The final line.

STAN

Mister... I was born for it.

CUT TO BLACK.

**THE END**