

PAY IT FORWARD

by

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Based on the novel

by

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INT. (WE'RE NOT SURE WHERE) - CLOSE ON ARLENE MCKINNEY

SUPERIMPOSE: THE NEAR FUTURE

Early 30s, dressed and made up (the best that a low-income person can do on their own) for an on-camera interview. A pretty young woman, her face is shining, luminous with pride, also flushed with nervousness, unaccustomed as she is to the camera's scrutiny.

ARLENE

I, uh, I don't know what to say.

-- Is that on? Oh, shi --!

(catching herself)

Okay, sorry, um... you want me to talk about -- okay. Um... well, I don't know how to talk about it, 'cause you know what? I don't get it. He's eleven years old. He can't even keep a goldfish alive.

(with great wonder)

How could he make people do something like this?

CUT TO BLACK.

FADE IN:

EXT. SECOND STORY WINDOW - NIGHT (RAINY)

SUPERIMPOSE: THE PRESENT

is SMASHED out from within by a hand with a GUN. We catch a blurry glimpse of a MAN, holding a struggling WOMAN, the gun to her neck. We are ON --

EXT. CITY STREET - CORNER HOUSE - NIGHT

The front yard is swarming with activity. Two patrol cars are jammed at angles on the sidewalk, COPS behind them with guns drawn. The Man in the window yells:

MAN

Get back! Get the fuck back or I'll shoot her!

WOMAN

He'll do it! Get back, he'll do it -- !

She is sobbing hysterically. It's a standoff, the cops wanting to close in, but recognizing the volatility of the situation.

TOYOTA

pulls up suddenly behind the police barrier. CHRIS CHANDLER jumps out. He is late 30s, attractive, with live-wire energy.

Chris ducks behind one of the patrol cars.

COP
Get out of here!

CHRIS
-- I'm a reporter. How long you
been here?

COP
Macias, get him out of here!

CHRIS
(brazenly)
She his wife? Girl friend?
Domestic or drugs?

A Mexican-American cop starts to pull Chris back. The Cop Chris was talking to turns to a SHARPSHOOTER.

COP
Can you take him?

SHARPSHOOTER
He backed off.

COP
It's too quiet in there...

He's right. The sobbing has stopped. The Man's no longer yelling. The deadly quiet goes on and on. The cops look at each other, wondering if they should go in.

Chris is madly scribbling notes.

The cops blink for another few moments in uncertainty... and then...

Smash! The garage DOOR EXPLODES outwards as a RANGE ROVER lunges forward, splintering the wood in its path. The guy's making a run. The cops dive out of the RANGE ROVER'S path, as it SCREECHES left, smashing through the barricades and into --

CHRIS'S TOYOTA

which takes a direct hit as the LAND ROVER SMASHES into its side, swerves and SCREECHES off into the night.

(CONTINUED)

CONTINUED:

The cops leap into their VEHICLES and PEEL OUT in pursuit.

Chris is left staring at his car. The driver's side is utterly caved in -- totalled -- you couldn't get to the steering wheel if you tried.

The intrepid reporter is suddenly a fool. He leans against the ruin of his car, stunned and disgusted, rain pouring down, making him look like a bedraggled rat. He looks up to see --

A well-dressed MAN in his 50s is standing on the street, snug under his umbrella, holding a Rottweiler on a leash. We don't know how long he's been standing there. There is something very urbane about him. Also, perhaps, something slightly sinister.

STRANGER (MAN)

Lost your car?

CHRIS

That's really a keen observation.

STRANGER

I can help you.

He fishes in his pocket and tosses a set of car keys to Chris -- which Chris instinctively catches. The man points across the street.

STRANGER

It's the green Volvo.

CHRIS

You want me to drive home in your car?

STRANGER

I want you to take my car.

Now Chris peers at this guy. What's going on?

STRANGER

I've had a lot of luck lately. I don't need it.

Chris chuckles darkly.

CHRIS

You're giving me a car. And you don't want anything.

(CONTINUED)

CONTINUED:

STRANGER

I'll prove it. Give me your card.

Chris eyeballs the man. Is he serious? Well, what the hell. Chris fishes out his card, gives it to the man.

STRANGER

I'll be in touch.

He turns to go.

CHRIS

What, you want me to kill your wife?

STRANGER

No -- Tempting. But no. Call it generosity between two strangers.

He starts to walk away, leaving Chris holding the keys.

CHRIS

That's it? I'm just supposed to drive away in your car?

STRANGER

(over his shoulder)
That's right.

CHRIS

You're a freak. It's going to blow up, right?

The man just laughs as he disappears down the street.

CHRIS

(muttering)
... fucking pieces of me raining in the street...? You think I'm coming near that thing?!

The man turns the corner. Chris looks at the keys in his hand. They seem very real. He looks at the car. It seems real, too -- and sparkingly new.

Chris sighs, standing amidst the steam coming from the subway grate... as we...

DISSOLVE TO:

INT. APARTMENT LIVING ROOM - DAY

SUPERIMPOSE: PREVIOUS SUMMER

(CONTINUED)

CONTINUED:

And steam is rising here, too -- but from an iron. A scarred hand is ironing a crisp white shirt. We see part of the man's arm. There are serious burn scars continuing up to the elbow.

The two scarred hands button up the shirt.

Something bad happened to this person a long time ago.

An eye patch is adjusted in place on the face of --

REUBEN ST. CLAIR

40, probably once quite good-looking, and still presentable, now that the damage is largely covered. There's only the eye patch and the burned skin visible on his neck to remind us of the burns.

He combs his hair at a dresser. The mirror has a piece of cardboard covering it. The person who owns this dresser doesn't want to see his own face.

INT. METAL DETECTOR - DAY

As 7th, 8th and 9th grade kids pass through it. ONE ROUGH KID nonchalantly drops a knife, then kicks it under the detector. Just as casually, a SECOND ROUGH KID picks it up, unseen by any adult. We are in:

INT. JUNIOR HIGH SCHOOL CORRIDOR - DAY

This is public school, and not for the faint of heart.

We see a SERIES OF QUICK ESTABLISHING SHOTS... some of them expected, like:

-- Kids pouring in the doors. 14-year-old girls with tattoos and pierced tongues.

But some of them rougher:

-- A boy and a girl who are all of 12, are making out against a locker... obviously sexually involved.

-- One boy casually slipping a vial to another boy, who pockets it in the blink of an eye...

INT. REUBEN'S CLASSROOM - DAY

A sea of young faces, staring.

(CONTINUED)

CONTINUED:

Making eye contact with one another. A few whispers.
Curious at their new teacher's appearance.

Reuben, their teacher, stands before them.

REUBEN

Apparently none of you have ever
seen a new teacher before. I'm
Mr. St. Clair. Welcome to that
inner circle of hell, the 7th
grade. You all look blank, so I
will say, the concept of various
circles of hell will become clear
to those of you who make it to
high school.

The kids look uncomfortable. Reuben continues.

REUBEN

This class is Social Studies.
That's you and the world. There
is a world out there, and if you
don't want to meet it, it's still
going to hit you in the face. The
smarter of you will come up
against arrogant professors, bad
bosses and alimony. The less
smart may come up against a judge.
-- What.

A LONG-HAIRED KID has rolled his eyes.

REUBEN

You think none of that could
happen?

LONG-HAIRED KID

Not if I stay home and play my
guitar.

Hoots of approval from the kids.

REUBEN

Okay, door number three -- you
choose not to deal with the world
at all -- ? You could still be
living at home at 45, a total...
and complete... Weirdo.

The guitar-playing kid is pissed.

(CONTINUED)

CONTINUED:

REUBEN

Thirty years have passed in a flash and you're still eating Cheerios out of the same chipped bowl as when you were 10, arguing with your mother -- she's now 80 and wears diapers -- about who takes out the trash. And that'll get you a girl friend, too -- girls are just climbing all over themselves to be with a jobless adult whose diapered mother does his laundry!

A couple of kids laugh nervously; we also hear, muttered, a couple of "That blows" and "Asshole." Reuben's worldly cynicism rings true, even to a pack of 12-year-olds. And some of them resent it.

REUBEN

So, probably best that you do a little thinking about the world now. What you can do in the world. What the world expects from you. What do you think it expects?

He points suddenly at TREVOR McKINNEY, 12, a pleasant-faced but shy boy, taking him aback.

TREVOR

(shyly)

Expects?

REUBEN

Expects. From you.

TREVOR

Nothing.

REUBEN

That is exactly right. The world expects nothing. Less than nothing -- you're a seventh grader. The scientific community would rather spend ten million dollars teaching a gorilla to talk than get you to walk and chew gum. They'd be happy to put you in an institution for the hormonally challenged, throw you some HoHos, and let you out in two years --

(CONTINUED)

CONTINUED:

Trevor smiles at this.

REUBEN

So. You want to throw them a little curve ball? Want to prove that you know there's a world out there, that you're not an earphoned zombie in a heavy metal trance? That they don't know what you can do?

He turns to the blackboard.

REUBEN

This is an assignment. It goes all semester. Whoever does it the best gets an automatic 'A' in the class...

It reads:

THINK OF AN IDEA FOR WORLD CHANGE,
THEN PUT IT INTO ACTION.

CLASS

groans. Some snickers of derision.

REUBEN

Okay. It's a little challenge.
(a bitter smile)
That's why it's extra credit.

Trevor doesn't laugh. He's looking. Thinking.

EXT. SCHOOL - DAY

Trevor is leaving for the day with his friend, ADAM, who is smaller, paler, and -- fatal to his personal safety -- smarter than any other kid in the school. Behind them, THREE ROUGHER KIDS (one of them glimpsed earlier with the knife) are walking. They are tossing candies -- hard -- at the back of Adam's head.

ADAM

Imbecilic.

TREVOR

Sh!

(CONTINUED)

CONTINUED:

ADAM

(low)

They don't know what it means. I
look up a new one every day,
there's nothing they can do.

Adam's right that they don't understand, but they do get
a sense they're being insulted. Trevor tries a
diversion. Re: the candy --

TREVOR

You don't want those...? I'll eat
'em.

This is the closest Trevor can come to saying, "Leave him
alone." The Rough Kids turn on him.

ROUGH KID #1

Ooh, McKinney talks!

ROUGH KID #2

Ooh, talk again!

ADAM

Why? Want him to teach you how?

CUT TO:

EXT. CITY STREET - TREVOR AND ADAM ON BIKES - DAY

Both pedaling furiously, chased by the bullies. Their
shouts recede behind them.

TREVOR

They understood that.

Adam laughs as they pedal out of reach... through the
dry, parched flatness that is Tucson. The tract houses
have rock beds instead of lawns, the odd cactus the only
flash of green poking out of the gravel. The air
shimmers with heat. AIR CONDITIONERS stick out of
windows, HUMMING. Lots of RVs in driveways -- not a
luxury, but an in-law apartment. The two boys split off,
Adam turning right and Trevor left.

We STAY WITH Trevor as he pedals along, now through the
beginnings of a rougher neighborhood. We see several
Mexican illegals standing on the street corner, hoping
for work... the occasional boarded-up house, abandoned
shopping cart... broken glass in the gutter...

Trevor stops in front of --

EXT. VACANT LOT - DAY

From the proliferation of large cardboard boxes and shopping carts we may gather that several scruffy characters live here. Two are going through a dumpster. Another is sleeping on a disembodied car seat under a mound of newspapers.

CLOSE SHOT - TREVOR

As we see something click! behind his eyes. An idea.

Slowly, Trevor gets off his bike and approaches the bums.

A couple of the bums stop what they're doing and look at him.

Trevor gulps. He's scared. But he doesn't leave.

INT. LASER LOUNGE - NIGHT

A man's fingers are tugging at ARLENE McKINNEY'S skirt. A WIDER SHOT REVEALS Arlene, a waitress, is on the phone. She pushes the man away. He is DENNY, a good-looking, cocky redneck. He grins and goes, but we get the feeling he'll be back.

We can already tell, from the man, the grubby bar, and the throbbing MUSIC, that this is a divey place with a rough local crowd.

Arlene looks pretty enough today, but there is a faint whiff of defeat about her -- a good person whom life has never once dealt a winning hand.

ARLENE

Hey.

INTERCUT WITH:

INT. ARLENE McKINNEY'S LIVING ROOM - NIGHT

Trevor is on the phone.

TREVOR

Hey.

The room is tract-basic. Everything clean and tidy, but the cheapest of furniture, carpet. And, discreetly in the corner, a pot catching the drips from a leak.

(CONTINUED)

CONTINUED:

ARLENE

I'm sorry, I'm sorry, Lally made
me pick up another half-shift.

Trevor sighs; he's heard this before.

ARLENE

You know I didn't have a choice.
I'm coming now, okay?

TREVOR

Yeah. Okay.

ARLENE

What're you doing?

WIDER SHOT

We see that Trevor has brought home a BUM from the vacant lot. The man is sitting at the table, stuffing food in his mouth like he hasn't eaten for three days (which he probably hasn't).

TREVOR

Nothing.

ARLENE

Trev --

TREVOR

I gotta go.

INT. LASER LOUNGE - NIGHT

Arlene sighs, hangs up, starts scooping the change of a tip off the bar. A quarter falls to the floor, starts to roll. She races after it, catches it. She needs that quarter.

EXT. ARLENE'S STREET - NIGHT

Streetlights illuminate a row of near-identical "starter" homes -- the kind some people never muster the prosperity to leave. An identical rectangle of light shines in each identical living room window.

EXT. ARLENE'S HOUSE - NIGHT

An old Mustang convertible pulls up, the kind that macho assholes keep cherried out just to get girls.

(CONTINUED)

CONTINUED:

In the front seat is a macho asshole, Denny. Arlene sits in the front seat next to him.

Denny gets out, and in an exaggerated gesture, goes around the car to open the door for her. She gets out.

ARLENE

Hey, thanks for the --

Immediately, he's all over her. She wasn't quite prepared for that, and she pulls back.

ARLENE

Hey, c'mon, we just said a ride --

DENNY

But, I'm comin' in...?

He goes for her again. Again, she pulls away, trying to keep her voice light.

ARLENE

You can't, my kid's in there...

DENNY

I don't care...

ARLENE

So's my husband.

Denny stops. Looks at her.

DENNY

You didn't tell me about a husband.

ARLENE

A husband shouldn't matter if it's just a ride.

This irritates Denny. He notices the battered truck in the open garage.

DENNY

That his?

Arlene nods. This seems to put him off a bit until he notices...

CLOSER SHOT - TRUCK

One of its tires is flat, the other very low.

(CONTINUED)

CONTINUED:

DENNY

Then he ain't around. 'Cause
nobody's moved that thing in
months.

ARLENE

(terse)

I'm going in.

He catches her arm.

DENNY

Hey.

A tense moment. Is he not going to let go?

DENNY

Don't fuck around with me again.

He gives her a shove as he lets go of her -- just a
little message. I could be more brutal than that, if I
wanted to. But I'll let you go for now.

INT. ARLENE'S LIVING ROOM - NIGHT

Arlene comes in, shaken, almost in tears.

INT. ARLENE'S BEDROOM CLOSET - NIGHT

Arlene is rummaging... pulls out a shoebox... opens it.
Inside is a half-full bottle of tequila.

INT. ARLENE'S KITCHEN - OVERHEAD SHOT - NIGHT

She is a very small and lonely figure, clutching the
(now empty) tequila bottle, shaking.

A figure appears in the doorway. Trevor. She doesn't
see him. He looks at her, stoic, like he's seen this
many times.

He goes. Suddenly Arlene throws the empty bottle at the
wall as hard as she can -- !

INT. ARLENE'S GARAGE - NIGHT

We see the Bum huddled in blankets, hiding. He can hear
the BOTTLE SMASH!

INT. TREVOR'S BEDROOM - NIGHT

The door cracks open. Arlene stands in the doorway, as if she's a little afraid to come in.

ARLENE

Trevor...?

Trevor seems to be sleeping.

ARLENE

I'm sorry. I'm done with it now.
Could you talk to me, Trev...?
Trev...?

Trevor lies on his side, pretending to be asleep. Out of her eyeline, we see his eyes crack open, but he just can't deal with her right now.

Arlene sighs.

ARLENE

(softly)

You're the one good thing I ever
did.

She goes.

ARLENE'S BEDROOM - NIGHT

Arlene, in a dead sleep, is being awakened by Trevor.

TREVOR

Mom? You awake?

ARLENE

(asleep)

Yeah.

TREVOR

My friend's coming in to take a
shower, okay?

She blinks and squints at the clock. 6:30 a.m.

ARLENE

(too exhausted to
think)

Okay.

Her head flops back onto the pillow.

INT. ARLENE'S KITCHEN - DAY

Arlene is putting a bowl of cereal in front of Trevor when a total Stranger pops out of the hall and into the kitchen.

Trevor grabs her hand, so she stifles a scream.

The stranger is Jerry, the bum from the vacant lot. Even though he's showered, Jerry still doesn't quite pass for one of us. He's still unshaven. His hair hasn't been cut for a long time. He just vibrates "bum." However, incongruously, he's wearing new jeans and a work shirt.

And she's never seen him before in her life.

ARLENE

Who the hell are you?

TREVOR

It's Jerry. You said he could come in and take a shower.

ARLENE

I did?

Jerry knows when he's not wanted. He begins to creep towards the door.

JERRY (BUM)

Thanks a lot...

TREVOR

Do you need money for the bus?

Arlene is lost here, just lost. Jerry proudly holds out a handful of change.

JERRY

Saved it from my clothes money.

TREVOR

Hope you get the job.

Jerry goes. Arlene wheels on Trevor.

ARLENE

I never said -- !

TREVOR

Yes you did, you said okay!

This is sounding dimly familiar to Arlene.

(CONTINUED)

CONTINUED:

ARLENE

I said okay to let a strange man
into my bathroom?!

TREVOR

He's my friend.

ARLENE

You can't have a friend like that!

TREVOR

Why not? He's a lot like Dad.
Except Dad is cleaner.

Arlene is furious.

ARLENE

He is nothing like your
father -- !

Trevor just gets up and bolts.

ARLENE

You get back here and tell me why
you brought him here!

TREVOR (O.S.)

It's for my school assignment!

ARLENE

You get back in here -- !

But we hear the SLAM of his DOOR.

INT. ARLENE'S BATHROOM - DAY

Arlene is spraying disinfectant on every possible
surface, scrubbing, scrubbing.

EXT. TREVOR'S SCHOOL - DAY

Arlene comes marching up the front stairs, a woman with a
mission.

INT. REUBEN'S CLASSROOM - DAY

Arlene enters, wearing a waitress costume. Reuben is
alone, grading papers.

ARLENE

Mr. St. Clair...?

(CONTINUED)

CONTINUED:

He turns his head, so she sees him full on. Arlene tries not to stare at the eyepatch, the burns.

REUBEN
I'm Reuben St. Clair.

Arlene finds her tongue.

ARLENE
What is this assignment?

REUBEN
Excuse me?

ARLENE
Your assignment. Is this 'adopt a bum' week?!

REUBEN
Two problems: One, I don't know what you're talking about, and two, I don't know who you are.

Arlene is starting to feel flustered.

ARLENE
Arlene McKinney. My boy is in your Social Studies class. Trevor.

REUBEN
Yes. He's very introverted.

Arlene looks a little confused.

REUBEN
Shy...? Withdrawn...?

ARLENE
I know what it means! Are you gonna tell me about this assignment or not?

She realizes she's getting shrill. She takes a breath.

REUBEN
It's not a state secret.

He points at the blackboard. It reads:

THINK OF AN IDEA FOR WORLD
CHANGE, AND PUT IT INTO ACTION

Arlene can't believe it. The lunacy!

(CONTINUED)

CONTINUED:

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ARLENE

Oh! Well, I'm glad you didn't
give them anything hard.

REUBEN

Mrs. McKinney --

ARLENE

-- Now you listen here. Trevor is
twelve years old. And you want
him to change the world. I never
heard such bull!

REUBEN

You think I expect them to do it?

She's silent for a moment.

REUBEN

It's just something I throw out
there every year, because it gets
their hackles up and gets them to
stop their drug deals for five
minutes and look at the world.
And sometimes -- once in a blue
moon -- one kid cleans up a little
graffiti. Before he loses
interest.

ARLENE

Well, Trevor's not losing
interest!

A flicker of surprise comes over Reuben's face.

REUBEN

Really.

ARLENE

Did you know that he brought a
homeless man into my house?! This
man could be a rapist or a child
molester or an alcohol --

She stops, realizing that she's an alcoholic.

And Reuben's eyes bore into hers. Damn him, he doesn't
miss a trick.

REUBEN

I think... if you want to know
what Trevor's doing... you should
talk to him.

(CONTINUED)

CONTINUED:

Arlene's eyes narrow.

ARLENE

I talk to him!

REUBEN

Then why did you come all the way
down here to find out what the
assignment is?

She's speechless, quivering with indignation. Finally:

ARLENE

You think I'm a bad mother? Well,
what kind of a teacher are you?
You don't even like these kids,
you give them an assignment you
don't believe in --! You think
they're all worthless --

REUBEN

I didn't say your son was
worthless --

ARLENE

They ought to fire you right now!

REUBEN

(with bitter irony)
Oh, they won't do that. I fill an
excellent quota. I'm just this
side of parking in the blue zone.

ARLENE

Oh, so you can do what you want
because you're --

-- Burned? Missing an eye? She can't finish.

REUBEN

If I were black and a woman I'd be
superintendent of schools.

Furious, she turns to go.

ARLENE

You really are a piece of...
(trying to keep her
dignity)
... work.

REUBEN

I appreciate the euphemism.

(CONTINUED)

CONTINUED:

She opens her mouth, finds that she can't respond to this. Turning on her heels, she marches out.

His cynical smile fades.

INT. COFFEE SHOP - DAY

Arlene is leafing furiously through a dictionary. This is her second waitress job and she wears a uniform and Keds.

CLOSE ON DICTIONARY

... As we see her finger running down... Euthanasia... Euphemism.

So that's what it means.

BACK TO SCENE

She hands the dictionary back to the surprised student she's waiting on. Tensely:

ARLENE
Thank you. Fries, hash browns, or
fruit?

DISSOLVE TO:

INT. BUILDING - LOBBY - DUSK

SUPERIMPOSE: THE PRESENT

We MOVE WITH Chris as he follows Thorsen, the man who gave him the car, OFF the elevator and THROUGH the lobby.

CHRIS
Why won't you return my calls?

THORSEN
We're not friends.

CHRIS
(persisting)
Got the pink slip. Quite a
stocking-stuffer.

THORSEN
Are you going to tell me you can't
accept it?

(CONTINUED)

CONTINUED:

CHRIS

No. That would make me a moron.
-- I want to know about these
instructions.

THORSEN

Just do what they say. Pay it
Forward.

CHRIS

Why?

THORSEN

Because you've accepted the car.
You're obligated.

CHRIS

I'm obligated to do three enormous
favors for total strangers.

THORSEN

Yes.

CHRIS

What if I just zoom down to Baja
in my new car, pick up some
hookers and forget about it?

THORSEN

I'll never know.

He keeps walking. Chris is beside him.

CHRIS

What is this?! Come on. Did you
come up with this? Or did
solstice-watching, crystal-wearing
hippie give it to you? I mean,
it's a little touchy-feely for a
lawyer, isn't it?

THORSEN

There's lower forms of life.

CHRIS

Like what?

THORSEN

(eyeing him)
Like reporters.

(CONTINUED)

CONTINUED:

CHRIS

Okay, I cop, look, what if I did a little piece about this? It's like, a movement, right? Track it back to the pot field, or wherever the hell it all started.

THORSEN

None of this matters. Just Pay it Forward.

CHRIS

You hiding something?

THORSEN

No.

CHRIS

You sure? You sure this isn't some kind of con...? Or maybe... it's a cult.

He's trying to provoke a response out of Thorsen, who keeps walking.

CHRIS

Uh-huh. So prove to me this isn't a bunch of chanting, sleep-deprived airport-flower-giving twinkie people.

THORSEN

I've got to go.

CHRIS

Late for your mass wedding?

Thorsen stops. A ghost of a smile flickers across his lips. Chris has finally amused him.

DISSOLVE TO:

INT. ARLENE'S ROOM - DAY

SUPERIMPOSE: THE PAST

Arlene, who sleeps in to combat her late work hours, is just waking up.

She suddenly hears:

BUMPING... RUSTLING noises. She sits bolt upright.

INT. HALL - DAY

She pads down the hall in her robe and slippers. She's still hearing the noises. She's scared.

INT. ARLENE'S GARAGE - DAY

The door from the kitchen bangs open -- flung open by Arlene. Backlit from the kitchen, we can see that she's holding a twelve-gauge shotgun.

ARLENE

All right, I know someone's in
here, I can hear you!

There's Ricky's battered truck. But no one visible.

ARLENE

Don't fuck with me! I know you're
there!

JERRY (O.S.)

Please don't shoot, ma'am.

Slowly, hands in the air, he rises, appearing from behind the hood of the truck.

She suddenly notices: His hands are black. And there are tools scattered around.

ARLENE

What the hell are you doing to my truck?

JERRY

Let me show you... I'm just gonna open the door.

Slowly, he opens the TRUCK door, gets in.

It STARTS UP. He lets it run long enough to prove it to her -- yes. It's running. He SHUTS it OFF, gets out.

JERRY

Might be easier for you to sell now.

Arlene puts down the gun. But on her face is mixed emotions. Yes, a flicker of gratitude, but also weariness -- what manipulation is this? Because, with men, it's always manipulation.

ARLENE

I didn't ask for your help.

(CONTINUED)

CONTINUED:

JERRY

No.

ARLENE

You've been living in my garage.

JERRY

Not after tonight. I got a job at
Quicky Lube & Tune. Payday's
tomorrow -- already got me a room.

A beat. She sighs.

ARLENE

What is going on with you and my
son?

JERRY

He wanted to help somebody. He
helped me.

ARLENE

Why?

JERRY

He wanted to get somebody back on
their feet.

ARLENE

He gave you his savings?!

JERRY

It's clothes and shoes. Got a job
off it.

Arlene notices the tracks on his arms. Old, but still
visible.

ARLENE

Think you can keep it? Looks to
me like you got a little problem,
there.

JERRY

I can lick it.

His eyes gaze into hers, clear and sincere.

ARLENE

And why's that gonna happen, all
of a sudden?

JERRY

You ever been on the street?

(CONTINUED)

CONTINUED:

ARLENE

My mom took us damn close.

JERRY

Well, you can't know... till
you're looking at that dumpster...
but when you climb into that thing
for the first time... and you pull
those newspapers over you...
that's when you know... that you
have fucked your life.

(beat)

Somebody comes along, gives me a
leg up...? I'll take it. Even
from a kid, I'll take it.

(looking her straight
in the eyes)

I can't mess up again. Or I'll be
dead.

A beat as she takes him in, wondering whether to believe.
Finally, she crosses to the truck, TURNS OFF the
IGNITION.

ARLENE

Look. I appreciate you wanting to
pay back Trevor --

JERRY

I'm not allowed to pay back
Trevor.

ARLENE

(re: the truck)

Then what is it you're doing?

JERRY

I'm Paying it Forward.

(beat)

Look, I know you want me to go...
I'll go...

He starts for the door. Opens it. Suddenly:

ARLENE

What's Pay it Forward?

INT. REUBEN'S CLASSROOM - DAY

Trevor stands at the blackboard, uncomfortable, but
explaining. He has drawn an elaborate diagram with a
picture of a boy, three circles below him.

(CONTINUED)

CONTINUED:

Trevor is very shy, speaking in public, but he has screwed up his courage.

TREVOR
(re: the boy)
That's me.
(re: the circles)
And that's three people. And I'm going to help them. But it has to be something big... it's something they can't do by themselves. I do it for them... and, see, they do it for three other people...

He draws three little circles under each of the first three.

CROSS CUT WITH:

EXT. ARLENE'S KITCHEN - DAY

Jerry has drawn three similar circles to Trevor's on a paper towel.

JERRY
-- There's nine. So nine do three more -- that's twenty-seven. See? I'm no good at math, but it gets big really fast.

Arlene sits at the kitchen table, drinking coffee. Jerry stands nervously next to her, still not sure he's welcome.

On Arlene's face is a mixture of emotions: pride in Trevor, astonishment that he should have come up with this, and wistfulness at the idea's absurdity.

ARLENE
Yeah. Sweet little dream.

INT. REUBEN'S CLASSROOM - DAY

Unlike Arlene, the kids are unimpressed. We hear mutterings of "Stupid!" and "That blows!"

REUBEN
All right, I'd like some articulation, please, if you don't think it will work, don't grunt, tell Trevor why.

(CONTINUED)

CONTINUED:

FAT KID

It's the honor system.

LATINA GIRL

People won't do it.

FAT KID

... Like, my parents go to these B and B's with, like, an honor bar...? And they just suck it down without paying.

REUBEN

I'm curious, Trevor, what put this utopian idea in your head?

EXT. ARLENE'S KITCHEN - DAY

JERRY

'Because everything sucks.' I'm sorry, those're the words he used.

Arlene can't believe this is happening. That she's having a heart to heart with a bum.

ARLENE

He talks to you about this?

JERRY

We've had our discussions.

She sighs. That's more than she gets.

JERRY

You don't have to worry. I'll tell him we can't talk no more.

Arlene struggles with herself. Finally:

ARLENE

No. Don't do that.

She finds herself taking the pot of coffee on the table and filling a second cup. Pushing it towards Jerry. This is for you.

Slowly, he takes the two steps forward. Puts his hands on the glass. Looks at Arlene. In his eyes, thank you.

INT. REUBEN'S CLASSROOM - DAY

REUBEN

Okay. So we're saying Trevor's an idiot.

(CONTINUED)

CONTINUED:

Murmurs from the kids: well -- yeah.

REUBEN

You shouldn't try to change anything. You should just sit on your butts, hands glued to your mouse, getting to the 10th level of some dragon's crypt... which is, by the way, getting you great social skills. I mean, do you really think on your first job interview they'll ask how many planets you can explode in virtual reality?

The class shuts up.

REUBEN

Trevor has at least made an attempt to interact with the world. If I were an effusive person, given to easy praise, I'd call that...

For once, Reuben must search for the right word. There's only one.

REUBEN

... admirable.

Trevor colors, shy, but very pleased. That Reuben's first praise, ever, in class, should be heaped on him!

INT. MOTEL ROOM - DUSK

The CAMERA TRAVELS THROUGH the seedy room, showing us the signs of an all-day, all-night debauch -- beer cans, tequila bottles, fast food containers...

Jerry is slumped in the corner, his sleeve rolled up, his veins still tied off with a rubber tube. His eyes are fogged. Lying next to him on the table is a syringe.

TWO LOWLIFE GUYS are similarly sprawled on the bed, out of it.

They are suddenly startled by a KNOCK.

EXT. MOTEL ROOM DOOR - DUSK

Trevor is standing outside the door. He hears:

(CONTINUED)

CONTINUED:

MAN #1 (O.S.)
(low)
Don't answer!

MAN #2 (O.S.)
It's more product.

MAN #1 (O.S.)
Well, make sure.

MAN #2 (O.S.)
(louder)
Who is it?

TREVOR
It's Trevor. I'm looking for
Jerry.

INT. MOTEL ROOM - DUSK

Jerry looks at the door, miserable. Shakes his head.

MAN #1
Jerry's not here!

TREVOR (O.S.)
When will he be back?

SCRUFFY GUY #1
He's not coming back, now get
outta here!

EXT. MOTEL ROOM DOOR - DUSK

We see the hurt in Trevor's eyes, but he still tries:

TREVOR
Jerry! Are you in there? Please
come out! Jerry!

INT. MOTEL ROOM - NIGHT

Jerry doesn't move. In his eyes is sadness, shame. But
there's no way he can face this kid. Not now.

After a while, we hear Trevor's FOOTSTEPS RECEDE.

INT. TREVOR'S BEDROOM - CLOSE ON TREVOR'S PAY IT
FORWARD CHART - NIGHT

complete with the three circles. Trevor's hand X's out
"Jerry" in the first circle.

TREVOR

is depressed. But then, a flicker in his eyes.

CHART

Trevor writes, in the second circle, "Mr. St. Clair."

INT. REUBEN'S HOUSE - LIVING ROOM - NIGHT

Reuben sits alone, grading papers. We see --

VARIOUS SHOTS OF ROOM

It's filled with boxes -- most of them books -- he hasn't even bothered to unpack yet. We see his message machine, an "0" for the number of messages.

BACK TO REUBEN

Grading. The TICK of the wall CLOCK -- the only sound. More grading. More TICKING.

The moments of his life just ticking away.

We PUSH IN ON his face. Another paper, another C-plus.

The DOORBELL RINGS.

INT. REUBEN'S DOOR - DUSK

Reuben opens it to find GLORIA, his female neighbor, 45, still wearing a nurse's uniform from work.

GLORIA

Hi. It's Reuben, right?

She looks familiar to Reuben. She smiles ingratiatingly.

GLORIA

Gloria next door.

(plunging in)

You know, um, I know you're new here, and uh, we see your light on a lot at night... um...

REUBEN

I grade papers at night.

(CONTINUED)

CONTINUED:

GLORIA

Yeah...

(plunging in)

We thought... Hank and I thought,
you know, you might want to come
to our barbecue Thursday...

Reuben is embarrassed.

REUBEN

Because you had a pressing desire
to get to know me better?

Is there an edge to his voice? She's not sure.

GLORIA

Well... I was thinking... you
might like to meet my sister.

Reuben's face is unreadable. Gloria hurries on quickly:

GLORIA

-- She's the most wonderful person
I know. Honestly. And it's not
that easy for her to meet people.

REUBEN

Why would that be?

GLORIA

She works at home.

REUBEN

Because?

He is looking at her very penetratingly; it wrings a
confession out of Gloria:

GLORIA

She has M.S. It's... in a very
early stage, I mean, it's
barely...

REUBEN

So you think we'd make a pretty
pair?

Yes, it's a bitter remark, but from the look on her face
we see that it's right on the money.

(CONTINUED)

CONTINUED:

GLORIA

No! No!
(flailing)
You're a teacher and she writes
stories... and...

Reuben keeps his voice even.

REUBEN

It's an altruistic thought. But.
I'm not looking for that
particular enrichment in my life
just now.

It's hard for a woman as limited as Gloria to realize
she's been insensitive. So she's just offended.

GLORIA

Well. I don't know what you think
you're waiting for.

In Reuben's eyes, pain. For a second. Before he closes
the door.

INT. SCHOOL CORRIDOR - CLOSE ON NOTE IN TREVOR'S HAND

It reads "Mr. St. Clair."

WIDER SHOT

We see Trevor approach the open door of the faculty lunch
room...

TREVOR'S POV - REUBEN

is at the end of the table, eating his lunch alone.

Trevor takes a breath and walks in. He puts the note
down in front of Reuben. Reuben looks up at him
questioningly.

EXT. ARLENE'S HOUSE - DUSK

Reuben comes up the walkway, holding the note in his
hand, checking it against the house -- obviously, for the
address. Awkwardly, he straightens his collar.

INT. ARLENE'S LIVING ROOM - FRONT DOOR - DUSK

Arlene opens the door. She looks pretty. She seemed scruffier when she was angry. Now, in a floral skirt and white blouse, she looks almost demure.

Reuben is not the same confident, cynical character he is in class. Personal situations make him taciturn. And pretty women make him even more awkward.

ARLENE

Trevor's not feeling well. He's in his room.

REUBEN

I'm sorry. Um...

A beat. And we see, around the corner, Trevor's peeking face before it retreats.

ARLENE

I was a little surprised you wanted to do this.

Reuben looks confused.

ARLENE

I told him if you wanted to see me I'd come to the school --

REUBEN

Mrs. McKinney, I didn't ask to see you.

Now Arlene looks confused.

ARLENE

But Trevor said you did.

REUBEN

He also gave me a note from you.
(looking at her face,
realizing)
Which you didn't write.

ARLENE

But why would Trevor write a note to get you to dinner...?

REUBEN

I think he's entertaining a little fantasy that...

He points at her, then back at himself. She suddenly gets it. And she's mortified. Blushing, she can hardly look at him.

(CONTINUED)

CONTINUED:

ARLENE

Oh! He's been so weird!

A flicker of pain in Reuben's eyes. Of course, any woman liking him would be weird.

ARLENE

I don't mean you -- ! I just --

REUBEN

No explanation required, I'll go --

ARLENE

I didn't mean --

REUBEN

Let's not elaborate what you meant --

ARLENE

This is nothing personal --

REUBEN

Nor did I think that --

ARLENE

Would you stop?!

He stops, tentatively.

ARLENE

Look, could we... rewind here, a little bit? I, uh, obviously didn't know...

(beat; admitting)

... how much Trevor likes you.

Reuben has trouble meeting her eyes.

REUBEN

This is nothing that can't be discussed on parent-teacher night.

He opens the door to go.

ARLENE

Then why did you come?

Reuben stops again.

(CONTINUED)

CONTINUED:

ARLENE

Why did you come here? Why didn't
you just tell me to come to the
school?

Her eyes are absolutely guileless. Questioning. He
finds he can't give her a glib answer.

REUBEN

Because... you came to see me
about your son. And I acted
like...

ARLENE

An asshole?

(beat)

Excuse me. Is that too trailer-
trash of a word for you?

REUBEN

How does 'prick' sit with you?

She smiles, her first real smile for him. She sighs.

ARLENE

Look. I made this food. It's
sitting there.

He hesitates. A beat. She makes an admission:

ARLENE

I don't really know... who to talk
to about him.

He looks at her closely. Her eyes are needy. Just a
mother in distress.

Reuben sighs.

INT. ARLENE'S KITCHEN - NIGHT

Arlene and Reuben eat. There is a certain stiffness to
their bodies. Two people not comfortable with each
other.

REUBEN

How much do you see him?

ARLENE

As much as I can. I got two jobs.

REUBEN

How much is that?

(CONTINUED)

CONTINUED:

ARLENE

(prickly)

No, I am not fucking a bunch of skanky guys instead of spending time with my son.

REUBEN

(right back at her)

Yeah. I meant that. Couldn't have just been a question.

She sighs. Deflates. A long silence.

REUBEN

Well, I'm going to have to ask my spirit guides what's going on here, because you say Trevor's withholding with you, you won't tell me anything, and you still want me to somehow divine why.

ARLENE

'Divine why.' You always talk like that?

REUBEN

Yes.

ARLENE

Did you go to a fancy school?

REUBEN

Yes.

ARLENE

Think you could stop rubbing my nose in it?

REUBEN

You're rubbing your nose in it. Can we just try to figure out why Trevor's upset with you?

(beat)

Where's Trevor's father?

(off her look)

I'm sorry, it's the elephant in the room. Or not in the room --

ARLENE

I don't know where he is.

They look at each other for a moment. He nods, understanding her loneliness.

(CONTINUED)

CONTINUED:

A face suddenly appears at the window. Arlene nearly jumps out of her skin.

Arlene recognizes the face, sighs. Dreading, Arlene gets up and opens the back door.

ANGLE - BONNIE

A cheerful, 200-pound woman who comes barreling into the kitchen as if she owns the place.

BONNIE
Why don't you answer your phone?

ARLENE
I'm never home!

BONNIE
And when are you gonna get your
butt to the meetings?!
(suspicious)
-- You go on a bender?

ARLENE
(mortified)
No!

BONNIE
-- 'Cause you don't call your
sponsor once in a while, you don't
have a sponsor -- !

ARLENE
Bonnie -- !

Bonnie finally notices Reuben, who has half-risen, uncomfortably, from his chair.

ARLENE
(miserably)
This is Reuben St. Clair.

Bonnie gives him the fisheye, whirls back to Arlene.

BONNIE
You are not supposed to date for
one year!

ARLENE
This is not a date!

REUBEN
I'm Trevor's teacher --

(CONTINUED)

CONTINUED:

ARLENE
This isn't... this is a...

REUBEN
-- A conference -- !

Both Reuben and Arlene are back-tracking a mile a minute. Bonnie, eying the food and the flowers on the table, is not sure she's buying.

REUBEN
-- And we're finished.

Arlene cringes.

EXT. ARLENE'S HOUSE - NIGHT

Arlene stands, miserable, in the doorway with Bonnie as Reuben drives away.

BONNIE
You sure that was business?

ARLENE
I don't know what the hell it was.

She sinks into a lawn chair, utterly confused. Bonnie sits opposite.

BONNIE
I'd look the other way if I thought you had any judgement about men.

ARLENE
Oh, I have judgement. If I didn't have judgement, how would I keep finding the same guy over and over? I have judgement, except it's always on somebody else's side.

BONNIE
And that somebody else... after he's done borrowing your money and grabbing your ass... you know what you're gonna reach for when he's gone.

Arlene nods. She knows she could drink again. She looks down the road at Reuben's retreating taillights.

(CONTINUED)

CONTINUED:

ARLENE
He's not like that.

BONNIE
Who?

Arlene waves it away.

INT. TREVOR'S BEDROOM - NIGHT

Trevor lies on the bed. The minute he hears his mother's FOOTSTEPS coming, he grabs a wet washcloth, puts it over his forehead, faking fever.

Arlene enters, sits on the bed next to him.

ARLENE
Trev. I know you're not sick.

He shrugs. Cracks a slight smile. Admitting.

ARLENE
Mr. St. Clair was here tonight...
because you were trying to... to
fix us up, weren't you?

TREVOR
So you don't like him?

Arlene sighs.

ARLENE
No -- ! I do. He just... makes
me kind of nervous.

TREVOR
I thought we don't judge people by
how they look.

ARLENE
It's not that at all, honey.

TREVOR
What is it?

ARLENE
Well, you know your daddy'll be
coming home...

Trevor heaves a sigh of disgust.

ARLENE
Just what do you mean by that.

(CONTINUED)

CONTINUED:

TREVOR

By what.

ARLENE

By that, by that snotty look.

TREVOR

You always do this.

ARLENE

Do what?

TREVOR

Tell yourself this stupid lie.

ARLENE

What lie, what are you talking about?!

TREVOR

Like Dad's coming home. Right.

ARLENE

He always comes home -- !

TREVOR

Get a brain, it's been months!

ARLENE

Don't you talk to me like that!

TREVOR

He's not coming back!

ARLENE

Don't you say that!

TREVOR

He dumped us, Mom!

Like lightning, before she knows what she's done, she's slapped Trevor across the mouth.

She is horrified with herself.

Choking back a sob, she runs from the room.

INT. ARLENE'S KITCHEN - NIGHT

She rummages in a cabinet... behind the condiments... pulls out a bottle of vodka.

Unscrews the top and takes a swallow...

(CONTINUED)

CONTINUED:

... And immediately spits it out into the sink.

She grips the sink. Breathe. Breathe.

We don't know if she's going to make it.

DISSOLVE TO:

EXT. COFFEE SHOP - DAY

THROUGH the rain-streaked window we see Chris and Thorsen sitting at a table.

INT. COFFEE SHOP - DAY

SUPERIMPOSE: THE PRESENT

Thorsen has apparently decided to tell his story.

THORSEN

My daughter has asthma. One
night, it got very bad, the worst
I'd ever seen her...

INT. EMERGENCY ROOM - NIGHT

THORSEN (V.O.)

We were in the emergency room,
being ignored.

He sits with his 12-year-old daughter, who indeed is
breathing in a horrible, labored way.

Next to them is a tough-looking, black man (SIDNEY) with
a bloody towel wrapped around his arm. His feet are
tapping; his hands are jittery -- probably meth. A NURSE
is questioning him.

NURSE

So what happened here?

SIDNEY

My sister stabbed me.

He's very nonchalant, like this might be a common
occurrence. The administrator starts to move away.
Thorsen gets up, follows her.

(CONTINUED)

CONTINUED:

THORSEN

Look...it's been an hour and a half... how much longer do we have to wait?

NURSE

We have to deal with flesh wounds first, it's policy.

THORSEN

(dropping his voice)

She's very scared...

(raising his voice)

And so am I...

NURSE

(firmly, not very
sympathetic)

I'll let you know.

Sidney, suddenly -- and inappropriately -- decides to speak up.

SIDNEY

Bullshit, you been saying that all night! You see her now!

NURSE

Excuse me?

The girl's breathing is, indeed, getting worse.

SIDNEY

Why are you giving them this shit?
Don't you have some oxygen or
shit?

He gets up, advances towards the Nurse. She backs up, now leaning against the administration desk, where a male administrator looks up nervously.

NURSE

Let me get a supervisor --

SIDNEY

(exploding)

Fuck your supervisor!

Sidney suddenly pulls out a gun -- pointing it at a passing doctor. The doctor freezes.

(CONTINUED)

CONTINUED:

SIDNEY

Put her on the fuckin' tray, get
her down the fuckin' hall, and get
her some fuckin' air!!!

The doctor freezes, terrified. The Nurse cowers.
Thorsen and the girl stare. Sidney SHOOTs a BULLET next
to the doctor's foot!

INT. HOSPITAL CORRIDOR - DAY

Thorsen's daughter is being rapidly wheeled down the
corridor. Thorsen turns, looks back down the hall at --

SIDNEY

who is now being firmly strong-armed by two security men.

INT. COFFEE SHOP - DAY

THORSEN

I thanked him. And... there were
some very specific orifices in
which I was told to shove my
thanks. He told me to just Pay it
Forward. To three other people.

CHRIS

So. A violent, cranked-up, foul-
mouthed probable felon passed on
the holy word.

THORSEN

It wasn't a moment to ask
questions.

CHRIS

So among the questions you didn't
ask... might one of those be...
his name?

Thorsen shrugs.

DISSOLVE TO:

INT. HALL OUTSIDE TREVOR'S ROOM - NIGHT

SUPERIMPOSE: THE PAST

(CONTINUED)

CONTINUED:

Arlene, in her waitress uniform, knocks gingerly on Trevor's door. Her eyes are moist, and she's horribly anxious.

ARLENE
Trev...? Trev, I am so sorry...
(beat)
Trev...?

INT. TREVOR'S ROOM - NIGHT

Gingerly, Arlene opens the door and comes in.

ARLENE
Trev --

She looks around. Trevor is gone. Three of his drawers are open.

And they're empty.

INT. BONNIE'S LIVING ROOM - NIGHT

We know it's Bonnie's living room because a framed picture of her sponsor's smiling face sits on an end table. But instead of Bonnie, a similar-looking OVERWEIGHT WOMAN picks up the RINGING PHONE. In the b.g. is an incinerated sofa -- almost completely burned up.

FAT WOMAN
... Hello? No, Bonnie's not here.
This is her sister Annie.

INTERCUT WITH:

INT. ARLENE'S KITCHEN - NIGHT

Arlene is on the phone, distraught.

ARLENE
Do you know where she is?

ANNIE
We just checked her into the
Meadows.

Arlene can't believe it.

ANNIE
-- Left a lit cigarette on the
couch... oh, she's okay.

Arlene is incredulous.

INT. REUBEN'S LIVING ROOM - NIGHT

Reuben is grading papers. This is his evening.

The PHONE RINGS.

INT. ARLENE'S KITCHEN - NIGHT

Arlene is pacing, on the phone.

ARLENE

It's Arlene McKinney. I'm sorry,
my sponsor's in rehab and I didn't
know who to call. I think Trevor
ran away! -- No. And he's not at
Adam's, and there's nobody else --

(beat, realizing she's
imposing)

You know what? I'm sorry. I just
-- never mind.

(about to put the
phone down, suddenly
amazed)

-- You would?

INT. REUBEN'S CAR - DRIVING - NIGHT

Reuben drives; he and Arlene are scanning the streets for
Trevor.

ARLENE

Is that him -- ?

REUBEN

No.

ARLENE

I'm sorry to do this to you... I
would've called one of my
friends...

(off his look)

I mean -- somebody I knew better.

REUBEN

And you didn't because...?

Why must he always sound so curt? Arlene sighs.

ARLENE

My friends are drunks.

This lands with a thud. Reuben doesn't quite know what
to say.

(CONTINUED)

CONTINUED:

ARLENE
I know you know.

REUBEN
Doesn't matter --

ARLENE
I'm a drunk, too.

A beat.

REUBEN
I believe some people refer to
that as, 'In recovery.'

A wry smile from Arlene. She's not at all sure he's
right. She looks out the window.

Reuben makes a right.

ARLENE
Where are we going?

INT. SEEDY BUS STATION - DAY

Trevor, sitting in an orange plastic chair near the
ticket window, has emptied out a coffee can (his bank)
and is madly counting change.

CREEPY MIDDLE-AGED MAN

approaches Trevor with a "friendly" smile.

CREEPY MIDDLE-AGED MAN
You got enough?

Trevor looks up and doesn't like what he sees.

CREEPY MIDDLE-AGED MAN
You want a ticket somewhere? I'll
get you a ticket. Come here.

He starts for the men's room door, looks over his
shoulder.

CREEPY MIDDLE-AGED MAN
C'mere...

REUBEN

suddenly ENTERS the FRAME.

(CONTINUED)

CONTINUED:

REUBEN

No. Why don't you come here?

He suddenly shoves this man through the restroom doors!

Disappears in after him...

We hear a line or two of ARGUMENT -- a SCUFFLE and a THUD!

Trevor backs away, staring...

Then sees his mom. Freezes. Secret relief on his face. She's barely daring to breathe, afraid to embrace him...

ARLENE

Trev...

He turns his back to her. But still doesn't run.

ARLENE

For the rest of my life, I could
never be so sorry about anything
like I'm sorry about what I did.
I know that you know that.

ON TREVOR'S FACE

A twitch of emotion. Yeah, he knows. But he still
doesn't turn to her.

BACK TO SCENE

ARLENE

Look. I'm not gonna yell and
scream and ground you, okay? I
know it was very brave of you to
try to strike out for yourself...

Behind them, Reuben appears from the bathroom, holding a
towel to his bloody knuckles. They don't see him.

ARLENE

... but wouldn't you miss one or
two little things about our life
together?

TREVOR

Like what.

(CONTINUED)

CONTINUED:

ARLENE

Well, like our mansion, and all
our servants... those trips to
London...?

A long beat.

TREVOR

The Concorde's too noisy.

ARLENE

(profoundly relieved,
but continuing on
lightly)

They promised me they'll work on
that.

Reuben watches this, smiles, as Arlene takes a step
forward, puts her hand on Trevor's shoulder.

ARLENE

Come on. The Rolls is waiting.

TREVOR

Jag's in the shop?

We get the feeling this is an old game they play.

ARLENE

Don't worry. The other one's
running fine.

Now Trevor smiles. He lets her put her arm around him.
She can't resist giving him a huge squeeze.

REUBEN

watches this, momentarily forgotten. On his face --
what?

Longing.

EXT. ARLENE'S HOUSE - NIGHT

Arlene is walking Reuben to his car.

ARLENE

How did you know where he was?

REUBEN

You either hitchhike... or you
take the bus.

(CONTINUED)

CONTINUED:

ARLENE
When you run away.

REUBEN
Yes.

There's something about the way he says this that makes her think he knows more about this than he's letting on.

ARLENE
Did you run away?

Reuben smiles ironically. Doesn't nod, but she knows he did. He opens the door to his car.

ARLENE
Listen...

He throws up his hands, anticipating.

REUBEN
-- You're welcome.

ARLENE
Give me the shot, why don't you!

He gets in the car. Starts to close the door. She grabs the handle, holding it open.

ARLENE
Thank you.
(beat)
And... I was wondering... would
you like to come back here and...
and have dinner again?
Sometime...? With me and Trevor,
I mean...

She's suddenly not sure what she does mean.

This is more than Reuben can handle. A pretty woman asking him to dinner! A pained smile:

REUBEN
I'm not sure... that would be
appropriate.

ARLENE
Right. I understand.

But she doesn't, quite. She's hurt.

His car door slams.

DISSOLVE TO:

INT. TELEVISION STATION - DAY

Chris stands before MELANIE MORGAN, 37, the attractive, hard-edged assistant manager of a TV newsmagazine. Chris must follow her down a corridor to get a word in.

MELANIE

No.

CHRIS

I haven't even --

MELANIE

No, no, I know what this is. Stan does not want to do a piece about a child molester web site!

CHRIS

I'm off that.

MELANIE

Honestly? I don't think Stan wants to use you any more.

CHRIS

(plowing on)

Look, it's not anything dark or twisted or muckraky... this is a 'nice' story, a nice little Capra-filled Twinkie, just the way he likes it. There's some, I don't know, movement... got started, some pass-on-a-favor to a total stranger chain of do-gooders, kind of this Mother Teresa conga line, I could get Mike, we'd go out in the field, interview everybody back to the source. Airs on Christmas Eve, makes grandma feel good.

Melanie is dubious.

MELANIE

You're pitching me moral uplift.

CHRIS

Yeah, how about that.

MELANIE

You must be in the toilet.

CHRIS

Ex-wives making threats. Will you talk to Stan?

(CONTINUED)

CONTINUED:

MELANIE
He'll probably go for it.

CHRIS
(opening his arms
to her)
You goddess!

MELANIE
Don't go there, it was one of the
awful nights of my life.

CHRIS
(without missing
a beat)
-- So I can hire Mike?

MELANIE
Yeah. But I can tell you right
now, Stan won't want to see you on
camera.

CHRIS
What, I'm not the right kind of
square-jawed mannequin, I'm not
'Ken'?

MELANIE
And you hog the shots. Don't hang
me out to dry here. These people
better not turn out to be flesh-
eating zombies. I want a sweet
piece.

Chris puts his hand over his heart.

CHRIS
It will be absolutely insipid.

DISSOLVE TO:

INT. COFFEE SHOP - DAY

SUPERIMPOSE: THE PAST

It's a working-class, all-day breakfast kind of joint.

Arlene is taking off her apron, hangs it on a hook, ready
to go for the day.

She looks across the counter, suddenly sees --

REUBEN

sitting at the counter, looking at a menu.

Arlene walks up to him, strangely glad to see him.

ARLENE

Hey.

REUBEN

Hello.

ARLENE

Did you... know I worked here?

REUBEN

(beat)

No.

But he's not that convincing. We suspect he did. And she suspects too.

ARLENE

Mm-hm.

REUBEN

Are you... uh... my...?

-- Waitress?

ARLENE

I'm getting off.

A beat.

REUBEN

Hm.

A longer beat. Reuben's glibness somehow deserts him when he's dealing with Arlene. Finally, as casually as he can muster:

REUBEN

Do you want to... eat something?

ARLENE

With you?

Reuben gives the most imperceptible, cool nod. Arlene smiles.

ARLENE

Not here.

INT. RESTAURANT - NIGHT

Arlene and Reuben are sitting at a table, eating. It's a bit nicer of a place than she's used to, and she's pleased.

ARLENE

Just so I don't get confused or anything... why are we doing this?

Reuben is horribly uncomfortable, put on the spot.

REUBEN

I... wondered how you were doing with Trevor.

ARLENE

Oh. Okay. Well, that beats 'I like you. I'd like to have dinner with you.'

There is something unreadable in his eyes. Some pain. She is instantly sorry she said this.

ARLENE

I'm sorry. Sorry. I usually have... an easier time with men. Too easy. This is a new one.

(beat)

Trevor. Okay. He's... still not talking to me much.

REUBEN

You know why Trevor won't talk to you?

Her smiles fades.

ARLENE

Yeah. I know. But I've quit.

REUBEN

Have you told him before? That you'd quit?

A flicker of shame crosses Arlene's face. Yeah.

REUBEN

He just doesn't believe it yet. But when he sees you can keep your promise...

ARLENE

'When' he sees...

Reuben nods.

(CONTINUED)

CONTINUED:

ARLENE
Not 'if' he sees...

REUBEN
Well. I don't play the optimist.

ARLENE
You said 'when.'

She looks at him. Reuben looks at the table. Okay, he did, but damned if he's going to say it again.

ARLENE
Why don't you just let me think
you might believe that?

REUBEN
Did you want dessert?

ARLENE
Ooh, moved off that one.
(suddenly)
Reuben, what happened to you?

Reuben's ironic smile appears instantly.

REUBEN
Accident. With a chafing dish --

ARLENE
Stop it.

REUBEN
I'm sorry. Facetious -- not
sincere, glib --

ARLENE
I don't care what it means.

A beat. With difficulty:

REUBEN
People... don't usually ask.

ARLENE
Well, it's the elephant in the
room, isn't it?

He doesn't answer.

ARLENE
Okay, you don't have to tell me.
But it's not as bad as you think.

(CONTINUED)

CONTINUED:

REUBEN

It's worse than you think.

ARLENE

You might want to let somebody
else be the judge of that.

He can't meet her eyes. He's suddenly very interested in
the dessert menu.

INT. REHAB CENTER - GARDENS - DAY

It's visitors' day. Patients and their families are
strolling the grounds. Arlene walks with Bonnie.

BONNIE

I told you, you're not supposed to
date --

ARLENE

What's this, the drunk leading the
blind?

Bonnie smiles.

ARLENE

-- And they're not dates.

(beat)

At least, he won't call them
dates.

BONNIE

Then what are they?

ARLENE

The second time he came in he
couldn't say he didn't know I
worked there. And we just sort
of... had dinner again. And the
third time it was just like, yeah,
okay, where are we eating?

BONNIE

It's dating.

ARLENE

He never really asked me out -- !

BONNIE

Technicality. Does he pay?

ARLENE

Oh, he won't let me pay.

(CONTINUED)

CONTINUED:

BONNIE
You feel uncomfortable?

ARLENE
Kind of.

BONNIE
It's dating. Does he try to kiss you?

ARLENE
No.

BONNIE
Does he want to?

ARLENE
No. I don't know. Sometimes I think he does, but he just won't. He can't want to, or he would've.

BONNIE
You want him to?

A beat. Arlene realizes:

ARLENE
It might be nice. I don't know. But it's just taking forever!

BONNIE
Well. Haven't you ever gotten to know a guy before you went to bed with him?

A long beat. Arlene thinks.

ARLENE
No.

EXT. ARLENE'S FRONT PORCH - NIGHT

Reuben is saying good night to Arlene. She's opened her door.

REUBEN
Good night.

ARLENE
Reuben. Do you want to come in?

REUBEN
That's... complicated.

(CONTINUED)

CONTINUED:

ARLENE
That mean no?

He shrugs. Yeah.

ARLENE
Why not?

REUBEN
Another time.

ARLENE
You said that before. This is the
other time.

REUBEN
Trevor's in the house.

ARLENE
He sleeps like the dead.

REUBEN
(flailing)
-- You're supposed to wait a
year --

ARLENE
Okay. I get it. It's okay to say
you don't like me that way.

REUBEN
You think that's what it is?
(suddenly anguished)
How could you ever think that?

A beat. He can't bear the way she's looking at him.
What's wrong with me?

For a moment, he doesn't think. He just takes a step
forward, takes her face in his hands and kisses her...

It's the most tender kiss she's ever had.

She melts. Her arms go around him.

Suddenly he stiffens. Pulls back.

ARLENE
What.

REUBEN
I can't. I can't.

He turns and starts down the walkway.

DISSOLVE TO:

INT. PRISON - VISITING AREA - DAY

SUPERIMPOSE: THE PRESENT

Chris sits with Sidney, Thorsen's savior in the emergency room. Next to Chris, operating, is a cameraman, a cute young guy, MIKE. Sidney seems pleased to be talking to a reporter.

CHRIS

So, Sidney. Why'd you do that man the favor?

SIDNEY

It's three favors. You gotta do three. I do the other two in here, for my brothers. Lotta favors need doin' here --

CHRIS

Who told you to?

SIDNEY

It was just an idea I got.

CHRIS

You got it.

SIDNEY

Yeah. Pay it Forward! -- You gonna put this on TV?

CHRIS

How'd you think of something like that?

SIDNEY

World's a shithole. I just thought, you know, the whole thing could be better.

CHRIS

It didn't start with anyone else?

SIDNEY

Started in my head. I mean, I can't shit you, I've been in some heavy shit. But no more.

INT. TV STATION - MELANIE MORGAN'S OFFICE - DAY

The scene continues, but Melanie, Chris and Mike are now watching the footage on a video monitor.

(CONTINUED)

CONTINUED:

SIDNEY (V.O.)

I changed me, and I'm changing
this place. People listening to
me. People stayin' clean. It's
time. It's time. We can't just
sit here. We all got to do
something. Together.

Chris turns off the tape, heaves a sigh of disgust.

MELANIE

What. It's okay.

CHRIS

Except he was full of shit.

MELANIE

Why?

CHRIS

Come on, he's just cruising for
early parole --

MELANIE

People like reformed con stories.

CHRIS

Come on, that guy isn't Saul on
the road to Damascus -- he's
Sydney on the road to San Quentin!

MIKE

(pointedly, to Chris)

She likes the piece.

CHRIS

It's not done, there's more --

MELANIE

We can run it Thursday.

MIKE

Will you take the damn money? I'd
like to get paid.

CHRIS

You sound like one of my ex's.

MELANIE

Is there a cast of thousands?

She takes the tape out of the VCR.

(CONTINUED)

CONTINUED:

CHRIS
Melanie. It's bigger than this.

Chris grabs the tape out of her hand.

CHRIS
Let me dig a little more.

MELANIE
Why? Because you can't believe something might actually be altruistic? You want to rake up some muck, find out that it goes back to some guru with a Bentley who invented a pyramid scheme?

This stings Chris. Because it's true.

CHRIS
So you don't care about the truth.

MELANIE
Like you do.

Mike shoots Chris a look. Come on, guy.

Chris sighs, hands her back the tape.

DISSOLVE TO:

INT. SCHOOLYARD - DAY

SUPERIMPOSE: THE PAST

Shove -- ! We see the same three Rough Kids pushing down Adam, holding him down and taking his hi-tops.

Adam is flailing, crying.

ADAM
Cretins!

Trevor, approaching from the cafeteria with a hot dog in his hand, sees this. Screws up his courage. Looks around the yard.

There's no one to help.

Taking a deep breath, he balls up his fists and starts to walk swiftly towards the fracas...

The kid with the shaved head, still holding down Adam, turns and sees Trevor.

(CONTINUED)

CONTINUED:

ROUGH KID #1
Hey, McKinney, you gonna talk
again?

ROUGH KID #3
Ooh! What's he gonna say?

They're all staring at Trevor now. Trevor opens his mouth. From the ground, Adam looks at him. Help.

Trevor loses his nerve. He starts to back away. Adam shoots Trevor a bitter look, as the bigger kids finally wrench his shoes off, then toss him into a dumpster.

Trevor just stands there, feeling like shit.

EXT. SCHOOL SPORTS FIELD - CLOSE - TREVOR'S PAY IT
FORWARD DIAGRAM - DAY

Trevor scratches out the last of his three circles, the one that says "Adam." The other two, "Jerry" and "Mr. St. Clair" are already scratched out.

WIDER

Trevor is sitting on a bench, gloomily regarding the ruin of his project.

REUBEN (O.S.)
You cut my class.

Trevor looks up, sees him.

TREVOR
You gonna bust me?

Reuben looks at Trevor's black face. Decides.

REUBEN
Probably not.

A beat.

TREVOR
'Pay it forward' didn't work.

REUBEN
Neither did the Roman Republic.
But it was a pretty big idea.

(CONTINUED)

CONTINUED:

TREVOR

I couldn't even do it. I was going to help Adam and I crapped out. Like everybody else.

A long beat. Suddenly:

TREVOR

Is the world just shit?

He's looking right in Reuben's eyes.

And Reuben lies.

REUBEN

No.

But in his eyes, we see the irony. And Trevor's not buying.

TREVOR

Are you saying that as you, or as a teacher?

REUBEN

Are you asking if I'm lying?

Trevor nods gravely.

A long pause as Reuben tries to answer this the best he can. Finally:

REUBEN

There are some things... it's nicer not to know... until you have to.

This is as good an admission as Trevor's going to get. Reuben keeps his voice light.

REUBEN

At least I'll be grading you for your effort. Not the result.

TREVOR

I don't care about the grade.

He's not petulant; just factual.

REUBEN

Why not?

Trevor shrugs.

(CONTINUED)

CONTINUED:

REUBEN

Then why did you do it?

Trevor half-smiles. Knows this sounds silly. But he means it.

TREVOR

I wanted to see if the world would really change.

DISSOLVE TO:

EXT. GOLDEN GATE BRIDGE - VIEW STOP - NIGHT

Hands are going through a garbage can. Sorting out the food.

It's Jerry.

Apparently now in San Francisco -- back on the bum. We can see the city lit up behind him like a postcard.

He suddenly sees --

EXT. BRIDGE (50 YARDS AWAY) - FIGURE OF WOMAN

looking over the railing. Alone.

There is no traffic, no other pedestrians. It's the middle of the night.

Jerry doesn't like it.

EXT. BRIDGE - WOMAN

Her name is CHARLOTTE, 40s, well-dressed.

Tears are streaming down her face. She suddenly turns and sees --

Jerry coming towards her. A bum. A rapist.

Get this over with. She hoists herself over the railing and lands -- oof! -- on the steel platform below.

Okay. All she has to do now is crawl to the edge...

But her ankle's been hurt. It's not easy. Determined, she wriggles, a few inches at a time, towards the edge --

(CONTINUED)

CONTINUED:

JERRY (O.S.)

Hey --

CHARLOTTE

Go away!

JERRY

You okay?

It's such a weird question that Charlotte almost laughs.

CHARLOTTE

No. I hurt myself.

JERRY

You think that jump hurt, the next one's a killer.

CHARLOTTE

What makes you think I'm going to jump?

JERRY

What the hell you come out here for? Just hang tight -- okay?

CHARLOTTE

Don't come down here -- If you do I will jump --

JERRY

I ain't gonna hurt you. I just want to talk about this.

He grabs the rail and shimmies down, dropping on the platform.

Her entire body goes stiff. Charlotte suddenly tosses him her purse.

CHARLOTTE

There, you've got it, leave me alone!

JERRY

That's a nice thought, but it's not what I want.

CHARLOTTE

Then if you want to jump, just do it.

JERRY

I came to stop you.

(CONTINUED)

CONTINUED:

CHARLOTTE

Why do you care if I jump?

JERRY

I owe somebody a favor.

CHARLOTTE

Not me.

JERRY

Why not you?

She is looking down at the black water. He sighs.

JERRY

It's gonna be cold. You won't like it one bit.

CHARLOTTE

Better than where I've been.

JERRY

I doubt that.

CHARLOTTE

How would you know?

JERRY

You think I live at the Ritz? My life is shit.

He's got her attention. He turns, looks back at the city.

JERRY

I'm out here in the fuckin' wind without a fix, the shakes... nothing in my belly left to come up...

(turns back to her,
fixes her with a look)

... But I'm gonna Pay it Forward anyway.

CHARLOTTE

(irritated)

What are you talking about?

JERRY

You want to know? You want to get a cup of coffee and talk about it?

(beat)

-- On me.

(CONTINUED)

CONTINUED:

CHARLOTTE
You don't have a dollar to your
name.

JERRY
I still got your purse.

Charlotte almost smiles. Almost. A long beat.

CHARLOTTE
I don't think I can walk.

EXT. GOLDEN GATE BRIDGE - NIGHT

Silhouetted against the glittering city, we see two
figures walking, Jerry, half-supporting the heavily-
limping Charlotte.

INT. REUBEN'S KITCHEN - NIGHT

Reuben is reading the paper. The DOORBELL RINGS.

INT. REUBEN'S LIVING ROOM - NIGHT (LATER)

He opens the door. It's Arlene.

ARLENE
Do you look down on me?

REUBEN
No!

ARLENE
-- because I don't talk like you?
I haven't read stuff you've
read --

REUBEN
Don't demean yourself.

ARLENE
You're out of my league, is that
it?

REUBEN
You're not out of anyone's league.
(beat)
You're too pretty to be out of
anyone's league.

(CONTINUED)

CONTINUED:

It's the first admission of this kind from Reuben and she's not unmindful of it.

ARLENE

There's more to this league thing than just looks.

REUBEN

There's not much more than that, actually. That's about everything there is.

She turns on him suddenly.

ARLENE

That a euphemism for 'I look like shit'?

He looks shocked.

ARLENE

I want you to stop it, Reuben. I don't care about your burns -- if that's even what they are, is that what they are?

REUBEN

(pained)

Yes. That's what they are.

ARLENE

You know, I think all you do is worry about your looks. I don't care near as much as you do -- I couldn't possibly. Even if I quit my day job, I just wouldn't have time. Maybe you don't think I could like you the way you are -- that I just want to give you some kind of a mercy fuck --

On his face, horrible pain.

ARLENE

No. Don't you dare be feeling sorry for yourself! Something's been offered to you, here! And you don't want it. Maybe you don't want to get rejected. Well, don't worry -- I can't reject you -- you're too quick for me.

She goes.

DISSOLVE TO:

INT. CHRIS'S APARTMENT - BEDROOM - NIGHT

Chris lies on his bed, watching TV. (NOTE: those are the only two items of furniture in the room. This is the pad of a divorced man whose wife got everything.) He is eating take-out from a carton and watching, in utter disgust, the final version of the piece he did. A Ken-doll-like Anchorman is smoothly intoning.

ANCHORMAN (V.O.)
 San Quentin. Not the place you would expect a profoundly humane idea to take root and grow. But one man, Sidney Green, through meditation and prayer...

CHRIS
 Oh, yeah, he prays for his next fix!

ANCHORMAN (V.O.)
 ... has achieved what we may truly call a state of grace.

CHRIS
 I am an android, I have no genitalia... my hair is vinyl...

ANCHORMAN (V.O.)
 The prison laundry. A con on his third strike. A rainy day in November...

CHRIS
Riveting stuff!!! Give that man the Pulitzer!

The lump in the bed next to him suddenly moves. A YOUNG WOMAN's head appears from beneath the covers.

YOUNG WOMAN
 I'm out of here.

CUT TO:

INT. MIKE (THE CAMERAMAN'S) APARTMENT - NIGHT

Mike picks up the phone.

MIKE
 Hello?
 (beat, an instant refusal)
 Uh-uh.

INTERCUT WITH:

INT. CHRIS'S BEDROOM - NIGHT

CHRIS

Come on, two hours, we'll go back
in there, we'll get it out of
him --

MIKE

This isn't for Melanie, is it?
This is just you.

CHRIS

Yeah, it's just me, but I'll find
a way to pay you.

MIKE

Please. You're talking to someone
who knows you.

Chris sighs, immediately changes his strategy.

CHRIS

I just fatally disgusted a
beautiful 25-year-old girl, I'll
arrange for you to meet her.

MIKE

Does she read?

CHRIS

She can quote Dickens.

Chris smiles, knows he's got him.

MIKE

Okay, but what is your problem?
Why can't you let go of this?

This stops Chris. Because, for once, he doesn't have a
quick answer.

CHRIS

I don't know.

DISSOLVE TO:

INT. ARLENE'S LIVING ROOM - NIGHT

SUPERIMPOSE: THE PAST

The PHONE RINGS. Arlene picks it up.

ARLENE

Hello...?

INTERCUT WITH:

INT. REUBEN'S BEDROOM - NIGHT

Reuben can barely speak. She has to repeat:

ARLENE
Hello...?

REUBEN
I didn't mean to make you feel...

ARLENE
-- Reuben?

REUBEN
Yes. Is this a bad --

Arlene is hugging herself for joy.

ARLENE
No! I thought I was never gonna
hear from you again!

A long beat.

REUBEN
It's not that I don't want...

He trails off. Words absolutely defeat him.

REUBEN
I, um... I'd like to come over.

ARLENE
Now?

REUBEN
Is now not --

ARLENE
No, no, now is fine!

A beat.

ARLENE
Reuben -- ?

He's hung up.

INT. ARLENE'S LIVING ROOM - NIGHT

Wearing a bathrobe, she opens the door. Reuben is standing there.

INT. ARLENE'S BEDROOM - NIGHT

Reuben and Arlene come in. She removes her robe; underneath it is a nightgown. He can barely look at her. He sits on the bed, carefully takes off his shoes.

She turns back the covers and lies down.

He stretches out beside her -- without taking off his clothes.

She eyes this fully-dressed man on her bed.

ARLENE

Um... don't take this the wrong way, but wouldn't you be more comfortable out of those clothes...?

REUBEN

Arlene. I think this is all I can...

He trails off, unable to say more. She nods. She understands. One thing at a time.

ARLENE

It's okay. We could just sleep.

A beat.

REUBEN

Maybe next time.

Arlene is so pleased that there might be a next time that she doesn't press the point.

ARLENE

Okay.

Slowly, gingerly, she scooches closer to him. Puts her cheek on his shoulder... one arm around his chest...

He sighs.

A good sigh. A sigh of contentment.

Slowly she reaches for his free arm and pulls it around her waist.

They lie like that for a long time.

CUT TO:

SAME SCENE - LATER

Way later. The faint glow of dawn comes in the window.

They haven't moved from that position, their arms still around each other. He's still in his clothes, his eye patch.

Reuben's good eye opens. He realizes where he is, and with whom.

And he's overcome. It's real. It's there for him.

Slowly, holding his breath, he starts to stroke her hair.

Her eyes open.

She doesn't flinch. She looks right at him.

Slowly... slowly... she lifts her head, brushing his lips with hers...

He allows it...

And then...

He starts to kiss her back.

Slowly she reaches forward... he allows her to unbutton his shirt.

And now she can see -- how bad the burns are. And yes, they are bad.

He sucks in his breath, hating for her to see this.

Gently, she leans forward and kisses his chest tenderly.

INT. ARLENE'S HOUSE - MORNING

Reuben, his shirt misbuttoned, approaches the bathroom.

The door opens. Trevor is standing there, blinking with disbelief.

Reuben is -- well -- embarrassed doesn't begin to describe it.

REUBEN

Ah -- Trevor --

Trevor lights up.

TREVOR

It worked!

INT. ARLENE'S BEDROOM - DAY

Arlene finishes getting dressed. Reuben comes in, hastily shutting the door behind him.

REUBEN

Does he always get up at six in the morning?

ARLENE

It's all right!

REUBEN

I'm his teacher.

ARLENE

You won't be next year.

He looks a little shocked. She bites her lip -- was that implying too much?

TREVOR (O.S.)

Mom, now you have to Pay it Forward, too!

Overwhelmed, both of them can't quite meet each other's eyes.

INT. ARLENE'S LIVING ROOM - DAY

Reuben is trying to make his way to the front door. Trevor is chattering at his heels.

TREVOR

Do you like boxing?

REUBEN

I despise it totally.

TREVOR

(unperturbed)

You'll get into it.

Arlene follows awkwardly, wishing Trevor would be quiet.

TREVOR

There's a match today. Stay!

REUBEN

Not a chance in hell.

TREVOR

The lightweights are the fastest. You'll get into it.

(CONTINUED)

CONTINUED:

ARLENE

Trevor --

Reuben has reached the door.

REUBEN

Trevor, I have to get home, it's a school day --

TREVOR

It's Sunday!

Reuben stops, knocked cold. Of course it is. He's so discombobulated, he'd forgotten.

REUBEN

(with the remaining
shreds of his dignity)

I'll see you in class.

He doesn't know what to do with Arlene in front of Trevor, so he just gives her an inept little wave as he goes. The second the door closes she sighs.

ARLENE

Oh, Trev...

She sinks into a chair, suddenly worried.

TREVOR

You think I scared him?

DISSOLVE TO:

INT. STATE PENITENTIARY - VISITORS' AREA - DAY

Chris is again visiting Sidney, Mike videotaping. Chris is taking a cajoling, "up" tone.

CHRIS

Sidney, '20/20' wants to rerun the piece with more footage!

Sidney is pleased.

CHRIS

One little problem is, somebody else is saying Pay it Forward is their idea.

SIDNEY

Who?

(CONTINUED)

CONTINUED:

CHRIS
(fishing)
I think you know who.

SIDNEY
Well, she's a lying bitch!

Now Chris knows he's on the right track.

CHRIS
Well, you know, she's making a
pretty good case --

SIDNEY
Old lady got it from me.

Aha. This is working. Chris continues to improvise:

CHRIS
Sidney, it doesn't matter if you
got it from the old lady. You're
the one who's Paid it Forward.
And in prison! That's part of the
story, too.

SIDNEY
Part of the story.

CHRIS
The biggest part.

Sidney sits, silent, sullen.

CHRIS
Parole board'll like that.

SIDNEY
I don't come up for parole for a
year.

CHRIS
Well. Mr. Thorsen wants to tell
the board what you did for him.
That could change in a heartbeat.

Sidney looks at him for a long, surly moment.

FLASHBACK - EXT. CITY STREET - DAY

SIDNEY (V.O.)
I was living in Tucson... just on
the street, walking... not doing
nothing...

(CONTINUED)

CONTINUED:

Contrary to his assertions of innocence, we see Sidney smashing a garbage can through a store window. ALARMS SCREECH. He grabs a boom box and runs.

SIDNEY (V.O.)

These gangbangers got after me...

Wrong again. Because the car across the street is actually plainclothes police. They slap a SIREN on the roof of the CAR and PEEL OUT after him.

EXT. ALLEY - NIGHT

Sidney is running for his life down a narrow alleyway, the undercover cops pursuing him on foot.

Cursing, he drops the boom box and races around a corner... scrambling over a high wall.

EXT. STREET - NIGHT

Sidney drops to the ground. We can still, behind him, hear SIRENS. He looks around in a panic.

BATTERED OLD CAR

An early '70s boat sits at the curb. An unkempt grey-haired WOMAN sits at the wheel. She eyes Sidney out of her rolled-down window.

WOMAN

You in trouble?

Fuck this crazy bitch. He just starts running.

The Woman STARTS the CAR, pulls out, starts cruising alongside him, calling:

WOMAN

Get in.

He ignores this. The SIRENS get LOUDER. The cops are coming around the block.

WOMAN

They're gonna get you. Get in!

Sidney hesitates. She reaches over the back seat and opens the back door. The SIRENS get LOUDER.

Sidney suddenly decides: The old bitch is better than the cops. He dives into the back seat of her car, slams the door.

INT. WOMAN'S (GRACE'S) CAR - NIGHT

Sidney has to push aside a huge pile of clothes and assorted crap out of the way to even be able to squeeze in.

GRACE (WOMAN)

Cover yourself up.

Sidney realizes -- good idea. He burrows down, covering himself with the crap, just as --

EXT. PATROL CAR - NIGHT

passes in the other direction.

INT. GRACE'S CAR - NIGHT

The danger past, Sidney reappears from under the debris. On closer examination, we see it's everything she owns -- clothes, packages of food, an incongruous package of foam hair rollers, a busted TV.

This woman is homeless, and this car is her shopping cart.

SIDNEY

What is all that shit?

GRACE

Don't touch my stuff.

SIDNEY

(pushing it away)

I don't got no choice.

GRACE

You don't like it, your Rolls is waiting.

She hoots with laughter. Sidney fumes. She turns right, and into --

EXT. LUMBER YARD - NIGHT

The place is deserted, and she frequently spends the night here. Pulls her car behind a huge pile of wood.

INT. GRACE'S CAR - NIGHT

Grace pulls the parking brake. Takes a bottle of tequila from under the seat, unscrews it, and takes a long pull.

(CONTINUED)

CONTINUED:

Sidney looks disgusted.

SIDNEY
What're we doing?

GRACE
Whatever we want.

SIDNEY
Hey, if you think I'm gonna go for
your skanky ass --

She laughs at that idea.

GRACE
Shoot, I smell better than you do.

She takes another pull.

SIDNEY
What you want?

GRACE
Don't matter, 'cause you ain't
gonna do it.

SIDNEY
You probably right about that.

He pulls out a pipe, lights it, starts to smoke crack
cocaine.

GRACE
Hey! Hey, hey! Not in my car!

SIDNEY
Oh, yeah, this your home? We
don't want to mess with your nice
curtains.

GRACE
Get out.

SIDNEY
Maybe I won't.

GRACE
Damn hop-head.

SIDNEY
Ooh. That hurts me.

GRACE
Get out!

(CONTINUED)

CONTINUED:

SIDNEY

What you gonna do? Call the cops!

He laughs, amused at her impotence.

GRACE

(muttering, furious)

Son of a bitch, Paid it Forward
for a hop-head son of a bitch!

SIDNEY

Paid it what, now?

GRACE

Fuck you. Your black ass ain't
good enough to touch it.

SIDNEY

(amused)

Touch what?

INT. PENITENTIARY - DAY (PRESENT)

Sidney finishes to Chris:

CHRIS

So this crazy old bat in a car
told you about Pay it Forward.

SIDNEY

She didn't want to but I just sat
there and smoked till she gave it
up.

CHRIS

I'll tell you what I really want
to know, Sidney. Why'd you do it?
Why'd you Pay it Forward at all?

Sidney looks at him, eyes narrowed.

SIDNEY

Nobody tells me what I can and
can't touch.

DISSOLVE TO:

INT. ARLENE'S LIVING ROOM - ON TREVOR'S LAUGHING FACE -
NIGHT

Trevor, Reuben and Arlene are sitting on the couch,
watching a boxing match.

(CONTINUED)

CONTINUED:

Looking for all the world like a family.

ARLENE

(excited)

-- See, this is what Tommy Kinney does, he kind of lays back for four rounds, susses the guy out, and then whales on him.

REUBEN

But Matson's ahead on points.

ARLENE

Doesn't matter, Kinney'll get a knockout.

REUBEN

He's bitten the man and gone for his groin! Don't they deduct for that?!

ARLENE

Doesn't matter. Kinney'll lay him out.

Behind Trevor's neck, we can see Reuben and Arlene's fingers reaching towards each other... interlacing...

TREVOR

-- Ooh, work the cut! Work the cut!

REUBEN

Trevor, since when are you so bloodthirsty?

ARLENE

You should see him with wrestling.

REUBEN

That's where I draw the line.

TREVOR

No, you have to watch it, that'll be your birthday present to me --

REUBEN

You're getting an encyclopedia.

TREVOR

No!

Arlene laughs. So does Reuben.

(CONTINUED)

CONTINUED:

TREVOR

You better not -- !

He starts to push Reuben a little, playfully. And incredibly, Reuben grabs his arms --

REUBEN

Yes, 51 volumes -- !

TREVOR

(screaming with
laughter)

No, no, no!

They roughhouse for a moment on the couch. Like a father and son. Both laughing. Arlene smiling.

Suddenly the front door opens.

Arlene jumps up, her face white.

Trevor is frozen in shock.

A good-looking redneck GUY walks in like he owns the place.

Which, in his mind, he does.

He looks hard at Reuben -- then at Arlene.

RICKY (GUY)

Who are you?

Reuben is stunned.

EXT. ARLENE'S HOUSE - DAY

A stone-faced Reuben approaches his car, pulls out his keys. His hand is shaking. He drops them. It takes him a second to maneuver to pick them up...

INT. ARLENE'S LIVING ROOM - NIGHT

Ricky is looking at Arlene mournfully and with complete sincerity.

RICKY

Arly... I know...

ARLENE

Ricky, you can't stay.

(CONTINUED)

CONTINUED:

RICKY

I know I can't. I know. Just let me say I'm sorry. That's part of my steps.

Arlene peers at him closely.

ARLENE

You're sober?

RICKY

Four months. I just couldn't get there, staying here with you... we were both going under -- we were gone...

ARLENE

I got there, staying here.

RICKY

You're stronger than me. How could you even live with what I was?

Arlene's not letting him off the hook.

ARLENE

How could you live without your son?

RICKY

I was afraid... I was gonna hit him...

He looks dead-ass serious. And tortured. This gets her attention.

RICKY

... hit you, kill somebody in a bar... if I was gonna do those things... it damn well wasn't gonna be to you or Trev...

(beat)

Just tell me... was it better, me gone?

ARLENE

(dully)

Yeah.

(CONTINUED)

CONTINUED:

RICKY

And -- I'm not asking for
anything, I don't got that right
-- but... could it... could it be
better than me just being gone...
if I was here... and straight -- ?

ARLENE

Ricky --

RICKY

... and taking care of you and
Trev? Could that be better?

He's in tears. They're streaming down his face. Her
face is a mask.

RICKY

-- Okay. Don't blame you, girl.
(wan smile)
-- God, I have shot my life to
hell, huh?

Wiping his eyes, he starts for the door.

RICKY

Wish I didn't still love you.

He turns back, looks at her. Slowly reaches out... puts
one hand on her face. A long beat. She doesn't run
away. He takes a step closer. He's an inch away from
her now... she still doesn't move.

FADE OUT.

FADE IN:

EXT. DRY CLEANERS - DAY

Reuben emerges, his plastic-wrapped clothes over his good
arm. He suddenly sees...

ARLENE

standing in front of his car.

He keeps his face impassive.

REUBEN

How did you find me?

(CONTINUED)

CONTINUED:

ARLENE
Drove around, looking for your
car. Why don't you answer your
phone?

REUBEN
Do you think I want to have this
conversation?

ARLENE
Reuben --

REUBEN
Don't. Don't. I know.

ARLENE
We had 13 years in, Reuben.

REUBEN
Yes. You're loyal.

But he says it very bitterly, as though saying "you're a
fool."

ARLENE
He's Trevor's daddy.

REUBEN
He impregnated you. In what other
way has he been a father to that
boy?

ARLENE
Well, he wants to make up for that
now -- he said he's going to --

Reuben opens his car door.

REUBEN
He said...?

Arlene nods helplessly.

REUBEN
(bitter)
You're optimistic.

ARLENE
How else can I be?!

REUBEN
Oh, I don't know. Smart -- ?

This cuts her to the quick, and he knows it. Helplessly:

(CONTINUED)

CONTINUED:

ARLENE

He's sober now. And he said --

REUBEN

He said. Don't you know they'll say anything to get back in the house?

ARLENE

Who's they?

Reuben tries to get into his car. Arlene blocks him.

ARLENE

Who's they, Reuben?

REUBEN

Men like Ricky.

ARLENE

Men like your daddy?

It's a low blow, and an accurate one. But instead of continuing to avert his eyes, Reuben suddenly turns and looks at her. A chilling look. More than she bargained for.

REUBEN

Yes.

A beat.

ARLENE

What did he -- ?

Reuben's voice drips bitterness.

REUBEN

Oh, he said the nicest things to my mother. So romantic. And she always took him back.

He's realized; the cruellest thing he can do is to tell her. And she's suddenly afraid.

REUBEN

'And then what happened?' You want to know?

ARLENE

I don't know --

She's backing off now; it's Reuben who takes a step forward.

(CONTINUED)

CONTINUED:

REUBEN

Oh, but you said you did.

ARLENE

I don't like this.

REUBEN

-- She'd pull the restraining order, and buy the flowers... and the new dress... which she'd never wear, because, you know, down the line, it didn't accessorize well with the bruises and the casts...

Arlene winces.

ARLENE

'Did he hurt you, Reuben?' Go on, ask me.

ARLENE

(helpless)

Did he hurt you?

REUBEN

Not for long. Fifteen, I was gone. But I went back. To see her.

Arlene can't ask. But it's like watching a train wreck. She can't walk away.

REUBEN

There he was. Drunk. Just the same. Except I wasn't the same. I was 16 and I wasn't afraid. When I told him to fuck himself, his eyes turned into these hard little bullets. He knew he'd never exist for me again.

(beat)

I don't remember how he got me into the garage. But I heard the door lock behind me. He kept a gas can. His truck had a bad fuel line.

Reuben keeps his voice even.

(CONTINUED)

CONTINUED:

REUBEN

He wasn't so drunk that he hadn't
remembered to keep the can full.

(a long beat)

And I woke up in a burn ward where
I spent the next year of my life.

Arlene's eyes well with compassion.

ARLENE

Reuben --

REUBEN

(savagely)

Who gives a shit? It's done.
Don't tell me how sorry you are.
Tell me what you're going to do
for Trevor.

ARLENE

Ricky would never hurt Trevor...

REUBEN

He doesn't have to. All he has to
do is not love him.

Reuben turns and goes. Leaving her devastated.

SLOW DISSOLVE TO:

INT. MIKE'S APARTMENT - DAY

Chris and Mike sit in front of Mike's video playback
setup, watching the footage they took of Sidney in
prison.

CHRIS

Come on, it's interesting...

MIKE

(tentative)

Yeah...

CHRIS

It goes somewhere.

MIKE

Maybe.

(beat)

You want to go back to Melanie,
see if they'll pay for more?

(CONTINUED)

CONTINUED:

Or... CHRIS

Ahh, shit. MIKE

CHRIS
... We could just blast off to
Tucson and find that old lady.

MIKE
And end up with what?! Me being
out gas money.

CHRIS
We would own the story.

MIKE
Ooh, fifty percent of nothing.

CHRIS
Uh-huh. Then why do you have a
weird feeling you want to do it?

Mike can't answer. Because he does.

INT. CHRIS'S VOLVO - MOVING - DAY

The car streaks across the open desert, Chris at the
wheel, Mike looking disgruntled beside him.

DISSOLVE TO:

INT. ARLENE'S KITCHEN - DAY

Her sink is filled with dirty dishes.

INT. ARLENE'S DINING AREA - DAY

A ratty electric guitar (missing one string) and an amp
now dominate the room. Many beer cans are all over the
dining room table.

INT. ARLENE'S LIVING ROOM - DAY

The room is similarly disarrayed, clothes and beer cans
all over the place.

(CONTINUED)

CONTINUED:

Ricky lies sprawled on the same couch that last contained three happy people. Arlene comes in from work, in her waitress uniform.

ARLENE
You moved any muscle at all since
I left you?

RICKY
I don't need a lecture today.

ARLENE
Thought you was gonna look for
work.

RICKY
On Saturday?

INT. TREVOR'S ROOM - DAY

Trevor hears:

ARLENE (O.S.)
On any day! I know you can do it,
'cause you did something for those
six months, you got a new G.T.O.!

RICKY (O.S.)
Don't start this --

Trevor turns UP the MUSIC to drown them out.

INT. ARLENE'S LIVING ROOM - NIGHT

Ricky hears the MUSIC, looks angrily in the direction of the hall.

RICKY
(screaming)
You turn that down or I'm gonna
come pound your ass!

The MUSIC grows FAINTER.

ARLENE
You think you could figure out
some other way to talk to him?

RICKY
(muttering)
... would if you'd taught him some
manners...

(CONTINUED)

CONTINUED:

Too disgusted to reply, she starts for the hall. Ricky gets up, catches her sleeve.

RICKY

Hey. Come here. Come here...

He pulls her close. Runs his hand down her back to her ass...

She pulls away.

RICKY

What's the matter with you?!

ARLENE

That's not what I want right now.

RICKY

You know what? I liked you better when you had a few drinks in you -

ARLENE

(weary)

I liked you better when I had a few drinks.

He crosses, puts his hands on her again. She breaks away, continues to the hall.

RICKY

Is this about that monster man?
Did you let that freak into your bed -- ?

ARLENE

Don't tell me you're jealous.

Ricky thinks about it. He snickers, amused.

RICKY

Must've been one hell of a sideshow.

ARLENE

(flat)

I'm late for work.

She leaves the room.

RICKY

Man, you must have been hard up!

She hears his laughter behind her.

INT. ARLENE'S BEDROOM - NIGHT

She's changing from one waitress outfit to another as Trevor passes her open door.

ARLENE

Trevor.

He stops.

ARLENE

I thought you were outside.

Trevor shrugs.

ARLENE

I'm sorry if you heard that.

A beat. Trevor looks at her, a hard maturity in his eyes.

TREVOR

You had to hear it, too.

She sighs, sits on the bed.

ARLENE

Trev. I know I made a mistake...

TREVOR

I'm going to bed.

He's not surly. Just cool. Shut off again. He starts to go.

ARLENE

He would never take me back, Trev.

A beat. Trevor stops in the doorway. Looks back at her.

TREVOR

Guess what? I got an A in Social Studies.

She bites her lip as he goes.

EXT. TUCSON STREET - DAY

Chris stands next to a patrol car, talking to a COP.

COP

There's five or six of them, live in their cars. Park down by the station, or in the lumber yard...

INT. CHRIS'S CAR - MOVING - DAY

Chris scans the street, looking at...

EXT. LUMBER YARD - DAY

Grace's car is nowhere in sight...

EXT. CHRIS'S CAR - DAY

Chris passes...

TREVOR

riding his bike. For a second Trevor looms up in Chris's windshield... then swerves and is gone. A near miss.

INT. REUBEN'S CLASSROOM - DAY

The kids file out. Trevor lingers behind, pretending to examine the bulletin board.

Reuben, sitting behind his desk, sighs. It pains him to be with Trevor now, a window into what he might have had.

But the kid's not leaving.

REUBEN

Okay, Trevor. What is it?

TREVOR

Are you still going to Pay it Forward?

Reuben looks at Trevor, sighs.

TREVOR

You could say you don't have to. Because it didn't work out. But I thought you still might.

Reuben sighs.

REUBEN

I have thought about it.

Trevor waits.

REUBEN

I would if I could. I... don't see much around me that seems... worthy of the effort.

(CONTINUED)

CONTINUED:

TREVOR

I know somebody who needs something.

REUBEN

Who?

TREVOR

It's my mom.

REUBEN

Trevor -- I don't think you know what you're asking. That's too much.

TREVOR

But that's why this is the one. Because it's supposed to be something big. If you just help somebody when it's easy, that's not Pay it Forward. But if you helped my mom... even if you're mad at her... if you still helped her... in some way nobody else could...

Reuben knows what's coming, and he turns away to keep Trevor from seeing his face.

TREVOR

Give her another chance.

Reuben tries to speak, but Trevor rushes on:

TREVOR

-- She says you'll never forgive her. But I think you could. If you wanted to do something really huge. For someone.
(flailing)
For my project...?
(desperately)
... for me...?

Trevor is trying not to cry.

This is just tearing Reuben up.

REUBEN

Trevor. She made the choice.

TREVOR

She said she made a mistake!

(CONTINUED)

CONTINUED:

This registers on Reuben's face. Big time. But he steels himself.

REUBEN
Well. Hindsight's 20-20.

TREVOR
(realizing)
You don't care.

REUBEN
Of course I care.

Trevor looks up hopefully.

REUBEN
I'm your teacher.

Trevor realizes -- Reuben is telling him something.

TREVOR
Yeah. You're just my teacher.

Trevor goes, leaving Reuben alone in an empty class.

INT. LASER LOUNGE - NIGHT

Arlene serves a couple of drinks, then crosses back across the bar. Then stops.

Sitting at a table, raising a glass to her, is Bonnie.

ARLENE
Welcome back!
(immediately
concerned)
-- Should you be in here?

BONNIE
(tapping her glass)
Mineral water. Can you sit?

ARLENE
For one second.

She does.

BONNIE
Ever think about giving your
sponsor a call?

ARLENE
Who's sponsoring who here?

(CONTINUED)

CONTINUED:

BONNIE

I'm out and about -- you're the one who's still in the bin.

(beat)

Girl, are you trying to be the stupidest woman on the planet, or were you just born that way? -- You know where Ricky's been when he's 'looking for work'?

Arlene gulps. Bonnie produces a picture.

BONNIE

Her name's Cheryl. Her brother was in rehab with me.

Despite everything she knows about Ricky, Arlene is incredulous.

ARLENE

Was he with her... the whole...?

BONNIE

He never left town. He just got a new woman, made some new friends, and hit some new bars.

Arlene's jaw sets.

EXT. DOUBLE-WIDE TRAILER - NIGHT

Bonnie's car pulls up. Arlene gets out.

Ricky's GTO is in the driveway. LAUGHTER comes from inside. Male and female.

EXT. CHERYL'S TRAILER - NIGHT

CHERYL (Ricky's girl friend), a slim blonde wearing her bathrobe, opens her front door to find --

ARLENE

standing on the porch, waving Ricky's double-barreled shotgun.

Cheryl freezes.

RICKY (O.S.)

Who is it, hon?

(CONTINUED)

CONTINUED:

ARLENE
Never mind. I'll tell him who it
is.

She pushes past Cheryl, into the trailer.

INT. TRAILER - BEDROOM - NIGHT

Ricky is naked in the bed, a sheet pulled up to his
waist.

RICKY
Arlene, what in the hell --

ARLENE
You folks turn in early. Well, I
won't stay and chat. Where're the
keys to the G.T.O.?

RICKY
I don't like nobody driving my
car, you know that.

ARLENE
It's not your car. You're giving
it to me.

RICKY
Where the hell do you get off?

Cheryl, in the doorway, adds her two cents:

CHERYL
I'm calling the police.

ARLENE
Go ahead. They're pretty slow,
and this won't take long.
(turning back
to Ricky)
Here's where I get off, Ricky.
You sweet-talked me into co-
signing for that truck, then you
totalled it, left me to work two
jobs to pay it, and got something
else real nice --

RICKY
Put it down, baby, and we can
talk --

(CONTINUED)

CONTINUED:

ARLENE

I think we'll have a better talk
this way. Get a piece of paper.

He stares at her uncomprehendingly.

ARLENE

Get a piece of paper and write me
a god damn bill of sale!!

Ricky scrambles for a little message pad in the drawer of
the bedside table. Cheryl throws him a pen.

RICKY

So I'm selling you my G.T.O...?

ARLENE

Looks that way, doesn't it?

RICKY

For how much?

ARLENE

One dollar and other valuable
considerations. And don't try
putting the wrong license number.
I'm not too dumb to check.

RICKY

(scribbling)

What are the other considerations
I get?

ARLENE

I think it would be considerate of
me not to shoot you.

INT. CHERYL'S LIVING ROOM - NIGHT

Arlene walks through the room, tossing the keys and
catching them. She turns at the front door, throws the
shotgun on the floor.

Ricky and Cheryl stare at her from the bedroom doorway.

ARLENE

Oh. I forgot.

She pulls out a dollar, throws it on the floor next to
the shotgun, and goes.

INT. GTO - NIGHT

Arlene STARTS the ENGINE. It ROARS obligingly -- souped up. Humming to herself, she adjusts the seat to fit her shorter legs, when she notices --

SHOTGUN

pointing through the glass. At her head.

RICKY

Get out right now, Arlene, I mean it. Gimme that bill of sale and you won't get hurt.

The window zips halfway down.

ARLENE

Oh. Forgot to tell you. I don't keep it loaded.

(grins)

I got a kid in the house.

The GTO PEELS OUT.

Leaving an impotently furious Ricky.

Cheryl stands in the doorway, pissed.

CHERYL

God damn it, I'm not driving you everywhere from now on -- !

RICKY

Shut up!

We will leave them to their hell.

EXT. RAILROAD YARD - NIGHT

We see Grace's distinctive battered car parked in a yard of disused boxcars. A place no one goes at night.

There is a bonfire. And two people sitting in front of it.

Grace and Chris. Mike, discreetly in the b.g., is taping.

GRACE

You got it?

CHRIS

Yeah.

(CONTINUED)

CONTINUED:

He pulls out a large bottle of tequila.

She takes it, happy. Then looks at him. The expectant look on his face. Knows she's got him.

GRACE

I ain't saying a thing until you
get me one more.

CHRIS

Thought you might feel that way.

He pulls out a second one. She reaches for it. He pulls it back.

CHRIS

Uh-uh.

She cracks a smile at him. Tit for tat. She sits on a crate, takes a long pull of the tequila.

GRACE (V.O.)

I got my places...

EXT. FAIRGROUND - NIGHT

We see Grace's car, parked. The rides are mostly dismantled -- the fair is about to move on.

GRACE (V.O.)

... places nobody cares where you
park overnight.

There are a couple of other cars, too. And Grace, hanging out in the parking lot, drinking with a couple of other "car campers."

GRACE (V.O.)

Anybody knows me, knows where to
find me...

A cab pulls up. The car campers look -- that's something odd; who'd come out here at night?

A woman gets out of the cab.

It's Arlene.

CLOSE - GRACE'S FACE

Even for a tough old bird, she's overcome. Socked in the gut. She puts down the bottle.

(CONTINUED)

CONTINUED:

Takes a couple of steps back and stares.

Arlene comes closer. Doesn't look particularly happy to be there.

Arly... GRACE

Hi, Mom. ARLENE

INT. GRACE'S CAR - NIGHT

Grace and Arlene sit in the front seat, where they can be alone.

GRACE
Round trip's gonna cost you 18
bucks.

ARLENE
I wanted to see you.

Again, Grace is overcome. Must look away.

ARLENE
Don't. Don't, Ma.

GRACE
So I'm not supposed to feel
nothing? After three years...?!

It's hitting Arlene hard, too. She keeps her voice steady.

ARLENE
I couldn't. You know I can't
watch you do this --

GRACE
I drive by your house.

ARLENE
(beat)
I know.

GRACE
He's big.

ARLENE
Yeah.

(CONTINUED)

CONTINUED:

GRACE
(suddenly angry)
What're you doing here?

ARLENE
Ma --

GRACE
Are you going to try to... put me
somewhere...?

ARLENE
No.

A beat. Grace calms down.

GRACE
So what do you want?

Arlene takes a deep breath.

ARLENE
I... I want to try and forgive
you, Ma.

That does it. Grace is destroyed. She can't even look
at Arlene. Her shoulders shake.

ARLENE
I know... we're all weak...

GRACE
Not you.

ARLENE
I've been weak, too.

GRACE
But you ain't gonna end up out
here. Are you?

ARLENE
No. I'm not.

They look at each other for a moment. Grace's eyes
narrow critically.

GRACE
I don't like your hair.

ARLENE
I'm not putting it back.

(CONTINUED)

CONTINUED:

They both smile for a second. This argument is an old refrain. A beat.

ARLENE
I'm gonna try... to see you
sometimes... okay?

Grace nods, overcome.

ARLENE
You can't live with me.

GRACE
Who'd want to?

Arlene smiles again. A long beat. Grace grows serious.

GRACE
Can I see him?

ARLENE
Not drunk. You gotta be sober.
Even if that's for two hours...

GRACE
I can do that.

Looking in her eyes, Arlene believes her.

ARLENE
Okay. Okay. I'll find you.

GRACE
Yeah.

A beat.

ARLENE
Okay.

They look at each other again. Arlene can't quite bring herself to embrace this woman, who has come close to dragging her into the gutter more times than she can stand.

They look at each other again. Arlene gets out of the car and goes.

GRACE
Why'd you do this, Arly?

Arlene stops. Looks back at her mother.

EXT. RAILROAD YARD - DAY

Chris looks at Grace, who is now half-through the tequila bottle. Waiting to hear the end of her story.

GRACE

So she told me why... and she told
me I had to do something big...
for three other people...

Chris leans forward, intent.

EXT. REUBEN'S HOUSE - DAY

Reuben leaves the house for work. He stops, startled, to see...

ARLENE

standing, in her waitress uniform, in front of the GTO
parked at the curb.

A moment while they look at each other. Her look begging
him.

ARLENE

Trevor's birthday party is Sunday.

He can only meet her eyes for a second. It's too
painful.

ARLENE

Reuben.

He stops, but she senses that he's only hovering there
for a moment, like a bird who could be startled away by
the slightest wrong noise.

She opens her mouth to speak, then almost laughs,
bitterly.

ARLENE

-- God, you know what? I was
gonna stand here and talk about
me. I was actually gonna say,
what about me, how can I forget
about you, how will anybody ever
be as good for me as you...

(beat)

But, Reuben. What's the rest of
your life gonna be? How can you
bear it? Is what happened with us
all there's ever gonna be for you?

(MORE)

(CONTINUED)

CONTINUED:

ARLENE (CONT'D)

That you opened your heart for one second? Was that really it?

'Cause that's not enough... for anybody... and I know... what I could give you...

(simply, finally)

Don't you want to know... what it's like?

He can't hear any more. He looks away, turns, and starts for his car.

Arlene wants to go after him. But the look on his face was too wounded.

She's afraid.

She turns away, not wanting him to see the beginnings of her tears as he backs down the driveway.

INT. ARLENE'S LIVING ROOM - DAY

Trevor is blowing out birthday candles. It's a small birthday party for him; his friend Adam is there, Bonnie, a few adults... and, incredibly, cleaned up and (temporarily) sober, Grace.

TIME CUT TO:

TREVOR AND ARLENE

eating birthday cake. The party's thinned out. Both seem a little wistful.

ARLENE

What did you wish for? Oh, I guess you can't tell me.

A beat.

TREVOR

I wish one person had done it.

Trevor looks at the glass in her hand. There's a small bit of brown liquid in the bottom.

ARLENE

It's tea. Want to smell?

Trevor looks at her for a long moment. Smiles. Shakes his head. He'll trust her.

(CONTINUED)

CONTINUED:

The DOORBELL RINGS. Arlene and Trevor look at each other. Could it be -- ?

Trevor leaps up.

INT. ARLENE'S FRONT DOOR

Trevor opens it to see...

CHRIS

standing there.

Trevor is disappointed it's not Reuben. Immediately loses interest.

TREVOR

Mom -- !

Arlene steps forward. Trevor rushes back to his party.

CHRIS

Mrs. McKinney? I'm a reporter.

Arlene comes forward, mystified.

CHRIS

I'm tracking a story, about Pay it Forward...

ARLENE

Oh. Oh, listen, is this part of that stuff about the schools you're doing --

CHRIS

(perish the thought!)
No, I'm not from here --

ARLENE

(not really hearing)
Well, we don't want Pay it Forward written about.

CHRIS

Why not?

(CONTINUED)

CONTINUED:

ARLENE
Because it didn't work. And it
upsets Trevor to think about it.
It's better for him to just go on
to eighth grade and get on with
stuff --

CHRIS
Eighth grade?

He suddenly sees --

GRACE

among the party guests. And she sees him.

ARLENE
(dropping her
voice)
... and it's his birthday party,
and this is a bad time. Okay -- ?
Thanks.

She shuts the door in Chris's astonished face.

The DOORBELL immediately RINGS again. Annoyed, she opens
it.

CHRIS
Mrs. McKinney --

ARLENE
You're very rude --

CHRIS
I've been tracking Pay it Forward
from Los Angeles.

Arlene stops.

ARLENE
L.A. -- ?

CHRIS
The movement has reached L.A. --

ARLENE
Movement -- ?

Her hand goes to her heart.

(CONTINUED)

CONTINUED:

CHRIS

You say your son has something to
do with this?

Arlene looks into the living room. Chris follows her
gaze to --

TREVOR

who is playing with one of his birthday party favors -- a
can of Silly Spray -- which, standing in profile, he is
pretending to vomit out his mouth.

Arlene turns back to Chris, stunned.

INT. REUBEN'S APARTMENT - DAY

Reuben is on the phone. Out of the receiver, we can
barely make out Chris's excited voice.

REUBEN

... is this a prank?

(beat)

L.A. and where else?

(beat)

Yes, I gave the assignment.

CUT TO:

REUBEN'S BURNED HAND - FEW MOMENTS LATER

putting down the phone. We PAN UP TO his face.

Impossible thoughts are swirling through his brain. What
if... what if something he did has created a gigantic
ripple?

A cynical man, profoundly shaken.

INT. CLASSROOM - ON ARLENE'S FACE - DAY

Arlene has had a new hairdo for the interview, and is too
dressed up. She vacillates between terror and pleasure.

ARLENE

I... tried to raise Trevor to care
about other people --

(fearfully)

-- this isn't live?

(CONTINUED)

CONTINUED:

CHRIS (O.S.)

No, no, it's tape. We can do it
as many times as you want.

ARLENE

'Cause I don't think I can talk in
front of live people.

CHRIS (O.S.)

You're not, don't worry --

She is suddenly even more distracted, seeing that --

REUBEN

has come in the back door of the studio. Totally
flustered:

ARLENE

Can we start again?

CHRIS

Take a break, I'll do an intro.

He motions to Mike to turn the camera on him.

CHRIS

A public school in Tucson,
Arizona. Two dollars a pill can
get you prescription drugs here,
five dollars, a joint. But in the
middle of this, incredible as it
seems, teachers still give
assignments, and, once in a while,
kids actually do them...

We can see that he loves being on camera.

INT. CLASSROOM - CLOSE ON REUBEN'S FACE

He looks uncomfortable, somewhat dazed by all this, but
he's persevering.

REUBEN

-- Did I... inspire Trevor? I...
I would have said a week ago that
I never inspired a student to
anything in my life.

CHRIS (O.S.)

And what do you say now?

(CONTINUED)

CONTINUED:

Reuben sees Arlene and Trevor, now in the back of the studio, putting on their coats.

REUBEN
(realizing for the
first time)
Maybe I... opened a door.
(beat)
-- But it's Trevor's upbringing...
it's the values he's taken from
his...
(can't quite say
"mother")
... environment...

Arlene hears this, stops for a moment. But Reuben won't meet her eyes.

INT. CLASSROOM - CLOSE ON TREVOR'S FACE

He's not as excited as we might have expected. More reflective.

TREVOR
... Yeah. I'm sort of happy.

CHRIS
Why only 'sort of'?

TREVOR
'Cause I've only got two to work.
Jerry fixed my mom's car, and my
mom's talking to Grandma.
(shrugs, smiles shyly)
I've got to do one more.

INT. SCHOOL CORRIDOR - DUSK

Chris is walking down the hall behind Mike, on a cell phone.

CHRIS
... yeah, well, there's one little
problem with that. I've got it
all and I own it all, and they're
not talking to anybody but me, so
if you want to run this you're not
giving this to Morley Safer, I'm
the on-camera interviewer... well,
C.N.N. will, and they're on the
other line.

(MORE)

(CONTINUED)

CONTINUED:

CHRIS (CONT'D)

Yeah, it does sound like bullshit,
doesn't it, which is why it's so
fun that it's true!

(clicks "flash")

Hi. It's not closed, not at all,
they're balking at doing it with
me, you want to step up, it's
yours. I'll hold.

Mike eyes him skeptically.

MIKE

You really on the phone with
anybody?

Chris smiles -- oh yeah.

CHRIS

Kid'll end up meeting the
President and I'll be holding the
mic.

EXT. SCHOOL - DUSK

Because the gates are open, a few of the kids are hanging
in the yard, shooting baskets. Or just curious about the
news truck. One of them, waiting expectantly for his
friend, is Adam.

Reuben exits, starts for his car. Sees Arlene and Trevor
leaving the building on foot. Trevor has his bike.

The sight breaks his heart. He has to look away.

Arlene is coming towards him! He can't just leap in his
car and drive away... can he?

She's there. What is he going to say?

ARLENE

Reuben -- I understand. Okay? I
mean, I know now you really don't
want to come back...

REUBEN

It isn't... the not wanting...

(CONTINUED)

CONTINUED:

ARLENE

I know. You put yourself out there for me... and if you can't do that again... I just wanted to say. If you don't think you can ever...

(takes a breath)

I'll stop asking. I'll leave you alone... I won't beg... even though I would... if I thought it would work...

Something on his face has changed... what...? But he's still not looking at her.

ARLENE

... but I owe you... your peace.

CLOSE - ARLENE'S FACE

She sighs, turns away. And then freezes. Something has happened...

WIDER SHOT

shows us that his hand is brushing hers... intertwining with her fingers...

She doesn't even turn to him. Doesn't want to do anything sudden. Just is overcome. Takes a deep breath.

Then:

They both hear it at the same time. SHOUTING. Boys, angry.

They look. Twenty yards away --

EXT. SIDE OF BUILDING - DUSK

Two of the three rough kids from Trevor's school are chasing the smaller kid, Adam. They catch him, throw him down onto the ground. Start kicking him.

Savagely.

This is worse than anything we've seen him do before, and Trevor watches, stunned.

ARLENE

Trevor, get over here!

(CONTINUED)

CONTINUED:

Trevor keeps staring at the kids.

ARLENE

Trevor -- ! Come on -- !

Suddenly, a terrible intuition hits Reuben.

REUBEN

Trevor!!!

Reuben starts for the fighting kids... But Trevor hops on his bike and starts peddling towards the fight as fast as he can!

Arlene and Reuben are screaming at him!

TREVOR

I have to do one more!

Trevor whizzes past Reuben, leaving him many yards behind.

Trevor slams into Rough Kid #1 and knocks him down. The kid falls into Rough Kid #2, who also goes down.

TREVOR'S BIKE

is tangled up with the two boys. He extricates himself, backs away...

And now we see him -- the Third Rough Kid. Who jumps into Trevor's path.

ROUGH KID #1

Get him, Brett!

REUBEN

is running as fast as he can. He's almost there --

TREVOR

collides with the Third Kid. Five feet from Reuben. Something flashes in the kid's hand.

FLASH CUT TO:

INT. TV STUDIO - DAY

Reuben is being interviewed by Chris.

(CONTINUED)

CONTINUED:

Reuben's face dark. Compassion in Chris's eyes.

CHRIS

Just take a deep breath, okay?

Reuben does.

CHRIS

Take your time with this.

REUBEN

I can do this. Just give me a minute.

CHRIS

I can give you all day, buddy.
Whatever you want.

Another excruciating pause. Reuben's eyes are moist.

REUBEN

I saw it from so close. But from
a funny angle. From behind. I
had no idea what I'd seen.

FLASHBACK - EXT. SCHOOL YARD - DUSK

The Third Kid's right elbow comes back, then flies
forward again...

FLASH CUT TO:

INT. TV STUDIO - DAY

REUBEN

It just looked like he'd punched
Trevor in the stomach.

FLASHBACK - EXT. SCHOOL YARD - DUSK

The Rough Kids are running away. Reuben reaches Trevor,
who is still standing, his hands over his stomach.

TREVOR

I'm okay, Reuben. I'm okay.

Arlene arrives, gasping for breath.

Then they both see it.

Welling up from under Trevor's hands is blood.

FLASH CUT TO:

INT. TV STUDIO - DAY

REUBEN
I don't think he knew yet. He
wanted...
(almost breaking down)
... to comfort me.

CHRIS
(softly)
Did he say anything else?

A long beat.

REUBEN
No. Nothing else.

FLASHBACK - INT. HOSPITAL - WAITING AREA - NIGHT

Reuben sits in emergency, agonized. Arlene appears from the corridor.

Reuben leaps to his feet, crosses to her.

ARLENE
They won't tell me...

There is no holding back now. Reuben immediately takes her in his arms, holds her the tightest he possibly can, murmuring in her ear, stroking her hair.

REUBEN
I love you, Arlene. I love you...
I won't leave, I will never leave,
let me stay with you, let me be
with you, I love you... I love
you...

There is not much that can comfort Arlene at this moment... but if something could... it would be this.

She hugs him back, as hard as she can.

Then, over Reuben's shoulder, she sees a male doctor appear in the doorway.

His face is grim.

She knows.

CLOSE SHOT - TV SCREEN (PRESENT)

Trevor's face looms, alive and innocent, on the screen. Part of Chris's interview.

(CONTINUED)

CONTINUED:

TREVOR (V.O.)
I... don't know why I thought
people might do it...

We see that we are:

INT. ARLENE'S LIVING ROOM - DAY

We see that Grace is sitting on her couch, forlornly
watching:

TREVOR (V.O.)
It seems like maybe it was
something they were ready to do...

INT. BONNIE'S APARTMENT - NIGHT

Bonnie watches with her sister.

TREVOR (V.O.)
You know, I just gave 'em... you
know... a little push.

Bonnie's eyes are red.

INT. RICKY AND CHERYL'S HOUSE - NIGHT

Ricky, also red-eyed, watches as a male newscaster comes
on.

NEWSCASTER (V.O.)
This remarkable young man died at
7:35 this evening. Jane --

FEMALE NEWSCASTER (V.O.)
There are now 21 confirmed
incidents of Pay it Forward and we
are still checking reports of two
in San Francisco.

EXT. ARLENE'S HOUSE - DAY

Reporters and camera crews surround the premises.
Neighbors gawk.

Chris fights his way up the front walk. He has no camera
equipment, no one with him.

Bonnie is manning the front door. She lets him in.

INT. ARLENE'S LIVING ROOM - DAY

BONNIE

She can't talk to anybody.
Especially not one of you.

CHRIS

I'm not here as a reporter,
Bonnie.

Bonnie looks at him penetratingly.

INT. ARLENE'S BEDROOM - DAY

The drapes are drawn. She is lying down in Reuben's arms, both their faces a mask of sorrow.

Chris timidly enters. Arlene looks up at him, the most pain in anyone's eyes he's ever seen. She's holding a little red book.

ARLENE

Trevor's diary.
(welling up)
I didn't know he had a diary.
God, he hated my cooking.

For a freakish moment she almost laughs. Then comes back to her sorrow.

ARLENE

Can you make those people go away?

CHRIS

Everybody cares about this story,
Arlene --

ARLENE

It's not a story!

Chris is stung. Silent for a moment.

CHRIS

I don't mean that. I mean, if
there's anything you want me to
tell them, anything you want the
world to know... about your son...
it will probably go out there,
very far...

Arlene thinks. Looks at Reuben helplessly.

REUBEN

You can say there's a memorial
next Sunday in front of City Hall.

(CONTINUED)

CONTINUED:

She can't speak any more. Reuben tightens his grip on her.

REUBEN

If people out there care about Trevor, they could bring a candle.

CHRIS

Yeah. I'll tell them.

He goes.

EXT. CITY STREET - DUSK

Terrible traffic -- the worst of rush hour. Cars bumper to bumper.

INT. REUBEN'S CAR - DUSK

Reuben drives, Arlene wears black and dark glasses.

It's the day of the service.

They are barely inching forwards.

ARLENE

Oh, God, we're gonna be late.

REUBEN

They won't start it without you.

They arrive at the end of the block, only to find --

EXT. ROADBLOCK - DUSK

A COP is waving people either to the right or the left.

INT. REUBEN'S CAR - DUSK

Arlene is nearly in tears.

ARLENE

We can't get through -- !

REUBEN

It's all right.

He doesn't turn right or left, but instead goes straight up the roadblock, zipping down his window, addressing the Cop.

(CONTINUED)

CONTINUED:

REUBEN

Officer, we have to get to the memorial -- !

COP

Sorry, nobody's getting near there.

Arlene bursts into tears. The Cop suddenly looks at her. His face changes.

COP

You're Arlene McKinney.

She nods.

COP

Look, just leave your car over here and come with me...

EXT. ELEVATED MAKESHIFT STAGE - DUSK

Arlene and Reuben, escorted by the Cop, make their way through a large crowd of people to the base of the platform, behind the stage in a cordoned-off area where the people can't press in. Some familiar faces: Bonnie is there. Adam is there with his parents, each with a hand on his shoulder. Mike.

Chris is waiting. Arlene embraces him, grateful for a familiar face.

ARLENE

W-Where did all these people come from, Chris?

CHRIS

You haven't been watching TV?

ARLENE

No.

CHRIS

My interviews with you went out to a hundred and twenty-four countries. It just snowballed --

Words fail Chris; he takes her arm.

CHRIS

Come here. Come.

(CONTINUED)

CONTINUED:

With Chris she rises the stairs to the makeshift platform...

The CAMERA RISES WITH them...

And now we see.

Assembled, stretching into the distance is -- how many? Christ, it must be twenty thousand people.

ARLENE

is awed. Gasps.

PEOPLE

see her, start to applaud.

ARLENE

realizes -- she sees, set up on the platform --

MICROPHONE

She's expected to say something!

ARLENE

begins to quake in her boots. This is the terror of her life.

ARLENE

I don't think I can do it...!

Reuben is at her elbow, being strong for her.

REUBEN

You don't have to. It's all right, you don't have to say a word...

Arlene turns to Chris.

ARLENE

You talk to them. Read them this...

She hands him Trevor's diary.

(CONTINUED)

CONTINUED:

Chris looks at her. Looks at the 20,000 people, the TV cameras, the lights. His big moment.

And then, he looks at her trusting face.

CHRIS

I can't.

ARLENE

But --

CHRIS

Trevor would want you.

He turns away, almost disgusted with himself for being so soft, unable to look in her eyes for another second.

Arlene swallows, brushes the tears from her eyes.

Slowly, she approaches the microphone. The applause becomes deafening.

She might pass out. But she doesn't. A long pause. Finally, faintly:

ARLENE

I'm not too good with words.

The crowd quiets down.

ARLENE

I don't know why you want me up here. I just came to say good-bye to my little boy.

(beat)

I thought I'd let Trevor talk for me... this is what he wrote...

She opens his diary, starts to read from it.

ARLENE

'I asked Mr. St. Clair today, is the world shit. And he said no, but I can see in his eyes, he thinks it is. It's not just him, it's in everybody's eyes. I know I should think it is too. But I don't. Part of my mom wants to be a drunk, but she won't go there, I think because of me...'

Arlene's voice breaks here, but she keeps going.

(CONTINUED)

CONTINUED:

ARLENE

A lady down the street turned on her sprinklers today. Just so some kids could get cool. Left it on for hours and hours. Cost her a lot of money. She didn't even know those kids. She just liked seeing them yelling and laughing and running through the water. So that's two people. Who don't think the world is bad. Maybe... there's more.'

Arlene can't talk anymore. Because that more is standing before her, all 20,000 of them. She steps back, wiping the tears from her eyes

ARLENE

Reuben...?

She nods. Go. You talk to them now.

Reuben obeys.

It's dark now, and he's staring down into a sea of lights and television cameras.

REUBEN

Arlene and I -- never expected anything like this. I guess this is going out live. To how many people? Millions? Am I talking to millions of people right now?

(beat)

What made you all care so much? I think I know now. I think you do, too. This is our world. It's the only one we've got. And it's gotten so damn hard to live in. And... and one little boy stood up and did something to try and change it... and now he's dead, in a senseless act of violence.

(beat)

People are asking me, what I asked in the beginning... Why would anyone Pay it Forward? We have no honor. We're selfish. We don't care.

(MORE)

(CONTINUED)

CONTINUED:

REUBEN (CONT'D)

(beat)

Well, then, what are we all doing here? If we don't care? Don't ask me if people will really Pay it Forward. Tell me. Will you? Will each of you really do it? For Trevor. In his honor. Will you? Will you do it?

Exhausted, wrung out, he steps back from the mic.

Silence. Absolute, dead quiet.

Arlene and Reuben look down into...

CROWD

in which we see a flicker.

WOMAN

holds up a candle.

WOMAN

I will.

CROWD

More flickers...

BUSINESSMAN

holds a candle.

BUSINESSMAN

I will.

COP ON HORSEBACK

The reins in one hand, a candle in the other.

COP

I will.

It spreads like a ripple through the crowd... the simple words...

(CONTINUED)

CONTINUED:

PEOPLE IN CROWD

I will... I will... I will...

The crowd is now ablaze with candles.

We PULL UP, way UP ABOVE the people... and as Reuben, Arlene and Chris become specks in the glowing crowd, we can see...

MORE STREETS

A square mile of streets, all flickering with candlelight... each candle a person... a person who will Pay it Forward...

As far as the eye can see.

THE END