

RHODA

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"Your Old Friend Phyllis"

PROD. #7152

RHODA

"Your Old Friend Phyllis"
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Written by

David Lloyd

SCENE - PAGE

A	-	1
B	-	8
C	-	12
D	-	24
E	-	31
G	-	37
H	-	48

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FIRST DRAFT

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RHODA

"Your Old Friend Phyllis"

#7152

CAST

RHODA MORGENSTERN.....VALERIE HARPER
BRENDA MORGENSTERN.....JULIE KAVNER
PHYLLIS LINDSTROM.....CLORIS LEACHMAN
JOHNNY VENTURE.....MICHAEL DeLANO
CAPTAIN.....
CARLTON THE DOORMAN (V.O.).....L. MUSIC.

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SETS

INT. RHODA'S APARTMENT
INT. BRENDA'S APARTMENT
INT. "THE TOP O' THE WORLD" RESTAURANT

RHODA

"Your Old Friend Phyllis"

ACT ONE

FADE IN: **jacksonupperco.com**

INT. RHODA'S APARTMENT - AFTERNOON

APARTMENT IS DESERTED. SUN IS BLAZING IN WINDOWS, BUT THERE ARE LIGHTS ON. AFTER A BEAT, FRONT DOOR OPENS AND RHODA ENTERS, LOOKING BLEARY-EYED BUT BLISSFUL. SHE CROSSES AND TURNS OUT THE LIGHTS: THEN SHE CHECKS HER WATCH, SMILES, STRETCHES AND YAWNS. SHE HAS JUST TAKEN OFF HER COAT AND TOSSED IT ON A CHAIR WHEN BRENDA ENTERS, CARRYING A BAG OF GARBAGE AND LOOKING FURTIVELY OVER HER SHOULDER.

BRENDA

Hey, Rho, do you know what
time it is? It's Saturday
afternoon already. Where have
you been?

RHODA

On a date with this English guy
I met at the store.

BRENDA

Since Friday night? Twenty-four hours? That's longer than all of my dates put together.

RHODA

And I haven't been to bed yet.

BRENDA

Now that sounds like my dates.

What did you do all night?

RHODA

We went to a great party, then we drove to the beach and watched the sun come up....and now I've got to get some sleep.

SHE TRIES TO CROSS PAST BRENDA, SHE STOPS HER.

BRENDA

Not so fast, Rhoda. Did you have a really good time last night? I mean -- the kind that leaves you with memories that sustain you when the going gets rough?

RHODA

I guess so -- why?

BRENDA

Because the going is about to get rough.

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RHODA

Brenda, what are you talking about? Why are you standing here with an air of mystery and a bag of garbage?

BRENDA

This isn't even real garbage.

RHODA

Somebody has come out with a garbage substitute?

BRENDA

There's perfectly good food in this bag. I had to pretend I was taking out the garbage to get out of my apartment.

RHODA

Ah-ha...there's somebody in your apartment you want to avoid.

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BRENDA

No, there's somebody in my apartment you want to avoid.

RHODA

(IMPATIENTLY) Brenda, cut the games -- I'm exhausted. I can't think of anyone I want to avoid.

DOOR FLIES OPEN AND A BEAMING PHYLLIS ENTERS.

PHYLLIS

Hi-hi!
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RHODA

More than Phyllis. Phyllis,
what are you doing here?

PHYLLIS

I'm on vacation. And since New
York City is the cultural heart-
beat of the --

RHODA

-- No, no, I meant what are you
doing here, in my apartment?

PHYLLIS

(DISSOLVED IN MERRIMENT) Now
that's the funniest part!
You're going to die when I
tell you.

RHODA

(TO BRENDA) Am I gonna die
when she tells me?

BRENDA

You could get pretty sick.

PHYLLIS

Here I am, just starting my
vacation and what do I
discover at the airport? That

(MORE)

PHYLLIS (CONT'D)

I've lost my wallet with all my
credit cards and checks!

(GALES OF LAUGHTER)

RHODA

So? Can't you replace them?
Isn't there some number you
can call?

PHYLLIS

Of course. I'm sure a couple
of phone calls will do it. But
it seemed an ideal chance to
visit my oldest, dearest and
closest friend.

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RHODA

But alas, the zoo was closed.

PHYLLIS

My silly, vulgar, Rhoda...
Unfortunately, you're the only
one I know in New York.

BRENDA

How come you didn't call about
the traveler's checks from my
place?

PHYLLIS

We were having such good "girl
talk" it just slipped my mind.

RHODA SHOOTS BRENDA AN INCREDULOUS GLANCE.

BRENDA

It was more like "girl listen."

THE INTERCOM BUZZES. RHODA PRESSES BUTTON.

RHODA

Yes, Carlton?

CARLTON'S VOICE

Hello, this is Carlton your
doorman. Did one of you take
a taxi from Bolivia?

RHODA

Why? Is one missing?

CARLTON'S VOICE

No, there's a cab down here with
a meter that says thirty-four
dollars and still ticking.

AS PHYLLIS REGISTERS SUDDEN GUILT, RHODA CLICKS
OFF INTERCOM.

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PHYLLIS

Oh, my -- I forgot. I told
him to wait while I borrowed
the money to pay him. He must
have kept the meter running.
That's another good joke on me!

RHODA

Yeah, the laughs are coming
thick and fast. Phyllis, I'll
go pay for the cab if you'll

(MORE)

RHODA (CONT'D)

make your phone calls right
this second.

BRENDA

I've...got to get this garbage
out before it spoils.

PHYLLIS CROSSES TO THE PHONE.

PHYLLIS

I must say, you're being
wonderful about this, Rhoda.

SHE PICKS UP THE PHONE AND STARTS TO DIAL.

RHODA

Listen, I understand. An
emergency is an emergency. You've
got to use the phone. So use
it, Phyllis, and you'll be out
of here in no time.

RHODA AND BRENDA CROSS QUICKLY TO THE FRONT
DOOR. AS THEY OPEN IT AND START OUT, THEY
HEAR PHYLLIS ON PHONE.

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PHYLLIS

(ON PHONE) Hello...Saks?

THEY TURN AND STARE AT HER. SHE SEES THEM
WATCHING.

PHYLLIS (CONT'D)

(OFF THEIR LOOK) This is an
emergency, too: their sale ends
Monday...!

SHAKING THEIR HEADS, THEY CONTINUE OUT AND WE:

DISSOLVE TO:

INT. BRENDA'S APARTMENT - MINUTES LATER
RHODA AND BRENDA ENTER.

RHODA

Boy! I've seen surly cab-
drivers before, but...

BRENDA

What has a guy got to complain
about, who's just collected a
fare of thirty-four dollars
and eighty cents?

RHODA

Thirty-five dollars with tip.

RHODA CONTINUES STRAIGHT ACROSS AND LIES DOWN
ON COUCH

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BRENDA

Rho -- what are you doing?

RHODA

I've got to sleep.

BRENDA

You can't sleep now. Phyllis
is still up in your place.

RHODA

Wake me when she's not.

BRENDA

Rhoda!
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RHODA

Just let me nap for fifteen
minutes. That'll give me the
energy to go to bed.

BRENDA

(SHAKES HER AGAIN) You've got
to be sociable.

RHODA

(SITS UP) Why? Why are you so
anxious to get me to go upstairs?

BRENDA

Because if you don't, she may
come down here again.

RHODA

Lock your door! (LIES DOWN
AGAIN)

INTERCOM BUZZES. BRENDA ANSWERS IT.

BRENDA

Yes, Carlton.

CARLTON'S VOICE

Hello, this is Carlton your
doorman. There's a strange lady
in your sister's apartment.
Should I call the police?

RHODA

(YELLING) Yes!

BRENDA

It's okay, Carlton. We know
about her.

CARLTON'S VOICE

Do you know she just called me
a dirty name? She said I was
a "concierge."

BRENDA

(LAUGHING) Carlton -- that's
what they'd call you in France.

CARLTON'S VOICE

She called me, a foreigner - why,
I'm as American as apple wine.
You tell that Chippie if she
wants her luggage brought up
for the night she can do it
herself.

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BRENDA RELEASES INTERCOM BUZZER. RHODA SITS
UP LIKE A SHOT.

RHODA

She asked for her luggage?

Oh, no Brenda, we gotta get her
out of here.

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BRENDA

How?

RHODA IS ALREADY ON HER FEET AND HEADING
FOR THE DOOR.

RHODA

Okay, okay, then here's my plan:
you distract her, I'll hit her
with a poker, and then you stuff
her body in a trunk.

RHODA EXITS. BRENDA STARTS OUT AFTER HER, THEN
HAS AN AFTERTHOUGHT IN THE DOORWAY.

BRENDA

Wait a minute. How come you
always get the good part...?

CUT TO:

INT. RHODA'S APARTMENT - THIRTY SECONDS LATER

PHYLLIS IS BUSY REARRANGING RHODA'S PICTURES
AS RHODA AND BRENDA BURST IN.

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RHODA
Phyllis, what's going on?

PHYLLIS

I've run into a slight delay,
so it turns out I may have to --

RHODA

You're not staying here!

PHYLLIS

-- Stay here --

RHODA

Over my dead body!

PHYLLIS

-- Over the weekend.

BRENDA

(MOVING TOWARD DOOR) Well,
nice taking to you both --

RHODA

Freeze! (TO PHYLLIS) What
do you mean slight delay?

PHYLLIS

Well, you know that nice man
on television who says you
should carry traveler's checks
whenever you're away?

RHODA

Yeah...

PHYLLIS

Apparently he's away. It's
going to take til Monday to
straighten things out.

BRENDA

Rhoda, I'll call you Tuesday!

BRENDA SLIPS OUT THE DOOR AND EXITS.

RHODA

(CALLING) Come back here!

PHYLLIS

Let the child go. This will
give us a chance to get caught

RHODA

I'm as caught up as I want
to be. And you can't stay
here!

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PHYLLIS
Why not?

RHODA

Because I'm exhausted. I just
got through saying goodbye to
my date from last night!

PHYLLIS

You never did know how to
ditch a loser, did you?

RHODA

Loser? Believe me, this was
no loser.

PHYLLIS GIVES MIRTHLESS LAUGH.

RHODA (CONT'D)

I'm serious. He's one of the
most attractive -- (CATCHING
HERSELF) Why am I doing this?
Why am I justifying myself to
you?

PHYLLIS GIVES A SILVERY PEAL OF LAUGHTER.

PHYLLIS

Poor Rhoda! Is this what
loneliness has done to you?
This pathetic need to fantasize?

RHODA

I'm not fantasizing. This guy
is classy. He's English...

PHYLLIS

Rhoda, dear -- the fact that
your date speaks English is
nothing to brag about.

THERE IS A KNOCK AT THE DOOR. PHYLLIS,
BEING CLOSER AT THE MOMENT, CROSSES TO IT.

RHODA

Can't you get it through your
head, Phyllis, that I am talking
about a worldly, sophisticated,
elegant intellectual!

PHYLLIS OPENS THE DOOR AND JOHNNY VENTURE
ENTERS

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JOHNNY

Hiya, toots...

RHODA

This is definitely a bad dream.
I'm delirious from lack of sleep...

JOHNNY

You're on a lucky streak,
gorgeous. I just got a gig
in Gotham. (NOTICING PHYLLIS)
Hi there.

PHYLLIS

Hi there. Rhoda was just telling
me about you.

RHODA

No, no, Phyllis, see --

JOHNNY

What'd she say? ---

PHYLLIS

That you were a worldly intellectual
sophisticate.

JOHNNY

(DIGESTING IT) Yeah, but that's
only one side of me.

RHODA TURNS AWAY, VISUALLY THROWING UP HER HANDS.

RHODA

(TO HERSELF) Maybe I'll get
lucky. Maybe I'll die of
exhaustion.

PHYLLIS

Hello. I'm Phyllis Lindstrom.
I'm an old friend of Rhoda's.

JOHNNY

Hey, you wouldn't look so old
if you did something about those
crowsfeet...You know, maybe
a little oil.

PHYLLIS

Perhaps I can get a couple
quarts from you hair.

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AS JOHNNY REACTS, PHYLLIS TAKES RHODA ASIDE.

PHYLLIS (CONT'D)

(SOTTO) Rhoda, dear -- that man is even beneath you. Granted, he's not bad looking in a cheap, sort of animal way. I mean, he has more hair showing than Lars had on his entire body. But if you value your self-respect, get rid of him!

RHODA

Phyll, I promise I'll try.

PHYLLIS REWARDS HER WITH A SMILE, THEN CROSSES BACK TO JOHNNY, SPEAKING TO HIM CONFIDENTIALLY AS SHE DOES SO.

PHYLLIS

(SOTTO) I'll be in town for a week if things don't work out here.

JOHNNY

Rhoda, I gotta lay a few words on you. (TO PHYLLIS) Could you be a nice lady and bug off?

PHYLLIS

Actually...no.

RHODA

Phyllis lost all her traveler's checks so she's stuck here with no money.

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JOHNNY

Why didn't you say so?

HE PULLS ROLL OUT OF POCKET AND PEELS OFF A BILL.

JOHNNY (CONT'D)

(TO PHYLLIS) Here: go buy
yourself a camper.

PHYLLIS

I'm not in the habit of accepting
money from strangers.

JOHNNY

I'm no stranger. I'm Rhoda's
amore.

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RHODA

My what?

JOHNNY

You want her to take the bread
or not?

RHODA

(QUICKLY) He's my amore.

PHYLLIS GINGERLY TAKES THE BILL FROM JOHNNY'S
HAND AND EXAMINES IT.

PHYLLIS

A hundred dollar bill. You
carry lots of these in your
pocket?

JOHNNY

Yeah, well...you know: sometimes
you gotta buy gum or a newspaper...

RHODA

Phyllis, I don't mean to sound inhospitable... (THINKS) Yes, I do, that's exactly how I mean to sound: Phyllis, get out of here. If I don't sleep soon I'm gonna start confessing to unsolved crimes.

JOHNNY TAKES PHYLLIS' ARM AND GUIDES HER TOWARD DOOR.

JOHNNY

(TURNING ON THE CHARM) Heyyy -- take the money. It'll be my pleasure. Go to a ritzy hotel. Please. As a favor to me.

PHYLLIS

(LETTING HERSELF BE LED) I don't like to refuse a favor...

RHODA

Goodbye, good luck, good riddance...

JOHNNY EASES PHYLLIS OUT THE FRONT DOOR,
STILL CLUTCHING THE HUNDRED IN HER HAND.

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PHYLLIS

I hate running out on you like this. Are you sure you don't m --

JOHNNY CLOSES DOOR ON HER.

JOHNNY

Alone at last.

RHODA

Johnny -- thanks for getting rid
of her. Now please go away. I'm
so tired...

JOHNNY

No, you don't babe -- you just
plant it over there, 'cause
I've got some major things to
say and I'm gonna say 'em now.

JOHNNY FORCEFULLY SEATS HER IN A CHAIR, THEN
PACES IN BACK OF HER DURING SUBSEQUENT SPEECHES
SO WE CAN SEE HER FACE BUT HE CAN'T. RHODA
RESISTS BEING PUSHED INTO THE CHAIR FOR A
SECOND, THEN RELAXES...SO MUCH SO THAT SHE FALLS
ASLEEP ALMOST AT ONCE.

RHODA

Johnny....

JOHNNY

Cool it, doll. I rap, you
listen -- that's the game plan.

RHODA

(EYES GETTING HEAVY) Uh-uh...

JOHNNY

Ah-ah! This is a solo, toots,
and you're the audience. Just
sit back and set your dial for
"heavy."

RHODA'S EYES CLOSE ALTOGETHER. WHY FIGHT IT?
SHE DOZES OFF

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JOHNNY (CONT'D)

Now I don't know why, but for
some reason you and me just can't
seem to get our act together --
If I'm wrong, tell me.

THERE IS NO ANSWER FROM RHODA.

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JOHNNY (CONT'D)

Okay, -- Johnny Venture isn't
used to having chicks treat
him like dirt. So here's the
scam: I'm giving you just one
more chance to score -- and it's
a killer; if you blow this one
you don't deserve me! Tomorrow
night I've got a plane chartered
to sky the two of us to a private
club in Sweden where they do wild
experiments in human sensuality.
I've rented the whole joint for
a week: the nurses, the therapists,
the crazy machines -- the works!
I'm taking my best shot, so, if
you say "no" to this one -- that's
it with us. A wrap. Now think
hard...

HE PAUSES FOR A BEAT TO LET HIS WORDS SINK IN.

JOHNNY (CONT'D)

...And if you want to kiss me
off, this is the time.

HE WAITS. SHE SAYS NOTHING. BEAMING, HE
LEANS OVER AND GENTLY KISSES THE TOP OF HER
HEAD.

JOHNNY (CONT'D)

Way to go, sweet stuff. You're
being smart. I'll pick you up
tomorrow night.

TURNING, JOHNNY CROSSES TO FRONT DOOR.

JOHNNY (CONT'D)

The chick hasn't been born who
can say "no" to Johnny Venture!

JOHNNY EXITS. THE SOUND OF THE DOOR SHUTTING
WAKES RHODA WITH A START. SHE LOOKS AROUND
GROGGILY. RHODA RISES, LOOKS AROUND, STRETCHES
AND YAWNS. THEN SHE CAREFULLY TAKES PHONE
OFF THE HOOK BEFORE STARTING TOWARD THE BEDROOM.
AT WHICH POINT DOORBELL RINGS. DISBELIEVING, RHODA
CROSSES AND OPENS DOOR. THERE IS PHYLLIS, CARRYING
SUITCASES.

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PHYLLIS

Well, you're not going to
believe what happened this
time ...

RHODA TRIES TO SLAM DOOR, BUT PHYLLIS SHOVES
SUITCASE IN THE OPENING TO BLOCK IT. WHEN RHODA
REOPENS IT, SHE GOES ON TALKING.

PHYLLIS (CONT'D)

How can one woman lose her checks
in the morning and be mugged that
same afternoon...?

AGAIN RHODA TRIES TO SLAM THE DOOR: PHYLLIS
BLOCKS IT WITH HER SUITCASE.

PHYLLIS (CONT'D)

Perhaps "mugged" is overstating
it. I was waving for a cab when
a boy on a bicycle snatched that
bill out of my hand. In retrospect,
I realize he had very shifty eyes.
Not a nice-looking boy, by any
means. (REFLECTING) In fact, I
don't even know what that kind of
boy is doing with a bicycle...

RHODA AGAIN TRIES TO SLAM THE DOOR AND PHYLLIS
BLOCKS IT WITH HER SUITCASE. IT JARS PHYLLIS
BACK TO BUSINESS.

PHYLLIS (CONT'D)

So here's what it comes down
to, Rhoda. I'm all alone in this
this cold, unfriendly city, with
no money and no place to stay,
and you're the only soul I know.
I'm throwing myself on your
mercy, confident you won't turn

a helpless woman away.

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HER PITCH MADE, PHYLLIS NOW WITHDRAWS HER SUITCASE
FROM THE DOORWAY. AND RHODA PROMPTLY SLAMS IT.
THERE IS A BEAT WHILE WE SEE RHODA WRESTLING WITH
HER CONSCIENCE. WE CAN ALMOST HEAR HER TEETH
GRIND. THEN SLOWLY SHE OPENS THE DOOR AGAIN...
AND PHYLLIS, BEAMING IN TRIUMPH, SWEEPS IN AS WE:

FADE OUT.

END OF ACT ONE

ACT TWO

FADE IN:

INT. RHODA'S LIVING ROOM - NEXT MORNING

PHYLLIS, FULLY DRESSED, IS SEATED AT A RELATIVELY BARE BREAKFAST TABLE. THERE IS NO BREAKFAST ON IT. HOWEVER, SHE HAS LAID A PLACE, WITH SILVER, A NAPKIN, AND HAS JUST PLACED A SMALL VASE OF FLOWERS IN THE CENTER.

WITH GREAT CEREMONY, SHE UNFOLDS HER NAPKIN AND PLACES IT CAREFULLY IN HER LAP. THEN SHE SITS BACK, CHECKS HER WATCH, AND DRUMS HER FINGERS ON THE TABLE.

AFTER A BEAT, BEDROOM DOOR OPENS AND RHODA ENTERS. EVERYTHING ABOUT HER IS A CONTRAST. SHE IS NOT DRESSED NOR EVEN AWAKE. HER EYES ARE BARELY OPEN. HER HAIR IS FROWZLED. SHE STAGGERS ACROSS TO THE ICEBOX, IN BARE FEET, AND POURS HERSELF A GLASS OF ORANGE JUICE, EQUIPPED WITH WHICH SHE STARTS STUMBLING BACK TOWARD THE BEDROOM WITHOUT A GLANCE AT PHYLLIS.

WHEN PHYLLIS SPEAKS IT STOPS HER AND SHE STARES AROUND, ALMOST AS THOUGH SHE HAD FORGOTTEN THERE WAS ANYBODY THERE.

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PHYLLIS

Well! I have known discourtesy
at your hands in the past,
Rhoda...but this time you have
surpassed yourself.

RHODA HAS TO THINK ABOUT THAT FOR A BEAT,
SHAKING HER HEAD TO CLEAR IT.

RHODA

Well. If a thing's worth doing,
it's worth surpassing yourself
at. What did I do?

PHYLLIS

"What did you do?" (MIRTHLESS
LAUGH)

RHODA

(IMPATIENT) Phyllis! What did
I do?

PHYLLIS

Rhoda, look around you. Open
your eyes. You have a guest.
In your home. And what kind of
hospitality have you shown?

RHODA

I don't believe this...

PHYLLIS

From the minute I set foot

(MORE)

PHYLLIS (CONT'D)

in this house yesterday afternoon, you have been distant. When I tried to tell you about my life, you fell asleep. When I patiently woke you -- not once but several times, Rhoda -- your manner was...what shall I say? "Abrupt." Later, when you had locked yourself in the bathroom, I had to shout to make myself heard. And now this!

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Now what?

PHYLLIS

No breakfast! And apparently no plan for the day...I thought you might at least show me your city.

RHODA

Forgive me. Where are my manners?

SHE TAKES PHYLLIS BY THE ARM AND LEADS HER OVER TO WINDOW.

RHODA (CONT'D)

That, Phyllis, is New York.

THERE IS A KNOCK ON FRONT DOOR AND BRENDA ENTERS.

RHODA (CONT'D)

And that is a typical New Yorker...

BRENDA

Huh?

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...Making conversation.

PHYLLIS

Well, all I can say is, I'm disappointed, bitterly disappointed. Since breakfast isn't forthcoming, I shall retire to my room and eat some lipstick.

AND SO SAYING, PHYLLIS EXITS INTO BEDROOM.

BRENDA

What's the matter with her?

RHODA

Ah...apparently she expected the Circle Line Cruise.

BRENDA

Last night, when you ignored her, she spent the evening at my place trying to give me a hair style that would go with my face. Finally around midnight she combed all my hair forward (INDICATES OVER HER FACE)...then I heard the door close. Rho, you've got to get her out of here.

RHODA

I'd love to. But how?

BRENDA

Just take her one place...do one thing with her. And your responsibility will be over with. She'll be out of your hair and mine.

RHODA

Yeah, maybe it would work. Maybe if I did something I enjoyed too, it wouldn't be so bad. (BEAT) What do I enjoy?

BRENDA

(CONSIDERS, THEN) Lunch!

RHODA

I would enjoy that?

BRENDA

It could be lots of fun. Go to a gourmet restaurant, eat great food...it sounds like a terrific time to me.

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RHODA

Yeah, how bad could it be?...
The three of us going to
lunch.

BRENDA

The three of us? What are you,
crazy?

BRENDA EXITS. HEARING THE DOOR SLAM, PHYLLIS
ENTERS AND LOOKS AROUND.

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PHYLLIS

Did you drive your own sister
away, too?

RHODA

Phyllis, I apologize. I just
planned our day. I'm gonna
take you to lunch. And you can
pick any restaurant you want.
My treat.

PHYLLIS

Why Rhoda...what a lovely gesture.
You make me ashamed.

RHODA

Aw, hey...

PHYLLIS

No, I mean it. Not only to put
me up for the night, but to
take me to a restaurant for
lunch, well...that's sweet of
you and I'm very, very grateful.

RHODA

Listen, how often do we see
each other? It's my pleasure.

SHE SMILES. PHYLLIS SMILES BACK. IT IS
FOR A BEAT, A NICE MOMENT.

PHYLLIS

Now: what do you have to do
to get breakfast in this dump?

jacksonupperco.com DISSOLVE TO:

INT. "THE TOP O' THE WORLD" RESTAURANT - LUNCHTIME

IT IS A VERY EXPENSIVE PENTHOUSE RESTAURANT WITH A HUGE GLASS WINDOW/WALL, THROUGH WHICH WE CAN SEE SKY AND A DISTANT SKYLINE. IT'S OBVIOUSLY VERY, VERY HIGH.

THERE ARE TWO ROWS OF TABLES. ONE ROW, NEXT TO THE WINDOW, IS COMPLETELY UNOCCUPIED. THE OTHER, INNER ROW, IS OCCUPIED EXCEPT FOR ONE TABLE.

RHODA AND PHYLLIS ENTER AND LOOK AROUND.

PHYLLIS

(SMILING) Here it is. What

do you think of my choice?

RHODA

(AWED) That's some view,

Phyllis. I bet you can see

all the way to the poorhouse.

A CAPTAIN APPROACHES THEM.

CAPTAIN

Bonjour, mesdames.

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RHODA

Yeah. Reservations for Morgen-
stern.

CAPTAIN

Venez aves-moi.

THE CAPTAIN LEADS THEM TO A VACANT TABLE
IN THE SECOND ROW.

PHYLLIS

(AS THEY CROSS) They have the
best food in New York City. I
read all about it on the plane.

RHODA

You could have just looked in
the window.

THEY SIT.

CAPTAIN

Voulezvous un cocktail?

PHYLLIS

Yes, please -- un petite wine.

RHODA

No! No petite for me -- I don't
drink.

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PHYLLIS

(TO CAPTAIN) Would you excuse
us for a moment?

CAPTAIN

You betcha.

HE MOVES OFF.

PHYLLIS

I think you should have some wine too, Rhoda -- because there are some personal and probing questions I want to ask you.

RHODA

(SUSPICIOUS) What kind of questions?

PHYLLIS

Oh...for example: Why did you ask me to lunch?

RHODA

Why? For the pleasure of your company and to --

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PHYLLIS

-- The truth!

RHODA

It was the quickest way to get rid of you.

PHYLLIS

(BEAMING) There. That was easy wasn't it?

RHODA

Yeah...I guess it was.

PHYLLIS

You've never liked me, have you, Rhoda?

RHODA

Aw, well, now, Phyllis, that's
not true at all --

PHYLLIS

-- Rhoda!

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(FAST) I can't stand you.

(REFLECTING) This is not only
easy, it's fun.

PHYLLIS

Exactly. And that's why I
think you and I should have
some wine and let the truth pour
out.

RHODA

Aw, no, Phyllis -- that can be
dangerous.

PHYLLIS

We've known each other for
eight years and have never
been friends. I think it's time
we found out why. I think it's
time we really talked.

RHODA

Phyllis...if you and I are gonna
drink so we can "really talk",
can I just say one thing first?

PHYLLIS NODS. RHODA TURNS TOWARD WAITER.

RHODA (CONT'D)

Check!

PHYLLIS

(STOPPING HER) No, you don't.
If you want to get rid of me
Rhoda -- if you really want me
out of your life -- then this
is the price you have to pay.

RHODA

Whadda you mean?

PHYLLIS

I mean, I insist we strip away
the facade...

RHODA

Leave my facade alone, Phyllis!

PHYLLIS

We're going to drink wine and
tell the truth. And if you do
that for me, I, in turn, will
promise to leave you completely
alone for the rest of my stay

in town

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RHODA

You mean that?

PHYLLIS

Absolutely. I won't even phone

(MORE)

PHYLLIS (CONT'D)

you. I'll go to a YWCA. I wonder what kind of wine they have?

RHODA

At the "Y?"

PHYLLIS

No, here. (SIGNALS CAPTAIN)
What do you say, Rhoda? Is it a bargain?

RHODA

Gee, I don't know...on the one hand, I don't drink...on the other hand, if I drink I get rid of you...

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(RETURNING) Yes, Ladies? A glass of wine?

RHODA

Bring a bottle!

AND WE:

DISSOLVE TO:

INT. RESTAURANT - AN HOUR LATER

CLOSEUP ON CAPTAIN OPENING A BOTTLE OF
WINE. AS HE FINISHES HE LIETS IT

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CAPTAIN

(TO RHODA) Care to taste it?

RHODA

(TAKING BOTTLE) Sure. (TAKES

A HIT FROM BOTTLE) Good stuff.

WE PULL BACK AS HE POURS IT, TO REVEAL
ALL EMPTY TABLES EXCEPT THEIRS.

CAPTAIN

You folks ready to order some
food now?

PHYLLIS

(WITH HAUTEUR) We will inform
you when we have arrived at a
selection.

CAPTAIN

Goody.

CAPTAIN LEAVES AND LEANS AGAINST A WALL
IN THE BACKGROUND. THE WOMEN ARE BOTH
A LITTLE HIGH.

PHYLLIS

(LIFTING GLASS) Here's to you,
Rhoda -- for accepting your own
limitations.

RHODA

(DITTO) And here's to you,
Phyllis -- for adding a new
limitation every day!

PHYLLIS LAUGHS DELIGHTEDLY AT THAT.

PHYLLIS

Same old Rhoda; divorce hasn't
changed you.

RHODA

Same old Phyllis; widowhood
hasn't improved you. (DRINKS
WINE) I think I'm getting the
hang of this.

PHYLLIS

You have such marvelous self-
confidence...to go out in public
dressed like that.

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Phyllis...having my appearance

(MORE)

RHODA (CONT'D)

criticized by you is like having
my table-manners knocked by
Porky Pig.

PHYLLIS LAUGHS AGAIN. CAPTAIN CROSSES BACK OVER.

CAPTAIN

Sorry, Ladies, the kitchen just
closed.

PHYLLIS

Play your cards right and we'll
stay for dinner.

CAPTAIN PUTS DOWN CHECK AND EXITS FROM
THE ROOM. RHODA RISES A BIT UNSTEADILY.

RHODA

I think maybe a little walk
would feel good.

PHYLLIS

Good idea...

PHYLLIS RISES TOO, TAKES RHODA'S ARM, AND
THE TWO OF THEM CROSS TO THAT WINDOW AGAIN,
WHERE THEY STAND SWAYING AND LOOKING OUT.

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PHYLLIS

This is what we needed to clear
our heads. What a view!

RHODA

Yeah. The people look like
ants.

PHYLLIS PEERS MORE CLOSELY AT THE GLASS.

RHODA (CONT'D)

Those are ants...SHE BRUSHES THEM ONTO FLOOR AND STEPS ON
THEM. ARM IN ARM THEY WEAVE BACK TO THEIR
TABLE.**jacksonupperco.com**

PHYLLIS

Tell me something, Rhoda: Do
you ever wonder where Joe is
and what he's doing?

RHODA

Yeah. I'm not always sure I
want to know what he's doing,
but I do wonder where he is.

PHYLLIS

That's where I'm lucky. I know
where Lars is.

THEY BOTH SIT AGAIN AND GO BACK TO THE WINE.

PHYLLIS (CONT'D)

What's the difference? We're
both alone, Rhoda. And I can't
seem to get used to it.

RHODA

I'm not...crazy about it myself.

PHYLLIS

Lars was really the only man
in my life...ever. I know you'll
find that hard to believe.

RHODA GLANCES AT HER. WHAT THE HELL.

RHODA

Okay, Phyllis, I find that very
hard to believe.

PHYLLIS NODS, PLEASED.

RHODA (CONT'D)

And Joe was the only guy in
my life.

PHYLLIS

Small wonder.

IT WAS A BOOBY-TRAP AND PHYLLIS LAUGHS
DELIGHTEDLY AT HAVING ZINGED RHODA.

RHODA

No more wine for you.

PHYLLIS

Tell me something...when was the
very first time you -- oh, how
shall I say this? I believe the
cliche is: "became a woman?"

RHODA

You mean when was the first time

I --

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Right.

RHODA

Phyllis, I don't want to...

PHYLLIS

Oh, come on. That's something

(MORE)

PHYLLIS (CONT'D)

everybody's curious about --
but we've never known each other
well enough to discuss it.

RHODA

All right, Phyllis, I'll tell you
if you really want to know.

PHYLLIS

(CONDESCENDING) Don't bother,
dear. I know. Prudish, provincial
person that you are, your first
time had to be your wedding night.

RHODA

(GOING ALONG WITH IT) Okay...

PHYLLIS HAS A GOOD LAUGH AT THAT. THEN THE
SMILE FADES FROM PHYLLIS.

PHYLLIS

In my case it was...somewhat
later...

RHODA

Phyllis, so far, that was the
only question you needed wine for.
I mean, "Do I miss Joe?" "Do I
like being alone?" You could
have asked me those at breakfast.

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That's one of the qualities I
envy most about you: Your
honesty.

RHODA

(SUSPICIOUS) Oh, yeah? What
are some others?

PHYLLIS

You're open -- you have a certain
uninhibited flair -- and you can
cope with life.

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RHODA

Oh, boy! No, I can't --

PHYLLIS

Yes you can. Better than I
can. You're a very capable
woman, Rhoda.

RHODA

(TOUCHED) Aw...thanks, Phyllis.

PHYLLIS

What are some of the things you
envy about me?

THAT'S THE KILLER. RHODA IS THROWN INTO
A PANIC. WE SEE HER FLOUNDER FOR A BEAT,
TRYING TO THINK OF SOMETHING...

PHYLLIS (CONT'D)

(AFTER A BEAT) Perhaps I can
help you get started: My wit,
my charm, my warmth --

RHODA

No. (THEN) I got it! Your
nerve.

PHYLLIS

Nerve?

RHODA

Guts!

PHYLLIS

I prefer nerve...

RHODA

It took guts to come to town
not knowing anybody -- and then
to come to my place, knowing
we didn't even like each other.
It took guts to suggest this:
that we tell each other the
truth. And it took guts to
mention your wit, charm and
warmth. I'm not kidding, Phyllis --
you've got guts.

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(LIFTS GLASS) To guts.

RHODA

(DITTO) To guts. (THEY DRINK)

No matter how many times you
get slammed, you bounce right
back with your chin out.

PHYLLIS

(ENJOYING THIS) I do, don't I?

RHODA

I admire you for that, Phyllis.

PHYLLIS

I do too.

RHODA

You've got the guts of a
burglar. Also the personality.

PHYLLIS LAUGHS.

RHODA (CONT'D)

You...enjoy having me zing you,
don't you?

PHYLLIS

It's a form of communication.

RHODA

And Phyllis...you know something?
I enjoy doing it.

THEY BOTH LAUGH AT THAT. IT'S A HAPPY
REALIZATION. RHODA DELIBERATELY THINKS
OF A ZING.

RHODA (CONT'D)

Um, um, Phyllis -- your brain is
like a fine Swiss watch. Tiny
and flat.

PHYLLIS THROWS HER HEAD BACK, LAUGHS
DELIGHTEDLY.

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RHODA (CONT'D)

Your clothes look like they were
made for you. They're all wrinkled.

PHYLLIS CLAPS HER HANDS, LAUGHS DELIGHTEDLY.

RHODA (CONT'D)

Talking to you is like --

PHYLLIS

(INTERRUPTING, STERN-FACED)

Enough communication. I think we've achieved what I wanted. We've gotten to know each other. We've found a common bond. And now I've got something to tell you.

RHODA

Oh, yeah?

PHYLLIS

I found my wallet, in the lining of my purse. Early this morning. I could have left, but I wanted us to have this talk. And now, thanks to this talk I don't think either of us wants me to leave any more.

SHE LAUGHS. RHODA DOESN'T.

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I'll help you pack.

PHYLLIS

Oh, I get it -- you're zinging me again, aren't you?

RHODA PICKS UP THE CHECK, LOOKS AROUND FOR THE CAPTAIN.

PHYLLIS (CONT'D)

I can always tell when you're
kidding.

RHODA

(RISING) Waiter?

PHYLLIS

You're kidding now, aren't you?

I can tell.

RHODA LEAVES TABLE. PHYLLIS RISES AND FOLLOWS
HER.

PHYLLIS (CONT'D)

I can always tell when you're
kidding.

WE PULL BACK TO WATCH THE TWO OF THEM HEADING
OUT, RHODA WAVING THE CHECK AND LOOKING FOR
THE CAPTAIN, PHYLLIS HARD ON HER HEELS.

PHYLLIS (CONT'D)

And I know you're kidding right
this second. You are kidding
aren't you, Rhoda?

WE CUT TO AN AERIAL SHOT OF THE RESTAURANT,
OVER WHICH WE CONTINUE TO HEAR PHYLLIS' VOICE.

PHYLLIS' VOICE

You're kidding, I can tell.
Are you kidding? You're kidding --
aren't you? I can tell -- you're
kidding....

AND WE:

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FADE OUT.

END OF ACT TWO

TAG

FADE IN **jacksonupperco.com**

INT. RHODA'S APARTMENT - THAT EVENING

RHODA IS TALKING TO BRENDA.

RHODA

...So what with no sleep
Friday night, Phyllis on
Saturday night, and all that
wine this afternoon...

BRENDA

How much wine did you have?

RHODA

What France lost on the Concorde,
they made back on us. But it
was worth it. Phyllis and I
got to know each -- in fact,
we're almost friends.

DOORBELL RINGS.

RHODA (CONT'D)

(CROSSES) Unless that's her.

RHODA OPENS DOOR AND JOHNNY VENTURE ENTERS.

RHODA (CONT'D)

(STARTLED) Johnny!

JOHNNY

Ready, gorgeous?
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RHODA

Ready for what?

JOHNNY

We have a date. Don't you remember? I ran it down for you yesterday. (OFF HER BLANK LOOK) Hey, baby -- you agreed!

RHODA

Listen, Johnny, if I agreed to something I'll do it. But yesterday I was asleep on my feet. I honestly don't remember. Are you going to hold me to it?

JOHNNY

You better believe it. I made heavy plans...

BRENDA

Rhoda, if you made plans...

RHODA

(SHRUGS) So I go on a date --
it's not going to kill me.

What can happen on one date?

RHODA TURNS AND CROSSES TOWARD THE BEDROOM.

RHODA (CONT'D)

(TO JOHNNY) I'll be with you
in a second. Just let me get
my coat.

RHODA EXITS.

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JOHNNY

(CALLING) Don't forget your
passport!

THERE IS A BEAT. THEN RHODA REAPPEARS, AND
ON HER LOOK WE FREEZE, AND

FADE OUT.

THE END