

THE FIRST WIVES CLUB

BY
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Based on the novel by
Olivia Goldsmith

Rewrite
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FADE IN:

1 ESTABLISH BARNARD COLLEGE - MORNING (1969) 1

Students hurry across campus in caps and gowns.

2 INT. DORM ROOM - DAY 2

We find ANNIE MCDUGGAN, BRENDA MORELLI, and ELISE ELIOT, all seniors, preparing for graduation. Annie is an innocent, slightly timid, nurturing sort, a good girl from Connecticut. Sharp-witted, savvy Brenda enjoys a Snickers bar. Elise is a regal beauty, and a born actress.

All three women are pulling on their caps and gowns, finishing packing, etc. Elise sits before a mirror, studying her blonde bouffant, and adding finishing touches with a comb and a can of hairspray.

ANNIE

But where's Cynthia? We have to get going, don't we?

BRENDA

Calm and collect, Annie. She said she had a surprise.

ELISE

(assessing her hairdo)

How is this? Is this heaven?

Annie and Brenda also appear in the mirror, studying Elise.

ANNIE

You are so gorgeous. It's lovely.

BRENDA

It's solid.

CYNTHIA SWANN enters, a bright, outgoing senior in her cap and gown; she carries a stack of gift boxes, which she tosses to the other girls.

CYNTHIA

Here. Open. Put'em on.

The girls all take out strands of pearls, and start putting them on.

ANNIE

Cynthia! Oh my God. You shouldn't have done this, it's too much.

BRENDA

(delighted)

I don't think so. I think it's just enough.

(CONTINUED)

ELISE
Cynthia. These are perfect. With my hair.

CYNTHIA
I just wanted you all to know, how much I
love you.

ELISE
(getting tearful)
Oh, Cynthia...

BRENDA
(also very moved)
Cynthia...

ANNIE
But you didn't have to buy us pearls...

BRENDA
But aren't you glad she did?

CYNTHIA
You can all write me nice notes. But right
now, we need - a toast.

ELISE
A toast!

Annie holds up a bottle of champagne.

ANNIE
From my folks!

As Annie pours the champagne into dixie cups, Cynthia sets up a
camera on a timer, atop a bureau or a stack of luggage.

CYNTHIA
To Annie, Elise, and Brenda.

ELISE
And Cynthia! Our valedictorian!

BRENDA
(to Elise)
And your hair.

The four women pose together, for the camera.

CYNTHIA
Alright. We are now bound together forever.
By friendship and love.

BRENDA
And jewelry.

(CONTINUED)

2 CONTINUED: (2)

2

CYNTHIA

And we are always, always going to be there
for each other.

ELISE

Got that?

ANNIE

I'm gonna cry...

CYNTHIA

Here we go. For the rest of our lives. One,
two, three...

The FLASH goes off. FREEZE on the photograph of the four jubilant
young women, with their arms around each other.

OMIT SCENES 3/4

DISSOLVE TO:

5 TWENTY-SIX YEARS LATER - 1995

5

CLOSE ON the 1969 graduation photo of Annie, Brenda, Elise, and
Cynthia. It's mounted on a photo album.

Pull back further to reveal CYNTHIA SWANN GRIFFIN, now in her
mid-forties, staring at the pictures, fingering her pearls. Her
face is tracked with tears. She's miserable. We are:

INT. CYNTHIA'S PARK AVENUE APARTMENT - BEDROOM - LATE
AFTERNOON

Cynthia sits in her very decorated bedroom. The day's newspapers
have been flung around. She's been drinking.

Cynthia turns back to her desk, sobs, and seals some envelopes.
Someone approaches Cynthia from behind.

WOMAN'S VOICE

Miss Cynthia?

It's Cynthia's Hispanic maid, TERESA.

CYNTHIA

Yes, Teresa?

Teresa is concerned as Cynthia pours herself another drink.

TERESA

Miss Cynthia. Please get happier. I no like
you this way.

CYNTHIA

Neither do I.

(CONTINUED)

CONTINUED:

Cynthia walks to her jewelry box. She pulls out a strand of pearls and gives them to Teresa -- these are Cynthia's graduation pearls.

CYNTHIA (CONT)
Think of them as a raise.

TERESA
(stunned)
Miss Cynthia! I cannot!

Cynthia fastens the pearls around Teresa's neck.

CYNTHIA
I insist. And take the rest of the day. Go!

Teresa leaves, reluctantly.

CYNTHIA (CONT)
Oh! Teresa?
(hands Teresa the envelopes)
Could you mail these please? Thank you.

6 INT. CYNTHIA'S LIVING ROOM - LATER

6

ANGLE ON a bronze bust of Gil Griffin's head, on a pedestal --the bust looks proud and arrogant.

Cynthia fills her glass to the brim with Stoli. She plops a newspaper on the bar and looks at the front page.

The cover of the Daily News is a picture of Gil Griffin, Cynthia's 48 year old ex, with a 28 year old blonde beauty, Mary Birmingham Griffin, both in wedding attire. The headline reads "GRIFFIN AND BIRMINGHAM MERGE...Takeover King Takes Princess."

Cynthia stares at the paper. She raises her glass, toasting Gil's bust. She gulps down the vodka. She very deliberately sets her glass down on Gil Griffin's smiling face.

Cynthia dials the phone.

CYNTHIA
(on phone)
Sirio? Cynthia Griffin. Darling, I need to cancel my lunch reservation. Oh, aren't you sweet. Yes of course. You, too. Thank you.

She hangs up and walks out onto the terrace.

7 EXT. TERRACE - LATE AFTERNOON

7

Cynthia goes to the edge of the terrace and stares out. She hears some bubbly, aerobic MUSIC. She turns to see where it's coming from.

(CONTINUED)

7 CONTINUED:

7

ANGLE ON the window of a nearby apartment. A 23 year old blonde BIMBO in a skimpy leotard is doing her aerobics. She smiles, big and vapid, and gives Cynthia a twinkly wave.

Cynthia waves back, mildly.

There is a bench or a chair placed against the outer wall of the terrace.

HOLD ON Cynthia's high heels as they climb onto the bench. She climbs higher, onto the ledge. She slips off her shoes and stands on the ledge, in her stocking-feet.

ANGLE ON Cynthia's face, surrounded by sky and clouds. She jumps.

HOLD ON the empty terrace; only Cynthia's expensive high heels remain. Perhaps we hear the SOUNDS of traffic uproar and pedestrian screams from below.

8 INT. ANNIE'S EAST SIDE APARTMENT - EARLY NEXT MORNING

8

It's a classic Upper East Side building, cozily decorated in the Martha Stewart style.

It's 6:30AM. ANNIE MCDUGGAN PARADIS, now mid-forties, enters her foyer. She's coming home from a night spent elsewhere.

She's met at the door by ROACH, her tiny, nasty, obnoxious dog. Roach yaps constantly. Annie is very hopeful, but life is conspiring against her.

Annie hits a button on her phone machine to play messages.

In the grouping of photographs next to the phone, WE NOTICE the graduation picture, taken of her Brenda, Elsie, and Cynthia.

WOMAN'S VOICE ON MACHINE

Anne, dear. It's your mother. Do you have plans for breakfast? It's six AM. Where are you? I don't like the --

Annie looks a bit guilty and cuts off the machine.

9 INT. ANNIE'S KITCHEN - MORNING

9

Annie enters. At the kitchen table, sipping a cup of coffee, is Annie's grad student daughter, CHRIS PARADIS. Annie didn't expect her to be there.

We can tell that Chris has built up a full head of steam over something.

ANNIE

Chris! I thought you were going back to campus yesterday.

(CONTINUED)

CHRIS

My morning classes were canceled. I'll go back today.

(very parental, persistent)

Where were you last night?

ANNIE

(embarrassed)

At...a friend's.

CHRIS

You were with daddy, weren't you? Mom. I am so disappointed in you.

ANNIE

Sweetheart, I'm sorry, but, he is your father...

CHRIS

But he's using you and you shouldn't let him.

ANNIE

Oh, no, you're so bright, but it's, well, it's not that simple, darling. I, well, I love your father, and he loves me, it's just all so...

CHRIS

You're a doormat.

ANNIE

What's wrong, honey? Is it school? Is it some boy?

CHRIS

I'm a lesbian, Mom.

This is news.

ANNIE

What?

CHRIS

There I've said it. I love you so much, and I've wanted to tell you forever...

Annie is trying to process this information when a door SLAMS, interrupting Chris's train of thought.

ANNIE

Darling, when you say "lesbian"...

CHRIS

(her mood changing)

But don't tell Daddy! I wanna tell him myself. When the time is right. Like... Father's Day...or Christmas morning...

(CONTINUED)

9 CONTINUED: (2)

9

CATHERINE MCDUGGAN, Annie's mother, enters. She is crisp, pulled together, very assured. Roach yaps enter a higher frequency. Annie doesn't need this.

CATHERINE

Thank God you're alright. Where were you?
Who saw you?

ANNIE

Who saw me what?

CHRIS

(tosses a grenade of disgust)
She was sleeping with "Daddy".

CATHERINE

(her breath catches)
Oh, muffin. You've come to your senses. I'm
so happy.

Annie avoids her mother's upcoming hug. She fastens the leash on Roach instead. Anything to escape.

ANNIE

I'm not sleeping with Aaron. He's having
trouble with his partners. He just needed
to talk. He's conflicted.

As Chris passes Annie on the way out, she says quietly...

CHRIS

Doormat.

ANNIE

Lesbian.

10 EXT. SIDEWALK - UPPER EAST SIDE - MORNING

10

Annie walks Roach. Catherine is driving Annie crazy.

CATHERINE

This separation between you and Aaron is
absurd. How can you work things out if
you're not together?

ANNIE

We're practically together. We're both
seeing the same therapist. Roach, go.

CATHERINE

What?

ANNIE

(glowing)
Dr. Leslie Rosen. She's incredible. She's
helping Aaron with his commitment issues,
and we're working on my self-esteem.
Please, Roach, go for Mommy.

(CONTINUED)

10 CONTINUED:

10

ANGLE ON Roach, just looking at Annie.

CATHERINE

You're married, you have a daughter, you're very happy. You don't need self-esteem.

ANNIE

Mother, Dr. Rosen says, she says...
(working up her courage)
She says you were very controlling.

CATHERINE

What? I'm controlling? That's ridiculous.
(to the dog)
Roach! Now!

ANGLE ON Roach, very scared.

11 INT. APT.- ANNIE'S BUILDING - MOMENTS LATER

11

The elevator door opens. Annie's on her hands and knees scooping Roach's shit off the elevator carpet. Catherine's still harping.

CATHERINE

But what if Aaron finds someone else? Then where will you be?

ANNIE

You're alone, mother, and yet you manage to function on some bizarre, twisted level.

CATHERINE

Because I'm strong. You're not. You'll fall to pieces.

ANNIE

Thank you.

CATHERINE

I'm your mother.

She points to some dog shit which Annie missed.

12 INT. ANNIE'S KITCHEN - MOMENTS LATER

12

ANNIE

What if I found someone else? What if, I mean, maybe, isn't that possible?

CATHERINE

Oh, honey. You're forty-six. A woman your age has a greater chance of being slaughtered by a psychopath.

Catherine's attention has been diverted to the TV, as Annie begins to make breakfast. A photograph of Cynthia is shown on the morning news.

(CONTINUED)

12 CONTINUED:

12

CATHERINE

Didn't you go to school with her?

Annie's attention is turned to the TV ANCHORMAN who reports...

A12 ON THE TV

A12

ANCHORMAN

Cynthia Swann Griffin, former wife of Wall Street wizard Gil Griffin, an apparent suicide at the age of forty-six.

B12 OFF ANNIE'S SHOCK WE

B12

CUT TO:

13 ON BRENDA MORELLI CUSHMAN - KITCHEN - THAT MORNING

13

Now mid-forties. Brenda is simultaneously balancing the phone on her shoulder, going through a stack of mail, and noshing from a box of cereal which is tucked under her arm.

BRENDA

(on phone)

This is fabulous news.

The microwave BEEPS. Brenda tries to figure out how to get her hands free to grab her coffee. She hangs up. She moves to:

14 INT. BRENDA CUSHMAN'S APARTMENT - LIVING ROOM - THAT MORNING

14

Brenda's apartment is best described as eclectic West Side exuberance. This could best describe her appearance as well. She calls to her son in another part of the apartment.

BRENDA

Jason! Soft White Underbelly just confirmed!

Brenda's thirteen year old, JASON CUSHMAN, saunters into the living room, his Walkman blaring through his earphones, his focus on his Gameboy. He hasn't heard Brenda's good news. Brenda raises her voice to penetrate his fog as he opens the door to leave.

BRENDA (CONT)

Jason! I got the band you wanted!

JASON

(finally hearing her)

Cool.

BRENDA

Hey! Affection!

Jason runs back in and kisses the cheek Brenda offers him and points to. But before he can escape, she snatches his Walkman. She ejects the Green Day tape, replaces it, and presses play.

(CONTINUED)

14 CONTINUED:

14

JASON
(listens)
What is this?

BRENDA
Hebrew. Your bar mitzvah's in three weeks.
It's the one thing your father is willing
to pay for. Learn it.

JASON
But Mom...

BRENDA
(as an affectionate threat)
Don't make me hug you.

Jason immediately starts listening to the tape; Brenda smiles.

15 EXT. BRENDA'S BUILDING - DAY

15

Brenda steps out of her building, with a huge shoulder bag and maybe some additional totes. She is confronted by an insane amount of street construction. Her entire block is being excavated, complete with huge trucks, barriers, and workmen. It will be almost impossible to get through. Brenda squares her shoulders and begins.

16 EXT. STREET - DAY

16

Brenda is on another block, trying desperately to hail a taxi. A TAXI veers close, and just as she thinks it is about to stop, the driver flips on his off duty light and zooms off; we can hear the driver LAUGHING.

Brenda tries to hail another cab; it pulls over and splashes her with water from the gutter. Dripping, she moves for the door handle, but a MAN in a business suit shoves himself in front of her and jumps in the cab. Brenda's face falls.

BRENDA
No! Come on!

17 EXT. SUBWAY STOP - DAY

17

Brenda emerges from a subway station, with a grim look on her face. Very quickly we can see why: following her up the stairs is a deranged STREET-PERSON, who has attached himself to Brenda.

STREET PERSON
It's your fault! You did it! Vietnam! I
lost my leg there! I'm gonna kill you!

BRENDA
(turning, but keeping moving)
I am sorry about your leg, but I did not
cause the Vietnam War. I opposed it. I
marched.

(CONTINUED)

17 CONTINUED:

17

STREET PERSON

What about the ozone layer! You did it!
You wrecked it! I'll rip your head off!
You wrecked the ozone layer!

Brenda turns; she is starting to snap. She hands the street-person a dollar.

BRENDA

Here. Fix it.

Brenda turns to move on, and she sees something that makes her stop in her tracks: across the street, the scaffolding is coming down on a huge, slick retail renovation.

WORKMEN in a cherry-picker are positioning a large electric sign that reads "Morty's". A banner in the large window proclaims "Coming Soon - Another Morty's Electronics - 201 Locations to Keep You Wired."

Brenda face floods with indignation; this is the last straw. She reaches into her shoulderbag and pulls out a box of Snackwell's cookies.

18 INT. DUARTO'S DESIGN STUDIO

18

Brenda stalks into a decorator's studio, the weight of the world on her shoulder pads. She mumbles a greeting. DUARTO FELIZ, society's pet decorator, stops unpacking boxes, and kills her with kindness in a light, indeterminate accent.

DUARTO

Brenda. Enchantress. Half-day?

BRENDA

You're lucky I came to work at all, Duarto.
It's like Bosnia out there.

Brenda drops her things and slings herself a cup of coffee. Duarto notices something as Brenda passes him.

DUARTO

Aha. Your fragrance. What is that? Creme sandwich? Devil's food?

BRENDA

(holding the box)
They're Snackwell's. No fat. No flavor.
Have one. They're poker chips.

DUARTO

Brenda...

BRENDA

It's comfort food. I'm very fragile right now.

(CONTINUED)

18 CONTINUED:

18

Duarte is used to this.

DUARTO

Ah. Morty must still be alive.

Brenda and her depression sink into the sofa. Duarte's attention returns to unpacking as Brenda rattles on.

BRENDA

I was supposed to be the great love of his lousy little life...

DUARTO

(agrees absently)

The human cesspool...

BRENDA

(yet another source of angst)

And I'll bet his new girlfriend doesn't have any cash flow problems. Little Miss Overbite. Little Miss Size 4.

(she eats another Snackwell's)

These are packing material.

Brenda focuses on the paper. She sees:

A18 THE NEWSPAPER'S FULL PAGE

A18

Announcing the underwriting of Morty's Electronics stock.

B18

B18

BRENDA (CONT)

(outraged)

Look at this! He did it. He finally did it. I hounded him for ten years to take the company public. And now, now that he's dumped me...

(beat)

He's not gonna get away with this...

Duarte is concerned. He takes her hands

DUARTO

Darling, I worry about you. When I think of poor Cynthia Griffin...

BRENDA

(shakes her head
compassionately)

I know. I should try to call her.

Duarte realizes that Brenda hasn't heard of Cynthia's suicide.

DUARTO

You do know what happened to Cynthia...?

(CONTINUED)

B18 CONTINUED:

B18

BRENDA

Sure. She married Gil Griffin and he dumped
her for a younger woman.

(a poignant pause)

I know exactly how she feels.

Duarte just gives Brenda a pointed look and corrects her tense.

DUARTO

...felt.

19 INT. PLASTIC SURGEON'S OFFICE - MORNING

19

WE'RE EXTREMELY CLOSE ON Elise's face. Her plea is intense.

ELISE

Do it, Morris. Do it to me now. I want it.
You're the only one who does it the way I
like it. You're the king.

PULL BACK TO REVEAL

ELISE ELIOT ATCHINSON, now mid-forties. A man's face is close to hers. HE peers intently at her mouth. He is DR. MORRIS PACKMAN, her plastic surgeon.

MORRIS

If I give you any more collagen, your lips
will look like they got stuck in a pool
drain.

ELISE

Morris, I haven't worked in eighteen
months. I have a meeting with a director
for a part I would kill for. I was born to
play Monique. She's complex, tormented,
oppressed by her wretched, crippled mother.
(a beat)
I have to look sexy.

Morris has had this discussion with Elise before.

MORRIS

Elise, Elise, Elise. You are sexy. Look at
you. You're incredible. You're my
masterpiece. There's not a line on your
face...

ELISE

Oh?

(points to the corner of her
eye)

What do you call this, Morris? And this? Or
these?

Morris puts his head in his hands.

(CONTINUED)

MORRIS

You're forty-five. Do you really want to look like a frightened poodle? Don't you want to be able to play characters your own age?

ELISE

My own age? No. No. You don't understand. There are only three ages for women in Hollywood. Babe. District Attorney. And Driving Miss Daisy. Right now I have to be young. Science fiction young. Julia young.

Elise glares at Morris and takes out a cigarette. Morris rolls his eyes at the cigarette.

MORRIS

Oh, that's a good idea.

He takes the cigarette and throws it away.

MORRIS (CONT)

And you could help matters by cutting out the booze, too.

ELISE

Do my lips.

MORRIS

Look. I know you're upset, about the divorce. And Bill's movie.

ELISE

Bill's movie? That was my movie! I paid for that script. I developed it. I was supposed to star in it, and he stole it. For his little girlfriend. His bimbo.

MORRIS

God, she's so hot.

ELISE

Morris!

MORRIS

I'm sorry!

ELISE

(with a scary intensity)

Look at these lips. I want Jagger. I want Tina Turner. I want...Barbara Hershey in Beaches.

MORRIS

(frightened)

No. I can't.

(CONTINUED)

19 CONTINUED: (2)

19

ELISE
Fill 'em up.

20 EXT. MANHATTAN SIDEWALK - MORNING

20

Elise strides down the sidewalk with big red lips. She passes a neighborhood newsstand. The magazines are lined up. She stops and stares.

Every cover has a fresh young face on it. Elise can't stand it.

Elise doesn't even pay attention to the newspaper she picks up. She gives the money to MOHAMMED, the newsstand clerk.

MOHAMMED
 Morning, Miss Eliot.

Elise's lips are so swollen with fresh collagen injections she can barely move her mouth. "M"s are especially difficult.

ELISE
 Morning, Mohammed.

Elise tries to smile, but can't, and walks away. Elise looks at the newspaper for the first time. The headline screams...

A20 "TYCOONS'S EX TAKES PLUNGE"

A20

ON Elise, who gasps as best she can.

21 ESTABLISH CAMPBELL'S FUNERAL HOME - DAY

21

Manhattan's premier East Side funeral home.

22 EXT. CAMPBELL'S FUNERAL HOME - DAY

22

Limo's disgorge suitably grim MOURNERS. PAPARAZZI snap pictures of the rich and famous. Annie enters unnoticed.

AT THE SIDEWALK

Elise's limo pulls up. The limo door opens. The paparazzi's cameras are poised hopefully for action.

Elise steps out. Despite the huge hat and sunglasses, the paparazzi make a positive identification.

ON THE PAPARAZZI

One young, handsome photographer, LARRY COCHRANE, fires a shot at Elise as she passes. HE studies her intently.

A wall of flash as Elise crosses the sidewalk. The flashes strobe as she glides elegantly to the stairs, tastefully unaware of the firestorm her arrival has created.

(CONTINUED)

22 CONTINUED:

22

At the door, Elise is met by an old friend, GUNILLA GARSON-GOLDBERG. Gunilla is the epitome of New York high society, the ultimate authority.

GUNILLA
Elise.

ELISE
Gunilla.

An air kiss. Perhaps Elise's new lips register on Gunilla.

GUNILLA
What a tragedy.

ELISE
Poor Cynthia.

GUNILLA
And your lips.

Gunilla takes Elise's arm as they glide into the chapel.

OMIT SCENE 23

24 INT. CAMPBELL'S FUNERAL HOME - CHAPEL - DAY

24

Elise moves down the aisle. There is the murmur and rustle of the crowd as they become aware of Elise.

Elise passes Annie, seated in the rear. Annie recognizes Elise. She tries to get her attention, but realizes there's no breaking through a celebrity's wall of aloofness.

Elise sits across the aisle from Brenda and Duarte.

ON BRENDA AND DUARTO

Brenda is excited. She whispers to Duarte.

BRENDA
Catch the hat. We just went A list.

Brenda leans in for a closer look. She "pssts" across the aisle.

BRENDA (CONT)
Psst! Hey! Elise!

ON ELISE

Elise turns to Brenda with the cool detachment she's attained after years in the public eye. She smiles with her oversized lips. She has no idea who Brenda is.

ON BRENDA

(CONTINUED)

24 CONTINUED:

24

Brenda waves back then turns to Duarto. She purses her lips to Duarto in the international symbol for "She's had her lips done."

BRENDA
She recognized me.

DUARTO
She looks amazing. Has she had work done?

BRENDA
Oh, honey. She's a quilt.

GIL GRIFFIN and MARY walk somberly down the aisle. They pass Annie. She's rattled. As they pass Teresa, Cynthia's maid, Teresa snarls at him. As they pass Brenda, she whispers to Duarto.

BRENDA
The Vampire Lestat. And Louis.

ON GIL AND MARY

They've taken their seats. Gil's arms are folded, his head down.

ON BRENDA AND DUARTO

BRENDA (CONT)
The nerve. He should hang his head.

Duarto sees Gil's sad demeanor.

DUARTO
Brenda. You don't know what Gil is feeling right now.

ON GIL AND MARY

Despite the grave facade, we see that Gil is subtly using his finger to feel Mary's breast. Mary smiles at him shyly.

THE SERVICE BEGINS.

25 INT. FUNERAL HOME FOYER - DAY

25

Everyone is filing out of the chapel. Annie, drowning in a sea of emotions, seeks out Brenda and Elise. She spies Elise and goes right up and greets her warmly.

ANNIE
I knew you'd be here.

It's a silent, pregnant beat followed by a warm hug.

ELISE
Annie. It's been too long.
(sees Annie's pearls)
You're wearing our pearls.

(CONTINUED)

25 CONTINUED:

25

Annie nods. Elise dabs tears behind her mega-sunglasses.

Brenda appears. She's tentative, somewhat intimidated.

BRENDA

Hi. Brenda. Brenda Morelli?

The emotion of the moment is heightened. They all embrace. Tears.

ANNIE & ELISE

Oh my God...

ELISE

Brenda, you look so wonderful. Really.

BRENDA

You too. You look...uncanny.

ELISE

Oh, Brenda. Dear, funny, yearning Brenda...

Gil and Mary Griffin pass them. Annie tries to cover her disgust. Brenda's eyes spear Gil. Elise looks at Mary, the younger woman, with loathing. After a respectful moment of grief, Elise sighs.

ELISE

Well...this is a bitch.

ANNIE

(fighting tears)

Could we...? I know this sounds odd after...but I'd really love to...

BRENDA

Lunch?

ANNIE

No, you're right, it's not right...

BRENDA

Poor Cynthia...

ELISE

I have a car.

BRENDA

A limo?

OMIT - SCENE 26

27 INT. CAFE DES ARTISTES - LUNCH

27

New York's society lunchroom is full and hopping with activity. Annie, Brenda and Elise are seated. Elise is always the actress. She takes Annie's and Brenda's hands.

(CONTINUED)

ELISE

It means so much to see you again.

Annie is caught up in the moment.

ANNIE

You haven't changed a bit in twenty years,
not one little bit.

BRENDA

It's bizarre.

Brenda is scrutinizing every inch of Elise's face; she reaches out helplessly to touch Elise's lips.

ELISE

(firmly)

Brenda.

Brenda pulls her hand back. The WAITER arrives to take drink orders.

ANNIE

A virgin Mary, please?

BRENDA

Bloody Mary.

ELISE

Vodka.

The waiter leaves. A long beat. They're trying to figure out what to say. Annie is the first to take a stab at it.

ANNIE

Okay. Let me say this and get it out of the way. I am the most terrible person in the world. I should've kept in touch. I tried to write every month, but then my daughter was born, and my husband was getting his business off the ground, but still -- there's no excuse, I should be punished, don't even look at me...

ELISE

(gently cutting her off)

Darling. You had a life to lead. And I know how time-consuming it must have been to churn out those newsletters.

BRENDA

Hey. I know it's a rotten excuse for a reunion, but at least we're all here.

A sobering thought. Annie can't fight back the tears.

(CONTINUED)

ANNIE

Why did Cynthia do it? Was there something
I could've done? What could have happened
to her to make her want to... you know...

Elise has been watching a table full of beautiful YOUNG WOMEN.
It's instantly soured her mood.

ELISE

Well. She probably gave Gil the best years
of her life. Sacrificed her youth, her
self-image. Always put herself last in
order to bolster his ego, his drive, his
ambition. And just when her dignity was
hanging by a thread, he lopped it off by
running away with some pre-schooler.

Annie and Brenda don't know how to respond. They stare at her.

ELISE (CONT)

(dryly)

I'm guessing...

Brenda identifies all too closely with Elise. An instant bond.

BRENDA

Elise. You too?

ELISE

Perhaps we should form a club.

BRENDA

My Morty became this big shot. At our
twentieth wedding anniversary, it hits.
Mid-life crisis. Major. He starts working
out. He grows a moustache. He gets an
earring. I said Morty, what are you, a
pirate? What's next, a parrot? And
suddenly, I'm a drag, I'm holding him back,
because I won't go roller-blading.

ELISE

What's her name?

BRENDA

Shelly. The barracuda. She's twelve.

ANNIE

Oh, no...

BRENDA

Why couldn't he just get a Porsche? Or a
sailboat? Or a bypass?

(CONTINUED)

27 CONTINUED: (3)

27

ANNIE

(very sympathetic)

Oh, Brenda. And Elise. I'm so sorry about your marriages, I wish I could have helped, or just been there...

BRENDA

So what about you?

ELISE

And your marriage?

ANNIE

Oh, it's fine, really, I mean Aaron is so terrific and we've been together for twenty-five years and Chris is just perfect, I mean, lesbians are great, nowadays, and Aaron and I are going to be fine, we're just temporarily, for the moment, in a way...separated.

BRENDA

Separated?

ELISE

Separated?

Elise and Brenda exchange a meaningful, skeptical look. If they're drunk enough, they might even burst out laughing.

28 INT. CAFE DES ARTISTES - LATER

28

ANGLE on a waiter's tray, with a fresh round of drinks. As he sets the tray on the table, we see accumulated glassware and several empty bottles of wine. The lunch crowd has gone. Elise and Brenda are tipsy. Brenda sneakily pours some of Elise's vodka into Annie's drink.

WAITERS and BUSBOYS hover, trying to speed their exit.

The table is littered with pictures, wallet snapshots, etc. Annie is looking at a picture of Elise.

ANNIE

(a particular photo)

Elise, when was this taken? It's gorgeous.

ELISE

Um... '78? '79?

Brenda takes the picture, looks at Elise, looks at the picture.

BRENDA

1879? That guy - is that Custer?

(CONTINUED)

ANNIE

Brenda!

BRENDA

Hey. It's just us. Old pals.

(to a passing waiter)

Another creme brulee. Hit me.

(to Elise)

The lips. Spill. What is that? Are they wax?

ELISE

Excuse me?

BRENDA

And what else? The cheekbones? The jawline?
Just a tune-up, or the full Ivana?

ELISE

(with cigarette and drink)

I watch my diet and work out every day. I
have not had plastic surgery.

ANNIE

(being supportive)

Good for you. You look terrific.

BRENDA

Be careful, Elise. Remember Pinocchio?

ELISE

Alright. Alright. I have been -- freshened.
A bit.

ANNIE

Does it hurt?

BRENDA

What do they do with the stuff they cut
off? Do you get to keep it? I mean,
somewhere, is there, like, a box full of
Michael Jackson?

ELISE

Please! It's the nineties. Cosmetic surgery
is just good grooming. It's like - brushing
your teeth.

ANNIE

(with true compassion)

Elise. This is so sad. Look at you. You've
been sliced and yanked and stitched and
stuffed - you're a turkey. You're Barbie.

BRENDA

Burn victim barbie.

(CONTINUED)

ANNIE

And to please who? Your husband?

ELISE

To please everybody! Get real. Men. Studio executives. Other women. Youth and beauty are everything!

ANNIE

(very worried)

Oh, Elise. Your self-image. Find it.

ELISE

Spare me. Annie, wake up. Your marriage is on the rocks. Believe me, when women hit a certain age, when men hit a certain age...

BRENDA

Watch out. Red alert. It's over. Bye-bye love. Hello, poptarts.

ELISE

Sometimes I wish I had the courage to just say, who gives a damn? And just let myself go. Like you two. No offense.

ANNIE

(sincerely)

None taken.

BRENDA

Annie!

ANNIE

Stop it! Elise, you're talented and successful, and Brenda you're... wonderfully verbal, and I'm...I'm...seeing a gifted therapist. We're in our prime! And my marriage is just fine, really!

ELISE

Ladies and gentlemen...

BRENDA

Place your bets.

ELISE

Check!

OMIT SCENE 29/A29

30 INT. DR. LESLIE ROSEN'S OFFICE - DAY

30

Annie is pouring her heart out to her therapist, DR. LESLIE ROSEN. Leslie is thirty-ish, beautiful and very self-assured. Annie's a confused but optimistic mess.

(CONTINUED)

ANNIE

You would've been so proud of me. I was the only positive thing at that table.

(sighs with regret)

There are still traces of the same vital, witty women I knew all those years ago, but ...I don't know, they're just so angry, so confused. Brenda thinks it's all about men. She thinks Gil Griffin destroyed Cynthia.

LESLIE

(with urgency as a command)

Do it, Annie. Self-actualize.

ANNIE

I can't, I'm not there yet...

LESLIE

Say it with me. Work from love.

ANNIE

Work from love.

LESLIE

Grow from love.

ANNIE

Grow from love.

LESLIE

Screw the world.

ANNIE

S...s...screw the world.

LESLIE

Annie. Annie. You're still doing it. You have this problem with anger.

ANNIE

I know, you're right, I can never, I mean, my mother, and Connecticut, and loud noises...

LESLIE

Get angry, Annie. Right now.

ANNIE

Oh, no, I...couldn't, I mean, I guess I should be, but, you know, I mean, I make my own potpourri, and...

LESLIE

Hit me, Annie.

She hands Annie a large foam rubber bat.

(CONTINUED)

ANNIE

What?

LESLIE

Get angry. Hit me.

ANNIE

Oh, no, I couldn't, I mean, I like you, I respect you, I pay you...

LESLIE

Take a shot. Right now. Do it.

ANNIE

No, I can't, I'm sorry maybe next week...

LESLIE

Wimp.

ANNIE

I know, I know...

LESLIE

Wussy. Good girl.

ANNIE

It's true, you're very insightful, you're so great...

LESLIE

Do it! Now!

ANNIE

Oh, oh, okay...

Annie takes an extremely gentle swat at Leslie.

LESLIE

(sneering)

Oooh, I'm scared.

ANNIE

I'm sorry, I'm sorry...

LESLIE

Hit me!

Annie swats her, slightly harder.

LESLIE

Whoa! Heavyweight! Rambo!

ANNIE

You're so funny, I love that...

(CONTINUED)

30 CONTINUED: (3)

30

LESLIE
Hit me! Get angry!

Annie hits her, medium hard.

LESLIE
(approvingly)
Better!

ANNIE
(immediately aghast)
I'm sorry, I'm so sorry, Leslie, I'm a
monster, are you alright, please, don't
tell Aaron...

A BUZZER goes off.

LESLIE
Time's up. Next week.

She grabs the bat from Annie.

ANNIE
(deeply grateful)
Thank you...

31 INT. ELEVATOR - DAY

31

Elise and her lawyer, MR. CHRISTIAN, are in the elevator of Mr.
Christian's law firm.

ELISE
Bill was my driver. Years ago. I thought,
he's safe, he's not in show business. So I
married him and then - it started. He
wanted to produce.

CHRISTIAN
He made some wonderful movies.

ELISE
I made those movies. He'd never been near a
movie. I starred in them, I showed him what
to do, I introduced him to people. I signed
everything over to him.

CHRISTIAN
(scolding)
Elise. Why?

ELISE
I don't know. So he'd feel like - a man. I
loved him. And then, after 15 years, I find
out - he's divorcing me. And do you know
where I hear it? Not from him, oh no. On
"Entertainment Tonight."

(CONTINUED)

31 CONTINUED:

31

CHRISTIAN
(amused at the memory)
I saw that.

ELISE
Tom.

32 INT. CONFERENCE ROOM - DAY

32

Elise and Mr. Christian face off across from Bill Atchinson and his lawyer, MR. SULLIVAN. Bill is tall and handsome, dressed in Armani's best. He's a very happy, deeply insincere man.

MR. SULLIVAN
The marriage between my client and Ms. Eliot resulted in many successful films, including "Animal Nature", "Human Instinct", and my personal favorite "How Do You Plead?", in which Ms. Eliot portrayed an extremely sensual attorney.

BILL
(smiling)
My idea.

ELISE
Was not.

BILL
Was too.

MR. SULLIVAN
My client produced all these films, which enhanced Ms. Eliot's career. Therefore she is indebted to him.

ELISE
What?

BILL
(to Elise sweetly)
Those were good years, Elise. Your best.

MR. SULLIVAN
And therefore, we request half of Ms. Eliot's assets, and a monthly stipend.

ELISE
(stunned)
He wants... alimony?

CHRISTIAN
(hushing Elise)
This is just a preliminary...

(CONTINUED)

32 CONTINUED:

32

MR. SULLIVAN

As for the possessions - the sculpture, art, Japanese porcelain, and important objets collected during the marriage, my client feels it would only be fair for Ms. Elliot to dispose of the collection and divide the proceeds in an even split.

Elise begins to speak again, outraged; Mr. Christian puts his hand on her shoulder, silencing her.

33 INT. LAW FIRM - ELEVATOR

33

Elise and Mr. Christian approach the elevator bank. Bill and Mr. Sullivan are waiting for the elevator. Elise lashes out.

ELISE

Alimony!

BILL

Sweetie...

ELISE

How dare you! You no-talent leech!

BILL

We were a team. A great one.

ELISE

A team? I taught you everything! Our movies only got made because I agreed to be in them! And then you take my best script, my dream, that I financed - and you steal it! And you make it with somebody else! Some - starlet!

BILL

(as if to a child)

Elise, I love you, but, as a producer, I had to make the tough decisions. The role demanded a sex symbol.

ELISE

I am a sex symbol!

BILL

To your generation.

ELISE

I could have done it! It was written for me!

BILL

Elise. Come on. Policewoman by day, hooker by night?

(CONTINUED)

33 CONTINUED:

33

CHRISTIAN
Great flick.

SULLIVAN
 Gritty.

BILL
 (to Elise)
 Have you seen it?

ELISE
 I can't afford to! I can't get a job! And
 now you want alimony!

BILL
 (to the lawyers)
 She's not really like this.

The elevator opens; Bill steps in.

ELISE
 I am now!

Bill, looking a little bit scared, hides behind the other
 passengers.

34 INT. BILL'S LOFT - NIGHT

34

Bill is sitting in bed in silk pajamas. He is surrounded by
 newspapers, magazines and trade papers. He is reading the grosses
 in Variety; he is ecstatic.

BILL -
100 million dollars. My movie has made 100
 million dollars! In the first six weeks!

PHOEBE (O.C.)
 Can I stop now?

BILL
 (looking up at her)
 No, no, just a few seconds more. Come on,
 do it.

ANGLE on PHOEBE LAVELLE. She is a luscious, very young sex
 kitten, breathy and innocent. She stands in front of an enormous
 poster of herself, from Bill's movie "SIREN." The line on the
 poster reads "police woman by day, hooker by night." Phoebe holds
 the sexy pose from the poster, a pose combining her roles as
 policewoman and hooker.

PHOEBE
 (from the movie)
 "I'm your worst nightmare. A hooker with a
 badge."

(CONTINUED)

BILL
(thrilled)
Get over here.

Phoebe squeals and all but leaps onto the bed. She and Bill kiss passionately.

PHOEBE
So - am I like, a big movie star now? Like Elise used to be?

BILL
Bigger. We haven't even opened in Europe. Australia. South America. On video. 100 million dollars? That's nothing! That's chump change!

PHOEBE
But honey, if you're gonna make so much money, then - why did you ask Elise for alimony?

BILL
(very pious)
Hey - it's only fair.

They kiss again, very steamy.

35 EXT. FIFTH AVENUE AND FIFTY-SEVENTH - MORNING

35

Brenda and Duarte walk carrying bags of swatches and samples. Brenda is in something of a funk; she's been obsessing on both Morty and Cynthia's funeral. She stops and inspects a wraith-thin mannequin in a store window. The mannequin wears a ridiculous and expensive outfit, with a bare midriff and a micro-mini skirt. Brenda stares at it.

BRENDA
Duarte, tell me. Who is supposed to wear that? Some anorexic teenager? Some fetus?

DUARTE
It's not for everybody...

BRENDA
It's a conspiracy, I'm telling you. I've had enough. I am leading a protest, I am not buying one more item of clothing until these designers come to their senses. Not a blouse, not a scarf, no Giorgio, no Calvin, no Ralph...

DUARTE
We'll just look.

(CONTINUED)

35 CONTINUED:

35

BRENDA
(as they head into the store)
You're enabling me...

36 INT. FIFTH AVENUE DEPARTMENT STORE - MORNING

36

Duarte coaxes Brenda to the dress department. Brenda starts to come around as she sees the beautiful merchandise.

BRENDA
Alright. Maybe Donna Karan. Her I like.
She's got hips.

DUARTO
(finding a dress for Brenda)
This. On you. Perfection. Take it. Try it on.

BRENDA
(torn)
Duarte, I can't afford it...

DUARTO
You need it. Sell something. A lamp. A rug.
Your son.

Duarte hands Brenda the dress and points her to a dressing room. As she cooperates and walks across the sales floor, she spots MORTY CUSHMAN, her ex; he is holding a woman's purse. Her eyes narrow.

BRENDA
Morty!

Morty is mortified. Duarte hides. Several SHOPPERS notice.

MORTY
Brenda, please. Don't embarrass me.

BRENDA
I'll tell you what's embarrassing. Being hassled by Mr. Zaworsky in the elevator because I'm behind in the condo payments. That's embarrassing. Worrying about putting Jason through college, that's embarrassing.

MORTY
Brenda. You don't listen. Twenty years you never listened.
(he grabs a blouse and shoves it at her)
Here. Try this. Go to a fitting room. Isn't this nice?

(CONTINUED)

36 CONTINUED:

BRENDA
(considering the color)
I could use this. It's a good color.
(returning to her campaign)
But how would I pay for it, Morty? What
would I use for money?

MORTY
The company is what's expanding, not me. I
am not rich.

BRENDA
Liar. You're lying. You twitch when you lie
and your hairpiece is jumping like a
Muppet.

MORTY
Brenda. I have no money.

BRENDA
Really? Look in your purse.

At that moment, the young and breathtaking SHELLY NEWBERG emerges from the dressing room; she wears the short, tight, bare-midriff dress Brenda was attacking in the window. Underneath her spectacular exterior, Shelly is one tough cookie. She's accompanied by a sliver of a SALESGIRL who's loaded down with the dresses Shelly's tried on.

SHELLY
They're stunning, Morton. I need all of
them.

BRENDA
Morton?

SHELLY
(seeing Brenda)
Oh God. Make it go away.

BRENDA
(sweetly)
Why, Shelly -- hello there. Look at you.
Why, I can see your little tummy.

She pokes Shelly's bare midriff; Shelly flinches.

BRENDA (CONT)
What's the matter, Morty? Can't you buy her
a whole dress? Morty used to buy me things
too, after we first got married, in
Flatbush. Two rooms, right on the highway.
(to Shelly)
He'd bring me little presents, for no
reason at all. Mousetraps, roach motels...

Shelly levels her withering glance at Brenda. Curious SHOPPERS
listen.

(CONTINUED)

36 CONTINUED: (2)

36

SHELLY

Morty, shouldn't she be like, in a tower?

Morty tries to defuse the situation. He takes the dresses from the salesgirl.

MORTY

(embarrassed, defensive)

Bren. These are for a very special occasion.

BRENDA

What? Are you getting married? Or are you gonna adopt her? No wait, a special occasion -- is she gonna let you be on top?

SHELLY

(smiling, ultra-assured,
referring to her body)

Maybe. At least there's a view.

Cut to the quick, Brenda looks at Morty for a moment, then bolts.

37 AT THE ESCALATORS

37

Wiping tears of anger, she snags Duarte, who's hiding among the Christian Lacroix, and races down the escalator.

DUARTO

Let go of it, Brenda. You have to let Morty go.

BRENDA

I can't! Did you see him? With that...that cadaver?

(she is very upset; she starts
to stagger, hyperventilating)

Oh my God...oh my God...

DUARTO

Brenda, you're killing yourself, you're hyperventilating...

(calling out to the other
shoppers)

Does anyone have a Snickers?

A38 ESTABLISH GRAND PARK AVENUE OFFICE BUILDING - DAY

A38

38 INT. GRIFFIN FEDERATED FUNDS/CONFERENCE ROOM - AFTERNOON

38

MARY GRIFFIN

Guys, guys, guys. And I'm flattering you. You're wussing out here. It's called a takeover. Are you scared somebody's gonna get hurt?

Mary Birmingham Griffin is lambasting a half a dozen BUSINESS TYPES cowering at the conference table. She's tough.

(CONTINUED)

38 CONTINUED:

38

Gil Griffin sits at the end of the table, proudly watching Mary rip into the underlings.

MARY (CONT)
(with withering condescension)
I've got news for you, kiddies. Slashing people is the name of the game. Now get out there and play it.

All the business types scurry out. After they're gone, Gil goes to Mary. He closes the conference room door. Gil takes the files out of her hand and kisses her passionately. She seems surprised -- it is the conference room. Gil heats up, he's kissing her all over. She resists.

MARY (CONT)
Gil. Don't make me call security.

He grabs her tighter. She wrests free from his grasp and pushes a red button marked "Security" at the head of the table.

39 INT. SECURITY OFFICE

39

Two SECURITY COPS are watching TV when the red light on the panel BUZZES and flashes "Conference Room." They jump up, grab their gun belts and head out.

40 THE CONFERENCE ROOM

40

Gil pulls up Mary's skirt and pins her to the table, struggling.

41 IN THE ELEVATOR

41

The security cops dash into the elevator.

42 THE CONFERENCE ROOM

42

Gil's hand is over her mouth. The sex is rough and intense.

43 AT THE ELEVATOR

43

DING! The elevator opens on the 50th floor. The cops rush out.

44 THE CONFERENCE ROOM

44

Mary's in the throes of orgasm, as Gil intensely approaches his.

45 OUTSIDE THE CONFERENCE ROOM DOORS

45

The cops position themselves, then fling open the door.

46 THE CONFERENCE ROOM

46

Mary stands with an open file folder, showing Gil a chart. They're totally composed. The guards' entrance alarms Mary.

(CONTINUED)

46 CONTINUED:

46

MARY
My God! What's happened?

SECURITY GUARD #1
The alarm. It went off.

GIL
(couldn't be smoother)
Oh! I'm sorry. Mary must have pushed it by mistake again. We've got to get the damn thing repositioned.

SECURITY GUARD #2
Sorry about your wife, Mr. Griffin.

GIL
What? Oh. Ex-wife. Right.

Cops leave. Mary looks at the clock on the wall, then at Gil.

MARY
They're getting faster.

47 INT. RESTAURANT - LUNCH

47

Elise lunches with BRETT ARTOUNIAN, the hot, funky young director of the moment. Elise is carefully hiding her anxiety despite her desperation for the role.

BRETT
So. You've read the script...

ELISE
It's superb. Utterly original. Brett -- you are so gifted.

BRETT
Hey.

ELISE
(very sincere, really buttering him up)
And your last film -- brilliant. It broke new ground. Gangsters. Drug addicts. Guns. Where do you get your ideas?

BRETT
They just come to me...

ELISE
And Monique. What a great character. Complicated. Yet tender. Just magic.

BRETT
(thrilled)
Thank you. Man. What a kick. Elise Eliot - in a Brett Artounian film.

(CONTINUED)

47 CONTINUED:

47

Elise Eliot - in a Brett Artounian film. Elise didn't expect it to be this easy.

ELISE

Really?

BRETT

Didn't your people tell you? You're my first choice. Big bang. You're my lady.

ELISE

(surprised, relieved, overjoyed)

Really? I am? Your lady?

BRETT

You're there. You're her. Like, imprinted on my mind.

Elise is about to swoon.

ELISE

Tell me how you see her.

BRETT

Well. I think we go for -- grotesque.

Elise snaps out of her reverie.

ELISE

What?

BRETT

All the way. No makeup. Overhead lighting. Bring out every wrinkle, every crag, play the crone card. I mean, with you up there, Monique's mother won't be just another Jurassic fleshbag in a wheelchair. She's epic. Like Elise Eliot -- the cryptkeeper.

OFF Elise's reaction we

CUT TO:

48 INT. THE ST. REGIS -- KING COLE ROOM - 5 O'CLOCK

48

Elise looks at herself in the bar mirror, as she commiserates with MAURICE, the waiter.

ELISE

(drinking hard)

He wants me to play the mother. The mother! Maurice, I ask you -- is this the face of a mother?

(CONTINUED)

48 CONTINUED:

48

MAURICE
(very sympathetic)
No, Ma'am. Not mine.

49 INT. ANNIE'S KITCHEN - NIGHT

49

Annie's kitchen is signature chaos. Roach YAPS. An oven timer BUZZES. Catherine's pouring the boiling water off the pasta as she criticizes. The phone RINGS.

CATHERINE
I'm not saying this is time to criticize,
but you have no feeling for noodles.

Annie wants to stab Catherine with the meat fork, but she answers the ringing phone instead.

ANNIE
(on phone)
Hello? Yes, Aaron...

Roach SNARLS and YAPS louder. Catherine looks hopeful.

ANNIE (CONT)
(on phone)
Yes, Aaron? Well. Nothing major. Pasta with Mother.

This registers on Catherine.

ANNIE (CONT)
(on phone)
I'm glad to hear you say that. Really?
When? You say. Okay.

Annie hangs up. Catherine's holding her breath.

ANNIE (CONT)
We're having dinner. Dinner! Do you know what that means? I bet it means he's -- re-prioritized. He's probably...worked through all of his relationship phobias, and his fear of intimacy, and his thing about my poisoning his food, and he's ready to re-commit!

Catherine claps her hands in joy. Roach's YAPS escalate.

CATHERINE
God bless him!

ANNIE
Thank you, Dr. Rosen!

Annie tosses her apron aside, turns off the stove and begins to exit.

(CONTINUED)

49 CONTINUED:

49

CATHERINE

Annie!

ANNIE

(turning)

Yes, Mother?

CATHERINE

I'm begging you. This is your last chance.

ANNIE

Mother...

CATHERINE

(very serious)

Please. For me. Moisturize.

Annie, too excited to be truly furious, does a mock-scream and hugs Catherine.

50 INT. BRENDA'S APARTMENT - EARLY EVENING

50

Brenda enters her apartment after a long day. She hits the "Play" button on her answering machine. A message from Jason.

JASON'S VOICE

Mom. I'm spending the night at Dad's.
Don't worry. I'm studying. "Baruch ata
adonoy." Happy now?

Brenda smiles. Good kid. But what to do with her evening? She goes to the refrigerator. Taped to the refrigerator door are pictures of, in order, Kate Moss, Twiggy and a skeleton or the remains of an Egyptian mummy. Brenda backs off.

51 INT. RAINBOW ROOM - NIGHT

51

Annie enters. She looks fabulous. She scans the floor. Her eyes rest on AARON PARADIS, seated at a dance floor table. He stands when he sees the ravishing Annie.

Aaron's handsome, dashing, born to conquer. He's impressed with Annie's entrance.

Annie reaches Aaron's table just as the BAND strikes up a sexy Latin dance tune. Without saying a word, she extends her hand and glamorously pulls Aaron onto the dance floor.

Aaron is under her spell. They dance very well together. Annie spins provocatively away from Aaron. They smile at each other.

Annie spins back into Aaron's arms. She blows softly into his ear. He responds by pulling her closer and nuzzling her neck. Annie smiles blissfully.

52 INT. ST. REGIS/KING COLE ROOM - NIGHT

52

Elise has retreated to a darkened corner of the bar. A votive candle flickers on the table. She's seriously drunk. Maurice approaches. She snags him.

ELISE

(still on this hours later)

I'm Monique. I'm not Monique's mother.
Angela Lansbury is Monique's mother.
Shelley Winters is Monique's mother. Sean
Connery is Monique's mother.

MAURICE

(concerned about her condition)

Perhaps -- coffee?

ELISE

(angry and tearful)

I take it back. Sean Connery is Monique's
boyfriend. He's 300 years old, but he's a
stud. I'm not happy, Maurice.

OMIT SCENE 53

54 INT. MOVIE THEATRE - NIGHT.

54

ANGLE ON the screen. We are watching a movie with Sean Connery and a younger woman.

ANGLE ON Brenda, watching the movie, by herself.

55 INT. THE GREENHOUSE RESTAURANT - LATE NIGHT

55

Brenda stops at the maitre'd station. A slinky, vixen-ish HOSTESS gestures for Brenda to follow and purrs...

HOSTESS

Will it be just you this evening?

Brenda is seated. The BUSBOY appears, to whisk away the second place setting. He speaks little English. He gestures a lot.

BUSBOY

Un? Solo? By yourself?

Brenda nods, self-consciousness growing. He's gone. She looks around. The place seems to be filled with happy, happy couples having a swell time. The WAITER appears with a menu.

WAITER

Just one?

Brenda is really feeling the sting of solitude and resents it.

(CONTINUED)

55 CONTINUED:

55

BRENDA

Yes!

RESTAURANT PATRONS turn to look at Brenda. This makes her even more contentious. She stands.

BRENDA (CONT)

(to the room)

It's just me. All alone. By myself.
Okay? Okay?

She sits back down, opens her menu.

A wealthy, well-dressed COUPLE is leaving; they pass Brenda's table. The wife pauses; she looks at Brenda with pity. She looks at her husband. The husband hands his wife some change, which she leaves in Brenda's wine glass.

OMIT SCENE 56

57 EXT. THE ST. REGIS HOTEL - NIGHT

57

Brenda passes the hotel and turns the corner, disappearing into the night as...

Elise exits the St. Regis and walks down the sidewalk. She walks very stiffly, overcompensating for her drunken state.

Elise weaves down Fifth Avenue. She's really starting to be unsure of herself. She hears something. She tries to walk faster, but her head is really spinning.

Suddenly--

A FIGURE STEPS OUT OF A SHADOWED DOORWAY

This scares the shit out of Elise. The FIGURE speaks.

MAN'S VOICE

Can I talk to you?

A terrified Elise SCREAMS. The voice panics.

MAN'S VOICE (CONT)

Don't scream! Stop it!

Elise starts hitting at the figure. The man grabs her hands. It's Larry Cochrane.

LARRY (CONT)

Don't scream! Don't be stupid!

ELISE

(with massive rage)

What? You want my purse? Here!

(CONTINUED)

57 CONTINUED:

57

Elise breaks away, smashing his face with her large, heavy purse.

LARRY

Ow! I don't want your purse!

ELISE

Why not? It's Fendi! I paid for it! With my money! Take it! Take it!

Elise continues bludgeoning Larry. He's on the sidewalk now with Elise straddling him, whipping him with his backpack. The contents of the backpack (paper, gym clothes, etc.) fly everywhere.

ELISE (CONT)

Thought you could mug Monique's mom, huh?
Thought you could mug Best Supporting, huh?
I don't think so! Police! Help!

Elise's cries are ludicrous, because it's Larry that's in danger. Larry manages to fend off Elise's blows and get a word in.

LARRY

Stop! Ms. Eliot! I'm not a mugger! Stop!
I'm a photographer!

Elise has him pinned, so she stops whacking him.

ELISE

What?

LARRY

I'm a photographer and I took a really great picture of you. I wanted you to have it.

(gestures desperately)

Look in my bag. Honest.

Elise keeps the heel of her shoe against Larry's throat as she rummages in his bag. She pulls something out.

It's a wonderful picture of her. Elise just stares at the photo. This has all been too much. She starts to weep uncontrollably.

ELISE

(through her sobs)

This is very good. What lens did you use?

LARRY

Um...can I get up?

Elise realizes how badly she's hammered Larry. She helps him up.

ELISE

Oh, God! You're bleeding. You have to lie down.

(CONTINUED)

57 CONTINUED: (2)

Elise stumbles and falls OUT OF FRAME.

OMIT SCENES 58/59

60 INT. ELISE'S FIFTH AVENUE APARTMENT - LIVING ROOM - NIGHT

60

Elise, who can barely stand up herself, staggers in, helping the bleeding Larry. She turns the lights on. The apartment is a shrine to Elise's stardom: there are gorgeous pictures of her everywhere, along with awards and framed posters and magazine covers. Elise immediately collapses on the sofa.

LARRY

(looking around)

Oh my God. Look at this. It's amazing.
It's like -- a museum. Of you.

ELISE

It's late. No tour. Help yourself to the
medicine chest.

LARRY

(looking at the pictures)

I'm okay, thanks. This is so great. I
mean, I've been such a fan of yours. Ever
since I was little.

ELISE

What?

LARRY

It's just -- I can't believe I'm really
here. I mean, my Mom and Dad, they love
you.

ELISE

What about Grandpa?

LARRY

His favorite. I'm joking. I'll go.
Just...can I kind of -- leave this with
you?

Larry pulls a typed script out of his beat-up bag. It's in bad
shape, pages torn. He smooths it together as best he can.

ELISE

What is it?

LARRY

It's...my play. That I wrote.

ELISE

I thought you were a photographer.

(CONTINUED)

60 CONTINUED:

60

LARRY

I am, but I write, too. It has a great role for a mature woman.

ELISE

Get out.

LARRY

I'm going, I'm going, I'm sorry.

Larry is out the door; he pokes his head back in.

LARRY

You were in my locker. Right next to my gym shorts.

ELISE

OUT!

Larry exits, shutting the door; perhaps Elise stumbles to the door, to make sure it's closed.

ELISE

His gym shorts?

She accidentally catches sight of herself in a mirror. She SCREAMS, and passes out.

OMIT SCENE 61

62 INT. AARON'S HOTEL BEDROOM/LIVING ROOM - NIGHT

62

Lovemaking is over. Annie kisses Aaron and gets out of bed. She begins to dress.

ANNIE

I should go...

AARON

I know...

ANNIE

But tomorrow - we can start moving your things back. I mean, if that's okay, I just hated having your side of the closet all empty. Dr. Rosen would be so proud of us, I wish she were here, well, not literally, but I just can't wait to tell her, how we worked everything out, it's like, we should get therapy gold stars.

AARON

(smiling back at her, taking her in his arms)
Oh, Annie. I do love you.

(CONTINUED)

ANNIE
(thrilled)
Aaron...

AARON
(very sweetly, caringly)
And I want a divorce.

A beat. Annie can't quite believe what she's heard.

ANNIE
But...But...

AARON
(still holding her)
Annie. Calm down.

ANNIE
But...we just...you asked me out.

AARON
I know. To tell you. But you looked so great, and I thought gee, how romantic, one last time. A good-bye kiss.

ANNIE
It...it wasn't just a kiss.

AARON
Annie. Don't be childish. You know how you manipulate me.

ANNIE
But...but...is there someone else?

AARON
Of course not. This is about us. About you.

A key turns in the lock, in the outer room of the suite. Annie and Aaron run towards the noise.

LESLIE (O.C.)
Babe?

Annie looks at Aaron, shocked. Leslie enters. She sees Annie.

LESLIE
Oh my God.

ANNIE
Oh my God.

AARON
Oh my God.

(CONTINUED)

ANNIE

Dr. Rosen...

LESLIE

Annie, please, I'm sorry this is...very awkward...

AARON

Annie was just leaving.

LESLIE

Did you tell her?

AARON

I was totally up front...

ANNIE

What? Excuse me?

LESLIE

Annie, this is rough, I know that...

ANNIE

Rough? You're my therapist!

LESLIE

I'm a woman.

ANNIE

And he's...he's my husband!

LESLIE

(an idea hits her)

This is a book.

AARON

Annie, we've been separated for months.
Don't over-dramatize.

LESLIE

Aaron - she's allowed to be angry. Annie,
I'm sorry this happened this way...

ANNIE

(turning on them)

So am I! I am sorry that I ever met you!
Either of you!

(to Aaron)

I am sorry that I allowed myself to love
you, for all those years! I am sorry I gave
you a wonderful child, and a home, and my
life! I am very, very sorry!

AARON

I'll always care about you.

(CONTINUED)

62 CONTINUED: (3)

62

ANNIE
Well, I'm sorry!

She walks out, furious. We hear the door SLAM.

63 INT. HOTEL HALLWAY - NIGHT

63

Annie stands in the hall, angry, hurt and in shock. She slumps against the wall, in tears. She covers her face with her hands.

64 ESTABLISHING SHOT - MANHATTAN SKYLINE - MORNING

64

65 INT. ELISE'S APARTMENT - MORNING

65

ON MAIL DROPPING THROUGH THE SLOT in Elise's front door. Elise, in an aboriginal face masque, goes to pick it up.

ON HANDS picking up the mail.

WE PULL BACK TO REVEAL

Jason picking it up. We're in:

66 INT. BRENDA'S LIVING ROOM - DAY

66

JASON
(going through the envelopes)
Mail's here. Phone company, electric
company, mortgage company...

BRENDA
They're just teasing.

Jason pulls out the one elegant envelope that isn't a bill and tosses it to Brenda. She looks at the shaky handwriting on it. She looks at the return address. It's a letter from Cynthia. Brenda gulps and reaches for her letter opener.

A66 ON THE LETTER BEING PULLED OUT OF THE ENVELOPE

A66

MATCH CUT TO:

67 INT. ANNIE'S APARTMENT - DAY

67

Annie, terrified, unfolds the stationery. We hear Cynthia's VOICE reading the letter.

CYNTHIA (V.O.)
Just a few lines, before I go.

Cynthia's VOICE continues as we

CUT TO:

68 INT. ELISE'S FIFTH AVENUE APARTMENT - DAY

68

Elise is reading her letter from Cynthia.

CYNTHIA (VO)

"I'm so sorry we didn't remain in each other's lives. But I knew you'd be someone important, Elise. Sometimes I've envied your life. What I read seems so perfect."

As a rattled Elise reads, she pours orange juice into her vodka.

69 INT. DUARTO'S STUDIO - DAY

69

Brenda is reading her letter aloud to Duarte. He listens.

BRENDA

"It's funny, in college I dreamed of making a difference, of helping others. But now it's as if -- I never even existed..."

70 INT. ANNIE'S KITCHEN - DAY

70

Annie reads her letter aloud to an attentive Catherine.

ANNIE

"I wish I had talent, like Elise. Or Brenda's humor. Or your strength, Annie. Most of all, I wish I still had our friendship. Perhaps Gil isn't really the problem. Perhaps loneliness is. Please, take care. Of each other. Love, Cynthia."

Catherine gives Annie's hand a supportive squeeze.

CATHERINE

(sincerely)

On such pretty stationery.

Annie thinks. She reaches for the phone and dials.

71 INT. ANNIE'S LIVING ROOM

71

Annie, Elise and Brenda are reading each other's letters.

ELISE

(very moved)

Poor Cynthia. If only she'd called me. If only I were listed.

ANNIE

(giving Elise back her letter)

She's right. In college we were focused. We were brave. We couldn't wait.

(CONTINUED)

71 CONTINUED:

It's a sober beat as they assimilate the letters. Brenda and Elise are depressed.

BRENDA

It's all gone. I'm alone. I'm nothing but Duarte's glorified gofer. I don't have anything...

ELISE

You're not alone -- you've got a son, who adores you. I'm alone. I'm Monique's mother.

Brenda and Elise start becoming competitive about their terrible lives.

BRENDA

But Jason will go off to college, and then I'll be more alone. And even older.

ELISE

(pulling her face back)

If I have any more surgery, I won't be able to sleep.

BRENDA

I'll have to work at McDonald's.

ELISE

I'll have to do ads for adult diapers.

BRENDA

I'll have to wear them.

ANNIE

(very calm and firm)

No. No.

Elise and Brenda turn to Annie, amazed at her new conviction.

ELISE

Annie?

ANNIE

We will not do this. Not one more time. We will not wallow in self-pity.

BRENDA

Why not?

ELISE

Works for me.

ANNIE

I have just spent twenty-five years with the most self-absorbed, arrogant man on earth. Who is getting married to my shrink. Who I paid a fortune to lecture me on self-esteem.

(CONTINUED)

71 CONTINUED: (2)

Elise and Brenda look at each other.

BRENDA
(to Annie)
You win. Worst life.

ELISE
Hands down.

ANNIE
No. I am not going to be that woman
anymore. That...pushover in a headband.
That -- doormat.

BRENDA
(impressed)
Annie...

ANNIE
What has happened to us is unacceptable.

ELISE
I made all those movies, just to keep Bill
happy. I gave him a career. And now he's
stolen mine.

BRENDA
I slaved for Morty. I worked behind the
cash register in his first store. In his
first fifteen stores.

ANNIE
I made Aaron a home. I raised our
daughter. I washed his shorts. I starched
them. I ironed them.

BRENDA
You did?

ANNIE
Well, I supervised!

ELISE
What are we talking about? Revenge?

BRENDA
No. Not revenge.

ANNIE
Justice. I want to give Aaron so much
justice he can't walk straight. If he
thinks his partners are trouble...

ELISE
Bill's had it easy. Every step of the way.
He's always had a woman to look out for
him. On his arm. On his face. What if,
all of a sudden...

(CONTINUED)

ANNIE

What?

ELISE

(a gleam in her eye)

He didn't?

ANNIE

Brenda?

BRENDA

(sweet and sincere)

I loved Morty. Very deeply. I don't want to see him hurt. Or harmed.

ELISE

You don't?

BRENDA

(viciously)

I want him dumped. By Little Miss Midriff. By that Stairmastered L'Orealed crotch jockey. In front of everyone. Both hemispheres. On the six o'clock news!

ANNIE

Brenda!

BRENDA

(sweetly)

And after that, I want -- world peace.

The idea growing...

ELISE

We helped them rise, we can help them fall.

ANNIE

But - how can we get to them? They're all so powerful. We're just - discards.

BRENDA

Look - alone, we're just barely hanging in there. We're used merchandise. Ancient history.

ELISE

But together - we're the United Nations.

ANNIE

The Teamsters.

BRENDA

(smiling)

The Rockettes.

(CONTINUED)

71 CONTINUED: (4)

71

Annie takes off her wedding ring and drops it into her champagne glass. Elise does, too. Brenda struggles to get hers off and drops it in.

Annie leads the toast and taps the coffee table.

ELISE

Here, here!

ANNIE

Okay. Okay. The First Wives Club will come to order.

The First Wives clink their glasses.

ANNIE (CONT)

Step one...cash flow.

As Annie starts to outline her idea, we

CUT TO:

Double doors BANGING open, revealing

72 INT. ATCHINSON PRODUCTIONS - DAY

72

Bill's Tribeca offices are slick and glamorous, with a big poster from "Siren" out front.

Elise charges past a series of beleaguered-looking ASSISTANTS and SECRETARIES. Elise is accompanied by MOVING MEN.

ASSISTANT

(terrified)

Ms. Eliot, you know how he hates to be interrupted. Please, just let me tell him you're here...

ELISE

Don't bother. I'm not expected.

73 INT. BILL'S OFFICE- DAY

73

Bill is on the phone at his desk when Elise enters. The inner wall of the office is glass, looking out onto the outer office. Bill's office is decorated with posters from all of Elise's movies.

BILL

Elise! What a kick! But I'm on with the coast.

ELISE

(to the movers)

All of it, fellas. Move it out.

(CONTINUED)

BILL

Babe? Lise-y? What's going on?

ELISE

Per your request, I'm consolidating the possessions collected during our marriage for liquidation. I believe that would include all of this. I gave you these antiques.

BILL

You're the best.

ELISE

Love tokens. Anniversary gifts. Junk.

BILL

Elise. This hurts me. I care about you. About us. About the magic.

(pointing to a poster)

Remember? "An Act of Congress"? You were a senator? With a secret?

ELISE

(pointing to the poster, for the movers)

That too. I had it framed.

BILL

(to the movers, suddenly vicious)

Back off, jack-o! Elise, this isn't right. It's hormonal. You can't do this.

ELISE

Watch me.

BILL

But...but...that's my stuff!

ELISE

(smiling, as she leaves)

Be careful, boys. With the old things.

74 EXT. PARK AVENUE SYNAGOGUE - DAY

74

ANNIE (VO)

Okay. Next step. Morty. We need information. Dirt. See what you can get.

CLOSE ON

An old man with a cane, resisting the help of several fawning relatives, as he makes his way from his car to the door of the synagogue.

75 INT. PARK AVENUE SYNAGOGUE - DAY

75

Brenda's UNCLE CARMINE swats at his over-nurturing relatives as he makes his way to a bench. Once settled, he blows a kiss to Brenda, who sits several rows away with Annie, waiting for the Bar Mitzvah to begin.

Brenda smiles back sadly. Annie's concerned about Brenda's mood.

BRENDA
Uncle Carmine. My father's side.

ANNIE
Brenda?

BRENDA
Oh, I'm okay. It's just...Morty and I've been planning for this day since Jason was born.

ANNIE
Morty's going to be here.

BRENDA
But not next to me. We're not a family anymore.
(rallies)
I'm fine.

Annie takes Brenda's hand in support. Their attention is drawn across the aisle as Shelly and Morty sit.

Shelly gives Brenda a smug look. Shelly, as usual, wears very tight, abbreviated clothing. Brenda turns to Annie, her eyes blazing.

BRENDA
He brought her? To my son's bar mitzvah?

ANNIE
(peering at Shelly)
Is she a gift?

She squeezes Brenda's hand mightily to keep her under control as

THE SERVICE BEGINS

76 INT. RECEPTION - THAT AFTERNOON

76

The party. It's in full swing. Dancing, etc. It's a colorful CROWD. Morty's relatives. Brenda's relatives -- both her Jewish mother's clan and her father's Sicilian clan. Jason's friends.

ON BRENDA, ANNIE, MORTY, SHELLY AT THE BUFFET

Brenda piles on the food as she moves down the line. She can't take her eyes off Shelly's Spandex tube dress. All eyes are on Shelly. Especially Jason's.

(CONTINUED)

76 CONTINUED:

76

Annie keeps a continuous soothing, supportive dialogue in Brenda's ear, trying to stave off a catastrophe.

ANNIE
Be calm. Be gracious. It's Jason's day.
Implants can harden.

Shelly, the consummate social climber, watches Brenda. She turns and whispers her unkind observations to Morty.

SHELLY
Poor Brenda. Look at her. She looks like
-- someone's mother.

MORTY
(good-natured)
She is.

SHELLY
The hair, the dress, can I be frank?
Temple Beth Shmatte. She's a social
nightmare.

MORTY
(a little defensive)
We had some good times. A lotta good
times. This wicked witch thing is new.

They all meet at the center of the buffet, near a large chopped liver swan. Annie gives Brenda the warning eye. Brenda does her best to be cordial.

BRENDA
Shalom.

MORTY
You always knew how to throw a party, Bren.

SHELLY
(to Brenda)
It's lovely. Really. Very -- casual.

Shelly is about to pop a petits four into her mouth.

BRENDA
Careful, Shelly. We'll see it.

A76 ON JASON AND UNCLE CARMINE

A76

Jason sees Brenda, Shelly, Morty and Annie in conversation and smiles to his great-uncle Carmine.

JASON
Look, Uncle Carmine. They're kind of...
getting along.

B76 ON BRENDA, SHELLY, MORTY, ANNIE

B76

Wrong. The hostility is building.

SHELLY
(very sweet)
Brenda. I admire you. Your style. Your
spunk.

BRENDA
You do?

SHELLY
Menopause. It's not a dirty word.

Before Brenda can respond, Annie steers her away.

C76 SHELLY'S POV

C76

Some of Brenda's Sicilian relatives, AUNT GIULIETTA and Uncle Carmine, are staring daggers at Shelly and Morty.

D76

D76

SHELLY (CONT)
Let's go.

MORTY
Shelly. This is my son's bar mitzvah.

SHELLY
Morty. This crowd. Brenda's relatives.
They're half Sicilian and half Jewish.

MORTY
So?

SHELLY
Well, I'm sorry. She should decide.

This bothers Morty a little.

E76 ON BRENDA AND ANNIE

E76

BRENDA
I can't stand this. Why did Morty have to
bring her? He's not stupid. He knows what
this does to me.

ANNIE
(firm and supportive)
Brenda. Stop it. This is about Jason.
Help shape your son. After all, this is
the day he "becomes a man."

Annie's words move Brenda deeply. As she goes to wrap Jason in a warm embrace, she overhears him say to his friends...

(CONTINUED)

E76 CONTINUED:

E76

JASON

Man. Pump me some Shelly.

Instantly, Brenda's outstretched hands become talons that go for Jason's throat. Annie spins her away just in time.

Brenda can't control her fury. She blasts over to Morty, backing him into a corner.

BRENDA

How dare you bring that slut to my son's bar mitzvah!

MORTY

Because she's my slut!

Shelly comes to rescue Morty, physically coming between them.

SHELLY

I'm not a slut! It's a look!

BRENDA

Stay outta this, you three-process chopstick!

Brenda pushes Shelly out of the way. Shelly pushes Brenda. Each arms herself with a weapon from the buffet; Shelly stands beside the chopped liver swan.

BRENDA (CONT)

Don't you touch that swan!

SHELLY

Why not? I can eat anything!

MORTY

Ladies!

Morty separates them as we hear Jason yell.

JASON

Hey! Knock it off! I'm sick of this! I hate you! I hate all of you!

Jason stalks out.

BRENDA

(very upset)

Jase!

77 EXT. TEMPLE - SIDEWALK - LATE AFTERNOON

77

Brenda and Annie walk the aged Uncle Carmine to his car. Carmine has a serious proposal for Brenda.

(CONTINUED)

77 CONTINUED:

77

CARMINE

Brenda. Can I speak freely?

BRENDA

Talk, Uncle Carmine. Annie's cool.

CARMINE

I speak for the entire family and for your dear departed father, my beloved brother, when I say Morty is garbage...and it would be an honor to take him out.

Annie's mouth drops. Brenda cuts him off.

BRENDA

No! Uncle Carmine! No! Don't you dare! Morty's my problem. I'll work it out, somehow. For Jason. But thank you, for the thought.

Annie and Brenda help Carmine into his car.

CARMINE

My angel. For Morty to treat you this way? After everything your father did for him? Where would he be without him? The first year he was in business, every piece of stock in his store, every TV, every VCR, every stereo fell off one of our trucks.

Brenda and Annie's eyes widen.

BRENDA

Morty? A crook? My Morty?

UNCLE CARMINE

Check his books. They're fiction. Bestsellers.

Uncle Carmine shuts the car door. Brenda's mind races. Annie's right with her.

ANNIE

(smiling)

I like your uncle.

78 INT. BILL/PHOEBE'S LOFT - NIGHT

78

Bill is sitting up in bed. Phoebe stands nearby, wearing something skimpy, and reading aloud from a paperback copy of "Romeo and Juliet."

BILL

Okay. Go again.

(CONTINUED)

78 CONTINUED:

PHOEBE

"Romeo, Romeo, wherefore art thou, Romeo?"

BILL

I like it. It's poetry. Lick your lips.

PHOEBE

So you really think I'm like, growing? An actress? Like, I could be...

(she checks the title of the book)
Juliet?

BILL

I know you could. Juliet on fire. Juliet now.

PHOEBE

(thrilled)

Really? So what happens - does she marry him?

(the doorbell BUZZES)

Yay! Pizza!

Phoebe opens the door. Elise and the moving men barge in.

BILL

Elise!

PHOEBE

(very excited)

Elise Eliot! Oh my God!

Elise scans the loft. She points at a painting.

ELISE

Right. There's the Lichtenstein. And the Brancusi. And the gym equipment.

Elise checks off the items on a list. She removes a camera hanging on the bedpost, and scans the loft for more luxury goods.

BILL

Elise! Get the hell out of here! Put that back!

PHOEBE

Elise, this is so cool! To like, meet you!

ELISE

(pointing)

The Nikon. The espresso machine.

BILL

Elise - I'm getting a restraining order.

(CONTINUED)

78 CONTINUED: (2)

78

PHOEBE

(awed)

No, Bill, this is great. Elise, hi, I'm Phoebe. I've seen all your movies, on video. I want to be just like you. Only, me.

ELISE

Phoebe? Some advice.
(points to Bill)
Be afraid. Be very afraid.

BILL

Phoeb! She's bitter!

PHOEBE

But Elise, haven't you heard? Bill's producing this incredible new movie, with this hot director. And I'm gonna star in it. Elise - I'm Monique.

ELISE

What?

PHOEBE

(beaming, opening her arms)

Mom!

OFF Elise's reaction we

CUT TO:

- 79 EXT. ELISE'S STREET - DAY

79

We find Brenda and Annie in mid-discussion.

BRENDA

But why don't we just go get Morty now? We know what's going on.

ANNIE

This isn't guerilla warfare, Brenda. Think covert operation. Think sting.

BRENDA

Annie -- you're getting good at this.

ANNIE

(surprised)

I am?

BRENDA

Look at you -- your eyes are shining, your hair looks great. You're getting so powerful.

(CONTINUED)

79 CONTINUED:

79

ANNIE
 (taking a deep breath)
 I'm...I'm an angry white woman, Brenda.
 Watch out.

BRENDA
 So -- why isn't our war room at your place?

ANNIE
 Because we can do without my mother's
 input.

BRENDA
 (not her place)
 Well, I don't want Jason around any of
 this.

ANNIE
 That's why God gave Elise such a nice big
 apartment.

BRENDA
 I can't wait. It was on "Lifestyles of the
 Rich and Famous." When she was.

They reach Elise's door. It's open. The furniture and loot
 acquired from Bill spills out into the hall. Annie and Brenda
 weave their way through it and into the apartment.

A79 INT. ELISE'S APARTMENT - CONTINUOUS

A79

The apartment is crammed with stuff. There isn't a free square
 inch.

ANNIE
 I like what you've done with it. Early --
 everything.

BRENDA
 (picking up Elise's Oscar and
 pretending to read the
 inscription on the base)
 Look -- it says, "I beat Meryl."

ELISE
 Brenda -- put that down.

BRENDA
 Is there chocolate inside?

ELISE
 There was no more room in the warehouse.
 I'm going to store some of this in my old
 loft downtown, until it's time to convert
 it to cash. The movers are on the way.

(CONTINUED)

A79 CONTINUED:

A79

BRENDA
Your old loft?

ELISE
I usually sublet it. But it's vacant now.

Annie and Brenda exchange a look -- a thought has occurred.

ELISE (CONT)
What?

80 EXT. SOHO STREET - DAY

80

Annie, Brenda and Elise stand in front of a building. Annie, looking it over, issues her verdict.

ANNIE
Perfect.

81 INT. SOHO LOFT SPACE - FWC HEADQUARTERS - DAY

81

Elise, Brenda and Annie arrange desks, filing cabinets, rugs, the Lichtenstein, etc. A SERIES OF SHOTS takes us to

82 INT. SOHO LOFT SPACE - FWC HEADQUARTERS - DAYS LATER

82

The First Wives smile as they examine their newly furnished office space. It's filled with recognizable booty from Elise's conquests.

Chris appears, neatly dressed, with an attache case. Annie, Brenda and Elise inspect her and nod approvingly.

Annie closes the door. It shuts INTO FRAME, REVEALING:

A PLAQUE ON THE DOOR OF THE OFFICE

It's the "FWC" logo.

THE LOGO IS A WEDDING RING IN A CIRCLE WITH A RED LINE DRAWN THROUGH IT.

83 INT. PARADIS/LOEST AGENCY - AARON'S OFFICE - DAY

83

Aaron's office is filled with layouts and photo blow-ups for an ad campaign featuring warm, happy, Norman Rockwell-type families.

CHRIS
(very sweetly)
...just something part-time. Until I graduate. Come on, Dad. How about a little nepotism?

PULL BACK TO REVEAL

A PUZZLED, BUT PLEASED AARON

(CONTINUED)

83 CONTINUED:

83

AARON

Uh. Sure. I'll hire you. But I'm a little surprised. I mean...you've never shown any interest in advertising.

CHRIS

(smiling innocently)

I know, Daddy. I'm here to learn.

84 INT. ELISE'S LIVING ROOM - DAY

84

A private moment. She pours a drink. She reaches for a magazine. She's read it. Pulls another. Hates the beautiful person on the cover. Then she pulls out.

LARRY COCHRANE'S SCRIPT

She flips through the beat-up script. Something on the first page captures her interest. She begins to read it.

85 INT. FWC HEADQUARTERS - DAY

85

Elise is on a Stairmaster, working out. Annie sits nearby, holding Larry Cochrane's script. She and Brenda have both read it.

ANNIE

This is a wonderful play.

BRENDA

You have to do it.

ELISE

(begging to be convinced)

Go back to the theater? It's been twenty years. Bill hated when I did theater. I gave it up because he wanted movies.

ANNIE

(sincerely)

But this is a great part. It's a bitter, unloved, emotionally barren woman, desperate for hope.

ELISE

(stunned and impressed, a revelation)

Oh my God. It's Faye Dunaway.

BRENDA

It's you.

The phone rings. Annie picks it up.

(CONTINUED)

85 CONTINUED:

85

ANNIE
(into phone)
Hello?
(She smiles, and passes the
phone to Elise)
For you.

86 INT. PARKING GARAGE - DAY

86

Bill is very upset. He's screaming into a pay phone as a tow truck hoists up a red Lamborghini.

BILL
(into phone)
You vindictive sack of silicone! I'll sue
you! I'll break you!

87 INT. FWC HEADQUARTERS - DAY

87

ELISE
(sweetly, into phone)
I can't hear you. Damn these phones.

She hangs up and hands the phone to Brenda.

BRENDA
The Lamborghini?

Annie pins a file card to a large bulletin board, under a heading marked ASSETS. The bulletin board covers almost an entire wall. Other categories on the board include Bank Accounts, Lawyers, Second Homes, Retirement Accounts, Foreign Holdings and Real Estate. The board might be divided by color into three overall sections, one for each husband. Annie has the board beautifully organized, Martha Stewart-style.

Brenda watches Elise on the Stairmaster.

BRENDA
Isn't that frustrating? You keep climbing
and climbing, but you never get anywhere.
Like Kathie Lee.

ELISE
I feel great. It burns off the booze. And
you know something? I get my best ideas
while I'm working out.

ANNIE
Really?

ELISE
Sure. It clears my head. Stuff adds up.

(CONTINUED)

ANNIE
(studying the Real Estate
section of the big board)
He just bought little Shelly a penthouse.
But how do we get in?

Elise has now moved from the Stairmaster onto a treadmill. She
is huffing and puffing.

ELISE
(offhand)
Duarto.

ANNIE
Duarto?

ELISE
Shelly has a new place. It needs to be
decorated.

BRENDA
(regarding Elise)
She's right. She gets ideas.

ANNIE
But...how do we make sure she chooses -
Duarto?

BRENDA
Elise?

ELISE
Let me think...

ANNIE
Maybe...turn it up?

Brenda turns up the speed on Elise's treadmill. She and Annie
stand by the sides of the machine, as coaches.

BRENDA
So?

ELISE
Morty...Shelly...Duarto...Morty...Shelly...
Duarto...

Brenda turns up the treadmill even more. Elise is really panting
and pumping.

ANNIE
But, are you okay? Is this dangerous?

ELISE
It's coming...it's coming...

(CONTINUED)

87 CONTINUED: (2)

87

Brenda turns up the treadmill even higher, so Elise is practically flying.

ANNIE
Brenda! Don't!

BRENDA
We need an idea. If she dies, she'll be thin.

ELISE
Shelly...Duarto...Shelly...Duarto...
Morty...money...furniture...

Brenda turns up the treadmill one notch higher.

ELISE
Gunilla!

Elise raises her arms in triumph, like and Olympic champion breaking the ribbon. As she does so, she FLIES OFF THE TREADMILL.

OMIT SCENE 88/89

90 INT. MORTY/SHELLY'S DUPLEX - DAY

90

Morty and Shelly's new apartment is a great space, but the furniture is incorrect and minimal. Shelly is on a cellular phone.

SHELLY
(into phone)
Thank you, Gunilla. I'll be there.
(hangs up, to Morty)
Gunilla Garson-Goldberg! Calling me! For
on of her super social lunches!

MORTY
Why?

SHELLY
I bet she saw me last week, at that
benefit, for those blind kids. Remember?
I had to keep telling them...
(pointing to herself)
"Hey! It's Chanel!"

91 INT. GUNILLA'S APARTMENT - LUNCH

91

Gunilla has one of those New York apartments. Rooms and rooms of the most beautiful things imaginable. Gunilla and Shelly are lunching together, at an exquisitely set table. Gunilla is playing her role to the hilt. Shelly's been jabbering breathlessly.

OMIT SCENE 92

SHELLY

...so I said to him, I said, Morty, if it's leukemia, it's Lacroix. Was I right, or what?

GUNILLA

Of course you were. Brava.

SHELLY

You know, I just -- I still can't believe I'm really here. At your place.

GUNILLA

(smiling)

Imagine.

SHELLY

And it all feels -- so right.

GUNILLA

It does. You know, Stella...

SHELLY

Shelly.

GUNILLA

Shelly.

SHELLY

Should I change it?

GUNILLA

Again? No, Shelly, the moment I saw you, I felt -- she belongs. She's society. She's someone.

SHELLY

(ecstatic)

Really?

GUNILLA

Soon. I thought, all she needs is -- advice. Perhaps some polish. A guiding hand.

SHELLY

I would kill for that. I'd pay you. I'd tip.

GUNILLA

Unnecessary. Sheila.

SHELLY

It's Stella.

(CONTINUED)

CONTINUED:

GUNILLA

Yes. Now, if one truly wishes to...
progress, there are certain things one must
know.

SHELLY

(eagerly)

Like? Such as? What?

GUNILLA

The correct florist. The ideal chef. The
right decorator.

SHELLY

(very impressed)

Of course.

GUNILLA

Your home is your calling card. It must be
perfected. Photographed. Published.

SHELLY

Oh my God. Can you help me? Pull it
together? Money is no object.

GUNILLA

I knew that.

93 INT. ELISE'S LIMO - DAY

93

Brenda, Annie and Elise are parked in front of Gunilla's
building. Elise is on the car phone. They watch Shelly exit the
building.

BRENDA

(watching Shelly)

There she goes. Princess Pelvis.

ELISE

(on phone)

Gunilla says she went for it. All the way.

ANNIE

(checking this off on her
laptop)

So Duarte makes his move. Brenda?

BRENDA

Elise, give me the phone. I love talking
from the car.

ANNIE

(thrilled, like a kid with a
dirty secret)

Look -- my Powerbook.

(CONTINUED)

93 CONTINUED:

93

ELISE
(passing Brenda the phone)
Knock yourself out.
(she sees something out the
window)
Wait a minute.

ANNIE
What?

94 EXT. STREET & LIMOUSINE - MOVING - DAY

94

Larry goes rollerblading past the limo. Elise jumps out of the car.

ELISE
You!

Panic in Larry's eyes. He's seen that intensity before.

LARRY
Oh God.

Elise chases him. Scared of her, he zooms away.

ELISE
Come back here! Stop!

She takes off after him. He crosses Fifth Avenue and bolts into the park. She's right behind him.

95 EXT. CENTRAL PARK - CONTINUOUS

95

Larry turns a corner and gets slowed down by various pedestrians. Elise follows close behind.

ELISE
Stop him! Stop that man!

A crowd of pedestrians descends on Larry; they knock him to the ground and sit on him.

PEDESTRIAN #1
(to Elise)
Don't worry! We got him!

PEDESTRIAN #2
(snarling, to Larry)
You're what's killing this city.

ELISE
(kneeling beside Larry, very
sincere)
I love your work.

96 INT. MORTY/SHELLY'S DUPLEX PENTHOUSE - DAY

96

Shelly's nervous. Morty watches. She looks especially hot.
He's feeling amorous.

MORTY

You know, these people are always late...
(lasciviously)
We probably have enough time for a quick --

SHELLY

(too distracted)
Shut up, Morty. And stay shut. Don't be
you. What if he doesn't like us? What if
he says no?
(the BUZZER, she panics)
Oh God!

Shelly checks herself in the mirror one last time, then opens the
door to Duarto. Shelly practically genuflects.

SHELLY (CONT)

Hello. Please come in. It's an honor.
And beyond.

Duarto breezes in, a blast of decorator energy.

DUARTO

Gunilla Garson-Goldberg informs me that you
are my new best friend.
(to Morty)
I am Duarto Feliz.

He SCREAMS in agony.

SHELLY

(panicking)
What is it? What's wrong?

DUARTO

(pointing to a chair)
That chair! It's agony.

SHELLY

Morty! Do something!

Morty drapes his jacket over the offending chair. Duarto calms
himself.

DUARTO

Thank you.
(he steps further into the room)
I feel color. Light. Biedermeier -- there.
(he points to a corner)
Something French -- nearby.
(moving around the room)
Regency. Georgian, Second Empire -- no, I
mustn't.

(CONTINUED)

SHELLY
(eagerly)
What?

DUARTO
(pointing to a blank area)
A fateuil. Oh, I'm wicked.

MORTY
A fat what? What is that?

SHELLY
(to Morty)
Shut up!
(to Duarto, very eager)
So you'll do it? My home? By Duarto
Feliz?

DUARTO
Perhaps.
(points to Morty)
That goes.

MORTY
How much? For the whole deal?

DUARTO
(physically pained)
No! I cannot! Such discussion soils me.

He starts to leave.

SHELLY
(livid)
Morty! Can it. We're gonna get in a
magazine!

DUARTO
Out!

MORTY
What?

DUARTO
I must be alone, with the space. An hour,
at least. It's very delicate. I must
bond.

SHELLY
We understand.

DUARTO
Total access. The upstairs?

SHELLY
Bedrooms.
(catches herself)
Boudoirs. And the office. Le office.

(CONTINUED)

96 CONTINUED: (2)

96

MORTY
Stay outta le office.

DUARTO
Leave me!
(he strokes a wall, he speaks to
the wall, soothing it)
I know.

MORTY
Jesus...

DUARTO
One hour!

Duarte escorts Morty and Shelly out of the apartment and into the elevator. When the door is closed, Brenda, Annie and Elise peek from around the corner. Duarte gives them the "all clear" sign, and they scamper into the apartment.

OMIT SCENE 97

98 INT. MORTY/SHELLY'S BEDROOM

98

Brenda is going through the dresser drawers. She pulls out a bra.

BRENDA
Look -- it's a padded bra. Now we know.

ELISE
What?

BRENDA
Victoria's Secret.

Annie swoops into the bedroom.

ANNIE
The office.

99 INT. MORTY'S OFFICE - DAY

99

Morty's office is on the roof. Incredible views. Annie's on the computer. Elise is trying to figure out how to work the Xerox machine. Brenda's picked the lock on a filing cabinet and is looking through folders.

Brenda stumbles across a framed wedding photo of her and Morty. She smiles.

BRENDA
Look. I can't believe he kept this.

ANNIE
Brenda! Help Elise xerox.

(CONTINUED)

99 CONTINUED:

99

ELISE
(standing by the machine)
How does this work?

BRENDA
Haven't you ever made copies?

ELISE
(haughtily)
Of course. I've played a secretary. By day.

Elise presses the wrong button and paper SPEWS out of the machine. Brenda and Elise SCREAM.

100 EXT. MORTY/SHELLY'S BUILDING - A LITTLE LATER

100

Gunilla is downstairs, sitting in her limo behind tinted windows, as a lookout. She has a small, pampered DOG on her lap. She sees Morty and Shelly bickering, heading back into their building. Gunilla dials her phone.

GUNILLA
(on phone)
Social climbers - on the rise.
(the dog YIPS. Gunilla soothes him, feeding him a pill)
Here you go, Sniffles. Prozac. Beef flavor.

101 INT. MORT/SHELLY'S LIVING ROOM - DAY

101

Duarte hangs up his phone and dashes to Morty's office.

102 INT. MORTY AND SHELLY'S OFFICE

102

He runs in. He's nervous. Annie's printing off the computer. Brenda's going through files. Elise xeroxes.

DUARTO
They're back!

BRENDA
Stall 'em.

ANNIE
(panicking)
Oh, no. Oh, no.
(calming herself)
Alright, alright, fill the empty folders with paper, magazines, anything...
(panicking again)
I don't want to get caught. I don't want to get arrested. I'm clean.

(CONTINUED)

102 CONTINUED:

102

ELISE
Annie...

BRENDA
Slap her.

We hear the front door open.

103 THE LIVING ROOM

103

Duarte greets Shelly and Morty as they enter. Shelly's breathless with anticipation.

SHELLY
I know you said an hour, but we couldn't stay away. Tell me everything.

MORTY
Like, how much?

Duarte, realizing the need for distraction, whisks Shelly and Morty to the picture window.

104 ON THE STAIRS

104

Brenda, Annie and Elise are sneaking down the stairs, loaded with Morty's financial records, papers, etc.

105 AT THE WINDOW/LIVING ROOM

105

DUARTO
I feel...a window treatment. Yes!
(moves to the windows)
Our windows...the eyes of our room.

SHELLY
(enchanted)
Oh, Duarte.

DUARTO
A valance - our eyebrows. The drapes - our lashes.

Morty is starting to lose interest. He starts to turn around. Duarte whips him back to the windows.

MORTY
Sorry. I gotta pee.

SHELLY
Morty!

DUARTO
Not yet. You're not ready. I can't feel it.

(CONTINUED)

105 CONTINUED:

105

MORTY
Excuse me?

106 DOWN THE HALL

106

Brenda, Annie and Elise hear this. They struggle back up the stairs with their load. Morty appears and goes into the bathroom without closing the door, so Brenda, Annie and Elise can't sneak by.

BRENDA
(whispering, to Annie and Elise)
Class, huh? Wait, here it comes.

Morty BURPS. Brenda nods. Annie signals for the three of them to go back up the stairs.

107 INT./EXT. MORTY'S PENTHOUSE OFFICE

107

Annie, Elise and Brenda enter the office and go out onto the terrace.

ELISE
Now what?

A107 BRENDA LOOKS AROUND. SHE SEES A WINDOW WASHER'S GONDOLA.

A107

BRENDA
Let's go.

ANNIE
No. I couldn't. I can't.

ELISE
Annie - it's the only way down.

ANNIE
No, you don't understand, I have a fear of...everything, I can't do this...

BRENDA
Annie, come on. You're the new Annie.

ELISE
You're not afraid of anything.

ANNIE
I'll wait here, I'm fine, you go, I'll just...huddle...

ELISE
Annie...

BRENDA
We'll call your mother.

(CONTINUED)

A107 CONTINUED:

A107

ELISE

Move it!

Brenda and Elise begin to drag Annie onto the gondola, each taking an arm.

108 INT. MORTY/SHELLY'S LIVING ROOM - DAY

108

Morty's returned. Duarto's spiel is wearing thin. Even Shelly's bored, not looking out the window anymore.

DUARTO

(out the window)

Gotham - my inspiration. The yellow of the taxis...

(looks up)

the ardent blue of the sky...

He see the FEET of Brenda, Annie and Elise come into view, as the gondola slowly slides down the building. Panicked, he whips Morty and Shelly away from the window.

DUARTO

Enough sky!

MORTY

Wait, I wanted to see. If you look out, you can see the new Morty's.

Morty begins to turn toward the window, as more of the women's bodies appear on the gondola.

DUARTO

No! You must not! No Morty's! It is - bad luck!

MORTY

What?

DUARTO

(improvising wildly)

It is an old...decorator's curse! Never view retail from above!

109 EXT. SIDE OF BUILDING - DAY

109

The women cling to the building, their lower bodies in clear view of Morty's window.

ANNIE

Oh, my God, oh my God...

BRENDA

(investigating the controls)

We have to go faster!

(CONTINUED)

109 CONTINUED:

ANNIE
He can see our shoes!

ELISE
(glancing at her own shoes)
I don't care.
(glancing at Annie's shoes)
I see.

BRENDA
(at the controls)
Wait, wait...

110 INT. MORTY/SHELLY'S LIVING ROOM

110

MORTY
I wanna see Morty's!

SHELLY
But there's a curse!

DUARTO
You musn't! Terrible things will happen!
Bad upholstery! Plaid wallpaper! No! I
cannot say it!

SHELLY
(very fearful)
What?

DUARTO
Nauga.

Just as Morty turns toward the window, the gondola PLUMMETS out
of view.

111 EXT. SIDE OF BUILDING, BETWEEN FLOORS - DAY

111

The gondola is hanging at a wildly askew angle, between floors.
The three women are holding on for dear life.

ELISE
(through gritted teeth)
Brenda...do something. I don't want to die
like this. Before my comeback.

ANNIE
(in terror)
Oh my God...oh my God...

BRENDA
Oh no...

ELISE
Calm down! Both you!

(CONTINUED)

111 CONTINUED:

111

BRENDA

I was just picturing the headline. "Elise Eliot And Others Perish." It's so humiliating. She's just a has-been But we're others.

ANNIE

(reaching for the controls,
which are just out of her grasp)
We're going to die...we're going to die...

ELISE

Annie, if we die, our ex-husbands will be happy.

This is what Annie needs to hear. She reaches the controls.

ANNIE

Never.

Annie works the controls. The gondola begins to MOVE AGAIN, evening out.

112 INT. ANOTHER APARTMENT IN THE BUILDING - DAY

112

A COUPLE is in bed, making love under the sheets. The gondola, holding Annie, Elise and Brenda, appears at the window and stops. The couple SCREAMS.

WOMAN IN BED

Oh, my God!

MAN IN BED

Jesus. Is that Elise Eliot?

WOMAN IN BED

(thrilled, calling out)
Elise, you look great!

ELISE

(leaning in the window, equally
thrilled)
Thank you!

Brenda is at the controls; the gondola plummets out of view.

113 ANGLE - GUNILLA, IN BENTLEY

113

Gunilla looks out and up at the distant screams.

114 ANGLE - GONDOLA

114

The gondola drops straight down at us at a very, very fast speed. We hear screams. Gondola slams to a sudden stop, inches from the lens.

115 ANGLE - BRENDA

115

She recovers and looks down.

We see that the gondola has stopped a foot from the ground. The women step off onto the sidewalk.

BRENDA
(to other women)
Again?

They walk towards Gunilla's limo. All their hairdos have been blown into a modified Don King look. Brenda and Elise walk with exaggerated dignity; Annie is more realistically shaken. One walks with a broken heel limp.

116 INT. FIRST WIVES CLUB - LATER THAT NIGHT

116

Annie, Brenda, and Elise are sprawled on the floor and the furniture, having a midnight picnic after their gondola adventure. The lighting is warm and cozy, perhaps including candles; the atmosphere is that of kids staying up late at camp. There are containers of ice cream, chips, and other forbidden snacks strewn about.

ANNIE
(giddy)
I don't believe it! 20 stories up! I
can't believe we did that! Oh, my God.

BRENDA
But we did! You were great!

ELISE
You're my hero!

ANNIE
Oh, my God. Oh, my God. I have not been
so petrified since - no. I can't even say
it. You'll think I'm such a dope.

ELISE
Say it!

ANNIE
I can't.

BRENDA
We won't judge you.

ELISE
We're your buddies.

BRENDA
We love and cherish you and we would never
make fun of you.

(CONTINUED)

ANNIE
Well...alright.

BRENDA
(to Elise)
That always works.

ANNIE
It was at Cynthia's birthday party. She was 21.

ELISE
(remembering)
Oh, God.

ANNIE
And her parents rented that big hall, and we wanted to do something really special, and Elise, you decided that - we should be the entertainment. We should sing to her. As a girl group.

BRENDA
Like the Shirelles. I remember.

ANNIE
I hated it. I can't sing. And in front of so many people. I would rather go back up on that building and jump. But it was such a nice idea, and it was for Cynthia...

ELISE
Annie - you were wonderful. You were a perfect Shirelle.

ANNIE
I was not!

BRENDA
Annie, we were a group. We are a group.
(an idea)
Come on. Let's do it.

ANNIE
Are you insane?

ELISE
Annie, you've come so far. We all have. 20 stories.

BRENDA
We'll sing with you. We'll blend.

ANNIE
No!

(CONTINUED)

116 CONTINUED: (2)

ELISE

Come on - we're the Shirelles. We nailed Morty. We're gonna win. For Cynthia.

ANNIE

Well...you'll sing with me? So I won't hear myself?

BRENDA

Of course.

ELISE

One for all.

BRENDA

We're here for you.

ANNIE

Well...okay. All together. Sing loud. All of us. Okay. "Come Get These Memories."

They all stand and assume their old girl group poses.

ELISE

Cynthia Swann Griffin, wherever you are - happy birthday. From the First Wives Clubettes.

BRENDA

One...

ELISE

Two...

Brenda and Elise open their mouths as if to sing, but make no sound. Only Annie's note is heard.

ANNIE

(mortified)

You guys!

Brenda and Elise are laughing hysterically.

BRENDA

We're sorry, we're sorry! Okay, one more time. We promise.

ELISE

We swear.

BRENDA

One...

ELISE

Two...

(CONTINUED)

116 CONTINUED: (3)

116

This time all three women sing, and gradually remember their girl group choreography. As they perform, they look at each other with glee, as their friendship is truly rekindled.

ANNIE, ELISE AND BRENDA
"LOVER, YOU'VE GONE FROM ME, AND LEFT
BEHIND SO MANY MEMORIES. HERE'S YOUR OLD
FRIENDSHIP RING, I CAN'T WEAR IT NO MORE.
HERE'S YOUR OLD LOVE LETTERS, I CAN'T READ
'EM ANYMORE. LOVER, YOU'VE GONE FROM ME
AND LEFT BEHIND SO MANY MEMORIES..."

They are terrific.

117 INT. LA GOULUE - NIGHT (FORMERLY SCENE 112)

117

Larry and Elise dine.

LARRY
New Hampshire. High school. NYU.
Annoying photographer. Cheeseburger and
fries with superstar. That's it so far.
You?

ELISE
(coyly)
Oh, I'm not a superstar.

LARRY
And I say, "Oh yes you are."

ELISE
(amused)
Stop it.

LARRY
You first.

Elise looks at Larry and shakes her head.

ELISE
How could a man...such a young man...know
so much about women?

LARRY
Five sisters. One mom. I love women. I
have to. Or they'd kill me.

ELISE
I'd help.
(she changes the subject)
Do you really think I could play Audrey?

LARRY
I've actually had fantasies about
you...playing Audrey.

(CONTINUED)

117 CONTINUED:

117

ELISE
Good answer.
(a beat)
And the young man Audrey has an affair
with?

LARRY
(smiling)
Like I said. It's a fantasy. That's my
imagination -- pure cable.

Elise takes a long hard look at him.

ELISE
(provocatively)
Larry?

LARRY
Yeah?

ELISE
(very sexy)
Turn off the TV.

118 EXT. CHRISTIE'S - DAY

118

A118 INT. CHRISTIE'S VIEWING BOOTH - DAY

A118

Annie is having tea with MR. GUNTER, a Christie's executive. The
viewing booth overlooks the packed selling floor.

GUNTER
Your sale has created a great deal of
excitement, Mrs. Paradis. It looks quite
promising.

ANNIE
Well, I need to raise funds. For my
organization.

GUNTER
But I must caution you - there's a chance
that not everything will sell.

ANNIE
(smiling, confident)
Oh, I don't think there's anything to worry
about.

B118 INT. CHRISTIE'S - AUCTION ROOM - DAY

B118

Shelly is seated in the crowded auction house, between Duarto and
Gunilla. Shelly is excited and nervous, waiting for the auction
to begin.

(CONTINUED)

B118 CONTINUED:

B118

AT THE PODIUM - AUCTION IN PROGRESS

The AUCTIONEER is hammering down the Lichtenstein Elise yanked off the wall at Bill and Phoebe's. Bidder #16, an ASIAN MAN, wins the bid for the Lichtenstein.

AUCTIONEER
Fair warning! Sold to Bidder #16 for
375,000 dollars.

The curtain parts to reveal an incredible sofa, which we last saw in Bill's office, on the block as Shelly twirls her bidding paddle.

AUCTIONEER (CONT)
Lot number 55. An exquisite Louis Quinze
canape. Original tapestry. I have an
opening phone bid of 45,000 dollars.

ON DUARTO, SHELLY AND GUNILLA

DUARTO/GUNILLA
Fabulous/Stunning/Superb.

SHELLY
(not so sure)
It doesn't look comfy.

ANGLE ON Elise, dressed to kill, seated across the room. She raises her bidding paddle.

AUCTIONEER (CONT)
55,000 dollars. The bid is now 55,000
dollars.

SHELLY
Oh my God. Did you see who bid? That's
Elise Eliot.

GUNILLA
She has impeccable taste. For an actress.

SHELLY
I don't know...

DUARTO
(emphatically)
With that sofa? Architectural Digest. The
cover.

GUNILLA
You. Guaranteed.

Shelly's paddle shoots up.

C118 LATER AT THE PODIUM

C118

The old Imari plate is on the block. The auctioneer is entertaining his high bid.

 AUCTIONEER
120,000 dollars. Do I hear 125,000?

ON SHELLY'S ANGST

Duarte gives her an encouraging look. Tension mounts.

 SHELLY
It's cute.

 GUNILLA
It's sublime.

 DUARTO
Essential.

 GUNILLA
Oxygen.

It's hard, but Shelly raises her paddle. The CROWD gasps.

 AUCTIONEER
I have 125,000. 125,000. Yes! I have
130,000.

The auctioneer's gaze, as well as the entire auction house's, falls on Shelly's competing bidder. It's Elise, raising her paddle.

 SHELLY
It's Elise Eliot. She must be so rich.

 DUARTO
(sneering)
Show business.

 GUNILLA
Teach her a lesson.

 AUCTIONEER
I have 130,000. 130,000. Yes! 135,000.

Everyone turns to see who outbid Elise. It's Brenda, across the room, disguised in a dark wig and a very big hat, raising her paddle.

 SHELLY
Who is that?

 DUARTO
Someone very glamorous.

(CONTINUED)

C118 CONTINUED:

C118

GUNILLA

Probably Euro-Trash. Please, Shelly --
don't let that plate leave the country.

SHELLY

But -- it's Japanese.

GUNILLA

Don't they have enough?

AUCTIONEER

135,000. The bid is 135,000.

The crowd turns to Shelly. She shakes her head "no."

The crowd turns to Brenda. Who turns pale. No way she wants to
get stuck with this bid. She grabs the arm of the man beside her
and tries to raise his paddle.

ON DUARTO who panics. He pleads with Shelly.

DUARTO

Shelly -- bid. It's a treasure.

GUNILLA

Bid -- I command you.

DUARTO

Bid! Your powder room - it will not
forgive you.

Shelly shakes her head "no." The auctioneer starts to bang down
Brenda's bid.

AUCTIONEER

\$135,000? \$135,000. \$135,000.

ON ELISE, looking panicked.

ON BRENDA, about to faint.

ON DUARTO, about to burst.

ON ANNIE in the viewing room, about to swallow her tongue.

ON GUNILLA, who comes to the rescue by whispering to Shelly--

GUNILLA

Jackie O. had one just like it.

Shelly's paddle goes up. She wins the bid. The crowd applauds.

ON ANNIE/BRENDA/ELISE/DUARTO'S respective relief.

OMIT SCENE 118

119 INT. MORTY/SHELLY'S APARTMENT - NIGHT

119

Morty's about to have a stroke as he looks over the auction
invoices.

(CONTINUED)

119 CONTINUED:

119

MORTY

How could you spend so much money? 135 grand for a plate? 47 grand for a rug? A used rug? And a Lamborghini? Are you crazy?

SHELLY

(lashing out at him)

I bought you the car, it was only 300 grand! It's a gift.

MORTY

With my money! I bought me the car!

SHELLY

Jesus, Morty, all I want is -- a lifestyle. With some ambiance. And some classic eternal good taste!

MORTY

Not for 300 grand!

She strides to him. She gives him one hell of a sexy look.

SHELLY

(loosening his tie)

I can leave if you'd like. It's not like you've asked me to marry you.

Shelly then offers her back to him to be unzipped. Morty unzips her. Her dress falls open. He watches as she walks away from him. She knows she's got him where she wants him.

120 INT. PARADIS/LOEST AGENCY - DAY

120

Annie enters, wearing a very severe business suit, with a bowtie and briefcase.

Chris is behind the reception desk.

ANNIE

Hello, sweetheart. Coast clear?

CHRIS

The brothers have been briefed. They can't wait to see you.

ANNIE

(modeling her outfit)

Do you like it? Does it make me look - executive?

CHRIS

Sort of...

(CONTINUED)

120 CONTINUED:

120

ANNIE

Do I look like a CEO? Or a mogul? Or a honcho?

CHRIS

Or a lesbian?

ANNIE

Chris!

CHRIS

It's a compliment.

Chris leads Annie into

121 INT. PARADIS/LOEST CONFERENCE ROOM - DAY

121

Where MARK and ERIC, the Loest Brothers, sit waiting. The brothers greet Annie warmly. Hugs, kisses.

ANNIE

Hi, guys.

MARK

I guess Chris has told you how tough things have been around here.

ANNIE

Well, Aaron has always had problems getting along with partners. So I thought...while he was on his honeymoon, with the good doctor, we could...do a little business.

Mark and Eric look intrigued. Chris closes the door.

122 INT. LARRY'S UPPER WEST SIDE APARTMENT - NIGHT

122

A grungy walk-up with found furniture. Larry and Elise are cuddled on the couch reading his play. Elise is making "helpful" suggestions. Elise has her reading glasses perched atop her head.

ELISE

...but I think the audience will be confused. For a character in her late thirties to have switched jobs so often...

LARRY

Late thirties? What, in actress years? Audrey's mid-forties. Pushing fifty, actually. You could wear your glasses. You look so cute.

ELISE

But...I can't just play her as me. Audrey doesn't have to be forty...two. And she can wear contacts. Blue contacts.

(CONTINUED)

LARRY

Audrey's forty-five. With a cane and a dog.

ELISE

Very funny. Larry, nobody's going to believe I'm forty-five.

LARRY

They will if you will.

ELISE

(thrown)

What did that mean? That meant something.

LARRY

It meant Audrey's forty-five. B.C.

A beat. Elise stares at Larry.

ELISE

Larry - why do you want me? To do your play?

LARRY

What? Because you're talented. You're gonna be terrific.

ELISE

And because - I'm Elise Eliot.

LARRY

Yeah? So?

ELISE

So my name would be over the title. Which might even sell some tickets.

LARRY

That would be nice.

ELISE

So - what if I backed out?

LARRY

What?

ELISE

(getting up)

I can't do this. Not again. Good-bye, Larry.

Elise gathers her things and leaves the apartment. Larry follows.

123 ON THE STAIRS

123

LARRY

Elise - you just can't walk out!

ELISE

Yes. For once, I can.

LARRY

(hurt)

That's not fair!

ELISE

Fair? What would you know about it?
 Larry, I have been married three times.
 First, to an actor. Who left me, after I
 got famous and he didn't. My second
 husband was a director. Who didn't like
 being called Mr. Elise Eliot. Until he
 signed my name to a few bad checks and left
 the marriage and the country. I thought
 the third time was the charm - a nice guy.
 A decent guy. Who turned me into his meal
 ticket, and dumped me for a newer model. I
 am a star, and yes, I am getting older, and
 I think that is too much for most guys to
 handle. Right now, it's too much for me to
 handle. So this time, for once in my life,
 I am gonna wise up, I am gonna try to avoid
 the swinging door, and I will leave first.
 I'm sorry.

LARRY

Elise - so don't do the play. I don't
 care. And I don't care how old you are.
 Let's just have dinner.

ELISE

(shaking her head, sadly)

Curtain.

Larry watches Elise walk away.

Elise's cool composure lasts until she turns the corner. Then
 she falls apart.

OMIT SCENES 124/125/126

127 INT. BRENDA'S LIVING ROOM - DAY

127

The apartment looks better than we've ever seen it. Brenda looks
 better than we've ever seen her. She's trying on a slinky black
 dress, examining her image in the mirror. She's pleased. Jason
 slumps through the front door.

(CONTINUED)

127 CONTINUED:

BRENDA

Hi, Jase. How's the game?

JASON

(really down)
Knicks lose again.

BRENDA

Every player on that team's a millionaire.
They can't really lose.
(twirling her dress)
What do you think?

JASON

That's not new, is it?

BRENDA

It's the first time I've been able to get
into it in three years. It's better than
new.

(admiring her reflection)

Look at me. I have shoulders. I have
cleavage. Who knew?

(begins to accessorize)

How's your father? Have a good time?

JASON

Yeah. But don't let that bother you.

Brenda now realizes that Jason's really depressed. She does the
mother thing.

BRENDA

Oh, Jason. I told you -- I'm so sorry
about your bar mitzvah, I was awful. I
wish things were different between your
father and me, but...

JASON

(with an edge)

They're not.

Brenda settles in. It's time for a serious talk.

BRENDA

Look. I know that it was great when we
were a family. But even though we're not
together, you still have both of us.

JASON

C'mon, Mom. You guys can't even pick out
my birthday card without a lawyer.

BRENDA

I know you worry about your father. So do
I. He's...a very good man. A very good,
confused man. And I know you worry about
me. But I'm getting better, really. I'm -

(MORE)

(CONTINUED)

127 CONTINUED: (2)

127

BRENDA (cont'd)
- lightening up. Literally. And your
father and I -- we love you to pieces.
Okay? Have I embarrassed you enough?

JASON
(starting to smile)
Almost.

BRENDA
How about you and me doing something? A
movie. Together. In public.

JASON
(grinning)
Mom. I'm sorry, I guess I was just a
little freaked about Dad getting engaged to
Shelly.

Brenda's face freezes. She had no idea.

BRENDA
Well. I can see where that might...rip
your heart out.

JASON
Thanks, Mom.

He gives her a peck on the cheek, and bounces off. Brenda sits
very still. She is suddenly chilly. She rubs her arms.

OMIT SCENES 128-139

140 INT. ELISE'S LIVING ROOM - NIGHT

140

Elise holds a drink, not her first. She is ranting, on something
of a bender. Annie and Brenda are trying to be sympathetic.

ELISE
We have got to nail Bill. I mean slaughter
him. I mean right off the face of the
earth. Him and that tramp.
(imitating Phoebe in "Siren")
"Freeze! Or I'll act."

She lurches out of the room, into the kitchen. Annie and Brenda
exchange a worried glance.

BRENDA
(regarding Elise)
Whoa. High octane.

ANNIE
Brenda, I'm really worried. I've looked
into Bill's files, his bank accounts, his
phone records, his credit cards - there's
nothing. He's a saint.

(CONTINUED)

BRENDA

He's a saint with a great lawyer.

Elise reappears, with a fresh bottle of vodka. She has overheard Annie's remarks. She is not happy.

ELISE

What? You can't find anything? On that bastard?

ANNIE

I'm sorry. I'll look again, we can send Chris over...

ELISE

It's not fair! Nothing is fair! You're gonna massacre Aaron, Morty isn't gonna know what hit him, and I'll have nothing! Bill is just gonna walk away!

ANNIE

We'll keep trying...

ELISE

Try harder! This is my life! And my money! You don't understand!

Annie is troubled by Elise's behavior. She takes Elise's bottle away.

ELISE

(offended)

Excuse me? Give that back.

BRENDA

(leveling with Elise)

I'm saying this with love, compassion, and in the spirit of true sisterhood.

(a beat)

You're full of shit.

ELISE

What?

BRENDA

Okay, alimony sucks. And okay, you didn't get to play a policewoman in a Wonder-bra. But you've got an Oscar, and a string of hit movies. You grew up gorgeous, and thanks to Cher's pioneering efforts, you still haven't hit puberty. You've hooked a wonderful, talented guy, and you've thrown him back. I'm sure Annie will agree with me when I say that your perception of life is slightly altered.

(CONTINUED)

140 CONTINUED: (2)

140

ELISE
(shocked, looking for an ally)
Annie?

ANNIE
(torn)
I don't know. Brenda, she's upset.

Brushing Annie aside, Brenda pours Elise's vodka down the drain.
Elise is incensed.

ELISE
You have a lot of nerve. I drink because
I'm a sensitive, highly-strung person.

BRENDA
No. That's why your co-stars drink.

ELISE
Okay. Let's talk about you. You wish you
were still married. To Morty. You're
pining away. For a man who left you for a
charge card with a bad perm!

Elise and a distressed Annie follow Brenda as she bolts into the
kitchen.

141 INT. KITCHEN - CONTINUOUS

141

Brenda pulls out the garbage can and turns it upside down. Wine
bottles, vodka bottles, etc. all crash to the floor.

BRENDA
Gee. All bottles. And gallon jugs.

ELISE
I've had guests.

BRENDA
Who? Guns 'N' Roses?

ANNIE
Come on, you two. The enemy's out there,
not in here. I thought we were friends,
best friends.

ELISE
Are we? Really? All those years. You
never called me.

ANNIE
You're unlisted.

ELISE
You gossip behind my back.

(CONTINUED)

BRENDA
You never turn around.

ELISE
You didn't invite me to your son's bar mitzvah.

BRENDA
You wouldn't have come.

ANNIE
(helplessly)
It was in Hebrew!

BRENDA
Shut up!

ELISE
Ignore her, Annie. You know how cranky she gets between feedings.

BRENDA
At least it's not a liquid diet!

ELISE
Go back to Morty! Three's company!

BRENDA
I wouldn't bring up Suzanne Somers, Elise.
At least she has a job!

ELISE
You might give the Thighmaster a whirl,
Brenda. I bet Shelly has!

BRENDA
Maybe we can fix her up with Larry -- at
the children's table!

ELISE
Ex-wife.

BRENDA
Bottle baby.

ELISE
Choco-holic!

BRENDA
Monique's Mom!

This is too much. Elise slaps Brenda. Brenda slaps her back.
Elise clutches her face.

ELISE
Oh my God! Oh my God!
(she takes her hands away from
her face)
(MORE)

(CONTINUED)

141 CONTINUED: (2)

141

ELISE (cont'd)
Did it fall?

ANNIE
That's enough! Have you forgotten what
we're doing here? We're supposed to
support each other, not rip ourselves to
shreds.

BRENDA
(to Annie)
You're right.
(to Elise)
You know? I've always wondered. How drunk
do think Cynthia was when she decided to do
a jack-knife onto Park Avenue?

Brenda walks out.

Elise and Annie look at each other; Elise is a wreck.

ELISE
Annie...please. Could you...stay?

ANNIE
(after a beat, hurt and angry)
Elise, this whole - First Wives Club thing?
Well, I think...I resign.

Annie leaves.

142 A LITTLE LATER

142

Elise is picking up the bottles which Brenda has dumped.
Brenda's words are very much with her. She thinks as she cleans
up the mess.

144 INT. ANNIE'S LIVING ROOM - NIGHT

144

A KNOCK on the front door. Annie opens it to reveal Catherine.

CATHERINE
What's wrong? I came right over.

ANNIE
Mom. Things are not...working out the way
I planned.

CATHERINE
(thrilled and stunned)
And you called me. Oh my God.

145 INT. BRENDA'S APARTMENT - NIGHT

145

Brenda is sitting huddled on the couch, in a robe. The bell RINGS. She opens the door. It's Elise, who has been crying. A beat, while they face each other.

ELISE

I don't want to be Cynthia.

Brenda's face crumbles. They embrace.

ELISE

(looking around the apartment,
over Brenda's shoulder)
Brenda, it's your apartment. I've never
been here.

BRENDA

(teary)
I know.

ELISE

It's so - real.

146 INT. ANNIE'S KITCHEN - NIGHT

146

Annie's heart-to-heart with Catherine has moved to the kitchen and now includes Chris.

ANNIE

But things just aren't falling into place
like they were supposed to. We're all
fighting. I've let everybody down. I'm
useless.

CHRIS

You are not. These past few weeks you've
been like - a different person. You've
been strong. You've stopped apologizing
for everything.

ANNIE

I know, I'm sorry.

CHRIS

Mom, you've been great. You've pulled
yourself together. You just need to talk
to Brenda and Elise. Get tough with them.
Change direction.

CATHERINE

(to Chris)
Sweetheart, can I ask you something? I'm
learning so much. Are you a lesbian
because - your father was so awful?

(CONTINUED)

146 CONTINUED:

146

CHRIS
No, Nana, that's not how it works. I don't
hate men. Just Dad. And as for me being
gay...

CATHERINE
Yes?

CHRIS
(smiling)
That's your fault.

CATHERINE
(confused)
Annie...

147 INT. BROADWAY THEATER - DAY

147

Larry and the DIRECTOR are holding auditions for Larry's play.
The two men are seated in the house. An ACTRESS stands on stage,
holding a script.

DIRECTOR
Thank you. That was great. Thanks for
coming in.

The actress smiles and leaves the stage, clutching her script. A
considerably toned-down Elise steps out from the wings,
nervously.

ELISE
(peering into the darkness)
Hello?

LARRY
Elise?

Larry is flummoxed; he runs down the aisle to talk to Elise.

LARRY
What are you doing here?

ELISE
I'd like to audition.

LARRY
No. I'm sorry. I don't want you here. I
don't want you to ever think that I'm -
using you.

ELISE
It's a great part.

LARRY
Thank you, but that's not the point.

(CONTINUED)

147 CONTINUED:

147

ELISE
(after a beat)
Can I read for it? Just like anyone else?

Larry looks at her. She's different somehow.

ELISE
Please.

LARRY
(smiling, turning to the
director)
Elise Eliot.

148 INT. FWC HEADQUARTERS - NIGHT

148

The loft is now fairly empty; most of the furnishings were auctioned. The big board is now completely filled with cards and information.

Annie, Brenda and Elise sit in the center of the room, in a pool of light, facing each other. Annie studies the other two women; she is very cool, reserved. Brenda and Elise are penitent; they have to prove themselves to Annie.

ANNIE
So. Are we friends? True friends?

BRENDA
Yes.

ELISE
Yes.

ANNIE
If one of us has a problem, with vodka or chocolate or a man, are we going to turn on each other, like a pack of vicious wolves?

BRENDA
No.

ELISE
No.

ANNIE
Are we going to just sit around and get drunk and fat and cry like a bunch of bitter, aging neurotics?

Brenda and Elise exchange a glance.

BRENDA
(to Annie)
Is this a trick question?

(CONTINUED)

ANNIE

We are here for a reason. A new reason.
I've outlined my proposal. Are you up to
it?

ELISE

I like it. We have to aim for something
much more hard-core. Permanent damage.

Annie puts out her hand. Elise grasps it. They look to Brenda.

BRENDA

I don't know. It's vicious. It's evil.
It's insane.

She puts her hand on theirs, it's a powerful moment. Annie gives
Brenda the phone with her free hand. Brenda takes it with a
smile.

BRENDA

That's amore.

A Nino Rota-esque melody wafts over the --

149 EXT. WATERFRONT WAREHOUSE - NIGHT

149

Brenda, Elise and Annie stand outside the battered door of a
grimy warehouse on the waterfront. The area is deserted and
spooky. Brenda consults a scrap of paper.

BRENDA

This is the address.

ELISE

After you.

Annie opens the door, gingerly, and the women enter.

150 INT. WATERFRONT WAREHOUSE - NIGHT

150

The women are in a meat-packing warehouse. Huge, grisly animal
carcasses hang on meat hooks all around them, as they make their
way towards the back.

ANNIE

(whispering)

Oh my God. Oh my God. Is this where they
kill people?

BRENDA

(eyeing a beef carcass)

Yeah, cholesterol.

ELISE

(whispering)

Hey -- remember "Rocky"?

(CONTINUED)

150 CONTINUED:

150

Elise lightly punches a carcass. Then she realizes there is now slime on her fist.

ELISE
(inspecting her fist)
Eeew...

They move on.

151 INT. WATERFRONT WAREHOUSE - FURTHER IN - NIGHT

151

Uncle Carmine sits behind a battered desk, lit by a bare overhead bulb. He wears an overcoat. He is surrounded by blocks of ice and hanging meat. Two thugs, VITO and JOEY, stand guard behind him, in hats, overcoats, and gloves.

CARMINE
So. Ladies. You've come to your sense.

BRENDA
Uncle Carmine -- is this where you work?

CARMINE
When necessary. It's cold. It's dark.
Things keep.

ELISE
(interested)
Really?

A muffled SCREAM is heard, OFF CAMERA.

CARMINE
(referring to the scream,
ominously)
Your cousin Danny. Now he'll study.

ANNIE
Um, Mr. Morelli...

CARMINE
Please. Carmine.

A muffled CRY is heard.

CARMINE (CONT)
(referring to the noise)
It's nothing. Children playing.
(he calls out)
Learn to share!

A SPLASH is heard. Carmine nods.

CARMINE (CONT)
Joey?

(CONTINUED)

151 CONTINUED:

151

Vito hands Joey a square package. Joey places it on the desk.

CARMINE (CONT)

For the actress. What a beauty.

ELISE

For Bill?

CARMINE

For you.

ELISE

Oh my God...

BRENDA

Uncle Carmine, thank you.

CARMINE

What else do you need? Protection? An escort? Veal?

ANNIE

No, no, Uncle Carmine, this is so sweet of you, and we really appreciate it, but we have to do the rest -- by ourselves.

ELISE

To Morty, Aaron and Bill.

BRENDA

They need to see our faces.

CARMINE

You look lovely.

ELISE

Thank you.

We hear GUNFIRE. A beat. Carmine looks concerned.

CARMINE

(getting up)

Excuse me.

152 EXT. WAREHOUSE/STREET - NIGHT

152

Brenda, Elise and Annie emerge from the warehouse, in something of a rush, glad to be out.

ANNIE

We got it. Everything we need. We're doing it.

BRENDA

Finally.

(CONTINUED)

152 CONTINUED:

152

ELISE
I can't believe it.

ANNIE
I feel strong.

ELISE
I feel young.

BRENDA
I feel pretty.

ANNIE
Go, Power Rangers.

153 INT. MORTY'S - DAY

153

Morty is shooting a TV commercial, in one of his stores. He is surrounded by lights and a TV crew. Shelly stands nearby, very done up, in an evening gown.

ASSISTANT DIRECTOR
Rolling!

ANGLE on Morty, speaking to the camera.

MORTY
Need a TV? A VCR? A personal computer?
Who's the first name in top-quality, low-
cost appliances? Why, let's ask this
beautiful young lady. Miss?

SHELLY
(who's a very bad actress)
Oh, hello. I'm in the market for a top
quality, low-cost appliance.

MORTY
Oh, are you? Well, how about a printer?
Or a Walkman? Or maybe a nice state-of-
the-art toaster-oven?

SHELLY
For?

MORTY
Who's the first name in personal
electronics?

SHELLY
Morton's.

MORTY
Morty's.

Two STERN MEN in suits approach Morty.

(CONTINUED)

153 CONTINUED:

153

MAN #1
Morton Cushman?

MORTY
Yeah?

Man #2 whips out handcuffs and starts to cuff Morty.

MAN#2
You have the right to remain silent...

MORTY
Wait a minute! I'm shooting a commercial!

A curious CROWD is gathering. Shelly is embarrassed.

SHELLY
What is this?

MAN#2
Federal marshalls acting on behalf of the
IRS.

ON THE CROWD WATCHING

as Morty is dragged out. Shelly panics. She turns to the
camera.

SHELLY
I was just browsing.

154 EXT. DESERTED SOHO ALLEY - DAY

154

Morty's protests continue as the two IRS agents escort him down a
darkened alleyway. They stop and turn Morty over to two other
men who've stepped out of the shadows: Joey and Vito. Morty's
really scared now.

Joey gags Morty. Vito pulls a sack over his head. They pull
Morty down the alley, further into darkness.

155 INT. PARADIS/LOEST AGENCY - NEXT MORNING - DAY

155

Aaron enters. Chris sits at the reception desk.

CHRIS
Hi, Daddy.

AARON
Morning. How's my day shaping up?

Chris glances at his phone sheet and appointment book.

CHRIS
(sweetly, concerned)
Poor Daddy. It's gonna be hell. Your nine
o'clock's waiting in the conference room.

(CONTINUED)

155 CONTINUED: 155
Chris smiles wickedly as Aaron heads to his office.

156 INT. CONFERENCE ROOM - MINUTES LATER - DAY 156
Aaron enters the conference room. Annie is sitting at the head of the table. Eric and Mark Loest sit to her right.
Aaron is completely flummoxed.

AARON
What is this?

ON ANNIE'S SMILE, WE

CUT TO:

157 INT. ATCHINSON PRODUCTIONS - SIMULTANEOUSLY 157
Elise strides down the hall. She carries a large artist's portfolio. She ignores all the ASSISTANTS and SECRETARIES, asking her if they can be of assistance. Karen pleads.

KAREN
Miss Eliot, please, I'm begging you --

Elise ignores her and flings open Bill's office door without knocking.

158 INT. BILL'S OFFICE - CONTINUOUS - DAY 158
Bill is in a meeting with Brett Artounian.

BRETT
Elise.

BILL
Babe.

ELISE
(to Brett)
You. This is NC-17, adults only. Out!

BRETT
You know, Elise, we still haven't heard from you. About Monique's Mom.

ELISE
Sorry. I'm not available.

BRETT
(a beat)
Cool. Do you know Marlo Thomas?

(CONTINUED)

158 CONTINUED:

158

ELISE

Out!

Brett exits.

BILL

What is this? And where's my first check?

ELISE

Sit down and shut up. Let's take a meeting.

CUT TO:

BLACKNESS

159 INT. MORTY'S HOSTAGE ROOM - DAY

159

The sound of a door opening. Footsteps. It's Morty's POV, the bag over his head. The bag is yanked off.

BRIGHT LIGHT, AND BRENDA'S SMILING FACE

BRENDA

Hello, sunshine.

ON THE ROOM

Morty is seated, handcuffed to a chair. Except for a small table in front of Morty's chair, there is no other furniture..

MORTY

(furious)

What in the hell? What're you...? How did...? Do you know what you've done here? This is kidnapping. I'll crucify you.

BRENDA

You wanna talk crucifixion? Happy Easter.

Brenda plops some folders on the table in front of Morty. His eyes bulge as he reads what's stamped across them:

"PHOTOCOPY: M. CUSHMAN TAX RETURNS
'79/'80/'81/'82/'83"

MORTY

(false bravado)

So? Big deal.

Brenda brandishes a bundle of envelopes.

BRENDA

It is a big deal when you read the letters from my father to my Uncle Carmine -- about stocking your stores with stolen merchandise. Wake up, Morty. And smell the audit.

160 INT. PARADIS/LOEST CONFERENCE ROOM - SIMULTANEOUSLY - DAY

160

ANNIE

(to a shocked Aaron)

I had a talk with Mark and Eric. It seems the business is very dysfunctional. Like our marriage.

AARON

What?

ANNIE

So I bought them out. It's no longer Paradis/Loest. Now it's just...Paradis.

Aaron's face clouds with confusion, then anger. He lashes out.

AARON

You couldn't pull this off by yourself. You're not smart enough. Where'd you get that kind of money?

161 INT. BILL'S OFFICE - SIMULTANEOUSLY

161

ELISE

As per our agreement, I sold our assets to a friend of mine. Here's your half.

She tosses him some coins.

BILL

Fifty cents?

ELISE

I knew you'd want cash.

(explains deliciously)

Considering our history together...I thought a dollar was terribly fair. Oh, what the hell.

(she tosses him another fifty cents)

Keep the change.

Bill refuses to get upset. He gets arch.

BILL

Fine. I don't need your money. You do. Doctor's bills. Betty Ford.

162 INT. MORTY'S HOSTAGE ROOM - SIMULTANEOUSLY

162

MORTY

Whaddya want? Money?

Morty's sweating profusely. He's in trouble.

(CONTINUED)

162 CONTINUED:

162

BRENDA

Every cent.

MORTY

What?! Never!!

BRENDA

You can hand it over, and live happily ever after. Or you can give it to the government and get ten to twenty. Maybe Duarto can do your cell. I see bars.

MORTY

You can't do this to me.

163 INT. PARADIS/LOEST CONFERENCE OFFICE - SIMULTANEOUSLY - DAY

163

ANNIE

But I have done it to you, Aaron. And guess what? Goldberg and Associates has expressed interest in buying Paradis. From us.

Aaron recognizes the name. He turns white. He starts to panic.

AARON

Oh God. No! You wouldn't dare.

(starting to rave)

If you take my agency, I'll walk and take the clients with me. I'll strip this place of accounts. It'll be worthless.

ANNIE

Aaron. I believe they'd have to lose some of our clients anyway due to conflicts of interest. Because what really makes Paradis so attractive is the new forty-five million dollar account that we just landed today.

AARON

New account? What account?

164 INT. MORTY'S HOSTAGE ROOM - SIMULTANEOUSLY - DAY

164

BRENDA

Morty's Electronics will be under my control. Advertising, marketing strategies, everything. You will stay on as President. After all, you are Morty. You'll receive a salary which will keep you in the lifestyle to which I want you to become accustomed.

(feigns hearing a noise)

Did you hear something?

(listens again)

Why, it's little Shelly, coming for her conjugal visit. Once every ten years.

(MORE)

(CONTINUED)

164 CONTINUED:

164

BRENDA (cont'd)
(imitating Shelly at her most shrill)
"Hey, warden -- where's the boutique?"

165 INT. BILL'S OFFICE - SIMULTANEOUSLY

165

BILL
So I dumped you for another woman. Get over it. Lift something. Wax something. Have something peeled.

ELISE
Oh, I got used to other women. You'd always come back, swearing you loved me. You know, you were a better actor than I ever was.
(her next grenade)
And speaking of performance, there was a roll of film in the camera that I took from your apartment. The pictures are bold. Provocative. I guess you used a tripod... for the camera, not the sex.

Bill's eyes widen with fear. Elise pulls out a packet of photographs. She shows one to a shaking Bill.

ELISE
You were right, Bill. Phoebe is gifted. Although I'll never eat a banana at your house again.

Bill, panicking, grabs the photo and tears it to shreds.

BILL
It was very beautiful!

ELISE
And Bill, I never knew you were into S&M. Or boots and saddles.

Elise reaches into the portfolio she brought and pulls out a huge POSTER SIZE BLOW-UP of an obscene photo of Bill and Phoebe.

ELISE (CONT)
I call it "Bill, the Wonder Pony." Great publicity - for you and the movie. Yippie-kay-yay.

Elise moves swiftly to the inner office window and slaps the poster against the glass. The curious crowd of OFFICE WORKERS sees the obscene photo. We can't see the photo, but we can see the shock/horror/amusement on their faces.

BILL FLIES TO THE WINDOW, GRABS THE POSTER AND DESTROYS IT.

(CONTINUED)

BILL

Stop it! I've got a career! And so does Phoebe!

ELISE

And there are negatives.

BILL

I'm going to have you committed. What happens between two consenting adults is no one's business.

ELISE

You're absolutely right. I hate to say it. I'm jealous. Miss Lavelle is gorgeous. A bright new star.

BILL

Interested, Elise? Wanna drink her blood?

ELISE

(all innocence)

How old is she? Twenty-five? Twenty-six?

BILL

(really twists the knife)

Twenty-one.

Elise pulls out the package Carmine gave her at the restaurant.

ELISE

(drops the innocence)

Yeah. In five years. She's sixteen.

Bill's confused. Elise whips a High School Yearbook out of the package.

ELISE (CONT)

(with great satisfaction)

She dropped out two years ago. From a tiny high school in Newkirk, Idaho. That bookmark there? That's a copy of her birth certificate.

Bill drops into his chair, unable to speak. Elise opens the 1993 yearbook to the correct page. She finds the picture of Phoebe.

ON A PICTURE OF A YOUNGER PHOEBE, A.K.A. PHOEBE KOLONSKI

ELISE

There she is. Hasn't changed much. Let's see...

(reading from the yearbook)

Pep Squad...Art Club...Gymnastics...

Bill is beyond fear and panic. He looks up at Elise in terror.

(CONTINUED)

165 CONTINUED: (2)

165

BILL

Oh, God. I didn't know. Oh my God.
What're you going to do?

ELISE

Right now, I'm just going to use the F-
word. Felony.

OMIT SCENES A165, B165, C165, D165

166 INT. PARADIS/LOEST CONFERENCE ROOM - SIMULTANEOUSLY - DAY

166

Aaron is ranting, a man possessed. He has no clue how to deal
with the situation. Annie just smiles. Aaron turns to the Loest
brothers.

AARON

Why're you doing this to me? Why?

Gunilla enters, looking smashing, from the outer office.

GUNILLA

Excuse me. Am I late?

ANNIE

Gunilla. This is Aaron:

GUNILLA

(extending her hand to Aaron)
Gunilla Garson-Goldberg. A pleasure.

AARON

Oh my God.

GUNILLA

My late husband, Nathan Goldberg, founded
Goldberg and Associates. He built the
company into a billion dollar enterprise.
He purchased diamonds and rubies. For a
chorus girl named Adeline Gorm. He was
about to divorce me, when tragedy struck.
Him. Over the head, with a blunt
instrument. The intruder was never
captured. My grief was enormous. As was
the estate. Since then, I have dedicated
my resources to helping those in need. The
poor. The orphaned. Your wife. Annie, I
am here whenever you need me. Just call.

AARON

But...but...what was the blunt instrument?
What did you hit him with?

GUNILLA

Miss Gorm.

Gunilla leaves. Annie smiles to the Loest brothers.

(CONTINUED)

166 CONTINUED:

166

ANNIE

Gentlemen. We'll resume in my office in five minutes.

Mark and Eric gratefully scamper out. Aaron pounces.

AARON

(irrational)

Your office? Is that all you can do? Think of yourself? If you go through with this, I'll have nothing. Everyone in town is looking for the new guy. How can I compete? Who the hell is gonna want me when I'm forty-six years old? I'll have to start from scratch.

ANNIE

I know just how you feel.

She slides a business card across the table to Aaron.

ANNIE (CONT)

Aaron...grow from love.

167 INT. MORTY'S HOSTAGE ROOM - SIMULTANEOUSLY - DAY

167

BRENDA

I don't hate you. I wish I could. You're still kinda cute -- for a paunchy, cradle-robbing, Spandex-sucking criminal. So I'm not taking all your money. Oh, don't misunderstand -- I'll take plenty.

(picks up tax folders)

And I'll hang onto these, 'cause I've got a favor to ask.

Brenda shoves a business card into Morty's mouth.

168 INT. BILL'S OFFICE - SIMULTANEOUSLY - DAY

168

ELISE

When we were married I helped you. Now it's your turn. To help others.

She puts the yearbook, etc., into her bag. She's obviously leaving. Bill doesn't understand.

BILL

Where are you going?

ELISE

(looking at her watch)

To tape Barbara Walters.

(CONTINUED)

168 CONTINUED:

168

BILL
(true horror)
Oh my God!

ELISE
Not about you, you self-centered moron.
About my career. About my brave battle
with substance abuse. About my dating a
much younger man. Barbara can't wait.
She's gonna come.

Bill is even more perplexed.

BILL
But...what about...all this?

Elise tosses him a business card and heads for the door. He
picks it up.

CLOSE ON THE FIRST WIVES CLUB BUSINESS CARD IN HIS HAND

ELISE (OS)
Two hours, babe. Be there.

A168 ON ELISE AS SHE OPENS THE DOOR AND WALKS INTO THE RECEPTION
AREA.

A168

The entire office bursts into APPLAUSE and WHISTLES. Elise
graciously acknowledges them and walks toward the elevator.

169 INT. FWC HEADQUARTERS - WAITING ROOM - DAY

169

Bill and Aaron sit in the waiting area, terrified. Morty enters,
pissed. They all look each other over.

MORTY
So...what're you guys in for?

Before Aaron or Bill can answer, Chris enters from an inner
office door. Aaron's surprised to see her there.

CHRIS
Gentlemen? And Daddy?

Bill, Aaron and Morty rise apprehensively and go through the
door. Aaron holds back a beat to whisper to Chris.

AARON
Honey, can you tell me what's going on? I
can't handle any more surprises today.

Chris just shakes her head. Aaron, irritated, walks on. But
Chris has a thought.

CHRIS
Oh, Daddy?

(CONTINUED)

169 CONTINUED:

169

Aaron pauses hopefully.

CHRIS (CONT)
I'm a lesbian. A big one.

Chris closes the door in Aaron's face.

170 INT. FWC OFFICES - CONTINUOUS - DAY

170

Bill, Morty and Aaron file in. The triumvirate of Annie, Brenda and Elise is ready for them. The men are cowed, overwhelmed.

ANNIE
(composed and controlled)
Gentlemen. You are each here for a very specific reason. This is not a negotiation. This is not a retaliation. This is not about men versus women.

MORTY
What is it then? I'm sick of this crap.

Aaron interjects quietly. He doesn't want to rock any boats.

AARON
Don't make her mad.

ELISE
No. This is not a revenge thing. It's about justice. Halfway through this operation we realized that the only people helped by revenge would be us. And then we'd be no better than you.

BRENDA
Happier, but no better. Exhilarated, but no better. Ecstatic, but no better.

ELISE
So we thought again.

ANNIE
An old friend died because she felt all alone.

ELISE
And we're going to try to make sure that never happens to anyone else.

MORTY
Like hell. You can't make us do anything.

ELISE
No, we can't.

(CONTINUED)

170 CONTINUED:

170

BRENDA
But Vito can. Joey can.

ANNIE
Gunilla can.

AARON
(terrified)
Gunilla?

BILL
Can it, Morty.

AARON
What would we have to do?

The First Wives smile as one, and we

CUT TO:

171 A WALL BEING KNOCKED DOWN

171

Revealing the Wives and CONSTRUCTION WORKERS.

MONTAGE - THE RENOVATION OF THE FIRST WIVES HEADQUARTERS

A171 A) MORTY, BILL, AARON WRITING CHECKS.

A171

B171 B) THE WIVES OVERSEE CONSTRUCTION, KNOCKING OUT WALLS,

B171

Spreading out over the whole ground floor of the building of
FWC Headquarters. Duarto supervises.

C171 C) ESTABLISHING SHOT OF THEATER MARQUEE WITH ELISE'S NAME IN
LIGHTS OVER THE TITLE "OF A CERTAIN AGE." LIMOS LINE 45TH
STREET.

C171

CC171 INT. THEATRE - OPENING NIGHT

CC171

ELISE, HER FACE STREAKED WITH TEARS, TAKES A DEEP BOW

before a standing ovation. Annie and Brenda are in the audience,
clapping wildly. Brenda lets loose an ear-splitting whistle.
When the curtain falls, Elise runs offstage into Larry's arms.

D171 D) BILL/MORTY/AARON WRITE MORE CHECKS.

D171

E171 E) ANNIE CONDUCTS A MEETING AT THE PARADIS AGENCY.

E171

She's a natural leader. Everyone in the conference room listens
attentively except Aaron, who sits next to Annie looking like
someone shit in his soup.

F171 F) CATHERINE & CHRIS INTERVIEW APPLICANTS FOR FWC STAFF POSITIONS F171

G171 G) ANNIE GOES THROUGH MORTY'S ELECTRONICS WITH MORTY. G171

She points to computers, electronics, etc. Morty reluctantly instructs clerks to give them to her.

H171 H) MORE CHECKS. AARON, MORTY, BILL. H171

J171 J) ANNIE, BRENDA, AND ELISE ENTER BERGDORF'S. J171

K171 K) A HAIRSTYLING MONTAGE AT FREDERIC FEKKAI K171

-A STYLIST studies Elise, who sits in a salon chair.

-A STYLIST studies Brenda, who sits in a salon chair.

-A STYLIST studies Annie, who sits in a salon chair.

-The stylist begins snipping Elise's hair.

-Brenda's hair is now covered in tin foil twists.

-The stylist continues to study Annie.

-The back of Elise's head. She glides around; She has a terrific new short hairstyle.

-The back of Brenda's head. She glides around; She has a glamorous new hair color.

-The back of Annie's head. She glides around; She looks exactly the same.

172 INT. GIL AND MARY'S APARTMENT (FORMERLY CYNTHIA'S) - DAY 172

Mary sits huddled on the couch, in a robe; she is a wreck. Her hair is messy, and she's been drinking and weeping. Gil is pulling on his overcoat; he is his usual self-assured, smug self.

MARY

Is there...is there someone else?

GIL

Yes, as a matter of fact. And she's quite beautiful. And brilliant.

MARY

But...but...you said you loved me. I would do anything for you.

GIL

Then just leave quietly. You corporate babes - just 'cause you've got an MBA, you think you've got all the answers. I need more. A real woman.

(CONTINUED)

172 CONTINUED:

172

MARY

Who?

GIL

A goddess. An angel. A doctor.

MARY

But Gil...please...

GIL

Just be gone by the time I get back.

Gil exits. Mary looks around the room, desperately. She slugs back another glass of vodka. She stands, and heads toward the terrace.

173 EXT. TERRACE - AFTERNOON

173

Mary steps out onto the terrace. Like a zombie, she heads for the edge. She takes a deep breath. Just as she is about to step onto the ledge, she hears the TELEVISION, from inside the apartment.

NEWSCASTER (OS)

What an exciting day for New York City, and for women everywhere. The opening of the Cynthia Swann Griffin Center.

Mary hears Cynthia's name and stops. She heads back into the apartment.

174 INT. KITCHEN

174

Teresa, the maid, is watching TV. Mary joins her.

A174 ANGLE on the tv set: the women are watching the dedication ceremony for the First Wives Club Project. On the set WE SEE:

A174

175 EXT. CYNTHIA SWANN GRIFFIN CRISIS CENTER - DAY

175

The dedication ceremony is in full swing. A sizeable CROWD has gathered. Annie, Brenda and Elise are the center of attention. They unveil the plaque on the front of the building. The plaque reads "THE CYNTHIA SWANN GRIFFIN CRISIS CENTER FOR WOMEN AND OTHERS."

NEWSCASTER

What an impressive new facility.

BRENDA

Thank you, Chuck.

ANNIE

The center is dedicated to the memory of our dear friend, Cynthia Swann. We'll offer counselling, legal assistance, family planning and abuse intervention.

(CONTINUED)

175 CONTINUED: 175

ELISE
And, when necessary, makeovers.

176 INT. KITCHEN - DAY 176

Mary and Teresa are intrigued. They exchange a glance and then watch more of the program.

177 EXT. CYNTHIA SWANN GRIFFIN CRISIS CENTER - DAY 177

The reporter is now interviewing an uncomfortable Aaron, Bill and Morty.

NEWSCASTER
Gentlemen. It's truly extraordinary how much time and money you've all given to fund this worthy endeavor.

BILL
It sure is, Chuck.

AARON
(a diplomatic double entendre)
It's something we had to do.

MORTY
(grim)
That's the kind of guys we are.

178 INT. KITCHEN - DAY 178

Mary and Teresa are impressed. Mary smiles, for the first time in weeks. Teresa fingers the pearls around her neck -- Cynthia's pearls. She and Mary nod at each other. They leave the kitchen.

179 INT. GIL & MARY'S APARTMENT BLDG. LOBBY - SIMULTANEOUS - DAY 179

ANGLE ON the elevator doors. They open, and Gil steps out, smiling arrogantly. DR. LESLIE ROSEN is waiting for him, all dressed up.

GIL
Darling.

LESLIE
Stud.

180 INT. GIL AND MARY'S LIVING ROOM 180

Mary and Teresa are lugging the bronze bust of Gil toward the terrace.

181 EXT. APARTMENT BUILDING - DAY 181

Gil offers Leslie his arm, and they stride out onto the sidewalk.

182 EXT. TERRACE - DAY

182

Mary and Teresa have carried the bust of Gil onto the terrace.
They stand at the edge.

MARY

One...

TERESA

Dos...

MARY & TERESA

Tres...

Gleefully, they hurl the bust over the edge.

183 EXT. SIDEWALK - DAY

183

Gil and Leslie kiss.

A183 ANGLE ON THE BUST, HURTLING TOWARD THE HAPPY COUPLE.

A183

B183 ANGLE ON GIL AND LESLIE, COMPLETELY OBLIVIOUS, STILL SMOOCHING.

B183

C183 ANGLE ON THE BUST, COMING CLOSER.

C183

D183 ANGLE ON GIL AND LESLIE. THEY LOOK UP, JUST AS THE BUST IS ABOUT TO FALL ON THEIR HEADS...

D183

CUT TO:

184 EXT. THE CRISIS CENTER - DUSK

184

A Lamborghini is parked out front. Shelly sits in the front seat. Morty stands outside the car, arguing with her.

MORTY

Please come in. Just for a minute.

SHELLY

I said no. I mean, abused women? It's a B party. I will wait in the Lamborghini.

MORTY

Come on. As a favor. To me.

SHELLY

Morty, I've given you way too many favors.
For a long time now. We have to talk.
About the wedding.

MORTY

What wedding? You won't set a date.

(CONTINUED)

184 CONTINUED:

184

SHELLY

Exactly. This isn't working. I'm not feeling special. I'm not feeling loved. And now, this place. Morty, I'm not Brenda.

MORTY

I'll say.

Morty turns and marches into the Center. Shelly sulks.

185 INT. THE CYNTHIA SWANN GRIFFIN CRISIS CENTER - NIGHT

185

The opening party is in progress. A happy, well-dressed CROWD networks, drinks, nibbles from the buffet.

ANGLE ON Annie and Catherine, sipping champagne.

CATHERINE

What a wonderful occasion. You're helping people. With a buffet.

Aaron appears.

AARON

Annie?

CATHERINE

Aaron?

AARON

Catherine, could we - be alone?

Catherine stands a few feet away, watching.

ANNIE

Aaron. Congratulations.

AARON

Thank you. Annie, I've been thinking. I think - I've made a terrible mistake. In abandoning you. And our marriage.

ANNIE

(realizing)

She dumped you.

AARON

That's not the point. I love you. I miss you. I miss - all of the wonderful things you used to do. For me. With me.

ANNIE

Oh, Aaron. You know, I'm not really like Elise or Brenda. I'll never really have their style, or their guts.

(CONTINUED)

AARON
(relieved)
That's not you.

ANNIE
But I have something else. Finally. After
25 years.

AARON
What?

ANNIE
A life. Try it.

AARON
But, Annie...

Catherine has inched her way over.

CATHERINE
(to Annie)
Is he bothering you?

ANNIE
(a big smile)
Who?

Annie and Catharine clink glasses, as Aaron slinks off.

ANGLE on Elise and Larry. They are both sipping Perrier. Larry raises his bottle for a toast.

LARRY
To the First Wives Club.

ELISE
(raising her Perrier)
And your next play.

A PUSHY MAN comes over, with a pen and napkin.

MAN
Excuse me, are you Elise Eliot? Could you?

ELISE
Sure.

As Elise signs the autograph, the man turns to Larry.

MAN
(to Larry)
Are you anyone?

ELISE
He's...

(CONTINUED)

185 CONTINUED: (2)

185

LARRY
(interrupting, with a smile)
You bet. I'm with her.

MAN
(leaving)
Lucky man.

Larry and Elise kiss.

186 EXT. CYNTHIA SWANN GRIFFIN CRISIS CENTER - DAY

186

Shelly now stands by the car, tapping her foot. Bill appears, stepping out for a smoke.

BILL
Excuse me, do you have a light?

SHELLY
On the dash. What's going on in there? Is it just a lot of battered women? Dancing around?

BILL
(leaning into the car to get the lighter)
Kind of. Not my scene.

SHELLY
Me neither.

BILL
So - you here with anybody?

SHELLY
(flirting)
No. Not really.

BILL
(being careful)
How old are you?

SHELLY
Twenty-six.

BILL
Can I see your license?

187 INT. CYNTHIA SWANN GRIFFIN CRISIS CENTER - DAY

187

ANGLE ON Brenda, trying to get Jason to dance with her.

BRENDA
Come on. Just once around the floor.

(CONTINUED)

JASON
(appalled)
Get real.

BRENDA
I'm your mother. I command you. You need
something to tell your shrink.

Morty appears.

MORTY
Hey, kids.

JASON
Dad -- save me. She's doing it again.
She's trying to dance with me.

MORTY
Leave him alone. He's a good boy.

BRENDA
I know that.

MORTY
Not like his dad.

BRENDA
What?

JASON
'Scuse me. Line of fire.

Jason heads for the buffet.

MORTY
You look good.

BRENDA
You too. Where's Shell?

MORTY
In the car.

BRENDA
Glove compartment?

MORTY
(smiling)
The trunk.

BRENDA
You did a good thing here, Morty.

MORTY
A good, expensive thing.

(CONTINUED)

BRENDA

So -- what's the latest? Bungee jumping?
Bungee shopping?

MORTY

Not for me. Brenda, can I say something?
When we were married, was I this old?

BRENDA

I liked you this old.

MORTY

(after a beat)

Me too. In fact, there's only one
dangerous, young activity I think I'm
really interested in.

BRENDA

Yeah? Like what?

MORTY

Dancing. With you.

BRENDA

High risk.

MORTY

Hit me.

He holds out his arms.

BRENDA

Morty, come on. You're engaged. To
Shelly.

MORTY

Between you and me? She's a terrible
dancer.

BRENDA

Too bony?

MORTY

(flirting)

You're not.

Brenda pauses, and then begins to dance with him. They look into
each other's eyes. There is a sense of possibilities.

ANGLE ON Jason, grinning. He looks around, sips a beer.

OMIT SCENE 188

189 ANGLE ON GUNILLA, SEATED AT A TABLE WITH A GLASS OF
CHAMPAGNE,

189 CONTINUED:

189

Watching the dancers. Uncle Carmine, looking very dapper, approaches her.

CARMINE
Mrs. Goldberg?

GUNILLA
Yes?

CARMINE
Carmine Morelli. Brenda's uncle.

GUNILLA
Of course. I've heard so much about you.
Gunilla Garson-Goldberg.

CARMINE
(with great respect)
The one and only.

GUNILLA
Tell me, honestly -- have you ever killed
anyone? Really?

CARMINE
You first.

Carmine offers his hand. Gunilla takes it, and they dance.

190 ANGLE ON ANNIE, BRENDA AND ELISE, POSING FOR A PICTURE.
LARRY IS THE PHOTOGRAPHER.

190

LARRY
Chris! Get in the picture!

Chris joins the women.

BRENDA
(to Chris)
You're an Honorary First Wife.
(to Annie)
Dream on.

ELISE
Don't you wish -- Cynthia was here, too?

ANNIE
(looking around at what they've
created)
She is. In a way.

The women exchange a glance. They all hold out their pearls.

BRENDA
We're women of the nineties. Do you know
what we need?

(CONTINUED)

190 CONTINUED:

190

CHRIS
Independence and self-esteem.

ANNIE
A congressional powerbase.

ELISE
More roles for women over forty.

BRENDA
(big grin)
Earrings.

LARRY
Smile, ladies!

They all look at each other.

ANNIE
Why not?

They all grin, with their arms around each other, in the same pose as their graduation photo, with Chris standing in for Cynthia.

FLASH!

A190 CLOSE ON THE FREEZE-FRAME

A190

Of the four gleeful, radiant women.

Music: Martha and The Vandellas' "Come Get These Memories."

FADE OUT.

THE END