

THE FORGOTTEN

By

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FADE IN:

EXT. CITY OVERVIEW - DAY - PRE-TITLE SEQUENCE

We are gliding over the city of Brooklyn, looking down at the buildings, cars, moving people, seeing all of this in an altered perspective, the lines a bit soft, the color a bit off -- and there's a sound, like an unbroken breath. We glide over the city and change to a closer, tighter view, moving over schools, playgrounds, children, and now an even tighter view from above, gliding over a brownstone street and singling out a woman as she walks on a sidewalk and turns into a walkway and moves to the front door of her townhouse. This is TELLY PARETTA, 38. She opens the door and goes inside.

INT. TOWNHOUSE - DAY

We are in normal perspective now, in the second bedroom of a medium scale urban townhouse in Brooklyn, present day. The room is sparse and looks unlive in, bare of art or decoration -- except for a tall six-drawer dresser in the corner of the room.

Telly approaches this dresser, and we see that she is attractive, with a look of depth and warmth and some kind of damage. She stares at the framed photos on the top of the dresser.

They show a sprinkling of images in the life of a boy, her son, DANE, from baby pictures to photos of a growing, humorous 9-year-old, and some of the photos include Telly and her husband, JIM. She stares at all of this and speaks a word as a kind of ritual and a kind of prayer. She says...

TELLY

Dane.

Then she reaches for the top drawer and begins to pull it out. It's a sticky drawer, and comes out by inches, shaking the dresser so that some of the photos fall. As she stands up each fallen photo, VOICES begin, a conversation between Telly and a psychiatrist, DR. MUNCE. They have a good, friendly relationship.

DR. MUNCE

How much time did you spend at the dresser -- compared to last week?

TELLY

Less.

(CONTINUED)

CONTINUED:

OPENING CREDITS begin and play slowly through this sequence. Telly reaches into the open drawer and fingers a boy's Mets baseball cap in there.

DR. MUNCE
How much less?

TELLY
Jim calls it a shrine. My shrine to
Dane. It's not a shrine.

She retrieves a video tape from the drawer -- marked "Dane I".

TELLY (CONT'D)
It's a...museum, I guess. Nothing wrong
with that.

We begin to see IMAGES from the VIDEOTAPE, silent moments of Dane's boyhood with his family, parties, trips, from a young age to nine, some showing Telly and Jim, too, and friends of Dane, a girl his age we'll know later as LAUREN. All during this, the conversation continues, and the CREDITS continue to play.

TELLY (CONT'D)
Hell, if Nixon can have a museum. Isn't
Graceland a kind of Elvis museum? So
this is the Dane Paretta museum. It's
free, open to the public, but I'm the
only patron.

DR. MUNCE
How much time -- total for the week?

TELLY
Oh, I... A little less than an hour a
day. Some days...a little more. That's
less, less than last week.

As well as the video clips and the Credits we also have shots of Telly at the dresser, opening drawers, looking at, touching mementos, a child-like drawing, a Nintendo game, and now a scrapbook from the bottom drawer -- all of this mixed together. She begins leafing through the book, more photos, school programs, concert tickets, and then she stops on a double page devoted to newspaper clippings, headlines. These are page three, page six kind of stories.

"7 Die In Air Tragedy" "Four Brooklyn Youths Feared Dead In Missing Plane" "4 Brooklyn Youths, 1 Camp Counselor and 2 Crew Lost at Sea in Nantucket Sound Crash"

(CONTINUED)

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DR. MUNCE

And...how long has it been now -- since your loss?

TELLY

Now you're hoping I say, 'about eleven or twelve months.'

DR. MUNCE

You're so smart, Telly.

TELLY

Like it isn't in the front of my mind.

DR. MUNCE

You're always way ahead of me.

TELLY

It's fourteen months and six days and...four hours, and the memories are with me ...like my breath. Jim says almost every sentence of mine starts with 'remember the time he...' Or, 'remember the time we...' And if Jim doesn't remember, I get so mad.

The jumble of memories and shots of Telly at the dresser continue along with the last of the OPENING CREDITS.

DR. MUNCE

Do you think you amplify some of these memories? Add to them?

TELLY

No. Why would I?

DR. MUNCE

Is it possible you create some of them?

TELLY

Of course not. Of course not. It's like a...deck of cards. I don't add to the deck. I just...I look at different cards. I reshuffle and...but I do spend less time, less and less time. I really do.

The final CREDIT PLAYS.

INT. TOWNHOUSE - DAY

Days have passed, and Telly is dressed differently, working at her computer, editing a manuscript -- this is her work.

(CONTINUED)

CONTINUED:

The living room of this townhouse looks well lived-in, the things-of-life of Telly and Jim scattered about. The only reminder of Dane in this room is a photo on the mantle, just a framed 5X7 of the three of them smiling into the camera on some trip. Dane is around 9.

A small alarm clock on her desktop BEEPS, and she shuts it off, stretches, rises. She begins gathering her things in order to leave. She jogs up the stairs, and we follow. On the way to her bedroom, she pauses in a doorway and looks into the nearly bare second bedroom - which used to be Dane's room and contains that dresser. Her stare lingers on the dresser. It seems to draw her in. She walks to it, stares at it, reaches slowly for the top drawer.

But the ALARM CLOCK on her desktop downstairs starts BEEPING again. She breaks off her stare, hurries to her bedroom to grab a sweater.

A moment later we see her downstairs, ready to go, silencing her ALARM - which was on snooze - when the PHONE RINGS. She answers it, and we intercut the two-way conversation with her husband.

INT. BROKERAGE OFFICE -DAY

JIM PARETTA is 41, easy going. The conversation is low key.

JIM

Hi.

TELLY

Hi. Gotta good tip for the market today?

JIM

Yeah. Buy real estate. We eating in?

TELLY

Do you mind bringing something home? I'm late for my appointment with Munce.

Here we see a little worry in Jim's expression, which he covers.

JIM

Oh, yeah. How...how's it been going?

TELLY

How's what been going?

He sees she's testy about it, and gets off it.

JIM

How about a whole chicken?

(CONTINUED)

CONTINUED:

TELLY

Stuffed. Can we afford stuffed today?

JIM

No.

TELLY

Mm. That bad. Later.

They smile, hang up. We stay with Telly as she hurries out, passing, with a glance, the photo on the mantle.

EXT. TOWNHOUSE - DAY

As Telly hurries down her steps, her neighbor, a woman about her age, is just coming home, and carrying too many bags, not able to manage her key in the door. Telly helps her -- the woman's name is ELIOT.

TELLY

Hey, let me help.

ELIOT

You're a love. It feels like forever since we had a cocktail evening -- you and Jim?

TELLY

Bad timing. Tomorrow?

ELIOT

Tomorrow I've got a date.

TELLY

Ooh, be bad, girl.

Eliot laughs as we FOLLOW Telly across the street to the row of parked cars there. She is digging for her keys, and then stopping dead and staring at the car in front of her, surprised, and then at the cars nearby, puzzled.

There is a man in the car she has stopped beside. He's behind the wheel, staring at her through the window -- which he now lowers. His eyes are kind, and with a mild smile he says...

FRIENDLY MAN

Do you need some help?

TELLY

I parked my car here - right here - last night.

(CONTINUED)

CONTINUED:

She's looking worried.

FRIENDLY MAN
What kind of car.

TELLY
Red Volvo.

His smile grows a bit as he gestures across and down the street. She turns and sees her car.

FRIENDLY MAN
I forget all the time.

She smiles a thanks at him, still a bit rattled by this, heading to her car, unlocking the door, as we overlap into the conversation of the next scene.

INT. DR. MUNCE'S OFFICE -DAY

We are panning this bookish, cozy office, in an older, comfy apartment.

TELLY
Fine. Just fine. I'm editing a manuscript on the battle of Gettysburg. Do you have any idea how many books are written on the battle of Gettysburg?

We see Telly and DR. MUNCE sitting on sofas, facing each other, a table with a thermosed coffee pot in between. Munce is in his late forties, relaxed, with a warmth and depth to match Telly's.

TELLY (CONT'D)
Little Round Top. Cemetery Ridge. Two or three times every year a book is published, and we dig up those poor soldiers and make them fight the battle all over again. Why don't we let them rest?

DR. MUNCE
Yes, why don't we...let the dead rest?

TELLY
Oh, that was cheap. I don't... Jim says that I have a death grip on the past. Not bad imagery for a broker. But I don't. I don't hold my boy in a death grip. It's just...a hug. As long as I feel him still hugging me, I'm not letting go.

(CONTINUED)

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DR. MUNCE

Did you and Jim fight this week?

TELLY

Jim is afraid of me. He's afraid of my emotion. He's busy building a wall.

DR. MUNCE

How's the sex?

TELLY

What if I asked YOU that question? How's the sex with Mrs. Munce? Would you answer?

DR. MUNCE

Yes. But I'd have to charge you more.

They both smile.

TELLY

The sex is....barely there. Like I said, he's afraid of my emotion -- or of HIS emotion. But we haven't had...that 'thing' between us, that...abandon...

DR. MUNCE

Passion.

TELLY

Yes. Haven't had much of that for...even before the crash. Did Jim tell you this? We were separated -- before all of this happened. He was out of the house.

DR. MUNCE

He mentioned it.

TELLY

He had a furnished apartment. It was over for us. Dane was...shaken, but handling it. Better than we expected.

She drifts off into her thoughts.

DR. MUNCE

And when it happened? The crash.

TELLY

Jim kept the apartment, but we...came back together to...comfort each other. He's home with me about half the time, but...I don't know.

(MORE)

(CONTINUED)

CONTINUED: (2)

TELLY (CONT'D)

Maybe I should build a wall, too.

(pause)

Yes we DID fight this week, a big one, ten rounds, pay-per-view from Vegas. Jim forgot the name of Dane's imaginary playmate, from when he was four. How could he do that?

DR. MUNCE

And there's nothing YOU'VE forgotten about Dane?

TELLY

Well, sure. He had nine years of life. I don't remember all of it. Nobody does. I used to remember his first tooth, his third birthday, but it's...gone. That's why I hold on so hard to what's left...

She reaches down to the coffee table and stops dead, staring.

DR. MUNCE

What's wrong?

TELLY

I had my coffee. Where is...?

DR. MUNCE

No, not today.

TELLY

Yes. I just had some. I...

DR. MUNCE

I offered. You said no this time. Last time you had a cup. Memory slips, Telly. You can't blame Jim if he forgets. You can't blame yourself.

But she stares at him and says...

TELLY

I can still taste the coffee.

He gestures with his cup.

DR. MUNCE

You smell my coffee and you manufacture a memory, a taste, that's all. You DO hang on hard. Can't you let ANYTHING go?

The question hangs.

INT. TOWNHOUSE - NIGHT

Some days later. We've cut into the midst of an impromptu celebration in the kitchen of Telly and Jim's home. Jim has just come home from a late meeting with a bottle of Champagne he is opening as Telly gets glasses, lights a candle on the table...

JIM

Being handed the top client is like being handed a bonus. It's a fait accompli. It's a slam dunk for a generous financial... More candles!

He pops the cork while she dashes out to the living room, and we follow her as she hurries to the mantle, smiling, grabbing two of the candles from there...

TELLY

Is that a basketball term?

JIM

What? Slam dunk?

TELLY

Fait accompli.

As she takes the candles and hurries back to the kitchen, we linger on the mantle to look at the framed photo -- which is different. It shows only Telly and Jim smiling at the camera - dressed the same, from the same trip, but Dane is not in the shot.

Back in the kitchen, Jim is pouring as...

JIM

No, it's a French Canadian log-rolling sport of some... More candles!

She laughs and hurries out again, and again we follow her to the mantle, where she snatches two more candles, and then stops dead, frozen, as she stares at the photo.

Jim, in the kitchen, is lighting the candles, then lifting his glass.

JIM (CONT'D)

Hurry up!

Telly comes slowly into the kitchen doorway, staring at Jim, shaken, nearly rigid with shock and anger.

(CONTINUED)

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TELLY
What've you done?

Jim is staring at her, at a loss.

JIM
What...?

She holds the framed photo toward him, shouts.

TELLY
What have you done!?

Jim looks at the photo, at her, completely thrown.

JIM
What are you talking about? Telly...

TELLY
Why did you change the picture!?

JIM
I didn't change the...

TELLY
Are you crazy!? You think this helps
me!? Taking him away!?

JIM
What are you talking about!?

TELLY
I want the picture of the three of us!
How dare you...!? What are you
thinking? That I wouldn't notice!? I
wouldn't care!? This is such bullshit!

JIM
You're not making sense! Listen to
yourself. What are you doing?

TELLY
I'm grieving! What are you doing?
Hiding?!

She throws the framed photo against the wall of the kitchen,
and the glass shatters. She turns quickly and heads for the
front door, in a fury.

JIM
Telly...Jesus!

EXT. TOWNHOUSE - NIGHT

Telly exits the townhouse and walks down half the steps and then sits on a step and puts her head in her hands. We hear Jim calling to her from inside, coming toward her.

JIM
Telly. Please.

She immediately rises again and walks into the park across the street. We hear Jim call out once more, and then he opens the door, looks about, looks down the street. She's gone, and he stares into the darkness, worried, sad.

EXT. CITY PARK - NIGHT

A while later. Telly has been wandering. She's cold, it's mostly dark here. She is still angry, shaken, but more drained now. She hears a sound, a rhythmic squeaking, and ambles toward it.

She arrives at the dark playground area, deserted except for a man who sits on one of the swings, moving it slowly, causing the shrill squeaking. He is well-dressed, but rumpled, mostly in darkness, can't see his face. He chuckles a bit, at being caught on the children's swing. When he speaks, we can see he is drunk.

MAN
I uhhh...I come here hoping to meet...
other swingers. You're the first one.

She recognizes the voice and steps a bit closer. We can see the man more clearly, early forties, attractive and athletic, but going to seed. She speaks low key.

TELLY
I know you. I'm Telly Paretta, remember?
Dane's mom.
(pause)
I guess we're all tired of condolences,
but I...I miss Lauren, too.

He squints through the darkness and drunkenness and keeps swinging slightly, staring at her, then he looks away and stops.

MAN
Well, I'm done for the night. Gotta go.

He gets off the swing and stumbles a bit, chuckling at his own drunkenness.

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CONTINUED:

TELLY
You don't remember me?

MAN
Sure. You want my swing?

TELLY
No.

Now he squints at her through the darkness.

MAN
You want to come home with me? I live
right over...

He points vaguely toward an upscale apartment building that
faces the park.

TELLY
Goodnight, Ash.

The man, ASH CORRELL, smiles.

ASH
You know me, hah? THAT's why you won't
come home with me.

And he chuckles and walks, swaying a bit, across the dark
park. She watches him go. Then she ambles to the swing, sits
in it, stares at her thoughts.

INT. TOWNHOUSE - NIGHT

Same night. It's late, and Jim is in bed in the dark bedroom,
on his side, eyes closed. We hear the front door of the
townhouse open and close. Telly enters the bedroom quietly.
She undresses in the dark, tired. She slides into bed beside
Jim, coming close to his back, nestles there a moment,
staring at him, eyes full. She whispers...

TELLY
I'm glad you stayed tonight. Just...
Don't try to help me forget.

She moves close against him.

TELLY (CONT'D)
Just take me away. Can you take me away?
Now?

He doesn't stir. But we see - she doesn't - that his eyes
open. We read the sadness there. He closes his eyes,
pretends to remain asleep.

(CONTINUED)

CONTINUED:

She gives up, turns away from him, staring into the darkness of the bedroom, and then staring into her MEMORIES.

INT. AIRPORT AREA - DAY - MEMORY

Telly is walking quickly with Dane at her side. He wears a backpack and she carries a small suitcase for him.

DANE

We're late, Mom.

TELLY

We're early. I told you it was too early.

DANE

The plane's there!

He runs ahead to a window. She catches up to him. They stare out at an 8-passenger puddle jumping twin-prop. She sees his excited smile and kisses him and squeezes him to her, and we CUT out of this to...

INT. BEDROOM - NIGHT

As Telly stares into the darkness at her memory.

INT. TOWNHOUSE - DAY

Time has gone by. Telly is at work at her computer. There is no photo on the mantle. She pauses in her work and stares off and sighs, something pulling at her. She tries to shake it off and get back into her work. She fails. She reaches for a decorative box on her work table, fingers it, opens it and takes out a strip of photos, the kind from a booth. They show her and Dane mugging, being goofy together. He's eight or nine. She smiles, replaces the photos.

ANGLE - HALL

Later. She has come to the upstairs hall, to Dane's old room. The door is kept closed now. She stares at the door, at the handle, tries not to be drawn in. She walks away to her bedroom and we follow. She goes to a dressing table and opens a drawer and takes out a key. We follow her back to Dane's door. She hesitates, then unlocks it, opens it.

INT. DANE'S ROOM - DAY

It's the same except there are no photos on the top of the dresser. She moves to that dresser with a kind of reverence. She pauses - and says his name, but this time in a whisper.

(CONTINUED)

CONTINUED:

TELLY

Dane.

She opens the top drawer and fingers the baseball cap. She opens the bottom drawer and takes out the scrap book. She sighs again, and almost succeeds in stopping herself, but she opens the book. The first page is empty. She freezes, wondering, confused. She turns the page. Empty. She now frantically turns all the pages. The book is blank. She drops it, shaking, and she runs out of the room and down the stairs.

INT. LIVING ROOM - DAY

She is punching in a number on the telephone, trembling with silent fury, anguish. She controls her voice.

TELLY

Jim Paretta, please. Oh. I'll... The voice mail, yes.

She waits, then leaves a message, barely able to speak.

TELLY (CONT'D)

I can't...I can't believe this. The book... What you did to the book. I was... I was so good with...the photos and...the lock. And you STILL...!

The last word was a shout, and it has brought tears.

TELLY (CONT'D)

Do you want to make me hate you? Do you want to make me hate you?

She hangs up the phone, letting the tears come, then angrily wiping at them and rising, walking to the stairs again.

INT. DANE'S ROOM

She enters and goes to the dresser and opens a drawer and takes out a video tape, then all three video tapes: "Dane I" and II and III. She walks into her bedroom to the small TV And VCR there and puts in a tape, turns on the set, starts the tape. It is blank. Static. She fast forwards. It is still blank. She is trembling so that she can barely handle the equipment as she ejects the tape and puts in the next one and starts it. It is blank. She cries out in an anguished groan.

TELLY

Oh, God. OH GOD!!

EXT. TOWNHOUSE - DAY

We see Jim exiting his car and rushing into his home.

INT. TOWNHOUSE - DAY

Jim enters the living room and stops. Things are broken, a mirror, a lamp, a vase, flowers strewn about, water on the rug.

JIM
Jesus, Telly. Jesus...

He looks about, enters the kitchen. He finds her there. The tapes are on the table, all unraveled. The book is in her hands. She stands against the wall, staring at him, a deep wounding in her stare and a look of finality, like death. He takes a step closer to her, and she shakes her head, and he stops.

TELLY
I can't...be with you anymore. Don't come here anymore. Stay in your apartment, and....

JIM
Telly, wait...

TELLY
Wait? The book...the book I can lose. I can.

She drops the book at his feet.

TELLY (CONT'D)
But you...erased our boy. You erased your son...

She breaks down, and he comes to comfort her, and she hits him.

TELLY (CONT'D)
No! No! You took him away! You made it all blank! You took...!

He is catching her wrists as she hits at him, struggling with her.

JIM
Telly! Stop! Telly -- they were ALWAYS blank.

She goes still as stone, her eyes wild.

(CONTINUED)

CONTINUED:

JIM (CONT'D)

The tapes were always blank. This is good, Telly. This is good. This is you coming back. This is you healing.

She starts to struggle again, in a mad fury, screaming...

TELLY

What are you saying!? What are you...!?

JIM

Dr. Munce is coming here. I called him. I got your message and called him. God, Telly, this is good. This is real. Please. Please!

He is forcing her hands down and then behind her so he can hold her, coming close to her and holding her close to him with her hands held behind her back, both of them weeping.

JIM (CONT'D)

Please. Please.

INT. LIVING ROOM - DAY

A few minutes later. Telly is seated on a chair, disheveled, and all held in, not looking at anyone. Jim stands nearby, nervous, concerned. Dr. Munce is seated on a sofa across from Telly, leaning close to her. Without looking at Munce, she says to him...

TELLY

Do you know...what he's telling me?

DR. MUNCE

Yes.

TELLY

Has he...become...psychotic?

DR. MUNCE

No.

Now she raises her eyes to look at Munce.

TELLY

My child... My Dane...

Munce leans even closer and takes both her hands, speaks softly.

(CONTINUED)

CONTINUED:

DR. MUNCE

Telly...there was never a Dane Paretta.
You never had a son.

She is in shock, staring at Munce.

TELLY

What are you...? How can you say...?
WHAT'S HAPPENING?!

DR. MUNCE

I'm so sorry. I wanted to help you
slowly, gently. I never thought you'd
suddenly begin to see...

TELLY

He erased the tapes! He replaced the
book with an empty book! How can you
believe him!? Dane! He grew up! He was
Nine! Nine! I have nine years of
memories!

DR. MUNCE

Invented memories, Telly. It happens.
People do this. It's called paramnesias.
You imagined a life...

TELLY

Everybody remembers Dane! EVERYBODY!

DR. MUNCE

You miscarried, and it was traumatic, and
your marriage was coming apart. You
needed to fill an emptiness... People
invent entire alternate lives, with
imagined friends and lovers and
children...

TELLY

STOP IT!

She has jumped to her feet. Munce is very concerned for her.
He takes a small plastic bottle of pills from his pocket.

DR. MUNCE

I want you to take something so we can
keep talking and you can...

TELLY

No!

JIM

Please, Telly.

(CONTINUED)

CONTINUED: (2)

DR. MUNCE

It won't make you sleepy, or...

TELLY

NO! This is insane! You're both trying to take him away from me! All I have left. Nine years! Made him up!? You're both... He's insane and you're believing him. For god's sake..

(to Jim)

Call your parents, call my father, call anybody! THIS IS DANE!

(to Munce)

Call Dane's school, right now. The Newbridge School -- three of the children were from the same school: Dane, Lauren Correll, and.... Call now. I have the number. Go ahead!

DR. MUNCE

We will call. We will, but first....

TELLY

I'm not taking any drugs!

DR. MUNCE

All right.

TELLY

This is...so simple. There are photographs.

Munce takes a photo from his pocket, puts it on the table. It's the photo from the mantle, showing only Jim and Telly.

TELLY (CONT'D)

Dane took that shot. And then we asked a woman to take the three of us, and THAT'S the shot Jim took away! We have a million photographs.

Munce now reaches for the empty scrap book that lies open on the table, but Telly grabs it out of his hand and throws it across the room where it knocks over a lamp.

TELLY (CONT'D)

He took the real book away!

JIM

Telly...

(CONTINUED)

CONTINUED: (3)

DR. MUNCE

(rising)

For your own good...I'm going to have to
hospitalize you or...

JIM

No! I told you I didn't want her taken
away.

Telly throws a shocked look at Jim - at what he is saying.
She forces herself into a kind of shaky calm.

TELLY

All right. All right. There are photos
he didn't take. I'll show you. We can
end this.

She walks to her work table, and the men follow. Trembling,
she picks up the decorative box and opens it and removes the
strip of photos that were taken in a booth. She turns them
for all to see. They are photos of her and JIM mugging,
being goofy for the camera.

She can't even move. Jim gently takes the photos from her.
Dr. Munce touches her arm tenderly and then begins guiding
her back to the chair.

DR. MUNCE

Telly, let's sit down, let's...

She begins to move slowly, guided by Jim. The men have
turned toward the seating area. Telly suddenly breaks free
and RUNS. She snatches up her purse and keys and rushes for
the door.

JIM

Telly!

Jim chases her.

EXT. TOWNHOUSE - DAY

Telly runs to her car. Jim comes down the steps, but she's
already entering her car and closing the door. He reaches
her car door just as she locks it. He shouts through the
window, but she starts the car and pulls away, roaring down
the street.

INT. OLDER HOME - DAY

We're in an older home, looking out through the storm door -
where Telly stands knocking. She rings the doorbell, knocks
again on the glass door and calls through it.

(CONTINUED)

CONTINUED:

TELLY

Dad!

A woman hurries to the door, dressed as a caretaker, nurse. She's in her forties, eager to help.

NURSE

Yes?

TELLY

Where's my father -- is he home?

The nurse unlocks the door, concerned by how upset Telly is.

NURSE

You must be Telly. I...

TELLY

Dad!

(to nurse)

Who are you?

NURSE

I'm Sima. I'm helping here. He isn't so...

But Telly hurries away and we follow. She reaches the dining room where there are cluttered shelves and framed photos. She stops for a moment, staring at a wedding photo of herself, Then one with her and Jim and her parents - 10 or 11 years ago, and another of them all at a holiday dinner at home - 5 or 6 years ago. She stares hard at this and then pulls her eyes away and reaches through a row of photo albums, pulls out the two at the end. The nurse has come to the doorway. Telly doesn't look up, saying...

TELLY

I need photos of my son.

Telly is turning the large plastic-covered pages, many photos of her and Jim and her father, but the last ten pages are blank. She discards it, and races through the next book, and then stops, slowly looks up at the doorway.

Her FATHER is watching her, concerned. The nurse looks at each of them, and leaves the room. Telly is on the edge of panic, but her voice is quiet, nearly broken.

TELLY (CONT'D)

Daddy.

FATHER

Telly, what's...?

(CONTINUED)

CONTINUED: (2)

TELLY

Why isn't Dane in here? All the pictures
of Dane.

FATHER

Dane?

TELLY

DANEY!!

He is shocked by her shouting, very worried. He comes
closer. Telly reaches up to the shelf and picks up the photo
of the holiday dinner.

TELLY (CONT'D)

He was here! He was sitting right...

She sees the anguish on her father's face, and she lets a
tear fall, but keeps her eyes on the man. Her voice is a near
whisper.

TELLY (CONT'D)

Please, Daddy.

He comes close to hold her shoulders.

FATHER

Oh, honey, honey, I don't know how to
help you. Tell me how to help you.

She stares a while and says....

TELLY

Remember him.

FATHER

All right. All right, Telly. I will. I
will. Now...tell me who he is.

She begins to shake her head, swallows her tears, whispers
again.

TELLY

Your grandson. Your grandson who died.
Your Daney.

His face is all love and worry, utter heartbreak for his
daughter. He doesn't know who she's talking about.

She stares at the man, her eyes full. She walks away slowly,
walks to the front door and opens it and leaves.

EXT. STREETS - DAY

Telly is driving through city streets, looking lost, full of dread, staring at her impossible thoughts. We begin to overlap her voice making a phone call.

TELLY
Newbridge School. In Brooklyn Heights.
Yes. Yes, please.

EXT. DOWNTOWN STREET - DAY

Telly is parked, making a call on her cell phone, waiting now.

TELLY
Hi, this is Telly Paretta, Dane Paretta's mother. Who is this? Yes. Hello.
You've been there...a few years. Yes.
Then you remember who I am? Remember my son? Dane. Dane Paretta. He was one of your... Paretta!

She's becoming more upset, panic tightening her throat.

TELLY (CONT'D)
My son and Lauren Correll, and Anna Kito...the crash. I'm talking about the plane crash. JESUS CHRIST! How could you not know...?! All right, all right! Give me Susan...Susan Velasquez. Well, break in. It's important! It's extremely... It's an...

But the person has hung up and Telly finishes her sentence.

TELLY (CONT'D)
Emergency.

She stares at the phone and clicks it off and keeps staring at it.

INT. LIBRARY - EVENING

We're in the Brooklyn Public Library. Telly, dwarfed by the space, is walking toward the periodical counter, barely held together. Her mouth trembles when she speaks to the distracted YOUNG WOMAN at the counter.

TELLY
I need to see some papers, daily papers from fourteen months ago.

(CONTINUED)

CONTINUED:

YOUNG WOMAN

You need to fill this out.

With very little eye contact, the woman puts a request form in front of Telly. Telly opens her purse and tries to find a pen, shaking now, and even wiping at the tears that are coming because she can't find a goddamn pen. She is ransacking her purse almost violently, coming apart - and this finally breaks through to the young woman, who stares at Telly and then reaches out and puts a hand on Telly's shaking hand. Telly looks at her.

YOUNG WOMAN (CONT'D)

What papers do you want?

INT. LIBRARY - MICROFILM AREA

Telly is at one of the machines, dialing through newspaper pages that roll onto the screen, studying the pages. The Young Woman stands at her side.

CLOSE ON MACHINE

We see the scrolling. We see Telly checking the date, scrolling again - page three, page four, five, six, checking the date again.

ON TELLY

Shaken by the impossibility of this, searching and finally stopping, her hand trembling over the dial of the machine.

TELLY

How could it not... How could it not be there in any of these...

YOUNG WOMAN

You're sure of the date?

Telly nearly laughs a mad laugh - she's very sure.

YOUNG WOMAN (CONT'D)

And what are you trying...?

Telly answers almost by rote.

TELLY

Four Brooklyn Youths Feared Dead In Missing Plane.

She slowly turns to the young woman, then rises.

(CONTINUED)

CONTINUED:

TELLY (CONT'D)

I have to go. I have to go.

And she hurries away, the young woman watching her.

EXT. ELIOT'S TOWNHOUSE - NIGHT

It's late. Eliot, Telly's neighbor, is just coming home, mounting the steps of her townhouse, fishing for her key. As she reaches the covered stoop, a voice startles her from the shadows there.

TELLY

Eliot.

ELIOT

Christ, you scared the hell out of me!
God. Oh. My heart it going... What's
wrong?

Telly has stepped into the light that shines above the door. She is exhausted and frayed and lost.

TELLY

I... I had a fight with Jim.

ELIOT

Oh, I'm sorry. Come on in.

Eliot is unlocking the door as Telly stares at her.

TELLY

We fought about Dane.

ELIOT

About what?

Telly puts a hand on her, and Eliot turns away from the lock to look at her friend. Telly looks quietly desperate, end of her rope.

TELLY

Our son. Dane.

ELIOT

Your son?

Telly covers her trembling mouth, then tries again.

TELLY

El...you liked Dane, you liked him. He
made you laugh.

(CONTINUED)

CONTINUED:

ELIOT

Oh, baby, baby, I don't understand.
You're saying I...

Telly loses it, grabs Eliot's arms and begins to shout, shaking the woman.

TELLY

I'm saying you knew my son! You saw him come and go with me. You talked! You went to a Mets game and brought him a hat, and he always wore that hat! My son! Dane! Say his name! Say it! Say his name!!

Eliot is terrified. Lights are turning on in nearby townhomes, including Telly's own home next door.

Telly lets go of Eliot and backs away into the shadows as Eliot stands, wide-eyed, wondering, backing to her door and going inside. Telly watches Jim step outside their home and search the darkness of the street, the front yards, the park across the way, looking very worried. She studies him with a lost look. Now he turns his eyes toward Eliot's porch. She doesn't move, but he keeps staring, seeing a form in the shadows, and he begins to hurry toward her.

JIM

Telly!

She bolts - rushing for the sidewalk.

JIM (CONT'D)

Telly! Wait! Please!

She runs into the street. There is traffic. Jim SHOUTS a warning. A car is coming fast. Brakes SCREAM. She freezes and throws her hands up as if to protect herself. The car swerves at the last moment and CRASHES into a parked car. Safety glass explodes onto the street. Alarms wail. Jim rushes to the auto and opens the door. The driver is shaken, but not badly hurt. Jim looks up to see...Telly is gone. He holds the driver, looking about at the street, the dark park, But she's gone.

EXT. APARTMENT BUILDING - NIGHT

A few minutes later. We hear the chirp of a police SIREN near the site of the crash, but Telly is far away, hurrying through the dark city park to emerge across from an apartment building. She is in a kind of shock, loosely held together. She looks about, walks to the building entrance and stares at the list of tenants and presses a button. She waits.

(CONTINUED)

CONTINUED:

She presses it again. This time the intercom clicks on and the blurred voice of Ash Corell says...

ASH
Wrong fucking number!

...and clicks off. She takes a shaky breath, checks the street, buzzes again. The voice comes on again.

ASH (CONT'D)
Goddamnit!

TELLY
It's Telly Paretta. Wait! Ash!

ASH
You gonna go away?

TELLY
No.

There is a beat of silence, then the door buzzes and she enters.

INT. ASH'S APARTMENT - NIGHT

A fairly well-appointed apartment, but messy. Ash is just on the edge of sloppy drunk, a drink in his hand, as he opens his door to stare at Telly -- who is staring intently at him.

TELLY
Remember me?

ASH
Yeah.

He steps back and lets her enter, no ceremony or welcoming. He closes the door, takes a pull on his drink.

TELLY
Who am I?

ASH
Jesus, you're in worse shape than I am.

She looks around, then heads for a door, opens it into a small unused office/spare bedroom.

ASH (CONT'D)
What the hell are you doing?

TELLY
I was here once before. With my son. Do you remember?

(CONTINUED)

CONTINUED:

ASH

I must've been out. I'm about to be out again.

But she is staring at him, desperate for a real answer.

ASH (CONT'D)

You're the woman I saw at the park...while back. The...swings. You knew me.

TELLY

I still do.

ASH

Oh, please. No wit. I can't stand wit. I'm going to have a headache any minute. Or pass out. You an old fan -- is that it?

She hesitates, remembers, talking nervously.

TELLY

Oh...right. The ex-Ranger. Lauren was very proud of that. No. No, I don't follow hockey. I...

He is refilling his drink.

ASH

And they let you live in New York?

TELLY

I'm a...Mets fan.

ASH

Oh, yeah, baseball. Great game. It's the only sport you can play while taking a nap. What're you drinking?

TELLY

I just...want to talk to you. I need...

ASH

I only talk about hockey. What else is there?

TELLY

Your daughter.

ASH

Don't have one.

(CONTINUED)

CONTINUED: (2)

He drinks. She stares at him. After a moment...

TELLY

You...get drunk every night?

ASH

No, sometimes I'm drunk by noon, what the hell do you care?

She comes closer. She seems about to explode or collapse, but she keeps it together.

TELLY

My son...my son, Dane and your daughter....Lauren -- they were friends. I'd come here with Dane to drop him off or to pick up Lauren for a movie or... We'd speak sometimes -- you and I. And I need you to remember this and talk to me about it.

He is staring, nodding.

ASH

After. We'll talk about it after.

TELLY

After...what?

ASH

After I sleep. You want to sleep with me?

He says this matter-of-factly. She only keeps staring at him, and then, finally, raises a shaky hand to ask, with this gesture, for the drink in his hand. He hands it to her.

She drinks, and the liquor bites into her, and then, the glass trembling in her hand, she tosses the remaining drink into his face.

Ash's instincts are quick - and often violent. He bunches his fists in Telly's shirt and shoves her hard into the wall, her head bouncing off the surface, rocking her. She's shaken -- and they stare at each other, Ash unsteady with drink, near to passing out, but aware enough to be sorry. He's slowly letting go of her shirt, during.

ASH (CONT'D)

Shit. Oh, shit. Look... Just go. You got the wrong apartment, the wrong guy. Somebody else has a daughter.

(MORE)

(CONTINUED)

CONTINUED: (3)

ASH (CONT'D)
Somebody else knows your son. Not me.
Sorry. Put some ice on that head...and
just go.

He leaves, walks on automatic into his bedroom and lies heavily on the bed, oozing into a drunken sleep.

INT. LIVING ROOM - LATER - NIGHT

Telly is sitting on the sofa, staring at nothing. Ash is deep asleep in his bedroom. She seems to be catatonic, finished -- but then she rises. She glances into Ash's bedroom, then closes the door and walks to the office/second bedroom.

INT. OFFICE - NIGHT

Telly stares at the unused desk, the dark den-like wallpaper, the framed posters, the shelves of hockey trophies and the plaques and sports photos. There is a dart board on the wall - and plenty of dart holes in the wallpaper nearby. There is a daybed shoved against a wall and a pinball machine that's not working.

She studies this, and then she takes the dartboard and the posters down from the wall. She walks to the daybed and begins to drag it way from the corner, and the metal frame gouges into the wallpaper and tears it. She pulls the frame away from the wall, and stares at the tear. She comes closer. There is another layer of wallpaper showing through beneath the tear. She leaves the room.

INT. KITCHEN - NIGHT

She gets several knives from the kitchen and walks back toward the office, pausing and grabbing two magazines off a table. She walks into the office and closes the door behind her.

INT. APARTMENT KITCHEN - MORNING

It is early, and Telly is bustling about, creating a breakfast, making coffee and being extra loud about it, rattling things, banging pans on purpose. She has an intensity, a resolve about her. In a moment a very wrecked-looking Ash appears in the kitchen doorway, still in his wrinkled clothes, eyes only slits, hair wild, frowning.

ASH
You're fucking kidding me.

She keeps working, ignoring him, he shakes his head and says...

(CONTINUED)

CONTINUED:

ASH (CONT'D)
I thought I dreamed you.

She pours him a steaming cup of coffee, hands it toward him. He steps back. She puts the coffee on the counter. He picks it up, sips, studying her. Toast pops up. She starts to butter it. He is watching her.

ASH (CONT'D)
Did we get married?

TELLY
(as she works)
It's not me. It's you. And it's Jim. I don't know who else, or what else. I don't know anything. But it's not me. I don't know why it's not in the paper. I don't know anything. But it's not me.

She puts the toast on the table. He's at a loss. She pours her own coffee.

TELLY (CONT'D)
I'm not insane.

She looks at him now, meeting his eyes with her stare still strong, resolute.

TELLY (CONT'D)
Go look at your office. It used to be your daughter's room.

ASH
You should get off that.

But she makes a gesture toward the room, challenging him. He frowns, takes his coffee, walks out of the kitchen.

INT. LIVING ROOM - MORNING

Ash walks toward the closed door to the second bedroom and reaches for the handle, and stops. Written in magic marker in a semi-circle around the handle are the words: "Lauren's Room"

TELLY
She had a sign there -- in lavender letters, I think.

ASH
Will this wash off?

(CONTINUED)

CONTINUED:

She reaches past him, opens the door, her look still challenging him. He steps into the room and stops dead, jaw dropping.

INT. OFFICE - MORNING

Great swaths of wallpaper have been torn from the walls - some of them still hanging where they were ripped down. Beneath this wallpaper is another layer of paper - bright and whimsical, a child's paper, a girl's.

ASH
What the hell did you do?!

TELLY
You let her draw on it, see? There are drawings. Look!

On some of the exposed paper are drawings of faces, animals - artistic in a child's way. But Ash only sweeps over these, staring aghast at the room which has been rearranged.

TELLY (CONT'D)
She was showing Dane her room. I was here. Her bed was there. Like that. Her desk -- here - with pictures from magazines collaged...

Telly has taped some magazine pages on the torn-away paper over the desk.

ASH
You are fucking insane! Look at this place!

TELLY
Yes. Look at it. Lauren's room. Lauren. She lived here! She's alive in here! Her memory is here!

ASH
Somebody lived here before me! They papered over their kid's room. Christ -- get the hell out of here.

TELLY
No!

ASH
I'm calling the cops.

He starts for the door, and she gets in front of him, more intense.

(CONTINUED)

CONTINUED:

TELLY

Will you try?! Try to remember! We had kids. They were friends. We put them on a plane - to go to camp. We lost them. They died. My Dane. Your Lauren. Over a year ago.

He tries to step around her, but she holds herself in the doorway.

TELLY (CONT'D)

We were there -- you and I -- at those awful funerals. Remember? Everybody remembered then. Something happened -- in the last...weeks or days. They're being forgotten. If you remember her, we can...do something, find out what's going on -- and stop it. Please!

He grabs her shoulders.

ASH

Move, or I'll move you.

But she breaks free from his grip, wild now, rage and terror and tears all mixed.

TELLY

Why can't you remember?! Try! Say her name! Say it! Lauren! I say his name every day. I say it so I can hear it! Say it! So you can hear it! So you can feel the word in your mouth. Lauren! SAY IT! Lauren! SAY IT!!

He steps back as she rages at him, and even pushes him, amazed at her ferocity.

TELLY (CONT'D)

SAY HER NAME!! SAY IT!

ASH

Lauren!

Telly stops still, staring at him, studying his face, his eyes, hoping.

TELLY

Now...look around again. She was here. She lived here. She lived.

Ash looks about, staring, eyes deepening. He looks again at the child's drawings on the wallpaper, troubled.

(CONTINUED)

CONTINUED: (2)

ASH
I need a minute.

TELLY
But you remember. I can see you
remember. I see it in your eyes. You
remember her.

He looks at her. She waits. He looks at the drawings again.

ASH
I need a minute.

And he walks off toward his bedroom. She watches him go. He goes in and closes the door behind him. She turns again to look about Lauren's room shaken, triumphant.

INT. ASH'S BEDROOM - MORNING

He sits on his bed, puts his coffee down, sighs a deep sigh. He picks up the phone. We see him slowly punch the numbers: 9--1--1.

He waits a moment, then suddenly disconnects the call. He hesitates, then hits a speed-dial number. It rings and then we hear the answering voice, a woman's voice, his ex-wife.

EX-WIFE
Hello.

ASH
Hi, it's me.

EX-WIFE
What's wrong?

ASH
Why does something have to be wrong?

EX-WIFE
You've been drinking.

ASH
Jesus. No, can't you tell?

EX-WIFE
Yes. You're nicer when you're drunk.

He sighs.

ASH
Okay. Your point. Listen... Listen,
I've been thinking about...years ago.
(MORE)

(CONTINUED)

CONTINUED:

ASH (CONT'D)
Way back. For a while we talked about
having a kid.

EX-WIFE
You've been thinking about that?

ASH
Yes.

EX-WIFE
Why? Why, Ash? Maybe you think if we'd
had one it would've made a difference,
but I don't think so. Once you got out
of the game, you fell apart, so I'm glad,
I'm really glad we didn't have kids.
They would've seen that. Why are you
saying this? You must be drinking.

ASH
Do you remember...the names we were
kicking around?

EX-WIFE
No. Jesus, no. Do you?

ASH
I'm not sure. I think so.

EX-WIFE
I can't listen to this. Call me when
you're sober.

She hangs up. He lingers with the phone in his hand.

INT. KITCHEN

A few minutes later. She is at the table, waiting for him.
He has washed his face, combed his hair. He sits at the
table with her, avoiding her stare.

TELLY
My husband remembers nothing about Dane.
He had me seeing a psychiatrist. They
both thought, really thought, I had false
memory. I don't think they were making
it up. I think Jim has actually
forgotten. How could he? And why? And
it's not just him. My father...and I
called the school. Remember the school?
How much do you remember?

Now he stares at her. She waits.

(CONTINUED)

CONTINUED:

TELLY (CONT'D)

It's hard. It must be so hard. Just say her name again. Saying her name will...

ASH

Lauren.

She smiles a bit, a shaky, hopeful smile. But the door BUZZER sounds. He rises, walks out into the living room. He buzzes someone in, comes back into the kitchen and stares at her from the doorway. She looks at him, wondering. He says, gently...

ASH (CONT'D)

I called the police.

She didn't expect this. She only stares.

ASH (CONT'D)

You need some help. I never had a kid. And you gotta get some help. Sorry.

He leaves to go to the door. She only stares. We hear the KNOCKING.

INT. APARTMENT BUILDING - HALLWAY - DAY

It's a few minutes later. Two police officers, a man and a woman, have custody of Telly. She is wearing cuffs, and they are walking her away from Ash's apartment. He stands just outside his door, watching them walk her toward the elevators. Telly looks dazed, caved-in on herself.

ASH

One second, okay?

The cops pause. Ash comes to her in the hall, stares at her, sorry and uncomfortable.

ASH (CONT'D)

It's the best thing.

She looks at him and speaks in a small voice, almost a whisper.

TELLY

They say I dreamed it all. Do you think I dreamed it?

Ash nods. She keeps staring, not accepting this, but fragile, confused. The doubt is hammering at her, and she's hanging by the thinnest thread. She opens her mouth to speak again, but...

(CONTINUED)

CONTINUED:

COP
We have to go.

The cops walk her on to the elevators, leaving Ash behind.

INT. ASH'S APARTMENT - DAY

He comes back inside and closes the door, pauses, then leans back on the door, feeling drained, eyes deep. He looks at the door to his office, which is closed now, stares at that door.

EXT. APARTMENT BUILDING - DAY

The police are exiting the building with Telly, moving toward their parked car. Two men walk up to the cops, one of them a Black man in his late forties. This man flashes a federal I.D and badge. He has a calm manner. He is the Agent-in-Charge. There is a younger, Asian man with him.

AGENT-IN-CHARGE
Hi. Carl Dayton, NSA. You have Telly
Paretta in custody?

The cops are surprised and, after looking at the I.D, impressed.

AGENT-IN-CHARGE (CONT'D)
We'll take her from here. Why don't you
call in, check it out with your Captain
Mills. Okay?

The cops look at each other, one heads for the car and the radio. The other stands with Telly - and the Asian Agent gestures toward Telly's cuffs. The Agent-in-Charge nods for assurance, and the cop begins to uncuff Telly.

INT. ASH'S APARTMENT - DAY

Ash is now standing at the closed door to his office. He hesitates, then grips the handle - where the writing can still be seen: "Lauren's Room," and he opens the door.

We see what he sees. He sees his daughter's room, Lauren's room: the posters, the collages, the desk, her clothes. He cries out as if he's been punched. He can't take his eyes off this room, this memory, and now, his eyes lock on HER, on his daughter, LAUREN, a girl of eight or so, standing at the wall, drawing on the wallpaper.

(CONTINUED)

CONTINUED:

This changes to a different memory, different day, Lauren is just rising from her desk, smiling at him, MUSIC in her room is blasting, she's smiling, shouting, "I'll turn it down."

When the music stops, the memories disappear. The room is as it is, torn paper, no trace of the girl. He cries out again, steps inside. It happens again, a RUSH of memory, the room full of her things, she's standing at the closet with a dress on a hanger... "This one? You think? Dad?" And it's all gone again, and he gasps and backs against the wall, hardly breathing, tears in his throat.

EXT. APARTMENT BUILDING - DAY

Ash comes running out of the building, sees the police car just pulling away and hurries to it, shouting...

ASH
Wait! Wait!

The cops hit the brakes, and Ash is shouting as he runs to the car.

ASH (CONT'D)
She's right! Christ! You can't take her! Our kids! Nobody remembers our kids!

He has reached the car and only now sees that the back seat is empty. One of the cops is speaking out the window and gesturing down the street with a nod.

COP
She's in federal custody now.

Ash follows the gesture and sees a car nearly half a block down the street - the two men putting Telly in there and now getting into the car -- and he runs toward them.

EXT. STREET - DAY

The car with the agents is pulling out -- and Ash continues to move toward it, putting his hands out now as he walks straight at the moving car so that they have to brake.

ASH
Let her go. She's okay. Listen...

Both agents are getting out of the car to confront him.

ASH (CONT'D)
You have to let her go!

(CONTINUED)

CONTINUED:

ASIAN AGENT
Mr. Correll, step back.

But Ash runs through them to the back door of the car and reaches for the handle. It's locked. Telly is inside, staring wide-eyed. The Asian agent grabs Ash as he's pulling on the handle and shouting.

ASH
Let her out of there! She's right!

The agent pulls him hard from behind, and Ash turns with an elbow, driving it into the agent's face. The man staggers back and goes down, and the agent-in-charge now takes hold of Ash, trapping his arms behind him. Ash is struggling, and now shouting to Telly

ASH (CONT'D)
I remember! I remember!

Telly doesn't breathe for a moment, hearing him. In the grip of the agent-in-charge, Ash kicks out, breaking a window of the car. A crowd is forming, people frightened, watching. The downed agent rises, and as they struggle with Ash, Telly lunges toward the front seat, hits the key-lock, opening the back door and getting out.

Ash is strong and quick and very violent. One of the agents snaps open a baton and clubs him. The cops who had left the scene are roaring back now, chirping their SIREN. In the melee, Telly is backing up, and now running away.

The Agent-in-charge sees the cops, the crowd, and grabs the younger agent's shoulder. They back off as Ash regains his feet and starts moving away. The Asian agent moves to get him, but the Agent-in-charge shakes his head 'no.' And Ash moves off.

EXT. STREETS - DAY

Telly is hurrying away, restraining herself from running, now and then glancing back, turning a corner. As she hurries on we change our perspective...

EXT. HIGH ANGLE - DAY

We are tracking Telly from above, using that same altered perspective that began the film - there is that hushing sound, almost like wind. We see Telly hurry into a store - and even when she moves into that building, we can still see a sketchy image of her, moving through the store...

INT. STORE - DAY

We intercut between the altered perspective and Telly herself, see her hurry through the store to a back door and exit the building.

EXT. HIGH ANGLE - DAY

We pick up Telly exiting the store into an alley, and we GO CLOSER - almost as if a lens changed - viewing Telly now from only a few feet above her. She hurries down the alley and then stops, leaning on a fence, catching her breath. In a moment, she seems to feel something, and she looks up, looks right at us.

EXT. ALLEY - DAY

Telly is staring upward.

EXT. TELLY'S POV - DAY

She sees a partial cloud layer - and the movement of a smaller cloud beneath the layer, drifting with the wind and the wind SOUND. This small cloud begins to pass in front of the sun.

EXT. ALLEY - DAY

As Telly watches - and the light changes on her face. And then she's moving again, walking away.

INT. BROKERAGE OFFICE - DAY

Telly's husband, Jim, is walking through the brokerage firm where he works in the company of two detectives. ANN POPE is in charge, a woman of about forty, calm, steady and deadpan-wry. She's with a detective BRASHER, 35, small, muscular, efficient. She's his boss. Jim is looking worried and self-conscious, too, as co-workers stare. He wants to get away from the stares.

JIM

We'll use the conference room.

They step inside, but the walls are glass, and the stares still come.

ANN

Why would she make this up -- about a child?

JIM

She's delusional.

(CONTINUED)

CONTINUED:

ANN

But Mr. Ashley Correll said...

She glances at Brasher, who reads from his notes.

BRASHER

Quote: "Nobody remembers our kids."

Jim shakes his head, exasperated.

JIM

Look...I don't know much about Correll --
except he's a drunk.

ANN

Has your wife ever been violent?

JIM

No. Of course not.

ANN

She assaulted your neighbor, Eliot
Marsh...

JIM

She just scared her. She needs help.

BRASHER

Any reason why federal agents are
interested in this?

JIM

You're asking ME that? How would I know?

ANN

Did your wife ever give birth to a child
and give it up for adoption or...

JIM

There was never a child.

EXT. BROOKLYN BRIDGE - DAY

Telly is walking across the bridge. She has brought new clothes and covered her hair, and is not so easily recognizable now. She's not hurrying, her thoughts churning. She's walking down from the bridge to the South Street Seaport.

EXT. SOUTH STREET SEAPORT - DAY

She drifts with the strolling crowd along the wharf, near the tall ships. She sits on a bench and watches the gulls and the people. The depth of her look, the fear and sadness, deepens more as she watches a woman walking with her son, a boy of 10 or so, talking, laughing. Telly stares at them. Then puts her eyes on the harbor -- and remembers.

INT. AIRPORT AREA - DAY - MEMORY

This MEMORY of Telly's is connected to the first memory we saw with her and her son in the airport on his leaving day. They're at that airport window, looking outside to the small twin-engine prop plane that will carry Dane and his friends to their death.

DANE

They're waiting outside!

He hurries to go, and she follows.

EXT. AIRPORT AREA - DAY

There is an outdoor gate that separates the field from a small waiting area. Some kids and parents are clustered near the gate. Dane hurries to his friends -- and we see her, Lauren Correll. We see Telly approaching the group, some of them turn and smile at her. Among the parents is Ash, nodding at Telly and then moving to his daughter to say something. We study Ash from Telly's POV. Then Telly moves her eyes to Dane, who is talking excitedly to Lauren, then she moves her eyes to that waiting plane.

EXT. SEAPORT - DAY

Telly is sitting on the bench, remembering.

INT. BAR - DAY

Ash is in a neighborhood bar, in a booth, rattled, drinking. He checks his watch, looks out the window - then back at his troubled thoughts. We discover A WOMAN sitting at the bar who is glancing at Ash in the large mirror. She's about thirty, watchful but subtle about it -- as if it's her job. We OVERLAP dialogue from the next scene. Jim's nervous voice.

JIM

I only have a minute. Bringing a lot of work home tonight...

INT. DR. MUNCE'S OFFICE - EVENING

Dr. Munce is standing, leaning back against his desk. Jim is pacing, worried -- unraveling.

DR. MUNCE

Won't they understand if you take some time off...

JIM

Because my wife is a fugitive? Jesus. No. When I'm home, I keep staring at the phone, waiting and imagining the worst. Telly can be charged with resisting arrest, even fleeing custody, but it's not just that. Can you imagine the pain she's in, trying to let go of...her imaginary child, her...

DR. MUNCE

This man who helped her...

JIM

Ashley Correll. He was a professional hockey player, the Rangers...

DR. MUNCE

Correll. Didn't Telly say - in her memory - there was a child with the name Correll? She said this girl and Dane went to the same school. She wanted us to call the school...

Munce steps around to his desk, checking his notes.

DR. MUNCE (CONT'D)

Newbridge school. Why that specific school? And why 'Lauren Correll'?

JIM

Well maybe...maybe Corell's name got mixed into her fantasies because she met him, over the years. He lives near us, so... I don't know. I don't know why he helped her. She may have spent the night with him, the cops said. Christ. CHRIST.

DR. MUNCE

You really shouldn't try and work now.

JIM

Have to. I have to. Just... If she calls you... Please.

(CONTINUED)

CONTINUED:

DR. MUNCE

I'll stay in touch with you. Of course.
And you'll call me. They'll find her,
Jim.

Jim nods, takes a breath, waves a thanks and leaves, rattled.
Munce is thoughtful. He looks at his notes again. He opens
a phone book, finds a number and punches it in.

DR. MUNCE (CONT'D)

Hello...I'm Dr. Jack Munce, trying to
locate a patient of mine - and she may
have come to see you. Telly Paretta?
Yes, Paretta. Oh...when did she call?
Yes, I know. She's trying to establish
the existence of someone who may have
been a student or former student of
yours. Two of them, actually. Uh-huh.
Yes. Dane Paretta and Lauren Correll.

(he waits)

I understand. No records. Yes. Did
she say where she was going? Or...? All
right. Thank you.

He hangs up, still thoughtful.

EXT. NEIGHBORHOOD PARK - NIGHT

Ash is moving through the dark park, staying to the deepest
shadows, on the watch for police, heading somewhere. He
reaches the fringe of the playground. He stares at those
empty swings. He looks around. He walks out there and is
about to sit in a swing when he stops. He sees someone
nearby in the shadows, watching him. It's Telly. She comes
to him. He sits in his swing, and she sits in the one beside
him. They sit there a moment.

TELLY

This is the only place I...

ASH

Yeah. I was hoping you'd come here.

TELLY

You talk to anybody?

ASH

I guess we're the only ones who remember.

TELLY

What does it mean?

He shakes his head a moment.

(CONTINUED)

CONTINUED:

ASH

Some...bastards took my little girl away
from me, took her...right out of my mind.

She just watches him silently, then...

TELLY

You used to bring HER here, didn't you.
That's why you come here. So...you never
completely forgot her.

He looks at her, then rises from the swing.

ASH

Come on.

He offers a hand. She takes it as she dismounts the swing.
A wind suddenly kicks up in the dark park, making them
squint, ruffling their hair. We hear the RUSH of the wind as
they walk together across the park, moving toward his
building, and we cut to...

EXT. HIGH ANGLE - NIGHT

We are now watching Telly and Ash from the altered
perspective somewhere above them, tracking them across the
street as the SOUND of the wind becomes a stronger, unbroken
HISS.

EXT. ASH'S APARTMENT BUILDING - NIGHT

As they approach the building.

TELLY

Won't they be watching your place?

ASH

A 'stake out'? I don't think they waste
a stake out on people like us. We'll just
be careful, quiet. I've got some cash in
there. I want to grab some clothes.

They move on to the building's door as Ash pulls out his key.

INT. ASH'S APARTMENT - NIGHT

As Ash and Telly enter the dark apartment. Ash crosses to
the window and lowers the blinds. He snaps on a lamp. They
look about -- and both stop, staring at the same thing. They
walk to the door of the office. The words: "Lauren's Room"
are no longer written on the door, no trace of them.

(CONTINUED)

CONTINUED:

They stare, chilled. Ash turns the door handle and pushes it open, snaps on the light as they step in.

INT. OFFICE - NIGHT

Their breath halts. The room is as it was before Telly ever touched it: the wallpaper intact, the magazine pages gone, the furniture in its original place. There is not a mark, a scratch, a trace of any of the changes. No evidence of a little girl. They are shaken.

TELLY

Who...could do this?

ASH

They were here. They were right here!

The PHONE begins to RING. They stare at each other, afraid. They let it ring out. His answering machine comes on. No message is left. They are spooked. Ash begins grabbing some clothes, cash, his kit from the bathroom, as Telly drifts to the living room window and stares out there - and then at the night sky.

TELLY

Have you felt anybody...watching?

ASH

What d'you mean?

TELLY

People are taken -- we hear that.

ASH

What are you talking about?

She turns from the window, and he stops his gathering to stare at her. She is self-conscious about this.

TELLY

Abduction.

ASH

Wait a minute...

TELLY

Tell me I'm cra...

ASH

You're freaking out. You're having a National Enquirer moment. All right? Jesus!

(CONTINUED)

CONTINUED:

TELLY

All right. I...

ASH

This is somebody with a plan -- some PEOPLE. No bullshit. No craziness. All right?! Christ. Let's go. We'll get someplace where we can stop and think and...make a plan.

He moves to the door and snaps out the light, and Telly takes one more look out into the night sky.

INT. PARKING GARAGE - NIGHT

We're in the parking area beneath the apartment building. Ash and Telly walk through the dimness to Ash's car.

TELLY

They could be watching the car.

They reach the car and Ash unlocks it, puts his gear inside, nodding.

ASH

Yeah. There could be a bomb in it, too.

He gets in and closes the door. She hesitates, thinking of what he said. He looks at her before he turns the key.

ASH (CONT'D)

Go ahead. Stand back.

She hesitates a moment more, then frowns and opens the door and gets in beside him. He turns on the ignition. The car starts. No bomb. They drive away.

EXT. CITY STREETS - NIGHT

Telly and Ash are driving along a wide boulevard, and Ash keeps glancing at the rear-view mirror.

TELLY

What? Police?

ASH

No. I don't know. Maybe nothing. But I've made two turns, and it's still...

She turns, but all she sees are headlights, following them at a steady pace. Ash suddenly floors it and weaves around the cars ahead of him, speeding as Telly grimaces in fear.

(CONTINUED)

CONTINUED:

TELLY

God! Don't!

He weaves far over into the incoming lane to do it, but passes the traffic and screeches into a turn down a side street.

TELLY (CONT'D)

That's crazy! Crazy. What do you think you're doing?!

But both of them are watching behind.

ASH

I got it handled. It's a lot like hockey.

They see the car that was behind them on the boulevard, speed into that same turn, screeching and truly following them.

TELLY

My God.

Ash nods, looking grim, angry.

ASH

Okay. Okay. People. Just people.

He slows, and Telly watches him, surprised, wondering. The car gains on them. He slows more. The car slows also, staying about 10 lengths behind. Ash comes to a stop -- in the middle of this nearly deserted street. The car following also stops. The tension causes Telly to speak in a whisper.

TELLY

What are you doing?

Ash is watching that car in the rearview mirror, staring, grim.

ASH

Hold on.

He slips the car in reverse -- then floors it, ROARING backwards. Telly screams out:

TELLY

What are you...!

He bares his teeth and keeps going as the car behind them tries to swerve out of the way, but Ash's car CRASHES into the right rear door and fender, smashing metal and glass and causing the airbags to explode.

(CONTINUED)

CONTINUED: (2)

We see -- in the damaged car -- the shaken driver (the Asian agent from earlier) and his passenger (the woman who was watching Ash in the bar.

Ash and Telly watch through their back window, Telly wide-eyed and Ash grimly smiling, as the two agents begin getting out of their car, shaken, stunned -- and then Ash ROARS away.

The woman agent looks at the twisted fender and wheel of their car and then at the Asian man -- and then the two of them watch Ash's car speeding away, helpless to follow.

INT. ASH'S CAR - NIGHT

Ash sees Telly's shocked eyes on him as he speeds along.

ASH
Don't you hate them -- whoever they are?
Don't you fucking hate them?!

He drives on.

EXT. HOTEL - NIGHT

This is a large cheap hotel in a run-down area of the city. The parking is beneath the building, and we see Ash's car drive down there.

INT. HOTEL PARKING - NIGHT

Ash and Telly have exited the car and are looking at the mashed bumper and trunk.

TELLY
This is good. This is low profile.

He frowns and walks toward the elevator.

INT. HOTEL LOBBY - NIGHT

Ash and Telly approach the desk. She puts a credit card on the counter in front of the CLERK.

TELLY
Two rooms.

But Ash takes her card off the counter.

ASH
One room, two beds. How much?

CLERK
It's seventy-eight plus tax.

(CONTINUED)

CONTINUED:

The clerk puts a form in front of them and steps away to get a key. Ash fills out the form.

ASH

He runs the card, and they've got us.
Don't you watch TV?

TELLY

I read.

ASH

Goddamn snob.

TELLY

No. Goddamn editor. Why are you pissed
off at me?

ASH

Because there's nobody else around.

Ash is putting cash on the counter as the Clerk places the key there. Telly takes the key.

ASH (CONT'D)

Go on up. I'll be there in a minute.

INT. HOTEL ROOM - NIGHT

Telly is in the room alone. She has picked her bed. She now pushes it, separating the beds as much as possible. She lies down on it, dressed, the light still on. Then she rises and plumps the pillow of her bed, plumps the one from the other bed. Chooses the best pillow and gives Ash the other. She lies down again. He enters, carrying a full plastic ice bucket and a bag. From the bag he pulls a bottle of bourbon. He wipes out a glass. Opens his bottle.

TELLY

I wish you wouldn't do that.

He pays no attention.

TELLY (CONT'D)

We were going to think.

ASH

You first.

He downs his drink, pours another. She frowns, snaps out the light near the beds. There is just one weak lamp shining on the flimsy table where Ash sits. She begins taking off her clothes in the near dark. He is facing away from her, but can see her in the mirror. She stops.

(CONTINUED)

CONTINUED:

TELLY

Just don't stare at me.

He swivels to face the window.

ASH

It's all right. I'm not in the mood.

She puts her clothes on a chair, slips into bed in her underwear, weary. He is staring out the window, softening a bit.

ASH (CONT'D)

I'm not pissed off at you. Okay? I just... Somebody did this to me. Somebody erased my little girl.

TELLY

They tried.

ASH

And I want to strangle them.

He finishes the drink, pours another, staring at it.

ASH (CONT'D)

You held out. I didn't. How did you hold out?

TELLY

I don't know. Does that bother you?

It does. He lets it go for now.

ASH

I figure the bastards that did this...they have a secret, right? They're doing something...mind control...I don't know...to hide something. So...maybe THEY killed our kids. Maybe it wasn't a crash, an accident. They never found the plane.

TELLY

But we all accepted it. Their secret was safe. I don't understand. Why go after our memories?

He shakes his head, drinks the drink. It's beginning to get to him, finally.

ASH

I don't think I can think anymore.

(CONTINUED)

CONTINUED: (2)

TELLY

Me neither. I'm exhausted. But I can't sleep.

ASH

I could help.

TELLY

(suspicious)

How?

ASH

I could talk about hockey.

She gets the smallest smile there in the near dark and turns on her side, getting comfortable, closing her eyes. In a moment...

ASH (CONT'D)

I was with the Rangers for four seasons. My last team. Came here from Chicago. The Blackhawks. Before that...what's the difference. I was usually right wing. You know what right wing is? I had my best season in 1990. North American All Stars. They called me 'bullet train'.

She is drifting off.

ASH (CONT'D)

Want to hear my career stats? I happen to remember. I just happen to remember all that shit.

He downs more bourbon, stares out the window. Telly sleeps.

DISSOLVE TO:

EXT. CITYSCAPE - MORNING

Brooklyn just after dawn - and panning to the run-down area, the cheap hotel. We hear Telly's voice, just above a whisper...

TELLY

Dane.

INT. HOTEL ROOM - MORNING

Ash is in one of his deep, drunken sleeps. Telly is in bed but awake, staring through the ceiling at her memories.

(CONTINUED)

CONTINUED:

We HEAR, in her memory, the excited tangle of children's voices, and then we hear adult voices saying, "Bye. Have fun. Bye. Call me. I love you." And we cut into this memory.

EXT. AIRPORT AREA - DAY

The children are being walked across the field toward the waiting plane by a camp counselor of 18 or so and a staff member of this small airline. The kids are waving at their parents who stand on the other side of the outdoor gate.

Telly is among the parents and so is Ash -- and on the field, walking and waving are Dane and Lauren and the others -- and we come in CLOSE on Dane - and intercut him with his mother - each of them waving. The SOUNDS have cut out now - only a wind sound as we watch Dane, who is eager to be aboard, and Telly a bit sad to see him go. Dane has reached the stairway. He turns for one more wave. Telly waves, and her eyes fill, but she smiles. Dane walks up the stairs and enters the plane. Telly has her last glimpse of her son.

INT. HOTEL ROOM - MORNING

Telly suddenly rises up on her elbows, full of an idea. She looks over at the other bed and calls out.

TELLY

Ash!

She gets out of bed and hurriedly dresses.

TELLY (CONT'D)

Ash! Wake up!

She is pressing Ash's shoulder, and now pushing him.

TELLY (CONT'D)

Ash. Ash! Please wake up. WAKE UP!

He stirs, groans, turns over, but doesn't wake.

TELLY (CONT'D)

Listen to me! I have an idea! Listen!
Shit...

She walks away, frustrated, buttoning her last buttons. She sees his bottle of bourbon on the table, empty, and she frowns, but beside it is the glass and the plastic ice bucket, the outside of the bucket still sweaty, the water inside still cold. She picks it up, looks at him -- and decides. She walks close to his bed, and pours the ice water on his face.

(CONTINUED)

CONTINUED:

He wakes up sputtering and swearing, raging, and he pushes at her, and she swats his hand away, shouting at him. He cocks a fist. Both of them are shouting at once. These speeches are simultaneous. He shoves her toward the door as...

ASH

GODDAMNIT!! You stupid crazy
muther...What the hell are you doing?!
Why don't you leave me alone?! Get the
hell out of my life, you crazy freak,
before I hurt you!

TELLY

Stop! Goddamn you, just listen! Listen,
you stupid jock drunk! Shut up and
LISTEN!!

As their shouting ends, we hear BANGING on the walls and the outcries of several neighbors. They remain staring at each other, eyes hot. He suddenly opens the door and begins to push her out. She grabs the door jam and shouts...

TELLY (CONT'D)

They're alive!

He stops.

TELLY (CONT'D)

If the children were dead, they'd leave
it at that. Dead! We all believe their
dead. So why erase them? Why forget
them? I think they're alive. I feel him
ALIVE. That's why I couldn't let go of
him. They're alive.

He lets go of her.

TELLY (CONT'D)

Do you feel her alive out there?

ASH

I don't know. Yes.

TELLY

Don't hit me or push me anymore.

ASH

Don't throw anything at me.

TELLY

No more bumper cars on the street.

(CONTINUED)

CONTINUED: (2)

ASH

Don't ever wake me up like that.

They remain staring at each other. Then they notice several people who have come into the hall to stare at them. And Ash slams the door, and on that slam - we cut to...

EXT. GAS STATION - DAY

Ash has pulled the car beside a pump and is just opening the door. Telly is getting out on her side and coming around to talk to him while he fills the car.

TELLY

He leaves for lunch about 12:15.

ASH

We need to get him alone. What's he like?

TELLY

We had problems -- but he loved Dane.

ASH

Well...you made ME remember. Why not him? You're good at it.

TELLY

Then there'll be three of us, and they have to believe...

ASH

Tell Jim.... Make him say the name. Like you made me say Lauren. That was good.

He is looking at her with appreciation and with some depth. She nods, but then catches her breath - and Ash follows her look. A police car has pulled into the station.

Ash stops his pump and is replacing it.

ASH (CONT'D)

Maybe they just need gas.

TELLY

They're looking...

She moves around to her side and gets in the car as Ash enters, too.

INT. ASH'S CAR - DAY

He starts the car. They check the mirrors and see that one cop has exited his car, and is now walking toward them. Ash begins to pull forward slowly. The cop SHOUTS and now runs toward them, and Ash floors it, and tires SQUEAL, and they are speeding between the lanes of gas pumps -- but someone is there, someone on foot, standing in the way.

EXT. GAS STATION - DAY

A man walks TOWARD Ash's oncoming car. This is the FRIENDLY MAN that Telly saw in the parked car outside her home. He raises his hands in the same gesture Ash used to stop the car of the feds when they had Telly. He seems calm.

INT. ASH'S CAR - DAY

Telly shouts and Ash slams on the brakes, stopping just short of the man, and then roaring back in reverse.

EXT. GAS STATION - DAY

An SUV is just pulling into the pump lane, and the driver panics, seeing Ash hurtling toward him in reverse. The SUV also reverses, and SLAMS into the front of the police car, with metal crunching and the wreck blocking Ash's retreat.

The cop is running toward Ash's car, and Ash roars forward again, moving toward that Friendly Man, leaning on the HORN, both he and Telly shouting and praying that he gets out of their way.

INT. ASH'S CAR - DAY

Telly SCREAMS into the sound of the blaring HORN as the Friendly Man just stands there in front of them. At the last second, Ash tries to veer around him - and the man side-steps, but is still CLIPPED by the car and thrown hard against one of the gas pumps - and Ash continues speeding away, both of them turning horrified glances back toward the downed man.

INT. POLICE HEADQUARTERS - DAY

Brasher is walking quickly to Ann Pope's desk, saying...

BRASHER

Paretta and Correll just caused a wreck at a gas station on Wentworth near Campbell - officer at the scene, line two.

(CONTINUED)

CONTINUED:

ANN POPE

You take it. We ever get Correll's number? His cell phone?

BRASHER

Kelly just put it on my on my desk.

They trade desks. Pope hesitates, looking at the unholy mess on Brasher's desk top. She gives him a look. He shrugs, picking up her phone. She searches, then dives toward a sheet of paper, grabs Brasher's phone.

INT. ASH'S CAR - DAY

They drive through the city, badly shaken. The car phone RINGS, and Telly stares at it.

ASH

Don't answer it.

It RINGS again and Telly picks it up, shaky.

TELLY

Hello?

ANN POPE

Hello, Telly, this is detective Ann Pope.

Telly takes that in, then...

TELLY

We're just trying to find our children.

ASH

Hang up.

ANN POPE

Yes, I know.

TELLY

You know?

ANN POPE

I know your case.

ASH

Hang up!

ANN POPE

Is that Ashley Correll?

Now Ash shouts toward the phone.

(CONTINUED)

CONTINUED:

ASH

They took our kids! They took all the evidence of our kids!

TELLY

And all the memory. It's true. We didn't want to hurt anybody. There was a man...he wouldn't get out of the way of our car...

ANN POPE

The three of us need to be together, talking this out. I'll make sure you're safe, and we'll check on these children.

TELLY

Dane Paretta. Lauren Correll. Please.

Telly turns off the phone. She and Ash stare.

INT. BROKERAGE OFFICE - DAY

Jim is just leaving his office for lunch. He looks more calm now.

EXT. DOWNTOWN STREET - DAY

Telly and Ash are parked near the tall downtown buildings, watching the parking exit for one of them. They wait. Jim drives out of there.

TELLY

That's him.

Ash follows.

INT. RESTAURANT - BAR - DAY

This is a large, upscale place, busy. We find Telly and Ash together at a corner of the crowded bar where they can see into the large dining room.

THEIR POV

Seated in the dining room is Jim. He's been served a glass of water, bread. He's waiting for someone.

ON TELLY, ASH

Watching Jim.

ASH

Table for two.

(CONTINUED)

CONTINUED:

TELLY

He looks...so happy.

Jim does look cheery, talking to a passing waiter. Watching him, Telly's look is deep. Jim checks his watch - then rises. They watch as he heads for the hallway where the restrooms are. Telly takes a long breath and begins to follow - Ash, too, but she turns to him.

TELLY (CONT'D)

Let me start this alone - just me and him. A couple of minutes alone.

Ash nods. Their looks linger a moment on each other. She walks away.

INT. HALLWAY

A few minutes later. The door to the men's room opens, Jim emerges. Telly is in the hallway. As he comes closer, eyes on his thoughts, she touches his arm. He turns to her. Her voice is soft, there are tears in it as she stares at him.

TELLY

Hey, Jim. How are things?

He stares intently at her, half smiling. He shrugs.

JIM

I'm sorry. You've got me. I...

He doesn't know her. She is shocked....and shaken to her core. She can't speak for a moment. Then...

TELLY

You...forgot me?

JIM

Well, I'm sorry, but...me and faces. I just...

She takes this in, hardly able to go on, chilled by this, and gutted. After a moment...

TELLY

I know your wife...very well.

JIM

Oh. Got it. Wrong Jim. Who do you think I am?

TELLY

Jim Paretta.

(CONTINUED)

CONTINUED:

JIM

Whoa. That's me, but I'm not married.
Excuse me, I...

He starts to leave, and she holds his arm, controlling her tears.

TELLY

Please. Just...don't leave yet.

JIM

You know, you're scaring me. You know everything. You know my name, but...

She drops her hand.

TELLY

Don't be scared. My name...is Telly.

And she reaches a hand out slowly for him to shake. Her eyes are full. He gives her a smile, being nice, and shakes her hand.

INT. BAR - DAY

Ash has finished his drink, and the bartender is serving him a fresh one, but he hardly notices, keeping his eyes on Jim's table and going still with surprise now to see who is being led there by the hostess. Jim's lunch partner is the woman federal agent, the one who Ash and Telly saw in the car that was following them, the car that Ash broadsided.

Ash glances toward the hallway where Telly went, then back at the table. We see his anger as he stares at the agent. He puts money on the bar and walks into the restaurant area, heading for Jim's table.

INT. RESTAURANT - DAY

Ash walks up to the table and sits. The woman agent is surprised, but handles it. Her name is Agent FRANKS.

ASH

Remember me?

AGENT FRANKS

Excuse me?

ASH

Last night. Passenger side door. You're going to need some body work.

(CONTINUED)

CONTINUED:

AGENT FRANKS

I don't know who you are, and I'd like you to leave.

ASH

I'm Ash Correll, average guy, former Ranger, ex-husband, proud father. Want to see a picture of my little girl? Oh...that's right...it's gone. Waiter!

A waiter stops.

ASH (CONT'D)

A cosmopolitan and your best Scotch, neat.

(to Agent Franks)

Just guessing on the cosmo.

The waiter is walking away. Agent Franks is staring hard. Ash's anger is just below the surface.

INT. HALLWAY - DAY

Telly and Jim are deeper into their conversation.

TELLY

It was July fourth, 1984, at a party in Park Slope. It was a rooftop party -- to watch the fireworks. Do you remember that party? You had a beard then.

JIM

You have a great Memory.

TELLY

Yes. I do. Thank you.

JIM

But I really have to go.

TELLY

An hour and a half for lunch.

JIM

(surprised)

You do know everything.

She nods.

TELLY

Well...I know Dane Paretta. Lauren Correll. And Ashley Correll.

(MORE)

(CONTINUED)

CONTINUED:

TELLY (CONT'D)
HE remembers, too. All of it. Can you
say that name -- Dane? Will you say it?

Jim shrugs, smiling a bit.

JIM
Now you lost me.

Telly's words are deep, eyes full.

TELLY
Yes. I know.

He walks off.

INT. RESTAURANT - DAY

Agent Franks is taking a cell phone from her purse.

AGENT FRANKS
You better leave now.

ASH
(leans closer)
Or what? What? You're not the cops.
You're not the goddamn cops. Who the
hell are you?

She begins punching in a number.

ASH (CONT'D)
Who would take someone's child? Who
would take someone's memory?

She's about to speak into the phone when he slaps it out of
her hand, and it goes skidding along the restaurant floor.
People are staring.

ASH (CONT'D)
Who?!

Agent Franks stands -- and so does Ash. Jim is now heading
for the table, troubled to see what's happening there. Telly
is a few steps behind.

JIM
What the hell's going on?

A waiter and manager are converging. Ash looks from Jim to
Telly. She shakes her head - no.

AGENT FRANKS
This man is bothering me. I don't know
him.

(CONTINUED)

CONTINUED:

TELLY

We have to go. Ash!

Ash throws Agent Franks an angry look, then stares down the men converging and walks away with Telly. Agent Franks and Jim watch them go.

JIM

Who the hell ARE those two?

AGENT FRANKS

This city -- It's crazier every day.

EXT. STREETS - DAY

Ash and Telly are walking to their car, glancing around. Ash sees something.

ASH

Shit.

Telly follows his look. The agent-in-charge, Carl Dayton, and a YOUNGER AGENT are just pulling up in front of the restaurant, double parking and hurrying toward the place. As they are about to go in, Carl looks about -- and sees Ash and Telly across the street.

INT. ASH'S CAR - DAY

As Telly and Ash enter.

TELLY

They see us!

Ash is starting the car and screeching away. Telly snaps her head back to watch the men race back to their car.

EXT. STREETS - DAY

Ash speeds and cuts a corner in a turn, rolling over the curbs and the sidewalk, fishtailing into the turn.

Once on this side-street, he roars into an alley.

EXT. ALLEY - DAY

Ash is SPEEDING down this narrow alley as they both cringe and pray - scattering trash as they near the alley's end. He brakes for the turn onto the street.

ASH

You see them?!

(CONTINUED)

CONTINUED:

TELLY

No.

EXT. STREETS - DAY

They drive a moment. It looks clear. Telly settles back in her seat, but then they see a police car coming toward them, lights flashing - and they hold their breath, but it passes.

ASH

We better get out of the city - at least for a while.

He glances at her.

ASH (CONT'D)

Jim, did he...?

TELLY

He didn't even know me. Didn't know me at all.

Telly, still shaken by her time with Jim, takes out her phone and punches in a number as Ash watches, wondering. In a moment...

TELLY (CONT'D)

(to phone)

Dr. Munce...it's Telly Paretta. If you're not part of all this, then help us. When you get this message, call my husband. Ask him about me.

She ends the call, stares out the window. They drive on.

EXT. STREETS - DAY

Ash's car moves through the downtown area. As it goes by, we linger on the crowd at a crosswalk, waiting for the light. One face has turned to watch the progress of Ash's car. The light changes, and all the people walk, except the one, the Friendly Man. He looks untouched by his accident at the gas station, relaxed, watching Ash's car until it is out of sight.

EXT. GAS STATION - DAY

Ann Pope and Brasher are at the scene of the gas station wreck caused earlier by Telly and Ash and the Friendly Man. Ann is questioning a witness who works at the gas station.

(CONTINUED)

CONTINUED:

GAS STATION MAN

I swear to God -- they hit the guy, and he gets right up! I mean I didn't just see it. I heard it -- Bang! He bounces off a gas pump, and he gets right up.

Brasher walks over to Ann.

BRASHER

Feds want to talk to you.

Ann is surprised. Brasher nods. She turns to the gas station man.

ANN POPE

Wait right here -- all right?

He nods. Ann and Brasher walk across the station area to where two federal agents are waiting. One is the Agent-in-charge, the other is the YOUNG AGENT we saw outside the restaurant.

AGENT-IN-CHARGE

Detective Pope, I'm Carl Dayton, NSA.

ANN POPE

What's your interest in this?

He's relaxed, polite.

AGENT-IN-CHARGE

I'm not at liberty to say.

He is taking a business card out of a holder, handing it to her.

AGENT-IN-CHARGE (CONT'D)

We can take it from here, and any information that comes your way on Paretta or Correll -- just give me a call at any time, day or night.

ANN POPE

Carl...I'm conducting an investigation here. Do you mind?

AGENT-IN-CHARGE

If you mean Thomas Hedak over there, and his story about an injury...he's not reliable.

(CONTINUED)

CONTINUED: (2)

YOUNG AGENT

In and out of mental institutions. We pulled a sheet on him.

ANN POPE

You did? Well, you've been busy beavers. So far my Bonny and Clyde have been breaking only the laws of the city of New York, and I'm the city of New York, and I'm on it. What do you know about the children that my Bonny and Clyde claim they're trying to find?

AGENT-IN-CHARGE

We know nothing about any children.

ANN POPE

Well if you find out - you can give me a call at any time, day or night. Excuse me.

There's a momentary staring contest. Ann does not give way.

AGENT-IN-CHARGE

Well, I'm sorry you're taking this attitude. We just want cooperation, detective. I'm sure we'll be seeing each other again.

The feds walk away. Without looking at him, Ann hands Brasher the agent's card.

ANN POPE

Check out the G-man, Brasher. And bring me my unreliable witness.

Brasher nods, pockets the card, starts to walk off, stops, stares around. He looks into the small gas station office, looks around again. Ann is watching this.

ANN POPE (CONT'D)

Where the hell is he?

They see the feds driving off - with no one else in the car. Brasher looks around again and turns to her, wondering.

EXT. COUNTRY HIGHWAY - EVENING

Telly and Ash are driving along beside a forest, moving away from the city, turning now onto a rural road -- more sky, more space, more room to breathe. They drive on, Telly looking out her side window at the forest.

EXT. FOREST - TELLY'S POV

We see that the forest is windblown. Telly lets her window down a bit, and we HEAR the powerful WIND, the HISSING SOUND. It blows her hair. She closes her eyes, feeling the cooling gusts of air.

EXT. HIGH ANGLE - EVENING

We are staring down on the forest, gliding OVER the forest with the altered perspective and a RUSHING SOUND that is wind and beyond wind. We come to a road and follow. We come to Ash and Telly's car, and we stay with it, hanging above it, staring down, staying with it just fifty feet above, tracking.

INT. POLICE HEADQUARTERS - NIGHT

The detective, Ann Pope, is on her feet, gathering things from her desk, hefting her purse, weary, Brasher hangs up his phone and walks to her, sits on her desk.

BRASHER

Finally going home?

ANN

Yeah. If I can find the place. What've you got?

BRASHER

Carl Dayton. He is NSA, but it's tagged. He's got special clearance, a unit WITHIN the NSA. These people are down deep.

ANN POPE

Doing what?

BRASHER

I'd say 'God only knows,' but I don't think He's in the loop.

(looks off)

Somebody for you?

They see a uniformed cop directing someone toward Ann -- it's Dr. Munce.

DR. MUNCE

Excuse me...are you...?

She speaks as she walks, and he walks beside her.

(CONTINUED)

CONTINUED:

ANN POPE

I'm gone. I left. I'm in my car. I'm almost home.

DR. MUNCE

I'm sorry. They kept referring me to the next person and the... I know it's late. But are you in charge of the manhunt...for Telly Paretta?

She walks on, sending a wave back to Brasher without turning.

ANN

Personhunt. Yes. That'd be me. And you are?

DR. MUNCE

Sorry, Jack Munce. I'm her psychiatrist. She left me a message tonight.

Ann stops.

ANN POPE

What did she say?

DR. MUNCE

She believes she's out there trying to find information about her deceased son...

ANN

I know. And there's no record of a son. What did she say?

DR. MUNCE

She said, "If you're not part of this, help us." And she asked me to call her husband.

ANN POPE

Did she say where she was or leave a number?

DR. MUNCE

No.

ANN POPE

Did you call her husband?

DR. MUNCE

I've been trying. I can't reach him. He seems to be missing.

(CONTINUED)

CONTINUED: (2)

ANN POPE

We'll check it out. Is Telly Paretta delusional?

DR. MUNCE

I used to think so.

ANN

And now?

DR. MUNCE

I don't know. I'd like to help. If she contacts you, if you find her... I'd like to be there... for her.

She sighs, sizing him up.

ANN

They were spotted at a convenience store, heading out of town, west into the country. Maybe driving all the way to California.

DR. MUNCE

No. No, she believes what ever she's looking for is here...

ANN

Right. So they'll hide out. So the local police are checking all the inns and motels near I-80, and I'll join them in the morning. Want a wake-up call?

He stares, nods.

EXT. COTTAGES - NIGHT

A row of rental cottages in the country, nothing fancy but charming, well-kept. The lights are on in one as we move in...

INT. COTTAGE - NIGHT

Telly is in the cottage. It has a rustic decor. A small kitchen. Two beds. Fireplace. She stands at a panelled wall, writing with a magic marker, writing names. She has written the names of each of the four children who were on that plane, written them large on the panelling. Above the list, she has written: "For Ann Pope, NYPD." And below the list, she is writing a note. We don't see the words.

(CONTINUED)

CONTINUED:

As she writes, the phone RINGS, and she jumps. She hurries to it, then stands over it, wondering. It keep ringing. She grabs it.

TELLY

Hello?

No one answers.

TELLY (CONT'D)

Hello!

There is no answer, and she hangs up, frightened, and at that moment, Ash comes through the door from the outside, carrying several bags and startling her.

Ash puts the bags down, catching sight of the writing on the wall. He moves close to that wall, and she joins him. They stare at the names.

TELLY (CONT'D)

Do you remember the counselor's name?

He tries. He shakes his head. He comes very close to Lauren's name, stares a moment, then walks away. He moves to the bags and begins taking out the food he's bought -- and then brings out a bottle of bourbon. He opens it, finds a glass while Telly watches him -- and he KNOWS she's watching him. He pours and speaks without looking at her.

ASH

You could've rented your own cottage so you wouldn't have to watch.

TELLY

Maybe I should have. I didn't want to be alone.

He looks at her now, drinks half a glass, shuddering a bit with the bite of it. Her cell phone RINGS, startling them both. She hurries to her purse, pulls the phone out.

ASH

Wait!

She stops, looking at him, the phone RINGS on.

ASH (CONT'D)

I think they can trace that.

She stares at the phone, then picks it up quickly and pulls it apart, disconnecting the battery, putting down the pieces.

(CONTINUED)

CONTINUED: (2)

In a moment he walks back to that wall, carrying the bourbon and his glass. He stands in front of Lauren's name. He drinks and fills the glass.

ASH (CONT'D)

When I called my ex-wife, she said she was glad we never had any kids. She said...if we had kids they would have seen their father fall apart.

He taps Lauren's name with his glass.

ASH (CONT'D)

She did. She saw that.

TELLY

She loved you.

ASH

Downhill. Off the ice and downhill.

TELLY

She was very proud of you.

ASH

Shit.

TELLY

Don't trash it. Don't trash the way she felt about you. She would talk about you, everything you did together, every joke you told her, she told us. Why would you want to trash that?

ASH

I let go of her! They pulled her right out of me. How could I let...

TELLY

You couldn't help it. What are you going to do -- cry about it? Crawl into that bottle and cry about it? THAT'S falling apart. Go ahead!

ASH

Go to hell.

He walks away into the kitchen. She sighs, rattled. She sits on one of the beds, letting her voice carry into the kitchen.

TELLY

Ash. Ash...I need you to stay clear. Please. I have my house key.

(MORE)

(CONTINUED)

CONTINUED: (3)

TELLY (CONT'D)

Tomorrow night we can go back there. We can try again with Jim, when he's alone, with both of us trying. All right? If it doesn't work, we can find the other parents. Somebody will... Ash?

She hears a CRASH of glass in the kitchen and hurries in.

INT. KITCHEN - NIGHT

He is staring into the sink where he has dropped and shattered the glass. The bottle is standing on the counter. He looks at it, tips it. It falls slowly - and clatters into the sink, the bourbon gurgling away.

He keeps staring at the sink, but knows she's watching him, and he doesn't turn around.

ASH

She was...three, I guess, and we were at the lakeshore. Chicago. There were rocks, and she fell, hit her head. My wife was screaming, little girl bleeding. I scooped her up and ran to a life guard station. I ran so fast. It was something I could do. I could run like hell. She needed me, and I knew what to do and did it. It was scary, but it was clear.

(pause)

It all stopped being clear.

She comes close beside him.

TELLY

Tell me what you need. I'd say that to Dane. I said it too many times. Jim and I were splitting up, and I treated my son like an egg shell. He finally got ahold of a word he loved. Tell me what you need. Solitude, Mom.

She smiles sadly, then.

TELLY (CONT'D)

It's never clear.

He upends the bottle into the drain so the last of the booze empties out.

TELLY (CONT'D)

She's alive somewhere, and she loves you.

He remains there at the sink. She comes closer to him and slowly puts her arms around him, hugging him from behind.

(CONTINUED)

CONTINUED:

She holds him. He is staring into the sink and beyond into his thoughts. In a moment he raises one hand and covers her hand.

DISSOLVE TO:

EXT. COTTAGES - NIGHT

It's late at night, no lights on in any of the cottages.

INT. COTTAGE - NIGHT

A log has burned down in the fireplace. In the faint glow and in the moonlight we see the wall of names and notice that Telly has put more writing there. Panning we see the dishes from a dinner and now the beds, Telly and Ash each in their own beds, but Ash is not asleep. The night is country dark and country quiet, except for some wind, and then...a sound outside. Ash stops breathing to listen. He's dressed, just lying on the still-made bed. Another sound, faint, but there -- someone outside?

He sits up, then rises quietly. He moves through the moonlit cottage. In a stand near the fireplace is a long, hefty poker. He picks it up. He walks quietly to the back door, throwing one glance back at Telly, who is still asleep.

EXT. COTTAGE - NIGHT

Ash exits the back of the cottage slowly and quietly and pauses outside, hears nothing. He begins to make a circle around the place, moving as silently as he can. He stops. He sees the dark form of a car parked beyond a screen of trees, and he stares - then moves on.

EXT. STAND OF TREES - NIGHT

Ash moves, stops at a sound, moves again -- sees motion just ahead in the darkness and stops and angles his view through the branches until... There is a man standing in the cover of the trees, not far from the car, keeping an eye on the cottage. The moonlight shows us he is the young agent who was with Carl Dayton at the gas station.

Ash grips the poker and moves as carefully as he can. The sound of the wind covers his steps. He is coming up behind the young man. The man is raising a night-vision scope to study the cottage. Ash makes that final step and draws back and swings the poker in a blow that he hopes is enough and not too much. The young man is clubbed in the head and cries out and goes down on elbows and knees, holding his head, then tips over and lies on the ground, now and then moaning. Ash stares at him a moment, shaken, and then turns to the man's car.

(CONTINUED)

CONTINUED:

Ash sees nothing in the car, hurriedly pops the trunk. There is only a briefcase in there. It's locked. He puts it on the ground and smashes it with the poker, and it springs open. Inside is an NSA photo I.D. of the young man, two MACE-type chemical sprays, gloves and nothing else. He pockets the I.D. and moves back to the man, begins to lift him.

INT. COTTAGE - NIGHT

It's later and the lights are on now, the shades pulled down. The young agent is seated in a chair and Telly is applying a plastic bag full of ice to his head-wound while Ash is tying his wrists and his ankles to the chair with electrical cord. There is blood on the man's head and where it has run down his neck to his shirt. He is coming clear now. His name is "A. PETALIS".

PETALIS

Ow. Shit.

He moans again. Telly and Ash look at each other. Ash has finished tying. He holds up the man's I.D.

ASH

"A. Petalis". What's the A for?

PETALIS

What?

Ash slaps him. This makes Telly gasp.

TELLY

You don't have to do that.

ASH

What? This?

He slaps the man again, harder.

TELLY

Don't!

PETALIS

Al. Al Petalis. Jesus! You don't want this kind of trouble. So just drop it right now. Right now. You don't know what you're doing. Tell him to stop, Ms Paretta. He's making it worse. Tell him to stop before this goes any farther. Tell him!

TELLY

We just want our children.

(CONTINUED)

CONTINUED:

PETALIS

There ARE no children. Forget the children. Now make him stop this.

Telly and Ash stand still, staring at the man. Then Telly comes around from behind him, hands the bag of ice to Ash, faces Al Petalis, draws back and slaps him hard across the face, rocking his head back. He blinks at her, surprised. She stares at him with a deep anger. Ash can't help a small smile.

TELLY

What did you say? Did you tell us to forget our children?

The man says nothing.

TELLY (CONT'D)

Do you have children?

The man says nothing.

TELLY AND ASH

Who are you? Who do you work for?
What's going on? Why did you take the children? Where are they? What is going on? What?!

Ash raises the poker like a hatchet over his head and brings it down with all his force as the man SHOUTS, terrified, and the head of the poker strikes the wood of the chair just between the man's legs, near his crotch, making a deep gouge in the wood.

Petalis is now trembling - all of them are shaky, but Telly and Ash are resolute.

ASH

I...swear...to...God, the next time I swing this thing, I'm breaking a knee-cap. I swear it. Do you believe me? Do you believe me?

TELLY

Believe him.

ASH

Where are the children?

The man doesn't answer, and Ash raises the poker for a blow -- and Petalis shouts out:

(CONTINUED)

CONTINUED: (2)

PETALIS

It isn't me! It isn't us! God!

Ash halts the blow, but rests the head of the poker on Petalis' knee. The man is shivering.

PETALIS (CONT'D)

We just...cooperate.

ASH

With who?

PETALIS

Can't say. Please. I can't.

TELLY

Why do you help them do this?

PETALIS

Survival.

ASH

Yours?

PETALIS

Yours, too.

ASH

Just tell us the goddamn truth.

PETALIS

The goddamn truth won't fit -- won't fit in your brain, in anybody's brain. Things would come apart...

TELLY

Just tell us how to get the children back.

PETALIS

I don't know! I don't know about that!

ASH

Why haven't you people killed us? Why haven't you taken us in?

PETALIS

That's not allowed, that's not part of it.

ASH

Part of what? Part of what? Part of WHAT?!

(CONTINUED)

CONTINUED: (3)

He raises the poker again, and Petalis screams...

PETALIS

Part of this...particular...experiment!
PLEASE! Please -- I can't!

ASH

Yes you fucking can.

And he draws back for a crippling blow - but Telly puts her hand over the man's knee. Ash stops one half-second before the swing, locking eyes with her. Petalis is near tears, shuddering. Ash backs off and Telly kneels close to Petalis, face to face, and speaks quietly.

TELLY

Listen...listen, tell us, and they'll never know you told us. Never. They'll never know we talked to you. Tell us where the children are. You'll never be blamed. I swear it. Please.

They stare a long moment. He moves his head, his mouth, as if he wants to whisper to her. Slowly, she moves her ear close to his mouth, closer. When his mouth is nearly touching her ear, he whispers.

PETALIS

They're listening.

She only has a part of a second to turn her face to his - and then it begins and then it ends - the RUSHING of a hurricane inside the cottage and the BLAST - the EXPLOSION outward of all windows and doors and part of the walls, and we see this from outside...

EXT. COTTAGE - NIGHT

As the building opens up like a great fountain of debris, exploding out into the night.

INT. COTTAGE - NIGHT

Telly and Ash are on what's left of the floor in what's left of the cottage. In the moonlight we see their two forms slowly rising up on a shaky hand on an elbow to look around in shock, to see each other, to see the devastation, the ruined building, the broken chair where Petalis was tied, and nothing else, nothing. And now the shouts and the gathering of people from neighboring cottages.

EXT. COUNTRY ROAD - MORNING

Detective Brasher is driving an unmarked car down a country road with Ann Pope beside him and Dr. Munce in the back seat.

EXT. COTTAGES - MORNING

Several local police officers are examining the wrecked cottage, and the ranking officer turns at the sight of the car approaching the scene and walks to meet it. Brasher parks outside the tape, and he and Ann and Munce exit the car. We're too far away to hear the words as the officer greets them, but they walk closer to us as they all move into what's left of the building -- partial walls, partial roof, chimney and a great litter of debris.

OFFICER

Gas leak is all we can think of, but nothing's burned. No sign of fire. No sign of blood, either. Just this.

They have walked to one particular partial wall, and the cop points to what is on that wall. It's the wall of names that Telly wrote there, and the writing she added at night and what she obviously scrawled before she and Ash left. Some of the names are broken-off, but these broken pieces have been assembled by the officers on the scene, and it's all spread out there. Ann Pope studies it, and then reads it aloud.

ANN POPE

"For Ann Pope -- These are the children who disappeared on a flight from New York's Chatham airfield to Nantucket on Aug. 17, 2003 at 5:30 p.m. - on their way to Pequot Camp. Someone has these children. We believe they're not human. We believe our government is helping them. We couldn't sound crazier if we tried. Please help us. Telly Paretta, Ash Correll."

Ann reads it a second time silently and then turns to Dr. Munce.

ANN POPE (CONT'D)

What is this? DOUBLE paranoia? DOUBLE psychosis? Is it contagious?

DR. MUNCE

(staring, then)
I have no explanation.

(CONTINUED)

CONTINUED:

ANN POPE

What d'you know, a shrink with a straight answer.

She picks up one of the loose, blown-off panels with a child's name on it. She carries it out of the wreckage and sits on a nearby tree stump.

EXT. COTTAGES - MORNING

As Ann sits there in deep thought, Brasher comes to her and hands her something. We see that it is the NSA I. D. of the young man, A. Petalis. Ann and Brasher lock eyes. In a moment...

ANN POPE

How old's your daughter?

BRASHER

Cassidy's six, why?

ANN POPE

Okay, so if a locomotive was speeding down a track, and Cassidy....

BRASHER

(ahead of her)

I'd give my life to save her -- of course. Wouldn't have to think about it.

ANN POPE

And if she was gone, you'd do anything to get her back.

BRASHER

Of course -- so would your parents, for you.

ANN POPE

MY parents? You think? Even the locomotive thing?

BRASHER

Of course. It just goes with it.

Ann thinks a moment, staring at the I.D., at the Panel that says "Dane Par..."

ANN POPE

Sort of makes me want to call mom and dad.

(CONTINUED)

CONTINUED:

Brasher hands his cell phone toward her. She looks at the phone, at him.

ANN POPE (CONT'D)

Bad idea.

EXT. FIELD - DAY

Telly and Ash have pulled their car off a country road into a field where it is hidden from the road. Ash sits on the ground, back against the car. Telly leans on the car. Both of them remain shaken by the events of the night. A small plane flies over, low in the sky. They watch it. Another one comes over. They amble to the top of a hill and stare down.

EXT. SMALL AIRFIELD - DAY

From the hill they look down on this country airfield. Telly sits in the grass, and then Ash sits beside her, watching the planes. In a moment...

ASH

I don't know what to do.

TELLY

Whoever they are...they have our children, and I keep thinking of that word he used: "experiment." I hate to imagine...

She shudders. They stare a moment more at the planes.

ASH

What the hell can we do?

She turns to him, hearing a note of defeat in his words.

TELLY

Ash?

ASH

I'm asking! What? Everybody's helping them -- not us.

TELLY

So...you want to stop?

She nods at the airfield.

(CONTINUED)

CONTINUED:

TELLY (CONT'D)

You want to fly away somewhere? You want to give yourself up? What? You want a drink?

That stings him and he turns to her.

ASH

Yeah. I want a goddamn drink.

She's sorry she said that.

TELLY

I'm sorry.

ASH

I want her back. I just don't know what to do. Tell me what to do.

She has no words. They watch the planes. One is preparing to take off.

TELLY

Was that the kind of plane they were on?

ASH

No, bigger. Eight passengers.

She lies back in the grass, stares at the sky, thinking. The plane takes off above her. We come in CLOSE on her as she closes her eyes. We see her MEMORY...

EXT. AIRPORT AREA - DAY

Telly is watching her son, Dane, board the plane - we see again, that final glance he gives her, and then he disappears into the body of the aircraft, and so does the next child and the counselor, and that's it - everyone's aboard, and the airline staff member who accompanied them to the plane closes the door on the aircraft, and walks back down the boarding stairway. But we linger on the closing of that door, because now the name of the airline is complete. The writing was half on the plane's side, half on the door, and now, completed, it reads: QUESTAIR.

EXT. HILLTOP - DAY

As Telly sits up beside Ash.

TELLY

The name of the airline, the small airline -- it was Questair, remember?

(CONTINUED)

CONTINUED:

He shakes his head.

TELLY (CONT'D)

Questair. So...we're saying it never crashed at sea. We're saying that they...somehow they took them, the kids. So maybe the plane, the pilot...maybe it was all...part of them.

He thinks, then he stands. He starts walking back to the car. She rises and follows. He speaks while he's walking, energized again.

ASH

One word, or two? "Questair".

EXT. GAS STATION - DAY

Later -- on the outskirts of the city. We see Ash pull the car into a station, driving to a row of phone booths. He gets out of the car, walks to a booth, takes hold of the phone book in there, and yanks it hard, tearing it loose from its metal cord. He walks back to the car, hands Telly the phone book, gets in and drives away.

EXT. INDUSTRIAL AREA - DAY

Acres of warehouses and small offices, panning to find Ash and Telly, exiting their car and looking across the parking lot at a building, disappointed. They walk toward...

EXT. QUESTAIR OFFICE - DAY

The name painted over the door, 'Questair Aviation', is beginning to fade. The windows are dirty. The glass in the door is cracked. There are no window coverings, and they can see no one inside. As they come close and peer in, they see that even the desks are gone. A few boxes on the floor, discarded lamps in the corner. The door is locked.

They glance at each other, and then Ash elbows that cracked glass. It falls in so that he can reach in and open the door.

INT. QUESTAIR OFFICE - DAY

Telly opens one of the boxes, but there is only trash in there. Ash kicks the other box lightly, kicking the lid off. It's empty. A telephone is on the floor, still wired to its jack. Ash lifts the receiver.

ASH

Still on.

(CONTINUED)

CONTINUED:

He begins punching in the number written on the phone, then hangs up. It rings. They stare at the answering machine. It never picks up. Ash disconnects the call. Telly hits the message button on the machine. The tape is empty. She starts going through the spilled trash. Ash is searching the rest of the place. She comes up with something.

TELLY

It's a bill. Office supplies.

She picks up the phone, punches in a number and waits.

TELLY (CONT'D)

Hi, this is Jackie over at Questair, and I have a bill here I'm not sure we've paid. Q-U-E-S-T-A-I-R. Uh-huh. Sure.

She waits, trading a look with Ash.

TELLY (CONT'D)

Oh. Oh, good. All right. Now, what address do you have on that? Uh-huh. We're closing that office. Do you have the other address? Right. Yes. Mr. Stenner. Colony Way. Yes. That's correct. Thank you.

She hangs up, taking a breath.

TELLY (CONT'D)

Ten eighty-nine Colony Way.

ASH

Don't know it.

TELLY

Staten Island.

And they're out of there.

EXT. CITY HIGHWAY - DAY

Ash and Telly are driving through the outskirts of Brooklyn toward the harbor area. Ash nods out the window. Telly follows his look.

THEIR POV

Over the roofs, they can spot a tall stone tower on a rise of land, over 100 feet high.

ASH

Fort Green Monument.

INT. ASH'S CAR - DAY

Telly looks at the monument, back at Ash, as if to say...why are you telling me? And she says, ironically...

TELLY
Thank you, Ash.

But he is thoughtful as he drives on.

ASH
If we ever get separated. We'll meet there. Okay?

TELLY
Yes. Yes, if I'm ever taken, you run. You find them.

He glances at her, driving. He nods.

ASH
Same here. All right?

And they drive on.

EXT. BEACH ROAD - STATEN ISLAND - EVENING

Ash and Telly are on the island where the shoreline is a bit wild, and here and there are beach homes. They stop at a mailbox and driveway. There are numbers on the post.

TELLY
This is it. Do we just...knock on the door?

It's a long driveway that serves several beach homes.

ASH
Let's see how close we can get.

He eases the car onto the drive, moves slowly. They pass a few homes. There is a lot of space between the properties. The one they're looking for is at the end, right on the sand, half surrounded by some bluffs -- but when it comes into view, they stop and stare, and the air goes out of them.

It is a neglected, obviously abandoned home -- all the landscaping dead, some of the windows boarded. Weeds and brush and trash collected by the wind litter the place. Construction tape surrounds it, and the tape is broken here and there, even the 'Keep Out' signs are faded.

(CONTINUED)

CONTINUED:

Ash leaves the car amid the brushy sand dunes, gets out and slams the car door.

ASH (CONT'D)

Shit!

Telly joins him and they stare, then walk toward the large, abandoned home.

EXT. BEACH HOUSE - EVENING

They walk through a littered patio - with furniture pushed aside, tipped over. They look through the large glass sliders. The house is furnished. The doors are locked. They move around the house. There is a piece of plywood covering a kitchen door, but it is hanging by only one nail. Ash pulls the wood off and tries the door. It's locked. He stands back and kicks it. The wood gives a bit. He kicks it again, and it swings open and they're in.

INT. BEACH HOUSE - EVENING

Everything is dusty - at least a year of dust. The electricity is off but the evening light lingers. Some of the furniture is covered by cloths. They roam. They slide open the large glass doors to let in some air. They check some shelves, some drawers, they just stop and sigh and look at the place.

ASH

Nobody's been near this place in....

TELLY

But they didn't move out. They just...
Somebody just walked away from here.
There's no for-sale sign. It's
just...like somebody forgot it.

(pause)

Maybe by now...

ASH

What?

TELLY

Maybe we are, too. Forgotten -- by
everybody. Like Jim. It could be.

He takes that in, then...

ASH

So...we'll remind them.

Ash gets an idea.

(CONTINUED)

CONTINUED:

ASH (CONT'D)

Do you draw?

TELLY

A little. Why?

ASH

They can take away the photos - but you could draw the faces. We could SHOW people their children. Do you remember? You could draw Dane, anyway...

TELLY

I think I remember Lauren well enough. It won't be...exact but...

ASH

We'll find paper. Maybe we'll find something else here. Anything. Before it's too dark.

INT. SERIES OF SHOTS - SEARCHING

INT. KITCHEN - EVENING

Ash is opening drawers and cupboards in a rough search. He tries a wall phone, but it's dead. He hangs it up, and sees, nearby on the counter, a bottle of vodka and a bottle of bourbon. He stares at them. He shoves them aside. Behind them he sees a large note pad and some pens.

INT. BEDROOM - EVENING

The bed is covered by a sheet as is the dresser, and Telly flings the dusty sheet off the long, low dresser. Something clatters to the floor. She picks it up - a photo in a frame. The glass is cracked from the fall. The photo shows a family: wife, husband, three kids - a smiling family. She stares at the photo, then she opens a drawer and stuffs the photo inside and closes the drawer -- and she lifts her eyes to the dusty mirror, to the image of herself, lingering on this unkempt, desperate woman, thrown out of her life only four days ago.

INT. BEDROOM - NIGHT

Later. Only the moonlight in here now, showing the dust covers in a pile, the furniture uncovered, Telly on the bed, eyes closed. Ash walks in quietly. He stops at the side of the bed and looks at the scattered drawings she's made, the faces of Dane and Lauren. He moves around to the other side of the bed and eases himself down so as not to wake her.

(CONTINUED)

CONTINUED:

We see (he doesn't) that her eyes have opened. Her back is to him. He takes a long breath, staring at the ceiling.

In a moment, she makes a decision and turns to him. He looks at her. She moves so that their faces are close. They speak softly.

TELLY

The drawings are terrible.

ASH

Lauren had a rounder chin.

TELLY

I'll fix it.

ASH

They'll be fine. They'll help us. You should sleep.

TELLY

What about you?

ASH

Can't.

TELLY

If we held on...

She moves closer. So does he, and puts an arm around her so she can nestle against him. Their faces are very close now. Her eyes close, but he stares at her - a long while. He moves very slightly, coming closer, as if imagining how it would be to kiss her, wanting to, but he's still inches away. She suddenly opens her eyes and sees him and kisses him - and they put themselves into the kiss - the comfort of it and the hunger. It leaves them breathless. She touches his face and says, after a while, in a whisper, with regret.

TELLY (CONT'D)

I can't handle this now.

He nods there in the moonlight, understanding. He starts to draw back.

TELLY (CONT'D)

We could just hold on, hold on and sleep.

He shakes his head, drawing back, sitting up.

ASH

Better not. Lying there, holding each other -- ten minutes into that, and you'd be all over me.

(CONTINUED)

CONTINUED: (2)

She laughs a soft, impossible laugh. There are tears in it, too, but she can't stop laughing. He leans over, and they kiss again, a lighter kiss, and then he does lie down again, and she turns so they can lie like spoons, front to back, with her held against him, his arms around her, her hands touching his hands.

They relax this way, and they close their eyes. In time, they seem to be easing into sleep. The WIND kicks up outside, some of the windows rattle, some of the loose boards creek, the overgrown weeds outside are rustling.

We begin to PAN as the WIND HISSES, slowly panning through the moonlit bedroom. We arrive at the open bedroom door. This is in deeper shadow. There is someone there, a dark form in the doorway, leaning a hand against the door jamb, watching the sleeping couple. In a moment, the hand comes down, and the form turns, leaving the doorway. We follow this shadowy form through the hall and into the living room. We know it's a man, and as he walks to a chair and sits, partly in the moonlight now, we see that it's the Friendly Man. He looks relaxed. He eases back and puts his feet up on an ottoman. He seems to be waiting.

INT. POLICE HEADQUARTERS - DAWN

Ann pope and Brasher have been there all night, Munce also. We can see part of the panelled wall with the names and the note - all of this having been brought to the station. There are also photos of Telly and Ash there and photos of the ruined cottage, and now we're following Brasher, who moves from his desk to the chair where Ann is resting, but not asleep. As he approaches, without opening her eyes, she says...

ANN POPE

And?

BRASHER

One call was made during the break-in at the old Questair office -- to Staples office supply, confirming that the company was all paid up, and confirming this address.

Now Ann sits up, opens her eyes, takes the paper from Brasher.

BRASHER (CONT'D)

It's on Staten Island. There's no phone.

ANN POPE

No phone?

(CONTINUED)

CONTINUED:

BRASHER

Nobody lives there. Long shot.

Dr. Munce has also sat up straight now - and they all trade a look.

ANN POPE

Why sleep, it's almost morning.

And she and Munce rise stiffly and begin to get ready - when their CAPTAIN enters with the fed, Carl Dayton, and the woman agent we last saw in the restaurant with Jim. The Captain is not happy.

ANN POPE (CONT'D)

Still here, Captain?

CAPTAIN

Anything new on Paretta and Correll?

ANN POPE

Not a thing.

CARL DAYTON

Except the break-in.

ANN POPE

Oh, that.

The Captain comes forward and takes Ann aside, speaks only to her. The feds and Brasher and Munce watch this, but can't hear.

CAPTAIN

This is now an NSA case, and it's their ball, and our investigation ends here, Ann. This comes from above ME.

ANN POPE

I didn't think there was anything above you, sir.

CAPTAIN

Am I clear on this?

She now speaks loudly enough for all to hear.

ANN POPE

Fine with me. I'm glad to be rid of this case.

(gathering her things)

And very glad to be going home.
Everyone...have a very nice day.

(CONTINUED)

CONTINUED: (2)

The Captain nails her with a stare - and Ann nods to him as she picks up her purse, her jacket -- this is over. The Captain and the feds leave. Ann is putting on her jacket. Brasher comes over to her.

BRASHER
I'm going with you.

ANN POPE
I'm going home. You can't go with me.

BRASHER
You don't have to keep me out of trouble.

ANN POPE
Brasher - you can't go home with me until you make lieutenant and are worthy of me. I'm done here. Dr. Munce -- I'll drive you home.

Brasher, still suspicious, watches them go. As they leave, Ann says to Munce...

ANN POPE (CONT'D)
You know where Colony Way is?

DR. MUNCE
It's on the beach.

INT. BEACH HOUSE - BEDROOM - MORNING

Telly is just waking up, hearing noises within the house. She sits up quickly.

TELLY
Ash?
(then shouting, afraid)
ASH!

Ash comes walking into the room.

ASH
I found a set of car keys in a kitchen drawer and checked the garage, but there's nothing in there. Come here. Look at what I drew.

She rises and comes toward a small desk in the bedroom. There are papers on it. Ash is pointing to a crude sketch.

ASH (CONT'D)
I remembered this last night. This is the airport - where the kids took off.
(MORE)

(CONTINUED)

CONTINUED:

ASH (CONT'D)

See this? That's the gate where we were standing. Here's the plane, right?

TELLY

Yes.

ASH

We were there early. Lauren got me to the airport so friggin early. I saw the plane come out of the hangar, and the hangar had the name on it, too: Questair. The hanger was here, back here.

Ash is pointing to a rectangle he has drawn on the paper. Telly is nodding.

ASH (CONT'D)

I think we should go there.

She is nodding, and then stops and stares at something on this bedroom desk. It's a photo in a frame - the photo of the smiling family that she had found the evening before - and put away.

TELLY

Why did you put this here?

ASH

What? That was there.

She shakes her head, no. She looks at him, then moves to the dresser, opens the drawer. There is no photo. She turns to Ash again.

ASH (CONT'D)

Telly, I never touched it.

She is afraid.

TELLY

Let's go now. Let's get out of here now.

INT. KITCHEN - MORNING

Telly is rushing toward the broken-open door where they entered yesterday - but when she reaches it, it's shut tight in it's frame. She can't open it. Ash enters and sees the door. She turns to him.

TELLY

They're in here.

They rush out of the kitchen, into the living room, to the sliding patio doors.

(CONTINUED)

CONTINUED:

These are the doors they opened yesterday evening - but they're closed now. Ash pulls at the doors, and they're locked. Telly is trying the front door. It won't open. Ash grabs a heavy coffee table, picks it up and cries out and THROWS this table into a sliding glass door, SHATTERING the door. Then he comes back to Telly, grabs her hand, and they hurry through the shattered door.

EXT. PATIO - MORNING

They are walking over the wreckage of glass -- and they stop. They can hear a CAR coming down the long driveway toward the house, coming quickly, and they send a wild glance at each other. Ash is suddenly digging out his car keys and pressing them into Telly's hand.

ASH

Go. Go!

And he thrusts her away. With one more frightened look back, she runs for the car, and Ash turns toward the drive where the speeding car will come. It comes into view and brakes - and it's Ann Pope's car with Munce beside her.

Telly ducks down in the brushy dunes, hidden from sight. Ash moves back into the house to draw them away from Telly.

Ann Pope is hurrying out of the car, saying to Munce...

ANN POPE

Stay inside. Stay here!

And she runs to the house, drawing her gun.

INT. BEACH HOUSE - MORNING

Ash is rushing through the house, back to a second bedroom, aiming at a set of French doors, locked or not. He just keeps running -- and shoulders through them, CRASHING them open and running outside.

EXT. DUNES - MORNING

Telly is making her way toward Ash's car, staying to cover.

INT. BEACH HOUSE - MORNING

Ann Pope is in the house, hurrying through rooms.

ANN POPE

Ash Correll! Telly! It's Ann Pope!

She catches sight of someone in the hallway.

(CONTINUED)

CONTINUED:

ANN POPE (CONT'D)
Freeze right there! Hands on your head!
I want you on your knees - hands on your
head! NOW!

She is advancing, gun pointed, toward someone in the hall -
and we now see that it's the Friendly Man. He stares at her,
does not put his hands on his head.

ANN POPE (CONT'D)
NOW!

He merely turns and begins to walk away from her.

ANN POPE (CONT'D)
I will shoot!

He keeps walking. She grits her teeth and aims and FIRES.
We see the bullet strike the Friendly Man in the back of the
thigh. A hole appears in the cloth of his trousers, and his
flesh and bone seem to explode out - BUT THEN REFORM - and he
keeps walking. Ann - wide-eyed - FIRES two quick shots - and
these bullets hit the man in the back with the SAME EFFECT,
and still, he keeps walking, nearly to the end of the hall.

ANN POPE (CONT'D)
NO!

She takes careful aim, trying to hold herself together, and
FIRES, and the bullet takes the man in the back of the head -
and we see his head and face burst with the impact and then
REFORM, and he turns to her as he reforms and stares and then
walks away.

Ann drops to her knees and then all fours, stricken by a
reality that doesn't fit with her world, shaken to her soul.

EXT. DRIVEWAY - MORNING

The shots have frightened Dr. Munce, who is moving into the
driver's seat of Ann's car and moving it closer to the house,
but even as it's rolling slowly - the passenger door is
yanked opened and Ash is jumping in, grabbing Munce.

DR. MUNCE
Wait! WAIT! I'm not a policeman. Wait!
You're Ash Correll. I know, and...I'm
Telly's friend. I'm her psychiatrist,
Jack Munce. I have...

He is fumbling for identification. Ash lets him go.

(CONTINUED)

CONTINUED:

ASH
Just drive! Go!

DR. MUNCE
What HAPPENED in there?!

ASH
Drive!

Dr. Munce seems paralyzed, hands gripped white on the steering wheel.

ASH (CONT'D)
How about this -- drive, or I'll break
your fucking neck!

Dr. Munce drives - away from the house, to the driveway, back toward the road.

EXT. DUNES - MORNING

Telly has reached Ash's car, and she starts it, but avoids the driveway and rolls across the sand a while, skirting wide around the house, following a dirt path, but bouncing, and now trapping one of the tires in the loose sand. She spins, digging it in deeper. She hurriedly exits the car and looks at the trapped tire, looks around for sticks, anything to put under it. She hears a voice, almost a kind of scream.

VOICE
Telly!

She starts to rush back to the car.

VOICE (CONT'D)
WAIT!

She stops and looks off into the dunes in the direction of the house. There is someone coming across the sand, coming toward her. It is Ann Pope, still holding her gun, trying to keep a grip on her sanity.

ANN POPE
Telly I'm Ann! Ann Pope! Listen...!

Telly puts her hand on the door handle, unsure.

ANN POPE (CONT'D)
Wait, Please! It's all right! I know!
I know!

(CONTINUED)

CONTINUED:

Telly is wondering what to do. Ann is coming closer. There is a WIND kicking up now, sudden and strong with a RUSH of sound. Ann keeps walking toward her. We can see her haunted eyes.

ANN POPE (CONT'D)
I believe you! Telly! I believe...

We're watching with Telly, watching Ann Pope as the wind rises, and that sound, that RUSH becomes suddenly ALL SOUND and within it is a TEARING, and Ann Pope is torn away from this world - she's just, simply, GONE. The SOUND is gone, too.

Telly stares at the space where the woman was walking, where something existed and now doesn't exist. The wind is dying.

EXT. CITY OVERVIEW - DAY

Panning over the Brooklyn buildings, streets, coming to rest on that old stone tower looming above it all.

EXT. FORT GREEN MONUMENT - DAY

The base of the tower are great, wide steps and a stretch of parkland. The tower itself has only a doorway - and an observation room and deck at its top. There are a few tourists and residents strolling in the area, studying the monument and inscriptions.

INT. BASE OF TOWER - DAY

We see tourists, families, studying the information on the revolutionary war, the models of prison ships. The monument is dedicated to the American prisoners who died on those ships. The staircase to the top is nearby. There is no elevator.

INT. TOP OF TOWER - OBSERVATION ROOM - DAY

No one is up there except Telly. She is seated on the floor, hugging her knees. She hears the slow, steady scraping steps of someone approaching, and she tries not to hope too hard, but can't help it, staring at the doorway of the room, waiting.

A MAN of sixty or so reaches the observation room, out of breath, legs wobbly. He smiles at Telly.

MAN
Whoo. Quite a climb. Resting?

(CONTINUED)

CONTINUED:

She forces a polite smile. He checks out the views, the city, glances back at her.

MAN (CONT'D)

Probably too tired to climb down, right?

She smiles again and nods -- and waits.

EXT. MONUMENT - DAY

Later. Dr. Munce, driving Ann's car, pulls into the parking area near the tower and stops. Ash is beside him.

INT. ANN'S CAR - DAY

ASH

You'll wait here?

DR. MUNCE

Yes.

ASH

Why?

DR. MUNCE

Because I want to help. I was one of the ones who didn't believe her. I was...making it worse. I want to help.

Ash gets out and looks about, glances back at Munce and then heads for the base of the tower.

INT. OBSERVATION ROOM - DAY

Telly is still seated on the floor, alone again, once again listening to the slow shuffle of a climber. As the steps reach the doorway, her tension and her hope are intense. Ash staggers through the doorway. She smiles, eyes full, and rises and embraces him. They hold on desperately. When they break, Ash sinks to the floor, where Telly was, and she joins him there. They sit, arms around each other's shoulders, while he catches his breath.

ASH

I didn't say...the TOP of the frigging monument.

She smiles, then...

TELLY

How did you get here?

(CONTINUED)

CONTINUED:

ASH
Your Dr. Munce.

TELLY
He's down there?!

ASH
He's helping us. He'll take us the rest
of the way. To that hangar. Maybe it's
nothing, but...it's the last place to go.

TELLY
They took Ann Pope.

He stares, and sees the depth and truth in her eyes.

ASH
You saw it?

TELLY
It was like they tore a hole in the
world...and took her out.

He takes her hand. They hear steps, someone coming up from
below.

TELLY (CONT'D)
Ready?

He nods. They help each other rise. They move to the top of
the stairway, giving enough room for the climber to come into
the observation area before they start down. They hear the
climber getting closer, but, whoever it is, this person is
jogging up the stairs, all those stairs. Telly and Ash
realize this and without speaking, step back.

The Friendly Man completes his jogging climb and enters the
observation room, relaxed, even wearing a slight, friendly
smile. His eyes sweep over them and beyond.

FRIENDLY MAN
Some view.

The Man is standing between Ash and Telly and the staircase.
The moment hangs. At first they can only stare at him.
Then...

ASH
We're going through you.

The man looks at them - with no threat. He just stands
there, waiting.

(CONTINUED)

CONTINUED: (2)

Ash suddenly rushes forward and throws his weight into a body block so that the Man is thrown against the wall, and Ash and Telly try to move past him to the stairs, but the man moves quickly and grabs Ash from behind, encircling his chest. Ash can't break the hold. Telly starts out of the tower room, but stops, flinging a look back.

ASH (CONT'D)
Go, Telly! GO!

He tries to break the hold, but the Man easily holds him. Ash's ribs are being squeezed, and he's running out of breath. He kicks forward, reaching the guard rail with his feet, then slipping off.

TELLY
Ash!

ASH
GO, TELLY! NOW!

He kicks out with his feet again, touching the railing, and Telly sees what he's going to do and screams.

TELLY
NO!

In Ash's last desperate moment of breath and consciousness, he uses his legs to push off the railing with all the force left to him so that he and the Man are flung back hard against the window, breaking THROUGH the window together. Telly SCREAMS, her hands in her hair, as Ash and the man CRASH THROUGH the glass and FALL.

TELLY (CONT'D)
ASH!!

She can't believe it, reeling back against the wall, hearing the SCREAMS from outside now as people see the falling men.

EXT. TOWER - DAY

Ash and the Friendly Man plummet toward the ground.

EXT. GROUND BENEATH TOWER - DAY

There is a moment of that SOUND, that overwhelming RUSH of WIND, and then a sickening CRUNCH as one body strikes the ground, only one body, the body of the Friendly Man. There is no blood -- and there is no Ash. He has disappeared.

INT. STAIRCASE TOWER - DAY

As Telly rushes downward.

EXT. BASE OF MONUMENT - DAY

A scene of chaos. People screaming, some hurrying away, many coming close to see. The Friendly Man is lying on the ground. Someone is breaking through the crowd around the body. It is Carl Dayton, the Asian agent and the Woman are with him, Carl is taking his jacket off as he moves and spreading it now on the Friendly Man, the Asian agent does the same. The three of them try to make the crowd retreat. We see, within the chaos, that the Friendly Man is beginning to move under those jackets.

Telly is exiting the room at the tower base, moving through the thickening crowd, shocked, tears welling. She throws one look at the ground -- and stops dead. She sees there is only one body there, sees enough of an uncovered face to know it is the Friendly Man. She stares, then catches sight of the woman agent - who begins moving toward her. Telly begins to back up when someone takes her arm.

DR. MUNCE

Telly!

Munce pulls her away from there, hurries her toward his car.

DR. MUNCE (CONT'D)

God, Telly...

INT. MUNCE'S CAR - DAY

He gets her into the car then walks around and gets behind the wheel, but doesn't drive. He stares at her. She is devastated, staring at nothing.

DR. MUNCE

Can you talk? Can you talk, Telly?

Slowly, she looks at him. He puts a cell phone in her hand. She stares at it.

DR. MUNCE (CONT'D)

When you can...just press send. A man named Dan Brasher will answer. He's a detective. I just talked with him. He said it's okay to come in now. He'll tell you. He's there waiting to tell you.

(CONTINUED)

CONTINUED:

Telly keeps staring at the cell phone, then looks out the window at the growing crowd. The woman agent is watching her. She speaks quietly.

TELLY
Drive away from here.

Munce looks at her a while, then starts the car and drives away, glancing at her.

DR. MUNCE
Call the man, Telly.

But Telly is shaking her head. She puts the cell phone down.

TELLY
There's a place...I have to go. I have
to see...

Munce is driving, waiting. Speaking is difficult for her.

DR. MUNCE
See what?

TELLY
If my son may be there. And Ash's
daughter.

DR. MUNCE
The police...the police will check on all
that. Just...

He glances at the phone.

DR. MUNCE (CONT'D)
Just pick it up and...

Telly throws the phone out the window.

TELLY
He's gone! They took him! He tried to
die so I could find them! I'm going to
this place to look for them!

Munce stares at her, then at the road.

DR. MUNCE
Anywhere. Anywhere you want.

They drive on.

EXT. AIRPORT AREA - DAY

We're at the hangar areas for the smaller airlines that operate at the outskirts of the airfield. Some of these are unused and neglected hangars. We hunt among them until we find one marked QUESTAIR in letters so faded as to be nearly invisible. The large hangar door is closed and the barrels and other trash in front of it have been there a while.

We widen now to show that Munce's car is rolling slowly up to this building and stopping now. Telly and Munce get out of the car, dwarfed by the enormous hangar.

EXT. HANGAR - DAY

They stare at the neglected place. Telly is still battered by shock and loss.

DR. MUNCE

Are we sure...?

TELLY

This is it.

There is a normal-size door near the large hangar door, and Dr. Munce approaches it, tries it.

DR. MUNCE

I'm afraid it's locked.

Telly looks at him.

DR. MUNCE (CONT'D)

What?

TELLY

It's glass, isn't it.

Dr. Munce looks back at the door which has an opaque glass window in it's top half.

DR. MUNCE

You want me to...?

Telly looks around, finds a length of steel rebar among the trash piles, picks it up and walks to the door and draws back and smashes the glass window, hits it and hits it again, breaking out all the glass and taking out some of her pain and rage this way.

When the glass is clear, she drops the steel rod, reaches in and unlocks the door and opens it. She turns to Dr. Munce, then walks in. He follows.

INT. HANGAR - DAY

They walk into the immensity of the main room. It is empty, dark. Telly searches the wall for light switches. Dr. Munce finds some and turns on enough lights to make sure there is nothing and no one in the vast room - but there is a door leading to an adjacent wing of the building. They walk across the giant space.

They reach the door. Dr. Munce reaches for the handle, but before he touches it, the door is opened by someone on the other side. They are now face to face with the Friendly Man.

Telly gasps and begins to back up. She sees that the Man is staring at Dr. Munce, and Munce is not moving. Telly pulls at Munce.

TELLY
He's one of them!

She pulls at Munce, but he is simply staring at the Man, and not moving, and Telly realizes and yanks at him.

TELLY (CONT'D)
No! Fight him! He's in your mind! He's
doing something to your mind! Fight him!

Munce is not moving, and Telly, desperate, slaps him.

TELLY (CONT'D)
Fight him!

Telly aims another slap at Munce, and he catches her hands -- and then turns back to the Friendly Man and says...

DR. MUNCE
You know this has gotten out of control!
It's out of control!

And Telly goes catatonic, eyes and mouth wide, seeing Dr. Munce converse with this Man. They know each other. She collapses. Munce lets her down easy to the floor. She moans there, nearly broken. Munce looks at the Friendly Man.

DR. MUNCE (CONT'D)
It's finished now -- for God's sake!
It's over!

But the Friendly Man bends down toward Telly. There is something showing in her jacket pocket. It's paper. He pulls it out. These are her drawings, drawings of Dane and Lauren. He looks at them.

(CONTINUED)

CONTINUED:

In a moment, Telly begins slowly to gather herself, to rise to her knees, very weak, but able to speak, her head down, eyes on the floor, a broken whisper. She says...

TELLY

Dane. My son.

At this the Friendly Man looks at Munce and smiles slightly, shakes his head.

FRIENDLY MAN

It's not over.

And he turns and walks away through that door into the other part of the building. Telly is able to raise her head now. She looks at Munce. His nose is bleeding from her slap. He doesn't notice. She's barely able to hold it together, reeling.

TELLY

You're...one of those...agents.

DR. MUNCE

I'm a doctor. I'm one of the hundred.

She stares, wondering.

DR. MUNCE (CONT'D)

One of the hundred people who know. Now you're one, too. We try to keep it at about a hundred.

TELLY

You're...bleeding.

He touches his nose.

DR. MUNCE

Shit.

He is fumbling with tissue, dabbing his nose, during...

TELLY

So...you...help them.

DR. MUNCE

They don't need our help. We try and contain the truth -- so the world doesn't go mad. We keep the secret.

TELLY

And let them do whatever they want.

(CONTINUED)

CONTINUED: (2)

DR. MUNCE

"Let" them?

She stares a moment, some of her strength coming back.

TELLY

I want my son.

He stares at her. He puts out his hand.

DR. MUNCE

Can you stand?

She ignores his hand, rises on her own, stands there, staring at him, waiting.

DR. MUNCE (CONT'D)

Then follow him.

She looks at Munce, then at the door, back at Munce -- and then she moves through that door and walks on.

INT. HALLWAY - DAY

She walks through a windowless hallway, hurrying now. She sees another door at the end of the hall. The door is closed, and in front of the door stands the Friendly Man. She begins to rush forward.

TELLY

Is he there?! Are the children there?!

The Man steps aside and opens the door and she rushes in.

INT. DARK ROOM - DAY

A windowless room, dim, empty.

TELLY

There's nothing!

The Friendly Man stands behind her.

FRIENDLY MAN

Give it time.

Light slowly fills the room, light from nowhere -- and she sees them take shape, four children: Dane, Lauren, and their two friends. They are lined-up in single file as though walking, but they are still. Dane is in the lead, and he is half-turned. He is in the act of waving and smiling - this was Telly's last glimpse of her son before he disappeared into the plane, this moment, and it's frozen this way.

(CONTINUED)

CONTINUED:

An OUTCRY is torn from Telly - a great release, and she rushes toward the children.

Before she reaches them, she strikes an invisible wall - and it gives a bit. We can see by the bending of light. The wall is like a membrane, like a balloon skin. She pushes at it, shouting now...

TELLY

Dane! DANE!

FRIENDLY MAN

He can't hear you - or see you.

She turns on the man, wild.

TELLY

They're not even here!

FRIENDLY MAN

They're safe. They're fine.

She puts her desperate stare back on the children, on Dane.

TELLY

What are they...? What does he feel?!

The Friendly Man takes his time, studying the children.

FRIENDLY MAN

He thinks he's inside his life, living it. He waved goodbye. He went to camp. He had a good time. He came home. In his mind, life is going on -- for all of them, fourteen months of it, so far. We can program memories. We can delete memories...

He looks at her, pointedly.

FRIENDLY MAN (CONT'D)

...usually.

TELLY

I want him now. I want him!

FRIENDLY MAN

Telly...your son is gone. He's in our care.

She turns back to the man and stares, and wipes at her tears angrily.

(CONTINUED)

CONTINUED: (2)

TELLY

What are you doing?! What are you supposed to be doing?!

FRIENDLY MAN

Learning. We have hundreds of experiments, all...

TELLY

They're not experiments! They're our children!

FRIENDLY MAN

You're right. They're not experiments. YOU are. Your connection, parent to child -- like an invisible tissue. We can even measure it's energy -- but we don't fully understand it, so...we posed the question, can it be dissolved...

TELLY

What are you talking about?! You don't know anything! You haven't learned anything! What's all this worth?! You can't understand it if you have to ask me! If you have to try and measure it! You don't have young? You don't touch their skin and...smell their skin and hold them and...you don't feel how fragile they are?! You don't watch them sleeping and pray that you see them take the next breath and the next breath?! You can't learn that! You can't weigh it! We love our children -- from conception until we die, and if they hurt, we hurt, and if they're happy.... God! You put us through hell! Do you know what hell is?! Can't you just leave us alone?!

FRIENDLY MAN

But there'd be no suffering at all...if only you'd forget him.

She takes a moment and swallows her tears and says....

TELLY

Say his name. Say his name!

But he only keeps staring at her, then he looks at the children.

(CONTINUED)

CONTINUED: (3)

FRIENDLY MAN

You have to leave us now.

TELLY

No! Give me the children! I'll take care of them!

FRIENDLY MAN

Goodbye, Telly. Thank you for your help.

TELLY

No!

He turns to her.

FRIENDLY MAN

You'll remember all this. At least for a while. You'll be the only rememberer. You should go now.

She backs up against that invisible wall, shaking her head.

FRIENDLY MAN (CONT'D)

You know I can make you go.

Still shaking her head, she turns to the children and the invisible wall.

TELLY

You'll have to kill me. You'll have to kill me.

And she begins to push and then beat on that membraneous wall, harder and harder.

TELLY (CONT'D)

YOU'LL HAVE TO KILL ME!

She flails at that wall, teeth bared and all her strength in every blow, all her love and strength, and the wall actually begins to tear, small holes where she strikes, and the torn edges are sharp and her hands begin to bleed, but she doesn't stop. She keeps beating at it and damaging it, and the Friendly Man watches her -- and he's surprised, and something is happening to the light in the room, and he looks at the children, and Dane's expression begins to change slightly, as if he's trying to see something, trying to listen.

The Friendly Man moves quickly, coming closer to Telly, and as he moves, the images of the children disappear. Telly sobs, and the Man catches her wrist and turns it so he can see the blood on the edge of her hand. He stares hard at this. With his other hand, he touches the blood.

(CONTINUED)

CONTINUED: (4)

FRIENDLY MAN
You know what this is? Telly?

He shows her her own blood on the tip of his finger.

FRIENDLY MAN (CONT'D)
This is the end of the experiment. It's
over now.

She looks at the wall and beyond the wall, and no children are there, and the light is fading in the room, and she begins shaking her head, desperate, about to scream out a word, a name, and she begins to scream the name of her son, and....

EXT. BROOKLYN STREET - NIGHT

...Telly is walking down the street, approaching her townhouse and whispering a word aloud. She says, urgently...

TELLY
Dane.

She slows her steps and stops because she's confused. She wears the same clothes she was wearing in the hangar. She looks around, realizing where she is. She begins walking again, confused, moving toward the walkway outside her home. She hears a voice.

ELIOT'S VOICE
Hi. Late.

She looks and sees her neighbor, Eliot, walking out of her own townhouse and throwing Telly a smile and a wave and hurrying off. Telly stares at her, then walks to her front door and reaches for the door, and the door handle hurts her hand, and she looks at her hands. The knuckles and the edges of her hands are cut and sore. She looks at them, memories suddenly flooding in - and she reaches for keys and unlocks her home and rushes inside.

INT. TOWNHOUSE - NIGHT

She stops in the small entrance hall, frozen, staring at something that rests on an umbrella handle, the umbrella upright in an old umbrella stand. The object on the umbrella is a boy's baseball cap, a Met's cap. She hardly breathes, then she rushes up the stairs.

INT. DANE'S ROOM - NIGHT

Telly hurries to the doorway of her son's room and stops and stares into it.

(CONTINUED)

CONTINUED:

All of Dane's things are there, all the clutter and decoration, his books and his clothes...everything in its place. She is trying to take this in, stepping slowly into the room, then stopping. She swallows in order to speak, gathering her breath, her nerve, and she shouts...

TELLY

Dane? DANE?

She waits, trembling.

TELLY (CONT'D)

JIM?

The house is deadly quiet.

INT. HALLWAY - NIGHT

Telly steps back into the hall and begins to move slowly toward the staircase, pausing at the stop, sending her voice downstairs.

TELLY

Dane?!

Only silence. She hurries down the stairs, her breath shaking in her chest.

INT. LIVING ROOM - DAY

Telly rushes into the room and looks about. Her stare stops at the mantle, at the photo there, and she moves toward it. It is the photo from their trip, the picture of the three of them, Jim and Telly and Dane, too. He's there. She stares, and her eyes fill. An idea strikes her, and she hurries to her desk.

She lunges for the phone, upsets it and then picks it up, but she needs to look up the number, ruffling through file cards, finding it and punching it in. The phone card reads only: JIM, with the phone number. She waits, gripping the phone. And then she quickly opens a box on her desk, and while she's waiting, she empties the box on the desktop and snatches up a strip of photo-booth photos and turns them over. She sees her and her son, Dane, mugging for the camera.

INT. JIM'S APARTMENT - NIGHT

We see the phone ringing in an unfamiliar room -- Jim's furnished apartment. The TV is on, and then we hear it muted. Jim walks over to the phone, picks it up. We INTERCUT the conversation.

(CONTINUED)

CONTINUED:

JIM

Hello?

She can't speak at first, then...

TELLY

Where's Dane?

JIM

What? What's wrong?

TELLY

Where is Dane!

JIM

Jesus, Telly...I dropped him off at the birthday party, like you said. Isn't he at the park? They were all at the park.

She drops the phone and hurries to the door.

EXT. TOWNHOUSE - NIGHT

Telly exits her townhouse and runs down the steps, across the street into the dark neighborhood park.

EXT. PARK - NIGHT

She is walking quickly through the park among the trees. She can hear some children's voices, shouting, laughing, cheering. She runs.

She runs into the open - the grassy fields. The soccer field has lights, and she hurries there. She runs past picnic tables, food and decorations, but the kids are on the field, a rag-tag game, no uniforms, boys and girls, a parent who's a ref with a whistle. She hurries onto the field, searching, studying the faces - laughing, shouting faces. Where is he?

TELLY

Dane?!

She can hardly be heard over the laughing and shouting. She looks in every direction. He isn't there. She turns again and stops, her breath caught.

EXT. TELLY'S POV

Dane Paretta is at the edge of the field, laughing and shouting with some of the kids.

EXT. ON TELLY

Staring at her child, her son, Dane. In a moment she begins walking, moving toward him, fighting tears, walking faster, rushing now to him as he turns, sees her, wondering, and she falls on her knees and embraces him. She hugs him tightly to her heart, her eyes closed tightly. She has her son.

DANE

Mom. Mom! What's...?

She breaks the embrace, but holds his shoulders, staring at him, smiling and crying. He's worried now.

DANE (CONT'D)

What's wrong?

TELLY

Oh, no. No, nothing's wrong. I'm sorry.
I just.... I missed you.

Some of the other kids are staring - meanwhile the game goes on in the field.

DANE

Everything's all right?

TELLY

Yes.

DANE

You're cool, Mom?

TELLY

No. No, I'm not. No.

She laughs, and the crying almost overtakes her again. Dane's embarrassed.

DANE

Everybody's watching.

TELLY

I'm sorry.

DANE

You're supposed to pick me up at nine.

TELLY

Yes. Yes, at nine.

(CONTINUED)

CONTINUED:

She's aware now that the other kids are staring. Among them, she sees Lauren Correll. She smiles a teary smile at Lauren. The girl smiles back, unsure.

Telly forces herself to let go of Dane and to stand and to stop crying.

TELLY (CONT'D)

All right. All right. At nine.

Someone yells, "Come on!" and this group of kids runs on to the field, and she watches them. She watches her son. He is about to get into the game, but stops and turns, sees her still watching him. He yells.

DANE

Nine, Mom!

She smiles, waves, and makes herself turn away, walk away. The kids voices tangle happily behind her. She slows her steps and looks about at the darkness of the park beyond the lights, wondering, a thought forming, like a prayer. She begins walking again. She knows where she's going.

EXT. PLAYGROUND - NIGHT

Telly walks toward the dark playground area, hoping and afraid to hope. She stops at the edge of the playground. There is someone in the darkness there, seated in one of the child's swings. She doesn't breathe. She walks a bit closer and stops. It's Ash.

He's not facing her, not aware she's there. She studies him a moment, her throat working, swallowing the emotion she feels. She walks closer, and he turns to her. He smiles a small smile and nods and keeps sitting on the swing, moving it a little. She sees, within his glance, within his eyes, that he doesn't remember. And she doesn't know what to say. Then, in a moment, trying to sound normal...

TELLY

I guess they.... They don't seem to want any parents around.

ASH

Nope. But...that's okay. I like it here.

He moves his swing a little more, and she smiles.

TELLY

You do? Why here?

(CONTINUED)

CONTINUED:

He shrugs.

ASH

I don't know. How about you? You found it, too.

TELLY

Oh...I...remember this place.

The wind comes up, making the trees move and HISS. Ash breathes it in, closing his eyes.

ASH

Mmm. Love that night wind.

She stares at him, studying him a few seconds as the wind blows his hair and blows a leaf onto the shoulder of his jacket. She walks closer to him, almost reaches for that leaf, to take it off, but he opens his eyes. She leaves her hand there, stretched out to him - now as if offering it, and she says, quietly...

TELLY

I'm Telly.

He takes her hand.

ASH

Sure. I know. Dane's mom. We've met.

She nods, swallowing again. In a moment she moves to the swing beside him. She sits there. He likes that and he grins. She makes her swing move slightly. They sit there in the dark park, side by side, the swings creaking on their chains, the wind gusting through the dark trees, the children's voices laughing and shouting in the distance.

END