

The Marvelous Mrs. Maisei

"Pilot"

Written & Directed by

Amy Sherman-Palladino

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THE MARVELOUS MRS. MAISEL
"PILOT"
6TH REVISION BUFF

10/12/16

REVISED PAGES

BUFF REVISED PAGES:

Cast Memo, Set Memo, 7

THE MARVELOUS MRS. MAISEL
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CAST

MIRIAM "MIDGE" MAISEL	Rachel Brosnahan
ABE WEINBERG	Tony Shalhoub
SUSIE MYERSON	Alex Borstein
ROSE WEINBERG	Marin Hinkle
JOEL MAISEL	Michael Zegen
ARCHIE CLEARY	Joel Johnstone
IMOGENE CLEARY	Bailey De Young
LENNY BRUCE	Luke Kirby
VONNIE	Caitlin McGee
BAZ O'NEIL	Erik Lochtefeld
PENNY PANN	Holly Curran
PETRA	Alyssa McGuigan
FAN GIRL ONE	Betsy Hogg
PEROXIDE GIRL	Kyla Walker
FAN GIRL TWO	Emily Price
STRIPPER	Tansy
STRIPPER MC	Gilbert Gottfried
IRV	Richie Allan
LUTZI NEIDERMAN	Joel Rooks
LADY CUSTOMER	Barbara Miluski
ANTONIO	Victor Verhaeghe
JERRY	Jack O'Connell
MITCHELL FUNT	Wilbur Henry
GASLIGHT MC	Brian Tarantina
ZELDA	Matilda Szydagis
ETHAN MAISEL (3 y/o.)	Nunzio & Matteo Pascale
ESTHER MAISEL (1 y/o.)	Cadence & Kiera Magura
JANET SHAW	Aime Donna Kelly
BLONDE IN FRONT ROW	Haleigh Ciel
GUY WITH BLONDE	Matt Bailey
BATHROOM GUY	Matthew Hammond
UPPER WEST SIDE WOMAN	Laura Shoop
OFFICER PELUSO	Mike Massimino
BEATNIK	Benjamin C Mapp
POLICEWOMAN	Gina Costigan
TRACY	Keilly McQuail
YOUNG GUY IN A CAP	Rory Duffy
CHUBBY YOUNG MAN	Scott E. Long
HONEY BRUCE	Caitlin Mehner
ED SULLIVAN	Ed Sullivan
BOB NEWHART	Bob Newhart

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SETS

INTERIORS

BALLROOM
 BRYN MAWR DINING ROOM
 DORM ROOM
 STRIP CLUB
 BUTCHER SHOP
 MIDGE'S APARTMENT
 KITCHEN
 BEDROOM
 BATHROOM
 LIVING ROOM
 HALLWAY/FOYER
 DINING ROOM
 MIDGE'S APARTMENT BUILDING
 LOBBY
 HALLWAY
 ELEVATOR
 TRI-BOROUGH PLASTICS
 JOEL'S OFFICE
 OUTER OFFICE
 GASLIGHT CAFE
 CAB
 WEINBERG APARTMENT
 MIDGE'S OLD BEDROOM
 HALLWAY/FOYER
 LIVING ROOM
 ABE'S STUDY
 SUBWAY CAR
 POLICE CAR
 POLICE STATION
 FRONT DESK
 KETTLE OF FISH
 SUSIE'S APARTMENT
 PAMPHLET PARTY

OMIT

PENNY'S BUILDING
 HALLWAY

EXTERIORS

QUAD
 PARK
 UPPER WEST SIDE STREET
 RIVERSIDE PARK
 MIDGE'S APARTMENT BUILDING
 MIDTOWN OFFICE BUILDING
 GREENWICH VILLAGE
 CAB
 GASLIGHT CAFE
 KETTLE OF FISH
 SUBWAY STOP

OMIT

POLICE STATION
 PENNY'S BUILDING

THE SCREEN IS BLACK

The sound of a large room of people rustling in their seats.
A little clinking of forks on china.

MIDGE (O.S.)
Who gives a toast at her own
wedding?

FADE IN:

1 INT. BALLROOM - DAY - 1954

1

We come up on the beaming face of MIRIAM "MIDGE" MAISEL. 27, adorable, her eyes sparkle with satisfaction. Framed by a cloud of tulle, her face is full of perk, spunk, and complete ignorance that bad things could ever happen. Because today she has triumphed. Today is her wedding day.

MIDGE
I mean, who does that? Who stands
in the middle of a ballroom after
drinking three glasses of champagne
on a completely empty stomach, and
I mean completely empty because
fitting into this dress required no
solid food for three straight
weeks. Who does that? I do!

WE CUT WIDE:

The room breaks into applause. The packed ballroom is stuffed with guests dressed to the nines. Flowers, candles, and glittery snowflakes suspended from the ceiling like something out of Dr. Zhivago. Midge stands in the middle of this fairyland holding a microphone, wearing a perfect satin dress with cap sleeves and crinolines, crinolines, crinolines.

MIDGE (CONT'D)
This day is perfect. It's like a
dream. Or a nightmare if you're my
father.
(in an annoyed Jewish
father voice)
How much for flowers? Who eats
mushroom caps? How much if we cook
the meat ourselves? Does the
caterer have any idea what the Jews
just went through a few years ago?

ANGLE ON THE WEDDING TABLE

ABE WEINBERG sits next to his wife ROSE. He shrugs.

ABE
Well, it worked.

ANGLE ON MIDGE

MIDGE

But this day has been long in the planning. Anyone who knows me knows - I plan. At six, I decided Russian literature would be my major. At twelve, I found my signature haircut. At 13, I announced I was going to Bryn Mawr University.

ANGLE ON THE WEDDING TABLE

ROSE

(to the lady next to her)
Based on nothing, she moves to Pennsylvania.

ANGLE ON MIDGE

MIDGE

From day one I knew - that decision was a charmed one.

2 INT. BRYN MAWR DINING ROOM - DAY - FLASHBACK - 1949 2

Girls pour in a doorway, nervously looking for their place cards at the tables. FRESHMAN MIDGE appears in the doorway, stops and smiles.

MIDGE (V.O.)

First of all, my roommate, Petra, was friendly and fat which was perfect. I'll have someone to eat with but she won't steal my boyfriend.

A chubby, sweet-faced girl, PETRA, joins Miriam.

PETRA

Smells so good.

The two girls make their way over to a table and search for their name cards. They sit and Petra grabs the bread basket.

MIDGE (V.O.)

The campus was old and elegant. With ivy covered buildings, stained glass windows, and...

Midge glances down at the table and sees a butter pat on a tiny butter china dish, with the words "Bryn Mawr" carved elaborately in the center.

MIDGE

(in awe)
Monogrammed butter pats.

PETRA

What?

(sees)

Ooh.

Petra stabs the butter pat and smears it on her roll.

BACK TO WEDDING

MIDGE

This was a magical place. A place where butter was beautiful and I would learn everything. Where I would solve the mysteries of the universe and meet brilliant women, kindred spirits who would explore these brave new worlds with me.

3

INT. DORM ROOM - NIGHT - FLASHBACK - 1952

3

Three girls, including Midge, sit on lawn chairs wearing only their bras, with white foamy peroxide on their heads and a foamy peroxide triangle on their vaginas. Three other girls stand over them with Japanese paper fans fanning their heads and hoo-ha's furiously.

MIDGE

Oh my god! Why is it burning?

FAN GIRL ONE

It's supposed to. It's bleach.

MIDGE

It's awful! I hate you for this!

FAN GIRL ONE

It was your idea.

MIDGE

Never listen to me. I'm nuts.

(to the girl next to her)

Why aren't you in pain?

PEROXIDE GIRL

(shrugs)

I'm from Kansas.

MIDGE

I don't know what that means.

(to Fan Girl One)

How much longer?

FAN GIRL ONE

Ten minutes.

MIDGE

Jiminy Crickets!

Midge jumps up and runs out of the room.

PEROXIDE GIRL
Where are you going?
(to others)
Where is she going?

FAN GIRL TWO
I don't know.

The girls rush over to the window and push it open.

FAN GIRL ONE
Midge!

Through the window they see Midge run out on the lawn.

MIDGE
(calling out)
How long?

FAN GIRL TWO
(calls back)
Eight minutes!

MIDGE
Holy fuzzy Christ balls!

Midge runs in circles outside the window. Her friends LAUGH.

BACK TO WEDDING

MIDGE (CONT'D)
But all these marvelous adventures
were simply the preamble to my
ultimate destiny. I was going to
meet a man. A perfect man. He
would be 6'4, blonde, and his name
would be Dashiell or Stafford or...

4 EXT. QUAD - DAY - FLASHBACK - 1952

4

A mid-sized, dark haired, Judaically handsome boy smiles.

JOEL
Joel. Joel Maisel.

BACK TO WEDDING TABLE

The room APPLAUDS and LAUGHS. JOEL, sitting in the middle of
the wedding table, stands and takes a bow to the room.

JOEL (CONT'D)
Best buildup since "Iceman Cometh!"

MIDGE

Joel Maisel was my knight in
shining armor. A gift from God.
And he thought I was brilliant. He
took me to galleries, poetry
readings, Greek dramas...

5 INT. STRIP CLUB - NIGHT - FLASHBACK - 1953

5

Joel and Midge sit at a sticky table watching a stripper gyrate on stage to a SONG. She hits a twirling crescendo that sends one fringed tassel flying into the audience. The room APPLAUDS AND WHISTLES. She heads offstage. Midge rushes over, picks the pastie off the floor, runs up to the stage and waves it at the retreating stripper.

MIDGE

Excuse me! Miss? Miss?

The stripper turns and comes back.

STRIPPER

Thanks, Toots.

Midge takes her seat and turns to Joel.

MIDGE

She's gonna need that.

A RAGGED LOOKING MC comes out on stage.

STRIPPER MC

Misty Dreams, ladies and gentlemen.
Eighteen years old. In dog years.

(RIMSHOT)

Okay. I'm going to leave the jokes
to this next young man. Just out
of the merchant marines or some
patriotic shit like that, please
welcome - Lenny Bruce.

ANGLE ON MIDGE AND JOEL

JOEL

This is the guy I wanted you to
see.

MIDGE

No way he's funnier than Misty.

LENNY BRUCE, young, healthy, beginning of his career, comes onstage.

LENNY BRUCE

Thank you. Nice to be back in
Wichita. Oh, this isn't Wichita?
Well, wherever I am...

(MORE)

LENNY BRUCE (CONT'D)

So, I'm reading the papers today
and I see a story - there were
kids, eight and nine year old, that
were sniffing airplane glue to get
high on, these kids are responsible
for turning musicians onto a lot of
things they never knew about,
actually. So, I had a fantasy how
it happened. Kid is alone in his
room - it's Saturday. Kid is
played by George Macready.

(a la George Macready)

Well, let's see now, I'm all alone
in the room and it's Saturday.
I'll make an airplane! That's what
I'll do - I'll make a Lancaster -
good structural design. I'll get
the balsawood here, cut it out,
sand it off, now a little airplane
glue, I'll rub it on the rag and
(sniffs)
...heeeeey now, ha ha ha... oh I'm
getting loaded!

Joel glances at Midge, who's clearly now a fan. He smiles.
Over audience LAUGHTER--

MIDGE (V.O.)

Oh, the things Joel taught me.

6 EXT. PARK - NIGHT - FLASHBACK - 1953

6

Joel is screwing Midge up against a tree.

JOEL

(mid screw)

You know what I want?

MIDGE

Please don't say a virgin.

JOEL

I want to make you laugh every day
of your life.

MIDGE

Great. Not now, though.

JOEL

No. Not now.

As he pumps away Midge lifts up her hand and admires a brand
new engagement ring sparkling on her finger.

BACK TO WEDDING

MIDGE

I have been very lucky. I have
wonderful parents.

(MORE)

MIDGE (CONT'D)

I have lived a comfortable life.
And though I knew that love would
be great, I had no idea it would be
anything that could justify what I
paid for this dress.

ABE

What I paid for that dress.

MIDGE

And because it's better than
anything I could've imagined, I
thought I should get up here and
tell all of you that I love this
man, and yes, there is shrimp in
the eggrolls.

A loud roar of LAUGHTER from some and expressions of outrage
from others fill the room.

ROSE

(exasperated)

Miriam....

(running off calling)

Rabbi! Wait! Don't leave!

Rose chases after the rabbi as Abe argues with an irate old
man named IRV. *
*

ABE

You show me in the Bible where God
says you can't have shrimp!

IRV

Leviticus! "Whatever does not have
fins or scales you shall not eat." *

ABE

But did he say "shrimp"?! *

The madness continues as Midge and Joel smile at each other.
The camera widens to take in the chaos of the whole room.

FADE OUT:

CHYRON: FOUR YEARS LATER

FADE IN:

7 EXT. RIVERSIDE PARK - DAY

7

Anthony Newley's "ON A WONDERFUL DAY LIKE TODAY" plays as we
catch Midge walking purposefully down the path. Stylish,
great hair, a woman on a mission.

8 INT. BUTCHER SHOP - LATER 8

Midge bounces in. The place is crowded.

MIDGE
(to butcher)
Lutzi! We got the Rabbi!

Midge shoves her way to the counter.

LUTZI NEIDERMAN, the butcher, is at the other end helping a LADY CUSTOMER. He rushes over to Midge.

LUTZI
What? How? When?

MIDGE
We heard today. My mother fainted.
Then called four people, then
fainted again. This year on Yom
Kippur, Rabbi Krinsky will be
breaking fast at our house.

LUTZI
You're going to need some lamb.
The Rabbi loves his lamb.

The lady customer Lutzi was waiting on calls out.

LADY CUSTOMER
Excuse me, I was in the middle of
an order here.

MIDGE
I'm so sorry. What were you
getting?

LADY CUSTOMER
Pork chops.

MIDGE
(to Lutzi)
Put her pork chops on my tab. I
still can't believe it. The
Rabbi's been mad at us since the
wedding. It took four years of
apologies and a dreidel signed by
Sammy Davis Junior, but we finally
got the bastard.

LADY CUSTOMER
(horrified)
Disgraceful!

MIDGE
You like your free pork chops? Zip
it then.

LUTZI
Delivery Thursday?

MIDGE
After ten.
(grabs something)
I grabbed a couple of black and
whites.
(heading out, to the world)
We got the Rabbi!

9 EXT. MIDGE'S APARTMENT BUILDING - DAY 9

Midge marches into her elegant parkside residence.

10 INT. MIDGE'S APARTMENT BUILDING - LOBBY - CONTINUOUS 10

The doorman, ANTONIO, 60's, greets her warmly.

MIDGE
Antonio! I got you a black and
white.

ANTONIO
Well, thank you, Mrs. Maisel.

The elevator opens and Midge sweeps into it. An ancient operator, JERRY, sits on a stool.

MIDGE
Jerry! Nice tie. I got you a
black and white.

Jerry takes the cookie unsmilingly as the elevator closes.

11 INT. MIDGE'S APARTMENT BUILDING - HALLWAY - MOMENTS LATER 11

The elevator doors open. The classic common hallway features a large reproduction of a piece of modern art. It's slightly askew and she straightens it. Midge parades over to her apartment, 9C, wipes her feet on a cheery "Welcome" mat and goes in.

12 INT. MIDGE'S APARTMENT - FOYER - LIVING ROOM - CONTINUOUS 12

Midge walks through the foyer to the spacious, stylish, flower filled living room. Clearly there's some money here. She sets some things down and heads toward the kitchen.

13 INT. MIDGE'S APARTMENT - KITCHEN - MOMENTS LATER 13

Midge goes to the oven, takes out a brisket and tests it.

MIDGE
Perfect. You are perfect.

Midge takes a moment to gaze around her equally perfect kitchen. The phone RINGS. She answers it.

MIDGE (CONT'D)
(into phone)
Hello?

14 INT. TRI-BOROUGH PLASTICS - JOEL'S OFFICE - SAME TIME 14

Joel sits at a desk in his gleaming corner office. (WE WILL INTERCUT FOR THE REMAINDER OF THE PHONE CALL)

JOEL
(into phone)
You tell everyone about the rabbi?

MIDGE
What am I, a braggart? Please.
How's work?

JOEL
I believe something got sold today.
How's the brisket?

MIDGE
I'm buying it a sash and a crown.

JOEL
Good. We'll need it. I got a
terrible stage time for tonight.
1:45.

MIDGE
Yikes.

JOEL
I bowed out of my lunch meeting and
got downtown as quickly as I could
but that guy who runs the
Gaslight...

MIDGE
Baz. You must learn his name.

JOEL
Fine, Baz, still gave me the
crappiest time. He hates me.

MIDGE
Don't worry. We'll fix it.

JOEL
He doesn't see me as a real
comedian.

(MORE)

JOEL (CONT'D)
I mean, I'm not a real comedian,
yet. But, if he'd just give me a
better time...

MIDGE
We will fix it.

JOEL
1:45. No one is there at 1:45.

MIDGE
(mock surprise)
They're not? Oh, then we'll fix
it.

JOEL
I don't know what I'd do without
you.

MIDGE
You'd go on at 1:45.

JOEL
Bye-bye.

Midge hangs up and puts the brisket back in the oven.

15 INT. TRI-BOROUGH PLASTICS - JOEL'S OUTER OFFICE - NIGHT 15

Through the glass doors, we see Joel sitting with MITCHELL
FUNT, a portly, red-faced businessman. Joel is finishing a
joke.

JOEL
... So the waiter says, "Fine, I'll
try it."

16 INT. TRI-BOROUGH PLASTICS - JOEL'S OFFICE - CONTINUOUS 16

JOEL
He looks at the bowl and says
"where the hell is the spoon" and
the customer says "aha"!

MITCHELL
So, he didn't bring him a spoon.
(busts up LAUGHING)
And that's why he didn't eat the
soup!

JOEL
(stands)
No spoon!

MITCHELL

You can't eat a soup with no spoon!
(catching his breath)
Oh boy, that's a good joke there.

Joel walks Mitchell to the door and opens it.

PENNY, blonde, young, with a pleasant, slightly vacant face, sits at the desk outside.

JOEL

Penny, can you walk Mitchell down
to Al's office?

PENNY

Of course.

JOEL

(to Mitchell)
Al can take you through the specs.

MITCHELL

(chuckling to himself)
Okay. Boy, I'll be laughing about
that spoon for a week.

Penny leads Mitchell away as Joel closes the door. He takes a deep, relieved breath and goes to his desk, opens a drawer and pulls out a black turtleneck. He looks at himself in a mirrored piece of art. He takes off his coat and tie and shirt and pulls on the sweater and then runs his fingers through his hair to loosen it up a bit. As this happens, ARCHIE CLEARY, late twenties, with the same corporate look that Joel is trying to shed, comes in.

ARCHIE

I saw Funt heading down the hall.

JOEL

I sent him over to Al. He's fine.

ARCHIE

You going down to the Village
tonight?

JOEL

Midge will be here any minute.

ARCHIE

Joel Maisel, king of comedy.

JOEL

Alright, alright...

ARCHIE

Imogene is dying to see your act.
I tell her I don't know why. I see
you acting ridiculous all day long.

JOEL
Very amusing. Can I use that?

ARCHIE
Seriously. When can we come?

A small knock at the door. Midge, now dressed in her downtown outfit - black pedal pushers, sleeveless black sweater, ballet flats, and a scarf tied through her hair - pops in holding a Pyrex of brisket in her hands.

MIDGE
I have a cab waiting downstairs.
Hey, Archie.

JOEL
Why did you have him wait? We could've gotten another cab.

MIDGE
I know, but the driver's having trouble with his marriage and I hated to send him off like that.

Joel grabs his coat and they all head out.

ARCHIE
We'll come next week?

JOEL
Next week. Why not?

17 INT. TRI-BOROUGH PLASTICS - JOEL'S OUTER OFFICE - CONTINUOUS 17

Joel and Midge come out of his office.

JOEL
Good-night, Penny.

PENNY
(vacantly)
Night.

Joel heads off. Midge glances at Penny who is slowly putting pencils into an electric pencil sharpener, though not quite far enough to get the job done. She shakes her head, "Sad thing". She follows Joel.

18 EXT. MIDTOWN OFFICE BUILDING - MOMENTS LATER 18

Barbra Streisand's "IN OLD PEKING" plays. Midge and Joel rush into the waiting cab, and the cab takes off.

19 EXT. GREENWICH VILLAGE - NIGHT 19

The night life of bohemian Greenwich Village is out in full force. We find our cab turning onto Macdougall. Midge's face is plastered to the window taking in everything she can. From Midge's POV we see:

MONTAGE

Beatniks walk down the street.

A young couple have an argument in an apartment doorway.

A young guy walks down the street with a bird perched on his shoulder.

Two old women sit on a fire escape looking disapprovingly at a couple of young guys smoking a joint on an adjacent fire escape.

Three girls mime steps in unison to a song they're listening to on a transistor radio.

Tourists look over paintings for sale set up on the sidewalk by a middle-aged artsy guy.

A couple of beat cops hang out, chatting, watching the scene. A young girl offers them a plate of brownies and they each take one.

Two old guys are set up on the sidewalk playing chess.

A ragged-looking woman with overly done make-up pushes a cart with several small dogs in it.

END OF MONTAGE

The cab pulls over in front of "THE GASLIGHT CAFE". Midge gets out with the brisket. Joel hands the cabbie money. They head down the stairs into the Gaslight.

20 INT. GASLIGHT CAFE - CONTINUOUS 20

A dark and smoky basement turned basket house, the Gaslight is a performing space for singers, poets, performance artists, comedians, etc. The place is partially full. Onstage, a trio sings a version of "SIXTEEN TONS". Midge and Joel come down the stairs.

MIDGE
Packed house.

JOEL
It won't be at 1:45.

MIDGE

Oy my god, with the one track mind.
Go. Sit. Let the master work.

Joel heads off to find a table. Midge goes over to the bar. She finds an empty stool at the very end of it. She sets the brisket down, sits, and looks around. A PHONE on the wall right behind the bar rings. It rings again. And again. And again. And --

SUSIE (O.C.)

Fuuuuuuuuuck!!!!!!!

A tiny, angry woman pushes past Midge and grabs the phone.

SUSIE (CONT'D)

(into phone)

What?! Gaslight - what? Yes,
we're open... Don't know. When
everyone's gone.

SUSIE MYERSON, mid-30's, slams the phone down.

SUSIE (CONT'D)

Dr. Salk should find a vaccine for
morons.

(notices Midge)

Yes?

MIDGE

I'm looking for Baz.

SUSIE

Shitter. Back to the right.

MIDGE

I can wait till he's done.

SUSIE

(eyeing the Pyrex)

Is that the brisket?

MIDGE

It's for Baz.

BAZ O'NEIL, 40's, a bear of a man and the owner of the place, ambles over holding a beat up ledger.

BAZ

Did we pay the coffee guy?

SUSIE

Yes.

BAZ

(tossing the ledger on the
bar in front of her)

Where in here does it say that?

SUSIE
(pulls the ledger to her)
Jesus, Baz...

BAZ
Just find it.

SUSIE
(re: Midge)
That's looking for you, by the way.

Susie opens the ledger. Baz looks at Midge and smiles.

BAZ
Hello Midge. Is that--?

MIDGE
I made my brisket.

BAZ
(looking at the brisket)
So, I'm guessing your husband
doesn't like his time slot tonight.

MIDGE
No. He loves his time slot. He
loves any time slot. But see,
there's a tiny problem. Our
daughter is sick. Earache. And
1:45 is just so late I didn't know
what to do, so I thought maybe you
could move him earlier?

SUSIE
(looks up at Midge)
Didn't your son get the measles
last week?

MIDGE
What? Uh... Yes. He did.

SUSIE
And the week before that, your
mother had rickets.

MIDGE
She did. So painful.

SUSIE
Last month your sister-in-law broke
her toe - your brother threw out
his back... That's a lot of health
issues. Your family might want to
eat some fruit.

MIDGE
I'll take that into consideration.

BAZ
Okay. 10:30.

MIDGE
Really?

BAZ
Next time, I'd like some latkes.

MIDGE
I make great latkes. Genius
latkes. You won't be sorry!

Midge heads off triumphantly.

SUSIE
(to Baz; without looking
up)
Pussy.

ANGLE ON Joel sitting at a table anxiously smoking and
drinking coffee. Midge drops down in the chair next to him.

MIDGE
(casually)
10:30.

JOEL
You're kidding.

MIDGE
(points to her cheek)
Where's my kiss?

JOEL
I should be kissing the brisket.

Joel kisses her cheek and then happily takes his notes out.

21 INT. GASLIGHT CAFE - LATER

21

We PAN over the audience. The place is even more crowded
now. We land on the MC onstage.

GASLIGHT MC
The next act up is a nice, clean-
cut young man, your mother would
love him. He's a comedian. Give a
nice hand for Joel Maisel.

A nice round of APPLAUSE. Joel takes the stage.

JOEL

Thanks a lot. So, many of you may have read the book "The Hidden Persuaders" about Madison Avenue's marketing men and how they create the public personas we all learn to know and trust and vote for. Well, what if, during the Civil War, there was no Lincoln? What if they had to create him? This is a telephone conversation between Abe Lincoln and his press agent just before Gettysburg.

Midge takes a small worn notebook and pen out of her purse.

JOEL (CONT'D)

(mimes talking on a phone)

Hi, Abe sweetheart, how are ya, kid? How's Gettysburg? Sort of a drag, huh?

The audience LAUGHS. Midge writes it down in the book.

JOEL (CONT'D)

Well, Abe, you know them small Pennsylvania towns - you've seen one, you've seen 'em all.

A good LAUGH. Midge writes it down.

JOEL (CONT'D)

What's the problem?... You're thinking of shaving it off? Uh, Abe don't you see that's part of the image?... Right, with the shawl and the stovepipe hat and the string tie?... You don't have the shawl.

Another LAUGH. Midge happily writes it down. He's doing well tonight. Midge happily scans the room to watch the audience reacting to him. Suddenly she stops scanning.

ANGLE ON SUSIE

Susie leans against the performers' hang-out wall watching Joel. She's not smiling.

ANGLE ON MIDGE

The smile slowly fades from her face as she watches Susie watching Joel.

JOEL (CONT'D)

Where's the shawl, Abe?... You left it in Washington. What are you wearing, Abe?... A sort of cardigan.

ANGLE ON SUSIE

The audience LAUGHS. Susie shakes her head disgusted.

ANGLE ON MIDGE

She frowns. What the hell did the head shake mean?

JOEL (CONT'D)

Abe, don't you see that doesn't fit
with the string tie and beard?
Abe, would you leave the beard on
and get the shawl, huh?

The audience LAUGHS again. Susie walks off disgusted. Midge
tries to shake it off and refocus on her book.

22 EXT. GASLIGHT CAFE - LATER

22

Midge and Joel come up the stairs. Joel is in great spirits
counting some money in his hand.

JOEL

(re: money)

... Three dollars, thirty cents and
one subway token.

MIDGE

Ooh, I'll take the token.

JOEL

Tonight was great. I kill in a
good time slot. Kill! I need an
audience. I feed off an audience.
I finished, people started to
leave. Did you see that?

MIDGE

I almost left myself.

JOEL

10:30. Perfect slot. Get me that
slot again next time.

SUSIE (O.C.)

Hey!

Midge turns startled. Susie comes up holding the Pyrex.

SUSIE (CONT'D)

(hands it to Midge)

Here.

(to Joel)

Saw your act.

She stares at him for a long uncomfortable beat, then turns
back to Midge.

SUSIE (CONT'D)
Don't forget the latkes.

Susie leaves.

JOEL
Who's that guy?

MIDGE
She works there.

JOEL
Only in the village.

Joel steps out to hail a cab.

23 INT. CAB - MOVING - NIGHT

23

Joel is drifting off to sleep on Midge's shoulder. She's going over his act in the notebook.

MIDGE
You got three more laughs tonight than you did last time. And a couple of extra-like laughlets. I don't know what she was shaking her head for.

JOEL
(sleepily)
Hmmm?

MIDGE
Nothing. You were great.

JOEL
(sleepily)
I was great.

Beat.

MIDGE
You know, you don't really say hello to the audience. Maybe you should write a beginning. Something that says who you are or something. What do you think?

Joel is asleep. Midge sits there a beat. Then she starts to write in the notebook.

MIDGE (CONT'D)
(softly to herself)
"Good evening. Thank you for the nice..."
(scribbles it out)
"Good evening, ladies and gentlemen. What a nice..."
(MORE)

MIDGE (CONT'D)
(scribbles it out)
Nice is a bad bad word.
(writes)
"All that applause for me? What am I, putting out after?" "One standing ovation, everyone goes home pregnant."

Midge smiles at her own little joke.

24 INT. MIDGE'S APARTMENT - BEDROOM - LATER THAT NIGHT 24

Joel and Midge are getting into bed. Midge's hair and make-up are still night-out perfect.

MIDGE
Maybe you could do impressions to start. You do a great one of my Aunt Bertha ordering dinner, you know --
(a la Bertha)
"a garnish can be festive, but deadly."

Joel smiles at her and gives her a kiss.

JOEL
Good-night, Gracie.

MIDGE
Good-night, Gracie.

Joel turns off his bedside lamp. Midge turns off her light and lays there a beat. Joel starts to snore. Midge glances over, makes sure he's asleep, and quietly slips out of bed.

25 INT. MIDGE'S APARTMENT - BATHROOM - MOMENTS LATER 25

Midge snaps the light on, goes to the sink and takes off her eyelashes.

Midge washes her face.

Midge pin curls her hair.

Midge wraps her pin-curled hair in toilet paper.

Midge cold creams her face.

26 INT. MIDGE'S APARTMENT - BEDROOM - MOMENTS LATER 26

Midge enters, crosses to the window, and carefully pulls a window shade up a crack. She then slips back into bed. She glances at Joel. He's dead asleep. She settles in and closes her eyes.

27 EXT. UPPER WEST SIDE - DAWN 27

The almost empty streets are starting to stir.

28 INT. MIDGE'S APARTMENT - BEDROOM - SAME TIME 28

A shaft of light comes through a crack through the open shade, hitting Midge's face. Her eyes blink awake. She quickly peeks over her shoulder. Joel is dead asleep. She slips out of bed.

29 INT. MIDGE'S APARTMENT - BATHROOM - MOMENTS LATER 29

Midge takes the cold cream off her face.

Midge applies powder, lashes, and lipstick.

Midge unwraps the toilet paper from her head.

Midge un-pins her pin curls.

Midge brushes her hair and mists herself with perfume.

30 INT. MIDGE'S APARTMENT - BEDROOM - MOMENTS LATER 30

Midge carefully pulls the shade back down, blocking the light. She slips back into bed, gently puts her head down on the pillow and closes her eyes. Beat.

The ALARM CLOCK GOES OFF. Joel wakes up. He stretches and then glances over at Midge "sleeping". He shakes her.

JOEL
Hey. Morning.

Midge "wakes up" slowly. She turns to him.

MIDGE
(sleepily)
Did the alarm go off?

JOEL
It sure did.

He kisses her and smiles.

MIDGE
Wow. I didn't hear it at all.

JOEL
You never do.

Joel gets out of bed. Midge smiles. It worked again.

- 31 INT. MIDGE'S APARTMENT - HALLWAY - MORNING 31
Midge emerges from the bedroom perfectly dressed in a perky sleeveless dress. She heads to the kitchen.
- 32 INT. MIDGE'S APARTMENT - KITCHEN - MOMENTS LATER 32
Midge finishes washing the Pyrex. She dries it lovingly and puts it back on its proper shelf.
- 33 INT. MIDGE'S APARTMENT - LIVING ROOM - MOMENTS LATER 33
Midge sweeps through the room, grabs her purse and coat off the chair and exits.
- 34 INT. MIDGE'S APARTMENT BUILDING - HALLWAY - CONTINUOUS 34
Midge goes over to the elevator and pushes the button. Beat. The door opens. The ancient, unsmiling Jerry is on his stool.
- MIDGE
Morning, Jerry.
- The doors close.
- 35 INT. MIDGE'S APARTMENT BUILDING - ELEVATOR - CONTINUOUS 35
JERRY
Yesterday? That was a good cookie.
- MIDGE
I'm so glad.
- Midge glances up at the elevator numbers.
ANGLE ON THE NUMBERS
10 lights up. 11 lights up. 12 lights up. Ding.
- MIDGE (CONT'D)
See you later, Jerry.
- The door opens. Midge walks out.
- 36 INT. APARTMENT BUILDING 12TH FLOOR - HALLWAY - CONTINUOUS 36
Midge walks over to apartment 12C and walks on in.
- 37 INT. WEINBERG APARTMENT - CONTINUOUS 37
Midge walks in.

MIDGE
(calling out)
Hello! It's me.

ZELDA, the Weinberg's crisply uniformed maid, comes out.

ZELDA
Morning, Ms. Miriam. Can I get you
some coffee?

MIDGE
Oh, yes Zelda, please.

Midge walks over to the den. This is Abe's domain. Big leather reading chair and his baby grand piano. The door is open. Abe sits reading the paper. ETHAN, Midge's three year old son, lays on the floor also "reading" the paper.

MIDGE (CONT'D)
Morning, Papa.

Abe nods but keeps reading.

MIDGE (CONT'D)
Morning, Ethan.

Ethan just keeps reading his paper.

MIDGE (CONT'D)
Morning, Ethan.
(nothing)
Ethan?
(nothing)
Ethan?
(nothing)
Ethan?
(nothing)
Ethan?
(nothing)
Etha-- Oh, never mind.

Midge starts off. Zelda appears and hands her a coffee. Rose walks up in a feather trimmed satin dressing gown like something out of an MGM musical.

ROSE
Did you get coffee?

MIDGE
And a great welcome from my son.

ROSE
(shrugs)
Men.

MIDGE
Thanks for taking the kids last
night. Were they okay?

ROSE
(leading Midge away)
We need to talk about the baby.

MIDGE
Why? What's the matter with her?

38 INT. WEINBERG APARTMENT - MIDGE'S OLD BEDROOM - MOMENTS 38
LATER

Very pink, very feminine. Rose and Midge enter and walk over to a crib.

ROSE
(pointing to the baby)
That forehead is not improving.

Rose lifts ESTHER (1) out and lays her down on the bed.

MIDGE
What? Are you sure?

ROSE
It's getting bigger. The whole face will be out of proportion.

MIDGE
But look at her nose. It's elongating now, see?

ROSE
The nose is not the problem. The nose you can fix. But this gigantic forehead...

MIDGE
Well, there's always bangs.

ROSE
I'm just afraid she's not a very pretty girl.

MIDGE
Mama, she's a baby.

ROSE
I just want her to be happy. It's easier to be happy when you're pretty.
(looks at Esther and sighs)
You're right. Bangs will help.

The door opens. Abe shoves Ethan into the room, as if to say "Grandpa time is over," and exits, shutting the door.

39 INT. WEINBERG APARTMENT - HALLWAY/FOYER - MOMENTS LATER 39

Abe makes his way back to his study. He stops short at the doorway when he spots something.

ABE
(exasperated)
Zelda, don't clean in here. It's
fine just the way it is.

Abe goes into the study and Zelda scurries out of it as Rose (carrying Esther), Midge, and Ethan head down the hallway.

ROSE
(to Midge)
How did Joel's little show go?

MIDGE
It went very well.

ROSE
I still don't understand this whole
thing. Who is he performing for?

MIDGE
Anyone who shows up.

Abe crosses from his study into the kitchen.

ROSE
And they pay you?

MIDGE
They pass a basket around at the
end of your set and whatever's in
it you get to take home.

ROSE
If you need money, we can give you
money.

MIDGE
We don't need money. Joel is funny
and he likes to do his comedy.

ROSE
But how long are you going to be
doing this? Running around at
night, taking money from strangers
like a schnorrer?

MIDGE
As long as it's fun.

ROSE
Hmm.
(she taps Midge's biceps)
Six to nine more months left on
those arms.

MIDGE

Really? I've been doing those exercises with the soup cans.

ROSE

Forget the cans. Buy a bolero.

Abe comes out of the kitchen with a cup of coffee and crosses behind them back into his study.

ABE (O.C.)

How did you get in here?

ZELDA (O.C.)

I came through the other door.

ABE (O.C.)

Just because a door is there does not mean you use it. A door does not represent infinite possibilities!

Abe and Zelda continue on like this in the background as Rose puts Esther in a pram.

MIDGE

Ethan, go get your coat.

Ethan goes to the coat rack to fetch his coat.

ROSE

Is everything ordered for next week?

MIDGE

Yes. All done.

ABE (O.C.)

(to Zelda)

You have a whole apartment to clean! Leave this room the way it is!

ROSE

(to Midge)

I thought we'd do dinner at your place. Your dining room is bigger than ours.

ABE (O.C.)

Our dining room is fine!

ROSE

If you don't entertain, it's fine!

MIDGE

I'll call you later. Bye, Papa.

(to Ethan)

Say good-bye, Ethan.

(MORE)

MIDGE (CONT'D)
(nothing)
Ethan?
(nothing)
Ethan?
(nothing)
Eth-- oh never mind.

As Midge pushes the pram and Ethan out the door, we see Abe appear in the living room, still addressing an off-camera Zelda.

ABE
(indicates the living room,
dining room, etc.)
Clean here, clean here, clean here,
just don't clean--
(looks back at his study)
What are you doing? Put that down!

Abe marches back into his study.

40 INT. MIDGE'S APARTMENT - LIVING ROOM - EVENING

40

Midge stands in the middle of the room wearing a black leotard and black tights measuring her ankles with a tape-measure. Her friend IMOGENE is sprawled out on the couch. A pitcher of daiquiris and a couple of glasses sit on the coffee table. The television is on. Imogene has a pen and a thick black leather binder on her lap.

IMOGENE
So, she's going on and on about
this miracle treatment she had done
in Mexico. It involved goat's milk
and avocados.

MIDGE
Right ankle 6. Left ankle 6.

IMOGENE
(writes in the binder)
They smear it on your face, wrap a
hot towel around your head and
stick two straws up your nose...

MIDGE
Right calf 13. Left calf 12 and
three quarters.

IMOGENE
(writes in binder)
... so you can breathe, you know,
through the straws, then they put
you in a boat, and they row you out
to sea...

MIDGE

Right thigh 18 and a half.

IMOGENE

(writes in binder)

... way out, like a full two miles,
and they drop the anchor and you
sit there for four hours. Then...

MIDGE

Left thigh 19.

IMOGENE

(writes in binder)

... They row you back in and...

MIDGE

Hips 34.

IMOGENE

(writes in binder)

... they scrape you down...

MIDGE

Waist 25.

IMOGENE

(writes in binder)

... slap you in the face with old
banana skins...

MIDGE

Bust 34.

IMOGENE

(writes in binder)

...charge you 75 dollars and send
you home. She thinks she looks 20.
I think she looks the same.

(glances at the binder)

God, you're so proportional. How
long have you been measuring
yourself like this?

MIDGE

Everyday for ten years.

IMOGENE

Even when you were pregnant?

(flipping through)

There's not enough daiquiris in the
world....

Midge's attention is drawn to the TV.

ANGLE ON the TV. ED SULLIVAN stands in front of a curtain.

ED SULLIVAN (ON TV)

Now ladies and gentleman, here on
our stage all the way from Chicago,
one of the great comedy recording
stars in the country, Bob Newhart!
So let's hear it for him.

The image dissolves to Bob Newhart on The Ed Sullivan stage. Ed Sullivan enters and shakes Bob Newhart's hand.

The door opens. Joel rushes in.

MIDGE

There you are. Are you hungry? I made curry and ordered Chinese in case it's awful.

JOEL

I'm sure it's fine. Did we have children?

MIDGE

They're upstairs.

JOEL

Hi, Imogene.

IMOGENE

Hey Joel. Did you hear we're coming downtown to see you tomorrow night? We haven't been below fourteenth in months. We're very excited.

JOEL

Don't expect too much.

Joel heads into the kitchen.

IMOGENE

Oh, you'd better be great. I'm going to wear a beret.

(to Midge)

See you tomorrow.

Imogene gets up, grabs her purse and coat.

IMOGENE (CONT'D)

(calls off)

Good-bye Joel.

Imogene exits.

JOEL (O.C.)

The curry's terrible. We'll have the take-out.

Midge sips her drink. The audio from the TV draws her attention. We stay on her as she watches and listens.

BOB NEWHART (V.O., FROM TV)

Listen Abe, what's the problem?... You're thinking of shaving it off. Uh, Abe don't you see that's part of the image?... Right, with shawl and stovepipe hat and string tie.

She sits up.

BOB NEWHART (V.O., FROM TV) (CONT'D)
You don't have the shawl. Where's
the shawl, Abe?... You left it in
Washington. What are you wearing,
Abe? A sort of cardigan?

Midge frowns.

MIDGE
Joel?

She gets up and heads into the kitchen.

MIDGE (CONT'D)
Joel?!

41 INT. MIDGE'S APARTMENT - KITCHEN - MOMENTS LATER 41

Joel is eating Chinese take-out from the container. Midge
comes in furious.

MIDGE
You're not going to believe this.
Bob Newhart is doing your act.

JOEL
What?

MIDGE
Bob Newhart. He's on Ed Sullivan
doing your act. He must've come to
the club one night and seen you
perform.

Joel goes to a cupboard and starts looking for something.

MIDGE (CONT'D)
And now he's on television doing it
just like you do. Well, it's a
little different because he does it
faster, which is better actually,
but that's beside the point.

Joel pulls out a bowl and dumps a container of rice into it.

MIDGE (CONT'D)
I'm mad! Aren't you mad?

JOEL
(starts opening all the
take out containers)
Midge, relax.

MIDGE
You're not mad.

JOEL
No.

MIDGE
Or stunned.

Joel grabs a fork from a drawer.

MIDGE (CONT'D)
Not even mildly bemused?

JOEL
It's his act.

Beat.

MIDGE
I don't...
(beat)
... what?

JOEL
(re: take out)
Are you going to put the rest of
this on a platter?

MIDGE
How is it his act? How did you
know his act?

Joel goes back to the cupboard and looks for a platter.

JOEL
(casually)
I've got his record.

MIDGE
So you... stole Bob Newhart's act?

JOEL
(finds a platter)
It's fine, everybody does it.

MIDGE
Everybody steals his act?

JOEL
(puts the food on platter)
Yes. No. Not steals. Borrows.
It's no big deal.

MIDGE
It's not? When I found out June
Friedman used my meatloaf recipe I
almost stabbed her in the eye with
a fork.

JOEL
Everybody in comedy steals --

MIDGE

Borrows --

JOEL

Borrows everybody else's jokes. Especially at the beginning. Bob Newhart probably used Henny Youngman's stuff when he started. That's how it's done.

MIDGE

Oh. Well, if that's how it's done.

JOEL

It is.

Beat.

MIDGE

I thought you'd written it. That act. I feel a little silly now.

JOEL

Well, I did put my spin on it.

MIDGE

Yes. You slowed it down.

JOEL

And my inflection is different.

MIDGE

Right. Well, I'm new to this, so...

JOEL

You'll learn.

MIDGE

Yeah. I guess so.

Joel gathers up the food and forks and knives.

JOEL

You want a drink?

He heads out.

MIDGE

Sure.

(to herself)

I guess I should go apologize to June Friedman now.

Midge stands there feeling slightly disappointed.

42 EXT. UPPER WEST SIDE - AFTERNOON 42

The streets are bustling. The leaves are turning. A breeze blows orange and gold leaves through the air.

43 INT. MIDGE'S APARTMENT - KITCHEN - AFTERNOON 43

Esther sits in a highchair. Midge is wrapping the measuring tape around Esther's forehead. The PHONE RINGS. Midge answers it.

MIDGE

Hello?

JOEL (O.C)

(panicked)

How's the brisket? Is it okay?

MIDGE

Do you know something I don't?

44 INT. TRI-BOROUGH PLASTICS - JOEL'S OFFICE - CONTINUOUS 44

Joel paces, clearly agitated. We will INTERCUT for the remainder of the phone call.

JOEL

Just answer the question, Midge!

MIDGE

Yes, it's fine. What's the matter?

JOEL

I had to work straight through lunch so I couldn't get downtown to get a time for tonight. Tonight! Understand?

MIDGE

Tonight. Yes, I understand.

JOEL

Archie and Imogene are coming, remember?

MIDGE

Of course I remember.

JOEL

They're coming tonight and I don't have a time. You know what? Cancel them. Tell them I'm sick.

MIDGE

But they've got a babysitter. It's all arranged.

JOEL
I should've changed that lunch.
Damn it.

MIDGE
Joel. Come on. I promise, you'll
get on. I'll bring the brisket,
I'll do my thing... Everything will
be fine. Okay?

JOEL
(calming down)
Okay.

MIDGE
Hey, remember, this whole comedy
thing, it's supposed to be fun.
That's why we do it, right?

JOEL
(deep breath)
You'll have to bring me my show
sweater. I left it at home.

MIDGE
I can do that.

JOEL
And you have to be here right at
eight.

MIDGE
I will be on time.

JOEL
Okay. I should go.

Midge hangs up and turns back to Esther.

MIDGE
Your daddy's crazy. Now let's
measure that forehead.

45 INT. CAB - MOVING - EVENING

45

Midge is dressed in her downtown clothes except for the
addition of a short jacket. Her cab comes to a stop.

MIDGE
(to driver)
I'll just be a minute --

The door flies open and Joel gets in and slams the door.

MIDGE (CONT'D)
(startled)
Geez!

JOEL
Where the hell have you been? It's
eight-thirty!

MIDGE
I'm sorry, I...

JOEL
(to the driver)
Go, go!

A46 INT./EXT. CAB - MOVING - CONTINUOUS

A46

The cab pulls away.

JOEL
Do you have my sweater?

MIDGE
(hands it to him)
You didn't have to stand out there.
I would've come up.

JOEL
(starts to put it on)
If you get here at eight, you come
up.
(notices something)
Are you kidding me?

MIDGE
What?

JOEL
(holds out the sweater)
Holes! Holes everywhere!

MIDGE
What?

Midge grabs the sweater and examines it.

JOEL
I can't believe you didn't look at
it before you left the house.

MIDGE
I was in a hurry to meet you.
(off sweater)
You can hardly see them.

JOEL
Hardly see --?
(grabs the sweater back)
Look! A hole here, a hole here,
two holes here... I mean, how does
this happen?

MIDGE
It was probably a moth.

JOEL
A moth.

MIDGE
Yes.

JOEL
What moth?

MIDGE
(getting testy)
Ted. It was Ted the moth. Dime
sized holes. That's his signature.

JOEL
You think this is funny?

MIDGE
I think it doesn't matter.

JOEL
I'm going on stage with holes in my
shirt like a bum.

MIDGE
It's downtown. If you have
underwear on, you're overdressed.

Joel shoots her a look.

46 INT. GASLIGHT CAFE - MOMENTS LATER

46

No one is on stage and a jazz record plays. Joel and Midge
come down to the usual smoky packed room. Joel, now wearing
his hole-y sweater, is unhappy.

MIDGE
(let's turn this around)
Hey, why don't you talk about it?

JOEL
About what?

MIDGE
About your sweater. You know, joke
about it in your act. It would be
fun. Personal. Yours.

JOEL
I don't know...
(spots something, sighs)
Great. They're here.

MIDGE

Okay, Joel, why don't you go join them? Get some coffee, calm down, and I'll go deal with this, okay?

JOEL

Fine. Hurry.

Joel walks off. Midge and the brisket make their way over to the bar. There's no Baz in sight, but Susie sits there working the books. Midge walks up to her.

MIDGE

Excuse me... Is Baz around?

SUSIE

Nope.

Midge looks around helplessly.

MIDGE

Uh... do you know where he is? The shitter perhaps?

SUSIE

He's out.

MIDGE

Do you know when he'll be back?

SUSIE

Nope.

MIDGE

Nope.

(well it's worth a try)

Excuse me, see my husband, Joel Maisel, over there?

(Susie doesn't look)

... Okay. He couldn't get away from work to come down here earlier for a time... To perform? He's a comedian.

(Susie still doesn't look up)

Anyhow, it was a crazy day at his work and see, tonight our best friends came, the Cleary's...

SUSIE

(looks up, "interested")

The Cleary's are here? You're kidding, where?

MIDGE

Over there.

SUSIE

(looks)

Well, I'll be damned. That is exciting. The Cleary's. Wow.

Susie looks back at her ledger.

MIDGE

(gets the dig, bites her tongue)

Anyhow, I was wondering if you could find a way to give my husband a better time? Preferably before 11:30.

SUSIE

Why isn't he over here?

MIDGE

What?

SUSIE

Mr. Saturday Night. Why isn't he asking for the time? Why are you asking for the time?

MIDGE

Well... I have the brisket.

SUSIE

And the latkes?

MIDGE

("oh shit, I forgot")

I'll bring 'em next time.

Susie sighs and does the "jack-off" gesture, and looks back down at the ledger.

MIDGE (CONT'D)

So... Anything you could do would be great. So...

(puts the brisket down)

Thanks.

Midge hesitates a beat then gives up and heads off.

ANGLE ON JOEL, ARCHIE AND IMOGENE'S TABLE

ARCHIE

(pointing)

That looks like Allen Ginsberg. Imogene, doesn't that look like Allen Ginsberg?

JOEL

(grumpy)

Everyone here looks like Allen Ginsberg.

Midge walks up.

ARCHIE
Hey there, kitten.

Midge kisses them and sits.

IMOGENE
(gleefully)
This place is perfectly filthy.

MIDGE
You should see the bathroom.

JOEL
(grumpy)
Don't go in the bathroom.

IMOGENE
Well, now I'm definitely going in
the bathroom.

A waitress, VONNIE, puts down four cappacinos. Joel digs in
his pocket.

ARCHIE
Oh no, I got this. A starving
artist never pays.

JOEL
I'm not a starving artist.

ARCHIE
Your sweater tells another story.
(tosses a bill on the
waitress tray)
Here you go.

JOEL
(sotto to Midge)
So, what did he say?

MIDGE
Uh... he wasn't here but the lady
said she'd work it out.

A folksy duo - two guys, two guitars - take the stage. They
tune-up during the following.

JOEL
I want a real drink. There's a bar
next door.
(to Archie)
You want to get a drink?

ARCHIE
Right behind you. I swear that's
Allen Ginsberg.

The men exit.

 IMOGENE
 He's tense.

 MIDGE
 Yes, well... Show-biz.

The ladies LAUGH.

 IMOGENE
 That is the cutest bolero.

 MIDGE
 Thanks. My mother got it for me.

47 INT. GASLIGHT CAFE - MUCH MUCH LATER

47

Midge, Joel and Imogene sit, many cigarettes crushed out in their ashtray. Joel's mood is getting darker by the moment. Midge nervously checks her watch. Archie rejoins them.

 ARCHIE
 It's not Allen Ginsberg.

 JOEL
 (to Midge)
 When the hell am I going on?

 MIDGE
 I don't know. Soon.

ANGLE ON THE STAGE-- The MC gets behind the mic.

 GASLIGHT MC
 Next up - a lady fresh off some
 boat from somewhere. Janet Shaw.

JANET SHAW takes the stage.

 JANET
 This poem is about Spokane.
 (beat)
 "Spokane, Spokane, Spokane, man."

ANGLE ON TABLE

Joel shoots Midge a look.

 MIDGE
 I'll be right back.

Midge rushes off.

ANGLE ON THE BAR

Midge walks up to Vonnie as she makes coffee.

MIDGE (CONT'D)
Where is she?

VONNIE
Who?

MIDGE
The one who looks like she lives
under a bridge.

VONNIE
Oh Susie. She went out.

MIDGE
Do you know where?

VONNIE
God no. Who would ask?

ANGLE ON THE TABLE

Archie and Imogene are standing putting their coats on.
Midge approaches.

MIDGE
Any minute now.

ARCHIE
Kitten, we're going to have to take
a rain check.

IMOGENE
It was a blast though.

MIDGE
Please. Wait just a few...

JOEL
We're going, too.

MIDGE
What? We can't go.

JOEL
I have an early morning meeting.

MIDGE
Joel...

ARCHIE
I say we just tell everyone it was
Allen Ginsberg.

Susie walks by.

SUSIE
(to Joel)
You're up.

She's off.

JOEL
What? What did he say?

MIDGE
I think she said you're up.

IMOGENE
(quickly sits back down)
Oh goody.

ANGLE ON STAGE

GASLIGHT MC
Thank you, Janet Shaw. Don't need
to go to Spokane now.
(looks at his paper)
Okay... next up, a comedian.

ANGLE ON OUR FOURSOME

Archie sits back down.

IMOGENE
That's you.
(adjusts her beret)
Go be funny.

GASLIGHT MC
Joel Maisel.

Archie and Imogene whoop it up. Seeing no way out, Joel
heads up onstage. Midge gets out her notebook.

ANGLE ON STAGE

Joel gets behind the microphone. He's clearly a bit rattled.

JOEL
Thank you. Thanks. Uh...

Joel looks nervously at Midge. She smiles encouragingly.

IMOGENE
(squeezing Midge's arm)
So exciting.

JOEL
(weakly)
So, my sweater, it's a new sweater,
but I asked my wife to bring it to
me because I work during the day,
so she does and I put it on.

(MORE)

JOEL (CONT'D)
(pulls at his sweater)
Holes. Holes in my sweater.

No laughs. Imogene and Archie glance at each other.

JOEL (CONT'D)
So, I ask how did this happen and she says moths. And I'm like, moths? What moths? And she says Ted.
(Crickets)
Ted the moth.

Silence. A COUGH. More silence.

IMOGENE
(smiling to Midge)
He's very avant garde.

Midge smiles weakly then looks back at Joel panicked, mortified, and heartbroken all at once.

JOEL
That was just something that... happened. Okay, uh so...
(hurrying past that last bit as fast as he can)
Anyhow, this is a press agent talking to Abe Lincoln.
(starts phone bit)
Hey Abe, sweetheart, how's...
(backtracks, awkwardly)
Oh, uh, did anyone read "The Hidden Persuaders"? It's about marketing agents and they had to create Abe Lincoln. I mean, if they had to create Abe Lincoln. The book's not about that. This bit... anyhow.
(as if talking to a phone)
Hey Abe, sweetheart, how's Gettysburg? Kind of a drag, huh?

Archie slumps in his seat. Imogene tugs at her beret. Midge watches miserably as Joel continues to go down in flames.

48 INT. CAB - MOVING - LATER THAT NIGHT

48

Midge and Joel sit in silence for a beat.

JOEL
(seething)
You told me to talk about my sweater.

MIDGE
I know.
(beat)
(MORE)

MIDGE (CONT'D)
I just thought you'd put it in some
sort of joke form or something.
(off his look)
Sorry.

They drive on in silence. Midge takes out the notebook.

JOEL
Don't.

She puts the notebook away. No more talking tonight.

49 INT. MIDGE'S APARTMENT - BEDROOM - NIGHT 49

Joel pulls the turtle neck sweater off and throws it in the corner. He sits on the edge of the bed. Midge walks in.

MIDGE
Can I get you anything?

Joel doesn't answer. Midge heads into the bathroom.

50 INT. MIDGE'S APARTMENT - BATHROOM - CONTINUOUS 50

Midge sinks down onto her vanity stool. She kicks off her shoes and sits there miserable. After a beat she takes a deep breath, gets up, and starts undressing.

51 INT. MIDGE'S APARTMENT - BEDROOM - A LITTLE LATER 51

Midge, now in her nightgown, hair and make-up still evening perfect, comes out of the bathroom. She sees something and stops in her tracks.

MIDGE
What are you doing?

Joel is stuffing clothes into a suitcase on the bed. He looks at her and stops.

JOEL
I have to go.

Midge stares at him confused.

JOEL (CONT'D)
I have to leave.

Midge stares at him still confused.

JOEL (CONT'D)
You. I have to leave you.

Beat.

MIDGE
That's my suitcase.

JOEL
It is?

MIDGE
You're leaving me with my suitcase?
(beat)
But... tomorrow's Yom Kippur.
(he doesn't answer)
Joel?

JOEL
I'm... I'm not happy.

MIDGE
No one's happy. It's Yom Kippur.

JOEL
I don't know how to do this. I'm
not good at things like this.

MIDGE
Things like what? Like leaving me?

JOEL
Yes.

MIDGE
Well, then don't. Practice a
little. Do it later when you're
more confident about the moves.

JOEL
Midge...

MIDGE
(pleading)
Joel... the Rabbi's coming.

JOEL
I know he is.

MIDGE
Five years we've been trying to get
the Rabbi. This year, we got him.
We got the Rabbi!

JOEL
I should go.

MIDGE
No. Please. I don't understand.

JOEL
I thought my life was going to be
something different. I thought I
was going to be someone different.
(MORE)

JOEL (CONT'D)

But tonight was just so terrible...
I mean, a room full of people just
watching me bomb...

MIDGE

It was one stupid night...

JOEL

And I'm up there dying and I'm
thinking about last week. We're in
Temple and the Rabbi tells that
stupid Sodom and Gomorrah joke and
suddenly the whole synagogue goes
nuts.

MIDGE

So?

JOEL

He got more laughs in five minutes
than I did in five months.

MIDGE

You're jealous of the Rabbi? He
was in Buchenwald! Throw him a
bone!

JOEL

Did you ever think you were
supposed to be something and then
you suddenly realized you're not?

MIDGE

Yes. Married.

JOEL

Good. That's good. You're good.

MIDGE

Joel, please...

JOEL

I'm never going to be a
professional comedian, Midge.
Never.

MIDGE

Well... of course not.

JOEL

What do you mean "of course not"?

MIDGE

What do you mean what do I mean?

JOEL

What did you think all those nights
at the club were?

MIDGE

I thought they were fun. They were our fun couples thing. You know, like how the Morgensterns play golf, or how the Myers ballroom dance, or how the Levins pretend they're from Warsaw once a week to get ten percent off at that Polish restaurant that has "Kielbasa" nights...

JOEL

I can't believe this.

MIDGE

I never knew you were serious about it.

JOEL

Of course I was serious, Miriam! What the hell ever made you think I wasn't serious?

MIDGE

Well, for starters, you were doing someone else's act.

JOEL

I told you everybody does that when they start!

MIDGE

If you really wanted to be a comedian you should've written a joke.

JOEL

I tried with the "Ted" thing!

MIDGE

I wrote the "Ted" thing!

JOEL

And it bombed!

MIDGE

Because you killed it!

JOEL

Forget it.

MIDGE

Joel, come on. You have a job.

JOEL

But comedy was a dream. Do you know what a dream is? A dream is what keeps you going in a job you hate.

MIDGE

Since when do you hate your job?

JOEL

Do you know what I do, Midge?

MIDGE

You're the vice president in charge of...

JOEL

No. I mean, do you know what I do every day? Day in and day out? What the actual physical machinations of my job are?

MIDGE

No.

JOEL

Neither do I! I take meetings and make phone calls, I shuffle paper around and I have no idea what the hell I actually do.

MIDGE

Well, maybe if you did, you'd like it more.

JOEL

I just thought with the brisket and the notebook, I thought that you understood.

MIDGE

I'm sorry...

JOEL

Yeah. Me too...

MIDGE

But Joel, you can't just leave. I love you. We have a home. We have children. They're gonna notice.

JOEL

I have to go.

MIDGE

No! Wait, please, I'll be better. I'll do better. I'll pay more attention. You can quit your job. You can go to the club every night. I'll buy more notebooks and...

JOEL

I've been having an affair.

The wind is knocked right out of her.

JOEL (CONT'D)

It's been going on for months and I thought it was a phase but now...

MIDGE

Who?

JOEL

Penny.

MIDGE

Your secretary? You're leaving me for the girl who can't figure out how to sharpen a pencil?

JOEL

It's not about her. And it was a new sharpener...

MIDGE

It was electric! All she had to do was push!

JOEL

Don't you understand? I need to start over.

MIDGE

With her. She wins.

JOEL

This isn't a contest.

(deep breath)

I just don't want this life. This whole Upper West Side, classic six, best seats in Temple...

MIDGE

Wife, two kids...

JOEL

I just don't... want it.

Joel stands there a beat.

JOEL (CONT'D)

So, you'll tell your parents for me?

MIDGE

That might be the funniest thing you've ever said.

JOEL

Honey, I'm...

MIDGE

Tomorrow is Yom Kippur, I have thirty people and a Rabbi coming for dinner and this is the moment you pick to tell me you're going to march off into the sunset with your half-wit secretary.

(beat)

Can I just say, that you have... the worst timing ever?!!!

JOEL

(sincerely)

I'm sorry.

MIDGE

Go. Leave. Buy some pens on the way home. You'll need them.

Joel looks at her sadly a beat. He closes up the suitcase.

JOEL

I'm not proud of myself.

MIDGE

Oh, well as long as you're not proud...

Joel walks out of the bedroom. Midge trails after him.

52 INT. MIDGE'S APARTMENT - HALLWAY/FOYER - CONTINUOUS 52

Without slowing down or looking back, Joel goes down the hallway and walks out the front door. Midge follows. She reaches the door and grabs it before it closes. She watches as Joel walks down the hall and disappears into the elevator area. We hear the elevator DING and the doors open.

JERRY (O.C.)

Evening, Mr. Maisel. Going on a trip?

Midge numbly closes the door.

A53 INT. WEINBERG APARTMENT - LIVING ROOM - NIGHT - MINUTES LATER A53

Abe lies on the couch asleep. The TV's on. Midge enters, still in her nightgown, and quietly approaches Abe.

MIDGE

Papa?

Abe opens his eyes and sees Midge.

ABE

(calling off)

Rose!

Abe gets up and turns the TV off.

MIDGE

Papa...

ABE

Rose! Rose!

Rose enters from the study and stands next to Abe in front of the couch.

ROSE

I'm here, my god.

(spots Midge)

What are you wearing? It's not thinning.

MIDGE

I have something to tell you. You should both sit.

Rose and Abe remain standing. Midge drops into a chair.

MIDGE (CONT'D)

Joel just packed my suitcase and left. He's gone.

ROSE

Joel left you?

MIDGE

Yes.

Beat.

ROSE

With your suitcase?

MIDGE

Yes.

ROSE

Why? What did you do?

MIDGE

Nothing. I didn't do anything.

Abe storms into his study, slamming the door.

MIDGE (CONT'D)

He's in love with his secretary.

ROSE

Did you know this? Did you know he was having an affair?

MIDGE

No! Of course I didn't know!

A loud "BANG!" is heard from Abe's study. Midge jumps, startled.

MIDGE (CONT'D)

God!

ROSE

This girl, is she, oh my God, is she pregnant?

Another large "CRASH!"

MIDGE

(jumps)

Shit!

ROSE

Did you talk like that around him?
Did you use sailor talk?

MIDGE

No, I didn't use sailor talk.

Another "BANG!" is heard from the other room.

ROSE

She must be pregnant. A man doesn't leave unless the girlfriend is pregnant.

"CRASH!"

MIDGE

What the hell is he doing?

ROSE

He's mad.

MIDGE

At who? At me?!

ROSE

Shhh! They'll hear.

MIDGE

Who'll hear?

ROSE

(gesturing everywhere)
Them, them.

MIDGE

Who's them?

Rose collapses on the couch, sobbing.

MIDGE (CONT'D)

Mama...

A loud angry version of Rachmaninoff's concerto No. 2 in C minor bellows through the apartment. Midge knocks on the study door.

MIDGE (CONT'D)

Papa!

B53 INT. WEINBERG APARTMENT - ABE'S STUDY - CONTINUOUS B53

Abe is at his piano playing like he's mad at the keys. Midge opens the door and storms over to him.

MIDGE

Why are you mad? I didn't do anything wrong!

Abe slams the piano cover shut and whirls around on her.

ABE

(furious)

When I agreed to send you to that fancy goyim college, what was the one thing I told you?

MIDGE

They'll have terrible deli?

ABE

The important thing I told you!

MIDGE

That was about deli, too.

ABE

The other important thing I told you!

MIDGE

(meekly)

Don't pick a weak man.

Abe points his finger at her "exactly". He slams his sheet music down and storms through the door into the foyer.

C53 INT. WEINBERG APARTMENT - FOYER - CONTINUOUS C53

Abe grabs mail off a table and starts flipping through it. Midge emerges from the study.

MIDGE

This isn't my fault!

ABE

Of course it's your fault.

Rose rushes past them from the dining room and heads down the hallway, sobbing the whole way.

ROSE
(through tears)
Shit!

MIDGE
Mama! Please! Stop crying!

ABE
Everything we bring on ourselves is
our own fault.

We hear a door to a bedroom slam shut and Rose's SOBS can still be heard loud and clear.

MIDGE
He was a good husband. A good
provider.

ABE
What are you going to do now? What
are your children going to do?

MIDGE
(calling out)
Mama, for the love of god, stop
crying in that bedroom!
(back to Abe)
This isn't fair.

The bedroom door opens. Rose marches out, crosses the hall into another room and slams the door. The crying resumes.

MIDGE (CONT'D)
(calling to Rose)
Much better. Thanks.

ABE
Life isn't fair.

Abe heads through the dining room and into the living room, with Midge following. As he does:

ABE (CONT'D)
It's hard and cruel. You have to
pick your friends as if there's a
war going on. You want a husband
who will take a bullet for you.
Not one who points to the attic and
says "They're up there."

MIDGE
How can you say that about Joel?
You liked him!

ABE
I knew what he was.

MIDGE

Why didn't you tell me, then? Huh?

ABE

I did tell you!

MIDGE

When? When did you tell me?

ABE

When you came home with him. That night I looked at you and asked "is this the choice?" And you said yes.

MIDGE

That was telling me?

ABE

What, do I have to spell it out for you?

Rose appears at the doors to the study, perfectly pulled together and completely composed.

ROSE

Joel is sick. Everything's fine. Not a word of this to the Rabbi. I'm going to take a bath.

Rose exits.

ABE

(to Midge)

Listen to me, Miriam, you are a child. You cannot survive this. Now, I am no fan of Joel's but you need a husband. And those children need a father.

MIDGE

What am I supposed to do? Go buy one at Zabar's?

ABE

You fix your face, put on his favorite dress, then you go out, find him, and make him come back home.

Abe heads off. Midge stands there, deflated. The only sound is the SLAM of a door.

D53 INT. MIDGE'S APARTMENT - FOYER/LIVING ROOM - MOMENTS LATER D53

Midge walks in, still reeling from her father's words. She looks around at her very empty apartment. Beat. Then --

53 INT. MIDGE'S APARTMENT - DINING ROOM - CONTINUOUS 53

Midge comes in. We hear rolling THUNDER - a storm is coming. The table is already set for the Yom Kippur Rabbi dinner the following night. China, silver, beautiful crisp linens, flowers, and the Rabbi's chair of honor at the head of the table. Midge grabs a bottle of wine off the table and heads into the...

54 INT. MIDGE'S APARTMENT - KITCHEN - CONTINUOUS 54

... Where she grabs a bottle opener off the sink and opens the wine. She pours some wine into a glass and knocks it back. She pours again, and knocks it back. Suddenly something catches her eye. An empty shelf. The shelf where the Pyrex usually is. She looks around. She doesn't see it. She frowns. She thinks. She remembers.

55 EXT. MIDGE'S APARTMENT BUILDING - NIGHT 55

It's raining and miserable out. Antonio stands by the entrance doors having a smoke. Midge, a coat thrown over her nightgown and the wine bottle still in her hand, walks out. Antonio spots her and rushes over.

ANTONIO

Mrs. Maisel? Are you alright? Do you need a cab?

MIDGE

(reaches into her pocket and pulls out the subway token)

Nope. Gonna take the subway.

ANTONIO

It's miserable out here.

MIDGE

(indicating apartment)

It's miserable in there, too.

Midge walks off.

56 INT. SUBWAY CAR - NIGHT 56

CLOSE ON Midge drinking straight from the bottle. We WIDEN to reveal other riders watching her nervously. Even the scary ones are slowly moving away from her.

57 INT. GASLIGHT CAFE - NIGHT 57

The crowd has thinned out a bit from earlier. A few people chat next to a guy sprawled out asleep on several chairs. A cat makes its way down the bar, drawing no-one's attention. Another group passes flasks, spiking their coffees. A very soggy and slightly tipsy Midge makes her way down the stairs. She walks over to Vonnie who's sitting at the bar.

MIDGE

I left my Pyrex here and I'd like it back.

VONNIE

Your what?

MIDGE
Pyrex. My Pyrex.

VONNIE
(no idea what you're
talking about)
Nope.

MIDGE
(exasperated)
It's a Pyrex.

VONNIE
You keep saying that but...

MIDGE
Pyrex! A glass baking dish. Very
durable, can go from hot to cold
without cracking.

VONNIE
We don't serve food here.

MIDGE
I know. It's not yours. It's
mine. I brought it here.

VONNIE
Why?

MIDGE
I made a brisket for... is that
really important right now? My
dish is here. I'd like it back.
Can you make that happen?

VONNIE
Where is it?

MIDGE
I don't know. I had hoped you'd
have a clue.

VONNIE
I don't.

MIDGE
(beat)
Hey, have you ever thought about
being a secretary?

Vonnie looks at her a beat.

MIDGE (CONT'D)
(deep breath)
Where do you wash the coffee cups?

VONNIE
In the back.

Midge smiles at her. "Well?"

VONNIE (CONT'D)
This place gets so weird late.

Vonnie pulls herself off the stool and begrudgingly ambles off. Midge sits exhausted. The young fragile sad poet finishes and the room APPLAUDS half-heartedly. Midge takes the last swig from her bottle. It's empty. She sighs and puts it on the bar. The MC takes the stage again.

GASLIGHT MC
That was deep, Christian. I think.
Who knows? Okay, next up...
(rummages in his pocket)
... Huh... hang on folks. I'll be
right back.

He gets off the stage.

GASLIGHT MC (CONT'D)
(calling off)
Vonnie! Where is my set list?

The audience starts talking amongst themselves. Midge, eyes fixed on the stage, slowly gets up and steps up on it, almost as if in a trance. She walks around, taking it in. She stops, facing away from the audience.

MIDGE
(talking to herself)
So, this is it, huh?

The audience starts to notice her.

MIDGE (CONT'D)
This is the dream. Standing up
here on this filthy sticky stage
all alone... if you couldn't have
that, you didn't want me. Was that
it, Joel?

Beat.

BLONDE IN FRONT ROW
Who's Joel?

Midge turns around startled, not realizing she was being watched. There's a bright spotlight on her. She blinks, partially blinded.

MIDGE
Oh! What?

BLONDE IN FRONT ROW
Who's Joel?

MIDGE
My husband.

A GUY WITH THE BLONDE calls out.

GUY WITH BLONDE
We can't hear you!

MIDGE
Oh sorry.
(she takes the mic)
Joel is my husband. Of four years.
And tonight, he left.

BEATNIK
Whoo!

MIDGE
Thank you. Thank you very much.
(starts to pace)
Yep. He left. Joel left. He
packed up my suitcase and left.
(a thought occurs to her)
Ah - the Rabbi! I'm gonna have to
lie to the Rabbi about why Joel's
not there. Lying to the Rabbi on
Yom Kippur. Couldn't get a clean
slate for one fucking day.

BLONDE IN FRONT ROW
I don't understand what's going on.

MIDGE
Me either, sister. Me either.

ANGLE ON BAR

Susie ambles in from the back. She freezes, stunned to see
Midge onstage.

ANGLE ON MIDGE

MIDGE (CONT'D)
So many questions spinning in my
head. Why did he leave? Why
wasn't I enough? Why didn't they
put the stage over there on that
wall instead of here by the
bathroom so you wouldn't have to
listen to every giant bowel
movement that takes place in there?
(to horrified audience)
Oh yeah. Clear as a bell.

ANGLE ON SUSIE

She's fascinated now.

ANGLE ON MIDGE

MIDGE (CONT'D)
I'm sorry. I'm a little drunk.
It's all gone. Everything I had
counted on is gone.

A guy comes out of the bathroom.

MIDGE (CONT'D)
(to the guy)
You feeling better now?

BATHROOM GUY
(confused)
I...

The audience LAUGHS. They think it's a performance now.

MIDGE
(continues pacing)
So, my life completely fell apart
today. Did I mention that my
husband left me?

BEATNIK
Whoo-hoo!

MIDGE
Okay, fine. But, did I tell you he
left me for his secretary? She's
21 and dumb as a Brillo pad. And
I'm not naive. I know men like
stupid girls.
(suddenly to guy with the
blonde in the front row)
Right?

GUY WITH BLONDE
(caught)
Uhhh...

MIDGE
(continues on)
... But, I thought Joel wanted more
than stupid. I thought he wanted
spontaneity. And wit. I thought
he wanted to be challenged.
(to the Blonde)
You know what I mean?

BLONDE IN FRONT ROW
Uhhh...

MIDGE
(indicating Blonde and the
guy with her)
You two will be together forever.
And I'll tell you this much, I was
a great wife. I was fun.
(a little more heightened)
(MORE)

MIDGE (CONT'D)
I planned theme nights. I dressed
in costumes. I gave him kids! A
boy and a girl and yes, our little
girl is looking more and more like
Winston Churchill every day, you
know, with that big old Yalta-head?
But that's not a reason to leave,
right?

A guy crosses the stage and heads to the bathroom.

MIDGE (CONT'D)
(to the guy)
Really? After what I just said
about the bathroom?

The audience LAUGHS. The guy does a U-turn back to his
chair. Midge follows him.

MIDGE (CONT'D)
Walk of shame!
(back to her monologue)
I loved him.

The women in the audience are with her.

MIDGE (CONT'D)
And I showed him I loved him.

The men of the audience are with her.

MIDGE (CONT'D)
All that shit they say about Jewish
girls in the bedroom? Not true.
There's French whores standing
around the Marais district saying
"did you hear what Midge did to
Joel's balls the other night?"

More HOOTS. More LAUGHS.

MIDGE (CONT'D)
I can't do accents. Sorry. Joel
did accents. Joel did great
accents. His Aunt Bertha - and the
garnish. So spot-on. Oh God.
(tearing up)
I can't believe this is happening.
I can't believe I'm losing him to
Penny Pann.
(pissed off again)
That's her name. Terrible, right?
Penny Pann - Penny Pann - Penny
Pann - I'm officially losing my
mind. Which is perfect. Now, I'll
be alone and crazy. The famous mad
divorcee of the Upper West Side.

A couple APPLAUDS.

MIDGE (CONT'D)
Upper West side? Really? Where?

UPPER WEST SIDE WOMAN
72nd and Amsterdam.

MIDGE
The place on the corner with the
courtyard?

UPPER WEST SIDE WOMAN
That's the one.

MIDGE
Oh, that's nice. We looked there.
But the closets were so small and I
wanted a powder room.
(she sits on the stool,
back to her rant)
You know, I've seen her twice
wearing her shirt inside out?
Penny? Twice. Once, fine, you
were rushed in the morning. Twice -
you can only be trusted to butter
people's corn at the county fair.
And here's the worst thing, and I
know it's shallow and petty and
small but, she's not even that
pretty. Her ankles and calves are
the same width.

BLONDE IN FRONT ROW
Eww.

The audience LAUGHS.

MIDGE
(getting more wound up)
I know! And I'm sorry, but look at
me!
(stands up)
I am the same size now that I was
at my wedding! And, come on --
(throws her coat off, she's
only in her nightgown)
Who wouldn't want to come home to
this every night?
(realizing)
(MORE)

MIDGE (CONT'D)
Okay, maybe today is not the best day to judge. I've been crying, my face is all puffy, just...
(grabs the blonde's purse and covers her face)
... ignore my head and now...
(indicating neck)
... from here down, who wouldn't want to come home to this?
Actually, I'm a little bloated right now, I drank a lot of wine so my stomach's sort of...
(to a passing waitress)
Can I borrow your...?
(grabs her serving tray)
Thanks. Okay. So, ignore this --
(covers face with purse)
And this --
(covers stomach with tray)
But imagine coming home to these every night.

The room APPLAUDS. They're completely with her now.

MIDGE (CONT'D)
(getting swept up in her own madness)
They're good right? Plus, they're standing up on their own! Wait...

Midge pulls down her straps and shows her boobs. We hear GASPS, CHEERS, a couple of BOOS. A waitress drops a tray of coffee, sending mugs CRASHING to the ground. It's complete pandemonium. Susie's riveted.

SUSIE
Oh, shit!

MIDGE
Now, seriously...
(she covers her face and stomach again leaving the boobs exposed)
... there's no fucking way Penny Pann can compete with these tits!

A woman gets up to leave, her date hurrying to follow. He bumps into another guy and they get into a shoving match.

Two Policemen (including OFFICER PELUSO) walk past Susie toward the stage.

SUSIE
Oh shit!!!

Susie takes off after them. Midge continues, oblivious to all this.

MIDGE

So what if you're never going to be a comedian? Look at what greets you at the door!

OFFICER PELUSO

Get down from there right now.

MIDGE

(ignores him)

You think Bob Newhart's got a set of these at home? Rickles, maybe...

The Policeman yanks Midge off the stage.

MIDGE (CONT'D)

Ow! Hey...

GUY WITH BLONDE

(to Blonde)

That was the best thing ever.

The Policemen walk Midge out. Susie catches up with them.

SUSIE

It's not what you think. She's a housewife. She doesn't know the rules.

OFFICER PELUSO

We can discuss it at the station.

MIDGE

Station? What station?

Susie watches helplessly as the Policemen pull Midge up the stairs and the room gives her a standing ovation.

58 EXT. GASLIGHT CAFE - SAME TIME

58

The policemen walk Midge to their car.

MIDGE

I don't understand what's going on.

OFFICER PELUSO

You're under arrest.

MIDGE

What? Why?

OFFICER PELUSO

Public indecency and performing without a cabaret license.

MIDGE

You need a license to do that?
Seriously?

OFFICER PELUSO

Yeah, yeah, you can bitch all about
it to your friend in the back seat
there.

They open the door of the police car and shove her in.

59 INT. POLICE CAR - NIGHT 59

The door slams in Midge's face. She pounds on the window.

MIDGE

Hey! Hey!

Midge sighs and gives up. She glances to her left. We PAN
OVER. Lenny Bruce sits on the seat next to her.

LENNY BRUCE

Hey.

MIDGE

(stunned, beat)

Hey.

Midge stares off, stunned, as the cops get in and start the
car.

60 INT. POLICE STATION FRONT DESK - LATER 60

Susie sits on a bench, with Midge's coat next to her. A
POLICEWOMAN leads Midge out.

POLICEWOMAN

Here you go.

SUSIE

Thanks, Judy.

The Policewoman walks off. During the following, Susie gives
Midge her coat and she puts it on. She leads Midge out.

MIDGE

You bailed me out?

SUSIE

My good deed for the year. You get
chick raped?

MIDGE

I don't think so.

(then)

It's still night out.

SUSIE

Yup.

MIDGE

I feel different.

SUSIE

You were in there twenty minutes.

MIDGE

Twenty minutes can change you.

SUSIE

Not really.

MIDGE

I'm a con now.

SUSIE

Not quite.

MIDGE

I've got a rap sheet.

SUSIE

No, you don't.

MIDGE

I'm hard. I'm a hard, used woman.
Is my hair grey?

SUSIE

No, it's not.

MIDGE

It feels grey.

SUSIE

Jesus Christ...

MIDGE

I had it all. Everything I had
always wanted. And now...
(starts to cry)
It's all falling apart.

SUSIE

Okay. Come on...

Susie leads Midge away.

62 INT. KETTLE OF FISH - NIGHT

62

A dark village bar catering to both locals and the likes of de Kooning, Ginsberg, Kerouac, Corso, and soon, Dylan. We see Susie and Midge head in from outside. They take seats by the window.

SUSIE
(motions to the bartender)
Mikey!

MIDGE
(glancing around the room)
Look at all the people. And they look so happy. Are they high?

SUSIE
Yes, they are.

MIDGE
That must be nice. God, I'm so tired. I don't think I've ever been this tired.

SUSIE
(grabs a basket off a nearby table)
Have some nuts.

MIDGE
(shoves a handful of peanuts in her mouth)
Did you notice that I'm not wearing my own shoes? I'm not. Don't know when that happened either. Now I'm just a single grey haired ex-con drinking hooch and eating old nuts in someone else's shoes.

A waitress puts a couple of drinks down on the table.

SUSIE
(hands her a glass)
Drink that.

Midge takes a slug of whiskey. A young girl, TRACY, comes bounding over to the table.

TRACY
Susie, great. Big hootenanny in Woodstock tomorrow. Feed my dog?

SUSIE
No.

TRACY
Use the fire escape window. I owe some rent.

SUSIE

No.

TRACY

Walk him twice a day. If he doesn't want to walk, just carry him around the block like a baby.

SUSIE

Fuck no.

TRACY

I'll see you in a week.

Tracy runs off.

SUSIE

(yelling after her)

I'm not going to feed your dog!

MIDGE

I always wanted a dog.

SUSIE

Yeah? Well, you can have hers.

MIDGE

Please, what kind of life can I give a dog now, huh?

(re: her glass)

This is empty.

SUSIE

(waves the empty glass at the bartender)

Look, if you're still upset about your husband, you shouldn't be. He was a loser and a fraud.

MIDGE

You don't know him.

SUSIE

I know he was doing Bob Newhart's act.

MIDGE

(bitterly)

Well, everyone steals, right?

SUSIE

You didn't.

A YOUNG GUY IN A CAP goes from table to table handing out pamphlets to people.

MIDGE

I didn't what?

YOUNG GUY IN CAP
(hands pamphlet to Midge)
House party. Tonight?

Midge takes the pamphlet and The Young Guy moves off.

SUSIE
Steal. You didn't steal. Your
shit was totally original. Don't
get me wrong, it was rough. But,
there's definitely something there.

A waitress puts a new drink down on the table.

SUSIE (CONT'D)
I'm thinking we can meet somewhere,
maybe the club if I can just get
Baz to die...

MIDGE
What are you talking about?

SUSIE
I'm talking about your act.

MIDGE
I don't have an act.

SUSIE
You will once we're done.

MIDGE
I don't understand.

SUSIE
You should do stand-up. And I can
help you.

MIDGE
Oh, come on.

SUSIE
I'm serious.

MIDGE
But... I'm a mother.

SUSIE
Great. We'll use that. Does one
of your kids do something weird?

MIDGE
Tonight was an isolated incident.
There are medications I can take to
make sure that never happens again.

SUSIE
Look, fifteen years I've been
working in clubs, okay?
(MORE)

SUSIE (CONT'D)

Fifteen years of watching every kind of loser get up there thinking he's Jack Benny. Twice, I've seen someone who really had the goods. The first time - a guy comes in, west coast suntanned arrogant pain in the ass. Three words into his set - I fucking knew. I said to Baz "that guy's gonna be famous".

MIDGE

Who was he?

SUSIE

Mort Sahl.

MIDGE

Oh, he's good. We saw him at Grossingers last year.

SUSIE

And the second time was tonight.

MIDGE

Stop it.

SUSIE

I know I'm right about this. Just like I know that unless I somehow get rich enough to hire some German broad to walk me around the park twice a day in my old age, I'm gonna spend my entire life alone.

MIDGE

That's not true.

SUSIE

It's fine. I don't mind being alone. I just don't want to be... insignificant. Do you?

Midge doesn't answer.

SUSIE (CONT'D)

Don't you want to do something no one else can do? Be remembered as something other than a wife and mother and a member of the Communist Party?

MIDGE

When did I become a member of the Communist Party?

SUSIE

The minute you took that flier.

MIDGE

What?
(looks at the flier)
Shit.
(realizing)
Oh no!!!
(drops the peanuts and gets
up)
It's Yom Kippur! I'm supposed to
be fasting - atoning for my sins in
the eyes of God.

SUSIE

So?

MIDGE

I'm eating peanuts!

SUSIE

You showed your tits to half of
Greenwich Village. You think the
fucking nuts are what's gonna piss
Him off?

MIDGE

I have to go.

SUSIE

No, wait...

MIDGE

Thanks for my coat. I paid full
price at Saks.

Midge bolts out the door, leaving a frustrated Susie.

A63 EXT. KETTLE OF FISH - CONTINUOUS

A63

Midge emerges from the bar and goes into the street, flagging
down a cab. She opens the back door and leans in.

MIDGE

385 Riverside Drive. Oh wait -
(digs in her pockets)
Do I have money? I do not have
money.

She finds something else in her coat pocket and pulls it out -
it's the little book that she kept track of Joel's laughs in.
She flips through it, becoming more and more engrossed. A
couple pushes past her, gets in her cab, and the cab takes
off. She doesn't even notice - her attention is still on the
book. She lands on the last page that has writing on it.

CLOSE ON THE BOOK: In addition to all her comments about
Joel's performance, we see the jokes she worked on herself.
"All that applause for me? What am I, putting out after?"

MIDGE (CONT'D)
(reads aloud)
"One standing ovation, everyone
goes home pregnant."

She smiles to herself. She looks back at the Kettle of Fish, toward Susie, toward her possible future, then turns back, still smiling. As Midge determinedly heads off down the street:

MONTAGE - PEGGY LEE'S "PASS ME BY" PLAYS

PEGGY LEE
(sings)
"I GOT ME TEN FINE TOES TO WIGGLE
IN THE SAND..."

B63 EXT. GASLIGHT CAFE - NIGHT B63

Midge comes up the street and disappears down the Gaslight stairs.

PEGGY LEE
"LOTS OF IDLE FINGERS SNAP TO MY
COMMAND..."

C63 INT. GASLIGHT CAFE - NIGHT C63

The room watches A CHUBBY YOUNG MAN on stage doing some familiar sounding stand-up.

CHUBBY YOUNG MAN
(talking into a phone)
Abe, what's the problem? You're
thinking of shaving it off. Uh,
Abe don't you see that's part of
the image?

ANGLE ON Midge in the back of the club. She shakes her head in disbelief.

PEGGY LEE
"A LOVERLY PAIR OF HEELS THAT KICK
TO BEAT THE BAND..."

D63 EXT. GASLIGHT CAFE - NIGHT D63

Midge emerges from the Gaslight and marches down the street out of frame.

PEGGY LEE
"CONTEMPLATING, NATURE CAN BE
FASCINATING..."

E63 INT. PAMPHLET PARTY - NIGHT E63

The camera pans past The Young Guy In The Cap and his commie friends furiously debating, then lands on Midge, sitting on a couch, eating chips and dip, enjoying the scene immensely.

PEGGY LEE
"ADD TO THESE A NOSE THAT I CAN
THUMB / AND A MOUTH BY GUM HAVE
I..."

63-66 MOVED TO SCENE A53-D53

63-66

67-71 OMITTED

67-71

72 INT. SUSIE'S APARTMENT - NIGHT

72

A dumpy basement apartment, basically a dark square with one narrow window through which you can see people's feet walking on the sidewalk outside. The only furniture in the place is a crappy record player, a sad chair and a tiny beat-up coffee table. Piles of newspapers, magazines, and record albums are stacked everywhere. Susie stands in her "kitchen" (a hotplate on the radiator) heating beans in a pan. She finishes them, grabs the pan, takes a step toward the chair, kicks it away, and pulls down a Murphy bed. The bed takes up every inch of space. She sits on the bed, eating the beans and flipping through a magazine. There's a KNOCK on the door. Susie climbs out of bed and maneuvers over to the door. She opens it, at least as far as it will go before it hits the bed, which is about six inches. Midge's face appears in the door crack.

MIDGE

(confident, energized)

I went by the Gaslight and they
told me to come here.

(beat)

Is this your apartment?

SUSIE

Yeah.

MIDGE

(beat)

I'll be by tomorrow at ten.

(then)

You don't have a very long lease,
do you? Because you should move.

Midge's face disappears. Susie strains to call after her.

SUSIE

Did you say "ten"? In the morning?
Hey!!!

PEGGY LEE

"TO TELL THE WHOLE DARN WORLD / IF
YOU DON'T HAPPEN TO LIKE IT / DEAL
ME OUT / THANK YOU KINDLY, PASS ME
BY..."

A73 EXT. SUBWAY STOP - NIGHT

A73

Midge heads purposefully to the subway and steps down into it.

PEGGY LEE

"PASS ME BY / PASS ME BY / IF YOU
DON'T HAPPEN TO LIKE IT / DEAL ME
OUT, PASS ME BY."

B73 INT. SUBWAY CAR - NIGHT

B73

Midge sits, focused and scribbling away in her notebook.

PEGGY LEE

"IF YOU DON'T HAPPEN TO LIKE IT /
PASS ME BY."

END OF MONTAGE

73 MOVED TO SCENE C63

73

74 MOVED TO SCENE E63

74

75 INT. POLICE STATION - DAY (EARLY MORNING)

75

A weary-looking Officer Peluso leads Lenny Bruce down the stairs.

LENNY BRUCE

You guys ever gonna take a broom to this place? They've already got penicillin. You don't have to grow it.

OFFICER PELUSO

(tosses him a bag)
Take your things and leave, Bruce.

LENNY BRUCE

(looks in the envelope)
I had three joints in my wallet and I expect them all to be there.
(finds them)
If you guys have some coke back there we could have a hell of a party.

Lenny Bruce stops on the landing, looks down.

LENNY BRUCE (CONT'D)

You're not my wife.

ANGLE ON MIDGE - at the base of the stairs. She is put together and wearing a beautiful green dress.

MIDGE

No.

LENNY BRUCE

(heading down)
I thought my wife bailed me out.

MIDGE

No. I did.

LENNY BRUCE

Uh huh. Well, thanks.

Lenny Bruce heads toward the exit. Midge runs after him.

MIDGE

Can I ask you a question?

LENNY BRUCE

Uh... sure.

MIDGE

Do you love it?

LENNY BRUCE

Do I love what?

MIDGE

Comedy. Stand-up. Do you love it?

LENNY BRUCE

(stops)

Seriously?

(Midge nods)

Well... I've been doing it a while. Okay, let's put it like this - if there was anything else in the entire world that I could possibly do to earn a living - I would. Anything. I'm talking dry cleaners to the Klan, crippled-kid portrait painter, slaughterhouse attendant... If someone said to me, Leonard - you can either eat a guy's head or do two weeks at the Copa, I'd say pass the fucking salt. It's a terrible, terrible job. It should not exist. Like cancer and God.

A busty blonde, HONEY BRUCE, comes clacking in.

HONEY

Sorry. I went to the Varick station instead.

LENNY BRUCE

Why the hell would you do that?

HONEY

'Cause, you like Varick better.

LENNY BRUCE

Jesus, Honey, you don't get to pick.

Midge watches them head off. Then --

MIDGE

(calling after him)

But do you love it?

Lenny Bruce stops, turns around and looks at her. He laughs, shakes his head and walks off, hands in the air "I surrender".

MIDGE (CONT'D)

(to herself)

Yeah. He loves it.

Midge smiles slyly. Dave Edmunds' "GIRLS TALK" plays us out.

FADE OUT:

END OF SHOW