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Ans'd.....

THE MIRROR HAS TWO FACES

Screenplay by

Richard LaGravenese

TRI-STAR PICTURES

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FADE IN :

INT. GREGORY LARKIN'S BEDROOM - MORNING.

C.U. - RADIO/ALARM CLOCK. It reads 7:00 AM. The radio/alarm goes off playing a BACH SONATA. Gregory's hand enters from OS to shut it off.

INT. ROSE MORGAN'S BEDROOM - MORNING.

C.U. - RADIO/ALARM CLOCK. It reads 7:00 AM. The radio/alarm clock goes off playing JANIS JOPLIN'S "PIECE OF MY HEART". Rose's hand enters from OS, to raise the volume.

CREDITS ROLL OVER MONTAGE:

As Gregory and Rose prepare for their day, WE INTERCUT between the two, yet never revealing their faces. We hear ROSE MORGAN IN VOICE OVER as:

- We see Gregory, after showering, methodically folding his towels then opening his medicine cabinet where we find perfectly ordered rows of products organized according to their category - a row of medicines, a row of colognes, a row of shaving products.

ROSE (V.O.)

"He bathed in sacred preparation of the precious courtship to come ..."

- We see Rose's messy bathroom, with towels on the floor and a cup of coffee balancing precariously on the sink.

ROSE (Cont'd)

"She anointed herself with holy, scented oil ..."

Rose slaps on Baby Powder, choking from the dust.

- We see Gregory tip-toeing through his bedroom so as not to disturb a BLONDE WOMAN sleeping in his bed. He opens a bureau drawer revealing perfectly arranged, color coded socks.

ROSE (Cont'd)

"... For him there would be no other, for it had been written and ordered thus ..."

- Rose stands with her back to camera, as she struggles to put on panty hose while the VO narrates:

ROSE (Cont'd)

"... That She, the Queen of Heaven, would look in sweet wonder upon only him ..."

CONTINUED

CONTINUED:

- We see GREGORY LARKIN, dressed in a sports jacket and tie, washing his coffee cup before placing it in the dishwasher. He exits the kitchen to the hall and checks himself in an antique mirror. He is a handsome man in his forties - round wire rimmed glasses, thick wavy hair, well built. He exudes control and order and intelligence.

- We see an antique vanity. Camera opens on a drawer filled with un-opened beauty products and cosmetics as well as packages of donuts, cookies and candies. Rose's hand reaches in and pauses. We don't know whether she is reaching for a lipstick or an coffee cake. Finally, the hand grabs the coffee cake and closes the drawer. Camera follows her hand as she places the coffee cake into a tote bag filled with books and notebooks. Camera angles on the double mirror atop the messy vanity to reveal ROSE MORGAN as she looks at herself. Slightly overweight by today's standards, she wears no make-up and a formless dress. Her mousy brown stringy hair hangs straight in a blunt cut so she can run her hands through it when she talks excitedly. Rose is a funny, vibrant, intelligent woman in her forties, who clearly spends her passions on ideas instead of appearances - partly out of necessity. Beauty has never been a quality anyone attributed to Rose. As she sits gazing at her reflection, wondering if she should fix herself up any further, WE HEAR HER VOICE OVER:

ROSE (Cont'd; V.O.)

"For they had spoken the word ... And
the word they had spoken was a word
of desire ... "

She waves her hand at her reflection in a carefree manner as if to say, "Why bother?". She exits.

CUT TO:

EXT. COLUMBIA UNIVERSITY - DAY.

A beautiful fall day. The beginning of the school year.

ROSE (V.O.)

"Before the open door he cried out -
'Open thy heart My Lady, Open thy
Heart' ... "

INT. ENGLISH & LITERATURE DEPT. - DAY.

Classes are in session. The hallway is quiet. We pass classrooms with small signs on the windows ; THE EXISTENTIALISTS LT134 ... HEMINGWAY, FACT OR FICTION?

CONTINUED

CONTINUED:

LT136 ... HENRY JAMES, PORTRAIT OF AN ERA LT 138 ...

ROSE (V.O.)

"Inanna appeared shining before him
like the light of the moon ... "

Our Camera reaches the classroom entitled "LOVE STORIES; FROM
STAR CROSSED LOVERS TO FATAL ATTRACTIONS " LT. 140.

INT. ROSE MORGAN'S CLASS - DAY

Camera pans the students who are captivated by Rose, reading
in front of the room.

ROSE (O.S.)

"Inanna spoke: As for me, the young
woman - Who will plow my high field
... Who will plow my wet ground ...
Who will plow my holy vulva!"

(comments)

Isn't that great?!

The students laugh. Camera pans to front of the the room.

ROSE (Cont'd)

"He replied, "Queen of Heaven, I,
Dumuzi, will! ... Inanna commanded -
Then plow my vulva, man of my heart!"

The class laughs as we arrive on ROSE MORGAN - standing on a
desk, reading aloud from a book. Behind her hangs a map of
Ancient Sumeria.

ROSE (Cont'd)

Wouldn't it be wonderful to say that
to a man!? I have a dinner date
tonight, maybe I'll work it into the
conversation during dessert ...

(play-acts)

"I was thinking that maybe after
coffee you'd like to come home and
plow my holy vulva."

The class acts more like an audience at a comedy club. Rose
is full of enthusiasm and love for her students.

CONTINUED

CONTINUED:

ROSE (Cont'd)

It's not really a date though. He's not my type - but he's been asking me for months so I figured the only way to get rid of him was to actually go out with him.

(big laughs)

(continues reciting)

"He shaped my loins with his fair hands..He filled my lap with cream and milk..." OOOoooo... "He laid me down on the fragrant honey-bed" ...Don't you love that?! ... "My honey-man sweetens me always ... He is the one my womb loves best ... Tongue playing, one by one ... My fair Dumuzi did so fifty times"..

(closes book)

FIFTY TIMES. You've got to love the guy! Inanna is considered by many to be the first love story ever written - A Sumerian epic dated around 2000 B.C. And as you will see in many Goddess mythologies, our players will consist of an older female with a beautiful younger male whose sole purpose was to serve the divine womb! Now, looking over some of the more modern love mythologies - including recent film - I want a comparative essay examining how the male/female roles have shifted and I want the title of the essay to be - WHAT THE HELL HAPPENED?!

The class breaks up with laughter.

CUT TO:

INT. GREGORY LARKIN'S CLASSROOM - DAY.

GREGORY LARKIN teaches a room full of students. He is extremely awkward and pedantic as a teacher. The atmosphere of this classroom is a stark contrast to Rose's.

CONTINUED

CONTINUED:

Camera pans the rows of bored students trying hard to receive the lesson, while others have given up entirely.

Some of the female students, however, are very interested, albeit in Gregory's butt as he paces the floor, reading from a text book. Their eyes never rise above his waist.

GREGORY
Socrates states "If measure and
symmetry..."

Camera on a student yawning...

GREGORY (Cont'd; O.S.)
are absent from any composition...

An epidemic begins as another student catches the yawning bug...and then another...and another as Gregory continues O.S.

GREGORY (Cont'd; O.S.)
...in any degree, ruin awaits both
the ingredients and the composition.

Camera angles on the various kinds of yawns each student creates - wide yawns, small yawns, double yawns, triple yawns...

GREGORY (Cont'd; O.S.)
Measure and symmetry are beauty and
virtue the world over." Now what he
is saying here?

Gregory looks to his class and, together with every student, YAWNS. There is complete silence as everyone participates.

CUT TO:

INT. BLOOMINGDALES COSMETICS DEPT. - LATE AFTERNOON.

Camera captures a variety of images - various women being "made-over" by cosmetic saleswomen. Giant display ads of models with perfect skin and perfect hair caressing skin lotion and perfume ... And mirrors - everywhere - to illuminate the faults in every potential customer's appearance.

One of the display ads is a Gap-like-Annie Lebowitz-celebrity-advertisement of a stunning auburn haired woman.

CONTINUED

CONTINUED:

In the corner, it reads; JESSIE ARTHUR, POET/ESSAYIST for ILLUMINATION COSMETICS.

A circular mirror on a cosmetic counter pivots down to reveal Rose - looking at herself, in comparison to one of the angelic beauties on display. Rose places her hair behind her ears and smooths down her bangs - then gives up. The OS VOICE a SALESWOMAN from behind the counter pulls her attention.

SALESWOMAN
Can I help you?

ROSE
No. I'm just meeting someone here.

SALESWOMAN
Well, while you wait, can I show you some of our latest lip crayons?

ROSE
No. Thank you.

SALESWOMAN
We're offering a free skin analysis today.

ROSE
My skin's already seeing a therapist, thanks.

SALESWOMAN
Did you know that Illuminations can mix shades to match your - ...

ROSE
Look - I'm meeting my sister here. She's the one shopping. I'm sure she'll buy everything you have. But you're wasting your time on me. I don't wear make-up.

SALESWOMAN
(horrified)
My God. Never? Why?

ROSE
(jokes)
It doesn't work. I still look like me only in color.

CONTINUED

CONTINUED: (2)

ROSE (Cont'd)
 (calming her)
 It's all right, really. I have a
 terrific personality.

CLAIRE (O.S.)
 Rose?

Rose turns to find her sister CLAIRE - ten years Rose's junior, Claire is a beautiful woman with a sinewy body and sex kitten allure. Claire is carrying shopping bags.

EXT. CAFE - LATE AFTERNOON.

Rose and Claire sit and have coffee.

CLAIRE
 Alex and I had the most incredible
 fight last night. I locked him out of
 his own apartment. He was screaming
 my name on the street. The cops came.
 Such a mess.

ROSE
 (impressed)
 He was screaming for you on the
 street? Wow! I've never seen a man
 actually do that. Except once, but he
 was also urinating. What was the
 fight about?

CLAIRE
 He's driving me nuts Rose. No matter
 what I do, no matter where I go -
 THERE HE IS! He calls me all day from
 work asking me what am I doing. I was
 sleeping the other night and I wake
 up and he's staring at me!

ROSE
 That's kind of sweet.

CLAIRE
 Please - it's like sleeping with a
 flashlight on you. I was in the
 middle of one of my lesbian fantasy
 dreams and he's staring at me like
 I'm supposed to include him!

(more)

CONTINUED

CONTINUED:

CLAIRE (cont'd)
I swear - if he wasn't gorgeous, rich
and straight, I wouldn't even bother.
What should I do?

ROSE
You're asking me?

CLAIRE
Yes. You've known him longer. Could
you maybe talk to him - tell him to
back off a little? He'd listen to you.

ROSE
Back off? You're living together!

CLAIRE
I know. I would just like to have a
few hours a day where I completely
forget that.

ROSE
(irritated)
Then move out Claire! What do you
want me to say? Jesus!

CLAIRE
What are you getting angry about?

Claire looks over Rose's shoulder, unhappy by what she sees.

CLAIRE (Cont'd)
Oh, I don't believe this.

Rose turns to see ALEX approaching. Alex is an extremely handsome man, late thirties-early forties, with blue eyes, jet black hair and athlete's body. Rose is clearly flustered by his presence - like a woman who is afraid her true feelings might show. Alex arrives at the table and kisses Rose's cheek.

ALEX
Hi Rose.

CLAIRE
What did you do, follow me?

CONTINUED

CONTINUED: (2)

ALEX

I called your mother. She told me where Rose was. I think it's important we talk.

CLAIRE

I think it's important I go to the ladies room. ALONE! Excuse me.

Claire leaves in a huff. Alex pulls up a chair and sits down beside Rose.

ALEX

This must seem all pretty childish to you.

ROSE

That's not for me to say.

ALEX

It does to me. What am I doing, Rose?

ROSE

Why is everybody asking me!? I feel like the Aunt in Gigi.

ALEX

I'm sorry. It's me. I don't know what's wrong with me. If she doesn't wake up every morning telling me how estatic she is, I worry. I've never behaved like this over a woman before.

This info doesn't exactly thrill Rose. But she attempts to help, recognizing how upset he is.

ROSE

Maybe you just need to relax your grip a little, buddy. Take things for granted a little bit more. I mean, you're living together - what more proof do you need?

ALEX

I'm not happy Rose. I live everyday worried she's going to take off. Maybe this isn't love. Maybe it's just obsession. Whatever it is, I hate it.

CONTINUED

CONTINUED: (3)

Rose is both surprised and thrilled to hear this.

ALEX (Cont'd)

I was thinking - maybe I should ask her to move out for while. At least I won't worry about her abandoning me anymore, then she can feel what it's like to be without me. What do you think?

Rose nods, speechless. Alex takes her hand and stares at her lovingly. Rose's heart races as SHE FANTASIZES Alex saying:

FANTASY -

ALEX (Cont'd)

She isn't you, Goddess of my heart. Have I been so blind?

He reaches for her and KISSES HER PASSIONATELY.

REALITY -

ALEX (Cont'd)

Thank for listening, Rose.

He squeezes her hand affectionately as Claire returns. Rose feels self-conscious - as if her fantasy were seen by others.

CUT TO:

EXT. ENDICOTT BOOK GALLERY - NIGHT.

Camera on a poster in the window which reads; PROF. GREGORY LARKIN, PROFESSOR MATHEMATICAL SCIENCES - COLUMBIA UNIVERSITY. AUTHOR OF THE NEW BEST SELLER; " ABSOLUTE TRUTH; A STUDY OF THE MATHEMATICAL EQUATION CALLED CREATION". BOOK SIGNING AT ENDICOTT BOOK GALLERY; 550 COLUMBUS AVE. 8 PM.

INT. ENDICOTT BOOK GALLERY - NIGHT.

A gathering of New York's intelligentsia wine and brie crowd are seated in a room facing Gregory at a podium, surrounded by copies of his book. He is uneasy about speaking in front of a crowd;

GREGORY

Thank you all very much. I am honored by this warm and gracious welcome.

(more)

CONTINUED

CONTINUED:

GREGORY (cont'd)
 ...My, uh, fiance Katherine, told me
 that, um... "Absolute Truth" might be
 too strong for the title of a
 theoretical science book.

Some audience giggles, including KATHERINE who sits in the front row. She is the woman we saw earlier in Gregory's bed: a beautiful, sweet-natured, blonde.

GREGORY (Cont'd)
 My answer to her was - who ... who
 said this was a theoretical book ...

Laughter. Gregory is pleased his attempt at humor paid off.

GREGORY (Cont'd)
 As I stand here at the end of a
 journey, I am reminded of something
 Descartes once said -

Gregory, as he loses himself in these words, which obviously mean a great deal to him;

GREGORY (Cont'd)
 ..."For whether I am awake or
 asleep - two and three always make
 five and the square can never have
 more than four sides and it does not
 seem possible that truths so clear
 and apparent can be suspected of any
 uncertainty" ... Numbers and the
 principles they represent are
 unchanging and everlasting and
 underlie everything we are and
 everything we do. They are a
 dependable constant in a
 frighteningly undependable world. And
 they have consumed my life the way I
 suppose an artist might be consumed
 by color or a musician by harmonics.

Gregory stops when he sees a most unnerving sight -

JESSIE ARTHUR, essayist/poet, is entering from the back of the room and takes a seat on the aisle. Just as in the advertisement, she is a knock-out. She looks up to Gregory and smiles. Gregory almost loses his train of thought completely. He can't take his eyes off her.

CONTINUED

CONTINUED: (2)

He accidentally knocks over a water glass as he repeats himself to find his place.

GREGORY (Cont'd)

Uh ... musician by harmonics ... This book took over ... over five years and it is not without a little sadness that I say good-bye to it consuming my days and nights. Thank you.

Applause. Angle on Gregory's friend, HENRY FINE - a robust Henry Miller-like middle aged professor with the libido of a teenage rock star. Noticing Gregory staring at the back, Henry turns to see Jesse, as does Katherine.

HENRY

Oh-oh.

CUT TO:

INT. BACK OFFICE OF ENDICOTT GALLERY - NIGHT.

Gregory paces as Henry enters. Gregory perks up.

GREGORY

Is she gone?

HENRY

No. She's waiting to say hello.

GREGORY

Oh God - what am I going to do?

HENRY

Will you relax! There's almost a hundred people out there. What could happen?

GREGORY

You don't know her. I'll say hello. She'll say hello and the next thing you know I'll be trapped, naked in a hotel room with her.

HENRY

Well then I suggest you stay in here and I'll go out and say hello to her!

CONTINUED

CONTINUED:

GREGORY

I have to go to the bathroom.

He exits into a john. Henry talks through the door.

HENRY

I thought she was living in Paris?
Why do you think she's here?

GREGORY (O.S.)

To destroy me. Why else? She must
have heard I was almost happy.

HENRY

Did you read her last collection? I
love a woman with a dirty mind. Makes
me hopeful I can marry one day.

We hear a flush, some water running as Gregory talks.

GREGORY (O.S.)

You have to help me. Don't leave me
alone with her. And don't let her
come to dinner with us.

HENRY

You know Katherine will invite her.
She'd invite Mrs. Oswald to John
John's wedding.

Gregory exits having splashed water on his face, leaving the
sides of his hair still wet with strands sticking out askew.
He looks a bit deranged.

GREGORY

We better get out there before they
meet. How do I look?

Henry looks him up and down. He notices that Gregory forgot
to zip his fly - his white briefs showing through - but
decides not to tell him.

HENRY

Great.

INT. ENDICOTT GALLERY - LATER.

Gregory and Henry enter with the reception in full swing.
There is no specific dialogue - just general conversation
throughout the room.

CONTINUED

CONTINUED:

Gregory is uncomfortable being the center of so much attention. He smiles graciously. People smile back, wondering why his hair is wet and his fly is open. They look over the crowd to see Jessica and Katherine talking. Katherine spots them, and waves them over with a bright, smiling face. Henry remarks about Katherine's sunny, innocent personality.

HENRY

Poor kid - she's looks like a baby seal about to be clubbed.

They move through the crowd to the two women. Gregory's breathing gets short. Henry is enjoying this immensely. Innocent Katherine acts every bit the hostess.

KATHERINE

I didn't know you knew Jessica Arthur. I use your products all the time.

JESSICA

They're not my products. I just did an endorsement for them a while back.
(to Gregory)
Hello Greg. You're looking well ...

Jessie eyes his fly and smiles. Gregory looks down, mortified, and turns to zip up as Henry introduces himself.

HENRY

Hello. I'm Henry Fine.

Jessie just smiles, not saying hello in return.

HENRY (Cont'd)

I've heard so much about you. And I've just finished your latest collection. Terrific stuff! I especially like the one about the two housewives who make love over a dishwasher. Quite a fantasy.

JESSICA

(not liking him)
It was a metaphor.

HENRY

Pity.

CONTINUED

CONTINUED: (2)

KATHERINE

We're having a little party over at
Cafe Luxemburg for Greg. Come!

Gregory stops breathing. Henry can't wait for an answer.
Jessie pauses to heighten the suspense.

JESSICA

No. I have an early plane to catch.

Gregory and Henry are both relieved and disappointed.

JESSICA (Cont'd)

Thanks anyway. I just heard through
the grapevine you were speaking
tonight, so I thought I'd just pop in
and say congratulations.

THEY SHAKE HANDS. Just touching her, makes him shudder.

JESSICA (Cont'd)

Congratulations.

GREGORY

Thank you.

JESSICA

Nice meeting you both. Bye.

She walks away. Katherine gives Gregory a peck on the cheek
then turns to talk to a nearby friend. Henry whispers.

HENRY

Well - you're in the clear.

But Gregory's expression is still disturbed. He opens his
palm to Henry to reveal A SMALL CARD which Jessica slipped in
as they shook hands. Henry reads: HOTEL MARK ROOM 2718.

HENRY (Cont'd)

Man - she's good.

CUT TO:

INT. RABBIT IN THE HAT - NIGHT.

Rose and BARRY NEUFELD - a nerdy, bifocaled Wally Cox biology
professor - are having dinner. Suddenly, Barry looks at Rose
in surprise.

CONTINUED

CONTINUED:

BARRY
Ooo, what's that?

ROSE
What?

He reaches over and pulls an EGG from her ear. Dreading this, Rose forces herself to be impressed.

ROSE (Cont'd)
Oh. Wow. I didn't know you were into magic.

BARRY
There are a lot of things you don't know about me.

ROSE
I bet.

BARRY
I'm glad we finally did this. I've cancelled so many reservations for us, I'm going to be blacklisted at every restaurant in town.

ROSE
(sincerely)
I'm really sorry about that Barry.

BARRY
It's all right. You're here now.

Rose is getting annoyed as Barry reaches over and pulls a COIN out of her other ear.

ROSE
Incredible.

Rose stares at him and fantasizes:

FANTASY:

Barry raises his hands and snaps his fingers - and turns into ALEX.

BARRY (O.S.)
Rose?

REALITY:

CONTINUED

CONTINUED: (2)

Barry looks curiously at Rose, who seems pre-occupied.

BARRY (Cont'd)
Rose? Anything wrong?

ROSE
Oh. No. Oh, there's the waiter! Can
you pull the check out of his ear
Barry - I really have to go home.

Barry looks disappointed.

CUT TO:

INT. JESSICA'S HOTEL ROOM - NIGHT.

There is a knock on the door. Jessica, wearing a see through
Victoria Secret outfit, opens the door to find Gregory
standing helpless before her. She smiles.

GREGORY
Please don't do this to me.

Jessica guides him, helplessly, into the room.

CUT TO:

INT. ROSE AND HANNAH'S APARTMENT - NIGHT.

Rose enters a long foyer of sprawling eight room apartment in
a traditional West End Avenue brownstone. She walks down the
hallways to the bedrooms, moving towards her mother Hannah's
room. The door is open. The light is on. Rose steps into the
doorway and stops.

HANNAH MORGAN, is a beautiful Elizabeth Taylor sixty year old
who is still turning heads. She wears an elegant pajama
outfit, sitting upright in bed with pastel pillows and
femininity oozing out of the wallpaper. She pauses in her
reading to look up at her daughter and ask about her date:

HANNAH
So?

ROSE
So?

Pause. They've been through this before. Hannah shrugs and
goes back to her reading. Rose exits.

INT. ROSE'S BEDROOM - NIGHT.

Rose sits at her vanity gazing at her image:

FANTASY:

ALEX (O.S.)
ROOOOSSE!

Rose rushes to the window. Looking out, she sees ALEX, dressed like Stanley Kowalski, screaming her name on the street.

ALEX (Cont'd)
ROSE! OPEN THY HEART TO ME THAT I
MIGHT PLOW THY FIELDS TIL THE SUN IS
NO MORE.

ROSE
COME, MAN OF MY HEART!

SUDDENLY, the door to her bedroom flies open and Alex enters. They rush into each other's arms and begin making passionate love on her bed. ROSE'S FANTASY DISSOLVES INTO GREGORY'S REALITY AS WE -

DISSOLVE TO:

INT. HOTEL ROOM - NIGHT.

Gregory and Jessica ravage each other; tearing clothes, devouring kisses, cries of pleasure. All the while, Gregory releases something in him that is completely antithetical to his college professor persona. We see an abandon and fearlessness that comically borders on madness.

TIME LAPSE:

LATER; SAME LOCATION.

The room looks like a bomb dropped. Clothes, furniture, bed sheets, food - all tossed and strewn about. Camera finds Jessie sitting naked, wearing nothing but Gregory's tie, voraciously eating room service. Gregory sits against the headboard, staring at her in adoration, hanging on every word.

JESSIE
It was in Ravello and I happened to follow this nice looking middle aged woman into a church. I saw her take out this crumpled piece of paper, kiss it, leave it in the pew and walk out. So of course I had to look ...
(more)

CONTINUED

CONTINUED:

JESSIE (cont'd)

and what it was, was a novena - with instructions, in Italian, "leave this in the church on the ninth day of the month". And the prayer was, "Dear God ... please bring him back to me" written three times in a row. Now, you know me, I had find this woman so I caught up with her in the market place and I told her I was a writer for some Christian paper in America and would she talk to me. I bought her some coffee and she told me she was asking God to bring back her dead husband. I said, but do you actually believe that your husband can rise from the dead? She said, no, no, no ... She knew her husband would always be dead but there was another man, alive, who was interested in her and she was beginning to lose the feeling of her husband ... in her heart ... and she was asking God to bring him back in there ... because she had loved him so much ... she didn't want to forget, no matter what happened with this new man. And I thought - my God ... to love someone so much, you still want the feeling of loving them even though you know you can never be with them again

Gregory is COMPLETELY MESMERIZED BY HER.

JESSIE (Cont'd)

So I've started another book. And it's about this woman. She went to God, she told me, because when she fell in love with her husband, she became very religious, because she was so grateful for such a feeling. It was the first time she knew she had a soul. It made me think about us. You know, no matter how many others I get involved with - the only thing that makes sense to me is the craziness we have when we're together.

(more)

CONTINUED

CONTINUED: (2)

JESSIE (cont'd)
 When I think about it, this is the
 longest relationship I've ever had.
 (She devours him with
 a kiss)

I sometimes think we're only ever one
 whole person when we're together.

She devours him with a kiss. He melts. She returns to her
 food. Gregory stares at her until he gets the nerve to ask -

GREGORY
 It's a man, isn't it?

JESSICA
 What is?

GREGORY
 The reason you're here - in New York.

JESSICA
 (hesitates, then:)
 It's over ...

GREGORY
 Are you staying in town?

JESSICA
 Depends. French Fry?
 (He shakes no)
 Are you and Katherine getting married?

GREGORY
 Well, we reached that point where
 we've been together too long. We
 either had to get married or stop
 seeing each other.

JESSIE
 So which is it going to be?

GREGORY
 (helpless)
 Why do you do this to me?

Jessica hesitates - knowing this moment would come.

CONTINUED

CONTINUED: (3)

GREGORY (Cont'd)

You don't know what I'm like after you leave. I nearly lost my mind last time. I couldn't think straight, I couldn't work, I had no control and I didn't care. I remember teaching a calculus class when I suddenly thought of making love to you and I had to run into the teacher's lounge to masturbate.

JESSIE

(impressed)

Really?

GREGORY

You appear then disappear and in between I fool myself with other women. If you're going to destroy me, then do it! Tell me I mean nothing to you. Tell me you make love like that with other men. Tell me you feel nothing for me!

But Jessie shakes her head. She cannot tell him that. Gregory grabs her into an embrace.

GREGORY (Cont'd)

Then marry me. Don't you see? Loving you is my dream, my nightmare, my faith ... my madness ... Don't leave me in the real world with the Godless and the sane.

JESSIE

(really impressed)

Shit!

He kisses her until she pulls away.

JESSICA

Let me ask you something Greg. You think you'd still feel the same way after being married a few years? Do you think you'd still lose your mind? I don't want to be some miserable wife who only remembers a man loving her this much.

CONTINUED

CONTINUED: (4)

GREGORY

Forget marriage. Just stay with me.

JESSICA

Then I'll make you miserable. That's how I think real love works - there's only ever one winner. Let's keep it the way it is Greg. Let's keep dying for each other. No matter who I'm with, you're still the only man I'll ever really love. Isn't that enough?

GREGORY

I can't let you go.

JESSIE

Then stay with me. In this room. We won't leave. I have it for two more days. Let's ruin each other.

GREGORY

And after that?

JESSIE

We'll see.

They begin to make love again.

CUT TO:

INT. GREGORY'S CLASSROOM - DAY.

The students wait. Henry enters.

HENRY

I'm afraid Prof. Larkin isn't feeling well and all his classes are to be cancelled until further -

The student are eagerly up and out of their seats before he finishes.

CUT TO:

INT. ROSE AND HANNAH'S KITCHEN - NIGHT.

Rose creates a beautifully designed platter of food for her and her mother. She moves to the dining room where she has set a beautiful table, with china and crystal.

CONTINUED

CONTINUED:

She takes the napkins and FOLDS THEM INTO FANCY THREE CORNERED HATS - taking care as if she were expecting company, instead of just her mother.

INT. DINING ROOM - NIGHT.

Camera pans dining table - first, Rose wearing a worn out sweat suit. Her plate is full but she has yet to take a bite. She has a RITUAL of preparing her food that is deliberate and intricate - mixing her mustards and steak sauces into one round form on her plate; mixing and cutting her salad; utilizing her fork and knife in such a way as to get little bits of meat, vegetable and starch onto one forkful...all with intense concentration and purpose.

Camera then arrives on her mother, HANNAH staring at her performing this ritual. She is fully made-up wearing a sweater outfit, complete with jewelry.

HANNAH

I'm halfway through my meal and you haven't even started yet.

Rose holds up her forkful of each food group and calls it:

ROSE

The perfect bite.

HANNAH

You need to see someone.

Rose turns on the TV O.S. to A BALLGAME. Hannah eats with even more irritation.

HANNAH (Cont'd)

...I can't tell you how sorry I am your father put a television in this room. I hate this television and I hate it in the dining room. Can't we have a conversation?

ROSE

Mom, I had three classes today. This is my only relax-

HANNAH

Fine, fine, never mind. I can't win. Please eat with your arms off the table.

(more)

CONTINUED

CONTINUED:

HANNAH (cont'd)
 You eat like a convict - I'm not
 going to steal your food. Although
 you should be eating half that
 portion. You're not a lumberjack.

Feeling badly, Rose TURNS the TV OFF w/ the remote.

HANNAH (Cont'd)
 No!...I said never mind.

Hannah picks up the remote and TURNS it back ON.

ROSE
 No ... I'm sorry.
 (turns TV OFF)
 How was your day?

HANNAH
 Who gives a shit?
 (turns TV ON)

ROSE
 (grabs remote)
 No, you're right. Let's talk.
 (turns TV OFF)

HANNAH
 It's not about being right.
 (turns TV ON)

Rose laughs at the silliness of this scene.

ROSE
 I know. You're right. I'm sorry.

She TURNS it OFF. Hannah reaches for the remote, but Rose
 pulls it away.

ROSE (Cont'd)
 Mom. stop it! Leave it alone! Now
 talk to me! How was your day?

HANNAH
 You haven't even noticed I had my
 hair done differently.

CONTINUED

CONTINUED: (2)

ROSE
(lying)
Oh. Yeah. I thought you looked
different. It looks great.

HANNAH
What's different about it?

Rose stops in mid-chew, caught in her lie.

HANNAH (Cont'd)
There's nothing different about it.
I'm the same old bag I was this
morning.

BEAT. Hannah feels victorious. They eat in silence. Then.

HANNAH (Cont'd)
Have you spoekn to Claire? Or Alex?
(Rose shakes her head)
I feel sorry for him. I think he
should dump her.

ROSE
(irritated)
THIS is what you want to talk about?
How can you say things like that?

HANNAH
Because I know my daughter. She's
incapable of loving someone else.
She's going to break his heart, you
wait and see.

Deep down, Rose can't help but think Hannah is right.

HANNAH (Cont'd)
But I guess that's justice in a way.
After what he did to you.

ROSE
He didn't do anything to me. Don't
start this. We were just friends.
We're still friends.

HANNAH
You don't know what might have been.

CONTINUED

CONTINUED: (3)

ROSE

Yes I do. We're not exactly each other's type.

HANNAH

Claire reminds me of a girl I grew up with. Selfish. Refused to settle down. Never wanted children. Lived her own life, from man to man. She wound up -

ROSE/HANNAH

... in an insane asylum.

Pause. They eat in silence until Hannah drops the bomb.

HANNAH

I just don't want you to be upset.

ROSE

About what?

HANNAH

Claire called. They're coming over later to celebrate.

(Rose looks curious)

Alex proposed tonight. They're getting married in the spring.

Rose stops in mid-bite. Her heart sinks. Hannah knows full well what Rose is feeling.

HANNAH (Cont'd)

Now, you're not going to fall apart are you?

Rose glares at her, swallowing her true feelings.

ROSE

No. But I ... I wish I had known they were coming. I made plans to go to a movie with Doris tonight.

HANNAH

It's all right. I'll explain.

CUT TO:

INT. ROSE'S BEDROOM - NIGHT.

Rose closes the door behind her, holding back her tears. She crosses to her vanity and sits. Looking at herself in the mirror, she begins to cry. She dials the phone.

ROSE

Doris? Hi, it's me ... are you free tonight?

CUT TO:

INT. HOTEL ROOM - NIGHT.

Jess is in the shower. Gregory is on the phone to Katherine. INTERCUT KATHERINE, whose sits beside semi-packed luggage.

KATHERINE

So, she's the one you can't talk about, right? She's the reason you weren't sure about marriage. The reason sex isn't that important to you.

GREGORY

I'm so sorry, Katherine.

KATHERINE

(dignified)

No. Don't be. I'm relieved in a way. I thought there was something wrong with me. Well ... goodbye Greg.

(Greg doesn't answer)

Oh, and Greg? Even though I'm being really understanding about this, I just want you to know, it doesn't change the fact that you're still a lousy prick.

GREGORY

I know.

CUT TO:

INT. RESTAURANT/BAR HANG-OUT - NIGHT.

Doris and an upset Rose sit at a table surrounded by drinks. DORIS is a large woman with beautiful bright eyes and a charismatic smile. She is a woman perfectly at home inside her body. A WAITER APPEARS with their food;

CONTINUED

CONTINUED:

WAITER

Large fries with side of mayo and
chicken wings with blue cheese
dressing.

DORIS/ROSE

Can we get more dressing?

The waiter is surprised at their synchronicity;

DORIS

We were separated at birth.

ROSE

Two more drinks when you have a
chance.

The waiter nods and exits. Doris begins to eat. Rose
"prepares" her plate - methodically fixing dollops of mayo
and dressing on her plate.

DORIS

You feeling any better sweetie?

ROSE

Oh, I'll be fine.

(eating)

I gotta be honest with you though.
I'm not looking forward to being maid
of honor.

DORIS

I was maid of honor nine times. I
think when I hit ten, I should get a
free husband and dishes.

(leans in)

You know, it might not even happen.
Claire's such a nut:

ROSE

Doesn't matter. He asked. He wants
her. God, what was I thinking!? That
all of a sudden, this veil would be
lifted and he would want me instead
of this gorgeous woman with no
stomach whose ten years younger?

DORIS

It could happen.

CONTINUED

CONTINUED: (2)

ROSE

I should have never had coffee with him that first time he asked. He was too good looking - I knew I couldn't handle it. Never again. I mean, you've got to come to terms with your life or else what's the point? I'll never be a beauty. I'll never have some gorgeous guy in love with me, screaming my name in the streets. I'll never have one of those crazy, passionate, all-consuming, fucking for hours in some sweaty motel room by the side of a highway love affairs.

DORIS

(turned on)

You should write.

ROSE

What's depressing, is to realize I'm as bad as everyone else. I mean, what's wrong with Barry Neufeld?

DORIS

He irritates the shit out of you and he looks like Mr. Peabody.

ROSE

Why should that matter - I'm no great prize.

DORIS

All right - so in addition to everything else, you're as shallow as the rest of us. Give yourself a break.

ROSE

I mean what the hell is love anyway? What does it even mean today?

DORIS

Sounds like tomorrow's lesson.

ROSE

Yeah right. Those who can't do, teach.

DORIS

Honey, I'm so sorry.

CONTINUED

CONTINUED: (3)

Rose softens, the tears coming through a bit.

ROSE

Oh, it's all right. I hate the way I sound. Why should this bother me? I have a good life. I contribute.

DORIS

You're just lonely honey. You're human. It'll pass.

ROSE

The thing is - I want so little. I'm not asking for diamond rings and a house full of kids ... I just want someone - who knows me. They way people in love know each other - isn't that stupid? Their favorite toothpaste, their nightmares, their secrets. That's what cures loneliness. When somebody else is out there who knows who you are - and whose thinking about you. And who wants you.

DORIS

And you think that's easier to get than diamond rings? Honey, you need a change. Why don't you move out - get your own place?

ROSE

No. Living alone sounds very Holly Golightly in theory but the truth is you come home to an empty apartment every night. I'm not pretty enough to live alone. I'd turn into a cat lady who flirts with delivery boys.

DORIS

Well, if it's any consolation, I bet even beautiful people get lonely. Look at that woman over there.

Rose turns to see a BEAUTIFUL WOMAN sitting alone at a bar, fighting not to cry over her drink.

CONTINUED

CONTINUED: (4)

ROSE
It looks better on her.

CUT TO:

INT. HOTEL ROOM - NIGHT.

Jess is sleeping. Gregory sits beside the bed. Jess awakens to find him staring at her.

JESSIE
Why don't you sleep?

GREGORY
Because when I wake up, you won't be here.

JESSIE
Honey. Come to bed.

She pulls open the blanket. He crawls in beside her.

DISSOLVE TO:

INT. HOTEL ROOM - DAY.

The room is pitch black. There is a loud knocking, then:

HENRY (O.S.)
Greg! Greg it's me!

After another knock or two, the door is unlocked by a BELLHOP, with HENRY behind him. A light is turned on to reveal -

Gregory sitting in a chair with a blanket wrapped around him staring into space. It looks as if he's been crying. He is an unshaven wreck. The room has been cleared of Jessie's things.

BELLHOP
Is he dead?

Henry looks into his friend's catatonic eyes.

HENRY
Yep.

CUT TO:

EXT. COLUMBIA UNIVERSITY - DAY.

Gregory, disheveled, wearing the same clothes he's had for days, walks with Henry with a mad look in his eyes and a dangerous, self-pitying demeanor.

HENRY

I have a couple of things to do, then I have to sit in on a class for a teacher evaluation and then I'm free. I'm not letting you out of my sight. We'll go home, change your clothes and get something to eat. All right?

GREGORY

My life is almost half over and I'm still juggling feathers, Henry.

HENRY

What does that mean?

GREGORY

It's any expression of my mothers'. Right before her fourth marriage she said to me "Don't ever waste your time holding on to love - you might as well try juggling feathers".

A STUDENT, HAL, catches up with them, holding a report.

HAL

Hi. Mr. Larkin. Hal Benning. "Economics in Transition". I really have to talk to you about this B-minus you gave me on my Max Weber paper. I have real problem with it.

Gregory stares at him with a mad gleam in his eye and rips the paper out of his hands.

GREGORY

Here! You want an A? An A plus!

HAL

Uh ... Sure.

Greg writes A-plus and shoves it back to Hal.

GREGORY

THERE! HAPPY NOW HAL?

Hal takes his paper and runs. Henry calms Greg down.

CONTINUED

CONTINUED:

HENRY

You are psychotic. I can't tell you how much I'm enjoying this.

CUT TO:

INT. ROSE'S CLASSROOM - DAY.

Gregory and Henry sit in the back of the classroom while Rose gives an impassioned lecture to her spellbound students.

ROSE

... I believe it's our addictions to illusions like perfect sex and true love that are actually keeping people today separate and alone. "Falling in love" is a man-made conceit. Before the Industrial Revolution - before men left the home for business and women became the leisure class - before sex and beauty were used as marketing tools for the propagation of the species -

She refers to daguerreotypes and tintypes depicting images of women as objects of beauty.

ROSE (Cont'd)

What drew men and women together? I can tell you one thing - it must have been a lot more real than what's drawing them today. A fifty percent divorce rate among married couples - more single parents than you can count. Which is fine - but why? Because people want children and not relationships. Relationships are too hard. Why? Because we are asked to meet ridiculous, romantic standards!

Gregory is mesmerized.

ROSE (Cont'd)

Do you know how many lonely people there are waiting for this perfect, romantic love - this illusion when actually their perfect mate might be right in front of them only they can't recognize it.

(more)

CONTINUED

CONTINUED:

ROSE (cont'd)

And sex, well, how often have you heard "Oh he isn't my type", "Oh she's doesn't turn me on" and people stay alone. This obsession with beauty and lust while everything around us is decaying ... Everyone's lover has to be attractive and successful and funny and charming and the truth is, there simply aren't enough funny, successful, attractive, charming people to go around. We're human - we spit and sweat and gain weight and age and why isn't that all right?! Because of the malicious fantasies created by fashion designers and commercials about deodorant sharing that tell us it's not. "Don't settle for second best" "Be the best , smell the best, get the beautiful guy, lose the weight and marry an Adonis" - "perfect love does exist - right, here in this bottle for only 29.99." And whether we're conscious of it or not, we fall for it. The idea of having to "fall in love" has become the most contagious and deadly virus of twentieth century - killing relationships before they can even begin... Leaving men and women who have so much to offer - excluded. As if relationships were only meant for the select, the beautiful and the few instead of being everyone's birthright.

Rose is panting. She has given this speech without a breath. The class, and Gregory, sit stunned. Waiting. Rose feels exposed for a moment, and tries to sum up.

ROSE (Cont'd)

(genuine belief)

We live in such a transitory world. People marry for love, which fades...or beauty or passion...which fade. You ever notice how most friendships last longer than most marriages.?

(more)

CONTINUED

CONTINUED: (2)

ROSE (cont'd)

Is it even possible anymore for a man
and a woman to truly see each other
and come together for something
real?....I don't know....

(pause)

Questions, comments.

The class breaks out into applause. Rose smiles, feeling great love for these kids. Gregory looks as if he's been transformed by a revelation.

EXT. CAMPUS - DAY.

Henry walks with an excited Gregory.

GREGORY

She's amazing!

HENRY

Well, she talks a good line.

GREGORY

What do you mean? I thought she made
a lot of sense.

HENRY

Well, considering how she looks, I
guess yeah - she's got a point.

Gregory stops. Henry stops, surprised.

GREGORY

I didn't notice how she looked.

HENRY

That's my point.

GREGORY

I've had beautiful women Henry. I've
had great sex. And I'm alone ... I
want to meet her.

HENRY

Look - you're coming off of Jessie
again. You're not thinking straight.

(more)

CONTINUED

CONTINUED:

HENRY (cont'd)

Beside, in my opinion, sex is the only reason people get together because it's the only divine act humans can accomplish. It fulfills everyone's inherent desire to return to God. It is my belief that coming will replace praying in the 21st century. I'm thinking of writing a theological treatise on it and calling it "Theoboffism".

GREGORY

All I know is, I'm lonely. Maybe Jessie is my one real love - so what? Maybe my mother was right or maybe we're only allowed one a lifetime and I got stuck with someone I can't have. But maybe there's something else I can have. Something I can trust, feel safe with, build with ...

HENRY

With her!?

GREGORY

Well ... I don't know. Maybe. Why not? She's seems like a fascinating woman.

HENRY

Fine. But no matter what you want in a woman, you can't deny the fact that there has to be a physical attraction too.

GREGORY

I'm not so sure.

CUT TO:

INT. ROSE'S OFFICE - DAY.

Gregory knocks on the door to Rose's office. Through the walls, we can hear DYLAN'S "YOU'RE GONNA MAKE ME LONESOME WHEN YOU GO" blasting. Gregory knocks harder.

ROSE (O.S.)

COME IN!

CONTINUED

CONTINUED:

Gregory enters - well dressed and shaven. Rose is sitting at a desk piled high with opened books and papers. The walls are covered with a mixture of Mythological images and Rock Posters from the Sixties. Books abound in ever corner. She is eating a hero sandwich.

ROSE (Cont'd)
(lowers the music)
Can I help you?

GREGORY
Uh ... I'm Gregory Larkin - Math Department. I sat in on your class yesterday with Henry Fine.

ROSE
Oh yeah. Did he pass me?

GREGORY
I'm sure he did. I thought your lecture was ... fascinating. I was wondering if you were free - if you wanted to go for a cup of coffee or something.

Rose immediately recognizes this is a good looking guy asking her for coffee, and her "Alex alarms" go up.

ROSE
Uh, well, no, sorry. I'm actually scheduled for something now ... soon.

GREGORY
Oh, well maybe some other time.
(Rose nods)
I think you're a gifted teacher. You really had those students. I'd love to discuss your teaching methods with you some time as well.

ROSE
Thank you.

Gregory exits. Rose immediately rises and crosses calmly over to her water cooler. She gets some cold water in a small paper cup and quite matter-of-factly, **THROWS THE WATER IN HER OWN FACE.**

ROSE (Cont'd)
That was close.

INT. ROSE'S BEDROOM - NIGHT.

Rose opens the bottom drawer of her vanity and reveals HER ASSORTMENT OF CUPCAKES AND SWEETS. She extracts a package of cupcakes, then moves to a CD PLAYER raises the volume. We hear THE BAND'S "IT MAKES NO DIFFERENCE". She raises an already lit JOINT to her mouth and inhales. As she sings along, getting stoned, we get a glimpse into a younger Rose - a sixties hopeful with a great joy and thirst for life, before any expectations vanished. She then inhales a bit too much, and must use every effort not to cough out loud - banging her hands against the furniture, her eyes tearing. She makes sure to exhale out an opened window. She takes a deep breath, then douses out the joint on the sill. She takes her cupcake to her bed and makes a tray out of an art book. Laying down, she serves herself the cupcake, listening to the music and watching the ballgame on a TV with no sound opposite the bed. She comments to herself -

ROSE
Life is good!

She takes a bite of her cupcake and watches the game and listens to The Band. All of a sudden she freezes - as if a thought had crossed her mind and got stuck there. We can tell by her expression, that she isn't really watching the game or listening to the music or even consciously chewing. She's thinking about Gregory. But then she decides.

ROSE (Cont'd)
No. I was right to say no. That was a good move. Have lunch with a guy like that, next thing you know I'm cooking for him and holding his hand when he has problems and fantasizing about raping him in a restaurant. Never again. The end. End of story!

THE PHONE RINGS. Stoned, she stares at it for a moment or two, fascinated by the ringing. Until -

HANNAH
Rose! Answer the phone!

She picks up.

ROSE
Hello?

INTERCUT GREGORY ON THE PHONE:

GREGORY
Hi - it's Gregory Larkin. I hope I'm not disturbing you.

CONTINUED

CONTINUED:

ROSE
(to herself)
That was weird!

GREGORY
What?

ROSE
Nothing. I was just - nothing.

GREGORY
I was calling to see if your were
free for lunch tomorrow.

Rose grimaces.

CUT TO:

INT. COLUMBIA ADMINISTRATION OFFICE - DAY.

Doris is at her desk when Rose enters.

ROSE
Whose this Gregory Larkin guy?

DORIS
Uh, Larkin? Math I think. Yeah. In
fact he just published some book.

ROSE
He's published? ... Are you free for
lunch?

CUT TO:

INT. BURGER PALACE - DAY.

Rose and Doris listen to Gregory explain his book as they
wait for their lunch.

GREGORY
...so what I had hoped to accomplish
with the book was to show within this
Universal Order, numbers are not just
numbers but symbols that represent -
how should I say it - metaphysical
concepts. First there's the One, the
Universal, the All - that from which
everything springs and is ever
contained in - you still with me?

CONTINUED

CONTINUED:

ROSE
I'm holding on.

DORIS
I'm off the cliff.

GREGORY
(enjoying himself)
Then we divided with One into the Two - the duality of the One and One's awareness of itself through it's opposite, the Two. Then there's three, which is the relationship between the two and the one ...

ROSE
So four would be the result of the relationship - the product produced by the sum.

GREGORY
That's right? Did you read the book?

ROSE
No. I almost bought it though. I held it in my hands in the bookstore for a good ten minutes.

GREGORY
That's all right, I'll send you a copy ... but getting back to the three for a minute, what you might find interesting for what you teach is the importance of the relationship. See, without the three, relationship - a number, or a person, is just ...

ROSE
Spinning it's own gears.

GREGORY
Exactly. This is marvelous.

ROSE
I know. First time I had lunch with a guy where I feel like I'm winning on a game show.

Gregory suddenly feels insecure.

CONTINUED

CONTINUED: (2)

GREGORY

I'm sorry. I didn't mean to lecture.
Excuse me a moment.

Gregory exits to the bathroom. Doris nudges Rose.

DORIS

What's wrong with you?! He's a doll.

ROSE

What?! I didn't say anything. He's a very nice guy. Now let's eat the damn lunch and get the hell outta here.

DORIS

You're an idiot. He's likes you.

ROSE

What are we in fifth grade? He likes me! He likes my brain.

DORIS

So? Take it slow. One organ at a time.

Gregory returns just as A WAITER appears with two salads and a PEPPER MILL. He is about to pepper Rose's salad:

ROSE

No pepper for me. But could you get me a little side dish of extra dressing.

DORIS

Me too.

She begins her ritual of carefully cutting and mixing her salad - picking out the wilted or bad looking leaves as she speaks. Gregory is fascinated by her ritual.

GREGORY

You're class is remarkable. Maybe you can sit in on my class on next week.

ROSE

What was it you wanted to discuss about my teaching?

GREGORY

Well...I wanted to ask - how do get them to stay?

CONTINUED

CONTINUED: (3)

Rose and Doris let out a laugh until they realize that Gregory is dead serious.

CUT TO:

INT. GREGORY'S CLASSROOM - DAY.

Gregory is erasing the blackboard. The camera follows him as he crosses past his desk, past the students seats which are empty. He stops before ROSE, ASLEEP in the last seat - her head back, her mouth open.

GREGORY

Rose. Rose.

Rose awakens with a start! She gets her bearings and realizes the class is over - and she was asleep.

ROSE

Oh ... Greg, I'm sorry. I didn't sleep well- ...

GREGORY

No it's all right. At least now you're familiar with the problem. Can you help?

(Rose wonders)

Maybe we can have dinner tonight - talk about it. I'll invite other people if you like.

Rose, feeling badly, accepts.

CUT TO:

INT. RESTAURANT - NIGHT.

Gregory and Rose are having dinner with Henry and his date, a beautiful blonde model named CANDY. Each pair is involved in conversation. The camera cuts between the two conversations.

ROSE

... I just think you have to relate what you teach them in a way that touches their lives a bit more directly. Let them get to know you.

GREGORY

You're right. How?

CONTINUED

CONTINUED:

Gregory listens like a disciple. Henry and Candy are having a different conversation.

CANDY

I'm very much a free spirit. If I don't feel like going to a party I won't go just because other people are.

HENRY

I really respect that.

Gregory and Rose continue:

ROSE

You need to loosen up a little. Don't wear a jacket and tie. Joke around. Find the humor in it.

GREGORY

Find the humor in calculus?

ROSE

Well - if numbers represent some metaphysical meaning in the Universe uh ... there's got to be a joke in there somewhere. I mean, metaphysics, the universe - it's hilarious.

GREGORY

Really?

Back to Henry and Candy.

HENRY

You like those Calvin Klein ads - those guys in the underwear?

CANDY

Oh yeah - I think they're hot.

HENRY

I think they're disgusting.

Rose can't help but over hear Henry's comments and stops with Gregory to listen in.

CONTINUED

CONTINUED: (2)

HENRY (Cont'd)

I just think that for women to be represented like that in advertising, it's much more artistic. When it's man, I find it almost pornographic.

ROSE

Why?

HENRY

Well, artists have been honoring naked women through their canvases for centuries.

ROSE

Gee, the last time I looked the David had a dick.

Things are getting heated. Gregory is loving it.

HENRY

All I'm saying is, everywhere you look there are these young guys with washboard stomachs, looking like Gods in some homo-erotic fantasy.

CANDY

I think they're hot.

No one pays attention to her and she notices it as Henry speaks directly to Rose -

HENRY

I didn't mean to offend you or-

ROSE

I'm not offended. I just think times are changing. In some tribes - like the Wodaabes, it's the men who spend hours in make-up sessions and are judged in beauty contests by the women. And they're a much older society than ours - maybe we're just catching up. Men as objects of female lust is quite natural and if women are going to make themselves sick and surgically alter themselves to stay in the running, you men are going to have skip the extra beer and tighten your butts too.

CONTINUED

CONTINUED: (3)

Gregory smiles proudly. Henry lifts his glass as if to toast her. Candy feels left out and rises.

CANDY

Excuse me a minute.

Only Rose can sense Candy's sudden discomfort.

INT. LADIES ROOM - NIGHT.

Candy is in front of mirror fixing her make-up. Rose enters to wash her hands.

CANDY

You're a professor?

ROSE

Yes.

CANDY

How long have you been with Gregory?
I think he's gorgeous.

ROSE

We're not together. We're just
associates. How long have you been
seeing Henry?

CANDY

Not long. I'm really just in it for
the sex.

ROSE

Really?

CANDY

It's such a turn on fucking a smart
guy. I feel kind of like a genius
everytime he comes.

Rose laughs. Candy smiles, warming up to her.

INT. RESTAURANT -

Henry and Gregory.

GREGORY

Isn't she something?

CONTINUED

CONTINUED:

HENRY

That and more. Too bad you can't take her brain and put it in Candy's body?

Gregory is disturbed by Henry's remark.

INT. LADIES ROOM -

CANDY

It's not going to last. Not that I want it to. We're just having some fun. Eventually there'll be someone prettier, someone younger he'll get a thing for and that'll be it.

ROSE

Doesn't that bother you?

CANDY

No. I plan to be married within five years then I'll never have to worry about it again. I don't kid myself. I know the things I can offer a man, a lot of other women can too. It's all timing, ya know. You just have to hit that one guy whose ready to stop sampling everything he sees. And then you can stop too. It's different for women like you I think.

ROSE

Why?

CANDY

If a guy falls for you, you know it's for something that'll last. You don't have to worry about losing it as you get older. You'll probably get even smarter when you age.

ROSE

Can I ask you a question? If you could switch places with me, would you?

Candy stops applying lipstick. She feels uncomfortable by the question. Her answer is obviously no.

ROSE (Cont'd)

See, that's the difference.

CONTINUED

CONTINUED:

The two women look into the mirror facing them.

ROSE (Cont'd)

I would.

INT. RESTAURANT - NIGHT.

At the table, the WAITER has brought their meals. Candy has ordered a large grilled vegetable salad. Rose ordered lamb chops and potatoes with special orders of mustard, extra mint jelly and sour cream on the side. She begins to prepare the mint jelly and mustard with small dollops along with dicing her potato along with the sour cream. Everyone else has already started eating, as they watch Rose's ritual. When she finally takes a bite. Gregory smiles. She smiles through her food.

ROSE

The perfect bite.

He leans over to her.

GREGORY

Listen. I have two tickets to the Philharmonic. It's a benefit. Black tie. Do you feel like going?

Rose, her mouth full of food, is impressed by Gregory's proposal. She nods. He smiles.

CUT TO:

INT. ROSE'S CLASSROOM - DAY.

Gregory sits in on another of Rose's lectures.

CONTINUED

CONTINUED:

ROSE

Around the 12th Century they had a thing called Courtly Love - and it was a love usually between a knight and a lady he idolized, worshipped...But the rules were they could never have sex, never be married and yet they must always keep their passion for each other alive...It was as if they took this baser human love and through their restrictions squeezed everything out it that was thought to be impure or temporary. It was thought to be one of the highest expressions of love. As opposed to the more human, everyday, going-to-the-bathroom-in-front-of-each-other kind of love.

Laughter. Gregory is inspired.

INT. BERGDORF'S - DAY.

Rose is cautiously looking through some evening wear. All she finds are skimpy cocktail dresses and low-cut gowns. She finds one black sequined high neck number, but it has no back. A SALESLADY approaches.

SALESWOMAN

Would you like to try that on?

ROSE

Oh no. I'd look like a neon sign. I have this formal tonight and of course I waited until the last minute ...

SALESWOMAN

Well what are you looking for?

ROSE

Something comfortable, big, loose, dark - actually, I should be in the linen department buying a comforter.

SALESWOMAN

(smiles)

Come with me.

INT. BERGDORF'S COSMETICS DEPT. - DAY.

Rose walks through, carrying a dress box. She passes by women getting make-overs. She's dying to try.

CUT TO:

INT. ROSE'S BEDROOM - EARLY EVENING.

Rose sits at her vanity with her back to us. She is wearing a simple, black evening dress - loose, formless. WE DO NOT SEE HER FACE.

HANNAH (O.S.)

Rose?

Without moving her head or neck, Rose responds. Hannah enters and stands in the doorway; cool, detached;

HANNAH (Cont'd)

When did you get home? I didn't hear you come in?

Rose remains stiff, with her back to us.

HANNAH (Cont'd)

What's wrong with you?

Hannah approaches and is surprised when she sees Rose - with a complete make-up job. The make-up is overdone and not very complimentary to her natural looks. Rose talks with tight lips.

ROSE

What do you think?

HANNAH

Why are you talking like that?

ROSE

I'm wearing so much, I'm afraid it'll break. How do I look?

HANNAH

Paralyzed. Why are you wearing so much?

ROSE

Well according to this cosmetics expert I have a myriad of problems - my eyes are set too close together, my nose is crooked, my chin is chubby and my skin is confused. Should I take it off?

CONTINUED

CONTINUED:

HANNAH

Well, if you're going to wear make-up, you should do something with your hair.

ROSE

What?

Hannah picks up a brush and pins and spray, and begins to style.

HANNAH

He must be very handsome this one, for you to go through all this.

ROSE

I'm not doing it for him. It's a formal.

HANNAH

No one says you have to wear make-up to a formal. You've been seeing him for a few weeks. Do you think something might happen with this one?

ROSE

Stop calling him "this one". Sounds like you're picking out a lobster. We're just friends. I haven't been "seeing him". DON'T TOUCH MY FACE! I'm just helping him with his teaching. It's not a date or anything.

HANNAH

Then what does it matter how you look?

ROSE

(hopefully)

I just wanted to...

(stops, realizing)

I guess it doesn't matter.

HANNAH

Unless of course you think something might happen.

ROSE

Nothing's going to happen!

CONTINUED

CONTINUED: (2)

HANNAH

Oh, young women today. You take everything at face value. As if the man has all the say and you have nothing to do with it. You think men know what they want before they want it? Half the time, they'd sleep with cows if that's all they could meet. How do you think syphilis was created?

ROSE

How did we get from my date to the origin of syphilis?

HANNAH

I thought it wasn't a date.

Touche. Hannah begins to spray the teased hair. Rose asks vulnerably.

HANNAH (Cont'd)

If he takes you to dinner, order some simple - a nice fish. Broiled. And no dessert. A cup of coffee is more than sufficient.

ROSE

Mom ... when I was born, did you think I was pretty?

HANNAH

Tch. You were my child. My firstborn.

ROSE

But you must have thought something about how I looked. Did you think I was a pretty baby?

HANNAH

Silly. What's pretty anyway? You're sister's pretty - you think she'll be happy. I give that marriage two months.

ROSE

I think that's an awful thing to say.

CONTINUED

CONTINUED: (3)

HANNAH

You're just sticking up for her. I should know better than to say what I really think. I can't win.

ROSE

Everytime you say that I always wonder what we're playing.

INT. CAB - NIGHT; A FEW MINUTES LATER.

In the backseat, Rose is thrown back and forth.

ROSE

There's no rush.

But the driver doesn't hear. Both the windows on both the rear doors are down, causing a tremendous wind tunnel that is tearing apart her hairdo. She tries to shut them, but can't.

ROSE (Cont'd)

What's wrong with the windows?

CAB DRIVER

Broke...Both broke.
(he giggles in Arabic)

Rose braces herself, while trying to hold down her hair. The cab stops at a red light. Rose catches her breath. She glances over at a parallel cab that also has a single woman in the backseat. The woman is dressed up and having an equally horrific cab ride. Her face is smeared with lipstick that she has been trying to apply. She glances over to Rose, Rose smiles. The woman smiles, then both cabs peel off as if in a drag race.

CUT TO:

EXT. LINCOLN CENTER - NIGHT.

Rose exits the cab - her hair has been wind blown into a complete mess. She approaches Gregory who is genuinely glad to see her. He smiles broadly. Rose is painfully self-conscious.

ROSE

Hi..I'm sorry..

Gregory is unphased by her appearance.

CONTINUED

CONTINUED:

GREGORY

Sorry for what? You're exactly on time.

ROSE

Yes...I..no, I mean... my hair..I must look like I've been attacked by wolves.

But Gregory neither compliments nor consoles her about her looks. Rose suddenly feels very silly.

GREGORY

We should get out of the wind.

CUT TO:

INT. AVERY FISHER BATHROOM - NIGHT.

Rose wipes off all the make-up and brushes out her hair.

CUT TO:

INT. AVERY FISHER HALL - NIGHT.

On stage, the Philharmonic Orchestra plays Cesar Franck's PSYCHE. In the audience, Rose sits beside Gregory listening. Gregory reaches into his pocket and pulls something out. He then nudges Rose who jumps slightly and looks to what Greg has in his hand. A THIN SMALL COMPUTER. It looks like a calculator with an extra large screen. Gregory whispers:

GREGORY

It makes shapes out of sound waves.

He turns it on. Rose watches. The little screen bursts into color as the music creates fantastic forms and spirals. She smiles in fascination. Gregory is pleased it's made an impression. They watch together like two children.

INT. AVERY FISHER - RECEPTION - NIGHT.

An after concert reception. Rose and Gregory stand in the crowd with white wine and hor d'oeuvres. Rose bites into one.

ROSE

Ugh..the food is awful.

GREGORY

I hate crowds.

CONTINUED

CONTINUED:

Rose notices alot of lights and crowds through the window, looking over to the N.Y. State Theatre.

ROSE

What's happening over there?

GREGORY

I read somewhere it's a midnight celebrity benefit for Dance Theatre of Harlem and AIDS.

ROSE

I bet they have better food.

GREGORY

We don't have invitations.

Rose has a devious and mischievous look on her face.

EXT. LINCOLN CENTER - NIGHT.

Gregory stands in the cold, in his tux, watching -

Rose approaching the line of paparazzi, awaiting celebrity arrivals. Limousines pull up to the curb and cameras start flashing at whoever exits. During a lull, Rose whistles over TWO YOUNG PHOTOGRAPHERS and brings them into a huddle.

Gregory is intrigued as he watches Rose give them directions and money. He sees the photographers shrug and nod to Rose. Rose returns to Gregory.

GREGORY

What are you doing?

ROSE

You're sort of a scientist. I'm going to show you an example of chain reaction. Come on!

She grabs his hand and walks quickly toward the curbs.

EXT. CURBSIDE - NIGHT.

Rose leads Gregory towards a limousine that is parked, having already deposited its celebrity. Gregory is worried.

GREGORY

Are you sure about this?

CONTINUED

CONTINUED:

ROSE

I saw this guy on cable talking about all the ways he sneaks into parties. I always wanted to try it. I mean what's the worse that could happen - they throw us out and we're humiliated? I spent a lot of money on this dress and I'm not taking it off yet! You got a twenty?

Gregory searches for a bill.

EXT. NEW YORK STATE THEATRE - NIGHT.

Celebrities exit a limo and are immediately photographed at every angle by the photographers as they walk along the red carpet and are swept into the theatre.

Another limo drives up and out of it exit ROSE AND GREGORY. Gregory is clearly nervous. They move down the red carpet. For a few steps nothing happens. Gregory almost panics. Until suddenly, the two photographers Rose paid off start clicking the cameras furiously at them.

Like a chain reaction, ALL THE OTHER PHOTOGRAPHERS start clicking their cameras. Rose's plan worked. Rose begins to enjoy her momentary celebrity, playing it for all it's worth. Gregory is amazed as they reach the door and are quickly swept inside by the doorman.

INT. NY STATE THEATRE - NIGHT.

Rose is busy at the buffet table. Gregory is stunned and exhilarated!

ROSE

I was right. The food is better.

GREGORY

That was incredible. We completely fooled- ...

ROSE

Shhhh ... Cool. Keep it cool.

GREGORY

(whispers excitedly)
We completely fooled them.

CONTINUED

CONTINUED:

ROSE
Still in a crowd though. Would you
like to find a quiet spot?

INT. STAIRCASE: NY STATE THEATRE - NIGHT.

Rose waits patiently with a white wine. Gregory appears with
several dishes of hor d'oeuvres.

ROSE
Here he is - my hunter gatherer.

GREGORY
They didn't have any more roast beef
with horse radish but I got some beef
skewers instead.

ROSE
Fine. Fine. Sit down.

Placing the dishes on the stairs, Rose begins to prepare a
bite for herself - re-doing two hor d'oeuvres by replacing
bits of one with another. Gregory watches intently.

ROSE (Cont'd)
The lettuce is always wilted on these
things and I can't stand cucumber

GREGORY
You love food, don't you?

ROSE
Why, is that a problem!?

GREGORY
No, not at all. Could you make me one
like that?

ROSE
Here ... have this one.

She pops it into his mouth. Gregory is unphased by the
intimacy of the gesture. Rose smiles. He stares at her. Rose
giggles self-consciously.

ROSE (Cont'd)
What?

CONTINUED

CONTINUED:

GREGORY
(still excited)
I can't believe we fooled them!

She laughs.

CUT TO:

EXT. NYC STREET - NIGHT.

Rose and Gregory walk home after the concert.

GREGORY
My favorite period is the turn of the century. Everyone having these inflamed desires for people they've only sat alone in a parlor with. Holding hands becomes the most intimate act.

ROSE
And all those layers of clothing they've have to get through to even make a move. So erotic.

Gregory laughs. Rose smiles.

GREGORY
Are you ... seeing anyone right now?

Rose stops, losing her smile. Gregory is worried.

GREGORY (Cont'd)
What's wrong?

ROSE
(protective)
What are we doing here?

GREGORY
(shyly)
Well I ... I'd like to get to know you better Rose.

ROSE
As what? A friend? An experiment?

GREGORY
Do we have to label it?

CONTINUED

CONTINUED:

ROSE

Yes. This isn't the turn of the century. Look, you're a real nice guy but I've just ... come out of something that - ...

GREGORY

So have I.

ROSE

Well then we should definitely not go any further.

GREGORY

I don't agree. I know the whole "on the rebound" scenario and believe me that's not what this is. I don't want what I had with her. I want something else. I want everything you've been talking about in that classroom.

ROSE

But ...

GREGORY

There are no guarantees Rose. There's no perfect science - it's still all depends on how a person sees it. And when I see you I see a woman unlike any I've known. Your mind, your humor, your passion for ideas, your courage to live by them ...

Rose is being swept off her feet.

GREGORY (Cont'd)

What would happen if we put everything else - the sex, the romantic illusions - and put them aside. Got to real know each other's heart and soul, like those knights and ladies of the 12th century.

ROSE

But they had passion for each. They just sacrificed it.

CONTINUED

CONTINUED: (2)

GREGORY

They we're ahead of the game because
we don't have that passion. All we
have is respect and true affection.
At least I do.

Pause. Rose finds it hard to breath. Gregory worries.

GREGORY (Cont'd)

Have I ... overstepped the boundaries?

Speechless, Rose shakes her head. They walk side by side in
silence for a moment. Until:

GREGORY (Cont'd)

Rose?

(they stop)

May I hold your hand then?

Rose finds this so moving, she can only nod. Gregory takes
her hand and they walk past camera. With their backs to us,
we hear:

ROSE

I want to hear about this woman. Is
she dead?

GREGORY

No, she's lives in Paris.

ROSE

Oh ... that could be a problem.

CUT TO:

INT. GREGORY'S CLASS - DAY.

Rose sits in the back as Gregory tries to relate their
adventure to the students in his usual pedantic manner. He
has, however, taken off his jacket and tie.

CONTINUED

CONTINUED:

GREGORY

And um...there were many photographers and..oh wait, no, first we had to find a limousine and we paid them twenty dollars for just a few minutes, then...then we got in and went around to the front which was very crowded - as I said, there were many photographers uh, taking pictures.

The class is bored stiff. Gregory can't tell a story.

GREGORY (Cont'd)

It was very exciting how this chain reaction occurred....

Rose bites her lip so as not to laugh. She finds poor Gregory so endearing, as he looks up to her with pleading eyes begging for help.

CUT TO:

INT. COMEDY CLUB - NIGHT.

A comedian plays for a packed house. Camera pans around the audience to find Rose and Gregory deep in conversation, oblivious to their surroundings.

GREGORY

... I don't know what it is about Jesse but, after this last time, I made a decision I don't ever want to feel that obsessive or lost over someone again. It's unendurable. I sometimes think maybe it's because she was my first.

ROSE

Your first what?

GREGORY

My first ... you know ... lovemaking experience.

ROSE

I thought you said you met her when you were 24.

(more)

CONTINUED

CONTINUED:

ROSE (cont'd)
(Gregory nods)
You mean you had never ... until you
24?

GREGORY
I was a real good student.

ROSE
Wow.
(Greg laughs)
What?

GREGORY
Wow. You don't usually hear people
with high I.Q.'s say that. I like it.
Wow. How old were you?

ROSE
(embarrassed to say)
Well - it was sixties. Sex was just
something you did with someone after
you had a great conversation with
them. Twenty-four?

They both sip their beers, as Rose adds;

ROSE (Cont'd)
But - you must have had women all
over you - you're a great looking
guy. I hope that doesn't make you
uncomfortable.

GREGORY
Actually it does, but that's OK. I
never got to really know any of
them - I guess I just wasn't
interested until Jess. She was so ...
dangerous. Why are we attracted to
that?

ROSE
Well, she was also beautiful. Ugly
and dangerous I find it easier to
resist.

Greg laughs. Rose sips her beer, slightly disappointed.

CUT TO:

EXT. BASEBALL GAME - DAY.

Camera pans stadium crowd, until we find Gregory and Rose in deep conversation- oblivious to their surroundings.

ROSE

... Anyway, Alex was taking some night classes and we got friendly. It's so stupid. We used to sit in coffee and share cigarettes. Talk. I guess I built this whole fantasy of him on those little things. Like sharing cigarettes. It seemed like such an intimate thing to do at the time. And I don't even smoke. I thought he was going to be my romance. Then he met my sister and ...

UMPIRE (O.S.)

STRIKE THREE!

ROSE

(stands)

YOU STUPID BUM...THREE MILLION DOLLARS A YEAR AND FOR WHAT! FOR WHAT!

Gregory is startled. Rose sits back down calmly and continues talking.

ROSE (Cont'd)

Anyway, they're getting married now and in a way I'm glad because it's finally over. I don't have to ... fantasize anymore.

Gregory nods. Rose eats one of his french fries. Pause.

GREGORY

You know, I've always been fascinated by people's fascination with this game. I don't see the point of playing a game in which you exert all that effort to wind up at the same place you started?

Rose considers this but doesn't have an answer.

ROSE

I don't know. My father loved it. We had season tickets.

Someone gets a hit and a run is scored.

CONTINUED

CONTINUED:

GREGORY

See! Now, he runs around and winds up where he started - mathematically this game has no point.

ROSE

(lying)

Well, actually it's about averages. I mean that's what makes it exciting.

GREGORY

Averages?

ROSE

Yeah, see that scoreboard. Everytime a player comes up they flash that three digit number. Well that's the players average - how many times he hit the ball in ratio to how many times he stood up at bat. You're dealing with several pitches coming per time at bat ...And what a man can do with these several pitches is actually about pitting the man and his skill against his average. It's man versus the numbers because if he can't maintain or surpass his average, his contract gets cancelled or he gets traded which is tantamount to public humiliation...

Intrigued, Gregory pulls out a pad and pencil.

GREGORY

Now which number is it?

CUT TO:

INT. GREGORY'S CLASSROOM - DAY.

The students sit, dreading the boring class to come. The door opens. Their faces register astonishment at what they see:

Gregory enters wearing tight jeans with designer tears on the knees, a tight T-shirt, a baseball jacket and cap. The girls jaws drop in admiration as he takes off his jacket to reveal the outline of his torso. Gregory is clearly self-conscious, but bravely continues:

CONTINUED

CONTINUED:

GREGORY

So, let's see. What are we doing today?

(reads)

Fibonacci ratios as they approach the Greek Golden ratio.

(pause, then:)

Bummer.

Shock. Surprise. Some giggles.

GREGORY (Cont'd)

Anybody see the game on Sunday? That Marakesh. What a bum - huh?

Some students nod cautiously in disbelief.

GREGORY (Cont'd)

Let me put this before you. Let's say Marakesh's contract states that he must keep his average at 285 for a period of at least 33 of the 52 game season - not the the bum can, but let's just say.

(class laughs)

Not figuring in the percentage of balls to strikes ...

A MALE STUDENT

Prof. Larkin? Would you include errors in that computation.

GREGORY

(thinks, then:)

I don't know. I'll have to ask Rose.

CUT TO:

INT. RESTAURANT - NIGHT.

Gregory talks excitedly. Rose has never seen him so animated.

GREGORY

... and suddenly there was this tangible energy in the room. We actually exchanged ideas. We were connected somehow. It was .. was ...

ROSE

Great?

CONTINUED

CONTINUED:

GREGORY

GREAT! They came alive. They participated. They STAYED!

(Rose laughs)

And they laughed. I was funny Rose! You know what I want to do for my Phythagorean theory class. I want you to expose me to your music, current music, post 1799. I have an idea for examining harmonic proportions.

ROSE

OK.

GREGORY

I can't thank you enough. I was a better teacher today than I've ever been because of you.

Rose smiles, deeply touched. A WAITER brings them two salads, then offers:

WAITER

Fresh pepper?

Rose is about to answer when:

GREGORY

She doesn't like pepper, but I will. And you can you bring her a side dish of extra dressing. She likes a little extra.

Rose is so moved by this gesture she can't take her eyes off of Gregory, who proceeds to cut his his salad, oblivious to how much that mean to Rose. She can hardly eat. Gregory continues talking MOS - but Rose just stares at him, as if abut to cry.

CUT TO:

INT. LADIES BOUTIQUE - DAY.

Rose shops. Wearing her usual baggy clothes, she sorts through a rack of similar black baggy clothes...But then something catches her eye...

CONTINUED

CONTINUED:

A rack of tighter fitting, colorful dresses that go up to her size. She puts it up to her body and decides to give it a try.

CUT TO:

INT. ROSE'S CLASSROOM - DAY.

Her class awaits her arrival, talking amongst themselves. Suddenly the door opens and they all look O.S. in surprise.

A CAMERA PAN beginning from Rose's feet up her body reveals A NEW LOOK - heels, shapely albeit full calves, a hemline that starts at the knee outlining a tight fitting dress that hugs her hips, waist, torso and breast...The look is reminiscent of the sensuality of an Anna Magnani. Even though a tummy shows and the behind spreads, there is an air of defiant sexuality. She looks great (at least to this writer). Rose obviously feels self-conscious, but bravely enters and decides to stick by herself.

The class, especially the boys, are in shock. Rose looks at them in silence and says;

ROSE
Yes. I have tits.

The class cracks up and the ice is broken.

CUT TO:

MONTAGE: THROUGHOUT THE MONTAGE, WE NOTICE A BLOSSOMING IN ROSE - MORE PHYSICALLY CONFIDENT, A BRAVER FASHION STYLE, EVEN A SLIMMER APPEARANCE. She grows subtly more attractive before our eyes as Gregory grows more relaxed and boyish.

EXT. BALL PARK - DAY.

Rose teaches Gregory how to swing a bat correctly.

INT. GREG'S KITCHEN -

Rose whips up a gourmet meal with great joy as Gregory watches like a eager apprentice.

INT. CLASS -

Rose wears another colorful, revealing outfit as she whips her class into a frenzy.

INT. GREGORY (AND ROSE'S) APARTMENT - NIGHT.

Gregory passionately explains some diagrams on his computer as Rose listens attentively. We can tell he is loving the act of sharing his life. And Rose is surrendering.

INT. MET OPERA - NIGHT.

Gregory and Rose listen to TRISTAN UND ISOLDE, as they share his sound wave hand computer. Rose decides to take the computer away and force Gregory to close his eyes and just listen.

DISSOLVE TO:

LATER - SAME LOCATION.

Rose looks over to Gregory and notices his eyes are tearing from the beauty of the music. She is beginning to adore this man who is so open to experience and the world she can show him. She covertly offers him a tissue. He accepts.

INT. DANCE CLUB - NIGHT.

Gregory dances to good old rock music - some Rolling Stones classic - with Rose and Doris. His movements are awkward but his dances without inhibition, surrendering to the music.

INT. ROSE'S BEDROOM - NIGHT.

Rose is getting dressed just as frantically as she always has. At her vanity, she opens her drawer of cosmetics and cupcakes. Fishing around the mess, she finds an unopened bottle of PERFUME. She bravely tears off the wrapping and cautiously applies some to her wrist. Liking it, she applies it to a variety of spots.

INT. ROSE AND HANNAH'S APARTMENT - NIGHT.

Rose opens front door revealing Gregory.

GREGORY

Hi. Am I late?

ROSE

(nods)

About twenty years. You look great.

Gregory enters and hands Rose some wine. He coughs from the perfume. Rose put on a bit too much.

ROSE (Cont'd)

Did I put on too much?

CONTINUED

CONTINUED:

GREGORY

No. It's nice. Just certain scents
make my eyes water.

ROSE

I'll go shower.

GREGORY

(laughs)

No. Don't. Where's your mother?

ROSE

Getting dressed. You'll know when she
enters the room - there'll be a
musical cue. Want to open this for me?

HANNAH (O.S.)

Rose ... has our guest arrived.

Rose and Gregory turn to see Hannah, ever so gracefully entering from the bedroom hallway, wearing a beautiful outfit with coiffed hair and jewelry. A stark contrast to Rose's apron and jeans. She oozes charm and flirtatiousness. Coincidentally, at that same moment, an ice-cream truck passes by on the street with it's Mr. Softee jingle. Rose whispers jokingly to an amused Gregory.

ROSE

See, I told you.

GREGORY

I've been looking forward to meeting
you Mrs. Morgan.

HANNAH

Welcome. Welcome. You look very nice.
See, Rose - Gregory dressed for
dinner. What's that smell?

(Rose winces)

It seems odd that we haven't met
after all this time.

GREGORY

I thought so too.

They both look to Rose who wants to get this over with.

ROSE

My fault! Dinner's ready.

CONTINUED

CONTINUED: (2)

She exits into the kitchen. Hannah smiles at Gregory.

INT. DINING ROOM - NIGHT.

The table is beautifully set. Hannah and Gregory sit in silence. Gregory notices the folded three-cornered napkins and the meticulous detail with which Rose has prepared. OS, DONOVAN'S "SEASON OF THE WITCH" is playing much to Hannah's annoyance.

HANNAH

Can we please have some silence during dinner?

(to Gregory)

She either has her music playing or the television. God forbid we should have a conversation.

Rose shuts it off, enjoying Hannah's irritation. Rose enters the dining room and sets down a beautiful platter of gourmet food.

ROSE

I hope you like it - it's a Viennese dish. My father was half-Viennese.

GREGORY

(Impressed)

My God Rose it's...it's art.

ROSE

(laughs)

No.

GREGORY

No it is. An artist isn't just a painter or sculptor. It's someone that sets a table a certain way or prepares food a certain way...Or teaches a certain way.

(sincerely)

You are an artist, Rose.

Rose is thrilled by the comment. They look to Hannah for confirmation.

CONTINUED

CONTINUED:

HANNAH

We should have separate dishes for the salad Rose - use the Villeroy Boch underneath the breakfront. Please, Gregory - help yourself. There's plenty. Rose and I don't eat very much.

Rose retrieves the salad plates and returns to the table.

HANNAH (Cont'd)

And we never eat meat unless it's a special occasion. Especially this rich.

Gregory wonders about this. Rose is irritated by the lie. She sits and Hannah passes her the salad. Rose puts down the salad and moves for the meat platter which Gregory helps her with.

GREGORY

It's delicious.

Hannah gives Rose a stare as she piles her plate with meat.

HANNAH

Rose?

ROSE

What?!

Mother and daughter's irritation builds. Gregory hands Rose the bread.

GREGORY

You have to dip the bread in this gravy - it's amazing.

Rose smiles and takes the bread. The two are enjoying their meal as Hannah quietly eats her salad, feeling thwarted.

HANNAH

You know, my younger daughter Claire is getting married at the end of the month. I hope Rose has invited you to come instead of insisting on going alone. I know she would so appreciate having someone there with here since-

CONTINUED

CONTINUED: (2)

ROSE
Mother!

HANNAH
(innocently)
What?

Rose feels embarrassed. Gregory throw her a smile as if to say, "It's all right".

GREGORY
Well, I haven't been asked yet but
I'm secretly hoping I am.
(Rose smiles)
Maybe you can put in a good word for
me, Mrs. Morgan.

Hannah smiles falsely. Rose smirks gratefully to Gregory.

INT. KITCHEN - LATER THAT NIGHT.

Rose and Hannah are fighting.

ROSE
You had no right to say that!

HANNAH
This is my house. I can say what I
like. And I'm telling you - you're
going to lose this one if you don't
watch out.

ROSE
Oh please!

HANNAH
Two servings of veal! Was that
necessary? You think men marry women
who wipe their plates clean?

ROSE
We are not getting married. And he
likes the way I eat!

HANNAH
Well then there's something wrong
with him. He's a good looking man.
You think men like that are
interested -

CONTINUED

CONTINUED:

Rose breaks a plate on purpose. Hannah is shocked into silence.

ROSE
Don't you dare say what you're about to say to me.

Rose is so threatening in her tone, Hannah retreats and exits. Rose is shaken, but pulls herself together.

CUT TO:

INT. ART GALLERY - DAY.

A sign tells us it is an exhibition of a modern Hungarian painter from the forties and fifties. Gregory leads Rose by the hand - Rose is wearing a multi-colored sundress with a revealing neckline and a wild picture hat.

ROSE
What? What are we seeing?

GREGORY
We're almost there.

Gregory leads her to a PAINTING - a six foot portrait of a beautiful woman with flaming red hair, half nude, wearing only a camisole that is slipping off her body as she stands before a sunlit window. The woman looks very similar to Jessie. Rose looks at the picture.

ROSE
My God. She's beautiful.

GREGORY
She's my mother.
(Rose is fascinated)
She lived in Europe after she left my father and me. We didn't hear anything for years until an associate of my father's told us she was seen with this Hungarian painter who was starting to make a name for himself. He apparently took his work back to Hungary with him and it wasn't until the Eastern Bloc fell that his work came to the states.

ROSE
Wow. Is she ... still alive?

CONTINUED

CONTINUED:

GREGORY

No. She died of cancer during my second year at Harvard. She was living with her fifth husband in Seattle. I liked him. I went to all the weddings. We always spent her last night as a free woman together. That's what she'd call it. I'd even help her get dressed for the ceremony. I remember being fascinated watching her put on make-up. I'd watch this ritual over and over until I knew exactly the moment when she would reach for the eyeliner or blend in her rouge.

Rose listens, seeing the wounded boy inside Gregory for the first time.

GREGORY (Cont'd)

But then every boy thinks they're mother is beautiful, huh? I come to see it whenever they give a showing of his work ... But I've ... never brought anyone before.

Rose is so touched. She reaches for his hand and holds it tight. She is falling in love with this man. Gregory squeezes her hand affectionately. It is a tender moment until -

ALEX (O.S.)

Rose?

Rose is startled to see Alex approaching. Without thinking, she abruptly lets go of Gregory's hand - a gesture both she and Gregory notice. Alex kisses her hello. Rose feels embarrassed by her knee-jerk reaction.

ROSE

Alex. Hi. Uh, this is Gregory Larkin.

They shake hands, Gregory meeting Rose's secret love for the first time.

ALEX

I was with Morgan. He lets me in the backroom to see the private stash.

(to painting)

This is a pretty one. What is it?

CONTINUED

CONTINUED: (2)

Gregory is uncomfortable as is Rose.

ROSE

Yes. We were just wondering who the artist was.

Gregory is grateful for Rose not revealing his secret. Rose feels awful for reacting as she did in Alex's presence.

CUT TO:

EXT. JEEVES DRY CLEANERS - DAY.

Gregory exits the dry cleaners with his tuxedo. He walks down the street. He passes by a NEWS STAND displaying a variety of magazines and tabloids. He stops suddenly. He turns back to the next stand. Something caught his eye. He moves toward one particular magazine - a Parisian fashion monthly. He picks it up to read the cover

INT. GREGORY'S BEDROOM - DAY.

Camera pans the tuxedo laying on the bed as the PHONE RINGS. The answering machine picks up.

ROSE (V.O.)

Greg it's me ... Listen, I have to go with Claire to the church so you have two choices ...

Camera pans to magazine cover which reads: POETESS WEDDING TO GREEK BANKING KING. A photo of JESSICA in a wedding dress, poised beside an older but dignified looking Greek gentleman.

ROSE (Cont'd)

You can either go with my mother, which would qualify you for sainthood, or just meet us at the church. Either way is fine. Give me a call. Bye.

Gregory sits despondently. His heart sinks.

CUT TO:

INT. ROSE'S BEDROOM - DAY.

It is the day of Claire's wedding. Rose sits at her vanity wearing her maid of honor dress, trying to figure out some way she can look prettier.

CONTINUED

CONTINUED:

She tries as shake of lipstick on her upper lip. She's not sure. She tries a different shade on her lower lip. She then flips lips back and forth until she gives up and wipes them off. Next, she tries her straight hair - pull it back, up, over her ears. She lets it go. This is difficult for her. She pulls open her drawer and takes out a cookie. Changing her mind, she tosses it into the garbage. THE PHONE RINGS. She hesitates before picking it up - having a bad premonition.

ROSE

Hello?

INTERCUT :

INT. GREGORY'S APT. - DAY.

Gregory - half dressed - having a difficult time speaking.
INTERCUT THE CONVERSATIONS:

GREGORY

It's me.

ROSE

Hi. I haven't heard from you in a couple of days. Everything all right?

GREGORY

I don't know. I woke up ... feeling a little dizzy ... and uh ...

ROSE

Do you have a temperature?

GREGORY

I think I might ... I don't have a thermometer.

ROSE

Well you should stay home ... get in bed.

GREGORY

Yeah I ... I think I should ... I'm so sorry Rose.

ROSE

(disappointed)

It's OK. Really. Take care of yourself. I'll call you tomorrow. OK?

CONTINUED

CONTINUED:

She hangs up. She acts as if she knows the truth. She rises from her vanity and sits on the edge of her bed to put on her shoes. On her bed lays A WOMEN'S FASHION MAGAZINE - opened to the same magazine on which Jessie appears. She stares at Jessie and feels foolish for thinking seriously about Greg.

CUT TO:

EXT. CHURCH - DAY.

A beautiful country church - complete with steeple and grassy grounds. A figure in a bridesmaid gown rushes into the church.

CUT TO:

INT. CHURCH HALLWAY - DAY.

ROSE, the woman in the bridesmaid gown, enters out of breath and speaks to CLAIRE, the bride, who is pacing up and down;

ROSE

I don't know where she is.

CLAIRE

I'll kill her! I knew she'd do this to me! She can't stand I'm the one getting the attention today. Old bitch! We should have had her committed when she turned sixty.

ROSE

Claire - you can't have someone committed for excessive vanity.

HANNAH (O.S.)

Thank you Rose.

Rose and Claire turn to the entrance to see HANNAH in an A SEQUINED LOW CUT, SLINKY GOWN with a slit up the middle. She holds a brown paper bag.

HANNAH (Cont'd)

It's comforting to have one compassionate daughter. Fix your bust, Rose. It's going in two directions.

Rose begins to adjust herself, like a Pavlovian reflex. Enraged, Claire stares at the sexy dress in exasperation.

CONTINUED

CONTINUED:

CLAIRE
What the hell are you wearing?

HANNAH
This happens to be a Scassi!

CLAIRE
You are the mother of the bride! You are not the "opening act"!

HANNAH
(insulted)
Fine! I'll go home and change.

CLAIRE
Oh shut-up. Everybody's waiting. The priest is starting to sweat.

HANNAH
All celibates sweat - if they didn't, they'd explode.

CLAIRE
Just as a reminder, today is MY day ... MY FUCKING DAY! And if you don't behave, I'm gonna have your birth certificate blown up as a Christmas card.

HANNAH
I should have never encouraged you to speak.

ROSE ushers her through the chapel doors. HANNAH smiles at everyone, as they "ooo" and "aah" at her loveliness... She walks down the aisle - taking as much time as a bride might. Rose and Claire watch from the hallway.

CLAIRE
Look at Alex ... He's so nervous.

Rose looks at ALEX - yet thinking of Gregory.

CLAIRE (Cont'd)
That best man is cute ... Tch ... Oh decision, decisions ... Your turn! Go! Go!

CONTINUED

CONTINUED: (2)

She pushes Rose into the aisle. Rose doesn't like all the eyes staring at her - she knows she doesn't look that pretty in her pumpkin organza gown. She stares straight ahead, careful to avoid Alex's eyes as she arrives at the altar.

Claire makes her way down. Everyone stands. Rose admires her sister's beauty and poise. She discreetly glances over to Alex

FANTASY:

Alex looks over to Rose and mouths the words, "I REALLY LOVE YOU". Rose smiles and nods understandingly. Suddenly:

GREGORY (O.S.)

ROSE!

Everyone looks to the back of the church. GREGORY HAS ARRIVED. He runs down the aisle, pushing Claire aside, hops over the altar and grabs Rose in his arms much to the shock of Alex, the priest, Hannah and the entire congregation. THEY KISS.

REALITY:

Rose watches Alex watching Claire with great love - wondering if anyone would ever look at her like that.

INT. HOTEL RECEPTION HALL - NIGHT.

The party is in full swing. Rose wanders through the guests with a full plate of buffet food, sitting down at a table with Hannah. Hannah glares at her. Rose doesn't care. A drunken, carefree Alex arrives on the scene. He puts his arm around Rose, who is made immediately uncomfortable.

ALEX

Have you seen Claire? I can't find her.

ROSE

(rises, taking his arm off her)

Uh no..I'll find her for you.

ALEX

Thanks. You look beautiful tonight Rose.

CONTINUED

CONTINUED:

ROSE
(not believing him)
Thanks.

ALEX
No, I'm not just saying that. You
really look really beautiful.

ROSE
I heard you. Why don't you go have
some coffee. I'll find Claire.

Rose exits; Alex turns to Hannah to explain;

ALEX
I'm serious. I'm not being nice.

HANNAH
(sarcastically polite)
I know.

Rose makes her way through the reception hall when she hears the band play a fanfare. She turns to the bandstand and sees Claire poised there, ready to throw her bouquet.

BANDLEADER
OK ... we'd like all the single
ladies up here on the dancefloor. Our
bride's going to toss the bouquet.

Not being able to stand this, Rose makes a hasty exit.

INT. EMPTY BALLROOM - NIGHT.

In an empty hotel ballroom, Rose sits by herself at a piano. Rose is playing a beautiful melody that echoes throughout the empty space. She is quietly crying as she hears the cheers and laughter from the ballroom nearby.

Behind her, at the entrance - GREGORY APPEARS wearing a tuxedo. He quietly crosses to her.

GREGORY
I didn't know you played piano.

Rose is startled but hides her surprise with coolness.

CONTINUED

CONTINUED:

ROSE

Mother thought I needed something growing up. It was either piano or a nose job. What are you doing here?

GREGORY

I ... came to apologize. Rose, I wasn't really sick ... I was-

ROSE

I know. It was Jessie ... I read about it. You don't have to do this. You certainly didn't have to dress up to do this.

GREGORY

I'm sorry. I wanted to be here for you. Are you all right?

ROSE

Fine. Like I said, I don't have to fantasize anymore.

(adds)

About anyone.

GREGORY

Rose, I want to ask you something.

ROSE

Gregory, I think we should stop seeing each -

GREGORY

Please. Before you say that, just listen. Because I can only say this once. I've been sitting in my apartment for days thinking it out so don't feel as if I'm being impulsive. Rose ... I'm very ... very fond of you. When I'm with you I feel in a strange way as if - I'm home. I think we ... I think we're great together. And I think ...

ROSE

What are you saying?

CONTINUED

CONTINUED: (2)

GREGORY

Well whatever it is, I'm saying it wrong, aren't I? This feeling you have for Alex - I know it isn't the same with me. But I think ... we have a kind of love that doesn't look like anything else. It's may be difficult to pinpoint but I believe it's there. We have a passion for knowledge and for all that life can show us instead of a passion for each other. But's it's real. I know I've never mentioned it before but I had hoped you could feel it. In our own way, I believe we love other.

(pause)

I think we should get married.

Rose is stunned. Her mind is racing.

GREGORY (Cont'd)

I know what you're thinking? We haven't had sex. If this were 1900 that wouldn't be a question but since it's not all I can say is - it's not that important to me. What we have instead, is. I figure we'll just let the rest of it happen naturally.

(Rose is speechless)

Our experiences with love in the past have left us miserable. But, perhaps, there was an order to it. Perhaps, it led us here.

ROSE

(pause, then:)

I know this is going to sound really stupid but ... all I keep thinking of is - how can I marry someone I've never even kissed?

Gregory considers this then, very slowly, carefully, sits down beside Rose and gently kisses her.

GREGORY

Any other considerations?

CONTINUED

CONTINUED: (3)

ROSE
Just one question. This is really
happening, isn't it?

CUT TO:

INT. ROSE & HANNAH'S APARTMENT - NIGHT.

Rose sits at her vanity, still in her bridesmaid gown. Rose enters, already dressed for bed.

HANNAH
What are you doing? What's wrong?

Rose hesitates for a moment - then decides to tell her.

ROSE
Gregory proposed to me.

HANNAH
WHAT!?

ROSE
A man proposed to me. Do you want a
valium!?

HANNAH
But ... you hardly know this man. You
said it wasn't that kind of
relationship. You said you've never
even been physical with him.

ROSE
I haven't.

HANNAH
(shocked)
And you said yes!?

ROSE
Yes. He wants me. He wants ME! Maybe
not the way you and Claire were
wanted but wanted just the same.

HANNAH
To cook and clean for him probably.

ROSE
Well then it won't be much different
from living here.

CONTINUED

CONTINUED:

Hannah is insulted further. Rose talks more intimately;

ROSE (Cont'd)

Look, I admit it isn't your average marriage proposal but -

(vulnerably)

Nothing else is coming, we both know that - this may be it for me. He says he loves me in his way. Maybe that's all I can have.

HANNAH

You're in love with him aren't you?

ROSE

No I ...

HANNAH

(strong, curt)

Listen to me, my darling daughter. I may have made a great many mistakes when it came to you so I know you have no respect for my opinion. But if you marry this man loving him, knowing he doesn't love you in the same way - he'll hate you for it. I know. I was never "in love" with your father "that way". I married him because I knew he adored me and always would but after a while that adoration became insufferable to me. I couldn't stand him touching me. Every gesture had this pathetic plea to love him in return and I simply couldn't do it. That he died first and so early was his good fortune.

ROSE

Poor daddy.

HANNAH

It was torture for me! And it's the same torture you'll be putting him through.

For a moment, Rose believes her. But she fights back.

CONTINUED

CONTINUED: (2)

ROSE

You'll say anything to keep me here, won't you? You're scared to death of being alone and your jealous - jealous of someone finding something in me worth wanting! You know you can't compete with Claire but me! A man wanting me! How ridiculous! Well ya know something mother - a man does! So you can just eat your fucking heart out!

(she rises)

Do you honestly believe that by keeping me this spinster daughter, your beauty lasts any longer? You're getting old mom. And there's nothing that I can do about it.

Hannah is stung by the truth of Rose's words as Rose exits.

CUT TO:

INT. CITY HALL - DAY.

Gregory and Rose, both in suits, stand in front of a judge, with witnesses Henry on one side and Doris on the other. Hannah is not present. As the judge speaks, Rose notices things around the office that don't exactly fit a romantic's dream wedding; An old Mr. Coffee half full with dirty coffee mugs and coffee grinds around a used filter... Dirty, grimy windows looking out over gray office buildings with pigeons perched on them... The judges clerk, a bored black woman, eating her bag lunch and reading a Danielle Steele book.

Rose looks to Gregory who faces the judge with an immobile expression. She then looks over to Doris, who offers a sympathetic smile - as if Doris understands. Rose smiles back gratefully.... She turns, hoping she's making the right choice.

CUT TO:

INT. GREGORY (AND ROSE'S) BEDROOM - DAY.

GREGORY'S BED HAS BEEN REPLACED BY TWO TWIN BEDS with bureaus. Rose unpacks her things into her bureau. She moves about the room with a tentativeness. She moves to Gregory's bureau. She examines his things - a book, an extra pair of glasses, a cologne, a box of cufflinks and tie-pins - with care and curiosity. These are her husband's things. The thought flashes across her mind. Gregory enters.

CONTINUED

CONTINUED:

Rose returns to her un-packing.

GREGORY

I've made some room on the shelves for your books. I've put those boxes in the living room. Are you finding everything easily?

ROSE

Yes. I'm finished. All unpacked.

A wedding night nervousness pervades.

GREGORY

So, uh, what would you like to do?

ROSE

(casually)

Go to bed ...

(quickly)

To sleep. To sleep in bed. Go to bed to sleep.

GREGORY

It's been a long day. I have an early student's meeting. When do you have to get up?

(fixing the alarm)

ROSE

My first class is at ten.

GREGORY

I'll try not to wake you.

Pause. They stand awkwardly opposite each other.

GREGORY (Cont'd)

Would you like to use the bathroom first?

ROSE

Great. Yes. Thanks.

She takes her robe and things and exits into bathroom. Gregory takes a breath and begins to undress. He takes off his tie and methodically folds it onto a tie rack where other ties lay in perfect order. He undoes his shirt, puts it on a hanger and buttons it up again fastidiously.

CONTINUED

CONTINUED: (2)

He takes off his pants and folds them so the creases remain in tact upon the hanger. At that moment, Rose speaks as she opens the door.

ROSE (Cont'd)
Greg, where is the-

Seeing Gregory in nothing but his underwear, Rose freezes. Gregory also doesn't know where to put his eyes or hands. He tries to act casual.

GREGORY
Where is what?

ROSE
(tongue-tied)
The uh...the...uh...
(can't remember)
Hahaha...um....

GREGORY
Washcloths?

ROSE
OK ... Yeah ... Yes. Washcloths!

GREGORY
Under the sink.

She closes the door. Gregory quickly puts on his robe. He realizes this is more difficult than he thought.

INT. BEDROOM - LATE AT NIGHT.

Gregory is asleep. Rose's bed is unmade, but empty. Camera pans around to Rose, sitting in a chair by the window, drinking a cup of tea quietly. She wears men's pajamas and robe. She rises. She crosses to a mirror and looks at herself and her wedding ring. She is now a married woman. She wonders if she looks any differently. She sees a shopping bag by her bureau containing an unwrapped present. She takes the bag into the bathroom, closing the door.

INT. BATHROOM - NIGHT.

Removing the box, she opens it and reads a gift card: FOR A MARRIED LADY...I WANT POLAROIDS OF THE WEDDING NIGHT - LOVE YOU, DORIS. Rose smiles. She lifts a beautiful negligee out of the box and puts it up to her body.

CONTINUED

CONTINUED:

Looking in the mirror, she wonders if she will ever get to use it.

CUT TO:

MONTAGE -

EXT. CAMPUS - DAY.

Rose and Gregory walk hand in hand. Rose notices young girls noticing them and she likes it. They reach a place where they must separate. For an awkward moment, they don't know how to kiss each other. Finally they give each other a quick peck on the cheek. Gregory exits. Rose looks frustrated.

INT. GREGORY'S CLASS - DAY.

In jeans and a sweater, Gregory continues his new, popular teaching style.

INT. BEDROOM - NIGHT.

Rose is reading in bed. Gregory is in the bathroom with the door half open. Rose can't help but sneak a peak from the bed to the mirror inside the bathroom, where she sees Gregory stepping out of the shower. When he reaches for a towel, his arm shuts the door - cutting off Rose's view. She returns to her book.

CUT TO:

EXT. MUSEUM MILE - DAY.

Rose stops to buy flowers on the street with Henry's newest young BRUNETTE. Camera continues on to Henry and Gregory who continue walking.

GREGORY

So how old is she?

HENRY

Twenty-three. I met her at a Paul Bunyon Shadow seminar. She served the juice. I have to tell you - Having sex with someone that young, who hasn't experienced the same history as you is mind blowing. I'm buried inside her, thinking; She was born after Watergate.

(more)

CONTINUED

CONTINUED:

HENRY (cont'd)

It never happened to her. These tits know nothing of presidential betrayal. And suddenly, I didn't either. It was the most utopian fuck I've ever had.

(changing subject)

So, how about you. Looks like it's going well.

GREGORY

Better than that.

HENRY

She looks different from the wedding day.

GREGORY

Different? How?

HENRY

No I mean that in a good way. Have you two ... ?

GREGORY

No, and it hasn't made a bit of difference.

But we can tell that Henry's sexual escapades have left an impression of yearning in Gregory.

Meanwhile, Rose asks the Brunette, incredulously.

ROSE

How many times?

BRUNETTE

Five. He has incredible stamina. I couldn't walk.

Rose is impressed, and a little jealous.

CUT TO:

EXT. STREET - NIGHT.

On the way to a Carnegie Hall concert, Gregory and Rose walk and talk.

CONTINUED

CONTINUED:

GREGORY

I've noticed over the past month or so you've been dressing differently.

ROSE

(asks boldly)

Oh. Do you like it?

GREGORY

However you wish to dress is for you to choose. I wouldn't think of interfering. I only wondered what prompted the change?

ROSE

(disappointed, she covers;)

Oh, new season. New clothes.

An awkward moment of silence. As they approach the entrance to Carnegie Hall, an O.S. VOICE CALLS:

BARRY (O.S.)

Rose?

Rose turns to see BARRY NEUFELD arm in arm with A PLAIN WOMAN NAMED GLORIA - shorter and heavier than Rose, with a huge smile and friendly eyes.

ROSE

Barry! HI...

BARRY

You look great. Oh, this is Gloria..Gloria this is Rose...

ROSE

HI...This is..Gregory Larkin

BARRY

Yes I know. I'm a fan of your book.

ROSE

You look great Barry.

BARRY

Marriage agrees with me.

ROSE

Marriage!? Congratulations!

CONTINUED

CONTINUED: (2)

GLORIA
(ecstatic)
Thank you!

BARRY
Yep, finally found someone who like
my tricks.

They laugh, albeit somewhat uncomfortably. But Barry and Gloria are truly crazy about each other. Barry hugs her tighter and kisses her hand. There is physical affection between the two. Rose is very moved by the gesture.

ROSE
I'm really happy for you.

BARRY
Thanks. You too! Better go in huh.

They all begin to enter...Rose with Gregory by her side but not touching. Barry and Gloria walk with his arm hugging her waist. Rose can't help but notice.

INT. CARNEGIE HALL - NIGHT.

Greg and Rose sit together listening to STRAUSS' OVERTURE TO "DER ROSENKAVALIER". The music is lush and romantic. She glances over to Barry and Gloria, who sits with Barry's arm around her shoulder. They never seem to be further away than a touch. They seem so happy to her. Rose feels a little sad. Gregory takes out his sound wave computer. Rose smiles at him - but it's not the same.

CUT TO:

INT. GREGORY & ROSE'S BEDROOM - NIGHT.

Gregory is on the floor finishing sit-ups as Rose hold his feet down, with a towel around her neck. He is bare-chested and sweaty. Rose eyes him with lustful longing.

FANTASY:

Gregory stops his sit-ups and stares back at her. Suddenly, he lunges toward Rose and gives her a passionate kiss as he rolls on top of her.

REALITY:

CONTINUED

CONTINUED:

Gregory finishes up his last sit-up with A MOAN OF PLEASURE. Rose moves behind him to towel wipe his back and neck.

GREGORY

Thanks.

Gathering up her courage, Rose decides to make a move. She turns the wipe down into a massage, rubbing deeper and deeper into his back, moving her hands down the front of his body. Gregory suddenly gets nervous and tenses up.

GREGORY (Cont'd)

OW!

ROSE

(stops)

Oh! Sorry! Was that too hard?

GREGORY

(rises)

No ... that's OK. I'm all sweaty. I should shower and uh ... I have to floss.

ROSE

Well, when you gotta floss, you gotta floss.

He exits into the bathroom. Rose sits on the floor frustrated. We hear a crash in the bathroom. Gregory exits holding an old cup of coffee.

GREGORY

Rose ... please ... could you remember not to leave your morning coffee in the bathroom

ROSE

Sure. Sorry.

GREGORY

Thank you.

He reenters the bathroom. Rose remains on the floor - disappointed and frustrated.

CUT TO:

INT. KITCHEN - NIGHT.

Rose is cooking as she listens to DYLAN'S "STUCK INSIDE A MOBILE WITH THOSE MEMPHIS BLUES AGAIN" blasting on the living room stereo. Gregory enters and yells over the music.

GREGORY

Hi.

ROSE

Hi.

There is a coolness between them.

GREGORY

Would you mind terribly if we put something else on during dinner? I was wondering if maybe you'd like to-

Before he can finish, Rose marches out of the kitchen and turns off the stereo. Gregory is surprised by her abruptness.

GREGORY (Cont'd)

We didn't have to take it off now. I only meant ...

ROSE

Gregory - you don't like Dylan. You want to put on opera put it on.

GREGORY

Not if you don't want -

ROSE

Gregory, put the damn opera on!

GREGORY

(intimidated)

Which one would you like?

ROSE

What's the difference as long as it's someone singing about death and suicide.

GREGORY

Well not all opera is -

ROSE

Gregory! That was not an invitation to an opera lesson OK.

GREGORY

Rose, are you upset about something?

CONTINUED

CONTINUED:

ROSE

Look! You don't like Dylan, just say so - don't act like it's just a suggestion you're making and then turn it around so suddenly it's ME who chooses what fucking opera what we hear!

GREGORY

Why are you angry?

ROSE

Because I feel like it! Don't you ever shout or lose control or feel angry for no apparent good reason!?

GREGORY

I don't see the point. It's not very constructive.

ROSE

No, it's just human.

GREGORY

Are you're implying I'm not human?

ROSE

I'M NOT IMPLYING! I'M SAYING IT!

Pause. Gregory assess the situation.

GREGORY

Maybe it would be best if we had some distance tonight and gathered ourselves. I'll eat out.

He exits. Rose wants to clobber him.

INT. BEDROOM - LATER THAT NIGHT.

Rose is in bed reading a book, blasting JIMI HENDRIX from the living room. A tired Gregory enters. Rose doesn't bother to look up from her book. Gregory crosses into the bathroom.

INT. BATHROOM - NIGHT.

Gregory enters to find TEN CUPS OF OLD COFFEE SURROUNDING THE SINK. His temper rises but he controls it.

INT. BEDROOM -

Gregory asks politely.

GREGORY
If this is a joke, I'm missing it.

Rose puts down her book AND BEGINS TO FLOSS HER TEETH.

GREGORY (Cont'd)
I'm really at a loss here. Can't we
discuss what's ...

The music invades his concentration.

GREGORY (Cont'd)
That music is a little loud. Would
you mind if I ...

The guitar licks seem to get louder. Gregory is clearly angry
but holds it back. He yells to be heard.

GREGORY (Cont'd)
IS IT NECESSARY TO HAVE THE MUSIC
THIS LOUD?!

Rose jumps to her knees and defiantly pushes her face up to
his.

ROSE
YES!

Face to face, lips almost touching, it looks as if they might
hit each other or -

FANTASY:

Gregory grabs Rose and flings her down. He rips off his shirt
and tie and pounces on her.

REALITY:

GREGORY
I'm really at a loss as to what is
going on here.

Rose deflates. She gets off the bed and exits into the living
room. We hear the music shut off. Gregory stands confused.

CUT TO:

EXT. OUTDOOR CAFE - DAY.

Rose, Doris and Claire are having lunch. Rose is only playing with her food while the two others eat heartily.

DORIS

You're making an awful lot of assumptions. Have you talked to him about it?

(Rose shakes her head)

Well then how do you know how he feels?

ROSE

Doris - we never make love! He never tells me I look pretty. He never ... looks at me like that.

CLAIRE

Well do you ever look at him like that?

ROSE

Please - if I looked at him with any more desire, I'd set him on fire.

CLAIRE

Maybe that's what he needs. Maybe you have to make the first move. Men are really stupid, Rose. God gave 'em dicks so they'd have something to hold onto when they scratch their heads! Sometimes, I have to bang Ray over his head just to let him know I'm in the mood.

DORIS/ROSE

Ray?

ROSE

Who's Ray?

CLAIRE

Ray? Did I say Ray? I mean Alex. Ray!
Ha! Who's Ray?

Rose and Doris look at each other suspiciously.

CUT TO:

INT. HENRY'S OFFICE - DAY.

A sullen Gregory sits before a sympathetic Henry.

CONTINUED

CONTINUED:

HENRY

Have you tried making love?

GREGORY

Well, that's just it. I honestly haven't had the desire. And what if it doesn't work? Our relationship was never based on that. I love her a great deal but ...

HENRY

She's not Jess.

GREGORY

That has nothing to do with it.

HENRY

Your publisher called me. He said he spoke to you about a lecture tour in London and Paris when your book gets released next month. Wanted to know if I would be amenable to replacing you for the rest of the semester.

GREGORY

(flustered)

I know. I haven't said anything because I haven't decided if I want to do it or not.

HENRY

He said the offer came from their overseas counterpart Beaux Art Publishing. Isn't that one of the companies Jessie's new husband owns?

Gregory doesn't answer. Obviously this secret has been influencing him. Henry begins with what seems like a non-sequitur:

HENRY (Cont'd)

Do you know that in the past two years I've been with ... eleven different women, most of them half my age. Not one lasted longer than two months. Some didn't last the night. Not one of them had a sense of humor I understood.

(more)

CONTINUED

CONTINUED: (2)

HENRY (cont'd)

One girl actually thought A FAREWELL TO ARMS was a new diet book. I went to my gym the other day and saw the most incandescent creature climbing a Stairmaster. Even her sweat was perfectly distributed about her body. I thought she was staring at me the whole time until I realized she had head phones on and was looking at MTV on a monitor behind my head. I went into the locker room and walked my naked 56 year old body through a room of Apollos and sat in a steam room where I was propositioned by a bald man with hair on his shoulders. It was the highlight of my day.

(pause)

Don't give up on this Gregggy. You don't know what you have.

CUT TO:

INT. APARTMENT - NIGHT.

Rose is in the kitchen preparing two glasses of wine. She wears a negligee that's flimsier than anything we've seen her in. She checks her face in the reflection of the microwave, then breathes a deep sigh.

INT. BEDROOM - NIGHT.

Gregory sits up in his bed watching a ballgame. He too looks anxious as Rose enters with a tray and two glasses. He tries to cover his anxiety with conversation.

GREGORY

I uh...I have the game on for you.

ROSE

Oh well ... we don't have to watch.

GREGORY

Doesn't matter to me.

ROSE

I bought that wine Henry recommended.

CONTINUED

CONTINUED:

GREGORY

Oh, before bed? I don't know Rose.
I'll wake up with head pressure.

ROSE

No it's white - you said only red
does that.

GREGORY

All right. One glass.

Rose offers him a glass, then sets the tray on her bed,
taking her glass. She stands as they sip.

GREGORY (Cont'd)

Mmm ... good. Fruity. I don't
normally like fruity but this is
good.

Gregory realizes she's standing. He asks gently;

GREGORY (Cont'd)

Do you want to sit down?

ROSE

(acting surprised)

Oh OK.

Rose walks around to the other side of Gregory's bed and sits
down next to him, leaning up against a pillow. They both feel
immediately uncomfortable though pretending they don't. They
sip in silence, each body rigid and detached from the other.
They both have their eyes on the game but neither is
watching. Rose decides to make her move. She sets her glass
on the nightstand then scoots herself up higher on the
pillow. Gregory keeps his eyes straight ahead.

ROSE (Cont'd)

That wine made me warm.

GREGORY

I could lower the thermostat.

ROSE

No, it's OK

Pause. They return to the TV. Rose musters all her courage
and begins to unravel the tie that keeps her nightgown
fastened. She nervously loosens it enough to open the front,
revealing her cleavage and the outline of her breasts.

CONTINUED

CONTINUED: (2)

Gregory, knowing full well what she has done, keeps his eyes on the set. PAUSE. No one moves ... until -

AT EXACTLY THE SAME MOMENT;

Rose moves to give Gregory a kiss, just as Gregory turns away to place his glass on the other nightstand. Rose's face butts Gregory's shoulder, which jolts him forward, knocking over the wine glass. He tries to retrieve it but, in a split second, knocks over the lamp instead and throwing the room into darkness. The only illumination comes from the TV.

GREGORY/ROSE

I'm sorry. No..My fault..Sorry.

Pause. Gregory faces her and asks apprehensively yet bluntly;

GREGORY

Do ... do you want to ...

ROSE

Don't say it.

GREGORY

(logically)

Well maybe if we undress and get into bed.

ROSE

(acting surprised)

Oh ... all right.

Then stiffly turn away from each other and begin to disrobe. Then, each slips beneath the covers and lay next to each other, looking up at the ceiling. Both are clearly nervous and apprehensive. They turn on their sides to face each other. The lovemaking that follows is precisely choreographed in beats;

- They begin with passionless, mechanical kisses. Neither one touching the other. Their feelings in check.

- Rose begins to feel something first. She plants a kiss on Gregory that lingers a bit longer. Gregory keeps his eyes open as Rose begins to lose herself a little.

- Gregory feels it is his move and he chooses to stroke her hair and face. Rose receives this with some self-consciousness.

CONTINUED

CONTINUED: (3)

- Rose then grabs his hand and pulls him toward her, as she raps her arms around him and kisses him firmly and passionately.

- We can tell Gregory is still a little stiff but this doesn't hinder Rose. She begins to ravage him, pushing on his back and kissing his face, neck and shoulders. Gregory begins to have trouble breathing...Rose kisses him again on the mouth.

- Gregory returns the kisses - BUT THERE IS NO PASSION. He's thinking too hard - refusing to let go and open up that part of him. Rose works even harder; rubbing him, touching him, kissing his body. But Gregory gives very little in the way of surrender or response.

- Rose pulls Gregory back on top of her and he tries to enter. She continues touching, kissing and hugging but WE CAN SEE THAT SHE IS CRYING, knowing that he is not responding.

- Gregory, working at feeling something, finds that he cannot. He suddenly stops trying. He pulls himself off of Rose, who quickly raises the sheet over to her body. She wants to die. Gregory searches for an explanation.

GREGORY

I'm so sorry Rose. I'm ...

Rose turns away from him and starts to cry silently; He doesn't know what to say. He feels very badly.

GREGORY (Cont'd)

Rose?

Rose hides her face, filled with hurt and shame.

ROSE

Please. I just want to go to sleep.

GREGORY

Rose. Listen ... What we have ...
I've never had with a woman what I
share with you ... The way I feel
about myself with you ... the way I
see myself through you. You're so
good for me.

CONTINUED

CONTINUED: (4)

ROSE
(into her pillow)
I can't tell you how tired I am of
being good for people.

Gregory doesn't know what to say. Rose pulls herself together.

ROSE (Cont'd)
I ... I really don't want to talk
right now OK? Let's talk tomorrow. I
... I just want to go to sleep.

Rose turns into her bed. Gregory shuts off the light.

CUT TO:

INT. KITCHEN - MORNING.

Gregory, dressed for school, sits as Rose pours his coffee.
She sits opposite him - calmly and collected.

ROSE
I think it would be a good idea if we
had some time apart for a while.
Don't you agree?

GREGORY
If that's what you want.

ROSE
I think it would be a good thing.

GREGORY
I've been offered a lecture tour for
my book. I can start next month.

ROSE
Where?

GREGORY
London and ... Paris.

Rose feels a pang of despair when she hears "Paris".

ROSE
Will you see her, do you think?

GREGORY
I don't know Rose.

CONTINUED

CONTINUED:

Pause. Rose smiles to herself.

ROSE

Wrong answer. Well, anyway, I don't think I want to wait the month. I think I'll move back with my mother for a while. Then when you get back from Europe, we'll ... we'll see what we feel. OK?

Gregory nods. He reaches for her hand but Rose moves away with the excuse:

ROSE (Cont'd)

I have to get the toast.

She exits into the kitchen. Gregory feels awful.

CUT TO:

INT. ROSE'S OLD BEDROOM - NIGHT.

Rose enters and shuts the door slowly. She takes in the room for a moment, then removes her coat. She sits down at her vanity. She looks at herself in the mirror, coldly.

HANNAH enters, in a silk robe and stands in the doorway. She looks old. As if since Rose's departure, her own age has suddenly advanced itself. She says coldly.

HANNAH

I have plans tomorrow so if your things are coming you should tell the doorman to accept them.

Rose doesn't even flinch, or look in her direction. She speaks in a deadened tone, void of any sentiment or emotion as stares into the mirror and remembers;

ROSE

When I was a little girl you used to tell me to sleep with my index finger pushing my nose up, so it wouldn't droop.

HANNAH

I did not.

CONTINUED

CONTINUED:

ROSE

Yes you did. It's funny what mothers forget and what daughters remember. You even suggested I scotch tape my nose up so I'd be more comfortable. You told me if I was fat, no one would ever look at me and smile. And the funny thing is, I would have never known I wasn't beautiful if it wasn't for those things. All those hours I wasted wishing I looked like someone else. All that time.

HANNAH

I'm going to bed.

ROSE

Mom?

HANNAH

What?

ROSE

How did it feel?

HANNAH

How did what feel?

ROSE

Being beautiful?

HANNAH

Please. You're being morbid.

ROSE

(sincerely)

No I mean it. Having people look at you with such ... recognition? Looking at yourself with such appreciation ... How did it feel?

Hannah seriously considers this and says, with genuine feeling - bordering on longing;

HANNAH

It was wonderful.

CONTINUED

CONTINUED: (2)

Two women in silence - one contemplating the future, the other wishing for the past.

CUT TO:

INT. LONDON HOTEL - NIGHT.

Gregory is receiving his dinner from room service. He signs the check. The waiter leaves. He turns on a classical music station and sits down to eat. The first thing he sees is a THREE CORNERED FOLDED NAPKIN. He thinks of Rose.

CUT TO:

INT. DR. WARNER'S OFFICE - DAY.

The doctor sits at a computer terminal inputting information as Rose sits beside him. The terminal has a facsimile of Rose, with the doctor making additions or subtractions as they speak.

DR. WARNER

See if we take a little off the chin
and pull this up...

(inputs)

We can take the bump out of the nose
and remove the cartilage here and
maybe build up this area ... We may
also want to do some cheek
reconstruction. How's that?

Warner exchanges seats with Rose. Rose looks at this new image of herself - with refined, softened features. Although she loses her own uniqueness, the image is definitely more recognizably beautiful and feminine.

ROSE

Wow. I look like Bambi.

CUT TO:

INT. FRENCH HOTEL LOBBY - DAY.

Gregory is registering at the hotel. A CLERK brings him a SEALED LETTER with his name on it.

CLERK

This arrived for you yesterday.

CONTINUED

CONTINUED:

Gregory takes the note. The handwriting is distinctly feminine. The initials "J. A." in the corner. Gregory's heart begins to race.

CUT TO:

EXT. PARK - DAY.

Henry and Rose talk as they stroll. Henry has his arm around her affectionately.

HENRY

Have you heard from yet?

ROSE

No. I'm sure they're together.

HENRY

I don't think so. Knowing Greg as I do, he's too much of a gentleman. He'd probably call to ask for permission first. I know this may be hard to believe, but you mean a great deal to him.

ROSE

A great deal. That's what I am.

HENRY

There are some men who have been known to come to their senses about this sort of thing.

ROSE

Name one?

(Henry can't)

You men have it made. Love is the ultimate unequal opportunity. You guys hire and fire with complete discrimination. I hate love. It makes you lose your sense of irony. It wouldn't be as hard having a man leave you if he didn't take your sense of humor with him.

HENRY

I think men are men because we don't have the guts to be women. You know why I sleep with girls?

(more)

CONTINUED

CONTINUED:

HENRY (cont'd)

Because they are the perfect symbiosis of all that is possible and all that is mysterious. Life runs through them at light speed. As I get older I realize I'm not so much a leech as I am a vampire.

They stop. Henry speaks sincerely to Rose.

HENRY (Cont'd)

I wish to God I had the guts to be with someone like you.

Rose considers this compliment then says calmly.

ROSE

Fuck you.

Henry shrugs in agreement and they continue walking.

CUT TO:

EXT. LES DEUX MAGOT - DAY.

On the Place Saint-Germain-de-Pres, Gregory sits at a large corner outdoor cafe, DEUX MAGOT. He sits expectantly. A WHITE LIMOUSINE drives up to the curb. A uniformed driver gets out and opens the door. Gregory's heart stops.

JESSIE, wearing a beautiful white suit with pearls, looks every inch the wife of a millionaire. She is stunning. Gregory can hardly move. She crosses to his table and stands before him.

JESSICA

Hi.

Jessie leans over and kisses him on the cheek. Gregory gets a whiff of her and nearly swoons. She sits.

JESSICA (Cont'd)

Do you know I only found out last week that you're married. Do I know her?

(He shakes his head)

It looks good on you.

CONTINUED

CONTINUED:

GREGORY

You look ... breathtaking.

Jessie smiles, genuinely appreciating the remark. A WAITER approaches. IN SUBTITLES, JESSIE SAYS IN FRENCH:

JESSICA

White wine and a small house salad.
No dressing.

Gregory thinks of Rose.

CUT TO:

INT. ROSE'S BEDROOM (HANNAH'S APARTMENT) - NIGHT.

Rose sits curled up in her bed watching TV in an old sweat suit. Hannah enters wearing a simple sweater and pants outfit. She looks softer than usual, but just as beautiful.

HANNAH

So, have you decided?

ROSE

About what?

HANNAH

The plastic surgery.

(Rose shakes her head)

Well, I want you to know that if you decided to go through with it - it's my gift. I'll pay for everything.

ROSE

Why?

HANNAH

What do you mean why? I'm your mother. I want to do this for you. I think it's a terrific idea. Get rid of the old. Start fresh. Get a whole new outlook on things. And whether or not this husband of yours come home wanting to continue or not, you'll the power to choose what you want.

ROSE

Why can't I do all that without surgery?

CONTINUED

CONTINUED:

HANNAH
(stumped)
Well ... I suppose you can. I just want you to know I supportive of this in case you decide that's what you want.

Hannah feels very motherly. Rose smiles, seeing this silly woman who once could hurt her so deeply, as something endearing, almost innocently unconscious.

HANNAH (Cont'd)
After you left, I rearranged all the closets and I came across some old clothes of your fathers. I found this. I thought you'd get a kick out of it.

Hannah pulls a photograph out of her purse. Rose looks over Hannah's shoulder at AN OLD PHOTO OF A PRETTY LITTLE GIRL IN A PINK DRESS, smiling into the camera.

ROSE
God, she was so pretty.

HANNAH
That's not Claire. That's you.

ROSE IS COMPLETELY TAKEN BY SURPRISE.

ROSE
Me? I never saw this picture.

HANNAH
It was in some terry cloth robe of his.

Rose takes the picture and stares at it - like a buried treasure discovered.

HANNAH (Cont'd)
... When I'd take you and Claire out, everyone would comment on you. How bright you were...Like a flashbulb, your father would say. You were just two there.

ROSE
(softly, vulnerably)
I was pretty?

CONTINUED

CONTINUED: (2)

HANNAH

Your father adored you. But you know that. He never thought of Claire. Only you. Especially in the early years, after Claire was born. And after a while ... even I didn't occupy his thoughts so much.

ROSE

Stop it. Daddy idolized you.

HANNAH

Because I tortured him if he didn't. But if I hadn't?

(shrugs)

He thought you were the most beautiful thing he'd ever seen. I don't think he'd ever even held a baby before you came. Having you was quite an experience for him.

(almost vulnerable)

You said some horrible things to me I may be a complete monster of a mother but that doesn't mean I ...

(she can't say it)

No one teaches you how to raise a child. You don't know what to do until you're doing it and by then it's too late. The damage is done.

Rose looks at her mother with great fondness and warmth.

ROSE

Don't flatter yourself Mom. I'm not that damaged.

Hannah sneaks a smile, then;

HANNAH

So ... you think I need a lift?

ROSE

(sincerely)

No mom ... You're still a very beautiful woman.

HANNAH

(smiles)

Ah, no ... I'm just an old bag.

CONTINUED

CONTINUED: (3)

Beat. Rose forgives her mother for all the motherly qualities she lacks. She looks down at the photo of herself as a girl and loves what she sees.

CUT TO:

EXT. N.Y. STREET - DAY.

Rose and Doris stroll after lunch.

DORIS

Has he called?

ROSE

He left a message when he left London. He hasn't since he's been in Paris. It's been about two weeks. He's supposed to come home end of next.

DORIS

Well, no news is good news I guess.

ROSE

Nah, Doris. Good news is good news. I mean, why settle, right?

(Doris smiles)

I was thinking - how would you feel about a roommate? Just until I can get my own place.

Doris stops. She notices the change in Rose and smiles proudly.

CUT TO:

INT. PARISIAN RESTAURANT - NIGHT.

An anxious Jessie sits opposite an anxious Gregory.

JESSIE

I have to admit I'm surprised. You've never kept me at a distance this long before. Is it because of your marriage?

(Greg nods)

I didn't know it was that serious.

GREGORY

Isn't yours?

CONTINUED

CONTINUED:

JESSIE

Ha. No. No, it never was. Two months after the ceremony he informed me he spends every summer in Greece with this Polish ballet dancer. Don't be so surprised. Europeans have a different way of looking at marriage. Not that I entirely disagree with it.

GREGORY

You don't seem happy.

JESSIE

I can't be a hypocrite. But - it did give me a taste of what it could be like. With the right person. I've realized something funny Greg. I was so worried about winding up a wife with nothing but memories. And all these years of living my life in short unconnected perfect moments, have left me with nothing but memories. I don't want perfection anymore.

(genuine)

I want something that'll last.

Gregory is truly taken by her. Yet, he doesn't know whether to trust her or not. Jessie reaches for his hand. Gregory takes it.

CUT TO:

INT. COLUMBIA TEACHER 'S LOUNGE - DAY.

Rose is making herself a cup of coffee when Doris enters.

DORIS

(hands her a note)

Gregory called the office.

Rose is suddenly filled with dread.

DORIS (Cont'd)

He said he knows it's your free period and he'll wait for your call. You don't have to if you don't want to, honey.

Rose considers what to do.

INT. ADMINISTRATION (DORIS' OFFICE) - DAY.

Rose is on the phone waiting for Gregory to pick up.

INTERCUT:

INT. HOTEL ROOM - NIGHT.

Gregory answers the phone. INTERCUT ROSE.

GREGORY

Hello?

ROSE

Hi. It's me.

GREGORY

Hi. How are you?

ROSE

Good. Busy. You?

GREGORY

They tell me it's going well. You know how I hate crowds.

ROSE

MMmm.

GREGORY

It seems odd not to have spoken for so long. I ... I thought it was time.

ROSE

No. I think you're right.

GREGORY

I think about you all the time. Especially at meals.

(Rose fights tears)

Rose, I need to know what you're feeling. About us. About our future.

Rose knows the end is coming.

ROSE

You've seen her, haven't you?

GREGORY

Yes, but - nothing's happened. I want you to know Rose that I'm perfectly willing to continue. To try again ... I know I've made some mistakes but -

CONTINUED

CONTINUED:

Rose musters up her courage to let him go.

ROSE

Look, Greg ... I do not regret a single moment that we have had together. But I ... I think it was ... a beautiful experiment ... that failed. And I think we both deserve to ... find what we really want. I don't be safe for you anymore. If Jessie's who you need, they fight for her Gregory.

Gregory feels overwhelmingly sad.

ROSE (Cont'd)

That's what I'd want. I'd want someone to scream my name and throw everything away for me and lose his mind and not have to be "perfectly willing to try". I want to be beautiful to someone. Nothing less than beautiful.

GREGORY

Rose ... I do lov- ...

ROSE

Goodbye Greg.

Rose hangs up. She couldn't bear hearing that. Doris enters and wraps her arms around her friend.

DORIS

Let it go honey. I tell you something. From where I stand - right now, you're the most beautiful woman I've ever seen.

Rose sobs as she hugs Doris.

Gregory slowly hangs up the phone. He is free to be with Jessie now. But somehow, it doesn't feel right.

CUT TO:

INT. DORIS' APARTMENT - NIGHT.

Rose and Doris are curled up on the couch in front of the TV.

CONTINUED

CONTINUED:

ALEX (O.S.)
ROOOOSSSE!

Rose and Doris look at each other in disbelief.

ALEX (Cont'd; O.S.)
ROOOOSSSE!

They simultaneously bolt for the window to see:
Alex is out on the street, drunk, screaming Rose's name.

DORIS
Jesus, we only had one joint.

SAME LOCATION - MOMENTS LATER.

A drunken Alex is being led into a bedroom by Rose and Doris.

DORIS
I'll go make coffee.

Doris exits. Rose plops Alex down on the bed.

ALEX
(ranting)
You're mother wouldn't give me the
phone number. I knew the building
because I picked Claire up here once.

ROSE
All right calm down Alex. Where is
Claire?

ALEX
She's gone Rose. I came home early
one afternoon and found her fucking
her personal trainer Ray under the
coffee table. It's my fault. Claire
hates surprises.

ROSE
(stunned)
Oh Alex. I'm so sorry.

ALEX
I'm not. I'm relieved actually. At
least now it's in front of me instead
of in my head. I had to see you. I'm
sorry I yelled. Are you mad at me?

CONTINUED

CONTINUED:

Rose shakes her head as strokes his hair gently. Alex looks up to her.

ALEX (Cont'd)
You look great. Have you lost weight?

Surprised, Rose smiles shyly.

CUT TO:

INT. HOTEL ROOM - NIGHT.

Jessie and Gregory are sitting up in bed, naked, covered by sheets. It is clear to us by their faces that they tried to make love, but it was not successful. Gregory stares ahead as if he were reading something off the inside of his brain.

GREGORY
This is fascinating.

JESSIE
(worried)
This never happened to us before.
Aren't you ... aren't you still
attracted to me?

GREGORY
I thought I was.

JESSIE
You thought you were?!

GREGORY
Well I'm sorry. I honestly don't know.

JESSIE
Don't you ... I mean, do you still
love me?

Gregory thinks about this - looking inside himself with a scientist curiosity.

GREGORY
Wow.

JESSIE
Wow what?

CONTINUED

CONTINUED:

GREGORY

Right now ... in this moment ... I don't know what I feel about you.

JESSIE

Well you don't have to sound so enthusiastic!

GREGORY

It's not enthusiasm ... I just don't know if I want this.

We can see a flash of panic on Jessie's face.

JESSIE

Oh. By that do you mean...this!- the fact of this or ... the way this is?

GREGORY

(confused)

What?

JESSIE

Maybe you're tired of us in hotel rooms. Maybe now that you've been married you've grown accustomed to something else and maybe you don't want what we have unless it can be within that same ... uh ... thing.

GREGORY

What are you saying?

JESSIE

Maybe we should get married.

(Gregory is shocked)

You said it's over between you and Rose. I can get a divorce within a month. Lets get married.

There is true desperation on her face. She is speaking the truth. Gregory looks at her with compassion.

JESSIE (Cont'd)

We've loved each other for over twenty years. Think of what we could have had ... Think of what we still can have.

CONTINUED

CONTINUED: (2)

She kisses him passionately. But Gregory feels nothing. She pulls away. They look into each other's eyes. Beat. Then;

GREGORY

Wow.

JESSIE

WOW WHAT NOW!?

GREGORY

I've been in love with you
practically all my life. I..I
(trying to figure out
a problem)
thought - that's what love feels like
... All that longing ... Never
feeling entirely ... whole . . . But
I wonder.

JESSIE

WONDER WHAT!?

Gregory suddenly looks scared.

GREGORY

I don't know. I don't know ... I have
to go.

He gets up and starts to dress. Jessie is in shock. She can hardly form the words;

JESSIE

So ... what ... so ... are you ...
what are you saying here? You don't
want to marry me?

GREGORY

(dressing)

I don't know. No. I guess.

JESSIE

What are you saying to me? You can't
end this after all these years. You
can't just leave! What does ...
You're ... you're not going to be ...
we're never going to ... to ... be
together ... sometimes ... WHAT ARE
YOU SAYING!?

Gregory holds her and smiles;

CONTINUED

CONTINUED: (3)

GREGORY

I'm sorry. It'll be all right ... I still want you in my life somehow.

Jumping out of bed, Jessie pushes him away;

JESSIE

EEWW! GET AWAY FROM ME. OH GOD! I feel like I'm going crazy! You're talking to me like I'm some ... some pathetic lonely ... homely person with a nice personality! Like I'm some woman who wants you but you don't want me! How can that be after all these years? What, have you been lying all this time - asking me to marry you? To trap me? Is that it? Has this been some twenty year conspiracy to get even!? Some long convoluted plot to make me feel like shit? Is there some hidden camera around here!? What the hell is going on here? This isn't who we are together? THIS ISN'T WHO I AM IN THIS!

GREGORY

I'm so sorry.

JESSIE

Get out of here. GET OUT! NOW!

She turns and exits into the bathroom slamming the door. Gregory watches all of this genuine affection...and a little sadness. Jessie will be fine with her drama. And it really is over - after all these years.

CUT TO:

INT. ALEX'S APARTMENT - NIGHT.

Rose helps Alex into his apartment, turning on the lights.

ROSE

Here we are. You feeling better?

ALEX

Yeah. I think it was the cab ride.

ROSE

Well, just get into bed and you'll-

CONTINUED

CONTINUED:

Alex pulls her into an embrace and kisses her passionately.

ROSE (Cont'd)
Alex, what are you doing?

ALEX
Stay with me Rose. You're the only person in the world I want to be with right now.

ROSE
You're drunk.

ALEX
I'm not. The coffee and the vomiting really sobered me up.

ROSE
I'm thrilled for you but that doesn't exactly put me in the mood to sleep with you.

ALEX
Did you know how jealous Claire was of you?

ROSE
What?

ALEX
She'd get so angry when I'd talk about you. About how smart you were, how funny you were, what a great cook you were. She thought I had a secret crush on you. Maybe she was right.

They kiss again. Rose pulls away.

ROSE
Look, this is all very nice. Honestly. But I won't do this. Not like this. You've been through a lot and I understand. I suggest you take a couple of days. Pull yourself together. If you still feel like you want to .. do this, then you call me. Take me out for a nice dinner - and then we'll see. Otherwise forget it. Understand?!

CONTINUED

CONTINUED: (2)

ALEX
(boyishly)

OK.

Rose can't believed it worked.

ROSE
Really?

ALEX
I call you on Thursday.

Rose wonders if he will.

CUT TO:

INT. HANNAH'S BEDROOM - NIGHT.

THE PHONE RINGS awakening Hannah from a deep sleep. INTERCUT
A FRANTIC GREGORY packing in Paris. It is morning.

HANNAH
Who is this?

GREGORY
Sorry Hannah. It's me, Gregory. Is
Rose there?

HANNAH
Rose moved out. Do you have any idea
what the hell time it is?

GREGORY
Moved? Do you have her number?

HANNAH
Are you nuts!?

She hangs up. Gregory hangs up . . . finishes packing his bags.

CUT TO:

INT. ROSE'S CLASSROOM - DAY.

The room is full as Rose lectures.

CONTINUED

CONTINUED:

ROSE

What are Goddesses? Like Innana, they can be Queens of Heaven - holy, sacred - but even she had to descend into the underworld to become complete. After confronting her sister Erishkegal, Queen of the Underworld, Innana acquired "Erishkegal's eyes" - the ability to see with a ruthlessness for truth all that a woman is - loving, jealous, timid, ambitious, beautiful and horrifying - and rid herself of the fantasies of heaven to live authentically and freely.

At that moment, Doris enters with a gigantic arrangement of flowers. Everyone is impressed. Doris places them on the desk.

ROSE (Cont'd)

Who died?

(laughter)

She reads the card from Alex - "I'M FINDING IT DIFFICULT TO WAIT THE TWO DAYS - ALEX". Rose smiles.

CUT TO:

INT. PARIS AIRPORT - AFTERNOON.

Gregory argues in french with a TICKET MAN. Finally, like a madman, Gregory grabs him over the counter -

GREGORY

LOOK, YOU SNOT NOSE FRENCH FART - I DON'T HAVE TIME FOR YOUR FUCKING PARISIAN SUPERIOR BULLSHIT - JUST GET ME ON A FUCKING PLANE!

French police run to the scene of the ruckus.

CUT TO:

INT. DORIS' OFFICE - DAY.

Henry walks in and approaches Doris.

HENRY

Excuse me, are you Doris?

CONTINUED

CONTINUED:

Doris looks at him suspiciously.

DORIS
Yes. Can I help you?

HENRY
I was wondering if you might have a number where I can reach Rose Larkin. It's an emergency.

DORIS
Why don't you just ask her?

Henry confidentially pulls her off to an isolated area.

HENRY
It's not for me, it's for her husband Gregory. He was afraid she might not want to speak to him so he wanted me to ask you. He's on his way home from Europe, you see.

DORIS
Yeah, I see. You must be "the friend" I've heard about! The one who goes five times with girls young enough to be your daughters.

(Henry is shocked)
Now you listen to me. Rose is feeling really good about herself right now and I don't want anything getting in the way of that - you hear me!? She's seeing someone else right now - someone she knew before Mr. Larkin and she's very excited. She's living with me and I don't give my phone number out so just tell your friend he doesn't have to rush home.

HENRY
(impressed)
Would you give your phone number to me if I promised to keep it for myself?

DORIS
I don't know. Five times may be enough for a twenty year old - but you're gonna have to do better than that with me, pal.

CONTINUED

CONTINUED: (2)

Doris walks away leaving Henry tongue-tied.

CUT TO:

INT. GATWICK AIRPORT; LONDON - DAY.

Gregory is on the phone with Henry. INTERCUT THE TWO.

GREGORY

(panicked)

Alex. It must be Alex. Well, do you at least have an address?

HENRY

Just get home!

INT. PLANE - NIGHT.

On a red-eye, Gregory tries to use the air-phone. He speaks quickly, with great irritation.

GREGORY

Well if she has an apartment and she has a phone then she'd be in the directory...Well she has to live somewhere!...You mean you don't even have a list of unlisted numbers? Her name is...DORIS HUMPFERURRUR...HUMMEREFFER....I don't exactly know the last name but I know she lives in the Eighties on the East Side ... Can't you just ... - IT'S NOT IN THE PHONE BOOK. CONTRARY TO YOUR COMMERCIALS, I CAN'T FIND A FUCKING THING IN YOUR PHONE BOOK!

CUT TO:

INT. BLOOMINGDALE'S COSMETICS COUNTER - LATE AFTERNOON.

Rose walks confidently up to a Saleswoman.

SALESWOMAN

Yes, can I help-

ROSE

Hold on. Let's get something straight sweetheart.

(more)

CONTINUED

CONTINUED:

ROSE (cont'd)
 I'm here to buy some make-up because
 tonight I feel like wearing some. I
 don't usually wear any. And before
 you start pitching, I want you to
 know that I don't NEED a Goddam thing
 on this counter. Do you understand?
 (Saleswoman nods)
 Now - I've heard a lot about these
 sable brushes. I bet they feel great.

CUT TO:

INT. RESTAURANT - NIGHT.

Alex, dressed in a suit and tie, waits for Rose at the bar.

ROSE (O.S.)
 Alex?

Alex turns around to find -

Rose looking absolutely beautiful. Although the hair and make-
 up are subtly different, Rose has blossomed from a self-
 deprecating ugly duckling to a confident, self-loving swan.
 She is radiant. Alex is stunned.

ALEX
 Rose?

CUT TO:

EXT. DORIS' BUILDING - EVENING.

Doris is making herself dinner when she hears:

GREGORY (O.S.)
 ROOOOSSSE! ROOOOSSSE!

Doris heads for the window and looks out to see Gregory.

DORIS
 Man, this girl's on a roll.

CUT TO:

INT. RESTAURANT - NIGHT.

Alex and Rose are having dinner. Alex eats as Rose "prepares".

CONTINUED

CONTINUED:

ALEX

You know, it's wierd but I feel kid of guilty. I know should be upset but now that it's over I feel like I can breath for the first time.

ROSE

That's great.

(to passing waiter)

I asked for some Dijon. I can't start until I have it. Thanks.

ALEX

I just feel so unburdened. Like a viel has been lifted.

Rose pauses at his choice of metaphors.

ALEX (Cont'd)

I mean, I was so unhappy but I couldn't see that I had a choice. And now, I have nothing but choices.

ROSE

That's great. Where's the damn Dijon?

Alex reaches across the table and takes her hand.

ALEX

Wouldn't it be wierd, if after all this time, we wound up together?

Rose stares at him a moment, not warming up to this idea.

ROSE

It would be eerie.

Alex leans over.

ALEX

Did I tell you how great you look?

ROSE

Huh-huh.

ALEX KISSES ROSES as she fantasizes:

FANTASY -

CONTINUED

CONTINUED: (2)

GREGORY BARGES INTO THE RESTAURANT, DECKS THE MAITRE'D WHO TRIES TO STOP HIM, STORMS OVER TO ROSE, PUSHES ALEX TO THE FLOOR AND SWEEPS HER INTO HIS ARMS.

ALEX (O.S.)
What are you thinking?

REALITY -

- Alex asks from across the table after kissing Rose. Rose hesitates. Just when one fantasy has come true, another one has taken its place. She decides to tell him the truth.

ROSE
Alex, you're a great guy. But you're not my type.

ALEX
What? ... But ... but I thought ...
I mena, I kind of felt that all this time you felt ...

Rose looks at him with a surprised expression.

ROSE
What? That I had a crush on you?
(Alex nods)
Maybe that was just a fantasy of yours. I'm very flattered, sweetie.

The Waiter arrives with the Dijon.

ROSE (Cont'd)
Finally! Thank you.

Alex is perplexed. Suddenly, from outside the main dining area, WE YELLING LOUD VOICES THE ERUPT INTO YELLING. Alex turns around. Rose looks up, at first curious, then shocked when she sees:

GREGORY, looking like a crazed bum, trying to push his way into the dining area, being blocked by a Maitre'd and a large Bartender.

MAITRE'D
Call the police!

GREGORY
ROSE! ROSE!

CONTINUED

CONTINUED: (3)

ROSE
(to herself)
Greg?

ALEX
Isn't that your husband?

Suddenly, Gregory flings the bartender aside, pushes the maitre'd, runs to Rose's table. Alex stands protectively.

ALEX (Cont'd)
Hey! Hold on!

Gregory decks him, pulls Rose up onto her feet.

GREGORY
Hi!

ROSE
Hi!

Sweeps Rose into his arms and carries her out of the restaurant much to the shock of the men and the joy of the women.

EXT. RESTAURANT - NIGHT.

Gregory carries her down the street.

ROSE
Can I ask what do you think you're doing? What am I, a cavewoman? Put me down!

Gregory stops. He puts her down gently.

GREGORY
You're not leaving me. I am so completely, without a doubt in love with you ...

Police sirens are heard OS. Rose is startled. Greg doesn't care.

GREGORY (Cont'd)
I'll do anything. I'll give up math.
I'll take folk guitar lessons. I'll -
(stops)
My God - you look beautiful.

CONTINUED

CONTINUED:

He grabs her and kisses her. Rose cannot believe what's happening. She pulls away in a moment of insecurity.

ROSE

You know I'll probably gain the weight back and I am getting older. I can't always look this good.

GREGORY

I hope I'm with you long enough to watch you completely deteriorate.

ROSE

Good answer.

They kiss. Police cars arrive. Bystanders spill out onto the streets as Camera rises up to a wide angle.

THE END