

Early Retirement

by
Jules Robinson

®WGAw

EXT. LOS ANGELES FREEWAY - PEAK AFTERNOON TRAFFIC HOUR

MOLLY MARTIN, twenties, attractive and wholesome-looking, albeit at present a bit disheveled, is stuck in typical bumper-to-bumper LA rush hour traffic in her beat-up little convertible. The tired car appears older than Molly. Anxiously, Molly glances at the time display on her cell phone.

With a 'what have I got to lose shrug', Molly illegally segues onto the empty shoulder and commences to fly down the open lane.

WHIRR WHIRR

The distinctive and heart-wrenching sound of a police siren.

Molly pulls her car to a stop. Unhappily, she glances in her rearview mirror to see one heck of a tough looking female cop approaching.

The Cop stops beside Molly's driver side window.

FEMALE COP

License and registration please.

MOLLY

I don't suppose you'd care to...

The Cop cuts her off.

FEMALE COP

(firmly)

License and registration, please.

Molly fumbles in her wallet for the documents. She continues trying to plead her case as she hands over the papers.

MOLLY

I have a really good reason for...

With a fashion sense clearly stuck in the '70's, the Cop tilts down her reflective aviator shades, shooting Molly a piercing glare.

FEMALE COP

(prickly)

Save it for the Judge.

Molly slinks down in her seat as the Officer begins writing the ticket.

(CONTINUED)

CONTINUED:

The Cop hands Molly the completed fine for her signature. Molly takes the ticket and looks at it a bit desperately.

MOLLY

(meekly attempting to bargain)
I don't suppose you could leave off my speeding ticket that I was driving on the shoulder?

Utterly unmoved, the Cop's face is stoney. Gloomily, Molly signs the ticket and hands the pad back to the Cop. The Cop RIPS a copy of the ticket from her pad and slaps it into Molly's hand.

Molly looks up to the heavens. As if on cue, a light rain begins to fall.

EXT. CASTNG OFFICE - LATE AFTERNOON

As Molly pulls into the parking lot, the light rain has escalated into a downpour. Lacking an umbrella, Molly rushes for the door attempting to shelter herself with a newspaper.

INT. CASTNG OFFICE - LATE AFTERNOON

Molly enters a waiting room filled with 20 or more girls, all the same approximate age and physical type that she is.

Molly walks to a table and signs herself in.

She looks around for a place to sit. The room's packed. She squeezes herself between two girls on an already full sofa. One is annoyed by Molly's wetness and tries to scooch away.

MOLLY

(apologetically)
Forgot my umbrella.

The Girl gives her a cold, phony smile and returns to reading her lines.

SLOW FADE TO:

INT. CASTING OFFICE - LATER IN THE EVENING...MUCH LATER

Molly's alone in the waiting area. A young man calls out.

CASTING ASSISTANT

Molly Martin.

Molly's dozed off. Annoyed the voice calls out again.

(CONTINUED)

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CASTING ASSISTANT (CONT'D)

Molly Martin!

Molly's the only one left in the waiting area and she's snoozing away, happy as Larry. The Casting Assistant walks over to Molly, stopping centimeters in front of her. He loudly clears his throat trying to wake her and get her attention.

Molly yawns and with sleepy eyes looks up at him.

MOLLY

Huh?

CASTING ASSISTANT

Do you want to read or what?!

Molly jumps up sending her pages flying everywhere.

MOLLY

(emphatically)

Yes, yes, I can read. I mean of course I can read, but Wow! Can I act.! That's not a question, it's a fact. I'm good. You'll see.

CASTING ASSISTANT

(apathetic and with arrogance)

Aren't I the lucky one, and yes, that was sarcasm. Follow me.

The boy starts off down a narrow hall, Molly scurries to pick up the fallen pages, and hurries after him.

INT. CASTING AGENT'S OFFICE - NIGHT

Clearly bored, the CASTING AGENT, a diminutive and rotund man is staring down at a list.

CASTING AGENT

(all attitude)

Headshot.

Molly hands over her headshot. The Agent plucks it from her hand.

CASTING AGENT (CONT'D)

Ready?

Molly nods.

(CONTINUED)

CONTINUED:

CASTING AGENT (CONT'D)

(snippy)

My assistant will read with you.

The room is deathly silent. Molly smiles nervously.

CASTING AGENT (CONT'D)

(annoyed)

Anytime now, Miss Martin.

MOLLY

What? Huh, oh sure.

Molly is flipping through her pages, clearly and almost embarrassingly flustered.

CASTING AGENT

The line is, "Excuse me, but do you have a room for the night"?

MOLLY

Yes. Thank you. Sorry.

The Casting Agent shakes his head incredulously.

CASTING AGENT

That's enough. Thank you.

MOLLY

(whining)

Wait. You haven't given me a chance.

CASTING AGENT

Come back when you're not so wet behind the ears.

MOLLY

I have a special talent for voices. You know, like Betty White and Judi Dench. OK, I know I'm not old, but I can sound it, and I can do it with an accent. Want to hear my Sophia Loren? Just listen to how old and Italian I sound. Old people, like they're like my niche.

Molly starts doing her best Sophia Loren, and is doing a pretty good imitation, but before she can finish a complete sentence, the casting agent holds up his hand.

(CONTINUED)

CONTINUED: (2)

CASTING AGENT
(cutting Molly off)
I wouldn't say another word unless you
don't want to read for me until you're
old enough to collect social security.

Dejectedly, Molly slowly walks to the door. She disgustedly tosses the pages in a bin on her way out.

EXT. MOLLY'S APARTMENT HALLWAY - LATE NIGHT

The light in front of Molly's apartment is busted and the hallway is dark. Molly's jiggling her keys in the lock but the door won't open.

MOLLY
Damn it!

Molly slaps the door - hard.

MOLLY (CONT'D)
Oww! Shit!

Molly rubs her aching hand.

She pulls her cell phone from her purse and tries to dial, but the battery's dead.

She chucks the phone against the door and it breaks into pieces.

Molly stares at the broken phone for a moment and then starts to cry. She searches in her purse for a tissue but of course she has none.

She notices a piece of paper taped to the door and pulls it down. She looks at the paper - it's an EVICTION NOTICE. Molly takes the paper, blows her nose with it and tosses it down the hall.

She pulls herself up and looks around. Could things get any worse? She kicks the door with all her might and falls to the ground in real pain. Apparently they can, and have!

EXT. AN APARTMENT - REALLY LATE NIGHT

BUZZ -- BUZZ -- BUZZ

Molly is incessantly ringing a doorbell.

MOLLY
(loudly)
Come on, Michelle. I know you're home.
Open the damn door. It's cold out here.

(CONTINUED)

CONTINUED:

Molly switches from buzzing to pounding.

A handsome, 20-something, disheveled young man, JOHN, opens the door. Molly forces her way past him and into the living room.

JOHN
(wryly)
I told Michelle that we should have moved
into a building with security.

MOLLY
Ha ha. Great to see you too.

John rolls his eyes and heads back from whence he came.

MICHELLE HARRISON, a young sexy Mulatto woman, mid-20's, enters the room tying a robe around her diminutive waist. She's trailed by a large, drooling Saint Bernard, LOULOU.

Michelle kisses John as he exits the room. John turns and shoots Molly a nasty parting glance. Molly sticks her tongue out at him.

MICHELLE
What have you done now?

MOLLY
Is that any way to greet your best
friend?

MICHELLE
It is at 1:30 in the morning.

MOLLY
(sheepishly)
Sorry.

Molly plops down on the sofa.

MOLLY (CONT'D)
I was evicted.

MICHELLE
That can happen when you don't pay your
rent for three months.

MOLLY
Hey, whose side are you on?

Michelle sits beside Molly and puts her arm around her.

MICHELLE
So my little drama queen, why didn't you
call?

(CONTINUED)

CONTINUED: (2)

MOLLY

How could I call if I couldn't get into my apartment and let's just say I had a bit of a mishap with my cell.

Michelle looks at Molly yet again with that "what have you done now" look.

MICHELLE

Mol, you know I love you, but you aren't just a drama queen, you're 'the' drama queen.

MOLLY

(making her best puppy dog eyes)
I need a place to stay, Shel.

Michelle starts to speak but Molly cuts her off.

MOLLY (CONT'D)

Just for a week...or so.

MICHELLE

Come on Mol. John and I just moved in together and are on the brink of an actual relationship. I think I might even smell a ring and a piece of paper here.

Molly gives Michelle an exaggerated pouty face.

MICHELLE (CONT'D)

Why do I have a sinking feeling that I'm going to regret this?

MOLLY

You won't even know I'm here.

MICHELLE

(knows way better than that)
Umm hmm.

Molly throws her arms around Michelle. Loulou nudges Molly's crotch with his big wet nose. Molly makes a disgusted face as she pushes him away.

MOLLY

You do keep him in your room at night, right?

Michelle looks heavenwards and shakes her head.

A MONTAGE OF MOLLY APARTMENT HUNTING

-- Molly checking out a run down apartment. Cautiously she opens a closet door, a freakishly large cockroach runs over her foot. Molly shakes her head in disgust as she puts a big x through an ad for the apartment.

-- Molly looking around at a decent-looking place, nodding her head in the affirmative. An APARTMENT MANAGER straight out of a bad porn slithers up next to Molly and attempts to corner her. Another X marks her X-laden paper.

-- Molly looking up wistfully at a home situated on the beach like a luscious piece of candy just waiting to be taken. The white-tipped waves of the Pacific Ocean cascade beneath a cloudless blue sky. The REALTOR mouths a price, Molly shoves the paper she's holding at the Realtor poking at something. The Realtor glances at the paper and then back up at Molly laughing. Molly drops the paper to her side, looks out at the ocean and heaves a great sigh. X yet again unfortunately marks the spot.

INT. UNIMPRESSIVE TALENT AGENT'S OFFICE - DAY

Molly's agent, GEORGE BERNSTEIN, a pint-sized, incredibly vocal man, is having a heated discussion on the phone, while Molly anxiously waits.

Molly's sitting in front of him, shaking her head trying to look sympathetic to her agent's situation.

George SLAMS down the phone and zones in on Molly.

GEORGE

So, let's talk about you. Your contract is up for renewal...

Molly reaches for a pen on George's cluttered desk.

GEORGE (CONT'D)

...And it's just not working for me.

MOLLY

(dumbfounded)

You're dropping me?

GEORGE

Don't take it so personally. If you continue studying, maybe book a commercial and a guest spot or two, give me a call. We'll talk.

(CONTINUED)

CONTINUED:

MOLLY

If I can do that on my own then what would I need you for?

GEORGE

It's that kind of a negative attitude that's killing you.

MOLLY

But...

GEORGE

Sorry sweetheart, but you're just not clicking...and please, don't make this any harder on me than it already is.

Before Molly can say another word, George walks out from behind his desk and takes Molly's arm to escort her from his office.

GEORGE (CONT'D)

Stay in touch, babe.

And with a crude swat on her ass, Molly, like a zombie, exits the office.

George sits down at his desk and buzzes his secretary on the intercom.

GEORGE (CONT'D)

Linda, did you get the name yet of that girl who's doing the national campaign for genital herpes? (to himself) Now her, I could really do something with.

George pulls a brown paper bag out of his desk drawer and with eating habits suitable only for a farm animal, starts munching on a double-decker Reuben.

INT. BUSY DELICATESSEN RESTAURANT - NIGHT

Molly's in a waitress uniform; a cutesy short skirt and mechanic-style shirt. She's carrying a tray overflowing with food, expertly zig zagging her way between customers in pursuit of a spill-free delivery.

Molly stops at a table with two older women. One is a fit woman in her late sixties, Sadye. The other, LIZZY, well over eighty, is reminiscent of Jessica Tandy in *Driving Miss Daisy*.

MOLLY

Have you decided what you want or do you need more time?

(CONTINUED)

CONTINUED:

MISS LIZZY

Do you give senior citizen discounts?

Miss Lizzy is holding a menu, her index finger resting on a note which says in bold letters, "WE GIVE SENIOR DISCOUNTS."

MOLLY

Um, yes. Just look at your menu (Molly points at where it says so on the menu).

SADYE

OK, then. So that's a yes?

MOLLY

(frustrated)

Yes, ma'am, that's a yes. Are you ready to order?

MISS LIZZY

Do you have any split pea soup?

MOLLY

Did you see it on the menu?

MISS LIZZY

(with wide open innocent eyes)
I don't see it.

MOLLY

(abrupt)
Then we don't have it.

MISS LIZZY

What a pity. How I love split pea soup. You should have split pea soup. Sadye, don't you think they should have split pea soup?

SADYE

Oh absolutely, I love split pea soup. You mean to tell me they don't have split pea soup?

MISS LIZZY

No dear, apparently not.

SADYE

(looking questioningly at Molly)
Why don't you have split pea soup?

(CONTINUED)

CONTINUED: (2)

MOLLY

(really frustrated)

I don't know. We just don't have it.
I'll be back in a minute when you've had
time to decide what you'd like.

SADYE

Well, I'd like split pea soup...Yes, I
think a few minutes would be good.

MISS LIZZY

Yes, I agree, a few minutes would be nice
dear.

Molly walks away muttering under her breath. When Molly is
safely out of ear shot the women burst out in laughter.

SADYE

Lizzy, old girl, no matter how many times
we pull that routine it's always funny.

MISS LIZZY

That girl took the bait hook, line and
sinker. What a rube.

Molly is at the waiter station composing herself.

WAITER

You have quite the way with the old
folks, Mol.

MOLLY

Not a good day to mess with me.

WAITER

(sarcastic)

Certainly the problem can't be your
glowing personality.

Molly snarls loudly at her co-worker.

CUT TO:

EXT. HAPPY VALLEY HOME FOR SENIORS - NIGHT

A magnificent mansion, evocative of Brittany's Beverly Hills
pad, silhouetted against the night sky. Michelle exits the
regal building.

EXT. PARKING LOT - NIGHT

An empty parking lot save for one lone sad-looking car.

INT. CAR

Michelle's seated in her car. She turns the key but nothing happens.

MICHELLE

Damn it!

Michelle slams her hand on the steering wheel.

CUT TO:

ENTRANCE TO DELI - NIGHT

Sadye and Miss Lizzy run into two MEN, both early thirties, walking into the deli as they're walking out. One, is handsome in a classic boy-next-door sort of way. The other is sexy in a Robert Pattison, bad-boy kind of way.

SADYE

Dr. Apple what an unexpected pleasure.
No date tonight?

The sexy one, DR. RIGBY WINSTON, is distracted, ogling some cute girls seated nearby. The other, DR. DESMOND APPLE smiles with genuine affection at the women.

DESMOND

Too busy. I have to go straight back to work after dinner.

SADYE

(teasing)
Well, you'd better find time for some fun or your next girlfriend's going to be as old as me.

MISS LIZZY

Ta ta. See you at the home, dear.

Miss Lizzy and Sadye take their leave. Desmond gets in line for a table, Rigby is getting numbers from the cute girls he was eyeballing just moments earlier.

INT. DELICATESSEN KITCHEN - NIGHT

Molly's about to grab an order when another WAITRESS pokes her head in.

WAITRESS

Molly, call on line three.

MOLLY

Thanks, Janie.

(CONTINUED)

CONTINUED:

Molly rushes to a phone in the corner. She crosses her fingers as she picks up the receiver.

MOLLY (CONT'D)
Oh, it's you.

Molly fidgets biting her lower lip.

MOLLY (CONT'D)
You've got to be kidding...John's car's broken down too? (Pause) Yeah, fine. (under her breath) I swear, I need to find some friends a bit more solvent.

Molly pulls out a pencil she has stashed behind her ear. She scribbles an address on her order pad.

MOLLY (CONT'D)
I'll be there as soon as I get off.
(Pause) yeah, in about an hour or so.

Molly hangs up the phone and peeks out of the kitchen entryway to her section.

Molly sees Desmond and Rigby seated at her station. She nods her head with apparent satisfaction.

MOLLY (CONT'D)
There is a God.

Molly takes a breath and head held high, enters the dining area. She walks over to Desmond and Rigby's table, her hips swaying a bit more than usual. Her entrance does not go unnoticed by Rigby.

MOLLY (CONT'D)
Have you decided what you want?

RIGBY
Can I have some fries to go with that shake?

MOLLY
(Sarcastically)
Wow! Surely you can come up with something more original than that?

RIGBY
Don't know, I thought it most appropriate. And don't call me Shirley, it's Rigby, regardless, YOU should definitely call me.

(CONTINUED)

CONTINUED: (2)

As Molly's sneering at the cocky player, Desmond looks up from his menu to check out the sassy waitress. Their eyes meet. You can practically see the cartoon cupids floating above both their heads.

DESMOND

Umm...

Rigby is quite amused at the spectacle of his normally together friend flustered and tongue-tied.

RIGBY

So...

Rigby takes note of Molly's name tag.

RIGBY (CONT'D)

(suave and smug)

Molly, (he gestures with his hand)

Desmond. Desmond (again, a hand gesture)

Molly. Have you met?

MOLLY

(smiling sweetly)

Hi.

DESMOND

Hi.

Awkward silence. Molly waits patiently for more but Desmond just smiles, nodding his head. He's in what is often referred to as frozen dork mode.

MOLLY

All righty then, I'll give you fellows a minute to decide what you want and I'll be back to take your order.

Molly walks off. Once out of sight, Rigby punches Desmond's arm.

RIGBY

What the hell was that? The old broad's right - your next girlfriend's going to be old enough to take her teeth off at night....and Lord knows what else!

Both guys cringe at the thought, and give themselves a shake.

DISSOLVE TO:

A TABLE OF DIRTY DISHES

Molly puts the check on the table and smiles at Desmond.
Desmond grabs for the check.

As soon as Molly walks away, Rigby turns to Desmond.

RIGBY
You going to ask her out?

DESMOND
She probably has a boyfriend.

RIGBY
I can tell she digs you. Didn't you see
how she was looking at you? She's hot for
you.

DESMOND
No she's not. (pause) You think?

RIGBY
Totally.

DESMOND
(hesitant)
I know where she works. She's busy, I'll
come back later.

RIGBY
Except with the old folks, everything
with you is tomorrow. Stop being such a
piss ant and ask her out.

Molly walks back over to the table. She looks at Desmond as
she picks up the tab and the twenty.

MOLLY
(looking directly at Desmond)
Can I get you anything else?

Desmond can hear his heart beating in his ears. Unable to
speak, he musters a smile. Finally, Rigby breaks the silence.

RIGBY
No thanks. Keep the change.

MOLLY
(disappointed)
OK, thanks.

Molly looks one last time at Desmond and then turns and walks
away.

EXT. HAPPY VALLEY HOME FOR SENIORS - NIGHT

Sadye and Miss Lizzy see Michelle sitting on the steps to the home when the Happy Valley van drops them off.

SADYE

I thought you had a date tonight?

MICHELLE

Just waiting for my ride.

MISS LIZZY

It's nippy outside, you should wait inside dear or you're going to catch your death of a cold.

Sadye and Miss Lizzy take their leave. Michelle crosses her arms around herself and rubs them with her hands. It is getting cold. She heads inside fumbling in her purse for her cell phone.

INT. DELICATESSEN - NIGHT

A co-worker yells out for Molly as she's about to exit.

CO-WORKER

Molly. Phone. Sounds important.

Could it be Desmond? Molly picks up the phone by the cash register at the front.

MOLLY

(cloyingly sweet)

Hello? (voice goes flat) Oh Hi, 'Shel.
No everything's fine. I'm on my way now.
No problem. See you there.

EXT. HAPPY VALLEY HOME FOR SENIORS - NIGHT

Molly pulls up in front of the home. She gives a good look, clearly impressed. Not seeing Michelle, she parks her car and goes inside.

INT. HAPPY VALLEY HOME FOR SENIORS - NIGHT

Molly's walking down a pristine hallway. The place is clean, warm and inviting. Molly's nosing about, even more wowed.

Molly sees a door marked "administration".

KNOCK KNOCK

MICHELLE

Come in.

(CONTINUED)

CONTINUED:

MOLLY

This place is great. Too bad about all the old people, it'd be swank to live here. You know, like MTV's *Real World* or *America's Next Top Model* could set up house here and I could be hostess! And I'm so much hotter than that tall blond bitch on *So You Think You Can Dance*.

MICHELLE

This is (she makes the quote signal with her fingers) a "Senior Citizen's home". And have you looked in a mirror lately?

MOLLY

(sarcastically)
Great friend you are.

MICHELLE

How was work?

MOLLY

It was the usual until a totally hot guy came in.

MICHELLE

Spill it sister.

MOLLY

He was just so adorable. He had big blue eyes, broad shoulders. And he was really shy, it was so cute. Yummy, I just wanted to bite his lips.

MICHELLE

Man, I haven't seen you this worked up since C. Thomas Howell moved into your building.

MOLLY

Anyway...of course his player friend hit on me. I really thought the sweet one was going to ask my number.

MICHELLE

Maybe he has a girlfriend?

MOLLY

If your objective is to make me feel worse, mission accomplished.

(CONTINUED)

CONTINUED: (2)

MICHELLE

Look drama girl, why didn't you just give him your number?

MOLLY

I couldn't do that.

MICHELLE

Why?

MOLLY

Because.

MICHELLE

What are you twelve?

MOLLY

(in a whiny little voice)
No..

MICHELLE

I told you I've got the guy for you. One of the doctors here is fine - and single.

MOLLY

Based off your past -- and current choices of boyfriends, I'll pass!

MICHELLE

You're lucky I'm so secure, or I'd be offended by that. (grabs her bag) Come on, let's roll. I want to pretty up before my 'totally fine' boyfriend gets home.

Michelle heads for the door.

MOLLY

I need go to the ladies room.

MICHELLE

It's around the corner to your left. I'll meet you out front.

Michelle heads for the door as Molly heads for the toilet.

INT. HALLYWAY AT HAPPY VALLEY - NIGHT

Michelle's standing in the hallway. Desmond's headed her way.

MICHELLE

Hey, Doc. What's up?

DESMOND

What are you doing here so late?

(CONTINUED)

CONTINUED:

MICHELLE

My car broke down. I was waiting for my ride.

DESMOND

Everything OK? You need help?

MICHELLE

I'm good. If you wait a minute, you can meet my friend I told you I wanted to fix you up with. She's adorable, just your type, I'm good at these things (winks).

DESMOND

(quickly)

Thanks for the offer but I'm not one for blind dates. I just stopped by to check on a sick patient. Maybe some other time.

MICHELLE

OK, Doc, you're call. See you in the morning.

Just as Desmond heads off down the hallway, Molly walks out of the office. Two ships near missing in the night.

MICHELLE (CONT'D)

Ready?

MOLLY

Ready.

Molly puts her arm around Michelle and they make their way out of the home.

EXT. HOME - NIGHT

Sadye and Miss Lizzy watch the girls, arm in arm, get in the car together and drive off.

MISS LIZZY

Didn't Michelle say her date was picking her up?

Sadye nods her head.

SADYE

(nods her head again)

You owe me ten bucks.

An OLD MAN is scurrying down the pathway towards them. We hear the Theme Song from The Monkees, "Here we come, walking down the street..."

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CONTINUED:

SADYE (CONT'D)

Drat. Here comes sour puss. Let's get a move on before he catches up with us.

MISS LIZZY

Why do you give him such a hard time? I think he's cute - and you know he's crazy about you!

SADYE

Bah. He's so bitter he probably hated sucking his mother's milk.

MISS LIZZY

You know you like him.

Sadye turns her head away in lieu of a reply.

MISS LIZZY (CONT'D)

One of these days he might just get tired of chasing you and find someone else.

SADYE

In a pig's eye.

The Old Man is practically upon them.

OLD MAN

(shouts)

Hold up there!

SADYE

Pretend you don't hear him.

Sadye and Miss Lizzy turn the corner and manage to evade the Old Man before he can catch up with them.

A MONTAGE OF MOLLY APARTMENT HUNTING - AGAIN

-- Molly in front of a building that looks like it ought to be condemned.

-- Molly standing in the middle of an apartment with peeling wallpaper and green shag carpet with questionable stains.

-- Molly extricating another sleazy manager's arm from around her shoulder as he leers at her like a man just out of jail after a really long time.

-- A pleasant looking woman hands Molly some papers and they shake hands as they exit a decent-looking apartment together.

END MONTAGE

INT. MICHELLE'S APARTMENT - MORNING

Molly hangs up the phone. She lifts the phone book which had been sitting on her lap, and tosses it across the room.

The heavy book lands in front of Loulou. Loulou takes this as an invitation to play and jumps up onto the sofa beside Molly, drooling all over her lap.

Michelle enters the living room. She sees the phone book on the floor and bends to pick it up.

MICHELLE

Problem?

MOLLY

I give up.

MICHELLE

Don't even tell me you're not moving out this weekend?

MOLLY

OK, I won't tell you.

Michelle gives Molly a "what's the story" look.

MOLLY (CONT'D)

Remember that time I maxed out my credit cards and bounced a couple of checks.

MICHELLE

Yeah, and borrowed all my savings just after I made my booking for my new boobs.

MOLLY

This is about me, not you, so moving on, with my credit rating, or should I say lack thereof, the landlord says unless I can pay the first six months rent in cash, plus security, there's no deal.

Loulou plops down on the sofa and proceeds to lick his private parts.

MOLLY (CONT'D)

I don't suppose you want to give me another loan?

Michelle turns her body sideways and looks down at her small bosom.

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CONTINUED:

MICHELLE

Are you trying to see to it that I never
get my long awaited big tits?

MOLLY

(smiles weakly)
I don't know why you want bigger
boobs....but don't worry I'll figure
something out.

Loulou's busy satisfying himself. Molly looks down at her lap, she's covered in fur and drool. Michelle is playing with her breasts attempting to get as much cleavage as she can with what nature provided.

INT. MICHELLE'S APARTMENT - LATER THAT SAME DAY

Molly, Michelle and John are seated together on the sofa watching "*Big Mama*".

JOHN

(finishing off a good belly laugh)
One of my mates has some free space.

MOLLY

(dubious)
Yeah?

JOHN

You met Brian. He lives in Hollywood
near the strip.

MOLLY

Doesn't he live in a one bedroom
apartment with four other guys?

JOHN

It's only three...and he said you could
have the spare mattress. (hopeful) It's
by the window.

Michelle slaps John's arm.

JOHN (CONT'D)

Hey! It was just a thought.

The movie is at the scene where a young and fit Martin Lawrence is metamorphosing into a fat old woman.

MOLLY

(animatedly pointing at the TV)
That's it!

(CONTINUED)

CONTINUED:

MICHELLE/JOHN

(in unison)

What?

Molly looks like she's about to pop a gasket as she thrusts her finger at the TV screen.

MOLLY

That! That is the answer!

JOHN

(Sarcastic)

You're going to become an old, overweight black woman? Old and overweight, I can see that, not sure about black.

MOLLY

(sarcastically to Michelle)

Tell me he's hung like a horse and really good in bed?

JOHN

(Feigning innocence)

Huh?

Martin Lawrence has just put on his wig and is now skooching into his butt padding.

MICHELLE

You're not actually thinking what I think you're thinking?

Molly's wearing a big stupid grin and is nodding her head enthusiastically.

JOHN

I still don't get it.

MICHELLE

You're crazy. You do know that?

MOLLY

What do I have to lose? Come on it's perfect.

JOHN

Does whatever you two are talking about involve Molly moving?

(CONTINUED)

CONTINUED: (2)

MICHELLE/MOLLY
(in unison)
Yes.

JOHN
I still don't get it, but whatever you
need, I'm in.

MOLLY
Him I don't need, but Shel, you know I'll
need your help.

MICHELLE
Do you know how big you'll owe me?

MOLLY
As huge as your imminent Double D's.

John's got his hand down his pants rearranging his package
but the mention of big tits has caught his attention.

JOHN
Huh?

MICHELLE
Nothing Romeo.

JOHN
Don't mess with me like that woman.

MOLLY
(sarcastic)
Hey John, I bet you'll miss me once I'm
gone.

JOHN
Now I know you're delusional.

Loulou comes over and tries to nudge Molly's crotch.

MOLLY
At least someone around here will miss me.

Molly bends to scratch Loulou's head.

MOLLY (CONT'D)
So, Shel. You in?

MICHELLE
Oh, Hell. I'm in.

The girls high five.

INT. DELICATESSEN - EVENING

The place is busier than usual. The tables are all full and there's a line at the door.

Molly and Michelle are by the kitchen holding one another, jumping up and down, squealing with delight. Curious customers turn to stare.

The MANAGER, a heavy set, grumpy looking man walks over and hisses at Molly.

MANAGER

Excuse Miss Martin, but don't you have customers to attend to?

Molly immediately stops laughing and snaps to attention.

MOLLY

Yes sir.

As the Manager walks away, Michelle makes obnoxious faces behind his back, while Molly stifles her laughter.

The Manager whirls around, scrutinizing them with an annoyed countenance. He begins to say something, instead smacks his hand at the air in disgust, turns abruptly on his heel and marches off.

MOLLY (CONT'D)

(imitating the Manager quite well)

Don't you have customers to attend to, Miss Martin.

Once again the two bust out in laughter. The Manager shoots daggers with his eyes at them from across the room shaking his finger all the while, but with his pudgy face and bad toupee he merely looks comical.

MICHELLE

You ready to hear the details?

Molly nods her head enthusiastically as she starts filling ketchup and mustard bottles to look busy.

MICHELLE (CONT'D)

An Old Woman died this morning. She'd only been at the Home for a month. I met her just once. She wasn't very sociable.

MOLLY

So when can I move in?

(CONTINUED)

CONTINUED:

MICHELLE
Day after tomorrow.

MOLLY
You fixed the paperwork?

MICHELLE
Your name's at the top of the list.
Tomorrow your "Early Retirement" kicks
into action. You'll get a call in the
morning. I gave Ms. Stickle your cell...
You better tell me nothing's wrong with
it!

MOLLY
No worries, it's fine.

MICHELLE
OK, then, I gotta run.

MOLLY
You're the best!

MICHELLE
Don't I know it.

An Old Woman has walked over to the service area and is
looking angrily at Molly.

OLD WOMAN
Are you my waitress, young lady?

MOLLY
Yes, ma'am.

OLD WOMAN
Well I'd like my food before the early
bird special ends.

MOLLY
With you in a jiff.

With a big smile, Molly pulls out her order pad, takes a pen
from behind her ear and tries to escort the Old Woman back to
her table.

OLD WOMAN
I'm old , not crippled.

The old woman heads back to her table.

MICHELLE
(sarcastic)
You're quite the charmer with the old
folks.

(CONTINUED)

CONTINUED: (2)

Michelle's laughing as she heads for the door. Molly gives Michelle a raspberry and grabs a hot plate of food from the food station.

INT. MICHELLE'S APARTMENT - MORNING

Molly's sitting on the sofa staring intently at her cell phone. She looks impatiently at her watch and back at the phone.

RING -- Molly grabs for her phone.

MOLLY
Hello. Hello??

RING RING -- Molly realizes it's Michelle's house phone. She grabs it.

MOLLY (CONT'D)
Yeah, John. I'll tell her. Yes, I'll be gone soon. Don't get your panties in a bunch. Oh, wait a minute I forgot you like to keep the boys loose.

RING RING

This time it is Molly's cell.

MOLLY (CONT'D)
Got to go, John.

Molly flips open her cell, Caller ID tells her it's the Happy Valley Retirement Home.

MOLLY (CONT'D)
(In her best little old lady voice)
Hello?

Molly's nodding her head intently.

MOLLY (CONT'D)
Yes, this is RACHEL GEORGE. I understand. Very good dear. I'll see you tomorrow at 9:00AM. Thank you.

Molly punches the end button and tosses the phone on the sofa punching her arm in the air in victory.

MOLLY (CONT'D)
Yes!

Molly flops onto the sofa, leans back and excitedly kicks her legs in the air.

(CONTINUED)

CONTINUED:

In her enthusiasm she falls unceremoniously off the sofa with a thud onto the floor. Loulou, of course, sees this an invitation to play and jumps atop Molly. Molly's in such a good mood she joins Loulou with his play and rolls him on his back for a belly scratch..

INT. HAPPY VALLEY HOME FOR SENIORS - SAME TIME

Michelle waits patiently as a matronly woman of ageless determination, with a severe bun and harelip, MS. STICKLE, finishes a phone call. She immediately picks up a fork and plunges into a large awaiting piece of chocolate cake.

Desmond enters the room. Michelle smiles at Desmond. Ms. Stickle is focused on her mountain of chocolate.

DESMOND

Hello ladies.

Desmond walks to Ms. Stickle's desk and hands her some papers. She wipes at her mouth. Chunky cake bits trickle down her face and come to rest on her enormous breasts.

DESMOND (CONT'D)

(pretending he doesn't notice)

You're looking nice today, Ms. Stickle.

MS. STICKLE

What's that supposed to mean?

DESMOND

(Straight as an arrow)

Nothing, Ms. Stickle.

Ms. Stickle notices Michelle looking rather pleased.

MISS STICKLE

(irritated)

What are you smirking at Miss Harrison?

MICHELLE

Just smiling, Ms. Stickle. I'm happy, that's all.

MISS STICKLE

When someone under 30 is happy it usually means someone's up to no good.

Ms. Stickle grabs her plate, swivels her chair around, and her back to Michelle, resumes her eating.

Desmond stops at the door.

(CONTINUED)

CONTINUED:

DESMOND

I almost forgot. Dr. Rittenberg's retirement party's been moved to 3:00pm today.

Michelle who's just taken a sip of coffee nearly spits it out all over Ms. Stickle's desk and Ms. Stickle.

MICHELLE

Today?! It can't be today!

DESMOND

Why's it a problem?

MICHELLE

(emphatic)

Because...because.. Umm...I left his gift at home. It just can't be today - it's supposed to be Friday - in 2 days! Two days!!

DESMOND

What's the big deal? I didn't think you were close? I thought his scatterbrained ways annoyed you?

MS. STICKLE

(Curious)

Yes, Ms. Harrison when did you become such a fan of the old doctor? You said he was nearly blind and deaf and it was a good thing he was retiring as he's worse than most of our residents.

MICHELLE

(flustered)

You do pick the most amazing things to remember.

DESMOND

I'll be taking over his duties until we hire someone new, which these days was basically just routine physicals.

MICHELLE

Yeah, peachy.

INT. DEPARTMENT STORE - LATER

Molly and Michelle weave their way through a hoard of aggressive female shoppers. It's a half price sale at Neiman Marcus Last Call and these shoppers are out for blood!

(CONTINUED)

CONTINUED:

MOLLY

Thanks for coming with, I couldn't have handled this alone.

MICHELLE

No problema, I'll just use it towards the "you owe me big" payback card. (pause)
But there is just a little something I need to tell you.

Molly was mid-grad for the perfect purse but Michelle's comment causes her to leave go of the prized merchandize.

MOLLY

How little? I don't like your tone.

An old woman grabs the bag sitting at Molly's fingertips.

MOLLY (CONT'D)

Hey! That's mine.

WOMAN

Sorry hon, you snooze, you lose.

The woman examines the purse, looks at the price tag, and saunters smugly away placing the purse in her basket with her other intended purchases.

MICHELLE

These women are brutal.

MOLLY

Yes they are - and don't try to change the subject.

MICHELLE

Fine. Remember the nearly deaf and blind doctor that I told you would be giving you your physical?

MOLLY

You mean like the "key element" of our plan?!

MICHELLE

Yeah that.

Molly can't even speak. She's staring at Michelle with bugged out eyes awaiting an answer.

MICHELLE (CONT'D)

He retired today.

(CONTINUED)

CONTINUED: (2)

MOLLY

Today?! You said he was retiring Friday.
Today's Wednesday. I move in Thursday.
This isn't possible. You can't let this
happen!!

MICHELLE

It's not that bad.

Molly gives Michelle a 'don't shit me' look.

MICHELLE (CONT'D)

OK, maybe it is, but I'll figure it out.
Don't I always?

MOLLY

You realize if you don't I'll make your
and John's life a living hell, as only I
know how.

MICHELLE

Yes, quite aware.

Molly spots a dress that reeks sweet little old lady. The same woman who snagged the purse puts her hand on the dress. But Molly's not about to be bested again. The two women have a bit of a tussle over the item. Molly is victorious.

Michelle has gathered a couple of items as well for Molly to try on.

A LARGE OPEN DRESSING ROOM

The room is filled with older women admiring themselves in the mirrors that fill the room. The women are primping and fussing like teenage girls.

MOLLY (O.S.)

Well, what do you think?

Molly looks like she stepped out of the fashion pages of a Senior Life magazine.

MICHELLE

Grandma.

Molly twirls around. Michelle makes a closer inspection.

MOLLY

I'll say this much, it's more comfortable
than low ride jeans that only look cool
with a thong, or no, underwear.

(CONTINUED)

CONTINUED: (3)

Molly's just described Michelle's outfit, and at present Michelle's wrestling with the string riding up her butt.

The girls spot the Woman who grabbed the purse Molly wanted. Michelle skillfully pinches it from the woman's basket as they head for the checkout.

INT. SPECIAL EFFECTS STUDIO - DAY

The hideous head of a werewolf stares unmercifully, blood dripping from its jaws. A severed head lays on the floor below, eyes bulging in frozen terror.

MICHELLE (O.S.)

That's awesome, Angus.

Angus, mid-twenties, a beatnik looking guy with long strawberry blond hair in dreds, picks up the head.

ANGUS

It's for some commercial horror film about people tormented by some bullshit serial killer who tricks his victims into killing themselves or each other.

MICHELLE

Personally, I prefer classic gore. You know, *Friday The 13th*, *Halloween* or *Nightmare on Elm Street*.

ANGUS

Me too. Nothing like heads getting hacked off left and right to get your girl to snuggle up nice and close.

Angus goes for a high five to which Michelle readily complies.

MOLLY

OK, Siskel and Ebert, could we focus on the issue at hand...me.

Michelle's fussing with herself, her back turned. She spins around.

MICHELLE

What do you think?

Michelle's stuffed her bra with some of Angus' prosthetics to make herself look like she's got D-sized breasts.

(CONTINUED)

CONTINUED:

ANGUS
(pulling at his collar)
Did it suddenly get hot in here?

MOLLY
You could poke someone's eyes out with those things.

MICHELLE
Yeah, cool, huh?! I can't decide if I should spend my hard-earned money on a new car or boobs.

ANGUS
My vote is for the boobs.

MOLLY
The two of you are kidding, right?

MICHELLE
Hey now, don't go preaching on me. Just because you were born with natural big ones doesn't mean I can't help mother nature out.

Angus is nodding his head in agreement admiring Molly's assets while Michelle rearranges her "chest". Self conciously, Molly crosses her hands over her somewhat ample bosom.

MICHELLE (CONT'D)
Hell, if I get them this big I can probably get John to work double time to buy me a new car. New boobs, new boob-a-tude.

MOLLY
Boob-a-tude?

ANGUS
(smiling)
Oh yeah...I dig it.

Michelle pulls out one of the fake boobs and playfully tosses it at Molly. It hits Molly in the head.

MOLLY
You're too much.

Molly tosses the synthetic boob back at Michelle.

MICHELLE
(smiles sexy)
So I've been told.

(CONTINUED)

CONTINUED: (2)

MONTAGE of Angus MAKING MOLLY OVER

--A latex mold being made of Molly's face.

--Molly trying on various wigs.

--Molly squirming into and out of body padding; hips, tummy, sagging breasts.

--Michelle trying on a variety of fake boobs -- Angus raising an eyebrow a la John Belushi in the film classic *Animal House*.

--Angus expertly fixing the mold on Molly's face.

--Michelle amusing herself trying on assorted sexy looking wigs and accessories.

--Angus putting some final touches on Molly, her face hidden to the camera.

END MONTAGE

MOLLY

So what do you think?

Molly spins around -- The transformation is amazing. Molly no longer looks like a young woman, she looks something like Betty White in "*The Proposal*." Molly walks to a full size mirror. She can't stop staring at herself.

MOLLY (CONT'D)

I look so, so...well...

MICHELLE & ANGUS

(in unison)

Old.

ANGUS

I did an artistic interpretation of how I imagine you'll look in your early eighties.

Molly is fixated on the mirror...or rather at the imagine of this other older woman staring back at her. It's all more than a bit surreal. Michelle comes to stand beside her and puts her arm around her.

MICHELLE

Chica, you're going to fit in at Happy Valley like chocolate does...well, with everything!

EXT. HAPPY VALLEY HOME FOR SENIORS - MORNING

A close up on a pair of sensible SHOES walking up the stairs to a building. We see it's the Entrance to Happy Valley. The SHOES abruptly stop.

With a slow scan up from the shoes, to the orthopedic hose, we find our 'girl' 'Rachel' clad in her old lady get up. She takes a deep breath, throws her shoulders back and heads purposefully into the building.

Just as 'Rachel' enters the building, Desmond turns a corner and bounds up the stairs into Happy Valley as well.

CUT TO:

INT. HAPPY VALLEY - ADMINISTRATION BUILDING - MORNING

'Rachel' is leaning against a wall composing herself. Her eyes are closed and she's mumbling under her breath.

MOLLY

Come on, you can do this.

'Rachel' takes several deep breathes like a pregnant woman at Lamaze class.

MICHELLE (O.S.)

Talking to yourself already?

'Rachel' jumps. Her purse falls with a clatter to the floor. Items scatter all over the floor.

MOLLY

Don't sneak up on me like that.

MICHELLE

So I'm thinking you're just a little bit nervous?

'Rachel' bends to pick up her purse and puts back inside the assorted things that fell out.

MOLLY

Yeah, like Kim Kardashian is just a little bit of a media whore.

Michelle picks up a packet of BIRTH CONTROL.

MICHELLE

(laughing)

Careful Mol, or you're going to blow your cover and John said if I take you back, he's out.

(CONTINUED)

CONTINUED:

MOLLY

Maybe I should screw up for your own good.

MICHELLE

Don't get bitchy, it's not attractive with a woman your age.

Michelle plants her hands firmly on 'Rachel's' shoulders and spins her face forward so together they're standing side by side in the imposing front entrance hallway of Happy Valley.

MICHELLE (CONT'D)

Come on, Ms. Stickle doesn't like to be kept waiting...especially when it's close to her feeding time, which is just about always.

The two head off down the hall.

EXT. ADMINISTRATION OFFICE - MORNING

The girls stop in front of a door clearly marked "Administration Office". 'Rachel' pokes her head in. She's intimidated at the sight of Ms. Stickle who bears a striking resemblance to a larger, more muscular version of Frau Blucher in *Young Frankenstein*; picture Arnold Schwarzenegger as a woman, in a bad mood, with several large moles.

MOLLY

Good Lord, does she stop trains with her bare hands or her mouth?

MICHELLE

You are the ultimate drama queen, but that was remotely amusing.

MOLLY

(taking a deep breath)
All right fine, let's do it. If I go to jail at least I won't have to worry about paying rent.

MICHELLE

That's the spirit. Now get in there.

MOLLY

(taking an even deeper breath, so much so she nearly starts gagging)
Fine. (amid gasps)

Michelle opens the door wide. 'Rachel' is standing motionless, staring directly at Ms. Stickle. Michelle literally pushes her friend into the office.

INT. ADMINISTRATION OFFICE - MORNING

'Rachel' trips over her own feet as she's entering the room, nearly stumbling ass over end. Ms. Stickle looks up clearly annoyed by the disturbance, a sour look on her face.

Flustered, but doing her best to think on her feet, 'Rachel' enthusiastically points at her shoes.

MOLLY

(in her best old lady voice)
Just got me some Hush Puppie walkers,
pretty snazzy, eh! But the gout's acting
up, so I'm even clumsier than usual, but
a young woman like you wouldn't
understand. Now if one of you kids would
help me adjust my Velcro straps?

Miss Stickle looks up and eyes 'Rachel' suspiciously. No one's called her a 'young woman' in probably near 30 some odd years.

Michelle quickly intervenes, and whispers to 'Rachel' as she bends to re-adjust the Velcro straps on 'Rachel's' shoes.

MICHELLE

Cool it Grandma. Take it down a notch, or
you'll get us both booted.

Michelle stands up and takes 'Rachel' by the arm. She walks her to the front of Ms. Stickle's desk.

MICHELLE (CONT'D)

Ms. Stickle, I'd like you to meet Mrs.
Rachel George, Happy Valley's newest
resident.

'Rachel' smiles nervously at Ms. Stickle.

MS. STICKLE

(like a drill Sergeant and directed to
them both)
Sit.

Like an obedient dog, 'Rachel' drops into a chair in front of Ms. Stickle's desk, Michelle takes the seat next to her.

MOLLY

A pleasure to meet you, Miss Stickle.

MS. STICKLE

(stony)
Ms. not Miss Stickle. Your papers.

(CONTINUED)

CONTINUED:

MOLLY

Excuse me?

MS. STICKLE

Your admission papers. This is the admission office. Your purpose for being here, yes?

Ms. Stickle raises an annoyed eyebrow and thrusts out her meaty, mannish hand. "Rachel" scrambles with her over-sized old lady handbag. Ms. Stickle is clearly peeved having to wait. After what seems an eternity, but is more like 5 seconds, "Rachel" hands over the completed forms along with her fake ID. Ms. Stickle quickly flips through the papers. One hurdle safely executed.

MS. STICKLE (CONT'D)

(annoyed)

Where are your medical forms?

"Rachel" looks at Michelle nearly apoplectic.

MOLLY

(her voice nearly cracking)

Medical forms?

Michelle glances up casually at the clock on the wall.

MICHELLE

Ms. Stickle, isn't it time for your coffee break?

Ms. Stickle glances at the clock and then suspiciously at Michelle.

MS. STICKLE

Yes.

MICHELLE

I could handle processing Mrs. George, if you like.

Ms. Stickle looks unsure.

MICHELLE (CONT'D)

I need to assume more responsibility, and watching you motivates me to do more.

Ms. Stickle gets a haughty look on her face.

(CONTINUED)

CONTINUED: (2)

MS. STICKLE

Hmph. Well, it's nice to see someone appreciate my efforts for a change.

Ms. Stickle pauses.

MS. STICKLE (CONT'D)

But I'm not sure you're ready.

MICHELLE

The Cook just finished baking fresh apple and blueberry pie.

'Rachel's' practically holding her breath.

MS. STICKLE

(nearly salivating)
Well, I suppose you do need to learn sometime.

With a bit of difficulty, Ms. Stickle stands, she's as large as a house.

MS. STICKLE (CONT'D)

I am ravenous. I haven't eaten since breakfast.

We see the time on the clock. It's 9:52AM. Ms. Stickle walks to the door.

MS. STICKLE (CONT'D)

See you later, Ms. Stickle.

Michelle gives a little wave. Ms. Stickle looks back over her shoulder. There is definitely doubt on her face. Her belly GROWLS. Hunger wins...she exits.

'Rachel's' shoulders visibly collapse in relief.

MOLLY

Are you trying to put me in an early grave?

MICHELLE

Well, you are at the right place.

MOLLY

How could you not tell me about the medical forms?

MICHELLE

And miss out on the opportunity to see that look of complete and utter frozen terror on your face?

(CONTINUED)

CONTINUED: (3)

MOLLY

That was close, too close.

MICHELLE

Get used to it...the adventure has just begun.

'Rachel' looks out the window at the beautiful surroundings, and at the elderly folks milling about...just what has she gotten herself into?

EXT. EXAMINATION WAITING ROOM - LATE MORNING

Michelle and 'Rachel' enter the waiting area of the examination room.

MICHELLE

Don't be nervous. Dr. Harrison's a sweet old man and nearly blind, that's why he's retiring. Anyway the medical's just a routine formality.

MOLLY

Yeah, if you're old. I'm not! Nothing's routine for me. If I pull this off, I really am a great actress.

'Rachel' nervously paces the room.

A NURSE opens the door.

NURSE

Mrs. George, Dr. Apple will see you now.

Michelle freezes. Molly notices and hisses under her breath.

MOLLY

Why does your face look like that? I don't like when your face looks like that.

MICHELLE

(Whispering)

Dr. Apple's the hot young guy I wanted to set you up with, you're supposed to be seeing the very old and nearly blind Dr. Harrison.

Molly genuinely looks like she's going to faint.

NURSE

Are you OK?

Michelle gives 'Rachel' an encouraging pat on the back and puts her arm around her.

(CONTINUED)

CONTINUED:

MICHELLE

Ms. George is feeling a bit dizzy from
all the excitement.

'Rachel' looks like she's about to pass out.

MOLLY

The old ticker's not what it used to be.
Then again what is, eh!

With Michelle practically dragging her, 'Rachel' lumbers into
the examination room.

NURSE

Sorry Michelle, you know you can't go in.

Molly look helplessly at Michelle. Michelle looks at her
friend sympathetically but shrugs.

MICHELLE

I'll be back soon as your examination is
done.

MOLLY

(under her breath)
If it takes forever I'll get even with
you.

Ominously the door to the exam room shuts.

INT. EXAMINATION ROOM - late morning

'Rachel' looks around the cold, clinical room. She looks
like a helpless kitten, OK, a really old helpless kitten.

NURSE

Please take off your clothes and change
into the gown on the chair.

'Rachel' looks at the skimpy gown draped on the chair in the
corner of the room.

MOLLY

That drafty thing? Must I?

NURSE

(perfunctory smile)
It would make the doctor's job much
easier.

'Rachel' adjusts her breasts and rests her hand on her hip as
if in pain.

(CONTINUED)

CONTINUED:

MOLLY

You don't really want to make me take off several layers of girdles and support hose just to get my blood pressure taken, do you? Won't you take pity on an old woman?

The Nurse breathes a deep sigh. She's heard it before, and at least several hundred times at that.

NURSE

(not exactly sympathetic)
That's up to the doctor Ma'am. Please wait here, he'll be in shortly.

The Nurse exits.

'Rachel' picks up the gown, makes a face and drops it back on the chair. She then jumps up on the examination table and swings around to look out the window. She sees two old women, they look familiar. They're hurrying away from an old man. We hear softly in the BG the Monkees theme song. Rachel leans forward too far and one of her 'breasts' pops out of her support bra. As she bends to pick it up she loses her balance and falls unceremoniously to the floor.

As 'Rachel's' getting up, the door OPENS. It's none other than Desmond. Molly looks at him -- or rather stares bug eyed. Totally flustered, 'Rachel' once again tumbles to the floor, attempting to hide her 'breast' that she's yet to maneuver back in place.

MOLLY

I fell.

DESMOND

(a big sincere smile)
I see. Can I help you up?

Desmond reaches to help 'Rachel' stand. Rachel has one arm to her chest hiding her breast mishap.

DESMOND (CONT'D)

I'm Dr. Apple, but you can call me Desmond.

Desmond reaches out to take 'Rachel's' hand. Nervously 'Rachel' obliges, still keeping her other arm to her chest.

MOLLY

My friends call me Mol...I mean Rachel.

(CONTINUED)

CONTINUED: (2)

With a smile that could thaw even The Terminator's heart, maybe.

DESMOND
Rachel it is.

'Rachel' clears her throat and fidgets with her collar, still holding her arm.

DESMOND (CONT'D)
Everything OK?

MOLLY
Huh? Oh yessirey. Old tennis injury. Nothing Ben-Gay and maybe a nip of whiskey won't fix. I used to be quite the athlete. You should have seen me in my twenties! (nervous laugh)

Desmond reaches out STETHOSCOPE in hand --

A TIGHT shot on the stethoscope

A TIGHT shot on 'Rachel's' EYES -- a deer caught in headlights.

DESMOND
No need to be afraid. This is as easy as falling out of bed.

The DOOR FLIES opens. Dr. Harrison BURSTS into the room. Rachel uses the distraction to stuff her 'breast' into her bra.

DR. HARRISON
What the devil are you doing with my patient?!

Picture an indignant John Cleese in classic form.

DESMOND
Your patient?

DR. HARRISON
Yes, my patient. Do you have a hearing problem?

DESMOND
No, but I thought you retired?

DR. HARRISON
Well I haven't. And if you don't mind I would appreciate your leaving.

(MORE)

(CONTINUED)

CONTINUED: (3)

DR. HARRISON (CONT'D)

I believe I can handle a routine physical examination. Thank you very much.

Dr. Harrison walks to the door and opens it widely, and with a theatrical swing of his arm, indicates that he expects Desmond to take his leave.

Desmond starts to say something but Dr. Harrison is so piously holding his head back Desmond re-thinks his decision and makes his exit.

DESMOND

(under his breath)

It is just a routine exam.

The DOOR closes.

Dr. Harrison smiles officiously at Rachel, lowering his spectacles down his nose, his back so rigid it looks like he literally has a stick up his you know what.

Rachel's back up on the doctor's table clearly overwhelmed by the exchange. He walks to stand beside her.

DR. HARRISON

Now, what seems to be the problem?

MOLLY

I don't have a problem.

DR. HARRISON

(annoyed)

Then why are you wasting my time? I'm a busy man you know.

MOLLY

Umm...it's my first day at Happy Valley.

He looks at her blankly. She looks back as wide eyed as her 80-plus makeup will allow.

MOLLY (CONT'D)

I was told I need a routine exam to become a resident.

DR. HARRISON

Ahh, yes. So you do. I knew that, yes.

Dr. Harrison starts flipping through Molly's paperwork trying to look important, but appearing more so flustered.

(CONTINUED)

CONTINUED: (4)

Rachel's 'breast' pops back out. She goes to unhook her bra but then decides against it. She looks frantically about the room -- zoning in on the trash can in a corner. She rips out her other 'breast' and stuffs the pair into the trash bin just as Dr. Harrison looks up from the paperwork.

Dr. Harrison looks curiously at Rachel. She smiles back innocently.

DR. HARRISON (CONT'D)
Your breathing awfully loud.

MOLLY
Breathing exercises, keep me young!

'Rachel' makes an exaggerated inhale.

Dr. Harrison takes a pen from his coat breast pocket. He tries to write...nothing. He shakes the pen and tries to write again. He goes to throw the pen in the trash can.

MOLLY (CONT'D)
(emphatic)
No!

DR. HARRISON
What?

MOLLY
I collect those.

DR. HARRISON
You collect dried up old pens?

MOLLY
Yes.

Dr. Harrison looks at her quizzically.

MOLLY (CONT'D)
Why's that any stranger than collecting stamps? At least no one's slobbered all over them.

Dr. Harrison nods his head, she does have a point. He hands her the pen.

MOLLY (CONT'D)
Thank you.

'Rachel' sticks the chewed up pen in her pocket.

Dr. Harrison comes close, too close, and pulls out his stethoscope. 'Rachel's' practically holding her breath.

(CONTINUED)

CONTINUED: (5)

'Rachel's' shirt is hanging loose. Without warning Dr. Harrison sticks his cold hand up her back. Rachel jumps, causing Dr. Harrison to make a most peculiar smile.

The doctor moves his hand from one spot to the next, a wee bit too slowly, all the while Molly's squirming like a cat in a bag.

DR. HARRISON
You have unusually soft, firm skin.

'Rachel's' not sure if she should be flattered or creeped out, but she manages an uncomfortable smile.

DR. HARRISON (CONT'D)
Exhale.

'Rachel' exhales.

DR. HARRISON (CONT'D)
Inhale.

'Rachel' inhales.

DR. HARRISON (CONT'D)
And exhale.

'Rachel' exhales.

DR. HARRISON (CONT'D)
You really do have lovely skin.

Now Rachel knows she's creeped out but it seems his fascination with her soft skin is distracting him from her 'unusual' good health for a woman 'her' age.

Dr. Harrison wraps the blood pressure gauge around 'Rachel's' arm and pumps it. He looks incredulously at the reading and goes to clean his glasses.

DR. HARRISON (CONT'D)
Only 110 over 75. That's quite impressive.

MOLLY
Amazing what vitamins and regular exercise can do.

Dr. Harrison looks a bit dubious but can't be bothered taking it any further.

DR. HARRISON
Let's check those reflexes.

(CONTINUED)

CONTINUED: (6)

Dr. Harrison takes 'Rachel's' calf in his hand. He taps her knee. 'Rachel's' reflexes, needless to say, are fine.

DR. HARRISON (CONT'D)
Someone's tip top and ship shape, eh what.

MOLLY
Then are we all done here?

DR. HARRISON
All done...unless you want to give me your phone number.

MOLLY
Excuse me?

Dr. Harrison winks. Molly turns her ahead, looking as if she's going to gag.

MOLLY (CONT'D)
(coily)
Now doctor, I don't want the other ladies getting mad at the new 'girl'.

DR. HARRISON
Yes, well that does make sense.

Dr. Harrison winks at Rachel as heads for the door.

Dr. HARRISON (CONT'D)
You know (dramatic pause), I too have soft skin.

He turns to look back at 'Rachel'. Rachel gives a little wave. Finally Dr. Harrison exits the exam room. 'Rachel' heaves a great sigh and collapses on the examination table.

EXT. OLYMPIC SIZED SWIMMING POOL - LATE MORNING

'Rachel' and Michelle are approaching the pool. They're talking about Dr. Harrison.

MOLLY
I can't believe that old perv just examined me.

MICHELLE
I can't believe you pulled it off.

'Rachel' slaps Michelle's arm just as Miss Lizzy comes walking up.

(CONTINUED)

CONTINUED:

MISS LIZZY

Pulled what off?

The girls look at one another, mildly panicked.

MICHELLE

Rachel, I'd like you to meet Miss Lizzy.

The women say their hellos.

MISS LIZZY

Well, good to meet you Rachel. I'd better be going. I promised Sadye I'd meet her at the pool. You coming?

MICHELLE

In a minute.

MOLLY

What the hell am I doing? I nearly shit my pants when Desmond walked into the examination room, and Miss Lizzy is the kooky old lady who was jonesing for split pea soup.

MICHELLE

Huh?

MOLLY

Never mind. I just don't think I can do this.

MICHELLE

(serious)

You've got to, cause girlfriend you've run out of options!

The girls have reached the side of the pool. Sadye, in a colorful swimsuit and matching swim cap, breast strokes over to the side of the pool.

SADYE

Who's your friend?

Michelle nudges 'Rachel'.

MICHELLE

Sadye, I'd like you to meet Rachel George.

Sadye extends her dripping wet hand as she gives Molly a serious once over.

(CONTINUED)

CONTINUED: (2)

SADYE

Good to meet you.

'Rachel' leans down and is about to shake Sadye's hand when she abruptly freezes. 'Rachel' recognizes Sadye as the other old woman from the restaurant.

SADYE (CONT'D)

Surely I don't look that shocking in a swimsuit, do I?

MOLLY

(still staring)

Hmmm? Sorry, umm...hot flash...and don't call me Shirley!

SADYE

Hot flash? I haven't had one of those since Bush, Senior that is, was in office. But I like your sense of humor, you should fit right in. Leslie Nielson is one sexy piece of meat!

'Rachel' laughs nervously and once again leans forward to shake Sadye's hand. Her wig comes loose. In her rush to stop the wig from coming off, she loses her footing and wipes out on the wet cement.

Sadye jumps out of the pool to help Michelle, help Molly up.

SADYE (CONT'D)

You OK, Rachel?

'Rachel' brushes herself off, trying to casually readjust her wig.

SADYE (CONT'D)

Don't worry I'll keep your secret.

'Rachel' and Michelle look worriedly at one another.

SADYE (CONT'D)

Don't think twice, lots of the ladies -- and most of the men here wear 'em.

Sadye pats her bathing cap.

SADYE (CONT'D)

Now me? Mine is all natural. Well, I do get a little help from Miss Clairol.

There's awkward silence.

(CONTINUED)

CONTINUED: (3)

SADYE (CONT'D)

So, what's your favorite card game?

'Rachel' has a blank look on her face.

SADYE (CONT'D)

Cards, old girl. What's your favorite game; bridge, hearts, gin..?

MOLLY

Gin, I suppose.

SADYE

Well, come to the recreation room this afternoon and you can meet the gang. I hope you're good, I could use some 'real' competition for a change.

MOLLY

I have to unpack.

SADYE

You can do that anytime. Don't be old before your time, eh!

'Rachel' looks pleadingly to Michelle for some help.

MICHELLE

Come on Mrs. George, let me take you to your room. You've got a lot to do today.

SADYE

(with authority)

Don't forget, 4:00pm, the rec room. I expect to see you there.

Like the most popular girl in high school, Sadye turns and jumps back in the pool.

INT. MOLLY'S ROOM AT HAPPY VALLEY - DAY

The room is sparse but homey. 'Rachel' walks around poking into every corner.

MOLLY

This is nice.

Michelle jumps onto 'Rachel's' bed and makes herself comfortable.

(CONTINUED)

CONTINUED:

MICHELLE

Finally a place to take a real nap.

MOLLY

Glad you're thinking about me.

Michelle stands.

MICHELLE

OK, little Miss ungrateful, time to introduce you to more people and show you the rest of this place.

'Rachel' shakes her head no.

MICHELLE (CONT'D)

They don't bite...Hell, half of 'em don't even have their own teeth.

Michelle grabs one of 'Rachel's' old lady sweaters and tosses it at her.

MICHELLE (CONT'D)

Come on, chica.

MOLLY

Fine, let's get this over with.

'Rachel' heads for the door. Michelle grabs her arm and stops her to tuck in a tuft of 'Rachel's' blonde hair peeking out from her wig.

EXT. DRIVING RANGE - LATE AFTERNOON

Desmond and Rigby are wearing khakis and polo t's.

RIGBY

So did you finally hook up with, what's her name..the chick from the diner?

DESMOND

Molly, her name's Molly. I went by - twice, but she wasn't working.

RIGBY

So go back again - and leave a message if you miss her again.

DESMOND

I don't know, Rig.

(CONTINUED)

CONTINUED:

RIGBY

Look it's been over a year now. It's time to get back out there. You can't hide at that old age home forever.

DESMOND

I'm not hiding. These folks need me and I'm comfortable around them.

RIGBY

We'll unless you're planning on hooking up with one of them, stop being such a pussy and get laid already.

Desmond picks up his golf club and hits a slice off into the woods.

INT. RECREATION ROOM - LATE AFTERNOON

Card games are in progress all about the room. Sadye sees 'Rachel' and Michelle enter and waves for them to come over.

MICHELLE

I have to get back to work.

MOLLY

(forlorn)
Don't leave me.

MICHELLE

You'll be fine, I gotta go. Ms. Stickle awaits, and that's one chica even I'm too scared to piss off.

Michelle does a quick about face, leaving 'Rachel' standing alone in the doorway. Molly stands frozen in her spot. Molly could swear she hears the Monkees theme song.

MAN (O.S.)

(Sardonically)

You going to move, or do you need me to call for help?

'Rachel' turns, it's the man we saw earlier that Sadye was avoiding, MAXWELL, with a really bad toupee and a scowl, he does not exactly have what you'd call a friendly face.

MOLLY

Sorry.

Maxwell manages a grunt of sorts, walks around 'Rachel', and starts over towards Sadye's table, 'Rachel' follows. They reach the table at the same time. Sadye smiles at 'Rachel'. Maxwell looks annoyed.

(CONTINUED)

CONTINUED:

SADYE

(to Molly)

Glad you could make it. Sit.

Sadye looks at Maxwell scornfully.

SADYE (CONT'D)

Well, what are you waiting for, an invitation from the Queen?

MAXWELL

Don't mind if I do.

Maxwell pulls out a chair and takes a seat. Miss Lizzy has a Cheshire-like cat smile on her sweet face.

CARD TABLE

MAXWELL (CONT'D)

(Confrontational)

Who are you?

MOLLY

Rachel George, I just...

SADYE

(cutting Molly off)

Who "She" is is none of your business.
(turning to 'Rachel') Just ignore him,
he's had a stick up his butt since Nixon
left office.

MAXWELL

If that's not the pot calling the kettle
black.

MISS LIZZY

Now settle down both of you. Are we here
to play cards or to watch you two bicker?

Maxwell and Sadye each cross their arms over their chests and Humph one another. Then almost if on cue, Maxwell and Sadye grab for the deck of cards at the same time. Maxwell defers begrudgingly and lets Sadye have the deck. Miss Lizzy and 'Rachel' share a smile.

MISS LIZZY (CONT'D)

(to Molly)

So dear, are you from around here?

MOLLY

I moved here a couple of years ago.

SADYE

You have family here then?

(CONTINUED)

CONTINUED: (2)

MOLLY

No, they're all in Florida.

MAXWELL

Where in Florida? Back when I lived in Schenectady one of my buddies from the army moved to Florida. I think it was Deerfield. No, maybe it was Clearwater. Well, anyway...

SADYE

(cutting him off)

How many times do I have to hear that story? It wasn't even interesting the first time.

MAXWELL

Humph. Well maybe Rachel would like to hear it.

Sadye and Maxwell's eyes are trained on 'Rachel'. Before 'Rachel' can answer, Lizzy chimes in.

MISS LIZZY

So why Los Angeles?

MOLLY

To be an actress.

A 80-plus year old woman moving to LA to be an actress? That has the curiosity of the group aroused.

SADYE

An actress?

MOLLY

Better late than never, I always say. Haven't you ever heard of Grandma Moses? Hell, what about John McCain!

SADYE

I like your spirit, Rachel.

MOLLY

Really? Thank you.

'Rachel' positively lights up when she looks over to see Desmond's at the table.

DESMOND

You folks going to the Mall?

(CONTINUED)

CONTINUED: (3)

MOLLY

Mall?

MAXWELL

They take us to the Mall every Wednesday.
Couple of weeks ago I saw Tom Cruise at
the mall.

SADYE

It wasn't Tom Cruise you ninny, it was C.
Thomas Howell.

MAXWELL

Who the hell is C. Thomas Howell? I
never heard of him.

SADYE

Nobody has, but that's who it was.

Miss Lizzy and 'Rachel' are silently observing Sadye and
Maxwell's bickering.

MAXWELL

Well, whoever the hell it was I got a
picture of myself with him.

A bell BUZZES.

MISS LIZZY

Thank Goodness, dinner time.

The foursome all put down their cards and make ready to head
for dinner.

INT. CASTING AGENT'S OFFICE - DAY

'Rachel's' seated with a group of older women at the same
casting agent's office that we saw her at previously as her
real self. The same effeminate casting assistant theatrically
swishes out and calls her name.

CASTING ASSISTANT

Rachel George...Rachel George?

'Rachel's' reading a magazine and forgetting that that's her
alias, doesn't respond.

CASTING ASSISTANT (CONT'D)

(clearly annoyed)

I swear this is the last call for Rachel
George.

Molly jumps up out air with such gusto she causes a number of
the other women around her to drop their knitting and papers.

(CONTINUED)

CONTINUED:

MOLLY
I'm here. That's me, I'm Rachel George.

CASTING ASSISTANT
(still utterly annoyed)
Good for you. Follow me please.

The casting assistant as exaggerated as possible, sashays into the same office as before.

MOLLY
(under her breath to herself)
I'm sure glad he didn't say "walk this way".

CASTING ASSISTANT
Did you say something?

MOLLY
Just practicing my lines.

Haughty, the boy goes back to his practiced runway walk into the office.

INT. CASTNG OFFICE - DAY

The same bored Casting Agent is staring down at a list.

CASTING AGENT
Headshot.

Before 'Rachel' can hand over her phony resume, the Casting Agent snaps it out of her hand. He looks up slowly giving 'Rachel' the once over.

CASTING AGENT (CONT'D)
My, my. You've been in plays in London and New York and you studied at the Royal Academy, very impressive.

MOLLY
Thank you.

CASTING AGENT
(animated)
You must know Julia Shaw.

MOLLY
(nervous)
Julia Shaw?

CASTING AGENT
Just the most delicious character actress who ever graced the London stage.

(CONTINUED)

CONTINUED:

MOLLY
 (bluffing it for all she's
 worth)
 Oh, you mean Jules.

The Casting Agent leans forward clearly waiting for 'Rachel' to go on.

MOLLY (CONT'D)
 Yes, yes. Jules and I go way back. I've known her since before you had a single hair on your chest.

The Casting agent sticks his hand into the top of his shirt and twirls a strand or fifty.

MOLLY (CONT'D)
 (winking)
 And of course that was only mere years ago.

'Rachel' and the Agent share a bawdy laugh. She's got him on side!

CASTING AGENT
 (eating it up, hook, line and sinker)
 So what are you doing going up for a commercial?

MOLLY
 Is it all right if I call you Howard?

The Casting Agent, HOWARD, nods his head affirmatively.

MOLLY (CONT'D)
 You know what it's like for actresses over forty these days Howard, and dear, when I was forty, Hershey bars didn't even cost a nickel, if you know what I mean!

Howard's nodding his head in gung ho agreement, completely vamping, hands everywhere.

HOWARD
 Amen sister! In a couple of years, once you've hit puberty they'll be saying you're over the hill.

'Rachel' nods her head knowingly.

HOWARD (CONT'D)
 Well I'm honored to have an actress of your caliber in for a reading.
 (MORE)

(CONTINUED)

CONTINUED: (2)

HOWARD (CONT'D)

If you don't mind, I'd like you to read lines with my assistant Jeff.

'Rachel' nods her head. Howard claps his hands. Jeff scurries.

DISSOLVE TO:

Howard and Jeff are clapping enthusiastically. Howard's dabbing with a tissue at an actual tear rolling from his eye.

HOWARD (CONT'D)

My God, that was wonderful, just wonderful. I can't tell you what a pleasure it is to work with a seasoned professional for a change. You should see some of the twitty twenty-something's I have to deal with day-in and day-out.

Howard takes 'Rachel's' hand and gives it a kiss. 'Rachel' has the most wickedly triumphant smile on her face.

INT. DELICATESSEN - EVENING

There's a lull and the restaurant is quiet. Molly is standing at the counter filling sugar containers.

Desmond walks in and spots Molly. He takes a deep breath and makes his way over.

DESMOND

Hi.

Startled, Molly turns to see Desmond. A broad smile crosses her face.

MOLLY

Hi.

They both stand silent, smiling at one another.

MOLLY (CONT'D)

So where's your side kick?

Desmond looks at her confused.

MOLLY (CONT'D)

The guy you were with the other day.

DESMOND

Ah Rigby. Off chasing poor unsuspecting women.

(CONTINUED)

CONTINUED:

They both smile at desmond's attempt at humour, then again uncomfortable silence. Molly resumes pouring the sugar while talking to Desmond.

MOLLY

Can I get you something? Coffee? A sandwich?

DESMOND

I was wondering if you'd like to go out?

Caught off guard by the invitation, Molly pours sugar all over the counter. Desmond points to the mess she's making on the counter. Slightly embarrassed, Molly stops pouring.

MOLLY

I'd love to...

Desmond smiles.

MOLLY (CONT'D)

...But I can't.

Desmond looks at her questioningly. At a loss for an explanation, Molly says no more.

DESMOND

Yeah, sure. Well, maybe I'll see you around sometime.

Molly smiles lamely. Desmond glumly turns to go. Sadly, Molly watches him leave.

INT. HAPPY VALLEY DINING ROOM - DAY

Sadye, Miss Lizzy and 'Rachel' are eating their lunch. 'Rachel's' cell phone rings.

MOLLY

Hello. (pause) Howard what a pleasure. (eyes go big) Oh my God, that's wonderful. William Shatner? Thank you so much. Yes, I'll see you then. Thank you.

'Rachel' flips close her cell phone. She's positively glowing.

SADYE

What? What just happened? What about William Shatner?

(CONTINUED)

CONTINUED:

MOLLY

I got the commercial -- and it's a National!

SADYE

Oh Rachel, that's wonderful. And you get to cozy up to Captain Kirk. You are one lucky girl.

MISS LIZZY

Oh my, yes. And a national...what's a National?

'Rachel' giggles. Sadye and Miss Lizzy laugh with her.

EXT. MALIBU - WESTWARD BEACH - MORNING

MONTAGE

-- A commercial crew is gathered. It's a beehive of activity.

-- A trailer off to the side has a large star on its side -- printed grandly inside the star it proclaims "SHATNER."

-- William Shatner exits the trailer. A MAKE-UP GIRL is trailing after him combing the back of his hair.

-- Shatner walks over to the DIRECTOR and shoos the Girl away.

-- 'Rachel' is introduced to Shatner. Shatner looks at her with a scrutinizing eye.

-- They walk to their marks.

CUT TO:

-- The commercial is wrapping up. Shatner kisses 'Rachel's' hand.

END MONTAGE

EXT. BEVERLY CENTER - DAY

The vans pull up in front of the Mall. The old folks pile out and filter off in small groups.

SADYE

Come on Lizzy, get the lead out, let's go. (looks at 'Rachel') You too, girlfriend.

(CONTINUED)

CONTINUED:

Sadye, Miss Lizzy and 'Rachel' head off towards Macy's. 'Rachel' glances back at Desmond helping some of the less able Seniors into the Mall.

INT. MACY'S - DAY

Sadye, Miss Lizzy and 'Rachel' are at the front of the store. Sadye takes command.

SADYE

All right girls, spread out and we'll meet in the dressing room in 20 minutes.

MONTAGE

-- Sadye, Miss Lizzy, and Molly all head off in separate directions. We hear, Shaggy's "Hey Sexy Lady" playing in the background.

-- Miss Lizzy picks out an outfit. She looks over to Sadye for the verdict. Sadye gives her a thumbs down. Sadye grabs a brightly colored outfit and shows it to Lizzy. They both giggle. 'Rachel' goes to the half-priced rack looking a little uninterested. Suddenly something catches her eye and she grabs an outfit. Miss Lizzy looks over and smiles approvingly.

-- Three changing room doors are closed. The doors open one by one, and our ladies strut out onto the imaginary catwalk, parading their stuff and showing off their new outfits.

-- Sadye, in another new outfit, sneaks slyly up to the unoccupied cart of a much younger woman and snags a purse which compliments her new outfit nicely.

END MONTAGE

The trio are at the cash registers. All three are beaming like school girls. 'Rachel' looks outside to spot Desmond leaning on a railing.

MOLLY

I'll see you back at the van. There's something I have to do.

SADYE

Alright hon', see you later.

'Rachel' scurries to Desmond. Miss Lizzy, eyebrows raised, watches her go.

EXT. MACY'S - DAY

'Rachel' walks up to Desmond. He's lost in thought, day dreaming, he doesn't realize she's beside him until she taps his shoulder.

Desmond abruptly straightens up and turns to face 'Rachel'.

MOLLY
Penny for your thoughts.

DESMOND
Huh? Oh sorry, Just thinking.

MOLLY
That's one of my favorite pastimes. Was it about something -- or I'm guessing someone -- maybe a girl?

DESMOND
(avoiding the question)
How about an ice cream -- My treat.

MOLLY
I'd love one, but only if you let me treat.

Molly pulls out a small wad of cash and fans it playfully.

MOLLY (CONT'D)
(proudly)
I just got paid for my commercial.

DESMOND
Look at you. A woman of independent means, that's very sexy you know.

Could 'Rachel' be blushing? Gentleman that he is, Desmond holds out his arm. 'Rachel' wraps her arm in his and they head off towards the food court.

DESMOND (CONT'D)
So how are you liking Happy Valley?

MOLLY
It isn't what I expected.

DESMOND
How so?

MOLLY
Well I didn't think everyone would be so involved in everyone else's life.

(CONTINUED)

CONTINUED:

DESMOND

They're a special group, like family to me.

MOLLY

I can see that. I also see that you avoided my question.

DESMOND

(smiling)

I'm just trying to figure something out.

MOLLY

Women?

DESMOND

I give -- yes.

MOLLY

Why don't you tell me, I've been known to give some good advice in my time.

DESMOND

Well...

MOLLY

Come on, it'll be our secret. Cross my heart and hope to die.

'Rachel' crosses a finger over her heart and then crosses her fingers. Desmond can't stop himself from smiling.

DESMOND

I asked out this girl the other day...

MOLLY

(anxious)

Yes?

DESMOND

When I met her I was with my best friend. Usually the women go for him over me, but I thought this girl was into me. She cracked me up the way she shot him down. And I know I felt a connection.

MOLLY

Really? What did you feel?

DESMOND

I don't know, but there was definitely something, a spark. You know?

(CONTINUED)

CONTINUED: (2)

MOLLY

You're a great guy, Desmond. I'm sure she felt the same.

DESMOND

I thought so too until I asked her out. She shot me down quicker than, well...really quick.

MOLLY

(defensive)

I'm sure she had a reason.

DESMOND

You know, it's funny, she never really said no, she said she'd love to but then she got all weird and said she couldn't.

MOLLY

Maybe she has issues she needs to take care of.

DESMOND

Yeah, maybe. Anyway, enough with my problems.

Desmond and 'Rachel' have reached the ice cream store. They enter. Desmond walks over to the counter.

DESMOND (CONT'D)

What would you like?

MOLLY

Mint chocolate chip...cone of course.

DESMOND

That's my favorite too!

The kid behind the counter hands Desmond the two ice cream cones, Desmond hands one over to 'Rachel'. 'Rachel' hands the guy behind the counter a ten.

MOLLY

Keep the change.

Desmond and 'Rachel' "toast" with their cones.

MOLLY (CONT'D)

To love.

Desmond smiles and then both take bites from their cones.

INT. MICHELLE'S APARTMENT - EVENING

Molly's pacing back and forth.

(CONTINUED)

CONTINUED:

MOLLY

Oh, Michelle, it broke my heart listening to him talk about me.

John exits the kitchen sucking down a beer. He shuffles over to the sofa and plops himself down. Loulou jumps up and sits down beside him. John turns on the TV.

MOLLY (CONT'D)

Michelle, how am I going to get him? He thinks I'm 80 years old!

JOHN

Find out if *Harold and Maude* is one of his favorite movies and then remind him of all the discounts you get as a senior.

MOLLY

Is your name Michelle? (pause) and I resent the *Harold and Maude* inference, we're more like *The Graduate*.

John's stares blankly at Molly.

MOLLY (CONT'D)

You know, Anne Bancroft, Dustin Hoffman.

JOHN

Yeah, graduate from the class of 1922.

Molly throws a pillow at John. John grabs it before it hits his face, fluffs it and sticks it behind his neck.

JOHN (CONT'D)

Thanks.

Loulou rests her head on John's lap and he nuzzles her.

JOHN (CONT'D)

Actually, you're lucky.

MOLLY

(annoyed but curious)
How's that?

JOHN

Two things. One, you're not a bad lookin' chick. So ol' wonderboy probably wouldn't notice how annoying your personality is if he took you out.

(CONTINUED)

CONTINUED: (2)

MOLLY
(to Michelle)
You're a patient woman.

JOHN
Hey, I'm being serious here. All guys want the same thing. Nice ones just take a few more dates to admit it...But if you meet a girl you just wanna...

John jumps up, grabs the fluffed pillow and crudely demonstrates his humping skills.

JOHN (CONT'D)
...and then you realize you can actually talk to her too, chicks like that, like my Michelle, are hard to come by.

MICHELLE
(playfully sarcastic)
Didn't I tell you he was romantic.

Michelle takes a seat next to John and cuddles up beside him, kissing his neck.

MOLLY
(Disgusted)
What's the second thing.

JOHN
Every man loves the chase. The hunt baby, the hunt.

John pumps his fists in front of him and makes a "hoo yah" sound.

JOHN (CONT'D)
And you've made yourself a particularly tough catch, you little vixen. OK, ladies, it's football time. Doctor's office is closed for business. Buh bye.

Michelle playfully smacks him upside the head.

JOHN (CONT'D)
(playfully)
You'd better watch it there, woman.

Michelle and Molly head into the kitchen. Michelle grabs two apples out of the fridge and tosses one to Molly.

MOLLY
It was interesting in the Mall today.

(CONTINUED)

CONTINUED: (3)

MICHELLE

How's that?

Michelle takes a big bite out of her apple.

MOLLY

I went shopping with Sadye and Miss Lizzy.

MICHELLE

So?

MOLLY

I always thought when you got old, you know like over forty, for sure over fifty, you stopped caring what you looked like. But these women care just as much. It seems from the time you're old enough to go to the bathroom on your own -- until you need help going again, you care.

MICHELLE

I never really thought about it, but that sounds right.

MOLLY

Being old isn't as easy as it looks.

Molly takes a bold chomp out of her apple.

INT. RECREATION ROOM - MORNING

'Rachel' enters the room and looks from table to table. Everyone in the room is sorting pills.

SADYE

Rachel, over here.

'Rachel' walks over to Sadye and takes a seat. Sadye is seated with Lizzy and Maxwell.

Maxwell takes a plain plastic container out of his pocket. He carefully begins placing a myriad of pills on the table in front of himself.

Sadye has an elaborately decorated pill box and like Maxwell, is doing her own pill routine.

Miss Lizzy is sorting enough pills to choke a horse.

MAXWELL

Where are your pills?

(CONTINUED)

CONTINUED:

MOLLY
(thinking quickly)
Oh, I took them in my room.

Miss Lizzy has bent her face close to the table in search of something. Nope. She bends to look under the table. Nope nothing there either.

MISS LIZZY
Oh my. Now where's my blue one?

SADYE
Lizzy, you just took the blue one.

MISS LIZZY
I did? Oh my, so you're right. I swear I'd forget my head if it weren't attached.

MAXWELL
(chuckling)
That was pretty funny the time you forgot your wig.

Lizzy blushes. Sadye is quick to come to her defense.

SADYE
I swear Maxwell, you have no manners at all.

MAXWELL
What's your problem?

SADYE
You, you're my problem.

MAXWELL
You're one to talk. How about the time you made sure everyone knew that Vera forgot to put in her glass eye.

Amid Sadye and Maxwell's bickering, 'Rachel' manages to slip out. Miss Lizzy sneaks out after her.

EXT. - BABBLING TRANQUIL FOUNTAIN - EVENING

'Rachel's' sitting by herself, taking deep breaths.

MISS LIZZY (O.S.)
Is this seat taken?

(CONTINUED)

CONTINUED: (2)

MOLLY
(startled)
Huh? You sure are light on your feet.

Miss Lizzy smiles warmly as she sits down next to at
'Rachel'.

MISS LIZZY
I forget more and more these days.
Funny, I can't remember what I ate for
breakfast but I remember every moment of
my daughter's wedding forty five years
ago like it was yesterday.

MOLLY
I forget things all the time.

MISS LIZZY
Come now, a youngster like you? My
Alzheimer's didn't start getting bad
until I was nearly 80. But enough about
me. You and Dr. Apple looked awful cozy
the other day.

Miss Lizzy winks at 'Rachel'.

MOLLY
(caught off guard)
Huh?

MISS LIZZY
I might not be the brightest bulb in the
pack but I know what I see...even though
I might not remember it for very long.

Miss Lizzy giggles. 'Rachel' smiles back. Miss Lizzy pats
her on the hand.

MISS LIZZY (CONT'D)
Come now, let's go back inside. Those
two must be done bickering by now, or as
I call it, their love dance.

MOLLY
Lizzy, wait.

Miss Lizzy puts a straightened finger in front of her mouth,
making the universal sign for "shut your mouth".

MOLLY (CONT'D)
You don't understand.

MISS LIZZY
That's not important, so long as you do.

(CONTINUED)

CONTINUED: (3)

Miss Lizzy stands and heads back inside. 'Rachel' watches her wondering just what it is that she knows.

INT. DESMOND'S OFFICE -- HAPPY VALLEY - DAY

Desmond's sitting at his desk, making notations in a book.

There's a KNOCK at the door.

DESMOND

Come in.

'Rachel' enters the room. She's carrying a large plate covered with tin foil.

MOLLY

(with pride)

Mint chocolate chip cookies.

'Rachel' moves to stand beside Desmond. With a bit of ceremony she pulls back the foil.

MOLLY (CONT'D)

Tah dah!

DESMOND

Home made?

MOLLY

Isn't that the only kind?

Desmond takes a cookie from the plate and heartily digs in.

DESMOND

(with his mouth full)

These are wonderful.

MOLLY

I thought you might still need some cheering up.

DESMOND

I'm being stupid. I don't even know the girl. It probably wouldn't have worked out anyway.

Slightly panicked Molly responds a bit too passionately.

MOLLY

No, no. My female intuition tells me you shouldn't give up so easy. Some things need time to work themselves out.

(CONTINUED)

CONTINUED:

DESMOND

My best friend, who's quite successful with the ladies, always says that you only make a first impression once, and obviously I blew that, so it's time to cut bait and move on.

MOLLY

You young people are always in such a rush. Be patient. Enjoy the chase.

'Rachel' grabs a cookie from the plate.

MOLLY (CONT'D)

And in the meantime, chocolate makes the heart grow fonder...or is it the ass grow bigger?

'Rachel' winks and heads out of the office. Smiling to himself, Desmond picks up another cookie and eats it whole.

INT. BAR - NIGHT

Desmond is seated at a bar drinking a Bud. Rigby saunters over to Desmond. He's holding a cocktail napkin in one hand and a Dirty Martini in the other. He frisbees the napkin down onto the bar, revealing a girl's name and number.

RIGBY

Sooner or later quantity equals quality baby, and she's got a seriously cute friend. I'll do them both, opportunity permitting if you decline yet again.

Rigby looks over his shoulder and waves at two totally hot girls.

DESMOND

All yours.

RIGBY

You're not still thinking about that what's her name chick?

DESMOND

I just don't get it. She seemed so into me.

RIGBY

Maybe she's married, or gay, or has an incurable disease. Who knows, better, who cares, but it's time to move on.

(CONTINUED)

CONTINUED:

DESMOND

(hopeful)

Maybe she's just shy. Maybe I should back and give her my number...

RIGBY

(shaking his head)

Have I taught you nothing? Never, I repeat never, give a girl your digits! You gotta keep the control.

DESMOND

Rachel said I shouldn't give up so easy.

RIGBY

(scrunching his face)

Who the hell is Rachel?

DESMOND

The one who baked the cookies you chowed down on.

RIGBY

The old lady from the home? You're taking advice from an old lady when you've got the guru of love at your disposal? What the hell is with you dude?

DESMOND

All I know is I can't get this girl out of my head.

Rigby spots two new hotties in the corner. He nudges Desmond.

RIGBY

(total cheese)

An 'Apple' a day will keep their blues away.

Rigby tilts his head towards the new meat.

RIGBY (CONT'D)

Come on, time for a new conquest.

Desmond shakes his head and buries it in his hands at Rigby's lame humor.

RIGBY (CONT'D)

Come on, I need a wing man.

DESMOND

Since when have you needed any help picking up women?

(MORE)

(CONTINUED)

CONTINUED: (2)

DESMOND (CONT'D)

And anyway Casanova, what about the two girls on the other side of the room?

RIGBY

Oh ye of little faith. Time to watch a pro in action.

Desmond shakes his head in amusement.

Rigby stands slowly, the peacocking has begun. He adjusts his shirt collar like John Travolta in "Saturday Night Fever," plucks a clean cocktail napkin from the bar, lifts his Dirty Martini and swaggers towards his new prey. Desmond watches him for a beat and then busies himself peeling the label from his beer bottle.

EXT. HAPPY VALLEY HOME FOR SENIORS - DAWN

The outside of the building. Everything is peaceful. Birds are chirping as the sun is just beginning to peak over the horizon.

INT. MOLLY'S ROOM AT HAPPY VALLEY - DAWN

THUD -- A FOOT is thrown unceremoniously over a window ledge.

MOLLY

(huffing and puffing)

This always looks so easy in the movies.

CRASH

Molly accidentally kicks a plant sitting on the window sill to the floor. Dirt and pottery pieces fly everywhere.

MOLLY (CONT'D)

Something tells me this is not going to be my day.

KNOCK-KNOCK

MOLLY (CONT'D)

Now I know it's not going to be my day.

PLOP -- Molly heaves herself fully into her room.

MISS LIZZY (O.S.)

Hello?

Molly looks underneath the bed to see a pair of orthopedic shoes. She follows the legs up to the face, it's Miss Lizzy.

(CONTINUED)

CONTINUED:

MISS LIZZY (CONT'D)

Oh my, who are you?

MOLLY

(flustered and trying to think fast)
Umm, I'm Molly. Rachel's granddaughter.

MISS LIZZY

I thought Rachel's granddaughter lived in Florida?

MOLLY

I did, I mean I do. I just came to visit my Grammy.

MISS LIZZY

Oh well, isn't that nice.

MOLLY

I don't mean to be rude but I've got to change.

MISS LIZZY

You do that dear. I'm off to breakfast.

Molly and Miss Lizzy wave goodbye to one another. Molly watches Miss Lizzy shut the door behind herself and then scoots into the bathroom.

Molly scrambles into her old lady getup. She pulls on her latex face, then her wig, finally shimmying into her body padding and tossing on a robe.

'Rachel' exits the bathroom and there's Miss Lizzy and Sadye. 'Rachel' screeches to a halt.

MISS LIZZY (CONT'D)

(innocently)
Sadye wanted to meet Rachel's granddaughter.

MOLLY

What are you talking about?

MISS LIZZY

Molly. Rachel's granddaughter. She was here just a minute ago.

MOLLY

My granddaughter lives in Florida.

(CONTINUED)

CONTINUED: (2)

Miss Lizzy is stammering like Gladys on "*Bewitched*."

MISS LIZZY

But...she was...

Miss Lizzy starts slowly out of the room muttering to herself.

SADYE

And she'd been so good for such a stretch.

'Rachel' makes an "oh well" face and shrugs her shoulders. Sadye exits the room. Phew, story bought hook, line and sinker, 'Rachel' breathes a sigh of relief.

INT. MICHELLE'S OFFICE AT HAPPY VALLEY - DAY

In costume, 'Rachel's' sitting in front of Michelle's desk.

MOLLY

Oh my God, Michelle. It was horrible, I can't believe I got away with it!

MICHELLE

But you did, and from here on out you'll be more careful, right?

MOLLY

Yes.

'Rachel' stands and starts pacing.

MOLLY (CONT'D)

These folks are really growing on me, and I don't like lying to them.

MICHELLE

Well, who would of thunk it...the age-o-phob chummy with a bunch of old folks.

MOLLY

I feel like a glass spilling over. I've never had so much going on in my life and I don't know how much longer I can pull it off. Sneaking in and out for acting class, and work, and auditions, it's killing me.

MICHELLE

I'm proud of you girlfriend, I had my doubts about you pulling it off myself.

(CONTINUED)

CONTINUED:

MOLLY

Well that just makes me feel warm and fuzzy all over.

MICHELLE

Now don't go getting all drama queen on me. Let's talk about happier things like when does your commercial air?

MOLLY

Next Thursday during "Revenge."

MICHELLE

Speaking of dysfunctional, you and Dr. Apple seem to be getting awful chummy.

MOLLY

Yeah, well Rachel and Desmond have. I'm looking forward to Molly getting to know him better.

MICHELLE

So, what are you going to do about it?

MOLLY

(flustered)

Well, if I knew what I was going to do, I would do it. But I don't have a freaking clue! You're supposed to be the expert on men.

Michelle tilts back her head a la Kim Kardashian.

MICHELLE

I am quite the sex goddess.

MOLLY

Could we focus, please. I need help.

MICHELLE

Seriously Molly, I think this is great. You've never been friends with a guy before you started dating him.

MOLLY

(sarcastic)

What's your point? Rachel should start dating Desmond?

MICHELLE

My point is I wish you'd stop thinking about Desmond so much.

(MORE)

(CONTINUED)

CONTINUED: (2)

MICHELLE (CONT'D)

Enjoy the friendship that's developing with him and I'm sure in time things will work themselves out. They always do.

MOLLY

Easy for you to say. I have to tell Desmond the truth eventually and then he'll probably never speak to me again.

Desmond has entered the room unnoticed. He's holding a large envelope.

DESMOND

Hi ladies. Tell me the truth about what?

'Rachel' practically jumps out of her chair. Michelle remains her usual calm and collected self.

MOLLY

(stammering)

How long have you been standing there.

Desmond places the envelope on Ms. Stickle's desk.

DESMOND

Just walked in. What's up?

MICHELLE

Rachel's starring in a national commercial with William Shatner. It's airing next week.

DESMOND

I heard, Happy Valley's shining star. Congratulations Rachel.

Desmond walks to 'Rachel' and gives her a peck on the cheek. Michelle raises an eyebrow.

MICHELLE

Say, let's get everyone together and have a little party to celebrate our local celebrity.

Michelle stands and shakes her booty.

EXT. HAPPY VALLEY - NIGHT

A black convertible Corvette comes to a screeching halt in front of the Home. Rigby and two hotties are laughing it up.

(CONTINUED)

CONTINUED:

Rigby saunters into the home with the two bimbos in tow. The one girl's skirt is so short it looks a bit like she forgot to put one on.

A couple of the ladies, including Sadye and Miss Lizzy watch Rigby and his Barbie dolls as they walk down the hallway.

Miss Lizzy and Sadye sneak along behind him to see where he's going. They watch him enter Desmond's office.

Moments later, they see Desmond exit his office with Rigby and the girls.

INT. TRENDY HOLLYWOOD BAR - EVENING

Desmond and Rigby are sitting at a booth table with the girls. Rigby and his Girl are going at it hot and heavy. Desmond's listening to his Girl babble on incessantly.

GIRL #1

So did I tell you I have my own website? I'm the Captain Morgan's Rum Girl of the month. They've gotten more hits with me than any of the other Rum Girl. And I don't even like the stuff, but I'm an actress so I'm good at faking things. People tell me all the time I look just like Brittany Spears? You know I can sing just like her and I know all her dance routines. Do you want to hear me sing something? I know every word to "Womanizer."

DESMOND

Um...

The Girl's cell phone RINGS. The Girl wastes no time in answering it.

GIRL #1

Hello. Oh my God, is he there? He is so hot...Oh I'm jealous.

Desmond discreetly checks his watch.

GIRL #1 (CONT'D)

...well maybe I'll see you later.

She hangs up and gives Desmond her best plastic smile.

GIRL #1 (CONT'D)

Now where was I?

DESMOND

You were talking about...

(CONTINUED)

CONTINUED:

GIRL #1

(interrupting)

Oh yeah, so I've decided that I've pretty much conquered modelling at this point so the most sensible step for me from here is acting. I mean look at Cindy Crawford.

DESMOND

(sarcastic)

She's got Pepsi commercials too.

She gives him a vacant look.

GIRL #1

Anyway I'm studying with Jean-Pierre and he's just a genius. He doesn't take on just anybody, you know. He's really helping me realize my potential. You know, not to be afraid to be myself. He teaches at a yoga retreat too. I so want to go. I just know it would help me get centered and learn to really love myself. I've been watching a lot of Grace Kelly movies because people also tell me I look like her. What do you think?

When Desmond opens his mouth to answer, her cell phone RINGS again.

GIRL #1 (CONT'D)

Oh my God! C. Thomas Howell's there too? Who's he with?...I hate her! She is such a cow.

She rises and makes the, "going for a smoke" gesture to Desmond, gabbing on the phone as she walks out of the door. Desmond looks down at his watch -- nearly 30 minutes of his life has passed listening to the airhead's drivel.

Desmond taps Rigby on the shoulder. A bit disheveled, Rigby breaks out of his lip lock.

RIGBY

How's it going with Heather?

DESMOND

I'm out of here Rig. I'll grab a cab.

RIGBY

Why? What's the problem? Don't you think Heather's hot?

(CONTINUED)

CONTINUED: (2)

DESMOND

My ears are numb. I'd rather be hanging out with the folks at the Home than listen to one more minute of that bubble head's non-stop, self-involved drivel.

RIGBY

If my man leaves, then I leave.

DESMOND

No way. You stay. You're having a good time.

RIGBY

No sweat, I'll hook up with Kitty later.

KITTY

Hello, I am still here.

Rigby takes her face in his hands and gives her a quick but passionate kiss. Kitty practically melts. Rigby takes out his wallet, peels out a fifty and hands it to her.

RIGBY

Be a good girl now. Go home, slip into something very comfortable and I'll hook up with you later, OK baby?

The girl nods her head, leans in for a good-bye kiss and sashays away as sexy as she can.

EXT. HAPPY VALLEY HOME FOR SENIORS - EVENING

Rigby pulls up in front of the Home.

RIGBY

You sure you don't want to go somewhere else?

DESMOND

Isn't Kitty waiting for you?

RIGBY

No worries. You know my motto, "Bud's before bimbos!"

The guys do a frat like slap of hands, finishing it off with a finger shake.

DESMOND

Go get her cowboy. I'll see you later.

(CONTINUED)

CONTINUED:

Desmond hops out of the car. As Rigby peels out, Desmond's walking up the steps of the Home. 'Rachel' just happens to be walking by.

MOLLY
(a little too happy)
You're back awful early. Date not go well?

DESMOND
(teasing)
I didn't realize my social life was the talk of Happy Valley. Things must be really slow around here.

MOLLY
From what I heard, that girl didn't look like the type of date you come home early from.

Desmond laughs.

MOLLY (CONT'D)
(defensive)
What's so funny?

DESMOND
You sound like a jealous girlfriend.

MOLLY
(embarrassed)
That's absolutely ridiculous. I have things to do, good night.

That said, 'Rachel' turns and quickly heads off. Desmond looks on curiously.

INT. HAPPY VALLEY - RECREATION ROOM - NIGHT

A large group is gathered in front of the big screen to watch the Premiere airing of 'Rachel's' commercial.

MISS LIZZY
I still can't believe you got to hob knob with William Shatner.

MAXWELL
Yeah, well I saw C. Thomas Howell at the Mall once.

SADYE
(shaking her head)
We know Maxwell, we know.

(CONTINUED)

CONTINUED:

MOLLY
(excited)
Oh my God, there I am.

CLOSE ON TV SCREEN

William Shatner driving a classic 1966 convertible Mustang. He suavely tosses back his hair. He spots our girl 'Rachel' standing by a broken down car. He pulls his car up alongside hers.

WILLIAM SHATNER
Excuse me, but do you need help?

MOLLY
Oh my God, you're William Shatner.

WILLIAM SHATNER
Why yes I am, and you look like you're in need of assistance.

He polishes his nails on his chest.

MOLLY
Oh Mr. Shatner. I was going to visit my grandkids but my car broke down.

WILLIAM SHATNER
Did you know if you'd booked your trip with Priceline.com their 24 hour service center would have dispatched someone immediately to help get you to your destination on time?

MOLLY
Oh my, how wonderful. I'll make sure to use Priceline.com next time I travel.

WILLIAM SHATNER
Climb onboard little lady and I'll beam you up to their 24 hour website.

William Shatner leans over and opens the passenger door. Grinning from ear to ear, 'Rachel' climbs in.

The commercial over, the room breaks into loud bursts of applause and "way to go's."

INT. LUNARIA - NIGHT

A celebration is at hand. The place is filled with a diverse mix of young and old. Our gang; Sadye, Maxwell, Lizzy, 'Rachel', Desmond, Michelle and John, who fit right into the mix. Highball and rocks glasses litter the tables.

(CONTINUED)

CONTINUED:

SADYE

A toast!

MAXWELL

Here, here.

SADYE

Are you agreeing with me? Dr. Apple,
hurry call an ambulance, Maxwell must be
having a stroke.

MAXWELL

Very funny.

Sadye lifts her glass.

SADYE

A toast to Rachel for reminding us old
farts to never stop chasing our dreams
until we're dead and buried!

ALL

To Rachel.

Everyone raises their glass, sipping their respective drinks.

MISS LIZZY

And to young love.

Miss Lizzy looks at 'Rachel' and winks. Hmm? What's that
about? Is she daft, clever as a fox, or a bit of both?

The BAND starts playing. It's Michael Buble's "The Way You
Look Tonight."

SADYE

Oh, I just love this song.

MICHELLE

Me too...but I think 'ole blue eyes sang
it better.

SADYE

You've got good taste young lady. He's
still a hottie in my book.

MAXWELL

(jealous)
He's dead!

(CONTINUED)

CONTINUED: (2)

SADYE

Doesn't mean he's still not sexier than
you, you old fart.

Michelle looks eagerly at John. John shakes his head in the negative. Michelle shakes her head in the affirmative. Michelle, like Jessica Rabbitt, stands provocatively, curling her finger indicating she wants him to get up. John relents and they head off for the dance floor.

Michael Buble sings...

MICHAEL BUBLE

Yes you're lovely, with your smile so
warm and your cheeks so soft, there is
nothing for me but to love you, and the
way you look tonight...

Michelle runs her fingers through John's hair, eyeing him seductively as she dirty dances with him.

Meanwhile back at the table, Sadye is staring impatiently at Maxwell. Maxwell is pretending to be infinitely fascinated with his drink.

MAXWELL

What do you want woman?

SADYE

Don't you ask me what Maxwell Aloysius
Green.

MAXWELL

For crying out loud woman -- you want to
dance with me?

SADYE

Well, you won't know if you don't ask.
Will you?!

MAXWELL

Would you like to dance?

SADYE

What a pleasant surprise, I'd love to.

Maxwell stands. He walks behind Sadye and pulls out her chair. Sadye stands like a queen and arm in arm they make their way to the dance floor.

Miss Lizzy appears to be nodding off. Desmond looks apologetically at 'Rachel'.

(CONTINUED)

CONTINUED: (3)

DESMOND

I'm not exactly Fred Astaire.

MOLLY

Yes, you're much better looking...and I'm no Ginger.

Desmond smiles, stands and just like Maxwell, pulls out 'Rachel's' chair and together they make their way to the dance floor.

At first their dancing is stiff. Then Desmond allows himself to get into the music. He dips 'Rachel' back and then lifts her forward and twirls her around like a pro.

MOLLY (CONT'D)

Who says you're no Fred, I feel like I'm floating on air.

Desmond dips her again and smiles affectionately at her.

DESMOND

You make time stand still Rachel. I wish I could meet a woman like you. Girls today don't have your class or your wit.

MOLLY

I don't know about that.

Michael Buble's now singing the song "Witchcraft", Desmond starts singing along with the song. He's actually quite good.

DESMOND

"And although I know it's strictly taboo, when you arouse the need in me, my heart says yes indeed in me..."

The duo appear momentarily lost in time. Maxwell and Sadye accidentally bump into them. The moment is gone.

SADYE

Sorry about that. Meet my dancing partner, Mr. Two Left Feet.

MAXWELL

Yeah, well you're no Ginger Rogers yourself you know.

Sadye and Maxwell stop dancing and still bickering head back over to the table. The song has ended. With one last twirl, 'Rachel' and Desmond stop dancing and clap along with the rest of the crowd.

EXT. HAPPY VALLEY HOME FOR SENIORS - DAYBREAK

Ambulances are parked in front of the home. Sadye and Maxwell stand next to one another in front of the building, still in their pajamas and robes. Sadye's eyes are red and swollen from crying. Maxwell's holding her closely, consoling her.

'Rachel' walks outside, also in her robe. She rushes to Sadye to Maxwell. Sadye reaches for her hand.

They watch Miss Lizzy being placed into the back of the ambulance by two EMT's.

The EMT's CLOSE the back doors of the ambulance. The loud whir of the sirens as the ambulance speeds off.

Sadye sniffs loudly. 'Rachel' reaches into her pocket and pulls out a tissue. Sadye waves the tissue away.

SADYE

If I blow my nose one more time, it'll
fall off my face.

'Rachel' puts the tissue back in her packet.

MOLLY

Is there anything I can do?

'Rachel' looks at Sadye with compassion, then to Maxwell. The bond between the two is palpable, and Miss Lizzy's drama has brought out a softness.

SADYE

(said to no one in particular)
Lizzy was the best friend I ever had.

Maxwell takes Sadye's hand. Sadye looks off into the distance. The sun is slowly rising over the horizon.

'Rachel' looks back and forth from Sadye to Maxwell. They're lost in their own world. 'Rachel' leaves them and goes back towards the building.

EXT. OAK TREE - MORNING

Sadye and Maxwell have stopped at a bench in front of a grand old oak tree.

SADYE

(reminiscing)
This was Lizzy's favorite spot.

(CONTINUED)

CONTINUED:

Maxwell takes Sadye's hands in his and squeezes them tight.

MAXWELL

You were a good friend to Lizzy (beat)
and to me too. You're a good woman.

Sadye looks sweetly at Maxwell and smiles nostalgically.

SADYE

Thank you Maxwell (beat) you've been a
good friend to me as well.

They look tenderly at one another. It's as if they can read
each other's thoughts.

MAXWELL

I think I'm going to kiss you.

Sadye looks at Maxwell a wry smile on her face.

SADYE

(affectionately)
Well it's taken you long enough.

Maxwell tentatively moves forward, their lips touch. Sadye
takes Maxwell face in his hands and the gentle kiss becomes
one of passion, one a long time coming.

EXT. HAPPY VALLEY GROUNDS - TWILIGHT

Desmond's exiting the Home. He sees 'Rachel' walking by
herself and makes his way over to her.

DESMOND

You look like you're carrying the weight
of the world on your shoulders.

MOLLY

I was just thinking about Lizzy, and the
folks at the home (beat) and you.

DESMOND

Miss Lizzy had a lot of health issues.
It's amazing she lived as long as she
did.

Desmond's looking at 'Rachel'. 'Rachel's' unable to return
his gaze, she turns her head away.

DESMOND (CONT'D)

They grow on you, don't they?

(CONTINUED)

CONTINUED:

Tears are running down 'Rachel's' cheeks.

MOLLY

I don't want to die alone.

Desmond sits beside 'Rachel' and holds her.

DESMOND

Hey now, where's this coming from?
You're one of Happy Valley's most
popular.

MOLLY

Everybody here is so wonderful. I don't
think I've ever been as happy as I've
been these last couple of months.

DESMOND

And everyone here adores you. But what
about your kids? Your family in Florida?
Surely you have plenty of good memories?

'Rachel' pulls a tissue out of her pocket and blows her nose.

MOLLY

Desmond, no matter what happens, I want
you to know how much you mean to me.

DESMOND

Don't talk like that, you're scaring me.

MOLLY

Just promise me that you know how much I
care about you.

DESMOND

OK, you're telling me right now what's
wrong or I'm going to sick Ms. Stickle on
you.

'Rachel' cracks a smile. Desmond smiles back. They share a
gentle laugh that melds into the night.

EXT. FOREST LAWN CEMETERY - DAY

'Rachel', Maxwell and Sadye stand amidst a throng of people,
some from Happy Valley mixed amid other unrecognized faces.

The funeral's coming to a close. A WOMAN in her early
forties throws a handful of dirt on the grave. Sadye
approaches her.

(CONTINUED)

CONTINUED:

SADYE

Excuse me, are you Sarah, Lizzy's
daughter?

The Woman nods her head.

SADYE (CONT'D)

Your mother was an incredible woman - my
best friend. She talked about you so
often, I feel like I know you. I'm sorry
we couldn't meet under more pleasant
circumstances.

WOMAN

(defensively)
My family and I live in San Francisco.
It's not easy getting down to LA.

SADYE

Oh, I didn't mean to offend you, I
just...

WOMAN

(icily)
Of course you didn't.

SADYE

If there's anything I can do? Maybe I
can help you get her personal effects
together?

An adolescent comes up and tugs at the Woman's dress.

BOY

(whining)
I want to go now, Mommy.

The Woman takes her son's hand.

WOMAN

(to Sadye)
Thank you but there will no need. I've
arranged for a service to take care of
that. All her real valuables are in the
bank anyway. Good day.

The Woman turns to go. Enraged by the Woman's insensitivity
'Rachel' lashes out.

(CONTINUED)

CONTINUED: (2)

MOLLY

Obviously you missed out on your mother's most valuable asset - her heart, her kindness, and her passion for life. Someday when your son is grown and you're as old as your mother was, I hope you don't look back to regret this moment and all you let pass. I feel sorry for you, truly sorry.

The Woman is frozen into a stunned silence. Maxwell and Sadye are staring at 'Rachel' clearly impressed by her speech. Finally, they start clapping.

The Woman grabs her son and in a huff storms off.

SADYE

Hard to believe that girl is Lizzy's daughter. She must have been dropped on her head.

MAXWELL

Several times.

Maxwell, Sadye and 'Rachel' look back towards Lizzy's grave.

SEVERAL MONTHS PASS

INT. MICHELLE'S APARTMENT - EVENING

Molly and Michelle are standing in the kitchen eating straight from the fridge. Molly's devouring a whole chicken as Michelle nibbles away at a chocolate cake.

MICHELLE

Your life is more entertaining than "*Days of Our Lives*."

MOLLY

Glad to be a source of amusement for you.

Molly tears a big chunk of meat from the chicken with her teeth.

MICHELLE

Hey, I just call them like I see them.

John enters the kitchen, Loulou trailing behind.

JOHN

I think you're here more since you moved out.

(CONTINUED)

CONTINUED:

MOLLY
Glad to see you too.

John reaches in the fridge and pulls out a Budweiser.

MOLLY (CONT'D)
Hey toss me one, will you?

John tosses Molly a Bud.

JOHN
Not many chicks like Bud, maybe you're not so bad.

MOLLY
(sarcastic)
Wow, you make me feel all warm and fuzzy.

MICHELLE
(sarcastic)
How sweet, my best friend and my boyfriend bonding.

As John exits the kitchen he grabs a bag of chips and scratches his balls. Loulou trots off close behind.

MOLLY
I can't do this any longer. Every time I see Desmond all I can think about is kissing him and climbing all over him, but the thought of him knowing what I did and hating me makes me crazy -- he might never want to see me again and he's the most amazing guy I've ever known. If he knew I'd deceived him like this he'd never speak to me again.

MICHELLE
So what are you going to do?

MOLLY
What can I do? Even with the commercial, I've hardly put a dent in all my debts. I can't afford my own place yet, so I'll continue to live vicariously through Rachel until I come up with a better plan.

Molly puts down the chicken, picks up a fork and digs into the chocolate cake.

INT. MALL - NIGHT

It's Christmas time and there's the hustle and bustle of holiday shopping. Molly and Michelle are walking along checking things out.

(CONTINUED)

CONTINUED:

An older WOMAN is struggling with an armload of packages. A group of YOUNG GUYS walk by her. They slow to watch her juggling the packages for a moment before going on their merry way.

CRASH -- the packages all come tumbling to the ground. Molly and Michelle hurry to the Woman's side. Angry, Molly calls after the guys.

MOLLY

(shouting after them)

Is it too much trouble for you to help a lady with her packages?

The guys stop in their tracks and turn. They eyeball Molly, giving her a slow once over.

GUY

Hey baby, I need help with my package.

The Guy grabs his crotch. His friends chuckle amongst themselves and keep on trucking. Molly gives the guy the finger and turns to the Woman.

MOLLY

Can we help you?

OLD WOMAN

You are dears. But my husband will be along any moment.

MOLLY

Are you sure?

OLD WOMAN

Absolutely. Happy holidays.

MOLLY

OK, then. Happy holidays.

Molly and Michelle head off to continue with their shopping.

MOLLY (CONT'D)

Man that shits me.

MICHELLE

Me too, but you know what makes me smile?

Molly raises a curious eyebrow.

MICHELLE (CONT'D)

That you wanted to help.

(CONTINUED)

CONTINUED: (2)

Molly reaches out and hugs Michelle. A heartfelt hug, the kind that makes you smile and feel filled with love.

MICHELLE (CONT'D)

You've come a long way, girlfriend.

Rigby and Desmond are walking in Molly and Michelle's direction. He notices them hugging.

RIGBY

I just love watching hot girls hug, opens up a whole world of wonderful possibilities.

As Rigby's perverted mind is lost in thought he realizes...

RIGBY (CONT'D)

Hey, isn't that 'Diner girl'?

Desmond looks over at the two girls hugging.

DESMOND

What?

Desmond sees Molly and freezes.

DESMOND (CONT'D)

Unfreaking believable she knows Michelle!

RIGBY

You know that babe and you didn't hook me up? It will totally be my pleasure to block for you on this one.

DESMOND

She has a boyfriend.

RIGBY

No worries, I like a challenge.

Michelle taps Molly on the shoulder.

MICHELLE

Your life is about to get interesting.

Molly turns and sees Desmond looking straight at her.

MOLLY

(panicked)

Crap! Hide me!

(CONTINUED)

CONTINUED: (3)

MICHELLE

Too late. They've seen us.

The duos merge.

MICHELLE (CONT'D)

Hey Doc.

DESMOND

Hi Michelle.

Desmond and Molly look at each other for a very awkward moment. Michelle can't pass up the opportunity to spice up the situation.

MICHELLE

Dr. Apple, this is my friend Molly. The one I wanted to fix you up with.

DESMOND

We've met.

MOLLY

(mumbling)

Hi.

Silence. Rigby can't pass up the opportunity to hit on a hottie.

RIGBY

(doing his best Cary Grant imitation)

Michelle, Michelle, Michelle, what a beautiful name for an even more beautiful woman.

Rigby takes Michelle's hand and kisses it.

RIGBY (CONT'D)

The pleasure... is all mine.

MICHELLE

I'll say.

That shuts him up. Again silence.

DESMOND

(to Molly)

Well...nice seeing you again.

(CONTINUED)

CONTINUED: (4)

MOLLY
Yeah, you too.

RIGBY
(to Michelle)
Hey now feisty Mama, am I going to see
you later.?

MICHELLE
Not if I see you first.

Rigby winks at Michelle.

MICHELLE
You are so living in a dream world.

Rigby and Desmond turn and start heading off in the other
direction.

MOLLY
Desmond wait, can I talk to you for a
sec?

Desmond stops and turns.

RIGBY
Take your time, Michelle and I will get
to know each other better.

MICHELLE
Oh joy.

Desmond and Molly walk a couple of feet away. They're
ironically standing in front of a Bridal store. They both
look awkwardly at the mannequins in bridal gowns and walk
down a smidge so they're standing in front of an innocuous
shoe store.

MOLLY
I want to explain why I said no.

Desmond's looking at Molly. OK, he's waiting, that's an
answer he'd like to have.

MOLLY (CONT'D)
My life is pretty complicated right now
and going out with you would make it even
more so, if that's possible.

DESMOND
I didn't ask you to marry me, I just
wanted to take you out for dinner, maybe
a movie.

(CONTINUED)

CONTINUED: (5)

MOLLY

And I wanted to go-- I still want to it's just that...

DESMOND

I know, you're life is complicated.

The conversation has reached a dead end.

Molly's looking at Desmond with longing in her eyes. Desmond can sense it, he can feel it. Impulsively, he leans forward and kisses her. It's a good kiss, tender and romantic. He then slowly breaks away. He looks deeply into her eyes and runs his finger down Molly's cheek. Molly's breathless.

DESMOND (CONT'D)

You know where to find me when your life gets uncomplicated...but don't wait too long.

Desmond turns, and head held high, walks away.

Michelle hurries over to Molly.

MICHELLE

Did I just see what I think I saw?

Molly leans against the wall. She's actually starry eyed.

MOLLY

Wow!

Rigby claps his arm around Desmond's shoulder.

RIGBY

Looks like somebody grew some balls.

Desmond laughs.

DESMOND

Maybe this Holiday won't be such a bust after all.

RIGBY

I've never had a chick talk to me like that before (beat) I think I'm in love.

A little hottie walks by and pulls Rigby out of his "longing" as he lasciviously watches her go by.

EXT. STATIONARY SHOP - NIGHT

Molly rushes to the window and peers inside.

MOLLY

Oh my God, that's perfect. Just perfect.

MICHELLE

What?

Molly points to something in the window, grabs Michelle's hand and pulls her inside the store.

INT. MOLLY'S ROOM AT HAPPY VALLEY - MORNING

Molly's changing her blouse when Michelle walks in her room. Molly doesn't hear the door and continues changing oblivious to Michelle's presence.

MICHELLE

Hey girlfriend, lock the door much?

Molly quickly throws on her strap-on padding and a blouse.

MICHELLE (CONT'D)

I don't think your "granddaughter" excuse will fly a second time, especially if it's Sadye.

While buttoning her blouse Molly turns to admonish Michelle.

MOLLY

Most people knock before entering.

MICHELLE

You don't learn very quickly, do you? This is a nosy group of people, I'd be more careful, way more careful, if I were you...you know my ass is on the line too.

Molly looks completely bummed out by Michelle's comment.

MOLLY

Hey, I'm sorry, you're right. I'm just stressed.

MICHELLE

It's OK, happens to the best of us. What has you so stressed?

MOLLY

Today at the Mall nearly a dozen guys walked right by me without offering to help me when I was carrying a ton of packages in my old lady getup.

(CONTINUED)

CONTINUED:

MICHELLE

What's your point?

MOLLY

Being old can really be hard. If you're not being treated like a second class citizen, you're being treated like an invalid or a statistic. It's just not right.

MICHELLE

Why are you letting this bum you out so much? You can take the costume off anytime. Leave Happy Valley.

MOLLY

Yeah, but no one else here can.

Molly squirms as she adjusts herself into the girdle.

MOLLY (CONT'D)

I swear, I'll never take old people for granted again.

MICHELLE

I may have to remind you of this conversation next time we walk by a construction site and the workers are all hooting and hollering at us.

MOLLY

No you won't, I won't ever forget what it's like to feel invisible. I feel like I've seen my future and boy is it an eye popper...but enough of my complaining.

MICHELLE

(teasing)

Amen to that.

MOLLY

Do you want to hear my good news, or what?

MICHELLE

I'm listening.

MOLLY

I'm up for a supporting role in a TV series.

MICHELLE

You are, or Rachel is?

(CONTINUED)

CONTINUED: (2)

MOLLY

Molly is -- I mean I am!

MICHELLE

Oh sweetie, that's awesome. Congrats.

Michelle grabs Molly in a great big hug, and they squeal like the young women that they are.

MOLLY

Thanks.

MICHELLE

When will you know?

MOLLY

End of next week.

MICHELLE

Would that not be the ultimate Christmas present, or what? My best friend, the rich and famous TV star.

The girls jump up and down, more squealing with delight. In the excitement, Molly's wig falls off and her padding slips, the girls giggle.

INT. RECREATION ROOM - NIGHT

A Christmas tree, tall and grand, stands in the center of the room. With all its beautiful lights and ornaments, it's a magnificent sight to behold. Everyone's drinking eggnog and enjoying the festivities. The room is alive with warmth and love.

'Rachel's' helping Sadye and Maxwell finish trimming the tree.

SADYE

I just adore the holiday season.

MOLLY

It does bring out the best in folks.

Maxwell leans down and steals a tender kiss from Sadye.

Desmond, wearing a Santa hat and a big grin, enters the room. He's carrying gifts in a big red sack.

DESMOND

(doing a pretty lame Santa imitation)

Ho ho ho.

(CONTINUED)

CONTINUED:

MOLLY

(laughing)

I swear you were born to the wrong generation. Heck, I think the wrong century.

DESMOND

I always have been much more comfortable around older folks. Guess that's why I work here.

Desmond puts the bag on the floor. He reaches inside his coat pocket and pulls out an envelope and hands it gallantly to "Rachel".

MOLLY

(gushing)

For me?

DESMOND

It's a gift certificate for headshots. I figured what with your commercial and all, you might want new pictures. Isn't that what you "actor" folk do?

MOLLY

(genuinely touched)

You are just about the most thoughtful man I've ever known.

Without thinking, 'Rachel' throws her arms around Desmond. He hugs her back. The hug lasts just a moment too long. Realizing it, they both pull away quickly and awkwardly.

DESMOND

I try not to play favorites but you make it pretty tough.

MOLLY

Doctor, I do believe you're going to make an old woman blush. (pause) Hold on a sec -- don't move.

Desmond nods OK. 'Rachel' runs over to a table, grabs a brightly wrapped box and rushes back over. She proudly holds the package out to Desmond.

MOLLY (CONT'D)

For you.

Desmond takes the package. He rattles it by his ear. Smiling, he rips off the wrapping. He stares incredulously at the package.

(CONTINUED)

CONTINUED: (2)

DESMOND

Rachel, this is too much. I can't accept this.

Desmond pulls out of the box a magnificent Mont Blanc pen with his name and a quote monogrammed on the side - "To Dr. Desmond Apple, may your life always be mint chocolate chip."

MOLLY

Well I insist you do. And don't worry, I didn't spend much at all, I worked out a trade with a used pen dealer. And heck, it's monogrammed, so you can't return it.

'Rachel' winks. Desmond's speechless.

SADYE (O.S.)

OK folks -- it's Karaoke time! Who's going to be the first victim?

Not a single volunteer.

MOLLY

(to Desmond)

I'll go, but only if you do a duet with me.

Before Desmond has a chance to say no, 'Rachel' grabs his hand and pulls him to the karaoke machine. 'Rachel's' flipping through the songs. She finds the one she wants. Desmond nods "No Way". 'Rachel' starts off solo.

MOLLY (CONT'D)

"They say we're young and we don't know, we won't find out until we grow..."

She looks over to Desmond, he relents and takes the cue perfectly.

DESMOND

Well I don't know if all that's true, but you got me, and baby I got you.

They both lean into the mike and in total synchronicity they harmonize.

MOLLY/DESMOND

Babe, I got you babe, I got you babe.

The crowd cheers them on.

(CONTINUED)

CONTINUED: (3)

MOLLY

They say our love won't pay the rent,
before it's earned our money's all been
spent.

DESMOND

I guess that's so we don't have a pot,
but at least I'm sure of all the things
we got.

MOLLY/DESMOND

Babe, I got you babe, I got you babe.

The two of them are totally into it and doing quite a bang up
job.

MOLLY

So let them say your hair's too long,
Cause I don't care, with you I can't go
wrong.

DESMOND

Then put your little hand in mine, cause
there ain't no hill or mountain we can't
climb.

MOLLY/DESMOND

I got you to hold my hand, I got you to
understand, I got you to walk with me, I
got you to talk with me, I got you to
kiss good night, I got you to hold me
tight, I got you, I won't let go, I got
you to love me so -- I got you babe.

The whole room is alive with hoots and applause. 'Rachel'
and Desmond take one another's hands and bow deeply to their
audience of friends.

INT. MOLLY'S ROOM AT HAPPY VALLEY - NEXT MORNING

Molly's looks at the CLOCK, it's 7:30am.

MOLLY

Damn, I hate it when I oversleep.

She rolls out of bed and she heads for the bathroom.

BATHROOM

She turns on the water and starts washing her face.

HALLWAY

Desmond knocks on the door. No response.

(CONTINUED)

CONTINUED:

BATHROOM

Molly's singing as she's washing her face, oblivious to the knock.

HALLWAY

Desmond glances at his watch. Knocks on the door a bit louder. Still no answer.

BATHROOM

Done washing her face, Molly turns off the faucets. She pulls off her night shirt. All she has on is a pair of bikini underwear.

HALLWAY

Desmond tries the door -- it's unlocked. He opens the door and peeks his head inside.

Molly's brushing her teeth with a noisy electric toothbrush. With a mouthful of toothpaste, she tilts her head, unsure if she's heard anything.

Desmond heads towards the bathroom. Molly turns off the toothbrush, spits out what's in her mouth and dabs at her lips with a towel.

Molly tilts her head, now she knows she hears something.

MOLLY (CONT'D)

'Shel, is that you?

Molly takes a step out of the bathroom. Desmond's standing not 4 feet away.

The both stop dead in their tracks, their eyes locked on one another. Desmond's eyes hungrily survey Molly's young, beautiful, half-naked body.

MOLLY (CONT'D)

Oh my God.

Molly looks down at herself and quickly crosses her arms over her bare breasts.

DESMOND

(a light going off above his head)

Oh my God.

(CONTINUED)

CONTINUED: (2)

Molly rushes into the bathroom and slams the door. Desmond starts over to the door and then stops. His eyes scan from the wig on the dresser, to Rachel's body padding draped over a chair. He stares at the bathroom door for a long moment and then finally leaves the room.

Molly hears the door close -- she pokes her head out of the bathroom. She grabs her suitcase from the closet and hurriedly tosses her belongings inside.

INT. MICHELLE'S APARTMENT - DAY

Molly's sitting on the couch, eating chocolate cake out of box. No plate, no fork, chocolate rims her mouth like a clown's lip liner.

MICHELLE

Whoa, Nelly take it easy there.

MOLLY

That's easy for you to say. The man you're crazy about didn't just find out that you're a lying, conniving phoney.

Molly stuffs another piece of cake in her mouth, accidentally getting a big blob of chocolate on her cheek.

MOLLY (CONT'D)

And to add insult to injury, I think I still had toothpaste on my face.

MICHELLE

Yeah well, you're not looking much better right now.

MOLLY

Thanks I needed that.

Molly collapses on the sofa.

MOLLY (CONT'D)

What am I going to do?

Molly puts down the cake to pull a tissue out of the tissue box on the coffee table and wipe the cake blob away. Michelle grabs the cake, placing it out of Molly's reach.

MICHELLE

First thing you're going to do is stop eating.

(CONTINUED)

CONTINUED:

Michelle sits down beside Molly and looks at her with sympathy and understanding.

MICHELLE (CONT'D)

Then you have to decide what you want to do with Desmond. He adores Rachel because she's sweet, fun and easy to be around, and he's hot for Molly, so maybe there's not a problem.

MOLLY

Don't try and confuse me speaking logically. He must hate me. I lied to him -- and everyone at Happy Valley for that matter.

MICHELLE

Well one thing's for sure, you won't know if you slam the door without giving him a chance. What does your heart tell you to do?

Molly grabs the plate of chocolate cake and scarfs down another huge mouthful.

EXT. 'RACHEL'S' ROOM AT HAPPY VALLEY - MORNING

KNOCK KNOCK -- no response.

Sadye and Maxwell poke their heads in the room. The room is baren of personal belongings. It's like 'Rachel' never existed. There's a lonely feeling to the room. Sadye and Maxwell look at one another more than a bit perplexed.

SADYE

You don't think she...?

MAXWELL

How could she without us knowing?

SADYE

Come on.

Sadye and Maxwell march off down the hall. They run into Desmond as he's exiting his office.

SADYE (CONT'D)

Have you seen Rachel?

DESMOND

(flat)

Yes.

Silence. Desmond's not volunteering anything.

(CONTINUED)

CONTINUED:

MAXWELL

So? Are you going to tell us where or do we have to play twenty questions?

DESMOND

(snippy)

"Rachel" has left Happy Valley, and I don't have a forwarding address.

MAXWELL

What's with the attitude, Doc? It doesn't suit you. If you know where Rachel is, you'd better spill the beans.

Desmond starts to open his mouth. He stops himself, saying nothing.

SADYE

You know me, I'll find out what's going on sooner or later, so come on, spill it.

DESMOND

(hesitantly)

I don't know where she is but I do know she's fine. She's also only around 24 years old.

Sadye slaps her thigh.

SADYE

I knew something was fishy with her.

She looks triumphantly at Maxwell.

SADYE (CONT'D)

Didn't I tell you something was up? And to think I doubted my instincts.

Both men stare at her curiously.

SADYE (CONT'D)

(sheepishly)

Moving on. How do we find her? What's the plan?

DESMOND

I think we ought to just let it go.

MAXWELL

Come on boy. I can see by the look on your face that's not what you want.

(CONTINUED)

CONTINUED: (2)

Desmond looks from Maxwell to Sadye. The expression on his face says Maxwell is most definitely correct.

DESMOND

She and Michelle are friends.

MAXWELL

I have a plan my young friend.

Sadye

Are you thinking what I'm thinking?

Maxwell grins at Sadye, this is going to be good!

INT. BUSY DELICATESSEN RESTAURANT - DAY

An OLD MAN enters the restaurant. He sees Molly taking an order from an elderly couple. He smiles to himself as he waits to be seated.

The HOSTESS approaches the OLD MAN.

HOSTESS

Just one?

OLD MAN

Yes.

HOSTESS

Follow me please.

OLD MAN

I'd like to be seated in that young girl's section, if you don't mind.

He points at Molly. The Hostess looks to whom he's pointing.

HOSTESS

Molly? Sure, she does have a way with the Seniors.

The Hostess takes him to a table in Molly's section. The Old Man sits and she hands him a menu.

HOSTESS (CONT'D)

Molly will be right over.

OLD MAN

Thank you.

The Hostess walks to Molly.

(CONTINUED)

CONTINUED:

HOSTESS

Some old geezer's got the hot's for you.

Molly looks over at the table where the Old Man is seated.

MOLLY

Don't be so disrespectful, that'll be us
someday.

The Hostess looks at Molly like she's cracked.

HOSTESS

Whatever.

The Hostess walks off as Molly walks to the Old Man.

MOLLY

(smiling)

What can I get for you?

The Old Man is staring at Molly. Molly gets a queer look on her face, something is familiar about the Old Man.

OLD MAN

Something wrong?

MOLLY

Huh...no, you just look familiar, that's
all.

OLD MAN

Clark Gable, right?

MOLLY

(laughs)

Yes, that must be it. I'm sorry...do you
know what you'd like?

OLD MAN

Maybe you could help me figure that out.

MOLLY

OK. What are you in the mood for? Our
eggs are pretty good. The soup today is
split pea or maybe a sandwich?

OLD MAN

(winking)

How about some conversation?

(CONTINUED)

CONTINUED: (2)

MOLLY

I'm flattered, but I'm going to have to pass.

OLD MAN

I imagine a pretty young thing like you has a man in her life. Heck probably a whole flock of suitors.

MOLLY

Guess again.

OLD MAN

Now I find that hard to believe.

Molly's getting uncomfortable with the conversation.

MOLLY

I appreciate your interest but I'm really busy. If you don't know what you want, I'll come back in a few minutes.

Molly turns and starts to walk away.

OLD MAN

I know exactly what I want....mint chocolate chip.

Molly stops dead in her tracks and spins around. She walks slowly back over to the "Old Man." She looks at him curiously, leaning in for a closer examination.

DESMOND

When I started falling in love with Rachel I thought I was crazy, that I'd been working around old folks for too long.

MOLLY

(light bulb going off)
Did you say falling in love?

Desmond nods his head in the affirmative.

MOLLY (CONT'D)

You're crazy, you know that. Absolutely crazy.

DESMOND

I thought that was part of my charm.

Desmond stands up. His face is mere inches from Molly's. They're both smiling coyly. This moment's been a long time in coming.

(CONTINUED)

CONTINUED: (3)

MOLLY

So? Are you going to kiss me or what?

Desmond pulls Molly into his arms and lavishes a hungry kiss on her eager lips.

EXT. BEACH - SPRINGTIME - DAY

Billowy clouds fill the sky as we look down upon the waves of the Pacific Ocean flowing gently into the shore on a perfect Spring day.

A white gazebo is perched on the beach, swathed in white lilies. It's a fairy-tale like image.

A large crowd of people of various ages, dressed in black tie, are all seated. All heads are turned, awaiting someone's entrance.

Pachebel-Leppard's Canon is gently wafting through the air as a beaming Molly, dressed in a traditional wedding gown, begins her walk down the aisle. Waiting at the alter is, of course, Desmond.

Hold on -- there's another bride walking down the aisle -- it's Sadye. Waiting at the alter for her is none other than Maxwell.

The brides reach the alter together and smile affectionately at one another. Sadye takes Molly's hand and gives it a squeeze.

JUSTICE OF THE PEACE

Do you Molly Martin take this man,
Desmond Apple, and do you Sadye Smith,
take this man, Maxwell Green, to be your
lawfully wedded husbands; to love, honor
and cherish for the rest of your lives,
until death do you part?

MOLLY/SADYE

(in unison)

I do.

JUSTICE OF THE PEACE

You may place the rings.

Desmond and Maxwell slip the respective rings on their new bride's fingers.

JUSTICE OF THE PEACE (CONT'D)

And do you Desmond Apple take this woman,
Molly Martin, and you Maxwell Green take
this woman Sadye Smith to be your
lawfully wedded wives;

(MORE)

(CONTINUED)

CONTINUED:

JUSTICE OF THE PEACE (CONT'D)
to love, honor and cherish for the rest
of your lives, until death do you part?

DESMOND/MAXWELL

(in unison)

I do.

Molly and Sadye put the rings on their respective husband's fingers.

JUSTICE OF THE PEACE

By the power vested in me by the state of
California, I now pronounce you husbands
and wives. You may kiss.

Sadye and Maxwell seal the deal with a tender and romantic kiss. Desmond takes Molly's face in his hands and kisses her long and hard.

INT. - WEDDING RECEPTION - EVENING

Molly's former agent, George Bernstein, has crashed the reception. He corners Molly in front of the buffet table. He's alternating talking and stuffing his face.

GEORGE

Congratulations, Molly. I always knew
you could do it.

MOLLY

Umm, thanks, George. Desmond's an
incredible guy.

GEORGE

No, no, no. Not that, I'm talking about
the TV series.

MOLLY

Yeah, thanks.

Disgusted, Molly turns to walk away.

GEORGE

(calling after her)

So, I was thinking we should take
advantage of the heat from the series to
get you more visibility. Maybe it's time
to try for a feature? I've got a new
contract ready for you to sign.

George whips out a contract from his ill fitting suit. Molly stops dead in her tracks and looks at him like he's on drugs.

(CONTINUED)

CONTINUED:

MOLLY

You're kidding right?

GEORGE

Are you upset about my letting you go before? Don't you know that was all part of my plan. I'm always thinking five steps ahead. You know I always have a plan. (taps the side of his head) No hard feelings, right?

MOLLY

Sure George, all part of your master plan.

George is smiling now, he reaches out to her with the contract and pen.

GEORGE

(cocksure)

Just plant it on the dotted line.

MOLLY

Sorry George, but you're just not clicking for me...no hard feelings.

Molly again begins to walk away. She stops and turns back around.

MOLLY (CONT'D)

George...

GEORGE

(hopeful)

Yes?

Molly throws his words back in face.

MOLLY

And let's not stay in touch, babe.

Molly throws her head back and walks off leaving George alone with nothing but a small cocktail weenie.

INT. WEDDING TABLE - NIGHT

Michelle's sitting by herself sipping a cocktail. Rigby saunters over and uninvited seats himself beside her, draping his arm around her chair.

RIGBY

Wedding's bring out the romantic in me.

(CONTINUED)

CONTINUED: (2)

MICHELLE

What's that mean? You put on your Fabio outfit and quote poetry you've pilfered from "Robbie Williams?"

RIGBY

Ouch! That hurts...

Rigby leans in close and whispers in her ear.

RIGBY (CONT'D)

But keep it coming, you're turning me on.

JOHN (O.S.)

You like pain? You'd better step away or I'll light you up like Rockerfeller's Christmas tree.

Rigby quickly stands, his hands held up in front of himself gesturing submission.

RIGBY

My apologies, mate. I was just joking around.

John gives Rigby a stony glare and sits down arms across his chest. Rigby heads away, his eyes focused on the curvy bottom of a young beautiful woman.

Michelle sits down next to John and wraps her arms around him.

MICHELLE

My hero. You're so sexy when you're jealous.

Michelle plants a big one on him.

JOHN

Yeah? Well you're sexy all the time and from now on I want to make it official that I'm the only one getting any of your action.

MICHELLE

Are you saying what I think you're saying?

As John's nodding in the affirmative, Desmond and Molly walk over to the amorous duo.

(CONTINUED)

CONTINUED: (3)

MOLLY
Mind if we join you?

MICHELLE
(teasing)
You can't find anywhere else to sit?

Molly and Desmond sit down at the table. Michelle's beaming so bright she looks like she could self-ignite.

MOLLY
OK, what's up? I smell something big.

Michelle looks at John, he nods his head.

MICHELLE
You've inspired him.

JOHN
Yup, she finally roped me. This prize bull is officially off the block.

Molly grabs John and give him a kiss on the lips.

JOHN (CONT'D)
Hey now, I just told you I'm spoken for.

He turns and looks at Desmond.

JOHN (CONT'D)
Women, they always want they can't have.

MICHELLE
My stud.

The group share laughter and drinks, basking in one of life's perfect moments.

EXT. MALIBU - BEACH HOUSE - DAY

The same home Molly was admiring at the beginning of the movie with the Realtor. A moving truck is in front of the house. Men are unloading furniture from the truck and heading inside.

Desmond and Molly are walking up the path to the front door. Planted firmly in the front lawn is a SOLD sign. Desmond picks up Molly and carries her over the threshold.

As CREDITS ROLL gleefully playing in the background is *Ob-La-Di, Ob-Lad-Da* life goes on, brah!...Lala how the life goes on.

THE END.