

Hollywood Car Wash

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Based on the book:
"Hollywood Car Wash"
By Lori Culwell

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OVER BLACK

The SCREECH of tires on pavement and the accompanying ROAR of an expensive sports car, followed closely by the sound of a modest sedan, its engine STRAINING to keep up.

FADE IN:

EXT. MULHOLLAND DRIVE - EVENING

A YOUNG WOMAN speeds down the curvy road in her brand new Mercedes convertible. The top is down, blonde hair flies everywhere. We catch a glimpse of the glamorous, tan, but extremely gaunt AMY SPENCER (aka "STAR"), 22.

As Amy's Mercedes rounds the corner, a beat-up Camry appears in hot pursuit, leaving a dirty exhaust trail behind. Amy's car SCREECHES to a halt at a red light at Mulholland and Laurel Canyon. The Camry pulls alongside her.

From the Camry's passengers seat, a PAPARAZZO, heavy and unshaven, pokes out of sunroof, snapping photos. Each flashbulb pops with a sickening THUD. The DRIVER of the Camry holds a VIDEO CAMERA.

POV VIDEO CAMERA - AMY'S PROFILE

She stares straight ahead, frightened but angry.

PAPARAZZO (V.O.)

Hey, Star! What happened up there? A lover's spat? Wanna talk about it?

DRIVER (V.O.)

Yeah, we're here for you, babe.

The light turns green and Amy FLOORS it. Her Mercedes tears onto Laurel Canyon and races down the road into West Hollywood.

INT. AMY'S CAR - SAME

Amy watches as the Camry grow smaller in her rearview mirror. Then she catches a glimpse of herself: dark circles under her eyes, makeup smudged from crying.

She glances at a WORN PENDANT hanging from her mirror. It reads: "To thine own self be true." She's not watching the road...

Finally, she looks up to see a BMW STOPPED IN FRONT OF HER! She SLAMS on the brakes, halting inches from the BMW's bumper. Amy exhales. Then...

The Camry's back. Amy moves to pass the BMW, but the Camry pulls up to her left, into the on-coming lane -- *she's stuck!* The Paparazzo continues to snap photos. Amy grabs and dials her iPhone.

911 OPERATOR (V.O.)
911 emergency response.

AMY
I'm being chased on Laurel Canyon!

Amy pounds on her HORN! The BMW finally moves aside. Amy hits the gas. She SWERVES around the BMW and in front of the Camry.

911 OPERATOR (V.O.)
Do you know why you're being followed?

AMY
Listen to me, my name is...

Amy drops her phone and her eyes go wide as a pair of headlights appear, HEADED STRAIGHT TOWARD HER. Just as the impact is about to happen, WE FREEZE!

STILL SCREEN:

Amy turns to the camera and speaks directly to us from the near-accident.

AMY
My name is Amy Spencer. Better known as Star Spencer. Actually, I have no idea who I am. I'm on some ridiculously popular TV show called "Autumn Leaves," I have a million people who want something from me, and until very recently, I was dating the biggest movie star in the world. I... am miserable. I have fake hair, fake teeth, fake everything. I have an eating disorder. I mean, look at me, I weigh, like, twelve pounds. Eighteen months ago, I was living in Michigan, eating what I wanted, majoring in drama at a local college, with no paparazzi threatening to run me off the road and kill me. And now? Well, let's just say one thing led to another... and here we are. (Pause) Maybe we should start from the beginning.

FADE TO WHITE:

ON-SCREEN appears: TWO YEARS EARLIER

The WHITE becomes the GLARE of stage lights.

INT. STAGE - COLLEGE THEATER - NIGHT

A production of *Miss Julie*, with Amy in the title role. She is 20, brunette, pale-skinned, 25 pounds heavier and much healthier.

Amy and her LEADING MAN, who plays Jean, are both dressed in early 1900's costumes. The theater is pin-drop quiet as Amy performs, in complete command of her talents.

AMY
 (as Julie)
 ... Oh, I'm so tired. I'm not able to do anything! I can't repent, can't run away, can't stay, can't live -- can't die! Help me!

Stage left, in the --

WINGS

Amy's best friend, VINCE, 20s, gay, slender and fashionable, mouths the lines along with Amy as he sorts through costumes.

AMY (O.S.)
 (as Julie)
 You know what I should do, but I don't have the will to... You will it. You order me to do it!

ON-STAGE

Jean hands Amy a straight razor. She stares at it intently for a long beat. Then... LIGHTS OUT.

ON-STAGE - MOMENTS LATER

LIGHTS UP as Amy and the CAST take their curtain call. The APPLAUSE is thunderous as Amy takes her bow. Then another. And another. The audience rises to its feet.

INT. BACKSTAGE - COLLEGE THEATER - MOMENTS LATER

Amy, still in costume, wanders toward the dressing rooms. Everyone she passes congratulates her on her performance. Then, she enters the...

INT. DRESSING ROOM - COLLEGE THEATER - CONTINUOUS

As she enters, we switch to...

POV - VINCE'S IPHONE CAMERA

Vince, who we can see through the mirror, "interviews" Amy with his iPhone.

VINCE (O.S.)
 We're backstage with Amy Spencer, Saginaw Valley State's biggest drama queen. I mean, finest actress!

AMY

Funny. You realize this is the girl's dressing room, Vince.

Amy sits and begins taking off her makeup.

VINCE (O.S.)

Like I care. So tell us, when did you realize that you were going to be the biggest star Broadway has ever seen?

PROFESSOR CALISTA SIMON, 50s, tacky, with oversized glasses and funky jewelry, pokes her head in the door.

CALISTA

You really nailed it tonight, Amy. Bravo!

AMY

Thanks, professor.

CALISTA

Have you given any more thought to the MFA program at NYU?

AMY

I'd love it more than anything. It's just, you know, the money.

CALISTA

Well, it's not cheap. But it's the right place for someone with your talent. I'll write your recommendation, just say the word.

AMY

Thanks.

She exits.

VINCE

That is a woman in desperate need of a makeover.

AMY

You're the man for the job, Vince.

VINCE

Girl, I'm fashion design major, not a miracle worker.

CUT TO:

INT. TOMMY V'S (BAY CITY, MI) - LATER THAT NIGHT

Seated around a table at this local pizza joint are Amy, Vince, Amy's mother KAREN, mid-40s, Midwestern and solid, and her younger brother, IAN, 16, an indie rocker with a faux-hawk.

They all toast with glasses of root beer, and cheer Amy. Amy smiles.

KAREN

(to Amy)

You were wonderful, honey.

VINCE

Yay, Amy!

IAN

Yeah, you were awesome, Aim. Even though your character was a total bitch.

KAREN

Ian, language.

IAN

"Witch." I said "witch."

An older WOMAN and MAN heavy and Midwestern, both 50s, approach the table. The woman beams at Amy.

WOMAN

Well, now. Amy Spencer, our local star. You were something up there tonight.

AMY

Thanks, Mrs. Miller.

A beat. The WOMAN nudges her husband.

MAN

(looking at floor)

Huh? Yeah, 'was good. The parts I stayed awake for.

The WOMAN smacks the MAN.

WOMAN

He loved it. (To Karen, indicating Amy)
This one's going places, Karen.

KAREN

We sure hope so, Sylvia.

A beat. The woman looks at Amy, then pinches her face into a tragic mask and puts her hand over her mouth, stifling a sob.

WOMAN

(to Amy)

Your dad... would have been so proud of you.

They stand for a moment. It's awkward. Amy squeezes out a tight smile.

WOMAN

Well. Good night.

She and her husband walk away.

AMY

Really? That was necessary?

KAREN

She meant well, honey.

AMY

It's been six months.

IAN

Yeah, totally. Isn't there a statue of limitations on that kind of shit?

Karen shoots him a look.

IAN

I mean "crap."

Another look.

IAN

I mean "stuff."

KAREN

We should go. I have to be at work at five AM.

Karen stands. Ian doesn't.

IAN

But we just got here.

AMY

I should go, too. I have to work in the morning, then class.

VINCE

You most certainly should *not* go. There's a pitcher of Cosmos in my dorm room with your name on it.

AMY

Good, Vince. Mention alcohol with my mom right here.

KAREN

It's fine, honey. You go have a good time.

VINCE

See? Mother knows best.

KAREN

In fact, why don't you call in sick tomorrow. Ian will cover for you.

IAN

What? Are you serious?

KAREN

Aren't you saving for a new guitar?

IAN

As if. I'd rather sleep in.

KAREN

Come on, let's go. Have fun you two.

Ian reluctantly rises and follows Karen out. He turns and flips off his sister. Amy returns the gesture.

EXT. MAIN STREET (BAY CITY, MI.) - NIGHT

Amy and Vince stroll down the deserted street. All the stores are closed for the night.

VINCE

I just think there's more opportunity in Hollywood, is all.

AMY

That might be. But I'm going to New York when I graduate.

VINCE

Ah, yes. Wait tables, share a studio apartment in Brooklyn with nine of your closest friends. You're such a romantic, Amy Spencer.

AMY

I guess I am. New York just seems more... real. I have no respect for anyone who goes and sells their soul to the highest bidder, like in LA.

VINCE

You've never been to LA.

AMY

Okay. True.

VINCE

Let's do a hypothetical. You get offered a million dollars to star in a movie. Only it's not one of those snooty independent or foreign films you love so much, it's a move that *actual people might actually see*. And it co-stars... Rob Schneider.

AMY

Ugh.

VINCE

And action star Brad Rockwell. Do you do it?

AMY

Nope.

VINCE

Come on. A million dollars.

AMY

I can deal with being broke. At least I can live with myself.

They walk. Then...

VINCE

What's the story with Chris?

AMY

Who?

VINCE

Hello? The leading man from your play? He's pretty hot.

AMY

He is, I guess. I'm not really in a dating head-space.

VINCE

Who's talking about dating? You two need to hook up for some cheap, dirty sex.

AMY

Gosh, Vince, you're such a romantic.

Amy stops and stares in a store window at a FRAMED MOVIE POSTER: *Say Anything*, signed by Cameron Crowe.

VINCE

Really? You need *another* movie poster?

AMY

It's signed by Cameron Crowe. I've been saving.

She stares at it for a beat, then they continue on their way.

INT. KITCHEN - SPENCER HOUSE - AFTER MIDNIGHT

Amy enters quietly, a book bag over one shoulder, her waitress's uniform over the other.

Seated at the kitchen table, in her robe, Karen sorts through a huge stack of OVER-DUE BILLS. She tries to hid them from Amy.

KAREN

Did you have fun with Vince?

AMY

Yep, and I'm wiped. Going to bed.

Amy hugs Karen from behind. She catches a glimpse of the bank book's low balance and the overdue bills. She puts it together.

AMY (CONT'D)

I can take another shift at the diner.
I'll ask tomorrow.

KAREN

No. You're already doing too much.
We'll be fine. I don't want you
worrying. Promise me, no worrying.

AMY

I can't promise that.

KAREN

Well, try.

AMY

I promise I'll try.

Karen goes back to the bills. As Amy moves toward the stairs, she pulls a wad of tips from her waitress's uniform and slips it into her mother's purse.

INT. AMY'S ROOM - SPENCER HOUSE - MOMENTS LATER

A shrine to Broadway theater and independent/foreign films. The walls are covered with framed and signed posters of independent and foreign films. The shelves groan with DVDs, plays and books.

On top of her dresser sits a FRAMED PHOTOGRAPH of Amy, at age 8, with her FATHER. She unclasps her necklace, with a pendant on it that reads TO THINE OWN SELF BE TRUE. A gift from her father. She looks at it, then gently drapes it over the picture frame.

She selects a DVD from the shelf and pops it into her laptop. It's Fellini's *8 1/2*. Then, she lies back on her bed watching the opening credits, as she drifts off to sleep.

FADE TO BLACK:

EXT. DRIVEWAY - SPENCER HOUSE - DAWN

The sun comes up over the cold, quiet Midwest subdivision. Patches of snow melt away with the arrival of spring. The Spencer house is great need of landscaping and a paint job, but homey nonetheless.

Amy steps out in her waitress uniform, and exchanges a quick greeting with a PAPERBOY, who rides by on his bike. She's clearly up at this hour every day. Amy hops into her rattle-trap Honda and pulls off.

INT. COUNTER - FUZZY'S DINER - EARLY MORNING

Tired but cheerful, Amy refills coffee and serves up breakfasts to the working class crowd.

EXT. SAGINAW VALLEY STATE CAMPUS - DAY

STUDENTS mill about the quad, which is lined with trees. Amy, book bag over her shoulder, heads toward the performing arts center.

INT. BLACKBOX THEATER - PERFORMING ARTS CENTER - DAY

Amy enters a 99-seat theater and joins fifteen other eager, chatty DRAMA MAJORS. Calista Simon, the professor from before, emerges from the wings with a stack of papers and a video camera on a tripod.

CALISTA

Okay, gang, let's get started. Today we work on your cold reads.

She sets down the tripod and begins passing out scripts.

CALISTA (CONT'D)

This is a scene that takes place at a funeral. The character you're reading just lost both her parents in a car accident. You're only get a couple minutes to look it over, and then we'll go.

Amy's uncomfortable. Calista hands her the pages, then leans in.

CALISTA (CONT'D)
 (whispering)
 If you can't do this right now, I
 understand. But maybe you could use it.
 Your call.

Amy nods, and Calista moves behind the video camera.

CALISTA (CONT'D)
 (to class)
 Okay, let's have somebody.

POV - VIDEO CAMERA

A bouncy, red-headed, MUSICAL THEATER GIRL, jumps up. She performs hard, with a booming, affected voice.

MUSICAL THEATER GIRL
 (performing)
 "Everything's so different now. At
 school, nobody says anything. They just
 give me that stupid 'sympathy look.'"

NON-DRAMA MAJOR GIRL reads... Poorly.

NON-DRAMA MAJOR GIRL
 (monotone)
 "I don't know what to tell my little
 sister. I made fish sticks for dinner
 last night, and we just ate them off
 the tray."

BAWLING GIRL doesn't even form real words or sentences.

BAWLING GIRL
[Indiscernible through tears]

Calista looks around the room.

CALISTA
 Who hasn't gone yet? (Then) Amy?

Slowly, Amy stands and moves towards center stage. She takes a beat, then, quietly begins:

AMY (CONT'D)
 (reading)
 "Everything's so different now. At
 school, nobody says anything..."

Amy looks up from the script. As she does, the theater becomes --

INT. HOSPITAL ROOM - I.C.U. - DAY

-- where Amy's father, CARL SPENCER, late 40s, lies dying in a bed. He's hooked up to a respirator and E.E.G.

Amy stands over him. In Carl's hand is a PENDANT, which reads: To Thine Own Self Be True. He looks at Amy and drops the pendant into her hand, then closes his hand over hers.

Amy's eyes are red, but she does not cry. She looks up to see --

INT. BLACKBOX THEATER

-- the theater. Amy delivers the monologue quietly, bravely. It's pin-drop silent. She is brilliant.

AMY
(reading)
"...and that was it. They were just...
gone. I never got to say goodbye."

She slowly lowers the script and walks back to her seat.

INT. BLACKBOX THEATER - LATER

As the STUDENTS file out, Calista calls Amy over. She waits until the other students are gone.

CALISTA
Someone I know in Los Angeles who's
casting for a project, one I think
you'd be good for. I'd like to submit
the tape of your read.

AMY
Okay. What's it for?

CALISTA
She didn't tell me much. Just that it's
a Josh Stein project.

AMY
Seriously? I love Josh Stein! *Western
Eyes* took the audience award at this
year's Sundance.

CALISTA
Yes it did. (Then) He's looking for a
real Midwest girl.

AMY
What does that mean?

CALISTA
No idea. But maybe you're it.

EXT. LAGOON BEACH, (BAY CITY, MI.) - DAY

Bundled in coats and scarves, Vince and Amy sit atop a PICNIC TABLE near the edge of the water, overlooking the frigid Saginaw Bay. They read trashy celebrity magazines and eat snacks. They're the only ones there.

VINCE

God, I hate nature. Why are we here? I'm freezing my ass off.

AMY

It's the only place no one will judge me for looking at this crap.

VINCE

You're so in the closet.

They play "Spot the Celebrity Plastic Surgery."

VINCE (CONT'D)

(pointing at a magazine photo)

Had it. Had it. *Totally* had it.

AMY

God. It looks like he's wearing a chin strap made of human flesh.

VINCE

And her. Collagen lips, Botox, brow lift, lipo. She didn't look this good ten years ago.

AMY

Nobody respects these people. And it's sad, because clearly all they want is respect. You are officially authorized to shoot me if I ever wind up in these pages.

VINCE

Locked and loaded, girlfriend.

Amy points to a PICTURE of a smiling BRAD ROCKWELL, 30s, chiseled, handsome.

AMY

Had it.

VINCE

Brad Rockwell?! Bite your tongue. That man is ageless.

She looks at Vince.

AMY

Wait. Hold still! There's a bug on you.

VINCE

(freaking out)

Get it off! Get it off now!

Amy puts her hand up to Vince's face. Then she FLICKS his nose.

VINCE (CONT'D)

Ow! You are so dead.

Vince leaps up and chases Amy who runs down the beach, laughing.

INT. LECTURE HALL - SAGINAW VALLEY STATE - DAY

Amy takes notes as a deadpan ASSISTANT PROFESSOR drones on at a lectern while using an overhead projector.

ASSISTANT PROFESSOR

The next disorder in the DSM IV is called Pica, which causes cravings for substances that are not foods. Sufferers of pica are known to consume dirt, glue, sand, and cigarette butts. They're also known to enjoy my wife's cooking...

(holding for laugh)

Nothing? Okay, next...

Amy looks down to see her cell phone vibrating. It's a text from Professor Simon: "Come to my office ASAP."

INT. PROFESSOR CALISTA SIMON'S OFFICE - LATER

The office is as funky as she is -- African theater masks and odd sculptures are cluttered everywhere. Amy enters.

CALISTA

You remember that Josh Stein project I told you about? For my friend in Hollywood?

AMY

Yes?

A long beat, as Calista smiles at Amy. Then...

WE CUT TO:

INT. FIRST CLASS SECTION - AIRPLANE

Amy sits, reading a script and finishing a hot fudge sundae. She looks out the window. Then, she addresses the camera.

AMY

I know I said I have no respect for anyone who would go to LA. And I don't. It's not like I'm staying. I'm just going to audition for this thing...

(indicating the script)

...which actually seems pretty cool. It's a TV pilot, about a girl who loses her parents and then goes to live with her gay uncle and his boyfriend. Honestly, I can't believe they're putting it on TV. And it's Josh Stein.

The FLIGHT ATTENDANT comes by and collects her empty dish.

FLIGHT ATTENDANT

How was the hot fudge sundae?

AMY

So good.

The flight attendant leaves.

AMY

I've never flown first class. They give you hot fudge sundaes. Who knew? (Then) Anyway, I'm sure I won't even get the part. I'll be up against a bunch of stick-thin bimbos and won't stand a chance. No matter what happens, I'm still going to finish college and go to New York. This is just a great experience. (Pause) Right?

Over the loudspeaker, we hear:

PILOT (V.O.)

Ladies and gentlemen, we're about to make our descent into Los Angeles...

Amy brings her seat into the upright position as we:

CUT TO:

MONTAGE - UPBEAT MUSIC AS WE FOLLOW AMY:

- At LAX. Amy, pulling her ratty suitcase, walks past a SCRUM OF LIMO DRIVERS. She passes one who holds up a sign for "Amy Spencer." She stops and backs up slowly, surprised.
- In the back of a LINCOLN TOWN CAR, zipping through LA. This is a million miles from home. She looks around at the iconic scenery, trying not to be impressed.

- In the distance, she sees the HOLLYWOOD SIGN and rolls her eyes. Then, in spite of herself, she pulls out her cell phone and SNAPS A PICTURE.
- She sees a giant billboard on the side of a building for the film *Blood Vengeance 4*, world-famous action star BRAD ROCKWELL.
- The Town Car pulls up to the one of the TWIN TOWERS in Century City, and the Driver lets Amy out. She looks up, trying not to be intimidated by the size of the buildings.
- Amy enters CASTING OFFICE which overflows with gorgeous, stick-thin, giraffe-sized MODELS.
- Like a NEEDLE PULLED FROM A RECORD the MUSIC STOPS!

END MONTAGE.

INT. LOBBY - CASTING OFFICE - DAY

Amy's ignored by everyone as she stands awkwardly amongst the models. *Just like she figured.* Then --

LISHA (O.S.)
Amy Spencer?

Amy looks up to see LISHA, 20s, small but mighty, with dreadlocks and tattoos, holding a clipboard. She leads Amy down a movie poster-covered hallway.

AMY
That's not my audition?

LISHA
God, no. That's for some shampoo commercial. They're trying to find the one model in Hollywood who actually has rhythm. It's not going well.

AMY
They're all so skinny. How do they do it?

LISHA
I hear they eat toilet paper. It fills you up and comes out in your poop.

AMY
Seriously?

INT. LOBBY - KIM DECKER CASTING - CONTINUOUS

They arrive in a room filled with about twenty YOUNG ACTRESSES, who look, to varying degrees, much like Amy. She gulps again. Lisha hands her pages stapled together.

LISHA

Here's your sides. Have a seat. We'll call you in a bit.

Sides? Amy sits and looks at the paper she's been handed. Realizing it's a script, she turns to the BLONDE next to her.

AMY

Ah. "Sides" means script. Good to know.

Amy smiles. The BLONDE does not smile back, eyeing her coldly. *Welcome to Hollywood.* Amy unconsciously touches her PENDANT, then goes over the "sides."

TIME LAPSE:

As the hours tick by, Amy sits in the same spot as Girl after Girl is called in. She slowly falls asleep.

END TIME LAPSE

Amy snaps awake when --

LISHA

Amy Spencer?

She bolts upright, subtly wiping a spot of drool from her chin.

INT. KIM DECKER'S OFFICE - CONTINUOUS

Amy peeks her head inside. Seated at a table is KIM DECKER, 30s, African-American and stylish. An ASSISTANT, 20s stands behind a video CAMERA. To the side is a slender Asian man, 40s, ROSS WONG.

KIM

Don't be shy. We don't bite.

Amy comes in closer. Kim glances at her clip board.

KIM (CONT'D)

(reading)

You are... Amy Spencer.

(to Amy)

Your professor speaks very highly of you. Let's see your head-shot and resume.

AMY

Excuse me?

KIM

Your photo? And resume?

AMY
 (mortified)
 I... Professor Simon didn't say
 anything about that.

KIM
 Well. That's alright... We're kind of
 casting outside the box on this one.
 So, let's start. I'm going to have you
 read with Ross Wong. He plays your
 Uncle's Boyfriend.

Ross gives her a warm smile. Amy smiles back, trying to be calm,
 but she's sweating it.

They begin. Amy tries her best not to look at her script.

ROSS
 (reading)
 "Your uncle tells me you're starting
 the tenth grade this fall?"

AMY
 "Just come out and say it, Michael.
 You're freaked about having some crazed
 teenager invade your home with a ton of
 emotional baggage, who just lost her
 mom and dad."

ROSS
 (reading)
 "I wasn't supposed to bring that up."

AMY
 I... I...
 (she freezes)
 I can't remember the line.

KIM
 You can refer to your script. No one
 expects you to be off book yet.

Amy looks down at the script, shaken.

INT. TOWN CAR - LATER

Riding through Beverly Hills, Amy stares out the window. She's
 like a deer in the headlights -- completely overwhelmed. Her cell
 phone RINGS: Private Number. She answers.

AMY
 Hello?

TODD (V.O.)
 Amy Spencer?

AMY

Yes?

TODD (V.O.)

Todd Whitley, International Artists Unlimited. Kim Decker called, said you might need an agent about now.

AMY

Really? After the audition I just did, I kind of doubt it.

INT. TODD'S PORSCHE CARRERA - SAME

TODD, 30s, a fast-talking Hollywood power agent in an Italian suit, sits behind the wheel of his convertible.

TODD

(laughing)

That's hilarious, Amy Spencer! You're in the mix, or we wouldn't be talking.

INTERCUT AMY IN TOWN CAR AND TODD IN HIS PORSCHE AS NEEDED

TODD (CONT'D)

Here's the dealio: They liked what they saw. Tomorrow you'll be reading for the producers. And if that goes well, you test for the network. In order for that to happen, you have to have a signed contract for the show. You follow?

AMY

Um... no?

TODD

They're talking fifty for the pilot with a two-banger guaranteed, blah, blah, blah. That's way too thin. I'd like to talk 'em up to seventy-five. Provided I'm your agent. Am I your agent, Amy Spencer?

AMY

Um... yes?

TODD

Good call. You're in excellent hands, my friend. Keep your phone on, I'll hit you back with the numerals. Ciao.

Todd hangs up. Amy looks at her phone. She is speechless.

EXT. CHATEAU MARMONT - MOMENTS LATER

The Town Car pulls up to the iconic West Hollywood hotel, and a VALET opens the door. Amy steps out, wide eyed.

INT. LOBBY - CHATEAU MARMONT - MOMENTS LATER

A BELLBOY, pulling Amy's ratty suitcase, escorts her toward the elevators. Famous faces sit here and there, chatting: JAMES WOODS, QUENTIN TARANTINO, HOPE DAVIS, etc. These are people Amy knows and respects. She tries not to be star-struck. But... *Wow!*

INT. AMY'S SUITE - CHATEAU MARMONT - MOMENTS LATER

Gorgeous and airy. Amy enters. The Bellboy sets her bag down. She tips him then goes to the window just in time to witness a BREATHTAKING LA SUNSET. This is a zillion miles from Michigan, and it's not NYC. *But maybe LA isn't all bad...*

FADE TO BLACK:

EXT. CENTURY CITY TOWER - MORNING

The Town Car pulls up and lets Amy out. The Driver gives her a thumbs up. Amy smiles, then once again looks up at the building, she's slightly less intimidated.

INT. ELEVATOR - CENTURY CITY TOWER - CONTINUOUS

Amy, in a crowded elevator, is the only RIDER *not* on a cell phone. Each Rider says into his/her cell phone: "I'm in the elevator. I might lose you."

Then one by one, the cell PHONES GO DEAD to a CHORUS of "Shit," and "Dammit."

INT. LOBBY - KIM DECKER CASTING - MOMENTS LATER

Amy enters the lobby and sees only TWO OTHER GIRLS. As Amy sits, Lisha emerges with a stack of papers.

LISHA

Good, you're all here. These are your contracts. I figure by now your agents have vetted them, so just look them over and sign where indicated.

Amy takes a look at her contract, and sees the "seventy-five" Todd was talking about: \$75,000 for the pilot. *Holy shit!* Amy tries to hide her shock. Then quickly signs.

LISHA (CONT'D)

It's down to the three of you, but I'd get comfortable if I were you. It's gonna be a long day.

INT. AUDITION STUDIO - KIM DECKER CASTING - LATER

Amy enters to find Kim with a group of PRODUCERS, and --

KIM

Amy Spencer, this is Josh Stein.

A dead-ringer for Steven Soderbergh, JOSH STEIN, 40s, rises to his feet. Amy is star-struck, nervous and on the verge of gushing.

JOSH

Hello, Amy. Welcome. You ready?

AMY

I- I think so. I mean, yes. I am.

JOSH

Good. Well, let's --

AMY

-- Can I just say, I think you're absolutely incredible? *Western Eyes* was, like, my favorite film last year.

JOSH

Well, thank y --

AMY

And, so you know, I totally respect that you're doing TV. I'm just honored to be here and...

She trails off and notices everyone in the room staring at her.

AMY (CONT'D)

And now I'm just going to leave. And go home. And die.

JOSH

(laughing)

It's okay, Amy, you can relax. Why don't you go ahead and do the monologue from your first audition, and we'll take it from there.

Amy takes a deep breath. She's great, right from the start.

AMY

(as Autumn)

Everything's so different now. At school, nobody says anything. They just give me that stupid "sympathy look." But what are they supposed to say? "Sorry?" Has anyone ever come up with a good answer to that? It'd be better if people just said nothing.

(MORE)

AMY (cont'd)

I mean, I wasn't able to do anything. They were killed in a car accident. One call from the police, a trip to the hospital, and that was it. They were just... gone. I never got to say goodbye.

The ENTIRE ROOM is enchanted by Amy's read.

INT. ELEVATOR - CENTURY CITY TOWER - MOMENTS LATER

Amy goes down the elevator -- alone.

EXT. COFFEE BEAN & TEA LEAF - DAY

Amy, trying to calm herself, sips a latte at a table. An ACTRESS, attractive and fit, 30, sits at an adjacent table. She looks at Amy for a beat, then speaks:

ACTRESS

You've been back and forth all day. Audition?

AMY

Uh-huh.

ACTRESS

Me too. Some under-five for *Chuck*. God, they keep us coming back for the dumbest stuff. I've been up six times, and it's not even a recurring role.

AMY

(like she knows)

Oh. Yeah. Totally.

ACTRESS

But, it's better than New York. I did the whole Tisch MFA thing. I mean, it's a great program, but no one cares.

AMY

Did you do any theater?

ACTRESS

Some. But, you know, theater pays like, nothing. I got tired of living in a studio apartment with two other girls. And I had student loans up the wazoo. So I came to where the work is.

AMY

How's it been?

ACTRESS

Honestly? Not too great. But, you get what you can get.

She smiles, and Amy smiles back. On the table, Amy's cell phone VIBRATES. She stares at it for a full beat.

INT. ELEVATOR - CENTURY CITY TOWER - MOMENTS LATER

Amy reads over her sides as she goes back up the elevator, feeling more confident.

INT. AUDITION ROOM - KIM DECKER CASTING - LATER

The office is now packed with people, all watching the auditions. The same group of Producers are there, along with Josh and Kim. They're flanked by six NETWORK SUITS.

GREG FORSTER, 40s, handsome, salt-and-pepper hair reads with Amy.

GREG

(as Michael)

Your father wasn't all that happy with my... lifestyle. Look, I'm guessing this doesn't make much sense to you.

AMY

(as Autumn)

It would make more sense if I'd ever met you. Or heard of you. But, I'm screwed because I'm 16 and the will said go, so I went.

Kim and Josh subtly exchange a look. *She's good.*

EXT. SUNSET BLVD. - EVENING

Far from the sleepy streets of Michigan, Sunset zings with a constant stream of BEAUTIFUL CARS and BEAUTIFUL PEOPLE. Amy walks along, talking to Vince on her cell phone.

AMY

I don't think I got it. Which sucks, because now I think I actually *want* it. I mean, to work with Josh Stein...

INT. VINCE'S DORM ROOM - SAME

Vince wears a mud mask as he chats with Amy.

VINCE

You're such a dark little cloud, Spencer. You need a distraction. (then) Tell me what you've seen.

INTERCUT AMY ON SUNSET AND VINCE IN HIS DORM AS NEEDED

AMY

Fine. I walked past the Whiskey and the Roxy, and now I think I'm in front of the Viper Room...

She trails off, interrupted by SHOUTS and a LIGHTNING STORM OF FLASHBULBS coming from a scrum of PHOTOGRAPHERS. Their focus: pin-thin, blonde heiress ATHENA POWELL, 20s, and her POSSE.

AMY (CONT'D)

Whoa...

VINCE

What?

AMY

I think that's Athena Powell.

Vince SCREAMS with excitement!

VINCE

Oh my God! In the flesh?! Put her on!

AMY

Oh, whatever. She's famous for doing exactly nothing... She's way skinnier in person.

VINCE

More! Tell me more!

AMY

Vince, please. I'm just trying to find some place cheap to eat.

Amy's other line BEEPS. Caller ID: Private number.

AMY (CONT'D)

Can I call you back? Someone's on the other line.

As Amy answers, Athena, her posse, and the horde of Photographers close in on Amy. It's incredibly LOUD as everyone is SHOUTING.

AMY (CONT'D)

Hello?

TODD (V.O.)

Amy Spencer, Todd Whitley. Are you sitting?

AMY

(over the noise)

What?! I can't really hear you...

SLOW MOTION -- The crowd around Athena begins to move through and around Amy as if she isn't there.

TODD (V.O.)
You got it! You're Autumn!

AMY
I'm... Oh, my God.

Amy stands stunned as the crowd surrounds. Suddenly, SHE'S FACE-TO-FACE WITH ATHENA.

After a beat, the crowd flows past her and continues down the sidewalk to the POP-POP-POP of flashbulbs. Amy is left standing alone, trying to comprehend it all.

FADE TO BLACK:

INT. TOWN CAR - MORNING

Amy rides along, looking at a script. Then she looks at the camera.

AMY
My mom was thrilled, of course, when I called her last night. And Vince, God, I thought he was going to have a heart attack. (Then) It's just a pilot, and everyone says most pilots don't even get picked up. So I'll just film it, and then I'll go home. Simple as that.

EXT. ENTRANCE - STUDIO LOT - MORNING

A Town Car pulls through the gates, up to an enormous studio lot. The Driver hops out, goes to the rear passenger door and opens. Amy climbs out, and gapes up, dwarfed by the endless rows of sound stages.

AMY
(to herself)
Holy shit.

The car pulls away, and Amy looks at a note with the studio number on it. She heads off into a --

EXT. CORRIDOR BETWEEN STAGES - STUDIO LOT - MOMENTS LATER

-- and is completely turned around. A TROUPE OF ROMAN SOLDIERS passes by, followed by a group of ZOMBIES.

She turns a corner and nearly BUMPS into DAN, 25, nerd-ish good-looks, on a wiry frame. He holds a precarious stack of Starbucks cups that he balances with his chin.

Dan staggers back and catches his balance, narrowly avoiding a massive spill of hot beverages.

AMY
Oh! I'm so sorry.

DAN
No problem. Crisis averted.

He backs up and motions for her to go through.

DAN (CONT'D)
After you.

AMY
No, no, you go. You're the one with the leaning tower of coffee.

DAN
Thanks.

He starts to walk past, and notices Amy's bewildered look.

DAN (CONT'D)
Do you need some help?

AMY
I'm lost. Do you know where 94F is?

DAN
Autumn Leaves?

AMY
Yeah. How'd you know?

DAN
I work on the show. I'm Dan. Are you the new Autumn?

AMY
Apparently.

DAN
Well, apparently, you're awesome.
Follow me.

Amy walks alongside Dan.

AMY
What do you do, Dan?

DAN
I'm a writer.

AMY
Really? You write the show?

DAN
No, I'm one of the writers.

AMY
Still, sounds pretty important.

DAN
(with a smile)
Yeah, they always send the most important guy in the room to get coffee.

They stop in front of a TRAILER.

DAN (CONT'D)
This is my stop. You go down three buildings, make a left, then another building, then a right. Piece of cake.

AMY
Yeah... piece of cake.

DAN
You'll get the hang of it. So I guess I'll be seeing you around.

He continues balancing the coffee, as he opens the door.

AMY
Good luck with that.

Dan smiles at her, as Amy wanders toward another --

EXT. CORRIDOR - STUDIO LOT - MOMENTS LATER

-- and walks up to a building after following Dan's directions. She pulls a giant door open and steps into --

INT. SET OF THE PRICE IS RIGHT - CONTINUOUS

Wrong turn, but cool! Amy stops and gawks at the iconic set. Tentatively, she walks around, looking at everything. She stands in front of the big wheel, and looks around. No one's watching. She grabs it and gives it a spin. Then...

A piece BREAKS OFF IN HER HAND. *Uh-oh.*

Lisha appears at the door.

LISHA
Amy! What are you doing in here?

AMY
I have no idea.

She subtly DROPS THE BROKEN PIECE to the floor.

LISHA
 (into her headset)
 Found her. We're on our way.
 (to Amy)
 You nervous?

AMY
 Pretty much.

LISHA
 Don't be. You're the best thing to
 happen to this show. Honestly, they
 were about to flush the whole thing
 until you came along.

AMY
 But no pressure.

LISHA
 Right. Follow me.

Lisha exits and Amy follows.

EXT. STUDIO LOT - CORRIDOR

Lisha walks quickly. Amy struggles to keep up.

LISHA
 Just do what you're here to do. Try to
 stay on Deb's good side, if you can
 find it. No one else has.

AMY
 Who's Deb? Have I met her?

LISHA
 You'd know if you met her. She's the
 executive producer. And, as of today,
 I'm her assistant.

Lisha opens the door to the --

INT. AUTUMN LEAVES PRODUCTION OFFICE - STUDIO LOT - CONTINUOUS

-- where the full PRODUCTION STAFF is busy at work. Lisha enters
 with Amy in tow. They walk past a table over-flowing with food.

LISHA
 That's the craft services table.

Amy stops, grabs a Pop-Tart, opens the wrapper, and devours it.
 Lisha watches her, surprised to see an actress actually... eat.

LISHA (CONT'D)
 Oh... Okay.

Lisha stops before they approach THE CAST, who stand in a group, chatting and drinking coffee. She leans in to Amy and whispers:

LISHA (CONT'D)

Just a heads-up. Nobody's happy to be back re-shooting, so tread lightly.

(indicating)

You met Greg at your at your audition. He plays your uncle. We have to get started soon, since he only shoots 'til 2, and then it's happy hour.

(makes a drinking motion)

Lesson one: Assistants know everything.

(points at Ross)

Anyway, you also you met Ross. He's the only cast member who's actually gay.

Last, Lisha points at MICHELE MCCANN, early 20s, a stick-thin, glamor-girl with a perfectly toned body.

LISHA (CONT'D)

That is Michele McCann. She plays Autumn's best friend, Amanda. Her dad's an exec at the network, but she claims she auditioned under an alias. Whatever.

JOSH

Amy!

Josh Stein approaches, gives Amy a hug.

JOSH (CONT'D)

The minute I saw you, I knew you were my Autumn.

Following Josh's lead, the rest of the Cast introduces themselves to Amy. Lisha gets a message in her headset.

LISHA

She's coming.

JOSH

Already?

AMY

Who?

EXT. DEB LEARY'S OFFICE - STUDIO LOT - SAME

DEB LEARY, late 40s, heavy and unkempt in an ill-fitting pantsuit. A two-faced shrew whom everyone treads lightly around. She shuffles out of her office expecting, and finding, a CHAUFFEURED GOLF CART, pimped out with a Blu-Ray/LCD player. She's on her iPhone.

DEB
 (in phone)
 Absolutely, darling. We're thrilled to
 have your backing, absolutely thrilled.
 Lunch soon? Okay, bye.

She ends the call as she steps into the golf cart and sits. It
 heaves to one side under her weight.

DEB (CONT'D)
 (to herself)
 Cheap-ass bitch..
 (to her Driver)
 Well? The fuck are we waiting for?

The DRIVER pulls out and goes exactly 100 feet. As the cart pulls
 up to the production office, Lisha appears and hands Deb a cup of
 coffee, which Deb takes without a word as she walks into the --

INT. AUTUMN LEAVES PRODUCTION OFFICE - STUDIO LOT - MOMENTS LATER

-- where there's instant silence. Deb now commands the room. She
 is an enormous, unpopular, presence and everyone takes note.
 Uncomfortable nods and smiles are thrown her way; they're not
 returned. Josh finally breaks the silence.

JOSH
 Amy, this is Debra Leary.

AMY
 Hi! Nice to meet you.

Amy holds out her hand, but Deb doesn't take it. She just looks
 Amy up and down.

DEB
 Let's hope you're better than that last
 train wreck we had.

Amy swallows hard. A full beat. Deb LAUGHS loudly, and smacks Amy
 on the arm, hard.

DEB (CONT'D)
 I'm kidding, girly! Lighten up! Well,
 we have a show to reshoot. Let's go!

Deb smiles an exaggerated GRIN, her signature.

INT. COSTUME ROOM - AFTERNOON

Two COSTUMERS, female, 50s, hand Amy skirt. Deb and Lisha look on.

COSTUMER ONE
 Try this on.

Everyone looks at Amy expectantly. A beat.

AMY
Where do I change?

DEB
Right here.

Amy, looking around, slowly changes out of her clothes. The two Costumers look her over and chat as if she isn't there.

COSTUMER ONE
They're *really* going in a different direction.

COSTUMER TWO
She's taller than the last one.

COSTUMER ONE
Heavier, too.

Amy tries to ignore the comments as she struggles to pull on the skirt. It gets stuck halfway up. It's painful to watch. Lisha turns away.

DEB
Get her to set as soon as you stuff her into those.

Deb and Lisha leave. Amy looks helplessly at the Costumers.

INT. AUTUMN LEAVES SET - SOUND STAGE - LATER

The CREW dresses the set to look like a family diner. In a booth, chatting casually, is the CAST: Greg, Ross, and EMILY, an adorable ten-year-old actress.

Amy, on the other hand, is a nervous wreck. The director, PAUL, 40s, the D.P., MARCUS, late 30s, and Josh throw last minute instructions at her.

The Costumers, HAIR and MAKE-UP touch up Amy as she tries to absorb it all. Deb hovers about like a hawk.

PAUL
The only thing you need to worry about is staying in the shot.

MARCUS
And hitting your mark.

PAUL
Oh, and when you eat, try to chew on the same lines. For continuity.

MARCUS
You shouldn't really eat. But, if you do, take small bites.

JOSH
You're doing great, Amy.

Everyone retreats behind the camera, except Amy. Paul leans over to Costumer One.

PAUL
How'd you fit her in the skirt?

COSTUMER ONE
Trade secret.

As Amy turns around to get into position, we see that her skirt has been slit up the back and is being HELD TOGETHER WITH TAPE.

PAUL
Okay, back to one, everybody.

Amy steadies herself, takes a deep breath.

CAMERA'S POV - A CAMERA ASSISTANT WITH CLAPPER STICKS.

CAMERA ASSISTANT
Autumn Leaves, scene 12, take 1.

PAUL (O.S.)
And... action!

Amy, as Autumn, enters and over-steps her mark, walks out of frame. She stands there, headless.

AMY (V.O.)
Uncle Michael, we need to talk.

BACK TO SCENE

PAUL
Cut! Amy, you walked out of frame.

As the Crew resets, Emily, the 10 year-old, goes over to Amy.

EMILY
Can I show you something? When you have to hit a mark, just stand on it, then walk backwards and count your steps. Then just remember the number and walk.

AMY
Oh, okay... Thanks.

EMILY
Don't worry. It took me until I was nine to get the hang of it.

As Paul hops behind the camera, Amy takes Emily's advice and counts her steps backwards.

PAUL
Okay, people, back to one.

PAUL (CONT'D)
And... action.

CAMERA POV - CLAPPER TAKE 2

Amy makes her entrance. She keeps her head up this time, but we can see her mentally counting, causing her to walk oddly.

PAUL (CONT'D)(O.S.)
Cut! Amy, you're walking... weird.

As everyone resets, Amy glances over to see Deb watching her. Amy smiles at Deb meekly. Deb glares back, not smiling.

CAMERA POV - CLAPPER TAKE 5

Amy's seated in the booth, she takes a huge bite of fries.

AMY
(with her mouth full)
I just don't know what to think.

PAUL (O.S.)
Cut! Too big a bite.

Amy stands and starts walking off camera. She notices the tape on her skirt begins to come undone.

CAMERA POV - CLAPPER TAKE 6

Amy walks in, stiffly, trying to keep her taped skirt from falling off. But, she hits her mark perfectly.

AMY
Uncle Michael can we--

The TAPE ON THE BACK OF AMY'S SKIRT GIVES WAY, leaving her bottom bare except for her HUGE GRANDMA PANTIES. She's MORTIFIED.

PAUL
(gently)
Cut...

INT. HALLWAY - SOUND STAGE - NIGHT

Amy emerges from her dressing room and heads for the door, head hung low. Josh chases her down.

JOSH
Got a second?

AMY
I'm fired, right? Please give me
another chance. I can do it. It was my
first day, I --

JOSH
(laughing)
You're not fired. Come on, let's go get
a bite to eat.

INT. CANTER'S - LATER

Josh and Amy sit in a booth near a window looking out on Fairfax
Blvd., eating matzoh ball soup.

AMY
... At the end of the *Bicycle Thief*, when
the father gets arrested. He just wanted
to provide for his family, but he made
this horrible mistake. And, you see it
all in his face -- everything. That's
when I knew I wanted to be an actor.

JOSH
How old were you?

AMY
Ten.

JOSH
Good God. When I was ten, I was playing
with Star Wars action figures.

AMY
My dad and I watched it together.

JOSH
Hip dad.

AMY
The best.

She unconsciously grabs her PENDANT and rubs it.

JOSH
He give you that?

Amy nods.

AMY
To thine own self be true.

JOSH
I see a lot of me in you, you know.

AMY

You do?

JOSH

You're a purist. And, you feel guilty you're not in New York, starving for your art like everyone else.

AMY

Um... yeah.

JOSH

Don't. There's no honor in starving.

AMY

Didn't I read you lived in New York with three roommates, and worked at a video store while you made *King of America*?

JOSH

Not by choice. Everyone wants to make money for what they do. That's why I jumped at the chance to do this show.

AMY

Why? I mean, no offense, but it's TV. My dad used to think television was responsible for the dumbing down of America.

JOSH

It's easy to knock TV. But it's changed. We can do our art. And reach about ten million more people than have ever seen my films. I'm proud of this show. We have a chance to do something special here. You know?

He smiles at Amy, and she smiles back. Maybe he's right...

SERIES OF SHOTS OF AMY SHOOTING THE PILOT:

- On set, shooting. In an emotional scene Amy slams a glass on a food-laden table, which wobbles, then tips over, spilling everything on the floor. Amy looks mortified, then... She bursts into LAUGHTER with everyone else.
- Chateau Marmont lobby, late at night. Amy's nearly alone. Empty coke cans surround her as she studies her script.
- On set, Amy does a monologue. She now commands the camera. Even the CREW is in rapt attention. She finishes the scene, Josh nods his approval.
- Amy arrives back in her hotel room. She goes to a dresser, the clock reads 1:14 AM.

She gently removes her NECKLACE, then drapes it over a picture of her father. She catches her reflection in the mirror and stares at herself for a long beat. Proud, she smiles.

EXT. MALIBU HOME - DECK - SUNSET

On location, the entire cast and crew has gathered to watch Amy complete her final scene of the pilot. Paul addresses the cast.

PAUL

Martini shot everybody! Sun's going down, we've got one chance to get this. Ready? And... action!

Facing the sunset, Greg (as Michael) sits at a table. A plate of cut fruit sits in the middle. Amy (as Autumn) enters, hits her mark perfectly, stands next to the table and looks at the sunset.

AMY

It's beautiful.

GREG

It's like this every night out here.

She sits in the empty chair, grabs a slice of melon and takes a small bite.

AMY

If it's okay, I think I'd like to stay.

Greg nods, smiling at Amy as the sun sinks below the horizon.

PAUL

Cut! And that's a wrap!

Everyone turns to Amy and APPLAUDS. She smiles, and Josh emerges and gives her a hug. *She made it!*

INT. CHATEAU MARMONT - AMY'S SUITE - NIGHT

Amy sits on her bed, watching her favorite movie, *Say Anything*. She mouths along the dialogue with the actors. ON SCREEN: Lloyd kicks a broken bottle out of Diane's way.

A KNOCK calls her to the door. She hops up and opens it, revealing a BELLBOY who holds a box.

BELLBOY

This came for you earlier.

AMY

Thanks so much.

Amy opens the gift-wrapped package. Inside are six cupcakes with blue frosting, and a note: "Happy 21st Birthday! Love, Mom."

AMY (CONT'D)
Blue cupcakes! *Awesome!*

She grabs her cell phone and starts to dial her mother. Then...

AMY (CONT'D)
(to herself)
Time difference...

Another KNOCK. Amy looks at the door. *Seriously?*

AMY (CONT'D)
(to door)
Another birthday delivery?

VINCE (O.S.)
In a manner of speaking.

AMY
Oh. My. God!

She flings open the door. IT'S VINCE, holding a bottle of CHAMPAGNE and several suitcases.

VINCE
Happy birthday, darling!

Amy SCREAMS with joy, jumping up and down, hugging Vince.

INT. BAR MARMONT - LATER

The two sit at a table in the dimly lit bar, sipping cosmos. Beautiful people mill about. Sexy music THUMPS underneath.

AMY
I'm completely exhausted. I should have been asleep hours ago.

VINCE
Which is exactly why I'm here. A girl needs a drink, or six, on her 21st. So now that you've "wrapped the pilot," what happens next? See, I'm already speaking like a local.

AMY
Impressive. Now we wait to see if the network likes it. That usually takes months, but this is for the fall schedule, so I should know soon.

VINCE
And Little Miss "I Hate TV" actually wants this to happen?

AMY

It's easy to knock TV. But I'm proud of this show, and we could reach millions of people. It's like I'll be making a one-hour film with Josh Stein every week. Which is a total dream come true.

VINCE

And, if not...

AMY

Then I get to go home with you. It's a win-win.

VINCE

Except... I'm not going back.

AMY

What?

VINCE

Michigan, school, my parents, they're all in the rearview.

AMY

Are you serious?

VINCE

I am. Life begins today!

AMY

Wow...

Vince looks everywhere, gaga at the people, especially the men.

VINCE

Okay, new game: Gay/not gay.

Vince points at a HANDSOME GUY, then a BUTCH-LOOKING GUY, then a VERY GAY-LOOKING GUY all sitting around the bar.

VINCE (CONT'D)

Gay... gay... not gay.

AMY

(indicating the last guy)

Not gay?

VINCE

Nope. He's just stylish.

AMY

You are so going to fit in here.

INT. AUTUMN LEAVES PRODUCTION OFFICE - MORNING

The CAST and CREW of *Autumn Leaves* have gathered around a large conference table, headed by Deb. Amy walks in and scans the room. There's no open seats. She sees Lisha and approaches. Lisha chats with Dan, the cute writer Amy met on the first day of the pilot.

AMY

Hi.

LISHA

Hey! -- You remember Dan?

AMY

Coffee man! How could I forget?

Dan hops up, offering his chair.

DAN

Here, take my seat.

AMY

No, that's okay.

DAN

Actors sit. Writers stand. Showbiz 101.

AMY

Well, thanks.

Amy sits as Deb stands and flashes her smile. *This is Good Deb.*

DEB

I called you all here with incredible news! The network adored the pilot, so, drum roll... We've been green lit for 13 episodes! *Autumn Leaves* is officially a show!

Everyone stands and CHEERS! Amy is completely stunned.

INT. AUTUMN LEAVES PRODUCTION OFFICES - LATER

Amy stands alone, outside the conference room. She addresses the camera.

AMY

I know what you're thinking. I --

Cutting her off is CARLY, 20s, a power girl wearing a power suit. She yanks Amy by the arm away from the camera and takes her down a hall.

CARLY

There's no time for that. Come with me. We have a ton of work to do.

They walk down a...

INT. SERIES OF HALLWAYS - AUTUMN LEAVES PRODUCTION OFFICES - LATER

AMY

(in a daze)

Oh my god... oh my god...

CARLY

Yes, congrats and all that. Now listen, we start shooting in two months. If you're going to be the face of *Autumn Leaves*, we're going need to do a complete image makeover.

AMY

A what?

CARLY

And you will be required to lose 20 pounds.

AMY

(snaps out of it...)

Wait. Josh wants me to lose weight?

CARLY

Not Josh. Deb.

AMY

But, isn't this *Josh's* show?

CARLY

Of course. But he agrees with Deb that we need to have our *Autumn* appeal to a wider audience. Now, how about your parents? Are they healthy?

AMY

My father... died.

Carly stops walking, gives Amy a millisecond of sympathy.

CARLY

Oh. I'm so sorry... May I ask --

AMY

He had a heart condition.

CARLY

Were there any other issues? Not to sound harsh, but we don't want the *Enquirer* digging up that your dad was some crazy drug addict who'd just been released from prison and died doing speedballs at a strip club.

Amy stops walking, stares angrily at Carly.

CARLY (CONT'D)

Let's move on.

They walk again.

CARLY (CONT'D)

What about sex?

AMY

What about sex?

CARLY

Have you had it?

AMY

Yes.

CARLY

Any sex videos of you out there?

Amy stops again.

AMY

God no! I'm from Michigan. We don't videotape ourselves having sex!

CARLY

Sweetie, *Madonna's* from Michigan.

They disappear down another hallway and into a --

INT. CONFERENCE ROOM - CONTINUOUS

-- filled with slick P.R. STAFFERS. Each has a a large, three ring binder, titled: "Amy Spencer Report." At the helm is SONDRA, 30s, intense, black Prada pantsuit.

Amy thumbs through the binder, surprised by sections with headings like "17-24 Appeal," "Weight and Measurements" and...

SONDRA

... "Marketing." She's too old for the child-star angle. And the "sexy-virgin" thing has been done to death.

CARLY

How about the "Cinderella story?" It plays well with the 'tweeners.

SONDRA

Done. Let's move on.

Sondra points to Michael. He produces a carton of American Spirit Light cigarettes, and slides them to Amy.

MICHAEL

We're not saying you should smoke. We're not even legally allowed to insinuate that. However, cigarettes are an appetite suppressant.

AMY

They also cause lung cancer.

MICHAEL

These are all natural. Mary Kate and Ashley both smoke, and look at them.

Everyone flips pages in their binders.

SONDRA

Okay, "name." Spencer is fine, but Amy polls extremely low. It's anonymous-sounding, not what we're going for.

LISA, a woman in her 40s pipes up.

LISA

How about Guinevere or Pixie?

Amy reacts in horror, mouthing the name, "Pixie."

SONDRA

Guinevere sounds like a hurricane, and Pixie would mean a bob haircut, and that won't work with her... frame.

CARLY

I have "Star." It's a perfect combination of Hollywood and real folks. Also, it's alliterative.

SONDRA

Star Spencer. I love it. That's the one. Moving on. "Charity." This is a controversial, gay-themed show, so there will be backlash. We need to gain points in the Midwest and the south --

AMY

I'm sorry, but can I ask a question?

SONDRA
Go ahead, Star.

She's momentarily taken aback by her new "name."

AMY
Can we do that? I mean, just change my name? I just did the pilot as Amy Spencer.

SONDRA
Trust me. When we're done with you, no one will remember Amy Spencer.

INT. SWANKY BEVERLY HILLS SALON - DAY

Amy sits in a chair as KEN PAVES gives Amy a top-to-bottom make-over. A NUTRITIONIST, female, 20s, sets a "Rules of Weight Loss" binder in Amy's lap and replaces Amy's coke with a Diet Red Bull.

INT. EQUINOX - CENTURY CITY - DAY

A posh fitness spa. A buff, tanned TRAINER squats next to Amy, counting as she sweats out abdominal crunches.

INT. COLONIC ROOM - COLON HYDROTHERAPY SPA - DAY

Clad in a towel, Amy lies on her side on a table. A WOMAN enters and flips on the colonic machine. She squeezes lubricant onto the end of a white tube and comes at Amy's nether region with it. At the last moment, Amy hops up off the table.

COLONIC WOMAN
You can lose a good five pounds.

Amy slowly sits back down.

INT. CHATEAU MARMONT - AMY'S SUITE - DAY

Vince watches as BRIANNA, 30s, impeccable make-up and dress, speaks with a clipped British accent, snaps a photo of a smiling Amy on a digital camera. Brianna shows the picture to Amy and Vince on her laptop.

BRIANNA
Darling, time for tough love: When you smile like this, you look like an imbecile.

Brianna pulls and pushes at Amy's face.

BRIANNA (CONT'D)
Stick out your chin. Less teeth, close your lips. There we are.

She hands Amy a mirror.

BRIANNA (CONT'D)
This is acceptable. Practice *this* smile
 every night until you've got it down.

Amy holds up the mirror and smiles the smile.

BRIANNA (CONT'D)
 Now, clothes.

Amy is dressed in her usual ALL BLACK ATTIRE.

BRIANNA
 This will *never* do.

VINCE
 That's what I keep telling her.

BRIANNA
 And, what would you have her in?

Vince selects and hands an outfit to Amy, who heads off to change.

BRIANNA
 Interesting choice. Modern, stylish.
 Yet not over-powering. I like it.

Amy emerges from the bathroom dressed in boutique jeans and a
 Dolce & Gabana jacket. She looks amazing.

VINCE
 Oh my god, Aim, you look hot!

AMY
 You think?

BRIANNA
 Of course. You know, Vince, I could use
 an assistant of your caliber.

AMY
 I'm not sure I can afford any of this.

BRIANNA
 Darling, these aren't for sale; they're
 yours. They're on the network. They
 can't have you out in public looking
 like... well, looking like you. Now,
 Star, please practice your smile. And,
 Vince, call me. I'm off.

Brianna exits. Amy and Vince pause for a moment, staring at each
 other and the GIANT PILE OF DESIGNER CLOTHES. Then...

AMY
 (shouting)
 Clothes fight!

The two start hurling clothes at each other, laughing. Amidst the blizzard of clothes, Amy is... happy.

INT. AUTUMN LEAVES SET - MORNING

The CAST and CREW slowly get into gear. Deb emerges with an unknown face, CHAD LARSEN, late 30s, dressed like a 20 year-old hipster complete with sideways baseball cap.

DEB

Where is Amy? I mean, Star? Where is Star?

Amy, who has been in the crowd unnoticed, pipes up.

AMY

I'm here.

AMY VERSION 2.0 EMERGES, TRANSFORMED: tanned, blonde, stylish, gorgeous, smiling her smile. She is now "Star."

The Cast and Crew react, shocked and awed by her new look. Deb looks the new Amy up and down. Michele, upstaged, stares daggers at Amy. Dan approaches.

DAN

Wow. You look... totally different.

AMY

Different-good or different-bad?

DAN

Different good. Not that you were bad before. Because you weren't. You looked great before. And now you look even more... greater... er... Did I mention I'm a writer?

AMY

You're a dork.

DAN

So I'm told.

A beat, as they smile at each other.

DEB

Alright, everyone. I want to introduce you all to the incredible Chad Larsen. Chad is our new creative force and show runner.

CHAD

What up? Mad stoked to be here. Just wanna say, *Autumn Leaves* is gonna be off the hook.

(MORE)

CHAD (cont'd)
 We're lookin' to be the next *Gossip Girls*. And I know you're all down with that.

What?! Amy is shocked and confused, as Deb CLAPS LOUDLY.

EXT. SANTA MONICA PIER - DAY

Cast and Crew do their thing as cameras roll. Amy (as Autumn) and Michele (as Amanda) wander down the boardwalk.

POV CAMERA

MICHELE
 OMG, Autumn! Did you hear what Dylan just said about you?

AMY
 Dylan? I didn't even think he, like, knew I existed.

The CAMERA CLOSES IN on Amy's face. She looks great.

BACK TO SCENE

CHAD
 And cut. That's a wrap, y'all. Star, that was off the heazy. See you next week.

Is he serious with this? Amy smiles politely at Chad.

EXT. KING'S ROAD CAFE - AFTERNOON

Amy and Vince sit at this see-and-be-seen cafe, a WAITRESS re-fills Amy's coffee. Vince stares open-mouthed at Amy's paycheck. It's a the biggest check he's ever seen.

AMY
 They've changed everything, Vince. The writing is absolute garbage. And the guy that replaced Josh is a complete tool.

VINCE
 So, why'd they replace him?

AMY
 Apparently Josh refused to change the show, so they fired him! From his own show!

Vince looks up from the check to Amy, shooting her an "are you kidding me with this?" look.

AMY (CONT'D)

I know, it's a ridiculous amount of money. And, Josh said not to starve for your art...

VINCE

But...

AMY

But it's not the same show. It's not Josh Stein. And, I don't think my dad would approve. I mean, they offered him a job at U of M, but they wanted him to change his whole curriculum, so he said no.

Amy unconsciously plays with her pendant.

VINCE

But...

AMY

But, with this job, I can pay off his hospital bills. And now, the house is getting foreclosed on, I could stop that. I could pay it off. I could change everything. But...

Amy is getting really worked up. She reaches for her coffee cup. Vince snatches it from her and puts it aside.

VINCE

You've had enough coffee.

AMY

Vince, I don't know what to do.

A CITY BUS pulls up with a giant ad: "Fall TV Has a New Face: *Autumn Leaves*," with Amy smiling on it. Their backs to it, neither Amy nor Vince see it.

VINCE

Look, we all know you aspire to be the next darling of Broadway, blah, blah, blah. But you have a better shot at that as Star Spencer the fabulous TV star, as opposed to Amy Spencer the nobody.

Some DINERS look at the ad and then at Amy, making the connection. They subtly point and whisper.

AMY

You're right... I think.

VINCE

Thank you.

AMY

Now give me back my damn coffee.

Reluctantly, Vince slides the cup to her.

INT. DEB'S OFFICE - MORNING

Large and impressive. A floor-to-ceiling case contains numerous Emmys and awards. Deb sits behind a glass desk. Amy sits in a chair facing her, waiting for Deb to speak. She doesn't.

AMY

I, um... I guess I'm a little disappointed that Josh isn't involved anymore. I thought his vision was the essence of the show.

DEB

Oh?

A long, uncomfortable silence. Then --

AMY

But it can still be a good. And, so, I've decided I'd like to continue be a part of it anyway.

Here comes Bad Deb.

DEB

You little hayseed. Do you really think you have any say in the matter? You are here because the "powers that be" want you here. And it wasn't me. You weren't my first choice. You weren't even my fifth choice.

(stands)

And as for you "deigning" to continue to do our little show, allow me to remind you that you are *under contract*.

She produces it, and dons a pair of reading-glasses.

DEB (CONT'D)

(reading)

"The undersigned..." That's you.
 "...shall be herewith attached to any and all future projects related to *Autumn Leaves* in perpetuity, with right of refusal at sole discretion of Producer." That's us. We decide. You do the show, or you're fucked.

Amy goes pale. Deb smiles, reveling in her power.

DEB (CONT'D)

Now that we understand each other,
polling indicates viewers would like
Autumn to be *thinner*. This isn't an
"issues" show about fat people. Get me?

Deb's heavy arms wobble as she punctuates her words.

AMY

But, I've already lost 20 pounds!
Besides, I thought Autumn was supposed
to be a real Midwest girl.

DEB

Please. "Hollywood" Midwest. Not...
(gestures at Amy)
...that. No one wants to see *that*. Not
on prime time. Lose 15 more pounds.

Then good Deb returns. She pulls a bottle of BLACK PILLS from her
drawer, slides it over to Amy.

DEB (CONT'D)

I know it can be hard. When you get
hungry, take one of these. See you
tonight at the premiere party.

Amy stares at the bottle as Deb flashes her trademark grin.

INT. GREG'S HOUSE - NIGHT

A classic Hollywood Hills mansion hosts the *Autumn Leaves* premier
party. It's full swing. The entire CAST, CREW and PRODUCTION STAFF
are assembled, along with countless others. Members of the PRESS
hover. The place is packed.

On several LARGE SCREEN TV'S: The final scene of the pilot plays,
then the CREDITS ROLL.

APPLAUSE fills the room. To one side, NEWS CAMERAS ROLL. An
ENTERTAINMENT REPORTER interviews Greg, who's sloshed.

GREG

... as I always say, it's just great to
be working.
(he spots Amy)
But here's the real "star" of our show!
Star, come on over here!

Amy slowly walks over, stands awkwardly with Greg. She tries to
avoid his 100-PROOF BOOZE BREATH. Off to the side.

INTERCUT GREG'S HOUSE & CAMERA POV AS NEEDED

REPORTER

Hello! Star Spencer, who plays the leading role as Autumn in tonight's premiere of *Autumn Leaves*. You excited?

AMY

A little overwhelmed, actually.

REPORTER

Well, you look fabulous. Do you think people in your home town in Michigan will be offended by *Autumn Leaves*?

AMY

Because of the gay thing? No. People think Midwesterners are a bunch of homophobes, but... Well, some are. A lot, actually. But it's good. I mean, you don't see a lot of gay people on TV.

REPORTER

Unless you count most soap operas or the entire Bravo lineup. Or Ellen.

AMY

(laughing)

Oh, sorry, I don't watch much TV.

REPORTER

Um, okay. Well, good luck with the show, Star. It looks like it's going to be a major hit!

SERIES OF SHOTS OF AMY'S POPULARITY GROWING:

- Vince and Amy walk through West Hollywood. They stop at a Magazine Stand. Amy's face is splashed across *TV GUIDE*. Vince excitedly grabs one pointing out Amy, in person and on the magazine, to everyone who walks by.
- Back in Kawkawlin, the FORECLOSURE SIGN is removed from the front lawn of the Spencer home. Karen watches, smiling.
- Vince and Amy emerge from a store with bags of new clothes. A FAN stops Amy and asks for her autograph. She happily obliges.
- On-set, Amy sits with Emily, running lines. Emily munches cookies, and Amy eyes them enviously. Instead, she takes a disappointed bite of a celery stick.
- In the Spencer home, Ian's wide eyed as he opens a box. A new Les Paul is inside with a note: Rock on! Love, Amy!

-- Vince and Amy pass another NEWSSTAND, with *Hollywood Reporter* and *Variety* both praising *Autumn Leaves's* meteoric rise to the top ten. Several FANS hound her as ONE PAPARAZZO snaps away.

EXT. AUTUMN LEAVES SET - MALIBU - DAY

Sunny and warm. The CREW preps as the CAST relaxes. Amy makes her way down CRAFT SERVICES, which overflows with a dazzling array of food. She carefully selects items: CELERY and a HARD BOILED egg.

Directly behind her is Dan. He loads his plate with a mound of oreo cookies.

AMY

Look at all this. Seriously. When I was broke, no one was offering me free cake.

DAN

I used to donate blood for the cookies.

He smiles, then shoves an oreo in his mouth.

AMY

In it for the paycheck, huh?

DAN

Beats starving. Don't get me wrong, this show doesn't exactly nourish my creative soul. In fact, it may be slowly poisoning it. But it's a means to an end.

AMY

What end?

DAN

Just something I'm writing. But in the meantime, we're both contractually obligated to make you sound like a complete idiot. And, I happen to believe we're good at it.

AMY

Thanks. I guess.

Amy rolls her eyes, then walks away. Dan, now officially smitten, watches her head toward her --

ENORMOUS POP-OUT TRAILER

-- where she's ambushed by Deb.

DEB

You violated our agreement! I told you fifteen pounds.

AMY
But, I lost --

DEB
Shall we weigh you?

AMY
Maybe I gained a couple back, but...

DEB
It's clear you can't take
responsibility for your actions.
(snatches Amy's plate)
After all, we need you looking your
best. You're doing Leno during sweeps.

Deb flashes Amy her giant GRIN, then waddles off.

After a beat, Amy nervously digs into her purse, fishes out the BOTTLE OF BLACK PILLS. She shakes one out, stares at it, then puts it in her mouth, and washes it down with her Diet Red Bull.

INT. BACKSTAGE - THE JAY LENO SHOW - EVENING

Amy waits to go on as Vince and Brianna fuss over her dress, a stunning Chloe couture piece. Sondra hovers.

SONDRA
... Also, mention that you golf.

AMY
I've never been on a golf course in my
life.

SONDRA
Really? Everyone's doing it. Jenn,
Scarlett, Cameron. It's the new cardio.
I'll set up a photo-op.

Vince and Brianna stand back, look at their creation.

VINCE
Perfect. Go get 'em, honey.

SONDRA
Don't forget -- golf!

Amy takes a deep breath as...

JAY (O.S.)
You can see my next guest every week on
American's number-one new show, *Autumn
Leaves*. Please welcome Star Spencer!

Amy walks out to loud APPLAUSE.

INT. ON STAGE - TONIGHT SHOW - LATER

JAY LENO sits behind his desk, Amy on the couch.

JAY
... so one day you're sitting class and
the next day you're starring on a
network TV show?

AMY
Pretty much, yeah.

JAY
What was the class? Do you remember?

AMY
I think it was abnormal psychology.

JAY
A useful class if you're coming to
Hollywood.

LAUGHTER from the STUDIO AUDIENCE.

JAY (CONT'D)
Now, I understand you just bought a
house. We've got some pictures, here...

Jay holds up a magazine of Amy in her living room, hosting a
dinner party.

AMY
Yeah, it's a great place to have
friends come and hang out.

As Amy speaks, the CAMERA PULLS TIGHT onto the --

PHOTO OF AMY'S LIVING ROOM

The picture of the trendy, modern home COMES TO LIFE. Amy chats
with several of her FRIENDS, all young and gorgeous, none of whom
we've seen before. Everyone laughs and smiles, giving Amy the
spotlight as she entertains.

A REPORTER and PHOTOGRAPHER capture every moment.

BACK TO SCENE

JAY
Sounds like a good time. Thanks for the
invite.

AMY
Sorry. Next time?

LAUGHTER. Jay turns to a photo of Amy with a CAT.

JAY

And it looks like you got a cat.

AMY

Yeah, I've always wanted one. I'm a film noir buff, so I named him Bogey.

The CAMERA focuses on the --

PHOTO OF AMY'S LIVING ROOM

IT COMES TO LIFE. Amy holds and strokes a giant Persian. The Photographer SNAPS away. Suddenly, Amy's eyes water, her nose runs and she nearly collapses into an asthma-induced sneezing attack.

BACK TO SCENE

Jay holds up a photo of Amy cooking in her kitchen.

JAY

Looks like you're quite the chef.
What's your favorite thing to cook?

AMY

I'm really into Asian fusion right now.

The camera FOCUSES on the --

PHOTO AMY'S KITCHEN

IT COMES TO LIFE. Amy, at the stove, cooks up stir-fry for her Friends. The Photographer SNAPS AWAY as Amy attempts to flip the giant wok filled with food.

Bad idea: it flies everywhere. She drops the heavy wok right onto an open bottle of sesame oil, which quickly IGNITES. Amy SCREAMS as the food, wok, and most of the counter BURST INTO FLAMES.

PULL OUT and REVEAL: Amy's kitchen is ACTUALLY A SET. Sondra and Carly orchestrate the entire event. The SPRINKLERS go off, soaking everyone. Amy's friends (in reality, EXTRAS) all disperse. Amy smiles meekly... *sorry*.

BACK TO SCENE

JAY

So when you're not cooking and entertaining, what do you do for fun?

AMY

(blinking)

Ah... I, uh... I like cheese.

More LAUGHTER.

JAY

Cheese, huh? You and your gay uncle go cheese tasting together? I'm surprised you didn't serve cheese fondue at your dinner party!

AMY

And golf! I play golf.

Amy laughs and smiles her DAZZLING SMILE. The audience erupts in APPLAUSE. They LOVE her!

EXT. DRIVING RANGE - BRENTWOOD COUNTRY CLUB - DAY

GOLFERS practice their strokes. Amy is among them. She is surrounded by NEW EQUIPMENT. A PHOTOGRAPHER snaps away. Amy swings, poorly. The ball trickles off the tee.

Vince, sunning himself behind her, APPLAUDS.

VINCE

Bravo. (then) Can we go now?

AMY

No. I just told millions of people that I golf. I am now going to golf. It's bad enough I'm playing a character who's a mouth breathing moron --

VINCE

Again with this?

AMY

Vince I --

VINCE

Good lord, would you enjoy the ride already? I mean, you merely mention you golf on Jay Leno and the next day you have a thousand of dollars of free golf stuff. The network pays for your swanky suite. And when we go out to eat, you don't have to pay the check. Admit it, life ain't so bad.

AMY

Okay. You're right.

Amy swings again, the ball travels exactly ten feet.

VINCE (CONT'D)

Perfect. Let's go to lunch.

AMY

Can't. Play date.

VINCE

(rolling his eyes)

That's right, you're shopping with Bitch-ele. (then) Can you drop me off at my new place on the way? I have to pick up the keys.

AMY

No. You can't leave me, I need you.

Amy starts her back swing --

VINCE

Please, what you need is a hot and dirty evening with that writer-boy you keep going on about -- without me around.

-- caught off guard, she MISSES THE BALL, her club FLIES FROM HER HANDS, and HELICOPTERS onto the driving range SMACKING the BALL RETRIEVER with a CLANG. Everyone stops and stares.

Vince stands and grabs her Nike golf bag.

VINCE

We're leaving.

EXT. ROCK & REPUBLIC - ROBERTSON BLVD. - AFTERNOON

Amy pulls up in her brand new BMW X5, a VALET takes her car. Heads turn as she slides out, she looks like a million bucks. She spots Michele on the sidewalk, smoking a cigarette. Michele approaches, kisses Amy on the cheek.

MICHELE

Star! You look adorable!

AMY

Thanks.

MICHELE

Okay, let's go.

INT. ROCK & REPUBLIC - MOMENTS LATER

The two stand in front of a FULL LENGTH MIRROR, trying on different outfits, silently. Finally, Amy speaks up:

AMY

Can I ask you something?

MICHELE

Sure.

AMY

Why'd you ask me to go shopping?

MICHELE
Why wouldn't I?

AMY
You don't like me.

MICHELE
(blandly)
Come on, honey. I adore you.

Subtly, without Amy noticing, Michele grabs her phone. She toggles to the entry marked "PAPPO," then TEXTS "Kitson in two with Star."

The MANAGER approaches with a bag of jeans, hands them to Amy.

MANAGER
Star, we'd love for you to have these.

AMY
Oh, thanks.

The Manager walks away. Not getting any attention, Michele throws an outfit onto the floor, and storms off.

MICHELE
Let's go, Star.

Michele walks brusquely out. Amy shrugs and follows her out to --

EXT. ROBERTSON BLVD. - SAME

Strutting toward Kitson, Michele looks out the corner of her eye to see TWO CARS with PAPARAZZI pull up alongside the sidewalk. She flips her hair, acting nonchalant.

Then, she looks back to see Amy lagging, looking in a shop window. The Paparazzi SNAP PHOTOS of Amy, ignoring Michele. WTF?! Michele yanks Amy by the arm, spinning her away from the Paps.

MICHELE
Hurry up, slow poke!

Michele forces Amy to walk with her arm-in-arm. Then, Amy's CELL PHONE VIBRATES: It's Todd. She answers.

INT. TODD'S OFFICE - SAME

TODD
Star Spencer, you *do* realize you're Coach's newest spokeswoman.

AMY (V.O.)
Yes.

TODD

So can you tell me why you were just photographed holding a Prada bag?

EXT. ROBERTSON BLVD. - SAME

Amy looks down at her purse. Wrong bag. *Busted!*

AMY

Jesus, how do you know these things?

TODD (V.O.)

The Todd sees all, Star Spencer. They're paying you a lot of money to carry their bags. So, do us all a favor, and *carry their bags*. Ciao!

He hangs up. Amy attempts to hide her bag behind her. As Amy and Michele arrive at the entrance of Kitson, Amy spots Dan walking by and waves to him. He wanders over.

AMY

Hey! Michele, you know Dan. One of our writers?

Michele perks up, sticks out a hand.

MICHELE

Hi, Dan! So, are you the head writer?

DAN

Nope. Just staff.

She drops Dan's hand without another word and disappears inside the store.

AMY

What're you doing around here?

DAN

I live around the corner. I'm heading to Hamburger Habit for lunch. Wanna go?

AMY

I'd actually love to, but I'm on a friend date from hell. So what's on tap for Autumn this week?

DAN

I'm thinking about pitching an Ingmar Bergman episode, where everyone loses their moral compass and then just feels terribly sad.

AMY

Totally. Or we could do a Kurosawa thing where Michael and Autumn defeat a band of marauders with the help of some hard-luck samurai.

DAN

Gay samurai.

AMY

Totally. (then) You know, you should pitch some real ideas. Maybe try to get the show back to where Josh wanted it.

DAN

I've thought about it.

AMY

Do it, seriously. I'll back you up.

DAN

Alright. Cool.

From inside the store:

MICHELE (O.S.)

Star! Get in here. The fucking manager wants to meet you.

AMY

Gotta go. Rain check on lunch?

She goes inside, smiles at Dan, and he subtly melts.

EXT. VALET AREA - CHATEAU MARMONT - LATER

Amy pulls up to a VALET and hops out, carrying six shopping bags full of clothes. She talks into her Bluetooth earpiece:

AMY

Tonight? Sondra, it sounds lovely, but I'm exhausted. It's my only day off, and I've got that *Glamour* cover shoot tomorrow morning. Plus, there's this guy, and I think I might... Wait. It's with who?

INT. KATSUYA RESTAURANT - LATER THAT NIGHT

POV - AMY

BRAD ROCKWELL, heartthrob actor, smiling his thousand-watt smile.

BRAD

Brad Rockwell.

BACK TO SCENE

He stands across from Amy, in this hip Hollywood sushi bar.

AMY
Star Spencer.

She melts when Brad sits next to her.

BRAD (CONT'D)
Sorry to set this up through your
publicist, but I didn't think you'd
believe me if I just called you. I'm
sure you know how hard it is to meet
people when you work fifteen-hour days.

She still can't believe she's on a date with... *him!*

AMY
Totally. It's fine... Brad Rockwell.

Amy lets out a giddy LAUGH. Brad smiles.

INT. WAREHOUSE - NEXT MORNING

The *Glamour* cover photo shoot. Vince, fully in charge, hands a sexy skin tight dress to Amy.

VINCE
The Brad Rockwell? Uber-action star of
Blood Vengeance parts one through four?

AMY
He does serious stuff, too.

VINCE
Why didn't you call me? I had to see the
pictures on TMZ! I hate you. And I love
you. When are you seeing him again?

AMY
I don't know. He's nice and all, but we
didn't really have that much in common.
Besides, I think I like Dan.

Amy disappears behind a curtain and begins changing.

VINCE
Then you ask him out already.

AMY (O.S.)
Hey, I'm an old-fashioned girl. He
should ask me. (Then) Vince, what size
is this dress?

VINCE

Two.

AMY (O.S.)

I wear a size two? I wear a size two! I like saying that.

Amy gleefully dances out from behind the curtain, the dress fits her perfectly. *Deb's pills are working!*

VINCE

You look gorgeous. I am a genius.

AMY

You're my fairy Godfather.

Amy slides in front of a green screen, looking better than ever. She gives HER PERFECT SMILE as the camera FLASHES!

EXT. STREET - AUTUMN LEAVES SET - DAY

The CREW resets. Amy and the CAST migrate toward craft services. She looks lustfully at the food, but spots Deb watching her.

Amy grabs a diet Red Bull, POPS A BLACK PILL. She shoots Deb a fake smile, who shoots one back. Amy's cell phone suddenly RINGS.

TODD (V.O.)

Star Spencer! My number one client! How'd the Pepsi voiceover thing go?

AMY

Just great, Todd.

TODD (V.O.)

Seventy-five G's for saying eight words. Is voiceover a racket or what? So listen, I have an interesting offer for you. You remember that little date you had with Brad Rockwell?

While Todd speaks, we see in SLOW MOTION:

EXT. NIGHTCLUB - NIGHT

A giant HUMMER pulls up to the curb.

TODD (V.O.)

It's award season and Brad's people want him to have a new romance. Turns out he digs you. So they want to hire you to be his girlfriend for one year.

Brad gets out to FLASHBULBS from the phalanx of PHOTOGRAPHERS.

AMY (V.O.)
Is this a joke?

TODD (V.O.)
No, it is not. The contract includes use of his jet, various houses, an expense account. And five hundred thousand dollars.

AMY (V.O.)
Jesus Christ.

Brad circles the vehicle to the passenger side.

TODD (V.O.)
This relationship, and its press, will *make your career*.

AMY (V.O.)
I don't know, Todd...

TODD (V.O.)
You want Broadway? You want indie films? This is how it happens. You call the shots after this. So, Star Spencer... are you in?

Brad opens the door and extends his hand to reveal Amy, now the glamorous, gorgeous *Star*. The action stops as Amy ADDRESSES THE CAMERA.

AMY
So I did it. I let Todd talk me into it. I don't know why. I just did.

She steps out of the car.

AMY
Oh, and there's a kicker -- I'm not allowed to tell anyone about this, not my mom, not Vince, nobody. Under penalty of Death by Deb.

She looks at Brad.

AMY
You have to admit -- He *is* pretty hot.

FLASHBULBS go WILD as the couple walks toward the entrance of the club. The DOORMAN lets them by, and Amy and Brad disappear inside.

INT. NIGHTCLUB - MOMENTS LATER

In a booth tucked off to the side, Amy and Brad sit close. They're in plain sight of the entire club. A WAITER brings a bottle of Cristal, POPS the cork, and pours.

Brad leans in and KISSES Amy deeply. She is completely overwhelmed and swept away. During the kiss, Brad opens one eye to see CLUB-GOERS taking photos with their phones. He continues kissing Amy.

INT. BRAD'S HUMMER - LATER THAT NIGHT

With Amy in the passenger seat, Brad drives into the Hollywood Hills. She smiles at Brad and nuzzles up to him, expecting things to continue as before.

Peter Gabriel's "In Your Eyes" comes on the radio.

AMY
(reacting to the song)
And now it's a perfect moment.

BRAD
A what?

AMY
A perfect moment. Like the ending of *Say Anything*, when Lloyd Dobler is holding up the boom box for Diane, and this song is playing...

BRAD
Never saw it.

He turns to Amy, all business.

BRAD (CONT'D)
You should buckle up. It's the law.

Slowly, Amy scoots over and buckles in. *What's going on here?*

AMY
So... What's next on the agenda?

BRAD
Home. Maybe watch a movie.

AMY
I love movies. Bergman, Hitchcock...
(no response)
What do you like?

BRAD
Regular movies. Action stuff. I like comedies, too. Eddie Murphy's a genius.

AMY
I loved him in *Trading Places*. What an awesome statement about race in Amer --

BRAD
You know *Norbit*? Totally slayed me.

AMY

Oh... Yeah.

It's silent as they drive on.

INT. BRAD'S MANSION - MOMENTS LATER

Massive and perfectly staged. Amy looks around, mouth agape, as Brad switches off the burglar alarm.

AMY

Wow. Is it just you here?

BRAD

This is mostly an investment. My real home is in Aspen.

Brad walks Amy down a long hallway. Now in private, Brad is no longer a celebrity. He's reserved, shy and soft spoken.

They stop at a HUGE BEDROOM. Brad gives her a smile and moves in toward Amy, and she waits, breathless. He slowly curls her hair around her ear.

BRAD (CONT'D)

You really are pretty.

Amy blushes, they slowly look into each other's eyes. Brad smiles at her, then... He TOUSLES her hair. Amy is taken aback.

BRAD (CONT'D)

This is your room. You can stay here whenever you like. I think it says twice a week in the contract. Just make sure your car's parked out front so the photographers see it.

AMY

(flustered)

Ah, yeah... Car out front. Got it.

BRAD

I know this whole thing's kinda weird.

AMY

No! It's fine. I --

BRAD

Cool. Well, g'night.

He turns and walks away, leaving Amy all alone.

EXT. STUDIO LOT - AFTERNOON

Amy walks toward the parking lot, speaking with Todd on her phone.

AMY
I don't think I can do this thing,
Todd. He's a really nice guy, it's
just... it's too much.

EXT. MALIBU BEACH - SAME

On the sand. In the center of a group of young, fit YOGIS, Todd strikes poses as he speaks to Amy via Bluetooth:

TODD
I know, I know. But it's only a year.

INTERCUT STUDIO LOT & MALIBU BEACH AS NEEDED

AMY
I don't think I'll make it. You have to
get me out of this.

TODD
No can do, Star Spencer. You're already
on the cover of *Us Weekly* together.

AMY
Shit.

As she hangs up, Lisha catches up with Amy.

LISHA
Star! Deb wants to see you. At her house.

AMY
She has a house?

LISHA
Yeah, I know. You'd expect an evil
lair. Here's the address.

Lisha hands her a piece of paper as Dan emerges from a trailer and walks over. Dan and Amy lock eyes... Lisha feels their chemistry.

LISHA (CONT'D)
Well, gotta get back. Later.

Lisha goes inside, while Dan walks Amy to her car.

DAN
So, listen, I'm going to this killer
taco joint for dinner, and, if you're
not doing anything... You do
occasionally eat food, yes?

AMY
Well, I'm not supposed to...

DAN

Just so we're clear, the whole "killer taco joint" is a clever ruse to see if you'd like to go out sometime.

AMY

Oh, Dan... I would, it's just that --

DAN

Hey, I get it. Celeb can't be seen with non-celeb. Hollywood hierarchy.

AMY

No! God no! It's not that at all.

DAN

It's cool. I'll see you around.

Dan tries feebly to regain his dignity as he heads off. Amy, sad and disappointed, watches him go.

EXT. DEB'S HOUSE - LATER

Large, expensive, but clearly untended. Amy approaches and RINGS the bell. She waits. No answer. RINGS AGAIN. Still nothing. She pushes on the door, it opens. She heads inside the --

INT. ENTRY - DEB'S HOUSE - CONTINUOUS

Vast, but mostly empty. It's a house, not a home.

AMY

Hello? Deb?

Still no answer. Amy walks past a piano, on top of which sit framed PHOTOS from Deb's youth as a performer. Amy looks at the TEENAGE DEB: thin, cute and lively. Having just won a dance contest, she holds a trophy.

There are several similar PHOTOS, various phases of Deb's childhood, all of the same happy, vivacious girl. Amy, hearing FOOTSTEPS, looks up to see Deb enter the kitchen, open the refrigerator, and grab a McDonald's bag.

Deb pulls out a half-eaten Big Mac unwraps it, leans over the sink, and takes a giant bite. She stares into space as she chews. This is a terribly lonely woman.

She looks up, sees Amy, and quickly hides her surprise.

DEB

Don't just stand there. Come in.

As Amy approaches, Deb takes another bite of the burger. She chews as she holds up a *Glamour* magazine with Amy on the cover.

DEB (CONT'D)
 (chewing)
 What's wrong with this picture?

Amy stares blankly. Deb, finishing her burger, stabs a finger at Amy's face on the cover.

DEB (CONT'D)
 Do I have to spell it out for you?
 We've been getting emails asking why is
 Autumn so fat.

AMY
 God, Deb... I don't know what else I
 can do. I exercise, I barely eat.

DEB
 It's my fault. I never should have let
 it get this out of hand.

A BUZZ at the door. Deb waddles over and answers it, revealing DR. JERVIS.

INT. LIVING ROOM - DEB'S HOUSE - MOMENTS LATER

Deb and Dr. Jervis await Amy.

DEB
 ...butt, hips, stomach, lips, chin...

Amy walks out in nothing but a hospital gown. Dr. Jervis and Deb stare at her, waiting. Amy stares back.

AMY
 What?

DEB
 The gown. Come on, girly, it's not like
 Dr. Jervis and I haven't seen every
 "before" body in the business.

Slowly, Amy drops her gown. She's uncomfortably naked. Although thin, her body is not perfect. Dr. Jervis marks the imperfections with a blue Sharpie and talks to Deb as if Amy isn't there:

DR. JERVIS
 (indicating)
 Some sun damage. Overall, not too bad.
 We'll do the butt and stomach. Re-use
 the fat, here and here.

DEB
 Very subtle.

DR. JERVIS
Of course. No *Us Weekly* "Before and After" photos on my watch.

Deb continues looking over Amy. She spots Amy's "to thine own self be true" PENDANT, reaches up, and yanks it off.

DEB
And, for Christ's sake, get rid of this!

Amy's eyes go wide, *furious*, she grabs it back.

EXT. ROOF DECK OF AMY'S SUITE - CHATEAU MARMONT - NIGHT

Overlooks West Hollywood. Seated at a table, Amy struggles to repair her BROKEN NECKLACE. She's slightly manic as she talks with Todd on her Bluetooth:

AMY
What the fuck, Todd? Can they do this?

INT. SWANKY ROOFTOP BAR - SAME

Todd sips a cocktail at a high-end bar overlooking the city, standing next to a STUNNING MODEL.

TODD
Turns out, they can. They're exercising the "appearance" clause in your contract. They can request you undergo procedures to update or maintain your look.

INTERCUT - AMY'S ROOF DECK AND BAR AS NEEDED.

AMY
This is getting out of control. How far do I have to go?

TODD
It's quid pro quo. They're willing to go up to a hundred-thou per episode if you do it. It's a killer career move.

AMY
That's what you said about dating Brad.

TODD
And did I lie? You're blowing up! Check this week's *People* and *In Touch*. You're a made man after this. You're Tony Soprano. Bada bing!

Amy looks at her broken necklace, and can't stop herself -- she let's out a SOB.

AMY

I just wanted to someone whose work people respected. And, now I'm in *Us Weekly*. I'm a joke, Todd.

She begins to cry. Todd hears this, turns to the Stunning Model and signals he'll be right back. He walks --

EXT. SWANKY ROOFTOP BAR - CONTINUOUS

-- and finds quiet corner and looks out at the lights of Hollywood. He speaks quietly, from the heart:

TODD

I hear you. I really do. These sacrifices aren't easy. You don't want to know what I gave up to get here. But think about what you've been able to do for your family. Think about how you saved your mom's house. Pretty amazing for one year's work, right?

INTERCUT AMY ON HER ROOF DECK AND TODD OUTSIDE THE BAR

They look out over the same view, from different vantage points.

AMY

Yeah. I guess it is.

TODD

Look, Star... Amy. Think of it as the last piece of the puzzle. You do this, and I promise, you, your mom and your brother will never have to worry about money again. And we both know that's why you did all this to begin with.

AMY

Okay. (A beat) Okay. I'll do it.

She hangs up the phone. Then she ADDRESSES THE CAMERA.

AMY

You have to understand, these things happen by degrees. No one plans it like this. You start out with good intentions, and then one day you're dating a stranger and you're getting plastic surgery and... it's like how you can boil a frog alive in a pot of water without it jumping out. You just turn up the heat slowly, more and more, and then, before the frog knows what happened, he's cooked. (Beat) Looks like I'm the frog.

She gets up, heads to her bed, then flops down on it. The PICTURE OF HER FATHER, on the night stand, catches her eye. She lays the broken necklace across the picture frame. Feeling judged, she turns the frame face down, unable to look at it.

INT. PLASTIC SURGERY OFFICE - MORNING

Amy is hooked up to an IV, prepped for surgery. Vince is faithfully at her side. She's groggy as they watch TV.

INSERT ON TV SCREEN

JOEL McHALE, hosting *The Soup*, does his segment with the "celebrity couple nickname generator."

JOEL
The celebrity couple nickname for Star
Spencer and Brad Rockwell is...

The machine spits out the name:

JOEL (CONT'D)
... RockStar!

BACK TO SCENE

Vince switches off the TV.

AMY
Weren't you supposed to shoot me if I
ever did this?

VINCE
I recall no such conversation.

Amy tries to sit up, groggily.

AMY
I changed my mind.

VINCE
Honey, that's the drugs talking.

AMY
No, it's not... I...

Vince eases Amy back down on the bed. She drifts off under the sedation as he talks.

VINCE

Shhh... Once upon a time there was a sweet girl from Michigan who met a magical wizard with a tiny vacuum that sucked the fat out of her ass and injected it into her cheeks...

FADE TO BLACK:

EXT. ASPEN AIRPORT - AFTERNOON

A PRIVATE JET passes overhead and lands at a small airport in the mountains, which are blanketed with snow. It taxis toward the terminal, where a group of PHOTOGRAPHERS have gathered.

The door of the jet opens, and Brad steps out, smiling. He waves, and the flashbulbs POP. He extends his hand behind him and reveals AMY 3.0: gorgeous and stick thin, no longer wearing her pendant. HER TRANSFORMATION IS COMPLETE.

Brad pulls out a fur coat and drapes it over Amy's thin shoulders, and the couple walks hand-in-hand toward the terminal. Brad leans in to Amy's ear:

BRAD

(whispering)

Laugh like I said something funny.

Amy does, and the flashbulbs go INSANE, an explosion of light. The two disappear into the terminal.

INT. DINING ROOM - BRAD'S ASPEN MANSION - EVENING

Decked out in HOLIDAY DECOR. Although it's his "real" home, everything still seems staged, and nothing looks lived in. Amy and Brad sit at a giant dining table in front of a window overlooking Aspen. Snow falls gently outside.

Frank Sinatra's Christmas album plays as they have dinner. Amy pushes food around her plate. It's quiet.

AMY

What are we doing tomorrow?

BRAD

Celebrity auction at the opera house and wine tasting and a Christmas thing with Tom and Katie. You should get some sleep. Gonna be a long day.

Amy nods, and smiles wanly.

INT. AMY'S SUITE - BRAD'S ASPEN MANSION - MOMENTS LATER

Back in her massive private quarters, Amy alone sits on the bed, watching *Say Anything* on a huge plasma TV.

ON SCREEN: Lloyd holds a boom box over his head. It plays Peter Gabriel's "In Your Eyes."

BACK TO SCENE

The scene outside her large bay window is terribly romantic. Snow gently falls under a beautiful, full moon. It adds to her loneliness. Amy BEGINS TO CRY. Then --

BRAD (O.S.)
Hey Star! C'mere! You gotta see this!

She composes herself and goes to find Brad.

AMY
Where are you?

BRAD (O.S.)
In the screening room. Follow my voice...

Amy wanders through the maze of the giant compound, finding the --
SCREENING ROOM

Brad sits in his multi-seat home theater, watching the giant LCD.

BRAD
I just got the rough cut of my new
film. Check this out.

Amy settles into an easy chair. Brad hits 'play' on the remote.

BRAD (CONT'D)
I'm really proud of it.

INSERT ON LARGE SCREEN LCD

A time-coded image reveals Brad in a convertible tearing through the streets of Baltimore, his teeth gritted. He deftly dodges traffic, evading an ENEMY MOTORCYCLE.

In SLOW-MOTION, he leaps out of the convertible, flipping in mid-air, holding two TEC-9's. Brad EMPTIES THE CLIPS at his pursuer, lands back in the car, and ZOOMS off.

BACK TO SCENE

Brad pauses it, looks at Amy.

BRAD (CONT'D)
Kick ass, right?

AMY
It's great, Brad.

BRAD

I know you're not an action fan...

AMY

No, it's not that. It's just...

(looks right at him)

I know it's a rough cut, but I just think it ends too abruptly. A longer hero shot of your face after you land back in the car would be a great button and give the moment more power.

BRAD

Yeah, good call. You've got a good eye for this stuff. Have you thought about producing? You get a cut of the profits. It's the only way to do it.

They're quiet for a beat.

BRAD (CONT'D)

Star, would you mind watching the rest of this with me? I'd love your opinion.

AMY

Yeah, okay. But, can you do me a favor?

BRAD

Sure.

AMY

When we're alone, call me Amy?

Brad smiles, realizing her discomfort.

BRAD

Sure, done... Amy.

Brad resumes the screening, they move closer together.

INT. AMY'S SUITE - BRAD'S ASPEN MANSION - MORNING

Light streams in. Amy slowly opens her eyes. Outside the huge picture window she sees: Aspen, blanketed in snow. *Breathtaking.*

INT. KITCHEN - BRAD'S ASPEN MANSION - MOMENTS LATER

A sleepy Amy enters to find coffee, fresh fruit, and a full-spread of breakfast food. She pours herself a cup of coffee.

BRAD (O.S.)

Star-- I mean, Amy! You up? Come check this out! Hurry!

She walks into the --

INT. LIVING ROOM - BRAD'S ASPEN MANSION - CONTINUOUS

-- where, still in his pajamas, Brad stands in front of another large LCD TV. A GIANT CHRISTMAS TREE dominates the room.

INSERT ON LARGE SCREEN TV

Standing in front of the Golden Globes logo, a MEMBER of the foreign press reads:

FOREIGN PRESS MEMBER
Best Actress in a drama series:
Patricia Arquette, Star Spencer, Kyra
Sedgwick...

BACK TO SCENE

Amy is overwhelmed! Her cell phone starts to RING.

AMY
Oh... my... God!

Amy looks at Brad as he opens his arms. They hug, and Brad swings her around, laughing.

SERIES OF SHOTS OF ROCKSTAR IN ASPEN:

- Brad maneuvers a SNOWMOBILE through a meadow, while Amy hangs on for dear life. A PHOTO FREEZES the image, then APPEARS IN A MAGAZINE with the caption: "RockStar romps in the snow!"
- Brad and Amy stand in front of a GIANT CHECK endorsed to "The Humane Society". A PHOTO FREEZES, it APPEARS IN A MAGAZINE with the caption: "RockStar's for Charity."
- Brad escorts Amy to his private jet. They kiss. Amy starts up the stairs, she hurries back down to give Brad another kiss. A PHOTO FREEZES the image, then APPEARS IN A MAGAZINE with the caption: "RockStar - just like us. They kiss good-bye!"

EXT. PRIVATE AIRPORT - BAY CITY, MI - DAY

Looking every inch the celebrity, Amy emerges. A PORTER trails behind pushing a TROLLEY overflowing with luggage. A brand new Lexus SUV pulls up to the curb. Karen gets out.

AMY
Mom!

She runs to Karen and they hug.

KAREN
My God, honey! You're so little. You're
wasting away to nothing!

AMY
I know, I know...

KAREN
I just hope you're healthy. Let's go
have dinner.

As the Porter loads the car, Amy sees Ian sulking in the back.

AMY
(laughing)
That's okay, Ian. Don't get out.

He lowers the window.

IAN
(deadpan)
What up, Amy.

INT. KAREN'S CAR - AFTERNOON

Amy stares out the window at all the familiar sights as Karen drives through the chilly Michigan streets.

KAREN
So is it true Greg Forster and Michele
McCann are having a showmance?

AMY
"Showmance?" Who are you and what have
you done with my mother?

KAREN
He's divorced now, and she's half his
age, but they'd sure make a cute couple.

INT. TOMMY V'S (BAY CITY, MI) - EVENING

Packed with people. Karen talks with the HOSTESS.

HOSTESS
... It's a Friday, so you're probably
looking at about a forty-five minute --
(notices Amy)
I... Uh. Just give me a second.

As they wait, DINERS spot Amy. Whispers start.

INT. TOMMY V'S (BAY CITY, MI.) - MOMENTS LATER

At a center table Karen, Ian and Amy are surrounded by Star's FANS. Amy can't eat or talk with her family. Ian is annoyed. The OLDER MAN and his WIFE from earlier pose for a picture with her.

WIFE

We remember all of your college productions. Karen, I told you this one was going places.

OLDER MAN

Now we see you on that show. Well, my wife does. I usually doze off.

FLASH! They're replaced by MATT, 20s, ex-high school jock.

MATT

Remember me? English class. Fifth period.

AMY

(not remembering)

Sure, yeah. What've you been up to?

MATT

I'm still at the plant. But, I'm thinking about becoming an actor. Mom says I have a good look. And you did it, so...

(awkward silence)

Think you could, like, talk to your people for me?

FLASH! Amy poses with a THIN YOUNG GIRL.

THIN YOUNG GIRL

You are so lucky to look like you do. You're *totally* beautiful.

AMY

Thank you so much.

THIN YOUNG GIRL

I read this article about how you're naturally thin and don't have to workout. My friends and I totally worship you. We're all into losing weight.

Yikes! Before Amy can say anything, the MANAGER comes over.

MANAGER

Okay, folks, come on now. Let her eat.

The Thin Young Girl walks away. The Manager hovers...

MANAGER (CONT'D)

Can I just grab a quick picture?

Completely over it all, Ian stands and huffs away.

INT. KAREN'S LEXUS SUV - LATER

Karen drives as Amy stares out the window.

KAREN

My goodness, all that attention you got. You hardly got to eat. Must be even worse when you're with Brad.

Karen stares at her daughter. A beat.

AMY

Go ahead... Ask.

KAREN

Oh, he's just so handsome! What's he like in person?

AMY

He's actually a really great guy.

KAREN

Well, it sure looks like you two have an awful lot of fun together. (then) My daughter, dating Brad Rockwell and now she's nominated for a Golden Globe. It's all... well... who would have thought?

In the rearview mirror, Amy sees Ian roll his eyes.

AMY

So, Ian, how's the band going?

He says nothing, shrugging.

KAREN

You should hear them. They played at the Gas Light last week. They're very good.

IAN

We're alright.

EXT. SPENCER HOME - CONTINUOUS

The house has had a face lift - new paint, windows and doors. It's decked out in CHRISTMAS LIGHTS, with a lit-up PLASTIC SANTA on the lawn. Karen pulls into the driveway.

INT. LIVING ROOM - SPENCER HOME

Pulling her suitcase, Amy looks around. There's new furniture, new paint -- the place is neat as a pin.

A fully decorated Christmas tree sits in the corner with WRAPPED PRESENTS underneath. Next to it, a giant STACK OF BOXES from Crate and Barrel, Tiffany, and Saks.

KAREN

All right, kids, head on up to bed.
Santa's coming with presents.

Amy smiles, remembering happier times.

IAN

Just what we need. More crap.

Amy rolls her eyes as she heads upstairs.

INT. AMY'S ROOM - SPENCER HOME - MOMENTS LATER

It's now Ian's music studio. Amy's obscure indie movie posters have been replaced with obscure indie rock band posters. She moves a guitar to make room for her stuff.

Then, Ian barges in and grabs his laptop off the desk.

AMY

Ever heard of knocking?

IAN

Just getting my computer. I'm mixing our album on it and I don't want you touching it.

AMY

Merry Christmas to you, too.

IAN

Why don't you sleep in the guest room?

AMY

Excuse me, this is my room.

As he exits...

IAN

(under his breath)
Whatever... Fucking sellout.

AMY

What did you say?

IAN

(turning around)
I said you're a sellout. You go to LA, get the Hollywood car wash, and now you're a fucking Barbie doll. You're a joke.

AMY

For your information, I do what I do so that you and Mom can have a good life. And you obviously don't appreciate it.

IAN

Do have any idea what people around here think of you? The shit I have to hear about you at school every day? (then) So, you can take your money and shove it up your ass. Star.

AMY

Go to hell, Ian!

Ian scoffs and walks out. Amy throws a pillow at the door.

She lies back on the bed and discovers two of her posters remain, tacked to the ceiling above her: *Secretary*, with Maggie Gyllenhaal, and *sex, lies, and videotape*.

Then she pulls a PRESCRIPTION BOTTLE out of her bag and pops a BLACK PILL.

INT. LIVING ROOM - SPENCER HOME - CHRISTMAS DAY

Presents have been opened and are scattered everywhere. Ian naps on the couch. Karen, humming a Christmas song playing on her new stereo, comes in with a TRAY of HOT CHOCOLATE in mugs. She looks around for Amy, who isn't there. Karen walks toward --

INT. CARL'S OFFICE - SPENCER HOME - MOMENTS LATER

Floor to ceiling with books. Looks untouched since his passing. Karen finds Amy staring at a picture of her late father. Amy unconsciously reaches for her pendant; it's not there. She's about to cry when she feels Karen's arm around her.

AMY

It's Christmas. He should be here.

KAREN

Honey, I'm worried about you. You've taken on so much so fast. I'm afraid it's all too much to handle alone.

AMY

I... I'm fine, Mom. Don't worry about me. Promise?

KAREN

I'm your mother, I can't promise that. (then) You know, Ian and I could move out there.

AMY

Honestly, I'm okay. As soon as this year is over, things will be different.

Still concerned, Karen holds her daughter close. Amy continues to stare at a photo of her father, fighting tears.

FADE TO BLACK:

EXT. GOLDEN GLOBES AUDITORIUM - MORNING

Cameras roll on RYAN SEACREST, who reports from the red carpet.

RYAN SEACREST

It's bright and early here in Los Angeles, but the people behind the scenes here at the Golden Globes ceremony are already busy at work.

Behind him, CREW handles the last minute details.

RYAN SEACREST (CONT'D)

All your favorite stars, though, are probably still snug in their beds...

INT. HUGE DRESSING ROOM - BRAD'S MANSION - MORNING

Barely awake, Amy sits in a make-up chair as STYLISTS, including Vince, buzz around her. Sondra stands in front of a white board: "Golden Globes Do's and Don't's." She writes the word, "Peons."

SONDRA

When you arrive, there will be people behind the partition shouting your name. These are peons. Wave to them until the cameras find you. Then move on...

EXT. RED CARPET - GOLDEN GLOBES AUDITORIUM - EVENING

In a perfectly fitted tux, Brad emerges from a STRETCH LIMO. He holds out his hand for Amy, who looks dazzling, better than she ever has. As she steps out...

PEONS

Brad! Star! RockStar!

Amy and Brad wave. FLASHBULBS POP. Sondra and BRAD'S PEOPLE step in behind them, direct them down the Red Carpet toward REPORTERS.

SONDRA

(whispers to Amy)

Keep it light. And no matter what the reporter asks, steer the question toward your talented, not to mention powerful, designers.

Arm in arm, RockStar finds JOAN and MELISSA RIVERS.

JOAN

Darling, you look fantastic. How are you?

AMY

Excited to be here, especially wearing this amazing Dolce & Gabana gown. And my stylist, Vincent Ferillo, picked out these fantastic Jimmy Choo's.

The CAMERAMAN tilts up and down. Amy's now a seasoned pro, polished and poised.

MELISSA

Are you feeling nervous?

AMY

Not with Brad by my side.

Amy smiles her smile at Brad for the camera.

INT. GOLDEN GLOBES AUDITORIUM - LATER

Amy and Brad head toward their table as Sondra gives last minute instructions.

SONDRA

...And finally, don't eat. If you're caught on camera with your mouth full, you'll look like a pig. And don't applaud for yourself; It's tacky. (Then) Okay, have fun!

Amy watches Sondra disappear as she and Brad sit at a table full of other CELEBRITIES.

ELLEN PAGE stands at the podium, reading off nominees for a dramatic series. When her name is read, a CAMERA ZOOMS in on Amy.

ELLEN

And the winner for the best actress in a dramatic series goes to... Kyra Sedgwick for *The Closer*!

The room bursts into APPLAUSE. Amy applauds, smiling gamely. With the camera gone, Brad kisses her cheek gently: *sorry*.

INT. GOLDEN GLOBES AUDITORIUM - LATER

Brad looks seriously engaged as a clip from his nomination film, *A Time for Destiny*, plays --

ON THE LARGE SCREEN: A bloodied Brad points a gun at an BEAUTIFUL WOMAN in an alley.

BRAD

You could have done me the courtesy of telling me it was a setup.

BEAUTIFUL WOMAN

Michael, please. I couldn't...

BRAD

Enough! I would never put my life before yours. Never!

BACK TO SCENE

The clip ends. The crowd APPLAUDS. On stage, DENZEL WASHINGTON opens the envelope.

DENZEL

*The winner for best actor in a dramatic role is... Brad Rockwell in *A Time for Destiny!**

The auditorium EXPLODES with APPLAUSE and CHEERING. Brad and Amy kiss for the camera. He bounds up on stage, takes his award, points to Amy, and touches his heart. He steps up to the mic.

BRAD

I want to dedicate this to the love of my life. This is for you, Star.

A CAMERA ZOOMS in on her face as Amy flashes her trained smile.

INT. NIGHTCLUB - LATER THAT NIGHT

Golden Globes after party. CELEBS mix and mingle. Brad holds court at one end of the bar, Golden Globe at his side. A few feet away, Vince stands with Amy.

VINCE

Cheer up, Aim. You'll get 'em next time.

AMY

Oh, it's fine. Who cares about some dumb award...

VINCE

*I'm going to forget you said that.
(Then) Okay, seriously what's wrong?*

AMY

I'm a sellout. My brother called me a sellout. Actually he called me a fucking Barbie first. But, he's right.

Vince laughs.

AMY (CONT'D)
What's so funny?

VINCE
You're not a sellout... you're a diva.

AMY
That's a million times worse!

VINCE
Aim, you should be happy. You've got
the biggest award of all: *Him*.

Vince points over at Brad, who glances back, smiling.

AMY
Are you making eyes at my boyfriend?

VINCE
Moi? Never.

INT. AUTUMN LEAVES SET - DAY

CAMERA POV - DINER SET

Amy (as Autumn), Michele (as Amanda) and Greg (Michael) sit in a booth as an ACTOR (as Lee), approaches.

GREG
Autumn, this is Lee. He's... well, he's
my new boyfriend.

AMY
What's up, Lee?

CHAD (O.S.)
Cut!

BACK TO SCENE

Chad approaches.

CHAD (CONT'D)
Hey, Star, the line is "what up," not
"what's up." Okay, back to --

AMY
No, Chad. I'm not saying that. Autumn
is not from Compton. And while we're on
the subject, in the nightclub scene, I
will also not be saying "fo' shizzle."

CHAD
It's supposed to be ironic --

AMY

It's not ironic. It's retarded. Fix it.

She storms off.

INT. AMY'S TRAILER - MOMENTS LATER

Amy reclines in her trailer with a towel draped over her face, blocking out the light. A KNOCK, and Lisha enters with...

LISHA

New pages, hold the "sheezy."

Amy sits up as Lisha hands her new pages.

AMY

I'm sorry, Lisha, but why does no one else realize how unbearably bad this show has become?

LISHA

They must be doing something right. You just got picked up for another season.

AMY

Great. Another year of "like, OMG!" I don't mean to sound like an ingrate, but if I have to keep doing this, then I need to do something meaningful during the hiatus.

LISHA

I hear you. It wasn't my dream to be Deb's lackey. I wanted to be an agent.

AMY

You should be. You'd be great.

LISHA

And you should do a film. Something for you. Something like...

Lisha reaches into her bag and pulls out a script: *Blue/Gray* by Daniel Kirschner. She hands it to Amy.

LISHA

... this.

AMY

What is it?

LISHA

Something our friend Josh Stein would like you to read.

EXT. POOLSIDE - CHATEAU MARMONT - AFTERNOON

Sunning herself next to a PRIVATE BUNGALOW, Amy sorts through a stack of film scripts. She's on her Bluetooth.

TODD (V.O.)

I want you to check out *Holla Funk*. The lead's a cheerleader, perfect for you. And, there's *Nailbiters*. It's *Scream* meets *Harry Potter*.

AMY

Todd, these sound awful.

INT. SPA - CONTINUOUS

Todd lies on a table getting a massage as he talks.

TODD

Awfully good for your career, Star Spencer. Plus, they've all offered seven-fifty. I'll get you a million.

INTERCUT POOLSIDE AND SPA AS NEEDED

Amy pulls out *Blue/Gray*.

AMY

What about *Blue/Gray*? Heard of it?

TODD

It's art-house crap. You need to do a big studio picture to establish you as bankable star. Trust me on this.

Amy starts to read the script, ignoring Todd.

TODD (CONT'D)

Star Spencer? Hello?

AMY

(faking static)

Driving over Coldwater. I'm losing you.

She ends the call and begins reading the script.

INT. BIRDS CAFE - EVENING

Crowded. Amy looks around, sees Dan, approaches and sits.

AMY

Dan? I thought I this was Josh's --

DAN

Nope. All me. He helped raise money and put some pieces in place.

AMY

So, you're Daniel Kirschner? I thought your last name was Keller.

DAN

Did you think I'd work on *Autumn Leaves* under my *real* name?

AMY

Good point. Where have you been? I haven't seen you around in weeks.

DAN

I got fired.

AMY

Why? Did you refuse to write dialogue with the word "jiggy?"

DAN

Among other reasons.

AMY

Well, you're better than that show.

Amy pulls out her copy of *Blue/Grey* and lays it on the table.

AMY (CONT'D)

I mean, this. I am completely blown away. She's such an incredible character. Where did you get the idea?

DAN

She was my mother.

AMY

Marie Courbet, the New York Fluxus artist, was your mother? It must have been so hard to lose her like that.

DAN

Yeah, it was.

AMY

Well. I'm completely honored that you and Josh asked me to play her.

Heads turn in the cafe, a DINER snaps a photo.

DAN

Yeah, about that. I didn't know Josh sent you the script. We have, like, no budget and we can only pay scale. It's a total guerilla shoot.

AMY

Great. (then) Why are you telling --

DAN

I want to shoot this thing without a lot of... scrutiny.

(off confused look)

I need this film to be about my mom and her story, and not about... you. I don't think it's a good fit.

Amy is crushed, on the verge of tears. She bolts from the table and leaves.

DAN (CONT'D)

Wait. Star, I...

EXT. BIRDS CAFE - SAME

Amy stands out front, her sunglasses on, hiding tears. Two PHOTOGRAPHERS, spot her and immediately snap away. A VALET pulls up in Amy's new Mercedes convertible as Dan runs outside.

DAN

Star, listen...

Through a GRITTED SMILE for the cameras...

AMY

It's fine. I get it. I suck.

DAN

I didn't mean that.

AMY

I can't do this here. If you want to talk, meet me around the corner.

Amy gets her car and speeds off. Dan watches her pull away.

EXT. CORNER - MOMENTS LATER

Dan waits in front of a newsstand. Nearly every magazine has Amy's face or "RockStar" on it. Amy's pulls up in her Mercedes. Dan climbs in and they drive off.

EXT. HOLLYWOOD HILLS - SUNSET

A beautiful spot overlooking downtown LA. Amy and Dan sit on a bench, gazing at the view.

DAN

I never knew your dad died.

AMY

I don't advertise it. I miss him.

A beat, as they look out over the city.

DAN (CONT'D)

How come you didn't back me up?

AMY

What are you talking about?

DAN

When I went to Deb with some ideas. I told her it was with your blessing. Next thing I know, I'm cleaning out my desk.

AMY

I'm so sorry. I didn't know.

DAN

Turned out to be okay. Actually. Gave me time to get funding for my film.

AMY

I get why you don't want to work with me. With my baggage. And, I got you fired, and there's the I-couldn't --
(corrects herself)
wouldn't-go-out-with-you thing.

DAN

You could have mentioned you were dating someone. RockStar.

AMY

Oh, God, please don't mention that. My name is Amy.

DAN

Okay... Amy.

AMY

But despite all that, despite the fact that I now have fake everything, blonde hair, and ass-fat injected in my face...

DAN

Okay, TMI...

AMY

... I'm still the same girl from Michigan, lost on the studio lot.

She looks at him.

AMY (CONT'D)

I never intended any of this. Not the show, the money, the fame, Brad. I didn't think I could say no.

(MORE)

AMY (CONT'D)

So I didn't. But when I read your script, I woke up. And I thought maybe all this fake bullshit would be worth it if I could do your movie. Stupid, right?

DAN

That's not stupid at all.

They look out at the view. Then Dan looks over at her.

DAN (CONT'D)

Which part is ass-fat?

He points at her face, and she shoves him away, playfully.

EXT. 7TH AVE, NEW YORK - DAY

A hot summer day. Amy bounds up from a subway station at 7th and 23rd. She wears a HAT with GIANT SUNGLASSES to hide her face. Sondra talks at her via Bluetooth.

SONDRA (V.O.)

... most importantly, Star, do not be photographed with any less-than-attractive co-stars or crew. You have a brand to protect. Now, you absolutely must be seen at --

Amy hangs up on her. She stops at the front of the CHELSEA HOTEL, and looks at the PLAQUES OF FAMOUS WRITERS who have lived there. This is hipster mecca. She moves on, totally at home in this city.

INT. HALLWAY - BROWNSTONE - LATER

Amy finds the right door and KNOCKS. Dan answers.

DAN

Star! Sorry. Amy!
(looking around)
What? No posse?

AMY

Shut up.

DAN

Seriously. How did you get here?

AMY

The subway.

DAN

Dude, bonus points. Even I won't take the subway from the airport. Where's your stuff?

AMY

My limo's bringing it. Baby steps, Dan.

Dan leads her inside --

INT. APARTMENT - BROWNSTONE - CONTINUOUS

Old and run down. There's camera EQUIPMENT EVERYWHERE, ready to shoot. Dan shows Amy to a bedroom, with two beds and dingy sheets.

DAN

Here's your room. You'll be bunking
with our A.D.

Dan looks at the room through a "celebrity's" eyes.

DAN

Are you sure you wouldn't rather stay
at the Plaza?

AMY

Nope. This is how I've always pictured
it.

SERIES OF SHOTS SHOOTING *BLUE/GREY*:

- Amy in the bathroom dying her blonde hair brown in the sink.
- Shooting: a skeleton CREW sets up. With her brown, braided hair, Amy (as Marie), paints on canvas.
- Shooting: Amy and her CO-STAR act out a scene in front of a fruit stand. NEW YORKERS walk past, not acknowledging.
- The cast and crew share pizza in the brownstone. Amy picks at hers. Clearly hungry, she covertly takes a BLACK PILL.
- The CREW sets up for a sidewalk shot. Dan directs Amy. The A.D. approaches and points to construction site boarding that's covered with *Autumn Leaves* bills.
- Amy, Dan and the Crew, paint over Amy's face. Dan paints a moustache and glasses on Amy's picture. She laughs.

EXT. FIRE ESCAPE - BROWNSTONE - NIGHT

Amy and Dan sit, their feet dangle over the edge of the iron platform as they share a BOTTLE OF WINE.

DAN

This is a serious vintage. I bet this
bottle costs more than the entire shoot.

AMY

It's from Brad. A congrats for getting the part in your film. He knows it's important to me.

Dan looks at Amy.

DAN

Can I ask you something? It seems kinda like you and Brad...
(off Amy's look)
Never mind. It's none of my business.

AMY

You want to know if Brad and I are real.

It's a tense moment. Then...

DAN

Are you?

Amy takes a long drink of the wine.

AMY

Yes. Yes, we are.

A silent beat. Dan stares out at the traffic below. Amy looks at the wine then back at Dan, *conflicted*.

INT. APARTMENT - BROWNSTONE - EVENING

Amy (as Marie) looks older with sunken eyes and an ASHEN FACE. She lies in bed, on death's door. A YOUNG BOY stands by her bedside. Amy reaches out a hand and touches his cheek, then slowly dies.

Behind the CAMERA, Dan watches Amy play out his mother's death -- clearly moved. His voice cracks:

DAN

Cut.

Everyone, cast and crew alike, stands, APPLAUDING. Amy and Dan look at each other, and hold the gaze for a long beat.

INT. BEDROOM - BROWNSTONE - DAWN

Amy's fast asleep. Dan opens the door, sneaks in, and quietly leans down to wake her up. Amy opens her eyes.

DAN

Sorry. I know it's early, but I want to show you something.

EXT. CENTRAL PARK - DAWN

Dan and Amy walk a DIMLY LIT PATH known as Poet's Walk. The occasional jogger passes by, but it's mostly empty.

AMY

You're a sadist. Ten straight days of shooting and you wake me at dawn?

DAN

Trust me. You have to see this.

They walk into Bethesda Terrace. As they come through the tunnel, they stop at the BETHESDA ANGEL. Amy's taken by it's beauty.

DAN (CONT'D)

Welcome to the heart of the city.

Dan guides them to the edge of the fountain, where they sit.

DAN (CONT'D)

There's a couple of seconds where the sun catches her face just right. And the city is quiet.

AMY

A perfect moment. Where everything comes together. Like the end of *Say Anything* where --

DAN

-- Lloyd holds the boom box over his head playing "In Your Eyes."

AMY

Right. Exactly.

Amy smiles as she slowly slips her hand into Dan's. It's electric. They look up at the statue.

DAN

My Mom used to take me here. She said the Angel would look after me after she was gone.

As Amy puts her head on Dan's shoulder, the sun peaks up over the horizon, LIGHTING the Angel's face.

Slowly, they lean in. And KISS. A *PERFECT MOMENT*.

DAN (CONT'D)

Sorry. I shouldn't have...

AMY LEANS IN FOR ANOTHER KISS. Then...

SNAP! Amy looks up to see a PHOTOGRAPHER retreat into the park. He caught the whole thing. *I'm in trouble...*

INT. DEB'S OFFICE - DAY

Deb SMACKS down the PHOTO of AMY AND DAN KISSING onto her desk, disgusted. Amy sits across from her, fuming.

DEB

You have fucked yourself, Star. I'm not sure we can bury this! You've jeopardized everything. Your carefully constructed persona, your arranged relationship with Mr. Brad Rockwell...

Amy tries to hide her shock.

DEB (CONT'D)

Surprised, girly? Of course I'm in on that. It's all part of *your* brand, which is inextricably tied to *my* show!

Enough! Amy jumps up out of her chair.

AMY

Stop! I'm going back and finishing that film! I won't leave Dan hanging!

DEB

There's no film to go back to. I got the financing pulled. We've issued press release stating you backed out due to creative differences. That's your story. I suggest you stick to it.

AMY

This is my life! It's my decision!

DEB

You're right.

Deb stabs a fat finger in Amy's face as she talks, forcing her back down into her chair... and her place.

DEB (CONT'D)

So if, in your infinite wisdom, you *decide* to even so much as send a text to your little smooch buddy, you will void your *Autumn Leaves* contract and I will sue you within an inch of your life! I'll repossess your mother's fucking house. And you will be finished. Are we clear?

AMY
 (quietly)
 Yes.

DEB
 Now, I'm sending you to *We Care* for the
 next three days to get the fat off you.
 The limo's out front.

Deb pulls out a bottle of BLACK PILLS, hands them to Amy.

DEB (CONT'D)
 In case you're running low.
 (with her smile)
 Welcome back.

EXT. WE CARE SPA (PALM SPRINGS, CA) - EVENING

Amy sits in a mud bath, a veggie drink nearby. She grabs her iPhone and dials.

AMY
 (into phone)
 Vince, I am in hell. Call me. I haven't
 talked to you since I went to New York.

She ends the call, then takes a sip of the veggie drink.

AMY
 (to herself)
 Ugh. This tastes like feet.

Her iPhone RINGS. She eagerly picks it up. CALLER ID: DAN. *What to do?* She stares at the ringing phone, debating.

Finally, SHE HITS IGNORE and puts the phone down. Then, she slowly sinks into the mud until her head disappears.

INT. AUTUMN LEAVES STUDIO - MORNING

Back on set, the CREW busily preps for a shot. Waiting off to the side, Amy stares into space as Michele rambles on.

MICHELE
 I'd totally be willing to go ugly or
 play retarded. But not for some stupid
 award. There'd have to be a big
 paycheck attached.

Just when Amy can't take anymore, they're interrupted by the grand entrance of the pin-thin famous heiress Athena Powell, and her ENTOURAGE.

ATHENA
 Hi ladies... Hello Star.

Michele practically falls over herself to join Athena at CRAFT SERVICES. Lisha comes over.

LISHA

Here... new pages.

AMY

Thanks. Why's Athena Powell here?

LISHA

They gave her a four episode arc.

AMY

And I thought the show was bad last year.

INT. AUTUMN LEAVES SET - LATER

The CREW preps a classroom set. Seated at school desks, Athena talks at Amy.

ATHENA

... Everybody says throwing up is bad for you, but it feels good, and if you keep it to once a day or so, it doesn't even hurt you. (then) I like you. Let's do something tonight.

AMY

Oh, I don't know. I've got an early call tomorrow.

ATHENA

Look at you being responsible. You are young and fabulous. And young, fabulous girls go out.

She lets out a few "barking" YELPS and smiles at Amy, who looks mortified.

EXT. STUDIO PARKING LOT - LATER

Amy walks to her car, dialing Vince. She gets his voicemail. She gives up on Vince as Athena pulls up in her giant Range Rover.

ATHENA

Come on, Star. Let's go play.

She looks at Athena -- *Better than being alone*. Amy hops in and Athena TEARS OUT. Nearby, Michele sees this and seethes.

INT. ATHENA'S CAR - LATER THAT NIGHT

Athena drives, with Amy in the passenger seat, and twins MADISON and MOLLY, 20s, stick-thin with poofy lips, in back.

ATHENA

I'm saying there's an art to it.

MOLLY

Totally. It can't look planned.

MADISON

Wardrobe is key. Too short, and it's obvious.

They pull up to --

EXT. HYDE - CONTINUOUS

-- where the PAPARAZZI instantly SWARM Athena's car. They SNAP PHOTOS, their FLASHES nearly blinding. There's so much insanity, pushing, and shouting that Amy's afraid to get out of the car.

The club's BOUNCERS clear a path through the Paparazzi SWARM, finally allowing the girls to open their car doors.

Athena is the first to get out. As she does, she intentionally spreads her legs ever so slightly to EXPOSE HERSELF for the cameras, and... SNAP!

INT. HYDE - LATER

The "A-List of the A-List" mill about, drink, and dance. No one stares at Amy, as everyone is just as famous if not more so. Amy and the girls sit around a table, chatting. The Twins chain-smoke.

ATHENA

That's 25 points, bitches.

MOLLY

Bullshit, Athena. Ten, max.

AMY

What are you talking about?

MADISON

This game Athena made up. The bigger the event, the higher the points for giving 'em a shot of the old baby-maker.

AMY

You're kidding...

ATHENA

Nope. I got 50 for the *People's Choice Awards*... in a full length gown. I'm in the lead. And you're doing one tonight.

AMY

I'm wearing underwear.

ATHENA
I love a challenge.

Athena makes a dive for Amy's panties. Thankfully, a COCKTAIL WAITRESS emerges with a tray of tequila shots. *Saved by the bell!*

ATHENA (CONT'D)
Patron! *Arriba!*

COCKTAIL WAITRESS
(pointing)
Compliments of the young gents.

Amy looks over at a table of four young, hot CELEB BOYS.

MADISON
The cast of *Newport Beach*. They'll do.

She waves as everyone, save for Amy, picks up a shot. Athena nudges Amy, and she grabs a shot glass. *Down the hatch!*

INT. HYDE - LATER

Several EMPTY SHOT GLASSES litter the table. The *Newport* boys crowd the table with the girls, paired off. Amy is HAMMERED.

Athena dances on the table, pulling Amy up with her. A crowd gathers as Athena begins to grind into Amy, whooping as she FEELS HER UP. Amy is too drunk to care, and just goes with it.

Athena gets closer and closer to Amy. Then, she KISSES her. Full on the lips. Everyone WHOOPS and HOLLERS. It takes a moment for Amy to realize what's happening.

ATHENA
Wanna get out of here?

AMY
What? No. I don't... I'm not...

ATHENA
Why? Because of Brad? Whatever, I have a "boyfriend" too. Come on.

AMY
Athena, no. I...

Now really drunk, she stumbles off the table and pulls away from Athena. She walks away, staggering toward the --

INT. BATHROOM - CONTINUOUS

-- and bumps right into MAGGIE GYLLENHAAL, spilling a drink on her.

AMY
Oh God! I am so sorry!

MAGGIE

It's okay.

AMY

I'll get a napkin or something.

Amy realizes who it is -- *HER IDOL!*

MAGGIE

Don't worry about it. I was on my way out of here, anyway. God, I can't stand these scene-y Hollywood clubs. This is the last time I ever do a promotion for some bullshit clothing line.

AMY

I... You're Maggie Gyllenhaal.

MAGGIE

(then, recognizing)

You're that girl, right? Star-something?

A pause. Then, Amy drunkenly blurts.

AMY

I worship you. Seriously. You are the most amazing actress ever.

MAGGIE

Well... thanks.

AMY

Oh, God. You probably think I'm some big joke. And probably I am. It's just, I wanted to be a real actress, and I always wanted to be you. You know? But, not you-you, because you're already you... you. My real name is Amy, by the way.

MAGGIE

You seem drunk.

AMY

Yeah. No! I... I am. But --

MAGGIE

Listen, I'm going to go. Maybe we can talk some other time?

Athena approaches.

ATHENA

(to Amy)

There you are!

She grabs Amy by the arm.

ATHENA (CONT'D)
Stop talking to whoever this is.

She pulls Amy, who resists. Athena loses her grip on Amy's arm. AMY IS SPUN AROUND. *Dizzy*. Not good. She grabs her stomach. Then --
-- VOMITS, all over Maggie's shoes!

Completely mortified, Amy runs for the door.

INT. AMY'S TRAILER - MORNING

Amy's on the couch, horribly hung over, a towel over her eyes. The shades are drawn and the lights are out. The door opens.

AMY
Lisha, can you please just tell them I
have the flu?

DEB (O.S.)
Oh, I'll tell them, girly...

Deb bursts into the trailer, BANGING EVERYTHING SHE CAN. She flips on all the lights and yanks open the curtains.

DEB (CONT'D)
I'll tell them how you partied all
night like a spoiled little bitch and
that's why everyone will lose a day of
work. How's that sound?

Amy moans.

DEB (CONT'D)
You will *not* pull a Lohan on me. Get
your ass on the set -- *now!*

Deb exits, SLAMMING the door.

INT. AUTUMN LEAVES SET - LATER

Michele and Athena are on set in a mock diner. Amy lies down in the next booth. Athena ignores Amy completely and focuses her attention on Michele, who is in heaven.

Amy, looking bone-thin and exhausted, unsteadily stands and carefully walks toward the craft services table. She looks at her hands -- they're visibly TREMBLING.

She grabs a water, shakes out a BLACK PILL and washes it down. She pulls out her phone and dials Vince.

AMY
 Vince, please. I really need you.
 Something's wrong. Call me.

EXT. HOLLYWOOD HILLS - EVENING

Amy drives up the hill to Brad's house. She is now DEATHLY PALE and there are GIANT DARK CIRCLES under her eyes.

EXT. DRIVEWAY - BRAD'S MANSION - MOMENTS LATER

Amy pulls up to the front. She climbs out of her Mercedes and heads unsteadily toward the front door.

INT. ENTRY - BRAD'S MANSION

After letting herself in, Amy looks around -- no one's home.

AMY
 Brad?

No answer. Then, she hears VOICES. Turning, she heads toward Brad's room.

INT. HALLWAY - BRAD'S MANSION

Approaching the door to Brad's room, the voices get louder. She starts to knock, but then she opens the door to reveal --

INT. BRAD'S MANSION - BRAD'S ROOM - CONTINUOUS

-- Brad, shirt off, in bed with a YOUNG MAN. They're making out, hot and heavy. They both jump at the sight of Amy. Then, she realizes... THE YOUNG MAN IS VINCE!

BRAD
 (to Amy)
 This is covered in our confidentiality
 agreement.

Amy turns ghost white, turns and runs out. Vince follows.

VINCE
 Amy! Wait! Please!

EXT. BRAD'S MANSION - EVENING

Amy heads to her Mercedes. Vince catches her.

VINCE
 Amy, stop!

Amy whirls around on Vince.

AMY

You! You're the only person I trust in this whole God damn city. You don't return my calls for two weeks. And now I catch you screwing my boyfriend?

VINCE

Amy, he's clearly not your boyfriend...

AMY

Excuse me?

VINCE

You were photographed kissing someone else. What was he supposed to do?

AMY

That's your excuse?

VINCE

It's not like that. I understand him, and... we're in love.

Amy stares aghast at poor, deluded, Vince.

VINCE (CONT'D)

Please don't leave like this, Amy.

AMY

Fuck you, Vince.

Amy jumps in her car, crying, and tears out of the driveway onto --

EXT. MULHOLLAND DRIVE - NIGHT

She passes a beat-up Camry parked Where the driveway meets the road. Inside, two PAPARAZZI take notice. They fire up the car, start their pursuit.

AMY

Shit...

With the car's top down and her hair flying in the wind, Amy tears down Mulholland, trying desperately to lose the other car. Just as her Mercedes rounds the corner, the Camry catches up.

Amy SCREECHES to a halt at a red light at Mulholland and Laurel Canyon. The Camry pulls up beside her.

From the Camry's passengers seat, a PAPARAZZO, heavy and unshaven, pokes out of sunroof, snapping photos. Each flashbulb pops with a sickening THUD. The DRIVER of the Camry holds a VIDEO CAMERA.

POV VIDEO CAMERA - AMY'S PROFILE

She stares straight ahead, frightened but angry.

PAPARAZZO (V.O.)

Hey, Star! What happened up there? A lover's spat? Wanna talk about it?

DRIVER (V.O.)

Yeah, we're here for you, babe.

The light turns green and Amy FLOORS it, tearing onto Laurel Canyon and racing down the road into West Hollywood.

INT. AMY'S CAR - CONTINUOUS

Amy watches the Camry grow smaller in her rearview mirror. Her eyes glance at her PENDANT, hanging from the mirror. She's not watching the road...

Finally, she looks up to see a BMW STOPPED in front of her! She SLAMS on the brakes, halting inches from the BMW's bumper. Amy exhales. Then...

The Camry's back. Amy moves to pass the BMW, but the Camry pulls up to her left, into the on-coming lane -- SHE'S STUCK!

INTERCUT PAPARAZZO'S CAMERA POV AND AMY'S CAR AS NEEDED

The Paparazzo continues to snap photos. Amy grabs and dials her iPhone and makes a call, which can't be heard over the Camry's BLARING horn and REVING engine.

Amy pounds on her HORN! The BMW finally moves. Amy hits the gas. She SWERVES around the BMW and in front of the Camry.

She drops her phone and her eyes go wide as a pair of headlights appear, HEADED STRAIGHT TOWARD HER!

In an attempt to stay on the road, Amy swerves back to her side of the street. Now ON THE SHOULDER, she SLAMS over a mailbox and through a hedge, then CRASHES hard into a parked car. With a SHATTER of glass, the air bags deploy.

BACK TO SCENE

Through a cloud of dust and smoke, we see Amy's head against the deflating air bag. She lies motionless. Then she lifts her head. Her PENDANT, still swinging from the mirror, stares back at her.

EXT. LAUREL CANYON DRIVE - SAME

The Camry has spun out. The Paparazzo and Driver hop out and approach Amy, continuing to shoot.

DRIVER

Dude! We're first on the scene for the Star Spencer car crash!

PAPARAZZO

Not a very good driver, are you, Star?

Amy stares at them. RAGE builds. She jumps out of her Mercedes and charges the men. As the Driver continues to film, she HITS THE PAPARAZZO on the chest as hard as she can.

PAPARAZZO (CONT'D)

(laughing)

Ooh! She's got some fight in her.

AMY

You fucking animals! You scum! Were you going to kill me to get your shot? I hope you *die!*

She grabs the DRIVER'S CAMERA out of his hands and SMASHES it on the pavement.

AMY (CONT'D)

Die! I hope you fucking die! I hope everyone you love fucking dies!

Shaking uncontrollably, Amy crumples to the ground. She STRUGGLES TO BREATHE, grasping at her throat. Then, she STARTS TO SEIZE as the Paparazzo and Driver continue to film...

FADE TO BLACK:

INT. HOSPITAL - MORNING

Amy lies in a hospital bed, a bandage on her head. She finally opens her eyes, looks around. Her mother is there, and so is her brother. DR. SHAH, 40s, salt-and-pepper hair, stands by.

AMY

What time is it? I have to be on set...

Karen and Ian rush over.

KAREN

(hugs Amy)

She's awake! Oh, thank God!

AMY

Mom? What're you...? What's happening?

DR. SHAH

Ms. Spencer, after your accident, you suffered a mild seizure. You were severely dehydrated and malnourished. Have you not been eating?

AMY

I haven't felt like it.

DR. SHAH
Have you been taking drugs of any sort?

AMY
No... Nothing.

DR. SHAH
Really? We found a substantial amount of the steroid clenbutyrol or "clen" in your bloodstream. It's used to treat asthma in horses. It's also used, illegally, for appetite control.

AMY
(realizing)
The black pills...

DR. SHAH
Do you have any more?
(off Amy's nervous look)
You're not in trouble. We just need to know what kind of "clen" it is, so we can assess the damage.

AMY
In my purse.

Karen finds the pills and hands them to Dr. Shah.

DR. SHAH (CONT'D)
I'll be back when we know more.

He opens the door, and heads out.

AMY
Mom, I'm sorry. I know you're disappointed in me.

KAREN
Honey, no...

AMY
I was trying so hard to do everything right. I wanted to take care of you and Ian. I thought it's what Dad would've wanted.

Amy BEGINS TO SOB. Karen holds her daughter as Ian looks on as we --

FADE TO BLACK:

INT. HOSPITAL - LATER

Amy watches TV glumly from her hospital bed. Ian sits slouched next to her.

INSERT ON TV SCREEN

Footage of Amy's meltdown, SCREAMING into the camera. As it plays, we hear Nancy O'Dell:

NANCY O'DELL (V.O.)
 And we'll have the latest on Star
 Spencer's monster meltdown. It's all
 next, on *Access Hollywood*.

BACK TO SCENE

Ian grabs the remote, and turns it off.

IAN
 Gonna eat your Jell-o?

Amy shoves it toward him. He takes it and SLURPS each bite.

AMY
 (giggling)
 Gross.

The door opens, revealing... Todd, in his power suit and Bluetooth. This is the first time Amy has ever seen him in person.

TODD
 Star Spencer! My favorite client!

AMY
 Who are the hell are you?

TODD
 You're too funny! It's me, Todd!

AMY
 So it is.

TODD
 Good news! The network is willing to
 work with us to spin the whole thing.
 Am I the king or what? All you have to
 do is admit you have a drug problem and
 go to rehab.

AMY
 I don't have a drug problem, Todd.

TODD
 It's only 60 days, and it's not really
 rehab; it's just a condo in Malibu.

AMY
 Deb Leary gave me those pills.

TODD
 Whoa, whoa, whoa... alledgedly.
 (indicating Ian)
 Who's this?

AMY
 Ian, my brother.

TODD
 'Sup, bro?

He goes to give Ian a fist bump. Ian ignores him.

TODD
 (to Amy)
 Look, everybody does rehab. Everybody knows it's bullshit. Bottom line -- you don't do it, you're fired. And no one will touch you. For anything. This is the best thing for you and your career, Star Spencer. Trust me.

He slides Amy a CONTRACT and hands her a pen. She looks it over, glances at Ian, seeing his disappointment. Then, an epiphany --

AMY
 Todd, you're fired. You don't care about what's best for me. You don't even know me.

TODD
 No one'll know you after this, Star.

AMY
 Amy. My name is Amy.

TODD
 Well... Amy... you're fucked.

INT. AMY'S ROOM - SPENCER HOME (MICHIGAN) - MID-MORNING

From bed, Amy looks out the window at the gray skies and falling leaves: It's autumn. She's put on some much-needed weight and already looks healthier. Her blonde hair shows about an inch of dark roots.

Getting up slowly, she walks over to her computer. Browsing online, she stumbles across a YouTube CLIP of her meltdown. She's used to it by now. Rolling her eyes, she plays it.

POV - COMPUTER SCREEN

A THUMPING BEAT and FLASHING COLORS mixed with footage of Amy:
 "Die! I hope you fucking die! Die! I hope you fucking die!"

BACK TO SCENE

Amy smirks at her own stupidity as Karen enters.

KAREN

Honey, somebody here to see you.

Amy looks over to see Vince standing there. They stare at each other for a beat, not saying a word.

EXT. LAGOON BEACH (BAY CITY, MI.) - SUNSET

Vince and Amy sit at their favorite spot, overlooking the water.

VINCE

... And then I found a dead pigeon on my windshield with a note that said "Squawk and Die."

AMY

Jesus, Vince.

VINCE

He never returned my calls. I can't believe I thought Brad Rockwell loved me. I don't know what I was thinking.
(looks at Amy)
I was a terrible friend to you.

AMY

Yes, you were.

VINCE

I pushed you too far, then I slept with your boyfriend.

AMY

Yes, you did.

VINCE

You're not going to make this easy, are you?

AMY

No, I'm not.

VINCE

I'm so sorry, Aim.

Amy stares at him, then... they hug. When they break, Vince pulls out his Flip.

VINCE

I have something to show you. I should have done this earlier, but --

He plays a movie file. It's the "interview" he did with Amy backstage from two years before. Amy watches her old self.

INSERT ON FLIP

AMY

Nope. I can deal with being broke. At least I can live with myself...

BACK TO SCENE

AMY (CONT'D)

I can't believe you kept that.

VINCE

That's you. In case you'd forgotten.

AMY

I remember. Thanks.

VINCE

So what are you going to do now?

CUT TO:

EXT. DAN'S BROWNSTONE - NEW YORK STREET - DAY

A sunny, crisp New York day. Amy walks down the sidewalk. She arrives at Dan's building and looks up at it.

INT. HALLWAY - DAN'S APARTMENT - CONTINUOUS

Amy knocks on the door. Dan opens it, he's now wearing a blue Best Buy polo shirt.

AMY

Hi Dan.

DAN

Star.

Awkward silence.

AMY

Wanna get something to eat?

Dan says nothing.

AMY (CONT'D)

You do occasionally eat food, yes?

INT. ZABAR'S - LATER

Amy and Dan sit at a table near the counter.

DAN

You really screwed me good. I lost the film and I can't even get a job as a P.A.

(MORE)

DAN (cont'd)
(indicating)
Hence, this snazzy shirt.

AMY
I'm so sorry.

DAN
I wish that meant something.

AMY
I can't change what happened. But I can
do something else... tell the truth.
(leaning in, quietly)
I told you Brad and I were real. We
weren't. The whole "RockStar" thing was
fake. I got caught up, but... I
certainly was never in love with him.

DAN
I kind of figured that out on my own.

AMY
There's more. The entire relationship
was concocted by Brad's people to cover
up the fact that he's gay.

DAN
That I did not figure out.

AMY
Yeah. I caught him cheating on me with
my best friend. I lied to everyone. I
lied to you. I lied... to myself.

A WAITRESS drops off two cups of coffee.

AMY (CONT'D)
You are now the only person I've ever
told, and if the powers that be find
out, they will sue me within an inch of
my life. Now you have something on me.

She looks at him for a long beat, Dan stands.

DAN
I have to go to work.

As Dan turns to go, Amy throws down some money stands and follows
him --

EXT. COLUMBUS AVE. - EVENING

The busy street is abuzz with PEDESTRIANS. Dan walks quickly, Amy
falls in step with him.

DAN

Look, I don't care about you and Brad or any of that bullshit. All I ever wanted was to make movies. And now, because of you, I can't.

Amy pulls out a CASHIER'S CHECK and hands it to him.

AMY

Now you can.

Dan stops, so does Amy.

DAN

What's this?

AMY

It's enough to finish *Blue/Gray*. If you want, you can shoot it all over again with someone who won't fuck you over.

DAN

I don't want your check. You don't get it, do you? It's not about money.

He hands it back.

DAN (CONT'D)

You come all the way to New York just to give me this?

AMY

No.

DAN

Then why?

AMY

Because I'm in love you.

Dan stands speechless for a full beat, as they stare at each other, the New York traffic rushes by.

DAN

I gotta go.

Dan walks away, leaving Amy alone.

INT. BEST BUY - LATER

Hordes of SHOPPERS crowd the store. Amy enters and looks around for Dan. She sees him in the corner talking to a CUSTOMER. She stares at him, but he doesn't see her. She hangs back.

She browses the aisles, stopping in front of a row of iPod players. Inspiration! She pull her iPhone from her purse, pops it in, finds her song, and cranks it up.

Across the store, Dan hears the strains of the song: Peter Gabriel's "In Your Eyes."

He looks at the source of the music and does a double take: AMY HOLDS THE IPOD PLAYER OVER HER HEAD, like Lloyd Dobler in *Say Anything*. Their eyes meet.

Amy looks pleadingly at Dan. In spite of himself, Dan cracks a smile. They stare at each other as we --

FADE TO BLACK:

INT. PRESS CONFERENCE - DAY

Sitting in front of a SCRUM OF PRESS, Amy fields questions. She is polished and truthful. Around her neck, she proudly wears her PENDANT once again.

REPORTER #1

Star, are you and Brad Rockwell on friendly terms?

AMY

First of all, my name's Amy. Star was my evil twin.

Everyone LAUGHS.

AMY (CONT'D)

And yes, Brad and I are on good terms.

REPORTER #2

How do you feel about Brad dating your former co-star, Michele McCann?

AMY

They seem happy. I wish them the best.

REPORTER #3

Any plans on getting back into TV?

AMY

No. I'm pretty happy doing what I'm doing. Besides, when they kill off your character, you think twice about getting back in.

LAUGHTER.

AMY (CONT'D)

But listen, I want to talk about why we're all here today, and that's to discuss the work of the amazing writer and director of *Blue/Gray*, Dan Kirschner.

The CAMERA PULLS BACK to reveal Dan, sitting at the panel.

REPORTER #1

Dan, what was the biggest obstacle you faced in getting *Blue/Gray* made?

DAN

Well, the film died, like, fifteen times. So.. I guess the message is -- don't give up. Yes?

REPORTER #3

Did your work writing in Hollywood prepare you for making your film?

DAN

No! God, no.

Everyone LAUGHS. He's a hit, too.

REPORTER #1

Are you two officially an item?

Amy raises an eyebrow. Nods to Dan: "it's all yours."

DAN

Yes. We are Hollywood's new power couple. Amy Spencer and Dan Kirschner. Or... "Spirschner."

Laughter, as they continue to field questions.

EXT. PARK CITY, UT. - LATE AFTERNOON

Sundance is in full swing, as INDUSTRY TYPES in winter clothes mill around the main drag, looking to meet and greet. Amy and Dan walk down the street, hand in hand.

Then Deb, in full winter gear, pokes her head out of a storefront. She huffs and puffs after Amy and Dan.

DEB

Star!

Amy ignores this and continues on. Deb slips and slides her way along, finally falling in step with Amy.

DEB (CONT'D)

Well! Look at us all here in our winter finery.

AMY

Hello Deb.

Amy and Dan keep walking, forcing Deb to huff along.

DEB

You know, I just saw *Blue/Gray*, and I am so proud of you. I feel like my little girl is all grown up!

AMY

(introducing)

This is Dan.

DEB

It sure is. Dan Kirschner. You've got quite a voice. We could have used a voice like that on *Autumn Leaves*.

DAN

Yeah, I'm sure that would have come in handy. Heard you got cancelled.

DEB

TV's over. Film's where the real art is. Always has been, always will be.

AMY

Is that right?

DEB

You know what? I have this picture I'm working on, and I think I have something perfect for you. Can we set up a meeting as soon as you're back? How's that sound, Star?

Deb flashes her trademark grin. Amy stops walking. Deb nearly loses her footing. Amy turns and ADDRESSES THE CAMERA.

AMY

I'll bet you can think of about a million things I should say right now. So can I. But you know what?

She turns to Deb.

AMY

Enjoy Sundance, Deb.

Amy slips her hand in Dan's arm and they walk away, leaving Deb all alone.

INT. PIZZA RESTAURANT - LATER

As the snow falls outside, Amy and Dan sit at a table with Deb's former assistant, Lisha, chatting. A server brings over a large PIZZA and a PITCHER OF BEER.

Vince enters, with a HANDSOME YOUNG MAN in tow, his boyfriend. He approaches Amy and Dan's table.

AMY
Vince, you know Dan. And this is my
agent, Lisha.

Lisha extends a hand. Vince shakes it.

LISHA
Hi.

AMY
Vince is... Well, Vince is my BFF.

VINCE
That is so gay.

Vince and his Boyfriend sit. They look up to see PHILLIP SEYMOUR HOFFMAN approach.

PHILLIP
Sorry to interrupt, but I saw your
screening, and it was fantastic. Just
wanted to say congrats.

AMY
Wow! Thanks so much. I'm Amy.

PHILLIP
Phil.

They shake hands.

AMY
Sit. Have a slice.

PHILLIP
Why not?

Phillip sits and --

EXT. PIZZA RESTAURANT - EVENING

-- we PULL BACK through the lightly FALLING SNOW outside as the group sits chatting animatedly. Amy digs into a slice and LAUGHS.

115.

We continue to PULL BACK, revealing Park City at sundown, until we finally --

FADE TO BLACK: