



Uptown Girl
A Billy Joel Musical
Music and Lyrics by Billy Joel
Libretto by
Michael Stepowany
Member of the
Dramatists Guild Of America

Screenplay based on his play - Uptown Girl

Current Revisions by
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OVERTURE PLAYS

Montage:

We see the CENTRAL CATHOLIC HIGH SCHOOL of Allentown, PA. VIRGINIA is graduating, class of '68.

'Burn your draft card' protests.

Front of the School. VIRGINIA is getting her picture taken with her MOTHER and her older brother, MAX.

VIRGINIA hops into a CORVAIR and speeds away while her mom and brother wave goodbye.

Vietnam war protests.

We see a 1952 four door sedan with its hood up. BUDDY is working on the engine.

MLK Riots.

We see a long distance trucker slamming the back doors of his trailer. He opens the door to his cab and we see his wife sitting in the passenger seat. He climbs in and starts his rig.

Bobby Kennedy Assassinated.

Burn your bra protests.

The old jalopy starts, BUDDY slams the hood. BUDDY, EDDIE, GEORGE, & DAVID hop in.

President Johnson.

We see the previous truck passing a closed, rusted steel mill.

2

EXT. - ALLENTOWN - SUNSET
FRIDAY SUNSET

2

Summer, 1968.

A dead-end street in Allentown, PA. A hulking rusted steel mill towers in the background. Along the street is a small lot where abandoned cars and steel remnants dot the overgrowth. There are a few adults mingling near the junk as their children play. To the right of the lot is a small neighborhood dive. There are men standing and smoking around the bar's front door. To the right of the bar are several dowdy homes.

The last house on the corner has an unkept yard with a rusted fence. The split level ranch with its 50's brick veneer has a weather-beaten porch. To the left of the house is a grass driveway where a car has been planted. It sits on three tires and a cinderblock. The car's grimy windows camouflage the old clothes and furniture being stored inside. During the hot months, the front door of the house with its diamond window stays open. Guarding the entrance is a discolored metal screen door. It proudly displays a hand-made iron "S". This is the SULLIVAN house. The occupants are the widow MRS. SULLIVAN, her 20 year old son MAX, and VIRGINIA. MAX is home on leave from the Army.

MAX is a Private. Muscular, square jawed, crew cut.

MUSIC BEGINS "Allentown"

TRACK 01

As we hear the factory whistle,

MAX marches out from the front door of his house onto the street wearing his dress army uniform.

"Allentown"

(Some Flashbacks and vignettes as the song continues.)

MAX SINGS

WELL WE'RE LIVING HERE IN ALLENTOWN

VIEW OF CLOSED, RUSTY STEEL MILL

MAX SINGS (CONT'D)

AND THEY'RE CLOSING ALL THE FACTORIES
DOWN
OUT IN BETHLEHEM THEY'RE KILLING TIME
FILLING OUT FORMS

MEN STANDING IN LINE AT THE DOOR OF THE BAR

MAX SINGS (CONT'D)
STANDING IN LINE

MAX POINTS TO AN OLD GREY-HAIRED MAN WEARING AN OLD ARMY JACKET

MAX SINGS (CONT'D)
WELL OUR FATHERS FOUGHT THE SECOND
WORLD WAR

JESEY SHORE VISTAS

MAX SINGS (CONT'D)
SPENT THEIR WEEKENDS ON THE JERSEY
SHORE

IMAGES OF USO DANCING

MRS. SULLIVAN comes out to the sidewalk. She is wearing a dress and a dirty apron.

MAX SINGS (CONT'D)
MET OUR MOTHERS IN THE USO
ASKED THEM TO DANCE
DANCED WITH THEM SLOW
AND WE'RE LIVING HERE IN ALLENTOWN

A Corvair swings around and stops. VIRGINIA gets out, diploma in hand. White cap and gown on. As VIRGINIA joins her mom and brother, the men, women and children from the lot and bar begin to move towards MAX. VIRGINIA has just turned 18. She is bright, breezy, and ready to take on the world.

VIRGINIA SINGS
BUT THE RESTLESSNESS WAS HANDED DOWN
AND IT'S GETTING VERY HARD TO STAY

MAX SINGS WITH MRS
SULLIVAN
WELL WE'RE WAITING HERE IN ALLENTOWN

MRS. SULLIVAN SINGS
FOR THE PENNSYLVANIA WE NEVER FOUND

VIRGINIA SINGS
FOR THE PROMISES OUR TEACHERS GAVE
IF WE WORKED HARD
IF WE BEHAVED

MRS. SULLIVAN proudly holds VIRGINIA'S diploma.

MRS. SULLIVAN
SO THE GRADUATIONS HANG ON THE WALL

VIRGINIA SINGS
BUT THEY NEVER REALLY HELPED US AT ALL

MRS. SULLIVAN SINGS
NO THEY NEVER TAUGHT US WHAT WAS REAL
IRON AND COKE

MAX SINGS
CHROMIUM STEEL

MAX, VIRGINIA & MRS.
SULLIVAN SING
AND WE'RE WAITING HERE IN ALLENTOWN

MRS. SULLIVAN SINGS
BUT THEY'VE TAKEN ALL THE COAL FROM THE
GROUND
AND THE UNION PEOPLE CRAWLED AWAY

VIEW OF MEN HAMMERING STEEL, AND OF A UNION HALL WITH
'CLOSED' SIGN.

The MEN, WOMEN and CHILDREN join MAX, VIRGINIA and MRS.
SULLIVAN

ENSEMBLE SINGS
EVERY CHILD HAD A PRETTY GOOD SHOTS
TO GET AT LEAST AS FAR AS THEIR OLD MAN
GOTS

FLAG DRAPED COFFINS

ENSEMBLE SINGS (CONT'D)
BUT SOMETHING HAPPENED ON THE WAY TO
THAT PLACE

VIETNAM BATTLES

ENSEMBLE SINGS (CONT'D)
THEY THREW AN AMERICAN FLAG IN OUR
FACE

The ensemble return to the parking lot.

MAX sits on the stoop of the porch and leans against a
post while smoking, as VIRGINIA and her MOM enter the
house. We hear the distant rumble of a set of loud
mufflers approaching.

MAX SINGS
WELL I'M LIVING HERE IN ALLENTOWN

AND IT'S HARD TO KEEP A GOOD MAN DOWN
BUT I WON'T BE GETTING UP TODAY

(HEAVY GUITAR RIFFS.)

A 1952 four door sedan screeches to a halt. All four doors swing open. BUDDY, EDDIE, GEORGE, & DAVID gather in front of VIRGINIA'S house. MAX stands up to confront them.

MAX SINGS (CONT'D)

MAX tosses his cigarette and walks towards the street.

AND IT'S GETTING VERY HARD TO STAY
AND WE'RE LIVING HERE IN ALLENTOWN

3

EXT. - STREET - SUNSET
FRIDAY EVENING

3

MAX HURRIES OUT TO MEET THE GANG. BUDDY, DAVID, EDDIE & GEORGE.

The 'Leader' of the GANG is BUDDY. Buddy still keeps his hair 'greased' complete with ducktail. He is dressed in a black Judo jacket with the sleeves rolled up. DAVID is the hippie of the GANG. He has hair down to his shoulders. EDDIE has a typical boys haircut, parted on one side. EDDIE is wearing a clip-on tie. GEORGE sports an afro. The teens are 17 to 19.

MAX (NOTICING THE CAR.)

What is that? Just make a 'youey' and get back to where you came from, ya' bunch of commie pinkos'.

BUDDY

Yo', at least it runs.

(Shot of the car in the driveway.)

MAX

My old man's. Move yer asses you losers.

(MAX turns and holds his arms as if he is pointing a rifle.)

BUDDY

Don't shoot, man. (The fake animosity releases.) Hey jarhead. How's the war going? Wow, they really shave you.

MAX

Yea Buddy, I see you still think you're James Dean. And Jesus David. Look at that hair!

DAVID

Just like Jesus man. Heavy.

BUDDY

We are ready to hit the mighty drive-in. So go get that hot-to-trot sister of yours.

MAX

Not in this century. Besides, she already has a date.

BUDDY

What? Say it ain't so!

MAX

The big graduation dance at the CYO.

BUDDY

Ohhhh! Don't be laying that on me, man.

DAVID

Save me, Mother Superior.

EDDIE

That golf caddy, right?

MAX

Caddy? Don't be a dope. He's a little rich kid. Virginia met him at the golf course...

DAVID

Virginia plays golf? Far fucking out, man.

EDDIE

What? Hell no, man. She's a 'Relish Girl"...she serves relish. What a drag.

VIRGINIA enters. She is wearing a short summer dress with a white Peter Pan collar and a gold cross necklace.

EDDIE (CONT'D)

Anyway, who wants' to hang out with all those uptight Catholic girls and their Popsicle thighs!

GEORGE, EDDIE, AND BUDDY

Yeah...

VIRGINIA walks from the porch.

EDDIE

Oh, hello Virginia...look at you! Outa' sight, man!

MAX

Save your breath.

VIRGINIA

Hey boys. Whatchya' doin'?

GEORGE

Planet of the Apes on the big screen.

MAX (TO BUDDY.)

All about your family huh?

BUDDY

Keep it up soldier boy...

DAVID (GETTING BETWEEN THEM)

And In A Gadda Da Vida. It's far out.

VIRGINIA

Don't ya' gotta' pay by the person? I say, save your bread.

GEORGE

Yea. Us three are in the trunk.

BUDDY

But I will let Virginia sit right next to me.

VIRGINIA

In your dreams Buddy. Besides...I am a good girl! Toodles.

VIRGINIA and MAX exit into their house.

MUSIC BEGINS "Only the Good Die Young"
TRACK 02

EDDIE

There she goes.

DAVID

You like, strike out again, man.

GEORGE

No relish tonight.

BUDDY

No worries you reprobates. Hey
Virginia... I know you can hear me.

4

EXT.-STREET-EVENING

4

" Only the Good Die Young"

BUDDY SINGING

COME OUT VIRGINIA, DON'T LET ME WAIT
YOU CATHOLIC GIRLS START MUCH TOO LATE
AH, BUT SOONER OR LATER IT COMES DOWN
TO FATE
I MIGHT AS WELL BE THE ONE
WELL, THEY SHOWED YOU A STATUE
AND TOLD YOU TO PRAY
THEY BUILT YOU A TEMPLE
AND LOCKED YOU AWAY
AH, BUT THEY NEVER TOLD YOU THE PRICE
THAT YOU PAY
FOR THINGS THAT YOU MIGHT HAVE DONE...
ONLY THE GOOD DIE YOUNG
THAT'S WHAT I SAID
ONLY THE GOOD DIE YOUNG
ONLY THE GOOD DIE YOUNG

HENRY enters.

(HENRY, strait laced 18-ish,
is dressed in a black suit,
white shirt and black bow
tie.)

HENRY tries to avoid the "GANG". The GANG surrounds
HENRY, teasing him. HENRY breaks away and runs to
VIRGINIA'S front door. He Knocks lightly, then enters the
house.

(CONT'D)

BUDDY

YOU MIGHT HAVE HEARD I RUN WITH A
DANGEROUS CROWD
WE AIN'T TOO PRETTY,
WE AIN'T TOO PROUD
WE MIGHT BE LAUGHING A BIT TOO LOUD
BUT THAT NEVER HURT NO ONE

INTERIOR OF VIRGINIA'S BEDROOM. SHE HAS A COLORFUL
PLASTIC TRANSLUCENT STICK-ON WINDOW DECORATION GIVING IT
THE APPEARENCE OF A BACKLIT STAINED GLASS WINDOW.

SO, COME ON VIRGINIA
SHOW ME A SIGN
SEND UP A SIGNAL
I'LL THROW YOU THE LINE
THE STAINED-GLASS CURTAIN YOU'RE HIDING
BEHIND
NEVER LETS IN THE SUN
DARLING, ONLY THE GOOD DIE YOUNG

RETURN TO STREET

ENSEMBLE

WOAH, WOAH, WOAH...
ONLY THE GOOD DIE YOUNG
ONLY THE GOOD DIE YOUNG

BUDDY jumps onto the hood of his car.

BUDDY

YOU GOT A NICE WHITE DRESS
AND A PARTY ON YOUR CONFIRMATION
YOU GOT A BRAND NEW SOUL
MMMM, AND A CROSS OF GOLD
BUT VIRGINIA THEY DIDN'T GIVE YOU QUITE
ENOUGH INFORMATION

BUDDY jumps off and mock "Kneels".

YOU DIDN'T COUNT ON ME
WHEN YOU WERE COUNTING ON YOUR ROSARY
THEY SAY THERE'S A HEAVEN FOR THOSE WHO
WILL WAIT
SOME SAY IT'S BETTER BUT I SAY IT
AIN'T
I'D RATHER LAUGH WITH THE SINNERS THAN
CRY WITH THE SAINTS
SINNERS ARE MUCH MORE FUN
YOU KNOW THAT ONLY THE GOOD DIE YOUNG
OH BABY, BABY

BUDDY, DAVID, EDDIE & GEORGE

I TELL YA, ONLY THE GOOD DIE YOUNG
 ONLY THE GOOD DIE YOUNG

A SAXOPHONE PLAYER
 APPEARS IN THE BACKLIT
 LOT DURING THE
 INTERLUDE.

INTERLUDE

BILLY magically appears outside the bar.

(BILLY is the conscience and
 guide of the film. BILLY
 seems to show up when he is
 needed. BILLY is wearing
 black slacks, a black vest,
 and a black bowler. BILLY
 carries a theatrical black
 cane.)

BILLY sees BUDDY and tips his bowler to him. VIRGINIA's
 MOM stands in the doorway. She is keeping a wary eye on
 developments in front of her house while sipping from a
 small whisky bottle.

BUDDY (CONT'D)
 YOU SAY YOUR MOTHER TOLD YOU ALL THAT I
 COULD GIVE YOU WAS A REPUTATION
 SHE NEVER CARED FOR ME
 BUT DID SHE EVER SAY A PRAYER FOR ME?
 COME OUT VIRGINIA,

VIRGINIA and HENRY exit the house. HENRY and VIRGINIA
 skirt past the GANG and run away down the street. The
 'GANG' sees BILLY and move cautiously towards him. BILLY
 meets them half way.

DON'T LET ME WAIT
 YOU CATHOLIC GIRLS START MUCH TOO LATE
 BUT SOONER OR LATER IT COMES DOWN TO
 FATE I MIGHT AS WELL BE THE ONE
 YOU KNOW ONLY THE GOOD DIE YOUNG
 TELL YA BABY
 YOU KNOW ONLY THE GOOD DIE YOUNG

5

EXT.-STREET-EVENING

5

EDDIE (TO BUDDY)

Hey man, what gives? Check out that cat.

GEORGE

Who?

EDDIE

Some circus clown with a cane.

GEORGE

Think maybe he's a nark?

A Car passes by, obscuring their view of BILLY. BILLY transforms to a Hustler. His bowler is now a wide brimmed fedora.

EDDIE

He don't look like no Nark.

BUDDY (TO BILLY.)

What gives?

BILLY

Billy's the name. And dreams are my domain.

DAVID

Groovy. Ain't seen you round here before.

BILLY

Just passing through, my brother.

GEORGE

Like the wind. Hey man you holdin'?

BILLY

All out.

DAVID

Righteous.

BILLY

So what's a guy do for fun...in this one-horse town?

BUDDY

A big lot of nothin'. We be cruisin' to the drive-in. I got connections if you want to score anything.

BILLY
It's cool. I always get by.

EDDIE
Later gator.

BUDDY, DAVID, GEORGE, & EDDIE run off to their car.

MUSIC BEGINS "Captain jack" (edited)
TRACK 03

"Captain Jack" [Slang for Heroin] is the theme song for the drug life of the 60's throughout the film.

6 EXT.-LOT-NIGHT
FRIDAY NIGHT

6

On the downbeat GLORIA enters

.
(GLORIA is Max's girlfriend.
She is wearing bell-bottoms
and a peasant blouse and a
large fringe purse. MAX is
in his bedroom.)

BILLY (SINGING TO GLORIA)

BILLY transforms back to his black outfit with the bowler
and cane.

(In this scene BILLY is a
spirit. Not visible to
GLORIA or MAX. He can be
anyone, anywhere.)

SATURDAY NIGHT AND YOU'RE STILL HANGIN'
AROUND
TIRED OF LIVIN' IN YOUR ONE-HORSE TOWN
YOU'D LIKE TO FIND A LITTLE HOLE IN THE
GROUND
FOR A WHILE

GLORIA pulls out a small surgical hose and wraps it
around her arm. She then injects herself. She pauses.
She begins to slowly walk to MAX's house.

BUT CAPTAIN JACK WILL GET YOU HIGH
TONIGHT

AND TAKE YOU TO YOUR SPECIAL ISLAND
CAPTAIN JACK WILL GET YOU BY TONIGHT

BILLY motions as if to push GLORIA as he dances with her while she crosses.

JUST A LITTLE PUSH AND YOU'LL BE
SMILIN'

BILLY motions to MAX's room.

(Lights come up on MAX in his
room.)

MAX is on the phone. He is shaking an empty bottle of pills and screaming (Unheard.) into the receiver. He slams the phone down.

BILLY (SINGING TO MAX) (CONT'D)
YOUR SISTER'S GONE OUT.
SHE'S ON A DATE
AND YOU JUST SIT AT HOME AND
MASTURBATE
YOUR PHONE IS GONNA RING SOON BUT YOU
JUST CAN'T WAIT
FOR THAT CALL

MAX rolls a joint and begins to smoke it. He turns off his record player off and exits the house. MAX's MOTHER is questioning him as he leaves.

SO YOU PLAY YOUR ALBUMS, AND YOU SMOKE
YOUR POT

MAX meets GLORIA in the lot

7

EXT.-PARKING LOT-NIGHT

7

AND YOU MEET YOUR GIRLFRIEND IN THE
PARKING LOT
AW BUT STILL YOU'RE ACHING FOR THE
THINGS YOU HAVEN'T GOT
WHAT WENT WRONG? (EDITED)

BILLY joins MAX and GLORIA

BUT CAPTAIN JACK WILL GET YOU HIGH
TONIGHT

AND TAKE YOU TO YOUR SPECIAL ISLAND
WELL NOW CAPTAIN JACK WILL GET YOU BY
TONIGHT

BILLY pushes MAX and GLORIA as they exit.

JUST A LITTLE PUSH AND YOU'LL BE
SMILIN'

WE TRANSITION TO THE
DRIVE-IN MOVIE

We see the cars parked in the drive-in. The movie screen is in the distance. *In-A-Gadda-Da-Vida* and a pulsing oil projector image comes to an end. Then, hot dog and popcorn advertisements begin as we see BUDDY'S car.

8 EXT.-DRIVE-IN PARKING-NIGHT
FRIDAY NIGHT

8

MUSIC BEGINS "It's Still Rock And Roll To Me"
TRACK 04

We see BUDDY'S 1952 sedan. BUDDY opens the trunk. DAVID, GEORGE and EDDIE pile out.

EDDIE
WHAT'S THE MATTER WITH THE CLOTHES I'M
WEARING?

GEORGE rips the tie off EDDIE and tosses it into the trunk.

GEORGE
CAN'T YOU TELL THAT YOUR TIE'S TOO
WIDE?

BUDDY slams the trunk shut. They all begin working their way towards the snack bar.

EDDIE
MAYBE I SHOULD BUY SOME OLD TAB
COLLARS?

DAVID
WELCOME BACK TO THE AGE OF JIVE.

EDDIE (To a FEMALE as she
passes by.)
WHERE HAVE YOU BEEN HIDIN' OUT LATELY,
HONEY?

YOU CAN'T DRESS TRASHY TILL YOU SPEND A
LOT OF MONEY.

EDDIE, DAVID, GEORGE,
BUDDY

EVERYBODY'S TALKIN' 'BOUT THE NEW
SOUND FUNNY,
BUT IT'S STILL ROCK AND ROLL TO ME

BUDDY

WHAT'S THE MATTER WITH THE CAR I'M
DRIVING?

DAVID

CAN'T YOU TELL THAT IT'S OUT OF STYLE?

BUDDY

SHOULD I GET A SET OF WHITE WALL TIRES?

DAVID & GEORGE

ARE YOU GONNA' CRUISE THE MIRACLE MILE?

They see a baby-blue Lincoln Continental.

EDDIE

NOWADAYS YOU CAN'T BE TOO SENTIMENTAL
YOUR BEST BET'S A TRUE BABY BLUE
CONTINENTAL.

EDDIE, DAVID, GEORGE,
BUDDY

HOT FUNK, COOL PUNK, EVEN IF IT'S OLD
JUNK
IT'S STILL ROCK AND ROLL TO ME

EDDIE goes to a picnic table and picks up a newspaper and
teen magazine.

EDDIE

OH, IT DOESN'T MATTER WHAT THEY SAY IN
THE PAPERS 'CAUSE IT'S ALWAYS BEEN THE
SAME OLD SCENE.
THERE'S A NEW BAND IN TOWN BUT YOU
CAN'T GET THE SOUND FROM A STORY IN A
MAGAZINE...
AIMED AT YOUR AVERAGE TEEN

DAVID

HOW ABOUT A PAIR OF PINK
SIDEWINDERS AND A BRIGHT ORANGE PAIR OF
PANTS?

GEORGE

YOU COULD REALLY BE A BEAU BRUMMEL
BABY IF YOU JUST GIVE IT HALF A CHANCE.

BUDDY

DON'T WASTE YOUR MONEY ON A NEW SET OF
SPEAKERS
YOU GET MORE MILEAGE FROM A CHEAP PAIR
OF SNEAKERS.

EDDIE, DAVID, GEORGE,
BUDDY

NEXT PHASE, NEW WAVE, DANCE CRAZE,
ANYWAYS
IT'S STILL ROCK AND ROLL TO ME

Interlude: (DANCE SEQUENCE) A group of Hippy girls in
bell-bottoms and mini skirts walk by. The boys tease
them. The girls tease the boys back.

EDDIE

WHAT'S THE MATTER WITH THE CROWD I'M
SEEING?

DAVID, GEORGE, BUDDY

DON'T YOU KNOW THAT THEY'RE OUT OF
TOUCH?

EDDIE

SHOULD I TRY TO BE A STRAIGHT 'A'
STUDENT?

BUDDY

IF YOU ARE, THEN YOU THINK TOO MUCH.

EDDIE, DAVID, GEORGE, BUDDY
(To women)

DON'T YOU KNOW ABOUT THE NEW FASHION
HONEY?
ALL YOU NEED ARE LOOKS AND A WHOLE
LOTTA MONEY.

EDDIE, DAVID, GEORGE,
BUDDY

IT'S THE NEXT PHASE, NEW WAVE, DANCE
CRAZE, ANYWAYS IT'S STILL ROCK AND ROLL
TO ME
EVERYBODY'S TALKIN' 'BOUT THE NEW
SOUND FUNNY, BUT IT'S STILL ROCK AND
ROLL TO ME

FADE TO BLACK.

9

INT.-FRONT SEAT OF HENRY'S CAR-NIGHT
FRIDAY 11 P.M.

9

HENRY and VIRGINIA are sitting in the front seat of HENRY'S car.

HENRY

Thanks for letting me go to the dance with you.

VIRGINIA

It was fun. Our last dance.

VIRGINIA quickly exits the car.

HENRY

Golly...I hope not our...last. Well, here. This for you.

HENRY jumps out to join VIRGINIA. HENRY presents a package to VIRGINIA.

VIRGINIA

Oh. Henry...you shouldn't have.

HENRY

You said you wanted it...remember?

VIRGINIA opens the present. It is a stuffed penguin.

VIRGINIA

Oh, thank you. He is so cute.

VIRGINIA kisses HENRY on the forehead.

HENRY

I'm glad you like him. Just like the hockey team.

VIRGINIA

Grown men slipping and sliding on ice ...getting nowhere fast! Oh...He looks like a Henry.

HENRY

Like me?

VIRGINIA

Check out his threads. Stuffed shirt
Henry.

HENRY (SOTO)

Thanks.

VIRGINIA

Awww. I'm kidding. I think I'll name him
Hank.

HENRY

That's my father's name.

VIRGINIA

Hank one and (Pointing to HENRY.) Hank
two?

HENRY (POINTING TO
HIMSELF.)

Hank four. Well...maybe I should walk you
to your door. Hank three wants me in the
office early.

VIRGINIA

On a Saturday? The night is young Henry.
We are free. Class of sixty-eight!
Didn't you learn nothin' in High School?

HENRY

I learned I have to work in my father's
factory.

VIRGINIA

Ugg. That is your bag, baby. Your daddy
owns the factory. Don't you have any
dreams?

HENRY

Um...maybe.

VIRGINIA

Well, I do. Just like that movie last
week. Remember? It was about a girl from
Allentown.

HENRY

I must've missed it.

VIRGINIA

Forty-second Street. It's crazy, man.
This girl...she makes it big on Broadway.

HENRY

Broadway?

VIRGINIA

She goes to New York an unknown and
becomes a star. That's going to be me one
day. There's going to more than one
famous Sullivan in Manhattan.

HENRY

(Doing an Ed Sullivan
imitation.)

"We have a really big shoe tonight.
Making her television debut, fresh from
Allentown...give a big hand for Virginia
Sullivan...no relation." (HENRY laughs.)
Sounds far out to me.

VIRGINIA

Yeah. Crazy huh? Maybe one day you'll be
able to tell everyone you knew me when.
Wait here. You're gonna' love it. I have
a surprise for you.

VIRGINIA heads to the house.

10

EXT-FRONT OF VIRGINIA'S-NIGHT

10

HENRY

A surprise?

MRS. SULLIVAN

(Holding a whisky bottle.
With a noticeable slur.)

Henry... why don't you come on in here
and get a grape Nehi?

MRS. SULLIVAN takes a swig from the whisky bottle.

HENRY

That's ok Mrs. Sullivan. It's such a
nice night.

MUSIC BEGINS "Just the Way You Are"
 TRACK 05

VIRGINIA squeezes past her mom.

VIRGINIA (TO HER MOM.)
 And he has to stay out there to get my
 surprise.

(VIRGINIA'S bedroom lights
 turn on. VIRGINIA'S bedroom
 is visible from the street.)

HENRY watches from the street as VIRGINIA puts on feather
 boas and tries on wigs.

HENRY
 DON'T GO CHANGING
 TO TRY AND PLEASE ME
 YOU NEVER LET ME DOWN BEFORE
 DON'T IMAGINE YOU'RE TOO FAMILIAR
 AND I DON'T SEE YOU ANYMORE

HENRY (SINGING TO
 HIMSELF.) (CONT'D)
 I WOULD NOT LEAVE YOU IN TIMES OF
 TROUBLE
 WE NEVER COULD HAVE COME THIS FAR
 I TOOK THE GOOD TIMES
 I'LL TAKE THE BAD TIMES
 I'LL TAKE YOU JUST THE WAY YOU ARE

HENRY sees VIRGINIA trying on clothes.

DON'T GO TRYING SOME NEW FASHION
 DON'T CHANGE THE COLOR OF YOUR HAIR
 YOU ALWAYS HAVE MY
 UNSPOKEN PASSION

We see the GANG in their car exiting the Drive-in.

...THOUGH I MIGHT NOT SEEM TO CARE
 I DON'T WANT CLEVER
 CONVERSATION
 I NEVER WANT TO WORK THAT HARD
 I JUST WANT SOMEONE
 THAT I CAN TALK TO
 I WANT YOU JUST THE WAY YOU ARE.

VIRGINIA comes out wearing bell bottom jeans, a fringe
 bare midriff blouse and a bright red wig.

I NEED TO KNOW THAT YOU WILL ALWAYS BE
THE SAME OLD SOMEONE THAT I KNEW
WHAT WILL IT TAKE 'TILL YOU BELIEVE IN
ME
THE WAY THAT I BELIEVE IN YOU.

HENRY dances slowly with VIRGINIA under the streetlight.

I SAID I LOVE YOU
AND THAT'S FOREVER
AND THIS I PROMISE FROM MY HEART
I COULDN'T LOVE YOU ANY BETTER
I LOVE YOU JUST THE WAY YOU ARE.
(EDITED)

MAX and GLORIA have moved to the front of the bar. The GANG has parked their car up the street. The GANG walks towards HENRY and VIRGINIA. BUDDY is carrying a length of garden hose.

VIRGINIA
What do you think?

HENRY
It's red.

VIRGINIA
Ain't it outa' sight?

HENRY
Geez. I wish it was completely out of sight.

BUDDY rushes to HENRY and VIRGINIA

BUDDY
Hey you collegiant bastard. Take out my girl will you?

BUDDY hits HENRY across the chest with the garden hose. HENRY crumples to the ground. VIRGINIA Screams. MAX and GLORIA see the attack and immediately head towards VIRGINIA. VIRGINIA'S MOTHER sees the commotion. We see her pick up the phone.

VIRGINIA (SCREAMING)
Buddy! What the hell? Henry...
(To BUDDY.) My god, you jerk!

MAX sprints towards BUDDY. GLORIA walks behind him.

EDDIE
Shit boys...here comes Max.

EDDIE, GEORGE, AND DAVID run for it.

MAX

Look what you did, you Gook bastard.

MAX hits BUDDY to the ground.

VIRGINIA

Jesus, Max!

MAX sits on BUDDY and begins to pummel him. HENRY attempts to get up. VIRGINIA helps HENRY get up. MAX continues to hit BUDDY unconscious.

MAX

Don't you ever mess with my sister you greasy motherfucker.

VIRGINIA

Max, that's enough. You're going to kill him.

GLORIA (SLOWLY)

Cool. Kill him baby.

HENRY

Gloria, that is not helping.

VIRGINIA pulls MAX off BUDDY.

VIRGINIA

Enough.

MAX

I am going to rip his Gook skull apart.

HENRY

Max...you joker...this ain't Nam, man!

MAX

Dirty VC fucker! I am going to cut his head off...and piss down his throat.

HENRY (RESTRAINING MAX.)

Max...stop..down soldier!

MAX

What? What? Oh shit...man...I did it again.

O.C. - SIRENS are heard.

GLORIA

Geeeeez Max.

MAX

I don't know what gets into me, baby.

GLORIA

...The fuzz.

MAX

Fuck.

MAX and GLORIA exit running as sirens get closer.
Flashing lights appear.

HENRY

There they go...leaving the scene of the
crime.

VIRGINIA (TO HENRY.)

Are you all right?

HENRY

Just knocked the wind outa' me. I'll be
ok. Check Buddy.

VIRGINIA

Noooo! Max killed him.

HENRY checks BUDDY.

HENRY

No. He's unconscious.

VIRGINIA

See...see! This god-awful town. I can't
take it anymore.

WE TRANSITION TO MAX
AND GLORIA UNDER THE
HIGHWAY.

11

EXT.-UNDER THE HIGHWAY-NIGHT

11

MUSIC BEGINS "I Go To Extremes" (Edited)
TRACK 06

MAX

CALL ME A JOKER,
CALL ME A FOOL
RIGHT AT THIS MOMENT I'M TOTALLY COOL
CLEAR AS A CRYSTAL,
SHARP AS A KNIFE

I FEEL LIKE I'M IN THE PRIME OF MY
 LIFE
 SOMETIMES IT FEELS LIKE I'M GOING TOO
 FAST
 I DON'T KNOW HOW LONG THIS FEELING WILL
 LAST
 MAYBE IT'S ONLY TONIGHT
 DARLING I DON'T KNOW WHY I GO TO
 EXTREMES
 TOO HIGH OR TOO LOW THERE AIN'T NO IN-
 BETWEENES
 AND IF I STAND OR I FALL IT'S ALL OR
 NOTHING AT ALL
 DARLING I DON'T KNOW WHY I GO TO
 EXTREMES
 (EDITED)

Sirens are heard. Flashing lights are seen as MILITARY
 POLICE enter. MAX flashbacks' to being in Country.
 Firefights, bombs, buddies dying, blood and despair.

OUT OF THE DARKNESS,
 INTO THE LIGHT
 LEAVING THE SCENE OF THE CRIME
 EITHER I'M WRONG OR I'M PERFECTLY RIGHT
 EVERY TIME
 SOMETIMES I LIE AWAKE, NIGHT AFTER
 NIGHT
 COMING APART AT THE SEAMS
 EAGER TO PLEASE,
 READY TO FIGHT
 WHY DO I GO TO EXTREMES?

MAX attempts to run. The MP's grab him.

DARLING I DON'T KNOW WHY I GO TO
 EXTREMES
 TOO HIGH OR TOO LOW
 THERE AIN'T NO IN-BETWEENES
 YOU CAN BE SURE WHEN I'M GONE

The MP's take MAX away

I WON'T BE OUT THERE TOO LONG
 DARLING I DON'T KNOW WHY I GO TO
 EXTREMES

12 EXT.-STREET-NIGHT

12

HENRY and VIRGINIA help BUDDY back to his feet.

BUDDY

For crying out loud, Virginia. Your brother has lost his god-damn mind. What's he doing over there in Nam? (nahm)

VIRGINIA

Keeping our great country free from the commies is what.

HENRY

And protecting his sister.

BUDDY (TO HENRY.)

Yea...well one of these days Max won't be here you little rich shit. You just wait Virginia...I'll have You...one day...

VIRGINIA

(Cutting off BUDDY. Waving to "Max.")

Hey Maxie...look who's still here.

BUDDY panics and begins to run away.

BUDDY

One of these days!

HENRY

Whew...thought I was going to have to get rough with him. Ha!

VIRGINIA

Oh you big bruiser. You are so cute. My knight in shining armor.

HENRY

Gotta be up early. Can I call you tomorrow?

VIRGINIA

Maybe...

VIRGINIA gives HENRY a gentle kiss.

VIRGINIA (CONT'D)

Night honey. Say hi to all the Hanks.

HENRY

Bye.

HENRY jogs away waving back to VIRGINIA. BILLY appears.
BILLY sees VIRGINIA and notices HENRY running away.

BILLY (TO HENRY)

Hey! Where's the fire?
(To VIRGINIA.) Where's your boyfriend
running off to?

VIRGINIA

Him? His daddy was callin'. He is so
square. He's not my boyfriend. Not
really.

BILLY

Oh? Single?

VIRGINIA

Unattached. Free.

BILLY

I see.

VIRGINIA

I've seen you around.

BILLY

Billy's the name.

VIRGINIA

You work in the factory?

BILLY

I work in the dream factory.

VIRGINIA

I am tired of dreaming.

BILLY

Really?

VIRGINIA

I want the real thing.

BILLY

Fame...fortune...the good life? It's your
choice. Think of it. New York. Broadway.
Your name in lights! Spectacular. It
could be your dream come true. After all,
If you can make it there...

VIRGINIA

I don't know. Sounds kinda hairy to me.

BILLY

You'll never know till you try. Till you take a chance.

VIRGINIA

Oh...sounds groovy alright. Like, totally. But I've heard there is garbage in the streets and creeps on every street corner. And a nice catholic girl like me could lose her...(Pause) dignity. Nope. It's too much, man. Besides, I cant leave (Sarcastically) *ALL THIS*. I'm stuck here, serving relish for *All* eternity.

BILLY

Let me paint you a picture. San Tropez...

VIRGINIA

Where's that?

BILLY

The Mediterranean... sunny. Very hoity-toidy. Where the beautiful people hang. Got it?

VIRGINIA

Hoity-toidy. Beautiful people. Got it.

BILLY mimes lighting VIRGINIA's cigarette.

BILLY

Allow me Mademoiselle. Oui?

VIRGINIA

Oh...yes.. I mean oui.

BILLY

Now...Just imagine the fame. You are the most popular girl in the world. Time magazine, Life...There are men throwing roses at your feet. Vivre dans la richesse? (Living in wealth?)

VIRGINIA

Oui !

SAINT-TROPEZ

We are transported poolside. Dreamlike. Overlooking the Mediterranean bright blue waters of Saint-Tropez.

VIRGINIA sits in the chair. Lounging and holding a cigarette.

MUSIC BEGINS "Don't Ask Me Why"
TRACK 07

VIRGINIA

Groovy, baby.

BILLY

Oh yes...I see you vacationing...
poolside.

VIRGINIA

Only the very best for me.

BILLY

Of course.

BILLY AND WAITERS AND
WAITRESSES

Several Waiters and Waitresses line up. They wait on VIRGINIA hand and foot during the song. Full on dance number. Billy is wearing a long black and white striped apron.

BILLY

ALL THE WAITERS IN YOUR GRAND CAFE
LEAVE THEIR TABLES WHEN YOU BLINK
EVERY DOG MUST HAVE HIS EVERYDAY
EVERY DRUNK MUST HAVE HIS DRINK
DON'T WAIT FOR ANSWERS
JUST TAKE YOUR CHANCES
DON'T ASK ME WHY
ALL YOUR LIFE YOU HAD TO STAND IN LINE
STILL YOU'RE STANDING ON YOUR FEET
ALL YOUR CHOICES MADE YOU CHANGE YOUR
MIND
NOW YOUR CALENDAR'S COMPLETE
DON'T WAIT FOR ANSWERS
JUST TAKE YOUR CHANCES
DON'T ASK ME WHY
YOU CAN SAY THE HUMAN HEART IS ONLY
MAKE-BELIEVE
AND I AM ONLY FIGHTING FIRE WITH FIRE
BUT YOU ARE STILL A VICTIM OF THE
ACCIDENTS YOU LEAVE
AS SURE AS I'M A VICTIM OF DESIRE
ALL THE SERVANTS IN YOUR NEW HOTEL
THROW THEIR ROSES AT YOUR FEET
FOOL THEM ALL BUT BABY I CAN TELL

YOU'RE NO STRANGER TO THE STREET
DON'T ASK FOR FAVORS
DON'T TALK TO STRANGERS
DON'T ASK ME WHY

Tango dance number.

YESTERDAY YOU WERE AN (EDIT) LONELY
CHILD
NOW YOUR GHOSTS HAVE GONE AWAY
YOU CAN KILL THEM IN THE CLASSIC STYLE
NOW YOU "PARLEZ-VOUS FRANCAIS"
DON'T LOOK FOR ANSWERS
YOU TOOK YOUR CHANCES
DON'T ASK ME WHY DON'T ASK ME WHY

VIRGINIA HAS BEEN CONVINCED.

VIRGINIA
New York. Here I come.

BILLY
Now yer talkin'.

BILLY claps his hands and "Magic".

BILLY (CONT'D)

Presto..

BACK TO OUTSIDE
VIRGINIA'S HOUSE

14

EXT.-STREET-NIGHT
FRIDAY MIDNIGHT

14

MRS. SULLIVAN
Virginia. It's midnight. Get inside.
Your brother's been arrested.

VIRGINIA
Good.

MRS. SULLIVAN
They are going to send him back to
Vietnam.

VIRGINIA
He almost killed Buddy.

MRS. SULLIVAN

Some VC trap will get your brother...then
how will you feel? Huh. Another funeral.
If your father was here...

VIRGINIA (CUTTING OFF
MOM.)

Leave my dead, drunk, father out of this.

Three females saunter onto the scene. They are the "TRIO"
(Similar to the TRIO in "Little Shop of Horrors")

MRS. SULLIVAN

Who's that man?

VIRGINIA

A friend of mine...

MRS. SULLIVAN

A friend huh?

BILLY

Billy's the name.

VIRGINIA

I can't take it anymore Mother.

MRS. SULLIVAN

What on earth are you blabbing about?

VIRGINIA

This piece of shit town.

MRS. SULLIVAN

Watch your mouth...

VIRGINIA.

Look at it. It's falling apart. Max is in
... wherever the Army puts hot heads like
him. And me? I am not serving one more
spoon full of fucking relish. I'm
leaving.

MUSIC BEGINS "My Life"
TRACK 08

MRS. SULLIVAN

Leaving where? You been messing in yer'
brothers' stash?

VIRGINIA

What? No. Look around. This town. I'm fed
up. I'm packing and heading east.

MRS. SULLIVAN

Tell yer friend good night. You are still my child, and you aren't going anywhere.

VIRGINIA

I am 18. And you can't stop me. This is my life!

MRS. SULLIVAN

Get it in here...right this minute.

VIRGINIA

No sir-ree-Bob...uh...Billy. I am spreading my wings Mother. I'm leaving this two-bit hole in the ground. Folks split all the time, right Billy? Tell her.

BILLY

Absolutely. Why just last week...

BILLY, VIRGINIA, VIRGINIA'S MOTHER AND TRIO

BILLY TO VIRGINIA'S MOTHER
GOT A CALL FROM AN OLD FRIEND WE USED
TO BE REAL CLOSE
SAID HE COULDN'T GO ON THE AMERICAN
WAY

FLASHBACK TO FRIEND
CLOSING HIS SHOP AND
FLYING WEST

CLOSED THE SHOP,
SOLD THE HOUSE
BOUGHT A TICKET TO THE WEST COAST

SHOWING HIS FRIEND
BEING A STAR COMEDIAN

NOW HE GIVES THEM A STAND-UP ROUTINE IN
L.A.

VIRGINIA

See if he can do it...why can't I?

MRS. SULLIVAN

You are grounded young lady! Get your skinny ass inside this house.

BILLY

Tell her!

VIRGINIA
I'm going to New York mother.

MRS. SULLIVAN
You are out of your god-damn mind.

INTERLUDE

VIRGINIA'S HOUSE

15 INT.-HOUSE-NIGHT 15

The TRIO stand on the porch and open the door for VIRGINIA. VIRGINIA brushes by her MOM. VIRGINIA rushes into her bedroom. She angrily begins to fill her suitcase.

16 INT.-VIRGINIA'S BEDROOM-NIGHT 16

VIRGINIA SINGING
I DON'T NEED YOU TO WORRY FOR ME CAUSE
I'M ALRIGHT
I DON'T WANT YOU TO TELL ME IT'S TIME
TO COME HOME
I DON'T CARE WHAT YOU SAY ANYMORE,
THIS IS MY LIFE
GO AHEAD WITH YOUR OWN LIFE AND LEAVE
ME ALONE

VIRGINIA AND TRIO
I NEVER SAID YOU HAD TO OFFER ME A
SECOND CHANCE
I NEVER SAID I WAS A VICTIM OF
CIRCUMSTANCE

VIRGINIA looks at a family photo of her, her MOTHER and MAX.

I STILL BELONG, DON'T GET ME WRONG

VIRGINIA throws the photo into her suitcase.

AND YOU CAN SPEAK YOUR MIND
BUT NOT ON MY TIME

VIRGINIA finds her piggy bank and opens it. She counts a pile of bills and stuffs it into her purse while BILLY and the TRIO sing to VIRGINIA.

MRS. SULLIVAN

Noooooo. Come back. Please. You are making a terrible mistake. (To BILLY.) You. You tell her..

BILLY

You see, Ginny?

BILLY SINGING

THEY WILL TELL YOU YOU CAN'T SLEEP
ALONE IN A STRANGE PLACE
THEN THEY'LL TELL YOU YOU CAN'T
SLEEP WITH SOMEBODY ELSE
AH, BUT SOONER OR LATER YOU SLEEP IN
YOUR OWN SPACE
EITHER WAY IT'S OKAY YOU WAKE UP WITH
YOURSELF

VIRGINIA carries her small suitcase, her purse and her penguin past her MOM

MRS. SULLIVAN

Virginia this is crazy. Think of what you are doing? Let's start over. Come back inside. Please.

17

EXT.-PORCH-NIGHT

17

VIRGINIA confronts her MOTHER on the porch with BILLY and the TRIO.

VIRGINIA

Too Late. Peace.

MRS. SULLIVAN

Look at you. Out there! Virginia, you are going to catch your death...

VIRGINIA

That should make you happy.

VIRGINIA'S MOTHER slaps her face.

MRS. SULLIVAN

How dare you... you are going to freeze for god's sake. At least take a coat.

VIRGINIA grabs a wool poncho and a large brim hat.

VIRGINIA

I DON'T NEED YOU TO WORRY FOR ME CAUSE
I'M ALRIGHT

I DON'T WANT YOU TO TELL ME IT'S TIME
 TO COME HOME
 I DON'T CARE WHAT YOU SAY ANYMORE, THIS
 IS MY LIFE
 GO AHEAD WITH YOUR OWN LIFE AND LEAVE
 ME ALONE

VIRGINIA walks to the street carrying her suitcase, purse
 and the penguin. VIRGINIA'S MOTHER holds up an umbrella.

VIRGINIA'S MOTHER
 (SHOUTING)
 Here's an umbrella. It may rain.

VIRGINIA waves and shakes her head 'no'.

VIRGINIA AND TRIO

I NEVER SAID YOU HAD TO OFFER ME A
 SECOND CHANCE
 I NEVER SAID I WAS A VICTIM OF
 CIRCUMSTANCE
 I STILL BELONG, DON'T GET ME WRONG AND
 YOU CAN SPEAK YOUR MIND
 BUT NOT ON MY TIME

VIRGINIA is walking with her thumb out.

18

EXT.-FRONT OF VIRGINIA'S HOUSE-NIGHT

18

VIRGINIA
 (Shouting to her MOTHER, who
 is standing on the porch.)
 I'll call you when I get to Broadway...
 toodles.

VIRGINIA, BILLY, AND THE
 TRIO

VIRGINIA disappears into the blackness...

I DON'T CARE WHAT YOU SAY ANYMORE, THIS
 IS MY LIFE GO AHEAD WITH YOUR OWN LIFE
 AND LEAVE ME ALONE

BILLY fades out.

TRIO

KEEP IT TO YOURSELF, IT'S MY LIFE...

FADE TO BLACK.

LONG HAUL TRUCK
CRUISING ON THE
INTESTATE

19

INT.-TRUCK CAB-SAME NIGHT

19

(A TRUCK DRIVER is at the wheel and his TRUCK DRIVER WIFE sits to his right. It is a large tractor. It has a small bed behind the seats.)

V.O. - CB VOICE

Breaker, breaker, one nine. You got the tin horn on 78. Anyone out there? Come back to the tin horn.

TRUCK DRIVER picks up his CB microphone.

TRUCK DRIVER

Breaker, breaker...you got the Steel trap here. What's the smokey report?

V.O. - CB VOICE

Ten four Steel trap. Clear sailing...what's your 20?

MUSIC BEGINS "You're My Home"
TRACK 09

TRUCK DRIVER

Thanks for the all clear. Haulin' a load of I-beams. Heading east outa' Allentown.

V.O.- CB VOICE

Copy that. Have a good one.

The TRUCK DRIVER hangs up his microphone.

TRUCK DRIVER (TO HIS WIFE.)

You deserve better.

TRUCK DRIVER'S WIFE

I am happy

"You're My Home"

TRUCK DRIVER

WHEN YOU LOOK INTO MY EYES
 AND YOU SEE THE CRAZY GYPSY IN MY SOUL
 IT ALWAYS COMES AS A SURPRISE
 WHEN I FEEL MY WITHERED ROOTS BEGIN TO
 GROW
 WELL I NEVER HAD A PLACE THAT I COULD
 CALL MY VERY OWN
 THAT'S ALL RIGHT, MY LOVE, 'CAUSE
 YOU'RE MY HOME
 WHEN YOU TOUCH MY WEARY HEAD
 AND YOU TELL ME EVERYTHING WILL BE ALL
 RIGHT
 YOU SAY, "USE MY BODY FOR YOUR BED
 AND MY LOVE WILL KEEP YOU WARM
 THROUGHOUT THE NIGHT"

FLASHBACKS: WE SEE THE TRUCK DRIVER AND HIS WIFE WORKING
 IN WAREHOUSES TOGETHER, TEASING EACH OTHER, SPILLING
 CARGO, AND LOVING LIFE TOGETHER.

WELL I'LL NEVER BE A STRANGER AND I'LL
 NEVER BE ALONE
 WHENEVER WE'RE TOGETHER, THAT'S MY
 HOME
 HOME CAN BE THE PENNSYLVANIA TURNPIKE
 INDIANA'S EARLY MORNING DEW
 HIGH UP IN THE HILLS OF CALIFORNIA
 HOME IS JUST ANOTHER WORD FOR YOU

20

INTERLUDE

20

TRUCK DRIVER'S WIFE

Where are we?

TRUCK DRIVER

You shoulda' married Boris.

TRUCK DRIVER'S WIFE

Don't start that again.

TRUCK DRIVER

The pitter-patter of little feet around
 the house.

TRUCK DRIVER'S WIFE

I prefer the roar of your engine.

TRUCK DRIVER
Not to mention truck-stop food.

TRUCK DRIVER'S WIFE
Sounds perfect to me

TRUCK DRIVER
Go back to sleep.

TRUCK DRIVER'S WIFE
Night.

WELL I NEVER HAD A PLACE THAT I COULD
CALL MY VERY OWN
THAT'S ALL RIGHT, MY LOVE, 'CAUSE
YOU'RE MY HOME
IF I TRAVEL ALL MY LIFE
AND I NEVER GET TO STOP AND SETTLE
DOWN
LONG AS I HAVE YOU BY MY SIDE
THERE'S A ROOF ABOVE AND GOOD WALLS ALL
AROUND
YOU'RE MY CASTLE, YOU'RE MY CABIN AND
MY INSTANT PLEASURE DOME
I NEED YOU IN MY HOUSE 'CAUSE YOU'RE MY
HOME.
YOU'RE MY HOME.

A HIGHWAY AT NIGHT.
GIANT LONG HAUL TRUCKS
ARE HONKING & ZOOMING
BY.

21 EXT.-THE HIGHWAY-NIGHT
SATURDAY 1 A.M.

21

MUSIC BEGINS "Running On Ice"(EDITED)
TRACK 10

VIRGINIA is walking over the hill. She can see the
Highway ahead.

VIRGINIA
THERE'S A LOT OF TENSION IN THIS TOWN I
KNOW IT'S BUILDING UP INSIDE OF ME
I'VE GOT ALL THE SYMPTOMS AND THE SIDE
EFFECTS OF CITY LIFE ANXIETY

I'M A COSMOPOLITAN SOPHISTICATE OF
CULTURE AND INTELLIGENCE

THE CULMINATION OF TECHNOLOGY AND
CIVILIZED EXPERIENCE

VIRGINIA walks to the shoulder. The trucks are Speeding past her and honking their horns. VIRGINIA runs back and forth as she tries to get a ride.

AND ALL THAT MEANS IS THAT I'M RUNNING
ON ICE
CAUGHT IN THE VISE SO STRONG
I'M SLIPPING AND SLIDING, CAUSE I'M
RUNNING ON ICE
WHERE DID MY LIFE GO WRONG

A huge truck begins to slow down. VIRGINIA stands ready to catch it, it's a tease. The truck flashes by.

YOU'VE GOT TO RUN, RUN, RUN, RUN...OH
OHH YOU'VE GOT TO RUN

VIRGINIA is dejected. She sits on her suitcase and looks at the now empty highway when there is a flash of lightening, and it starts to pour.

VIRGINIA (CONT'D)

Perfect.

VIRGINIA puts on her poncho. VIRGINIA is getting soaked.

AS FAST AS I CAN CLIMB A NEW DISASTER
EVERY TIME I TURN AROUND
AS SOON AS I GET ONE FIRE PUT
OUT THERE'S ANOTHER BUILDING BURNING
DOWN

VIRGINIA begins walking.

THEY SAY THIS HIGHWAY'S GOING MY
WAY BUT I DON'T KNOW WHERE IT'S TAKING
ME

Holding her arms to the heavens.

IT'S A BAD WASTE, A SAD CASE, A RAT
RACE IT'S BREAKING ME
I GET NO TRACTION CAUSE I'M RUNNING ON
ICE IT'S TAKING ME TWICE AS LONG
I GET A BAD REACTION CAUSE I'M RUNNING
ON ICE WHERE DID MY LIFE GO WRONG
YOU'VE GOT TO RUN, RUN, RUN, RUN...
OH OHH YOU'VE GOT TO RUN

VIRGINIA is caught in the headlights. She has mistakenly wandered into the highway

A Truck slams on its brakes, coming to a halt inches from VIRGINIA.

TRUCK DRIVER

You ok lady? Yer' soaked. What the heck you doing out here?

VIRGINIA

Trying to get to New York.

TRUCK DRIVER

New York, New York?

VIRGINIA

Yes sir.

A TOWEL is thrown out from the truck. VIRGINIA grabs it and begins to dry off.

TRUCK DRIVER (TO
VIRGINIA)

Hop in. What you running off to New York for? You in trouble?

INT. TRUCK CAB

VIRGINIA

No sir. I am going to be a Broadway star.

TRUCK DRIVER

A star you say? Well...This must be our lucky night. (To HIS WIFE) Aye hun? (To VIRGINIA.) We can get you as close as Hoboken.

VIRGINIA

Is that close?

TRUCK DRIVER'S WIFE

Right next door.

TRUCK DRIVER

Just across the Hudson River. That do?

VIRGINIA

Thank you...you are saving my life.

TRIO SINGING

YOU'VE GOT TO RUN
YOU'VE GOT TO RUN

RUNNING ON ICE
RUNNING ON ICE
RUNNING ON ICE
RUNNING ON ICE

HOBOKEN, NJ.

22

EXT.-A BUS STOP-NIGHT
SATURDAY 3 AM

22

The sound of the truck's air brake is heard. We transition the Hoboken, NJ.. The majestic Manhattan skyline twinkles in the mist as the truck rounds the corner. The pavement is still wet from the storm and a heavy fog hangs in the air. The TRUCK DRIVER, his WIFE and VIRGINIA are now standing by a bench along the edge of the Hudson River. Several homeless people are hanging around. A BAG LADY shuffles by carrying a small bag of belongings. She is rummaging through a trash can when the dialogue begins.

TRUCK DRIVER

Well, this is as close as we can get.

VIRGINIA

Oh boy. Broadway here I come. I just gotta figure on how to get over there?

TRUCK DRIVER

I'm sure you'll find a way. You can catch a bus from here.

TRUCK DRIVER'S WIFE

You got a pad to crash in?

VIRGINIA

Not really. I'll figure that out when I get there.

THE TRUCK DRIVER and HIS WIFE climb into the cab.

TRUCK DRIVER'S WIFE

Why don't you ask one of these fine citizens how to cross the river?

TRUCK DRIVER

Wish we could do more. We got to be at the dock in thirty minutes. See you round.

The truck engine roars as it slowly leaves.

VIRGINIA
Bye. And thank you.

VIRGINIA is both relieved and mystified.

VIRGINIA (TO HERSELF.) (CONT'D)
How in the hell and I going to get there?

VIRGINIA begins pacing. Frustrated, she plops onto the bench and pulls out the penguin.

VIRGINIA AND THE BAG
LADY

VIRGINIA (TO THE PENGUIN.) (CONT'D)
This is all your fault Hank.

VIRGINIA puts the penguin down and closes her eyes. She immediately begins to sleep. The BAG LADY grabs the stuffed animal. She begins to put it into her coat, then thinks twice about it. She nudges VIRGINIA with the penguin.

BAG LADY
Hey. Hello. Missy? Hey. Hello?

VIRGINIA opens one eye to see the BAG LADY standing over her.

VIRGINIA
Hello?

BAG LADY
You dropped this.

VIRGINIA grabs the stuffed toy.

VIRGINIA
Hank! Thank you.

BAG LADY
You lost?

VIRGINIA
Ummm...No.

BAG LADY
Oh... runaway huh?

VIRGINIA

Oh no. I'm on my way to New York City.
Cept' I guess I don't know how...
Can you help me?

BAG LADY

You look like you got's plenty of help
young lady.

VIRGINIA

I just gotta get to the city.

BAG LADY (LAUGHING.)

Of course. Seeking your fame and fortune
in the big apple?

VIRGINIA

Yes ma'am.

BAG LADY

Well...the bus will be here any minute...
Right over there. Come on. Follow me. You
are in luck. Got any money?

MUSIC BEGINS "New York State of Mind"

TRACK 11

VIRGINIA pulls out a wad of dollar bills from her purse
and shows it to the BAG LADY.

VIRGINIA

Yes ma'am...I got six hundred forty seven
dollars.

BAG LADY

Chile. Don't be flashing that green
around here...Good lord. Where you from?

VIRGINIA

Allentown.

BAG LADY

Tell you what...pay my fare and I'll help
you get over there.

VIRGINIA

Deal. Where you from?

BAG LADY

All over. But you know...I get around
quite a bit.

VIRGINIA

Really?

BAG LADY

Yup... Here you. It's like this... Follow me.

PIANO INTRO

THE BAG LADY starts to walk to the end of the street where the bus depot is. VIRGINIA gathers herself and follows.

23

EXT-BUS STOP-NIGHT
SATURDAY 3 AM

23

They arrive at the bus station. There is a trash can which has the New York Times and the New York Post on top. The BAG LADY begins to sing:

BAG LADY SINGING

SOME FOLKS LIKE TO GET AWAY
TAKE A HOLIDAY FROM THE NEIGHBORHOOD
HOP A FLIGHT TO MIAMI BEACH
OR TO HOLLYWOOD
BUT I'M TAKING A GREYHOUND ON THE
HUDSON RIVER LINE
I'M IN A NEW YORK STATE OF MIND
I'VE SEEN ALL THE MOVIE STARS IN THEIR
FANCY CARS AND THEIR LIMOUSINES
BEEN HIGH IN THE ROCKIES UNDER THE
EVERGREENS
BUT I KNOW WHAT I'M NEEDING AND I DON'T
WANT TO WASTE MORE TIME
I'M IN A NEW YORK STATE OF MIND
IT WAS SO EASY LIVING DAY BY DAY
OUT OF TOUCH WITH THE RHYTHM AND BLUES
BUT NOW I NEED A LITTLE GIVE AND TAKE

BAG LADY reaches into a trashcan and picks up two papers. She puts them into her coat.

THE NEW YORK TIMES, THE DAILY NEWS

A Greyhound bus with *NEW YORK* lit on the front rolls up.

IT COMES DOWN TO REALITY AND IT'S FINE
WITH ME 'CAUSE I'VE LET IT SLIDE
DON'T CARE IF IT'S CHINATOWN OR ON
RIVERSIDE

I DON'T HAVE ANY REASONS I'VE LEFT THEM
ALL BEHIND

The BAG LADY and VIRGINIA climb onto the bus.

I'M IN A NEW YORK STATE OF MIND

During the INTERLUDE, we see New York City in all it's
glory at night. Then we transition to:

WEST VILLAGE OF
MANHATTEN

24

EXT.-WEST VILLAGE-EARLY MORNING
EARLY SATURDAY MORNING

24

Transition to NYC. A bench. Morning. Greenwich Village.
Several buildings. Outside of 'Captain Jack's' bar.

IT WAS SO EASY LIVING DAY BY DAY
OUT OF TOUCH WITH THE RHYTHM AND BLUES
BUT NOW I NEED A LITTLE GIVE AND TAKE

VIRGINIA lies on a bench and the BAG LADY puts papers on
her like a blanket.

THE NEW YORK TIMES, THE DAILY NEWS
IT COMES DOWN TO REALITY AND IT'S FINE
WITH ME 'CAUSE I'VE LET IT SLIDE
DON'T CARE IF IT'S CHINATOWN OR ON
RIVERSIDE
I DON'T HAVE ANY REASONS I'VE LEFT THEM
ALL BEHIND
I'M IN A NEW YORK STATE OF MIND

As VIRGINIA falls asleep.

I'M JUST TAKING A GREYHOUND ON THE
HUDSON RIVER LINE
'CAUSE I'M IN A NEW YORK STATE OF MIND

The BAG Lady wanders off into the night.

FADE TO BLACK.

24A

OMITTED

24A

25 EXT.-THE WEST VILLAGE-SUNRISE
SATURDAY MORNING

25

The sounds of the city are heard as VIRGINIA wakes up on the bench and holds her suitcase. This section of the West Village has three different streets converging outside "Captain Jack's" BAR.

VIRGINIA ON THE BENCH

She looks at the penguin. CLEO enters. CLEO is early twenties and street smart.

VIRGINIA

Well Hank, we made it. New York City.

CLEO

Hey lady. What ya' doin' on my bench?

VIRGINIA

Your bench?

CLEO points to a disheveled five storied building behind the bench.

CLEO

Yea. Dis is my building Seniorita'. So, dis is my bench. Who is you?

VIRGINIA

I'm Virginia.

CLEO

You slept out here last night?

VIRGINIA

Uhh...

CLEO

Damn... you gonna' get knifed or worse laying out here wit deese bums. Where's your folks?

VIRGINIA

It's just me. I'm here to star in a Broadway show.

CLEO

You got cast?

VIRGINIA

Well...uh no.

CLEO

Uh huh...you got a place to stay?

VIRGINIA

Uh... not yet.

CLEO

You got any dinero?

VIRGINIA

Yes.

CLEO

Solid. Five bucks gets you a space down on Sullivan wit me an' Judy.

VIRGINIA

Sullivan? Hey that's my name. Virginia. Virginia Sullivan. (Pause.) No relation.

CLEO

Too bad.(You're not related.) I'm Cleo. You wanna' flop wit us?

VIRGINIA

Thanks. I think I'll just grab the papers and see what's available. Hoping for something a little more uptown, if you don't mind.

CLEO

Oh...excuse me. Uptown huh? Well, I'd lose the penguin if I were you.

VIRGINIA

It's a gift. His name is Hank.

JUDY appears wearing a white apron. JUDY is Asian.

CLEO

Cute. I'm Cleo. And that there is my roomie. Jude. (To JUDY.) Come on over and meet the latest arrival.

JUDY

Another runaway?

CLEO

An actress. This here's Virgin...?

VIRGINIA

Virginia. (Flashes peace sign.) Peace sister.

CLEO

She's a natural born star don't ya' think? She's shopping *UPTOWN*.

JUDY

(To VIRGINIA.) You wuz out here all night? Damn.

CLEO

Totally. I offered her our first-rate accommodations.

JUDY

We only have one bed. But...for you...

CLEO

We'll work something out.

JUDY

Its a very groovy pad. (To VIRGINIA.) You in?

JUDY kisses CLEO on her cheek. VIRGINIA makes it apparent she is uncomfortable with two females kissing.

JUDY (TO CLEO) (CONT'D)

Shall we sweep her off her feet Clay Clay?

VIRGINIA

Thanks, ladies. I just got here ya' know. I'm starvin'. I need to get something to eat.

JUDY (SEDUCTIVELY.)

Yummy...

CLEO slaps JUDY on her shoulder.

CLEO (TO JUDY.)

Leave her be. I found her first. Don't you got work to do?

JUDY

(To CLEO.) Spoiled sport. (To VIRGINIA.) Nice to meet ya...Virginia is it? Judy. Later gator. Peace.

JUDY exits

MUSIC BEGINS "Movin' Out"
TRACK 12

CLEO

Well, this is your lucky day. Here in Cleo's town, we have everything you can possibly need.

VIRGINIA

Breakfast?

CLEO

Anything a future uptown star requires. Bagels, locks, pancakes,...

VIRGINIA

Bacon? Sausage and eggs?

CLEO

Anything your majesty needs.

VIRGINIA

Bodacious.

CLEO

Let me show you my world...See that dude over there?

VIRGINIA shakes her head 'yes'.

CLEO (CONT'D)

That's Anthony...

THE TRIO appears. They are wearing working outfits. One with a hard hat, one with an apron, one as a sanitation worker. The sidewalks are getting crowded with folks. Fully staged number:

CLEO AND THE TRIO

ANTHONY WORKS IN THE GROCERY STORE
SAVIN' HIS PENNIES FOR SOMEDAY

MAMA LEONE is posting a note on her door.

MAMA LEONE LEFT A NOTE ON THE DOOR, SHE
SAID, "SONNY, MOVE OUT TO THE
COUNTRY."
OH BUT WORKIN' TOO HARD CAN GIVE YOU A
HEART ATTACK
YOU OUGHTA KNOW BY NOW
WHO NEEDS A HOUSE OUT IN HACKENSACK?
IS THAT ALL YOU GET FOR YOUR MONEY?
AND IT SEEMS SUCH A WASTE OF TIME
IF THAT'S WHAT IT'S ALL ABOUT
MAMA, IF THAT'S MOVIN' UP THEN I'M
MOVIN' OUT. I'M MOVIN' OUT

SERGEANT O'LEARY enters, he is swinging his night stick.
He begins writing a ticket for a parked Cadillac.

SERGEANT O'LEARY IS WALKIN' THE BEAT.
AT NIGHT HE BECOMES A BARTENDER
HE WORKS AT MISTER CACCIATORE'S DOWN ON
SULLIVAN STREET
ACROSS FROM THE MEDICAL CENTER
AND, HE'S TRADIN' IN HIS CHEVY FOR A
CADILLAC
YOU OUGHTA KNOW BY NOW
AND IF HE CAN'T DRIVE WITH A BROKEN
BACK
AT LEAST HE CAN POLISH THE FENDERS
AND IT SEEMS SUCH A WASTE OF TIME
IF THAT'S WHAT IT'S ALL ABOUT
MAMA, IF THAT'S MOVIN' UP THEN I'M
MOVIN' OUT.
YOU SHOULD NEVER ARGUE WITH A CRAZY
MIND
YOU OUGHTA KNOW BY NOW
YOU CAN PAY UNCLE SAM WITH THE
OVERTIME
IS THAT ALL YOU GET FOR YOUR MONEY?
AND IF THAT'S WHAT YOU HAVE IN MIND
YEAH THAT'S WHAT YOUR ALL ABOUT,
GOOD LUCK MOVIN UP, CAUSE I'M MOVIN'
OUT!
I'M MOVIN' OUT...

BETHLEHEM, PA. HENRY'S
OFFICE

INT.-HENRY'S OFFICE-DAY

Saturday Afternoon

HENRY is sitting at his desk. His secretary KAREN brings him a file. She is smoking a cigarette. She is slender. She is wearing a knee-length skirt and a V-neck top revealing her cleavage. Her hair is a modified Beehive. She is around thirty.

HENRY

Thank you, Karen. Have you tried our new
101 calculator?

KAREN

No. I prefer my Ticonderoga number 2 pencils. Machines are all stuff and bother, I say. Stuff and bother.

HENRY

It is the future. I convinced dad to get one. We saw it at the World's Fair. It will make bookkeeping a breeze.

KAREN

And put me out of a job...No thank you.

HENRY

Could you get Mrs. Sullivan for me?

KAREN

Why not use your precious computerizing gizmo?

KAREN leaves in a huff.

HENRY (TO KAREN)

You snooty old square!

THE INTERCOME BUZZES

(O.C. Shouted from the next room.)

KAREN

On line one!

HENRY (PICKS UP THE PHONE AND SPEAKS.)

Hello... Mrs. Sullivan? Yes... it's me, Henry.

CUT TO DOUBLE SHOT OF HENRY AND MRS. SULLIVAN ON THEIR PHONES.

MRS. SULLIVAN

Henry...she's not here. (Pause) No. She just hauled ass outa' here. Something about sprouting wings.

HENRY

Really? Last night? But. Yes...yes...Do you have her number? I see. Yes.

MRS. SULLIVAN hangs up the phone.

SINGLE SHOT OF HENRY

HENRY (CONT'D)

Let me know if you hear anything.

HENRY hangs up the phone. KAREN leans against HENRY'S open office door.

HENRY (CONT'D)

(Soto.) Bye.

SECRETARY

What happened?

HENRY

Virginia has run off.

SECRETARY

That's crazy. You got it bad for her, huh?

HENRY

There's something about her.

KAREN seductively moves to HENRY'S desk and puts both hands on the front edge, showing HENRY her breasts.

SECRETARY

Forget about her, I say. Stuff and bother. You can do way better than a common...

(Cutting KAREN off.)

HENRY

Don't!

KAREN

Well, she is...

HENRY (STARING BLANKLY OUT THE WINDOWS.)

I don't know what it is. Every time I try to get close to her...I get all turned around.

KAREN walks to the door and turns. She casually straightens her support hose.

SECRETARY

I don't think I like the way she treats you. Let me know if you change your mind...Henry.

KAREN exits.

HENRY
I can't help it...

HENRY walks from behind his desk.

MUSIC BEGINS "She's Got A Way"
TRACK 13

HENRY SINGING
SHE'S GOT A WAY ABOUT HER
I DON'T KNOW WHAT IT IS
BUT I KNOW THAT I CAN'T LIVE WITHOUT
HER
SHE'S GOT A WAY OF PLEASIN'
I DON'T KNOW WHAT IT IS BUT THERE
DOESN'T HAVE TO BE A REASON ANYWAY

SHE'S GOT A SMILE THAT HEALS ME
I DON'T KNOW WHY IT IS
BUT I HAVE TO LAUGH WHEN SHE REVEALS
ME
SHE'S GOT A WAY OF TALKIN'
I DON'T KNOW WHY IT IS
BUT IT LIFTS ME UP WHEN WE ARE WALKIN'
ANYWHERE
SHE COMES TO ME WHEN I'M FEELIN'
DOWN INSPIRES ME
WITHOUT A SOUND SHE TOUCHES ME
AND I GET TURNED AROUND
SHE'S GOT A WAY OF SHOWIN' ME
HOW I MAKE HER FEEL
AND I FIND THE STRENGTH TO KEEP ON
GOIN'
SHE'S GOT A LIGHT AROUND HER
AND EV'RYWHERE SHE GOES
A MILLION DREAMS OF LOVE SURROUND HER
EV'RYWHERE

SHE COMES TO ME WHEN I'M FEELIN' DOWN
INSPIRES ME WITHOUT A SOUND
SHE TOUCHES ME AND I GET TURNED
AROUND
SHE'S GOT A SMILE THAT HEALS ME
I DON'T KNOW WHY IT IS BUT I HAVE TO
LAUGH WHEN SHE REVEALS ME
SHE'S GOT A WAY ABOUT HER
I DON'T KNOW WHAT IT IS
BUT I KNOW THAT I CAN'T LIVE WITHOUT
HER ANYWAY

A PHONE BOOTH GREENWICH
VILLAGE

27 EXT.-PHONE BOOTH-DUSK
SATURDAY AFTERNOON

27

VIRGINIA is in the phone booth. She still has her suitcase. She angrily hangs up the phone and exits carrying a crumpled newspaper. JUDY enters. JUDY is carrying some packages.

VIRGINIA (TO JUDY)

Hey...

JUDY

Yo. Any luck?

VIRGINIA

I feel like I've been going in circles all day. My dogs are killing me.

JUDY

What ya' readin'? The thee-ater section?

VIRGINIA

A waste. Every audition requires equity.

JUDY

You just have to know where to look. Stick with me kid. I'll help you out.

VIRGINIA

Really? Sounds great to me. Working late?

28 INT.-CAPTAIN JACKS BAR- DUSK
SATURDAY NIGHT

28

JUDY motions to VIRGINIA. They walk into Captain Jack's Bar. The neon sign is blazing. Inside we see a dark, dingy establishment. The bar in the corner can hold a dozen drunks. There is an upright piano. There is a small stage with a green shimmer curtain as a backdrop.

JUDY

Yup. Follow me sweet cheeks.

VIRGINIA

What is this place?

JUDY

*THIS...*Is where I woiks. A tabernacle of groove. Where all us hippies hang out.

VIRGINIA

Right on! They play music?

JUDY

Anything you want. The preacher will be here soon.

VIRGINIA

Groovy.

JUDY

Grab a chair. You're just in time.

VIRGINIA surveys the bar.

29

INT.-CAPTAIN JACKS BAR-NIGHT
SATURDAY NIGHT

29

BILLY sits at the upright Piano. The song also features characters: JOHN the bartender, PAUL the novelist, DAVEY the sailor, a BUSINESSMAN, the MANAGER and various customers. VIRGINIA enters the club with her suitcase and sees BILLY. A harmonica player, TOOTS is sitting nearby. VIRGINIA recognizes BILLY.

VIRGINIA

It's you!

BILLY

It's me.

VIRGINIA

I know you!

BILLY

Lot's of folk know me.

VIRGINIA

No...I mean...oh I am beat.

BILLY

Billy's the name.

VIRGINIA

That's right! Billy! Wow...I feel as if we already met.

BILLY

You must be tired. Can I get you something?

She plops her suitcase down and sits. CLEO enters.

VIRGINIA

No...I think I'm just confused is all.

CLEO (TO VIRGINIA.)

Welcome to Captain Jack's. Judy said you wuz here. Whadaya' have? It's on the house. A 'welcome to New York' drink.

VIRGINIA

That's ok, really. An orange Nehi?

CLEO (TO JOHN THE BARTENDER.)

Hey John, get this beauty here a lawn-guyland Ice Tea.(To VIRGINIA.) You'll love it.

BILLY sits at the piano.

VIRGINIA

Everything is happening so darn fast is all. Sometimes I do not have the foggiest idea where I am.

MUSIC BEGINS "Piano Man"

TRACK 14

(This is a rousing "drinking Song" similar to "Ooom Paa Pa" from Oliver or 'Master of the house' from Le Miz.)

VIRGINIA (CONT'D)

(To BILLY.) You the preacher?

BILLY plays the beginning chords on the piano.

BILLY

(To the harmonica player.)
Hey Toots...hit it.(Harmonica begins.)
Welcome to the chapel of lost souls.

VIRGINIA

Righteous.

BILLY

It's my little corner of the world.

VIRGINIA

Thanks. You sure we haven't met?

BILLY

I get around.

A tipsy OLD MAN with a glass of clear liquid and ice cubes sits next to BILLY.

VIRGINIA

I think I could get used to this scene.

BILLY

Some folks love it...others just want to get out of this place.

JUDY hands VIRGINIA an "Iced Tea".

VIRGINIA

Which one am I? (To JUDY as JUDY sashays away.) Thanks.

BILLY

We'll see. Have a drink, and let Billy lay it all out for you.

VIRGINIA takes a sip of her "Iced Tea" and smiles. She is exhausted.

BILLY (CONT'D)

IT'S NINE O'CLOCK ON A SATURDAY
THE REGULAR CROWD SHUFFLES IN
THERE'S AN OLD MAN SITTING NEXT TO ME
MAKING LOVE TO HIS TONIC AND GIN

The OLD MAN motions and mimes the lyrics.

HE SAYS, "SON CAN YOU PLAY ME A MEMORY
I'M NOT REALLY SURE HOW IT GOES
BUT IT'S SAD AND IT'S SWEET AND I KNEW
IT COMPLETE
WHEN I WORE A YOUNGER MAN'S CLOTHES"

BILLY gets up as the OLD MAN slides over and takes over playing the piano. BILLY now works the room as he mentions the characters. During the song VIRGINIA drinks another "Ice Tea."

SING US A SONG YOU'RE THE PIANO MAN
 SING US A SONG TONIGHT
 WELL WE'RE ALL IN THE MOOD FOR A
 MELODY
 AND YOU'VE GOT US FEELING ALRIGHT

BILLY walks over to the bar where JOHN hands BILLY a drink.

NOW JOHN AT THE BAR IS A FRIEND OF
 MINE HE GETS ME MY DRINKS FOR FREE
 AND HE'S QUICK WITH A JOKE OR TO LIGHT
 UP YOUR SMOKE
 BUT THERE'S SOMEPLACE THAT HE'D RATHER
 BE
 HE SAYS, "BILL, I BELIEVE THIS IS
 KILLING ME"
 AS A SMILE RAN AWAY FROM HIS FACE
 "WELL, I'M SURE THAT I COULD BE A MOVIE
 STAR
 IF I COULD GET OUT OF THIS PLACE"

BILLY points to a man in a business suit and a man in a sailor uniform.

NOW PAUL IS A REAL ESTATE NOVELIST WHO
 NEVER HAD TIME FOR A WIFE
 AND HE'S TALKING WITH DAVY, WHO'S STILL
 IN THE NAVY
 AND PROBABLY WILL BE FOR LIFE

BILLY points to JUDY.

AND THE WAITRESS IS PRACTICING
 POLITICS
 AS THE BUSINESSMEN SLOWLY GET STONED
 YES THEY'RE SHARING A DRINK THEY CALL
 LONELINESS
 BUT IT'S BETTER THAN DRINKING ALONE

CUSTOMERS AND BILLY

SING US A SONG YOU'RE THE PIANO MAN
 SING US A SONG TONIGHT
 WELL WE'RE ALL IN THE MOOD FOR A
 MELODY
 AND YOU'VE GOT US FEELING ALRIGHT

BILLY (CONTINUES.)

IT'S A PRETTY GOOD CROWD FOR A
 SATURDAY
 AND THE MANAGER GIVES ME A SMILE
 'CAUSE HE KNOWS THAT IT'S ME THEY'VE
 BEEN COMING TO SEE

TO FORGET ABOUT LIFE FOR A WHILE
 AND THE PIANO SOUNDS LIKE A CARNIVAL
 AND THE MICROPHONE SMELLS LIKE A BEER
 AND THEY SIT AT THE BAR AND PUT BREAD
 IN MY JAR AND SAY "MAN WHAT ARE YOU
 DOING HERE?"

CLEO emerges from the backroom and goes to VIRGINIA.

BILLY AND ENSEMBLE
 SING US A SONG YOU'RE THE PIANO MAN
 SING US A SONG TONIGHT
 WELL WE'RE ALL IN THE MOOD FOR A
 MELODY
 AND YOU'VE GOT US FEELING ALRIGHT

CLEO
 Hey...any luck finding a pad?

VIRGINIA
 Not a peep. I am beat. (VIRGINIA stands
 up and feels whoosey.) Woah...I gotta'
 find me a new bench ...

CLEO
 Don't worry darlin'. Judy and I can help
 you out till you get on yer' feet.

VIRGINIA
 Really? (VIRGINIA almost falls over.
 CLEO catches her and grabs VIRGINIA's
 suitcase.) Oh my...

JUDY sees VIRGINIA almost fall and hurries over to help.

CLEO
 Come on...you can crash at our place.

VIRGINIA
 Crash is right. Long Island tea huh?

JUDY
 Everything's going to be copasetic.
 You'll see. Then tomorrow...you can start
 fresh...

INT.-CLEO & JUDY'S PAD-NIGHT

JUDY and CLEO take VIRGINIA to their apartment. VIRGINIA
 plops down onto the sofa. CLEO and JUDY show VIRGINIA to
 her "Room". It is a large closet. Virginia shrugs and
 falls down, dead asleep.

PAY PHONE THE NEXT
MORNING

30 EXT.-PAY PHONE-MORNING
SUNDAY MORNING

30

MUSIC BEGINS "Pressure" (Edited.)
TRACK 15

VIRGINIA carries her purse and holds a City Paper and a subway map. VIRGINIA has a Peter Pan collar and a gold cross showing. She goes to the pay phone and dials.

VIRGINIA

Yes. Allentown. I'd like to reverse the charges please. Virginia.

MRS.SULLIVAN ON THE
PHONE

VIRGINIA (VOICE HEARD FROM
THE PHONE) (CONT'D)

Mother? Mother it's Vir...

MRS.SULLIVAN ON THE
PHONE

MRS. SULLIVAN slams the phone down.

VIRGINIA IN THE PHONE
BOOTH

VIRGINIA (CONT'D)

You bitch! (VIRGINIA slams the phone down. Yelling into the receiver.) It's your daughter for Christ's sake!

VIRGINIA dials information.

VIRGINIA (CONT'D)

Allentown, Pennsylvania. Ellingsworth steel. Yes please...I'd like to reverse the charges. Virginia Sullivan for Henry Ellingsworth. The fourth! Please be there Hanky.(Pause) Hello? Henry? Yes...Yeah. Can you believe it? I'm in New York! I know. Crazy huh? Of course. You got a pen?

CLEO and JUDY and the TRIO as Chorus as we transition to

A FULLY STAGED SONG
NUMBER AS VIRGINIA
SEARCHES TIRESLY FOR A
JOB

CLEO, JUDY and the TRIO SINGING to VIRGINIA

YOU HAVE TO LEARN TO PACE YOURSELF
PRESSURE
YOU'RE JUST LIKE EVERYBODY ELSE
PRESSURE
YOU'VE ONLY HAD TO RUN SO FAR
SO GOOD
BUT YOU WILL COME TO A PLACE
WHERE THE ONLY THING YOU FEEL
ARE LOADED GUNS IN YOUR FACE
AND YOU'LL HAVE TO DEAL WITH PRESSURE

VIRGINIA (STILL ON THE
PHONE.) (CONT'D)
Don't worry about me Henry. I'm doing
great! Ok. I have to run. Lots of
Auditions you know. Takes lots of work to
get famous. Ciao!

VIRGINIA hangs up the phone and reads the want-ads.

CLEO, JUDY AND THE TRIO
SING
YOU USED TO CALL ME PARANOID
PRESSURE
BUT EVEN YOU CANNOT AVOID
PRESSURE

WE FOLLOW VIRGINIA
THROUGH HER STRUGGLE AS
JUDY, CLEO, AND THE
TRIO FOLLOW.

VIRGINIA begins knocking on door after door. The TRIO
follows her around as she looks for a job.

YOU TURNED THE TAP DANCE INTO YOUR
CRUSADE

NOW HERE YOU ARE WITH YOUR FAITH AND
YOUR PETER PAN ADVICE
YOU HAVE NO SCARS ON YOUR FACE AND YOU
CANNOT HANDLE PRESSURE

VIRGINIA continues as the TRIO mockingly puts on
Graduation caps and pull out schoolbooks.

FOUR DAYS LATER

ALL GROWN UP AND NO PLACE TO GO
PSYCH 1, PSYCH 2 WHAT DO YOU KNOW?
ALL YOUR LIFE IS CHANNEL 13 SESAME
STREET WHAT DOES IT MEAN?

31

EXT.-PHONE BOOTH-AFTERNOON
THURSDAY AFTERNOON

31

VIRGINIA
I'LL TELL YOU WHAT IT MEANS

CHORUS
PRESSURE
PRESSURE

JUDY and CLEO approach VIRGINIA

VIRGINIA (TO CLEO)
This is ridiculous.

CLEO
Tough time huh? How many days you been
here in Paradise?

VIRGINIA
A month! No. Six god-damn days. Creating
the universe was easier.

VIRGINIA reluctantly hands JUDY a five-dollar bill. The
TRIO puts their books down and take off the graduation
caps.

AS WE ENTER AN UPTOWN
HAIR SALON

THE TRIO enter a fancy Uptown hair salon. They sit in
three salon chairs AS MUSIC CONTINUES.

CLEO, JUDY AND THE TRIO
SING
DON'T ASK FOR HELP
PRESSURE

YOU'RE ALL ALONE
PRESSURE

VIRGINIA enters the salon and hands the SALON OWNER her resume'. The OWNER points around the Salon. VIRGINIA shakes her head "yes" and runs behind one of the salon chairs as if to work on one of the TRIO's hair.

PRESSURE
YOU'LL HAVE TO ANSWER TO YOUR
OWN PRESSURE
I'M SURE YOU'LL HAVE SOME COSMIC
RATIONALE
BUT HERE YOU ARE IN THE NINTH
TWO MEN OUT AND THREE MEN ON
NOWHERE TO LOOK BUT INSIDE
WHERE WE ALL RESPOND TO

The OWNER hands VIRGINIA a broom and tells her to sweep the floor. VIRGINIA reluctantly begins sweeping. The OWNER stops VIRGINIA. The OWNER points to her watch and explains to VIRGINIA she can start tomorrow. The OWNER hands VIRGINIA a card. VIRGINIA is thrilled and exits.

PRESSURE
PRESSURE

Interlude.

STREETS OF MANHATTEN

VIRGINIA joyfully dances her way back south. She passes fancy boutiques and news stands. As the Song continues.

CLEO, JUDY and the TRIO
ALL YOUR LIFE IS TIME MAGAZINE

VIRGINIA imagines her face on TIME MAGAZINE

I READ IT TOO
WHAT DOES IT MEAN?

GREENWICH VILLAGE AS
THE SONG CONTINUES

CLEO and JUDY and the TRIO as Chorus (continue.)

VIRGINIA sees CLEO and JUDY. VIRGINIA shows them the card and tells them she has a job. The three celebrate. The Song continues.

PRESSURE
 I'M SURE YOU'LL HAVE SOME COSMIC
 RATIONALE
 BUT HERE YOU ARE WITH YOUR FAITH AND
 YOUR PETER PAN ADVICE
 YOU HAVE NO SCARS ON YOUR FACE AND YOU
 CANNOT HANDLE
 PRESSURE
 PRESSURE
 PRESSURE
 ONE, TWO, THREE, FOUR
 PRESSURE

BAR INTERIOR

33

INT.-BAR-NIGHT
 THURSDAY NIGHT

33

VIRGINIA, CLEO & JUDY enter the bar. BILLY is at the upright piano. SPEEDBALL is nearby. He is a hustler. He is wearing a large hat, a leisure suit with a loud print shirt. The shirt's collar flows over the edges of his jacket.

BILLY (TO VIRGINIA.)
 Welcome back sunshine.

CLEO
 Ginny here landed a job. Right here in the big city.

BILLY
 Excellent. Hittin' it big already?

SPEEDBALL
 Make room for the lucky lady ya'all.

(BILLY introduces SPEEDBALL to VIRGINIA.)

BILLY
 Speedball...Virginia.

SPEEDBALL
 My lady.

JUDY
 Smoothy

VIRGINIA

Why do they call you speedball?

CLEO

Cause he is fast.

SPEEDBALL

Fastest money-making brother you ever
laid your weary eyes on.

VIRGINIA

What do you do?

CLEO

Don't go down that road. Unless you enjoy
risky business. Catch my drift?

JUDY

Speedy is what we here call an
independent...pwoison.

VIRGINIA

Really? I'm independent. I am going out a
nobody...and coming back...

BILLY

A star?

VIRGINIA

Hell yes a star! Know any good auditions?

SPEEDBALL

Let Speedball work his magic baby.
Mention my name and doors open.

JUDY

Yeah. The EXIT doors!

BILLY

Speedo, you a fool, hear me? (To
VIRGINIA.) Don't pay him no mind.

JUDY (TO VIRGINIA.)

Have a seat. We are going to celebrate.

BILLY (TO VIRGINIA.)

What kind of job you gots yourself honey?

VIRGINIA

I am working in a Park Avenue Salon?

BILLY

A stylist?

VIRGINIA

Not exactly.

SPEEDBALL

Sounds too much like work to me. Me, I want the good life. And I can get it. Fast.

BILLY (TO VIRGINIA.)

Fergedaboutit kiddo. He'll do anything for a buck.

JUDY

And we mean anything.

CLEO

And he just kaint say no!

MUSIC BEGINS "Easy Money"
TRACK 16

SPEEDBALL

Words to live by. Where are my girls?
(The TRIO assembles.) Take it from me...
Hit it ladies!

(During the song SPEEDBALL
"Escorts" VIRGINIA and the
TRIO to his various
"Questionable" activities.
This is all in the form of a
dream.)

SPEEDBALL (CONT'D)

YOU DON'T HAVE TO TALK ALL NIGHT
I'M A MAN WHO CAN'T SAY NO
YOU DON'T HAVE TO TWIST MY ARM JUST
POINT ME WHERE YOU WANT TO GO

A CRAP GAME AT A RACE
TRACK

TAKE ME TO THE ACTION
TAKE ME TO THE TRACK

A DARK DEN OF CRIMINALS

TAKE ME TO A PARTY IF THEY'RE BETTIN'
IN THE BACK

ON A STREET

I'VE BEEN WORKING ALL MY LIFE
CAN'T AFFORD TO WAIT
LET ME CALL MY WIFE SO I CAN TELL HER
I'LL BE LATE

A USED CAR LOT.

SPEEDBALL jams a wad of money into his pockets as we see
an old smoke belching POS car exit onto the street.

I WANT EASY MONEY EASY MONEY EASY
MONEY
I COULD GET LUCKY
OH, THINGS COULD GO RIGHT
I WANT THE EASY
EASY MONEY
EASY MONEY
MAYBE THIS ONE TIME
MAYBE TONIGHT

THE INSIDE A DINGY
CASINO

YOU DON'T HAVE TO TRY TOO HARD
I DON'T NEED A SONG AND DANCE
I DON'T NEED AN INVITATION
IF YOU'VE GOT A GAME OF CHANCE
TAKE ME TO THE TABLES
TAKE ME TO THE FIGHTS

AT THE CRAPS TABLE

RUN ME LIKE THE NUMBERS
ROLL ME LIKE THE DICE
WHEN YOU'RE COUNTING ON A
KILLING ALWAYS COUNT ME IN
TALK TO ME INTO LOSIN' JUST AS LONG AS
I CAN WIN

SPEEDBALL CASHING IN
HIS CHIPS

I WANT THE EASY
EASY MONEY
EASY MONEY

SPEEDBALL has the TRIO wrapping him in furs and glitter.

I WANT THE GOOD TIMES
OH, I NEVER HAD

I WANT THE EASY
 EASY MONEY
 I WANT THE GOOD LIFE
 I WANT IT BAD

BACK TO THE BAR

JUDY and CLEO go to VIRGINIA. All three dance as the song continues together.

EASY MONEY
 YOU SAY I FOOL MYSELF
 BUT BETTER ME THAN BEING A FOOL FOR
 SOMEONE ELSE
 I GOT A HOT SLOT MACHINE OF A SYSTEM
 READY TO GO
 EASY MONEY
 I GOT A ONE TRACK MIND
 AND A GOOD REPUTATION LAYING ON THE
 LINE
 I'LL EITHER COME BACK A BUM OR A
 KING BABY, I DON'T KNOW

VIRGINIA'S ROOM /
 CLOSET.

MUSIC BEGINS "Ain't No Crime"
 TRACK 17

35

INT. VIRGINIA'S CLOSET. MORN.
 FRIDAY MORNING

35

ALARM CLOCK RINGS

VIRGINIA'S CLOSET

VIRGINIA wakes up suffering from the worst hangover of the century. She rolls out of her closet. She can barely stand. She is undressed and looking for her belongings. As we transition to:

STREET LEVEL

BAG LADY AND TRIO SING

YOU GOT TO OPEN YOUR EYES IN THE
 MORNING
 NINE O'CLOCK COMIN'

TO VIRGINIA

VIRGINIA PULLS HER CLOTHES ON. SHE FUMBLES PUTTING ON HER SHOES.

'OUT ANY WARNIN'
GOTTA GET READY TO GO

TO BAG LADY ON THE
STREET

BAG LADY

As An OLD MAN staggers by.

YOU SAY YOU WENT OUT LATE LAST EVENIN'
DID A LOT OF DRINKIN'
COME HOME STINKIN'
AND YOU WENT AND FELL ASLEEP ON THE
FLOOR

We see the OLD MAN'S enraged wife battering him.

AND THEN YOUR LADY COMES AND FINDS YOU
ASLEEPIN'
STARTS IN TO WEEPIN'
'BOUT THE HOURS YOU BEEN KEEPIN'
AND YOU BETTER GET YOUR ASS OUT THE
DOOR

Virginia falls out onto the street.

BAG LADY TO VIRGINIA

AIN'T NO CRIME
YEAH, IT'S GOOD TO GET IT ON TO GET
LOAD OFF YOUR MIND

VIRGINIA gets into a cab.

IT AIN'T NO CRIME
WELL, EVERYBODY GETS THAT WAY SOME
TIME
IT AIN'T NO CRIME.
OOOOH.

THE PARK AVENUE SALON

VIRGINIA is in the salon. The TRIO are seated in three chairs in the salon, as VIRGINIA sweeps the floor. SALON CUSTOMERS ignore her and leave their cigarette butts on the floor for VIRGINIA to clean up. BILLY is now outside the SALON.

BAG LADY & TRIO

YOU GOT TO OPEN YOUR EYES IN THE
MORNIN'
NINE O'CLOCK COMIN' WITHOUT ANY
WARNIN'
GOTS'TA GET READY TO GO

VIRGINIA stands outside the Salon. A WALL STREET DUDE talks to VIRGINIA and offers her a cigarette. At first VIRGINIA refuses. She then takes the cigarette. THE WALL STREET DUDE lights the cigarette for VIRGINIA. VIRGINIA coughs. THE WALL STREET DUDE laughs. VIRGINIA continues to struggle with smoking.

BAG LADY & TRIO

WELL NOW YOU TELL ME YOU LOVE SOMEBODY
AND YOU'LL LOVE 'EM FOREVER
YOU MAY LOVE 'EM FOREVER BUT YOU WON'T
LIKE 'EM ALL OF THE TIME
WELL NOW YOU TELL ME YOU NEED SOMEBODY
FOR THE REST OF YOUR LIFE YOU MIGHT
HAVE SOMEBODY
BUT YOU WON'T WANT 'EM EV'RYDAY
AIN'T NO CRIME
WELL IT'S JUST HUMAN NATURE HAPPENS ALL
THE TIME

WALL STREET DUDE mimes eating and points to his watch.

WE SEE HIS ROLEX

He then gives VIRGINIA his card and writes down her number as he exits, blowing a kiss to her. VIRGINIA is happy. VIRGINIA looks at the card and exits as we transition to:

GREENWICH VILLAGE AS
THE SONG CONTINUES WITH

BAG LADY & TRIO (CONT'D)

IT AIN'T NO CRIME
WELL DON'T THINK TWICE ABOUT IT GET IT
OFF YOUR MIND
AIN'T NO CRIME.
OOOOH.

Interlude

GREENWICH VILLAGE AS
THE INTERLUDE CONTINUES

37

EXT.-GREENWICH VILLAGE-AFTERNOON
FRIDAY AFTERNOON

37

The thumping engine of BUDDY'S car is heard. BILLY is outside his club. JUDY and CLEO are standing near him. BUDDY'S jalopy comes to a screeching halt. All four doors open, and the GANG jump out.

EDDIE

Man. Look who it is?

GEORGE

Far out.(To BILLY.) Hey man, we know you...

BILLY

Lots a' folks know me.

DAVID

No man...don't think it's him.

JUDY and CLEO join the gathering.

CLEO

What's shaking Billy?

BUDDY

We're looking for a girl.

JUDY

Ain't everybody?

CLEO slaps JUDY on the shoulder.

CLEO (TO JUDY)

I got dis.(To BUDDY.) Ain't no girls in deese premises'es mister.

EDDIE

You look like girls to me.

JUDY pulls out a switchblade, pops it open and shoves the blade towards EDDIE.

JUDY

Now my brother. What the hell are you doing in front of our building?

BUDDY

Sullivan. Uh...Virginia.

EDDIE

Yea man, we're like, here to visit
Virginia.

BILLY

Well fellas. Miss Sullivan is currently
uptown.

CLEO

Yea. So beat it ya' bums.

BILLY

Who shall we say called?

BUDDY

Her boyfriend.

BILLY

Ahhh. Pennsylvania?

JUDY pushes the knife closer TO EDDIE.

CLEO

Ginny never mentioned no boyfriend.

DAVID pulls EDDIE away from the knife.

DAVID

It must've slipped her mind.

EDDIE

Tell her we stopped by. We're here all
weekend.

BUDDY

We're gonna take her out and show her a
good time.

CLEO

You bums? Forgedaboutit. Scram. All of
ya's

The four get back into their car and rumble away,
belching blue smoke.

BILLY, CLEO, JUDY & THE
TRIO SING

AIN'T NO CRIME WELL,
IT'S GOOD TO GET IT ON TO GET A LOAD
OFF YOUR MIND
I SAY IT AIN'T NO CRIME

VIRGINIA sits up and takes the cigarette from JUDY. VIRGINIA takes a puff and immediately coughs and hands it back to JUDY

VIRGINIA

I don't think I can do these.

JUDY

Here, let me help. Open your mouth, sugar.

JUDY takes in a deep inhale. JUDY gently blows the smoke into VIRGINIA'S open mouth. VIRGINIA gags. JUDY laughs loudly and quickly puts the cigarette out on the wooden floor. VIRGINIA begins to laugh with her, coughing all the time. They laugh together and embrace each other.

VIRGINIA

I guess I'm just a country bumpkin.

JUDY

Stop it. You're beautiful.

VIRGINIA

Yer' just saying that to get my five dollars.

JUDY gets up and heads out.

JUDY

Ha!

VIRGINIA

Besides. I got a date.

JUDY

A date? Hey CLEO. Ginny here scored.

CLEO wanders over to the closet.

CLEO

You holding?

JUDY

What? Miss goody two shoes...?
Virgin...ia? Not in this lifetime. Nope.
She gots herself a hot date.

CLEO

No shit?

VIRGINIA

Yup. And he's RICH!

JUDY

How you know?

VIRGINIA reaches and pulls out THE WALL STREET DUDE'S card. She hands it to JUDY

VIRGINIA

Look.

JUDY

Wall street. Impressive.

CLEO

Yea. I'll believe it when I see it. For all you know, he could be a janitor.

VIRGINIA

He was wearing a Rolex. I saw it.

JUDY

Girl. Let's us take you to Chinatown. Dey' sell em for ten bucks.

CLEO

Well, if he is all what you say. We got to get Liza Doolittle here all New York Gussied up.

CLEO and JUDY begin showing VIRGINIA clothing choices as

41 OMITTED

42 OMITTED

43 EXT.-ROOF GARDEN - SUNSET
SATURDAY

43

(CLEO and JUDY are lounging in rickety vinyl lounge chairs. VIRGINIA is sitting on a small wall overlooking the street. She is reading "The Group" by Mary McCarthy.)

JUDY

Whatch'ya reading?

VIRGINIA

A book about some far-out ladies back in the 30's. Goodness. Am I blushing?

JUDY grabs the book and looks at it.

JUDY
I got dibs on it next. Is it racy?

VIRGINIA
Didn't know woman did that kinda stuff.

CLEO
We do it all baby. Right Jude's

JUDY and CLEO kiss.

CLEO (CONT'D)
But... hey. (To VIRGINIA.) You got a hot date with a real man soon. Time to get those mouses moving on your ball gown. Better keep an eye out for that stretch limo any minute now, right?

JUDY
Just make sure yer back before midnight. Or your limo turns into a pumpkin.

CLEO
That reminds me. Your 'boyfriend' showed up yesterday.

VIRGINIA drops the book and hops up. She looks down the street.

VIRGINIA
Henry?

JUDY
Didn't drop his name.

VIRGINIA plops down as the unmistakable noise of BUDDY'S jalopy rattles around the corner. BUDDY blasts the horn

JUDY (CONT'D)
Right on cue. There they are...

CLEO
Dem and dat clunker.

VIRGINIA stands up to look.

VIRGINIA (POINTING.)
That car? That's not Henry. Jesus. What the hell?

THE STREET

44 EXT.-STREET-EVENING
 SATURDAY EVENING

44

The GANG jump out of their car.

BUDDY (LOOKING UP AT
VIRGINIA)

Hey Virginia! It's me. Buddy.

VIRGINIA

What the...?

GEORGE

We're here to show you a good time. All
the way from Allentown.

EDDIE

Get on down here.

VIRGINIA

I can't believe it. My god.

VIRGINIA heads downstairs. Followed closely by CLEO and
JUDY.

45 EXT.-THE WEST VILLAGE-AFTERNOON

45

BUDDY (TO VIRGINIA)

Wow. Get a load of you.

VIRGINIA

Hi Buddy.

CLEO

You know dese bums?

GEORGE

Like, totally, man.

VIRGINIA

Well. Here you are. Here. In New York.
How'd you know where I was?

EDDIE

Your old lady told us.

VIRGINIA

I'm surprised she remembered.

BUDDY

Look what I got?

JUDY

Can't wait.

BUDDY rolls up the sleeve of his white t-shirt to reveal a tattoo of a large red heart with an arrow through it and *Virginia*.

CLEO

Woah.

EDDIE

Hurt like hell.

BUDDY

Just for you Virginia. I love you. I told ya' I'd come get ya' That joker back home don't want nothin to do with you. Nothin'.

DAVID

Yeah. That uptight rich kid.

JUDY

Rich kid?

VIRGINIA

Henry. He's...

BUDDY

His daddy owns half of Allentown.

EDDIE

Or, what's left of it.

VIRGINIA (EMPHATICALLY.)

WHAT are you *DOING HERE?*

GEORGE

Buddy's shipping out?

VIRGINIA

Out? You got drafted?

DAVID

The doofus joined the Navy.

BUDDY

Yep. Shipping out in two days. So let's you and me have some fun.

CLEO

Sorry buster. Ginny here is predisposed...

JUDY (TO CLEO)

Too many syllables. (TO the GANG.) Gee,
you guys. Sorry you came all the way here
fer' nuthin'

BUDDY

Have a heart...Virginia. Please. You
gotta be tired of all that rich kid
stuff. Right?

DAVID

Yeah...all the furs.

EDDIE

The jewelry.

GEORGE

And all the steel you can eat.

VIRGINIA

Sorry boys. Try back tomorrow. Toodles.

VIRGINIA, JUDY, and CLEO rush back into the building.
BUDDY leans against his car, dejected. Rubbing his
tattoo.

The TRIO enter. They are wearing luxurious gowns and
jewels.

EDDIE

No relish for you tonight.

DAVID

You strike out again man. She ain't never
gonna' make it with ya'.

BUDDY

Naw man. She wants it. I can tell. She
likes it rough. She likes it tough...like
me. Not some soft rich cat.

GEORGE

Hey man. Relax. You gave it yer best
shot. She said come back tomorrow. We
got one more night here in the big apple.

BUDDY

Shit. I know she don't mean no. I know
it. How can she resist?

EDDIE

Yeah. After all, you wore your best t-
shirt.

MUSIC BEGINS "Uptown Girl"
TRACK 18

BUDDY

Screw you. To hell with all of you
assholes. She thinks she's so great. I'll
get her. You'll see. It's Just because
she thinks she's an...

BUDDY, SINGING

(THE TRIO, GEORGE, EDDIE, AND
DAVID PROVIDE HARMONY
BACKGROUND)

UPTOWN GIRL
SHE'S BEEN LIVING IN HER UPTOWN WORLD

BUDDY rests on his car. He opens the driver's door and
begins to pick up trash from the front seat.

I BET SHE NEVER HAD A BACKSTREET GUY
I BET HER MAMA NEVER TOLD HER WHY
I'M GONNA TRY FOR AN (SLAMS DOOR)
UPTOWN GIRL

BUDDY throws the trash into the gutter. GEORGE quickly
picks it up and runs to put it into a trash can.

SHE'S BEEN LIVING IN HER WHITE BREAD
WORLD
AS LONG AS ANYONE WITH HOT BLOOD CAN

BUDDY stands in the middle of the intersection looking up
at VIRGINIA'S pad.

AND NOW SHE'S LOOKING FOR A DOWNTOWN
MAN
THAT'S WHAT I AM

WE SEE VIRGINIA
CHANGING INTO A SHORT
DRESS WITH A HALTER
TOP.

AND WHEN SHE KNOWS WHAT
SHE WANTS FROM HER TIME

AND WHEN SHE WAKES UP AND MAKES UP HER
MIND

BACK TO THE STREET

SHE'LL SEE I'M NOT SO TOUGH
JUST BECAUSE I'M IN LOVE WITH AN UPTOWN
GIRL
YOU KNOW I'VE SEEN HER IN HER UPTOWN
WORLD

Dancing arm in arm with the TRIO.

SHE'S GETTING TIRED OF HER HIGH CLASS
TOYS
AND ALL HER PRESENTS FROM HER UPTOWN
BOYS
SHE'S GOT A CHOICE

Interlude

BACK TO THE APARTMENT

JUDY and CLEO put bracelets and a small necklace of
pearls on VIRGINIA during interlude. Then,

BACK TO THE STREET

BUDDY

UPTOWN GIRL
YOU KNOW I CAN'T AFFORD TO BUY HER
PEARLS
BUT MAYBE SOMEDAY WHEN MY SHIP COMES
IN
SHE'LL UNDERSTAND WHAT KIND OF GUY I'VE
BEEN
AND THEN I'LL WIN

BUDDY WALKS UP THE STREET, INTERACTING WITH PEOPLE.

AND WHEN SHE'S WALKING
SHE'S LOOKING SO FINE
AND WHEN SHE'S TALKING SHE'LL SAY THAT
SHE'S MINE

BUDDY HOLDING HIS
TATTOO

SHE'LL SAY I'M NOT SO TOUGH
JUST BECAUSE
I'M IN LOVE

STREET DRUMMERS

WITH AND UPTOWN GIRL

Paradiddle

SHE'S BEEN LIVING IN HER

SMASH DRUMS. WATER SPLASHES

WHITE BREAD WORLD

PARADIDDLE

AS LONG AS ANYONE
WITH

SMASH DRUMS. WATER SPLASHES

HOT BLOOD CAN

PARADIDDLE

AND NOW SHE'S LOOKING FOR

SMASH DRUMS. WATER SPLASHES

A DOWNTOWN MAN
THAT'S WHAT I AM

VIRGINIA, CLEO, and JUDY walk onto the sidewalk.

OHHHHHHHH

A large black car pulls up. The driver gets out and opens the door. VIRGINIA climbs in. The DRIVER shuts the door. BUDDY runs to the car door and knocks on the window.

VIRGINIA'S WINDOW SLIDES DOWN.

VIRGINIA

What?

BILLY

Virginia...there's something I need to tell you...

VIRGINIA

Tomorrow Buddy. I'm heading uptown.
Toodles.

The window slides up and the car drives away.

UPTOWN GIRL SHE'S MY UPTOWN GIRL
YOU KNOW I'M IN LOVE WITH AN UPTOWN
GIRL
MY UPTOWN GIRL
YOU KNOW I'M IN LOVE WITH AN UPTOWN
GIRL
MY UPTOWN GIRL

EDDIE

Strike three.

GEORGE

What was that all about?

BUDDY

Virginia's brother.

DAVID

What?

BUDDY

He's been reported missing.

EDDIE

Bummer.

FADE TO BLACK.

46

INT.- COUNTRY CLUB-NIGHT
SATURDAY NIGHT

46

(We see the interior of the
restaurant at the Country
Club. It is a holdover from
the 1950's. The chairs and
furnishings are tacky, gold
encrusted "French
Provincial.")

HENRY, HIS DAD, AND HIS
MOM AT A TABLE

MRS. ELLINGSWORTH (TO
HENRY.)

Cheer up dear. Oh look. There's Bunny
Worthington. She's going to Harvard.

MR. ELLINGSWORTH

And she's a real looker, aye' son?

MRS. ELLINGSWORTH

He's still upset about that... what was she? A dishwasher?

HENRY

She wasn't a...she...she was a Relish Girl. Just like those girls over there...

HENRY points to several young females milling around a long buffet table. One of them begins walking towards them.

MRS. ELLINGSWORTH

Yes, Dear. But you are heading to college. And I am willing to bet that she won't be. Eat up. Your steak is getting cold.

The BUFFET GIRL arrives at the table.

BUFFET GIRL

Excuse me. Mr. E.? You have a visitor.

MR. ELLINGSWORTH

Really? Saturday night? I wonder...

BUFFET GIRL

She's here for the younger...

MR. ELLINGSWORTH

Of course...

MRS. ELLINGSWORTH

Well now, this *is* a mystery. A lady caller for our young man.
(Sarcastically.) Who could it be?

HENRY stands up. He sees MRS. SULLIVAN entering with a young waiter. MRS. SULLIVAN is wearing her idea of a fancy dress. THE WAITER points out HENRY to MRS. SULLIVAN, and goes back to the lobby. MRS. SULLIVAN is visibly upset.

HENRY

Mrs. Sullivan. What a surprise.

MRS. SULLIVAN

I am so sorry to interrupt your dinner.

MR. ELLINGSWORTH

Who do we have here Henry?

HENRY

Yes father. This is Virginia's mom.
(Stopping and introducing her.) Mrs.
Sullivan, I'd like you to meet Henry
Ellingsworth...the third. And my mom,
Adele.

MRS SULLIVAN

I'm so sorry to barge in on you.

HENRY

Would you care to join us? We have an
extra chair.

MRS. SULLIVAN

Oh thank you.

MRS. SULLIVAN quickly sits down. She is holding a
handkerchief and dabbing her tears. She reaches into her
purse and brings out a small envelope.

HENRY

Would you like a little something from
the bar?

MRS. SULLIVAN

That won't be necessary. Well...maybe
just a taste.

MR. ELLINGSWORTH

What's your poison?

MRS SULLIVAN

Cutty sark. Neat.

HENRY

Mrs. Sullivan. You're upset. What's
wrong?

ADELE (TO MRS. SULLIVAN)

(A vain attempt at comforting
her.)

Yes dear.

MRS. SULLIVAN

It's about Virginia. I can't get a hold
of her. And I need to get her a message.

HENRY

A message?

MRS. SULLIVAN

It's...it's...

(MRS. SULLIVAN breaks down
crying.)

ADELE

Go on, dear.

MRS. SULLIVAN

Sorry. It's about my son.

HENRY

Max?

(MRS. SULLIVAN erupts into a
crying fit.)

HENRY (CONT'D)

Oh no...

ADELE

What is it?

HENRY (TO HIS MOTHER.)

Max is in Vietnam.

The room seems to come to a stop. A WAITER comes to the table.

MR. ELLINGSWORTH (TO THE
WAITER.)

Cutty Sark, Neat. Make it a double. And
I'll have another Gin and Tonic.

THE WAITER exits.

MRS. SULLIVAN

Word came yesterday...that Max. Max is M
I A.

ADELE

M what?

HENRY

Missing mother. Missing in action.

MR. ELLINGSWORTH

I'm sure there's nothing to worry about.
We all are so proud of your son fighting
to keep the Commies from taking over all
of Asia...and then the world.

MR. ELLINGSWORTH lifts his empty glass. ADELE lifts her
glass in agreement.

ADELE

Hear, here. Kill all the Reds!

HENRY glares at his mother, letting her know he is not happy.

HENRY

Go on...

MRS. SULLIVAN

Ah. Thank you. Well, today. Buddy. You know buddy?

ADELE

The boy that assaulted my Henry?

HENRY

I'm fine mother. What about Buddy?

MRS. SULLIVAN

Well, he and his friends drove over to New York. That's where Virginia is. She thinks she's going to be star a on Broadway.

ADELE

How exciting.

HENRY (POINTEDLY TO
ADELE.)

No. Mother. (To MRS. SULLIVAN.) Well, did they find her?

MRS. SULLIVAN

Yes. But only for a minute. He tried to say something to her. But she left.

MR. ELLINGSWORTH

What does this have to do with our Henry.

MRS. SULLIVAN

Henry can talk to her. She'll listen to him. Please Henry. She won't talk to me. Her and I...we don't see eye to eye. But...I'm afraid my son... (Pause.) Virginia is all I've got. What with my husband dying. And now...

HENRY

You think Max is K I A?

ADELE

Kia?

HENRY
KILLED, MOTHER!

ADELE
Oh... sorry.

ADELE makes the sign of the cross.

MRS. SULLIVAN
They don't know. The Army that is. I've tried everything. (Angrily.) She needs to know. She needs to get her skinny as(s)...(Softer.) She needs to come home. Can you please take this note to Virginia?

HENRY
Of course.

ADELE
Henry? Drive to New York?

MR. ELLINGSWORTH
Great idea son. I have a few files for the New York office, You can hand them over to your Grandfather.

HENRY
Sounds splendid father...Yes, I'd be happy to.

MRS. SULLIVAN
Oh thank you. I am so worried about Virginia. If anything was to happen to her... I'd just die.

A WAITER brings over the drinks.

HENRY
I'll leave first thing tomorrow.

MRS. SULLIVAN slams down her drink.

MRS. SULLIVAN
Oh bless you Henry. Thank you all so much. I have a cab waiting. Thank you. Thank you.

MRS. SULLIVAN quickly exits. The three of them sit in amazement.

ADELE
That was...?

HENRY

Yes Mother. That was the dishwasher's mother. And I am going to deliver this.

ADELE

But Henry. There are telegrams for that sort of thing. This *GIRL*. This female. She is nothing but a gold-digger. Looking to cash in on your future. She is a nothing. She's a TRAMP for god's sake. (Shouting to the air.) GET ME A DRINK HANK!

MUSIC BEGINS. She's Always A Woman To Me."
TRACK 19

HENRY

You're wrong Mother. You are both wrong. She means so much more to me. But then again ...

HENRY SINGS

HENRY MOVES ABOUT WHILE
REMINISCING ABOUT HIM
AND VIRGINIA TOGETHER
IN FLASHBACKS. THE
RESTAURANT AND THE GOLF
COURSE, THE MOVIES, THE
CYO DANCE, WALKING IN
THE PARK, AND LOOKING
OUT OVER THE ALLENTOWN
LANDSCAPE.

SHE CAN KILL WITH A SMILE
SHE CAN WOUND WITH HER EYES
SHE CAN RUIN YOUR FAITH WITH HER CASUAL
LIES
AND SHE ONLY REVEALS WHAT SHE WANTS YOU
TO SEE
SHE HIDES LIKE A CHILD BUT SHE'S ALWAYS
A WOMAN TO ME

SHE CAN LEAD YOU TO LOVE
SHE CAN TAKE YOU OR LEAVE YOU
SHE CAN ASK FOR THE TRUTH
BUT SHE'LL NEVER BELIEVE
AND SHE'LL TAKE WHAT YOU GIVE HER AS
LONG AS IT'S FREE
YEAH, SHE STEALS LIKE A THIEF
BUT SHE'S ALWAYS A WOMAN TO ME
OH, SHE TAKES CARE OF HERSELF

SHE CAN WAIT IF SHE WANTS
 SHE'S AHEAD OF HER TIME
 OH, AND SHE NEVER GIVES OUT
 AND SHE NEVER GIVES IN
 SHE JUST CHANGES HER MIND
 SHE WILL PROMISE YOU MORE THAN THE
 GARDEN OF EDEN
 THEN SHE'LL CARELESSLY CUT YOU AND
 LAUGH WHILE YOU'RE BLEEDIN'
 BUT SHE'LL BRING OUT THE BEST AND THE
 WORST YOU CAN BE
 BLAME IT ALL ON YOURSELF
 CAUSE SHE'S ALWAYS A WOMAN TO ME

FADE OUT.

THAT NIGHT-NEW YORK
 CITY RESTAURANT

47

EXT.-FRONT OF A RESTAURANT WITH A RAW BAR-NIGHT

47

A DOORMAN holds the restaurant doors as VIRGINIA and the WALL STREET DUDE exit.

VIRGINIA

Oysters. Yuck! How do you eat them?

WALL STREET DUDE

Simple. They just slliiiiiiiide down.
 Mmmmm. Yummy.

VIRGINIA

Ick. Too slimy. But the veal was nice.

WALL STREET DUDE

Best in the city.

VIRGINIA

What now?

WALL STREET DUDE

My place is right down there. Lets get a
 night cap.

VIRGINIA

I Don't know. I gotta work tomorrow.
 And...that Clear stuff. What was it?

WALL STREET DUDE

Tequila.

VIRGINIA

Yeah. Oh. You ate that worm. Gross!
 (VIRGINIA loses her balance.
 She grabs onto THE WALL
 STREET DUDE.)

Woah. I think Its getting to me.

A LARGE DISPLAY OF FLOWERS IS SEEN UP AHEAD.

VIRGINIA (CONT'D)

Hey. Flowers!

47A OMITTED

47A

47B OMITTED

47B

50 EXT. - THE STREET - NIGHT
SATURDAY NIGHT

50

A sidewalk store that has flowers in front. There is a trash can nearby that THE BAG LADY is rummaging in.

VIRGINIA

So many. They are beautiful.

WALL STREET DUDE

What's your flavor?

VIRGINIA

Daisies.

THE WALL STREET DUDE points to a small bouquet of daisies. The FLOWER GIRL puts them in cellophane, then wraps them in green floral paper.

VIRGINIA (CONT'D)

Thank you so much.

THE WALL STREET DUDE hands the bouquet to VIRGINIA. VIRGINIA hops up and down with glee. She almost hits the BAG LADY with the flowers.

VIRGINIA (CONT'D)

Oh...Sorry.

THE BAG LADY

Watch 'yerself missy.

WALL STREET DUDE

Glad you like them. Right this way
darlin'.

THE WALL STREET DUDE takes off the green wrapping paper
and moves next to the trash can. He tries to put it into
the trash can and THE BAG LADY grabs it.

WALL STREET DUDE (CONT'D)

Bogarting our papers lady? (To VIRGINIA.)
Disgusting.

MUSIC BEGINS "Why Should I Worry"
TRACK 20

VIRGINIA

Hey. Be nice. Wait a minute. (To the BAG
LADY.) I know you.

BAG LADY

These are my papers. I got them fair and
square.

VIRGINIA

We don't want your papers.

WALL STREET DUDE (TO THE
BAG LADY.)

Take em'. You shouldn't be loitering
here. The City has places for your kind.
Move along... shoo.

BAG LADY

Shoo? You are in my territory you
overstuffed big shot. Don't you "move
along' me! I gots my rights. Just like
anybody.

VIRGINIA

You live here?

BAG LADY

I lives wherever's I want.

On THE DRUM DOWNBEAT: The TRIO enters the frame.

DUDE

Come on baby. Let's leave her majesty to
her papers.

VIRGINIA (TO DUDE.)
 Be cool. (To BAG LADY.) How can you live
 like this? Don't you ever worry?

BAG LADY
 Naw.

VIRGINIA
 But where will you stay tonight?

BAG LADY
 Honey, I'll be just fine and dandy. You
 better watch your behind. Me? I get
 around.

BAG LADY and the TRIO singing

(The TRIO are dressed in the
 classic Judy Garland Hobo
 clothes, with patched up
 tail coats and top hats.)

THE DUDE grabs VIRGINIA'S hand to implore her to start
 heading down the block towards his building.

THE BAG LADY begins walking with them. As she sings, she
 points to places she is singing about. THE TRIO join in
 the walk.

51

EXT.-STREET-EVENING

51

This turns into a full-on street dancing scene. A myriad
 of "Street People" come from everywhere to join in the
 dancing. VIRGINIA dances along. THE DUDE ignores it all
 and heads for the front door of his building.

ONE MINUTE I'M IN CENTRAL PARK.
 THEN, I'M DOWN ON DELANCEY STREET.
 SAID, FROM THE BOW'RY TO ST MARK'S.
 THERE'S A SYNCOPATED BEAT. RIGHT.
 I SAID, WHOO, WHOO, WHOO, WHOO, WHOO.
 I'M STREETWISE.
 I CAN IMPROVISE.
 I SAID, WHOO, WHOO, WHOO, WHOO, WHOO.
 I'M STREETSMART.
 I'VE GOT NEW YORK CITY HEART.
 WHY SHOULD I WORRY?
 WHY SHOULD I CARE?
 I MAY NOT HAVE A DIME.
 BUT I GOT STREET SAVOIR FAIRE.
 WHY SHOULD I WORRY?

WHY SHOULD I CARE?
 IT'S JUST BE-BOPULATION.
 AND I GOT STREET SAVOIR FAIRE.

THE RHYTHM OF THE CITY.
 BUT ONCE YOU GET IT DOWN.
 SAID, THEN YOU CAN OWN THIS TOWN.
 YOU CAN WEAR THE CROWN!
 WHY SHOULD I WORRY?
 TELL ME. WHY SHOULD I CARE?
 I SAID, I MAY NOT HAVE A DIME.
 OH! BUT I GOT STREET SAVOIR FAIRE.
 WHY SHOULD I WORRY?
 WHY SHOULD I CARE?
 IT'S JUST DOO-WOPULATION.
 AND I GOT STREET SAVOIR FAIRE.

TRIO

EV'RYTHING GOES. EV'RYTHING FITS.

BAG LADY, THE TRIO, THE
 STREET PEOPLE

THEY LOVE ME AT THE CHELSEA! THEY ADORE
 ME AT THE RITZ!
 WHY SHOULD I WORRY?
 WHY SHOULD I CARE? AND EVEN WHEN I
 CROSS THAT LINE.
 I GOT STREET SAVOIR FAIRE.
 I SAID, WHOO, WHOO, WHOO, WHOO, WHOO. I
 SAID, WHOO, WHOO, WHOO, WHOO,
 WHOO. WHOO, WHOO, WHOO, WHOO, WHOO.

THE FRONT OT THE WALL
 STREET DUDE'S APARTMENT
 HIGH RISE.

52

EXT.-FRONT OF THE BUILDING- NIGHT
 SATURDAY NIGHT

52

MUSIC BEGINS "An Innocent Man"
 TRACK 21

WALL STREET DUDE SINGING

BILLY dressed as a Doorman opens the doors. The DUDE &
 VIRGINIA walk into the elevator lobby.

SOME PEOPLE STAY FAR AWAY FROM THE DOOR
 IF THERE'S A CHANCE OF IT OPENING UP

The elevator door slides open.

ELEVATOR INTERIOR

THEY HEAR A VOICE IN THE HALL OUTSIDE
AND HOPE THAT IT JUST PASSES BY

INTERIOR HALL

VIRGINIA and WALL STREET DUDE walk down the hall
SOME PEOPLE LIVE WITH THE FEAR OF A
TOUCH
AND THE ANGER OF HAVING BEEN A FOOL
THEY WILL NOT LISTEN TO ANYONE
SO NOBODY TELLS THEM A LIE

THE WALL STREET DUDE unlocks the door and swings it open.

They enter.

INSIDE THE APARTMENT

53

INT.-APARTMENT-NIGHT

53

(It is very fashionable. A
view of the city. A large
sectional sofa. A bar. A
luxurious bed with a modern
headboard and a mirror on
the ceiling above it. A
gigantic walk-in closet with
an automated clothes rack.)

I KNOW YOU'RE ONLY PROTECTING YOURSELF
I KNOW YOU'RE THINKING OF SOMEBODY ELSE

The WALL STREET DUDE takes the flowers from VIRGINIA. He
takes them to the bar and puts them in a large glass. He
then begins to take off his sport coat and tie and throws
them on the end of the sofa.

SOMEONE WHO HURT YOU
BUT I'M NOT ABOVE
MAKING UP FOR THE LOVE

The WALL STREET DUDE walks VIRGINIA to the sofa. He then
goes to the bar and pours one drink.

YOU'VE BEEN DENYING YOU COULD EVER FEEL
I'M NOT ABOVE DOING ANYTHING
TO RESTORE YOUR FAITH IF I CAN

SOME PEOPLE SEE THROUGH THE EYES OF THE
OLD
BEFORE THEY EVER GET A LOOK AT THE
YOUNG
I'M ONLY WILLING TO HEAR YOU CRY

THE WALL STREET DUDE STARES STRAIGHT AHEAD WITH THE DRINK

BECAUSE I AM AN INNOCENT MAN

The WALL STREET DUDE raises his drink.

I AM...AN INNOCENT MAN
OH YES I AM

The WALL STREET DUDE puts something into VIRGINIA's drink
and hands it to her. VIRGINIA takes a drink. WALL STREET
DUDE then turns the lights down.

SOME PEOPLE SAY THEY WILL NEVER BELIEVE
ANOTHER PROMISE THEY HEAR IN THE DARK
BECAUSE THEY ONLY REMEMBER TOO WELL
THEY HEARD SOMEBODY TELL THEM BEFORE
SOME PEOPLE SLEEP ALL ALONE EVERY NIGHT
INSTEAD OF TAKING A LOVER TO BED

The WALL STREET DUDE motions to the bed. VIRGINIA looks
in horror. He then begins to take off his shirt and
shoes.

SOME PEOPLE FIND THAT'S IT'S EASIER TO
HATE THAN TO WAIT ANYMORE
I KNOW YOU DON'T WANT TO HEAR WHAT I
SAY
I KNOW YOU'RE GONNA KEEP TURNING AWAY

VIRGINIA gets up and begins to stagger. She feels sick.
The WALL STREET DUDE ushers VIRGINIA to the side of the
bed.

BUT I'VE BEEN THERE AND IF I CAN
SURVIVE
I CAN KEEP YOU ALIVE
I'M NOT ABOVE GOING THROUGH IT AGAIN
I'M NOT ABOVE BEING COOL FOR A WHILE
IF YOU'RE CRUEL TO ME I'LL UNDERSTAND

VIRGINIA attempts to break away.

SOME PEOPLE RUN FROM A POSSIBLE FIGHT

SOME PEOPLE FIGURE THEY CAN NEVER WIN

The WALL STREET DUDE brings her back to the bed.

AND ALTHOUGH THIS IS A FIGHT I CAN LOSE
THE ACCUSED IS AN INNOCENT MAN

VIRGINIA collapses into the bed.

INSIDE THE WALK-IN
CLOSET.

The WALL STREET DUDE goes into the walk-in closet. He pushes a button and the clothes begin to travel by. He stops it to get his smoking jacket.

BEDROOM

The WALL STREET DUDE is putting on his smoking jacket as VIRGINIA tries to get up from the bed but fumbles and flops back onto it.

I AM...AN INNOCENT MAN
OH YES I AM
OH YES I AM
AN INNOCENT MAN

The WALL STREET DUDE positions VIRGINIA in the bed. He begins to remove VIRGINIA'S top.

YOU KNOW YOU ONLY HURT YOURSELF OUT OF
SPITE
I GUESS YOU'D RATHER BE A MARTYR
TONIGHT.

VIRGINIA sits up abruptly. She stares vacantly ahead, then her eyes close and she collapses into the pile of blankets on the bed. The WALL STREET DUDE reaches under the covers and pulls VIRGINIA'S skirt off. He tosses her top and skirt onto the sofa.

THAT'S YOUR DECISION
BUT I'M NOT BELOW
ANYBODY I KNOW
IF THERE'S A CHANCE OF RESURRECTING A
LOVE
I'M NOT ABOVE GOING BACK TO THE START
TO FIND OUT WHERE THE HEARTACHE BEGAN
SOME PEOPLE HOPE FOR A MIRACLE CURE
SOME PEOPLE JUST ACCEPT THE WORLD AS IT
IS

BUT I'M NOT WILLING TO LAY DOWN AND DIE
 BECAUSE I AM AN INNOCENT MAN
 I AM AN INNOCENT MAN
 OH YES I AM
 AN INNOCENT MAN
 OH OH OH HO

The WALL STREET DUDE lifts the covers and climbs into bed with VIRGINIA. He then snaps his fingers.

BLACK OUT

THE NEXT MORNING

54

INT.-BEDROOM-MORNING
 SUNDAY MORNING

54

Church Bells can be heard ringing outside as BILLY opens the door and pushes a food cart towards VIRGINIA who awakes, still in the bed.

BILLY
 Morning glory.

VIRGINIA
 What? Billy...what...?

BILLY
 Breakfast for "Mi-lady"

VIRGINIA
 Breakfast? Breakfast?

VIRGINIA begins to get out of bed and realizes she has no clothes on. She quickly wraps the covers around her.

BILLY
 Eggs, bacon, mimosa...?

(BILLY looks at VIRGINIA as
 he realizes her situation.)

BILLY (CONT'D)
 Oh my.

VIRGINIA
 Where is he?

BILLY
 Gone man. Splitsville. But I have
 breakfast. See?

VIRGINIA drags herself out of bed and sees her clothes on the sofa. She crumbles into the covers as she realizes what has happened.

VIRGINIA

That son of a bitch, lying, shitty, bastard!

BILLY

Bad night huh? No breakfast today? It will do you a world of good.

VIRGINIA makes her way to the sofa and gathers her clothes.

WALK-IN CLOSET

She walks into the walk-in closet and is shocked at the size as the...

MUSIC BEGINS for "Honesty" (EDITED)
TRACK 22

VIRGINIA

I cannot believe that lying, disgusting, dishonest man. Are all men like that here in New York?

O.C.

BILLY

It's a big city darling. Not a lot of honesty these days.

Virginia begins to get dressed as the song begins. Then

BEDROOM

55

INT.- BEDROOM-MORNING

55

BILLY SINGING

IF YOU SEARCH FOR TENDERNESS
IT ISN'T HARD TO FIND
YOU CAN HAVE THE LOVE YOU NEED TO LIVE
BUT IF YOU LOOK FOR TRUTHFULNESS
YOU MIGHT JUST AS WELL BE BLIND
IT ALWAYS SEEMS TO BE SO HARD TO GIVE
HONESTY IS SUCH A LONELY WORD
EVERYONE IS SO UNTRUE
HONESTY IS HARDLY EVER HEARD
AND MOSTLY WHAT I NEED FROM YOU

VIRGINIA exits from the closet.

VIRGINIA SINGING

I CAN ALWAYS FIND SOMEONE
TO SAY THEY SYMPATHIZE
IF I WEAR MY HEART OUT ON MY SLEEVE
BUT I DON'T WANT SOME PRETTY FACE
TO TELL ME PRETTY LIES
ALL I WANT IS SOMEONE TO BELIEVE

VIRGINIA & BILLY

HONESTY IS SUCH A LONELY WORD
EVERYONE IS SO UNTRUE
HONESTY IS HARDLY EVER HEARD
AND MOSTLY WHAT I NEED FROM YOU

VIRGINIA finds the flowers on the bar and slams them
against the bar in disgust three times with each beat.

BILLY

I CAN FIND A LOVER
I CAN FIND A FRIEND
I CAN HAVE SECURITY
UNTIL THE BITTER END

VIRGINIA finds a pack of cigarettes. She pulls one out.

VIRGINIA

ANYONE CAN COMFORT ME
WITH PROMISES AGAIN

BILLY lights her cigarette.

BILLY

I KNOW

VIRGINIA

I KNOW

VIRGINIA coughs as she looks out the window.

VIRGINIA (CONT'D)

Shit! What time is it?

BILLY

Eleven.

VIRGINIA

Oh my god! No! I am soooo late. Shit.
Bye Billy!

MUSIC BEGINS "Pressure" EDIT 2
TRACK 23

THE STREET

VIRGINIA to exits the building.

THE UPTOWN SALON

56 INT.-SALON-DAY
SUNDAY

56

We hear the street sounds of sirens and car horns honking. VIRGINIA runs into the Salon. Her boss is waiting for her. VIRGINIA pleads for mercy. VIRGINIA begins frantically sweeping the floor. She goes to her knees as she tries to use a dustpan. Her boss holds a pink slip and takes the broom from her. VIRGINIA has been fired.

BILLY AND THE TRIO

DON'T ASK FOR HELP YOU'RE ALL ALONE
PRESSURE
YOU'LL HAVE TO ANSWER TO YOUR OWN
PRESSURE
I'M SURE YOU'LL HAVE SOME COSMIC
RATIONALE
BUT HERE YOU ARE IN THE NINTH
TWO MEN OUT AND THREE MEN ON
NOWHERE TO LOOK BUT INSIDE WHERE WE ALL
RESPOND TO PRESSURE
PRESSURE
ONE, TWO, THREE, FOUR
PRESSURE

57 EXT.- STREET - DAY

57

(BILLY is standing against
the doorway of the Salon.)

VIRGINIA

Look at this! I've been fired.

(VIRGINIA puts a cigarette in
her mouth. BILLY lights it.)

BILLY

Heavy.

VIRGINIA

I am so bummed right now.

BILLY

Here darling. I think you need you to meet a dear old friend of mine.

BILLY points to ROSIE the Gypsy fortuneteller and her cart. There are two small stools on either side of the cart. There is a crystal ball covered with a piece of fabric on it and a small umbrella. There is a handmade sign "Palmist. Have your fortune told here."

58

EXT.-UPTOWN-DAY

58

ROSIE

Hello Missy. A bright Sunday morning to you my dear.

VIRGINIA

What?

ROSIE

Oh my.

VIRGINIA

How do I get home?

ROSIE (TO BILLY.)

Looks as if someone has lost her rubies.

VIRGINIA

Excuse me?

ROSIE (TO BILLY.)

And...(Whispering.) She did not give them away. (Normal to VIRGINIA.) No. They were taken from you. You poor thing.

VIRGINIA

What are you mumbling about? Look at this. I jut got ff-eye (Fired)...rubies? (VIRGINIA checks her neckline.) What Rubies?

MUSIC BEGINS "I Saw the Lights Go Out on Broadway"
(EDITED) TRACK 24

ROSIE

I say...you look as if you could use some good news. Have a seat my dearest.

VIRGINIA

What? I don't think so...excuse me... Billy? Take me home please..

BILLY

Relax. It's righteous darlin'.

ROSIE

Come on sweetie. What harm can it do? If I don't brighten your day...my readings are free.

VIRGINIA

What is this scam?

ROSIE

I can see the past, foretell the future. Rosie sees all.

VIRGINIA

Ok...just this once. (Sarcastically.) Lay it on me.

ROSIE

Ahh...let me peer into the future..

VIRGINIA

Wow ...is that a real crystal ball?

ROSIE

Shhh...let me concentrate. I have seen the future.

VIRGINIA

(Sarcastically.) Can't wait to hear.

(ROSIE is looking into her crystal ball.)

ROSIE (SINGING)

SEEN THE LIGHTS GO OUT ON BROADWAY
 I SAW THE EMPIRE STATE LAID LOW
 AND LIFE WENT ON BEYOND THE PALISADES
 THEY ALL BOUGHT CADILLACS
 AND LEFT THERE LONG AGO
 THEY HELD A CONCERT OUT IN BROOKLYN
 TO WATCH THE ISLAND BRIDGES BLOW
 THEY TURNED OUR POWER DOWN
 AND DROVE US UNDERGROUND

BUT WE WENT RIGHT ON WITH THE SHOW

ROSIE stands up. ROSIE lifts VIRGINIA up. She motions to show VIRGINIA all the sights she is about to sing about.

I'VE SEEN THE LIGHTS GO OUT ON
BROADWAY
I SAW THE RUINS AT MY FEET
YOU KNOW WE ALMOST DIDN'T NOTICE IT
WE'D SEEN IT ALL THE TIME
ON FORTY-SECOND STREET
THEY BURNED THE CHUCHES UP IN HARLEM
LIKE IN THE SPANISH CIVIL WAR
THE FLAMES WERE EV'RYWHERE
BUT NO ONE REALLY CARED
IT ALWAYS BURNED UP THERE BEFORE

VIRGINIA

I think you must be crazy.

(VIRGINIA begins to leave.)

ROSIE

WAIT! The crystal reveals...terrible news.

VIRGINIA

Look. I just lost my job. I don't have any money...so you are wasting your time.

ROSIE

Rosie sees...Your Max has recently passed on to the other side.

VIRGINIA

What? Max? (SHOUTING) MAX! How do you...? What about my brother?

ROSIE

It is...as I see it.

VIRGINIA

What sort of trick is this? My brother is still alive you crazy old coot!

ROSIE puts the cloth over her crystal ball.

ROSIE

It is as I have foretold it. No payment required.

VIRGINIA

Filtered. I cannot believe this.

CLEO

Wow, the city will drive you to do some way-out shit.

VIRGINIA

I just got my butt fired!

CLEO

No fucking way.

JUDY

Leave it to the man.

VIRGINIA

It was a woman. And then...some other crazy woman told me some way out shit.

CLEO

You wuz out all night. I warned you. You could get knifed...

VIRGINIA

It was worse...

JUDY

Look at you. You're a mess.

VIRGINIA

I don't want to talk about it.

MUSIC BEGINS "Close to the Borderline"
TRACK 26

JUDY

Cheer up! We got a bodacious audition for you.

CLEO

Yea. In like an hour. So you gotta' get your self cleaned up and running.

JUDY

Like now.

VIRGINIA

An audition! Outrageous. Thank you!

(VIRGINIA kisses JUDY.)

JUDY
Better get a move on.

VIRGINIA
Wait. How'd you get this?

CLEO
Connections.

VIRGINIA
Oy. Broadway here I come!

JUDY
Let's beat it.

VIRGINIA
Cab?

CLEO
Hoofin it...

JUDY
Yeah...gonna show you the sights.

CLEO
See what it's like to live on the edge
baby.

JUDY and CLEO take VIRGINIA'S hand as the walk / run /
dance through WASHINGTON SQUARE PARK

VIRGINIA

THEY BEGIN WALKING
OWARDS WASHINGTON
SQUARE PARK

62

EXT-GRENWICH VILLAGE-DAY
SUNDAY AFTERNOON

62

JUDY & CLEO

BLACKOUT, HEATWAVE, .44 CALIBER
HOMICIDE
THE BUMS DROP DEAD AND DOGS GO MAD IN
PACKS ON THE WEST SIDE
YOUNG GIRL STANDING ON A LEDGE LOOKS
LIKE ANOTHER SUICIDE
SHE WANTS TO HIT THOSE BRICKS 'CAUSE
THE NEWS AT SIX GOTTA STICK TO A
DEADLINE

WHILE THE MILLIONAIRES HIDE IN BEEKMAN
 PLACE
 THE BAG LADIES THROW THEIR BONES IN MY
 FACE
 I GET ATTACKED BY A KID WITH STEREO
 SOUND
 I DON'T WANT TO HEAR IT BUT HE WON'T
 TURN IT DOWN
 LIFE IS TOUGH BUT IT'S JUST ENOUGH TO
 HOLD BACK THE TEARS UNTIL IT'S CLOSING
 TIME
 I SURVIVED, I'M STILL ALIVE BUT I'M
 GETTING CLOSE TO THE BORDERLINE
 CLOSE TO THE BORDERLINE

A HOOKER walks by.

A BUCK THREE EIGHTY WON'T BUY YOU MUCH
 LATELY ON THE STREET THESE DAYS
 AND WHEN YOU CAN GET GAS YOU KNOW YOU
 CAN'T DRIVE FAST ANYMORE ON THE
 PARKWAYS
 RICH MAN, POOR MAN, EITHER WAY
 AMERICAN SHOVED INTO THE LOST AND FOUND
 THE NO NUKES YELL WE'RE GONNA ALL GO TO
 HELL
 WITH THE NEXT BIG MELTDOWN
 I GOT REMOTE CONTROL AND A COLOR T.V. I
 DON'T CHANGE CHANNELS SO THEY MUST
 CHANGE ME
 I GOT REAL CLOSE FRIENDS THAT WILL GET
 ME HIGH THEY DON'T KNOW HOW TO TALK AND
 THEY AIN'T GONNA TRY
 I SHOULDN'T BITCH, I SHOULDN'T CRY
 I'D START A REVOLUTION BUT I DON'T HAVE
 TIME
 I DON'T KNOW WHY I'M STILL A NICE GUY
 BUT I'M GETTING CLOSER TO THE
 BORDERLINE
 CLOSE TO THE BORDERLINE

A SMALL DINGY ROOM

63

INT-TINY REHEARSAL ROOM-DIMLY LIT

63

The audition.

The MALE DIRECTOR is dressed in all black. There is a female ASSISTANT DIRECTOR who is carrying a clipboard.

She also is wearing black slacks and a black turtleneck.
VIRGINIA is sitting pacing alone in a dark room.

MUSIC CONTINUES "Close to the Borderline"
TRACK 26

VIRGINIA SINGING

I THOUGHT I'D SACRIFICE SO MANY
THINGS I THOUGHT I'D THROW THEM ALL
AWAY
I DIDN'T THINK I NEEDED ANYTHING BUT
YOU CAN'T AFFORD TO SQUANDER WHAT
YOU'RE NOT PREPARED TO PAY

Interlude

The door opens and the ASSISTANT DIRECTOR motions
VIRGINIA to enter. They enter as the door closes them in.
The room is littered with old props and building
materials and ladders.

DIRECTOR (TO VIRGINIA.)

Anytime.

VIRGINIA

"Thou know'st the mask of night is on my
face. Else would a maiden blush bepaint
my cheek ...

DIRECTOR

Thank you!

The DIRECTOR hands VIRGINIA a piece of paper.

VIRGINIA

But...

ASSISTANT DIRECTOR

Are you available for these dates?

VIRGINIA

Of course. Uhh...what is the show?

DIRECTOR

It's a new piece. You haven't heard of
it.

VIRGINIA

Off Broadway?

ASSISTANT DIRECTOR
More like Off, Off...Off.

VIRGINIA
That's cool. I'm excited.

ASSISTANT DIRECTOR
There is one more thing.

The ASSISTANT DIRECTOR hands VIRGINIA a script.

DIRECTOR
Everyone performs in the nude.

VIRGINIA
In the nude?

ASSISTANT DIRECTOR
Naked.

VIRGINIA
Couldn't I just like, burn my bra?

DIRECTOR
Clothing...it's a conspiracy man!

ASSISTANT DIRECTOR
(ALMOST SHOUTING.)
We are breaking the shackles of clothing
slavery. We refuse to capitulate to
tyrannical suppression from the
proletariat! (The ASSISTANT DIRECTOR
raises her fist.) Death to clothing!

VIRGINIA Slowly raises her fist as she exits.
Hesitantly, softly.

VIRGINIA
Yea...Death...

THE BOWERY

64 EXT.-THE BOWERY-NIGHT
SUNDAY NIGHT

64

HENRY is standing on a corner holding a small bouquet of
daisies as he struggles with a street map. BILLY is
sitting in a cab in behind him.

BILLY (TO HENRY)
Whatchya' lookin' for bub?

HENRY

I am so lost. I lost track at Houston Street.

BILLY

New in town? Just to give you a hint. It's House..ton.

HENRY

Well it supposed to be somewhere near Bleeker and Christopher.

Just then the GANG and their jalopy rumble up. It screeches to a halt. BUDDY jumps out screaming.

BUDDY

You! You! I'll kill you sucker...

BILLY jumps out of the cab and confronts BUDDY

BILLY

Where's the fire bub?

BUDDY

Step aside old man. This ain't none your doin'

HENRY

Buddy! What the hell man? Where's Virginia?

GEORGE, DAVID, and EDDIE get out of the car. EDDIE is carrying a crowbar.

BUDDY

That's for me to know and you to find out asshole.

BILLY

Maybe you and your friends should wonder on back to Pennsylvania?

EDDIE waves the crowbar in front of BILLY.

EDDIE (TO BILLY.)

Beat it grandpa.

BILLY pulls a gun on the GANG. They stop and slowly make their way back to the car.

BUDDY (YELLING TO HENRY.)

She's mine jerk-off. Go back to yer daddy.

The GANG burn rubber as they head down the street.

HENRY (TO BILLY.)
Follow them...

BILLY
Don't worry. I know a short cut..

BILLY takes off with HENRY flopping into the passenger front seat.

65 EXT-FRONT OF VIRGINIA'S-NIGHT

65

BILLY is standing on the street corner with HENRY. HENRY is adjusting his clothing and trying to neaten up the flowers when the jalopy rumbles slowly by. They see BILLY. BILLY puts his hand inside his vest as if to get his gun. HENRY reaches over and places his hand on BILLY to dissuade him. (Another GODFATHER reference.) The jalopy speeds up. As they pass in front of BILLY and HENRY, the two on the passenger side moon them as they disappear.

HENRY
Thanks. Thought I was going to have to get rough with 'em.

BILLY
Follow me. It's uphill.

66 INT-VIRGINIA'S APARTMENT-NIGHT
SUNDAY NIGHT

66

BILLY enters the apartment. JUDY, CLEO and VIRGINIA are there. VIRGINIA sees BILLY and runs to him. VIRGINIA is smoking a cigarette.

VIRGINIA
Take me away from here Billy.

BILLY
I'll do anything I can...you know that.

HENRY enters out of breath. The flowers are a mess.

VIRGINIA
Henry! Oh my god. What the fuck are you doing here?

HENRY

Hello Virginia. Wow ... look at you.
Smoking? (VIRGINIA exhales. HENRY holds
out the flowers.) These are for you.

VIRGINIA

Daisies. Groovy. Billy...can you put
these in a vase? I'll love you forever.

BILLY

Can't sweets. I gotta get back to my
piano.

(VIRGINIA introduces HENRY to
BILLY.)

VIRGINIA

Oh, BILLY...Henry.

CLEO (TO BILLY.)

Old boy friend.

BILLY

Yeah. I'm checkin' out. Peace.

BILLY exits.

VIRGINIA (SHOUTING TO
BILLY)

Billy...where you going man? (To CLEO.)
We were having so much fun. What a drag.

VIRGINIA starts to put the flowers in a vase. She has
trouble. HENRY fixes them.

VIRGINIA (To HENRY.)

So...you just *happened* to be in the
neighborhood? Man...this is freaking me
out.

HENRY

I am doing a little work in the New York
office. Thought I'd stop over and see
how...? So this is Greenwich Village?

JUDY

Yea man. It's happenin'.

HENRY

Spacious.

CLEO (TO HENRY.)

And she got her first part in an off-
Broadway play!

JUDY

Right on!

HENRY

Off Broadway?

JUDY

More like off, off...

VIRGINIA

Off.

HENRY

Wow...I'm impressed. A starring role?

VIRGINIA

Umm...I get to stand like this.(VIRGINIA holds up both arms as if she is being crucified.) See?

HENRY

Yea? How long are you on stage?

JUDY

(Holding her arms up as if crucified.)

The whole play.

CLEO holds her arms up as if crucified. The three women stand with VIRGINIA in the middle as if at the crucifixion on the mound.

CLEO

Radical huh?

VIRGINIA

Oh yea. Sometimes...I get to drool.

HENRY

Lines?

CLEO

Only drooling.

All three put their arms down.

JUDY

And the best part. She is naked! Far fucking out, huh man?

HENRY

What!

CLEO

That is not fair Judy. Everybody is naked.

HENRY

Everybody?

VIRGINIA

Yeah man. We are not shackling ... the...the...the conspiracy...yea...to the proletariat!

CLEO AND JUDY

(RAISING THEIR FISTS.)

Death to clothes!

VIRGINIA

It is like, way out there Hanky panky. Everybody...this is HENRY! He is all the way from Allentown.

HENRY

Got a promotion. I'm moving to Pittsburg.

CLEO

Wow...that's climbing the ladder huh?

CLEO and JUDY laugh.

VIRGINIA

These are my roomies?

HENRY

All three of you in the same room?

JUDY

Naw man, she has her own space. It's psychedelic baby.

HENRY

Great.(To VIRGINIA.) Can I talk to you...in private?

VIRGINIA

Ohh..private...ok. Right over there.

VIRGINIA takes HENRY to her closet. She pulls the drape aside. The closet is lined with posters, tie-dyed and Indian fabric.

VIRGINIA (CONT'D)

Hanky, I can't believe you came all the way here to see little ole me. Here it is. Step inside. My Shangri-La.

HENRY

This is a closet.

VIRGINIA

But it's a *big* closet. Only five bucks a week. A Bargain. Don't flip your wig, man. Hey, you want to crash here with us? We can really get you turned on.

HENRY

That's Ok. I pass.

VIRGINIA goes into her closet and collapses.

HENRY (To JUDY.)

What's wrong with Virginia?

JUDY

Ginny is way out there man.

HENRY

Ginny?

CLEO

It's cool man. Everything here is uptight and outa' sight.

CLEO inhales the joint and passes it to HENRY. Holding her breath.

CLEO (CONT'D)

Want some?

HENRY

No thanks. What is with this place?

CLEO hands the joint to JUDY.

JUDY

Sorry...didn't catch your name?

HENRY

Henry. Henry Ellingsworth.

JUDY

Ellings? Man, you need to catch on to what's happenin' baby. Open your eyes. You are so Bourgeois.

JUDY smokes the joint and holds her breath.

CLEO

You are so fucked up, man. You don't understand Ginny at all, mister worthy-worth.

JUDY exhales.

JUDY

Ginny and us...we get it man. Got it?

HENRY shakes his head 'no'. VIRGINIA enters. JUDY hands the joint to VIRGINIA. VIRGINIA smokes it.

HENRY

Virginia. We need to talk. Would you cut that shit out? Please.

VIRGINIA

Man, I have had enough of you, and your money, and life. And now you popping up like out of freaking *NOWHERE*? I mean this is heavy. Besides, I met this crazy old lady. (Pause.) I must've been having a bad trip or something. Henry, she told me...my brother, Max. My brother is...

HENRY

Missing.

VIRGINIA

What? Missing? Not you too.

HENRY

Your mom begged me to come here and tell you. She wants you to come home. Back to Allentown. Your brother is missing in action.

VIRGINIA

That old Gypsy bitch! I never want to speak to anybody again! I am totally wiggged out.

MUSIC BEGINS "State of Grace"
TRACK 27

HENRY

What?

VIRGINIA (COMPOSING
HERSELF.)

Henry. Darling. Go away. Peace.

VIRGINIA sits in the 'lotus' position. Holding her hands up, she begins to hum.

HENRY

What are you doing now?

VIRGINIA

I am turned on, and now I'm tuning out.
I just want to be alone...

HENRY

Didn't you hear me? Your brother is missing. Presumed DEAD!

VIRGINIA

Nameo sedum en quo. Hummmmmmm.

HENRY

Great! That's just perfect!

"State of Grace"

HENRY SINGING

THERE YOU GO, SLIPPING AWAY INTO A
STATE OF GRACE
I KNOW THE LOOK THAT COMES ACROSS YOUR
FACE
IT'S SO FAMILIAR TO ME
HERE I AM, TRYING TO KEEP YOU IN MY
LINE OF SIGHT
I'M NEVER CERTAIN THAT YOU READ ME
RIGHT
SOMETIMES YOU DON'T WANT TO SEE
HERE WE ARE, BOTH OF US KNOW WE'RE IN
LOVE
BUT THAT ISN'T ALWAYS ENOUGH
I NEVER COULD RISE ABOVE IT ALL, DOWN I
FALL
BUT DARLING THERE YOU GO, SLIPPING AWAY
INTO A STATE OF GRACE
GRANTED, THIS WORLD IS NOT A PERFECT
PLACE
STILL IT'S THE WORLD THAT I'M IN
HERE I AM TALKING WHILE YOU DON'T HEAR
A WORD I SAY
KNOWING YOU'RE WATCHING ME FROM FAR
AWAY
SOMEWHERE THAT I'VE NEVER BEEN

DON'T YOU SEE, YOU LIVED A DIFFERENT
LIFE THAN ME
IT DON'T MEAN YOU HAVE TO BE AFRAID OF
HOW
WE'RE NOT THE SAME,
DON'T LEAVE ME NOW
BUT DARLING THERE YOU GO, SLIPPING AWAY

HENRY dejectedly walks down the stairs.

EXT-FRONT OF CAPTAIN JACK'S-NIGHT

HENRY SINGING (CONT'D)

HOW CAN I GET YOU TO STAY WHERE YOU
ARE
KEEP YOU FOR GOING TOO FAR
HOLDING YOU HERE IS SO HARD TO DO...I'M
LOSING YOU

(END OF SONG?)

AND DARLING THERE YOU GO, SLIPPING
AWAY INTO A STATE OF GRACE DRIFTING
AWAY INTO YOUR SACRED PLACE SOMEPLACE
THAT I'VE NEVER BEEN THERE YOU GO,
SLIPPING AWAY, SLIPPING AWAY, INTO A
STATE OF GRACE THERE YOU GO, SLIPPING
AWAY INTO A STATE OF GRACE THERE YOU
GO...DRIFTING AWAY...

HENRY sees BILLY at the entrance to the bar.

HENRY
(SHOUTING to VIRGINIA who is
unseen.)
You are not doing that show!

BILLY
Evenin' pal. Come on in. This is my
place. Have a seat. Relax.

67 INT-CAPTAIN JACK'S-NIGHT

67

HENRY sits near the door.

HENRY
Sometimes I just do not get women.

BILLY
I see what you mean.

VIRGINIA, CLEO, and JUDY enter.

HENRY

What now?

VIRGINIA

Stop Bogartin' my dreams Henry!

HENRY

You are crazy! I think you are seriously gone, baby!

VIRGINIA

Me?

CLEO

Man you are so uptight.

JUDY

Yeah. Try this. Lucy in the Sky with Diamonds.

JUDY holds out a sugar cube.

VIRGINIA

Give it to me!

VIRGINIA pops the sugar cube into her mouth and heads outside.

HENRY

Look at you. Some life. Strung out hippies!

CLEO

What do you know? You...you...silver-spoon boy.

JUDY

Yeah, we don't need you and your blood money.

HENRY

What you all need is a bath!

HENRY heads outside to join VIRGINIA. JUDY and CLEO follow.

CLEO

Hey man, we are living in peace. Truth and love.

HENRY

What did you just give Virginia?

CLEO

Trippy man...

JUDY

We are in the grove. You can high-tail it back to your... your?

CLEO

Pennsylvania?

CLEO hands HENRY the penguin.

CLEO (CONT'D)

Take this with you.

HENRY

Not Hank too.

VIRGINIA

Yeah man... (VIRGINIA is now talking very slowly) Get lost...jar head.

JUDY

Heavy.

HENRY

I gotta' be in the office first thing tomorrow. I'll be at the Plaza if you need me. Oh, this came today.

Just before he exits, HENRY hands Virginia a telegram to JUDY. JUDY shows it to CLEO. A heavy fog envelops the street. The sound of distant helicopters is just audible.

BILLY enters singing

MUSIC BEGINS "Captain Jack" Edit 4 (reprise)
 TRACK 28

BILLY

SO YOU GO TO THE VILLAGE IN YOUR TIE-
 DYE JEANS
 AND YOU STARE AT THE JUNKIES AND THE
 CLOSET QUEENS
 IT'S LIKE SOME PORNOGRAPHIC MAGAZINE
 AND YOU SMILE

CAPTAIN JACK WILL GET YOU HIGH TONIGHT
 AND TAKE YOU TO YOUR SPECIAL ISLAND
 CAPTAIN JACK WILL GET YOU BY TONIGHT

JUST A LITTLE PUSH AND YOU'LL BE
SMILIN'

During Song - A thick fog is on the ground. CLEO and JUDY show the telegram to VIRGINIA. VIRGINIA collapses onto her knees. JUDY and CLEO exit.

MUSIC BEGINS "Goodnight Saigon" (Edited.)
TRACK 29

DREAM SEQUENCE:

The sound of helicopters grows louder. Suddenly an explosion is seen and heard. VIRGINIA ducks in terror.

SOUND OF THE RADIO
Alpha two, Alpha two...Victor Charlie in
the perimeter...repeat, Victor
Charlie...they are everywhere!

The nightmare flashback of MAX getting killed.

The sound of machine-gun fire is heard. Lights flash and another explosion is seen and heard. Out of the mist rises MAX. VIRGINIA shrieks.

MAX SINGING

WE MET AS SOUL MATES
ON PARRIS ISLAND
WE LEFT AS INMATES
FROM AN ASYLUM
AND WE WERE SHARP,
AS SHARP AS KNIVES
AND WE WERE SO GUNG HO TO LAY DOWN OUR
LIVES
WE CAME IN SPASTIC LIKE TAMELESS
HORSES
WE LEFT IN PLASTIC AS NUMBERED CORPSES
AND WE LEARNED FAST TO TRAVEL LIGHT
OUR ARMS WERE HEAVY BUT OUR BELLIES
WERE TIGHT

WE HAD NO HOME FRONT,
WE HAD NO SOFT SOAP
THEY SENT US PLAYBOY,
THEY GAVE US BOB HOPE
WE DUG IN DEEP
AND SHOT ON SIGHT
AND PRAYED TO JESUS CHRIST WITH ALL OF
OUR MIGHT
WE HAD NO CAMERAS

TO SHOOT THE LANDSCAPE
WE PASSED THE HASH PIPE
AND PLAYED OUR DOORS TAPES

(More bombs and bright
lights)

AND IT WAS DARK, SO DARK AT NIGHT AND
WE HELD ON TO EACH OTHER
LIKE BROTHER TO BROTHER
WE PROMISED OUR MOTHERS WE'D WRITE

Dead Soldiers rise up from the mist.

ENSEMBLE

AND WE WOULD ALL GO DOWN TOGETHER
WE SAID WE'D ALL GO DOWN TOGETHER
YES WE WOULD ALL GO DOWN TOGETHER

JUDY approaches VIRGINIA. All VIRGINIA sees is a
Vietnamese woman.

VIRGINIA

You slope!

JUDY

What?

VIRGINIA

You killed Max.

VIRGINIA wrestles JUDY and begins to choke her.

VIRGINIA (CONT'D)

You greasy gook. You killed Max.
(Crying.) You killed my brother.

BILLY and CLEO enter to pull VIRGINIA off JUDY.

BILLY

It's ok...it's ok...

VIRGINIA

Oh...Jesus.

BILLY

Let's get you back to your room.

CLEO

Bad trip, man. Heavy.

69 INT-CLOSET-NIGHT
MONDAY 3 A.M.

69

VIRGINIA in her closet. She is frantically looking for the penguin.

VIRGINIA
Hank! Hank, where are you? Hank? Judy!
Where's Hank? I need my Hank. Judy!
Cleo?

JUDY looks in to see VIRGINIA tearing through her belongings.

VIRGINIA (CONT'D)
Where's hank? Where's my penguin?

JUDY
We threw him out.

MUSIC BEGINS. "Tomorrow Is Today"
TRACK 30

VIRGINIA
What? Get me the phone...I want to call
Henry. I can't sleep without my Hank.

JUDY
You've had a bad trip, baby. That's all.

VIRGINIA
I am so tired. I can't sleep.

JUDY
I have something that will help. These
are strong. I'll leave em right here.

JUDY puts the bottle of pills next to VIRGINIA'S pillow.

VIRGINIA
Im heading out. I am so confused.

JUDY
Everything's beautiful baby.

JUDY kisses VIRGINIA softly.

JUDY (CONT'D)
It's cool. Tomorrow will be here before
you know it.

JUDY exits the closet.

VIRGINIA looks at a bottle of pills and puts them down. She then reaches into her top and pulls out her gold cross necklace. She stares to the heavens. VIRGINIA puts the necklace back inside her top and slowly makes her way outside.

70

EXT-GRENWICH VILLAGE-MORNING

70

VIRGINIA BEGINS TO WALK
WEST TO THE RIVER.

The City is awakening. It is still dark, however, cars are passing, people are scurrying to their jobs. VIRGINIA is exhausted and miserable.

VIRGINIA SINGING

I'VE BEEN LIVIN'FOR THE MOMENT
BUT I JUST CAN'T HAVE MY WAY
AND I'M AFRAID TO GO TO SLEEP
CAUSE TOMORROW IS TODAY
PEOPLE TELL ME
LIFE IS SWEETER
BUT I DON'T HEAR WHAT THEY SAY
NOTHING COMES TO CHANGE MY LIFE
SO TOMORROW IS TODAY
I DON'T CARE TO KNOW THE HOUR CAUSE
IT'S PASSING ANYWAY
I DON'T HAVE TO SEE TOMORROW CAUSE I
SAW IT YESTERDAY
SO I LISTEN FOR AN ANSWER
BUT THE FEELING SEEMS TO STAY
AND WHAT'S THE USE OF ALWAYS
DREAMING IF TOMORROW IS TODAY
STILL I'M WAITING
FOR THE MORNING
BUT IT FEELS SO FAR AWAY
AND YOU DON'T NEED THE LOVE I'M GIVING
SO TOMORROW IS TODAY

VIRGINIA IS AT A PARK

71

EXT-WEST PARK AT HUDSON RIVER-SUNRISE
MONDAY MORNING

71

VIRGINIA pulls out her cross and sings to it.

OH, MY. GOIN' TO THE RIVER
 GONNA TAKE A RIDE AND THE LORD WILL
 DELIVER ME
 MADE MY BED, NOW I'M GONNA LIE IN IT
 IF YOU DON'T COME, I'M SURE GONNA DIE
 IN IT
 TOO LATE. TOO MUCH GIVEN
 I'VE SEEN A LOT OF LIFE AND I'M DAMN
 SICK OF LIVIN' IT
 I KEEP HOPIN' THAT YOU WILL PASS MY
 WAY
 AND SOME DAY IF YOUR DREAMS ARE LEAVIN'
 YOU
 I'LL STILL BELIEVE IN YOU.

VIRGINIA rips her cross off and tosses it into the river.

Interlude

72 INT-VIRGINIA'S CLOSET-AFTERNOON 72
 MONDAY AFTERNOON

I DON'T CARE TO KNOW THE HOUR CAUSE
 IT'S PASSING ANYWAY
 I DON'T HAVE TO SEE TOMORROW CAUSE I
 SAW IT YESTERDAY

VIRGINIA takes the entire bottle of pills and lies down.

THOUGH I'M LIVING AND I'M SINGING AND
 ALTHOUGH MY HANDS STILL PLAY
 SOON ENOUGH IT WILL ALL BE OVER
 CAUSE TOMORROW IS TODAY

FADE TO BLACK.

73 EXT.- CAPTAIN JACK'S BAR-NIGHT 73
 MONDAY NIGHT

Sirens are heard. BILLY watches as Paramedics wheel
 VIRGINIA to the Ambulance.

MUSIC BEGINS "Captain Jack" Edit 5 (reprise)
 TRACK 31

BILLY
 CAPTAIN JACK WILL GET YOU HIGH TONIGHT
 AND TAKE YOU TO YOUR SPECIAL ISLAND

CAPTAIN JACK WILL GET YOU BY TONIGHT
 JUST A LITTLE PUSH AND YOU'LL BE
 SMILIN'.

74 INT-HOSPITAL-MORNING
 TUESDAY MORNING

74

HENRY & JUDY show up. A NURSE is checking VIRGINIA'S chart at the end of VIRGINIA'S hospital bed. The sound of beeping from the medical devices is heard. The intercom announces doctors' orders

MUSIC BEGINS "Leave a Tender Moment Alone"
 TRACK 32

HENRY (TO NURSE.)
 How is she?

NURSE
 She made it.

JUDY
 This is all my fault.

NURSE
 She needs rest.

HENRY
 Thank you.

The NURSE exits.

HENRY (CONT'D)
 I can't stand to see her like this.

JUDY
 Me double.

HENRY SINGS
 EVEN THOUGH I'M IN LOVE
 SOMETIMES I GET SO AFRAID
 I'LL SAY SOMETHING SO WRONG
 JUST TO HAVE SOMETHING TO SAY

JUDY SINGS
 I KNOW THE MOMENT ISN'T RIGHT
 TO TELL THE GIRL A COMICAL LINE
 TO KEEP THE CONVERSATION LIGHT
 I GUESS I'M JUST FRIGHTENED OUT OF MY
 MIND

LEAVE A TENDER MOMENT ALONE
 YOU GOT TO LEAVE A TENDER MOMENT ALONE
 LEAVE A TENDER MOMENT
 LEAVE IT ALONE
 YOU'VE GOT TO LEAVE A TENDER MOMENT
 LEAVE A TENDER MOMENT ALONE

77 OMITTED 77

78 OMITTED 78

79 OMITTED 79

80 INT-CAPTAIN JACK'S BAR-SUNSET 80
 TUESDAY NIGHT

HENRY is has just hung up the pay phone. BILLY is at the piano when VIRGINIA walks in slowly assisted by CLEO and JUDY. The TRIO take their place on the stage.

BILLY
 Ladies and Gentlemen...Hit it!

MUSIC BEGINS "You're only Human" (Second Wind)
 TRACK 33

TRIO
 WOO, OO, OO...YEA...OH, OH, OH

BILLY (TO VIRGINIA.)
 YOU'RE HAVING A HARD TIME AND LATELY
 YOU DON'T FEEL SO GOOD
 YOU'RE GETTING A BAD REPUTATION IN YOUR
 NEIGHBORHOOD

TRIO
 IT'S ALRIGHT

BILLY
 IT'S ALRIGHT
 SOMETIMES THAT'S WHAT IT TAKES

BILLY & TRIO
 YOU'RE ONLY HUMAN

BILLY
 YOU'RE ALLOWED TO MAKE YOUR SHARE OF
 MISTAKES

TRIO
 ONLY HUMAN... HOO HOO

BILLY, HENRY and the TRIO escort VIRGINIA to the Street.

81

EXT.-OUTSIDE CAPTAIN JACK'S BAR-NIGHT

81

The ensemble begins to assemble as the song continues.

BILLY
 YOU BETTER BELIEVE THERE WILL BE TIMES
 IN YOUR LIFE WHEN YOU'LL BE FEELING
 LIKE A STUMBLING FOOL
 SO TAKE IT FROM ME YOU'LL LEARN MORE
 FROM YOUR ACCIDENTS THAN ANYTHING THAT
 YOU COULD EVER LEARN AT SCHOOL
 DON'T FORGET YOUR SECOND WIND
 SOONER OF LATER YOU'LL GET YOUR SECOND
 WIND

VIRGINIA
 Henry. Take my hand.

HENRY takes VIRGINIA's hand

CLEO
 IT'S NOT ALWAYS EASY TO BE LIVING IN
 THIS WORLD OF PAIN

JUDY
 YOU'RE GONNA BE CRASHING INTO STONE
 WALLS AGAIN AND AGAIN
 IT'S ALRIGHT
 IT'S ALRIGHT
 THOUGH YOU FEEL YOUR HEART BREAK

BILLY & TRIO
 YOU'RE ONLY HUMAN

JUDY
 YOU'RE GONNA HAVE TO DEAL WITH
 HEARTACHE

BILLY
 JUST LIKE A BOXER IN A TITLE FIGHT YOU
 GOT TO WALK IN THAT RING ALL ALONE

HENRY
 YOU'RE NOT THE ONLY ONE WHO'S MADE
 MISTAKES
 BUT THEY'RE THE ONLY THINGS THAT YOU
 CAN TRULY CALL YOUR OWN
 DON'T FORGET YOUR SECOND WIND

WAIT IN THAT CORNER UNTIL THAT BREEZE
BLOWS IN

CLEO

YOU'VE BEEN KEEPING TO YOURSELF THESE
DAYS CAUSE YOU'RE THINKING EVERYTHING'S
GONE WRONG

BILLY

SOMETIMES YOU JUST WANT TO LAY DOWN AND
DIE
THAT EMOTION CAN BE SO STRONG
BUT HOLD ON
TILL THAT OLD SECOND WIND COMES ALONG

Interlude

VIRGINIA

Henry, will you forgive me?

HENRY

I am just happy you are ok.

VIRGINIA

I really want to make this work.

HENRY

We can make it work...together. What do
you say?

VIRGINIA

Are you sure? Me and the Big Apple? You
and me?

HENRY

Well, I'm thinking of giving up the steel
industry.

BILLY, CLEO, JUDY, THE
TRIO AKK REACT.

WHAT?

VIRGINIA

What will you do?

HENRY

First We need to get you enrolled into an
acting program. Then, Computers. I'm
gonna enroll in Computer Sciences.

CLEO

Squares-ville for sure. Won't daddy cut
you off?

VIRGINIA

He's a trust fund kid. Computers huh?

JUDY

Better stick with us Ginny. Or, it'll be the computer poor house for the both's of ya'.

CLEO

What slackers gonna' spend money on a computer?

HENRY

Trust me. Listen to some advice. Promise?

VIRGINIA

I promise.

BILLY

YOU PROBABLY DON'T WANT TO HEAR ADVICE
FROM SOMEONE ELSE
BUT I WOULDN'T BE TELLING YOU IF I
HADN'T BEEN THERE MYSELF
IT'S ALRIGHT
IT'S ALRIGHT
SOMETIMES THAT'S ALL IT TAKES WE'RE
ONLY HUMAN WE'RE SUPPOSED TO MAKE
MISTAKES
BUT I SURVIVED ALL THOSE LONG LONELY
DAYS
WHEN IT SEEMED I DID NOT HAVE A FRIEND
CAUSE ALL I NEEDED WAS A LITTLE
FAITH SO I COULD CATCH MY BREATH AND
FACE THE WORLD AGAIN
DON'T FORGET YOUR SECOND WIND

ENSEMBLE

SOONER OR LATER YOU'LL FEEL THAT
MOMENTUM KICK IN

BILLY

DON'T FORGET YOUR SECOND WIND ENSEMBLE:
SOONER OR LATER YOU'LL FEEL THAT
MOMENTUM KICK IN

MUSIC BEGINS "River of Dreams."
TRACK 34

TRIO singing back-up

HENRY

Virginia, I have a surprise for you.

HENRY opens the box and hands the penguin to VIRGINIA.

VIRGINIA

Hank! My penguin. Oh, I thought it was trashed.

HENRY

No. I kept him. Hoping that you might...

VIRGINIA

Henry...I still have'ta follow my dreams. Will you help me cross the Rubicon?

HENRY

I'll help you cross the Monongahela...any river...to find your dreams.

VIRGINIA

I love you.

HENRY

I love you too, baby. We'll cross that river together.

A joyous parade of the characters as they "Cross The River" to their dreams. The city appears as an amazing paradise with fireworks, flowers and sparkles.

VIRGINIA SINGS LEAD WITH

BILLY, TRIO AND ENSEMBLE

EXT.- AT THE RIVER - SUNSET

FINAL SCROLL CREDITS

INTERCUT WITH ORIGINAL
BILLY JOEL VIDEO.

IN THE MIDDLE OF THE NIGHT
I GO WALKING IN MY SLEEP
FROM THE MOUNTAINS OF FAITH
TO A RIVER SO DEEP
I MUST BE LOOKING FOR
SOMETHING SOMETHING
SACRED I LOST
BUT THE RIVER IS WIDE
AND IT'S TOO HARD TO CROSS

AND EVEN THOUGH I KNOW THE RIVER IS
WIDE I WALK DOWN EVERY EVENING AND I
STAND ON THE SHORE
I TRY TO CROSS TO THE OPPOSITE SIDE SO
I CAN FINALLY FIND WHAT I'VE BEEN
LOOKING FOR
IN THE MIDDLE OF THE NIGHT
I GO WALKING IN MY SLEEP
THROUGH THE VALLEY OF FEAR
TO A RIVER SO DEEP
AND I'VE BEEN SEARCHING FOR SOMETHING
TAKEN OUT OF MY SOUL
SOMETHING I WOULD NEVER LOSE
SOMETHING SOMEBODY STOLE
I DON'T KNOW WHY I GO WALKING AT
NIGHT BUT NOW I'M TIRED AND I DON'T
WANT TO WALK ANYMORE
I HOPE IT DOESN'T TAKE THE REST OF MY
LIFE UNTIL I FIND WHAT IT IS THAT I'VE
BEEN LOOKING FOR
IN THE MIDDLE OF THE NIGHT
I GO WALKING IN MY SLEEP
THROUGH THE JUNGLE OF DOUBT
TO A RIVER SO DEEP
I KNOW I'M SEARCHING FOR SOMETHING
SOMETHING SO UNDEFINED
THAT IT CAN ONLY BE SEEN BY THE EYES OF
THE BLIND
IN THE MIDDLE OF THE NIGHT

End of song

Fade to Black