

Expiration Date

by

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EXPIRATION DATE

BY RICK STEVENSON

EXT. BUS STOP - DAY

A small, run-down bus stop occupies a lonely corner on the deserted street of a small town in the dry sagebrush country of Eastern Washington. An OLD NATIVE AMERICAN MAN, 80, sits alone on the bench, reading 'the Little Nickel'. He takes a swig from a paper bag.

The sound of a train is heard in the distance, and then a barking dog and a roll of thunder. Not much else is happening except for a pair of DUSTY SNEAKERS that enter the frame.

A TEENAGER, 16, the owner of the DUSTY SNEAKERS, enters. He is also Native. He carries a stuffed backpack. He crosses to sit at the opposite end of the Old Man's bench, as far from him as possible. He looks around, taking in the complete lack of activity, and then sighs, anticipating a long and boring wait for the bus.

The Old Man nods at the Teenager, who ignores him.

A car passes - the first.

The Teenager quickly picks up a copy of the Little Nickel and pretends to read it, but actually hiding behind it. It is upside down. Once the car passes, the Teenager lowers the paper and furtively watches after the car to see if he has been spotted.

OLD MAN

Your folks know you're goin'
wherever you're goin'?

TEENAGER

Do I know you?

OLD MAN

No.

TEENAGER

Didn't think so.

The Teenager rights the Little Nickel and pretends to read it, shutting the Old Man out.

The Old Man examines the teenager. He gets up and moves down the bench towards the Teenager.

OLD MAN

I know you. I know you! Yeah!
Yeah! I saw you at the Pow Wow in
September. You were dancin'!

The Teenager ignores him.

OLD MAN (cont'd)

Oh, you were so good! Why'd you
stop dancin'?

The Teenager turns on him angrily.

TEENAGER

Do you have to talk so much?

The Old Man grins and giggles to himself.

OLD MAN

Angry young teen, yeah, off to the
big city. I've seen it before.

He takes a swig. The Teenager looks at him in disbelief.

TEENAGER

Crazy old drunk rotting on the
reservation. Seen it before.

The Old Man frowns.

OLD MAN

I was gonna tell you a story but
now you've pissed me off.

The Teenager tries to ignore him. Who is this guy?

OLD MAN (cont'd)

It's a story about a young man who
left his community behind. A young
man who gave up dancing... It has
a very sexy girl... Very sexy.

The Old Man traces imaginary curves in the air with his hands
and GRUNTS enthusiastically. The Teenager flinches in
disbelief.

OLD MAN (cont'd)

She does this thing with her
lips...

Now this interests the Teenager though he tries not to show
it. After a long moment.

OLD MAN (cont'd)

The answer's not out there you know. If all our young men leave, the white world will just run us over.

TEENAGER

That's been happening for two hundred years. Nothing we can do about it.

OLD MAN

Huh! The young man in my story had that same attitude. Too bad you won't hear the story.

TEENAGER

Promise?

The Old Man studies him for a long moment then comes to a conclusion.

OLD MAN

I'm starting not to like you.

The Teenager looks at him, suddenly vulnerable.

TEENAGER

Yeah? Join the crowd.

He angrily rummages through his pack, pulls out a set of earphones and puts them on. There's more to this boy's story than meets the eye.

The Old Man looks at him thoughtfully then sees that the earphones aren't connected to anything. He smiles to himself.

OLD MAN

She did this thing with her lips...
This thing with her lips...

The Teenager rolls his eyes, irritated, and pulls off his headphones.

TEENAGER

Okay. What did she do with her lips?

OLD MAN

Well that's halfway through the story.

TEENAGER

So tell me half the story, then
stop.

The Old Man looks at him, considering, and smiles.

OLD MAN

Hell, I guess I like you well
enough to tell you half the story.

He begins...

CUT TO:

A BALL OF CLAY SPINS...

OLD MAN (O.S.) (cont'd)

When Creator made the earth, He set
it spinning. 1000 miles per hour.
You ever wonder why?

TEENAGER (O.S.)

No. I'm not gonna listen if it's
full of this oral tradition crap.

CUT TO:

EXT. BUS STOP - DAY

The Old Man looks at him then breaks up LAUGHING like some
crazy street person.

OLD MAN

Oh. Okay, okay. I know where to
start the story for your type.
This is a story of Charlie
Silvercloud who was coming home
after a long day of working for the
white man

WE FADE TO:

EXT. SEATTLE NEIGHBORHOOD (1950'S) - DAY

. . . A 1950s basketball being spun on a boy's finger. We
RACK FOCUS to A YOUNG NATIVE MAN of 25, hurrying along a
Seattle street a hot summer evening. He wears mechanic's
overalls covered in grease.

OLD NATIVE MAN (V.O.)

He'd moved his family off the
reservation into the city. Said he
wanted opportunity. Said he didn't
(MORE)

OLD NATIVE MAN (V.O.) (cont'd)
 wanna be an Indian no more. It was
 his 25th birthday.

Down the street, a YOUNG MOTHER holding an INFANT BOY and surrounded by FAMILY AND FRIENDS keeps a look-out from the porch of a small house. She spots her husband and signals for everyone to duck behind the wall of the porch.

The Young Man sees his house up ahead, smiles and picks up his pace.

Crouching behind the porch wall, the Young Mother grins at the others in anticipation.

The Young Man steps out in the middle of the street to cross the road as a porch-full of Family and Friends spring up...

FAMILY AND FRIENDS
 HAPPY BIRTHDAY!

He looks up and stops, surprised.

Their smiles are replaced by looks of horror as they see -

A 1950'S MILK DELIVERY TRUCK barreling down the street, too fast to stop.

The Young Man turns, too late. With a SQUEAL of brakes and a THUMP, the MILK TRUCK knocks him clear out of the frame.

His Wife faints. A Woman catches her Baby just in time.

OLD NATIVE MAN (V.O.)
 That milky white truck brought that
 Indian down faster than you can say
 "Moo" but the story doesn't end
 there. He'd left a baby
 son...Charles Silvercloud the 2nd.
 Who grew up.

We move in on the infant's tiny face which DISSOLVES INTO -

EXT. SEATTLE WATERFRONT (1980) - DAY

- THE SMILING FACE of CHARLES SILVER CLOUD II, who looks like his father. He sits blissfully in a small wooden boat beneath Ivar's pier holding a fishing pole. On top of his head is a cone-shaped party hat reading "25".

Up on the pier we find his YOUNG WHITE WIFE and INFANT SON wearing party hats and watching him fish. They wave to him and smile.

He's smiling back when he gets a bite on his line. He leans forward, excited, and starts reeling in as --

--AN OUT-OF-CONTROL 1970'S MILK TRUCK shoots off the pier and PLUMMETS down to the water SQUASHING Charles Silver Cloud II and his boat.

Up above, his Young Wife SCREAMS.

OLD NATIVE MAN (V.O.)
 Who knows why the Spirits put a
 curse on the Silvercloud family.
 But history kept repeating itself.
 Every son on his twenty-fifth
 birthday, death by milktruck. And
 like his father before him, Charles
 II left a son. Who grew up.

Charlie's party hat floats in the water. We push in on the face of THE INFANT SON as we DISSOLVE TO:

EXT. SEATTLE CEMETERY (PRESENT TIME) - DAY

- THE FACE of CHARLES SILVER CLOUD III, 24. He looks remarkably like his father and grandfather.

OLD NATIVE MAN (V.O.)
 And this story begins about a week
 before Charles Silver Cloud III was
 to turn 25...

We PULL OUT to reveal him lying on the grass in a nicely landscaped private cemetery with his eyes closed. He suddenly opens them, staring up at the sky.

The card "Eight Days Left" comes up***

From his POINT OF VIEW we see clouds, tree branches, an occasional bird, AND SUDDENLY, the face of a middle-aged man, with bulging eyes. He looks down at him.

BULGING EYES MAN
 Nice view, don't you think?

Charlie looks up at him.

BULGING EYES MAN (cont'd)
 It's one of our nicest plots. And
 most peaceful.

CHARLIE
 How much?

He smiles and pulls out his calculator.

BULGING EYES MAN
Well... View plot \$4,803.55 plus
our eternity contract \$1,227.04
plus tax at 8.3% equals....

CHARLIE
\$6531.13.

He looks down at his calculator then over at him.

BULGING EYES MAN
Why, yes.

Charlie frowns.

CHARLIE
Do you have anything less peaceful?

EXT. INDIAN PAINTBRUSH - MORNING

Establishing shot.

LUCILLE (O.S.)
Tell me you did not walk here!

INT. INDIAN PAINTBRUSH - MORNING

Charlie stands in his mother's shop, facing his mother.

She looks out the window, concerned.

CHARLIE
Mom, I'm only a few blocks away.

LUCILLE
Come here.

Lucille walks him around the counter where she shows him -

A MAP of Seattle, which she has shaded with different colors
of hi-lighter.

LUCILLE (cont'd)
These are the milk delivery routes
of all the major dairies in town.
Anytime three zones overlap it's a
red zone. And we are here.

Lucille points her finger at the middle of a red oval.

CHARLIE

Mom. When the time comes I'll be taking every precaution, but Dad was fishing when he got it. It's not like it matters.

She looks at him, tears forming in her eyes. He hands her a yellow flower.

EXT. KENT STATUES - DAY

CHARLIE waits for the bus. He glances over to see a LITTLE GIRL drinking milk from a carton. He gives her a dirty look and backs away.

EXT. PIKE PLACE MARKET - DAY

Establishing shot.

EXT. ALIBI ALLEY - DAY

A hang-out in Pike Place Market, Seattle's popular tourist attraction. The entrance is an obscure hole-in-the-wall off of an obscure alley. Next to it, a BLIND SINGER sings for coins.

INT. ALIBI ROOM - DAY

The place is not especially busy, but clearly a comfortable home away from home for the ten or twelve REGULARS, who sit around doing crosswords and trading year-old magazines.

LAZAR, 28, sporting a goatee and a Jimi Hendrix t-shirt, works the cappuccino machine behind the counter.

Charlie sits at a table across from ALICIA, a beautiful brunette. She is furious.

ALICIA

You're dumping me?

Charlie looks at her, uncomfortably.

ALICIA (cont'd)

I don't believe this.

Charlie

Well, it- It's not personal.

ALICIA

Not personal? You're dumping me
and you say it's not personal?

He doesn't say more. Instead, he straightens the sugar
substitute packets in the table rack.

ALICIA (cont'd)

We- Okay, we've been together what,
a year now? Don't you think I
deserve to know the truth? You OWE
me the truth.

Charlie looks at her. He's never told anyone before.

CHARLIE

(with utmost gravity)
I'm about to turn 25...

Alicia stares at him, stunned.

ALICIA

My thighs. It's my thighs, isn't
it? You think my thighs are too
big.

Alicia stands, summoning her righteous indignation.

ALICIA (cont'd)

It's bastards like you who make us
starve ourselves in order to reach
some impossible ideal figure which
only exists for models strung out
on diet pills.

ALL THE PATRONS of the cafe suspend their conversations to
hear Alicia's finale.

ALICIA (cont'd)

I'm a human being. I LIKE MYSELF
AND I LIKE MY THIGHS!

Alicia grabs her coat and storms out, to the APPLAUSE of all
the female Patrons.

LAZAR

I like your thighs... I- I like her
thighs!

But she's gone.

Charlie looks down, embarrassed, opens up a little black book,
and draws a line through the words "break up with Alicia".

INT. ALIBI ROOM - DAY

A cloud of steam bursts out of the espresso machine. Charlie, wearing a blue Alibi Room apron, stands behind the counter meticulously brewing the perfect cup of coffee. A line of customers watch him in anticipation. Charlie hands it to the FIRST CUSTOMER in line. The customer closes his eyes, sniffs the cup then raises it to his lips, tastes it, then sighs euphorically. The crowd delights in his satisfaction and in anticipation of their own. Charlie is clearly among the best baristas in town.

Next up, ARNOLD THE ADDICT, a pale, nervous man of 35. His body quivers. Charlie shakes his head as Arnold hopefully approaches the counter.

CHARLIE

Arnold... No! You've had six triple tall already.

ARNOLD

But Maestro, I don't feel completely awake.

Charlie considers this, then sneaks some grounds from a bin marked "Decaf".

Arnold takes a swat at an imaginary fly buzzing around his head. He starts to fold up his newspaper to create a better swatter, when Charlie notices a small ad announcing "CASKET SALE". It catches Charlie's eye.

CHARLIE

Arnold! Let me see that.

He takes the paper and looks closely at the ad as Arnold continues swatting at the invisible fly with his hands.

EXT. EVERLAST FUNERAL HOME - DAY

Establishing shot.

INT. EVERLAST FUNERAL HOME - DAY

Solemn MUSAC plays as a FUNERAL HOME REPRESENTATIVE shows a sleek walnut casket with a sale sign on it to an OLDER COUPLE.

FUNERAL HOME REPRESENTATIVE

...With the 2006 models coming out, it's out with the old, in with the new.

The Older Couple look at her, offended.

FUNERAL HOME REPRESENTATIVE (cont'd)
So to speak...

Charlie, with his Alibi Room apron slung over his shoulder, wanders among the caskets. In the background Charlie finds the cheapest casket in the showroom. A sign says "SALE \$695 - Display Model". Plain but solid. He runs his hand across the smooth surface, then opens it, seeing -

A DEAD BODY inside! He gasps and lets the lid SLAM shut.

Everyone in the showroom looks at him. He stares at the casket. The lid opens. A white girl of 23 sits up and stares back, annoyed. This is ELIZABETH 'BESSIE' Smith.

BESSIE
What do you want?

Charlie doesn't know what to say.

Bessie gives him a look then closes the lid upon herself. Charlie just stands there.

OLDER MAN
(grabbing his wife's arm)
Come on.

The Older Couple leaves the room, glancing back at Charlie in horror. A beat. From inside the casket -

BESSIE (O.S.)
I know you're still standing there.

Charlie shifts uncomfortably.

BESSIE (O.S.) (cont'd)
So..?

Charlie looks at the closed casket, then the "SALE" sign.

CHARLIE
Is this...for you?

After a long beat, Bessie opens the casket.

BESSIE
My mother. She's dying.

Bessie stares at him, long and hard. Charlie nods, sympathetically, then glances at the "SALE" sign.

CHARLIE
When?

BESSIE
What?

CHARLIE
I was just wondering... When?

BESSIE
Two months, maybe three. Why? Who are you shopping for?

CHARLIE
My... Mother.

BESSIE
When did she die?

CHARLIE
She hasn't. But she will. Soon. Next Thursday.

Bessie looks at him, taken aback. Neither of them knows what to say. They find themselves both looking at the "SALE \$695 DISPLAY MODEL" sign. Suddenly, Bessie gets out of the coffin.

BESSIE
Don't even think about it. I saw it first.

Charlie takes a quick glance around the store and doesn't see any other coffins under \$1500.

CHARLIE
I normally would never ask this, but seeing how I-

Bessie turns and calls to the FUNERAL PARLOR REPRESENTATIVE.

BESSIE
Miss!

CHARLIE
There'll probably be another sale-

The FUNERAL PARLOR REPRESENTATIVE approaches. Charlie watches. He heads over to the one for \$1500 and pretends to check it out.

BESSIE
Miss? Do you have layaway plans?

FUNERAL HOME REPRESENTATIVE
We specialize in them.

She smiles coyly, pleased with her own joke.

Bessie grins and hands her credit card to the Funeral Parlor Representative.

The Funeral Parlor Representative looks at the credit card and hands it back to Bessie, shaking her head.

FUNERAL HOME REPRESENTATIVE (cont'd)
Expired.

Bessie takes her card back, frowns, then stalks out.

BESSIE (O.S.)
I'll be back for it!

Charlie walks over to the Representative.

CHARLIE
Will you take cash?

He pulls a wad of cash from his pocket. The funeral parlor representative smiles and puts out her hand to take it.

EXT. BUS STOP - DAY

Charlie is waiting for bus. He reads a book - Death and Taxes. He looks over to see a happy family celebrating a birthday. Charlie looks at them, jealous at their happiness. The coffin crate for his newly purchased casket sits next to him. The bus arrives and he picks up the crate.

EXT. CHARLIE'S APARTMENT - NIGHT

Establishing shot.

INT. CHARLIE'S APARTMENT - NIGHT

CU: A clock reads quarter til 5 am. It is ticking. Focus on Charlie's reflection in the clocks face. He lies in bed, awake, his hands folded over his chest as though he is already in a coffin.

The card "Seven Days Left" comes up***

INT. CLOTHING STORE - DAY

A BLACK SUIT. Charlie tries it on in front of a mirror.

A MALE CLERK stands by patiently holding chalk and a measuring tape.

Charlie gives him the nod. But as the clerk approaches to start measuring, Charlie holds up his hand, lies down on the fabric table with his hands folded neatly across his chest, then nods again.

EXT. CLOTHING STORE - DAY

Charlie leaves the store. We HOLD for a moment. Bessie emerges from behind a newspaper. She's following him.

EXT. MUNICIPAL CEMETERY - MORNING

A dense forest of headstones sprouts from a shabby lawn.

Charlie lies down in the footprint of one of the last few available plots. He pulls in his shoulders, so as not to invade the space of his dead neighbors. He takes a deep breath and holds it.

CHARLIE (O.S.)

Full?

MUNICIPAL CEMETERY ADMINISTRATOR
(O.S.)

A young lady came in and bought
them all up!

INT. MUNICIPAL CEMETERY OFFICE - MORNING

Charlie sits opposite the MUNICIPAL CEMETERY ADMINISTRATOR.

CHARLIE

But yesterday on the telephone, you
said that there were twenty-four
spaces left. Fifteen hundred each.

MUNICIPAL CEMETERY ADMINISTRATOR

There was an accident. Two dozen
family members at a reunion, lined
up on the porch for a picture.
Very sad. But the city is allowing
us to expand into that landfill
across the street, if you'd like to
get on the waiting list.

Charlie looks at him blankly.

INT. CLOTHING STORE - DAY

Charlie waits at the check-out to pick up his Black Suit.

The Male Clerk approaches from the back room and looks at Charlie expectantly.

CHARLIE

My suit?

MALE CLERK

Oh, a young girl, your wife, came to pick it up this morning.

CHARLIE

My wife?

The Male Clerk nods happily. Charlie is very confused. He looks around. A young boy stares at hi, making faces and sticking his tongue out.

EXT. CHARLIE'S APARTMENT - AFTERNOON

Charlie turns up his front walk to find outlines of dead bodies painted in white paint all the way up to the door. He looks at them strangely then freezes. He sees -

"GIVE BACK MY CASKET" scrawled in red on his front door. He looks around, paranoid.

EXT. CHARLIE'S APARTMENT - AFTERNOON

Charlie paints his door.

In reverse, we see that Charlie has painted over her message replacing it with one of his own: "Please call me: 719 4141".

EXT. IN FRONT OF CHARLIE'S APARTMENT - DAY

A SIGN reads "ESTATE SALE - EVERYTHING MUST GO."

Charlie carries a set of chairs out to his driveway, where all of his other things are carefully arranged. The bargain hunters are already rummaging through his stuff.

His cell phone RINGS.

CHARLIE

Hello?

MAN'S VOICE (O.S.)

Yeah, it said to call on your door?

He listens then turns to look at his front door which still has the "PLEASE CALL ME 719 4141" on it.

CHARLIE

Oh, no. That was- That's meant for someone else...

MAN'S VOICE (O.S.)

Well, how am I supposed to know that?

CHARLIE

You're right, that's misleading. I'll be sure to be more specific in the future...

MAN'S VOICE (O.S.)

Will you let me know if you change your mind.

CHARLIE

Yes, Okay. Goodbye.

MAN'S VOICE (O.S.)

(as Charlie is hanging up the phone.)

Call me!

He hangs up as an OLD WOMAN approaches.

OLD WOMAN

Charlie, that number on your door. What's it for?

CHARLIE

Oh, I'm looking for a girl...

His phone RINGS again. He excuses himself.

CHARLIE (cont'd)

'Scuse me.
(answering the phone)
Hello.

BESSIE'S VOICE

Hey, ready to deal?

CHARLIE

Yes. Where?

BESSIE'S VOICE

I'll meet you at your place.

CHARLIE

It'd be better if we met at...

DIAL TONE. He looks at the phone.

BESSIE

You ready to deal?

He turns to see a shopper standing behind him, wearing a rain coat and dark glasses. It's Bessie.

BESSIE (cont'd)

Well?

CHARLIE

Oh. Well, I want you to have it.
The casket should be yours.

She just stares at him. She waiting for the "but". There isn't one.

BESSIE

Yeah right.

CHARLIE

No, I was wrong to buy it when you
had found it first. I'm sorry.
You should have it.

BESSIE

What's the catch?

Charlie looks at her, confused.

BESSIE (cont'd)

Why are you being so nice to me?

CHARLIE

It's the right thing to do.

BESSIE

After all that crap I pulled?
Don't- Don't you want revenge?

CHARLIE

No. As I said, I was wrong.

She stares at him then loses it.

BESSIE

Oh, my God, I am such a loser.

Tears start to spill out of her eyes. Charlie doesn't know what to say. He offers her a folded-up hanky from his pocket. She pulls something out from under her raincoat.

BESSIE (cont'd)

Here's your suit. You know, I don't even know what came over me... Like, maybe the- the pressure. Let me do something for you.

CHARLIE

No, that's okay. You don't have to do that.

BESSIE

Let me buy all your mom's stuff!
(looking at a weight-
lifting bench)
Is this all your mom's stuff?

She looks at the piles of Boxers and t-shirts.

BESSIE (cont'd)

Here. I'll take it all.

She holds out her credit card - the one that had been declined earlier. He encourages it back into her wallet.

CHARLIE

That's okay. Really.

BESSIE

Well, how 'bout dinner? I'm a great cook.

CHARLIE

No, really, that's alright.

She looks at him, wanting to do something. She smiles insistently as she walks away.

BESSIE

(over her shoulder)
I'll think of something.

CHARLIE

(calling after her)
No. No, that's really, really not necessary.

But she's gone.

The card "Six Days Left" comes up***

INT. INDIAN PAINTBRUSH FLOWER SHOP - DAY

A pair of EXTREMELY UNSTEADY HANDS attempts to insert the stem of a rose into a narrow vase. The hands belong to -

LUCILLE SILVER CLOUD, 49, standing behind the counter of a small flower shop decorated with native artifacts. Lucille has the look of an elegant woman who passed through a wind tunnel on her way to work. Everything about her is slightly out of alignment. She looks up, horrified as -

Charlie enters the shop with a take-out beverage cup.

LUCILLE

Charlie?

He does a half wave.

CHARLIE

Mom.

LUCILLE

Tell me you did not walk here.

CHARLIE

I did not walk here.

LUCILLE

Liar.

She peeks out at the street, gravely concerned.

CHARLIE

There's nothing to worry about.
Drink this. It'll calm your
nerves.

Lucille accepts the cup. She takes a deep breath and a sip.

LUCILLE

I think it's helping.

The telephone RINGS. Lucille jumps, spilling the tea. A puddle spreads across the counter toward her phone book. She grabs the book, knocking a vase to the floor with a CRASH.

Charlie grabs the phone.

CHARLIE
 "Indian Paintbrush". Yes, we have
 flowers. We're a flower shop. Thank
 you...

Charlie hangs up and surveys the damage as Lucille slowly
 wipes the counter with a sponge, and then a towel.

Charlie (cont'd)
 You're getting worse, Mom.

She looks at him tearfully. He walks around the counter to
 stand next to her.

CHARLIE (cont'd)
 Mother's Day 1989.

He clears his throat.

CHARLIE (cont'd)
 In my card I said I'd take you
 dancing.

LUCILLE
 (still wiping the counter)
 Uh-huh...

CHARLIE
 Under a full moon?

LUCILLE
 (nodding)
 Uh-huh?

She looks at him vaguely, not quite remembering, but nods
 just the same.

CHARLIE
 Alright, well I haven't done that
 yet. I'm gonna do that.

He pulls out his little black book.

CHARLIE (cont'd)
 So how 'bout Tuesday?

LUCILLE
 Oh, you're so sweet, but shouldn't
 you be with Alicia? You know,
 having fun...maybe a little
 unprotected sex? She has such
 great child-bearing hips.

She looks at him eagerly. Charlie just looks at her. They've been through this before.

CHARLIE

I know you want grandchildren but I'm not going to impregnate some poor, young girl and leave a curse on her unborn child.

LUCILLE

Thank you very much. That's my life you just described.

CHARLIE

Mom. Tuesday. It's a full moon. Can I take you dancing?

LUCILLE

Yes, sweetie, yes!

The door JINGLE sounds. They turn to see -

A young, PRETTY FEMALE CUSTOMER enters the shop and bends over to smell a basket of daisies, presenting her shapely butt to Charlie and Lucille.

Lucille grabs Charlie and tries to nudge him over to talk to the girl.

LUCILLE (cont'd)

Oh, go on!

Charlie just looks at her.

INT. ALIBI ROOM - DAY

ARNOLD downs the last of his triple tall latte, pausing with his head back so as not to miss a drop. His body quivers. He looks over at Charlie for a refill, but knows he won't get one. Arnold slinks away, then strolls around the cafe, pretending to read the posters but actually eyeing -

THE MUGS AND GLASSES left behind by departed patrons. With a practiced movement, he checks an abandoned cup for coffee. No luck - it is empty. He scans the room for other mugs and then notices -

A HALF-FULL MUG, still steaming. He grabs it and SLURPS it down, sighing with pleasure.

ACROSS THE CAFE, the bathroom door opens, and WILD WILLIAM, 52, emerges, announced by a LOUD FLUSH. He's a big veteran with a beer belly, his original-issue fatigues, and "WILD

WILLIAM" and "SPECIAL FORCES" tattooed on his biceps. He spots -

ARNOLD, downing the last of his coffee. Arnold freezes.

Wild William walks over and positions himself directly behind Arnold, looking over his shoulder. Arnold twitches and jerks.

WILD WILLIAM

You look a little bit nervous.
Maybe you've had too much caffeine.

Arnold looks like he's going to implode.

WILD WILLIAM (cont'd)

Maybe I should drink a cup of your
blood. That has plenty of caffeine.

Arnold turns to face William in terror.

WILD WILLIAM (cont'd)

I'm just kidding. I haven't drunk
any blood since '68.

Charlie approaches and holds up a fresh mug of coffee.

CHARLIE

On the house.

Wild William gratefully accepts the coffee .

WILD WILLIAM

You're a peacemaker Charlie.

Wild William SNARLS at Arnold, then lumbers away as Arnold the Addict scurries back to his corner and collapses in a chair.

INT. ALIBI ROOM - MORNING

Lazar looks on in shock as Charlie brings some dirty mugs to the counter..

LAZAR

You're giving your notice? Is it
because I'm an asshole?

CHARLIE

No. Different reason.

He doesn't say more. Lazar looks at him, panicked, and follows him around the counter.

LAZAR

They got to you - yeah - They got to you didn't they? Come on, how much are they offering you?

CHARLIE

It's nothing like that, Lazar.

Lazar's head is spinning. He opens his vest to display Hendrix's head on his t-shirt.

LAZAR

Hey, Jimi left us before his time. Just don't do this to me. Just -

From his posse of addicts, Arnold approaches, holding his cup out like Oliver Twist.

Charlie takes it and secretly mixes him a decaf. Lazar notes Charlie's move.

LAZAR (cont'd)

What about Arnold, huh? Who's gonna take care of him?

CHARLIE

You?

LAZAR

No! No! I can't. I'm an asshole, remember?

Charlie shakes his head. The door JINGLES.

Bessie comes in, followed by Wild William who is carrying her SMALL DOG. Bessie waves to Charlie, as if he were expecting her.

WILD WILLIAM

Oh, you guys are not gonna believe it - That's the funniest thing I've seen since Bob Hope in '72. Now, watch. Watch! Bang!

Wild William uses his finger to shoot an imaginary bullet at the scruffy little dog. The dog falls over dead. William loses it. Shaking his head he heads for the toilet, pinching Arnold's cheeks on the way.

BESSIE

I've got it.

Charlie looks at her questioningly.

BESSIE (cont'd)
The thing I can do for you.

CHARLIE
Oh. Really that's not necessary.

BESSIE
You want a plot for under fifteen
hundred?

Charlie looks at her. As a matter of fact, he does. Badly.

EXT. MUNICIPAL CEMETERY - DAY

Charlie and Bessie lie together in the crowded forest of
gravestones, just as Charlie had before.

CHARLIE
The price is right, but
unfortunately they're full.

BESSIE
Not necessarily...

Bessie smiles like a Cheshire Cat as the Municipal Cemetery
Administrator approaches.

MUNICIPAL CEMETERY ADMINISTRATOR
Well, if it isn't my favorite
customer.

Charlie gives him a little wave but the Administrator is
smiling at Bessie.

BESSIE
Hey. Good news, most of my family
pulled through that porch collapse
accident. I just need two plots
now.

The Administrator looks disappointed, then recovers.

MUNICIPAL CEMETERY ADMINISTRATOR
Oh, good... That's good. But your
deposit didn't go through. Do you
have another credit card?

BESSIE
Yeah! Of course!

She reaches into her purse. Charlie watches as her dog pees
on a grave.

She pulls out another credit card. This one has been cut up and taped back together. She hands it to him. He takes it tentatively. She notes his hesitation.

BESSIE (cont'd)

First, we have some concerns. What's to stop you from abandoning this place once it's full? You know, weeds, blackberry bushes, wild animals. "Forget about them, they're dead". What's to stop that attitude?

The Administrator is about to answer when...

BESSIE (cont'd)

And what about land developers? What's to stop you from selling this place to greedy condo builders in the name of progress who promise to re-bury the bodies but instead just build on top of them creating a Poltergeist situation?

MUNICIPAL CEMETERY ADMINISTRATOR

Well there are laws...

BESSIE

Laws can be changed. And once you're dead, who's gonna take up your case? Hold these two plots and when you can give me an answer, I'll give you a deposit.

Bessie takes back her credit card.

BESSIE (cont'd)

This place is too crowded anyway.

With that she grabs Charlie's hand and leads him away leaving the Administrator standing there.

EXT. MUNICIPAL CEMETERY GATE - DAY

As they start out of the gate, Charlie pauses.

CHARLIE

I think I should leave a deposit. I mean, the price is right, I'm running out of time.

She stops and looks at him, disappointed.

BESSIE
You'd put your mom in there?

Charlie doesn't answer.

BESSIE (cont'd)
Come on. She deserves better than
that. We all do.

EXT. SEATTLE MONORAIL - DAY

A busy metropolis. Pedestrians cross the street, the monorail
heads toward the Space Needle.

EXT. FREMONT TROLL - DAY

They walk together past the Fremont Troll.

BESSIE
The way I see it, you're dead for a
really long time, like forever. So
you might as well get it right.

Charlie thinks about this.

BESSIE (cont'd)
Oh, by the way, I'm Bessie Smith.

CHARLIE
Charlie Silver Cloud.

Bessie stops.

BESSIE
No way.

He nods.

BESSIE (cont'd)
As in your family are real native
American Indian persons?

CHARLIE
I don't know. I mean, we used to
be.

BESSIE
Wow. Okay. Okay. Watch this.
Ready?

Bessie takes a deep breath then shakes her limbs and lets out
a blood curdling CHANT at the top of her lungs. She does a

strange dance as her eyes roll back in her head. It's not very good. Not very good at all. Then, as soon as it began, it's over.

BESSIE (cont'd)
You probably recognize that.

Charlie looks at her strangely.

BESSIE (cont'd)
It's a native dance designed to ward off evil spirits! Come on, I use it all the time.

Charlie nods, amused.

BESSIE (cont'd)
And so, aren't you supposed to be buried up in the air in those um, you know, those stiltie things?

CHARLIE
I don't know, I think my people are scared of heights.

She LAUGHS. So does he. For the first time.

EXT. BALLARD AVENUE - DAY

They walk down a charming street lined with old buildings. Roadkill trots along in front of them.

CHARLIE
His name's Roadkill?

BESSIE
He's been run over six times. Well, six that I know of. He's not really my dog. He's actually a stray who kind of adopted me.

ROADKILL suddenly lies down on the sidewalk, rolls over onto his back, puts his paws in the air, and freezes.

CHARLIE
Good trick.

BESSIE
Oh no, bad trick. He does it all the time. People call the dogcatcher on him because they think he's dead. He's got doggy narcolepsy. Roadkill!

She pokes him with her foot. He pops up and continues.
They walk by a building that looks like a mini hospital.

BESSIE (cont'd)
This is the place... The place
with all the bad news.

A sign reads, "THE SEATTLE CANCER CLINIC".

CHARLIE
Your mother?

Bessie nods, suddenly dead serious.

BESSIE
It's not fair. Not at her age.

She seems to go somewhere else for a long moment. It's clear she's having trouble with this. She walks on, and he follows.

EXT. ALIBI ALLEY - AFTERNOON

They have arrived at The Alibi.

CHARLIE
Well, I'd better get back to work.

BESSIE
But I still owe you. I felt
something happening between us.
Didn't you?

She looks straight at him. He doesn't respond.

BESSIE (cont'd)
So you wanna go out sometime?

Charlie bites his lip, then shakes his head..

CHARLIE
I don't think so.

She looks at him, hurt, overexposed. He wants to say more. But doesn't.

BESSIE
Great Bessie. You're such a loser.

With that, she walks back up the alley with Roadkill.

He watches her go, conflicted.

EXT. INDIAN PAINTBRUSH - DUSK

From the outside we see Charlie helping his mother close up for the night. Preoccupied, he looks out the window into the darkness.

INT. CHARLIE'S BEDROOM - NIGHT

A different clock. It reads 3:30 am. Charlie is lying in bed staring into the darkness.

The card "Five Days Left" comes up***

INT. ALIBI ROOM - AFTERNOON

At the counter, Charlie stares at his little black book, lost in thought.

On the open page of his book, we see a gravestone outline, with "Charles Silver Cloud III".

The door bell JINGLES and Alicia, Charlie's old girlfriend, walks in. Ignoring him, she comes to the counter, slaps down two dollar bills, pulls out a rich pastry from the counter dish, sticks it in her mouth, looks up at him briefly chewing with her mouth open, then turns and exits.

Charlie returns to staring at his open page. On the gravestone outline, beneath his name, he writes the word "JERK".

EXT. BALLARD AVENUE - DAY

Charlie walks the streets looking for Bessie.

EXT. MUNICIPAL CEMETERY - DAY

Charlie stands outside the office at the Municipal Cemetery. The MUNICIPAL CEMETERY ADMINISTRATOR just shakes his head. He has no information on Bessie.

INT. EVERLAST FUNERAL HOME - DAY

Same thing here. The Funeral Home Representative just shakes her head.

EXT. CANCER CLINIC - DAY

Charlie finds the SEATTLE CANCER CLINIC Building and enters.

RECEPTIONIST (O.S.)
No information on patients. We no
put out.

INT. SEATTLE CANCER CLINIC - DAY

Charlie stands at reception. The RECEPTIONIST is a tiny Vietnamese lady.

CHARLIE
Yes. I- I understand that. I was
just wondering if maybe I could
leave a note for Mrs. Smith's
daughter.

RECEPTIONIST
Can't put out. Don't ask me to put
out.

Charlie looks at her, frustrated. He places the note on the counter.

CHARLIE
If I were just to leave a- a note
here on the counter with Mrs.
Smith's name on it and... just...
walk away... Do you-?

RECEPTIONIST
Mrs. Smith no get note. We got no
Mrs. Smith. Only Bessie. She is
our patient.

Charlie stands there, not understanding. Suddenly, he puts two and two together. There is no mother. Only Bessie. Bessie is the patient, the one who must be dying.

INT./EXT. SEATTLE CANCER CLINIC - DAY

Charlie emerges from the building in a daze. He squints up at the sun trying to comprehend it all.

EXT. FREMONT TROLL - DAY

Charlie sits at the feet of the Fremont Troll, thinking.

DISSOLVE TO:

INT. KITCHEN - MORNING

A HAND draws an "X" through a box on the calendar.

INT. ALIBI ROOM - DAY

Charlie leans on the counter, still pondering his epitaph.

The door bell JINGLES.

Lazar walks in the door shaking his head. There is some commotion in the alley.

LAZAR
See that? Unappetizing. Bad for
business.

CHARLIE
What?

LAZAR
Check it out.

EXT. ALIBI ALLEY - DAY

The Blind Singer sings "Amazing Grace" as A GROUP OF RELIGIOUS SCHOOL CHILDREN on a field trip huddle around something in the alley. Some of them are crying.

CHILD (O.S.)
Did he get hit by a car?

OTHER CHILD (O.S.)
I guess he did...

Charlie emerges and discovers the cause of their sorrow. It's a dead dog, Bessie's dog, ROADKILL. He lies still in the alley, with his feet up in the air, looking extremely dead.

CHILD (O.S.)
Touch him... Is he still warm?

Charlie looks around urgently. There is no sign of Bessie.

Charlie reaches down and puts his hand on ROADKILL. He is warm. Charlie gives him a good shake and ROADKILL immediately jumps up and trots away.

Everyone gasps. The RELIGIOUS SCHOOL CHILDREN look at Charlie, mouths hanging open. It's a miracle.

EXT. CAPITOL HILL STREET - DAY

Charlie follows about a half block behind Roadkill as he trots happily through Capitol Hill, sniffing things, peeing on things and eating things. In that order.

EXT. COMMUNITY CENTER - DAY

Roadkill stops in front of a Community Center and sniffs around.

Charlie approaches curiously, looking up at the building. LOUD ELEVATOR/AEROBICS MUSIC emanates from inside. He peers in the window and then enters the building.

INT. THE COMMUNITY CENTER - DAY

In a downstairs activity room, Bessie, wearing a colorful spandex/sweatshirt combo, leads nine ancient, creaky SENIOR CITIZENS in an aerobics class. Her energy is wildly out of sync with theirs AND the music, but they clearly love her enthusiasm.

BESSIE

One, two, three, four, jog in place
and one, two, three, four, and
punch, two, three, four, legs up,
two, three, four, and kick!

She stops suddenly, seeing -

Charlie at the door, surprised by the spectacle. The Seniors become aware of the tense exchange of looks between Bessie and Charlie.

She gives him another look. But he doesn't move.

The Seniors are riveted by this unfolding drama. Bessie looks at them, annoyed.

BESSIE (cont'd)

Everyone drop and give me twenty!

They comply, grumbling. Most of them aren't going to make it past one.

Bessie walks over to him.

BESSIE (cont'd)

Yes?

Charlie starts to say something then notices that the seniors are still listening.

CHARLIE
Can we talk in private?

An exhausted Senior croaks up from the floor:

SENIOR
We're almost finished here.

BESSIE
(snaps, annoyed)
Twenty more!
(to Charlie)
Can you see I'm working here?

CHARLIE
I know. It's just really important.

She considers this, then turns back toward her classroom and sees her students sprawled across the floor like bomb victims.

INT. COMMUNITY CENTER FOYER - DAY

Bessie emerges and immediately turns to Charlie.

BESSIE
Okay. So talk.

CHARLIE
I wanted to say that I didn't mean to hurt you. I didn't want to leave things that way.

BESSIE
What way?

CHARLIE
Incomplete.

BESSIE
So, there's more?

CHARLIE
Yeah. Okay. Well, I just- I didn't want you to think I didn't feel anything because...
(just realizing it)
...I did.

She regards him cautiously.

CHARLIE (cont'd)
I'm not exactly the right person to
be having a relationship with right
now. And I can't explain why. I
just hope you understand.

She looks at him for a long moment and smiles.

BESSIE
I do.

CHARLIE
You do?

BESSIE
Completely.

Charlie smiles, relieved. That was easy.

BESSIE (cont'd)
'Cause I'm not the best person to
have a relationship with at the
moment, either. And I can't really
explain why, either.

He nods, knowingly.

CHARLIE
Does it have anything to do with
the cancer clinic?

Bessie looks at him feeling overexposed.

BESSIE
I guess we have a lot more in
common than meets the eye.

He nods in agreement. He knows that as well.

Suddenly she she sees something out the window and GASPS.

DOWN THE SIDEWALK, two ANIMAL CONTROL OFFICERS, in brown
uniforms, stuff the struggling Roadkill into a metal cage.

BESSIE (cont'd)
Roadkill!

EXT. COMMUNITY CENTER - DAY

Bessie runs off after the escaping Animal Control truck. It PEALS away to the sound of Roadkill's DESPERATE BARKS. She chases for a moment then gives up as the truck gets away.

Bessie runs to the sidewalk, puts her face in her hands and SOBS.

Charlie catches up and stands there, not knowing what to do.

Bessie cries louder and louder, each SOB louder than the next.

He stands there for a long moment.

He tries patting her shoulders then isn't sure if he should.

CHARLIE

It's okay. It's- It's okay,

She SOBS even harder.

CHARLIE (cont'd)

We'll go down there. We'll pay the fine. Get him out.

BESSIE

It's three strikes you're out! He has been classified as a "problem animal".

CHARLIE

They're not going to put him down. Not if you talk to them.

BESSIE

They won't talk to me.

CHARLIE

Oh, I think they will.

Bessie reaches into her bag and yanks out a folded document.

BESSIE

Then why did they get this stupid restraining order against me?

Charlie considers this question.

EXT. IN FRONT OF THE DOG POUND - DAY

Charlie and Bessie crouch behind a brick wall along the perimeter of the parking lot of -

THE DOWNTOWN SEATTLE 'ANIMAL SHELTER', an imposing building.

CHARLIE

I'll just ask to see the dogs. And then I'll pretend to adopt him.

Bessie shakes her head grimly.

BESSIE

He's on doggy death row. They wouldn't even show him to you. Trust me, the only way to get him out is for you to create a diversion out front and then we need to break in the back -

CHARLIE

(Startled)

Oh, God!

He grabs Bessie and pulls them both around the wall out of sight of an Animal Control truck that is exiting the parking lot.

CHARLIE (cont'd)

A diversion?

BESSIE

Yeah. So there's always three guys on duty. Somehow you gotta think of a way get 'em all out front and keep 'em there for five minutes.

(light bulb goes on)

Maybe you could pretend you're a dog. You could just start barking. They'd all like to see that.

Charlie sees that she's entirely serious.

CHARLIE

Ah, I don't really bark.

BESSIE

Oh, come on. Everyone barks. Just find your inner dog.

Charlie just looks at her, takes charge.

CHARLIE

Don't worry. Barking won't be necessary. There's a much simpler way...

INT. DOG POUND - DAY

Animal Control OFFICER #1, a big, mean-looking guy with dog bite scars on his arms and claw marks down his face, looks up as Charlie walks in the front door.

CHARLIE

Excuse me, but could I see everyone who works here up front for five minutes please?

Officer #1 looks at him.

OFFICER #1

Why?

Charlie is stumped. Officer #1 continues to stare at him.

CHARLIE

Well, because....I have something to say to...everyone who works here. It'll just take five minutes.

The Officer rises from his desk and comes over to the counter. He's bigger and uglier than he looked at first.

OFFICER #1

Are you one of those animal rights loonies? Or what?

CHARLIE

No.

OFFICER #1

No. Well then why don't you tell me?

Charlie just looks at him. Under pressure, he does the only thing that comes to mind. He BARKS. Tentatively.

The Officer looks at him curiously.

Charlie attempts another bark. This time it's fuller, richer in tone. He tries again.

MOMENTS LATER, OFFICERS 2 AND 3 emerge from the back as Charlie continues to bark. They look at each other, perplexed.

Charlie sees that it's working and keeps barking.

OFFICER #2
Maybe this is one of them barking
telegrams.

Charlie nods his head then morphs his barks into the tune of JINGLES BELLS.

A NOISE from the back sets off a round of REAL BARKING. The Officers look back.

OFFICER #2 (cont'd)
What the Hell was that?

Charlie increases the volume of his act when another THUD sounds from the inside. The Dogcatchers turn to investigate.

Charlie does the only thing he can. He jumps over the counter and lands between them and the inner door. He GROWLS.

Officer #1 stops in his tracks.

OFFICER #1
Uh oh. Looney tunes. Walt?

Officer #2 nods and grabs a giant long-handled net from the closet.

Officer #1 takes a stun gun from his belt holster.

Officer #3 produces a long syringe filled with purple liquid.

Charlie's eyes go big. The Officers converge on him. His only escape is to push his way through the inner doors into -

INT. ANIMAL HOLDING AREA - DAY

- where he sees Bessie frantically searching for her dog among the various cages, amidst a cacophony of BARKS.

CHARLIE
Bessie!!!

She looks up and sees Charlie.

BESSIE

Buy me some time! I've gotta find
him!

Charlie looks around and notices a giant bucket of doggie chow, which he then resourcefully dumps out on the ground. As the officers burst in on him, they slip and slide on the round kibble. One officer crashes into the wall and another flips on the hard pellets and lands on his back.

Bessie finds Roadkill's cage, scoops him up, and begins running for the rear door with Roadkill in her arms. As The Officers begin to recover from their falls, Charlie finds himself beside a large kennel with twelve BARKING dogs in it. He throws the gate open and the dogs dash out, happy to be freed.

The Officers scramble after them, cursing all the way.

Charlie retreats, opening more kennels and cages as he goes. The holding area quickly descends into chaos as dog bites dog bites dog bites animal control officer.

Charlie looks back to see -

OFFICERS 1, 2 and 3 closing in on him with their weapons raised.

He makes it to the rear fence, slips out the gate, and in the nick of time chains it behind him, trapping The Officers. They rattle the fence and try to break through as Charlie escapes.

EXT. DOG POUND - DAY

Charlie and Bessie run out the rear exit of the pound, an army of liberated canines fleeing the scene behind them. Looking back, they reach the end of the parking lot and slow to a walk. They are exhausted and sweating, but they have escaped. Hugging Roadkill, Bessie turns to Charlie, beaming.

BESSIE

You barked.

CHARLIE

I barked.

BESSIE

Hungry?

Charlie takes a deep breath, exhilarated.

CHARLIE

Famished.

EXT. GASWORKS PARK - DUSK

Charlie and Bessie stand on the top of the grassy mound in the middle of Gasworks Park as night falls. They admire the view of the sailboats on Lake Union, and the city skyline reflected in the water.

Roadkill rolls around at their feet, his head stuck in a cardboard take-out container, scavenging what's left of their picnic.

Bessie sees -

THE ALMOST FULL MOON, and throws back her head and HOWLS.

Charlie looks at her then turns toward the moon and HOWLS as well. He grins. It makes him feel good. They laugh.

BESSIE

You realize that according to ancient Native tradition, you're responsible for Roadkill now. You helped save his life.

Charlie looks at her dubiously.

CHARLIE

Isn't that an ancient Chinese tradition?

BESSIE

Well, it's somebody's tradition.

Charlie thinks about this.

BESSIE (cont'd)

Charlie... If something bad ever happened to me, would you promise to take care of Roadkill?

Charlie looks at her, and then at Roadkill who has fainted yet again. She is entirely serious.

CHARLIE

(conflicted)

I'm not the right person...

BESSIE

I've never seen him take to anybody like he has to you.

ROADKILL is still frozen on his back, oblivious. Bessie looks at Charlie pleadingly. It's really important to her. And she has almost as little time left as him.

CHARLIE

I'll make sure he's taken care of.

BESSIE

Thank you!

She hugs him, tears flowing, and then steps back to look into his eyes.

BESSIE (cont'd)

No one has ever been this nice to me before. Ever.

She clings to him again, like a needy child. Something in him is deeply moved. After a moment, he hugs her back.

They embrace, silhouetted against the Seattle skyline.

EXT. SEATTLE - NIGHT

A ferry crosses the water.

EXT. I-5 FREEWAY - NIGHT

Seattle traffic flows North and South.

EXT. CHARLIE'S APARTMENT - NIGHT

Charlie, Bessie and Roadkill approach Charlie's apartment.

CHARLIE

So, how come you didn't let me walk you home?

BESSIE

Trust me, it's better this way. Okay?

He nods. Fair enough.

BESSIE (cont'd)

Tomorrow I finish dance class at two. You could meet me if you want

CHARLIE

I've got all these arrangements to make.

BESSIE
So do I. We could do 'em together.

CHARLIE
Okay.

BESSIE
Okay.

She looks at him, unable to believe her luck. Taking both of his hands in hers, she carefully, slowly, brings her lips within one inch of his. You can almost see the electricity.

BESSIE (cont'd)
Don't move. You know how like in the movies when the lovers are getting closer and closer and...
(lowers her voice)
...they're voices are getting softer and softer... They don't kiss, and that part's actually better than when they do kiss...

Charlie nods. Their lips are very close. They're breathing the same air.

BESSIE (cont'd)
Tomorrow we can go half an inch. Cause there's nothing like that antici...

CHARLIE
...pation.

With that she, walks away with Roadkill trotting along behind her.

Charlie watches her go, feeling strangely alive for a man about to die.

Charlie smiles softly and watches them until they are out of sight, and then heads toward the entrance of his apartment.

As Bessie walks away, we see -

A WHITE MILK TRUCK, parked down the street. It is battered and dirty, with a spider-web crack across the front window. A PLASTIC COW dangles from its mirror. Its engine IDLES menacingly.

EXT. BUS STOP - DAY

OLD MAN
So there you have it.

The Old Man picks up the Little Nickel. The Teenager's jaw drops.

TEENAGER
That's it? That's the thing she does with her lips? That's so lame!

The Old Man shrugs then ignores him.

TEENAGER (cont'd)
Okay, so what happened with the milk truck?

OLD MAN
You only wanted half the story.

TEENAGER
I don't believe this.

The Old Man just reads the Little Nickel.

TEENAGER (cont'd)
I'm doing you a favor by even listening to you!

The Old Man turns to look at him.

OLD MAN
What's the magic word?

The Teenager hesitates. He not going to give in and say 'please'.

TEENAGER
Cheetos.

OLD MAN
Cheetos?

The Old Man wrinkles his brow, confused. The Teenager rummages through his backpack and pulls out a small bag of Cheetos, offering it to the Old Man as an enticement to keep talking. The Old Man waves the Cheetos away, but seems to appreciate the gesture.

OLD MAN (cont'd)
No thank you!
(Resuming his story)
(MORE)

OLD MAN (cont'd)
 Okay, they say life isn't fair.
 (picture comes up)
 Well, for Charlie, death wasn't
 either. It seemed to be knocking
 on his door just as he was starting
 to live.

The card "Three Days Left" comes up***

EXT. CITY OF SEATTLE - MAGIC HOUR

A FERRY glides toward the setting sun.

INT. CHARLIE'S BEDROOM - MORNING

The alarm clocks RING. Charlie rolls over and see's that
 it's 10:00 am. He's overslept for the first time ever.

INT. ALIBI ROOM - MORNING

Charlie rushes into the Alibi, and nods apologetically to a
 desperate looking Arnold and his posse of addicts. As he
 enters, WILD WILLIAM puts up his hand.

WILD WILLIAM
 (to Lazar) Stop! Lazar, he's
 here...

They give a collective sigh of relief as Charlie takes the
 reins of the large Italian Espresso Machine from a fumbling
 Lazar. He quickly preps his ingredients and WHISTLES as he
 works.

Lazar, Wild William and Arnold all stare at him, suspicious.

LAZAR
 You're whistling.

CHARLIE
 No I'm not.

ARNOLD/LAZAR/WILD WILLIAM
 Yes you are.

CHARLIE
 (surprised)
 Am I?

Lazar, Wild William and Arnold all look at one another like
 school girls.

WILD WILLIAM
So? Who is she?

But Charlie shakes his head with a grin.

LAZAR
Come on, come on, we live for this
stuff.

CHARLIE
What about you, Lazar? Where's
your girls?

LAZAR
No, My type is difficult to find.

ARNOLD
(innocently)
Women with male genitalia?

Lazar ignores him.

LAZAR
(self-consciously)
She'd have to know the words to
every Jimi Hendrix song ever
recorded including the bootleg
tapes. Now if I can find a woman
like that, I don't care if she
weighs 300 pounds, I'll marry her.

Wild William and Arnold exchange a look.

LAZAR (cont'd)
I met someone like me online, but
she lives in Brazil. So basically,
I'm ready to give up.

An attractive COLLEGE GIRL arrives and selects a table. She
pulls out some books and starts studying.

WILD WILLIAM
Not me.

He approaches the College Girl.

WILD WILLIAM (cont'd)
Pardon me. Do you mind if I join
you? All the other tables are
taken.

The College Girl looks around and spots an empty table.

COLLEGE GIRL

That one's free.

WILD WILLIAM

Yeah, well, I can't sit there.
That's the table where my ex-wife
broke up with me.

COLLEGE GIRL

All right. As long as you're
quiet.

Wild William sits.

WILD WILLIAM

I got no problem being quiet. Used
to live in the jungle for months at
a time. Sometimes sleeping only
inches away from the enemy. You
fart or slam your eyelids your life
was over.

The College Girl looks anxiously at the door. William smiles
invitingly.

INT. INDIAN PAINTBRUSH - DAY

Through the window we see Lucille shaking her head as she
sprays water on her plants.

LUCILLE

A dog? Oh honey, I don't know.

CHARLIE

You know, I mean sometimes people
get a dog in place of children.
This could work the same way. You
could care for him when I'm gone.

LUCILLE

Don't talk like that. "When I'm
gone".

She looks out at the street with a look of dread.

LUCILLE (cont'd)

Besides, if it ever got run over I
don't think I could handle it.
Dogs get run over, don't they?

Charlie avoids looking at her, suddenly having second
thoughts.

CHARLIE
No, I mean, not... lately...

LUCILLE
What's its name?

Charlie looks sick.

CHARLIE
Well, um...

INT. THE COMMUNITY CENTER - DAY

Charlie enters the room as Bessie is giving the class their final exercise. It is filled with 3 and 4 year olds learning ballet. Again, Bessie throws herself into it with complete conviction if very little skill. Charlie watches her fondly.

BESSIE
And side, plie, side, and plie,
everybody releve Holding the beach
ball wide arms and back, very good,
tip toes and jump up! Down! Up, up!
Down!

She looks up, sees him, starts giggling as she finishes jumping, and approaches him with a huge smile.

BESSIE (cont'd)
Okay. For the last few minutes of
class we're gonna do a little
ballroom, so everybody pick a
partner, OK?

As Bessie laughs and weaves through the crowd of adoring little dancers toward Charlie, one FOUR YEAR OLD GIRL steps in front of him and holds out her hand for a dance. He looks up at Bessie, helplessly. Bessie feigns disappointment but is clearly quite amused with his predicament.

BESSIE (cont'd)
Looks like someone beat me to it!

Charlie has no choice but to accept.

The music starts and everyone starts to move as Bessie calls out to the class "Up, up, down, smile, etc." The Four Year Old Girl just curtseys as if to say: "Your lead".

Charlie awkwardly puts his coat aside and then takes her hands and gently but firmly leads. We soon become aware that he is almost competition level as a ballroom dancer. He sweeps the little girl around the room with ease and grace.

The little girl just looks up at him in awe. Beginning to enjoy himself, Charlie spins her around and picks her up in a graceful lift. The girl smiles. As the music fades, they come to a poetic end.

BESSIE (O.S.) (cont'd)
Well, you were a big hit!

EXT. INTERNATIONAL DISTRICT - DAY

Bessie listens while Charlie walks along beside her.

CHARLIE
My Mom likes to dance. She made me take dance lessons. I haven't done that in a long time!

He thinks about this.

CHARLIE (cont'd)
So what've you got going on today?

BESSIE
Uh, hearse rentals, um... Music, flower arrangements... Usual stuff.

He nods, sympathetically then pulls out his little black book and writes a note to himself. Bessie looks at it curiously.

BESSIE (cont'd)
What's that?

CHARLIE
Oh, nothing, it's just notes.

BESSIE
Let me see!

CHARLIE
NO!

He reacts a little too strongly.

BESSIE
What're you hiding? Ex-girlfriends?

CHARLIE
It's nothing like that.

BESSIE
 (grabbing at his notebook)
 Let me see!

Charlie pulls it out of reach and looks at her.

CHARLIE
 No! You can see when you tell me
 all of your secrets.

She looks at him, suddenly vulnerable.

BESSIE
 Trust me. You don't want to know
 my secrets.

CHARLIE
 How do you know?

BESSIE
 'Cuz I don't want to know my
 secrets.

DISSOLVE TO:

EXT. BALLARD AVE. - DAY

Charlie and Bessie walk along in silence. Bessie stops.

BESSIE
 Oh my God, what a cute little
 store!

Charlie sees that she is pointing to -

THE INDIAN PAINTBRUSH, his mother's shop.

BESSIE (cont'd)
 We can go there to get our flower
 arrangements!

CHARLIE
 Oh that? No. They don't have
 arrangements there.

Just then, Lucille emerges to post a sign announcing "SALE: -
 FLOWER ARRANGEMENTS". She greets a passerby and then notices
 Charlie across the street.

LUCILLE
 Oh, yoo-hoo! Sweetheart! Hi. I
 didn't know you were stopping by
 today!

Bessie looks at him curiously.

BESSIE
Who's that?

CHARLIE
That's-

LUCILLE
Who's your cute little friend?
Come introduce her to your mother.

Bessie looks at her, then him, incredulous.

BESSIE
It's your mother?
(whispers)
Oh my- That's your mother!!! Oh, my
God, she looks amazing
considering...
(to Lucille)
Hi!

INT. THE INDIAN PAINTBRUSH - DAY

Lucille greets them at the door and gives Charlie a huge hug.
She's thrilled to see Charlie with a girl.

LUCILLE
Ooooh, what a nice surprise!

CHARLIE
This is Bessie.

BESSIE
Hi!

LUCILLE
Hi!

BESSIE
It's so nice to meet you!

LUCILLE
You, too!

Lucille warmly shakes Bessie's hand. Bessie looks at her,
sympathetic.

BESSIE
You've kept the store up so well.

LUCILLE

Well, thank you. Come on in, look around, take anything you'd like!

BESSIE

Wow! Thanks.

Bessie wanders around, admiring the blossoms.

LUCILLE

(whispers)

What a doll.

CHARLIE

(whispers)

Don't say anything about her hips.
Not one word.

Bessie becomes captivated by Lucille's native artifacts.

BESSIE

Wow, does all this stuff belong to Charlie's dad?

LUCILLE

Actually, great grandfather.
Luckily the women kept all of them
because the men didn't have much
interest.

Bessie notices a large Stargazer Lily and sighs with pleasure, grabbing the flower and turning to Lucille.

BESSIE

Mmmmm, these are my favorite!!

LUCILLE

Oh, what a good choice. I've
always thought of the Stargazer
Lily as one of the most fertile of
flowers. It's so pink and open.
Notice the long stamen and the
moist, inviting pistil. And the
fragrance! When I smell these...

Lucille holds the lily to her face and inhales deeply.

LUCILLE (cont'd)

I feel it right here in my ovaries.

Lucille touches her pelvis a few inches above her hip bones.

Charlie closes his eyes.

LUCILLE (cont'd)
 When I was trying to get pregnant
 with Charlie I used to send it
 special yoga vibrations.

She takes a deep breath and exhales slowly, HUMMING like a
 giant bee and vibrating her fingertips. Her humming grows to
 a fever pitch and Charlie grabs Bessie, humiliated.

CHARLIE
 Oh, God. Thank you, Mom.

Charlie leads Bessie out of the store as fast as he can.

EXT. STREET OUTSIDE INDIAN PAINTBRUSH - DAY

As Charlie hustles Bessie away from the shop she pauses.

Bessie looks back at Lucille's shop, deeply impressed.

BESSIE
 God, she is such a strong, positive
 woman. One would never guess what
 she's going through. You're so
 lucky!

Charlie forces a smile and shrugs.

BESSIE (cont'd)
 But not THAT lucky.

With that, she grabs his little black book and runs, opening
 it as she goes. Charlie freaks and chases after her.

CHARLIE
 Hey, give me that!

He catches up to her and grabs it back, but not before she's
 gotten a look at it.

BESSIE
 "Things to do before I die"...water
 the plants, return library books,
 select funeral music, close bank
 account?
 (laughing)
 What's with that? Most people are
 like: Go to the Grand Canyon. Go
 Bungie Jumping off the Space
 Needle.

CHARLIE

They're notes to myself, it's nothing.

BESSIE

(poking him)

Come on Charlie. We gotta find you some bigger dreams.

EXT. VOLUNTEER PARK - DUSK

They walk over the crest of 23rd Street in Capitol Hill, and stop to admire -

THE VIEW, a straight shot all the way to downtown, with the Seattle skyline visible, then Puget Sound, and in the distance across the water, the jagged line of the Olympic Mountains just starting to darken in silhouette.

CHARLIE

So what do you want to do before you die?

BESSIE

I want to change people's lives through dance. And do handstands on the moon. But I don't think I'm gonna have time to do that, so I'll change people's lives through dance. Despite my father's wishes...

A dark cloud seems to pass across her face. Charlie looks at her questioningly.

BESSIE (cont'd)

He wanted me to work in the family business just like him. But it killed him. Life's too short. Besides, he was never there for us.

She doesn't elaborate.

BESSIE (cont'd)

You're a man. Why do men lie and cheat and lead women on just to let them down? Why do they do that, huh?

Charlie doesn't know how to respond.

BESSIE (cont'd)
 See, you don't know, 'cuz you're
 not like that. I don't even miss
 him.

CHARLIE
 You don't think he loved you?

BESSIE
 Loved me?

CHARLIE
 You know...Cared, just couldn't
 show it?

BESSIE
 No, everyone has their priorities.

EXT. IN FRONT OF CHARLIE'S BUILDING - NIGHT

They arrive in front of his house.

CHARLIE
 Do you mind if I ask you something?

BESSIE
 Not now. Tomorrow? Okay?

He looks at her, then nods.

CHARLIE
 (whispers)
 Half inch.

She pulls herself close to him and brings her lips to within
 a half inch of his, and holds them there. It is very
 intimate, very sexy.

Charlie closes his eyes, enjoying the sensation. They giggle
 together. She waits just one more moment, and then runs off.

Charlie watches her go, fascinated. Once she's gone, he
 pauses in front of his building and leans back against a
 newspaper vending machine, enjoying the cool air of the
 evening.

INT. MILK TRUCK - NIGHT

We suddenly see him from a block away through the cracked
 windshield of an IDLING truck.

EXT. IN FRONT OF CHARLIE'S APARTMENT - NIGHT

Charlie continues to stretch and gaze up at the stars as -

SOMETHING approaches, out of focus in the distance. We hear the SOUND OF AN ENGINE. WE RACK FOCUS TO SEE--

A WHITE MILK TRUCK coming up the street. It's the rugged, dirty, old-style truck with the spiderweb crack across the windshield. The driver can't be seen.

Charlie senses something and turns.

THE TRUCK accelerates.

Charlie looks at it cautiously.

THE TRUCK speeds up and appears to be heading straight towards him.

Charlie rapidly backs away up onto the lawn as the MILK TRUCK barrels past. It clips the newspaper vending box, spilling papers on the ground as it races up the street.

In a moment, the truck is gone. The street is empty. Charlie stares wide-eyed in the direction where it disappeared.

EXT. INDIAN PAINTBRUSH - NIGHT

Looking shell-shocked, Charlie cautiously makes his way to his mother's store.

INT. INDIAN PAINTBRUSH - NIGHT

Charlie sees her in a corner, spray-painting white roses yellow and red. He takes a deep breath and collects himself.

LUCILLE
Hi, Charlie!

CHARLIE
Hi Mom.

LUCILLE
I liked your little friend.

Charlie goes to the counter and opens a drawer, putting on a pair of reading glasses and discreetly stealing a look at -

Lucille'S MAP of the milk truck routes. His finger traces the 'red zone.'

Lucille glides over, sees what he's doing, and GASPS.

LUCILLE (cont'd)
Oh no. Has something happened?

CHARLIE
No. Nothing.

A SQUEAL OF BRAKES outside makes them both jump. Lucille wraps her arms around him.

LUCILLE
I'm not letting you go back out there!

CHARLIE
Mom. I'm fine. I'm just taking precautions.

Lucille knows there is more to the story. She looks at her only son, frightened.

EXT. SEATTLE - NIGHT

A taxi crosses the frame heading away from the Space Needle. A bus pauses at a stop light by PIKE PLACE MARKE.

INT. CHARLIE'S APARTMENT - NIGHT

Charlie enters and looks around his ordered but barren apartment. He pulls a blanket around himself and sits down at his desk opening up his black book to the "THINGS TO DO BEFORE I DIE" page. He stares at it, tracing over the letters again in pen, thinking.

DISSOLVE TO:

INT. CHARLIE'S APARTMENT - MORNING

The next morning. Charlie awakens at his desk having fallen asleep on his black book. He sits up. There is an ink word imprinted on his forehead from the list. It reads "**EID**".

He gets up and catches his reflection in the hallway mirror. The ink word now reads "**DIE**". He swallows hard and immediately rubs it off his forehead. He goes to -

The CALENDAR on his refrigerator. His birthday is only three days away.

EXT. ALIBI ROOM ALLEY - MORNING

The blind singer stands alone, waiting.

INT. ALIBI ROOM - MORNING

Charlie shows a picture of Roadkill to Lazar.

CHARLIE (O.S.)

I need someone to adopt this dog.

Arnold sits at the counter with a drained cup manically sniffing the fumes off the big Italian coffee maker.

Lazar shakes his head 'no.'

LAZAR

Mmm, no, I kill small animals. Not by choice, but I think I've gone through three dogs, a couple of cats, a - what do you call? A muskrat and about eight gerbils.

ARNOLD

(innocently)

How did the gerbils die?

Lazar ignores him.

LAZAR

Anyway, I'm not your man. Unless of course you agree to stay.

The doorbell JINGLES and Alicia walks in. While staring defiantly at Charlie, she slaps down some money and takes three huge Danish pastries from the display. She stuffs one in her mouth, then goes to a table to inhale the others.

Lazar raises an eyebrow.

CHARLIE

He will die - He'll die if nobody takes him.

The SOUND of a toilet FLUSHING.

LAZAR

Well, how 'bout Wild William?.

Wild William emerges from the bathroom. Charlie looks at him, holding up the picture.

CHARLIE

William, do you remember this dog?

WILD WILLIAM

Sure. He dies well. Like a good soldier.

CHARLIE

This soldier needs a home. Are you interested?

WILD WILLIAM

Aw, I don't know, man. I gotta stay lean and mean for the urban jungle, you know. I travel light.

CHARLIE

Well, he's small. Small- small- Small enough to fit in your side pockets. Don't you have fatigues? You know, with those huge, big, big side pockets! Huge, big, you know-

Charlie holds his hands out over his thighs to demonstrate. He hears a GASP and finds Alicia staring at him, offended, positive that he's describing her. She storms out of the cafe.

WILD WILLIAM

'Scuse me.

William follows after Alicia. Charlie closes his eyes in frustration then looks over at Arnold, hopefully.

ARNOLD

I'm a cat man.

EXT. ALIBI ALLEY - DAY

Outside in the alley, the Blind Singer stands silent. Charlie emerges to find Roadkill sleeping in his usual 'lay dead' position outside the Alibi Room.

He scoops him up in his arms and then starts walking down the alley. Suddenly, he freezes. At the other end of the narrow alley he sees -

A WHITE TRUCK turning the corner, coming towards him.

Charlie's eyes go wide.

The White Truck speeds up.

Charlie starts backing away in terror.

As the White Truck gains on him, Charlie's face is filled with fear. He shouts back at it.

CHARLIE
It's not my time yet! It's not my
time!

The truck continues to gain on Charlie.

At the last moment, Charlie ducks back into the safety of the Alibi Room's outer entrance. Holding Roadkill in his arms, he SCREAMS like a madman.

CHARLIE (cont'd)
I have two more days!

The White Truck pulls up next to him and pauses. It's an ACME LAUNDRY truck. The DRIVER looks at Charlie, concerned.

EXT. BALLARD AVE. - DAY

Charlie cautiously makes his way along a city street. He looks about, paranoid.

He finds Bessie standing in front of a record shop, waiting for him. He hugs her tightly. She looks at him, surprised. He hugs her again.

INT. RECORD STORE - DAY

Charlie and Bessie stand in a tiny soundproof room, listening to music.

She presses up against him and sneaks under one of the earpieces. They stand there, sharing the same pair of headphones, melding as one.

EXT. STREET - DAY

They walk together, talking and laughing.

EXT. MAUSOLEUM - DAY

Bessie and Charlie wander through a marble-walled room.

EXT. LAKE UNION - DAY

As they sit together in a red row boat on Lake Union, he puts his arm around her. They snuggle.

Behind them we see

-- On a concrete ramp to an industrial garage -

THE FRONT GRILLE of a white vehicle. It is the Evil Milk Truck.

Charlie, ever watchful, seems to sense a disturbance. He looks over his shoulder, then freezes at the sight of -

The Evil Milk Truck, revving its engines.

Charlie yanks Bessie to her feet, surprising her.

BESSIE

What?

He takes off across the grass, pulling her along.

She interprets this as a gesture of fun.

BESSIE (cont'd)

You're so spontaneous!

A FLASH OF WHITE cresting a nearby hill. Could it be...?

THE MILK TRUCK - the evil one with the cracked windshield - comes into view again, closing in on them.

EXT. LAKE UNION - DAY

Charlie leads Bessie out of the pretty area of Lake Union, into the industrial district. They are both out of breath and red in the face; they've been running for awhile.

BESSIE

Can we play a new game now?

EXT. ALLEY - DAY

Charlie runs into an alley between two stacks of lumber, pulling Bessie along urgently. He looks about for a place to hide.

BESSIE

Charlie! Charlie? Come on, Charlie!

Charlie looks back, scanning the alley's entrance. He is white as a ghost, and whimpering.

BESSIE (cont'd)
Charlie? Charlie? What is it?

He shuts his eyes tightly.

BESSIE (cont'd)
Charlie? Charlie!

He gasps for air. Abject fear in his face.

BESSIE (cont'd)
Breathe, Charlie!

He looks like he is having a heart attack. She slaps him across the face.

BESSIE (cont'd)
Good! Good!

He looks at her, confused.

BESSIE (cont'd)
Deep Breath! Breathe!

Charlie Breathes.

BESSIE (cont'd)
Put your arms out like this!
(He does.)
Good! Now move your neck around
like this.
(He does.)
Quick little steps like you're
popping bubble wrap with your feet!

She flails her arms about and goes into her native evil spirits dance.

Charlie starts to imitate her Elvis-like gyrations, then stops, frustrated.

BESSIE (cont'd)
See, I always do this when I'm
feeling scared. Works for other
stuff, too! Like, this one time,
these Jehovah Witnesses came to my
door and they just wouldn't leave.
So I just did this and they just
took off.

She resumes her howling and flailing.

Charlie stares at her, then stops, refusing to do more.

CHARLIE
Why are we doing this?

BESSIE
(Still dancing)
It's a native dance designed to
ward off evil spirits.

CHARLIE
That's not gonna work! And that
dance is not native!

BESSIE
How do you know?

CHARLIE
'Cause I'm native... Kind of!

BESSIE
Whether it's native or not doesn't
even matter. At least I'm doing
something. And I'd rather go down
dancing than just standing still.

She stares at him, passionate in her belief, and then starts
playfully shoving him.

BESSIE (cont'd)
Now, come on Charlie, dance! DANCE
Charlie!!!

She pulls his arms around, forcing him to dance a bit. He
starts cracking up.

BESSIE (cont'd)
I have an idea...

She grabs his arm and drags him off screen.

DISSOLVE TO:

EXT. REFRIGERATOR BOX - DAY

A LARGE CARDBOARD SUBZERO REFRIGERATOR BOX lies on its side
near the water. It moves gently to the sound of Bessie
MOANING with pleasure.

CHARLIE (O.S.)
Stop moving, you're gonna mess it
up.

EXT. INSIDE REFRIGERATOR BOX - DAY

INSIDE THE BOX, we see that Charlie is painting Bessie's toenails purple.

BESSIE

Oh, It feels so good. Go slower.
Make it last.

(She throws her head back
and laughs)

I think I'm getting high off the
fumes.

Charlie finishes, caps the polish, and peeks out of the box.
The coast is clear, but...

BESSIE (O.S.)(cont'd)

Hey - Do you know any songs?

She leans back and looks on expectantly while Charlie
massages her feet. Charlie thinks.

CHARLIE

(singing)

Old McDonald had a farm, E-I-E-I-O.
And on this farm he had no cows, E-
I-E-I-O...

Bessie laughs.

BESSIE

That's not how it goes.

CHARLIE

(surprised)

It's not?

BESSIE

No...

CHARLIE

That's how my Mom taught me.

BESSIE

Aw, really? Okay, go ahead.

CHARLIE

'Kay.

(Singing)

With no moo-moo here and no moo-moo
there...

As Charlie sings his mother's song, we see -

EXT. REFRIGERATOR BOX - DAY (LATER)

Dusk is approaching and the sky is turning golden. From inside the box, we hear Bessie's laughter.

EXT. INDIAN PAINTBRUSH - DAY (DUSK)

Lucille closes the shop.

EXT. BUSY HIGHWAY - DAY (DUSK)

Roadkill lies down for a nap between two lanes of speeding traffic.

EXT. LAKE UNION - NIGHT

The sun has set, and only faint traces of pink remain in the sky.

INT. INSIDE THE REFRIGERATOR BOX - NIGHT

Charlie's voice has dropped to a near-whisper, and Bessie's lips hover just over his. They are about to kiss.

BESSIE

7:10 p.m. February 8th. Our first
kiss.

Their lips almost meet.

CHARLIE

7:10?

BESSIE

Yeah.

Suddenly, Charlie sits up, panicked.

CHARLIE

Oh my God, my mother!

Charlie dashes out of the box.

EXT. THE INDIAN PAINTBRUSH - NIGHT

Lucille stands outside of her shop, dressed in traditional native dress, looking extremely worried.

Charlie, dressed in his black suit, appears from around the corner, out of breath.

LUCILLE
Oh, thank God. I thought that....

CHARLIE
Sorry, sorry. I got...held up.
Are we going ballroom dancing?

Lucille laughs secretively, and takes his hands.

INT. NATIVE DANCE CENTER - NIGHT

CU: A Drum being played by colorful sticks held by three sets of hands. Charlie stands awkwardly with his mother among about fifty NATIVES of all ages. They move in a circle across the room, dancing a traditional native dance. Many play instruments. Almost all (except Charlie) are dressed in brightly colored traditional garb.

LUCILLE
You having fun?

She holds out her hand. He takes it tentatively.

DISSOLVE TO: LATER

Lucille and Charlie stand around the circle as a man in a gorgeous blue and white headress does a furious hunting dance. The dance requires a mixture of grace and intensity.

LUCILLE (cont'd)
Even though your father wasn't
really into this, it helped me keep
him alive.

Lucille looks at Charlie lovingly.

LUCILLE (cont'd)
That's why I started the shop...
It's a part of me now... It's a
part of you... Thank you for
remembering your Mother's Day
promise.

She holds back proud tears and touches his face.

The DANCER spins.

CHARLIE watches, moving a little to the music, and remembers:

DISSOLVE TO:

CHARLES I walking home from work.

CHARLES II sitting in his rowboat

Baby CHARLES III crying.

RETURN TO:

INT. NATIVE DANCE CENTER - NIGHT

CHARLIE looks at his mother, who touches his face again.

1 Day Left

EXT. STREET - MORNING

Charlie hurries up the street talking on his cell phone.

CHARLIE

OK, so, \$59.00 and that will take me through termination of my service at midnight on the 28th?...Excellent. Listen, extend my gratitude to everybody at Nextel. You're a great company.

EXT. MUNICIPAL CEMETERY - MORNING

Charlie stands over two graves, side by side. He nods his approval and hands a check to the Municipal Cemetery Administrator. They shake hands.

EXT. BALLARD'S MARKET STREET - DAY

Charlie and Bessie walk together.

CHARLIE

I did something for us. For both of us.

BESSIE

What? Tell me. Tell me. Tell me.

CHARLIE

First, no more secrets.

BESSIE

Ugh, OK. There's always a catch.
(nervously)
(MORE)

BESSIE (cont'd)
Who goes first? Rock paper
scissors?

CHARLIE
OK.

They do it and Bessie loses.

BESSIE
Two out of three.

He grins and nods. She loses again.

BESSIE (cont'd)
(reluctantly)
You cheated.

EXT. SEATTLE CANCER CLINIC - DAY

They arrive in front of the medical clinic. Bessie looks nervous.

BESSIE (CONT'D)
Okay... Full disclosure...But I
gotta to stop in here.

Charlie nods, tenderly.

INT. SEATTLE CANCER CLINIC - DAY

As they enter she takes a deep breath.

BESSIE
I'm telling you this cuz you need
to know what you're getting.

He takes her hand and holds it tenderly.

CHARLIE
Aw, Bessie, I pretty much know what
I'm getting into and I'm OK with
that.

She looks at him. Tears suddenly come to her eyes.

BESSIE
Oh, my God. I don't deserve you.

She takes a deep breath and slowly exhales.

BESSIE (cont'd)
Okay. I have a stalker.

She looks for a reaction. Charlie stares, uncomprehendingly.

CHARLIE

A stalker.

BESSIE

And I'm telling you this because he's very, very dangerous. I mean, not to me, but to anybody -

The Vietnamese Nurse greets them.

RECEPTIONIST

Hi Bessie.

BESSIE

Hi!

RECEPTIONIST

Good see you! Who he?

She regards Charlie suspiciously.

BESSIE

Oh, he- he's a friend. A safe friend. Is it a good time?

The Receptionist nods and points them down the hall.

RECEPTIONIST

Yeah. You know way!

Bessie leads Charlie in that direction.

INT. HOSPITAL ROOM - DAY

Charlie looks confused as they enter a hospital room. In it he finds -

- A FIFTY YEAR OLD WOMAN, hooked up to medical equipment, giving two OLD LADIES an expert dance lesson from her bed. The Old Ladies, dressed in hospital gowns, move with some difficulty, but have huge smiles on their faces.

FIFTY YEAR OLD WOMAN

Now, you hold the beach ball, you bring it up into fifth position, there you are... Now chin up, Gladys. You're on stage at the opera house.

Gladys beams and attempts to straighten up.

BESSIE

(fondly)

Mom. Do they know that you're making money on the side here?

The fifty year old woman turns to see Bessie and melts at the sight of her. They hug as if they hadn't seen each other for years. Bessie's mom holds up two remote controls for the tvs.

BESSIE'S MOM

Hospital currency. They give me their remotes, I give them lessons. Keeps 'em moving.

Bessie grins and turns to Charlie, proudly.

BESSIE

This is why I don't let you walk me home at night. I sleep here. Mom, this is Charlie. Charlie, this is my mom, Bessie.

Charlie stands there, stunned. Bessie's mom gives Charlie the warmest smile.

BESSIE'S MOM

I've been waiting to meet the boy that earned Bessie's affection. She has some trust issues...

BESSIE

Mom!

Her face is radiant and full of joy. Charlie is putting it all together. He starts to hyperventilate.

CHARLIE

Oh, God...

He looks at her, tries to say something but nothing will come out. He tries again. Nothing. Nada. Finally, he barely manages...

CHARLIE (cont'd)

It's-nice-to-meet-you-too-excuse-me?

He runs out the door.

INT. SEATTLE CANCER CLINIC RECEPTION - DAY

Charlie passes the Receptionist.

CHARLIE

You said there was no Mrs. Smith!
Then what do you call that woman in
there?

RECEPTIONIST

Mrs. Turner. She remarry.

Charlie just stares at her, incredulous.

EXT. STREET - AFTERNOON

Charlie emerges from the clinic, having a shortness of
breath. He attempts to take deep breaths in order to relax
when he looks up and FREEZES. He sees -

THE EVIL MILK TRUCK waiting for him across the street. For
the first time, he gets a good look at the words and graphic
on the side of the truck: "SMITH BROTHERS FARMS", with a logo
of a happy cow.

The cow's name appears above it on the company logo:
"BESSIE." As he stands there, staring at the truck, he
remembers:

BESSIE (V.O.)

I'm Bessie Smith... My father... He
wants me to be just like him...
Work in the family business.

CHARLIE

(whispers)
"Bessie?"

BESSIE

(from right behind him)
Charlie?

He turns, sees her right behind him, and GASPS.

CHARLIE

Oh, God!!

He takes off running, leaving Bessie standing there.

THE TRUCK peels out after him.

EXT. FREMONT TROLL - AFTERNOON

BESSIE (V.O.)

I have a stalker.

Charlie sprints past the Fremont Troll and cuts up a stairway.

EXT. GASWORKS PARK - AFTERNOON

Charlie races across the mound like a madman.

THE TRUCK bounces along the grass after him.

EXT. ROADSIDE - AFTERNOON

Charlie lies flat against a hill covered in long grass and blackberry bushes. He watches the old, beat-up wheels of the MILK TRUCK roll by.

INT. CHARLIE'S APARTMENT - NIGHT

Charlie huddles against the wall, in the dark. A clock is ticking.

INT. THE INDIAN PAINTBRUSH - NIGHT

From inside we see Bessie peeking in the window. She is shocked to see Lucille working at the counter.

Lucille looks up and waves her in, excited.

BESSIE
Mrs. Silver Cloud?

LUCILLE
Bessie! Oh, I'm so glad you came by.

BESSIE
Is Charlie Here?

LUCILLE
No...

BESSIE
I was looking for him. He was kind of upset.

LUCILLE
(looking out at the street)
Oh, I hope he's all right. Did you try his house?

BESSIE

I was gonna go there after...
 (concerned for Lucille)
 Honestly, I can't believe you're
 still working.

LUCILLE

I know. Well, so much to do and so
 little time.

Bessie nods. That's an understatement.

BESSIE

Well, I just want you to know I
 think that you're the bravest woman
 I've ever met.

LUCILLE

(complimented)
 Why thank you.
 (confused)
 Why?

Bessie takes a bold chance.

BESSIE

I know.

LUCILLE

You know?

BESSIE

I know what you're going through.
 How little time you have left.
 Charlie told me.

LUCILLE

Charlie told you?

Bessie nods, with the deepest of empathy.

LUCILLE (cont'd)

Charlie's never told anybody
 before. He's always kept it very
 private. This must be very
 difficult for you.

BESSIE

My mother's dying, so I know how
 hard it is to lose somebody you
 love.

Lucille nods then suddenly can't hold back her tears. They
 both start sobbing noisily.

Bessie wraps her arms around her.

BESSIE (cont'd)
I'm so sorry.

Lucille nods, appreciatively.

LUCILLE
Oh no, it's just so good to talk to
somebody about it.

BESSIE
Charlie and I met, we were both
funeral shopping. We were both
making arrangements.

LUCILLE
Charlie was doing that?

Bessie nods.

LUCILLE (cont'd)
We already have this beautiful
family plot over at Highland
Cemetery.

She pulls an envelope containing two snapshots out of the
drawer and looks at them sadly.

LUCILLE (cont'd)
I never told him about it because,
well, I just didn't want him to
deal with it.

In CLOSE-UP we see

--Two headstones reading:

"Charles Silver Cloud 1930-1955" "Charles Silver Cloud II 1955-1980"

The epitaph reads: "Look Both Ways"

Lucille wipes a tear from her eye.

LUCILLE (cont'd)
But... He should have this now.

She puts them back in the envelope and hands them to Bessie.
Bessie takes them and sticks them in her purse.

BESSIE
Is there anything else I can do?

LUCILLE

Oh... well, yes, actually. There is. Forgive me for being so direct but you can give me a grandchild.

Bessie stares at her, surprised. Is she joking?

LUCILLE (cont'd)

(urgent)

You'd better get started. Not a lot of time!

Bessie looks at her strangely. Lucille giggles happily and Bessie makes her getaway.

INT. CHARLIE'S APARTMENT - NIGHT

Charlie leans against the wall, petrified. He hears a knock on the door. He looks up, terrified. He doesn't answer. He starts to sneak farther into his apartment.

EXT. CHARLIE'S APARTMENT - NIGHT

Bessie stands in front of Charlie's Apartment and knocks on the door.

She waits, then KNOCKS again.

BESSIE

Charlie?

INT. CHARLIE'S APARTMENT - NIGHT

Charlie crawls into the closet, closing the door behind him.

DISSOLVE TO:

INT. CHARLIE'S BEDROOM - DAY (DAWN)

Charlie sleeps, curled up on the floor of his closet. He wakes with a start to the sound of BANGING.

Alarmed, he cracks his closet door and looks through his bedroom and sees -

THE BIG, BLACK "25" on his calendar.

He fearfully begins to crawl out of the closet, holding a baseball bat. He sneaks around the corner and sees -

THE DOOR TO HIS APARTMENT, which is being BANGED on from the other side.

Charlie's eyes widen with fear.

The BANGING intensifies. The door frame starts to crack and plaster dust falls from the ceiling.

With a final ENORMOUS BANG, the door RIPS off its hinges and CRASHES inward. The dust clears to reveal -

ARNOLD THE ADDICT, wild-eyed, clutching a quart of milk and an empty paper cup.

ARNOLD

It's seven thirty. You were supposed to open the cafe a half an hour ago.

Arnold extends the empty cup and the quart of milk with quivering arms. Milk splashes on the floor.

EXT. ALIBI ALLEY - DAY

They arrive at the cafe to find five Regulars outside, waiting in a relaxed, laid-back, Seattle kind of way.

ARNOLD

It's okay, he's here! He's here!

Arnold grabs a Calm-Looking Woman and shakes her. Then, he brushes her hair back from her face.

INT. ALIBI ROOM - DAY

Charlie has opened the cafe and served everyone. Alicia walks up to the counter, sends a hateful long glare Charlie's way then grabs five pastries and goes to a nearby table.

Lazar shakes his head and whispers in Charlie's ear.

LAZAR

"Will the wind ever remember the names it has blown in the past."
Hendrix, '67.

BESSIE enters the cafe. She stops, looking curiously at Charlie.

BESSIE

Charlie?

He looks up at her in horror, lets out an involuntary moan of fear, then drops behind the counter to hide. He picks up a metal spoon.

BESSIE (cont'd)
What are you doing?

He is speechless, frozen with fear. Everyone takes notice.

BESSIE (cont'd)
Talk to me!

She grabs him by the collar and drags him to a private corner.

He just stares at her, frightened.

BESSIE (cont'd)
As in NOW!

CHARLIE
What do you want me to say?

BESSIE
How about the truth?

He just looks at her. That's never worked before. But she definitely won't settle for less. He takes a deep breath and concentrates, choosing his words carefully.

CHARLIE
I thought you were gonna die,
Bessie.

She looks at him, confused.

CHARLIE (cont'd)
So- So, I thought it'd be okay if
we were together, because I'm gonna
die, too.

She looks at him in shock, suddenly sympathetic.

CHARLIE (cont'd)
You see, my whole family has a
curse on it. My father and my
grandfather were both killed by
milk trucks on their 25th birthdays-
-and today is my 25th.

She looks at him, totally speechless.

CHARLIE (cont'd)
It's not my mother who's dying.
It's me. Today.

BESSIE
So that's what this is about?

He nods, willing her to understand.

BESSIE (cont'd)
You've been dating me because you
thought I was gonna die?

He nods. Suddenly, that doesn't sound very good.

CHARLIE
No. No, but because I'm dying,
too. Do you understand?

BESSIE
I think I do. My mother is dying,
day by day, of something very real,
and you are playing with other
people's emotions because of some
stupid curse.

He just looks at her. She's struggling to hold back tears.

BESSIE (cont'd)
I thought you were different. I
thought that you really loved me.

With that she turns and storms out the door..and out of
Charlie's life--that which is left of it.

INT. ALIBI ROOM - DAY

Lazar listens to Alicia at the counter. She's depressed.

ALICIA
When I first met him, I thought he
was the one. You know? But
then... I mean, I'm not getting any
younger and my hips aren't getting
any smaller. Time is passing.
God, I feel like...

She pauses.

ALICIA (cont'd)
(as Jimi Hendrix)
"Manic Depression is touching my
soul. I know what I want but I
(MORE)

ALICIA (cont'd)
just don't know. How to go about
getting it."

LAZAR
"Woman so weary, the sweet cause in
vain. You make love, you break
love, it's all the same".

ALICIA
(taken back)
Yeah.

Lazar is stunned.

LAZAR
Hendrix. "Manic Depression".

Alicia looks at him, amazed.

ALICIA
Are You Experienced?

LAZAR & ALICIA
(in unison)
1967.

They stare at one another.

EXT. INSIDE CHARLIE'S APARTMENT BUILDING - DAY

Lucille walks up the walk toward Charlie's apartment,
carrying a bag of groceries. She stops, surprised, in front
of -

Charlie's DOORWAY, which is open. The door lock is busted.
Lucille, horrified, takes a step inside.

LUCILLE
Charlie?

There is no answer. She looks down at -

THE PUDDLES OF MILK on the floor. She drops her groceries.

INT. ALIBI ROOM KITCHEN - DAY

Charlie sits by the dishwasher, cold and depressed. His
phone RINGS. He jumps...then answers it.

CHARLIE
Yeah?

INT. CHARLIE'S APARTMENT - DAY

Mrs. Fingerbaum stands on the balcony and talks cheerily into her cordless phone.

NEIGHBOR

Charlie? Ruth! Ruth Fingerbaum
from next door. So... How ya doing?

CHARLIE

Hello?

NEIGHBOR

Something's happened to your
mother.

Pan out to reveal the feet of the passed-out Lucille, sticking out of the open door of Charlie's apartment.

INT. CHARLIE'S APARTMENT - DAY

Lucille, who is now conscious and upright, sits at the kitchen table opposite Charlie. Lucille pours a cup of tea and offers it to him. The cup and saucer CLATTER together, due to the uncontrollable shaking of her hands.

Charlie takes the cup and saucer. They CLATTER in his hands also. He puts them down quickly, then stares morosely at an untouched Belgian Waffle on his plate, topped with whipped cream and a cherry.

LUCILLE

I just wanted you to have your
favorite waffle on your last...for
your birthday.

Charlie looks up at his mother. After a long moment.

CHARLIE

You're a great Mom.

LUCILLE

I never knew if I was doing the
right thing.

CHARLIE

All my friends were always jealous
of me. You never made me do
homework. You were always like,
'skip school, live a little.'

LUCILLE

Yeah... But you never did. You always did the right thing. You always took care of everything never wanting to burden me. I just wanted you to have so much more! You know, your grandfather had your grandmother. And I had your father.

He looks at her.

CHARLIE

You don't regret it?

LUCILLE

Not for a second. Once you've found the person that you love, whatever time you have with them is worth it. Whether it's a week or a lifetime.

CHARLIE

(he suddenly looks sick)
Oh no. Mom, what have I done?

He looks at his mother, urgently.

CHARLIE (cont'd)

I can't... I have to find her.

LUCILLE

NO! Not today, you can't go out there today! You can't go outside today!

She starts to cry.

CHARLIE

Mom, I hurt her! It's wrong, I have to fix it.

As he gets up to leave, Lucille puts herself between Charlie and the door.

LUCILLE

No! NO! Absolutely not. You don't have to do the right thing today.

CHARLIE

Yes, I do! Mom...

He says it with such conviction that Lucille can't do anything but nod, terrified. She gets out of the way, and Charlie moves to the door.

EXT. IN FRONT OF CHARLIE'S BUILDING - DAY

Charlie picks up the broken front door and moves it out of his way, to find -

Bessie, in t-shirt and overalls, spray-painting "CREEP" "TRAITOR" on his sidewalk. Roadkill lays next to her.

Charlie grins, happy to see her. He is about to call out her name when he sees -

THE EVIL MILK TRUCK, darting up the road. It jumps the curb and heads straight for Bessie.

Charlie GASPS.

A huge, white-clad arm reaches out and grabs her by her arm. She SCREAMS and struggles, but she is yanked inside. The truck speeds away. Roadkill chases after it, BARKING.

Charlie runs out and starts to chase the truck, but it's hopeless on foot. He watches as the MILK TRUCK disappears into the distance.

EXT. ALIBI ALLEY - DAY

Charlie runs frantically down the alley.

He makes it alive to The Alibi Room.

INT. THE ALIBI ROOM - DAY

Charlie bursts in the door and sees -

AN ENORMOUS CLOUD OF STEAM enveloping the counter.

CHARLIE
Lazar! Lazar!

Charlie waves the steam away, revealing -

ARNOLD THE ADDICT, grinning maniacally and frantically working the controls of the big Italian espresso machine.

ARNOLD
 (guilty)
 He said I could watch it 'til you
 got back. Honest.

CHARLIE
 Where is he?

ARNOLD
 Jimi's grave. With that girl.

CHARLIE
 Did he take his car?

ARNOLD
 Yeah.

CHARLIE
 Can you hand me the phonebook?

Arnold hands it to him, and Charlie frantically begins to
 thumb through the pages.

CHARLIE (cont'd)
 Do you have a car?

Arnold nods.

ARNOLD
 But it's in kinda bad shape. I was
 in a small accident with a
 motorcyclist.

CHARLIE
 Think you can hold down the fort?

Arnold reacts as if he's being offered the Presidency of the
 United States. He nods solemnly and hands Charlie his keys.

ARNOLD
 It's the brown Pacer.

CHARLIE
 Thanks, Arnie!

Arnold watches him leave and then eagerly returns to working
 the espresso machine.

EXT. A PARKING LOT - DAY

Charlie, holding a yellow page from the phone book, looks
 around and spots -

A COFFEE-BROWN PACER. Except for being the ugliest car ever manufactured, it appears to be in fine shape.

Charlie walks toward the car, then sees -

THE BACK HALF OF A MOTORCYCLE sticking out of the other side of the car. The whole front half is firmly wedged into a tremendous hole in the car's back seat area.

Charlie is taken aback, but hops into the car. He's on a mission.

EXT. A HIGHWAY - DAY

Charlie consults Lucille's map, and speeds down the highway in Arnold's ridiculous car.

EXT. A RURAL ROAD - DAY

Arnold's car creeps along a country road and comes to a stop beside a pasture of peacefully grazing cows.. Charlie looks around, then studies his map before proceeding.

Several hundred yards on, Charlie sees a guard house and a security fence. Charlie slows as a milk truck enters.

Charlie crawls on his hands and knees from his car through the grass. He arrives at a tall security fence. And, beyond, he sees it...the EVIL EMPIRE, the DEATH STAR -

Smith Brothers Dairies, an industrial compound with steam pouring from its stacks.

A SHIVER goes through Charlie. He takes a deep breath and surveys the spectacle with the gravity of Napoleon contemplating his Waterloo. Custer, his Last Stand.

MILK TRUCKS mill around like hungry ants.

Charlie looks up to see -

RAZOR WIRE on top of the high fence, and -

A SIGN: 'DANGER - HIGH VOLTAGE'.

He stops and contemplates the situation.

INTERCUT between the field and The Alibi Room, where Wild William sits at a table with a YOUNG WOMAN, talking on the cafe phone.

WILD WILLIAM

Go.

CHARLIE

William, Hi. It's Charlie.
Listen, I got kind of a quick
military commando type question.

WILD WILLIAM

(to the Young Woman)

Military commando type question.
(to Charlie)

Go.

CHARLIE

How do you get over a six foot high
fence with electric wire on top?

WILD WILLIAM

You don't. You go under it. Dig a
hole. Paint your face with mud for
camouflage. Become the ground.

Wild William grins at the Young Woman, who looks impressed.

WILD WILLIAM (cont'd)

Where are you?

CHARLIE

Smith Brothers Dairies.

WILD WILLIAM

Oh, yes... Milk, I remember once I
tunneled into this enemy compound
and...

CHARLIE

(Cutting him off)

Thanks, William.

Charlie hangs up.

WILD WILLIAM

(Pretending he hasn't just
been hung up on)

I'll tell you about it later.

He hangs up the phone and looks at the young woman, who
appears to be quite intrigued by William after hearing this
exchange.

Charlie kneels in front of the fence, and starts digging with
a piece of metal he's found.

EXT. A GRASSY FIELD - NIGHT

As night is falling, Charlie spreads some mud across his face like a warrior. He squeezes under the fence through the tunnel he has dug. He emerges inside the compound covered with mud and dirt. He then takes off towards the complex, determined.

EXT. IN FRONT OF THE GRAY BUILDING - NIGHT

Charlie finds a long line of milk trucks.

A group of MILK MEN comes across the corner. Charlie ducks behind a truck then watches as they disappear into a metal building.

Charlie works his way past the remaining trucks then freezes. He finds himself standing directly in front of the EVIL MILK TRUCK with the crack down the window. He swallows hard, takes a deep breath, then peers into its open door and sees

-- Nothing. It's empty. He takes the keys out of the ignition and throws them into the darkness, then moves around to the back of the metal building.

INT. THE METAL BUILDING - NIGHT

Charlie enters the darkened building through the open doorway.

Up ahead, he sees two lines of cows being milked by automatic milking machines. Beyond, he sees

- a lit room where Bessie sits next to a large MILKMAN.

He carefully starts toward the room, creeping along the line of cows and milking machines.

BESSIE (O.S.)

You asked me out. I said no. That was two years ago. You have been calling me and following me and ever since. That is called stalking.

INT. CREAMERY ROOM - NIGHT

Furious, Bessie stands opposite CHUNK, 30, a huge Milkman. His obese body strains the seams of his white uniform. His fat jowls quiver with emotion as he stands listening to Bessie.

Even as they speak, the lovelorn Chunk is following her around a table.

BESSIE

Give it up 'cause I'm never gonna go out with you. I'm through with men. And you need to develop some manners. That thing that you do with driving by and grabbing people is really unacceptable. You should try something traditional, like flowers.

EXT. CREAMERY - NIGHT

Chunk comes out of the building and starts combing the grounds for wildflowers.

INT. CREAMERY ROOM - NIGHT

BESSIE is standing by herself, sobbing. She wipes her eyes. Charlie enters.

CHARLIE

Bessie! Are you all right?

Bessie whirls and glares at him.

BESSIE

Oh, great, two stalkers.

CHARLIE

No. I just need to talk to you. Really, I need you to understand some-.

BESSIE

(cutting him off)
It's too late. I can't go there again.

CHARLIE

Oh, please. Please! Just give me one chance!

BESSIE

Is there any part of that story you want to change?

Charlie thinks a long moment. The obvious answer is no.

She shakes her head and pushes past him. He grabs her.

CHARLIE

Wait.

BESSIE

You've got 30 seconds before I
scream.

Charlie takes a deep breath.

CHARLIE

I- just want to say I'm- that I'm
sorry and... That I love you.

He gazes into her eyes. Bessie looks at him for a long
moment, vulnerable.

BESSIE

I can't go there again Charlie.
It's too late.

CHARLIE

No. You have to. Really, you have
to. I don't have a- any time.

Her face hardens. He's still on that? She starts SCREAMING.

Charlie has no idea what to do. He tries to comfort her but
any approach just increases the hysteria. She screams again.

CHARLIE (cont'd)

Oh, no! No no no no! Plea- Please!
Please, just listen! J- just listen
- Hold! No! Please!

Suddenly, the doors are flung open and in comes -

CHUNK, followed by five or six Milkmen. They look at Bessie,
then at Charlie trying to hold her. He lets go of her, which
makes him seem all the more guilty. They charge him.

Charlie panics and backs into a window, which falls outward,
toppling him into the milking room. He gets up, dazed, gives
a worried look to the milking machines, then takes a deep
breath and stands with resolve, looking wild, and dashes past
them.

EXT. IN FRONT OF THE CREAMERY - NIGHT

Charlie sprints past the line of milk trucks as -

ARMIES OF MILKMEN charge through the door and jump into their
trucks.

Chunk jumps into his and finds the keys missing. He hits the wheel in frustration and looks up sadly, getting out of his truck and watching all the other trucks leaving him behind.

EXT. RURAL ROAD - NIGHT

Charlie sprints out of the gate and down the road. The milk trucks follow, bursting through the security gate.

He makes it to Arnold's car, tries the door and then his pockets, but

- he has locked the keys in the car. He hits the door of the car in frustration, then glances back to see his worst nightmare -

A FLEET OF MILK TRUCKS charging after him. Charlie flees.

EXT. PASTURE - NIGHT

Charlie looks up in panic to see -

THE MILK TRUCKS, surrounding him. They pull into a kind of a wagon-train formation around him, pointing inward. Their headlights cross like a firing squad lined up in a circle.

Charlie GASPS as -

THE MILK TRUCKS start to slowly move toward him.

Charlie closes his eyes and whimpers. He opens them again as the MILKMEN continue to converge. Charlie turns all around, looking for a way out past the wall of trucks, but there is nothing. All hope is lost.

Suddenly, out of nowhere, Charlie sees -

AN OLIVE-GREEN JEEP appear, amidst a cascade of small fireworks, honking and driving wildly and scattering the MILKMEN. Someone reaches out the window of the Jeep holding a very large gun and SHOTS into the group. A volley of paint balls SPLATTER purple paint across their white trucks.

The JEEP circles back around and pulls up next to Charlie. Wagner's RIDE OF THE VALKYRIES blares from his radio - battle music.

CHARLIE
William! WILLIAM!!!

WILD WILLIAM leans out and grins. The YOUNG WOMAN from the cafe sits next to him in the Jeep, looking very excited.

WILD WILLIAM
How ya doin', old buddy?

Wild William gives a WAR WHOOP and hops out. He is dressed in full combat regalia, with three guns and a bazooka hanging off him, and a row of grenades at his belt. THE MILK TRUCK DRIVERS stare at him. One of them rubs his eyes.

Wild William shoulders his bazooka and loads a huge shell into it.

WILD WILLIAM (cont'd)
Charge gun.

With a SAVAGE YELL, he FIRES paint balls at them, scoring direct hits off the uniforms and windshields.

He takes a bead on a truck which has started to back out of the circle. With a BANG, the truck is instantly covered in purple paint. The now-purple Driver turns on his windshield wipers and drives out of there.

MILKMAN (O.S.)
Retreat! Reatreat!

The OTHER DRIVERS all follow, not wanting to mess with this madman. They flee the scene.

As they exit, Wild William throws grenades at their retreating lights. The girl from the cafe giggles at him with delight. Wild William looks disappointed that they gave up so easily. He takes a puff on a cigarette.

WILD WILLIAM
Wimps.

Charlie just stares at him, amazed.

LATER, Wild William jimmys the door of the Pacer. It opens.

He saunters over to Charlie and SPITS on the ground.

CHARLIE
(overcome)
I don't know what to say, William.
You saved my life.

WILD WILLIAM
It was my duty as a soldier and a friend.

YOUNG WOMAN
(seductive)
Come on, Willy!

Wild William smiles.

WILD WILLIAM
 (looking at the Young
 Woman in his Jeep)
 Gotta go.

He hops back into his Jeep. The Young Woman smiles adoringly. The engine starts with a roar. Wild William drives away.

Charlie smiles as he watches him go.

INT. BROWN PACER - NIGHT

CHARLIE checks his watch.

TEN MINUTES TO MIDNIGHT.

He looks around, only to realize that he's been left alone in the field. The night is totally quiet and still. Too quiet. Too still.

He quickly drives back onto the road.

He looks in his rear view mirror. The road behind him is empty. He gives a sigh of relief.

EXT. THE RURAL ROAD - NIGHT

Charlie drives back onto the country road toward civilization.

Suddenly, with a COUGH, the Pacer starts to SPUTTER and die. Charlie looks in horror at -

THE GAS TANK INDICATOR, which reads 'EMPTY.'

Charlie POUNDS the dashboard in frustration as the Pacer limps to a stop by the side of the road and expires.

Charlie hops out and kicks the car. Just his luck.

CHARLIE
 Not this one. NO! Piece of-
 Pacer... A motorcycle accident,
 yeah. Charge the battery, too!

Suddenly, he is stopped by the sight of -

A PAIR OF HEADLIGHTS in the distance, approaching from the direction of Bessie's Dairies. His face fills with hope.

CHARLIE (cont'd)
Oh, good.

He starts to wave the vehicle down.

CHARLIE (cont'd)
Alright!

As the vehicle nears, he is illuminated by its the light from its headlights. He takes a closer look at the words printed on its front. He stares as the headlights close in.

"SMITH BROTHERS FARMS"

His face tightens. The vehicle is -

A MILK SUPERTANKER, fifty feet of chrome on eighteen wheels.

He makes a decision and bolts for the field next to the road.

CHARLIE (cont'd)
Oh, God!!!

The truck slows down as it approaches the Pacer, then leaves the road, swings around, and drives across the field toward him.

Charlie runs blindly into the night.

THE SUPERTANKER accelerates after him.

Charlie, gasping, runs as fast as he can. The supertanker gains on him.

Charlie looks ahead and is horrified to see -

A TWELVE FOOT cement-block FENCE, dead ahead. Even worse, it's an inside corner where two angles of fence meet. He can't believe his eyes. He is about to be cornered.

Charlie takes a flying leap and lands halfway up the fence, but there is nothing for him to grab onto, and no way for him to climb any higher.

He slips back to the ground --

- TRAPPED.

He crouches low, his back against the wall and looks back.

With a WHOOSH of air brakes, the Supertanker comes to a stop about twelve feet from him, its powerful engine IDLING menacingly. It jerks forward spasmodically, as if toying with him, a foot at a time.

Charlie's eyes grow large. Sure enough, THIS IS IT.

He sinks to the ground, gasping for air, terrified.

OLD NATIVE MAN (V.O.)

And that's how it was for Charles
Silver Cloud - A young man who had
spent most of his life standing
still, waiting for the earth to
swallow him.

Charlie gasps for breath and looks at the ground, defeated.

The Supertanker keeps jerking forward, getting closer to
Charlie. In the glare of the headlights, Charlie takes a
deep breath and awaits his doom. This is it. There is no
way out.

OLD NATIVE MAN (V.O.) (cont'd)

But a man's character is often
defined by how he lives his final
moments. And in his final moment,
Charlie made a decision.

Charlie looks up and makes a decision. Everything freezes.

OLD NATIVE MAN (V.O.) (cont'd)

If he was gonna die, he was gonna
die dancing.

He stands and turns to face the oncoming Supertanker. In one
final moment of desperation he throws his arms in the air and
starts....to dance!

He dances like one possessed, putting everything he's got
into it - squatting, jumping, spinning, yelling, shaking, and
hitting the ground with his fists. He dances like his life
depended upon it.

EXT. RURAL ROAD - NIGHT

Charlie stares at the front grille of the truck, looking
death in the eye, when the engine SHUTS OFF and the driver
side door of the Super tanker opens. He can hardly believe
his eyes when -

BESSIE steps out and climbs down to join him.

Charlie

Bessie?

BESSIE

Charlie, what are you doing?

CHARLIE
 (shocked)
 Dancing.

They stare at each other. Charlie looks at the Supertanker. She smiles, tears in her eyes.

BESSIE
 (motioning toward the
 Supertanker)
 All the regular trucks were taken.
 And I'm not too good driving a
 stick.

He gets up, and she walks toward him.

BESSIE (cont'd)
 Charlie, I understand now. You
 told me the truth! It's all in
 pictures that your mom gave me.

She holds up the snapshots of his father's and grandfather's grave.

BESSIE (cont'd)
 There really is a family curse. I-
 I mean, there was... You made it!

Charlie checks his watches. The second hand clicks past midnight. His birthday is over.

Charlie GASPS. He shuts his eyes, then opens them and smiles. He is still alive.

Charlie runs at the Supertanker, laughing, and climbs up on its hood, then scrambles up to the flat top of the huge tank. He stands triumphantly, silhouetted against the evening sky. Bessie joins him, giggling. He shouts at the sky.

CHARLIE
 I made it!

(O.S) A telephone RINGS.

INT. THE INDIAN PAINTBRUSH - NIGHT

Lucille is surrounded by Daisies, which seem to have taken over the shop. Looking weary and pale, she stands in front of a mirror wearing her black funeral dress and veil.

It is her telephone ringing. She stares at it, horrified, for three long RINGS. Finally, she picks up, awaiting the inevitable.

LUCILLE
Hello, officer?

INTERCUT between the field and Lucille's shop:

CHARLIE
Mom!

LUCILLE
(shocked)
Charlie?

CHARLIE
Yes. It's me.

Lucille, overcome with emotion, is unable to speak.

CHARLIE (cont'd)
Mom?

She puts the phone to her chest and looks upwards, crying and laughing at the same time, still unable to speak a word.

CHARLIE (cont'd)
Mom? Can you hear me?

He casts a worried glance at Bessie.

CHARLIE (cont'd)
Say something, Mom... Mom, it's
okay, I'm here! With Bessie, we're
in the middle of a field. We're
all alone.

Lucille has recovered enough to speak.

LUCILLE
Are ya naked?

Charlie smiles and looks at Bessie.

CHARLIE
Say happy birthday, Mom.

LUCILLE
(Ecstatic)
Happy birthday, son!

She twists all the petals off of a flower and throws them in the air. They rain down around her like confetti.

Charlie grins and hangs up the phone.

Bessie pulls him close again. Her face approaches his.

OLD NATIVE MAN (V.O.)
 When Creator created the earth, he
 set it *spinning*. One thousand
 miles an hour. Ever wonder why?
 Because if he didn't, we'd all fall
 off! It's good to keep dancing.

Their lips are two inches apart, one inch, a half-inch, a
 quarter-inch, an eighth-inch, then Charlie and Bessie get
 their kiss.

EXT. BUS STOP - DAY

The Teenager looks at the Old Man and manages a slight smile.

OLD MAN (CONT'D)
 Now. You better catch your bus.

...as it pulls into the station.

The Teenager looks at the bus, then stands and shoulders his
 backpack.

TEENAGER
 Thanks.

OLD MAN
 My pleasure.

The Teenager walks towards the bus then past it.

OLD MAN (cont'd)
 Hey, where you going?

The Teenager turns and looks at the Old Man thoughtfully.

TEENAGER
 I might stick around a while. I
 mean, there's a bus every day. I
 might go next week.

The Old Man nods, then motions for the Teenager to come
 closer to him.

OLD NATIVE MAN
 Hey, wait a minute! Come here!

The Teenager hesitantly obeys.

OLD NATIVE MAN (cont'd)
 Little closer.

With a quick motion, the Old Man pulls his bottle out of the paper bag and thrusts it forward, stopping an inch from the Teenager's face. He jumps back, startled. We see that it's a BOTTLE OF MILK.

OLD NATIVE MAN (cont'd)
Aha! How 'bout a shot of moo?

The Old Man grins. The Teenager recovers and laughs.

OLD NATIVE MAN (cont'd)
You'll dance for me again, won't you?

TEENAGER
(laughing)
No!

They laugh together, the ice broken. The first moment of genuine warmth passes between them, without words.

EXT. TOP OF SUPERTANKER - NIGHT

Bessie and Charlie kiss atop the Supertanker, silhouetted against the night sky. As he wraps his arms around her, her foot kicks up behind her and-

KNOCKS a cap off the top of the supertanker, causing

--A JET OF PRESSURIZED MILK to shoot up into the night air. In moments, Charlie and Bessie are bathed in a gentle mist of falling milk droplets.

EXT. MOUNTAIN TOP - MAGIC HOUR

The TEENAGER dances against the sunset sky.

ROLL END CREDITS. THE END.