

ABSTRACT

JOHNSON, GREGORY HILLARD. *The Porchlight Trio*. (Under the direction of Maria Pramaggiore.)

This original screenplay is a musical drama about three main characters in a small Southern town. The story begins as a mute, eighteen-year-old boy goes to live with a lonely, troubled young woman and her obstinate grandfather. Through the course of the screenplay, these three withdrawn individuals struggle for connection in their attempts to not only cope with the past, but also find hope for the possibility of creating a better existence.

THE PORCHLIGHT TRIO

by
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DEDICATION

For Elizabeth, Marsh, and Marjorie

BIOGRAPHY

Gregory Johnson was born in Raleigh, North Carolina on April 2, 1980. He grew up in Knightdale, North Carolina and now lives with his wife, Elizabeth, in Wendell, North Carolina. In May 2002, he graduated from North Carolina State University with a Bachelor of Arts in English, and minors in Film and Psychology. This is his first screenplay.

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THE PORCHLIGHT TRIO

INT. POLICE CAR - DAY

SHERIFF FERRELL, 40-ish and balding, drives, while his passenger, WALDO GREY, 18, chubby, and neatly dressed in a white button-up shirt, sits behind the grating, smiling and waving at the people walking along MAIN ST. Ferrell watches him in the rear-view mirror.

FERRELL

Boy, I wish you would've sat up front. You look like a right crazy criminal.

Waldo taps on the roof of the car and Ferrell laughs.

FERRELL

All right, wait till we get outside town a little ways.

Waldo opens a plastic bag and begins to eat a chocolate chip cookie. Ferrell shakes his head.

FERRELL (To himself)

Just like a little kid.

INT. MARKS HOUSE - MILLY'S ROOM - SAME

BRISTOL MARKS, 80 and slightly hunched over, knocks on the bedroom door and enters. MILLY MARKS, 25, tall with attractive features, lies sleeping in bed. The room is in general disarray. Bristol closes the door.

EXT. DIRT ROAD - SAME

Bristol walks down the road with a cane in his left hand. A POLICE SIREN can be heard in the distance. A police car emerges from the direction Bristol is headed. THE SIREN STOPS and the car pulls off to the side of the road in front of Bristol. Sheriff Ferrell steps out.

FERRELL

Morning, Mr. Marks.

Bristol continues walking.

BRISTOL

Good morning, Sheriff. After
somebody?

FERRELL

What? Oh! No, that was just
for fun. For the kid here.

Ferrell taps on the top of the car. Bristol stops and looks
in the back. Waldo stares at him.

FERRELL

He don't get out much.

Bristol starts walking again.

BRISTOL

Well, don't let me keep you boys
from your date.

FERRELL

Can I give you a ride somewhere,
sir?

BRISTOL

No, thank you. Just going to check
in on my store.

FERRELL

That'll be a right good walk.
(A beat)
Where's Milly this morning?

BRISTOL

(A beat)
Sleeping.

FERRELL

All right, then. Have a nice day.

Ferrell starts to get back in the car, then snaps his fingers.

FERRELL

Mr. Marks, I just remembered. The
store's not open today.

Bristol stops and turns around.

BRISTOL
Why the hell not?

FERRELL
Because . . . they don't open on Sunday.

BRISTOL
Since when? Nobody asked me about it. Who made that decision?

FERRELL
(A beat)
Milly, I guess.

BRISTOL
Goddamnit!

Bristol stands there for a moment looking up to the sky, then points to Ferrell.

BRISTOL
Take me back to the house. I'm going to tell that girl what's what.

FERRELL
Now, calm down, Mr. Marks. Don't say nothing you'll regret.

Bristol starts walking back towards the car.

BRISTOL
It's too late for that. I already regret giving that girl say over my life.
(A beat)
No work on Sunday. Since when did she find religion?

As Bristol approaches the passenger door, he notices Waldo staring up at him, smiling. He knocks his cane against the back window.

BRISTOL

And tell this fool to stop staring
at me. What's he got to be so
goddamned happy about?

Bristol gets in the car and Ferrell laughs before opening his door.

FERRELL (To himself)

He don't know he's got to live
with you, yet.

INT. MILLY'S ROOM - SAME

The ALARM CLOCK goes off at 11:00. Milly reaches out, and after feeling around her nightstand, finally hits the OFF button. She sits up, holding her head in her hands. She sees the time.

MILLY

Shit!

She reaches under the covers and pulls out a mostly empty bottle of whiskey. After looking it over for a few seconds, she takes off the cap, drains the last drops, and places the bottle on the nightstand.

INT. POLICE CAR - SAME

The three men ride in silence, then there is the SOUND OF BRISTOL'S STOMACH GROWLING. Bristol shifts in his seat.

FERRELL

You all right?

BRISTOL

I don't reckon I've had my
breakfast.

FERRELL

Well, why not?

BRISTOL

I already told you. She won't up.

FERRELL

Yes, sir, I know. I was just wondering why you didn't fix yourself something.

Bristol stares at him.

BRISTOL

I don't cook.

(A beat)

That's always been the woman's job in my home.

Bristol continues to look at the sheriff, but Ferrell does not respond. After a few seconds, Waldo, who has been silently watching the two men, slides a small cookie through the grating. Bristol notices the cookie, then turns to stare at Waldo. Waldo smiles back at first, then stops and withdraws the cookie, eating it himself. Bristol turns back to Ferrell.

BRISTOL

What's the story with Chubby Cheeks?

Ferrell smiles.

FERRELL

Name's Waldo.

Bristol glances back at the boy, then back to Ferrell.

BRISTOL

Is he dumb or something?

FERRELL

No, he can talk. Just chooses not to.

BRISTOL

Well, that sounds pretty dumb to me.

Bristol turns to face Waldo.

BRISTOL

Listen, boy, you better speak your
mind while you still can. One of
these days, you'll be married, and
you'll never get out another
goddamned thought.

Waldo eats another cookie.

FERRELL

Don't pay him no mind, Waldo. He
was the luckiest man in this state
for over fifty years.

BRISTOL

Well.
(A beat)
Be that as it may, anyone'll tell
you my Wanda was the Mouth of the
South.

Bristol looks out the window at the fields as they approach
his house. He seems to forget about the other people in the
car.

BRISTOL

She still talks to me sometimes.

EXT. MARKS HOUSE - SAME

Sheriff Ferrell comes to a stop in front of the house. It is
a two-story, white house with a wrap-around porch. Although
the house was once very respectable, signs of decay are
beginning to show.

BRISTOL

Thank you, Sheriff. For the ride
and the information.

FERRELL

Go easy, Mr. Marks.

Bristol steps out of the car and begins walking to the front
door. Waldo stares at the house intently, then takes a pad
and pen out of his shirt pocket and begins to write something.
Bristol reaches the door and steps inside.

BRISTOL

Milly, what the hell have you done
to my store now?

Bristol disappears inside the house and the exchange of voices
can be heard within. Ferrell watches the house, while Waldo
slides the piece of paper through the grating.
Ferrell reads it and turns to face Waldo.

FERRELL

That's right. You used to live
here.

Waldo begins to bite his lower lip.

FERRELL

Now, listen, the doctors thought
being here might help you.

(A beat)

Plus, you get a chance to help
out this family.

(A beat)

But if you're not okay with this,
let me know. We'll tell the
doctors . . .

Waldo keeps staring at the house, and he begins to shake his
head until he sees Milly come to the front door, then he stops
hearing the sheriff's voice. Milly has her
long brown hair pulled up in a scrunchie. She is wearing a
blue bathrobe and waving to get the sheriff's attention.

FERRELL

Waldo? Waldo?

Waldo, with a big smile on his face, looks back at the
sheriff.

FERRELL

Are you okay with all this?

Waldo nods and turns back to the window. The sheriff follows
his gaze.

FERRELL

Oh, hell.

Ferrell steps out of the car and opens the back door.

FERRELL

Just stay here for a minute.

Ferrell begins walking to the porch.

FERRELL

Morning, Milly.

MILLY

Do you mind telling me when my
grandfather lost the last bit of
sense he had? What the hell's he
talking about suing me and disowning
me?

(A beat)

What'd you do, Sheriff?

FERRELL

I'm sorry, Milly. I had to tell
him something, so I told him you
decided to close the store on
Sundays.

MILLY

What?

FERRELL

Now, I know it won't a good lie,
but it's the best I could do.
Someone had to stop him.

Ferrell leans in closer.

FERRELL

You have got to tell him the truth.

Milly leans back against the door and glances down at the
ground.

MILLY

I know.
(A beat)
But there hasn't been a really good
time to since . . .
(A beat)
It's just been hard to . . .

Milly holds her hand over her mouth as her eyes begin to water. Ferrell looks away uncomfortably. She shakes her head and begins to wipe her eyes.

MILLY

Sorry, I guess I'm just a little
frazzled.

FERRELL

That's all right. That's what I
come to talk about anyway.
There's . . .

Milly looks out at the police car and Ferrell turns around. Waldo has gotten out of the car and is now coming up on the porch. He takes a handkerchief out of his pocket and hands it to Milly.

MILLY

(A beat)
Thank you.

Waldo nods, and Milly looks to the sheriff for an explanation.

FERRELL

Milly, I'd like you to meet Mr.
Waldo Grey. Waldo, this is Miss
Marks, granddaughter of Mr.
Bristol Marks, who I'm sure you
remember from the car ride.

Waldo sticks out his hand, and after a pause, Milly takes it. Waldo holds her hand in both of his and shakes it fervently. She pulls back slightly, in surprise.

MILLY

Nice to meet you.

Waldo only smiles.

FERRELL

He's not much of a talker.

BRISTOL (O.C.)

Milly, I need you.

MILLY

Yeah, well, I really need to go,
Sheriff. Got to feed Pop and get
to work.

(A beat)

Thanks, though.

Milly starts to walk into the house.

FERRELL

Well, Milly, if you can give me
just a couple of minutes.

Milly opens her mouth to say something, but Ferrell puts his hand on Waldo's shoulder, and her attention is drawn back to the smiling boy.

FERRELL

It's pretty important.

MILLY

All right, but only a couple.

Milly walks into the house, and the sheriff, after patting Waldo on the back, follows her in. Waldo starts to move, then pauses. He looks over the front of the house for a few seconds. Closing his eyes for a moment and taking a deep breath, he then steps inside and shuts the door.

INT. KITCHEN - SAME

Ferrell and Waldo stand at the doorway between the living room and the kitchen. Dishes can be seen in the sink. Bristol sits at the table with his cup, plate, and utensils in front of him. Milly walks over, picks up the plate, and takes it over to the stove.

MILLY

You act like you're eight instead
of eighty.

Bristol only eyes the two visitors. Milly, after spooning out some peas from the stove onto Bristol's plate, takes a bowl of mashed potatoes out of the microwave.

BRISTOL

You know I don't like those fake
potatoes.

MILLY

They're not fake, Pop. They're
instant.

BRISTOL

Call them what you want. They
still give me gas.

MILLY

What doesn't?

BRISTOL

Well, your grandma never made those
fake potatoes. That woman could
cook.

Milly stops spooning out potatoes, then sighs. With a slight tremble, she tosses the spoon back in the bowl.

MILLY

Sheriff, if y'all want to have a
seat in the living room, I'll be
right there.

FERRELL

I kind of thought you and I might
just talk first, Milly.

Milly pulls a can of Vienna sausages out of the cabinet and places it, along with the plate, in front of Bristol.

MILLY

All right, then. But I've got to
be at work in forty minutes.

(A beat)

Waldo, why don't you sit right
here.

Milly smiles at Waldo as she pulls out a seat next to Bristol.
Waldo smiles back, but hesitates when he notices Bristol pause
in the middle of bringing a spoonful of peas to his mouth,
then shoot the boy a glance. Milly takes notice and grabs
Waldo's hand.

MILLY

Come on. Eating's the one thing
that'll keep Pop quiet.

Waldo smiles and nods at her, then sits. Milly walks over to
the refrigerator, takes out a Coke, and brings it back to
Waldo.

MILLY

You want something to eat?

BRISTOL

He's done had a whole bag of
cookies. Can't you see he's got
chocolate on his lip there?

Waldo bows his head in embarrassment and tries to wipe off his
mouth with the back of his hand. Milly hands Waldo a napkin
and pokes Bristol in the arm.

MILLY

You're just as hateful as you can
be.

BRISTOL

You'd know about that, wouldn't
you? We ain't done talking about
the store yet, missy.

Bristol finishes his sentence as Milly and Ferrell exit the
kitchen for the living room. Waldo turns to watch her go.

INT. LIVING ROOM - SAME

Ferrell and Milly stand near the center of the room, which is dusty and dimly lit from the lowered shades. They speak in hushed voices.

MILLY

So, what's going on? It's about
the boy, right?

Ferrell nods.

FERRELL

Here's the thing.
(A beat)
I brung him here to stay with you.

Milly's eyes widen.

MILLY

You can't be serious. After all
the crap I've gone through? Why
would you want . . .?

FERRELL

Just listen a minute. You know
that boys' home up off the highway?
Well, he's been there for about the
last ten years, but he just turned
eighteen.

MILLY

(A beat)
So?

FERRELL

So the law says he's got to go, but
no one wants to hire him on account
of his . . . condition.

MILLY

Yeah, well, . . . that's not
surprising.

Milly takes a breath and sits on the couch.

MILLY

Sheriff, I'm not in much of a state to take pity on anyone right now.

FERRELL

I know, but that ain't what he needs. I suggested y'all to the folks at the home because I knew you'd been having some trouble.

Ferrell takes a seat beside Milly.

FERRELL

Now, Waldo, he seems slow, but he ain't. He's got sense, and he can help you look after Bristol.

MILLY

I don't need . . .

FERRELL

Now, Milly, you can't tell me things are fine and dandy.

Milly looks away from Ferrell.

MILLY

I still don't see why he wouldn't be better off somewhere else.

FERRELL

(A beat)

Well, that's the other thing.

Milly looks back at him expectantly. Before he can speak, Bristol sticks his head in the room.

BRISTOL

I'm going up to take a nap.

MILLY

All right, put your plate in the sink.

BRISTOL

Can't. This one's eating that
processed potato crap off it.

MILLY

Why'd you make him do that?

BRISTOL

I didn't make him! He scribbled
something about not hurting your
feelings.

MILLY

Oh!
(A beat)
All right, then.

BRISTOL (To himself)

Bite my goddamn head off for
nothing.

Bristol exits the room, mumbling to himself as he goes
upstairs. Milly turns back to Ferrell, rolling her eyes.

MILLY

Sorry. Go ahead.

FERRELL

Right. Well, before Waldo was
taken to the boys' home, this was
his home. He had to leave . . .

Milly's eyes widen as she leans in.

MILLY

You mean he's the boy who . . .

Milly vaguely points towards the second floor.

MILLY

Whose mom . . .

Milly puts her hand to her mouth and walks over to the
fireplace, shaking her head.

MILLY

I don't think so, Sheriff. This sounds pretty weird.

(A beat)

I don't like the idea of having to be here for the . . . return of whatever he's suppressed.

Ferrell stands.

FERRELL

Now, Milly, it won't be like that. They just think that the boy needs something familiar . . . a real home.

Milly lets out a slight chuckle.

MILLY

Good luck finding that here.

Ferrell sighs.

FERRELL

They are willing to pay you.

Milly turns to face him.

MILLY

Really? How much?

FERRELL

Six hundred and fifty a month, but one fifty goes to Waldo, for personal expenses.

(A beat)

It ain't much, I guess, but . . .

MILLY

But it sure would help.

Milly raises one of the shades and looks out the window.

MILLY

The hospital and the funeral
really hit hard.

(A beat)

Work just doesn't . . .

Milly quickly looks at the clock on the mantel.

MILLY

Shit, Sheriff. I've got to get
going.

FERRELL

But what do you say, Milly?

(A beat)

Just try it, please.

Milly sighs.

MILLY

All right. But only because I
need the money.

(A beat)

If he starts acting like Norman
Bates, you're the first one I'm
calling.

Ferrell smiles, and Milly shakes her head.

INT. GUEST ROOM - MINUTES LATER

Milly enters the room wearing her waitressing outfit, followed
by Waldo. He wears a backpack, and carries two other cases,
one a suitcase and one smaller. The room is small and
sparsely decorated, with a twin bed near the door.

MILLY

Well, it's not much, but . . .

Milly stops as she turns to see Waldo putting his suitcase and
backpack on the bed.

MILLY

But you can do a lot with it.

Waldo smiles and sits on the bed.

MILLY

Was this your old room?

Waldo nods.

MILLY

Is that okay?

Waldo shrugs and looks around. Milly starts pacing.

MILLY

Now, let's see. Pop's room is
the first door on the right
upstairs, so if you need anything,
feel free to wake him.

(A beat)

Although, he doesn't even know
you're supposed to be here, yet.

Milly stops and looks at Waldo. He smiles up at her. She
shrugs her shoulders.

MILLY

But he'll probably sleep for a long
time. Also, he has the number for
the diner, so have him call me if
anything comes up.

(A beat)

Oh, and I always bring something
from the diner for supper, so don't
worry about that.

Milly begins to bite her nails.

MILLY

Sorry. I ramble when I'm nervous.

Waldo raises his eyebrows and points to himself.

MILLY

You? No.

(A beat)

Well, yes, you make me a little
nervous. But don't take that
personally.

Waldo shakes his head. Milly walks over and sits down beside him.

MILLY

It's also because this is really the first time I've been in here since my grandma died.

(A beat)

She had to stay down here when the radiation made her too weak to go upstairs.

Milly looks around the room.

MILLY

God, I practically lived down here, just keeping her company, you know?

Waldo nods.

MILLY

But, I guess that's because Pop started spending less and less time around her.

(A beat)

Sometimes I think he just stopped caring.

Milly looks at Waldo.

MILLY

It's like she was some old work horse he'd finally broken.

(A beat)

Ultimately, love's nothing but labor, Waldo. It'll only wear you out in the end.

She wipes her eyes with her palms and lets out a small laugh.

MILLY

Guess you should've saved that handkerchief, huh?

Waldo opens his suitcase and hands her another one. Milly smiles.

MILLY

Thanks.
(A beat)
I guess I don't have a lot of
people to talk to.

Waldo nods, and Milly stands up.

MILLY

I better go. Are you going to
be all right?

Waldo waves her away.

MILLY

Okay. Bye-bye.

Milly leaves the bedroom and closes the door behind her.
Waldo lets out a big breath through his mouth, then falls back
on the mattress.

INT. AL'S ROADSIDE DINER - KITCHEN - AFTERNOON

The owner, ALBERT GIBSON, 40-ish and heavy-set, is cooking on
the grill. The SOUND OF CUSTOMERS TALKING can be heard coming
from the dining area, and there is a general sense of
busyness. Milly enters the kitchen hurriedly, Al looks up,
then back to his cooking.

AL

Customers waiting on you.

MILLY

I know. Sorry.

Milly ties an apron around her waist. A second waitress, LENA
SMELTS, 20-ish, short and freckly, enters the room, sliding a
pen behind her ear.

LENA

Girl, where you been?

Milly glances in her direction.

MILLY

Busy morning.

LENA

What you mean?

Milly ties her hair back and grabs her nametag from one of the shelves.

MILLY

Huh?

(A beat)

Nothing.

Lena smiles and moves in closer. She lowers her voice.

LENA

Come on.

(A beat)

Momma told me she saw the sheriff
balling the jack to your place,
siren just a squealing.

Milly turns to look at her for the first time, and Lena leans in closer.

LENA

You finally do the old bastard in?

Milly's eyes widen.

AL

Customers waiting, ladies.

Milly begins to walk past Lena, heading back towards the door she just entered through.

MILLY (Under her breath)

God, get me out of this place.

Lena turns around and yells after her.

LENA

Hell, I was just looking for a
little excitement around here.
(A beat)
It ain't like it never crossed your
mind.

INT. DINING AREA - SAME

Milly enters the room from behind the bar, takes a deep
breath, and looks over to one of her booths by the window. A
customer, BOBBY "RASCAL" JACKSON, 30-ish, trim, and wearing
sunglasses, sits looking over some photographs on his table.
Milly grabs a pot of coffee and walks over.

MILLY

Coffee?

Rascal does not look up.

RASCAL

Please.

Milly turns over his cup and begins to pour. She glances at
the table and notices several pictures of a sunny beach, with
blue sky and even bluer water. Rascal is looking through more
in his hand. Milly stops pouring.

MILLY

What place is that?

RASCAL

Florida.

Milly stares down at the pictures. There is a dreamy quality
to her voice.

MILLY

It's beautiful.

Rascal finally looks up at her from behind his sunglasses,
then looks her up and down quickly, without her noticing. He
glances at her nametag.

RASCAL

Yes, it is . . . Milly.

Milly looks at him with slight surprise. Rascal points to her tag. She bows her head in that direction, then lets out a short laugh when she realizes what he is indicating.

RASCAL

That's a pretty name.

MILLY

Thanks.

(A beat)

But I didn't pick it.

Rascal smiles, removes his sunglasses, and sticks out his hand for her to shake. His eyes are almost the same blue as the ocean in the picture. She takes his hand, a little hesitantly.

RASCAL

Folks call me Rascal, but I didn't pick that neither.

He winks at her, and she smiles back at him.

MILLY

Well, Rascal, . . . is that where you live?

RASCAL

Don't really live nowhere. Just down there on a delivery.

(A beat)

I'm a truck driver.

Rascal points toward the window with his thumb. Milly looks out. There is a big rig truck, with writing on the side that reads HARRISON WHOLESALE.

RASCAL

Want to see some more?

Rascal gestures to the seat across from him. Milly looks back at the kitchen to see Al peering at her through the order pick-up window behind the bar.

MILLY

Sorry. Duty calls.

RASCAL

Well, what time you get off?

MILLY

I've got to go home after work.

(A beat)

Again, duty calls.

RASCAL

How about later tonight?

Milly shakes her head, smiling.

MILLY

Persistent, aren't you?

RASCAL

I'll make you a deal.

Rascal picks up the picture she had been looking at and holds it in front of her.

RASCAL

A picture of paradise for your
phone number.

Milly stares at the picture for several seconds, glances at Rascal, then takes the photograph and slips it into the front pocket of her apron. She pulls out a bill for his order and begins to write.

MILLY

Anything else?

Rascal smiles.

RASCAL

Not right now.

Milly tears off the bill and lays it on the table. She smiles back.

MILLY

Have a nice day.

She walks off to another table. Rascal picks up the bill, and at the bottom of it, Milly has written her number, with the message, "AFTER SIX." Rascal lets out a small chuckle, puts his sunglasses back on, lays the other pictures in his hand on the table, and takes out his wallet to pay. The top several pictures from the stack he has just laid down are still beach shots, but the primary subjects appear to be not the landscape, but young women in bikinis.

INT. MARKS HOUSE - WALDO'S ROOM (DREAM) - LATE AFTERNOON

Waldo dreams, hearing the SOUND OF A CHILD SCREAMING AND SOBBING. After a few seconds, Waldo opens his eyes. He is lying on the bed, and everything looks the same as it did when Milly left. Waldo sits up, looking around the room, then he stands up and listens intently. He slowly proceeds to the door, opens it, and sticks his head into the hallway.

INT. HALLWAYS - SAME

Seeing nothing, he walks upstairs, steps creaking slightly beneath his feet. At the top of the stairs, he pauses again. There is the MUFFLED SOUND OF TALKING coming from Bristol's room. Hesitating, Waldo tiptoes to Bristol's door, pushes it slightly open, and peers in.

INT. BRISTOL'S ROOM - SAME

At the back of the room, in front of a big window with drawn curtains, there are two rocking chairs. Bristol sits in one, rocking, with his hand on the arm of the other, rocking the second chair in unison with his own. Bristol seems to be looking off into space.

BRISTOL

You looked real nice the day we
bought this place, wearing that
dress Milly got you. Bright
yellow like a ray of sunshine.
(A beat)
My sunshine.

Bristol pauses, then lets out a slight chuckle and has to wipe a spot of saliva from the corner of his mouth.

BRISTOL

And I wanted to carry you over
the threshold like I done the day
we got married. But you said I
was too old and would drop you
. . . like one of them burlap sacks
of potatoes we used to sell.
(A beat)
I reckon all I wanted was to hold
you.

Bristol sniffs and wipes at his nose a few seconds, then
studies his hand in his lap.

BRISTOL

You got to looking so frail-like,
Wanda.
(A beat)
Can't hold nothing delicate with
these.
(A beat)
Excepting this arthritis, I
couldn't never let you go now.

Slowly, Bristol stops rocking the chairs. He leans over,
holding his head in his hand, cursing under his breath.

INT. HALLWAY - SAME

Waldo quietly pulls the door to and slowly walks back down the
stairs to his bedroom.

INT. WALDO'S BEDROOM - 6:15 P.M.

Waldo has now put his things away and settled into the room a
little more. He sits on the bed, copying something by hand
out of a book.

MILLY (O.C.)

I'm home!
(A beat)
With dinner!

Waldo smiles and takes a minute to finish his writing. He closes the book, folds the paper, and on the outside, writes, "To: Milly, From: Waldo." He puts the paper in his shirt pocket and leaves the room.

INT. HALLWAY - SAME

As Waldo steps into the hallway, Bristol reaches the bottom of the stairs. Both men stare at each other for several seconds, then Bristol begins to yell.

BRISTOL

Milly!

MILLY (O.C.)

What?

BRISTOL

(A beat)

The sheriff forgot something.

Bristol heads to the kitchen with Waldo right behind him.

INT. KITCHEN - SAME

Milly is removing carry-out containers from a bag and placing them on the kitchen table. She has already begun speaking when Bristol and Waldo enter the room.

MILLY

Pop, don't start, all right? Waldo needs a place to stay for a little while. We're just doing him a favor. Right, Waldo?

Milly turns to smile at Waldo, and he nods in agreement. Bristol stomps his cane on the floor.

BRISTOL

Damnit, Milly. That's what I was talking about this morning. You never even think to ask me. It's my house, too, goddamnit. And my store.

Bristol trembles slightly, and Milly turns to face him with her hand on her hip.

MILLY

Fine, Pop, go ahead. Tell us
your opinion.

Bristol opens his mouth to speak, but does not say anything. He looks back and forth between Waldo and Milly, who both stare at him expectantly.

MILLY

Well?

Bristol looks at her, then walks over to sit at the table.

BRISTOL

Ah, he's quieter than you. What
the hell do I care?

Milly rolls her eyes and looks at her watch.

MILLY

Waldo, will you grab two plates
out of that cabinet? Thank you.

Waldo moves to get the plates.

BRISTOL

Two? What, you decide not to feed
me tonight?

MILLY

You got it.

Waldo sets down the plates. Milly picks one up and begins placing meat loaf, macaroni and cheese, and fried okra on a plate for Bristol. Waldo watches her, smiling the whole time. She turns to meet his stare and smiles back.

MILLY

What is it?

Waldo removes the paper from his pocket and hands it to her. She reads the outside and smiles at him questioningly. He points at the letter to get her to open it. She does, then reads aloud.

MILLY

"maggie and milly and molly and
may" by e. e. cummings.

She smiles at Waldo then looks back down. He has written the whole poem, but with a red marker he has circled the line, "milly befriended a stranded star." Beside that line, in the same color marker, he has written, "Thank you!" When she looks back up, Waldo is slightly blushing.

MILLY

Thank you, Waldo.

She hugs him and after pausing for a second, whispers in his ear.

MILLY

Maybe I need a friend, too.

The room is quiet for a second.

BRISTOL

There's too much sugar in here
for a man to eat.

Milly laughs lightly and lets go of Waldo.

MILLY

Just hush, you grump.

The PHONE RINGS, and Milly goes to answer it. Waldo sits down, smiling, and begins serving himself.

MILLY

Hello?
(A beat)
Yes?

She glances back at Waldo and Bristol, then speaks a little softer.

MILLY

I don't know.

Milly looks at her watch. Waldo has filled his plate. He tries the macaroni and cheese, then wrinkles his nose at the taste. Bristol pushes the salt to him.

MILLY

Okay. Give me about thirty minutes.

(A beat)

Yeah, I know where that is.

(A beat)

All right. Bye-bye.

Milly turns back to Waldo and Bristol. Waldo looks at her expectantly. Milly hesitates.

MILLY

I have to go out for a little while, and I might not be back till late.

(A beat)

Can you two look after each other?

Waldo swallows a piece of meat loaf, then nods.

BRISTOL

You do what you want.

Milly and Waldo stare at each other for a second.

MILLY

Okay. I'm going to go get ready, then.

Milly leaves for her room. Waldo watches her go upstairs, then pushes his plate away, slightly towards Bristol. Bristol immediately moves it back.

BRISTOL

Don't try to push that sorriness off on me.

Waldo picks up his fork and begins pushing the okra in between the rest of his food.

INT. MILLY'S CAR - 6:40 P.M.

Milly gets in the car, wearing a light yellow dress and carrying a pocketbook. She picks up Rascal's picture of Florida from the passenger seat and stares at it for several seconds. She removes the paper Waldo gave her and looks over the poem again, quickly. Taking a pen out of her glove compartment, she circles the last two lines, "For whatever we lose (like a you or a me) / it's always ourselves we find in the sea." She places both the poem and the picture back inside the glove compartment with the pen, then starts the car and leaves.

INT. MARKS HOUSE - KITCHEN - SAME

Waldo watches through one of the windows as Milly drives off. As the SOUND OF THE GRAVEL UNDER HER TIRES fades away, Waldo lets go of the shade and turns on the porchlight for Milly's return. Bristol gets up from the table, takes his plate to the sink, puts it beside all the other dirty dishes, then proceeds back upstairs to his room. Waldo sighs.

INT. WINSTON'S BAR - 7:00 P.M.

The bar is very generic looking, dimly lit and smoky. There are fewer than a dozen customers. Milly enters, looking around as she stands at the door. An OLDER WOMAN is SINGING A COUNTRY-WESTERN SONG in one of the back corners. The words of the song are almost incomprehensible because of the woman's slurring. Milly winces at the off-key singing. At one of the center tables, Rascal sits in jeans and a t-shirt, waving Milly over. She nods and walks to the table. She sits across from him.

MILLY

Jesus, is everyone here deaf?

Rascal laughs.

RASCAL

We all just stopped listening
after her third number.

(A beat)

I went ahead and got you a Bud.

MILLY

That's fine. I can start out
light.

They smile at each other as Milly opens the can and pours the
beer into her glass.

RASCAL

(A beat)
Damn, you look nice.

MILLY

Well, I wouldn't normally wear a
dress to a bar, but . . . I don't
really find myself on many dates.

RASCAL

Come on, now. A pretty girl like
you? Ought to be guys just
standing in line for a smile.

Milly smiles and studies her beer.

MILLY

Let's just say what I'm looking for
can't be found around here.

RASCAL

(A beat)
I'm here. You want to search me
for it?

Rascal smiles, and Milly stares at him for a moment. She
opens her mouth to speak, but then the older woman STOPS
SINGING, and the customers, including Rascal, offer up POLITE
APPLAUSE.

RASCAL

Now's your shot.

MILLY

For what?

RASCAL

To get up there and show her how
it's done.

Milly laughs and shakes her head.

MILLY
My performing days are in the
past, I'm afraid.

RASCAL
Yeah? Since when?

MILLY
Since I was a girl.

RASCAL
Little Miss Tobacco Harvest or
something?

Milly lets out a slight chuckle.

MILLY
No.
(A beat)
More like the porch of my
grandfather's store.

Milly gazes off somewhere above Rascal's head.

MILLY
He'd put me on a Coke bottle
crate, and I'd sing and
dance while he played his
harmonica.
(A beat)
And someone would always say,
"Look out, y'all, that one's
going places."
(A beat)
"She's special."

Another SONG BEGINS, and the older woman STARTS SINGING, just
as awful as before. Rascal quickly glances towards the
corner.

RASCAL
Looks like you missed your chance.

Milly closes her eyes for a moment, then looks down at her beer.

MILLY
Yeah, I guess I did.

EXT. MARKS HOUSE - LATER THAT NIGHT

Waldo comes out of the house carrying a garbage bag and puts it in the trash can in the corner of the yard. He stands for a moment, looking up at the sky. It is a clear night, with a nearly full moon. From the balcony of his room, Bristol looks down on Waldo, studying his behavior.

BRISTOL
Hey, boy.

Waldo turns to see Bristol calling to him.

BRISTOL
Don't pop your neck off trying to
take it all in.

Waldo lowers his head and begins walking back inside.

BRISTOL
Come up here, and I'll show you
something.

Waldo waves and enters the house.

INT. MARKS HOUSE - BRISTOL'S ROOM - SAME

Waldo slowly enters the room. Two curtained, glass doors open onto the balcony. At first glance, there appears to be A WOMAN IN BLUE AND WHITE PAJAMAS standing at the railing, with her back to Waldo. The image lasts only a second, then Bristol appears on the balcony, sitting in one of the rocking chairs he has moved out there. After pausing for a moment, Waldo walks to the balcony.

EXT. BALCONY - SAME

Waldo steps outside. The second rocking chair has been placed in front of a telescope.

BRISTOL

Well, go on. Have a look.

Waldo sits in the chair and looks through the eyepiece.

BRISTOL

Ain't another patch of sky in this
here state with more stars in it.

(A beat)

That's what my Wanda would say.

Waldo turns the telescope, adjusting the focus.

BRISTOL

Only moved out here when she got
sick so as she could have a better
look at it.

(A beat)

That was something I could give
her, you know.

Bristol taps his cane on the floor.

BRISTOL

What you looking at, boy?

Waldo raises his head and points to the right. Bristol
follows his finger.

BRISTOL

Orion?

Waldo gives a slight nod.

BRISTOL

Yeah, he's a favorite.

Bristol points to the moon, off to his left.

BRISTOL

My Wanda liked him the best, though.

Waldo turns his telescope to focus in on it.

BRISTOL

When she couldn't come up here no more, I'd go down to her room real late and whisper, "Oh, Mr. Moon was smiling down at you tonight, Wanda."

(A beat)

Or, "That old moon must've been bad today, because he's hiding out tonight."

(A beat)

I don't know whether she heard me or not.

Waldo looks up from the telescope and stares at Bristol.
Bristol only looks up.

BRISTOL

But he was shining full on the night she died.

Bristol looks at Waldo.

BRISTOL

You reckon that was a good sign?

Waldo smiles slightly, then nods.

BRISTOL

Yeah, me too.

They sit in silence for a few seconds.

BRISTOL

Go on, now. It's late.

Waldo stands up to leave.

BRISTOL

You can use it again, I reckon. I ain't got no use for it.

Waldo smiles, then heads for the door.

BRISTOL

You got to ask me, though. I ain't giving it to you or nothing.

Waldo waves back and closes the door.

EXT. WINSTON'S BAR - LATER THAT NIGHT

Rascal and Milly come out of the bar, laughing. Milly puts an unopened bottle of whiskey in her pocketbook. Milly starts to step into the parking lot, but Rascal grabs her arm and pulls her to him.

RASCAL
So, where to now?

Milly burps and covers her mouth with her hand. They both laugh.

MILLY
Home.

Rascal puts his arm around her and kisses her on the neck.

RASCAL
Sounds good to me.

Milly pushes him away, smiling.

MILLY
No, I'm going to my home, and
you're going . . . wherever.
(A beat)
Where are you staying?

Rascal hesitates.

RASCAL
Well, I stay with my mom when I'm
in town. It's cheaper and all.

He moves back towards her.

RASCAL
But she's a real heavy sleeper.

Milly laughs.

MILLY

I see. I didn't realize you were
one of the Little Rascals.

Milly laughs even harder, tears coming to her eyes. Rascal
chuckles lightly.

RASCAL

You're fucking hilarious.
(A beat)
Why don't you let me give you
the tour of my truck? Lots of
room in the back.

Milly gives him a playfully suspicious look.

MILLY

What the hell. I'm not tired.

RASCAL

Well, all right.

Rascal takes her hand, turns, and begins walking towards the
truck.

MILLY

Lead the way, Spanky.

She laughs again, wiping her eyes. They continue to the
truck.

MILLY

When you going back to Florida?

RASCAL

Don't know. Whenever they send me.
(A beat)
Why?

MILLY

Just curious.

They come to the truck. Rascal helps Milly in, then closes
the door behind them.

INT. MARKS HOUSE - KITCHEN - LATER THAT NIGHT

Milly enters. The house is dark. She turns off the porchlight behind her, then turns on the kitchen light. Everything that was in the sink has been cleaned and put away. Milly's eyes are wide for a moment, then she lets out a slight chuckle.

INT. WALDO'S ROOM - SAME

Milly opens the door, quietly. Waldo is in bed, and the room is dark.

MILLY

Waldo?

He does not move. Milly starts to leave, then notices a book on the bedside table, illuminated by light from the hallway. It is a book of E.E. CUMMINGS' POETRY. Milly picks up the book. Underneath it, lies a stack of WHERE'S WALDO? childrens' books. Milly laughs lightly, then opens the cover of one of these books.

MILLY

"May you never have to look this
hard for yourself."

(A beat)

"Love, Mommy."

Milly puts the WHERE'S WALDO? book back down, but takes the poetry book with her. She closes the door.

INT. WALDO'S ROOM - LATER THAT NIGHT - WALDO'S DREAM

The room is dark.

MOTHER

Where's Waldo?

(A beat)

Where's Waldo?

There is the SOUND OF A CHILD RUNNING AND LAUGHING.

MOTHER

There you are. I'm going to get
you.

(A beat)

Run for base. Run for base.

The child SQUEALS AND GIGGLES.

MOTHER

Too late. You're mine now, mister.
And you must be kissed and . . .
tickled.

HIGH-PITCHED LAUGHTER FADES. Waldo wakes up and sits up in
bed. There is quiet, then he hears the SOUND OF A HARMONICA.

INT. BRISTOL'S ROOM - SAME

Bristol sits up in bed, playing his harmonica. The room is
dark, except for what light the moon provides.

INT. MILLY'S ROOM - SAME

Milly sits up in bed. The light by her bed is on, the bottle
of whiskey sits on the bedside table, and the poetry book
rests upside down in her lap. She recognizes the song, and
BEGINS HUMMING. After a moment, she remembers the lyrics and
BEGINS SINGING.¹

MILLY

Her eyes were bright as the stars
at night.

Her voice was sweet and low.

(A beat)

And I'd give this world to see her
now.

Milly's voice cracks. She wipes her eyes, then finishes,
slowly.

MILLY

The girl I used to know.

¹Fred C. Farrell, "The Girl I Used to Know," 1914, Historic American Sheet
Music Project: Duke University Rare Book, Manuscript, and Special
Collections Library, 1999.

The HARMONICA FADES AWAY, and Milly lays the book on her bedside table. She takes a swallow of the whiskey, then turns out the light. The house is quiet again.

INT. MARKS HOUSE - HALLWAY - MORNING

Milly comes downstairs in her waitressing outfit, stopping in front of Waldo's door. A piece of paper is held between the door and the frame. It reads, "PLEASE DO NOT DISTURB. I NEED SLEEP." Milly pulls out the paper and opens the door quietly. She looks at Waldo, who is lying in bed, facing away from the door. She places the book back on the table and closes the door. Bristol begins coming down the stairs.

BRISTOL

Milly.

Milly places her finger in front of her mouth and whispers.

MILLY

He's still sleeping.

BRISTOL

I want to go visit the store today.

Milly sighs and begins walking to the kitchen.

INT. KITCHEN - SAME

MILLY

I've got work. Tomorrow maybe.

BRISTOL

Hell, I'll go myself, then.

(A beat)

Can't depend on no one.

Bristol begins walking to the door.

MILLY

Go on. See how far you get.

BRISTOL

I did just fine yesterday.

MILLY

All right. You want to be stubborn,
go ahead. Hope you make it back.

Bristol opens the door and hesitates, waiting for her to stop him. Milly only drinks a glass of water at the sink. Bristol closes the door and takes a seat at the table.

BRISTOL

It's hot as blue blazes out there.
(A beat)
I'd probably have a heart attack,
and you wouldn't even care.

Milly rolls her eyes and starts for the door.

MILLY

Later, Pop. Look after Waldo,
all right?

BRISTOL

Oh, wait a minute.

MILLY

Pop, really, . . .

BRISTOL

First tell me what this is.

Bristol pulls out a folded piece of paper from his pocket and holds it out.

MILLY

What is that?

BRISTOL

Hell, that's what I'm asking you.
Your boyfriend in there slid it
under my door last night.
(A beat)
I can't make no sense of it.

Milly takes the paper and opens it. She pauses as she looks over the paper. She smiles.

MILLY

I read this one last night.

(A beat)

It's a poem.

BRISTOL

Is that it?

Milly sits across from him.

MILLY

Listen.

(A beat)

*who knows if the moon's
a balloon, coming out of a keen
city
in the sky - filled with pretty
people?
(and if you and I should
get into it, if they
should take me and take you into
their balloon,
why then
we'd go up higher with all the
pretty people
than houses and steeples and
clouds:
go sailing
away and away sailing into a keen
city which nobody's ever visited,
where
always
it's
Spring)and everyone's
in love and flowers pick themselves.*

Milly looks at the paper a minute, smiling.

MILLY

Beautiful, huh?

BRISTOL

(A beat)

That's just stupidity. Anyone in
their right mind knows the moon
ain't no goddamn balloon.

Milly just stares at him, unbelieving. She stands up and hands him the paper.

MILLY
Think about it.

She goes to the door, opens it, then turns around.

MILLY
Why would he give you that?

Bristol shrugs, not turning to face her.

BRISTOL
Hell if I know.
(A beat)
Don't mean nothing to me.

Milly leaves, closing the door behind her. Bristol sits for a moment, then picks up the paper, folds it, and puts it back in his pocket.

INT. AL'S ROADSIDE DINER - AROUND NOON

Milly enters, seeing Rascal in the same booth as the day before. Lena stands laughing and talking to him, then looks over to see Milly at the doorway. Rascal follows her eyes. Lena looks back at Rascal and places her hand on his shoulder, continuing to flirt. Milly heads to the kitchen.

INT. KITCHEN - SAME

Al is taking down plates and silverware. Milly comes up beside him and begins the same dressing routine as the day before. Al looks at her, then back at the door. He speaks quietly.

AL
I got a new special today.

Milly does not look at him.

MILLY
That's nice.

Al leans in close.

AL
It's called, "Milly's Meatloaf
Dream."
(A beat)
I named it after you because . . .
because at night I dream about
you up next to me.

Milly turns to walk away, and Al grabs her arm.

AL
Milly, I . . .

Lena comes through the door, and Al lets go, going back to the
stove. Milly does not look at Lena.

LENA
Girl, that's one fine-ass man you
got out there. You better look out
before I have to steal him away.

MILLY
Well, you're trying hard enough.

LENA
And just what does that mean?

MILLY
(A beat)
I think you know.

Milly begins walking to the dining area.

LENA
If you got something to say, why
don't you just say it?
(A beat)
He was the one all up on me, you
slut.

Milly stops at the doorway, then turns to face Lena.

MILLY
What'd you just call me?

Lena responds mockingly.

LENA

I think you know.

Al gives them a cautionary look.

AL

Ladies.

LENA

Oh, Al, you know firsthand don't
you?

(A beat)

She's a ho just like her momma was.

There is silence. Milly's face is unreadable. Suddenly, she
walks over to Lena and slaps her. Lena is about to strike
back, but Al comes between them.

AL

All right, take it easy now. I
ought to fire the both of you.

LENA

(A beat)

Bitch.

AL

Lena, get some ice.

Lena walks away, mumbling under her breath. Milly is
breathing heavily.

AL

Milly, why don't you go on home?
I'll call and have someone come in.

Milly looks as though she may start crying. Al reaches to hug
her. She pushes him away, running out of the kitchen.

INT. DINING AREA - SAME

Milly runs through the room and out the front door. Rascal
sees her and gets up to follow.

EXT. PARKING LOT - SAME

Milly is walking to her car, cursing under her breath. Rascal comes up behind her.

RASCAL
Hey, what's wrong?

Milly ignores him. He tries to joke with her.

RASCAL
Come on, Milly. Y'all don't
have to fight over me, now.

Milly gets to her car and turns on him.

MILLY
Fight over you? Why the hell
would I fight over you?
(A beat)
I don't want you, Rascal.

He just stares at her.

MILLY
I saw you with her in there. I
know what you want.

She takes a step towards him and grabs his shirt.

MILLY
You just want a new piece of ass.
Right, Spanky?

She pushes him away.

MILLY
Well, Lena'd be glad to give you
some. And by the looks of it,
she's got plenty to share.

Milly gets in the car and drives off. After a moment, Rascal turns back to the diner.

INT. MARKS HOUSE - WALDO'S ROOM - AFTERNOON

Waldo is still sleeping. Bristol slowly opens the door and looks down at Waldo. Bristol creeps forward and peers down at Waldo.

BRISTOL (To himself)
He even sleeps quiet.

Bristol reaches out and pinches Waldo's nose closed. Waldo stirs, then Bristol lets go and stands up, smiling. Waldo opens his eyes.

BRISTOL
You sleep more than an old man like me.

Bristol walks to the door, then turns back.

BRISTOL
Come on. I made you a sandwich.

INT. KITCHEN - MINUTES LATER

Bristol sits at the table, eating Vienna sausages out of a can, with his fingers. Waldo comes in and sits down beside him, where there is a peanut butter and jelly sandwich. Waldo is dressed in an outfit similar to the one he wore the day before, and the hair on the right side of his head is in a cowlick.

BRISTOL
You look like a peanut butter and jelly man.

Waldo smiles. Bristol holds out a Vienna sausage.

BRISTOL
Want one?

Waldo gives a disgusted look at the appearance of the food and slightly shakes his head.

BRISTOL

Suit yourself. I eat a can just
about every day. Ain't killed me
yet.

There is quiet for a moment while the two men eat.

BRISTOL

I got that note you left me.
(A beat)
I don't much like that pretty talk,
though.

Waldo shrugs.

BRISTOL

I reckon my Wanda would've liked it
all right.
(A beat)
You know, being carried off by the
moon and all.

Waldo nods, and Bristol chuckles.

BRISTOL

That would've been a sight in this
world.
(A beat)
I can just see it. That would've
made her sing again.

Bristol sits back.

BRISTOL

Oh, she had a beautiful voice,
Wally.

Waldo has an unhappy look on his face at the mention of this
nickname, but Bristol does not see.

BRISTOL

That's how she caught me, you see.

Bristol leans in.

BRISTOL

Make sure you get a woman with a
sweet voice because you'll have to
hear it for the rest of your life.

Waldo nods, and Bristol looks away.

BRISTOL

But that was all I had in the end.
(A beat)
When she couldn't talk no more, I
was lucky to still have it in my
head.

There is silence for a moment. Waldo chews his sandwich, and
Bristol looks him in the eyes.

BRISTOL

That's why you ought to talk, boy.
So you can be heard.

EXT. CEMETERY - LATE AFTERNOON

Milly, still dressed in her waitressing outfit, sits down in
front of Wanda's grave. She lays down a handful of
wildflowers on top of the headstone. She leans back, pressing
her ear against the marble. She closes her eyes.

MILLY

Tell me something good.
(A beat)
Anything.
(A beat)
I'm smart.
(A beat)
Or I'm pretty.
(A beat)
Or I'm strong.
(A beat)
That you love me.

She turns her head and listens with the other ear.

MILLY

Tell me the truth.

(A beat)

I'm horrible. I'm weak.

(A beat)

And alone.

She opens her eyes and pulls her legs up to her chest.

MILLY

I want to leave, Grandma.

(A beat)

If you hadn't made me promise to
look after Pop, I'd be gone.

(A beat)

What'd he ever do for you?

Milly pauses for a few moments.

MILLY

I don't think Pop knows how to love
anything.

(A beat)

Hell, I don't either.

(A beat)

Not anymore.

Milly chuckles and then rubs her hand through her hair.

MILLY

But God knows I've been looking for
something.

(A beat)

When you got sick, I looked for it
with that nurse, Rick, then with
Rodney. You know him, checked my
oil all the time.

(A beat)

Oh, and let's not forget the guy
who did your makeup for the funeral,
which looked a little over-the-top,
I think you should know.

(A beat)

And then there's Al. The married
one. That was a special low point.
And now . . .

Milly counts on her fingers.

MILLY

Yeah, well. You get the point.

(A beat)

It's just a lot of tired, stupid
fucking.

(A beat)

Well, it's the truth.

Milly looks up at the sky.

MILLY

There's someone else, though, who
. . . I can talk to.

(A beat)

I like him, in an . . . uneasy
sort of way.

(A beat)

And you know what's crazy? He
doesn't even talk.

(A beat)

And I don't want him to.

(A beat)

How screwed up can you get?

INT. MARKS HOUSE - KITCHEN - DUSK

Waldo opens the door and looks up the road. No car is coming.
After a moment, he closes the door. Bristol's HARMONICA can
be heard coming from upstairs. Waldo looks up, then turns on
the porch light.

INT. WINSTON'S BAR - SAME

Milly sits at the bar, alone. She has been drinking for a
while.

EXT. MARKS HOUSE - PORCH - NIGHT

BRISTOL'S HARMONICA can still be heard, playing a slow, bluesy
sounding song. Waldo comes out, carrying the small black case
he moved in with. He sits in a patio chair, opens the case,
and removes an alto saxophone. After assembling it, Waldo
listens to Bristol's place in the song, then Waldo BEGINS
PLAYING. The SOUND OF BRISTOL'S HARMONICA STOPS.

Waldo continues playing. After a few moments, Bristol appears at the door. Waldo sees him, and STOPS PLAYING.

After several seconds of the two men staring at each other, Bristol brings the harmonica to his mouth and PLAYS A FEW NOTES.

Waldo responds by PLAYING A FEW MORE NOTES.

BRISTOL
You know that one?

Waldo smiles, and Bristol walks over, sitting in a second patio chair.

BRISTOL
Start it up.

INT. WINSTON'S BAR - SAME

Milly still sits at the bar. The older woman from the previous night has just FINISHED SINGING. As the MUSIC FOR A SECOND SONG BEGINS, Milly gets up and walks to the stage.

MILLY
Honey, why don't you take a break?

THE MUSIC STOPS.

OLDER WOMAN
Do what?

Milly takes her by the hand and leads her down.

MILLY
Just go on over there and have a drink on me. I'm going to sing a little something.

The older woman looks slightly bewildered.

OLDER WOMAN
Oh . . . all right.
(A beat)
But they don't got your music cued up.

MILLY

Well, I'll just sing by myself.
Go on now.

The older woman walks off, and Milly stands up to the microphone. The few customers pay her little attention.

MILLY

This is one my grandma used to sing.

EXT. MARKS HOUSE - PORCH - SAME

Waldo and Bristol BEGIN PLAYING.

INT. WINSTON'S BAR - SAME

THE MUSIC CARRIES OVER. Milly sways slightly and BEGINS TO SING.²

MILLY

When the bright moon is shining
far up above,
When the stars softly gleam in the
sky;
You are lonely and sad, if you've
no one to love,
You are pining, but don't know why;
There's a story that's told us, and
if it's true,
Someone is dreaming of you, just you,
Dreams of the future, so fair and
bright,
Some heart is calling its mate
tonight.

Rascal walks in and stands at the door with Lena. Milly sees them and pauses.

EXT. MARKS HOUSE - PORCH - SAME

Waldo and Bristol pause with her.

²H. A. Fischler, "Some Day, Some One Will Whisper, 'I Love You,'" 1910, Historic American Sheet Music Project: Duke University Rare Book, Manuscript, and Special Collections Library, 1999.

BRISTOL

Nice and slow with this part, Wally.

They START PLAYING.

INT. WINSTON'S BAR - SAME

THE MUSIC CARRIES OVER. Milly stares at Rascal and Lena, who are standing in the doorway. The SONG CONTINUES.

MILLY

Somewhere, someone is pining the
same as you.

(A beat)

Somewhere, some heart is aching,
if you but knew.

(A beat)

Sometime, someone will wonder if
dreams come true.

(A beat)

Someday, someone will whisper,

(A beat)

"I love but you."

Rascal directs Lena out of the bar. The MUSIC ENDS. There is
LIGHT APPLAUSE.

EXT. MARKS HOUSE - PORCH - SAME

The men have ended their song. Bristol looks down and picks
up the tag on the case. It reads, "Belinda Grey."

BRISTOL

Is that your momma?

Waldo nods.

BRISTOL

She teach you that?

Waldo shakes his head.

BRISTOL

You take lessons?

Waldo nods.

BRISTOL

(A beat)
Where she at now?

Waldo looks off, not responding. Bristol holds up his harmonica.

BRISTOL

My Wanda give me this.
(A beat)
As a wedding gift.
(A beat)
I play it a hell of a lot more now
than I used to.

Waldo looks back and nods. There is a pause.

BRISTOL

Know this one?

He BEGINS PLAYING A LIGHTER, FASTER SONG.

EXT. WINSTON'S BAR - HOURS LATER

Milly comes out and starts walking to her car. Rascal begins walking towards her from the parking lot.

RASCAL

Milly?

Milly looks up, surprised by his presence. She does not stop.

MILLY

Where's Lena?

RASCAL

Home.

Milly gets to her car. Rascal comes up behind her. She turns as he places his hand on her shoulder.

MILLY

What do you want from me?

RASCAL

I heard your song.
(A beat)
I know what you were trying to tell
me.

Milly gives him a puzzled look as Rascal caresses her hair.

RASCAL

Don't be afraid of wanting me.

MILLY

Rascal, I . . .

Rascal puts his finger up to her mouth.

RASCAL

Shhh. Don't say it.
(A beat)
Just show me how you feel.

Rascal leans in, but Milly covers her mouth as she bends over and throws up on the ground in between them. Rascal steps back.

RASCAL

Shit, girl.

Milly searches in her pocketbook, bringing out the handkerchief Waldo previously gave her. She stares at it for a moment, then wipes her mouth. She turns to face Rascal.

MILLY

Good night, Rascal.

RASCAL

You all right?

Milly holds up her hand and gets in the car.

RASCAL

Call me.

Milly drives off.

INT. MARKS HOUSE - WALDO'S ROOM - THIRTY MINUTES LATER

Milly opens the bedroom door. Waldo is asleep. As Milly takes the book of poems and shuts the door, Waldo opens his eyes.

INT. HALLWAY - MINUTES LATER

Waldo knocks on Milly's door. After a second, she opens it. She has changed into a nightgown. She smiles at him.

MILLY

You found me out.

(A beat)

Want your book back?

Waldo shakes his head.

MILLY

(A beat)

You want to sit for a minute?

Waldo hesitates, then gives a slight nod.

INT. MILLY'S ROOM - SAME

Waldo sits on the bed, and Milly sits beside him. Waldo takes out his pad and pen, and begins writing. He hands it to Milly, and she reads it.

MILLY

Damn, I forgot, Waldo. You did eat, didn't you?

Waldo nods, then points at her.

MILLY

No, I wasn't hungry.

Waldo gets up. Milly laughs.

MILLY

I'm fine.

She takes his hand.

MILLY

Sit back down.

Waldo sits, and she looks at him for a moment.

MILLY

How are you doing? Here, I mean.
Does Pop drive you crazy?

Waldo shakes his head.

MILLY

Look, if you get lonely, you can
come to me.

She leans in.

MILLY

I know what it's like to go without
a mother. Mine didn't want me from
the start.

Waldo nods slightly. Milly hesitates, then hugs him. Waldo
looks surprised. After a moment, she looks at him.

MILLY

Don't you ever want to talk?

Waldo shrugs and shakes his head. Milly sighs, laying her
head on him.

MILLY

I think that's nice.
(A beat)
Most guys only say the wrong
thing, anyway.

She sits up and looks at him.

MILLY

But you talk through poetry.
(A beat)
And that's beautiful.

She puts her hand on his cheek. Suddenly, her eyes widen, and
she grabs the poetry book beside her.

MILLY

Why don't we turn to random pages,
and whatever phrase we point to,
that'll be our words?

Waldo smiles.

Milly

Okay?

She opens the book, then reads and points.

MILLY

Here we go.
(A beat)
*(i do not know what it is about
you that closes
and opens; only something in me
understands
the voice of your eyes is deeper
than all roses).*

She smiles at him.

MILLY

Your turn.

Waldo opens the book and reads. He points it out to Milly.

MILLY

*pleasure and pain are merely
surfaces
(one itself showing, itself
hiding one)
life's only and true value
neither is.
(A beat)
Good one.*

Milly takes the book, turning to another page.

MILLY

*(but up
with joy; and up with laughing
and drunkenness).*

Milly laughs and passes Waldo the book.

MILLY

Amen to that.

Waldo opens the book, and points out the line.

MILLY

this motionless forgetful where.

Milly stops laughing. She reads the line to herself several times. She stares at Waldo.

MILLY

That's it.

(A beat)

That's it, exactly.

She kisses him quickly on the lips. Waldo stares at her out of shock. After a moment, her eyes start to water. She hands him the book.

MILLY

You take it. I'm tired.

Waldo hesitates, then slowly gets up and goes to the door.

MILLY

Good night.

Waldo waves, then shuts the door. Milly looks at the door for several seconds, then opens the drawer on the bedside table and looks down at the half full bottle of whiskey. She closes the drawer without taking it out, then lies down.

INT. HALLWAY - SAME

Waldo stands outside Milly's door with his hand on the doorknob. He then places his hand on the paneling, standing there in thought. It looks as though he might turn the knob again, but then the light coming from underneath her door goes out. Waldo pauses, then heads back downstairs.

INT. MARKS HOUSE - WALDO'S DREAM

Waldo's mother stands at the balcony in her blue and white pajamas.

CUT TO:

Waldo, as a boy, sits between Ferrell, who is still a deputy, and an OLD SHERIFF. It is night. Other police officers and emergency vehicle lights can be seen. The two men whisper.

FERRELL

How long you think she's been . . .

CUT TO:

Waldo's feet dangle from the chair.

CUT TO:

The sheriff shrugs.

SHERIFF

Couple days probably.

Ferrell strokes the top of Waldo's head.

CUT TO:

Daytime. Young Waldo strokes his dead mother's head as she lies on the ground.

CUT TO:

Moving towards Waldo's mother on the balcony.

CUT TO:

FERRELL

What about the father?

The sheriff shakes his head.

SHERIFF

Car accident . . . while back.

CUT TO:

A hand touches Waldo's mother as she stands on the balcony.

CUT TO:

Daytime. Young Waldo lies beside his mother on the ground; they are face-to-face.

CUT TO:

FERRELL

What could she've been thinking?

SHERIFF

She always was a bit odd.

(A beat)

Kept to herself. Not real friendly, you know.

CUT TO:

Waldo's mother turns around, but it is now Milly standing on the balcony. She is crying.

CUT TO:

Ferrell picks up young Waldo and carries him. Outside, Waldo looks back at the house, still lit up by emergency lights.

CUT TO:

Moving farther and farther away from Milly, who is still on the balcony.

CUT TO:

Young Waldo, being carried by Ferrell, reaches his hands out as he looks at what is being left behind.

INT. WALDO'S ROOM - MIDDLE OF THE NIGHT

Waldo wakes up. It is dark, except for the light of the moon. He sits up, then, after a few seconds, begins QUIETLY SOBBING. From the corner of the room, someone CLEARS HIS THROAT.

Waldo quiets, then turns on a lamp. Bristol, holding his cane and dressed in old pajamas, sits in a chair in the corner of the room. Both men squint from the light.

BRISTOL

Just me, Wally.
(A beat)
You all right?

Waldo wipes his eyes and nods slightly, but looks down to avoid Bristol's eyes.

BRISTOL

You want me to go?

Waldo looks up, then shakes his head. There is silence for a moment, then Bristol lets out a nervous laugh.

BRISTOL

I'm not real sure how I got here.
Probably out of habit.
(A beat)
I had a dream about her.

Bristol hesitates.

BRISTOL

I uh, . . . I was up on the balcony,
and it was night, and I was looking
through the telescope.
(A beat)
And my Wanda, she was up there on
the moon.

Bristol looks at Waldo.

BRISTOL

Like you wrote.
(A beat)
And she was dancing.
(A beat)
She could get around, and . . . she
had all her hair.

Bristol gestures towards his head.

BRISTOL

Curled up like she liked it.

(A beat)

And then it all started to move.

Closer and closer. That moon just pulled right up beside me.

(A beat)

And there she was. As close as you and me.

Bristol extends his hand.

BRISTOL

She held her hand out like this.

She didn't say nothing, just looked at me.

(A beat)

Before I knew it, there I was, reaching back. And damn if I weren't standing on that moon with her.

(A beat)

All around us was glowing. And she was happy, and I was happy.

Bristol pauses.

BRISTOL

I reckon I woke up to her laughing.

(A beat)

I can't seem to get that out of my head yet.

Bristol looks up.

BRISTOL

You ever have that? Something stuck in your head, won't let you loose?

Waldo nods.

BRISTOL

Yeah, I thought you had.

(A beat)

Can't live like that.

The two men look at each other in silence.

BRISTOL
Want to talk about your dream now?

Waldo looks away. Bristol laughs lightly and stands up.

BRISTOL
Just kidding you, Wally.

Bristol begins walking to the door, then stops.

BRISTOL
You did talk in your sleep,
though.

Waldo looks up with surprise.

BRISTOL
Yeah. You said, "Milly."
(A beat)
Clear as day.

Waldo looks down, but Bristol looks at him curiously. Bristol walks to the door, then opens it.

BRISTOL
Be smart, Wally.
(A beat)
Thanks for listening to an old man.

Waldo looks up at him as Bristol closes the door. Waldo leans his head back on the headboard.

INT. MARKS HOUSE - KITCHEN - MORNING

Bristol sits at the table, eating a piece of toast. The PHONE RINGS.

BRISTOL
Milly!

The PHONE RINGS AGAIN.

BRISTOL (To himself)
Goddamnit.

Bristol gets up and answers the phone as it RINGS a third time.

BRISTOL

Hello.

AL (Filtered)

(A beat)

Mr. Marks? Hi. This is Al, down at the diner.

Bristol shakes his head.

BRISTOL

Hello, Al. We don't hear from you much lately.

AL (Filtered)

Yeah, well. Listen, is Milly there?

BRISTOL

She is. But she don't roll out this early.

AL (Filtered)

Will you please tell her to come in at four today? She'll be working with Donna then.

BRISTOL

All right. Four o'clock.

AL (Filtered)

Thank you, sir. You come around here and visit with us sometime. We all miss you since you closed the store down.

Bristol looks alert.

BRISTOL

Do what?

Al chuckles.

AL (Filtered)
Virginia sure does love the beauty
parlor there now, though. You know
women. The older they get, the
harder they try.

Al laughs again. Bristol's cheeks flush.

AL (Filtered)
Oh, me. You take care now, Mr.
Marks. See you.

Al hangs up, then Bristol hangs up. He is subdued, but
obviously furious.

INT. MILLY'S ROOM - MINUTES LATER

Milly is asleep. Bristol comes in, his face unreadable.

BRISTOL
Milly?

Milly resettles herself under the covers.

BRISTOL
Al just called.

Milly suddenly sits up and looks at the clock. It reads 9:45.
She relaxes.

MILLY
Shit. I thought I was late.
(A beat)
What'd he want?

BRISTOL
You're supposed to go in at four.

Milly rubs her right eye.

MILLY
Okay.

Bristol walks over and sits down in front of her on the bed.
He stares at her for a moment. She gives him a curious look.

MILLY

What?

BRISTOL

I thought maybe since you didn't have to go in till later that you and me could take Waldo to see the store.

(A beat)

Let him see what I put my whole life into.

Milly scratches her head.

MILLY

I don't know, Pop. Waldo might not -

BRISTOL

I already woke him up. He's getting dressed right now. He seemed real excited.

MILLY

Well, I may have some things I need to get done.

She starts to get up. Bristol grabs her arm.

BRISTOL

Like what?

(A beat)

A beauty appointment?

Milly pauses. She looks at Bristol's face. He stares back at her. After a moment, she turns away.

MILLY

Shit.

BRISTOL

How could you, Milly?

Milly stands up.

MILLY

Pop, just don't, all right?

BRISTOL

Don't what? Goddamnit, Milly. It was mine. You had no goddamn right.

Milly turns to face him.

MILLY

Yes, I did, Pop. We needed the money, and it wasn't making any. Everyone was going to the Wal-Mart, anyway. Little stores don't do so well nowadays.

Bristol looks away from her, biting his lip. Milly paces across the room.

MILLY

Besides, Grandma needed lots of stuff done, and I couldn't . . .

BRISTOL

Leave her out of it. Don't use my Wanda as an excuse.

Bristol stands up and starts to leave. Milly raises her voice.

MILLY

That's right, Pop. She was yours, wasn't she? You fucking owned her, didn't you?

Bristol turns to face her. Milly has tears in her eyes.

MILLY

She had a life, too, Pop.

BRISTOL

I was her life.

MILLY

(A beat)
You made damn sure of that.

BRISTOL

What the hell does that mean?

Milly slowly walks towards him.

MILLY

Why was she up at six every morning,
ironing and cooking, huh? Why'd
she give up the beauty salon she
started?

(A beat)

All because you needed to be looked
after. Right, Pop?

Bristol looks away. Milly stands in front of him.

BRISTOL

(A beat)

Her place was here.

MILLY

Well, you put her in her place, all
right. You paved the way to a nice
spot in the cemetery for her.

Bristol swings his cane against the wall, knocking some of
Milly's belongings over. Waldo appears at the top of the
stairs. Bristol trembles, pointing his finger at Milly.

BRISTOL

You won't blame me, damn you. She
had to take care of you, too, girl.

(A beat)

I loved her, goddamnit.

(A beat)

She was my life, too.

Milly only stares at him. Bristol turns and steps into the
hall. Bristol pauses, grabs his arm, then starts to fall.
Waldo catches him. Waldo's eyes meet Milly's.

MILLY

Pop?

Waldo helps him lie back. Bristol's BREATH COMES HARD AND
FAST. Milly wipes her eyes.

MILLY (To herself)
Damn it.

She picks up the phone and dials for an ambulance.

The sun shines through the window at the top of the stairs and reflects off of a picture frame Bristol has knocked off of Milly's bedside table. Wanda is in the picture. The reflections of light land on Bristol's face. He sees the picture, then closes his eyes.

INT. MARKS HOUSE - BRISTOL'S ROOM - BRISTOL'S DREAM - SAME

Bristol is in bed asleep. Sunlight, directly on his face, causes him to wake up. He slowly sits up and looks around. The house is quiet.

INT. HALLWAY - SAME

Bristol walks into the hallway and over to Milly's room. He opens her door, but she is not there. The room is as it always is, but the bed is made. Bristol calls downstairs.

BRISTOL
Milly?

There is no answer. He walks down the stairs. The door to Waldo's room is open. He looks in.

Bristol pauses.

His eyes widen, beginning to water. He whispers.

BRISTOL
Wanda?

INT. HOSPITAL - BRISTOL'S ROOM - AROUND NOON

Bristol lies in the hospital bed, wires connected and MACHINERY BEEPING. He is unconscious. Waldo sits on his left; Milly sits on his right. Milly looks at Bristol's hand. She reaches out to touch it, but stops when the door opens. Milly and Waldo turn to the door. Sheriff Ferrell is at the doorway looking in.

INT. HALLWAY OUTSIDE THE ROOM - SAME

Milly comes out of the room to meet Ferrell. There is an awkward silence. Ferrell hugs Milly, but she does not really hug back. He lets her go. She smiles and wipes her eyes.

FERRELL

What's been said?

MILLY

(A beat)

He just had a heart attack, and
. . . and now he won't talk or
open his eyes or do anything.

(A beat)

I don't know what's going on.

Ferrell puts his hand on her arm.

FERRELL

I'm sorry, Milly.

Milly closes her eyes and nods lightly. Ferrell looks through the window on the door and sees Waldo putting his hand on top of Bristol's. He looks back at Milly.

FERRELL

I just thought I'd come by and
see . . . well, I thought Waldo
might be more of a burden than a
help now. And you might want me
to find somewhere else for him.

Milly looks up at Ferrell and then into the room where Waldo is now holding Bristol's hand. She looks back at Ferrell and shakes her head.

MILLY

No . . . it's all right.

(A beat)

I'm afraid I've probably been
more of a burden on him.

Ferrell smiles and reaches into his pocket. He pulls out an envelope.

FERRELL

Well, then, here's your first
check.

Milly takes it and glances back at the room.

FERRELL

I guess it's right good timing
. . . both Waldo and the money,
I mean.
(A beat)
There's no telling how much
attention he'll need when he
finally does go home.

Milly closes her eyes, shakes her head, and begins to cry.
Ferrell puts his arms around her again. Milly whispers.

MILLY

Oh, God.
(A beat)
I can't.
(A beat)
I can't.

For a moment, Milly continues to cry as Ferrell holds her.
After a minute, she begins to calm down, then pulls away.

MILLY

Sorry.
(A beat)
Would you . . . maybe just take
Waldo home in a while. I . . .
I think I need some time alone.

Ferrell nods.

FERRELL

Sure.

Milly attempts a smile.

MILLY

Thanks.
(A beat)
Thank you.

Without looking back at the room, Milly begins walking down the hall. Ferrell watches her go. The hospital door opens, and Ferrell turns around to see Waldo looking at him.

INT. MARKS HOUSE - WANDA'S ROOM - BRISTOL'S DREAM - SAME

Wanda is in the bed with her eyes closed, looking as she did just before her death. Bristol slowly approaches the bed. Bristol reaches out to touch her, but hesitates, then proceeds to stroke what hair she has left.

BRISTOL

Oh, Wanda. You . . .

(A beat)

You feel just the same.

(A beat)

You are just the same.

Wanda's eyes remain closed. She has no reaction.

BRISTOL

Can you hear me?

She makes no movement. Bristol leans in to whisper.

BRISTOL

It's me . . . It's Bristol.

(A beat)

I'm back with you.

(A beat)

You and me's together.

He raises up, smiling, but she still does not respond. He stops smiling. His tone becomes more serious.

BRISTOL

Wanda. Wake up.

(A beat)

Wanda, wake up.

(A beat)

I said, "Wake up," Wanda.

(A beat)

Wanda, wake . . .

(A beat)

Wake up, goddamnit! Wake up!

Bristol shakes the bed. There is no response. He stumbles back crying. He sits in a chair, holding his head in his hands.

INT. POLICE CAR - LATE AFTERNOON

Sheriff Ferrell drives Waldo home. Waldo sits in the passenger seat, and both men are quiet and solemn.

EXT. DRIVEWAY OF MARKS HOUSE - SAME

Milly's car is in the driveway. Ferrell pulls up, Waldo gets out, and FERRELL'S VOICE CAN BE HEARD SAYING GOODBYE. Ferrell drives away, and Waldo walks up to the house.

INT. MARKS HOUSE - KITCHEN - SAME

Waldo enters. The house is quiet.

INT. HALLWAY - SAME

Waldo walks to his room. He pauses, seeing the door is ajar.

INT. WALDO'S ROOM - SAME

Waldo pushes open the door. A nearly empty whiskey bottle rolls to his feet. Milly sits against the wall across from him, holding a photo album in her lap.

MILLY

Want some?

Waldo hesitantly picks up the bottle and stares at her. He then places it on his bedside table.

MILLY

That's fine. It's really an acquired taste anyway.

Clumsily, she begins to stand up. Waldo goes over to help her.

MILLY

Don't. I got it.

(A beat)

My leg's just asleep.

Waldo backs away and sits on the bed. Milly finally gets up and goes to sit beside him. She carries the album with her.

MILLY

Look.

She flips through some pages.

MILLY

I always kept this down here
so I'd have something to look
at while I sat with her.

She pushes the book towards his lap and flips to a specific page.

MILLY

See, this one doesn't even stick
so good anymore.

She pulls back a flimsy cover and withdraws a picture from the book. The picture is of Milly around the age of ten, sitting in her grandmother's lap. Most of the right side of the picture is missing, a jagged edge exposes how haphazardly the side was torn off.

MILLY

This is the day grandma opened
her beauty shop. I was her
first customer.
(A beat)
Only time I ever had a perm.

Milly laughs and looks at Waldo, then back at the picture.

MILLY

I think I like this one because
I look so silly. So unlike me.
(A beat)
And it's the only picture I've
got where she's actually laughing.

Milly stares at the picture. After a moment, Waldo reaches over and runs his finger along the torn edge. Milly turns to face him.

MILLY

That's where Pop was.

(A beat)

He doesn't smile in pictures.

(A beat)

It looked happier without him.

Waldo looks away in awkwardness, then takes out his pen and pad from his pocket. He writes something, then hands it to Milly.

MILLY

"He loved her."

Milly looks at him, then whispers.

MILLY

How do you know?

Waldo looks down and begins writing again. He holds up the pad for her to see. It reads BECAUSE HE CAN'T LET HER GO.

Milly shakes her head.

MILLY

And what about me?

(A beat)

Does he love me, too, Waldo?

Waldo gives no response.

MILLY

Because I don't think he does.

(A beat)

And I don't think I love him.

(A beat)

I don't feel . . . like I'm
ever going to love anyone again.

They look at each other, then Milly puts the album on the floor. She turns and sits facing Waldo. She puts her hand on his. She hesitates, then speaks.

MILLY

Thank you for being here, Waldo.
(A beat)
I keep thinking that I'm only
getting through this because
you're with me.

Waldo smiles slightly and nods. Milly continues looking at him.

MILLY

You share my sadness with me.
(A beat)
And that's a lot when happiness
is only in a picture.

Milly closes her eyes and starts to sway a little. Waldo is just beginning to move towards her in order to kiss her when she opens her eyes. He pauses.

MILLY

Would you lay down with me? I
think all the whiskey's made me
sleepy.

Waldo nods, and the two lean back, lying side by side on Waldo's bed. Milly closes her eyes, but Waldo looks at her for a few seconds longer before closing his eyes too.

INT. MARKS HOUSE - WANDA'S ROOM - BRISTOL'S DREAM - SAME

Bristol sits in the chair, watching Wanda, who still lies on the bed with her eyes closed. Bristol stands up and drags the chair over to the bed. He sits down beside her.

BRISTOL

Are you punishing me or something?

Wanda does not respond.

BRISTOL

Milly says I did wrong by you.

(A beat)

She hates me for it.

(A beat)

But I reckon she never did
love me the way she did you.

(A beat)

Can't say I blame her. You
always were easy to love.

Bristol reaches out, rubbing her arm.

BRISTOL

I been wanting to tell you that
I love you for the longest time.

(A beat)

And I'm . . . I'm sorry if I was
hard on you.

Bristol looks at Wanda's face, then looks down.

BRISTOL

And I'm ashamed, Wanda, because
I . . . I didn't go to your
funeral. But you know I've never
been one to tolerate a preacher.

(A beat)

And . . . when I thought about
seeing you in that church, I
started thinking about you, in
the church, the day we got
married.

(A beat)

And I saw you in that big white
hat with your roses. And you were
there . . . coming towards me again.

Bristol sighs.

BRISTOL

I couldn't stand to replace that
with you being pushed away from me
in a goddamn box.

Bristol begins sobbing. He lays his head on the bed beside Wanda.

BRISTOL

You were all the life I had in me.

(A beat)

And I'm sorry I didn't see that.

(A beat)

I'm sorry.

Bristol continues crying. After a moment, Wanda's hand reaches up and begins stroking Bristol's hair. Wanda whispers.

WANDA

Bristol.

He looks up. Her eyes are open, and she is smiling. He stands up, puts his arms around her, and kisses her.

INT. MARKS HOUSE - BRISTOL'S ROOM - MILLY'S DREAM

Bristol lies in bed asleep, and Milly stands looking out the window. There is the SOUND OF A CLOCK TICKING. Milly turns and begins walking towards Bristol. She catches a glimpse of herself in the mirror and pauses. She looks forty years older. Milly is shocked and horrified by her appearance. She looks away, and when she looks back, she sees herself as she is.

The door opens. Waldo enters and shuts the door behind him. He pauses, then locks the door. He walks towards Milly and holds her in his arms, tightly. He puts his mouth next to her ear.

WALDO

I love you, Milly.

INT. WALDO'S ROOM - AROUND DUSK

Milly's eyes open. She and Waldo lie beside one another. Waldo's arm is on top of her. She has a nervous look on her face; she glances at Waldo. His eyes open.

MILLY

Did you say something?

Waldo only smiles. Milly turns away.

MILLY

You can't do that.

Waldo stops smiling. After a pause, he reaches over and begins rubbing her arm. Milly quickly gets up.

MILLY

I have to go to the bathroom.

Milly exits the room, and Waldo watches her in surprise.

INT. MILLY'S ROOM - SAME

Milly enters the room and partially closes the door. She sits on the bed and rubs her forehead. She looks down and notices the slip of paper with Rascal's phone number, the paper having fallen off the table earlier. She picks it up and after a second, reaches for the phone.

INT. HALLWAY - SAME

Waldo comes out of his room, carrying the book of poems in his hand. He walks up the stairs and pauses outside Milly's room. Through the cracked door, he can see her folding clothes and putting them into a suitcase while she talks on the phone.

MILLY

All right, I'll meet you there.

(A beat)

Bye.

She hangs up, then begins closing her suitcase. THE DOOR CREAKS as Waldo enters the room. She turns, and he gives her a puzzled look.

MILLY

Hey. I, um . . . I was going to leave you a note.

(A beat)

I've got to go somewhere with . . . a friend. I'll only be gone a day or so.

Waldo glances at the over-stuffed suitcase. She follows his gaze and quickly begins pushing and zipping it shut. She turns back to face him.

MILLY

Will you look after Bristol for
me . . . just until I get back?

Waldo gently nods. She looks away. The envelope with the money from the check she cashed is next to the suitcase. She picks it up.

MILLY

Here, this is yours anyway.

She pulls out three hundred dollars. Waldo does not move, so she walks over and hands it to him. They exchange a look of hesitation. She turns around, grabs her things, and walks back to the door. Waldo does not move. She does not look him in the eyes.

MILLY

(A beat)
Excuse me, Waldo.

After a second, he steps aside. She leaves the room.

EXT. DRIVEWAY - SAME

Milly exits the house, walks to her car, and opens the backdoor. Waldo runs out, coming up to her. She looks at him, and he hands her the book of poems.

MILLY

No, you keep it.

He pushes the book at her. Hesitantly, she takes it.

MILLY

But it was your mom's.

Waldo takes out his pad and writes her a note: YOU'LL BRING IT BACK. He hands it to Milly. She reads it, but does not respond. She gets in the car. Waldo stands, then walks back towards the house. THE CAR STARTS. From the porch, Waldo looks back, waving. Milly waves, then drives off.

Waldo watches until she is out of sight. As the sun goes down, he enters the house.

INT. MARKS HOUSE - KITCHEN - SAME

Waldo shuts the door. After a moment, he reaches for the porchlight switch. He pauses, deciding not to turn it on. He begins to cry as he stands against the door.

EXT. AL'S ROADSIDE DINER - JUST AFTER DARK

Milly sits on a bench outside of the diner, looking at the picture of Florida. Lena walks out of the diner and lights a cigarette. Milly sees her, but ignores her, putting the picture in her pocket. Lena turns, notices Milly, and begins walking towards her.

LENA

What the hell is this?

Milly only looks at her.

LENA

Girl, I'm here working your shift so you can be with that sick son of a bitch. Get your ass in there or get to the hospital.

MILLY

Go to hell.

Lena notices the suitcase.

LENA

Where you going?

MILLY

Somewhere better.

Lena scoffs.

LENA

Fat chance.

Lena sits down beside her. Milly sighs and slides over.

LENA

What you think's going to be better?

MILLY

Well, the people for starters.
(A beat)
And the weather. And the scenery.

LENA

And your job? And your home?
(A beat)
And you?

Milly looks away.

MILLY

Maybe.

Lena scoffs again.

MILLY

What the hell is so funny, Lena?

LENA

Ridiculous is more like it.

MILLY

Well, at least I'm trying. I don't see you getting out of this place.

LENA

That's because I ain't running from nothing.

Milly looks at her, then looks away. She takes a deep breath. After a moment of silence, Rascal's truck pulls into the parking lot. Lena recognizes the truck.

LENA

Girl, you are something.

Milly stands up and waves to Rascal.

LENA

Don't forget your baggage.

Milly gives her a dirty look, then picks up her suitcase and begins walking to the truck. Lena yells to her.

LENA

Hey! Don't you worry about that old man. He lived through your mama doing the same thing.

Milly stops. Lena has already started walking back in. Milly walks to the truck.

INT. MARKS HOUSE - KITCHEN - SAME

Waldo sits with his back against the outside door. He is quietly crying. The house is dark. THE SOUND OF A RECORD comes from upstairs. IT STARTS SOFTLY AND BEGINS TO BUILD.

Waldo becomes quiet. He raises his head, listening. He recognizes the song.

He begins crying again, putting his hands over his head, then covering his ears with his hands.

INT. RASCAL'S TRUCK - SAME

As Rascal drives, Milly sits rubbing her arms and staring out the passenger window. Rascal glances over at her.

RASCAL

You cold?

MILLY

No, I'm just . . . I don't know what I'm doing.

RASCAL

You nervous?

MILLY

About what?

RASCAL

Leaving.

Milly looks at him, but says nothing. She looks at the road.

RASCAL

I was kind of surprised when you called. You like me again?

(A beat)

Or just using my truck?

Milly gives him a surprised look.

RASCAL

It don't matter either way. I just don't want to get my hopes up.

He grins. She gives him a half smile.

MILLY

I guess I wanted to give paradise a try.

RASCAL

I know how that is. Moving around's just natural to me.

(A beat)

Something you don't like, you can always leave it behind.

(A beat)

I admire you, Milly.

MILLY

Why?

RASCAL

Because the world's only made up of those that get left and those that do the leaving. I learned that when I was little. My daddy hitched our home up to his truck and took off.

MILLY

Are you serious?

RASCAL

Yes, ma'am. I got home and
the only thing left was the
concrete steps Momma was crying
on.

Milly shakes her head. Rascal pauses.

RASCAL

I decided I'd never get left again.
(A beat)
Leaving's really the only option you
got.

Rascal stares ahead. Milly looks out her window. She sees
the sign: CHILDREN'S HOME NEXT EXIT. She takes a deep
breath.

MILLY

What about the people who
get left behind?

RASCAL

Well, that's the beauty of
the situation. You don't
have to worry about them.

They look at each other.

RASCAL

They survive.
(A beat)
And so do you.

They both stare straight ahead in silence.

INT. MARKS HOUSE - HALLWAY - SAME

Waldo slowly walks down the hallway and stands at the foot of
the stairs. The house is still dark, except for the moonlight
coming in through the window at the top of the stairs. THE
MUSIC CONTINUES.³

³James V. Monaco and Joe McCarthy, "I'm Crying Just For You," 1913,
Historic American Sheet Music Project: Duke University Rare Book,
Manuscript, and Special Collections Library, 1999.

SONG

I never knew what love could do,
(A beat)
I never knew I could feel blue,
(A beat)
I never knew 'till I met you,

Waldo begins walking up the stairs.

SONG

But now I'm learning,
And how I'm yearning.
(A beat)
I gave you all the love I had,
I thought that you could make me
glad,
And now you ask me why I'm sad,
I'll tell you why I cry for you.

Waldo stands outside of Bristol's door, where the music is coming from. He hesitates, then pushes the door open.

INT. BRISTOL'S ROOM - WALDO'S MEMORY - SAME

The room does not look the same as Bristol's; it now appears as it did when Waldo's mother, Belinda, lived there. Belinda stands on the balcony, wearing her blue and white pajamas. The song is coming from the record player by the bed. The MUSIC BECOMES INDISTINCT. Waldo stands in the doorway, but now appears as he did when he was eight.

YOUNG WALDO

Momma, don't you want to play?

She does not turn around.

YOUNG WALDO

Momma.

She puts one leg over the railing.

YOUNG WALDO

Say, "Where's Waldo?"

She now sits on the railing. He begins walking towards her.

YOUNG WALDO

Momma.

She turns her head. He pauses.

BELINDA

Shhh.

She turns back around. As she jumps, he begins running up to her.

EXT. BALCONY - SAME

As he runs out onto the balcony, he is back in his present-day form. He runs into the railing, accidentally knocking over the telescope. He watches it fall to the ground. He turns around. THE MUSIC HAS STOPPED. The room looks like Bristol's again.

Waldo begins whispering; as he repeats the phrase, his voice builds to a scream.

WALDO

Don't leave me.

(A beat)

Don't leave me.

(A beat)

Don't leave me!

(A beat)

Don't leave me!!

INT. MOTEL ROOM - LATER THAT NIGHT

Rascal and Milly are having sex. Rascal is on top, with his head buried in Milly's shoulder. Milly looks distracted and distant.

INT. MARKS HOUSE - WANDA'S ROOM - BRISTOL'S DREAM - SAME

Bristol and Wanda lie in the bed, looking at one another. Bristol speaks in a low voice.

BRISTOL

I been feeling like a ghost
since you died.

(A beat)

Milly and me . . . we can't
even talk no more.

(A beat)

I reckon she'd be less miserable
if I just went on.

He sniffs.

BRISTOL

All I do now is talk about you
to a fellow I don't even know.

(A beat)

I sound like a crazy man all the
time. But I ain't.

(A beat)

I was just figuring out that you
was all I had.

He rubs her face.

BRISTOL

I don't feel like living no more,
Wanda.

(A beat)

I want this right here to be my
ending.

Wanda whispers to him.

WANDA

Sing for me?

Bristol chuckles.

BRISTOL

I ain't much of a singer.

She smiles. He sits up and rubs his eyes. He sees the
moonlight coming through the window. He walks over.

BRISTOL

It's real bright.

Looking up at the moon, he BEGINS TO HUM. After a moment, he BEGINS TO SING.⁴

BRISTOL
I hear you calling me,
No use to sigh,
Stop your worrying,
I'll be hurrying,
To you bye and bye;

His voice carries over through the next scene.

INT. BRISTOL'S ROOM - SAME

Waldo closes the doors to the balcony. The moonlight shines through the curtains. Waldo turns and sees the harmonica, illuminated by the moon, lying on Bristol's bedside table.

BRISTOL (V.O.)
Night shades are gathering,
I'll join you soon,

Waldo walks over and picks up the harmonica. He PLAYS A NOTE, THEN PAUSES.

BRISTOL (V.O.)
We'll be strolling shortly
you and I,
In the valley of the moon.

Waldo takes the harmonica and begins walking to the door.

BRISTOL (V.O.)
I was lonesome, so were you,
There was nothing for us to do,
But to lose our hearts both you
and I,
In the valley of the moon.

THE SONG ENDS. Waldo stands in the doorway. He looks over the room, then closes the door.

⁴Jeff T. Branen, "In the Valley of the Moon," 1913, Historic American Sheet Music Project: Duke University Rare Book, Manuscript, and Special Collections Library, 1999.

INT. MOTEL ROOM - LATER THAT NIGHT

Rascal IS SNORING. Milly is unable to sleep. She sighs and rolls over on her side, facing the window. Among other things, the book of poems, illuminated by the moon, lies on a small round table.

Milly sits up, walks over to the table, and sits down. She picks up the book and pulls back the window curtain for more light.

As she holds the book, she realizes there is a piece of paper marking one page. She opens the book and sees that Waldo has circled a section for her in red marker.

The paper marking the spot is the one from his notebook that reads: BECAUSE HE CAN'T LET HER GO.

As she reads the note, Milly smiles. She reads the passage and begins to cry. She looks at Rascal, then closes the book.

INT. MOTEL ROOM - MOMENTS LATER

Milly lays the photograph of Florida on the table. She closes her suitcase and begins to unlock the door. Rascal STOPS SNORING and turns around.

RASCAL

What's going on?

Milly opens the door and stands there with her suitcase. Her face is illuminated.

RASCAL

You leaving?

MILLY

No.

(A beat)

I'm going back.

Milly walks out, closing the door behind her.

INT. MARKS HOUSE - KITCHEN - SAME

The PHONE RINGS FOR A LONG TIME. Finally, Waldo picks it up. He puts it next to his ear.

INT. PHONE BOOTH - BUS STATION - SAME

Milly has the book open to the same page. She hesitates, then begins reading.

MILLY

*now i love you and you love
me.
(A beat)
(and books are shuter
than books
can be)
and deep in the high that does
nothing but fall
(with a shout
each
around we go all)
there's somebody calling who's we.*

INT. KITCHEN - SAME

Waldo remains listening. He begins to smile.

INT. PHONE BOOTH - SAME

Milly continues reading.

MILLY

*we're anything brighter than
even the sun
(we're everything greater
than books
might mean)
we're everyanything more than
believe
(with a spin
leap
(A beat)
alive we're alive)
(A beat)
we're wonderful one times one.*

Milly closes the book and pauses.

MILLY
There's nothing in here for me
to respond with.
(A beat)
Nothing sounds right.

Milly hesitates.

MILLY
I'm just tired of everything.
(A beat)
I'm tired of me.
(A beat)
I want to feel alive again,
and damn it . . .
(A beat)
Maybe love is my only option.

INT. KITCHEN - SAME

Waldo has tears in his eyes.

MILLY (Filtered)
You can speak to me if you want
to.
(A beat)
Please.

Waldo sighs and begins to smile.

INT. PHONE BOOTH - SAME

Milly pauses, listening. She glances at the book.

MILLY
I thought you wanted me to
bring it back.

He responds, and she smiles.

MILLY
All right. I'll do it.
(A beat)
I . . . I'll see you tomorrow.
(A beat)
Bye-bye.

Milly hesitates, then hangs up the phone. She takes a deep breath.

INT. KITCHEN - SAME

Waldo hangs up, then wipes his eyes.

EXT. BUS STOP - SAME

Milly walks out of the phone booth. There is a trashcan beside it.

She looks at the book of poems, smiles, then throws it away. She walks to the bus.

INT. KITCHEN - SAME

Waldo opens the trashcan. He reaches in his pocket, then throws away his pad and pen.

INT. BUS - SAME

Milly puts away her stuff and sits down. She is one among six passengers. As the bus begins to move, she looks out the window and up at the sky.

EXT. MARKS HOUSE - PORCH - SAME

The porchlight comes on, and Waldo steps out of the house. He walks over to the side of the porch, takes out the harmonica, and sits on the railing. He PLAYS SEVERAL NOTES, then looks up at the sky. He CONTINUES PLAYING.

EXT. MOON - SAME

Bristol and Wanda, standing on the moon, begin to dance.