

I'LL SEE YOU IN MY DREAMS

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1 INT. CAROL'S HOUSE - BEDROOM - MORNING 1

CAROL PETERSEN (70s) wakes up to her alarm, the clock digits showing 6:00 sharp. A golden retriever DOG is at the foot of her bed. He lifts his head as she responds to the alarm.

Carol sits up in bed and the dog follows her movements, turning his head, both of them moving slowly. She pets the dog.

CAROL
Hey, Hazel. You sleep any better
last night?

1A INT. CAROL'S HOUSE - SIDE DOOR ENTRY - MORNING 1A

Carol removes Hazel's leash from a coat hook and attaches it to Hazel's collar before going out the door.

2 EXT. WALKING PATH - DAY 2

Carol, looking groggy but dressed in sharp-looking jogging clothes, walks the dog through her neighborhood. The dog is hesitant and Carol needs to cajole the dog into motion with each stop.

Carol's neighbor MIKE (late 70s/early 80s) approaches, walking his dog, and stops. The two dogs nuzzle each other in a familiar way.

MIKE
Hey you.

CAROL
Hey Mike.

MIKE
How's Hazel?

CAROL
Don't know. I don't like the looks
of him this morning. He's been
having some rough nights. Walking
funny.

MIKE
Goddamned cancer.

CAROL
He doesn't complain. He acts like
nothing's going on.

MIKE

He sure looks chipper right now.

CAROL

He's chatting with his buddy.

MIKE

(pausing to look at Carol)
You're his buddy, Carol.

3 INT. CAROL'S HOUSE - DAY 3

We see the inside of Carol's home, which is extremely clean and tidy. We see some photographs in her living room: Carol and a handsome MAN, at a table, smiling. Carol and the same man on a boat. And a young, beaming Carol in a black and white photo, circa 1960s, singing in a folk duo.

4 INT. CAROL'S HOUSE - DINING AREA - MORNING 4

Carol sits at a table drinking coffee. She has a New York Times in her hands. Hazel is in the room with her, standing facing the wall, wagging his tail while he eats his breakfast.

5 INT. CAROL'S HOUSE - KITCHEN - MORNING 5

Carol takes some pills and vitamins with water.

6 SCENE OMITTED 6

7 EXT. CAROL'S HOUSE - POOL - DAY 7

Carol waters some of her plants. Hazel sleeps poolside.

8 SCENE OMITTED 8

9 EXT. CAROL'S HOUSE - POOL - DAY 9

Carol eats a sandwich by her pool. She gives Hazel a piece of sandwich.

10 EXT. RETIREMENT COMMUNITY GOLF COURSE - DAY 10

Carol hits a ball with a club while her friend SALLY (65) watches.

SALLY
Nice shot, Carol.

10A INT. SALLY'S HOUSE - LIVING ROOM - DAY 10A
Carol plays bridge as has a laugh with a GROUP OF FRIENDS.

11 SCENE OMITTED 11

12 SCENE OMITTED 12

13 INT. CAROL'S HOUSE - BEDROOM - NIGHT 13
Carol sits on the bed and watches TV with a glass of wine.
Hazel lies next to her in bed.

14 SCENE OMITTED 14

15 SCENE OMITTED 15

16 INT. CAROL'S HOUSE - BEDROOM - DAWN 16
Carol wakes up before the alarm goes off, as if she's heard something. The clock says 5:20. Hazel is not in bed with her. Carol gets out of bed and goes looking for the dog, calling for him. We stay on the empty bed.

CAROL (O.S.)
Hazel? Hazel?

Carol sighs as she finds the dog.

CAROL (O.S.) (CONT'D)
Hey, Hazel. You not feeling so good?

17 INT. ANIMAL HOSPITAL - EXAM ROOM - DAY 17
Carol sits in a chair beside her dog in a euthanasia room. Carol's eyes are red-rimmed, exhausted. She leans over Hazel and embraces him, stroking his fur. She takes his paw, which is wrapped in medical tape and fitted with an IV catheter.

CAROL
I guess this is goodbye, boy, but
the hell if I know what to say.

CLOSE UP on the dog's face. The dog pants and his eyes are glazed over.

CAROL (CONT'D)

I should say you're going to a better place, shouldn't I? Nothing but doggies.

(pauses)

Maybe you don't wanna hear about that. Maybe you better just wait and see.

(she takes a deep breath)

I'm just gonna sit with you as long as they let me.

Carol sits in silence and looks fondly at the dog. A VET opens the door and Carol looks up. Carol knows it's time.

17A INT. ANIMAL HOSPITAL - EXAM ROOM - DAY

17A

CLOSE UP on Carol's face as the Vet administers the injections, which we hear but do not see. While the Vet speaks, Carol pets Hazel.

VET

(softly)

I'm giving him the sedative now. He may close his eyes.

(pauses)

Okay. Now he's very relaxed.

(pauses)

I'm going to inject the pentobarbital. This will stop his heart.

After a long pause the Vet puts on a stethoscope and listens for a heartbeat.

VET (CONT'D)

His heart has stopped.

(pauses)

I'm very sorry. Take as much time as you need.

The VET leaves the room. Carol sits with Hazel.

18 INT. CAROL'S CAR (EXT. ANIMAL HOSPITAL) - DAY

18

Carol, wearing sunglasses to hide tears, heads to her car and gets in. She starts her car. "I Never Dreamed" by The Cookies is on the radio. Carol lets it play and drives off.

- 19 EXT. NEIGHBORHOOD STREET - DAY 19
Carol drives down a quaint neighborhood street.
- 20 EXT. CAROL'S HOUSE - STREET - DAY 20
Carol pulls next to her house.
- 21 INT. CAROL'S CAR (EXT. CAROL'S HOUSE - STREET) - DAY 21
Carol sits in her car. "I Never Dreamed" continues to play.
Carol just sits there, listening to the song.
- 22 INT. CAROL'S HOUSE - SIDE DOOR ENTRY - DAY 22
Carol walks in her house. She has Hazel's leash in her hand.
She looks at it and hangs it up by the door.
- 23 INT. CAROL'S HOUSE - KITCHEN - DAY 23
Carol pours herself a glass of white wine. She pauses, then
adds a bit more. She has a sip and takes a deep breath.
- 24 INT. CAROL'S HOUSE - LIVING ROOM - DAY 24
Carol is sitting in her living room. She has another sip of
her wine. She looks around. The house feels big and empty.
All the lights are off.

Carol hears a rustling nearby. She looks over, then stands up
and takes a few tentative steps toward the sound. At first
she sees nothing, and then sees the snout of a small animal
poking out from behind a cabinet. It stops moving at the
sound of Carol's footsteps. Carol stares in shock, unable to
speak. The animal then comes out from the cabinet and
scuttles along the wall. It is a RAT.

Carol screams at the top of her lungs and runs out of the
living room.
- 25 EXT. CAROL'S HOUSE - POOL - DAY 25
Carol runs to the back doors and opens them, finally getting
outside. Carol, shaken by the whole incident, looks in the
door to see if she can see the rat.

Carol, having nodded off on her outdoor couch, wakes up. She looks over to see LLOYD (early 30s), a pool guy, standing there with all of his pool cleaning gear. He has a pair of headphones on. He pulls the headphones down around his neck when he sees Carol staring at him.

LLOYD

Afternoon.

(pauses)

You okay?

CAROL

Okay?

LLOYD

You seemed...

CAROL

What? Are you saying you thought I was dead?

LLOYD

No, not that. Sorry.

Lloyd begins unloading his gear by the pool, trying to avoid the conversation.

CAROL

Because I'm an old person and I had my eyes closed.

LLOYD

I was just making sure you were okay.

CAROL

No, I'm not okay. I'm terrible.

Lloyd just stares at her, unsure of what to say next.

CAROL (CONT'D)

Who are you? It was always another guy. Richie?

Lloyd has already moved to the edge of the pool and begun setting up his cleaning gear.

LLOYD

Richie, uh, moved on. He had a difference of opinion with the owners. I'm the new guy.

CAROL
Okay, clean away, new guy.

She begins to open the door to go back inside, then hesitates and shuts it. Lloyd puts his headphones on and begins assembling his gear to clean the pool, then pauses and removes the headphones.

LLOYD
You don't look that old, by the way. I mean, I wasn't worried because you look old.

CAROL
(distracted)
You always gotta assume the worst. Don't worry about it.

Lloyd puts his headphones back on. Carol peers into the house and then looks back at Lloyd.

CAROL (CONT'D)
Um... excuse me?

Lloyd removes his headphones.

LLOYD
What's that?

CAROL
I'm sorry. I... Can I ask you a favor?

27 INT. CAROL'S HOUSE - LIVING ROOM - DAY

27

Carol waits on pins and needles while Lloyd searches for the rat.

CAROL
Do you see anything?

LLOYD
I... do not.

CAROL
Keep looking. Check behind the curtains.

LLOYD
Sorry, I didn't see it. Maybe it's gone.

CAROL

Oh god. He's probably going to reappear the second you leave.

LLOYD

Maybe you should call, like, an exterminator?

Carol gives him a look and cautiously enters the house.

CAROL

I can't imagine where it came from. I haven't even seen a mouse in years. I think my dog must've kept them away. But a rat... it was black. Like a bad omen.

LLOYD

So where's the dog?

CAROL

(blankly)
I had to put him down today.

LLOYD

Oh. Jeez, I'm sorry.

Carol doesn't respond.

LLOYD (CONT'D)

I should probably, uh, get back to work.

CAROL

Yes, I'm sorry. Thank you...
(waiting for his name)

LLOYD

Lloyd.

CAROL

Lloyd. I'm Carol.

Lloyd nods and half smiles.

LLOYD

Uh... I'll be right outside if the rat comes back.

Carol nods and Lloyd heads out.

28 INT. CAROL'S HOUSE - DINING AREA - DAY 28

Carol is reading at her dining room table with a new glass of wine. Lloyd knocks on the door.

LLOYD
(through the window)
All set!

Carol smiles and waves. As Lloyd walks away she just sits there, alone in the house.

29 SCENE OMITTED 29

30 INT. CAROL'S HOUSE - BEDROOM - MORNING 30

Carol wakes up to her alarm, the clock digits showing 6:00 sharp.

31 INT. CAROL'S HOUSE - SIDE ENTRY - MORNING 31

Carol heads for the door, dressed in her usual walking outfit. Carol walks out the door, leaving Hazel's leash in it's spot on the wall.

32 EXT. WALKING PATH - DAY 32

Carol walks along the sidewalk. Mike approaches with his dog.

MIKE
You're gonna tell me some bad news,
aren't you. When I didn't see you
guys yesterday...

Carol, petting his dog, nods.

CAROL
Yep.

MIKE
I'm sorry, Carol. It's hard. You
should be thankful that you were
able to do that for him.

Carol says nothing. She isn't choking up but she doesn't want to talk about it.

MIKE (CONT'D)
Carol, if you ever need anything...

CAROL
Thanks Mike.

33 INT. CAROL'S HOUSE - DINING AREA - DAY 33

Carol sits at her table drinking coffee with a copy of The New York Times nearby. She has the Yellow Pages open to an "Exterminators" page.

34 INT. CAROL'S HOUSE - KITCHEN - DAY 34

Carol takes some pills and vitamins with water.

35 EXT. CAROL'S HOUSE - POOL - DAY 35

Carol waters some of her plants by her pool.

36 EXT. CAROL'S HOUSE - POOL - DAY 36

Carol eats a salad by her pool.

37 INT. CAROL'S HOUSE - KITCHEN - DAY 37

Carol and the EXTERMINATOR walk through the kitchen towards the living room.

EXTERMINATOR
I suspect this was a black rat or what we call a roof rat. Very common in Southern California.

CAROL
Where do you think it came from?

EXTERMINATOR
They're everywhere. They live in the trees... they're all over the city.

CAROL
Okay.

EXTERMINATOR
You'd never seen signs of them before? Rodent droppings, gnaw marks on bags of pet food, anything like that? They love dog food.

CAROL

No.

EXTERMINATOR

And you haven't seen it since
yesterday?

Carol shakes her head.

EXTERMINATOR (CONT'D)

Well, I have my doubts that the
rodent is inhabiting your house. I
checked the whole perimeter for
points of entry and I'm not seeing
any holes and there are no signs of
colonization. I'll set a few traps
to make sure but I think what we
have here is an isolated incident.

38 EXT. CAROL'S HOUSE - POOL AREA - DAY 38

Carol opens a garbage can lid and throws away a half-empty
bag of dog food.

39 SCENE OMITTED 39

40 INT. CAROL'S HOUSE - BEDROOM - NIGHT 40

Carol watches some TV with a glass of wine.

41 SCENE OMITTED 41

42 INT. CAROL'S HOUSE - BEDROOM - MORNING 42

Carol wakes up to her alarm, 6:00.

43 INT. CAROL'S HOUSE - DINING AREA - DAY 43

Carol sits at a table reading The New York Times. The phone
rings.

INT. CAROL'S HOUSE - KITCHEN - DAY

Carol walks into her kitchen and picks up the cordless and
looks at the caller ID with a puzzled expression, then
presses the button and puts the phone to her ear.

CAROL

Hello?

KATHERINE (O.S.)

Hi Mom. It's Katherine.

CAROL

I saw your name on the thing... is everything okay?

KATHERINE (O.S.)

Just checking in... I heard about Hazel, Mom.

CAROL

How on earth did you hear that?

KATHERINE (O.S.)

Rona sent me an e-mail.

CAROL

Since when do you and Rona e-mail?

KATHERINE (O.S.)

We e-mail, mom. We're friends on Facebook. I've known her my whole life.

CAROL

You never e-mail me.

KATHERINE (O.S.)

You don't ever use the computer.

CAROL

And you e-mail Rona of all people? How did *she* find out?

KATHERINE (O.S.)

She didn't say. Mom, I'm just... so sorry. It's just terrible news. What happened?

CAROL

When I got up yesterday he was just... he couldn't walk. I carried him to the car myself. They said the cancer had spread everywhere. His spine. You could tell... looking at his eyes... it was time.

KATHERINE (O.S.)

You didn't ask for help?

CAROL
Why. What for?

KATHERINE (O.S.)
Should you even be carrying things
like that...? Heavy things...

CAROL
He was a dog, Kath. Not a thing.
And it was five in the morning.

KATHERINE (O.S.)
I just thought you had a weight
limit, after the back injury, when
was that... didn't you have
surgery?

CAROL
No, I didn't have surgery.

KATHERINE (O.S.)
You didn't? I thought - your back -

CAROL
I see a chiropractor. I also play
golf, I swim, I carry my own
groceries. I clean this house. I...
Not that you'd know, anyway. When
were you last here? Right after
9/11 I think it was?

KATHERINE (O.S.)
I've been there since then.

CAROL
No, no... I think that was the last
time. You couldn't stand the smell
or something and so you came out
here.

KATHERINE (O.S.)
Mom. I came down there to be with
you. It was like going through what
happened with Dad all over again -

CAROL
You spent two weeks watching CNN
and talking to your boyfriend on
your cell phone and never the left
the house.

KATHERINE (O.S.)
Everybody was that way when that
happened.

CAROL

Well, that was the last time you were here. Every other time I've come out there. Did you ever even meet Hazel?

Silence on the line.

CAROL (CONT'D)

(conciliatory)

Okay, never mind - I don't... I don't mean to be... how did you put it? "Guilt tripping" you?

KATHERINE (O.S.)

Okay. I've gotta go, Mom. I'm sorry about Hazel. I hope you're doing okay.

CAROL

The house feels empty without him but I'm okay. Thanks.

KATHERINE (O.S.)

Okay. Love you.

The phone line clicks as Katherine hangs up on the other end. Carol looks at the phone and clicks it off and sets it on the counter. A beat later the phone rings again and she picks it up on the first ring.

CAROL

(irritated)

What.... Yes it is....

(long pause, then quietly)

Thank you. Yes. I'll be by later.

44 EXT. ANIMAL HOSPITAL - DAY 44

Carol exits the hospital carrying a paper bag.

45 SCENE OMITTED 45

46 INT. GROCERY STORE - VITAMIN AREA - DAY 46

Carol browses the shelves, picking up bottles and lifting a pair of reading glasses to her eyes to read the labels. The scene has a tone of eavesdropping on Carol.

STORE CLERK

May I help you find something?

CAROL
I'm not sure.

Store clerk looks at Carol patiently.

CAROL (CONT'D)
I just want to be sure I'm getting
enough of everything.

STORE CLERK
Are you taking supplements now?

CAROL
I take a multivitamin... I take
vitamin C. Calcium. I take some
things a friend gave me... kelp?

STORE CLERK
(patiently)
Do you have any health issues you
want to address?

Carol shakes her head vigorously.

CAROL
No, no, it's not...

STORE CLERK
Okay, so let's look at a few more
basics. Do you take any magnesium?

CAROL
I'm not sure.

STORE CLERK
Magnesium is a very good anti-
inflammatory, very good for the
smooth muscles and the joints.
It's a good all-around anti-aging
supplement.

Store Clerk removes a bottle from the shelf and shows it to
Carol.

STORE CLERK (CONT'D)
This one is very popular.

Carol takes the bottle and looks at the clerk over her
reading glasses. While they are talking, a MAN (70s) is
standing down the aisle from them with an unlit cigar in his
mouth, listening but not looking at them.

STORE CLERK (CONT'D)

What about... are you doing a
probiotic?

47 INT. GROCERY STORE - VITAMIN AREA - DAY 47

Carol continues to look around, her basket now full of various bottles. She picks up a bottle and inspects it. The Man with the unlit cigar comes up to her as she browses.

CIGAR MAN

(pointing at bottle)
You don't need all that.

Carol looks up to the Man.

CIGAR MAN (CONT'D)

You're just right the way you are.

The Cigar Man walks away and Carol just watches him go.

48 SCENE OMITTED 48

49 INT. CAROL'S HOUSE - KITCHEN - DAY 49

Carol comes home with shopping bags in hand. She places them on the counter. She reaches into a paper bag and pulls out a cardboard box. She inspects it. CLOSE UP on the top of the box is a sticker that says "HAZEL: CHERISHED PET OF CAROL PETERSEN." She opens the box and pulls out a keepsake tin.

50 INT. CAROL'S HOUSE - LIVING ROOM - DAY 50

Carol heads into the living room. She puts Hazel's ashes in the keepsake tin next to a very nice vase above her fireplace.

51 EXT. RETIREMENT COMMUNITY - DAY 51

Carol's car pulls into a retirement community. The sign reads "ROYAL OAKS."

52 EXT. RETIREMENT COMMUNITY - DAY 52

Carol walks through the retirement community. Older people walk around, mostly in groups and pairs. A few people sit in lawn chairs outside of their apartments, chatting.

Carol sits at a card table playing bridge with three friends, RONA, GEORGINA, and SALLY, all in their early to mid-70s. A hand has been dealt and the four women are holding their cards and rearranging them in their hands.

Three of them are drinking white wine, with the exception of Sally who is drinking a can of Budweiser.

SALLY

Rona, did you see Jerry today? At the pool?

RONA

Jerry who?

SALLY

There's only the one Jerry.

RONA

There's three Jerrys!

GEORGINA

(counting on her fingers)
Jerry Davis, Gerry Phillips, and Jerry Li.

RONA

See?

GEORGINA

Gerry Phillips is Gerry with a G, though. Does he count?

SALLY

Do you know who he was with?

RONA

Which one?

SALLY

Jerry Davis, for Christ's sake.

CAROL

Are we playing cards, girls? Your bid, Georgina.

GEORGINA

One spade.

RONA

Pass.

CAROL
One no trump.

SALLY
Pass.

GEORGINA
Two no trump.

RONA
Pass.

CAROL
(thinking about it)
Three no trump.

RONA
I'm feeling good tonight, girls.
You guys are *not* winning tonight, I
can tell you that.

Sally laughs.

SALLY
Pass.

GEORGINA
Pass.

The girls start arranging their cards.

RONA
So who the who hell was he with?

SALLY
Who?

RONA
Jerry *Davis*.

SALLY
Oh right. Jerry was with Karen. And
I could've sworn she was doing you-
know-what to him in the pool.

GEORGINA
Sally!

SALLY
Not sex, Georgie. I think she was
just giving him a little tug.

Carol and Rona laugh. Georgina is shocked.

GEORGINA
The language, Sally!

SALLY
What language?

GEORGINA
(shivering)
"Tug."

SALLY
How is that language? I said "tug."
I didn't say she was "jerking him
off." Jeez...

GEORGINA
I don't like that kinda talk.

RONA
You're so sensitive, Georgie.

GEORGINA
I'd just rather not hear about
Jerry Davis' habits in the pool.

RONA
That pool. It's disgusting. Too
many people are in that pool.

SALLY
I love that pool.

RONA
God knows what's in that pool.

CAROL
It doesn't seem particularly clean.

SALLY
Like your pool's a day spa.

CAROL
I have it cleaned once a week.

GEORGINA
Carol, when are you gonna move in
here? A lady just passed on two
cottages over. God rest her soul.

RONA
That reminds me - they have new
brochures. I want you to see the
new brochures, Carol.

CAROL

I don't want to see the new brochures. I already saw the old brochures.

RONA

I'll bring some by this week.

SALLY

Yeah, Carol. You're missing out on all the action.

CAROL

I'm very happy with my house, thank you.

RONA

But that pool, Carol.

CAROL

What about my pool?

RONA

You're all alone there! You could slip and fall and no one would be around to help you. You could drown in that pool.

CAROL

Well, at least it'd be clean.

The girls laugh. Some card playing.

GEORGINA

Carol, how's Hazel been feeling lately?

Carol looks at her.

CAROL

Hazel... He, uh...
(looks at Rona, then looks
down at her cards)
I had to put Hazel down.

All at once GEORGINA and SALLY put their cards down and utter hushed apologies, "Oh, Carol," "For Christ's sake, why didn't you tell us," etc.

GEORGINA

When?

CAROL

A couple days ago.

RONA
That's terrible, Carol.

CAROL
(to Rona)
Don't act so surprised.

RONA
What are you talking about?

CAROL
Don't play dumb, Rona. Kath told me
you told her. How'd you find out
anyway?

RONA
Mike told me.

SALLY
The guy with the dog? Your
neighbor?

CAROL
(to Rona)
Well, aren't you just cozy with
everyone?

Rona is hurt by this. Sally sees it and jumps in.

SALLY
She's just upset, Rona.

RONA
Of course she is. We all loved
Hazel, Carol.

GEORGINA
(to Carol)
How are you holding up?

CAROL
I'm fine. I'm sorry, Ro.

SALLY
To hell with the card game. We
should get good and drunk tonight.
(standing)
I'm getting another. And I got some
of that medical marijuana...

GEORGINA
(to Carol)
What are you going to do?

CAROL
What do you mean?

GEORGINA
I don't know... are you getting
another dog?

SALLY
She's in mourning, Georgina. You
can't just get a new dog right
after. It's not like her car died.

RONA
I couldn't get another dog after my
last one passed. It's just too hard
to replace them.

GEORGINA
I just know you loved that boy so
much.

Carol doesn't respond. The ladies look at each other.

GEORGINA (CONT'D)
We should do something. We should
have a memorial or something. I can
talk to my pastor.

SALLY
Or maybe we can treat you to a nice
dinner out someplace.

CAROL
Look... there's nothing left to do.
He had a good life. Even the cancer
didn't bother him. So I don't let
it bother me either. I'm fine.
Really. I'm gonna play some golf,
do our bridge game on Wednesdays,
try to live a bit longer, and God
willing I don't get the big A...
(shrugs)
...and maybe someday I'll get
another dog.

SALLY
Just a dog?

CAROL
Don't start with that.

SALLY
What?

CAROL
The dating talk. The second husband
talk. You couldn't pay me.

SALLY
But they do pay you. When they
die.

RONA
Not always.

SALLY
And who's saying husband?

GEORGINA
Maybe you could date somebody.

CAROL
Maybe I could stick a fork in my
eye.

RONA
(to Georgina)
Like you've dated since Gary
passed.

GEORGINA
Once you've had the best, who cares
about the rest.

SALLY
Yeah, Rona. Not once you've had the
best you go out and get another one
and then another one and another
one...

RONA
I've only been married three times!

SALLY
Yeah, *only* three.

CAROL
I'm with Georgina. I'm not
interested and that's that.

SALLY
Jeez, Carol, come on. Don't you
ever think about it? Just somebody
to go out with once in a while...
What about Mike?

CAROL
What about him?

SALLY

He's cute. Seems like a nice guy.

RONA

I don't know. Isn't Mike a little...old?

CAROL

I'm not... I'm not interested in anyone right now...

GEORGINA

You're in that big house. All alone. We worry about you.

CAROL

I'm fine.

SALLY

Guys ask about you all the time, Carol. You're a beautiful woman! I can hook you up. I know everyone here.

CAROL

Like it's that simple. If it were that simple...

SALLY

What? You mean you gotta put out?

GEORGINA

(shivering again)

Like with Jerry in the pool.

RONA

That's not what she means.

CAROL

I just mean I don't like my life all complicated. Hazel's gone, but I like my life the way it is. It's easy. I know where everything is.

Carol looks at everyone. Everyone is looking at her.

CAROL (CONT'D)

Never mind. Are we playing cards, girls? Let's play some cards.

The alarm goes off. Carol wakes up and gets out of bed.

55 EXT. RETIREMENT COMMUNITY GOLF COURSE - DAY 55

CLOSE ON: a ball on a tee. A club hits the ball.

Carol watches her shot as it drives down the fairway. She clearly knows what she's doing with a golf club.

Sally is watching as well.

SALLY

What a shot, Carol! Wow.

56 EXT. RETIREMENT COMMUNITY GOLF COURSE - DAY 56

Sally puts and misses. Carol stands on the green nearby.

SALLY

(after missing shot)

Let's just have the maximum shot count be ten, for Christ's sake.

CAROL

The shot count is however many strokes it took you to get the ball in the hole.

SALLY

(walking to her ball)

Golf talk is so sexual-sounding isn't it? Balls, holes, strokes...

CAROL

Just count up your shots, Sally. And be honest.

SALLY

What is this, the PGA?

CAROL

Yeah, the senior-senior tour.

Sally laughs and puts again. She sinks the put.

SALLY

That means I scored a thirteen on this one...

CAROL

Oh fine. Max score can be ten.

SALLY

That's my girl.

57

INT. RETIREMENT COMMUNITY CLUBHOUSE - DAY

57

A bunch of elderly people are sitting around having drinks and enjoying themselves.

Sally is at a table with Carol after their game.

SALLY
You want a drink?

CAROL
It's early. And I'm driving.

SALLY
I didn't hear a no.

A WAITRESS approaches.

SALLY (CONT'D)
A Bud and a glass of chardonnay for
this one. Thanks, dear.

As Sally orders, Carol looks out the window to see the CIGAR MAN from the vitamin store talking to a few gentlemen at a table on the patio. He still has an unlit cigar in his mouth and seems to be in charge of the conversation.

After the Waitress leaves Sally turns around and spots what Carol is looking at.

SALLY (CONT'D)
He's handsome.

CAROL
What?

SALLY
That guy.

CAROL
Which one?

The Cigar Man laughs and has a sip of his whiskey. Sally looks at Carol as if to say, "You know which one."

CAROL (CONT'D)
I've seen him before. He talked to
me at the store the other day.

SALLY
Really? He talked to you.

CAROL
Yeah...

SALLY
What did he say?

CAROL
Something about I'm just fine the way I am...

SALLY
Are you *kidding me*?

CAROL
I don't remember.

SALLY
Oh my god. He's sexy, Carol. He must be new. I can find out.

Sally stands to head over and Carol stops her, making her sit back down.

CAROL
Don't go over there.

SALLY
Look at you, like a nervous schoolgirl. What are you afraid of?

Carol just makes a disapproving face.

SALLY (CONT'D)
Why don't you come with me tomorrow night to this speed dating thing -

CAROL
I'm not doing that.

SALLY
C'mon, Carol. They do it right inside the clubhouse. It'll be good for you. It's fun.

CAROL
I'll bet.

SALLY
You meet some fellas, you talk a little. It's not even dating. It's just socializing. It's no big deal.
(pointing to the Cigar Man)
Maybe he'll be there.

Carol looks up to see the Cigar Man looking at her. They lock eyes for a moment and then the Waitress comes with drinks. Carol looks away.

58 EXT. CAROL'S HOUSE - POOL - DAY 58

Carol has a glass of wine by her pool. It's clear that she's had a few since her date with Sally. She notices something at her pool and heads over. She looks in the pool and sees that the automatic cleaning device is not moving. She makes a face.

59 INT. CAROL'S HOUSE - KITCHEN - DAY 59

Carol is on the phone.

CAROL
Okay.... Thank you.

60 EXT. CAROL'S HOUSE - POOL - DAY 60

The cleaning device is back in the pool, roving around.

LLOYD
Like new.

CAROL
Thank you. What was the problem?

LLOYD
Um... They tend not to work so well when they come unplugged.

Carol shakes her head, knowing how silly the problem was.

CAROL
Ah...

LLOYD
You mind if I use your bathroom?

61 INT. CAROL'S HOUSE - LIVING ROOM - DAY 61

Lloyd comes out of the bathroom and sees Carol's pictures. He focuses on the one of her in a folk band. He looks more closely to see a YOUNG CAROL with a HANDSOME MAN in a black and white photo from the sixties. They have instruments in their hands.

CAROL (O.S.)
Long time ago.

Lloyd looks up to see Carol staring at the photo with him.

LLOYD
Oh, sorry.

CAROL
It's fine.

LLOYD
You were a musician?

Carol nods her head.

CAROL
I was in a folk duo. That was in
New York, a million years ago. We
used to play in the Village. I
sang.

LLOYD
That your husband?

CLOSE ON: The photo and the handsome man with his arm around
Young Carol. Their pose and look of contentment suggest that
they are together.

CAROL
No. That's John.

LLOYD
Oh.

CAROL
My husband came later. Bill.

Carol indicates another photo, the one we saw earlier of
Carol and an older man, their arms around each other,
smiling.

LLOYD
I used to be in a band...

CAROL
Oh?

LLOYD
I sang, too. If you can call it
that.

CAROL
Where were you in a band?

LLOYD

Austin. I just moved back here,
so...

CAROL

What brought you back?

LLOYD

I grew up in the Valley. Austin
didn't work out.

CAROL

(knowingly)

I'm sure you're better off without
her.

LLOYD

Right now it feels like it's the
other way around.

(smiling)

You're pretty smart for an old
lady.

CAROL

You have family here?

LLOYD

Yeah. I'm staying with my mom.

Carol looks at him as if reassessing him while trying not to appear to be doing so. He's a little old to be living back at home.

LLOYD (CONT'D)

Temporarily.

CAROL

Friends?

LLOYD

Not really. Not anymore, no.

CAROL

You want a drink? I was about to
open a bottle of wine. Well,
another bottle.

LLOYD

I'm still on the clock.

CAROL

Oh come on. My dog just died.
Pretend to have a drink with me.

62

INT. CAROL'S HOUSE - DINING AREA - DAY

62

Carol pops open a bottle and begins pouring Lloyd a glass.

CAROL

You want just a little or you want
the full treatment?

LLOYD

Fill 'er up.

She does the same for herself and lifts her glass.

CAROL

Cheers, Lloyd.

LLOYD

Cheers.

They touch glasses and have a sip. Lloyd shakes his head,
enjoying the wine.

LLOYD (CONT'D)

This is really good.

CAROL

I think so, too. So what kind of
music do you sing?

LLOYD

The closest I get to singing
anymore is karaoke night at the
bar.

CAROL

Huh.

LLOYD

But lately I've been writing some
songs.

CAROL

So you're a songwriter?

LLOYD

No... but I studied poetry in
college. This is sort of the same
thing.

CAROL

You mean you went to school to
write poetry?

LLOYD

Yeah. B.F.A.

CAROL

Bet your parents loved you for that.

LLOYD

Yeah. Hence the pool guy getup.

CAROL

No one's hiring poets, huh?

LLOYD

Not currently. Not for like the past ten years.

Lloyd smiles. There's an awkward silence.

LLOYD (CONT'D)

But someday I'll have a lot of good poems about... pools.

Carol laughs.

CAROL

I bet you will.

LLOYD

But it seems like - I mean, you were in a real group.

CAROL

For a bit, yeah. That gentleman in the picture played guitar.

LLOYD

The one who's not your husband.

CAROL

Right. John.

LLOYD

John was pretty handsome.

CAROL

He certainly had a way about him...

LLOYD

You divorced, or?

CAROL

My husband? He died.

They each have another sip of wine.

63 EXT. CAROL'S HOUSE - POOL - EVENING

63

Time has passed and another bottle has been opened. Carol and Lloyd are both a bit tipsy. They share a big laugh.

CAROL

Well, I guess they set it up so you meet a new person every few minutes or something. It sounds awful.

LLOYD

Well, it's an experience, right?

CAROL

I don't know.

LLOYD

It might be fun. Why not?

Carol thinks it over and has another sip of wine.

CAROL

(to herself, tipsy)
Yeah, why not...

Lloyd smiles at Carol.

LLOYD

(checking his phone)
I gotta run. Got to meet my mom for dinner.

CAROL

Oh sure. Sorry I kept you.

LLOYD

Are you kidding? I had a great time. You're a good drinking buddy.

CAROL

You're sweet to say that.

LLOYD

(going to gather his gear)
I'm not just saying it.

Carol smiles while Lloyd goes to gather his gear. As he's getting it together he looks back at Carol.

LLOYD (CONT'D)

Hey, what happened to that rat?

CAROL
 It... left. I think. The guy says
 it was an "isolated incident."
 Whatever that means.

Lloyd nods. There is some silence between them.

LLOYD
 You know, do you wanna... hang out
 some time?

Carol looks at Lloyd.

LLOYD (CONT'D)
 Not like that. I mean...

Lloyd gestures helplessly.

LLOYD (CONT'D)
 Like this. But not here. I mean
 we should go out.

Carol raises her eyebrows.

LLOYD (CONT'D)
 Not... not... go out. I just mean,
 if you're interested, maybe we
 could go do karaoke or something?
 I'd love to see you get up there
 and knock 'em dead.

Carol laughs.

CAROL
 We'll see.

LLOYD
 Okay. Cool.

Lloyd heads out. Carol sits for a beat and then finishes her
 wine by the pool.

CLOSE ON: A paper flyer that says "Speed Dating - This Way"
 with an arrow. Carol and Sally enter the common room.
 Several women are sitting on one side of a long table with
 pitchers of iced tea and drink glasses filled. A few other
 women are standing up and talking. The other side of the
 table is empty.

CAROL
 There are no men here.

SALLY
They'll be here. Trust me.

CAROL
I can't believe I agreed to this.

SALLY
Hey, you called me.

CAROL
I was drunk. My decision-making
skills were at an extreme low.

The woman who runs the speed dating is LESLIE HANSEN (60s).
Leslie taps a spoon on a glass.

LESLIE
Welcome everyone. Welcome. Let's
settle in.

The few women still standing find their seats. Carol and Sally end up seated remotely from each other. As Leslie talks we see the women watching her and listening, but Carol is watching the other women, looking around nervously. Carol seems to already regret her decision.

LESLIE (CONT'D)
I see some familiar faces, some new
faces... this is going to be really
fun.
(points)
The "boys" are waiting in the next
room, and in a just a minute we'll
open the door and they're going to
come in... and we'll begin.

Carol leans back and looks to Sally, who is down the table.
Sally leans back to look at her.

CAROL
(to Sally)
They're gonna unleash them on us
like the bulls in Pamplona?

LESLIE
Each "date" is five minutes long,
and then we shift down the table to
the next date. When I tap the spoon
-
(taps spoon on glass)
- that's your thirty-second warning
that it's time for the men to shift
to the next chair.

(MORE)

LESLIE (CONT'D)
 That's when you want to start
 thinking about exchanging
 information, if that's something
 you want to do. Okay? Are we ready?

No one answers. The women just look around.

LESLIE (CONT'D)
 Oh come on! We can't do better than
 that? Are you ready?

A few audible "Yeah's" and "Yes's" are heard. A woman picks
 up her iced tea and sips it.

LESLIE (CONT'D)
 That's more like it!

The door is opened and a dozen older men come streaming out
 into the room and sit down at the table across from the
 ladies. The Cigar Man is not among them. Carol gives Sally a
 look that says "shoot me now."

LESLIE (CONT'D)
 (taps spoon on glass)
 Let the dating begin!

The table instantly becomes a sea of chatter as the men begin
 talking to the ladies.

OLD GUY 1, a bald man with a rim of white hair and a sweet
 face, is seated across from Carol. His name tag says "Carl."

OLD GUY 1
 Hello. Carol, huh? That's funny.

Carol looks puzzled.

OLD GUY 1 (CONT'D)
 Carol, Carl.

Carol notices his name tag.

CAROL
 Ah.

OLD GUY 1
 Your first time here?

CAROL
 Yes.

OLD GUY 1

Same. I've had some girlfriends,
but I'm looking for someone, you
know, special. To go to the
movies, have a nice dinner out?
That's a dime a dozen. But someone
who's there for you all the time,
to go on walks every day, you know,
a companion.

Carol nods. Awkward silence.

OLD GUY 1 (CONT'D)

So what kind of interests do you
have?

CAROL

(leaning forward)
Interests?

OLD GUY 1

Yeah. Like...

CAROL

Like what do I like to do?

OLD GUY 1

Yeah.

Carol has to think about this for a moment.

CAROL

You mean by myself, or with other
people?

OLD GUY 1

Either one.

Carol looks bewildered. She pours herself some iced tea.

CAROL

How about you tell me about your
interests.

Old Guy 1 looks confused. Carol grabs her glass of iced tea.

OLD GUY 1

I guess my interest right now is
you.

CAROL

I think I'm...

Leslie taps her spoon on glass. Carol flinches, looking towards her.

LESLIE
Thirty seconds! Prepare to shift!

CAROL
Jesus Christ.

Old Guy 1 looks expectantly at Carol and Carol ignores him until the woman taps the spoon on her glass again. Old Guy 1 smiles and nods goodbye and stands, as do the rest of the men, and shifts to the next chair.

OLD GUY 2 sits down.

OLD GUY 2
I'm gonna cut to the chase here.
Is that okay?

Carol looks at him, suddenly interested. This guy is intriguing.

OLD GUY 2 (CONT'D)
Sex is still very important to me.

CAROL
Okay.

OLD GUY 2
And if we were to go out I'd like to get right to it, if you know what I mean. We don't have much time left - no offense.

65 INT. RETIREMENT COMMUNITY - LOBBY - DAY

65

The following montage is quick cuts of older men talking to Carol as they speed date.

BEGIN MONTAGE:

OLD GUY 3
I just moved here from Florida.
It's so cold here. The nights! So frigid. No one told me you have to carry a sweater around with you at all times in California. Nothing like the postcard!

OLD GUY 4
The most important thing is that you're around all of the time.
(MORE)

OLD GUY 4 (CONT'D)

I'm not looking to spend the rest of my life away from a beautiful woman like you. I want to be around you. All of the time.

OLD GUY 3

And it's too cold indoors. This AC is out of control, like what, they're trying to refrigerate us? I'm telling you, you have to carry a sweater with you wherever you go.

OLD GUY 5

Barry Manilow is coming to town and who doesn't love Barry Manilow.

OLD GUY 2

The other stuff is important too, but sex is the most important. At our age - what do we have to lose? What am I afraid of, herpes? So I have herpes for a few years and then what, I'm *dead* anyway. I mean, I don't have herpes, but I don't care if you do. Let's have some fun, huh?

OLD GUY 4

If I'm with you, I want you around me. The last woman I dated - she was never around. She was always going to some bridge club or a movie, coffee with friends. I can't have that. Is that so much to ask?

Leslie taps her spoon on a glass.

END MONTAGE.

66

EXT. RETIREMENT COMMUNITY - DAY

66

Carol and Sally walk away from the Community Building. Carol is visibly dismayed while Sally is trying to appear upbeat.

SALLY

That wasn't so bad, right?

Carol stops walking.

CAROL

Not so bad? I live a long healthy life for this? What the hell was I doing in there?

Some other speed daters are leaving the building and cast looks at them.

SALLY
Oh, lighten up.

CAROL
Did you talk to the herpes guy?

SALLY
One of them had herpes?

CAROL
No, he - he didn't care if I did.

Sally gives a Carol a look.

CAROL (CONT'D)
This is upsetting.

67

EXT. GROCERY STORE - PARKING LOT - DAY

67

Carol puts the groceries in the trunk of her car. A car pulls up behind her, a nice luxury car. The Cigar Man is driving and he honks the horn. This makes Carol jump and turn around, perturbed. She recognizes Cigar Man and points at him.

CAROL
You!

CIGAR MAN
Me?

CAROL
What do you want?

CIGAR MAN
I want to have lunch with you.
What's your name?

CAROL
Yes.

CIGAR MAN
Your name is Yes?

CAROL
Yes, I'll have lunch with you.

CIGAR MAN
Just like that?

CAROL
How else would you like it to be?

The Cigar Man looks at her as if thinking the question over seriously. A car behind him honks its horn.

CIGAR MAN
When?

CAROL
(shrugs)
Now.

CIGAR MAN
Now?

CAROL
I'm hungry.

CIGAR MAN
Won't your groceries spoil? Just
give me your number. I'll call you
and ask you out properly.

CAROL
You're on your way to a date right
now. Is that it?

The HORN honks again.

CIGAR MAN
Just give me your number.

CAROL
You don't have a pen and paper.

CIGAR MAN
Well, we seem to be in a real bind
here... I'll remember your number.

CAROL
Oh yeah? Your brain still that
sharp, huh?

CIGAR MAN
Try me.

Carol looks around and then back at the Cigar Man. The car behind Cigar Man HONKS again.

CAROL
347-6558.

CIGAR MAN
Got it. Is that your cell phone?

CAROL
I don't have a cell phone.

CIGAR MAN
No? Okay, I'll call you... But who
am I calling?

CAROL
Carol.

CIGAR MAN
Carol. It's Bill.

Bill drives off. She stands in the parking lot watching him
drive away.

CAROL
(to herself)
Bill... Christ.

68 INT. CAROL'S HOUSE - LIVING ROOM - DAY 68

Carol sits slouched on her couch watching TV with a glass of
wine. She gets up.

69 INT. CAROL'S HOUSE - KITCHEN - DAY 69

Carol goes to the kitchen with her wine and picks up the
phone, looks for a number in her address book. She dials a
number.

CAROL
Hello, I - I'm looking for Lloyd?
(waits)
Ah. Is he -
(she listens)
Could I just leave a message?

70 INT. CAROL'S HOUSE - LIVING ROOM - DAY 70

Carol is slouched on the couch reading a book. The phone
rings and Carol picks up the cordless.

CAROL
Hello?

LLOYD (O.S.)
 Hey Carol - it's Lloyd. Got your
 message. Everything okay with the
 pool sweep?

CAROL
 Lloyd. Listen, Lloyd. Any karaoke
 going on tonight?

LLOYD (O.S.)
 Um - I'm sure there is. Somewhere.
 I could find a place.

CAROL
 That sounds nice...

Silence on the other end.

CAROL (CONT'D)
 Hello?

LLOYD (O.S.)
 Sorry, I'm thinking. I'm just
 making sure I don't have anything -
 is this like a date?

CAROL
 It's whatever. Does it matter?

LLOYD (O.S.)
 I guess not.

CAROL
 So you'll pick me up?

LLOYD (O.S.)
 Yeah yeah yeah -

CAROL
 What time?

71 EXT. BAR - EVENING 71

Lloyd and Carol walk into the bar.

72 SCENE OMITTED 72

73 INT. BAR - EVENING 73

Lloyd and Carol enter the bar, which is on the empty side and
 looks just like a regular dive bar.

There are mostly men in the bar, drinking alone. The Karaoke hasn't started yet but a GUY is finishing setting up the equipment.

Lloyd and Carol sit at the bar.

CAROL
Have you been here before?

Lloyd shakes his head with a nervous smile.

BARTENDER
What can I get you?

Lloyd gestures at Carol as if to let her order first.

CAROL
I'll have whatever you're having.

LLOYD
Two Modelos.

Carol looks over to the guy getting the mic set up. The beers arrive and Carol lifts the bottle.

CAROL
Cheers.

Lloyd clinks bottles with her. Lloyd does not appear to be at ease and Carol seems to pick up on this.

CAROL (CONT'D)
This is good. I needed this.

LLOYD
Rough day at the office?

CAROL
Not exactly that.

There is an awkward silence between them.

LLOYD
Guess we got here a little early.

CAROL
Yeah. Shouldn't this be happy hour?

LLOYD
Eh... Nowadays people don't go out until late.

CAROL
What time?

LLOYD
10, 11...

CAROL
Even on a weeknights?

LLOYD
Yeah.

CAROL
Don't people have jobs?

LLOYD
Not so much anymore...

Lloyd and Carol have a swig of beer.

74 INT. KARAOKE BAR - NIGHT

74

A GUY sings a karaoke song. Lloyd and Carol are still at the bar leafing through the notebook of karaoke songs. The Bartender comes over with an APPLE MARTINI for Carol.

BARTENDER
There you go.

CAROL
Thank you.

Carol has a sip.

CAROL (CONT'D)
Oh, this is good.
(to Lloyd)
This is good.

LLOYD
Yeah?

CAROL
(to bartender)
What did you make me?

BARTENDER
It's uh... an apple-tini.

CAROL
Apple-tini. I'm gonna write that
down.

Carol writes down "Apple-tini" on a coaster and puts it in her purse. Carol goes back to the karaoke notebook. She nods her head as if she's found something.

CAROL (CONT'D)
I think I got one.

LLOYD
Yeah? Which one?

CAROL
Not telling.

LLOYD
Okay.

CAROL
Yeah. I think I can do this one.
Now you.

LLOYD
I know which one.

CAROL
Already?

LLOYD
I always do the same tune.

75 INT. KARAOKE BAR - NIGHT

75

Lloyd is in the middle of his song. He's singing "I Think We're Alone Now" by Tiffany. He sings passably well, performing the song goofily as if he has done it many times before. Carol watches with a smile.

Scattered applause when he's finished. The place is filling up. He goes back to Carol at the bar.

CAROL
That was good.

LLOYD
Thanks.

CAROL
(looking around)
Looks like that ten o'clock crowd
is starting to filter in.

LLOYD
Yeah. You ready? Did you put your
name down?

CAROL
Yeah...

76

INT. KARAOKE BAR - NIGHT

76

Carol approaches the stage, picks up the microphone. She looks tentative at first but lifts the microphone and begins to sing. The song is "Cry Me A River" by Diana Krall.

Her voice wavers over the first few lines of the song, but by the first chorus she is killing it, and much of the chatter in the bar has quieted - people are locking into it. By the last chorus, random people are whooping and clapping before she's even finished. When she's finished, whistles and cheers and generous clapping.

She returns to the bar. Lloyd is looking at her with new appreciation.

LLOYD

Jesus, that gave me goosebumps.
That was great.

Bartender sets another APPLE MARTINI on the bar.

BARTENDER

On the house.

Carol picks up the drink and has a big sip. Her hand is trembling.

CAROL

Look at me. I'm shaking.

BARTENDER

You can sing, lady.
(to Lloyd)
This your mom?

LLOYD

I wish.

CAROL

Can we go?

LLOYD

Already?

CAROL

I gotta quit while I'm ahead here,
I think.

LLOYD

You are definitely ahead.

77 INT. LLOYD'S CAR (EXT. CAROL'S HOUSE) - NIGHT

77

Carol and Lloyd are parked in front of Carol's place. "Let's Be Still" by The Head and The Heart is playing quietly on Lloyd's car stereo.

CAROL

Thank you for a lovely evening.

Carol sits for a moment, then starts to get out of the car.

LLOYD

So how come you quit singing?

CAROL

I don't remember why. I woke up one day and I wasn't singing anymore. Thanks again, Lloyd.

Lloyd nods.

CAROL (CONT'D)

You want some coffee?

Lloyd makes a face, hesitant.

CAROL (CONT'D)

No, really, I'm making coffee. Don't be an asshole.

LLOYD

Okay.

78 INT. CAROL'S HOUSE - LIVING ROOM - NIGHT

78

Lloyd and Carol drink coffee out of big, colorful, breakfasty-looking mugs, Carol sitting on the couch and Lloyd in an easy chair.

CAROL

I don't even listen to music anymore. Just in the car, maybe.

LLOYD

Why not?

CAROL

I don't know. I still have all my old records right in there.

Carol nods in the direction of a media cabinet.

CAROL (CONT'D)

I can't remember the last time I
put one on.

LLOYD

Let's fucking put one on right now.

CAROL

Be my guest.

Lloyd sets down his coffee and goes to the media cabinet and opens the doors. The cabinet is filled with LP records. In the middle is an old hi-fi with a turntable. Carol watches him move his index finger along the spines of the records. He pulls out a record and turns on the hi-fi.

LLOYD

This is a beautiful turntable.

CAROL

It was Bill's. He was very picky
about stereo equipment.

Lloyd drops the needle on a Billie Holiday record. "They Can't Take That Away From Me" begins playing. Lloyd listens to the song for a bit. Carol watches him thoughtfully.

CAROL (CONT'D)

What kind of plans do you have,
Lloyd?

LLOYD

I'm not in a plan-making place.

CAROL

No?

LLOYD

More like I'm just trying to sock
some money away for now.

CAROL

You gotta be careful with that. It
might be all you end up doing.

LLOYD

Fine by me. I've been trying to
figure out how to do it all my
life. Hasn't exactly worked out so
far. Is that what you did?

CAROL

Something like that.

LLOYD
(heading back to where
Carol is)
So how'd you earn your money?

CAROL
I was a teacher. What they used to
call a schoolteacher.

LLOYD
What'd you teach?

CAROL
I taught all the classes nobody
else wanted to teach. Like Health.
And Typing.

LLOYD
And you saved up money and retired
on that?

CAROL
No. On Bill's life insurance. I
retired early when he died.

LLOYD
So he died young.

CAROL
It was an accident... a plane
crash. It was a big news story for
a long time after. A lot of people
died. He was on a business trip.

LLOYD
When was that?

CAROL
Twenty years ago this spring. You
can Google it. Was one of the big
ones.

Lloyd is quiet for a moment, listening closely to the song.

LLOYD
See, now hearing that makes me want
to live in the moment. Screw the
job.

CAROL
Can't have it both ways, huh?

LLOYD
I guess.

Carol sips her coffee.

CAROL

You don't get it because you're young. You're looking forward to everything.

LLOYD

I sure don't feel like I'm looking forward to anything.

CAROL

A break-up can do that to you.

LLOYD

Well... that happened, but I guess really I came back because of my mother. She's got some health issues... nothing serious, but I'm here taking care of her. I'm not even sure she likes having me around. My dad died a few years ago and I'm just... trying to be responsible. Trying to do the right thing. My other siblings are... busy, I guess. With kids and real jobs and hectic schedules and travel plans.

Carol looks at Lloyd for a beat. Then:

CAROL

You are doing the right thing, Lloyd. That's a noble thing you're doing.

Lloyd shakes his head.

CAROL (CONT'D)

Just know that no matter what you do, everything's gonna run together by the time you're 50.

LLOYD

Yeah?

CAROL

Yeah. Just - time goes by quicker. I don't know, maybe if my daughter had gotten married, if I had some grandchildren... maybe that would've slowed things down here and there.

Carol sips her coffee again and makes a face.

CAROL (CONT'D)

People talk about living in the moment, like it's some kind of goal. But what does that even mean?

LLOYD

I think it just means don't let yourself be weighed down by what you think you *should* be doing, right?

CAROL

That's just... impossible. There's no such thing as that.

LLOYD

Sure there is. You didn't feel it when you were singing?

CAROL

Feel what?

LLOYD

Like you were only doing that thing. You stop being aware of everything else. Like everything wrong with your life just disappears.

CAROL

But people can spend their whole lives doing that, waiting for that feeling, trying to find that feeling over and over again...

LLOYD

I don't know.

CAROL

And in the end, everybody gets it. We wait our whole lives for something and we get it. And you know what it is?

LLOYD

Happiness?

CAROL

It's death.

Lloyd sips his coffee and nods, looking very serious. Carol nods back at him, also looking serious, then bursts out laughing.

79 INT. CAROL'S HOUSE - BEDROOM - MORNING 79

Carol wakes up to her alarm, the clock digits showing 6:00 sharp.

80 INT. CAROL'S HOUSE - LIVING ROOM - MORNING 80

Carol walks into the living room, where Lloyd is asleep on the couch.

CAROL
Rise and shine.

Lloyd opens his eyes. He looks befuddled.

CAROL (CONT'D)
You fell asleep and I didn't know what to do. So I just left you there.

LLOYD
That Billie probably lulled me down.

Carol doesn't say anything. Lloyd rubs his eyes and sits up.

CAROL
I'll make you some coffee but then you should go. I... I have to get on with my day here.

Lloyd looks at her, then looks away.

LLOYD
Okay...

Carol awkwardly smiles at him and goes into the kitchen. Lloyd looks around and starts to gather his things to head out.

81 EXT. CAROL'S HOUSE - STREET - MORNING 81

Rona pulls in front of Carol's house, behind Lloyd's car. She gets out, suspicious of the vehicle. As she does Lloyd come barreling out of the house, heading for his car. He sees Rona looking at him as he does. He stops in his tracks, unsure of what to do.

LLOYD
Hi.

RONA
Hi.

Lloyd then looks down, gets in his car and drives off. Rona watches him go.

82 INT. CAROL'S HOUSE - FOYER, FRONT DOOR - MORNING 82

There's a knock at the door and Carol answers it. It's Rona.

CAROL
Hey. What are you doing here?

RONA
I brought the new brochures. They have floorplans.

CAROL
(waving her in)
Ah. Right. You want some tea?

Rona comes in and Carol shuts the door.

83 INT. CAROL'S HOUSE - KITCHEN - MORNING 83

The brochures sit on the counter as Carol pours some coffee. Rona sits at the counter waiting. Carol brings the coffee.

RONA
Thanks.

Rona curls her hands around the cup.

RONA (CONT'D)
So... who was that guy?

CAROL
What guy?

RONA
The young guy with the bed head that just pulled out of your driveway.

CAROL
You're such a snoop.

RONA

I am not a snoop. I come over here and I see some guy leaving your house at eight in the morning. I'm wondering what's going on, is all.

CAROL

You know what, it's none of your business, Ro.

RONA

Okay, I know what's going on here. Are you some kind of cougar?

CAROL

A *what?*

Rona laughs.

RONA

A cougar.

CAROL

What the hell is that supposed to mean?

RONA

I know what you're up to. You're a cougar and I'm proud of you.

CAROL

Get out of here with that.

RONA

Just don't let him videotape it, it'll be all over the internet.

CAROL

You would know.

Rona laughs again, but underneath it her mood is growing serious.

RONA

You were always the one the guys wanted. Still are, I guess.

CAROL

Ro - stop with that. Why are you talking like that?

RONA
That's just life. Just the way it's
always been. You get the guy.
You're just sneaky about it.

CAROL
(looking away)
I can think of one guy I didn't
get.

Rona looks hurt. This hasn't been brought up in years.

RONA
You were happily married for twenty-
some years and you still think
about this?

CAROL
Every day.

Rona shakes her head and stands up.

RONA
I should go.

CAROL
No, Ro. It's...

RONA
(irritated)
What?

CAROL
Look, forget it. I'll see you for
Bridge tomorrow, yeah?

RONA
Yeah. Just... let me know what you
think of the brochures.

Rona leaves. Carol looks down at the brochures for the
retirement community, the word "ROYAL OAKS" emblazoned on the
cover.

84 EXT. WALKING PATH - DAY

84

Carol walks along the sidewalk in her usual walking outfit.

Per usual, Mike approaches again with his dog.

MIKE
Hey there.

CAROL
Hey, Mike.

MIKE
Nice to see you.

Carol stops and pets the dog.

CAROL
You too, Mike.

MIKE
You holding up okay?

CAROL
I'm doing fine. Just fine.

85 SCENE OMITTED

85

86 INT. CAROL'S HOUSE - KITCHEN - DAY

86

After her walk Carol pours herself a glass of water and notices her answering machine flashing. She hits the button.

ANSWERING MACHINE VOICE
You have two messages.

KATHERINE (O.S.)
Hey mom. It's me. I've got some frequent flyer miles so I bought a ticket to L.A. You're right - I haven't been down in a while so I just figured I'd book it. I'll be in next Tuesday. Hope that's okay. I'll call you later. Love you.

BEEP. Next Message.

BILL (O.S.)
I'm talking to a machine here I guess but the machine said this was Carol.

Carol stops drinking her water and turns to the machine, recognizing the voice.

BILL (O.S.) (CONT'D)
So Carol, this is Bill. I remembered your number so I thought I'd give you a call. Why don't you come on down to the clubhouse today around 11.

(MORE)

BILL (O.S.) (CONT'D)
 I'll be on the patio waiting for
 you. If not - hey, no big deal.

BEEP.

Carol just stands there, thinking.

87 SCENE OMITTED 87

88 EXT. RETIREMENT COMMUNITY CLUBHOUSE - PATIO - DAY 88

Carol walks out onto the clubhouse patio and looks around. There aren't many people around but she sees Bill (Cigar Man) sitting at a nearby table with an unlit cigar in his mouth. He's reading a paper. She approaches.

CAROL

Hi.

BILL

(looking up from his
 paper, happy to see her)
 Hi, Carol. Can I get you anything?

CAROL

I'm okay. I didn't know how to
 dress or whether to bring my
 clubs...

BILL

(standing)
 You're dressed just right. I don't
 play golf.

CAROL

You live on a golf course and you
 don't play?

BILL

I'm not a fan of the game. Never
 had the patience. We're doing
 something else today. My car is
 right over here. You ready?

89 EXT. RETIREMENT COMMUNITY - DAY 89

Bill opens the passenger door to his car, and extends a hand to help Carol in.

CAROL

Where are you taking me?

BILL
You'll see.

90 EXT. SAN PEDRO DOCKS - DAY

90

Bill leads Carol down a dock toward a boat. Bill and Carol stop at a beautiful fishing boat. The name on the boat says "So What."

CAROL
"So What?"

BILL
Miles Davis.

Carol thinks for a second.

CAROL
(excited she remembers)
Kind of Blue.

BILL
You know your stuff.

Carol shrugs then looks from the boat to Bill.

BILL (CONT'D)
You don't get seasick, do you?

91 EXT. BILL'S BOAT - DAY

91

The boat heads out to sea. Carol stands by Bill as he drives. He picks up a cigar and puts it in his mouth. He looks over to Carol and smiles. The guy is nothing but confidence.

92 EXT. BILL'S BOAT - THE PACIFIC - DAY

92

Bill hooks some bait onto a hook. Carol watches.

BILL
You ever fish?

CAROL
Not really.

BILL
It's easy. You throw a line in and wait.

CAROL
That's it, huh?

BILL

Usually, yeah. Good way to get to know someone. And a good excuse to have a few drinks.

Bill throws a line in. They have a seat and he pours her a glass of wine and hands it to her. He plays with his cigar in his mouth.

CAROL

You ever gonna light that thing?

BILL

I used to, all the time. Trying to be health-conscious in my latter years.

CAROL

Oh yeah?

BILL

Yeah. And someone once told me I have an...oral fixation. So...

He puts the cigar back into his mouth.

CAROL

You do this for all the girls?

BILL

I don't do this for anyone. You're the first one out on my boat.

CAROL

Really?

BILL

Would I lie?

CAROL

I have no idea. I'm being very trusting of someone I don't know. For all I know you could be a murderer and you brought me out here to kill me and dump me in the ocean. Like in the Sopranos.

Bill chuckles.

BILL

You watched that show?

CAROL

Every episode.

BILL

That was a great show.

Carol smiles.

BILL (CONT'D)

I usually come out here by myself. I just bought this boat. Took one look at my retirement money and just said - screw it - I'm moving to California and I want a boat.

CAROL

Where were you living?

BILL

Different places. I was living in Kansas City. I don't have kids. I got no one to leave it to. My plan is to spend it all before I go.

CAROL

And how's that going so far?

BILL

So far so good. People retire with all their money and they don't know what to do with themselves. They just sit. They watch TV. They golf. They go out and eat cheap dinners. They go to the movies. Casinos. I didn't want to end up like that.

CAROL

So what are you doing living with all those people in a retirement community?

BILL

I'm a social guy. I don't like to be alone.

Carol nods, taking that in.

BILL (CONT'D)

But I like this, too. I like being out here. Being away from it all.

They look out for a while onto the Pacific. It's serene.

BILL (CONT'D)

How about you. What are you doing living in a retirement community?

CAROL
I'm not.

BILL
Not what?

CAROL
I don't...
(agitated)
...live there.

BILL
No?

CAROL
I have... I have a house.

BILL
So you've got your own place. Huh.
So how come I see you all the time
at Royal Oaks?

CAROL
I've got friends there. The
management lets me use the golf
course... for a fee, of course.

BILL
So why don't you have a cell phone?
Hell, I even have one.

CAROL
I don't like the idea of someone
always being able to find me.
(thinks more about it)
And I like coming home to messages.
It's nice.

Carol looks out at the ocean again.

CAROL (CONT'D)
So this is fishing, huh?

BILL
This is it. They call it fishing,
not catching.

93 SCENE OMITTED

93

94 EXT. BILL'S BOAT - THE PACIFIC - EVENING

94

The boat drives back to shore as the sun sets.

95 INT. NICE RESTAURANT - NIGHT 95

BEGIN MONTAGE:

Beautiful cocktails are delivered to Carol and Bill's table.

Bill and Carol clink glasses.

Champagne is poured.

Appetizers are served along with a beautiful plate of seafood and oysters.

Bill and Carol eat and share a laugh.

Red wine is poured.

The main courses arrive - beautifully presented.

Carol takes a bite of delicious food. Bill watches.

Dessert arrives and they share a chocolate ganache.

Carol, full on food and drink, smiles at Bill.

END MONTAGE.

96 INT. NICE RESTAURANT - NIGHT 96

Carol and Bill enjoy an after dinner cocktail together.

BILL

When did you say your husband
passed away?

CAROL

1994.

BILL

You still seem somewhat... I don't
know, mournful to me.

CAROL

Do I?

BILL

Yeah, there's like a - you almost
seem kind of pissed -

CAROL

Pissed?

BILL
- yeah, but in a sad way, if that makes any sense.

CAROL
Well, my dog died. I had to put him down just last week.

BILL
That must have been sad for you. That would piss me off. I'm very sorry.

CAROL
Yes, I've been feeling like - I guess I'm numb. I thought I would feel... more sad. But I am sad. He was everything in the world to me. I can't put my finger on it.

BILL
It's bittersweet. You can't let them suffer, but you don't want to let them go.
(pause)
It's hard to lose somebody... no matter how many legs they have. It just leaves a big hole. How old was he?

CAROL
Fourteen.

BILL
You'd been through a lot together.

CAROL
Yeah. Do you think he saw it that way?

Carol pauses. She touches her wine glass.

CAROL (CONT'D)
Did you ever lose anyone? A wife, or...

BILL
My wife left me. Then she died.

CAROL
That would piss *me* off.

Bill smiles.

BILL
I like you a little bit, I think.
Yeah. You're okay.

CAROL
Just okay?

BILL
You're not fussy.

CAROL
You don't know me that well.

BILL
That's not important. I know you
well enough to say you're okay.

CAROL
(pausing to look at him)
Okay.

Scene ends with a wide shot of the candlelit table, the two
of them looking at each other.

97 INT. BILL'S CAR (EXT. CAROL'S HOUSE) - NIGHT

97

Bill and Carol pull up to Carol's house.

CAROL
Thank you for a wonderful evening.
Well, day, I guess.

She laughs.

CAROL (CONT'D)
I can't remember the last time I
just... spent the whole day away
from the house.
(thinks about it)
I had a great time.

BILL
Good. I'm glad.

They stare at each other for a moment. Carol, unsure of what
to do next, smiles and goes for the door.

BILL (CONT'D)
Where're you going?

CAROL
Home. Isn't that where I am?

Carol looks at Bill and then they kiss. It's a nice, long passionate kiss. Carol finally pulls away.

CAROL (CONT'D)
Okay... Thank you, Bill.

BILL
Can I see you again?

CAROL
Where did you come from?

Bill smiles.

98 SCENE OMITTED 98

99 INT. CAROL'S HOUSE - KITCHEN - NIGHT 99

Carol walks into the kitchen still feeling a buzz from the day's activities. She makes herself a cup of coffee.

While she's waiting she stands and gets lost in thought, smiling. Then, out of nowhere, the rat runs across the floor. She jumps back, startled. The rat turns and runs in the other direction as she screams and runs out of the kitchen.

100 EXT. CAROL'S HOUSE - POOL - MORNING 100

Carol wakes up on her couch outside, having slept there all night. She rubs her neck and forces herself to get up.

101 INT. CAROL'S HOUSE - KITCHEN - DAY 101

The Exterminator is in the house again. He has a stethoscope on his ears and he listens to the wall with it. He removes the stethoscope from his ears and shakes his head.

EXTERMINATOR
Did you hear anything in the walls overnight?

CAROL
I... no. I didn't sleep here last night.

EXTERMINATOR
I don't see anything... I don't hear anything. He *might* be inside the walls, but...
(MORE)

EXTERMINATOR (CONT'D)

I'll set a few more traps near your plumbing outside.

102 SCENE OMITTED 102

103 INT. CAROL'S HOUSE - KITCHEN - DAY 103

Carol is on the phone. The ROYAL OAKS brochures are in her hand.

CAROL

Hi.... I understand that you may have a unit available?

(listens)

No, that's not necessary. Just wanting to see if it was still available. I'll call back. Thank you.

She hangs up, immediately regretting her call.

104 EXT. RETIREMENT COMMUNITY - EVENING 104

Carol's car pulls into the retirement community. Carol gets out of the car and gathers her things and shuts the door. She heads off towards Sally's apartment. Carol sees a NURSE pushing an elderly NURSING HOME RESIDENT down the sidewalk in a wheelchair. They make their way to an idling minivan where another NURSE is waiting with the door open. Carol stops walking and watches as they struggle to get the Nursing Home Resident to her feet. She staggers into the minivan and they buckle her inside. It is a long and strenuous process.

Carol turns away and keeps walking.

105 INT. SALLY'S HOUSE - LIVING ROOM - DAY 105

Carol, Rona, Georgina and Sally all play their weekly game of bridge. As the girls talk, Carol looks like her mind is elsewhere.

SALLY

I'm getting another beer. Anyone need a refill?

GEORGINA

Maybe I'll split a beer with someone.

SALLY
I'm not splitting a beer with you.

GEORGINA
Why not?

SALLY
Last time you got your lipstick all over the can and you only had one freaking sip. You want a whole one or not?

GEORGINA
I don't know... can you pour me a little in a glass?

Sally rolls her eyes. She looks over to see Carol lost in thought.

SALLY
Carol? You want a refill?

No response.

SALLY (CONT'D)
Carol.

Carol snaps out of it and looks over to Sally.

SALLY (CONT'D)
You haven't said a word all night.

CAROL
I'm just thinking...

GEORGINA
About what?

RONA
I know.

CAROL
You don't know, Ro.

SALLY
What does she know?

RONA
You want to share with the group, Carol? You have something you want to tell us?

CAROL
There's nothing to tell.

RONA
Okay. Be like that, Carol.

CAROL
Can we just play the game here?

GEORGINA
Yes, let's play. Rona, come on.

RONA
What?

SALLY
You want a refill, Carol?

CAROL
Yeah. Sure.

Sally gets up to get more booze when Carol stops her.

CAROL (CONT'D)
Actually... Sally, do you still
have any of that medical marijuana?

106 INT. SALLY'S HOUSE - BEDROOM - DAY

106

The ladies stand around trying to figure out how to smoke out of a vaporizer. All the blinds have been closed and the lamp is on nearby. Georgina has the tube in her hand and Sally is trying to help her.

RONA
I haven't smoked since the
seventies.

GEORGINA
How the heck does this thing work?

SALLY
It's gotta warm up.

Georgina tries sucking on it.

GEORGINA
There's nothing coming out of this
thing. It's broken, I think.

SALLY
Be patient. It's not warmed up yet.

GEORGINA
This is like pre-heating an oven...

RONA
(to Carol)
Have you smoked recently?

CAROL
No. I can't remember the last time.

RONA
Why am I nervous? My heart's
beating so fast.

SALLY
Try it now. Pull slow. This thing
will mess you up.

GEORGINA
I know what I'm doing. All right,
all right, let's get it going.

Georgina pulls on the tube, inhales and then exhales a vapor.
Rona watches.

RONA
(panicked)
Where's the smoke? How come there's
no smoke?

SALLY
It's a vaporizer. I'm not trying to
smell up the whole campus!

RONA
(confused)
A vaporizer?

CAROL
Vapor, Rona!

GEORGINA
(after exhaling)
Oh man... Oh jeez... That's great!

The ladies laugh. Sally passes it to Carol who puts the tube
to her mouth.

SALLY
Ready?

Carol nods and takes a big hit.

107 INT. SALLY'S HOUSE - LIVING ROOM - DAY

107

Georgina and Rona are having a conversation on the sofa. Sally is sitting in an armchair watching them.

GEORGINA

There it is again. Did you hear that?

RONA

I don't hear a thing.

GEORGINA

Really?

SALLY

Me neither.

GEORGINA

You both need hearing aids. Where's Carol?

CAROL (O.S.)

In the kitchen!

RONA

In the kitchen.

CAROL (O.S.)

Same place I was when you asked me two minutes ago!

GEORGINA

(looking worried)

I knew I shouldn't have smoked any of this. You've turned me into an advanced Alzheimer's patient. What is she doing in there?

SALLY

It'll wear off. Just try to relax.

RONA

I'm feeling pretty good.

GEORGINA

There it is again!

RONA

What the hell is it?

GEORGINA

It's like a dog barking.

RONA
What kind of dog?

GEORGINA
Like a little dog.
(holds her thumb and
forefinger about an inch
apart)
Like a little teeny dog.
(makes little barking
noise)
Yip!

RONA
Yip?

GEORGINA
Yip! Yip!

108 INT. SALLY'S HOUSE - KITCHEN - DAY

108

Carol is standing in the kitchen, looking at the many knick-knacks on the walls and shelves. Rona enters.

RONA
Got the munchies?

CAROL
Just looking around.

Rona nods.

CAROL (CONT'D)
This ceramic owl is really staring
me down.

RONA
(quietly)
I didn't steal John from you,
Carol.

CAROL
I never said you did. I just said -

RONA
That he was a guy you didn't get?
Do you really think I had anything
to do with that? I mean, after you
quit singing... you weren't even
together at that point.

CAROL
It's fine. Really, Ro.

RONA

It turned out to be a big mistake,
anyway. It's not like we lived
happily ever after.

CAROL

I know that.

RONA

We never came close to what you and
Bill had. John wasn't the husband
type. If it's still hurting you...

CAROL

It's not.

RONA

(pensive)

Do you think that's what I do,
Carol? That I just go after other
women's men?

CAROL

I've never judged you, Rona. You
know that. I didn't mean anything
by it.

RONA

I've been married and divorced
three times, for Christ's sake...

CAROL

Who's keeping score anyway?

Rona smiles and Carol.

GEORGINA (O.S.)

We found it!

Georgina and Sally enter, holding a broken smoke detector.

GEORGINA (CONT'D)

It was Sally's smoke detector.

The smoke detector is in pieces.

RONA

What the hell did you do to that?

SALLY

It was yipping like a dog.

GEORGINA
 Dead battery. We tried to fix
 it...

Georgina hands the broken smoke detector to Rona.

RONA
 What am I supposed to do with this?

GEORGINA
 (to Carol)
 Carol, did you find anything to
 eat?

Everyone stares at Georgina.

109 INT. GROCERY STORE - NIGHT

109

BEGIN MONTAGE:

The ladies browse the aisles with a shopping cart.

Rona fills a large bag with candy from the bulk bin.

Carol and Sally throw a few bags of chips into their cart.

Georgina just stares at a pile of apples in the produce
 section.

Rona fills up a big bag with walnuts and eats a few.

Sally throws a box of cereal to Carol.

Georgina walks through the frozen section, amazed by
 everything.

Rona eats out of one of her bulk bags and looks around.

Carol and Sally laugh as they walk down an aisle.

Georgina looks at the pastry section.

109A INT. GROCERY STORE - NIGHT

109A

Carol walks up to Georgina who can't stop staring at some
 food in an aisle.

CAROL
 What're you doing?

GEORGINA

Look at this, Carol. Look how many types of crackers there are.

Carol looks at the crackers with Georgina.

GEORGINA (CONT'D)

Can you believe it? Every flavor you can imagine. Gluten free... When I was a little girl the only cracker we had was a saltine. Now look at it.

CAROL

It is a lot of crackers.

GEORGINA

Time moves fast. Our kids are all grown up. I've got a pile a grandkids now. But it feels good. It feels good to know I've left a mark.

CAROL

How do you mean?

GEORGINA

It just feels like I've done my best. And I'm ready, you know? I'm ready for whatever comes next.

CAROL

And what comes next?

Georgina shrugs and smiles.

GEORGINA

I'd like to think I'll get to see Gary again. My whole family...

CAROL

It must be comforting... knowing that.

GEORGINA

Sometimes it is. Sometimes it isn't. But it's believing not knowing.

(pauses)

An afterlife where you get to be with everyone again... It's such a cliché, isn't it? Everything perfect.

Carol doesn't answer.

GEORGINA (CONT'D)

I was raised to believe it. I try
and choose to believe it. It is a
nice thought.

Georgina pauses to reflect.

CAROL

Do you?

Georgina looks at Carol. Her eyes and expression say "no."

GEORGINA

Every day, it's a choice I have to
make. Every day of my life. I have
more reasons not to believe than to
believe. They call that "testing
your faith."

(pauses)

What about you, Carol? What do you
think?

CAROL

I don't know.

(smiles)

I try not to think about it.

GEORGINA

Are you doing okay?

CAROL

I'm fine...

GEORGINA

I pray for you, Carol. I don't know
if it does anything, but it makes
me happy, praying for you.

CAROL

(taking her in, realizing
it's true)

You are happy, aren't you?

GEORGINA

I'm blessed. And I'm blessed to
have you as a friend.

Carol looks at Georgina with a knowing look.

GEORGINA (CONT'D)
Now... which cracker should we get?

110 INT. GROCERY STORE - CHECKOUT LINE - NIGHT 110

The ladies try to put on a straight face as the CHECKOUT GIRL scans their items. Fruity Pebbles, apples, a chocolate bar, beef jerky, sour patch kids, salt and vinegar chips, milk, a frozen pizza.

CHECKOUT GIRL
Having a... party?

The girls respond with a delayed laugh.

111 SCENE OMITTED 111

112 EXT. STREET - NIGHT 112

The ladies walk with their grocery cart down the street. Sally is pushing the cart, Georgina is eating handfuls of cereal from the opened box of Fruity Pebbles, and Rona is chewing on a piece of beef jerky. Carol is chugging from a bottle of water.

GEORGINA
(pointing at the jerky)
You can eat that? How can you eat that?

SALLY
It's good for your gums.

As they walk a POLICE CAR pulls up to them and stops. The police officer, OFFICER KAY shines a light on them. He steps out of his car and approaches them.

OFFICER KAY
Ladies.

The girls stop and squint against the light and try to act straight.

OFFICER KAY (CONT'D)
What's going on here?

The girls look at each other. No one wants to be the one to talk. They are still a few degrees away from realizing that they've stolen the shopping cart.

GEORGINA
We've been shopping.

OFFICER KAY
I can see that. But what are you
doing in the street?

SALLY
There's no sidewalk. How're we
supposed to get home?

GEORGINA
The neighborhood is not pedestrian-
friendly, officer.

RONA
You can't arrest us, for walking.
Can you...?

OFFICER KAY
People usually drive to the grocery
store.

SALLY
Well, we've had a few -

OFFICER KAY
Uh-huh.

SALLY
- so we walked -

RONA
- like good, responsible citizens.

SALLY
Senior citizens.

OFFICER KAY
Any of you ladies ever heard of a
designated driver?

GEORGINA
(reaching into the box of
Fruity Pebbles)
We didn't plan that far ahead.

OFFICER KAY
(staring at Georgina for a
long beat)
Uh-huh. What about this shopping
cart?

GEORGINA

What about it?

OFFICER KAY

You plan on returning that? Because technically that's theft. And then we've got public intoxication...

RONA

Do we look like thieves to you?

OFFICER KAY

(humorlessly)

A thief doesn't have a specific look, ma'am. A thief is just a person who takes something that doesn't belong to them.

RONA

Well, uh...

CAROL

(jumping in)

We borrowed it. Alphonse said it was okay.

OFFICER KAY

Who's Alphonse?

CAROL

He's the manager.

SALLY

Yeah.

RONA

Yeah. Alphonse!

GEORGINA

We're just a bunch of old ladies.

SALLY

We're too old and feeble to *carry* all these groceries home. You understand.

RONA

And we're turning off just a block up the road, officer. We're in the Royal Oaks Retirement Village.

OFFICER KAY

Uh-huh.

Officer Kay looks them over.

OFFICER KAY (CONT'D)
Well... just be safe and stay out
of the middle of the road now.

SALLY
Yes, officer.

Officer Kay gets back in his cruiser and drives off. The girls react like teenagers to the whole situation - laughing and high-fiving.

RONA
"Alphonse"? Who's Alphonse?

CAROL
I don't know. I just made it up.

They walk off down the street joshing and cracking jokes to each other.

113 EXT. SALLY'S HOUSE - BACK PORCH - NIGHT

113

Carol and Sally are sitting on the porch, exhausted, post-stoned.

SALLY
I feel like I need to tune in more.

CAROL
Yeah? To which things?

SALLY
I don't know.

CAROL
You're just stoned.

SALLY
No, that's all worn off. I just feel out of touch, you know? Like I don't know what's going on with you anymore.

CAROL
That's because nothing's going on with me.

SALLY
I wouldn't know.

CAROL
Oh, come on Sally. What are you saying?

SALLY
Like... I feel like you don't want to admit how you're feeling. You just - you don't share.

CAROL
When did I ever share?

SALLY
I'm just saying - nobody knows how you're really doing.

CAROL
I would tell you if I knew myself.

SALLY
You would?

They are quiet for a moment, staring out into the night air.

CAROL
I guess in the back of my mind I'm starting to be convinced that I'm an utter failure.

SALLY
What? How?

CAROL
Maybe in many ways.

SALLY
What on Earth would have convinced you of that?

CAROL
I feel like I've... missed my mark. I've left behind my true self.

SALLY
Left it behind when?

CAROL
Maybe about forty years ago.

SALLY
There's no such thing as your true self.

CAROL

No?

SALLY

That's a bunch of New Age mumbo-jumbo. If everybody were their true selves... what a world of assholes we'd be living in. We'd all be picking food out of our teeth and making kissy lips at each other like orangutans.

CAROL

This is the end, Sally. We're at the end. And if I were to go right now -

(snaps her fingers)

- like that, what's left of me? I mean, Bill's been gone twenty years. And he's just gone. I think of him all the time, but besides that, some snapshots, that's all that's left of him. And when I'm gone - okay, then Kath is still thinking of us. And when she goes, we're both gone. We're all gone. It's like we never existed.

Sally looks at her, stupefied.

SALLY

Carol, I - I just was worried about you, with Hazel gone, whether you were lonely. Jesus, I didn't -

Carol closes her eyes very slowly, then opens them.

CAROL

He was a dog, what more can I say?
I walked him every day -

Carol chokes up on "day" and breaks down crying. Sally puts her hand on her shoulder and rubs her back, comforting her.

114 SCENE OMITTED 114

115 INT. CAROL'S HOUSE - KITCHEN - NIGHT 115

Carol turns on kitchen light, notices her answering machine flashing. She hits the button.

ANSWERING MACHINE VOICE
You have four new messages.

BILL (O.S.)
Hello Carol, this is Bill. I'm just calling to say hello... I'd like to see you again, if you're not busy this week. Give me a call.

BEEP. Next message.

BEEP. Next message.

KATHERINE (O.S.)
Hey mom. It's me. I didn't hear from you, so just making sure it's okay that I'm coming Tuesday. Give me a call when you get a chance. Love you.

BEEP. Next message.

LLOYD (O.S.)
Carol, it's Lloyd. Hey. Um, just checking in. Hope things are good. Okay. Bye.

BEEP. Next message.

She goes to her purse, remembering something. She reaches in her purse and pulls out the COASTER from the bar with Lloyd with "Apple-tini" written on it. She looks at it fondly.

BILL (O.S.)
Hi Carol. Listen. How about tomorrow night? Let me know.

BEEP.

ANSWERING MACHINE VOICE
End of messages.

116 INT. CAROL'S HOUSE - FOYER, FRONT DOOR - DAY

116

Doorbell rings. Carol goes to the door dressed for a casual evening out. When she opens it, Bill is standing there. He is holding a small bouquet of flowers.

CAROL
Hello, stranger. Are those for me?

BILL

Nah. I just thought I'd carry some flowers around tonight.

CAROL

They're beautiful. Come in. I'll put these in some water.

117 EXT. CAROL'S HOUSE - DAY

117

Bill and Carol exit Carol's house just as Rona is walking up the front path. Carol sees Rona and stops.

RONA

Hot date tonight?

CAROL

Oh, Rona... Bill, this is my friend Rona.

BILL

Pleased to meet you. Did you two have plans?

RONA

I was just coming over to see if Carol wanted to go for a walk, but I see you've already got plans.

Rona shoots Carol a look like "not bad."

CAROL

See you, Rona.

118 EXT. BILL'S BOAT - THE DOCKS - NIGHT

118

Bill has decked out his boat with lights for a romantic, laid-back meal of clams and beer with Carol. They sit and enjoy the food. Carol looks around, enjoying herself.

BILL

How are you doing?

She looks up and smiles at Bill.

CAROL

Really good.

119 SCENE OMITTED

119

120 INT. BILL'S CAR (EXT. CAROL'S HOUSE) - NIGHT

120

Carol sits in Bill's car.

BILL

So I'm thinking this is going okay.

CAROL

Yeah.

BILL

That we might spend some more time together.

Carol touches Bill's hand.

121 INT. CAROL'S HOUSE - LIVING ROOM - NIGHT

121

Carol goes into the kitchen while Bill wanders around the room, hands in pockets, looking at photographs.

CAROL (O.S.)

Would you like something to drink?

BILL

Are you having anything?

CAROL (O.S.)

I don't know.

Carol enters. Bill goes to her and kisses her.

CAROL (CONT'D)

What are we doing? Are we doing something?

BILL

I think so.

CAROL

Because I'm out of practice with this sort of thing. And don't say it's just like riding a bike because I can't ride a bike to save my life.

BILL

It's just like swinging a golf club.

CAROL

How would you know? You don't play golf.

Bill kisses her again. They stop and look at each other, caught up in the moment.

CAROL (CONT'D)

Do you need anything?

BILL

No.

CAROL

You don't need one of those pills?

BILL

I don't like pills.

CAROL

You don't take any pills? Not for anything?

BILL

Not if I can avoid it. I don't like side effects.

CAROL

But you'll be okay?

BILL

I don't know. You want me to take an aspirin just in case?

122 INT. CAROL'S HOUSE - BEDROOM - NIGHT

122

Carol turns on her bedside lamp to reveal Bill lying next to her in bed. They are both breathing hard and sweaty.

CAROL

I'm not so sure about your golfing metaphor.

BILL

No. It really is more like riding a bike, I'd say.

CAROL

Yeah. A very... nice bike.

BILL

We should do it again.

CAROL

Not now.

(laughs)

I can't.

BILL

I just meant sometime. I'll need some time to recover. I hadn't done this for a long time myself.

CAROL

I don't believe that.

BILL

It's true.

They stare at the ceiling then Bill turns to her.

BILL (CONT'D)

What did your husband do?

CAROL

(distressed by the question)

Why are you asking about my husband?

BILL

I'm just curious. I'm just trying to get to know more about you.

CAROL

He was a lawyer. His name was Bill, by the way.

BILL

No kidding.

(beat)

What was he like?

Carol genuinely thinks about it.

CAROL

Nothing like you.

123

INT. CAROL'S HOUSE - DINING AREA - DAY

123

Carol and Bill have bagels and coffee and orange juice at the kitchen table; in the middle of the table, in a vase, are the flowers Bill brought for their date. Bill's hair is mussed; he's wearing his clothes from the night before, no shoes. Carol is in a bathrobe.

CAROL

It's supposed to be hot today. We should go for a swim after breakfast.

Bill chews his bagel thoughtfully.

BILL

Have you ever thought about getting remarried?

CAROL

I hope you're speaking theoretically here.

BILL

Maybe.

CAROL

That means you're not speaking theoretically.

BILL

I'm just testing the waters.

CAROL

Get out of the water. I barely know you.

BILL

Is it too soon to ask your thoughts? Just on remarrying, as an idea.

CAROL

I've never seriously considered it.

BILL

Never?

CAROL

I've been married. We get married and next thing, what - I'm washing your underwear?

Doorbell rings. Carol looks at her watch.

CAROL (CONT'D)

Who could that be? Excuse me.

124

INT. CAROL'S HOUSE - FOYER, FRONT DOOR - MORNING

124

Carol goes to the door and opens it. Lloyd is standing there. Carol closes the door partway, blocking the view into the house with her body.

LLOYD

Hey.

CAROL
Hi. Is today a pool cleaning day?

LLOYD
Actually - I quit.

CAROL
Oh.

LLOYD
I got another job -

CAROL
Oh. Good.

LLOYD
- but I wanted to stop by and let
you know I wouldn't be cleaning
your pool anymore.

CAROL
Okay.

LLOYD
The owner and I had differences. Or
actually, we were in complete
agreement that I should not be
working there anymore.

CAROL
I see.

LLOYD
I'd already been looking around for
something, and an opening came up,
so it worked out well.

CAROL
What kind of job did you get?

LLOYD
Pool cleaner. Another outfit. Pools
By Us.

CAROL
Pool By Us?

LLOYD
With the economy what it is - it's
not like I'm changing careers, you
know? I've got skills.

They say nothing for a beat.

LLOYD (CONT'D)
(meekly)
Listen - are we good?

CAROL
Of course we are.

Lloyd nods. Bill appears behind Carol.

CAROL (CONT'D)
Oh - Bill, this is Lloyd.

Bill and Lloyd shake hands. They both appear very confused.

CAROL (CONT'D)
Lloyd, um, is the pool guy.

BILL
Pool guy? Oh.

LLOYD
Actually I was just telling Carol
that I'm no longer going to be
cleaning her pool anymore. I'm
moving on to... other pools.

BILL
I see. Well, do you want to join us
for lunch?

LLOYD
Oh, no. Thanks, though.

BILL
Okay.
(pauses, unsure what to
make of Lloyd)
Nice to meet you.

LLOYD
You too.

Bill walks off. Carol looks at Lloyd and they smile at each other.

LLOYD (CONT'D)
Okay...

CAROL
Yeah.

Lloyd nods and looks around then back at Carol.

LLOYD
Bye, Carol.

125 INT. CAROL'S HOUSE - LIVING ROOM - DAY

125

Bill puts on his shoes. Carol sits on a chair nearby.

BILL
So when can I see you again?

CAROL
My daughter is coming into town tomorrow. I need to spend some time with her and...

BILL
Your *daughter*.

CAROL
Jesus, did I not tell you I had a daughter?

BILL
No. Though I never asked.

CAROL
I have a daughter. Her name is Kath. Katherine.

BILL
Katherine. I'd like to meet her sometime.

Carol rubs her eyes.

CAROL
I'll think about it.

BILL
Okay.

CAROL
I'm sorry. This is all a little new for me.

BILL
I understand.

CAROL
Yeah?

Bill nods.

BILL
I like you, Carol.

Bill gives Carol a kiss and heads out towards the door.

BILL (O.S.) (CONT'D)
(upbeat)
If I don't hear from you, I'll call
you in a few days. Have fun.

126 EXT. CAROL'S HOUSE - DAY 126

KATHERINE (mid 30s) walks up Carol's front path as a TAXI pulls away. Carol comes outside to meet Katherine and they hug.

KATHERINE
Hey mom.

NADINE
Hi, honey.

127 SCENE OMITTED 127

128 INT. CAFE - DAY 128

Carol and Katherine have a light lunch. Carol opens her napkin and spreads it in her lap, avoiding eye contact with Katherine. Katherine takes a sip of water and watches her. They sit for a long time not talking.

KATHERINE
Mom.

CAROL
Yes?

KATHERINE
Are we going to talk at all on this visit, or will it mostly just be us sitting quietly like this?

CAROL
Do you want a glass of wine? I want a glass of wine.

KATHERINE
You go ahead.

Carol starts looking for the waitress.

KATHERINE (CONT'D)
How are you doing, mom?

CAROL
I'm fine.

KATHERINE
I mean, really.

CAROL
Really. I'm fine.

KATHERINE
You seem a little... I don't know.

CAROL
What?

KATHERINE
Different, I guess. Is it Hazel?

Carol waves her off.

KATHERINE (CONT'D)
You always call me back and you
didn't call me back until
yesterday. I was about to cancel my
ticket.

CAROL
I'm sorry. I was just busy.

KATHERINE
With what? You're never busy.

Carol rolls her eyes.

KATHERINE (CONT'D)
I don't mean it in a bad way, mom.
It's just... you've never seemed
particularly busy. I think that's
pretty fair to say.

CAROL
I have a life, sweetie. Hard as it
is for you to imagine, I have a
life.

KATHERINE
I think that's great, mom. I was
just curious.

Silence takes over as Katherine goes back to her salad and
Carol starts to look around for a waitress.

CAROL
Where is that waitress?

Carol looks back at Katherine.

CAROL (CONT'D)
I'm seeing somebody.

KATHERINE
Are you serious?

CAROL
Yeah. I mean... I don't know if
it's serious, but...

KATHERINE
I can't believe it. Is this the
first time in... since Dad? Twenty
years?

Carol doesn't answer.

KATHERINE (CONT'D)
I could tell something was
different. It's in your eyes.
You're not preoccupied with just...
yourself.

CAROL
(irritated)
Thanks.

KATHERINE
Well, you usually are. You know
you are.

CAROL
I'm preoccupied, believe me.

KATHERINE
So what's he like? What's his
name?

CAROL
His name... is Bill.

KATHERINE
Really?

CAROL
I didn't plan it that way.

KATHERINE

How'd you guys meet? On the internet or something?

CAROL

Are you kidding? I just met him, around. At the grocery store. He asked me out.

KATHERINE

The old-fashioned way.

CAROL

Yeah.

KATHERINE

He's a lucky guy. You're a catch.

Carol shrugs and looks around.

KATHERINE (CONT'D)

So do you like him? How long has this been going on?

CAROL

A couple of dates.
(thinking about it)
Yeah, I like him. He's... I don't know. I don't know what the hell I'm doing. It's all very new.

KATHERINE

Yeah, you like him.

CAROL

Maybe.
(changing the subject)
So what's new with you. You getting any work?

KATHERINE

Well... I've got a lead on a teaching job, actually.

CAROL

(surprised)
Really?

KATHERINE

Teaching drama at a private school. I think I might get it. It happened really fast.

CAROL
This is big news. Not what I
expected to hear.

KATHERINE
What do you expect to hear?

CAROL
I don't expect anything.

KATHERINE
Nice. The vote of confidence.

CAROL
You know that's not what I mean.
You happy about it?

KATHERINE
I'm happy about it... it's not
acting.

Carol looks pensive.

CAROL
But it's good work. I hope you get
it.

KATHERINE
Thanks. I hope I do, too.

CAROL
Cheers.

KATHERINE
Cheers, mom.

They clink glasses.

129 INT. CAROL'S HOUSE - KITCHEN - DAY

129

Carol and Katherine enter kitchen with a couple bags of
groceries and set them on the kitchen table.

KATHERINE
So are you going to call him? I'd
like to meet him, actually.

CAROL
I don't know.

KATHERINE

Come on. I'll make spaghetti and we'll just hang out real casual. We won't make a big deal out of it.

CAROL

You're making a big deal out of it right now.

KATHERINE

Whatever.

The answering machine light is blinking. Carol hits the button.

ANSWERING MACHINE VOICE

You have three messages.

BILL (O.S.)

Hey Carol, I know you said you had plans. I'm just calling to say hello.

Carol and Katherine exchange glances.

BILL (O.S.) (CONT'D)

So... hello. That's all. I'll speak to you later. Bye.

BEEP. Next message.

RONA (O.S.)

(panicked)

Carol, God, I wish you had a cell phone. It's Rona. I was at the clubhouse and... just call me.

BEEP. Next message.

RONA (O.S.) (CONT'D)

For Christ's sake honey, call me on my cell. Call me as soon as you can.

130

INT. HOSPITAL - RECEPTION AREA - DAY

130

Carol and Katherine approach a NURSE at a reception area.

CAROL

Hi. I'm here to see my friend. Bill Young. He was admitted earlier.

NURSE
Are you a family member?

CAROL
No. I'm a friend.

NURSE
I'm sorry. At this time only
immediate family are allowed.

Carl takes a deep breath, frustrated. Katherine puts a hand on her back.

CAROL
I'd just like to know if he's okay,
or -

NURSE
I'm sorry. I can't give you any
information if you're not a family
member.

Carol doesn't respond. The Nurse sees how frustrated she is.

NURSE (CONT'D)
If you leave your number I'll try
to get someone to contact you.

CAROL
(smiling but still upset)
Thank you.

Carol and Katherine walk away down the hall. Katherine puts her arm around Carol as they walk.

130A SCENE OMITTED 130A

131 SCENE OMITTED 131

132 SCENE OMITTED 132

133 SCENE OMITTED 133

A134 INT. CAROL'S HOUSE - LIVING ROOM - DAY A134

Carol sits with Katherine. They both have some wine.

CAROL
I don't know why we do this.

KATHERINE

Do what?

CAROL

Why we get attached to people in the first place. It's just so much worry. I barely know this man and now look at me.

KATHERINE

Well, you're a good person.

CAROL

When you were young, just a baby - lucky for you that you don't remember it - you were so sick all the time. I guess like all babies are. Maybe a little more so. It was a lot of illness and hospitals and sleepless nights.

KATHERINE

(attempting to smile)

Not really worth it, huh?

Carol looks at Katherine.

CAROL

It was worth it.

The PHONE RINGS and Carol gets up to answer it in the kitchen. She steps back into the living room with Katherine.

CAROL (CONT'D)

(on phone)

Hello?

MAN'S VOICE (O.S.)

Mrs. Petersen?

CAROL

Yes.

MAN'S VOICE (O.S.)

I'm Ted Lange. Bill Young's attorney. The receptionist here gave me your number. You're a friend of Bill's, is that right?

CAROL

Yes. Yes I am.

LANGE (O.S.)
Well... I'm sorry to say that Bill
passed away. Just a few hours ago.

This hits Carol like a knife in the gut. Katherine stands up,
knowing something is wrong.

LANGE (O.S.) (CONT'D)
I'm very sorry.

CAROL
What was it?

LANGE (O.S.)
It was a stroke. A bad one. He
never regained consciousness.
There was nothing they could do.

CAROL
(keeping it together)
Thank you for the call.

Carol hangs up. Katherine knows what the news is by Carol's
silence. She walks up to her mom and hugs her. She holds her
for a long time.

134

EXT. CAROL'S HOUSE - POOL - NIGHT

134

Carol is sitting outside in a pool chair in the dark with a
cup of coffee in her hands, looking shell-shocked. Katherine
comes out with a cup of coffee.

KATHERINE
You doing okay?

CAROL
I don't know.

Katherine approaches Carol.

KATHERINE
Do you feel like talking?

CAROL
You've still got a box or two of
your things up in the guest room
closet. Maybe you'd better go
through it before you head back.

135 INT. CAROL'S HOUSE - GUEST BEDROOM - NIGHT

135

Katherine is on the floor with her cup of coffee, looking through open boxes of photographs, old greeting cards, notebooks. She finds a photograph of her mother, father, and herself as a young girl. They are all smiling. The photo is about 25 years old. She stands up and takes the photo out of the room.

136 EXT. CAROL'S HOUSE - POOL - NIGHT

136

Carol is still sitting in a pool chair in the dark. Katherine turns on the outside light and comes out.

CAROL

Can you leave that off, please?

KATHERINE

I want to show you something.

Katherine has the photo in her hand and hands it to Carol.

CAROL

(squinting)

Where was this?

KATHERINE

Maine, I think.

CAROL

Yes... Uncle Dave's cabin in Pemaquid.

Carol looks at it as if puzzling it out.

CAROL (CONT'D)

(quietly)

How did I end up here?

KATHERINE

What do you mean?

CAROL

I never thought I'd be seventy. I just never thought about it and... all of the sudden, here I am.

KATHERINE

That's good thing.
(trying to be upbeat)
You're still here.

CAROL

Back when this picture was taken getting old was the furthest thing from our minds. I don't remember ever discussing with Bill, "Why don't you die in a plane crash, and I'll grow old alone."

Silence for a beat. Katherine looks at her mother.

KATHERINE

So what were you thinking of?

CAROL

When the picture was taken?

Carol studies the photo. She shakes her head.

CAROL (CONT'D)

I don't know. Pancakes?

Katherine laughs.

CAROL (CONT'D)

Is it really worth it? Any of it? I mean, look at this. Look at what we had here. We don't have that anymore.

KATHERINE

So we've got something else. And maybe that's the point of it. You can regret it all, or you can -

CAROL

What's the point of it all?

KATHERINE

How can you say that, mom?

CAROL

I just feel like... like I missed something. Incomplete. Like there's supposed to be something more to it. There has to be something more, right?

KATHERINE

You've had a great life, mom. A full life. You had a great husband, you had a music career, you had a wonderful career as a teacher --

CAROL
Not that wonderful.

KATHERINE
You had me... What else is there?

CAROL
That's all in the past tense.
Everything you just said, you're
telling me about things I *had*,
things I *did*.

KATHERINE
So? Isn't that what life is?

CAROL
I don't know.

Katherine looks at Carol; Carol looks back.

CAROL (CONT'D)
I loved your father, honey. I hope
you know that.

KATHERINE
I know, mom.

Carol takes a deep breath.

CAROL
He wanted to get married, this guy.

KATHERINE
Bill? Wow. Did you say yes?

CAROL
No. I was very rude, actually.

KATHERINE
It seems kind of soon to be asking.

CAROL
Not when you're my age. Time is
short, see?

KATHERINE
Well.

CAROL
I guess he could've lived and we
could've gotten married and ended
up growing old together. But I
didn't know him. So who knows?

(MORE)

CAROL (CONT'D)
 Maybe it would've worked out. Maybe
 we would've been happy.

Katherine reaches for Carol's arm.

KATHERINE
 Mom.

Carol looks at Katherine and slightly smiles.

CAROL
 I wonder what your father and I
 would be like now...

Katherine squeezes Carol's hand.

137 EXT. CAROL'S HOUSE - POOL - NIGHT 137

Carol wakes up and sits up in her chair, putting her feet on ground. She looks at her daughter asleep across from her on the couch. She gets up and sits next to Katherine. She strokes her hair, as if she were little again.

FADE TO BLACK.

BEGIN MONTAGE: (*Note: This montage is to imply time passage)

138 SCENE OMITTED 138

139 EXT. RETIREMENT COMMUNITY GOLF COURSE - DAY 139

Carol plays golf with Sally.

140 INT. SALLY'S HOUSE - LIVING ROOM - DAY 140

The Girls play their weekly game of bridge.

141 EXT. WALKING PATH - DAY 141

Carol and Mike run into each other and Carol pets Mike's dog and catches up with both of them.

142 INT. CAROL'S HOUSE - LIVING ROOM - DAY 142

Carol watches from inside her house as a new POOL GUY cleans her pool outside.

143 EXT. CEMETERY - DAY 143

Carol visits her husband's grave at the cemetery. His headstone reads: LIFE PASSES, DEEDS REMAIN.

144 EXT. SAN PEDRO DOCKS - DAY 144

Carol walks along the docks, looking at boats as the sun sets. She sees Bill's boat, "So What," and looks at it fondly.

145 EXT. BAR - DAY 145

Carol walks into the Karaoke Bar that she went to with LLOYD.

146 INT. BAR - DAY 146

Carol walks in. The place is pretty empty. Carol looks around and has a seat at the bar. A FEMALE BARTENDER walks up to her.

FEMALE BARTENDER

Can I get you something?

CAROL

Yeah. I'll have a, uh, apple-tini?

FEMALE BARTENDER

Sure thing.

Carol stops her as she goes to make it.

CAROL

Actually, just a Modelo... please.

The Female Bartender nods and smiles.

CAROL (CONT'D)

Is karaoke tonight?

FEMALE BARTENDER

(delivering the beer)

That's only on Thursdays. Sorry.

CAROL

Oh. No problem. Thanks.

147 INT. KARAOKE BAR - DAY 147

Carol drinks a Modelo at the bar by herself.

END MONTAGE.

148 INT. CAROL'S HOUSE - KITCHEN - MORNING 148

Carol opens her phone book and looks up a number. She dials on her phone and waits.

CAROL
Hi. Is this Pools By Us? I'm
looking to make an appointment.

149 SCENE OMITTED 149

150 INT. CAROL'S HOUSE - FOYER, FRONT DOOR - DAY 150

Carol opens the door to reveal Lloyd in his new pool getup.

CAROL
Nice uniform.

LLOYD
Yeah. Pools By Us is a little
stricter about the dress code. You
like it?

CAROL
It becomes you. I like a man in
uniform.

LLOYD
Right.

CAROL
Come on in.

Lloyd follows Carol inside.

151 INT. CAROL'S HOUSE - LIVING ROOM - DAY 151

Carol stops and turns around to face Lloyd.

CAROL
Do you want something to drink, or?

LLOYD
I'm okay.

CAROL
I don't need the pool cleaned. The
other guy just did it, actually.

LLOYD
Yeah? He do a good job?

CAROL
Eh. He's okay.

There's an awkward silence.

LLOYD
Listen. I'm sorry that I... I came
by the other day when your friend
was here.

Carol doesn't respond.

LLOYD (CONT'D)
I should've called first or
something.

As Lloyd talks, Carol sees the RAT on the other side of the room. She freezes up. Lloyd notices a change in Carol.

LLOYD (CONT'D)
Are you okay?

CAROL
(whispering, pointing)
Rat.

Lloyd turns around and sees the rat, just sitting there.

Lloyd grabs a big, clear bowl on the nearby table and takes some fruit out of it. He gets on the far side of the rat, bowl in hand. The rat takes off towards him and he throws the bowl over the rat, capturing it.

LLOYD
Got it!

The rat runs around, trapped inside the bowl. Lloyd grabs some heavy books and puts them on top of the bowl keeping the rat locked in. Lloyd looks up at Carol.

LLOYD (CONT'D)
What should I do with it? Should I
kill it, or...?

Carol looks at Lloyd and then down to the rat trapped in the bowl. She breaks down and starts to cry. She sits down on the couch and covers her face.

Lloyd, confused, stands up, leaving the rat trapped in the bowl, and walks over to Carol.

LLOYD (CONT'D)
Are you okay? Carol?

Carol continues to cry.

LLOYD (CONT'D)
Carol?

Carol starts to pull herself together.

CAROL
I... I lost a friend. Recently...
You met him. His name was Bill.

LLOYD
That's terrible, Carol.

CAROL
It's okay, it's okay. We went on a
couple of great dates. A sweet guy.
I liked him but, if I'm being
honest, I didn't know him at all.
And then he just...

Lloyd looks on, listening.

CAROL (CONT'D)
I keep wondering what made his body
just...stop. What made it say "I'm
done now."

Carol looks at Lloyd.

CAROL (CONT'D)
I just don't get it, Lloyd.

LLOYD
There's nothing to get.

Carol smiles and wipes away some tears.

CAROL
I hate that fucking rat.

This breaks the sadness and the two of them share a laugh.

LLOYD
Catching that rat might be my
biggest accomplishment right now.

CAROL
Oh, come on.

LLOYD
I'm serious. I'm a bit of a
failure, Carol.

CAROL
You're young. You've got a lot more
life to...

LLOYD
Screw it up even more?

CAROL
You've got plenty to show for it,
Lloyd. You know that.

LLOYD
So why can you see that in me and
not in yourself?

Carol thinks about this.

LLOYD (CONT'D)
And you can sing.

CAROL
Sure...

LLOYD
I clean pools.
(struggling to come up
with something to say)
I wrote a song.

CAROL
I want to hear it.

LLOYD
Someday I'll sing it for you.

CAROL
Sing it now.

LLOYD
Really? I need something. A
guitar...

CAROL
I've got something.

Lloyd sits with a ukulele in his hand. He strums it awkwardly
and decides to go for it.

LLOYD
It's not finished, but... Okay.

Carol leans forward.

LLOYD (CONT'D)
Keep your expectations low.

Lloyd sings his song to Carol. He finishes and looks up at her.

LLOYD (CONT'D)
I'm still working on it. I don't know... There were no pools in it.

Carol touches his hand.

CAROL
Thank you, Lloyd.

LLOYD
For what?

CAROL
For stopping by and singing me that song.
(pause)
And for catching the rat.

LLOYD
Well, I'm glad I was here.

CAROL
Me too.

They lean in and hug. As they pull apart from each other, Carol looks at Lloyd and they look at each other in a way that suggests they are about to kiss. Then they both lean back, looking bemused. It's unclear to both of them what's happening. Carol and Lloyd look away and then at each other again.

LLOYD
(pointing back at the rat)
Should we do something about that guy?

153 INT. CAROL'S HOUSE - LIVING ROOM - DAY

153

Carol and Lloyd watch as the Exterminator removes the rat from the bowl and puts it into a container. He then bags the container and heads out of the house. Carol and Lloyd watch him leave.

Carol and Lloyd watch him leave.

CAROL
You want a drink?

Lloyd smiles.

154 INT. SALLY'S HOUSE - LIVING ROOM - NIGHT

154

Carol sits at a card table playing bridge with Rona, Georgina, and Sally. A hand has been dealt and the four women are holding their cards and rearranging them in their hands. They are drinking their usual.

SALLY
I think I gotta get out of here.
Go on a cruise or something. You
guys want to go with me? Come on,
ladies. I know you can all afford
it.

CAROL
Depends where you're going.

GEORGINA
And when.

RONA
And why.

SALLY
Iceland. I don't know. Anyplace. I
told you why. I'm feeling agitated.

RONA
I'm assuming you mean horny?

SALLY
(to Rona)
That's what you mean.

GEORGINA
I hear good things about Iceland.

CAROL
I'm going to New York to see
Katherine next month.

SALLY
So let's meet in New York and hop
on a boat someplace.

RONA

I don't know. I get seasick. And I hear these stories about people getting stranded, or everybody getting sick with horrible diarrhea...

SALLY

That sounds fun, right?

Silence.

GEORGINA

That fella, he had a boat, didn't he? Bill?

CAROL

(quietly)
He did. "So What."

GEORGINA

(looking hurt)
I was just asking.

CAROL

That was the name of the boat, Georgina. "So What."

More quiet card playing.

SALLY

So what ever happened to his boat? And all his stuff? No family?

RONA

Yeah. Did he really not have anyone?

CAROL

No family. Really, truly, nobody. Just a lawyer and lots of friends, apparently, judging by the funeral. I did ask his lawyer if I could keep one thing of his.

RONA

They let you keep it? What was it?

CAROL

It's a secret.

GEORGINA

So what happened to his boat? To everything?

CAROL

I don't know. Last I saw his boat
it was still at the dock.

(pauses)

I can't... I can't know anything
more about him.

RONA

I'd be dying to know.

CAROL

I know you would.

More quiet card playing.

CAROL (CONT'D)

What the hell? Maybe we should go.
Iceland sounds nice.

GEORGINA

It does.

SALLY

Now that's what I'm talking about.
I'll bring Dramamine, Rona. You'll
be fine.

RONA

And Imodium.

The girls share a laugh.

- | | | |
|-----|--|-----|
| 155 | INT. CAROL'S HOUSE - BEDROOM - MORNING | 155 |
| | Carol wakes up to her alarm, the clock digits showing 6:00 sharp. | |
| 156 | INT. CAROL'S HOUSE - DINING AREA - MORNING | 156 |
| | Carol sits at her kitchen counter with a coffee and a New York Times in her hands. | |
| 157 | INT. CAROL'S HOUSE - KITCHEN - MORNING | 157 |
| | Carol takes some pills and vitamins with water. | |
| 158 | SCENE OMITTED | 158 |

159 EXT. WALKING PATH - DAY

159

Carol is out for a walk and sees Mike out walking his dog. They both stop.

MIKE

Hey you.

CAROL

Hey.

MIKE

Haven't seen you for a while...

CAROL

I know.

They stand there.

MIKE

Have you ever thought about getting another dog? This guy could use a new pal. And it'd be good to see more of you, too, Carol.

CAROL

I don't know. I just don't think I could lose something I love again.

MIKE

Yeah.

CAROL

What would you do?

MIKE

I... I'm 82 years old. If I stopped getting dogs because they die on you... I guess I'd've had my last dog when Truman was president. It's hard, I know. But as long as you enjoy them while they're here, and they enjoy you... you know, animals die.

(looks affectionately at his dog)

They break your heart.

160 INT. CAROL'S HOUSE - LIVING ROOM - DAY

160

Carol arranges some things on her mantle. She cleans up around Hazel and Bill's ashes.

Next to the ashes we see an unlit cigar wrapped in cellophane. Carol looks at it for a moment and then arranges it nicely next to the ashes.

161 SCENE OMITTED 161

162 INT. CAROL'S CAR (EXT. STREET) - DAY 162

Carol walks out her side door to her car and gets in. She starts up her car and drives off.

163 INT. CAROL'S CAR (DRIVING) - DAY 163

Carol drives down a street.

164 INT. DOG SHELTER - DAY 164

Carol is being walked through the shelter by a SHELTER WORKER.

SHELTER WORKER

We've had a lot of dogs come in this year. Are you looking for a particular breed?

CAROL

I'm not sure what I'm looking for.

SHELTER WORKER

That's okay. All these dogs need a good home.

A164 EXT. DOG SHELTER CAGES - DAY A164

Carol and the Shelter Worker look at some dogs as they walk. Carol comes across a MUTT, sitting quietly in the back of her cage. She stops and looks at the dog.

SHELTER WORKER

That's Beenie. She's a sweetheart.

Carol looks over at BEENIE, who lies down with her head on her paws.

SHELTER WORKER (CONT'D)

She's older. I think she's about 11 or 12.

(MORE)

SHELTER WORKER (CONT'D)

The tough thing about dogs like
Beenie is that they're close to the
end of their expectant life span
and prospective owners have a
difficult time with that... It's
too bad. She is a sweetie. A family
had to give her up. I forget why...

Beenie looks up at Carol.

165 INT. CAROL'S CAR (DRIVING) - DAY

165

Carol drives along.

She looks over at the passenger seat. Beenie sits comfortably
in the seat next to her.

END.