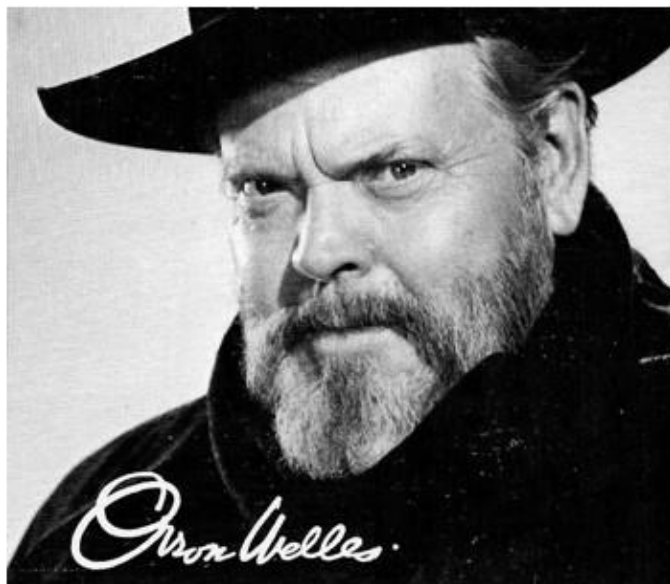


LOW BUDGET ANGELS



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screenplay

by

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FADE IN:

EXT. CABIN - PATIO - NIGHT

A young man, DAVE, lifts a ladle out of a big pot cooking over a grill and tastes the stew. Someone yanks him away. His friend, BOB, reading a newspaper, walks out of the cabin.

BOB
 Yeah, she's right, Dave. Here's the story. They call him "Pierre The Psycho Chef". He escaped yesterday.
 (looks up from paper)
 Is your secret stew ready yet? We're starving, Dave... Hey, lazy ass!

No response from Dave lying on a lounge. Bob sneers, goes to the pot and has a hard time lifting the ladle.

BOB
 Lazy ass! Could've chopped the fish into human-sized pieces...

He gives the ladle a hard yank and something flies out of the pot... DAVE'S HEAD.

Bob screams and a shadow of A CHEF'S HAT is cast over him.

SHISH KEBAB SKEWERS

plunge into Bob's back - come out his chest - and he falls on Dave's body.

We move to the open patio door, step in and see...

INT. CABIN

GAIL, a gorgeous young woman in a sheer nightgown, is petting her CAT by a flickering fireplace. Lightning flashes and the Cat leaps from her lap. Gail calls out to the next room...

GAIL
 Going to take a bath, hon... I wouldn't mind some intimate company.

She smiles seductively, walks down the hall. Behind her...

THE CAT'S BLOODY BODY - flies through the air - THUDS against a wall, simultaneous with A THUNDER CLAP.

Gail stops. Looks curious. Then shrugs, continues on.

INT. BATHROOM

Gail bends over the tub to test the water. LIGHTNING SIZZLES. HANDS go around her neck. She bolts up with fright, turns. And smiles as her boyfriend, LEWIS, kisses her neck.

LEWIS
I'll fetch some wine, babe.

INT. KITCHEN

Lewis takes glasses from a cabinet, turns and gasps. Glasses crash on the floor. THUNDER BOOMS as he SCREAMS.

A LARGE CORKSCREW - twists through Lewis' throat - screws into the cabinet behind him - and his body just hangs there.

INT. BATHROOM

Gail is in the tub of steamy water. Behind her, HANDS begin massaging her shoulders. She closes her eyes.

GAIL
I heard that glass break, my clumsy dear.

PIERRE
Au contraire, I'm quite graceful, my sweet fleur.

She opens her eyes, sees bloody hands leaving red streaks on her breasts. She screams. LIGHTNING SIZZLES--casting a shadow of a CHEF'S HAT.

A MEAT CLEAVER - flashes above her - swings down - strikes her neck - blood squirts - the blade breaks off the handle.

GAIL
Oh... shit! Not again! I've had it!

We pull back to reveal...

A MOVIE CREW

A young, low-budget one. Gail shivers, wraps a towel around her and shoves the DIRECTOR aside.

DIRECTOR
C'mon, Gail. Just one more take.

GAIL
I'm frozen, beat, and you suck!

She leaves the cramped room in a huff.

ON PIERRE

Standing there in his blood stained uniform, gazing upon the cheap chaos surrounding him like he can't believe he has the misfortune of being here.

The Director angrily turns to the PROP BOY holding the cleaver.

DIRECTOR

I told you to take care of that!

PROP BOY

With what? There's no money left
for a new one. I tried fixing it.
It squirted great!

Prop Boy pushes a button on the cleaver, nothing happens. He squeezes hard. Suddenly, blood shoots out. And squirts all over Pierre's face.

A LIGHT-STAND

is knocked over and the hot light careens past Pierre's face, and shatters at his feet--BOOM! Pierre isn't surprised, just wearily winces like it's yet one more insult in a long line. Mumbles a SHAKESPEARE passage to himself...

PIERRE

This huge stage presenteth nought, but
shows whereon the stars in secret
influence comment...

All the lights fizzle out. Pierre heads for the door, stepping over a mine-field of sparking wires, equipment and inept crew people.

INT. CABIN - NIGHT

We follow Pierre ambling past the exhausted crew. He wipes the blood off his face, pulls off his hat, rips off a silly scar and mustache. His real name is...

MARC CLIFTON

Although his face shows reminders of some rough years, its strong features still attest to the handsome image of a former Hollywood star. Marc looks fortyish, and now quite weary, but still manages to stride along with the aristocratic grace of a Cary Grant. Marc is down-to-earth, not above helping a GRIP secure a heavy light...

MARC

Here you go.

GRIP

Thanks, Marc.

Marc nods, steps along. He possesses a natural charisma that rivals prime Brando--that men look up to and women are dragged to.

Several women turn his way and give smoldering gazes as he passes.

EXT. CABIN - NIGHT

Marc exits, lets out a sigh. Gazes at the stars. Then cringes and turns as he hears--someone yelp, equipment crash, and the film SLATE smashes through the bathroom window and lands at his feet. Marc shakes his head. Glances at his stupid bloody costume.

MARC
 (lower than low)
 What the hell is going on?... Christ...

Marc rubs his tired eyes and staggers away toward the lonely lake.

EXT. HOLLYWOOD HILLS - DAY

Long view, taking in the HOLLYWOOD sign. We pan along opulent homes along the crest. See expensive cars zipping by and beautiful people frolicking about their pools. Now we pan down along less opulent houses. Down. Until we're at the bottom and view Marc's run-down bungalow. He drives up, parks his crummy MG convertible.

INT. MARC'S LIVING ROOM

Marc is talking on the phone, looks annoyed. His attire is casual but neat--always takes pride in his appearance.

MARC
 C'mon, I know Jeffrey's there! - But -
 I've been trying for months! - I
 just...

He hangs up with disgust, starts pacing. Passing by framed PHOTOS... we see a younger Marc with ORSON WELLES, JOHN HUSTON, JACK NICHOLSON, FAYE DUNAWAY and other famous faces from the 1970's and early 80's. We also notice Marc's OSCAR.

INT. TALENT AGENCY - JEFFREY'S OFFICE - DAY

JEFFREY--40's, smug, is working at his desk. His assistant, LINDA, enters.

LINDA
 Nicholson on two!

JEFFREY
 (excited)
 Told you I wowed him at Mort's. Maybe
 he's finally looking to jump!
 (picks up the phone)
 Hello, Jack. What a nice surprise to -
 Uh, huh. - You are looking for new
 representation. Fantastic!

INTERCUT JEFFREY'S OFFICE AND MARC'S HOUSE

Marc is on the phone with a great Nicholson impression...

MARC
 Then I remembered you repped my pal,
 Marc.

JEFFREY
You still keep in touch with Marc?

MARC

Of course. I don't forget my old friends. Going to see him tonight and get the low-down on you. If he--

(sneezes)

If he says you're - if...

Marc screws up as he deals with sneezing. Jeffrey is suspicious.

JEFFREY

Jack, I hear Mike is busting your balls on the set this week. That so?

MARC

Uh...he's better than last week.

JEFFREY

I see. Problem is your shoot wrapped three weeks ago, Jack. You bastard, Marc!

MARC

You're the damn bastard, Jeff! It'd kill the hot-shit to talk to me a second?!

JEFFREY

Can't be too careful.

MARC

Can't remember how you became such a hot shit--that's the problem!

JEFFREY

Now, Marc, don't--

MARC

Way back, when the big shots started fighting over me--did I dump you?

JEFFREY

Marc--

MARC

I did not! And I lost out on some great projects. But I stayed loyal to my old friend. Helped a nobody get going! I did not forget!

JEFFREY

You forget it wasn't me who became a disgusting drunk?

MARC

I've been--

JEFFREY

It wasn't me who let himself have a breakdown!

MARC

Let myself?!

JEFFREY

You blew your prime time years loafing in hospitals. Not me.

MARC

Could you rip me harder, Jeff? I've still a shred of dignity left.

JEFFREY

You blew a career I spent years building. Don't go pointing the finger at me. It's you, you, you!

MARC

Look it. Jeffrey. I'm not trying to dodge any blame. I'm just trying to snag an ounce of assistance. Tell you I've completely changed.

JEFFREY

Uh-huh.

MARC

I've been on the wagon for two years, not a drop. And I'm solid now. Put ten films in the can and been on time for every single call. Ask any director I've worked with. I'll give you their numbers if you--

JEFFREY

That low-budget trash doesn't count for nothing. I'm late for a meeting.

MARC

Please, Jeff! Please! I'm begging you. Grab me a read for anything. You wouldn't believe the gruesome nightmares I've been having. These horror films are really getting to me.

JEFFREY

So don't do horror films.

MARC

It's all I can get that pays enough to live on. And they always cast me as some deranged killer who--

JEFFREY

Gotta go. I'll do my best to set something up soon. Hang tight.

MARC

Thanks a lot, Jeff. You won't--

Jeffrey abruptly hangs up. Linda shoots him a look.

LINDA

Going to lift a finger for the poor
guy?

JEFFREY

You kidding?

MARC

Maybe Jeff will come through.
(hopeful; then depressed)
Who am I kidding?

EXT. SANTA MONICA PIER - NIGHT

It's raining. Marc is drenched, looking deathly depressed as he
stares at the rough surf pounding below. He lifts his legs over
the railing. Contemplating jumping. A tense moment passes...

MARC

Hell... this isn't right.

He lifts a leg back over the rail. Then squints up to the stormy
heavens and angrily complains...

MARC

A tiny goddamn break would kill you?!

In a shadowy doorway behind him, we notice the red glow of a cigar
and barely make out a bearded, heavy-set MAN.

MAN

Your big break is just around the bend.
Hang on, boy.

Marc is startled. Then turns, squints toward the doorway.

MARC

Who's there?

MAN

A concerned citizen.

MARC

Well, who asked you? Leave me alone.

Marc turns, gazes over the churning sea, tries to ignore the Man.
But his curiosity won't let him, he turns back.

MARC

What do you mean, "my big break is"--

MAN

Your comeback is about to set sail.

MARC

Uh-huh. And I suppose you're a
psychic?

MAN

The powers of prognostication are not
among the perks they bestowed, Marc.
It disappointed me, I imagined all--

MARC

Do I know you?

MAN

Okay, I'll fess up. I'm indeed a compatriot.

MARC

Your voice is...familiar...

The man slowly leans out of the shadow...in a manner that might remind you of a scene in "THE THIRD MAN". Which is his intention.

MAN

Marc Clifton. Fear no more... The cavalry has arrived.

Marc's eyes bulge as he recognizes the man to be...

MARC

WELLES!... YAAAAAAH...!

Aghast Marc slips over the railing - falls - but just manages to grab a drain pipe - precariously hangs over oblivion. As the man comes closer to take a look--we see he is indeed...

ORSON WELLES

Looking dapper and distinguished in a nicely tailored suit. Classic impish, roguish expression as he chomps on a cigar and watches Marc desperately trying to pull himself back up.

WELLES

Put a little muscle into it, boy.

MARC

Shut up! I can't hear you. You're not here! I'm not having a breakdown!

WELLES

You're not loony. But I am here.

MARC

No! You're a hallucination. It's understandable I'd have a relapse. Been stressed out. All those horror films are finally getting to me.

WELLES

Understandable reaction. But it's time to face facts, Marc. I may be dead. But I'm also an angel now. See?

Welles turns around and Marc's eyes grow wider as he sees ANGEL WINGS sticking out from Orson's back. They look pretty silly.

WELLES

Official angel wings. And not just a common angel. I'm a guardian angel. Your guardian angel.

Marc looks up at Orson's grinning face--starting to believe he's really there. Marc tries to force a grin back.

MARC

This is...really...hap...happening?

WELLES

I'm truly here, Cliffy. And I've spent considerable time and effort arranging your big comeback. Now get your ass up here or it'll all be for naught!

MARC

(with difficulty)

How about...lending a...a hand, Orson?
I'm slipping... Zap me up.

WELLES

Doesn't work that way. I can't do a thing with the physical dimension. Come on, Clifton. Heave hoh. Heave hoh.

Marc is straining, putting all his effort into saving himself as Orson eggs him on. Although Marc has several close calls... in a moment... he climbs back to the railing and over. Exhausted Marc tries to catch his breath as he warily stares at Welles.

WELLES

You're a fortunate soul, Marc. It's quite rare a mortal is allowed to confer with angels. You must have a very influential friend up there. Make the most of the limited time allotted us, boy.

MARC

Orson... God... how I've missed you...

Marc smiles, leaps up and tries to give the big guy a big hug - but passes right through him - slips on the wet pier and falls hard.

WELLES

Appreciate the sentiment, my friend. But as I said, the physical realm is not my cup of tea.

(RING-RING)

Excuse me.

Welles reaches in his jacket and pulls out a glowing GOLDEN PHONE.

WELLES

Welles. - No! I want the camera under the lake. Can't you do a thing without my - Forget it. Be up in a moment.

(shoves the phone back)

Turning into quite a ghastly production.

MARC

You're making movies in heaven?

WELLES

Don't be ridiculous.

MARC

How am I supposed to know if--

WELLES

Heaven's been done to death. I'm shooting on Tralfamador. Spectacular planet a few clicks west of Alpha Centuri. I'm the first to finagle a permit. Let's see Hitch top this one.

MARC

You mean--?

WELLES

Later. All you have to do is make sure you sign on for this film called "Earth Above-Sky Below". You'll be offered the lead role--a brilliant and dashing scientist.

MARC

Fantastic! What's it about?

WELLES

It's about your character's journey to Atlantis and how you save them from an oil company's new laser drill. It's an innovative script with--

MARC

What studio is making it?

WELLES

It's not a studio project, per say.

MARC

Oh. An indie is alright. If the director is great, who cares? Is it someone I've worked with before?

WELLES

That would be impossible.

MARC

What films has he done?

WELLES

The titles escape me right now. I do recall he's a product of a prestigious film school. Must be on my way now--

MARC

Hey! It's me, Orson! I know a Wellesian con when I smell one. And

I'm beginning to smell a bad one.
What's terrible about the director?

WELLES

Marc, I'm appalled how cynical and suspicious you've become in your middle years. If you can't even trust your own guardian angel, then--

MARC

Welles!

WELLES

This will be his first foray into features.

MARC

Christ! He never made a movie??

WELLES

I didn't say that. He made a fifteen minute short in school. I didn't do too shabbily on my first outing. Perhaps--

MARC

And what the hell's the budget!?

WELLES

I'm beginning to find your grim attitude grating upon my saintly sensibilities. Can't you have faith in your old mentor? I've never counseled you astray.

MARC

(stares a long strained beat)
Don't take this wrong. As a friend, you know I loved ya, Orson. You're mostly a great guy. One of a kind... But every time I was stupid enough to listen to your counsel, regarding my career, it went straight in the toilet! And yours was the most botched of all time. So you might appreciate my lack of faith in that area. Now what's the damn budget of my big comeback vehicle?

WELLES

Economics has no bearing upon the quality of--

MARC

Orson!

WELLES

Only 200 grand...or so.

MARC

Another low-budget nightmare! I knew it! You get me all excited and THAT'S IT??! I've been doing that lousy on my own!

WELLES

Now, now, calm down. There's all manner of connections beyond your mortal understanding which relate to this film and which will bear fruit. You'll--

MARC

Bullshit! Classic Welles bullshit!
(yells up to the heavens)
Substitution! I demand a substitution!
I don't approve. Take him back! I want somebody else. Anybody else!

RING-RING makes Marc jump. Orson digs out the phone, looks annoyed.

WELLES

No. I do not need your assistance! Marc can't grasp the big picture yet. We'll be fine.

MARC

(yells into the phone)
No we won't! Help us! HELP!

WELLES

(covering the mouthpiece)
Marc, please. Maintain some dignity. Too many cooks spoil the--
(into phone)
Hey, I said I'd allow you to help and I will. - Not yet! I'll be in touch!
(shoves the phone in his pocket)
You've numerous fans up there, Marc. They're all behind you. They want to help.

MARC

Who? What can--?

WELLES

Explain later. Just take that role. And if you're in a fix--utter my name and I'll be at your side in a wink.

MARC

Wait a min--!

WELLES

Cast away your fears, lad. You now have Orson Welles directing your life. Happy ever afters in spades. Arrivederci.

MARC
Wait! WELLES!

His wings flap a few times and he vanishes. Marc rubs his eyes. Just stands a while as the rain drips down his face. Not knowing how to feel, what to think. But he certainly isn't comfy.

MARC
What the hell is going on?... WELLES!

INT. MARC'S BEDROOM - MORNING

Marc is having a bad nightmare--face sweaty, arms flailing.

MARC
No! I'm not a killer!... Not even a chef. No! No more blood!

His phone rings and he bolts up with a shriek. It takes him a moment to recover, then he answers the phone.

MARC
Yeah? - I'm that Marc Clifton - "Earth Above-Sky Below"?... Holy shit...

Marc's jaw drops, along with the phone.

EXT. "EARTH ABOVE-SKY BELOW" PRODUCTION HOUSE - DAY

This shoddy house in Santa Monica doubles as the film's headquarters and the director's home. Marc hesitantly walks up the path.

INT. HOUSE

We move past rooms where people are constructing cheap SCI-FI PROPS. Now into the office. On the walls are movie posters of classics like "CASABLANCA", "FROM HERE TO ETERNITY", "THE TIME MACHINE" "GONE WITH THE WIND". The DIRECTOR strides past, wildly gesturing. His name is...

SALVATORE STERILLO - 24, a very handsome and very smooth manipulator who knows only a fraction of what he thinks he does. Marc's in pain, but does a good job of hiding it as he flips through the script. Sal is in boyish charm mode now, has a Bronx accent...

SAL
And the cinematic soul of my movie, my mise-en-scenes and stuff, will have tons of quality and magic like Hollywood's Golden Era! Yeah, I'm going back to a time of substance. Of class.

MARC
Ah. I see.

SAL
 I ain't like the other jerkoffs in my school. I'm not in it for the bucks. The power. I only wanna help uplift the common man's drudgery. Do my little part to keep his spirit alive. Quality entertainment to the rescue!

MARC
 (to himself)
 He's a lunatic.

SAL
 How's that?

MARC
 You're a fanatic...about quality. It's reassuring to hear.
 (rising to leave)
 Running late, Sal. Been a pleasure. Look forward to working with you.

SAL
 You're a great actor, Marc. As a kid I dreamed of making my first movie with you. And now I'm overcome! I, I can't wait to start! This is phenomenal!

MARC
 Phenomenal covers it. Goodbye.

They shake hands and Marc hurries out of there.

SAL
 Take care, Marc.

As soon as Marc leaves, Sal's expression of boyish innocence and enthusiasm is replaced by malevolence.

SAL
 You're in for the shoot of your life, Clifton. I'll make you or break you.
 His assistant director, MORRIS, lurches in the hall--groaning as he drags a prop that roughly resembles a CRYSTAL and is taller than he is. Morris, 22, is a timid, high strung, bungling butterfingers.

MORRIS
 Sal, could you give me a hand? My asthma's bad today.

SAL
 Morris! I'm not your film school pal anymore. I'm the director now. I can't be seen hauling stuff. Shit, show some respect for my position!

MORRIS
 Oh, sorry. Guess I wasn't thinking.

Morris struggles as Sal looks out the window and watches Marc go.

SAL

Yes, quite the bold, brilliant move casting Clifton. You realize I'm grabbing big talent for a bargain basement price? Am I a genius?

MORRIS

I heard some people saying--I don't agree of course--but I heard them say he's a lunatic drunk who--WOO!

CRUNCH!... the prop knocks Morris down and pins him on his back like a turtle. Sal makes no attempt to help, angrily gets in his face.

SAL

Did they see him in "Blood Craze"? Or "Laceration Lust"?!

MORRIS

Could you... nudge it an inch--

SAL

No they did not! He's still got talent under the surface. All he needs is a brilliant director who ain't afraid to beat it outta him. Push him past his limits. And if he cracks again--tough shit! He was a has-been anyways.

MORRIS

Hard - hard time breathing...

SAL

And whether he survives or not--I'll be hailed for my efforts to restore the glory of a beloved Hollywood veteran...

(mock greetings, bows)

Thanks, Mr. Coppola. Been a fan of yours too. Oh, you're too kind, Mr. Scorsese. Huh? Okay, Marty. Yes, I respect that which went before. I'm a traditional kinda guy... Morris, I can't lose!

(beat; angry)

And those assholes will rue the day they flunked Salvatore Sterillo! Rue the day! Later, Morris.

Sal exits. Morris flails, struggles to wiggle out from the prop.

MORRIS

...help...

EXT. STREET - DAY

MARC

Help!... Orson!

Marc is by his car, looking up to heaven with grave annoyance.

MARC

You made a mistake. This film's going to be a nightmare. The worst one yet!

I can feel it. Get your ass down here! Welles!

(giving up)

Just "utter my name and I'll be there in a wink"? How true to form, Orson...

EXT. AIRPORT - MOVIE COMPANY - DAY

This small, private airport is the first "Earth Above, Sky Below" shooting location. Sal is standing on the tailgate of the GAFFER'S TRUCK, giving a pep talk as Marc and THE FILM CREW listen.

SAL

And our low-budget don't mean we can't make a high quality movie if we put our hearts and souls into it!

THE FILM CREW - about 20 people, ages 18-25, film school students. Since Sal hates it when anyone shows him up, he hired classmates who know even less than he does--resulting in what we see before us... the most incompetent crew in cinematic history.

At Sal's side are Morris and SIMONE. Simone is the Production Manager/Script Supervisor, 25, smart, attractive, eager worry-wart.

SAL

So, with courage and velour, let us push onward to greatness! I thank you.

Scattered applause. Sal nods, then slaps Morris' back.

SAL

Set them up for the first scene of the first day. Cinematic history in the making. Phenomenal! We're off, Morris.

Sal and Simone climb down and walk away. Morris, clutching his ever-present mess of PRODUCTION BOARDS AND PAPERS--is terrified as he scans the Film Crew staring at him.

MORRIS

Uh... We're off. Here we go. Okay. First?... Ummm...electricity... lights. Yeah, we'll need stuff like that. Gaffer! Rudy?

Morris spots him, then falls off the tailgate. He gathers his papers and part of his dignity, walks to napping Rudy.

RUDY - 28, big and burly, high school drop-out, hired for his good equipment (probably stolen). Morris gently nudges him. Rudy jerks awake, reflexively almost punches him, then angrily snatches terrified Morris by his shirt.

RUDY

Don't ever slam me outta sound sleep!

MORRIS

Uh...I, I was gentle. Very gentle.

RUDY

What the hell you want?!

MORRIS

The movie? We're starting the movie?

RUDY

Where's the first goddamn setup?!

MORRIS

(fumbling with his papers)

Uh, have it right here. Somewhere...

Uh, yes, scene 28. In hangar nine.

No, it's hangar seven - seven. Please?

Morris smiles sweetly as possible. Rudy growls like a pit-bull, shoves Morris away, gestures to his six GRIPS and Best Boy, BRUCE, to follow. They're all of similar gruff, blue-collar ilk--taking care of the heavy work and not taking any crap from these artsy college kids. They hop into the truck and drive toward the hangar.

ANGLE ON - Sal walking along with upset Marc.

MARC

No, he didn't call me!

SAL

That's bizarro. Well, Warner changed Michelle's start date--instead of next week, she's on today and tomorrow.

MARC

My God! You're shooting my scenes with Michelle today?! But I don't have the lines down yet!

SAL

So what's the big deal? You learn 'em now! You're sharp as ever. Right, Marc? Them rumors about you being a drunken mess are wrong. Right?

Marc wants to punch Sal's condescending look right off his face.

MARC

Don't you talk to me like that! Who the hell you think you are?

SAL
I'm the director! And you'll obey my every command. No questions asked.

Marc wants to strangle Sal--but before he can even say anything--frazzled Simone rushes to them.

SIMONE
He's not here! The D.P.'s not here!

SAL
Shit, don't start with your frazzled bitch routine! I won't put up with it, Simone.

SIMONE
(hurt)
Sorry...

SAL
You gotta project calm. Like me. It affects the whole set embienances. Now, slowly, did you call him?

SIMONE
A recording says his number's no longer in service.

SAL
That's bizarro. But I'm sure he'll be here soon. He's an old pro. The backbone of our production.

Sal and Simone are descended upon by a locust of Crew with emergencies-- "the film cans are missing" - "those props went to LAX instead" - "the cookies were crushed"...

Marc sneers, just walks away. Sits on an apple box and starts trying to learn his lines as a chaotic swirl of people and equipment jostle him. Then he hears AIRPLANES ROARING and turns to see...

AT HANGAR SEVEN - FAST MOTION:

Looking like a KEYSTONE KOPS' routine... Rudy and his GRIPS scrambling around with lights and gear--while PLANES impatiently chase them out of the hangar. Rudy stumbles... and a propeller just misses shaving his ass. Cables become entwined in a plane's landing gear... and drags Bruce along the ground. Wind from the propellers blows over lights and they shatter on the tarmac. Etc...

MARC (O.S.)
(resigned disbelief)

Here we go again...

BACK TO MARC

Orson Welles is now standing behind Marc. Watching the hapless Grips with amusement. Morris is watching with dread.

MORRIS

Uh-oh. Maybe it wasn't hangar seven...
Wonder if he'll be mad?

Morris starts looking for a place to hide. Wells startles Marc...

WELLES

I should ring Mack Sennett to come see this.

MARC

(angrily)
Orson! I've been uttering your name for a month! Why didn't you come?

WELLES

Uh, must've been severe sunspot activity. Plays havoc with my reception sometimes.

MARC

Uh-huh. Look, just tell me, please tell me, you made a mistake and these aren't the guys I'm supposed to hook up with. Right? Right?

WELLES

Right place. Right time, Cliffy. Don't be judgmental. This youthful conglomeration of talent will soon mesh into a splendid movie making machine.

MARC

Give me a break.

WELLES

So this rag-tag bunch will remain a mess. But there is a complex chain of events and people I've weaved together and set in motion and you being in this shoot, at this time, is but part of the equation.

MARC

Orson. Please? Plain and simple. What the hell are you babbling about?

WELLES

The less you know the better. Trust me. If you just react naturally to events as they unfold--it would be for the best.

MARC

I've only seen the worst so far--what?

Welles points behind Marc, to Simone who thinks he's insane.

SIMONE'S POV

Marc talking to thin air.

BACK TO MARC AND WELLES

Marc turns, winces with embarrassment, offers her a strained grin.

MARC

Hi, Simone. Was just rehearsing my lines?

SIMONE

Those aren't in the script.
(scared, running away)
Sal! Oh, Sal!

MARC

Oh, this is gonna improve my reputation.

(walking to a secluded area)
Okay, Orson, so you won't tell me about your complex chain of events. Probably cause you have no idea what's going to happen.

WELLES

Marc.

MARC

But can you help me with something else?

WELLES

That's what I'm here for. Just utter your request.

MARC

Sure. Look, now that I'm on the wagon and have my act together and all, I want to see if I can entice my ex back.

WELLES

You mean, Sylvia?

MARC

No, my fifth wife, Kate. I've been trying to find her for the past year, even hired a detective to--

RING-RING. Orson pulls his golden phone out of his pocket...

WELLES

Welles. - What?? Trying to steal Hepburn?! She already agreed to do my project first! - Tell Hitchcock I allowed him first dibs on Dietrich so it's only fair he lay off Audrey and - That slimy limy! - On my way!

Welles slams the handset down, complains to Marc...

WELLES

You get to heaven, you figure you can relax. Trust the notion of fairness - brotherly love. But no! It's just like down here. My genius spawns envy and I'm persecuted and confounded at every turn! Be right back.

MARC

What about helping me find Kate?

WELLES

Be right back.

MARC

No you won't.

WELLES

Always thinking of yourself, Marc. I've ten fires to put out, but do you care? You shouldn't dilute your energies on some femme fatale anyway. Keep your wits on this film, man! The work! Women come and go. But the work lives on. Ciao.

MARC

Please, Orson! Don't go yet!

Welles pays no heed and with a flutter of wings...vanishes. Marc sighs, pulls out his wallet and longingly gazes at a photo of...

MARC

Kate...

We see a photo of Marc with his arms around a beautiful woman-- KATE. Marc shuffles away toward the hustle and bustle of the klutzy Crew. Passing by angry Rudy, Bruce and the other Grips-- clamping fabric to a tall reflector stand. We pull back to reveal ...the fabric is Morris' clothing and he's suspended upside down.

MORRIS

This seven must be a nine. We booked hangar nine. Sorry, Rudy. Okay, boys, funny joke. I'd like to come down now.

RUDY

C'mon, men. Break time.

Everyone walks away and leaves Morris hanging. And about to cry.

ON RUNWAY

SCREECH!...a VAN careens down the runway, weaving in and out of PLANES trying to take off, missing disaster by inches.

ON MARC

Sitting in his chair, trying to learn his lines. Then he hears the van approaching, turns and sees... it racing right at him.

MARC
(diving to the ground)

Shit!

THE VAN SKIDS - the bumper stops a hair shy from mashing Marc's head. JAKE leaps from the van with unsteady flourish, waves.

JAKE
Hey, Sal! Have no fear. The eyes of
your movie is here!

JAKE'S POV

Blurry with double images.

BACK TO SCENE

JAKE "MAD DOG" JENKINS - late 40's, disheveled attire and mind, arrogant but friendly. Jake walks to the back of his van. Livid Marc dusts himself off, storms to Jake.

MARC
Crazy bastard! You almost killed--
(spinning Jake around)
My God! Jake!

JAKE
Hey, there's Cliffy! Been a long time,
compadre.

These two are very glad to see each other and hug.

MARC
What a surprise, Jake! What a fine
surprise! But what the hell are you
doing at basement level?

JAKE
Well, Sal begged me, pleaded. And I
thought it'd be the right thing to do.
You know, help the new generation
along. Pass the ole cinematic torch.
So I take a month off, lose a few
bucks. What's it in the long run?

MARC
(dubious)
You've become altruistic in your old
age?

ON SAL - approaching with CAMERON, 21, his eager-beaver D.P.

CAMERON

Cool, there he is, Jake Jenkins!

SAL

Marc's surprise guest number one. An old bud to rev up memories of his long gone glory days. And an alki on top of it. This'll put him on edge.

CAMERON

How's that?

SAL

Actor psychologies, Cameron. A brilliant director knows how to use 'em. The more I twist him up--the more emotions I'll get bubbling out and the stronger his acting for my movie. Adding and cooking ingredients for a perfect Clifton stew.

(reaching Marc and Jake)

You found your surprise, Marc. The dynamic duo is back! I got men who made classics. Oscars on both sides of the camera... Jake, here's Cameron. Our school's 'Wonderkind' lensman. And now your humble assistant.

CAMERON

I've greatly admired your films, Mr. Jenkins. I know I'm going to learn a great deal from you.

JAKE

That you will, Wonderkid. That you will.

(Jake and Marc exchange sly grins)

Okay, kid, impress me. Show me how fast you can unload gear and make it shine.

CAMERON

Right away, sir!

Sal walks away and Marc watches him with contempt. Cameron is reaching in the van, pulling out cases of camera gear--rust and cobwebs cover them. Dust clouds make Cameron start coughing.

JAKE

I need to, umm, commune with the light for a moment. Carry on.

He walks around the van, shrewdly glances about. Then pulls a LIGHT METER from his accessory belt, turns its light-globe, puts his mouth to it and drinks the booze inside. This is one of his many gadgets. Marc shakes his head and enviously watches.

(NOTE: When FILM CREW is mentioned, please assume people are bumbling around with the tasks of camera, lights, props, sound, set decorating, make-up, etc. For brevity's sake, only individuals essential to the specific action will be singled out.)

INT. AIRPORT HANGAR - DUSK

The FILM CREW is about to shoot their first scene. Jake is slouching in his chair next to the CAMERA while Cameron, nervously excited, looks through the view-finder.

CAMERON

Thought I'd only be loading. Can't believe you're letting me do the primary shooting!

JAKE

In the big time, the D.P. rarely shoots a frame. And this D.P. has total confidence in you.

(beat)

Forget to measure focus, Wonderkid?

Cameron cringes, he did forget. Jake holds up his measuring tape, pulls down his cap, tries to grab a nap, while Cameron unrolls the tape and runs it to Marc--standing with an actor--a SCIENTIST.

SAL

Morris, ready for the master shot. Crank it up. It's show time!

Morris struts around, checking out equipment and personnel.

MORRIS

Standby for a take. Quiet. Quiet on the set! Quiet now everyone!
(turns and comes face to face with sneering Rudy) Please?

Rudy growls. Morris bolts. The Crew eventually quiets down. Morris turns to the SOUNDMAN and the classic countdown begins...

MORRIS

Roll sound.

SOUNDMAN

Speed.

MORRIS

Camera ready?

JAKE

Ready.

MORRIS

Then, uh...roll it?

CAMERON

Rolling!

Simone holds her SLATE by Marc, gives him a look and SLAPS THE STICKS.

SIMONE

Scene 13 - Take one.

Simone steps back, sits next to Sal, follows the dialogue in her script book. Sal looks over his domain, smiles with relish.

SAL

And... action!

SCIENTIST

Atlantis is a fairy tale. We're men of science, Frederick. Don't be foolish!

MARC

I heard their voices. I know Atlantis is alive! They need my help and I'm going there. Damn the rest of you!

The performance is good. But now we notice BOB--the BOOM BOY-- arms above his head, holding the pole with the MICROPHONE dangling above Marc's head. Bob is being attacked by mosquitos. He wriggles.

MARC

Unlike you, I see with more than my eyes!

BONK!...the mike dips, pokes Marc in the eye and he staggers back.

MARC

Oh, Christ!

SAL

CUT! Oh, Bob? Could you be more idiotic?!

EXT. AIRPORT - NIGHT

A LIMO streaks to the movie company and a movie star exits-- MICHELLE, 30, gracious, glamorous. Sal, Simone and the rest of the Film Crew greet her, preen and treat her like royalty.

MICHELLE

Sorry the studio pushed my start date. Hope it isn't an inconvenience.

SIMONE

Oh, it's no problem at all, Michelle.

SAL

We're honored you could still grace our humble film for two days. We are grateful in the extreme.

MICHELLE

Well, I'm very grateful to Simone's mother. The finest acting coach of all time. She's dear beyond words.

SAL

Yeah, Simone is beyond dear to me too.

Sal puts an arm around Simone and she shoots him a look.

EXT. BEHIND A HANGAR - NIGHT

Marc is pacing around, basically having an anxiety attack, face sweaty, eyes wild. Jake is trying to assure him.

MARC

I just started and I was always bad at learning lines! You know that. It'd take me forever. And that was before I swamped my brain cells!

JAKE

Calm down, Cliffy. Piece of cake--

MARC

I haven't worked with someone like Michelle in years! She'll see--

JAKE

Easy, boy. You handled Fonda. You maneuvered Dunaway. This one's a pushover by comparison.

MARC

Hell...it's not really her...
(long beat; despondent)
I just don't have it anymore, Jake.

JAKE

Bullshit.

MARC

Nah. Whatever I had... got used up. Or scared off. I pissed it away.

JAKE

Bullshit. You still got talent up the ying yang.

Jake looks at his old friend and can't help but chuckle.

MARC

Go ahead, Jenkins. Get a laugh at this screwed-up has-been.

JAKE

Sorry. Just remembering the last time I saw that look of abject horror--20 years back. Middle of nowhere Wyoming?

Marc's panic fades a bit, almost grins as he recalls.

JAKE

Cast and crew twiddling their thumbs, waiting for Huston to show for his own movie. Days late, this pick-up appears outta the dust. John limping out... And his driver? Well, he's warily peering out at us Hollywood goblins. This gangly hick he done discovered. Who saved his life. And who never acted a day in his own life.

MARC

One day a shit-kicker. The next--a motion picture actor.

JAKE

What a howl you were! Took all his coaxing just to get you out of the truck.

MARC

Remember my first scene? Driving the poor sound guy nuts. He couldn't figure out what the damn ambient noise was. I'm shivering so much--my pocket change is doing the Mambo.

(beat; wistful)

God, I miss John...

Marc looks at Jake fondly, puts a hand on his shoulder.

MARC

Guess I should just get over there and get it over with, huh?

They head back toward the lights of the movie company.

JAKE

You shouldn't be thinking twice about this. It's only a cheap-shit project. Why should you care? It doesn't matter.

Marc stops dead in his tracks, glowers at Jake.

MARC

Doesn't matter?? This goes on the record forever. It'll out live us. They all matter!

JAKE

Here we go. Forgot who I was talking to.

MARC

It's still a movie! It's still...
(long beat)

Still some kind of...magic to me. And
I damn well care!

EXT. AIRPLANE - NIGHT

An old TWIN-PROP on a deserted runway. Marc grimaces, dodges this way and that, as the Film Crew lurches around him--ineptly prepping the scene under Morris' misdirection. Rudy can't control his FOG MACHINE--thick clouds are billowing out, cutting visibility--people are coughing, crashing into each other, tripping over wires, breaking props, you name it.

Cameron is having a hard time trying to affix the heavy camera to the tripod. Jake, ignoring him, vaguely listens to Sal explaining how he wants the scene shot, wildly gesturing...

SAL

I want one continuous shot. When Marc's done--pan to the props revving. Back to him--close-up. Then wide, follow him as he walks off and zoom as the fog swallows him up! Don't screw up!... And don't let me catch you drinking on the set!

JAKE

Don't worry, you won't.
(Sal leaves)
Catch me.
(to Cameron)
Ding-ding--order up. One Casablanca rip-off to go.

MORRIS

(walking up to Jake)
This is not a rip-off! Sal is paying homage. A respectful tribute. Taking elements of a classic and adding his modern auteur vision. Building. Always building.

JAKE

Bullshit. Always bullshit.
(Morris leaves in a huff)
Shake a leg, Wonderkid. Four focus points to measure. Tough shot for ya.

Cameron grimaces, rushes to reel out the tape. Jake just slouches back in his chair, yanks a flashlight off his belt, pushes the secret button and takes a slug of the booze inside. And naps.

ANOTHER ANGLE - Anxious Marc and pleasant Michelle near the plane.

MARC

We met on that one?

MICHELLE

I didn't expect you'd remember. I was only 12, but Preminger was screaming at me for some flub. I was crying and crying.

MARC

That's starting to ring a bell...

MICHELLE

And everyone just watched. But not you. You came charging, told Otto off and saved me. You were a nobody then-- could've been fired. But you risked it to help a little girl you didn't even know. I never forgot my dashing hero.

Morris reverently shushes them. And we hear the countdown under way... "Rolling - Scene 14-Take 1 - Action!" And the visual affect we perceive does resemble the famous final scene of "CASABLANCA". Marc is wearing a lab coat instead of Bogart's trench coat. Marc warily glances at the MIKE above him before he starts...

MARC

Last night we said a great many things.
We meant them then...

SAL

Cut! Damn it, Marc! Morris, start it right away. Move it!

Welles is slyly nestled among the Crew. He closes his eyes and gestures at Marc like a melodramatic magician...

WELLES

Marc, you have the power. You'll remember your lines. I'm inspiring you.

The countdown is on... "Scene 14-Take 2 - Action."

MARC

Last night we said a great many things.
We meant them then. Just as we did...
as we did... Damn it.

SAL

CUT!... It's "when we were young", Marc. Shit, a ten-year-old could remember that! Concentrate!

Marc glares at Sal, his rage barely harnessed.

MARC

(to himself)
Punk bastard...
(soft, to Michelle)
I'm sorry, Michelle. He just gave me these lines a short while ago.

MICHELLE

No sweat. We'll have it this time.

Marc is embarrassed, confidence fading, takes a script page from his pocket, reads. Welles opens his eyes, stops his gesturing.

WELLES
This crap never works.
(walking to Marc)
Pull it together, Marc!

MARC
(startled)
Welles!

MICHELLE
Well what?

MARC
Uh...this take will go well.

Michelle nods. Marc tries to behave naturally as he deals with Welles. It's not easy. Welles is anxiously glancing around. Marc whispers from the side of his mouth...

MARC
Who you looking for?

WELLES
Nobody. Look, it's very important you perform well soon.

MARC
I'm trying!

WELLES
Settle down now, relax. Let's see...
Okay, remember the relaxation trick I came up with when you were a kid?
Imagine you're back on your ranch, riding. Riding. You have the rhythm.
(Marc is trying it)
Now extend it to your breathing. Yes.
It's steady... It's smooth... Easy.

Marc is calming. Welles grins. Meanwhile the countdown is going... "Take 3 - Action."

MARC
Last night we said a great many things.
We meant them then. Just as we did when we were young.

MICHELLE
I won't leave this island without you!

MARC
There's no sense in... no sense...

SAL
SHIT! CUT! CUT!

Marc cringes, looks downcast. Michelle feels sorry for him.

WELLES

Damnit, Cliffy! Don't give up on yourself! I won't let you. You're in a different league than these jokers!

MICHELLE

Marc. You have the gist of it. Why don't we just play around? Improvise. If Sal doesn't mind?

SAL

Gotta try something! Go for it.

MARC

I need a minute to look things over.

SAL

Hurry up, Clifton! Take five, everybody!

Marc takes out his pages, looks at Orson with an ashamed expression, walks away from the lights. Sal complains to Morris.

SAL

He sucks! He's gonna ruin my movie. Why'd I ever listen to you?

MORRIS

Me?

WELLES

(pulls out a clipboard)
Let's see... Someone to boost his confidence. Who's on call? Alright.
(dialing his phone)
It's me. Yes. You're on. - I don't care, drop it! Forthwith, man!

Welles hangs up. Looks around. Spots someone and waves.

WELLES

Over here! What took you? Hurry!

We follow Orson's line of sight and begin to make out a figure sauntering out of the fake fog. A man. A macho swagger. A trench coat, hat brim pulled down. A no nonsense scowl... and now we see the classic countenance of HUMPHREY BOGART. With angel wings.

WELLES

Okay, Bogie, you wanted to help--here's your big chance.

BOGART

Marc's in a jam, huh?

WELLES

He must pull out a big performance and he's floundering. His confidence is shot. Throw him some of your macho crap.

BOGART
Hey, whadda you mean crap?

Welles yanks him away. Bogie takes a quick glance behind, curious.

BOGART
Something 'bout this rings a bell...

INT. PLANE HANGAR - NIGHT

Marc is pacing back and forth like a worried caged tiger. Welles pulls Bogart in.

WELLES
Hey, Marc. Someone wants to meet you.

Marc turns and is shocked to see Bogart smiling at him.

MARC
Bogart! Oh, my God!

BOGART
Hi ya, Marc. Great to finally meet you.
Been a fan since way back.

MARC
Really?

BOGART
You bet. Seen most every pic you made.
You're the genuine article, kid.
Always yanking it from the heart.

MARC
Thanks... I, I can't believe I'm talking to Humphrey Bogart...

BOGART
Yeah, you got lots of other fans up there. You're an actor's actor.

WELLES
(whispering to Bogart)
Tone it down, Bogie. You're pushing the bounds of believability.

BOGART
But I mean it.

MARC
I appreciate the kind words, Bogie, but I'm afraid whatever I could do... well...it's done.

BOGART
Hey, shut your yap! I won't stand for none of that hooey. You still got it, kid.

MARC

Nah. You're thinking of the old me. I should say, the young me.

BOGART

No I ain't. You had some great turns in "Blood Craze".

WELLES

You've seen some of his horror dreck?

BOGART

Of course. I'm telling you, I'm a fan.

Hey, Marc. Remember when you were sawing off that hiker's head?

(Marc gives a strange nod)

That was something. I mean, you had this brutal, savage thing coming through, made my skin crawl. Then when you were 'bout done, there was this small, almost nothing look aside... Like a baby's first understanding of right and wrong. First notion of regret. Oh, it was a gorgeous moment!

Welles and Marc stare at him a moment. Then Marc grins.

MARC

Wow. You picked up on that? I didn't even know if it was coming through.

BOGART

Loud and clear, Marc. So don't try to gyip me with that washed up bunk cause I ain't buyin'. You took the talent you had and piled on the mileage. Expanded.

MARC

You think?

BOGART

I know! Maybe you're a tad rusty--but that's all. Now you just get out there and crank through them gears. Bust it up! I won't take no excuses! Go show 'em what for! Damn the torpedoes! GO!

Confidence flickers across Marc's eyes, he nods to Bogart and determinedly marches back to the set. Bogart grins at Welles, gestures like-- 'see what I did'. Welles rolls his eyes.

WELLES

Damn the torpedoes? That wasn't even your line.

EXT. AIRPORT SET - NIGHT

Marc and Michelle are on their marks by the plane. As the Film Crew readies for a shot, Bogart steps up to Marc.

BOGART
Looking sharp, Marc. Hey!

WELLES
(shoving Bogart aside)
Don't worry, Marc. We'll nail this take.

And here we go... "Rolling - Scene 14-Take 4 - Action!"

MICHELLE
I can't go without you.

MARC
This whole island could blow when I activate the Transport Machine!

MICHELLE
I don't care. I love you. I want to be with you till the end.

MARC
No! The time has come to...to...

He's losing it again. Sal curses, about to call cut. Welles and Bogart are trying to prime the pump.

WELLES
How about to--start anew?

BOGART
Naw! Imagine she's Diane. Think how the old lady did a number on ya and just tell her off! The words don't matter.

MARC
What good are words now?! Tell me!

Suddenly, Marc is stoked, his eyes narrowing on surprised Michelle.

MICHELLE
Uh...I guess they don't--

MARC
Amount to a damn thing! You said you loved me--but that was just to get in with the glamour crowd. Your actions tell the real story.
(grabbing her shoulders)
I know you slept with Hopper!

MICHELLE
I did?

WELLES

Turn it up a notch, boy.

MARC

Don't pretend anymore! I won't stand for it. Admit it! ADMIT IT!

Marc is delivering his lines with conviction, pushing the scene. And now literally shaking Michelle as well.

MICHELLE

(going with it)

Alright, alright! I admit it... But you drove me to him.

MARC

Lust and blind ambition was behind the wheel. I was just the jerk you ran over!

He let's her go, steps away. His old magnetism is sizzling now-- causing all eyes to become riveted and follow his every move. Even Jake lifts his cap and begins to watch.

MICHELLE

So where does that leave us?

Marc slowly turns, locks on a smoldering gaze that affects her. Steps up to her, his eyes digging in. She gulps.

MARC

It leaves us a chance to end this with more honesty than we started.

MICHELLE

Isn't there a chance we could fix--

MARC

Honestly. We'd only rip each other apart.

(caressing her face)

God, you're so beautiful. So...

He's changing his mind, wanting her, lips moving closer. She parts hers...a moment that could be a kiss. A long beat. He grimaces, holds her at arms length. She's disappointed.

MARC

No! It's all wrong. Our time is over. Over, damnit! Get on that plane, Susan.

MICHELLE

Oh, Frederick.

He turns her to the plane, gives her a nudge and she steps away. Welles and Bogart are digging this.

WELLES

A fine turn, Cliffy.

BOGART

Go ahead, Marc. Give 'er a thrill.
Plant one on the dame.

Timing it all perfectly... Marc rushes to her - stops her - turns her around - gazes into her eyes - plants a helluva Hollywood smooch - dipping her down - holding it.

And we hear an ORCHESTRA SWELL outta nowhere. The PROPELLERS REV-blowing back their hair with perfect windsweptness. Marc finally lets her come up for air. She's dizzy.

MARC
Remember, Susan. We'll always have
Portland.

She's speechless. He stands her back up on her feet. But he turned her to jelly, she's quite wobbly. And she isn't acting. Marc steers her to the plane again, anguish burning in his eyes.

MARC
Now go! Go damnit!... Don't
want...you to see me like this.

She makes a wobbly path to the plane. Stumbles up the stairs. Bogart looks like he's finally realizing something...

BOGART
Say, this is a rip of me and Ingrid!

WELLES
Quick on the draw, Bogie. Quiet.
CLOSE ON MARC

Tortured tears roll down his cheeks.

MARC
Susan...

CLOSE ON FILM CREW

Trucking along their faces--there ain't a dry eye in the house. Among the tear streaked faces are Jake, Simone, Cameron and Bruce.

CLOSE ON RUDY AND MORRIS

Even the eyes of the big lug are misting. Then we pan down Rudy's shirt... to Morris height and see he's sobbing like a baby. Pulls a tissue from his pocket, wipes his eyes. Fumbles for another, empty. Fumbles again, grabs something and blows his nose in it--honk.

Now we see its really a glove. A glove he took off Rudy's accessory belt. We pan back up to Rudy--hate filling his eyes. Quickly panning down to Morris, his sad face turns to worried shock as he's lifted up in the air with a yelp.

CAMERA POV - IN BLACK AND WHITE

Marc watching Michelle enter the plane. Turning to us at just the right angle years of experience has ingrained. His face catching the light perfectly, letting the celluloid burn in a tortured mug that only tramping in a thousand gin joints could sculpt. He holds it just long enough. Then shuffles away. Shuffles with pain. With grace.

Marc is silhouetted against the wet runway. Propellers chopping faster, whipping his clothing, scattering paper around him. Fog enveloping him. The orchestra hits a CRESCENDO. And Marc is gone. A pregnant pause. The Film Crew breaks out in spontaneous applause.

BACK TO SCENE

Sal just stands there watching.

JAKE

Yoo hoo, chief? In the mood for a cut?

SAL

Huh... Uh, yes. Cut. CUT!

(to Morris)

I did it! I did it, Morris! My genius direction is already yanking out his best. Morris?...

MUMBLE-MUMBLE...looking behind him, we see a MUMMY crawling on the ground. The Mummy is Morris--wrapped from head to toe in Rudy's gaffer's tape. Sal doesn't notice, steps on him as he rushes off.

ON MARC

Peeking out from the fog. As the applause continues--a chunk of his spirit comes back. A chunk buried for years. His face brightens. Confidence coming back. Michelle and others go to him, pat him on the back. Welles gives him a thumbs up and Bogart winks as he strolls past.

BOGART

Way to go, Marc! Kicked ass.

(smirking at Welles)

See, Orson, a little affective memory stuff. Did I get his engines revving or did I get his engines revving?

WELLES

Lucky coincidence...

(looking behind the set)

Look, Bogie, there's Sidney Lumint. My complex chain of events is clicking along like clockwork. Yes, indeed.

BEHIND THE SET

SIDNEY LUMINT - 50's, confident, successful director, leaning on his Porsche. Michelle walks to him and they hug.

MICHELLE

Hi, Sidney. Thanks for coming. How long have you been here?

SIDNEY

A few minutes. Long enough to see you may be right about Clifton.

MICHELLE

Wasn't Marc fabulous? And most of that was improv. I'm telling you, he'd be a perfect Thomas for us.

SIDNEY

Probably... But is he reliable?

ON MARC AND SIDNEY - MOMENTS LATER

Marc can barely contain his excitement as he strolls with Sidney.

SIDNEY

The next one I'm directing is called "His Last Resort". Thomas is a major role--a crucial one. Production starts in three months. That work with your schedule?

MARC

Yes, that'd be quite workable, yes!

SIDNEY

Good... I have concerns though, Marc. Not about your abilities, your body of work speaks for itself. And from what I just saw... Look, tell me to take a leap if I'm getting too personal, but I've heard some wild tales--

MARC

Let me help. Most of what you heard is probably true...

(beat; with conviction)

The important thing is today - now - I'm clean and solid. Have been for over two years and I've made ten films and haven't screwed up once. They were only low-budget, but they were so draining... If I can survive them, I can survive anything you'll be dishing out.

(deadly serious)

Give me a chance, Sidney. I swear I'll come through for you! Swear!

Sidney is taken by Marc's honesty and sincerity.

SIDNEY

Make a deal with you, Marc.

MARC

Name it.

SIDNEY

Put this one in the can. Meet your calls on time and sober--and I'll be checking. Then I'll be convinced. And be honored to have the legendary Marc Clifton in my film. And I mean honored. Deal?

MARC

Deal! Thank you, thank you!

They shake. Marc is in heaven. Speaking of which, nearby, we see Welles jabbing Bogart with his elbow.

WELLES

Check it out, Bogie. Classic happily ever after. I've sown a bumper crop of Capra-corn. Yes, observe and learn how a master guardian angel does it.

BOGART

My hat's off to you, Orson.

MARC

(rushing over)

Orson, you did it! I got a shot!
Thank you, thank you and thank you!
But how'd you do it? How's this work?

WELLES

A prodigious amount of intricate planning and a wealth of knowledge on human behavior all combines to--

BOGART

Yeah and angels can sometimes slide thoughts into people. Positive ones that is. Marc, ever get an idea that seems to come outta nowhere?

MARC

Sure.

BOGART

Could be an angel whispering in your ear. And if the angel and you were pals down here the link-up is easier.

WELLES

It's not that simple. What I just accomplished took months of perfect planning. I had to pick someone Marc helped, like Michelle. And yell in her ear for days till she remembered. Then have Simone's mother mention this film.

And tie in Sidney, who I knew at Paramount, and work on him and back and forth and--

Welles is interrupted by Morris hopping into Marc--he hasn't completely transformed from the Mummy, still has tape on his legs.

MORRIS

Marc, your scene's up--ohhh!

Morris loses his balance, falls. But Marc lunges and catches him just before he hits the ground. Morris grins his gratitude.

ANGLE ON - Sal and Simone.

SAL

You did find Kate? Great! And she agreed?

SIMONE

Yes, but you'll have to pay her twice as much as you wanted. She's flying up from Mexico Tuesday.

SAL

Surprise guest numero two-oh. Jalapenos for the Clifton stew. Stir, then boil until burnt.

EXT. AIRPORT PARKING LOT - NIGHT

Film Crew is wrapping gear and props for the night. Marc is trying to resist Simone's beguiling eyes as she steps closer and closer.

SIMONE

You were so, so good, I, I can't even express it! But I could feel it. Why don't we grab a night cap?

MARC

I don't drink anymore.

SIMONE

Great, I'm health conscious too. And I have this great juicer at home.

ANGLE ON - Jake watching Marc follow Simone away.

JAKE

Ah, the ole Clifton Achilles heel. Never could say no to a pretty lady. I should have such faults... Or chances.

INT. SIMONE'S BEDROOM - NIGHT

Marc and Simone are making love. She's in the throes of ecstasy, eyes closed and lost in a pleasurable fantasy.

SIMONE

Yes! Yes! Take me in...detective!

Marc rolls his eyes. Then notices one of his MOVIE POSTERS--from the early '70s, a younger Marc as a detective, gun blazing, protecting a beautiful femme fatale behind him.

MARC

Close enough...

INT. SAL'S BASEMENT - FREDERICK'S LABORATORY - DAY

ZAP-CRACK-SIZZLE!...lightning jumps from a shiny silver ball and arcs to another lab apparatus. This place looks like it came from a 1930's horror film. Although it gives us the creeps... we now hear laughter. And turning around...

We see the Film Crew laughing as Marc clowns around with HORROR IMPRESSIONS. He relishes entertaining the troops and often does this during production. Now he's lurching around as FRANKENSTEIN, chasing people. When he runs into Rudy, who won't budge, even after scary growls, Frankenstein scratches his head. Then attacks Rudy with tickling that vanquishes him to the floor. Marc then removes his lab coat, uses it as a cape and does a killer BELA LUGOSI/DRACULA. Leaps atop a table, leers at potential victims.

MARC

Yesss. I spy numerous thirst quenchers.

(to Jake)

Igor, I command you! Bring me a maiden.

JAKE

Yes, mastar...

Jake hunches into Igor posture, grabs for Simone, she slaps her slate at his groin. He runs away, hides behind Dracula.

JAKE

She almost clapped my thing off.

MARC

You coward, Igor... Ah-hah. Another luscious maiden.

Dracula leaps off the table, attacks Michelle, draping his cape over her, nibbling her neck as she giggles. Sal walks down the stairs and doesn't like it that Marc is grabbing everyone's attention.

Sal roughly taps Marc's back.

SAL

C'mon, Clifton. Let's go!

MARC

Begone, I'm still a quart low.

SAL

Move your damn ass now!

Suddenly - Dracula turns - ferociously hisses at Sal - scares the hell out of him - he leaps back - trips over a cable and falls. Everyone bursts out laughing. Sal pretends to go along with it, grins, but he's embarrassed and hating Marc for it.

SAL
(under his breath)
You shit-head, Clifton...

EXT. SAL'S BACKYARD - DAY

The Crew is on lunch break and chowing down. Marc is sitting at a picnic table with Jake, Rudy and Bruce--they're laughing.

JAKE
No kidding. You scared the prick so much he wet his pants. It was great!

MARC
It was reflex. He's been riding my ass every minute. Pompous and condescending as all hell.

RUDY
Hah! You're right, Jake. Look, he's got new pants on. HAH!

Sal is walking to a table nearby. They try stifling their guffaws, but Sal can tell they're laughing at him. He grits his teeth, tries to ignore them, but hate is filling his eyes.

CLOSE ON MARC

Zooming in on his snickering face as it transforms to... pained shock. And then we hear the sound of GODZILLA ROARING...

MARC
I don't fucking believe it...

Now we hear an ORCHESTRA playing super tragic romantic music. Then we quickly pan to where Marc's looking. Faster and faster. Suddenly jolting to a stop and...

CLOSE ON A WOMAN

Walking up the driveway, turning in Marc's direction, stopping. Taking off her sunglasses, recognizing him. The ORCHESTRA becomes louder, more tragic. A long beat. Sudden silence.

WOMAN
I don't fucking believe it...

She puts her sunglasses back on, walks the opposite way. KATE MILLIGAN is her name. She's about 30, very attractive, very bright, very strong willed, very emotional, very everything. Kate's a dynamo. A dynamo walking away from a Clifton. But he's on an intercept course and closing in.

MARC

Kate!... Kate, I can't believe it's
you! Been trying to track you down for
 over a year and here you just show up??
 It's a miracle! It's a--OOFF!

She slams a vicious punch to his gut, he drops to his knees and she easily maintains her stride. Jake walks up to him, shakes his head and helps him up.

JAKE
 Forgot about her vicious right cross?
 (admiring Kate)
 Mrs. Cliffy number five. The final
 frontier. What a broad...

ON SAL - Sitting at a table with Morris. Simone runs over.

SIMONE
 Sal, Kate just arrived.

Sal looks where she's pointing, sees her and is very attracted.

SAL
What a babe! What a humongous babe! I
 had no idea...

With wide eyes and big grin, Sal walks toward her. Simone follows.

MORRIS
 Hey, Simone. Is she a new actress?

SIMONE
 No. She's Sal's A.D.

Morris nods, drinks his soda. Then spits it out in horror.

MORRIS
 But I'm the A.D.!

ON MARC - Hatefully glaring at Sal's slimy lecherous leer.

MARC
 Don't even think about it, bastard!

He's watching Sal meet Kate and behaving in an overly friendly manner. Plenty of casual touching. She appears open to the young man's congenial way--he can be quite charming when he wants to.

MOMENTS LATER

Morris almost cries as he hands his production papers to Kate.

KATE
 (sympathetic, gentle)
 Being the 2nd A.D. is very important
 too, Morris. And you have more actor
 contact and in general it's more fun.
 (Morris sniffs, nods)
 Now why aren't they setting up yet?

MORRIS

They need time to digest properly.

KATE

Is that so? Show me.

Morris warily leads her toward Rudy's truck. Marc intercepts, but stays out of punch range. She ignores him. Morris is confused.

MARC

Kate, this is ridiculous. You can't act like we don't know each other. Kate?

They reach the truck. Rudy, Bruce, the Grips lounge inside and on the tailgate, eating cookies, playing poker and now wolf whistling.

RUDY

Hey, chicky, looking dee-licious!

BRUCE

You doing make-up today?

KATE

No. I'm the new A.D.
(they all laugh)
And I'd like you to set up where Morris indicated. This instant. Please.

RUDY

Sure, babe. We'll be right there.

Rudy snickers to his boys, they have no intention of budging. Marc winces for them. Kate smiles, climbs up on the tailgate.

KATE

I do make a point of starting out with a please. I always do.

Rudy is about to stuff a cookie in his mouth when she plucks it away and tosses it to some PIGEONS. Rudy is confused. Then she kicks their box of cookies off the tailgate and the pigeons devour it. Now the whole tribe is furious.

Rudy stands to confront her. But Kate twists his arm behind his back, trips him...THUD!...slams him down on the tailgate, sits atop him and twists his arm further. He grimaces, moans.

KATE

You're going to do what I tell you to when I tell you to and not a second later. Or I'll fire your ass, kick your ass or probably--both! You got that?!

RUDY

Got it, got it. Let go! Please?

She lets him go. He moans, lays there holding his arm. The tribe is horrified to see their fearless leader like this. She turns on them with fire in her eyes and they shrink back.

KATE
Move it. Move it! MOVE IT!

She's in their face like a drill sergeant from hell and they fall and crash into themselves, grabbing gear and leaping out the truck. I can't tell you how much Morris is enjoying this. As well as Sal.

SAL
What a babe! What a package!
Beautiful and ballzy. That's my kinda
woman.

Marc heard that, locks a look on Sal that would melt diamonds. Sal notices and loves it.

SAL
Oh, hi, Cliffy. Have you met our new
A.D. yet? I'd be happy to introduce--

MARC
We've met!

Marc storms away. Sal rubs his hands together.

EXT. SAL'S HOUSE - NIGHT

End of the night and Michelle is leaving, gives Marc a big hug.

MICHELLE
I know this level must be maddening for
you. But hang on and we'll soon be on
"His Last Resort" and you'll be on your
way again.

MARC
Thanks for the good word, Michelle. I
appreciate it more than you can know.

MICHELLE
Glad to finally return a favor. Great
working with you, Marc. Don't forget
my party.

She walks to her limo. Marc watches her. Then notices Kate getting in her car. He heads for her. Kate starts the car, pulls out.

MARC
Kate! Kate, how 'bout a--

SQUEAL!...Kate guns it at him and Marc has to leap on the lawn to avoid getting run over. He watches her go with such forsaken eyes.

EXT. A SANTA MONICA PARK - MOVIE COMPANY - DAY

Marc and Jake are sitting on a picnic table, drinking coffee. Rudy and the Grips, carrying gear, march by to the cadence sergeant Kate is snapping her fingers to. Marc watches with yearning eyes.

JAKE

Few embers still burning for the ex?

MARC

Whole goddamn furnace. And it's cooking me, Jake. I still love her... And it looks like she still hates me.

WELLES

(materializing)

Of course she does. What in blazes is she doing here?

MARC

I thought you brought her here.

JAKE

Me? I haven't even seen Kate in five years. What makes you--?

MARC

Forget it.

Jake is confused. Marc goes behind a tree and talks to Orson.

MARC

I just assumed it was you who arranged for her and Jake to be here.

WELLES

What do you take me for?! You're trying to stay on the wagon--so you think I'm going to team you up with an alcoholic?

Marc licks his lips as he looks over at Jake who grabs a lens from a case, twists off the back cap and slugs down some booze.

MARC

It has been tempting to take a...

Kate passes within his line of sight and his face drops.

WELLES

And you think I'm going to put that man-eater in this cage with you? How many times have you become a basket case after some romantic debacle?

(Marc attempts to speak)

Countless! Now forget her and focus on getting through this shoot. Your whole career hangs in the balance.

MARC
 (sadly walking away)
 Hell, Orson. A career pales next to
 her...

Orson is exasperated. And Bogart fades in.

BOGART
 Hey, Orson. How things shaking with
 Marc today?

WELLES
 What are you doing here? I didn't call
 you! This place is already crawling
 with uninvited guests.

BOGART
 Geez, make a guy feel welcome, why
 don't cha'?

WELLES
 Going to upstage me again? Going to
 "damn the torpedoes"? Begone and
 bother whatever unfortunate soul got
 saddled with you.

BOGART
 Well...umm...thing is I haven't quite,
 exactly landed anybody yet.
 Technically speaking. But...

Welles looks surprised, then angry and tries to yank Bogie's left
 hand out of his pocket. They struggle a while. Then Welles grabs
 Bogie's hand and inspects it and sees nothing.

WELLES
 Ah-hah! A fraud and a charlatan has
 been unmasked! You're no guardian.

BOGART
 I never said exactly that I was.

Welles chortles and now polishes a glowing band of white light on
 his ring finger--his GUARDIAN ANGEL RING. Bogart admires it.

BOGART
 Say, that's a swell one.

WELLES
 Skipped off the mortal coil over 30
 years ago and still not a guardian.
 My, my. Akin to being an extra.
 Billing like that must be especially
 galling for a Boffo Box Office star
 like--

BOGART
 Hey, it's just a temporary mix-up of
 sorts! Raphael's gonna kick me
 upstairs any day now!

WELLES

Any decade now is more like it. And that's a stretch. Take off, Bogie. I can't have a common angel getting underfoot while I weave my magic.

Bogart wants to slug him, but he also wants to stay. Sadly says...

BOGART

Alright, I'll go. I know I'm not in your league. It was swell pretending a while... Figured if I had a chance to watch a genius firsthand... Thought maybe something might rub off.

Bogart sniffs back a tear and Welles is feeling sorry for him.

BOGART

You were such an inspiration... Such a wonder to behold. I... Farewell, old chum. Thanks for the memories...

Bogart hunches up and casts such a pitiful figure as he slowly walks away that Welles winces with sympathy.

WELLES

Oh, Bogie... Hold on. If you promise to just observe. You can stay sometimes. Pick up some pointers.

Bogart turns and gives Orson a look of deep thanks.

BOGART

Thank you, Orson... Thank...

Bogart turns away, jerks and shivers like he's uncontrollably sobbing. Orson pats his back. But we can see Bogie's face now and glimpse... he's really having a hard time controlling his laughter.

EXT. PARK - CLOSE ON MARC - SUNSET

MARC

As God is my witness, I will not fail!
I will save Atlantis! If I have to
lie, cheat or steal--this will be so.
As God is my witness!

We pull back as Marc holds a scientific instrument aloft - his figure silhouetted against the sunset sky - with a barren tree looming - foreground rising and making a striking image. Striking in its similarity to the "GONE WITH THE WIND" Tara scene.

SAL

Cut! Decent, Marc. But just barely.
Put more desperation in the closeup.

MARC

Yeah, sure.

SAL

Kate, please move them closer.

KATE

Alright, everyone, scene 25. Let's move!

Marc walks to Jake lounging by the camera as Cameron struggles to do all the work--lifting the camera and tripod to the new placement.

Welles and Bogart are also here, exchanging looks of chagrin.

MARC

Jake, you didn't shoot it like--

JAKE

Hoh we did. Homage de Gone With the Breeze.

MARC

What's this kid up to? Well, I've learned not to judge till the final cut. He may have a vision and we're just not grasping it yet?

JAKE

There's nothing to grasp.

WELLES

An invisible vision.

BOGART

This kid doesn't have an original bone in his body. Say, Orson, why did you pick Sal to direct.

WELLES

I didn't! You think an innovator such as I would have anything to do with the likes of him. He's just a piece in the puzzle. I can't control everything.

Kate strides past as she hurries Rudy and Bruce to position a light.

KATE

You're moving like old ladies. We're all waiting on you!

Kate moves on and Rudy sneers, rubs the arm she twisted.

KATE

Alright, everyone. Settle in for a take.

MORRIS

(watching Kate)
I used to do that.

SIMONE

And you did it very well, Morris.

Simone pats his head, tries to console his battered ego. Marc is watching Kate's every step with anguished eyes. Simone observes him observing. As does Bogart, who winces in sympathy.

BOGART
 Poor sucker's got it bad. Looks like
 his inside's been kicked out.

Bogart's wings flutter and he fades away.

EXT. SANTA MONICA PARK - NIGHT

It's late and foggy and Kate is supervising the Crew as they wrap for the night. In the parking lot is Sal's ratty looking TRAILER. The PROP PERSON, PRISILLA, 21 and very cute, walks out with her hair mussed and buttoning her blouse. Sal exits right behind her. Then he looks at Kate, grins and struts over.

SAL
 Hi, Kate. I just wanna tell you how I
 appreciate the terrific job you're
 doing. Such a difference.

KATE
 Thanks, Sal.

SAL
 And how it's been such a pleasure to
 work with someone who's so lovely.

Sal takes her hand and kisses it. She smiles. Nearby, Marc is leaning on a tree, glaring. Welles studies him with concern.

MARC
 The little prick!

WELLES
 Marc! Forget her. Write her off. She
 can't stand you anyway.

MARC
 You're probably right on that... Who
 can blame her?

Marc is depressed, ambles into the mist. Bogart appears.

BOGART
 You don't think Marc should make a
 play?

WELLES
 No. He doesn't have a chance anyhow.

BOGART
 Bet he does.

WELLES
 Wrong! Plus I don't want him riding an
 emotional roller coaster with Kate.
 He'll end up getting derailed,
 depressed and likely to hit the bottle.

Or worse. I'm his guardian and I say
forget it!

BOGART

Fine, don't snap my head off. You'll get no argument from me... Oh, almost forgot why I came. I seen Cassavetes nabbing some footage on Tralfalmador. Thought you had an exclusive lock on--

WELLES

I do! I'm in the middle of production. That weasel! He won't get away with it!

Welles is gone in a flash. Bogart smirks, looks around.

BOGART

Psst! I ditched him. Coast is clear.

Looking radiant and sexy in a white dress, as she tip-toes from the mist...another ANGEL... MARILYN MONROE. She bites her lip and giggles...

MONROE

What a kick! We're gonna pull the wool over Orson's eye--yighs!

She spots Marc, growls and with classic whispery seductive voice...

MONROE

Oo-la-la. Cliffy is certainly looking luscious in his middle years.

BOGART

Hey, doll. I didn't drag you here for titillation purposes... Joan told me all about you. How you used to hang out in his dressing room...and...?

MONROE

Oh, that big mouth Crawford! I let her come once and that's how she thanks me?... Anywho, that was years ago. I've left my lower nature behind and achieved a higher plane. I've been developing my spiritual powers, ya know.

BOGART

Sure you have.

She turns to Marc, her eyebrows rise and she steps in his direction.

MONROE

Well, let's go get him, uh, help him.

Bogie grabs her hand and pulls her away toward Kate.

BOGART

You better tone it down or I won't let you help. I don't need Marc mooning over you too.

Monroe sneers at him. They reach Kate and Monroe studies her.

BOGART

Take a close gander. Can you tell if she's got any interest in Marc?

When Kate doesn't think Marc's looking--she steals glances, her expression is stern though. Monroe squints

MONROE

Oo, it's a toughie. Let me try my spiritual powers.

Bogie rolls his eyes as Marilyn waves her hands around Kate.

MONROE

I feel oodles of pissed-off-ness in her aura. There's no denying that.

BOGART

Who don't know that? You picking up any soft spots for him.

Monroe closes her eyes, does deep breathing, makes faces and gestures like a melodramatic gypsy mind reader in a B-movie.

BOGART

Well?... Huh?... You're looking like a nut-case there, Marilyn.

MONROE

You're just jealous of my powers... You know, I think I perceive a definite probable maybe floating in her mind.

BOGART

Geez, I'm sure glad I brought you.

Bogart yanks her away, heading to Marc. In a moment, Marc notices Bogie and the glowing sex-goddess and he rubs his eyes in amazement.

MARC

Oh, my God! It is! It's Monroe!

BOGART

Hey, Marc. I brung, Marilyn. We're thinking you should--

Monroe shoves Bogie aside, slinks to Marc and with breathy voice...

MONROE

Hi, Marc. Pleasure to meet you. I've certainly admired your, uh...fine...
(runs a finger down his chest)

Work...since you were a boy. And such a cute, hard boy you were in those days.

Bogie shoves Monroe aside, wags his finger at her and she sticks out her tongue. Marc watches the two legends with bemusement.

BOGART
Back off. I'm warning you.
(to Marc)
Forget about what Welles thinks. And don't tell him we said so. But with our advanced spiritual powers--
(Monroe glares at him)
--we can tell Kate's still nuts about ya. Head over heels.

MARC
No kidding? Really?

MONROE
(moving close to Marc)
Sure, doll. And who wouldn't be?

INT. KATE'S CAR - NIGHT

Kate's driving fast. Now we see Bogart and Monroe sitting in the back seat, looking quite pleased with themselves.

BOGART
What Orson don't know about dames and romance would fill volumes. Savvy?

MONROE
Yeah. Good thing Marc has us. We'll get these two lovebirds together again.

MARC
(rising from the floor)
Kate?
She's startled - SCREAMS - swerves across the road - SCREECH! almost hits an on-coming car - SCREECH! - swerves the other way - overcompensates - careens up the curb - across a lawn - through hedges - mashes a few toys - slides to a stop.

KATE
Get out! Get out of here now!

BOGART
Stand your ground, Marc.

MARC
I'm not leaving till you listen--

She swats at him. The three stars cringe back against the seat as far as possible, cover up. Kate screams in exasperation, leaps out.

EXT. FRONT YARDS

Kate struts away in a huff. They all scramble after her.

MONROE

Don't forget your prop, hon!

Marc pulls handcuffs from his pocket, slaps one end on his wrist. Catches up and slaps the other on Kate's. She can't believe it.

MARC

You're staying till you let me talk.

BOGART

What'd you think of them apples, sweetheart?

She elbows Marc's stomach, kicks his shins, lands a roundhouse right to his jaw. He falls to the lawn... but she's tugged down with him. Bogart and Monroe wince for Marc, moaning in pain. Kate picks up a MICKEY MOUSE TOY.

KATE

Unlock it before I start bashing!

MARC

Will you give me a chance to speak already?!

KATE

No! You're not getting a chance to work your bullshit on me!

MARC

I've changed!

KATE

Shut up!

She slams Mickey Mouse on his leg--the arms break off. That hurt.

MONROE

Butter her up.

MARC

I still love you.

That takes some venom from her eyes. Then it's back.

KATE

Shut up!

She whacks his shoulder with Mickey--the legs break off.

MARC

I've changed and I love you. I've changed and I love you, I've--

She swings with all her might and Disney's rodent shatters to bits on his kneecap. Bogart and Monroe wince for him again. Marc's hurting but tries not to show it.

MARC

I...I can take anything you can dish out. Won't be quiet till I've said what I want... So simmer down or you'll give yourself another ulcer.

She plops down on the lawn to rest more than anything, looks away.

KATE

It'd be number three, but who's counting. And I'm none of your business anymore and I don't even like you anymore.

MARC

You don't mean that. But I mean it... when I say I love you.

KATE

You love most of the female population. Any actresses on this shoot you haven't screwed?

MARC

Haven't even slept with one...actress.

KATE

Hah!

MARC

I'm telling you I've changed... And hasn't several years given you any perspective? Some insight that all my supposed infidelity wasn't based on fact--but was a fabrication of your insecurity and jealousy?

KATE

Eat me! If guys were always throwing themselves at me--you would've imagined a lot more than I did. And we both know I didn't imagine everything!

BOGART

(him and Monroe move closer)
Lather up some guilt.

MARC

How 'bout some room.

KATE

Don't whine at me, jerk. This bracelet is your idea.

MARC

Never you mind. If you hadn't gone off to Europe and abandoned me for months while you played big time producer. If you put time into our marriage, I

wouldn't have weakened and, and everything might've worked out.

KATE

Don't blame our mess on me. It was mostly your fault.

MARC

Look, Kate, I'm not interested in blame. I'm interested in the present us. And telling you the present me is a vastly improved version. Solid, hard working, booze free--not a drop in two years.

KATE

Well, if that's true, I'm impressed. Better than me. I did manage to quit the blow.

MARC

See, we've both changed and learned and matured. Now we're ready and able to be finer husband and wife material.

KATE

Dream on.

MARC

But we are. And it's, it's fate we're to be reunited. Look how we were just thrown together. What were the chances? Why, it's written in the stars.

MONROE

Guess the higher ups arranged it.

BOGART

Most likely.

VIEW FROM ABOVE

Looking down on Bogart and Monroe--they turn their faces up at the heavens, grin and mug big like--'aren't we so swell and nice and deserving'. They now add a gesture--holding out their arms like they just finished a swell performance--TA-DAHH! They hold the big grin a long beat. Then shrug and drop it.

BACK TO SCENE

BOGART

Any day now we'll get noticed and grab a promotion. We'd make dandy guardians.

MONROE

Yeah, Raphael is bound to wise up sooner or later. It's high time we had better billing. I mean, we're we, after all.

Marc ventures a bold move and caresses Kate's cuffed hand.

MARC

I do love you, Katy. We could make it work this time. I know it.

KATE

Now, now you stop it.

MARC

Think of all the wrong things we've already pushed out of the way. And learned from.

KATE

(weakening)

Knew if you had a chance to talk you'd, you'd confuse everything and twist and distort everything and try...

(he caresses her face)

Quit that now... I'm not looking at those eyes... Not even looking.

She's staring down. He lowers his face into her line of sight. She tries to resist. But then peeks into his eyes. Can't look away.

MARC

I love you, Kate.

KATE

Oh, Marc...

His lips inch closer to hers. It's a moment that could become a kiss. Bogart and Monroe are all smiles.

BOGART

He has her. We're there!

Lips are about to touch. Closer. And... And... she pulls away.

BOGART/MONROE

Shit!

They wince, cover their mouths. Then grin as they look to the heavens, gesture--TA-DAH! Then they shrug and drop it. Kate is on her feet and has her determination back.

KATE

I'd have to be crazy to get involved with the likes of you again.

MARC

C'mon, Kate.

KATE

I'm just getting myself together and
I'm staying that way. Unlock these.
Now!

He knows that look--she won't be changing her mind any time soon.
He takes out the key, unlocks the cuffs.

MARC
I'll walk back... Goodnight.

He sadly shuffles away. She watches him. The angels follow.

MARC
You said she was crazy about me.

MONROE
Uh, well, she is. Very.

BOGART
The dame's just playing hard to get.
Marc sighs. Bogart holds Marilyn and
they let him walk alone.

MONROE
We gave it a good shot.

BOGART
That we did. Maybe next time--uh-oh.

Bogart sees Welles fading in and noticing depressed Marc. He
confronts Bogart and Monroe, who try to act innocent and casual.

WELLES
What's going on?! Marc looks terrible!
And what are you doing here Marilyn?
I didn't even call you yet!

BOGART
It's my fault, Orson. I was talkin'
and mentioned what a thrill it was
observing a genius guardian angel at
work.

MONROE
Yeah, I just had to see your genius.

WELLES
Well, that's understandable... But what
happened to Marc?

BOGART
Shows how right you are, Orson. He
foolishly tried to romance Kate and she
tore into him. We tried to stop him.

MONROE
Yeah, tried with all our might. But
without you here, well, you know.

Kate sighs with mixed feelings, hops in her car and drives off.
The angels watch Marc's lonely figure and frown.

WELLES

You poor fool, Clifton. When you don't listen to your guardian?... Just desserts.

Bogart and Monroe exchange guilty expressions.

WELLES

Bogie, I couldn't find hide nor hair of Cassavetes.

BOGART

That John is a real sneaky one. Crafty as all get out... Unlike us, of course.

Welles gives them a funny look. They grin so innocently, whistle and look away.

EXT. SAL'S BACK YARD - NIGHT

Kate holds her head in pain as she observes the pandemonium that reigns as the incompetent Crew runs hither and yon. Cameron is crawling on the lawn attempting to link camera DOLLY-TRACK--track pieces he's already mangled are strewn about and Morris and others are tripping over them. Prisilla is wheeling the tall ENERGY CRYSTAL PROP, heading toward Marc sitting in his chair, stealing glances at Kate. Jake notices.

JAKE

Duck, Marc!

Marc ducks and the Energy Crystal misses smacking his head by a hair. But Prisilla does crash the Crystal into Simone's butt, knocking her into Morris and both to the ground. They fall at Kate's feet. Look up at her sheepishly. She smiles sweetly.

KATE

Thank you, dears. I do appreciate all your help. For several years I've been unable to achieve a decent migraine. But in less than one week you've given me the best one I've ever had!

(screams to everyone)

THANK YOU ALL!

Kate painfully storms away from the chaos.

MORRIS

Was she being sarcastic?

Rudy throws a switch and his lights beam on...

THE TRANSPORT MACHINE

A replica of H.G. Wells' "THE TIME MACHINE"--big pulsing disc in back. The Transport Machine is on wheels and track--parallel to the camera dolly-track.

JAKE

Rudy. Half scrim the 10K by the Time Machine, I mean, Transport Machine.

RUDY

You got it.

JAKE

Hey, Cameroon. These tracking shots can be tricky. So, I'll shoot... You push.

MOMENTS LATER

About to shoot. Kate is strutting around--"Quiet on the set!" Simone grins alluringly as she holds her slate in front of Marc.

SIMONE

How's it hanging there, copper?

Marc grins back with less allure. The usual countdown is heard... "Rolling - Scene 28-Take 1". Marc eyes the bobbing MIKE...

SAL

Action!

MARC

There's no time. It's now or never!

Marc runs across the yard with desperate hero intensity etched on his face. About to reach the Transport Machine, but a breeze topples the Energy Crystal and it knocks him to the ground. He grimaces in pain. "Cut!" Jake helps Marc to his feet.

KATE

Morris, secure this crystal! There should be sandbags on its base.

MORRIS

Props! Prisilla, secure this crystal!

Prisilla nods, sets off on her mission. Runs to the truck but can't find any. She lifts one off a light stand. Rudy snatches her.

RUDY

Drop it, Vanilla!

PRISILLA

Have any extras I could--

RUDY

Got all my lights going. Get lost!

Prisilla nervously looks around. Then spots sandbags on the Transport Machine track, figures the track can't be blown down, so she takes them and puts them on the Crystal's base. Marc is ready--warily ready. And they're off... "Take 2 - Action".

MARC - races across the yard - passes the Crystal - hops in the Transport Machine - pulls a lever - the disk in back spins, sparks fly out - Bruce starts pushing Marc and Machine down the track.

GRIPS - carrying Christmas lights run parallel, behind and in the opposite direction for "light speed effect." It looks ridiculous. Cameron is pushing the camera dolly while Jake shoots.

JAKE

Cut! Camera cut!

(everyone stops)

Sal, the Transport Machine was dogging it. If it doesn't stay even with me, your light speed gag won't come off.

Sal turns, sneers at Rudy, who is already in Bruce's disgraced face.

RUDY

Oh, the shame! Your incompetence caused a cut! A cut! The entire department is disgraced by one lazy Best Boy!

BRUCE

Sorry. It won't happen again.

RUDY

Better not! Or it's court martial time!

Bruce is horrified. Meanwhile, everyone is in place and the countdown is on... "Scene 28-Take 3 - Action."

Marc huffs once again to the Transport Machine, the disc spins, sparks spit. Bruce starts pushing with a vengeance--Marc's head whips back. The Grips run past with the Christmas lights. And Bruce's feet become tangled in an errant string and he trips.

MARC AND MACHINE - rocketing down the track. Zipping past where sandbags Prisilla borrowed would've stopped him. Welles fades in. Waves to Marc.

WELLES

Hi, Marc. Little action scene today? The Transport Machine flies off the track - across the lawn - down the driveway - Marc holds on for dear life.

MARC

Holy shit!

Welles' eyes bulge. He starts flapping his wings and though it doesn't seem feasible, his considerable girth becomes airborne.

WELLES

Hang on, Marc! I'm aloft!

(This sequence should resemble a Laurel and Hardy routine)

ON THE SIDEWALK

A prissy POODLE is being walked - Marc is bearing down.

MARC

Outta the way!

IN THE AIR

We hear a yelp - the Poodle goes flopping by flying Orson.

IN THE STREET

Marc reaches out - catches the Poodle - they careen across the steep street - SQUEAL...a CAR skids - hits the Transport - sends it on a rapid course down the hill.

Welles flies ahead - the Crew chases after.

A BUSY INTERSECTION

Welles watches cars and trucks racing by, looks up the hill, sees Marc heading this way, Welles flies up.

MARC - about to zoom through against the traffic signal.

SCREECH! - every vehicle hits the brakes.

ON CENTER SIGNAL - Welles is hugging it, eyes closed, sweat pouring as he strains with concentration. He opens his eyes to see... he made all the signals turn RED. He looks below him...

MARC AND POODLE - rocket between stopped cars - miss mangelation by a whisker.

The Crew runs onward.

CLOSE ON TRANSPORT MACHINE

Barrelling down the hill - spitting sparks - Marc's hair whipping back - Poodle's ears whipping back - pedestrians and cars are blurs as they just miss. Welles catches up, flying along side.

MARC
HOW ABOUT SOME GUARDING?? ORSON!

WELLES
I'm thinking, I'm thinking!

They see the ocean cliffs looming ahead. The poodle yelps.

MARC/WELLES
OH MY GOD!

PALISADE PARK

Narrow strip of grass and trees with wimpy wooden fence running along the cliffs--100 foot drop to PCH. The Transport careens over the curb, bounces toward the fence and certain death.

WELLES
JUMP MARC!

SLOW MOTION:

Marc's eyes bulging - Marc leaping up - hands grabbing a tree limb - the Transport crashing through the fence - Marc's fingers slipping - Transport flying in the air - Poodle flying - Marc's legs stretching over the cliff - catching Poodle between his feet - Marc's body swaying back - him and Poodle stretched parallel to the ground.

ON CREW

Panning amazed expressions, mouthing "COOL", "WOW", etc.

END SLOW MOTION:

Marc and poodle slamming back to Earth. Welles floats to him, puts his ear on his chest, relieved.

WELLES

Too close... I might've been demoted.

The Crew arrives and crowds around. Jake and Kate help Marc, lift his head and it lolls about, dizzy and dopey.

KATE

Marc! You okay, Marc?

MARC

Ready for my close-up, Ms. DeMille.
(he passes out)

JAKE

Helluva stunt, Cliffy! Helluva stunt.
This ole boy always did his own gags.
Still got the knack.

PRISILLA

He looked just like Colton on the runaway stagecoach.

SIMONE

(petting the Poodle)
He even saved the fair maiden.

The poodle gratefully kisses Marc's face. And Kate actually looks relieved he's alright, caresses his hair.

EXT. MICHELLE'S ESTATE - NIGHT

We see people arriving for a party.

INT. MICHELLE'S ESTATE

Lavish party for Hollywood's finest. We see a perfect COUPLE--the man notices someone, elbows his partner.

MAN

Look, I thought he was dead.

WOMAN

Looks used...but alive enough for me.

Her expression belies interest of a carnal nature and we follow her line of sight... And see Marc with Michelle. Though he's outwardly cool about it, close observation might detect he's savoring the glamour again.

MARC

Been quite a while since I've been to one of these.

MICHELLE

If you let on that you existed, I would've invited you to every one.

MARC

Not if you knew the me of a few years back. Believe me...
(beat; wistful)
Hardly recognize anyone... Feels like I'm trespassing...

MICHELLE

Nonsense. You're my guest of honor. You rule here. Allow me to prance you about to your subjects.

She introduces Marc to a group of people.

PARTY - LATER

Michelle and Marc are talking to Sidney. We overhear people passing by--"thought he was dead."

SIDNEY

Checked with the Production Manager and she said you've been on time for every call. You're such a pro, giving great performances, etc. You paying them?

MARC

Simone's, uh, easily impressed.

SIDNEY

Stay on track and we'll impress millions.

PARTY - LATER

Marc rolls his eyes as his old agent Jeffrey sniffs his glass.

MARC

It's only soda, Mom!

JEFFREY

I'm in your corner now. Trying to help.

MARC

Trying to cash in.

JEFFREY

You just finish this stupid Atlantic movie and after Sid casts you, I can line up projects in its wake. Don't screw up. This is your last chance.

Michelle pulls Marc away. And into her screening room.

MICHELLE

Since you're the guest of honor...

A movie is playing from the late 70's--Marc's Oscar winning performance. People take notice of him, smile. Marc settles into a seat with Michelle.

ON SCREEN

Marc's youthful image is dashing and handsome and he's giving a powerful performance in a romantic lead role.

BACK TO MARC

We notice a little cigar smoke rising behind his head.

MARC

This is bringing back such vivid memories--I can almost smell the stench of Huston's lousy cigars.

A big plume of smoke engulfs Marc and makes him cough. We hear an old man's mischievous CACKLE. Marc turns to complain...

MARC

Could you turn down the smoke...stack??

Marc is shocked to see no one behind him now. Could that've been you-know-who?

EXT. MARC'S HOUSE - DAWN

The muted sun rises. Illuminates Marc's crummy bungalow as he stumbles out, yawning, stepping around puddles from sprinklers and on to his MG. A ROLLS ROYCE zips by, hits a puddle and douses his clothes. Marc curses. Watches it go. Leaving him behind. He sighs, looks at his old car. A DOG pisses on it.

MARC

Back to lousy reality...

Marc shakes his head, gets in his car and squeals away.

EXT. SANTA MONICA BEACH PARKING LOT - MOVIE COMPANY - MORNING

Marc drives in. The Film Crew is arriving for another day of stellar shooting. Rudy and the Grips are sitting on the tailgate drinking coffee and trying to wake up. Rudy drools as he opens their huge box of donuts. Morris warily approaches.

MORRIS

Excuse me, guys. Good morning.

(no response)
 Okay. Scene 38 is first and I need a
 diffusion tent set up near...near...

Morris tries to stifle it, but SNEEZES all over the donuts. They want to kill him. Rudy growls, lunges and Morris takes off. Rudy and the others grab lightstands and toss them like javelins.

ON MORRIS RUNNING

SWISH...a lightstand sticks into the sand ahead of him--BONK!... his head smacks into it. He runs left...SWISH...BONK! Runs right...BONK! He's dazed. SWISH--SWISH--SWISH...lightstands stab the sand in a circle, caging him. We hear SAVAGE WHOOPING from the tribe.

PARKING LOT - JAKE'S VAN - LATER

Simone is talking to Jake as Cameron does all the unloading.

SIMONE

What happened to him, Jake? What made Marc fall apart?

JAKE

Whole bunch of things, my dear. Whole bunch finally adding up to clobber him.

CAMERON

Like what?

JAKE

Like 15 years in the cruel pressure cooker of fame. Plus he's got two personality flaws going against him. One--he's too nice. Two--he's too damn sensitive to be an actor. Was a dope for getting himself roped into it.

SIMONE

What did he want to be?

JAKE

A simple country doc. He was pre-med when John Huston crashed his peaceful life. Literally. One summer, John's racing his car, plows into a Longhorn jay-walking off the Wyoming range and crashes. Cliffy happens to be galloping by...

CAMERON

You mean on a horse?

JAKE

(stares a long beat)
 Put the cases by the tent, Wonderkid.
 (Cameron frowns and does it)
 So, Marc yanks Huston's ass from the burning wreckage. And while he's healing, John's bowled over by this

innocent hick's natural charisma. And with the promise of a year's tuition for a week's movie work--Marc agrees to be taken hostage. An actor breaks his back falling off a horse, Cliffy falls into the better role--playing a rancher so it ain't a stretch. And you know how his debut went--supporting Oscar nod. And he never went back.

BEACH - THE DIFFUSION TENT

The Film Crew is bustling by this opaque material stretched aloft and held up by poles. Cameron drops a camera case under it.

CAMERON

You said Scene 38, right?

MORRIS (O.S.)

Yes, that's right, Cameron.

Looking up--we see someone lying spread eagle on the top. Moving to the side--we see it's Morris stretched across. Rope lashed to his wrists and ankles and tied to tent poles, grimacing as the sun beats down on him. Everyone just goes about their business.

MORRIS

Say, Cameron, can you untie just one--

CAMERON

Said when I'm done unloading!

AT JAKE'S VAN

SIMONE

Anything in particular make him crack?
Like a ruinous marriage?

JAKE

Oh, he had a bunch of those. But it was the Grim Reaper who put him out. In one year he made a triple play... First there was Orson Welles' sudden death.

CAMERON

Did he drown in his own puke?

JAKE

You're disgusting. Move those cases!
(to Simone)
Tubby Welles had a normal heart attack.

JAKE

When Marc first came to Hollywood, Orson took him under his wing. They became close over the years.

SIMONE

Who else died?

JAKE

His parents. He was stuck filming in New York that Christmas so he flew them out. And the damn plane crashes.

SIMONE

How terrible.

JAKE

Yeah. And that summer, his third wife is killed when a drunk plows into their car... She was several months pregnant. Nothing he could've done but he felt guilty just for surviving. He had a breakdown. Basically spent a good deal of the '80's in and out of hospitals.

Jake turns, pensively gazes at Marc who is stalking Kate. Now Marc gets in position to just casually be in her path, primps and...

MARC

Oh, hi there, Kate. Good morning.

KATE

Good morning, Marc.

She keeps going but Marc is more than happy, almost skips to Jake.

MARC

You see that, Jake? She didn't try to punch me. No scowl. I bet there was even a grin below the surface!

JAKE

Definite progress being made, Cliffy. You know, she even looked relieved when you didn't tumble off the cliff.

SIMONE

You poor guy...

Marc looks at her funny. HONK-HONK!...a gaudy red LINCOLN pulls in - Marc leaps aside - it just misses hitting him as it lurches into a space. A large MAN gets out and Marc glowers at him. The man glowers back more, lumbers away. Marc and Jake look at each other.

JAKE

Looks like a Wise Guy.

MARC

(like Brando's Godfather)
He is, my son. But has he come to surf? I think not. To make sea gulls an offer they can't refuse? Smelt perhaps.

The Man is looking amongst the Crew. Sal sees him, grins big.

SAL

YO, GEO! PISANE!

Sal runs to him. They're glad to see each other, hug and punch each other plenty. His name is GEO STERILLO, mid '30s, a wiry, tough bundle who dresses in expensive clothes but can't keep from looking cheap. Geo has a thicker Bronx accent than Sal's...

GEO
Hey, little, cuz. How yous doin'?

SAL
Great. Just get in from the Bronx?

GEO
Yeah. How's my movie goin'?

SAL
Directing a masterpiece for my soon to be big-time producer. Your ticket to legit Hollywood is good as gold.

Marc and Jake exchange concerned looks.

MARC
Producer? This ain't good.

Monroe fades in, makes goo-goo eyes at Marc. He grins.

MONROE
Hi ya, Marc. I thought up a fab idea to sweep Kate off her tootsies.

MARC
Later, Jake. Gonna look over my lines.

Marc and Monroe walk away.

EXT. BEACH - DIFFUSION TENT - DAY

The Film Crew is prepping to shoot a scene. Marc is sitting in his chair, writing in a note pad while Monroe paces, ponders and...

MONROE
How about..."I love you more than the eternal infinity"?

MARC
Yeah, I like it...

BOGART
(fading in)
Whadda you guys up to?

MARC
Romantic poetry for Kate. Marilyn's great idea.

Morris stumbles to Marc, one rope still tied around his ankle.

MORRIS

Scene's up. On your mark, Marc. Hey, that's almost funny. Or something?

Marc puts on his lab coat and walks to the new crummier Transport Machine--lots of tin foil. Marc joins an actress, JOAN, 21, very shy, also wearing a lab coat. Marc rolls his eyes as Geo closely examines them--making a frame with his fingers but doing it wrong.

GEO

Hey, Sal, why's the babe gotta wear that dumb lab coat?

SAL

She's a scientist who helped Marc build the Transport Machine to go to Atlantis.

GEO

Yeah, yeah, I knows all that, but it hides all her goodies. Watch it.

(taking off her coat)

See, Salie, look at the decent shape on 'er. You're hiding it. Sex sells. Use it wherever and whenever you can.

Sal nods agreement. And Joan is embarrassed, eyes downcast.

SAL

She ain't stacked or nothing but...

Sal bunches up the back of her sweater to make it tighter on her bust. Marc can't believe it. Joan's very embarrassed, turning red.

SAL

We take it in--we're gettin' somewhere.

MARC

Get your paws off, you ass!

Marc angrily yanks Sal's hands off her sweater. Joan is quite relieved, walks away. Sal is appalled, looks at his hands like he's amazed someone had the nerve to touch him in a non-respectful manner. He stares at Marc with looks that could kill and he and Geo get right in Marc's face. Marc doesn't flinch.

SAL

Don't ever touch me if you ever wanna touch somethin' again!

MARC

You're absurd!

GEO

You're gettin' tired of breathin'!

MARC

Don't you threaten me!

Geo reaches in his jacket and starts pulling out his gun. Jake, Kate, Bogart and Monroe rush in and get between them.

KATE
C'mon, boys, cool it! Let's play nice.

JAKE
(trying to pull Marc away)
Back off, Cliffy.

MONROE
Do it, hon. You need this gig.

BOGART
I'll knock your block off!

Bogie is taking swings at Geo but his fists just pass through his head. Welles fades in and is appalled.

WELLES
What is going on here?! Marc! Get away from Sal and that idiot this instant!

Marc looks at Welles and steps away. Kate pushes Sal and Geo back.

KATE
Five minute break, everyone!

Marc angrily struts away and the angels follow.

WELLES
Who is that idiot?
BOGART
He's your mobster producer. Nice going.

WELLES
Don't give that my producer bunk! I didn't know who was financing this thing.

MARC
You didn't?

MONROE
He should've bothered to check before putting you into this sitch. I can't imagine a bigger tragedy than your cute bod getting all bashed up.

Welles just stares at them a long beat.

WELLES
I'm being criticized by the likes of you two? What unmitigated gall! I should--

RING-RING. Welles digs out his phone, angrily answers.

WELLES
What?! - Unbelievable!

BOGART
He's got too many eggs fryin'!

WELLES
Quiet you!
(into phone)
How can he refuse to do his own stunt??
He can't get hurt. He's dead already!

MONROE
He's giving you the short shrift cause
he's doing too much! Shooting two
movies at once--

MARC
Two? That's ridiculous!

WELLES
She neglected to mention that we don't
waste time sleeping anymore so--
(into phone)
No, set up the stunt right now! We're
losing the light! The third sun sets
in twenty minutes! - On my way!

Orson shoves the phone away, glares at them.

WELLES
What do you whiners want from me? I'm
not 100% infallible...95% at most.

MARC
You're giving me second rate
treatment?! After all I've done for
you--what?

Welles is pointing behind him where Simone has been watching him
hollering at no one. Marc winces as he turns.

SIMONE
Don't worry, it's okay. Talk to your
little imaginary friends if it helps.
I understand. Jake told me you've had
a rough life. Go ahead, don't let me
interrupt.

Marc grins at her through his grimace. Then turns and glowers at
Welles. Then at Bogart and Monroe too. Then he just collapses on
the sand and holds his head in his hands.

MARC
This is getting to be too much.

ON SAL AND GEO

GEO

I've pulverized guys for less.

SAL
We were only making costume suggestions.

GEO
He thinks he's so high and mighty. See him struttin' around like he's king?

SAL
Yeah. Just cause he was Mr. Movie Star he thinks he's so much better. Well, Mr. Has-Been is more like it. He's lucky I took pity and put him in my movie.

GEO
Our movie. And when does Heather start?

SAL
Any chance I can talk you out of it?

GEO
Yeah. On your death bed.

BACK TO MARC

Watching Welles, Bogart and Monroe arguing.

MARC
Shut the hell up!

MORRIS
I didn't even get to say anything yet. Only came to tell you the scene's up.
(sadly walking away)
Everybody picks on me. Nobody likes me.

MARC
Morris, I didn't mean...
(glaring at the angels)
I beginning to think none of you should help me. I'd be better off on my own!
(the angels gasp)
Look, Orson, it doesn't matter to me if Bogie and Marilyn want to help. You guys slug it out. Despite everything--the bottom line is--I intend to hold up my end. I'm gonna do a good job no matter who or what!

Marc storms away. Welles turns to Bogart and Monroe who grin with straining intensity. RING-RING. Orson winces.

BOGART
Look it, Orson. Just let us be your humble assistants.

MONROE
Yeah, humble. We're filming too, but
between the three of us, we can cover
Marc pretty good.

WELLES
Who's directing?

BOGART
Hitch.

WELLES
You lousy traitors! Tell that buffoon
if he steals Hepburn--I'll put his fat
ass in permanent orbit around--
(RING-RING)
If I let you handle second unit Marc--
you'll follow my instructions to the T!

MONROE
Goes without saying. What cha want?

WELLES
Uh...you know. It's obvious... For
one, make sure Marc doesn't punch out
the director and get fired. Uh...keep
the producer from fitting him for a
cement overcoat.

BOGART
Keep him from hitting the hooch?

WELLES
Indeed! And above all--keep him away
from that femme fatale! Kate is poison
for him!

MONROE
Arsenic. Count on us. Shoo now,
Wellsy. Nothing to worry about.

RING-RING. Orson throws up his arms in exasperation, fades away.

BOGART
I've a couple lines for Kate's poem.

MONROE
Goody. Let's finish it for Marc while
he works.

BOGART
If we don't screw up with Marc, Raphael
just has to boost us to guardians.

Bogart puts his arms around Monroe and they saunter away from us.

BOGART
Marilyn, I think this is the beginning
of a beautiful guardianship.

EXT. BEACH - NIGHT

Sal, Geo and Morris are admiring Kate putting the Crew through their paces, wrapping for the night. Morris' eyes go wide as Geo takes out his gun and starts polishing it.

SAL

Yeah, a classy girl like Kate is just what I need now.

GEO

What about Mary? The one you're engaged to?

SAL

Thanks for reminding me.
(removes his engagement ring and pockets it) Mary was okay for the old me. But I'm a director now. Have to move on. You know, Kate was a producer too. We'd be a great Hollywood team.

MORRIS

And it's great she was Marc's wife and he wants her back?

SAL

Morris, you're not as unperceptive as you look. Yeah, snatching anything from--Mr. I Think I'm So Cool Cause I Was A Star--does offer an added thrill.

GEO

When you gonna make your move, Romeo?

SAL

I'm building up to it. Being cool. Don't want her to think I'm misusing my position as supreme director to try to get in her pants... But I will.

MORRIS

I think he's building up to it too.

They look where Morris is and see Marc hesitantly walking to Kate.

ON MARC

With Bogart and Monroe egging him on.

MARC

You really think I have any chance?

BOGART

Trust us. We're positive. And I say give her the poem and ask her to dinner.

MONROE

No, women don't like to be pressured.

BOGART
Whadda you know?

MONROE
We cuffed her and that didn't sit too well, did it?

MARC
Hi, Kate. Here. Night.

Marc hands her an envelope and quickly walks away. Kate gives him a look. Then opens the envelope. She reads the card. Bogart and Monroe watch her. She smiles warmly.

BOGART
She's on the hook!

KATE
How beautiful... What a nice sentiment.
(watching Marc drive away)
Poetry from Clifton? Maybe he has
changed.

Bogart and Monroe slap each other high-fives. Then do a jolly waltz as they hum the musical accompaniment.

EXT. BEACH - PARKING LOT - MORNING

Film Crew is unloading and setting up. Kate is bossing Rudy and the boys to rig the diffusion tent, the fabric is aloft. But Rudy's eyes become riveted. Bruce looks where he is, his jaw drops. Everyone responds: staring, then bumping into each other, tripping, dropping stuff and the tent collapses over them.

KATE
What are you fools doing now? Pick
that up. Hurry up!

Their impressions thrash against the material as they scramble. Kate sits down in defeat, wants to cry, getting another migraine. Rudy's head pokes out and he again stares at...

HEATHER BLANE

strutting from her car. Heather is early 20's, gorgeous, with a voluptuous body squeezed into a risque outfit.

AT JAKE'S VAN

Cameron is unloading gear while Jake and Marc drink their coffee.

JAKE
Eee-hah, lookee there! Heather Blane
of "Heather Does Houston" fame. Yowl!

MARC
What's Heather does Houston?

CAMERON
You're joking?

JAKE

It's Geo's finest porn flick.

MARC

He's a porno producer? Well, what's she doing here?

JAKE

She's the new Princess of Atlantis.

MARC

Sal said Kathleen Dunn had the role. She's great. She has Tony Awards, Drama Circle Awards--

JAKE

She don't have drooling Geo awards. He gets her a legitimate role--he gets a stab at frolicking in the Heather.

MARC

How's her acting?

(Jake and Cameron laugh)

Shit! The junior director from hell isn't bad enough. Now I'm acting at porno level? Just when I think things can't get any worse--they do! Who'd he recast for the Prince? Long Dong Silver?

JAKE

Relax, no change there. It's the same wholesome Disney guy who did those kid's nature flicks.

MARC

Good, he's probably a decent professional.

We hear "PURPLE HAZE" blasting and a loud ROAR! A wild bunch of BIKERS drive into the lot, almost run over Morris who dives out of the way. The lead Harley stops near the van and the driver dismounts. He is...

RON "GRIZZLY" SMITH

Thirties, big bearded bear of a man with crazed eyes attesting to the assortment of drugs he's constantly on. Grizz raises his hand, WHOOPS it up. The Bikers WHOOP back and butt helmets as they drive by and roar away.

JAKE

Marc. That be his highness now.

Grizz's girlfriend, CASS, is on his Harley smoking a joint. Cass gives it to Grizz, who takes a few drags and swallows it. They lewdly fondle each other. Grizz notices Marc, grins, waves...

GRIZZ

Yo, Marc Clifton! What's happenin'?

MARC

Worse and worse and worse...

Jake grabs the VIEWING LENS around his neck, clicks a focus ring, pours booze into his coffee and sips. Marc eyes him enviously.

INT. SAL'S TRAILER - DAY

Geo and Sal are upset as they talk to Geo's LAWYER, who we hear on the speaker-phone...

GEO

You're lunaticly insane! I'm a mega successful construction baron. I got plenty a cash piled in the bank!

LAWYER (O.S.)

I said cash flow. And your main spigot was shut today. And you do not have piles in the bank. You're stretched quite thin. Against my strident advice-

SAL

How'd you blow the suit so bad?!

LAWYER (O.S.)

There was no negligence on my part. The homeowners' detective just got lucky.

GEO

First off, are you talkin' about the Sterillo Manor suit or the--

LAWYER (O.S.)

It's the Sterillo Knolls' suit. Homeowners suing for building on a former toxic waste disposal site.

GEO

Hey, I had no knowledge in the least that there land used to be a dump!

LAWYER (O.S.)

Uh-huh. Well, their evidence today showed your new tracts in Paramus are also being built on a toxic site.

GEO

Really?... Well... Hell, it ain't my fault! Where in Jersey ain't it toxic? It's absurd coincidence.

LAWYER (O.S.)

Yes, absurd. But the judge granted an injunction--the homeowners don't have

to pay your 10 percent notes and all
your construction projects are halted.

GEO

WHAT??

EXT. BEACH - DAY

Scared Sal and Geo talk to Kate, leafing through her papers.

SAL

If, just for instance mind you, just
imagining, our budget was cut in half?

KATE

You're already a week behind schedule
and 30% over budget.

GEO

But you ain't saying it's absolutely
impossible to finish quicker and with
those bucks. Please?

KATE

Look, you'd have to slash your daily
expenses in half and virtually grab
everything on the first take. Which is
impossible. And to top it off--your
crew's ability is low. Lower than low.
Oh, you guys are funny.

Kate walks away laughing. Sal and Geo look at each other,
grimace.

SAL

But she didn't say absolutely.

EXT. BEACH SET - DAY

Marc, Bogart and Monroe watch Grizz peruse an assortment of pills
in his hand, select several and swallow. His big goofy grin and
wild eyes zap up a notch. Grizz is wearing an outfit reminiscent
of "HERCULES". Marc continues to wear everyday attire.

MONROE

Don't get pulled down to their slimeola
level, Marc.

BOGART

Rise above it. Don't be drawn to--OO!

We pan along Bogart's bulging eyes and that of every male--
stopping at Heather in her Princess costume. Not much to it,
exposing much cleavage and curves. She spins before approving Geo
and Sal.

GEO

Madonne!

SAL

Now that's a costume.

Heather grins, takes her mark by Grizz and doomed looking Marc.

HEATHER

I told you to relax, Marc. I've memorized all my lines already.

MARC

Oh, I'm sure you'll be...fine.

HEATHER

You know, Mom was a giant fan. Saw your films over and over. Collected the fanzines, posters.

(stepping close; seductive)

And she made sure I saw her favorite screen idol too. And I must confess...

(runs finger down his shirt)

I became caught up in the Clifton mystique myself. And would love to become...caught up...even further.

ON KATE - noticing Heather and Marc flirting. Her eyes narrow and she sneaks up to them, shouts...

KATE

QUIET FOR A TAKE!

Marc and Heather jump. Kate glowers at them, moves on. Marc grins.

MARC

That's a look I know. She's jealous. You guys are right. I do have a chance!

BOGART

That's what we've been harping on.

Bogart and Monroe exchange looks, shrug. Meanwhile, the countdown is on..."Rolling - Scene 42-Take 1 - Action". Marc, Heather and Grizz jog across the sand to the Transport Machine, open the door, hop in. Grizz, lost in a purple haze, just hovers there. Marc glares, yanks him in.

HEATHER

We must stop the Laser Drill before it smashes our dome! Oh, dear Atlantis!

Marc can't help wincing because her acting is pretty bad.

MARC

We'll make it in time, Princess!

Marc opens his mouth to say another line.

SAL

Cut! Print. Next one.

KATE

Scene 44 everyone! Down to the shore.

MARC
 (running to Sal)
 What the hell you doing?! You cut
 before my last line! I had another
 line!

SAL
 Uh...I know. I got the script
 backwards and forwards. I didn't like
 that line.

MARC
 Bullshit!

SAL
 Don't you talk to me like that!

JAKE
 (pulling Marc away)
 Don't sweat minor details, Cliffy.

BOGART
 Think of Sidney and finer times to
 come.

MONROE
 Gala premiers. Champagne. Starlets...

Marilyn bats her beautiful eyes at Marc, does smoochy things with her lips, makes faces and helps draw him away--actually pulling a slight grin out of him. Bogart winks at her.

EXT. SHORELINE - NIGHT

Shooting a scene. The Prince and Princess on the sand embracing.

CAMERA POV - IN BLACK AND WHITE

Looking like the "FROM HERE TO ETERNITY" love scene. The Prince and Princess kiss. Grizz unties Heather's cape, flings it aside, kisses her neck. The waves roll in, laps at them... And then a huge clump of SEAWEED slams into the lovers and buries them. They flail their limbs about as they try to escape the slime monster.

MOMENTS LATER

Heather and Grizz are lying on the sand again. We hear disappointed moans as Kate hustles the Crew away.

KATE
 I said essential crew only. Rudy,
 Bruce, Prisilla--beat it!

Cameron taunts his envious mates that he gets to stay. Then Jake gestures to beat it and mans the camera. Grizz pats Heather's hand.

GRIZZ
 Don't worry, Heather. I'll be gentle.

We hear "action". And Heather pounces on surprised Grizz with a wrestling-like maneuver. She plants a kiss that takes his breath away. She takes off her top and smothers his face with her breasts. He mumbles, gasps for air.

PANNING ESSENTIAL CREW

Geo drools. Sal licks his lips. Kate's mouth is agape. Jake wipes his brow. Simone's eyes bulge. Morris is covering his face, but one eye peeks between his fingers. Marc's eyebrows rise...

MARC

My God! She's really doing it.

Bogart and Monroe look surprised.

MONROE

What an unusual way to--

Monroe covers her ears as an UNEARTHLY SCREAM from Grizz booms forth. Then we hear Heather GIGGLING.

EXT. BEACH PARKING LOT - NIGHT

The Crew is wrapping. We hear Golden Era TRAGIC ROMANTIC MUSIC as the following scene transpires:

Grizz is moaning and limping, Cass has to help him walk.

Marc kisses Simone's forehead, gives her hair a caress.

MARC

Thanks for being so understanding. And the exquisite pleasure of your company.

He walks away. Simone sulks as she watches him go. Marc passes by Heather and heads toward Kate. We stay with Heather, her eyes roll as she watches Rudy shyly stepping to her. He opens his mouth...

HEATHER

Don't waste the breath.

Rudy closes his mouth, does an about-face and sulks as he goes. We follow Rudy, glaring as he passes Kate. Kate is talking to Marc as Bogart and Monroe advise.

KATE

No, I don't think so. But thanks again for the beautiful poem.

BOGART

Bug her again, Marc.

MARC

If I can't interest you in dinner, how about--?

KATE

I said I'm too tired and I meant it!

Monroe elbows Bogart and Kate walks away. Marc sulks as he watches her go. We follow Kate, passing Prisilla who is coming on to Sal.

PRISILLA

And you said you took off your engagement ring for me too! And you--

SAL

Everything you say is true. Yet I feel I must dump you. You appreciate my honesty don't you?

PRISILLA

You lousy, shitty piece of--

SAL

Guess not.

Sal walks away and Prisilla angrily sulks as she watches him go. We catch up with Sal as he compliments Kate.

SAL

And doesn't that blouse look great on you. Can I interest you in having dinner with me tonight?

KATE

Thanks, but I'm about to pass out. It's straight to bed for me. Night.

She strides away before he has a chance to say something. Sal sulks as he watches her go. Then turns and glowers at Marc--who has been glowering and watching him and Kate. Marc now has Heather talking to him with her seductive charm in overdrive but he isn't responding. He's watching Kate drive off.

HEATHER

But I make Sindhi chicken to die for.

MARC

Thanks for the offer. Let me take a rain-check, Heather. Night.

He walks away. She sulks as she watches him go. Geo approaches with a bouquet of flowers.

GEO

Heather, wanna grab some dinner?

HEATHER

Guess so...

We catch up with Marc complaining to Jake at his van.

MARC

You see the punk asshole today? Flirting with Kate. Obvious as all hell. His rodent claws even touching her!

JAKE

Yeah, Kate's looking pretty hot.

MARC

Don't know how much longer I can stand this. It's torment being around her all day... And not being able to touch her. Or anything...

EXT. HEATHER'S BEDROOM - NIGHT

Geo and Heather are making love. Her eyes are closed and lost in a pleasurable fantasy. We notice some of Marc's old MOVIE POSTERS.

HEATHER

Oh, yesss. You're so good... Marc.

GEO

Fongul!

EXT. SANTA MONICA PARK - DAY

Break time--Film Crew starts lining up for food. Marc and the Crew are aghast--they now face a grimy, psychotic looking CATERER who plops disgusting pasta on their plates. Marc and Jake exchange nauseated looks. Then a classy CATERER passes by and everyone sniffs the wonderful aroma of the food she's carrying.

MARC

That smells great.

The Caterer walks on to the trailer where Sal and Geo wait.

SAL

Cost-cutting brainstorm #3--I slashed the food budget for non-VIPs in half.

Kate, Heather, Grizz and Cass are the VIPs who follow Sal and Geo into the trailer for the feast.

AT PICNIC TABLES - LATER

Everyone is eating and listening to Marc telling mythical sounding Hollywood stories about stars and his filming adventures. He often does this during production. They look spellbound, Marc is an entrancing storyteller. Marc begins to chuckle.

MARC

...like he was hanging out at Mortons. But after Hopper shipped out, things returned to normal. For a day. Then Jack and Angelica flew to the island--

SIMONE

You mean Jack Nicholson and Angelica Huston?

JAKE

That be them.

They're impressed, say "wow", "cool." Marc grins at Jake.

MARC

So one night, Jack and I - and this is after polishing off a bottle of Ouzo - we stagger down to Welles' speed boat.

And this was his prized possession. His baby. Plowed a lot of his TV commercial bucks into it...

(Welles impression)

I can guzzle more wine in no time. Hic!

(they laugh)

So I hot-wire the boat and we take off for a little pleasure cruise.

MARC

(Welles fades in behind him)

Jack soon insists on driving. And he guns it full throttle! Heading right for this ski jump thing set up for a stunt. A skier was going to fly over my character's house boat the next day.

(beat; dramatically)

Now I thought he was kidding. Trying to scare the hell outta me. Which he was. Then he gives that devilish snicker of his...

(Nicholson impression)

Hold on, matey. I fear we may encounter some mighty rough seas ahead.

(jumping up, startling them)

WHAM! We hit it! Sparks go flying. We go flying. Right out the damn boat and reeling for the house. Thought I was a goner.

RUDY

Did you get maimed?

MARC

We missed the house by a whisker. But the boat didn't. Smashed right through it. Blam!... Now that was a stunt. Too bad no one shot it.

MORRIS

You guys must've hurt the boat.

JAKE

Never was the same. But Marc talked some natives into towing it back dockside. And Welles never found out what really happened.

WELLES

What...?

MARC

(mugs like Stan Laurel)

And he'll never be the wiser!

(everyone laughs)

They had to rebuild the house-boat so I had the next day off. Which was Jack's goal all along. He wanted me to go marlin fishing with him and Angelica. Which is another tale...

WELLES

Hold on! That wasn't Rosebud you were talking about? Was it??

MARC

(looking guilty)
Excuse me, I need to walk this meal off.

WELLES

You mutilated my baby to go fishing??

Welles begins to chase Marc - flailing a walking stick at him.

EXT. PARK - DAY

Shooting a scene. Marc adjusts dials on the Transport Machine. Heather is in phony histrionics. Welles is in pain.

HEATHER

Oh, Frederick! Can we not bring more Atlantians with us? Save more than--

MARC

There's no time, Princess. We must stop the Laser Drill first. Find the Prince before it's too late! Go! Now-
ow!

Marc says that extra "ow" because Heather stomps on his toes as she runs off. Marc opens the door, sits. End of scene. End of scene. Nothing. Everyone looks at Sal. He doesn't notice, keeps looking at Marc doing nothing. Marc is growing impatient.

MARC

A cut anytime this week would work!

SAL

Hey, watch that tone! I wasn't in the mood yet.

(turns to Cameron)

You have permission to cut now.

KATE

Would you like me to ready them for another take?

SAL

Nope. Move on!

KATE

Really?... Alright, everyone! Set up for 46! By the lake. Move it!

Kate gets the Crew moving. Marc angrily confronts Sal.

MARC
You can't keep that take!

SAL
I can do whatever I damn well please.

MARC
But my last word was screwed up!

SAL
Too bad for you. Tough nuggies!

MARC
Tough nuggies?

SAL
Get ready for the next and get lost!

MARC
What about your speech? How your film would be "filled with the quality and class of Hollywood's Golden Age"?

SAL
None of your business.

MARC
You only know how to rip-off Golden Age!

SAL
I'm doin' homages which are obviously above your understanding.

MARC
I understand you transform gold to shit!

WELLES
Easy, Marc. Don't let the ass get to you.

MARC
This ass is gonna make me look like one!

SAL
Get lost, shithead! Obey your director or else!

MARC
Director?? You're not the director!
You're the joke!

Sal grabs Marc by the scruff of his shirt. Marc does the same.

SAL
Take that back or I'll cream ya!

MARC
Go ahead, try it, punk!

Kate, Jake and Geo rush to them. Jake grabs Marc and Kate grabs Sal. Geo pulls out his gun, puts it to Marc's head.

GEO
Back off before I murderlize ya!

KATE
(slaps Geo's face)
Put that away!

Geo is surprised. Kate stares him down. He puts the gun away.

WELLES
Marc! Fall out! That's an order!

MARC
I've had it with idiot orders!

With much effort, they finally succeed in separating Marc and Sal.

JAKE
Let's go, buddy.

KATE
Sal! Back off!

Marc wants to pound Sal but Jake succeeds in pushing him away.

SAL
Better take off, Clifton! Better obey your director or I'll fire your ass! You got nowhere to go, you has-been!

Marc turns back to Sal, but Jake spins him back the other way. Geo looks concerned as he realizes something, whispers to Sal.

GEO
Just thought of somethin'. We can't fire him. Can't even kill him. We ain't got money to re-shoot his scenes with somebody else. Try to cool it a little. If he quits...

SAL
Hah, look at Mr. Know-It-All cower away.

ON MARC AND JAKE WALKING AWAY

MARC
(sneers at Welles)
What a goddamn nightmare!

WELLES
What shoot is ever perfect?

MARC
(to Jake, curious)
Hey, why the hell are you sticking around? I wouldn't spend a second here if I didn't have to.

JAKE

I don't know... To keep you company?

MARC

I think not. Your tolerance for fools is lower than mine. What's going on?

(no response)

We've logged too many years, you can't fool me, Mad Dog. Something's wrong.

JAKE

Hell, Marc... I've nothing to go back to. Haven't worked in years... A.S.C booted me. Caught plastered on the set once too often.

Jake slides out his trusty light meter and takes a drink from it. Marc shakes his head and gives him a shove.

MARC

You gotta do that in front of me?? Don't you think I want to slug down a gallon at this point?!

JAKE

Sorry, Cliffy. Can't help it. Just a slave to demon alcohol.

EXT. SANTA MONICA PARK - MORNING

Cast and Crew are prepping for the day's first scene. Sal looks proud as Geo reads new script pages.

GEO

You're multi talented--probably in the blood. With all these new juicy action scenes, Wong Chu is gonna eat his words.

ANGLE ON - BOGART, MONROE AND MARC - glaring at Sal as Kate walks over. Sal hands her the pages, flirts, says something witty and gets a laugh. Kate heads Marc's way, he turns on his charm.

MARC

Good morning, Kate. Doesn't that outfit look just great on you.

KATE

Thanks, Marc. Here's some revised pages.

She hands him script pages and actually smiles before she moves on to Heather. Marc and the angels are quite pleased.

MARC

A smile! An actual smile directed my way! I haven't seen that in years.

BOGART

A milestone has been reached.

MONROE
 (looking at her watch)
 Oo, our call's up, Bogie. Marc, try
 real hard to remain calm today.

BOGART
 Yeah, Orson told us how you blew a
 gasket and almost got canned.

MARC
 It was dumb. I'll turn a new leaf
 today. No matter what, I won't let Sal
 get to me. Promise.

MONROE
 Be back as soon as we can. Bye-ee.

She blows him a kiss and Bogie tips his hat as they fade away.

MOMENTS LATER

Marc is sitting on a picnic table, distraught as he reads the new
 pages. Jake is reading over his shoulder.

JAKE
 Even I'd be embarrassed to say that.

MARC
All this dialogue sucks to high heaven!

Marc recalls his angel's advice and makes a concerted effort to
 keep calm and maintain a pleasant outlook as he walks to Sal and
 Geo. Marc even smiles and speaks so pleasantly--impeccable
 performance.

MARC
 Good morning, Sal. Geo. I was curious
 why you're rewriting the script? Why
 not give that drudgery to the writer?

GEO
 He had the nerve to ask for more money.

SAL
 And why waste the bucks when I can do
 just as good a job? If not better.

MARC
 I see. Can't argue with that.

SAL
 And since you're being civilized today,
 I'll even give you behind the scenes
 info so you can learn how modern movie
 deals work.

MARC
 Oh, please do.

SAL

We had a potential distributor read the script and he agreed with us that there ain't enough action scenes.

MARC

A Far East distributor? You're trying to score pre-sale funds?

GEO

Yeah, how'd you know?

MARC

A lucky guess. Look, you now have the Atlantians killing people left and right. But we've been portraying them as an advanced, peaceful race who--

SAL

You mean a wimpy scaredy cat race. Now they're gonna have some guts.

MARC

(takes a deep breath)

And this dialogue is a bit on the nose.

SAL

I prefer it there. Where you like it, on the eye?

MARC

(starts losing it)

These plot ideas...don't make any sense. These lines are...are...are shit!

Sal loves it that he got Marc's goat-- dons an above-it-all pose.

SAL

Well, that shit's coming out your mouth. Please address further comments to my A.D. Come, dear cousin. Let's mediate with our muses some more.

Sal and Geo, with noses in the air, ascend the trailer stairs, close the door. Marc fumes. Then starts kicking the trailer as the veins in his neck bulge. Kate and fidgety Morris pass by.

KATE

I'm not trading any duties! It's the 2nd A.D.'s responsibility to have the actors on the set. Now go back there! He's late for makeup. Go!

IN PARKING LOT

UH-REETCH!...the WARDROBE VAN is lurching to and fro. We hear Grizz and Cass making love. Morris warily goes to the back door. Knocks. Nothing. Knocks harder. GROWL! He jumps back. UH-REETCH! Morris looks to the set, bites his nails. Inches back to the door.

MORRIS

Your scene's up?

GROWL! Morris leaps back. UH-REETCH! Then the Van is still. He goes to the door, listens. A beat. THUD!...the doors fly open and smack his head. Grizz leaps out with plumes of pot smoke following.

GRIZZ

It's show time!

Grizz's eyes are drug soaked. Morris, now dazed and wobbly, breathes some smoke in and his dazed eyes go goofier.

GRIZZ

Hey, how's it hanging, Maurice?

Grizz's big paw whacks Morris on the back and sends him flying inside the van. Grizz walks toward the set. A moment passes. Morris crawls to the door. Cass' feet push him to the ground. His eyes are high and crossed. He stumbles off in the wrong direction.

MORRIS

...it's...show...time...?

He bounces off a tree. Trips over a rock, falls, rolls down a hill.

EXT. PARK - DUSK

We see five ACTORS brandishing guns and wearing ARCO mechanic jumpsuits. Prisilla is changing the "C" so it reads ARGO, slaps on a SECURITY label. Marc and the Crew look confused as Sal explains.

SAL

Argo don't care if their Laser Drill blasts Atlantis. They wanna suck up the big oil under them and don't want the Prince's crystal energy thing coming out. It could put them outta business.

GEO

So Argo's Security guys try to kill 'em and the Atlantics have to storm the drill site and blow it to smithereens.

SAL

We get plenty of bloody action scenes that way. Perfect.

MARC

Worse and worse and worse...

AT TRANSPORT MACHINE - LATER

Sal observes Bob wiring SQUIBS (charges to simulate bullet hits).

SAL

I wanna see gunfire galore, Bob. Use plenty of those squid things.

Bob grins big, doubles up on the squibs. Kate asks Sal...

KATE

I didn't think our permits allowed explosives or shooting.

SAL

I took care of the permit situation.
(Kate moves on; to Geo)
We don't have permits no more. Good cost-cutting brainstorm, huh?

AT NEARBY RESTROOM

Rudy stumbles out, yanking wires. We see the wires are from a hole in the wall that Bruce is making larger with a sledge hammer.

EXT. NEARBY HOUSE - BACK YARD

A MAN, with an armful of boxes, struggles to his basement stairs.

SAL (V.O.)

Cost-cutting brainstorm #6. I stopped renting generators.

The Man's lights go out. We hear him tumble, crash and scream in pain. Then one by one--houses in his neighborhood go dark.

EXT. PARK - SAME

Rudy plugs another junction box into the restroom wires and more lights shine on. He gives a thumbs up to Sal. Prisilla rushes by with an armful of guns. We follow her as she runs down a path, jostles a LITTLE OLD LADY and almost knocks her down. Continues to Marc, pacing with a pained expression as he learns his new lines.

PRISILLA

We're ready. Which do you want?

MARC

I don't give a damn...
(sighs; in gangster voice)
Oh, gimme dat one. They'll pay for pluggin' Pops. They'll die, die, DIE!

Marc grabs a gun with crazed sinister glee. We look past him and see the Old Lady peeking through a bush, eyes wide.

EXT. PHONE BOOTH - NIGHT

The Old Lady is excitedly talking on the phone.

OLD LADY

Hurry, it's going to be a massacre!

EXT. PARK - NIGHT

The Cast and Crew are filming. Armed ARGO SECURITY MEN are creeping in the woods. Twenty yards away, Marc, Heather and Grizz are armed and in the Transport Machine. Rudy is running his SMOKE MACHINE.

BLAM!...a squib on the Transport goes off. Marc, Heather and Grizz leap out, take cover on the other side. Marc takes a deep breath, loathes speaking Sal's dialogue...

MARC

Yikes. Oh, no. It is a bogus sneak attack from the Argo Security Team. I bet they will not listen to no reason.

HEATHER

Let's make 'em eat lead, Fred.

Marc looks to Grizz for the next line, but he's gazing at the pretty smoke plumes. Marc slyly punches Grizz's leg a few times until...

GRIZZ

Uh... let's massacre them good!

RAT-A-TAT-TAT!...they fire at the Argo guys who return fire...BLAM!

IN THE WOODS

COPS, with guns drawn, are sneaking up. They see the Argo men.

COPS

Police! Drop your guns!

The Argo men toss their guns and Cops slam them to the ground.

NEAR THE TRANSPORT

Rudy has lost control of his smoke machine again--Marc, Heather, Grizz and the Crew can't see the police through the clouds.

COPS (O.S.)

Police. Come out with your hands up!

MARC

(whispers to Heather)
We missed some new pages?

HEATHER

I guess. Make something up.

MARC

(loud to cops)

You can't fool us! We know who you are! You won't take us alive!

Marc, Heather and Grizz fire...RAT-A-TAT-TAT!

IN THE WOODS

The Cops hit the ground. Squibs in their area explode. They start returning fire...BLAM!

NEAR THE TRANSPORT

Bedlam of noise, gunfire, smoke. Parts of the Transport are getting blown off by the Cops' bullets. Marc is a little concerned.

MARC

Bob must've over-loaded the squibs.

ON FILM CREW

Looking very confused. Kate whispers to Geo.

KATE

You wrote cops into the script?

SAL

Uh, maybe. Would that be good?

NEAR THE TRANSPORT

BLAM!...a bullet hits Marc's gun, sends it flying.

MARC

Holy shit! They have real bullets!
Get down! Get outta here!

GRIZZ

Far-out effects, man!

Heather begins to crawl away. Grizz thinks it's all part of the shoot, keeps firing wildly. Marc tries to wrestle his gun away.

GRIZZ

Quit it, Frederick! I'm no coward!

MARC

You idiot, this is for real! FOR REAL!

ON FILM CREW

BOOM!...lights are shot and explode.

JAKE

Fire in the hole! Hit the deck!

Everyone dives and hugs the ground as bullets fly. The SLATE is shot from Simone's grasp and is riddled to bits.

AROUND THE TRANSPORT

And here comes Morris--still dazed and high--wandering and stumbling right between the Cops and the Crew. Bullets tear up the turf all around him. It's amazing he doesn't get shot--must have a helluva guardian angel. He's squinting, fanning at the smoke...

MORRIS

Where'd everybody go?... You poop heads trying to hide from me?

And Marc is still wrestling with Grizz.

MARC

The bullets are real! Get outta here!

A bullet blasts a hole in Grizz's beard--"WHOA"--he gets the idea and runs away. The TRANSPORT DISC is hit, falls, bonks Marc's head, knocking him out. Bullets strike the many squibs, causing them to explode, flames erupt, heat the gas tank. BOOOOM! Blast off...

IN THE AIR

Marc tumbling head over heels.

ON THE CREW

Looking up, craning their necks as Marc flies over.

IN THE TREES

Marc lands on a high limb. In a moment, his woozy eyes open...

MARC

I'd like to thank the Academy for this great honor.

CRACK!...his branch breaks. CRACK! CRACK!...other branches break under him as he falls. THUD!... he lands atop Morris, smiles and passes out. Bogart and Monroe materialize and smile.

MONROE

Aw, sleeping like a baby. Looks like he didn't let Sal get to him at all. Our guidance is making him a better man.

BOGART

Yeah, probably didn't need us at all today. What's all that smoke from?

MONROE

Must be a barbecue party.

INT. JAIL - NIGHT

Most of the Film Crew is here. Grizz and Jake are snoring, leaning on Marc's shoulders. JAIL MATES leer at Marc.

JAIL MATE

Nah, I wouldn't forget such a cute face. Sure I seen ya somewhere.

MARC

Yeah, San Quentin. Did ten for murder.
EXT. JAIL

Sal and Geo exit.

SAL

Your lawyer ain't so bad. Their charges got reduced to misdemeanors and we only have 'filming without permits' to handle.

GEO

And we got real juicy action scenes out of it. Somebody up there likes us.

SAL

Maybe we should beat it out to Morongo a little early just in case. The other outside shots are pretty general anyway.

GEO

On to Morongo!

Marc, Jake, Grizz, Kate, Heather and the rest, exit the station.

MARC

No permits?? We could've been killed!
You cheap fucking bastard!

THUD! Marc punches Sal and he drops. Sal gets up, angry as hell. He and Marc circle and spar. There's no stopping them now.

JAKE

Not his face, Sal! We'll have continuity problems!

SAL

What's continuey prob--?

THUD! Marc lands another to Sal's jaw and he's down again.

SAL

Where can I slam him?

MARC

Body blows, scumbag!

THUD! Marc demonstrates by punching Sal's gut. Sal lands one to Marc's. Marc counters. As the cinematic collaboration is reduced to fisticuffs and people try to break it up and are punched by mistake...we begin to fade...

DISSOLVE TO:

EXT. HIGHWAY 79 - DAY

Marc drives by, passing a sign: MORONGO - POPULATION 835.

EXT. DOG FOOD CANNING FACTORY - MORONGO - DAY

Old abandoned factory on the outskirts of town. The Film Crew is arriving and unloading. Prissilla is on a ladder covering the dog food sign with one she made: ARGO ENERGY COMPANY. Marc drives in.

MARC

Sal's movie and dog food. Could it be more perfect?

Sal is by the entrance, shares a look of mutual animosity with Marc. Morris is fumbling with keys. Sal snatches them, unlocks the door.

INT. FACTORY

Large cavernous space with a spooky air. Sal and Simone lead the tour. At a MIXING VAT--Sal flicks a switch and a circle of pseudo-lasers beam down.

SAL

This is Argo's Laser Pulse Drill.

SIMONE

On the other side of those conveyor belts, we built the Atlantis sets.

A large garage door opens and Geo drives the trailer inside.

EXT. PARAMOUNT STUDIO - DAY

Establishing shot.

INT. SIDNEY LUMINT'S OFFICE

Sidney is checking out story boards for "HIS LAST RESORT". His assistant, PAUL, is on the phone, speaks with an Italian accent.

PAUL

I reached the set, Sidney.

INT. DOG FOOD FACTORY - SAL'S TRAILER - DAY

Angry Sal is on his phone...

SAL

What'd you mean he won't talk to me?!
I'm a fellow director. And it's my own
freakin' phone, Paul. You dumb whop!

MARC

(enters the trailer)

You've a call for me?

Sal hates this--Mr. Movie Star getting something he can't. But he's quick to act nonchalant, hands Marc the phone.

SAL

I think it's some Sam guy.

MARC

Hello? Hi, Paul. Okay. - Hey, Sid. -
Sober and responsible of course. -
Huh?

(worried)

Problem? What do you mean?

SIDNEY (O.S.)

Only a nervous studio V.P. No big
deal. I'm insisting on you. Just send
a few scenes so he can see you're still
great.

MARC

Okay, I'll work on a reel with the
editor tonight. - Thanks. - Bye, Sid.

INT. DOG FOOD FACTORY - DAY

The Crew is prepping a scene by the vat, I mean, THE LASER PULSE
DRILL. Backlit in the shadows... two familiar silhouettes. One
fat, one skinny. They look around. The fat one points left.
Skinny one points right. They step in those directions, slam into
each other and fall into the light so we can see they are...
angelic STAN LAUREL and OLIVER HARDY.

MOMENTS LATER

Kate is ordering about the troops and trying to ignore Marc who's
shadowing her and clowning around--doing everything in his power
to amuse her. Laurel and Hardy are giving him comic suggestions.
Kate is doing her best to maintain her professional demeanor.

MARC

And then we tell Sal to strangle the
plot even further and...

HARDY

How about turning it into a musical?

MARC

And we'll turn it into a musical
extravaganza. Dancing, dancing!

Laurel and Hardy grin at each other. Laurel walks to Rudy and
starts to perform silly ballet routines around him.

LAUREL

Psst, Marc, use him too.

MARC

We can cast Rudy too. He can be...he
can have a sex change operation and be
an Atlantian ballerina. Can't you see
him, Kate? In a pink tutu.

Marc is doing his best to mug with goofiness as he inspects Kate-- a thin grin appears. Laurel grabs Hardy and they waltz together. So Marc grabs Rudy, forces him to waltz. Laurel and Hardy dance around them. Kate's mouth is rebelling, there's a real smile.

MARC

And I'll have a sex change and we'll be lesbian ballerinas with a secret life as waltz instructors at Arthur Murry, where we seduce the Argo guys and...

RUDY

Let go! Let go, you prevert!

Rudy pushes Marc away. Marc shrieks, slips into slapstick mode-- grabs Rudy's leg. Rudy pries him off. Marc dives to the other leg. Laurel and Hardy laugh.

MARC

Oh, Rudy. I can't hide it any longer. Don't deny me! Don't be cruel! Ohhh.

KATE

(starts giggling)

What a goof...

Rudy is accidentally tripped by Marc, falls into Morris and the big guy crashes on top of them both. Kate finally bursts out laughing. Marc forgets his physical pain, extends his arms like he finished a great routine--TA-DAH! As he watches her, a joy we haven't seen before fills his face...

MARC

Such a light...

Laurel and Hardy dance for joy around Kate, don't notice Welles glowering. He taps Hardy, who thinks someone is cutting in, and starts dancing with him. Then he notices Welles' eyes digging into him and lets go. Hardy fidgets with his tie. Laurel, in front of them, is watching Kate. Hardy taps his back.

LAUREL

What'd I tell you, Ollie? I knew we could help Marc break the ice.

(Ollie taps him again)

And I knew we could do it without stuffy Welles ever being the wiser.

(Ollie taps hard, Stan turns)

Oh, hi, Orson.

(turns back)

Yes, comedians can always...fool...a...

Stan is thinking hard, trying to figure out what's wrong. Then he turns, sees Welles. Turns back. A beat. He leaps in the air, hides behind Hardy.

WELLES

What in blazes are you clowns doing here?! You're not on my call list!

HARDY

Well, umm, you see, Mr. Welles. Stan bumped into Bogie and Marilyn, who had to shoot on the other side of the galaxy. And they asked to help cover for them. And said Marc was having difficulty romancing Kate. So we--.

LAUREL

The quickest way to a woman's stomach is through her funny bone...
(scratches his confused head)
The quickest way to a woman's heart is-

WELLES

Quiet, nincompoop! I do not want Marc messing with Kate. You fools went against a guardian angel's direct orders! I've a good mind to hand out a hundred demerits and recommend you jokers are never promoted to guardians!

Laurel and Hardy are horrified. Hardy swats Laurel with his hat. Laurel begins his classic whining crying thing...

HARDY

Why didn't you tell me Mr. Welles was against it?!

LAUREL

I, I, didn't know... Ohhh! Bogie only said don't let Orson see... I, I, wanna be a guardian. It's been so long.
OHHH!

HARDY

Here's another fine mess you've gotten me into!

Stan cries louder. Welles covers his ears. Then they all turn when Kate giggles. She's picking dust balls off Marc's hair. Marc grins at Stan and Ollie. Stan stops crying, they both sneak a wave to him.

MARC

Thanks, Kate. Awfully nice of you.

KATE

Just don't want continuity screw-ups...
God, you can still be such a fool.
When you going to grow up?

She gazes at him and they share a tender look. Stan and Ollie smile sweetly, turn their angelic faces to Welles.

HARDY

They do make such a lovely couple.

WELLES

I still say it's a terrible idea. Now vacate the premises before I report you!

Laurel and Hardy tip their hats, grin big. Flap their wings, try to fade. It's not working. They frown. Tip their hats again, grin. Flutter their wings faster. Strain harder. Nothing. Tip their hats, grin. Strain harder still.

WELLES

BEGONE!

Welles raises his fists, scares them good. They push and yank each other, jockeying for position to run away. Stan races ahead. Then trips and falls. Ollie falls over him. Does a slow burn while looking right at us. Stan does his hair mussing thing--and somehow that helps them fade away--erratically.

INT. FACTORY - EDITING ROOM - NIGHT

There's dog posters in this former tasting lab. The Film Editor, EDNA, has set up her stuff here and is wearing NOSE CLIPS while she rolls scenes on her MOVIEOLA for Marc.

MARC

Let's start Sid's reel with the airport scenes. Seen any other decent footage?

EDNA

(pinched nasal voice)

Few scenes at your wab wooked strong.

MARC

Good idea. Let's take a look. I appreciate your help, Edna.

(sniffs, frowns)

That doggie stench does get to you.

Marc grabs one of her many air freshener cans and sprays it around.

EXT. FACTORY - MORNING

The Crew is schlepping equipment to shoot factory exteriors. Kate reaches in her car to grab her jacket and finds a bouquet of roses. She reads another poem, smiles, glances around, notices Marc gazing at her. They look at each other with affection. Sal sneers.

SAL

The asshole is scoring points!

EXT. WOODS AROUND THE FACTORY - NIGHT

We hear SILENT MOVIE CHASE MUSIC and race along with the flashlight beams of HUNTERS chasing their PREY. Thrashing through the underbrush - the overbrush. A beam shines into a bush.

VOICE

Here! I found him!

All the lights converge there. The prey dashes out, makes a run for it. The prey trips. The hunters descend. Now we see the hunters are the Crew. And the prey is Grizz. Kate slaps handcuffs on him. Morris and Simone wind a rope around and around him.

GRIZZ
No! Please! NO MORE LOVE SCENES!

They won't listen and drag him away as he cries.

INT. FACTORY - NIGHT

Watching the SOUND MAN. Behind him--we barely make out naked Grizz streak by and get tackled by naked Heather. A long beat. The Sound Man rips the headphones off as Grizz's UNEARTHLY SCREAM blasts out and the headphones hop about the floor. Then Heather GIGGLES.

EXT. MOTEL - NIGHT

Crappy place that would aspire to Motel 6. The Film Crew is hanging out, fooling around and making life hell for the other guests here. Marc exits his room with Jake, stepping over passed-out Rudy and Bruce.

MARC
Plus I'm making her laugh again.

JAKE
She's ripe for maneuvering, Cliffy.

MARC
Yeah, and if I can get her alone, ply her with a romantic dinner. I might-- here she comes! Wish me luck.

JAKE
Hell with luck. She can't resist. Remember, you're a screen idol.

MARC
Rather be a hen-pecked husband again.

Marc struts to Kate--who has her flowers and is unlocking her door.

KATE
Hey, Marc. Thanks again for these flowers and the poem.

MARC
Sure... Say, Kate, I've uncovered the finest restaurant in all of Morongo. Can I interest you in dinner?

KATE
That sounds nice.
(Marc smiles triumphantly)
But I've plans already...

She opens the door, sees a bouquet much bigger than Marc's, smiles. Sal drives up. Kate waves, grabs her jacket. Marc is appalled.

MARC
You amaze me, Kate! How could you
willingly spend time with that pig?

KATE
Aren't you being harsh? He may be
rough around the edges but he's okay.

MARC
Okay?? How could you be so blind?

KATE
(rushing by)
Don't you insult me!

MARC
I'm not insulting--

KATE
Thanks for reminding me how judgmental
you can be.

MARC
I heard he's engaged, Kate.

KATE
Wrong. Turns out his fiance was having
an affair. She dumped him last week.
He's quite broken hearted, the poor
guy.

MARC
Poor guy??

She enters Sal's car. As Sal backs out, he slyly gives Marc the finger, grins tauntingly. Marc is burning up.

INT. FACTORY - NIGHT

The Crew is about to shoot Marc, Heather and Grizz sneaking into Argo's Laser Pulse Site. Sal waves to Kate, brags to Geo.

SAL
I even grabbed a kiss last night.
She's in the palm of my hand now.
Shoulda seen me butter her up. Said
she could produce my next movie.

GEO
Babes can't resist a Sterillo for long.

SAL
All I gotta do now is knock Mr. Has-
Been down a few notches and I'll rise
in comparison. Watch... Action!

Marc, Heather, Grizz anxiously huddle together. Heather, over acting as usual, looks like she's having a heart attack.

HEATHER

Oh, it's hopeless, I can't go on!

MARC

Princess, you must be brave. Think of your people who are counting on--

SAL

Cut! Real nice, Heather. Oh, Clifton, can you put emotion into it? Let's go.

Countdown..."Rolling - Take 2 - Action."

HEATHER

Oh, it's hopeless, I can't go on!

MARC

Princess, you must be brave! Think of your people who are--

SAL

Cut! Marc, the only words that come to mind are blah, blah and blah!

The odd thing is, even though it's only hack director Sal berating him, sensitive Marc seems affected--becoming self conscious.

MOMENTS LATER

Simone writes TAKE 9 on the slate and Marc looks embarrassed. He gulps, his voice has lost its thunder.

MARC

Princess, you must behave--

SAL

Cut! It's be brave, not behave! Try learning the lines, Clifton. Heather and Grizz put in the efforts. Guess you're too big a star to bother. Well, Mr. Prima Dona, you're wasting everybody's time now! You happy?

JAKE

(close to Geo)

C'mon, Geo, lay off him.

SAL

Eat shit, you washed up alki!

He actually hurt Jake with that. Simone looks at Marc as she slates another take, feels so sorry for him. As do Morris, Rudy, Prissilla and everyone else. Monroe appears near the camera. Notices Marc.

MONROE

My, baby! What's happening...?

She looks at Kate. Looks back at Marc. Then she smiles. And here we go again--"action." Marc can barely talk, a hesitant whisper...

MARC

Princess...you, you have to be brave.
Think of your people counting on--

SAL

Cut! My, my, where to begin...?

Sal grins wickedly, glances at Kate who's trying to maintain her neutral professional demeanor. Welles and Bogart appear, arguing.

BOGART

I did not tell Stan and Ollie to fix 'em up. They did it on their own!

WELLES

Liar! Fraud! I'm going to pile on so many demerits you won't see over the--

MONROE

Hush up, you two! Get over here.

They both turn to her and roll their eyes.

WELLES

I don't even want to know.

We see she's doing her melodramatic gypsy mind reader routine. Her eyes closed, waving her hands around Kate.

BOGART

Her supposed spiritual powers.

MONROE

That's right. And I'm gonna save Marc.

WELLES/BOGART

Save Marc??

They turn to Marc and gasp.

MONROE

Isn't it great?

WELLES/BOGART

Marilyn!

MONROE

You two stay put and be quiet!

WELLES

You think it's great Marc's having an emotional melt down?!

MONROE

Don't be a silly. It's great Kate's feeling so sorry for him. I can feel she's a sucker for a vulnerable guy. Strong nurturing vibes--

WELLES

You've finally flipped! I refuse to stand idly by while Marc--

MONROE
STAY PUT AND SHUT UP!

Marilyn locks on a very uncharacteristic ferocious stare that would do Bela Lugosi proud. Welles and Bogart look scared, step back.

BOGART
(whispers to Welles)
Ain't never seen her look like that.
I'd give her a sec if I were you.

WELLES
I'll be big about it.

MONROE
Kate, listen to me. Marc's a great guy. Give him a chance. He truly loves you.

SAL
Know what I'm thinking, Mr. Has-Been? You never had talent to begin with. Got by on your pretty boy looks, which I see, ain't there no more!

Welles and Bogart and look damn worried as they watch sinking Marc.

MONROE
Your man loves you, Kate. And you love him. I can feel it. It's high time you admit it to yourself. There's always the chance you'll get hurt again. But you can't let fear rule you. Take it from one who knows...
(takes a sad deep breath)
So, go on to him. He needs ya. And vice versa. Go on, honey. Sometimes you don't get a second chance...

Kate's stern expression is melting, compassion sneaking in.

SAL
You wasn't much of a actor to begin with and now--you suck even more!

Kate looks at Marc standing there--virtually helpless. Then her eyes catch fire. And she descends upon Sal like a hurricane.

KATE
YOU OUT OF YOUR FUCKING MIND?! Marc was a great actor! He's still a great actor! If you weren't such a slug and gave him a chance--he'd show you!

SAL
But--

KATE
He has more talent than ten of you. And the rest of us combined! You asshole!
(to the Crew)

Break--thirty minutes!

She tugs surprised and grateful Marc away. Sal is astounded, can't believe how his plan backfired. Bogart and Welles are equally surprised. Look at each other. Then to Marilyn who bows and holds out her arms.

MARILYN

Ta-daah!

EXT. FACTORY - NIGHT

Kate is trying to patch up Marc.

KATE

Don't listen to him. You were right, he is a pig! You're just as good now as you ever were.

She looks at him. And gives him a hug. Marc hugs back and holds on like a drowning man. She looks affected too.

KATE

I've faith in you, hon.

MARC

That's all I need...

She strokes his back, he caresses her hair. We look past them and see Welles, Bogart and Monroe watching. Now Kate and Marc... finally... kiss. Two angels are pleased.

WELLES

Damnit!

BOGART

Easy, Orson. Your not infallible. Yet. Maybe this is the best thing for Marc.

(MORE)

BOGART (CONT'D)

Nice work, doll.

(he kisses Marilyn)

Sweetheart, why don't we drift off to gay Parie tonight? I know a decadent suite with a romantic view of the Seine.

MONROE

Why, Bogie, what a divine idea!

Bogart and Monroe walk arm in arm, flutter their wings, rising up and over Marc and Kate. And disappear into the starry night.

INT. RESTAURANT - NIGHT

Kate and Marc are looking lovey dovey as they eat dinner.

KATE

The following year my producing career crashed and it was back to A.D. duty.

MARC

I'm embarrassed to say how badly I crashed after we split.

(long beat)

You know, Kate. Sounds like we do worse when we're apart. Maybe we should give it another go.

KATE

Maybe...

INT. MARC'S MOTEL ROOM - NIGHT

Marc and Kate are engaged in smoldering kissing. Now passionate groping. And now hungrily ripping each other's clothes off.

MOMENTS LATER

Marc and Kate are making love. And enjoying themselves.

INT. FACTORY - MORNING

Crew is drifting in. Sal opens the trailer door, looks around.

SAL

Hey, Morris. Is the has-been here?

MORRIS

His call isn't for another hour.

INT. SIDNEY LUMINT'S OFFICE - SAME

Paul is on the phone. Sidney heads for the door.

PAUL

Marc isn't on the set either.

SIDNEY

C'mon, we're late. Leave a message. Say the V.P. loved his reel and we're green light all the way.

INT. BACK TO THE TRAILER

SAL

I'll tell him. So Marc is gonna be in Sid's next movie? I'm so happy for him. Tell me more... Hmm...

INT. FACTORY - DAY

Kate passes a hollow Crystal. Marc's arm reaches out, pulls her in. He locks on a smoldering screen idol kiss. When she can breathe...

KATE
Marc...not here...

MARC
(kissing her neck)
How about here?

KATE
That's...that's not what I mean.

MARC
Wrong again? How about here?

He opens a blouse button, kisses her chest.

KATE
Marc...you don't under...

He kisses more, she tries to stifle her moans.

INT. TRAILER

Sal looks out his window and fumes. From his higher vantage point, he can spy Marc and Kate behind the set. Geo looks too.

GEO
He did get her. You're slippin', Sal.

SAL
The war ain't over yet.

INT. FACTORY

Sal is with Kate, acting in a nice, humble way.

KATE
Glenlivet was Marc's favorite, but he can't drink anymore.

SAL
Golly, I didn't know. Glad you told me. I'll think of another wrap gift then.

FACTORY - LATER

SAL
(exits his trailer)
Hey, Marc, c'mere. (Marc crosses to him)
I've been thinking. I wanna apologize for being so hard on you sometimes.

MARC
You're joking?

SAL
No. I always did what I did cause I thought it was best for the movie. But

I bet you could understand that.
Anyhow, I want bygones to be bygones.

Sal holds out his hand. Marc is skeptical but shakes it.

SAL
And if things don't pan out like you
hope--I want you to be in my next
movie.

MARC
God forbid.

SAL
What?

MARC
Good to hear. Appreciate it.

SAL
Didn't wanna tell you this in front of
the others. It's gonna hit you hard.
And it sickens me. Someone of your
caliber not getting a shot. Benefit of
doubt--

MARC
What the hell you talking about?

SAL
Sid just called. That rat at Paramount
didn't like your reel. And thinks it's
too risky to have you in the movie.
With your terrible reputation and all.

Marc stops breathing. Sal is giving a
masterful performance.

SAL
Hope the bastard burns in hell. C'mon.
Sid had a meeting to go to, but Paul
might still be on the line.

INT. PHONE BOOTH

Geo is speaking with a hoarse voice and Italian accent.

GEO
Fighting a bad cold, Marc. Madonne.
INT. TRAILER

Marc is on the phone and his heart is sinking.

MARC
Sid couldn't sway him?

GEO (O.S.)
Went to the wall for you. But the
studio strong armed him. Ya know how
it goes.

MARC
I understand, Paul. Too well... Bye...

Marc's dreams of a comeback are shattered. He's frozen with pain, trance-like. Sal guides him to a chair at the table.

SAL
Can't tell you how sorry I am, Marc.

Sal has a bottle of Glenlivet handy, pours two drinks.

MARC
After all the shit I've been putting up with...

SAL
(drinking)
Nothing like Glenlivet. Have a belt.

MARC
Two years of busting my ass. For what?

SAL
Nothing. What a rip! Drink up, pal.

MARC
Who am I kidding? It's hopeless.

SAL
Hopeless. Ummm, real good. Drink up.

MARC
(picking up his drink)
They're never letting me back in the club. Bastards!

SAL
Bastards! Screw 'em! Drink!

Marc is sniffing the aroma. Licking his lips.

MARC
Fuck it.
Marc downs the forbidden fruit in one gulp. Sal quickly refills Marc's glass and offers a toast.

SAL
To the death of Paramount!

CLINK! Marc and Sal toast, drink. Geo enters.

SAL
Geo, have them wrap for the day. My buddy here needs time. He's more important than our little movie.

LATER

Marc is drunk and still drinking. Sal shoots a polaroid of him.

SAL

Mom's a big fan. Said she'd kill me if I didn't grab some shots for her.

MARC

Ah, a loyal fan. Theys few and farther between these days.

WELLES

(looks inside trailer)
There you are. Why aren't they shoot--
WHAT THE HELL ARE YOU DOING???

MARC

Havin' a belt with my bud.

WELLES

STOP! You're going to blow our deal with Sid!

MARC

I'm already turnarounded. Dumped flat. It's horror crap from here to eternity.

SAL

You've hit gibberish level, eh? Fine by me. Talk to the walls. Let go.

WELLES

I was just on the lot yesterday. Everything was all set! Stop it!

MARC

Sure, sure, Orsoni. Tell me anoder...

WELLES

I'll go find out. Stop drinking now!
(Marc drinks another)
BOGIEEE!... MARILYNNN!
(fading away)
Can never get an angel when you need one!

INT. FACTORY SET - NIGHT

Sal hands Marc the bottle and shoots more pictures.

SAL

Mom's gonna love these. How about one over there?

Marc steps there, stumbles on a cable, Sal shoots him falling.

SET - LATER

Marc is passed out and Welles is trying to wake him.

WELLES

Marc! Marc!

MARC'S POV

Marc wakes up. Sees Orson talking but can't hear him.

MARC (O.S.)
Howdy, Orsoni. Speak up. No can hear.

Marc takes a slug from the bottle. And Orson's image starts fading.

BACK TO SCENE

Orson is yelling. Marc can't even see him anymore.

WELLES
WENT TO PARAMOUNT! YOU HAVE THE ROLE!!

MARC
Guess he went back to Tralalareedor.

WELLES
Oh, Marc... You've polluted the connection away.

Bogart and Monroe arrive and are aghast.

WELLES
Great timing, you boobs. It's too late.

INT. EDITING ROOM

Sal watches Edna playing scenes on the Movieola.

SAL
Not the good stuff. Yesterday I saw you putting together all the screw-ups.

EDNA
The goof reel for the wrap party?

SAL
Yeah, yeah, goof reel. I wanna do a separate one for Marc. I'm, uh, gonna do a special tribute thing for him. Start getting all his flubs together.

EDNA
Okay. Found a funny one this morning. It wasn't really his goof... but watch.

She threads a strip of film into the Movieola. Runs the scene in Sal's back yard when the CRYSTAL blew over and knocked Marc down.

SAL
Perfect! Use just the end where the crystal and him are falling already.

We move closer to the screen till it fills our view. Marc's image moves in reverse. Edna makes her splice. When the scene runs forward again, we begin to pull back...

INT. SIDNEY LUMINT'S OFFICE - DAY

...and see the same scene on screen here. Sidney and Paul are watching Marc flubbing lines or worse. Sal is on the speaker...

SAL (O.S.)

Sometimes he'd show and could barely walk. He'd fall into sets and wreck--

SIDNEY

Alright, alright, I have the idea.

Welles, Bogart and Monroe are here screaming in Sid's ear.

WELLES/BOGART/MONROE

DON'T BELIEVE HIM! HE'S LYING!

SAL (O.S.)

Thought it my duty to let a fellow director know. So he won't wreck your budget too. Since I did you a big favor--

Sidney disconnects, looks at Sal's polaroids of Marc.

SIDNEY

What a goddamn waste... Guess it's on to our second choice for Thomas. Damn!

Marilyn buries her head on Bogie's chest and cries.

EXT. MOTEL - NIGHT

Sal and Geo park. Sal hops out, sing-songy like a demented kid...

SAL

I beat Clifton, I beat Clifton! Always be a has-been, has-been! Nyah, nyah!

Marc and Jake stumble out of their room, passing a bottle back and forth. They pass Kate's room. She comes out and hounds them.

KATE

Off to that dive to get plastered--the third night in a row? When you going to stop feeling sorry for yourself?

MARC

I don't feel sorry. But since everyone thinks I'm a drunk anyway--why stay straight? And I sure as hell don't need to be sharp to act in these no-brainers.

KATE

Come on, Marc. They'll be other shots. You'll make a comeback.

Marc and Jake look at each other. Burst out laughing.

MARC

Comeback!? Hah! I'm a has-been with a capital H. And will always be thus.

JAKE
We're thusly washed up. No future for the likes of us.

MARC
No more of them dumb Oscars for us two.

They walk away, arms around each other. Chuckling. But there's a hint of pain in the chuckles, the eyes. Sal goes to Kate.

SAL
Poor guy. Such a lousy break. Still, I'm surprised he fell apart so quick. Can I interest you in a nightcap?

KATE
(walking away, sobbing)
Drop dead!

EXT. MORONGO DIVE - NIGHT

Marc and Jake step over a passed out drunk, stumble inside.

INT. MORONGO DIVE

A few local bar-flies, Marc and Jake sitting at the bar. Sitting on stools across from them--Welles, Bogart, Monroe, Laurel and Hardy.

BOGART
You gave it your best shot. It's not your fault. Maybe we shouldn't of pushed him at Kate. Could've messed up his focus. Like you said, Orson.

WELLES
No, you guys had it right. She worked out. Kate's good for him. I should've helped from the start.

MONROE
You couldn't have known, Wellsy. Romance is a tricky proposition.

LAUREL
Poor, Cliffy. He looks lower than low.

HARDY
And how. This isn't right. A fellow as nice as Marc shouldn't end up like this. Tsk, tsk, tsk...

MARC

Jake, suppose I told you Orson Welles was my guardian angel and has been talking to me. What would you think?

JAKE
I'd think you're crazy.

MARC
Thought so.

JAKE
Heaven wouldn't lower their standards that much.

WELLES
(glares at Jake; then)
I've seen Marc like this before. He won't be snapping out of his depression anytime soon. He's going down, down--

MARC
Jake. Ever think of killing yourself?
The angels stop breathing. Laurel starts crying.

JAKE
Every week. Wanna play some eightball?

Marc shakes his head. Jake walks to a pool table. Suddenly, THUNDER BOOMS inside. BLAZING LIGHTS shoot all around. We hear MUSIC from "THE TEN COMMANDMENTS". The angels shield their eyes, huddle together, cower back. The humans see nothing. The light dims and we can make out a glowing, imposing figure hovering in the air. It's a man in flowing robes, looking saintly, Moses-like with a long beard... it's JOHN HUSTON.

WELLES
My God! John? Is that you?
HUSTON
Yes, it is I.

BOGART
Where you been hiding, Huston? I looked everywhere since you croaked.

HUSTON
I've forsaken the treadmill. Movies are below me now. I'm on the path to enlightenment. The meaning of all that is. And is to be... But I've been watching from the corner of my eye. You're supposed to be angels! Set an example. But you've been acting like Keystone Kops down here! For shame!

The angels look guilty, shuffle their feet.

WELLES
I take responsibility. I intend to resign. I'm not fit to be a guardian--

HUSTON

Don't give me your phony humble bit. I stuck my neck out and recommended you.

(MORE)

HUSTON (CONT'D)

What would it say about me, Orson? You didn't do too horrible. But you did give up to o soon. Marc has a chance. You can put him back on track.

HARDY

But Marc doesn't even know we're here.

HUSTON

I can hook up the connection again. And all you, supposed angels, can help boost his morale. Everyone gather round Marc. Hands on his head.

There's plenty of shoving and jockeying for position as they all rush to Marc. Huston rolls his eyes.

HUSTON

Okay. Concentrate on sending your love and optimism. Your derring do. Close your eyes, concentrate!

The angels do it--looking silly, yet sincere and heartfelt too. And Huston acts like he's pitching a baseball...the wind-up, the kick... he pitches a FIREBALL KINDA THING. It hits Marc and the beatific result... Marc is knocked off his stool. He looks up from the floor with a beatific grin planted on his face.

MARC

Hey, you guys are back... God, I feel...so, so good. So optimistic...

Sees Huston and his eyes well up. They share an affectionate smile.

MARC

Oh...John... So good to see you again.

HUSTON

Hey, Marc. Good to see you... But not here, boy. Hanging out in some dive getting plastered. You disappoint me. You're cut from finer cloth.

MARC

I'm sorry...

HUSTON

Don't let me down, Marc. I had to cash in a lot of chips to get the Chief to allow this arrangement.

MARC

Thanks. I appreciate it, John.

HUSTON

Must bid adieu. Just do your best and follow your heart--you can't go wrong, kid.

MARC

I won't let you down, John.

John waves to them. The religious music starts up again. Blazing lights shoot around. THUNDER BOOMS. And he's gone.

WELLES

Classy effects, Johnny. Wonder where I can pick that up?

MONROE

Alright, Marc. March your cute butt outta here right now!

BOGART

Yeah, no more hitting the hooch.

MARC

Okay, okay, I'm going.

HARDY

Mustn't let that cad Sal get your goat.

LAUREL

Yeah, even though the jerk framed you and you got plenty mad to be about.

MARC

What do you mean framed?

Laurel opens his mouth, but Welles' covers it up.

INT. SAL'S MOTEL ROOM - NIGHT

Geo and Sal sing along with Sinatra crooning "MY WAY"...

SAL/GEO

I ate him up - and spit him out!

INT. MORONGO DIVE - NIGHT

The veins bulge on Marc's angry angry face.

MARC

I'LL KILL THE BASTARD!!

Marc races out. Welles shoves Bogart in annoyance.

WELLES

That's why I didn't want him to know!
You ridiculous excuse for a--!

BOGART

Drop it. Let's go before he's a murderer too.

Laurel yelps, he and Hardy run toward the door. They all do. Laurel gets his wings tangled with Hardy's and they tumble, fall and slam against the door. The other angels fall atop and pile on.

INT. SAL'S ROOM

Sal and Geo are still singing with the Chairman...

SAL/GEO
And did it MY-EYE-EYE...WAAAA--
(Marc kicks the door in)
--AAAY! HEY!

WHOMP!...Marc punches Sal. Whacks
Geo... WHOMP! There's a major battle.
But Marc is an unstoppable volcano of
rage and makes mincemeat of them. Marc
is strangling Sal as the angels arrive.
WELLES
Stop, Marc! Don't kill him!

Sal is gasping. Passes out. Marc gives one final squeeze, lets go.

INT. FACTORY MEAT LOCKER - NIGHT

Sal and Geo are gagged, feet and hands tied to hooks. They're very scared because Marc has a large meat cleaver. The angels giggle.

MARC
Maybe a few toes would improve my mood.

Marc flails the cleaver at their feet, they jerk this way and that.

MARC
Nah. I want the ears.

Marc raises the cleaver. His captors tremble. And... Marc stops. Getting an idea. A big idea.

MARC
Oh, this is good. He'll die. It could
work! I've all you guys to help!

INT. SAL'S TRAILER - NIGHT

Geo is tied up. Marc types up a contract while Welles dictates.

WELLES
Add--ownership of domestic and foreign
distribution. Fine. That should do
it. That's an airtight contract.

MARC
Now the weasel has to sign it.

GEO

I ain't signing my movie over to you.
No way, no how! You nut case!

MARC

I'll reimburse the money you spent.

Marc holds the cleaver to Geo's throat. But Geo is unfazed.

MARC

The rat can tell I won't kill him.

MONROE

Can't you just torture him a teeny bit?

BOOM - blazing lights shoot around - religious music blares - glowing John Huston returns. He glowers at Monroe.

HUSTON

"Torture him a teeny bit?"... Okay,
kids, here's an encore. But you're on
your own after this. Hang back!

Huston again winds up - the kick - he pitches the fireball thing at Geo. WHAM!... Geo and his chair are blasted across the trailer and smash against a wall, denting it in. Marilyn gives Huston a look.

MONROE

Yeah, that was real genteel, John.

HUSTON

Put too much stuff on that slider.
Better see Koufax again. Oh, well,
he'll live. Fare thee well.

Music - Lights - BOOM! And Huston's gone. Geo shakes it off and a beatific expression is plastered on his face.

GEO

I see it all so clear now. I find
myself filled up with remorse for my
life of sin. I'm so sorry I done
wronged you, Marc. I plead
forgiveness.

Geo kneels before Marc. Everyone is flabbergasted.

MARC

Uh, sure. You're forgiven. Just sign
the damn contract.

GEO

(rises and signs it)
Anything else I can do for you,
brodder?

(Marc shrugs)

Then I'm off to church. I must pray
for guidance. Fare dee well.

Geo exits. Marc chuckles. Then feeds a page into the typewriter.

MARC

Okay, here we go.

WELLES

Marc, I have to restate my reservations. Between Sal's re-writes and all the homage rip-offs--it's an epic mess.

MARC

Look, I'm not thinking of following the original story at all. I've one good idea and you guys can help me with the rest. I want a radical departure. A surreal comedy.

HARDY

Stan and I can lend a hand there.

MARC

That's what I'm thinking. There's enough talent here for ten films.

BOGART

What's the angle you hatched so far?

MARC

Well, it's a movie in a movie. I'm a two-bit actor who has an accident on a schlock Atlantis film. And as they perform a life and death operation, I dream I have the starring role. And sometimes fantasize I'm back in time filming Hollywood classics. It'll give us numerous satire possibilities and the stupid scenes we already have can be part of my crazy dreams!

Everyone stares at him, pondering. Then they all look at Welles.

WELLES

That's so preposterous... it could work.

MARC

Sure it can! Let's go. First up... How do I have the accident? Any ideas?

LAUREL

Oo, oo, me, I've a good one!

Everyone rolls their eyes, dubious to say the least.

INT. FACTORY MEAT LOCKER - NIGHT

Marc opens the door. Walks in holding the cleaver and a bloody hand. Sal's eyes bulge. Marc takes a bite of the hand.

MARC

Mmm-mmm. Love Italian food... Before
 Geo came apart, he changed the
 contract. And now... I own...
 (long beat)
Your movie! And I'm changing it!

Sal goes absolutely bonkers, strains against the ropes binding him, cursing under his gag. Marc bellows with psychotic laughter, exits.

INT. FACTORY SET - DAY

Looking like Sal did in the beginning of this epic... we see Marc standing on the tailgate of Rudy's truck, making a rousing speech to the Cast and Crew about the cinematic wonders they'll achieve.

MARC
 By working together we can be more than
 the sum of our parts. And can achieve
 something we'll be proud of! Thank
 you.

Marc receives applause from the mortals and the immortals.

BOGART
 Here, here!

KATE
 Alright, everybody, first up is 5C!

Kate hustles the Crew. Troubled Morris
 asks Marc...

MORRIS
 It's so weird. Sal seemed fine only
 yesterday. Never would've guessed a
 nervous breakdown was coming.

MARC
 Show biz, Morris. The pressures are
 always there, building. Always
 building. Let that be a lesson to you.

Marc walks to Jake and Cameron, snatches a lens from a case, pushes a secret button, pours out the booze. Jake grimaces.

MARC
 Almost forgot the 205.

JAKE
 Marc, maybe I was too hasty--

MARC
 Jake, I need you! Need you sober.
 Need your old visual magic. We'll wrap
 in two weeks. Maybe you'll enjoy being
 clear. Make a comeback of sorts--

JAKE
 Marc! Gimme a break.

MARC

Sorry, got carried away. Must be the company I've been keeping.

Jake gives him a look, walks away with Cameron. Welles approaches.

WELLES

Hey, major monkey wrench we overlooked. The co-stars. They can't act! Grizz can hardly stand for that matter.

Marc and the angels frown and ponder. A moment passes. BOOM! - Lights - Music - Huston appears yet again.

HUSTON

One more encore. But this is it!

FACTORY - LATER

Monroe is standing behind Heather, Bogart behind Grizz.

MARC

I'm amazed you even believe me. Take it so calmly. You're sure you don't mind?

HEATHER

You kidding. I love Monroe. Maybe some talent will rub off.

GRIZZ

Far out trip, man. Let 'er rip!

Huston cuts loose with some dazzling fireworks from his fingertips that surround Heather and Grizz.

HUSTON

There's your cue. Step in.

Monroe and Bogart step into Heather and Grizz's bodies and melt in. Heather begins to move and act like Monroe.

HEATHER/MONROE

Oo-la-la. Nice physique.

GRIZZ/BOGART

Geez, is this chump polluted...

He's dizzy, the others have to support him. He reaches in his pockets, pulls out handfuls of pills that spill on the floor.

INT. FACTORY - ATLANTIS KITCHEN - DAY

Filming a scene--Marc, Heather and Grizz are acting quite well together. Great chemistry. Jake is operating the camera. Welles, Laurel and Hardy carefully gauge the performance.

WELLES

Cut!

MARC

Cut!

WELLES

Good. But let's try another. Maybe not so big till she makes the reveal.

MARC

Okay. Anything else?

HARDY

It might be funnier if she burns the toast before she serves it.

MARC

Yeah, good idea.

HUSTON (O.S.)

Perhaps Bogie should put an arm around Marilyn. They're married after all.

We look behind them and see Huston sitting in a director's chair hovering in the air. Welles looks fed up.

WELLES

How long you going to hang around? Don't you have deep enlightenment to seek? Thought this was below you now, oh holy Huston.

HUSTON

Don't be so selfish, Orson. Let me stay a little longer. It's been a long time. Didn't realize how much I missed it.

Welles makes a face. Kate whispers to Marc.

KATE

I still can't get over Grizz and Heather's transformation. They're great! You just coached them yesterday?

MARC

They were primed for a breakthrough anyway. We're lucky it happened now.

KATE

Huh... You know what else? There's something about Grizz. Something that reminds me of... Nah, forget it.

We see Grizz doing Bogart body language stuff as he flirts with Simone--some squinting, shoulder rolls...

GRIZZ/BOGART

You're the cat's pajamas, sweetheart.

INT. MEAT LOCKER - NIGHT

Sal's hate filled eyes look up when Marc enters with a bowl of food.

MARC
Today's shoot went great. Won't even recognize your dumb scenes once we edit.

Marc places the bowl next to Sal, removes the gag, walks away.

SAL
You're dead, scumbag! Nobody screws with me and lives! I'll--

Marc turns, raises the bloody cleaver, takes aim. Sal gasps. Marc throws the cleaver. Sal screams as the cleaver strikes his chest. He timidly gazes at his bloody chest, afraid to breathe. But there's no wound. His knee nudges the cleaver on the floor...it's Pierre The Psycho Chef's rubber cleaver. Sal nudges it harder--it squirts blood all over his face. Sal screams in frustration. Marc starts singing as he leaves...

MARC
There's no business, like show business, like no business I know-oh-oh!

INT. MARC'S MOTEL ROOM - NIGHT

Marc and Kate are snuggling in bed.

MARC
Sorry I went off the deep end for a few days. It won't happen again.

KATE
Bet your ass it won't. I plan on keeping closer tabs on you.

Marc grins. They begin to make love.

DISSOLVE TO:

INT. FACTORY SET - NIGHT

The final scene is being shot.

MARC
Cut! And wrap, wrap, wrap!

A major cheer rings out from the Cast and Crew and angels.

INT. MEAT LOCKER

Sal is stretching to reach a can of dog food. His foot hits it. He bends, smashes the can with his forehead. And again. SPLOSH!... the can bursts and his face is covered with dog food. But where the can broke, the edge is sharp. He rubs his rope against it.

INT. FACTORY SET

Everyone is grabbing a glass of champagne, awaiting a toast by Marc who stands on an apple-box with his glass of soda aloft.

MARC

A toast. To the crew. One that began with little experience, but made up for it with a lot of heart. I thank you.

(everyone drinks)

Remember, wrap party at my humble abode Saturday.

Marc steps down, smiles at Kate, hugs her. Then hugs Jake too.

MARC

Thanks. Really came through for me. Pulled off a phantasm of hot shots.

JAKE

Did pretty damn good yourself. I'm surprised, if truth be known.

EXT. FACTORY - NIGHT

Marc walks out with the angels. Looks them over fondly.

MARC

How could I begin to thank you? Without your help--

BOGART

Save it, Cliffy. It's written all over your mug.

MARC

Guess I should go untie Sal.

HARDY

Perhaps it'd be wiser to make a get-away with the film first. Send an errand boy to free him tomorrow.

WELLES

Good idea, Ollie... Uh-oh. Something bad is brewing. Anyone else feel weird?

We see someone exit a side door and come closer.

MONROE

I feel peachy, Orson.

Suddenly, Sal runs from the shadows.

LAUREL

LOOK OUT MARC!

Sal runs through the angels. He has a knife. And stabs surprised Marc in his stomach. Marc gasps, drops to his knees.

SAL
 There goes the belly. Thought you'd be
 man enough to beat me?! You shit head!
 (a tragic beat)
 Mr. Has-Been is about to be even more
 past tense! Here goes the ticker!

Sal rears his arm back. The angels are horrified. Sal grins big.
 Oh no. BANG!...the knife is shot out of his hand. Everyone
 turns and sees Geo holding a smoking gun out the window of his
 car.

GEO
 Oh, dear, cuz. Good thing I came back
 for ya. You're on the wrong path.

SAL
Geo?? I thought he ate you!

GEO
 (walking to Sal)
 Come with me so I can help you see the
 error in your ways. Let's go pray.

SAL
 Pray?? He did eat your brains! I'm
 whacking him and taking my movie.

GEO
 Trust me. We need to pray.

Geo cold cocks Sal and he's down. Geo heads for the factory.

GEO
 Hold on, brodder. I'll seek a healer
 for them wounds.

MARC
 Thanks, bro...?

Marc winces as an involuntary chuckle escapes. Then passes out.

INT. HOSPITAL WAITING ROOM - NIGHT

The whole Cast and Crew and angels are jammed in here and looking
 very worried. A SURGEON enters and all heads turn.

SURGEON
 Looks like he'll make it.

Wild jubilation erupts. The Surgeon is mauled by the thankful
 mob.

DISSOLVE TO:

Like in a movie from the Golden Era...spinning newspapers... when
 they stop we can read headlines from VARIETY and L.A. TIMES:

MARC CLIFTON ALMOST MURDERED - SAVED BY RELIGIOUS MOBSTER

"EARTH ABOVE--SKY BELOW" WINS VENICE FESTIVAL - SURREAL FARCE
 HAILED AS GROUND BREAKER

"EARTH ABOVE" THE TALK OF CANNES - CLIFTON TAKES PALM D'OR

"EARTH ABOVE" INSTANT CULT CLASSIC - BOFFO B.O. IN LIMITED RELEASE

"EARTH ABOVE" ASCENDS TO 10 MILLION - PICKED UP BY PARAMOUNT...

...we begin to pull back from this last headline to reveal...
 Jeffrey holding VARIETY in his hands.

JEFFREY

And with all your crazy production
 stories--it's a publicity dream come
 true! Always had faith in you, Marc.
 So, which script is the winner?

We pull back to reveal... Marc sitting in a chair in his new
 opulent house atop the Hollywood hills. He takes a script from a
 big pile, wincing as he rises. Now we see Kate, who assists him
 and gently pats his belly.

KATE

Easy, hon. Don't want to rip those
 stitches again.

MARC

Here's the winner, Jeff. "Quality
 Time". Try to interest Lumint.

JEFFREY

C'mon, Marc, I can land you easy.
 You're hot hot. More money for us!

MARC

I'm not a director.

KATE

But you did such a great job.

MARC

I had a lot of help.

JEFFREY

What do you mean?

MARC

Never mind. Look, all I want in the
 package is Kate producing. Jake the
 D.P. And my below-the-line crew
 aboard.

JEFFREY

I still can't believe you split the
 profits with those fools.

MARC

That was our deal--if they worked free
 those last weeks. I was broke.

JEFFREY

I know! But it wasn't in writing. We could've screwed them easy.

EXT. PARAMOUNT STUDIO - DAY

Morris parks his new PORSCHE. Kisses Simone next to him. They get out and approach... Rudy on the tailgate of his new MERCEDES TRUCK, eating donuts with Bruce and the Grips. Shiny new equipment inside. Morris and Rudy eye each other... Then grin, slap high fives.

MORRIS

My man, Rudy!

But donut powder flies from Rudy's hand. And Morris sneezes on him. Rudy starts chasing him around and around the truck.

Marc is passing by, chuckles. We follow him as he ambles about his old haunts. Sometimes looking happy, sometimes pensive. He stares at the MARX BROTHERS BUILDING. HONK-HONK startles him. He turns, sees it came from a BICYCLE zipping by. He laughs, continues on.

EXT. "QUALITY TIME" SET

We see Morris, Simone, Cameron, Prisilla, Rudy, Bruce and the rest of the "EARTH ABOVE--SKY BELOW" Crew working here. Jake hops off a camera crane, unscrews his LIGHT-METER GLOBE, brings it to his mouth... Marc angrily grabs his arm. Jake rolls his eyes and just blows some dust out. Marc pats him on the back.

JAKE

Two has-beens. Back in the big time.
The big bucks. Truly amazing.

MARC

Who'd a thunk it?

KATE

(kissing him)
It's a miracle.

MARC

Miracle is right.

Marc gazes skyward. Sidney passes and gestures to follow.

SIDNEY

Mr. Clifton, if you're ready?

MARC

Beyond ready, Mr. Lumint.

Marc walks with him into the thick of things. The countdown beginning... "Quiet on the set - Roll sound..." Now we notice the angels hanging out near the camera and Welles is amazed as he checks out GUARDIAN ANGEL RINGS on the fingers of Bogart, Monroe, Laurel and Hardy.

WELLES

They made you all guardians? Where are their standards?

BOGART

Cram it, Welles. Give credit where credit's due.

MONROE

Raphael said we did a simply splendiferous job helping Marc.

HARDY

Which we certainly did, you must admit.

Laurel is in mid-gesture, about to add his two cents, when he bursts out with a tickled laugh--as Simone walks through him. The angels turn, wave and smile at Marc. He grins back.

WELLES

Break a leg, Cliffy.

Simone slaps the slate in front of Marc, gives him a wink. Sid gives his serious director's gesture...

SIDNEY

And... Angel!... Angel?

Sidney is confused. From the sky, we hear laughter. Marc looks up and sees holy Huston floating around...

HUSTON

Love that gag... C'mon, everyone. Times up. Let him wing it from here. So long, Marc. Do us proud, boy.

The angels are rising and waving goodbye to Marc.

SIDNEY

Action!... Action!... Clifton!

Marc is gazing skyward and waving back.

The angels slowly disappear into the clouds.

Marc turns his gaze earthward--everyone is staring at him.

SIDNEY

Finished waving to the pretty birdies? Can we trouble you to help us make our little movie?!

MARC

Sure. But all you need is lights, camera, action!

Soon as he says "action"--we fly up to the clouds. Faster and faster. We hear the strum of an angel's harp. A beat. We hear harp strings breaking...BOINK...BOINK... Then we rapidly descend and see below...

EXT. SECLUDED MONASTERY - DAY

Nestled among a beautiful snow capped mountain range.

INT. MONASTERY

ROBED MONKS kneeling in prayer. Looking closer we see one is Geo, shaved head, praying earnestly. A MONK turns to him.

MONK

Perhaps he has attained peace today?

GEO

Maybe, brodder. But I doubt it.

Geo leans to the pew behind...to Sal...in monk robes, shaved head. But he's all tied up. Geo pulls down Sal's gag and..

SAL

I'LL KILL YOU FOR THIS YOU BASTARD! IF
IT'S THE LAST THING I--!

Geo puts the gag back, pulls Sal's hood up for good measure.

GEO

Someday he'll see the light. We'll
save him if it takes eternities.

The Monk nods. Geo starts CHANTING, very off-key. The Monk winces. And now we hear muffled crying and the rhythmic thud-thud of Sal pounding his head on the pew.

THE END