

LITTLE GIRL FOUND

Written by

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FADE IN:

EXT. CITY STREET - DAY

MICHAEL HACKETT, early 30s, hale and hearty, emerges from a basement apartment, locking the door behind him.

He is furtive as he walks down the street. Then... his eyes pop as he grabs his left arm, stumbles and keels over.

As he lay on the ground, moaning and grimacing, a COUPLE rushes over to help.

INT. HOSPITAL - CCU - LATER

Uniformed police officer RYAN HACKETT, 25, strides in. Well built, he is the guy next door with attractive, regular features.

Michael lay in bed, pale and hooked up to a respirator.

Attending him is a NURSE, 40's, checking out the equipment.

He turns to Michael, who avoids Ryan's eyes.

RYAN
Think you'll live?

Michael shrugs a shoulder.

RYAN (CONT'D)
Hey, don't worry, Mike. People survive heart attacks every day.

He's upbeat as he addresses the nurse.

RYAN (CONT'D)
Ain't that right, honey?

NURSE
True enough.

Michael looks right in Ryan's eyes, then looks away, as if embarrassed.

The Nurse exits into the

HALLWAY

Over to the Nurses' Station. The Nurse picks up the phone and punches some numbers.

WOMAN'S VOICE (O.S.)
Dr. Cassidy.

NURSE
He just got here.

INT. HOSPITAL - PATHOLOGY LAB - CONTINUOUS

DR. JANE CASSIDY, 50's and straight-laced, gazes with affection at a framed photo as speaks into the phone.

JANE
Be right up.

INSERT: Photo of Jane and Ryan in hiking gear, outside on a sunny day.

As she peruses a form, her expression cools. Looking now like she sucked on a lemon, her stiff posture is perfectly at home in her plain, professional attire.

She addresses a TECHNICIAN.

JANE (CONT'D)
These counts are off. Did you calibrate?

TECHNICIAN
Just by a few points. When I checked a few days ago it was so close to specs already--

JANE
Not good enough! Each time, every time! Patients lives are on the line!

She hands back the form.

JANE (CONT'D)
Recalibrate right now, if you please. I know you can do better.

She addresses a CLERK, 20's, close by.

JANE (CONT'D)
I'll be in the CCU. Then over to the Hall. No leaving early. Either of you.

As Jane leaves, the Technician catches the Clerk's eye and makes a shivering gesture.

TECHNICIAN
Does that one ever thaw?

CLERK
Not really. You'll get used to it.

TECHNICIAN
What's "the Hall"?

CLERK
Juvie Hall.

The Technician's blank stare betrays his ignorance.

CLERK (CONT'D)
Kid's jail. She's the staff doctor
over there, a few times a week.
Never charges and never misses a
shift.

INT. HOSPITAL HALLWAY - CONTINUOUS

As she passes people in the hall, Jane responds to friendly greetings with grim smiles and officious nods.

INT. HOSPITAL - CCU - LATER

Jane strides into Michael's room.

RYAN
Look, Mike, it's Doctor Jane!

Jane goes over to Michael and takes his hand, offering a warm smile.

JANE
How are they treating you?

Michael nods.

JANE (CONT'D)
They'd better, or they'll answer to
me.

RYAN
Hey! Where's my hug!

Jane beams a grin as they embrace. The grin fades as she addresses him.

JANE
Got a minute?

RYAN
Whoa. Sounds serious.

Ryan looks at Michael, mock fear on his face.

RYAN (CONT'D)
Be back in a minute.

Michael gives them a little wave as they depart into the
HALLWAY

They stroll down the hall.

JANE
Haven't seen you down at the Center
lately.

RYAN
That's a good thing. Fewer juvies,
the better, in my book. Miss seeing
the kids, though. Guess I need to
get some of my own, right?

JANE
As a matter of fact...

He follows her into an

EMPTY ROOM

Jane's expression is grim.

JANE (CONT'D)
I have your test results.

RYAN
Oh, yeah! Well?

She places a comforting hand on his arm. Her face betrays the
bad news.

RYAN (CONT'D)
You don't mean... I'm not...

JANE
I am sorry, Ryan.

RYAN
You said the odds were stacked in
my favor.

JANE
They were. Only 15% of males
infected as adults--

RYAN
Spare me!
(pauses)
Stupid name for a disease that cuts
off your balls. Mumps!

JANE
Ryan, listen. When the time comes,
you and Tanya can always adopt--

He storms out.

JANE (CONT'D)
Ryan! Wait!

Her phone rings. She answers it with a scowl.

JANE (CONT'D)
Cassidy. This better be good!

INT. RYAN'S HOME - LIVING ROOM - LATER

Typical middle-class home in Suburbia. Ryan holds hands with
his wife, TANYA HACKETT (20), sharp, pretty, and dressed to
show off her figure.

TANYA
So you're shooting blanks. Who
cares?

RYAN
I thought you wanted kids.

TANYA
Hell, no! I don't want the
competition. Thought we'd be enough
for each other.

Pausing, she notes his shock.

TANYA (CONT'D)
I should get points for honesty.
Way more important for a marriage
than kids, if you ask me.

RYAN
Whatever. I gotta go back to the
hospital. Wanna come?

TANYA

Not a chance.

RYAN

What's with you and Michael anyway?

TANYA

He creeps me out.

She cuts off his argument.

TANYA (CONT'D)

And don't ask me why! He just does!

She stands her ground as he marches away.

INT. HOSPITAL - CCU - LATER

A TEAM works on Michael with a crash cart as Ryan approaches. One last look at the flat line on the monitor, and the Team quits.

DOCTOR

OK, let's call it. Time, 2:53 PM.

EXT. CEMETERY - DAY

A funeral service is over. The mourning throng has broken up and heads toward their cars.

Michael's son, GRAHAM HACKETT (9), wanders around close by.

Ryan stands with Tanya, whose displeasure is obvious.

RYAN

No one's heard from his mom in years. Where's he gonna go?

TANYA

Why ask me?

(pauses, softening)

Oh, what the hell! Looks like I'm packing two lunches now!

Resigned, she heads toward the car as Ryan calls out to Graham.

EXT. RYAN'S HOME - NIGHT

Tanya emerges from the front door, carrying a suitcase, almost bumping into Jane.

JANE

Hey, Tanya. What's going on?

TANYA

The kid I can deal with. But I'll
be damned if I put up with a drunk!

JANE

Is Ryan here? Can I talk to him?

TANYA

(marching by)
Give it a shot! Maybe you'll have
better luck!

INT. RYAN'S HOME - BEDROOM - CONTINUOUS

Ryan lay on the bed, eyes closed, a bottle of booze on the
night stand.

Jane creeps in from the hallway. Ryan doesn't stir.

JANE

Ryan?

He doesn't answer.

With a quick, guilty look she tiptoes over to Ryan and leans
over him. Inch by inch she brings her lips closer to his.

He stirs. She backs away. His eyes open, groggy as he stares.

JANE (CONT'D)

You OK?

He reaches over and takes a swig from the bottle.

RYAN

Oh, yeah! Perfect!

JANE

Michael's landlord called again.
You have to clear out his stuff.
It's been over 3 weeks.

RYAN

So I keep hearing.

JANE

Graham can stay with me for a few
days. Take care of it, Ryan.

RYAN

I'll do it tomorrow. Before work.

She taps the bottle.

JANE

And no more of this stuff. It's not helping.

RYAN

OK! Lay off!

She kisses him on the cheek.

JANE

Sorry I'm such a nag. Call if you want to talk. Anytime.

RYAN

Go on, get lost before I arrest you for B&E.

She calls out into the hallway.

JANE

Graham! Pack some things!

EXT. CITY STREET - DAY

In uniform, Ryan hesitates outside the door of Michael's basement apartment.

Two cross-street signs nearby catch his eye: "42nd" and "Pine."

Mail overflows from the mailbox. Newspapers and magazines are piled up at the door.

With a determined stride, Ryan goes to the door, unlocks it, and opens it into darkness.

He backs up a step as he catches a whiff of the air inside.

INT. MICHAEL'S APARTMENT - LIVING ROOM - CONTINUOUS

Ryan turns on the lights and ambles around a tidy, sparsely furnished room, giving a casual once-over.

He hears a muffled clatter behind a closed back door.

He strains to hear a high-pitched voice raised in song, from outside no louder than a whisper.

He tries the door, but it's locked.

RYAN

Hello?

Dead silence.

RYAN (CONT'D)

Someone in there? Can you open the door?

Nothing.

He takes a quick look around the room to find a key. No luck.

Expert at kicking in doors, he goes for it -- then stops and hollers through the door.

RYAN (CONT'D)

Don't worry! We're gonna get you out of there!

He grabs his walkie-talkie.

RYAN (CONT'D)

10-78. Officer Hackett. Any locksmiths handy? Sounds like some kid got locked in a cellar.

LATER

A LOCKSMITH works on the locked door as Ryan looks on.

LOCKSMITH

Don't get many calls from the city police. Mostly from the Sheriff.

Over his shoulder, he aims a wide grin at Ryan.

LOCKSMITH (CONT'D)

Evictions. Ya know?

He turns the knob and pushes the door open.

LOCKSMITH (CONT'D)

Man! Did a sewer line bust or something?

Ryan clicks on his flashlight as he enters the darkness of the

BACK ROOM

He pauses inside the door and flashes the torch around the cork-padded room.

He searches for a light switch but finds none.

The beam of the flashlight catches a white object that darts away and disappears into the black.

A bump and a crash echo through the room.

Ryan follows the sound with his flashlight.

He spots a small refrigerator, door open and bare, surrounded by empty bottles and ice trays.

A patch of white at the edge of the light beam catches his eye.

A SMALL FIGURE with long hair huddles in the corner, its back to him.

He walks toward the figure. He pauses and grabs a pull chain.

A click, then a dim bulb lights the room.

A bare twin bed with nylons tied around the four posters stands in one corner. Remnants of red and white candles are placed around it.

Ryan returns his attention to the small figure, shaking and whining, pressed into the corner.

LOCKSMITH (CONT'D)

Looks like a kid. Lemme try talking to him.

RYAN

You can leave now, thanks. Submit your bill to the desk sergeant.

LOCKSMITH

No, man, I mean it! Some of the strange things I seen. I got real good at talkin' people outta--

RYAN

Clear out!

Ryan creeps toward the figure, crouching down.

RYAN (CONT'D)

Hello. Don't be afraid. I'm a police officer.

He creeps a bit closer. Ryan notices something on the floor and picks it up. The Locksmith, curious, arches above Ryan.

LOCKSMITH
What the hell's that?

INSERT: Photo of a 5-year-old child in a choir robe, standing in front of the Memphis Mud Island Monorail terminal.

Ryan edges closer to the figure.

RYAN
My name's Ryan. What's yours?

The figure goes stock still, then stops whining.

RYAN (CONT'D)
Why don't you turn around so I can see what you look like?

The figure forces itself to stand erect.

EXT. MICHAEL'S APARTMENT - SECONDS LATER

The Locksmith bolts out, retching, hand over his mouth.

INT. MICHAEL'S APARTMENT - LIVING ROOM - CONTINUOUS

In a panic, Ryan SLAMS the door behind him, slides to a sitting and leans against it with his back.

He clamps his hand over his mouth, swallows his gorge, and then struggles to get out the words over the pounding and sobs from inside the Back Room.

RYAN
10... 10-33. Am... ambulance.

INT. HOSPITAL - TRAUMA UNIT - NIGHT

Jane stands before the bed where the child sleeps. Ryan creeps in.

JANE
Any luck?

RYAN
Nothing in a database. Nothing anywhere, not even on a milk carton.

Ryan hands over the Mud Island photo found in Michael's
dungeon.

JANE

What's this "Mud Island"?

RYAN

Big tourist place in Memphis. Local
police are doing what they can. If
anyone knows anything, they're not
talking.

JANE

So what now?

RYAN

Ward of the State for now, I guess.
How's the kid?

JANE

Pretty much okay, considering.
Needs close follow-up, of course.
But discharge tomorrow looks good.

RYAN

We should pick a name before the
State does.

He pauses, looking for a prompt. She holds up the photo.

JANE

How about "Memphis"?

RYAN

Why not? I'll start the paperwork.

INT. ALLAN HOME - GUEST ROOM - DAY

CAROL, 40's, makes up a twin bed when--

Something clatters. She picks up an object: a Purple Heart
medal.

She goes into the

LIVING ROOM

WES, 40's, sits, reading the paper. She dangles the medal.

CAROL

Lose something?

Wes's face lights with delight.

WES
Where did you find it?

CAROL
Where do you think?

The delight in his face fades to resignation.

WES
Oh.

Carol stands, eyes leveled at Wes, waiting.

WES (CONT'D)
Alright, okay! I guess I've had
enough too. Call the agency.

The front door opens, then closes. Memphis appears, now age 11, and breezes past.

CAROL
Memphis! Over here!

Memphis halts and presents herself to the couple, all innocence.

Carol dangles the medal in the child's direction, her face all accusation. Memphis straightens in defiance.

INT. JUVIE HALL - DORM - NIGHT

Memphis tosses and turns, then wakes with a shout, waking up the other kids around.

The male attendant, WINSTON, strides over, 50's but a very fit, towering guy.

WINSTON
What's the problem? Sick or
something?

Memphis, shaking, doesn't answer. Winston places a gentle hand on her forehead.

WINSTON (CONT'D)
You feel okay. Go to sleep.

He announces to the room at large.

WINSTON (CONT'D)
That goes for all of you!

He ambles off.

SUPER: "SIX YEARS LATER."

INT. POLICE PRECINCT - MORNING

The roll call proceeds as usual, until Ryan, now 37, physique good as ever, stumbles over, wasted, unshaven, his uniform disheveled.

All eyes are on Ryan as he joins the line, offering a drunken grin in answer to the resigned disgust from his colleagues.

He weaves as he stands. The SUPERVISOR ambles over to him, gets right in Ryan's face, then jerks his head away from the stench of an all-night binge.

Ryan snaps his hand to his forehead in a mock salute. Then his eyes roll back and he falls into a heap.

INT. THERAPIST'S OFFICE - DAY

The THERAPIST sits behind his desk. Ryan paces to and fro.

RYAN

Can't believe all this bullshit
over a couple of late roll calls.

THERAPIST

A couple? And what about the
condition you showed up in the last
time?

Ryan turns to him, standing defiant.

THERAPIST (CONT'D)

Is it so hard to understand all the
concern about you? Maybe it's about
time you showed some concern for
yourself.

RYAN

Dude, I can handle myself just
fine. I got a fucking Silver Star.

THERAPIST

And that shows just how far you've
sunk.

RYAN

Pencil neck.

A moment of heavy silence, then:

THERAPIST

Tell me a little about your nephew...

(pauses, leafing through papers)

...Graham.

RYAN

(relaxing)

What's to tell? Good kid. Chip off the block. Except for...

THERAPIST

Except for?

RYAN

You know what I mean.

THERAPIST

Tell me anyway.

RYAN

Why don't you stop playing games?

THERAPIST

Alright. We'll stop playing for today at least. Time's up.

INT. RYAN'S HOME - BEDROOM - NIGHT

Ryan lay in bed, tossing and turning.

DREAM - RYAN IN MICHAEL'S APARTMENT

Approaching the locked Back Room door. Ryan's hand reaches out and pushes. It swings open.

Blackness yawns before him until the bare light bulb clicks on and swings to and fro...

...illuminating a child reaching out toward him.

Pounding on the door is deafening until replaced by a man's scream heightening to a wail, then

END OF DREAM

Ryan BOLTS to a sitting position, drenched in sweat.

SMASH CUT TO:

INT. JUVIE HALL - CONTINUOUS

MEMPHIS (17), BOLTS up, gasping and shaking, awakening AMBER DIAMOND, (16), who lay beside her.

Memphis desperately wipes her mouth and looks at her hand, and breathes easier.

Amber puts her arms around Memphis to comfort her.

AMBER

Every night, it's gettin' to be.
Maybe you should be takin' those
pills instead of selling them.

MEMPHIS

We want someplace nice when we get
out of here, don't we?

Footsteps echo in the hallway outside.

AMBER

Right on time.

Amber dashes over to her own bed. A flashlight floods the room like a beacon.

Memphis lay quiet, breathing easier, but eyes wide and fearful.

INT. RYAN'S HOME - BEDROOM - CONTINUOUS

Ryan gasps and wipes the sweat from his forehead. He begins to relax, gets up and goes into the

BATHROOM

He opens a bottle of pills, takes out the last one and munches on it.

He goes down into the

KITCHEN

He opens the refrigerator and takes out a beer. A door slams.

As Ryan opens the beer and drinks when GRAHAM, now early 20's, appears, more than a chip off the block as Ryan had said, but the spitting image of Michael.

RYAN

How'd it go?

GRAHAM

It went.

RYAN

That exciting, huh?

GRAHAM

Not awesome, not awful.

RYAN

Gonna see her again?

Graham warns him with a look.

RYAN (CONT'D)

You have to settle down some day.

Graham's warning look becomes fierce.

RYAN (CONT'D)

(backing off)

Just saying. Don't wanna end up
like me.

GRAHAM

Gotta get some sleep. Big day
tomorrow.

EXT. JUVIE HALL - COURTYARD - MORNING

Memphis, kneels at the chain-link fence. A STRAY DOG waits on the other side in anticipation, tail wagging.

MEMPHIS

How ya doin', boy? Got somethin'
special for ya today!

She takes out a piece of meat from one pocket. She pulls off pieces and tosses it through the fence, when--

The dog scurries away from an approaching figure down the street, much to Memphis's chagrin.

Memphis straightens to her full height of six feet, slim and athletic. Her strong features are more handsome than pretty.

She addresses the figure walking by as she follows the dog's retreat.

MEMPHIS (CONT'D)

Nice going, dipshit!

She turns an evil eye to the figure then goes stock-still, eyes wide, mouth open, when she sees--

Graham standing there.

GRAHAM

Sorry, Stretch. I'd go after him,
but I'm late already.

Memphis backs off a few cautious paces, as if from a bear ready to attack, then sprints away.

EXT. JUVIE HALL - ENTRANCE - MINUTES LATER

Graham ascends the stairs into the building.

INT. JUVIE HALL - GRAHAM'S OFFICE - LATER

MAVIS, 50's, strides in and plops down a stack of files on his desk.

MAVIS

Now that you're on the clock.

She eyes him curiously.

MAVIS (CONT'D)

So you want to start a Klepto
Twelve-Step group?

GRAHAM

Gambler's Anonymous, actually. Same
animal, different breed. It's all
good, though.

MAVIS

Any special reason? Extra work, no
pay.

He takes a poker chip from his pocket and flips it like a coin. He holds it out to her.

INSERT: A two-year chip for Gambler's Anonymous.

MAVIS (CONT'D)

Guess you won't be joining our
lottery pool then.

She leaves as he takes a flips through the files.

After a few he stops. He picks up a form and reads.

His eyes pop.

INT. RYAN'S HOME - KITCHEN - LATER

Graham sits at the table, brooding. Ryan enters, hale and hearty, with sacks of take-out.

RYAN
Hey! Thought we'd celebrate your
first day!

Graham's slides him a sullen, accusatory glance, jaw set.

RYAN (CONT'D)
What's with you?

Graham takes a file from his lap and SLAMS it on the table.

INSERT: File marked "HACKETT, MEMPHIS."

Graham holds out a few sheaths of paper: a police report.

LATER

They sit at the table. Graham is astonished; Ryan is grim.

GRAHAM
You found her... in a bus station?

Ryan takes a photo out of his wallet and hands it to Graham.

RYAN
I kept this out of the evidence
box. Don't tell anyone.

INSERT: The Mud Island photo.

GRAHAM
Some sort of country cousin?

RYAN
Never found the parents. Sounded
better than Memphis Bus Station.

GRAHAM
Seriously. Why your name?

RYAN
I had my reasons.

Graham offers the photo back -- BUT:

RYAN (CONT'D)
No way. Ball's in your court. What
about some chow?

INT. HOSPITAL - JANE'S OFFICE - DAY

Ryan's feet propped on her desk. Jane looks angry. She
reaches over and shoves his feet off the desk.

RYAN
C'mon, doc. The other stuff doesn't
work anymore.

She pulls out a prescription pad from a drawer, which she
SLAMS shut.

JANE
Last time. I mean it. You know I
understand what you're dealing
with. But this goes way beyond
ethics. I could lose my license.

She pulls back the prescription as he reaches for it and
looks him right in the eye.

JANE (CONT'D)
You can't dodge it forever, Ryan.
What about that counselor you were
seeing?

RYAN
That guy's a fag. He was checkin'
me out, I could tell. I don't need
that bullshit.

He reaches over and gently plucks the prescription from her
hand.

RYAN (CONT'D)
Thanks. Now I don't have to score
on the street.

JANE
Cute. That's where you'll end up if
you need anything stronger.
(pause)
Speaking of scoring, how's your
love life?

RYAN
How's yours, doc?

JANE

Let's just say I don't have to
score on the street.

INT. VELVET'S HOTEL ROOM - NIGHT

A seedy, unkempt two-room flat, sink stacked with dishes.

Ryan is going to town doggie-style on VELVET, a pretty but
used-up looking prostitute, 20's, cuffed up and resigned.

Velvet looks behind her and sneers.

VELVET

Having trouble, little man?

He smacks her butt hard, and goes to task again. Grunting
with frustration, he notices something out of the corner of
his eye.

KYLE, age 6, stands there, a grave look on his face.

VELVET (CONT'D)

Kyle! Go in the other room!

He lingers. Ryan straightens and pulls up his zipper.

VELVET (CONT'D)

(bitter)

His dad got busted.

RYAN

(kindly, to Kyle)

Go get dressed, kid. You're going
for a ride in a real cop car.

Kyle leaves as Ryan uncuffs Velvet. Sullen, she turns her
back to him.

RYAN (CONT'D)

Sorry, but the kid can't stay here.

VELVET

Whatever, man. You're doin' me a
favor. Besides...

(pointing at his crotch)

You got problems of your own.

He goes to strike her, but Kyle comes in.

RYAN

Doin' the kid a favor, more like.

He leaves the room instead, then she yells out after Ryan as he follows the boy.

VELVET
You still owe me, limp dick! No busts awhile, hear?

INT. JUVIE HALL - BATHROOM - CONTINUOUS

Memphis hovers behind Amber in a bathroom stall, where Amber, average height but solid and shapely, bears down on GINA, who looks younger than her mid-teen age.

Memphis leans over and hisses in Gina's ear.

MEMPHIS
Six hits you owe me for! I want payment and I want it now!

GINA
My mom's coming this week. She's bringing me some--

MEMPHIS
You told me that last week!

GINA
Seriously! This time--

MEMPHIS
Bullshit! Amber! Do it.

Amber has a pair of scissors, ready to cut a swatch of the younger girl's hair.

Then hesitates. Memphis hisses at Amber.

MEMPHIS (CONT'D)
Go ahead! What are you waiting for?

Shocked, eyes wide, Gina shrinks back.

Memphis savors every second of Gina's fear until--

Gina shields her face with her arm, and then sees --

Scars from cutting on Gina's arm.

Amber grabs Gina's hair, just about to slice, when --

Memphis grips Amber's wrist and holds it fast, then speaks with dead calm - in a heavy Southern drawl.

MEMPHIS (CONT'D)

He taught me a song, so I wouldn't
be scared of the dark. Wanna hear?

Right away she sings, strong-voiced and tuneful yet light and
childlike.

MEMPHIS (CONT'D)

"Snake baked a hoe cake, set a frog
to watch it."

Amber gives Memphis a look of shock and accusation.

AMBER

Hey!

MEMPHIS

"Frog went a-sleepin'."

The bathroom door BURSTS open and Winston strides up behind
them.

WINSTON

What's going on!

He uses a whistle to good effect. He pulls Memphis away from
the others.

WINSTON (CONT'D)

I'll take it from here, honey.

She doesn't struggle, never taking her eyes off Gina. He
pulls Amber away.

MEMPHIS

"Lizard came and stole'd it."

A SECOND ATTENDANT enters. Amber spits her words at Memphis,
whose gaze is still fixed on Gina.

AMBER

That's our song!

WINSTON

(to Second Attendant,
indicating Amber)

Take that one to solitary.

The Second Attendant muscles Amber away, who yells out to
Memphis.

AMBER

You sang it just for me!

He beckons Gina from the stall; she creeps out. The Officer turns his attention to Memphis, blinking and disoriented.

WINSTON
(to Memphis)
You okay, honey? Wanna talk to
somebody?

Memphis wraps her arms around him and clings as if for dear life.

WINSTON (CONT'D)
Yeah, I guess maybe you better.

INT. JUVIE HALL - GRAHAM'S OFFICE - LATER

Memphis sits at the desk, sullen. She looks around the room, walls sporting posters with "Shoplifters 12 Step" slogans.

INT. JUVIE HALL - HALLWAY - CONTINUOUS

Winston marches along, studying a clipboard. He reaches into his shirt pocket for his pen but feels nothing.

WINSTON
What the hell...?

INT. JUVIE HALL - GRAHAM'S OFFICE - CONTINUOUS

Memphis, sullen yet satisfied, gazes at the pen she rolls in her fingers.

Graham strides in with a broad smile.

GRAHAM
Hey, Stretch. Good to see you
again.

But she remains stock-still, goes blank and bug-eyed. His smile fades.

She grips the pen shank-like, as if to ward off an attack.

GRAHAM (CONT'D)
Let's have that, okay?

He holds out his hand.

A few clumsy stabs and he grabs her arms. She flails and kicks. The pen clatters away as she knocks the chair aside.

Winston bursts in. Graham lets go his grip. As he creeps over and picks up the pen, she backs into the corner, wary and fearful.

Astonishment is all over Graham's face as Winston plucks the pen from Graham's hand and pockets it.

INT. JUVIE HALL - HALLWAY - LATER

Graham pokes his head from his office door and watches as Winston leads Memphis away. She shakes with terror.

INT. RYAN'S HOME - BEDROOM - MIDNIGHT

Ryan bolts up from a nightmare with a shout, drenched with sweat.

He hears a noise downstairs. He climbs out of bed and goes downstairs, into the

KITCHEN

Graham sits at the table, drinking a beer.

GRAHAM

I fucked up. My very first client.
You wouldn't believe who.

RYAN

Not... her?

Ryan joins him.

GRAHAM

Yep. Just cowered in a corner after
she tried to stab me. I know I'm
not the most likable guy, but...

Ryan manages a chuckle.

RYAN

Bullshit. You're plenty likable.
It's only your first day! You'll do
great. Get some shuteye.

INT. JUVIE HALL - JANE'S OFFICE - DAY

Memphis presses a cotton swab on her leg.

JANE

Don't forget to change the
injection site each and every day.
And only prepare the syringe--

MEMPHIS

When I'm ready to use it! I got it!

She tosses the swab and pulls up her pants.

JANE

Just making sure. You'll go on oral
meds in a year, maybe two.

MEMPHIS

Hot damn!

JANE

Heard you had some excitement
yesterday with the new counselor.

Memphis gives her a look and a shrug.

JANE (CONT'D)

Not like you clam up.

MEMPHIS

Nothing to say. Just don't like
him, that's all.

JANE

But you don't even know him.

MEMPHIS

Don't need to. Don't want to,
neither.

(pause)

So I freaked out a little! Who
wouldn't after ten years in this
hellhole!

JANE

You went after him with a pen,
Memphis. You're lucky he let it go.

After a brief bewildered look, she avoids Jane's steady gaze.

JANE (CONT'D)

Alright. Let's forget it. Go shoot
some hoops.

INT. JUVIE HALL - MAVIS'S OFFICE - DAY

Mavis sits among piles of files. She inspects the Mud Island photograph.

Graham listens, all ears.

MAVIS

I believe some sort of trauma was involved, but nothing that caused a lot of comment that I remember. She was introverted for quite a while, but that's not so unusual, is it?

GRAHAM

No, I guess not. But something about this bothers me. I can't put my finger on it.

MAVIS

You might take a look at your own anxiety. A new job, new challenges... understand?

GRAHAM

Good point.

MAVIS

Give yourself a chance to adjust. Stay positive, or this job will bury you. But you're smart and dedicated. You can afford to be confident. But not complacent.

The phone RINGS; she answers.

MAVIS (CONT'D)

Yes?... Please have her come in.

She hangs up.

MAVIS (CONT'D)

Excuse me, Graham. My one o'clock's here. Let me know if you need anything else.

He leaves and passes LACEY CADWALLADER, 40's, plain-looking but well-groomed, expensively dressed and understated -- pure Upper Crust, complete with high-toned diction.

INT. JUVIE HALL - BASKETBALL COURT

Memphis plays one-on-one with Amber. Memphis shoots hoops and hits every one.

GRAHAM (O.S.)
Hey, Stretch! Pretty good!

They stop to look as Graham strides up. Memphis stands still and wary, while Amber takes an aggressive stance.

AMBER
Her name's not 'Stretch'! Who the fuck are you, anyway?

He snatches the ball from Memphis, who backs off abruptly.

GRAHAM
New counselor.

INT. JUVIE HALL - MAVIS'S OFFICE - CONTINUOUS

Lacey settles in, taking in the bare-bones bureaucracy.

MAVIS
Thank you for your time, Ms.--

LACEY
Do let's keep casual. Call me "Lacey."

INT. JUVIE HALL - BASKETBALL COURT - CONTINUOUS

Graham dribbles the ball; he's pretty good himself. Memphis never takes her wary eyes off of him.

GRAHAM
Name's Memphis, right?

AMBER
You know this guy?

He saunters over to Memphis, who starts to back away, but when Graham stands firm, she musters courage enough for defiance.

Amber marches over and gets in Graham's face.

AMBER (CONT'D)
What's your problem, man?

GRAHAM
Yeah. You must be Amber.

AMBER
What's it to you?

INT. JUVIE HALL - MAVIS'S OFFICE - CONTINUOUS

MAVIS
We're very pleased that you've
taken an interest in our--

LACEY
Of course you are. And I am very
pleased to accommodate you.
Usually, of course, we don't find
our artists in such... official
circumstances. But when I heard of
little Memphis--

MAVIS
Not so little.

LACEY
Yes. Rather tall, isn't she?

MAVIS
Six feet.

LACEY
(pondering)
Memphis. Unusual name.

MAVIS
Unusual kid.

LACEY
Naturally. Why else would she
be...?

A gesture takes in the surroundings.

LACEY (CONT'D)
Then again, who knows? It might be
good press!

Her grand gesture accompanies the headline herald.

LACEY (CONT'D)
"Sublime voice conquers sordid
past." A bit tabloid, but no
accounting for taste these days!

INT. JUVIE HALL - BASKETBALL COURT - CONTINUOUS

Graham shoots the ball back at Memphis.

GRAHAM
Think fast!

Memphis catches it neat - defiant with fear poking through.

GRAHAM (CONT'D)
(to Memphis)
Good catch. Group's in an hour.
Better shower up. Both of you.

He jogs off, cheerful.

INT. JUVIE HALL - MAVIS'S OFFICE - CONTINUOUS

LACEY
Well, time to go. So nice meeting
you, Mavis. Till then?

MAVIS
When we set the date I'll let you
know.

LACEY
Splendid. Toodles for now!

INT. JUVIE HALL - DAY ROOM - LATER

Graham sits in a circle with a few other kids.

Winston shoves a sullen Memphis into the room over to a chair
and plops her down into it.

His purloined pen clatters on the floor. He SCOOPS it up, his
face in hers.

WINSTON
Twice in one week. One more time,
and...

He makes a gesture of a key locking a door, pockets the pen
and leaves.

Some titters and scattered applause.

GRAHAM
Alright, settle down!

The group settles down, focused on Graham.

GRAHAM (CONT'D)

Some of you I've met already, but
for the record, my name is Graham.

AMBER

Figures. You sure look like a
cracker to me.

The group breaks into laughter. Graham stays steady, all
business.

GRAHAM

We're all here for the same reason.
Anybody want to guess why?

MEMPHIS

So you can get a paycheck?

More laughter.

GRAHAM

Fair enough, that's one reason.
What else?

A few seconds of silence, then--

MEMPHIS

I think you're a phony do-gooder.
Without us to boss around you don't
have a life of your own.

Loud agreement throughout the group.

GRAHAM

So I seem bossy to you?

MEMPHIS

Yes. No. Who gives a shit? I'm
outta here in a couple weeks
anyway.

GRAHAM

And what then?

MEMPHIS

Then, I guess, it'll be none of
your fucking business.

Round of applause and hooting from the group.

GRAHAM

Well, then, for the next couple of
weeks anyway, it is my fucking
business.

(MORE)

(to the group)
Which is to try to figure out what
kinda thrill we get by trying to
get something for nothing.

AMBER
What's this "we" bullshit?

Graham holds out his chip.

GRAHAM
Haven't gambled in two years.

AMBER
I ain't no goddam gambler!

GRAHAM
No, you're a goddam compulsive
thief! Just like the rest of you!
And just remember that this cracker
can walk out of here anytime and
can take a piss without asking
first!

(pause)
Any questions?

No questions; dead silence.

GRAHAM (CONT'D)
Swell. Names. All around the room.
You first.

He points to one kid.

INT. ART MUSEUM - MAIN LOBBY - DAY

The small group of STUDENTS, Memphis and Amber among them,
stand with the ART TEACHER, a middle-aged male, who hands out
tickets and brochures.

ART TEACHER
You're free to choose any artist or
painting for your paper. Remember
to reference specifics. Clarity is
important. Questions?

He looks at his watch.

ART TEACHER (CONT'D)
Now, I expect to see all of you in
the cafeteria in three hours. Be
punctual! Off you go.

The group breaks up. Amber and Memphis wander off together.

INT. ART MUSEUM - EXHIBITION HALL - LATER

Memphis stands captivated before an exhibit of William Blake's watercolors.

INSERT: "Little Boy Lost."

She reads the text, then moves over to the next painting.

INSERT: "Little Girl Found."

She stands transfixed.

AMBER (O.S.)

Yo!

Amber holds out a pack of cigarettes. She nudges Memphis, proffering the pack.

AMBER (CONT'D)

Come on! What about it?

Memphis looks briefly and dismisses her, unable to tear herself away from the paintings.

AMBER (CONT'D)

Fine. Suit yourself.

She walks off.

INT. JUVIE HALL - CLASSROOM - DAY

The Art Teacher hands back Memphis's paper, marked "A."

ART TEACHER

Very good, Memphis. Excellent research. Tell me, which did you prefer? Blake's paintings or his poems?

Memphis doesn't answer, her face blank as she considers.

INT. JUVIE HALL AUDITORIUM - EVENING

All are decked out for the graduation ceremony. The seated crowd consists of the inmates. A few administrators sit at a dais, Lacey among them.

Mavis takes the microphone.

A few students with caps-and-gowns are seated behind. Memphis, capped, gowned and sporting a yellow sash, stands next to her.

MAVIS

And now we come to a very special part of our program.

A MURMUR of anticipation in the crowd.

MAVIS (CONT'D)

Our valedictorian, for most of us, needs no introduction. Still, I hope you will indulge her.

Laughter from the crowd. She pauses again.

MAVIS (CONT'D)

I give you... Memphis Hackett.

She leads the applause. A jubilant Amber is front and center.

Memphis goes to the microphone...

...and pushes it aside, then steps forward.

She waits patiently until the crowd quiets.

MEMPHIS

Can't say I'm much for speeches.
I'm not much for poems either. I think words sound better in songs. But I read a couple poems I couldn't get out of my head. So I wrote one myself, maybe to tell the writer what I thought. It might say something to you.

She stares out, trancelike, ethereal.

MEMPHIS (CONT'D)

"Little boy lost," the master said.
Then placed upon an iron bed.
Comfort in a children's song.
Though the nights be cold and long.
"Little girl found," said distant voice. Now you see you have a choice. Warm a heart so gripped with frost. Forget the boy who once was lost.

She scans the audience for a few seconds, sitting in pin-drop silence.

She straightens her back.

Lifts her chin.

Takes a deep breath.

A beautiful rendition of "Amazing Grace" blankets the awe-struck audience.

None are more struck than Graham and Lacey, open-mouthed and transfixed.

LATER

Admirers, staff and inmates alike, mull around Memphis. Amber beams at her side.

Lacey snakes her way through the crowd to Memphis, pushing Amber aside.

LACEY

That performance! Splendid,
darling! Pleased to meet you. I'm
Laciere Sloan Cadwallader, but
please just call me 'Lacey.'

Amber sticks her pinky in the air and mouths along, affecting a puckered, prissy expression. Lofty Lacey either doesn't notice or doesn't care.

Memphis swallows a laugh, pulling Amber back to her side.

MEMPHIS

How do, Lacey. This is my good
friend, Amber Diamond.

Amber makes a wide curtsy, as if to royalty. Lacey offers a haughty nod.

LACEY

Charmed, Miss Diamond.

Amber, nose in the air, answers.

AMBER

Like a rat's patoot, dearikins!

LACEY

Diamond in the rough, indeed.

(to Memphis)

Is there some place where we can
have a chat, just the two of us?

AMBER

Oh, raw-ther, dolling!

INT. JUVIE HALL - DAY ROOM - LATER

Memphis and Lacey are seated face to face.

LACEY

Such a beautiful spiritual, my dear. I take it, then, you've found religion in the... What do you call it? Big House?

MEMPHIS

Close enough. But church is for losers.

LACEY

Don't you believe in God?

MEMPHIS

Sure. I just don't think God visits down here a whole lot.

LACEY

Well, judging from tonight, I suspect you may get quite a few visits. Which brings me to my proposal.

INT. JUVIE HALL - AUDITORIUM - CONTINUOUS

Amber glowers as Graham shuffles over.

GRAHAM

Where's our star?

AMBER

Talking to some high and mighty kooze.

GRAHAM

That koo... woman... can do Memphis a lot of good on the outside.

AMBER

You're as big a kooze as she is.

INT. JUVIE HALL - DAY ROOM - CONTINUOUS

Lacey presses her point.

LACEY

Surely you don't want to waste your talent on a bunch of... reprobates!

MEMPHIS

If you mean my friends in here, you just watch your mouth, lady! They're here for me. The only people who ever were!

LACEY

Of course! I didn't mean that... exactly.

Memphis sits in sullen silence. Lacey takes a card from her purse and offers it.

LACEY (CONT'D)

Consider your options. I think you'll see mine is the best one.

Memphis takes the card, then as an afterthought gives her a long hug.

MEMPHIS

I appreciate it. Really.

LACEY

A pleasure, my dear. Let me know, then. *A bientot!*

INT. JUVIE HALL - AUDITORIUM - CONTINUOUS

Amber brightens as she sees Memphis approach.

AMBER

Thought you'd never get back!

Memphis holds up a gold pin and pins it on Amber.

EXT. JUVIE HALL - CONTINUOUS

Lacey walks briskly, straightening her jacket, then...

...feels the lapel.

Something's missing.

She looks at the lapel, ponders a few seconds, then back at the Hall.

LACEY

Gotcha!

She spins and heads back, when she spots a familiar figure converging on her path.

LACEY (CONT'D)

Officer!

The officer quickens his pace.

RYAN (O.S.)

Everything alright, ma'am?

Ryan presents a concerned visage as he joins her.

LACEY

I'd like to report a theft.

INT. JUVIE HALL - BEDROOM - LATER

Memphis and Amber settle down for the night. The door opens and in marches Winston.

WINSTON

Okay, where's the pin?

MEMPHIS

What pin?

WINSTON

Don't mess with me, girlie. That gold pin you snatched. The lady's pretty upset.

MEMPHIS

I don't have any pin!

WINSTON

Listen, sweetheart. You best cough it up or it's quiet room for the rest of the time you're here. But you'll wish you stayed there when they haul you off to county lockup!

AMBER (O.S.)

She's telling the truth!

He turns to Amber sitting up in bed. She holds out the pin. He takes it, but doesn't budge.

WINSTON

You tellin' me you stole it? When?

AMBER
None of your goddam business!

WINSTON
You wanna take the fall? Fine with me.

He grabs her by the arms, then:

MEMPHIS
Hold on!

INT. JUVIE HALL - DAY ROOM - LATER

Winston pushes Memphis into the room, where Lacey and Ryan stand by. The Attendant hands the pin to Lacey.

RYAN
(to Lacey)
You want to press charges, ma'am?

She ponders for a few seconds.

LACEY
Give us a minute.

They step out, leaving Lacey and Memphis alone.

INT. JUVIE HALL - HALLWAY - CONTINUOUS

Graham strides up to the two men.

GRAHAM
What's happening? Mavis said there was some trouble.

RYAN
Our girl is up to her old tricks.

INT. JUVIE HALL - DAY ROOM - CONTINUOUS

Lacey offers Memphis a shrewd look.

LACEY
Well! Do I want to press charges?

MEMPHIS
Your call.

LACEY

Most certainly not, my dear. You're
18 now. Time to decide your own
fate.

She holds up the pin.

LACEY (CONT'D)

I hold in my hand two paths from
which to choose. You're not a
stupid person, we both know that.
Now let's see if you're foolish
one.

INT. JUVIE HALL - HALLWAY - LATER

Lacey strides out with Memphis in tow.

LACEY

(to Ryan)

No need to press charges, officer.
Memphis has chosen a brighter
future.

WINSTON

(disgusted)

Oh, man!

MEMPHIS

Why don't you go f---

Lacey grabs Memphis's arm.

LACEY

None of that, miss. Remember our
arrangement. "Poise" is your
watchword from now on.

Memphis desists, glowering at Winston.

Ryan's walkie-talkie beeps.

VOICE (O.S.)

Hackett. You copy?

Ryan clicks on the device.

RYAN

10-26, Hackett. What's happening?

VOICE (O.S.)

We've got a 146. Subject's asking
for you special.

EXT. DOWNTOWN HOTEL - LATER

A beat cop, JEFF USHER, 40s, looks up at the figure standing on the ledge of the building as Ryan pulls up in his prowler.

He rushes up to Jeff.

RYAN

Hey, Jeff. What's up?

JEFF

Glad you're here. Said anyone else but you come near him, he'd jump.

RYAN

Get his name?

JEFF

Says it's Dan-something.

RYAN

Don't know any Dan.

JEFF

Well, he knows you. Have at it.

Jeff goes to keep back the crowd as Ryan approaches the building.

EXT. DOWNTOWN HOTEL - ROOF - LATER

Ryan approaches the lean figure on the ledge.

RYAN

Dan? You asked for me?

DAN

Yeah. I did. Been a long time.

Dan turns around, arms flung wide. It's the Locksmith -- thin as a stick, pale, hollow-eyed, tracks on his arm.

RYAN

What's goin' on, Dan? What's happened to you?

DAN

You know what the fuck happened!
You was there!

RYAN

Right. I know that, buddy.

Dan rubs a hand over his track marks.

DAN
There ain't enough smack in the
world to keep me from seein'...
that...

He trails off and breaks into heartbreaking sobs.

DAN (CONT'D)
I had to see you, man. 'Cause
you're the only one who really
understands. And I had to know I'm
not just fucking crazy!

RYAN
Sure I know. I still have dreams.

He creeps closer, dead calm.

RYAN (CONT'D)
Dude. Just get off that ledge. We
can talk it out. Get you some help.

DAN
No, man. Too late. Can't take it no
more. Not one more day.

He starts backing up.

DAN (CONT'D)
You know I ain't crazy. But I sure
as hell will be if I don't end
this.

Dan falls backward over the ledge.

RYAN
Dan!

Ryan runs to the ledge and looks down, then quickly away in
defeat.

Dan lay dead on the sidewalk in a gathering pool of blood.

INT. JUVIE HALL - BEDROOM - CONTINUOUS

Amber is agitated with anticipation. She rushes over to
Memphis.

AMBER
What's the word? You goin' to the
quiet room?

Memphis is calm as she looks her friend in the eye.

She produces the gold pin, puts in Amber's palm. Amber questions Memphis with a look.

MEMPHIS

My first pay.

INT. CITY OPERA HOUSE - AUDITORIUM - DAY

THOMAS NEWMAN, Lacey, and three other OFFICIALS, sit in the audience.

Graham peeps in from the entrance to the auditorium.

Memphis stands before them, back straight, head held high in defiance.

Lacey displays her support with an up-raised fist.

Dead silence. She takes a deep breath.

LATER

The Officials are open-mouthed with astonishment, except for a knowing, gratified Lacey.

Thomas motions Memphis to join them; she hops off the stage.

A WOMAN OFFICIAL, teary-eyed, rushes over and kisses Memphis on the cheek.

Thomas pipes up.

THOMAS

That settles it, if all are agreed.

All voice in the affirmative. Thomas extends a hand.

THOMAS (CONT'D)

Welcome to the City Opera Company.

INT. RYAN'S HOME - BEDROOM - NIGHT

Ryan lay in bed, writhing and mumbling.

RYAN'S DREAM

Ryan stands at the bathroom mirror, shaving with a straight razor.

Pounding on the closed door behind him, swings open to reveal five-year-old Memphis's reflection in the mirror, looking at him with curiosity.

He turns to her.

RYAN

What's the matter, sweetie? Can't sleep?

She doesn't answer - just watches him, dead still, scared to death, eyes wide in terror. He shrugs and turns back to see--

His reflection, mouth smeared with blood, as is the razor.

He looks back at Memphis. Her dirty blood-stained T-shirt sports a gold pin. She lifts up the shirt...

END OF DREAM

He bolts up in bed, shouting and trashing.

He gets up and walks into the

BATHROOM

He stumbles in, turns on the water and splashes water on his face. He grabs for a towel and--

He catches 5-year-old Memphis's reflection, licking and sucking blood from her fingers as if dying of thirst.

She looks at him, opens her mouth, and Velvet's voice pipes out.

MEMPHIS

You still owe me, limp dick!

Arms outstretched, she stumbles toward him.

He bolts up in bed, shouting, soaked with sweat.

INT. JUVIE HALL - BEDROOM - CONTINUOUS

Memphis tosses and turns next to Amber, then wakes up with a start. She reaches down and pulls something out from under the covers--

The gold pin.

She pulls the covers down, inspects her buttock and rubs it. She lays the gold pin aside, gets up and goes to the sink.

She throws water on her face, then looks at her bust in disgust. She presses them together to get some better cleavage without much luck.

INT. RYAN'S HOME - BATHROOM - CONTINUOUS

Standing at the mirror, he jumps at the sound of a BARKING DOG pierces the silence.

He takes out a prescription bottle of pills, opens it, and takes out one.

He pauses...

...dumps out the remaining two, then pops all three into his mouth, crunching on them dry.

He drops the empty bottle which clatters against the night silence.

INT. JUVIE HALL - BEDROOM - CONTINUOUS

Memphis returns to bed.

Amber is sitting up, brooding. Memphis joins her.

AMBER

How come you have to team up with that prissed-out bitch?

MEMPHIS

Don't start.

AMBER

Serious. How about our deal? Get a band together. Travel.

MEMPHIS

Living on the street?

AMBER

We won't starve. Even if we do, we'll be together.

MEMPHIS

I can save up a stash--

AMBER

Bullshit! That mucky-muck wants more than showing you off! I can tell!

Memphis hugs her.

MEMPHIS

Everything will work out. You'll see.

Amber shakes her off.

AMBER

Buncha crap. You'll go off with Miss Priss and forget all about what we got.

WINSTON (O.S.)

Quiet down in there before I crack some skulls!

Amber gets under the covers, her back to Memphis.

MEMPHIS

Amber?

No answer.

Back still turned Amber tosses something behind her that pings on the floor: the gold pin.

INT. JUVIE HALL - CAFETERIA - DAY

A THRONG of inmates gathers around Memphis, who prepares to cut a cake. Graham stands close to her.

The cake knife hovers above the frosting. Memphis begins to sweat. She struggles with an unseen force so that she hardly slice.

Graham comes to the rescue: he gently takes the knife, cuts a slice and offers it to Memphis, which she takes without much enthusiasm.

GRAHAM

To our newest diva.
Congratulations!

He turns to the rest.

GRAHAM (CONT'D)

Dig in, folks!

The Throng descends on the cake. The Art Teacher comes over and embraces Memphis, who hugs him back.

Graham waits as the Art Teacher walks off.

GRAHAM (CONT'D)
Where's Amber?

MEMPHIS
Don't know. In her room, I guess.

GRAHAM
Thought you two were inseparable.

MEMPHIS
Doesn't matter. I'll be gone in a few days.

Graham ponders a bit.

GRAHAM
Fine. Then before you go, how about lunch outta this place? On me.

MEMPHIS
Sure. Whatever.

Mavis sashays over with her cellphone out.

MAVIS
How about a photo of you two for my wall?

Graham looks at her with a question on his brow. Memphis groans.

MAVIS (CONT'D)
Oh, come now! What's it gonna hurt.

Memphis relents. Graham hugs her close; Memphis's eyes widen in brief panic. The flash snaps.

INSERT: Shot on cellphone of Graham and Memphis.

Memphis weasels away from Graham and hurries off.

INT. JUVIE HALL - BEDROOM - LATER

Amber sits on her bed, sulking. Memphis walks in with a piece of cake in a napkin.

MEMPHIS
Brought you some cake.

AMBER
Eat it yourself.

MEMPHIS

C'mon, Amber. Don't be like that.

Amber ignores her. Memphis takes out a flask.

MEMPHIS (CONT'D)

(sing-song)

I got something special. Just for
us.

She dangles the flask.

INT. JUVIE HALL - CLASSROOM - CONTINUOUS

The Art Teacher feels his jacket pocket, then searches his jacket, perplexed, then looks through his desk drawers in a panic.

INT. JUVIE HALL - BEDROOM - CONTINUOUS

Amber steals a look, then brightens at once.

AMBER

That horndog's...?

MEMPHIS

Yep. Tried to cop a feel. Thought
I'd take it in trade.

AMBER

You're crazy!

She offers the flask to Amber, who takes a swig, hands it back to Mavis, who swigs also.

AMBER (CONT'D)

If they catch this on you...

MEMPHIS

No prob. I'll slip it back somehow.
You know me. Cheers.

They each take another swig.

AMBER

Sorry I missed your party.

MEMPHIS

Yeah. Some bash.

AMBER

Sorry about the other thing too. I know you'll do great.

MEMPHIS

You'll be out next year. IF you don't fuck up. Stay outta trouble, yo.

AMBER

With you gone, trouble won't be much fun anymore.

(pause)

You won't forget about me? About our plans?

Memphis presses the gold pin into Amber's palm.

AMBER (CONT'D)

You wanna set yourself up nice out there. I get that. But there's one thing I don't get.

MEMPHIS

What's that?

Amber looks her right in the eye.

AMBER

With opera?

INT. CITY OPERA HOUSE - OFFICE - LATER

Lacey squarely faces Thomas's puzzled expression.

THOMAS

Trust issues? What do you mean?

LACEY

Memphis has hasn't had any advantages, and so... she's had some... difficulties.

Thomas waits, concerned and curious.

LACEY (CONT'D)

Nothing unmanageable. You see--

A knock on the door.

THOMAS

Come in!

Memphis and Graham enter.

THOMAS (CONT'D)

Good to see you again, Memphis.

(to Graham, extending his
hand)

Don't believe I've had the
pleasure, sir.

LACEY

Graham, meet Thomas Newman, the
company's treasurer and legal
advisor. Graham is Memphis's...

GRAHAM

Her counselor. Good to meet you,
Thomas.

THOMAS

Likewise. In fact, Lacey and I were
just about to discuss Memphis's
special needs with respect to her
new situation.

LACEY

And I was just reassuring Thomas
that you would be attending to that
personally. At least for a while.

Graham, on the spot, talks fast.

GRAHAM

Memphis is a bright person, despite
her youth, motivated to succeed.
Her talent will take her far, I'm
certain.

THOMAS

We are of like mind, Graham. Then
shall we get down to brass tacks?

He holds up some sheaths of paper: a contract. They all
settle around the desk.

EXT. CITY STREET - LATER

Memphis and Graham walk side-by-side.

MEMPHIS

I love it! "Despite her youth,
motivated to succeed." Motivated to
stay outta lockup is more like it.

GRAHAM

As far as you're concerned the situation is the same. Stay clean. Don't go hog-wild.

MEMPHIS

Don't boss me around!

GRAHAM

I still got one more day for that. How about that lunch? To celebrate.

MEMPHIS

Don't see why we couldn't go to lunch with Lacey and that Thomas guy. Would've been fancy, I bet.

GRAHAM

No time. You're only signed out for one-thirty.

They stop in front of a convenience store. He opens the door for her.

MEMPHIS

Big spender.

GRAHAM

Anyway, you should be takin' me out, rising star like you!

EXT. CITY PARK - LATER

They sit on a bench, working on sandwiches.

MEMPHIS

Maybe I will.

GRAHAM

Will what?

MEMPHIS

Take you out.

GRAHAM

Left hook to the jaw, you mean?

MEMPHIS

Don't tempt me. I meant hangin' out. You're kinda cool when you're not bein' a douchebag.

Graham considers as he picks up a yogurt cup, pulls back the lid and --

Pop! Gobs of white splatter in Memphis's face!

Stunned for a few seconds, then she wipes the goo away, then gazes, dumb-struck, at her white-stained fingers.

She screams at the top of her formidable voice, falling to her knees and wiping her face desperately.

Graham tries to calm her without success as a crowd gathers around.

He pins her to the ground, face to face. She goes slack. He gazes at her with fascination. His lips hover closer and closer to hers until--

An PARAMEDIC pulls him away and starts examining her.

INT. HOSPITAL - EMERGENCY ROOM - LATER

Memphis lay on a gurney with Graham sitting beside her, holding her hand.

Memphis stares into nothing as she sings with a heavy Southern drawl.

MEMPHIS

"Snake baked a hoe cake. Set a frog
to watch it. Frog went a-sleepin'.
Lizard came and stole'd it."

Jane rushes in.

MEMPHIS (CONT'D)

"Bring back my hoe cake, you long-
tailed nanny-o."

Graham and Jane exchange confused looks as Memphis, as if waking from a deep sleep, looks around to get oriented.

MEMPHIS (CONT'D)

What's happening?

She pulls her hand from Graham's grasp.

Jane makes a cursory examination, checks her eyes, etc.

JANE

Do you remember being brought in
here?

MEMPHIS

Uh-uh.

JANE

What's the last thing you do remember?

MEMPHIS

Eating lunch. In front of the fountain. Then...

Her face goes blank.

GRAHAM

You had... some kind of seizure, I guess you'd call it. Attracted a big audience, though. Good omen.

JANE

Seems stable. I think she can leave.

GRAHAM

Maybe she should stay for a few days. Let them check her out.

MEMPHIS

Fuck that! I'm back in the world tomorrow and ain't no way I'm giving that up!

GRAHAM

I'm just concerned for your welfare. Maybe something's really wrong--

MEMPHIS

I don't give a shit, boss-man!

JANE

Maybe we should compromise. I have an idea.

INT. JUVIE HALL - BEDROOM - DAY

Amber watches Memphis pack.

AMBER

Can't believe you're really going.

Memphis pauses, then goes over to embrace her.

MEMPHIS

I'll come visit. I told you that.

AMBER

What if you get caught up in all that high-tone shit? You won't have time for me.

MEMPHIS

I'll make the time.

INT. JUVIE HALL - GRAHAM'S OFFICE - CONTINUOUS

Jane and Graham are deep in discussion.

GRAHAM

I'm not sure I should do this.

JANE

I'd rather keep it in the family. I think you can handle it.

INT. JUVIE HALL - BEDROOM - CONTINUOUS

Memphis stands back, confronting Amber.

MEMPHIS

You could watch your step. Get out early, yo.

AMBER

What if I get out and you're not there? Alone on the street? I had enough of that.

MEMPHIS

How 'bout you giving me some credit? Sounds like my word don't mean dick to you. That how it is?

AMBER

No! It's just... Not having you around. I'm scared, that's all.

INT. JUVIE HALL - GRAHAM'S OFFICE - CONTINUOUS

JANE

Can you understand why it's better this way? You know her background.

GRAHAM

Yeah. Uncle Ryan told me. Abandoned
in a bus station and all that.

Jane pauses for a few startled seconds.

JANE

That's right.

GRAHAM

Sure. Something like that is
frightening to a little kid. But
what happened yesterday...

JANE

An isolated incident. Anyway, try
it at least. You can always pass
her off to someone else.

INT. JUVIE HALL - BEDROOM - CONTINUOUS

MEMPHIS

Anyway, I'm stuck with boss-man for
a while.

AMBER

What for?

MEMPHIS

Deal I made to stay out of some
shit-hole like this. I freak out a
little and I'm back on the couch.
Probably in a place just like this.
Scary.

AMBER

For how long?

MEMPHIS

Dunno. "We'll take it a day at a
time." Sounds like one of his
goddam slogans.

AMBER

And when I get out?

MEMPHIS

You think I forgot? Just like we
said.

Graham appears at the door.

GRAHAM

All set?

Memphis picks up her suitcase and gives Amber a tight hug.

MEMPHIS

See you soon.

She clasps Amber's hand which holds the GOLD PIN.

INT. CITY OPERA HOUSE - STAGE - DAY

Memphis sings a difficult piece in Italian. Thomas sits in the audience; he heaves the libretto at the stage.

THOMAS

No, NO, NO!

He rushes up where Memphis stands, fuming with frustration, which he struggles to bring under control.

THOMAS (CONT'D)

Enunciate, my love! Clarity!

MEMPHIS

I can't e-NUN-see-ate when I don't know what the fuck I'm saying! Who the hell listens to the words anyway?

THOMAS

What have I told you about using that language?

Memphis storms off, then turns and spins back.

MEMPHIS

At least YOU know what the FUCK I'm talking about!

THOMAS

Great! Maria Callas in "Chain Girls of the Chorus."

She stomps off

BACKSTAGE

She goes into an

OFFICE

Without one wasted movement, she goes to his desk and opens a drawer and finds a humidor. She takes out two cigars and pockets them, closes the drawer, slips

BACKSTAGE

She hurries toward the stage door where she bumps into Lacey.

LACEY

What's all the ruckus?

Thomas appears from the wings.

MEMPHIS

Ask the maestro!

LACEY

Where are you going? We still have work to do!

MEMPHIS

I promised to meet a friend. Be back whenever.

LACEY

You'll stay right here and do your job, missy!

MEMPHIS

Vaffanculo!

(subtitle)

Fuck you!

The stage door slams after her.

THOMAS

At long last, some decent diction!
I believe there's hope for the
little shrew after all.

EXT. JUVIE HALL - LATER

Amber, carrying a suitcase, emerges from the front door where Memphis waits. The two embrace.

Memphis notices Graham gazing at her from his office window. She looks back at him as the two stride away.

INT. JUVIE HALL - GRAHAM'S OFFICE - CONTINUOUS

Graham holds a Memphis's mug shot. He strokes it gently before bringing it to his lips.

FLASHBACK

Graham has Memphis pinned to the ground in front of the fountain. His lips hover close --

WOMAN'S VOICE (O.S.)

Graham?

END OF FLASHBACK

Mavis stands close by. Graham snaps out of it.

MAVIS

Staff meeting, remember?

GRAHAM

Be right there.

INT. MEMPHIS' APARTMENT - CONTINUOUS

Memphis spreads her arms, taking in the large studio, furniture sparse but and tasteful.

Amber scans the room with a critical eye.

MEMPHIS

What do you think?

AMBER

(forced nonchalant)

Oh... it'll do, I suppose.

Memphis and Amber spar, playful.

LATER

Memphis and Amber puff on the purloined cigars.

AMBER (CONT'D)

(look at the stogie)

These are the best?

MEMPHIS

So I hear. Tastes like crap to me.

AMBER

Yeah.

Amber puts down the cigar and tries intimacy.

AMBER (CONT'D)

Speaking of the best.

Memphis squirms away, to Amber's astonishment.

AMBER (CONT'D)
What's up?

MEMPHIS
I don't know. Things changed since
we saw each other last.

AMBER
Changed how?

Memphis searches for answer, then--

LACEY (O.S.)
I'll tell you how.
(to Memphis)
The door was ajar.

Lacey saunters into the room, dead keen on Amber.

LACEY (CONT'D)
Now she has something you can never
give her. A career.

AMBER
That's bullshit! We got plans!

MEMPHIS
You want something, Lacey?

LACEY
I wanted to know where you were off
to in such a hurry. Now I see why.
(pause)
Good cigar. Familiar aroma. Now,
who does that remind me of?

She slides a shrewd look at Memphis.

LACEY (CONT'D)
Slipped my mind for now.

She tosses a bound sheath of papers.

LACEY (CONT'D)
Second act libretto. Have it
memorized by tomorrow.

Lacey breezes out.

Memphis picks up a basketball.

MEMPHIS
How 'bout it?

EXT. BASKETBALL COURT - LATER

Playing one-on-one, having a good time. Memphis looks around.

MEMPHIS
Shit! I forgot the water!

AMBER
Nothin' stronger?

MEMPHIS
You wish. Be right back.

Memphis jogs off as Amber gazes all around, clearly enjoying her freedom.

LACEY (O.S.)
It's true, you know. What I said.

Amber turns around. Lacey stands there. Amber stands defiant.

LACEY (CONT'D)
She does have a future. She'll have a good life. If certain people would let her.

Amber says nothing, sullen and watching Lacey like a hawk.

LACEY (CONT'D)
You think I don't understand, but I do. I know how close you are. But she has another love now but can't realize how strong it is yet.

AMBER
What she loves is being free. Both of us do. What would a rich tight-ass like you know about bein' caged?

LACEY
You'd be surprised, my dear.

She stuffs a wad of cash into Amber's hand.

LACEY (CONT'D)
Go. Start a new life. Elsewhere. I think you'll find this sufficient incentive. Good day, Ms. Diamond.

Lacey walks off at a good clip, stops and turns to Amber.

LACEY (CONT'D)
Don't disappoint me.

She walks off.

Amber's eyes widen as she peels back hundred-dollar bills, one after the other.

MEMPHIS (O.S.)
Hey!

Amber sneaks the money into her pants as Memphis jogs over.

A towel hits Amber in the face. She neatly catches a bottle of water Memphis tosses at her.

INT. FAST FOOD JOINT - LATER

Memphis and Amber sit at a table sharing a cheesesteak.

The wad of cash slips from Amber's pocket and plops to the floor.

MEMPHIS
I'm onto you.

AMBER
What do you mean?

MEMPHIS
I know what's bugging you.

AMBER
Oh yeah?

MEMPHIS
It's kinda true what Lacey said,
about the future and all. But
that's only part of it.
(pause)
I used to hate being locked up. But
the outside is scarier somehow. I
sometimes feel like the lockup is
so big I can't see it, and there's
no going back when I walk out my
door. Know what I mean?

AMBER
Uh... no.

MEMPHIS

See how you feel when you been out
awhile. But as long as we're here
for each other, nothing's changed.

Amber nudges a fork over the table edge; it clatters on the
ground. With a swift, constant move she scoops up the fork
and cash, stuffing the latter into her pocket.

MEMPHIS (CONT'D)

Amber?

Memphis has her hand out to shake.

MEMPHIS (CONT'D)

No hard feelings?

Amber takes the hand with a smile.

INT. RYAN'S HOME - KITCHEN - NIGHT

Graham sits at the table, pondering, stroking Memphis's mug
shot. Armed Services pamphlets are spread out.

A shout from upstairs.

GRAHAM

Not again.

He pockets the photo as Ryan stumbles in, sweaty and haggard.

RYAN

What are you doin' up?

He roots around in the cupboard, finding and tossing a few
empty pill bottles until he finds a full one. He takes out a
few pills and swallows them.

GRAHAM

Making a decision.

He spots the pamphlets.

RYAN

Enlisting?

GRAHAM

Maybe. Depends.

INT. JUVIE HALL - DAY ROOM - DAY

The Twelve Step meeting is about to end. The GROUP stands in a circle, hugging. Memphis slips into the room and stands apart.

GROUP
 "Keep coming back! It works if you
 work it!"

The Group breaks up, followed by brief pleasantries to Memphis. She approaches Graham.

GRAHAM
 Howdy, stranger. 'Bout time you
 showed.

MEMPHIS
 Sorry. Been busy.

GRAHAM
 How 'bout we catch up right now?

INT. JUVIE HALL - GRAHAM'S OFFICE - LATER

Memphis looks both shocked and scared.

MEMPHIS
 What do you mean, you can't be my
 counselor?

GRAHAM
 Let's just say we've gotten too
 close. We're more like friends.

He saunters around and stands next to her.

GRAHAM (CONT'D)
 Or maybe a little more. Maybe you
 feel the same.

She turns to face him, deadpan. He takes her hand. He leans down for a kiss. She stands stock-still, until--

She seems to awake and bolts out of the room in terror, almost knocking down Mavis standing in the doorway.

GRAHAM (CONT'D)
 (to himself)
 Guess you don't.

Mavis looks him in the eye.

MAVIS
Do we need to talk?

GRAHAM
Yeah, we do.

INT. MEMPHIS' APARTMENT - LATER

Memphis bursts in.

MEMPHIS
Amber!

She strides into the

KITCHEN

No Amber. She rushes off into the

BEDROOM

The closet door is open; half the closet is empty.

She notices something on the night stand and picks it up.

The gold pin.

She throws it across the room.

INT. CITY OPERA HOUSE - BACKSTAGE - NIGHT

Dressed and ready for the performance, Memphis peers around and peers at the row of dressing tables. She goes to one.

She picks up a can of blush then notices--

An open purse with a Gucci wallet in plain sight.

She plucks it up and stuffs it in her bodice. She dabs her finger in the can--

WOMAN'S VOICE (O.S.)
What are you doing?

Another performer in full costume, OLIVIA, 20's, stands there. Memphis holds up the can.

MEMPHIS
Caught myself in the mirror.
Thought I could use a touch-up.

Olivia strides over and snatches the can.

OLIVIA
 (cold)
 You look alright.

MEMPHIS
 Olivia... I know you were supposed
 to have this part. Not be my
 understudy. It wasn't my idea.
 Don't be mad.

Olivia scoops a healthy dollop of red from the can.

OLIVIA
 Then again, maybe just a tad.
 Memphis blocks Olivia's hand, then walks off.

INT. CITY OPERA HOUSE - MEMPHIS'S DRESSING ROOM - LATER

Memphis breezes through the open door to find Lacey, Thomas
 and Ryan, in uniform.

The room has been searched; the dressing table in disarray,
 drawers pulled out and rummaged through.

Olivia stands, confrontational.

MEMPHIS
 Olivia. Nice job out there.
 An accusing glare is Olivia's reply.

RYAN
 (to Memphis)
 Heard you were real good too.

LACEY
 Six curtain calls. Two encores.

THOMAS
 A very resourceful young lady.

RYAN
 Have a minute to answer some
 questions?

MEMPHIS
 Well... I'd like to change first.

RYAN
 Just take a minute. Seems Olivia
 here is missing a wallet.
 (MORE)

With little "G"'s on it. Maybe
you've seen it around someplace?

Memphis is about to answer, when--

CREW MAN (O.S.)
Thomas? Thomas!

A CREW MAN pokes his head through the door. He holds up the Gucci wallet.

CREW MAN (CONT'D)
Lookin' for this? I found it on
stage. In a curtain fold.

THOMAS
Mystery solved.

Memphis avoids Ryan's shrewd eye on her. Olivia glares at Memphis as she strides toward the door, grabbing the wallet.

OLIVIA
(to Crew Man)
Thanks.

RYAN
Guess I'll be going.

He nods to Lacey and Thomas. Gives Memphis a sly look.

RYAN (CONT'D)
Congratulations. Again.

THOMAS
Memphis, the photo op. Snap to it,
please.

He and Lacey leave.

Memphis ponders a second, then reaches behind her dressing table and pulls out a cigar box.

She opens it. An assortment of small bills and personal items, male and female, of little value.

In sudden anger she heaves the box across the room, scattering the contents.

She plops down into the chair and slaps cold cream on her face, scraping off the makeup with hunks of tissue.

She catches Lacey's reflection -- and knowing smirk -- in her mirror.

Lacey points to the mess on the floor.

LACEY

Don't you think you better clean
that up before somebody sees it?

INT. JUVIE HALL - DAY ROOM - DAY

Memphis hurries into the Twelve Step Meeting where everyone
is already seated.

She's shocked to see another COUNSELOR conducting the
meeting.

COUNSELOR

Come on in. Have a seat.

MEMPHIS

Where's Graham?

EXT. MARINE RECRUITING STATION - CONTINUOUS

A bus is loading recruits. Graham steps up to the SERGEANT
who checks his ID and checks his name on a clipboard.

Graham is about to board the bus when the Sergeant holds him
back, taking two photos from his pocket: the Mud Island photo
and Memphis's mug shot.

SERGEANT

Won't have time for these any time
soon, recruit.

The Sergeant slips them onto the clipboard. Graham stands his
ground, ready to argue.

SERGEANT (CONT'D)

Don't worry. We'll mail 'em home
for you. Now get on board.

EXT. CENTER CITY STREET - LATER

Memphis wanders past a club, where the door stands open.
Inside, a band practices in fits and starts.

Memphis stops to listen for a few seconds. She walks through
the door into the

MUSIC HALL

Amber jams with the band members, stopping to give the male BAND MEMBER (20's) a hug and peck on the cheek.

MEMPHIS (O.S.)

Thought I recognized that tune.

Amber peers into the audience. Her expression gives way to surprise.

LATER

Memphis and Amber sit close. Tears streak Amber's face.

AMBER

Felt like a piece of shit, leaving like that. But that tight-ass... and what she said she'd do to you--

MEMPHIS

That's all? Some dumb threat?

Amber nods, snuffling back tears, avoiding Memphis's eyes.

MEMPHIS (CONT'D)

Shit, I could've handled her!

(pause)

Forget it. At least we ran into each other again, right?

The Band Leader comes out and gives Amber an impatient stare. Amber offers a placating gesture in return. He leaves, barely placated.

MEMPHIS (CONT'D)

So that's your main squeeze now?

Amber answers with a nod and shrug.

MEMPHIS (CONT'D)

You could do worse.

Memphis gives her a sisterly hug.

MEMPHIS (CONT'D)

I'm there for you, just like always.

INT. BOUTIQUE - DAY

Memphis and Amber approach the cashier.

AMBER

You don't have to pay for my stuff! I got money.

MEMPHIS

You paid for lunch.

AMBER

Only because I wanted to know what happened to boss-man.

EXT. MARINE BASE - OBSTACLE COURSE - CONTINUOUS

SERIES OF SHOTS - GRAHAM AT BOOT CAMP

- Getting dressed down
- Pushups
- Crawling under barbed wire
- Climbing up wall
- Falling in water
- Shooting on rifle range

INT. BOUTIQUE - CONTINUOUS

They finish up the transaction as the cashier bags the items.

AMBER

Why the hell would he want to put himself through that torture?

MEMPHIS

Who knows?

They walk toward the doors.

MEMPHIS (CONT'D)

Working off some kind of guilt? For being an asshole?

FEMALE VOICE (O.S.)

Excuse me!

Amber pauses and sees the STORE DETECTIVE pursuing. Memphis keeps walking.

STORE DETECTIVE

Hold it right there!

The Store Detective grabs Memphis's arm.

STORE DETECTIVE (CONT'D)
I believe you have items you
haven't paid for.

INT. BOUTIQUE - MANAGER'S OFFICE - LATER

Memphis sits between the Store Detective and the MANAGER,
holding out a pair of sunglasses, tag still on it.

MEMPHIS
Wow. My bad. I'll pay for it now.

She reaches for her bag when the Manager snatches it, reaches
in and takes out a scarf, earrings, and a few baubles.

STORE DETECTIVE
Now I recognize you!

MEMPHIS
(flattered)
Yeah? Are you an opera fan?

STORE DETECTIVE
I busted you two months ago! Serves
me right for giving you a break!

INT. POLICE STATION - PROPERTY WINDOW - NIGHT

Lacey stands next to Memphis while she signs for her things.

LACEY
I am fed up! Next time you'll stay
right here, little miss! We'll let
Olivia take a few bows! See how you
feel about that!

Memphis forges ahead with deadly concentration as they walk
toward the door, passing by Ryan in plain clothes, with a
cuffed Velvet in tow.

VELVET
I'm tellin' you! That kid is always
fallin'!

RYAN
Hard enough to break a bone?
Bullshit!

VELVET
You ain't on duty anyway!

RYAN

I'm always on duty when it comes protecting kids from the likes of you. Now shut your mouth!

VELVET

See if you get anything outta me ever again, mister!

RYAN

I'm a broken man.

He shoves her over to the DESK SERGEANT and shows his badge.

RYAN (CONT'D)

Book this one. Felony assault on a minor.

EXT. CENTER CITY STREET - LATER

Ryan strolls along the sidewalk when activity in a parked car catches his attention.

He peers in and sees a MAN necking with a SMALL FIGURE.

Ryan bolts around the car to the driver's side, wrenches open the door and starts pounding on the man, savage and relentless.

RYAN

Hey kid! Get out of the car and run!

The Kid gets out and runs around and starts pounding on Ryan. Ryan wards off the Kid's punches at his head, but Ryan isn't distracted, eyes fixed on the Man's bashed and bloody face.

RYAN (CONT'D)

What the hell are doing? I told you to run!

KID

I'm not going anywhere!

Ryan freezes at the sound of the baritone voice. He turns and sees a Little Person -- a very much a fit, adult man.

Ryan backs off in shock. The Kid goes over to the groaning Man and cradles him, comforting.

Ryan sprints away. The Kid calls after him.

KID (CONT'D)
 Fucking homophobe! I'm calling the
 cops!

Ryan turns the corner into an alley and halts. He looks at his hand, stained with the Man's blood.

After a few seconds, he sinks to the ground, sobbing.

INT. VELVET'S HOTEL ROOM - LATER

Ryan bursts through the closed door into the room. He goes to the sink and scrubs the blood from hand.

On the sink, a small packet with white powder catches his eye.

Hesitant, he picks it up and opens it. He gently taps a small pile onto his wrist.

He brings it up to his nose--

And halts.

He ponders for a few seconds, then brushes off the powder into the sink and pours the remainder from the packet down the drain.

INT. CITY OPERA HOUSE - BACKSTAGE - DAY

People milling around, Memphis among them. Her cell phone rings.

MEMPHIS

Hello?

AMBER (V.O.)

Hey, girlfriend! You sprung yet?

MEMPHIS

Now at least I can take a dump in private. What's cookin'?

AMBER (V.O.)

Doin' anything tonight?

MEMPHIS

Still on lock-down. What's up?

AMBER (V.O.)

We've got a gig at the World Cafe
and my backup singer's caught a
bug! I need a decent voice to fill
in. How about it?

MEMPHIS

I don't know. Lacey might--

AMBER (V.O.)

Fuck that! Don't wimp out on me!
XPN will be there, broadcasting
live!

MEMPHIS

No shit!

AMBER (V.O.)

For real, yo! Just for tonight?
That asking too much?

(pause)

C'mon! Spare a couple hours for a
friend who needs a hand up!

A few seconds' pause, then:

MEMPHIS

What time?

INT. MEMPHIS' APARTMENT - LATER

Memphis in the funkiest wardrobe she can put together,
putting on the finishing touches, when--

The doorbell rings.

Memphis opens the door and Lacey breezes in, edgy with
excitement.

LACEY

The most wonderful news!

With one look at Memphis's outfit she stops dead.

LACEY (CONT'D)

Is it Halloween already?

(pause)

Never mind! It's looks perfect for
California! Less for you to pack!

MEMPHIS

What are you talking about?

LACEY

It's not quite official, but I have it on good authority that we're on the short list for...

She pauses for effect.

LACEY (CONT'D)

Guess!

Confused expression from Memphis.

LACEY (CONT'D)

Let's see. I spy with my little eye, something that begins with "G"!

She beams at Memphis perplexity.

LACEY (CONT'D)

Grammy, my dear! That darling little Victrola! I've got someone on the inside who leaked the news, but swore me to -- what do you kids call it? The 'down low'? So not a peep!

MEMPHIS

That's great!

LACEY

Still, I thought we might go out and start celebrating. Invite some of our patrons. No harm in taking any opportunity to plug a little bit!

She spins toward Memphis.

LACEY (CONT'D)

And despite your little adventures, you've been such a touchstone, working so hard these last few months. I'm sure everyone would love to see you.

She begins to run out of steam. She sours as she takes another long look at Memphis's outfit.

LACEY (CONT'D)

But you certainly can't go looking like that!

She sits down.

LACEY (CONT'D)

Go and change. But don't take too long! Chop-chop! We're due at the Club in 20 minutes!

Memphis exits into the

BATHROOM

She takes out her cell phone and dials, as she starts to remove her makeup.

MEMPHIS

Amber? Something's come up. I may be a little late.

INT. UPSCALE CLUB - BALLROOM - LATER

Memphis, grim and stiff in her formal dress, dances a slow number with a middle-aged, ELEGANT MAN in a tux. He whispers in her ear.

ELEGANT MAN

I've always admired people with talent. Sure, being good at business is a talent too, but...

Memphis catches Lacey watching her, plastering a wide smile on her face. Memphis works up a smile.

ELEGANT MAN (CONT'D)

But artists like you are a special breed. You reach for the stars.

MEMPHIS

Then my height is an advantage.

ELEGANT MAN

That lovely voice of yours certainly reaches new heights. And if I weren't already spoken for...

He gives her a seductive look as the song ends.

MEMPHIS

Thanks so much for the dance. Now, if you'll excuse me.

ELEGANT MAN

Perhaps a quick drink? My table's right over there.

MEMPHIS

Have to visit the little girl's
room!

She hurries off.

EXT. UPSCALE CLUB - CONTINUOUS

Memphis RUSHES down the stairs, donning a wrap as she goes.
She hails a cab.

EXT. WORLD CAFE- LATER

Memphis gets out of the cab and pulls a man's wallet from her
bosom. She pulls out all the cash and hands it to the DRIVER,
tossing the wallet into the back seat of the cab.

MEMPHIS

Keep the change.

INT. UPSCALE CLUB - BALLROOM - CONTINUOUS

The Elegant Man pats at the breast of his jacket, then
panicked, looks inside, then feels around.

EXT. WORLD CAFE - CONTINUOUS

She maneuvers around the long line and milling crowd, through
the side door into the

BACK STAGE

Amber waits impatiently.

AMBER

About fucking time!

She gives Memphis the once-over.

AMBER (CONT'D)

What the hell are you wearing?

Memphis produces a large handbag and from it pulls out the
outfit she wore earlier.

AMBER (CONT'D)

Much better. Get in there.

She pushes Memphis toward a dressing room door.

INT. WORLD CAFE - STAGE - LATER

Memphis and Amber rocking with the band in front of an enthusiastic crowd. Amber's voice soars above the rest.

INT. UPSCALE CLUB - BALLROOM - CONTINUOUS

The Elegant Man talks with the MANAGER. A WAITER strides up and whispers in the Manager's ear.

INT. UPSCALE CLUB - LOBBY - LATER

The Elegant Man approaches the Taxi Driver, who holds up the Elegant Man's wallet. The Elegant Man inspects the wallet - no money. The Taxi Driver shrugs, as though he's clueless.

EXT. UPSCALE CLUB - LATER

The Taxi Driver holds the door open for Lacey. As the Elegant Man follows, the Taxi Driver addresses him, confidential.

TAXI DRIVER

Is there some reward? For the wallet, I mean.

INT. WORLD CAFE - DRESSING ROOM - LATER

Memphis hangs out with Amber and the band. The door bursts open, followed by a COP, Lacey and the Elegant Man.

The Elegant Man points to Memphis, who stands defiant. The Cop takes her by the arm.

Lacey goes over to Amber.

LACEY

Explain yourself. What about our deal?

Amber avoids Memphis's glare.

MEMPHIS

Yeah. Explain yourself.

Amber's silence infuriates her.

MEMPHIS (CONT'D)

What deal?

LACEY

Allow me. She took my offer to avoid your company in exchange for some monetary encouragement. A pretty penny, too, I might add. Didn't think twice about either, as I recall.

(to Amber)

Isn't that right... dolling?

A guilty look from Amber, and a few seconds is all that's needed for Memphis to reach critical mass.

She wrestles away from the Cop and lunges at Amber, knocking her to the ground, slapping, punching and scratching with abandon.

Shame takes all the fight out of Amber as she guards her face by instinct.

When the Cop pries off Memphis, Amber nurses her wounds. Memphis screams at the top of her formidable lungs.

MEMPHIS

You fucking bitch! Never come near me again!

Amber's face betrays heartbreak as she Memphis is dragged off, struggling.

EXT. WORLD CAFE - CONTINUOUS

The PRESS is there in full force, snapping photos as the Cop forces Memphis into the prowler. People in the crowd catch the action with their palm pilots.

INT. COUNTY JAIL - CELL - LATER

Memphis sits on the bunk, ignoring Lacey's pleading.

LACEY

I was only looking out for you. I wanted to protect you. You and your art.

MEMPHIS

Get out of my sight!

LACEY

And refusing bail? Haven't you had enough of these dreadful places?

MEMPHIS

You were fed up, remember? No more chances, you said.

LACEY

I was hasty! Your career will recover. In no time. After all, there's no such thing as bad press--

MEMPHIS

Who gives a shit? Get the fuck out!

INT. MARINE BARRACKS - DAY

Graham, half-dressed for the boot camp graduation ceremony, peruses the video of Memphis's arrest outside the World Cafe on his palm pilot.

An affectionate FEMALE RECRUIT comes from behind and snatches the device from his hand and tosses it on a rack.

FEMALE RECRUIT

Some of the guys are knockin' back a few after the ceremony. Whatcha say we join them? You can start payin' back what you owe me from last night's game.

She sidles up to him.

FEMALE RECRUIT (CONT'D)

Or we could go off by ourselves. I could take it out in trade.

Graham answers with a grim face. He takes out his Gambler's Anonymous chip and gives it to her.

GRAHAM

Down payment. We'll stop at an ATM on the way to the bus station.

INT. COUNTY JAIL - CELL - DAY

Memphis lays on her bunk, looks up and sees Graham there, dressed in fatigues.

MEMPHIS

Don't you look snappy. Should I get up and salute?

GRAHAM

The same old Memphis. Nice to see you, too. Or would be, if not for these.

He taps the bars.

GRAHAM (CONT'D)

Your landlord wants to know what to do with your stuff. I could keep it for you. If you want.

MEMPHIS

I don't want. Keep it or throw it into the street for all I care.

GRAHAM

Why are you talking to me like this? I'm not the enemy.

MEMPHIS

Never said you were!

GRAHAM

No, just treating me like it! But damned if I put up with this attitude! See ya around.

He turns to leave.

MEMPHIS

Wait!

He halts. She forces a casual tone.

MEMPHIS (CONT'D)

How were things? At boot camp, I mean. As tough as everyone says?

GRAHAM

At first. It's a mind game. For team spirit. It pays off big.

MEMPHIS

Must feel good. To be a part of something like that. Wish I did.

GRAHAM

Aren't you? The whole music thing?

MEMPHIS

Kinda. But somehow it's not enough. Like something's missing. It's close, but when I reach out...

(MORE)

(pause)
Sorry. I forgot. You're not my
counselor anymore.

GRAHAM
Friends are good listeners too.

A few seconds of eye-level standoff, then:

MEMPHIS
Get the warden.

INT. GRAHAM'S APARTMENT - LIVING ROOM - LATER

Graham pushes the door open. A few boxes scattered around the
few sticks of well-used furniture.

GRAHAM
I brought your stuff here anyway.
Hope you don't mind.

MEMPHIS
Pretty sure of yourself.

He shrugs it off. She looks around.

MEMPHIS (CONT'D)
Nice digs.

GRAHAM
Does the job. It came furnished, so
don't blame me for that.

MEMPHIS
If Lacey taught me anything, it's
understatement. Less is more, and
all that shit.

He edges closer to her, hesitant and struggles to get the
words out.

GRAHAM
You can stay here as long as you
want.

MEMPHIS
Where will you sleep?

GRAHAM
On the couch.

MEMPHIS

Thanks, Graham. For the bail, and repaying that guy. For everything, I guess.

GRAHAM

It wasn't such a hard sell. Thought I'd catch a meeting. Wanna come?

MEMPHIS

Think I'll stick around. Gotta settle in. Maybe next time.

He leaves, and she moseys around, scoping the place. Taking her stuff, she goes into the

BEDROOM

A fancy picture frame catches her eye. She sees her mug shot in the frame and picks it up.

INT. RYAN'S HOME - LIVING ROOM - CONTINUOUS

Ryan greets Graham cordially. They hug, but Graham pulls back and looks at him with concern.

GRAHAM

You OK? You seem different somehow.

RYAN

I'm fine. When did you get in?

GRAHAM

A little while ago.

RYAN

Where's your stuff?

GRAHAM

Got my own place.

RYAN

What for?

GRAHAM

Helping out a friend. Just a six-month lease. Got a good deal. The landlady has soft spot for dudes in uniform.

RYAN

Hope your friend appreciates it.

He gives Graham the once-over.

RYAN (CONT'D)
They didn't overfeed you, that's
for sure.

GRAHAM
Hard to keep the weight on, with
all that exercise.
(pause)
You sure you're OK?

RYAN
Told you I'm fine. Let's grab a
beer.

They go into the

KITCHEN

RYAN (CONT'D)
So, what's going on with you?

GRAHAM
Well, there's this... lady. We're
getting kind of close.

INT. GRAHAM'S APARTMENT - BEDROOM - CONTINUOUS

Memphis sees a T-SHIRT laying on the bed. She picks it up and
holds it to her face and takes a deep breath.

INT. RYAN'S HOME - KITCHEN - CONTINUOUS

GRAHAM
She's such a hellion. On the ball.
Wary. But I can't shake the feeling
that I'm not so good for her.

INT. GRAHAM'S APARTMENT - BEDROOM - CONTINUOUS

Memphis holds the T-shirt like a security blanket. She lay
down on the bed and curls up.

INT. RYAN'S HOME - KITCHEN - CONTINUOUS

RYAN
Do I happen to know this hellish
lady?

GRAHAM
You may be acquainted.

RYAN
Right. I think I can help you. Stay
here.

INT. GRAHAM'S APARTMENT - BEDROOM - CONTINUOUS

As Memphis drifts off to sleep, she whispers, childlike.

MEMPHIS
"Snake baked a hoecake..."

INT. RYAN'S HOME - KITCHEN - CONTINUOUS

He hands Graham a plastic bag marked "EVIDENCE."

Graham opens the bag, looks through photos, scans the printed report, then looks Ryan right in the eye.

RYAN
That's right. It wasn't a bus
station. Thought you should know
the facts.

Graham peruses them again, astonished.

GRAHAM
Jesus.

INT. GRAHAM'S APARTMENT - BEDROOM - LATER

Graham looks hard at Memphis as she moans in her sleep.

He goes over and strokes her hair. She writhes away from his
caress.

MEMPHIS'S DREAM

BLACK SCREEN.

A door opens, letting in light, blocked by the silhouette of
a LARGE MAN.

A bare overhead light clicks on, illuminating the metal
framed bed to which a child hands are tied. Remnants of red
and white candles surround the bed.

The Large Man leans over the bed, his features barely visible
as he leans in close.

END OF DREAM

Memphis bashes the face of the MAN leaning over her with her open palm.

The man bolts away, pressing his hand against his bleeding nose -- Graham.

Memphis shakes herself awake. She watches Graham bolt through the door. After a few seconds, she follows him into the

BATHROOM

Graham faces the mirror, holding a blood-spotted washcloth to his nose.

Memphis appears in the mirror, standing in the doorway behind him.

She panics and retreats, back stiff against the wall next to the door.

A moment later Graham emerges, still pressing the washcloth to his nose. She avoids his eyes and ducks away from him.

MEMPHIS

Graham... I'm so sorry.

He tosses the bloody washcloth into the bathroom.

GRAHAM

Forget it. You were startled. I shouldn't have been hovering like that.

She straightens up against the wall -- they're face to face.

GRAHAM (CONT'D)

Really. No big deal.

He brings his hand up to stroke her face--

She intercepts it. They linger for a few seconds, hand in hand.

Slow and hesitant -- their lips touch.

INT. GRAHAM'S APARTMENT - BEDROOM - LATER

Laying in bed, Graham is fast asleep; Memphis lay awake. On the night stand is a ripped-open condom package.

Memphis gets up and creeps into the

BATHROOM

She sees the bloody washcloth on the sink.

Watching sidelong, at arm's length she pokes the washcloth over the edge out of sight.

She catches her reflection in the mirror. She looks deep into her eyes, jaw set with determination.

INT. JUVIE HALL - JANE'S OFFICE - DAY

Jane's face betrays her puzzlement.

MEMPHIS

I just want to know why. Is that a crime?

JANE

Of course not. But details won't change anything. No kids, it's that simple. And if and when the time comes, you could always--

MEMPHIS

Spare me that adoption bullshit.

JANE

Not bullshit. A valid choice that benefits a lot of people. After all this time, you don't trust me?

MEMPHIS

Sure I do. Sorry. Guess I'm stupid.

JANE

No, curious. That's natural. But some things are better left alone. So no more talk about kids, alright?

MEMPHIS

Sure. No more talk.

EXT. FERTILITY CLINIC - DAY

Memphis stands outside, checks the pamphlet in her hand, then marches inside.

INT. FERTILITY CLINIC - EXAM ROOM - LATER

Memphis lay on the table, legs in stirrups. A middle-aged DOCTOR examines her, NURSE by his side. He straightens up, his confusion obvious.

MEMPHIS

Any chance?

DOCTOR

Are you serious?

MEMPHIS

Sure I am. I thought that with in vitro... you know, I might have a chance.

DOCTOR

(pregnant pause)

Honey, it goes like this.

EXT. FERTILITY CLINIC - LATER

Memphis trudges through the door onto the street, zombie-like, face blank. She halts and looks around as if trying to get her bearings.

With sudden determination, she dashes down the street.

INT. GRAHAM'S APARTMENT - LIVING ROOM - LATER

Memphis marches back and forth, walking off her anger.

She spots Graham's duffel and after a second's hesitation, roots through it.

She comes up with a comb -- pockets it--

Pushes a large envelope aside.

Stops dead when something catches her eye - transparent envelope marked "EVIDENCE."

She pulls out photos from the envelope and looks at them, one after the other.

SERIES OF SHOTS - CRIME SCENE PHOTOS

-- The street door of Michael's basement apartment

-- The living room

- The back room door, open, harsh light within
- Inside the back room, the bare light harsh on the bed with cuffs and surrounded with candles
- A blank-faced 5-year-old child in a hospital gown
- The Mud Island photo, crinkled at the edges.

Memphis comes back to the first photo and notes the building number: "4200."

EXT. CITY STREET - LATER

Memphis strolls along Locust Walk, face-forward, her eyes far away, blank yet intense.

INT. GRAHAM'S APARTMENT - CONTINUOUS

Standing at the closed bedroom door, holding a single red rose, Graham knocks.

GRAHAM
Memphis? You awake?

He waits a few seconds, then grabs the doorknob.

GRAHAM (CONT'D)
Memphis?

He opens the door and finds no one there. He goes back into the

LIVING ROOM

He notes the duffel and its contents scattered around, ponders a few seconds, then takes out his phone.

INT. HOSPITAL - JANE'S OFFICE - CONTINUOUS

Jane hands a report to the Clerk with a cool expression.

JANE
Third page. Two typos. Two of them!
Not the high standard I've come to
expect from you.

CLERK
Sorry, Jane. I'll fix it.

Her phone rings. Jane yells after the Clerk as she picks up the phone.

JANE
Today, please!

She scowls as she hisses into the mouthpiece.

JANE (CONT'D)
Cassidy here!

Her face brightens at once.

JANE (CONT'D)
Oh... Graham! Ryan told me you were in town!... No, I haven't... Don't worry. She's bound to turn up.

EXT. ALLEY - NIGHT

Memphis huddles in the shadows.

Her cellphone rings. She gazes at it but does not answer.

EXT. CITY STREET - DAY

Memphis wanders, a little worse for wear, aimless, gazing at the houses as she passes. She approaches one where inside "Madame Butterfly" can be heard.

She sits on the front steps and listens with rapture.

The door opens. MRS. KLINE, 50's, emerges with a trash bag in her hand.

MRS. KLINE
You can't linger here, girlie.
You'd best be moving on.

She puts the trash bag on the curb and starts back up the stairs.

MRS. KLINE (CONT'D)
You heard what I said. Get moving
or I call the cops!

Memphis gets up and starts off, when Mrs. Kline grabs her and studies her face, which lights up with recognition.

MRS. KLINE (CONT'D)
You're that new girl! At the opera
company!

(MORE)

(starts giggling)
 What a lovely voice you've got,
 dearie! Best I've heard in years,
 and that's saying a lot!
 (sudden concern)
 But look at you! I didn't recognize
 you at first, looking all scruffy!
 Come inside so you can rest proper!

She helps Memphis up, who catches the house number -- "4200."

Memphis looks up down the street and sees --

The cross street in the crime photo.

She peers at the basement door.

She notices the hanging sign of a bed & breakfast.

MRS. KLINE (CONT'D)
 Anything wrong, dearie? I mean, Ms.
 Hackett?

Memphis sets her sights dead keen on Ms. Kline.

MEMPHIS
 Call me "Memphis."

They go in and the door closes, which sports a sign saying
 "Opening Soon!"

INT. HOSPITAL - JANE'S OFFICE - LATER

Jane is closing shop when the phone rings.

JANE
 Hello?... This is she... We were
 wondering where she was... She's
 okay?... Good. Thanks. Be right
 over.

INT. BED & BREAKFAST - LIVING ROOM - CONTINUOUS

Memphis takes her cell phone away from the terrified Mrs.
 Kline's mouth.

She gets close to Mrs. Kline's ear.

She tightens the arm-lock on the woman, whose wail of pain
 mounts over the music.

MEMPHIS

Know where I learned that?

She tightens the arm lock again, slapping a hand over the woman's mouth.

MEMPHIS (CONT'D)

From this big, burly chick named
"Cookie" where I was locked up.
Never thought it would come in so
handy on the outside.

(pause)

Buona notte, Mrs. Kline.

Mrs. Kline turns just in time to see Memphis slam a wrench against her head.

The unresponsive woman slides to the floor, blood oozing from a wound on her forehead.

Memphis maneuvers through the interior work is in progress with ladders, tarp, etc., over to the CD player and blasts the volume, lost in rapture.

She wipes her mouth and catches her reflection in shiny panel.

Blood smeared on her mouth. She wipes it away desperately only to see smears on her hand.

Panicked, Memphis dashes into the

KITCHEN

She rushes over to the sink and scrubs her face.

She takes out her cell phone and dials.

MEMPHIS (CONT'D)

Graham... It's Memphis. I think I
might have... I'm really scared...
I'm at 4200...

She trails off as she notices--

A tagged key marked "BASEMENT" on a hook next to the doorsill.

She drops the phone on the floor.

Dreamlike, she goes over and takes the key off the hook opens the door, and descends the stairs into the

BASEMENT

She emerges into what is now an artist's studio but she sees--

FLASHBACK

She stands in Michael's tidy living room, frozen with fear.

The outside door opens into night. A 5-year-old child dressed in a choir robe shuffles in, uncertain.

Michael follows right behind. With a sudden grimace, his jaw clenches.

He takes a bottle from his pocket, takes a pill from it and puts it under his tongue.

A few deep breaths, then Michael points to the back door, ajar. Candlelight flickers from inside.

MICHAEL

Remember that magical place I told
you about? All the toys and ice
cream you want?

The child nods.

MICHAEL (CONT'D)

Well, there it is! Right through
that door!

The child scampers ahead into the room.

Michael saunters behind, and pulls the door closed, inch by inch.

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

Remember our special song? Let's
sing it together. Ready? Go!

A second's pause, then the child sings as Michael prompts:

MICHAEL/CHILD

"Snake baked a hoecake, set a frog
to watch it. Froggie went a-
sleepin. Lizard came and stole'd
it. Bring back my hoecake, you long-
tailed nanny-o."

Panic galvanizes Memphis. She dashes through the door into the back room.

END OF FLASHBACK

BACK ROOM

Memphis stands in the room, still corked, now used for storage. The bare bulb still casts a harsh light, reflected in the long blade of a utility knife sitting on a shelf.

She picks it up.

EXT. BED & BREAKFAST - CONTINUOUS

Jane stands at the front door, reading the handwritten scrawl on the back of the "Opening Soon" sign: "DOWNSTAIRS."

INT. BED & BREAKFAST - BACK ROOM - CONTINUOUS

Memphis studies the utility knife in her hand.

JANE (O.S.)
Mrs. Kline? Memphis? Hello?

Memphis never takes her eyes off the knife.

MEMPHIS
In here!

JANE (O.S.)
Thank God!

Memphis brings the knife close to her mouth, voice low, as if whispering to it.

MEMPHIS
No more talk.

INT. GRAHAM'S APARTMENT - LIVING ROOM - CONTINUOUS

Graham listens to the message on his cell phone.

MEMPHIS (V.O.)
I'm really scared... I'm at 4200--

The message cuts off.

He RUSHES over to his duffel and sees--

INSERT: Crime scene photos scattered on the floor.

Alarmed, he dials his cell phone.

EXT. FAST FOOD RESTAURANT - CONTINUOUS

Ryan leans against the prowler, working on a sandwich.

A car pulls up next to him, whose loud music drowns out the ring of Ryan's cell phone sitting on the dashboard.

Jeff joins him, as the DRIVER gets out of the car, cued by the GLARE from the officers, shuts off the music.

Ryan's walkie-talkie tweets.

VOICE (V.O.)

457. You copy?

RYAN

10-4. Hackett.

VOICE

What's your location?

RYAN

Fast food place near campus. What's up?

VOICE (V.O.)

Gotta 415-E.

RYAN

Bunch of kids kickin' it?

VOICE (V.O.)

No, some classical stuff, you can hear it a mile away. No one around, and the place is locked up tight.

RYAN

What's the address?

VOICE (V.O.)

4200 Pine.

JEFF

Four, five blocks, tops.

Ryan freezes, lost in thought.

His eyes light up with recognition.

Tossing his food aside, he wrenches open the door and jumps in, starts the car and revs the engine.

Jeff freezes too -- in shock -- but only for a second. He jumps in and notes as he closes the door:

JEFF (CONT'D)

Hey, what about your seat belt--

He's cut off as the car peels out.

EXT. BED & BREAKFAST - LATER

Graham POUNDS over the loud aria - "One Beautiful Day" from Madam Butterfly on the front door.

After a few seconds he gives up, retreats and hits the sidewalk, past the open

BASEMENT DOOR

Memphis peers at him from the dark, blank-faced.

GRAHAM

Memphis?

She disappears inside, the door ajar.

GRAHAM (CONT'D)

Memphis!

He follows her through the basement door.

INT. BED & BREAKFAST - ARTIST'S STUDIO - CONTINUOUS

He leaves the door wide open. He RUSHES to the open door at the far side of the room into the

BACK ROOM

He sees Jane laying on the floor, beaten about the face and unconscious. He stoops to assist her when--

A hand grabs his shoulder.

His Marine martial arts training comes into play as second nature. He throws the attacker supine to the ground and straddles--

Memphis!

--Who sees Michael instead.

She gives this spectral Michael a gentle smile, puts forth her full force into an upward stab--

With a cry, Graham staggers back on his haunches. He presses a hand to his groin.

INSERT: The blood-smearred utility knife in Memphis's hand.

EXT. BED & BREAKFAST - CONTINUOUS

Ryan and Jeff arrive in the prowler. A FEW NEIGHBORS have gathered.

Ryan leaps out and races up the stairs and without missing a step, kicks the door open, to Jeff's astonishment.

JEFF

Yo, Ryan! What the hell...?

Ryan ignores him as he bolts through the door.

INT. BED & BREAKFAST - LIVING ROOM - CONTINUOUS

Ms. Kline rouses to consciousness. Jeff creeps through door.

JEFF (O.S.)

What's gotten into you, bustin' in like that--

He strides into the room and stops dead.

JEFF (CONT'D)

Oh, man!

RYAN

Call an ambulance!

Jeff turns off the CD player and clicks his shoulder walkie-talkie as Ryan takes the pistol out of his holster.

Quick and quiet, Ryan leaves the room.

SERIES OF SHOTS - BED & BREAKFAST

- Upstairs, Ryan checks out each room, fast, stealthy, and thorough.

- In the Back Room, Graham takes his hand away from his groin and gazes at it, covered in gore. He slumps to the floor.

- Memphis stands stock-still, serene, as if savoring the moment.

- In the kitchen, Ryan sees the cell phone on the floor, then the open door to the basement. He disappears through it.

INT. BED & BREAKFAST - ARTIST'S STUDIO - CONTINUOUS

Ryan emerges from the backstairs, stealthy and cautious. He hears a child's voice from inside the Back Room.

MEMPHIS (O.S.)

You see? One quick swipe and all
the hurt goes away.

Jeff enters from the street and joins him.

Then as if forcing himself, Ryan creeps over and enters the
BACK ROOM

Followed by Jeff, who pulls out his pistol.

Memphis stands between them and Graham, on the floor,
moaning, in a pool of blood under his midsection.

RYAN

Memphis. I want you to drop the
knife.

Her face lights up.

MEMPHIS'S FLASHBACK

A 5-year-old child, starved and wild-eyed, chewing as on a
tough piece of meat.

At the groin is a jagged, gaping wound, blood oozing down the
legs.

The child reaches out toward Ryan, pleading, knife in one
hand...

In the other, a cylindrical lump of flesh, sliced clean at
the base, in an open palm, a ragged bite at the tip.

END OF FLASHBACK

Shaking and wild-eyed, Memphis offers Ryan a wide grin,
holding out her bloody hand toward him, the knife lay on her
outstretched stretched palm.

Ryan fixes Memphis with a gaze, drawing her attention away
from Graham as Jeff circles toward the moaning Graham.

Ryan reaches out to take the knife when--

RYAN'S FLASHBACK

Ryan reaches out to take the child's hand when--

He backs off and dashes into the Living Room, slams the door,
sits and leans against it.

Shaken and sweating, he slams his hand over his mouth.

The door to the street is open. The Locksmith retches in the street.

Ryan swallows his gorge and reaches for his walkie-talkie.

All the while, the child pounds on the door and sobs.

END OF FLASHBACK

Memphis bolts toward Ryan, both fists raised as though pounding on an invisible door, knife stabbing in one hand.

Jeff approaches the thrashing pair, pistol drawn.

JEFF

Back off, Ryan! I need a clear shot!

EXT. BED & BREAKFAST - CONTINUOUS

A POLICE OFFICER holds back the THRONG gathered outside.

A gunshot pierces the hubbub.

The Police Officer dashes inside.

INT. BED & BREAKFAST - ARTIST'S STUDIO - CONTINUOUS

The Police Officer, drawing his gun, bolts through into the

BACK ROOM

Jeff's smoking gun points at the ceiling.

Ryan bear hugs Memphis from behind as his hands grip her wrists. He forces her hands open, palms-down.

The knife clatters on the floor.

MEMPHIS

"Snake baked a hoecake. Set a frog to watch it. Froggie went a-sleepin'. Lizard came and stole'd it. Bring back my hoecake, you long-tailed nanny-o."

EXT. BED & BREAKFAST - LATER

Memphis sits in back of the prowler, rocking, lips moving in silent song.

Ryan watches the prowler pull away as Graham is loaded into the ambulance.

INT. BASKETBALL COURT - DAY

Graham shoots hoops, limping as he circles.

Ryan walks in and approaches him.

RYAN

You're not supposed to be up and around yet.

Graham ignores him and continues to dribble and shoot.

RYAN (CONT'D)

Lawyer thinks Memphis will get two years at least. Thought you'd want to know.

GRAHAM

You thought wrong. Why this sudden need to fill me in? Just keep on telling me what goddam suits you!

RYAN

If you let me explain--

GRAHAM

Oh, yeah! Give me all the facts, like before, except what she really...

(pause)

Look at me, calling that thing a 'she.'

RYAN

If you'd just let me finish--

GRAHAM

We are finished, Officer! Go fuck yourself! Better yet, go fuck that dickless jailbird freak!

Ryan lunges at Graham.

Throwing all their weight into a fist fight, the two fall grappling to the floor.

INT. LOCKER ROOM - LATER

Graham presses a blood-stained towel against his groin beneath his sweat pants.

Ryan, face bruised and a towel to his bleeding nose, stands at a distance.

RYAN

Better have that looked at. Broken stitches, looks like.

Graham glares at him and gets in his face as he limps by.

GRAHAM

Mind your own fucking business.

Ryan calls after him as he leaves.

RYAN

Good fight, though. Marines did an awesome job.

EXT. CITY STREET - DAY

Ryan walks as he talks on the cell phone.

RYAN

Come on, Graham. I know you're pissed, but enough is enough. Now, I'm coming over there, and this time I want you to open the door...

He sees some boxes marked "MEMPHIS" a few feet away, sitting on the curb like trash.

He rummages through the top box and pulls out the photo sitting on top.

INSERT: Memphis's framed mug shot, on top of which is a rose, dried to a deep burgundy.

INT. JAIL - SECURE UNIT - DAY

Jane stands at the gate. A FEMALE GUARD stands firm.

FEMALE GUARD

She won't see you. Won't see anybody.

JANE

But I want to see her. I'm her
doctor.

The Female Attendant looks at her clipboard.

FEMALE GUARD

Check. Sorry. I'm new on the unit.

She lets Jane in. They walk down the

HALL

For a short distance and reach a

RUBBER ROOM DOOR

The portal is open. Memphis, hair cropped, stands in a corner
wearing a straight-jacket.

She sees Jane and trudges over.

Face to face through the portal, they gaze at each other for
a few seconds.

Memphis SPITS in Jane's face.

Jane hangs her head and wipes the spittle away.

FEMALE GUARD (CONT'D)

Lemme guess. You don't take her
insurance.

JANE

Open the door.

FEMALE GUARD

Not a good idea.

Jane warns her with a look. The Female Attendant unlocks the
door.

FEMALE ATTENDANT

Watch out. She has a mean kick.

Memphis retreated to a corner. Jane trudges up to her.

JANE

A proper pounding and now a loogie
in the face. A mean kick or two and
maybe we're square. What do you
say?

Memphis swings her leg back -- then plants it firm on the ground. She sinks to her knees and sobs.

INT. COMMUNITY CORRECTIONS CENTER - BEDROOM - DAY

In a sparse room with double beds, Memphis mutters as she paces. She eyes a guitar on one bed, picks it up, ready to SMASH it against the wall.

FEMALE VOICE (O.S.)
You do that, and I swear to Christ
I'll knock your teeth into next
year!

LIZ, 20's, grabs the guitar from Memphis.

LIZ
Like I said before, kill your music
in your own way. Leave me out of
it!

A knock on the door.

FEMALE VOICE (O.S.)
Someone named Amber to see Memphis!

LIZ
She'll be right there!

MEMPHIS
Bullshit. Go tell her to fuck off.

Exasperated, Liz walks to the door, then stops, considering.

LIZ
No! Not this time, honey.

Liz grabs Memphis's shoulders and looks her in the eye.

LIZ (CONT'D)
Think you're the only person who
ever had a raw deal? Like it or
not, we're still the people life
made us to be. It takes courage to
face that. For any of us!

Liz shoves her into the

HALLWAY

Liz spits her words, blocking the open door.

LIZ (CONT'D)
And I'm sick of bunking with a
chicken-shit!

She slams the door and leans against it.

INT. COMMUNITY CORRECTIONS CENTER - HALLWAY - CONTINUOUS

Memphis stands, fists in the air, ready to pound on the door.
A few seconds later, she forces herself down the hall.

INT. COMMUNITY CORRECTIONS CENTER - LOBBY - A MINUTE LATER

Memphis emerges and approaches a nervous-looking Amber, who
backs against the wall as Memphis gets in Amber's face, whose
expression goes from anxious to terrified.

EXT. COMMUNITY CORRECTIONS CENTER - DAY

SUPER: "TWO YEARS LATER"

Memphis appears at the door and approaches Ryan, waiting
outside.

They hug like old friends.

EXT. BUS STATION - PARKING LOT - DAY

Graham pulls his duffel from the pile of luggage next to the
bus.

INT. CENTER CITY BAR - NIGHT

A drag show is wrapping up. Graham sits at a table, littered
with empty glasses. He tosses off his drink one gulp.

He catches the eye of one of the performers, LOLA, winks and
gestures.

INT. CENTER CITY BAR - DRESSING ROOM - LATER

Graham zips up his trousers as Lola emerges from the
bathroom. She comes over to him and snuggles against him.

He shoves her away. Unsteady on his feet and obviously drunk,
he pulls out his wallet, takes out a hundred dollar bill and
offers it to her.

With a flash of anger she smacks the wallet to the floor. She marches over, unlocks the door and wrenches it open. She stands, a silent demand to leave.

He goes to pick up the wallet. The Mud Island photo had fallen out, splayed among the paper money.

He picks up the photo but leaves the money on the floor. He stumbles out of the room. Lola slams the door shut.

INT. CITY OPERA HOUSE - OFFICE - LATER

Thomas and Lacey sit, conferring. Graham KNOCKS on the door; they straighten up in surprise.

GRAHAM

Where is she?

INT. DOWNTOWN CLUB - AFTERNOON

The club is empty except for staff. The stage is set with band instruments. "FARINELLI" is emblazoned on the drum.

Dressed "Emo" style, Memphis converses with other band members, among them Liz.

She stops as Graham approaches in his fatigues, surprised and uncertain.

MEMPHIS

Hey, boss-man.

GRAHAM

Hello, Stretch.

MEMPHIS

Watcha up to? Slumming?

He holds up the gold pin.

GRAHAM

Thought you might like to have this.

Cautious, she takes it.

GRAHAM (CONT'D)

I hear the band's good.

MEMPHIS

Yeah? Who from?

GRAHAM
Lacey. And Newman.

MEMPHIS
Huh. Like they would know.

Graham indicates the band members.

GRAHAM
(hesitant)
Are they all... you know...?

MAN'S VOICE (O.S.)
Dickless freaks?

Ryan ambles onto the stage wearing a "STAFF" T-shirt. He struts over to Memphis.

RYAN
Matter of fact, they are!

WOMAN'S VOICE (O.S.)
Speak for yourself!

Amber strolls on-stage with cups in both hands.

GRAHAM
Hey, Amber.

AMBER
Hey yourself, cracker. Cammies look good on you. Hot.

Liz ambles over and scrutinizes Graham.

LIZ
Hey, Mem! This the guy?

MEMPHIS
This is the guy.

GRAHAM
(to Ryan)
You quit the force?

RYAN
Moonlighting. You finished here?

GRAHAM
Yeah, I guess.

He walks away.

RYAN
Yo! Marine!

Graham turns and faces him.

RYAN (CONT'D)
Good to see you.

GRAHAM
Likewise.

He continues on his way.

EXT. DOWNTOWN CLUB - CONTINUOUS

Memphis runs out of the door and runs after Graham.

MEMPHIS
Graham, wait!

He halts; she goes to his side.

MEMPHIS (CONT'D)
I just want to say...

She holds up the pin.

MEMPHIS (CONT'D)
Thanks for this. It means a lot to
me. Seriously.

She tries on a smile as she starts back towards the club.

MEMPHIS (CONT'D)
See you around.

She strides away, when--

Graham grabs her arm gently.

GRAHAM
Go for coffee?

INT. COFFEE SHOP - LATER

Seated across at a table, they gaze at each other as if
trying to read each other's thoughts and intentions.

Their hands reach out but don't quite touch.

MEMPHIS
So.

Graham puts his hand over hers with a firm squeeze.

GRAHAM

So what.

INT. RYAN'S HOME - BATHROOM - NIGHT

Ryan walks in and takes off his "Staff" T-shirt. He opens the medicine cabinet and rummages around.

A half-full bottle of sleeping pills catches his eye.

He takes out the bottle, arms up basketball style, and tosses it neat into the wastebasket.

He raises his fists in triumph.

Liz, dressed for bed, embraces him from behind.

FADE OUT.